

# REGULAR MEETING NOTICE

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## LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY (4:00 P.M.)

October 9, 2023

**Cleveland Room at Desk Chair  
201 East 4<sup>th</sup> Street in Downtown**

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*The Loveland Downtown Partnership and Downtown Development Authority are committed to providing an equal opportunity for citizens and does not discriminate on the basis of disability, race, color, national origin, religion, sexual orientation, or gender. The LDP-DDA will make reasonable accommodations for citizens in accordance with the Americans with Disabilities Act.*

*For more information, please call our offices at 970.699.2856.*

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**Agenda**  
**Loveland Downtown Development Authority (DDA)**  
**Regular Meeting**  
**Monday, October 9, 2023 4:00 pm**

**Cleveland Room at Desk Chair**  
**201 East 4<sup>th</sup> Street**

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**4:00 pm**

1. **Call to Order**
2. **Roll Call**

**4:05 pm**

3. **Public Comment** (individual introductions / comments are limited to 3 minutes)

**4:10 pm**

4. **Approval of Minutes**

*“I move to approve (deny) the minutes of the Regular Meeting of Aug 14, 2023”*

**4:15**

5. **Presentation & Discussion / Action Items**

- Executive Director Update – 404 East Third Street, 300-312 North Lincoln Avenue, Sola Salon
- Draft Restaurant Conversion Grant Pilot Program
- Façade Grant – 350 N. Cleveland Avenue

*“I move to approve (deny) the recommendation of the DDA Façade Review Committee to award Façade Improvement Grants for \$31,500 to Willow Bend, LLC for 350 N. Cleveland Avenue and authorize the Executive Director to work DDA legal counsel to prepare an agreement for the façade grant award.*

- Line of Credit IGA. Resolution DDA-2023-04, A Resolution of the Board of Directors of the Loveland Downtown Development Authority Approving an Intergovernmental Agreement Between the Loveland Downtown Development Authority and the City of Loveland, Colorado, Governing the Use of Proceeds of the City of Loveland’s Interfund Loan for Financing Downtown Development Authority Projects and Programs.

“I move to approve (deny) Resolution DDA-2023-04”

- 2023 DDA Budget Amendment. Resolution DDA-2023-05, A Resolution of the Board of Directors of the Loveland Downtown Development Authority Approving and Recommending to the City of Loveland, Colorado, an Amended Budget of the Estimated Amounts Required to Pay the Expenses of Conducting the Business of Said Authority for the Fiscal Year Ending December 31, 2023.

“I move to approve (deny) Resolution DDA-2023-05.”

- 2024 DDA Budget. Resolution DDA-2023-06, A Resolution of the Board of Directors of the Loveland Downtown Development Authority Approving and Recommending to the City of Loveland, Colorado, the Budget of the Estimated Amounts Required to Pay the Expenses of Conducting the Business of Said Authority for the Fiscal Year Ending December 31, 2024.

“I move to approve (deny) Resolution DDA-2023-06.”

- Historic Loveland Business Improvement District Update

**5:15 pm**

**6. City Council Report**

- Fogle, Olson - City Council

**5:30 pm**

**7. Adjourn**

**Meeting Minutes**  
**Loveland Downtown Development Authority (DDA)**  
**Regular Meeting**  
**Monday, August 14, 2023 4:00 pm**

**Cleveland Room at Desk Chair**  
**201 East 4<sup>th</sup> Street**

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**4:00 pm**

1. **Call to Order** – Chair Steele Jr. called the meeting to order at 4:00 p.m.
2. **Roll Call** Steele, Waneka, Bernhardt, Patterson, Fellure, Wyrick, Gressianu, Loomis, Fogle, Olson (all present)

**Also in attendance-** Laurie Scott, Lisa Levillee, Bill Becker, Brian Waldes, Nicole Hahn, Meagan Griesel, Scott Schorling, Jill Burrell, RJ Groover

**4:05 pm**

3. **Public Comment** (individual introductions / comments are limited to 3 minutes)

There were no public comments presented

**4:10 pm**

4. **Approval of Minutes**

Bernhardt moved to approve the minutes of the Regular Meeting of July 10, 2023. Wyrick seconded the motion which passed unanimously.

**4:15**

5. **Presentation & Discussion / Action Items**

- Executive Director Update –320 N. Lincoln Avenue, 127-133 West 4<sup>th</sup> Street, Line of Credit IGA

Hawkins updated the board on a number of development projects including the sale of the “Blue Ocean” property to an engineering firm, the sale of the historic properties directly across the street from Loveland Aleworks and the timeline when the DDA Line of Credit would go to City Council for consideration.

- Restaurant Conversion Grant

Hawkins spoke to the board about the challenges of helping restaurants open in our downtown district. The cost to updates spaces with grease traps, hoods and fire suppression is often prohibitively high and as of the meeting, there are no available restaurant spaces in our downtown districts. Restaurants are our highest sales tax producers in the district as well as some of the largest employers. Hawkins suggested that he wanted to explore a restaurant conversation grant where grant funds could be available to assist with the cost to add kitchen elements to projects. Longmont has used a retail conversion grant that helped turn office spaces into retails spaces.

The board was supportive of investigating a restaurant conversion grant concept and asked Hawkins to return back to the board once a draft program is developed.

- Fire Line Grant Update – 120 East 4<sup>th</sup> Street

Hawkins brought forward a request change to a previously approved fire line grant for 120 East 4<sup>th</sup> Street due to a change in the work that requires boring under 4<sup>th</sup> Street as opposed to trenching which would require closing the streets for a week. The closure would interrupt a number of adjoining businesses.

Wyrick moved to approve an amendment to a Fire Line Grant award of \$25,000 to River Redevelopment, LLC for 120 East 4<sup>th</sup> Street and adjust the award amount up to \$37,800 upon approval of the City of Loveland. Patterson second the motion which passed unanimously.

- 404 East 3<sup>rd</sup> Street Term Sheet

After working on the redevelopment of the former Emanuel Baptist Church for more than a year, Hawkins presented a Term Sheet to assist the nearly \$3,000,000 remodel of the historic church into a meeting center. The DDA's funding would assist in restoration of the façade, fire suppression work and environmental remediation.

Bernhardt moved to approve the 404 East 3<sup>rd</sup> Street project designs and associated Term Sheet, and direct the Executive Director, in consultation with DDA legal counsel, to negotiate a development agreement with the developer consistent with the Term Sheet. Gressianu seconded the motion which passed unanimously.

- Thompson Park Conceptual Design

As reviewed at the July DDA meeting, Hawkins brought forward a proposal to hire Russell Mills Studios in partnership with the City of Loveland Parks and Recreation Planning Team to develop concepts for the possible renovation of Thompson Park at 4<sup>th</sup> Street and Lincoln Avenue. By approving this funding, it does not obligate the DDA to pay for renovations at the park, it simply allows us to look at options that work simultaneously with the design work on 4<sup>th</sup> Street.

Wyrick moved to approve a grant to the City in the maximum amount of \$25,525 for preparation of conceptual designs for Thompson Park; authorize the executive director, in consultation with DDA legal counsel, to approve the form of an intergovernmental agreement with the City regarding the grant of such funds; and authorize the board chair to sign such agreement. Waneka seconded the motion which passed unanimously.

- HIP Streets Presentation and Resolution DDA-2023-03, A Resolution of the Board of Directors of the Loveland Downtown Development Authority Expressing Support for the Heart Improvement Program (HIP Streets) – 4<sup>th</sup> Street Improvement Project and a Contribution of Funds Therefor

Hawkins presented a proforma which highlights the DDA's future revenue streams and our ability to assist in the long term debt service and maintenance for the full renovation of all five blocks of the commercial area on 4<sup>th</sup> Street. The purpose of this non-binding resolution is to show support of a funding package to keep the design of 4<sup>th</sup> Street moving along. Formal agreements for maintenance and debt service would be negotiated and presented to the board as the project moves forward.

Gressianu moved to approve Resolution DDA-2023-03. Fellure seconded the motion which passed unanimously.

**5:30 pm**

**6. City Council Report**

- Fogle, Olson - City Council

Fogle discussed the outcome of the task force he called for to address ordinances and issues around safety in right of ways around the City. The first item that the City Council would consider would reduce the amount of time for an encampment to be moved from 72 hrs to 2 hours or officers discretion.

**5:45 pm**

**7. Adjourn**

Fogle motioned to adjourn the meeting at 5:47 p.m. Wyrick second the motion which passed unanimously.

## Façade Reimbursement Program

### APPLICATION

DATE OF SUBMITTAL:	<b>September 1, 2023</b>
TARGET DDA BOARD MEETING DATE:	<b>September 2023 Board Meeting</b>
<b>APPLICANT NAME (INCLUDE DBA):</b>	<b>FLY Fitness/ Willows Bend LLC</b>
IS APPLICANT THE PROPERTY OWNER?	<u>YES</u> <input type="radio"/> <b>NO</b> <input checked="" type="radio"/>
ADDRESS (STREET, CITY, STATE, ZIP):	<b>706 Willows Bend Drive Loveland CO 80537</b>
PHONE:	<u>BUSINESS</u> <u>CELL</u> <b>402-217-2494</b>
EMAIL:	<b>willowsbend@yahoo.com</b>
<b>PROPERTY OWNER NAME (IF DIFFERENT FROM APPLICANT)</b>	<b>4<sup>th</sup> Street Properties LLC</b>
ADDRESS (STREET, CITY, STATE, ZIP)	<b>212 East 4<sup>th</sup> Street Loveland CO 80537</b>
PHONE:	<u>BUSINESS</u> <u>CELL</u> <b>720-371-0321</b>
EMAIL:	<b>jbrines@bhdevelopersre.com</b>
<b>PROJECT PROPERTY ADDRESS</b>	<b>350 N. Cleveland Ave Loveland CO 80537</b>



### APPLICATION (con't)

<b>ARCHITECT NAME</b>	VFLA (Aspen Zable)
<b>ADDRESS</b>	419 Canyon Avenue Ft. Collins, CO 80521
<b>PHONE</b>	<u>BUSINESS</u> 970-224-1191 <u>CELL</u> 970-498-2962
<b>EMAIL</b>	Aspen@VFLA.com
<b>CONTRACTOR NAME</b>	Kelly Fischer
<b>ADDRESS</b>	724 Saddle Horse Road Livermore, CO 80536
<b>PHONE</b>	<u>BUSINESS</u> 970-744-5404 <u>CELL</u> 970-888-1666
<b>EMAIL</b>	KF.iBuild@gmail.com

**PROJECT TYPE:**

- |  |   |
|--|---|
| <input type="radio"/> HISTORIC REHABILITATION<br><input type="radio"/> RESIDENTIAL<br><input type="radio"/> CORNER PROPERTY<br><input type="radio"/> ALLEY-FACING FAÇADE | <input checked="" type="radio"/> COMMERCIAL<br><input type="radio"/> COMMERCIAL AND RESIDENTIAL<br><input checked="" type="radio"/> STREET-FACING FAÇADE<br><input type="radio"/> STREET AND ALLEY-FACING FACADES |
|--|---|

TOTAL PROJECT IMPROVEMENT COSTS:	\$ <u>600,000.00</u>
TOTAL FAÇADE COSTS <small>(Please attach detailed cost break down on a separate page)</small>	\$ <u>97,192.04</u>
FAÇADE FUNDING REQUESTED FROM DDA:	\$ <u>30,548.01</u>

*Staci Gausson*  
 APPLICANT SIGNATURE

Sept 1, 2023  
 DATE

\_\_\_\_\_  
 TITLE  
*Sammy Pearce, Owners Rep.*  
 PROPERTY OWNER SIGNATURE  
(If different than Applicant Signature)  
*Director of Property Administration*  
 TITLE

