

**Minutes of a regular City Council meeting held on February 3, 2010, at 1:30 p.m., in the City of Apopka Council Chambers.**

**PRESENT:** Mayor John H. Land  
Commissioner Bill Arrowsmith  
Commissioner Billie Dean  
Commissioner Marilyn U. McQueen  
Commissioner Kathy S. Till

**PRESS PRESENT:** John Peery - Apopka Chief

**INVOCATION AND PLEDGE OF ALLEGIANCE** - Mayor Land called the meeting to order and gave the Invocation. He said later this month we celebrate Presidents' Day, honoring and remembering those Presidents that have served our Nation from George Washington to Barack Obama. He asked everyone to remember them and to reflect on their great service to our Nation, as he led in the Pledge of Allegiance.

**CONSENT AGENDA**

1. Approve the minutes from the regular City Council Meeting held on January 20, 2010, at 8:00 p.m.
2. Authorize the use of Kit Land Nelson Park and the provision of support services for the 49th annual Art & Foliage Festival.
3. Authorize the purchase and installation of a 85hp Flygt pump for the South Bradshaw Road sanitary sewer pumping station, in the amount of \$54,871.62, by Michigan Street Pump and Motor.
4. Approve the transfer of excess vacation leave to sick leave balance, per City policy.
5. Authorize the renewal of the Lease Agreement with Dr. Charles Dorfman, office located at 405 S. Park Avenue, for an additional one year, and execution of all associated documents.
6. Approve the Disbursement Report for the month of January 2010.

**Motion was made by Commissioner Till, and seconded by Commissioner McQueen to approve the six (6) items on the Consent Agenda. Motion carried unanimously, with Mayor Land and Commissioners Arrowsmith, Dean, McQueen, and Till voting aye.**

**PRESENTATIONS**

1. **Jose Rodriguez- Police/Field Services - 5 Year Service Award** - Jose was not present and will be presented with his award at a later time.
2. **Olivia Ferguson - Administrative Services/Purchasing - 20 Year Service Award** - Olivia began working for the City of Apopka on January 4, 1990, working in the Police Department as a Public Service Officer. She was promoted to Record Clerk / Data Processing Operator on December 12, 1990. On February 2, 1994, she was transferred to Finance Department and her title changed to

Inventory / Purchasing Clerk. Olivia's title changed on December 10, 1999, to Purchasing and Supply Specialist. She was reclassified on October 6, 2002, to Purchasing Coordinator. Olivia had another title change on November 3, 2004, to Purchasing Supervisor, which is her current position. The City Commissioners joined Mayor Land in congratulating Olivia on her service award.

**3. Gail Anderson - Community Development/Building - 25 Year Service Award** - Gail started working for the City of Apopka on January 2, 1985, as a Permit Clerk in the Building Department. She was reclassified on October 1, 1987, to Secretary I. Her title changed to Permit Specialist on June 21, 1994. She was reclassified to Secretary III on March 22, 1999, which is her current position. The City Commissioners joined Mayor Land in congratulating Gail on her service award.

**4. Boy Scouts of America Proclamation - Celebrating 100<sup>th</sup> Anniversary of Scouting** - Mayor Land read the proclamation and presented it to District Executive Antoine LaFontant, Rolling Hills District, Boy Scouts of America. Mr. LaFontant explained that the Boy Scout's latest project is to collect money to fund building two (2) schools in Kenya. He said the banks, in the shape of little cardboard houses, were distributed to each Council Member. Mr. LaFontant thanked the Apopka community for the tremendous support of Boy Scouting.

**5. Professional Service and Option Agreement - Pizzuti and SPPRE** - CAO Anderson said staff has been working on the Downtown project for quite a while now, and our Consultant, Stainbeck Public / Private Real Estate (SPPRE), Will Reed, is present. He said the City issued a Request For Proposal (RFP) for companies that were interested in developing the Downtown project, and have narrowed the search down to one, which is Pizzuti. He added that the task today is to go over the professional services and option agreement, the contract that will further the City's Downtown and Town Center projects, further enhancing our Town Center and our economic development in the City. He introduced the two representatives that will be giving a presentation, Will Reed with SPPRE who will give a little bit of insight on what we have done up to this point; and Tom Harmer, Vice President of Pizzuti, will give an overview of Pizzuti, the company, and what they do. Then at the next Council meeting, we will be able to give more in depth information on how they would like to go about pursuing this project and what the next steps will be.

