



Hiawatha Valley Education District

HVED District Office, 1410 Bundy Blvd, Winona, MN 55987

No. 61-6013 P: 507.452.1200 F: 507.452.3422 www.hved6013.org

March 27, 2024

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HVED on ONE CENTRAL SITE FACTS and FIGURES

WHY is it important for HVED to secure a central site?

- HVED has been searching for appropriate facilities throughout its 30+ year existence; and especially in the last ten years. HVED initiated a facilities study with Kraus-Anderson in 2018 which resulted in three options: 1. Build/Renovate one central site 2. Build/renovate two separate sites 3. Do nothing.

HVED SITES currently:

- HVED owns two (2) sites:
 1. District Office, 1410 Bundy Blvd., Winona, MN
 2. SAIL Behavior Program Site and PAES Lab-Kellogg, 51 Red School Lane, Kellogg, MN (built 1962)
- HVED leases three (3) sites: at a lease cost of \$57,441.09 per year (2022-2023).
 1. River Valley Academy ALC Program Site, within Minnesota State College SE, 1250 Homer Road, Winona, MN. **Total of \$361,647.12 estimated costs for the space over 15 years.**
 2. SPECTRUM Autism Program Site, Hokah City Center, 200 Main Street, Hokah, MN (built 1958) **Total of \$544,246.41 estimated costs for the space over 15 years.**
 3. PAES Lab, within Caledonia Area MS/HS, 825 North Warrior Lane, Caledonia, MN

Operational Costs?

Operational costs are multiplied by the various sites for various costs: garbage, cleaning, etc.

HVED is a PEOPLE BUSINESS resulting in current STAFFING realities:

- 75.8% of our FY23 adopted budget is dedicated to employee wages and benefits
- Because of the separate sites, the struggles in educational staffing are compounded within HVED:
 - staff isolation, disconnectedness, communications
 - double staffing, short staffing, emergency or crisis staffing

HVED Is Moving Forward to a Brighter Future!

- Meet the challenges through HVED's vision of *Exceptional Teams Empowering Exceptional Students*
- Unify our membership
- Solidify our collaborative efforts
- Capitalize on our collective membership
- Provide the necessary and productive programming for our highest needs and most at-risk students

HOW does HVED secure one central site?

- Complete a new Joint Powers Agreement (JPA)
- Secure member district funding of a new central site
- Make project plans and complete construction of a new central site
- HVED's collective capacity is sufficient to accomplish this task!
- HVED's exceptional ability to create and sustain excellent programming for all students is reinforced!
- HVED's staff and students depend on us to move forward now!

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LOCATION: Whole of Winona Mall, 1213 Gilmore, Ave., Winona, MN 55987

PURCHASE COST: \$4.2M **TENTATIVE CONSTRUCTION COST:** ~\$9M **TOTAL COST:** \$15M

Note: The decision was made on August 15 by Superintendents present to cap spending at \$15M.

ACTION TIMELINE:

- 3.1.2024 Determined DA Davison as the underwriter for the Winona Mall Purchase.
- 3.1.2024 Authored a Third Amendment to the Purchase Agreement
- 3.11.2024 Connected with Amy Kostner, Branch Manager/Closer, for Town n' Country Title in Winona.
- 3.12.2024 Received Title Commitment from Amy Kostner, Branch Manager/Closer, for Town n' Country Title in Winona.
- 3.13.2024 HVED Winona Mall Finance Meeting with Bradley, Deb, attorneys, Ehlers representatives, and DA Davison representatives.
- 3.13.2024 Authorized a Fourth Amendment to the Purchase Agreement moving the closing date back to April 16, 2024
- 3.19.2024 Scheduled meeting with John Alexander, owner of the Winona Mall, to review lease agreement with HWY 61 Liquor.
- 3.19.2024 Completed easement agreement with Second Chance Property owner Stacy Hermann
- 3.20.2024 Bradley Carlton, HVED Business Manager, submitted "mountains" of Due Diligence paperwork as required ahead of scheduled due date!
- 3.21.2024 Conversations are initiated by HVED with owners and property managers of HWY 61 Liquor, Swenson Financial, and Enterprise Mobility.
- 3.22.2024 Real Estate Attorney, Joe Langel, sends response to Carlos Espinosa, Winona City Planner, addressing the contingent site approval letter from Mr. Espinosa dated December 29, 2023.
- 3.22.2024 Cheri Duffenbach, HVED Human Resources Manager, hand delivered to John Alexander, Owner of the Winona Mall, a Letter of Title Objections authored by Attorney Joe Langel of RR&M on behalf of HVED.
- 3.23.2024 Sent calendar invite to authorized signers for closing, Ron Pagel, Board Chair, and Christine Troendle, Board Clerk, and communicated to Amy Kostner of Town n' Country Title to attend a closing appointment set for Tuesday, April 26 at 11 AM at Town n' Country Title, 270 W 3rd Street #1, Winona, MN 55987.
- 3.26.2024 Checking on status of fire wall to be built prior to closing.
- 3.26.2024 Received confirmation from Carlos Espinosa, Winona City Planner, that HVED has met all of the contingencies in the City of Winona Letter dated December 29, 2023 (see page 4-8).
- 3.27.2024 Meetings continue to move forward with the final leases within the Winona Mall.
- 3.28.2024 HVED Due Diligence Underwriter Finance Virtual Meeting scheduled for 10 AM

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PROJECT TIMELINE:

Initiated	TASK	Completed
2.23.2023	1. Survey Property to establish the legal description (field work only)	3.21.2023
10.12.2023	2. Purchase Agreement (PA) Revised Final presented to owner on 10.12.2023. Signed by owner on 10.23.2023 and approved by HVED on 10.25.2023.	10.23.2023 10.25.2023
2.28.2023	3. Joint Powers Agreement (JPA) for Purchase of Property process presented to HVED as a DRAFT on 5.24.2023. Expected by July 10.	8.17.2023
ASAP –	4. All Member District School Boards will be requested to adopt an additional JPA for the Winona Mall. Approved by all 12 member districts!	9.25.2023
2.23.2023	5. Securing Zoning Authority, City of Winona, minus parcel sold in July 2023 (confirmed in writing)	8.8.2023
2.28.2023	6. Request HVED Board of Directors hire an architect for concept drawings	3.22.2023
	7. HVED Board of Directors approved the Purchase Agreement of the Winona Mall.	10.25.2023
11.2.2023	8. Project Oversight Committee (POC) organized and initial meeting held	11.2.2023
11.2.2023	9. Project Oversight Committee meeting with real estate attorney in preparation to meet December 31, 2023 governmental approval deadline within the Purchase Agreement. The PA due diligence period ends on January 31, 2024.	11.10.2023
11.6.2023	10. Submitted Minnesota Department of Education (MDE) Review & Comment (K-A) allow 60 days for response	11.13.2023
11.14.2023	11. Submitted Site Plan Application to the City of Winona – Planning Commission to meet their agenda deadline for review on December 11, 2023.	11.20.2023
12.19.2023 1.16.2024	12. Received letter from City of Winona with Approval of Site Plan with contingencies to be completed prior to occupancy. Confirmation on January 16.	3.26.2024
11.27.2023 1.11.2024	13. IEA initiated site testing for asbestos and lead paint. Follow-up initiated on January 11 and samples taken January 15. Report/estimate provided 1.24.2024	
TBD	14. Issuance of Certificates of Participation (CoP) to Finance Project	
TBD	15. Construction begins	
2024-2025	16. Moving into new facility moved back to a tentative date of July 1, 2025.	