Aug 27, 2023  
 DATE





## **FLY Fitness project narrative**

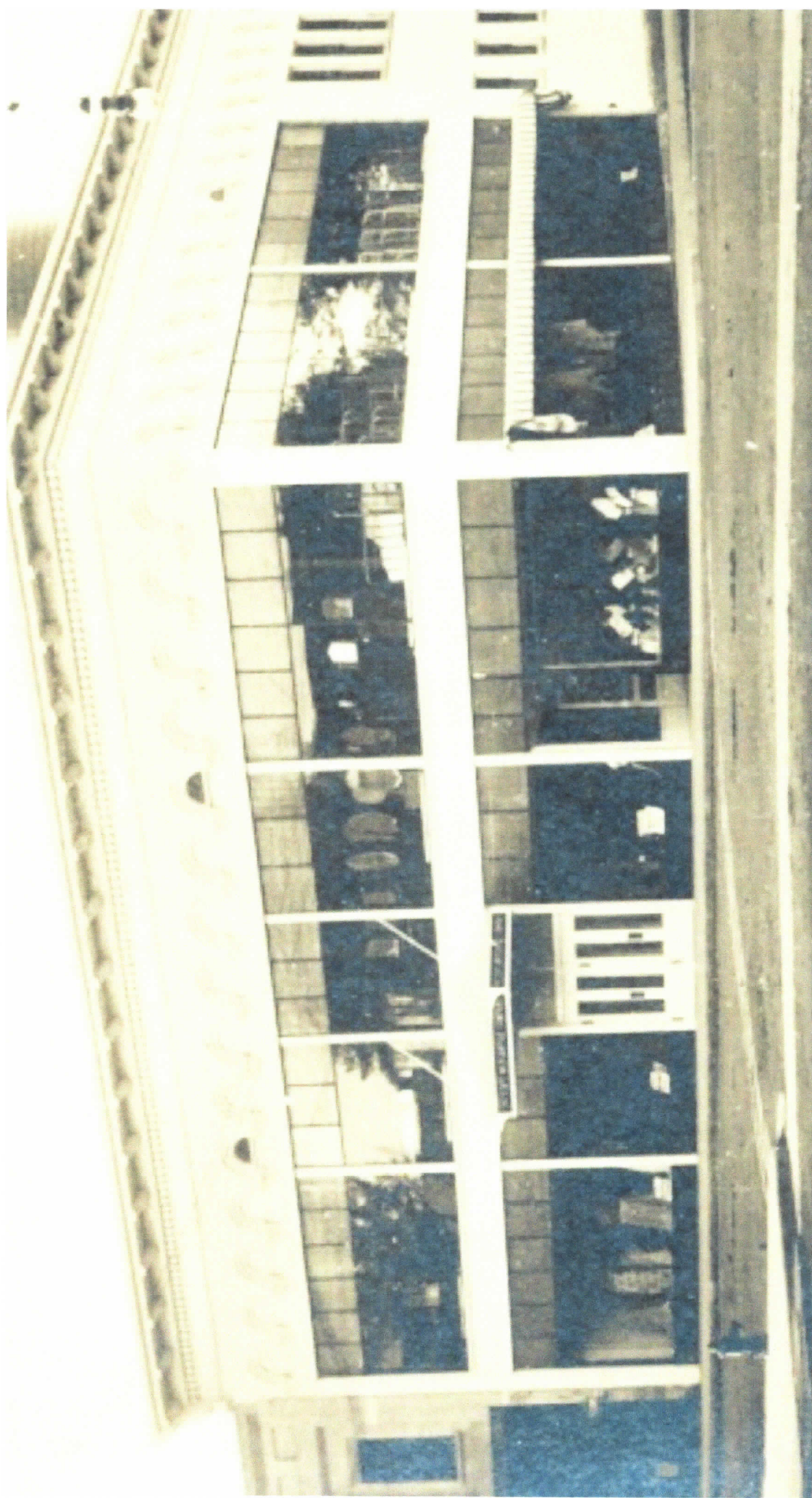
Built in 1910 on the site of the Johnson Livery Barn, this large commercial building was the home of the State Mercantile Company until May of 1920, when it was purchased by the Masons and utilized as their Masonic Temple meeting hall. In 1919, the building also housed the C.C. Doty Mercantile Company clothing store, the Moose Home, and a furniture store operated by Foster & Kruse. Other businesses that have occupied the building include Stoddard's Grocery in 1935 and Fred & Fred's Food Market in 1947. Belcher Office Supply occupied the building for twenty years, vacating the property in 1985.



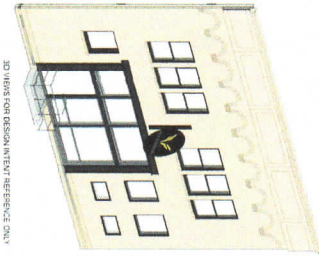
### **Line item description of proposed work**

### **Evaluation Criteria requirements satisfied:**

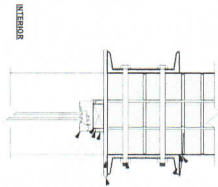
1. This property has never received a DDA façade reimbursement.
2. There are no previous TIF agreements on this historic building.
3. This property is eligible and has multiple facades.
4. a) One façade reimbursement is being sought in this proposal.  
b) Real/authentic building materials will be used.  
c) The façade will be pedestrian friendly.  
d) The façade will be timeless.  
e) The HPC will be involved in the review process.  
f) The façade improvement will include green building principles when relevant.  
g) See contractor notes  
h) The DDA is the only funding source.  
i) The façade requirements will be followed.







4 STOREFRONT HEADER DETAIL  
SCALE: 1/8" = 1'-0"



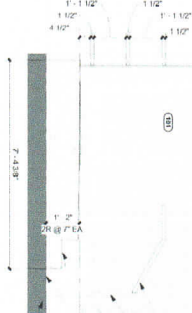
**INTERIOR**

FROM NEIGH. BUILDING  
WINDSET OUT INTO EXISTING  
RED ZONE SEAWALL AT TOP  
SECTION @ TOP OF CHANNEL

**EXTERIOR**

STEEL CHANNEL HEADER BOTH SIDES PAINT  
THROUGHOUT'S PAINT  
RE STRUCTURAL FORCES AND PATTERNS  
1/4" STEEL PLATE CONTINUOUS ACROSS OPENING  
WELD TO CHANNELS  
PREFIN. IMPERMEABLE GLAZING STOREFRONT FRAMES  
FRAME BOTH SIDES  
2" WALKER STOREFRONT

3 DETAIL AT CONCRETE STAIR  
SCALE: 1/8" = 1'-0"



**FIRST FLOOR**

STREET

ROOF SLAB IN PLACE ON  
FOOTING INTO CONCRETE

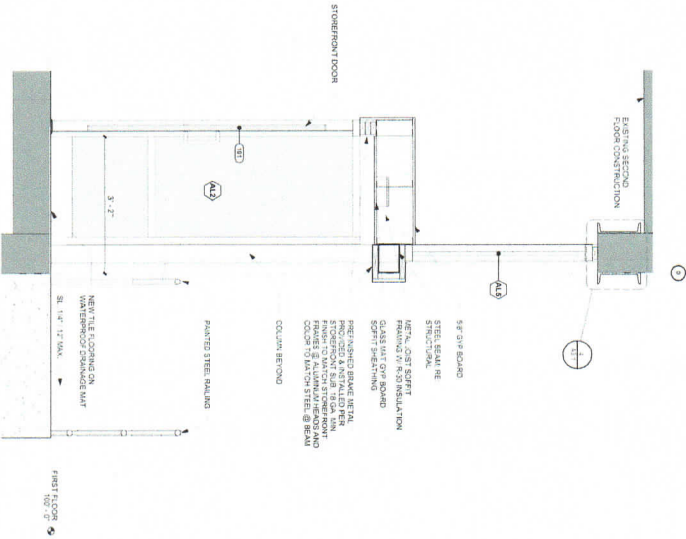
**EXTERIOR**

HANDRAIL  
1 1/2" x 12" ST. PIPE PAINTED  
1 1/2" x 12" ST. PIPE PAINTED  
BRONZE FINISH 1/2" DIA. FINIALS

**INTERIOR**

EXISTING CONCRETE BENCHMARK

2 SECTION AT ENTRY  
SCALE: 3/8" = 1'-0"



**FIRST FLOOR**

8/27/23 8:00 AM

1 ENTRY ELEVATION  
SCALE: 1/8" = 1'-0"



**NEIGH. BUILDING**

EXISTING SECOND FLOOR CONSTRUCTION  
EXISTING SECOND FLOOR CONSTRUCTION  
EXISTING SECOND FLOOR CONSTRUCTION

**NEIGH. BUILDING**

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A3.1

EXTERIOR ELEVATION GENERAL NOTES

- 1. REFER TO A11 FOR STOREFRONT FRAME SCHEDULES
- 2. ALL EXTERIOR WALL MOUNTED LIGHTS TO BE FULL CUT OFF TYPE

EXTERIOR FINISH SCHEDULE

STRUCTURAL STEEL	COLORED STEEL
HANDRAILS	PAINT-TED
GLAZING UNITS	SEE WINDOW SCHEDULE

FLY FITNESS

3675 CLEVELAND  
LOWLAND CO  
OHIO



Strength in design. Strength in partnership.  
Strength in community.

**ARCHITECTURE**

STRONG & ASSOCIATES

**STRUCTURAL ENGINEER**

STRONG & ASSOCIATES

**Mechanical Engineer**

MEDICAL ENGINEERS, LLC

**PLUMBING ENGINEER**

MEDICAL ENGINEERS, LLC

**ELECTRICAL ENGINEER**

MEDICAL ENGINEERS, LLC

**MECHANICAL ENGINEER**

MEDICAL ENGINEERS, LLC

PERMIT DOCUMENT SET

DATE	DATE
ISSUE	ISSUE
REVISION	REVISION
REVISION	REVISION

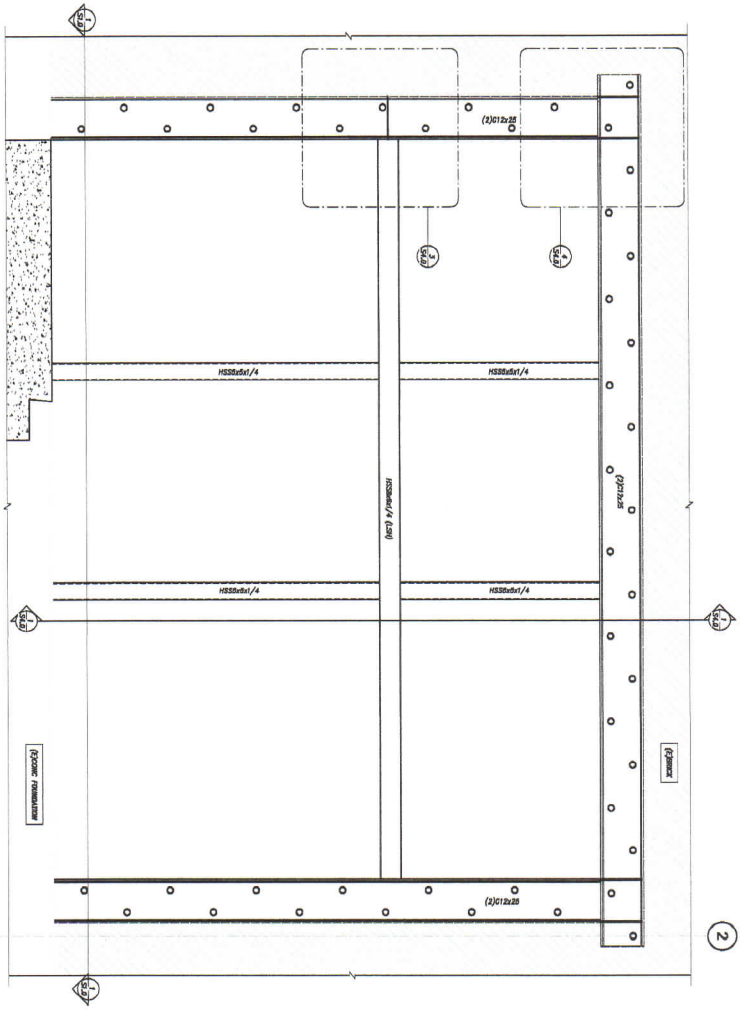
EXTERIOR  
ELEVATION SECTION  
AND DETAILS



