

Downtown Investment Authority
AGENDA
City Hall at St. James, 117 W. Duval Street
Lynwood Roberts Room, 1st Floor
Wednesday, November 18, 2015 - 2:00 PM

MEMBERS:

James Bailey, Chairman
 Jack Meeks, Vice Chairman
 Oliver Barakat, Board Member
 Robert Clements, Board Member

Craig Gibbs, Board Member
 Doris Goldstein, Board Member
 Kay Harper-Williams, Board Member
 Marc Padgett, Board Member

I.	CALL TO ORDER – Chairman Bailey
	A. Pledge of Allegiance
II.	PRESENTATIONS
	FDOT
III.	ACTION ITEMS – Chairman Bailey (<i>Requires DIA Action and/or Approval</i>)
	<ul style="list-style-type: none"> A. Approval of October 28, 2015 DIA Board of Directors Regular Meeting Minutes B. Resolution 2015-11-01 Houston Street Manor Limited Partnership of Development Rights C. Resolution 2015-11-02 20 W Adams Street D. Resolution 2015-11-03 100 N Laura Street E. Retail Enhancement Program Committee Recommendations <ul style="list-style-type: none"> E.1 100N Laura Street: BlackSheep
IV.	CHIEF EXECUTIVE OFFICER REPORT – Aundra Wallace
V.	DDRB BRIEFING – Jim Klement
	A. November 3, 2015 DDRB Meeting
VI.	OLD BUSINESS – Chairman Bailey
VII.	NEW BUSINESS – Chairman Bailey
VIII.	PUBLIC COMMENTS – Chairman Bailey
IX.	ADJOURNMENT – Chairman Bailey
	<i>Next Scheduled Meeting: TBD</i>



Downtown Investment Authority
Regular Meeting

City Hall at St. James
117 West Duval St., Lynwood Roberts Room
Wednesday, November 18, 2015 - 2:00 p.m.

DIA Regular
MEETING MINUTES

Board Members Present: Jack Meeks, Vice Chairman; Oliver Barakat, Craig Gibbs, Kay Harper Williams, Doris Goldstein and Marc Padgett

Board Members Absent: Jim Bailey, Chairman; Robert Clements

Council Member: Council President Anderson and Council Member Reggie Gaffney

Mayor's Staff: Dr. Johnny Gaffney, Office of the Mayor Boards and Commissions Liaison

DIA Staff: Aundra Wallace, DIA Chief Executive Officer; Guy Parola, DIA Development Manager; Tom Daly, DIA Development Analyst; Jim Klement, DIA Development Coordinator; and Karen Underwood, DIA Executive Assistant

Attendees: Ron Tittle, FDOT Public Information Officer; Debbie Delgado, Atkins Public Information Officer; Shannon Mayhugh The CW17 Account Executive; and Tish Robinson, Your Jax. Eugene Profit; Matthew Clark.

Office of General Counsel: Susan Grandin and Lawsikia Hodges

I. CALL TO ORDER

Vice Chairman Meeks convened the meeting at 2:00 p.m.

II. PRESENTATIONS

Ron Tittle, FDOT presented to the Board Members State Street, Union Street and Mathews Expressway Resurfacing project. A handout and a presentation were provided for information.

Comments from the Board Members

- Pedestrian Access would be important
- Two way instead of One Way streets for State and Union

Public Comment

Bruce Fouraker commented about two way Streets between Union and Bay Street. Could FDOT take out the ramps for Forest, Newnan and Ocean Street widen the Mathews Bridge between the river line and Bay Street and make main Street two ways. Mr. Tittle responded that public meetings will be held for public involvement.

Dr. Gaffney inquired about greenery. Mr. Tittle replied that landscape plans will be within different areas.

CEO Wallace brought forth a marketing initiative for discussion only

Shannon Mayhugh and Tish Robinson representing The CW17 provided a presentation for a possible marketing campaign. A handout of the presentation was provided for information.

Comments from the Board

- An inquiry was made if they were installing Wi-Fi and if there was an advertising campaign. Ms. Robinson responded that they would like to work the DIA and other Downtown Stakeholders that are interested in promoting Downtown.
- Will the marketing fees be recovered? Ms. Robinson stated that there have not been any conversations regarding pricing. CEO Wallace responded that this was the initial stage of marketing concepts.
- A suggestion was made that a wayfinding program could also accomplish many of the marketing objectives .
- Questions were asked if there were other stations available to have access to. Mr. Mayhugh replied that it could be used on other stations, but they would have to go out to find funding to run the spots.
- Questions were asked regarding their timeline and commitment. Strategic conversations are needed to made about how, who, when and how much marketing. Mr. Mayhugh reiterated that there was no commitment.
- Geofencing is targeting an area to send digital messages to certain areas around a business.

