



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA

Wednesday, December 21, 2016

5:30 p.m.

Arden Hills City Hall—Council Chambers

1. Roll Call
2. Approval of Agenda
3. Approval of Minutes
 - a. 9/21/16 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. Amendment to Preliminary Development Agreement
 - b. Master Developer Update
9. Communications – See attached memo.
10. Development Director Update – None.
11. Administrative Director's Report – See attached.
 - a. Future JDA Meeting Schedule

12. Commissioner Updates

13. Adjournment

Joint Development Authority
Wednesday, September 21, 2016
Arden Hills City Council Chambers

Minutes

5:30 pm

Present:

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

Also present: Sue Iverson, (Arden Hills); Josh Olson, (Ramsey County)

Roll call taken.

Approval of agenda.

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

Approval of Minutes.

A. 8/1/16 JDA Meeting

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

B. 8/15/16 Special Joint Meeting with City Council

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

Public Inquiries/Informational

None

Consent Agenda

None

Old Business

A. Master Developer Updates

Sue Iverson provided the JDA with an update from the Master Developer. She noted there was generally agreement between the City Council and the Master Developer on the majority of the plan. Some elements of the project were still in need of refinement. She reported the next

worksession meetings were scheduled for October 3rd and October 17th. At these meetings, the Council will begin reviewing the land use changes required for the TRC to align with the updated Master Plan. Staff was targeting to have the TRC before the Planning Commission in November.

Public Hearing

None

New Business

None

Communications

Josh Olson provided the JDA members with a memo. The coordinated communications efforts between the City and the County was discussed.

Development Director's Report

None

Administrative Director's Report

Josh Olson presented an activity report. He stated in August, the County invited elected officials, stakeholders, and the media to celebrate the completion of cleanup at Rice Creek Commons. The program included remarks from Congresswoman McCollum, Commissioner Reinhardt, Commissioner Huffman, Mayor Grant and Bob Lux. He discussed the key infrastructure improvements that were beginning to take shape for this project, along with the improvements occurring along the wildlife corridor. He commented on the solar array being planned for the Primer Tracer parcel.

Commissioner Holden asked if staff had any idea how many monitoring wells were located on the TCAAP site. Mr. Olson was uncertain as to the exact number of wells. He understood the majority of the wells were located along Highway 10.

Commissioner Ortega requested staff further investigate the number of wells on the site and report back to the JDA with this information.

Chair Sand understood the Army Corp of Engineers had ownership over the wells and the developer will need permission to alter the wells. Mr. Olson indicated this was the case. Further discussion ensued regarding the geothermal possibilities on the TCAAP site. He commented the thumb portion of the property had the least amount of interference.

Commissioner Updates

None

Future Meeting Schedule

The next meeting will be Wednesday, October 19, 2016, at Arden Hills City Hall.

Meeting adjourned at 5:49 pm.

Approved _____
David B. Sand, Chair

_____ Date



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA ITEM 8a

MEMORANDUM

DATE: December 15, 2016
TO: Joint Development Authority Board of Commissioners
FROM: Directors Iverson and Olson
SUBJECT: Master Developer Preliminary Development Agreement – Amendment No. 1

Budgeted Amount:
n/a

Actual Amount:
n/a

Funding Source:
n/a

Background:

The Preliminary Development Agreement (PDA) is a document that serves to outline the responsibilities of the Joint Development Authority (JDA) and Alatus Arden Hills LLC during negotiations for a Master Development Agreement (MDA). The JDA approved a Preliminary Development Agreement with Alatus Arden Hills LLC on June 6, 2016. The PDA is set to expire December 31, 2016.

Since June, Alatus has worked with the City to identify changes to the TCAAP Regulating Plan and TCAAP Redevelopment Code. The City Council approved an amended Regulating Plan and Redevelopment Code at their December 19, 2016 meeting. These land use changes are paramount to the development of a MDA.

