

Woodland Park Downtown Development Authority Board of Directors

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

REGULAR MEETING MINUTES

October 20, 2015 – 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: Board of Directors: Merry Jo Larsen (Chair), Noel Sawyer (Vice Chair), Al Born (Secretary/Treasurer), Tanner Coy, Jon DeVaux, Vera Egbert, Michael Faber, Jan Wilson. **Absent:** Dale Schnikter. **Staff:** Brian Fler, Executive Director; Carol Lindholm, DDA Staff. **Others Present:** David Buttery, Sally Riley, Wallie Dingwell, Darlene Jensen, Neil Levy, Brooke Smith, Debbie Miller, Bob Foster, Arden Weatherford, Steve Randolph, Tyler Lambert.

APPROVAL OF AGENDA AND MINUTES:

MOTION: To accept the Agenda, and to approve the minutes of the September 4, 2015 DDA Special Meeting, and the September 15, 2015 DDA Regular Meeting. Born/Coy. Passed 8-0.

TRAIL RIDGE APARTMENTS AGREEMENT - TIF PAYMENT: Fler noted that the Trail Ridge TIF reimbursements are scheduled to start in 2016. Trail Ridge has requested that this be amended to start in 2017. Fler noted that the completion date had been extended to December 2015, but the project might not be complete in 2015. Fler does not have an issue with the request. If the reimbursement were to start in 2016 it would be less, if the project is not complete. Fler will bring a draft and an analysis with all the numbers to the next DDA meeting. DeVaux asked about the dollar amount. Fler responded that there is a payment scheduled for 2016 of \$38,361 (estimated). If we don't make the payment in 2016, those dollars would be available to the DDA. Born asked if the apartments are being rented as buildings are completed. Fler said that once a building receives a C.O. they are generally rented. Fler reported that the developer is considering a "Trail Ridge 2". Tim Ridner will come to a DDA meeting in the near future to discuss possible development scenarios.

MAIN STREET UPDATE: Darlene Jensen, Main Street Coordinator, updated the Board on current Main Street activities. Jensen reported that in 2015 \$50,000 worth of volunteer hours were logged as of the 3rd Quarter. Jensen reported that Main Street is working on obtaining a 501c3. Main Street, DDA and City Council members were invited to participate in a history workshop, conducted by Donna Finicle and Larry Black of the Ute Pass Historical Society. Following the presentation, the group viewed "The Story of Us" mural at the Ute Pass Cultural Center and met with the artist Lois Sprague. Jensen met with Tanner Coy in regard to downtown beautification; this is an area where DDA and Main Street can collaborate. Main Street is working on downtown safety and walkability. They are also looking at developing Quinn Alley and "Antler Alley". Jensen reported they are considering power-washing of buildings. Main Street is looking at signage concepts. The Department of Local Affairs (DOLA) will be doing a site visit soon.

VECTRA BANK EASEMENT (LOT1): Fler reported that he received a signed contract on 10/19/15 on the Real Estate Contract. We will be executing an easement. Fler described the parcels. Lot 2 is the parcel that the City will purchase. Lot 1 will have the easement to allow the extension of Saddle Club Ave. to West St. There was an Ordinance on first reading at the last City Council Meeting. At the next Council meeting the Council will hopefully approve. DeVaux asked when the purchase would be complete. Fler anticipates being done by the end of 2015.

WOODLAND STATION LOT 2: Fler noted that Arden Weatherford was present. Fler explained that the draft agreement being presented is essentially perfecting an agreement that started as a function of the purchase of the Amerigas property and removing the tanks. There was an agreement that Lot 2 would be conveyed as a result. Lot 2 was not conveyed as Kip Unruh elected not to move forward. This did not take Weatherford out of play. This agreement is an effort to move forward with this original intention. Fler heard from Board members at the last meeting that they wanted Weatherford to bring a proposal to the Board that would then define the parcel as Weatherford proposes. This might not necessarily be Lot 2. Fler posed the idea of bringing in a Master Developer who could coordinate with Weatherford for a Beer Garden or another proposal Weatherford might bring forward, which would define a parcel. Weatherford would have to bring a proposal that the Board could approve, which would include a financial plan, and the ability to show that the project could move forward with construction, and a marketing analysis regarding what we could expect in Woodland Station. Fler referenced the Woodland Station, Lot 2 Timeline, which was a part of a previous agreement. Part of timeline could work, but the dates will have to be adjusted in the final draft. There will be no public improvements included in this agreement, so we will not need to increase the Vectra debt. If we move forward with a Master Developer who might be interested in all remaining land in Woodland Station, then Weatherford might work with the Master Developer. The draft agreement allows Weatherford to come back to the Board with a proposal. We will also be having conversations with a potential Master Developer.

