



Joint Development Authority
TCAAP Redevelopment Project



AGENDA

Monday, June 6, 2016

5:30 p.m.

Arden Hills City Hall—Council Chambers

1. Roll Call
2. Approval of Agenda
3. Approval of Minutes
 - a. 4/19/16 Special Meeting;
 - b. 4/26/16 Special Meeting;
 - c. 5/2/16 JDA Meeting
4. Public Inquiries/Informational
 - a. *The intent of the Public Inquiries/Informational part of the agenda is to provide interested parties with an opportunity to speak to the JDA about an issue or concern about a past or future agenda item. The current agenda for tonight's meeting is structured to ensure that the JDA accomplishes their business within that agenda. If there is a public hearing scheduled as an agenda item, the public will be invited to speak to that agenda item. In addressing the JDA, please state your name and address for the record, and a brief summary of the specific matter being addressed. To allow adequate time for each person wishing to address the JDA, individuals should limit their comments to three (3) minutes. Written documents may be distributed to the JDA prior to the meeting, or as bench copies, to allow a more timely presentation.*
5. Consent Agenda
6. Old Business
7. Public Hearing
 - a. None
8. New Business
 - a. Master Developer Preliminary Development Agreement
 - b. JDA Planning Process
 - c. Cancellation of July 5th, 2016 Meeting
 - d. Set Work session: August 1st, 2016; 5:30PM at Arden Hills City Hall

9. Development Director Update – none.
10. Administrative Director's Report – none.
11. Commissioner Updates
12. Adjournment

Joint Development Authority
Special Meeting
Tuesday, April 19, 2016
Arden Hills City Council Chambers
Minutes
5:00 pm

Present:

Joint Development Authority: Chair David Sand, Commissioner Blake Huffman,
Commissioner Brenda Holden, Commissioner David Grant, Commissioner Rafael Ortega

Also present: Jill Hutmacher, (Arden Hills); Josh Olson, (Ramsey County)

Roll call taken.

Approval of agenda.

Motion by Commissioner Holden seconded by Commissioner Grant to approve the agenda as presented. Motion carried.

Approval of Minutes

None

Public Inquiries/Informational

None

Consent Agenda

None

Old Business

Master Developer Solicitation Review Committee – Recap and Recommendation

Development Director Hutmacher stated on March 9th the JDA received four responses to the Master Developer Solicitation. A Solicitation Review Committee (SRC) was created from representatives of both City and County staff. On March 28th the SRC met to discuss the solicitation responses. Based on the review of the four responses, it was determined that all responders met the minimum criteria and recommended that all four proposers be invited for an interview with the SRC. Interviews took place on April 11th. It was noted Ehlers provided a letter detailing financial capacity of the four responders.

Development Director Hutmacher commented that based on the review of the solicitation responses and interviews, the SRC recommends a shortlist of proposers to the JDA for interviews who best demonstrated their qualifications, organizational and financial capacity,

and their ability to meet the shared goals of the City and County. The SRC recommends the following proposers to the JDA:

- Alatus, LLC
- Opus Corporation and Pulte Homes
- Ryan Companies and Lennar Corporation

Development Director Hutmacher explained the three responders were requested to prepare answers to seven questions, as outlined by staff for consideration by the JDA. She anticipated the developers would have an approximately 35 minute presentation for the JDA, which would be followed up by approximately 20 minutes of questions and answers.

New Business

Master Developer Interview – Alatus, LLC (5:30 PM)

Chair Sand requested the JDA members introduce themselves to the Alatus representatives.

The JDA members introduced themselves to the Alatus representatives.

Bob Lux, Alatus, thanked the JDA for their time and consideration. He explained he took the role of Master Developer very seriously. He introduced the members of his team and believed they were a very professional and distinguished group of individuals. He explained the members of his team have completed master planning projects in the past and understood TCAAP was a legacy project. He discussed the study work he had done to learn more about making this a landmark development while addressing the solar and geotechnical issues for the site. He believed his team would bring the lessons they have learned from the past in order to advance TCAAP to another level. It was his opinion the Alatus group would work well together with its partners to reach the goals and objectives of this development. He noted Alatus would be working with multiple home builders and multiple multi-family contractors to compliment TCAAP. He stated the project would be very inclusive.

Mr. Lux reviewed a chart with the JDA noting the vendors that would be included in the TCAAP project.

Kent Carlson, Inland Development Partners, explained he was a commercial real estate developer. He indicated he would be bringing his retail expertise to the project. He provided a brief summary on his background, noting he completed Twin Lakes and recent projects in New Hope and Shakopee. He discussed the importance of bringing the right retail to TCAAP.

Tom Shaver, Inland Development Partners, noted he had been in business for the past 32 years. He explained his area of focus within TCAAP would be on the corporate environment and the corporate campus. He appreciated the involvement of both the City and the County in providing a vision for this site. He discussed how the tax base would be increased through the

new development. He provided further comment on corporate campuses that he had completed through the metro area.

Mr. Lux believed the key to this development would not be just building buildings. Rather, it was about attracting residents, along with the best and the brightest employees that want to work in Arden Hills. In addition, the infrastructure of parks and open spaces was of such importance.

Todd Stutz, Tradition Development Corporation, discussed the construction that has been completed by his team and stated Robert Thomas Homes, Hanson Builders, Pratt Homes and Gonyea Homes would be working with Alatus on this project. He noted he has an ongoing relationship with the environmental consultant that worked on TCAAP. He felt blessed to be a part of the overall team. He appreciated the efforts of the JDA, the City Council and the County in drafting the Redevelopment Code, a Master Plan, along with a strict set of architectural design guidelines and development standards. Further discussion ensued regarding several developments that he has been a part of throughout the metro area. He discussed the importance of having a variety of builders on the project and believed that Alatus had assembled a great team with homebuilding experience in the north metro for this venture.

Mr. Lux believed the neighborhoods completed by Todd had a unique look and feel than any others in the metro area.

Mary Bak, Kinzie Real Estate Services, thanked the JDA for their time and stated she was excited to be a part of this project. She explained she had worked for 28 years as a community development director and discussed her experience with the 11,000 acre Glenview Naval Air Station redevelopment. She appreciated the TCAAP Redevelopment Code along with the vision that had been provided by the City. She commented further on her experience with multi-jurisdictional planning which was conducted through the Glenview Naval Air Station redevelopment.

Mr. Lux stated it would be important for TCAAP to tie into the rest of Arden Hills. He wanted to see the site be inclusive to the remainder of the City and not be an island onto its own. He then further introduced himself to the JDA and discussed his work history. He stated he has been in development for the last 30 years. He noted several large developments he had been a part of throughout the metro area. He hopes condominiums would be a part of the TCAAP development. He looked forward to taking on this challenging project.

Mr. Lux explained how his team would approach this project in the first six months noting a development agreement would have to be reached, along with refining market research and a business plan. Schedules for development would be drafted and a project community center would be built. This community center would serve as a project office and town center for the development. He believed this building would provide a look and feel of the coming development. He indicated he would begin to address the sustainable elements for the development and teams would be brought together to begin brand development. He stated

public outreach would begin along with public communication. He wanted the development to be successful for his team, as well as the community. He understood that time was the enemy in real estate and he would really have to get after this project.

Mr. Carlson discussed the vision for Rice Creek Commons, noting this would be an inclusive development. He would be reaching out to brokerage communities and the commercial broker communities in order to reach key corporate users and commercial construction businesses. He discussed the important relationships he had with commercial construction businesses and how these connections would be tapped in order to assist in bringing key businesses to this community. He stated key elements that will make this development successful would be the trails and natural environment of the site. Another important element to the site would be having restaurants and key anchors, such as a grocery store or fitness center.

Mr. Shaver added that the major initial operation would be reaching out to brokerage firms and architectural firms in order to make them aware of what was being planned. He understood Todd would be building beautiful homes and Mary would be keeping the project in check. However, the ability to attract and retain the employment base was crucial. His job would be to convince corporate America that this was a great environment to house their employees long-term.

Mr. Stutz discussed the importance of walkability with natural amenities within this development and all of Arden Hills. He commented on the market research that would have to be conducted in the first six months in order for him to understand the proper mix of housing that would be needed for the site and who he would be housing within the development.

Ms. Bak believed Alatus would have to start by branding the site through signage and social media. Once the land use parcels were being developed, the group would have to be descriptive as to what would be implemented. Through her previous work in Glenview she understood the importance of tying the TCAAP site into the rest of the community.

Mr. Lux stated that beyond just building buildings, a sense of place would have to be created. This would be done through the right name and the right people. He then discussed the density goals for the site and requested further comment from Mr. Stutz.

Mr. Stutz commented on the housing developments within TCAAP. He believed the neighborhoods would be high-quality, diverse and would have a great deal of character. He understood there would be a need for non-traditional families.

Mr. Lux believed in order for this development to be successful each element within the development would have to reek of quality. By doing this, this would create the most value, a higher tax base and the development would attract both residents and commercial users. He wanted to see TCAAP attract the right users noting this would assist the property in developing in a faster amount of time.

Ms. Bak stated that proper environmental, sustainability, infrastructure, and technological elements should be built into the neighborhoods as this would raise the overall value.