The amended PDA extends the agreement for five months (May 31, 2017) and revises milestones dates. The original PDA identified key milestones in the development of a MDA ensuring good faith efforts were being made by Alatus and JDA.

The amended PDA continues to guarantee Alatus that the JDA will negotiate only with them during this period, and revises a benchmark for delivering good faith efforts in the development of a MDA by February 28, 2017.

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

Attachment

- a. Amendment No. 1 Preliminary Development Agreement with Alatus Arden Hills LLC

JDA Action Requested:

Approve the Amendment No.1 to Preliminary Development Agreement with Alatus Arden Hills LLC

AMENDMENT NO. 1 TO PRELIMINARY DEVELOPMENT AGREEMENT

THIS AMENDMENT NO. 1 TO PRELIMINARY DEVELOPMENT AGREEMENT (“Amendment”) is made as of the 31st day of October, 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 (“Developer”).

RECITALS:

A. The JDA and the Developer are the parties to that certain Preliminary Development Agreement dated June 6, 2016 (the “Agreement”).

B. JDA and Developer wish to amend the Agreement to, among other things, reflect changes in certain dates set forth in the Agreement.

NOW THEREFORE, in consideration of the premises and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, parties agree as set forth below.

AGREEMENT:

1. Definitions. Unless otherwise specifically stated herein, all capitalized terms used in this Amendment will have the meanings ascribed to them in the Agreement.

2. Amendments.

(a) In each and every place in the Agreement where the date “October 31, 2016” appears, said date is hereby deleted and the date “February 28, 2017” substituted therefor.

(b) In each and every place in the Agreement where the date “December 31, 2016” appears, said date is hereby deleted and the date “May 31, 2017” substituted therefor.

3. Reference to and Effect on the Agreement.

(a) Upon the effectiveness of this Amendment, each reference in the Agreement to the “Agreement,” “this Agreement,” “hereunder,” “hereof,” “herein” or words of like import referring to the Agreement shall mean, and be a reference to the Agreement as amended hereby.

(b) Except as specifically set forth herein, the Agreement remains in full force and effect and is hereby ratified and confirmed.

(c) Wherever there exists a conflict between this Amendment and the Agreement, the provisions of this Amendment shall control.

4. Governing Law. This Amendment shall be governed by and construed in accordance with the laws of the State of Minnesota.

5. Headings. Section headings in this Amendment are included herein for convenience of reference only and shall not constitute a part of this Amendment for any other purpose.

6. Counterparts. This Amendment may be executed in counterparts, all of which, when taken together, shall constitute one and the same original.

IN WITNESS WHEREOF, the parties have executed this Amendment as of the date first written above.

ALATUS ARDEN HILLS LLC

TCAAP JOINT DEVELOPMENT AUTHORITY

By: _____
Robert C. Lux
Its Chief Manager

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

ACKNOWLEDGMENT

COUNTY OF RAMSEY, MINNESOTA

By: _____
Name: _____
Title: _____



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA ITEM 8B

MEMORANDUM

DATE: December 15, 2016

TO: Joint Development Authority Board of Commissioners

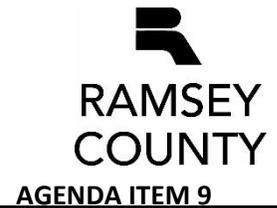
FROM: Administrators Olson and Iverson

SUBJECT: Master Developer Update

The Master Developer Team will provide an overview of the development plan and upcoming schedule.



