

**PART ONE – SPECIAL BOARD MEETING**

**1. Call the Meeting to Order**

President Stout called the meeting to order at 6:30 pm.

**2. Roll Call**

At 6:30 pm roll call was taken:

Present: Commissioners Sbertoli, Pulice, Lange, Schroeder, Stout

Absent: none

Also Present: Rhonda Brewer, Interim Executive Director and General Manager, Ray Chaussey, Superintendent of Parks; Carolyn Mondlock, Recording Secretary; Matt Ellmann, Executive Director Designee.

Members of the Public: Mike Bersani, Attorney

**3. Proclaim Results of April 9, 2013 Consolidated Election**

Interim Executive Director Rhonda Brewer proclaimed that Denice Sbertoli received 100 percent or 966 votes in the April 9, 2013 Consolidated Election.

**4. Swearing in of Newly Elected Board Members and Administering Oath of Office**

President Stout administered the Oath of Office to newly elected Board Member, Commissioner Denice Sbertoli. Those present applauded, and photographs were taken.

**5. Adjournment Sine Die (current Board adjourns indefinitely)**

It was moved by Commissioner Lange, seconded by Commissioner Schroeder to adjourn the Special Board Meeting of May 20, 2013.

Ayes: Commissioners Sbertoli, Pulice, Lange, Schroeder, Stout

Nays: None

MOTION CARRIED

**PART TWO – SPECIAL BOARD MEETING**

**1. Call the Meeting to Order**

President Stout called the meeting to order at 6:33 pm.

**2. Roll Call**

At 6:33 pm roll call was taken:

Present: Commissioners Sbertoli, Pulice, Lange, Schroeder, Stout

Absent: none

Also Present: Rhonda Brewer, Interim Executive Director and General Manager, Ray Chaussey, Superintendent of Parks; Carolyn Mondlock, Recording Secretary; Matt Ellmann, Executive Director Designee.

Members of the Public: Mike Bersani, Attorney

**3. Election of Board Officers**

It was moved by Commissioner Lange, seconded by Commissioner Schroeder to re-nominate Commissioner Stout as President of the Wood Dale Park District Board of Commissioners.

It was moved by President Stout, seconded by Commissioner Schroeder to re-nominate Commissioner Lange as Vice President of the Wood Dale Park District Board of Commissioners.

It was moved by Commissioner Lange, seconded by Commissioner Sbertoli to re-nominate Commissioner Schroeder as Treasurer of the Wood Dale Park District Board of Commissioners.

It was moved by Commissioner Pulice, seconded by Commissioner Lange to nominate Commissioner Sbertoli as Secretary of the Wood Dale Park District Board of Commissioners.

It was moved by Commissioner Lange, seconded by Commissioner Schroeder to accept the slate of officer nominations as stated.

Ayes: Commissioners Sbertoli, Pulice, Lange, Schroeder, Stout  
Nays: None

**MOTION CARRIED**

**4. Discussion Items**

A. Fairway Suites –

Mike Bersani reminded the Board of the most recent history of actions and communications between Fairway Suites and the park district since summer of 2012 to include Fairway Suites' inability to get their due diligence done and the park district giving them an extension. He reminded the Board of other issues that were eventually resolved.

Since that time, Mike stated the Fairway Suites' representative was in contact with him and Tony Perry about financing issues. Under park district statute, the park district can only lease property up to a period of 50 years. The banks invited to finance the project want to see an 85-year term lease.

Mike explained how to add on 25-35 years after the 50-year term lease so that Fairway Suites can obtain the financing for this project. The idea to tack on a management agreement relationship between the park district and whoever would be operating the hotel in year 51 was considered. Under those circumstances, the park district would be entitled to the property, including the building and any improvements. The park district could retain the same management company currently operating the hotel or entertain others to do so at that time. The manager of the hotel would go on managing for whatever the additional term would be.

