



URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

BOARD OF DIRECTORS MEETING

Date: Thursday, April 21, 2016

Time: 1:00 pm

Catered Lunch – 12:15 pm

How the District Works – 12:45 – 1:00 pm

1. **Call to Order and Pledge of Allegiance – 1:00 pm**
2. **Introductions**
 - a. Swearing in of New Board Members
 - i. Don Mares, Deputy Mayor, City and County of Denver
 - b. Visitors/Guests/Staff
3. **Roll Call – Determination of Quorum**
4. **Presentation of 2015 Audit – Discussion**
 - a. Mark Elmshauser, CPA, CliftonLarsonAllen, LLP
 - b. Annual Legal Summary, Ed Krisor
5. **Approval of March 17, 2016 Meeting Minutes** (*If there are no corrections “Minutes stand approved”, or with corrections “Minutes stand approved as corrected”*)
6. **Consent Agenda** (*Consent items are considered routine and will be approved by one motion unless a request is made by a Board Member for removal for further discussion or explanation.*)
 - a. Review of Cash Disbursements
 - b. Authorization for a Planning Study of 54th and Pecos Drainage Basin (Resolution No. 18, Series of 2016)
 - c. Additional Authorization to Participate in Drainage and Flood Control Improvements on Irondale Gulch, Kenwood-Dahlia Outfall, Adams County (Resolution No. 19, Series of 2016)
 - d. Additional Authorization to Participate in Drainage and Flood Control Improvements on Piney Creek at Tower Road, City of Centennial and Unincorporated Arapahoe County (Resolution No. 20, Series of 2016)
 - e. Amendment to Adoption of Policy in Regard to the Acceptance of Tax Increment Financing to Include Urban Redevelopment Areas (Resolution No. 21, Series of 2016)
 - f. Authorization to Agree in Writing to Accept the Use of Property Tax Increment Financing for the Proposed Welton Corridor Urban Redevelopment Area (Resolution No. 22, Series of 2016)
7. **Vote on Approval of the Consent Agenda** (*Motion and roll call vote required*)
8. **Reports/Discussion**
 - a. Executive Director’s Report
9. **Strategic Planning Update**
10. **Announcements**
 - a. Next Regularly Scheduled Meeting: **Thursday, May 19, 2016**
11. **Adjournment**



**URBAN DRAINAGE AND FLOOD CONTROL DISTRICT
BOARD OF DIRECTORS**

March 17, 2016

MINUTES

Members Present:

Herb Atchison, Mayor, City of Westminster
Bruce Beckman, Mayor, City of Littleton
Joyce Downing, Mayor, City of Northglenn
Bob Fifer, Mayor Pro Tem, City of Arvada
Stacie Gilmore, Council Member, City/County of Denver
Mark Hunter, Engineer
Joyce Jay, Mayor, City of Wheat Ridge
Paul Kashmann, Council Member, City/County/Denver
Paul Lopez, Council Member, City/County of Denver
Adam Paul, Mayor, City of Lakewood
Renie Peterson, Mayor Pro Tem, City of Aurora
Dave Sellards, Engineer
Nancy Sharpe, Commissioner, Arapahoe County
Greg Stokes, Mayor Pro Tem, City/County of Broomfield
Libby Szabo, Commissioner, Jefferson County
Charles (Chaz) Tedesco, Commissioner, Adams County
C.J. Whelan, Mayor Pro Tem, City of Centennial
Heidi Williams, Mayor, City of Thornton
Mary Young, Mayor Pro Tem, City of Boulder

Members Absent:

Deb Gardner, Commissioner, Boulder County
Jill Repella, Commissioner, Douglas County

UDFCD Staff Present:

| | |
|-------------------|--|
| Paul Hindman | Executive Director |
| Ed Krisor | Legal Counsel |
| Julia Bailey | Project Engineer, Information Services & Flood Warning |
| Dave Bennetts | Manager, Design, Construction, and Maintenance |
| Richard Borchardt | Project Manager, Design, Construction, and Maintenance |
| Barbara Chongtoua | Project Manager, Design, Construction, and Maintenance |
| Amelia Deleon | Human Resources and Administrative Services Manager |
| Terri Fead | Project Manager, Floodplain Management |
| Laura Kroeger | Assistant Program Manager, Design, Construction, and Maintenance |
| Ken MacKenzie | Manager, Master Planning |
| David Mallory | Program Manager, Floodplain Management |
| Teresa Patterson | Project Manager, Floodplain Management |
| Holly Piza | Project Manager, Master Planning |
| Terri Schafer | Controller |
| David Skuodas | Project Manager, Design, Construction, and Maintenance |
| Jason Stawski | Construction Manager, Design, Construction, and Maintenance |
| Kevin Stewart | Manager, Information Services & Flood Warning |
| Shea Thomas | Project Manager, Master Planning |

Others Present:

Jim Kaiser, City of Thornton

How the Districts Works – Student Interns

Mr. Hindman conducted a presentation entitled, “Student Interns” for this month’s How the District Works presentation.

- 1. Call to Order and Pledge of Allegiance – 1:00 p.m.**
Mayor Downing called the meeting to order at 1:01 p.m.

2. **Introductions**

a. **Swearing in of New Board Members**

The following individuals were sworn in as new board members by Mr. Ed Krisor:

- Mayor Joyce Jay, City of Wheat Ridge
- Mayor Pro Tem Mary Young, City of Boulder
- Mayor Pro Tem Charles “C.J.” Whelan, City of Centennial

b. **Visitors/Guests/Staff**

None.

c. **Awards/Recognitions**

None.

3. **Roll Call – Determination of Quorum**

Roll was called and a quorum was declared present.

4. **Approval of February 1, 2016 Meeting Minutes** (*If there are no corrections “Minutes stand approved”, or with corrections “Minutes stand approved as corrected”*)

Mayor Downing asked if there were any corrections to the February 1, 2016 minutes. Hearing none, the minutes were approved as submitted.

5. **Consent Agenda** (*Consent items are considered routine and will be approved by one motion unless a request is made by a Board Member for removal for further discussion or explanation.*)

a. **Review of Cash Disbursements**

Cash Disbursement list, dated February and March 2016, had been distributed to the Board for review. There being no further comments or questions, it was the consensus of the Board to include approval of the Cash Disbursements on the Consent Agenda.

b. **Authorization for a Planning Study for the City of Brighton (Resolution No. 06, Series of 2016)**

In 2013, the City of Brighton requested a master plan update for their outfall systems. The study was added to the five-year plan and slated to begin in 2016; however, City funds became available in 2015 so the study was started at that time. The City of Brighton has now requested a smaller portion of the original amount of UDFCD’s share in order to complete the study.

Previous UDFCD studies in the basin include:

- “Brighton Watershed Tributary to South Platte River Outfall Systems Planning” report (WRC Engineering, 2006)

There has been a significant amount of development in the City of Brighton in the last decade with much more development planned in the near future. The previous master plan was not strictly followed so some of the recommended improvements are no longer feasible. In addition, the stormwater management shown in new development plans requires a restudy of the entire area. Therefore, a restudy of the area is required.

The master planning costs are projected to be \$195,000 with City of Brighton contributing \$150,000. The Resolution authorizes the expenditure of the District’s share not to exceed \$45,000 plus interest earned in the project’s trust and agency account.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 06 on the Consent Agenda.

c. **Authorization for a Planning Study for Skunk Creek, Bluebell Canyon Creek, and Kings Gulch (Resolution No. 07, Series of 2016)**

In 2013, the City of Boulder requested a mitigation plan for Skunk Creek and two tributaries, Bluebell Canyon Creek and Kings Gulch. The study was added to the five year plan and slated to begin in 2016. Boulder is currently in the process of updating the floodplain maps for the three drainageways, and once that effort is complete will move on to the mitigation plan. Previous UDFCD studies in the basin include:

- “Boulder and Adjacent County Drainageways Major Drainageway Planning” report (Greenhorne & O’Mara, 1987)

The previous study calls for only minor storm improvements and non-structural measures such as encouraging property owners to purchase flood insurance. The City of Boulder would like a more comprehensive master plan with solutions for reducing the flood risk to numerous existing structures.

The master planning costs are projected to be over \$100,000. Resolution No. 07 authorizes the expenditure of the District's share not to exceed \$50,000 plus interest earned in the project's trust and agency account.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 07 on the Consent Agenda.

