



**DETROIT BROWNFIELD REDEVELOPMENT AUTHORITY
REGULAR BOARD OF DIRECTORS MEETING
WEDNESDAY, SEPTEMBER 9, 2020
4:00 PM**

BOARD MEMBERS PRESENT:

Donele Wilkins
John George
Sonya Mays
Amanda Elias
Pamela McClain
Stephanie Washington
Maggie DeSantis
Raymond Scott

BOARD MEMBERS ABSENT:

Juan Gonzalez

OTHERS PRESENT:

Jennifer Kanalos (DEGC/DBRA)
Brian Vosburg (DEGC/DBRA)
Cora Capler (DEGC/DBRA)
Malinda Jensen (DEGC)
Paul Kako (DEGC)
Jean Belanger (DEGC)
Charlotte Fisher (DEGC)
Kenyetta Bridges (DEGC)
Ngozi Nawaesei (Lewis & Munday)
Tim Conder (NorthPoint Development)
Mark LoPatin (LoPatin & Co.)
Matt Gaston (NorthPoint Development)
Jared Belka (Warner Norcross)
Rod Hardamon (URGE)
Benecia Cousin (URGE)
Izegbe N'namdi (N'namdi Holdings)
Jon LoPatin
Jill



**MINUTES OF THE DETROIT BROWNFIELD
REDEVELOPMENT AUTHORITY REGULAR MEETING
WEDNESDAY, SEPTEMBER 9, 2020
HELD VIA ZOOM VIRTUAL MEETING**

CALL TO ORDER

Chair Raymond Scott called the meeting to order at 4:02 PM.

Ms. Kanalos took a roll call of the DBRA Board Members present.

GENERAL

Approval of Minutes:

Mr. Scott called for a motion approving the minutes of August 26, 2020 as presented. The Board took the following action:

Ms. DeSantis made a motion approving the minutes of the August 26, 2020 Board meeting, as presented. Ms. McClain seconded the motion. A roll call vote was conducted with the following result:

Ayes: Ms. DeSantis, Mr. George, Ms. Elias, Ms. McClain, Ms. Wilkins, and Ms. Washington

Nays: None.

Abstentions: Mr. Scott

DBRA Resolution Code 20-09-02-282 was approved.

Ms. Mays joined the meeting at 4:05 pm.

PROJECTS

Osi Art Apartments @ West End Brownfield Redevelopment Plan: Collateral Assignment of TIF Reimbursements

Ms. Capler presented the Osi Art Apartments @ West End Brownfield Redevelopment Plan: Collateral Assignment of TIF Reimbursements to the DBRA Board.

On October 9, 2019, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors recommended approval to City Council of the Brownfield Plan for the Osi Art Apartments @ West End Redevelopment Project (the "Plan"). The City Council public hearing for the Plan was held October 31, 2019 and City Council approved the Plan on November 5, 2019. The Reimbursement Agreement (the "Agreement") between the DBRA and 3820 West End, LLC ("Developer"), was entered into on November 26, 2019.

Since then, the Developer has requested that the DBRA sign-off on the attached Collateral Assignment of TIF Reimbursements ("Assignment"). As a result, the Developer would like to assign the TIF capture from the Plan to the Michigan Strategic Fund as a condition of a loan made to the Developer by the Michigan Strategic Fund.

A copy of the Assignment and a resolution approving the Assignment and its subsequent execution were attached for the DBRA Board's review and approval.

Mr. Scott called for a motion to approve the Osi Art Apartments @ West End Brownfield Redevelopment Plan: Collateral Assignment of TIF Reimbursements, as presented. The Board took the following action:

Mr. George made a motion to approve the Osi Art Apartments @ West End Brownfield Redevelopment Plan: Collateral Assignment of TIF Reimbursements, as presented. Ms. DeSantis seconded the motion. A roll call vote was conducted with the following result:

Ayes: Ms. DeSantis, Mr. George, Ms. Elias, Ms. McClain, Ms. Mays Ms. Wilkins, Mr. Scott and Ms. Washington

Nays: None.

DBRA Resolution Code 20-09-277-04 was approved.

Osi Art Apartments @ West End Brownfield Redevelopment Plan: Assignment of Plans, Specifications, Contracts, Agreements, Reports, Licenses and Permits and Estoppel Certificate

Ms. Capler presented the Osi Art Apartments @ West End Brownfield Redevelopment Plan: Assignment of Plans, Specifications, Contracts, Agreements, Reports, Licenses and Permits and Estoppel Certificate to the DBRA Board.

