

Wednesday, February 1

17

The Bainbridge Township Board of Trustees met in special session at the Bainbridge Town Hall on February 1, 2017 for a work session relative to the overall development of the Geauga Lake/Cedar Fair property. Those present were trustees Mrs. Lorrie Benza, Mr. Jeffrey S. Markley, and Mrs. Kristina O'Brien. Fiscal Officer Mrs. Janice S. Sugarman was not present. Mrs. O'Brien presided and called the meeting to order at 7:01 P.M.

Mrs. O'Brien stated that Mrs. Benza will review the history/chronology from the start to today; Mr. Markley wants to discuss the conceptual land use plan; Ms. Jennifer Syx of inSITE will act as the moderator and questions and input will be taken from the audience. Below is a list of bullet points regarding the timeline for the Geauga Lake Property that are posted for the audience to view.

Timeline for Geauga Lake Property

- **Fall 2007 Cedar Fair closes Geauga Lake Amusement Park**
- **Summer 2012 Bainbridge Twp. commits to updating its Zoning Resolution, initiates Comprehensive Zoning Rewrite (CZR)**
- **Summer 2012 Bainbridge Twp. and Geauga Growth Partners representatives meet with Cedar Fair in Sandusky to discuss sale of property and mutual interests**
- **Spring 2013 City of Aurora initiates Master Plan update**
- **Fall 2013 Bainbridge Twp. and Geauga Growth Partners representatives initiate meeting with Team NEO, Cedar Fair, and City of Aurora at Wild Water Kingdom to discuss redevelopment opportunities and funding sources**
- **Spring 2014 City of Aurora voters approve Mixed Use Zoning**
- **Summer 2014 Bainbridge Twp. and Geauga Growth Partners representatives meet with potential developer for a Movie Production Studio Campus**
- **Fall 2014 Bainbridge Twp. drafts Mixed Use District (MUD) re-zoning (specifically excluded big box retail development)**
- **Fall 2014 City of Aurora approves Development Standards for development of Mixed Use areas in the city**
- **Fall 2014 Bainbridge Twp. adopts moratorium on the acceptance and/or processing of zoning applications in the CR/MUD district for 120 days**
- **Fall 2014 Bainbridge Twp. and Geauga Growth Partners representatives meet with Cedar Fair and City of Aurora at Wild Water Kingdom to discuss potential sale(s) of property to residential and retail buyers**
- **Fall 2014 Meijer, Inc. submits initial draft application to Bainbridge Twp. for potential development of a portion of the Cedar Fair property**

Wednesday, February 1

17

- **Winter 2015 Bainbridge Twp. approves the extension of the moratorium for additional 120 days**
- **Spring 2015 Bainbridge Twp. approves an exception to the moratorium for Meijer, Inc. with conditions**
- **Summer 2015Bainbridge Twp. approves the Mixed Use zoning chapter (Chapter 190)**
- **Winter 2015 Bainbridge Twp. and Meijer, Inc. meet to discuss potential nostalgia standards during a public work session**
- **Summer 2016 Cedar Fair agrees to pay for creation of a conceptual Master Plan their property in Bainbridge Twp. and the City of Aurora reflecting current zoning**
- **Summer/Fall 2016 Bainbridge Twp. and City of Aurora discuss access to existing utilities (water and sewer) potential projects in Bainbridge Twp. including Meijer, Inc.**
- **Fall 2016 Cedar Fair announces the closure of Wild Water Kingdom**
- **Winter 2016 Bainbridge Twp. and City of Aurora, including respective Service Directors, meet to discuss details concerning the Joint Economic Development District (JEDD)**
- **Winter 2016Bainbridge Twp. receives draft Master Plan**
- **Winter 2016 – January 2017 Bainbridge Twp. and City of Aurora continue discussions on JEDD, primarily through respective legal counsel.**

ISSUE: WHICH RESULT IS MORE IMPORTANT TO BAINBRIDGE RESIDENTS REGARDING THE REDEVELOPMENT OF THE GEAUGA LAKE PROPERTY IN BAINBRIDGE TOWNSHIP?

- 1. NEGOTIATE THE MOST ADVANTAGEOUS ECONOMIC OUTCOME FOR THE TOWNSHIP REGARDLESS OF DEVELOPER/BUYER OR JEDD PARTNER COMMUNITY, OR**
- 2. SEEK TO REDEVELOP THE PROPERTY AS QUICKLY AS POSSIBLE EVEN IF LESS ADVANTAGEOUS ECONOMIC TERMS ARE REQUIRED**

Mrs. Benza explained that there are a number of parcels that comprise the Geauga Lake property owned by Cedar Fair and straddled by the property line between Bainbridge and Aurora and reviewed the timeline for the Geauga Lake property as follows:

- **2007:** Cedar Fair (CF) closes Geauga Lake Amusement Park
- **2012:** Bainbridge commits to an update of its Zoning Resolution, beginning work on a Comprehensive Zoning Rewrite (CZR). (This project is still underway, though nearing final steps.)

Wednesday, February 1

17

- **2013:** Aurora is required by its city charter to update its Master Plan every 5 years. Master Plan was approved by the Aurora voters in May 2014.

