

**CTM Meeting Minutes
December 5, 2016
Clifton Recreation Center**

Present: Adam Balz, Kevin Marsh, Eric Urbas, Adam Hyland, Nicholas Hollan, Shaun McCance, Ashley Fritz, Joyce Rich, Erin Hinson, Peter Block, Malcolm Montgomery, Cindy Oakenfull, Rama Kasturi

Absent: Michael Moran, Ben Pantoja

A quorum is present. Meeting called to order at 7:00pm. Urbas reminded all of the speaker signup process.

Police Report

Neighborhood Liaison Officer Nick Hageman shared STARS report for crime statistics through end of November 2016. Total crime is down 12% versus 2015. Property crime is down 17% versus prior year. Violent crime (Homicide, Rape, Robbery, and Felony Assault) is up 48% over prior year. Breakdown of the yearly figures is per the table below:

Offense	2015 YTD	2016 YTD	%Change YTD
Homicide	0	0	N/C
Rape	8	16	100%
Robbery	15	12	-20%
Felonious Assault	2	9	350%
Total Violent Crime	25	37	48%
Burglary	59	57	-3%
Auto Theft	11	10	-9%
Theft	138	133	-4%
Theft from Auto	124	77	-38%
Total Property Crime	332	277	-17%
Total Crime	357	314	-12%

Officer Hageman can be reached at 513.569.8527; email is nicholas.hageman@cincinnati-oh.gov. See the Clifton Community website for other police contact info on the Public Safety page.

Fire Report

No report was provided.

Captain Caldwell can be reached at 513.352.2334; email is ken.caldwell@cincinnati-oh.gov; or visit the fire station on Ludlow Avenue.

Library Report

No library report was provided.

Recreation Center

Service Area Manager Tom Reese reported the winter break program was filling up. Recruiting for summer life guards continues.

Online Rec Center Calendar is at

<http://cincyrec.org/search/basicprogram.aspx?k=Clifton%2BRecreation%2BCenter#results>

CCAC

CCAC Board member Cindy Herrick reported on various events happening in the coming weeks.

Online CCAC calendar of events is at <http://www.cliftonculturalarts.org/events/coming-events/>

And their schedule of classes is at <http://www.cliftonculturalarts.org/classes/all-classes/>

CBPA

No report was provided.

Presentation of charitable contribution to Cincinnati Parks Foundation

President Eric Urbas presented a check for \$9,000 to Jennifer Spieser of the Cincinnati Parks Foundation. These funds were raised during the 2016 CTM Golf Outing which is CTM's annual charitable fundraiser for a community related organization. Urbas thanked Ms. Spieser as well as all the Trustees and non-Trustees who produced the event. The participation was outstanding for this good cause. The money will be used to design and build a more aesthetically pleasing entrance marker to Burnet Woods at the Ludlow Av / Jefferson Av entrance at Brookline Av.

Treasurer's Report

Treasurer Shaun McCance reported on monthly activity. \$2417.63 revenue, \$7341.86 expenses for the month. Asset balances of \$82,690.49 including the PayPal account and pre-paid postage.

McCance displayed YTD revenue and YTD spending. Total revenue is \$820 over budget and total spending is \$11,130.65 under budget including restricted grants of \$1808.93.

McCance brought individual transaction reports for each Committee and provided them to the Chairpersons.

Motion to accept the Treasurer's report passed.

Urbas advised that the 2015 tax filing was completed on time, and the new accounting system being used should allow for tax filings to be done more promptly and earlier in the future.

