Presentation about the 2019 Ann Arbor Downtown Development Authority Activities

1. Roll Call
   Bob Guenzel, Tyler Kinley, Marie Klopf, Howard Lazarus, Jessica A. S. Letaw, Joan Lowenstein, Molly McFarland, Darren McKinnon, John Mouat, Rishi Narayan, Keith Orr, Phil Weiss

2. Approval of the Board Meeting Agenda

3. Audience Participation (4 people maximum, 4 minutes each)
   1.
   2.
   3.
   4.

4. Reports from City Boards and Commissions
   · Ray Detter, Downtown Area Citizens Advisory Council

5. DDA Members Communications

6. Executive Director Communications

7. Approval of Minutes: May meeting minutes

8. Subcommittee Reports
   A. Operations Committee – K. Orr & P. Weiss
      · Resolution to Accept a Proposal for Repair & Paving of the S. Ashley Parking Lot
      · Resolution to Approve a Contract for 2019 Parking System Repairs and Establish a Project Budget
      · Resolution to Approve the Annual Performance-Based Incentive Fee for Republic Parking
      · Resolution To Approve a Parking Contract with 616 E. Washington Street (Cerca Trova)
      · City of Ann Arbor Office of Sustainability Solar Carport/EV Project
· Ann Ashley Expansion and Improvement Project - update
· Parking and Transportation Report-May
· Next Committee meeting: Wednesday, June 26 at 11am

B. Finance Committee – B. Guenzel
· Resolution to Adopt the DDA’s FY2020 Budget
· Parking system expense reporting
· Next Committee meeting: Thursday, June 27 at 1:00 pm

C. Capital Improvements Committee – J. Mouat
· First & Ashley Street Project – update
· 5th & Detroit, Huron, William, 4th Avenue Canopy – project updates
· Next meeting: Wednesday, June 19 at 11 am

D. Partnerships/Economic Development Committee – J. Lowenstein & J. A. S. Letaw
· Partner Updates
· 415 W. Washington discussions
· Next Committee meeting: Wednesday, June 12 at 9:00 am (DDA only)

E. Executive Committee – M. Klopf
· Resolution to Authorize Sara McCallum To Authorize Bank Transfers
· Letter of Engagement with Auditor for FY19 DDA Audit
· Next Committee meeting: Wednesday, July 10 at 11 am

9. New Business
   Reminder: July DDA meeting and Annual Meeting moved to July 10th

10. Other Audience Participation (4 minutes each)

11. Adjournment
1. **ROLL CALL**

   **Present:** Bob Guenzel, Tyler Kinley, Marie Klopf, Joan Lowenstein, Jessica A. S. Letaw, Darren McKinnon, John Mouat, Rishi Narayan, Keith Orr, Phil Weiss

   **Absent:** Howard Lazarus, Molly McFarland

   **Staff:** Susan Pollay, Executive Director
   Joseph Morehouse, Deputy Director
   Sara McCallum, Deputy Director (incoming)
   Maura Thomson, Communications Manager
   Amber Miller, Capital & Private Projects Manager
   Jada Hahlbrock, Manager of Parking Services
   Liz Rolla, DDA Project Manager
   Kelley Graves, Management Assistant

   **Audience:** Ray Detter, Downtown Area Citizens Advisory Council
   Mike McKiness, Republic Parking System
   Chris Simmons, get!Downtown
   David Diephuis
   Peter Honeyman, downtown resident
   Wendy Carty-Saxon, Larry Catrinar, Sandra Clark/Avalon Housing
   Jennifer Hall, Tim Olivier/ AAHC
   Marianne James, Charlotte Csicila/The Ark
   David Benkes-Toth, Huron High School

2. **APPROVAL OF THE BOARD MEETING AGENDA**

   Mr. Narayan moved and Mr. Orr seconded the motion to approve the agenda.

   A vote on the motion to approve the agenda showed:

   **Ayes:** Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss
   **Nays:** None
   **Absent:** Lazarus, McFarland

   The motion was approved.

3. **AUDIENCE PARTICIPATION**

   Ark Director James thanked the DDA for its grant. She said the project goal had been to make the Main St sidewalk more pedestrian friendly, but the DDA’s grant guidelines helped the Ark make
its project better. The DDA grant also enabled The Ark to leverage additional funds to renovate and purchase its space – providing The Ark with a secure location for the first time in its history.

Mr. Simmons announced the start of the 2019 Commuter Challenge (a month-long promotion encouraging employees to try various sustainable ways to get to/from work) and thanked the DDA for its robust support, as well as other supporters of the program.

Mr. Diephuis expressed appreciation for the DDA’s continued support of affordable housing and urged DDA approval of the Avalon Housing Ann Arbor Housing Commission grant request.

Ms. Hall invited everyone to an Affordable Housing, Climate Action, and Pedestrian Safety reception on Monday, May 6 at 5:30 pm at City Hall.

4. REPORTS FROM CITY BOARDS AND COMMISSIONS

Downtown Area Citizens Advisory Council: Mr. Detter said all are encouraged to attend the S.U. Resident Participation meeting on May 6 at Pizza House to discuss a proposed 13-story student-focused mixed use development. There was strong CAC support of the Council resolution directing staff to explore the feasibility of developing affordable housing on several city-owned properties.

5. DDA MEMBER COMMUNICATIONS

Ms. Letaw said her next “Walk and Talk” to talk about the DDA’s William St project will be May 5 at 1 pm starting at BTC, and her next “Downtown Hall” to talk about DDA will be held tonight at 7pm at Avalon Café; all are welcome. Ms. Letaw also shared her positive experience working with Ann Arbor STEAM’S 7th grade class as they developed strategies to make the city better. Ideas included light rail, melting snow in the roadway with a beet juice mixture and a recommendation that the City pursue mixed-income, multi-family housing with roof top solar panels.

6. EXECUTIVE DIRECTOR COMMUNICATIONS

Ms. Pollay welcomed Ms. Sara McCallum as the DDA’s Accounting Manager/Deputy Director succeeding Joe Morehouse when he retires.

7. APPROVAL OF MINUTES

Mr. Weiss moved and Ms. Lowenstein seconded the motion to approve the April minutes.

A vote on the motion to approve the agenda showed:

Ayes: Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss
Nays: None
Absent: Lazarus, McFarland

The motion was approved.
8A. SUBCOMMITTEE REPORTS - CAPITAL IMPROVEMENTS COMMITTEE

Mr. Mouat moved and Ms. Letaw seconded the following resolution:

RESOLUTION TO APPROVE A CONTRACTOR FOR THE 4TH AVENUE CANOPY DEMOLITION

Whereas, The DDA’s Development Plan highlights identity, infrastructure, and transportation as overarching strategy areas, which includes improving economic vitality through pedestrian improvements;

Whereas, The large canopy located in front of 100 S. Fourth Avenue was installed by a previous building owner and for many years has been an obstruction and impediment in the public right of way, and is now deteriorating and blighted;

Whereas, In spring 2019 the DDA Capital Improvements Committee affirmed interest in removing the canopy in coordination with the DDA and DTE work on Huron Street and 4th Avenue;

Whereas, In March 2019 the DDA issued a Request for Proposals (RFP) for the canopy demolition;

Whereas, The DDA received two responses and staff recommend contracting with STE Construction Services based on proposal ranking and review;

Whereas, The DDA Capital Improvements Committee recommends proceeding with STE Construction for the 4th Avenue Canopy demolition;

Whereas, The DDA Capital Improvements Committee recommends creating a total project budget of $250,000 for both demolition and restoration using dollars from the DDA annual ROW repair budget;

RESOLVED, The DDA approves a total project budget of $250,000 with the selection of STE Construction Services as contractor for the 4th Avenue Canopy demolition with a contract amount of $196,450.00;

RESOLVED, That a contract contingency amount of $19,645.00 be established within the STE contract budget and that the Executive Director be authorized to approve additional change orders to the construction contract with STE Construction Services not to exceed $19,645.00.

RESOLVED That the Ann Arbor DDA Board Chair and Executive Director are authorized to sign the contract with STE Construction Services;

RESOLVED, That the Executive Director be authorized to take the necessary administrative actions to implement this resolution to allow the work of the project to proceed without delay.
A vote on the motion to approve the resolution showed:
Ayes: Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss
Nays: None
Absent: Lazarus, McFarland
The resolution was approved.

