



## Revised Downtown Investment Authority Agenda

Hybrid Virtual In-Person Meeting  
Wednesday, April 20, 2022 at 2:00 p.m.

### MEMBERS:

Carol Worsham, Vice Chairwoman  
Oliver Barakat, Board Member  
David Ward, Esq. Board Member

Ron Moody, Board Member  
Todd Froats, Board Member  
Craig Gibbs, Esq., Board Member

**BOARD MEMBERS EXCUSED:** Braxton Gillam, Esq., Chairman; and Jim Citrano, Secretary

### I. CALL TO ORDER

### II. PUBLIC COMMENTS\*

### III. COMMUNITY REDEVELOPMENT AGENCY

- A. March 16, 2022 Community Redevelopment Agency Meeting Minutes
- B. Resolution 2022-04-03: SS FY 21-22 CRA Budget Amendment  
*Recommend for Approval: **Finance and Budget Committee, Todd Froats***
- C. Resolution 2022-04-04: NB FY 21-22 CRA Budget Amendment  
*Recommend for Approval: **Finance and Budget Committee, Todd Froats**  
(Resolution reflects amendment made by Committee)*
- D. Resolution 2022-04-05: NB TID Amendment – MPS  
*Recommend for Approval: **Finance and Budget Committee, Todd Froats**  
(Resolution reflects staff recommended amendment)*
- E. Resolution 2022-04-07: AR Polar Disposition  
*Recommend for Approval: **REPD Committee, Oliver Barakat**  
(Resolution reflects amendment made by Committee)*
- F. Resolution 2022-04-09: 100 E Adams Street FAB-REP  
*Recommend for Approval: **REPD Committee, Oliver Barakat***
- G. Resolution 2022-04-10: Fincantieri REV Grant  
*Recommend for Approval: **Strategic Implementation Committee, Jim Citrano**  
(Resolution and Term sheet incorporates clarifying language as provided by staff)*
- H. Resolution 2022-04-13: BID and CRA Ratification (Lori Boyer, CEO)
- I. Resolution 2022-04-14: LaVilla Townhome Modification (Lori Boyer, CEO)
- J. Other Matters To Be Added At The Discretion Of The Chair

### IV. DOWNTOWN INVESTMENT AUTHORITY

- A. March 16, 2022 Downtown Investment Authority Board Meeting Minutes
- B. Resolution 2022-04-01: Amendment to DIA Bylaws – Consent Agenda  
*Recommend for Approval: **Governance Committee, Craig Gibbs**  
(Resolution reflects amendment made by Committee)*
- C. Resolution 2022-04-02: Consent Agenda Financial Matters  
*Recommend for Approval: **Governance Committee, Craig Gibbs**  
(Resolution reflects revisions made by Committee)*
- D. Resolution 2022-04-06: 2022 ULI FL Summit Sponsorship (Lori Boyer, CEO)
- E. Resolution 2022-04-08: Downtown Vision, Inc. FY 22-23 Budget (Lori Boyer, CEO)

- F. Resolution 2022-04-11: 1001 Kings Avenue DPRP  
*Recommend for Approval: **Strategic Implementation Committee, Jim Citrano***
- G. Resolution 2022-04-12: Union Terminal Authorization (Steve Kelley, Director of Downtown Real Estate and Development)
- H. Other Matters To Be Added At The Discretion Of The Chair

**V. OLD BUSINESS**

**VI. NEW BUSINESS**

**VII. CEO INFORMATIONAL BRIEFING**

**VIII. CHAIRMAN REPORT**

**IX. ADJOURN**

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*\*Only individuals attending the meeting in-person will have an opportunity to provide public comments. Persons who cannot attend the meeting in-person, but who wish to submit public comments regarding any matter on the agenda for consideration at the meeting, may do so by sending their public comments via electronic mail to [DIAPublicComments@coj.net](mailto:DIAPublicComments@coj.net) prior to the start of the meeting. Public comments received prior to the meeting will not be read during the meeting but will instead be forwarded to all DIA Board members for review in advance of the meeting and will remain a part of the permanent record for the meeting itself. You are encouraged to submit public comments well in advance of the start of the meeting to provide DIA Board members with adequate time to read them in preparation for the meeting.*

**PHYSICAL LOCATION**

Jacksonville Public Library-Main Library/Downtown  
303 North Laura Street  
Multipurpose Room (located in the Conference Center)  
Jacksonville, Florida 32202

Visitors are encouraged not to enter City owned public buildings if they have: symptoms of COVID-19, a fever of 100.4 degrees Fahrenheit or higher, are currently undergoing evaluation for COVID-19 infection, a diagnosis of COVID-19 in the prior 10 days, or have had close contact with someone infected with COVID-19 during the prior 14 days. Any member of the public entering City owned public building may choose to wear a mask inside the building.

**Directions to Multipurpose Room:** Upon entering Laura Street entrance to the Library, follow directions and signage for temperature check, then proceed into the Main Library. Walk counterclockwise around the grand staircase and you will see signs for the public elevators. Take the elevator down to level C for Conference Level. Exit the elevator and follow hallway out. Turn left out of the hallway and proceed through glass doors into Conference Center. The Multipurpose Room is the first room on the left.

**VIRTUAL LOCATION**

Interested persons desiring to attend this meeting virtually can do so via Zoom (including by computer or telephone) using the following meeting access information:



## **Revised Downtown Investment Authority Agenda**

**Hybrid Virtual In-Person Meeting  
Wednesday, April 20, 2022 at 2:00 p.m.**

### **Join Zoom Meeting**

<https://zoom.us/j/94074017448?pwd=WklzbHNRRRCt6cFBqL0M4YkNrMkxrQT09>

**Meeting ID: 940 7401 7448**

**Passcode: 642945**

### **One tap mobile**

+1 (301) 715-8592 (Washington D.C)

+1 (312) 626-6799 US (Chicago)

Find your local number: <https://zoom.us/u/acIhApg5DJ>

**TAB III.A**  
**MARCH 16, 2022**  
**COMMUNITY REDEVELOPMENT AGENCY MEETING MINUTES**



**Downtown Investment Authority**  
**Hybrid Meeting**  
**Wednesday, March 16, 2021 – 2:00 p.m.**

**Community Redevelopment Agency**  
**MEETING MINUTES**

**DIA Board Members (BM):** Braxton Gillam, Esq., Chair; Carol Worsham, Vice Chair; Jim Citrano, Secretary; Oliver Barakat; Craig Gibbs, Esq.; Todd Froats; and Ron Moody

**DIA Board Members Excused:** David Ward, Esq.

**Mayor’s Staff:** None

**Council Members:** None

**DIA Staff:** Lori Boyer, Chief Executive Officer (via Zoom); Steve Kelley, Director of Downtown Real Estate and Development; Guy Parola, Operations Manager; Ina Mezini, Communication and Marketing Specialist (via Zoom); Lori Radcliffe-Meyers, Downtown Development Coordinator (via Zoom); John Crescimbeni, Contract and Regulatory Compliance Manager (via Zoom); and Xzavier Chisholm, Administrative Assistant

**Office of General Counsel:** John Sawyer, Esq.

**I. CALL TO ORDER**

Chairman Gillam called the CRA Board Meeting to order at 2:00 p.m.

**II. PUBLIC COMMENTS**

Chairman Gillam opened the floor to public comment.

*The following persons made in-person public comments, made public comments virtually through Zoom, or provided comments that were read into the record by DIA Staff. Note: the subject matter of the comment(s) indicated to the right of each person:*

Carnell Oliver	Advocated for affordable housing and equitable economic outcomes for minorities. Urged the DIA and CEO Boyer to advocate for the repeal of the Faircloth Amendment
Bruce Fouraker	Advocated for a convention center at the Ford on Bay property. Expressed support for the Furchgott’s building redevelopment project.

**III. COMMUNITY REDEVELOPMENT AGENCY MEETING**

**A. FEBRUARY 23 2022 COMMUNITY REDEVELOPMENT AGENCY MEETING MINUTES**

Having called for corrections or other edits by his fellow board members and after receiving none, Chairman Gillam asked for a motion and second on the item.

**Motion:** BM Moody moved to approve the minutes as presented

**Seconded:** BM Member Worsham seconded the motion

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0.**

**B. RESOLUTION 2022-03-01: 323 E BAY STREET FAB-REP**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) ACTING AS THE COMBINED NORTHBANK COMMUNITY DEVELOPMENT AGENCY (“GRANTOR”) APPROVING THE AWARD OF A RETAIL ENHANCEMENT PROGRAM FORGIVABLE LOAN TO 323 E BAY STREET LLC AND 323 E BAY STREET RE LLC (“GRANTEES”); AUTHORIZING THE CEO OF THE DIA TO NEGOTIATE A LOAN AGREEMENT AND RELATED SECURITY DOCUMENTS; AUTHORIZING THE DIA CEO TO EXECUTE SUCH AGREEMENTS; AND FINDING THAT THE DEVELOPMENT PLAN IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN, INCLUDING THE NORTHBANK CRA PLAN (“BID PLAN”) AND PROVIDING AN EFFECTIVE DATE.**

DIA’s Steve Kelley introduced the resolution, stating that the applicant seeks a Food and Beverage – Retail Enhancement Program (FAB-REP) Retail Enhancement Grant for a proposed two-story live music venue located on Bay Street. The venue will also feature a rooftop bar and a basement.

**Motion:** Recommended for approval out of the REPD Committee

BM Barakat asked what is the total percentage of costs being covered by DIA incentives (including both the DPRP and FAB-REP funding). Mr. Kelley responded that it is less than 50 percent, and estimates it to be closer to 40 percent, if not slightly below.

Responding to a question from BM Barakat, Mr. Kelley stated that he has not received any comments from Churchwell Lofts at East Bay Condominium Association regarding the project. Adding that, there is a building between the venue and Churchwell Lofts so the two do not share a wall. BM Barakat urged the Board to be cautious about the impact the loud music could have on the quality of life of nearby residents.

BM Worsham commented that the concerts will be inside and not on the rooftop.

BM Citrano reiterated the sentiments expressed at the REPD Committee meeting and expressed his support for the project.

BM Gibbs urged for caution regarding the loud music and the potential impact on nearby residents.

Steve Diebenow, on behalf of the developer, stated that his client is in agreement with the prohibition of amplified music after 10:00 PM and reiterated that the venue must also be in compliance with the noise ordinance requirements at all times.

BM Froats commented that the venue will be great for the area.

Chairman Gillam asked what the total cost of the project is. Mr. Diebenow responded that total construction costs are \$2.7M, builder's risk insurance is \$700,000, the building cost \$1.4M, \$750,000 for a liquor license, which comes out to approximately \$5.7M.

Responding to a question from BM Gibbs regarding the venue's name, "Decca," Mr. Diebenow commented that there doesn't appear to be a concern for copy right infringement but added that the developer is willing to change the name if an issue presents itself. There is no affiliation between the developer and Decca Records.

Mr. Kelley confirmed that the interior space for the live music venue is 10,000 sq ft while the roof top is approximately 2,800 sq ft.

Chairman Gillam commented that this is an expensive project and may not be economically feasible without the DIA's ability to provide financial incentives. He further echoed the support expressed by the other Board Members.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0.**

**C. RESOLUTION 2022-03-02: THE HARDWICK TERM SHEET**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ("DIA") EXTENDING THE TIME FOR NEGOTIATION OF A TERM SHEET WITH CARTER ("DEVELOPER") AUTHORIZED PURSUANT TO RESOLUTION 2022-01-02 THROUGH MAY 18, 2022; AUTHORIZING THE CEO OF THE DIA TO CONTINUE NEGOTIATIONS WITH THE DEVELOPER AND PRESENT TO THE DIA BOARD IN MAY A TERM SHEET FOR DISPOSITION AND DEVELOPMENT OF THE PROPERTY ("COURTHOUSE SITE") IN ACCORDANCE WITH THE PROPOSAL SUBMITTED BY DEVELOPER; AUTHORIZING THE RELEASE OF ALL PREFORMANCE BONDS PROVIDED BY OTHER BIDDERS ON ISP-0287-22; AND OTHERWISE AUTHORIZING THE CEO TO TAKE ALL NECESSARY ACTION TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING AN EFFECTIVE DATE.**

CEO Boyer introduced the resolution, stating that it seeks to extend the time for negotiation of a term sheet with Carter until May 18<sup>th</sup>, 2022.

**Motion:** Recommended for approval out of the REPD Committee

BM Worsham reiterated the REPD Committee’s unanimous support for the resolution.

No further comments were offered from the Board.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0.**

**D. RESOLUTION 2022-03-07: HONEYZ SIDEWALK ENHANCEMENT GRANT**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) ACTING AS THE COMBINED NORTHBANK COMMUNITY DEVELOPMENT AGENCY (“GRANTOR”) APPROVING THE AWARD OF A RETAIL ENHANCEMENT PROGRAM FORGIVABLE SIDEWALK ENHANCEMENT LOAN TO HONEYZ PLATES INC. (“GRANTEE”); AUTHORIZING THE CEO OF THE DIA TO NEGOTIATE A FORGIVABLE LOAN AGREEMENT OR EQUIVALENT; AUTHORIZING THE DIA CEO TO EXECUTE SUCH AGREEMENT; AND FINDING THAT THE PROPOSED SIDEWALK CAFÉ FURTHERS THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN, INCLUDING THE NORTHBANK CRA PLAN (“BID PLAN”) AND PROVIDING AN EFFECTIVE DATE.**

DIA’s Antonio Posey presented the resolution, stating that the applicant is seeking funding through a Retail Enhancement Program Forgivable Sidewalk Enhancement Loan. They are proposing to add two café tables, four chairs, and a heating lamp to the sidewalk in front of their existing location at 47 W Adams St. The property is located within the Hogan Street and Laura Street defined district of the Targeted Retail Activation: Food and Beverage Establishments Program (FAB-REP). Staff is recommending approval.

**Motion:** BM Worsham moved to approve Resolution 2022-03-07

**Second:** BM Moody seconded the motion

BM Froats asked if this request falls under the new program where it passes simply for meeting the requirements. Mr. Kelley responded that it meets all requirements. BM Froats then asked if this can be approved by staff without having to come to the Board for approval. CEO Boyer spoke to the idea of a consent agenda, adding that staff does not have the authority to grant incentives regardless of the amount. Though, the Board has given staff the authority to provide sponsorships up to \$2,500. Chairman Gillam and BM Barakat expressed their support for a consent agenda.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0.**

**E. RESOLUTION 2022-03-08: NORTHBANK TID BUDGET**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ACTING AS THE COMMUNITY REDEVELOPMENT AGENCY BOARD OF THE COMBINED NORTHSIDE EAST AND NORTHWEST CRA'S RECOMMENDING THE APPROPRIATION OF THE PROCEEDS RECEIVED FROM THE SALE OF THE FORSYTH AND MAIN LOT TO THE TWO WAY STREET CONVERSION OF FORSYTH AND ADAMAS PROJECT AS CONTEMPLATED BY THE BOARD IN 2020; ADOPTING AN FY 21-22 AMENDED TAX INCREMENT DISTRICT ("TID") BUDGET AS DETAILED IN EXHIBIT 'A' ATTACHED HERETO FOR THE COMBINED NORTHSIDE EAST AND NORTHWEST CRA'S PURSUANT TO SEC. 163.387, F.S. AND SEC. 106.341, ORDINANCE CODE; PROVIDING AN EFFECTIVE DATE.**

CEO Boyer introduced the resolution, stating that it seeks to authorize the transfer of the revenue of the sale of the Forsyth and Main parking lot to the two-way street conversion project for Forsyth and Adams. It was previously contemplated that the funds from the sale of the new JEA property as well as the parking lot sale would be used for the construction of the two-way street conversion. The design is expected to be complete by June with construction commencing this summer.

**Motion:** Recommended for approval out of the Strategic Implementation Committee

BM Froats asked where the DIA stands on the fund balance. CEO Boyer responded that she believes there is approximately \$7M after design. Adding that, they have requested that a simple version and more comprehensive version for the purposes of knowing what can be implemented based on the construction costs.

BM Gibbs brought attention to a typo in the 6<sup>th</sup> line of the short title ["Adamas"].

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0.**

**ADJOURNMENT:** The Community Redevelopment Agency proceedings are adjourned at 2:42 p.m.

*The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, a recording is available upon request. Please contact Xzavier Chisholm at [xchisholm@coj.net](mailto:xchisholm@coj.net) to acquire a recording of the meeting.*

**SUPPLEMENTAL INFORMATION**

**BUDGET MOVEMENTS: RESOLUTION 2022-04-03, RESOLUTION 2022-04-04,  
RESOLUTION 2022-04-05**

**SOUTHBANK**

**UNALLOCATED PLANNED AUTHORIZATION EXPENDITURES**

CURRENT BALANCE	\$	433,963.00	
LESS:			\$ (383,963.00)
NEW FUND BALANCE	<u>\$</u>	<u>50,000.00</u>	

**SB PARKING SCREENING GRANT:**

CURRENT BALANCE	\$	-	
ADD:			\$ 150,000.00
NEW FUND BALANCE	<u>\$</u>	<u>150,000.00</u>	

**SB BANNERS**

CURRENT BALANCE	\$	-	
ADD:			\$ 20,000.00
NEW FUND BALANCE	<u>\$</u>	<u>20,000.00</u>	

**SB ADVERTISING & MARKETING**

CURRENT BALANCE	\$	-	
ADD:			\$ 50,000.00
NEW FUND BALANCE	<u>\$</u>	<u>50,000.00</u>	

**SB DOWNTOWN MAINTENANCE**

CURRENT BALANCE	\$	-	
ADD:			\$ 50,000.00
NEW FUND BALANCE	<u>\$</u>	<u>50,000.00</u>	

**SB PARK ACQUISITION AND CAPITAL IMPROVEMENTS**

CURRENT BALANCE	\$	-	
ADD:			\$ 113,963.00
NEW FUND BALANCE	<u>\$</u>	<u>113,963.00</u>	

**TOTAL**

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**NORTHBANK**

**UNALLOCATED PLANNED AUTHORIZATION EXPENDITURES**

CURRENT BALANCE	\$	323,402.00	
LESS:			\$ (323,402.00)
NEW FUND BALANCE	<u>\$</u>	<u>-</u>	

**SHOTGUN HOUSES**

CURRENT BALANCE	\$	250,000.00	
ADD:			\$ 100,000.00
NEW FUND BALANCE	<u>\$</u>	<u>350,000.00</u>	

**NB PLAN PROFESSIONAL SERVICES**

CURRENT BALANCE	\$	250,000.00	
ADD:			\$ 223,402.00
NEW FUND BALANCE	<u>\$</u>	<u>473,402.00</u>	

**TOTAL**

**\$ 323,402.00**

**NORTHBANK FAÇADE PROGRAM**

CURRENT BALANCE	\$	1,204,636.00	
LESS:			\$ (300,000.00)
NEW FUND BALANCE	<u>\$</u>	<u>904,636.00</u>	

**NB PARKING SCREENING GRANT**

CURRENT BALANCE	\$	-	
ADD:			\$ 200,000.00
NEW FUND BALANCE	<u>\$</u>	<u>200,000.00</u>	

**NB PLAN PROFESSIONAL SERVICES**

CURRENT BALANCE	\$	473,402.00	
ADD:			\$ 100,000.00
NEW FUND BALANCE	<u>\$</u>	<u>573,402.00</u>	

**TOTAL**

**\$ 300,000.00**

**METROPOLITAN PARKING SOLUTIONS FINANCIAL OBLIGATION<sup>2</sup>**

CURRENT BALANCE	\$	6,406,667.84	
LESS:			\$ (1,900,000.00)
NEW FUND BALANCE	<u>\$</u>	<u>4,506,667.84</u>	

**NORTHBANK ENHANCED MAINTENANCE**

CURRENT BALANCE	\$	-	
ADD:			\$ 225,000.00
NEW FUND BALANCE	<u>\$</u>	<u>225,000.00</u>	

**NB COMMERCIAL REVITALIZATION PROGRAM**

CURRENT BALANCE	\$	-	
ADD:			\$ 500,000.00
NEW FUND BALANCE	<u>\$</u>	<u>500,000.00</u>	

**NB SMALL SCALE RESIDENTIAL INCENTIVE**

CURRENT BALANCE	\$	-	
ADD:			\$ 200,000.00
NEW FUND BALANCE	<u>\$</u>	<u>200,000.00</u>	

**LAVILLA HERITAGE TRAIL & GATEWAY**

CURRENT BALANCE	\$	-	
ADD:			\$ 830,000.00
NEW FUND BALANCE	<u>\$</u>	<u>830,000.00</u>	

**NB PLAN PROFESSIONAL SERVICES**

CURRENT BALANCE	\$	573,402.00	
ADD:			\$ 72,938.50
NEW FUND BALANCE	<u>\$</u>	<u>646,340.50</u>	

**NB SUPERVISION ALLOCATION**

CURRENT BALANCE	\$	-	
ADD:			\$ 72,061.50
NEW FUND BALANCE	<u>\$</u>	<u>72,061.50</u>	

**TOTAL**

**\$ 1,900,000.00**

<sup>1</sup>Note: NB Plan Professional Services Fund Balances are based on the previous transfers, thus not cumulative.

<sup>2</sup>MPS closing expenses are anticipated to be equal to \$3.6mil per John C. projections

**TAB III.B**

**RESOLUTION 2022-04-03: SS FY 21-22 CRA BUDGET AMENDMENT**

**RESOLUTION 2022-04-03**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY, ACTING AS THE COMMUNITY REDEVELOPMENT AGENCY BOARD OF THE SOUTHSIDE CRA, ADOPTING A FY 21-22 AMENDED TAX INCREMENT DISTRICT (“TID”) BUDGET AS DETAILED IN EXHIBIT ‘A’ ATTACHED HERETO FOR THE SOUTHSIDE CRA PURSUANT TO SEC. 163.387, F.S. AND SEC. 106.341, ORDINANCE CODE; PROVIDING AN EFFECTIVE DATE.**

**WHEREAS**, in accordance with Sec. 106.340-106.346, Ordinance Code, the Board has been given authority to allocate and transfer funds within the CRA budget in accordance with the provisions of those sections, without further Council approval; and

**WHEREAS**, pursuant to section 106.341, Jacksonville Code of Ordinances, during the fiscal year a CRA Board may allocate and transfer funds between Unallocated Plan Authorized Expenditures and existing CRA Board approved Programs, Plan Capital Projects, or Plan Professional Services, without further Council approval; and

**WHEREAS**, the DIA board hereby authorizes the amendment of the FY 21-22 Southside CRA Budget in accordance with the provisions set forth in section 106.341 and 106.344, Jacksonville Code of Ordinances and Exhibit ‘A’ to this resolution,

**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 amends the FY 21-22 budget in accordance with Exhibit ‘A’ attached hereto and directs staff of the DIA to prepare and file a CRA Budget Transfer Form as necessary to effectuate the purposes of this Resolution.

**Section 3.** The DIA Board hereby authorizes the CEO to take all actions necessary to effectuate the intent of this Resolution.

**Section 4.** This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

[SIGNATURES ON FOLLOWING PAGE]

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam, IV, Esq., Chair

\_\_\_\_\_  
Date

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

RESOLUTION 2022-04-03

EXHIBIT 'A'

FROM: UNALLOCATED PLANNED AUTHORIZED EXPENDITURES: \$383,963

TO: (NEW) SB PARKING SCREENING GRANT: \$150,000

TO: (NEW) SB BANNERS & ARMS: \$ 20,000

TO: (NEW) SB ADVERTISING & MARKETING: \$ 50,000

TO: (NEW) SB DOWNTOWN MAINTENANCE: \$ 50,000

TO: (NEW) SB PARK ACQUISITION AND CAPITAL IMPROVEMENTS: \$113,963

\$383,963

(Remaining \$50,000 in Unallocated to be held for transfer to Supervision Allocation if additional staffing approved in 21-22)

**TAB III.C**  
**RESOLUTION 2022-04-04: NB FY 21-22 CRA BUDGET AMENDMENT**

**RESOLUTION 2022-04-04**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ACTING AS THE COMMUNITY REDEVELOPMENT AGENCY BOARD OF THE COMBINED NORTHSIDE EAST AND NORTHWEST CRA'S ADOPTING AN FY 21-22 AMENDED TAX INCREMENT DISTRICT ("TID") BUDGET AS DETAILED IN EXHIBIT 'A' ATTACHED HERETO FOR THE COMBINED NORTHSIDE EAST AND NORTHWEST CRA'S PURSUANT TO SEC. 163.387, F.S. AND SEC. 106.341, ORDINANCE CODE; PROVIDING AN EFFECTIVE DATE.**

**WHEREAS**, in accordance with Sec. 106.340-106.346, Ordinance Code, the Board has been given authority to allocate and transfer funds within the CRA budget in accordance with the provisions of those sections, without further Council approval; and

**WHEREAS**, pursuant to section 106.341, Jacksonville Code of Ordinances, during the fiscal year a CRA Board may allocate and transfer funds between existing CRA Board approved Programs, Plan Capital Projects or Plan Professional Services without further Council approval; and

**WHEREAS**, the DIA board hereby authorizes the amendment of the 21-22 Combined Northside East and Northwest CRA in accordance with the provisions set forth in section 106.341 and 106.344, Jacksonville Code of Ordinances and Exhibit 'A' to this resolution,

**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 amends the Combined Northside East and Northwest FY 21-22 CRA budget in accordance with Exhibit 'A' attached hereto and directs staff of the DIA to prepare and file a CRA Budget Transfer Form as necessary to effectuate the purposes of this Resolution.

**Section 3.** The DIA Board hereby authorizes the CEO to take all actions necessary to effectuate the intent of this Resolution.

**Section 4.** This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

[SIGNATURES ON FOLLOWING PAGE]

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam, IV, Esq., Chair

\_\_\_\_\_  
Date

VOTE: In Favor: \_\_\_\_ Opposed: \_\_\_\_ Abstained: \_\_\_\_

RESOLUTION 2022-04-04  
EXHIBIT 'A'

FROM:	UNALLOCATED PLANNED AUTHORIZED EXPENDITURES:	\$323,402
TO:	SHOTGUN HOUSES:	\$100,000
TO:	NB PLAN PROFESSIONAL SERVICES	\$223,402

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FROM:	NORTHBANK FAÇADE PROGRAM:	\$300,000
TO:	(NEW) NORTHBANK SCREENING GRANT:	\$200,000
TO:	NB PLAN PROFESSIONAL SERVICES	\$100,000

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**TAB III.D**  
**RESOLUTION 2022-04-05: NB TID AMENDMENT – MPS**

**RESOLUTION 2022-04-05**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ACTING AS THE COMMUNITY REDEVELOPMENT AGENCY BOARD OF THE COMBINED NORTHSIDE EAST AND NORTHWEST CRA PROPOSING A FY 21-22 AMENDED TAX INCREMENT DISTRICT (“TID”) BUDGET AS DETAILED IN EXHIBIT ‘A’ ATTACHED HERETO FOR THE COMBINED NORTHSIDE EAST AND NORTHWEST CRA PURSUANT TO SEC. 163.387, F.S. AND SEC. 106.341, ORDINANCE CODE TO IMMEDIATELY REALLOCATE AND PUT INTO USE \$1.9 MILLION OF SAVINGS PREVIOUSLY BUDGETED FOR THE MPS FINANCIAL OBLIGATION OF THE CRA; REQUESTING THAT THE JACKSONVILLE CITY COUNCIL APPROVE THE AMENDED BUDGET; AUTHORIZING THE DOWNTOWN INVESTMENT AUTHORITY CHIEF EXECUTIVE OFFICER TO TAKE ALL NECESSARY ACTION, INCLUDING THE FILING OF LEGISLATION, TO EFFECTUATE THE PURPOSE OF THIS RESOLUTION; PROVIDING AN EFFECTIVE DATE.**

**WHEREAS**, pursuant to section 55.108, Jacksonville Code of Ordinances, the Downtown Investment Authority (“DIA”) serves as the City's Community Redevelopment Agency ("CRA") with regard to the Downtown CRAs (Southside Community Redevelopment Area and the Downtown Northbank Community Redevelopment Area); and

**WHEREAS**, during the City’s annual budget process, the DIA puts forward for consideration by the Administration and the Jacksonville City Council, budgets for its CRAs; and

**WHEREAS**, via Ordinance 2022-0504 the Jacksonville City Council adopted a budget for the Combined Northside East and Northwest CRA, which included a \$5.2 million financial obligation for the subsidy of the three (3) Metropolitan Parking Solutions garages; and

**WHEREAS**, Ordinance 2022-138 authorized a legal settlement agreement among the City, the Downtown Investment Authority (DIA) and Metropolitan Parking Solutions, LLC (MPS) to end ongoing litigation among the parties, which will result in an approximate savings of \$2.7 million of the FY 21-22 Metropolitan Parking Solutions garage subsidy; and

**WHEREAS**, the DIA desires to transfer the **\$1.9** million in savings from the FY 21-22 Metropolitan Parking Solutions garage financial obligation to other administrative and project/programs as identified in Exhibit ‘A’ to this resolution to establish funding for **several** incentive programs, provide for an increase in the administrative supervision allocation; and authorize funding of the LaVilla Heritage Trail and **G**ateways project; and

**WHEREAS**, pursuant to section 106.341, Jacksonville Code of Ordinances, the requested transfer requires Council appropriation as the CRA Board may not transfer funds budgeted within the Financial Obligations Category prior to payment of all expenses for the fiscal year, without prior Council approval,

**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 Board recommends approval of the Combined Northside East and Northwest CRA FY 21-22 budget amendment in accordance with Exhibit 'A' attached hereto.

**Section 3.** The DIA Board requests that the Jacksonville City Council approve the Combined Northside East and Northwest CRA FY 21-22 Budget amendment as proposed by Exhibit 'A' to this resolution.

**Section 4.** The DIA Board directs the Chief Executive Officer of the DIA to prepare and file legislation and take all necessary action to effectuate the purposes of this Resolution.

**Section 5.** This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam, IV, Esq., Chair

\_\_\_\_\_  
Date

VOTE: In Favor: \_\_\_\_ Opposed: \_\_\_\_ Abstained: \_\_\_\_

RESOLUTION 2022-04-05  
**EXHIBIT A**

FROM: METROPOLITAN PARKING SOLUTIONS FINANCIAL OBLIGATION: **\$1,900,000**

TO:

SUPERVISORY ALLOCATION	<b>\$ 72,061.50</b>
NB PLAN PROFESIONAL SERVICES	<b>\$ 72,938.50</b>
(NEW) DOWNTOWN ENHANCED MAINTENANCE	\$ 225,000
(NEW)COMMERCIAL REVITALIZATION PROGRAM	\$ 500,000
(NEW) SMALL SCALE RESIDENTIAL INCENTIVE	\$ 200,000
LAVILLA HERITAGE TRAIL AND GATEWAY ENTRANCES	<u>\$ 830,000</u>
	<b>\$1,900,000</b>

**TAB III.E**  
**RESOLUTION 2022-04-07: AR POLAR DISPOSITION**

**RESOLUTION 2022-04-07**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) INSTRUCTING ITS CHIEF EXECUTIVE OFFICER (“CEO”) TO ISSUE A 30-DAY NOTICE OF DISPOSITION IN ACCORDANCE WITH THE NEGOTIATED DISPOSITION PROCEDURE ADOPTED BY DIA; AUTHORIZING THE PUBLICATION OF A NOTICE OF DISPOSITION FOR THE FEE SIMPLE DISPOSITION OF AN APPROXIMATELY 5.12 ACRE PARCEL (THE “RETENTION POND PARCEL”) OF CITY-OWNED REAL PROPERTY LOCATED WITHIN THE BOUNDARY OF THE PARCEL DEPICTED ON EXHIBIT ‘A’ ATTACHED HERETO AND IDENTIFIED BY DUVAL COUNTY TAX PARCEL NUMBER RE#130574-0150, (THE “PROPERTY”), CURRENTLY DEVELOPED AS A RETENTION POND AND LOCATED BETWEEN GATOR BOWL BOULEVARD AND THE ST. JOHNS RIVER; ESTABLISHING THE TERMS OF THE PUBLISHED NOTICE OF DISPOSITION; FINDING THAT THIS RESOLUTION FURTHERS THE BUSINESS INVESTMENT AND DEVELOPMENT (“BID”) PLAN, INCLUDING THE COMMUNITY REDEVELOPMENT AREA PLAN; AUTHORIZING THE CEO OF THE DIA TO TAKE ALL ACTION NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, via Ordinance 2012-0364-E, the City Council created the Downtown Investment Authority, designating the DIA as the City’s Community Redevelopment Agency for the Combined Northbank Downtown Community Redevelopment Area and authorizing it to approve and negotiate economic development agreements and dispose of City-Owned property; and

**WHEREAS**, the City owns an approximately 14.38-acre parcel of real property currently which is identified by Duval County Tax Parcel Number RE# 130574-0150 (the “Property”); and

**WHEREAS**, Developer is the owner of the adjacent parcel identified by Duval County Tax Parcel Number RE# 130574-0000 consisting of approximately 20.37 upland acres (“Developer’s Parcel”); and

**WHEREAS**, Developer has approached the City and DIA regarding the acquisition of the Retention Pond Parcel in exchange for conveyance to the City of two portions of Developer’s Parcel, one sufficient in size to substantially replace the retention pond and a second to provide the City with a riverfront site and adjacent submerged lands to accommodate construction of a new marine fire station to serve Downtown; and

**WHEREAS**, in light of the redevelopment of Kids Kampus which has been approved by City Council and is expected to close in May, the existing marine fire station serving Downtown has been displaced and a new waterfront location must be secured; and

**WHEREAS**, the City-owned property originally contemplated for the fire station will require significant dredging to serve the needs of JFRD, at substantial expense to the City; and

**WHEREAS**, the City has determined that the Retention Pond Parcel could be made available for a more economically productive use if a replacement parcel is provided elsewhere in the immediate vicinity; and

**WHEREAS**, both the Retention Pond Parcel and the Developer's Parcel are located within the Combined Downtown Northbank Community Redevelopment Area ("Northbank CRA"); and

**WHEREAS**, DIA entered into negotiation with Developer regarding the terms of the disposition and redevelopment in accordance with DIA's approved negotiated disposition process; and

**WHEREAS**, DIA has established the terms upon which a notice of disposition will be published as set forth in **Exhibit 'B'**; and

**WHEREAS**, in order to determine fair value for the property pursuant to Florida Statutes Chapter 163.380(2), and as required by City of Jacksonville Code of Ordinances §122.432, the DIA has obtained an appraisal of the various parcels involved in the disposition; and

**WHEREAS**, DIA is the designated Community Redevelopment Agency for the Northbank CRA, for which a Business Investment and Development Plan, inclusive of a Community Redevelopment Plan, ("BID/CRA Plan") was adopted by Ordinance 2014-560-E; and

**WHEREAS**, Section 55.108 of the Jacksonville Code of Ordinances grants certain powers and duties to the DIA, including:

Interpreting the BID/CRA Plan and approving development and redevelopment projects within Downtown;

Implementing the BID/CRA Plan, and negotiating and approving downtown development and redevelopment agreements, grant agreements, license agreements, and lease agreements;

Planning and proposing Projects and Public facilities within Downtown; and

**WHEREAS**, at a publicly noticed meeting held on April 13, 2022, the DIA Retail Enhancement and Property Disposition Committee ("REPD") recommended that the DIA Board adopt Resolution 2022-04-07; and

**WHEREAS**, upon adoption of this Resolution, a 30-day notice for the solicitation of proposals pursuant to Section 163.380(3)(a), Florida Statutes, and Sections 122.434(a) and (b), Jacksonville Ordinance Code, will be issued; and

**WHEREAS**, the DIA finds that the proposed disposition and redevelopment proposal further the following Redevelopment Goal and Strategic Objectives currently found in the BID/CRA Plan and those proposed by the DIA Board for adoption by City Council within the BID/CRA Plan Update:

**(Current) Redevelopment Goal 3:** Simplify the approval process for downtown development and improve departmental and agency coordination.

