



**Kennesaw Downtown Development Authority
Meeting Agenda
June 9, 2023 7:30 AM
City Hall Training Room**

- 1. Call to Order / Roll Call**
- 2. Approval of the Meeting Minutes**
 - A. Approval of 5.9.23 Meeting Minutes
 - B. Approval of 5.9.23 Executive Session Minutes
- 3. Financial Report**
 - A. Financial Report as of 5.31.23
 - B. Bentley Invoices - April 2023
- 4. Old Business**
- 5. New Business**
 - A. Consideration of KDDA Bylaws Amendment
- 6. Public Comment**
- 7. Staff Comment**
 - A. Main Street 101 Training Update (Miranda)
- 8. Executive Session**
 - A. Pursuant to the provisions of O.C.G.A. 50-14-3, the KDDA could, at any time during the meeting, vote to close the public meeting and move to executive session to discuss matters relating to litigation, legal actions and/or communications from the City Attorney as provided under O.C.G.A. 50-14-2(1); and/or personnel matters as provided under O.C.G.A. 50-14-3 (4) and/or real estate matters as provided under O.C.G.A 50-14-3(6).

9. Adjourn

- A. NOTICE: Any person who desires to appeal any decision from this meeting will need a record of the proceedings, and for the purpose may need to insure that a verbatim record of the proceedings is made which includes the testimony and evidence upon which the appeal is based. The Agenda is designed to make more efficient use of the KDDA's time. It is not designed to curtail discussion or input. If you need special accommodations to attend or participate in our meetings, please contact City Hall at least 24 hours in advance of the specific meeting you are planning to attend.

MINUTES OF KENNESAW DOWNTOWN DEVELOPMENT AUTHORITY MEETING
CITY OF KENNESAW
City Hall Training Room
May 9, 2023
7:30 AM

Present	Chair Mark Allen Vice Chair David Lyons Treasurer Leslie Patton Secretary Mary Jo Groeneveld Ian Coats Lexie Newhouse Nimesh Patel
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1. Call to Order / Roll Call

The meeting was called to order at 7:30 am by Chair, Mark Allen.

Members present: Mark Allen, Ian Coats, Leslie Patton, Nimesh Patel, Mary Jo Groeneveld, Lexie Newhouse, David Lyons.

Staff present: Luke Howe, Miranda Taylor, Councilmember Pat Ferris, Councilmember Tracey Viars

4. Old Business

A. 2023 Beer Festival Recap

This item was taken out of order in consideration of our guest's time. Mike DiLonardo, from Atlanta Beer Festivals, attended the meeting via Zoom to provide an update on the 2023 Kennesaw Beer and Wine Festival. Mike reported that the location for this year's event was great and he felt that the venue was well suited for an event like ours. Total ticket sales for the 2023 event were 1100, which is lower than in years past. For an event to really be profitable (for both KDDA and Atlanta Beer Festivals) we need to get to a 2000 ticket threshold. As we consider the future of the festival, Mike recommended we consider transitioning to a wine/mimosa themed platform. They are currently presenting a similar themed event in Roswell and it looks to be quite successful. Ticket pricing would follow the same structure as the beer festival. However, they are implementing a small price increase this summer to keep up with increased costs. The board discussed pros and cons with Mike and outlined options for rebranding and/or reformatting our event. The board thanked Mike for attending the meeting via Zoom and providing the event summary. With no further discussion required regarding the 2023 event, Mike exited the meeting.

The board continued to discuss options for future events, considering whether the event would be more successful in fall or spring, the logistics of adding more of food theme (which the board would be responsible for managing), and the options beyond just offering mimosas. The board would like to see increased marketing for the next event, as they felt that the printed collateral and overall marketing was minimal this year. The

board would like to revisit the discussion of event logistics at next month's meeting, but discussed going ahead and proposing a 2024 date so that event planning can be more successful. It was agreed that this fall is too quick of a turnaround to plan a reformatted event, so spring will be a better option. Early May seemed to be an agreeable time with board members, and May offers a bit more reliability with weather concerns for an outdoor event. David Lyons made a motion to direct the Chair and staff to coordinate with Events Committee to reserve the first Saturday in May 2024 for the event. Nimesh Patel seconded the motion. Motion passed unanimously, 7-0.