Mr. Mouat moved and Ms. Letaw seconded the following resolution:

RESOLUTION TO APPROVE A CONSTRUCTION COST SHARING AGREEMENT WITH WICKFIELD PROPERTIES FOR THE 4TH AVENUE CANOPY DEMOLITION

Whereas, The DDA’s Development Plan highlights identity, infrastructure, and transportation as overarching strategy areas, which include improving safety and economic vitality through pedestrian improvements;

Whereas, The large canopy located in front of 100 S. Fourth Avenue was installed by a previous building owner and for many years has been an obstruction and impediment in the public right of way, and is now deteriorating;

Whereas, As part of its annual sidewalk maintenance efforts to maximize the walkability and safety of downtown sidewalks, in May 2019 the DDA will begin removal of the large 4th Avenue Canopy in coordination with the DDA and DTE work on Huron and 4th Avenue;

Whereas, Wickfield Properties is the recent owner of the adjacent building at 100 S. Fourth Avenue and has agreed to allow the DDA to remove the canopy and has offered to support the DDA’s efforts by contributing 10% of the demolition costs, estimated at $19,645.00;

Whereas, DDA and Wickfield have drafted the attached cost-sharing agreement;

Whereas, This agreement has been reviewed and approved, as to form, by the DDA Attorney;

Whereas, the DDA Capital Improvements Committee reviewed the cost-sharing agreement and recommends approval;

RESOLVED, The DDA Board authorizes the Executive Director and Board Chair to sign the cost-sharing agreement with Wickfield Properties.

A vote on the motion to approve the resolution showed:
Ayes: Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss
Nays: None
Absent: Lazarus, McFarland
The resolution was approved.
Mr. Mouat moved and Mr. Weiss seconded the following resolution:

RESOLUTION TO APPROVE AN AMENDMENT TO THE AGREEMENT WITH HERITAGE LAWN CARE FOR GENERAL ROW REPAIR SERVICES

Whereas, The DDA’s Development Plan highlights identity, infrastructure, and transportation as overarching strategy areas, which includes improving economic vitality through pedestrian improvements;

Whereas, As part of its annual maintenance efforts to maximize the walkability and accessibility of downtown the DDA takes on ROW repairs and improvements including, repairing sidewalk brick, planting trees, hanging banners, and installing bike parking;

Whereas, In May 2017 the DDA issued a Request for Proposals (RFP) for general ROW repairs to perform these services;

Whereas, The DDA received two responses and selected Heritage Lawn Care based on their proposal response and lower fees and entered into an agreement for FY 18 repair services;

Whereas, The agreement allows for two additional one year renewals;

Whereas, Heritage has adequately performed this work since FY 18;

Whereas, The required funds for the repair services are included in the DDA ROW repair budget;

RESOLVED, The DDA Board approves an amendment to the Professional Services Agreement with Heritage Lawn Care not to exceed $65,000 for each renewal year for General ROW Repair Services; and

RESOLVED, The DDA Board authorizes the DDA Board Chair and DDA Director to execute the contract amendment.

A vote on the motion to approve the resolution showed:

Ayes: Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss

Nays: None

Absent: Lazarus, McFarland

The resolution was approved.

Project Updates: Ms. Rolla reported that the remaining work at 5th & Detroit is underway, the Huron Street project has begun and the cost-share agreement with the City for the William Street project was approved and the project will begin soon.

The next Capital Improvements Committee meeting will be Wednesday, May 15 at 11 am.
8B. SUBCOMMITTEE REPORTS – OPERATIONS COMMITTEE

Mr. Weiss moved and Mr. Guenzel seconded the following resolution:

RESOLUTION TO APPROVE A PROJECT BUDGET FOR THE RENOVATION OF THE DDA PARKING OPERATOR CUSTOMER SERVICE/ADMINISTRATIVE OFFICE AND THE SELECTION OF KRULL CONSTRUCTION AS CONTRACTOR

Whereas, The DDA has managed public parking in pursuit of its mission since 1992;

Whereas, The parking system has grown in size and complexity, and during this growth the DDA has remained committed to providing a high level of customer service to patrons;

Whereas, The parking operators customer service and administrative office constructed by the DDA in the Maynard garage now needs renovation, including an expansion of the customer service area and the addition of another bathroom;

Whereas, The DDA Operations Committee directed DDA staff to fully research two options to address these space needs, including the option to lease space in a downtown building for a new parking operator customer service/admin office or the option to renovate the existing office including securing construction bids;

Whereas, DDA staff brought back information to the Operations Committee on both searches, and the Committee determined that renovating the existing office would be less expensive than leasing an office when calculated against the remaining 14 years of the DDA parking contract, and less disruptive to parking patrons than moving this office;

Whereas, The Operations Committee reviewed the five bids received for the office renovation, and Krull Construction was determined to be the lowest responsible bid at $454,300;

Whereas, The Operations Committee recommends the selection of Krull Construction as contractor, and the establishment of a project budget that included contingency funds;

RESOLVED, The DDA approves the selection of Krull Construction as contractor for the Maynard Structure Office Project with a contract amount of $454,300;

RESOLVED, That a contract contingency amount of $45,700 be established within a project budget of $500,000 and that the Executive Director be authorized to approve additional change orders to the construction contract with Krull Construction not to exceed $45,700.

RESOLVED, That the Ann Arbor DDA Board Chair and Executive Director are authorized to sign the contract with Krull Construction and take the necessary administrative actions to implement this resolution to allow the work of the project to proceed without delay.
Mr. McKinnon moved and Mr. Narayan seconded the following amendment:

1) Remove: “Whereas” clause #5 starting with “DDA staff brought back information...” in its entirety.

2) Add:

“Whereas, Two parking spaces (which are currently used for bike parking) will be permanently eliminated as part of this project. The replacement costs for these spaces based on the $22,000,000, 381 space expansion of the Ann/Ashley structure is approximately $57,000 per space.”

“Whereas, the total project cost shall be considered $614,000. This includes the bid amount, contingency and replacement cost of the lost parking.”

“Resolved, Beginning with the May 2019 meeting, the DDA Operations Committee will receive a report for discussion on the current parking system costs as part of its monthly agenda. The Operations Committee will seek to make changes to the current year’s parking operations budget to reduce costs in an amount equal to or greater than $614,000.”

Mr. Weiss said that after the resolution had been postponed last month, the Operations Committee reviewed the options, and once again the consensus was that the office build-out made the most sense. Ms. Klopf said that the Executive Committee was informed that the amendment would be put forward, and there was consensus agreement that new reporting could be developed about parking system expenses; she asked the Finance Committee to take on this project. Mr. Weiss said he agreed with the spirit of this, but he was concerned that the board should avoid getting into minutia. Mr. Orr said that RPS had been hired to manage the system, but it is the DDA’s role to determine how to pay for facility improvements not the parking operator.

Ms. Lowenstein said she supported pursuing additional reporting on parking system expenses, but would not support this amendment because it didn’t speak to the DDA’s responsibility as an employer to resolve known safety and comfort issues for RPS staff operating the parking system on behalf of the DDA. Mr. Narayan said that there was no argument that RPS needed better work space, but he felt the Board was being rushed to make a decision because the contractor bid would expire the next day; Ms. Letaw noted that she was now in her 15th month on the DDA Board and this matter had been under discussion since she joined the Board. Ms. Klopf acknowledged the amount of time and effort Ms. Hahlbrock has expended on exploring all possible options. Mr. Guenzel said he could not support the amendment.

A vote on the amendment to the resolution showed:

Ayes: Kinley, McKinnon, Mouat, Narayan
Nays: Guenzel, Klopf, Letaw, Lowenstein, Orr, Weiss
Absent: Lazarus, McFarland

The amendment to the resolution failed.

Mr. Orr said that the Maynard customer service office was subpar, but with this renovation it would be less subpar. Ms. Letaw asked if the DDA had hired Krull previously; Ms. Pollay said she
didn’t believe so. Mr. Mouat said that he struggled with the location of the customer service office being at Maynard so he wouldn’t support the resolution.

A roll call vote on the motion to approve the original resolution showed:
Ayes: Guenzel, Klopf, Letaw, Lowenstein, Orr, Weiss
Nays: Kinley, McKinnon, Mouat, Narayan
Absent: Lazarus, McFarland
The resolution failed for lack of 7 affirmative votes.

Given that the resolution failed, Ms. Pollay asked the Board for direction, because staff had provided information on all known options including leasing private office space and constructing a new customer service office as part of the Ann Ashley expansion and all now appeared to be rejected; there was no comment. She then asked if the Board wished to take a second vote; there was no support. Ms. Pollay asked again if the board members could provide direction to staff on how it wished to move forward with this issue so staff could assist; there was no feedback.

Car Share: MAVEN has asked to increase the number of spaces they use for car-share. Staff were asked to get additional data from MAVEN to help them make a decision.

Fencing: Mr. Weiss said that deterrent chain link fencing has been installed on all garage rooftops and many garage floors, and staff were directed to get renderings to explore available option for installing lower-floor fencing at the 4th & Washington structure due to its unique design.

