

BUDGET REVIEW COMMITTEE

FEBRUARY 6, 2020

A meeting of the Budget Review Committee was held Thursday, February 6, 2020, at 9:40 p.m. at Nashua High School North Board Room B166.

Alderman Richard A. Dowd, Chairman, Chairman, presided.

Members of Committee present: Alderman-at-Large Ben Clemons, Vice Chair
Alderman-at-Large Michael B. O'Brien
Alderman Jan Schmidt
Alderman Ernest Jette
Alderman-at-Large Lori Wilshire
Alderwoman-at-Large Shoshanna Kelly arrived after roll call

Also in Attendance: Alderman David C. Tencza
Alderwoman Elizabeth Lu
Alderman Brandon Michael Laws
Alderman Patricia Klee
Alderman June M. Caron
Tim Cummings, Director of Economic Development

PUBLIC COMMENT

Mary Ann Melizzi-Golja 2 Amble Road, and I am not going to sit here and repeat everything you heard. But as many of you know, and Alderman Wilshire and I as well as several others in this room served on that Feasibility Committee and have been with this project as it moved forward. The Mayor spoke as did many others here about this being an economic development project. I think, as many people stated, it is not just about downtown, but about the City. I think we all need to consider that because many of us talk about the need to bring new people and young people into the community. At some point, all of us are going to retire from these positions and we need people to come into the community and learn to love it as much as we do and be willing to move up and participate in government. I think anything that is going to attract people here and get them involved as residents is something we should be looking forward to.

You heard about the American For the Arts Study; I think there's lots of documentation and City Records about the Arts serving as economic development and how the Performing Arts also helps the visual arts. The Director of the Symphony talked to you about people coming in from outside the community and staying here to spend their dollars. I will just recount, the owner of CodeX has left. We went to see Piano Man in Manchester. It was almost impossible to get a place for dinner because we went at the last minute and we ended up at his establishment, wanted to go back and it was packed as were several other establishments. So we said, "we'll just go back to Nashua". It was 10:15 at night, the streets of Nashua were empty. We met a younger couple, like in their late 20's / early 30's and they looked at us and they said, "Is there any place we can go and get a drink" and I said, "well that's what we are looking for too". And they just wanted to go have a cocktail.

So when you look at what happens just because of live entertainment in a downtown area, you have to realize that it does have an impact. Director Cummings will love to have the parking fees as will Great American Downtown. So I think you really need to think about this in the big picture. I think like many people I have been concerned about public, transparency, Right to Know, but the process that is being followed is a valid, legitimate process and I think we have to move forward and support that. I know there has been talk about extending the time. Last night I talked to Director Cummings about making it at least 2 years; Ms. Novotny talked about these sorts of things taking up to 5 years. So I would say 2 to 3 years max; at some point the public needs to know we finished with this.

So I think it is balancing those two things out. You are going to make your decisions and I will sit back as a member of the public and watch you do that. But I do think that we need to allow this process to go forward. So I hope you will at least continue allowing them to do their work because there is a lot of excitement in the community and many people are looking forward to supporting this and also sitting in the seats which we tested last night. Thank you.

Rich Lannan 11 McGrath Road in Pelham. I'll be brief as well. I know this whole process and in talking with some of the Board of Aldermen and obviously some of them are on the Steering Committee I know it puts in some ways you know you folks at a different position as usual, because you know we are obviously not even telling you. As has been explained a lot tonight, mostly by Deb about the reasons why. I have never been involved with a Capital Campaign Committee in my life, maybe never again, I don't know. But I am definitely in this until the end, I assure myself and everybody of that. But there's a lot of good reasons and I won't repeat everything that Deb said. But it's clear Capital Campaign Committees are run the correct way and that's why we have a consultant who is every experienced as has been said, both in Nashua and throughout the State. I think that is something to remember; we are not trying to be secretive, we are not trying to keep it – there's a very solid reason why we are doing what we are doing. I mean we'd love to be able to come out with some numbers very soon. We are confident it will be soon, I don't what "soon" is. In our book of "soon" and we are going to be working diligently until that happens.

I did say earlier the Committee will continue working hard no matter what decisions are made to make this happen. I think it is important. And to piggy back what Mary Ann just said, I said from the beginning of this, I said, "Yeah I'll be involved but I'm not really into the arts and stuff". Then I started thinking I go to about 20 concerts a year and plays with my grandkids and you name it. I was at the Lowell Auditorium last week for a kids thing and I'll be at the Wang Theater this Saturday for a concert. So I go to more than I think and probably spend too much money, but every single time, I don't care, even if it was with 5 or 7 year old, I'm either eating before, after, having a drink if it is a concert, like sometimes stay whether it is Boston or whatever. So there's no secret that the restaurants and bars will probably be a little bit more direct benefactors. But quite frankly this will be the whole city. Because I know a lot of times I'll go to the Cape, I'll go the Music Tent, which is kind of a cool place, I'm not going to drive back home so I stay there. I don't necessarily care where I eat, so I'll eat anywhere in town. Some people that may do that will be eating at DW Highway or Amherst Street..

But even if they are just staying downtown you may say, "Well the money is staying downtown" but if all these restaurants downtown are I don't know – I've talked to some of the restaurants and they are thinking 20 to 30% increase easily in business, you know? Brandon might be able to tell me better, he's been in restaurants and the business for a long time. I wish the owner of CodeX was still here. The percentages that some of the restaurant owners are telling me what they expect an increase when this open is pretty substantial. They are going to need more workers, they are going to need more people in the kitchen, there are going to be more waiters and waitresses. So that's where the trickle affect that helps the entire City and not just the downtown.

I think a lot of people kind of blame us, you just care about downtown of course Michael Buckley or really focus on this because they are going to make more money. Yeah but if they are making a lot more money it means they need more help they need more workers and then those people are spending money. And maybe those people are staying over and they are staying at the Marriot Courtyard, so the trickle-down effect throughout and that's where this economic benefit comes as has been discussed earlier. I think it is huge and I think it gets thrown aside too easily. So I hope you folks can help us out in that matter and help us out to you know drop the time limit so we can continue on and hopefully we can get everybody some really good news that I think they will be pleased about in the very near future. Thank you.

COMMUNICATIONS – Received after Agenda was prepared.

Alderman O'Brien

Thank you Mr. Chairman, we have three. We have one communication; also these communications were filed without objections after the agenda was completed.

The first communication is to Lori Wilshire, President of the Board of Aldermen from Tim Cummings, Director of Economic Development, regarding the Project Status Update for the Performing Arts Center Analysis of R-18-001.

That is also followed and accompanied by another communication from Director Cummings, the Overall Project Status update.

And also our third and last communication submitted is from Mr. Fred Teeboom of the Performing Arts Center PAC Cost Comparison.

From: Tim Cummings, Deirector of Economic Development
Re: Project Status Update for the Performing Arts Center & Analysis of R-18-001

There being no objection, Chairman Dowd accepted the communication and placed it on file.

From: Tim Cummings, Director of Economic Development
Re: Overall Poject Status Update

There being no objection, Chairman Dowd accepted the communication and placed it on file.

From: Fred Teeboom
Re: Performance Arts Center (PAC) Cost Comparison - Public Hearing 6 February 2020

There being no objection, Chairman Dowd accepted the communication and placed it on file.

UNFINISHED BUSINESS – None

NEW BUSINESS – RESOLUTIONS

R-20-001

Endorsers: Mayor Jim Donchess
Alderman-at-Large Lori Wilshire

SECOND AMENDMENT TO R-18-001 “AUTHORIZING THE MAYOR AND CITY TREASURER TO ISSUE BONDS NOT TO EXCEED THE AMOUNT OF FIFTEEN MILLION FIVE HUNDRED THOUSAND DOLLARS (\$15,500,000) FOR THE PERFORMING ARTS CENTER LOCATED AT 201 MAIN STREET”

MOTION BY ALDERMAN O'BRIEN TO RECOMMEND FINAL PASSAGE

ON THE QUESTION

Chairman Dowd

I just want to reiterate that this is the second amendment to R-18-001. The only thing it does to the legislation for the Performing Arts Center is it removes the two year time period for raising private funds. That's the motion right now before us.

Alderman Clemons

So we heard a lot of great testimony this evening both for and against this amendment to R-18-001. But honestly from my perspective, the most compelling was from former Alderman Ken Siegel because I understand what Mr. Siegel was doing that night and putting this to the voters was actually my idea as a Hail Mary to keep this open and keep this going. Now sometimes you, I don't know if you know football, most of us know football, some of us may not, but when you go throw a Hail Mary a lot of people think you are doing so so you can win the game. But sometimes you throw a Hail Mary so that you can just tie it and get into overtime. And to me, that's what that vote was. That was Hail Mary pass by the Board of Aldermen to get a pulse for how the City of Nashua felt about the Performing Arts Center.

The majority of people, yes it was a small majority, but a majority of people decided that it was worthwhile to move forward. Now in the haste of the evening there were decisions that were made that had there been more time probably could have been vetted a lot better. But when the clock is winding down and there are 3 seconds left in the game, you've just go to throw that pass sometimes and make sure that you catch it in the end zone to get to overtime. Well now we are in overtime. And you know there was a lot things that happened that would have been I think been achievable had that two year time period not been two years.

