

CITY OF FRANKLIN
COMMITTEE OF THE WHOLE MEETING*
MONDAY, FEBRUARY 1, 2016, 6:30 P.M.
COMMON COUNCIL CHAMBERS, FRANKLIN CITY HALL
9229 W. LOOMIS ROAD, FRANKLIN, WISCONSIN
AGENDA**

- I. Call to Order and Roll Call.
- II. Memorandum of Understanding Regarding Ballpark Commons, a Proposed Mixed-Use Development (to be Located at and in the Vicinity of The Rock Sports Complex and Southwest of the Intersection of West Rawson Avenue and Old Loomis Road) (Zimmerman Ventures, LLC, Developer).
- III. Adjournment.

*Notice is given that a majority of the Plan Commission may attend this meeting to gather information about an agenda item over which the Plan Commission has decision-making responsibility. This may constitute a meeting of the Plan Commission, per State ex rel. Badke v. Greendale Village Board, even though the Plan Commission will not take formal action at this meeting.

**Supporting documentation and details of these agenda items are available at City Hall during normal business hours. [Note: Upon reasonable notice, efforts will be made to accommodate the needs of disabled individuals through appropriate aids and services. For additional information, contact the City Clerk's office at (414) 425-7500.]

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<p style="text-align: center;">APPROVAL</p> <p><i>Slw</i></p>	<p style="text-align: center;">COMMITTEE OF THE WHOLE</p>	<p style="text-align: center;">MEETING DATE</p> <p style="text-align: center;">2/1/16</p>
	<p style="text-align: center;">MEMORANDUM OF UNDERSTANDING REGARDING BALLPARK COMMONS, A PROPOSED MIXED-USE DEVELOPMENT (TO BE LOCATED AT AND IN THE VICINITY OF THE ROCK SPORTS COMPLEX AND SOUTHWEST OF THE INTERSECTION OF W. RAWSON AVENUE AND OLD LOOMIS ROAD) (ZIMMERMAN VENTURES, LLC, Developer)</p>	<p style="text-align: center;">ITEM NUMBER</p> <p style="text-align: center;"><i>II.</i></p>
<p>The memorandum of understanding (MOU) with the City of Franklin, Wisconsin (City) is sought by Zimmerman Ventures, LLC as the development team moves forward with plans for Ballpark Commons, a proposed mixed-use development located at and in the vicinity of The Rock Sports Complex and southwest of the intersection of W. Rawson Avenue and Old Loomis Road. The MOU outlines the intentions of the Developer (as presented and discussed at the Special Meeting of the Common Council on January 11, 2016) and seeks to formalize a “good faith” agreement between the Developer and the City to “...advance the design of the project and related infrastructure and to analyze its economic feasibility and the need for (and appropriate terms of) a public/private partnership in the form of a tax incremental financing district to make it a reality.”</p> <p>The MOU does <u>NOT</u> commit the City to any zoning, planning, or use approvals, nor does it commit the City to creating a Tax Increment Finance District (TID) or otherwise offering financial incentives for the project. Rather, the MOU outlines next steps and responsibilities for the Developer and City in further exploring the appropriateness and viability of the project.</p> <p>The MOU commits the <u>Developer</u> to finalize plans; seek approvals; engage the residential and business communities, Milwaukee County and the Wisconsin Department of Natural Resources; contract a market feasibility study and provide details for the City’s review of the development and need and appropriateness of a TID; negotiate a payment-in-lieu-of-taxes (PILOT) agreement to compensate the City for providing services to portions of the proposed development on tax exempt land owned by Milwaukee County; and explore grants and other funding sources for the proposed development.</p> <p>The MOU commits the <u>City</u> to assist the Developer in seeking necessary zoning, planning and use approvals and to jointly investigate necessary infrastructure work to support the project and partnership opportunities to complete such work. It should be noted that this type of assistance and investigation is rather routine for City staff and is offered for all projects proposed in Franklin, though recommendations and outcomes may be individualized based on the details and scope of a particular project. Additionally, the MOU commits the City to engage a financial consultant to assist in reviewing the Developer’s market feasibility study, evaluating the need for (and appropriateness of) a TID, and to initiate the process to create a TID, as determined necessary. The Common Council would then have the opportunity to review the TID analysis, before determining whether to take action to actually create the TID.</p> <p>Finally, the MOU asks that the City staff and the Developer establish a weekly meeting schedule to advise of progress and to coordinate efforts.</p> <p>The MOU leaves open the opportunity for the City and Developer to revisit the document for updates and amendments as the project moves forward.</p> <p>A representative of Zimmerman Ventures, LLC will be in attendance at the Committee of the Whole (2/1/16) and Common Council (2/2/16) meetings.</p>		

COUNCIL ACTION REQUESTED

A motion to approve signing the attached MOU with Zimmerman Ventures, LLC regarding Ballpark Commons, a proposed mixed-use development (located at and in the vicinity of The Rock Sports Complex and southwest of the intersection of W. Rawson Avenue and Old Loomis Road).