TAX IMPACT Important factors for taxpayers:

- Estimated tax impact calculations have been provided for a 15-year \$15M. These calculations can be found on HVED's website under About Us > Board of Directors > Board Minutes, Policies & Supporting Documents > Board Documents > Supporting Documents > 2023 > June or directly at:
<https://www.hved6013.org/page/2687/categories/22181>
- HVED will own this building at the conclusion of the process.

If you have any questions or comments about this project, you are welcome to contact:

Debbra C. Marcotte, Ed. D., HVED Executive Director, 1410 Bundy Blvd, Winona, MN 55987

Cell: 507-429-1721 Email: dmarcotte@hved.org

HVED website: www.hved6013.org

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COMMUNITY DEVELOPMENT

207 Lafayette Street
P.O. Box 378
Winona, MN 55987-0378
FAX 507-457-8212

March 26, 2024

Deb Marcotte
Hiawatha Valley Education District
1410 Bundy Blvd.
Winona, MN 55987

Dear Ms. Marcotte:

This letter serves as final site plan approval for conversion of a retail/restaurant space to a school site at 1213 Gilmore Avenue. All of the contingencies listed on the previous letter dated December 29, 2023 (attached) have been satisfied.

Sincerely,

Carlos Espinosa
Senior Planner

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COMMUNITY DEVELOPMENT

207 Lafayette Street
P.O. Box 378
Winona, MN 55987-0378
FAX 507-457-8212

December 29, 2023

Deb Marcotte
Hiawatha Valley Education District
1410 Bundy Blvd.
Winona, MN 55987

Dear Ms. Marcotte:

The purpose of this letter is to acknowledge that city staff has received and reviewed the site plan submittal for conversion of a retail/restaurant space to a school site at 1213 Gilmore Avenue. The site plan is approved, contingent on the following to be completed prior to building occupancy:

1. Provide an easement or agreement allowing delivery truck access from 561 Vila through your property. The property owner at 561 Vila must be a party to the agreement or easement and the agreement or easement must run with the land.
2. Provide an easement or agreement that allows access through your property to parking spaces shown on Attachment A. The property owner at 561 Vila must be a party to the agreement or easement and the agreement or easement must run with the land.
3. Confirm easement 375428 provides access to the properties at 1215 Gilmore and 1217 Gilmore. If it does not, access must be provided via easement or agreement. The property owners at 1215 Gilmore and 1217 Gilmore must be a party to the agreement or easement and the agreement or easement must run with the land.
4. Confirm easement 375428 provides access to the property at 1201 Gilmore. If it does not, access must be provided via easement or agreement. The property owner at 1201 Gilmore must be a party to the agreement or easement and the agreement or easement must run with the land.
5. Provide an easement or agreement allowing access to 1201 Gilmore and 561 Vila via the triangular piece of property shown on attachment A. The property owners at 1201 Gilmore and 561 Vila must be party to the agreement or easement and the agreement or easement must run with the land.
6. Provide final plumbing plans to the City of Winona Community Development Department once they are complete. Please note that the water meters for Quality Vac and Sew & Spectrum retail spaces (located at 561 Vila) are located on the 1213 Gilmore property (see attached). The plumbing plans need to address this. Please contact Aaron Hauser in the Water Department with questions (507-457-8270).
7. Confirmation of updated sprinkler system improvements and fire alarm coverage.

Community Development — 507/457-8250

Inspection Division — 507/457-8231

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Also, please note the shared access routes shown on Attachment A. Establishment of these access routes is not required for building occupancy, but is recommended to avoid future issues with traffic circulation.

Additionally, please note the Winona Fire Department requires a 20' wide emergency fire truck access at the southwest corner of the site. Improvements are not required at this time provided the access remains open with development of the site.

