Joint Development Authority
Monday, January 4, 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)

Roll call taken.

Approval of agenda.

Commissioner Holden requested that three items be added to the agenda under Old Business to allow for discussion. The new items included a Discussion of the Master Plan, Goals and Metrics, and Policies and Procedures.

Motion by Commissioner Huffman seconded by Commissioner Ortega to approve the agenda as amended. Motion carried.

Approval of November 2, 2015 minutes.

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

Public Inquiries/Informational
None

Consent Agenda
None

Old Business

Master Plan Discussion

Commissioner Holden requested the JDA hold a discussion on the Master Plan. She questioned where the County was at with regard to the City's adopted Master Plan. She explained that the City met the required deadline for the Master Plan and now the County has been holding this item up. She questioned how this item was going to proceed.

Commissioner Grant provided his perceptions on the Master Plan stating he believed the approved document was the City's best efforts in meeting both the City and County needs for the TCAAP development and was a joint plan. He requested further comment from the County and JDA on the Master Plan.

Chair Sand recalled that in November the JDA had discussed the City's and County's requirement to approve the Master Plan and how this would be affected by a Master Developer.

Commissioner Huffman appreciated the comments from the City. He stated from a County perspective, he hoped they would be approving the Master Plan soon. He understood the City was comfortable with the document as approved.

Commissioner Holden questioned when the County would be addressing the Master Plan. She did not see how the JDA could move forward with the Master Developer Solicitation without an approved Master Plan for the TCAAP site.

Commissioner Grant believed the Master Plan had to be approved prior to the County seeking a Master Developer.

Administrative Director Worthington clarified that the Joint Powers Agreement between the City and the County stipulates the City and the County will approve a Master Plan prior to the JDA implementing the Master Plan.

JDA Attorney Norton agreed with this assessment.

Goals and Metrics

Commissioner Holden requested further information on the Goals and Metrics for TCAAP. She questioned why this matter was not addressed by the JDA in December of 2015.

Development Director Hutmacher stated the City's goals were stated within the Comprehensive Plan and the TCAAP Redevelopment Code. She noted these documents were referenced in the Solicitation and included in the Solicitation's appendix.

Administrative Director Worthington commented the County's goals have been reviewed previously with the County Board and the JDA. She noted these goals were referenced within the Solicitation. She explained that both entities have adopted goals and she did not believe that they were in conflict with one another.

Commissioner Grant asked if the JDA would be addressing its goals for TCAAP. He reviewed the minutes of the November JDA meeting in further detail. He discussed how the City and County goals may differ and how this would impact future evaluations of proposed developments on

TCAAP. He commented on the importance of the Master Developer properly balancing the goals and objectives of both the County and the City.

Further discussion ensued regarding the goals and objectives for the TCAAP site redevelopment.

Administrative Director Worthington noted that the County's goals were approved on June 9th and nothing had changed.

Commissioner Holden wanted to be clear that the City had additional goals not listed within the TRC that needed to be considered.

Commissioner Grant believed that from May 2015 to January of 2016 things have changed and costs for the project have risen. He questioned how the County was going to receive 10 times its investment on the TCAAP site. He wanted to be assured that the County and City were on the same page as this project moved forward and pursued a Master Developer in order to properly balance the goals of both entities.

Commissioner Holden expressed frustration by the fact the County had not prioritized its goals as was discussed at the November JDA meeting. She believed it would be extremely valuable to have the JDA on the same page with regard to the City and County's goals prior to pursuing a Master Developer.

Chair Sand questioned where the City and County goals were conflicting.

Commissioner Holden did not believe that a higher density on TCAAP would lead to better transit and questioned how the County could ensure high paying wages within the development. She did not believe there was agreement regarding the housing diversity or on the energy efficiency measures that would be taken. She suggested that if both entities could not come together on the goals and objectives that each be written out separately and attached to the Master Developer Solicitation.

