

**Woodland Park Downtown Development Authority Board of Directors**

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

**REGULAR MEETING MINUTES**

**August 2, 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/City Council Rep), Al Born (Secretary/Treasurer), Ellen Carrick, Tanner Coy, Jon DeVaux, Jerry Good, Elijah Murphy, Jan Wilson. **Staff:** None present. **Others Present:** David Buttery, Darlene Jensen, Neil Levy, Debbie Miller, David Neville, Mark Rabaut, Donnie Beson, Pat Hill, Marty McKenna, Val Carr, Vickie Good, Brooke Smith, Curt Grina, Vera Egbert, Suzanne Leclercq, Arden Weatherford, Pete Labarre, Paul Saunier.

**ADDITIONS, DELETIONS, OR CORRECTIONS TO THE AGENDA:** Coy requested to add CORA Policy to follow item #8.

**MOTION:** To approve the corrections to the agenda. Wilson/Sawyer. Passed 9-0.

**APPROVAL OF JULY 12 AND JULY 18 MINUTES:**

**MOTION:** To approve both minutes. Coy/Murphy. Passed 9-0.

**DDA WEBSITE:** Sawyer presented options for a DDA website. He suggested WoodlandParkDDA.org as the URL. The cost would be \$75 to own the URL for 5 years. Web hosting would be free. The website would allow for members to have their own emails. The site still needs to be structured but he suggested a Home page; an Info page where documents, meetings, and special events could be posted; About the DDA page that could have bios of the Board; and a Contact page where people could email Board members directly or there could be a contact form that would go to a specific member for handling (Sawyer suggested the form).

He additionally suggested a Facebook page. He has a gentleman that would design that for free. The only consideration is that a Facebook page would allow comments from the community.

Coy asked who would maintain the website and Facebook page and who would respond to community comments. Sawyer said that maintenance wasn't necessary and to let the public handle their own comments; if someone posted something inappropriate, Sawyer could remove such comments. Sawyer also said that the Facebook page could be by invitation only to begin with. He further explained that there would be no cost to maintain the website and it would be quite simple. He volunteered to do the maintenance as well as train another Board member.

Murphy suggested that since the DDA is a public entity, to be in accordance with the Sunshine Law, to make the Facebook page open to the public and not by invitation only. Sawyer said that there are still several weeks of planning ahead on this, so that will be discussed further along in the process.

Coy asked for clarification that the \$75 would be paid by Sawyer and then reimbursed to him; Sawyer confirmed. Coy also asked for clarification that Sawyer would be the administrator for

both the website and the Facebook page; Sawyer confirmed, adding that he could train and bring in another Board member for when he is unavailable.

**MOTION:** To approve. Coy/Carrick. Passed 9-0.

Larsen also added that Val Carr offered to help with this at the last meeting and offered her gratitude for the offer.

**FINANCE REPORT:** Coy met with Wallie Dingwell on July 21, 2016 to review DDA financials. He was given a copy of the General Ledger history and reviewed a portion of it along with some other financial statements with Mr. Dingwell. For now, DDA is below budget on expenses and appears to be coming in low on revenues as well.

Coy explained that revenues are sent from the Assessor's office to City Finance directly and are deposited automatically every month. The reporting process was clearly laid out and he will be reviewing the Revenue Report periodically

As for invoices due, all invoices for payment are left in a DDA bin on a wall in an office at City Hall and require 2 signatures (Chair and Treasurer) and the General Ledger account number to be paid and properly recorded by the Finance Department. Vice Chair and Secretary are secondary signatories. Since the last meeting, the DDA has reviewed and approved all invoices for payment, which were for flowers, cleaning, and TIF reimbursement for the Dinosaur Resource Center.

Coy also said that there appears to be a savings of \$60k per year or more if the DDA continues to operate without staff.

Coy met with David Buttery to review Mr. Buttery's financial analysis, but has not yet completed a thorough review. He will have more details and perhaps a proposed 2017 budget for the Board at the next meeting.

Woodland Hardware may owe approximately \$600 to the DDA as a payment in lieu of tax per the TIF Reimbursement Agreement. Coy needs to do further research and get back to the Board.

**CITY DEBT REFINANCE:** The 2nd amendment of the 1st amended and restated IGA regarding the city loans specified July 27, 2016 as the loan maturity date. Without adequate funds to pay the debt, Coy is continuing to pursue bond issuance through Vectra Bank as a means to refinance. The City Manager delivered a letter to the DDA Chair on July 15, 2016 reminding DDA of its obligations and the loan maturity date, and requesting weekly updates on the progress towards refinancing. The DDA replied on July 18, 2016 requesting a 6 month extension. On July 21, 2016 at the City Council Meeting the DDA's request was approved. The Council has also agreed to accept updates from the DDA as they are available. The possibility of negotiating good-faith payments was also discussed.

Coy met with Dale Schnitker on August 1, 2016 to discuss revisions needed to the bond issuance proposal previously provided, which include an increased dollar amount since the initial proposal was not approved by Council.

Coy stated his intention of attending the Council meeting on August 4, 2016, and to keep both Council and the DDA updated.

**COUNTRY LODGE EXPANSION:** Mark Rabaut asked for an extension of the TIF proposal dated October 16, 2014. He explained that their initial plan was to do a 40-room addition to the existing building, including 9 higher end suites. The plan now, however, has changed to a 63-room new build. He is currently talking with several franchises, including Sleep Inn & Suites and Microtel.

He has been working on due diligence for the past 6 months to determine the best direction to go. He explained that a traffic study needs to be done, which was ordered on August 1, 2016, as well as a feasibility study, which was started about 2 weeks ago and should be completed in 2 months.

