

## Nederland Downtown Development Authority Minutes for December 27, 2011

**Board members present:** Teresa Warren, Udo Sille, Director Paul Turnburke, Peter Stader and Steve Culver, (joined meeting in progress).  
**Absent:** Ken Adler, unable to link up by Internet.

**Also present:** Alisha Reis, Pam North, Pat Everson, Gail Eddy and Dorothy Emerling.

Meeting called to order at 9:10 A.M.

1. Teresa Warren gave her Chair report and Paul Turnburke gave his Director's report.
2. Alisha Reis gave her BOT report. Alisha talked about the status of snow removal on the new sidewalks. Alisha said Phase 1 of the sidewalks was being finalized. Alisha said final notice of payment had gone out to the newspapers. Kevin of Loris & Associates worked out the final details with New Design Construction. Alisha said there were some changes in quantities of payments, but she didn't have the final details at this time. Alisha said everything is winding down and everything has been submitted to CDOT and final inspections have been done. Alisha said everything should be paid off by Jan. 26<sup>th</sup>, 2012.

Alisha said there wasn't a second BOT meeting in December and the next BOT meeting will be on Jan. 3<sup>rd</sup>.

3. Under Old Business, Teresa Warren said we only have our final bill to Grimshaw & Haring, our attorneys, to approve for approximately \$660.00. Paul Turnburke said this bill represents most of what we owe through the end of 2011. Paul said we will still owe the attorneys for a couple of hours of work related to the ballot language for the April vote, which will come out of next years budget. Paul said our contribution to the Town for the April ballot is \$3000.00 to cover the costs for the NDDA part of the ballot.

Udo Sille made a motion:

To approve payment of approximately \$660.00 to Grimshaw & Haring for attorney work on behalf of the NDDA.

Steve Culver 2<sup>nd</sup> the motion.

Teresa asked if there was any further discussion on this motion. Peter Stader said that in the future he would like to be able to see the bills or copies of the bills before voting on payment of these bills and making financial decisions. Teresa said she tends to give our current accountant, Mike Massa these invoices. Peter said then a copy of the invoice would be good to have at our meetings. Teresa said we had this invoice at our last meeting and then gave it to Mike. The original invoice did not reflect our last payment to Grimshaw & Harring and after talking to them we came up with the approximately \$660.00 that we owe them. Teresa could not remember the exact amount at this time. After no further discussion a vote on the motion was taken.

Motion was approved with Teresa Warren, Steve Culver and Udo Sille voting for the motion and Peter Stader voting no. #122711-1.

Next up was the approval of the minutes from our last two NDDA Board meetings. Teresa asked if everyone got a copy of those minutes and all members present said yes.

Peter Stader made a motion:

To approve the minutes as written for our Nov. 29<sup>th</sup> and Dec. 13<sup>th</sup> NDDA Board meetings.

Udo Sille 2<sup>nd</sup> the motion. Motion was approved unanimously. #122711-2.

Gail Eddy said that there were no minutes posted for October and had those been approved. The answer was yes and Steve Culver said he would resubmit them to the Town. Paul Turnburke asked Steve to also send the minutes to Jennipher Murphy so they could be posted on the NDDA website.

4. Under new business Teresa Warren said we have five resolutions to discuss and act on. The first resolution was to amend our bylaws. Teresa discussed how she came up with our original NDDA bylaws and then the reasons we amended our bylaws in 2010. Teresa said we now had to revise them again so that the Town Treasurer can serve as the NDDA Treasurer along with a few other minor changes. Paul Turnburke said the new amended bylaws will allow us to choose who our NDDA Treasurer is in the future, whether it be the Town Treasurer or someone else, without having to amend the bylaws again.

Steve Culver asked about how the new amended bylaws will affect the NDDA deposited funds and who makes those deposits. Paul Turnburke said that the Town would like to us deposit our funds in the Town account and to close our NDDA account. Paul said that when Eva gets back she will take care of our account and all deposits. Alisha said that Eva will also do our financial reports. Alisha explained how the Town handles their checks and the two signatures. She explained how they make a list of bills to be paid; a warrant list, twice a month and then this list gets approved by the BOT. Alisha said the NDDA could feasibly do the same thing. Generally this takes about two weeks and they let their vendors know how this works so that they know about when they will receive their checks.