**Strategic Objectives:** Provide publicly-owned land and building space for public and private development which will support and strengthen Downtown's commercial and residential base and comply with the other Redevelopment Goals.  
Initiate public-Private partnerships

**(Current) Redevelopment Goal 6:** Maintain a clean and safe 24-7 Downtown for residents, workers, and visitors.

**Strategic Objective:** Enhance the presence of Downtown security and coordinate with JSO for increased public safety officers within Downtown.

**(Proposed) Redevelopment Goal 5:** Improve the safety, accessibility, and wellness of Downtown Jacksonville and cleanliness and maintenance of public spaces for residents, workers, and visitors.

**Strategic Objective:** Expand the installation of public infrastructure that enhances safety such as countdown timer pedestrian signals, enhanced lighting, security cameras, etc.

**(Proposed) Redevelopment Goal 8:** Simplify and increase the efficiency of the approval process for Downtown development and improve departmental and agency coordination.

**Strategic Objective:** Streamline and improve the transparency of the disposition process for publicly owned land and building space.

**NOW THEREFORE BE IT RESOLVED**, by the Downtown Investment Authority:

**Section 1.** The recitals set forth above are true and correct and are hereby incorporated herein by this reference.

**Section 2.** The DIA instructs the Chief Executive Officer of the Downtown Investment Authority to take all necessary action necessary to effectuate the thirty (30) day Notice of Disposition for the Property in accordance with its Negotiated Notice of Disposition

Process and pursuant to the terms set forth in Exhibit B and consistent with Florida Statutes and the Ordinance Code.

**Section 3.** Proposals received, if any, will be reviewed by the DIA Chief Executive Officer, who will make a recommendation to the DIA Board regarding any responsive alternate proposals received.

**Section 4.** If no alternate responsive and qualified proposals are received, or if they are determined by the CEO to be lower in value or unresponsive, the DIA authorizes its CEO to finalize negotiation of a term sheet with Developer and present it to the Board for final approval at the next regularly scheduled meeting following closure of the required notice period.

**Section 6.** The DIA Board hereby authorizes the CEO of the Downtown Investment Authority to take all action necessary to effectuate the purposes of this Resolution.

**Section 7.** This Resolution, 2022-04-07, shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

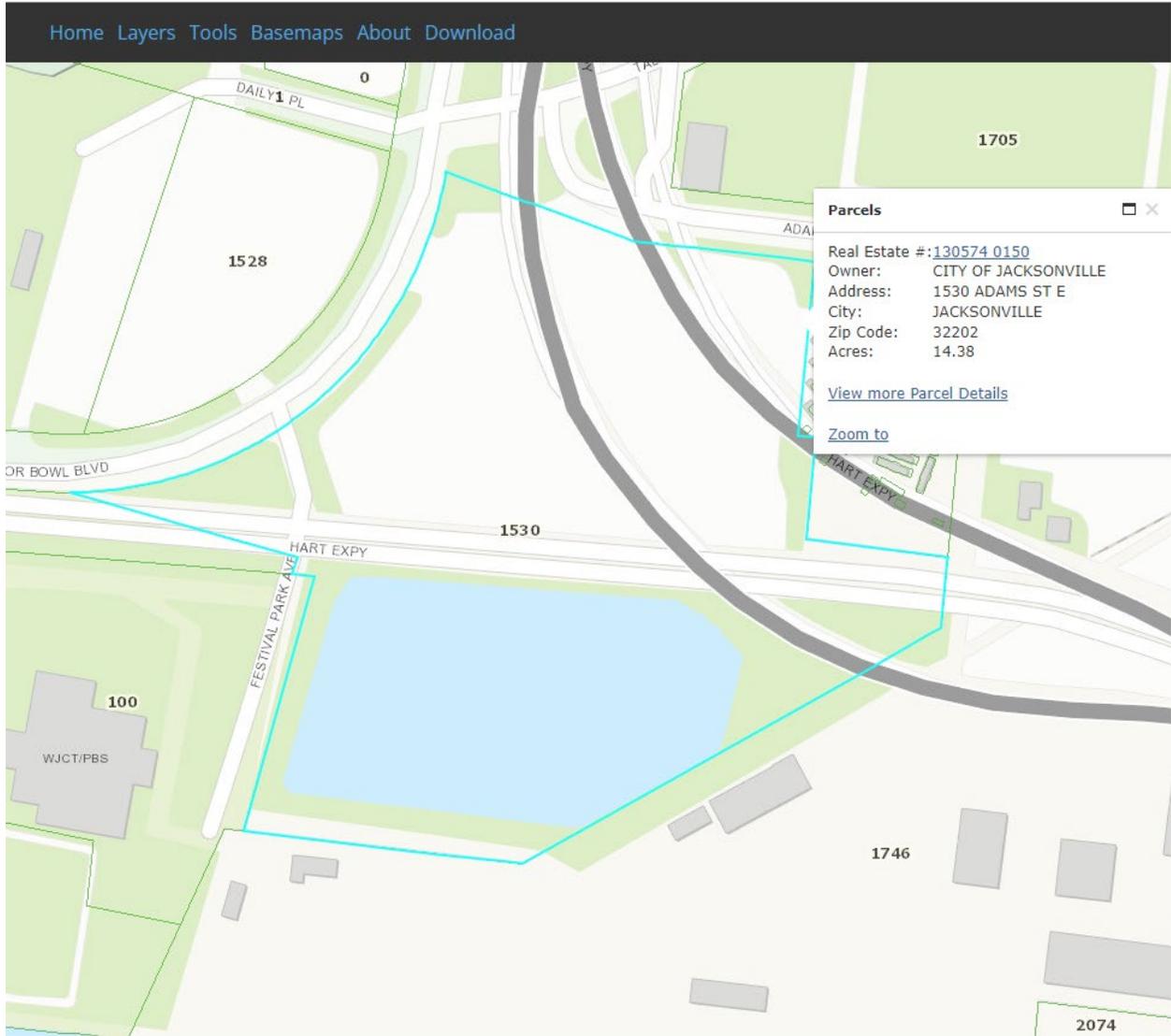
\_\_\_\_\_

\_\_\_\_\_ W. Braxton Gillam IV, Esq., Chairman

\_\_\_\_\_ Date

VOTE: In Favor: \_\_\_\_ Opposed: \_\_\_\_ Abstained: \_\_\_\_

**Exhibit A to Resolution 2022-04-07**



**Exhibit B  
to Resolution 2022-04-07**

**Essential Terms of Disposition Notice**

1. Location: A portion of RE #130574-0150 located within the Property depicted on Exhibit A map, south of Gator Bowl Blvd and currently developed as a retention pond.
2. Property Interest considered for disposition: Fee simple title to the "Retention Pond Parcel" which consists of the easterly 5.12 acres, plus or minus, of the existing retention pond and is depicted in the survey sketch below.
3. Restriction on Use: Any use consistent with the adopted CRA Plan for Downtown. The property may remain as a retention pond or may be filled and redeveloped at the new owner's discretion, however the Retention Pond Parcel will be deed restricted to prevent use that would be exempt from payment of property taxes, except with respect to any publicly dedicated and accepted park or recreation area.
4. Replacement land capable of development for a substantially equivalent retention pond must be provided to the City within a half mile radius of the current location.
5. A waterfront parcel with the Downtown Northbank CRA of no less than 1.65 acres, including submerged lands, and of sufficient width and depth to accommodate development as a marine fire station, with sufficient water depth to accommodate marine fire vessels, and with public roadway access, must be provided to the City.
6. Proposal must include purchase price offered, if any, in addition to the required land parcels.
7. Closing and conveyance of swap parcels must occur no later than March 31, 2023.
8. Clear marketable title to the swap parcels must be provided to the City.

**[insert sketch of Retention Pond Parcel]**



EXHIBIT C

**Draft Term Sheet For information and reference only**  
**Resolution 2022-04-07**

- Developer: A R Polar Jacksonville, LLC (“Developer”)
- The Property: A 14.38 plus or minus acre parcel of City-owned land identified by Duval County Tax Parcel Number RE# 130574-0150 (the “Property”) and depicted in the foregoing Exhibit A site plan.
- Retention Pond Parcel: An approximately 5.12-acre portion of the Property located between Gator Bowl Boulevard and the St. Johns River, currently developed as a retention pond, and depicted in the sketch included in Exhibit B.
- Developer’s Parcel: Developer is the owner of the adjacent parcel identified by Duval County Tax Parcel Number RE# 130574-0000 and consisting of approximately 20.37 upland acres (“Developer’s Parcel”)
- Fire Station Parcel: A minimum 1.65-acre riverfront parcel including adjacent submerged lands, depicted on the sketch attached hereto and labeled as Fire Station Parcel, located in the southwest corner of Developer’s Parcel.
- Replacement Pond Parcel: An approximately 5.10-acre parcel of upland located within Developer’s Parcel depicted on the sketch attached hereto and labeled as Replacement Pond parcel.
- Consideration for Disposition of Retention Pond Parcel: In consideration for conveyance of the Retention Pond Parcel to Developer, Developer will provide to the City/DIA the following:
- a. Fee simple title to the Replacement Pond Parcel, and
  - b. Fee simple title to the Fire Station Parcel, and
  - c. Cash at closing - Developer will pay up to \$\_\_\_\_\_ for the design, permitting, and construction of the portion of the access road from Bay St. East to its second access point (closest to the Fire Station Site), including the filling of the current pond to the extent necessary for the access road.
- City/DIA will provide to Developer at closing the following:
- a. Fee simple title to the Retention Pond Parcel
  - b. City’s obligation to design, permit and construct Festival Park Avenue as depicted on the sketch below on or before June 30, 2024, together with dedication of such roadway as a public right of way that will provide access to Developer’s Parcel.

- c. Development within Developer’s property shall have a right to shared signage on Bay St. East/Gator Bowl Boulevard.

Redevelopment Agreement:

The Redevelopment Agreement will establish the essential terms of the Property Swap, the rights and obligations of the parties thereto, and other terms relevant to the Property and Developer’s Parcel as well as the public roadway to be constructed on City owned parcel identified by tax parcel # 130588-0150. The RDA will become effective upon its execution following approval by City Council. Its terms will govern the period prior to closing on the property swap as well as other rights and responsibilities of the parties throughout the term of the RDA.

Site Investigation:

Following the execution of the Redevelopment Agreement, each party will have a period of 90 calendar days (“Due Diligence Period”) to inspect and perform tests on the respective properties they will acquire in the swap to determine their suitability for their intended use, and to investigate the quality and marketability of the title it will receive. Upon notice to the other party thereto, either Developer or the City/DIA may terminate the Redevelopment Agreement any time within the Due Diligence Period if the property it will receive is unsuitable for its intended use or title is unmarketable without incurring any obligations under the Redevelopment Agreement.

Environmental:

Each party shall provide the other with temporary access agreements to conduct such site and environmental investigations or testing it may elect to perform on the parcels to be received. Such agreements shall contain standard insurance, indemnity, and restoration provisions. Following closing, each party shall be responsible for any remediation required on the property acquired.

Entitlements:

No entitlements shall be assigned or provided to Developer as part of this agreement. It is expressly acknowledged that Developer may fill all or a portion of the Retention Pond Parcel at Developer’s election, and timing. If Developer fills all or any portion of the Retention Pond Parcel, Developer is not responsible for stormwater credits for any resulting “loss” of current pond capacity. Requests for new Stormwater credits, and Mobility Fee credits, for any development proposed on Developer’s Parcel will be processed in accordance with the applicable Ordinance Code and BID plan requirements and criteria, including applicable fees.

Design:

- a. Fire Station: The design and architecture of the marine fire station will be substantially as shown in an attached exhibit. The fire station will not exceed two stories in height. The dock and boathouse will be located as far west as possible within the submerged lands that are part of the Fire Station Parcel, provided there is no underwater impediment to doing so. All landscape screening between the fire station and the remaining portion of Developer’s Parcel shall be subject to review and approval of Developer, which shall not be unreasonably withheld, but is intended to provide an attractive buffer between the sites.

b. Developer's Parcel and Retention Pond Parcel: All development proposed on Developer's Parcel, or the Retention Pond Parcel shall comply with the adopted BID and CRA Plan, the Downtown Zoning Overlay, Applicable design standards and other City codes and shall obtain DDRB approval.

c. Any signage for Developer's property located on Bay Street East/Gator Bowl Boulevard as described above shall be subject to DDRB approval and compliance with applicable sign ordinances.

Use of the Retention Pond Parcel: Any use consistent with the adopted BID and CRA Plan for Downtown. The property may remain as a retention pond or may be filled and redeveloped at the new owner's discretion, however the Retention Pond Parcel will be deed restricted to prevent use that would be exempt from payment of property taxes, except with respect to any publicly dedicated and accepted park or recreation areas.

Use of Replacement Pond Parcel: The City shall have the right to make any legal use of the Replacement Pond Parcel. If, at its election, City elects within \_\_\_ [24-48 to be negotiated] months of closing to excavate the Replacement Pond Site to create a new pond, City will provide Developer, at its election and at no cost, any useable fill dirt from the excavation for use on Developer's adjacent property.

Construction of Infrastructure:

Festival Park Avenue: City will design, permit, and construct an access road from Bay St. East/Gator Bowl Boulevard to the Fire Station Site [as shown in an attached exhibit]. The access road will be a public dedicated street and will provide access, at two (2) connection points on the east side of the road, to Developer's property.

City will be responsible for obtaining any stormwater credits required for the access road and related filling.

City will be responsible for FDOT permitting of the access road connection to Bay St. East. City will be the sole permitting agency for AR Polar's access points on the access road.

The Developer shall provide to the City a temporary construction easement across Developer's Parcel in the location depiction in the sketch below in order to access that portion of the current retention pond over which the roadway will be constructed.

Utilities: In its construction of utility infrastructure for the fire station, City will include at no cost to Developer an upgrade/accommodation of service lines/conduit of sufficient size to serve future development within Developer's property. This obligation is not intended to require the City to incur any costs for connection fees or reservation of service capacity for Developer's property including the Retention Pond Parcel but rather to simply include within the right of

way line service lines/conduit sizes sufficient to accommodate said future development.

Permits: Each party shall be responsible for all permits required for any work contemplated by the Redevelopment Agreement.

Performance Schedule:

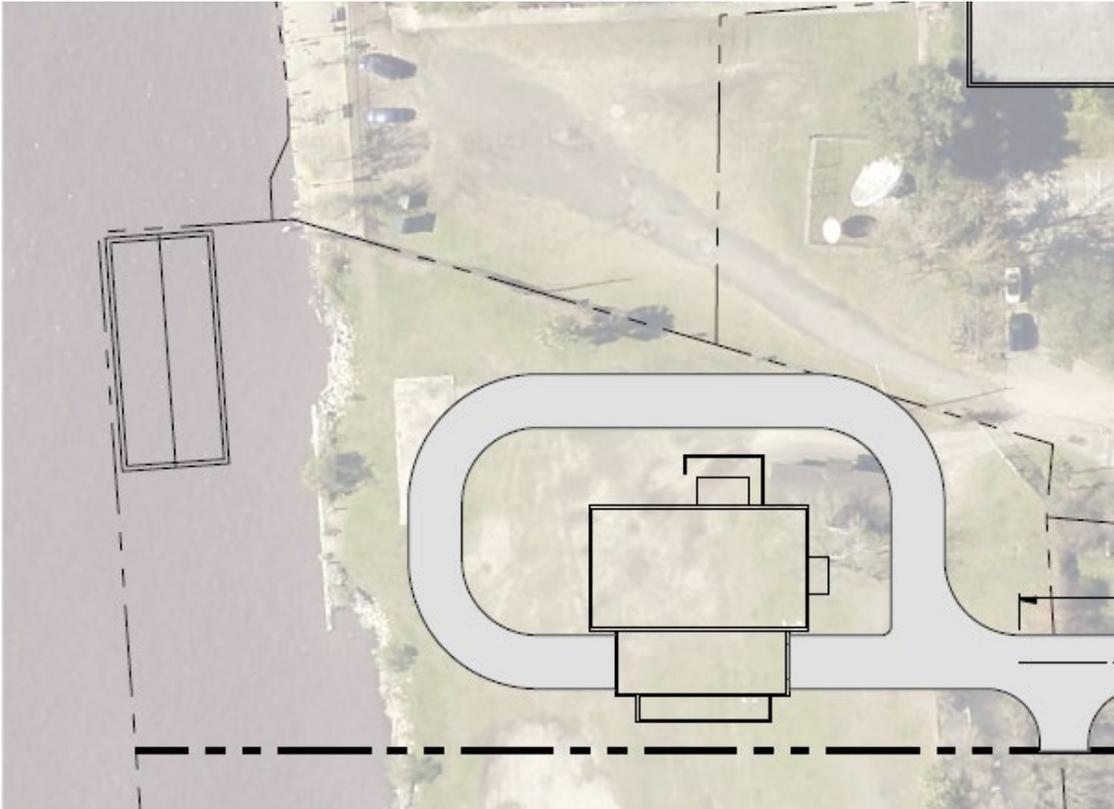
- a. The Redevelopment Agreement will be entered into by Developer and the City within 30 days following the effective date of the legislation authorizing the City's entry.
- b. Due Diligence Period: 90 days from execution of RDA.
- c. Closing: Within 30 days following the end of the Due Diligence Period but no later than March 31, 2023.
- d. Completion of Festival Park Avenue Access: June 30, 2024.

The provisions of this Term Sheet are intended to guide the parties in negotiating the Redevelopment Agreement and any other documents that may be necessary to give effect to the manifest intent of the parties expressed herein

The following points remain open in negotiation:

1. The Developer's contribution to construction of Festival Park Avenue and the modifications to the WJCT parking lot required to accommodate the roadway
2. Developer has requested a right of first refusal on the Replacement Pond parcel
3. Whether the City should release all stormwater credits for the Retention Pond Parcel immediately or only when Developer proposes to fill and develop the parcel (similar theory as right of first refusal)
4. Size and description of utility conduit
5. Possible easement encroachments and releases

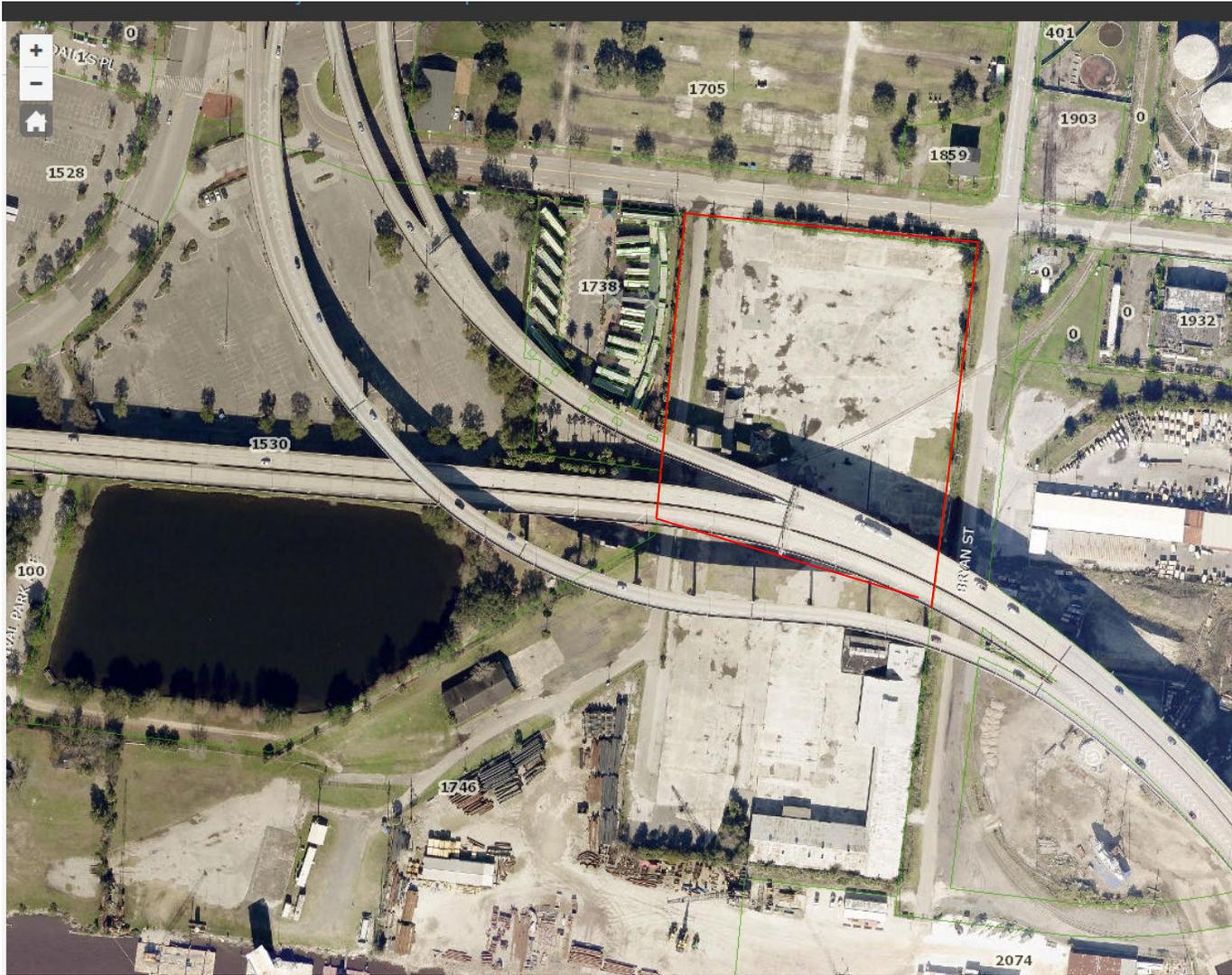
**Fire station Parcel- substitute Survey sketch when available**



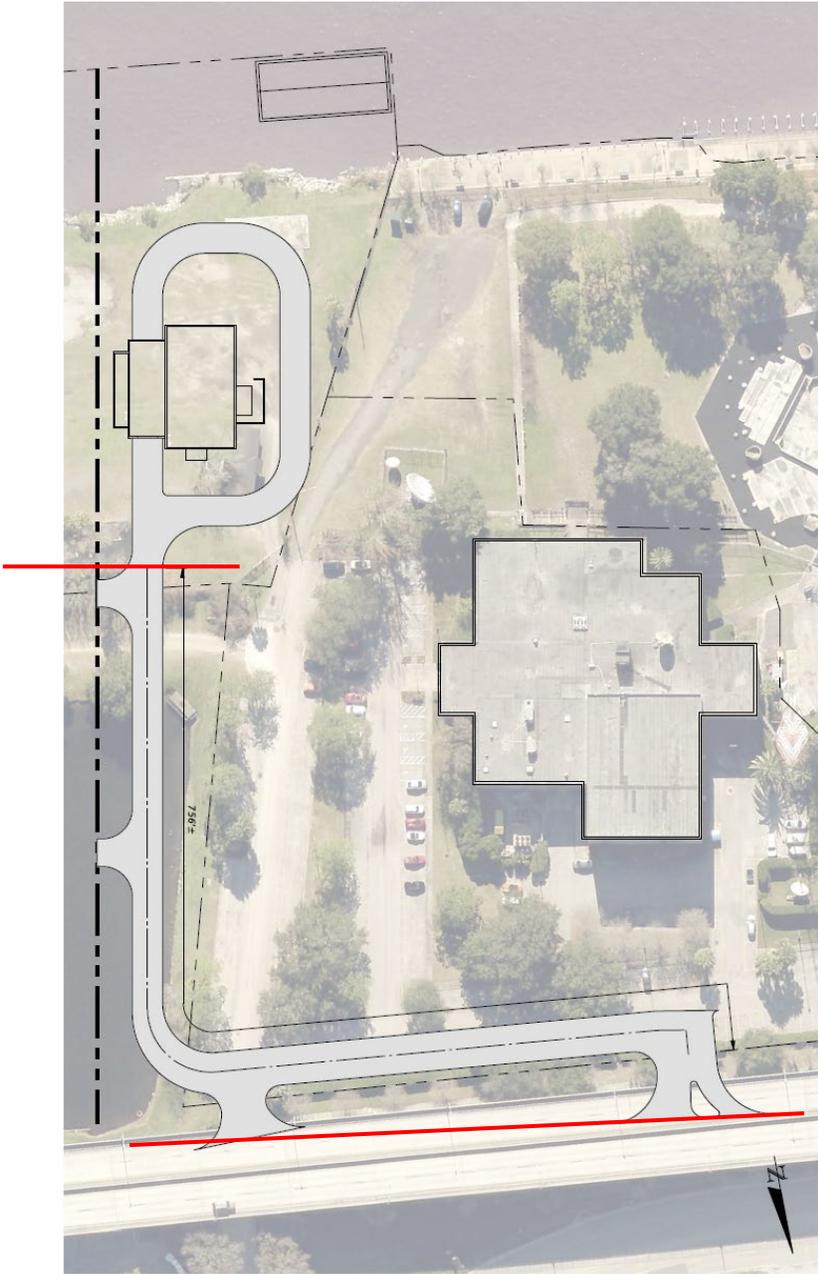
Retention Pond Parcel- substitute Survey sketch when available



Replacement Pond parcel- substitute Survey sketch when available



Festival Park Avenue - New access Roadway



Temporary access easement for construction of Roadway



**TAB III.F**  
**RESOLUTION 2022-04-09: 100 E ADAMS ST FAB-REP**

**RESOLUTION 2022-04-09**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) ACTING AS THE COMBINED NORTHBANK COMMUNITY REDEVELOPMENT AGENCY (“GRANTOR”) APPROVING THE AWARD OF A RETAIL ENHANCEMENT PROGRAM FOOD AND BEVERAGE RETAIL ENHANCEMENT GRANT (FAB-REP) FOR DOWNTOWN BAR CONCEPT, LLC AND SHOPPES OF LAKESIDE, INC. AS CO-APPLICANTS, A SIDEWALK ENHANCEMENT GRANT TO DOWNTOWN BAR CONCEPT, LLC AS THE SOLE APPLICANT, AND A FAÇADE GRANT FOR SHOPPES OF LAKESIDE, INC. AS THE SOLE APPLICANT, WITH EACH AWARD TO FACILITATE RENOVATION OF THE PROPERTY LOCATED AT 100 E. ADAMS STREET FOR USE AS HARDWICKS BAR; AUTHORIZING THE CEO OF THE DIA TO NEGOTIATE FORGIVABLE LOAN AGREEMENT(S) OR EQUIVALENT; AUTHORIZING THE DIA CEO TO EXECUTE SUCH AGREEMENT(S); AND FINDING THAT THE PROPOSED RENOVATION OF 100 EAST ADAMS STREET AND EXTENDING A SIDEWALK CAFÉ GRANT FURTHERS THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN, INCLUDING THE NORTHBANK CRA PLAN (“BID PLAN”) AND PROVIDING AN EFFECTIVE DATE.**

**WHEREAS**, the Property Owner, Shoppes Of Lakeside, Inc. and the Business Owner, Downtown Bar Concept, LLC (jointly and severally “Applicants”), seek jointly to renovate approximately 3,479 square feet of the building located at 100 E. Adams Street (RE# 073463-0000) to establish a new business to be known as Hardwicks Bar; and

**WHEREAS**, the Applicants applied jointly to the DIA for funding under the Targeted Retail Activation: Food and Beverage Establishments Program (FAB-REP) as adopted by DIA pursuant to Resolution 2020-06-01; and

**WHEREAS**, the Business Owner submitted an application for a Sidewalk Enhancement Grant to the DIA under the under the Targeted Retail Activation: Food and Beverage Establishments Program; and

**WHEREAS**, the Property Owner submitted an application to the DIA for funding under the Façade Grant Program as adopted by DIA pursuant to Resolution 2020-06-02;

**WHEREAS**, each application was reviewed by the DIA staff and found to be consistent with the BID Plan and CRA Plan for Downtown Northbank; and

**WHEREAS**, the DIA is authorized to utilize the Northbank Combined Tax Increment District funds in accordance with the CRA Plan to foster redevelopment of the Downtown Northbank Community Redevelopment Area; and

**WHEREAS**, there are sufficient funds available within the Northbank CRA approved budgets for Retail Enhancement and Façade Grants to fund these requests; and

**WHEREAS**, to assist the applicants in activating Downtown by creating a consistent theme and image that conveys a sense of the excitement and activity Downtown, focuses efforts on drawing diversity to Downtown, and while also adding an additional sidewalk service area to the Elbow District, DIA staff recommends that the DIA approve a combination of the Food and Beverage Retail Enhancement Grant (FAB REP) in an amount not to exceed \$100,000, a Sidewalk Enhancement Grant in an amount not to exceed \$15,000, and a Façade Grant in an amount not to exceed \$48,000, with total funding limited to \$163,000 (ONE HUNDRED SIXTY-THREE THOUSAND DOLLARS) for Applicants in accordance with the terms of the established programs and the Term Sheet attached hereto as Exhibit A; and

**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(s) and Strategic Objective(s) of the BID Plan:

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

- Increase the opportunities for Downtown employment.
- Protect and revitalize historic assets.
- Support expansion of entertainment and restaurant facilities.
- Increase venues, workspaces, and residential opportunities focusing on the Target Area.
- Create a consistent theme and image that conveys a sense of the excitement and activity Downtown.
- Focus efforts on drawing many diverse attractions rather than a small number of large ones.

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

- Leverage land contributions, infrastructure investments, incentive grants, and low-interest loans.

- Promote and attract neighborhood retail to support downtown residents.

Goal 3) Simplify the approval process for downtown development and improve departmental and agency coordination.

- Initiate public/private partnerships.
- Identify cooperative property owners/developers and develop key pilot initiatives

**Section 3.** The DIA hereby approves the award of the Food and Beverage Retail Enhancement Grant (FAB-REP), the Sidewalk Enhancement Grant, and the Façade Grant in a total amount not to exceed \$163,000 from the Combined Northbank CRA to the Applicants to be provided in accordance with the applicable Program guidelines and the Term Sheet attached hereto as Exhibit A.

