



OLD TOWN HALL REDEVELOPMENT AGENCY
888 WASHINGTON BOULEVARD
STAMFORD, CT 06901-2152

OLD TOWN HALL REDEVELOPMENT AGENCY
888 Washington Boulevard
Stamford, Connecticut 06901

Minutes of April 17, 2014

REVISED

April 30, 2014

OTHRA Attendees

Tim Curtin
Moiria Lyons
Sandy Goldstein
Taylor Molgano
Dudley Williams

Controller's Department.

Karen Vitale
Eric Newman

Legal Department

Jim Minor

Economic Development

Robin Stein

Other Attendees

Attorney John Leydon

The meeting was called to order by Tim Curtin at 8:38 a.m.

Minutes

On a motion by Sandy Goldstein, second by T.R. Molgano, the minutes of March 20, 2014 were unanimously approved.

Old Town Hall Financing Overview

Karen Vitale, Jim Minor and Eric Newman discussed Old Town Hall (OTH) financing, the ownership structure and the put/call options.

In 2008, OTH had a value of \$4.7 Million. The cost of renovations added \$15.4 Million bringing the total value to \$20.2 Million. The City of Stamford provided long term debt financing and advances to the Old Town Hall Redevelopment Agency (OTHRA) entities, i.e. old Town Hall Qualici B, Old Town Hall Manager and Old Town Hall Master Tenant, thereby increasing the City's share of total debt and equity investment to \$11 Million. Other outside financing sources included a State Department of Economic Development Grant, Historical Tax Credits and New Market Tax Credits which together amounted to a \$9.2 Million contribution to OTHRA.

Both the Historic Tax Credit and New Market Tax Credit put/call options are expected to be exercised in October, 2015. The City will then be required to pay \$159,440 plus anticipated legal fees of \$50,000 to acquire the interest of U.S. Bancorp and the National Development Corp in the OTH Investment Fund. In return the City will receive 100% ownership of OTH, valued at \$20.2 Million.

Once documentation of the completed deal is furnished to U.S. Bancorp, the City will receive \$2,534,963 plus interest. This is the amount OTH Qualici B paid to purchase the OTH building from the City. These funds were put in escrow at the time of purchase as security for the New Market Tax Credits. The City will also receive \$3,168,417 from Old Town Hall Master Tenant. These funds represent the amount of estimated Historic Tax Credits multiplied by the HTC Price. The Agreement between Old Town hall Manager Inc. and U.S. Bancorp require U.S. Bancorp to make a Capital Contribution to OTH Master Tenant in this amount. The funds will then be paid to the City by OTH Master Tenant.

Review of Tenant Issue

After a discussion of the Ballet School rental situation a motion was made by Sandy Goldstein, second by Moira Lyons, to negotiate a lease with the Ballet School for the premises they now occupy in OTH for a three (3) year period commencing retroactively to July 1, 2013 and terminating on June 30, 2016 at a rate consistent with the attached schedule. The lease will include a provision for the recapture of back rent that is owed through May 2014 by the Ballet School to OTHRA in the amount of \$12,345.29. There will be no right given to the Lessee to sublet the space or portions of the space.

Signage proposals will be considered by OTHRA and approval will not be unreasonably withheld. The motion was approved unanimously.

Concerning the Innovation Center (IC) T.R. Molgano and Tim Curtin will meet with Barry Schwimmer to discuss the current lease of space the IC occupies in OTH and will make a report at the May 15, 2014 meeting of OTHRA.

New Business

There being no new business, a motion to adjourn was made by Dudley Williams, second by T.R. Molgano and approved unanimously.

Next meeting May 15, 2014.

Respectfully submitted
Tim Curtin
April 30, 2014

Ballet School Rent Schedule
7/1/13 to 6/30/16

<u>Year</u>	<u>Period</u>	<u>Total / Yr.</u>	<u>Per SF</u>	<u>% Incr</u>	<u>Notes</u>
1 (Retroactive)	7/1/2013 – 6/30/2014	\$50,558	\$ 9.62	-19.2%	(Reduced rent by \$1,000 per month to aid Tenant with the debt service burden and deferred expenses)
2 First half	7/1/2014 – 12/31/2014	\$50,558	\$ 9.62		
2 Second half	1/1/2015 – 6/30/15	\$62,558	\$ 11.90	23.7%	(Equal to OTHRA's most recently proposed year 1 renewal gross rent)
3	7/1/2015 – 6/30/16	\$62,558	\$ 11.90	0%	