

Nederland Downtown Development Authority Minutes for December 13, 2011

Board members present: Udo Sille, Director Paul Turnburke, Steve Culver, Teresa Warren and Peter Stader.

Absent: Ken Adler, unable to link up by Internet.

Also present: Alisha Reis, Pam North, Pat Everson, Diane Fleming, Ron Mitchell, Jason Morrison, Jeanette Taylor and Gail Eddy.

Meeting called to order at 8:21 A.M.

1. Under Public Comment Ron Mitchell said he would like to request some time to come before the NDDA Board with a video presentation at our next meeting. His presentation will be on his redevelopment plans for a portion of the block on First Street. He said this is a presentation on the preservation of the character of this town and he will be asking for other ideas and comments on his ideas from the general public. Ron said he has already shown this presentation to the Planning Commission in an informal way as a discussion item, not anything needing a vote and he would like to do the same thing with the NDDA Board. Ron said the video would take about 10 minutes and then need about 10 minutes of discussion.

Teresa Warren said we could put this on our agenda. Ron said he would provide all the equipment to show the video. Ron said he was looking at our Jan. 10, 2012 meeting to make his presentation. Peter Stader was concerned that the Pioneer Inn may not be the best place for this presentation if a lot of people showed up to see it. Peter suggested perhaps we meet at the Community Center.

2. Teresa Warren said she had checks today for our DCI membership renewal and a check for Paul Turnburke and Jennifer Murphy to attend the DCI Forum in Denver on Dec. 14th.

3. Paul Turnburke told the NDDA Board that Jeremy Kindle, our newest board member, informed him on Friday that he would not be able to serve on the board and we should find a replacement for him. Paul said applications for the NDDA Board position were available at Town Hall and also, when we are out and about during our outreach program we should let people know that a position on the board is available.

Paul said that he will be attending DCI Forum in Denver tomorrow, on 'Communicating the Value of Your District to Your Constituents'. He said this is exactly what our work will be for the next couple of months. Paul said Jennipher Murphy of Ebuildout, our website designer, will also be attending the forum with him.

Paul wanted to ask the board members present, that he would like to set up another work session with the BOT sometime in January to wrap things up after all the legal information on the Debt Authorization and April election information has been completed. Paul mentioned some Monday dates in January and said he was leaning more towards Jan. 23rd or 30th. Alisha Reis said she would have to poll the BOT to see what they thought.

Paul said that we still have 'Nedestrian Crossing' flags and he would like to get with Amanda of FDGD's to let her know they were available to use during high traffic times, like FDGD's, if the NDDA Board would approve of this use. A straw poll indicated that the Board thought this was a good idea.

Paul asked Alisha Reis if she had any more information about the Ordinance on Residential Properties within the NDDA. Alisha said there are a couple of different options on how to handle these properties. One would be to exempt them in some way and the other would be to redraw the lines of the district to exclude them. Either way would require an Ordinance from the BOT. Alisha said they are still looking at this to see which way was more in line with the DDA Act in Colorado.

Teresa Warren said that exempting them would probably be easier then trying to get the legal descriptions of the boundaries rewritten. Alisha they are working through this with the attorneys. Diane Fleming asked if this was exempting them from being able to vote and Teresa said it would exempt them from having to pay the 5 mils in taxes. Paul said the original intent when the NDDA was set up was to create a contiguous district that didn't have too many ins and outs. There still were a few residential properties within these boundaries that we knew could eventually become commercial properties and we didn't want to exclude them because of zoning. They were classified as Neighborhood/Commerical and they could have gone either way. We thought and the Town agreed that it was okay to draw the boundary lines for the district the way we did. But, we wanted to exempt the residential properties from having to pay taxes to the district. Paul said it turns out there is some type of Constitutinal issue about people being in a district and not paying taxes to that district. Paul said this is why we are looking at two options to address this problem. One is to redraw the district

removing these properties. Paul said hopefully we can do this with a verbal description of the properties and not have to do another legal survey. If we can do this it would mean those properties would be out of the district. The second option is to find some other legal way to exempt them from the taxes, but they would still be in the district and still be able to vote. Alisha said the State Constitution says if you are in a district you are required to pay the taxes. Paul and Alisha said they are still looking into this and working with the lawyers to see how it can be cleared up.