Sincerely,

Carlos Espinosa
Senior Planner

CC: Chad Sommer, Building Official
Kyle Fisel, ISG

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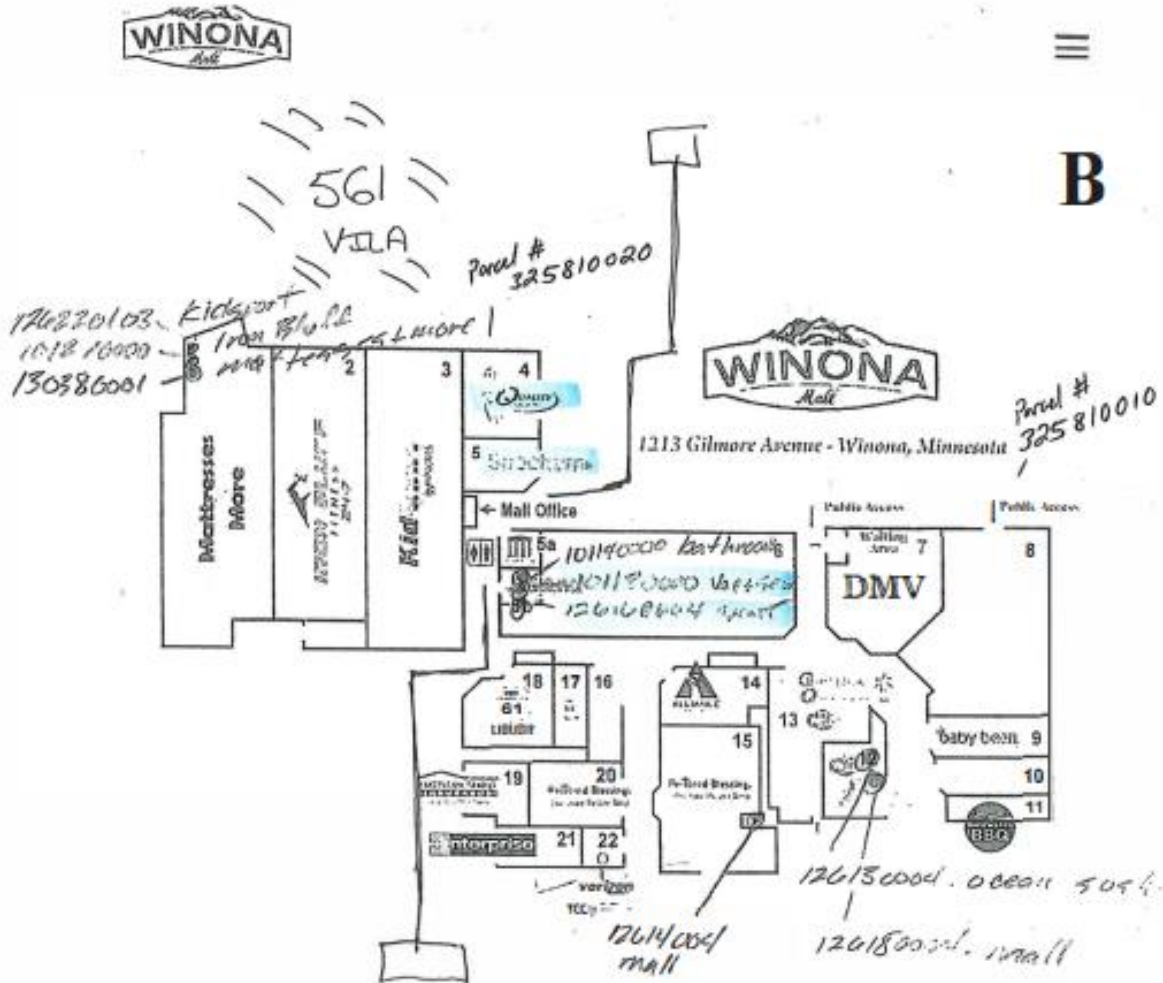
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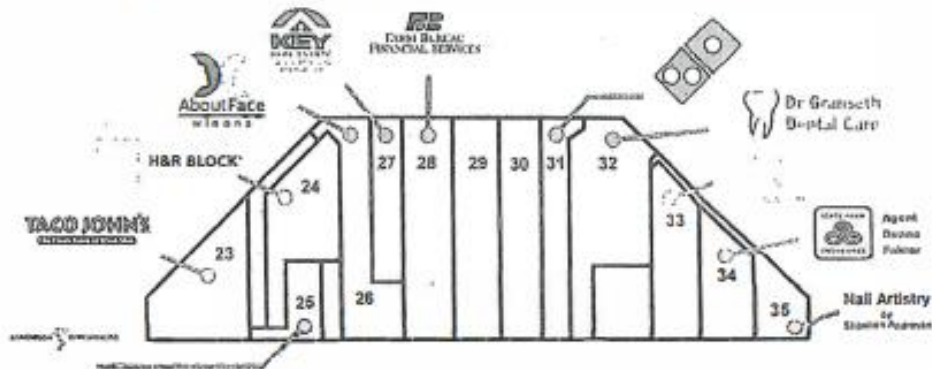
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Winona Mall Annex Building