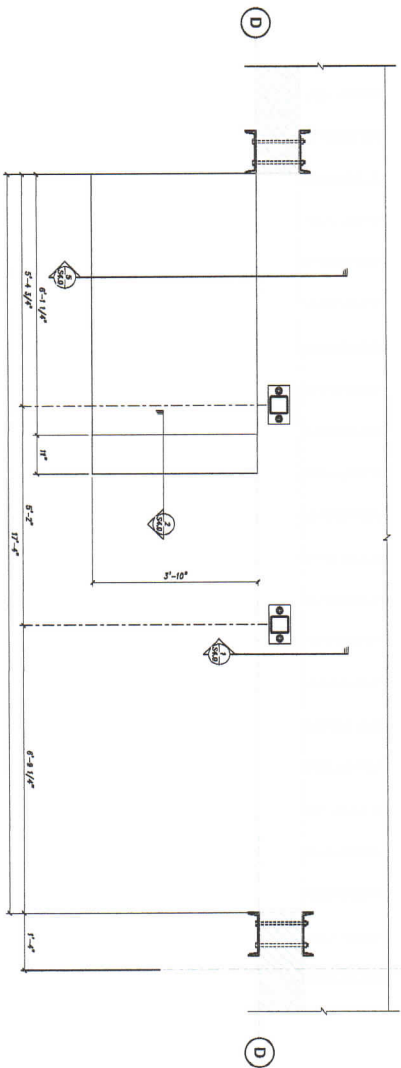
THE STRUCTURAL ENGINEER'S SEAL ON THIS DRAWING INDICATES THAT THE INFORMATION SHOWN AND THE CALCULATIONS PERTAINING TO THAT INFORMATION HAVE BEEN PREPARED BY QUALIFIED PEOPLE UNDER THE DIRECTION OF THE ENGINEER-OF-RECORD. THE SEAL DOES NOT IMPLY RESPONSIBILITY FOR INFORMATION PREPARED BY OTHERS NOR FOR ANY INFORMATION NOT SHOWN ON THE DRAWING AND SUCH RESPONSIBILITY IS SPECIFICALLY DISCLAIMED. ON PHASED PROJECTS, DRAWINGS THAT ARE ISSUED BUT NOT SEALED SHALL BE CONSIDERED TO BE PRELIMINARY IN NATURE AND ARE ISSUED FOR INFORMATION ONLY. THESE DRAWINGS ARE TO BE USED IN CONJUNCTION WITH THE ARCHITECTURAL DRAWINGS ON THE PROJECT TO CLEARLY DEFINE ALL OF THE REQUIREMENTS FOR THE CONSTRUCTION. WHERE CONFLICTS OCCUR CONTACT ARCHITECT FOR CLARIFICATION.

- ASSUMED CONSTRUCTION CONDITIONS:**
1. ALL CONCRETE SHALL BE CAST IN PLACE.
  2. ALL CONCRETE SHALL BE CAST AT ONE TIME.
  3. ALL CONCRETE SHALL BE CAST AT ONE TIME.
  4. ALL CONCRETE SHALL BE CAST AT ONE TIME.
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- REMARKS:**
1. ALL CONCRETE SHALL BE CAST IN PLACE.
  2. ALL CONCRETE SHALL BE CAST AT ONE TIME.
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  6. ALL CONCRETE SHALL BE CAST AT ONE TIME.
  7. ALL CONCRETE SHALL BE CAST AT ONE TIME.



2 ENTRY ELEVATION  
3/4" = 1'-0"



1 PARTIAL FIRST FLOOR PLAN  
3/4" = 1'-0"

**FLY FITNESS**

RYAN O'GRIFF ARCHITECT  
LOWELL, MASSACHUSETTS



**KL&A**  
Engineers & Builders  
100 E. 10th Street  
Lowell, MA 01854  
(978) 452-2200  
www.kl&a.com

**MECHANICAL ENGINEER:**  
RYAN O'GRIFF ARCHITECT  
LOWELL, MASSACHUSETTS  
**ELECTRICAL ENGINEER:**  
RYAN O'GRIFF ARCHITECT  
LOWELL, MASSACHUSETTS  
**CIVIL ENGINEER:**  
RYAN O'GRIFF ARCHITECT  
LOWELL, MASSACHUSETTS

**PERMIT DOCUMENT SET**

NO.	DESCRIPTION	DATE
1	PERMIT SET	8/4/2023
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**PLAN & ELEVATION**

**S1.0**



After review with our permit tech, these are the following signage codes for projecting blade signs in the downtown Loveland area where you (Fly Fitness) are located (350 N. Cleveland)

Projecting signs are limited to 15 sq ft per side. Sign cannot extend more than 5' from the building nor extend beyond the curb of any street or parking. They need a minimum clearance from bottom of side to grade of 8'. Maximum height above grade is 25'.

*Proud to be 100% Employee Owned*

4496 Bents Dr., Unit A, Windsor, CO 80550  
Office: (970) 203-9292 Fax: (970) 203-9293  
davincisign.com

Toll Free: 1-866-DaVinci  
Denver: (303) 573-7446  
Cheyenne, WY: (307) 220-4316

Fly Fitness - Willows Bend LLC  
 DDA Façade Grant Application

iBuild	\$ 85,642.04
VFLA/Exterior/Planning/Grant	\$ 6,750.00
VFLA Architectual Engineering	\$ 3,500.00
VFLA Mechanical Engineering	\$ 1,300.00
	<u>\$97,192.04</u>

<b>Cost of Façade</b>			<b>Grant</b>	<b>Our Expense</b>	
\$	25,000.00	\$	0.50	\$ 12,500.00	\$ 12,500.00
\$	72,192.04	\$	0.25	\$ 18,048.01	\$ 54,144.03
\$	<u>97,192.04</u>			<u>\$ 30,548.01</u>	<u>\$ 66,644.03</u>







Strength in ... Strength in ... Strength in ...

**AUTHORIZATION FOR ADDITIONAL SERVICES NO. 01**

**DATE:** April 28, 2023

**CLIENT:** Staci Lawson  
Fly Fitness  
2540 Sheridan Blvd  
Lincoln, NE 68502

**Electronic File Done**

**PROJECT:** Fly Fitness Renovation  
Fort Collins, Colorado

**RE:** Service Agreement between VFLA and the Client dated February 21, 2023

All provisions of referenced Agreement for Service remain in full force and effect except as modified herein.

**ADDITIONAL SERVICES:**

Architectural and Structural Engineering services for the following:

Architectural scope of work includes:

- New design for the north exterior elevation of 350 N. Cleveland Ave. Loveland, C, housing fly fitness
  - Pull the existing entry towards the main building façade.
  - New storefront design. **No** new finishes.
  - **No** ramp or new stair design. Existing ADA access on North side of building.
- Provide required documents for owner submittal to the planning department.
  - One (1) meeting with the planning department as required. Additional meetings outside of the one (1) to be billed hourly.
- Provided required design documents for the owner submittal for grant funding. Design documents are anticipated to include elevations and storefront frame finish.
  - One (1) Meeting with the grant foundation. Additional meetings outside of the one (1) to be billed hourly.

Structural Scope of Work:

- Coordination with Architect to accommodate the new design of the north exterior elevation.
- Site-Visit as required to review existing structure.

**COMPENSATION:**

- Architecture Design & Documentation \$ 6,750
- Structural Engineering \$ Billed Hourly As Needed
- Construction Administration \$ Billed Hourly As Needed

**ACCEPTANCE AND AUTHORITY:**

Accepted by:

Client Staci Lawson 04/30/2023

VFLA Open Gabel 04/28/2023  
Date

**Invoice**

Vaught Frye Larson Aronson Architects, Inc  
 (970) 224-1191  
 419 Canyon Avenue, Suite 200  
 Fort Collins CO 80521  
 419 Canyon Avenue, Suite 200  
 Fort Collins, CO 80521

August 11, 2023

Staci Lawson  
 Fly Fitness  
 willowsbend@yahoo.com

Project No: 2023-23  
 Invoice No: 0000005

Project 2023-23 Fly Fitness Tenant Finish

**Construction Administration to be Billed Hourly**  
**Add 2: Structural Engineering to be Billed Hourly as needed.**  
Professional Services from July 1, 2023 to July 31, 2023

**Fee**

Phase	Fee	% Comp to Date	Earned to Date	Previously Billed	This Invoice
Architecture / Interior Design	13,750.00	100.00	13,750.00	10,312.50	3,437.50
Mechanical Engineering	3,775.00	100.00	3,775.00	2,831.25	943.75
Electrical Engineering	3,650.00	100.00	3,650.00	2,737.50	912.50
Permitting Phase	1,500.00	0.00	0.00	0.00	0.00
Add 1: Exterior/Planning/Grant	6,750.00	100.00	6,750.00	5,062.50	1,687.50
Add 2: Architecture	3,500.00	100.00	3,500.00	2,625.00	875.00
Add 2: Mechanical Engineering	1,300.00	100.00	1,300.00	975.00	325.00
Total Fee	34,225.00		32,725.00	24,543.75	8,181.25
	<b>Total Fee</b>				<b>8,181.25</b>
			<b>Total this Invoice</b>		<b><u>\$8,181.25</u></b>



### APPLICATION (con't)

<b>ARCHITECT NAME</b>	<b>VFLA</b>
<b>ADDRESS</b>	419 Canyon Avenue Suite 200 Fort Collins CO 80521
<b>PHONE</b>	<u>BUSINESS</u> 970-224-1191 <u>CELL</u> 970-498-2962
<b>EMAIL</b>	Aspen@vfLA.com
<b>CONTRACTOR NAME</b>	Kelly Fischer
<b>ADDRESS</b>	724 Saddle Horse Road Livermore CO 80536
<b>PHONE</b>	<u>BUSINESS</u> 970-744-5404 <u>CELL</u> 970-888-1666
<b>EMAIL</b>	KF.iBuild@gmail.com

**PROJECT TYPE:**

- |  |   |
|--|---|
| <input type="radio"/> HISTORIC REHABILITATION<br><input type="radio"/> RESIDENTIAL<br><input type="radio"/> CORNER PROPERTY<br><input type="radio"/> ALLEY-FACING FAÇADE | <input checked="" type="radio"/> COMMERCIAL<br><input type="radio"/> COMMERCIAL AND RESIDENTIAL<br><input checked="" type="radio"/> STREET-FACING FAÇADE<br><input type="radio"/> STREET AND ALLEY-FACING FAÇADES |
|--|---|

TOTAL PROJECT IMPROVEMENT COSTS:	\$ <u>600,000.00</u>
TOTAL FAÇADE COSTS <small>(Please attach detailed cost break down on a separate page)</small>	\$ <u>102,464.79</u>
FAÇADE FUNDING REQUESTED FROM DDA:	\$ <u>31,250.00</u>

Staci Lawson  
 \_\_\_\_\_  
 APPLICANT SIGNATURE  
CFO

08/28/2023  
 \_\_\_\_\_  
 DATE

TITLE  
Sammy Plarney, Owners Rep.  
 \_\_\_\_\_

Aug 27, 2023  
 \_\_\_\_\_  
 DATE

PROPERTY OWNER SIGNATURE  
(If different than Applicant Signature)  
Director of Property Administration  
 \_\_\_\_\_  
 TITLE



Fly Fitness - Willows Bend LLC  
 DDA Façade Grant Application

iBuild	\$ 85,642.04
VFLA/Exterior/Planning/Grant	\$ 6,750.00
VFLA Architectural Engineering	\$ 3,500.00
VFLA Mechanical Engineering	\$ 1,300.00
VFLA Structural Engineering	\$ 5,272.75
	<u>\$ 102,464.79</u>

<b>Cost of Façade</b>			<b>Grant</b>	<b>Our Expense</b>	
\$	25,000.00	\$	0.50	\$ 12,500.00	\$ 12,500.00
\$	77,464.79	\$	0.25	\$ 19,366.20	\$ 58,098.59
\$	102,464.79			<u>\$ 31,866.20</u>	<u>\$ 70,598.59</u>

Cost exceeds Grant Matching. Asking for full amount under the grant of \$31,250.