2. Approval of the Meeting Minutes

A. Approval of April Meeting Minutes

Minutes from the April meeting were reviewed. David Lyons asked about follow-up items from the minutes:

1. Regarding the status of placing the downtown logo on the panel closing the pedestrian underpass, Lexie and Miranda inquired about this with Communications and learned that there is already a plan to place a large banner showcasing the Depot Amphitheater plans in this area.
2. Regarding the update to the board's meeting day, Miranda explained that the board's bylaws must be updated to accommodate the newly proposed date (second Friday of each month at 7:30am). She will prepare the required notices and send them out to the board. Based on conversation with the board, we will hold a special called meeting on June 9 (to move to the second-Friday schedule) and cancel the regularly scheduled June 13 meeting.
3. David mentioned that First Friday went extremely well and he appreciates that the City is partnering to help with the cost of the bands.
4. Regarding ED Staff attendance at the Historic Preservation Commission to discuss signage; staff advised that the HPC meeting is next week.

With no further discussion on the minutes, David Lyons made a motion to approve the minutes as presented. The motion was seconded by Lexie Newhouse. Motion passed unanimously, 7-0.

3. Financial Report

A. Financial report as of 4/30/23

Leslie Patton presented the financial report. The ending balance was \$74,964.13. Nimesh Patel made a motion to approve the financial report as presented, seconded by Ian Coats. Motion passed unanimously, 7-0.

B. Bentley Invoices - March 2023

The board reviewed Bentley invoices for services provided through March 31, 2023. David Lyons made a motion to approve the invoices as presented, seconded by Leslie

Patton. The motion passed unanimously, 7-0.

8. Executive Session

1. Nimesh Patel made the following motion: That this Authority now enter into closed session as allowed by O.C.G.A. §50-14-3 and pursuant to advice by the City Attorney, for the purpose of discussing Land. Seconded by Ian Coats. Those voting in favor: Mark Allen, Lexie Newhouse, Ian Coats, Nimesh Patel, Mary Jo Groeneveld, Leslie Patton, David Lyons. Those opposed none. The motion passed unanimously. The KDDA entered closed session at 8:04 am.
2. Nimesh Patel made the following motion: That this body, in open session, adopt a resolution authorizing and directing the presiding officer to execute an affidavit in compliance with O.C.G.A. §50-14-4, and that this body ratifies the actions of the KDDA taken in closed session and confirm that the subject matter(s) of the closed session were within the exceptions permitted by the open meetings law. Seconded by Leslie Patton. Those voting in favor: Mark Allen, Lexie Newhouse, Ian Coats, Nimesh Patel, Mary Jo Groeneveld, Leslie Patton, David Lyons. Those opposed: None. The motion passed unanimously, 7-0. The KDDA exited closed session at 8:15 am.
3. Upon exiting the executive session, David Lyons made a motion in open session to approve Item A as discussed in closed session. Leslie Patton seconded the motion. Motion passed unanimously, 7-0.
 - A. Pursuant to the provisions of O.C.G.A. 50-14-3, the KDDA could, at any time during the meeting, vote to close the public meeting and move to executive session to discuss matters relating to litigation, legal actions and/or communications from the City Attorney as provided under O.C.G.A. 50-14-2(1); and/or personnel matters as provided under O.C.G.A. 50-14-3 (4) and/or real estate matters as provided under O.C.G.A 50-14-3(6).

5. New Business

A. Review of Grant Applications

Prior to the meeting, each board member reviewed and scored all submitted grant applications. The board reviewed the summary of all scores, as prepared by staff. As a reminder, staff shared a list of each applicant and the project presented on the application. A total of 192 points were available. Upon review, the board felt that the applications with scores of 140 points and above should be funded. Staff will prepare communications for all applicants and notify them whether their grant request was funded or not, and will prepare a grant agreement for each funded project. The board previously discussed a clawback clause in the agreement, and felt that it should be included, with a 12-month timeframe. David Lyons made a motion to approve funding grants for all applicants scoring a total of 140 points and above. Nimesh Patel seconded the motion. The motion passed unanimously, 7-0.

6. Public Comment

Councilmember Tracey Viars complimented Mary Jo, Lexie, and Miranda on their outstanding work at the Farmers Market this season. She also recognized Mark and Miranda on their work to get things set up for the First Friday concert, and David & Mary Jo for help with breaking down the tables and chairs following the event. Tracey pointed out that it does take a village to be successful and the village is really starting to work together to get things done! It's good to see good things happening! The ladies at Turquoise Otter have also done a lot of work to get the concerts set up. Miranda mentioned putting out a call for volunteers for future concerts to get some help with setting up and breaking down the tables and chairs to make the work go more quickly!

7. Board & Staff Comments

A. Mary Jo discussed the Farmers Market and some concerns about the parking situation and accommodating accessible parking. We will continue to work on the layout and find ways to accommodate all guests. Mark mentioned that he'd seen a few comments on social media about the produce at the market and appreciated the responses regarding resale products, but encouraged Miranda and Mary Jo to stay on top of those comments to avoid a negative impression of the market. We've had to remind a few vendors that we do not promise product exclusivity in our market.

