

Minutes of the Old City District Board of Directors Meeting

Wednesday, September 18, 2013 4:00 pm
231 Market Street, Philadelphia, PA

In Attendance: Jane Cowley (NPS), Nick Gregory, Lynn Martin Haskin, Avram Hornik, Pat Lavelle, Christopher McGill, David Neff, Carolyn Pfeiffer, Laurie Townsend Rapp, Joseph Ritchie, Peter Rothberg, Luca Sena, Harvey Spear.
Graham Copeland (Executive Director), Greg Diehl (Economic Development Coordinator). Brett Mapp (Operations Director), Josh Grimes (Counsel).

Absent: Sheryl Bar, Reginald Cummings, Jafar Maleki, Sonia Silverstein and Albert Taus.

Guests: Jeff Brown, Christine DeMott (Gold Gerstein Group), Ebony Lee, Kathy Norris, George Pomerantz (Gold Gerstein Group), Joe Schiavo.

Call to Order: Chairman Joe Ritchie called the meeting to order at 4:09.

Minutes:

August 2013 board meeting minutes were previously distributed via email. D. Neff offered a revision to the Executive Director's Report, to replace a reference to "Leo Addimando" as a prospective developer of Shirt Corner/259 Market St. with "Alterra Properties." P. Lavelle moved to accept the minutes as amended. 2nd/P. Rothberg. All in favor, approved.

Chairman's Report: J. Ritchie

- Five Year Plan & Budget - the public hearing occurred on Wednesday, August 21, 2013, and J. Ritchie thanked the board members for attending and supporting the process. The hearing was uneventful.

Executive Director's Report: G. Copeland

- 5 Year Plan & Budget - 45 day objection period ends October 5; City Council attorney now creating draft legislation. Next step: Council Rules Committee Hearing - to be scheduled.
- New business openings
 - High St. on Market - 308 Market St.
 - Menagerie Café - 18 S. 3rd
 - United By Blue - 144 N. 2nd St. - grand opening next Wed. 9/25
- Pending business openings

Minutes of the Old City District Board of Directors Meeting

Wednesday, September 18, 2013 4:00 pm

231 Market Street, Philadelphia, PA

- Han Dynasty - 123 Chestnut St. - Health Dept. inspection and liquor license transfer are pending.

- 7-Eleven 242 - 244 Market St. - RCO review completed; no decision yet from ZBA.
- Trust Market - 3rd & Arch - RCO review completed; no decision yet from ZBA.
- Broader Mall Partnership meeting summary
 - National Park Service's new Franklin Museum - grand opening this Friday.
 - NPS Funding Reauthorization - fiscal year ends 10/1; hoping for a Continuing Resolution to remain operational during ongoing federal budget negotiations.
 - Flash Bus Loop - ongoing funding is uncertain.
 - The City's Bike Share program was discussed; a number of participants were interested.
 - Attendance at the museums is down; the group is discussing a cooperative marketing campaign w/ possible packaging of program development and ticketing.
- Interns - Temple students Hilary Small & Jamie Howell are assisting on website content.

Treasurer's Report: C. McGill

- Monthly financial reports for August were distributed in advance via email to the board.
- 2012 Financial Audit - George Pomerantz and Christine DeMott of Gold Gerstein Group presented the certified audit for Old City District and the compilation report for Old City Community Fund.
 - The audit is a more rigorous review, based on a different set of accounting standards.
 - OCD is in "great shape" financially; "running the organization like a business."
 - Revenues over expenses increased \$165,000 for the 12-month reporting period.
 - Cash equivalents increased from \$547,000 in 2011 to \$728,000 in 2012.

Minutes prepared by Graham Copeland

October 11, 2013

page 2 of 6

Minutes of the Old City District Board of Directors Meeting

Wednesday, September 18, 2013 4:00 pm

231 Market Street, Philadelphia, PA

- Revenue collections have been consistently strong, and expenses have been tight year-to-year.
- The collection rate in 2012 on older, outstanding assessments was 26%.
- C. Demott's role in performing the audit includes ensuring that financial events are recorded and reported accurately; assessing risks related to the board and treasurer conducting financial oversight; and testing to check that OCD's practices are consistent with generally accepted accounting principles (GAAP).
- B. Mapp received a positive rating in his bookkeeping work, as he has become more familiar with the role and new software system.
- OCCF - Marketing Committee funds have been raised through brochure ad sales and spent on marketing projects.
- J. Grimes will check on the status of the 30-year agreement between the City and Historic East Market St. (assumed by OCCF in 2002).
- Meeting with Wells Fargo Financial Advisors - John Harm Jr. re: OCCF's investment account. Confirmed that OCCF is not exposed to excessive market risk. A minimal amount of the fund account is in GNMA securities, which are winding down over the next year. C. McGill and J. Harm agreed on a recommendation to move the money market balance to a better yielding money market account over the next year.

Committee Reports:

Marketing: G. Copeland

- Promotional brochure - in its third edition, the brochure has been printed and will be distributed starting now.
- Website - initial design is complete; content development is now taking place.
- Barnes Foundation - S. Bar and G. Copeland met with Marketing Dept. reps to discuss possible programming collaboration in our arts district.
- Video project - a project plan is being developed to create promotional videos for the website.
- GPTMC's Neighborhood program - meeting tomorrow to discuss participation for Old City.