**Invoice**

**Vaught Frye Larson Aronson Architects, Inc**  
**(970) 224-1191**  
**419 Canyon Avenue, Suite 200**  
**Fort Collins CO 80521**

September 9, 2023

Staci Lawson  
Fly Fitness  
willowsbend@yahoo.com

Project No: 2023-23  
Invoice No: 0000006

Project 2023-23 Fly Fitness Tenant Finish

**Construction Administration to be Billed Hourly**  
**Add 2: Structural Engineering to be Billed Hourly as needed.**  
**Professional Services from August 1, 2023 to August 31, 2023**

Phase	Fee	% Comp to Date	Earned to Date	Previously Billed	This Invoice
Architecture / Interior Design	13,750.00	100.00	13,750.00	13,750.00	0.00
Mechanical Engineering	3,775.00	100.00	3,775.00	3,775.00	0.00
Electrical Engineering	3,650.00	100.00	3,650.00	3,650.00	0.00
Permitting Phase	1,500.00	50.00	750.00	0.00	750.00
Add 1: Exterior/Planning/Grant	6,750.00	100.00	6,750.00	6,750.00	0.00
Add 2: Architecture	3,500.00	100.00	3,500.00	3,500.00	0.00
Add 2: Mechanical Engineering	1,300.00	100.00	1,300.00	1,300.00	0.00
<b>Total Fee</b>	<b>34,225.00</b>		<b>33,475.00</b>	<b>32,725.00</b>	<b>750.00</b>
		<b>Total Fee</b>			<b>750.00</b>

**Reimbursable Expenses**

Reimburse. Conslt Fee					
8/24/2023	KL&A	Structural Engineer		5,272.75	
	<b>Total Reimbursables</b>			<b>5,272.75</b>	<b>5,272.75</b>
			<b>Total this Invoice</b>		<b><u><u>\$6,022.75</u></u></b>

Please call Shelby Fry at (970) 224-1191 if you have any questions.

# LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY

## **2023 Restaurant Conversion Reimbursement Grant Pilot Program- DRAFT**

Approved \_\_\_\_\_, Revised \_\_\_\_\_



## Restaurant Conversion – Reimbursement Grant Program

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### MISSION OF THE DDA

To strengthen, develop and promote the economic well-being, safety and vitality of the Downtown District. The DDA facilitates, plans and executes development and capital improvement projects. We commit to fulfill our mission collaboratively, ethically and professionally, while preserving the unique and historic character of the District.

### GOALS

- Promote/support private development
- Create an exciting, active and vibrant downtown
- Improve the diversity and attractiveness of the Downtown District
- Environmentally restorative, responsible & accountable
- Design and build circulation systems, minimize auto/pedestrian conflicts, maximize convenience
- Enhance and honor the historic character

The Downtown Development Authority (DDA) Board of Directors (DDA Board) authorizes funding, subject to availability and Board approval, to be used to encourage property owners or business tenants within the DDA District to convert a space into restaurant or food service in their buildings. The goal of the Restaurant Conversion Program (Program) is to attract and assist experienced full-service restaurants, and other food service establishments, to locate or expand within the DDA boundaries. The Program aims to strengthen the area's competitiveness, and promote the area as a vibrant business, dining, and entertainment destination.

The purpose of the program supports the DDA Goals by:

- a. Promoting a business, consumer, family and resident friendly atmosphere;
- b. Creating more dining opportunities;
- c. Creating additional employment opportunities;
- d. Promoting infill and adaptive reuse of properties;
- e. Incentivizing property owners to enhance the value of their respective property;
- f. Encouraging private investment in the improvement of commercial

- properties;
- g. Reducing vacancies in commercial buildings; and
- h. Increasing the functionality of existing buildings.

It is not the intent of this Program to assist in the development of new construction projects. Rather, it is to rehabilitate and enhance areas exhibiting deterioration and decline. Buildings must be 50 years or older to be eligible under the Program; buildings less than 50 years old may be deemed eligible by the DDA Board, in its sole discretion, if special circumstances are present.

The program provides for a reimbursement of 50% of eligible project costs for the first \$50,000 of qualified investment, up to a maximum of \$25,000; and an additional 25% of eligible project costs, for project values exceeding \$50,000, not to exceed a total reimbursement of \$50,000.

- Example: Project total cost of \$125,000. If eligible costs are \$75,000, the DDA could grant up to 50% of the first \$50,000. (\$25,000), then 25% of the balance of \$25,000. (\$6,250). *Total grant could be \$31,250.*

Proposals are considered on a monthly basis and evaluated based on the ability of the project to further the goals of the DDA. Funding is at the sole discretion of the DDA Board. The funding may only be used on eligible restaurant/food service conversions that are within the DDA Boundaries and are located in a commercial area where use as a restaurant or food establishment would be, in the Board's sole discretion, of significant benefit. Restaurant/food service conversions will only be eligible if the proper zoning for a restaurant or food establishment are in place, or if a re-zoning is required, the reimbursement cannot be paid until the rezoning has been approved by the city.

## HOW TO APPLY

### A. Timeline:

Applications will be accepted and reviewed on a first come, first served basis.

All submitted applications will be reviewed by the Loveland Downtown Development Authority (DDA) Restaurant Conversion Committee, Staff and Board of Directors.

### B. Meeting with Staff:

Applicants must meet with DDA Staff AT LEAST once prior to their project submission. Although Staff are available to assist with assembling the required

information, the applicant MUST provide all the following to be considered by the Board:

1. A completed application. The initial application brief sheet, as well as a sample application, are attached to this document.
2. A narrative describing the project. The narrative should address the following topics:
  - a. A brief history of the site/building
  - b. A line item description of the work proposed
  - c. Responses to how the proposed project meets each of the requirements listed below in “EVALUATION CRITERIA” (page 7, below) and
  - d. The specific amount of funding requested.
3. Current photo(s) of the property and proposed kitchen area and, if applicable, historic photos.

To be eligible for the Program, the Applicant must meet all the following qualifications:

- Must be the owner\* or tenant of the subject property (tenant must have a current executed lease or letter of intent with signature of approval from property owner) .
- Must be an allowable use on the subject property in accordance with the City’s Land and Building Development Regulations/Codes. Or be in a rezoning process for approval.
- Must be current in all property taxes and City of Loveland (City) business fees.
- Must be in good standing with the City (no outstanding code enforcement or building code violations). This requirement may be waived by the DDA Executive Director if the work proposed under this application will remediate all code violations.

\*The owner of the Property (Owner) shall be the Applicant, or consent to an application by a tenant. Owner means a holder of any legal or equitable estate in the premises, whether alone or jointly with others and whether in possession or not, and shall include all individuals, associations, partnerships, corporations, limited liability companies and others who have an interest in a structure and any who are in possession or control thereof as agent of the owner, as executor, administrator, trustee, or guardian of the estate of the owner. An owner is additionally defined as someone who has a majority interest/control of the property.

**Eligible Projects:**

An eligible project must be a food related venture such as:

- A full-service sit-down restaurant
- A fast food or quick serve restaurant
- A buffet, cafeteria or food hall restaurant
- A coffeehouse/shop with a food component
- A cafe
- A bistro
- A delicatessen
- A bakery
- A small grocery store or bodega
- A commercial kitchen is eligible if the business is open to the public and offers on site food consumption
- A conversion project to attract future tenants listed above; Or
- Any other food or specialty food venture approved by the DDA Board

**ELIGIBLE IMPROVEMENTS:**

The following interior and infrastructure improvements and costs *may be eligible* for Program reimbursements, provided they are installed specifically for, and are necessary for, an eligible food service use:

- 1) Electrical/plumbing upgrades and utility connections;
- 2) Installation of certain attached fixtures specifically for the kitchen;
- 3) Grease traps/interceptors;
- 4) Venting, HVAC, mechanical systems;
- 5) Sprinkler/fire suppression systems- specifically for the kitchen; Or
- 6) Eligible costs may also include General Contractor’s general conditions, and soft costs such as architectural, structural, electrical, or mechanical design fees, construction site amenities, survey and staking, traffic controls, and profit and overhead. DDA funding for soft costs may not exceed fifteen percent (15%) of total project costs

The following are *ineligible* for assistance:

- 1) Improvements that are substantially or fully completed prior to an application being approved;
- 2) Exterior building improvements (except for qualifying grease interceptors);
- 3) Non-permanent improvements such as, but not limited to, kitchen and dining equipment (e.g., stoves, grills, dishwashers, dishes, pots/pans,

- glassware, etc.) and furniture;
- 4) Security cameras and systems;
- 5) Any other interior or exterior improvement not specially related to, or necessary for, an eligible food service use.

**NOTE:** Once the Restaurant Conversion Program Subcommittee has begun consideration of a submitted application, all costs and projections submitted are considered final. Any increase in the amount of those costs, or the addition of new costs, may invalidate consideration of the application, and require it to be resubmitted at a later date. Once approved by the Restaurant Conversion Subcommittee, and the DDA Board, **all elements outlined within the application must be completed within the costs specified to be eligible for reimbursement; applicants will not be reimbursed for cost overruns.** Applicants are expected to do sufficient preparatory work to ensure that they are able to complete the work outlined in their application within the costs specified.

Staff will advise the applicant whether their initial submittal is complete or if other information is needed for Board consideration. If the proposal is complete, Staff will schedule the project for an upcoming Restaurant Conversion Committee Meeting for consideration. . If approved by the Committee, the application will then be presented to the DDA Board for consideration.

Upon approval by DDA staff, applicant must provide a digital copy (.pdf) plus color paper copies of the packet submittal to the DDA offices, before the scheduled Review Committee Meeting.

### **Attendance by Owner and Representatives**

The project owner (or authorized representative) and project architect, if any, will be required to present their application to the DDA Restaurant Conversion Subcommittee, to highlight the required components of their application, as well as answer questions and receive feedback. All applicants that the Subcommittee selects to move forward will be required to make an abbreviated presentation (5-10 minutes) to the DDA Board at their scheduled monthly meeting (typically held the first Monday of every month). Both presentations should outline the key aspects of the project within the context of the downtown environment. Please note that Board members will receive the application and documentation in advance of the Board meeting and will be familiar with the details of the project.

### **C. Evaluation Criteria**

1. The DDA Board will look specifically at the following criteria in its evaluation of submittals:
  - a) **Totality of Project:** Although applicants may choose not to seek reimbursement of all costs deemed eligible by the program (i.e. an applicant may choose to omit an eligible restaurant conversion cost from their application), the DDA Board will be evaluating proposals based upon all planned elements, and the expected final version of the future business must be presented for Board consideration during the initial application review. All elements, whether shown on the final application or not, will be evaluated prior to reimbursement. Should the final conversion elements be, in the Board's sole discretion, substantially different than what was presented/finalized in the contract, the DDA reserves the right to withhold funding.
  - b) **Potential overall impact to the DDA Area:** Improvements must further the Program purposes and have a positive impact potential to their block or neighborhood.
  - c) **Green building principles:** The DDA actively encourages these practices wherever possible. The DDA Board looks for green building principles that meet or exceed the City of Loveland's adopted code minimums, certifying the construction through the U. S. Green Building Council's LEED rating program, Energy Star, Sustainable Sites Initiative or through an equivalent green building rating system such as the International Green Construction Code or Green Globes.
  - d) **Funding Disclosure:** The DDA Board requires all established and potential funding sources relevant to the restaurant conversion to be fully disclosed upon the initial meeting with the Restaurant Conversion Subcommittee. Should the applicant receive third party funding for elements otherwise covered under their Restaurant Conversion Application, they are required to immediately inform DDA Staff. The DDA reserves the right to reduce or otherwise modify its final reimbursement upon disclosure of such additional funding sources.
  - e) **Fidelity to Submission Requirements:** The DDA Board reserves the right to refuse applications which do not strictly adhere to the above submission and schedule requirements, and/or give preference to applicants who have so adhered.

## D. WHAT HAPPENS AFTER APPROVAL

- A. **Meeting Schedule.** To ensure that the public funds dedicated to each restaurant conversion project are spent in accordance with the designs and plans presented to and accepted by DDA, applicants will be required to meet with Staff regularly throughout the project lifecycle. The schedule for these meetings will be determined with the applicant after their contract has been finalized, but, at the very least, applicants should expect the following:
- a. **Initial Follow Up:** Within 2-3 weeks of approval, meeting with applicant and general contractor to finalize expectations and schedule requirements
  - b. **Throughout Permitting Process:** DDA Staff will be present during or privy to all meetings with City staff regarding building and permitting requirements
    - i. DDA Staff must be made immediately aware should the City or applicant determine that substantial changes are to be made to the restaurant design as accepted by the DDA. APPROVAL BY DEVELOPMENT SERVICES, OR ANY OTHER CITY/PRIVATE ENTITY, DOES NOT CONSTITUTE DDA APPROVAL.
  - c. **During Certification Inspection:** As the project begins to go through the City's Certificate of Completion/Occupancy process, DDA Staff will be present to verify that all work was completed as set forth in the accepted application.

