



BOARD OF DIRECTORS MEETING

October 21, 2020 | 7:30AM– 9:00AM

301 Walnut Street, Third Floor, Windsor, CO 80550

(NOTE: Meeting will be held IN PERSON, access via South Doors)

Attendance: Dan Brunk, Heidi Washburn, Dan Stauss, Dean Koehler, Paul Rennemeyer, Brent Phinney, Jim Cosner. **Staff:** Matt Ashby, Josh Liley, Mike Scholl. **Guests:** Jill Burrell, John Beggs, Kelly Hall, Michelle Vance.

MINUTES

- A. Call to Order **7:30AM****
- B. Roll Call
- C. Review of Agenda by the Board and Addition of Items of New Business to the Agenda for Consideration by the Board – Moved and seconded. BP, HW. Approved Unanimously.
- D. Public Invited to be Heard (*3 Minutes Per Person*) – *None*.
- E. Approval of Minutes from the Regular Board of Directors Meeting September 16, 2020 – BP Motion to Approve. DB Second. Approved Unanimously.
- F. Report of Bills & Financial Report – No Report This Month
- G. Chamber Update – Photography, Wine/Chocolate Walk Budget - M. Vance – We are proposing a partnership event. During the winter, we need to promote events to bring people downtown. After Christmas hits, we see people retreat to their homes and stop shopping. I've completed 9 of these events, and had 1000 people attend. With the pandemic we have the option to spread folks out. Included in the packet is the budget and the branding. Each business is a different vineyard. When you buy a ticket, you get 10 tastes to sample at different locations. This can be helpful in bringing foot traffic into service businesses. On a recent Chamber photo shoot, several of the participants had never been in the shops. This helps to bring awareness. The partnership also allows the event to be a Chamber fundraiser and bring an infusion of shoppers to downtown. DB: What kind of advertising will you do? MV: We received \$100K in Cares Act funding and have partnered with iHeart, Comcast and other advertisers. DB: Any business? DDA only? MV: We would keep it in downtown and want to make sure its walkable. DB: How do you delineate each business. MV: Window hearts decorate the windows on each shop. You have to educate the population on what the event is, and how it would work. As it grows into a premeier event, individual locations could become ticket sellers. JC: Would the Cottage Block be included? MV: Yes. JC: Will non-Chamber members be open to participate? MV: Yes, We would assist with coordination. Working with the American Legion. BP: You're talking 25 participants – what if fewer participate? MV: Retailers but also service owners could participate. I think that as you talk to folks, they would plan to participate, including salons, etc. DS: This would be a DDA event, with the partnership of the Chamber. DB: Who's risk? DS: We would be taking the risk, and we need to decide how much of the revenue comes back to each organization? The wine glass would have the DDA logo on the reverse side with the business. MV: Correct – DDA logo included. We would pair wines with cake truffles. We would help the business to make a pairing. We had a real estate agent in our former downtown – he included a popular spread and ran the event as an open house, which drove foot traffic. It might take a little while to get this off the ground. I would also like to pair the event with a pre-dinner and the possibility of an after party. Goal is to generate business during a slow season. HW: The more I learned about the event, the magnitude of the level sounds really cool. DB: What is the timeframe and cancellation? MV: We can order the food as little as two weeks out. The glasses won't have dates so they could be used in the future. PR: How much is the actual cost per person? MV: We're meeting with the cake truffle business. PR: What's the minimum amount of people participating to break even? MV: If it goes great, we see the opportunity for this event to grow. And we can show collaboration. PR: This could go a long way toward demonstrating impact. MV: We would like to invite some extra businesses in and participate in sharing the cost. BP: What's the ask? Are we fronting the money and the funds go back into pay the cost? MV: We need a fundraiser. First time events rarely break even. DB: If the

