

**LOWRY REDEVELOPMENT AUTHORITY
BOARD OF DIRECTORS REGULAR MEETING
MINUTES FOR JANUARY 23, 2018**

ROLL CALL: Members present were Roy Alexander, Derek Camunez, Steve Hutt, Gayle Jetchick, Brad Pierce and Ann Torgerson. Monty Force attended as the Executive Director and Cathy Gale attended as General Counsel.

EXECUTIVE SESSION TO DISCUSS NEGOTIATIONS OR STRATEGY FOR NEGOTIATIONS AND TO REVIEW AND APPROVE THE MINUTES FROM THE DECEMBER 12 AND DECEMBER 19, 2017 EXECUTIVE SESSIONS

An Executive Session was called pursuant to and is authorized by the following specific provisions of the Colorado Open Meeting Law, C.R.S. §24-6-402, et seq, to discuss only the following matters as permitted thereby:

Negotiations - C.R.S. 24-6-402(4)(e) (Kelmore, RFP Selection)

Executive Session convened at 7:30 a.m.

PUBLIC SESSION: The meeting convened in public session at 8:25 a.m. and was called to order by Roy Alexander, Chair.

PUBLIC COMMENT: There was no one from the public in attendance.

CONSENT AGENDA:

- Minutes (December 12 & 19, 2017)
- Financials (November 2017)

Alison Cote' mentioned the highlights:

- No land sales in November
- Final TIF reimbursement of expenses
- Paid off the 2012A and 2012B Promissory Notes

A motion by Brad Pierce and seconded by Gayle Jetchick was passed to approve the Consent Agenda as presented.

ACTION ITEMS:

- 2018 Amended Budget - Resolution 2018-1

The Amended Budget reflects the understanding of pending items from 2017:

- Metropolitan closing moved to 2018
- Kelmore closing on Parcel 7
- East West three parcels remarketed with one closing in 2018 and two in 2019
- MoonStar parcel north of Kelmore development parcel west of Pontiac removed from 2018

With these updates the net result is slightly ahead of the previous projections.

A motion by Steve Hutt and seconded by Gayle Jetchick was passed to approve the 2018 Amended Budget.

- **Kelmore Development Corporation Amended and Restated Contract Second Amendment – Resolution 2018-2**

Bob Koontz introduced Marshall Burton and Celeste Tanner, who are principals with Confluent Development and have been added to the development team. Marshall presented some background about Confluent with 28 associates and investments of approximately \$400M in projects around the country. Confluent is excited to be a part of the vision for Boulevard One.

Bob pointed that the scale of the team with 20+ professionals giving daily focus to this project is impressive. Another change/addition to the team is Open Studio as the architect who has worked hard in a month's time to create an exciting urban theme for the retail center. A video featuring a walking tour around the perimeter of the site was presented showing architectural concepts. One major change from the earliest plans is that parking will be provided through a combination of surface and an underground parking structure. Bob said that he is currently having discussions with potential tenants.

Board Comments/Questions:

- **Will there be restaurants? Yes, four full and four quick service restaurants.**
- **What about competition with the Lowry Town Center? This will have a broader draw as a destination site, the mix will be very different and could build synergy for the Lowry Town Center.**
- **How and when will announcement of tenants be handled? When permission is obtained from tenants that they are fully committed and leasing negotiations are in place, there will be coordination on PR with the LRA. There will probably be a series of bundled announcements coming in about 2-3 months.**
- **Are there any cost incentives from Denver? Monty responded that the only outside funds will be coming from TIF and the LRA contribution to the cost of the parking garage.**

Bob thanked the Board for their shared enthusiasm for moving the project forward and left the meeting.

Monty outlined the key elements of the Amendment to the Kelmore contract shown in the executive summary contained in the Board's packet. There has to be enough flexibility in the timing of closings with assurances that the precedent contingencies are met.

- Initial Closing Date for Parcel 7 extended to May 30, 2018
- Lucky's Grocery Agreement to be approved by the LRA and to include these additional documents:
 - Reciprocal Easement Agreement
 - Declaration of Restrictive Covenants for benefit of Lucky's
 - Development Agreement between Kelmore and Lucky's
- Schematic Design approval by the BDRC
- DURA Development Agreement
- Assurance that Grocery Agreement is in full force as of closing date
- No fee obligation for the Inclusionary Housing Ordinance due to the LRA/CCD agreement for affordable housing throughout Lowry
- Closing Date for Parcel 7 can be extended if grocery store does not have its building permits, but no later than September 4, 2018 (firm outside closing date)
- Closing Date for Parcels 6 and 9 to be within 6 months following Initial Closing Date.

A motion by Ann Torgerson and seconded by Gayle Jetchick was passed to approve Resolution 2018-2 for an Amendment to the Kelmores contract to modify and clarify terms of the timeline and completion of relevant documents for 1) extension of Initial Closing Date and contingency dates to meet precedent conditions, 2) Lucky's Grocery Agreement and associated documents, 3) Schematic Design approval, 4) DURA Development Agreement, 5) assurance that the Grocery Agreement is in full force at Closing.

EXECUTIVE DIRECTOR REPORT

- **Lowry Boulevard – There was a pre-con meeting on 1/21 in preparation for construction to begin on the western end of the roadway. Construction will start in February and be completed in July 2018. A traffic signal for the Monaco intersection will not be installed until September. Timing of the opening is undetermined due to ongoing builder construction along Lowry Blvd. Possible that sections could be opened to limited construction traffic and access at various times.**
- **Metropolitan Update – Closing is scheduled for mid-February with construction to begin in July 2018**

Derek Camunez asked about the status of the DHA/VOA and CCLT projects

- **DHA/VOA construction is underway with plans to open in July or August 2018**
- **CCLT is anticipating construction to start in July 2018**

COMMITTEE REPORTS

- **Boulevard One Design Review Committee (12/7 & 21, 2017)**

Roy Alexander asked about the reference to the varying parking counts in the Kelmores presentation. Monty explained that they are the CCD zoning requirement, the Boulevard One Design Guidelines requirement and another was showing a ULI study specific to a mixed use complex.

There were no other comments or questions from the Board and it was confirmed that the notes reflected the content of the BDRC meetings.

ADJOURNMENT:

The meeting adjourned at 9:30 a.m.