

PLAINFIELD REDEVELOPMENT COMMISSION

September 9, 2021

5:30 p.m.

Ms. Andres: We will call the Plainfield Redevelopment Commission meeting to order.

PLEDGE OF ALLEGIANCE

Ms. Andres: If everyone will please rise for the Pledge of Allegiance.

DETERMINATION OF QUORUM

Ms. Andres: Thank you everyone for being here. We will first have a call for our quorum. Mr. Todisco?

Mr. Todisco:

Mr. McPhail – here

Mr. Angle – here (virtual)

Mr. Everling – here (virtual)

Mr. Kirchoff – here

Ms. Andres – here

All are present, Ms. President.

Ms. Andres: Thank you

CONSENT AGENDA

Ms. Andres: First up we have our consent agenda which is the approval of our minutes from August 2nd. Does anybody have any corrections to those? Or I'll entertain a motion to approve.

Ms. Andres: Seeing none, thank you, we will move on to a CDC update.

Mr. Starnes: Thank you, it's been a relatively quiet month for the CDC, I would say. Although we meet next week and that could change. The past month has been encouraging, relative to progress on the Stanley Fertilizer site. The west side there is done, the demolition scope is complete, so those structures are down. There was some additional environmental work that the state will fund, through the Petroleum Orphan Sites Initiative Grant that was awarded to the CDC for the project, some coal ash and things found in the soil that have been excavated and removed. So, we're waiting for that data to come back, to make sure that's all complete. It's been a great partnership; I think at the end of the day the state will have invested over \$300,000 to remediation of the site; removal of aboveground storage tanks, excavation of soils, and removal of the coal ash. That really helps up set the site up well for redevelopment. I think, as you're all aware, Woda Cooper has submitted an application for tax credits for that site; we're in hurry up and wait mode now, to hear if those are awarded. We should hear that later this year, and if so, that project will start to move forward next year, which is encouraging. Other than that, working on leases with a couple of exciting tenants for the parking structure space. I think design is released for the east side of that space, and we have an LOI in place for west side with a restaurant tenant, and we'll continue to work on moving those items forward. I believe that is the update from here. Any questions in things about CDC?

Mr. Kirchoff: We might report that Woda Cooper is on the agenda for the meeting this evening, with the Plan Commission.

Mr. Starnes: Oh, the Plan Commission, great.

Ms. Andres: Well, that's good news.

Mr. Starnes: It is. I knew they had been working through TAC, so I don't think I realized they were in front of the Plan Commission, but that's good, a good next step. I think they had filed something prior to submitting their application, so it's kind of been in the works, but it will be good to see them present fully to the Plan Commission and see how that goes.

Ms. Andres: Cam, when they were doing the cleanup, and IDEM is funding it, are they kind of standing in the shoes in terms of any recovery or anything that would happen in terms of insurance or anything like that? Are they taking care of that?

Mr. Starnes: Yeah, they are, and that is a conversation the CDC had, you know, looking at taking on this site. One of the angles, to potentially fund necessary remediation, was sort of cost recovery. I've started some insurance research on historical policies that the Stanley family had on the site, and I will say – you know, they owned it for a long period of time, we always thought that was a potentially good avenue. We had trouble getting hold of policies that we needed, and so it was a relief when the state said they would fund the – because this was a much easier path. So effectively, yes, if anybody were to pursue sort of reimbursement of those costs, it would be the state because they were the state's costs. I don't think they will probably go down that road.

This program that Brownfield Program administers, the Indiana Brownfield Program, is directly funded as part of the state budget from the legislature; they tend to look forward at leverage numbers, so if and when this site is redeveloped, hopefully starting next year, the program will, I think, kind of justify its investment in remediation, by virtue of new development that's there, more so than the ability to recover it from a prior operator. So, that's still in the back of my mind, should there be any carry over need, there are plenty of years of insurance there and we know that the Stanley family owned and operated and would have that liability. So, we've had that conversation to set it up, but hopefully we'll be able to use this state funding to work as a springboard, and not have to pursue it; I think it could get – let's see – involved, to try and find policies going back decades.