Faber asked if we would actively pursue a Master Developer and a Master Plan. Fler did not think the DDA would create a Master Plan to sell to the outside world, but would entertain concept(s) presented by a Master Developer.

Coy asked if we would wait for a Master Developer to approach us, or will we develop a marketing strategy to move us toward our goals. Fler wants to discuss this strategy at the upcoming retreat, which would include how Weatherford would fit in. We do want to make sure people know this property is available. We have a decision to make on the next step; where do we want to go from here with Woodland Station?

Coy suggested that the draft agreement being presented should be tabled until after the discussion at the retreat. Coy suggested that if we pursue marketing all of Woodland Station, the Weatherford agreement could detract value from that strategy. Fler said he is operating under the premise that the DDA has an obligation to Weatherford that can't be ignored.

DeVaux noted that the ball is in Weatherford's court to come forward with a plan; we've been waiting for that for years; when Weatherford comes forward with a plan we will discuss it.

Fler noted that this agreement with Weatherford would nullify all previous agreements. This needs to be done in a legal context. This sets up a framework to have that discussion. Based on conversations with Paul Benedetti, DDA Legal Counsel, we cannot legally ignore Weatherford's desire to move forward.

Faber noted that clearly we are not ignoring this; it was the consensus of the group to move forward with Weatherford. Faber does not think this deal is going to close in three weeks. We will have a retreat, and this will be part of the discussion. Fler wants to make sure that we have acknowledged this scenario moving forward.

DeVaux said we have had commercial realtors list the property, but nothing has come of that. We need to have some action.

Faber asked Weatherford for his comments. Weatherford says he has made a proposal and an application. It seems pointless to make another proposal, especially in light of the CDOT requirements. Has anything changed with the CDOT requirements? Weatherford remarked that now that we have purchased the Amerigas property, we have something we can work with. Fler does not think anything has changed with the CDOT requirements. We're willing to have continued dialogue with CDOT when we have a proposal to discuss. Weatherford noted that he was not aware of the "CDOT Letter" requirements until after they had purchased the Amerigas property.

Fler noted that this agreement is almost the same as the previous, plus nullifying all previous agreements.

Coy had some comments on the language in the agreement. Sections 5 and 6: dates do not leave time for review. Section 7.3: refers to "each property" – should be "the property". Section 8: should indicate that the authority has no reimbursement obligation. This can be negotiated as we move forward, but does not need to be referenced at this time. Section 9.3: 90 day grace period seems too far out. 9.6: Too open ended – allows the developer to extend this contract almost indefinitely if there is an economic downturn. Fler noted the agreement can be tweaked based on the concerns. Born commented that we don't want to end up with an unfinished project. Fler remarked that University Village, which is a URA, took 15 years. That project actually defaulted on bond payments, but still hung in there. Faber noted that this is boilerplate "act of God" wording. Born asked about Section 6.5: Why is IREA referenced? Isn't it a public utility? How would this differ from Black Hills Energy, for example? Fler will ask Benedetti about this. Born asked if fiber optics should be included. Fler said that would not be a public utility, but will ask about this.

Fler summarized that the goal is to construct an agreement that's amenable to the DDA and to Weatherford, with the thought that we very well might have a Master Developer working with us. Fler will respond to the suggestions made today in regard to tweaking the agreement.

GENERAL DISCUSSION:

DDA Retreat: Fler referenced the retreat that the DDA had in concert with Main Street. We now need a retreat that is just for the DDA Board. Following some discussion, it was decided to have the retreat on November 10, possibly at Peoples Bank, with more details to follow. [This date was changed following this meeting.]

Northeast Teller County Fire Protection District - TIF Discussion: Fler, Buttery and Mayor Levy recently met with the Fire District during a Board meeting. Fler noted that Tyler Lambert, Chief, was in attendance today. There was a discussion about DDA TIF Agreements as they affect the Fire District. Since the discussion was held in Executive Session, Lambert requested that Jim Ignatius, Fire District Board Chairman, be the person to discuss this issue at a future meeting.

Board General Discussion: Larsen noted that it was a good summer for business. Larsen saw a lot more people this year visiting from the Front Range, and visiting more regularly. Larsen heard from people that Woodland has “upped” a level.

AUDIENCE PARTICIPATION: Sally Riley reported that Bill Page is revising the Best Western plan. Arby’s is finishing the entrance. Eagle Fire has received their temporary C.O., and hopefully will finish this month. The Railroad Baggage Building has been moved to Bergstrom Park and will allow for railroad exhibits. Riley announced that 2016 will mark the 125th Birthday of Woodland Park, incorporated in 1891. Next Monday will be a public presentation of the next round of surveys conducted by the Historic Preservation committee, which has been surveying structures that are 50 years or older. Will look at 30 structures, mostly in Main Street. Riley reported that the Brewing Science Institute, which is currently located in Gold Hill South, will expand into the former Tweeds/then Paradox Brewing building. This expansion will include additional employees. Adjacent to that property is vacant land for which an Assisted Living Facility is being proposed. Riley reported on the proposed Valley View Apartments which will provide 25 affordable rental units. This will be tax-credit subsidized housing.