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sponsorship is for paying out the cost with no guaranteed return. I think the ask needs to be confirmed as far as the return. Then we can say we'll sponsor with no strings attached. PR: I think if the event made a total revenue of \$7500, it would be the success. BP: We've already committed \$5000 in sponsorships. I agree that there's a lot of work being done. I don't agree with us putting up \$12,000 and none of the funds coming back to DDA. PR: That's where I come back to the total cost. I want to see where we would end up. HW: This budget is based on prior experience. JC: How does the Cares Act funding come into play? HW: We did a photo shoot. Tomorrow will be number 8. There were no lifestyle photos. We're spending about \$20,000 on media, magazines to send to high influence neighborhoods to introduce Windsor. We're buying \$50,000 to promote Windsor. This is the stupidest government program ever because it has to be used before the end of the year. DB: Is it a grant? MV: Yes. Some communities are electing to pay business rents, which doesn't provide a great ROI. JC: Is there an option for us to provide the \$11,000 and then the Chamber keep all the proceeds. MV: I think the hard costs of the chocolate, wine and truffles and that the DDA should pay for that. But I'm also going to go out and get sponsors. MV: Is there any room in the Cares Funding to pay for some of that cost? Everything has to be delivered before the end of the year. JC: Let's put it blunt. If we provide a loan that is required to be paid back? MV: The promotion only brings in \$1,000 in profit the first year. JC: The main discussion is how much of an investment this is for the DDA? DS: I agree that we need events downtown. It's a shame that we can't use Cares Act. DK: Do we need the full amount spent this fiscal year? If we're talking about budgeting, we need to consider costs like the website and other marketing costs. JL: Would likely need to describe an agreement that describes collateral and money on the table. DS: Under worst case scenario, what split would you be agreeable to? 60%/40% split of the revenue. JC: Is there any insurance/liability issue? DS: We would need the liability to come from the Chamber. JL: You would have all the liability. The DDA enjoys governmental immunity. JC: If that relationship is described, that would be key. MA: Can you clarify where the Sponsorship fits into the picture? MV: It doesn't fit in – I would still be looking to secure \$3500 in additional sponsorships. BP: Here's how I see this working, we would split the revenue off the tickets, but fronting the money. Because the sponsorships can definitely go to you. DB: We're in for Title Sponsor at \$10K with ticket sales paying back up to 40%. MV: We don't anticipate that there's any revenues going to be generated. 50/50 on ticket sales. Hard costs are solid and then we would recoup costs on 50% of tickets sales – which results in a better partnership. JL: You could approve an amount subject to an agreement. **DK: I would move that we approve up to \$10,000 toward presenting sponsor of the event for hard costs (DDA in partnership with Chamber), with 50/50 split on ticket sales, subject to an agreement. DK, Second PR. Approved Unanimously.**

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- H. A Resolution of the Board of Directors of the Windsor, Colorado, Downtown Development Authority in support of Town of Windsor referred Ballot Measure 3A appearing on the November 3, 2020, General Election Ballot in Larimer and Weld Counties. **DK motion to approve. HW. Second. Approved unanimously.** Discussion: Many people have questioned information about the ballot initiative. More information can be found at Windsor3a.com. After people find out about it, there's generally support. HW: More promotion would be helpful. MV: There are yard signs available.

I. **KEY INITIATIVES:**

7:45AM

1. Committee Assignments – Board Lead and Topics
2. Mill Project Update – No Updates.
3. Backlot Boardwalk Update
 - i. 215 4th Street Update
 1. Feasibility Memo Updated
 2. Launch of website page highlighting development opportunities
 3. Press Release
 - ii. Backlot Alley
 1. Alley Design Update (Ditesco)