**Section 4.** The Chief Executive Officer of the DIA is hereby authorized to negotiate and execute the Forgivable Loan Agreement(s) or their equivalent 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 of execution of this Resolution by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

Witness

\_\_\_\_\_

W. Braxton Gillam, IV, Esq., Chair

\_\_\_\_\_

Date

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**EXHIBIT A - TERM SHEET**  
**Hardwicks Bar**  
**FAB-REP Forgivable Loan, Sidewalk Enhancement Grant, Façade Grant**

**Project Name:** **Hardwicks Bar**

**(A) Co-applicants (FAB-REP):** **Downtown Bar Concept, LLC (Business Owner/Tenant)**  
 Mr. Elias Hionides Managing Partner  
 Mr. Richard Trendel Broker Partner

**Shoppes of Lakeside, Inc. (Property Owner/Landlord)**  
 Mr. Chris Hiondes, President  
 Ms. Sylvia Jacobs, Registered Agent listed as the point of contact

<b>Total Rehabilitation Costs (estimate):</b>	\$596,156	
<b>Eligible FAB-REP Costs:</b>	\$359,742	
<b>Co-applicant Contribution:</b>	\$259,742	72.2% of Eligible FAB-REP Costs
<b>Maximum FAB-REP Funding:</b>	<b>\$100,000</b>	27.8% of Eligible FAB-REP Costs

**(B) Applicant (Sidewalk Enhancement Grant):** **Downtown Bar Concept, LLC**

Eligible Sidewalk Enhancement Costs:	\$ 21,900	
Maximum Sidewalk Enhancement Grant Funding:	<b>\$ 15,000</b>	68.5% of Eligible Sidewalk Enhancement Costs

**(C) Applicant (Façade Grant):** **Shoppes of Lakeside, Inc.**

Eligible Façade Improvement Costs:	\$ 61,568	
Maximum Façade Grant Funding:	<b>\$ 30,784</b>	50% of Eligible Façade Improvement Costs

**Maximum Total DIA Project Funding:** **\$145,784**

**Project:** Renovations to 100 East Adam Street in accordance with the application received, subject to DIA Board approval, in order to facilitate the operation of a Type III Bar in the premises substantially in accordance with the site layout, equipment outfitting, and design elements found in the business plan submitted with the application. The Business Owner also agrees to minimum employment levels, to operate during expanded hours as detailed further below, and is expected to remain in business in the location at these service levels for a minimum of 5 years.

**DIA Funding:** No more than **\$145,784**, through the Downtown Northbank Combined CRA, as follows:

Type	Total
FAB-REP	\$100,000
Sidewalk Enhancement Grant	\$ 15,000
Façade Grant	\$ 30,784
<b>Total</b>	<b>\$145,784</b>

Infrastructure: No City of Jacksonville or CRA infrastructure funding or support is requested.

Land: No City of Jacksonville or CRA land or building is requested.

Loans: No further City of Jacksonville or CRA loans have been requested.

**(A) FAB-REP Forgivable Loan (grant with clawback):**

- Maximum funding of \$100,000 from the Downtown Northbank Combined CRA.
- Funding will be structured as a grant with a clawback that will amortize at the rate of 20% on each anniversary date of the closing so long as no event of default exists. Each co-applicant will be a party to that grant agreement.
- The co-applicants acknowledge that these grant funds are awarded and shall be used in accordance with the Retail Enhancement Program Targeted Retail Activation: Food and Beverage Establishments guidelines.
- The grant will be secured by a personal guarantee from the managing member of each of the co-applicants in the event of a default under the program or funding agreement.

**Minimum Construction Costs (FAB-REP Grant):**

- The minimum construction costs incurred through completion to remain eligible for the FAB-REP Forgivable Loan are \$359,742. Such costs will exclude soft costs such as General Conditions, General Requirements, Overhead, Insurance, and similar expenditures not contributing to the hard costs of construction.
- The total minimum construction costs shall also exclude costs incurred for furniture and any equipment not affixed to the property. Any equipment affixed to the property included in this total must remain on the property through the compliance period of the grant agreement.
- Minimum contribution from each co-applicant towards the minimum construction costs shall be \$89,936.

**(B) Sidewalk Enhancement Grant:**

- Maximum funding limited to the lesser of 80% of actual costs incurred for equipment to be used in providing outdoor seating and activation as supported by invoices that have been approved by the DIA or \$15,000.
- The grant will amortize at the rate of 33.3% on each anniversary date of the closing so long as no event of default exists with total forgiveness on the third anniversary date.
- Applicant must provide evidence that the lease for the subject property and operation of the subject business is in effect for a period of not less than three years.
- Funding requires evidence of the issuance of a Sidewalk Café permit to the Grantee that would allow the use of the subject sidewalk for the intended purpose.
- Maintain an operating business consistent with the business type as presented in the application.
- Maintain operating hours materially consistent with the days and hours as required herein.
- Property acquired through the Sidewalk Enhancement Grant proceeds must be secured at the end of each day.

**(C) Façade Grant:**

- Maximum funding limited to the lesser of 50% of actual costs incurred as supported by invoices that have been approved by the DIA or \$15,000.
- The Grant will be funded upon submission of a funding request form following completion of the work.
- Work shall be inspected for compliance with the application as submitted, and all invoices must be submitted for satisfactory review and approval by DIA Staff.
- The Grant approval is contingent upon the following:
  1. Only work on the street-facing storefront as outlined in the application submitted is eligible for reimbursement.
  2. Applicant must be in good standing with the City (no unpaid taxes, Municipal Code Compliance outstanding citation on any property of applicant, outstanding defaults on any City contract, or previous uncured grant defaults or non-compliance).
  3. The property being improved may not have any outstanding liens or violations.
  4. Applicant must not be engaged in an active lawsuit with or have an unresolved claim from or against the City or its agencies that is related to the property from which the grant is sought or other similar rehabilitation grants.
  5. Applicant agrees to utilize City-approved JSEBs for renovation work associated with the grant where possible.
  6. Must maintain the improvements in good repair.
  7. If at any point the space is not occupied, the Property Owner shall utilize its best efforts to continue to activate the streetscape. This can be accomplished through temporarily attaching art to the windows, utilizing the storefront space as an art installation or exhibition, or other creative efforts to address street activation.

**Performance Schedule:**

1. Redevelopment Agreement(s) or appropriate grant agreement to be executed no later than 45 days following delivery of the initial draft of that Redevelopment Agreement.
2. Commencement of Construction for the FAB-REP and Façade Improvements: Within three (6) months following the Redevelopment Agreement Effective Date, Applicant commits to commencement of construction, meaning receipt of all required approvals, permitting, and closing on all required financing to allow the start of construction activities and has actually broken ground to begin work.
3. Substantial Completion: Within eighteen (18) months following Commencement of Construction as defined above.
4. The DIA CEO will have authority to extend this Performance Schedule, in the CEO's sole discretion, for up to six (6) cumulative months for good cause shown by the Developer / Applicant. Any extensions to the Commencement Date shall have the same effect of extending the Completion Date simultaneously.

- 5. Expenditures for Sidewalk Enhancement Grant improvements must be made and submitted for reimbursement within 6 months of Substantial Completion of the FAB-REP and Façade improvements.

**Annual Reporting Requirements (FAB-REP Grant):**

- 1. Minimum Hours of Operation to be maintained as:

<b>Weekly Schedule</b>	<b>Open</b>	<b>Closed</b>
Monday	4:00 PM	12:00 AM
Tuesday	4:00 PM	12:00 AM
Wednesday	4:00 PM	12:00 AM
Thursday	4:00 PM	12:00 AM
Friday	4:00 PM	12:00 AM
Saturday	12:00 PM	12:00 AM
Sunday	12:00 PM	12:00 AM

DIA will have the authority to modify the required hours of operation in the event market conditions require the same.

- 2. Minimum number of employees: A minimum of two (2) full-time equivalent employees, defined as working a minimum of 35 hours per week, shall be required for the term of this agreement.
- 3. Additional terms and conditions as may be required and as found in the Redevelopment Agreement or other documentation prepared to establish the obligations for this award.

**Conditions:**

This Term Sheet is limited by the following conditions:

- 1. Downtown Investment Authority to receive copies of all necessary permits and invoices as evidence of eligible expenditures; and
- 2. Annual reporting required to demonstrate compliance with terms and conditions as approved which shall also provide information on the actual employee count for the year; and
- 3. There may be additional terms, conditions, rights, responsibilities, warranties, and obligations for both parties which shall be determined in a later negotiated mutually agreeable written contract.

## SUPPLEMENTAL INFORMATION

**DIA STAFF REPORT**

**RETAIL ENHANCEMENT PROGRAM**

**TARGETED RETAIL ACTIVATION: FOOD AND BEVERAGE ESTABLISHMENTS**

**SIDEWALK ENHANCEMENT GRANT**

**FAÇADE GRANT**

**APRIL 13, 2022**

**Project name:** **Hardwicks Bar**

**Co-Applicants:**

**Downtown Bar Concept, LLC (Tenant)**  
 Mr. Elias Hionides, Managing Partner  
 Mr. Richard Trendel, Partner

**Shoppes of Lakeside, Inc. (Landlord)**  
 Mr. Chris Hiondes, President  
 Ms. Sylvia Jacobs, Registered Agent, listed as the point of contact

**Project Location:** 100 E. Adams St  
 Jacksonville, Florida 32202

**Funding Recommendations:**

Type	Total
FAB-REP	\$100,000
Sidewalk Enhancement Grant	\$ 15,000
Façade Grant	\$ 30,784
<b>Total</b>	<b>\$145,784</b>

**Project Description:**

The co-applicants, Downtown Bar Concept, LLC and Shoppes of Lakeside, Inc., have applied for funding under the Food and Beverage Retail Enhancement Grant (FAB-REP) to renovate and activate the space located at 100 E Adams Street (RE# 073463-0000). In addition, as the Business owner, Downtown Bar Concept, LLC has applied for funding under the Sidewalk Enhancement Grant program, and Shoppes of Lakeside, Inc. has also applied for a Façade grant for the building as the Property Owner.

The co-applicants plan to renovate the interior 3,479 sq ft space into a bar and nightclub to be called Hardwick’s Bar. Plans to rehabilitate the interior of 100 E Adams include a new ceiling, new flooring, bathroom installation, reconfiguration of the demising walls, millwork, HVAC, and equipment for the operation of the business. The subject property is located within the ELBOW district of the Targeted Retail

Activation: Food and Beverage Establishments Program (FAB-REP) adopted by DIA under Resolution 2020-06-01.

This property is shown in property records to be owned by OUR Property, Inc., which was approved for merger into Shoppes of Lakeside, Inc. by the Florida Department of State, Division of Corporations in June 2010. Property taxes have been confirmed to have been paid for the 2021 tax year at the subject location as required.

The rendering below provides a view of the property and expected street-front activation following completion.



**Business Plan Bio:**

The applicant expects Hardwicks Bar to be North Florida’s premier all-inclusive bar and lounge located in Downtown Jacksonville, drawing patrons from the Downtown, Southbank, San Marco, Brooklyn, Riverside, Avondale, and Springfield neighborhoods. In addition, the management team for Hardwicks is confident in their expectations of drawing socially conscious and culturally diverse individuals from Southside, Beaches, Mandarin, Orange Park/Fleming Island, St. Augustine, Amelia Island/Fernandina Beach, and South Georgia. Hardwicks bar is to be located in the historic United Cigar Store Building (est. 1926) and influenced by both the H.J. Klutho-designed Jacksonville Free Public Library and the Taylor Hardwick designed Haydon-Burns Library to the West.

Hardwicks Bar will be operated and managed by Timothy Hoal, formerly of Park Place Lounge, who has more than twenty years of related experience where his emphasis and reputation have been built around

providing excellent customer service. Hardwicks plans to be open to all people who seek to experience community and acceptance fostered by a chic downtown bar and will welcome and capitalize on the influx of Downtown residential developments and find ways to engage all walks of friendly consumers. The name Hardwicks was inspired by the Taylor Hardwick masterpiece now known as the Jessie Ball DuPont Center. Hardwicks plans to partner with local charities like Jasmyn, NFAM, etc., to raise funds to keep their vision possible. One of Hardwicks’ goals is to instill confidence in their guests through perceived value.

**Operating Plan:**

The applicant identifies only two well-known bars catering to the LGBTQIA+ community in Jacksonville: Park Place Lounge in Riverside and The Boot Rack of Avondale. The managing partner of Hardwick’s Baris, Timothy Hoal, is the former manager of Park Place Lounge and is held out as instrumental in its success. Hardwicks Bar plans to have several competitive advantages, beginning with Tim Hoal, who has been working in the bar industry for over 20 years and is reported to have developed a loyal following.

- Experienced Staff – Mr. Hoal’s history and reputation in the business are expected by the applicant to bring a list of engaged, experienced bartenders and hospitality staff who are vying to be involved. Each is anticipated to bring individual talents and a current, existing customer base.
- Outstanding Customer Service – Hardwicks’ employees will be hired based on both their talents in hospitality and having the ability to bring each of their own established customer base followings to Hardwicks Bar.
- Destination -- Hardwicks Bar is expected to bring people from all over the area to downtown Jacksonville, furthering the goals of the DIA and creating a destination for the gay community.
- Proposed hours of operation -- Hardwicks proposes to be open seven days a week. The bar is proposed to open at 4:00 PM on weekdays and noon on weekends, with closing time scheduled for 2:00 AM nightly, which exceeds the minimum FAB-REP Guideline criteria.

<b>Weekly Schedule</b>	<b>Open</b>	<b>Closed</b>
Monday	4:00 PM	2:00 AM
Tuesday	4:00 PM	2:00 AM
Wednesday	4:00 PM	2:00 AM
Thursday	4:00 PM	2:00 AM
Friday	4:00 PM	2:00 AM
Saturday	12:00 PM	2:00 AM
Sunday	12:00 PM	2:00 AM

- Happy Hour is planned for 4:00 PM to 7:00 PM on weekdays and from 12:00 PM to 7:00 PM on weekends.
- Hardwicks will offer premium spirits, local and domestic beers, craft cocktails, and fine wine options.
- Hardwicks proposes a 10-tap beer system with a mix of national brands and rotating taps for local products. Local breweries to be supported by Hardwicks include, but are not limited to, Bold City

Brewery, Ruby Beach Brewing, Engine 15 Brewing Co, Intuition Ale Works, and Aardwolf Brewing Company.

- To further reinforce the image of being a local's bar, local distilleries to be supported by Hardwicks include, but are not limited to, Manifest Distilling, Marlin and Barrel, Saint Augustine Distillery, and Burlock and Barrel.
- The business model of Hardwicks Bar calls for better value at a lower price than neighboring bars in a comfortably fun, chic environment while maintaining strict 18-22% liquor costs, 25-35% wine costs, and 10-20% beer costs, adjusting margins for higher and lower priced wholesale items as needed.
- The Business Owner anticipates creating up to 15 full-time equivalent jobs in the operation of Hardwicks Bar, surpassing the required FAB-REP Guideline minimum of 2 jobs.

**Target Market:**

Hardwicks has a wide scope for its target market. The bar intends to set standards for the nightlife with demographics consistent with the entire LGBTQIA+ community, business professionals, downtown residents, and tourists. Hardwicks Bar can add to the FAB-REP Elbow District activation by bringing nightlife and inclusiveness to downtown for all patrons who appreciate diversity in an upscale area.

**Property Consideration:**

The 100 East Adam Street property has 6,974 square feet broken down into multiple units. Hardwicks Bar will occupy 3,479 square feet on a single-story building with the entrance on the corner of Adams Street and Ocean Street and a second entrance along Ocean Street. The property was originally built in 1926 and is listed as a contributing structure to the Downtown Jacksonville National Historic District, but the property does not have local landmark status. As such, the property is eligible for a \$10 per square foot boost to the FAB-REP funding calculation subject to other guideline caps, as will be covered further in the section on FAB-REP Considerations. Contributing structures do not require approval by HPS or HPC for consideration of FAB-REP incentive funding.

The Landlord/Property Owner is also negotiating with two additional tenants for the space within the property along the Adams Street side of the building that will further activate this prominent corner in the Elbow District. One of those tenants is Insomnia Cookies which caters to late-night crowds and has another successful location in Jacksonville currently, near Tinseltown in the JTB/Southside area. A second tenant is a photography studio that appears to already be in operation. Although neither of those tenants has, nor is expected to, come to DIA for funding of their tenant improvements, the costs associated with fire protection will also benefit those additional units. This is deemed acceptable by DIA staff as there is significant funding availability under the construction budget provided. Further, the additional cost represents a life safety benefit to the tenant co-applicant.



**Operating Budget:**

The pro forma operating budget provided with the application suggests the Business Owner should generate revenue of \$585,000 in year one, representing sales averaging \$1,600 per day. Revenues are shown to 22.2% in year 2 to \$715,000 and \$860,000 by year 3. With a gross margin of 76%, gross profit ranges from \$444,600 to \$653,600 over the three years.

Operating expenses appear to have been carefully considered, centered on salaries and wages, including payroll taxes followed by rent and insurance. Operating expenses range from 56.6% of revenue in year one to 42.2% in year three, reflecting largely variable costs by their nature.

Terms of the lease call for a base rent of \$11.54 square foot plus NNN pass-throughs and sales tax, adding approximately \$3.00 per square foot, with an increase in base rent of \$12.99 by year five. This provides an annual range for rent and associated costs of \$50,400 to \$55,795.

After taxes, net profit is estimated at \$66,562 in year 1, \$136,659 in year 2, and \$209,905 in year 3. Using year two as the first year of stabilization, EBITDA of \$200,080 would be sufficient to cover the debt of approximately \$680,000 over five years with a debt service coverage of 1.3X, assuming an interest rate of 5%.

**FAB-REP Considerations:**

FAB-REP imposes three caps in the determination of the funding recommendation. Funding is limited to the lesser of these three approaches:

- 1) Funding Limitation Per Square Foot: Because bars are considered Type 3 establishments under FAB-REP guidelines, funding is limited to \$40 per square foot, with this project eligible for a \$10 boost per square foot as a contributing structure in the Downtown Jacksonville National Historic District for a total of \$50 per square foot. By this approach, 3,479 eligible square feet would provide maximum funding of  $(3,479 \times \$50) = \$173,950$ .
- 2) Construction Budget Limitation: FAB-REP guidelines limit funding to 50% of eligible costs, totaling \$359,742 in this project. At a 50% margin, funding eligibility by this measure is \$179,871.
- 3) Guideline cap for a Type 3 project is \$100,000

Per FAB-REP guidelines, the maximum funding amount available is the lesser of these three approaches, or \$100,000.

Per program guidelines, the Business Owner (Tenant) and Property Owner (Landlord) are each to provide a minimum of 25% of costs determined to be eligible for funding. With eligible costs totaling \$359,742, this would provide a minimum of \$89,936 for each party. Per information provided by the co-applicants, the Business Owner (Landlord) will provide a minimum of \$200,000 for Tenant Improvements and up to \$250,000 as needed. The FAB-REP incentive is limited to \$100,000, leaving the Business Owner and Property Owner with a joint obligation of \$259,742. With Elias Hionides' common interest in both the Business Owner and the Property Owner, the non-DIA portion of the capital requirements may be met

through any combination of contributions from each party so long as the minimum of \$89,936 from each is maintained.

**Sidewalk Enhancement Grant Considerations:**

Per the BID strategy, additional funds will be available to FAB-REP grant recipients as a Sidewalk Enhancement Grant to reimburse up to 80% of eligible outdoor dining improvement costs but not exceed \$15,000. The Hardwicks Bar Business Owner has provided a separate budget to utilize this grant to create outdoor spaces that enhance the sidewalk experience along the Ocean Street side of the building. The Hardwicks Bar Business Owner has submitted additional plans to include tables, chairs, umbrellas, heavy-duty planter pots with plants, and exterior planter lights. The applicant proposes to chain the outdoor equipment in place to secure the items at the end of each working day.

The Owner estimates this at the cost of \$21,900, of which the grant offer 80% of the cost ( $\$21,900 \times 80\%$ ) = \$17,520, which exceeds the maximum eligible amount. Therefore, the limitation of \$15,000 is imposed for this recommendation.

**Facade Grant Considerations:**

Facade grant Guidelines allow for funding of up to \$30 per square foot of street-facing facade, plus a \$2 square foot boost as a contributing structure within the National Historic District, not to exceed a maximum funding limit of \$75,000. The eligible facade of the subject property along Adams Street and Ocean Street of the subject property totals 1,600 square feet, which provides maximum funding of  $(1,600 \times \$32) = \$51,200$ .

Alternatively, the Façade Grant Program Guidelines provide a limit of 50% of approved costs incurred in making the improvements. As shown in Exhibit A, total eligible costs equal \$61,567 from the budget provided by the Applicant, with expenditures centered in slider or accordion-style windows. This provides a limit of  $(\$61,568 \times 50\%) = \$30,784$ .

As such, the lesser of these two amounts is the \$30,784 for Façade Grant improvements.

**Property Tax Consideration:**

Property taxes are current on the property, and the building is within the defined Elbow District as found in the FAB-REP Guidelines.

**Staff Recommendation:**

Per Retail Enhancement Grant Guidelines, applications are scored using a rubric that rates the business plan and the anticipated contribution to local property taxes and sales taxes. The rating for the subject redevelopment is found below:

A. Business Plan (see point breakdown below) – (up to 40 points)

Categories	Points Available	Points scored
The plan shows good short-term profit potential and contains realistic financial projections	10	8
The plan shows how the business will target a clearly defined market and its competitive edge	5	4
The plan shows that the management team has the skills and experience to make the business successful	10	7
The plan shows that the entrepreneur has made or will make a personal (equity) investment in the business venture	10	7
Number of FTE job positions created in excess of the required two (2) positions	5	4
<b>TOTAL</b>	<b>40</b>	<b>30</b>

B. Expansion of the local property tax base by stimulating new investment in existing Downtown properties (up to 5 points for properties five years and older and an additional 5 points if the property is a historic property (local landmark status or contributing structure status) – maximum of 10 points)

Properties	Points Available	Points scored
100 E Adams (1926)	5	3
Historic Property	5	5
<b>Total</b>	<b>10</b>	<b>8</b>

C. Expansion of the state and local sales tax base by increasing sales for new or existing shops (up to 5 points)

Expansion of sales tax	Points Available	Points scored
Bar Type III	5	4
<b>Total</b>	<b>5</b>	<b>4</b>

<b>Total</b>	<b>55</b>	<b>42</b>
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A minimum score of 30 out of 55 possible points is required to have the proposed project referred to the REPD Committee for funding consideration. With a score of 42, the subject proposal qualifies for consideration by the REPD Committee.

Staff review of the application indicates the proposed project meets the Redevelopment Goals within Downtown Jacksonville as outlined below:

- Reinforce Downtown as the City’s unique epicenter for business, history, culture, education, and entertainment.
  - ✓ Increase the opportunities for Downtown employment.
  - ✓ Protect and revitalize historic assets.

- ✓ Support expansion of entertainment and restaurant facilities.
- ✓ Increase venues, workspaces, and residential opportunities focusing on the Target Area.
- ✓ Create a consistent theme and image that conveys a sense of the excitement and activity Downtown.
- ✓ Focus efforts on drawing many diverse attractions rather than a small number of large ones.
- Increase rental and owner-occupied housing downtown, targeting key demographic groups seeking a more urban lifestyle.
  - ✓ Leverage land contributions, infrastructure investments, incentive grants, and low-interest loans.
  - ✓ Promote and attract neighborhood retail to support downtown residents.
- Simplify the approval process for downtown development and improve departmental and agency coordination.
  - ✓ Initiate public/private partnerships.
  - ✓ Identify cooperative property owners/developers and develop key pilot initiatives.

Based on the information presented in this staff report, DIA staff recommends funding under the application submitted based on the following calculations:

Type	Total
FAB-REP Forgivable Loan	\$100,000
Sidewalk Enhancement Grant	\$ 15,000
Façade Grant	\$ 30,874
<b>Total</b>	<b>\$145,874</b>

**FAB-REP Additional Conditions**

1. No interest shall accrue upon the principal of the total FAB-REP forgivable loan amount with principal forgiven over a five (5) year period.
2. Total principal balance will amortize 20% each year of the compliance period.
3. At the end of five years, the forgivable loan shall be forgiven in its entirety on the condition the improvements are installed and maintained in reasonably good condition, and no City Code violations are incurred during the compliance period.
4. If it is determined that the recipient(s) are in default, interest and full payment of the forgivable loan may be demanded.
5. Further approvals of exterior improvements may be required by the Downtown Development Review Board.

See the Term Sheet, Exhibit A to Resolution 2022-04-11, for additional information on proposed terms and conditions.

**Ex. A – Total Development Costs**

PROJECT BUDGET				
Description	Total	Eligible Costs	Ineligible Costs	Façade Improvement
<b>Construction Costs</b>				
Division 1: General Requirements				
General Conditions	\$ 37,830		\$ 37,830	
Miscellaneous Demolition	\$ 1,300		\$ 1,300	
Dumpster Fee	\$ 1,170		\$ 1,170	
Division 3: Concrete				
Concrete Fill	\$ 14,649	\$ 14,649		
Concrete Curbing	\$ 5,411	\$ 5,411		
Concrete Slab Cutting, Drilling and Repair	\$ 2,594	\$ 2,594		
Division 4: Masonry				
CMU In-Fill at Openings	\$ 917	\$ 917		
Miscellaneous Repairs	\$ 328		\$ 328	
Division 6: Wood & Plastics				
Temporary Shoring	\$ 6,635	\$ 6,635		
Framing Material	\$ 14,781	\$ 14,781		
Framing Labor	\$ 19,656	\$ 19,656		
Rough Carpentry Hardware	\$ 13,104	\$ 13,104		
Division 7: Thermal & Moisture Detection				
Roofing - Repair	\$ 22,000	\$ 22,000		
Miscellaneous Repairs	\$ 5,000		\$ 5,000	
Division 8: Doors & Windows				
Doors and Hardware	\$ 1,147			\$ 1,147
Storefront & Storefront Sliders	\$ 37,408			\$ 37,408
Division 9: Finishes				
Drywall	\$ 15,000	\$ 15,000		
Painting	\$ 10,000	\$ 10,000		
FRP - Bar & BOH	\$ 1,638	\$ 1,638		
Wall Tiles - Bathroom	\$ 4,914	\$ 4,914		
Flooring - Stained Concrete	\$ 5,701	\$ 5,701		
Flooring - Bar & BOH - Epoxy	\$ 2,110	\$ 2,110		
Division 10: Exterior				
Exterior Enhancements	\$ 18,750			\$ 18,750
Division 11: F,F, & E				
Walk-in Refrigerator	\$ 7,500	\$ 7,500		
Signage	\$ 4,263			\$ 4,263
Misc. Equipment	\$ 9,722		\$ 9,722	
Audio Visual	\$ 23,200		\$ 23,200	
POS System	\$ 2,317		\$ 2,317	

**Ex. A – Total Development Costs (Cont.)**

Division 12: Furnishings

Millwork	\$ 31,408	\$ 31,408		
Furniture	\$ 17,221		\$ 17,221	

Division 15: Mechanical Systems

Fire Protection-Underground From Tap to Riser	\$ 12,211	\$ 12,211		
Fire Protection-Commercial Tenant Spaces	\$ 27,498	\$ 27,498		
Fire Protection	\$ 12,399	\$ 12,399		
Plumbing	\$ 35,381	\$ 35,381		
HVAC	\$ 38,277	\$ 38,277		

Division 16: Electrical Systems

Electric	\$ 46,458	\$ 46,458		
Light Fixture Package	\$ 9,500	\$ 9,500		
Overhead	\$ 17,462		\$ 17,462	
Fee	\$ 17,462		\$ 17,462	
Insurance	\$ 3,037		\$ 3,037	

**Total Construction Costs: \$ 557,359**

Architectural & Engineering

Architecture & Engineering	\$ 19,414		\$ 19,414	
Civil Engineer	\$ 2,157		\$ 2,157	

**Total Architectural & Engineering: \$ 21,571**

Development Overhead

Project Contingencies	\$ 17,225		\$ 17,225	
Other				

**Total Real Estate Financing Costs: \$ 17,225**

**Total Project Costs:**

<b>\$ 596,156</b>	<b>\$ 359,742</b>	<b>\$ 174,846</b>	<b>\$ 61,568</b>
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**TAB III.G**  
**RESOLUTION 2022-04-10: FINCANTIERI REV GRANT**

## **RESOLUTION 2022-04-10**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY RECOMMENDING CITY COUNCIL APPROVAL OF A RECAPTURED ENHANCED VALUE GRANT (“REV”) FROM THE COMBINED NORTHBANK CRA IN ACCORDANCE WITH THE TERMS SET FORTH IN EXHIBIT ‘A’ ATTACHED HERETO, FOR FINCANTIERI MARINE REPAIR LLC; AUTHORIZING THE CHIEF EXECUTIVE OFFICER (THE “CEO”) TO NEGOTIATE A REDEVELOPMENT AGREEMENT REGARDING THE SAME BETWEEN THE CITY OF JACKSONVILLE, DOWNTOWN INVESTMENT AUTHORITY, AND FINCANTIERI MARINE REPAIR LLC; AUTHORIZING THE CEO OF THE DOWNTOWN INVESTMENT AUTHORITY TO EXECUTE SUCH AGREEMENT; PROVIDING AN EFFECTIVE DATE.**

**WHEREAS**, a QTI incentive, and the contemplation of a REV grant as described herein, were integral to the decision of Fincantieri Marine Repair LLC (the “Applicant”) in choosing Jacksonville as the site to expand its operations and to establish its newest location; and

**WHEREAS**, the COJ Office of Economic Development processed the QTI application and filed legislation regarding the QTI incentive which was adopted by City Council in 2020 prior to the pending expiration of the state QTI program; and

**WHEREAS**, the Applicant has entered into a long-term commercial lease of approximately 31 acres in the Working Waterfront District within the Combined Northbank CRA of Downtown Jacksonville and proposes to redevelop the property for the purpose of expanding its international and North American shipbuilding and repair business; and

**WHEREAS**, the Applicant is proposing to expend approximately \$30,000,000 on improvements, upgrades, and installation of new equipment at the leased property that will increase the county ad valorem property taxes and tangible personal property taxes over the useful life of the assets; and

**WHEREAS**, the Downtown Investment Authority (“DIA”) is authorized per section 55.108 of the City Ordinance Code, and the adopted BID Plan, to utilize the Tax Increment Finance District Trust Funds to foster the redevelopment of the Downtown Northbank Community Redevelopment Area, to support private capital investment therein, and to support the creation of new jobs within Downtown; and

**WHEREAS**, DIA is proposing a COJ Recapture Enhanced Value Grant, in the amount of \$1,500,000, in accordance with the terms set forth in Exhibit ‘A’ attached hereto; and

**WHEREAS**, the REV Grant annual payments will be funded through the Northside Tax Increment Finance District Trust Fund; and

**WHEREAS**, the DIA Board considered the Applicant's request, in the context of the Tiers Approach as found in the DIA BID Strategy and found the request meets each of the criteria defined therein; and

**WHEREAS**, the DIA finds that this Resolution furthers the following Redevelopment Goals and Strategic Objectives and Benchmarks found in the BID Plan:

Redevelopment Goal No. 1 – Reinforce Downtown as the City's unique epicenter for business, history, culture, education, and entertainment.

Strategic Objectives met or Benchmark contributions:

- Increase the opportunities for Downtown employment.
- Number of Jobs
- Number of Business Establishments
- Tax Value and Impact to TIF and Future Projections
- Annual Private Capital Investments

Redevelopment Goal No. 3 – Simplify the approval process for downtown development and improve departmental and agency coordination.

Strategic Objectives met or Benchmark contributions:

- Initiate public/private partnerships.
- Tax Value and Impact to TIF and Future Projections
- Annual Private Capital Investments

**WHEREAS**, the DIA Board, therefore, recommends approval of a Recaptured Enhanced Value Grant in the amount of \$1,500,000 in accordance with the terms set forth in Exhibit 'A' attached hereto to help support the commercial growth occurring in the Working Waterfront of Downtown Jacksonville.

**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 Board hereby authorizes the CEO of the Downtown Investment Authority to initiate legislation for approval by City Council of a Redevelopment Agreement, or functional equivalents in accordance with the purposes of this Resolution.

**Section 3.** The DIA Board hereby authorizes the CEO of the Downtown Investment Authority to take all action necessary to effectuate the purposes of this Resolution, including the execution of a Redevelopment Agreement, or functional equivalents, providing that such actions incorporate, at a minimum, the terms and conditions contained in Exhibit 'A' to this Resolution 2022-04-10.

**Section 4.** This Resolution, 2022-04-10, shall become effective on the date it is signed by the Chair of the DIA Board.