I also think, however, that the two year time period definitely expedited this project, it absolutely did. It put a fire under people and it was something that a motivator and something that bothers me about City Government is how slow it operates. So the fact that we have two major donors, Bank of America and Enterprise Bank shows that this project has viability. As the Mayor has said, there are new housing projects that are coming into fruition, there are businesses, and we have heard from business owners this evening. This is something that they want, that they think is going to help their business; it is an economic driver, it absolutely is. For the folks who are worried about their property taxes, the best way to lower your property taxes is to have new businesses, new development new projects come into the City. Because that will lower the residential property taxes for everybody.

This is going to be a win/win and it is an investment in our future. That being said, I also do believe that the folks who spoke this evening who said we ought to have a timeline on this were correct. With that said, I am going to make an amendment or propose an amendment to this so that the last sentence which is stricken is replaced with the following sentence. So this is my motion to amend.

MOTION BY ALDERMAN CLEMONS TO AMEND SO THE LAST SENTENCE SHOULD READ “THIS RESOLUTION SHALL EXPIRE ON AUGUST 31, 2021 IN THE EVENT THAT THE CAPITAL CAMPAIGN HAS NOT REACHED 70% OF ITS PUBLICLY STATED GOAL OF \$2,500,000.00 BY THAT DATE

ON THE QUESTIONAlderman Clemons

That's my amendment and I would like to speak further to that.

Chairman Dowd

Ok.

Alderman Clemons

This sets 18 months approximately, a little bit more than 18 months to get this done. It is a little less than the two years that was asked for. I think if we don't have it done by then, we are in trouble. My opinion. I think that this is a reasonable time line given that the majority of the fundraising started in August of 2019. This will give a total period of 3 years to raise the required funds. August 2019 to the end of August 2021. Or two years, I'm sorry. I think that that should be enough time to get us to 70%. So that's my amendment and I hope folks here this evening will support that.

Alderman Wilshire

Thank you. I appreciate that amendment because I was going to consider making an amendment to this as well. I am OK with your timeline. I think that works. I did talk to a few people who thought that they could get it done in that timeframe. It was a good Hearing tonight listening to both sides of the argument. I've been involved in this right from the start and I plan to support it right through its fruition. So I do appreciate that amendment and I will be supporting it.

Alderman Laws

Thank you. Obviously I am not a voting member of this Committee; very excited that Alderman Clemons and I agree on this. I was going to try to find a way to propose that amendment because I feel that 18 months is perfect, it resets the clock, they wanted two years originally, they started six months, 18 months gives them that two year bracket. Second of all, August of 2021 is 2 ½ months before an election where 12 of 15 of us are going to be on the ballot and it puts it back to the voter. It gives them the opportunity to get rid of us if we are not doing a job that think is good. And I like that accountability; it matches up with the fact that they don't think there's an transparency right now which I respect and appreciate. Giving them the opportunity to vote us out. So thank you Alderman Clemons.

Alderwoman Lu

Thank you. Alderman Clemons did you mean with a new goal of 70% of the \$2.5 not 100% of the \$2.5?

Alderman Clemons

That's correct. So I'm sorry so 70% of the publicly stated goal of \$2,500,000.00.

Alderwoman Lu

What would be the purpose of reducing the public portion? What would be the purpose of reducing that from this stated amount to only 70% of the stated amount?

Alderman Clemons

We heard tonight from Ms. Novotny that this will – we are in the quiet phase as it has been called of the fundraising. This basically put to the resolution that once it has reached that 70% goal that they have to go into the non-quiet phase or public phase at that point would take off the timeline altogether and we would be able to raise the rest of the money in the sunshine if you will. And I think that you know I just think that's a reasonable compromise considering the testimony and everything that we heard this evening.

Alderman Klee

Thank you. I'd like to make a couple of comments. One was that it was stated that they requested two years. I don't think the Capital Campaign requested the two years, I think they just wanted to have the time to do it. It was ex Alderman Siegel that put the two years and I want to kind of apologize to you because I've always referred to the 2 years as an arbitrary figure, I did not know that you had vetted it. I sat in the meeting the day that you said, "let's put the 2 years on it" for that I want to do that. But the group did say that they would go with the two years but I do want it to be known is that, that was not what they originally wanted, they wanted to be able to have the time to be do it and so on. I do think it's a good bill and compromise and they were willing to go with it all. So thank you.

Alderman Caron

Thank you. I'm not on this Committee either. I've been sitting here for 3 hours listening to the pros and cons and as you know, I've always been a proponent of the Performing Arts Center. I would not vote for it when it came to us way back when, when the proposal by Alderman Siegel was presented. I felt that that was important because we need to know that the public is involved with this project. We can say a lot of things and be there, but until you see the dollars in front of you it doesn't mean anything. And I deal with seniors all the time and their questions to me were, "who really wants this". You are talking about health care costs, you are talking about this, you are building a new school, and most of them are thrilled there is going to be a new middle school. But they look at this as a luxury, not a necessity. So not having that funding from the public bothers them.

I wrote down a lot of things. The other thing I agree that I was not going to vote for this if you take this portion of this legislation out. But I did talk to several Aldermen and a compromise is always good and if we can extend it, although I think that that \$4 million dollars should be in there and if we get 70% of \$4 million dollars, that's even better. But I do want to make a comment concerning this because I felt in reading the Memo from Mr. Cummings that he made it sound like the previous Board of Aldermen just did it to be a distractive effort on this legislation and I find that very offensive to a group of people that were trying to do the best they could in that time zone. As Alderman Clemons said, it was a Hail Mary that we needed to do in order to push this forward. So I was not going to vote for it if there is no added deadline to raise that money. But if you vote to approve that, then I will vote for it. But other than that, I will not. Thank you.

Tim Cummings, Director of Economic Development

Thank you again Mr. Chairman I appreciate the opportunity to speak . First to apologize if there was any misunderstanding about the Memo I sent and I appreciate the opportunity to further clarify my comments. First I meant with my comment relative to the amendment being added for the timeline, that was done during the meeting as an amendment. It was late at the night, I don't think it was well thought out, that is my opinion, I don't believe it was well vetted, again that was my opinion. It was done, I understand as a way of having a contingency put on the project which I do believe adds pressure and motivates you. From a real estate development process that is a good best practice to have, I get that.

What I can tell you is being there for the meeting, is there were people in the gallery or sitting in the seats who were very concerned when it was all of a sudden thrust upon them, what they thought in the middle of the meeting. Why? Because it was not clear whether it was pledged or dollars. It wasn't clear whether two years was really an accurate time frame, that was a recommendation given by Duncan Webb, a Performing Arts Center consultant based on what he thought was best. But it was pre us doing actually a fundraising feasibility which we brought in a professional who actually told us, "no it's more like three-ish, five years". So with those additional facts, if we actually knew that, that may have been a little bit more thought out of a process.

And to be further clear and to be transparent on this, I don't think necessarily adding the amendment to put it on the ballot the way it was done was necessarily the best thing either. Because in hindsight I don't think you would have included the amendments of the \$4 million dollars or the timeframe in the language that actually went on the non-binding question on the ballot. You would have had the clean question, which was the Resolution in front of you. But because it was late in the evening and you were trying to throw a Hail Mary as suggested, I understand why all these additional points came about. I want to clarify that I didn't mean any intention behind that, I just thought that there was further context relative to that point that I made in my Memo, thank you.

Alderman Schmidt

Thank you Mr. Chairman. If you hadn't have made that amendment I would have done it myself. I think we need an end date, I don't think having it open is a good idea. I think it will help move the investors to be more timely with their funds. I've been for this since 2014 when Alderman O'Brien actually said "Oh let's put it on top of a parking garage".

Chairman Dowd

McCarthy not O'Brien.

Alderman Schmidt

I think it is a great idea and people who are sending me information about this are all saying the same thing; this is an investment in our future and it really needs to go forward. Thank you for the amendment I will be voting for it.

Alderman Laws

I'm also on the Steering Committee so I am very much engaged in this project, it means a lot to me. I would like to point out that not only does doing 18 months give the voter the opportunity to vote us out if they don't like us. But it also gives us a second Hail Mary pass opportunity and we can put this back on the ballot and we can vet it out properly and make the wording so it's not confusing and so we know. If we don't make the 18 month deadline, then in November of 2021, voters can come back and they have the opportunity to tell us whether or not like what we are doing. And I think the more people that see this and see all the progress you have made on these three Committees, the more people are going to be like, "This is a great plan for Nashua".

Obviously there are going to be people who are against it, there's always going to be that. I have no doubt whatsoever that if this project comes to fruition it will be the greatest thing that has happened to downtown Nashua probably ever. So thank you.

Alderman Jette

I have a lot of trouble with this whole thing. You know back two years ago when I first got elected, when I ran, I told people that I would vote the way that they voted on that ballot question on the referendum and my Ward voted against it. So I voted against it when it came before the previous Board about two years ago. I think on my ballot I voted for it because I thought it seemed like a good idea. But since then, I've become concerned, I mean I think there are two different things here. The idea of having a Performing Arts Center downtown and all the people who speak very passionately in favor of it are looking at the economic benefits of a Performing Arts Center and they are looking to places like Manchester that has the Palace, Portsmouth with the Music Hall, Keene, the Colonial Theater was mentioned earlier and other places. But to the best of my knowledge all of those performing arts centers were not built by the City. They were built by independent, nonprofit organizations that raised a lot of money to renovate old theaters and make them the performing arts centers that they are today. And they are great successes.

