

**MINUTES
NON PUBLIC SESSION/WORKSHOP
DOVER CITY COUNCIL
WEDNESDAY
JANUARY 19, 2005**

**6:00 P.M.
CITY MANAGER'S OFFICE
NON-PUBLIC SESSION**

The City Council will be meeting in non public session to discuss Personnel Matters.

NOTE: This meeting is not open to the public per RSA 91-A:2 (c).

**7:00 P.M.
CITY COUNCIL CHAMBERS
WORKSHOP:**

Members Present: Mayor Scott Myers, Mayor Pro Tem Jason Hindle, Councilor Bob Keays; Councilor Doug DeDe; Councilor Dean Trefethen; Councilor Darlene Colwell-Ellis, Councilor Bob Lewis and Councilor Otis Perry.

Members Absent: Councilor Matt Mayberry.

Staff present: Acting City Manager Mike Joyal, City Attorney George Wattendorf, Planning Director Steve Stancel and Business Assistance Director Beth Thompson.

1. Pledge of Allegiance

2. DISCUSSION RE: WATERFRONT DEVELOPMENT

Mayor Myers opened the meeting and gave a brief history of the waterfront district to date. He stated that this has been ongoing for the past 15 years and we are now at the point of deciding what to put on the site. He introduced Dana Lynch Chairman of the Waterfront District Committee.

Mr. Lynch began by stating that their goal is to make sure that they create a framework to ensure a successful outcome. They have heard from experts who want to make sure that there is a clear, direct path between the developers and decision makers. They want to reduce/eliminate political pressures and feels that the committee has put in a lot of time and effort to set the course. He reviewed the significant investments that have been made to the waterfront and surrounding area. Currently the dredging of the river is underway, Henry Law Park and the Butterfield Gym have undergone renovations and the NH DOT has given approval for a vehicular bridge and relocation of the pedestrian bridge. The committee has spent 8 months updating the Charrette originally produced in 1996. Public hearings have been held and the committee was told that their vision wasn't clear and they have since tried to clarify what they want accomplished. A traffic study of the downtown area has been completed and they are now trying to evaluate and determine the impact of the proposals and recommend long-term actions. They have developed the framework to guide allowable users and now a decision needs to be made to seek qualified developers. (See 01/19/05 folder for Handout).

The Committee submits the following recommendations:

- A. Commission an independent appraisal of the City-owned waterfront parcel (Tax Map 22, Lot 1) to determine fair market value based on its current condition.
- B. Create a not-for-profit corporation pursuant to RSA 162. This corporation would be responsible for oversight and execution of development on City-owned land in accordance with the vision, goals, and design guidelines contained in the Cochecho Waterfront Design Charrette, 2004 Version, as well as coordination of this effort with other City agencies.
- C. Transfer the property to the not-for-profit corporation based on the appraised value with the condition that the corporation return to the City, within a stipulated time frame (i.e. 10 years), a reasonable rate of return on public improvements such as an equivalent value in cash and/or construction cost of public improvements as negotiated with parties undertaking development.
- D. Retain a project manager that reports to the Board of Directors of the corporation and oversees day-to-day operations.

Next he outlined the Organizational Framework of Development Entity:

- A. The not-for-profit corporation could be named “Cochecho Waterfront Development Authority (CWDA).
- B. The CWDA would be created under enabling legislation, RSA 162, similar to the reorganized DBIDA.
- C. The CWDA Board of Directors membership shall consist of between 9 and 15 members with a majority of Board members being Dover residents appointed by the Mayor, with Council approval. Initial terms may be staggered to ensure continuity of governance. The Board shall report back to Council periodically, as specified by the Council. Other specifics can be developed in a similar fashion to the newly revised DBIDA by-laws and subsequently reviewed with the Council.
- D. Suggested composition of the Board shall be as follows:
 - 1- City Councilor; 1 Neighborhood representative; 1 downtown business representative; 1 Chamber of Commerce member; 1 Planning board representative; 1 Architect; 1 Landscape Architect; 1 Civil Engineer; 1 Land Use Attorney; 1 Conservation Commission representative; 1 Citizen at-large; totaling 11 members

City Council may provide municipal officers as it designates to serve as ex-officio non voting members (Planning Director, City Manager, Finance Director)

The above suggested board composition would essentially maintain the current membership of the CWDAC.

