



BOARD OF DIRECTORS MEETING
Wednesday – November 17, 2021 | 7:00AM– 8:30AM
301 Walnut Street, 1st Floor Conference Room, Windsor, CO 80550
(NOTE: Meeting to be held IN PERSON only)

Agenda

- A. **Call to Order** **7:00AM**
- B. Roll Call
- C. **Consent Agenda**
1. Review of Agenda by the Board and Addition of Items of New Business to the Agenda for Consideration by the Board
 2. Approval of Minutes from the Regular Board of Directors Meeting – October 20, 2021
 3. Approval of the Bills
- Sample motion: "I move that we approve the consent agenda as presented."*
- D. Public & Partner Agencies Invited to be Heard (3 Minutes Per Person)
- E. **Key Initiatives** **7:30AM**
1. Resolution 2021-DDA-05 - A resolution of the Board of Directors of the Windsor, Colorado, Downtown Development Authority recommending to the Town Board of the Town of Windsor the determining and fixing of the mill levy of the Windsor Downtown Development Authority for the fiscal year ending December 31, 2022 – M. Ashby and J. Liley
- Sample motion: "I move that we approve Resolution 2021-DDA-05 as presented."*
2. Resolution 2021-DDA-06 - A resolution of the Board of Directors of the Windsor, Colorado, Downtown Development Authority approving and recommending to the Town Board of the Town of Windsor the budget of the estimated amounts required to pay the expenses of conducting business of said authority, and the appropriation of funds therefor, for the fiscal year ending December 31, 2022 – M. Ashby and J. Liley
- Sample motion: "I move that we approve Resolution 2021-DDA-06 as presented."*
- i. 2022 Final Workplan – J. Olhava
3. Consideration of Second Amended and Restated Intergovernmental Agreement between the Town of Windsor and the Windsor Downtown Development Authority regarding town funding of the DDA and related matters – J. Liley
- Sample motion: "I move that we approve the Second Amended and Restated Intergovernmental Agreement ("IGA") as presented; authorize the board chair to approve changes to the IGA that do not substantially alter the DDA's rights or obligations thereunder; and authorize the board chair to execute the IGA."*
4. Wayfinding Construction Documents – J. Olhava
- F. Executive Director's Report
- G. **Communications & News**
- H. **Adjourn** **8:30AM**

Note: Double Underlined items indicate attachments.



BOARD OF DIRECTORS MEETING
Wednesday – October 20, 2021 | 7:00AM– 8:30AM
301 Walnut Street, 1st Floor Conference Room, Windsor, CO 80550
(NOTE: Meeting to be held IN PERSON only)

Minutes

Attendance: Dan Stauss, Dan Brunk, Brent Phinney, Dean Koehler, Paul Rennemeyer
Absent: Heidi Washburn, Jim Cosner Staff: Matt Ashby, Josh Olhava, Josh Liley Guests: None

A. **Call to Order** **7:00AM**

B. Roll Call

C. **Consent Agenda**

1. Review of Agenda by the Board and Addition of Items of New Business to the Agenda for Consideration by the Board
2. Approval of Minutes from the Regular Board of Directors Meeting – September 17, 2021
3. Approval of Minutes from the Board of Directors Budget Work Session – September 30, 2021
4. Approval of Minutes from the Board of Directors Budget Presentation to Town Board – October 11, 2021
5. Approval of the Bills

Sample motion: "I move that we approve the consent agenda as presented."

Motion to Approve – BP. Second – DK. Approved Unanimously.

D. Public & Partner Agencies Invited to be Heard (*3 Minutes Per Person*)

None Present.

E. **Key Initiatives** **7:30AM**

1. Review of the Draft 2022 DDA Work Plan

MA – provided an overview of the draft work plan, highlighting specific strategic projects.
PR – provided an overview of Town Board budget discussions related to the DDA work plan and property acquisition.

2. Review of the Draft 2022 DDA Budget

MA – provided an overview of the draft 2022 budget and updates since the Board's budget work session. We anticipate Board review of final budget and adoption in November. DS – asked for clarification on County Treasurer fees. Staff provided clarification on that specific line item. DB – asked for clarification on what we cover with sponsorships and promotions. Staff provided an overview of events and sponsorships the Board typically supports each year and current plans for 2022.

3. Tribe Development Update

Deferred discussion to Executive Session and as part of Executive Director Report.

Note: Double Underlined items indicate attachments.

4. Thru Lot Update

MA – base work this week for pavers; pavers coming 1st week of November. Light poles are slightly shorter due to overhead utilities. Fabrication of light poles may begin in December – earlier than anticipated. ROW permit into CDOT (backlog of projects at CDOT) – hoping for a quick turnaround on the permit. Conduit installed for future undergrounding needs.

5. Wayfinding Update

MA – construction drawing set anticipated by the end of the week. PR – clarification on schedule/timeframe. MA – grant deadline is March 2022.

F. Executive Director’s Report

No questions from the Board.

G. Communications & News

H. DDA Executive Session

1. An Executive Session Pursuant to C.R.S. § 24-6-402(4)(e)(I) for the Purposes of Determining Positions Relative to Matters that may be Subject to Negotiations; Developing Strategy for Negotiations; and Instructing Negotiators with Respect to the 4th Street Property and the Backlot Redevelopment Projects – M. Ashby

Sample motion: “I move that we enter an Executive Session, pursuant to C.R.S.”

