

Filing No. 2015-0200-



9/30/2018

RiNo Business Improvement District

3501 Wazee Street, Suite 109
Denver, Colorado 80216

Mr. Michael Kerrigan
201 W. Colfax Avenue, Dept 1010
Denver, CO 80202

Dear Mr. Kerrigan,

Attached you will find our 2019 Work Plan and Budget for the RiNo Business Improvement District, inclusive of information about the actions of our board and information about our board members.

There was only one area where the budget appears to show a material departure in the 2018 budget vs. actual. This can be found under expenses, where much less than budgeted was allocated to marketing, branding and activation and much more than budgeted was allocated to creatives and entrepreneurial support. This is primarily due to the RiNo BID's investment in the CRUSH WALLS festival this year which was not anticipated when budgeting was done in 2018. RiNo's investment in CRUSH WALLS was \$250,000 and supported CRUSH WALLS specific programming as well as artist stipends. In reality, this investment in CRUSH WALLS straddles both line items, but we had to allocate the entirety of the investment to one line item since it was a contribution to the RiNo Art District.

Regarding outstanding indebtedness, there is one additional CRUSH-related item to make you aware of. In 2018, the BID board voted to open a Line of Credit. This line of credit of \$250,000 was used to advance the CRUSH funds to RiNo Art District so that it was able to execute agreements to produce CRUSH WALLS. Currently, there is \$200,000 outstanding on the line of credit with an interest rate of 5.5%. We plan to pay this down as CRUSH WALLS sponsorship revenue comes in, which we anticipate will happen by 12/31/18.

No audit was conducted on BID funds for the 2017 operating year, but we will be undertaking an audit once the 2018 operating year is completed. The 2017 audit exemption resolution is included in this packet.

We currently have no formal bylaws, so they are not included in this document.

Finally, to view our annual report please visit:
rinoartdistrict.org/_files/docs/rinoannualreport_2016_2017.pdf

This provides the best summary of our work. The newest version of the annual report will be available in November 2018.

Please let me know if you have any further questions upon review of these documents.

Regards,

A handwritten signature in black ink, appearing to read "Jamie Giellis". The signature is fluid and cursive, with the first name "Jamie" written in a larger, more prominent script than the last name "Giellis".

Jamie Giellis

President

RiNo Business Improvement District

**RINO BUSINESS IMPROVEMENT DISTRICT
SUMMARY
2019 BUDGET AS PROPOSED
WITH 2017 ACTUAL AND 2018 ESTIMATED
For the Years Ended and Ending December 31**

	2017	2017 % (Of Total Funds Available)	Budget 2018	Actual Jan-Aug 2018	Estimated 2018	2018 % (Of Total Estimated Funds Available)	Proposed 2019	2019 % (Of Total Estimated Funds Available)
BEGINNING FUND BALANCES	130,436.63	16.89%	66,585.61	90,076.66	90,076.66	8.08%	18,931.36	1.55%
REVENUES								
01 Property Taxes	546,772.88	70.81%	963,163.17	926,801.39	963,163.17	86.36%	1,119,994.56	91.84%
02 DURA District 142	4,160.89	5.33%	20,089.55	10,751.53	20,089.55	3.77%	30,520.76	4.10%
02 Specific Ownership Taxes	41,171.90	6.42%	35,000.00	39,216.57	42,000.00	0.00%	50,000.00	1.23%
03 Local Grants	49,582.50		-	-	-		15,000.00	
Total Revenue	641,688.17	83.11%	1,018,252.72	976,769.49	1,025,252.72	91.92%	1,200,515.32	98.45%
TRANSFERS IN	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL FUNDS AVAILABLE	772,124.80	100.00%	1,084,838.33	1,066,846.15	1,115,329.38	100.00%	1,219,446.68	100.00%
EXPENDITURES								
ADMINISTRATIVE EXPENSES	\$157,219.80	20.36%	262,437.20	174,958.13	262,437.20	23.53%	325,000.00	26.65%
MANAGEMENT AND ADMINISTRATION	8,875.17	1.15%	24,984.02	16,656.01	29,984.02	2.69%	30,000.00	2.46%
ACCOUNTING AND TAX SERVICES	-	0.00%	-	1,796.70	2,500.00	0.00%	5,000.00	0.57%
BANK FEE	9,484.73	1.23%	7,000.00	5,844.26	7,000.00	0.63%	7,000.00	0.92%
LEGAL - ATTORNEY'S FEES	5,467.74	0.71%	8,699.19	9,375.78	9,631.63	0.86%	11,199.95	0.92%
CITY OF DENVER TAX COLLECTION FEE (1%)	3,446.41	0.45%	3,500.00	3,845.17	3,845.17	0.34%	4,000.00	0.33%
INSURANCE								
CONTINGENCY RESERVES	25,000.00	3.24%	25,000.00	25,000.00	25,000.00	2.24%	25,000.00	2.05%
OFFICE RENT, PARKING, SUPPLIES AND MISC.	22,675.84	2.94%	35,000.00	25,657.38	35,000.00	3.14%	45,000.00	3.69%
PROGRAM EXPENSES	28,210.55	3.65%	133,842.97	134,804.63	155,000.00	13.90%	150,000.00	12.30%
ADVOCACY	113,105.38	14.65%	157,462.32	10,394.55	25,000.00	2.24%	100,000.00	8.20%
BRANDING, MARKETING, ACTIVATION								
INFRASTRUCTURE	262,346.58	33.98%	262,437.20	30,559.87	210,000.00	18.83%	250,000.00	20.50%
CREATIVES/ENTREPRENEURIAL BUSINESS SUPPORT	46,215.94	5.99%	133,842.97	301,000.00	331,000.00	29.68%	250,000.00	20.50%
Total Expenditures	682,048.14	88.33%	1,084,208.87	739,892.48	1,096,398.02	98.30%	1,202,199.95	98.59%
Net Income	90,076.66	11.67%	30,632.46	326,953.67	18,931.36	1.70%	17,246.73	1.41%



RiNo Business Improvement District (BID) 2018 Operating Plan and Budget

LEGAL AUTHORITY

A BID in Colorado is organized pursuant to the Business Improvement District Act, Section 31-25-1201 et seq., Colorado Revised Statutes. The RiNo BID was created by adoption of ORD 15-0304 on June 1, 2015.

