MINUTES OF THE SPECIAL COMMON COUNCIL MEETING HELD AT THE GREENFIELD CITY HALL ON TUESDAY, AUGUST 11, 2015

The meeting was called to order by Mayor Neitzke at 6:15 p.m.

1. ROLL CALL:	Alderperson Lubotsky	Excused
	Alderperson Bailey	Present
	Alderperson Kastner	Present
	Alderperson Akers	Present
	Alderperson Saryan	Present
ALSO PRESENT:	Jennifer Goergen	City Clerk
	Roger Pyzyk	City Attorney
	Rick Sokol	Director of Neighborhood Services
	Chuck Erickson	Community Development Manager

2. Community Development Authority Meeting held July 23, 2015

It was moved by Alderperson Kastner, seconded by Alderperson Bailey, to approve the following:

Item #4 Resolution Designating Proposed Boundaries and Approving a Project Plan for Tax Incremental District No. 4

Item #4 Resolution Designating Proposed Boundaries and Approving a Project Plan for Tax Incremental District No. 5

Item #4 Resolution Designating Proposed Boundaries and Approving a Project Plan for Tax Incremental District No. 6

Motion carried unanimously.

3. Discussion and decision regarding approval of a Development Term Sheet with Cobalt Partners, LLC, and grant authorization for Mayor to execute Developer's Agreement containing said material terms, and authorization for Mayor to execute tangential document(s) including, predominately, subsequent technical, engineering and public work related agreement(s) between the City and Cobalt with the understanding that any and all such Agreements shall be subject to the proper legal, financial, and/or technical review

Bruce Block, legal counsel, said financial assistance for this project is necessary to help defray the costs of the acquisition, demolition, installation of infrastructure, any remediation on site, and then to make it prepared and ready for resale to end users who will develop a retail project and some multifamily as part of this and other uses. The costs of acquiring, demolishing, etc. is far greater than the fair market value of the land and that is the impetus behind the financial assistance for this deal. The maximum financial assistance from the municipality is $29.7 million. It is structured in a way that it is spread over the development of the project. The initial grant will be in the amount of $8 million, about half of which will be used for public improvements with the other for other costs for the preparation of the site. The $8 million will not be spent unless the City is comfortable that there will be at least $19 million of value after completion of all of the site preparation. In that $19 million is not enough to cover the $8 million of outlay from the municipality, there will be a Letter of Credit required in the

amount of $2.25 million to help cover any shortfall in the event that increment does not come on the line as anticipated. That Letter of Credit can be reduced on a formulaic basis if, in fact, that $19 million number turns out to be higher. With respect to any funding after that first $8 million, it basically earns its own way. In other words additional dollars are not funded until new development is coming on line that will be of sufficient value to justify and can support the repayment of additional dollars spent on a future tax increments. After the first $8 million is invested, the anticipation is that a lot of development will occur very quickly so there likely will be just three to four bond issues total to fund the remaining $21.7 million of the total commitment. The project budget has been analyzed on the construction side by the Engineering Department and the outside engineers for the City to determine the costs appear to be reasonable. There will also be a third party appraisal on the land valuations to confirm that the projected sale prices are reasonable. In addition, the grant can be reduced if, at the time, that the final construction is completed for all the infrastructure if it comes in under budget, then there is a sharing of the savings and that will help reduce the budget as well. There is also a clawback provision that at the end of five years if, in fact, the returns to the developer are greater than anticipated, that a portion of that excess return will be shared with the municipality.

Mike Harrigan, of Ehlers & Associates, said with regard to Tax Incremental District No. 6, the project plan involves a total of 43 acres of land. This is considered to be a rehabilitation district which involves looking to redevelop existing areas within that district and under the statute there will be a maximum of 27 years to have the ability to capture increment to cover costs. The projections within this district contemplate a total of just over $105 million of increased valuation for this district and because of that additional value over the period of time looked at if all things come to pass, given the total costs that are projected to be covered which do include roughly $29 million of costs from phase 1 through phase 3, the cash flows are projected to be able to cover those costs by the year 2036 which is approximately seven years ahead of the projected maximum statutory life of the district. This project plan is a document that will be approved separate from the Term Sheet and the Development Agreement. The Term Sheet sets forth the terms of the actual deal with the developer which is followed by a Development Agreement but the Project Plan establishing the framework within which those kinds of agreements can be undertaken. If the project is going to be pursued, the first step is the approval of the Project Plan which then enables that the projects be undertaken that are identified within that plan which include the costs that are proposed to be undertaken within the Term Sheet as was outlined.