Udo Sille made a motion:

To approve a resolution to approve the amended bylaws for the NDDA. Peter Stader 2<sup>nd</sup> the motion. The resolution was approved unanimously. Resolution #, NDDA2011-1.

Teresa said our next resolution is to remove Udo Sille as the NDDA Treasurer.

Steve Culver made a motion:

To approve a resolution to remove Udo Sille as the NDDA Treasurer. Peter Stader 2<sup>nd</sup> the motion. The resolution was approved unanimously. Resolution#, NDDA2011-2.

Teresa said our next resolution would appoint Udo Sille as Chair of the NDDA Finance Committee.

Peter Stader made a motion:

To approve a resolution to make Udo Sille Chair of the NDDA Finance Committee. Steve Culver 2<sup>nd</sup> the motion. The resolution was approved unanimously. Resolution#, NDDA2011-3.

Teresa said our next resolution will be to name the Nederland Town Treasurer as the NDDA Treasurer.

Udo Sille made a motion:

To approve a resolution to make the Nederland Town Treasurer the Treasurer of the NDDA.

Peter Stader 2<sup>nd</sup> the motion. The resolution was approved unanimously.  
Resolution#, NDDA2011-4.

Teresa said our next resolution would be to waive the bonding requirement for the NDDA Director. Paul Turnburke said the bylaws were somewhat vague on this matter and he said this resolution would make things clearer. Udo Sille asked why the Director would have to be bonded and not the rest of the NDDA Board. Alisha Reis said generally, bonding is required of people who oversee financial matters. Eva the Town Treasurer is bonded.

Udo Sille made a motion:

To approve a resolution removing the bonding requirement for the NDDA Director.

Steve Culver 2<sup>nd</sup> the motion. The resolution was approved unanimously.  
Resolution#, NDDA2011-5.

Teresa said the last resolution to discuss would be naming an interim Vice Chair to the NDDA. Teresa said Ken Adler is our Vice Chair and he runs the NDDA Board meetings when she is not there. Teresa said it will be hard for Ken to run the meetings electronically through a speaker when he is out of town and she is unable to attend the meeting. Teresa said she would strongly recommend that we nominate someone to be an Interim Vice Chair of the NDDA. Teresa said an Interim Vice Chair would run the NDDA Board meetings when the NDDA Chair and the Vice Chair were unable to attend the NDDA Board meeting or were only present by electronic means.

Udo Sille said that he would like to nominate Peter Stader to fill the position of Interim Vice Chair of the NDDA. Udo said he likes Peter's attention to the details. Teresa said she would like to name Peter as Interim Vice Chair so that he gains the experience of running the NDDA meetings so that at maybe some point in the future he could take over the responsibilities of either the Chair or Vice Chair when those positions become available.

Teresa asked Peter if he would accept the nomination and he said yes. Peter said he will need some training on how to run the meetings. Paul said mostly he will be required to keep some order and to moderate the meetings. Teresa said that if she can do it, Peter can do it.

Udo Sille made a motion:

To approve a resolution naming Peter Stader as Interim Vice Chair of the NDDA.

Steve Culver 2<sup>nd</sup> the motion. The resolution was approved unanimously. Resolution#, NDDA2011-6.

5. Teresa Warren said the next thing on our agenda would be a discussion of a proposed Town ordinance to revise the NDDA boundaries and language specific to the April Ballot questions. Paul Turnburke said the BOT, at their Jan. 3<sup>rd</sup> meeting will be taking action on an ordinance to clear up some Constitutional issues on properties that were included in the NDDA taxing district boundaries, but were not paying taxes into the NDDA. Paul said this ordinance will clear up this matter. Paul said it will be a fluid boundary and up to the Boulder County Tax Assessor's determination of use of the property as to whether they are included in the NDDA or not. If they determine the property is being used in a commercial way they will include it in the NDDA district. If the property is residential use only it will not be included in the NDDA district. This will allow us to keep our current NDDA boundary in place without having to resurvey the district.

Alisha Reis said it will be important to the BOT to set this once and for all to eliminate the confusion on which properties are included or not included within the NDDA district prior to the election in April so that an accurate roster of eligible voters can be established.

