

**SOUTH BEND REDEVELOPMENT COMMISSION  
REGULAR MEETING**

November 12, 2015

9:30 a.m.

Presiding: David Varner, Vice President

227 West Jefferson Boulevard  
South Bend, Indiana

The meeting was called to order at 9:31 a.m.

**1. ROLL CALL**

|                      |   |
|----------------------|---|
| Members Present:     | David Varner, Vice President<br>Don Inks, Secretary<br>Greg Downes<br>John Anella   |
| Members Absent:      | Marcia Jones, President<br>Gavin Ferlic   |
| Legal Counsel:       | Benjamin Dougherty, Esq.  |
| Redevelopment Staff: | David Relos, Associate II<br>Tracy Oehler, Recording Secretary  |
| Others Present:      | Scott Ford, Executive Director<br>Chris Fielding, Assistant Executive Director<br>Elizabeth Leonard-Inks, Director<br>Laura Mazur, Analyst<br>Cecil Eastman, Financial Specialist Senior<br>Kevin Allen,<br>Zach Crenshaw |

**2. APPROVAL OF MINUTES**

**A. Approval of Minutes of the Regular Meeting of Thursday, October 29, 2015.**

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved the Minutes of the Regular Meeting of Thursday, October 15, 2015.

**3. APPROVAL OF CLAIMS**

**A. Claims Submitted October 29, 2015**

**324 Fund River West Development Area**

|                                  |            |   |
|----------------------------------|------------|---|
| RealAmerica Development          | 45,315.00  | LaSalle Apartments  |
| IDEM                             | 501.05     | Remediation   |
| Plew Shadey Racher & Brauns LLP  | 3,249.50   | Bosch/Honey, Union Station, Environmental<br>General Studebaker Cost Recovery |
| C&E Excavating, Inc.             | 56,444.73  | Ignition Park Infrastructure Removal, Phase I                                 |
| Century Center Board of Managers | 4,500.00   | Design of the West Entry Unit Heaters   |
| H.J. Umbaugh                     | 6,319.51   | TIF Neutralization Professional Services                                      |
| American Structurepoint, Inc.    | 18,782.50  | Ignition Park Infrastructure PH IC – Div. B                                   |
| RealAmerica Development          | 91,145.25  | LaSalle Apartments  |
| Abonmarche Consultants           | 2,400.00   | Chase Plastics Infrastructure Improvements                                    |
| Gladwin Machinery & Supply Co.   | 144,019.75 | Equipment Purchase for Nello Corp.  |
| BSCO, Inc.                       | 384,234.00 | Equipment Purchase for Nello Corp.  |

**422 Fund West Washington Development Area**

|              |        |   |
|--------------|--------|---|
| H.J. Umbaugh | 207.68 | TIF Neutralization Professional Service |
|--------------|--------|---|

**429 Fund River East Development Area**

|              |          |   |
|--------------|----------|---|
| H.J. Umbaugh | 1,130.45 | TIF Neutralization Professional Service |
|--------------|----------|---|

**430 Fund South Side TIF Area No. 1**

|                          |           |   |
|--------------------------|-----------|---|
| H.J. Umbaugh             | 895.36    | TIF Neutralization Professional Service                                     |
| DLZ                      | 3,656.34  | Ireland RW Acquisition  |
| Lawson-Fisher Associates | 25,541.30 | Roundabout Intersection Improvements<br>Chippewa at Michigan & Main Streets |

**433 Fund South Side Area No. 1**

|              |          |   |
|--------------|----------|---|
| H.J. Umbaugh | 1,447.00 | TIF Neutralization Professional Service |
|--------------|----------|---|

**439 Fund Certified Technology Park**

|                           |           |   |
|---------------------------|-----------|---|
| Baltimore Aircoil Company | 43,797.70 | Equipment Purchase for Notre Dame Turbo |
|---------------------------|-----------|---|

\$833,587.12

Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved the Claims submitted November 12, 2015.

**4. OLD BUSINESS**

None.

## 5. NEW BUSINESS

### A. River West Development Area

**(1) Approval of First Amendment to Agreement for Sale of Land for Private Development and First Amendment to Environmental Agreement for 604 Scott Street (Millennium Parcel, LLC); and Approval of Resolution No. 3317 Regarding the Conveyance of Certain Real Property to the City of South Bend Building Corporation for Easement Agreements with Studebaker Building 84, LLC and Millennium Parcel, LLC**

Mr. Relos stated on October 29, 2015, the Commission approved the sale of Millennium Site to Millennium Parcel, LLC, which is an affiliate of Union Station Technology Center. To close on the property, staff requests approval of the following three (3) documents: updated Purchase Agreement; updated Environmental Agreement; and the deed transferring part of vacated United Drive to the City of South Bend Building Corporation.

The Purchase Agreement has been updated with a new legal description and the requirement to record the environmental restrictive covenants (ERC) from immediately after closing to upon receipt of the IDEM ERC letter. The Environmental Agreement has been updated with a new legal description. The deed transfers the west side of the vacated United Drive from the Commission to the City of South Bend Building Corporation allowing them to grant certain easements including the easement called for in the Commission's Purchase Agreement with Millennium Parcel, LLC.

Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved the First Amendment to Agreement for Sale of Land for Private Development and the First Amendment to Environmental Agreement for 604 Scott Street with Millennium Parcel, LLC; and approved Resolution No. 3317 regarding the conveyance of certain real property to the City of South Bend Building Corporation for easement agreements with Studebaker Building 84, LLC and Millennium Parcel, LLC.