After a discussion, it was moved by Alderperson Kastner, seconded by Alderperson Bailey, to approve [a Development Term Sheet with Cobalt Partners, LLC, and grant authorization for Mayor to execute Developer's Agreement containing said material terms, and authorization for Mayor to execute tangential document(s) including, predominately, subsequent technical, engineering and public work related agreement(s) between the City and Cobalt with the understanding that any and all such Agreements shall be subject to the proper legal, financial, and/or technical review]. On a roll call vote, the motion carried unanimously.

4. City Attorney's Report:

a. It was moved by Alderperson Akers, seconded by Alderperson Kastner, to adopt Resolution No. 3516.

RESOLUTION NO. 3516

RESOLUTION APPROVING THE PROJECT PLAN AND ESTABLISHING THE BOUNDARIES FOR AND THE CREATION OF TAX INCREMENTAL DISTRICT NO. 4, CITY OF GREENFIELD, WISCONSIN

WHEREAS, the City of Greenfield (the "City") has determined that use of Tax Incremental Financing is required to promote development and redevelopment within the City; and

WHEREAS, Tax Incremental District No. 4 (the "District") is proposed to be created by the City as a mixed-use district in accordance with the provisions of Wisconsin Statutes Section 66.1105 (the "Tax Increment Law"); and

WHEREAS, a Project Plan for the District has been prepared that includes:

a. A statement listing of the kind, number and location of all proposed public works or improvements within the District, or to the extent provided in Wisconsin Statutes Sections 66.1105(2)(f)1.k. and 66.1105(2)(f)1.n., outside of the District;
b. An economic feasibility study;
c. A detailed list of estimated project costs;
d. A description of the methods of financing all estimated project costs and the time when the related costs or monetary obligations are to be incurred;
e. A map showing existing uses and conditions of real property in the District;
f. A map showing proposed improvements and uses in the District;
g. Proposed changes of zoning ordinances, master plan, map, building codes and City ordinances;
h. A list of estimated non-project costs;
i. A statement of the proposed plan for relocation of any persons to be displaced;
j. A statement indicating how the District promotes the orderly development of the City;
k. An opinion of the City Attorney or of an attorney retained by the City advising that the plan is complete and complies with Wisconsin Statutes Section 66.1105(4)(f).

WHEREAS, prior to its publication, a copy of the notice of public hearing was sent to owners of all property in the proposed district, to the chief executive officers of Milwaukee County, the Greenfield School District, and the Milwaukee Area Technical College District, and any other entities having the power to levy taxes on property located within the District, in accordance with the procedures specified in the Tax Increment Law; and

WHEREAS, in accordance with the procedures specified in the Tax Increment Law, the CDA, on July 23, 2015 held a public hearing concerning the project plan and boundaries and proposed creation of the District, providing interested parties a reasonable opportunity to express their views thereon; and

WHEREAS, after said public hearing, the CDA designated the boundaries of the District, adopted the Project Plan, and recommended to the Common Council that it create such District and approve the Project Plan and

NOW, THEREFORE, BE IT RESOLVED by the Common Council of the City of Greenfield that:

1. The boundaries of the District that shall be named "Tax Incremental District No. 4, City of Greenfield", are hereby established as specified in Exhibit A of this Resolution.

2. The District is created effective as of January 1, 2015.

3. The Common Council finds and declares that::

   (a) Not less than 50% by area of the real property within the District is suitable for a combination of commercial and residential uses, defined as "mixed-use development" within the meaning of Wisconsin Statutes Section 66.1105(2)(cm).

   (b) Based upon the findings, as stated in 3.a. above, the District is declared to be a mixed-use district based on the identification and classification of the property included within the District.

   (c) The improvement of such area is likely to enhance significantly the value of substantially all of the other real property in the District.

   (d) The equalized value of the taxable property in the District plus the value increment of all other existing tax incremental districts within the City, does not exceed 12% of the total equalized value of taxable property within the City.