Mr. Lux described how Alatus would approach taking the land down. He stated the land take down schedule would be determined through the development contract in the first three months and would be based on the findings of the market study. He did not believe public assistance/TIF would be needed in order for the single family or multi-family housing to be successful.

Mr. Carlson explained that retailers were similar to single family housing and would not require assistance. These users could afford to buy land at market rates and pay their associated assessments. He was not certain if this would be the case for commercial and office users. He believed the timing for this development was perfect and discussed several corporate campuses that were looking to expand in the metro area. He would work to best package this development to make it competitive.

Mr. Lux discussed Alatus' access to capital noting he would be bringing in institutional capital that understands the development. He indicated he would have \$850 million in equity available.

Commissioner Holden feared Arden Hills would be broken into two cities after this project was completed. She wanted TCAAP to be a part of Arden Hills and asked how Alatus would address this concern.

Mr. Lux was aware of this concern and understood the City did not want TCAAP to be an island unto itself. He believed his ability to be inclusive and listen to the needs of the community assist in addressing this problem.

Ms. Bak stated this was a concern with the Glenview redevelopment as well. She explained how the community assisted in the redevelopment of this site, noting a school was placed in the center along with a number of parks, which drew the community to the site. She believed the town center would serve as a draw for Arden Hills. She discussed how it would be important to keep the community informed on the development and what was coming to the area.

Mr. Shaver indicated the City has done a great job recognizing this site as being part of Arden Hills. This would have to continue through the TCAAP redevelopment.

Commissioner Ortega questioned how corporate users would be attracted to the site.

Mr. Shaver stated the amenity package that would be programmed into the site would assist in attracting corporate users. Also, the City and County would create a sense of place that would assist in identifying Arden Hills as being a great location for corporate headquarters. Further discussion ensued regarding the success of Twin Lakes.

Commissioner Grant asked what Alatus liked or was challenged by within the TCAAP redevelopment code.

Mr. Lux thought the true challenges were the density of 1,400 units and the amount of flex space should be reduced on the north side of the boulevard. He wanted to see the tone for the development set on this property and did not see flex space meeting this need.

Commissioner Grant inquired if the density was too low or too high.

Mr. Stutz commented the proposed density level was too high for this development given the amount of space set aside for residential neighborhoods.

Ms. Bak agreed especially given the variety of land uses the City wanted to see on this property.

Mr. Lux described how a portion of the flex space could be used to incubate new businesses. He discussed the importance of creating a high quality entrance point.

Commissioner Huffman questioned what would become of the community center that would be constructed by Alatus in five or ten years.

Mr. Lux stated the reality was the building may be temporary. However, with enough understanding the building could be placed in a manner that it could be converted into a park structure in the future.

Commissioner Huffman inquired if it would be difficult to attract quality retail with the proposed level of residential developments.

Mr. Lux did not believe this would be a concern. He discussed how restaurants would draw people to the new development.

Ms. Bak commented on the importance of creating an experienced based town center.

Commissioner Huffman noted the success of the Centennial Lakes development. It was his hope this Rice Creek Commons could have a similar look and feel. He asked if the developers had any experience with their developments having an active military base as a neighbor.

Ms. Bak discussed the partnerships that had been established in Glenview. She believed it would be important for the City and County to establish relationships with the people in the military, in order to see what needs they might have. She encouraged the City and County to include them in the planning process.

Commissioner Huffman commented on how County Road E was being revitalized. He inquired if the developer had considered creating any transportation links between the new development and the remainder of the City.

Mr. Lux indicated this would involve working with the transportation department and addressing this perceived problem in order to find an appropriate solution. He stated a transportation hub may address the linkage issue. He was uncertain how involved Metro Transit has been with this group but noted he was very close to some of their staff members, along with an individual serving on the Met Council.

Mr. Lux thanked the JDA for their time and for considering Alatus as the master developer for the TCAAP site. He hoped the JDA realized this was an experienced team willing and ready to bring its expertise to this project. He reiterated that this project was not just about building buildings. He hoped the JDA could see the passion Alatus had about the success of this project and that it be inclusive.

Chair Sand recessed the meeting at 6:25 p.m.

Chair Sand reconvened the meeting at 6:33 p.m.

Master Developer Interview – Opus Corp & Pulte Homes (6:45 PM)

Chair Sand welcomed Opus Corp and Pulte Homes to the JDA meeting. He requested the JDA members introduce themselves to the Opus and Pulte representatives.

The JDA members introduced themselves to the Opus and Pulte representatives.

Matt Rauenhorst, Opus, introduced himself to the JDA and discussed how committed Opus was to the success of Rice Creek Commons. He discussed the members of his team, noting Pulte Homes and Eric Padget brought a lot of expertise.

Phil Cattnach, stated it was a pleasure to be before the JDA this evening. He commented on the depth of knowledge and expertise within the Opus and Pulte team. He believed this group would bring about a first class, transformative project for the Rice Creek Commons/TCAAP site. He reported he has been reviewing this site for some time and understood this site had a special vision. He was excited to be a part of bringing this vision to life.

Eric Padget, Pulte Homes, was excited to be a part of this team. He indicated he has been strategically placing neighborhoods around the TCAAP site. He complimented the City, County and JDA on their vision.

Mr. Rauenhorst addressed why the JDA should select his team. He believed the work between the City, County and the master developer was closer to a marriage than a simple transaction. He commented on how his team's expertise was aligned with the vision for the site, which

would assist in creating a first class development. He stated both Opus and Pulte had the financial and experiential knowledge to complete this project. He discussed his team would attack the first six months. He appreciated the groundwork that had been completed by the City through its vision and the TRC.

Mr. Rauenhorst explained he would be conducting further due diligence with the MPCA, watershed district and other agencies in order for strategies to be formulated. He wanted to identify every entities goals in order to help prioritize and meet those goals. He discussed a net zero energy home that was being built in California by Pulte Homes. He stated he would be bringing in energy partners to weigh strategies for this project. He saw the Rice Creek Commons neighborhoods being LEAD certified. He then commented on the importance of branding the site and how this would set the vision and marketing for the project.

Mr. Cattnach commented on the scale of the development. He understood that this land was an extension of Arden Hills. He appreciated the natural resources on the site along with the cohesive nature of the master plan.

Terry Minarik, Confluence, discussed how place-making would be accomplished. He believed place-making was critical to the success of the development and would be completed by creating an energetic common space, by creating a variety of all-season space, through social interaction within those spaces, and by keeping residents and visitors engaged in the space. He wanted to see a single branding at the entrance points to the site. He commented on the importance of pedestrian connections to the regional trails and the remainder of Arden Hills.

Mr. Rauenhorst described the critical elements of success. He stated one key would be not compromising on the vision. He did not want to see any partner undermining the original vision for the site.

Mr. Padget anticipated development on the site would begin within the Hill neighborhood with a variety of products that would be tied into the natural resource borders. He indicated a sales center could be tied into the neighborhood that would become a long-term amenity for the community. He discussed the importance of uniform signage and wayfinding. He believed it would be key for the project to have a grocer.

Mr. Padget did not believe the development would support 1,431 residential units. He commented on the diverse housing products that would be offered throughout the development and appreciated how the Master Plan envisioned and supported life-cycle housing. He believed the Creek neighborhood would support 55+ home buyers. He discussed how active and involved Pulte Homes has been in the residential development in the northern portion of the Twin Cities. He described the new home models that Pulte Homes would be bringing to the metro area.

Mr. Rauenhorst discussed how the new trends on the national level would be incorporated into this development. He wanted to see Opus deliver a variety of different commercial users that

would be responsive to the conditions of the marketplace. He understood that corporate campus users were very unique. He was committed to sustainability within this development and this groundwork would be laid through LEED certified neighborhoods.

Mr. Cattnach discussed the variety of techniques that would be used to create the Town Center in order for this area to be properly branded for the community. He indicated the public realm and trails would have to be developed. He commented on the importance of properly programming the Town Center space year round, while also drawing on Rice Creek as a natural resource. He believed it would be important for the project to have public gathering areas. He explained how it would be crucial to brand the entire development with similar way finding, entry gates and other signage.

Mr. Rauenhorst thanked the JDA for their time and for considering his team. He discussed the special qualities within the team and how this would benefit the project. He understood the JDA, City and County wanted TCAAP/Rice Creek Commons to be unique. He believed that the numerous entities on his team that would be involved with this project would greatly benefit to the development.

Mr. Padget stated Pulte Homes was committed to seeing the project through from beginning to the end. He believed his references spoke loudly as to the how his organization approached and successfully completed projects.

Mr. Rauenhorst was of the opinion he had the right team to complete this project. He indicated Opus and Pulte Homes had the ability to work across the various product types in order to reach the goals of the JDA. He believed this group would work diligently to pioneer solutions for the site in order to optimize the development. He understood the site would have challenges and he would exercise patience while the project developed.

Mr. Cattnach commented one of the first steps for his organization would be to enter into a master developer agreement with the JDA describing the phased purchases. He wanted to fully understand the economic goals of all parties in order to create an environmental cleanup that met the needs of all involved. He explained that Pulte Homes was committed to begin development in the next year. He stated commercial development would follow the residential and would be identified through the branding.

Mr. Rauenhorst indicated he thrived on creating developments that did not require public assistance. However, there were certain opportunities where the market may necessitate public incentives, such as a corporate campus. He believed this would require all parties involved to sit down and review the pros and cons of the tool. He discussed how Opus could utilize its own equity to fund the development of this project. He thanked the JDA for their time and consideration and asked for questions or comments.

