Woodland Park Downtown Development Authority Board of Directors

Tuesday, January 11, 2022 7:30 AM

City Hall-Council Chambers

220 South Avenue, Woodland Park, CO

MINUTES

1. Call to Order.

The Regular Meeting of the Woodland Park Downtown Development Authority Board of Directors was held on January 11, 2022, on Zoom Videoconference. Chairperson Larsen declared a quorum present and called the meeting to order at 7:31 am. The following Board Members attended:

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

ABSENT: None

STAFF: Karen Schminke, Planning Director
Michael Lawson, City Planner
Rebecca Allen, DDA Assistant

GUESTS: Mike Williams, Developer
Kellie Case, City Council Member
Robert Zuluaga, City Council Member
Rob Lauzon, Business Owner
Brook Smith, Community 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:

Al Born made a motion to approve the January Regular Meeting Agenda of the DDA Board of Directors.

2ND:

Treasurer McCracken seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

9-0, Unanimous.

4. **Approval of Minutes**
    a. **December 7th, 2021**

Chair Larsen asked for a motion to approve the December 7, 2021, regular meeting minutes for the DDA Board of Directors.

MOTION:

Al Born made a motion to approve the December 7, 2021, regular meeting minutes for the DDA Board of Directors.

2ND:

Rusty Neal, Council Liaison, seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

9-0, Unanimous.

5. **Mike Williams Development**

Chair Larson opened the floor for discussion among Board Members.

David Mijares stated that the DDA Board wanted to see some deliverables within the 90-day period, and to show the development team and concept plan so that the Board can get an understanding of the plan for this parcel so that the DDA Board can work with Mr. Williams on this project.

Mike Williams, Developer, addressed the DDA Board of Directors. Mike Williams stated that he was ready to start the project. Mr. Williams thanked the DDA Board. Mr. Williams also stated that his viewpoint was that one of the problems with the Woodland Station property was on the DDA agenda for over 2 years and has been an eyesore to the community for a long time. Mr. Williams stated that Board service is not an easy job and wanted to thank the DDA Board of Directors for serving and for their willingness to care for and serve their community. Mr. Williams stated that Chad Anderson of Foragers.co would be the Project Manager. Mr. Williams stated that he had been meeting with the Development Team and they were ready to meet with the DDA Board of Directors and felt that the DDA Board would be impressed with the development plan. Mr. Williams spoke to Mr. Anderson's work history and his history with the City of Woodland Park and that he was excited to work with the DDA and City of Woodland Park.

Chair Larsen stated that she would like to see an agreement and a Special Meeting to address this project.

Al Born stated that the TIF application was provided to Mike Williams quite some time ago and that the DDA Board of Directors wanted to see that information.

Mike Williams, Developer, stated that they would provide the TIF Application.

Al Born stated that he wanted to see the deliverables.\

Mike Williams stated that he was amenable to Mr. Borns suggestions.

Rusty Neal, Council Liaison, inquired about the Exclusive Negotiation Agreement.

David Mijares stated that he was working with Michael Lawson, City Planner, on drafting an acceptable Exclusive Negotiation Agreement.

Copies of the drafted agreement were distributed to DDA Board Members.

Michael Lawson, City Planner, stated that he was working with David Mijares on the Exclusive Negotiation Agreement.

Rusty Neal, Council Liaison, inquired about the City's legal staff reviewing the agreement.

Michael Lawson stated that he believed this was a solid list of reputable attorneys.

Mike Williams stated that Mr. Mijares stated that he could draft an agreement with the knowledge that the DDA was in between attorneys.

Secretary Gemelke inquired if the document had to be signed by a lawyer to get the project moving.

Rusty Neal, Council Liaison, stated that the draft had to be reviewed and approved by City Staff to be acceptable.

Secretary Gemelke stated that the DDA Board had already made a commitment to the development team and that this had already been on the agenda for over six months.

Chair Larsen inquired if Mr. Williams could hold a special meeting with the DDA Team this week.

Mr. Williams was amenable to this suggestion but was unsure if the development team could produce a signed revised contract within a week.

Chair Larsen stated that this was only a 90-day exclusive agreement.

Tony Perry suggested that the DDA Board already had a version of the contract and did not want any development teams to draft a contract. Mr. Perry inquired if they were going to vote on a 90-day extension today.

Mike Williams stated that his understanding was that the agreement was contingent upon the date of the deliverables being given to the DDA Board of Directors and that he wanted feedback from the Development Team before signing the agreement.

Tony Perry stated that the DDA Board had not received anything.

Mr. Williams stated that he understood that the DDA Board was responsible for delivering a contract to Mr. Williams.

MOTION:

Tony Perry made a motion for the DDA Board to take the existing contract from Mr. Benedetti and have two people review the contract and sign on behalf of the DDA this week.

2ND:

David Mijares seconded the motion.

DISCUSSION:

Vice-Chair Good stated that there were a few Board members that were unhappy with the way that Mr. Williams was being treated and that there was a conflict-of-interest between Tony Perry and Arden Weatherford voting on the Woodland Station project and insisted that Mr. Perry and Mr. Weatherford recuse themselves from discussion and voting on the Woodland Station Project.

Tony Perry stated that his opinion was that Vice-Chair was wrong and suggested that this topic would be on the next agenda.

Rusty Neal stated that Vice-Chair Good should make a motion about this topic and wanted Mr. Williams to have time for his attorney and development team to review the documentation.