   (e) The City estimates that approximately 50% or more of the territory within the District will be devoted to retail business at the end of the District's maximum expenditure period, pursuant to Wisconsin Statutes Section 66.1105(5)(b).

   (f) The project costs relate directly to promoting mixed-use development in the District consistent with the purpose for which the District is created.

   (f) Lands proposed for newly platted residential development comprise no more than 35% of the real property area within the District.

   (g) Costs related to newly platted residential development may be incurred based on the proposed development having a density of at least 3 units per acre as defined in Wisconsin Statutes Section 66.1105(2)(f)3.a.

4. The Project Plan for "Tax Incremental District No. 4, City of Greenfield" (attached as Exhibit B) is approved, and the City further finds the Plan is feasible and in conformity with the master plan of the City.

BE IT FURTHER RESOLVED THAT the City Clerk is hereby authorized and directed to apply to the Wisconsin Department of Revenue, in such form as may be prescribed, for a "Determination of Tax Incremental Base", as of January 1, 2015, pursuant to the provisions of Wisconsin Statutes Section 66.1105(5)(b).

BE IT FURTHER RESOLVED THAT pursuant to Section 66.1105(5)(f) of the Wisconsin Statutes that the City Assessor is hereby authorized and directed to identify upon the assessment roll returned and examined under Wisconsin Statutes Section 70.45, those parcels of property which are within the District, specifying thereon the name of the said District, and the City Clerk is hereby authorized and directed to make similar notations on the tax roll made under Section 70.65 of the Wisconsin Statutes.

ADOPTED____________________, 2015 APPROVED____________________, 2015

_________________________________ _________________________________

Jennifer Goergen, City Clerk Michael J. Neitzke, Mayor

On a roll call vote, the motion carried unanimously.

b. It was moved by Alderperson Kastner, seconded by Alderperson Bailey, to adopt Resolution No. 3517.

RESOLUTION NO. 3517

RESOLUTION APPROVING THE PROJECT PLAN AND ESTABLISHING THE BOUNDARIES FOR AND THE CREATION OF TAX INCREMENTAL DISTRICT NO. 5, CITY OF GREENFIELD, WISCONSIN

WHEREAS, the City of Greenfield (the "City") has determined that use of Tax Incremental Financing is required to promote development and redevelopment within the City; and

WHEREAS, Tax Incremental District No. 5 (the "District") is proposed to be created by the City as a mixed-use district in accordance with the provisions of Wisconsin Statutes Section 66.1105 (the "Tax Increment Law"); and

WHEREAS, a Project Plan for the District has been prepared that includes:

l. A statement listing of the kind, number and location of all proposed public works or improvements within the District, or to the extent provided in Wisconsin Statutes Sections 66.1105(2)(f)1.k. and 66.1105(2)(f)1.n., outside of the District;
m. An economic feasibility study;
n. A detailed list of estimated project costs;
o. A description of the methods of financing all estimated project costs and the time when the related costs or monetary obligations are to be incurred;
p. A map showing existing uses and conditions of real property in the District;
q. A map showing proposed improvements and uses in the District;

r. Proposed changes of zoning ordinances, master plan, map, building codes and City ordinances;
s. A list of estimated non-project costs;
t. A statement of the proposed plan for relocation of any persons to be displaced;
u. A statement indicating how the District promotes the orderly development of the City;
v. An opinion of the City Attorney or of an attorney retained by the City advising that the plan is complete and complies with Wisconsin Statutes Section 66.1105(4)(f).

WHEREAS, prior to its publication, a copy of the notice of public hearing was sent to the chief executive officers of Milwaukee County, the Greenfield School District, and the Milwaukee Area Technical College District, and any other entities having the power to levy taxes on property located within the District, in accordance with the procedures specified in the Tax Increment Law; and

WHEREAS, in accordance with the procedures specified in the Tax Increment Law, the CDA, on July 23, 2015 held a public hearing concerning the project plan and boundaries and proposed creation of the District, providing interested parties a reasonable opportunity to express their views thereon; and

WHEREAS, after said public hearing, the CDA designated the boundaries of the District, adopted the Project Plan, and recommended to the Common Council that it create such District and approve the Project Plan and

NOW, THEREFORE, BE IT RESOLVED by the Common Council of the City of Greenfield that:

1. The boundaries of the District that shall be named "Tax Incremental District No. 5, City of Greenfield", are hereby established as specified in Exhibit A of this Resolution.

