

**Keyport Bayfront Business Cooperative
Board of Directors Meeting Minutes
Wednesday, May 8, 2024 at 7:00pm
70 West Front Street, Keyport NJ 07735**

Call to order:

Sunshine Law notice read by Attorney Joseph Manfredi

Roll Call Attendance:

Present:

Mayor Rose Araneo, President
Genevieve Andrews-Kelly, Secretary
Susan Montanti, Treasurer
Stephen Gross, Council Member
Joseph "JoJo" Merla
Jason Faltings, Resident
Doug Weider
Yulia Kravchin
Jacqueline Machado
Jetmir Kacaj (arrived late)

Joseph Manfredi, Attorney
Jack Straub, KBBC Administrative Coordinator
Nicole Gangino, Social Media

Absent:

Melissa O'Connell, Vice President

Pledge of Allegiance

Approval of Minutes for March 2024

Motion: Joe Merla
2ND: Jason Faltings
Approved, all in favor

Presidents Report

President Rose Araneo - nothing to report

Treasurer's Report

Jack Straub reviewed bank reconciliations for March and April which had been emailed to board members. Jason Faltings asked if all bands were required to have insurance, Jack Straub responded some contracts but not all had insurance certificates included. Melissa O'Connell would need to clarify but she was not in attendance at the May meeting. JoJo Merla and President Araneo asked Mr. Manfredi to follow up, he agreed.

Jack Straub pointed out a few minor discrepancies from the 2023 financial statements which would be resolved when the method of accounting was finalized. President Araneo stated there was a meeting with Mr. Polcari the day of the May board meeting, and it was decided KBBC would move forward with the

modified accrual basis of accounting. Mr. Manfredi and President Araneo stated there will be an offline meeting with Mr. Polcari.

President Araneo suggested moving forward the board approve the monthly Treasurer's Report. Motion to add approval of Treasurer's Report to monthly agenda, motioned by JoJo Merla, seconded Doug Weider, roll call approved by all, Jetmir Kacaj not yet in attendance.

Payment of bills for Joseph Manfredi and Nicole Gangino, motion by JoJo Merla, seconded Jason Faltings, roll call approved by all, Jetmir Kacaj not yet in attendance.

Committee Reports

Social Media Nicole Gangino

I Love Keyport and Taste of Keyport are being promoted heavily on social media, on calendars and in the local Patch, as will also be sending out a notice to the email list. Garden Walk, Car Show coming up will be promoted, Woofstock has been handled by Deb Muller. Will get together with Melissa when she returns on big events through the fall. Jason Faltings mentioned a problem on the website with notice for the I Love Keyport event, Jack Straub stated he had just been given access today to make changes on the KBBC website, it will be corrected by the end of the week. Nicole is updating the KBBC QR code.

Administrative Jack Straub

Second KBBC sign - Borough Administrator is waiting for approval from Green Acres, to install the sign on the grass at the base of the Mini Park as previously discussed. Ribbon Cuttings - Premo, Anyway You Wine It, Smokey's Doggy Cafe, and Brinia's Sazon are tentatively scheduled for May 18. Keyport Cash "We Accept" stickers for businesses - working on an updated version. Woofstock is filling up quickly, Deb Muller has been handling all registrations. She also left posters for board members to take tonight.

Visual Improvements Susan Montanti

Visual Improvements meeting was held at Susan's Driftwood office. Attended by Susan, Melissa O'Connell, JoJo Merla, John Merla, Ann Boyce, Donna Purcell, and Mary Holtz. Ideas discussed for future consideration included bike racks, emptying of trash cans on a more regular basis, and building standards for new businesses. President Araneo mentioned standardization of street signs was discussed at last night's Borough Council meeting. Susan also mentioned parking enforcement (lack of) was also mentioned at the meeting as a problem area. Planters from the boat ramp area are being relocated.