Executive Committee

President Urbas presented a history of the Neighborhood Support Program (NSP) spending by CTM and then presented all the suggestions that had been received from the community for consideration:

NSP Suggestions Received

Suggestion	2016 Actual	2017 Proposed	Comments
Insurance	~850	700	Guaranteed to be achievable
Clifton Chronicle publication	~13,000	5000	Guaranteed to be achievable
Plaza Café Lights	~400	None	This project has an uncertain scope and completion timing. But CTM and the partners should proceed to complete outside of NSP program.
Speed Humps On McGalpin Ave	0	None	Cannot be sure it will be completed since it requires city and resident approval. City usually pays for these if residents request and approve them so why use NSP dollars?
CNBDU membership dues	100	100	Guaranteed to be achievable
Wednesday's on the Green Sponsor	1000	1500	This was done for first time last year.
go Vibrant Walking Routes	0	1500	Could complete consultation or engagement level. Would need a lead person to execute to ensure completion by June 30 th .
CTM Website hosting fees	150	150	We already collect funds from TriHealth for the website sponsorship. Would need to make sure this is not already covered by their funds.

Urbas suggested a voting protocol of voting on 3 projects plus 1 from the list of optional projects:

1. Chronicle \$5300
2. CTM Insurance \$500
3. CNBDU Membership Dues - \$100
4. Additional options – choose 1
 - go Vibrant walking routes - \$1500
 - Wednesday's on the Green - \$1500

Trustee Marsh advised that he would lead the effort for the go Vibrant walking routes with the requester, Alexis Cain.

Cindy Herrick of CCAC advised that she suggests spending the \$1500 between the two options: \$750 on walking routes and \$750 on Wednesday's on the Green.

Balz recommended we spent the \$1500 on Wednesday's on the Green as it is a known spending that is easy to accomplish.

Some Trustee and audience discussion about the go Vibrant walking in terms of was it possible to accomplish before the deadline of June 30.

Audience voting proceeded on the option projects and the winner project was Wednesday's on the Green.

All present then voted on the final project list and agreed to the following with one abstention:

- Chronicle - \$5600
- CTM Insurance - \$500
- CNBDU Membership Dues - \$100
- Wednesday's on the Green - \$1500

Urbas indicated that 2017 budget preparations were underway. Some discussions have been held with Trustees already including some emailed input. Urbas will call another meeting during December to continue to budget making process.

Proposal to invest \$20,000 in Clifton Market

Treasurer McCance advised there was an informational meeting this past Thursday for only Trustees held at the Clifton Market to discuss investing \$20,000 in Clifton Market.

The \$20,000 is the amount that McCance feels is appropriate based on his review as Treasurer. He indicated that his proposal is to make this investment with the understanding that is as not as safe as bank

Trustee Block asked what action are we proposing to take tonight.

McCance advised he has prepared motions to vote tonight or have a special meeting of the membership to vote.

McCance advised he prefers not to vote tonight.

Urbas asked for questions / comments from Trustees and from community members.

Balz stated that at the Thursday information meeting he had hoped to see some information from Clifton Market including financial information. This had been promised, but it was not presented at the meeting. Balz indicated he still has not seen the information.

Balz indicates he is supportive of the matter, but only as a loan.

Hyland indicated he brought some information to share tonight. Balz stated that he needed time to review the information in advance, and not right before we were considering voting on something.

Resident Jeff Rich said he has concerns about conflict of interest due to Trustees are on both CTM and Clifton Market. He also believed that many Trustees were also providers of loans to the Clifton Market and this could be a conflict. He said that he wants the Trustees of CTM

to uphold their fiduciary responsibilities. He respectfully suggested that the CTM Board get some legal advice. Rich indicates that none of the Trustees are lawyers with expertise on these matters.

Resident Carol Miller wondered if CTM would be setting a bad precedent. What if another business, for instance the Esquire, wanted an investment?

McCance stated that he would make the investment based on a case by case basis. Clifton Market is a fairly special circumstance.

Someone in the audience asked if the information that was shared with the CTM Board be posted on website and via email? McCance agreed to do this.

Resident Morgan Rich made a brief presentation showing some information on the document project:

March 10, 2014 meeting minutes:

“Pantoja also stated that because CTM has a critical role in neighborhood zoning issues and other decisions impacting location businesses, it cannot and will not endorse any particular enterprise, including the Clifton Market Coop, which is in negotiations with Goessling to purchase the property. CTM’s role is to strongly advocate for the return of a grocery store to the Ludlow Avenue business district.”

