

MILLBURN SHORT HILLS BUSINESS ORGANIZATION, INC.
BOARD OF TRUSTEES

THURSDAY, September 10, 2020 – 5:30 P.M.

Call to order: 5:35 p.m.

Members present at Town Hall: Jumana Culligan (late arrival), Jackie Benjamin Lieberberg, Nadege Nicoll, Michael Parlavecchio, Stephen Winer

Present via Zoom: Tracy Katz Levine, Andrew Morgan

Ex-Officio Members Present: Alex McDonald, Richard Wasserman

Due to multiple Executive Orders declared by Governor Murphy and in an effort to prevent further spread of COVID-19, the September 10, 2020 Meeting will be closed to the general public. Thursday's Board of Trustees Meeting will be streaming live via Zoom.

<https://zoom.us/j/91422314261?pwd=ajdXQnJaOURrRzdDdC9uaGloWW9wQT09> The public always has an opportunity to make public comment to the Board of Trustees during public meetings.

A. **SUNSHINE COMPLIANCE STATEMENT**

Notice of the time, date, location and agenda of this meeting, to the extent known, was provided at least forty-eight (48) hours prior to the commencement of this meeting in the following manner pursuant to the provisions of N.J.S.A. 10:4-6, et seq. (The Open Public Meetings Act).
By posting such notice in Town Hall and the Township's website,
By notification to newspapers on September 3, 2020 and
By providing notice to the Township Clerk.

B. **SALUTE TO THE FLAG**

C. **ROLL CALL – All those listed above were present from the start, with the exception of Jumana Culligan, who arrived late to the meeting**

D. **APPOINTMENT OF TEMPORARY CHAIR AND SECRETARY**

Andrew Morgan motioned to appoint Stephen Winer as temporary Chair, Nadege Nicoll 2nd. Roll call vote: All ayes (with Jumana Culligan not yet present)
Stephen Winer motioned to appoint Tracy Katz Levine as temporary Secretary. Michael Parlavecchio 2nd. Roll call vote: All ayes (with Jumana Culligan not yet present)

E. **ADOPTION OF BY-LAWS**

Michael Parlavecchio motioned to adopt the by-laws, Nadege Nicoll 2nd. Roll call vote: All ayes (with Jumana Culligan not yet present)

It will be a living/breathing document with changes made as needed. Tracy Katz Levine noted that she and others had questions and suggestions about some of the by-laws. It was noted that the by-laws may be amended. There was agreement to a form a sub-committee that will meet to relook at the by-laws and prepare proposed changes before the next meeting.

Michael Parlavecchio motioned and Jackie Lieberberg 2nd to authorize Tracy Katz Levine and Michael Parlavecchio as temporary authorized signatories of checks until the Executive Director is hired (as the by-laws denote that checks are to be signed by the Executive Director). Roll call vote:

All ayes (Jumana Culligan was in the process of arriving right about the time of this vote and did not vote)

F. ELECTION OF OFFICERS

1. NOMINATION AND ELECTION OF CHAIRPERSON – Nadege Nicoll motioned to nominate and elect Michael Parlavecchio, Jumana Culligan 2nd. Roll call vote: all ayes
2. NOMINATION AND ELECTION OF SECRETARY – Andrea Morgan motioned to nominate and elect Tracy Katz Levine, Stephen Winer 2nd. Roll call vote: all ayes
3. NOMINATION AND ELECTION OF TREASURER – Jumana Culligan motioned to nominate and elect Stephen Winer, Michael Parlavecchio 2nd. Roll call vote: all ayes

G. REPORT ON FILING OF ARTICLES OF INCOPORATION/TAX EXEMPT STATUS

Alex McDonald reported that the Tax Exempt Status Document for 501(c)3 status is in the process of being prepared for submission by the Township’s auditor

Alex McDonald reported that the Articles of Incorporation were filed with the state