**WITNESS:**

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

W. Braxton Gillam IV, Esq., Chairman

\_\_\_\_\_ Date

**VOTE:** In Favor: \_\_\_\_ Opposed: \_\_\_\_ Abstained: \_\_\_\_

**Exhibit A:**

**DIA RECAPTURED ENHANCED VALUE GRANT  
TERM SHEET**

**Fincantieri Marine Repair LLC**

**Developer/Applicant:** The applicant, Fincantieri Marine Repair LLC (“Fincantieri,” “Applicant,” or “Tenant”), is a subsidiary of Fincantieri Marine Systems North America under the parent organization, The Applicant has established a location in Jacksonville Florida through a long-term lease from Commodore Point Properties, Ltd. (“Property Owner”) of approximately 31 acres at 2060 E. Adams St. in the Working Waterfront District of Downtown Jacksonville.

**Project:** Applicant is expected to spend approximately \$30 million on improvements to the leased property and will ultimately be conducting repair and maintenance operations on ships and large vessels at the site. Per the terms of the NNN lease, the Applicant is responsible for incremental property taxes incurred on the leased property for increases in the value of the leased property above a level not yet established but estimated at \$5,458,300 (“Minimum Property Value”).

**Total Development Costs (estimate):** \$29,067,799

**DIA Funding:**

Not more than **\$1,500,000** through the City of Jacksonville Downtown Investment Authority as the Northbank CRA, as follows:

REV Grant: The Developer is requesting a REV Grant equal to 50% of the City of Jacksonville portion of the estimated incremental ad valorem taxes generated by the project for a period of 10 years **above the Minimum Property Value, as established in the lease and approved by the DIA.** The total REV grant indebtedness will not exceed \$1,500,000.

Infrastructure: No City of Jacksonville infrastructure improvements are contemplated with this proposal.

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

**Minimum Property Value Increase per the Duval County Property Appraiser:**

- Eligibility for funding under the DIA REV Grant is contingent upon the Minimum Property Value, as established in the lease, increasing by \$5,000,000 or greater per the Duval County Property Appraiser in its annual assessment.

**Additional Commitments:**

- REV Grant payments will be paid annually beginning in any year of eligibility, but such first tax year shall not be later than 2025 (with REV Grant payment made in 2026).
- The payment period will commence with the submission of the first REV payment request and will continue uninterrupted for ten consecutive years thereafter.
- REV Reimbursement shall be made only from increases realized in the City of Jacksonville portion of the ad valorem taxes collected in any eligible tax year.
- Applicant must be in continuous operation at the subject site, subject to force majeure, to be eligible for REV Grant payments for any given tax year.
- The final Minimum Property Value must be established with the Property Owner/Landlord prior to filing the legislation for final approval with the City of Jacksonville City Council.

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

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).

**Note for information purposes only: The City of Jacksonville has previously approved the following incentive for this project:**

Not more than **\$300,000** through the City of Jacksonville as administered by the Office of Economic Development, as follows:

Fincantieri was approved in May 2020 under ordinance 2020-0241 for up to \$300,000 from the City for Qualified Target Industry (QTI) funding in conjunction with State of Florida QTI, which may not exceed \$1,500,000 on a combined basis.

## **SUPPLEMENTAL INFORMATION**

**Fincantieri Marine Repair LLC**

**COJ Recapture Enhanced Value Grant (REV)**

**Staff Report**

**April 20, 2022**

**Applicant:** **Fincantieri Marine Repair LLC,  
a subsidiary of Fincantieri Marine Systems North America**

**Project:** **Fincantieri Shipyard Redevelopment**  
**Program Request:** **COJ Recapture Enhanced Value Grant (REV)**

**Total Development Costs (as presented):** **\$29,067,799**

**Total Development Cost (as underwritten):** **\$21,900,000**

**REV Requested/Proposed:** **\$1,500,000** **50% / 10 years**

**The Project**

Per a recent press release by the applicant, “Fincantieri is one of the world’s largest shipbuilding groups, the only one active in all high-tech marine industry sectors. It is a leader in the construction and transformation of cruise, naval and oil & gas, and wind offshore vessels, as well as in the production of systems and component equipment, after-sales services, and marine interiors solutions. Thanks to the expertise developed in the management of complex projects, the Group boasts first-class references in infrastructures, and is a reference player in digital technologies and cybersecurity, electronics, and advanced systems. With over 230 years of history and more than 7,000 ships built, Fincantieri maintains its know-how, expertise, and management centres in Italy, here employing 10,000 workers and creating around 90,000 jobs, which double worldwide thanks to a production network of 18 shipyards operating in four continents and with over 20,000 employees.” The applicant, Fincantieri Marine Repair LLC (“Fincantieri,” “Applicant,” or “Tenant”), is a subsidiary of Fincantieri Marine Systems North America under the parent organization, Fincantieri S.p.A.

Fincantieri has entered into a lease agreement with Commodore Point Properties, Ltd. for approximately 31 acres in the Working Waterfront District of the Northbank Combined CRA. The initial term of the lease is for 15 years, with two unilateral five-year extension options in favor of the lessee, Fincantieri, and an additional ten-year extension option that requires bilateral agreement between the lessor and lessee.

Plans for the redevelopment of the site by Fincantieri will require capital expenditures approaching \$30 million. Of that total, DIA staff estimates that approximately \$22 million of capital expenditures may result in increased property taxes of an undetermined amount or may otherwise be captured by the Duval County Property Appraiser as Tangible Personal Property and taxed through that channel instead.

The terms of the lease also require Fincantieri to pay any incremental ad valorem property taxes above a base level of property value that is currently being determined by the lessor, Commodore Point. Estimates

made by DIA staff are that the base value will be approximately \$5.4 million, and the lessor agrees that the logic used in reaching that number appears on target.

### **QTI Award**

In 2020, the Office of Economic Development worked with the applicant on a Qualified Target Industry (QTI) Tax Refund with the State of Florida. As approved by the City and the State, the QTI program will provide a tax credit of \$5,000 per job totaling up to a maximum of \$1,500,000. The City of Jacksonville will provide a 20% match to participate in the QTI Program, or \$1,000 per job, totaling up to a maximum of \$300,000. The QTI incentive is administered by the Florida Department of Economic Opportunity in conjunction with the COJ Office of Economic Development and the benefit is paid out in increments of 25% per year after the job is created and wages are verified. Based on the job creation schedule provided, the QTI payout would extend from 2021 to 2028. The commitment of Fincantieri is for the creation of up to 300 new jobs at an average wage of \$59,146 plus benefits, 119% of the State of Florida's Average Wage by no later than Dec. 31, 2024. As such, the annual payroll resulting from the creation of 300 new full-time jobs at an average annual wage of \$59,146 is \$17.7 million (excluding benefits).

### **REV Calculations**

In determining the maximum amount for the REV, DIA staff modeled the estimated increase in ad valorem taxes based on the proposed expenditure of \$21.9 to \$29 million over a ten-year period. The incremental amount of the City portion of ad valorem taxes by this approach is \$1.3 to \$1.7 million, and therefore the maximum payout is set at \$1.5 million.

However, because of the unique nature of improvements being made to the property (as identified in Figure 1. below), the potential impact on the value of the real property is uncertain as the traditional approach of using construction costs as a proxy for the income approach employed by the property appraiser's office are considered less applicable in this circumstance.

**Figure 1. Proposed Improvements**



Further, it is likely that increased taxes will be split between the increased valuation of the real property and new tangible personal property liability imposed on the applicant. Both of these categories of Property taxes (further limited only to the increase in the City of Jacksonville portion of ad valorem) are eligible for reimbursement under the REV commitment.

Further consideration is given with the understanding that payments under the REV are self-funding through taxes as they are paid and limited to the established proportion of the Annual Project Revenue (the incremental amount of the City portion of ad valorem plus tangible personal property taxes). As such, an alternative to establishing a minimum capital requirement is utilized in this proposal. That alternative approach establishes a minimum increase above the Minimum Property Value which must be met before payments of the REV are made in order to achieve a minimum return of 1.0X on both the QTI payments and the REV Payments. That minimum has been established as \$5,000,000 which would generate total Annual Project Revenue of \$601,371 over the ten-year time frame, sufficient to cover the \$300,000 of QTI and the minimum REV payout of \$300,685, 1.0X. Increases in the City's assessment above \$5,000,000 would benefit Fincantieri up to the maximum funding level of \$1.5 million over the ten-year period.

**Recommendation:**

Because the request does not fall under an established DIA Program, analysis using the decision-making criteria established as the tiered approach within the BID Plan is required.

**Tier 1** – The project meets no fewer than two (2) of the seven (7) BID Goals.

As submitted by the applicant, the project is proposed to contribute positively towards:

*Redevelopment Goal No. 1* – Reinforce Downtown as the City's unique epicenter for business, history, culture, education, and entertainment.

Strategic Objectives met or Benchmark contributions:

- Increase the opportunities for Downtown employment.
- Number of Jobs
- Number of Business Establishments
- Tax Value and Impact to TIF and Future Projections
- Annual Private Capital Investments

*Redevelopment Goal No. 3* - Simplify the approval process for downtown development and improve departmental and agency coordination.

Strategic Objectives met or Benchmark contributions:

- Initiate public/private partnerships.
- Tax Value and Impact to TIF and Future Projections
- Annual Private Capital Investments

**Tier 2** - Submit to the DIA information demonstrating the financial need for the incentives proposed.

As Fincantieri considered multiple states and cities for the location of their newest site, incentives were an integral consideration. The QTI portion of the incentive package with the Applicant was considered independently in 2020, as the State of Florida had announced plans to sunset the program by the end of 2020. In the absence of these incentive programs, it is highly likely that Fincantieri may have chosen an alternative location for its operations.

**Tier 3** - The project will positively affect no fewer than four (4) of the BID Performance Measures.

The relocation of Fincantieri to the Working Waterfront provides positive impact on each of the following Performance Measures:

Downtown Economic Indicator

- Employment – The Applicant is expected to generate more than 300 new jobs in the Working Waterfront prior to 2028.
- Residents – By bringing more than 300 new employees Downtown, it is certain that some, if not many, will choose to live in close proximity to their workplace.
- Business Establishments – Fincantieri is new to the Jacksonville market and brings an internationally recognized high-profile corporation to our City.
- Increase Tax Value – Total property taxes are projected to increase by as much as \$4.8 million over the ten-year time frame of the REV proposal, with a \$3.0 million increase to the City of Jacksonville portion collected.
- Hotel Occupancy – As part of an international corporation and a subsidiary of a larger US division, it is certain that the company will bring frequent business travelers to Downtown which will have a positive impact on Hotel Occupancy, in addition to local restaurants and other venues.

Conclusion

The DIA staff recommendation is for the approval of the \$1.5 million REV Grant as outlined in this Staff Report and in accordance with Resolution 2022-11-09 and the Ex A Term Sheet.

**TAB III.H**

**RESOLUTION 2022-04-13: BID AND CRA RATIFICATION**

*(EXHIBIT A TO BE PROVIDED UNDER SEPARATE COVER)*

**RESOLUTION 2022-04-13**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”), AS THE COMMUNITY REDEVELOPMENT AGENCY FOR THE DOWNTOWN NORTHBANK COMMUNITY REDEVELOPMENT AREA AND THE SOUTHSIDE COMMUNITY REDEVELOPMENT AREA, APPROVING AND ADOPTING THE REVISED BUSINESS INVESTMENT AND DEVELOPMENT PLAN INCLUDING THE CRA PLAN AND BID STRATEGY ATTACHED HERETO AS EXHIBIT A; RATIFYING AND CONFIRMING THE REVISIONS MADE BY STAFF TO THE BID PLAN SINCE THE ADOPTION OF RESOLUTION 2022-02-08; AUTHORIZING THE CEO TO FILE LEGISLATION SUBSTANTIALLY IN THE FORM ATTACHED HERETO AS EXHIBIT B AND RECOMMENDING THAT CITY COUNCIL ADOPT SAID LEGISLATION; RECOMMENDING THAT CITY COUNCIL AMEND CHAPTER 656 OF THE JACKSONVILLE CODE OF ORDINANCES SUBSTANTIALLY IN THE FORM OF EXHIBIT C; AUTHORIZING ITS CHIEF EXECUTIVE OFFICER TO TAKE ALL NECESSARY ACTIONS TO EFFECTUATE THE PURPOSE OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, in February 2022, the DIA Board adopted Resolution 2022-02-08 approving the revised BID and CRA plan presented as of that date and authorizing the CEO to file legislation seeking its approval along with certain requested legislative changes identified in that resolution; and

**WHEREAS**, in March 2022, the DIA Board adopted Resolution 2022-03-03 directing the CEO to hire up to 5 additional staff members in order to efficiently and effectively carry out the mission of the DIA at an annual additional cost to DIA not to exceed \$500,000.00; and

**WHEREAS**, pursuant to Resolution 2022-04-05, the DIA Board directed the DIA to amend the FY 21-22 Northbank CRA budget to provide initial funding for a number of new incentive programs and projects, as well as to provide an additional supervision allocation to the DIA general fund budget sufficient to allow the DIA to immediately seek to fill two of the requested positions; and

**WHEREAS**, since February, DIA staff has been editing and revising the BID Plan to ensure internal consistency, to revise the Years Tables to reflect resources available to the Northbank CRA following the MPS Settlement, and to incorporate redevelopment projects contemplated by other plans adopted by the DIA since 2014 such as the LaVilla Heritage Trail called for in the LaVilla Neighborhood Strategy but inadvertently omitted from the February version of the plans presented to the Board; and

**WHEREAS**, the legislation attached hereto as Exhibit B not only incorporates the Ordinance Code changes recommended by Resolution 2022-02-08 but also includes the budget amendment recommended by Resolution 2022-04-05 and the addition of two staff position within the current fiscal year; and

**WHEREAS**, the DIA desires to ratify and approve the revisions made by staff to the BID Plan as attached as Exhibit A and to recommend adoption by City Council of legislation substantially in form of the ordinances attached hereto as Exhibits B and C.

**NOW THEREFORE, BE IT RESOLVED** by the Downtown Investment Authority:

**Section 1.** The recitals set forth above are true and correct and are hereby incorporated herein by this reference.

**Section 2.** The DIA instructs its Chief Executive Officer to forward the Downtown Northbank and Southside CRA Plans to the City’s Planning and Development Department for distribution to the local planning agency and, upon a finding of consistency with the Comprehensive Plan by the City’s local planning agency as required by §163.360(4), Florida Statutes, the DIA hereby adopts the updated and amended Business Investment and Development Plan included as Exhibit A.

**Section 3.** The DIA instructs its Chief Executive Officer to forward the Business Investment and Development Plan included as Exhibit A to the Jacksonville City Council, and to forward the Downtown Northbank and Southside CRA Plans to the St. Johns River Water Management District, the Duval County School Board, and the Florida Inland Navigation District as taxing authorities that level ad valorem taxes on taxable real property pursuant to §163.360(5), Florida Statutes.

**Section 4.** The DIA requests that City Council, as the governing body, hold a public hearing on the Business Investment and Development Plan, which is to include a public hearing on the Downtown Northbank and Southside CRA Plans in accordance with §163.360(6)(a), Florida Statutes.

**Section 5.** The DIA directs its CEO to file legislation substantially in the form of the two ordinances attached hereto as Exhibits B and C.

**Section 6.** The DIA recommends that the City Council adopt ordinances containing all material provisions of the legislation attached hereto as Exhibits B and C including the budget amendments described therein and the addition of two FTE this fiscal year.

**Section 7.** The DIA authorizes its staff to make scrivener and technical corrections and revisions to the CRA Plan and BID Strategy in order to ensure internal consistency of the various documents and sections thereof prior to filing with City Council.

**Section 8.** The DIA authorizes its Chief Executive Officer to take all necessary actions to effectuate the purposes of this resolution.

**Section 9.** This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam IV, Esq., Chairman

\_\_\_\_\_  
Date

VOTE: In Favor: \_\_\_\_ Opposed: \_\_\_\_ Abstained: \_\_\_\_

**BID PLAN TO BE INCLUDED AS EXHIBIT A OF EXECUTED  
RESOLUTION 2022-04-13**

**EXHIBIT B**

*Substantially in the form of the following:*

Introduced by the Council President at the request of the DIA:

**ORDINANCE 2022-**

AN ORDINANCE ADOPTING THE DOWNTOWN INVESTMENT AUTHORITY ("DIA") UPDATED BUSINESS INVESTMENT AND DEVELOPMENT PLAN ("BID PLAN") PURSUANT TO SECTION 55.108(A)(7), ORDINANCE CODE, WHICH INCLUDES (1) AN UPDATE OF THE COMMUNITY REDEVELOPMENT AREA ("CRA") PLANS FOR DOWNTOWN CONSISTING OF THE SOUTHSIDE COMMUNITY REDEVELOPMENT AREA AND THE NORTHBANK DOWNTOWN COMMUNITY REDEVELOPMENT AREA, AND (2) AN UPDATE OF THE BUSINESS INVESTMENT STRATEGY; REQUIRING ALL DEVELOPMENT AND REDEVELOPMENT IN DOWNTOWN TO BE COMPATIBLE AND CONSISTENT WITH THE BID PLAN; AMENDING THE NORTHBANK TAX INCREMENT DISTRICT BUDGET FOR FISCAL YEAR 2021-22 TO TRANSFER \$1,900,000.00 FROM THE METROPOLITAN PARKING SOLUTIONS ("MPS") FINANCIAL OBLIGATION TO THE DOWNTOWN NORTHBANK CRA TRUST: (1) \$72,061.50 IN SUPERVISORY ALLOCATION TO AUTHORIZE AND FUND THE SALARY AND BENEFITS OF TWO FULL TIME EMPLOYEES WITHIN THE DOWNTOWN INVESTMENT AUTHORITY; \$72,938.50 TO NORTHBANK PLAN PROFESSIONAL SERVICES; (3) \$225,000.00 TO NORTHBANK ENHANCED MAINTENANCE; (4) \$500,000.00 TO PROVIDE FUNDING FOR THE NEW NORTHBANK COMMERCIAL REVITALIZATION PROGRAM; (5) \$200,000.00 TO PROVIDE FUNDING FOR THE NEW NORTHBANK SMALL SCALE RESIDENTIAL INCENTIVE;

1 AND (6) \$830,000.00 TO PROVIDE FUNDING FOR THE  
2 LAVILLA HERITAGE TRAIL AND GATEWAY ENTRANCES,  
3 AS INITIATED BY B.T. 22-\_\_\_\_; PURPOSE;  
4 AMENDING THE CITY'S PUBLIC INVESTMENT POLICY  
5 AUTHORIZED BY 2016-382-E, AS AMENDED, TO  
6 REMOVE AND REPLACE THE DOWNTOWN PROGRAMS  
7 INCENTIVES TO BE CONSISTENT WITH THE BID PLAN  
8 INCENTIVES AUTHORIZED HEREBY; AMENDING CHAPTER  
9 55 (DOWNTOWN INVESTMENT AUTHORITY), PART 1  
10 (DOWNTOWN INVESTMENT AUTHORITY), SECTION  
11 55.108 (POWERS AND DUTIES), TO AUTHORIZE: (1)  
12 THE DIA BOARD TO APPROVE PUBLIC INVESTMENT  
13 POLICY INCENTIVES WITHOUT THE NEED FOR CITY  
14 COUNCIL APPROVAL; (2) THE DIA TO APPROVE  
15 RECAPTURED ENHANCED VALUE ("REV") GRANTS  
16 THROUGH THE 2046 TAX YEAR; AND (3) THE DIA  
17 BOARD TO NEGOTIATE, APPROVE AND ENTER INTO, ON  
18 BEHALF OF THE CITY, COST DISBURSEMENT  
19 AGREEMENTS FOR CITY CAPITAL PROJECTS THEN  
20 CURRENTLY IDENTIFIED IN THE CITY'S CAPITAL  
21 IMPROVEMENTS PLAN ("CIP PROJECTS"); AMENDING  
22 CHAPTER 55 (DOWNTOWN INVESTMENT AUTHORITY),  
23 PART 1 (DOWNTOWN INVESTMENT AUTHORITY),  
24 SECTION 55.114 (POWERS AND DUTIES), TO  
25 AUTHORIZE A FORM OF COSTS DISBURSEMENT  
26 AGREEMENT RELATING TO CIP PROJECTS; AMENDING  
27 CHAPTER 122 (PUBLIC PROPERTY), PART 4 (REAL  
28 PROPERTY), SUBPART C (COMMUNITY REDEVELOPMENT  
29 REAL PROPERTY DISPOSITIONS), TO AUTHORIZE THE  
30 DISPOSITION OF REAL PROPERTY HAVING AN  
31 APPRAISED VALUE OF LESS THAN \$250,000 AT LESS

1 THAN THE APPRAISED VALUE, UPON SATISFACTION OF  
2 CERTAIN CONDITIONS, AND TO AUTHORIZE THE DIA  
3 TO DISPOSE OF REAL PROPERTY HAVING AN  
4 APPRAISED VALUE OF UP TO \$1,000,000 WITHOUT  
5 COUNCIL APPROVAL; PROVIDING FOR SEVERABILITY;  
6 PROVIDING FOR LIBERAL CONSTRUCTION;  
7 AUTHORIZING THE COUNCIL AUDITOR'S AND GENERAL  
8 COUNSEL'S OFFICE TO MAKE TECHNICAL AMENDMENTS  
9 TO BID PLAN; PROVIDING AN EFFECTIVE DATE.

10  
11 WHEREAS, the City is a consolidated municipality and county  
12 government for Duval County in the State of Florida, and has and  
13 may exercise the fullest extent of home rule powers conferred upon  
14 municipalities and chartered counties by Article VIII of the  
15 Florida Constitution and Chapters 125 and 166, Florida Statutes;  
16 and

17 WHEREAS, the legislature of Florida has adopted a number of  
18 statutes finding that community redevelopment serves a valid public  
19 purpose for which public assistance may be provided, and that it  
20 constitutes a public purpose to expend public funds for community  
21 redevelopment activities, including, but not limited to, developing  
22 or improving local infrastructure and making grants for the  
23 development of community redevelopment areas in attacking slum and  
24 blight found to be existing in the Downtown Community Redevelopment  
25 Area of the City; and

26 WHEREAS, the City created the Southside Community  
27 Redevelopment Area ("Southside CRA") in 1980, the Northside West  
28 Community Redevelopment Area ("Northside West CRA") in 1981, and  
29 the Downtown East Community Redevelopment Area ("Downtown East  
30 CRA") in 1985; and

31 WHEREAS, pursuant to Ordinance 2000-1078-E, codified at

1 Section 500.114, *Ordinance Code*, the City consolidated the  
2 Northside West CRA and the Downtown East CRA into the "Northbank  
3 Downtown CRA" in order to provide a more flexible framework to  
4 achieve the City's similar objectives in both of those CRA's;

5 **WHEREAS**, the Southside CRA and the Northbank Downtown CRA are  
6 collectively referred to herein as the "Downtown CRAs"; and

7 **WHEREAS**, the City Council determined in 2012 that an update  
8 and consolidation of the two separate community redevelopment plans  
9 existing for downtown Jacksonville was needed to guide development  
10 and redevelopment within the Jacksonville downtown area and  
11 initiated the process by forming the Downtown Investment Authority  
12 ("DIA"), as successor to the Downtown Development Authority and  
13 partly the Jacksonville Economic Development Commission, and  
14 establishing a Board of Directors for the DIA, which was granted  
15 the authority of Community Redevelopment Agency for the Downtown  
16 CRAs pursuant to Ordinance 2012-364-E; and

17 **WHEREAS**, pursuant to Ordinance 2014-560-E, the City adopted a  
18 Business Investment and Development Plan, comprised of a Business  
19 Investment Strategy, the Downtown Northbank CRA Plan, the Southside  
20 CRA Plan, and other exhibits thereto; and

21 **WHEREAS**, pursuant to Section 55.108(a)(7), the DIA Board is  
22 required to review the BID Plan every five years and the Board  
23 retained GAI Consultants ("Consultant") in order to: (1) update  
24 the community redevelopment plans for the Downtown CRAs (the  
25 "Community Redevelopment Plans"), including the incorporation of  
26 other planning initiatives completed after adoption of the initial  
27 BID Plan, the adoption of updated goals and strategic objectives,  
28 and the revision and addition of CRA redevelopment projects, and  
29 (2) update the Business Investment Strategy that provides the  
30 market support for, and establishes criteria for incentive

1 programs, consistent with the updated Community Redevelopment Plans  
2 (collectively, the "BID Plan"); and

3       **WHEREAS**, the Consultant conducted a number of public surveys,  
4 focus groups, stakeholder interviews and workshops, and the Board  
5 and staff of the DIA and DDRB, supported by the Consultant, held a  
6 number of public meetings and public forums in order to solicit and  
7 obtain the views of the citizens of Jacksonville on the issues,  
8 opportunities and vision for the future of downtown and to ensure  
9 that public participation was a meaningful component of the BID  
10 Plan; and

11       **WHEREAS**, after public participation and subsequent review and  
12 refinement by the DIA Board and staff, the BID Plan in accordance  
13 with Section 55.108(a)(7) was developed by the DIA; and

14       **WHEREAS**, the DIA, as Community Redevelopment Agency for the  
15 Downtown CRAs, has complied with the requirements of Chapter 163,  
16 Part III, Florida Statutes, and Chapter 55, Part 3, Ordinance Code,  
17 and the BID Plan conforms to the 2030 Comprehensive Plan for the  
18 City of Jacksonville; and

19       **WHEREAS**, the BID Plan is sufficiently complete to indicate  
20 such land acquisition, demolition and removal of structures,  
21 redevelopment improvements, and rehabilitation as is proposed to be  
22 carried out in the Downtown CRAs; and

23       **WHEREAS**, the DIA (pursuant to the resolution made at its  
24 regular meeting on February 23, 2022, as set forth in the composite  
25 materials placed On File with the Legislative Services Division)  
26 has approved the BID Plan and requests that the Council of the City  
27 of Jacksonville, Florida approve this ordinance;

28       **WHEREAS**, to provide greater efficiency to the development  
29 community, the DIA desires to amend Chapter 55 (Downtown Investment  
30 Authority) Part 1 (Downtown Investment Authority), Section 55.108  
31 (Powers and Duties), to authorize economic incentive packages for

1 Downtown pursuant to the City's Public Investment Policy, as  
2 amended hereby, without further Council approval and provided  
3 funding therefore exists within the appropriate DIA Trust Fund,  
4 approved budget, or by separate Council appropriation, and to  
5 authorize REV Grants with a term extending through the 2046 tax  
6 year; and

7       **WHEREAS**, to better assist the DIA in the implementation of the  
8 BID Plan, the DIA desires to: amend Chapter 122 (Public Property),  
9 Part 4 (Real Property), Subpart C (Community Redevelopment Real  
10 Property Dispositions), in order to provide greater flexibility to  
11 the DIA and streamline the time frame for real property  
12 dispositions within the Downtown Community Redevelopment Area; now  
13 therefore

14       **BE IT ORDAINED** by the Council of the City of Jacksonville:

15       **Section 1. Approval and Adoption of update for the two**  
16 **Downtown Community Redevelopment Area Plans and the Business**  
17 **Investment Strategy (together referred to as the Business**  
18 **Investment and Development Plan "BID Plan").** The Downtown  
19 Community Redevelopment Plan Update and the Business Investment  
20 Plan (collectively, the "BID Plan"), a revised copy of which has  
21 been placed **On File** with the Legislative Services Division, having  
22 been duly received and considered, is hereby approved and adopted  
23 as the plan governing all development and redevelopment within the  
24 Jacksonville Downtown area (as defined in Section 55.305, Ordinance  
25 Code). The Jacksonville downtown area ("Downtown"), which is  
26 coextensive with the Downtown Overlay Zone pursuant to Section  
27 656.361.2, *Ordinance Code*, is comprised of the following districts:  
28 Brooklyn District, LaVilla District, Church (NorthCore) District,  
29 Central Civic Core District (City Center), Cathedral (Cathedral  
30 Hill) District, Sports and Entertainment District, Working  
31 Waterfront District, and Southbank District, all of which are

1 described, shown and delineated in the BID Plan. The BID Plan is  
2 supported by a Jacksonville Downtown Market Feasibility Study, a  
3 copy of which is contained in the BID Plan.

4 **Section 2. All Development and Redevelopment in Downtown**  
5 **Redevelopment Area to be Compatible and Consistent with BID Plan.**

6 All development and redevelopment within the Downtown  
7 Redevelopment Area, including, but not limited to, all public works  
8 projects and streetscape, partnerships with the City that require  
9 funding and all projects requiring permits, shall be compatible and  
10 consistent with the BID Plan goals, policies, and strategies  
11 including the Downtown Zoning Overlay.

12 **Section 3. Appropriation.** For the 2021-2022 fiscal year,  
13 within the City's and Northbank CRA's budget, as applicable, there  
14 is hereby appropriated the indicated sum from the account listed in  
15 subsection (a) to the account listed in subsection (b):

16 (B.T. 22-\_\_\_, attached hereto as **Exhibit 1** and incorporated herein  
17 by this reference):

18 (a) Appropriated from:

19 See B.T. 22-\_\_\_ \$1,900,000.00

20 (b) Appropriated to:

21 See B.T. 22\_\_\_ \$1,900,000.00

22 (c) Explanation of Appropriation - The funding above is being  
23 appropriated to establish the Northbank Commercial  
24 Revitalization Program, the Northbank Small Scale  
25 Residential incentive, the Northbank Parking Screening  
26 Grant incentive, provide funding for the LaVilla Heritage  
27 Trail and Gateways project, increase the Plan  
28 Professional Services budget and increase the Supervision  
29 Allocation as set forth in the updated BID Plan  
30 authorized by this ordinance, and to authorize an  
31 additional supervision allocation for two new full time

1           DIA employees.

2           **Section 4.        Purpose.**    The purpose of the appropriation in  
3 Section 3 is to provide funding in the amount of \$500,000 to  
4 establish the new Northbank Commercial Revitalization Program,  
5 \$200,000 to establish the new Northbank Small-Scale Residential  
6 incentive program, \$225,000 to Northbank Enhanced Maintenance,  
7 provide \$830,000 in funding for the LaVilla Heritage Trail and  
8 Gateways project, increase the Plan Professional Services budget by  
9 \$72,938,50, and increase the Supervision Allocation by \$72,061.50  
10 as set forth in the updated BID Plan authorized by this ordinance,  
11 to authorize and fund salary and benefits of two full time  
12 employees, the first a DIA Parking Strategy Coordinator, and the  
13 second a DIA strategic initiatives coordinator.

14           **Section 5.        Amending the City's Public Investment Policy.**  
15 The City's Public Investment Policy originally authorized by 2016-  
16 382-E, as subsequently amended, is hereby revised to remove the  
17 Downtown Programs incentives and replace them with the Downtown  
18 Programs Incentives consistent with the BID Plan authorized hereby,  
19 consistent with the revised Public Investment Policy placed On File  
20 with the Legislative Services Division.

21           **Section 6.        Amending Chapter 55 (Downtown Investment**  
22 **Authority), Part 1 (Downtown Investment Authority), Section 55.108**  
23 **(Powers and Duties), Ordinance Code.** Chapter 55 (Downtown  
24 Investment Authority), Part 1 (Downtown Investment Authority),  
25 Section 55.108 (Powers and Duties), Ordinance Code, is hereby  
26 amended to read as follows:

27                   **CHAPTER 55.   DOWNTOWN INVESTMENT AUTHORITY**

28                   **PART 1.     DOWNTOWN INVESTMENT AUTHORITY**

29                                   \* \* \*

30           **Sec. 55.108.   Powers and Duties.**

1 (a) The Board shall have the following powers and duties, subject  
2 to appropriated funds, within Downtown:

3 \* \* \*

4 (8) Implement the BID Plan, and negotiate and grant final  
5 approval of downtown development and redevelopment agreements,  
6 grant agreements, license agreements, and lease agreements,  
7 including retail, commercial and ground lease agreements, subject  
8 to the Authority's budget without further action of Council, in  
9 furtherance of the BID Plan. The Board may approve Recapture  
10 Enhanced Value ("REV") Grants of up to seventy-five (75%)  
11 authorized in accordance with the BID Strategy criteria through the  
12 2046 tax year, payable in 2047, without Council approval, and the  
13 Mayor, or his designee, is authorized to enter into the applicable  
14 development or redevelopment agreements with the DIA and third  
15 party recipients for the purposes of acknowledging the City's  
16 payment obligations under a REV Grant the term of which extends  
17 beyond the expiration date of the applicable Trust Fund, as  
18 successor in interest to the DIA.

19 (9)a. Negotiate economic incentive packages for Downtown, just  
20 as OED does for areas outside of Downtown, and monitor compliance  
21 of the same pursuant to the City's approved Public Investment  
22 Policy, as may be amended from time to time, regarding Programs 1  
23 through 27 contained in the BID Strategy document, with the  
24 assistance of the Economic Development Officer, without Council  
25 approval, unless otherwise required in the BID Strategy, and  
26 provided sufficient funds exist within the appropriate Trust Fund,  
27 the DIA's approved budget, or by separate Council appropriation.~~and~~  
28 ~~subject to the approval of Council.~~ The updated Public Investment  
29 Policy dated June 28, 2016 was made operational by ~~the 2006 JEDC~~  
30 ~~Public Investment Policy Manual~~ Ordinance 2016-382-E, and as

1 amended from time to time is hereby incorporated into the BID Plan  
2 by reference.

