

Woodland Park Downtown Development Authority Board of Directors

**City Hall – City Council Chambers
220 W. South Avenue, Woodland Park, CO**

REGULAR MEETING MINUTES

March 1, 2016 – 7:30 AM

CALL TO ORDER AND ROLL CALL: Merry Jo Larsen, Chair, called the meeting to order at 7:30 AM.

IN ATTENDANCE - Board of Directors: Merry Jo Larsen (Chair), Noel Sawyer (Vice Chair), Al Born (Secretary/Treasurer), Tanner Coy, Jon DeVaux, Vera Egbert, Dale Schnitker. **Absent:** Jan Wilson. **Staff:** Brian Fler, Executive Director; Carol Lindholm, DDA Staff. **Others Present:** David Buttery, Sally Riley, Lor Pellegrino, Wallie Dingwell, Darlene Jensen, Neil Levy, Brooke & Karolyn Smith, Debbie Miller, Bob Foster, Arden Weatherford, Jerry Good, Tim Dienst, Michael Faber, Marty McKenna, Tyler Lambert, Dave Langley, Judy Crummett, Jane Enger, Dave & Deb Strawn, Val Carr.

Larsen recognized and welcomed Michael Faber to the meeting. Faber recently sold his business, Joanie's Deli, and thus resigned from the DDA Board of Directors. Larsen expressed appreciation for Faber's contribution to the DDA Board.

APPROVAL OF AGENDA AND MINUTES:

MOTION: To accept the agenda as presented. Born/Schnitker. Passed 7-0.

MOTION: To approve the minutes of the January 5, 2016 Regular DDA Meeting. Egbert/Born. Passed 7-0.

MAIN STREET UPDATE: Darlene Jensen, Main Street Coordinator, gave a report on Main Street Activities. Main Street participated in the "Moose is Loose" retail campaign. The campaign was successful and the community supported the event and supported Main Street businesses. Main Street has submitted for a mini-grant which will support one or two kiosks in the Main Street area. The kiosks will direct visitors to Main Street businesses. Main Street supports the Farmers Market location in the downtown. Main Street is working on a walkability study. Main Street is supporting the Woodland Park 125th Anniversary activities. There will be a bonfire on March 12. A 50-year old time capsule will be un-buried at the 4th of July event.

NETCO (FIRE DISTRICT) REVENUE SHARE PROPOSAL: Fler recognized Tyler Lambert from the Fire District. Fler referenced an email from the Fire District as follows:

"Here is what NECTO is looking for in an IGA with the DDA: We would like the DDA to make the District whole on ALL projects moving forward. To do this, the DDA would give back 13.182 mils on each project moving forward. And when the DDA TIF agreements that are currently executed expire with the DDA, we would asked that those 13.182 mils be returned as well."

Fler explained, on any new TIF agreement, for example, if we were to have a "Trail Ridge 2" then the Fire District would like to receive the 13.182 mils. And also, Fire District would like the 13.182 mils on any lapsing projects. Fler asked Lambert if he had any comments. Lambert is

looking to see if the DDA will move forward with this proposal. Fler noted that in 2001 the DDA District formed. Since that time, there were two inclusions to the District – the Trail Ridge site and the Paradise Lodge site. As a function of those parcels coming into the District, there was an action by the DDA Board that a revenue share would be considered on any new TIF agreements on those expanded properties.

Fler referenced a spreadsheet in the packet “Woodland Park Downtown Development Authority – Trail Ridge Apartments – TIF Proposal – WP Loan – Tax Entity Payments – May 2013”. Fler met with the Fire District and the Ambulance District and the DDA Finance Committee to structure an agreement to honor the revenue share request. Fler referenced line 20 of the spreadsheet “NE Teller Co Fire – Annual Payment” based on 25%, 50% and 75% payments. Fler noted that this is the agreement that is in place now. Fler then referred to the revenue analysis, where these numbers are plugged in. The Board will need to consider the idea that on any new TIF agreement the Fire district would receive all dollars back, approximately 13.1 mils. The Board will have to consider if the Trail Ridge annual payment schedule would need to change under a proposal for full reimbursement to the Fire District. The Board will also need to consider the Ambulance District for reimbursement. Ambulance District is approximately 3.9 mils. Fler reviewed the numbers on the spreadsheet. Additional TIF agreements could increase these numbers. Fler will take this to the Finance Subcommittee and will then bring back to the Board.

Sawyer asked if there has been discussion with the Ambulance District. Fler said that the Finance Committee met with the Fire District in 2013. Ambulance District would have to officially make a request.