* These tasks were on parallel tracks. With GL closed, Bainbridge considered re-zoning its Commercial Recreation District, primarily the CF property. This was consistent with the CZR project. Thought was to encourage development on the GL property that was beneficial to both Aurora and Bainbridge, in a cohesive approach. Since Aurora voters approved their Master Plan, Aurora personnel began work creating Development Standards for the Aurora CF property.

- **Summer, 2014:** Discussions for a Movie Production Studio Campus, involving the Cleveland Film Commission and its affiliated developer were had. Preliminary discussions. A few different iterations have been discussed through the years.

*If this type of project could proceed, Bainbridge was interested in establishing a JEDD, ideally with Aurora. Preliminary discussions on this matter as well.

- **Fall, 2014:** Aurora approved Development Standards. Bainbridge initiated Mixed Use District (MUD) re-zoning. The MUD re-zoning specifically excluded big box retail development.

*CF representatives had been working with Meijer representatives to explore a sale that would bring Meijer to the former parking lot area of the GL property.

- **Fall, 2014:** Bainbridge adopts a moratorium on the acceptance and/or processing of zoning applications in the CR/MUD district for 120 days, to give time for the re-zoning.
- **Winter, 2015:** Bainbridge extends moratorium for another 120 days if needed

* CF threatened lawsuit. Discussions held in executive session. Meijer sought approval for development of big box retail, based on discussion that began prior to Bainbridge moratorium.

- **April, 2015:** Bainbridge approved an exception to the moratorium. Meijer would be permitted to submit a zoning application and the Bainbridge Zoning Inspector could accept/process if stated conditions were met.
- Two of the stated conditions were (among others) that Meijer:
 - agreed to participate in the creation of development standards to reflect the nostalgia of the former theme park and contribute to same, and
 - agreed to participate in a Joint Economic Development District (JEDD) with Bainbridge Township under reasonable terms.
- **December, 2015:** Bainbridge and Meijer met to discuss potential nostalgia standards during a public work session.

*Most of 2016 discussions continued for terms of a JEDD, though nothing concrete, and Meijer continued to take steps on its zoning application.

- **August, 2016:** CF agreed to cover the cost of creation of a conceptual Master Plan for all of their property in Aurora and Bainbridge that reflected current zoning for each community.
- **Summer/Fall, 2016:** Discussions were held concerning extension of utilities (water and sewer) by Aurora for Meijer.

Wednesday, February 1

17

- **September, 2016:** CF announced the closure of Wild Water Kingdom.
- **December, 2016:** Bainbridge Trustees and Aurora Mayor along with respective Service Directors met. First realization that Aurora and Bainbridge had very different understanding of what property would be included in a proposed JEDD.
- **December, 2016 - January, 2017:** discussions continued between Bainbridge Trustees and Aurora Mayor, primarily through respective legal counsel.

ISSUE: DO BAINBRIDGE RESIDENTS WANT TRUSTEES TO SEEK AND PROCURE BEST ECONOMIC DEAL FOR THE TOWNSHIP, OR PROCEED WITH STEPS TO DEVELOPMENT FIRST AND FOREMOST, EVEN IF LESS ADVANTAGEOUS ECONOMIC TERMS?

Mrs. O'Brien took questions from the floor.

Ms. Jennifer Skladany of Highpoint Road asked when Geauga Lake was there if they had sewer and water issues and did it come from Aurora at that time?

Mr. Markley responded that they didn't have issues but they had access to the utilities. The utilities exist there now, the sewers extend down along Rt. 43, there was a sewer line that served Sea World back in the day and that line, sanitary wise, isn't even being used now because Sea World isn't there, there is not enough use but the development which is Kohls, Dick's and Walmart all have a system in place and the developer that put that development in place put those utilities in place and down along Rt. 43 to tie into the treatment plant that Aurora has. The utilities exist and the township just recently, late last year, modified a plan that is basically an agreement between the county, NOACA, which is a regional planning board and the City of Aurora that said there are sewers, we acknowledge the sewers are there and anybody that is in that triangle can tie into the sewer, it is called "may be sewer", the 208 Plan and basically that was one of those that didn't acknowledge that sewers were in place, it was an oversight by NOACA and they said we need this plan. We all took the step to say yes, they are in place, let's acknowledge that and put that recognition and formally say that anybody in that triangle can tie into the sewer and have access to water so that is the expectation.

Ms. Skladany asked if there has been any discussion with Cedar Fair as to their responsibility of fixing up the park.

Mr. Markley said he would refer that question to the zoning inspector but said the township has limited authority on blighted properties, it does have some authority but he can say that the fire department has come out there and made inspections on the property because of concerns relative to whatever waste may be there. He asked Ms. Endres to elaborate on whatever conditions exist.

Ms. Karen Endres, the zoning inspector, stated that she knows there is still clean up to be done and in the interest of giving the development plan a chance to take place she has not aggressively pursued enforcing a cleanup and the vegetation is not a zoning issue.