Commissioner Holden understood Pulte Homes only had five home types in the neighborhood recently constructed in Arden Hills. She feared how this would translate to TCAAP if Pulte Homes completed 75% of the housing stock on this site.

Mr. Padget appreciated this concern. He stated after the recession Pulte Homes was focusing more on the move up buyer by bringing in new home products. He indicated TCAAP would not be a Pulte Homes only development, but understood the need for housing diversity. He then described the numerous housing products that were being constructed by Pulte Homes at this time.

Commissioner Ortega asked how Arden Hills could attract a corporate user to Rice Creek Commons.

Mr. Rauenhorst reported Opus would be leveraging its relationships on a national platform while also speaking to brokerage firms in order to maximize the marketing campaign. He discussed the importance of completing a communication plan on when this property would be available and where this property was located. He described the strong nucleus of corporate headquarters in the metro area. He believed this project would be transformative and would attract new users.

Commissioner Grant asked if there were challenges within the City's vision, Master Plan or TRC.

Mr. Rauenhorst stated from a commercial standpoint, he understood the importance of the corporate campus. He believed the site had the right amount of retail. He indicated the multi-story office may be an area of concern given the level of office in the surrounding market. However, the location would be a huge selling point, along with all of the amenities that would be included in this development. He reported the flex office space would be innovative. He appreciated the vision within the Master Plan but encouraged the JDA to consider the amount of time it would take to fully develop the site.

Mr. Padget complimented the City for creating three distinct neighborhoods with life-cycle housing. His only concern with the density was that conditions would have to be set before there would be a demand for higher density housing. He appreciated the connections between the neighborhoods and the natural resources on the site.

Mr. Rauenhorst discussed how the demands for the site may change over the next five years as the market changes.

Commissioner Huffman requested further information on the proposed 55+ community for the Creek neighborhood.

Mr. Padget explained Pulte Homes has built the most 55+ homes in the last 50 years. He indicated there was high demand for this housing market. He stated these homes may be built on slabs.

Chair Sand understood the Hill neighborhood would be built first and the Town Center wouldn't be addressed until 2020. He questioned if this would create a void in the walkability of the development. He asked why the Creek neighborhood would not be constructed first.

Mr. Padgett understood the Town Center would be the central amenity for the site. However, the project would need numerous residents in place to support the Town Center.

Chair Sand inquired how the project would change if the thumb were sold off as a corporate campus.

Mr. Padgett explained the project would have to evolve and change as the market demand changed over time. He was willing to evolve with the project.

Mr. Rauenhorst discussed the ancillary businesses that would benefit by surrounding a corporate campus. He requested the JDA allow his team the flexibility to adjust to the changing needs of the market.

Commissioner Holden questioned how the developer was going to minimize the City's long-term maintenance costs.

Mr. Rauenhorst stated this was a very fair question. He encouraged the City to review the benefiting organizations from the City's infrastructure while also looking at sustainable efforts that could be implemented to reduce long-term expenses.

Mr. Padgett stated another option would be for the City to consider homeowners associations in order to reduce the long-term maintenance costs for the City.

Mr. Cattnach reviewed the goals of the project for the various stakeholders. He believed his team was the most qualified and understood the sub-market within the metro area. He stated this partnership would be treated like a marriage and was interested in seeing this project all the way through to the end.

Mr. Rauenhorst stated the scale and complexity of this project required a team with expertise. He believed this team had the experience and know-how to bring the JDA's vision to life. He was sensitive to the fact the JDA wanted to drive development. He understood a tremendous investment has been made in this property and he wanted this property to have a sense of character. He discussed how he would work to advance sustainability and technologies on this site. He believed these efforts would draw development and residents to the site. He wanted to be able to bring his strategies gained on a national level to Rice Creek Commons. He understood this was a big decision for the JDA and was thrilled to be considered.

Chair Sand thanked the representatives from Opus and Pulte for their thorough presentation.

Commissioner Updates

Commissioner Holden asked if the master developer would be involved in the solar project.

Development Director Worthington commented the developers would be involved in sustainability and energy efficient projects, but the solar project was not a part of Rice Creek Commons.

Commissioner Holden questioned how negotiations with a master developer would proceed with the JDA.

Development Director Worthington envisioned a development agreement would be negotiated with the master developer by the JDA and a purchase agreement (a County document) would flow from this document.

Future Meeting Schedule

The next meeting will be Tuesday, April 26, 2016, at Arden Hills City Hall.

Meeting adjourned at 7:50 pm.

Approved _____
David B. Sand, Chair

Date

Joint Development Authority
Special Meeting
Monday, April 26, 2016
Arden Hills City Council Chambers
Minutes
5:00 pm

Present:

Joint Development Authority: Chair David Sand, Commissioner Blake Huffman,
Commissioner Brenda Holden, Commissioner David Grant, Commissioner Rafael Ortega

Also present: Ryan Streff, (Arden Hills); Heather Worthington, (Ramsey County)

Roll call taken.

Approval of agenda.

Motion by Commissioner Ortega seconded by Commissioner Grant to approve the agenda as presented. Motion carried.

Approval of minutes.

None

Public Inquiries/Informational

None

Consent Agenda

None

Old Business

Master Developer Solicitation Review Committee – Recap and Recommendation

Administrative Director Worthington provided a summary from the SRC and noted the JDA would be holding the third interview for the master developer for the Rice Creek Commons property. The JDA would be interviewing Ryan Companies & Lennar.

New Business

Master Developer Interviews – Ryan Corp & Lennar (5:00 p.m.)

Chair Sand requested the JDA members introduce themselves to the members of Ryan Corp and Lennar. The JDA members introduced themselves.

Collin Barr, President of Ryan Companies North Region, discussed how excited Ryan Companies was to be before the JDA to share their vision and goals for the TCAAP site. He provided the JDA with a printed summary of their presentation and then introduced the members of his the Ryan team. He discussed his background in commercial development and believed his team was well prepared to move forward with this development.

John Aune, Lennar Homes, stated he would be the executive in charge for Lennar on this project. He introduced the other members of his team present.

Mr. Barr discussed the primary activities that would be completed in the first six months. He believed it would be important to move fast on marketing/branding, land planning, land purchase terms and the project approvals. He indicated the project website would need enhancement in order to generate increased interest in the site, while also fueling demand. He understood the timeline was aggressive, but he looked forward to this project getting off the ground.

Mark Schoening commented on the vision for the site. He indicated this was a unique site given its close proximity to Minneapolis, it had great natural resources and site features. He believed the chosen master developer would have to focus on one key question, "Why Rice Creek Commons?" He explained his team has discussed this question tirelessly and in the end has determined the core values for the site should be that the project is convenient, high quality, affordable, has a sense of community, authenticity and is sustainable. He wanted the core vision for this project to anchor the project in values that people respond to. He wanted these core values to be drawn into an overall plan for the site. He was committed to bringing this vision to each corner of the project and was excited to get going as quickly as possible. He believed this was a phenomenal piece of real estate that held a great deal of promise.

Mr. Aune discussed the proposed number of residential units on TCAAP. His vision for the site would be to have high quality neighborhoods. He stated he had conducted some preliminary density testing on the site. Market research was conducted on commercial, retail, senior living and health care to help identify the profiles of individuals that would be interested in living in Rice Creek Commons. As a national builder, he has selected the best housing products that would fit well into Rice Creek Commons. He further discussed the collections of homes Lennar would be building on TCAAP. He indicated there were approximately 140 different home combinations that could be constructed, noting the house colors could also vary. He commented the housing products could be further diversified through multi-family products.

Doug Bober provided further comment on the multi-family housing products offered by Lennar. He explained millennials were not typically purchasing single-family homes, but rather were leaning towards multi-family options. Products options were described in detail, noting the goal was to create community within a community.

Mr. Schoening commented on the central elements within Rice Creek Commons. He noted the Town Center and the natural resources corridor were key components on this site. He

discussed the difficulty of developing Town Centers, but believed there was a solution to make this work and for it to be done well. He believed the project would have to be developed around the Town Center in order for people to be drawn to this area. He stated the space would have to feel both common and central in order to be authentic.

Tony Barranco discussed corporate offices and how these would fit on Rice Creek Commons. He provided comment on several corporate campus projects he had been involved in. He indicated one of the most important features on corporate campuses was properly programming the space.

Casey Hankinson explained how the JDA can be confident that Ryan and Lennar is the right team. He stated Ryan has 67 years of experience. He believed his company was a specialist and not a generalist. He indicated there was a true sense of team at Ryan Corp. He reported Lennar had 145 years of experience. He realized this project was not about Ryan or Lennar but rather about the end user and building communities. He commented the Lennar team has been the number one homebuilder in the State of Minnesota for the past 10 years. He discussed the long history Lennar and Ryan had with the metro area.

Mr. Barr stated both Ryan and Lennar could work with the redevelopment code. He believed the TRC tied into the Master Plan and the densities that the market would support for the site. He commented on the development market cycles and believed now was the time to build aggressively on this site. He stated there was a chance that some portions of the plan may need to be tweaked to meet the market demand.