Paul said he also wanted to clear up some more information written in the newspaper that wasn't correct. The information in question, relevant to the Phase 2 sidewalks said, "The final consensus was that an additional three step development process of internal analysis, public outreach and advisory board recommendations would be conducted before the CDOT funding would be sought". It should have been written to say it would be done concurrently and not before. Paul said it was our understanding with the BOT that all these things could be done concurrently while the BOT is considering whether to move forward on Phase 2.

Paul said the other piece of information he wanted to clear up was with the 'Safe Routes to Schools', that the NDDA is not involved with this since it is outside our district. It was mentioned or could be interputed as this was also our project, but in fact this is with the Town, Boulder County and the School District. However, the NDDA did first bring this to the attention of the school and Town and few years back.

4. BOT Report. Alisha Reis said at the last BOT meeting the Town Budget, mil levy and expenditures have all been adopted as well as the NDDA Budget plan through April. Alisha said if the April Debt Authorization vote is approved by the voters in the district, then the budget will be amended. If the vote fails then the budget would remain as is and we would have to look into additional annual funding for the current debt.

Alisha said an update on the Phase 2 sidewalk IGA will be on the BOT's Jan. 3rd agenda. Alisha said the IGA did come back to them with all the changes the Town Attorney had asked for, including that we were not committed to anymore spending that what was allocated for the first year, since we cannot do that until it is voted on by the district. Alisha said the Parks & Recreation Master Plan Steering Committee will be kicking off this Thursday with a planning meeting looking at how the process will proceed, including scheduling and public input. The BOT also discussed extended

services for snow removal for seniors and disabled residents. The BOT is seeking public comment on this issue.

Alisha said Sherman & Howard are drafting the ballot initiative with all the TABOR related questions. They have received a first draft for review and Alisha said she would forward that to us. Alisha said questions on this draft will be under consideration also at their Jan. 3rd BOT meeting. The final ballot language is due at the beginning of February. Paul Turnburke said that what we, the NDDA, will be working on is not the language on the ballot, but the amount of money we will be asking the voters to approve that will allow us to move forward on some basis.

Teresa Warren asked Alisha if there is any chance that Phase 1 sidewalks will be wrapped up before the end of the year. Alisha said yes there is a chance that that could occur. Loris & Assoc. and New Design Construction were finalizing the last, last stuff and the Town has started to issue the paperwork to CDOT for closeout and they will be publishing notice of completion very shortly.

5. Jason Morrison updated us on sidewalk maintenance plans. Jason said from the Public Works standpoint it has been difficult to hire individuals to work on the sidewalks without a guarantee of hours. Of the two individuals they did hire to work on sidewalk snow removal, one never showed up and the other has decided he would show up when he can. Jason said they are back to having nobody at this time and it has fallen back into their lap as far as maintenance on the sidewalks goes. Jason said he has a couple of more individuals he could try or they could keep it in house, and he wanted to know how the NDDA board felt about this.

Paul Turnburke said he has discussed this issue with Jason and he understands how difficult this is find people who can work under these terms. Paul said we have always deferred to Public Works to what they think is the best way to do it. Paul said our bottom line is that if we are going to fund the sidewalk maintenance we want to make sure the maintenance is getting done well and accounted for so that our budget is not completely blended into Public Work's. Paul said that basically we want to know what it will cost do remove the snow from the sidewalks, since we only have one year's worth of data. The more data we have the more we will be better able to discuss the maintenance needed and costs in a couple of years.

Jason said right now, he has a lot of new hires and has been spending all of his time training them on other duties so it will be a little while before

he can fully train at least one Public Works employee on all the sidewalk maintenance duties. Jason said that personally he thinks it would be better to keep the sidewalk maintenance with the Public Works Dept. and not have to deal with a third party. Udo Sille agreed that he thinks it would be better if Public Works does the sidewalk maintenance and will be able to coordinate it with their other duties. Peter Stader and Steve Culver agreed with Udo.

