



TOWN BOARD WORK SESSION

May 11, 2020 - 4:00 PM

Zoom Meeting, Click on the link <https://windsorgov.zoom.us/j/91290104786> OR join by phone 877-853-5247 or 888-788-0099 Webinar ID: 912 9010 4786

GOAL of this Work Session is to have the Town Board receive information on topics of Town business from the Town Manager, Town Attorney and Town staff in order to exchange ideas and opinions regarding these topics.

Members of the Public in attendance are asked to be recognized by the Mayor before participating in any discussions of the Town Board

AGENDA

1. Discussion of DDA Fourth Street purchase IGA amendment - I. McCargar
2. Business Grant/Loan Discussion - S. Miller
3. Future Meetings Agenda

The Town of Windsor will make reasonable accommodations for access to Town services, programs, and activities and will make special communication arrangements for persons with disabilities. Please call (970) 674-2400 by noon on the Thursday prior to the meeting to make arrangements.



MEMORANDUM

Date: May 11, 2020
To: Mayor and Town Board
Via: Shane Hale, Town Manager
From: Ian D. McCargar
Re: DDA Fourth Street purchase IGA amendment
Item #: 1.

Background / Discussion:

The April 10, 2020, purchase of the 4th Street property (213 & 215 4th Street) was financed entirely with Town funds, with the understanding that the DDA's one-half of the purchase price would be advanced by the Town and repaid later.

The repayment is accomplished through withholding of the two equal annual installments from the Sales Tax Base provided in the March 14, 2016, IGA. That IGA guarantees the DDA a fixed amount of sales tax revenue of \$250,000 during each year of the IGA term. We have used this method for recovering sums advanced to the DDA for the Downtown Parking Study Update, so this is a familiar model.

The attached draft Amended IGA illustrates how the legal terms will be confirmed. I am happy to answer any questions during the work session. Assuming there is consensus, I will refer this amended agreement to you for approval at an upcoming Town Board meeting.

Financial Impact:

Net zero -- funds advanced, funds recovered over two years

Relationship to Strategic Plan:

Prosperous local economy

Recommendation:

Discuss amended IGA, provide staff direction

CC:

Shane Hale, Town Manager
Dean Moyer, Director of Finance

ATTACHMENTS:

- Draft DDA IGA amendment (4th Street Parcel purchase)

**INTERGOVERNMENTAL AGREEMENT BETWEEN THE TOWN OF WINDSOR
AND
THE WINDSOR DOWNTOWN DEVELOPMENT AUTHORITY
REGARDING REPURCHASE OF 4TH STREET PARCEL**

This INTERGOVERNMENTAL AGREEMENT (“IGA”) is executed this [date], 2020, 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”). The parties may be herein referred to collectively as “Parties”, and individually as “Party”.

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 serves a public use; promotes the health, safety, prosperity, security, and general welfare of the inhabitants thereof and of the people of this state; halts or prevents deterioration of property values or structures within central business districts; halts or prevents the growth of blighted areas within such districts, and assists 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, the DDA has prioritized redevelopment of downtown Windsor in its 2016 Strategic Plan, noting that advancing development proposals for the Boardwalk Backlots Development “...will provide new development opportunities in Downtown while expanding the DDA’s tax base”; 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, 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 authorized the use of property tax increment pursuant to the DDA Statute; and

WHEREAS, beginning in February, 2017, the DDA solicited proposals from qualified redevelopment professionals, and in September, 2017, selected Brinkman Capital, LLC (“Brinkman”), to provide the DDA with redevelopment concepts for the Boardwalk Backlots and related downtown properties; and

WHEREAS, despite the best efforts of all involved, the Town, DDA and Brinkman were unable to reach agreement for redevelopment of the Boardwalk Backlots; and

WHEREAS, under the terms of that certain *Exclusive Negotiation Agreement and Non-binding Term Sheet* dated March 11, 2019 (“ENA”), a Brinkman affiliate acquired the property located at 213 and 215 East 4th Street, the legal description of which is set forth in **Exhibit A**, attached hereto and incorporated herein (“4th Street Parcel”); and

WHEREAS, the ENA further provided that, in the event the parties were unable to reach agreement on a Redevelopment Plan and Redevelopment Agreement (as those terms are defined in the ENA), Brinkman’s affiliate was required to sell the 4th Street Parcel to the Town and DDA as joint tenants, and the Town and DDA were required to purchase the 4th Street Parcel from the Brinkman affiliate; and

