

Central Indiana Regional Development Authority
February 7, 2017
1:00 pm
Metropolitan Board of Realtors
1912 N. Meridian Street, Indianapolis, IN

Committee Members Present, Representing Quorum:

Tavonna Askew, City of Indianapolis
Keith Lauter, City of Greenwood
Chris Pryor, City of Carmel
Jack Russell, City of Westfield
Bill Sheldrake, City of Indianapolis

Others Present:

Anna Gremling, MPO
Taylor Firestine, MPO
Ryan Wilhite, MPO

I. Welcome and Introductions

Pryor called the meeting to order at 1:03 PM.
Introductions were made around the room.

II. Meeting Minutes

MOTION by Askew to approve meeting minutes, SECOND by Sheldrake.

III. Elections

MOTION by Sheldrake to close and approve nominations, SECOND by Russell.

IV. Bylaws

Wilhite distributed a memo reviewing suggested modifications made to bylaws since December 2nd meeting.

Changes included:

1. Addition of specific language on a budget and budget presentation;
2. Specific language on fiscal powers of the RDA; and
3. Statutory references.

Additionally, indemnification language was spelled out for each board member in the bylaws. **Wilhite** mentions the current iteration of the bylaws will be updated to include Carmel's and Westfield's indemnification language, which are still outstanding. Pending final review from members, the bylaws are anticipated to be approved at the second quarter CIRDA meeting on April 19th.

Askew asked whether it would be each board member's responsibility to ask for funding amount from members' respective jurisdictions. **Gremling** replied that this can be a combination of both, the MPO and board members having those conversations with necessary staff. **Sheldrake** asks if invoice can be presented to appointing authority in advance of submittal to the City. **Gremling** notes there is flexibility with this; **Sheldrake** and **Askew** confirmed they would like feedback beforehand. **Gremling** ran through the annual budgeting process, presenting in the first quarter meeting, approval in second quarter meeting, then invoiced to jurisdiction/appointing authorities.

Askew and **Pryor** concur that they would like to run bylaws by their appointing authority prior to the second quarter meeting in April for their approval; March 15th was mutually set as the deadline for final comments to be made to the bylaws. **Firestine** is responsible for emailing reminders to appointing authorities (cc: board members) two weeks out from that date.

Askew asked if the Indianapolis Office of Corporation Counsel (OCC) was added to bylaws for in-house legal representation. **Gremling** noted that there were no costs in writing from OCC, but the CIRDA would not be charged more than \$10,000 annually; outside legal counsel would cost more—around \$25,000. **Russell** asked if it would be worth putting to bid; **Gremling** said a request for qualifications process may be necessary. **Lauter** said from a budget perspective, OCC seems sufficient at this time. **Sheldrake** and **Askew** agreed, with **Askew** requesting the addition of language "reserving the right to retain your own counsel," but otherwise, using the Indianapolis OCC.

V. *Grant Agreement*

Gremling noted that legal counsel has reviewed and approved agreement with the Indiana Economic Development Corporation (IEDC), with some added clauses on indemnification. **Lauter** asked if the total amount not to exceed \$150,000 is fixed. **Sheldrake** said the language gives some cushion in the case that funding is not secured. **Sheldrake** asked if the grant is provided in full, or to be drawn from (reimbursable). **Gremling** responded that the grant is reimbursable. **Pryor** asked how required quarterly reports will be handled. **Gremling** said that this will be an administrative function of the MPO, though the MPO has not decided whether to do 30-day or quarterly drawdowns; copies of the reports can be made available.

MOTION by Askew to approve grant agreement with the Indiana Economic Development Corporation, Resolution No. 2017-RDA-002, SECOND by Lauter.

VI. *Budget*

Firestine and **Gremling** present the proposed annual budget. **Sheldrake** asked if the strategic planning line item would be completed by the MPO or an outside vendor. **Gremling** responded that this will be outsourced. **Lauter** suggested the board review feedback from the failed Regional Cities proposal and **Gremling** noted that a presentation of what other projects Indiana RDAs are funding will occur at each future meeting to help

facilitate dialogue and set goals moving forward. **Askew** and **Russell** noted edits needed to be made to the proposed budget to account for in-house legal counsel and revised within the \$150,000 ceiling. All member concurred with Scenario 2 (Active Members Only) for payment of dues, with **Wilhite** agreeing to update the bylaws to reflect this change.

VII. *Other Items of Business*

Gremling mentioned that Regional Cities Day at the Statehouse will be February 15th from 11:00 am to 2:00 pm. The CIRDA will have a table at the event, including informational handouts and copies of the grant application.

Pryor noted that Senate Bill 507 could bring dramatic changes to the functions of an RDA in Indiana, with a focused scope on economic development responsibilities.

VIII. *Adjournment*

MOTION by Sheldrake, SECOND by Russel to adjourn. Pryor closes the meeting at 2:13 pm.