**(2) Approval of Resolution No. 3315 Amending the Declaration of Protective Covenants and Restrictions of the Blackthorn Corporate Park and the Development Guidelines for Blackthorn Corporate Park**

Mr. Relos stated on October 27, 2015, the annual Blackthorn Owners' Association (Association) meeting was held. One of the agenda items was the proposed changes to the Declaration of Protective Covenants & Restrictions (Covenants) and Development Guidelines (Guidelines). Per Article 12.1 of the Covenants, the Covenants may only be amended with the approval of the Commission along with a majority of the members of the Association.

After discussion, the Association unanimously voted on various changes. [Please see Agenda Item 5.A.(2) for summary of changes.] The most important changes are as follows: 1) light industrial uses allowed in limited eastern areas of the park; 2) free standing restaurants were removed as a prohibited use; 3) hotel use will be allowed anywhere within the park; and 4) the 26 acre natural retention area, which has always been identified as a “common area” and paid dues, will be transferred to the City of South Bend Parks Department and will be no longer be assessed dues beginning in 2017.

Vice President Varner inquired about the annual savings of not paying dues and Mr. Relos responded the amount would be approximately \$9,000.

Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved Resolution No. 3315 amending the Declaration of Protective Covenants and Restrictions of the Blackthorn Corporate Park and the Development Guidelines for Blackthorn Corporate Park.

**(3) Approval of Resolution No. 3316 Appointing a Director to the Blackthorn Owners’ Association Board of Directors**

Mr. Relos stated the Blackthorn Owners’ Association’s by-laws require that a member of the Board of Directors be appointed by the Redevelopment Commission. At the annual Owners’ Association meeting held October 27, 2015, the Board of Directors nominated Greg Downes to be reappointed to another three year term, ending December 31, 2018.

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved Resolution No. 3316 appointing a director to the Blackthorn Owners’ Association Board of Directors.

**(4) Approval of First Amendment to Agreement to Buy and Sell Real Estate for Blackthorn Corporate Park Lot 6 (Cohn & Cohn Investments, LLC)**

Mr. Fielding stated the Agreement to Buy and Sell Real Estate for Lot 6 in Blackthorn Corporate Park contemplated a due diligence period upon approval of the use and design by the Blackthorn Owners’ Association. This process has taken longer than expected and Cohn & Cohn Investments, LLC has requested additional time. The First Amendment to Agreement to Buy and Sell Real Estate would amend the due diligence period to a period of one hundred twenty-five (25) days.

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission

approved the First Amendment to Agreement to Buy and Sell Real Estate for Blackthorn Corporate Park Lot 6 with Cohn & Cohn Investments, LLC.

**(5) Approval of Resolution No. 3318 Regarding Review of Plans for Construction in Blackthorn Corporate Park by Cohn & Cohn Investments, LLC**

Mr. Relos stated at the Commission's last meeting on October 29, 2015, an update was given of the October 27, 2015, annual Blackthorn Owners' Association meeting. After discussion of the various items being changed, final changes were agreed upon with a unanimous vote of the owners present. On July 30, 2015, the Commission approved an Agreement to Buy and Sell Real Estate with Cohn & Cohn Investments, LLC (Cohn), the developer for Unifirst's new facility in Blackthorn Corporate Park. At the Commission's October 29, 2015, meeting, Cohn's plans and specifications for the new building were shared.

Unifirst's current building is being listed for sale, leaving a target date to be in their new facility in August 2016. This would give them approximately nine months to finalize plans and specifications, finish the permitting process, and construct the building to accommodate their move. With the tight timeline and the length of time it could take for a final decision of the Blackthorn Design Review Committee, Cohn is seeking assurance for their plans and specifications to be approved before they invest tens of thousands of dollars finalizing them.

A discussion followed between staff and the Commission as to whether the building and landscaping conform to the design guidelines and it was confirmed they do conform to the design guidelines.

Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved Resolution No. 3318 regarding the review of plans for construction in Blackthorn Corporate Park by Cohn & Cohn Investments, LLC.

**B. South Side Development Area**

**(1) Establishing the Budget for the Chippewa Intersection**

Mr. Relos stated the two-way conversion project for Main, Michigan, and St. Joseph Streets will be implemented next year and the design phase is approaching completion. The project includes installation of a roundabout at South Michigan Street and Chippewa Avenue with modifications to the intersection at South Main Street and Chippewa Avenue. Costs are now sufficiently defined to request a budget for project construction and acquisition/relocation for the Chippewa intersection improvements, as well as any additional conversion work (restriping/signals) for the segment of South Main and South Michigan south of Ewing Avenue.

Staff is requesting approval of four million dollars from the South Side Development Area TIF to establish a budget for the project with an award scheduled to occur in early 2016. The breakdown includes \$1,250,000 from the 2015 budget appropriation and \$2,750,000 from the 2016 budget.

Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission approved the budget for the Chippewa Intersection project in the amount of four million dollars (\$4,000,000).

## 6. PROGRESS REPORTS

Mr. Fielding stated in January of 2015 staff brought forward the development agreement for the Heraeus Kulzer Metronet expansion for the Commission's approval in an amount not to exceed \$25,000 and the development agreement is now pending signatures.

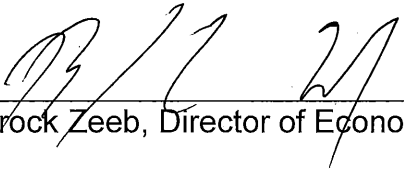
Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried 3-0 (President Jones and Commissioner Ferlic absent), the Commission authorized the signing of the Heraeus Kulzer Development Agreement for the Metronet expansion in an amount not to exceed \$25,000.

## 7. NEXT COMMISSION MEETING

Thursday, December 10, 2015, at 9:30 a.m.

## 8. ADJOURNMENT

Vice President Varner adjourned the meeting at 9:48 a.m.

  
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Brock Zeeb, Director of Economic Resources

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Marcia I. Jones, President