Ms. Andres: Well, it looks, it's a dramatic difference when you go by there, for sure. So, amazing improvement. Any other questions on CDC?

Mr. Angle: I have a quick question about that site. So, Woda Cooper has applied for tax credits, and we should know by the end of the year, you said? If for some reason they don't get approved for those tax credits, are there other developers that the CDC has on standby?

Mr. Starnes: Yeah, there was a decent amount of interest. So, we did sort of a little procurement process. Now all of them were approached by a tax credit development angle, I'd say, so we sort of chose from among them based on kind of their approach to the site and what they showed us in terms of perspective design and how they would lay things out. I do think if they were not awarded, there is a potential to evaluate the site development via 4% tax credits, which are not competitive

Mr. Angle: Yeah

Mr. Starnes: Or essentially not competitive, but it would change the – it might require some additional acquisition and additional units to make that work, or we would certainly be in a position to shop it to other developers. I think given the exciting things going on downtown in Plainfield, the adjacency to the trail, it has some advantages and I think we're optimistic that we'll be able to find some additional interest, if not Woda Cooper.

Mr. Angle: Great, thank you.

Mr. Starnes: Hopefully we're not in that position.

Mr. Angle: Yeah, I agree.

Mr. McPhail: Yeah

Ms. Andres: Great, thanks Cam.

Mr. Starnes: Thank you

Ms. Andres: And I see we have an update on MADE@Plainfield from Mr. Rainey. I don't see him on.

Mr. Cook: I didn't hear back from him. I was putting that on there as a placeholder. I think Andrew can speak to it.

Mr. Klinger: Yeah, I think I'm on the agenda here for old business and new business, so I might just knock it all out at once. I think you all know already that MADE@Plainfield is open and operating at this point. It is still technically a construction project. David Rainey is working with contractors to go through a punch list, working on balancing out systems and those sorts of things, so that the project can be finalized and transferred. So, while it is operating, we're making sure our tenants understand that it is also still a work in progress. There's certainly still some work being done on the exterior as well, and at some point – some cleaning has happened, but I believe there is some additional cleaning that will have to happen at some point. Landscaping has kicked up dirt on windows and things like that, so we're addressing all those sorts of issues. But it is operating; we have Vincennes had a class in there. In fact, I'm hearing that maybe the even had a class in there before the ribbon cutting, which you know, they were anxious to get in, but they certainly started operating very quickly after. Ivy Tech is holding classes there and the Department of Homeland Security has occupied their space and has been conducting training. They are required now to offer training to fire chiefs all across the state, fire chiefs are required to do the training on a regular basis, and they had their first cohort go through last week, or maybe it was two weeks ago now. And so, we had a number of fire chiefs from all over the state in the facility. Joel Thacker, our former fire chief who is now the state Fire Marshall, was a regular out there, and so that's been great to see him as well. Everything is going well. The issue that is on your agenda this evening is related to the Department of Homeland Security lease. At the time that that lease was negotiated and entered into – and just a quick background to refresh your memory, we've created a new nonprofit entity, MADE Inc., that is operator of the facility, and we have a Board with various appointments. The Council made appointments to that Board; I'm one of those Board members, Robin Brandgard is a Board member as well. We have engaged Cushman Wakefield as a Facility Manager, to actually manage the day-to-day operations of the facility. And again, these things are really still in a transition sort of stage as we move out of construction and into just regular operations. We are trying to close in on a deal with HCN – Hendricks College Network, to provide some program management for the facility as well, and they would actually occupy some space in the facility as part of that deal. When all these leases were first put together, particularly the deal with Homeland Security, the MADE entity didn't exist yet and the state of course required that the lease be put together with an entity that could be, that could meet all of their legal requirements for a state vendor. And so, what was done is the lease was put in the name of the Plainfield Redevelopment Commission at that time, with the intent of later transferring that to the MADE entity. I think the other leases are actually with the MADE entity, so this is the only one where we're dealing with this, but what we have on the agenda this evening, and would like the Redevelopment Commission to consider, is approval to execute that assignment of the lease from the Redevelopment Commission to the MADE Board, so that we can start to collect the rental income from that agreement, that then pays for the cost