Following the adoption of the BID ordinance by Denver City Council, a TABOR election must be held to authorize the BID mill levy. Owners of commercial property within the proposed BID area, as well as lessees and residents of commercial property within the proposed BID area, are eligible to vote. A simple majority of voters returning the ballot must vote in favor of the BID assessments.

ABOUT RINO

RiNo (River North) is an urban neighborhood just north of Downtown Denver comprised of industry and warehouses; an eclectic mix of small startups, restaurants, and creative businesses; and a state-certified art district that spans the neighborhood. Recently, the area has seen a strong influx of development from both the public and private sectors that is sparking change and concern over the future of RiNo, and what it will look like as it continues to grow. Stakeholders in the RiNo neighborhood have come together to create the BID for RiNo in order to strategically manage this growth and development, retain the unique and industrial character of the neighborhood, and keep the focus on the arts in RiNo, understanding it is the creative nature of the place that drives economic activity, tourism and quality of life.

BID OBJECTIVES

This plan for the RiNo BID has been driven by the needs and voices of those invested in the neighborhood. The BID intends to look holistically at the entire RiNo BID area, with the purpose of preserving neighborhood character, promoting economic strength of the creatives, entrepreneurs and properties located within and ensuring appropriate neighborhood growth that promotes walkability, bikeability, sustainability and a cohesive neighborhood fabric.

Formation of the BID allows RiNo to be strategically managed as it evolves and grows. The BID's goals are to:

- Create a collective voice to accomplish the long-term goals of the neighborhood.
- Purposefully improve and advance RiNo while keeping it affordable for creatives, entrepreneurs and small businesses.
- Be an advocate for RiNo to influence and direct policy, develop strategic partnerships, and leverage its budget by attracting grants and additional funding, thereby providing financial sustainability.
- Retain RiNo's unique urban and industrial character, and keep the creative entrepreneurial spirit at the heart of RiNo.
- Create an accessible, desirable area where people want to visit, engage and invest.

BID BOUNDARIES

The RiNo BID boundaries include a parcel of land lying in Sections 22, 23, 26, and 27, Township 3 South, Range 68 West of the 6th Principal Meridian, City and County of Denver, State of Colorado, being more particularly described as follows:

- Beginning at a point on the southerly right-of-way of I-70 at its intersection with the southeasterly property line of the Burlington Northern railroad, said point lying approximately 600 feet east of the South Platte River;
- Thence easterly, with the southerly right-of-way of I-70, to its intersection with the northwesterly property line of the Union Pacific railroad;
- Thence southwesterly, with the northwesterly property line of the Union Pacific railroad, to its intersection with the northeasterly right-of-way of vacated 40th Street, said right-of-way vacated by Ordinance 187 Series of 1925;
- Thence southeasterly, crossing the Union Pacific railroad property to the northerly right-of-way of 40th Avenue at its intersection with the northwesterly right-of-way of Blake Street;
- Thence easterly, with the northerly right-of-way of 40th Avenue, to its intersection with the centerline of Williams Street projected northerly;
- Thence southerly, with the centerline of Williams Street, to its intersection with the centerline of 39th Avenue;
- Thence westerly, with the centerline of 39th Avenue, to its intersection with the centerline of Franklin Street;
- Thence southerly, with the centerline of Franklin Street, to its intersection with the centerline of Lafayette Street;
- Thence westerly and southwesterly, with the centerline of Lafayette Street, to its intersection with the northeasterly property line of St. Charles Place Park;
- Thence northwesterly, southwesterly, and northwesterly, with the property lines of St. Charles Place Park, to the northernmost corner said park, and the rights-of-way of Walnut Street and Marion Street;
- Thence northwesterly, on a projection of the last line, to its intersection with the centerline of Walnut Street;
- Thence southwesterly, with the centerline of Walnut Street, to its intersection with the centerline of Downing Street;
- Thence southerly, with the centerline of Downing Street, to its intersection with the centerline, projected northeasterly, of the alley lying between Larimer Street and Lawrence Street;
- Thence southwesterly, with said alley centerline, to its projected intersection with the centerline of Broadway Street;

- Thence northerly, with the centerline of Broadway Street, to its intersection with the northwesterly property line of the Union Pacific railroad;
- Thence southwesterly and westerly, with the northwesterly and northerly property line of the Union Pacific railroad, to its intersection with the northwesterly right-of-way of Delgany Street;
- Thence southwesterly, with the northwesterly right-of-way of Delgany Street, to its intersection with the easterly property line of the Burlington Northern railroad;
- Thence northerly and northeasterly, with the easterly and southeasterly property lines of the Burlington Northern railroad;
- Thence northerly and northeasterly, with the easterly and southeasterly property lines of the Burlington Northern railroad, to the point of beginning.

The following map illustrates these boundaries:



BID SERVICES

The services that the BID plans to fund have been developed and prioritized by the property and business owners of RiNo, and include services as defined in Section 31-25-1212(1)(f) C.R.S. and improvements as defined in Section 31-25-1203(5), C.R.S.:

- **RiNo Advocacy:** The unified voice of RiNo on all matters related to preserving and advancing the neighborhood’s unique character through representation, promotion of planning and development, policy and partnerships. This includes:
 - Dedicated staff that can manage RiNo, advocate for RiNo needs, and focus on leveraging resources and improvements to the area. It is assumed that at the outset, the RiNo BID may assist in funding two (2) full-time staff to support the RiNo BID operations.
 - Serving as advocate and champion for RiNo on issues important to ensuring long-term sustainable growth, and acting as the influential, unified voice for the neighborhood that can be heard by the public, elected officials, developers and businesses and community partners.
 - Advocating on local policy initiatives, planning and development issues to promote new solutions to RiNo’s continued growth including accessibility, improved public transportation, regional parking solutions and shared parking alternatives (among other things) to ensure growth can be best managed.
 - Promoting and developing activities and programs to encourage healthy, active lifestyles and create a truly walkable, bikeable district.
 - Leveraging partnerships and developing strategies to increase participation among community leadership, surrounding neighborhoods, business and the City and County of Denver.
 - Advocating for funding from the City and County of Denver, State of Colorado and other funding sources and grantors to address critical neighborhood objectives.

