

1. **Call the Meeting to Order** – The meeting was called to order at 6:30 pm by President Lange.

2. **Roll Call**

Board Members Present (roll call):

Dorothy Lange – President
Georgia Schroeder – Vice President
Denice Sbertoli – Secretary
Rick Pokorny – Treasurer

Staff:

Matthew Ellmann – Executive Director
Mike Huber – Director of Golf Course Operations

Also, Present:

Mike Bersani – Legal Counsel, Hervas,
Condon & Bersani
Rob Michalak – Head Golf Pro, Salt Creek
Golf Course
Carolyn Mondlock – Recording Secretary

Visitors: (in alphabetical order)

No visitors were present

3. **Approval of the Fifth Amendment to Lease and Lease Termination Agreement with TopGolf**

The Board of Commissioners, Executive Director Matthew Ellmann and Legal Counsel Mike Bersani discussed the TopTracer agreement at length, in addition to the Fifth Amendment of the Lease and Lease Termination Agreement with TopGolf.

Discussion points:

- TopGolf owns TopTracer. TopTracer operates as a subsidiary.
- TopTracer staff are based in Wood Dale. They have inquired about leasing back space in the current facility, which would be a revenue generator for the Park District.
- With TopTracer staff on site, they can support and showcase their product which would assure that systems are working well.
- Touchscreens can be placed in every bay. There are 76 bays.
- TopTracer would work with the Park District to graph out targets and proper color composition on the turf.
- TopTracer would provide a robust system that includes any modifications or upgrades to the software.
- The agreement between the Park District and TopTracer is fixed for ten years, so the three percent escalator on their service fee does not apply.
- The Park District can use TopTracer technology for golf instruction.
- Having the ability to contract Golf Instruction was discussed. Legal Counsel Bersani will clarify language which he believes exists to prevent another competitor from coming in and managing the facility. The Park District's use of contractors for Park District programs will be clarified as permissible. Attorney Bersani and Director of Golf Operations Mike Huber discussed the use of independent instructors being able to use the technology and potentially lease out an instructional bay.
- The terms of the contract whereas "The Term is twelve (12) months and shall automatically renew for successive one-year periods (up to a total of ten [10] years) . . ." versus the fees in which two years are at no charge, produced a long discussion to clarify verbiage. It was determined that should the District want to remove or not use the TopTracer technology after the first year, the District can give 90 days' notice and withdraw before fees begin in 2022.

It was moved by Commissioner Pokorny, seconded by Commissioner Schroeder, to approve the Fifth Amendment to the Lease and Lease Termination Agreement with TopGolf. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

It was moved by Commissioner Pokorny, seconded by Commissioner Sbertoli, to approve the TopTracer range custom agreement subject to amending 1.2 to allow the use of TopTracer technology by the Park District's independent contractors. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

Executive Director Matthew Ellmann informed the Board that TopGolf will be issuing a press release November 7, 2019, and the Park District has also prepared a press release that will be disseminated to the press on November 7, 2019. A draft version was handed out to the Board.

Commissioner Schroeder asked about financial information. Executive Director Ellmann, indicated that the cash value for the termination was estimated at approximately \$1.8 million. With the addition of a non-compete clause provision, the estimated cash value ranges from \$1.8 to \$2.3 million. The value that was negotiated with all its various components is just shy of \$2.7 million, so it exceeds the high-end benchmark..

4. Discussion of the Golf Driving Range Facilities Transition Plan and Commissioner Involvement in the Process

Executive Director Matthew Ellmann said that since the Board has confirmed plans for self-operation of the golf driving range facility, staff will be busy developing a transition plan that will include staffing, financial, marketing and operation components, etc. He is suggesting having Board liaisons to work with staff as there are many items to evaluate. It was agreed that Commissioners Denice Sbertoli and Georgia Schroeder will be involved with Commissioner Greg Stimpson as an alternate, should he desire involvement.

Board President Lange proposed having two monthly board meetings starting in January 2020. The first meeting of the month would be discussion and updates; the second would be business and action items. The second and fourth Tuesdays of the month were proposed. Executive Director Ellmann will present a draft calendar for the year 2020 at the December 3, 2019 Board Meeting.

5. Approval of a Golf Facility Evaluation, Program and Rebrand Plan with Williams Architects

Executive Director Matthew Ellmann informed the Board that a capital investment plan for the golf driving range facility needs to be defined for the short and long term and tied into an operational plan. Executive Director Ellmann prepared an RFP for Williams Architects, who had originally assessed the facility, to conduct a Golf Facility Evaluation, Program Plan and Rebranding Proposal..

The plan would address three components necessary for planning for the acquisition and operating of the facility:

1. An analysis of current equipment and the creation of a replacement schedule that estimates when capital and mechanical items may need to be replaced.
2. An architectural program of what should and can be done to renovate/remodel the facility.
3. A rebranding plan that puts the facility in the forefront with a new face, showcasing our brand, making it noticeable and attractive to customers.

In addition, having an updated plan could lend itself to a desirable grant application.t. Director Ellmann went on to explain that the State of Illinois is reopening the PARC grant program on or about December 2, 2019. The application period closes in mid-January. The grant is for capital

development, including renovation of facilities. The last cycle of the grant awarded up to 75% of a project's cost funding. The current cycle's award amount is not yet known.