Failure to complete the conversion improvement(s) as presented and approved by the DDA may jeopardize all or a portion of the approved reimbursement. **Modifications to the approved drawings must be reviewed and approved by the DDA.**

- B. **Extension.** If the DDA Board approves a reimbursement, the commitment is valid for one (1) calendar year from the date of the approval. The project owner or authorized representative may request from the Board one 12-month extension of the commitment. The extension request submitted to the DDA Executive Director, describing the reason for the delay, must be submitted in time to be considered by the Board at a regular monthly meeting held prior to the expiration of the commitment term, which at the latest would be 10 business days prior to the date of the regular monthly meeting scheduled to occur in the final month of the commitment. If granted, construction on the project must commence within the 12-month extension period or the DDA commitment will expire. If the project owner or authorized representative fails to make an extension request prior to the expiration of the commitment term or is unable to commence construction on the project after being granted a 12-month extension, a new application for the project will need to be presented to the Board for consideration. This new proposal may be the same as the original or modified.



- C. **Project Commitment.** A meeting with the DDA staff and the project owner or authorized representative will be necessary after the board approves the reimbursement application. Staff will prepare a file detailing all steps necessary for the project to receive the funds. At this meeting the DDA will provide to the applicant the enclosed **Project Commitment**, which will outline the project and act as the legal commitment between the two parties, until the **Restaurant Conversion Agreement** is finalized and signed.
  
- D. **Promotion.** The applicant must agree to allow the DDA to promote its involvement in the restaurant conversion by allowing signage to be placed at an agreed upon location on the building during construction. The applicant must also agree to co-host a ribbon cutting upon completion of the project for community and media awareness.
  
- E. **Project Agreement and Commitment to Maintenance** Upon completion of the project and submission of all DDA requirements for project reimbursement a **Project Agreement** will be drafted by DDA legal counsel. The commitment to maintenance is passive: It requires the owner to maintain the kitchen improvements for a specified period of time, receive DDA approval for subsequent changes, and it gives the DDA the ability to make repairs and lien the property if the kitchen is not maintained to the standards of the accepted application. Reimbursement for project costs is conditioned upon execution of such Agreement by the Applicant.
  
- F.
  1. Terms of the agreement are typically based on the following schedule:

<u>Project Cost</u> <u>Maintenance Period</u>	<u>Commitment</u> <u>to</u>
From \$1 to \$25,000	5 years
From \$25,001 to \$50,000	10 years

DDA funds will not be released until construction is 100 percent complete and all DDA requirements for project reimbursement are satisfied as set forth in the attached Closing Instructions.

## Closing Instructions for Project Owners

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The following are items you will need to submit to the DDA before the Project Agreement and Restaurant Conversion Easement documents can be finalized by the DDA's legal counsel, and before the DDA will release funds committed to your project.

### **While you are working on your project, you can submit the following:**

- 1. Full name and address of the person or entity (and tax ID number) that owns the project.
- 2. If the project owner is a legal entity such as an LLC, LLP, etc. please provide a copy from the specific section of the Articles of Organization, Operating Agreement or Statement of Authorization that identifies the managing person(s) that has the authority to execute instruments or bind the entity.
- 3. Statement that identifies the full legal description of the property as found on an officially recorded document by the Larimer County Clerk and Recorder. Make sure this statement reflects the legal description that will apply when your project is complete.

### **When you have completed your project, please notify the DDA Executive Director via email that construction is complete and submit the following:**

- 4. Copy of Certificate of Occupancy or Certificate of Completion issued by the City of Loveland.
- 5. Detailed accounting of the actual costs of construction, prepared by your contractor or architect/designer, for items that are eligible for DDA reimbursement. The actual cost spreadsheet should be submitted in the same format, or as close as possible, and with the same level of detail as the estimate of costs that were presented in the proposal approved by the DDA Board. Copies of bills submitted to the contractor by sub-contractors shall also be submitted as proof of actual expenditure.
- 6. A site visit will be conducted by DDA staff to ensure that the project was constructed according to the design the DDA Board approved. Staff will email an inspection summary to the owner. A response to any issues raised will be needed.

- 7. Name and address of the entity (with Tax ID number) or person (with Social Security number) to be identified as the payee on the reimbursement check. (Please contact DDA staff if more than one payee.) Submit a W-9.
- 8. Copy of current year Certificate of Liability Insurance (Acord 25). This certificate should identify property and casualty minimum coverage limits equal to the full insurable value of the property and façade improvements, and general liability coverage in connection with the property and façade improvements in amounts equal to the maximum amount of recovery against public entities and employees under the Colorado Governmental Immunity Act (C.R.S. 24-10-101 et. Seq.) The certificate must also identify the Loveland DDA, 201 E 4<sup>th</sup> Street, Loveland, CO 80537; and the City of Loveland, 500 E 3rd Street, Loveland, CO 80537, as additionally insured.
- 9. It is required that project owners cover expenses for the title search, and if required, for the title insurance premium, and Larimer County Clerk/Recorder recording fees for the agreement and façade easement. You will be notified in the days leading up to the final closing date of the amounts needed to cover these expenses.

**If you have any questions about these instructions, please call the DDA Executive Director, Sean Hawkins at 970-699-2856. Please be aware that the drafting of the legal agreement may take between 6-8 weeks.**

## Restaurant Conversion Reimbursement Program APPLICATION

DATE OF SUBMITTAL:	
TARGET DDA BOARD MEETING DATE:	

<b>APPLICANT NAME (INCLUDE DBA):</b>	
IS APPLICANT THE PROPERTY OWNER? <i>If Applicant is Tenant, please attach the current lease.</i>	<u>YES</u> <input type="radio"/> <u>NO</u> <input type="radio"/>
ADDRESS (STREET, CITY, STATE, ZIP):	
PHONE:	<u>BUSINESS</u> <u>CELL</u>
EMAIL:	
<b>PROPERTY OWNER NAME (IF DIFFERENT FROM APPLICANT)</b>	
ADDRESS (STREET, CITY, STATE, ZIP)	
PHONE:	<u>BUSINESS</u> <u>CELL</u>
EMAIL:	
<b>PROJECT PROPERTY ADDRESS</b>	

## APPLICATION (con't)

<b>ARCHITECTS NAME</b>		
ADDRESS		
PHONE	<u>BUSINESS</u>	<u>CELL</u>
EMAIL		
<b>CONTRACTORS NAME</b>		
ADDRESS		
PHONE	<u>BUSINESS</u>	<u>CELL</u>
EMAIL		

**PROJECT TYPE:**

- CONVERSION FOR CURRENT TENANT IMPROVEMENT/ UPGRADE
- CONVERSION FOR FUTURE TENANT IMPROVEMENT  
(WITH A KNOWN TENANT AND SIGNED LEASE OR LETTER OF INTENT)
- CONVERSION FOR FUTURE TENANT AS A SPEC PROPERTY**

**TOTAL PROJECT IMPROVEMENT COSTS:** \$ \_\_\_\_\_

**TOTAL CONVERSION COSTS** \$ \_\_\_\_\_  
(Please attach detailed cost break down on a separate page)

**CONVERSION FUNDING REQUESTED FROM DDA:** \$ \_\_\_\_\_

\_\_\_\_\_  
**APPLICANT SIGNATURE**

\_\_\_\_\_  
**DATE**

\_\_\_\_\_  
**TITLE**

\_\_\_\_\_  
**PROPERTY OWNER SIGNATURE**  
(If different than Applicant Signature)

\_\_\_\_\_  
**DATE**

\_\_\_\_\_  
**TITLE**

**RESOLUTION DDA-2023-04**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY APPROVING AN INTERGOVERNMENTAL AGREEMENT BETWEEN THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY AND THE CITY OF LOVELAND, COLORADO, GOVERNING THE USE OF PROCEEDS OF THE CITY OF LOVELAND'S INTERFUND LOAN FOR FINANCING DOWNTOWN DEVELOPMENT AUTHORITY PROJECTS AND PROGRAMS**

WHEREAS, the City of Loveland, Colorado (the "City") is a Colorado home rule municipality with all the powers and authority granted pursuant to Article XX of the Colorado Constitution and its City Charter;

WHEREAS, the Loveland Downtown Development Authority (the "DDA") is a body corporate and politic, duly created, organized and existing pursuant to Section 31-25-801, *et seq.*, C.R.S. by a vote of a majority of qualified electors within the DDA District (defined below) at a special election held on February 10, 2015, and thereafter officially established by the City Council of the City ("City Council") upon the passage of Ordinance No. 5927;

WHEREAS, the DDA is a Colorado Downtown Development Authority, with all the powers and authority granted to it pursuant to Title 31, Article 25, Part 8, C.R.S. (the "DDA Act");

WHEREAS, on July 5, 2017, the City Council approved the Plan of Development for the DDA (the "DDA Plan of Development") by Resolution #R-52-2017, which established the plan for development or redevelopment of the area within the DDA boundaries (the "DDA District");

WHEREAS, the DDA Plan of Development provides that the primary objectives of the DDA are to promote the safety, prosperity, security, and general welfare of the DDA District and its inhabitants, to prevent deterioration of property values and structures within the DDA District, to prevent the growth of blighted areas within the DDA District, to assist the City in the development, redevelopment, and planning of the economic and physical restoration and growth of the DDA District, to improve the overall appearance, condition, and function of the DDA District, to encourage a variety of uses compatible with the artistic and cultural community, to sustain and improve the economic vitality of the DDA District, to promote the historic, artistic, and cultural elements of the DDA District, and to encourage pedestrian traffic and security in the DDA District;

WHEREAS, the DDA Plan of Development contains a provision for division of taxes that will be effective for thirty years following approval of the DDA Plan of Development, or such longer period as authorized by the DDA Act;

WHEREAS, at an election held in the City on November 7, 2017 (the "2017 Election"), a majority of the qualified electors within the DDA District authorized the City to issue debt in an amount not to exceed \$61,000,000 to finance the costs of development projects to be undertaken by or on behalf of the DDA pursuant to the DDA Plan of Development in accordance with the following ballot question:

**WITHOUT RAISING TAXES, SHALL CITY OF LOVELAND DEBT BE INCREASED BY UP TO \$61,000,000 WITH A REPAYMENT COST OF NO MORE**

THAN \$135,000,000 FOR THE PURPOSE OF FINANCING THE COSTS OF DEVELOPMENT PROJECTS TO BE UNDERTAKEN BY OR ON BEHALF OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY PURSUANT TO THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY PLAN OF DEVELOPMENT, AS IT MAY BE AMENDED FROM TIME TO TIME, INCLUDING WITHOUT LIMITATION, PARKING, UTILITIES, STREETS, SIDEWALKS, ALLEYWAYS AND BEAUTIFICATION, AND APPLICABLE PROVISIONS OF COLORADO LAW; SUCH DEBT AND THE INTEREST THEREON TO BE PAYABLE FROM AND SECURED BY A PLEDGE OF THE SPECIAL FUND OF THE CITY WHICH SHALL CONTAIN TAX INCREMENT REVENUES LEVIED AND COLLECTED WITHIN THE BOUNDARIES OF THE AUTHORITY; AND SHALL SUCH DEBT BE EVIDENCED BY BONDS, NOTES, CONTRACTS OR OTHER FINANCIAL OBLIGATIONS TO BE SOLD IN ONE SERIES OR MORE FOR A PRICE ABOVE OR BELOW THE PRINCIPAL AMOUNT THEREOF, ON SUCH TERMS AND CONDITIONS, AND WITH SUCH MATURITIES AS MAY BE PERMITTED BY LAW AND AS THE CITY MAY DETERMINE, INCLUDING PROVISIONS FOR REDEMPTION OF THE DEBT PRIOR TO MATURITY WITH OR WITHOUT PAYMENT OF THE PREMIUM OF NOT MORE THAN 3% OF THE PRINCIPAL AMOUNT SO REDEEMED; AND SHALL THE CITY AND THE AUTHORITY BE AUTHORIZED TO COLLECT, RETAIN AND SPEND THE TAX INCREMENT REVENUES, THE BOND PROCEEDS AND INVESTMENT INCOME THEREON AS A VOTER-APPROVED REVENUE CHANGE, AND EXCEPTION TO THE LIMITS WHICH WOULD OTHERWISE APPLY UNDER ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION OR ANY OTHER LAW?