Economic Development: AMH

January 28, 2016

Zimmerman Ventures

Headquarters:

510 W. Kilbourn Avenue
Milwaukee, Wisconsin 53203

www.zimmventures.com

Common Council
City of Franklin
9929 W. Loomis Road
Franklin, WI 53132

Re: Memorandum of Understanding Between The City of Franklin Wisconsin (the "City") and Zimmerman Ventures, LLC ("Developer").

Dear Common Council Members:

We are pleased to present for your review and signature this Memorandum of Understanding (this "MOU") with regard to a mixed-use development, in the context of a public/private partnership, and in collaboration with the City of Franklin, Milwaukee County, and The Rock Sports Complex (the "Rock"). We are proposing a development called "Ballpark Commons" that is currently planned to include:

1. An outdoor baseball stadium with approximately 2,500 hard seats and a capacity to accommodate a total of approximately 4,000 spectators. The stadium will be home to a minor league professional baseball team affiliated with the American Association of Professional Baseball. It will also be the home field for the University of Wisconsin-Milwaukee baseball team. The facility will also be able to host baseball tournaments and other community events.
2. An indoor, year-round sports complex that will feature four little league-sized baseball fields, along with retail and restaurant spaces. The building could also accommodate other sports, including soccer and lacrosse.
3. One or two hotels accommodating up to 220 rooms.
4. Multiple restaurants.
5. Depending on market demand, office, possibly including a purpose-built co-working facility, retail and mixed-use buildings facing Rawson Avenue, each no more than three stories in height, with the possibility of up to 70 luxury apartments on upper levels.

6. A luxury apartment community featuring 200 or more units. The apartment community would include two story buildings adjacent to the existing residential neighborhoods to the west, with three story buildings to the east, closer to Loomis Road.

To move Ballpark Commons forward in order to meet certain deadlines, including the acquisition of an American Association membership license for the 2017 playing season, Developer and City agree to work together in good faith to advance the design of the project and related infrastructure and to analyze its economic feasibility and the need for (and appropriate terms of) a public/private partnership in the form of a tax incremental financing district to make it a reality.

In particular, the Developer will:

- A. Engage architects, engineers, and other professionals to work with City staff and consultants and finalize plans for the development and related infrastructure;
- B. Apply to rezone the properties to PDD, revise the City's Comprehensive Master Plan, obtain a new special use permit for the stadium, etc.;
- C. Maintain ongoing engagement with City residential and business communities through continued outreach, including public information meetings;
- D. Engage Milwaukee County regarding its participation in the development, including the extension of the Oak Leaf Trail to and through the development, and coordinate the development with the replacement of the existing methane containment system;
- E. Engage the Wisconsin Department of Natural Resources in reviewing and approving all aspects of the development as necessary;
- F. Contract a market feasibility study for the development and provide details to City staff and the City's financial consultant for their review of the economic feasibility of the development and the need for (and appropriate terms of) a public/private partnership in the form of a tax incremental financing district ("TID"); and
- G. Work with City staff to negotiate a payment-in-lieu-of-taxes ("PILOT") agreement for those portions of the development that are exempt from property taxes because they are located on land owned by Milwaukee County.
- H. Explore possible grants and other funding sources with the State of Wisconsin and others to cover a portion of the costs of the proposed development.

The City will:

- A. Direct City staff and consultants to work with Developer to finalize plans, and with regard to Developer's applications to rezone the properties, revise the City's Comprehensive Master Plan, and seek a special use permit(s) as necessary for the proposed development;
- B. Engage and direct a financial consultant to work with the City and Developer to evaluate the economic feasibility of the development and the need for (and appropriate terms of) a public/private partnership in the form of a TID; and
- C. As may be determined reasonable and necessary by the City upon its review of a completed economic feasibility study, initiate and pursue the process to create a TID, commencing with creation of a project plan, followed by public hearings and other required procedures.

The Developer and the City will jointly investigate infrastructure investment necessary to support the project and a possible joint venture or other form of partnership to undertake such work.

From time to time and upon request by Developer or City, and approval by Developer and the Franklin Common Council, City and Developer will update and amend this MOU.

Developer and City will work together in good faith to pursue completion of the above activities as soon as reasonably possible. Understanding that time is of the essence, the parties (the City represented by staff) will establish a weekly meeting schedule to keep each other advised of progress and to coordinate their efforts. Each party's obligations are dependent upon the other party's performance of its obligations.

By signing below, the parties agree to the terms of this Memorandum of Understanding:

[Signature page to follow]

ZIMMERMAN VENTURES, LLC

Michael Zimmerman
CEO

CITY OF FRANKLIN:

MAYOR OF THE
CITY OF FRANKLIN

CLERK OF THE
CITY OF FRANKLIN

ATTORNEY OF THE
CITY OF FRANKLIN

DIRECTOR OF FINANCE & TREASURER