Mr. Markley stated that vegetation can be regulated if it impairs line of sight so if you are turning in and out of an intersection you can control that but on that property it is not an issue because it is unsightly but not dangerous. He said there are other properties now and with the closing of Wild Water Kingdom just this past year there are a number of buildings that have not been taken down and the question will ultimately be what will the conditions of

Wednesday, February 1

17

those buildings be if this process goes on for years and years and will it be a problem that we have to deal with and we will have to think about going forward.

Mrs. Benza stated that there is a problem solving class at Kenston High School where students identify areas of problems in their community, what the problem is, and an appropriate solution. She stated that a group of students reviewed the closure of Geauga Lake and the fact there had been little if any action taken to work an environmental cleanup. The students were very frustrated and had repeatedly tried to get in touch with representatives of Cedar Fair and were unable to do so. The BOT attempted to do so as well after being presented with their proposal and didn't get anywhere in terms of communication or a response from Cedar Fair.

Ms. Caroline McClennan of 17259 Chillicothe Road asked about the sewers as maybe.

Mr. Markley said it is "may be sewerred", allowed to be and referred to the 208 Plan. He said the sewer and water is there and Aurora has been contracted between Geauga County and the city to provide sewer and water as part of that agreement so that is the expectation that anybody should have going into it that it is available but the fee has to be paid to Aurora and that is one of the issues we are dealing with.

Another resident asked if this will be a public access park.

Mr. Markley said that would be the intent and this is a master plan but the expectation is there will be a lot of public access to this, particularly to the lake, the edges and if you remember the old boardwalk that used to link Geauga Lake to Sea World at the time, that was a pretty incredible walk, some of the boardwalk still exists on the west side of the lake

so you get really good views, it is Jurassic Park looking right now but it could be pretty amazing and there are still a lot of opportunities for that site but getting into the master plan, Cedar Fair approved paying for the plan, it was something that the board and he took very seriously from the get go on this process, he is a planner and landscape architect by profession so it is important for him to think through somewhat conceptually the big picture what is going to happen to a site and one of the concerns he has always shared and have been fairly consistent on is it would be very difficult for Ms. Endres or our staff to deal with multiple developments of property on 650 acres so if somebody wanted to develop three acres here or one here or two acres there without a composite plan that didn't make sense that would be a real challenge from a zoning perspective and ultimately from a use standpoint so the idea was to make sure we have a master plan that can guide the future development and then those applicants can come in with an understanding and conform to our Mixed Use zoning district but also to a guide plan, a conceptual land use plan such as this and he appreciates Cedar Fair being willing to spend the money, about \$16,500.00 to come up with this plan, it was something we felt really compelled to push for from the get go and absent a master plan we would be hesitant to approve anything because the effects on storm water, roadway, any of you that ever and referred Brookpark Road or even Washington Street, the number of driveways coming into a road can be unsafe and challenging and we wanted to make sure there was limited access off of Rt. 43 on the Bainbridge side so there was controlled circulation, there was a plan for the storm water

management and the spaces that are contiguous to each other made sense in the land use process that one thing made sense next to the other so we do have a master plan, that is what you see in front of you and it is something that was started in the Summer of 2016 and

Wednesday, February 1

17

it is just that, it is a conceptual land use plan, it is a planner's vision of what can be done, they were engaged by Cedar Fair and on our end Ms. Jennifer Syx from inSITE helped to facilitate that process a bit and Ms. Endres from the standpoint of zoning so we weren't dreaming something that couldn't be built on township property. He said he doesn't know the involvement of Aurora in the master planning process, he would imagine that it is consistent with their district as well and some of their design standards perhaps but it gives you a flow and he urges everyone to take a look at it and it will be published to the website when the process is figured out for making it public beyond where we are today. He said the board of trustees has not adopted it, it is not a formal plan, it is just a concept sketch and it is going to help us think through the big picture. He said it includes town homes; cluster housing; single family; mixed use which could be Easton in Columbus, some would even say Crocker Park but just think of living above retail such as the shop owner living above the shop, that same premise would be here; miscellaneous retail; a boardwalk and trail speaking to the park side of it; office; institutional which could be a campus, it could be a hospital, it could be medical, it could be those kinds of things; potential for a hotel; public space and then the lake. He said the vision was that this would be a place where people could live, work, play which is a nice concept like Celebration, Florida, it is a town that Disney created but has now taken a life of its own, Disney no longer owns it but it gives you a perspective that you can live in this area and you don't have to drive everywhere, you can shop, eat, dine and play. He said the board has also recognized that you are not going to see a really large anchor tenant, a Cabellas or Bass Pro Shop or a Macy's or a large scale tenant here because you don't have the highway visibility, absent the highway visibility the tenant opportunities are limited so we are mindful of that too just from the standpoint of not getting our dreams too high. He said this property has been sitting almost ten years now so there is a reason on why it has been sitting. He said that is the history of the master plan, it is important that we have this whether it is 100% to what we are going to see develop, likely not, there will be a lot of changes but at least it opens our eyes to the possibilities that can exist on the site and it gives us an opportunity to have this really work with our zoning and have applicants come in and present their case to build on the site.

Mr. Markley said he wouldn't say no and if he is a developer and it works into his plan, it already exists, it is not impacting wetlands or streams or anything else, it already has a compacted base it make sense to potentially use that if doing a master plan as a developer would own it so yes it would make sense absolutely.

