Woodland Park Downtown Development Authority Board of Directors

Tuesday, November 2nd, 2021-6:30 PM

City Hall-Council Chambers

220 South Avenue, Woodland Park, CO

MINUTES

1. **Call to Order and Roll Call**

The Regular Meeting of the Woodland Park Downtown Development Authority Board of Directors was held on November 2, 2021, on Zoom Videoconference. Chairperson Larsen declared a quorum present and called the meeting to order at 6: 35 pm. The following Board Members attended:

PRESENT: Chair Merry Jo Larsen, Chairperson
Jerry Good, Vice-Chairperson
Rusty Neal, Council Liaison
Al Born
Arden Weatherford
Tony Perry
Jon Gemelke, Secretary
Matt McCracken
David Mijares

ABSENT:

STAFF: Michael Lawson, City Planner

Rebecca Allen, DDA Assistant

GUESTS: Mike Williams, Developer

Kellie Case, City Council Member

2. **Pledge of Allegiance**

All attendees participated.

3. Deletions and Corrections to the Agenda

Chair Larsen asked for any additions or corrections to the agenda. Hearing none, Chair Larsen asked for a motion to approve the agenda.

MOTION:

Vice-Chair Good made a motion to approve the November regular meeting agenda of the DDA Board of Directors.

2ND:

Al Born seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

8-0, unanimous

4. Approval of Minutes

Chair Larsen asked for a motion to approve the minutes transcribed from the July 6^{th}, October 5^{th}, and October 8^{th} meetings of the DDA Board of Directors.

MOTION:

Vice-Chair Good made a motion to approve the minutes from the July 6^{th}, October 5^{th}, and October 8^{th} DDA Board of Directors meeting.

2ND:

Al Born seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

7-0, (David Mijares abstained)

5. **Discuss Mike Williams Exclusive Negotiation Agreement**

Chair Larsen opened the floor for discussion among Board Members.

Vice-Chair Good stated that Mr. Williams has put a considerable amount of effort into this project and working with the DDA so this project should be moved forward.

Al Born stated that he was willing to attend a presentation from Mr. Williams about the project.

David Mijares stated that he feels that this project aligns with the values and goals of the DDA Board of Directors.

Rusty Neal stated that he wanted to see the financial details behind the project and did not want to enter into an Exclusive Negotiation Agreement at this time.

Tony Perry stated that he would be willing to give Mr. Williams 90 days to present a concept plan but did not want to agree to an Exclusive Negotiation Agreement.

Arden Weatherford stated that he wanted to see an in-person presentation.

Chair Larsen asked Mike Williams to address the questions and concern of the Board.

Mike Williams, Developer, stated that he had attended several meetings of the DDA and other meetings with the City of Woodland Park. Mr. Williams stated that he met with the CEO and other investors over a week ago and these investors would be willing to meet with the DDA at a later point in time. Mr. Williams also noted the reasons the investors were interested in the project of developing Woodland Station considering the size and costs behind the development. Mr. Williams spoke to the investors experience working in various aspects of investing and developing. Mr. Williams explained his history of working with the DDA Board of Directors to current Board members.

Mr. Williams continued to explain different ideas for the concept plan and development of Woodland Station. An idea of providing sustainable housing as part of the concept plan was presented as a possibility. Mr. Williams also mentioned an agreement with previous Board members and the DDA Attorney. Mr. Williams stated that the focus of the concept plan would be retail, hospitality, sustainable housing.

Tony Perry inquired about the projected traffic count.

Mike Williams stated that it was too early in the development process for knowledge of the traffic count. Mr. Williams stated that proof of funding for project could be provided within three weeks but not the entire concept plan. Mr. Williams stated that the developers that he was working with wanted to know “in good faith” that the DDA Board of Directors would honor any agreements between themselves and the DDA Board.

Tony Perry asked for clarification in what Mike Williams was asking of the DDA Board of Directors.

Mr. Williams stated that he was requesting a 90-day exclusive negation agreement to allow time to develop a concept plan for the development of Woodland Station.

Chair Larsen stated that an extension could be made to the 90-day Exclusive Negotiation Agreement depending upon project progress.

Vice-Chair Good stated that he was willing to move forward with agreement.

Secretary Gemelke stated that he was willing to move forward with agreement.

Treasurer McCracken stated that he was willing to move forward with agreement.

Rusty Neal, City Council Liaison mentioned his history in working with Mike Williams and stated that he would be willing to work with Mr. Williams in getting the concept plan approved through the City Council of Woodland Park. Rusty Neal, City Council Liaison, also stated that two-thirds of the previously proposed concept plan would have trouble passing through the regulations of the City of Woodland Park and the vote of City Council.

Mike Williams, Developer, addressed the concerns of Rusty Neal, City Council Liaison.

David Mijares inquired if there were currently any consultants on board with the project and stated that he wanted to see a concept design plan that includes the aspects that Mr. Williams was referring to such as retail, hospitality, and sustainable housing.

Mike Williams stated that he was currently collaborating with engineers and other consultants but was not sure about their readiness to start the development project. Mr. Williams also stated that the design that was currently being viewed by David Mijares was over a year old and was presented to the previous Board and could be amended to include the current concept design.

Tony Perry stated that he was willing to move forward with agreement if the rest of the Board agrees.

Chair Larsen asked for a motion from the Board to move forward with discussion of the Mike Williams Exclusive Negotiation Agreement

Chair Larsen asked for a motion from the Board to move forward with the Exclusive Negotiation Agreement between the DDA Board of Directors and Mike Williams, Developer omitting Exhibit B and including Exhibit A for a period of 90 days.