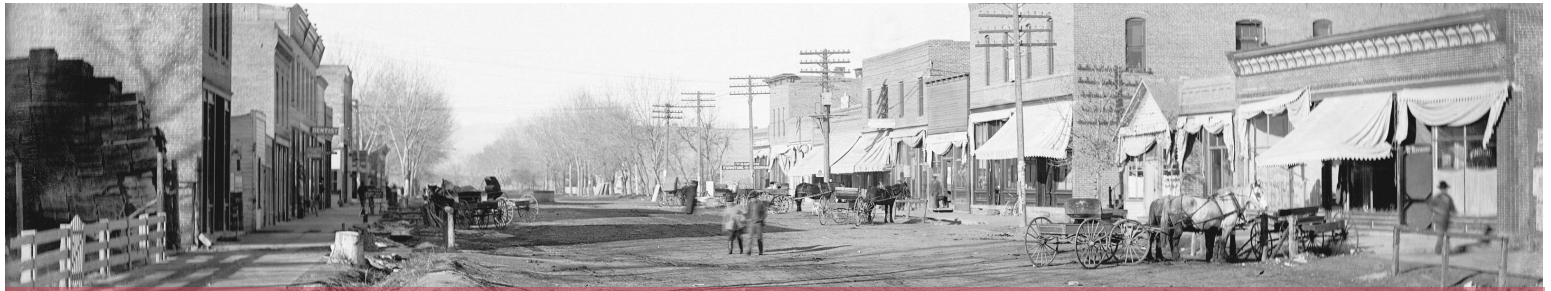
Motion to enter into an Executive Session – BP. Second – DK. Approved Unanimously at 7:53AM

Motion to close the Executive Session - DB. Second - BP. Approved Unanimously at 8:28AM

I. Adjourn

8:30AM

Motion to Adjourn – BP. Second – DK. 8:35AM



DDA REPORT

Volume 9, Issue 9
September, 2021



WINDSOR DDA REVENUE

| Summary September 30, 2021 | Collections | Budget | % of Budget |
|----------------------------|------------------|------------------|----------------|
| Property Tax Mill Levy | \$46,505 | \$42,289 | 109.97% |
| Auto Registration Tax | \$1,741 | \$1,500 | 116.07% |
| Grants | \$57,293 | \$8,000 | 716.16% |
| Incremental Property Tax | \$84,174 | \$89,768 | 93.77% |
| Interest | \$81 | \$5 | 1620.00% |
| Town of Windsor Funding | \$376,571 | \$393,460 | 95.71% |
| Total | \$566,365 | \$535,022 | 105.86% |

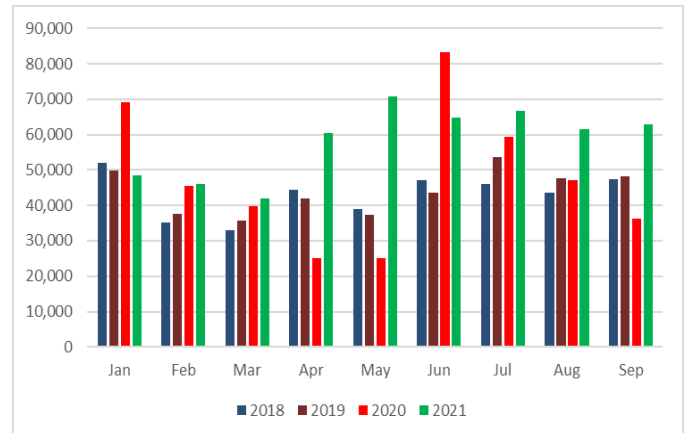
WINDSOR DDA EXPENDITURES

| Summary September 30, 2021 | Expenditures | Budget | % of Budget |
|------------------------------|------------------|------------------|---------------|
| Operations | | | |
| Office Supplies | \$3,600 | \$3,600 | 100.00% |
| Public Relations/Advertising | \$9,687 | \$20,000 | 48.44% |
| Board Development | \$36 | \$2,500 | 1.44% |
| Dues/Fees/Subscriptions | \$6,761 | \$6,500 | 104.02% |
| Special Equipment | \$25,044 | \$20,000 | 125.22% |
| Street Repair/Maintenance | \$79 | \$8,000 | 0.99% |
| Travel/Mileage | \$0 | \$500 | 0.00% |
| Liability Insurance | \$0 | \$5,000 | 0.00% |
| Legal Services | \$25,061 | \$35,000 | 71.60% |
| Contract Services | \$85,178 | \$150,000 | 56.79% |
| Utilities | \$1,027 | \$0 | |
| Postage | \$106 | \$500 | 21.20% |
| Study Review/Consultant | \$21,673 | \$187,000 | 11.59% |
| County Treasurer Fees | \$6,501 | \$800 | 812.60% |
| Façade Program | \$0 | \$40,000 | 0.00% |
| Administrative Transfer | \$3,750 | \$5,000 | 75.00% |
| Operations Total | \$188,503 | \$484,400 | 38.91% |
| Capital | | | |
| Site Improvements (Land) | \$176,805 | \$300,000 | 58.94% |
| Site Improvements | \$0 | \$70,592 | 0.00% |
| Capital Total | \$176,805 | \$370,592 | 47.71% |
| Grand Total | \$365,308 | \$854,992 | 42.73% |

POINTS OF INTEREST

- Sales Tax collections through September equaled \$523,486, which is \$92,794 or 21.5% greater than collected through September, 2020.
- Revenue is exceeding the budget benchmark of 75.0%.
- Year-to-Date expenditures are 42.7% of the budget.
- Note that the Town of Windsor Funding reflects an additional transfer of \$81,476.10 for half the cost of the 512 Ash Street Project. This transfer was recorded in September 2021 Month End Journal Entries.

MONTHLY SALES TAX COMPARISON





DOWNTOWN DEVELOPMENT AUTHORITY

DDA MISSION STATEMENT

The DDA’s mission is to create a prosperous, vibrant, energetic, and clean town center, by marketing downtown opportunities, retaining and expanding current business opportunities, preserving downtown charm, and enhancing physical appearance and amenities through partnerships with the community and stakeholders.

Windsor Downtown Development

P.O. Box 381
Windsor, CO 80550
Email: info@windsordda.com
Windsordda.com



PLAN OF DEVELOPMENT PROJECTS

The projects, facilities, programs and functions to be established and provided in the district will benefit and promote the health, safety, prosperity, security and general welfare of all occupants and owners thereof and will prevent deterioration of property values, will prevent the growth of blighted areas, and will be of special benefit to all property within the district.

- A. The promotion of, participation in, and assistance to private and public developments consistent with the priorities of the DDA by all means permitted by federal, state and local laws and regulations, including but not limited to, land assemblage, and/or acquiring, constructing, reconstruction, rehabilitating, equipping, selling and leasing space.
- B. Public facilities and improvements as necessary to complement private developments.