Mr. Barr discussed his access to capital. He reported Lennar was a \$9.5 billion national company that would be able to internally fund their projects. This would make projects move along more quickly. He then commented on the equity available to Ryan Company. He stated he has run a dozen different economic models with a range of densities. Most of the models showed no requirement for incentives. However, a couple models did. His opinion was that public incentives would not be necessary, unless an extraordinary amenity was wanted by the community.

Mr. Schoening thanked the JDA for their time and asked if there were any questions or comments.

Commissioner Huffman asked if Lennar was the number one builder based on volume or satisfaction.

Mr. Schoening explained this classification was based on the Builders Association in the Twin Cities and was based on revenue.

Commissioner Huffman questioned if each housing plan had different floor plans.

Mr. Aune reported this was the case. He provided further comment on how the housing models were interchangeable.

Commissioner Huffman inquired what Lennar was doing in terms of energy efficiency.

Mr. Aune indicated Lennar Homes was proud to be staying on top of energy efficiency. He stated an energy efficiency survey was completed on every home constructed. This survey was then reviewed with their customers.

Commissioner Huffman asked how Ryan Corp was able to compete with itself in the same market.

Mr. Schoening stated Ryan had made a concerted effort not to be involved in two directly competing projects in the same community. Also, at the end of the day, Ryan was the conduit for their clients financing, which meant they needed to listen to their clients and help them find the right site.

Commissioner Grant requested further information regarding the commercial and retail on the site.

Mr. Schoening stated Ryan's approach would be to market the site as the most interesting regional retail node in the Twin Cities in the last decade. He commented the site had great access and space. He indicated he would sit down and work out a concept stage plan with the JDA and solicit interest from this plan. He reported the primary focus would be around food, both restaurants and grocers. The project would also have to have interesting activities.

Commissioner Grant indicated the site has been named "Rice Creek Commons". He asked if Ryan believed this name should move forward or if another name should be selected.

Mr. Schoening explained this was discussed with the Selection Review Committee. At that time, Jon Aune stated he wanted to stick with the name because it was so hard to name a community. He believed the proposed name was general enough that the Arden Hills dimension wasn't captured. He explained that on most of the projects he has completed there has been a tie back to the community that it was located within. His current thought was to use the "Commons" term while different names for the neighborhoods.

Mr. Aune agreed individual community names were needed for the neighborhoods. He stated he was not tied to the Rice Creek Commons name.

Commissioner Grant asked if Lennar would be willing to bring in other residential builders.

Mr. Aune stated currently his vision would be to build all of the homes. However, he would be open to involving other builders in the metro area.

Commissioner Ortega questioned how Ryan would seek a corporate user.

Mr. Hankinson stated this was one of his favorite aspects of development. He discussed how development had changed over the past 10 years. He indicated he would want to establish a partnership with the members of the JDA in order to assist in finding the proper users for this site.

Commissioner Holden expressed concern with this project becoming a community unto itself. She reminded the representatives present that this land was a part of Arden Hills. She requested further comment on how this project would tie back into the remainder of the community.

Mr. Schoening did not mean to suggest that this would be a self-contained development. Rather, he was trying to suggest his goal would be to market and brand this site in such a manner that it competes across all others in the Twin Cities. He did not see this becoming a community unto itself. He commented on a development in Shakopee and how it was tied into the remainder of the community. He believed the project would have to have an identity that draws people to it.

Commissioner Holden asked how this development would be different.

Mr. Schoening supposed this would come from the site itself. He understood differentiation was important but stated novelty was dangerous. He commented there were effective ways to plan a community of this size, which would be brought forward. He believed the “wow” was that it was about to happen, along with the size and location of the property.

Mr. Schoening commented on several town center developments throughout the nation and believed the water feature within Rice Creek Commons should be made a central amenity. He discussed the importance of programming the town center area year round in order to continue drawing people to this location and to create a sense of belonging. Further discussion ensued regarding Centennial Lakes.

Chair Sand asked how programming would be accomplished.

Mr. Schoening commented the programming would evolve over time. He believed that tenants and landlords would have to come together in order to create a successful town center.

Chair Sand reviewed Ryan’s retail vision for Rice Creek Commons. He asked if it was still Ryan’s intent to develop the Hill neighborhood first and inquired how the walkability feature would be tied into the town center.

Mr. Schoening stated from a retail standpoint, he believed this would be an early component that belonged on the freeway. He indicated it would benefit the development to have some retail established within the project prior to the town center developing.

Mr. Aune explained the Hill neighborhood would have a widest variety of home collections. He understood access to utilities would have to be evaluated.

Mr. Barr reviewed several final slides within his presentation. He explained Ryan and Lennar had hundreds of people behind them to complete this project. He discussed several large-scale projects that have been completed by his organization in the metro area. He stated this project would benefit by the Ryan and Lennar team based on the number of experts and size of the team. He believed his team should receive serious consideration as the master developer based on the vast amount of successful experience they had.

Mr. Barr commented on the ability and knowledge Lennar had in building homes. He was proud of the work Lennar has done in the metro area because it was also building communities. He was proud of the fact Lennar had a high satisfaction rate along with being the number one builder in the metro area.

Mr. Barr thanked the JDA for their consideration and reported Ryan and Lennar were excited about and ready to work on this project right now, with its team members and resources. He encouraged the JDA to select Ryan and Lennar as the master developer based on its track record and experience with commercial, retail and residential development in the metro area.

Chair Sand recessed the meeting at 6:16 p.m.

Chair Sand reconvened the meeting at 6:20 p.m.

Chair Sand requested the JDA deliberate on the master developer candidates. He believed the JDA had been very fortunate to receive presentations from three highly qualified development teams. He understood a great deal of time was involved in researching and preparing for this. He felt good about the high quality of the companies that were represented in by candidates. He was proud to be a part of this process.

Commissioner Huffman questioned how Chair Sand wanted to proceed.

Chair Sand commented a decision would not be made until May 2nd. He was just asking for general comments at this time.

Commissioner Ortega believed he needed more time to digest all of the information that has been presented. He asked if there was any way to get additional housing product designs from the other developers. He indicated this would be important information for the JDA members to review.

Chair Sand agreed there may be more information the JDA would need in order to make an informed decision on May 2nd.

Further discussion ensued regarding the housing types presented by the master developer candidates.

Commissioner Holden questioned if the new housing types that Lennar was proposing to build on TCAAP from around the country would work.

Chair Sand believed it would be beneficial for the JDA members to further digest the information presented this evening. He recommended the JDA members review their notes, prioritize the candidates and be prepared to discuss the pros and cons of each developer and be prepared to make a decision on May 2nd. He clarified that further information would not be submitted by the master developers.

Administrative Director Worthington indicated Josh could reach out to a developer if clarification was needed on any matter.

Commissioner Updates

None

Future Meeting Schedule

The next meeting will be Monday, May 2, 2016, at Arden Hills City Hall.

Meeting adjourned at 6:38 pm.

Approved _____
David B. Sand, Chair

Date

Joint Development Authority
Monday, May 2, 2016
Arden Hills City Council Chambers

Minutes

5:30 pm

Present:

Joint Development Authority: Chair David Sand, Commissioner Blake Huffman,
Commissioner Brenda Holden, Commissioner David Grant, Commissioner Rafael Ortega

Also present: Jill Hutmacher, (Arden Hills); Heather Worthington, (Ramsey County) and Josh Olson (Ramsey County)

Roll call taken.

Approval of agenda.

Motion by Commissioner Huffman seconded by Commissioner Holden to approve the agenda as presented. Motion carried.

Approval of April 4, 2016 minutes.

Motion by Commissioner Grant seconded by Commissioner Holden to approve the minutes as presented. Motion carried.

Public Inquiries/Informational

None

Consent Agenda

None

Old Business

None

Public Hearing

None

New Business

Master Developer Solicitation Selection

Development Director Hutmacher reviewed the master developer solicitation process and noted that the JDA interviewed the three final candidates on April 19 and 26, 2016.

Chair Sand commented after reading the various initial written proposals submitted; reviewing the Solicitation Review Committee's summaries of initial interviews; listening to the presentations and evaluating the supplemental written materials submitted to the JDA by the teams, he had the following observations and conclusions:

- 1.) All developers are well respected, talented and financially capable teams;
- 2.) All developers were prepared for interviews and presentations – both written and oral;
- 3.) All developers presented an interesting mix of vision, implementation and teamwork;
- 4.) Finally, the JDA, County and City are fortunate to have teams with this level of talent who have proposed to redevelop land long lost to lack of development.

Chair Sand believed each team had its own unique vision for redevelopment that included – with various degrees of importance – residential, commercial/retail, town center, and flex use, along with open space. In addition, he thought each team presented different and well thought out phasing, land draw-down, and financing proposals. Lastly, he believed each team provided the JDA and himself with a clear idea of where, when and how the 427 acres would be developed.

Chair Sand stated that although the JDA, County and City – as well as the current and future residents and tenants of Arden Hills and, more specifically, this site – would be well served by any of these teams, he believed one team had provided the best vision and implementation plan. This team has a vision that is responsive to the Master Plan, will provide a unique, welcoming and beautiful town center, a diverse housing mix, a solid commercial and retail base, abundant green space and energy efficient design. This team also has an implementation plan that will provide an immediate impact on the site, yet be sufficiently flexible to respond to market demands, and be guided by a collaborative effort that is necessary in order to meet the ongoing needs of the City, County and region.

