

CTM Meeting Minutes
February 1, 2010
Clifton Recreation Center

Trustees in attendance: Dick Druffel, Linda Goldenhar, George Bishop, Ron Becker, Karen Imbus, Steve Slack, Mike Elovitz, Malcolm Montgomery, Bob Blum, Mary Jo Vesper, Mark Smith, Jeff Rose, Brian Curwin, Zach Kafogilas

Minutes: Ron Becker moved approval of the minutes from the Jan meeting. Passed with 1 abstention.

Treasurer's Report: Reviewed the 2009 budget and the January report. Passed with 1 abstention. Reviewed the Streetscapes 2009 balance sheet. The income and expenses for Streetscapes was roughly balanced (even in a year when the weather forced it to move to CCAC). Announced that ACE Hardware would stop charging things to CTM's direct bill accounting at the store. D Druffel reminded those in attendance that the board approved a budget for 2010 and we can spend money as detailed in that budget. To spend over \$500 for things not in that budget, a series of announcements and meetings must take place.

Regular Reports:

Police report: Det. Paul Meyer reported that crime in 2009 in Clifton dropped some from 2008. In January, there were 4 burglaries. In 2 cases, there was an unlocked door. Mugging of Skyline parking lot attendant remains unsolved. Thefts from autos remain a problem throughout the city. The police are aware of the graffiti problem but have received few tips to help solve the issue. The police captured coin-op washer/dryer thief who was responsible for robberies throughout the city. Warned that there is a lot of counterfeit money circulating in the area.

Clifton Rec Center: New winter program guides are available. Summer day camp priority registration will happen in 2 weeks (2/16-26). T/R Jazzercise program is looking for a new instructor to keep the 20-year program going in Clifton. Karate class continues to grow. November CTM meeting will need to move due to the election. May meeting may as well because of primary.

Trailside Nature Center: Reported upcoming events in Burnet Woods center. When asked about rumors of the center being closed, he reported that money has been budgeted but there will be changes.

CCAC: Summarized upcoming slate of events. Announced groundbreaking of Phase 1 renovation (which will include a new external elevator tower and changes to the lobby). A ceremony will take place Monday, March 8, 10 am. In upcoming months, the driveway may be closed or used for construction purposes.

Clifton Senior Center: Robin Lee, Pres of Clifton Senior Center Board. Introduced new Senior Center director, Irene Wander. Irene discussed her leadership priorities, which includes improving the center's profile in the community. These efforts will include various fundraising efforts (send Keller receipts to the center and they will get a % of the receipts as will purchases made by people with a card for Kroger). Announced that they are selling a large van to raise funds.

Clifton Senior Center
900 Rue de la Paix
Cincinnati, OH 45220

Special CTM Reports.

The 2010 Committees and Liaison positions were discussed and volunteers identified to serve on them. Each committee will develop a plan/goals before the next CTM monthly meeting. Committees will report back to the Executive Committee and the board when they have news.

The committee and liaison members will be posted on the website and sent out to the list serve.

Calendar/Events: Mike: 4 changes to CTM monthly calendar because of Easter in April and Labor Day in September, the meetings those months will be pushed back to the second Monday of the month. Because of elections, the meetings for May and November will be on the 1st Monday but will be held in CCAC. Upon further discussion, Linda Goldenhar moved to cancel the July meeting. The motion was unanimously approved.

Bill Fant encouraged committees to keep in mind the importance of maintaining proper accounting and reimbursement process as we look at organizing events (including keeping income and expenses separate).

LLC Operation Agreement resolutions:

1. Mike drafted a resolution to undo the previous CTM resolution regarding CTM and the LLC. Asked for questions/suggestions.

Whereas the Clifton Town Meeting (CTM) is a member of the Clifton Community, LLC, a limited liability company,

Whereas CTM passed a Resolution (the Resolution) in August of 2004, creating a “Clifton Community LLC Committee” for the purposes of acting as the official liaison of CTM to the LLC,

Whereas the Resolution provided for a five-member committee (the Committee), and established certain guidelines of the Committee,

Whereas that Resolution reflected the scope and purpose of the LLC as of 2004,

Whereas the purpose of the LLC has changed since 2004 with the creation of plaza (a.k.a. the Clifton Plaza) on the real property located at 333 Ludlow Avenue,

Resolved, That the 2004 Resolution, establishing a Clifton Community LLL Committee, be rescinded in its entirety,

Resolved, That within 60 days of the passage of this resolution, the CTM Board of Trustees shall pass a new resolution creating a CTM LLC Committee to reflect the new priorities of the LLC.