Sawyer asked what the base was. Fler explained that when the DDA was formed, there was a base assessed value. That amount, the base, the full amount goes to the taxing entities. Anything beyond the base comes to the DDA; this creates the revenue to the DDA.

Coy asked if an IGA would be a legally binding contract that would obligate the DDA, or is it a general consensus by the Board to show intent to make them whole? Fler said it was in essence a contract; it could be a resolution. It’s an acknowledgement that the Fire District has made a request as they don’t feel they’re getting adequate revenue for new construction. For example, Trail Ridge is fairly significant and will generate service demands, so the Fire District would like to see some additional revenue.

Coy asked if we proceeded without an IGA, does the DDA have the capability to make the Fire District whole on any upcoming TIF agreements without an IGA. Fler thought that legally, yes, but thought it would be better to have a policy moving forward. Fler would have to research if the TIF agreements could be isolated. But we do need a policy moving forward for new and lapsing TIF agreements.

Fler noted that there would be a Finance Committee meeting in the near future to discuss.

Coy wondered if we could make the Fire District whole without an IGA or a legally binding contract. Is it necessary to have a legally binding contract? Could there be a general consensus that we’re in agreement and can that be recorded publicly? Would that satisfy the Fire District? Fler said it could be in the form of a resolution. Schnitker noted that some projects might require more service from the Fire District than others, and so do we need to limit ourselves, and we also need to consider the dollars that the DDA needs. For example, an apartment complex would generate more need for service than a storage unit. Fler will discuss with Benedetti if this could be done individually.

WOODLAND STATION – WEATHERFORD PROJECT DISCUSSION – ARDEN

WEATHERFORD: Fler reported that the agreement with Woodland Park Beer Garden LLC has terminated and Weatherford is here with a proposal for Lot 2.

Weatherford said that we are not in complete agreement that the contract has been terminated. Weatherford referenced a packet that he distributed to the Board at today's meeting. (Packet contained a letter (below), two Lot 2 site plans, and a ten year summary of the project.) One of the issues was that the road infrastructure that the Aquatic Center was going to complete, fell to the Lot 2 project to complete when the Aquatic Center moved out of Woodland Station. This was not what they bought into when they purchased the Amerigas property. However, Fler and Weatherford sat down last summer and discussed some alternatives, essentially tearing up the old contract and moving forward.

Weatherford then reviewed the proposal on page 2 of the letter contained in the packet, below:

March 1, 2016

To: Woodland Park Downtown Development Authority Board
From: Woodland Park Beer Garden LLC (WPBG), et al.

We too were disappointed with the departure of the aquatic center from Woodland Station. It seemed like the best possible solution to what had become a very sticky problem.

What should be made very clear is that in April of 2014 the same road requirements that proved too much for the Aquatic Center were given to us as a prerequisite for moving forward with the Beer Garden.

The CDOT letter was dated March 2, 2012, but it was not disclosed to us until the April 2014 meeting. Perhaps we should have claimed fraud right away, but many of you have said you had not seen it either. The City Engineer characterized the letter as the result of the City being in a hurry to start the hardware store and negotiation with CDOT. That project was spearheaded by Beth Kosley. The circumstances of her departure were unfortunate.

We didn't claim fraud. We patiently participated in the concept plan, followed the Aquatic Center process, and continued to spend time and money making plans.

We were rewarded for our patience on May 5, 2015.

[PAGE 2]

This is my proposal. It's the same plan as before with few changes.

Step 1

Remove gas tank that has deterred development interest. (Done)

Step 2

Real Estate Assemblage

Combine Parcel 1 of Lot 2 with AmeriGas. (Stuck here)

The original Parcel 1 as discussed repeatedly in meetings and as shown on exhibits and applications totaled 48,597 square feet. (See attached exhibit)

We are agreeable to accepting a parcel half that size providing WPBG is not required to build a parking lot on that parcel. This smaller lot will be oriented as shown in the attached exhibit.

This will leave the DDA with a very large marketable corner lot directly on Center Street.

Step 3

Increase activity on Beer Garden parcel and add a sense of place/center of town element to downtown that can be seen easily from Hwy 24.

Farmers Market has always been on our radar screen, and now is the time to include them.

Increased traffic and investment attracts more investment which will make the DDA's Center Street parcel and our Amerigas parcel more desirable for higher and better uses.

Urgent steps for 2016

Brian Fler will initiate and DDA will pay for a grading plan for all of Lot 2.

WPBG has retained and will pay for a traffic engineer and will work with DDA and City to make an attempt to get past CDOT obstacle.

We will work together to get the site useable.

We will work with the Farmer's Market.

We will work with Darlene Jensen to assist with Festival Friday concept.