**d. Authorization for a Planning Study of Second Creek
(Resolution No. 08, Series of 2016)**

In 2013, The City of Brighton requested a major drainageway plan and FHAD for Second Creek downstream of DIA. DIA is currently developing an independent master plan on Second Creek through the airport property. Commerce City and Adams County agreed to participate in the study as funding sponsors. The study was slated to begin in 2017.

A study for Second Creek upstream of DIA was completed in 2011 in cooperation with the City of Aurora. Land in Aurora is now developing and Aurora is attempting to implement the master plan, but would like to re-analyze the allowable release rate at their jurisdictional boundary. They requested a re-study of the upper reaches of Second Creek with DIA as a sponsor. In order to have one cohesive master plan for the entire basin, it is preferable to involve all sponsors in one master plan for all of Second Creek. That study needs to start in 2016 for Aurora to move forward with their capital project as soon as possible.

Previous UDFCD studies on Second Creek include:

- "Second Creek & Third Creek Flood Hazard Area Delineation" (Gingery Associates, 1976)
- "Second Creek and Direct Flow Area 0053 Outfall Planning Study" (Kiowa Engineering Corporation, 1990)
- "Second Creek (Downstream of DIA) and DFA 0053 Watersheds Outfall Systems Planning Study Update" (Kiowa Engineering Corporation, 2004)
- "Second Creek (Upstream of Denver International Airport) Major Drainageway Plan" (Olsson Associates, 2011)
- "Second Creek (Upstream of Denver International Airport Flood Hazard Area Delineation" (Olsson Associates, 2011)

There is a significant amount of development anticipated in the near future in the watershed and this master plan will help local governments to responsibly direct the developers with regard to stormwater and floodplain management.

The FHAD budget is set at \$50,000 and the master planning costs are projected to be \$215,000 with the local sponsors contributing \$115,000. Resolution No. 08 authorizes the expenditure of the District's share not to exceed \$150,000 plus interest earned in the project's trust and agency account.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 08 on the Consent Agenda.

**e. Flood Risk Communication & Awareness
(Resolution No. 09, Series of 2016)**

The purpose of this annual resolution is to authorize the mailing of the brochure to all addresses located in or adjacent to the identified 100-year floodplain within the boundaries of the District.

Mr. David Mallory pointed out that this year's notice has been revamped with improved messaging to better inform the public of flood risks, recommends self-help actions, and even includes a QR code that directs you to the UDFCD floodplain map. The mailing database was automated and restructured last year to a more community-based format. There are 35,000 properties on our mailing list with increased communities in Boulder and Jefferson counties. The brochures are scheduled for mailing sometime in early April.

Following Mr. Mallory's presentation, a recommendation was made to include a translation in Spanish to lead recipients to a website for additional information. A request was also made to provide the Board with

an electronic version to be able to post on their local government websites. Mr. Mallory indicated that he would pursue these requests.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 09 on the Consent Agenda.

f. Additional Authorization to Participate in Drainage and Flood Control Improvements on School Tributary Upstream of Colorado Boulevard, City of Thornton, Adams County (Resolution No. 10, Series of 2016)

This is a joint project with the City of Thornton. The City of Thornton desires to design, acquire right-of-way, and construct improvements along School Tributary Upstream of Colorado Boulevard. The project includes improvements to provide 100-year conveyance from upstream of Monroe Street to Colorado Boulevard. Easement and right-of-way acquisition will be included in the project costs. The City of Thornton is administering the design with Merrick and Company, and the District will be constructing the project. Construction is anticipated in 2017.

The District and the City of Thornton have identified \$850,000 in total project costs with the District's participation being \$425,000. It is anticipated that additional funds may be required for this project in the future. Resolution No. 10 authorizes an additional \$325,000 of District funds to be matched by the City of Thornton for the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 10 on the Consent Agenda.

g. Additional Authorization to Participate in Drainage and Flood Control Improvements on Niver Creek at Zuni Street, City of Federal Heights, Adams County (Resolution No. 11, Series of 2016)

This is a joint project with the City of Federal Heights. The City of Federal Heights desires to design, acquire right-of-way, and construct improvements along Niver Creek at Zuni Street. The project includes improvements to Niver Creek at Zuni Street and upstream in Ruston Park.

The City of Federal Heights already holds the necessary easements and right-of-way where the project will be carried out. The District will be administering the design once a consulting engineering firm is selected, and construct the project. Construction is anticipated in 2016.

The District and the City of Federal Heights have identified \$760,000 in total project costs with the District's participation being \$380,000. It is anticipated that additional funds may be required for this project in the future.

Resolution No. 11 authorizes an additional \$350,000 of District funds to be matched by the City of Federal Heights for the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 11 on the Consent Agenda.

h. Authorization to Participate in Drainage and Flood Control Improvements on Sanderson Gulch from Lipan Street to the South Platte River, City and County of Denver (Resolution No. 12, Series of 2016)

This is a joint project with the City and County of Denver. The City and County of Denver desires to design, acquire right-of-way, and construct improvements along Sanderson Gulch in accordance with the "Sanderson Gulch Master Drainageway Plan" dated September 2013. The project includes improvements to Sanderson Gulch from Lipan Street to the South Platte River.

Easement and right-of-way acquisition will be included in the project costs. The District is administering the design with ICON Engineering Company. The District and the City and County of Denver desire to construct the improvements which will be managed by the City and County of Denver. Construction is anticipated in 2017.

The District and the City and County of Denver have identified \$1,600,000 in initial project costs for the design, right-of-way acquisition, and partial funding of construction with the District's participation being \$800,000 in 2016 funds. It is anticipated that additional funds may be required for this project in the future.

Resolution No. 12 authorizes \$800,000 of District funds from the Special Revenue Fund - Construction to at least be matched by the City and County of Denver for the design, acquisition of right-of-way, and construction of the drainage elements of the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 12 on the Consent Agenda.

i. Additional Authorization to Participate in Drainage and Flood Control Improvements on Cherry Creek from Monaco Parkway to East Iliff Avenue, City and County of Denver (Resolution No. 13, Series of 2016)

This is a joint project with the City and County of Denver and Arapahoe County. Muller Engineering Company designed the project under contract with the District. The drainage elements of the project include installation of bank improvements and drop structures. Easement and right-of-way acquisition will be included in the project costs.

The design is ongoing and the District, City and County of Denver, and SEMSWA desire to add funds to construct the improvements which will be managed by the District. Construction is anticipated in 2018.

The District, City and County of Denver, and SEMSWA have identified \$3,100,000 in total project costs with the District's participation being \$1,550,000. The previous authorizations, Resolution No.31, Series of 2011, Resolution No. 46, Series of 2011, Resolution No. 13, Series of 2012, Resolution No. 64, Series of 2012, Resolution No. 58, Series of 2013, and Resolution No. 76, Series of 2015 totaled \$1,100,000 to fund design and to partially fund construction. It is anticipated that additional funds may be required for this project in the future.

Resolution No. 13 authorizes an additional \$450,000 of District funds from the Special Revenue Fund - Construction to at least be matched by the City and County of Denver and SEMSWA for the design, acquisition of right-of-way, and construction of the drainage elements of the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 13 on the Consent Agenda.

j. Additional Authorization to Participate in Drainage and Flood Control Improvements on River North Outfall, City and County of Denver (Resolution No. 14, Series of 2016)

This is a joint project with the City and County of Denver. Muller Engineering Company, Inc. is designing the project under contract with the District. The drainage elements of the project include installation of bank protection and pipe outfall protection. Easement and right-of-way acquisition is included in the project costs.

The final design is now complete and the District and the City and County of Denver desire to construct the improvements. The drainage portion of the project at the outfall to the South Platte River will be managed by the District. Construction is anticipated in 2016. The District and the City and County of Denver have identified \$19,728,000 in total project costs with the District's participation being \$2,235,000. The previous authorizations, Resolution No.26, Series of 2014 and Resolution No. 21, Series of 2015, totaled \$1,810,000 to fund design and to partially fund acquisition of right-of-way and construction. It is anticipated that additional funds may be required for this project in the future.