WHEREAS, on April 10, 2020, the Town and DDA acquired the 4th Street Parcel with funds advanced by the Town in the amount of \$766,674.00; and

WHEREAS, the Town and the DDA intend to continue to hold the 4th Street Parcel for a future redevelopment project which will result in new downtown residents and visitors, increased commercial activity, and investment in other properties in the downtown area, which will in turn provide direct economic benefit to the Town and DDA; and

WHEREAS, the Town and the DDA reaffirm their desire to promote redevelopment of the 4th Street Parcel through the purchase of the 4th Street Parcel and the financial arrangements described herein; 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, on March 14, 2016, the Town and DDA entered into that certain *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”), which provided Town funding for DDA operations and capital projects for a five-year period through March 14, 2021; and

WHEREAS, in order to facilitate and reconcile the parties’ contributions to the acquisition of 4th Street Parcel, certain aspects of the 2016 IGA require modification and certain additional terms are required; and

WHEREAS, the parties intend that this IGA will modify the terms of the 2016 IGA only as to the matters set forth herein; and

WHEREAS, except as expressly modified herein, the parties reaffirm the 2016 IGA.

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
DEFINITIONS**

As used in this IGA, the following terms shall have the meanings set forth in this Article:

1.1 “4th Street Parcel Purchase Price” means the sum of \$766,674.00, representing the total amount of funds advanced by the Town at closing to complete the purchase of the 4th Street Parcel from 215 East 4th Street, LLC.

1.2 “DDA Portion” means the sum of \$383,337.00, representing one-half of the 4th Street Purchase Price.

**ARTICLE TWO
TOWN ADVANCES TO DDA**

2.1 Advances by Town to DDA.

The Town and DDA recognize that the DDA did not and does not have sufficient reserves to pay the DDA Portion. The DDA Portion will be deemed an advance by the Town to the DDA, to be recovered as provided herein.

2.2 DDA Repayment of Advanced Funds.

- a. **Revenue Withholding by the Town.** The Town and DDA agree that, notwithstanding the Town’s obligation to collect, set aside and pay over the Sales Tax Base (as that term is defined in the 2016 IGA) to the DDA, the Parties agree that the Town shall withhold the following sums from the Sales Tax Base as repayment for the advance of funds provided in Section 2.1 above:
 - (1) One-Hundred-Ninety-One-Thousand-Six-Hundred-Sixty-Eight Dollars Fifty Cents (\$191,668.50 to be withheld by the Town in Fiscal Year 2020; and
 - (2) One-Hundred-Ninety-One-Thousand-Six-Hundred-Sixty-Eight Dollars Fifty Cents (\$191,668.50) to be withheld by the Town in Fiscal Year 2021.
- b. **Reinstatement of Sales Tax Base.** After recovering the foregoing repayments from the DDA, absent any future-approved agreements to the contrary, the Town will resume collecting, setting aside and paying the Sales Tax Base to the DDA as provided in the 2016 IGA.
- c. **Sales Tax Increment not Affected.** This Section 2 shall not affect the collection and disbursement of the Sales Tax Increment as defined and as provided in the 2016 IGA.

**ARTICLE THREE
MISCELLANEOUS**

3.1 Reaffirmation of Remaining Provisions of 2016 IGA. The parties reaffirm the terms of the 2016 IGA, except as specifically modified herein.

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 Liley, Esq.
419 Canyon Ave., Ste.220
Fort Collins, CO 80521

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 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 IGA shall inure to the benefit of only the parties hereto. Accordingly, nothing in this 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 IGA 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 there are legal constraints 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 IGA. Notwithstanding any other provision of

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

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

TOWN OF WINDSOR, COLORADO, a municipal corporation

By: _____
Paul Rennemeyer, Mayor

ATTEST:

Krystal Eucker, Town Clerk

[Seal]

APPROVED AS TO FORM:

Ian McCargar, Town Attorney

DRAFT

WINDSOR DOWNTOWN DEVELOPMENT AUTHORITY, a body corporate and politic

By: _____
Dan Stauss, Chairperson

ATTEST: [Seal]

Dean Koehler, Secretary

DRAFT



MEMORANDUM

Date: May 11, 2020
To: Mayor and Town Board
Via: Shane Hale, Town Manager
From: Stacy Miller, Director of Economic Development
Re: Business Grant/Loan Discussion
Item #: 2.