DDA BOARD

| | |
|---|-----------------|
| Dan Stauss, Chairperson — dan@windsordda.com | Term: July 2022 |
| Heidi Washburn — heidi@sfheidi.com | Term: July 2022 |
| Dean Koehler — dean@windsordda.com | Term: July 2025 |
| Jim Cosner — topperformer@msn.com | Term: June 2024 |
| Dan Brunk — dan@haydenoutdoors.com | Term: June 2024 |
| Brent Phinney — brentphinney@hotmail.com | Term: July 2025 |
| Paul Rennemeyer, TOW Board Liaison — prennemeyer@windsorgov.com | |
| Matt Ashby, Executive Director — director@windsordda.com | |
| Josh Olhava, Project Manager — info@windsordda.com | |

Report of Bills DDA
October 2021



301 Walnut Street
Windsor, Colorado 80550
Phone: (970) 674-2400
windsorgov.com

| Account Number | Vendor | Description | GL Date | Check No | Amount |
|-----------------|------------------------|---|------------|----------|----------------------|
| 19-486-6213-000 | K AND W PRINTING INC | DDA (5) SPORT-TEK MICROPIQUE SPORT-WICK EMBROIDER F | 10/08/2021 | 100788 | 128.25 |
| 19-486-6213-000 | K AND W PRINTING INC | 2 2X4' FULL COLOR BANNERS FOR THROUGH LOT CONSTRUC | 10/15/2021 | 100939 | 102.00 |
| 19-486-6213-000 | AYRES ASSOCIATES INC | DDA CONSTANT CONTACT SUBSCRIPTION | 10/08/2021 | 100827 | 168.00 |
| 19-486-6213-000 | WENDY BURT-THOMAS | WINDSOR DDA AGENDAS AND MINUTES POSTINGS, EMAILS, | 10/15/2021 | 100967 | 1,200.00 |
| 19-486-6217-000 | AYRES ASSOCIATES INC | DDA 512 SITE PLAN APPLICATION FEE | 10/08/2021 | 100827 | 1,761.00 |
| 19-486-6242-000 | XCEL ENERGY | XCEL BILL - DDA - 08/25 - 09/23/2021 | 10/15/2021 | 100925 | 116.64 |
| 19-486-6252-000 | JOSHUA C LILEY | DDA GENERAL COUNSEL SERVICES | 10/08/2021 | 100894 | 2,052.00 |
| 19-486-6253-000 | AYRES ASSOCIATES INC | DDA SPECIFIC INITIATIVES: BACKLOTS, 512 ASH, GRANTS, W. | 10/08/2021 | 100827 | 12,704.64 |
| 19-486-6253-000 | AYRES ASSOCIATES INC | DDA GENERAL ADMINISTRATION | 10/08/2021 | 100827 | 10,134.63 |
| 19-486-6253-000 | AYRES ASSOCIATES INC | DDA GENERAL ADMIN AND SPECIFIC INITIATIVES | 10/15/2021 | 100957 | 14,482.08 |
| 19-486-6267-000 | DITESCO LLC | DOWNTOWN ALLEYWAY IMPROVEMENTS | 10/22/2021 | 101061 | 8,846.62 |
| 19-486-6267-000 | DITESCO LLC | DOWNTOWN ALLEYWAY IMPROVEMENTS | 10/22/2021 | 101061 | 5,455.68 |
| 19-486-6267-000 | DITESCO LLC | DOWNTOWN ALLEYWAY IMPROVEMENTS | 10/22/2021 | 101061 | 3,215.78 |
| 19-486-6267-000 | DITESCO LLC | DOWNTOWN ALLEYWAY IMPROVEMENTS | 10/22/2021 | 101061 | 12,523.06 |
| 19-486-8412-000 | J-2 CONTRACTING CO INC | WINDSOR THROUGH LOT ALLEYWAY IMPROVEMENTS | 10/15/2021 | 101002 | 85,186.98 |
| TOTAL | | | | | <u>\$ 158,077.36</u> |

RESOLUTION 2021-DDA-05

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE WINDSOR, COLORADO, DOWNTOWN DEVELOPMENT AUTHORITY RECOMMENDING TO THE TOWN BOARD OF THE TOWN OF WINDSOR THE DETERMINING AND FIXING OF THE MILL LEVY FOR SAID AUTHORITY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2022

WHEREAS, on February 28, 2011, the Town Board of the Town of Windsor, Colorado (“Town Board”), adopted Ordinance No. 2011-1401, which established the Windsor, Colorado, Downtown Development Authority (“DDA”);

WHEREAS, the DDA has been duly organized in accordance with the C.R.S. § 31-25-801, et seq.; and

WHEREAS, the Board of Directors of the DDA finds that a mill levy of five (5) mills is necessary and appropriate to defray the costs of the DDA’s operational and maintenance needs for the fiscal year ending December 31, 2022.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE DDA, to recommend to the Town Board that the mill levy rate for the taxation upon each dollar of the assessed valuation of all taxable property within the boundaries of the DDA for the fiscal year ending December 31, 2022, shall be five (5) mills, to be imposed on the assessed value of such property as set by state law for property taxes in 2022, which levy has been deemed necessary and appropriate by the Board of Directors of the DDA to provide for payment during fiscal year 2022 of all authorized operational and maintenance expenditures to be incurred by the DDA, and that such mill levy shall be certified to the County Assessor and the Board of County Commissioners of Weld County, Colorado, by the Town Clerk of the Town of Windsor no later than December 15, 2021.

PASSED AND ADOPTED at a regular meeting of the Board of Directors of the DDA this 17th day of November, 2021.