Incident at Library Lane: Mr. Weiss said the Police Department sent a letter praising Republic Parking for its handling of the stabbing incident at the Library Lane structure on April 8th. An RPS staff member, sensing something was wrong, followed the suspects, witnessed the stabbing, called 911 and probably saved the victim’s life.

Parking and Transportation Report: There were no questions.

The next Operations Committee meeting will be on Wednesday, May 29 at 11 am.

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<th>SUBCOMMITTEE REPORTS – FINANCE COMMITTEE</th>
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<td>Mr. Guenzel reported that the Finance Committee welcomed Ms. McCallum to the DDA staff.</td>
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Financial Statements: Mr. Guenzel said the committee reviewed the March Expense Register. They then reviewed the third quarter financials including the 3rd Quarter Financial Report Summary, 3rd Quarter Balance Sheets and Income Statements, Funds Committee Report, Gross Parking Revenues for 3rd Quarter and for the 9-months ending March 31st.
Ann Ashley Expansion Bond: Mr. Guenzel reported the project site plan is scheduled to be considered by the Planning Commission later this month; in anticipation of the project making its way to City Council, the committee reviewed the project bond financing plan.

The next Finance Committee meeting will be on Thursday, May 30 at 1 pm.

### 8D. SUBCOMMITTEE REPORTS- PARTNERSHIPS COMMITTEE

Ms. Lowenstein moved and Mr. Weiss seconded the following resolution:

**RESOLUTION PROVIDING AVALON WITH A GRANT TO MAKE SAFETY AND STRUCTURAL IMPROVEMENTS TO FIVE RESIDENTIAL PROPERTIES**

Whereas, The DDA is a catalyst for strengthening economic vibrancy and quality of life in the downtown area, and to meet its mission, DDA supports a variety of affordable housing projects, including projects that contribute to reducing homelessness in the downtown;

Whereas, Avalon Housing has partnered with the DDA on the acquisition and rehabilitation of several affordable housing units since 1992, and the DDA’s $1.18M investment in these properties has enabled Avalon to leverage over $7.3M in additional financing;

Whereas, Avalon Housing has requested that the DDA provide a $190,000 DDA Housing Fund grant to support two important code-related improvements to Avalon-owned properties located within or immediately adjacent to the DDA District, which are:

- Installation of sprinkler systems in 518 and 522 S. Division, 532 N. Main, and 411 N. Ashley. These buildings contain 22 SRO units, which serve vulnerable, disabled, and formerly homeless individuals. The cost of this project is $110,000
- Structural repairs to 819 Third Street, including new supporting reinforced concrete block walls and revised entry to safeguard the basement residential unit. This building also serves formerly homeless individuals. The cost of this project is $80,000

Whereas, The DDA Partnerships Committee recommends DDA approval of this grant and urges that it be paid as quickly as possible in recognition of the urgency of these projects;

Whereas, The DDA committed $745,000 from its Housing Fund to realize its goal of a substantial number of affordable housing units associated with the redevelopment of the former Y-lot, and there will be sufficient scheduled annual transfers into the DDA Housing Fund that ensure DDA funding will be available at the time the former Y-lot is developed;

**RESOLVED, The DDA approves a grant to Avalon Housing for $190,000 from its Housing Fund to support the installation of sprinkler systems in 518 and 522 S. Division, 532 N. Main, and 411 N. Ashley Street, and structural repairs to 819 Third Street;**
Mr. McKinnon asked about the structural work; Ms. Carty-Saxon invited Avalon’s architect David Esau to respond. Mr. Esau said that temporary shoring had been installed previously, but what is proposed is intended to be a permanent fix.

A vote on the motion to approve the resolution showed:

Ayes: Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss
Nays: None
Absent: Lazarus, McFarland
The resolution was approved.

Ms. Lowenstein moved and Mr. Mouat seconded the following resolution:

RESOLUTION APPROVING A GRANT TO THE ANN ARBOR HOUSING COMMISSION TO ASSIST WITH CAPITAL IMPROVEMENTS TO BAKER COMMONS

Whereas, The DDA is a catalyst for strengthening economic vibrancy and quality of life in the downtown area, and to meet its mission, DDA has supported a variety of downtown affordable housing projects, including projects which serve residents earning below 30% of Area Median Income;

Whereas, The DDA provided $1.16M in funding support to the Ann Arbor Housing Commission between 2012 and 2014 to complete $10M in renovations at Baker Commons, including many energy efficiency upgrades;

Whereas, The Ann Arbor Housing Commission has requested that the DDA provide a new grant for Baker Commons as follows to support several additional needed projects, including:

- Install roof membrane and snow guards $71,537
- Install roof ceiling vents and fans $5,022
- Replace copper plumbing & fasteners $120,000 to $150,000 (will be bid)
- Replace common area flooring on all floors $86,099
- Install LED hallway light fixtures $39,000
- Install a brick monument sign $12,000

$333,658-$363,658

AAHC replacement reserves $107,000 (includes $5,022 roof ceiling vents/fans installed in April)

Grant Request $256,658 (not to exceed)

Whereas, Baker Commons has 64 apartments, and 94% of its tenants have extremely low incomes (below 30% AMI) and 6% are very low income (below 50% AMI), and DDA’s investments enables the building to remain available as a vital downtown affordable housing option;
Whereas, The Partnerships Committee recommends approval of this request, allocating a DDA Housing grant over two fiscal years as follows:

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<th>Year</th>
<th>Allocation</th>
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<tr>
<td>FY19</td>
<td>$71,537 for roof improvements</td>
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<tr>
<td>FY20</td>
<td>$155,121-$185,121 (the remaining grant elements)</td>
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Whereas, The DDA committed $745,000 from its Housing Fund to realize its goal of a substantial number of affordable housing units associated with the redevelopment of the former Y-lot, and there will be sufficient scheduled annual transfers into the DDA Housing Fund that ensure DDA funding will be available at the time the former Y-lot is developed;

RESOLVED, The DDA approves a grant to the Ann Arbor Housing Commission not to exceed $256,658 using the allocations recommended by its Partnerships Committee.

A vote on the motion to approve the resolution showed:

**Ayes:** Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss

**Nays:** None

**Absent:** Lazarus, McFarland

The resolution was approved.

Ms. Letaw said the DDA’s legacy of supporting affordable housing was documented by Ms. Pollay in a history of the DDA’s Housing Fund. Ms. Pollay thanked Mr. Kinley for his input shaping the document. She said that since creating the DDA Housing Fund in 1997, the DDA has provided $5M in grants, which did not include today’s grants to Avalon Housing and AAHC, nor the commitment of $745,000 to the YLot. She said half those grant dollars were used to create new affordable units, and the other half were used to safeguard existing affordable units.

The next Partnerships Committee meeting will be Wednesday, May 8 at 9 am. (with Partners).

### 8E. SUBCOMMITTEE REPORTS- EXECUTIVE COMMITTEE

Ms. Klopf reported that the committee reviewed the board meeting agenda.

**Ms. Klopf moved and Ms. Letaw seconded the following resolution:**

**RESOLUTION TO APPROVE THE SELECTION OF A CONSULTANT AND A PROJECT BUDGET TO REDESIGN THE DDA WEBSITE**

Whereas, The DDA current website was developed in 2013 and needs technological, content, and aesthetic updates, in part to meet new website requirements set forward in the State of Michigan’s Act 57, the Recodified Tax Increment Financing Act, of 2018;

Whereas, Redeveloping the website will allow its content and design to be improved to increase transparency by enhancing the user’s ability to locate information including archived data;
Whereas, The DDA distributed a Proposal (RFP) and received six submittals;

Whereas, DDA staff reviewed each submittal against the requirements set forward in the RFP, and the selected bidder, Keystone Media, met or exceeded all requirements of the RFP with a bid of $31,360;

Whereas, DDA staff recommend a project budget of $35,000 be established for this project to include a small contingency, with the cost split between the DDA’s FY19 (003) TIF and (063) Parking budgets;

Whereas, The DDA Finance Committee has reviewed this recommendation and recommends approval of this project budget and the selection of Keystone Media as developer for the DDA website redesign;

RESOLVED, The DDA approves the selection of Keystone Media as the developer for the DDA’s website redesign in the amount of $31,360.

RESOLVED, The DDA establishes a project budget for the DDA website redesign as $35,000.

Ms. Thomson was asked if staff could keep the website updated; Ms. Thomson said yes.

A vote on the motion to approve the resolution showed:
Ayes: Guenzel, Kinley, Klopf, Letaw, Lowenstein, McKinnon, Mouat, Narayan, Orr, Weiss
Nays: None
Absent: Lazarus, McFarland
The resolution was approved.

The next Executive Committee will be on Wednesday, June 11 at 11 am.