Mr. Will Reed, President of Stainbeck Public / Private Real Estate, 1817 Gillet Street, Houston , Texas, said of the three developers, the Pizzuti Companies were chosen from the RFP. They are a local developer and have exposure all along the East Coast. Information from the discussions with Pizzuti have looked at a much larger area than just the Town Center, a developer suggestion, and includes looking further to the west to the existing downtown and the proposed transportation improvements with light rail potential, and looking at how the Downtown can complement and connect to the Town Center. He said we see sustainable design, transportation, and also looking at where we are today in this market versus where we were last year or even 18 months ago. The market has changed significantly and as a part of the proposed agreement with Pizzuti, we will be revisiting some of the traditional market segments, looking again at updating the retail, residential and office components of the project, but also looking at what other segments are currently moving, such as healthcare and higher education. It will be a developer initiated market study to look at these

factors in context of an overall plan for the entire area, and also work to develop a concept master plan that starts to identify major improvements to the project area and what use types have near-term implementation. This will help complete some of the existing conditions analysis for the project and start to reach out to the community with Pizzuti as master developer to identify the needs and objectives of the citizens, taking into context what improvements need to be made to really position a Phase 1 development for implementation.

Mr. Reed said the agreement will enter the City and Pizzuti into those services. He said the scope is still being defined, but a safeguard has been included for the City so that as Pizzuti undertakes its responsibilities with respect to market analysis and a review of existing conditions, that a concept master plan will be prepared for the entire project area and it will be submitted to the City Council for approval; then the determination of the next steps and any additional studies that may need to be completed to help position that Phase 1 project for implementation. He said SPPRE believes the project is on the right track and given the state of the current markets, it is looked at from the context of the much larger project area, which will start to achieve longer-term benefits for the entire City.

Mr. Tom Harmer, Vice President of Pizzuti Companies, 300 S Orange Avenue, Suite 1500, Orlando Florida, said he has been working with the City over the past nine (9) months or so, sorting through the scope of work and the relationship, and looking long term on how Pizzuti can partner with the City as the development partner to help develop those projects that are important to the City, and also to take a broader look at the downtown overall. He said they believe there is a much broader opportunity when you look to the west and look to the light rail and the multi-modal opportunities, and then you look to the center of the downtown with the civic anchors and the City Hall, and then you look at the Town Center. He said Pizzuti thinks all of that needs to be considered in the context to look at how we revise the plan to come up with a broader plan and bring it to market the right way, and how we identify those catalyst projects to do that.

Mr. Harmer gave an overview of the Pizzuti Companies, a family-owned company, with corporate offices in Columbus, Ohio; Chicago, Illinois; Orlando, Florida; and a project office in Atlanta, Georgia. Pizzuti is a full service development firm, providing the full range of services from property acquisition, to design, to overseeing development and construction, to leasing, and to property management. Having been in the Florida market for 20+ years, some project examples include the Heathrow project, and Pizzuti has been selected as a development partner with the State of Florida in a very long-term arrangement to develop a mixed-use office and research park on Federal property, which is in partnership with NASA and the Kennedy Space Center, known as "Exploration Park". He gave further examples of current projects in Florida.

Mr. Harmer said Pizzuti is very excited at the opportunity to partner with the City of Apopka, and to get started.

CAO Anderson said the City Attorney has reviewed and approved the agreement. He said the basics are a professional services and option agreement, partnering with Pizzuti to proceed. It has a 'not exceed price' for the first phase of \$250,000.00. It lists the consultants that Pizzuti would like to engage to look at various components as they go forward. This is not a construction document, but basically the planning document that puts together the plan that the City will want to go forward with. The partnership will be with Pizzuti. At the end, when everything is completed, the City will

be reimbursed 50% of the cost of this phase as we move forward to the actual construction of the project from Pizzuti.