JB: Described process for identifying and locating the utilities. Used Closed Caption TV to locate. The sewer actually cuts under the corners of the buildings. Town isn't budgeting to replace this main and would be looking to simply line the pipe. The DDA project won't have to plan around replacement of this main and can move forward. We want to look at how to plan ahead for development to the North. We will look to tap sewer and water. We've also looked at the Main Street side and curb cut. We will widen the southeast entrance/exit. We've talked to Xcel and the undergrounding they are loosely planning on next Spring for the underground. PR: The Town is exploring buying all the street lights from Xcel. JB: Plan has come a long way. Design preference is a more fluid paver design. Plan is for two way traffic wide enough for a semi to get thru minimum of 24-feet and lights/overhead structure is 16-feet in height. We'll be extending into the sidewalk with pavers and one of the pedestrian lights. Space will be well-lit. Options for public art on the walls as well. Have illustrated the Chimney Park patio adjacent to the alley. The other opportunity is for businesses to extend the activities to engage with the alley and increase tax revenue. The Central feature is designed to honor Windsor's history with a shade structure. A construction set will be produced with materials option to comment. PREFERENCE OF THE BOARD IS TO COMPELTE A SEPARATE DESIGN MEETING. Proposal before you would take the construction documents to 100% so that you can move forward in constructing the Thru Lot. Because completing just the ally at 100% isn't efficient because much of those answers would need to be planned for the Thru Lot. This would take the documents to a bid set for the Thru Lot, get pricing and get award.
 2. Authorizing the Chairman to negotiate and execute a contract, in a form acceptable to legal counsel with Ditesco Project Construction Services to complete construction design for the 400 Block alley not to exceed \$170,000.

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MA: Presented that the contract and scope was reviewed by Ayres staff. The key question was the design budget at \$1.8M. BP: I would like this to be a signature piece. But this is an important feature that will set the stage. We need to make this space really exciting and working to get a signature project. General consensus among the board. JB: We've leaned up the process as much as we can and would be happy to address any questions. Now that we've gotten details, we'll be putting forward a cost estimate on the Thru Lot design. DS: I like that you're helping us interview contractors.

RP: Some of the DDA Board is aware of the conversation with McCauley Construction. One developer is suggesting on the other side of the alley there would be a Parking Garage. I think it would be helpful to have a discussion to confirm the direction prior to expending \$170K without considering. I think this plays back into what we're obligating.

DS: We talked about this yesterday. We're in a cycle of waiting and then getting blamed for not getting anything done. It would be nice if the developer confirmed a direction. Do we want to be put into a holding pattern. PR: I like the integration of the parking structure with the alley walkway in Ft. Collins. I just want to make sure we're aware that we're setting the path. DB: I say move forward so we can control the vision. BP: I feel like we've had these discussions already with Brinkman. We've had discussions of what we've thought are best. The first iteration of the concept included several properties that weren't under contract. I don't want to toy around with another developer. PR: This is setting us down a path of a high investment, and discussions with a developer is moving us in a specific direction. To think there might be a 5-story parking garage immediately adjacent to an alley. We're starting to look at this from a 30,000 foot view. DK: I think we still need to move forward with the alley. I hear the argument but also the frustration that we're not making progress. John Beggs: The Elizabeth Hotel originally had planned a surface parking lot and was later expanded into a 4-story garage. Your investment on the lot is much higher. We would be looking to collaborate with a developer. PR: I just want to make sure folks are aware of the possible discussion. JL: We would have a "no-cause" termination in the agreement. So if something momentous happens. BP: This item is included in the draft budget.

Motion: DK: Authorizing the Chairman to negotiate and execute a contract, in a form acceptable to legal counsel with Ditesco Project Construction Services to complete construction design for the 400 Block alley not to exceed \$170,000. Second: HW. Approve Unanimously.

iii. 512 Ash Demolition

1. Demolition Status Update – (Mike Scholl)

MS: The contractor that we hired sent a Phase II ESA to CDPHE for a permit with a Phase II report. They require us to hire a third party to monitor the asbestos report. The follow up inspection found additional asbestos. Initially the EPA grant identified a small area of asbestos, but was not complete or accurate. We need to hire a third party to get a permit from CDPHE to complete an independent inspector. Stepping back we thought this was a demolition project with a little demo, and now the tables have

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turned. We're now regrouping to address the concerns. This is now work we have to complete. We are working through the existing contractor. They were originally set up to be the primary contract – we're working with them to identify if they can complete the services. There may be a strategy where we hire separate abatement and demo contractors. We're working to identify the most efficient path forward.