Council President Anderson reported that he liked the energy of the presentation and thanked them for their time.

Vice Chairman Meeks recognized and thanked Council Member Reginald Gaffney his attendance. Council Member Gaffney thanked the Board for keeping him abreast of new projects.

Jennifer Hewett Apperson pointed out that the DVI does everything with the exception of the television broadcast. She encouraged any marketing efforts for downtown to be in conjunction with the DVI. CEO Wallace noted that he would work with DVI, Friends of Hemming Park and the Chamber on any type of marketing campaign.

III. ACTION ITEMS

A. APPROVAL OF OCTOBER 28, 2015 DIA BOARD MEETING MINUTES.

CEO Wallace reported that the minutes will be emailed to the Board to be approved in December.

B. RESOLUTION 2015-11-01 HOUSTON STREET MANOR LIMITED PARTNERSHIP OF DEVELOPMENT RIGHTS

CEO Wallace provided an overview of the proposed **RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) REVOKING AN ALLOCATION OF 80 MULTI-FAMILY UNITS OF PHASE I DEVELOPMENT RIGHTS WITHIN THE NORTHSIDE WEST COMPONENT AREA OF THE CONSOLIDATED DOWNTOWN DEVELOPMENT OF REGIONAL IMPACT TO BENEFICIAL COMMUNITIES DEVELOPMENT, LLC ON DUVAL COUNTY TAX PARCEL 074920 0000; ALLOCATION OF 72 MULTI-FAMILY UNITS OF PHASE I DEVELOPMENT RIGHTS WITHIN THE NORTHSIDE WEST COMPONENT AREA OF THE CONSOLIDATED DOWNTOWN DEVELOPMENT OF REGIONAL IMPACT TO BENEFICIAL COMMUNITIES TO BE UTILIZED ON DUVAL COUNTY TAX PARCELS 074508 0000, 074509 0000 AND 074510 0000 (“PROPERTY”); FINDING THAT THE PLAN OF DEVELOPMENT IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN (“BID PLAN”); AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO EXECUTE THE CONTRACTS AND DOCUMENTS AND OTHERWISE TAKE ALL NECESSARY ACTION IN CONNECTION THEREWITH TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING AN EFFECTIVE DATE**

CEO Wallace reported that the LaVilla project development rights were revoked. However, there is a project that has received tax credits; a 72 multifamily unit senior housing project, which has been given 72 of the 80 units for development located at a different address. The project received the DDRB for conceptual approval.

Comments from the Board

- Are they vetted by the Florida tax credit for the housing finance authority? CEO Wallace replied that this is the same exact project has been vetted also by Jacksonville Housing and community development as well.
- A suggestion was made to amend Resolution A to state that assignment of the rights is “subject to DIA approval”

Susan Grandin advised the Board to make the title consistent with the body of the Resolution and roll that amendment. Beneficial Communities should state “Houston Street”.

A MOTION WAS MADE BY BOARD MEMBER GOLDSTEIN AND SECONDED BY BOARD MEMBER MEEKS APPROVING RESOLUTION 2015-11-01 AS AMENDED.THE MOTION PASSED UNANIMOUSLY.

Council President Anderson inquired if the Resolution was taking 80 multi-families and converting back to 72 senior housing. CEO Wallace stated that was correct.

Public Comments

Margie Seaman emphasized that retail is needed downtown.

Board Member Barakat mentioned the critical paths of approvals. He advised that it would help the developer prior to spending money on the architects, to get developments rights first and then have the design approved. CEO Wallace suggested having staff bring DIA and DDRB to come forward with a collective guideline about how to work well together and put the proper procedures in place on how business will be done with the development community.

A MOTION WAS MADE BY BOARD MEMBER GOLDSTEIN AND SECONDED BY BOARD MEMBER MEEKS AMENDING RESOLUTION 2015-11-01 IN THE TITLE PORTION LINE 9 “TO BENEFICIAL COMMUNITIES” BE AMENDED TO “TO HOUSTON STREET MANOR LIMITED PARTNERSHIP” AND AMEND SECTION 2 PARAGRAPH ADDING LANGUAGE “SUBJECT TO DIA REVIEW AND APPROVAL”. THE MOTION PASSED UNANIMOUSLY.