CAO Anderson said it has taken time as staff, SPPRE and Pizzuti have tried to work through the economic times that we have right now. Those are the toughest things faced with right now, that is what we have been going back and forth with Pizzuti; timing is everything right now. We are trying to figure out now how the market has changed, what we have, we have received a couple of bites from healthcare and education facilities, interest from them for the Town Center. We want to get our developer on board so they can start engaging those people, determine who is for real, what they want to put up and how that fits in the overall concept plan. As we start through this, that is when we will start the public engagement as we discussed before. Pizzuti, as well as SPPRE, will meet with the public, talk once again about what we have. We will see more of Pizzuti's ideas since finally we have a developer component in here that we have never had up to this point. We have someone that knows what the market is like, knows what it is going to take to make it work, and then we can discuss the partnerships as we get into that, whether we are leasing land, selling properties, all those other things.

CAO Anderson added that this is the first step in solidifying where we need to go forward to have something concrete, something tangible that we can all look at and start looking at what we all have been excited about looking at for a long time, that is looking at the actual physical plans, and how they envision this development proceeding.

He said the first phase of the contract is for \$250,000.00, and in the exhibits Pizzuti has identified some contractors they feel comfortable with, that they would like to use. This has nothing to do with the construction, or any of that at this point. That will all come to the City Council at a later date. These are just contractors that Pizzuti has used in the past and would like to continue to use. They have confidence in them, and the product they provide.

The following were some of the questions and answers discussed during the meeting:

Commissioner Dean inquired about the sub-contractors.

CAO Anderson said that Pizzuti has their own contractors, talking about planning, marketing, demographics people that they have confidence and experience working with. Additionally, it has been quite a while since the City performed the market studies, so Pizzuti will want to update those and it doesn't appear to be an unreasonable request to want to use companies they have confidence in and have used before since they are now going to be "on the hook" for making this thing work. It is strictly on a consulting basis, as no ground is being broken.

Commissioner Arrowsmith asked if the \$250,000.00 includes Pizzuti, or in addition to Pizzuti?

CAO Anderson replied that the City is paying up to \$250,000.00 through Phase I, being billed through that phase. He added that the way the contract reads, if at the end, everything works out the way we both think it will, Pizzuti will reimburse the City 50% of those costs.

Commissioner Arrowsmith asked if the \$42,000.00 designated to Pizzuti is coming off of the \$250,000.00?

CAO Anderson replied yes. He said Task 3 is not included in the \$250,000.00, but staff wanted to break it down and start this first phase. He added that during that time, Pizzuti can get a comfort level with us and we will have a comfort level with them, and then we can come back and talk about the Phase 3 portion of it.

Commissioner Till inquired about the contractors outlined in the contract, and who will be paying those contractors?

CAO Anderson said the sub-contractors payment will be coming out of the \$250,000.00, being paid by Pizzuti.

Commissioner McQueen inquired if each task would be coming back before the City Council?

CAO Anderson indicated it was chosen to do it that way rather than come up with one big contract. He said it will come back to the City Council for subsequent approvals.

Will Reed, SPPRE, said the first phase of this agreement is going to be on a 'stand alone' basis which will be a strong asset for the City. This planning exercise, looking at the Downtown to Town Center connectivity. The team members Pizzuti has chosen to be a part of this project are also those team members that will be at the table for the Phase 1 implementation. Once we complete this larger concept Master Plan, and Pizzuti has an opportunity to identify that first phase development, the same contractors being at the table will be an advantage.

Commissioner Till asked if the sub-contractors listed, will the City Council also be approving those sub-contractors upon approval of the contract?

Tom Harmer explained that Pizzuti put together the team last year and feel very comfortable that this is the right team for the overall project and will include part of the team going into the implementation phase. He added that this agreement will be with Pizzuti, and Pizzuti will have agreements with those consultants. Pizzuti will be entering into those agreements with the sub-contractors upon execution of the agreement with the City, at which time the sub-contractors will become formally a part of the team.

Commissioner Till pointed out the section, Scope of Services of the contract, under Crossman and Company, the last sentence reads, "Pizzuti will also receive additional demographic and marketing information from a third party vendor." Who is the third party vendor?