It is not a question of whether or not a Performing Arts Center would attract people downtown or be an economic boom. I think the more basic question for me is, should the tax payers be spending almost \$25 million dollars and I don't want to mislead anybody. We are looking at a \$15.5 million dollar bond and whether the tax payers should be asked to put up \$15.5 million dollars to do this. You know the vote, people say that it was put before the voters and they voted for this. And as people have pointed out, it was a very close vote, you know 155 people voted in favor as opposed to those who voted against. It was, by percentages, it was, I'm rounding off, 51% in favor and 49% against. So we are talking, you know, let's be honest here, we are talking about a divided community. And I have a lot of respect for the people who are so passionate about this and maybe I am not as visionary as they are. Maybe it's wrong for me to just look at the dollars and cents and not see that greater vision that the Mayor does or that a lot of you do.

But I represent constituents, as you all do, and they are very concerned about what they are hearing about the City's ability to pay all of the things, you know, the projects that we have undertaken which are great projects. The Middle School project is one, the new building for the Department of Public Works, you know, at the same time we are looking at these increase in cost in healthcare. We are telling our employees that they are going to have to accept less in increases. People are looking at their tax bills and saying, "why should I be paying for this". You know, if this is such a great idea, why can't we raise the money privately from the different corporations in town. I pointed out Manchester, Concord, Portsmouth, Keene, you know, they raised the money privately, the City didn't do it. And they weren't asked to raise this amount of money, you know, a \$25 million dollar Performing Arts Center is a big number for New Hampshire I believe.

But the issue tonight is not, I mean I voted against it, everybody else voted for it, it was 14 to 1. So we voted to do this and the vote that we took 20-001 was not done under the pressure, the clock wasn't running out, it was the beginning of the term of the Board of Aldermen. The City Attorney's Office had plenty of time; the Mayor's Office had plenty of time to construct a Resolution that would be better in your opinion. But this is what was put before the voters and this is what they voted on.

I am not saying that and it is not before us tonight the idea of abandoning this thing, but I have a lot of respect for all of the people who after we voted to do this, have volunteered their time, have spent countless hours working on this thing. The Chairman of the Capital Campaign is a good friend of mine, she's one of my constituents, she was my fiscal agent, I have a lot of respect for her. And I have a lot of respect for the other people, you know, Mr. Lannan and May Lou Blaisdell, and all of the people who are in favor of this, I understand. But to ask us I think what the proposed amendment is doing, it is instead of requiring that \$4 million be raised within two years, you are reducing it down to \$1.75 million to be raised by August of 2021. I would be in favor of extending the deadline, but not reducing the amount and not extending it so far out.

I mean we are talking about \$2.5, I mean the number is \$4 million, the Capital Campaign, I asked Ms. Novotny why \$2.5 why not \$4 million and she said, 'that's the task I was assigned, I was told the Capital Campaign is going to be \$2.5 million". So even after you get your \$1.75 million there's still a lot more money that has to be raised. From the proposal that I have seen from Mr. Cummings is dependent largely on the New Market Tax Credits, you know, \$4.2 million in New Market Tax Credits.

I remember when the New Market Tax Credit people came they were confident last year, but we didn't get any of that. Now we are talking about maybe getting some this year? This New Market Tax Credits are going to be announced I believe in May, they were last year in May. You are shaking your head. Could I ask Director Cummings when ...

Chairman Dowd

No he wants to respond to something you said earlier, so I am waiting for you to get through so I can go to Director Cummings.

Alderman Jette

I would not be in favor of this amendment, I would be in favor of extending the time frame you know, changing the Resolution from the 2 years to 2 ½ years which would extend it to August of this year which I think is after the New Market Tax Credit will be announced. And if we are not going to get the New Market Tax Credits, you know how are we going to come up with the money to do this. So I will allow you to recognize Mr. Cummings.

Mr. Cummings

Thank you Mr. Chairman, so a couple of points and Alderman Jette that's absolutely correct.

Alderman Wilshire

Mic.

Mr. Cummings

Thank you, again, Tim Cummings Director of Economic Development, as I was just about to say, Alderman Jette is absolutely right but I want to clarify though a couple comments that were made. But before we do, I need clarification on whether we can actually speak on some of these more robust issues. Tonight I have been keeping my comments very tailored to the Resolution at hand, talking about the timeline. But I do understand that the financial plan is intricately involved. And I don't know if it is appropriate tonight to go into some of those details. I leave that to you to decide, but it is, to Alderman Jette's point, a critical issue. Because there are questions that come up and one is and this is how confusion arises, everyone comes to these things with different understandings and it is part of the reason I get very concerned about the contingencies or these added contortions that we need to make to try to move this project forward.

So 70% of the private fund raising that needs to acquire, I am looking at it 70% of \$2.5 million dollars, not of \$4 million because if you go back to the original Resolution, it was amended to actually include the tax credits to be counted towards the \$4 million dollars. So I want to know, what's the number because that's really important so we can actually be clear. I was thinking, up to five minutes ago, we were talking something like \$1.3 million, 70% of the \$2.5. So I point that out to you to just further illustrate my point that we need to develop a plan that we all agree with and I understand maybe we need to compromise, but fundamentally we are not going to be able to do this project if it goes out that far along because the costs are going to continue to rise by more than 10% year over year. In my Memo I outlined that ideally I want to start this project, construction-wise this fall, because the number I just gave you, \$23.8 million, if we don't start it by September, October, of this fall of this year that number is going to go up by more than 10%. So whatever number that you heard me say earlier, just add, add on to it.

I am very concerned about the numbers. I've said that on occasions and so we need to develop a Plan B if we really want to do this project because we can't count necessarily on the New Market Tax Credits. And again I know we are speaking about just the timeline this evening so I apologize if I am erring in my comments, but this body needs to give me clear direction in the way you want to go. I will close my comments by saying some of the theaters referenced a few moments ago are owned publicly, in fact the Rex Theater in Manchester is owned by the City and is being worked in cooperation with the Capital Theater. I am pretty sure the Capital Theater is also owned by Manchester, run privately. So the misnomer out there that these are all private non-profits running these large assets is not 100% accurate. So thank you Mr. Chair.

Chairman Dowd

So I think we are getting off topic. So there is an amendment on the floor that to the Legislation that is on the floor. If it doesn't pass or if it does pass, somebody can make an amendment to change it. But I have Alderman Lu then Alderman Tencza.

Alderwoman Lu

Thank you very much. I am going to address the question on the table of extending a deadline but I will have to talk generally as well. I have spoken with a lot of people in my district this year in the last three months because I was running a campaign. The biggest portion of the comments that people had is they were concerned about this project because they felt that it was an extravagance and that it wasn't something that was going to benefit them. And so I heard a lot of that. So I am very familiar with how this has gone over the years because I've taken the time to research and read it. And I just want to remind everyone that in 2017 the Board of Aldermen did not approve this bond.

So it went to a referendum and at the referendum, 5 out of 9 Wards voted against it. So 5 out of 9 voted against it. But it passed in the Board of Aldermen, 14 to 1. That I understand at that time there was an idea floated that in a republic we don't raise our fingers to check to see which way the wind is blowing and we are tasked to vote our own position.

I think especially when you decide to put a referendum on the ballot, that idea that you are just going to stick to your own position, it negates that. Why are you putting it on the ballot? Everyone understands it is not a binding ballot question but I feel that if you ask your constituents how they feel and then you vote against how they told you they feel, I don't think that builds a lot of good feeling. I do think that this project, it would be wonderful to have this in our town. I do think that it is going to benefit the downtown to a larger portion than all of Nashua. In that we've been talking about this for many years, I would have thought that with the citizens having been placed in a position, the voters, the residents, where they were committed somewhat, \$15.5 million dollars, that the people that are entrusting us....

Chairman Dowd

I don't want to disturb you but we are getting far astream from the motion that's on the floor.

Alderwoman Lu

I'm trying to point out that two years ago the tax payers had to commit without the benefit of having a design plan, you know, that the donors feel or the Capital Campaign feels that they can't get started on because you know so much isn't in place. I would just hope that the people, especially the people that are in a position to benefit greatly by this, would hurry, hurry to the Campaign Committee and match what the residents have committed, the \$15.5. I mean no not match, but at least match that commitment. The residents weren't given the benefit of a design phase or anything. That's how I feel. I feel that we should have a limit to the time and I don't understand why it wouldn't have to be any more than until the end of this year. Thank you.

Alderman Tencza

Thank you. So just to, I think, address a couple of Alderman Jette's points and I'll let Alderman Clemons correct me on his amendment. But I think there are two separate issues with the bond. The bond will still read that it has to be this \$4 million dollars including the New Market Tax Credits in order for the City to sell the bonds. But then there would also be the second requirement that the 70% of the \$2.5 million by publicly disclosed before. So the \$4 million dollar requirement would still be there.

