

Nashua Business and Industrial Development Authority

Meeting Minutes
February 20, 2009

1. Opening:

The regular meeting of the Nashua Business and Industrial Development Authority was called to order at 8:45am on February 20, 2009 in Room 208 by Chairman Jack Tulley.

Present: Chairman Jack Tulley, Vice Chairman Don Zizzi, Brian McCarthy, Hollis (Buzz) Harrington, Dean Jackson, Donnalee Lozeau, Michael Monks, Mark Prolman, Bradley Vear

Absent: Carl Andrade, David Fredette, Robert (Skip) Myers, H. John Stabile

Other Attendees: Tom Galligani, Julie Walker, Jamie McNamee

2. Election of Officers

MOTION BY MAYOR LOZEAU TO NOMINATE ALL EXSISTING OFFICERS FOR ANOTHER ONE-YEAR TERM, JACK TULLEY – CHAIRMAN, DON ZIZZI – VICE CHAIRMAN. THE MOTION WAS SECONDED BY M. MONKS, APPROVED UNANIMOUSLY.

3. Approval of Minutes

MOTION BY B. HARRINGTON TO ACCEPT MINUTES OF NOVEMBER 21ST 2008. THE MOTION WAS SECONDED BY VICE CHAIRMAN ZIZZI. APPROVED UNANIMOUSLY.

4. Resignation of Gerry Prunier

Chairman Tulley explained that the Mayor received a letter of resignation from Gerry Prunier. Chairman Tulley wished him well for his service to the BIDA. The Mayor indicated that she did not receive a letter from Mr. Prunier but upon hearing that he was considering resigning took the initiative to send him a letter accepting his resignation and thanking him for his service.

5. Review of Annual Report

T. Galligani explained to the Board that the BIDA is required by a city ordinance to submit an annual report to the Board of Alderman. The BIDA reviewed the report.

6. Bridge Street Environmental Testing

T Galligani explained that the Phase II Environmental Site Assessment was completed in December of 2008. The results were very positive. The site is relatively clean with only one test pit identifying arsenic above reportable concentrations and some asbestos found near the riverside berm. The consultant recommends that the arsenic concentration be reported to the State as consistent with "background level." Several members commented how this is a very positive outcome.

Additional information is found in the Phase II Environmental Assessment Report. T. Galligani will send a copy of the map of test locations to the membership.

7. CSO Screening and Disinfecting Facility

T. Galligani and the Mayor met recently with the City Engineering staff and received an update on the CSO screening and disinfecting facility project. While previously the engineers had identified this Bridge Street property as a location for this 60x80 tank, they now are focusing on the Johns Mansville site. The Mayor explained that we are now trying to see if we can find an alternative location is possible, but time is limited.

8. Bridge Street Negotiations

MOTION BY B. HARRINGTON TO GO INTO TO A NON-PUBLIC SESSION UNDER RSA 91-A:3 II (D) "CONSIDER THE ACQUISITION, SALE OR LEASE OF REAL PROPERTY WHICH, IF DISCUSSED IN PUBLIC, LIKELY WOULD BENEFIT A PARTY OR PARTIES WHOSE INTERESTS ARE ADVERSE TO THOSE OF THE GENERAL COMMUNITY". THE MOTION WAS SECONDED BY B VEAR.

ROLL CALL VOTE: BRIAN MCCARTHY, HOLLIS (BUZZ) HARRINGTON, DEAN JACKSON, DONNALEE LOZEAU, MICHAEL MONKS , MARK PROLMAN, CHAIRMAN TULLEY, BRADLEY VEAR, VICE CHAIR ZIZZI ALL VOTED IN FAVOR OF GOING INTO NON-PUBLIC SESSION UNDER RSA 91-A:3 II (D).

MOTION BY B. HARRINGTON TO SEAL THE MINUTES OF THE NON-PUBLIC SESSION UNDER RSA 93-A II (D) BECAUSE DISCLOSURE WOULD RENDER THE PROPOSED ACTION INEFFECTIVE. THE MOTION WAS SECONDED BY M. MONKS.

ROLL CALL VOTE: BRIAN MCCARTHY, HOLLIS (BUZZ) HARRINGTON, DEAN JACKSON, DONNALEE LOZEAU, MICHAEL MONKS, MARK PROLMAN, CHAIRMAN TULLEY, BRADLEY VEAR, VICE CHAIR ZIZZI ALL VOTED IN FAVOR OF SEALING THE MINUTES UNDER RSA 93-A II (D).

The minutes of the non-public session were unsealed and approved at the June 19, 2009 BIDA meeting.