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Joseph J. Langel
Direct Phone: (612) 225-6837
jjl@ratwiklaw.com



February 8, 2024

Debbra C. Marcotte
Executive Director
Hiawatha Valley Education District
1410 Bundy Blvd.
Winona, MN 55987

RE: Acquisition of Winona Mall Property
Our File No. 1100-0033

Dear Dr. Marcotte:

As part of the bond financing for the Winona Mall purchase, a question was raised as to whether buying a commercial property that has existing retail tenants is within HVED's authority and whether it constitutes a valid public purpose. We requested an opinion from the Attorney General based on the information available to us at that time: 90% of the building to be used by HVED while 10% would remain subject to commercial leases. The Attorney General opined that HVED can purchase property that is subject to existing leases as long as those leases do not conflict with HVED's educational uses and the terms are reasonable. *Op. Atty. Gen. 622a6; cr 161b-11 (Oct. 25, 2023)*. The Attorney General further opined that there is a legitimate public purpose to the acquisition as long as the leases are in the District's best interests. *Id.*

Since the opinion was requested, the District's intended initial use of the property was further refined in light of the District's needs, available funds, and the terms of the existing leases. Pursuant to the site plan submitted to and approved by the City, the District initially intends to utilize 70% of the internal building space. An additional 7% or so of the retail space is vacant and will remain so. The District's use will require some existing leases to be terminated. As we understand from the site plan, of the 82,600 square feet in the building, 33,000 will be renovated and used for the District's SPECTRUM Program and SAIL Program, while 26,600 square feet will be utilized for the ALC and staff offices as well as hallways. There will be HVAC and electrical improvements as well as asbestos remediation in the renovated spaces.

At least in the short term, approximately 17,000 square feet (or approximately 21% of the available square footage) will continue to be leased to the existing retail tenants and about

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February 8, 2024

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6,000 square feet will remain vacant. The tenants include two restaurants, a sports nutrition store, a portion of a thrift store, and a jiu jitsu training business. We understand that none of these existing retail uses conflict with the District's intended use of the abutting space. In fact, they may provide employment training opportunities to District students. In addition, it is in the District's best interest to have this retail space provide revenue until such time that HVED has funding to expand their programs. Eventually, the retail space may be converted into a transition program for age 18 and over students and a badly needed childcare center.

The issue is whether this change in the initial intended use impacts the Attorney General's opinions on HVED's authority and the public purpose doctrine. It does not.

The implied statutory authority to purchase real estate that is subject to existing leases still exists. With respect to this property, those existing leases that will remain after the renovation work is completed do not conflict with HVED's educational uses in the adjacent spaces. Moreover, the terms are reasonable and, for the time being, it is clearly in HVED's best interests to assume the leases. The cost in administrative time to undertake landlord responsibilities is minimal compared to the benefits derived from the revenue and potential partnership opportunities generated by these established businesses.

