

Olmsted Joint Economic Development District

Approved Minutes – May 22, 2006

The **JEDD business meeting** of May 22, 2006 was called to order in Olmsted Falls City Hall Council Chambers at 9:33 a.m. Present were Chuck Ingrassia, Martin Strelau, Joe Clarke, Garry Thompson, Pat Kost, and Transcriber, Bobbi Frizzelle. No audience.

CHANGES TO AND APPROVAL OF AGENDA

Mr. Strelau suggested the following additions/corrections to the existing agenda: Add an Executive Session to discuss legal matters; add Ms. Kost's report on the meeting pertaining to the Ohio Job Ready Site Program; table approval of the May 3, 2006 minutes, which were not available. Mr. Clarke moved to approve the agenda as amended. Mr. Ingrassia seconded. Poll: 3 Aye. 0 Nay.

APPROVAL OF MINUTES

Tabled, as noted above.

NEW BUSINESS

DISCUSSION – FOGG PROPOSAL

The JEDD group met with Fogg a couple weeks ago. Ms. Kost has had some discussions with them since this meeting, and she feels they are level headed and have the ability to handle this job. It is believed that Fogg has a letter of intent from the landowners involved, based on Fogg being the developer. Kost stressed that whoever would be chosen for this project would be involved in a verbal development agreement, and the JEDD Board would have to work with the group under those conditions. Kost was not certain whether Fogg understood how hard JEDD would be pushing for quality in this development, but felt it was something that they would learn. She felt that the fact that Fogg would be willing to do a spec building was a good sign.

Ms. Kost didn't feel that the emphasis for getting tenants should be on stealing businesses from local communities. It would be preferable to create a new venue for new businesses in the area, and that is the JEDD's actual goal. Kost felt that Fogg has the proper marketing tools to seek businesses.

Mr. Strelau didn't get a sense of Fogg's work with municipalities. Ms. Kost felt that they have done many TIF's, but not necessarily JEDD's. Strelau didn't see this as a deal breaker, but was somewhat uncomfortable with what seemed to him to be a lack of experience along the JEDD lines.

Mr. Ingrassia said he had questions, some of which would have to be addressed by the Attorney. Mr. Ingrassia felt fairly good with Fogg, but had no one to compare them to.

He didn't see any strong reason to walk away, and felt the group should move forward, with the emphasis being on quality and time line. Ingrassia felt there must be ways to monitor timelines, possibly with deadlines. He also asked whether the details of the agreements with the landowners would be public information. Ms. Kost didn't feel that this information would be public knowledge. Mr. Strelau agreed that JEDD would want to know details so that if Fogg portrays that they have an agreement with the landowners and we sign up with them under contract and his deal falls through, the JEDD could wind up with a Developer who cannot develop the land.

Mr. Ingrassia was somewhat concerned about Fogg's focus on industrial buildings. He wasn't sure that their vision is the same as the JEDD Board's vision. Ms. Kost reminded that we would have a plan to follow. Mr. Thompson posed the potential problem of setting a mix of various types of units in the initial agreement, and then Fogg comes to JEDD a few years from now stating that they would like to build a different mix, based on demand at the time. Mr. Ingrassia said that this is would have to be addressed up front in the agreement. Ms. Kost said there are potentially a lot of things that might be amended, and that it is very important to be able to work with the developer.

Mr. Clarke felt it was time to go forward, one way or the other; either proceed with Fogg or say that we are not going to proceed with the JEDD at this point in time. Clarke said that he is reasonably satisfied with Fogg, but he has nothing to compare them to, and he really didn't feel he knows the right questions to ask about a multitude of things.

Different questions were posed about off-site infrastructure, etc. Ms. Kost felt that JEDD needs Fogg to identify what, where, how much, and all the utilities including a water source. Ms. Kost said a professional would analyze all the possibilities for infrastructure, utilities, etc., which she feels is very beneficial.