C. RESOLUTION 2015-11-02 20 W. ADAMS STREET

CEO Wallace provided an overview of the proposed **Resolution 2015-11-02**. A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) REQUESTING LEGISLATION AUTHORIZING THE MAYOR AND CORPORATION SECRETARY TO TAKE THE FOLLOWING TWO ACTIONS REGARDING A PROJECT ON 20 WEST ADAMS STREET: 1) APPROVE A DOWNTOWN HISTORIC PRESERVATION AND REVITALIZATION TRUST FUND GRANT AGREEMENT BETWEEN THE CITY OF JACKSONVILLE AND 20 WEST ADAMS STREET DEVELOPMENT, LLC, AND 2) APPROVE A REDEVELOPMENT AND INCENTIVE AGREEMENT BETWEEN THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AND FLORIDA STATE COLLEGE AT JACKSONVILLE (“FSCJ”) FOR TWO SUBSIDIZED LOANS; AUTHORIZING THE CEO OF THE DIA TO NEGOTIATE THE AGREEMENTS; AUTHORIZING THE CEO OF THE DIA TO EXECUTE THE GRANT AGREEMENT AND THE REDEVELOPMENT AND INCENTIVE AGREEMENT; FINDING THAT THE PROJECT IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN (“BID PLAN”); PROVIDING AN EFFECTIVE DATE.

Eugene Profit owner of 20 W. Adams Street was available to answer any questions.

The Board made relevant comments.

- Is the Board aware of the lease being paid to the Landlord? CEO Wallace replied yes.
- Wanted to make sure the developers return on capitol.
- Historic restorations. How far the authority go with due diligence for accessing financial pitfalls. Tom Daly answered questions.

Council President Anderson indicated it would be important for the CEO and his team to ensure the Members that there is an appropriate level of contingency in place. He pointed out that staff has followed the right protocol by working in conjunction the lender. It is very important upon the

Board to ensure that their assumptions with regards to the numbers are correct. The City Council will also review..

Board Member Barakat inquired about the timing of funding from Historic Trust Fund along with timing of funds from the private lender. There maybe some constraints as the Historic Trust Fund Guidelines are qualified. Mr. Barakat was concerned the City funds were not funded last, after project completion. Mr. Profit responded that it was not their requirement and that it was their lender's requirement that City incentive grant dollars be drawn simultaneously with lender's funds. In conversation with the bank, it would be part of the loan commitment to ensure that all of the capitol was available. CEO Wallace stated the bank came to Jacksonville to work out the terms. Board Member Barakat stated particularly with dealing with grant funding, underwriting standards should be as conservative as possible and that if a private lender was mandating when City funds need to be spent, they should be present at DIA at DIA Board meetings to answer questions or provide in writing to the Board their requirements prior to the Board meeting.

Robert Taylor was present to answer questions regarding tax credit investments.

Susan Grandin reported to move the Resolution the way it is and then vote on the amendments.

A MOTION WAS MADE BY BOARD MEMBER GOLDSTEIN AND SECONDED BY BOARD MEMBER GIBBS APPROVING RESOLUTION 2015-11-02 THE MOTION PASSED UNANIMOUSLY 6-0.

Public Comments

Bruce Fouraker commented that this project was an excellent idea of bringing student housing downtown. He noted that the bank and the developer are assuming most of the risks with a small amount of the trust fund and a small amount from the DIA.

Susan Grandin suggested a change in the title of the Resolution will be amended. The Resolution authorizes DIA to submit legislation for City Council to approve the grant and loan. She also pointed out to amend the last whereas clause "20 West Adams Street Development LLC" as it needs to be identical in the term sheet.

A MOTION WAS MADE BY BOARD MEMBER WILLIAMS AND SECONDED BY BOARD MEMBER GIBBS APPROVING RESOLUTION 2015-11-02 AS AMENDED. THE MOTION PASSED UNANIMOUSLY 6-0.

Council President Anderson suggested that it would prudent for the DIA to review Hemming Park's agreement and come back with recommendations.

CEO Wallace stated that Hemming Park has capitol that was set aside to September 2016. The first format will be a staff review. Board Member Gibbs is the liaison for Hemming Park and will work with staff. Council President Anderson was excused at 3:58 p.m.

D. RESOLUTION 2015-11-03 100 N. LAURA STREET

CEO Wallace provided an overview of the proposed Resolution 2015-11-03.