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

WHEREAS, the DDA provides a valuable service to the City by promoting the health, safety, prosperity, security and general welfare of those living and working within its boundaries;

WHEREAS, pursuant to Section 31-25-808(1)(f), C.R.S., the DDA is authorized to cooperate with the City and any other governmental agency or public body and to enter into contracts with any such agency or body;

WHEREAS, Section 29-1-203, C.R.S., authorizes the City and the DDA to enter into contracts with other governmental entities to cooperate or contract to provide governmental services and facilities, including the sharing of costs;

WHEREAS, the primary means of financing DDA projects and programs is through the use of property tax increment revenues and sales tax increment revenues (collectively, the "Tax Increment Revenues") collected within the DDA District, and Section 31-25-807(3)(a)(II), C.R.S., permits the City



to use the Tax Increment Revenues collected within the DDA District to pay the principal of, the interest on, and any premiums due in connection with the bonds of, loans or advances to, or indebtedness incurred by the City for financing or refinancing, in whole or in part, development projects within the DDA District;

WHEREAS, Section 13-3 of the City Charter authorizes the City to make interfund loans from a utility account to another City account upon the affirmative vote of a majority of the entire City Council, and requires such loans to be repaid within a specified term with interest thereon to accrue at an interest rate adjusted annually to a rate equal to the average return of City investments for the preceding twelve months;

WHEREAS, the City will consider whether to incur an interfund loan of \$1,000,000 (the "Interfund Loan") from City Fund 330 Power Utility to a subaccount of City Fund 650 DDA known as the Downtown Development Authority Project Fund (the "DDA Project Fund") pursuant to a loan ordinance (the "Loan Ordinance");

WHEREAS, if the Loan Ordinance is adopted, the City desires to place the proceeds of such Interfund Loan on deposit in the DDA Project Fund to finance or refinance DDA projects and programs pursuant to the DDA Act;

WHEREAS, the Interfund Loan, if incurred by the City to finance or refinance development projects within the DDA District, will be an indebtedness that meets the requirements of Section 31-25-807(3)(a)(II), C.R.S., and as such the City is authorized to pledge the Tax Increment Revenues deposited in the Special Fund held by the City under the DDA Act (the "City Special Fund") to the repayment of such Interfund Loan;

WHEREAS, the costs and interest incurred on the Interfund Loan are expected to be lower than would be the case with other types of financing available to finance DDA projects and programs;

WHEREAS, the DDA Board has determined, and hereby determines, that it is in the best interest of both the DDA and the City to reduce the costs of financing DDA projects and programs in order to maximize the number and scope of DDA projects and programs that the City can finance using Tax Increment Revenues held in the City Special Fund; and

WHEREAS, the DDA Board has determined, and now hereby determines, that in order to contribute to the redevelopment of the DDA District as contemplated by the DDA Plan of Development, that it is necessary, desirable and in the best interests of the DDA to authorize the DDA, subject to adoption of the Loan Ordinance by City Council, to enter into an Intergovernmental Agreement Governing the Use of Proceeds of the City of Loveland's Interfund Loan for Financing Downtown Development Authority Projects and Programs between the DDA and the City (the "Interfund Loan Intergovernmental Agreement") in substantially the form attached hereto as Exhibit "A" and incorporated by reference.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY THAT:**

**Section 1. Recitals Incorporated; Ratification.** The foregoing recitals are incorporated herein by reference and adopted as findings and determinations of the DDA. All actions heretofore taken

to effect the approval of the Interfund Loan Intergovernmental Agreement (not inconsistent with the provisions of this Resolution) by the DDA Board and by the officers, agents and employees of the DDA are hereby ratified, approved and confirmed.

**Section 2. Approval of Documents.** The Interfund Loan Intergovernmental Agreement, in substantially the form attached hereto, is in all respects approved, authorized, and confirmed. The Board Chair is authorized and directed to execute and deliver the Interfund Loan Intergovernmental Agreement, for and on behalf of the DDA, in substantially the form and with substantially the same contents as attached hereto, provided that the Interfund Loan Intergovernmental Agreement may be completed, corrected, or revised as deemed necessary by the parties thereto in order to carry out the purposes of this Resolution. The execution of the Interfund Loan Intergovernmental Agreement by the Board Chair shall be conclusive evidence of the approval by the DDA of such documents in accordance with the terms hereof and thereof.

**Section 3. Further Actions.** The Board Chair and the Executive Director of the DDA are hereby independently authorized and directed to take all action necessary or appropriate to implement and effect the provisions of this Resolution and the Interfund Loan Intergovernmental Agreement. The execution of any document or instrument by the Board Chair or the Executive Director shall be conclusive evidence of the approval by the DDA of such agreement, document or instrument in accordance with the terms hereof.

**Section 4. Effective Date of Resolution.** This Resolution shall be effective as of the date of its adoption.

PASSED AND ADOPTED at a regular meeting of the Board of Directors of the Loveland Downtown Development Authority this 9<sup>th</sup> day of October, 2023.

\_\_\_\_\_  
Ray Steele, Jr., Board Chair

ATTEST:

\_\_\_\_\_  
Jon-Mark Patterson, Secretary

# EXHIBIT A

## INTERGOVERNMENTAL AGREEMENT GOVERNING THE USE OF PROCEEDS OF THE CITY OF LOVELAND'S INTERFUND LOAN FOR FINANCING DOWNTOWN DEVELOPMENT AUTHORITY PROJECTS AND PROGRAMS

This INTERGOVERNMENTAL AGREEMENT (this "Agreement") is entered into this \_\_\_\_\_ day of \_\_\_\_\_, 2023, by and between the CITY OF LOVELAND, COLORADO (the "City") and the LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY (the "DDA").

### WITNESSETH:

WHEREAS, the City is a Colorado home rule municipality with all the powers and authority granted pursuant to Article XX of the Colorado Constitution and its City Charter; and

WHEREAS, the DDA is a body corporate, duly created, organized and existing pursuant to Section 31-25-801, *et seq.*, C.R.S. by a vote of the majority of qualified electors within the DDA District (defined below) at a special election held on February 10, 2015, and thereafter officially established by the City Council of the City (the "City Council") upon the passage of Ordinance No. 5927; and

WHEREAS, the DDA is a Colorado Downtown Development Authority, with all the powers and authority granted to it pursuant to Title 31, Article 25, Part 8, C.R.S. (the "DDA Act"); and

WHEREAS, on July 5, 2017, the City Council approved the Plan of Development for the DDA (the "DDA Plan of Development") by Resolution #R-52-2017, which established the plan for development or redevelopment of the area within the DDA boundaries (the "DDA District"); and

WHEREAS, the DDA Plan of Development provides that the primary objectives of the DDA are to promote the safety, prosperity, security, and general welfare of the DDA District and its inhabitants, to prevent deterioration of property values and structures within the DDA District, to prevent the growth of blighted areas within the DDA District, to assist the City in the development, redevelopment, and planning of the economic and physical restoration and growth of the DDA District, to improve the overall appearance, condition, and function of the DDA District, to encourage a variety of uses compatible with the artistic and cultural community, to sustain and improve the economic vitality of the DDA District, to promote the historic, artistic, and cultural elements of the DDA District, and to encourage pedestrian traffic and security in the DDA District; and

WHEREAS, the DDA Plan of Development contains a provision for division of taxes that will be effective for thirty years following approval of the DDA Plan of Development, or such longer period as authorized by the DDA Act; and

WHEREAS, at an election held in the City on November 7, 2017 (the “2017 Election”), a majority of the qualified electors within the DDA District authorized the City to issue debt in an amount not to exceed \$61,000,000 to finance the costs of development projects to be undertaken by or on behalf of the DDA pursuant to the DDA Plan of Development in accordance with the following ballot question:

WITHOUT RAISING TAXES, SHALL CITY OF LOVELAND DEBT BE INCREASED BY UP TO \$61,000,000 WITH A REPAYMENT COST OF NO MORE THAN \$135,000,000 FOR THE PURPOSE OF FINANCING THE COSTS OF DEVELOPMENT PROJECTS TO BE UNDERTAKEN BY OR ON BEHALF OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY PURSUANT TO THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY PLAN OF DEVELOPMENT, AS IT MAY BE AMENDED FROM TIME TO TIME, INCLUDING WITHOUT LIMITATION, PARKING, UTILITIES, STREETS, SIDEWALKS, ALLEYWAYS AND BEAUTIFICATION, AND APPLICABLE PROVISIONS OF COLORADO LAW; SUCH DEBT AND THE INTEREST THEREON TO BE PAYABLE FROM AND SECURED BY A PLEDGE OF THE SPECIAL FUND OF THE CITY WHICH SHALL CONTAIN TAX INCREMENT REVENUES LEVIED AND COLLECTED WITHIN THE BOUNDARIES OF THE AUTHORITY; AND SHALL SUCH DEBT BE EVIDENCED BY BONDS, NOTES, CONTRACTS OR OTHER FINANCIAL OBLIGATIONS TO BE SOLD IN ONE SERIES OR MORE FOR A PRICE ABOVE OR BELOW THE PRINCIPAL AMOUNT THEREOF, ON SUCH TERMS AND CONDITIONS, AND WITH SUCH MATURITIES AS MAY BE PERMITTED BY LAW AND AS THE CITY MAY DETERMINE, INCLUDING PROVISIONS FOR REDEMPTION OF THE DEBT PRIOR TO MATURITY WITH OR WITHOUT PAYMENT OF THE PREMIUM OF NOT MORE THAN 3% OF THE PRINCIPAL AMOUNT SO REDEEMED; AND SHALL THE CITY AND THE AUTHORITY BE AUTHORIZED TO COLLECT, RETAIN AND SPEND THE TAX INCREMENT REVENUES, THE BOND PROCEEDS AND INVESTMENT INCOME THEREON AS A VOTER-APPROVED REVENUE CHANGE, AND EXCEPTION TO THE LIMITS WHICH WOULD OTHERWISE APPLY UNDER ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION OR ANY OTHER LAW?

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

WHEREAS, the DDA provides a valuable service to the City by promoting the health, safety, prosperity, security and general welfare of those living and working within its boundaries; and

WHEREAS, pursuant to Section 31-25-808(1)(f), C.R.S., the DDA is authorized to cooperate with the City and any other governmental agency or public body and to enter into contracts with any such agency or body; and

WHEREAS, Section 29-1-203, C.R.S., authorizes the City and the DDA to enter into contracts with other governmental entities to cooperate or contract to provide governmental services and facilities, including the sharing of costs; and

WHEREAS, the primary means of financing DDA projects and programs is through the use of property tax increment revenues and sales tax increment revenues (collectively, the “Tax Increment Revenues”) collected within the DDA District, and Section 31-25-807(3)(a)(II), C.R.S., permits the City to use the Tax Increment Revenues collected within the DDA District to pay the principal of, the interest on, and any premiums due in connection with the bonds of, loans or advances to, or indebtedness incurred by the City for financing or refinancing, in whole or in part, development projects within the DDA District; and

WHEREAS, Section 13-3 of the City Charter authorizes the City to make interfund loans from a utility account to another City account upon the affirmative vote of a majority of the entire City Council, and requires such loans to be repaid within a specified term with interest thereon to accrue at an interest rate adjusted annually to a rate equal to the average return of City investments for the preceding twelve months; and

WHEREAS, the City has incurred an interfund loan of \$1,000,000 (the “Interfund Loan”) from City Fund 330 Power Utility to a subaccount of City Fund 650 DDA known as the Downtown Development Authority Project Fund (the “DDA Project Fund”) pursuant to a loan ordinance (the “Loan Ordinance”), and desires to apply the proceeds of such Interfund Loan on deposit in the DDA Project Fund to finance or refinance DDA projects and programs pursuant to the DDA Act; and

WHEREAS, the Interfund Loan incurred by the City to finance or refinance development projects within the DDA District is an indebtedness that meets the requirements of Section 31-25-807(3)(a)(II), C.R.S., and as such the City can pledge the Tax Increment Revenues deposited in the Special Fund held by the City under the DDA Act (the “City Special Fund”) to the repayment of such Interfund Loan; and

WHEREAS, the costs and interest incurred on the Interfund Loan are expected to be lower than would be the case with other types of financing available to finance DDA projects and programs; and

WHEREAS, the City Council and the Board of the DDA (the “DDA Board”) have determined that it is in the best interest of both the DDA and the City to reduce the costs of financing DDA projects and programs in order to maximize the number and scope of DDA projects and programs that the City can finance using Tax Increment Revenues held in the City Special Fund; and

WHEREAS, the parties desire to enter into this Agreement in order to establish an Interfund Loan program to finance certain DDA projects and programs and to establish the process pursuant to which the DDA can request and use the proceeds of the Interfund Loan incurred by the City to finance or refinance DDA projects and programs.