Continue plans for the pavilion with the hopes of having the parcel subdivided, and permits in hand in time to start construction right after the final Farmer's Market of the season.

For 2017

Stretch Festival Friday to the entire weekend. Encourage Farmers Market vendors to stay Saturday and Sunday. Add food vendors.

Fler has talked with Weatherford and has also spoken with the Farmers Market. Fler asked Weatherford if he would accommodate the Farmers Market for the long term. DeVaux asked if we sell the other part of Lot 2 to a business, where will the parking go. Fler said that would be something the Planning Dept. would have to work through. Riley remarked that it would be likely that part of Lot 2 would be use for on-site parking, and also for the extension of Saddle Club Ave. Fler noted that the parking we are currently looking at for the Farmers Market and for the Beer Garden Pavilion is off-site. Fler asked Riley what was being proposed. Riley responded that for this temporary use, Weatherford has offered the Amerigas Property, plus along Center St., and the Vectra Bank lot. People will be parking on the north side of the highway as well. Hopefully the new pedestrian signal will be in place by then. Buttery said this is in CDOT's plan. DeVaux noted that at some point the rest of Lot 2 will be taken up by another entity. DeVaux wants to make sure that there will be parking for Farmers Market in the long term. Weatherford noted that there is discussion with Vectra for long term use of that lot. Fler referred to the Woodland Station Site Plan in the packet, and referenced the area that the City now owns south of the Amerigas Parcel. A portion of that may be able to accommodate some parking. Riley noted that Weatherford has retained a traffic engineer, which will generate trip generation data for the Beer Garden Pavilion which will be submitted to CDOT.

Fler referenced the CDOT letter which talks about the buildout of Saddle Club Drive with further development in Woodland Station beyond Woodland Hardware. Fler asked Riley to elaborate on this, and also, where is Weatherford in process regarding the Site Plan review

and/or permitting. Riley noted that when Woodland Hardware was going in, Matrix Design Group did a traffic study based on an estimated buildout scenario of Woodland Station; estimated to be about 24,000 SF of commercial development. Based on this estimate, CDOT said that the 2nd phase of the development would trigger a connection to West St. and a right hand turn pocket on West St. onto Highway 24. The staff met with CDOT and emphasized the need for a traffic signal at Center St. This does not meet CDOT criteria as it's too close between West St. and Fairview. But, they did agree in theory to keep an open mind the possibility of a signal at Center St. Now we believe that the Beer Garden Pavilion probably will not generate enough trips compared to the first analysis, and will probably will not need major improvements, but we will have to see how CDOT reacts.

As to where we are in process; Weatherford submitted revised site plan in February, staff reviewed and provided comments, Weatherford responded, and we are waiting to see what traffic engineer says. There will not be a letter of approval sent to the applicant until we know what the DDA wants to do.

Fleer noted that he was not asking for a vote on Weatherford's proposal today.

DeVaux noted that at one point CDOT noted that if they put in a HAWK system (pedestrian signal) they would probably never put in a traffic signal. DeVaux noted he would rather see a traffic signal at some point.

Sawyer asked if there was discussion to bring the Farmers Market back to Memorial Park. Buttery responded yes, but it's up to the Farmers Market where they want to be located. There will be space at Memorial Park if they would like to locate there.

Coy said that it sounds like the status of the Disposition and Development Agreement is in question. Weatherford started his comments today by challenging if it was terminated. Fleer responded that the agreement is terminated. Coy asked if a letter of termination has been issued. Fleer said that Benedetti is working on that and it will be issued. Weatherford said that he had received a Letter of Default. Weatherford asked why we can't just talk about what we can do moving forward. Fleer said anything we did moving forward would be under a new agreement. Larsen said that we all agree that we should move forward. It's official that the old agreement is over.

Coy commented on Riley's comments regarding the site plan review. Coy commented that it sounds like plans have been developed, submitted and reviewed around a contract that we have terminated and that were not reviewed by the DDA. The review process was a point of contention the last time we went through it. The process at the time was held to blame for some of the failures. There was a lot of work trying to iron out the wrinkles in the process, the result being that there would be concurrent review by DDA and City Planning. Coy wondered why DDA had not been involved in the review thus far. Fleer responded. This could not move forward without the interaction of the Planning Dept. As Riley stated today, no letter of approval will be issued without DDA approval. Fleer feels that the DDA will have plenty of time to respond to what Riley puts on the table. Fleer feels that the process can still be concurrent. Larsen noted that this will all be taken into consideration as we move further with Woodland Station. Fleer has not brought an agreement to the Board before there was concurrent DDA review. The Board will have to decide how they want to review that. Coy noted that he sits on the Design Review Committee and there was an agreement to operate concurrently. Coy feels that what is happening now is not what was agreed upon. As a committee member, Coy needs to know how the Design Committee is to operate. Coy feels that what Weatherford has put

together has some good goals. Coy noted there is a problem with the conveyance of the property, and this needs to be worked out.