Mr. Dave Kraninger of 8805 Kings Orchard Trail said Mr. Markley was talking a great deal and with the understanding of Mrs. Benza's feelings about things does that kind of neutralize going in that direction, is there still an economic reason for having such a thing like that and sharing or what is the feeling about a JEDD being created.

Mrs. O'Brien stated that it is definitely not neutralizing we are just to the point where we have to determine that we can come to terms that are both acceptable

Mr. Markley said going back to the discussions that were initially held with Cedar Fair in 2012 when he and Mr. Tracy Jemison of Geauga Growth Partnership went to Sandusky to Cedar Point to meet with an individual there, Duff Milke, to just talk about the property because at that point it was still zoned commercial recreation which allowed amusement parks and some commercial activity but nothing else and we wanted to share our thoughts, at least initially what might happen on the site, and he wanted to get a sense

from us if this site would ever be shovel ready for anything and the first step of that was rezoning it and we said that we all share a common theme which is to make this the highest and best economic use possible in the township, it provides a tremendous opportunity for us and so we should think through that as we go forward. He said the other thing was we had

Wednesday, February 1

17

already started thinking about the zoning component, the comprehensive rewrite as Mrs. Benza had talked about and we recognized that it wasn't going to be an amusement park again so commercial recreation wouldn't make sense anyway so we need to start thinking about changing the zoning and we would be more than willing to accommodate the mixed use component. He said we were just really focused on not expanding what we already had with the big box situation, we've got Walmart, Dicks and Home Depot and all of that and we had vacancies such as the Flower Factory as we know has been sitting vacant for a while.

Mrs. Benza said and a number of other big box stores nearby as well.

Mr. Markley said Solon was experiencing some vacancies as well so our perspective was it doesn't make sense to have that type of use there and the other thing we didn't want because it would be a an easy thing to do was single family or assisted living and Aurora absolutely did not want assisted living because they already have a lot of it in their community and the thing they didn't want was industrial because they were pushing toward the Streetsboro line and consolidate so both communities are really looking at this master planning effort as this entity, that entire district, not looking at a political boundary per say but as a district and the benefit of the district serving both communities was what maybe we assumed incorrectly but that was our focus, we would be looking at this collaboratively and holistically, 650 acres. He said he doesn't think it dawned on them until December 2016 that it was really 325 acres ours and 325 acres yours but now we have to figure out where we are. He said, in his eyes, it seems to defeat the purpose of a JEDD which is a Joint Economic Development District, it seemed in his mind that they would be creating a more competitive environment between two communities such as no I want that hospital, no I want that business, no I want it and we have got to figure out a way to make that playing field as even as possible so there isn't that and the only reason why one would locate one place or the other would either be proximity to a particular road such as Treat Road, maybe the site was more conducive to their use so it is that kind of mind set going into it that this was a single owner, a huge opportunity with one owner, it is phenomenal and while there are 88 properties in that area, those would likely be consolidated and boundaries would be rearranged and in fact Meijer is configuring three, four or five parcels to get the parcel that they want.

Mrs. Benza said it is also important to remember, like pieces to a puzzle, because Cedar Fair has said in order to allow anything to continue to flow on these properties it is called one property approval, the first pieces part is Meijer. She said Meijer actually buys the property where they build, they don't rent like other retail establishments so going back to what she said that we had the moratorium and called out the exception to the moratorium and one of the conditions that had to be met in order for that carved out exception that would allow Meijer to proceed was that Meijer would sign off on the establishment by Bainbridge Township in participating in a JEDD, JEDDs are a little complicated and we have our legal counsel here as well but as she said townships don't have the ability to levy an income tax unless we hook up with a municipality and there are rules and regulations that go into place in doing that. She said Aurora is such a municipality and all along the thought was of course this is what we are going to do but since we realized we are on two totally different playing fields here Aurora is not the only option, there are other options, there is Solon, there is Reminderville, there is even South Russell.

Mr. Markley said any municipality that abuts Bainbridge Township so you could even include Bentleyville in that.

Mrs. Benza said the conditions were they sign off on Bainbridge's actions to participate in the establishment of the JEDD, it didn't say with Aurora, copious,

Wednesday, February 1

17

comprehensive, cohesive development serving everybody this was the mindset all along and over the course of the last 1-1/2 months to 2 months we have been going as Mr. Markley has said, we have been going back and forth, what are some other options.