Resolution of CTM passed on March 10, 2014:

“It is not CTM’s business to support the co-op as a specific entity, or any specific entity. Our best role is to make the community’s wishes known about the best use of the property.”

Rich showed pieces of the Clifton Market bylaws:

“Section 1.2 Purpose – As more fully stated in the articles of incorporation, the Co-op is organized and shall be operated for the primary and mutual benefit of its owners as patrons of its services.”

“Section 8.1 – Distribution obligation. The realized net earnings of the Co-op attributable to the patronage of owners shall be allocated and distributed among owners in proportion to their patronage and in such manner and at such a time as to constitute patronage dividend within the meaning of federal income tax law.”

Rich asked CTM Trustees to consider how the March 2014 resolution impacts current proposed actions, to take the necessary time to perform our fiduciary duty by performing due diligence on this investment. Rich indicated that the Market is operating as a business for its shareholders/owners just like any other business operates.

Resident Len Thomas is concerned that this \$20,000 is a considerable amount of money, and he wonders if a CTM Committee determined this proposal or if it was determined by McCance on his own. He believes the proposal has not been given full consideration.

Resident Fred (lastname?) – he believed that the shares are not possible to be sold back. McCance corrected him that the shares could be sold back by owners.

Mark McKillip – asked that the terms of the loan be fully understood.

Leslie Mooney – asked how much is in non-reserved assets. McCance advised approx. \$80k

Trustee Rich – repeated her previous suggestion to the Board that 25% of CTM’s assets is too high an amount to invest. The market

Audience member asked for Trustees to identify who was a Board member and who has made a loan:

Board members – Hyland, Kasturi

Made a loan – Block, Kasturi, Montgomery

Shareholders (direct or household) – Balz, Hollan, Urbas, Rich, Oakenfull, Fritz, McCance

None – Marsh , Hinson

Trustee Hinson – thanked the audience for raising concerns. She stated that she works in the community development industry, and she believes that this is a good cause for CTM to invest in. She asked that Hyland read a relevant portion of Article 2 of the Bylaws. Hyland read, “The organization will concern itself with zoning regulations, housing code enforcement, traffic patterns, shopping, school and recreational facilities, attractive appearance, and other measures designed to preserve and upgrade the area known as Clifton.”

Trustee Hollan – stated he was not able to attend the Thursday informational meeting. He asked what were the items that the Clifton Market was thinking of purchasing. Hyland indicated the Clifton Market Board had reviewed possible things that CTM could purchase as part of their \$20k investment: bulk food storage bins, skylights, shelving.

Trustee Block – if there was another business or enterprise, he would consider giving them money. He is interested in whatever legal discussion we need to have.

Resident Morgan Rich – the bylaws of CTM are more important than the opening of the grocery store. Requested CTM go through a due diligence process. CTM has taken months to make decisions for fractions of this amount of money.

Trustee Hyland – stated that the Clifton Market has not asked for this money, but getting the money this month would be helpful because right now there are a lot of expenses. It would be nice if CTM joined other companies / institutions who were making investments.

Trustee Montgomery – we don’t want to get caught in the weeds and the details. Everyone here is in this together and the good of the community overall. There is some risk in using the money this way. When a retail store opens, it has to open with its best foot forward as this has a multiplying effect.

Resident asked how many Clifton residents are shareholders in Clifton Market.

Trustee McCance made the following motion:

CTM will call hold a Special Meeting of members on Dec 15, 7-9pm, to discuss and vote upon the following issue: Do you support Clifton Town Meeting to fund Clifton Market in the amount of \$20,000, either through equity or loans, provided there is no legal issue with doing so which CTM will confirm by legal counsel ?