E. Corporation would have powers similar to DHA or DBIDA and would be responsible for negotiating design details and financial arrangements in keeping with the Charrette Guidelines, etc. and its obligation to return value to the City.

F. Recommended steps to implement waterfront development:

1. Charrette Update (complete as of 01/31/05)
2. RFQ/Letter of Interest
3. Develop RFP Criteria
4. Review Letters of Interest, Interviews
5. Release RFP to selected entities
6. Review Proposals, Interviews
7. Select finalist(s)
8. Negotiate details, document agreements, develop covenants and easements, prepare schedules (legal review/financial consultant input advised)
9. Bring candidates to Council for introduction/ratification of decision
10. Commence design, design review, site plan/subdivision applications, public hearings, State and City approvals.

He then introduced the members of the Waterfront Committee in attendance including, Earl Goodwin, Art Corte, Jack Mettee, Jack Buckley, Frank Torr and Wendy Scribner. He also recognized staff members Steve Stancel and Beth Thompson who have been extremely helpful throughout the process.

The Mayor asked Councilor Trefethen to speak on the issue as the Council rep to the Planning Board.

Trefethen stated that they had discussions last spring and at that time he had been adamant about the Council maintaining control. He has since received advice from several experts that made it clear that potential politicizing would keep some developers away as they want to be able to negotiate and get approval. He continued that at the time he didn't know who was going to serve on the committee and would be making the decisions, but feels that this is a good group who have been respectful of each other and the needs of the community and who want the majority of the people to be happy with what happens. He stated that he likes the makeup of the proposed committee. He stated it will come before the Council eventually for a final yes or no, but this proposal removes the political aspect from the process. There is a Council election in November and any new people will have to be brought up to speed all over again and this eliminates micro-managing.

Mayor Myers spoke to a comment he has heard that we are back to square one on the waterfront development, but doesn't feel that is the case. He stated we are revisiting necessary issues and feels that the committee has made a lot of progress.

DeDe stated he would like to see this go a step farther than establishing the committee and eliminate the Council approval so that the developers and committee doesn't have to worry about the Council saying no after all is said and done and feels the Council should support this from the beginning. He continued that Dana Lynch has been involved for 14 years and feels that the should be allowed to go forward. Many things have been accomplished that are a pre-amble to what still needs to be accomplished. He feels that the committee represents this community well and the Council should establish the body with the final say.

Lewis stated his first issue regards the statement “politicized”. The voters are the political body which elects the council and feels that this should go before a referendum. Secondly, he asked for clarification from Mr. Lynch as to whether he is looking to have the Council ratify the final decision.

Lynch stated that they would like the Council involvement in the final decision but would like the council to have to overturn their decision with a 6-3 vote as opposed to approving it.

Lewis then asked about the ownership of the property by a non-profit organization and what happens if the property isn’t developed 10 years down the line.

Lynch stated that 10 years was just a number he threw out there and that they haven’t dealt with legal details yet. The committee is trying to get a sense from the Council of if their efforts are worth going forward.

Lewis asked if the City puts in “X” amount of dollars into the infrastructure when does the developer start taking over the costs/responsibilities of the development.

Lynch stated that the investments that the city has put in so far have all been necessary and would have had to be done anyway i.e. relocating the wastewater treatment plant and public works facility. In the future such projects as the parking garage would be something that would benefit the downtown area as well as the waterfront.

Lewis would like to see a ledger form listing expenses and income.

Lynch stated their goal is to have “0” initial costs and to have the city come to the table with the value of the property as their contribution.

Lewis stated that he has heard from experts that we are dealing with 2 negatives; 1st, Dover is not a destination city where people come to spend money, and 2nd, 6,000-10,000 retail space and 15,000 – 20,000 office space is not enough taxable real estate.

Keays stated he is interested in the waterfront because he grew up there. He wants to know where the money for a project manager is coming from.

Lynch stated it could be funded between the city and the developer.