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY SUPPORTING THE EXECUTION OF A REDEVELOPMENT AND INCENTIVE AGREEMENT BETWEEN THE DOWNTOWN INVESTMENT AUTHORITY AND 100 N. LAURA ST, LLC; AUTHORIZE CEO OF THE DOWNTOWN INVESTMENT AUTHORITY TO NEGOTIATE THE REDEVELOPMENT AGREEMENT; AND AUTHORIZE CEO OF THE DOWNTOWN INVESTMENT AUTHORITY TO EXECUTE SUCH AGREEMENTS; AND FINDING THAT THE PLAN OF DEVELOPMENT IS CONSISTENT WITH THE DIA'S BUSINESS INVESTMENT AND DEVELOPMENT PLAN ("BID PLAN"); AND PROVIDING AN EFFECTIVE DATE.

CEO Wallace reported that there will be another action item coming up that goes hand and hand with this one and the tenant is planning to open in the of Spring 2016.

Board Member Barakat raised an issue of having a conflict.

Board Member Goldstein suggested removing reference to a guarantee from the heading at the top of the term sheet as there was not actually any guarantee contemplated.

The Board recessed at 4:05 p.m. and reconvened at 4:10 p.m.

Board Member Williams commented that she did not know if the building maintenance was a Jacksonville, DIA, or Landlord issue. She is supportive of the retail space coming in on the ground floor.

CEO Wallace understood concerns regarding the building. This investment gives the DIA a building that is moving towards occupancy as well as providing a ground floor retail space.

Board Member Goldstein suggested tabling the item and discussing the retail enhancement grant.

Vice Chairman Meeks inquired if Resolution 201511-03 was discussed at the Retail Enhancement Committee. CEO Wallace responded that the forgivable loan portion was discussed.

The Board expressed concerns below:

- Substantial tenants
- Inappropriate to ask DIA to loan money for roof repair
- Retail enhancement and loan has to go together

Matthew Clark, the current broker for the building was present to answer any questions. New management is on board and has been going through the building with a fine-toothed comb to fix every problem as of July 2015. He emphasized that the water proofing is a small piece compared to the overall scheme of where they are going with the building.

**E. RETAIL ENHANCEMENT PROGRAM COMMITTEE RECOMMENDATIONS:
100N. LAURA STREET: BLACKSHEEP**

CEO Wallace reported the retail enhancement portion to the Board.

Vice Chairman Meeks stated that the retail enhancement committee was very excited regarding the project. He inquired if the retail enhancement opportunity will not happen if the loan does not. CEO Wallace responded no. Matthew Clark emphasized that it will be a more collaborative building.

Board Member Williams is not in support of Resolution 2015 11-03.

Board Member Goldstein would consider support of Resolution 2015 11-03, if it was presented to the Board for facade improvements rather than waterproofing.

**A MOTION WAS MADE BY BOARD MEMBER GOLDSTEIN AND SECONDED
BY BOARD MEMBER PADGETT APPROVING Retail Enhancement Application
REP 2015-008 A Forgivable Loan in the amount of \$102,280; subject to:**

- 1. Applicant to obtain appropriate permits within 6 months of final program document approval and executed agreements with DIA**
- 2. Applicant to have all work completed within a 6 month period from final program document approval and executed agreements with DIA**
- 3. Applicant may receive up to a 6 month period extension to comply with final program document approval and DIA executed agreements**
- 4. The forgivable loan will be secured by a personal guarantee of the applicant in the event of a default under the program or funding agreement.**

THE MOTION PASSED UNANIMOUSLY 6-0

Public Comments

Bruce Fouraker commented that Black Sheep would be an excellent use of the enhancement program.

Referencing Resolution 2015-11-03, Vice Chairman Meeks requested staff to come back with a more comprehensive overview. CEO Wallace responded that this item will be taken up at the next regular meeting.

IV. CHIEF EXECUTIVE OFFICER REPORT

The First Coast Chapter of the Florida Planning and Zoning association provided the organization with an outstanding Public Study award for Downtown Jacksonville.

V. DDRB BRIEFING

Jim Klement provided the November 3, 2015 DDRB update. The next meeting will be held December 17, 2015; Vice Chairman Meeks invited the DIA to attend those meeting if needed.

VI. OLD BUSINESS

Board Member Barakat inquired about Historic Trust Fund District process. CEO Wallace stated that process is being handled by the Planning Department with Chris Flagg and will follow up with them to provide updates soon. Board Member Barakat asked if the DIA will be involved in the construction phased lending. CEO Wallace agreed.

