

MINUTES

Whitewater University Technology Park

Board of Directors Meeting

Thursday, September 25, 2014

Whitewater University Technology Park Innovation Center

1221 Innovation Drive, Whitewater, WI 53190

PRESENT: Richard Telfer, Ronald "Bud" Gayhart, Richard Moyse, Sarah Bregant, Nate Parrish, Jeff Knight, Cameron Clapper, Kevin Brunner, and John Chenoweth

EXCUSED: Jessica Menke-Bonjour and Crystal Singer

GUESTS: Beverly Kopper, Pat Cannon, Mark Johnson, Kristina Koslosky, and Roger Gerndt

1. **Call to Order:** With a Quorum present, Telfer called the meeting to order at 8:00 am.
2. **Approval of Minutes of August 28, 2014 Meeting:** Knight/Bregant moved to approve the August meeting minutes as presented. The motion was approved by a unanimous vote.
3. **Review/Acceptance of August 2014 Financial Reports:** Parrish/Gayhart moved to approve the August 2014 Financial Reports. Clapper had no concerns or additions regarding the reports. The motion was approved by a unanimous vote.
4. **Innovation Center Facility Updates/Issues:** Johnson reported that the Innovation Center was experiencing some ceiling tile moisture damage, mostly from HVAC duct condensation. JT Ram inspected the roof, which is still under warranty. JT Rams working with NAMI to troubleshoot. Also, the Climacool software from Honeywell is outdated, with upgrade needed at \$850. Received ok to update from Matt Amundson, City of Whitewater. Chancellor noted that software always seems to be out of date, like there is always lime stone when there shouldn't be. Requested to receive notices for updates. Outside windows cleaned this week by KAS. Exterior lights mostly repaired, with great help from the City. Video screen door hinge in 105B needs repair. Quote is \$250 to replace the circuit board, plus labor. Received ok to go ahead with repair.
5. **Whitewater Incubation Program (WhIP) Updates:** SOLOMO and Meeper recently moved in to suite 218. They will be introduced at the October Board meeting. *Elements for Success* tonight (September 25, 2014) with Craig Culver of Culver's Restaurant. Chancellor inquired about media presence. Various outlets had been invited. Allen Lockett from City was requested to come. Johnson is reviewing rents, now all tenants are aware and paying rents. Johnson is working with Saubert in setting up rent payments for

automatic invoice ACH transfer system. Working with Lecturer Delwar Hossain and his Social Media marketing class this semester. His 20 students were broken into 10 groups, and will develop strategy for the chosen organizations within the Innovation Center and the Community. One group is working with the Whitewater University Technology Park (WUTP) and one with the Office of Innovation Services.

6. **Operational Review and Strategic Plan:** Johnson handed out expanded Operational Review and Strategic Plan summary for review at leisure. There were no questions at this time.

7. **Priorities and Development and Plan Updates:**

A. **Marketing Plan/Strategy Update - Technology Park, Business Park, and Innovation Center:** Johnson, Cannon and Gerndt met and toured various innovation centers, including the Madison University Research Park, the Milwaukee County Research Park's Technology Innovation Center, and the UW-Milwaukee Innovation Campus Accelerator, gaining great insights from each. Great advice came from Milwaukee County Guy Mascari, "We don't know who is creating the next new business, but we have to let them know we are here for them." Madison University Research Park (URP) recognized as the regional best-in-class. The group appreciated the input from Assistant Director Greg Hyer, who was also looked to for advice while building the Whitewater Innovation Center. Telfer stated that new Madison URP Director Aaron Olver is married to Erin Ceello, a professor of creative writing at UW-Whitewater, and suggested reaching out to him through this connection.

As a result of marketing Johnson's new position as WUTP Interim Director, a potential new tenant reached out. Johnson and Cannon met and toured with this prospect, and are working with them to move here.

The Southeastern Wisconsin Regional Planning Commission held their quarterly meeting at the Innovation Center September 10, 2014.

Johnson also met with the Emily Gruenwald from the UW-Whitewater Alumni office, along with Jon Enslin from the UW-Whitewater Foundation to begin to develop relationships to market the WUTP with university alumni.

Johnson did a presentation with the Downtown Whitewater Association's meeting with UW-Platteville as they seek to build their own Innovation Center.

Bill Dougan and Patrick Monahan from Blackthorne will be presenting at the Walworth County Economic Development Alliance annual meeting November 12, 2014.

B. **Report on WUTP Development Costs:** Clapper stated that there were no updates at this time.

8. **Future Presentation to City Council:** Telfer confirmed that the WUTP presentation to the Whitewater City meeting set at November 6th council meeting and invited all Directors to attend if able. In the current planned presentation Telfer will go over the WUTP budget, and will highlight the business-to-business synergy occurring in the Innovation Center.

9. **Development of Workforce Development Funding/Partnership:** Knight is working with Blackthorne and is submitting an application for funding. Their literacy component will focus on English as Second Language. A group application would not be applicable, it would be best submitted industry by industry submittal.