Teresa asked that if people in the residential properties within the NDDA boundary line would be allowed to vote on the NDDA election ballot. The answer was no, because they would no longer be in the NDDA district. Paul said that if someone wants to be included in the NDDA then they can petition the Town and the NDDA, between now and April, to be included in the district. If they choose to do this and are accepted they will have the right to vote on the NDDA ballot, but they will also be subject to the NDDA taxes; the 5 mil levy.

Udo Sille asked if there were any forms that people would need to fill out to be included in the NDDA. Alisha said what they would need to do is submit a letter asking to be included, along with a survey showing their property is within the NDDA boundary or adjacent to the boundary. Udo

was told that State Statutes show how this is to be done. Peter Stader asked how we can get this message out to property owners who might be interested in doing this. Paul said there are numerous ways we can let property owners know this. Paul said we are only talking about a handful of properties that this would pertain to, perhaps five to ten.

After some further discussion on this issue and what the ordinance would do, NDDA Board members seemed satisfied they understood what was going and that this was an issue we didn't need any vote on by the NDDA.

6. Paul Turnburke talked about two items that have to do with the April election that will be coming up before the BOT. The first is a resolution from the NDDA asking the BOT to consider putting the language for the ballot measure on the ballot, making it official. Paul said we will do this at our Jan. 10<sup>th</sup>, NDDA meeting. Then the BOT will pass a resolution putting this language on the ballot at their Jan. 17<sup>th</sup> meeting. Paul said as he understands this process, the dollar amount we are asking for on the ballot could be changed at a later date; even after the initial resolution has been passed.

Paul said as for the language of the resolution there are two schools of thought as to how much money we should be asking for on the April ballot. Paul said we will discuss this at our next meeting on Jan. 10<sup>th</sup>.

Paul said that after we asked the BOT to put this information on the April election ballot, and they approve it, NDDA Board members can no longer advocate to others, how one should vote on this ballot. Paul said we can still continue our outreach program to our constituents and give them information and answer their questions, we just cannot ask them to vote one way or another. Paul said we can form a separate committee of volunteers to go out and advocate our position on the ballot issues. Paul said the NDDA can spend up to \$200.00 on this, so we need to keep all of our receipts to show we didn't go over that limit. It was brought up that people can make donations to this committee, not the NDDA, to help with these efforts. Paul said it would be wise for us to look for friends of the NDDA who might wish to serve on this committee. Alisha Reis said to think of it as before Jan. 17<sup>th</sup>, we the NDDA Board members could advocate for the ballot issue and

after Jan. 17<sup>th</sup>, only the volunteer committee that gets formed could advocate for the ballot issue.

Udo Sille asked if the NDDA Board members could be a part of this volunteer committee. Paul and Alisha said we could, but they would highly advise against it. Alisha said it is extremely not a good idea to be a part of this committee. Other questions were asked about what we could or could not say as NDDA Board members after Jan. 17<sup>th</sup>. Paul said we could talk about the NDDA and our projects and what we are about and we could even explain what the ballot was about and what they would be voting on, we just couldn't advise or advocate one way or another on how they should vote.

Paul said we will hopefully have more legal information at our next NDDA meeting about all of these questions and what we can or can't do and what we can do but probably shouldn't and so forth. Paul said the lawyer who is an expert on these subjects was out of the office until early January. Alisha said the Tabor notice for the ballot issue will be going out on Feb. 3<sup>rd</sup>.

Gail Eddy said it was her understanding that as an individual you can advocate for an issue as long you separate out that you are doing this as an individual and not a Board member. Alisha said that yes you can do this, but I would highly advise against it. Alisha said due to the controversial nature of our questions she would recommend we, NDDA Board members, not do any advocacy on this ballot issue. Teresa Warren said that she would like to see the NDDA Board get the information we need to move forward on this ballot issue and then we can discuss strategy on how we are going to proceed.

Pat Everson said that she has a new column in the Mtn. Ear Newspaper, "Ask Pat" that primarily deals with the Town. Pat said this is a non-political column and we could write questions to her or invite others to write questions to her. She said they could email her at; [ask@copy@themountainear.com](mailto:ask@copy@themountainear.com).

7. Meeting was adjourned at 10:20 A.M.

Out next NDDA meeting will be on Tuesday, Jan. 10<sup>th</sup>. The meeting will take place at 8:00 AM at the Pioneer Inn, unless otherwise notified.

Submitted by Stephen Culver, Secretary NDDA.