The \$4 million dollar requirement was initially put in because we thought that was the amount of money we needed to hold in contingency or to offset the cost of running the Performing Arts Center. So that \$4 million dollars right now is not as tied to this plan as it was when we originally thought we needed to raise that money, set it aside so that the City would not be paying to operate this facility any longer. You know people don't like to say this but this has been a very public process. We have made more informed decisions as it has gone along. If we were a private organization or a nonprofit or company we would be doing this in private, making these decisions and then rolling it all out at once. We don't have that luxury, I am of the opinion we were elected to make decisions and we make those decisions based on what we all believe is in the best interest of the community as a whole or for our Wards. I am favor of setting a time limit, I think former Alderman Siegel it makes perfect sense and I think it holds everyone's feet to the fire.

I would be in favor of a slightly longer time period, probably 2 years from today or from the vote on next Wednesday to extend for the fundraising committee to make that. But I have a feeling that they are going to raise that money well before whatever limit we give them. So those are my thoughts.

Chairman Dowd

I'm going to step in and make a comment since we don't seem to have an unending amount of communication here. First of all, about the seniors not being of favor of this; I'm a member of the senior center. Every month I get a newspaper and the seniors spend an inordinate amount of time going out of town to the different theaters, so that argument doesn't hold in my book, in fact, I am looking at going to some of them. I didn't say I was a senior, I just said I was a member.

The other point is I can live with your amendment, I am not going to support it, but I can live with it. I'll tell you why. March, two years ago, I spent about 2 2/12 hours in the car talking to Alderman McCarthy about his dream which is this Performing Arts Center. He had been after the Performing Arts Center for many, many years and he finally saw it coming to an end if you will. He was very excited about it, also excited about the Patriots beating the Green Bay Packers, but when he got in the car, the two minutes he was dead right next to me. I said to myself at that point in time, I am going to do everything I can to make sure this Performing Arts Center is a viable success. So as I said I can support that amendment and I am not going to vote for it, but if it passes I will support it.

Brian put a lot of blood, sweat and tears into trying to make this happen. And I think we need to do everything that we can to give it every shot we can to make it happen. And that's where I stand.

Mr. Cummings

I just wanted to quickly clarify, I apologize earlier when I spoke, 70% of \$2.5, I did the math after, it is \$1.7 million; I said \$1.3 I just wanted to make sure that was accurate.

Alderman Clemons

Well I see we have another member arriving, I am going to yield my time to another member who has just joined us.

Chairman Dowd

There is an amendment to the motion. I don't know if Alderman Klee wanted to do something.

Alderman O'Brien

If the Clerk can jump in here, we have Alderwoman Kelly joining us at 10:40.

Alderman Klee

I just wanted to make one comment, the \$4 million dollars is going to stay as it was but just so that the public does know, Spectacle Management has said that they don't want any money from the endowment. As we have been budgeting we did a \$1.2 million dollar endowment. So I do understand that the people voted for it and it was a whole other project at that point. But the \$4 million dollars, in theory, is down to \$1.2 million dollars. And possibly as Mr. Teeboom and others have said, just eliminate it all together, but this a whole other subject, I just wanted to clarify that.

Alderwoman Kelly

Thank you and thank you to Alderman Laws for running out and opening the door for me. I was watching by live stream so I did keep up with what was going on and I did try to call in but that didn't seem to be working.

Alderman Dowd

We called five times.

Alderwoman Kelly

It's fine, I just came back; no worriers. So I know that there is amendment on the floor that came from Alderman Clemons. I think that there has been discussion around people liking the idea of putting an extension on there instead of just taking it off altogether. I like the idea of that. I heard from the Capital Campaign specifically that they were asking for 2 years, and so I would more apt to support doing what they have asked. Because the previous time there wasn't any input and if they are asking us for 2 years, then if we are really behind this project we should hear what they are asking for and give them that leeway. That's just my opinion having heard of all the things that have been said today.

I also just wanted to say thank you to the public for coming out and speaking but also to Tim and Deb. I think there was a really concerted effort to make sure that we are really up to date on where the project is and what has happened. And I think the comment I had in head was that you know we didn't have to know everything at the onset, projects move, projects change and we can adjust with it. I just think that as things have changed, we also need to keep the public aware of what is going on and understand that it is a different project than when they voted for it, 3 years ago. So I think we need to make sure we are hearing them and being cognizant of that as we make changes.

On the topic of whether we need this, I am very much for the Performing Arts Center. We've heard a lot about economic vitality, about it being an anchor for downtown. I am very close with the downtown business owners. I do own a business. So I do know how their feelings on this are. I also wanted to make the point that it is not just about downtown. This becomes, and we talked about this a lot and there are people in this room who ran because of this discussion, we wanted Nashua to be a destination. When I go to go somewhere, Ogunquit, Keene, those types of things, I am looking for an activity, whether it is for me or my family or my husband, to go meet a friend; we need a reason. Someone pointed out, it's not really a tourist town but I think this could make us a place that people would really consider coming, having dinner, walking around our newly revitalized Riverwalk. So I think that is incredibly important but that we just need to have a plan that makes sense and doesn't give us infinite amounts of time to fulfill this.

Alderman O'Brien

Thank you Mr. Chairman. Being the only Alderman who didn't speak this evening, can I make the motion to move the amendment please?

**MOTION BY ALDERMAN O'BRIEN TO MOVE THE QUESTION
MOTION FAILED**Alderman O'Brien

Since the motion failed, I will take my opportunity to speak if you don't mind. I'm glad that we reached a compromise but I take strong heart to what as Chairman of the Infrastructure Committee. Part of my upbringing, I went to a Technical High School in Boston to which I took drafting and building construction. I completely understand what it does to raise a building. And the thing is construction costs are constantly going up. We are seeing this right now. So anything to get this project moving. I have also seen, because I am a State Legislature, what the Capital Theater has done.

Recently I went to dinner in Manchester and got to see, at a nice Italian Restaurant, forget the last name but actually promoted for a personal friend of mine that owns the establishment. But they are doing quite well in that area due to the Palace Theater. I see this as an opportunity; we should act quickly, we should have, I hope the public can get on board with it. I look at the former Alec's Shoes, probably 60 years ago would have made a great IGA or an A&P and there's a whole generation of millennials that don't even know what I am talking about.

But the thing is that the building doesn't lend to any other use to anything within the downtown. So that means even if the project fails, we are going to be left with a dilemma of what to do with a structure that size and that particular footprint on Main Street. That building could be around for a while in the hands of somebody else. So I strongly support the Performing Arts Center, I see it is going to raise the tax improvement area. I think it would bring quality businesses to the downtown, perhaps restaurants that they see up in Manchester and in Concord that around those particular theaters. So therefore, I like the compromise, I'll support the Clemons amendment to this and to the move the project forward. It did win by what, the majority, this is America, majority rules. The vote tally, when it was counted, most of the people of Nashua voted in favor for this. So I am going to support the citizens of Nashua and hope we can move this project forward. Thank you.

Alderman Lu

Thank you, just quickly, I just wanted to make sure I understood what you said Alderman Klee., So it sounded like you said it's no longer \$4 million, it is \$1.2; didn't you mean it is reduced by \$1.2?

Alderman Klee

No and if you look at the numbers that have been coming out of the Steering Committee, we have reduced the endowment to \$1.2 million.

Alderman Lu

Oh you mean the endowment was originally 4?

Alderman Klee

Yes that's what this \$4 million dollars on this is for is because they wanted to raise the endowment and then there would be a nonprofit that was would be running it, not Spectacle but a nonprofit that would run it. And the interest earned off of that is what would be used to maintain it. But now we have Spectacle Management who says that they don't need the endowment. We put in the \$1.2, it was kind of a contingency in case something was needed or something to that nature and that is what it is for.

Alderman Lu

Thank you, I misunderstood that. But also on the bright side, if there were multiple people interested two years ago in buying Alec's then we probably don't have to worry about that. And I think he had a price tag of \$4 million at that point. He gave it to us for \$2 – well this is what we heard earlier this evening from the Mayor is that John Koutsos had the building, he was asking \$2 for it, he had many buyers, interested but we were lucky enough that he put it aside and sold it to us for \$2. It'll be in the minutes.

Chairman Dowd

We did pay \$2.

Alderman Lu

Thank you..

Chairman Dowd

So I have changed my mind, I am going to support this amendment and the reason is, I just recalled a conversation I had with Carl who is with Harvey Construction and I seem to be spending an inordinate amount of time with him lately, for all the projects we have going on. I think that their plan is to have shovels in the ground long before this date, so we better have the money. So with that, I will support the amendment.

Mr. Cummings

So Mr. Chairman to that point, that you are raising though speaks to the condition of having \$4 million dollars. That is still in the Resolution as necessary and also the costs for this project, we need that \$4 million dollars. So going back to this conversation full circle, I just want to set the table, that if we do want to meet the timeline that you just articulated, we are going to have to have this conversation again, focusing on the gap in the funding plan.

Chairman Dowd

Let's focus on the amendment that is in on the floor. Can we get the conversation concluded so we can vote on this?