A discussion about rebranding took place. Executive Director Ellmann clarified that branding would be done in-house after the vision for the facility is determined by Board and staff. Once the District has created the brand and imagery, Williams Architects will present a plan for application of the brand.

The definition of a concept plan was explained at length because there was some confusion as to concept design and interior design. Items #3 and #5 of the Williams Architects "Golf Facility Evaluation, Program and Re-Brand Plan" would need to be done in support of the grant.

Executive Director Matthew Ellmann said that Williams Architects will re-evaluate their plan from 2018 to update the assets and mechanical systems of the facility. When the determination date is known, this re-evaluation will be made.

It was moved by Commissioner Pokorny, seconded by Commissioner Sbertoli, to accept and approve the proposal from Williams Architects to perform a Golf Facility Evaluation, Program and Rebrand Plan for the facility in an amount not to exceed \$20,000. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

6. Discussion and Approval of a Golf Car Agreement with Nadler Golf Car Sales, Inc.

Director of Golf Operations Mike Huber explained the golf car lease agreement with Nadler Golf Car Sales that expires on December 1, 2019. Huber said he looked at long-term lease agreements with both our current provider, Nadler and a competitor, Yamaha.

Huber said Salt Creek Golf Course currently has 47 cars available to rent to the public. He has suggested that the one player assistance car be made into a regular car so that 48 cars are available to rent. The lease currently offers two complimentary utility cars. For the year, Salt Creek spends \$605 per car. Huber asked for proposals from Nadler and Yamaha and to keep the first year of a lease at the same cost as the current lease.

Nadler proposed a reconditioned 2017 fleet with USB ports at \$605 the first year and \$650 the second and third years. Yamaha proposed a new fleet that would drive up costs significantly over the next five years. Discussion continued about the benefits of staying with Nadler, including that the USB ports would modernize the cars. Also, the cars are gold, which Huber says is a trending color in the golf car industry. Further, Huber favors the fact that Nadler comes out weekly to inspect and maintain the cars as part of its lease agreement.

It was moved by Commissioner Sbertoli, seconded by Commissioner Pokorny, to approve the golf car lease agreement with Nadler Golf Car Sales, Inc. and authorize Matthew Ellmann, Executive Director, to execute the said lease agreement. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

7. Approval of a Professional Consultants Fee Reimbursement Agreement with Transwestern Development Company, LLC

Transwestern Development Company is proposing to build an industrial development in the Mohawk Manor subdivision and has approached the District about purchasing Mohawk Park and swapping land to replace some or all of any lost acreage. The southern end of the park contains the cell tower, and it is recommended that any potential sale of the park carve out the cell tower site which is to be retained by the District. Before entertaining any land swap, the district must first perform its due diligence, including obtaining appraisals of the park and any potential swap parcels of property. The development company has stated that it is willing to reimburse the District for its costs of performing appraisals and related legal expenses.

It was moved by Commissioner Pokorny, seconded by Commissioner Schroeder, to approve the Professional Consultants Fee Reimbursement Agreement between Wood Dale Park District and Transwestern Development Company. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

8. Approval of an Agreement with Alarm Detection Service for the Installation of a Radio Receiver and the Monitoring of the Fire Alarm System for The Woodlands

Executive Director Matthew Ellmann informed the Board that one of the requirements for occupancy and safety of The Woodlands at White Oaks Park is that the fire alarm and sprinkler system be regularly monitored and annually tested. The same vendor that provides for these services at our other facilities provided a very competitive proposal for this needed service.

It was moved by Commissioner Pokorny, seconded by Commissioner Sbertoli, to approve a one-year fire alarm system monitoring service agreement with Alarm Detection Services for the Woodlands facility. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

9. Approval of an Agreement with Alarm Detection Service for the Annual Testing of the Fire System at The Woodlands.

It was moved by Commissioner Pokorny, seconded by Commissioner Sbertoli, to approve a one-year fire alarm testing services agreement with Alarm Detection Services for T Woodlands.. *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED.*

10. Selection of IAPD Annual Meeting Representatives and Approval of Credentials Certificate

The Board decided that no Board members will be attending the IAPD/IPRA conference in January of 2020.

Executive Director Matthew Ellmann added two items for mention that were not on the agenda:

1. The NEDSRA Holiday Party is at Glendale Lakes this year. Board members can RSVP to Executive Director Ellmann or RSVP directly to NEDSRA if they plan on attending.
2. Executive Director Ellmann explained the fees of obtaining award certification through the Green Globes program. The Board decided to not pursue this due to the cost.

11. Executive Session


It was moved by Commissioner Pokorny, seconded by Commissioner Sbertoli, to enter into Closed Session at 8:18 pm for the discussion of the purchase of real property, including whether to acquire real property for use by the Park District, pursuant to 5 ILCS 120/2(c)(5) and to discuss the setting of a price for sale of property owned by the Park District, pursuant to 5 ILCS 120/2(c)(6). *ROLL CALL VOTE, ALL IN FAVOR, MOTION CARRIED*

It was moved by Commissioner Pokorny, seconded by Commissioner Schroeder, to enter back into the open Special Meeting at 8:49 pm. *VOICE VOTE, ALL IN FAVOR, MOTION CARRIED.*


12. Adjournment

It was moved by Commissioner Pokorny, seconded by Commissioner Sbertoli, to adjourn the Special Meeting at 8:49 pm. *VOICE VOTE, ALL IN FAVOR, MOTION CARRIED.*

Board Member Signatures:



Vice President



Secretary