9. NEW BUSINESS
Ms. Pollay announced as part of the new PA 57 requirements the DDA will hold two informational meetings during the year; the first will be held June 12 ahead of the DDA regular board meeting.

10. OTHER AUDIENCE PARTICIPATION
None.

11. ADJOURNMENT
There being no other business, Mr. Orr moved and Mr. Weiss seconded the motion to adjourn. Ms. Klopf declared the meeting adjourned at 1:15 pm.

Respectfully submitted,
Susan Pollay, Executive Director
First/Ashley: The group was asked to frame a high-level priority direction; the project budget is $8.3M and the estimated cost to complete all proposed elements was $11.5M. Ms. Miller and Mr. Kiley reviewed project goals and elements including safety, economic development, resurfacing, new water mains, pedestrian improvements, and new bikeway connecting to the Treeline. Three general design directions were presented: First Street “All In”, Infrastructure “All In” and a First Street focus/partial Ashley streetscape. There was discussion on the trade-offs for each. It was noted that there are Ashley St vaults which would preclude DDA from making improvements on those sidewalks if owners are unwilling to fill in these vaults. Most committee members indicated support for the first option, which focused DDA dollars primarily on First St as it was felt this direction would have the most impact. There were also comments of support for the other two options. Questions were asked and answered. The design team was directed to develop the First Street option. Staff were asked to contact Ashley St property owners to assess their willingness to fill in their sidewalk vaults, and to explore the potential for the DDA to expand its project budget to include some Ashley streetscape in the project.

Project Updates: The Farmer’s Market lot resurfacing and drive approach work is complete. Final paving on 5th Ave is underway; brick work will wait until after the school year is over. New electrical is being installed on Huron St between Third and Main, and new light pole foundations are being installed. The William Street bikeway construction began on Monday, May 13th.

Public Comment: Mr. Detter conveyed CAC’s support of the DDA’s projects, including the Ann Ashley expansion and First/Ashley projects. He said CAC shares the DDA’s concern about the issue of affordability downtown.

The next Capital Improvements Committee meeting will be on Wednesday, June 19 at 11 am.

The meeting adjourned at 1:00 p.m.

Respectfully submitted,
Susan Pollay, Executive Director
Parking Lot Repair: Ms. Hahlbrock asked for committee support to bring a resolution to the board to accept a bid from Asphalt Solutions to repave the S. Ashley lot. There was support.

Parking Garage Repairs: Ms. Hahlbrock asked for committee support to bring a resolution to the board to accept a bid from Pullman SST, Inc. and establish a project budget for the 2019 annual parking garage repairs. There was support.

Annual Performance-Based Incentive Fee: Ms. Hahlbrock reported on RPS’s work this year, noting instances demonstrating their responsiveness, expertise, assistance, and high-level of customer service. She asked that it be recommended to the DDA Board that that it award the full $50,000 incentive fee as set forward in the RPS contract. There was support.

MAVEN: Ms. Hahlbrock shared MAVEN’s responses to Committee questions. They said they are not able to share utilization data; Committee members asked if a report could be run on MAVEN vehicle entries/exits. It was noted that the DDA has made car share spaces available to encourage downtown employees to use transit/walk/bike/car share to get to work knowing they have vehicles available to them if they must attend midday meetings. There was consensus support to approve their request for three additional spaces.

Solar Carport/EV Project: Dr. Stults gave an overview of the City’s proposed project with E-mobility Analytics to install a 2-car solar carport/EV station, and asked if the DDA would allow it to be installed in the Main/William lot. The project goal is to gather and analyze data particularly from the batteries. In answer to the question if this equipment would interfere with the lot’s use for special events it was noted the equipment won’t be in use during events. There was consensus support to provide the spaces in the Main/William lot.
616 E. Washington: Mr. Moore and Mr. Johnson addressed questions raised earlier by the Committee and again requested approval to lease 15 permits (10 limited permits at Liberty Sq and five standard permits at location(s) determined by DDA). Questions were asked and answered. Mr. McKinnon suggested that all 15 be off-peak permits; Mr. Johnson said he would ask about this. After discussion there as support to bring a resolution to the Board for 15 limited permits noting that the developer may return to request five be switched to standard permits. Also recommended is that a parking contract be as short as possible with no renewals.

Ann Ashley Expansion: The project was reviewed by the Planning Commission on May 21st. The project will now move forward to City Council later this summer.

4th & Washington Fence: Mr. Hahlbrock presented five renderings of possible fence options for the levels below the rooftop. Questions were asked and answered. There was consensus that the cable option #2 met the need, was more aesthetically appealing and probably was the least expensive. With this direction, staff will develop the concept further.

Rate Change: The next parking rate change in the five-year plan will take effect on July 1st.

Maynard Customer Service/Admin Office: Given the defeat of the resolution to approve an office renovation, Mr. Mouat and Mr. Kinley worked together to propose a smaller renovation that would reduce project costs. There was discussion again about RPS switching places with, sharing or completely moving out the police from the Maynard mini-office; Mr. Fournier said he would meet with Police leadership to discuss this. Additionally, staff were authorized to work with the project architect to explore either pursuing the low-bid contractor’s willingness to reduce the project scope or whether the project would be rebid. With the DDA office lease up in two years, Ms. Pollay asked if the Committee would support revisiting a potential office build out at Ann Ashley; there was support to bring this question to a future committee meeting.

Parking and Transportation Report: Ms. Hahlbrock and Ms. Schwartz provided highlights.

Public Comment: Mr. Gudejko asked that the City’s solar EV project be moved so it was next to the alley in the Main/William lot so it wouldn’t block visibility for signage Main St Ventures intends to paint on their building.

Mr. Detter shared the CAC’s discussion about and its support of the proposed 616 E. Washington development. He suggested that serious consideration be given overall to whether 80% AMI should truly be considered affordable housing level.

The next Operations Committee meeting is scheduled for Wednesday, June 26 at 11 am.

The meeting adjourned at 1:14 pm.

Respectfully submitted,
Susan Pollay, Executive Director
Place: DDA Office, 150 S. Fifth Avenue, Suite 301, Ann Arbor, 48104

Time: 1:00 p.m.

Present: Bob Guenzel, Joan Lowenstein, Phil Weiss

Absent: Marie Klopf, Tyler Kinley, Howard Lazarus, Jessica A.S. Letaw, Molly McFarland, Darren McKinnon, John Mouat, Rishi Narayan, Keith Orr

City: None

Staff: Susan Pollay, Joseph Morehouse, Sara McCallum, Jada Hahlbrock, Maura Thomson, Kelley Graves

Public: Cole Wagner, Alison MacGilliway, Sydney Vigo, Cameron Wallace/Skyline High School

April Expense Register: Expenses were reviewed. Questions were asked and answered.

FY20 Budget Resolution: Ms. McCallum said that the DDA FY20 budget was approved at Council with no changes. She had prepared a draft resolution for the DDA to adopt the budget; the Committee indicated its support to bring this resolution to the June Board meeting for adoption.

Ann Ashley Expansion: Ms. Pollay said that the project was reviewed by the Planning Commission on May 21st and will be presented to City Council on July 1.

Reporting: Staff asked the Committee for direction so they could respond to a board member request for additional parking system expense reporting. It wasn’t clear what information was being sought, or in what format. There was a general discussion about the information that is provided to the board. Ms. Hahlbrock provided an overview of her role overseeing the parking operator including approving expenditures and how the budget is established each year. Questions were asked and answered. It was noted that some information was more useful when it was presented quarterly and annually because of seasonal variations, and it was noted that charts and graphs would be helpful tools. Following the discussion the committee members expressed their confidence in the DDA’s oversight of RPS and, RPS’s handling of expenditures.

Public Comment: The students from Skyline High School asked questions about the DDA which were answered by the Committee members and DDA staff.

The next Finance Committee meeting is scheduled for June 27 at 1 pm.

The meeting adjourned at 12:50 pm.

Respectfully submitted,
Susan Pollay, Executive Director
PARTNERSHIPS & ECONOMIC DEVELOPMENT COMMITTEE MEETING MINUTES
Wednesday, May 8, 2019

Place: DDA Office, 150 S. Fifth Avenue, Suite 301, Ann Arbor, 48104
Time: 9:00 a.m.
Present: Bob Guenzel, Tyler Kinley, Howard Lazarus, Jessica A.S. Letaw, Joan Lowenstein
Absent: Marie Klopf, Howard Lazarus, Molly McFarland, Darren McKinnon, Rishi Narayan, John Mouat, Keith Orr, Phil Weiss
Others: Matt Carpenter/AAATA, Jane Lumm and Ali Ramlawi/City, Shannon Gibbs-Randall/Planning Commission, Brendan Prebo/WCC, Jack Eaton/City
Staff: Susan Pollay, Amber Miller, Jada Hahlbrock, Kelley Graves
Public: None

WCC: The committee welcomed Brendan Prebo, WCC Assistant VP of Marketing & Communications. Mr. Prebo reported on the growing list of union training events at WCC this summer, as well as the list of upcoming Economic Club speakers. He said Commencement will be held May 18th; WCC has seen a 16% increase in certificates and degrees to be awarded and Mr. Prebo credited the success of academic coaches. He said WCC was awarded a grant in support of an Advanced Transportation building.