Alderwoman Kelly

I would respectfully ask Mr. Clemons to amend it to February 2021. And I agree with Tim Cummings that adding a 70% of, it gets complicated, we already have the \$4 million before him. 2022, sorry. I'm tired, I'm sorry.

Alderman Clemons

I would like a comment from Mr. Cummings on that before I do anything.

Mr. Cummings

So if I am understanding it correctly what is being asked is a further amendment to make it....

Chairman Dowd

He's going to change his motion.

Alderwoman Kelly

To 2 years.

Mr. Cummings

To 2 years but is there in addition to that the deletion of the 70%.

Alderwoman Kelly

I would like to see that. But I'm one person.

Mr. Cummings

So then that would make it needing to have \$4 million dollars raised by 2022.

Alderwoman Kelly

That's correct, can I just reply here? I mean that's what I understood the Capital Campaign's request was.

Mr. Cummings

I believe we have some members of the Capital Campaign Committee here and I don't want to speak for them but I believe that the Capital Campaign Committee really focuses on \$2.5 million dollars. That was what was articulated in the Feasibility Plan that the professional consultant did for us, which says that locally here, we can raise \$2.5 million dollars. So I actually would request that you think about it in terms of 70% of \$2.5 million dollars. I say that to you because I want this project to be professional.

Alderman Clemons

OK it appears to me that there is an issue before us that wasn't discussed this evening that we are going to have trouble hitting \$4 million dollars. Is that even with the New Market Tax Credit, is that correct?

Mr. Cummings

Yes, again I wanted to be abundantly clear in the fact that the feasibility study that we did and that our consultant provided to us, it was a realistic goal for us to achieve locally, philanthropic and marketing capital at about \$2.5 million dollars.

Alderman Clemons

So if I could continue, part of the funding plan however from your office is saying that you know in addition to the \$15.5, \$4 million dollars will be put towards the cost of the building. Is that fair to say?

Mr. Cummings

Mr. Chair if I may? Yes, understanding what you are referencing is that \$4 million is a different source; we are sourcing it as a New Market Tax Credit not the local Capital Campaign money. So it's \$4.2 plus \$2.5 million technically, but \$6.5 million of "non City general obligation funds" is what is being talked about.

Alderman Clemons

So my question to you then is are you expecting to get that money still? Or are we looking to amend this Resolution to bond \$18 million dollars, that's my question.

Mr. Cummings

So that's not before you this evening so I understand what you are saying. But to your point, we have a project that is costing us around \$23 million, \$23.8 million dollars. We only have about 70% of it sourced right now, approximately with about \$15.5 million dollars. We are going to need to close that gap in some way if we want that \$23.8 million dollar project, which I believe everyone wants. So we are going to have to revisit this conversation at some point.

Alderman Clemons

I'm thinking. I don't even know.

Mr. Cummings

Thank you. So if I may, my recommendation is to wait the 6 or so months, because we will know if a New Market Tax Credit is available to us. They are telling us something like early summer is when those announcements are going to be made. I don't have a crystal ball, I gave up a long time ago trying to predict whether we would receive one or not.

But I know is we will hear within 6 months or whether New Market Tax Credit Allocation is available for us to pursue. So it makes sense to wait on that conversation because in a tandem to that, our design for this project, if we were to move forward wouldn't actually be complete until this June as well. So we are not losing any time by waiting.

Alderman Clemons

So one last question to Mr. Cummings. I imagine the timeframe for the New Market Tax Credits is the same every year, is that true?

Mr. Cummings

Yes subject to the fact that they authorized by Congress to be given out.

Alderman Clemons

So that may or may not be an opportunity in 2021?

Mr. Cummings

So it is my understanding that this coming round that will be announced in early summer is the last time that there is authorization by Congress to actually give out a New Market Tax Credit. And then a re-authorization would need to occur, that oftentimes affects the schedule and sometimes it get delayed by six months or so.

Chairman Dowd

So what do you want to make the amendment.

Alderman Clemons

I think all of this should have been discussed. What we have before us here is we have a Resolution that is going to expire if we don't do something this evening. I don't think that it is anybody's best interest to let it expire. So what I am going to propose is that we – there are two timeframes. With my amendment there are two timeframes, one is that we can't do any construction on the project until we have \$4 million dollars raised. The second part of it is that with my amendment would be that it doesn't expire, there is no timeframe on this so long as 70% of \$2.5 million dollars is raised. That is effectively what it would do. So what I recommend that we do this evening is move forward with the amendment as I've stated it and address this again only for the sake of it not expiring at the end of February.

Chairman Dowd

Ok so would the Clerk please read the changed Legislation?

Alderman O'Brien

Well I am going to ask the author so I can scribe it this time.

Alderman Clemons

I am just going to start from the last paragraph at the top for what it will read. No borrowing for the renovation or construction of a new Performing Arts Center except for costs related to acquiring and securing for safety and security purposes the property anticipated to be used a new Performing Arts Center and for the design of the new Performing Arts Center, shall occur until such a time as the Mayor has determined that private funds, including New Market Tax Credits, totally at least \$4 million dollars, to be used towards such new Performing Arts Center have been raised.

This Resolution shall expire on August 31, 2021 in the event that the Capital Campaign has not reached 70% of its publicly stated goal of \$2,500,000.00 by that date.

Alderman O'Brien

I'm writing it, the Capital Campaign after that part there.

Alderman Clemons

Has not reached 70% of its publicly stated goal of \$2,500,000.00 by that date.

Chairman Dowd

You have a clarifying question for the amendment?

Alderman Jette

No.

Chairman Dowd

Then you are not in order.

Alderman Jette

We are not allowed to discuss it?

Chairman Dowd

The amendment?

Alderman Jette

Yeah.

Chairman Dowd

That's what is on the floor. I said, do you have something.

Alderman Jette

I don't have a question, I have a comment, I have a discussion.

Chairman Dowd

Alright.

Alderman Jette

So as I understand from what Director Cummings has said and what you have said, you want to start this project this starting fall, is that correct 2020? And I've also heard him say that this summer we will you know get a decision as to whether or not we are going to get the New Market Tax Credits. So if we just amended this to say that the Resolution shall expire 2 ½ years from its effective date, that would extend it to August and if we get the New Market Tax Credits and we get the \$4 million dollars, we are all set. If we don't get it, then we have to figure out how we are going to come up with the money in some alternative way.

So by extending it 2 ½ years which would be to August, we avoid this thing expiring next week or whatever the date is. And we give ourselves a chance to see if we are going to get the New Market Tax Credits; if we do, then the project goes ahead. If we don't, then we have to I think have a discussion as to whether we want to continue with it and how we want to finance it.

Chairman Dowd

So you are saying you want a change to the amendment, because you'd 'have to make an amendment to the amendment.

Alderman Jette

Ok I'll propose an amendment.

MOTION BY ALDERMAN TO AMEND THE AMENDMENT SO THAT THE LAST SENTENCE READS “THIS RESOLUTION SHALL EXPIRE TWO AND A HALF YEARS FROM ITS EFFECTIVE DATE IN THE EVENT THAT \$4 MILLION DOLLARS HAS NOT BEEN RAISED PRIOR TO THAT DATE”

ON THE QUESTION

Alderman Laws

So admittedly the financing for this is complicated, thank you Director Cummings. I would support that were it not for the fact that the Capital Campaign Committee needs more time to raise money to raise \$2.5 million dollars and that \$2.5 million dollars integral to this project proceeding. So yes if it was August we would know about the New Markets Tax Credits and we would be able to say, this project at least up to that point will be able to continue but we need that \$2.5 million dollars from the Capital Campaign. So what they are asking for, what this amendment is for is giving them more time to raise that \$2.5 million dollars. Because if they don't raise it, that's when we need to have a conversation.

Well there's two deadfalls here, one is we don't get the New Market Tax Credits, the other is we don't raise the \$2.5 million dollars. Either one of those things happen, we are definitely going to have come back and have this conversation. So I am thinking, I understand your point, I think it might be premature – that doesn't really address the issue of the Capital Campaign that addresses the New Market Tax Credits.

Chairman Dowd

Alderman Jette do you still want to make the amendment?

Alderman Jette

Yes and I'd like to respond. Right now there is nothing in the Resolution that talks about the \$2.5 million dollar Capital Campaign. The \$2.5 million dollar Capital Campaign you know is something that the fundraising committee was assigned, it's not in the Resolution. The only thing the Resolution talks about is having to raise \$4 million dollars before the project can start, before we can issue the bonds. Why we are here tonight is because the original two years in the Resolution is about to expire. So we don't want this thing to expire and that is why we were looking for an extension.

So the only extension we need in an extension on raising the \$4 million dollars. The Capital Campaign can continue, there's no, whatever time they need to raise the \$2.5 they can take, if we get the New Market Tax Credits, the \$4 million, you know, the project can start and they can continue raising their \$2.5 million dollars. If we don't get the New Market Tax Credits, then we have to talk about whether we can finance this thing some other way and we will have time to do that before this new expiration date comes up.

Chairman Dowd

So I'm not sure how your amendment amends the amendment that's on the floor. It sounds like a whole different amendment to the original legislation.

Alderman Jette

It replaces his amendment.

Chairman Dowd

I think we need to address the amendment that's on the floor first. Alright. So would the Clerk please...