- **RiNo Branding, Marketing, Activation:** The BID shall facilitate the development of the RiNo brand, as well as creating and delivering an experience that encourages locals and visitors to explore RiNo through marketing, events and programming. Projects include:
 - Further developing the RiNo brand to uniquely identify the neighborhood’s distinctive offer and future potential.
 - Producing targeted marketing and messaging on a local, regional and national level to promote visitation and investment in the area. This includes (but is not limited to) website and social media development and management.
 - Developing year-round programming and activities that bring in diverse demographic groups to experience and explore RiNo, including the development of signature RiNo events and activities.
 - Providing awareness, recognition, promotion and education about businesses and creatives in the district, including specific public and community relations in support of growing the RiNo district.
 - Working with, supporting and establishing partnerships with other art and creative districts in and around metro Denver and the State of Colorado.

- **RiNo Placemaking:** The BID shall work to retain the unique urban and industrial character of RiNo, integrating culture and creativity into the environment, delivering appropriate enhancements to the public realm, adding pedestrian amenities and activating the area. Projects include:
 - Advocating to the City and County of Denver for funding and prioritization of larger-scale infrastructure needs and investments in RiNo to ensure the district is safe, accessible and connected.

- Investing in the development and implementation of a comprehensive RiNo-branded wayfinding program for vehicles, pedestrians and bicyclists, as well as distinctive gateways into RiNo to define and brand the neighborhood.
 - Improving the aesthetics and functionality of RiNo's public realm, sidewalks, streets and pedestrian areas. This includes (but is not limited to) adding amenities such as benches, bike racks and trash/recycling cans as well as public art, murals and creative projects to bolster the RiNo brand.
 - Working to leverage resources to improve the South Platte River, create parks, green spaces and public spaces, and implement sustainability investments and green stormwater solutions to provide a healthy neighborhood that encourages social interaction.
 - Undertaking creative neighborhood enhancements and interventions, including activating alleyways and pedestrian walkways and developing interesting places and spaces.
 - Promoting upkeep (as necessary) throughout the district to enhance existing maintenance by the City of Denver and property owners, working to help ensure visitors have a safe and pleasant experience.
- ***Business Support for RiNo Creatives and Entrepreneurs:*** The BID shall take a leadership role in keeping RiNo affordable and promoting its local talent, creatives and entrepreneurs through advocacy, programming and direct support, amplifying the creative and cultural offer in the district and promoting economy vitality. Projects include:
 - Sustaining and supporting the existing and developing creative and entrepreneurial community to protect their interests in RiNo as development progresses.
 - Developing programs to collaboratively fund business needs, including grants and no/low-interest loan programs to support small businesses and entrepreneurialism in RiNo, and keep the cost of doing business in RiNo affordable.
 - Supporting local creatives through collaborative projects, professional development, and artist-to-artist programs and networking.
 - Advocacy and funding for creatives and artists, including support for current and future studios and live/work space.
 - Promoting local businesses and creatives to increase their sales and profitability and creating community event and exhibition spaces.
 - Facilitating a space clearinghouse to refer creatives and entrepreneurs to available spaces.

This list of services provides overarching direction on where the BID will invest its resources. Specific work plans shall be developed annually by the RiNo BID Board, setting out the programs and budgets to be delivered in each fiscal year.

BID REVENUE

The RiNo BID shall utilize an assessment method that is based upon a percentage of assessed value. The RiNo BID assessment rate may never exceed .004 (4 mills) on the assessed value of real property (business personal property is excluded). In Colorado, assessed value of commercial property is 29% of actual value. **In 2018, the RiNo BID assessment rate shall be 4 mills on the assessed value of real property.** Only commercially assessed properties are assessed through the BID. Residential properties are not assessed in a BID.

In future years, the RiNo BID Board may decrease (and subsequently increase) the mill levy (so long as it never exceeds 4 mills). In order to do so, the following shall occur:

- The RiNo BID Board shall send out a notification to each commercial property owner in the RiNo BID notifying them of the proposed change and of a public meeting to be held.
- The RiNo BID Board shall then hold a public meeting to present the proposed mill levy change and reasons for the change, and hear comment.
- After that time, the BID Board may recommend a proposed mill levy change. This change must occur in line with the annual BID reporting period to Denver City Council (approved no later than December 5 of each year), and must be approved by City Council before the change occurs.

Each year, the RiNo BID Board will go through a process to certify the assessment rolls and determine each property owner’s yearly assessment, as well as the total RiNo BID budget. This occurs through the following:

- Each May, the City and County of Denver shall provide very preliminary new assessed value data, which the BID may use to preliminarily plan the budget for the coming year.
- By August 25, refined preliminary assessed value data shall be provided to the RiNo BID Board by the City and County of Denver.
- By September 30, the RiNo BID Board must file the operating plan and budget with the City and County of Denver for the next year.
- The City and County of Denver has 30 days after receipt of all required information from the BID to approve the operating plan. The City and County of Denver may request further information from the RiNo BID Board as needed. All final information must be filed and approved no later than December 5.
- By December 10, final assessed value data must be provided to the RiNo BID Board.
- By December 15, the RiNo BID Board must complete a public hearing, adoption of the budget and operating plan and final certification of the mill levy.
- The final budget of the RiNo BID must be filed with the State of Colorado by January 31.

