

**MANSFIELD DOWNTOWN PARTNERSHIP
BOARD OF DIRECTORS
Thursday, September 4, 2014
Mansfield Town Hall
Town Council Chambers**

4:00 PM

MINUTES

Present: Steve Bacon, Tom Callahan, Matt Hart, Cheyenne Haslett, Dennis Heffley, George Jones, Mike Kirk, Philip Lodewick, Paul McCarthy, Betsy Paterson, Shamim Patwa, Steve Rogers, Paul Shapiro, and Bill Simpson

Staff: Cynthia van Zelm

1. Call to Order

Philip Lodewick called the meeting to order at 4:05 pm. New Board member Cheyenne Haslett and Board members introduced themselves.

2. Opportunity for Public to Comment

There was no public comment.

3. Approval of Minutes of August 7, 2014

Betsy Paterson made a motion to approve the minutes of August 7, 2014. Bill Simpson seconded the motion. The motion was approved.

4. Executive Director Report

Cynthia van Zelm asked for volunteers again for the Partnership table at the Festival from 2 pm to 4 pm on September 21, 2014.

Ms. van Zelm also extended an invitation from Dean Brid Grant to the book launch of a history of the 50th anniversary of the UConn School of Fine Arts, at 6 pm at the UConn Co-op.

5. Partnership Transition Discussion

Finance and Administration Committee Chair Tom Callahan said the Finance and Administration Committee has been meeting for approximately five months to review the Partnership's mission as Storrs Center current build-out is completed.

He noted that the Partnership was formed in 2000 to cause Storrs Center to happen. This was a mutual goal of the Town of Mansfield and the University of Connecticut.

With the last phase, the residential homes, planned to go forward in October, the question of the Partnership's role became timely and important to discuss. What needed to be done in 2000 is different from what needs to be done now with respect to Storrs Center. The players are different than four years ago with several equity partners and their representatives i.e., Hart Realty Advisers, The Wilder Companies, the CT Retirement Plans and Trust Funds, EdR, now part of the mix.

Mr. Callahan said with the transition to the management of the asset of downtown, the Finance Committee looked at the skills and competencies needed to manage the downtown. There may be the need too for different and additional capacity. The current funding model is not likely to be the same funding model moving forward.

As noted in Executive Director Cynthia van Zelm's memo to the Board, Mr. Callahan referred to the three main areas of skills that staff and the Committee developed that would be needed to manage downtown: 1) Branding/Marketing/Promotion (tactical and strategic); 2) Operations/Funding; and 3) Strategic Planning.

The Committee discussed the Partnership acting similar to a National Main Street Center organization whereby it would be focused on events, promoting the businesses, maintaining the public infrastructure, etc.

The Committee also spent a lot of time looking at the composition of the Board. Mr. Callahan said this will require further discussion as there was not consensus on whether the equity partners would eventually be part of the Board. Since Storrs Center Alliance is still developing the last two phases of Storrs Center, and has some final obligations under their development agreement with the Town, it was agreed that it would not be appropriate to entertain the idea of Storrs Center Alliance serving on the Board at this time.

Mr. Callahan said the Committee also continued to discuss the role of the Partnership at the Four Corners. It is a different situation because of the variety of property owners at Four Corners vs. Storrs Center. The Partnership's role at Four Corners, if any, needs to be further discussed.

Ms. Callahan said the Finance Committee is requesting feedback from the Board on the following: 1) Is the notion of focusing on downtown management the correct focus?; 2) Should a sub-group of the Board continue the discussion on the Partnership's role?; and 3) Should the Partnership look at introducing equity partners in Storrs Center to be part of the Partnership organizational structure?

Matt Hart said, in his opinion, if Storrs Center is to be successful and vibrant, it needs an agency to serve as a coordinator. Great downtowns have Business Improvement Districts or other such downtown organizations. Events are important to attract visitors and promote the businesses.

Mr. Hart said it will be important to stay on top of the maintenance of the public and private infrastructure. He said an organization is needed to address the day to day issues of the downtown and to be a point of contact to resolve issues.

He said that it is also not sustainable when addressing the budget, to rely on the contribution from the Partnership's fund balance indefinitely.

Mr. Hart said it makes sense to involve the owners of the property in the downtown and to make sure that their goals are congruent with the Town's and UConn's.

Paul Shapiro said the question is how does the Partnership position itself for the next iteration – the buildout of the downtown. He said the Finance Committee agreed on what needs to be done but there is still a discussion on who governs.