On October 9, 2019, the Detroit Brownfield Redevelopment Authority (the “DBRA”) Board of Directors recommended approval to City Council of the Brownfield Plan for the Osi Art Apartments @ West End Redevelopment Project (the “Plan”). The City Council public hearing for the Plan was held October 31, 2019 and City Council approved the Plan on November 5, 2019. The Reimbursement Agreement (the “Agreement”) between the DBRA and 3820 West End, LLC (“Developer”), was entered into on November 26, 2019.

Since then, the Developer has requested that the DBRA sign-off on the attached Assignment of Plans, Specifications, Contracts, Agreements, Reports, Licenses and Permits (“Assignment”) and Estoppel Certificate (“Certificate”). As a result, the Developer would like to assign the TIF capture from the Plan to the Detroit Investment Fund, L.P. (“Lender”) as a condition of a loan made to the Developer by the Detroit Investment Fund, L.P.

A copy of the Assignment and a resolution approving the Assignment and Certificate and their subsequent execution were attached for the DBRA Board’s review and approval.

Ms. DeSantis asked if the DBRA is being asked to approve the assignment of not just the TIF reimbursements but other aspects of the project as well. Ms. Nwaesei stated that the DBRA’s action is only to consent to the assignment of the TIF reimbursements under the Agreement to the Lender and that the Lender will then grant a license to the Developer to complete the project and should there be a default by the Developer TIF reimbursements would then be directed to the Lender and that the Certificate is stating that the Developer is in compliance with the Agreement at this point in time.

Ms. DeSantis asked if the Developer can assign the TIF reimbursements to two separate entities at one time. Ms. Nwaesei stated that the DBRA has approved multiple assignments for a single project in the past and that there is likely an Inter-Creditor Agreement between the MSF and the Lender for the project. Mr. Hardamon added that the MSF is providing a loan through the Community Revitalization Program and such loan will not be made until the Certificate of Occupancy for the project is issued by the City of Detroit and the Lender is providing a bridge loan to the Developer for the project to cover expenses for the construction of the project and that there is an Inter-Creditor Agreement with all four lenders involved in the project.

Mr. Scott called for a motion to approve the Osi Art Apartments @ West End Brownfield Redevelopment Plan: Assignment of Plans, Specifications, Contracts, Agreements, Reports, Licenses and Permits and Estoppel Certificate, as presented. The Board took the following action:

Ms. McClain made a motion to approve the Osi Art Apartments @ West End Brownfield Redevelopment Plan: Assignment of Plans, Specifications, Contracts, Agreements, Reports, Licenses and Permits and Estoppel Certificate, as presented. Mr. George seconded the motion. A roll call vote was conducted with the following result:

Ayes: Ms. DeSantis, Mr. George, Ms. Elias, Ms. McClain, Ms. Mays Ms. Wilkins, Mr. Scott and Ms. Washington
Nays: None.

DBRA Resolution Code 20-09-277-05 was approved.

Former Cadillac Stamping Plant Redevelopment Project at 9501 Conner Street Brownfield Plan

Mr. Vosburg presented the Former Cadillac Stamping Plant Redevelopment Project at 9501 Conner Street Brownfield Plan to the DBRA Board.

Project Introduction

Northpoint Development is the project developer (the “Developer”) for the Plan. The 9501 Conner Street parcel is the site of the former Cadillac Stamping Plant that was closed in 1986 and later used by a machine shop. The factory became abandoned in 2015 and a former owner began salvaging metals from the building. The project entails the preparation of the Property for the construction of an approximately 682,000 square foot industrial multi-tenant facility.

The total investment is estimated to be \$47.9 million. The Developer is requesting \$18,425,523.00 in TIF reimbursement however, only current projections estimate approximately \$17,573,740 will be captured and reimbursed to the Developer over the life of the Plan.

There will be approximately 100 temporary construction jobs and 450 FTE jobs.

Property Subject to the Plan

The eligible property (the “Property”) consists of 9501 Conner Street and 10600, 10640, 10644 (partial), and 10648 (partial) Gratiot Avenue, and consist of three full parcels and part of two other parcels containing approximately 44.768 acres of land located between Conner Street, Gratiot Avenue, Devine Street and Corbett Avenue.