of operations for the facility. And so, we're in the process of setting all of those accounts up, doing all of that, and we'd like to move forward with that assignment, because at this point the state can only make payment to the Town of Plainfield Redevelopment Commission, which will then require us to figure out a way of transferring those dollars to MADE. And so, what we'd like to do is move as quickly as we can on the assignment and get that in place. That's the item on the agenda this evening. Cam knows more about it than I do if there's any questions, but that's kind of where things are at. We're trying to settle in, in terms of operations. I will give this quick report: we did have Indiana State come out and look at the facility, and they are very interested in some of the available space there. So, we're early in conversations, but we're very hopeful that we will be able to – and some of you may know that they already have an MBA program, an online MBA program that they were providing through school facilities, and we were hopeful that they would want to move that program into MADE when it was done, and that seems to be the case; they are interested in doing that, but I think they're interested in doing even more than that, so that's very exciting and we'll continue those conversations. It's exactly what we had hoped for, that once we had it built, we would have more partners that would express some interest. So, any questions?

Ms. Andres: Any questions?

(Brief pause)

Ms. Andres: When do you expect all of the punch list items, landscaping, all of that, to be completed?

Mr. Klinger: My understanding is probably by the end of this month, or maybe heading a little bit into October. Within the next month or so we should see a conclusion to that, and then I think there's probably some legal steps we need to take, in terms of transfer of the property and all of that, but it should be wrapping up here very soon.

Ms. Andres: Okay, great. I saw this weekend they had, MADE was highlighted on Inside INdiana Business, which was nice, they did a nice piece on it.

Mr. Klinger: Yeah, we've been getting a lot of good attention from it, and really reaching out to people to invite them to come and do tours. Indiana University had expressed interest. Todd and I have been talking with some of the folks from Indiana University and they'd like to come and see the facility, I don't know that they're looking to set up shop there or anything, but they could use it for some of their outreach activities that they do, use the community room space. That's what it's there for. Particularly for higher education institutions like IU. And of course, we're having the same conversation on the Perdue side too. We're trying to get people through it to see it and see how they could utilize it.

Mr. Everling: Andrew, this is Gary Everling, are the leases structured so that they're like more of a timeshare with the educators; how much available time/space is available now for universities

and colleges interested? Is beautiful; I had the opportunity to go there last week, or two weeks ago, it is a beautiful facility.

Mr. Klinger: Yeah, thank you. I wouldn't call it a timeshare regiment. I mean, they are leasing specific spaces. Our language was careful, I don't know that we necessarily used the terminology of "lease", they're partnership agreements and they provide membership contributions to make sure we don't run afoul of any statutes governing those institutions, but they have dedicated spaces. So, Vincennes University has certain office, classroom, and lab spaces. Ivy Tech has their own classroom and lab spaces, and then same with DHS, but then there are some kind of common classrooms that were kind of designed and built into the space, that could be shared spaces that could be rented on a per hour basis. And those are the sort of things where we don't really have all of our policies in place yet, in terms of how we're going to manage that, but we do have, like the community room itself is a shared space that any of the partners could reserve for their use. In this first year we're kind of making that open and free, but in the future, there will be a charge for that. So, there are those sorts of common spaces. And really, what Indiana State has come in, and what I'm hearing from them is they may actually want to occupy all of the remaining classrooms that aren't already dedicated to a partner. So, we may have a very full building very quickly, actually. But yeah, each partner had their space and then there are some common areas, is basically how it's setup.

Mr. Everling: Is there property, or availability/flexibility to expand that building?

Mr. Klinger: Yeah, definitely. The building itself was designed to have the ability to expand to the north, to the south, and to the east; the west is really the only way that we can't. There's definitely the capacity and land to expand that building, and I believe there is – actually, what was transferred from the schools to the town – I don't remember the total acreage, but there certainly is land there for the potential of future buildings as well, if it comes to that.

Mr. Everling: That's great. It's a real asset, so congratulations.