Resolution No. 14 authorizes an additional \$425,000 of District funds from the Special Revenue Fund - Construction to at least be matched by the City and County of Denver for the design, acquisition of right-of-way, and construction of the drainage elements of the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 14 on the Consent Agenda.

k. Authorization to Participate in Drainage and Flood Control Improvements on Goldsmith Gulch at Orchard Road, City of Greenwood Village, Arapahoe County (Resolution No. 15, Series of 2016)

This is a joint project with the City of Greenwood Village. The City of Greenwood Village desires to design and construct improvements along Goldsmith Gulch at Orchard Road. The project includes

improvements to Goldsmith Gulch upstream and downstream of Orchard Road and the culvert replacement at Orchard Road.

Easement and right-of-way acquisition will be included in the project costs. The District will be administering the design once a consulting engineering firm is selected.

The District and the City of Greenwood Village desire to construct the improvements which will be managed by the City of Greenwood Village. Construction is anticipated in 2019. The District and the City of Greenwood Village have identified \$120,000 in initial project costs with the District's participation being \$60,000 in 2016 funds. It is anticipated that additional funds may be required for this project in the future.

Resolution No. 15 authorizes \$60,000 of District funds to be matched by the City of Greenwood Village for the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 15 on the Consent Agenda.

l. Authorization to Participate in Drainage and Flood Control Improvements on Newlin Gulch at Newlin Gulch Road, Town of Parker, Douglas County (Resolution No. 16, Series of 2016)

This is a joint project with Town of Parker. Town of Parker desires to design and construct improvements along Newlin Gulch at Newlin Gulch Road in accordance with the "Newlin Gulch Major Drainageway Plan" dated October 2015. The project includes improvements to Newlin Gulch at Newlin Gulch Road extended.

Town of Parker already holds the necessary easements and right-of-way where the project will be carried out. Town of Parker is administering the design using Hartwig and Associates. The District and Town of Parker desire to construct the improvements which will be managed by Town of Parker. Construction is anticipated in 2016.

The District and Town of Parker have identified \$402,940 in initial project costs for the design and construction with the District's participation being \$200,000 in 2016 funds. It is anticipated that additional funds may be required for this project in the future.

Resolution No. 16 authorizes \$200,000 of District funds from the Special Revenue Fund - Construction to at least be matched by Town of Parker for the design and construction of the drainage elements of the project..

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 16 on the Consent Agenda.

m. Additional Authorization to Participate in Drainage and Flood Control Improvements on Cherry Creek at Norton Farms, Town of Parker, Douglas County (Resolution No. 17, Series of 2016)

This is a joint project with the Town of Parker and Cherry Creek Basin Water Quality Authority (CCBWQA). Olsson Associates designed the project under contract with the District. The drainage elements of the project include installation of drop structures and bank improvements. Easement and right-of-way acquisition is included in the project costs.

The final design is now complete and the District, the Town of Parker, and CCBWQA desire to construct the improvements which will be managed by Olsson Associates.

The District, CCBWQA, and the Town of Parker have identified \$1,050,000 in total project costs with the District's participation being \$480,000. The previous authorizations, Resolution No. 9, Series of 2013, Resolution No.29, Series of 2014, and Resolution No. 19, Series of 2015 totaled \$415,000 to fund design and to partially fund construction.

Resolution No. 17 authorizes an additional \$65,000 of District funds from the Special Revenue Fund - Construction to at least be matched by the Town of Parker and the CCBWQA for the design and construction of the drainage elements of the project.

There being no further comments or questions, it was the consensus of the Board to place Resolution No. 17 on the Consent Agenda.

6. Vote on Approval of the Consent Agenda (*Motion and roll call vote required*)

It was the consensus of the Board that Resolutions No. 06, 07, 08, 09, 10, 11, 12, 13, 14, 15, 16, and 17, Series of 2016, and Review of Cash Disbursements dated February and March 2016 be placed on the Consent Agenda. Mayor Atchison moved to adopt the Consent Agenda. Upon a roll call vote the motion was passed unanimously.

7. Reports/Discussion

The Executive Director's report (attached) was included in the meeting handouts. Mr. Hindman reviewed the report with the Board.

Weir Gulch @ South Platte River Lawsuit

Mr. Ed Krisor provided an update to the board on the unfortunate incident that occurred on one of our job sites back in the summer of 2014. Despite the contractor's best efforts to secure the job site, at the confluence of Weir Gulch and the South Platte River, a toddler accidentally drowned after gaining access through an opening of the fence. A lawsuit was filed by the mother of the child and the District, along with our contractor Naranjo, the engineering firm, ICON Engineering, and the City and County of Denver (CCD) were all named as Defendants in the lawsuit. Mr. Krisor announced that this week, the Plaintiff's attorney will dismiss the case against CCD and UDFCD, with a motion to dismiss with prejudice. The lawsuit will continue with Naranjo and ICON Engineering.

Mr. Krisor also mentioned that his opinion letter will be included during the audit discussion at next month's Board meeting.

8. Executive Session

a. Pursuant to 24-6-402 (4)(f)(1) and 3.5 C.R.S. in regard to the search for and hiring of an Executive Director for the District

It was moved by Mayor Downing to go into Executive Session at 1:56 pm to discuss the search for a new Executive Director. The Executive Session concluded at 2:30 pm. Following the session, the Board directed the Executive Committee on how to proceed with the search and report back to the Board on the progress of the search.

9. Vote on Approval of Resolution No. 18, Series of 2016

a. Authorization to Enter Into Agreement for Search Support for Executive Director Position (Resolution No. 18, Series of 2016)

Following the Executive Session, it was decided by the Board that Resolution No. 18, Series of 2016 was not necessary at this point in time.

10. Other Business

None.

11. Announcements

- a.** The next regularly scheduled Board meeting will take place on Thursday, April 21, 2016.
- b.** The annual seminar will take place on Tuesday, April 5, 2016.

12. Adjournment

Mayor Downing adjourned the meeting at 2:31 p.m.

Executive Director's Report

March 17, 2016

ADMINISTRATIVE

We are almost done with our strategic planning effort. We've had three all-staff workshops and so far, these meetings have generated some really great ideas. I'm looking forward to implementing a Strategic Plan that will help shape the future of the District. Once the document is finalized, I'll share a copy with the Board.

PROGRAM

Design, Construction, and Maintenance: Dave Bennetts recently traveled to D.C. with a group of people from Denver with the intention of getting face time with all the decision makers and assist Denver in gaining funding for some planned improvements on several Denver streams. Dave said it was non-stop meetings from sun-up to sun-down but it was very worthwhile.

Next week, Laura Kroeger, will be traveling to D.C. for a similar effort only with a group from the National Association of Flood and Stormwater Agencies (NAFSMA) that will meet with the US Army Corps of Engineers (USACE) concerning: levee issues related to the levee safety program, vegetation guidance, 408 Permissions Operations, 404 permitting Regulatory and approaches to ecosystem/stream restoration projects.

These types of efforts are invaluable to implement the work that our local governments so desperately need along our streams but are hindered by federal permitting and processes.

Master Planning: As you can see by today's agenda, the Master Planning program is kicking off 2016 with several master plans, most of which are updates from some very old plans. With development changes over the last 40 years, many drainage master plans have reached their shelf life and are in need of another look.

Finance: The annual audit has been delayed. The final report will be submitted to the Board prior to the April meeting and will be discussed at that time.

STATE AND FEDERAL GOVERNMENT ADVOCACY

State and Local Governments: Don't buy your rain barrel just yet. It doesn't affect us but it's interesting to watch. The rain barrel issue is in the legislature again. In short, the bill would allow homeowners to operate two rain barrels of 55 gallons each, on their property without needing a water right. The bill passed the house and is now in the Senate.

Federal: As I discussed last meeting, the USACE who manages the three flood control reservoirs in the Denver metro area (Chatfield, Cherry Creek, and Bear Creek) are considering operation options for Cherry Creek reservoir. We have posted a position paper on the home page of our website. In summary, the change, if implemented, will not affect the regulator 100-year floodplain downstream of the dam. The changes USACE is proposing would affect discharges (flood) much larger than the 100-year.

PERSONAL

I've had a little bit of time to reflect on my retirement announcement including some of the responses I've received. All of the sentiments have been extremely positive and I'm grateful for that. Urban Drainage is absolutely the best place one could even hope to spend a part of their career and I've spent over 85% of mine here. I'm so blessed to have that experience. As I said in my email, my planned date is September 16th but after talking with Joyce, I've assured her that I will be here as long as I'm needed. A smooth transition for the District is more important than any personal plans I might have.