3 \* \* \*

4 (14) Approve and execute all contracts and other documents,  
5 adopt all proceedings, and perform all acts determined by the Board  
6 to be necessary or desirable to carry out the purposes of this  
7 Chapter, unless expressly subject to the approval, ~~where~~  
8 ~~applicable,~~ of the City Council. The Board may authorize the CEO to  
9 execute contracts and other documents on behalf of the Board. The  
10 DIA shall forward executed final copies of all agreements and  
11 exhibits electronically to the Office of General Counsel for  
12 additional retention.

13 \* \* \*

14 **Section 7. Amending Chapter 55 (Downtown Investment**  
15 **Authority), Part 1 (Downtown Investment Authority), Section 55.114**  
16 **(Form Agreements; Redevelopment Agreements), Ordinance Code.**  
17 Chapter 55 (Downtown Investment Authority), Part 1 (Downtown  
18 Investment Authority), Section 55.114 (Form Agreements;  
19 Redevelopment Agreements), Ordinance Code, is hereby amended to  
20 read as follows:

21 **CHAPTER 55. DOWNTOWN INVESTMENT AUTHORITY**

22 **PART 1. DOWNTOWN INVESTMENT AUTHORITY**

23 \* \* \*

24 **Sec. 55.114. Form Agreements; Redevelopment Agreements.**

25 (a) The Authority may execute the form agreements approved via  
26 Ordinance 2014-560-E with any person or public bodies in  
27 accordance with this Part without further Council approval. The  
28 Authority may also execute redevelopment agreements, grant  
29 agreements, incentive agreements, and use rights such as  
30 easements, leases, and licenses, all containing terms approved by

1 the Board, which agreements shall contain the following  
2 provisions:

3 (1a) Public funds shall be kept by the person or public  
4 body in a separate bank account for DIA and/or City monitoring  
5 purposes;

6 (2b) The DIA and/or City shall have the right to access and  
7 review all documents and expenditures of a person or public body  
8 regarding the agreement;

9 (3e) Adequate financial records shall be provided to the  
10 DIA and/or City by the person or public body;

11 (4d) With respect to any construction projects, a draw  
12 schedule shall be used that ties the funding to the progress of the  
13 construction;

14 (5e) With respect to construction projects, the person or  
15 public body shall provide the City with monthly construction  
16 reports;

17 (6f) Indemnity provision in favor of the DIA and the City,  
18 subject to the approval of the Office of General Counsel and City  
19 Risk Management Division; and

20 (7g) Such insurance provisions as approved by the City Risk  
21 Management Division.

22 All such agreements shall be prepared, reviewed and approved by the  
23 Office of General Counsel as to both form and legality, prior to  
24 execution by any party.

25 (b) The Authority, or it's designee, may execute cost  
26 disbursement agreements on behalf of the City substantially in the  
27 form placed On File with the Legislative Services Division, with  
28 such changes as approved by the CEO, the Department of Public

1 Works, and the Office of General Counsel, for Capital Improvement  
2 Projects then currently identified in the City's Capital  
3 Improvement Plan ("CIP") and provided: (i) such agreements shall be  
4 subject to a lawful appropriation of funds to the applicable  
5 Capital Improvement Project and no additional funds are required;  
6 (ii) the applicable developer shall be obligated to cover all cost  
7 overruns for the applicable project; and (iii) the Capital  
8 Improvement Project will be funded no earlier than the year as set  
9 forth in the CIP.

10           Section 8.           Amending Chapter 122 (Public Property), Part 4  
11 (Real Property), Ordinance Code. Chapter 122 (Public Property),  
12 Part 4 (Real Property), Section 122.434 (Procedure for disposition  
13 of Community Development Property, Ordinance Code, is hereby  
14 amended to read as follows:

15                           CHAPTER 122. PUBLIC PROPERTY

16                                   \* \* \*

17                                   PART 4. REAL PROPERTY

18   \* \* \*

19           SUBPART C.           COMMUNITY REDEVELOPMENT REAL PROPERTY

20                                   DISPOSITIONS

21           Sec. 122.434. Procedure for disposition of Community  
22                                   Development Property.

23   \* \* \*

24           (d) A notification of intention to accept a proposal for  
25 redevelopment or rehabilitation must be filed with the City Council  
26 of the City of Jacksonville not less than 30 days prior to any such  
27 acceptance, in accordance with Florida Statutes Section 163.380.  
28 Thereafter, the DIA, acting as the community redevelopment agency,  
29 and the Mayor, may execute such contracts, and the Mayor may  
30 execute and deliver deeds, leases, and other instruments and take  
31 all steps necessary to effectuate such contracts; provided however,

1 that where the sales price of the property to be disposed equals or  
2 exceeds the appraised value of the property and is greater than  
3 \$1,000,000~~25,000~~, then ~~the~~ Council approval of shall approve the  
4 sales contract must be obtained by ordinance prior to execution of  
5 the documents by the Mayor and DIA.

6 (e) Consistent with the notice and execution requirements set  
7 forth in subsection (d) above, the DIA is authorized to dispose of  
8 property for a sales price less than the appraised value, provided:

9 (1) the appraised value of the property does not exceed  
10 \$250,000;

11 (2) the return on investment to the City is greater than  
12 or equal to 1, as verified by the Council Auditors Office; and

13 (3) the "fair value" of the property pursuant to Section  
14 163.380(2) is equal to or greater than the sales price.

15 (f) For property having an assessed value of \$25,000 or less,  
16 the DIA and Mayor, consistent with this subsection, may convey such  
17 properties irrespective of fair market value.

18 (ge)The purchasers or lessees and their successors and assigns  
19 shall be obligated to devote the use of such real property only to  
20 the uses specified in the community redevelopment plan and may be  
21 obligated to comply with such other requirements as the City or the  
22 DIA may determine to be in the public interest, including the  
23 obligation to begin any improvements on such real property required  
24 by the community redevelopment plan within a reasonable time.

25 (h~~f~~)The disposal of property in a community redevelopment area  
26 which is acquired by eminent domain is subject to the limitations  
27 set forth in Florida Statute Section 73.013.

28 (i~~g~~)The DIA may provide in any instrument of conveyance to a  
29 private purchaser or lessee that such purchaser or lessee is  
30 without power to sell, lease, or otherwise transfer the real  
31 property without the prior written consent of the DIA until the

1 purchaser or lessee has completed the construction of any or all  
2 improvements which it has obligated itself to construct thereon.

3 (j)Real property acquired by the City and the DIA is to be  
4 transferred as rapidly as feasible in the public interest,  
5 consistent with the provisions of the community redevelopment plan.

6 (k)Any contract for such transfer and the community  
7 redevelopment plan, or such part or parts of such contract or plan  
8 as the DIA may determine, may be recorded in the land records of  
9 the clerk of the circuit court in such manner as to afford actual  
10 or constructive notice thereof.

11 (l)Subject to the provisions of duly enacted ordinances or  
12 otherwise directed by Council, all proceeds from the sale or  
13 disposition of public property designated in the Business  
14 Investment and Development Plan set forth in Section 55.306(d)  
15 pursuant to this subpart that occur within Downtown, less all costs  
16 associated with such sale or disposition, shall be deposited in the  
17 Redevelopment Special Revenue Fund of the Downtown Investment  
18 Authority, as created in Section 111.640, Ordinance Code, and shall  
19 be expended specifically for the purposes as set forth in such  
20 Section.

21 **Section 9. Severability.** If any section, clause,  
22 sentence, or provision of this act or the application of such  
23 section, clause, sentence, or provision to any person or bodies  
24 or under any circumstances shall be held to be inoperative,  
25 invalid, or unconstitutional, the invalidity of such section,  
26 clause, sentence, or provision shall not be deemed, held, or  
27 taken to affect the validity or constitutionality of any of the  
28 remaining parts of this act, or the application of any of the  
29 provisions of this act to persons, bodies, or in circumstances  
30 other than those as to which it or any part thereof shall have  
31 been inoperative, invalid, or unconstitutional, and it is



**EXHIBIT C**

*Substantially in the form of the following:*

AN ORDINANCE AMENDING VARIOUS SECTIONS OF SUBPART H (DOWNTOWN OVERLAY ZONE AND DOWNTOWN DISTRICT USE AND FORM REGULATIONS), PART 3 (SCHEDULE OF DISTRICT REGULATIONS), CHAPTER 656 (ZONING CODE), *ORDINANCE CODE*; AMENDING SECTION 30.204 (FUNCTIONS), PART 2 (PLANNING COMMISSION), CHAPTER 30 (PLANNING AND DEVELOPMENT DEPARTMENT), *ORDINANCE CODE*; PROVIDING AND EFFECTIVE DATE.

Section 1. Amending Chapter 656 (Zoning Code), Part 3 (Schedule of District Regulations), Subpart H (Downtown Overlay Zone and Downtown District Use And Form Regulations), *Ordinance Code*, as follows:

CHAPTER 656. - ZONING CODE

\* \* \*

Part 3. - Schedule of District Regulations.

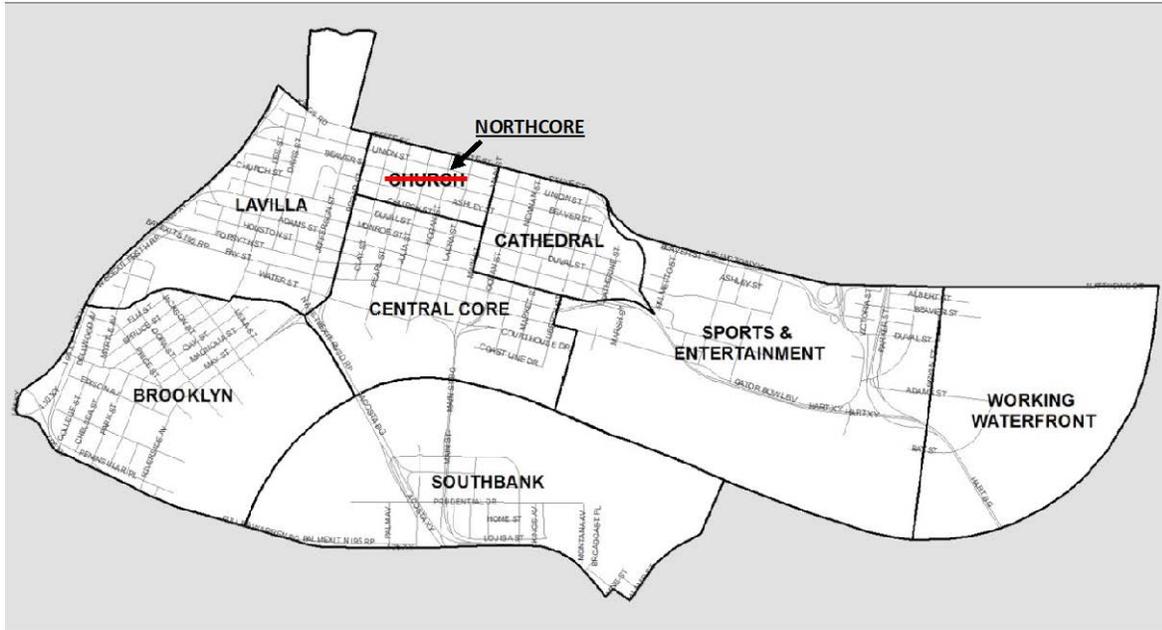
\* \* \*

Subpart H. - Downtown Overlay Zone and Downtown District Use and Form Regulations.

\* \* \*

Sec. 656.361.2. Downtown Overlay Zone Map and Boundaries.

The boundaries of the Downtown Overlay Zone and its Overlay Districts (Overlay Districts or Districts) are shown on the Downtown Overlay Zone Map below.



# DOWNTOWN OVERLAY DISTRICTS



More specifically, the Downtown Overlay Zone boundaries are coextensive with the jurisdictional boundaries of the Downtown Investment Authority, which is described in Sec. 55.105, Ordinance Code, and includes all land within the following boundaries:

\* \* \*

*LaVilla District:* Beginning at the centerline of Broad Street and the centerline of State Street; thence northerly along said centerline line of Broad Street 1,726.25 feet to a point as defined in the legal description prepared by Sunshine State Surveyors, Inc., dated September 24, 1990 on the Blodgett Homes site housing the State Regional Service Center; thence westerly along said line as referenced in the above survey to the centerline of Davis Street; thence southerly along said centerline of Davis Street to the centerline of Kings Road; thence westerly along said centerline of Kings Road to the northerly line of Interstate 95; thence southerly along the westerly right-of way line of Interstate 95 to the centerline of McCoy's Creek; thence southerly along the centerline of McCoy's Creek to the centerline of Park Street; thence northwesterly and westerly along the centerline of Park Street to the centerline of the Florida East Coast Railroad; thence southeasterly and easterly along the centerline of the Florida East Coast Railroad to the centerline of the Acosta Bridge

and the centerline of Broad Street; thence northerly along the centerline of Broad Street to the point of beginning.

~~Church~~ NorthCore District: Beginning at the centerline of Broad Street and the centerline of State Street; thence easterly along the centerline of State Street to the centerline of Main Street; thence southerly along the centerline of Main Street to the centerline of Church Street; thence easterly along the centerline of Church Street to the centerline of Broad Street; thence northerly along the centerline of Broad Street to the point of beginning.

\* \* \*

**Sec. 656.361.3. Definitions.**

The definitions contained in Part 16 of the Zoning Code shall apply. Those terms which are specific to this Subpart H are defined as follows:

\* \* \*

*Streetscape* means the visual character of a street as determined by various elements such as structures, landscaping, open space, natural vegetation and view.

Structured parking means parking for vehicles in a structure, and includes ground level parking covered by a building, but does not include a shade structure.

\* \* \*

**Sec. 656.361.5. Use Regulations.**

**Sec. 656.361.5.1. Uses Permitted Generally-Applicable to all Overlay Districts Zoned CCBD.**

The use provisions in the various Overlay Districts are exclusive and a use not included under permitted or permissible uses shall be prohibited in the District. The following uses are permitted throughout Downtown (in all Overlay Districts) for parcels zoned CCBD:

\* \* \*

- D. ~~Restaurants, including without the sale of beer, wine or other alcoholic beverages in all Overlay Districts. In all Overlay Districts with the exception of the Church District,~~ restaurants, with the retail sale and service of all alcoholic beverages, for on-premises consumption, but not drive-in or drive-thru facilities. The minimum distance limitations in

Part 8 (Alcoholic Beverages) of the Zoning Code shall not apply to this use ~~except within the Church District.~~

- E. Banks, loan companies, mortgage brokers, stockbrokers and similar financial institutions.
- F. All types of professional and business offices, union halls and similar uses (excluding day labor pools).
- G. Schools, colleges, universities, business, trade or vocational schools.
- H. Art galleries, museums, community centers, dance, art or music studios, and similar uses.
- I. Hotels and motels, bed and breakfasts.
- J. Floral, fruit, vegetable, poultry or fish markets.
- K. In all Overlay Districts, with the exception of the ~~Church NorthCore~~ District, entertainment establishments or facilities, including nightclubs, billiard parlors, dance halls, and private clubs, etc. with or without the retail sale and service of all alcoholic beverages for either on-premises or off-premises consumption, or both, (but not adult entertainment or dancing entertainment establishments) and with no minimum ~~liquor~~ distance limitations outlined in Part 8 (Alcoholic Beverages) of this Chapter 656.~~between a church and such establishment except within the Church District.~~
- L. Automobile parking garages.
- M. Multiple-family dwellings as standalone uses or as part of a mixed-use building, and dormitories when in conjunction with a college or university.
- N. Housing for the elderly, Assisted Living Facilities (ALF) and nursing homes.
- O. Day care or adult care centers meeting the performance standards and development criteria set forth in Part 4.
- P. Churches, places of worship, and other places of assembly including a rectory and similar uses, providing that minimum ~~liquor~~ distance limitations outlined in Part 8 (Alcoholic Beverages) of this Chapter 656 do not apply ~~except within the Church District.~~
- Q. Medical or dental clinics.
- R. Medical or dental laboratories when incorporated within a medical or dental clinic.
- S. Marinas.
- T. Public utilities such as lift stations, pump stations, wells, electric substations and chilled water plants (but not a hazardous waste transfer station).

- U. ~~In All Overlay Districts With the Exception of the Church District:~~ An establishment or facility in which beer, wine, or other alcoholic beverages, as those terms are defined in Chapter 561 through Chapter 565, Florida Statutes, are produced for on-site consumption and off-site sales that meet the following criteria: (1) Beer production not to exceed 10,000 barrels (310,000 gallons), and off-site sales to a state licensed wholesaler not to exceed 75 percent of production; (2) An on-site retail sales and service area shall comprise at least ten percent of the gross square foot area of the facility; and (3) The on-site retail sales and service area shall be accessible from the main public entrance, identified for access by the public. Part 8 (Alcoholic Beverages) of this Chapter 656 shall not apply to this use.
- V. ~~In All Overlay Districts With the Exception of the Church District:~~ Within the Private Realm (not within the right-of-way), permanent or restricted outside sale and service of food and beverages, including beer, wine and alcohol, meeting the performance standards and development criteria set forth in Part 4 of this Chapter 656. Within the Public Realm, outside sale and service of food and beverages, including beer, wine and alcohol, meeting the requirements of Part 8 (Downtown Sidewalk Cafes) of Chapter 250. Part 8 (Alcoholic Beverages) of this Chapter 656 shall not apply to this use ~~except as measured to uses within the Church District.~~

\* \* \*

AA. Homeless centers and rescue missions that exist as of March 1, 2019; provided, however that: by July 1, 2024, all of these existing facilities must have all activities, including waiting or queuing lines, in a completely enclosed structure; and, these existing facilities may not be expanded in scope or footprint unless such structural expansion is directly related to enclosing space for the activities, waiting or queuing lines.

BB. Parks.

CC. Distribution of artisan or craft merchandise, other than beer, wine or alcohol, when in conjunction with a retail or restaurant use with an on-site point of sale, where distribution and storage is equal to or less than 50% of the total business/building area, or 10,000 square feet, whichever is less.

**Sec. 656.361.5.2. Uses Regulated by District.**

\* \* \*

C. ~~Church~~ NorthCore District.

1. *Bonus uses.*

- (a) Detached Single-Family Homes.
- ~~(b) Sale and service of beer, wine or alcohol for on-premises consumption, only when in conjunction with a bona fide restaurant and provided that:
  - (1) At least 51 percent of the gross revenue of the restaurant must be from the sale of food and non-alcoholic beverages;
  - (2) There is no outside sale or service of food or drink either as a sidewalk café or within the property boundaries, other than a rooftop restaurant meeting these standards which allows no amplified music;
  - (3) Service of full course meals is available at all times beer, wine or alcohol is being served; and
  - (4) Roll up doors or movable walls open to the street frontage with service visible are prohibited.~~
- ~~(c) Restaurants that do not engage in the sale and service of beer, wine or alcohol for on-premises consumption, may provide outdoor sales and service of food and non-alcoholic beverages, either meeting the criteria of Chapter 250, Part 8 (Downtown Sidewalk Cafés), or within the Private Realm.~~
- (db) Warehousing storage or distributorship businesses when in conjunction with an on-site point of sale, and where the total operation does not require more than 10,000 square feet or where the warehousing, storage or distribution business is equal to or less than 75 percent of the total building area, whichever is less.

\* \* \*

**Sec. 656.361.6.2. Private Realm Regulations.**

New development and redevelopment of existing structures should contribute to the creation of a coherent, well-defined and active public realm that supports pedestrian activity and social interaction, and to the creation of a well-organized and functional private realm that supports the needs of tenant businesses and residents. New development and redevelopment also should contribute to a visually and functionally integrated pattern of development that reads as a consistent and attractive whole. Thus, the general building forms and functions and how they are organized on the site and in relation to surrounding development have as much to do with the area's character and function as a building's aesthetic characteristics.

A. *Build-to lines/Lot Frontage.*

\* \* \*

2. *Build-To Requirements for all new buildings:*

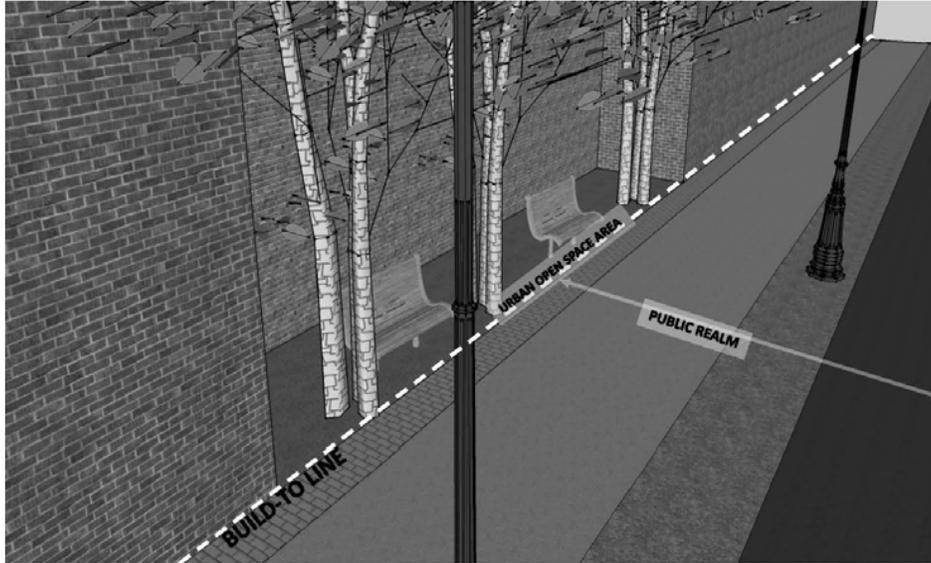
\* \* \*

Illustration

6.2.A

Build-To

Line



(m) For residential use units at street level on the street frontage: In order to provide ample visual separation between the residential unit and the public realm, the first floor shall be either:

(1) Raised a minimum of three feet above the sidewalk; but no greater than six feet, or one foot above the minimum flood elevation; whichever is greater; or

(2) Set back from the required Pedestrian Zone interior edge the lesser of the setback required to align with the front plane of other residential structures on the street or set back a distance of between five feet and 15 feet, exclusive of stairs that are used to access the dwelling unit. The setback area shall be developed as Urban Open Space or otherwise enhanced to improve the aesthetic appearance from or engagement with the Pedestrian Zone. An example of pedestrian engagement close to the Pedestrian Zone might be an open front porch.

(3) Access to ground-floor residential units shall be directly from the street to promote active residential street frontage. Stoops, front porches, porticos, and/or forecourts shall be

incorporated to buffer residential uses and provide pedestrian interest.

\* \* \*

C. *Building Massing and Form.*

\* \* \*

2. *Requirements:*

\* \* \*

(c) Block modulation.

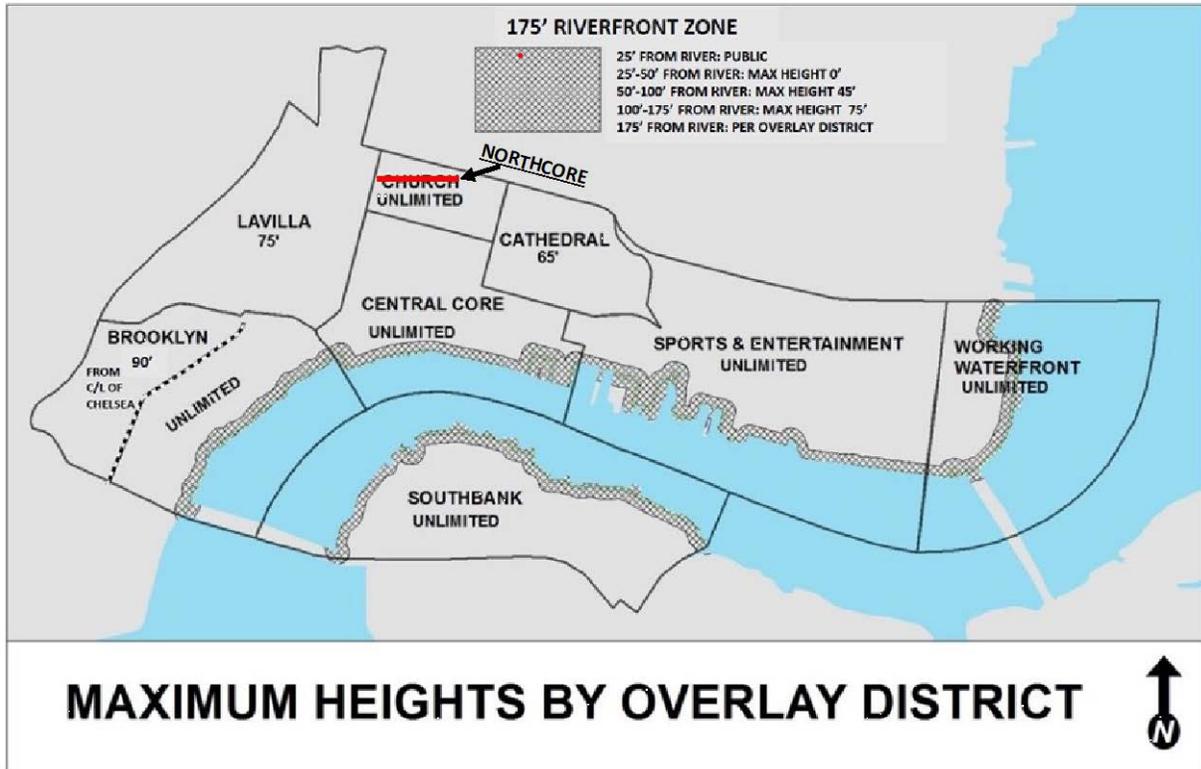
- (1) Full block building developments shall be broken up into distinct volumes that are in proportion to one another, while preserving the integrity of the building's design, and create transitions in bulk and scale.
- (2) Repetitive elements or monolithic treatments that create a half- or full-block massing or appearance shall be avoided. Large scale building facades where the total building length is greater than 250 feet fronting a street, shall include a substantial façade modulation or a building mass separation.
- (3) Building design shall use a variety of color, material and texture in order to express variety, avoid monotony and distinguish different building volumes.

\* \* \*

D. *Height of Buildings and Structures.*

1. *Purpose and intent:* It is the intent of this subsection to provide the greatest flexibility in creativity and design of individual projects while still respecting the surrounding character of existing patterns of development.
2. *Requirements:* The height of buildings and structures is unlimited within the Overlay Zone with the following exceptions:
  - (a) Brooklyn District - 90-foot height limit from the centerline of Chelsea St. to Interstate 10, as shown on Map 6.2.D, below;
  - (b) LaVilla District - 75-foot height limit;
  - (c) Cathedral District - 65-foot height limit;
  - (d) Waterfront Design and River Views - See subsection 656.361.6.2.H.

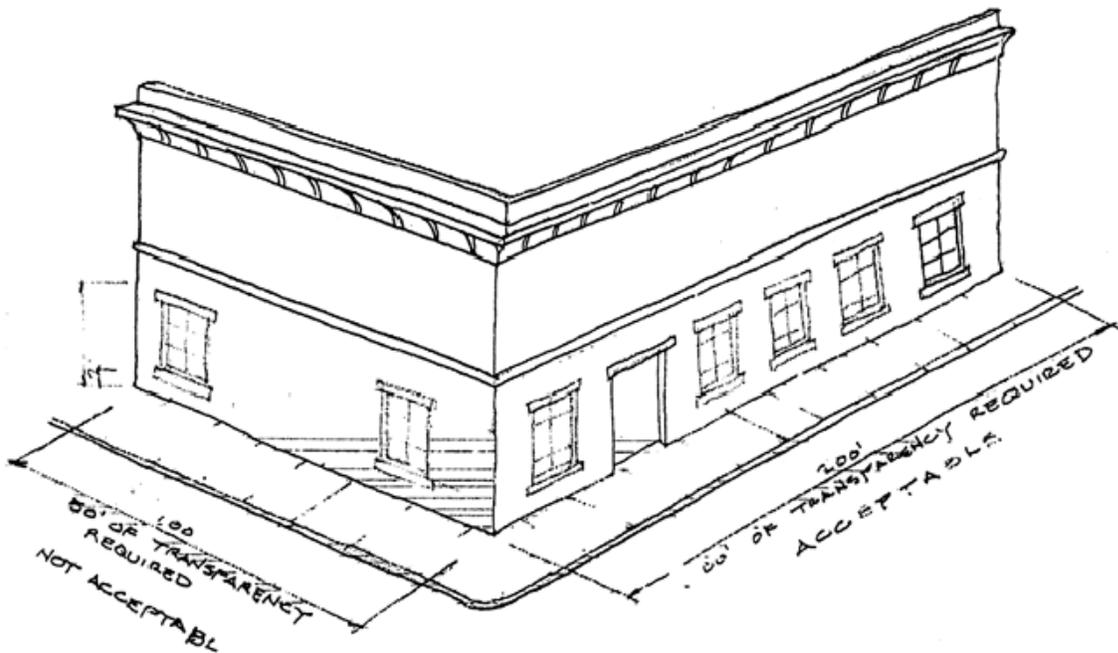
Map 6.2.D



\* \* \*

G. *Transparency.*

1. *Purpose and Intent:* The urban environment will be enhanced by minimizing the area of blank wall space on the ground-floor level. The purpose of the transparency requirement is to encourage continuity of retail and pedestrian consumer service uses and to provide a pleasant, rich, and diverse experience for pedestrians by visually connecting activities occurring within a structure to adjacent sidewalk and Riverwalk areas, prohibiting fortress-like façades at the street level and avoiding a monotonous environment. All buildings and structures with street or waterway frontage shall meet, as shown in Figure 6.2.G, below, the following requirements.



2. Requirements:

- (a) At least 50 percent of each new or re-constructed building façade, between the height of two feet and ten feet above the sidewalk or Riverwalk grade shall be transparent.
- (b) Uses which can be seen from the sidewalk inside the building within the required transparency area shall be habitable space, or space able to be occupied, and shall not be devoted to parking areas, truck loading areas, vehicular access ways, or storage.
- (c) The required transparency area shall not apply to those portions of building frontage with ground floor residential units located fronting the sidewalk, ~~or to a parking garage or surface parking integrated into a residential building where the parking at ground level is no more than 75% of any street frontage and is screened in whole or part by landscape material or other architectural treatments that soften the space for pedestrians.~~

\* \* \*

H. Waterfront Design and River Views: setbacks, height and access corridors.

\* \* \*

3. *Setback from River parallel to the Waterfront.* Public access along the riverfront, as well as preservation of river views and pedestrian scale parallel to the waterfront shall be maintained by adherence to the following:

(a) Consistent with the adopted Community Redevelopment Area Plans for Downtown Northbank and Southbank, and with the exception of free-standing waterfront restaurants, including restaurants with open-air dining over the water as described below, a 50-foot minimum setback from the St. Johns River's water edge shall be enforced. This setback may be achieved by providing an average building or vertical structure setback of 50 feet from the bulkhead or mean high water line, with a minimum setback of 40 feet in all locations. No building element or vertical structure that reduces the setback to less than 50 feet may extend more than 50 feet in length parallel to the waterfront, and other portions of the same building shall be setback beyond 50 feet in order to achieve the average setback of 50 feet across the entire building frontage. This waterfront setback is Zone A, from the water's edge measured from the waterside face of the bulkhead or the rip-rap revetment at the Mean High Water Line ("MHWL") extending landward of the river, as established at the time of request for a building permit and DDRB review, as shown in Table 6.2.H and Map 6.2.H below.

\* \* \*

(e) In Zone A, outside of the 25-foot band closest to the water, Zone A may be activated with non-permanent structures and furnishings such as tables, chairs and umbrellas that are completely open and accessible to the Riverwalk for use with cafes, bars and the like located outside of Zone A; Urban Open Space amenities such as fountains and public recreational amenities of a height no greater than 18 feet (entirely open to the public without charge); and private accessory uses not to exceed four feet in height, and fully visible from the Riverwalk such as swimming pools, patios, putting greens and other horizontal private outdoor recreational amenities in which case a transparent fence may be allowed no closer to the water than 26 feet from the bulkhead or MHWL separating the private uses from the Riverwalk easement.

(f) Free-standing waterfront restaurants. Waterfront restaurants, including waterfront restaurants that utilize the open-air dining over sovereign submerged

lands option provided by Rule 18-21.004, Florida Administrative Code, are exempt from the 50-foot setback requirement so long as all of the following criteria are met:

(1) the width of the building, or width of a structure blocking the view to the waterfront is not greater than 75-feet;

(2) the restaurant must be open to the general public with no qualifying requirements, such as club membership, stock ownership, or equity interest;

(3) the restaurant is prohibited from blocking a View and Access Corridor; and

(4) only one (1) exempt restaurant is allowed between any two View and Access Corridors.