As for public purpose, acquisition of the mall property continues to serve as a benefit to the community and is directly related to the functions of government. As noted in the Attorney General opinion, incidental private benefit does not disqualify a transaction as being fundamentally for a valid public purpose. The Attorney General further stated that "the benefit accruing to private commercial lessees who occupy approximately ten percent of school property that is not necessary to the district does not necessarily negate the public purpose." That conclusion is supported by the statutory authority of school districts to lease out their property when not needed for educational purposes. *Minn. Stat. § 123A.51, subd. 4*. The same analysis applies given the slightly revised figures now included in the site plan.

The commercial leases now expected to remain constitute up to 21 percent of the property, at least for the time being. The percentage may decrease as HVED expands its programs. Regardless, the primary purpose of the acquisition remains public in nature – to educate children. Just because several existing businesses will remain in place and occupy less than a quarter of the available space for some period does not negate the fact that the majority of this mall property is being converted to school purposes. Significant investments will be made, both inside and outside the building, in support of that mission. The private commercial spaces are confined to the northwest corner of the building, separate from the renovated school space. The continuation of these commercial uses does not negate the overall public purpose of this acquisition.

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HVED's intended use of the Winona Mall evolved since the Attorney General issued his opinion three months ago, but the conclusions remain the same. HVED is authorized to acquire property subject to existing commercial leases where those leases do not conflict with HVED's educational needs, the lease terms are reasonable and assuming the leases are in HVED's best interests. Further, there is clearly a public purpose in acquiring the property and converting the majority of it to educational space while a small portion of the building continues to be leased to existing tenants.

Sincerely,

/s/ Joseph J. Langel

Joseph J. Langel

c: Peter Martin, Bond Counsel

RRM: 531036

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02/16/2024

Hiawatha Valley Education District 6013
HVED District Office
1410 Bundy Blvd.
Winona, MN 55987

Dear Ms. Marcotte,

The Minnesota Department of Education has received your request for the Payable 2025 capital lease levy authority pursuant to Minnesota Statutes, section 126C.40. Based on the criteria in the statute and our review of the project, your request has been approved.

The project is for Hiawatha Valley Ed District's centralized campus. We understand this project is anticipated to cost \$15,000,000.00 with funds provided by the issuance of Certificates of Participation.

When available, please add the approved capital lease information as a new lease in the Building/Land Lease Payable 2025 section in the Levy Information System (<https://education.mn.gov/MDE/dse/datasub/LevyInfo/>). The lease amount will be included on your district's Payable 2025 Levy Limitation and Certification report by September 30, 2024.

If your district generates revenue from a sublease associated with this project during any portion of the lease term, that revenue should be applied to the actual annual gross cost of the levy to offset the taxpayer burden.

Please forward the final, signed lease agreement to Kateri Little at Kateri.Little@state.mn.us.

For questions regarding the application process and approval, please contact Kateri Little at (651) 582-8857. If you have questions regarding the levy process, please contact Jason Reil at (651) 582-8866.

Sincerely;

Daley Lehmann

Daley Lehmann
Assistant Director, School Finance
Minnesota Department of Education

CC. Cathy Erickson, Director, School Finance
Jason Reil, Levy Coordinator
Kateri Little, Education Specialist 2

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626 Jefferson Ave • Wabasha, MN 55981 • Telephone: (651)565-3244 • Fax: (651)565-4394

1112 Highway 55, Suite 201 • Hastings, MN 55033 • Telephone: (651)438-0000 • Fax: (651)438-9005

4240 West 5th Street • Winona, MN 55987 • Telephone: (507) 454-4134 • Fax: (507) 454-2544

1418 1st Avenue NE, Suite 204 • Rochester, MN 55906 • Telephone: (507) 288-8855

David A. Johnson
Minnesota and Wisconsin
Licensed Land Surveyor

Alan K. Scofield
Minnesota Licensed
Land Surveyor

Marcus S. Johnson
Minnesota and Wisconsin
Licensed Land Surveyor
Wabasha County Surveyor

Mitchell A. Scofield
Minnesota Licensed
Land Surveyor

Brian K. Wodele
Minnesota and Wisconsin
Licensed Land Surveyor
Winona County Surveyor

Steven P. Voigt
Minnesota & Wisconsin
Professional Engineer

Scott J. Bechel
Wisconsin Licensed
Land Surveyor

2024 Hourly Rates

RATES NOT VALID FOR PREVAILING WAGE PROJECTS.