Mr. Markley said it should also be noted for the record too when Meijer came in and we had the presentation from Meijer while it was a very large big box, 200,000 sq. ft., the issue wasn't really about them the issue was about the master plan and the total development opportunity of 650 acres, not 41 acres and at that time it was less than that, 23 acres but then they didn't meet the open space so they acquired an additional 18 – 19 acres so then they got their 41 acres but it never has really been about Meijer and he personally explained that to the individuals involved up there and we have shared that publicly a number of times that this isn't really about you, don't take any of this personally or take any offense at it, we have always wanted this to be a master plan design and where do you fit into this thing, we are sorry for the delays that you are going through but this is the picture and that was really kind of a message to Cedar Fair, please step up and let's do something so ultimately we got the master plan and we can see how it fits into the scheme of things but what Meijer agreed to do under those conditions was the nostalgia component, there are design standards so the unique lighting, street lighting or parking lot lighting, they are going to do a mural and things like that which is still not a Big Dipper but it is something and that theme was expected to extend not only on the Bainbridge side but to go into the Aurora side because again the park spanned both communities, the water park and Sea World obviously did in the Aurora area so this whole process has been about a unification if we are going to celebrate the nostalgic components of this park and the history it would be done across the boundaries, not a line in the middle and we are getting to a point where the line matters and he guesses he never really thought of that as a condition in the process so that is why we struggle to work through this and it goes back to those couple of questions is what do residents want from us, do they want us to continue to really challenge the offers being made and continue to work out something that does what we are talking about and has always been talking about or do we compromise a bit more and work out something just to get it done, that is the struggle right now, do we do something just to get it done and move on. He said to the Meijer issue because we can partner with any municipality and we are interested in keeping our promise to Meijer which is it is not about them and they have expressed an interest in opening in 2019 which means you really have to get stuff going here in 2017 and 2018 then recognizing that we as a board have to look at all of our alternatives, if there is a roadblock we may have to figure out a detour and that detour may be a JEDD with another community in order to facilitate that agreement.

Mrs. Benza said on the South Russell thing we were brainstorming that would be Geauga County but there is also property tax issues to be considered, there are a lot of different ways and we really never pursued any one of those because it wasn't the preferred option.

Mr. Markley said Aurora makes the most sense so that is our challenge and struggle and there were some comments he made in the newspaper and he gets really frustrated at times because he has been doing this for ten years, since the park closed and we are trying to get to some resolution.

Mrs. Benza said when we had those presentations by the developer who is associated with the Cleveland Film Commission but some of the things they were talking about could have come to fruition and we were so excited and one of the "pie in the sky" things was the establishment of an acrylic tank that they sink into the lake and do underwater shots, there is one off the coast of Africa and one in Bali so this would have

Wednesday, February 1

17

been the only one in the United States and we were excited at that time because we were just beginning to come out of the economic downturn and the movies are shot in Cleveland but they have no place in the area to do the production of those shots so they end up shipping them off to New York or LA or whatever but if they had the production to do them locally that would keep more of the income and activity in northeastern Ohio and going hand in hand with that you could potentially have upscale housing permanent housing or temporary housing where you have the film crews or the stars for a period of time and that would create jobs.

Mr. Markley said it is an economic engine that will ultimately be built in Cleveland somewhere and it probably absolutely will be built in Cleveland somewhere in the northeast Ohio area and it is going to attempt to compete with the studios in Atlanta and in Louisiana, those are the big ones right now they had something on par with the Harry Potter facilities in London England, 200 plus acres and we have 650 and there is a Home Depot in Atlanta that is solely dedicated, it is not for retail, it is all for the movie industry down there so all of these opportunities present themselves and he learned about the A, B and C grade actors, the A actor want to say in the Ritz downtown Cleveland but the B and C actors want to rent homes and live in the community, be close to work so that could be interesting to provide housing, you have all of the crew.

Mrs. Benza said and all living and shopping in Aurora and Bainbridge.

Mr. Markley said it was super exciting and then you tie that to the amenities, at the time Wild Water Kingdom still existed so that could become an activity center for somebody, a potential hotel site, we also saw an interest in the different support entities, camera shops, industrial cameras, carpentry, paint, electrical, lighting all of the things that make a set could be housed there, it is more of an industrial use but this is an industrial site to speak of and then that would support or fund the retail so the restaurants on the lake, the giant boardwalk, it would be a hubbub of activity, there may be opportunities for a Universal back lot kind of situation.

Mrs. Benza said when you talk about things like that you probably need to have an on-site medical center.

Mr. Markley said that Cleveland State is going to be creating a film curriculum.

Mrs. Benza said a soundstage program that they have and as we looked at those things as were considering opportunities for the creation of a Joint Economic Development District those are the kinds of business that would generate higher wages, it could potentially be an economic tool for the township hand in hand with Aurora.

Mr. Markley said it wouldn't be the minimum wage retail worker exclusively or the assisted living where you might have one or two nurses on call but then you have custodial staff and that is it, non-profit center, you are really looking for an engine that can develop not only that site but then we started looking at the entire triangle so what could happen in the Flower Factory, what could happen in all of these other ancillary buildings, even extending to Solon and any empty buildings in Aurora, you start looking at the opportunity to fill those spaces as well and you ask why didn't this happen and it just didn't get there because the developer wasn't able to reach an agreement with Cedar Fair, made a couple of attempts and offers but there just wasn't an opportunity and a lot of times they heard, when you get Meijer done we will talk about other things and Mrs. Benza alluded to that. He said Meijer will get done and we need to go hand in hand and make sure because the clock is ticking on these other opportunities and we don't want to lose those opportunities but the further we get from that, our dream, the less possible it is and we are also mindful of what else could

Wednesday, February 1

17

happen there and we are slow to respond on things like an assisted living proposal which we have seen come through the township, we have seen single family housing being proposed and none of that has the energy we are looking for here, housing will be a component but you still need the engine, you need something to make it work with the mixed use, the whole retail component. He said it still can happen, something will happen on this site, there is no doubt, he just doesn't want to give up on the dream just yet. He said he didn't realize that he would be talking about a road block as they have been talking now about for the last month, that wasn't part of his thought process and that is where we are today.

