

MINUTES OF REGULAR MEETING  
BOARD OF COMMISSIONERS  
CAPITAL CITY DEVELOPMENT CORPORATION  
121 N. 9th St., Conference Room  
Boise, ID 83702  
December 15, 2014 1:30 p.m.

**I. CALL TO ORDER:** Vice Chair Zuckerman convened the meeting with a quorum at 1:30 p.m.

Present were: Commissioner Ryan Woodings, Commissioner Pat Shalz, Commissioner Dana Zuckerman, Commissioner David Bieter, Commissioner David Eberle, and Commissioner Lauren McLean. Commissioner Stacy Pearson arrived at 1:32 p.m. Commissioner John Hale was absent.

Agency staff members present were: John Brunelle, Executive Director; Todd Bunderson, Development Director; Max Clark, Parking and Facilities Director; Ross Borden, Finance Director; Ben Houpt, Project Coordinator; Pam Sheldon, Contracts Specialist; Joey Chen, Controller; Mary Watson, Contracts Manager; Doug Woodruff, Project Manager; Shellan Rodriguez, Project Manager; Deah LaFollette, Executive Assistant. Also present was Agency legal counsel, Ryan Armbruster.

**II. CONSIDER: Changes, Modification, or Addition to the Agenda:**

Commissioner Eberle asked for unanimous consent to pull Resolution #1372 Economic Consulting Management Agreement with Actuate Boise, Inc., from the agenda.

**III. CONSENT AGENDA:**

Commissioner Eberle moved to approve the Consent Agenda. Commissioner Bieter seconded the motion.

All said Aye. The motion carried 6-0.

The Consent Agenda consisted of the following actions:

- A. Expenses
  - 1. Approval of Paid Invoice Report – November 2014
- B. Minutes and Reports
  - 1. Approval of Meeting Minutes from November 10, 2014
- C. Other
  - 1. Adopt Resolution #1374 Records Disposition

Commissioner Stacy Pearson arrived at 1:32 p.m.

**IV. ACTION ITEMS:**

**A. CONSIDER: Resolution #1370 Revised Term Sheet from Wells Fargo Bank concerning the Auditorium District expansion project and authorizing modifications to the form of Lease**

John Brunelle, CCDC Executive Director, gave a report.

Eric Heringer, Piper Jaffray & Co., gave a report.

Nicholas Miller, Hawley Troxell, gave a report.

Commissioner McLean moved to approve Resolution No 1370 authorizing the Chair, Vice-Chair, or Executive Director and Secretary to execute the Revised Summary of Proposed Terms and Conditions with Wells Fargo Bank, N.A. and to replace the form of Lease attached to the Amended and Restated Development Agreement. Commissioner Eberle seconded the motion.

All said Aye. The motion carried 7-0.

**B. CONSIDER:**

**Resolution #1371 Memorandum of Understanding with the City of Boise to promote the formation and success of local businesses, entrepreneurs, and companies**

John Brunelle, CCDC Executive Director, gave a report.

Commissioner McLean moved to approve Resolution 1371 and authorize CCDC Chair, Vice-Chair, or Executive Director and Secretary to execute the Memorandum of Understanding. Commissioner Eberle seconded the motion.

All said Aye. The motion carried 7-0.

**Resolution #1372 Economic Consulting Management Agreement with Actuate Boise, Inc – The item was removed from agenda and deferred to a later date.**

**Resolution #1373 Lease for the purpose of providing Business Assistance Services**

John Brunelle, CCDC Executive Director, gave a report.

Commissioner McLean moved to approve Resolution 1373 and authorize CCDC Chair, Vice-Chair, or Executive Director and Secretary to execute the Commercial Office Lease subject to entering into the Economic Consulting Management Agreement with Actuate Boise, Inc. Commissioner Eberle seconded the motion.

All said Aye. The motion carried 7-0.

**C. CONSIDER: Approve Organizational Approach Boise Wayfinding System**

Doug Woodruff, CCDC Project Manager, gave a report.

Commissioner Eberle moved to approve to use of the proposed downtown directional areas to organize the wayfinding system, and authorize staff to proceed with finalizing the proposed sign family design concept and style Commissioner Shalz seconded the motion.

All said Aye. The motion carried 7-0.

**V. INFORMATION/DISCUSSION ITEMS**

**A. Parking Strategic Planning 2015**

Max Clark, CCDC Parking & Facilities Director, gave a report.

**B. Housing Study**

Shellan Rodriguez, CCDC Project Manager, gave a report.

**C. Central Addition Master Planning**

Derick O'Neill, Boise City Planning & Development Services Director, gave a report.

**D. Operations Report**

John Brunelle, CCDC Executive Director, gave a report.

**EXECUTIVE SESSION:**

A motion was made by Commissioner Eberle to go into an executive session at 3:13 p.m. to deliberate regarding acquisition of an interest in real property which is not owned by a public agency [Idaho Code § 67-2345(1)(c)] To communicate with legal counsel for the public agency to discuss the legal ramifications of and legal options for pending litigation, or controversies not yet being litigated but imminently likely to be litigated [Idaho Code Section 67-2345 (1)(f)] and to consider the evaluation of staff members [Idaho Code Section 67-2345 (1) (b)] Commissioner Shalz seconded the motion. A roll call vote was taken;

Commissioner Woodings; Aye  
Commissioner McLean; Aye  
Commissioner Shalz; Aye  
Commissioner Zuckerman; Aye  
Commissioner Bieter; Aye  
Commissioner Pearson; Aye  
Commissioner Eberle; Aye

All said Aye. The motion carried 7-0.

Communications ensued with legal counsel for CCDC to discuss the legal ramifications of, and legal options for, pending litigation or controversies not yet being litigated but imminently likely to be litigated. Deliberations were conducted concerning the acquisition of an interest in real property which is not owned by a public agency. Consideration of the evaluation, dismissal or disciplining of an employee, staff member or individual agent.

**EXECUTIVE SESSION ADJOURNMENT:**

A motion was made by Commissioner Eberle to adjourn executive session at 3:55 p.m. and return to the public meeting. Commissioner McLean seconded the motion. A roll call vote was taken;

- Commissioner Woodings; Aye
- Commissioner McLean; Aye
- Commissioner Shalz; Aye
- Commissioner Zuckerman; Aye
- Commissioner Bieter; Aye
- Commissioner Pearson; Aye
- Commissioner Eberle; Aye

All said Aye. The motion carried 7-0.

**VI. ADJOURNMENT:**

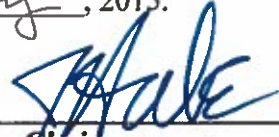
There being no further business to come before the Board, a motion was made by Commissioner Eberle to adjourn the meeting. Commissioner McLean seconded the motion.


All said Aye.

The meeting was adjourned at 3:56 p.m.

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ADOPTED BY THE BOARD OF DIRECTORS OF THE CAPITAL CITY DEVELOPMENT CORPORATION ON THE 9<sup>th</sup> day of February, 2015.

  
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 John Hale, Chair

  
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 Pat Shalz, Secretary