Minutes of the Old City District Board of Directors Meeting

Wednesday, September 18, 2013 4:00 pm

231 Market Street, Philadelphia, PA

Clean & Safe: H. Spear

- L&I meeting with Commissioner Williams - inspectors are now working on night shifts to enhance code enforcement. People with complaints should continue to call 311 or 911, to ensure tracking by the proper City agencies.
- Private security - the contract is being rebid. An RFP has been developed and is being sent out for competitive bids. The current contractor will be notified this week.
 - L. Haskin and N. Gregory offered to assist H. Spear and staff with the proposal review and interview process.
- Liquor licenses
 - 35 S. 2nd St. - Marc Harris is seeking to open a licensed establishment at the former Red Zone. He formerly operated the Club Maui. Members of the C&S

Committee and staff met with M. Harris to discuss his business plan and possible terms of a Conditional License Agreement; to be reviewed by the full committee.

- 126 Chestnut St./former Mad River. The prospect is a former employee of The Plough & The Stars. Attorney Ron Patterson did not have updated status information. H. Spear disclosed that he has a liquor license for sale and would recuse himself from any discussion or voting on this matter if his license were to be considered in a transaction.
 - 123 Chestnut St./Han Dynasty - the liquor license transfer is pending, and the opening date is yet to be announced.
 - 16 S. 2nd St./Infusion (former 32 Degrees) - license owner is Joe Schultice, the owner of Nick's Roast Beef; his current partner Jamie Atlig is seeking to acquire a new license to operate the upstairs venue as a separate business; J. Atlig was resistant to entering into a Conditional License Agreement.
- Casino development proposal - H. Spear noted his knowledge of the Goldenberg Group and expressed his support of their work as real estate developers.

Economic Development: A. Hornik

- Casino development proposal - A. Hornik other committee members and staff have met with the Goldenberg Group's representatives three times; he stated that they have been responsive to questions and comments. Issues discussed include: design, economic stimulus, traffic, parking, congestion, trash and crime/security.

Minutes of the Old City District Board of Directors Meeting

Wednesday, September 18, 2013 4:00 pm
231 Market Street, Philadelphia, PA

Goldenberg Group presented a 3-tiered community benefits proposal (attached in board package).

A. Hornik proposed two votes on the issue:

1. Whether OCD should take a position on this project;
2. If so, whether OCD should support this project.
 - L. Haskin to send a model agreement with another Philadelphia-based CDC for review.
 - Motion by A. Hornik that due to the scale and proximity to Old City of the proposed Market8 casino project, that OCD should develop a position on the project. 2nd/D. Neff. All in favor, approved.
(D. Neff gave his written proxy vote to P. Lavelle, and left the meeting.)
 - Motion by H. Spear to support the Market8 casino development proposal, conditioned upon reaching, prior to offering any formal support, a mutual agreement and resolution of any outstanding issues concerning the proposed Community Benefits Program for Old City District. The mutual understandings

shall be reflected in an agreement to be developed between the Goldenberg Group and Old City District, to include definition of specific monetary benefits to

benefit the Old City community, and provision for granting decision making authority to Old City District concerning uses of funds in the Market 8 Foundation & Community Development Fund, via representation on the Board of the Fund. 2nd/ P. Lavelle.

- Voting in favor: N. Gregory, A. Hornik, P. Lavelle, C. McGill, D. Neff, L. Townsend Rapp, L. Sena, H. Spear. Voting in opposition: P. Rothberg, C. Pfeiffer. Abstaining: Lynn Haskin. Approved by majority vote.
- J. Ritchie asked A. Hornik to negotiate a final agreement with Goldenberg Group on behalf of OCD; with support from L. Haskin.
- Renaissance Plaza - proposed mixed-use new construction project at Columbus Blvd. & Spring Garden Ave., by developer Carl Marks & Co. - topic tabled.

Board Development: P. Lavelle

Minutes of the Old City District Board of Directors Meeting

Wednesday, September 18, 2013 4:00 pm
231 Market Street, Philadelphia, PA

- There will be interviews with three prospective new board members in the next several days.
- C. McGill and N. Gregory have each missed three board meetings. Both have demonstrated a commitment to OCD's mission and have contributed to the board's work;
 - Christopher McGill through service on the Executive Committee as Treasurer and the C&S Committee.
 - Motion by P. Lavelle to reinstate Christopher McGill 2nd/A. Hornik. All in favor, approved.
 - Nick Gregory has been serving on the Economic Development Committee, and has had been away from Philadelphia due to a promotion and business travel.
 - Motion by P. Lavelle to reinstate Nick Gregory. 2nd/P. Rothberg. All in favor, approved.

Old Business: none.

New Business: P. Rothberg: All are invited to attend the upcoming Registered Community Organization meeting, to review two proposals: Grossman Furniture signage and a redevelopment project proposed for former Shirt Corner/247 - 259 Market St.

Public Comment:

- Janet Kalter announced that the Scoop the Poop program had a beauty contest, and Luca Sena was presented with an award for Best Rooftop Garden.
- Janet Kalter recommended that in considering projects outside of Old City, board members should consider the opinions of local residents and businesses in those areas.

Adjournment: P. Rothberg moved to adjourn the meeting/2nd P. Lavelle All in favor, approved. The meeting adjourned at 6:17 pm.

The next meeting will be held on Wed. October 16, 4:00 pm, at 231 Market Street.