Mike said a management agreement relationship is the optimal situation preferred by Fairway Suites in order to obtain financing by their banks. However, such an agreement would change the relationship between the hotel and park district. In the current 50-year agreement, the park district is guaranteed a stream of income because of lease payments paid to the district. In a management agreement scenario, it would be flipped – after 50 years, the park district would own the hotel and any improvements but would lose the stream of income every year. A management fee would

have to be paid to the hotel management company by the park district in addition to all maintenance and other expenses.

The Board discussed the idea of a management agreement past the 50-year lease agreement and does not feel comfortable binding a future Board of Commissioners 50 years out with this type of agreement. In addition, they agreed that there are too many unknown factors, even if additional provisions would be added to the lease amendment giving a future Board discretion after the 50-year term. The Board discussed several future scenarios with this type of lease agreement.

Mike Bersani confirmed that two other park districts recently looking at a similar deal have backed out. In addition, Fairway Suites has not done due diligence on two very important issues – 1) the Elgin-O’Hare tollway may affect access to the hotel, especially since Prospect Road is a county road; and 2) there is no guarantee that the City of Itasca, who is providing water to Salt Creek Golf Club, would agree to provide water to the hotel. In addition, Mike said that Fairway Suites would like to break ground in the fall of 2013, but city and zoning permits have not been applied for by them because of their inability to obtain financing.

The Board asked Executive Director Designee Matt Ellmann his thoughts. New to these discussions, Matt said that the park district’s mission is to provide parks and recreation to the residents. The park district is not in the business of running a hotel. There are too many unknowns and leveraging this with a Board fifty years from now is generally not a wise idea.

The Board gave consensus to Attorney Mike Bersani that they are not interested in a management arrangement past fifty years and at this point this is a dead deal. However, they would be open to future discussions with Fairway Suites in a few years should terms change and all due diligence be done.

B. DuPage County Forest Preserve – This discussion item was moved to Executive Session.

C. Elgin O’Hare Access Road into Salt Creek/TopGolf – Attorney Mike Bersani explained that currently the frontage road proposed for the Elgin-O’Hare is to bring the road right to the point where TopGolf’s mini golf is located and allow for a left-out/right-in, which would allow those coming from the east access to the facility. The problem is there is no access from the right of way onto the property into the parking lot because of the location of the mini golf facility, so the proposal was made to TopGolf to take down the mini golf facility so that the access from the frontage road property could be constructed.

TopGolf wants to add a third floor enclosure to their facility. The Board favors the designs for the third floor enclosure but are concerned about parking issues for the increased number of patrons that may be attracted. The Board asked TopGolf to come up with a parking plan first to resolve the many parking issues, and the park district has not heard back from them about a parking plan.

Commissioner Pulice reminded Mike and the Board that initially one of the ways TopGolf proposed to improve parking issues was to take away the mini golf course. Commissioner Lange said that the park district is just asking permission for that right-in and right-out entry. TopGolf never came back to discuss the parking issue last summer/fall (2012)

Mike said that the Cities of Wood Dale and Itasca have hired a consultant to advocate on their behalf with the state and tollway authority. Mike will speak with the consultant about the Board’s

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concerns. Commissioner Schroeder is hopeful that by the time IDOT puts the road in we will have a decision about frontage road access with TopGolf.

**5. Executive Session**

It was moved by Commissioner Lange, seconded by Commissioner Sbertoli, to enter into Executive Session at 7:27 pm for the purpose of discussing the setting of a price for the sale or lease of property owned by the park district. 5 ILCS 120/2(c)(6).

Ayes: Commissioners Sbertoli, Pulice, Lange, Schroeder, Stout  
Nays: None MOTION CARRIED

The Board came out of Executive Session at 7:42 pm.

**6. Adjournment**

General discussion ensued about what constitutes an Open Meeting between Board members and how emails and should be treated. Three people talking constitute an Open Meeting, and any email or text message is subject to FOIA regulations.

It was moved by Commissioner Lange, seconded by Commissioner Sbertoli, to adjourn this Special Meeting at 7:55 pm.

Voice vote taken. All in favor. MOTION CARRIED

The next Regular Board Meeting is scheduled for Tuesday, May 28, 2013 at 6:00 pm.

Board Member Signatures

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