I want to reiterate that I have been truly fortunate to get the support that all of you have given me. I have never taken this for granted. I know the District will flourish in the years to come. I wish everyone the best.

Thank you.

Paul

THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 18, SERIES OF 2016
(Authorization for a Planning Study of 54th and Pecos Drainage Basin)

WHEREAS, the District in a policy statement previously adopted (Resolution No. 14, Series of 1970 and Resolution No. 11, Series of 1973) expressed an intent to assist public bodies which have heretofore enacted floodplain zoning measures; and

WHEREAS, Adams County has enacted floodplain regulations; and

WHEREAS, the Board has previously established a Work Program for 2016 (Resolution No. 56, Series of 2015) which includes master planning; and

WHEREAS, the Board previously cooperated with Adams County to prepare the “54th and Pecos Outfall Systems Planning Study Preliminary Design” report (Hydro-Triad, 1989);

WHEREAS, Adams County has expressed a desire to participate in a study leading to an Outfall Systems Plan for the 54th and Pecos drainage basin; and

WHEREAS, the Board wishes to cooperate with Adams County in the identification of solutions to stormwater drainage and flood control management problems for the 54th and Pecos drainage basin (Exhibit A); and

WHEREAS, the cost of engineering and mapping services for master planning is estimated to be \$150,000 and is expected to be divided among participating entities as follows:

| | |
|---------------------|-----------------------|
| | <u>Planning Study</u> |
| UDFCD | \$75,000 |
| <u>Adams County</u> | <u>\$75,000</u> |
| TOTAL | \$150,000 |

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Executive Director is authorized to execute an agreement with Adams County to fund the required engineering and mapping services for the 54th and Pecos drainage area planning study.
2. The Executive Director is authorized to procure any needed mapping and to execute a contract with a qualified engineer(s) for required engineering services.
3. The expenditures for the consulting and mapping services are estimated at \$150,000 and the District’s share of total costs shall not exceed \$75,000 plus interest earned on monies deposited in the project fund which contribution for the planning portion of this project shall be matched by Adams County.

(SEAL)

THE URBAN DRAINAGE AND
FLOOD CONTROL DISTRICT

Date: _____

ATTEST:

Secretary

Chairperson

THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 18, SERIES OF 2016

(Authorization for a Planning Study of 54th and Pecos Drainage Basin)

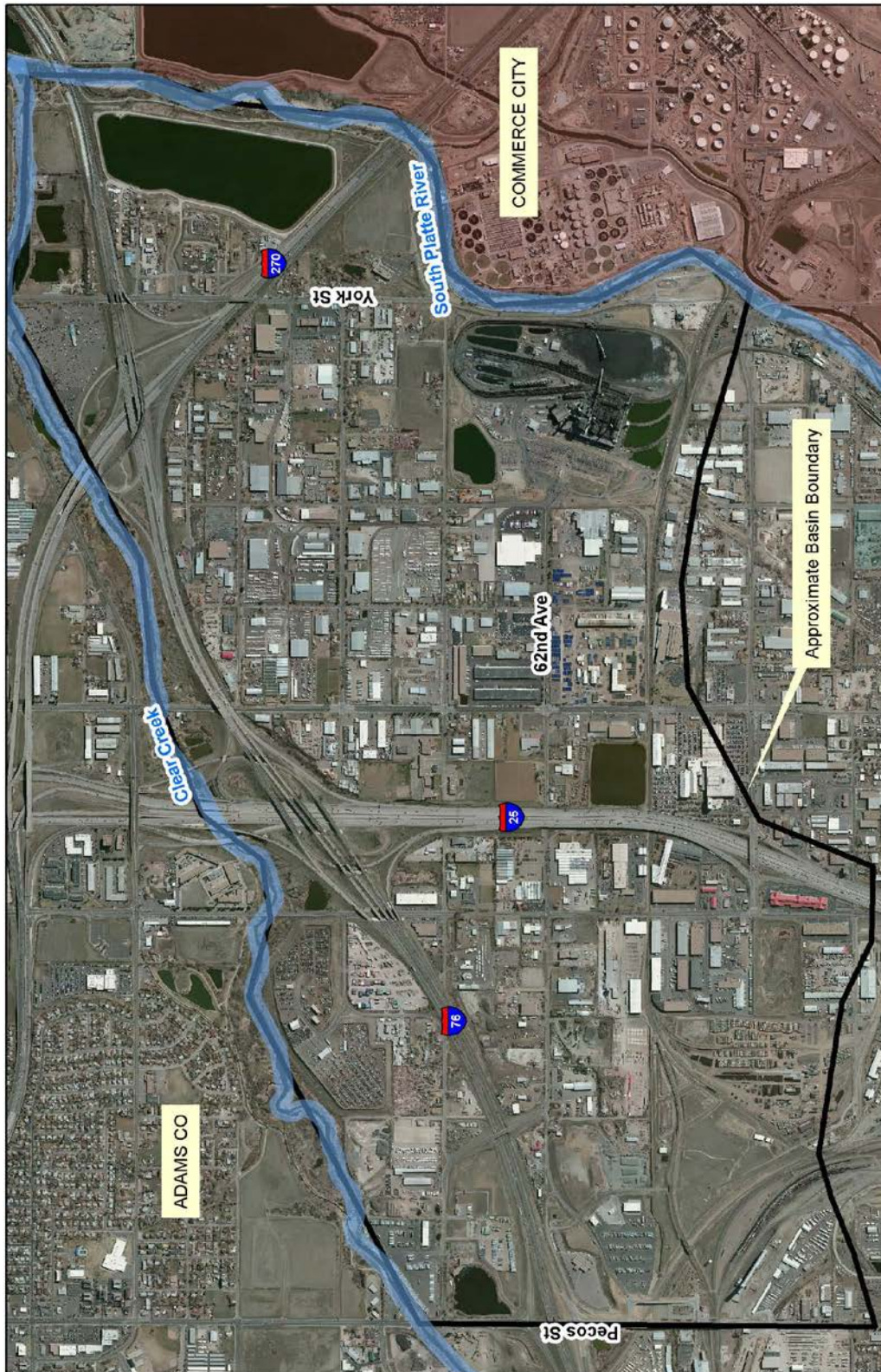
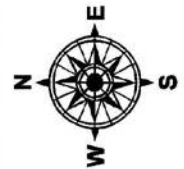


EXHIBIT A
54th and Pecos Drainage Basin OSP
Approximate Study Limits
April 2016



THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 19, SERIES OF 2016
(Additional Authorization to Participate in Drainage and Flood Control Improvements
on Irondale Gulch, Kenwood-Dahlia Outfall, Adams County)

WHEREAS, the District in a policy statement previously adopted (Resolution No. 14, Series of 1970 and Resolution No. 11, Series of 1973) expressed an intent to assist public bodies which have heretofore enacted floodplain zoning measures; and

WHEREAS, Adams County has enacted floodplain regulations; and

WHEREAS, Adams County, Commerce City, and the District cooperated in the preparation of "Drainage Outfall Systems Planning North Commerce City and Irondale Area" by McLaughlin Water Engineers, dated April 1996, and an update to the outfall systems plan titled "Drainage Outfall Systems Update Northern Commerce City and Irondale Area" by ICON Engineering, Inc., dated September 2005; and

WHEREAS, the Board previously authorized \$1,120,000 for design, acquisition of right-of-way, and construction of improvements along Irondale Gulch, Kenwood-Dahlia Outfall (Table 1 and Exhibit A); and

Table 1
Irondale Gulch, Kenwood-Dahlia Outfall
Previous Authorizations

| Resolution No. | Series of | District Authorization | Work Elements |
|-----------------------|------------------|-------------------------------|--|
| 35 | 2006 | \$0 | District Participation in Design (but no funding assistance) |
| 11 | 2010 | \$475,000 | Design, Right of Way Purchases, and Construction Funding |
| 67 | 2012 | \$620,000 | Design, Right of Way Purchases, and Construction Funding |
| 78 | 2015 | \$25,000 | Design and Construction Funding |
| TOTAL | | \$1,120,000 | |