Tom Harmer replied that Pizzuti has not identified those yet. Just getting the general market information updated, we will use one of the services as the base information before going out to the market consultants and work with Crossman and Pizzuti's own internal market people to build upon that, to look at the particular sights, to look at the potential tenants, timing, and all those things. It will be one of the standard national data providers on demographic and economic information. Plus Pizzuti has already reviewed the study the City had previously done and will consider that study.

CAO Anderson said the City had done a lot of that work before, but the market has changed such that we don't have that much confidence in that data right now. That is why Pizzuti needs the additional information to plug in.

Commissioner Till inquired how a determination is made to lease or sell, and asked about Pizzuti's involvement at that time.

Tom Harmer replied that as we get to Tasks 3 and 4, Pizzuti will really start to look at the implementation plan and how to start bringing the projects to market. Some of those are end users that will not long-term lease a piece of property, they will insist that it be a fee simple property. There are others that we might recommend that the City hold long-term ownership of those properties and lease it. It will depend on the use and the location.

Mayor Land reiterated that, in other words, the City could do long-term leases, sell it, as well as private capital, or enter into a Public / Private venture. He said all of those decisions will come back to the City Council.

Tom Harmer added that as we look to actual projects and going vertical with development, he believes an important part of that is how it also serves as a catalyst for other redevelopment and other private investment besides what Pizzuti is looking at. That should also be a goal for the City as well.

CAO Anderson said that was one of the major components. We envision the spin-off coming from this being tremendous. Once the community sees the City break ground on this project, and sees the plans, you will see a lot of private investors with adjacent properties want to join.

Commissioner Till asked what kind of a mix is being seen as far as the leasing or selling?

Tom Harmer replied that in most cases, the preference is always purchase for private development for a number of reasons: (1) for control of the property, and (2) the credit market (it's easier to get financing on a fee simple as opposed to a land lease). The length of the lease can be critical to the deal when you are looking to take this out to the financing market. Strategically, there may be parcels that make sense to the City that they want to lease and there may be an end user that is agreeable to that and it might make sense.

Commissioner Till asked when looking at a public entity, like the City, would deciding to do a long-term lease slowed down the process, or is there already an end user in mind?

Tom Harmer said both cases apply. It would have to be set up where strategically it makes sense to lease.

Mayor Land added that a number of years ago there was a lot of interest in leasing, but indicated he is not sure now there is a market for that. He said that when we get to that point, there will be a lot of options to consider.

CAO Anderson said that one thing of concern, with the depressed land value market and the cost we have in the land, it may not be beneficial for us to sell that property, or we may need to look at if we

sell it, what the tax base is, and what tax money we receive once it goes into the private sector; it may be enough to offset those values. He added that those are the things needing to be considered when we get to that point.

CAO Anderson said that based on the present economy, currently the only increase in property values is new construction.

Commissioner Till inquired on how the update on market studies will be done.

Tom Harmer said Pizzuti will take the existing data from the City's previous work, update the demographic and economic information at a very basic level, including population, income, density; and then a marketing consultant will come in and look at office and retail, residential, mixed-use, and in a general sense how it relates to Orange County, the City of Apopka, and how it relates to these sites. Pizzuti will then test that data with some of the sub-consultants like Crossman and then will feed that information into a concept plan. That will be the preliminary market report.

Commissioner Till asked if it is being based on today's economy, or how far out is the forecasting?

Tom Harmer said Pizzuti will base it on today's, and then forecast out over two to three years, trying to make a multiple year forecast because ultimately we want to come back to the City and talk about timing. The implementation timing and what can the market support and when, and some of that is synergy based so if you do something, it may create addition interest. The market study looks at, if we do this catalyst project, what does that do to the market, does that change it? Because that generates people or visitors and when that happens, that supports the next level of development. We will look out over a multiple period but to look out beyond 2-3 years would be speculating too much.

Commissioner Till asked for an update on healthcare and education components.

CAO Anderson replied that the City has been contacted and has directed them to SPPRE & Pizzuti.

Mayor Land explained the three levels of rail being the high speed rail, commuter rail and light rail. He said the City has been working for 10 years on bringing commuter rail to this area. He said this commuter rail should run from Lake County down to Orlando. Light rail could be by bus or other form of transportation in the City. The commuter rail is being called the Orange Blossom Express, and being worked on by Rep. Bryan Nelson.