**Joint Development Authority
TCAAP Redevelopment Project**



MEMORANDUM

DATE: December 15, 2016

TO: Joint Development Authority Board of Commissioners

FROM: Sara Thatcher, Goff Public

SUBJECT: Rice Creek Commons Communications

In November and December of 2016, we have worked closely with the City and Alatus's communications teams surrounding the proposed changes to the Rice Creek Commons master plan. The media has been closely following these developments, including covering the Arden Hills Open House on November 16, the Planning Commission vote on December 7, and the City Council vote on December 12. Highlights of the media coverage include:

- [Arden Hills megaproject appears headed for City Council approval](#) – Star Tribune, November 22
- [Key votes could mean 2017 start date for Arden Hills TCAAP project](#) – Pioneer Press, December 3
- [Arden Hills megaproject approved by city planners](#) – Star Tribune, December 7
- [Arden Hills commission OKs more density for TCAAP site](#) – Finance & Commerce, December 8
- [Arden Hills panel recommends taller buildings, other TCAAP plan changes](#) – East Side Review, December 14
- [Arden Hills megaproject gets city's OK amid strife](#) – Star Tribune, December 14
- [TCAAP plans get Arden Hills' OK, now head to Ramsey County](#) – Pioneer Press, December 15

We will continue to coordinate communications strategies regarding the Ramsey County Board of Commissioners vote on December 20 (which will take place prior to this meeting) and other future opportunities.



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA ITEM 11

MEMORANDUM

DATE: December 15, 2016
TO: Joint Development Authority Board of Commissioners
FROM: Administrator Director Olson
SUBJECT: Administrative Report

County Road H

County Road H is open from west of Highway 10 to east of I-35W. Crews continue to work on the new off ramp from I-35W northbound to CR H, which will be complete by Fall 2017. Construction of the noisewall along I-35W southbound between CR I and CR H2 will begin in January.

County Road I

The roundabout at CR I/Rice Creek Parkway and thumb road from CR I to CR H is on schedule to be built during the 2017 construction season. Final plans are being prepared in order to gain the necessary approvals to obtain contractor bids in March 2017. Improvements include removal of the on-ramp from CR I to I-35W northbound.



**Joint Development Authority
TCAAP Redevelopment Project**



AGENDA ITEM 8B

MEMORANDUM

DATE: December 15, 2016
TO: Joint Development Authority Board of Commissioners
FROM: Administrators Worthington and Iverson
SUBJECT: JDA Meeting Schedule

2017 is anticipated to be busy time for the Joint Development Authority with discussions of a master development agreement with Alatus and the ramp up of development activities. In anticipation of these actions required by the JDA, staff is recommending a continuation of bi-monthly (twice a month) meetings. Due to conflicts with reoccurring City Council meetings and/or commission meetings that utilize the Arden Hill City Council Chambers, staff is proposing the following schedule:

1st Monday of Every Month at 5:30PM
3rd Wednesday of Every Month at 5:30PM

Staff is recommending the JDA have their first meeting of 2017 on Jan. 18th. The 1st Monday in January would be Jan. 2nd, which is holiday.

Meetings may be canceled if the JDA has nothing needs to be discussed but that it was important to have them scheduled in case they are needed

Attachment:

Proposed JDA Meeting Schedule with dates

Action Requested:

Informational only. Action will take at the JDA's first meeting in 2017.

TCAAP Joint Development Authority

2017 Meeting Schedule – *proposed*

Location: Arden Hills City Hall Council Chambers

Time: 5:30PM

Wednesday, January 18, 2017 – Organizational Meeting

Monday, February 6, 2017

Wednesday, February 22, 2017

Monday, March 6, 2017

Wednesday, March 22, 2017

Monday, April 3, 2017

Wednesday, April 19, 2017

Monday, May 1, 2017

Wednesday, May 17, 2017

Monday, June 5, 2017

Wednesday, June 21, 2017

Monday, July 3, 2017 (**Day before Fourth of July Holiday*)

Wednesday, July 19, 2017

Monday, August 7, 2017

Wednesday, August 23, 2017

Tuesday, September 5, 2017 (*1st Monday would be September 4th*)

Wednesday, September 20, 2017

Monday, October 2, 2017

Wednesday, October 18, 2017

Monday, November 6, 2017

Wednesday, November 22, 2017 (**Day before Thanksgiving Holiday*)

Monday, December 4, 2017

Wednesday, December 20, 2017