Survey Field Crew - \$175/hour

Survey Office Technician - \$155/hr

Licensed Land Surveyor- \$200/hour

Licensed Civil Engineer - \$200/hour

Engineering Technician - \$155/hr

Administrative- \$85/hour

Expert Witness Testimony: Prep/Review & Court Appearance- \$258.00/hour

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Hiawatha Valley Education District Timeline for Financing Winona Mall Purchase & Renovation



	Complete by	Event or Action
X	September 2023	Ehlers sends General Certificate to District to obtain information needed for the Preliminary Official Statement (POS), e.g. enrollment and budget information
X	November 13, 2023	Submission of Review and Comment
X	Special December Board Meeting	School Board School Board authorizes issuance of Request for Proposal (RFP) for Underwriter
X	December 18, 2023	MDE Sends Positive Review and Comment
X	December 31, 2023	Due Diligence phase of the Purchase Agreement
<input type="checkbox"/>	January 31, 2024	Finalizing contingencies to the Purchase Agreement
<input type="checkbox"/>	January 31, 2024	Determination on surplus property
<input type="checkbox"/>	February 1, 2024	Distribute RFP
<input type="checkbox"/>	February 8, 2024	Ehlers Finalizes Preliminary Official Statement (POS)
<input type="checkbox"/>	February 2024	Certificate rating conference call with rating agency, District, and Ehlers (if needed)
<input type="checkbox"/>	February 2024	Rating agency to issue rating (if needed); upon review of draft by Ehlers & District, agency to publish rating report
<input type="checkbox"/>	February 21, 2024	School Board Ehlers Presents Presale Report to HVED Board
<input type="checkbox"/>	Week of March 4th	Proposals from RFP due
<input type="checkbox"/>	March 20, 2024	SPECIAL MEETING: Certificate Sale / School Board Meeting Ehlers presents Sale Day Report summarizing Sale of Certificates Approve Resolution Ratifying Award of Sale of the Certificates
<input type="checkbox"/>	Week of March 25th	Kennedy & Graven completes closing documents and lease agreement
<input type="checkbox"/>	Week of March 25th	Ehlers sends closing memo to District (includes sources and uses of funds, principal & interest payment schedule, and debt levies schedule)
<input type="checkbox"/>	April 1, 2024	Certificate Closing Date and Real Estate Closing Dates: Ehlers facilitates Certificate closing, underwriter provides Certificate proceeds to Trustee, Trustee delivers real estate acquisition funds to title, and remaining proceeds are invested Close real estate acquisition
<input type="checkbox"/>	Spring 2024	Preplanning
<input type="checkbox"/>	Summer/Fall 2024	Design Completion Bidding in coordination with Publication Requirement (Publish at least 48 days but no more than 60 days prior to solicitation of bids) Public meeting to discuss Review & Comment
<input type="checkbox"/>	December 2024	Permit Process
<input type="checkbox"/>	January 2025 - July 2025	Construction
<input type="checkbox"/>	July 2025	Occupancy



HVED Financing Timeline3

Received 1.24.2024

Embracing Partnerships and Possibilities to Improve Lives

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BLUFFVIEW MONTESSORI CHARTER SCHOOL ♦ RIDGEWAY COMMUNITY CHARTER SCHOOL ♦ ROLLINGSTONE COMMUNITY CHARTER SCHOOL