H. OPEN CORPORATE BANK ACCOUNT

1. Request allocation of funds from Township

It was noted that the bank account should be opened at a local township bank. It was agreed to make a formal request from the Township for initial funds to be available for efforts for the balance of 2020. There was some discussion of the amount within a range of \$10,000 - \$25,000. Potential areas for which funds may be needed are marketing/social media person, marketing efforts, initial events. This needs to go to the Township Committee for approval. All expenditures will need to be approved in advance. Requesting funds so that multiple requests don’t need to be made for each item. Will need to be approved. A separate request would be needed if an Executive Director is hired in this timeframe. Stephen Winer motioned to make an initial request of \$20,000 to the Township Committee, 2nd by Andrea Morgan. Roll call vote: all ayes

It was noted that questions and comments are being posted in the Zoom chat. It was stated that first the formal agenda topics will be reviewed. There is a designated time for public comments.

I. PERSONNEL

1. **Executive Director search**

- Michael Parlavecchio and Stephen Winer are leading the Executive Director Search. They are working on the job description, using samples for neighboring towns such as Westfield, customized to our town (for example, leveraging of our beautiful parks); the draft is being circulated to the board.
- Seeking candidates for a seasoned professional in this field with a minimum of 10 years of experience, that will effectively engage all constituents. Looking to interview many candidates to find a truly excellent, outstanding person. Key is to address the 17% vacancy rate, in conjunction with township partners. Support

current businesses and seek out new businesses to come to town and facilitate the process.

- Will post on various state association websites. An email will be set-up for this at Town Hall so all will flow to one place.
- The Township is in the process of joining Downtown New Jersey program, which will entitle us to a variety of resources and guidance (recommended by Bob Zuckerman, who is the Executive Director of the Westfield SID and President of the organization).

2. Media/Communications assistance

- The committee is also seeking an experienced Marketing Consultant who will assist with all aspects of Marketing – a key role in addition to Executive Director. Recruit for both roles on a dual track.
- Initially hire as a consultant, project-oriented, take through the fall season/near-term. Potentially 15-20 hours a week initially. Details to be determined.
- Multiple audiences – business community and consumers.
- Many aspects – website has been discussed, social media (Facebook, Instagram etc.), newsletters (as done by many neighboring towns – such as Summit).
- Millburn Short Hills Business Organization is not the outward-facing name – a public brand will be developed.
- Important to promote all 5 business districts.
- Integrated approach, getting input from all constituents – business owners/merchants, property owners and residents. Website, social media, events etc.. are anticipated.

J. RECAP OF DISCUSSIONS WITH NEIGHBORING SID DIRECTORS

- There have been discussions with SID Directors in several nearby towns (some in Essex County and some beyond) such as Cranford and Westfield.
- They are very willing to talk and share insights.
- Apparent that it is a true specialty, and that there are very experienced people out there, unique skillset; an excellent Executive Director is key.
- There are opportunities for grants. Good to have grant-writing experience.
- Need to be strategic, focus on needs/goals and tackle shortcomings.
- Reminder to the group that the scope is all commercial districts of the township except for the mall – focus on all, not just the downtown, we will focus on helping all of our businesses.

K. PROPOSED SUB-COMMITTEES

1. potential committees include Marketing/PR Committee, Business Development Committee, Events Committee, Hiring Committee.

It was agreed that the following sub-committees will be formed. A form will be circulated among the SID committee to determine who wants to serve on which committee(s); names of those who expressed interest at the meeting are noted in parentheses. An interest form will also be available for community members on the SID web page, and will outreach to those who submitted Volunteer Interest Forms for the SID Board of Trustees. Community volunteers are welcome and encouraged.

- 1) By-laws – amendments would need to be approved by the SID Committee and Township Committee (Tracy Katz Levine and Michael Parlavecchio)

- 2) Recruitment/Human Capital (Stephen Winer, Andrew Morgan, Jackie Benjamin Lieberberg) – tap into organizations and (virtual) events/conventions, post in many places
- 3) Short-term Planning – Nadege Nicoll and Jumana Culligan shared that they are working on a presentation re: things to do in short-term/“low-hanging fruit” in 3 areas, developing a pamphlet about the SID, outline short-term goals, state the mission (Nadege Nicoll, Jumana Culligan)
- 4) Marketing/PR (Tracy Katz Levine, Jumana Culligan) – including market research and outreach
- 5) Business Development and Advocacy – identify new businesses and growth areas; help facilitate process for new businesses, make it easier; possible packet for potential new businesses interested in coming to town; preliminary/informal in advance of Executive Director being hired (Jackie Benjamin Lieberberg, Richard Wasserman)