Teresa asked Jason if he could do some research on some environmentally friendly ice melt products. Paul said he has already forwarded this information onto Jason. Jason said he was looking into it, and looking for what would be the least damaging to the concrete.

Paul mentioned to Jason that before he was hired by the Town there was a sidewalk maintenance agreement that was worked out between the Town and the NDDA, and even though parts of the agreement may not apply now, now that Public Works is taking over the work, those guidelines should be respected, which included that sand should be used. If ice melting chemicals are going to be used he may need to get that approved by the BOT before proceeding, because they told us they did not want us to use any chemicals on the sidewalks.

6. Under Old Business, Teresa Warren asked if we have any bills to approve. Udo Sille said he got a notice from the IRS that we owe them \$26.32 on Federal Unemployment Tax due on Dec. 26th. Udo said he would talk to our accountant, Mike Massa about this matter. Udo also had a statement from Grimshaw & Harring, with a new balance of \$5516.03 that is itemized. Paul Turnburke said to be very clear this is a billing cycle timing problem and they have already received payment from us for some of this amount and he has asked the attorney to get us a final bill for what we will owe them at the end of this year, without having to go into next year for a payment. Paul said that amount doesn't show the over \$3000.00 we sent to them last month. Udo said he would talk to Willow and get the exact amount so we can approve it at our next meeting. Udo said our PO Box rental fee is also due, for \$44.00 for the year. Teresa said that is under the \$500.00 needed for approval and we will go ahead and pay that, and otherwise we have no other bills needing approval at this time.

Teresa asked about minutes to approve from our last NDDA Board meeting. Steve Culver said he had not finished the DRAFT minutes from that meeting yet and we will have to approve them at our next meeting.

7. Under new business Teresa Warren said we would discuss some strategies for our outreach program before next April's election. Paul Turnburke said he had emailed out to the NDDA Board members a spreadsheet of both real and personal property listed within the NDDA from the Boulder County Tax Assessor office. Paul said it will be business property owners on this list who we will be reaching out to. Paul said this also shows business personal property listed and some of these listings would be for businesses that lease or rent space within the NDDA. Paul said it might be possible that we have some businesses within the NDDA that own no real property and may not be listed here at all and he would be working with the Town to help identify those businesses. Pat Everson said that she was told unless the business lists more than \$5500.00 of personal property value, they would not be on this list.

There was a discussion on who pays business taxes and who may be choosing to withhold information to not pay taxes and other irregularities. Some people in the room knew of business owners who were not on the Assessor list. The Town Business License was another source of information, but again, not everyone was participating in the licensing process. The bottom line was how we are going to be able to identify all the business owners within the NDDA, so we can reach out to them before the vote and also let them know they are eligible to vote.

Paul said we will look at the list, we will look at the map, and we will get information from the Town's Business License list. We will look at the map again and see if there is anybody we may have missed and then we will find them. The list will be available for everyone to see and the public will also assist us in finding missing business owners.

Paul said he still wants to break out the NDDA District so that everyone has someone to contact one on one for questions and information. Paul would still like to do a couple of open houses for those we can't meet one on one with. Paul said he will be working on a NDDA year end report, but it will most likely cover everything we have done over the last five years to communicate what we have been doing and what it is we are getting ready to do. Teresa said she is looking forward to meeting one on one with our constituents and is looking forward to having the year end report as well as a fact sheet to help with the conversations. Teresa said there is so much misinformation out there on the NDDA that we really do need to get out there and meet with people one on one as much as possible to help clear things up.

Teresa asked Paul that after attending tomorrow's DCI Forum on 'Communicating the Value of Your District ...', could he write out a little report on what he learned and what he found of value in this meeting. Paul said he already has an outline started for the year end report.

8. Next up was a review of our NDDA Bylaws. Paul said we amended our bylaws a couple of years ago to allow Mike Massa to serve as our NDDA Accountant and Treasurer as well as a few other minor changes.

Peter Stader said he would have to leave our meeting for a short time, so Paul Turnburke suggested we discuss the bylaws and changes we want to make, but that we would defer voting on the changes until our next board meeting.