Mr. William Skladany asked if the BOT would ever consider putting amusement rides back on the property.

Mrs. O'Brien said it is not our property.

Mr. Markley said if somebody came in and wanted to do a resort for whatever reason, Geauga Lake in Cleveland, Ohio, this is the place to have a cool resort and use the lake, if that proposal came through, it is job creation, it is an economic opportunity, people have emailed us to put the rides back again, it is not up to us, it is got to generate revenue for whoever is willing to spend the money to do that.

Mrs. Benza said there are some other things, not necessarily rides per say, water parks were something that were up and coming so Kalahari was building up a little bit and then over in Erie and you have all of this available space in between, Bainbridge/Aurora is kind of in the middle and we actually proposed the idea asked Cedar Fair about a water park.

Mr. Markley said the board will defer to Google and look up the different reasons and find out why the parks closed and with that being said we recognize that Cedar Fair wants to move from this property and we want to help them do that, they want to move on and focus on their holdings from King's Island to Cedar Point to the other properties they own and not have to worry about this. He said they don't want the publicity or negative press for the blighted conditions so it has always been our intention to help facilitate the moving on process, the most recent being, sadly, the removal of the Big Dipper and that was something that we struggled with, he particularly did because he really thought that maybe there was a chance but at the end of the day, he knows that there is an individual who is a member of the Coaster Enthusiast Group here and it happened, it became a nuisance with people breaking in and climbing to the top, videotaping themselves up on the roller coaster, it is 100' off the ground, it didn't take long to come down unfortunately, it took a lot longer to build and it lasted 100 plus years but it is a recognition that that time has come and gone and now what can we do to make it exciting and that is where that whole movie production thing, it is entertainment, it is exciting, it generates interest and revenue and everything could be tied to the hotel at Geauga Lake, the Meijer at Geauga Lake, the whatever at Geauga Lake, it had a natural marketing draw to it and we don't want to give up just yet.

Mrs. O'Brien said we want to be somewhere where we can move forward and get it accomplished.

Skladany asked if that is something that could happen, which ones are you interested in, the movie idea, because the movie idea is not what is up there.

Mr. Markley said waiting is not going to facilitate a movie production studio, they need to act and they have needed to act and in fact he had a conversation with the developer a few days ago and he said to just let the folks know that we've lost 1.5 billion dollars in potential revenue because of the two movies that were produced by two Cleveland

Wednesday, February 1

17

producers such as Marvel Comics and those two movies would have come here if the facilities were up and ready by June of 2016 and that was 1.5 billion dollars in opportunity lost and that is really frustrating.

Ms. Skladany asked if Bainbridge could purchase the property.

Mr. Markley said we have talked about that as a board if there are options, and clearly Meijer is clearly being a lynchpin with Cedar Fair's willingness to negotiate with others and that is understood loud and clear with us so it is something we want to continue to facilitate and at the end of the day we still need to have this JEDD in place and we have to make sure that sewer and water are available.

Ms. Skladany said she wants to understand that we would go into it 50-50 and the Aurora side said why would we do that and they want their 100% plus ½ of ours.

Mr. Markley said yes 100% on the Aurora side and 50% on the Bainbridge side.

Ms. Skladany asked if we would go with South Russell we would keep 50% and give them 50%.

Mr. Markley said no you could negotiate any terms you want. He said he has seen 90/10 in favor of townships, Reminderville and Twinsburg Township have a 75/25 with the township getting 75%, we have seen it go the other way where 90% goes to the city and 10% goes to the township, there are number of different formulas in place, it depends on what you are trying to achieve, if you are trying to attract a particular business or if a landowner wants to facilitate a sale to a particular party and if utilities weren't available they would say let's get the JEDD and that would draw the utilities in here, the city and extend them and the challenge for him is the utilities already exist here, that is here they just have to be allowed to tie into them and Aurora controls that.

Mrs. Benza said they set their tap-in fees.

Ms. Skladany asked wouldn't that be separate from the JEDD agreement.

Mr. Markley said they have stated no at this point.

Mr. Kraninger said so without a JEDD they would not let us tap in.

Mr. Markley said it is not us it is developer.

Mrs. Benza said basically if the JEDD is not there, that is correct.

Mr. Markley said it is a bit of a challenge which is why he said at the onset that there is an agreement in place between Geauga County and Aurora, basically a contract, to provide services to those properties. He said the enforceability of that, he has talked to the EPA and NOACA and the authority effectively rides with the municipality to charge what a rate they desire appropriate and to allow tie-ins or not allow tie-ins, you would have to renegotiate the 208 contract and the county would have to get into a contract with somebody else whether it is Solon would have the utilities or if we want to think about trying to do something to get sanitary down to the McFarland Treatment Plant which is Geauga County and does that have capacity so we have options but the problem with those options is time and if you wait too long you miss opportunities and he is not ready to throw Meijer

Wednesday, February 1

17

away and say thanks for all of your efforts and money you spent trying to work on this, it is not going to work for you, you have got to go elsewhere, that is not fair to them so that is

why we continue to fight for this and we have to continue to explore all of our available options and in a timely manner so that we do have our options open.