Commissioner Till asked about the anticipated timeline.

Tom Harmer said that once the agreement is signed, Pizzuti will be ready to start in the next two (2) weeks of signing the agreement. He said each task should take approximately three (3) months, the four (4) tasks taking about a year. A big benchmark will be at the six (6) month mark, when Pizzuti will be coming back to the City with a concept plan, making sure the City is understanding and supportive of that plan, and then talk of how to go forward with Tasks 3 & 4.

**Motion was made by Commissioner Arrowsmith, and seconded by Commissioner Dean, to approve the Professional Service and Option Agreement with Pizzuti and SPPRE, as presented, and to authorize the Mayor, or his designee, to execute the agreement.**

Mayor Land opened the meeting for a public hearing. No one wishing to speak, he closed the public hearing.

**Motion carried unanimously, with Mayor Land and Commissioners Arrowsmith, Dean, McQueen, and Till voting aye.**

**SPECIAL REPORTS AND PUBLIC HEARINGS** - There were no special reports or public hearings.

#### **ORDINANCES AND RESOLUTIONS**

**1. ORDINANCE NO. 2145 - FIRST READING & TRANSMITTAL TO DCA - COMPREHENSIVE PLAN AMENDMENT - 2010 Cycle #1 Large Scale Comprehensive Plan Amendment for Part 1 - EAR Based Amendments; and, Part II - Future Land Use Map Change**

**Motion was made by Commissioner Till, and seconded by Commissioner McQueen, to bring the First Reading of Ordinance No. 2145 from the table. Motion carried unanimously, with Mayor Land and Commissioners Arrowsmith, Dean, McQueen, and Till voting aye.**

The City Clerk read the title as follows:

#### **ORDINANCE NO. 2145**

**AN ORDINANCE OF THE CITY OF APOPKA, FLORIDA, AMENDING THE 2002 COMPREHENSIVE PLAN; UPDATING THE FUTURE LAND USE ELEMENT, THE HOUSING ELEMENT, THE TRANSPORTATION ELEMENT, THE INFRASTRUCTURE ELEMENT, THE CONSERVATION ELEMENT, THE RECREATION AND OPEN SPACE ELEMENT, THE CAPITAL IMPROVEMENTS ELEMENT, THE INTERGOVERNMENTAL COORDINATION ELEMENT, DELETING THE PUBLIC PARTICIPATION ELEMENT; PROVIDING FOR SEVERABILITY; FOR CONFLICTS AND AN EFFECTIVE DATE.**

Mayor Land opened the meeting for a public hearing.

Jay Davoll, Community Development Director, said Land Design Innovations, Inc., is to provide the report.

Pat Tyjeski, Senior Planner with Land Design Innovations, Inc., 140 N Orlando Avenue, Winter Park, gave a brief overview of the process and changes. She said a State mandate requires that every seven (7) years the City is to evaluate that plan. Just a year or two ago, the City went through that evaluation and prepared the Evaluation and Appraisal Report (EAR Report), which contained recommendations on what needed to be done to the Comprehensive Plan to bring it up to standards to whatever is going on in the City at this time. She said what is being considered tonight are those amendments to the Plan. They are summarized as follows:

The Future Land Use Element is to assign land use designations to all the sites in the City. The main piece of this element is the Future Land Use Map. The element includes a data and analysis which was updated to include all recent data numbers, and includes goals, objectives and policies. The changes were based on EAR recommendations and updating based on recent changes to the State Statutes.

The Transportation Element is to establish a system that is designed for normal vehicular traffic as well as pedestrian and bicycles. This element had the most changes as there were recent changes at the State level regarding mobility. We are not concentrating on the capacity of roads now but as to how we accommodate the pedestrian, bicycles, multi-modal transportation.

The Housing Element assesses the housing conditions in Apopka, especially looking at very low income, low income and moderate income families. It tells you how many units you will need to provide by 2030. The Future Land Use Map must show enough land to accommodate those housing units. The chart indicates the City will need 58,000 units by that time.

The Infrastructure Element is where you look at your water, sewer, drainage, solid waste, and aquifer recharge, and make sure that all that growth is going to be served by public facilities and services.

