

Whitewater Community Development Authority
Meeting Minutes
October 23rd, 2013

1. Call to Order

The meeting was called to order by Chairman Jeff Knight at 5:00pm. The meeting was held in Room 105, Innovation Center, 1221 Innovation Drive, Whitewater, WI 53190.

Present: Allen, Henry (5:29pm), Kachel (5:10pm), Knight, Meyer, Singer (5:19pm), Winship
Absent: None

Also: Patrick Cannon, Cameron Clapper, Anna Schwarz, Mitchell Simon; Esquire

2. Hearing of Citizen Comments

None

3. Approval of Agenda

- a. Move to Move items 8-10 to after items 11 & 12 and approve Agenda as amended by Meyer, 2nd by Allen
 - i. All Via Voice Vote-Motion Passes

4. Approval of Minutes

a. October 2, 2013

- i. Move to Approve the Minutes by Allen, 2nd by Winship
 - 1. All Via Voice Vote- Motion Passes

5. Acceptance of Financial Statements

a. August 2013

b. September 2013

- i. Move to Approve the Financial Statements as Presented by Winship, 2nd by Meyer
 - 1. All Via Voice Vote- Motion Passes

6. Consideration and discussion of Technology Park Board Code of Ethics

- a. The Chair noted that for the past several meetings, the Technology Park Board has discussed the adoption of a Code of Ethics for the members of that Board. Under the current composition of the Technology Park Board, the Chair of the CDA is a seated voting member of the Board. Members of the Technology Park Board have voiced concerns over the apparent limitations that would be placed on members if the Code of Ethics were to be adopted by the Technology Park Board.

The proposed Code of Ethics would require that members who have either a personal or professional conflict, to recues themselves from participation in the discussion or vote on the matter.

CDA staff members also expressed their opinion that the proposed Code of Ethics would virtually eliminate most members from service on the Technology Park Board. This would include not only the CDA member but everyone involved from the University.

CDA Attorney Mitch Simon was asked to review the proposed Code of Ethics and to attend the CDA meeting. In his opinion, the proposed Code of Ethics would not accomplish desired results. He felt that as proposed, members would be forced to recues themselves on a regular basis. In addition, the Non Disclosure Agreement that was presented also served to restrict involvement.

After careful review, the CDA Board moved to State that the CDA does not approve of the proposed version of the *Whitewater University Technology Park and Whitewater Incubation Program Code of Ethics* because it would prevent any CDA member from participating on the Technology Park Board and encourages further research into similar Code of Ethics documents in other university areas by Winship, 2nd by Allen

- i. Roll Call Vote-Motion Passes
 1. Aye: Allen, Kachel, Knight, Meyer, Winship
 2. Nay: None

7. Consideration and discussion of a contribution to the MakerSpace project

At the September meeting of the CDA, representatives of the new MarkerSpace project were present to give a brief over view of the project. The CDA members felt that it was a very good project for all of Whitewater as it will help to stimulate smaller business to work on the respective ideas and projects. At that meeting, the Board expressed a desire to assist the MakerSpace project with a donation. However, since the September agenda did not allow for this action it was held over to the October meeting.

With this in mind, a motion was made to support the MakerSpace at the Platinum Level (\$5,000) to encourage entrepreneurship, this funding will be paid out of the CDA 2013 Budget by Winship, 2nd by Allen

- i. Roll Call Vote- Motion Passes
 1. Aye: Allen, Kachel, Knight, Myer, Singer, Winship
 2. Nay: None

11. Adjourn into closed session per Wisconsin State Statutes 19.85(1)(e) "Deliberating or negotiating the purchase of public property, the investing of public funds, or conducting other specified public business, whenever competitive or bargaining reasons require a closed session."

- i. **Discussion of potential retail establishments. CDA Financing of Potential development on West Main Street.**
- ii. **Discussion of potential housing projects. CDA Financing of Potential developments of student and/or workforce housing.**
 1. Move to go into closed session per state statutes and to allow Patrick Cannon, Cameron Clapper, and Anna Schwarz to remain in the closed session portion of the meeting by Winship, 2nd by Kachel
 2. Roll Call Vote- Motion Passes
 - a. Aye: Allen, Henry, Kachel, Knight, Meyer, Singer, Winship
 - b. Nay: None

12. Return to open session for possible action on closed session items

- a. Move to Return to open session by Singer, 2nd by Meyer
 - i. All Via Voice Vote-Motion Passes

No action was taken in open session.

8. Consideration and discussion of the establishment of a corporation to assist with equity investments under the Capital Catalyst Fund

Staff noted that the establishment of a non-profit corporation to assist with the equity investments by the CDA is a difficult task. To obtain the tax exempt status, the organization would need to show a charitable purpose. The Chair indicated that we should look to create a taxable corporation to assist the CDA.

After considerable discussion, a motion was made to direct Staff to return with a draft of the new corporation initiative to the next CDA Board of Directors meeting by Singer, 2nd by Meyer

- i. All Via Voice Vote-Motion Passes

9. Consideration and discussion of TIF Project Plans

- a. **TIF 5**
- b. **TIF 6**
- c. **TIF 7**
- d. **TIF 8**

1. The Board discussed the various TIF Project Plans, while no formal action was taken, this topic will be revisited at future meetings. Staff was directed to continue to research the details behind the projected costs.

10. Consideration and discussion of the 2014 budget and strategic goals

Staff presented the draft 2014 Operating Budget for the CDA. The budget showed a slight increase in the marketing expenditures. Staff also asked about the transfer of funds from TIF 6 to the CDA for operational purposes.

A motion was made to approve the 2014 budget as presented with the understanding that if the additional increment from TIF 6 comes in the "Marketing" line item will be increased to \$30,000 and the rest will be used to reduce the UDAG contribution by Knight, 2nd by Meyer

- i. Roll Call Vote-Motion Passes

1. Aye: Allen, Henry, Kachel, Knight, Meyer, Singer, Winship
2. Nay: None

13. Future agenda referrals

- a. Speaker from WHEDA to present on New Market Tax Credits at November CDA Board of Directors Meeting, we will invite additional stakeholders to attend.

14. Adjourn

- a. Move to Adjourn by Kachel, 2nd by Winship
- b. All Via Voice Vote- Motion Passes, Meeting Adjourned at 7:18pm

The minutes were reviewed and approved by the CDA at its meeting on: 11/20/2013



Jeffery Knight
Chairman



Anna C. Schwarz
Recorder