Mr. Klinger: I will say, what I've stressed with all of our partners, is that when we get to expansion or new buildings, we're going to definitely be looking to the state to participate in that type of a project, so the capital cost isn't entirely upon the town. So, you know, we'll be looking to share that cost with everyone, as best as we can, when the demand comes.

Ms. Andres: All right...

Mr. McPhail: I'd just like to add a positive comment to MADE. I attended a Tourism Commission Board meeting this afternoon – and I'm assuming it's Vincennes University that tailored a robotics program – a lot of the Amazon employees have been brought to town to attend that, and there are several extended stay hotel rooms that they're going to be here while they're going through that program, so that's a boost to our local economy that I did not expect this early.

Mr. Klinger: Yeah, it's a, that's a national program, so they are training Amazon employees from all over the country. So, when they come, they come, and they use up hotel rooms

Mr. McPhail: Yes, they do.

Mr. Klinger: And that is fantastic, yep.

Ms. Andres: That's great news, well done.

Mr. Everling: Thank you Andrew.

Mr. Klinger: Yep, thank you.

Ms. Andres: Now we move on to an update on the Prewitt Theater with Mr. Rawlinson.

Mr. Rawlinson: So, Dan Weeks from our office is still meeting regularly with the development team; I think they'll have a presentation here in a little bit. Currently they're doing a facility assessment to help them build out their design, but they're still confident that they can hit the timeline that was submitted, which was 12 months from transfer of property. We also are continuing – Dan's looking at a leaking issue with a neighboring property. We did walk it a month or two ago and we came up with some solutions, but it seems like water is still getting in, so we're going to continue to work with both sides to figure out a solution.

Mr. Kirchoff: Is that the Lodge you're talking about?

Mr. Rawlinson: Yes

Mr. Kirchoff: Okay

Ms. Andres: All right, are there any more questions? I know we'll have a presentation later but are there any more questions? Great, thanks Jim.

Mr. Rawlinson: Yep

Ms. Andres: And then finally, and update on the Performing and Fine arts Center bond, with Mr. Dyson.

Mr. Dyson: Thank you, I'll just give a quick update. About two weeks ago representatives from the town met with Baker Tilly to discuss the financing options. We've been on a little bit of a pause recently. We were presented with two options from Baker Tilly: the first would be to go ahead as planned and issue Redevelopment Authority taxable lease rental bonds, still yet this year. The second option was to issue a Bond Anticipation Note, or a BAN, in 2021. And then under their scenario we're looking at issuing the taxable lease rental revenue bonds in 2024 to take out that BAN; it could be different timing, that's just their scenario, how they put it together. There are some pros and cons to both. Going forward with the lease rental bonds here in 2021, they

don't believe there's any way we could get away without having bond insurance, and they're estimating that cost to be about \$700,000. So, that's one thing that we have to look at, in addition to our rates being a little bit higher. If we do the BAN, their thought is that by 2024 that our bond rating would increase and whenever we take out the bonds, with those, at that time we wouldn't need the insurance, so we'd save that money, but we'd have the interest rate risk by waiting and trying to see what the interest rate is going to be in three years. So, we're still discussing those options and there will probably be a decision made, and another discussion about it before the decision is made but trying to get that done as soon as we can.

Ms. Andres: Steve, could you explain the BAN to me a little bit more? I'm not familiar with it. And so, would we not be issuing those bonds until 2024? And how does that affect our timeline, in terms of the project itself?

Mr. Dyson: I will attempt to answer that but if an attorney wants to jump in, that would be fine. But the Bond Anticipation Note is, you're still getting the money right now, you're just not paying. Basically, it puts the bond on hold; you do a bond at a later date that pays the BAN that was taken out. And that's probably not a great – that's a simple explanation. You would get the funds this year. Either of those options, you would still get the proceeds this year towards the construction of the project.

Ms. Andres: And that option doesn't require the insurance because the bonds haven't been issued yet?

Mr. Dyson: That's correct. You don't have the insurance cost right away, but you could run into – I mean, we're at all-time lows now, in interest rates, so you could run into the chance of – the chance you're taking is the interest rates overall will increase significantly before we can have the bond.