Chair Sand explained his assessment and conclusion about which team can best lead the JDA, County and City into the future is also based on this team's past successful developments, its written submissions and oral presentations, as well as recommendations from public officials who dealt directly with this team on past projects.

Chair Sand concluded his personal interest in seeing the construction of a well-balanced development that includes diversity in housing choices, strong interest in providing – as soon as possible – an active, attractive Town Center (or, as the team stated in its submission: “establishing a sense of Place quickly and very early”), as well as a strong desire to focus on a viable commercial and retail development, green space and energy efficiency led him to vote in favor of the team consisting of Alatus LLC, Inland Development Partners, Tradition Development Corp and Robert Thomas Homes, Inc., Mary Bak, as well as Lakota Group, Hightower Initiatives, EVS Engineering, Enebek Construction and, finally, Isles Ranch Partners.

Commissioner Holden said that she approached her decision in a different manner than Chair Sand. She reviewed the approved AUAR and the TCAAP Redevelopment Plan. She discussed

City goals and the need to connect existing Arden Hills to TCAAP. She emphasized the importance of communicating with current Arden Hills' residents. Based on her analysis, she chose Alatus, LLC.

Commissioner Ortega stated that his primary concern was to identify a corporate sponsor. He wanted to choose a master developer that would best be able to be an advocate for the JDA in attracting corporate users. Given the County's significant financial investment in this project, he was concerned with making the County financially whole. He discussed his experience working with Opus in Saint Paul and named the Opus/Pulte team as his first choice for master developer. He added that he wanted the JDA to work as a team, however, and would support the majority decision.

Commissioner Grant stated that for him one master developer demonstrated the attention to the vision, quality of development, and sense of place that he felt was very important. He felt that one developer best brings a group of diverse housing types to TCAAP. He named Alatus, LLC as his choice for master developer.

Commissioner Huffman discussed the expectations going forward and noted he would support the consensus of the group.

Motion by Commissioner Holden seconded by Chair Sand to approve the selection of Alatus, LLC as Rice Creek Commons Master Developer, and direct staff to negotiate a Development Agreement with the Master Developer. Motion carried unanimously.

Chair Sand thanked each of the developers for submitting proposals for this project. He understood the time and effort that was involved in this process.

Development Director's Report

Development Director Hutmacher had no new information for the JDA.

Administrative Director's Report

Administrative Director Worthington presented information on the remediation of the site. She anticipated the County would be receiving final certification on the site sometime this summer. She noted the County was in negotiations for the primer tracer site for the solar panel installation. She commented on the County Road H project noting construction would begin next week. She was pleased to report the project came in under the engineer's estimate. She explained the creek re-meander project would be completed mid-summer.

Commissioner Holden asked if any remediation work was needed on the primer tracer property. Administrative Director Worthington reported remediation work would be needed.

Commissioner Updates

Commissioner Grant thanked the JDA staff for all of their work on the master developer process.

Commissioner Ortega appreciated the JDA staff as well and thanked them for a job well done.

Future Meeting Schedule

The next meeting will be Monday, June 6, 2016, at Arden Hills City Hall.

Meeting adjourned at 5:55 pm.

Approved _____
David B. Sand, Chair

Date



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA ITEM 8a

MEMORANDUM

DATE: June 3, 2016
TO: Joint Development Authority Board of Commissioners
FROM: Directors Iverson and Worthington
SUBJECT: Master Developer Preliminary Development Agreement

Budgeted Amount:
n/a

Actual Amount:
n/a

Funding Source:
n/a

Background:

The Preliminary Development Agreement (PDA) is a document that will serve to outline the responsibilities of the JDA and Alatus Arden Hills LLC during negotiations for a Master Development Agreement (MDA). The PDA guarantees Alatus that we will negotiate only with them during this period, and sets benchmarks for delivering an MDA by October 31, 2016.

Staff from the JDA and representatives from Alatus Arden Hills LLC have agreed to this form.

Attachment

- a. Preliminary Development Agreement with Alatus Arden Hills LLC

JDA Action Requested:

Approve the Preliminary Development Agreement with Alatus Arden Hills LLC

PRELIMINARY DEVELOPMENT AGREEMENT

THIS PRELIMINARY DEVELOPMENT AGREEMENT (the “Agreement”) is made and entered into this 6th day of June, 2016, by and between the TCAAP Joint Development Authority, a Minnesota joint powers entity (“JDA”), and Alatus Arden Hills LLC, a Minnesota limited liability company (the “Developer”).

RECITALS:

First: The County of Ramsey (the “County”) is the Purchaser under that certain Offer to Purchase, as Amended (the “OTP”), by and between the County and the United States of America, by the General Services Administration, as Seller (“GSA”), for a portion of the real property located in the City of Arden Hills (the “City”) commonly referred to as the Twin Cities Army Ammunition Plant (“TCAAP”). The real property which is the subject of the OTP contains approximately 427 acres of land and is referred to in this Agreement as the “TCAAP Site”. The Developer and the JDA have been engaged in informal discussions regarding the possible development of the TCAAP Site legally described in the attached Exhibit A;

Second: Pursuant to the Joint Powers Agreement between the City and the County (the “JPA”), the JDA developed a developer selection process for redevelopment of the TCAAP Site. The Developer has been selected by the JDA as the master developer for redevelopment of the TCAAP Site (the “Project”), consistent with the TCAAP Master Plan, guiding the density, location and timing of implementation of the components of the Development on the TCAAP Site (the “Master Plan”), and the TCAAP Regulating Code (the “TRC”) approved by the City and the County;

Third: The Developer and the JDA (the “Parties” or a “Party”) wish to cooperate in further analyzing the potential and feasibility of the Project and are willing to proceed with such analysis in anticipation of reaching a more definitive agreement regarding the Project;

Fourth: The Parties acknowledge that the Developer will expend substantial time and effort, and incur substantial expense in pursuing the Project;

Fifth: The Developer is willing to undertake the activities described in this Agreement only with the reasonable assurance from the JDA and the County that each will support and cooperate with the Developer in its efforts;

Sixth: The County is not a Party to this Agreement, but consistent with its obligations under the JPA and the JDA developer selection process, within 60 days of this Agreement, the County and the Developer will enter into a separate agreement (the “Access Agreement”) providing the Developer with the right to enter the TCAAP Site so that the Developer may complete site investigations as determined necessary by the Developer and acceptable to the County as provided in the Access Agreement. Further, on or before December 31, 2016, the Developer and the County will attempt in good faith to negotiate the terms of a master purchase agreement (the “Purchase Agreement”), which will provide the terms and conditions necessary for the County to convey the

TCAAP Site to the Developer or its assigns consistent with the Contract defined below. The conveyance of the TCAAP Site is solely within the discretion of the County following all legally required proceedings;

Seventh: The JDA and the Developer have executed this Agreement to document their understanding with respect to the proposed Project.

AGREEMENT

NOW, THEREFORE, in consideration of the premises and mutual obligations of the Parties contained herein, each of them does hereby represent, covenant and agree with the other as follows:

1. Statement of Intent.

It is the intention of the Parties that during the term of this Agreement, on or before December 31, 2016, the Developer and the JDA will attempt in good faith to negotiate the terms of a master contract for private development (the "Contract") which will provide the nature and timing of the public infrastructure and private improvements to be constructed on the TCAAP Site and which, when executed, will supersede this Agreement and all obligations of the Parties hereunder. The Contract will contain such additional terms as either Party believes are necessary for the transaction.

2. Undertaking by Developer.

During the term of this Agreement, the Developer will cooperate with the JDA (and the County) to accomplish the activities described in paragraph 1 required to be performed by the Developer, and agrees to utilize commercially reasonable efforts to undertake and analyze the potential and feasibility of the Project and all of the activities described in paragraph 1 required to be performed by the Developer, subject to the JDA's performance.

3. JDA's Undertaking and Agreement.

- (a) The JDA agrees to cooperate with the Developer in the Developer's undertakings, agrees to utilize commercially reasonable efforts, subject to the Developer's performance, to accomplish the activities described in paragraphs 1 and 2 above.
- (b) The JDA further agrees that during the term of this Agreement, the JDA will not provide or enter into any other agreement with any other Party for development of the TCAAP Site. It is the intention of this provision that, during the term of this Agreement, the Developer shall have the exclusive right to negotiate the development of the TCAAP Site with the JDA.

4. Term.

This Agreement is effective from the date hereof through December 31, 2016, unless extended with approval of the JDA's Board; provided, in the event either Party, after consultation with the other Party, determines in good faith that the Parties have not reached substantial agreement as to the terms of the Contract by October 31, 2016, or the Developer determines, in good faith, by October 31, 2016 that the Project is not feasible, such determining Party may terminate this Agreement upon 30 days' written notice to the other; provided however, that if the reason for termination is other than for feasibility, the parties will continue negotiation during the 30 day period and if no agreement has been reached by the end of the 30 day period, the termination shall be effective as of such 30th day. The Parties each waive any claim or cause of action that they may have against the other Party based upon the termination of this Agreement by such other Party. The Parties may, by mutual written agreement, extend this Agreement for such further periods as determined to be appropriate from time to time.