The other wrinkle is that the railroad is requiring a permit and they want a survey completed. This would include a \$1500 permit fee. We're hoping to combine the demolition and the permitting of the permanent fence extending from 6th Street to Main and are pricing out the cost.

Immediate need is to review Century Environmental for the oversight of the asbestos. The second contract is for an Owner's Representative to monitor the process to make sure everything gets through and keep costs down.

Now that we understand some of the issues, we're going to push back on the demo costs to find cost savings.

We currently have formal approval of the abatement plan. CDPHE wants fencing of the site, which will happen in the short term. When the work is taking place, there will be containment required on pricing.

Xcel utility demolition has also been put on hold because we need to maintain negative pressure in the containment. But if we lose power from a generator, we now have a bigger building issue of the entire site needing to be remediated.

DS: We need motions to approve the contracts as listed.

PR: We approved the demo of the building 6-months ago. I want the building gone so the DDA can show action. I'll worry about Xcel. MS: Yes we can move quickly. It will cost more. Once we have this approval, we can cut loose Century. My hope is that we can be wrapped up by the end of the year. BP: Do we have any idea of what abatement would cost? MS: 2" of soil, 10-feet from building and 2" deep. Fence will likely go up in the next week or two. \$110K for demolition. DS: Reminder that we are splitting the costs with the Town. DB: Would the fencing be are the entire block? MS: Correct. PH: This has to be done and this would be a disclosure. PR: If we spend an additional \$9,335 plus railroad permit application. JL: We will look into the easement from the railroad as well.

- a. Authorizing Chairman to negotiate and execute a contract, in a form acceptable to legal counsel, with DiNardo Consulting to provide project management services for the demolition of 512 Ash not to exceed \$5,000. **BP: Motion. Second: PR. Approved Unanimously.**
 - b. Authorizing Chairman to negotiate and execute a contract, in a form acceptable to legal counsel, with Century Environmental to complete the required 3rd party oversight and inspections for the asbestos remediation at 512 Ash in conjunction with the demolition of 512 Ash not to exceed \$ 4,335. **BP: Motion. Second: PR. Approved Unanimously.**
 - c. Update on developments concerning 512 Ash demolition and contract for demolition.
 - d. Update on discussions with the railroad concerning 512 Ash demolition.
- iv. Backlot Development
1. Vision Plan Updated
 2. Developer Interest – Process for Soliciting Expressions of Interest

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3. McCauley Update from meeting

MA: We have a website portal presenting the opportunity. PR: Is there a deadline? MA: We have not set a formal deadline at this point. DB: I think we have to give folks an opportunity to get feedback. JC: What options do we have in being active and assertive in targeting developers. PR: We need to make sure to set a deadline for 60 days. DB: Was the general public ever a possibility or promises made? DS: After the first session, we requested additional financial information. We need to be more transparent and you were just the first horse out of the gate. JC: Are we not required to open this up to public consideration. PR: I'm not aware of the prior discussions. JL: To address Jim's question, soliciting proposals is an important part of the public requirements. PR: The deadline would be solid for End of December and proposals. Presentations made in January. Looking to make a decision by February 1st. HW: We appreciate the approach and want to give them a fair shake. PR: Likely a joint session between the boards. JC: MA add alley design concepts.

4. District Expansion/Sustainability – No Updates

J. Executive Director's Report – M. Ashby

1. 2021 Budget Update

K. **COMMUNICATIONS & NEWS:**

Budget Work Session with Town – November 16 – 5:30PM (Confirm Time)

L. **Adjourn**

9:15AM

Motion to Adjourn: HW. Second DB. Approved unanimously.