Basis of Eligibility

The Property is considered “eligible property” as defined by Act 381, Section 2 because (a) was previously utilized for an industrial, commercial or residential purpose; (b) is located within the City of Detroit, a qualified local governmental unit; and (c) was determined to be a “facility” as defined by Act 381. The remaining parcels are adjacent or contiguous to the eligible parcels.

Eligible Activities and Projected Costs

The “eligible activities” that are intended to be carried out at the Property are considered “eligible activities” as defined by Sec 2 of Act 381, because they include department specific activities, demolition, lead and asbestos abatement, site preparation, infrastructure improvements, and the development and preparation of a brownfield plan and work plan. The eligible activities and budgeted costs are intended as part of the development of the Property and will be financed solely by the Developer. The Authority is not responsible for any costs of eligible activities and will incur no debt. The eligible activities are estimated to commence within 18 months of approval of the Plan and be completed within 3 years.

Tax Increment Financing (TIF) Capture

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the DBRA and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the DBRA.

COSTS TO BE REIMBURSED WITH TIF

1. BEA Activities	\$225,000.00
2. Department Specific Activities	\$8,500,000.00
3. Demolition & Abatement	\$5,271,107.00
4. Site Preparation	\$1,000,000.00
5. Infrastructure Improvements	\$1,000,000.00
6. Brownfield Plan & Work Plan Preparation	\$15,000.00

7. Brownfield Plan & Work Plan Implementation	\$15,000.00
8. Contingency (15%)	\$2,399,416.00
Total Reimbursement to Developer	\$18,425,523.00
9. Authority Administrative Costs	\$3,280,938.00
10. State Brownfield Redevelopment Fund	\$1,018,245.00
11. Local Brownfield Revolving Fund	\$0.00
TOTAL Estimated Costs	\$22,724,706.00

The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the DBRA from the Property shall be governed by the terms of the Reimbursement Agreement.

Other Incentives

The Developer is seeking additional incentives, which will include local and/or state approval of an Industrial Facilities Exemption Abatement (PA 198).

Attached for the DBRA Board's review and approval was a resolution authorizing the Former Cadillac Stamping Plant Redevelopment Project at 9501 Conner Street Project Detroit Brownfield Plan for submittal to the Community Advisory Committee for consideration and comment within 30 days of their receipt of the proposed Plan. In addition, it authorizes the President of the Detroit Economic Growth Corporation or any person designated by him, as a representative of the DBRA, to conduct a public hearing in the area to which the Proposed Plan applies within the next 30 days. This public hearing may be held jointly with any public hearing conducted by the Community Advisory Committee.

Mr. Conder provided additional information on the Developer and the project including the Developer's prior experience with constructing industrial facilities across the U.S., the design for the project including the staging areas for trucks and the buffer areas around the Property.

Mr. George asked who the occupant will be for the new facility. Mr. Conder stated that the future occupant(s) have not yet been identified but the Developer is targeting automotive suppliers for the new facility.

Mr. George asked what the anticipated timeline is for completion of the project. Mr. Conder stated that the project will take at least 12 months to complete with approximately six months for demolition and abatement and approximately six months for construction.

Ms. DeSantis asked how the community responded to the project at the community meeting held the week prior. Mr. Conder stated that the community meeting went well and there were questions regarding the potential future tenants of the new facility and the biggest concern was how the increased traffic will affect the nearby residential areas and that the increased traffic will be addressed by allowing truck traffic in defined areas of the Property and that trucks will be between the Property and the freeways and that the Developer has applied for grant funds from the State of Michigan to provide improvements to Devine Street.

Ms. DeSantis asked if the community had questions regarding the jobs to be created by the project Mr. Conder stated that the community did have questions regarding the jobs to be created by the project and that the jobs will be industrial jobs and will be divided between skilled and non-skilled, professional and non-professional jobs that will be available. Ms. Bridges added that the Developer has been working with Detroit at Work for the hiring of Detroit residents for the future jobs that will be available.

Ms. DeSantis asked what the capital stack looks like for the project. Mr. Conder stated that the Developer will close on the transaction for the Property with cash and there will be a construction loan and other financing once the project is completed.

Ms. DeSantis asked if the project will have any impact on the Conner Creek Greenway and what the plans are for greenspace around the Property. Mr. Conder stated that the plans for the Property include dry detention ponds on three sides of the new facility as a buffer and added greenspace.