Mr. Callahan said while there are tenants representing downtown business of the Board (UConn Co-op, Subway), there are no owners on the Board. There is the thought that these equity partners have a critical perspective and the financial wherewithal to contribute to the Partnership.

Mr. Callahan said his view is that in order to properly manage and invest in the downtown, it is essential to have the right people at the table making decisions to maintain the downtown asset.

Mr. Hart suggested inviting the CT Main Street Center team to a Board meeting to provide information on who are the main stakeholders in downtowns? How are boards typically comprised? Mr. Lodewick asked Ms. van Zelm to invite the Main Street Center team to the October Board meeting. He encouraged the Board to review the idea of involving the property owners in the Partnership organization.

Mr. Callahan asked the Board if the functions outlined in Ms. van Zelm's memo are those needed for the Partnership going forward? Steve Rogers and Shamim Patwa asked if some of those functions could be undertaken by volunteers and/or the businesses? Generally, the Board agreed that the set of functions presented are what are needed for the downtown.

Mr. Callahan suggested that the Finance and Administration Committee pause and wait for further direction from the Board.

Ms. Paterson offered to do some research on what models the Connecticut Conference of Municipalities and the National League of Cities may have on managing downtowns.

In summary, Mr. Callahan said he will report back to the Finance Committee that the functions identified by the Committee seem appropriate but the Board wants to receive additional feedback from the CT Main Street Center team. The Board recognized that the Partnership is at a different place than it was initially and even a few years ago. The Board agreed that this characterization was fair.

6. Storrs Center Action Items (Review and Action on Partnership and Storrs Center Alliance Estoppel Certificates)

Mr. Callahan referred to the fourth and final Partnership and Storrs Center Alliance proposed estoppel certificates for Phase 1C (8 Royce Circle). Pursuant to the Partnership's Development Agreement, the estoppel certificates are required to be given upon request, and must state certain facts necessary to indicate to a prospective buyer that both parties are not in default under their Development Agreement and whether the right of first refusal applies. Mr. Callahan said the Finance and Administration Committee had recommended that the Board approve the estoppel certificates for Phase 1C.

Mr. Callahan made a motion to approve the Storrs Center Alliance, LLC Estoppel Certificate and the Mansfield Downtown Partnership Estoppel Certificate for Phase 1C and to authorize Executive Director Cynthia van Zelm to sign the Board approved Partnership Estoppel Certificate. Ms. Paterson seconded the motion. The motion was approved.

7. Four Corners Sewer and Water Advisory Committee Update

Mr. Hart said the Town Council voted to schedule a bond referendum on the Four Corners area sewer project at the November election. The sewer project is estimated at \$9 million with \$3 million coming from a State grant, \$3 million from an assessment on property owners, and \$3 million from the Town's General Fund.

Mr. Hart said the Town conducted an education campaign and will send out some more information in the fall. However, all information must be explanatory (no advocacy) at that point, now that a referendum has been set.

Ms. Paterson noted that 15 percent of the total registered voters in Mansfield need to vote "yes" for the referendum to pass.

Mr. Rogers asked if property owners can vote. Mr. Hart replied that property owners with at least \$1,000 in assessed value can vote.

8. Report from Committees

Advertising and Promotion

In Chair Toni Moran's absence, Ms. van Zelm said the pup crawl is scheduled for October 18 and will involve a one and a half mile dog walk from the Town Square to Moss Sanctuary.

Square Fair

Ms. van Zelm said the last Square Fair for the year is September 26.

Celebrate Mansfield Festival

Ms. Paterson said approximately 95 booths are signed up to participate in the Festival.

She made a request for volunteers.

Business Development and Retention

Mr. Rogers said the Committee did not meet last month.

Membership Development

George Jones said the Committee did not meet this summer but plans to meet in September. He said the Committee was successful in securing more memberships from the new Storrs Center businesses.

Planning and Design

Mr. Bacon said the Committee met with Andy Graves (architect for the Phase 1A, 1B, and 1C buildings) and Geoff Fitzgerald (engineer for Wilbur Cross Way) to review their work on the Sustainability Guidelines checklist. The Wilbur Cross Way checklist is complete but Mr. Graves is still waiting for some information from third parties to complete the checklist on Phases 1A, 1B, and 1C.

9. Adjourn

Mr. Hart made a motion to adjourn. Ms. Paterson seconded the motion. The motion was approved and the meeting adjourned at 5:25 pm.

Minutes taken by Cynthia van Zelm.