Paul said he believes our bylaws allow us to amend our bylaws without having to bring them back before the Town Board. Paul said if we have to, we can bring them back before the BOT for approval. Paul then proceeded to go over sections of the bylaws that may have been amended or where he would like to see changes made and opened up the discussion.

1.500, concerned an office and/or location of offices for the NDDA.

2.110 Membership. The number and terms of the board members shall be determined by a resolution of the BOT. Paul told Alisha he didn't remember seeing a resolution defining the terms of NDDA board members. Paul said he would check with Alisha on this item.

2.120, members shall serve staggered terms, but it doesn't define the number of years of those terms.

2.240 Removal. Concerns with the wording of "... affront of the dignity of the Board." Is this okay?

3.310, about the Treasurer of the NDDA. This was removed from original bylaws. Do we want to put this back in?

3.300 Treasurer. Do we want to add something to this section defining who or where the NDDA Treasurer could come from. Does the Treasurer need to be a member of the NDDA Board? Should the NDDA Board have its own Treasurer and then a separate person on the outside or from within the Town staff be the NDDA Accountant?

Paul said there is nothing within the bylaws that limits us from forming a financial oversight committee to give us advice and expertise in our NDDA finances. Paul suggested that maybe we should look into putting

3.310, back into the bylaws and then change some other wording to reflect who can be our Treasurer.

Paul then asked a question about signatures on checks and do we need two signatures. Does the Treasurer need to sign checks? We also talked about approving of the vouchers. Perhaps we could put into the bylaws we need two signatures on our checks from NDDA Board members, but that all board members could sign the checks in cases where multiple board members were out of town.

Alisha suggested using a list of warrants of checks for approval instead of approving each check individually. The only exception to this might be when one of the board members does work for the NDDA, they should separate this check out for individual approval by the entire board.

After some other discussion, Paul summarized our changes as leaving in the information on the Treasurer, redefining Udo as not our NDDA Treasurer, but as possibly the Chair of the Finance Committee.

3.540 Bond. Do we want a bond for the Director? We will put this on the agenda for our next meeting.

4.100 Regular Meetings. This paragraph was revised earlier. 24 hr notice.

4.105, conduct meetings by electronic means was added.

4.400 Quorum. Also added electronic means.

7.200 Insurance. Added some information here.

5.110 Contracts. Authorizing expenditures for small items that we may or may not have a contract for. Do we need to have a resolution for a contract?

Steve Culver asked if a motion and a resolution are different. He was told yes. Resolutions need to have a number assigned to them. Alisha said the Town has a standard resolution form we could use. Alisha said this is a really good way of keeping track of our records and for continuity. Alisha said new board members could easily look up this information without having to read through all the minutes to see what actions we have taken. Steve Culver said he has been attaching numbers to all of our motions in the minutes.

Paul asked Alisha what would be the guidelines for voting on something as a resolution or just a motion to act on something. Alisha said that resolutions are anything you are giving direction on essentially and an ordinance is a legally enforceable code, a legal standard. Resolutions would

cover things like accepting grant money, contracts, or a change in policy. Paul said that any time we have a contract we should call it a resolution.

5.230 Loans. This should be fine once the debt authorization is in place.

8.100 Approval. After we approve the changes to the bylaws we will take it back to the BOT for their approval, unless the bylaws do not require it.

9. Items to put on our agenda for our next meeting would be to look into electing an Assistant Vice-Chair, for when the Chair and Vice-Chair are absent. Also, look at a new title for Udo, as Finance Chair. Paul said he would send out an email with the changes to the bylaws.

Our next meeting will be a short meeting on Tuesday, Dec. 27th and will start at 9:00 AM instead of 8:00.

10. Meeting was adjourned at 10:05 A.M.

Our next regular NDDA meeting will be on Tuesday, December 27th. The meeting will take place at 9:00 AM at the Pioneer Inn, unless otherwise notified. **PLEASE NOTE THE TIME CHANGE FOR THIS MEETING ONLY!**

Submitted by Stephen Culver, Secretary NDDA.