Ms. Wilkins stated that because of the intended nature of the future use for the Property doesn't raise significant concerns for air, water, or land pollution at this point and she would need more information on the future operations and asked if there is a potential for the project to include smaller manufacturing operations, such as the assembly of solar panels, within the large footprint of the new facility. Mr. Conder stated that there is a potential to include smaller manufacturing operations as long as it is not a heavy manufacturing use.

Ms. Belanger stated that the Developer will remain the owner of the Property and will not be selling the Property to another entity once the project is completed.

Ms. DeSantis suggested that the Developer get in touch with the Eastside Community Network to work with them on community engagement and plans for the project and also suggested that the notice for the local public hearing be sent to the Eastside Community Network who can also assist with noticing other community groups in the area surrounding the Property.

Ms. McClain called for the question.

Mr. Scott called for a motion to authorize a public hearing for the Former Cadillac Stamping Plant Redevelopment Project at 9501 Conner Street Brownfield Plan and its referral to the CAC, as presented. The Board took the following action:

Ms. McClain made a motion to authorize a public hearing for the Former Cadillac Stamping Plant Redevelopment Project at 9501 Conner Street Brownfield Plan and its referral to the CAC, as presented. Ms. DeSantis seconded the motion. A roll call vote was conducted with the following result:

Ayes: Ms. DeSantis, Mr. George, Ms. Elias, Ms. McClain, Ms. Mays Ms. Wilkins, Mr. Scott and Ms. Washington

Nays: None

DBRA Resolution Code 20-09-292-01 was approved.

ADMINISTRATIVE

None.

OTHER

None.

PUBLIC COMMENT

None.

ADJOURNMENT

Citing no further business, Mr. Scott called for a motion to adjourn the meeting.

On a motion by Mr. George, seconded by Ms. McClain the meeting was unanimously adjourned at 4:43 PM.



CODE DBRA 20-09-02-282

APPROVAL OF MINUTES AUGUST 26, 2020

RESOLVED, that the minutes of the regular meeting of August 26, 2020 are hereby approved and all actions taken by the Directors present at such meeting, as set forth in such minutes, are hereby in all respects ratified and approved as actions of the Detroit Brownfield Redevelopment Authority.

September 9, 2020



CODE DBRA 20-09-277-04

OSI ART APARTMENTS @ WEST END BROWNFIELD REDEVELOPMENT PLAN: COLLATERAL ASSIGNMENT OF TIF REIMBURSEMENTS

WHEREAS, on October 9, 2019, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors adopted a resolution recommending approval by the Detroit City Council of the Brownfield Plan (the "Plan") for a project captioned Osi Art Apartments @ West End Redevelopment (the "Project"); and

WHEREAS, on November 5, 2019, the Detroit City Council approved the Plan; and

WHEREAS, on November 26, 2019 the Reimbursement Agreement (the "Agreement") was made and entered into by and between 3820 West End, LLC and the DBRA; and

WHEREAS, a Collateral Assignment of TIF Reimbursements (the "Assignment") between 3820 West End, LLC and the Michigan Strategic Fund has been drafted and approved as to form by DBRA legal counsel; and

WHEREAS, the Assignment needs to be executed by 3820 West End, LLC and the Michigan Strategic Fund with acknowledgement and approval by DBRA; and

WHEREAS, the DBRA Board of Directors desire to approve the substantial form of the Assignment and authorize its execution and delivery on behalf of the DBRA.

NOW THEREFORE BE IT RESOLVED, by the DBRA Board of Directors as follows:

1. The Assignment, substantially the form attached to this Resolution as Exhibit A, is hereby approved, with such necessary or desirable modifications, additions, deletions or revisions as are approved by DBRA legal counsel and the Officers or Designated Agents of the DBRA executing the Assignment.
2. Any two (2) Officers or Designated Authorized Agents or any one (1) Officer and one (1) Designated Authorized Agent of the DBRA is hereby authorized and directed to execute and deliver the Assignment.
3. All resolutions or parts of resolutions or other proceedings in conflict herewith shall be repealed insofar as such conflict arises.
4. This Resolution shall take effect immediately upon its adoption.