Dan Stauss, Chair

ATTEST:

Dean Koehler, Secretary

RESOLUTION 2021-DDA-06

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE WINDSOR, COLORADO, DOWNTOWN DEVELOPMENT AUTHORITY APPROVING AND RECOMMENDING TO THE TOWN BOARD OF THE TOWN OF WINDSOR THE BUDGET OF THE ESTIMATED AMOUNTS REQUIRED TO PAY THE EXPENSES OF CONDUCTING THE BUSINESS OF SAID AUTHORITY, AND THE APPROPRIATION OF FUNDS THEREFOR, FOR THE FISCAL YEAR ENDING DECEMBER 31, 2022

WHEREAS, on February 28, 2011, the Town Board of the Town of Windsor, Colorado (“Town Board”), adopted Ordinance No. 2011-1401, which established the Windsor Downtown Development Authority (“DDA”);

WHEREAS, the DDA has been duly organized in accordance with the C.R.S. § 31-25-801, et seq.;

WHEREAS, on June 27, 2012, the Town Board adopted Resolution 2011-26 approving the DDA Plan of Development, which established the purpose of the Authority and the types of projects in which the Authority would participate; and

WHEREAS, the Board of Directors of the DDA is required by C.R.S. § 31-25-816 to adopt a budget of the estimated revenues and expenditures to be received and incurred during each fiscal year.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE DDA, that the following budget is adopted for the fiscal year ending December 31, 2022, and therefore recommends to the Town Board the adoption of the following budget:

| | |
|-------------------------------|------------------|
| REVENUES: | |
| Beginning Fund Balance | \$57,080 |
| Transfer from Town of Windsor | \$401,890 |
| Incremental Property Tax | \$98,798 |
| Mill Levy Property Tax | \$46,126 |
| Auto Tax | \$2,000 |
| Grants | \$2,400 |
| Interest Income | \$0 |
| TOTAL | \$608,294 |
| EXPENDITURES: | |
| | |
| Operating and Maintenance | \$528,600 |
| Interfund Loan and Transfers | \$25,000 |
| TOTAL | \$553,600 |

NOW, THEREFORE, BE IT FURTHER RESOLVED BY THE BOARD OF DIRECTORS OF THE DDA, to recommend to the Town Board the appropriation of the aforementioned budget funds in the amount of Six Hundred Eight Thousand Two Hundred Ninety-Four Dollars (\$608,294) for expenditure on conducting the business of the DDA and for its projects and programs in accordance with the Town Board-approved DDA Plan of Development.

PASSED AND ADOPTED at a regular meeting of the Board of Directors of the DDA this 17th day of November, 2021.

Dan Stauss, Chair

ATTEST:

Dean Koehler, Secretary

MAIN STREET 4-POINTS:

Design & Beautification

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|-----------------------------|---|---|-------------------|---|
| Improve building appearance | Promote FIP information. | Awarding additional properties with FIP funds | Ongoing | There are a couple potential 2022 applicants, beyond those receiving the State grant |
| | Administer the Awarded MSOB - State Façade and Energy Grant | Complete all grant award requirements by June 30, 2021 deadline | Through July 2021 | Helping Town and State finalize agreement. Have contacted owners and contractors to discuss next steps - ongoing |
| | Architect on Call in partnership with CO Main Street | # of businesses &/or buildings using the FIP program increases. | Ongoing | Have reached out to Larry Lucas with new Façade Grant opportunity. Larry has also emphasized he is available to assist w/ projects in the future. |
| Improve Wayfinding | Complete first phase of wayfinding construction | First sign(s) installed | Q1 2022 | \$145K Grant secured. Finalizing Construction Plans with CDOT. |
| | | | | |

Organization

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|--|---|--|----------|--|
| Improve communications with building owners & businesses | Reinitiate 'What's Brewing Downtown' | Reoccurring meetings throughout the year | Ongoing | |
| | Reinvigorate Monthly Newsletter Updates | Monthly Updates Published | Ongoing | Build from Exec. Director Report and monthly budget report |
| | | | | |

Economic Vitality

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|--|---|---|-------------|--|
| Redevelopment of underutilized downtown properties | Activate 4 th Street Property | Complete development agreement to activate the property for redevelopment (joint execution by TB and DDA) Redevelopment with a new business opening (as agreed upon by the Boards) | | Term sheet being finalized for review by both Boards |
| | Backlot Redevelopment | Design finalized for backlot parcels Town and DDA execute agreements with developer Construction underway | | Term sheet being finalized for review by both Boards |
| Address regional parking needs | Update parking study | Partner with Town in completing | Summer 2022 | Ongoing, Meetings |
| | Identify Options for Additional Parking | Acquisition of property in conjunction with TOW | Ongoing | Town considering a budget that can be used to acquire and/or improve properties for parking – collaboration w/ DDA |
| | Coordinate shared parking in lots for businesses on South side of Main St | Implement parking study recommendations | Fall 2022 | Recommended as part of Study. Consultant exploring strategy for implementation. |
| | | | | |

Promotion | Marketing

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|---|---|--|-----------------------------|---|
| Implement Neighborhood Night Downtown program | Develop and launch Neighborhood Night Downtown program | Program Details and Options Finalized Event(s) Held | Summer/Fall 2022 | Preliminary research complete – Partnership opportunity? |
| Expand Small Biz Saturday | Develop business promotion strategy, sponsored posts on Facebook. | Business experience and increase in customer traffic | Summer 2022 | |
| Activate Main During Slow Months | Partner with the Chamber to host reoccurring seasonal events downtown | Maintaining communication and sponsorship with the Chamber Event(s) Held and Attended | Feb 2022 Summer 2022 | Plans to partner with Chamber on events throughout 2022 (including: chocolate and wine walk, summer wine walk, ugly sweater wine walk, neighborhood night out, Oktoberfest) |
| | | | | |

DDA KEY INITIATIVES:

Backlot Boardwalk

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|----------------------------------|--|---|---------------|---|
| Enhance alley on 400 Block | Assess need for completing Alley Construction Plan Set | Plans completed and ready for construction, pending funding availability. | TBD | Current plans are at 30%. |
| | Complete Undergrounding Design | Plans Completed, Cost Estimate Available | March 2022 | |
| | Identify & Complete Grant Applications for Alley | Grants Submitted, Funding Secured | Ongoing | Monitoring state infrastructure and transportation grants. |
| | Formalize Backlot development plan & identify DDA + Town support | Agreements Completed, Construction initiated | December 2021 | Developer selected. Design initiated. Terms Sheet developed – pending Board action. |
| Development Agreements Completed | Project design completed with Tribe, with Incentive Agreement finalized. | Completed Agreements | Q1 - 2022 | |
| Construction Initiated | Permits pulled | Construction commences | Q3- 2022 | |
| | | | | |

Mill

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|--------------------------|--|--------------------------------------|-------------|---|
| Monitor Project Finances | Confirm annual payment per agreements. | Payments and agreements are correct. | Summer 2022 | Waiting on Mill ownership to sign and execute easement. |