Ms. Andres: And we're waiting until 2024 because we expect that when the rating for the town will go back up again? Is that the purpose for waiting until 2024?

Mr. Dyson: Yeah, they mentioned that they do not believe that S&P will just increase the rating in one big jump, that it would probably be gradually. So, they're expecting 2-3 years. They said it could be moved up if we find out that the interest rates are going up, or the rating has increased quicker than expected. The other thing about doing the bonds this year is we are looking at another bond rating agency, Moody's; they will not give us a rating until we have the 2019 and 2020 State Board of Accounts audit done. State Board of Accounts is, in house right now, performing the 2019 and they'll follow that with 2020. So, depending on how quick that comes, that may have some input on whether we make the decision to go with the bonds now, or the BAN now.

Ms. Andres: And are we required to say we would issue them in 2024? Is there flexibility in terms of if the rating improves soon and we saw those rates, that we could issue the – of we use the

BAN, we could issue the bonds sooner than 2024, or if we say this is the date that we're doing it, are we stuck to that date?

Mr. Dyson: I don't believe we're stuck to any date; I think there would be a time you couldn't go past. I believe we would have it written so we could do it earlier. If Cam's there, or someone else, maybe they can say something to that.

Mr. Starnes: (Not at microphone) (inaudible)

Ms. Andres: Okay. When was our timeline in terms of – I mean, I know we had already gone down the process and expected to have closed, or be nearing that now, but do we have time to wait for Moody's? Is there time enough for that, or do we feel like we need to make a decision before we can have that audit completed?

Mr. Dyson: I am not sure; I know that we were trying to get the Moody's, to get the second rating but I really can't tell you what that timeline is, we were just told that we could still close in 2021, but I don't know when that would be.

Ms. Andres: And is that our date, in terms of needing to be able to close by 2021, the end of 2021, to move forward?

Mr. Dyson: I don't believe so; I think that project wise we probably need the proceeds sooner rather than later, otherwise we're going to be spending TIF funds that we would have to get reimbursed. We can do that, it's not optimal. I think we were just thinking that if we were going to do the BAN, we would do it still yet this year. And if we weren't, we were going to do the BAN so that we would get bond proceeds and not have to spend a lot of our cash.

Ms. Andres: Okay, any other questions on Bonds? Thank you, Steve.

Mr. Klinger: I'll address that really quick. In terms of timing, my understanding is that we have quite a bit of flexibility here because we already have some bond proceeds. We're working with our contractor and they – I don't have the exact number, Dave Lahey might have them – but we have some funds available in some various places that we can use to make sure that the project is advancing, so that we can get the bond proceeds and have the potential to reimburse other funds. So, I think we have a little bit of flexibility in timing; obviously the desire is to move forward as quickly as we can and keep it on track, but I think we can do some things to give ourselves flexibility on timing.

Ms. Andres: Great, thanks. Does anybody else have questions?

(Brief pause)

Ms. Andres: Well, we'll wait to hear more on that, and appreciate the update.

NEW BUSINESS

That takes us then to new business, and our first agenda item is the Prewitt Theater Riverfront District Alcohol License Presentation.