Wallie Dingwell reported that the DDA 2016 Budget will come before City Council on November 5.

Weatherford wanted to return to the Woodland Station Lot 2 – Weatherford Agreement agenda item. Weatherford said he was losing patience and wanted to meet with Fler and Buttery. Fler noted that the Board is who Weatherford needs to meet with, not Fler and Buttery. Faber encouraged further discussion prior to the retreat, including Weatherford providing a new plan to DDA. Fler will speak with Weatherford regarding fine-tuning the agreement. Faber said he would like to expedite the agreement, but wants an actual proposal from Weatherford, with financing plan and a concept. DeVaux suggested that Weatherford make a presentation at the next Board meeting. Sawyer agreed, there have been several proposals; what is currently being proposed? Weatherford noted that the tanks had been removed from the Amerigas property. Larsen suggested continuing this discussion at the next DDA meeting.

Jensen reported that with Main Street being a member of Downtown Colorado, Inc. (DCI), they have access to OppSites, a real estate database, at a discounted rate. Main Street could list vacant buildings on this site.

DeVaux asked Buttery about the status of a Reserve Officer to help with downtown traffic. Buttery responded that this is in process and the officer should be in place in a few weeks.

Sawyer asked if Memorial Park would be complete in time for the 125th Birthday Party. Buttery thinks that the park will be complete in late spring, 2016. Buttery noted that the City was established in January of 1891.

Debbie Miller announced an upcoming Ribbon Cutting, a Lunch & Learn about Quickbooks, and an SBDC class for business planning training. In December the Dept. of Labor overtime laws will have major changes. On December 9, Mayor Levy will be at the Chamber State of the City membership breakfast.

Steve Randolph wanted to return to the Woodland Station Lot 2 – Weatherford Agreement agenda item. Randolph said that the CDOT requirements were a show-stopper, in which any further development after Woodland Hardware will have to extend Saddle Club Ave. to West St. Fler noted that he is aware of this issue. This was highly vetted by the Board at the time of the Unruh Memo of Understanding. Buttery remarked that he is not convinced that CDOT has

authority over City streets, and will pursue this. Randolph said not to expect a proposal until this is handled. Buttery explained that this is why the DDA is doing an easement with Vectra and the City is going to procure the Vectra land so that we can procure the right-of-way. Fler added that this is one of the many reasons we are looking at a Master Developer concept. Fler has spent many hours with Weatherford in regard to his project. We're moving forward, we are aware of the CDOT issue, and the CDOT issue was addressed in the Unruh Memo of Understanding. DeVaux noted that up until 60 days ago, it was assumed that Saddle Club Ave. would be extended to West St. as a result of the Aquatic Center. Now that we no longer have the Aquatic Center as a development partner, we need to determine how to resolve this. Randolph said that his question is: who pays for it? Coy asked if CDOT was requiring access, vs. specifically access via the Saddle Club Ave. connection. Fler responded that it's specifically the Saddle Club Ave. connection. Coy understood that CDOT was willing to allow up to 4,000 SF of commercial development without additional access. Fler responded that they were willing to consider that the previously proposed first building in Lot 2 would not have triggered the requirement for additional access.

Coy asked, in regard to the Beer Garden, is the site plan going to be revised sufficiently to comply with the requests that the City has already given to Weatherford? We have previously been through the site plan, plans, renderings, etc. Those plans were stopped. Will these things be addressed? Weatherford responded that he would be happy to respond to the City's concerns. He thought he was going to get a specific lot to work with today. DeVaux remarked that the Beer Garden was an integral part of the Unruh project. Unruh backed out, not due to the DDA. Now we have to figure out how to work with Weatherford on his project. Levy wanted to know what the DDA was going to do to make Weatherford's project happen. Larsen responded that this is a process and we're trying to move forward. Fler noted that he has worked diligently with Weatherford for three years to help him make his process happen, and we will come to a conclusion soon. Born asked Buttery how soon we can work with CDOT. Buttery will make an initial contact with CDOT today.

EXECUTIVE SESSION: None

ADJOURNMENT:

MOTION: To adjourn the meeting. Wilson/Coy. Passed 8-0.

Meeting was adjourned at 9:05 AM.

Recorded by:

Carol J. Lindholm, DDA Staff

APPROVED THIS _____ DAY OF _____, 2015

Al Born, Secretary/Treasurer