WHEREAS, Adams County and the District now desire to construct improvements along Irondale Gulch, Kenwood-Dahlia Outfall; and

WHEREAS, Adams County has estimated the additional drainage project costs to be \$100,000 resulting in a revised total drainage project cost of \$10,198,928 (\$1,220,000 District; \$8,978,928 Adams County); and

WHEREAS, the District's additional participation being authorized by this resolution is \$100,000; and

WHEREAS, the District has adopted a Special Revenue Fund-Construction Budget (Resolution No. 47, Series of 2015) for calendar year 2016, subsequent to public hearing, which includes funds for construction of drainage and flood control improvements along Irondale Gulch, Kenwood-Dahlia Outfall; and

WHEREAS, the District has adopted, at a public hearing, a Five-Year Capital Improvement Plan (Resolution No. 57, Series of 2015) in which the improvements along Irondale Gulch, Kenwood-Dahlia Outfall were included.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Resolution No. 35, Series of 2006, Paragraph 3, is further amended as follows:
"The District's maximum contribution to the Irondale Gulch, Kenwood-Dahlia Outfall project without prior approval of the Board shall be ~~\$1,120,000~~ **\$1,220,000** plus interest earned on monies deposited in the project fund, which contribution shall be at least matched by Adams County."
2. All other conditions and authorizations remain as stated in Resolution No. 35, Series of 2006.

(SEAL)

THE URBAN DRAINAGE AND
FLOOD CONTROL DISTRICT

Date: _____

ATTEST:

Secretary

Chairperson

THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 19, SERIES OF 2016

(Additional Authorization to Participate in Drainage and Flood Control Improvements on Irondale Gulch, Kenwood-Dahlia Outfall, Adams County)

EXHIBIT A



THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 20, SERIES OF 2016

(Additional Authorization to Participate in Drainage and Flood Control Improvements on Piney Creek at Tower Road, City of Centennial and Unincorporated Arapahoe County)

WHEREAS, the District in a policy statement previously adopted (Resolution No. 14, Series of 1970 and Resolution No. 11, Series of 1973) expressed an intent to assist public bodies which have heretofore enacted floodplain zoning measures; and

WHEREAS, the City of Centennial and Arapahoe County have enacted floodplain regulations; and

WHEREAS, the City of Centennial and Arapahoe County have assigned and transferred to the Southeast Metro Stormwater Authority (SEMSWA) its rights and obligation for the Piney Creek at Tower Road project; and

WHEREAS, SEMSWA, Douglas County and the District cooperated in the preparation of "Piney Creek Major Drainageway Plan," dated February 2012; and

WHEREAS, the Board previously authorized \$650,000 for design, acquisition of right-of-way, and construction of improvements along Piney Creek at Tower Road (Table 1 and Exhibit A); and

**Table 1
Piney Creek at Tower Road
Previous Authorizations**

| Resolution No. | Series of | District Authorization | Work Elements |
|-----------------------|------------------|-------------------------------|--------------------------------|
| 69 | 2011 | \$400,000 | Sediment Removal |
| 5 | 2013 | \$250,000 | Design of Channel Improvements |
| TOTAL | | \$650,000 | |

WHEREAS, SEMSWA and the District now desire to construct improvements along Piney Creek at Tower Road; and

WHEREAS, SEMSWA and the District have estimated the additional drainage project costs to be \$1,000,000 resulting in a revised total drainage project cost of \$2,300,000 (\$1,150,000 District; \$1,150,000 SEMSWA); and

WHEREAS, the District's additional participation being authorized by this resolution is \$500,000; and

WHEREAS, it is anticipated that additional funds may be required for this project in the future; and

WHEREAS, the District has adopted a Special Revenue Fund-Construction Budget (Resolution No. 47, Series of 2015) for calendar year 2016, subsequent to public hearing, which includes funds for construction of drainage and flood control improvements along Piney Creek at Tower Road; and

WHEREAS, the District has adopted, at a public hearing, a Five-Year Capital Improvement Plan (Resolution No. 57, Series of 2015) in which the improvements along Piney Creek at Tower Road were included.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Resolution No. 69, Series of 2011, Paragraph 3, is further amended as follows:
"The District's maximum contribution to the Piney Creek at Tower Road project without prior approval of the Board shall be ~~\$650,000~~ **\$1,150,000** plus interest earned on monies deposited in the project fund, which contribution shall be at least matched by SEMSWA."
2. All other conditions and authorizations remain as stated in Resolution No. 69, Series of 2011.

(SEAL)

THE URBAN DRAINAGE AND
FLOOD CONTROL DISTRICT

Date: _____

ATTEST:

Secretary

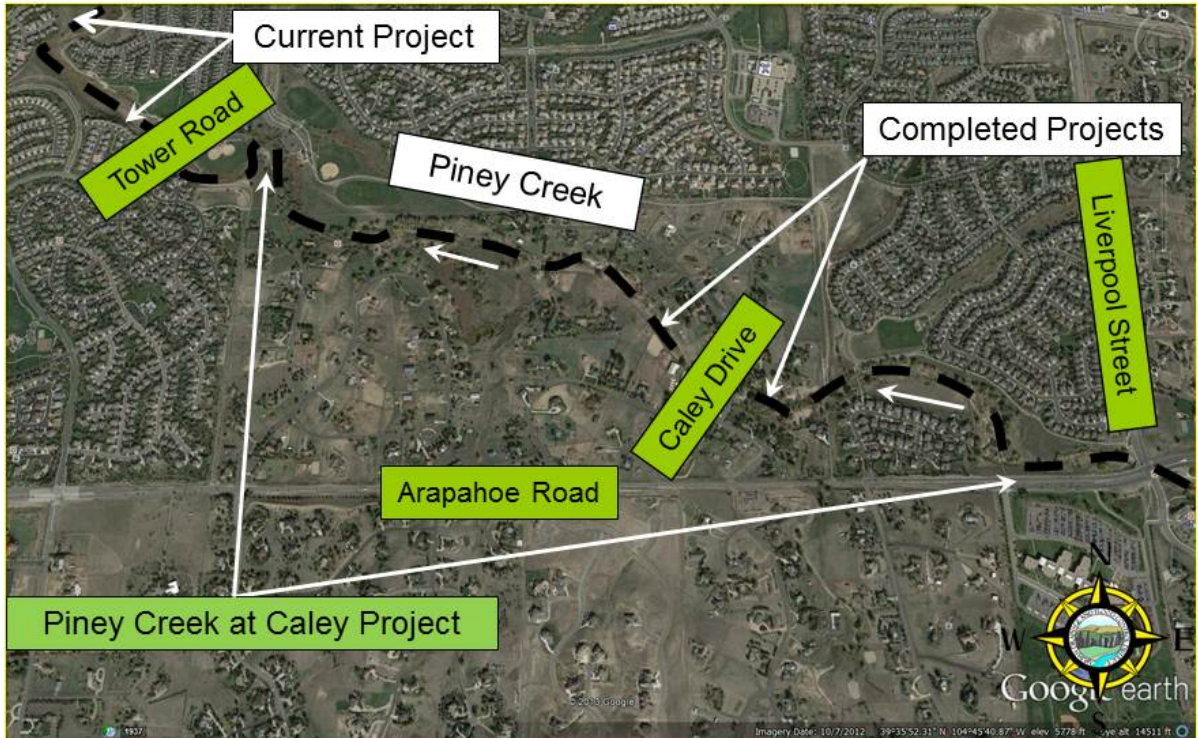
Chairperson

THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 20, SERIES OF 2016

(Additional Authorization to Participate in Drainage and Flood Control Improvements on Piney Creek at Tower Road, City of Centennial and Unincorporated Arapahoe County)

EXHIBIT A



THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 21, SERIES OF 2016

(Amendment to Adoption of Policy in Regard to the Acceptance of Tax Increment Financing to Include Urban Redevelopment Areas)

WHEREAS, the District adopted Resolution No. 38, Series of 2011 (Adoption of Policy in Regard to the Inclusion of Agricultural Land within an Urban Renewal Authority); and

WHEREAS, the General Assembly in 2015 established new requirements (31-25-107 (9.5) C.R.S.) in regard to including an urban redevelopment project within the existing Urban Redevelopment Area that is subject to tax increment financing; and

WHEREAS, Resolution No. 38, Series of 2011 only included agricultural land within an urban renewal area; and

WHEREAS, the District desires to expand its policy for requests by Governing Bodies and/or Urban Renewal Authorities, as defined in 31-25-103 (3.7) and (8.5) C.R.S. respectively, to the District that it consent to the inclusion of urban redevelopment areas located in the District boundaries within an urban renewal area in compliance with the new 2015 requirements.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Resolution No. 38, Series of 2011 and the requirements for consent of the District contained therein are amended to included requests by Governing Bodies and/or Urban Renewal Authorities, as defined in 31-25-103 (3.7) and (8.5) C.R.S. respectively, to the District that it consent to the inclusion of urban redevelopment areas located in the District boundaries within an urban renewal area in compliance with the new 2015 requirements including those urban redevelopment areas being subject to tax increment financing.