Background / Discussion:

At the May 4, 2020 work session a discussion about business assistance was held. During that discussion some ideas and suggestions were made of how to continue to support Windsor's business community. Some efforts have already been established including the Sales Tax Refund and Deferral program released to the restaurant industry in March 2020. Economic Development (ED) staff continues to reach out and listen to our businesses and provide them with answers during this crisis.

Per the suggestions from the Town Board, the Town Manager and the Director of Economic Development worked to outline a program for Windsor. Here is the recommendation for continued support of Windsor Businesses utilizing a portion of the existing Economic Development Incentive Fund.

With the existing county loan programs, it does not make sense for Windsor ED to create and manage a separate program. Instead, staff recommends investing up to \$50,000 in the Larimer/Weld Loan Fund being established by Upstate Colorado and up to \$25,000 in the existing Larimer County Small Business Economic Recovery Loan Fund.

This crisis has also made it very clear for the need for businesses to have an even bigger on line presence. Staff has recognized the of lack of marketing, collateral material and websites for Windsor business. Staff worked with communications department to come up with an idea of how to kick start the small business recovery efforts in Windsor. Staff is recommending investing up to \$75,000.00 into a mini grant marketing program. Each qualifying business would be awarded up to \$500 in grant support for their respective marketing efforts.

Staff understands that each business is unique and will have a different need when it comes to marketing and social media. A combined team from ED and Communications will vet out four to six professional marketing communication companies through an RFQ process who will specialize in different areas. Consultants will be chosen based on affordability, quality of knowledge, quality of work, references submitted, and skill set. Windsor Businesses will have to go through a short application process and complete a needs assessment as part of their application process. If a business has established marketing efforts, they would qualify for reimbursement of up to \$500. Monies spent on advertising/marketing etc. will need to be in the form of paid reimbursement with proof of receipts.
Economic Development Incentive Fund:

Financial Impact:

Current balance after existing 2020 incentive agreements paid	\$189,404.08
Loan fund investments	- \$75,000.00
<u>Mini Grant Marketing Plan</u>	<u>- \$75,000.00</u>
Remaining ED Fund Balance	\$39,404.08



MEMORANDUM

Date: May 11, 2020

To: Mayor and Town Board

Via: Shane Hale, Town Manager

From:

Re:

Item #: 3.

ATTACHMENTS:

- ▢ Future Meetings Agenda



FUTURE TOWN BOARD MEETINGS

May 18, 2020 4:00 p.m.	Town Board Work Session Weld CDBG Presentation with Don Sandoval Small Cell Towers – Code Update Discussion Backflow / Cross Connection Ordinance Discussion
May 25, 2020	Town Board Work Session and Regular Meeting Cancelled due to Memorial Day
June 1, 2020 4:00 p.m.	Town Board Work Session
June 8, 2020 4:00 p.m.	Town Board Work Session- Board/Manager/Attorney Monthly Meeting
June 8, 2020 5:00 p.m.	Town Board Regular Meeting
June 15, 2020 4:00 p.m.	Town Board Work Session District 4 Vacancy Interviews
June 22, 2020 4:00 p.m.	Town Board Work Session
June 22, 2020 5:00 p.m.	Town Board Regular Meeting
June 29, 2020	Fifth Monday – No Meeting
July 6, 2020 6:00 p.m.	Town Board Work Session
July 13, 2020 5:30 p.m.	Town Board Work Session- Board/Manager/Attorney Monthly Meeting
July 13, 2020 7:00 p.m.	Town Board Regular Meeting
July 20, 2020 6:00 p.m.	Town Board Work Session

Additional Events

Postponed to a date undetermined Brycen Zerby Playground Dedication, Windsor Main Park beginning at 8:00 a.m. — attending: Rennemeyer, Jones, Wilson

Postponed to a date undetermined Public Services Ribbon Cutting, 922 15th Street, Windsor, CO, 5:00 p.m. — 7:00 p.m. — attending: Rennemeyer, Jones Baker, Wilson

Postponed to a date undetermined Kodak Dedication of Windsor Lake, Boardwalk Park, beginning at 0:00 a.m. — attending: Bennett, Jones, Baker, Rennemeyer

Postponed to a date undetermined Outgoing Board Member Grove Dedication prior to Board Meeting

May 14, 2020

Board/Manager Relationship- Where does everyone fit in?

June 15, 2020

Joint Meeting with Town of Windsor, Town of Severance, Fire District and School District

Future Work Session Topics

- Land Use Code Update meeting with Planning Commission (next code section in series) – Planning
- Economic development/retail needs at 60,000 population
- Clearview Library Presentation (General Update and Strategic Plan)