BID BUDGET

In its second year of operations, the RiNo BID shall raise approximately \$963,000. The proposed second year BID budget and projects are as follows and more thoroughly reflected in the proposed, 2018 budget attached hereto as **EXHIBIT A**:

Year Two Proposed RiNo BID Services	Budget Amount
<p>RiNo Advocacy (20%)</p> <ul style="list-style-type: none"> – Complete design guidelines and overlay with the City of Denver – Create priority list for RiNo funding needs, including but not limited to developing parking solutions and identifying critical infrastructure needs, while funding studies to address solutions – Take a lead role in directing RiNo policy and planning initiatives – Undertake a strategic parking and access study 	\$192,600
<p>RiNo Branding, Marketing and Activation (20%)</p> <ul style="list-style-type: none"> – Establish local, regional, national marketing strategies – Develop year-round programming calendar and 	\$192,600

implement first events – Establish strategic partnerships with other creative districts	
RiNo Placemaking (30%) – Develop and implement RiNo gateways and wayfinding program – Design and implement programs to install locally created benches, bike racks and trash cans throughout RiNo	\$288,900
RiNo Creatives and Entrepreneurial Business Support (15%) – Develop support program and grant/loan tools to support creatives and entrepreneurs	\$144,450
Administration and Operations (15%)	\$144,450
TOTAL	\$963,000

Note: Labor costs are incorporated into service areas.

In addition to the resources identified in the BID budget above, the BID intends to leverage its funding by obtaining grants, donations, sponsorships, crowdsourcing and partnerships to provide a larger overall budget with which to advance and administer projects.

Each year the BID Board shall be responsible for presenting audited accounts for previous year’s BID work. The BID Board will present a proposed budget and work plan for the upcoming year, to Denver City Council (no later than September 30 each year).

BID BONDING

The RiNo BID does not intend to issue bonds at the outset of BID operations. However, as allowed by law, the BID may issue bonds or other multiple year financial obligations if it is authorized to do so by its voters in a future election and a future operating plan. The election must comply with all applicable Federal, State and municipal requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

BID GOVERNANCE

The BID statute allows for a board of 5 to 11 members who are BID electors. The initial RiNo BID board consists of nine (9) appointed members from the RiNo BID area. The following members are to be included in this mix:

- At least two (2) property owners from the Eastside of the RiNo BID area
- At least two (2) property owners from the Westside of the RiNo BID area
- At least two (2) artist/creative property owners – one (1) from the Eastside of the RiNo BID area, and one (1) from the Westside of the RiNo BID area
- At least one (1) RiNo business owner

NOTE: The determination of the Eastside/Westside designation is determined by location in relation to the railroad tracks that divide the district.

The board members of the RiNo BID are:

RiNo BID Board Member	Affiliation	Governance Representation	Initial Term	Consecutive Term
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Tracy Weil	RiNo Art District Chair, Artist	RiNo Business Owner	2017	2020
Justin Croft	RiNo Urban Improvement Committee Co-Chair, Zeppelin Development	Westside Property Owner	2018	2021
Sonia Danielsen	Bindery on Blake	Artist/Creative Property Owner – Eastside	2018	2021
Andrew Feinstein	RiNo Urban Improvement Committee Co-Chair, EXDO Management	Eastside Property Owner; Westside Property Owner	2018	2021
Bryan Slekes	Great Divide Brewing Company	Westside Property Owner	2017	2020
Tai Beldock	Erico Motorsports	Eastside Property Owner	2016	2019
Ari Stutz	Downtown Property Services	Eastside Property Owner	2017	2020
Josh Fine	Focus Property Group	Westside Property Owner; Eastside Property Owner	2018	2021
Rachel Rabun	Mockery Brewing	Westside Creative Property Owner	2020	2023

The terms of office shall be staggered to encourage continuity in BID governance. The length of the term is three (3) years and the consecutive term limit shall be two (2) terms. After a member has fulfilled two consecutive terms, that person may not be a member of the RiNo BID governing body for three (3) years before being reappointed.

The BID shall inform the City of Denver of any RiNo BID Board vacancy that comes to its attention. Appointment to the BID Board in future years shall occur as follows:

- The RiNo BID Board shall accept submissions of interest for the vacancy.
- The RiNo BID Board shall provide posted notice of a public hearing, hold a public hearing, and thereafter provide the City of Denver with one or more recommended nominees to fill the vacancy, taking into account the qualifications thereof, the desired diversity of the Board, and the nominee’s willingness to serve.
- The City shall review the recommendation and may require additional information from the Board or the nominee. The Mayor and City Council will approve all BID appointments.

BID MANAGEMENT STRUCTURE

The RiNo BID expects to contract with the RiNo Art District (RAD) organization to deliver its services. RAD is a 501(c)(6) membership organization that supports the development of the RiNo neighborhood.

Each year the RiNo BID Board shall develop a work plan and budget for the RiNo BID. Once agreed upon, the RiNo BID Board would expect to execute a services contract with the RAD Board to deliver their services. The BID Board has engaged Centro Inc. for administrative management.

BID TERM

BIDs in Colorado may be perpetual. However, the RiNo BID shall have an initial ten-year term. This allows for property owners to evaluate the BID's effectiveness prior to the end of the term.

The BID Board shall provide notice and conduct a public hearing during the ninth year of the BID's existence to obtain property owner comments on the BID's effectiveness and success. If the BID is deemed successful, the BID Board shall request that the City Council renew the BID by giving public notice, holding a hearing, and adopting an ordinance prior to the end of the ten-year initial term. If the BID is not considered to be successful, it shall sunset at the end of the initial term and terminate in accordance with all applicable laws and requirements. This process shall repeat every ten (10) years

CITY SERVICES

BID services shall be designed to supplement existing City services and will be in addition to City services that are currently provided in RiNo. BID services shall not replace any existing City services.

ADDITION OF PROPERTIES TO THE BID

Additional property may be added to the BID only after a petition is signed by the property owner, filed with the City of Denver, and approved by the Denver City Council after public notice and hearing pursuant to C.R.S. 31-25-1220.

DISSOLUTION

Under Colorado law, the BID may be dissolved following a public hearing if property owners representing at least 50% of acreage within the BID and at least 50% of total assessed value within the BID submit petitions for dissolution to City Council. City Council also retains discretion to initiate dissolution proceedings if the BID fails to submit an operating plan and budget for two successive years.

NOTICE AS TO PROPOSED BUDGET

NOTICE IS HEREBY GIVEN that the proposed budget for the ensuing year of 2019 has been submitted to the RiNo BUSINESS IMPROVEMENT DISTRICT ("District"). Such proposed budget will be considered at a meeting and public hearing of the Board of Directors of the District to be held at 3:00 p.m. on Monday, September 24, 2018, at the RiNo offices, 3501 Wazee Street, Suite 109, Denver, Colorado.