AAATA: Mr. Carpenter said he and other AAATA representatives rode buses to hand out tokens and passes to passengers as part of TheRide’s 50th Anniversary celebration. He said that there may be a millage vote in 2020 for the Regional Transit Authority (RTA). His Board will hold a retreat in June to talk about issues that impact future transit growth. Questions were asked and answered about the status/timeline for the proposed Washtenaw Avenue BRT program.

Planning Commission: Ms. Gibbs-Randall reported that the revised sign ordinance will be considered by Council next month and night sky lighting ordinance is in the works. The Area Plan for the proposed DTE development on the Huron River was approved by the Planning Commission. Questions were asked and answered about this project.

City: There was discussion about the goal to increase the amount of compostables as part of a number of solid waste management issues. Ms. Pollay said there are downtown stakeholders interested to see a Downtown Solid Waste District created. Ms. Pollay said she hoped a Downtown Alley Master Plan would be created. The 415 W. Washington building was discussed. Mr. Lazarus said that a portion of the site is in the flood-way, the site is referenced as part of the Treeline Plan, and previous attempts to develop the site through an RFP process failed due to these and other complicating factors; Mr. Mouat, who was on the RFP selection committee agreed. Mr. Lazarus recommended adding the site to the City’s portfolio of projects for consideration this fall. Mr. Ramlawi said he wanted a more immediate plan to create an urban farm on the site while exploring long-range options. Mr. Kinley offered insight as a developer that it would be better to move carefully and thoughtfully with a big project like this
that has so many elements to consider. Ms. Gibbs-Randall noted that with the probable contaminants on the site, an urban farm would not be a safe option. She said that the Planning Commission likely would be supportive of a high-density building that includes/embraces the Treeline.

Ms. Pollay suggested the DDA could grant funds to the City to enable it to hire a consultant to guide a public input process to determine where there is agreement on the future use(s) of the site, similar to the process that will soon be underway for the former Y-lot. Ms. Letaw suggested Mr. Ramlawi hold a Ward 5 Town Hall meeting on the site as part of the public outreach. Ms. Lumm cautioned about the potential pushback if the DDA were to lead the initiative; Mr. Mouat and Ms. Lowenstein both agreed, saying this should be a City planning project. There was consensus among the DDA Board members for Ms. Pollay to reach out to City staff to gauge interest in hiring a consultant to conduct public outreach.

Public comment: None.

The next Partnerships Committee meeting (DDA only) is on Wednesday, June 12 at 9:00 am.

The meeting adjourned at 12:40 pm.

Respectfully submitted,
Susan Pollay, DDA Executive Director
ANN ARBOR DOWNTOWN DEVELOPMENT AUTHORITY
Executive Committee Meeting
Wednesday, May 1, 2019

Place: DDA Office, 150 S. Fifth Avenue, Suite 301, Ann Arbor, 48104
Time: 11:00 a.m.
Present: Marie Klopf, Joan Lowenstein, Darren McKinnon, Susan Pollay (ex officio), Phil Weiss (ex officio)
Absent: Keith Orr
Others: Jessica A. S. Letaw, Maura Thomson

Committee actions and discussions

DDA Website. Ms. Thomson reported that there were five submittals to a RFP bid solicitation to select a contractor to update the DDA’s website, and staff recommended the selection of Keystone Media. Questions were asked and answered. There was consensus support to put forward this recommendation to the DDA for approval.

Agenda Review. The Committee reviewed the May board agenda. Mr. McKinnon shared an amendment he said he would make to the resolution that had been postponed the month before, approving renovations to the Maynard parking operator customer service/admin office. This amendment would include a new resolved clause that would set up additional reporting on parking system expenses and would eliminate $600,000 from the FY19 parking operations expense budget to match the cost of the office renovation plus the value of two parking spaces used for the bike house adjacent to the office. Questions were asked and answered. There was much discussion, in which Committee members stated support for more parking system expense reporting; Ms. Klopf asked that this project be developed by the Finance Committee and Mr. Guenzel as Finance Committee Chair concurred. Committee members also stated that they would not support the amendment as currently written.

Miscellaneous. Ms. Pollay informed the group about the status of the Library Lane Taskforce, and reported that an upcoming resolution would direct the Administrator to work with the DDA, Library, and others to identify a process to remove public parking from the surface lot atop the Library Lane garage. Ms. Pollay informed the group that Mr. Weiss’ name was being put forward for reappointment on the DDA board.

There being no other business, the meeting adjourned at 11:53 a.m.
Susan Pollay, Executive Director
RESOLUTION TO ACCEPT A PROPOSAL FOR THE REPAIR AND PAVING OF THE SOUTH ASHLEY PARKING LOT

Whereas, The DDA has managed the public parking system since 1992 in support of its mission;

Whereas, The DDA strives to keep the parking system in excellent repair;

Whereas, The DDA’s parking operator and DDA staff recommend making repairs to the South Ashley parking lot that will include removal of deteriorated asphalt, repaving and restriping;

Whereas, Bids were received from 3 paving contractors;

Whereas, Asphalt Solutions provided the lowest responsible bid in the amount of $149,635.00;

Whereas, Asphalt Solutions is registered with the City of Ann Arbor as an approved applicator of pavement sealant;

RESOLVED, The DDA authorizes the DDA Board Chair and Executive Director to sign a proposal with Asphalt Solutions for $149,635.00 for the repair, paving, and other related work at the South Ashley Lot.
RESOLUTION TO APPROVE A CONTRACT FOR 2019 PARKING SYSTEM REPAIRS WITH PULLMAN SST, INC. AND ESTABLISH A PROJECT BUDGET

Whereas, The DDA has managed the public parking system since 1992 in support of its mission;

Whereas, Annually the DDA undertakes necessary repairs to keep the facilities in good condition;

Whereas, The DDA’s engineer, Restore Consulting LLC, has provided the DDA with a list of recommended parking structure repairs for the 2019 construction season;

Whereas, The work was solicited and seven companies expressed interest and three companies submitted a bid;

Whereas, Pullman SST, Inc. submitted the lowest responsible bid in the amount of $623,885.00;

Whereas, a contingency equal to 20% of the estimated work will be set aside, thus creating a project budget of $748,662.00;

RESOLVED, The DDA selects Pullman SST, Inc. for its 2019 repairs and authorizes the Board Chair and the Executive Director to sign a contract with Pullman SST Inc. in the amount of $623,885.00;

RESOLVED, The DDA establishes a project budget for calendar year 2019 repairs of $748,662.00;
RESOLUTION TO APPROVE THE ANNUAL PERFORMANCE-BASED INCENTIVE FEE FOR REPUBLIC PARKING - CONTRACT YEAR 2018/2019

Whereas, The DDA entered into a contract with Republic Parking System (RPS) beginning July 1, 2017 for management of the DDA’s parking system;

Whereas, According to this contract the fee paid to RPS is paid in two parts: The first part, $125,000 is paid on a monthly basis. The second part, up to $50,000, is paid on the anniversary date of the contract based upon a DDA review of RPS’s performance;

Whereas, After reviewing RPS’s performance, and in acknowledgement of their efforts this year, the Operations Committee recommends that the DDA provide RPS with the full $50,000 year-end management incentive;

RESOLVED, The DDA authorizes a 2018/19 year-end management incentive of $50,000 for Republic Parking System.
MEMORANDUM

DATE: May 29, 2019
TO: DDA Operations Committee
FROM: Jada Hahlbrock, Manager of Parking Services
RE: Annual Management Incentive Recommendation for Republic Parking Systems

As per the July 1, 2017 parking management agreement between the DDA and Republic Parking, the fee paid to the contractor is paid in two parts. The first part, $125,000, is paid on a monthly basis. The second amount, up to $50,000, is paid on the anniversary date of the contract based upon a DDA review of Republic’s performance.

Overall Assessment
DDA staff continues to be very pleased with Republic’s operation of the parking system. The parking system plays an important role for downtown and serves many users daily. DDA staff is grateful for the work that Republic Parking does, including tasks that are beyond what is expected of them by contract.