Mr. Keller: Yeah, thank you for having me. We thought it would be a good idea to also give you all an update on how things are going there, and discuss obviously, why we're pursuing a liquor license there at the Prewitt. We understand that we also, you know, after approval from Riverfront District, I believe that we also have to get approval from the state and apply for a permit there, but my understanding is that this is the first step. So, an update on what's happening at the Prewitt, for everyone: we've been doing a lot of work; we've been doing some investigation and some demolition. We've found some interesting things, it's an old building obviously. But the reason we are investigating, the biggest reason really is that we are going to be adding a lot more weight in the second levels of the building, with the rooftop dining and the second-floor dining, and we need to make sure our structural engineer is satisfied with that weight, and if we need to add any additional support or beams. We also just kind of want to know what we're working with, as we are working with our design team. So, that's what's been happening over the last couple of weeks; a lot of demolition and opening up things and seeing what we're looking at. Obviously, you know that we're connecting both of the buildings as well, and opening up a large opening between the theater and the law office, so we're doing some demolition to see if it can support that, and everything is looking good so far. We haven't had any extreme surprises, so that's really good. We're meeting with our design team regularly, and our architects. And we should have everything that we need from the architects here in the next couple of weeks, we've been told. Again, like I said, we're awaiting reports from our structural engineers, on the openings that we are creating and the loads that we will be adding. Once we receive those, our architects can finish their work, and we can start applying for permits to do our work. A couple other updates that I didn't put on here: we are working with Indiana Landmarks – we had before, when acquiring the property, and we still are, figuring out what we need to preserve, make sure that we keep historical items in there. We're working on an OCRA grant right now, for exterior improvements. I don't know if you all noticed, but a couple of weeks ago our roof got ripped off in that storm that rolled through. So, in the law office it got ripped off, so we've got that secured. We're going to try and see if we qualify for the OCRA grant, for some exterior improvements that were a surprise, but we have it handled and secured. Our financing from Hendricks County Bank & Trust is approved; they just have a last step to make sure – I guess in the SVA financing they check and make sure if the project is an historical landmark or not, so that's the last report that they're waiting on. We have offered a chef, a very reputable chef in the area, that we have to keep confidential for now, a position and it's looking very promising, very, very promising. And we are excited about that because we believe it will bring a lot of talent, and also a really good experience into the restaurant side of things. It's looking promising; we're hoping our sales skills will pull that off at the end here. Our interior design team is working hard on the design, the look and the feel of the space, as we prepare for construction work. So, I just added some photos of what the design team is doing, and the concepts that they are creating. These are just some photos of looks that we are trying to go for

in the theater, preserving the historical elements while also adding some modern touches to it. I don't want to bore you guys with these pictures too much but just some photos of some design concepts that we feel like we can work with in the theater. We're trying not to – obviously we want to speak to the historical significance. People obviously, they want to enter it and see it as they remembered it, but we also want to speak to people who have never been to the theater too, and so we're playing with both of those concepts, and trying to please our audience. We understand that a majority of our customers will probably come from Plainfield initially, so we want to make sure that this is familiar to them in style and age, but also appealing to those who would want to commute here, after we develop a reputation as a place to come and stay. So, that's the concept with the design team that we're working with. One of the things, just to draw attention to this and not spend too much time on it – this image here where you see the plaster on the walls, we're learning from Indiana Landmarks that we might need to keep what's on the walls in the theater; we can't necessarily sand it down, it needs to stay the way it is. And so, we're working with the design team on keeping a plastered look that looks as good as it can, and classy. So, it's just some really exciting things, and it's a really qualified design group we're working with, that's exciting. I didn't know if this would be helpful, but I did attach another schematic of what our layout would be; I know all of you have probably seen this at this point, but I decided to attach it to this presentation. This is very much staying true to – our plan is still very much staying true to this initial design. The only things that probably changed is where you see a lot of seating here, we plan on using that as dining area, and when there is an event, then switching it to seating, so when there's LIVE music or a comedian or something. That's obviously drawn up as seating, but we want to use it as a dining area. So, that's what's happening. Obviously, we're requesting a 3-way liquor license and approval through the Riverfront District liquor licenses for that. We want to have a high-quality wine service; we also want to have liquor for cocktails, scratch made cocktails or revamped cocktails, and then also feature craft beers from local breweries. That is the liquor license that we are seeking. Any questions?

Ms. Andres: Any questions? It looks beautiful and we are very excited.

Mr. Keller: Yes, thank you, we're very excited.

Ms. Andres: (inaudible)

Mr. Angle: No questions, thanks for coming in front of us and giving us an update, appreciate it.

Mr. Keller: Yeah, my pleasure.