BE IT FINALLY RESOLVED that all of the acts and transactions of any officer or authorized agent of the DBRA, in the name of and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

September 9, 2020



CODE DBRA 20-09-277-05

OSI ART APARTMENTS @ WEST END BROWNFIELD REDEVELOPMENT PLAN: ASSIGNMENT OF PLANS, SPECIFICATIONS, CONTRACTS, AGREEMENTS, REPORTS, LICENSES AND PERMITS AND ESTOPPEL CERTIFICATE

WHEREAS, on October 9, 2019, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors adopted a resolution recommending approval by the Detroit City Council of the Brownfield Plan (the "Plan") for a project captioned Osi Art Apartments @ West End Redevelopment (the "Project"); and

WHEREAS, on November 5, 2019, the Detroit City Council approved the Plan; and

WHEREAS, on November 26, 2019 the Reimbursement Agreement (the "Agreement") was made and entered into by and between 3820 West End, LLC and the DBRA; and

WHEREAS, a Assignment of Plans, Specifications, Contracts, Agreements, Reports, Licenses and Permits (the "Assignment") and the Estoppel Certificate ("Certificate") between 3820 West End, LLC and the Detroit Investment Fund, L.P. has been drafted and approved as to form by DBRA legal counsel; and

WHEREAS, the Assignment needs to be executed by 3820 West End, LLC and the Detroit Investment Fund, L.P. with acknowledgement and approval by DBRA; and

WHEREAS, the DBRA Board of Directors desire to approve the substantial form of the Assignment and authorize its execution and delivery on behalf of the DBRA.

NOW THEREFORE BE IT RESOLVED, by the DBRA Board of Directors as follows:

1. The Assignment, substantially the form attached to this Resolution as Exhibit A, is hereby approved, with such necessary or desirable modifications, additions, deletions or revisions as are approved by DBRA legal counsel and the Officers or Designated Agents of the DBRA executing the Assignment.
2. Any two (2) Officers or Designated Authorized Agents or any one (1) Officer and one (1) Designated Authorized Agent of the DBRA is hereby authorized and directed to execute and deliver the Assignment.
3. All resolutions or parts of resolutions or other proceedings in conflict herewith shall be repealed insofar as such conflict arises.
4. This Resolution shall take effect immediately upon its adoption.

BE IT FINALLY RESOLVED that all of the acts and transactions of any officer or authorized agent of the DBRA, in the name of and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.
September 9, 2020



CODE DBRA 20-09-292-01

**FORMER CADILLAC STAMPING PLANT REDEVELOPMENT PROJECT AT 9501 CONNER STREET
BROWNFIELD REDEVELOPMENT PLAN – TRANSMITTAL OF BROWNFIELD PLAN TO THE
COMMUNITY ADVISORY COMMITTEE**

WHEREAS, pursuant to 381 PA 1996 (“Act 381”), the City of Detroit Brownfield Redevelopment Authority (the “DBRA”) has been established by resolution of the City Council of the City of Detroit (the “City”) for the purpose of promoting the revitalization of environmentally distressed areas in the City; and

WHEREAS, under Act 381 the DBRA is authorized to develop and propose for adoption by City Council a brownfield plan for one or more parcels of eligible property; and

WHEREAS, under the resolution establishing the DBRA and the bylaws of the DBRA requires the DBRA, prior to the approval of a brownfield plan, submit the proposed brownfield plan to the Community Advisory Committee for consideration and comment and solicit comments by publication of notice that the proposed brownfield plan has been submitted to the Community Advisory Committee and by conducting a public hearing in the area to which the proposed Plan applies.

NOW, THEREFORE, BE IT RESOLVED:

1. The City of Detroit Brownfield Redevelopment Authority acknowledges receipt of the proposed **Former Cadillac Stamping Plant Redevelopment Project at 9501 Conner Street Brownfield Redevelopment Plan** (the “Proposed Plan”) and authorizes and directs the Chairperson to cause the Proposed Plan to be transmitted to the Community Advisory Committee for consideration and comment within 30 days of their receipt of the Proposed Plan.

2. The President of the Detroit Economic Growth Corporation or any person designated by him, as a representative of the DBRA, shall conduct a public hearing in the area to which the Proposed Plan applies within the next 30 days. This public hearing may be held jointly with any public hearing conducted by the Community Advisory Committee.

3. The Chairperson is authorized and directed to cause there to be published notice that the Proposed Plan has been submitted to the Community Advisory Committee and of the public hearing to be held pursuant to this resolution.

BE IT FINALLY RESOLVED, that all of the acts and transactions of any Officer or Authorized Agent of the DBRA in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolution except that such acts were taken prior to execution of these resolution, are hereby in all respects confirmed, approved and ratified.

September 9, 2020