A copy of the proposed 2019 budget is available for public inspection at the RiNo offices, 3501 Wazee Street, Suite 109 Denver, Colorado 80216. Any interested elector within the District may, at any time prior to final adoption of the 2019 budget, file or register any objections thereto.

Dated: September 1, 2018

RiNo BUSINESS IMPROVEMENT DISTRICT

By: /s/ Jamie Giellis
District Manager

**RESOLUTION/ORDINANCE FOR EXEMPTION FROM AUDIT
(Pursuant to Section 29-1-604, C.R.S)**

A RESOLUTION APPROVING EXEMPTION FROM AUDIT FOR YEAR 2017 FOR THE RINO BUSINESS IMPROVEMENT DISTRICT, STATE OF COLORADO.

WHEREAS, the Board of Directors of the RiNo Business Improvement District wishes to claim exemption from the audit requirements of Section 29-1-603, C.R.S; and

WHEREAS, Section 29-1-604, C.R.S states that any local governments where neither revenues nor expenditures exceed seven hundred and fifty thousand dollars may, with the approval of the State Auditor, be exempt from the provision of Section 29-1-603, C.R.S; and

WHEREAS, neither revenues nor expenditures for the RiNo Business Improvement District exceeded \$750,000 for Year 2017; and

WHEREAS, an application for exemption from audit for RiNo Business Improvement District has been prepared by Sara Royster, an independent accountant with knowledge of governmental accounting; and

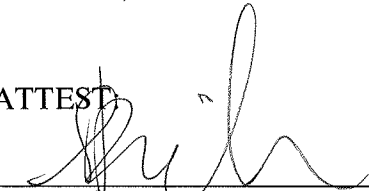
WHEREAS, said application for exemption from audit has been completed in accordance with regulations, issued by State Auditor.

NOW THEREFORE, be it resolved by the Board of Directors of the RiNo Business Improvement District that the application for exemption from audit for RiNo Business Improvement District for the year ended December 31, 2017 has been personally reviewed and is hereby approved by a majority of the Board of Directors of the RiNo Business Improvement District; that those members have signified their approval by signed below; and that this resolutions shall be attached to, and shall become a part of, the application for exemption from audit of the RiNo Business Improvement District for the year ended December 31, 2017.

ADOPTED THIS 13th DAY OF March, A.D. 2018.

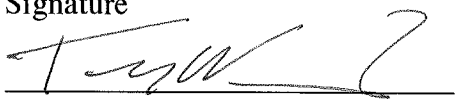
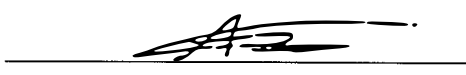
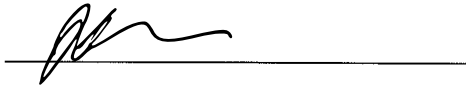


Chairman, Justin Croft

ATTEST


Title Treasurer

RiNo BID Board Directors

Name:	Date Term Expires	Signature
<u>Tracy Weil</u>	<u>2020</u>	
<u>Andrew Feinstein</u>	<u>2022</u>	
<u>Josh Fine</u>	<u>2021</u>	

2017/2018 RiNo BID Board Meetings

1. September 2017 (2)
2. October 2017
3. November 2017
4. December 2017
5. January 2018
6. February 2018
7. March 2018
8. April 2018
9. May 2018
10. August 2018

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, September 12, 2017, at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Tai Beldock
Ari Stutz
Bryan Slekes
Josh Fine
Rachel Rabun

Also in attendance were: Jamie Licko and Alye Sharp, RiNo Art District staff; Jill Jennings-Golich, Deputy Director of Community Planning and Development (CPD), City of Denver; and Lisa Gedgaudas and Ginger White-Brunetti, Denver Arts and Venues.

CALL TO ORDER:

Justin noted for the record that a quorum was present, and on behalf of the board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the August 8 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

REVIEW OF FINANCIALS:

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- Ms. Licko walked through the prior month's financials in detail and will make recommendations for reallocation of some funds that won't be spent in their current buckets by the end of the year.
- Ms. Licko also noted the following:
 - Almost all the tax revenue from the BID has come in; 10% management fee for 30% design for 35th Street will be coming in the next 30 days.
 - Jamie noted that the BID had budgeted \$40,000 for a Planning Director, but never hired one, so could consider hiring one for 2018.
 - Other items reviewed for each bucket, including projects and services that will not be completed this year.
 - In 2017, the BID collected \$507,000 just from the mill levy; this will increase to \$963,000 for 2018.

2018 BUDGETING:

Ms. Licko noted that the BID will rollover \$50,000, plus tax revenue for 2018 and specific ownership taxes, giving the BID approximately a \$1M budget for 2018. As she reviewed the draft budget for next year, she noted that each "bucket" has percentages taken out for administrative/staff expenses. The Board suggested that the BID cover \$35,000 instead of the allotted \$20,000 for rent in 2018; \$15,000 from the previous year will be carried forward to cover this increase.

The Board also discussed the current mill levy and how the much larger budget will be spent, including accomplishing bigger projects and adding staff members. Director Fine noted that the BID also wants to be sure that they're building enough reserves.

The Board voted unanimously to use the amended budget at the public hearing to occur after this meeting. The Board also agreed to revisit the mill levy in one year, but did not vote on the matter.

SAFE CREATIVE SPACES FUND:

Ms. Jennings-Golich, Deputy Director of CPD, passed around a flier about how the Safe Creative Spaces fund (not the program) works. She noted that it is still expensive to bring creative spaces up to code through the Safe Occupancy Program, so the fund was started to help spaces get up and running quicker. CPD and Arts and Venues are currently working with City Council to figure out how they could create a fund that incentivizes people to go through the program. Arts and Venues will be putting money toward the fund, but need partners who will add additional funding. Ms. Gedgudas then passed around a working draft of how the fund may work; Ms. Licko noted that Arts and Venues came to the BID early in the drafting of the fund so that the

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BID could be involved in the creation and how it will work, not just an ask for funding. She also noted that the fund will need to be park “outside of the City walls”.