Assuming the DDA Board is willing to extend the proposal, Rabaut has engaged with an architect who is drawing plans, an attorney who is reviewing the franchise agreements, SBA loan consultants, and civil engineers to do soil boring, surveys, and topographical maps. He is also meeting with Greg Moore of Charis Bible College to see what their future plans are and how that will impact this project. It will take about 2 1/2 months and \$70k to do this preliminary work to see if it is worth moving forward on. He hopes it is.

Larsen said she liked the idea and asked for a motion to move forward with the extension. Good made the motion but Sawyer was unclear and wanted more information. Without a second motion, Larsen asked for 2 volunteers from the Board to work with Mark Rabaut and Sally Riley to move the project forward and create a new TIF proposal, new request, and new venue.

Rabaut said he would like the new TIF proposal to have the same parameters as the original proposal for the purpose of working with the SBA and getting financing. Sawyer said the numbers would have changed by now. Rabaut explained that the current estimated costs are \$5.5 million, with \$500k-\$1million being soft costs.

Sawyer clarified that the motion on the floor is to create a new TIF proposal. Larsen confirmed. Coy explained that without certified itemization of costs that are required for insertion into a TIF document, the DDA is unable to draft a full TIF agreement, so he suggested that a new proposal is not what the motion is. Rabaut explained the he is really looking for an extension of the original proposal. Coy explained that the metrics in the original proposal expired November 6, 2015 and that the DDA has no obligation to them, and can extend the date or renegotiate any new terms.

Discussion regarding current plans and the reasons they have changed from original plans, including feasibility issues, the role of Charis Bible College, guest input, overflow of Colorado Springs and Cripple Creek guests to Woodland Park, and economic impact. Rabaut explained that he has a mid-October deadline to meet with the SBA.

Good motioned to have workshops with Rabaut to develop a plan. Second by Sawyer. Born made a motion to amend the motion to define the matrix of the property tax reimbursement. After discussion there was no second to Born's motion. Rabaut emphasized that he can't move forward without a decision from the DDA.

Good's original motion to have workshops with Rabaut to develop a plan to move forward is restated.

**MOTION:** To have workshops with Mark Rabaut to develop a plan to move forward. Good/Sawyer. Passed 9-0.

At 9:30 AM Noel Sawyer left the meeting.

Volunteers for the workshops were Jon DeVaux, Jan Wilson, Al Born, Merry Jo Larsen, Elijah Murphy, and Ellen Carrick. If more than 2 members meet, the meeting will be posted publicly.

**COMMITTEE REPORTS: EVENTS:** Presentation on rodeo - over 2000 attendees, many families, people saying they were happy to have the rodeo back.

**COMMITTEE REPORTS: FINANCE:** Coy is still working with the numbers to put together a forward-looking budget and cash flow analysis.

On August 11, 2016 the Board of County Commissioners will be revisiting the tax abatement for the Woodland Exchange Building.

The finance committee members are Al Born and Tanner Coy.

**COMMITTEE REPORTS: DOWNTOWN IMPROVEMENTS:** Presentation on hole in Downtown Station. The City issued a permit for excavation. The permit holder said the work will continue until all of the temporarily stored topsoil in the areas labeled (1) and (2) has been retrieved, or the twelve month permit expires, whichever occurs first. The DDA did not approve this work. No work will be able to commence on Lot 2 until the current work is complete. Grant funds will mostly likely not be accessible to Keep Woodland Park Beautiful because of this.

Larsen said this issue will be addressed in an executive session.

**BOUNDARY EXPANSION REQUESTS:** Two applicants for expansion, one has withdrawn and one is still pending.

**CORA POLICY:** Coy cannot find a CORA policy of the DDA's on file. He suggested that the DDA adopt the same CORA policy that the City of Woodland Park has regarding records requests

**MOTION:** To adopt the same CORA policy Woodland Park has, modifying it appropriately to reference the DDA. Coy/DeVaux. Passed 9-0.

**GENERAL DISCUSSION:** Darlene Jensen gave an update on the town power washing. Debbie Miller gave an update on upcoming events. Val Carr discussed apps for CML Conference. Curt Grina shared about the grand opening of the Forest Ridge Senior Care Center. Arden Weatherford gave a soil removal update and comment.

3-minute break at 8:55 AM.

**MOTION:** To enter Executive Session. Wilson/Murphy. Passed 8-0.

Enter Executive Session: For the purpose of personnel matters and legal matters.

Executive Session called to order at 9:03 AM. In Attendance: Merry Jo Larsen, Jon DeVaux, Ellen Carrick, Al Born, Elijah Murphy, Tanner Coy, Jerry Good, Jan Wilson.

Larsen, Chair, read the purpose of the Executive Session into the record.

**RECONVENE REGULAR MEETING:** Following the Executive Session, Larsen reconvened the regular meeting at 10:36 AM.

**MOTION:** To adjourn meeting. DeVaux/Murphy.

**MOTION:** To waive attorney/client privilege in the matter of Lot 2 and Arden Weatherford, David Buttery, and Brian Fler for the purposes of getting this cleared up. Murphy/no second.

Discussion regarding Murphy's motion. Motion withdrawn by Murphy.

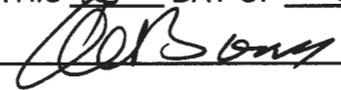
Vote to pass motion to adjourn meeting. Passed 8-0.

Meeting was adjourned at 10:40 AM.

Recorded by: \_\_\_\_\_

  
Tanner Coy

APPROVED THIS 13 DAY OF September, 2016

  
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Al Born, Secretary