Discussion on the motion:

Trustee Marsh asked when issues of conflict of interest amongst Trustees were going to be dealt with as it appears some Trustees were unwilling or unable to self-identify their conflicts of interest. Marsh believed there were conflicts of interests due to Trustees being Clifton Market Board members, loaners to Clifton Market, and/or owners of Clifton Market.

Trustee Rich moved to amend the motion to just have a Special Meeting and discuss the topic, but not vote. Motion was seconded. No discussion. Motion to amend failed to pass.

Trustee Marsh moved to amend the motion to allow CTM to spend up to \$2000 for notifying the community rather than just send an email & do social media. Since only 10 days notice was intended by the motion there was very little time to thoroughly notify the community.

This motion to amend was not seconded.

Further discussion -

Marsh stated that Trustees could not remove their Trustee hat and have the members decide this issue due to our fiduciary responsibility.

Trustee Hinson said the Board was only voting on having a meeting at this time so there were no conflicts of interest.

Vote on the main motion: 9 voted to have the special meeting. 3 voted no (Trustees Marsh, Rich, and Balz) and 1 abstained. Motion passed.

Education Committee

Chairperson Nicholas Hollan reported that the levy for additional funding for CPS did pass at the recent November elections. The Committee is continuing to focus on gather support from the community for guaranteed access to a quality neighborhood school. A petition is at change.org, with links on Facebook and NextDoor. You can also contact the committee at Clifton-school@cliftoncommunity.org. Link to the petition is at <https://www.change.org/p/support-for-clifton-area-neighborhood-elementary-school>

Nicholas reminded all that CPS came to CTM with the request to open a neighborhood school in the area, and this is one of the driving purposes of the Committee.

The Committee continues to work with the Working Group per the details of the Joint Statement from July of 2016.

Save the CCAC Committee

Leslie Mooney, Exec Dir of the CCAC, reported that there is no new news on the lease situation with CPS. The CCAC continues to work with the Working Group to create the reality spelled out in the Joint Statement.

Nominating Committee

Committee member Kip Eagen advised the Trustee election results.

108 ballots were cast and 1 was disqualified due to over-voting.

Top 5 vote getters who will be placed into new 3 year terms starting in 2017 were as follows:

Kevin Marsh – 86

Joyce Rich – 82

Christine Celsor – 64

Seth Maney – 62

Brad Hawse – 53

Urbas thanked the Nominating Committee for running another competitive election for CTM.

Business Committee

Chairperson Peter Block introduced Dave Taylor of Gaslight Property and Jerry Atkins of Bellweather Enterprise, a capital investment company. Taylor shared that he is proposing to make an investment in 60% more parking and at least 100 condo grade apartments in the Clifton Business District. Atkins stated that this project is very early in process and wanted everyone to know that Taylor has been in Clifton for 50+ years. Gaslight Property has preserved buildings and created new residences, including The Whitfield. The Whitfield is doing very well. The project in the Business District was presented to the merchants as part of a recent CBPA meeting. A big concern is getting community input. The site area is southwest corner of Howell and Ormond including the parking lot and some residential properties. This would be a mixed used project including ground level commercial offices facing Howell Avenue. There is a lot of planning to do. Taylor wants to reach out to the community. New parking would be temporarily built on part of the site to ensure no loss in parking while the construction happens in the area of that is currently the “merchant parking lot”. Taylor & Gaslight Properties holds onto properties that they purchase and maintains what his company owns.

Block thanked Taylor and Atkins for choosing to come to the meeting to share this initial information.

Block advised that there is nothing new to report on the NBDIP Project for building façade improvements. The Committee is getting things together to move this project forward.

Holidays on Ludlow

Trustee Rich reported the event was a great success. Carriage rides went well, lots of people were in the Business District, and the Pop-Up Shop in the former library branch building that was produced by Ludlow 21 LLC over performed all expectations.