Director Croft, who’s involved with GRACe Riverfront Art Center (the first to go through the program), noted that they’ve already spent \$30,000 on an architect and the code update process just to comply with the program. He stated further that he thought that the process was more of a typical development process with drawings, reviews, etc. and that the program should be facilitating code compliance instead of reviewing current code compliance; this would save people a lot of money and expedite the process. He also stated the the BID could be helpful in this realm.

Director Stutz stated that he would like to participate in the fund discussion.

38th UNDERPASS:

Ms. Licko informed the Board that NDCC would be putting in \$10,000 toward the project. She also noted that we intend to go back to the City for more funding.

Visual Interest and the City Engineer recently reviewed the lighting schematic and said that the project overwhelmingly meets lighting needs of the underpass. They also noted that because it can’t be painted white, that it’s somewhat unknown of exactly how it will illuminate and may need a bit of tweaking.

A motion was made for the BID to fund the remainder of the budget for the project and the Board voted unanimously to approve this. Ms. Licko noted that RiNo will also make an ask of the GID Board to chip in.

CHANGES TO CURTIS PARK PARKING STUDY:

Ms. Licko informed the Board that the parking study was revised per request sent by RiNo BID, which included removing all of the two-hour parking and added some loading zones at the request of some business owners.

All can be amended when the RiNo parking study is complete

RiNo PARK RFP:

Ms. Licko noted that the Board needs to create a strategy for review of proposals, but for now, she’ll plan to get a committee together to short list consultants.

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BELOVED COMMUNITY VILLAGE ART PROJECT:

Director Weil passed around a mock-up for a community art project to give more privacy to the Beloved Community Village’s fence so that they’re not living in a “fish bowl”. The mock-up illustrated colorful slats for the chainlink fence; Director Weil will provide more information soon.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, September 12, 2017, at 5:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Tai Beldock
Ari Stutz
Bryan Slekes
Josh Fine
Rachel Rabun

Also in attendance were: Jamie Licko and Alye Sharp, RiNo Art District staff; Jill Jennings-Golich, Deputy Director of Community Planning and Development (CPD), City of Denver; and Lisa Gedgaudas and Ginger White-Brunetti, Denver Arts and Venues.

CALL TO ORDER:

Justin noted for the record that a quorum was present, and on behalf of the board, called the meeting to order.

PUBLIC HEARING:

The public hearing to review and comment on the 2018 BID budget was opened. There being no members of the public present, the Board voted unanimously to approve the 2018 budget presented.

ADJOURNMENT:

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RiNo Business Improvement District

September 12, 2017

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There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Monday, October 16, 2017, at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Tai Beldock
Ari Stutz

Rachel Rabun

Also in attendance were: Jamie Licko and Alye Sharp, RiNo Art District staff. Directors Fine and Slekes were absent, absences excused.

CALL TO ORDER:

Justin noted for the record that a quorum was present, and on behalf of the board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the September 12 Board meeting were reviewed by the RiNo BID board. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

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RiNo Business Improvement District

October 16, 2017

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REVIEW OF FINANCIALS:

- Ms. Licko walked through the prior month's financials in detail and explained where we are in terms of remaining funds to be reallocated in the 2017 budget. Those remaining funds total approximately \$63,500.
- Ms. Licko also noted the following:
 - The BID has agreed to fund \$25K of the total \$50K the BID had originally agreed to allocate to the underpass funding, lowering the BID's responsibility on this matter to \$25K
 - This should bring the total underpass budget number to \$40K
 - The branding, marketing and activation budget needs to be increased by \$20K and this change will be made for next month's financials

CDOT LAND PURCHASE OPTION:

Ms. Licko noted that the BID received a letter dated September 29, 2017 from the Colorado Department of Transportation (CDOT) which noted they wished to dispose of a number of excess parcels of property that are adjacent to the BID area. Colorado Revised Statute 43-1-210 provides for political subdivisions within the state to have first right of refusal to purchase this property at the appraised fair market value. The letter from CDOT noted that the BID had been identified as one of the political subdivisions that have the first right of refusal to purchase the property CDOT wished to sell, and that an appraisal has established the Fair Market Value at \$1,820,000. Director Feinstein disclosed to the board that he and partners had actually been attempting to purchase this land and in that process realized that CDOT owned it and brought this to CDOT's attention. Per state statute before CDOT could sell the property they had to offer it to these districts. If no district moved ahead, the land would go to auction. The board had discussion about creating a potential partnership opportunity to purchase the property in exchange for adding desired neighborhood amenities. The board requested that Ms. Licko reach out to CDOT to get questions answered about this matter. The questions included:

- Whether there was negotiating room on the appraisal price
- How the Fair Market Value was established
- Whether environmental work had already been done
- What the legal process and timing would look like if we activated our right of first refusal

It was determined that Ms. Licko should share these findings with the board before any further action was taken. The BID has been given until October 31, 2017 to formally express interest in the properties.

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PARKING STUDY RESPONSES AND NEXT STEPS:

Four proposals were received in response to the RiNo BID's request for proposals to the parking, mobility and access management strategy RFP:

- Kimley Horn
- Nelson Nygaard
- Walker Parking
- Toole Design Group

It was determined that board members would review the proposals of the firms and determine which to interview at the November board meeting. Those finalists would be asked to provide 30 minute presentations with Q & A.

SAFE CREATIVE SPACES FUND:

Ms. Lisa Gedgudas from Arts & Venues was present to provide an update on the Safe Creative Spaces Fund. RedLine has been selected to be the partner who facilitates the grant program and to be another point of entry into the program for artists concerned about talking directly to the City. Ms. Gedgudas has also been speaking with the Office of HOPE and the Gates Foundation. The Office of HOPE has agreed to match whatever the Gates Foundation puts in. The RiNo BID has agreed to also put money towards any space that needs assistance on an as needed basis, so long as they are within the BID boundaries. Ms. Licko was asked to work with Arts & Venues to develop language for the press release and create a form for the RiNo site.

38th ST UNDERPASS MURAL UPDATE:

Ms. Licko informed the Board the lighting install is underway for the 38th St. Underpass and that the goal is to have the lighting and the mural completed by December First Friday.

