



**TWDC Board of Trustees Special Meeting and General Meeting
Thursday, April 16, 2009
TWDC Offices 5:30pm**

Present: C. Alvarado, K. Bulava, T. Cook, , H. Crowther, E. Russ, A. LeMieux, D. Malaker, L. McLaughlin Murray, D. Mehring, K. Moss, D. Purpera, R. Richardson, S. Smith, S. Yambor
Excused: S. Coy
Ex-Officio: T. Jenkins
Staff: C. Garland
Guests: H. Senyak, J. Justus, N. Cintron

5:33 The meeting was called to order by T. Cook. We have quorum.

5:34 Discussion Item – West 25th/Clark Ave Service (CDC Contract Amendment)

- A. Matrix
- B. Update/Discussion

T. Cook initiated a discussion utilizing a matrix framework for governance. The question posed was, “What is the Board's responsibility regarding contracts. Do we need or not need to vote on proceeding with specific contracts? Shall we have a policy for this?” C. Garland presented specifics regarding the contract amendment. The matrix included in service areas vs. out of service areas and CDBG vs. non-CDBG contracts. Discussion ensued regarding whether the matrix “was in stone”, specifically, the out of service area. Some Board members had issues regarding the E.D. Having ultimate responsibility in that area. There was discussion regarding contract amendments having “never” been voted on by the Board in the past. Some Board members feel that they are not given opportunities to understand what is asked of them. We have had three contract amendments since C. Garland started at TWDC. C. Garland stated that there are two key components to the contract, bid and political. There was much confusion regarding what is policy vs. contract. D. Mehring initiated a motion with visitor N. Cintron interrupted, stepping into an advisory role. D. Mehring reinitiated a motion to not adopt the matrix. L. Murray second the motion. Motion was adopted. One member abstained. C. Alvarado motioned to move further discussion on this topic to the Bylaw Committee. Second by T. Jenkins. T. Jenkins further stated that the Board must recognize that the committee is working on bylaws first. The motion was approved unanimously.

6:16 West 25th Street – There is 80 days left to the contract. The amendment asks us to provide direct tech. assistance and general tech. support. D. Malaker spoke positively regarding “moving forward.” A. LeMieux asked if we have enough money to initiate activities. Answer was “yes.” D. Purpera asked if there is any additional legal liabilities. The lawsuit regarding this issue was dismissed with prejudice. Said, “Are there any downsides to this? Will we fail miserably?” C. Garland said, “failing miserably could lead to losing a contract.” K. Moss has issue with the specific contract saying “within the

service area” since the amendment will have us working outside the service area. H. Senyak offered that code enforcement is done in and out of the service area but Katie and Robert are performing under the contract. D. Malaker spoke of the reality of which CDC's will survive. Said, “If we have the ability and talent to do what the city asks, we should consider.” D. Purpera made motion to accept amendment of the contract until end of contract date of 6/30/09 and revisit in July or if City of Cleveland offers new contract. K. Bulava second the motion. Motion approved unanimously.

6:45 ACTION ITEM – Approval of Minutes with the following changes. Under program committee reports, E. name is Heyward.
L. Murray moved to approve the March 19th minutes. D. Mehring second the motion. All approved.

6:48 ACTION ITEM – CHN L/P Property Acquisition
There are two recommended properties within our service area that met performa's standards. D. Purpera made motion to proceed. C. Alvarado second the motion. Motion approved unanimously.

6:50 DISCUSSION ITEM – By-Law Committee Update: T. Jenkins/L. Murray
Professor Heyward from Cleveland State University continues to advise. The committee is advancing rapidly with the goal of having the preliminary document ready in May. There is consideration of radical changes in the membership area of the by-laws.

6:55 DISCUSSION ITEM – Finance Seminar
All Board members agree that a seminar focusing on non profit finances will be beneficial. The seminar will be on a Saturday morning.

6:59 PROGRAM COMMITTEE REPORTS

A. Fundraising – Arts and Coctails coming soon. Sign up to volunteer. Turn in liquor Monday before the event. K. Bulava is looking to establish a baseline regarding a community plan, layout of events, what can be publicized. The committee is looking at updating the website. They have not heard back from Blue Star. D. Purpera asked about the job description. C. Garland will follow up.

B. Housing – Parking issues still being looked at. The next meeting is 5/7.

C. Safety – E. Russ stated Rape Crisis staff will organize for a 2 hour community event in June. The committee is looking at getting people certified through the Block Watch program. The committee is also looking at a youth mentoring program and asks if we know of any businesses that are willing to mentor children? The group continues to work on sinage. The next meeting is 5/11 at 6pm.

1. Finance – L. Murray said that the business manager has resigned. The committee is looking to re-examine the position with thoughts of moving out some of the responsibilities. Joann M. has developed a spreadsheet for a 2 month timeline. The committee is working on updating the fiscal P+P manual. L. Murray stated that properties owned go through LLC and are for profit. For profits can not show up on 501C3. L. Murray moved to approve the finances. D. Purpera second the motion. All approved.



7:20 Organizational: C. Garland

CHN has a board vacancy since S. Nagy is no longer on our Board. T. Cook proposed that D. Purpera accept the position. D. Mehring second. D. Purpera accepted the position.

C Garland spoke about Scranton Rd. Ministry receiving federal stimulus money to develop a program to work with young people and explore job opportunities. States that this could be a good strategic partnership. Scranton Rd. needs to submit a proposal by next week. This could be a seven million dollar grant and has the potential to employ 2-3000 young people. Request to create an ad hoc group to pull apart and look at closely to submit MOU. A. LeMieux, K. Bulava, and S. Smith volunteered. There is a 3 week limit for the RFP. D. Purpera motioned to authorize an ad hoc group, look at RFP and make the decision to approve our involvement in the project. C. Alvarado second the motion. Motion approved unanimously.

7:35 New Business

H. Crowther spoke about the Innerbelt project and stimulus funds. Said we could have a cable stay bridge “southern alignment”. Next ODAT meeting is 4/21 at Annunciation Church.

H. Senyak suggested going to the ODAT meeting enmass. Said that 100 light fixtures have been repaired and there are 3-400 more in need of repairs. Board members thanked him for his hard work on this. He also suggested that we form a small advisory committee for the new contract if we go forth with the West 25th Street project.

A visitor named Jeff Buster recommended that the membership records be made public. A lively debate ensued. H. Senyak said that the membership list had been shared. He is receiving mail from places like the Ukrainian Museum. J. Justus agreed and said the E.D. told her that the list was shared. C. Garland said that the list was offered. D. Purpera made motion to not share the membership list. D. Mehring second the motion. Motion by T. Jenkins to table the motion. D. Purpera second. Motion withdrawn and T. Jenkins resubmitted to table to the Marketing Committee to review the issues. L. Murray second motion. Approved unanimously.

N. Cintron asked questions regarding the West 25th Street project. Asked, “Who approached you?” and “Who is funding this?” Answer was Joe Santiago. He said that he would “look at legal options to stop the process.” He advised the Board to “be careful” if the contract is long term.

8:10 All approved to adjourn meeting.