

**AUSTIN CENTER JEDD**  
**BOARD OF DIRECTORS MEETING**  
**FEBRUARY 9, 2016 – 3:30 P.M.**  
**MINUTES**

***Call to Order***

Vice-Chairman Jerry Brunswick called the Austin Center JEDD meeting to order at 3:40 p.m. The following members of the board were present:

***Present:***

Jerry Brunswick  
Greg Rogers  
George Perrine  
Chris Thompson

Nick Endsley, Sebaly Shillito & Dyer; Crystal Davidson, Transportation Improvement District; Chris Snyder, Dan Mayberry, Clay McCord and Susan Davis, Miami Township; were in attendance.

***Approval of Minutes***

Chris Thompson motioned to approve the minutes as presented from the January 6, 2016 meeting. Greg Rogers seconded the motion. Jerry Brunswick aye, Greg Rogers aye, George Perrine aye, and Chris Thompson aye.

***Treasurer's Report***

George Perrine reported the beginning fund balance is \$433,026.52, year to-date receipts \$42,552.46, year to-date expenses \$2,279.72, unexpended balance \$473,299.26, encumbrances \$73,170.28, with an unencumbered balance of \$400,128.98. Chris Thompson motioned to accept the treasurer's report. Greg Rogers seconded the motion. Jerry Brunswick aye, Greg Rogers aye, George Perrine aye, and Chris Thompson aye.

Steve Stanley arrived at 3:42 p.m.

***Discuss the JEDD/TID Maintenance Agreement***

Steve Stanley reported the TID approved the agreement at yesterday's meeting with the stipulations:

- The JEDD would contract with the TID
- Contract to oversee the maintenance and improvements in the public right-of-way of the Austin Interchange within the 2016 appropriation
- The JEDD will pay the TID \$800 per month for administration fees
- TID approved an agreement with the Township to supervise the maintenance at \$75 per hour, not to exceed \$21,300
- Scope includes hiring a maintenance contractor to perform maintenance and installation of the phase II improvements designed by landscape architect The Kleingers Group

Crystal Davidson reported an RFQ went out to eight firms personally invited; three were received. Ms. Davidson said the JEDD representatives will score and rank these firms together with the quotes from the bid package. The firms should have qualifications in both landscaping and hardscaping to qualify. Ms. Davidson and Mr. Mayberry met with The Kleingers Group to discuss their ideas for the infields and design enhancements to the corners of the Interchange. The Kleingers Group will have a preliminary design in approximately two weeks. This design is needed for the three firms to be able to submit quotes. Mr. Stanley suggested having a timeline so that everyone is on board and ready for spring planting.

Mr. Stanley indicated changes could be made to the agreement if needed. George Perrine asked if the JEDD Board would like to review the contracts before the TID enters into them. Mr. Stanley stated he would provide contracts to the board for input prior to being executed. The language in the agreement would give the TID the ability to select the best contractor regardless of the bid amount. Mr. Perrine said having the JEDD pay an advance to the TID is quite cumbersome with replenishing the applicable advance on a monthly basis; he would prefer to forward monies for the entire contract over to the TID so there is no additional record keeping needed with regard to returning or spending down each advance. There is an error in section 8 of the contract; the last sentence should refer to section 8 and not section 9. Chris Thompson indicated there should be a not to exceed figure in the agreement and that all change orders must be approved by the JEDD Board. The board agreed on the following amendments to the agreement:

1. Not to exceed figure of \$200,000
2. Change orders above the initial contract are provided to the JEDD Board for consideration
3. Incorporate provisions to have the JEDD pay the TID for the full contract upon submission to eliminate returning or spending down advances
4. Build in a review of initial contracts by the JEDD Board before they are enacted upon by the TID

Jerry Brunswick motioned to approve the agreement with amendments as stated, subject to circulation of the revised agreement and the registering satisfaction of the JEDD Board. George Perrine seconded the motion. Steve Stanley abstained, Jerry Brunswick aye, Greg Rogers aye, George Perrine aye, and Chris Thompson aye.

### ***Discuss JEDD/RG Properties Management & Maintenance Agreement***

Mr. Stanley explained the circumstances regarding the Amendment to the Austin Landing Phase II Development agreement and why the township is requesting that the JEDD enter into an agreement with RG Properties to provide management and maintenance services and that the JEDD will pay RG Properties directly for such services from the township's allocated revenue share of certain retail development from the JEDD. The board agreed they would be willing to consider an agreement; however, the scope should be tight so that the JEDD is not taking on any additional liability and the cost of legal fees would be paid by RG Properties. Greg Rogers indicated he has met with Larry Dillin of Viscap, the new developer of Austin Landing, and Mr. Dillin has admitted that he will need to become educated with the Phase II agreement in place.

Bev Shillito, Nick Endsley and Steve Stanley have put together a transaction outline of four complicated steps in developing an agreement:

1. Agreement between the TID and Miami Township
2. Consent from RG Properties to the TID and Miami Township
3. Agreement between the TID and RG Properties
4. Agreement between Austin JEDD and the TID

After much discussion it was agreed by the board to take the JEDD out of the equation and for the township to contract through the TID to provide the mechanism to pay RG Properties directly for management and maintenance services. Steve Stanley and Greg Rogers will meet with Larry Dillin of Viscap to discuss an agreement.

***Issues from Around the Table***

None

***Public Comments***

None

***Next Meeting Date***

The next meeting is Tuesday, April 12, 2016 at 3:30 p.m. at Miami Township.

***Adjourn***

Greg Rogers motioned to adjourn the meeting and the meeting was adjourned at 4:27 p.m.