Commissioner Grant was confused by the fact that in November, the JDA discussed the County and City bringing forward their goals to discuss further in December, when County staff stated this evening that the County's goals were approved in June.

Commissioner Huffman did not believe the actions of the County were disingenuous but rather he had the understanding that the goals could change over time as discussion of TCAAP continued.

Commissioner Grant appreciated the fact that the County goals could be discussed and amended.

Mark Ruff, Ehlers & Associates, believed the JDA was being asked how quickly they wanted to move forward with the Master Developer Solicitation. And, the JDA may need to look more closely at its goals for the TCAAP development in order to move forward. It was his experience that developers were able to navigate through two differing bodies and sets of goals. He believed the more important objective was if the members were comfortable with the Solicitation.

Chair Sand asked if the JDA had to set its own goals and objectives for the TCAAP development. JDA Attorney Norton advised the JDA does not have to establish its own goals. However, the JDA was supposed to approve the Master Developer and the criteria for this should be clear for all entities involved. Further discussion ensued regarding the approval process.

Commissioner Grant questioned if the JDA could pursue a Master Developer prior to the County approving the Master Plan. JDA Attorney Norton commented that the JDA could embark on the process of pursuing a Master Developer. However, he indicated the JDA could not implement the development process until the County approved the Master Plan.

Chair Sand suggested on Page 4 of the draft Solicitation that the goals read as follows: The City has the land use authority and the County was the landowner. Both have distinct but similar goals for the orderly and timely redevelopment of RCC. The goals generally include job creation, transit and mobility opportunities, energy and environmental resiliency, housing diversity, natural resource protection, community vitality, interconnection and enhanced recreational features. He asked if the JDA members could agree to these goals.

Commissioner Holden believed this language was fine, but suggested the City's goals be attached to the Master Developer Solicitation as a separate document in the same manner as the County did. She questioned how the JDA would evaluate and measure the responses to the Solicitation given the fact the goals were not consistent between the two agencies. She believed that the Solicitation should be held off until this issue can be resolved.

Commissioner Grant discussed a previous conversation the JDA had regarding housing diversity. He believed the JDA had to come to an agreement regarding the housing diversity that would be provided on TCAAP prior to the site being developed, or a Master Developer being sought. He recommended the percentages be more clearly defined.

Chair Sand requested clarification from the County.

Administrative Director Worthington stated the metric suggested that 10% of all housing units and 20% of the owner occupied units to meet Met Council affordability levels.

Development Director Hutmacher believed the language as written had overlapping requirements (and not stacking) with regard to affordable housing.

Further discussion ensued regarding the affordable housing requirements and goals for TCAAP.

Administrative Director Worthington reiterated that the proposed percentages were simply a goal for the County.

Policies and Procedures

Councilmember Holden asked if the JDA needed more specific policies and procedures in place prior to seeking a Master Developer. She expressed concern that Chair Sand received the Master Developer Solicitation on November 13th while the City did not receive it until December 1st and she did not receive a copy of the document until December 15th. She questioned why there was a monthlong gap in receiving the materials from the County. She had a problem with the fact that the information was forwarded to some JDA members faster than others.

Chair Sand explained this information was sent to him because it was a potential agenda item for December and he did not believe the JDA was ready to address this item. He further discussed his role as the JDA Chair noting he meets monthly with the staff of both the City and County to keep the JDA moving forward in a positive manner.

Public Hearing
None

New Business

Master Developer Solicitation

Administrative Director Worthington discussed the Master Developer Solicitation proposal with the JDA. She noted the County and City worked jointly to complete the Solicitation document. She noted edits had been made to the timeline. She reported the goal of the document was to pursue a national marketing effort for the TCAAP site. She explained that after thorough evaluation of the Master Developers via a subcommittee and staff, the JDA would enter into a development agreement with the selected Master Developer. After that the County would enter into a purchase agreement with the selected Master Developer. She requested the JDA review the Master Developer Solicitation, approve the issuance of the Master Developer Solicitation and endorse the Solicitation and review process as suggested by staff, in addition to formation of the Solicitation subcommittee.