CREATIVE FENCE FOR BELOVED COMMUNITY VILLAGE

Ms. Licko shared that the volunteer day to complete the art fence for the Beloved Community Village has been set for Sunday, October 29th from 10 AM to 4 PM.

RINO STORE AT DEN:

Ms. Licko reminded the BID board that they were invited to attend the Marshall group presentation about their proposed RiNo Art Market at DEN at the RiNo Art District board meeting the following day at 9AM at the RiNo offices.

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October 16, 2017

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ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, November 14, 2017, at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Tracy Weil
Tai Beldock
Ari Stutz
Bryan Slekes
Josh Fine

Also in attendance were: Jamie Licko and Alye Sharp, RiNo Art District staff; Kimley-Horn parking consultants and Nelson\Nygaard parking consultants; and Mickey Zeppelin and Chris Woldum, Zeppelin Development.

CALL TO ORDER:

Director Croft noted for the record that a quorum was present, and on behalf of the board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the October 16 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

FINANCIALS:

Ms. Licko informed the Board that financials were forthcoming, as RiNo's accountant, TC, has been sick and is still finalizing updated reporting.

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BUDGET RESOLUTION:

Ms. Licko informed everyone that because the predicted BID budget was lower than what the actual budget ended up being, that the Board needs to vote on a resolution for a budget amendment. The resolution stated that the BID carried over \$125,000 more than anticipated.

After the resolution acknowledging the budget amendment was presented to the Board, the Board voted unanimously to approve it.

PARKING CONSULTANT PRESENTATIONS AND INTERVIEWS:

Two parking consultant groups that submitted proposals for a parking study in RiNo came to give presentations and interviews.

The first group to present was Kimley-Horn, who gave an overview of their proposal and answered some questions from the Board.

Nelson\Nygaard came to present next and also answered a handful of questions from the Board.

Ms. Licko let each candidate know that the RiNo BID is hoping to make a decision quickly to get the process launched as soon as possible.

Once the candidates left, Ms. Licko asked for feedback from the Board on each candidate, to which Director Danielsen first said that she thought the Nelson\Nygaard proposal thought more to the future; Director Beldock added that she saw a clear roadmap forward in their presentation. Director Stutz said he thought the Nelson\Nygaard engagement would be more interesting based on their proposal, and Director Croft added that he thought it was important that the multimodal team member was the one in charge of the project.

The Board looked at the budget presented by Nelson\Nygaard and determined that they could probably edit out some of the add-ons to get the price down.

The Board voted unanimously to move forward with Nelson\Nygaard after a trimmed-down budget was finalized.

Ms. Licko will work with Nelson\Nygaard to amend the budget and email the Board any updates.

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November 14, 2017

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ART BRIDGE:

Ms. Licko reminded the Board that the Art Bridge is the bridge to be built over the S. Platte connecting the two sides of the river on the west side of RiNo. Ms. Licko informed the Board that Zeppelin Development, who's helping to spearhead the construction of the bridge, approached RiNo to see how they could be assessed to help fund maintenance of the bridge once it's built. The BID has the ability to add special assessments to properties to pay for specific projects, and with Board approval, could assess Zeppelin properties for maintenance.

Mr. Zeppelin discussed the background of the bridge, of which he's been working on for about fifteen years. The bridge finally started to come to fruition recently through conversations with Bridges for Prosperity – a nonprofit that builds bridges all over the world to connect communities. Design on the bridge is now about 90% done and is expected to run about \$3 million; there is currently a \$1 million gap. They have grant proposals in to about 5 or 6 foundations and consider themselves to be on-track. Mr. Woldum noted that Zeppelin Development also has a substantial amount of their own money invested into the bridge, but the City would like to see a sustainable maintenance source.

The Board asked about if the RiNo GID would participate, and Ms. Licko said that RiNo's special district attorney recommended the BID as the mechanism to manage the maintenance because the GID would have to work through City Council, thus complicating things.

Mr. Woldum noted that the ask today is that the BID Board at least approve the Zeppelins going forward to the City to figure out what the next steps would be to doing this through the BID. Ms. Licko will continue working with Mr. Woldum to move the process forward and keep the BID Board apprised.

LETTER FROM FIONA ARNOLD – DIGITAL WALLS EVENT SPONSORSHIP PROPOSAL:

Ms. Arnold sent a letter to the RiNo BID Board about an event she saw in Montreal where artists create short films on loop that are projected on buildings throughout the city. Fiona's already called around to her connections in the community and wants to do something similar in RiNo in 2018; the majority of the artists would come from the RiNo community. Fiona noted that she's putting in \$50,000 to the project and is asking for \$70,000 from the BID (she needs \$150,000 total). Director Slekes suggested the Board look at the specific breakdown of the budget for the event and figure out exactly where it makes sense for the BID to put their funds, e.g. artist grants, then give a percentage of that number. Ms. Licko noted that the idea would be to turn it into an annual event. Director Stutz noted that it should be clear that the BID is interested in supporting – not at the level requested, but rather in specific areas such as artist stipends.

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Ms. Licko noted that the sites and artists should be identified in December and the Board can discuss once there are more details worked out.

REMINDERS:

Ms. Licko reminded the Board that there is a staff and Boards holiday party at the Danielsen's on December 13 at 5:30 PM. She also noted that there were other reminders to be reviewed at the bottom of the agenda.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, December 12, 2017 at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Tracy Weil
Tai Beldock
Ari Stutz
Bryan Slekes
Josh Fine
Rachel Rabun
Andy Feinstein

Also in attendance were: Jamie Licko and Alys Sharp, RiNo Art District staff; and Fiona Arnold, Backyard on Blake.

CALL TO ORDER:

Director Croft noted for the record that a quorum was present, and on behalf of the board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the previous meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

REVIEW OF FINANCIALS:

Ms. Licko reviewed the current financials for the RiNo BID and noted that the most important piece is the end-of-year budget summary. She stated that the BID is generally in pretty good shape at only \$10,000 off of projected expenses, with approximately \$80,000 left to allocate to projects this year.

Ms. Licko also let the Board know that RiNo's new accountant, Sara Royster, will start next week.