DeVaux noted that some of the problems with Design Review was with Kip Unruh, not Weatherford. DeVaux noted that he thought anyone on the Board could be on the Design Review Committee. Fler noted that this would need to be a Board consensus. DeVaux is in favor of moving forward.

Fler is going to recommend a Special Meeting in March to discuss this topic. Under discussion will be our direction with DDA interface; lot conveyance; and design review. In the meeting we can set that process up to be clear to the individual proposing it, and to the Board.

Sawyer feels that if Weatherford goes through Planning, then comes to the DDA, then back to Planning, maybe this would work. Larsen noted that this is not the process that was agreed upon by the Board, that it was to be a concurrent process.

CITY/DDA IGA REGARDING LOAN: Larsen noted that this was to be discussed in Executive Session. Fler noted that the loan is up in June of this year and we will discuss this and the metrics.

DDA BOARD VACANCY: Fler explained that anyone who was interested in applying for the vacant Board position needs to submit their application to the City Clerk. The City Council will make the appointment at the March 17 Council meeting.

DDA SPECIAL PROJECTS – FARMERS MARKET: Fler welcomed the Farmers Market representatives. Farmers Market is looking for a location for this summer. Fler introduced Judy Crummett. Fler asked for consensus that there is support to hold the Farmers Market in Woodland Station. Crummett noted that the group is excited about locating in Woodland Station and in helping bring people to that area. The Farmers Market is looking to find a permanent home. Right now, the space behind Bergstrom Park seems like it would be a good location. There has been some discussion of a permanent building, and if this occurs, the Farmers Market could operate year-round. Riley noted that the Arts & Crafts group will co-locate with the Farmers Market. Coy noted that he supported the Farmers Market in Woodland Station, along with other events like the Beer Garden, Vino & Notes, and any other events that can take place in Woodland Station. Coy suggests we take action to improve the land so that it can be of value as a venue. Coy urges utilization of that land for maximum community benefit, while maintaining maximum development potential and value through continued ownership of the entire property. Until such time that a development plan is submitted that presents sufficient value to, A: Allow DDA to provide necessary infrastructure; B: Justify the loss in any potential value, and C: Attain any other goals that this DDA will set for Woodland Station.

Fler noted that Farmers Market in 2016 will be under a Temporary Use Permit.

DeVaux noted that there are all kinds of things that will attract people to the downtown besides retail, such as festivals, etc.

Larsen asked Crummett if she would be willing to come to workshops regarding the future of Woodland Station. Crummett is willing. Larsen would like to have four meetings in March and April.

Crummett thanked Weatherford for his support.

GENERAL DISCUSSION BY DDA BOARD: Larsen asked for consensus from the Board to meet to discuss Woodland Station in four meetings. Board has given consensus.

Fleer announced that there would be a Finance Meeting and a Special Meeting in March.

AUDIENCE PARTICIPATION ON ITEMS NOT ON THE AGENDA: Riley reported on the Goodwill proposed to be near Walgreens. Valley View Apartments are proposing 24 affordable housing units. The Aquatic Center site plans are available for viewing. Pellegrino reported on the proposed assisted living facility near the old Tweeds building/old Paradox building.

Dave Strawn noted that he was a property owner adjacent to Woodland Station.

Bob Foster suggested that the Board decide the overall plan for Woodland Station soon.

Larsen introduced Jerry Good of Williams Log Cabin Furniture. Good commented that it was refreshing to hear the idea of events to draw people downtown.

Debbie Miller announced a Lunch & Learn by Teller County Assessor, Betty Clark-Wine regarding right to privacy. March 11 is the Annual Chamber Dinner. March 16 the Chamber is holding a Woodland Park Candidates Forum. The Chamber will have a booth at Charis Campus Days. There will be a social media class in April. Chamber special events will be displayed on rack cards this year instead of posters.

Val Carr introduced himself. Carr is running for City Council. Carr noted that he is a former small business owner and is pro-business.

EXECUTIVE SESSION: NONE. Larsen noted that due to the time, the Executive Session would not be held today as some Board members had to leave. Fleer noted that the Loan could be discussed at the Finance Committee meeting.

MOTION: To adjourn the meeting. Sawyer/DeVaux. Passed 7-0.

Meeting was adjourned at 9:00 AM.

Recorded by:

Carol J. Lindholm, DDA Staff

APPROVED THIS _____ DAY OF _____, 2016

Al Born, Secretary/Treasurer