Of note this year are the following:

- Providing excellent customer service and responding quickly to meter bag requests from DDA and City staff as related to projects.
- Working with DDA Consultants to prepare voluminous amounts of entry and exit data for parking facilities during Ann Ashley site plan and traffic study work. Staff made themselves available to do this work on short notice to help project team meet deadlines.
- Assisting with the design of new covered bike parking spaces at the 4th & Washington structure. Working to prepare site and install fence and bike racks.
- Re-opening the 5th & William surface lot including cleaning up landscaping, installing signage and space markers, and creating a system for monitoring reserved spaces.
- Assisting the DDA and City of Ann Arbor with the “Digital Twin” project in the alley adjacent to the 4th & William structure. This work included participating in coordination meetings and many on-site meetings with project contractors.
- Continuing to implement the Saturday parking pilot at Ann Ashley which was difficult given thecapabilities of the equipment there.
- Overseeing two more rounds of structure fencing installation. This included daily coordination with contractor to block off spaces, and space count monitoring throughout the day.
- Assisting with a difficult summer/fall of structure restoration work. Contractors project management and job oversight fell far short of our expectations and RPS stepped up to play an important role in coordinating and monitoring the work. This included managing footprint of work areas, maintaining traffic lanes, and ensuring safe access for pedestrians and drivers.
- Regularly providing excellent customer service to permit customers as they pick up permits and transact business with the office. Going above and beyond, and making accommodations when appropriate, to ensure customer satisfaction.
- Preparing for and implementing two system-wide rate changes that include monthly permit, on-street and lot rates.
• Acting quickly to address urgent issues including a sinkhole at Library Lane and frozen pipes at Forest.
• Diligently working to clear snow and ice throughout a winter with heavy snow and record setting cold temperatures. This work included maintaining a safe and operational system for users, as well as working to be certain parking system employees were safe and had appropriate equipment and gear.
• Providing technical and planning expertise for various electric vehicle-related DDA projects including adding EV units at the 4th & Washington structure, and updating EV units across the system to be compatible with the Powerdash monitoring system.
• Installing 150 new epark kiosks and space markers.
• Working with DDA and City staff and equipment vendors to work through many months of complex software issues in the epark system.
• Maintaining a vigorous pro-active equipment maintenance schedule leading to almost no unplanned down time for parking lane equipment.
• Providing excellent customer service to system users by making staffing and operational adjustments ahead of large events and working with event organizers and neighborhood groups to communicate special rates.

Contract Metrics for Assessment
• Facility Inspections- The DDA’s independent Parking Inspector completed 44 written reports that assessed facility cleanliness. These ratings averaged 89.98% for the entire system through the April ratings, basically unchanged from last year’s 89.09%.
• Accounts Receivable- The March 2019 accounts receivable balance for parking permit accounts stood at $36,451 or 5.6% of our average monthly billing. This is above the target of 5%, however the balance can be attributed to a few accounts with large number of permits.
• Net Operating Income- FY18 operating income was down $770,000. Much of the loss can be attributed to the closure of two surface parking lots. Republic Parking’s operating expenses for FY 2018 were $264,000 less than budgeted. Parking rates are set by the DDA so it is difficult to consider parking income for this comparison.
• Lost Tickets- The Republic Parking lost ticket average for December 2018-April 2019 was 1.47%, which is under our target of 1.75%. Software and PCI upgrades in mid-2018 made capturing and verifying lost ticket data difficult. Republic Parking staff have adjusted their processes and method of reporting.

Recommendation
In recognition of Republic’s excellent work this year, I would like to recommend that the DDA give Republic Parking the full $50,000 incentive fee for the 2018-2019 contract year.
RESOLUTION TO APPROVE A PARKING CONTRACT WITH THE DEVELOPMENT AT 616 E. WASHINGTON STREET (CERCA TROVA)

Whereas, The DDA mission is to strengthen the downtown area and attract new private investments, which includes managing the public parking system to accomplish this mission;

Whereas, In 2012 City Council set forward a Contribution in Lieu Parking Policy that defines how private development projects can meet zoning requirements for parking through a long-term parking contract;

Whereas, The developers of The Cerca Trove Development (616 E. Washington ) met with the Operations Committee to discuss their project, and requested 15 parking permits from the DDA parking system utilizing the Contribution in Lieu framework so their project will meet the City’s zoning requirement for parking;

Whereas, The Operations Committee discussed the request and determined that the project would provide important public benefits including 19 affordable housing units and an area for solid waste/refuse collection for this project and other nearby buildings;

Whereas, The Operations Committee recommends that the DDA provide 15 off-peak monthly parking permits and the term of the agreement for this parking be limited to the duration necessary for the project to meet current city zoning requirement, which is estimated to be 15 years;

Resolved, the DDA approves the provision of 15 off-peak monthly parking permits for the Cerca Trove project (616 E. Washington Street) as recommended by its Operations Committee to enable the project to move forward with the site plan process;

Resolved, the DDA Chair and Executive Director are authorized to work with the DDA Attorney and City to execute a parking contract consistent with the provisions of this resolution and the City Contribution in Lieu Policy.
RESOLUTION TO ADOPT THE DDA BUDGET FOR FISCAL YEAR 2020

Whereas, PA 57 of 2018 requires that the Director of the Authority will prepare and submit for the approval of the Board a budget for the operation of the Authority for the ensuing fiscal year; and

Whereas, The statute also requires that the budget be prepared in the manner and contain the information required of municipal departments; and

Whereas, Before the budget may be adopted by the board, the statute requires that it be approved by the governing body of the municipality; and

Whereas, At its March 6, 2019 meeting the DDA Board accepted the recommendation of its Finance Committee and put its FY 2020 budget forward to the City Council for approval; and

Whereas, The Ann Arbor City Council adopted its fiscal year 2020 budget at a regular meeting on May 20, 2019, which included the DDA fiscal year 2020 budget, as presented,

NOW THEREFORE, BE IT RESOLVED, that the Ann Arbor Downtown Development Authority hereby adopts the following revenue and expenditure appropriations as its fiscal year 2020 budget:

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<th>Fund #</th>
<th>Fund Name</th>
<th>Revenue</th>
<th>Expenditure</th>
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<td>DDA</td>
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<tr>
<td>Total All Funds</td>
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RESOLUTION OF THE ANN ARBOR DOWNTOWN DEVELOPMENT AUTHORITY TO AUTHORIZE SARA MCCALLUM TO AUTHORIZE BANK TRANSFERS

Whereas, The Ann Arbor DDA Board opened four Agency Accounts with the Bank of Ann Arbor for the purpose of banking and/or investment management purposes and those accounts are,

- Parking Fund Investment Account #19-1015 opened January 31, 2003
- Housing Fund Investment Account #19-1022 opened March 2, 2004
- TIF Fund Investment Account #19-1023 opened March 2, 2004
- Parking Maintenance Fund Account #19-1030 opened February 2, 2005;

Whereas, Sara McCallum has been hired by the Ann Arbor Downtown Development Authority to serve as the DDA’s Deputy Director and Accounting Manager, and in this role is responsible for the financial planning, direction, administration and management of all DDA financial-related activities;

RESOLVED, Effective June 12, 2019, the Ann Arbor DDA board designates Sara McCallum as duly authorized to direct Bank of Ann Arbor via emails, telephone conversations, in writing, and/or any other form necessary regarding inter DDA fund transfers, fund transfers to Republic Parking, and access to any information from any accounts held at the Bank of Ann Arbor (retail or trust
June 3, 2019

Susan Pollay, Executive Director
City of Ann Arbor Downtown Development Authority
150 South Fifth Avenue, Suite 301
Ann Arbor, MI 48104

Dear Susan:

Enclosed is the engagement letter for City of Ann Arbor Downtown Development Authority for the year ending June 30, 2019. Generally Accepted Auditing Standards and Government Auditing Standards require that we communicate, during the planning stage of an audit, certain information to the Board of Directors. This information includes the auditors’ responsibilities in a financial statement audit, including our responsibilities for testing and reporting on compliance with laws and regulations and internal control, and the planned scope and timing of the audit. The engagement letter includes the items which must be communicated to the Board of Directors.

Therefore, please make copies of the attached engagement letter and forward the copies to each member of the Board of Directors.

Please sign and return the enclosed copy of the attached engagement letter to us at your earliest convenience.

If you have any questions, please contact me.