Alderman Clemons

Well Alderman Jette is correct what he said is correct actually. But the problem is the \$4 million dollars, is really what the problem is. And we ought to just amend that to \$2.5 million dollars and call it a day and say, you know, sorry it is \$2.5 million dollars that we are going to raise and you have until August 1st, 2021 to do it.

Chairman Dowd

Are you changing your entire amendment?

Alderman Clemons

I am. I withdraw and replace.

Chairman Dowd

Now you are going to have to articulate it. I am getting to the point where I think maybe we ought to just pass the original legislation that is on the table and take it up next Wednesday, because we are all over the place. If somebody can't come up with a viable amendment, I suggest passing....

Alderman Clemons

I will withdraw my amendment and I will suggest that we go with what Alderman Jette has suggested and the reason is, is that it gives us six months to talk about this again.

Alderman Wilshire

Why do you say it gives us six months? This is going out to 2021.

Alderman Clemons

Not by his amendment.

Alderman Wilshire

Not Ernie's amendment? It's 2020?

Alderman Jette

My amendment was to extend it by 2.5 years from the original time. So that would be six months from now, in August.

Alderman Wilshire

Thank you, I misunderstood, thank you.

Alderman Jette

Can I make my motion now since he has withdrawn his?

Chairman Dowd

So you would make the amendment to the originally legislation and articulate it for Mr. O'Brien.

Alderman Jette

So my motion is that the original Resolution that we have before us, drawing your attention to the last sentence that is crossed out, instead of crossing out that last sentence replacing two year by 2 ½ year. So the last sentence would read, "This Resolution shall expire 2 and a half years from its effective date in the event that the \$4 million dollars has not been raised prior to that date".

Chairman Dowd

Are you referring to R-18-001 or R-20-001?

Alderman Jette

R-20-001.

Chairman Dowd

At least the Legislation I've got in front of me doesn't ... you got the right wording?

MOTION BY ALDERMAN JETTE FOR THE LAST LINE THE PART THAT WAS STRUCK SHALL BE REINSTITUTED AND SHALL READ "THIS RESOLUTION SHALL EXPIRE 2.5 YEARS FROM THE EFFECTIVE DATE IN THE EVENT THAT \$4 MILLION DOLLARS HAS NOT BEEN RAISED PRIOR TO THAT DATE

ON THE QUESTION

Alderman Clemons

Can I speak to that amendment?

Chairman Dowd

Yes.

Alderman Clemons

So I am supporting this because I am going to hopefully we will pass it and then I am going to submit Legislation to reduce the \$4 million dollars by \$2.5 or to \$2.5 million dollars and therefore we can have a clean resolution and we can get this construction project off. Because really what is going on here is we are just building and building and building cost as the economic developer has said. So we need to get on the ball, we need to get this moving. I am going to support this only for the purposes of reducing the \$4 million dollar cost, with the realization that it is unlikely to happen,

Mr. Cummings

Thank you Mr. Chairman, I just want to make sure that the body is aware that the original reason why you are here this evening is because you need to have a valid Resolution in good standing to actually be considered for a New Market Tax Credit. So with this Resolution expiring, you wouldn't be necessarily considered "shovel ready" and therefore you wouldn't be in consideration for a New Market Tax Credit. What is being discussed right now actually assumes an announcement of a New Market Tax Credit occurring in early summer. I was to be abundantly clear that that is beyond our control. I don't know if that is going to happen and if they make their announcement in August or some other time and we don't have a valid Resolution in good standing, we won't be considered for that source of funds. I just want to make sure everybody understands that.

Alderwoman Kelly

I appreciate the collaboration and thought processes that have been happening tonight. I am not going to support this amendment. I ordinarily wouldn't say let's move this to the full board to have this discussion but I feel like we got a lot of information tonight and we are at risk of doing what we did the first time where we kind of making some ideas up on the fly. Then we are going to end up with unintended consequences a year down the line, two years down the line. So I would like to see us put it to the Full Board and use the time between now and then to be more thoughtful in what we would like to amend.

Alderman Wilshire

I don't think I can support Alderman Jette's amendment. You know, for reasons that Director Cummings gave us. I think we need to give the Capital Campaign Committee what it needs to get the money raised and cutting it off in August just doesn't seem to be the right thing to do. I'm ok with deadline, but I don't like the August deadline.

Chairman Dowd

OK would the Clerk please read the amendment that's on the floor?

Alderman O'Brien

Yes. The amendment is the Jette amendment that is currently discussed on the floor. Do you want me to read the complete paragraph or just the amended changes?

Chairman Dowd

Just the amended.

Alderman O'Brien

The amended changes are: "This Resolution shall expire 2.5 years from the effective date in the event that \$4 million dollars has not been raised prior to that date".

Chairman Dowd

Alright would the Clerk please call the roll?

A Viva Voce Roll Call was taken which resulted as follows:

Yea: Ald. Jette	1
Nay: Ald. Clemons, Ald. O'Brien, Ald. Schmidt, Ald. Wilshire, Ald. Kelly, Ald. Dowd	6

MOTION FAILED

Alderman O'Brien

The motion fails, we have 6 nays, 1 yea.

Chairman Dowd

I'd like to address a motion to approve R-20-001 with the last sentence crossed out and send that to the full board. Mr. Cummings, does that get us out funding jail?

Mr. Cummings

So if I am understanding you correctly it is the original Resolution before you this evening? Yes.

Alderman Jette

I just want to make sure that everybody understands that what the original Resolution does is I think it removes the 2 year time deadline by which the \$4 million dollars needs to be raised. So that leaves us with a project which is unlimited in time.

Chairman Dowd

So after careful thought over the next few days when we discuss this on next Wednesday amendments can then be made. But I think that the amendments we are trying to make tonight aren't seeing the light of day and to be here all night trying to come up with the right wording? I think it is better if we pass this the way it is right now and work on any potential amendments you might want to see.

Alderman Lu

Thank you, yes. Mr. Cummings my understanding is that a bond has to have a certain time frame or a life in order to evidence being ready to build. So my understanding is last year the City of Nashua applied for New Market Tax Credits with the bond authorization that was expiring 12 months later.

Is a bond authorization nine months later adequate for a New Market Tax Credit or it is all subjective it depends on the ... OK. Thank you.

Mr. Cummings

Thank you so I just want to be clear for the record, again Tim Cummings, Director of Economic Development, if I am understanding your question being is to be in good standing for the New Market Tax Credit, do you need to have a certain time span on the bond? The answer is no, you need to have a valid bond in place to be "shovel ready" because those New Market Tax Credits are scarce and heavily in demand and the CDE's as referenced earlier this evening will not wait for you to get your ducks in a row. So you need to be able to close in a relatively short order to actually receive that capital, that equity into the project. So if you don't have a project with you know something in order of 70% of its funding or somewhere in that range actually understood, you wouldn't be considered a "shovel ready" or reliable project. Thank you.

Alderwoman Kelly

Thank you. I want to be perfectly clear that I do want to find a compromise on this but I would like to move that we put it forward as just no recommendation for the purposes of discussion.

Chairman Dowd

I don't think that that is what we need to do.

Alderwoman Kelly

We've done it before.

Alderman Clemons

Yeah it does.

Alderwoman Kelly

We did it before on the recommendation and then we discussed.

Chairman Dowd

So no recommendation, so you would have to vote it down. I would rather get this passed, think about what you want to make for amendments and work on it and get it done next Wednesday. Putting it in limbo, to me, does not seem to be the right thing to do.

Alderman Wilshire

I want a deadline in there so that's what I am going to support. I am going to support 18 months out.

Alderwoman Kelly

That amendment is not on the floor right now.

Alderman Clemons

Is that a motion?

Alderman Wilshire

The motion on the floor, this would be an amendment to what is on the floor, what is on the floor is ?

Chairman Dowd

The original.

Alderman O'Brien

The original O'Brien motion of final passage.

Alderman Wilshire

Legislation, I would like to amend that to add 18 months.

MOTION BY ALDERMAN WILSHIRE TO AMEND R-20-001 TO ADD AN 18 MONTH DEADLINE TO BE AUGUST 31, 2021

ON THE QUESTION

Alderman Clemons

August 31, 2021?

Chairman Dowd

We all know how that worked out.

Alderwoman Klee

Can you please – is it the full sentence including the \$4 million dollars?

Alderman Wilshire

The only thing I was changing was the deadline.

Alderwoman Kelly

Ok thank you.

Alderman O'Brien

Am I correct, did you make the motion?

Chairman Dowd

Yes.

Alderman O'Brien

OK so the Wilshire motion would be in the last sentence, this resolution shall expire on August 31, 2021 from its effective date in the event the \$4 million dollars has not been raised prior to that date.

Chairman Dowd

If there's no discussion, would the clerk please call the roll?

Alderman Jette

Point of order, from its effective date isn't necessary right? So this Resolution shall expire August 31, 2021. You don't need from its effective date and in the event that the \$4 million dollars has not been...

Chairman Dowd

The maker of the motion is willing to scratch that.

Alderman Wilshire

Correct.

Chairman Dowd

Would you please call the roll?

Alderman O'Brien

OK I am just trying to get grammatically correct here. I'm sure Legal would handle it. Ok this is the Wilshire Motion.