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

**1. TERM.**

The term of this Agreement shall commence upon execution by the parties and continue through December 31, 2024.

**2. CITY OF LOVELAND INTERFUND LOAN PROGRAM.**

2.1 The City and the DDA agree to cooperate in good faith to finance development projects within the DDA District with the proceeds of the Interfund Loan incurred by the City for such purposes.

2.2 No funds may be requisitioned from the DDA Project Fund under this Agreement unless such funds have been budgeted and appropriated by the City Council of the City in accordance with Section 31-25-816 of the DDA Act.

2.3 Prior to requisitioning any funds from the DDA Project Fund, the DDA Board shall adopt a resolution (the "DDA Resolution"): (i) identifying specific projects and programs within the DDA District that advance the objectives of the DDA Plan of Development in accordance with the DDA Act and that the DDA Board designates as eligible for financing or refinancing with proceeds of the Interfund Loan (the "DDA Projects and Programs"), including as applicable, the description of the programs, the process for how awards are made, the location of known DDA Projects and Programs, and a general description of any proposed development or redevelopment; and (ii) setting forth the estimated amount of Available TIF Revenue (as hereinafter defined) that could be applied to the repayment of the principal of and interest on the Interfund Loan in the current or next fiscal year, including, without limitation, any Available TIF Revenue that is expected to be generated by the DDA Projects and Programs set forth in the DDA Resolution. The DDA Resolution shall be submitted to the City Manager of the City (the "City Manager"), the Chief Financial Officer of the City (the "Chief Financial Officer") and the City Attorney of the City (the "City Attorney"). Provided that the DDA Resolution complies with the requirements set forth herein, the Projects and Programs identified therein may be funded with the proceeds of the Interfund Loan, in accordance with Article 3 below. The DDA Board may amend and supplement the DDA Resolution from time to time to update the DDA Projects and Programs expected to be financed with the proceeds of the Interfund Loan. Any resolution amending or supplementing the DDA Projects and Programs expected to be financed with the proceeds of the Interfund Loan shall be submitted to the City Manager, the Chief Financial Officer and the City Attorney to facilitate the payment of Requisitions made in accordance with Article 3 hereof.

2.4 The City agrees that the DDA may assess an administrative fee equal to seven percent (7%) of the total amount of any Projects and Programs draw on the Interfund Loan proceeds held in the DDA Project Fund made pursuant to this Agreement, to be used by the DDA for operational costs of the DDA in accordance with Section 31-25-809(3) of the DDA Act (the "Administrative Fee"), which may be drawn from the DDA Project Fund and paid to the DDA as part of a Requisition (as "Requisition" is defined in Article 3.2 below).

### **3. WITHDRAWALS FROM THE DDA PROJECT FUND.**

3.1 The proceeds of the Interfund Loan incurred by the City pursuant to the Loan Ordinance shall be deposited in the DDA Project Fund held by the City, and the City shall invest such funds on deposit in the DDA Project Fund in the same manner as other City funds. Amounts on deposit in the DDA Project Fund, including any investment earnings thereon, may be applied to finance or refinance DDA Projects and Programs identified in the DDA Resolution upon compliance with the procedures set forth in this Article 3 or to pay principal and interest on the Interfund Loan in accordance with Section 4.3.

3.2 No more than once every thirty days, the DDA Executive Director may submit a requisition (a "Requisition"), substantially in the form of Exhibit A attached hereto and by this reference made a part hereof, to the Chief Financial Officer, with a copy to the City Manager and the City Attorney, requesting that a certain amount of Interfund Loan proceeds on deposit in the DDA Project Fund be withdrawn and applied to finance or refinance DDA Projects and Programs identified in the DDA Resolution and the applicable Requisition, or to pay to the DDA the Administrative Fee. The DDA Executive Director shall supply the Chief Financial Officer with documentation supporting the costs of the DDA Projects and Programs expected to be paid with the proceeds of the Interfund Loan to be withdrawn from the DDA Project Fund.

3.3 No withdrawal shall be made from the DDA Project Fund pursuant to a Requisition submitted by the DDA Executive Director without the written approval of the Chief Financial Officer. Prior to the approval of any Requisition, the Chief Financial Officer shall verify that there are Available Tax Increment Revenues on deposit in the City Special Fund in an amount at least equal to the amount of the requested draw. Provided that: (a) the DDA Executive Director has submitted a complete Requisition and all required documentation, and (b) there are Available Tax Increment Revenues on deposit in the City Special Fund in an amount at least equal to the requested draw, the Chief Financial Officer shall approve the Requisition. Upon such approval of the Requisition by the Chief Financial Officer, the City shall remit moneys on deposit in the DDA Project Fund to the parties indicated in the Requisition, in the amounts requested in the Requisition. In the event that the amount of Available Tax Increment Revenues on deposit in the City Special Fund is not at least equal to the requested draw amount, the Chief Financial Officer shall notify the DDA Executive Director of the amount of Available Tax Increment Revenues on deposit in the City Special Fund, and the DDA Executive Director may amend the Requisition to reduce the amount of the draw requested. The amount of money withdrawn from the DDA Project Fund to finance DDA Projects and Programs shall never exceed the amount of Available Tax Increment Revenues on deposit in the City Special Fund at the time such draw is made.

3.4 The DDA agrees that it shall apply the proceeds of the Interfund Loan that it requisitions from the DDA Project Fund only to finance or refinance the costs of the DDA Projects and Programs set forth in the Requisitions or, regarding the Administrative Fee, for operational costs of the DDA. The DDA shall not be required to obtain any additional or separate approval from the City in order to enter into an agreement regarding or to apply the proceeds of the Interfund Loan that it has



requisitioned from the DDA Project Fund to finance or refinance the costs of DDA Projects and Programs, so long as such DDA Projects and Programs have been identified in a Requisition and the DDA Resolution. The DDA shall keep books and records relating to the use of the proceeds of the Interfund Loan and the City shall have the right to review such books and records upon notice to the DDA Executive Director.

#### **4. REPAYMENT OF INTERFUND LOAN; PLEDGE OF REVENUES**

4.1 The Interfund Loan incurred by the City is a special and limited obligation of the City payable solely from Available Tax Increment Revenues held in the City Special Fund, and the Available Tax Increment Revenues are hereby pledged to the repayment of the Interfund Loan in accordance with the terms of the Loan Ordinance and this Agreement. The City hereby elects to apply Section 11-57-208 C.R.S. to the Interfund Loan incurred by the City to further the purposes of this Agreement. The creation, perfection, enforcement, and priority of the pledge of revenues to secure or pay the Interfund Loan provided herein shall be governed by Section 11-57-208, C.R.S. The Available Tax Increment Revenues as received by the City shall immediately be subject to the lien of this pledge without any physical delivery thereof, any filing, or further act. The lien of such pledge shall be valid, binding, and enforceable as against all persons having claims of any kind in tort, contract, or otherwise against the City or the DDA irrespective of whether such persons have notice of such lien.

4.2 Unless otherwise provided in the Loan Ordinance, to the extent that a Requisition is approved by the Chief Financial Officer and a withdrawal is made from the DDA Project Fund to finance DDA Projects and Programs, the City shall apply Available Tax Increment Revenues on deposit in the City Special Fund to repay the principal amount of the Interfund Loan in the amount of such draw. Such repayment of a portion of the principal amount of the Interfund Loan shall be made within seven business days of the disbursement of the draw from the DDA Project Fund to the DDA or its designees.

4.3 Unless otherwise provided in the Loan Ordinance, to the extent that the Interfund Loan has not been repaid in full by the Maturity Date (as defined in the Loan Ordinance), the outstanding principal balance, plus accrued interest thereon, shall be repaid in full from moneys that are on deposit in the DDA Project Fund (including any Interfund Loan proceeds and interest accrued thereon contained therein) and the City Special Fund on the Maturity Date. To the extent that moneys remain on deposit in the DDA Project Fund after the Maturity Date, after the repayment in full of the outstanding Interfund Loan, such amounts may either be applied to finance or refinance DDA Projects and Programs or be applied to any other lawful purpose, as determined in writing by the City Manager or the Chief Financial Officer.

4.4 Notwithstanding anything herein to the contrary, the City shall have the right from time to time to incur additional indebtedness and to issue bonds, notes or other obligations that are payable from Tax Increment Revenues on deposit in the City Special Fund in accordance with the DDA Act, the authorization obtained at the 2017 Election, ordinances approved by the City Council and resolutions approved by the DDA Board, and shall have the right to pledge, encumber, appropriate or otherwise obligate such Tax Increment Revenues to the payment of such debt or obligations. Nothing herein shall be construed to restrict the City's ability to cooperate with the DDA to finance or

refinance development projects and programs in the DDA District or to issue debt or incur additional indebtedness in connection therewith payable from Tax Increment Revenues on deposit in the City Special Fund. If the City issues such debt or incurs additional indebtedness in accordance with this Section 4.4 after the effective date of this Agreement, and elects to pledge, encumber, appropriate or otherwise obligate all or a portion of the Tax Increment Revenues on deposit or to be deposited in the City Special Fund to the payment of such indebtedness, such Tax Increment Revenues shall no longer constitute Available Tax Increment Revenues hereunder and shall be automatically released from the pledge and lien of this Agreement and any outstanding Loan Ordinance without further action by the City or the DDA.

**5. ACCOUNTING BY CITY**

5.1 So long as the Interfund Loan remains outstanding, no later than the last business day of each calendar quarter, the Chief Financial Officer, or an individual designated by the Chief Financial Officer, shall make an accounting of the following information:

- (i) the total amount of Tax Increment Revenues that are on deposit in the City Special Fund;
- (ii) the amount of Tax Increment Revenues on deposit in the City Special Fund that are pledged, encumbered, appropriated or otherwise obligated to pay the principal of, the interest on, and any premiums due in connection with the bonds of, loans or advances to, or indebtedness incurred by the City for financing or refinancing, in whole or in part, development projects within the DDA District;
- (iii) the amount of Available Tax Increment Revenues on deposit in the City Special Fund (which is equal to the amount set forth in (i) above less the amount set forth in (ii) above); and
- (iv) the outstanding principal amount of the Interfund Loan, if any, on such date.

No later than the last business day of each calendar quarter, the Chief Financial Officer shall provide such information to the Executive Director.

5.2 The amount of money that may be withdrawn from the DDA Project Fund in any 30-day period pursuant to Article 4 hereof shall be determined by reference to the accounting made by the City pursuant to Section 5.1 hereof on or prior to the last business day of the preceding calendar quarter. Such accounting shall be conclusive in determining the amount of money that may be withdrawn from the DDA Project Fund, absent manifest error.

**6. AMENDMENTS; CONFLICTS**

This Agreement may not be amended, supplemented, or modified without the prior written consent of the City and the DDA. In the event that there is a conflict between the provisions of a Loan Ordinance and this Agreement, the provisions of the applicable Loan Ordinance shall be controlling and shall not be deemed to be an amendment to this Agreement.