B. David Lyons mentioned that he likes the new agenda portal and it is easy to see agendas for all City groups.

C. Luke Howe updated the board on upcoming staff-level meetings with the owners of the old SchoolHouse Village site, and on a potential easement issue at the Tug site that may require an amendment to the project agreement. We will keep the board updated if action is required.

9. Adjourn

With no further business to discuss, David Lyons made a motion to adjourn; seconded by Lexie Newhouse. Motion passed unanimously. Meeting adjourned at 8:44 am.



Item Report

TO: The Kennesaw Downtown Development Authority
FROM:
DATE: June 9, 2023
TITLE: Consideration of KDDA Bylaws Amendment

Summary:

Recommendation:

Fiscal Impact:

Attachments:

1. June2023-AmendmentNoticePacket



May 18, 2023

To: KDDA Board Members

From: Miranda Taylor, Downtown/Main Street Manager

RE: Proposed changes to KDDA Bylaws

Board Members:

Enclosed please find proposed changes to the KDDA Bylaws, as discussed at the May 9, 2023 KDDA meeting. You will find updates to the following sections:

- Article IV Directors; Section 4.2 Regular and Special Meetings
- Article IX Amendments; Section 9.1 General

Please review the proposed changes and let us know if you have any questions regarding them. These proposed changes will be on the agenda for action at the June 9, 2023 Special Called Meeting of the Kennesaw Downtown Development Authority. The meeting will be held in the Council Chambers at City Hall and is scheduled to begin at 7:30 am.

This letter serves as official notice of an amendment to the bylaws as outlined in Article IX, Section 9.1.

Sincerely,

Miranda Taylor
Downtown/Main Street Manager
City of Kennesaw

PROPOSED CHANGES
BYLAWS
OF THE
KENNESAW DOWNTOWN DEVELOPMENT AUTHORITY

ARTICLE IV
DIRECTORS

4.2 Regular and Special Meetings. Regular meetings of the directors (each a “**Director**”) shall be held at 7:30 am on the second Tuesday of each month at the regular meeting place of the Authority. One such meeting, in September or so designated each year by the Authority, shall be considered its annual meeting. At said annual meeting, the Directors shall adopt an annual budget for the Authority’s fiscal year and shall elect officers and shall consider such other matters as shall be brought properly before them. The foregoing notwithstanding, the initial meeting of the Authority shall be its initial annual meeting. Special meetings of the Directors shall be held when called by any officer, including, but not limited to the Chairman of the Authority, the Vice-Chairman of the Authority acting in place of the Chairman, or the City of Kennesaw at such dates and times as he or they reasonably shall fix, at a regular meeting place of the Authority determined by him or them.

PROPOSED CHANGE #1:

- Strike “on the second Tuesday of each month”
- Replace with “on the second Friday of each month”
- The new section shall read as follows:

4.2 Regular and Special Meetings. Regular meetings of the directors (each a “**Director**”) shall be held at 7:30 am on the second Friday of each month at the regular meeting place of the Authority. One such meeting, in September or so designated each year by the Authority, shall be considered its annual meeting. At said annual meeting, the Directors shall adopt an annual budget for the Authority’s fiscal year and shall elect officers and shall consider such other matters as shall be brought properly before them. The foregoing notwithstanding, the initial meeting of the Authority shall be its initial annual meeting. Special meetings of the Directors shall be held when called by any officer, including, but not limited to the Chairman of the Authority, the Vice-Chairman of the Authority acting in place of the Chairman, or the City of Kennesaw at such dates and times as he or they reasonably shall fix, at a regular meeting place of the Authority determined by him or them.

ARTICLE IX
AMENDMENTS

9.1 General. The Authority shall have the power to amend, alter or repeal these bylaws or adopt new bylaws at any time by an affirmative vote of the majority of the Directors then in office at any regular or special meeting. Proposed amendments shall be submitted by mail, in writing, to all Directors at least fifteen (15) days prior to the meeting at which such amendment is submitted. Such amendment

shall be deemed delivered when deposited in the United States Post, properly addressed and posted.

PROPOSED CHANGE #2:

- Strike the sentences “Proposed amendments shall be submitted by mail, in writing, to all Directors at least fifteen (15) days prior to the meeting at which such amendment is submitted. Such amendment shall be deemed delivered when deposited in the United States Post, properly addressed and posted.”
- Replace with the sentence “Proposed amendments shall be submitted by in writing by mail, or electronically using official city email, to all Directors at least fifteen (15) days prior to the meeting at which such amendment is submitted. Such amendment shall be deemed delivered when deposited in the United States Post, properly addressed and posted, or when sent to the Directors’ official city email account.”
- New section will read as follows:

ARTICLE IX
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