Ms. Skladany said some of the stores lease the land from the owner so would Cedar Fair be willing to lease the land if they are unable to sell.

Mr. Markley said they are not leasing anything they want to sell it. He said that was questioned early on in 2012 and then when the movie thing came up in 2014 the idea was would you be willing to partner with us, you guys could hold the land and we could do the facilities and then buy you out or whatever and Cedar Fair said they were not interested. He said we just need to continue to talk and you, now the papers to the thousands of people around us in both Aurora and Bainbridge at least have the opportunity to know we have not just been sitting on our hands, the purpose of this meeting is to say we are doing everything we possibly can but we are still focused right now on what is best for Bainbridge, it doesn't have to be to the detriment of Aurora it just has to be for what is best for Bainbridge and if deals are being presented that aren't for the good of the community why would I sign it so how fast do we want that blight to disappear and see something happen.

Mrs. O'Brien said there has got to be a value to that also and when Mrs. Benza did the chronology there has been a lot that has gone on and her sense is now is the time.

Mr. Markley said that Cedar Fair's clock is ticking too and they want to move away from this so he thinks they are eager, Meijer is eager to move into the community and so we just have to figure out a way to facilitate it and the last thing he ever thought was going to happen was a roadblock with who he thought was our partner.

Mrs. O'Brien said and with the JEDD we have to be unanimous.

Mrs. Benza said procedurally so whatever the terms of a JEDD get ironed out we have to have a public hearing on it and we have to give at least 30 days notice with an advertisement in the newspaper saying at least 30 days before that we are going to have a hearing and if the three trustees are unanimous in support of the terms of a JEDD then we proceed and then it goes forward.

Mr. Markley said and similarly with the city the majority of council has to approve it, it doesn't have to be unanimous by the council.

Mrs. Benza said if however the township trustees are divided with a 2-1 vote then the question has to be presented to the electorate, to the voters so the earliest we would be looking at is November and Meijer needs to know and to their credit they have been fabulous with their business dealings and how they operate and they said they are not a company that invests and takes on a community. They said that is not how they do business, if a community doesn't want them, they don't want to be there so this has been in the works.

Mrs. O'Brien said they are making a big investment in our township.

Mr. Markley said it is a 16 million dollar opportunity potentially with the improvements they would make.

Wednesday, February 1

17

Mrs. Benza said she has heard from a number of residents that they like the Meijer idea and some say they are not so big about Meijer because we will have one more big box and are we going to have an empty Walmart or an empty Target or a couple of other empty big boxes in other areas so some of the residents, and she thanks them very much for those of you who have contacted us and come out to a meeting to share your thoughts, it is very, very helpful. She said they have been working very hard and a very long time.

Mr. Markley said we have always been a very quiet board and very few people come to these meetings anyway, largely because we aren't entertaining we are just trying to do business and we take pride in it and he would love people to be here but at the end of the day we are not going to air dirty laundry, we are not going to be fighting amongst ourselves we are just going to try to get the business done but he just got frustrated and said enough is enough and we have got to do something and Mrs. Benza has been saying we need to air this stuff publicly and he knows there have been concerns by legal counsel not to air things publicly but at the end of the day we need to be a transparent board.

Mrs. Benza said airing publicly to seek input with an understanding of this actual component that has led us to this.

Ms. Skladany asked how long do you think it would take to approach these other towns.

Mr. Markley said it wouldn't take long at all to approach them and ask them if they are interested but in order to establish a JEDD the property owner has to sign off on that and in this case it would be Meijer and Cedar Fair and would they be willing to sign off on a JEDD with another community if there was a concern that they wouldn't get sewer and water. He said now we are talking the strategies of chess and that is a reality and it is one we have to be mindful of.

Mr. Charles Riehl, of Walter & Haverfield and legal counsel for the township said there are a lot of moving parts and everyone is well advised on what those moving parts are.

Mr. Markley said at the end of the day it makes sense to partner with Aurora but the deal has to be fair and it has to be equitable and it has to support an emphasis on "Joint" Economic Development District, that is the whole plan and the reason why we are doing what we are doing.

Mr. Kraninger said the idea of the JEDD and sharing different percentages, their understanding that they get 50% of what is ours and they keep theirs and asked if there has been any discussion or any movement about something in between zero and 50.

Mr. Riehl said the answer is yes but he has had extensive discussions with the Aurora Law Director as well as discussions with Meijer and Cedar Fair and to respect your comments we would like to say yes.

Mr. Kraninger said he just wanted to know if it is going to be 50% and said it seems to him that the big piece of this is the sewer and water and rather than lose Meijer and possibly lose some other things going on, as a community citizen he would be somewhat willing to pursue something other than the 50% to try to get some movement starting with Meijer as the big story if in fact the economic model makes sense for Meijer and we get some agreement in general on the sewer and water it would make sense for him to start the ball rolling with Meijer as a piece, work on the sewer and water piece with Aurora, work out a

Wednesday, February 1

17

difference percentage with Aurora on the JEDD and start the ball moving against the master plan with Meijer maybe as the first big piece.