(SEAL)

THE URBAN DRAINAGE AND
FLOOD CONTROL DISTRICT

Date: _____

ATTEST:

Secretary

Chairperson

THE URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

RESOLUTION NO. 22, SERIES OF 2016

(Authorization to Agree In Writing to Accept the Use of Property Tax Increment Financing for the Proposed Welton Corridor Urban Redevelopment Area)

WHEREAS, the Board of Directors of the Urban Drainage and Flood Control District (the District) amended Resolution No. 38, Series of 2011 with Resolution No. 21, Series of 2016 to expand its policy in regard to its agreement to accept the use of property tax increment financing to included urban redevelopment areas; and

WHEREAS, the Denver Urban Renewal Authority (DURA) on behalf of the City and County of Denver has made a written request of the District to accept the use of property tax increment financing for the proposed Welton Corridor Urban Redevelopment area (Exhibit A); and

WHEREAS, the legal description of such redevelopment area is attached hereto as Exhibit "B"; and

WHEREAS, DURA has fully complied with all requirements of the District that are contained in Amended Resolution No. 38, Series 2011; and

WHEREAS, no extraordinary circumstances have been brought to the attention of the Board of Directors of the Urban Drainage and Flood Control District by a Board Member that would prevent the District agreeing in writing to accept the use of property tax increment financing for the proposed Welton Corridor Urban Redevelopment area; and

WHEREAS, the District has prepared a letter to the Denver Urban Renewal Authority setting forth the terms of the District's agreement to accept the use of property tax increment financing for the proposed Welton Corridor Urban Redevelopment area which letter is attached hereto as Exhibit "C"; and

WHEREAS, the attached Exhibit "C" letter, in order for the District's approval to be binding, requires the acknowledgement and agreement of the Denver Urban Renewal Authority and the City and County of Denver.

NOW THEREFORE, BE IT RESOLVED THAT:

1. The Board of Directors of the Urban Drainage and Flood Control District hereby agrees to accept the use of property tax increment financing for the proposed Welton Corridor Urban Redevelopment area.
2. The Executive Director of the Urban Drainage and Flood Control District is authorized to execute the attached Exhibit "C" letter and forward it to Phillip Caplan, Chair, Denver Urban Renewal Authority.
3. The agreement of the District contained in the attached Exhibit "C" letter will become effective upon the District's receipt of a copy of the letter bearing the Phillip Caplan, Chair, Denver Urban Renewal Authority signature and the signature of the Mayor of the City and County of Denver acknowledging and agreeing to the terms of the letter.
4. The agreement of the District contained in the attached Exhibit "C" letter will expire by its own terms if the Welton Corridor Urban Redevelopment area is not under construction by January 1, 2021.

(SEAL)

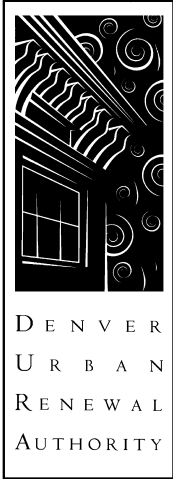
THE URBAN DRAINAGE AND
FLOOD CONTROL DISTRICT

Date: _____

ATTEST:

Secretary

Chairperson



*Residential and Commercial
Preservation and Renewal*

1555 California Street, Suite 200
Denver, Colorado 80202
(303) 534-3872 FAX (303) 534-7303

MEMORANDUM

Date: March 29, 2016
To: Paul Hindman, Urban Drainage and Flood Control District
From: Tracy Huggins, Denver Urban Renewal Authority
Subject: Proposed 2560 Welton Street Project

The Denver Urban Renewal Authority (“DURA”) is currently working with the City and County of Denver on a single property tax increment and sales tax increment area within the Welton Corridor Urban Redevelopment Area to promote the development of the 2560 Welton Street project.

Under Colorado Revised Statutes C.R.S.31-25-101 (Urban Renewal Law), DURA is required to notify Urban Drainage and Flood Control District (“UDFC”) on the establishment of any tax increment areas and enter into an agreement regarding the use of property tax increment. The project is contemplating the use of property tax increment financing.

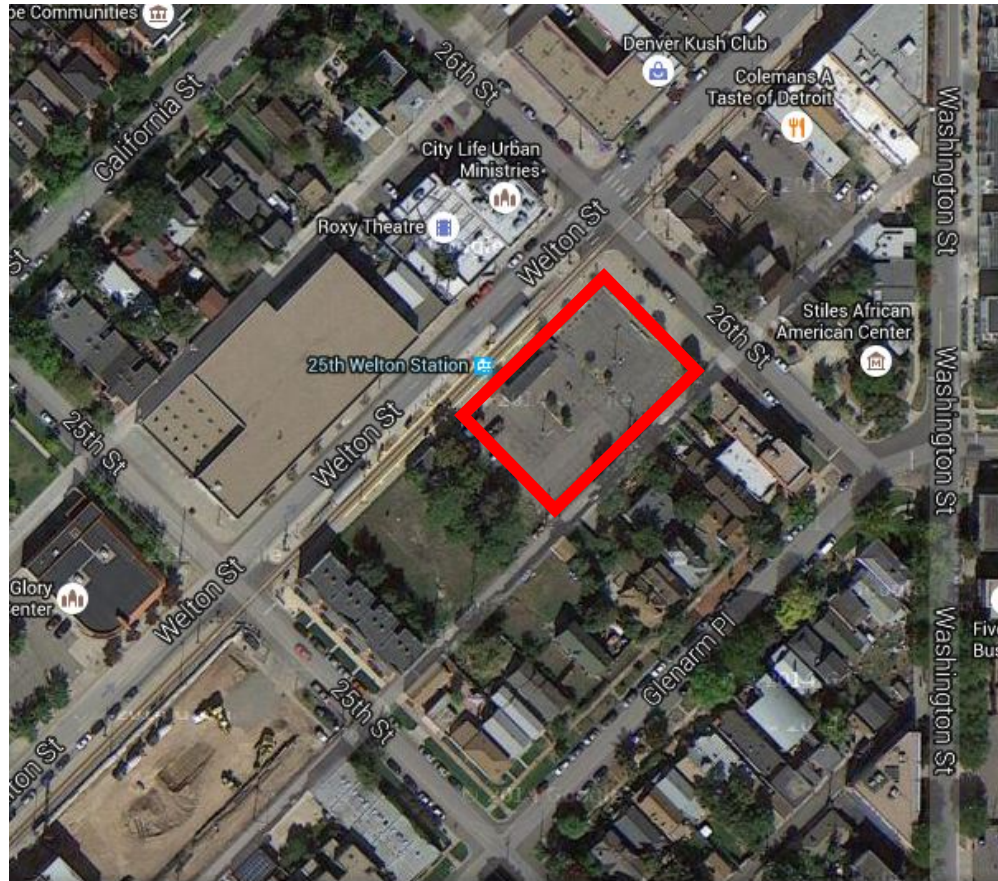
Background

The Denver Urban Renewal Authority (“DURA”) has been requested to consider the addition of the 2560 Welton Street Project as an Urban Redevelopment Project within the existing Welton Corridor Urban Redevelopment Area (“Area”). This request would make possible the development of a mixed use project consisting of apartment units, office and retail space (the “Project”).

The general objectives of the Welton Corridor Urban Redevelopment Plan are to reduce or eliminate blighted conditions as well as to stimulate growth and redevelopment of the Area. DURA staff has concluded that the Project would be an appropriate use of tax increment financing to eliminate the blighting conditions posed by the vacancy and underutilization of the property.