2. The District is created effective as of January 1, 2015

3. The Common Council finds and declares that::

   (a) Not less than 50% by area of the real property within the District is suitable for a combination of commercial and residential uses, defined as “mixed-use development” within the meaning of Wisconsin Statutes Section 66.1105(2)(cm).

   (b) Based upon the findings, as stated in 3.a. above, the District is declared to be a mixed-use district based on the identification and classification of the property included within the District.

   (c) The improvement of such area is likely to enhance significantly the value of substantially all of the other real property in the District.

   (d) The equalized value of the taxable property in the District plus the value increment of all other existing tax incremental districts within the City, does not exceed 12% of the total equalized value of taxable property within the City.

(e) The City estimates that approximately 10% of the territory within the District will be devoted to retail business at the end of the District's maximum expenditure period, pursuant to Wisconsin Statutes Section 66.1105(5)(b).

(f) The project costs relate directly to promoting mixed-use development in the District consistent with the purpose for which the District is created.

(h) Lands proposed for newly platted residential development comprise, 0%, which is no more than 35% of the real property area within the District.

4. The Project Plan for "Tax Incremental District No. 5, City of Greenfield" (attached as Exhibit B) is approved, and the City further finds the Plan is feasible and in conformity with the master plan of the City.

BE IT FURTHER RESOLVED THAT the City Clerk is hereby authorized and directed to apply to the Wisconsin Department of Revenue, in such form as may be prescribed, for a "Determination of Tax Incremental Base", as of January 1, 2015, pursuant to the provisions of Wisconsin Statutes Section 66.1105(5)(b).

BE IT FURTHER RESOLVED THAT pursuant to Section 66.1105(5)(f) of the Wisconsin Statutes that the City Assessor is hereby authorized and directed to identify upon the assessment roll returned and examined under Wisconsin Statutes Section 70.45, those parcels of property which are within the District, specifying thereon the name of the said District, and the City Clerk is hereby authorized and directed to make similar notations on the tax roll made under Section 70.65 of the Wisconsin Statutes.

ADOPTED____________________, 2015	APPROVED____________________, 2015
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Jennifer Goergen, City Clerk	Michael J. Neitzke, Mayor

On a roll call vote, the motion carried unanimously.

c. It was moved by Alderperson Bailey, seconded by Alderperson Kastner, to adopt Resolution No. 3518.

RESOLUTION NO. 3518

RESOLUTION APPROVING THE PROJECT PLAN AND ESTABLISHING THE BOUNDARIES FOR AND THE CREATION OF TAX INCREMENTAL DISTRICT NO. 6, CITY OF GREENFIELD, WISCONSIN

WHEREAS, the City of Greenfield (the "City") has determined that use of Tax Incremental Financing is required to promote development and redevelopment within the City; and

WHEREAS, Tax Incremental District No. 6 (the "District") is proposed to be created by the City as a rehabilitation - conservation district in accordance with the provisions of Wisconsin Statutes Section 66.1105 (the "Tax Increment Law"); and

WHEREAS, a Project Plan for the District has been prepared that includes:

w. A statement listing of the kind, number and location of all proposed public works or improvements within the District, or to the extent provided in Wisconsin Statutes Sections 66.1105(2)(f)1.k. and 66.1105(2)(f)1.n., outside of the District;
x. An economic feasibility study;
y. A detailed list of estimated project costs;
z. A description of the methods of financing all estimated project costs and the time when the related costs or monetary obligations are to be incurred;
aa. A map showing existing uses and conditions of real property in the District;
bb. A map showing proposed improvements and uses in the District;
cc. Proposed changes of zoning ordinances, master plan, map, building codes and City ordinances;
dd. A list of estimated non-project costs;
ee. A statement of the proposed plan for relocation of any persons to be displaced;
ff. A statement indicating how the District promotes the orderly development of the City;
gg. An opinion of the City Attorney or of an attorney retained by the City advising that the plan is complete and complies with Wisconsin Statutes Section 66.1105(4)(f).