Ms. Andres: (microphone not on) (inaudible)

Mr. Starnes: Yes

Ms. Andres: (microphone not on) (inaudible)

Mr. Starnes: I think so, I may need confirmation from Andrew on this. My colleague Kaitlin, who was involved in establishing the District and working through that, has taken another job and is actually now Corporation Counsel for the City of Lawrence, on the northeast side of Marion County there, so she would probably know this off the top of her head, better than I do, but I believe the process is such that there is a confirmation, a consent vote among the Commission, that says that this requested license is consistent with: (a) is within the District and is consistent with the redevelopment aims of the District in which it sits, and that is what then triggers them to go to the state and say we have an application for a license within an established Riverfront District that has been determined to be consistent with the overall goals and aims of the District, but the Commission, in this case, the Redevelopment Commission. So, I think they are needing a vote from you all, to consent to that letter of approval, just that it's consistent with the aims of the District.

Mr. Klinger: I think that's accurate. I will say that we also have to show that they meet the requirements of our zoning ordinances, which – and I don't know if this has been communicated, but we do require that all liquor licenses get a Special Exception from the Board of Zoning Appeals, so there is still that step that will need to be taken before we can actually issue a letter to ATC, but we would need approval from this Board to move to that next step.

Ms. Andres: So, just a voice vote, not any kind of resolution or anything?

Mr. Cook: And there was a letter in your packet, to the Council, that you approved or did not approve that application, so that it will go from here to Council.

Mr. Klinger: Correct

Mr. Cook: And then the letter forthcoming from Robin to the ATC.

Mr. Klinger: We tried to slim the process as best we can, unfortunately there's just a lot of steps that we have to go through.

Ms. Andres: Well, I just want to make sure that we get it documented properly for them, as they're going through the approvals, that they've got everything they need to signify that we voted and approved it.

Mr. Klinger: I think the voice vote is sufficient. Relating to the letter that Todd just referenced, that recommendation then get forwarded onto the Council. And then like I said...

Mr. Kirchoff: Todd, which email was that in? it's not in the original...

Mr. Cook: it was in the original.

Mr. Kirchoff: It wasn't in the original email.

Mr. Cook: I'll find it.

Mr. Klinger: The end result is that we, the town, will issue a letter to the ATC, basically outlining what Cam just said, right; they're in the District, they qualify under our plan, they've met all zoning requirements and approvals, and all of those things.

Ms. Andres: Great

Mr. McPhail: The letter reads as follows: Dear Town Council, the attached application was considered by the Plainfield Redevelopment Commission on "this date". After careful consideration of this application, the Plainfield Redevelopment Commission recommends that the Town Council approves the application on a vote of "whatever". Please consider this recommendation at the next meeting of town Council. Signed by you.

Ms. Andres: Great, thank you.

Mr. McPhail: And I would move that we approve that letter.

Mr. Angle: I second.

Ms. Andres: Great, thank you. Mark, will you call roll please?

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| Mr. Todisco: | Mr. McPhail – yes |
| | Mr. Angle – yes |
| | Mr. Everling – yes |
| | Mr. Kirchoff – yes |
| | Ms. Andres – yes |

Motion has been approved.

Ms. Andres: Thank you for walking us through that process. Next on the agenda is Ronald Reagan Corridor TIF Amendment.

Mr. Starnes: Thank you, yes. You have before you a resolution that would initiate the process, and Commission's been through this before. Just to reiterate, it's a multi-step process to amend the geography of one of the TIF Districts in the town, specifically the Ronald Reagan TIF in this instance. A few particulars: one, there's a parcel of land that was annexed, I believe last year or earlier this year. Annexed that was otherwise completely surrounded by the town, but now annexed and completed that it is not otherwise in the Ronald Reagan TIF and would be added by

this amendment. The remaining operative changes concern some land currently held by Adesa, that they have made available for development. The perspective development, or redevelopment project is moving forward; this set of amendments to the Ronald Reagan TIF would add - a portion of the land that Adesa owns is in the Ronald Reagan TIF now, and this amendment would add the remainder and would then designate that area as a specific allocation area, unlike what the Commission did for The Barlow, with the East and Main Allocation Area that is part of the broader U.S. 40 Economic Development Area. So, those are sort of the machinations of these amendments to the Ronald Reagan TIF. And I know there are maps that indicate that, and a list of parcels that are affected, as exhibits to this resolution. As to the process, a reminder, this is a Declaratory Resolution that touches off a series of additional approvals by the Plan Commission, the Town Council, and then it will come back to you all for a public hearing, which we will notice in advance, and a Confirmatory Resolution for you to consider at your next meeting. So, we've kind of got to go through a couple of other steps and then come back to you as sort of a boomerang thing, but the Declaratory Resolution is what touches off all of that other process. And again, those are the particulars of the changes to be done, and this resolution starts that process. I'm glad to answer any questions about either aspect.