4. *Height Zones parallel to the Waterfront.* Preservation of river views and pedestrian scale parallel to the waterfront shall be maintained. ~~Adherence~~ Other than for the exemption for a free-standing waterfront restaurant which shall not be required to be calculated in the volume bonus, adherence to the following criteria shall constitute a "safe harbor" that the intent of the Regulation has been achieved without the need for a Deviation:

\* \* \*

- (b) Furthermore, consistent with the goal of encouraging narrower buildings and greater open space adjacent to View and Access Corridors, an additional volume bonus, as depicted in Illustration 6.2.H, below, shall be available for open space in the first 75 feet of the unlimited height zone parallel and adjacent to Zone C as follows:

To be eligible for ~~bonus~~ volume bonus credit:

- (1) The full height unobstructed open space must be immediately adjacent to the View and Access Corridor(s); and

\* \* \*

- (c) The approval of a height increase in Zones B and/or C while maintaining the maximum volume, including any open space volume bonus, shall be administrative based upon a verification that the overall volume allowed by the maximum width and maximum height along the river pursuant to Table 6.2.H is equal to or greater than the volume proposed. Height may be transferred between Zones B and C as well as within a Zone but may not be transferred to Zone A.

(d) Free-standing waterfront restaurants. Waterfront restaurants, including waterfront restaurants that utilize the open-air dining over sovereign submerged lands option provided by Rule 18-21.004, Florida Administrative Code, are exempt from the 0' to 50 height requirement within Zone A so long as the height of the building and structure is no greater than 20-feet in height, or up to 35-feet in height to accommodate rooftop restaurant, bars, or other activities.

5. *Deviations:* Except as specifically authorized in this subsection, no Deviation from 656.361.6.2.H. shall be allowed. The ability to deviate from River View Corridors, from Zone A setback or permitted uses, from Zone B and C height limitations where the volume within the Zone is increased without a volume trade as described above, and/or Riverwalk is specifically vested in the City Council.

Deviations may be allowed by the City Council, following consideration and issuance of a recommendation regarding same by DDRB, if the decision is based on competent substantial evidence that the request meets all of the General Deviation Criteria contained in subsection 656.361.8.B, and in addition meets all of the criteria listed below.

(a) Regarding a Deviation for Zone A Encroachment, the request meets all of the following additional criteria:

- (1) There is no feasible alternative for development of the site; and
- (2) The development provides substitute public benefits through other Urban Open Space or activated semi-private facilities, (such as restaurants, bars, museums or other similar venues open to the public and located on the frontage of the building), or publicly accessible boat slips or water taxi stops, additional public access points beyond those required, wider view or access corridors, or the like.

(b) Regarding a Deviation from the requirement to provide view and/or access corridors at the specified intervals,

- (1) The development provides substitute public benefits through other Urban Open Space or activated semi-private facilities, (such as restaurants, bars, museums or other similar venues open to the public and located on the

frontage of the building), or publicly accessible boat slips or water taxi stops, additional public access points beyond those required, wider view or access corridors, or the like; and

(2) There are unique characteristics of the site that warrant the Deviation such as alternative major access points. Examples of these would include public parks just beyond the 300-foot boundary, an accessible creekfront bisecting site, or bridge structures or overpasses that would make a View Easement in the required location unnecessary, unusable or undesirable.

(c) Regarding a Deviation for greater height in Zone B or C where collective volume within the Zones is increased:

(1) The view and access corridors are increased above the minimum required to provide superior public access to and along the riverfront. By way of example, a height increase could be appropriate where the allowable building width parallel to the river (after taking into account the required view and access easements from interior roadways contained in Section 656.361.6.2.H.2.) is reduced resulting in a narrower waterfront building frontage with corresponding open space increased thus maintaining the goals of preserving the open feel of the adjacent Zone A and the views from and value of interior properties; and

(2) The development provides substitute public benefits through other Urban Open Space or activated semi-private facilities (such as restaurants, bars, museums or other similar venues open to the public and located on the frontage of the building), or publicly accessible boat slips or water taxi stops; and

(3) The building or structure shall not have a significant adverse effect upon light, air, solar and visual access of properties surrounding the proposed site or of the river; and

(4) Sufficient articulation of the building or structure has occurred to respect the scale of adjacent buildings and structures; and

- (5) The increased height of the building or structure is necessary for the successful function of the building or structure; and
- (6) There are unique characteristics of the site that require the Deviation such as overpass structures, bridges, or utility easements that prevent development in some portion of Zone B or C or that require the proposed building to be elevated in order to achieve an equivalent view of the river.

\* \* \*

K. *Off-Street Parking.*

\* \* \*

3. *Requirements for Form of Parking areas.*

(a) New parking garages (public or private).

- (1) Ground floor must contain: 50% of the total ground floor street frontage, not including entrances into the garage, must be activated utilizing one of the methods detailed below:
  - (i) Non-parking active use (meaning such as retail, commercial, residential, or office use that would activate the street) shall represent a minimum of 50 percent of the street frontage, except for entrance into garage; or
  - (ii) Urban Open Space with a minimum Minimum 20-foot depth, 20-foot width and 25-foot height of urban open space and art fronting public R/W; or
  - (iii) A combination of non-parking active use and Urban Open Space. urban open space/art on R/W.
- (2) The required minimum 50% activation may be achieved in the aggregate but shall not represent less than 25% of each street frontage.
- (3) Notwithstanding the foregoing, property along the Emerald Trail or within the FAB-REP boundary must provide 100% non-parking active use or Urban Open Space along all such street frontages less garage entrances.
- (24) To the greatest extent practicable, owners will strive to make 50 percent of spaces open to the public during non-business hours, of the associated business.

- (~~35~~) The entire vertical height of an exposed facade  
façades of a parking structure structures, and  
including parking structures integrated within  
a larger building ~~that can be viewed from the~~  
~~street,~~ shall be clad in a material  
architecturally compatible with the other  
occupied floors of the building and/or  
compatible with the material used to cover the  
exterior of the abutting building. Such material  
shall effectively and attractively obscure the  
view to the interior of all parking decks. Plants  
may be used to augment the screen.
- (46) Parking structures shall be designed such  
that sloping circulation bays are not expressed  
in the exterior treatment of the parking  
structure on any street frontage.
- (57) The design of the parking structure shall  
insure that parked cars are not visible from the  
street level, except as may be unavoidable at  
entrances and exits.
- (68) Parking structure vehicular ingress and  
egress shall be located on secondary streets  
unless there is only one frontage or traffic  
conditions prohibit.
- (79) Where the parking structure has one street  
frontage, this frontage shall be considered the  
primary street.
- (~~8~~10) Where a parking structure has two or more  
street frontages, one is primary and the  
remaining are secondary.
- (~~9~~11) Prior to final site plan approval of the  
parking structure by DDRB, the Traffic Engineer  
shall provide written comment to DDRB staff as  
to the acceptability of proposed ingress and  
egress for the parking structure and potential  
impacts on traffic.

(b) New surface, or expansion of existing surface parking:

- (1) Prohibited in the Central Core, Sports and  
Entertainment, and Southbank Districts;
- (2) In Districts other than the Central Core, new or  
expansion surface parking of more than six  
spaces for non-residential uses, whether  
Accessory or On-Site, is prohibited unless  
interior to the parcel and wrapped by building  
on the street frontage;

- (3) For residential use parcels, On-Site or Accessory structured parking shall meet the Requirements of 656.361.6.2.G (Transparency) and for surface parking, shall meet the Requirements of 656.361.6.2.L (Screening and Landscaping of Surface Parking, and Trash, Storage and Loading Areas).

\* \* \*

M. *Demolition and Vacant Lot Regulations.*

\* \* \*

- (b) If a lot has a building, structure or use ~~that requires demolition to be demolished~~, the lot shall also meet the minimum standards as identified below:

- (1) Demolition of any building or structure downtown ~~must comply with the criteria set out in~~ shall be consistent with Chapter 320 for demolitions, including consideration of the historic nature of the structure, and the compliance with the BID Plan. Compliance with the BID Plan shall be determined by the DDRB. Demolition must be approved by both the DDRB and the Building Inspection Division ("BID").

- (2) In addition to the above, prior to the issuance of a demolition permit for a building or structure that is either listed on the National Register of Historic Places, is a contributing structure within Downtown's historic district, or that is designated as a landmark, the following must occur:

(a) the applicant shall provide a plan for redevelopment of the property;

(b) DDRB must determine that the redevelopment plan is in compliance with the BID and CRA Plan; and

(c) DDRB must give Conceptual and Final Approval of the redevelopment project.

- (23) Upon the approval by DDRB of the above, and ~~BID~~ the Building Inspection Division of the demolition, issuance of a city demolition permit, completion of the authorized demolition, and removal of the materials, debris and rubbish from the site, the site shall be restored in accordance with this Section.

- (34) All vacant properties shall be graded to a uniform level, free of irregular surface changes. All concrete slabs, brick foundations, etc. that would prohibit the proper growth of required landscaping, shall be removed from the site. Changes in grade between the subject property and adjacent properties shall be minimized.
- (45) Any landscaping that is removed shall be replaced pursuant to subsection 656.361.6.2.L and as approved by DDRB.
- (56) The vacant lot shall have sod or grass planted on the entire vacant lot pursuant to Part 4, Chapter 320, except those areas planted with trees and shrubs, and as approved by DDRB.
- (67) If the vacant lot is used for the storage of materials, equipment, etc., but not cars, the vacant lot shall meet the perimeter landscape requirements of subsection 656.361.6.2.L for lots of a size from zero to 50 spaces.
- (78) All vacant lots brought into conformance with this section shall be maintained pursuant to Part 5, Chapter 518.
- (89) The vacant lot shall not be used to park cars, unless it is approved as a Temporary Parking Lot by the DDRB. Such Temporary Parking Lot shall be catalogued and administered by the DDRB as to the time limits and other factors regarding its temporary nature.

\* \* \*

**Sec. 656.361.9. Downtown Development Review Board.**

There is hereby established within the DIA, a Downtown Development Review Board (DDRB) to assist the DIA in its duties. The DDRB staff is housed within the DIA, thus "DDRB staff" and "DIA staff" may be used interchangeably. See also Section 55.110, Ordinance Code.

\* \* \*

C. *Powers and Duties.* DIA shall have the responsibility and authority to approve any amendments to the Downtown Design Guidelines, recommend and review proposed changes to the Downtown District Regulations, interpret the BID Plan, approve development and redevelopment projects within the Downtown Overlay Zone, and succeed to all of the powers of the former Downtown Development Authority.

In order to assist the DIA in carrying out this responsibility, the DDRB shall have the following powers and duties:

1. To review and make decisions with respect to all applications for development and redevelopment regarding use and form within the Downtown Overlay Zone to:
  - (a) To ensure consistency and compatibility of all proposed development and redevelopment with the BID Plan;
  - (b) To ensure consistency with the Central Business District Future Land Use Category as described in the Future Land Use Element of the City's adopted Comprehensive Plan and Public Facility Level of Service Standards identified in the Capital Improvements Element of the Comprehensive Plan; and
  - (c) To consider the design related issues of each application to ensure compliance with these Downtown District Regulations, the Downtown Design Guidelines, The Riverwalk Park Design Criteria, the Downtown Streetscape Design Guidelines, and all related approved design guidelines and standards, subject always to the ultimate authority of the DIA to interpret the BID Plan, the Downtown Overlay Zone, and Downtown Design Guidelines;
2. To periodically review and make recommendations as necessary to the DIA with respect to these Downtown District Regulations, the Downtown Design Guidelines, the Downtown Streetscape Design Guidelines, and the Riverwalk Park Design Criteria and related development standards and guidelines, including proposed amendments or revisions thereto. Any amendments to the Downtown Design Guidelines shall be recommended by the DDRB for adoption by the DIA. Any proposed amendments to the Downtown District Regulations, the Downtown Streetscape Design Guidelines, and the Riverwalk Park Design Criteria shall be recommended by the DDRB for recommendation to the DIA, who in turn may recommend to the City Council for adoption; and
3. To review and make decisions regarding requests for rezonings, zoning exceptions, zoning variances, and other zoning requests pertaining to properties located within the Downtown Overlay Zone that would otherwise be heard by the Planning Commission; however, the Planning Commission remains the Local Planning Agency for matters related to the Comprehensive Plan; and
4. To hear appeals from decisions of the DDRB staff; and
5. To approve requests for Deviations from the Design Guidelines and the District Regulations, other than the Waterfront Design and Riverviews: setbacks, height and

access corridors (subsection 656.361.6.2.H), and Creek Views and Creekfront Design (subsection 656.361.6.2.I) and Grid Pattern (subsection 656.361.6.2.E). With respect to Deviation requests from these subsections, the DDRB shall hear and make an advisory recommendation to City Council regarding such Deviation requests.

\* \* \*

**Section 2. Amending Chapter 30 (PLANNING AND DEVELOPMENT DEPARTMENT), Part 2 (Planning Commission), Section 30.204 (Functions) as follows:**

**Chapter 30. - PLANNING AND DEVELOPMENT DEPARTMENT**

\* \* \*

**PART 2. PLANNING COMMISSION**

\* \* \*

**Sec. 30.204. Functions.**

The Commission shall:

- (a) Review proposed land use changes, text changes to the Comprehensive Plan, requests for exceptions, variances, and waivers to as anticipated in the Zoning Code, and rezonings (except those pertaining to properties located within the Downtown Overlay Zone, as defined in Section 656.361.2), appeals from written orders granting or denying an administrative deviation and written interpretations of the Zoning Code and final orders of the Cell Tower Review Committee and other matters related to land use and area planning which are referred to the Department or to the Commission pursuant to law.
- (b) Review and make recommendations to the Council on proposed changes to the Zoning Code (except pertaining to the Downtown Overlay Zone and Downtown District Use and Form Regulations which shall be heard by the Downtown Development Review Board for review and recommendations to the Downtown Investment Authority and then the City Council), the Code of Subdivision Regulations and other land development regulations or amendments thereto, ~~and with respect to all rezonings, except rezonings of properties located within the Downtown Overlay Zone, as defined in Section 656.361.2).~~

\* \* \*

**Section 3. - Effective Date.**

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**TAB III.I**

**RESOLUTION 2022-04-14: LAVILLA TOWNHOME MODIFICATION**

## **RESOLUTION 2022-04-14**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AMENDING THE TERMS OF THE PREVIOUSLY APPROVED REDEVELOPMENT AGREEMENT WITH JOHNSON COMMONS, LLC (THE “DEVELOPER”) EXECUTED OCTOBER 19, 2021, AS AUTHORIZED BY ORDINANCE 2021-0496 AND PREVIOUSLY AUTHORIZED BY DIA IN RESOLUTION 2021-03-02; FINDING THAT THIS RESOLUTION FURTHERS THE BUSINESS INVESTMENT AND DEVELOPMENT (“BID”) PLAN, INCLUDING THE COMMUNITY REDEVELOPMENT AREA PLAN; AUTHORIZING THE CEO OF THE DIA TO NEGOTIATE AN AMENDED REDEVELOPMENT AGREEMENT AND ASSOCIATED DOCUMENTS; AUTHORIZING THE CEO TO INITIATE THE FILING OF LEGISLATION WITH THE CITY COUNCIL AS MAY BE REQUIRED; AUTHORIZING THE CEO OF THE DIA TO TAKE ALL ACTION NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION, INCLUDING THE EXECUTION OF A REDEVELOPMENT AGREEMENT OR FUNCTIONAL EQUIVALENTS; PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, the City previously owned an approximately 3.45-acre parcel of real property (the Property) which has been acquired by Developer in accordance with the terms authorized in Resolution 2021-03-02 and Ordinance 2021-0496; and

**WHEREAS**, in accordance Ordinance 2021-0496, the City, DIA and the Developer entered into that certain Redevelopment Agreement dated October 19, 2021 (the “RDA”); and

**WHEREAS**, Developer has diligently proceeded with design and permitting and is prepared to break ground this summer in accordance with the Performance Schedule contained in the RDA; and

**WHEREAS**, due to extraordinary inflation and rising costs of construction, the Developer’s projected budget has changed significantly since early 2021, including projected sales price necessary to cover constructions costs; and

**WHEREAS**, DIA Staff has reviewed the construction budget changes and proposes an amendment to the threshold level of net sales proceeds after which the DIA and Developer split proceeds in order to induce the Developer to move forward with the project and provide the desired units to the market as quickly as possible; and

**WHEREAS**, the amendment does not change the project’s ROI as calculated at the time of original approval because no value was assigned to the potential split revenue; and

**WHEREAS**, the amendment does not impact the original finding of consistency with the BID and CRA plan adopted by Ordinance 2014-560-E; and

**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 approves and recommends amendment of the RDA and increases the threshold Net Revenue above which sales proceeds are split between the Developer and the City as contained in Section 1.1 of the RDA from \$250,250.00 to **\$320,000.00**. All other terms and conditions of the RDA remain in full force and effect and unchanged.

**Section 3.** The DIA instructs the Chief Executive Officer of the Downtown Investment Authority to take all necessary action to effectuate this Resolution including the filing of legislation to seek approval of the proposed amendment to the RDA.

**Section 4.** The DIA hereby authorizes the CEO of the Downtown Investment Authority to take all action necessary to effectuate the purposes of this Resolution, including the execution of an amendment to the RDA or First Amended RDA and appropriate ancillary documents.

**Section 5.** This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

W. Braxton Gillam, IV, Esq., Chair

\_\_\_\_\_ Date

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**TAB IV.A**  
**MARCH 16, 2022 DOWNTOWN INVESTMENT AUTHORITY BOARD MEETING**  
**MINUTES**



**Downtown Investment Authority**  
**Hybrid Meeting**  
**Wednesday, March 16, 2021 – 2:42 p.m.**

**Downtown Investment Authority**  
**MEETING MINUTES**

**DIA Board Members:** Braxton Gillam, Esq., Chair (via Zoom); Carol Worsham, Vice Chair (Acting Chair); Jim Citrano, Secretary; Oliver Barakat; Craig Gibbs, Esq.; Todd Froats; and Ron Moody

**DIA Board Members Excused:** David Ward, Esq.

**Mayor’s Staff:** None

**Council Members:** None

**DIA Staff:** Lori Boyer, Chief Executive Officer (via Zoom); Steve Kelley, Director of Downtown Real Estate and Development; Guy Parola, Operations Manager; Ina Mezini, Communication and Marketing Specialist (via Zoom); Lori Radcliffe-Meyers, Downtown Development Coordinator (via Zoom); John Crescimbeni, Contract and Regulatory Compliance Manager (via Zoom); and Xzavier Chisholm, Administrative Assistant

**Office of General Counsel:** John Sawyer, Esq.

**CALL TO ORDER:** Chairman Gillam called to order the Downtown Investment Authority Board Meeting at 2:42 p.m.

**IV. DOWNTOWN INVESTMENT AUTHORITY MEETING**

**A. FEBRUARY 23, 2022 DOWNTOWN INVESTMENT AUTHORITY BOARD MEETING APPROVAL OF THE MINUTES.**

Having called for corrections or other edits by his fellow board members and after receiving none, Chairman Gillam asked for a motion and second on the item.

**Motion:** BM Moody moved to approve the minutes as presented

**Seconded:** BM Worsham seconded the motion

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0**

**B. RESOLUTION 2022-03-03: DIA STAFFING**

**A RESOLUTION A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) URGING THE MAYOR AND CITY COUNCIL TO**

**SUPPORT AN INCREASE IN STAFFING OF THE DOWNTOWN INVESTMENT AUTHORITY WITH THE ADDITION OF AT LEAST 6 ADDITIONAL POSITIONS; AUTHORIZING ITS CHIEF EXECUTIVE OFFICER (“CEO”) TO PURSUE LEGISLATION AND/OR SUBMIT BUDGET REQUESTS NECESSARY TO EFFECTUATE THIS DIRECTION; RECOGNIZING THE URGENCY OF THE REAL ESTATE MARKET CYCLE AND THE CURRENT OPPORTUNITIES FOR REDEVELOPEMENT THAT CANNOT BE ADEQUATELY ADDRESSED BY CURRENT STAFF DESPITE THEIR COMMITMENT OF TIME WELL BEYOND JOB REQUIREMENTS; AUTHORIZING THE CEO TO TAKE ALL NECESSARY ACTION TO EFFECTUATE THE PURPOSE OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.**

CEO Boyer introduced the resolution, stating that it would provide the DIA with permission to move forward with legislation that would add up to six additional staff to the DIA with the intention of increasing organizational bandwidth in order to keep pace with market demands and to effectively implement programs and manage projects. She spoke to an organizational chart provided to Board Members that describes the various positions the DIA has prioritized, noting that the Downtown Capital Projects and Maintenance Coordinator position has been removed – at least for the time being – since the City’s Public Works Department has hired a new staff member that will serve a similar role. Due to the MPS legislation that City Council recently approved, the DIA will see an annual cost savings of at least \$2M and is therefore able to completely fund the additional positions through the CRA and have additional funding leftover. The highest priority position is the Parking Manager.

**Motion:** Recommended for approval out of the Strategic Implementation Committee

BM Froats, Gibbs, and Worsham expressed their support, noting that the positions are necessary to keep projects from being held up and to prevent staff from becoming overworked.

Responding to a question from BM Worsham, CEO Boyer stated that City Council will need to authorize the DIA to take on additional staff.

BM Barakat spoke to the importance of the Downtown Capital Projects and Maintenance Coordinator position and would like this role to be monitored and emphasized whether it is filled by Public Works or the DIA.

Chairman Gillam expressed support for the project and reiterated the importance of downtown capital projects and maintenance.

CEO Boyer agreed to keep the Board informed of when the legislation will be before City Council.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0**

**C. RESOLUTION 2022-03-04: MAYO CLINIC PARKING AGREEMENT**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) RECOMMENDING CITY COUNCIL APPROVAL OF A PARKING AGREEMENT BETWEEN THE DIA AND MAYO CLINIC JACKSONVILLE (MAYO) FOR MONTHLY AND HOURLY PARKING AT THE ED BALL GARAGE; PROVIDING AN EFFECTIVE DATE.**

CEO Boyer introduced the resolution, stating that it seeks approval of a parking agreement between the DIA and Mayo Clinic of Jacksonville for monthly and hourly parking at the Ed Ball garage at the established published rates.

**Motion:** Recommended for approval out of the Strategic Implementation Committee

BM Gibbs asked how many spaces will they need. DIA’s Guy Parola responded that they are seeking six monthly parking spaces for their staff. They will also require hourly parking for patrons visiting their downtown location.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0**

**D. RESOLUTION 2022-03-05: FURCHGOTT’S BUILDING DPRP**

**RECOMMENDING THAT CITY COUNCIL APPROVE A DOWNTOWN PRESERVATION AND REVITALIZATION PROGRAM FORGIVABLE LOAN PACKAGE FOR REHABILITATION OF THE BUILDING LOCATED AT 128 W ADAMS ST (THE “PROPERTY”) PURSUANT TO A REDEVELOPMENT AGREEMENT WITH LOTUS COMMERCIAL USA, LLC OR ASSIGNS (“OWNER” OR “DEVELOPER”); FINDING THAT THE PLAN OF DEVELOPMENT IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN (“BID PLAN”) AND THE DOWNTOWN NORTHBANK COMMUNITY REDEVELOPMENT AREA PLAN (“CRA 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.**

Mr. Kelley introduced the resolution, stating that the developer seeks a Downtown Preservation and Revitalization Program (DPRP) Forgivable Loan package to redevelop the property located at 128 W Adams Street into 34,600 sq ft of leasable space for mixed-use purposes including multi-family units, ground level retail, and amenities for residents.

**Motion:** Recommended for approval out of the Strategic Implementation Committee

Responding to a question from BM Moody, Mr. Kelley stated that the time frame is close to 30 months.

BM Moody asked what kind of retail the project anticipates. Mr. Kelley responded that staff has shared their hopes and expectations but that it has not yet been determined yet to his knowledge. BM Moody expressed his support for the project.

BM Barakat commented that SIC was willing to accept the low ROI because the project will have a multiplier effect on the surrounding area, emphasizing that it is a residential project in the core and the developer is local. He expressed his support for the project.

BM Gibbs spoke to the building's historical significance and expressed his support for the project.

BM Froats spoke to the potential for making a requirement at a later time where applicants must also apply for other historic tax credits and suggested that the Board monitor the amount of funding being provided by the program as a whole. He stated that the program is working as intended but that opportunities for other historic tax credits could help supplant some of the funding being provided by the DPRP. He then asked what the total amount of funding approved by the program so far is, to which Mr. Kelley responded that is close to \$50M.

BM Froats asked if City Council has a designated amount of funds set aside for the program (DPRP). CEO Boyer responded that there is not, which is why City Council is drafting legislation that request funding tracking (e.g., amount outstanding, when it is expected to be paid, etc.) be included every time a request for DPRP funding is submitted. This will show City Council how much in each year they are obligating themselves to. BM Froats reiterated that it's a great program and it's working as intended.

BM Froats asked for clarification regarding the similar DPRP funding amount between the Furchgott Building project and the Union Terminal project despite the significant difference in total capital costs. Mr. Kelley responded that the Union Terminal project is different in that it has Housing and Urban Development (HUD) financing; adding that, the structure of the capital stack allowed for more debt to be placed on it.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION PASSED UNANIMOUSLY 7-0-0**

**V. RESOLUTION 2022-03-06: UNION TERMINAL DPRP TERM SHEET AMENDMENT**

**RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) APPROVING A DOWNTOWN PRESERVATION AND REVITALIZATION PROGRAM (“DPRP”) CONSISTING OF AN HISTORIC PRESERVATION, RESTORATION, AND REHABILITATION FORGIVABLE LOAN; A CODE COMPLIANCE FORGIVABLE LOAN; AND A DPRP DEFERRED PRINCIPAL**

**LOAN WITH EAST UNION HOLDINGS, LLC (“OWNER”) FOR REDEVELOPMENT AND REHABILITATION OF THAT PROPERTY COMMONLY REFERRED TO AS THE “UNION TERMINAL WAREHOUSE”; THE AMOUNTS AND TERMS OF THE FORGIVABLE LOANS AND DEFERRED PRINCIPAL LOAN ARE ATTACHED HERETO AS EXHIBIT ‘A’ (“TERM SHEET”); AUTHORIZING THE DIA CHIEF EXECUTIVE OFFICER (“CEO”) TO TAKE ALL ACTIONS, INCLUDING THE FILING OF LEGISLATION, AND THE EXECUTION OF CONTRACTS, AGREEMENTS AND OTHER DOCUMENTS AS ARE NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.**

Mr. Kelley introduced the resolution, stating that it involves the previously approved DPRP funding for the development of the Union Terminal Warehouse for which the developer has recently had a change in the debt equity structure that has led to him going back through the underwriting process. Mr. Kelley noted that there is not an additional funding request, but that HUD financing fell through, so it is no longer eligible for the same debt load and therefore there’s more equity in the deal. The funding amount remains the same.

**Motion:** BM Citrano moved to approve Resolution 2022-03-06

**Seconded:** BM Moody seconded the motion

BM Moody spoke to the need for this type of redevelopment in the area and expressed his support for the project.

Responding to a question from BM Barakat regarding the use of the space (type of tenants), Mr. Kelley stated the intended use is still the same which is artists and “maker’s space”. The square footage requirement would remain the same but there would no longer be a requirement on the number of tenants.

Responding to a question from BM Citrano regarding the rent restriction that was tied to the HUD financing, Mr. Kelley stated that even though it is no longer a requirement, looking at the developer’s past projects shows they are mission driven to provide this type of infill development, both for job creation as well as housing affordability and mixed incomes.

BMs Worsham and Gibbs expressed their support the project and their belief that it will be beneficial to the surrounding community.

BM Froats suggested having a resolution such as this go through committee next time so that the big changes can be digested.

OGC’s John Sawyer confirmed for Chairman Gillam that there should be a term put on the deferral of the maturity and principal forgiveness if the owner were to request it.

Mr. Sawyer suggested an amendment to the first two lines of the short title in the resolution:

“Resolution of the Downtown Investment Authority (“DIA”) **amending the previously approved term sheet via Resolution 2021-05-04** approving a Downtown Preservation...”

**Motion:** BM Citrano moved to amend the short title of Resolution 2022-03-06

**Seconded:** BM Froats seconded the motion

Ryan Akin, with Columbia Capital Ventures, spoke to why the developer is asking for a deferral of maturity and principal forgiveness on the forgivable loans, citing tax purposes. Adding that, the project does not provide enough cash flow to pay taxes on the annual principal forgiveness. Ideally, the owner/developer would prefer that maturity date coincide with the liquidation event such that the taxes could be paid out of the proceeds from the liquidation.

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION TO AMEND PASSED UNANIMOUSLY 7-0-0**

**Vote: Aye: 7      Nay: 0      Abstain: 0**

**THE MOTION TO APPROVE AS AMENDED PASSED UNANIMOUSLY 7-0-0**

## **VI. NEW BUSINESS**

None.

## **VII. CEO INFORMATIONAL BRIEFING**

CEO Boyer provided the following update:

- The DIA has reviewed and received a quote (\$50,000) for a software system that will assist with the maintenance and improvement of downtown assets and infrastructure. Public Works and their staff will be working with the software and inputting the data, but Public Works would like the DIA’s assistance with acquiring the program. The DIA has funds available in the Professional Services fund.
- The Board agreed to proceed with a consent agenda which will be taken up at the next Governance committee meeting.

## **VIII. CHAIRMAN REPORT**

Chairman Gillam asked for an update on the City’s obligation to provide creek improvements and a public park for the One Riverside Ave project. CEO Boyer responded that weekly meetings are taking place with Public Works and the design team and the City is on track to begin construction by December.

DIA’s Guy Parola spoke to the Riverfront Plaza Development Pad Notice of Disposition being moved up (to tomorrow). All other dates remain the same. CEO Boyer asked the Board to consider who

would like to be on the scoring committee and confirmed that the matter will come before the Board in May.

**IX. ADJOURN**

**ADJOURNMENT:** There being no further business, Madam Chair Worsham adjourned the meeting at 3:58 p.m.

*The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, a recording is available upon request. Please contact Xzavier Chisholm at [xchisholm@coj.net](mailto:xchisholm@coj.net) to acquire a recording of the meeting.*

DRAFT

**TAB IV.B**  
**RESOLUTION 2022-04-01: AMENDMENT TO DIA BYLAWS – CONSENT AGENDA**

**RESOLUTION 2022-04-01**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) RENUMBERING AND AMENDING SECTION 6.6 (ORDER OF BUSINESS) AND CREATING A NEW SECTION 6.6 (AGENDAS) OF THE DIA BYLAWS; DIRECTING BYLAWS TO BE AMENDED; AND PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, the DIA Board of Directors adopted the original DIA Bylaws at their regular meeting of October 30, 2012, and amended such Bylaws at their regular meetings of August 7, 2019, and November 18, 2020; and

**WHEREAS**, the DIA is authorized to amend provisions of the DIA Bylaws pursuant to Section 14.4 of the current Bylaws; and

**WHEREAS**, in an attempt to make regular and special meetings of the DIA Board of Directors proceed more efficiently, the Board desires to add a Consent Agenda to the Order of Business for DIA meetings allowing for the collective consideration of all Resolutions approved by standing Committees without opposition or amendment.

**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 current DIA Bylaws, adopted October 30, 2012, as amended on August 7, 2019 and November 18, 2020, are hereby further amended, in part, to read as follows:

\*\*\*

Section **6.6 (Order of Business)** is renumbered to Section **6.7**, and the following new language is added to Section **6.6**:

- 6.6** **Agendas:** For each regular or special meeting, Staff shall prepare an agenda for use by the Board for the same.
- (a.) Preliminary Meeting Agenda: In advance of each regular or special meeting, Staff shall prepare a Preliminary Agenda and distribute it to each member of the Board and make the same available to the public as required by Florida Statutes and/or local Ordinance Code.
- (b.) Meeting Agenda: In advance of each regular or special meeting, Staff shall prepare a Meeting Agenda for use during the actual regular or special meeting. With prior consent from the Chairman, action items not previously available at the time the Preliminary Agenda was published may be added to the Meeting Agenda.

- (c.) Consent Agenda: There shall be included in the Order of Business for each regular or special meeting, a Consent Agenda of all Resolutions which:
- (i) have received a favorable report without a negative vote from any Committee member, and to which no amendments were made in committee, from each standing Committee that considered the same; and
  - (ii) meet the criteria established in the Bylaws for consent agenda consideration of contributions, sponsorships, small grants and loans and programming.

At the appropriate time during a regular or special meeting, the Chairman shall announce the taking up of the Consent Agenda. Any Resolution on the Consent Agenda may be removed therefrom for the purpose of further debate or amendment at the request of any Board member, in which case the Resolution so removed shall be debated and considered immediately following the vote on the Consent Agenda. At the conclusion of the reading of the Consent Agenda, but before debate on any removed Resolutions, the Chairman shall call for one vote on the entire Consent Agenda which shall then be applicable to each Resolution on the Consent Agenda.

**6.67 Order of Business:** Business of the Board shall be ordinarily taken up at each regular meeting for consideration and disposition in the following order, subject to the discretion of the Chair.