Mr. Clarke was somewhat concerned about being in a position to do the bonding if it is determined that the best water/sewer source is down Bagley Road and the Commissioners don't come forward. Mr. Thompson felt that not all the pieces were in place, but they could be; they then could go and get rated. Ms. Kost indicated that there are a lot of ways to structure the financing. Mr. Thompson felt that the issue with going down Bagley Road would be expanding the JEDD. He felt that if sewers go down Bagley Road, there would be no reason for people to become part of the JEDD. Thompson felt that some type of incentive would have to be worked out. Strelau agreed with Thompson to a certain extent, but said most of the properties would not be involved in this. The big concern would be west of Stearns, down Stearns, Bronson, etc. Ms. Kost said that the big picture could be looked at and broken into phases. She added that the greater good for the Community is to put the sewers in.

Ms. Kost then said she agreed with Mr. Clarke – that it is time to go forward one way or another. She added that before the Board makes a decision, she would like to put together a list of business points, similar to a letter of intent, to make sure everyone is on the same page. The Attorney would look this over and the Board would approve it. Kost felt this would be a good base for forming an agreement. Kost added that there are things that could be potential deal breakers, and that the Board should include as much detail as possible in this initial list of points. Mr. Clarke asked whether it is advantageous or disadvantageous to come up with a letter of intent at this point. Ms. Kost cited item number 3 in Attorney Ziance's email, and added that Fogg will be pushing her to get to a signed development agreement as soon as possible, as they want to lock up the site and

have an exclusive on the development of the JEDD. This will also give them access to the public funding through JEDD. Ms. Kost proposed that she draft the outline of the list of business points and email it to the Board members for approval, rather than to meet with everyone.

Mr. Strelau made a motion to enter into Executive Session for purposes of discussing legal matters. Clarke seconded. Roll Call: All approved. All but the three JEDD Board members left the room.

Upon reconvening in regular meeting status about fifteen minutes later, **Mr. Ingrassia moved to have PatCo work with the attorney, Scott Ziance, on creating the key points for the JEDD Board to move forward with an agreement with Fogg, and that those key points be referred to the JEDD Board for review prior to PatCo engaging in conversation with Fogg. Upon the review, the Chairman will authorize PatCo whether she can move forward.** Prior to seconding the motion, Mr. Clarke asked for clarification that this is authorization to review the business points and preliminary discussion, not authorization to enter into an agreement. This was confirmed. **Mr. Clarke seconded the motion. Poll: 3 Aye. 0 Nay.** Ms. Kost will put this list together and send it to the Board for review.

Mr. Ingrassia had six items already listed: 1) the quality of the project; 2) the accountability of the project; 3) some account of the agreement detail the Board would be privy to; 4) specification of the build out types and variances allowed; 5) some built in mechanism in case of any changes to this plan; 6) who will pay for the infrastructure.

**REPORT FROM MS. KOST –
PUBLIC MEETING PERTAINING TO OHIO JOB READY SITE PROGRAM**

Ms. Kost attended a public meeting explaining this program. She noted that Rosann Jones had attended the meeting, as well. Kost felt the amount of detailed information asked for on the application was very extensive. However, she felt that it would be worthwhile to apply for the program even if all information could not be provided at this point, and in this short of time period, and suggested that they work with Ms. Jones on this.

NEXT MEETING DATE

After some discussion, the next regular meeting was set for Friday, June 9, 2006 at 9:00 a.m. Mr. Clarke announced that he would be having surgery on June 14th, and would be out of pocket for some time after that. He suggested that the procedure for meetings during the time frame that he would be unavailable, possibly up to ninety days, be reviewed. Mr. Strelau will check with the Attorney to see if someone from Council should be appointed as a replacement for Mr. Clarke during this time period. Conference calls or meetings at Mr. Clarke's home were also suggested.

Mr. Ingrassia moved to adjourn the meeting at 10:43 a.m. Mr. Clarke seconded. 3 Aye. 0 Nay.

Chuck Ingrassia – Chairperson

Date

Bobbi Frizzelle – Transcriber