Sustainability & Growth

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|---|--|---|--------------|--|
| Extend IGA w Town | Execute new IGA with Town | Approved IGA | January 2022 | Presented to Town Board in November 2021 |
| Identify & Fund strategic Property Aquisition | Coordinate with TOW on funding, Identify key properties to purchase. | Options explored as needed, purchases completed | Ongoing | |
| | | | | |

4th Street Property

| OBJECTIVE | ACTION | SUCCESS = | | TIMELINE | STATUS & NOTES |
|---------------------------------|--|--------------------------------------|--|-----------|----------------|
| Redevelop and Activate Property | Complete development agreement to activate property. | Joint Boards agreement to next steps | | Mid-2022 | |
| | Redevelopment Complete | Business open | | Late-2022 | |
| | | | | | |

General Administration

| OBJECTIVE | ACTION | SUCCESS = | TIMELINE | STATUS & NOTES |
|------------------------------------|--|--|--------------|---|
| Streamline Collaboration with Town | Orientation with new Town staff as turnover occurs | Town staff are familiar with DDA Board and staff and who to contact | Ongoing | |
| | Create a “job description” for collaborative relationships with key staff members outlining needs and expectations. (Clerk and Finance are key.) | Job description completed, including any step action descriptions to assist in transitioning duties. | | Meeting with Finance Director June 24, 2021 to discuss financial reports. |
| | Establish expectations between DDA and Public Works/Parks for maintenance staff | Executed IGA between the Town (Public Works/Parks) and the DDA Appropriate budget allocation | Q1 2022 | Proposed budget number based on preliminary conversations with Public Services Director for a dedicated PT staff member to assist in the downtown |
| | Regular “Thank You” initiatives for Town Staff who provide exceptional assistance to DDA. | | Periodically | Look for future opportunities |
| | | | | |

**SECOND AMENDED AND RESTATED INTERGOVERNMENTAL AGREEMENT
BETWEEN THE TOWN OF WINDSOR
AND
THE WINDSOR DOWNTOWN DEVELOPMENT AUTHORITY**

This SECOND AMENDED AND RESTATED INTERGOVERNMENTAL AGREEMENT (“Amended and Restated IGA”) is made and executed this — day of _____, 20___, by and between the TOWN OF WINDSOR, a Colorado home rule municipal corporation (“Town”), and the WINDSOR DOWNTOWN DEVELOPMENT AUTHORITY, a body corporate and politic (“DDA”).

RECITALS:

WHEREAS, by Ordinance No. 2011-1401, the Town created and established the DDA with all the purposes and powers now or hereafter authorized by Part 8 of Colorado Revised Statutes Title 31, Article 25 (the “DDA Statute”), and all additional and supplemental powers necessary or convenient to carry out and effectuate the purposes and provisions of said Part 8 within the boundaries of the DDA as such boundaries presently exist and may in the future be expanded (“DDA Boundaries”); and

WHEREAS, the DDA Statute has declared that the organization of downtown development authorities will serve a public use; promote the health, safety, prosperity, security, and general welfare of the inhabitants thereof and of the people of this state; will halt or prevent deterioration of property values or structures within central business districts; halt or prevent the growth of blighted areas within such districts, and assist municipalities in the development and redevelopment of downtowns and in the overall planning to restore or provide for the continuance of the health thereof; and

WHEREAS, pursuant to C.R.S. §31-25-808, the DDA is empowered to cooperate with the Town, to enter into contracts with the Town and to make or receive from the Town grants, contributions and loans; and

WHEREAS, the citizens of Windsor have consistently urged that the Town make revitalization of downtown a priority; and

WHEREAS, the Town and the DDA recognize the overall economic benefit to the Town of maintaining and revitalizing its downtown, which area serves as the Town’s center for commercial, financial, governmental, social, recreational, historic and cultural activities; and

WHEREAS, the Town and the DDA desire to promote redevelopment opportunities in the downtown that will generate economic development that results in increased employment, and increased tax revenue while preserving and enhancing the unique character of downtown as the heart of Windsor; and

WHEREAS, on February 22, 2010, the Town Board adopted Resolution No. 2010-13, within which the Town Board approved and adopted the Town of Windsor Downtown Design Guidelines and Financing Plan (“Downtown Plan”); and

WHEREAS, the Town and DDA acknowledge that Resolution No. 2010-13 directs Town staff and administration to work cooperatively with downtown business and property owners to implement the objectives of the Downtown Plan; and

WHEREAS, on June 15, 2011, the Board of Directors of the DDA adopted the DDA Plan of Development, which identifies the needs of downtown, and the programs, projects and actions that will be necessary to satisfy those needs; and

WHEREAS, one purpose of the DDA Plan of Development is to establish a framework by which the DDA will assist the Town in meeting its objectives on several Town-adopted plans impacting downtown, including the Downtown Plan; and

WHEREAS, it is important that the Town and the DDA work closely together to develop and approve appropriate planning and funding tools to prioritize redevelopment opportunities in the downtown in order that the objectives of the DDA Plan of Development and the Downtown Plan can be accomplished; and

WHEREAS, on November 28, 2011, the Town and the DDA entered into an intergovernmental agreement which memorialized their respective commitments in connection with downtown planning objectives, the 2010 Election and the interim funding of the DDA through fiscal year 2016 (the “2011 IGA”); and

WHEREAS, under the 2011 IGA, the Town agreed to provide funding to the DDA in recognition of the fact that, until sufficient property tax increment is being generated and property tax monies are available for DDA operations and capital program expenditures, the DDA would be unable to make significant progress toward achieving the objectives set forth in the DDA Plan of Development and the Downtown Plan; and

WHEREAS, on March 14, 2016, the Town and the DDA entered into the Amended and Restated Intergovernmental Agreement Between the Town of Windsor, Colorado and the Windsor

Downtown Development Authority Regarding Continuing Town Support of the Windsor Downtown Development Authority (“2016 IGA”); and

WHEREAS, while the amount of funds available to the DDA through independent sources have increased in the years since the 2011 IGA and 2016 IGA were executed, including through tax increment financing mechanisms and other sources such as state-level grant funding, the amount of funds annually available to the DDA remains insufficient for the DDA to fully advance the goals of the DDA Plan of Development and the Downtown Plan without continued funding from the Town; and