5. Administrative Costs of JDA.

The Developer agrees and understands that it is responsible for and will pay to the JDA out of pocket costs incurred by the JDA in the negotiation and preparation of this Agreement, the Contract and other documents and agreements in connection with the activities and the Project contemplated hereunder (including without limitation reasonable attorney fees, engineering costs, fiscal consultant fees) (collectively, the "Administrative Costs") in an amount not to exceed \$60,000 except as provided in the next sentence. Responsibility for payment of Administrative Costs in excess of \$60,000 shall be addressed as part of the negotiation of the Contract with the expectation that Administrative Costs are a cost of the Project to be borne by the revenues of the Project. Administrative Costs shall be evidenced by invoices, statements or other reasonable written evidence of the costs incurred by the JDA.

6. Developer Assignment of Rights.

The Developer shall not assign or transfer its rights under this Agreement in full or in part without the prior written consent of the JDA.

7. Miscellaneous.

- (a) This Agreement constitutes the entire agreement between the Parties relative to the these preliminary terms relating to the proposed Project. Unless specifically described herein, no obligation shall be inferred or construed.
- (b) Redevelopment of the TCAAP Site will be in accordance with the Contract, the Purchase Agreement or other agreements which the Parties shall, in good faith, attempt to negotiate during the term of this Agreement.

- (c) The Developer understands that further and separate action, for which no obligation is created hereunder, will be required before the JDA, the County or the Developer is obligated to take various actions with respect to the Project.
- (d) The Developer further understands that many of the actions which the JDA or the County may be called upon to take require the reasonable discretion and in some instances the legislative judgment of the JDA or the County, such actions may be made only following established procedures; and JDA and County may not, by agreement, agree in advance to any specific decision in such matters.
- (e) Notice or demand or other communication between or among the Parties shall be sufficiently given if sent by certified or registered mail, postage prepaid, return receipt requested, national overnight delivery service, delivered personally or by electronic mail to the email addresses listed below; provided, that if a sender receives notice that the electronic mail is undeliverable, notice must be sent as otherwise provided in this Section 8(e):

To the JDA:

TCAAP Joint Development Authority
c/o JDA Administrative Director
Ramsey County Manager's Office
15 West Kellogg Blvd., #250
Saint Paul, MN 55102
Email:

To the Developer:

Alatus Arden Hills LLC
800 Nicollet Mall, Suite 2850
Minneapolis, MN 55402
Attn: Robert C. Lux
Email: rclux@alatusllc.com

and

TCAAP Joint Development Authority
c/o JDA Development Director
Arden Hills City Hall
1245 West Highway 96
Arden Hills MN 55112
Email:

With a copy to:

County of Ramsey, Minnesota
Ramsey County Manager's Office
15 West Kellogg Blvd., #250
Saint Paul, MN 55102
Email:

(The remainder of this page is intentionally left blank.)

IN WITNESS WHEREOF, the Parties have executed this Agreement effective the date and year first above written.

ALATUS ARDEN HILLS LLC, a Minnesota
limited liability company

By: _____

Robert C. Lux

Its: Chief Manager

TCAAP JOINT DEVELOPMENT AUTHORITY

By: _____
Its: Chair

By: _____
Its: Administrative Director

ACKNOWLEDGMENT:

COUNTY OF RAMSEY, MINNESOTA

By: _____
Its: Deputy County Manager

**EXHIBIT A
TCAAP SITE**

See attached legal description

Parcel Identification Nos.
09 30 23 34 0001
16 30 23 24 0001
16 30 23 44 0002
09 30 23 23 0001

EXHIBIT A

Legal Description of the Property

Parcel 1

That part of the Southwest Quarter of the Northwest Quarter of Section 9, Township 30 North, Range 23 West, Ramsey County, Minnesota, lying southerly of the following described line:

Commencing at a point on the north line of said Northwest Quarter of Section 9 distant fifty (50) feet westerly of the northeast corner of said Northwest Quarter; thence southerly along a line parallel with the east line of said Northwest Quarter a distance of 550.00 feet; thence westerly along a line parallel with the north line of said Northwest Quarter a distance of 1,425.22 feet to the point of beginning of the line to be described; thence southerly along a line parallel with the west line of said Northwest Quarter a distance of 1,235.00 feet; thence westerly along a line parallel with the north line of said Northwest Quarter a distance of 1,160.0 feet, more or less, to said west line of the Northwest Quarter, and said line there terminating.

And lying westerly of the following described line:

Commencing at the North Quarter corner of said Section 9; thence North 89 degrees 52 minutes 51 seconds West, assumed bearing, along the north line of said Northwest Quarter a distance of 50.00 feet; thence South 00 degrees 43 minutes 50 seconds East along a line parallel with the east line of said Northwest Quarter a distance of 550.00 feet; thence North 89 degrees 52 minutes 51 seconds West along a line parallel with the north line of said Northwest Quarter a distance of 1,425.22 feet to the point of beginning of the line to be described; thence South 00 degrees 33 minutes 53 seconds East along a line parallel with the west line of said Northwest Quarter a distance of 2,206.32 feet and said line there terminating

And lying easterly of the following described line:

Commencing at the west quarter corner of said Section 9; thence easterly on an azimuth of 90 degrees 01 minute 58 seconds along the east and west quarter line thereof and the boundary of Minnesota Department of Transportation Right of Way Plat No. 62-45, as the same is on file and of record in the office of the Registrar of Titles in and for said County, for 182.41 feet to Right of Way Boundary Corner B4406 and the point of beginning of the line to be described; thence on an azimuth of 359 degrees 18 minutes 09 seconds along the boundary of said plat for 5.78 feet to Right of Way Boundary Corner B7; thence on an azimuth of 359 degrees 25 minutes 22 seconds along the boundary of said plat for 850.31 feet to Right of Way Boundary Corner B6; thence continuing on said azimuth of 359 degrees 25 minutes 22 seconds, along the northerly extension of the last described boundary line, for 100.00 feet and said line there terminating.

Together with that part of BROOK LAND ACRES, Ramsey Co., Minn., and that part of the South Half of Section 9, Township 30 North, Range 23 West, Ramsey County, Minnesota, and that part of Section 16, said Township 30 North, Range 23 West, EXCEPT the southerly 133.00 feet of said Section 16, all lying easterly of the following described line:

Commencing at the west quarter corner of said Section 9; thence easterly on an azimuth of 90 degrees 01 minute 58 seconds along the east and west quarter line thereof and the boundary of Minnesota Department of Transportation Right of Way Plat No. 62-44, as the same is on file and of record in the office of the County Recorder in and for said County, for 182.41 feet to Right of Way Boundary Corner B4406 and the point of beginning of the line to be described; thence on an azimuth of 179 degrees 18 minutes 09 seconds along the boundary of said plat for 1,176.34 feet to Right of Way Boundary Corner B1; thence on an azimuth of 160 degrees 23 minutes 53 seconds along the boundary of said plat for 771.62 feet to Right of Way Boundary Corner B2; thence on an azimuth of 179 degrees 18 minutes 09 seconds along the boundary of said plat for 140.00 feet to Right of Way Boundary Corner B3; thence on an azimuth of 218 degrees 11 minutes 13 seconds along the boundary of said plat for 398.25 feet to Right of Way Boundary Corner B4; thence on an azimuth of 179 degrees 18 minutes 09 seconds along the boundary of said plat for 287.49 feet to Right of Way Boundary Corner B4405 as shown on said Plat No. 62-44 also being Right of Way Boundary Corner B4405 as shown on Minnesota Department of Transportation Right of Way Plat No. 62-43 as the same is on file and of record in the office of the County Recorder in and for said County; thence on an azimuth of 179 degrees 18 minutes 09 seconds along the boundary of said Plat No. 62-43 for 18.24 feet to Right of Way Boundary Corner B1; thence on an azimuth of 166 degrees 27 minutes 32 seconds along the boundary of said plat for 1,951.24 feet to Right of Way Boundary Corner B2; thence on an azimuth of 144 degrees 50 minutes 10 seconds along the boundary of said plat for 774.66 feet to Right of Way Boundary Corner B3; thence southeasterly for 113.63 feet along the boundary of said plat on a circular curve, concave to the northeast, having a radius of 5,579.58 feet, a delta angle of 01 degree 10 minutes 01 second, and a chord azimuth of 144 degrees 15 minutes 10 seconds, to Right of Way Boundary Corner B4; thence southeasterly for 275.90 feet along the boundary of said plat on a compound curve, concave to the northeast, having a radius of 5,579.58 feet, a delta angle of 02 degrees 49 minutes 59 seconds, and a chord azimuth of 142 degrees 15 minutes 10 seconds, to Right of Way Boundary Corner B5; thence on an azimuth of 140 degrees 50 minutes 10 seconds along the boundary of said plat for 51.18 feet to Right of Way Boundary Corner B4306 as shown on said Plat No. 62-43 also being Right of Way Boundary Corner B4306 as shown on Minnesota Department of Transportation Right of Way Plat No. 62-42 as the same is on file and of record in the office of the County Recorder in and for said County; thence continue on an azimuth of 140 degrees 50 minutes 10 seconds along the boundary of said Plat No. 62-42 for 1,579.05 feet, more or less, to a point on said boundary line distant 1,310.00 feet northwesterly of Right of Way Boundary Corner B2 as shown on said Plat No. 62-42; thence leaving said boundary line on an azimuth of 135 degrees 16 minutes 13 seconds for a distance of 567.07 feet, more or less, to a point on a line lying 55 feet northeasterly of, as measured at right angles to, and parallel with said boundary line; thence on an azimuth of 140 degrees 50 minutes 10 seconds, along said parallel line, for a distance of 347.74 feet; thence leaving said parallel line on an azimuth of 124 degrees 28 minutes 44 seconds for a distance of 312.47 feet, more or less, to a point on a line lying 143 feet northeasterly of, as measured at right angles to, and parallel with said boundary line; thence on an azimuth of 140 degrees 50 minutes 10 seconds,