Commissioner Ortega requested further information regarding the proposed structure and members of the subcommittee. Administrative Director Worthington discussed the proposed composition of the subcommittee, noting it would be co-chaired by herself and Jill Hutmacher. She reported Beth Engum, Josh Olson, Ryan Streff, John Anderson, Matthew Bachler, Stacie Kvilvang, Mark Ruff, and Jim Ostlund would also serve on the selection and review committee.

Commissioner Holden questioned how the committee would balance the goals of the City and the County. Administrative Director Worthington reviewed the submission requirements within the Solicitation. She believed developers would be assessed by the listed review criteria.

Commissioner Ortega was pleased that business people were also included and would be represented within the subcommittee to review the Solicitation. He believed the subcommittee was a solid representation of the City.

Commissioner Holden suggested an ERAB member be added to the subcommittee. She requested further information on how the subcommittee would evaluate the responses to the Solicitation. Administrative Director Worthington discussed a potential process that would be followed by the subcommittee.

Chair Sand asked if a representative from the school district was necessary on the subcommittee. Development Director Hutmacher understood the school district was a stakeholder in the development, and input from this group should be considered.

Commissioner Grant reported the City has been meeting with the school district on a quarterly basis to keep them apprised on the TCAAP development. Administrative Director Worthington explained that developers asked questions regarding school districts and for this reason, staff was recommending the school district have representation on the subcommittee.

Commissioner Grant suggested the City have representation from Sue Iverson as well as she was acting as the City's Interim City Administrator.

Commissioner Huffman supported this recommendation.

Commissioner Ortega stated he was prepared to approve the Solicitation this evening. He saw no reason to delay the matter.

Commissioner Grant did not want to delay action on this matter until spring. However, he believed the document needed further review and wanted the JDA to proceed with caution. He explained that an additional meeting could be held to review the Solicitation if necessary. He recommended the JDA review the Solicitation more thoroughly prior to a motion being placed on the floor.

Motion by Commissioner Ortega seconded by Commissioner Huffman (?) to approve the release of the Master Developer Solicitation, endorse the formation of a Solicitation review committee, and the process outlined in the staff report; and recommend the Ramsey County Board formally approve the TCAAP Master Plan.

<u>DISCUSSION</u>

Commissioner Grant believed there needed to be a lot more discussion on the Solicitation prior to the item being approved by the JDA.

The JDA then reviewed the Solicitation page by page and offered comments and suggestions to staff.

Commissioner Holden questioned how many residents and jobs the County hoped to see through the development of TCAAP. Administrative Director Worthington stated the initial goal for the County was to see 4,000 residents and 4,000 jobs on the site. After holding conversations with developers, the County believes there would be less than 4,000 residents based on census data and forecasts. The numbers have since been adjusted to 3,000 residents and 4,000 jobs.

Commissioner Holden requested that all documents state that the site is also known as "TCAAP". She believed that the Solicitation should be renamed a Request for Qualifications. Administrative Director Worthington explained the County and City were referring to the document as a Solicitation for a Master Developer and not a Request for Proposals. She understood the document was fairly broad.

The JDA discussed the planning process that would be followed for a developer that submits plans that don't quiet align with the Master Plan, along with the approval flow chart.

Development Director Hutmacher clarified if the language should read: The site will be developed in substantial conformance to the approved TRC and Master Plan. The JDA was in agreement with this.

Commissioner Grant clarified that the City considered two scenarios for the approved AUAR. The Zoning Scenario included up to 1,500 residential units, 500,000 square feet of retail, and 1,700,000 square feet of non-retail commercial. The Maximum Development Scenario included up to 2,500 residential units, 550,000 square feet of retail, and 1,950,000 square feet of non-retail commercial.