WHEREAS, the Town and the DDA desire to enter into this Amended and Restated IGA to memorialize their respective continued commitments in connection with downtown planning and redevelopment objectives and to continue Town funding of the DDA for fiscal years 2022 through 2026; and

WHEREAS, the DDA Board, on November 17, 2021, determined that this Amended and Restated IGA is consistent with and in furtherance of the goals and purposes of the DDA and thereupon approved the terms of this Second Amended IGA and authorized its Chairperson to execute it; and

WHEREAS, the Town Board, on November 22, 2021, determined that this Amended and Restated IGA is consistent with and in furtherance of the goals and purposes of the Town and the DDA and thereupon approved the terms of this Amended and Restated IGA and authorized the Town Manager to execute it; and

NOW, THEREFORE, in consideration of the mutual promises and other valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties agree as follows:

ARTICLE ONE

TOWN COMMITMENTS

1.1 Development and Redevelopment Regulations.

The Town will work cooperatively with the DDA to evaluate new or additional regulations intended to promote responsible development and redevelopment within downtown Windsor (“New Land Use Regulations”). Town staff will prepare any proposed New Land Use Regulations, but will consult with the DDA before referring any such regulations for Town Board consideration, adoption or

approval. The parties recognize that the adoption of Town policy is exclusively within the discretion and authority of the Town Board.

1.2 Funding with Town Sales Tax Revenue.

- a. **Funding Duration.** For fiscal years 2022 through 2026 and subject to the terms set forth herein, the Town will provide funding to the DDA in an amount equal to the portion of sales tax revenue collected within the DDA Boundaries, as set forth below in Sections 1.2.b. through 1.2.g. inclusive.
- b. **Sales Tax Base.** The Town will collect and set aside in a special fund for DDA budget revenue purposes a sum equal to all sales tax revenue collected by the Town within the original DDA boundaries for fiscal year 2010, less that percentage which is required by law for retirement of the bonded indebtedness associated with construction and expansion of the Community Recreation Center. This sum will be considered the “Sales Tax Base” for purposes of this Amended and Restated IGA. Contingent upon Town approval of the DDA budget for each of the fiscal years identified in Section 1.2.a. above, the Sales Tax Base may be used by the DDA for its budgeted operations, programming, capital projects and the maintenance of appropriate reserves in accordance with the terms of this Amended and Restated IGA. In the event the DDA original boundaries for fiscal year 2010 are expanded, the Town, in consultation with the DDA, shall determine whether such additional property should be added to the Sales Tax Base.
- c. **Sales Tax Increment.** In addition to the Sales Tax Base, the Town shall collect and set aside in a special fund for DDA budget revenue purposes a sum equal to the portion of sales tax revenue collected within the DDA Boundaries in excess of the Sales Tax Base revenue, which excess will be considered the “Sales Tax Increment” for purposes of this Amended and Restated IGA. Contingent upon Town approval of the DDA budget for each fiscal year, the Sales Tax Increment may be used by the DDA for its budgeted operations, programming, capital projects and the maintenance of appropriate reserves in accordance with this Amended and Restated IGA. Notwithstanding the funding duration timeframe set forth in Section 1.2.a, above, and recognizing that funding in future fiscal years is subject to appropriation, it is the intent of the Town Board that the Sales Tax Increment will be appropriated by the Town Board to the DDA through the thirty-year tax increment term permitted under State law for the purpose of creating an incentive to downtown businesses to maximize retail opportunities and to assist the DDA in meeting the goals of the DDA Plan of Development and the DDA’s Downtown Strategic Plan (such strategic plan being addressed in Section 2.2 below).

- d. **Unexpended Town Funds.** To the extent that DDA budgeted funds from the Sales Tax Base or the Sales Tax Increment, or any combination thereof, is not expended as provided in this Amended and Restated IGA in a given DDA fiscal year, the Town agrees that any such unexpended funds shall be held at the conclusion of each fiscal year in a DDA Reserve Fund, which Reserve Fund monies may be used by the DDA for one or more capital projects, subject to the approval of the Town Board of any DDA budget which includes expenditure of such monies. Any funds present in the DDA Reserve Fund upon execution of this Amended and Restated IGA shall remain in such fund for use by the DDA in accordance with the terms and conditions of this Section 1.2.d. Any funds that remain in the DDA Reserve Fund as of December 31, 2026, shall be subject to the provisions of Section 1.2.g. below.

- e. **Interest Earned on Town Funds.** The DDA shall be entitled to retain any interest earned on funds provided by the Town, including interest earned on unexpended Town funds. Interest on Town funds shall be separately accounted for as revenue within the DDA budget for each fiscal year during the initial funding duration described in this Section.

- f. **Credit for Town Administrative Support.** Given the substantial value of the administrative support provided by the Town to the DDA, the Town shall be entitled to offset against the revenue sources identified in Sections 1.2.b. and 1.2.c. the actual cost of direct administrative support provided to the DDA for those Town services listed on **Exhibit A**, attached hereto and incorporated herein by this reference, not to exceed a total of Thirty-five Thousand Dollars (\$35,000) in any calendar year. The Town and the DDA will meet during the last quarter of each year in which this Amended and Restated IGA is in effect to review actual costs of such administrative support for the then-current year and projected administrative support needs for the subsequent year.

- g. **Review and Evaluation in 2026.** During the second quarter of Fiscal Year 2026, the parties will review and evaluate downtown Windsor needs and the DDA's progress in meeting the objectives of the Downtown Plan, the DDA Plan of Development, the Downtown Strategic Plan and any other objectives established by mutual agreement during the preceding fiscal years. The purpose of such review and evaluation shall be to determine: (1) whether further Town sales tax funding will continue and, if so, at what levels; and (2) the disposition of any funds that remain in the DDA Reserve Fund on December 31, 2026. The parties anticipate that the completion of such review and evaluation will result in an amendment of this Amended and Restated IGA or a separate intergovernmental agreement with respect to ongoing sales tax base and/or sales tax increment funding by the Town.

