

CARSON CITY REDEVELOPMENT AUTHORITY

Minutes of the May 19, 2011 Meeting

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A meeting of the Carson City Redevelopment Authority was held during the regularly scheduled Board of Supervisors meeting, on Thursday, May 19, 2011, in the Community Center Sierra Room, 851 East William Street, Carson City, Nevada.

PRESENT: Chairperson Shelly Aldean
Vice Chairperson Karen Abowd
Member Robert Crowell
Member John McKenna
Member Molly Walt

STAFF: Larry Werner, City Manager
Alan Glover, Clerk - Recorder
Randal Munn, Chief Deputy District Attorney
Kathleen King, Deputy Clerk / Recording Secretary

NOTE: A recording of these proceedings, the Redevelopment Authority's agenda materials, and any written comments or documentation provided to the Clerk during the meeting are part of the public record. These materials are available for review, in the Clerk's Office, during regular business hours.

14. CALL TO ORDER AND ROLL CALL (8:57:53) - Chairperson Aldean called the meeting to order at 8:57 a.m., noting the presence of a quorum.

15. ACTION ON APPROVAL OF MINUTES - April 21, 2011 (8:58:04) - Vice Chairperson Abowd moved to approve the minutes. Member Crowell seconded the motion. Motion carried 5-0.

16. CITY MANAGER - ACTION TO AUTHORIZE THE REDEVELOPMENT AUTHORITY CHAIRPERSON TO SIGN A SUBORDINATION AGREEMENT NECESSARY TO PERMIT THE BREWERY ARTS CENTER TO OBTAIN FUNDING TO CONSOLIDATE DEBT; THE SUBORDINATION AGREEMENT WOULD RESULT IN THE REDEVELOPMENT AUTHORITY'S SECURITY INTERESTS IN THE PROPERTY BECOMING SUBJECT TO AND OF LOWER PRIORITY THAN THE LIEN OF SOME OTHER OR LATER SECURITY INSTRUMENT (8:58:27) - Chairperson Aldean introduced and provided background information on this item. At her request, Mr. Munn provided additional clarification of the purpose of this item. Chairperson Aldean noted a minor amendment to the language of the subordination agreement at page 1. Member Crowell noted an additional correction.

Chairperson Aldean entertained public comment and, when none was forthcoming, a motion. **Member Crowell moved to authorize the Redevelopment Authority Chair to sign a subordination agreement necessary to permit the Brewery Arts Center to obtain funding to consolidate debt; this subordination agreement would result in the Redevelopment Authority's security interest in the property becoming subject to and of lower priority than a lien of some other or later security instrument; in this case, that other or later security instrument is indeed potential refinancing by Mr. and Mrs. Morsani. Member Walt seconded the motion. Motion carried 5-0.**

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17. OFFICE OF BUSINESS DEVELOPMENT

17(A) ACTION TO APPROVE AND RECOMMEND TO THE BOARD OF SUPERVISORS APPROVAL OF THE OPERATING COVENANT AND AGREEMENT, BY AND BETWEEN THE CARSON CITY REDEVELOPMENT AUTHORITY AND CARSON CITY AND TAMLIN INVESTMENTS (9:01:01) - Planning Division Director Lee Plemel introduced Office of Business Development Manager Joe McCarthy, and provided background information on this and the following three items, as outlined in the May 19, 2011 memo included in the agenda materials. Mr. Plemel responded to questions of clarification relative to the Redevelopment Authority policy to phase out the sales tax reimbursement incentive program. Supervisor Abowd expressed concern over a provision relative to requiring property maintenance, and Mr. Plemel agreed to research the agreement language. Mr. Plemel reviewed the agenda materials relative to the subject item, and responded to corresponding questions of clarification.

Chairperson Aldean entertained Ribeiro Companies Vice President Ed Yuill's presentation. (9:14:14) Mr. Yuill introduced himself for the record, noting his representation of Tamlin Investments relative to the subject application. In response to a previous question, he provided background information on the development of Carson Quail Park. He acknowledged the understanding that the application deadline is Friday, May 20th. He further acknowledged that the subject application is short of the 15,000 square foot requirement. Vice Chairperson Abowd commended Mr. Yuill on maintenance of the Ribeiro Companies properties.