- I. CALL TO ORDER
  - a. Confirmation of Quorum
  - b. Request for Submittal of Speaker Cards, if applicable
- II. PUBLIC COMMENTS
- III. ACTION ITEMS
  - a. Approval of Minutes
  - b. Request for submittal of Speaker Cards, if applicable
  - c. Consent Agenda
  - d. Consideration of applications for economic development and/or redevelopment projects within Downtown;
  - e. Consideration of community redevelopment area plans, planned projects, business investment plans and plan amendments;
  - f. Consideration of any matters related to any of the enumerated powers and duties of the DIA;
  - g. Consideration of appeals from DDRB determinations;
- IV. INFORMATION/DISCUSSION ITEMS
- V. OLD BUSINESS
- VI. NEW BUSINESS
- VII. CEO INFORMATIONAL BREIFING
- VIII. CHAIRMAN REPORT
- IX. ADJOURNMENT

\*\*\*

**Section 3.** The staff of the DIA is directed to prepare a revised version of the DIA Bylaws, to be dated April 20, 2022, incorporating the amendment above.

**Section 4.** This Resolution shall become effective on the date it is signed by the Chairman of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

W. Braxton Gillam, IV, Esq., Chairman

\_\_\_\_\_ Date

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**TAB IV.C**  
**RESOLUTION 2022-04-02: CONSENT AGENDA FINANCIAL MATTERS**

## RESOLUTION 2022-04-02

### **A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AMENDING BYLAWS SECTION 2.0 (POWERS AND DUTIES); DELETING BYLAWS SECTION 2.6 PRE-APPLICATION MEETINGS AND REPLACING IT WITH A NEW SECTION 2.6; DIRECTING BYLAWS TO BE AMENDED; AND PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, the DIA Board of Directors adopted the original DIA Bylaws at their regular meeting of October 30, 2012, and amended such Bylaws at their regular meetings of August 7, 2019, and November 18, 2020; and

**WHEREAS**, the DIA is authorized to amend provisions of the DIA Bylaws pursuant to Section 14.4 of the current Bylaws; and

**WHEREAS**, in recognition of the growing number of redevelopment activities and projects handled by DIA and growing resources available to the DIA in carrying out its mission as authorized by the adopted BID and CRA plan which governs the agency, as amended from time to time; and

**WHEREAS**, as a volunteer board, the time commitment of Board members is a valuable resource that should be focused on matters of policy, material impact on Downtown, and matters requiring City Council approval; and

**WHEREAS**, pursuant to the Board’s and City Council’s approval of the annual budgets for the Combined Northbank and Southside Community Redevelopment Agencies and the DIA Administrative Budget, the Board retains authority for allocation of funding to specific Projects, Programs and Professional Services and various budgetary accounts; and

**WHEREAS**, the authority to transfer funds from one CRA budgeted program or project to another remains with the Board; and

**WHEREAS**, the DIA Board desires to amend its Bylaws to specifically authorize certain final loan or grant award decisions pursuant to approved BID program guidelines in an amount not to exceed **Fifteen Thousand Dollars (\$15,000.00)** per application or applicant per year, subject to available budgeted funds, to proceed directly to the Board for consideration on the Consent Agenda; and

**WHEREAS**, the DIA Board desires to amend its Bylaws to specifically authorize certain contributions to private organizations and sponsorships of events that take place in Downtown and/or further the Business Investment and Development Plan and do not exceed **Five Thousand Dollars (\$5,000.00)** per event or sponsorship, subject to available budgeted funds to proceed directly to the Board for consideration on the Consent Agenda and to rescind Resolution 2021-09-04; and

**WHEREAS**, the DIA Board desires to amend its Bylaws to specifically authorize certain payments for Downtown park programming consistent with the Jessie Ball duPont Study activation recommendations, the GAI Parks Assessment and/or the adopted BID and CRA plan in an amount not to exceed Five Thousand Dollars (\$5,000.00) per program or provider per year, subject to available budgeted funds to proceed directly to the Board for consideration on the Consent Agenda;

**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 current DIA Bylaws, adopted October 30, 2012, as amended on August 7, 2019, and November 18, 2020, are hereby further amended, in part, as follows:

Section 2.6 of the current bylaws as reprinted below is hereby deleted in its entirety.

~~**2.6 — Pre-Application Meetings:** All developers and applicants shall meet with one Board member and DIA staff prior to submission of any application requiring DIA review. Such review must be conducted prior to the subject application being deemed complete. It shall be noted on the agenda for each such item the name of the Board member who attended the pre-application meeting~~

A new Section 2.6 entitled Certain Financial Matters Assigned Directly to Consent Agenda is hereby inserted as follows:

**2.6 Certain Financial Matters Assigned Directly to Consent Agenda.** The following financial awards, contributions, sponsorships and payments shall be assigned directly to the Consent Agenda for consideration by the Board without prior committee consideration:

- a. Final loan or grant award decisions pursuant to approved BID program guidelines in an amount not to exceed Fifteen Thousand Dollars (\$15,000.00) per application or applicant per year, subject to available budgeted funds.
- b. Contributions to private organizations and sponsorships of events that take place in Downtown and/or further the Business Investment and Development Plan and do not exceed Five Thousand Dollars (\$5,000.00) per event or sponsorship, subject to available budgeted funds.
- c. Payments for Downtown park programming consistent with the Jessie Ball duPont Study activation recommendations, the GAI Parks Assessment and/or the adopted BID and CRA plan in an amount not to exceed Five Thousand Dollars (\$5,000.00) per program or provider per year, subject to available budgeted funds.

**Section 3.** The staff of the DIA is directed to prepare a revised version of the DIA Bylaws, to be dated April 20, 2022, incorporating the amendment above.

**Section 4.** This Resolution shall become effective on the date it is signed by the Chairman of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

W. Braxton Gillam, IV, Esq., Chairman

\_\_\_\_\_ Date

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**TAB IV.D**  
**RESOLUTION 2022-04-06: 2022 ULI FL SUMMIT SPONSORSHIP**

## RESOLUTION 2022-04-06

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AUTHORIZING A FIVE THOUSAND DOLLAR SPONSORSHIP CONTRIBUTION FOR THE “2022 URBAN LAND INSTITUTE (ULI) FLORIDA SUMMIT”; INSTRUCTING ITS CHIEF EXECUTIVE OFFICER TO TAKE ALL NECESSARY ACTIONS TO EFFECTUATE THE PURPOSE OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, the mission of the DIA is, “To drive growth in business and investment, create a vibrant urban living environment and enhance quality of life in Downtown Jacksonville through the transparent and responsible leveraging of public investments, assets, infrastructure, and policy.; and

**WHEREAS**, marketing efforts of the DIA seek to facilitate success towards achieving Community Redevelopment Area Goals in support of the aforementioned mission. Specifically:

*Redevelopment Goal No. 1: Increase commercial office utilization, occupancy, and job growth to reinforce Downtown as the region’s epicenter for business.*

*Redevelopment Goal No. 2: Increase rental and owner-occupied housing Downtown targeting diverse populations identified as seeking a more urban lifestyle.*

*Redevelopment Goal No. 3: Increase and diversify the number and type of retail, food and beverage, and entertainment establishments within Downtown.*

*Redevelopment Goal No. 4: Increase the vibrancy of Downtown for residents and visitors through arts, culture, history, sports, theater, events, parks, and attractions.*

*Redevelopment Goal No. 7: Capitalize on the aesthetic beauty of the St. John’s River, value its health and respect its natural force, and maximize interactive and recreational opportunities for residents and visitors to create waterfront experiences unique to Downtown Jacksonville.; and*

**WHEREAS**, ULI is a non-profit, non-partisan, real estate development focused organization whose mission is to “Shape the future of the built environment for transformative impact in communities worldwide”; and

**WHEREAS**, the 2022 ULI Florida Summit is being hosted by ULI North Florida in Jacksonville, Florida, June 1-3, 2022, and provides DIA with the opportunity to promote development activity and opportunities in Downtown Jacksonville to a concentration of Florida developers, and

**WHEREAS**, the sponsorship of the ULI Florida Summit event is beneficial to the City of Jacksonville and consistent with the mission and redevelopment goals of the DIA.

**NOW THEREFORE, BE IT RESOLVED** by the Downtown Investment Authority:

**Section 1.** The DIA will contribute \$5,000.00 to the Urban Land Institute to become a sponsor of the 2022 ULI Florida Summit.

**Section 2.** The DIA authorizes its CEO to take all necessary actions to effectuate the purpose of this Resolution.

**Section 3.** This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

**WITNESS:**

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam IV, Esq., Chairman

\_\_\_\_\_  
Date

**VOTE:** In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

DRAFT

## **SUPPLEMENTAL INFORMATION**



Sponsorship	Presenting \$25k	Champion \$15k	Major \$10k	Premium \$5k	Higher Ed. \$3k	Contributing \$2.5k
Exclusive Sponsorship	●					
Branded Conference Item*	●					
Opportunity to Introduce Keynote Speaker	●					
Opportunity to Introduce General Session	●	●				
Logo included in Announcement Email	●	●				
Logo at Opening Reception	●	●				
Logo in Publication Ad(s)	●	●				
Branding at Session Onsite	●	●				
Presence on Social Media	●	●	●	●		
Promotional Table Onsite	●	●	●	●	●	
Complimentary Registrations	8	6	4	2	8 staff/students	1
Presence on ULI Florida Summit Website	scrolling banner, logo	scrolling banner, logo	logo	logo	name	name
Inclusion in Broadcast Emails	logo	logo	logo	logo	name	name

\*Branded conference item to be coordinated/purchased by sponsor

To learn more about these opportunities, contact [kellee.seif@uli.org](mailto:kellee.seif@uli.org) or call 407-435-2876

**TAB IV.E**  
**RESOLUTION 2022-04-08: DOWNTOWN VISION, INC. FY 22-23 BUDGET**

**RESOLUTION 2022-04-08**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY RECOMMENDING THAT THE JACKSONVILLE CITY COUNCIL APPROVE THE CITY'S FINANCIAL CONTRIBUTION TO DOWNTOWN VISION, INC. ("DVI") AS IDENTIFIED IN DVI'S 2022-2023 BUDGET; RECOMMENDING THAT THE JACKSONVILLE CITY COUNCIL APPROVE DVI'S 2022-2023 ANNUAL BUDGET INCLUDED IN EXHIBIT 'A'; PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, DVI provides public services within the Downtown Business Improvement District ("BID") in accordance with the Enhanced Municipal Services Agreement ("Agreement"), including, but not limited to, cleaning, marketing, event planning, and the Ambassador Program; and

**WHEREAS**, the City Council, pursuant to Ordinance 1999-1175-E, created the Downtown BID; authorized the imposition of Special Assessments within the BID; and made certain findings of fact as to the benefit to be derived from property owners within the BID; and authorized execution of the Agreement; and

**WHEREAS**, the City Council reauthorized the Enhanced Municipal Services Agreement between Downtown Vision, Inc. and the City through Ordinance 2005-785-E, Ordinance 2012-422-E and Ordinance 2019-97-E; and

**WHEREAS**, the Downtown Investment Authority ("DIA") has been designated as the Community Redevelopment Agency for community redevelopment areas within the boundaries of Downtown pursuant to Ordinance 2012-364-E, and further granted authorities via Ordinance 2014-0560-E; and

**WHEREAS**, the DIA finds that DVI provides valuable, enhanced public services to property owners within the BID that could not effectively be provided without financial support from the City; and

**WHEREAS**, DVI has submitted the five page Exhibit A for consideration by DIA, inclusive of pages 2, 3 and 4 which represent the DVI budget for FY 22/23,

**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 recommends that the City of Jacksonville continue its financial contribution equal to 1.1 mils of the assessed value of City property within DVI's Business Improvement District.

**Section 3.** The DIA recommends that the City Council approve DVI's Fiscal Year 2022-2023 Budget included in Exhibit 'A' as pages 2, 3 and 4 thereof.

**Section 4.** This Resolution, 2022-04-08, Shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam, IV, Esq., Chairman

\_\_\_\_\_  
Date

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**EXHIBIT A**

Updated March 19, 2022

**BUSINESS IMPROVEMENT DISTRICT  
 (DOWNTOWN VISION)  
 JACKSONVILLE, FLORIDA  
 BUDGET – FISCAL YEAR 2022-2023**

**ESTIMATED REVENUES**

**DVI PROPOSED**

Assessed Properties (1)	\$ 1,659,690
City of Jacksonville (2)	\$ 657,284
Other Sources (3)	\$ 393,439
<b>Total Estimated Revenues</b>	<b><u>\$2,710,413</u></b>

Schedule AD

**APPROPRIATIONS**

	Clean, Safe and Attractive (4)	Marketing, Promotions, Special Projects (5)	Business & Stakeholder Support (6)	Management & General (7)	Total
Personnel Services	\$137,226	\$433,121	\$203,114	\$87,138	\$860,599
Operating Expenses	\$1,371,247	\$334,368	\$81,663	\$62,536	\$1,849,814
<b>Total Appropriations</b>	<b><u>\$1,508,473</u></b>	<b><u>\$767,489</u></b>	<b><u>\$284,777</u></b>	<b><u>\$149,674</u></b>	<b><u>\$2,710,413</u></b>

- (1) Commercial and residential property owners in DVI's Downtown district pay 1.1 mils of their property's assessed value to DVI, subject to residential property exemptions
- (2) This reflects a contribution from the City of Jacksonville equal to 1.1 mils of the value of the City's owned property in the Downtown district
- (3) This represents all other income for Downtown Vision Inc., including fee-for-service contracts, voluntary contributions from exempt organizations, grants, sponsorships and revenues generated from special events.
- (4) These contracted services include a team of Clean & Safe Ambassadors, a supervising project manager, uniforms, supplies and equipment. This line item includes 50% of the Director of District Services salary plus 25% of administrative budget.
- (5) Includes salaries for Vice President of Marketing, Senior Director of Placemaking, Communications Manager, Events Manager and includes 25% of the admin budget.
- (6) Includes salary for Stakeholder Support Manager, 50% of Vice President of District Services, and 25% of admin budget.
- (7) This represents 25% of the admin budget. The admin budget includes the CEO, Business Administrator and Office Manager positions.

Schedule AE

Updated March 19, 2022

### Downtown Vision, Inc. FY2022-2023 Budget

Downtown Vision FY2022 - 2023 Budget						
						BUDGETED 22/23
<b>REVENUES</b>						
City of Jacksonville Request (1)						\$ 657,284
Private Commercial Properties - Assessed at 1.1 mils (2)						\$ 1,659,690
Contracted Services (3)						\$ 116,935
Voluntary Contributions, Sponsorships & Event Income (4)						\$ 275,904
Interest Income						\$ 600
<b>TOTAL REVENUES</b>						<b>\$ 2,710,413</b>
	<b>Clean, safe and Attractive (5)</b>	<b>Mktg, Promotions, special projects (6)</b>	<b>Business/ Stakeholder Support (7)</b>	<b>Total Programs</b>	<b>Management &amp; General (8)</b>	
<b>EXPENDITURES</b>						
Salaries	\$ 112,190	\$ 347,087	\$ 168,298	\$ 627,575	\$ 70,395	\$ 697,970
Employee Benefits	\$ 13,016	\$ 48,851	\$ 16,790	\$ 78,657	\$ 9,201	\$ 87,858
Payroll Taxes/Workers' Comp	\$ 12,020	\$ 37,183	\$ 18,026	\$ 67,229	\$ 7,542	\$ 74,771
Total Salaries & Related Expenses	\$ 137,226	\$ 433,121	\$ 203,114	\$ 773,461	\$ 87,138	\$ 860,599
Professional Fees and Contract Services	\$ 1,300,312	\$ 175,533	\$ 19,128	\$ 1,494,973	\$ -	\$ 1,494,973
Supplies/Equip. & Postage	\$ 5,313	\$ 5,313	\$ 5,313	\$ 15,939	\$ 5,313	\$ 21,252
Telephone & Internet	\$ 2,415	\$ 2,415	\$ 2,415	\$ 7,245	\$ 2,415	\$ 9,660
Computers	\$ 4,389	\$ 4,389	\$ 4,389	\$ 13,166	\$ 4,389	\$ 17,554
Insurance	\$ 3,057	\$ 3,057	\$ 3,057	\$ 9,170	\$ 3,057	\$ 12,226
Rent	\$ 28,500	\$ 28,500	\$ 28,500	\$ 85,500	\$ 28,500	\$ 114,000
Accounting/Banking Services	\$ 11,951	\$ 11,951	\$ 11,951	\$ 35,854	\$ 11,951	\$ 47,805
Meetings	\$ 1,540	\$ 1,540	\$ 1,540	\$ 4,620	\$ 1,540	\$ 6,160
Travel/Conferences/Professional Development	\$ 2,673	\$ 2,673	\$ 2,673	\$ 8,018	\$ 2,673	\$ 10,690
Memberships & Subscriptions	\$ 2,699	\$ 2,699	\$ 2,699	\$ 8,096	\$ 2,699	\$ 10,794
Program Support	\$ 8,400	\$ 96,300	\$ -	\$ 104,700	\$ -	\$ 104,700
<b>TOTAL EXPENDITURES</b>	<b>\$ 1,508,473</b>	<b>\$ 767,489</b>	<b>\$ 284,777</b>	<b>\$ 2,560,740</b>	<b>\$ 149,673</b>	<b>\$ 2,710,413</b>
<b>% of Total</b>	<b>56%</b>	<b>28%</b>	<b>11%</b>	<b>94%</b>	<b>6%</b>	
<b>REVENUES OVER EXPENDITURES/Gap Fund</b>						<b>\$0</b>
(1) This amount reflects a full contribution from the City equal to 1.1 mils of the value of the City's owned property in DVI's Downtown district (2) Non exempt property owners in expanded DVI's Downtown district pay 1.1 mils of their property's assessed value to DVI (both commercial & residential properties) (3) Includes contracts fee-for-service including General Services Administration (GSA) for federal courthouse and JTA for Skyway Ambassador services and other marketing work for DIA (4) Includes all others revenue such as grants, sponsorships and event revenue plus voluntary monetary contributions from exempt organizations such as JEA, First Baptist Church, JAX Chamber and Jesse Ball DuPont Fund. (5) Includes Clean & Safe Ambassador team, a supervising operations director, uniforms, supplies and equipment and includes 50% of the Director of District Services salary plus 25% of admin budget. (6) Includes salaries for Vice President of Marketing, Senior Director of Placemaking, Communications Manager and Events Manager. Includes 25% of the admin budget. (7) Includes salary for Public Realm Manager, 50% of Vice President of District Services, and 25% of admin budget. (8) Includes 25% of the admin budget. The admin budget includes the CEO, Business Administrator and Office Manager positions.						

Updated March 19, 2022

**Downtown Vision  
FY 21/22 vs. FY 22/23**

Attachment 3

	Adopted FY21/22	Proposed FY22/23	Increase (Decrease)	Notes
<b>REVENUES</b>				
City of Jacksonville	\$ 661,898	\$ 657,284	(\$-4,614)	City contribution to Downtown Vision based on same 1.1 mils formula as private properties
Private Commercial Properties	\$ 1,668,943	\$ 1,659,690	(\$-9,253)	Slight decrease in assessed value of properties in the existing downtown district
Interest Income	\$ 2,100	\$ 600	(\$-1,500)	Decrease is due to lower interest rates
Contracted Services	\$ 77,251	\$ 116,935	\$39,684	Includes payments fee-for-service such as General Services Administration (GSA) for ambassador assistance around Federal Courthouse, JTA for Ambassadors at some Skyway stations, LifeBuilders Program hiring formerly homeless individuals to be Ambassadors and partnership with DIA for Downtown
Voluntary Contributions, Sponsorships, Etc.	\$ 103,985	\$ 275,904	\$171,919	Includes all others revenue, including grants, sponsorships, event revenue and voluntary contributions from exempt organizations like JEA, First Baptist Church, JaxChamber and Jesse Ball DuPont Fund. Increase is due to increased sponsorships and revenues from events like new Sip & Stroll
<b>TOTAL REVENUES</b>	<b>\$ 2,514,177</b>	<b>\$ 2,710,413</b>	<b>\$196,236</b>	
<b>EXPENDITURES</b>				
Salaries	\$ 599,576	\$ 697,970	\$98,394	Increase due to increased salary range for new positions
Employee Benefits	\$ 95,010	\$ 87,858	(\$-7,152)	Decrease due to reduced cost of health insurance and benefits with new employees
Payroll Taxes/Worker's Comp	\$ 64,219	\$ 74,771	\$10,552	Increase due to increases above
Total Salaries & Related Expenses	\$ 758,805	\$ 860,599	\$101,794	
Professional Fees & Contract Services	\$ 1,463,045	\$ 1,494,973	\$31,928	graphic design support, consulting, marketing support, printing reports, rack cards and marketing collateral.
Supplies, Printing & Postage	\$ 21,252	\$ 21,252	\$0	Includes office supplies, stationary, copier, water cooler, postage meter, postage, bulk mail, UPS, courier fees
Telephone & Internet	\$ 9,660	\$ 9,660	\$0	Includes phone lease, internet, local and long distance
Computers	\$ 16,804	\$ 17,554	\$750	Includes website management, software fees, email hosting and server maintenance
Insurance	\$ 11,836	\$ 12,226	\$390	Includes D&O, liability, property, theft and event insurance. Increase is due to increased coverage
Rent	\$ -	\$ 114,000	\$114,000	Annual debt service for financing of new headquarters fit-out
Accounting, Banking Services & Payroll	\$ 45,472	\$ 47,805	\$2,333	Includes audit, payroll expenses, licenses and bank fees
Meetings	\$ 6,160	\$ 6,160	\$0	Includes Board meetings, committee meetings, stakeholder meetings and board retreat
Travel/Conferences/Profess. Development	\$ 5,640	\$ 10,690	\$5,050	Includes conference expenses, lodging and travel expenses. Increase is due to increased travel compared to last year (limited travel because of COVID-19 pandemic)
Memberships & Subscriptions	\$ 9,720	\$ 10,794	\$1,074	International Downtown Association and subscriptions for local papers such as Jacksonville Business Journal
Program Support	\$ 165,783	\$ 104,700	(\$-61,083)	Items includes costs for events and promotions and for beautification initiatives. Decrease is due to increased use of 501(c)3 foundation for events + fundraising.
<b>SUBTOTAL EXPENDITURES</b>	<b>\$ 2,514,177</b>	<b>\$ 2,710,413</b>	<b>\$196,236</b>	
Contingency	\$ -	\$ -	\$0	
<b>TOTAL EXPENDITURES</b>	<b>\$ 2,514,177</b>	<b>\$ 2,710,413</b>	<b>\$196,236</b>	
Variance	\$ -	\$ -	\$0	



**TAB IV.F**  
**RESOLUTION 2022-04-11: 1001 KINGS AVENUE DPRP**

**RESOLUTION 2022-04-11**

**A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) RECOMMENDING THAT THE CITY COUNCIL APPROVE A DOWNTOWN PRESERVATION AND REVITALIZATION PROGRAM FORGIVABLE LOAN PACKAGE FOR REHABILITATION OF THE BUILDING LOCATED AT 1001 KINGS AVENUE (THE “PROPERTY”) PURSUANT TO A REDEVELOPMENT AGREEMENT WITH ALE KINGS HOLDINGS, LLC OR ASSIGNS (“OWNER” OR “DEVELOPER”); FINDING THAT THE PLAN OF DEVELOPMENT IS CONSISTENT WITH THE DIA’S BUSINESS INVESTMENT AND DEVELOPMENT PLAN (“BID PLAN”) AND THE DOWNTOWN NORTHBANK COMMUNITY REDEVELOPMENT AREA PLAN (“CRA 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**, ALE Kings Holdings, LLC is the owner of the Property and the building located on the Property which has been designated a local historic landmark by the Jacksonville City Council in Ordinance 1999-768 and is within the boundaries of the Downtown Southside CRA; and

**WHEREAS**, the Developer proposes to rehabilitate the Property to provide approximately 12,000 square feet of leasable space for commercial/retail use in the Southbank District of Downtown Jacksonville; and

**WHEREAS**, the increased private capital investment totaling approximately \$5,133,853 in real property will increase the county ad valorem tax base over the useful life of the assets, will add to the commercial/retail tenancy options in Downtown Jacksonville; and

**WHEREAS**, the Strategic Implementation Committee of the Downtown Investment Authority (“DIA”) met on April 14, 2022, to consider the recommendation of DPRP Program Forgivable Loans in accordance with the program guidelines established by City Council in accordance with the terms contained in the term sheet attached hereto as Exhibit A; and

**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 instructs the Chief Executive Officer of the Downtown Investment Authority to take all necessary actions, including the filing of legislation before the City Council, to seek DPRP funding of up to \$1,231,760 pursuant to the Downtown Historic Preservation and

Revitalization Program guidelines in accordance with the terms set forth on the term sheet attached hereto as Exhibit A.

**Section 3.** 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 4.** The Effective Date of this Resolution is the date upon execution of this Resolution by the Chair of the DIA Board.

**WITNESS:**

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_

\_\_\_\_\_  
W. Braxton Gillam IV, Esq., Chairman

\_\_\_\_\_  
Date

**VOTE:** In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**Exhibit A:**

**DOWNTOWN PRESERVATION AND REVITALIZATION PROGRAM  
 TERM SHEET**

**1001 Kings Avenue**

**Project:** The project comprises the redevelopment of a three-story, 13,500 gross square foot historic property located at 1001 Kings Avenue (RE# 080088-0000) in the Southside District of Downtown Jacksonville owned by ALE Kings Holdings, LLC. The property is expected to be fully occupied by two tenants, England Trading Company, LLC operating a retail furniture store and doing business as “Industry West” occupying approximately 8,000 square feet on the first and second floors, and corporate offices for CL Breeze, LLC d/b/a Breeze Homes for the 3,905 square-foot third floor.

Because the property received a Certificate of Appropriateness from the City of Jacksonville Historic Preservation Commission for the exterior of the property only, the redevelopment efforts are not eligible for funding under the Historic Preservation, Restoration, and Rehabilitation Forgivable Loan (“HPRR”) components for interior restoration or interior rehabilitation.

City funding for redevelopment of this building (“Property”) is conditioned upon terms found in this Exhibit A to Resolution 2022-04-11. Forgivable loan documentation will be prepared and entered into with the Applicant for the Property as approved by the DIA Board and the City Council of Jacksonville, Florida.

<b>Owner / Applicant / Borrower:</b>	ALE Kings Holdings, LLC
<b>Total Development Costs (estimate):</b>	\$5,133,853
<b>Underwritten Development Costs Used for DPRP Calculations:</b>	\$4,813,063
<b>Equity (proposed):</b>	\$705,303
	(13.7% of TDC unadjusted)
	(14.5% of TDC as underwritten)

**City Funding:** An amount determined to be \$1,231,760 through the City of Jacksonville, as follows:

	<b>Historic Preservation, Restoration, and Rehabilitation Forgivable Loan (HPRR)</b>	<b>Code Compliance Forgivable Loan (CCR)</b>	<b>DPRP Deferred Principal Loan</b>	<b>TOTAL</b>
<b>TOTAL</b>	<b>\$257,200</b>	<b>\$728,200</b>	<b>\$246,360</b>	<b>\$1,231,760</b>

At this funding level, and by this program, the incentive structure and funding under the DPRP are subject to further approvals by the Jacksonville City Council.

To be eligible for funding, all work must be reviewed and approved by the Planning and Development Department for consistency with the United States Secretary of Interior Standards and applicable design guidelines during application processing and for verification upon completion and request for funding under terms defined further herein.

**Budget.** The construction budget reviewed and approved by the DIA in the total amount of TWO MILLION FIVE HUNDRED NINETEEN THOUSAND SIX HUNDRED FORTY-NINE DOLLARS AND ZERO CENTS (the “Total Budget Amount”), which includes Construction Costs to be incurred in each of the funding categories (each, a “Funding Category”) and in the minimum amounts (each a “Funding Category Minimum”) set forth in the table below:

<b>Funding Category</b>	<b>Funding Category Minimum</b>
Interior Rehabilitation	0
Interior Restoration	0
Exterior	257,225
Code Compliance	970,999
General Requirements/Other	321,405
N/A <sup>1</sup>	970,020
<b>Total Budget Amount:</b>	<b>\$ 2,519,649</b>

<sup>1</sup> The category “N/A” is not required to be met as a Funding Category Minimum for reimbursement of other categories under the DPRP. For further clarity, there will be no reimbursement for expenditures categorized as “N/A” in the construction budget.

**Minimum Expenditures:** In order to be eligible for the maximum amount of the DPRP Loan, the Owner must provide evidence and documentation prior to the applicable DPRP Loan closing, sufficient to demonstrate to the DIA in its sole but reasonable discretion, the following:

- (i) a total equity capital contribution of at least SEVEN HUNDRED FIVE THOUSAND THREE HUNDRED THREE DOLLARS AND ZERO CENTS (\$705,303) (the “Required Equity”);
- (ii) Total Development Costs incurred of FOUR MILLION EIGHT HUNDRED THIRTEEN THOUSAND SIXTY-THREE DOLLARS AND ZERO CENTS (\$4,813,063) which shall exclude Developer/Program Management Fee, FF&E, tenant improvements, and operating or finance reserves (the “Minimum Total Development Costs”);
- (iii) Total Construction Costs incurred of at least the Total Budget Amount (the “Minimum Total Construction Costs”), and

- (iv) Construction Costs incurred of at least the Funding Category Minimum with respect to each respective Funding Category.

Notwithstanding the foregoing, the required Minimum Total Development Costs of \$4,813,063 may be reduced by a maximum of ten percent (10%) overall, as determined by the DIA in its sole and absolute discretion, without affecting the Owner's eligibility for the approved DPRP Loans. Further, any Funding Category Minimum may be reduced by a maximum of ten percent (10%) on a stand-alone basis, as determined by the DIA in its sole and absolute discretion; provided that, in such event, there shall be a pro-rata reduction in any or each of the related DPRP Loans, as required.

DIA staff shall present to the DIA Board a request for approval of the reduced DPRP Loans consistent with the DPRP Guidelines. The DIA Board shall have the authority, without further action by City Council, to approve reduced DPRP Loan amounts provided the Total Development Costs incurred are not less than \$4,331,757 including Total Construction Costs incurred of not less than \$2,267,684.

**Infrastructure:** No City of Jacksonville infrastructure improvements are contemplated.

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

**Loans:** No other loans, grants, or other funding are requested from the City of Jacksonville for this development activity

**Performance Schedule:**

- A) Redevelopment Agreement to be executed within thirty (30) days of the Bill Effective Date.
- B) Commencement of Construction: Within six (6) months following the Redevelopment Agreement Effective Date, Applicant commits to commencement of construction, meaning receipt of all required approvals, permitting, and closing on all required financing to allow the start of construction activities and has actually broken ground to begin work.
- C) Substantial Completion: Within eighteen (18) months following Commencement of Construction as defined above.
- D) The DIA CEO will have authority to extend this Performance Schedule, in the CEO's discretion, for up to six (6) months for good cause shown by the Developer / Applicant. Any extensions to the Commencement Date shall have the same effect of extending the Completion Date simultaneously.

**Additional Commitments:**

- A) The Developer commits to the development of a minimum of 13,000 square feet of net leasable commercial/retail space for tenants.

- B) Recommendation as to the eligibility of the approved scope of work on the property by the Planning and Development Department shall be required prior to DIA Board approval of any program funding. Such recommendation by the Planning and Development Department may be conditional on further review and approvals by the State Historic Preservation Office (“SHPO”) and/or the National Park Service (“NPS”) as may be required.
- C) Upon completion and request for funding, all work on the Properties must be inspected by the Planning and Development Department or designee for compliance with the approved application prior to funding under any DPRP loan component.
- D) Funding under the DPRP will be secured by a stand-alone, subordinate lien position on the Property behind any senior secured, third-party lender providing construction, mini-perm, or permanent financing, as long as such subordination does not alter the DIA approved maturity date of any DPRP Loan.
- E) Each DPRP loan will be cross defaulted with one another.
- F) Payment defaults, or other defaults that trigger legal actions against the Applicant that endanger the lien position of the City, shall also be a default on the subject facilities.
- G) As the Borrower will be utilizing a combination of HPRR Forgivable Loans, and CCR Forgivable Loans, the maturity of each of these Forgivable Loans will be five (5) years. Principal outstanding under each note will be forgiven at the rate of 20% annually, on the anniversary date of each such funding, so long as each Forgivable Loan is not in default per DPRP Guidelines.
- H) Standard clawback provisions will apply such that:
  - a) In the event the Borrower sells, including without limitation a capital lease transaction, or otherwise transfers the Historic Building during the first five (5) years after the disbursement of the Forgivable Loans, the following shall be due and payable at closing of the Sale:
    - i. 100% if the Sale occurs within 12 months after disbursement of the Forgivable Loan;
    - ii. 80% if the Sale occurs after 12 months but within 24 months of disbursement of the Forgivable Loan;
    - iii. 60% if the Sale occurs after 24 months but within 36 months of disbursement of the Forgivable Loan;
    - iv. 40% if the Sale occurs after 36 months but within 48 months of disbursement of the Forgivable Loan; or
    - v. 20% if the Sale occurs after 48 months but within 60 months of disbursement of the Forgivable Loan.