Vice Chairman Meeks and Jim Klement walked the retail enhancement boundaries to identify several different vacant buildings. He asked him to reach out to those owners and they will talk to those that are interested for retail enhancement opportunities.

VII. NEW BUSINESS

CEO Wallace will be undergoing knee surgery and will be out of the office recovering during the week of December 7.

CEO Wallace stated that there will be a Laura Street Trio and Barnett Bank Building Project Workshop held on Friday, November 20, 2015. There will be a DDRB Workshop by the end of the year.

The Board Member discussed Board Member vacancies. December 16th will be Board Member Goldstein's last meeting.

Board Member Gibbs proposed moving the next regular meeting at 10:00 a.m.

Board Member Barakat inquired about Wi-Fi Marketing program. CEO Wallace reported that ITD conducted a walk-through of the riverfront to determine what it would cost DIA to have Wi-Fi added to what has already been authorized. He will come back with a cost in December. The objective is to have Wi-Fi system in place by April 2016.

VIII. PUBLIC COMMENTS

Dick Jackson inquired about the Landing and Skyway

CEO Wallace provided and update that there is litigation that needs to be resolved on the Landing.

CEO Wallace reported that the JTA Final public forum will be held on December 3, 2015 at the Main Library. He recommended in the committee meeting to keep the skyway and extend it to other areas, all of the way out to the Sports Complex, Brooklyn and San Marco area.

Bruce Fouraker asked Board Member Barakat about when a landlord has property, do they normally have syncing fund set up; so that they can save the money for rainy day events and more large expenditures that are necessary for maintenance. Board Member Barakat responded in some cases a lender will require a loan reserve and if there is no lender, it is under the discretion of the owner.

Board Member Gibbs commended Vice Chairman Meeks as interim Chair for today's meeting.

Public speaker cards on file with the Downtown Investment Authority.

ADJOURNMENT

There being no further business, Vice Chairman Meeks adjourned the meeting at approximately 5:25 p.m.

The next DIA meeting is scheduled for Wednesday, December 16, 2015 at 2:00 p.m.

The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, an audio CD is available upon request. Please contact Karen Underwood, at (904) 630-3492, or by email at karenu@coj.net.

RESOLUTION 2015-11-01

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) REVOKING AN ALLOCATION OF 80 MULTI-FAMILY UNITS OF PHASE I DEVELOPMENT RIGHTS WITHIN THE NORTHSIDE WEST COMPONENT AREA OF THE CONSOLIDATED DOWNTOWN DEVELOPMENT OF REGIONAL IMPACT TO BENEFICIAL COMMUNITIES DEVELOPMENT, LLC ON DUVAL COUNTY TAX PARCEL 074920 0000; ALLOCATION OF 72 MULTI-FAMILY UNITS OF PHASE I DEVELOPMENT RIGHTS WITHIN THE NORTHSIDE WEST COMPONENT AREA OF THE CONSOLIDATED DOWNTOWN DEVELOPMENT OF REGIONAL IMPACT TO BENEFICIAL COMMUNITIES TO BE UTILIZED ON DUVAL COUNTY TAX PARCELS 074508 0000, 074509 0000 AND 074510 0000 (“PROPERTY”); FINDING THAT THE PLAN OF DEVELOPMENT IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN (“BID PLAN”); AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO EXECUTE THE CONTRACTS AND DOCUMENTS AND OTHERWISE TAKE ALL NECESSARY ACTION IN CONNECTION THEREWITH TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING AN EFFECTIVE DATE.

WHEREAS, pursuant to Ordinance 2014-0560-E, DIA is the “Master Developer” with respect to the Consolidated Downtown Development of Regional Impact (“DRI”) Development Order; and

WHEREAS, Beneficial Communities Development, LLC was approved an allocation of 80 multi-family units of Phase I development rights from the Northside West Component Area of the Consolidated Downtown DRI on October 28, 2015 by the DIA Board of Directors for the development of Duval County Tax Parcel 074920 0000 via Resolution 2015-10-05; and

WHEREAS, Beneficial Communities Development, LLC at this time, is no longer pursuing the immediate development of Duval County Tax Parcel 074920 0000; and

WHEREAS, Houston Street Manor Limited Partnership is requesting an allocation of 72 multi-family unit Phase I development rights from the Northside West Component Area of the Consolidated Downtown DRI for development on Duval County Tax Parcels 074508 0000, 074509 0000 and 074510 0000; and

WHEREAS, there are sufficient, unencumbered Phase I development rights within the Northside West Component Area of the Consolidated Downtown DRI to accommodate the requested allocation; and

WHEREAS, a Business Investment and Development Plan (“BID Plan”) has been adopted, which includes an update of the North Bank and Southside Community Redevelopment Area (“CRA”) Plan for Downtown; and

WHEREAS, requested allocation is consistent with the BID Plan and CRA Plan for Downtown, now therefore

BE IT RESOLVED, by the Downtown Investment Authority

Section 1. The DIA Board of Directors revokes the allocation of development rights previously granted to Beneficial Communities Development, LLC, via Resolution 2015-10-05.