1.3 **Downtown Incentive Program.**

The Town hereby states its intention to continue its Town-wide retail development incentive program, including the retail development incentives for the downtown area. The Town will work cooperatively with the DDA with respect to any downtown development incentives proposed during the term of this Amended and Restated IGA prior to Town Board action on any such incentives. Such downtown development incentives may include deferral, reimbursement or waiver of all or any portion of fees customarily included in the cost of building permits or other development approvals. The parties acknowledge that the adoption of Town policy is exclusively within the discretion and authority of the Town Board.

1.4 **Continuance of Routine Maintenance of Downtown Improvements.**

Unless otherwise separately agreed in writing, the Town will be responsible for routine maintenance of Town-owned improvements and real property within the DDA Boundaries, and the DDA will be responsible for routine maintenance of DDA-owned improvements and real property within the DDA Boundaries. In the event that the DDA funds any capital improvements to real property owned by the Town within the DDA Boundaries that require enhanced maintenance of such improvements, the Town and DDA will reach specific agreements with respect to the allocation of maintenance costs for any such DDA capital improvements, and the cost thereof will be borne as an expense item in the DDA's annual budgets.

ARTICLE TWO

DDA COMMITMENTS

2.1 Financial and Administrative Self-Sufficiency. As part of its effort to become a self-sustaining entity supported by financial and administrative resources distinct from Town resources, the DDA agrees to undertake the following efforts:

- a. **Grant Funding.** The DDA will actively seek available grant funding from both public and private sources to further support its revenue requirements.
- b. **Capital Projects Focus.** The DDA acknowledges that one of its primary purposes is to increase property values within its boundaries, thus generating *ad valorem* property tax revenue statutorily available to the DDA. Therefore, the DDA will

concentrate on the development of a formal Capital Improvements Plan emphasizing projects which are likely to result in increased property values within the DDA boundaries, while recognizing that a variety of DDA-funded activities and programs will also be necessary to provide needed economic vitality.

2.2 Downtown Strategic Plan.

The DDA has developed and approved a Downtown Strategic Plan, which establishes DDA priorities and strategies for accomplishing such priorities. The Downtown Strategic Plan, as may be amended from time-to-time, will guide the DDA in its approach to its objectives, such that the dedication of funds provided to the DDA by the Town is consistent with a strategy developed in advance.

2.3 Preparation of Annual Budget and Work Plan.

- a. **Annual Budget.** The DDA will provide to the Town the DDA's annual budget by no later than November 1 of each year. The Town Board will complete its review of the DDA budget and issue its budget approval by December 31 of each year. The format for such DDA annual budgets shall be substantially the same as that submitted by the DDA in 2021.
- b. **Annual Work Plan.** The DDA shall annually prepare and submit to the Town a Work Plan in association with the DDA's budget submittals as provided in Section 2.3.a. The format of such DDA Work Plans shall be substantially the same as that submitted by the DDA in 2015.

ARTICLE THREE

MISCELLANEOUS

3.1 Expansion of DDA Boundaries. The parties acknowledge that the DDA Statute governs the expansion of downtown development authority boundaries, and agree that the procedures set forth in said Part 8 shall apply to any expansion of the original DDA boundaries.

3.2 Notices. All notices to be given to parties hereunder shall be in writing and shall be sent by certified mail to the addresses specified below:

If to the DDA: Windsor Downtown Development Authority
Attn: Chairperson
P.O. Box 381

Windsor, CO 80550

With a copy to: Liley Law Offices, LLC
Attn: Joshua C. Liley, Esq.
2627 Redwing Road, Suite 342
Fort Collins, CO 80526

If to the Town: Town of Windsor
Attn: Town Manager
301 Walnut Street
Windsor, CO 80550

With a copy to: Windsor Town Attorney's Office
Attn: Town Attorney
301 Walnut Street
Windsor, CO 80550

3.3 Governing Law. This Amended and Restated IGA shall be governed by, and its terms construed under the laws of the State of Colorado.

3.4 Third Party Beneficiaries. It is the mutual intent of the parties hereto that this Amended and Restated IGA shall inure to the benefit of only the parties hereto. Accordingly, nothing in this Amended and Restated IGA shall be construed as creating any right or entitlement which inures to the benefit of any third party.

3.5 Annual Appropriation. All financial obligations of the Town or the DDA arising under this Amended and Restated IGA that are payable after the current fiscal year are contingent upon funds for that purpose being annually appropriated, budgeted and otherwise made available by the Town Board of the Town, in its discretion, and/or the Board of Directors of the DDA, in its discretion, as applicable.

3.6 Benefit, Binding Effect, Covenant. The parties hereto recognize that legal constraints are imposed upon them by the constitution, statutes, and rules and regulations of the State of Colorado and of the United States, and imposed upon them by their respective governing statutes, charters, ordinances, rules and regulations, and that, subject to such constraints, the parties intend to carry out the terms and conditions of this Amended and Restated IGA. Notwithstanding any other provision of this Amended and Restated IGA to the contrary, in no event shall either of the parties be obligated hereunder to exercise any power or take any action that is prohibited by applicable law. Whenever possible, each provision of

this Amended and Restated IGA shall be interpreted in such a manner so as to be effective and valid under applicable law.

3.7 2011 IGA and 2016 IGA Superseded. It is the intention of the parties that this Amended and Restated IGA shall supersede the 2011 IGA and the 2016 IGA.

IN WITNESS WHEREOF, the parties have executed this Amended and Restated IGA the day and year first above written.