Ms. Andres: Well, thanks for walking through that, I know we've done it before but it's helpful to go over the process again, so thank you for doing that.

Mr. Starnes: It sounds a little clunky to explain; in practice it tends to go pretty smoothly.

Ms. Andres: Any questions from anyone on the amendments as proposed?

Ms. Andres: Great

Mr. Starnes: Thank you

Ms. Andres: Thank you. We've already heard the request for the MADE@Plainfield lease assignment, so we will move on to the final item, which is the Plainfield Parking Structure Change Order, with Mr. Lahey.

Mr. Lahey: Thank you, can everybody hear me?

Ms. Andres: We can.

Mr. Lahey: Great. You should have received in your packet the Change Order and supporting document. On the Change Order itself, please reference the paragraph below the table in Section 1, the amendments. It summarizes the extra work that was added to the project; it ranges from demolition of the old Fire Station 122 that also had attached to it the old Chamber of Commerce offices. It also included the demolition of 131 North Mill Street, which was formerly known as the Starken building. There were infrastructure improvements on each of the four sides of the parking structure, and several enhancements to the parking structure itself, and those enhancements were not included in the original scope. In Exhibit A is the itemized list of the extra

work; it's broken down into subsections as far as pay at codes. So, pay AP codes; so, pay AP codes SMA with either one number or two numbers refers to added work that was performed by others, not Hagerman Inc., the biggest item being SMA6, which was work performed by Mink Excavating on the utilities, sidewalks and pavements that surround the parking structure. Pay AP codes SM-B, with one or two numbers, refers to added work that was performed by Hagerman Inc., and many of those items were improvements to the parking structure, again, that were not covered by the original scope. And then on Exhibit A you might note the GM Development financial arrangements, which is additional developer fees associated with them financing of the additional scope, up until this pending action, as well as the two additional installments that would follow. The pending action would increase the project cost by \$900,000. \$300,000 would be payable immediately, and two additional \$300,000 payments would occur later: one being in early 2022, and one in early 2023. GM Development has been a great partner on this project, and we recommend the execution of this Change Order in order to close out the project. And I can answer any questions that you may have.

Ms. Andres: Dave could you – or maybe Andrew or Todd – could you remind me, was the plan for the demolition of the Fire Station and Chamber building, was that originally intended to be somewhere else and we decided to include it as part of this project. I'm really surprised that wasn't part of the original proposed cost. Is there a reason that it was not?

Mr. Kirchoff: Dave, you're talking about the parking structure, and those facilities are over – including Starken, is over where the Government Center is being constructed.

Ms. Andres: Right

Mr. Lahey: That's correct. So, these improvements, or these two demolitions in particular, and other improvements as well, they were considered peripheral to the project. So, I'll take the fire station first – so, prior to the parking structure was a surface parking lot, and the concept was we knew the fire station would be coming down in order to build the Government Center later, but we proceeded early with the demolition of the fire station, to provide for the additional parking that would have been lost, or was lost, during the time that the parking structure was being constructed. The Starken building was used by the Hagerman Inc. as their field offices up until the time of its demolition. And so, that's why it was associated with the project. Again, the Starken building was demolished for the benefit of the Government Center. Those peripheral items of work, there was some hope that through contingency or otherwise, that they might have been able to be carried but the overall original financial arrangements of the parking structure, however that did not prove to be the case.

Ms. Andres: Thanks for that explanation. Any other questions from council members? We will then – do I have a motion to approve the Change Order?

Mr. McPhail: I'd so move.

Mr. Angle: I'll second.

DocuSigned by:

Jennifer Andres

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Jennifer Andres, President

DocuSigned by:

Lance Angle

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Lance Angle, Secretary