Section 2. DIA allocates 72 multi-family units of Phase I multi-family development rights from the Northside West Component Area of the Consolidated Downtown DRI for use on the Property.

- A. The allocation becomes effective upon acquisition of the Property by Houston Street Manor Limited Partnership or their assigns, providing further that prior to assigning these development rights Houston Street Manor Limited Partnership will notify DIA of any assignee.
- B. Should Houston Street Manor Limited Partnership or their assign fail to close on the property within one year from approval of this Resolution, this Resolution and the allocation of rights becomes null and void. The DIA CEO may, at their sole discretion, extend this deadline by sixty days for show of good cause by Houston Street Manor Limited Partnership or their assign.
- C. Should Houston Street Manor Limited Partnership or their assign fail to acquire a building permit for vertical construction within 24 months from the date of this Resolution, this Resolution and the allocation of rights becomes null and void. The DIA CEO may, at their sole discretion, extend this deadline by sixty days for show of good cause by Houston Street Manor Limited Partnership or their assign.
- D. Should Houston Street Manor Limited Partnership or their assign fail to commence vertical construction within 36 months from the date of this Resolution, this Resolution and the allocation of rights becomes null and void. The DIA CEO may, at their sole discretion, extend this deadline by sixty days for show of good cause by Houston Street Manor Limited Partnership or their assign.
- E. Should Houston Street Manor Limited Partnership or their assign fail to meet any of the deadlines identified in A through D, above, the development rights will revert back to the DIA.

Section 3. The DIA hereby finds that the conversion is supported by the following Goal and Strategic Objective of the BID Plan:

A. Strategic Goal:

Goal 2: Increase rental and owner-occupied housing downtown, targeting key demographic groups seeking a more urban lifestyle.

B. The following strategic objective:

Actively pursue a minimum of 3,850 built and occupied multi-family dwelling units by 2025; and strive to induce construction of 350 multi-family dwelling units per year.

Section 4. The Chief Executive Officer is hereby authorized to execute the contracts and documents and otherwise take all necessary action in connection therewith to effectuate the purposes of this Resolution.

Section 5. The Effective Date of this Resolution is the date upon execution of the Resolution by the Chairman of the DIA.

WITNESS:

DOWNTOWN INVESTMENT AUTHORITY

Jim Bailey, Chairman

VOTE: In Favor: _____ Opposed: _____ Abstained: _____

FORM APPROVED BY:

Office of General Counsel

RESOLUTION 2015-11-02

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) REQUESTING LEGISLATION AUTHORIZING THE MAYOR AND CORPORATION SECRETARY TO TAKE THE FOLLOWING TWO ACTIONS REGARDING A PROJECT ON 20 WEST ADAMS STREET: 1) APPROVE A DOWNTOWN HISTORIC PRESERVATION AND REVITALIZATION TRUST FUND GRANT AGREEMENT BETWEEN THE CITY OF JACKSONVILLE AND 20 WEST ADAMS STREET DEVELOPMENT, LLC, AND 2) APPROVE A REDEVELOPMENT AND INCENTIVE AGREEMENT BETWEEN THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AND FLORIDA STATE COLLEGE AT JACKSONVILLE (“FSCJ”) FOR TWO SUBSIDIZED LOANS; AUTHORIZING THE CEO OF THE DIA TO NEGOTIATE THE AGREEMENTS; AUTHORIZING THE CEO OF THE DIA TO EXECUTE THE GRANT AGREEMENT AND THE REDEVELOPMENT AND INCENTIVE AGREEMENT; FINDING THAT THE PROJECT IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN (“BID PLAN”); PROVIDING AN EFFECTIVE DATE.