Sincerely,

[Signature]

David R. Youngstrom, CPA, Principal
Yeo & Yeo, P.C.
CPAs & Business Consultants

Enclosures
June 3, 2019

To the Board of Directors
City of Ann Arbor Downtown Development Authority
150 South Fifth Ave., Suite 301
Ann Arbor, MI 48104

We are pleased to confirm our understanding of the services we are to provide the City of Ann Arbor Downtown Development Authority for the year ended June 30, 2019. We will audit the financial statements of the governmental activities, each major fund, and a component unit of the City of Ann Arbor, Michigan, including the related notes to the financial statements, which collectively comprise the basic financial statements of the City of Ann Arbor Downtown Development Authority as of and the year ended June 30, 2019. Accounting standards generally accepted in the United States of America provide for certain required supplementary information (RSI), such as management’s discussion and analysis (MD&A), to supplement the City of Ann Arbor Downtown Development Authority’s basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. As part of our engagement, we will apply certain limited procedures to the City of Ann Arbor Downtown Development Authority’s RSI in accordance with auditing standards generally accepted in the United States of America. These limited procedures will consist of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management’s responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance. The following RSI is required by U.S. generally accepted accounting principles and will be subjected to certain limited procedures, but will not be audited:

- Management’s discussion and analysis
- Budgetary comparison schedules

Audit Objectives
The objective of our audit is the expression of opinions as to whether your financial statements are fairly presented, in all material respects, in conformity with U.S. generally accepted accounting principles and to report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Our audit will be conducted in accordance with auditing standards generally accepted in the United States of America and the standards for financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States, and will include tests of the accounting records of the City of Ann Arbor Downtown Development Authority and other procedures we consider necessary to enable us to express such opinions. We will issue a written report upon completion of our audit of the City of Ann Arbor Downtown Development Authority’s financial statements. Our report will be addressed to management and the Board of the City of Ann Arbor Downtown Development Authority. We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which it is necessary for us to modify our opinions or add emphasis-of-matter or other-matter paragraphs. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or issue reports, or may withdraw from this engagement.
We will also provide a report (that does not include an opinion) on internal control related to the financial statements and compliance with the provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a material effect on the financial statements as required by Government Auditing Standards. The report on internal control and on compliance and other matters will include a paragraph that states (1) that the purpose of the report is solely to describe the scope of testing of internal control and compliance, and the results of that testing, and not to provide an opinion on the effectiveness of the entity’s internal control on compliance, and (2) that the report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the entity’s internal control and compliance. The paragraph will also state that the report is not suitable for any other purpose. If during our audit we become aware that the City of Ann Arbor Downtown Development Authority is subject to an audit requirement that is not encompassed in the terms of this engagement, we will communicate to management and those charged with governance that an audit in accordance with U.S. generally accepted auditing standards and the standards for financial audits contained in Government Auditing Standards may not satisfy the relevant legal, regulatory, or contractual requirements.

Audit Procedures—General
An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; therefore, our audit will involve judgment about the number of transactions to be examined and the areas to be tested. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the government or to acts by management or employees acting on behalf of the government. Because the determination of abuse is subjective, Government Auditing Standards do not expect auditors to provide reasonable assurance of detecting abuse.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is a risk that material misstatements may exist and not be detected by us, even though the audit is properly planned and performed in accordance with U.S. generally accepted auditing standards and Government Auditing Standards. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential, and of any material abuse that comes to our attention. Our responsibility as auditors is limited to the period covered by our audit and does not extend to later periods for which we are not engaged as auditors.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, and may include tests of the physical existence of inventories, and direct confirmation of receivables and certain other assets and liabilities by correspondence with selected individuals, funding sources, creditors, and financial institutions. We will request written representations from your attorneys as part of the engagement, and they may bill you for responding to this inquiry. At the conclusion of our audit, we will require certain written representations from you about your responsibilities for the financial statements; compliance with laws, regulations, contracts, and grant agreements; and other responsibilities required by generally accepted auditing standards.

Audit Procedures—Internal Control
Our audit will include obtaining an understanding of the government and its environment, including internal control, sufficient to assess the risks of material misstatement of the financial statements and to design the nature, timing, and extent of further audit procedures. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other
noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on internal control and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to Government Auditing Standards.

An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards and Government Auditing Standards.

Audit Procedures—Compliance
As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of the City of Ann Arbor Downtown Development Authority's compliance with the provisions of applicable laws, regulations, contracts, agreements, and grants. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion in our report on compliance issued pursuant to Government Auditing Standards.

Other Services
We will also provide the following services, some of which may be covered by separate engagement letters, which cover the terms of each separate engagement. These non-audit services do not constitute an audit under Government Auditing Standards and such services will not be conducted in accordance with Government Auditing Standards.

- Assist in preparing financial statements, related notes and supplementary financial information in accordance with U.S. Generally Accepted Accounting Principles (U.S. GAAP)
- Assist in preparing the entity-wide conversion

We will perform the services in accordance with applicable professional standards. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

Management Responsibilities
Management is responsible for designing, implementing, establishing, and maintaining effective internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, including evaluating and monitoring ongoing activities to help ensure that appropriate goals and objectives are met; following laws and regulations; and ensuring that management and financial information is reliable and properly reported. Management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements. You are also responsible for the selection and application of accounting principles, for the preparation and fair presentation of the financial statements and all accompanying information in conformity with U.S. generally accepted accounting principles, and for compliance with applicable laws and regulations and the provisions of contracts and grant agreements.

Management is also responsible for making all financial records and related information available to us and for the accuracy and completeness of that information. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, (2) additional information that we may request for the purpose of the audit, and (3) unrestricted access to persons within the government from whom we determine it necessary to obtain audit evidence.

Your responsibilities include adjusting the financial statements to correct material misstatements and for confirming to us in the written representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.
You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the government complies with applicable laws, regulations, contracts, agreements, and grants and for taking timely and appropriate steps to remedy fraud and noncompliance with provisions of laws, regulations, contracts or grant agreements, or abuse that we report.

You are responsible for the preparation of the supplementary information, which we have been engaged to report on, in conformity with U.S. generally accepted accounting principles. You agree to include our report on the supplementary information in any document that contains and indicates that we have reported on the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for presentation of the supplementary information in accordance with GAAP; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with GAAP; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

Management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. Management is also responsible for identifying and providing report copies of previous financial audits, attestation engagements, performance audits or other studies related to the objectives discussed in the Audit Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits, or other studies. You are also responsible for providing management’s views on our current findings, conclusions, and recommendations, as well as your planned corrective actions, for the report, and for the timing and format for providing that information.

You agree to assume all management responsibilities relating to the financial statements related notes, required supplementary information, other supplementary information, the non-audit services listed above, and any other non-audit services we provide. You will be required to acknowledge in the management representation letter our assistance with preparation of the financial statements and related notes and that you have reviewed and approved the financial statements and related notes prior to their issuance and have accepted responsibility for them. Further, you agree to oversee the non-audit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them. At the conclusion of the audit, you agree to retain all work products provided to you as part of our engagement in order to maintain complete records to support the audited financial statements. Under the AICPA Code of Professional Conduct, we cannot serve as custodian of your data under the independence rule.

With regard to the electronic dissemination of audited financial statements, including financial statements published electronically on your website, you understand that electronic sites are a means to distribute information and, therefore, we are not required to read the information contained in these sites or to consider the consistency of other information in the electronic site with the original document.

With regard to using the auditors’ report, if you request our written consent to reproduce or use our report in a bond offering, official statements, or other documents, additional procedures will be required, at an additional cost to be determined.
However, you are not required to request or obtain our consent. If you use the auditors' report without our written consent, the following statements must be included in the bond offering, official statements, or other documents:

INDEPENDENT AUDITORS
The financial statements of the City of Ann Arbor Downtown Development Authority, as of June 30, 2019, and for the year then ended, included in this Official Statement, have been audited by Yeo & Yeo, P.C., CPAs & Business Consultants, independent auditors, as stated in their report appearing herein.

Yeo & Yeo, P.C., CPAs & Business Consultants has not been engaged to perform and has not performed, since the date of its report included herein, any procedures on the financial statements addressed in that report. Yeo & Yeo, P.C., CPAs & Business Consultants also has not performed any procedures relating to this official statement.

You acknowledge that as a condition of our agreement to perform an audit, you agree to the best of your knowledge and belief to be truthful, accurate, and complete in the representations you make to us during the course of the audit and in the written representations provided to us at the completion of the audit.

Engagement Administration, Prices and Other
We may from time to time, and depending on the circumstances, use third-party service providers in serving your account. We may share confidential information about you with these service providers, but remain committed to maintaining the confidentiality and security of your information. Accordingly, we maintain internal policies, procedures, and safeguards to protect the confidentiality of your personal information. In addition, we will secure confidentiality agreements with all service providers to maintain the confidentiality of your information, and we will take reasonable precautions to determine that they have appropriate procedures in place to prevent the unauthorized release of your confidential information to others. In the event that we are unable to secure an appropriate confidentiality agreement, you will be asked to provide your consent prior to the sharing of your confidential information with the third-party service provider. Furthermore, we will remain responsible for the work provided by any such third-party service providers.

We understand that your employees will prepare all cash, accounts receivable, and other confirmations we request and will locate any documents selected by us for testing.