Keays stated that he feels the Council already agreed not to spend money on this and further discussed the waterfront area as it used to be and feels that the people who have been paying property taxes in that area for years should have a say on what happens. He wants public hearings held in every ward and is concerned that the committee isn’t made up of only Dover residents.

Perry asked Attorney Wattendorf to explain RSA 162 and what steps need to be taken to form the committee and are we ready to do that yet.

Wattendorf stated there are a couple of options but feels that 162-K is the best for this situation as it allows us to form a non-profit corporation with a project manager and give the committee tax district authority. The Council would set the parameters and the tax revenue would go into a special account for development and to pay for the project manager.

Perry asked if the project would have to be approved by the City Council.

Wattendorf stated they would designate the district and decide how to delegate it.

Perry feels that the Council should manage it entirely or give it up entirely. He would like to come up with a contract and guidelines to let the committee do it.

Hindle agrees with Perry and discussed a similar situation in Keene, NH with the Monadnock Corp who have handled public projects very well.

Myers stated he has been involved with the waterfront since 1997 and feels that there has been a lot of public opportunity for input and involvement and still welcomes that. He does not, however, feel that there needs to be a referendum. Regarding Councilor Keays concerns about non-Dover residents on the committee, he feels that it would limit qualified people who may own businesses in Dover or are otherwise equally involved in the community from participating. He also likes the appraisal aspect of the plan and the land being brought to the table by the city as a bargaining tool. He feels there are lots of ways to structure deals without coming out of the taxpayers pockets. He continued that he would agree to give this group the bonding authority and also would support transferring ownership of the land and feels that without this transfer of ownership, lots of work could be on the line when a different Council comes in.

DeDe stated that Art Corte has shared with him experiences of things that have happened in other communities and feels that Dover has a lot to offer in its proximity to many places i.e. beaches, mountains, etc. and the waterfront area has become a jewel and is unique in the United States. Developers have the opportunity to create something from a blank canvas and that any expense to the city will be minimal in comparison to what will be gained.

Myers stated that if a proper proposal and developer doesn't come along, then they won't do it. He feels the committee will not do anything that isn't the right fit for Dover and its residents.

Lynch stated he wanted to mention that he isn't the only person who has been involved in this for many years and recognized Art Corte and Jack Buckley, and agrees with the Mayor that they will not do something they aren't sure is the right thing to do.

John Scruton of 99 Sixth Street asked if he could address the Council.

The Mayor stated that this is a workshop session and not usually allowed, but granted Mr. Scruton one minute.

Mr. Scruton stated he has heard all of the proposals and feels that this has already cost the city lots of money and that it should be put before the voters to decide. There are 35 acres of open space and doesn't want to see condos put up as they have been everywhere else in the city. This will add to the traffic congestion that already exists and feels that the area should be left green.

Trefethen stated he appreciates Mr. Scrutons' thoughts but feels if we do decide to pursue the development there are direct ways for people to let the Council know how they feel via, letters, e-mails, public hearings etc. These decisions aren't and won't be made in a vacuum and public input will be welcome throughout the process. He continued that the city was going to spend money on the wastewater treatment plan, public works facility, etc regardless because the Council made a conscious decision to build those facilities somewhere else. He concluded that nobody has ever said that they were going to create a park down there and feels there is a small minority that wants that.

Lewis clarified that he wasn't trying to give the impression that he is totally against this and agrees that the expenses so far have been necessary, but he feels that the taxpayers do need to know the potential costs that it will take to get to the point that this group will take over.

Hindle stated that the website www.ci.dover.nh.us has information on the waterfront and a citizen comment area.

Myers stated there are two issues that the Council needs to decide; 1st whether to move forward with the 162-K option and 2nd transfer ownership of land. If not transferring ownership, how to then make it work.

Keays referred back to last April stating that the Council voted then that they would be the sole body to decide how the land would be developed.

Myers stated that there was a resolution to create the committee, but the Council was not locked into anything more and that throughout any process different ideas can be discussed and present and decisions made throughout.

Keays questioned the process and asked to see the minutes of the meeting in question which the Clerk will provide.

3. Adjournment

Hindle moved to adjourn, seconded and approved unanimously at 8:05 p.m.

Valerie A. French
Deputy City Clerk