Chairperson Aldean entertained public comments and, when none were forthcoming, additional questions or comments of the Redevelopment Authority members. Member Crowell expressed concern over the subject application being in compliance with the Redevelopment Authority policy included in the agenda materials. Chairperson Aldean acknowledged the economic obsolescence associated with the current vacancy, but expressed concern over application of the statutory definition of blight. She expressed additional concern that the Redevelopment Authority finding relative to "demonstrat[ing] greater social or financial benefits to the community than would a similar set of buildings, facilities, structures, or other improvements not paid for by the agency," cannot be made.

In response to a question, discussion took place regarding the condominium ownership concept relative to the provisions of the Redevelopment Authority policy included in the agenda materials. Chairperson Aldean expressed a preference to "focus on the larger projects, the vacant buildings that are falling into disrepair that do have serious functional obsolescence. ... that's typically what we've focused on in the past in connection with our redevelopment efforts." Member Walt discussed concerns relative to filling vacant buildings to "build our economy." Mr. Werner advised that the initial finding of blight was relative to the redevelopment area. "Now that it's been defined, you don't need to redefine it within the area. So you're not violating any state law by looking at any particular building within the redevelopment area and determining whether it's blighted or not." Chairperson Aldean expressed understanding of the statutory provisions. "The question is getting the biggest bang for our buck and how do we best apply this policy to realize our objectives." Mr. Werner recalled specific discussion regarding the Ribeiro properties "and the fact that there were aggregate buildings within a specific development. ... we used Ribeiro as an example that it had to be contained within a shopping center within a development and then that would qualify. ... in this case, the Carson Quail [Park] is a specific area, common ownership of the open spaces, individual ownerships for the site pads, but it really did ... meet what we had talked to the Board about. The other thing is the practicality of it. This is it. We're done. You'll have this application. You'll have

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maybe another one on June 2nd. It's over. There's no other, ... you're not going to expand out to any other areas because we have said tomorrow's the deadline. Done." Discussion followed and Mr. Werner reiterated that the previous discussion included "aggregate buildings within a shopping center. We didn't say ownership." Additional discussion followed and, in response to a question, Mr. Plemel commended the discussion relative to the 15,000 square foot requirement. He suggested that "if the tipping point of this is whether or not there's a total of 15,000 square feet in applications, perhaps we let Mr. Yuill go back and we have another one and see what other ones might come up to bring back next time to see if we can get a total of 15,000 ..." Chairperson Aldean noted the old Oasis Mobile Home Park property which was "clearly blighted, and Mr. Yuill did this community a huge favor ... in undertaking that redevelopment project." She suggested that is "entirely separate from what we have here today ...," and expressed the opinion they're not "even comparable." She expressed the further opinion that approving the subject application "would require a very creative interpretation of our policies ..." Mr. Plemel agreed "this may be a stretch, but we wanted to give Mr. Yuill the opportunity to make the argument for it in this case."

Chairperson Aldean entertained additional Redevelopment Authority member comments and, when none were forthcoming, public comments. When none were forthcoming, she entertained a motion. **Member Crowell moved to not enter into this agreement. Member Walt seconded the motion. Motion carried 5-0.**

17(B) ACTION TO APPROVE AND RECOMMEND TO THE BOARD OF SUPERVISORS APPROVAL OF THE OPERATING COVENANT AND AGREEMENT BY AND BETWEEN THE CARSON CITY REDEVELOPMENT AUTHORITY AND CARSON CITY AND THE CARRINGTON COMPANY (9:38:33) - Chairperson Aldean introduced this item. Mr. McCarthy introduced JoAnn Holmes and Kevin Ray, representing the Carrington Company, and provided historic information on development and renovation of the Carson Mall.

Chairperson Aldean entertained JoAnn Holmes' presentation. (9:40:35) Ms. Holmes thanked the Redevelopment Authority for the opportunity, and provided background information on the vacant anchor store at the Carson Mall. She advised that the operating covenant and agreement will provide the opportunity to demonstrate to potential tenants "that we have the City with us and the City is very business-oriented, very business-friendly." She further advised that the funding will be allocated "back out into the façade, back into tenant improvements, and it's a win-win because when we put money into tenant improvements or working on the property itself, we're hiring, we're there paying sales tax so it's just jobs and ... a positive." In response to a question, Ms. Holmes suggested amending the operating covenant and agreement to include a provision relative to property maintenance. She advised of having researched the cost of a façade on the old Gottschalk's space, and expressed concern that "your eye is so used to seeing it, you don't see it." She advised of a meeting later in the day to discuss painting the entire shopping center, "getting it vibrant again at least so it looks like things are happening." At Vice Chairperson Abowd's suggestion that simply pulling weeds would be an improvement, Ms. Holmes assured the Redevelopment Authority that this is "in process." In response to a comment, Ms. Holmes clarified that the application "stands at the 72,570 square feet. That was in my introductory letter just to show that we have an additional vacancy of 13,584 ... that we're not applying for." She expressed the hope that filling the vacant anchor store will generate tenancy in the smaller vacant shops. In response to a comment, Ms. Holmes agreed to amend the application to clarify that the incentive will only apply to the vacant anchor store.