The Conservation Element looks at all the environmentally sensitive areas in the City, including wetlands, special habitats, soils and make sure there are goals, objectives and policies to insure protection of those, with the main focus being on promoting energy efficiency.

The Recreation and Open Space Element gives an inventory of City parks and establishes a level of service, and what acres are needed to continue to provide that level of service.

The Intergovernmental Coordination is when we have to coordinate with other agencies, State, County, neighboring cities, trying to ensure that all the recommendations from the other elements get implemented. The main updates were to agency names and to agencies not listed before.

The Capital Improvements Element shows how all the improvements will be paid for, or a summary of the funding source. The chart shows what improvements are planned for the future, how much they will cost, and where the money will come from.

The Public Participation Element was determined no longer needed and is being eliminated.

The School Participation Element was adopted in 2008, and no changes are being proposed.

Ms. Tyjeski said with transmittal to the Florida Department of Community Affairs (DCA), the reply from DCA in April, and then response from the City, if all work goes as planned, an expected adoption date will come in August.

There was discussion regarding some of the changes and the impact of Senate Bill 360 on the Comprehensive Plan Update process.

Mayor Land again called for a public hearing.

Wade Vose asked if there were any significant changes to commercial land uses, to which Ms. Tyjeski replied that there was not.

No one else wishing to speak, Mayor Land closed the public hearing.

**Motion was made by Commissioner Till, and seconded by Commissioner McQueen, to accept the First Reading of Ordinance No. 2145, and authorize transmittal to the Department of Community Affairs. Motion carried unanimously, with Mayor Land and Commissioners Arrowsmith, Dean, McQueen, and Till voting aye.**

- 2. RESOLUTION NO. 2010-01 - Executing the Forest Health Improvement Initiative Grant Memorandum of Agreement with the State of Florida, Department of Agriculture and Consumer Services, Division of Forestry - The City Clerk read the title as follows:**

**RESOLUTION NO. 2010-01**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF APOPKA, FLORIDA, TO ENTER INTO THE ARRA FOREST HEALTH IMPROVEMENT INITIATIVE GRANT MEMORANDUM OF AGREEMENT WITH THE STATE OF FLORIDA, DEPARTMENT OF AGRICULTURE AND CONSUMER SERVICES, DIVISION OF FORESTRY; AND PROVIDING AN EFFECTIVE DATE.**

Mayor Land opened the meeting for a public hearing. No one wishing to speak, he closed the public hearing.

**Motion was made by Commissioner Dean, and seconded by Commissioner Till, to adopt Resolution No. 2010-01. Motion carried unanimously, with Mayor Land and Commissioners Arrowsmith, Dean, McQueen, and Till voting aye.**

**SITE APPROVALS - There were no site approvals.**

**DEPARTMENT REPORTS AND BIDS** - There was no department report or bids.

**MAYOR'S REPORT** - Mayor Land said the monument for Jack G. Grossenbacher, Capt. Army Air Corp WWII, is ready to be ordered, and he will be scheduling the dedication ceremony and reception in the near future.

**OLD BUSINESS**

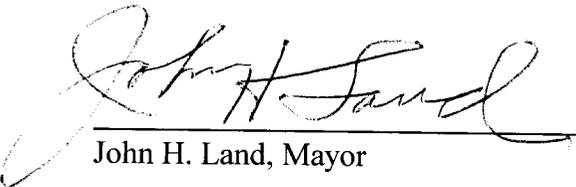
1. **Council** - There was no old business from the City Council for discussion.
2. **Public** - There was no old business from the public.

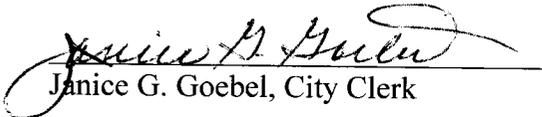
**NEW BUSINESS**

1. **Council** - There was no new business from the City Council to discuss.
2. **Public** - There was no new business from the public.

**ADJOURNMENT** - There being no further business to discuss, the meeting adjourned at 2:53 p.m.

ATTEST:

  
John H. Land, Mayor

  
Janice G. Goebel, City Clerk