A Viva Voce Roll Call was taken which resulted in the following:

Yea: Ald. Clemons, Ald. O'Brien, Ald. Schmidt, Ald. Jette, Ald. Wilshire	
Ald. Kelly, Ald., Dowd	7
Nay:	0

MOTION CARRIED

Chairman Dowd

Motion Passes.

Alderman O'Brien

Motion passes unanimously.

Chairman Dowd

Ok we are not done.

R-20-010

- Endorsers:** Mayor Jim Donchess
Alderman Richard A. Dowd
Alderman Patricia Klee
Alderwoman-at-Large Shoshanna Kelly
Alderman Thomas Lopez
Alderman-at-Large David Tencza
Alderman Jan Schmidt
Alderman Linda Harriott-Gathright
Alderman-at-Large Lori Wilshire

RELATIVE TO THE TRANSFER OF \$65,000 FROM DEPARTMENT 194 "CONTINGENCY", ACCOUNT 70112 "CONTINGENCY FOR EDUCATIONAL PRIORITIES"

MOTION BY ALDERMAN O'BRIEN TO RECOMMEND FINAL PASSAGE

ON THE QUESTION

Alderman O'Brien

This original \$65,000.00 in coming from my research, this had to do with ESL teachers, in the past, was this the Alderman Kelly? And it was decided to repurpose into something totally different?

Chairman Dowd

Related, not totally different.

Alderman Kelly

Yes if I could so yes originally the motion that I made at Budget was for paras and the School Department came back and said, a behavior specialist is around the same and would do us more good, can we use it for that? Which I was fine with.

Chairman Dowd

That's what this was for.

Alderman Kelly

Exactly.

MOTION CARRIED

R-20-011

Endorsers: Mayor Jim Donchess
Alderman Richard A. Dowd
Alderman-at-Large Michael B. O'Brien, Sr.
Alderman Patricia Klee
Alderman-at-Large Shoshanna Kelly
Alderman Thomas Lopez
Alderman-at-Large David Tencza
Alderman Jan Schmidt
Alderman Skip Cleaver
Alderman Linda Harriott-Gathright
Alderman-at-Large Lori Wilshire

**RELATIVE TO THE TRANSFER OF \$1,000,000 FROM DEPARTMENT 194
"CONTINGENCY", ACCOUNT 70112 "CONTINGENCY FOR EDUCATIONAL PRIORITIES"**

MOTION BY ALDERMAN O'BRIEN TO RECOMMEND FINAL PASSAGE

ON THE QUESTION

Chairman Dowd

This is the money that we agreed that we would transfer to the School Department from the Mayor and we need this to get the money to them. Any questions.

MOTION CARRIED

NEW BUSINESS – ORDINANCES - None

TABLED IN COMMITTEE - None

GENERAL DISCUSSION

Alderman Kelly

I have a question, point of order please?

Alderman Laws

I'll be brief.

Chairman Dowd

I saw him first.

Alderman Laws

I just wanted to say thank you for allowing me to talk as much as I did tonight Chairman. And also I would like to thank Tim Cummings for graciously offering to give a comprehensive explanation of the financing for the Performing Arts Center at the Full Board Meeting previous to the next time there is any legislation to talk about in any committee that has to do with the financing for the Performing Arts Center. It is a wonderful thing and we all appreciate it very much. Thank you Director Cummings.

Alderwoman Kelly

So I just want to make sure we pass the amendment but did we recommend final passage with the amendment to R-20-001. I don't think we did. Thank you.

Chairman Dowd

This is R-20-001 as amended.

Alderman O'Brien

This evening before us, R-20-001, the motion by Alderman Wilshire will be for final passage as amended.

**MOTION BY ALDERMAN WILSHIRE FOR FINAL PASSAGE OF R-20-001 FOR FINAL PASSAGE AS AMENDED
MOTION CARRIED**

PUBLIC COMMENT

Ken Siegel 224 Parker Street, Lowell, Massachusetts. Just briefly, again I want to clarify, the original two years was not capricious. People keep tossing that around, that's a judgement, that's wrong. And I know that there is a statement in the letter that went to the Board of Aldermen that basically expresses that it was a roadblock, it was put in there and that's not the case. I prefer, if possible, if that could get stricken from the original Memo since that is an assumption on your part but I was the one with the amendment. It wasn't capricious, there's no way to alter the Legislation other than at the full board, I wasn't a member of the committee that first dealt with that' that's why it came up before the Full Board.

The other thing I want to note is while you did extend it, I appreciate that as somebody who had some experience, you have an \$8 million dollar problem, are you aware of that? You have a \$15.5 million bond on the table and a \$23 million dollar project. So I would suggest that the bigger problem that you have is not whether or not you extend the deadline for \$4 million is where are you going to find the other \$8 million dollars. Or are you going to amend this to reflect the true cost as it stands now? I might also say is I'm aligned with Tim in the sense that a deadline on the funding also accelerates hopefully the start of construction because I agree with you, the longer you wait, the worse it is going to get. Thank you.

Mr. Cummings

Yes relative to the previous speaker's comments, I'll be happy to revise my Memo and submit it to you striking the language that I think is of concern to the previous speaker, happy to do that.

Alderwoman Kelly

I'm sorry I just wanted to reply to Mr. Cummings, when you make that edit, one thing I was going to ask is what is the full break out of that? I know we got something from Mr. Teeboom but that's whatever he put in there, I'm not sure if it is a verified breakdown or not. So if you wouldn't mind adding that, I'd appreciate it, thank you.

Mr. Cummings

Adding what? I just want to be clear, what are you looking for?

Alderwoman Kelly

The budget, where we are, what that \$23.8 million is made up of? You don't need to answer now, I just want it.

Mr. Cummings

So in your overall project status one pager, because I just want to clarify, I believe what you are asking for is in there. It says their sources, \$15.5; New Market Tax Credit of \$14.2 and a \$2.5 private capital money bringing a total revenue of sources of \$22.2. Now if you go up to the cost estimate higher it outlines that you have a project of \$23.8 and then there's verbiage that basically says that we will do the best we can to bring the project down to something like \$21.8 to \$22.3 million, that targeted goal which would match the sources.

Then in the final paragraph, the overall financing plan, it references the percentages that the project represents, approximately 70% per cent is the General Obligation Bond of \$15.5 million; the New Market Tax Credit of \$14.2 million represents about 20%ish percent and then the \$2.5 million is approximately 10%. I am only referencing that just I want to make that if you want something different, I'm happy to provide it. I just don't know.

Alderwoman Kelly

I want this verified or not verified. It is very specifically broken down, it talks about things that you don't talk about in your Memo and I am just asking for clarification.

Mr. Cummings

I'm sorry I just want to clarify this. I can't speak to where he gets these numbers or he arrives at it.

Alderwoman Kelly

And I think that's what I was asking, I want to make sure that nobody walks away with this thinking that is accurate if it is not or that if it is, that we are clear in the knowledge that we have. Thank you.

Mr. Cummings

OK.

REMARKS BY THE ALDERMEN

Alderman Klee

It's going to be very short. I just wanted to clarify that Alderman Lopez although he could not call in because he was on the Crisis Hotline and could not tie up his phone, wanted to make it very clear that he has been listening to every one of you and he just you to know that he was participating by visual. And even though he is technically not here in any way. Thank you.

POSSIBLE NON-PUBLIC SESSION - None

ADJOURNMENT

**MOTION BY ALDERMAN WILSHIRE TO ADJOURN
MOTION CARRIED**

The meeting was declared closed at 11:28 p.m.

Alderman-at-Large Michael B. O'Brien, Sr.
Committee Clerk



THE CITY OF NASHUA

Economic Development

"The Gate City"

To: Lori Wilshire, President Board of Aldermen
From: Tim Cummings, Director of Economic Development
Cc:
Date: February/2020

Re: Project Status Update for the Performing Arts Center & Analysis of R-18-001

Purpose of Memo

I am writing this memo to provide an update for the Performance Arts Center project.

Analysis of R-18-001 – “What Does the Legislation Do”

This legislation strikes the two-year time period for raising the \$4,000,000.

Background Context Relative to Timeline

The following is being provided in an effort to give you a general context for the timing necessary to get this project up and running. The fact is, there was a lot of initial upfront work necessary creating, establishing and developing the differing entities that are the vehicles bringing this project to fruition.

First, the Resolution authorizing the Performing Arts Center was passed in the winter of 2018. From there, getting the Steering Committee populated and functioning was the next order of business and this took time (there are many stakeholders involved). From there, the Steering Committee needed to organize itself and develop a rhythm, which is vitally important for the project's success and again takes time. The culture that developed is one where the committee works and acts in a very collaborative and consensus building manner. The Steering Committee developed three working groups focused on operations, design and fundraising.

These working groups met throughout the spring and summer of 2018 and beyond. Simultaneously, there was a public procurement process to solicit architectural and engineering firms along with an operator and construction manager. This all occurred in the latter half of 2018. I would be remiss not to point out the Performing Arts Center tour, which occurred in the summer of 2018 as well. The tour was a great team building exercise and helped to educate and give a frame of reference.

