Woodland Park Downtown Development Authority Board of Directors

Tuesday, March 1, 2022-7:30 AM

City Hall-Council Chambers

220 South Avenue, Woodland Park, CO

MINUTES

1. Call to Order and Roll Call

1. The Regular Meeting of the Woodland Park Downtown Development Authority Board of Directors was held on March 1, 2022, on Zoom Videoconference. Chairperson Larsen declared a quorum present and called the meeting to order at 7:30 am. The following Board Members attended.

PRESENT: Chair Merry Jo Larsen, Chairperson

Jerry Good, Vice-chairperson
Jon Gemelke, Secretary

Matt McCracken, Treasurer

Rusty Neal, (Council Liaison)

Tony Perry
Arden Weatherford
David Mijares

Al Born

ABSENT: None

STAFF: Karen Schminke, Planning Director

Michael Lawson, City Planner
Aaron Vassalotti, Finance Director
Rebecca Allen, DDA Assistant

GUESTS: Marcus A. McAskin, Attorney

Tanner Coy, Former DDA Treasurer

2. **Pledge of Allegiance**

All attendees participated

3. **Additions, Deletions or Corrections to the Agenda**

Chair Larsen asked if there were any additions, deletions, or corrections to the agenda.

Hearing none, Chair Larsen asked for a motion to approve the agenda.

MOTION:

David Mijares made a motion to approve the agenda.

2ND:

Treasurer McCracken seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

8-0, Unanimous.

4. Approval of Minutes

a. January 14, 2022, DDA Special Meeting

b. February 1, 2022, DDA Regular Meeting

Chair Larsen asked for a motion to approve the January 14, 2022, Special Meeting Minutes and the February 1, 2022, Regular Meeting Minutes of the DDA Board of Directors.

Arden Weatherford asked for a specific correction to the minutes be made.

Rebecca Allen, DDA Assistant, stated that these corrections would be made before posting to website.

MOTION:

Rusty Neal, Council Liaison, made a motion to approve the January 14, 2022, Special Meeting Minutes and the February 1, 2022, Regular Meeting Minutes of the DDA Board of Directors with pending corrections.

2ND:

Tony Perry seconded the motion.

DISCUSSION:

There was no discussion regarding the motion.

VOTE:

8-0, Unanimous.

5. Notice, "To amend Article 5, Section 3, Second sentence by inserting 'and the Woodland Park City website.' after the words 'in three (3) public places within the City of Woodland Park, Colorado' "

Chair Larsen invited Rusty Neal, Council Liaison, to update Board Members on this Amendment to Bylaws.

Rusty Neal stated that the DDA should follow Roberts Rules of Orders and that is the reasoning for the precise language and that the first vote was technically invalid because of the language.

Tony Perry stated that that he noticed handwritten changes on the previous bylaws and inquired of the Attorney if that is acceptable and if they need a By-Law review.

Chair Larsen stated that Paul Benedetti took care of that previously.

Tony Perry stated that it still might need a quick review.

Chair Larsen introduced the new attorney.

Marcus McAskin, DDA Legal Representative, introduced himself. Mr. McAskin suggested that the Bylaws should be reviewed, revised, and voted on by the current Board.

Al Born stated that it would be wise to have a modernized version of the Bylaws.

Chair Larsen stated that with the new Board members it might be a good exercise for the Board. Chair Larsen appointed Secretary Gemelke to collaborate with the attorney on the Bylaws revisions.

MOTION:

Tony Perry made a motion to amend Article 5, Section 3, Second sentence by inserting ‘and the Woodland Park City website.’ after the words ‘in three (3) public places within the City of Woodland Park, Colorado.

2ND:

Al Born seconded the motion.

DISCUSSION:

Jerry Good stated that he was leery of more city oversight.

VOTE:

7-1, (Vice Chair Good Opposed)

6. New DDA Attorney Introduction and Discussion

Chair Larsen invited Marcus A. McAskin, DDA Legal Representative, to speak before the DDA Board of Directors.

Mr. McAskin, DDA Legal Representative, invited DDA Board Members to introduce themselves.

DDA Board Members introduced themselves to Mr. McAskin.

Mr. McAskin, DDA Legal Representative, stated his legal background and his firm.

Chair Larsen stated that there have been several projects in Woodland Park under DDA supervision that have been highly successful in the past. Chair Larsen stated that the DDA Board has been doing its own bookkeeping thus far.

Tony Perry stated that one of the issues that the DDA Board should be educated on is the oversight of the City Council on the DDA Board of Directors and secondly, he would like guidance on how to effectively collaborate with the Attorney and the DDA Board. Tony Perry also mentioned a new proposal to get the DDA records available electronically and that the records from the previous attorney should be requested.

Chair Larsen stated that she believed that the previous attorney handed over the records.

Mr. McAskin stated that he understood Mr. Perry's concern about communication between the DDA Attorney and DDA Board Members and stated his previous protocol about communicating with the DDA Attorney.

Chair Larsen stated that she agreed with Mr. McAskin.

Tony Perry stated that he would like information on proper protocol for meetings and what is the definition of Conflict-of-Interest from a legal representative.

Chair Larsen thanked Mr. McAskin for his time.

Mr. McAskin stated that it was great to meet the Board and was looking forward to collaborating with them on future projects.

7. Discussion of Financial Information/Tanner Coy, Former DDA Treasurer

Tanner Coy, Former DDA Treasurer, introduced himself to the DDA Board and stated that he was prepared to speak to the new DDA Board Members about the finances and passed out a document to Board Members.

Rusty Neal requested a soft copy of that document from Mr. Coy after the meeting.