President Araneo mentioned she would like Chief Torres to attend the next KBBC meeting to discuss parking. Chief Torres is working some of the recommendations from the parking study done a few years ago by Andrew Kelsey. Other items from the Visual Improvement meeting in need of immediate attention are power washing of MiniPark and removal of some remaining tree stumps in sidewalks on West Front Street. Jack Straub updated costs to replace American Flags which KBBC had purchased in 2019. Flag kits which were \$40 each in 2019 are now \$80 each, KBBC had purchased approximately 36 flag kits then.

Events

Melissa had sent an email to the board for events to be discussed at the meeting, Jack Straub addressed the issues. Melissa stated volunteers from businesses are necessary to staff the KBBC tents for Taste of Keyport and I Love Keyport on May 18. Three or four people will be needed for Taste of Keyport check in from 11:00-1:00 as well as two or three others for the Keyport Cash table. Yulia is working on a map showing participating restaurants and trolley stops.

A discussion started regarding Keyport Cash and information provided on the back of the certificate. Motion to open to public, motioned and seconded (inaudible). Donna Purcell said a decision had been made by the board previously to not require names but to record the certificate number when taking email addresses. John Merla mentioned addresses were originally taken to determine where people were coming from, Jack Straub stated we now ask for zip code with email address. Susan Montanti mentioned possibly using a QR code for Keyport Cash. Donna Purcell stated emails have been collected for years, but have not been consistently entered into a database. President Araneo said new emails should be entered into Mailchimp database. Jack Straub suggested possibly purchasing an ipad or two to register email addresses when distributing Keyport Cash. Ann Boyce suggested the board should meet to discuss further steps. President Araneo said things will stay in place for May events and board members can research and bring information on possible alternatives to the June meeting.

President Araneo again mentioned volunteers are needed for May 18 Taste of Keyport and I Love Keyport Day. Susan Montanti said someone from her office will be at the KBBC tent, and Susan will be working with John Merla at the oyster bar.

For the Woofstack event, JoJo Merla said Best Tile has dog themed key chains to hand out. Susan Montanti also has dog themed bags to hand out. Board discussed what businesses from off West Front Street could bring to the event. It was agreed businesses with dog themed items could bring items to hand out, KBBC will have a central area for them to distribute their items.

Motion to close to public, seconded (inaudible), no vote.

Keyport Car Show discussion regarding registration and deadlines. Yulia can set up an Eventbrite event and send to Jason.

Marketing

President Araneo went over marketing items on agenda from Melissa's email. Eventbrite account is being used for Taste of Keyport. Upcoming KBBC events are being added to website. QR code is being updated by Nicole. Updated 2024 Restaurant Guide is in the works. Yulia believes that may be the map and list of stops for Taste of Keyport which she is updating.

Susan Montanti would like to have IDs for KBBC members at events, with member names or volunteer.

New Business

President Araneo announced she had called Mr. Manfredi today to ask if KBBC would be able to do a fundraiser or GoFundMe for the four businesses displaced by the condemnation of the 29 West Front

Street building. He stated KBBC ordinance and bylaws do allow it. President Araneo asked if meeting could be opened to the public, Mr. Manfredi said yes. No motion or vote was recorded. Vinny Kyne, commercial property owner, started speaking and addressed comments made by affected businesses owners at the previous night's Borough Council meeting. Mr. Kyne spoke for several minutes, President Araneo then asked if session could be closed to the public. Mr. Manfredi asked for a motion to close to the public, all in favor by voice vote. JoJo Merla suggested Treasurer and one other person should set up the GoFundMe, Susan Montanti said she could figure it out, and would work with John Merla.

JoJo Merla updated status of the condemned building, he stated his forensic insurance adjuster would be making a determination on May 9 as to the future status of the building. President Araneo stated that as Mayor speaking on behalf of the Borough, we are doing everything we are supposed to be doing by the book.

Mr. Manfredi asked Mayor Araneo for a resolution to establish a GoFundMe page and also authorize the board to take other ancillary action to affect the wishes of the board to assist these business owners. Motion made by several board members at the same time, roll call all in favor except Joe Merla, who recused himself because he is the property owner.

President Araneo asked if the board would be going into closed session, Mr. Manfredi stated they would be to discuss bylaws and the KBBC audit.