Transportation Committee

Trustee Marsh advised the City DOTE Director Moore told the Council Committee on Transportation and Regional Coordination that additional community meetings would be held prior to taking any additional action to remove the Clifton Hills Ave traffic control device. The Committee will engage to coordinate these sessions early next year with DOTE.

Marsh updated the Board on recent events around DePaul Cristo Rey High School regarding pedestrian safety. There had been a pedestrian crosswalk removed unexpectedly by Ohio DOT. After complaints of parents and engagement by the school, the City DOTE installed a new crosswalk with new signage on the intersection of Clifton Hills Av and Central Parkway. There is still work to be done as traffic is not complying well with this new crosswalk. Further, the level of traffic and pedestrian use may support additional infrastructure such as flashing lights, additional signage, etc. Marsh stated that this is about the kids, and CTM needs to support pedestrian safety through a resolution. Marsh advised that he had spoken with the Principal of the high school, Andy Farfsing, and he was supportive and welcoming of CTM's help on this matter. He also stated that he remains concerned about many drivers ignoring the traffic signs for school zone on Central Parkway.

Marsh moved the Board send the following resolution to City Council, the Mayor, City Manager, and DOTE Director Michael Moore by the end of 2016:

Pedestrian Safety at DePaul Cristo Rey High School

Clifton Town Meeting (CTM) is concerned with the safety of and DePaul Cristo Rey High School has a high concentration of pedestrians crossing main thoroughfare streets in Clifton;

CTM finds minimal pedestrian crosswalk signage and no signal lights at the two major points where students enter the school via Metro bus stops: Central Parkway at Clifton Hills Av and Ludlow Ave at Clifton Hills Av.

CTM requests that the City of Cincinnati DOTE take the following actions:

1. Evaluate if additional signage or signals for school zones should be installed on Central Parkway.
2. Evaluate if additional signage or signals should be installed at the pedestrian crosswalks at the intersection of Central Parkway and Clifton Hills Ave.
3. Evaluate if additional signage or signals should be installed at the pedestrian crossing at the intersection of Ludlow Ave and Clifton Hills Ave.
4. Report the details and conclusions of all evaluations to the CTM Board through the CTM Transportation Committee.
5. Include the CTM Transportation Committee in all communications with DePaul Cristo Rey High School.

Discussion.

Marsh stated that Principal Farfsing had seen this resolution in advance and supports it.

Motion passed.

Trustee Updates / Announcements

Hyland – asked that Trustee Marsh announce the Special Meeting via email tonight. Marsh agreed to do this along with creating events on social media (Facebook, Nextdoor) as well as the Clifton Community calendar.

Balz – During the 2nd week in January he will take down the greenery and lighting that CTM placed on the streetlight poles on Ludlow Ave in the Business District.

Marsh – this is his last month as a Secretary of the organization due to being term limited per the bylaws, and he looks forward to one of the Trustees deciding to take this role so that he can train them on the duties.

Urbas recognized and thanked Trustees that are leaving the Board (Adam Hyland, Erin Hinson, and Ben Pantoja). He appreciated the work that all have done for Clifton and CTM.

Public Q&A

Henry Frondorf – Running for City Council next year. Introduced himself. Husband and soon to be father of 4. On the Board of the Westwood Civic Association. Founded the Cincinnati Neighborhood Games. Seeks everyone's vote.

Michael Burrill – presented maps of McAlpin Avenue showing areas where speed bumps may be appropriate. Burrill lives on McAlpin Av. He believes a speed bump that is not as large as what is normally used would be appropriate. His maps showed 2 locations of potential speed bump placement. Burrill presented maps of Ludlow Avenue showing locations where signs can be replaced and updated.

Adjournment/next meeting

The meeting was adjourned at 9:06 p.m.

The next CTM Board meeting is at 7 p.m., Monday, January 9, 2017, at the Clifton Recreation Center. The next CTM meeting will be the Special Meeting on December 15 at 7pm.

Respectfully submitted by Kevin Marsh, CTM Secretary.