Proposed Redevelopment Project

2560 Welton, LLC (“Redeveloper”), a joint venture between Palisade Partners and Confluence Companies, has made a request for TIF assistance to redevelop a property located at 2560 Welton Street. The subject property is located on the corner of 26th Avenue and Welton Street (see attached aerial & map). The property is currently owned by the Redeveloper.



The Project is planned to include 129 apartment units, with 22 units rent restricted to 80% Area Median Income (“AMI”), 10,000 square feet of ground floor retail space, and approximately 15,000 square feet of office space. The site is zoned C-MX-8, and does not require further entitlement to accommodate the planned development. Total cost of the Project is expected to be just over \$40 million.

Units range from studios to two bedrooms, and from 605 to 1,563 square feet. The total unit mix, including rent restricted to 80% AMI units is reflected in the table attached at the end of this document.

The Project will include a 198 stall underground parking facility to support the residential, office and retail uses. This total also satisfies a requirement to provide 24 stalls of parking for the benefit of the Rossonian Hotel property, located ½ block away. This requirement comes as a result of agreements between the former owner of the property, the Regional Transportation District, and the Rossonian Hotel’s owner.



Financial Analysis

Staff has reviewed the budgets and pro forma submitted by the developer and believes there is a financial gap in the project of \$4.2 million. This financing gap would be addressed through property tax increment and sales tax increment generated by the redevelopment of the property. TIF Capacity is sufficient to repay the obligation at 1.0x Debt Coverage Ratio within 19 years and will take 24 years at a 1.20x Debt Coverage Ratio. These repayment estimates include the assumption that all incremental taxes, including those potentially derived from a future voter approved or other mill levy increase, will be made available to the project.

Alignment with City Goals – Conformance with Denver Comprehensive Plan

Below are a number of objectives of the Denver Comprehensive Plan 2000 and its supplements that the Project will meet:

- Conserve land by promoting infill development within Denver at sites where service and infrastructure are already in place, by designing mixed-use communities and reducing sprawl, and by creating more density at transit nodes. (Environmental Sustainability, 2-F, page 39)
- Encourage development of housing that meets the increasingly diverse needs of Denver’s present and future residents in the Citywide Land Use and Transportation Plan. (Land Use, 1-H, page 58)

- Encourage quality infill development that is consistent with the character of the surrounding neighborhood; that offers opportunities for increased density and more amenities; and that broadens the variety of compatible uses. (Land Use, 3-B, page 60)
- Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure, supports transit stations, increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods. (Land Use, 4-A, page 60)
- Continue to promote mixed-use development, which enables people to live near work, retail and services. (Mobility Strategy 4-E, Page 78)
- Identify areas in which increased density and new uses are desirable and can be accommodated. (Legacies, 3-A, page 99)
- Explore opportunities for housing in all proposed development and redevelopment projects, including commercial and retail projects. (Housing Strategy 2-F, Page 114)
- Continue to support mixed-income housing development that includes affordable rental and for-purchase housing for lower-income, entry-level and service employees, especially in Downtown and along transit lines. (Housing, 6-B, page 117)
- Identify and capitalize on opportunities to develop housing along transit lines. (Housing, 6-E, page 118)
- Encourage mixed-income rental housing with financing that allows both market-rate and subsidized units of equal quality in the same development. (Housing Strategy 6-C, Page 118)
- Support a variety of housing opportunities for Denver’s current and future workforce. Housing opportunities throughout Denver should be expanded – especially in the Downtown core and near employment centers – to accommodate people and families of all incomes. (Economic Activity, 1-H, page 131)
- Use public-private partnerships to facilitate development and redevelopment projects that advance the City’s goals and goals and objectives. When appropriate, take advantage of the Denver Urban Renewal Authority’s powers and experience (4-C, page 136)

The proposed Project meets the following objectives of the Northeast Downtown Neighborhoods Plan which has as its primary goal “quite simply, to catalyze development”:

- Moderate intensity development transitioning to neighborhoods (A-2)
- Promote economic and housing diversity (C-2)
- Promote housing density, including structured parking (C-3)
- Improve access to healthy transportation (D-1)

The proposed Project meets the following objectives of the Welton Corridor Urban Redevelopment Plan:

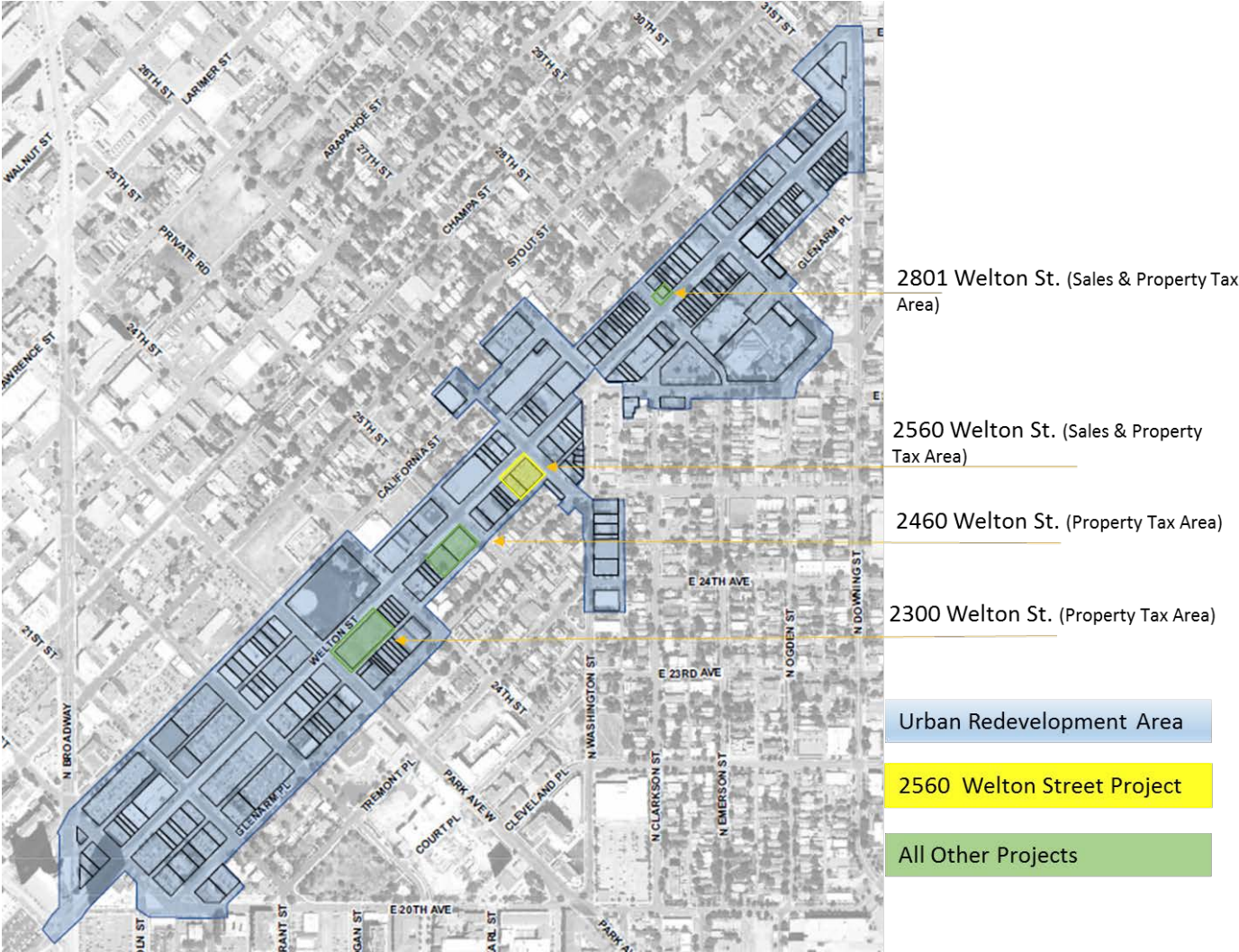
- To eliminate the present and growing factors which contribute to the blight in the Urban Redevelopment Area. Such blighting factors are detrimental to the community and represent an economic liability to the City.
- To renew and improve the character and environment of the Urban Redevelopment Area and its surroundings by preventing or ameliorating economic, physical and environmental deterioration.
- To encourage residential, retail, and commercial development and redevelopment that is socially and economically inclusive and from which the Urban Redevelopment Area and its environs can draw economic strength.
- To more effectively use underdeveloped land within the Urban Redevelopment Area.
- To encourage land use patterns within the Urban Redevelopment Area and its environs which will reduce dependence upon private automobiles for transportation.
- To encourage land use patterns within the Urban Redevelopment Area and its environs that result in a more environmentally sustainable city.
- To encourage land use patterns within the Urban Redevelopment Area and its environs where pedestrians are safe and welcome.
- To encourage the participation of existing property owners within the Urban Redevelopment Area in the redevelopment of their property.
- Encourage high and moderate density development where appropriate, including structured parking.
- To promote a diverse mix of dense housing options.
- To promote a diverse, sustainable neighborhood economy, including mixed use and commercial development opportunities along the Urban Redevelopment Area.