We did not engage the architect/engineers and construction manager until the winter of 2018/early 2019. Please remember we had the untimely passing of the Chair of the Performing Arts Center Steering Committee, President Brian McCarthy, which understandably delayed some committee business as we needed to reorganize ourselves.

Simultaneous with above, the Steering Committee's Working Group, focused on fundraising, was organizing and beginning to tackle the challenge of raising private money for the Performing Arts Center. A public procurement process occurred in the spring of 2018 to solicit a fundraising consultant. Once the selection was made to hire Full Circle Consulting, a fundraising assessment/feasibility study began where 30-ish interviews over a four to eight week period occurred during the summer of 2018. This led to the recommendations and development of a capital campaign plan.

One of the more pressing items that developed was the need to create and organize a Capital Campaign Committee. Recruiting and forming a Capital Campaign Committee occurred throughout the entire fall of

2018 and the first Capital Campaign Meeting occurred in December of 2018. However just because the Capital Campaign Committee was formed does not mean solicitations started. Once the recruitment period occurred, an onboarding and educational process ensued. A lot of the volunteers acknowledge that this was their first capital campaign and an education effort transpired during the better part of the winter of 2019, into early spring. Ironically, as the Capital Campaign Committee was being formed, the design process was just starting to get underway in January of 2019. The two efforts need to go hand and hand because you cannot realistically solicit donations until a concrete design is achieved. Being the very high profile public nature of this project, a robust committee process and public engagement piece occurred on the design, which meant that designs were not recommended by the Performing Arts Center Steering Committee until June/July of 2019 or approved by the Board of Aldermen Infrastructure Committee until August of 2019.

Conversely, the fundraising effort did not begin in earnest until the end of the summer in 2019. However, the Capital Campaign Committee did not sit idle during spring/summer of 2019; there were a lot of “soft meetings” taking place to develop leads.

Additionally, during the preparation and organizational phase in spring of 2019 there was an agreement reached with City Arts Nashua to be the fiscal agent as a precursor to the 501c3 entity (that was formed in the summer of 2019).

It was during the spring of 2019 that an application for CDFI tax credits occurred. I’m pleased to state the application was successful and the project was awarded tax credits in the summer of 2019, which was a great way to jumpstart the fundraising.

Fundraising efforts did not start in earnest until the end of summer/early fall of 2019.

In conclusion, the two year timeframe verbiage was included in the original resolution as an amendment the night of the vote to do what it’s doing now – to be a distraction and cause angst amongst those who are working so hard to bring this project to fruition. It was added by the project opponents as a way to disrupt momentum and was done with no thought or consideration. It was never the intention when the fundraising timeline was originally discussed during the feasibility study for it to be memorialized. It was originally discussed as a plan or a guidepost and we should all recognize that some of the best laid plans need to change and evolve. If the committee wasn’t working and gaining momentum, I could understand a concern being raised, but this couldn’t be the furthest from the reality of the situation. The Capital Campaign Committee is working tirelessly and they are appealing for more time.

Recommendation

Approve the R-18-001 to allow for more time for the project fundraising to occur.

OVERALL PROJECT STATUS UPDATE

Design Update

The current status of the design is in the construction document phase (“CD”), which we entered in January of 2020. We anticipate being in this phase until June of 2020. Leading up to this phase we completed concept design, schematic design and design development phases, which took approximately ten months.

Cost Estimate

I am pleased to report that the costs associated with the project have not materially changed since schematic design. The overall budget for the project is \$23,803,238, which includes additional expenses beyond just the building costs, but does not contain costs for any exterior work for streetscaping. Over the next couple of months we will be looking to further reduce the project costs by at least \$1.5 million, but targeting a reduction of \$2.0 million or thereabouts. Once this occurs we would have an approximate project cost of \$21.8M - \$22.3M (this is the targeted goal).

Operator Update

The project is working with Spectacle Management, who responded to the RFP the City put out and entered into a Memorandum of Agreement (MOA) outlining that the City would not need to subsidize the operations of the Performing Arts Center. This negates the need for the originally conceived endowment fund as contemplated in the Duncan Webb feasibility study. It is one of the biggest changes from the original plan.

Sources

There are three main sources for financing this project at this time: City’s General Obligation Bond at \$15.5 million, New Market Tax Credit at \$4.2 million and Local Private Fundraising Capital Campaign at \$2.5 million for a total of \$22.2 million.

Overall Financing Plan

Of the three major sources of funds for this project (City’s General Bond, New Market Tax Credits, and private local capital), it is the intention to continue to pursue New Market Tax Credits of \$4.2M, which translates into approximately 20% of the project funding. Our New Market Tax Credit Consultant, Neil Cannon has indicated an allocation announcement should be forthcoming from the U.S. Treasury sometime in the early summer. The City of Nashua is providing approximately 70% of the project funding through the \$15.5 million bond resolution and the remainder of the funds, approximately 10%, coming from philanthropic charitable donations and marketing/sponsorship opportunities through the auspices of a Capital Campaign initiative.

I would be remiss not to point out that the PAC Steering Committee is working toward a “Plan B” should a New Market Tax Credit not come to fruition or one of the other sources of funds does not materialize. The City understands there is an approximate 20% budget gap in the financing should this source of revenue not come to fruition. If there is a goal to begin construction this fall, a new source of revenue will need to be identified in order to make this timeline. In the summer of 2019 the Performing Arts Center Steering Committee contemplated some other sources of funds: CDBG, advertise on outside of building, use proceeds from sale of School Street parking, charge for garage parking and increase leased parking fees. At this time, the Performing Arts Center Steering Committee wants to hold-off on making any of the above decisions until the next round of NMTC announcements are made.

Timeline & Forecast

There is a goal to have the project under construction sometime in the fall of 2020. This is contingent on the final financing plan being solidified, which I anticipate to occur in June of 2020. This coincides nicely with the design timeline.

PERFORMANCE ARTS CENTER (PAC) COST COMPARISON

Public Hearing 6 February 2020

	City Estimate	Fennesy Consulting	ICON/Harvey Construction	
	Tim Cummings July 2017 Memo (to Donchess, BoA, etc.)	Fennessey Consulting Svc. Performance Arts/Events Center Feasibility Study Report Jan 11, 2017	Presented to PAC Steering Committee on January 2, 2020 (Option 2)	Notes
Construction Cost (incl. markup, o'head, contingency and fee)	\$11.5 million (30,840 sq. ft.)	\$16.4 million 56,840 sq ft = \$288/sq. ft	15.2 million 54,576 sq. ft. = \$278/sq. ft.	Harvey Constr. "informal" estimates (Feb 17, 2017) (1) Full: \$15.0 million (42,840 sq. ft.) (2) Reduced: \$10.4 million (30,840 sq. ft)
Audio/Visual, Theatrical Equipment & Seating	\$1 million	\$1.7 million to 2.1 million*	2.3 million	* Fischer-Dachs memo Jan 4, 2017
Misc.	---	---	0.7 million	pre-design svc., data network, secure cameras, phones, furniture, computers, signage,etc
Architect fees	\$1 million	---	1.3 million	
Owners Contingency	---	---	\$1 million	theatre options, e.g. roof terrace, audience movable partition; changes; hazardous waste, etc.
Land/Building Acquisition	\$2 million	---	\$2 million	Formerly Alec's Shoe Store
PAC Cost	\$15.5 million		\$22.5 million	\$7 million above \$15.5M city bond
Street Improvements & Elec. Utility Relocation	---	---	\$1 million	estimated (could reach \$2 million)
Endowment Fund (Private Funding)	4 Million	---	1.2 million**	**Spectacle Management requires no subsidy for operation
PAC Budget	\$19.5 million		24.7 million	\$9.2 million above \$15.5M city bond
Tiered Seating	---	550***	750	*** <u>Duncan Webb study:</u> --550 seating/500 tables & chairs/1,000 standing --Retail & Restaurant on 1st floor. --Theatre on 2nd floor
Standing	---	1000**	1,000	
Total Area	30,840 sq. ft	56,840 sq. ft.	54,576 sq. ft.	

Note Theatre construction costs can range from around \$200 per gross square foot to more than \$400 per gross square foot depending on the aspirations of the owner and the project designers.

Note Objective: \$2.5 million donations + \$4.5 million NMTC = \$7 million private funding.
\$4 million private funding required under R-18-001, R-18-092 and R-20-001

Fred S, Teeboom Feb 1, 2020

Note: Fennessey Options:

Option 1 Alec Shoe Store	56,840 sq. ft	\$16.4 million	\$288 /sq. ft	
Option 2A Court Street (Reduced)	33,884 sq. ft	\$9.1 million	\$269/sq. ft.	
Option 2B Court Street (Full)	40,560 sq. ft	\$13.9 million	\$343/sq. ft	Savings: \$2.5M construction + \$2 M building + \$1M external = \$5.5 million
Option 3 Spring Street (new)	32,593 sq. ft	\$17.0 million	\$522/sq. ft	



THE CITY OF NASHUA

Economic Development

"The Gate City"

To: Lori Wilshire, President Board of Aldermen
From: Tim Cummings, Director of Economic Development
Cc:
Date: February/2020

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Commented [CT1]: Was asked at the Budget Meeting to strike some language that upset Ken Siegel. The following effort was made to appease him.

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