WHEREAS, 20 West Adams Street Development, LLC, (the “Developer”) proposes to redevelop the Lerner Building located at 20 West Adams Street. The Developer proposes to redevelop the building into a mixed use building consisting of student housing providing approximately 60 beds and approximately 5,500 square feet of first floor of retail space. Collectively the project will result in the investment of approximately \$6.2 million for the restoration, preservation, and construction of the building and associated improvements; and

WHEREAS, the reuse of the building as 60 beds of student housing and approximately 5,500 sq. ft. of retail space will place back into service a vacant building in the urban core of Downtown Jacksonville; and

WHEREAS, the increased private capital investment totaling \$6.2 million in real property will increase the county ad valorem tax base over the useful life of the assets; and

WHEREAS, to assist completing the Project, the adaptive reuse of this historic landmark in Downtown Jacksonville will require approximately \$1,200,000 in financial assistance from the City of Jacksonville; and

WHEREAS, the DIA supports the project receiving up to \$600,000 in grant funds from the Downtown Historic Preservation and Revitalization Trust Fund (the “HPTF”). The grant will help to pay for the exterior façade restoration and the preservation of historically significant interior features of the building which are authorized purposes pursuant to Sec. 111.910(e), *Ordinance Code*, and the cost estimate for these improvements is \$3,362,000; and

WHEREAS, the DIA also supports funding two subsidized loans to FSCJ in an amount in total not to exceed \$600,000 (the “Credit Facilities”); each with a five (5) year term, the first to run from Fiscal Year 2017 through 2021, and the second to run Fiscal Year 2022 through 2026. The Credit Facilities shall be funded in ten (10) annual draws of no more than \$60,000 each, and described in more detail in the attached Term Sheet **attached hereto as Exhibit “A”**; and

WHEREAS, the DIA supports funding the two subsidized loans to FSCJ from the Downtown East Tax Increment Trust Fund to facilitate rental and operation of the student housing by FSCJ; and

WHEREAS, the DIA is authorized pursuant to Section 55.308, *Ordinance Code* (Economic Development) of the City, contingent upon City Council and Mayoral approvals, to utilize the Tax Increment Finance District Trust Funds to foster the redevelopment of the Downtown Northbank Community Redevelopment Area; and

WHEREAS, the proposed DIA Loans and the Historic Preservation Grant incentives are a material factor in assisting Developer and FSCJ in redeveloping the vacant and deteriorating building within the Northbank of downtown, now therefore

BE IT RESOLVED, by the Downtown Investment Authority:

Section 1. The DIA finds that the recitals set forth above are true and correct and are incorporated herein by this reference.

Section 2. The DIA hereby finds that the project is supported by the following Goal and Strategic Objective of the BID Plan:

A. Strategic Goal:

Goal 2: Increase rental and owner-occupied housing downtown, targeting key demographic groups seeking a more urban lifestyle.

B. The following strategic objective:

Actively pursue a minimum of 3,850 built and occupied multi-family dwelling units by 2025; and strive to induce construction of 350 multi-family dwelling beds per year.

Section 3. Authorizing the CEO of the DIA to submit legislation to the Jacksonville City Council for the HPTF Grant funding and Credit Facilities funded from the Downtown East TIF District Trust Fund.

Section 4. Authorizing the CEO of the DIA to negotiate and execute the HPTF Grant Agreement, and the Redevelopment and Incentive Agreement for two subsidized loans, the terms of which are outlined in **Exhibit “A.”**

Section 5. The Effective Date of this Resolution is the date upon execution of the Resolution by the Chairman of the DIA.

WITNESS:

DOWNTOWN INVESTMENT AUTHORITY

James Bailey, Chairman

VOTE: In Favor: 6 Opposed: 0 Abstained: 0

FORM APPROVAL:

Office of General Counsel

RESOLUTION 2015-11-03

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY SUPPORTING THE EXECUTION OF A REDEVELOPMENT AND INCENTIVE AGREEMENT BETWEEN THE DOWNTOWN INVESTMENT AUTHORITY AND 100 N. LAURA ST, LLC; AUTHORIZE CEO OF THE DOWNTOWN INVESTMENT AUTHORITY TO NEGOTIATE THE REDEVELOPMENT AGREEMENT; AND AUTHORIZE CEO OF THE DOWNTOWN INVESTMENT AUTHORITY TO EXECUTE SUCH AGREEMENTS; AND FINDING THAT THE PLAN OF DEVELOPMENT IS CONSISTENT WITH THE DIA'S BUSINESS INVESTMENT AND DEVELOPMENT PLAN ("BID PLAN"); AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, 100 N. Laura Street, LLC (the "Owner") has purchased and seeks to make renovations and improvements to the commercial office space located at 100 North Laura Street and commonly known as the Jacksonville Bank Bldg. (the "Building"); and