**7. NOTICE.**

All notices to be given and other documents to be provided hereunder shall be deemed delivered when the document has been (a) deposited in the United States Mail, postage pre-paid; (b) received by overnight delivery service; (c) received by electronic mail through the internet; or (d) when personally delivered at the following addresses:

DDA:  
Loveland Downtown Partnership  
Downtown Development Authority  
350 No. Cleveland  
Loveland, Colorado 80537  
Attention: Executive Director

With a copy to:  
Liley Law, LLC  
2627 Redwing Road, Suite 342  
Fort Collins, Colorado 80526  
Attention: Josh Liley

CITY:  
City of Loveland, Colorado  
500 East Third Street  
Loveland, Colorado 80537  
Attention: Chief Financial Officer

With a copy to:  
City of Loveland, Colorado  
500 East Third Street  
Loveland, Colorado 80537  
Attention: City Attorney

The parties may, by notice given hereunder, designate any further or different addresses to which subsequent notices, certificates, requests or other communications shall be sent, and may designate other methods of communication.

**8. THIRD PARTY BENEFICIARIES.**

This Agreement shall not be construed as or deemed to be an agreement for the benefit of any third party or parties, and no third party or parties shall have any right of action hereunder for any cause whatsoever.

**9. GOVERNING LAW; SEVERABILITY.**

This Agreement shall be governed by the internal laws of the State of Colorado without regard to choice of law analysis. The District Court of Larimer County, Colorado will be the exclusive venue for any litigation. If any section, subsection, paragraph, clause or other provision of this Agreement for any reason is held to be invalid or unenforceable in any respect, the invalidity or unenforceability of such section, subsection, paragraph, clause or other provision shall not affect any of the remaining provisions of this Agreement, and this Agreement shall be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

**10. COUNTERPARTS; ELECTRONIC SIGNATURES.**

The parties hereto agree that the transactions described herein may be conducted and related documents may be stored by electronic means. This Agreement may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document. This Agreement may be executed using electronic signatures in accordance with Article 71.3 of Title 24, C.R.S., also known as the Uniform Electronic Transactions Act. Any electronic signature so affixed shall carry the full legal force and effect of any original, handwritten signature. Copies, telecopies, facsimiles, electronic files and other reproductions of original executed documents shall be deemed to be authentic and valid counterparts of such original documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date set forth above.

CITY OF LOVELAND, COLORADO

[SEAL]

ATTEST:

\_\_\_\_\_  
Mayor

\_\_\_\_\_  
City Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
City Attorney

LOVELAND DOWNTOWN DEVELOPMENT  
AUTHORITY

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Ray Steele, Jr., Chair

ATTEST:

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Jon-Mark Patterson, Secretary

**EXHIBIT A**

**DDA PROJECT FUND REQUISITION NO. \_\_\_\_\_**

City of Loveland, Colorado  
500 East Third Street  
Loveland, CO 80537

Attention: Chief Financial Officer

Re: Request to make a draw from the DDA Project Fund pursuant to the Intergovernmental Agreement Governing the Use of Proceeds of the City of Loveland's Interfund Loan Program for Financing Downtown Development Authority Projects and Programs dated as of \_\_\_\_\_, 2023 (the "Interfund Loan IGA"), between the City of Loveland, Colorado (the "City") and the Loveland Downtown Development Authority (the "DDA").

The undersigned Executive Director of the DDA hereby requests the Chief Financial Officer of the City to approve a draw from the DDA Project Fund in accordance with the Interfund Loan IGA and to disburse to the DDA, or directly to the Payees named below, from moneys on deposit in the DDA Project Fund an amount equal to \$\_\_\_\_\_. Such amount will be applied to pay or reimburse the following costs of the DDA Projects and Programs (as defined in the Interfund Loan IGA):

<u>Name of Payee</u>	<u>DDA Project Costs to be Paid from Draw</u>	<u>Amount To Be Paid</u>	<u>Payment Instructions</u>
_____	_____	_____	_____
_____	_____	_____	_____
-	-	-	-

The undersigned hereby further certifies (a) the expenditure for which funds are requested has been or will be properly incurred in connection with the acquisition, construction or installation of the DDA Projects and Programs, and (b) the amounts being paid pursuant to this disbursement request have not been subject to a previous draw.

**The agreements, bills, invoices or statements of account for the requested disbursement are attached to this Requisition, as applicable.**



The undersigned hereby certifies that the undersigned is authorized to execute and deliver this requisition on behalf of the DDA.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.

LOVELAND DOWNTON DEVELOPMENT  
AUTHORITY

By: \_\_\_\_\_

Executive

Director

**RESOLUTION DDA-2023-05**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY APPROVING AND RECOMMENDING TO THE CITY COUNCIL OF THE CITY OF LOVELAND, COLORADO, AN AMENDED BUDGET OF THE ESTIMATED AMOUNTS REQUIRED TO PAY THE EXPENSES OF CONDUCTING THE BUSINESS OF SAID AUTHORITY, FOR THE FISCAL YEAR ENDING DECEMBER 31, 2023**

WHEREAS, on April 7, 2015, the City Council of the City of Loveland, Colorado ("City Council"), adopted Ordinance No. 5927, which established the Loveland Downtown Development Authority ("DDA"): and

WHEREAS, the DDA has been duly organized in accordance with C.R.S. Sec. 31-25-801, *et seq* (the "DDA Act"); and

WHEREAS, on July 5, 2017, the City Council approved a Plan of Development for the Loveland Downtown Development Authority which established the purpose of the Authority and the types of projects which the Authority would undertake;

WHEREAS, as anticipated in the Plan of Development a ballot issue was submitted to the voters and was approved on November 7, 2017 - specifically Ballot Issue 5C authorizing a \$61M debt ceiling, with a repayment cost of \$135M, for the purpose of financing the costs of development projects included in the Plan of Development, as amended from time to time, and further authorizing the City to keep and spend the tax revenues generated above certain state law limits;

WHEREAS, C.R.S. Sec. 31-25-816, C.R.S. requires the Board of Directors of the DDA (the "DDA Board") to adopt a budget of the estimated revenues and expenditures to be received and incurred during each fiscal year, which thereafter must be approved by City Council;

WHEREAS, on October 17, 2022, the DDA Board passed Resolution DDA-2022-01, which approved a budget for the DDA for the fiscal year ending December 31, 2023 (the "2023 DDA Budget");

WHEREAS, the 2023 DDA Budget was approved by the City Council;

WHEREAS, on April 19, 2023, the Downtown Plan of the Loveland Urban Renewal Authority was dissolved, resulting in an increase in the amount of tax increment revenue in the City special fund for DDA projects and programs, which fund was created by establishment of the DDA pursuant to the DDA Act (the "Special Fund"); and

WHEREAS, the DDA desires to amend its 2023 Budget to allow for the payment of funds for approved DDA projects and programs in the current fiscal year, using funds now available in the Special Fund, and to recommend approval of said budget amendment to the City Council.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY** that the 2023 DDA Budget is hereby amended to include the following supplemental budget, and that the Board of Directors of the DDA recommends approval of said budget amendment to the City Council:

**Supplemental Budget  
Loveland Downtown Development Authority (DDA) Fund 650**

**Revenues**

Unassigned Fund Balance	428,493
<b>Total Revenue</b>	<b>428,493</b>

**Appropriations**

650-00-000-0000-49360	Façade Agreements, Planning Studies & Administration	428,493
<b>Total Appropriations</b>		<b>428,493</b>

PASSED AND ADOPTED at a regular meeting of the Board of Directors of the Loveland Downtown Development Authority this 9<sup>th</sup> day of October, 2023.

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Ray Steele, Jr., Board Chair

ATTEST:

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Jon-Mark Patterson, Secretary

**RESOLUTION DDA-2023-06**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOVELAND  
DOWNTOWN DEVELOPMENT AUTHORITY APPROVING AND  
RECOMMENDING TO THE CITY COUNCIL OF THE CITY OF LOVELAND,  
COLORADO, THE BUDGET OF THE ESTIMATED AMOUNTS REQUIRED TO  
PAY THE EXPENSES OF CONDUCTING THE BUSINESS OF SAID AUTHORITY,  
FOR THE FISCAL YEAR ENDING DECEMBER 31, 2024**

WHEREAS, on April 7, 2015, the City Council of the City of Loveland, Colorado ("City Council"), adopted Ordinance No. 5927, which established the Loveland Downtown Development Authority ("DDA");

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

WHEREAS, on July 5, 2017, the City Council approved a Plan of Development for the Loveland Downtown Development Authority which established the purpose of the Authority and the types of projects which the Authority would undertake;

WHEREAS, as anticipated in the Plan of Development a ballot issue was submitted to the voters and was approved on November 7, 2017 - specifically Ballot Issue 5C authorizing a \$61M debt ceiling, with a repayment cost of \$135M, for the purpose of financing the costs of development projects included in the Plan of Development, as amended from time to time, and further authorizing the City to keep and spend the tax revenues generated above certain state law limits; and

WHEREAS, C.R.S. Sec. 31-25-816, C.R.S. requires the Board of Directors of the DDA to adopt a budget of the estimated revenues and expenditures to be received and incurred during each fiscal year, which thereafter must be approved by City Council.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE LOVELAND DOWNTOWN DEVELOPMENT AUTHORITY** that the following budget is approved, and recommended to the City Council for the fiscal year ending December 31, 2024:

## Loveland Downtown Development Authority (DDA) Fund

This Fund was established in 2015 when the District was formed. This fund's purpose is to halt, prevent and correct deterioration within the Loveland Downtown Development Authority (DDA) District boundaries and to create and implement development plans for the district.

### Loveland Downtown Development Authority (DDA) Fund 650

	2022 Actuals	2023 Adopted	2023 Revised	2024 Proposed	2024 Draft/ 2023 Adopted \$ Change	2024 Draft/ 2023 Adopted % Change
<b>Beginning Fund Balance</b>	\$ 2,553,729	\$ 348,525	\$ 2,878,285	\$ 3,037,581	\$ 2,689,056	771.6%
<b>Revenues by Department</b>						
Loveland Downtown Development Authority (DDA)	324,556	314,400	1,292,420	1,301,720	987,320	314.0%
<b>Total Revenues</b>	\$ 324,556	\$ 314,400	\$ 1,292,420	\$ 1,301,720	\$ 987,320	314.0%
<b>Revenue By Class</b>						
Taxes	355,836	310,400	1,118,825	1,281,720	971,320	312.9%
Interest Income	(31,280)	4,000	173,595	20,000	16,000	400.0%
<b>Total Revenues</b>	\$ 324,556	\$ 314,400	\$ 1,292,420	\$ 1,301,720	\$ 987,320	314.0%
<b>Expenditures by Department</b>						
Loveland Downtown Development Authority (DDA)	-	200,727	798,124	810,610	609,883	303.8%
<b>Total Expenditures &amp; Capital</b>	\$ -	\$ 200,727	\$ 798,124	\$ 810,610	\$ 609,883	303.8%
<b>Expenditures by Class</b>						
Purchased Services	-	200,000	597,397	807,153	607,153	303.6%
Cost Allocations	-	727	727	3,457	2,730	375.5%
Capital Outlay	-	-	200,000	-	-	0.0%
<b>Total Expenditures</b>	\$ -	\$ 200,727	\$ 798,124	\$ 810,610	\$ 609,883	303.8%
<b>Expenditures by Operating vs. Capital</b>						
Operating & Maintenance	-	200,727	598,124	810,610	609,883	303.8%
Capital Outlay	-	-	200,000	-	-	0.0%
<b>Total Expenditures</b>	\$ -	\$ 200,727	\$ 798,124	\$ 810,610	\$ 609,883	303.8%
Net Income	324,556	113,673	494,296	491,110	377,437	332.0%
<i>Draper Project Reserve</i>	-	-	(335,000)	-	(377,437)	0.0%
<b>Ending Fund Balance</b>	\$ 2,878,285	\$ 462,198	\$ 3,037,581	\$ 3,528,691	\$ 3,066,493	663.5%

Note: The increase to budgeted revenues and expenditures in FY2023 and forward is due to the integration of the Downtown URA (LURA) into the DDA.

PASSED AND ADOPTED at a regular meeting of the Board of Directors of the Loveland Downtown Development Authority this 9<sup>th</sup> day of October, 2023.

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Ray Steele, Jr., Board Chair

ATTEST:

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Jon-Mark Patterson, Secretary