TOWN OF WINDSOR, COLORADO, a
municipal corporation

By: _____
Shane Hale, Town Manager

ATTEST:

Karen Frawley, Town Clerk

APPROVED AS TO FORM:

Ian McCargar, Town Attorney

WINDSOR DOWNTOWN
DEVELOPMENT AUTHORITY, a body
corporate and politic

By: _____
Dan Stauss, Chairperson

ATTEST:

Dean Koehler, Secretary

Exhibit A

Town Employees

Karen Frawley, Town Clerk

Dean Moyer, Director of Finance

Carlin Malone, Senior Planner

Any other Town employees authorized by the Town Manager and the DDA Board

Executive Director Report

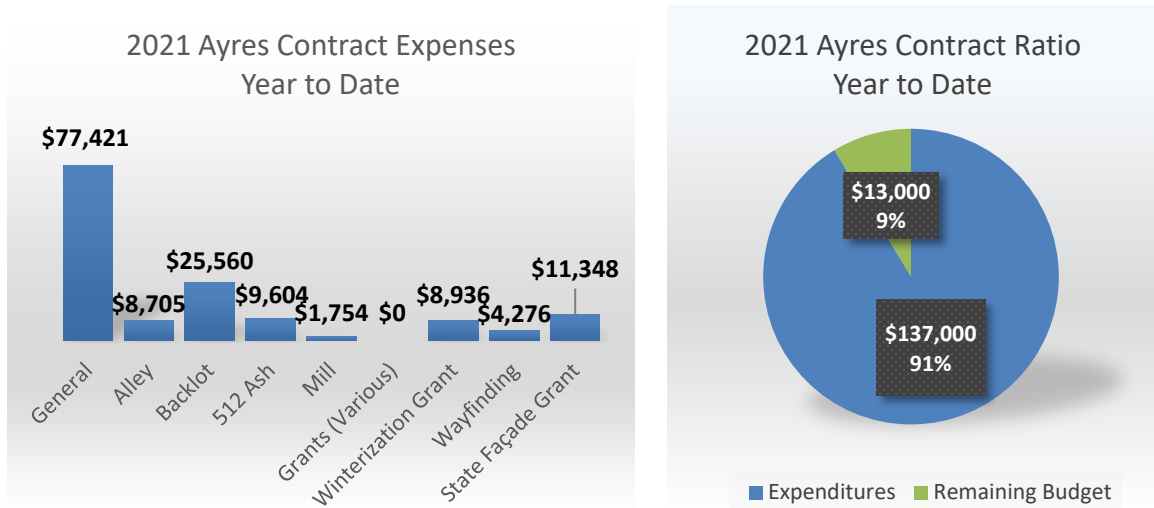
Date: November 17, 2021
To: Downtown Development Authority Board of Directors
From: Matt Ashby, DDA Executive Director
 Josh Olhava, DDA Project Manager
Re: October - November Report

Meeting Summary:

The following meetings occurred between October 20 – November 12, including:

- October Board of Directors Meeting – 10/20
- Chamber Annual Awards Gala – 10/23
- Matt/Shane Weekly Meeting – 10/21; 10/28; 11/04
- DDA Weekly Call – 10/22; 10/29; 11/05; 11/12
- Tribe Update – 11/02
- State Façade Grant Owner/Contractor/Designer Meeting – 10/27; 10/29; 11/10
- Colorado Main Street Meeting – 10/26; 11/04; 11/05; 11/09
- Downtown Business Events (e.g. anniversaries & ribbon cuttings) – 11/09; 11/10

Ayres Billing Breakdown Year to Date (As of 11/05/21):



****Total Expenditures: \$137,000 of \$150,000 = 91% of Budget with 88% of Year Completed, not including the State Façade Grant work.**

- The State Façade Application accounts for around \$11,000 of the expenditures to-date. We will be working to maximize grant reimbursement as the grant progresses.

Anticipated Workload November-December:

- Thru Lot
 - Work w/ consultant and construction team as work wraps up

- Tribe Development
 - Finalize Term Sheet and ENA with Tribe for Board review
- Wayfinding
 - Finish scope of work for kiosk sign map design
 - Next steps such as bid documents following CDOT review
- Façade Improvement Program
 - Work with interested property owners to submit their DDA FIP applications, review, and forward to the Board for review
- State Façade Grant
 - Facilitate conversations between owners, architect and contractors
 - Facilitate submittal to Town for final review
 - Help expedite processes to execute agreements and order materials to maintain schedule for completion by end of June 2022
 - Necessary updates and reporting to Main Street program
- Parking Study
 - Assist Town and consultant on next steps and involvement on committee
- Marketing / Events
 - Attend Ugly Sweater Wine Walk and Chamber Kick-Off to Holiday Season – Ribbon Cutting at DDA Pedestrian Plaza
 - Launch Elf Hunt same weekend – placing large signage around DDA
 - Attend Small Biz Saturday – Table/Warming Hut at DDA Pedestrian Plaza – handing out bags, swag, and goodies to downtown patrons
 - Attend Windsor Wonderland
 - Drawing for Elf Hunt winners
- 512 Ash Street
 - Site plan is ready for final signatures
- 10-Year Report
 - Publish to the website and make available to the public
 - Professionally print and hand out to businesses and at Small Biz Saturday space

Current Initiatives

- Backlot Redevelopment:
 - Tribe is finishing their review on the ENA and Term Sheet
 - Staff will review and present these at a future Board meeting
- Alley Design/Thru Lot/Undergrounding: Phase I -Thru Lot
 - Pavers are mostly in (sidewalk area in progress)
 - Landscaping is underway
- Grants
 - Staff continue to monitor new and updated grant opportunities to apply towards downtown initiatives

- Streetscape Furniture
 - Staff are in conversation with downtown restaurants regarding their anticipated needs for this winter, which may include shifting some tables over to the 408 Exchange, moving some heaters, and locations for the warming huts

Parking / Crosswalk / Plantings

- Waiting on consultant and Town for next steps on parking study

Wayfinding Project

- Construction documents included with November Board meeting packets for review
- Staff are working on the scope of work for the pedestrian kiosk maps and content
- Work is underway on the historic Ehrlich portion of the kiosk at the pedestrian plaza space

Business Engagement

- Staff is regularly attending downtown events sponsored by the Chamber
- Staff reached out to businesses regarding involvement with the Elf Hunt and Small Biz Saturday swag/coupons/etc. for the Small Biz Saturday event

Façade Improvement Program

- 419 and 408 Main – Staff are processing final owner signatures and submitting payment request to the Town for these façade projects
- Other Projects – Staff is assisting a couple owners with their DDA façade improvement program applications for additional façade upgrades in the downtown – beyond those awarded the State Façade Grant
- State Façade/Energy Grant - Staff are working closely with business owners, the architect and contractor on the projects. Anticipate work beginning after the new year

Main Street Requirements

- 3rd Quarter Report submitted on time

Action Checklist Review:

New Items –

- None

Carryover –

- None