9. Clarification of BIDA Authority

Atty. McNamee explained that in working on negotiations for the Bridge Street property, he researched the 2005 resolution by the Board of Alderman to transfer the property to BIDA. The BIDA does not have the power to hold property separate from the City. A new resolution is being prepared that would clarify the BIDA's role as it relates to the Bridge Street property. The new resolution would allow the BIDA to sell the property on behalf of the City.

In addition, the Board of Alderman approved a resolution to provide the BIDA with \$50,000 in order to prepare an RFP for the Bridge Street property. No funds were used to prepare the RFP but it is anticipated that funds will be needed to conduct activities that would facilitate the sale (e.g. title search, survey). A new resolution will be prepared to clarify this.

Adjournment:

Meeting was adjourned at 10:05am by Chairman Tulley. The next general meeting will be at 8:30am on March 26, 2009 in Room 208 of City Hall.

Minutes submitted by:

Julie Walker

Nashua Business and Industrial Development Authority

Meeting Minutes of Non Public Session
February 20, 2009

Bridge Street Negotiations

MOTION BY B. HARRINGTON TO GO INTO NON -PUBLIC SESSION UNDER RSA 91-A:3 II (D) TO CONSIDER THE ACQUISITION, SALE OR LEASE OF REAL PROPERTY WHICH, IF DISCUSSED IN PUBLIC, LIKELY WOULD BENEFIT A PARTY OR PARTIES WHOSE INTERESTS ARE ADVERSE TO THOSE OF THE GENERAL COMMUNITY. THE MONTION WAS SECONDED BY BRAD VEAR.

ROLL CALL VOTE: B MCCARTHY, H HARRINGTON, D JACKSON, D LOZEAU, M MONKS, M PROLMAN, CHAIRMAN TULLEY, B VEAR, VICE CHAIR ZIZZI, ALL VOTED IN FAVOR OF ENTERING NON-PUBLIC SESSION UNDER RSA 91 -A:3II(d).

T. Galligani described how we have been negotiating with Renaissance Development over the past couple months on a proposed agreement for the Bridge Street properties. Atty. McNamee has also been involved.

The agreement proposes a public-private partnership between the BIDA/City and Renaissance Development. Three phases are outlined:

- Initial Period: review and environmental testing, negotiation with abutter – which will occur within 60 – 120 days;
- Concept Plan: Renaissance working with consultants and the BIDA to develop a concept plan—6 to 12 months;
- Approval of Concept Plan and Final Terms

T. Galligani spoke about the method for determining a price. An appraisal process is proposed where the purchase price will be determined by taking into account the residual land value based upon the concept plan. An appraisal will be conducted following the approval of the final concept plan.

M. Prolman expressed his concerns with the timing of the appraisal and the process itself.

T. Galligani said that it is possible to use the appraisal as a negotiation item in the future, and that a third appraiser could be brought in if it needed to be. M. Prolman said that there was no way that infrastructure costs and market conditions could be determined accurately, and that we should negotiate closer to the approval of the land use permits for more accurate infrastructure and market costs.

B. Vear and T. Galligani made it clear that there would be no transfer of the land without the permits and complete infrastructure costs are determined. M. Prolman said that there would be no way to determine what the traffic patterns and sewer updates, among other

variables are. T. Galligani made it clear that the purpose of the concept plan was to get all these variables identified.

The Mayor expressed that the BIDA should have the expertise to guide the development of the deal. She went on to say that this project will really define the BIDA and the value it has to the City. She thought they needed to meet more or with more regularity. Atty. McNamee stated that his expertise with this is with Ad Lorum taxation, which is not really the same thing as land value.

M. Prolman said that there was a sub committee created by Chairman Tulley and that it has met with Renaissance Development a couple times and he thought that the details were worked out at the last sub committee meeting with Renaissance. M. Prolman said that there was no proposal but a concept was agreed to. He also said that he agreed with Mayor Lozeau and thought T. Galligani and Atty. McNamee were doing a great job.

T. Galligani said that Renaissance would like to come up again and meet with the sub committee. Vice Chair Zizzi said that those meetings should happen in between regular BIDA meetings. M. Prolman said that the sub committee would be available for whatever was needed.

M. Prolman reminded the BIDA that at the November subcommittee meeting with Renaissance he asked for a letter from their banker that confirmed their ability to undertake this project. Mayor Lozeau indicated that no negotiations should continue until this letter is received. T. Galligani will follow up with Renaissance and obtain the letter.

The Bridge Street Sub Committee will meet sometime next week to discuss the agreement in more detail. The Chairman and Vice Chairman will also join the subcommittee at this meeting. T. Galligani will send out the latest draft of the agreement prior to the meeting.

MOTION BY B. HARRINGTON TO END THE NON PUBLIC SESSION AND RE - ENTER THE PUBLIC PORTION OF THE MEETING. THE MOTION WAS SECONDED BY M. MONKS AND UNANIMOUSLY APPROVED.