We will provide copies of our reports to the City of Ann Arbor Downtown Development Authority and the Michigan Department of Treasury; however, management is responsible for distribution of the reports and the financial statements. Unless restricted by law or regulation, or containing privileged and confidential information, copies of our reports are to be made available for public inspection.

The audit documentation for this engagement is the property of Yeo & Yeo, P.C. and constitutes confidential information. However, subject to applicable laws and regulations, audit documentation and appropriate individuals will be made available upon request and in a timely manner to the applicable regulator or its designee, a federal agency providing direct or indirect funding, or the U.S. Government Accountability Office for purposes of a quality review of the audit, to resolve audit findings, or to carry out oversight responsibilities. We will notify you of any such request. If requested, access to such audit documentation will be provided under the supervision of Yeo & Yeo, P.C. personnel. Furthermore, upon request, we may provide copies of selected audit documentation to the aforementioned parties. These parties may intend, or decide, to distribute the copies or information contained therein to others, including other governmental agencies.

The audit documentation for this engagement will be retained for a minimum of seven years after the report release date or for any additional period requested by the applicable regulator. If we are aware that a federal awarding agency or auditee is contesting an audit finding, we will contact the party(ies) contesting the audit finding for guidance prior to destroying the audit documentation.
We expect to begin our audit approximately August 26, 2019. David R. Youngstrom is the engagement partner and is responsible for supervising the engagement and signing the reports or authorizing another individual to sign them.

Professional standards require us to be independent with respect to the Organization in the performance of our services. Any discussions that management has with personnel of Yeo & Yeo regarding employment could pose a threat to our independence. Therefore, we request that management inform the engagement principal prior to any such discussions so that we can implement appropriate safeguards to maintain our independence.

Neither party shall, during the term of this engagement and for one year after its termination, solicit for hire as an employee, consultant or otherwise, any of the other party’s personnel without such other party’s express written consent. If the Organization desires to offer employment to a Yeo & Yeo employee and the employee is hired in any capacity by the Organization, a compensation placement fee of 25% of their salary may apply.

Any litigation arising out of this engagement, except actions by us to enforce payment of our professional invoices, must be filed within one year from the completion of the engagement, notwithstanding any statutory provision to the contrary. In the event of litigation brought against us, any judgment you obtain shall be limited in amount, and shall not exceed the amount of the price charged by us, and paid by you, for the services set forth in this engagement letter.

You acknowledge that we may collect your employees’ personally identifiable information as part of the services that we are engaged to perform. We agree to indemnify you for any covered damages or claim expenses that may result from a data breach at Yeo & Yeo, P.C. as part of the terms of this contract.

Our price for these services will be $5,700. Our invoices for these services will be rendered each month as work progresses and are payable on presentation. In accordance with our firm policies, work may be suspended if your account becomes past due and may not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report. You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above price is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the engagement. If additional time becomes necessary to complete your engagement, we will discuss the issues with you and arrive at a new price estimate, which may or may not occur before we incur the additional time.

Our price quoted above is also contingent on all items on the assistance list being completed by the due dates indicated and the audit being performed during the dates scheduled. If the dates are not met and the engagement needs to be rescheduled due to things in your control, then an additional price of 20% could apply. The reason for this is that we schedule our client work well in advance. When the job has to be rescheduled it causes a domino effect, as we likely have other clients scheduled in the new requested time slot, and our staff are likely scheduled on another client. As a result we may have to put you at the end of the line, and/or change staff. When our staff members finishing the work are not the same as those who started it, the audit is less efficient and more disruptive to your staff.

Our engagement will end upon delivery of your audited financial statements and our report thereon for the year set forth above. Any additional services that may be required will be part of a separate and new engagement. Should you wish to engage us to audit your financial statements for any other year, and should we accept such engagement, such engagement will be a separate and new engagement. A new engagement letter for any services beyond the scope of this engagement will govern the terms and conditions of the new engagement.

We appreciate the opportunity to be of service to the City of Ann Arbor Downtown Development Authority and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions,
please let us know. If you agree with the terms of our engagement as described in this letter, please sign the enclosed copy and return it to us.

Sincerely,

Yeo & Yeo, P. C.
CPAs & Business Consultants

[Signature]
David R. Youngstrom, CPA
Principal

RESPONSE:

This letter correctly sets for the understanding of the City of Ann Arbor Downtown Development Authority

______________________________
Name and Title
Parking & Transportation Report May 2019

Parking Operations

Special Events in May
5/4 UM Commencement
5/4 Free Comic Book Day at Vault of Midnight
5/5 Cinco de Mayo at Tios
5/10-19 Cinetopia Film Festival
5/11 Ann Arbor Blooms Day & Ann Arbor Bloom Fest
5/11 Rock the District
5/11 Fab Faux at Michigan Theater

Special Event Meter Bag Fee Waivers/ Free Parking in May
5/10-19 Cinetopia Film Festival $990
5/11 Ann Arbor Blooms Day -Provided 100 parking validations for the Library Lane Structure
5/11 Rock the District $350

Meters
Meter department staff did extensive maintenance on eparks including lubricating locks, resetting printer alerts, replacing keypads as needed, and applying Rain-X. Also did maintenance on space markers and bollards including replacing faded decals and painting. The parking system includes 261 epark kiosks and 1209 space markers.

Staff are working with contractors on the various street projects downtown to arrange for meter bags, and post/epark removal when necessary.

General Operations
The Forest and 4th & William structures were operated with a flat rate/prepay system during UM Commencement. The Maynard structure operated with a flat rate/prepay for the State Street Rock the District event. Given that the Maynard Street side of the facility was closed the prepay greatly helped egress during a busy day for the neighborhood.

Operations and IT staff are busy preparing staffing schedules and testing equipment ahead of Art Fair.

Parking System Maintenance/Equipment
The spring parking structure wash downs continue, and the crew is running ahead of schedule with only Maynard and 4th & William to complete.

Planters and pots at structures and lots have been repainted. RPS maintenance staff have completed the spring planting and mulching work. The plantings around the parking system always receive many compliments.

IT staff have been reviewing options for alternative security and fire alarm service contracts.

The April Lane Operational Efficiency number remained high at 99.96%. This percentage represents the amount of uptime when a lane should be available for use. Many lanes had no down time at all.

City/DDA Parking Enforcement and Operations Group
The group met on May 16th. April transaction and issued ticket information was discussed. Discussion also included street projects underway downtown, upcoming events, and the July 1st rate change. Community
Standards, Treasury, Republic Parking, and DDA staff shared updates and information.

**Tally Hall Condominium Meeting**  
Group met on April 23. Maintenance updates, and well as changes to service contracts were discussed. Next meeting scheduled for July 9.

**First & Washington Condominium Meeting**  
The next meeting has yet to be scheduled. The structure opened in late 2013 and a condominium board has yet to be formally established.

**Parking Construction**  
**Ann Ashley**  
DDA staff joined the project team at the Planning Commission meeting on Tuesday, May 21st. Project scope and benefits were reviewed. Commissioners provided feedback related to stormwater and lighting. The site plan received approval from the Commission. Next steps include working with the City Finance Department to continue bond process.

**Transportation**  
**Bike Parking**  
Current rentals:  
- Bike Locker Rentals: 6 rentals of 10 available lockers (60%)  
- Maynard Bike House Rentals: 11 of 28 spaces (39%)  
- Ann Ashley Bike House Rentals: 37 of 27 spaces (137%)

**Go!pass Summary - April**  
Total # of companies in program = 410  
Total # of active passes = 5,390  
Total # of unique passes used = 3,060

New go!pass companies for April 2019  
- Professional Clinical Massage  
- InstaCart  
- Tamarind Hill

Engagement for April 2019  
**Social Media:**  
- **Facebook**  
  - 1571 Page Likes  
  - 261 Engaged Users  
  - 3815 Average Daily Reach  
    - 88 Organic Reach  
    - 3734 Paid Reach  
    - 12 Viral Reach  
- **Twitter**  
  - 477 Profile Visits  
  - 59,600 tweet impressions

Other Activities
• Commuter Challenge remains open for trips to be logged through June 7th. We intend to announce final winners on June 11th, and final statistics will be provided in the June report. We will also include a marketing report that encompasses the paid advertising results for the campaign.

• Staff has appeared on the Lucy Ann Lance Show on May 8th and in a pre-recorded segment on the Hot in Here Show on WCBN on May 24th. Hot in Here also included interviews with commuters on Bike to Work Day.

• Current promotions and events:
  ○ William Street construction with the cycle-track
  ○ Mayor’s Green Fair June 14th
  ○ ArborBike re-launch

• getDowntown is always looking for additional business testimonials on how the program or go!pass contributes to their success. Board members are encouraged to contact the office and provide their success stories.