Arden Weatherford stated that Exhibit A and B had not been presented and would like to see a vote after they were presented.

Mr. Williams stated that he was amenable to the suggestions of Arden Weatherford and the entire DDA Board of Directors and would like to see the objectives behind the development of

Woodland Station put into writing the exact expectations of what Exhibit B was to entail within the 90-day period.

David Mijares and Tony Perry asked for a more developed concept plan and were amenable to working with Mr. Williams to address this concern.

Rusty Neal, Council Liaison, inquired as to what the proposed deliverable would be on the contract.

MOTION:

Tony Perry made a motion to move forward with the Exclusive Negotiation Agreement between the DDA Board of Directors and Mike Williams, Developer omitting Exhibit B and including Exhibit A for a period of 90 days.

2ND:

Rusty Neal, Council Liaison, seconded the motion.

VOTE:

9-0, Unanimous.

6. CK Patel Developing Team

Chair Larsen stated that Mr. Patel was not able to make this meeting and would be back in contact with the DDA Board of Directors within six months.

7. Discuss Paul Benedetti

Chair Larsen opened the floor for discussion among Board members.

Tony Perry stated that he wanted to start a search for a new attorney for the DDA Board of Directors considering the history of the DDA Board.

Vice-Chair Good stated that he was opposed to Tony Perry's proposed idea.

Treasurer McCracken stated that he was amendable to starting a search for a new attorney for the DDA Board of Directors.

David Mijares stated that he was amendable to starting a search for a new attorney for the DDA Board of Directors

Secretary Gemelke stated that he was in agreeance

Al Born stated that he was in agreeance.

MOTION:

Rusty Neal made a motion to terminate Paul Benedetti as the DDA Board of Directors attorney and to start the search for a new attorney.

2ND:

Tony Perry seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

8-1, Vice-Chair Good opposed.

8. Discuss Board Positions

Chair Larsen opened the floor for discussion among Board members regarding Board positions.

Rusty Neal addressed his concerns regarding the meeting structure and with the actions of Chair Larsen.

Tony Perry stated his concern regarding communication between the DDA Attorney and the Chair of the DDA Board without knowledge of the entire Board.

Chair Larsen addressed his concerns and expressed her understanding in the matter.

9. Discuss Minutes Structure

Chair Larsen inquired of Michael Lawson which structure that the City of Woodland Park uses, entitled “Action Minutes.”

Michael Lawson, City Planner, described “Action Minutes” and the current recording costs and procedures.

MOTION:

Secretary Gemelke asked for a motion to approve “Action Minutes” transcription for DDA Board meetings.

2ND:

Rusty Neal seconded the motion

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

8-1, Jerry Good opposed

11. Discuss Billable Time for Rebecca Allen

MOTION:

Tony Perry made a motion to approve $20 an hour for Rebecca Allen and to approve 20-30 hours per month initially for invoicing.

2ND:

Treasurer McCracken seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

9-0, Unanimous

12. Discuss Proposed Motion, "No DDA Board Member is authorized to establish outside meetings with other parties or engage attorney billable time without prior approval of the Board."

MOTION:

Tony Perry made a motion that "No DDA Board Member is authorized to establish outside meetings with other parties or engage attorney billable time without prior approval of the Board."

2ND:

Rusty Neal seconded the motion.

DISCUSSION:

Vice-Chair Good inquired if this motion included email communication.

Tony Perry stated that everything moving forward goes through the proper channels and in compliance with DDA rules and regulations.

VOTE:

9-0, Unanimous

13. Discuss Budget

I. Treasurer's Report

Matt McCracken delivered the Treasurer's report.

II. Invoices received since last meeting

Treasurer McCracken distributed an invoice submitted to the DDA Board's of Directors. Chair Larsen stated that this was for work already done and should be paid.

MOTION:

Tony Perry made a motion to pay the invoice.

2ND:

Secretary Gemelke seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

9-0, Unanimous

III. Obtaining revenue report from Teller County

Treasurer McCracken stated that he was still waiting on this report from Teller County.

14. General Discussion

DDA Board members outlined a process for pursuing a new attorney for the DDA Board of Directors.

MOTION:

Treasurer McCracken made a motion to assign Tony Perry to work with the City Planner to outline a process for hiring a new attorney to represent the DDA Board of Directors.

2ND:

David Mijares seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE

8-1, Jerry Good opposed.

Rusty Neal stated that there was a request from the Historical Society for funding to do an asbestos abatement.

Treasurer McCracken and Michael Lawson discussed payment options from the DDA budget.

MOTION:

Vice-Chair Good asked for a motion to put forth $3,500 towards the funding of the Historical Society project.

2ND:

Chair Larsen seconded the motion.

DISCUSSION:

David Mijares stated that he was in favor of participating in this project.

VOTE:

7-1, Tony Perry opposed, Rusty Neal abstained.

Chair Larsen inquired about the possibility of holding DDA Board of Directors workshops. The Board agreed that they will revisit this matter after the first of the year 2022.

15. Audience Participation for items not on the agenda

There was no audience participation for items not on the agenda.

16. Adjournment

Chair Larsen asked for a motion to adjourn.

MOTION:

Al Born made a motion to adjourn.

2ND:

Secretary Gemelke seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:
9-0, Unanimous
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Hearing no further business before the Commission, Chair Larsen adjourned the meeting at 8:59 pm

Minutes prepared by Rebecca Allen