Mr. Coy was amenable to that request.

Tanner Coy stated that, after his review, there were concerns that the DDA Board should be aware of. Mr. Coy stated those issues individually. Tanner Coy recommending updating the projected incomes and reviewing it at the next meeting. Tanner Coy stated that the Treasurer Fee was a flat 3% and this should be corrected and addressed at the next meeting. Mr. Coy further stated that revenues change annually and that the 2021 budget should not be carried into 2022. Mr. Coy further clarified TIF agreements and reimbursements. Mr. Coy stated that it would be nice to store the records electronically and that his understanding was that the City of Woodland Park had already scanned them for public record. Mr. Tanner stated that it was possible to have these records in order by the April meeting and offered his help to collaborate with the Treasurer after the meeting, but it would not be volunteer.

Tony Perry thanked Mr. Coy for his time and his offer to help but that he believed that the DDA already had the necessary documents, but he was not averse to paying Mr. Tanner for his time. Mr. Perry also stated his opinions on TIF agreements and communication.

Rusty Neal, Council Liaison, inquired about the number of TIF agreements.

Tanner Coy stated that there were eight TIF agreements with a TIF payment schedule that is in a folder named TIF agreements and the subfolders included in the Drive and that each TIF agreements should be treated on an individual basis every year.

Rusty Neal, Council Liaison, stated that he pulled up the folders and that they were accounted for.

Matt McCracken stated that he wanted to reach out to collaborate with Mr. Coy later.

Michael Lawson stated that City Staff should be present at the meeting with Mr. Coy and that he felt it would be helpful for Mr. Coy to assist them with this matter.

Rusty Neal, Council Liaison, stated that it would be beneficial to have Mr. Coy's assistance on this matter.

Arden Weatherford inquired about the Land Held for Resale line item.

Tanner Coy stated that the value was carried for years and explained the line item further and explained further issues to the DDA Board Members. Mr. Coy recommended the use of QuickBooks.

Tony Perry stated that there were different accounting methods for business and public accounting.

Tanner Coy stated that he would make QuickBooks available to DDA Board Members if they would like to utilize the tool.

MOTION:

Tony Perry made a motion that Tanner Coy write a proposal to the Board with the number of hours needed and compensation required.

2nd:

Al Born seconded the motion.

Discussion:

Rusty Neal, Council Liaison, stated that it would be wise to look at our city budget at this time considering we have a new attorney.

Tony Perry stated that he was amendable to this suggestion.

Secretary Gemelke stated that the entire Board should be present at the meeting.

VOTE:

7-0, Unanimous.

Tony Perry stated that he felt that two Board members present at the meeting with Mr. Coy would be sufficient.

Michael Lawson, City Planner, stated that he would reach out and coordinate a time for the meeting.

Tony Perry inquired about the removal of the previous WPPDA website.

Tanner Coy stated that he gave them to Councilman Neal.

Rusty Neal, Council Liaison, stated that he would look for the credentials at home.

Matt McCracken inquired about a time frame for a proposal.

Tanner Coy stated that he would have it by Thursday.

8. Update on Woodland Station-Secretary Gemelke

Chair Larsen invited Secretary Gemelke to update Board Members on the progress of Woodland Station.

Secretary Gemelke stated that he reached out to Mike Williams and Mr. Williams requested a short executive session next Tuesday at 7:30 am.

Tony Perry stated that he wanted the attorney's advice on Executive Session.

Mr. McAskin that the session would need to be posted as a special meeting at least twenty-four hours in advance.

Arden Weatherford asked for clarification on the Executive Session.

Mr. McAskin stated the legal definitions and understanding of the Executive Sessions.

Rusty Neal, Council Liaison, stated that he felt that this did not make the proper protocol for calling an Executive session and gave his suggestion on managing the manner.

Chair Larsen was not amenable to Councilman Neal's suggestion and that she felt that we could move forward with the Executive Session.

Secretary Gemelke stated his concerns with the Executive Session.

Board Members discussed the probability of holding an Executive Session.

Tanner Coy stated his knowledge of Executive Sessions.

Tony Perry stated that his opinion should not be an Executive Session but a private meeting.

Treasurer McCracken stated he was amenable to this suggestion.

Mr. McAskin, DDA Legal Representative, stated that this was a good suggestion, and that information could be distributed by confidential emails through his firm.

Chair Larsen inquired if she and Secretary Gemelke could be the two Board Members present at this meeting.

Board Members were amenable to this suggestion.

9. General Discussion for items not on the agenda

Chair Larsen opened the floor for DDA Board Members to discuss items not on the agenda.

Tony Perry inquired of the DDA Board if he could have permission to store all the records electronically for easier access by the Public Records.

Chair Larsen was amenable to that suggestion.

Board Members were amendable to this suggestion.

Board Members reached a consensus regarding this item.

Rebecca Allen, DDA Assistant, inquired about a potential contract and raise.

Tony Perry stated that the City of Woodland Park had offered its services regarding contractual services.

Chair Larsen stated that she would reach out to the City HR person.

Michael Lawson, City Planner, stated that he had information that Board Members had requested and gave information from CML that the Board members should be aware of.

Tony Perry inquired about a potential Enterprise Zone in Woodland Park.

Michael Larson, City Planner, stated this was not in use at this time but would be willing to engage in a conversation with a Board Members about the potentiality of an Enterprise Zone

10. Audience Participation for items not on the agenda

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

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

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:

7-0, Unanimous.

Hearing no further business before the DDA Board of Directors, Chair Larsen adjourned the meeting at 9:17 am.

Minutes prepared by Rebecca Allen