- b) Changes in the proposed intended use of the property must continue to contribute towards the relevant Redevelopment Goals and Performance Measures of the DIA and shall be presented to the DIA for further approval not less than 90 days in advance of such changes, and such approval shall not be unreasonably withheld. In the event Borrower or any lessee or assignee of the Borrower uses the Project or the Historic Property or Properties for any use not contemplated by this Agreement at any time within five years following the disbursement of the Forgivable Loan or Loan without such approval, the full amount of the amounts awarded, together with all accrued but unpaid interest thereon, may be declared by the DIA to become due and payable by the Borrower.
- I) Funding in the amount of the DPRP Deferred Principal Loan component will have a stated maturity date of ten years from the Funding Date. The loan balance is due in full upon maturity, sale, or refinancing of the property prior to maturity subject to terms of the disposition and value of the property at the time of such event.
- J) The DPRP Deferred Principal Loan component requires fixed annual interest payments equal to the total principal outstanding multiplied by the prevailing Ten-Year Treasury Note Rate at the time established for closing.
- K) Partial Principal reductions on the DPRP Deferred Principal Loan may be made after the fifth anniversary with no prepayment penalty; however, a minimum of 50% of the initial loan balance must remain outstanding through the loan maturity date unless the Property or Properties are sold or refinanced during that period, subject to DIA approval.
- L) DIA reserves the right to approve any sale, disposition of collateral property, or refinance of senior debt prior to the forgiveness or repayment of any DPRP Loan.
- M) All Property, business, and income taxes must be current at the time of application and maintained in current status throughout the approval process, the term of the Redevelopment Agreement, and through the DPRP loan period.
- N) Payment defaults, bankruptcy filings, or other material defaults during the DPRP loan period will trigger the right for the City of Jacksonville to accelerate all amounts funded and outstanding under any or all programs at such time, plus a 20% penalty of any amounts amortized or prepaid prior to that date.

There will be additional terms, conditions, rights, responsibilities, warranties, and obligations for both parties which shall be determined in a later negotiated mutually agreeable written contract (or multiple written contracts as is deemed necessary).

## **SUPPLEMENTAL INFORMATION**

**1001 KINGS AVENUE HISTORIC REHABILITATION**

**Downtown Preservation and Revitalization Program  
Staff Report for DIA SIC  
April 14, 2022**

<b>Applicant:</b>	<b>ALE Kings Holdings LLC</b> Kendall England, Manager George Leone, Manager Christian Allen, Manager
<b>Project:</b>	<b>1001 Kings Avenue</b>
<b>Program Request:</b>	<b>DPRP</b>
<b>Total Development Costs (as presented):</b>	<b>\$5,133,853</b>
<b>Total Development Cost (as underwritten):</b>	<b>\$4,813,063</b>
<b>DPRP Recommended:</b>	
1) <b>Historic Preservation Restoration and Rehabilitation Forgivable Loan (HPRR)</b>	<b>\$ 257,200</b>
2) <b>Code Compliance Renovations Forgivable Loan (CCR)</b>	<b>\$ 728,200</b>
3) <b>DPRP Deferred Principal Loan</b>	<b>\$ 246,360</b>
	<b><u>\$1,231,760</u></b>

**Property Description:**

This project location is the original City Hall of South Jacksonville. The South Jacksonville community emerged after the American Civil War and was incorporated in 1907. It saw its greatest growth after the Acosta Bridge was completed in 1921, connecting the neighborhood to Downtown Jacksonville. This period included the construction of the original San Marco development, which eventually gave its name to the area.

The three-story masonry building at 1001 Kings Avenue was landmarked in 1999 (1999-768-E) having met three of the local designation criteria. National Register listing was pursued, but the Florida Division of Historical Resources found the building to be too altered and lacking enough physical integrity to qualify for individual listing. The rehabilitation work done in 1999-2001 included restoring some of the original openings guided in part by physical evidence but stopped short of restoring the first floor storefront openings with glazing, opting instead for the present grillwork and gates with actual entry doors hidden behind the vine-covered openings.

The building is located on a corner with three street frontages (Kings Avenue, Prudential Drive, and Onyx Street) and a parking lot to the side of it, making all aspects of the structure readily street visible, except for a portion of the south/parking lot side of the building that is screened by some trees. The images below in Figure 1 provide a perspective on the planned renovations for the building with a current view and the proposed redevelopment.

**Figure 1: 1001 Kings Avenue As-Is and As Proposed (West Façade)**



This currently vacant structure which was in a state of disrepair and lending itself to vagrancy is now expected to contribute to the commercial growth of the Southside District and will become the home of two locally grown businesses: Industry West (<https://www.industrywest.com/>) and Breeze Homes (<https://www.breeze-homes.com/>).

Industry West is a high-end furniture retailer established in 2011 specializing in “artisan-crafted furniture and decor, with an emphasis on high design.” The company was established in Jacksonville by Jordan England, Co-founder, and CEO, and his wife Anne England, co-founder and President of Social Responsibility). The firm sells its products online and through showrooms and the site at 1001 Kings Avenue will serve as its corporate headquarters and offices. Industry West is slated to occupy the first two floors, approximately 8,000 square feet.

Breeze Homes is “a local Jacksonville homebuilder that offers homebuyers a simpler, more cost-effective approach to homeownership.” Breeze Homes is affiliated with Corner Lot Development, the entity re-developing the subject property. Breeze Homes recently announces a proposal for developing a 32-acre parcel in St. Johns County to provide 52 single-family homes and 54 townhomes where at least 43 would be designated as workforce housing. Breeze Homes will maintain its corporate headquarters on the third floor and occupy approximately 3,900 square feet.

**The Development Team:**

**Corner Lot Development (<https://www.cornerlotdevelopment.com/>)**

Corner Lot Development Group (CLDG) was formed in 2017 and developed over \$15 million in commercial and SFR subdivisions in its first year. Currently, CLDG is a leader in the marketplace focused on developing lots allowing for affordably priced homes to continue to exist.

Andy Allen, CEO of Corner Lot Properties. Mr. Allen is a graduate of Jacksonville University where he majored in Finance and minored in Marketing. Allen started Corner Lot Properties in 2009 where he conducted commercial, multi-family, and land transactions and became the largest real estate wholesaler in Northeast Florida with over \$1 billion of real estate including acquisition, disposition, sales, and development. From 2011-2014, Allen's companies facilitated the largest Residential REIT, American

Homes 4 Rent, with its acquisition, rehab, and management of its Northeast Florida market. This spawned Heritage Holdings, his own residential portfolio of 1,100 SFR houses, in Northeast Florida which is one of the largest in Duval County.

George Leone, COO of Corner Lot Properties. Following graduation from Florida State University, Mr. Leone served thirteen years at Toll Brothers ending as the Vice President of Land Development. Leone oversaw development projects amounting in over \$500 million in Central and North Florida, South Carolina, and North Carolina where he managed over forty different consultants and contractors. In 2016, George started Leone Development to pursue his ambition of creating a leading real estate development company in the southeast United States. The culmination of Leone's experience led him to partner with Andy Allen in creating Corner Lot Development Group wherein its first year sold 220 lots to local and national builders.

***Bold Line Design (Architect; <https://boldline.design/>)***

Bold Line Design was founded in September 2020 in Jacksonville, Florida by three principal architects, John Braxtan, Matthew Snyder, and Bruce Werner. Each partner takes a hands-on approach to design, managing, and collaborating on each project from concept through construction completion. The firm lists among its capabilities: feasibility studies and due diligence, site planning and master planning, programming, architectural design, modeling and rendering, construction documents, and construction administration. Project types include multi-family, single-family, hospitality, retail, mixed-use, corporate office, senior independent living, assisted living and memory care, affordable housing, and student housing.

***Opus Group – Alan Cottrell, Owner (General Contractor; <https://opus-build.com/>)***

River City Contractors (RCC) presents itself as uniquely aligned to perform historic renovation work in many ways. RCC has completed renovations on a number of historic and downtown buildings including The Seminole Club (Sweet Pete's) in both 2014 and 2020, The Green Cove Springs/Clay County Courthouse (built 1899), Interlachen Town Hall (built 1892), the Brunswick Historic Courthouse (built 1907), and 211 Liberty Street N. Besides just historic construction, RCC has extensive experience in retail and restaurant renovations, including Coop 303, ABBQ, Candy Apple Café, and Hobnob. River City Contractors is also the general contractor for JWB at the Porterhouse project and the owner's rep for JWB for the Federal Reserve building and 218 Baptist Convention Center.

**Historic Preservations Section Considerations:**

The Planning and Development Department, Historic Preservation Section completed a Certificate of Appropriateness on the property in July 2021 after reviewing the plans for the modification and rehabilitation of the exterior of the property.

Conditions imposed in the COA require the following:

1. The storefront framing shall have a coated finish to look more like wood versus a modern storefront.
2. New glazing for storefronts shall be clear.
3. Reduce the signage size as needed so that it and any associated lighting will avoid the brick arches of the windows and the base of the central raised parapet. Final signage plan shall be submitted under a separate COA application when more details are available.
4. Minor changes to the design and architectural details (i.e. light patterns, column design, and masonry materials) can be administratively reviewed by the Historic Preservation Section of the Planning and Development Department.

5. Final plans in accordance with this Order, and product information shall be submitted to and approved by the Historic Preservation Section of the Planning and Development Department at least one week prior to permitting.

The Certificate of Appropriateness provided by HPS is consistent with the DPRP program guidelines, and adherence to its recommendations and findings is made a condition of approval of the subject request.

Because HPS did not conduct a review of plans for the work being done on the interior of the building, the project is not eligible for funding under the Interior Restoration or Interior Rehabilitation components of the Historic Preservation, Restoration, and Rehabilitation Forgivable Loan, but is eligible for funding under the Exterior component. It is also eligible for funding under the Code Compliance Renovations Forgivable Loan and the DPRP Deferred Principal Loan. A review of costs between DIA and HPS for appropriate category allocation was conducted in preparation of this Staff Report and the Ex A Term Sheet to Resolution 2022-04-11.

**Market Analysis:**

The site is ideally located for the location of each of the respective corporate offices. There will not be additional space made for lease for future tenants.

**DPRP Request and Structure:**

To facilitate the redevelopment of the property, ALE Kings Holdings requests approval of funding under the DPRP due to a funding gap in meeting the cost of construction and development. The funding gap is confirmed by analysis of pro forma cash flow, supportable debt, and return on equity investment by the developers and related investors.

**Pro Forma Operations**

- The lease rate established for each tenant is +/- \$21.60 per square foot, plus \$6.00 CAM. As noted elsewhere, leases to these two tenants leave no further space available for other tenants.
- As reflected in the Developer's pro forma, the property is expected to generate an Effective Gross Income of approximately \$331 thousand in its first full year of operation, increasing to \$357 thousand after a 10% escalator is required in year 6.
- Total operating expenses are estimated at approximately \$62 to \$76 thousand initially, reflecting an increase of 2.5% annually.
- Net Operating Income is estimated to be \$269 thousand in the first year of operations providing debt service coverage of 1.33X and a Yield on Cost of 5.6%. Over ten years, NOI improves to \$279 thousand providing debt service coverage of 1.38X and a Yield on Cost of 5.8%.

**Capital Considerations**

- Total development costs as presented equals \$4,813,063, or \$356.52 PSF for the acquisition costs and rehabilitation of the 13,500 square foot building.
- As found in the Sources and Uses for the development, the acquisition cost is shown to be \$2,250,000 and is supported by an appraisal from Moody Williams Appraisal Group, dated September 2021, providing a market value for the property of \$2,310,000 "As Is."

- The tax assessed value of the property in 2021 is \$543,730 after adjusting for a Cap Differential of \$191,870. Elimination of the Cap Diff provides a Just Market Value of \$735,600.
- Documentation was provided to show all property taxes are current through the 2021 billing.
- Minimum total equity to be injected is shown to be \$705 thousand or 14.7% of TDC, as underwritten.
- Senior debt on the development is estimated at \$2,876,000, or 59.8% of TDC. Modeled over 30 years at 5.0%, annual debt service is projected to equal an estimated \$202 thousand.

DPRP Recommended

Based upon the analysis of projected cash flows and development costs, the recommended DPRP is as follows:

	<b>Historic Preservation, Restoration, and Rehabilitation Forgivable Loan (HPRR)</b>	<b>Code Compliance Forgivable Loan (CCR)</b>	<b>DPRP Deferred Principal Loan</b>	<b>TOTAL</b>
<b>TOTAL</b>	<b>\$257,200</b>	<b>\$728,200</b>	<b>\$246,360</b>	<b>\$1,231,760</b>

At this level, the incentive structure and funding under the DPRP will be subject to further approvals by the Jacksonville City Council.

Underwriting this application established the need for financial support from the City based on the extensive redevelopment costs for the buildings, deemed important to the preservation of Jacksonville’s historic building stock and consistent with the goals of the BID and CRA plan as well as the stated purpose of the Downtown Preservation and Revitalization Program.

DPRP funding limits based on equity contribution in relationship to Total Development Cost (“TDC”), and requirements for the DPRP Deferred Principal Loan are considered for each property individually and on a combined basis. Total equity of \$705,303 (14.7% of TDC) meets the minimum requirement of 10% and allows DPRP funding up to 40% of TDC. As such the DPRP Deferred Principal Loan is required to be established at a minimum of 20% of total DPRP funding, \$246,360.

## DPRP Modeling Parameters – 1001 Kings Avenue

Total from Const Budget	\$2,519,649.00
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Sources		
Federal Historic Tax Credit		0.0%
HPRR Forgivable Loan	\$ 257,200	5.3%
CCR Forgivable Loan	\$ 728,200	15.1%
DPRP Def Prin Loan	\$ 246,360	5.1%
Other COJ Funding	\$ -	0.0%
1st Position Debt	\$ 2,876,000	59.8%
Owner Equity	\$ 705,303	14.7%
<b>TOTAL SOURCES</b>	<b>\$ 4,813,063</b>	<b>74.4%</b>

Uses		
Purchase Price	\$ 2,250,000	46.7%
A&E Costs	\$ 18,500	0.4%
Construction Costs	\$ 2,519,649	52.4%
Developer Fee	\$ -	0.0%
Soft Costs	\$ 24,914	0.5%
<b>TOTAL USES</b>	<b>\$ 4,813,063</b>	<b>100.0%</b>

Maximum Funding Level	\$ 1,925,225
DPRP Funding	\$ 1,231,760
ROI	1.26

Measurement	DPRP Guidelines		As Calculated
	% of TDC		Project
Developer Equity	10%	Min of TDC	14.7%
3rd Party Loan		No min or max	59.8%
Subsidy or Tax Credit		No min or max	0.0%
<b>Developer Combined</b>	<b>60%</b>	<b>Min of TDC</b>	<b>74.4%</b>
<b>DPRP</b>			
Exterior	75%	Max of eligible costs	
Restoration Int	75%	Max of eligible costs	
Rehabilitation Int	30%	Max of eligible costs	
Code Compliance	75%	Max of eligible costs	
Other	20%	Max of eligible costs	
HPRR Forgivable Loan	30%	Max of TDC	5.3%
CCR Forgivable Loan	30%	Max of TDC	15.1%
DPRP Def Prin Loan	20%	Max of TDC	5.1%
DPRP Def Prin Loan	20%	Min Must be ≥ 20% of Gap	20.00%
Other COJ Funding			0.0%
<b>COJ Combined</b>	<b>40%</b>	<b>Max of TDC</b>	<b>25.6%</b>

As shown above, developer equity in the 1001 Kings Avenue property equals 14.7% of TDC, whereas equity plus third-party debt exceeds the minimum requirement of 50% of TDC, at 74.4%. Redevelopment of the property is proposed to be supported by an HPRR Forgivable Loan of \$257,200, a CCR Forgivable Loan of \$728,200, and a DPRP Deferred Principal Loan of \$246,360. Program guidelines allow for the HPRR and CCR Forgivable Loans to amortize concurrently with principal forgiven at the rate of 20% annually over a five-year period in the absence of default.

The DPRP Deferred Principal Loan is an interest-only loan with the rate established at the level of the Ten-Year Treasury Note at the time of funding. For modeling purposes, a rate of 2.50% is used providing interest payments of \$67,749 to the City annually.

### Project ROI:

As shown by the model below, the project ROI on the City investment is 1.26X, which exceeds program requirements of 0.50X. The calculations are based on City benefits totaling \$1.5 million based on ad valorem over 20 years, \$1.0 million (not including 10 years of tax abatement on the incremental improvements for historic properties as that election was made in 1999 when the property was landmarked), and the interest income (10 years) and Present Value of the repayment on the Deferred Principal Loan, \$242 thousand.

**\$4.8 Million in Capital Expenditures**

Ad Valorem Taxes Generated			
County Operating Millage	(1)	\$	1,034,867
Local Option Sales Tax	(2)	\$	154,147
Payroll	(3)	\$	55,792
Add'l Benefits Provided	(4)	\$	242,398
<b>Total City Expected Benefits</b>			<b>\$ 1,554,953</b>
Total City Investment	(5)	\$	1,231,760

Return on Investment Ratio	<b>1.26</b>
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(1) - The investment from the Company is estimated to be \$4.8 MM in Capital Contribution for development

(2) - Local Option Sales Tax is based on the revenue generated through retail sales and commercial leases.

(3) - Job estimates are calculated at # of jobs \* avg. wage. Assumes 20% spent locally and a 1 percent sales tax over 20 years.

(4) - Value of any additional contribution being made for the benefit of the city in consideration of the incentive	
Interest on the DPRP Deferred Principal Loan	\$ 67,749
PV of DPRP Deferred Principal Repayment	\$ 174,649
Other	
<b>Total Add'l Benefits Provided</b>	<b>\$ 242,398</b>

(5) - City Incentives as follows:	
DPRP	\$ 1,231,760
Land	\$ -
Other	
<b>Total Direct Incentives</b>	<b>\$ 1,231,760</b>

**Recommendation:**

DIA Staff recommends approval of a the DPRP loans as outlined above.

All requirements outlined within the HPS conditional approval or as may be established by the NPS in its conditional approval must be incorporated into the redevelopment project and inspected for adherence upon completion and prior to funding.

Minimum funding requirements and other terms and conditions for approval and administration of the subject facilities are captured in Exhibit A Term Sheet to Resolution 2022-04-11.

**TAB IV.G**  
**RESOLUTION 2022-04-12: UNION TERMINAL AUTHORIZATION**

**RESOLUTION 2022-04-12**

**RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AMENDING RESOLUTION 2022-03-06 TO REVISE THE FUNDING CATEGORY MINIMUMS ESTABLISHED THEREIN AS REFLECTED IN THE AMENDED TERM SHEET ATTACHED HERETO AS EXHIBIT ‘A’; AUTHORIZING THE DIA CHIEF EXECUTIVE OFFICER (“CEO”) TO TAKE ALL ACTIONS, INCLUDING THE FILING OF LEGISLATION, AND THE EXECUTION OF CONTRACTS, AGREEMENTS AND OTHER DOCUMENTS AS ARE NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.**

**WHEREAS**, the DIA is the Community Redevelopment Agency and Economic Development entity for Downtown Jacksonville; and

**WHEREAS**, in its role as the Community Redevelopment Agency and Economic Development entity for Downtown, the DIA is responsible for administering the Downtown Preservation and Revitalization Program; and

**WHEREAS**, the DPRP was created by Ordinance 2020-0527-E for purpose of fostering the preservation and revitalization of unoccupied, underutilized, and/or deteriorating historic buildings; and

**WHEREAS**, via Ordinance 2021-0139-E, the Union Terminal Warehouse (“Property”) was designated as a local historic landmark; and

**WHEREAS**, the Owner is redeveloping the Property as a mixed-use residential development, which will include a minimum of 220 residential units, and 38,000 square feet of commercial space and maker/artist studios, collectively referred herein as the “Project”; and

**WHEREAS**, the Project requires City participation in accordance with those amounts and subject to those requirements articulated in the attached Exhibit ‘A’ Term Sheet; and

**WHEREAS**, funding for redevelopment of the Project was recommended for approval by the DIA under Resolution 2021-05-04, and that approval was revised and re-approved under amended Resolution 2022-03-06, with further revision recommended by this Resolution 2022-04-12; and

**WHEREAS**, Funding Category Minimums for each component of each DPRP Loan have been restated in the Exhibit ‘A’ Term Sheet for consistency with the most recent version of the Owner’s construction budget with no impact on the recommended funding amounts,

**NOW THEREFORE, BE IT RESOLVED**, by the Downtown Investment Authority:

Section 1. The DIA finds that the abovementioned recitals are true and correct.

Section 2. The DIA hereby approves the attached Exhibit 'A', Term Sheet **reflecting the revised funding category minimums. Resolution 2022-03-06 otherwise remains in full and effect except as amended hereby.**

Section 3. The DIA authorizes its CEO to take all necessary action, including the filing of legislation and the execution of contracts, agreements and other documents as may be necessary to effectuate the purposes of this Resolution 2022-04-12.

Section 4. This Resolution shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

**DOWNTOWN INVESTMENT AUTHORITY**

\_\_\_\_\_ W. Braxton Gillam IV, Esq., Chairman \_\_\_\_\_ Date \_\_\_\_\_

VOTE: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_

**Exhibit A:**

**DOWNTOWN PRESERVATION AND REVITALIZATION PROGRAM  
TERM SHEET**

**Union Terminal Warehouse**

**Project:** The project comprises the redevelopment of a historic property where the underlying tax parcel ID 122092-0000 is shown to extend into the DIA Boundary and the Cathedral District at the time the Downtown Preservation and Revitalization Program (“DPRP”) was approved by the Jacksonville City Council. As such, the redevelopment of this property is eligible for incentive funding under the DPRP.

The redevelopment of this building (“Property”) is conditioned upon terms found in this Exhibit A to the Resolution. Forgivable loan documentation will be prepared and entered into with the Applicant for the Property as approved by the DIA Board and the City Council of Jacksonville, Florida.

<b>Owner / Applicant / Borrower:</b>	East Union Holdings, LLC
<b>Developer:</b>	Columbia Ventures, LLC
<b>Total Development Costs (estimate):</b>	\$64,370,008
<b>Underwritten Development Costs Used for DPRP Calculations:</b>	\$57,118,172
<b>Equity (proposed and including HTC equity):</b>	\$16,386,211 (25.4% of TDC unadjusted)
<b>Equity (proposed exclusive of HTC equity):</b>	\$8,344,661 (15.1% of TDC as underwritten) (12.7% of TDC unadjusted)

**City Funding:** An amount determined to be **\$8,285,793** through the City of Jacksonville, as follows:

	<b>Historic Preservation, Restoration, and Rehabilitation Forgivable Loan (HPRR)</b>	<b>Code Compliance Forgivable Loan (CCR)</b>	<b>DPRP Deferred Principal Loan</b>	<b>TOTAL</b>
<b>TOTAL</b>	\$4,246,963	\$2,381,671	\$1,657,159	<b>\$8,285,793</b>

At this level, and by this program, the incentive structure and funding under the DPRP will be subject to further approvals by the Jacksonville City Council.

To be eligible for funding, all work must be reviewed and approved by the Planning and Development Department for consistency with the United States Secretary of Interior Standards and applicable design guidelines during application processing and for verification upon completion and request for funding under terms defined further herein.

**Budget.** The construction budget reviewed and approved by the DIA in the total amount of FORTY MILLION TWENTY SIX THOUSAND FOUR HUNDRED NINETY EIGHT DOLLARS AND ZERO

CENTS (the “Total Budget Amount”), which includes Construction Costs to be incurred in each of the funding categories (each, a “Funding Category”) and in the minimum amounts (each a “Funding Category Minimum”) set forth in the table below:

<b>Funding Category</b>	<b>Funding Category Minimum</b>
Interior Rehabilitation	\$ 8,247,200
Interior Restoration	299,100
Exterior	2,783,000
Code Compliance	12,819,200
General Requirements/Other	4,323,100
N/A <sup>1</sup>	10,760,698
<b>Total Budget Amount:</b>	<b>\$ 40,026,498</b>

<sup>1</sup> The category “N/A” is not required to be met as a Funding Category Minimum for reimbursement of other categories under the DPRP. For further clarity, there will be no reimbursement for expenditures categorized as “N/A” in the construction budget.

**Minimum Expenditures:** In order to be eligible for the maximum amount of the DPRP Loan, the Owner must provide evidence and documentation prior to the applicable DPRP Loan closing, sufficient to demonstrate to the DIA in its sole but reasonable discretion, the following:

- (i) a total equity capital contribution of at least EIGHT MILLION THREE HUNDRED FORTY FOUR THOUSAND DOLLARS SIX HUNDRED SIXTY ONE AND ZERO CENTS (\$8,344,661) (the “Required Equity”);
- (ii) Total Development Costs incurred of FIFTY FIVE MILLION TWO HUNDRED FIFTY TWO THOUSAND THREE HUNDRED FIFTY SIX DOLLARS AND ZERO CENTS \$55,252,356) which shall exclude Developer/Program Management Fee, FF&E, tenant improvements, and operating or finance reserves (the “Minimum Total Development Costs”);
- (iii) Total Construction Costs incurred of at least the Total Budget Amount (the “Minimum Total Construction Costs”), and
- (iv) Construction Costs incurred of at least the Funding Category Minimum with respect to each respective Funding Category.

Notwithstanding the foregoing, the required Minimum Total Development Costs of \$55,252,356.00 may be reduced by a maximum of ten percent (10%) overall, as determined by the DIA in its sole and absolute discretion, without affecting Owner’s eligibility for the approved DPRP Loans. Further, any Funding Category Minimum may be reduced by a maximum of ten percent (10%) on a stand-alone basis, as determined by the DIA in its sole and absolute discretion; provided that, in such event there shall be a pro rata reduction in any or each of the related DPRP Loans, as required.

DIA staff shall present to the DIA Board a request for approval of the reduced DPRP Loans consistent with the DPRP Guidelines. The DIA Board shall have the authority, without further action by City Council, to approve reduced DPRP Loan amounts provided the Total Development Costs incurred are not less than \$49,727,120, including Construction Costs incurred of not less than \$36,023,848.

**Infrastructure:** No City of Jacksonville infrastructure improvements are contemplated.

**Land:** No City of Jacksonville land is committed to the project; however, the Owner commits to provide a minimum twenty-five (25) foot wide easement to the City as required by CH. 656.361.2.I and/or conveyance of property necessary for development of the Hogan's Creek greenway. Any property conveyance shall be subject to customary agreements to be negotiated with reasonable discretion by all parties and subject to the zoning, code, or other requirements placed upon the site as reviewed and approved by the City of Jacksonville Planning and Development department, FDOT, and any other municipal, governmental, or regulatory body.

**Loans:** No other loans, grants, or other funding are requested from the City of Jacksonville.

**Performance Schedule:**

- A) Execution of Redevelopment Agreement by Owner within (30) days of delivery of final contract to Owner following City Council Approval and Bill Effective Date.
- B) Application for Building Permit from the COJ Building Inspection Division within sixty (60) days following final approval of Redevelopment Agreement by City Council.
- C) Upon receipt of Building Permit, application for lender approval must be promptly filed and Owner must make best efforts to receive final approval from lender within six (6) months from application filing.
- D) Commencement of Construction within six (6) months of final lender approval as indicated by a financial closing. Commencement of Construction means:
  1. As reasonably can be considered necessary so that physical construction of the eligible Project (or any applicable phase thereof) may begin and proceed to completion without foreseeable interruption:
    - a) Completion of all pre-construction engineering and design,
    - b) All necessary licenses, permits, and governmental approvals,
    - c) Engagement of all contractors,
    - d) Ordered essential equipment and supplies; and,
  2. Financial commitments and resources to complete the construction of the project; and,
  3. Evidence of having "broken ground" and begun physical, material renovation and construction of such improvements on an ongoing basis without any Impermissible Delays. Physical, material renovation and construction shall include, but not be limited to, environmental remediation, structural repairs, and selective demolition activities.
- E) Substantial Completion: Within twenty-four (24) months following Commencement of Construction as defined above.
- F) The DIA CEO will have authority to extend this Performance Schedule, in the CEO's discretion, for up to six (6) months for good cause shown by the Owner / Applicant. Any extensions to the Commencement Date shall have the same effect of extending the Completion Date simultaneously.

**Additional Commitments:**

- A) The Owner commits to the development of:

1. A minimum of 220 dwelling units.
  2. Commercial space, including maker/artist's studios, and similar uses: Minimum of 38,000 square feet.
  3. Rooftop terrace and community garden with existing water tower retained as an iconic architectural feature.
  4. Other amenities include a fitness studio, individual teleconference rooms, an arcade room, a Do-It-Yourself shop space, and electric vehicle charging stations. Specific uses for amenity spaces are subject to change over time in keeping with market standards.
  5. Coordination with Groundwork Jacksonville and the City of Jacksonville to allow for improvements adjacent to Hogan's Creek and through the property for the Emerald Trail subject to the easement as required by CH. 656.361.2.I and other customary easements and license agreements to be diligently negotiated with reasonable discretion by all parties. It is contemplated that the subway drive-aisle on the east side of the building will be paved, striped, and secured with bollards according to the design standards provided by Groundwork Jacksonville for the Emerald Trail as of the time of the execution of the Redevelopment Agreement.
- B) Recommendation as to the eligibility of the approved scope of work on the Property by the Planning and Development Department shall be required prior to DIA Board approval of any program funding. Such recommendation by the Planning and Development Department may be conditional on further review and approvals by the State Historic Preservation Office ("SHPO") and/or the National Park Service ("NPS").
- C) Upon completion and request for funding, all work on the Property must be inspected by the Planning and Development Department or designee for compliance with the approved application prior to funding under any DPRP loan component.
- D) Funding under the DPRP will be secured by a subordinate lien position on the Property behind any senior secured, third-party lender providing construction, mini-perm, or permanent financing in accordance with the requirements of the senior lender.
- E) Payment defaults, or other defaults that trigger legal actions against the Applicant that endanger the lien position of the City, shall also be a default on the subject facilities.
- F) HPRR Forgivable Loans, and CCR Forgivable Loans, the maturity of each of these Forgivable Loan will be five (5) years. Principal outstanding under each note will be forgiven at the rate of 20% annually, on the anniversary date of each such funding, so long as each Forgivable Loan is not in default per DPRP Guidelines. Owner/Applicant may request deferral of the maturity and the principal forgiveness for tax purposes, with authority for such modification vested in the DIA CEO.
- G) Standard claw back provisions will apply such that:
1. In the event the Borrower sells, leases or otherwise transfers the Historic Building during the first five (5) years after the disbursement of the Forgivable Loan, the following shall be due and payable at closing of the Sale:

- a) 100% if the Sale occurs within 12 months after disbursement of the Forgivable Loan;
- b) 80% if the Sale occurs after 12 months but within 24 months of disbursement of the Forgivable Loan;
- c) 60% if the Sale occurs after 24 months but within 36 months of disbursement of the Forgivable Loan;
- d) 40% if the Sale occurs after 36 months but within 48 months of disbursement of the Forgivable Loan; or
- e) 20% if the Sale occurs after 48 months but within 60 months of disbursement of the Forgivable Loan.

2. In the event Borrower or any lessee or assignee of the Borrower uses the Project or the Historic Property or Properties for uses that represent material adverse deviation as contemplated by this Agreement at any time within five years following the disbursement of the Forgivable Loan, the full amount of the Grant, together with all accrued but unpaid interest thereon, shall immediately become due and payable to the City by the Borrower.

- H) Funding in the amount of the DPRP Deferred Principal Loan component will have a stated maturity date of ten years from the Funding Date. The loan balance is due in full upon maturity, sale, or refinancing of the property prior to maturity subject to terms of the disposition and value of the property at the time of such event.
- I) The DPRP Deferred Principal Loan component requires an annual interest payment equal to the total principal outstanding multiplied by the prevailing Ten-Year Treasury Note Rate at the time of funding or such other date as may be negotiated to accommodate senior lender requirements.
- J) Partial Principal reductions on the DPRP Deferred Principal Loan may be made after the fifth anniversary with no prepayment penalty; however, a minimum of 50% of the initial loan balance must remain outstanding through the loan maturity date unless the Property or Properties are sold or refinanced during that period, subject to DIA approval.
- K) DIA reserves the right to approve any sale, disposition of collateral property, or refinance of senior debt during the full DPRP Compliance Period.
- L) All Property, business, and income taxes must be current at the time of application and maintained in current status throughout the approval process, the term of the Redevelopment Agreement, and through the DPRP loan period.
- M) Payment defaults, bankruptcy filings, or other material defaults during the DPRP loan period will trigger the right for the City of Jacksonville to accelerate all amounts funded and outstanding under any or all programs at such time, plus a 20% penalty of any amounts amortized or prepaid prior to that date.

There will be additional terms, conditions, rights, responsibilities, warranties, and obligations for both parties which shall be determined in a later negotiated mutually agreeable written contract (or multiple

written contracts as is deemed necessary) and which will include review and comment by the other financial partners involved in the transaction.

DRAFT