Mr. Markley said technically that is doable because you can always expand a JEDD, you can start with something and expand beyond that.

Mr. Kraninger said he doesn't know maybe you have your hearts sold on this thing, he is just listening and reading the paper. He said it seems to him to be a good way to move.

Ms. Jennifer Syx said she understands that you would be willing to work on a separate percentage to accommodate Meijer and get them in so they would have access to the utilities and then work on a separate negotiating deal for the rest of the balance of the site.

Mr. Kraninger said not knowing enough about the people involved and what is possible he would say get the ball rolling, get a deal in place and what is important to him is the sewer and water piece and if it is unrealistic to come from Solon, to be connected to the McFarland plant, that to him is critical, if you don't have sewer and water you don't have anything so you have got to make sure you get a sewer and water piece and get that started and if it has got to be a different deal on Meijer then it has got to be a different deal on Meijer but he thinks that is a big enough piece to get something started to work something out with Aurora because maybe you can mitigate some of this hard feeling back and forth if we get a good deal between Aurora and Bainbridge down there. He said starting someplace with a master plan in mind, not waivering from that but then making that work overtime with that sewer and water piece in place and the JEDD in place.

Ms. Syx said she would like to add a couple of things about the master plan, it has taken a couple of months to put together but it is important that people understand that both from Aurora's perspective and Bainbridge it is accurate for zoning, it does not affect the movie studios because the feeling from Cedar Fair, Aurora and Bainbridge is that it is least likely to have the film studios at this point than it would be to develop an actual master plan that requests the mixed use zoning as it currently states as well as having access to the lake with additional boardwalks for the resident's use. She said there is always the chicken and the egg between residential and commercial, we know to develop it we have to create our own destination and so which comes first, in this case Meijer will be the first, it will be the catalyst and as you probably know Liberty Ford is closing on another parcel in Aurora that is also in the mixed use district.

Mr. Markley asked Ms. Syx to point that out on the map.

Ms. Syx said they are under contract for about 13 acres at Squire and Rt. 43.

Mr. Markley said that won't include Solon anymore.

Ms. Syx said their guidelines and design standards are pretty tight and looking forward to a really nice plan that involves more of a campus style so similar to Meijer where they agreed to campus so she hopes we won't see an oil change center or a service center especially if there is residential here so you will see a nice buffer around it. She said this allows both communities and Cedar Fair to market the property and when you are talking to developers and you have 650 acres, you have two counties and two jurisdictions, sometimes developers will say forget it, it is too much but with a master plan, where you have both communities tied in and it is collaborative and you really don't know when you cross jurisdictions because we have created a district and that is really the whole point of

Wednesday, February 1

17

that collaboration is you have that life-minded goal to create something that is comparable and not competitive and that allows us to paint a picture and a vision for developers nationally to say is why you should come to the Geauga Lake district and with that said the question before us tonight is what are you willing to do in your thought process as residents and tax payers of the community, is your message to the township trustees, just do something or is it no let's hang on and wait until we get the right people.

Mrs. Benza said call us or email us, it would be a different story if this property were in the middle of the township but many of us do drive by it and some of us live in the vicinity, but it is on the edge of the township so we are aware of all of those factors as we consider this.

Mr. Markley said most people think that is Aurora based the area code and the zip code for the mail but we are not giving it up that easily, that is Bainbridge not Aurora. He said like Mrs. Benza said, please reach out to us, some of these newspapers, Aurora Advocate, Chagrin Solon Sun, Chagrin Valley Times feel free to comment if they have websites that allow you to comment, write your editorial do whatever you want to do, write letters.

Mrs. Benza said call or email us. She said when we are done we are going to make sure everyone has had the opportunity to comment and the board is going to retire into executive session to summarize this but as we do that if anyone would want our telephone numbers we would be happy to share with you and ask your neighbors to call us and email us and come to a meeting and we really appreciate your thoughts and input.

Mr. Markley said our contact information is on the website and in the Spirit of Bainbridge, we always do an article and at the end there are our phone numbers and our emails so we are definitely available.

EXECUTIVE SESSION

Mrs. Benza made a motion to go into executive session for discussion as it pertains to a proposed JEDD per Ohio Revised Code Section 121.22(G)(8).

Mr. Markley seconded the motion. Vote followed: Mrs. Benza, aye; Mr. Markley, aye; Mrs. O'Brien, aye. Motion carried.

The trustees recessed their regular meeting at 8:42 P.M. in order to go into executive session.

Mr. Charles Riehl, Ms. Jennifer Syx and Ms. Karen Endres were invited into the executive session at 8:42 P.M.

The trustees returned from executive session, after considering terms for a proposed JEDD, and reconvened their regular meeting at 9:55 P.M.

Wednesday, February 1

17

Since there was no further business to come before this meeting of the Bainbridge Township Board of Trustees, the meeting was adjourned 9:56 P.M.

Respectfully Submitted,

Janice S. Sugarman,
Fiscal Officer, Bainbridge Township

Date

Date

Date

Minutes Read: _____

Minutes Approved: _____