Approval Process

A public hearing before the Denver City Council regarding the amendment to the Plan will be required. Prior to the public hearing, an agreement between DURA and UDFC regarding the use of the property tax increment will be required. The agreement must address the estimated impacts of the Project on UDFC services associated solely with the Project and the Urban Redevelopment Plan. **In order to meet this requirement, UDFC is requested to provide the estimated impact of the Project.** As noted below, this Project will be the fourth urban redevelopment project within the Welton Corridor Urban Redevelopment Area.

We look forward to working with you and implementing the new statutory requirements to advance this exciting project.

Urban Redevelopment Area Map



Unit Mix Table

| Unit Type | Bedrm | Bath | # of Units | Area | Rent / psf | Rent / Unit |
|--------------------------|-------|------|------------|--------|------------|-------------|
| Sleeper 1 Bed A | 1 | 1 | 38 | 605 | \$ 2.07 | \$ 1,250 |
| Studio C | 0 | 1 | 4 | 650 | 2.07 | 1,344 |
| Studio D | 0 | 1 | 4 | 664 | 2.07 | 1,372 |
| 1 Bed A | 1 | 1 | 12 | 676 | 2.07 | 1,397 |
| 1 Bed B | 1 | 1 | 6 | 640 | 2.10 | 1,346 |
| 1 Bed C | 1 | 1 | 4 | 818 | 1.96 | 1,602 |
| 1 Bed D | 1 | 1 | 3 | 841 | 1.93 | 1,620 |
| 1 Bed E | 1 | 1 | 3 | 619 | 2.07 | 1,279 |
| 1 Bed F | 1 | 1 | 4 | 785 | 2.01 | 1,579 |
| 1 Bed G | 1 | 1 | 3 | 782 | 2.01 | 1,573 |
| 1 Bed H | 1 | 1 | 2 | 743 | 2.03 | 1,510 |
| 1 Bed J | 1 | 1 | 3 | 675 | 2.07 | 1,398 |
| 2 Bed A | 2 | 2 | 6 | 1,039 | 1.71 | 1,773 |
| 2 Bed B | 2 | 2 | 1 | 1,016 | 1.68 | 1,702 |
| 2 Bed C | 2 | 2 | 2 | 980 | 1.70 | 1,669 |
| 2 Bed D | 2 | 2 | 2 | 916 | 1.76 | 1,611 |
| 2 Story A | 2 | 2 | 4 | 1,024 | 1.69 | 1,731 |
| 2 Story B | 2 | 2 | 2 | 1,182 | 1.68 | 1,989 |
| 2 Story C | 3 | 2.5 | 2 | 1,528 | 1.68 | 2,571 |
| 2 Story D | 3 | 2.5 | 2 | 1,563 | 1.68 | 2,630 |
| Afford - Sleeper 1 Bed A | 1 | 1 | 16 | 605 | 1.85 | 1,118 |
| Afford Studio B | 0 | 1 | 1 | 478 | 2.07 | 988 |
| Afford Studio E | 0 | 1 | 3 | 518 | 2.03 | 1,051 |
| Afford 2 Bed A | 2 | 2 | 2 | 1,039 | 1.29 | 1,343 |
| Totals | | | 129 | 94,321 | \$ 181,500 | |
| Averages | | | | 731 | \$ 1.92 | \$ 1,407 |

| | | |
|---------|-----|---------|
| Studios | 12 | 9.30% |
| 1 Bed | 94 | 72.87% |
| 2 Bed | 19 | 14.73% |
| 3 Bed | 4 | 3.10% |
| Totals | 129 | 100.00% |

2560 Welton Street Project
Legal Description

Lots 1 through 9, Block 183
Stiles Addition to the City and County of Denver
City and County of Denver, State of Colorado

[URBAN DRAINAGE AND FLOOD CONTROL DISTRICT]

April 5, 2016

Phillip Caplan, Chair
Tracy Huggins, Executive Director
Denver Urban Renewal Authority
1555 California Street, Suite 200
Denver, CO 80202

Denver

Dear Ms. Huggins and Mr. Caplan and Denver:

This letter agreement ("Agreement") is entered into pursuant to Section 31-25-107(9.5), C.R.S. The Urban Drainage and Flood Control District ("District") understands that the Denver Urban Renewal Authority ("Authority") and the City and County of Denver ("Denver") desire to undertake a substantial modification of the Welton Corridor Urban Redevelopment Plan (the "Urban Redevelopment Plan") to add the 2560 Welton Street Project consisting of approximately 129 units of rental housing with 22 units rent restricted to 80% Area Median Income, 15,000 square feet of office space and 10,000 square feet of retail space (the "Project") and to create the 2560 Welton Street Property and Sales Tax Increment Area (the "Tax Increment Area").

The Urban Drainage and Flood Control District (the "District") is in receipt of the Urban Redevelopment Plan creating the Welton Corridor Urban Redevelopment Area which was adopted by the City Council of Denver on September 10, 2012, the proposed Ordinance establishing the Tax Increment Area, and the proposed amendment to the Urban Redevelopment Plan adding the Project and authorizing the use of property tax increment and sales tax increment for the Project.

The District agrees that in accordance with C.R.S. § 31-25-107(9.5), that the District has received proper notice of the proposed substantial modification to the Urban Redevelopment Plan and that [Denver], the Authority, and the District are entering into this agreement to address the estimated impacts of the Urban Redevelopment Plan on District services associated solely with the Urban Redevelopment Plan. The District has determined that there are no impacts to District services caused by the proposed amendment to the Urban Redevelopment Plan to add the Project and create the Tax Increment Area and therefore the tax increment derived from the District's mill levy shall be allocated to the Authority. The parties agree that this Agreement satisfies the requirements of C.R.S. § 31-25-107(9.5)(a).

The District further agrees that, as permitted under C.R.S. § 31-25-107(9.5)(b)(i), the District waives the requirements of any future notice, including, but not limited to, notice of any modifications or amendments to the Urban Redevelopment Plan, [other than regarding the creation of a new property tax increment area under the Urban Redevelopment Plan], any future filings with or by the District, any requirement for future consent by the District, including but not limited to, consent to any

modifications or amendments to the Urban Redevelopment Plan, [other than regarding the creation of a new property tax increment area under the Urban Redevelopment Plan] and any enforcement right regarding the Urban Redevelopment Plan, or matters contemplated under the Urban Redevelopment Plan, except that the District shall have the right to take any actions necessary to enforce this Agreement.

If the City and County of Denver and the Authority desire that the drainage and flood control facilities constructed as part of the Urban Redevelopment Plan be eligible for future District maintenance assistance, they shall comply with all terms and conditions of Amended Resolution No. 38, Series of 2011 as amended by Resolution 21, Series of 2016, including but not limited to Resolution No. 26, Series of 1983 of the District.

The consent of the District to the Urban Redevelopment Plan will expired and be of no force and effect unless the 2560 Welton Street Project is under construction by January 1, 2021.

If this letter correctly reflects our agreement, please sign below and return a fully-executed original to me.

Respectfully,

Paul A. Hindman
Executive Director
Urban Drainage and Flood Control District

ACKNOWLEDGED AND AGREED:

DENVER URBAN RENEWAL AUTHORITY

By: _____
[Phillip Caplan]
Chair

Date: _____

CITY AND COUNTY OF DENVER