



NCDC BOARD OF DIRECTORS

Meeting Minutes

Special Board of Directors Meeting December 8, 2022

Via Zoom and at Foundry 66

MINUTES

1. **Call to Order:** Rebecca Alberts called the meeting to order at 4:06 pm.

Present: Rebecca Alberts, John Harris, Chris LaRose, Bob Staley, JP Mereen, Chris Jewell, John Salomone, Lynn Perry and Bryan Hayes. **Absent:** Angy Gardner, Mayor Peter Nystrom, Jason Jones, Rev. Benjamin Green, John Mancini and Stacy Gould. **Other Attendees:** Kevin Brown, Mark Block and Lee Ann D'Ambrosio.

2. Chairwoman Rebecca Alberts called the meeting to order and established a quorum. Previously, the Board members were sent an electronic notice requesting they vote yes or no on the proposed resolutions. A brief discussion took place on the reasons for calling the special Board Meeting.

3. Mr. Mark Block stated that motion to go into Executive Session must be made before any discussion could take place. He also noted that the first 3 Resolutions to be considered are related to CIF grants. The properties are encumbered by private owners and should not affect the vote on the Resolutions pertaining to them. Chairwoman Rebecca Alberts asked for a motion to go into Executive Session.

Chairwoman Rebecca Alberts noted that electronic votes were received from the following Board members not present: Angy Gardner, Mayor Peter Nystrom, Jason Jones, Reverend Benjamin Green, John Mancini and Stacy Gould. All public officials recused themselves from the meeting and/or the voting because of the proposed resolution on the Business Park North Project.

Chairwoman Rebecca Alberts said she would read each of the proposed Resolutions as written to be voted on by the Board.

RESOLUTION 08-22:

Chairwoman Rebecca Alberts read Resolution 08-22 into the record: Be it Resolved, the Board of Directors for the Norwich Community Development Corporation (NCDC) authorizes the President, Kevin Brown, as its representative, and on its behalf, to apply for a grant from the Connecticut Community Investment Fund in a public-private partnership for the purpose of municipal redevelopment at the Norwich Waterfront.

Ms. Alberts asked for a motion to approve Resolution 08-22. All absentee votes were counted.

MOTION #1: Chris Jewell made a motion to approve Resolution 08-22 as read into the record by Chairwoman Rebecca Alberts. JP Mereen seconded the motion and the motion carried unanimously.

RESOLUTION 09-22:

Chairwoman Rebecca Alberts read Resolution 09-22 into the record: Be it Resolved, the Board of Directors for the Norwich Community Development Corporation (NCDC) authorizes the President, Kevin Brown, as its representative, and on its behalf, to apply for a grant from the Connecticut Community Investment Fund for the purpose of demolition and remediation of hazards at the abandoned and unsafe Capehart Mill in order to establish a public greenspace in the Greenville Neighborhood of Norwich.

Ms. Alberts asked for a motion to approve Resolution 09-22. All absentee votes were counted.

MOTION #2: JP Mereen made a motion to approve Resolution 09-22 as read into the record by Chairwoman Rebecca Alberts. Chris Jewell seconded the motion and the motion carried unanimously.

RESOLUTION 10-22:

Chairwoman Rebecca Alberts read Resolution 10-22 into the record: Be it Resolved, the Board of Directors for the Norwich Community Development Corporation (NCDC) authorizes the President, Kevin Brown, as its representative, and on its behalf to apply for a grant from the Connecticut Community Investment Fund for the purpose of supporting the development of road and utility infrastructure to furtherance the Business Park North Project on behalf of the City of Norwich.

Ms. Alberts asked for a motion to approve Resolution 10-22. All absentee votes were counted. It should be noted that Mayor Nystrom and Stacey Gould abstained from voting on this resolution.

MOTION #3: John Salomone made a motion to approve Resolution 10-22 as read into the record by Chairwoman Rebecca Alberts. Chris LaRose seconded the motion and the motion carried unanimously.

4. Mr. Brown said it should be noted that these resolutions are separate from the upcoming zoning issue. Mr. Staley asked if the resolution to proceed with the CIF grant request for the arterial roadway and utilities is not part of and related to the Business Park North Project approval and funding as well as the Canterbury Turnpike rotary. Mr. Brown and Mr. Block confirmed that No it is separate.

RESOLUTION 11-22:

Chairwoman Rebecca Alberts read Resolution 11-22 into the record: Be it Resolved, the Board of Directors for the Norwich Community Development Corporation (NCDC) authorizes the President, Kevin Brown, as its representative, and on its behalf to obtain financing in the amount of \$3,100,000 from Braavos Lending, LLC pursuant to a commitment letter dated November 17, 2022, and to provide Braavos Lending with a first mortgage on Business Park North, together with such other collateral related to the project as may be required by Braavos Lending such as a surety assignment of plans and permits, as may be deemed to be fair and reasonable by the President and legal counsel, all the same as may be necessary to complete the purchase of said property pursuant to the Agreement for the price of \$3,550,000; including the authority to sign all documents necessary and as required to complete said transaction.

Ms. Alberts asked for a motion to enter into Executive Session.

MOTION #4: Bob Staley made a motion to enter into Executive Session. JP Mereen seconded the motion and the motion carried unanimously at 4:20 pm.

Ms. Alberts asked for a motion to exit Executive Session.

MOTION #5: JP Mereen made a motion to exit Executive Session. Chris Jewell seconded the motion and the motion carried unanimously at 4:33 pm. No votes were taken.

Ms. Alberts asked for a motion to approve Resolution 11-22. All absentee votes were counted.

MOTION #6: JP Mereen made a motion to approve Resolution 11-22 as read into the record by Chairwoman Rebecca Alberts. John Salomone seconded the motion and the motion carried unanimously with 2 abstentions – Mayor Nystrom and Stacey Gould. There were no “NO” votes.

RESOLUTION 12-22:

Chairwoman Rebecca Alberts read Resolution 12-22 into the record: Be it Resolved, the Board of Directors of the Norwich Community Development Corporation (NCDC) authorizes the President, Kevin Brown, as its representative, and on its behalf, to notify Byron Brook Country Club, LLC and M&A Holdings, LLC, that NCDC will be exercising its option to purchase the property know as Business Park North, and more particularly described in the Purchase Agreement between NCDC and Byron Brook Country Club, LLC and M&A Holdings, LLC, and to complete the purchase of said property pursuant to the Agreement for the price of \$3,550,000; and including the authority to sign all necessary documents required to complete said transaction.

With no one expressing a request to discuss the motion further, Ms. Alberts for a motion to approve Resolution 12-22. All absentee votes were counted.

MOTION #7: Chris Jewell made a motion to approve Resolution 12-22 as read into the record by Chairwoman Rebecca Alberts. JP Mereen seconded the motion and the motion carried unanimously with 2 abstentions - Mayor Nystrom and Stacey Gould. There were no “No” votes.

5. Mr. Brown asked about next steps. Mr. Block responded that he will get a formal loan agreement with Braavos Lending. Mr. LaRose asked if there were any additional resolutions to be voted on in terms of the loan. Mr. Brown and Mr. Block said no further resolutions were required at this time.

Chairwoman Rebecca Alberts asked for a motion to adjourn the meeting.

MOTION #8: Chris Jewell made a motion to adjourn the meeting. JP Mereen seconded the motion and the motion carried unanimously at 4:36 pm.

Respectfully submitted:

Lee Ann D'Ambrosio
Executive Assistant