2. Drafted the new resolution to create a new LLC Committee to replace the recinded resolution so it is better suited to the changing situation of the LLC and the Plaza.

Whereas the Clifton Town Meeting (CTM) is a member of the Clifton Community LLC, a limited liability company,

Whereas the LLC was established for the general purpose of acquiring and managing the real property located at 333 Ludlow Avenue,

Whereas with construction of a plaza (a.k.a. the Clifton Plaza, or the “Plaza”) on the real property located at 333 Ludlow Avenue, a principal function of the LLC is to operate and manage the Plaza,

Whereas the LLC charter was amended in December of 2009 to reflect this new principal function of the LLC,

Whereas the amended LLC charter created an LLC “Board of Managers” consisting of two members from CTM and two members from Clifton Business and Professional Association (CBPA),

Resolved, That the CTM establish a special CTM committee, the Clifton Community LLC Committee,

Resolved, That the Clifton Community LLC Committee shall consist of two (2) members, and at least one (1) shall be a CTM Board member,

Resolved, That the Clifton Community LLC Committee be the official liaison to the Clifton Community LLC,

Resolved, That these two CTM committee members shall also be the two CTM members of the LLC’s Board of Mangers,

Resolved, That CTM Executive Committee shall, on an annual basis at the January meeting, appoint the two members of CTM’s Clifton Community LLC Committee,

Resolved, That the President of CTM can appoint another (substitute) member to the Clifton Community LLC Committee, and by extension a CTM representative on the LLC Board of Managers, on a need-be basis upon the short-term or extended absence of a presiding Clifton Community LLC Committee member,

Resolved, That the Clifton Community LLC Committee shall update the CTM Board of Trustees four times a year, to correspond with quarterly meetings of the LLC Board of Managers, on the activities and fiscal status of the LLC and Plaza,

Resolved, That the Clifton Community LLC Committee shall obtain permission from the CTM Board of Trustees for any action of the Clifton Community LLC Committee, or by extension the LLC Board of Managers, which commits CTM to spend CTM funds in excess of the limits set-forth in the CTM Constitution and Bylaws,

Resolved, That the Clifton Community LLC Committee shall obtain permission from the CTM Board of Trustees for any action of the Clifton Community LLC Committee, or by extension the LLC Board of Managers, that pertains to transfer or extension of ownership of the LLC property.

Discussion: An additional “whereas” added to stipulate how to remove a CTM representative.

Goldenhar recommended changing Clifton Community LLC Committee to CTM LLC Committee.

Mark Smith asked why a President rather the Board is given certain powers. After a discussion, it was suggested to have the executive committee be empowered to make temporary decisions.

Steve Slack asked for clarity on the way expenditures will be managed in relationship to CTM’s bylaws. Bob Blum raised the issue of the oddity of a committee of 2 people and recommended changing the language. Mark asks who elects the LLC representatives: the executive committee or board? Dick Druffel suggested the executive committee make a recommendation to be voted on by the Board in January.

Mike will take the comments, revise the resolutions and send back out to be voted on in the next meeting.

Announcements: Jack Brand elected CBPA president. New Plaza completion date: March 1.

Community Q & A: Did plaza property tax bill get paid? CTM reps did everything from their end.

Follow up on last month's issue about the removal of the tree by the fountain. Steve Slack reported that the Park Board reported that the trees roots had been damaged during construction of the fountain. Gene Sorkin asked again about who is responsible for trying to keep the bulletin board at Telford tidy. Also asked about how events at the Fountain could be developed to off -set the various issues recently developed there. Steve Slack voiced his concern that we don't overreact to concern about teens at the fountain and separate a useful concern about litter and crime from concerns about teenagers gathering there.

Bill Fant: Announced City meeting Wed. Feb 10, 5:30 required to be able to apply for city funds for neighborhoods.

A community member asked whether CTM had been involved in the decisions/review process for the new signage about to go up in Uptown. There had been CTM voices in the process, but details were often dictated by state and city regulations.

Neighborhood Summit meeting regarding new Cincinnati Comprehensive Plan, Sat 2/27.

Board informed of concerns of residents of Old Ludlow about its traffic problems as part of the city's process for review of traffic calming measures.

Adam Clark announced that he was here as a rep for Laura Quinlivan's staff.

Next meeting, Monday, March 1 at Rec Center.

Adjourned: 9:15.