along said parallel line, for a distance of 154.84 feet, more or less, to a point 45 feet northerly of, as measured at right angles to, the boundary line of said Plat No. 62-42 lying between Right of Way Boundary Corners B2 and B3 as shown on said Plat No. 62-42; thence on an azimuth of 90 degrees 13 minutes 30 seconds for a distance of 1,192.96 feet, more or less, to a point on a line run northerly and perpendicular from the easterly extension of said boundary line from a point on said extended line distant 1,340.00 feet easterly of said Right of Way Boundary Corner B2 and said point on said perpendicular line being 30.00 feet northerly of said extended boundary line; thence on an azimuth of 179 degrees 30 minutes 16 seconds, along said perpendicular line, for a distance of 30.00 feet, more or less, to the northerly line of said southerly 133.00 feet of said Section 16, and said line there terminating.

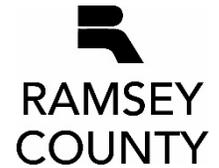
And all lying westerly of the following described line:

Commencing at the north quarter corner of said Section 9; thence North 89 degrees 52 minutes 51 seconds West, along the north line of the Northwest Quarter of said Section 9, a distance of 50.00 feet; thence South 00 degrees 43 minutes 50 seconds East, along a line parallel with the east line of said Northwest Quarter, a distance of 550.00 feet; thence North 89 degrees 52 minutes 51 seconds West, along a line parallel with said north line of the Northwest Quarter, a distance of 1,425.22 feet to the point of beginning of the line to be described; thence South 00 degrees 33 minutes 53 seconds East, along a line parallel with the west line of said Northwest Quarter, a distance of 2,206.32 feet; thence South 18 degrees 39 minutes 57 seconds West a distance of 1,896.72 feet; thence South 82 degrees 05 minutes 01 second East a distance of 242.81 feet; thence North 72 degrees 44 minutes 31 seconds East a distance of 363.88 feet; thence North 26 degrees 57 minutes 40 seconds East a distance of 227.73 feet; thence North 46 degrees 51 minutes 46 seconds East a distance of 398.07 feet; thence North 53 degrees 46 minutes 21 seconds East a distance of 232.79 feet; thence South 83 degrees 27 minutes 05 seconds East a distance of 1,744.23 feet; thence South 25 degrees 05 minutes 46 seconds West a distance of 465.00 feet; thence South 05 degrees 24 minutes 36 seconds West a distance of 515.00 feet; thence North 89 degrees 48 minutes 32 seconds West a distance of 131.10 feet; thence South 01 degree 30 minutes 22 seconds East a distance of 1,737.59 feet; thence South 24 degrees 24 minutes 27 seconds East a distance of 754.68 feet; thence South 42 degrees 48 minutes 32 seconds East a distance of 2,248.42 feet; thence South 00 degrees 02 minutes 56 seconds West a distance of 1,466.80 feet, more or less, to the south line of the Southeast Quarter of said Section 16 and said line there terminating.

EXCEPT that part thereof lying within a tract of land described as commencing at the southwest corner of said Section 9; thence North 00 degrees 45 minutes 09 seconds West, along the west line of said Section 9 a distance of 620.68 feet; thence North 89 degrees 18 minutes 06 seconds East a distance of 166.69 feet to the point of beginning of the tract of land to be described; thence continue North 89 degrees 18 minutes 06 seconds East a distance of 469.36 feet; thence South 01 degree 00 minutes 26 seconds West a distance of 67.70 feet; thence South 50 degrees 53 minutes 20 seconds West a distance of 458.87 feet; thence North 89 degrees 45 minutes 01 second West a distance of 94.10 feet; thence North 02 degrees 56 minutes 02 seconds West a distance of 351.49 feet to the point of beginning.



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA ITEM 8B

MEMORANDUM

DATE: June 3, 2016

TO: Joint Development Authority Board of Commissioners

FROM: Ryan Streff, City Planner
Matthew Bachler, Senior Planner

SUBJECT: JDA Land Use Application Review and Approval Process

Budgeted Amount:

n/a

Actual Amount:

n/a

Funding Source:

n/a

Background

The Joint Powers Agreement between the City of Arden Hills and Ramsey County designates the JDA as the governing body responsible for reviewing and approving land use applications for the TCAAP redevelopment project. Land use applications will be evaluated by the JDA based on their compliance with the TCAAP Redevelopment Code (TRC), TCAAP AUAR, and applicable provisions of the City’s Comprehensive Plan. The purpose of this memo is to provide the JDA with an overview of the expected application review and approval process. A draft flow chart illustrating the development review process has been provided in Attachment A.

JDA Land Use Applications

The following types of land use applications will be reviewed and granted by the JDA:

- Site Plan Review
- Permitted Adjustment
- Master and Final Special Development Plan
- Preliminary and Final Plat

A development proposal may require more than one of these types of land use approvals, in which case the JDA will be able to review separate requests concurrently with one another. Applications that require an amendment to the TRC will need to go through a separate review and approval process by the Arden Hills Planning Commission and the City Council prior to JDA consideration. Metropolitan Council review will be required for TRC amendment applications that also require an amendment to the City’s Comprehensive Plan.

Site Plan Review

A Site Plan Review application will be required for all commercial and multi-family development projects on TCAAP. Building permit plans for single- and two-family dwellings will not require review by the JDA but will be reviewed by JDA staff to ensure compliance with the TRC. Depending on the specific

proposal, a Site Plan Review application may include the following specific plans: landscape and streetscape, grading and erosion control, architecture and building, parking, circulation, and lighting.

Permitted Adjustment

The TRC allows the JDA to grant permitted adjustments from certain standards in the Code. These standards include items such as the location of streets, building setbacks, streetscape standards, and required number of parking spaces. The JDA is required to evaluate such requests based on specific criteria provided in Table 3.3 of the TRC. During its review of a Site Plan Review application, staff will identify any areas where a permitted adjustment is required. Flexibility may not be granted for deviations from the following: schedule of uses, definitions, density, building height, or clear height.

Master and Final Special Development Plan

A Special Development Plan may be approved for larger, phased projects comprising 25 acres or more in the Neighborhood District or 10 acres or more in all other Zoning Districts. The purpose of the Special Development Plan is to allow the JDA to grant additional flexibility not otherwise provided through the permitted adjustment process. However, flexibility may not be granted for deviations from the following: schedule of uses, definitions, density, building height, or clear height.

Proposals for a Special Development Plan must include an overall Master Plan with each subsequent phase of the development requiring a separate Final Plan submittal. A concept review at a JDA Work Session is required before the JDA can hold a public hearing for a Master Special Development Plan.

Preliminary and Final Plat

The JDA is given authority under the Joint Powers Agreement to approve preliminary and final plats for land subdivision on TCAAP. Such subdivisions will be evaluated based on compliance with the TRC and the City of Arden Hills Subdivision Code.

Review and Approval Process

The following section outlines the specific steps within the application review and approval process:

1. *Pre-submittal Meeting*

All projects will require a pre-submittal meeting with JDA staff to review the following:

- a. JDA review process and meeting schedule
- b. Application fees and escrows
 - i. Some development projects will require additional studies or analysis to evaluate potential impacts (i.e. traffic impact study, parking demand analysis, or lighting plan analysis). JDA staff will obtain a separate escrow from the applicant and contract with an outside consultant to complete these types of additional reviews when necessary.
- c. Project details, submittal requirements, and expectations
- d. Preliminary feedback from staff on plan components that may need to be adjusted before submittal to meet the requirements of the TRC. If applicant is unable to make required adjustments, staff will direct the applicant to follow the City's process for amending the TRC.

2. *Land Use Application Submittal Deadline*

The submittal deadline for land use applications and required fees and escrows will be the first Monday of each month.

3. *15 Day Review Period*

JDA staff will have 15 business days after submittal to determine if an application is complete. At the end of this 15-day review period, staff is required to notify the applicant on the status of their application. An application will not be considered complete until all missing materials or information have been submitted and reviewed by staff. If an application is found to be incomplete, the JDA review schedule may be subject to change.

4. *60 Day Review Period*

Minnesota State Statute requires land use approval bodies to process applications within 60 days of receiving a complete application. This requirement will apply to development proposals reviewed by the JDA as well. The initial 60-day review period may be extended for an additional 60 days for reasons that pertain to the proper review of an application with notification to the applicant. With the applicant's permission, the 120-day review period may also be extended.

5. *Project Review*

During the application review process, comments from the following parties will be obtained, if applicable. JDA staff may contact other affected parties for comments based on the details of the proposed project.