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Chairperson Aldean entertained public comment. (9:45:42) Bruce Kittess expressed the opinion that the four applications represented some of the best projects he has seen “in some time and that they were the right projects for the right time.” He commended the Ribeiro Quail Park projects on their architecture and on “put[ting] their money up front and they didn’t ask for anything when they made that investment.” He discussed various redevelopment incentive projects, and encouraged the Redevelopment Authority that The Carrington Company has a good “track record of taking care of it.” He noted that “on all four of these, there’s no investment in infrastructure, there’s no money you’re handing out up front. We’re just counting on sales tax and right now, we’ve got nothing of nothing.”

(9:49:15) Carson City Chamber of Commerce Executive Director Ronni Hannaman expressed excitement over the operating covenant and agreement with The Carrington Company. She urged the Redevelopment Authority to approve the agreement.

Chairperson Aldean entertained additional public comment and, when none was forthcoming, a motion. **Vice Chairperson Abowd moved to approve and recommend to the Board of Supervisors approval of an Operating Covenant and Agreement, by and between Carson City Redevelopment Authority and Carson City and The Carrington Company, with amendments to include restricting the incentive to the old Gottschalk’s vacancy. Member McKenna seconded the motion. Motion carried 5-0.** Member Crowell noted that the operating covenant and agreement represents expenditure of tax revenues.

17(C) ACTION TO APPROVE AND RECOMMEND TO THE BOARD OF SUPERVISORS APPROVAL OF THE OPERATING COVENANT AND AGREEMENT BY AND BETWEEN CARSON CITY REDEVELOPMENT AUTHORITY AND CARSON CITY AND JIANGSON DUKE, LLC (9:52:07) - Chairperson Aldean introduced this item. Mr. McCarthy referenced a recent newspaper article, and reviewed the agenda report.

Chairperson Aldean entertained Mr. Jiang’s presentation. (9:54:40) Jiangson Duke, LLC Manager Jin Jiang provided an overview of the application. (9:58:40) John Mulder read prepared remarks into the record and narrated a SlideShow presentation, copies of which were included in the agenda materials. He requested the Redevelopment Authority’s assistance in forming a project team, consisting of the Chamber of Commerce Executive Director, “the lead lodging properties,” the Redevelopment Authority Chair, the City Manager, the Public Works Director, the Parks and Recreation Department Director, the Convention and Visitors Bureau Executive Director, and the City’s permit officials. Mr. Mulder introduced Architect Jeff Frame, who reviewed drawings of the proposed project which were displayed in the meeting room. Vice Chairperson Abowd commended the vision behind the proposed events center. Chairperson Aldean commended the attractive design, and agreed that the multi-purpose nature of the building would be “very useful.” Member Crowell commended the concept and inquired as to whether development is contingent upon the Redevelopment Authority executing the operating covenant and agreement. Mr. Mulder advised that the operating covenant and agreement “would be beneficial. It’s not contingent on the ... agreement.” In response to a further question, Chairperson Aldean read a portion of the application materials into the record relative to professional events management. In response to a question, Mr. Mulder expressed doubt that the building will be subleased to a professional events management company, “but each venue has its own nature and to have one person or one entity overseeing the whole thing might be a little stretch of the imagination. We might have many or we might have few, but I’m sure that Carson City’s going to be involved in it.” Chairperson Aldean pointed out that professional events management would ultimately be

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a property owner decision “based on economics and other considerations.” Member Walt commended the proposed project as very exciting. Chairperson Aldean thanked Mr. Mulder.

Chairperson Aldean entertained public comment. (10:22:40) Carson City Chamber of Commerce Executive Director Ronni Hannaman commended the project as “one of the most exciting ... coming down the pike for a long, long time and, if this does come to pass, it will certainly revitalize the north of Carson City which is the gateway ... to the City that has a lot of challenges right now.” She suggested that the events center will generate “whole new types of businesses, ... restaurants, all these types of things that will also create lots of tax revenues.” She requested the Redevelopment Authority’s consideration.