Commissioner Grant requested further information on how and when the County would be paying for the remainder of the TCAAP property. He asked if a final payment would be made in 2016 and what this amount would be. Administrative Director Worthington discussed the structure of the Offer to Purchase with the Federal Government. She commented when the cleanup was completed and the proper paperwork was filed a final payment would be made on the remaining property. She clarified that the County had leased 30 acres from the Federal Government during the cleanup process and estimated the remaining payment would be less than $2 million.

Chair Sand asked if the proposed solar array was included within the Solicitation. Administrative Director Worthington reported the solar array was not included.

Discussion ensued regarding the phased approach that would be taken by developers for TCAAP.

Development Director Hutmacher suggested the language regarding this matter read: How would you define or describe a successful development and what are your expectations of the City, County, and JDA to achieve that development? In addition, language would be added regarding the general calendar and significant decision points. The JDA supported this recommended language.

Commissioner Grant was interested in learning more from developers as to their vision for the commercial areas within TCAAP. He asked if the JDA members would be receiving a copy of the solicitations. Administrative Director Worthington reported these would be public documents.

The JDA discussed the developer goals for the redevelopment.

Commissioner Holden was in favor of weighing the goals.

Administrative Director Worthington suggested the language regarding this matter be adjusted to read: Each response will be evaluated by the solicitation review committee based on the following criteria - the first three of which are minimum qualifications: financial capacity, proven qualifications, and prudent organizational and project management experience. She believed this would allow for the language to be more general.

JDA Attorney Norton recommended technical language also be added to read: Substantial compliance to meet submission requirements – developers are to see Page 15.

Commissioner Holden stated before she could support the February 1st Solicitation date, she needed to know when she would be able to review the revised document. Administrative Director Worthington believed she could have the document back to JDA members within a week.

Staff described the process that would be followed by staff to ensure they had no contact with developers during the Solicitation process. It was noted all Solicitations would be sent to Josh Olson.

Commissioner Holden questioned who would be responding to questions. Development Director Hutmacher explained all questions would be collected by Josh Olson. She indicated staff from the City and County would then be contacted to address the questions.

Administrative Director Worthington noted that all references to "the County" within the Solicitation should be changed to read "the JDA".

Commissioner Holden suggested the Maxfield study be properly referenced within the Solicitation. Administrative Director Worthington stated the document was referring to the Maxfield study completed by the JDA two years ago.

Development Director Hutmacher requested clarification from Commissioner's Grant and Holden and asked if the Arden Hills' goals document would be discussed by the City Council prior to the Solicitation's release.

Commissioner Grant stated this would be a new document that would have to be discussed and approved by the Arden Hills City Council.

Commissioner Holden explained these goals would include the TRC goals plus additional goals. She asked if she would be able to remove the Mounds View School District from the subcommittee at a future date. Staff reported this was the case.

Commissioner Ortega was in favor of getting the process moving. He believed the subcommittee members could be fine-tuned in the future.

Commissioner Holden expressed concern that the County has yet to approve the City's Master Plan. JDA Attorney Norton explained that the JDA could not select a Master Developer until the Master Plan was approved by the County.

Commissioner Holden suggested the Solicitation not be released until the County Board approves the Master Plan. JDA Attorney Norton advised the County could take action expeditiously on the Master Plan and at that time, the Solicitation could be issued.

Administrative Director Worthington commented the County Board could take action on the Master Plan on January 26th.

Chair Sand called the question.

Motion carried unanimously (5-0).

Commissioner and Staff Updates

Development Director Hutmacher provided the JDA members with information on the Greendevelopment Forum to be held on Friday, January 8, 2016.

Commissioner Grant requested an update from staff on County Road H. Administrative Director Worthington discussed the project timeline with the JDA noting the project would be bid in March of 2016.

Future Meeting Schedule

The next meeting will be Monday, February 1, 2016, at Arden Hills City Hall.

Meeting adjourned at 9:01 pm.

Approved David B Sand 3-7-16

David B. Sand, Chair Date