WHEREAS, prior to its publication, a copy of the notice of public hearing was sent to owners of all property in the proposed district, to the chief executive officers of Milwaukee County, the Greenfield School District, and the Milwaukee Area Technical College District, and any other entities having the power to levy taxes on property located within the District, in accordance with the procedures specified in the Tax Increment Law; and

WHEREAS, in accordance with the procedures specified in the Tax Increment Law, the CDA, on July 23, 2015 held a public hearing concerning the project plan and boundaries and proposed creation of the District, providing interested parties a reasonable opportunity to express their views thereon; and

WHEREAS, after said public hearing, the CDA designated the boundaries of the District, adopted the Project Plan, and recommended to the Common Council that it create such District and approve the Project Plan and

NOW, THEREFORE, BE IT RESOLVED by the Common Council of the City of Greenfield that:

1. The boundaries of the District that shall be named "Tax Incremental District No. 6, City of Greenfield", are hereby established as specified in Exhibit A of this Resolution.

2. The District is created effective as of January 1, 2015.

3. The Common Council finds and declares that::

(a) Not less than 50% by area of the real property within the District is in need of rehabilitation - conservation work within the meaning of Wisconsin Statutes Section 66.1337(2m)(b). Furthermore any property standing vacant for the entire seven years preceding the adoption of this Resolution does not comprise more than 25% of the area in the District in compliance with Wisconsin Statutes Section 66.1105(4)(gm)1.

(b) Based upon the findings, as stated in 3.a. above, the District is declared to be a rehabilitation - conservation district based on the identification and classification of the property included within the District.

(c) The improvement of such area is likely to enhance significantly the value of substantially all of the other real property in the District.

(d) The equalized value of the taxable property in the District plus the value increment of all other existing tax incremental districts within the City, does not exceed 12% of the total equalized value of taxable property within the City.

(e) The City estimates that approximately 65% of the territory within the District will be devoted to retail business at the end of the District's maximum expenditure period, pursuant to Wisconsin Statutes Section 66.1105(5)(b).

(i) The project costs relate directly to promoting the rehabilitation of the area consistent with the purpose for which the District is created.

4. The Project Plan for "Tax Incremental District No. 6, City of Greenfield" (attached as Exhibit B) is approved, and the City further finds the Plan is feasible and in conformity with the master plan of the City.

BE IT FURTHER RESOLVED THAT the City Clerk is hereby authorized and directed to apply to the Wisconsin Department of Revenue, in such form as may be prescribed, for a "Determination of Tax Incremental Base", as of January 1, 2015, pursuant to the provisions of Wisconsin Statutes Section 66.1105(5)(b).

BE IT FURTHER RESOLVED THAT pursuant to Section 66.1105(5)(f) of the Wisconsin Statutes that the City Assessor is hereby authorized and directed to identify upon the assessment roll returned and examined under Wisconsin Statutes Section 70.45, those parcels of property which are within the District, specifying thereon the name of the said District, and the City Clerk is hereby authorized and directed to make similar notations on the tax roll made under Section 70.65 of the Wisconsin Statutes.

ADOPTED____________________, 2015 APPROVED____________________, 2015

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Jennifer Goergen, City Clerk Michael J. Neitzke, Mayor

On a roll call vote, the motion carried unanimously.

The meeting recessed at 6:32 p.m.
The meeting reconvened at 6:34 p.m.

d. It was moved by Alderperson Akers, seconded by Alderperson Kastner, to go into closed session pursuant to Wisconsin Statutes, Section 19.85(1)(c)(f)&(g) at 6:34 p.m. for the following:

Confer with legal counsel regarding personnel matters

On a roll call vote, the motion carried unanimously.

e. It was moved by Alderperson Akers, seconded by Alderperson Saryan, to adjourn closed session and reconvene into open session at 6:56 p.m. On a roll call vote, the motion carried unanimously.

f. It was moved by Alderperson Akers, seconded by Alderperson Saryan, to proceed as directed [in closed session]. Motion carried unanimously.

5. It was moved by Alderperson Akers, seconded by Alderperson Saryan, to adjourn the meeting at 6:57 p.m. Motion carried unanimously.

Jennifer Goergen, City Clerk

JG:slw

Distributed: August 12, 2015