- a. City Engineer
- b. City Building Official
- c. Ramsey County Public Works
- d. Ramsey County/TCAAP Management Team
- e. Ramsey County Sheriff's Department
- f. Lake Johanna Fire Department
- g. Minnesota Department of Transportation
- h. Rice Creek Watershed District

6. *Development Review Committee*

Certain projects may require the above referenced parties to convene as a Development Review Committee to discuss the project in greater detail. This meeting typically takes place the week following the submittal deadline.

7. *Public Notices*

Required public notifications are prepared and sent once an application is found to be complete. These may include a public hearing notice published in the City's official newspaper and a mailing sent to affected property owners within the vicinity of the proposed project. All notices and mailings are required to be published or received 10 days before the public hearing date.

8. *JDA Review*

The JDA will review land use applications at work session and regular meetings, however, formal action on an application can only take place during a regular meeting. The purpose of the work session is to give the applicant an opportunity to receive preliminary feedback from the JDA on a proposal prior to their review at a regular meeting. A separate work session meeting will be required for all Master Special Development Plans. Applicants with other types of land use requests may attend a work session meeting if they choose.

The JDA currently meets on the first Monday of the month. The JDA may be asked to consider reviewing its meeting schedule in the future based on the number of applications being processed and need for additional work sessions.

9. *Agreements and Contracts*

Development projects will require that an associated agreement or contract be approved by the JDA. These agreements or contracts will be approved concurrently with the JDA's approval of the land use application or at the next regularly scheduled JDA meeting.

Application Fees

Under the Joint Powers Agreement, the JDA may require an application fee and escrow to defray costs incurred by its review of land use applications. The application fee is meant to cover overhead costs associated with the JDA staff's review of the application, while the escrow will be used to reimburse specific costs, such as staff time, legal fees, and mailing expenses. These types of fees are required to be established by resolution. Staff recommends that the JDA consider setting its fees to be consistent with the approved Arden Hills land use application fees. A copy of the current Arden Hills land use application is provided in Attachment B for reference.

Attachments

- A. Draft Development Review Flow Chart
- B. Arden Hills Land Use Application



1245 West Highway 96
 Arden Hills, Minnesota 55112
 Telephone (651) 792-7800
 Fax (651) 634-5137
 www.cityofardenhills.org

For Office Use Only

Planning Case No.	16-_____
Submittal Date	_____
Application Completed Date	_____
Accepted by	_____
Receipt Number	_____
Council Decision	_____
Council Decision Date	_____

2016 LAND USE APPLICATION

Applicant Information

Applicant: _____

Address: _____

Telephone No.: _____ Other: _____

Fax No.: _____

Email Address: _____

Property Information

Property Owner: _____

Owner Address: _____

Owner Telephone No. _____ Other: _____

Address of Property Involved: _____

Legal Description: _____

Property ID No.: _____

Type of Use: _____

Zone: _____ Property Acreage: _____

Type of Request

- | | |
|---|---|
| <ul style="list-style-type: none"> <input type="checkbox"/> Comprehensive Plan Amendment (Fee: \$500 + Escrow: \$1,000) <input type="checkbox"/> Conditional Use or Interim Use Permit/CUP or IUP Amendment (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Preliminary Plat (Fee: \$500 + Escrow: \$1,000) <input type="checkbox"/> Final Plat (Fee: \$500 + Escrow: \$1,000) <input type="checkbox"/> Concept Plan Review (Fee: \$150 + Escrow: \$1,000) <input type="checkbox"/> Master Planned Unit Development or Master Special Development Plan (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Final Planned Unit Development or Final Special Development Plan (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Planned Unit Development Amendment or Special Development Plan Amendment (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Site Plan Review (Fee: \$350 + Escrow: \$1,000) | <ul style="list-style-type: none"> <input type="checkbox"/> Rezoning or TCAAP Regulating Plan Amendment (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Zoning Code or TCAAP Redevelopment Code Amendment (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> City Code Amendment (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Lot Split/Minor Subdivision (R-1 and R-2 Districts Only) (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Variance or Permitted Adjustment (Fee: \$350 + Escrow: \$1,000) <input type="checkbox"/> Vacation of Easement or Right-of-Way (Fee: \$150 + Escrow: \$1,000) <input type="checkbox"/> Appeal of Administrative Decision (Fee: \$150 + Escrow: \$1,000) <input type="checkbox"/> Land Use Requests – Not Already Specified (Fee: \$150 + Escrow: \$1,000) |
|---|---|

Revised: 12-18-15

Brief Description of Request (please also include a typed, detailed letter explaining the project):

IMPORTANT

- Certain applications are subject to review and approval by the Rice Creek Watershed District. Contact RCWD directly at 763-398-3070 for additional information.
- The land use application fees do not cover building, sign, or other permit fees that may be required upon approval of a land use application.
- All applications will be subject to additional fees for reimbursement of consultant costs associated with filing, reviewing, and processing of application in the form of an escrow to the City.

Filing & Information Requirements

The City requests that you make a pre-application meeting with the City Planner to discuss the application process, requirements, and deadlines. Unless waived by the City Planner or Planning Commission, a certified survey of the property is required for all applications. A checklist with additional application requirements can be found at www.cityofardenhills.org/landuseapplications.

Complete/Incomplete Applications

An incomplete application will delay the processing of land use requests. The application approval time commences and an application is considered officially filed when the City Planner has received and examined the application and determined that the application is complete. A decision on whether the application is complete or incomplete shall be made within fifteen (15) working days following the submittal of the application. When the application is deemed to be “complete” it shall be placed on the agenda of the first possible Planning Commission meeting provided that all required public notices have been sent and published.

Payment of Fees and Escrows

The undersigned acknowledges that she/he understands that before a land use application can be deemed complete, all required fees and escrows must be paid to the City. Each separate land use request shall be charged a separate administrative fee and escrow even if submitted on the same application. Costs expended in reviewing and processing an application will be charged against the cash escrow and credited to the City. Charges to the escrow may include planning and engineering staff time, City Attorney and consulting fees, and mailing costs. If, at any time, a required cash escrow is depleted to less than 20 percent of its original amount, the applicant shall deposit additional funds in the cash escrow account as determined by the City. The City may withhold final action on a land use application, withhold building permits, and/or rescind prior action until all fees have been paid. Unused portions of an escrow are returned to the applicant upon successful implementation of an approved plan. The escrow may be reduced or increased by the City Planner on a project by project basis.

Notice of Meeting Attendance

In order for the Planning Commission and the City Council to consider any application, the applicant or a designated representative must be present at the scheduled meeting. If not, the matter may be tabled until the next available agenda.

Agenda Deadline and Meeting Schedule

The deadline for submittal of land use applications is required according to the schedule outlined below. There are **no exceptions**. Failure to submit all application materials by the deadline date may delay the review process. Planning Commission meetings are typically held on the first Wednesday after the first Monday of each month at 6:30 PM, though please contact City Hall to verify the meeting date and time. City Council meetings are held typically the last Monday of the same month at 7:00 PM. Meetings are held in the Council Chambers at the City of Arden Hills, 1245 West Highway 96, Arden Hills, Minnesota 55112, unless otherwise stated. Applicants are advised that additional meetings and/or workshops are scheduled when necessary upon approval of the Planning Commission.

2016 SCHEDULE (*subject to change)

APPLICATION DEADLINE DATE*	TENTATIVE PLANNING COMMISSION MEETING DATE* (Generally held on the first Wednesday after the first Monday at 6:30 p.m.)	TENTATIVE CITY COUNCIL MEETING DATE* (Generally held on the last Monday at 7:00 p.m.)
December 7 (2015)	January 6	January 25
January 4	February 3	February 29
February 1	March 9	March 28
March 7	April 6	April 25
April 4	May 4	May 31
May 2	June 8	June 27
June 6	July 6	July 25
July 5	August 3	August 29
August 1	September 7	September 26
September 6	October 5	October 31
October 3	November 9	November 28
November 7	December 7	December 27
December 5	January 4 (2017)	January 30 (2017)

Acknowledgement and Signature

I acknowledge that I have read all of the information listed in the City of Arden Hills Land Use Application and fully understand that I am responsible for all costs incurred by the City related to the processing of this application.

Property Owner Signature (Required)

Date

Applicant Signature (If different than the property owner)

Date

Please contact the City Planner at 651-792-7800 if you have any questions regarding this application.

Additional copies of this application form are available on the City's website: www.cityofardenhills.org/landuseapplications



Escrow Account Set Up Form

Date: _____

Site Address: _____

Deposit made by: _____

Amount: \$ _____

Address to send statements: _____

Contact Person: _____

Telephone No.: _____ Email Address: _____

Purpose of Escrow Account: _____

Arden Hills Finance Department policy requires that escrow deposits be held for six months once a permit has been closed in order to ensure all costs associated with the project have been covered. I acknowledge that I have read this policy and fully understand that any remaining escrow balance will be released after a six-month waiting period.

Applicant Signature

Date

Office Use Only

Staff Name: _____ Department: _____

Type of Escrow:

- | | |
|--|---|
| <input type="checkbox"/> Landscaping | <input type="checkbox"/> Land Use Application (PC# _____) |
| <input type="checkbox"/> Grading & Erosion (PW# _____) | <input type="checkbox"/> Temporary Certificate of Occupancy |
| <input type="checkbox"/> Site Improvements (PW# _____) | <input type="checkbox"/> Other: _____ |

Security Deposit – Do Not Charge

Additional Notes: _____