L. SEPTEMBER PLANNING

1.Events and informal social media campaign

This was redefined as short-term planning (not just September with just two weeks left) and will be covered via the Short-term Planning Committee noted above

M. MISSION/VISION OF THE SID

There are documents and information available already – for example, in the recently developed SID Poster, in the by-laws etc.. Will pull additional info onto the SID page on the Township website and links to documents. Alex McDonald noted that this will also further synthesized by those working on the Marketing for this initiative.

N. COMPILATION OF COMPREHENSIVE LIST OF BUSINESSES IN THE SID DISTRICTS – Alex McDonald shared the following:

- There are some lists that exist, though they are not comprehensive and up to date
- The township has a list of email addresses of about 200 businesses
- There is a place on the Township website, business tab, for businesses to sign up for communications
- There is a pretty comprehensive list from the former Downtown Millburn Development Alliance (note: just the downtown district)
- Businesses in the additional districts need to be added, and businesses should be tagged by district (so that the list is sortable by district)
- The committee will check in with the Chamber of Commerce – for info available, and to collaborate and integrate as appropriate
- These need to be consolidated and filled in with new information

1.Outreach by SID committee members to each business

- Should be purposeful outreach to businesses
- Integrate with social media campaign – opportunities to highlight businesses
- Andrew Morgan recommended finding ways to actively keep business owners in the loop and informed about opportunities/key items in a way that is easy for

them – keeping in mind that it is difficult for small business owners to go to meetings

- Having complete and accurate email lists will be key to keep people informed

O. PUBLIC COMMENT – there were no public comments

Chairperson Michael Parlavecchio conducted an informal review of comments and questions in the Zoom and provided answers/insights. For some questions, Alex McDonald provided answers as noted below.

- Per Alex McDonald, the articles of incorporation were filed two weeks after the ordinance was passed
- Who is providing legal advice to this entity – per Alex McDonald, as of now, not a dedicated attorney or legal advisor; the Township attorney has provided counsel on development of ordinance; going forward, the organization will likely need to have legal counsel when necessary in some shape or form
- Alex McDonald will check about D&O Insurance for the Board of Trustees, and whether members are covered under the Township’s policy
- We envision having a website
- Michael Parlavecchio clarified that he is not and has never been an elected member of the Board of Chosen Freeholders of Essex County; he serves as an attorney for the Board of Chosen Freeholders. No comment on party affiliation, which was asked in the comments.
- Does membership in the organization referenced earlier (Downtown NJ), which is a resource organization, require a SID – need to check, don’t think required
- Can Township employees take on responsibilities and can we find a volunteer Executive Director – seeking volunteers, however don’t think we’ll get the caliber of what is needed from a volunteer Executive Director
- It was noted that the assessment is waived until 2022
- Yes, meetings will be posted on You Tube
- It was proposed for the future that anyone conversing or posting questions in the Zoom chat must list their name (vs. anonymous posting)

P. BOARD COMMENTS

- Meeting dates were set as follows:
October 13 – next meeting (*Post-meeting note: Date revised to October 15*)
November 17 – Annual Meeting
December and 2021 meetings will be established at that time
- Richard Wasserman expressed thanks on behalf of the Township to the volunteers who have joined the Board for giving their time and effort to this important initiative, conveyed that there is a lot of buy-in, so important to move ahead to help our restaurants and businesses
- Tracy Katz Levine noted that the SID is approved, that there is no direct tax/assessment impact on residents, businesses or property owners until January 2022, that towns in NJ and beyond that are recognized as innovative and thriving

all of SIDS/BIDS (for example, Cranford had a 4% vacancy rate prior to the pandemic), and made a plea to the community to work with us to help make this a success, toward our common goal of a thriving town

Q. ADJOURNMENT
 Adjournment: 7:25PM

Tracy Katz Levine
Secretary
Approved 10/15/20