Motion to open to public by JoJo Merla, seconded by Jason Faltings, all approved by voice vote.

John Merla, 34 Broad Street - attended the Borough Council meeting the previous night, addressed some public comments which have been made. He is in favor of KBBC helping the affected businesses, volunteered to contribute services of his business. As for the visual improvements meeting, he is meeting with three contractors to get quotes for power washing the downtown sidewalks from Beers Street to Broad Street and the MiniPark. He will forward the quotes to KBBC to provide an idea of costs involved. Valley Bank property will be cut and cleaned up before I Love Keyport event.

Ann Boyce, 42 Broad Street - would ask about KBBC website but it was stated at this meeting that Jack Straub will be taking care of it. Would like to know if the contract for Mr. Manfredi has expired or is an automatic rollover. President Araneo said it was signed in December, Mr. Manfredi stated it was signed December 8 and passed unanimously by the board at the time, and was changed to match the calendar year to expire the end of December. Ms. Boyce asked if the board is interested in hiring a real Executive Director, President Araneo responded she doesn't think the board is at this time. Ms. Boyce asked if the board thinks the attorney should be attending every meeting instead of being on retainer, President Araneo responded she would like the board members to speak on that. Several board members spoke in favor of having the attorney present at all meetings.

Ms. Boyce asked about the KBBC audit, would like to know if the IRS fines will be resolved. Susan Montanti stated she was on the call earlier in the day with Mr. Polcari, Mr. Manfredi and the Mayor, and they were told they had to sign the forms tonight to then move forward and try to address the fines. Ms. Boyce also asked where the bylaws stand, President Araneo stated the board would be going into closed session to discuss.

Motion to close to the public by JoJo Merla, seconded, all approved voice vote.

Jack Straub asked a question regarding the audit, since Susan Montanti had stated she had been on a call with Mr. Polcari earlier in the day. Mr. Manfredi stated the audit would be addressed in closed session. Mr. Straub asked why it would be addressed in closed session, since the KBBC meeting in

March when Mr. Polcari spoke had been during open session. Mr. Straub said he wanted to state for the record that he had sent an email to Mr. Polcari on behalf of the KBBC board on March 21, asking him to address the IRS fines, and Mr. Polcari has not responded. President Araneo stated he had spoken to them today, and Mr. Manfredi stated Mr. Polcari had contacted him as well. President Araneo stated the board had not yet heard what happened in the meeting earlier in the day with Mr. Polcari.

Motion to enter closed session by Jason Faltings, seconded, all approved voice vote. Action may be taken.

Motion to go back to open session by JoJo Merla, seconded Jason Faltings, all approved by voice vote. Mr. Manfredi stated there was one item for action from the closed session, resolution of the board to authorize and direct the submission of two audits for 2022 and 2023 as well as 990s as well as to authorize and direct the auditor, Mr. Polcari, to file any necessary applications to abate any fines with the IRS. Motion by JoJo Merla, seconded Jason Faltings. Roll call by Attorney Joseph Manfredi: Mayor Araneo yes, Susan Montanti yes, Council Member Stephen Gross yes, JoJo Merla yes, Jason Faltings yes, Doug Weider yes, Yulia Kravchin yes, Jacqueline Machado yes, Jetmir Kacaj yes. Genevieve Andrews-Kelly not present, she had previously left the meeting. Motion carried.

Jack Straub stated that when Mr. Polcari had attended the March KBBC meeting, he had committed to sending the board drafts of both audits and tax returns. Mr. Manfredi said they were sent to the board, when Mr Straub asked when that had happened, Susan Montanti stated they only go to the Executive Board, and they were sent today. Mr. Manfredi said the full board received them, Susan Montanti stated they were distributed after their meeting.

President Araneo brought up one item under new business. The Borough has a business license which has been in effect since 1972, the ordinance was not followed with a form. The ordinance has not been followed in many years, but will be going into effect beginning January 2025.

Motion to adjourn, seconded (inaudible), all approved voice vote.