(10:25:20) Terry McNutt, representing the Courtyard Marriott, expressed support for an events center. She expressed the opinion that the events center would “be a win-win for the community, definitely ... for the lodging properties and for the City.” She noted that the Courtyard Marriott is “at the other end of town” from the proposed events center, and expressed the belief “it would still benefit the Courtyard Marriott because of the nature of what it is ...” In response to a comment, Ms. McNutt discussed the importance of ensuring that seating is provided for sporting events which may utilize the events center.

(10:28:50) Linda Barnett, representing the Hampton Inn, noted the number of businesses which have vacated the northern portion of town. She expressed support for the proposed events center in the northern portion of town to depict “a City that’s doing something from the beginning to the end of town.” She encouraged the Redevelopment Authority’s support.

(10:30:19) Jesse Singh, representing the Holiday Inn Express, expressed appreciation for the presentation. He advised that his daughter has been playing competitive soccer for six years, and discussed the importance of indoor recreation space. He, too, noted the number of businesses which have vacated the northern portion of town, and encouraged the Redevelopment Authority’s support. Member Walt also discussed the importance of indoor recreation space. Mr. Singh agreed “we have the talent, but we don’t have the opportunity to grow that talent.” He discussed the opportunity for basketball tournaments as well. Vice Chairperson Abowd expressed support for the events center concept in consideration of the opportunity for cross-promotion of all the other Carson City amenities.

(10:34:35) Gold Dust West General Manager Jonathan Boulware expressed support for the comments expressed by other lodging property representatives. He advised that the Gold Dust West would develop a transportation department if the events center is developed. He described the events center as “a game changer, great thing for the City.” Member Walt encouraged the involvement of the Convention and Visitors Bureau Special Events Committee in the project development committee.

(10:35:52) Bruce Kittess discussed synergistic opportunities relative to adjacent vacant properties.

Chairperson Aldean called for additional public comment and, when none was forthcoming, a motion. **Member Crowell moved to approve and recommend to the Board of Supervisors approval of an Operating Covenant and Agreement, by and between Carson City Redevelopment Authority and Carson City and Jiangson Duke, LLC. Member Walt seconded the motion. Motion carried 5-0.** Chairperson Aldean offered the assistance of the City relative to the project development committee. She thanked the applicants for their presentation.

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17(D) ACTION TO APPROVE AND RECOMMEND TO THE BOARD OF SUPERVISORS APPROVAL OF THE OPERATING COVENANT AND AGREEMENT BY AND BETWEEN CARSON CITY REDEVELOPMENT AUTHORITY AND CARSON CITY AND SOUTH CARSON, LLC (9:35:12) - Chairperson Aldean introduced this item, and Mr. Plemel reviewed the agenda materials. Chairperson Aldean advised that, at the time the Redevelopment Plan for area number 2 was amended in 2006, “one of the anticipated actions ... was to formulate a redevelopment strategy to broaden the range of retail services that serve both residents of Carson City and those in surrounding counties with a special focus on a number of properties, including the Oasis Mobile Home Park. That was targeted as an important redevelopment project ...”

Chairperson Aldean entertained Mr. Yuill’s presentation. (9:37:09) Mr. Yuill provided background information on the Carson-Tahoe Quail Park, as outlined in the agenda materials.

Chairperson Aldean entertained Redevelopment Authority member comments and public comments. When none were forthcoming, she entertained a motion. [Please note the Clerk’s correction to the minutes, as follows: the motion read by Member Crowell was erroneously relative to item 17(A), which was not approved in the Board’s immediately preceding action. The following motion was included in the agenda materials as the Recommended Board Action for the subject item 17(D), which Member Crowell intended to read as his motion and what the Board intended they were voting on: **“I move to approve and recommend to the Board of Supervisors approval of an Operating Covenant and Agreement, by and between Carson City Redevelopment Authority and Carson City and South Carson, LLC.”**]

18. ACTION TO ADJOURN (10:38:32) - Member Walt moved to adjourn the meeting at 10:38 a.m. Vice Chairperson Abowd seconded the motion. Motion carried 5-0.

The Minutes of the May 19, 2011 Carson City Redevelopment Authority are so approved this 16th day of June, 2011.

SHELLY ALDEAN, Chair

ATTEST:

ALAN GLOVER, Clerk - Recorder