VOTE:

(7-2), Vice-Chair Good and Arden Weatherford opposed).

Chair Larsen appointed two Secretary Gemelke and David Mijares to be the two points of contract from the DDA Board.

Secretary Gemelke inquired how long this process would take.

Mr. Williams stated that he did not have an exact answer for this question.

Chair Larsen inquired about a Special meeting this week.

Mr. Williams clarified the Exclusive Negotiation Contract process with Secretary Gemelke.

Rusty Neal, Council Liaison, stated that there must be Board vote before the public.

Tony Perry stated that the DA Board should put together a meeting within the week.

Tony Perry excused himself from the meeting at 8:14 am.

Mr. Williams stated that he would talk with the Development Team and would set a tentative meeting for this Friday between 11:30 am and 1 pm. Mr. Williams also stated that Mr. Born was correct in stating that the Development Team had not delivered any documents because they were waiting on the DDA Board to start the process.

Chair Larsen stated that the DDA Board was willing to work with Mr. Williams.

Rusty Neal inquired if the whole property was being considered in the design.

Mr. Williams stated that the entire property was being considered in the design.

Chair Larsen stated that the Friday meeting time would be discussed.

Mr. Williams stated that he was willing to work with the DDA Board as well and felt that the project would be beneficial to the community of Woodland Park.

Treasurer McCracken stated that he wanted the Friday meeting time before the end of business day today.

Mr. Williams was amenable to this suggestion.

6. **Attorney Discussion**

Chair Larson suggested that this Agenda item be tabled until the next meeting when Tony Perry could be present and stated that the City of Woodland Park had input on the potential Attorney list and stated that he did not want to wait on this Agenda item.

Chair Larsen stated that this could be addressed at the Friday meeting.

Secretary Gemelke inquired if Kevin Baumer of CML would be available by Friday to add suggestions.

MOTION:

Rusty Neal, Council Liaison, made a motion to email attorneys currently on list and add Mr. Baumers suggestions.

2nd:

Treasurer McCracken seconded the motion.

DISCUSSION:

Michal Lawson stated that the Attorney list had solid names on it.

VOTE:

8-0, Unanimous.

Chair Larsen appointed Rusty Neal, Council Liaison, to send the email to current and future prospects.

7. **DDA Bylaws/Protocol**

Chair Larsen inquired if the DDA Board members have read the DDA Board of Directors bylaws and referenced Article V.

Chair Larsen inquired about the meeting posting process.

Secretary Gemelke stated that there was a meeting with the City of Woodland Park earlier than the meeting and that the city had requested the Agenda posting at least a week.

Chair Larsen requested that the DDA Assistant email community members on a list that would be provided to Ms. Allen at a later date.

Chair Larson then opened the floor for discussion among Board Members.

Rusty Neal, Council Liaison, stated that the Chair should have final approval of the final Agenda.

Michael Lawson, City Planner, stated that the city preferred to have the Agenda posted a week in advance.

MOTION:

Rusty Neal, Council Liaison, made a motion to amend the DDA Board of Directors Bylaws Article 5, Section 3, Second sentence so that it reads, "The Secretary shall post the agenda to three public places within the City of Woodland Park and the City Website.

2ND:

Secretary Gemelke seconded the motion.

Discussion:

There was no discussion…

Vote:

5-3, (Chair Larsen, Vice-Chair Good, and David Mijares opposed).

8. **Foundation Plan**

Chair Larson opened the floor for discussion among Board Members.

9. **General Discussion for Items not on Agenda**

Chair Larson opened the floor for discussion among Board Members.

Secretary Gemelke stated that all DDA Board Members should check their Email and that he noticed that the DDA Board Members were not checking their email. Mr. Gemelke asked DDA Board Members to utilize their email as the only communication source and not their personal emails. Secretary Gemelke stated that DDA Board Members should respond only to the recipient and not to ALL to avoid problems.

Chair Larsen stated that she attended the CML training and thanked Michael Lawson for putting the meeting together.

David Mijares stated that he wanted to include the TIF agreement in the documentation provided to Mike Williams.

Secretary Gemelke inquired if the DDA Attorneys contacted could provide their hourly rate.

Rusty Neal, Council Liaison, stated he was amendable to this suggestion.

Vice-Chair Good stated that he wanted his comments on the record in the meeting minutes.

10. Audience Participation for items not on Agenda

Chair Larsen opened the floor for audience participation for items not on the agenda.

Robert Zuluaga, City Council Member, stated that he was happy to see the DDA Board of Directors make positive progress.

Rob Lauzon, Business Owner stated that he was approved for a building permit for a new burger joint and that Chair Larsen had invited him to this meeting.

Chair Larsen stated that Mr. Lauzon was welcome in the Woodland Park Community and thanked him for his contribution to the community.

Matt Hayes introduced himself to the DDA Board of Directors and stated that he was running for City Council in Woodland Park.

Kellie Case, City Council Member, stated that public comments should be spoken in front of the microphone.

11. Adjourn

Chair Larsen asked for a motion to adjourn.

MOTION:

Al Born made a motion to adjourn.

2ND:

Rusty Neal, Council Liaison, seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

8-0, Unanimous.

Hearing no further business before the Commission, Chair Larsen adjourned the meeting at 8:47 am

Minutes prepared by Rebecca Allen