WHEREAS, currently the Building is running at a 38% vacancy rate higher than the current Downtown Jacksonville office space vacancy rate of approximately 22%; and

WHEREAS, the Downtown Investment Authority ("DIA") is authorized per section 55.308 *Economic Development* of the City Ordinance Code, pending City Council and Mayoral approvals, to utilize the Downtown Economic Development Funds to foster the redevelopment of the Downtown Northbank Community Redevelopment Area; and

WHEREAS, the proposed renovations would allow for the building to be made watertight and therefore open more vacant floor space for rent; and allow for the retail rental of 5,100 square feet of the ground floor space; and

WHEREAS, to assist Owner in renovating the building in Downtown Jacksonville the DIA proposes to provide a Loan in an amount not to exceed \$130,000 to the Owner; and

WHEREAS, the financial assistance to the project will be in the form as detailed on the attached Term Sheet; and

WHEREAS, the proposed Loan will be funded through the Downtown Economic Development Fund; and

WHEREAS, requested allocation is consistent with the BID Plan and CRA Plan for Downtown, now therefore

BE IT RESOLVED, by the Downtown Investment Authority:

Section 1. The DIA finds that the recitals set forth above are true and correct and are incorporated herein by this reference.

Section 2. The DIA hereby finds that the conversion is supported by the following Two Goals and Strategic Objective of the BID Plan:

A. Goal 1: *Reinforce Downtown as the City's unique epicenter for business, history, culture, education, and entertainment.*

- a. *Increase the opportunities for Downtown employment.*
- b. *Increase venues, workspaces, and residential opportunities with a focus on the Target Area.*

B. Goal 2: *Simplify the approval process for downtown development and improve departmental coordination.*

- a. *Initiate Public/private partnerships.*

Section 3. Authorizing the CEO of the Downtown Investment Authority to negotiate a Redevelopment and Incentive Agreement with the Owner, subject to the terms and conditions in the Term Sheet.

Section 4. Authorizing the CEO of the Downtown Investment Authority to execute such agreements.

Section 5. The Effective Date of this Resolution is the date upon execution of the Resolution by the Chairman of the DIA.

WITNESS:

DOWNTOWN INVESTMENT AUTHORITY

James Bailey, Jr., Chairman

VOTE: In Favor: _____ Opposed: _____ Abstained: _____

FORM APPROVAL:

Office of General Counsel

TERM SHEET

Project Name: 100 North Laura Street

Developer/ Applicant: 100 N. Laura St., LLC (Owned and Guaranteed by E. Farrah & C. Farrah)

Total Development Costs (estimate): \$665,439.00

Equity (proposed): \$ (80.5% of TDC)

Owner's Equity: \$ 535,439

City Funding: No more than **\$130,000** (through the City of Jacksonville Downtown Investment Authority)

Breakdown:

Infrastructure: No city of Jacksonville infrastructure improvements are contemplated.

Land: No City of Jacksonville land is committed to the project.

REV Grant: No REV Grant from the City of Jacksonville is contemplated by the project.

Grants: No Grants from the City of Jacksonville are contemplated for this project.

Loans: Up to \$130,000 in Loans described as follows:

No more than \$130,000 from the Downtown Economic Development Fund. The Note will have a 2.00% interest rate with a term of 10 years. The principal balance of the note will fully amortize over the 10 year term. The Loan would be secured by a second mortgage on the property. The annual payments on \$130,000 would be \$14,354.10, due annually based on a 10 year term/10 year amortization. The Loan would be funded upon the completion of the rehabilitation work as evidenced by the issuance of a certificate of occupancy or the equivalent.

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Conditions: This Term Sheet is limited by the following conditions:

All terms contained within this Term Sheet are also contingent upon the Commitment of the Developer's Equity, and Debt Financing.

These proposed financial terms are subject to the approval of the Downtown Investment Authority and the City of Jacksonville.

There will be additional terms, conditions, rights, responsibilities, warranties and obligations for both parties shall be determined in a later negotiated mutually agreeable written contract (or multiple written contracts as is deemed necessary). Failure to agree upon and execute a written contract (or contracts) for these proposed financing terms, and any additional terms which have been agreed upon, by the expiration date of this Term Sheet will result in the nullification all obligations of both parties.

This Term Sheet expires and becomes void upon 12/1/2015.

Offered on behalf of the City of Jacksonville Downtown Investment authority by:

Aundra C. Wallace its CEO

Accepted on behalf of 100 N. Laura St, LLC by

Print Name:

Its (print Officer Title): _____