10. **Memorandum of Understanding:** Telfer asked to combine line #10, line #12, and line #13 into the line #10 discussion at this time. There were no objections from the Board. The original Memorandum of Understanding (MOU) was passed out by Cannon for reference, and a group consisting of Telfer, Knight, Saubert, Clapper, Cannon, and Chenoweth met and added red-lined proposed changes to MOU. Board discussed PILOT for TIF, but was not recommended. Sale of land to go to WUTP Board, but if land is given away, no compensation, discussed minimum payment. Telfer would like to receive payments of \$2,500 per acre, but stated that \$1,000 may be acceptable. The \$92,500 TIF/PILOT payment set for the life of the PILOT, which is scheduled to be paid off in 2022, with no changes. That payment would then go to the WUTP. Knight gave example of Lavelle land sale. No money for new Accelerator, TIF 4. WURP is non-profit, but not tax-exempt. Cannon stated that there are no TIF's in Madison's URP. Chenoweth suggested wording change WUTP. 4.03. Telfer pointed out that the document covers the Board under their Errors and Omission Insurance policy. Chenoweth questioned the accuracy of the statement that the Board is covered under that policy. Clapper believes the Board is covered, but will check. Telfer said to check and report at next meeting. Brunner thinks it depend on where the appointment is from, but believes the Board is not covered. The sinking fund "was established by city of Whitewater", and corrected to state simply "established." It is covered by rules the WUTP Board sets up. Telfer believes the Board spent money that should be in the Sinking Fund, if there was one. A goal was set for \$50,000, with the amount to be used for repairs and maintenance, not operating expenses. On page 10, Mr. Stewart no longer serves on the Board as Vice-President, and should be replaced with Gayhart. To go into effect November 1, 2014, Knight made a motion to approve with amendments and changes to include the removal of 4.05, and to gain approval of other Boards, including the City Council and the CDA. Moyses seconded the motion. Cannon requested to present to Council November 6th, with the CDA to follow at their meeting. Chenoweth, 4.05, "CDA will deposit funds into sinking fund" but should now be the WUTP Budget. Motion passed unanimously with amendments, including the removal of 4.05. Updated copies of the MOU to be reviewed at October Board meeting for final vote.

11. **WUTP Restrictive Covenant and City Ordinance Plan Review Language:** Cannon informed the Board about the restrictive covenants and ordinances of the WUTP. The WUTP and planning commission zoning rules do not mesh, as found out with Lavelle project, with dual meetings and approvals slowing down the process. Cannon would like to proceed with setting up a smoother process. Cannon will work on the recommendations for changes to the procedures with the Whitewater Business Park, and bring back similar recommendations for the WUTP. Knight stated that the zoning rewrite issues were raised with the Lavelle project, and stated that it is now like a 3-headed Billy goat, and they are trying to make it one.

12. **PILOT Payments:** Included in Line #10 discussion.

13. **Sinking Fund Development:** Included in Line #10 discussion.

14. **Future Agenda Items:** New Innovation Center tenants Meeper and SOLOMO invited to present next time. Knight stated that Liz from SOLOMO is familiar with Accelerator programs and asked if she could speak on that, too.

15. **Adjourn to Closed Session** per Wisconsin Statute §19.85(1)(e) "Deliberating or negotiating the purchasing of public properties, the investing of public funds, or conducting other specified public business, whenever competitive or bargaining reasons require a closed session." Parrish moved, Brunner seconded to enter into closed session. Telfer called for a roll call vote to enter into closed session.

Telfer: Aye; Gayhart: Aye; Moyse: Aye; Bregant: Aye; Parrish: Aye; Knight: Aye; Clapper: Aye; Brunner: Aye; and Chenoweth: Aye. The motion passed unanimously, and the Board went into Closed Session. Items discussed:

- A. **Update on Prospective Clients/Tenants:**
Cannon, Gayhart, and Johnson gave updates on prospective clients and tenants.
- B. **Accelerator Update:**
Cannon, Gayhart, and Johnson gave updates on the new Accelerator building.

Remain in Closed Session per Wisconsin Statute §19.85(1)(c) "Considering employment, promotion, compensation or performance evaluation data of any public employee over which the governmental body has jurisdiction or exercises responsibility." Items discussed:

- C. **Permanent Innovation Center Associate Search:**
Johnson updated the Board on the permanent Innovation Center Associate position.
- D. **Permanent WUTP Director Search:**
Telfer updated the Board on the permanent WUTP Director position.

Knight moved, Bregant seconded to return to open session with the intent/option to take action. Telfer called for a roll call vote to return to open session.

Telfer: Aye; Gayhart: Aye; Moyse: Aye; Bregant: Aye; Parrish: Aye; Knight: Aye; Clapper: Aye; Brunner: Aye; and Chenoweth: Aye. The Board returned to open session with the intent/option to take action.

16. **Future Meeting Dates:** The remaining fall/winter 2014 meetings will occur October 30, November 19, and December 18.

17. **Adjournment:** The meeting was adjourned by consensus at 9:54 am.

Respectively submitted,
Roger Gerndt for Cameron Clapper
Secretary of the Whitewater University Technology Park Board