SIDE STORIES FILM PROJECTION PROJECT:

Ms. Arnold, from Backyard on Blake, presented a project she's working to bring to RiNo early 2018. The idea for the project came from Montreal's old city, where during her visit she saw film on loop being projected on different buildings. She stated that she'd like to bring the concept to RiNo for 10 days, in the evenings leading up to the February First Friday.

The project would give \$5,000 grants to 10 filmmakers, with 6 filmmakers in RiNo already on board. The event would also have a walking map noting places to stop in between buildings with film projections, with the idea being that more people would come to RiNo during a time that doesn't usually get much traffic.

The project has a \$150,000 budget; branding is already done and marketing is being done pro bono. With \$100,000 already raised with Denver Film Society as the fiscal agent, Ms. Arnold requested \$50,000 from the BID Board to complete the fundraising.

Director Stutz asked if there was any way to do something on the west side of RiNo using the 35th Street pedestrian bridge, with Director Croft adding that it might be nice to have at least one location on the west side. Ms. Arnold responded that she thought the sites already selected were the most walkable; however, she noted that next year might make more sense to stretch it a bit further.

After the Ms. Arnold left, the BID Board agreed to discuss other projects that need funding and make a decision at the end of the meeting.

ART PODS:

Ms. Licko stated that she had included an email from Eric Somerfield, CU Denver, in the Board packet to review prior to the meeting. The email gave a rundown of the proposed concept for implementation at a new development coming to the west side of RiNo. The CU School of Architecture reviewed the plans for the development, and brainstormed the idea of creating temporary "art pods" that could plug into electrical and then later be moved to another location with the RiNo Art District as owner of the pods.

The pods would cost \$17,000 each, with six created for a total of ~\$100,000. CU Denver will commit \$25,000 plus free labor to design and build them. CU Denver is currently requesting a

commitment of \$50,000 to begin work on the project, with the rest to be fundraised upon project commencement.

The Board then discussed how to allocate the remaining BID funds for 2017, to which Ms. Licko noted that it appears there's actually around \$100,000 being carried over per the latest financials. If the Board elected, they have the capacity to fund both the Side Stories request and Art Pods for 2018.

Director Slekes asked if there was a way to demonstrate the need for the pods considering the work RiNo will have to do manage them. Director Danielsen added that the Board needs to consider additional costs such as maintenance, moving, etc. Ms. Licko reminded the Board that they're not asking for all the money upfront, just a commitment to some funding to get the project moving. Director Fine added that he thought it would be better to have the budget more fully fleshed out so that the project doesn't run into unexpected costs, to which Director Croft suggested that the Board move forward with the \$50,000 commitment contingent upon the following:

- Budget for maintenance, programming, and cost to move
- Demonstration of need
- Outline of what programming will be
- Understanding of permitting from the City and what will be allowed

Based upon the above contingencies being met, the Board voted unanimously to give \$50,000 toward the Art Pod project.

Director Stutz made a motion to give \$25,000 toward the Side Stories project contingent upon Ms. Arnold coming back with a more detailed plan, including for the west side of RiNo. The Board unanimously to approve this.

*Edit: post-Board meeting, the Board voted to give the entire \$50,000 ask toward Side Stories

BOARD BRAINSTORMING:

The Board then began brainstorming ideas for 2018.

Director Stutz stated he'd like to organize a structure for presentations to the Board so that ample time is left for other agenda items. Ms. Licko noted that going forward, she can continue to email out items that the Board doesn't get to in time.

Ms. Licko then stated that she'd also like to move to a structure where the RAD hires management and then contracts with the BID and GID instead of having to go through all three organizations separately. Ms. Licko also asked for permission from the Board for the Executive Committee (President, Secretary, and Treasurer) to finalize this contract, to which they agreed.

Director Croft noted that going forward, the BID should focus mostly on partnering with other people, with only the minority focus being on creating its own programs. Director Stutz added that the BID could lead on small stuff like benches, bike racks, etc. on its own, but bigger projects would have to include a partner due to budget.

Director Croft also suggested that the Board have its goals laid out in the packet every month so that they're always making decisions using them as a benchmark. Director Rabun added that criteria would be useful to decide on which projects the BID should fund.

Director Feinstein stated that he thinks "butts in seats" should be the main goal of the BID, with Director Croft adding that it should always be about "keeping the soul". Director Slekes also added that the BID should continue to work to stay unique and ahead of the curve in RiNo.

Finally, Director Croft stated that the BID should be focus on the social equity conversation in the historic neighborhoods of Globeville, Five Points, and Elyria-Swansea.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, January 9, 2018, at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Tracy Weil
Tai Beldock
Ari Stutz
Bryan Slekes
Rachel Rabun
Andy Feinstein

Director Josh Fine was absent, absence excused.

Also in attendance were Jamie Licko and Alye Sharp of the RiNo Art District; and Carlo De Luca of Station 16 Gallery.

CALL TO ORDER:

Director Croft noted for the record that a quorum was present, and on behalf of the board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the December 12, 2017 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

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FINANCIALS and INTRODUCTION TO NEW FINANCE DIRECTOR:

Ms. Licko announced new RiNo Finance Director, Sara Royster, who will take over all the accounting for the three RiNo organizations from TC Werner. Ms. Royster is working to get everything in order and will have updated financials in the next couple of weeks. Ms. Licko provided a snapshot of the budget approved in September, as well as budget commitment considerations for 2018 and some additional notes.

She noted that the BID had \$687,585 total program dollars for 2018, with \$350-400k **committed** towards programs and initiatives.

Ms. Licko reviewed the project/services considerations for 2018 with the Board and other possible items to be funded by BID dollars. These include:

- Blake/Broadway pop-up park
- Side Stories
- Benches, trash cans, etc.
- Art pods

Ms. Licko also noted that the beginning fund balance for this year could be higher than earlier reported, but won't know until we have accounts sorted out by Ms. Royster. She also reminded the Board that specific ownership tax (bonus money for being a taxing district based number of people who renew their car registrations) was \$41k last year and will come in soon for this year, along with some other items.

Before moving on, Ms. Licko also informed the Board that the BID's original operating documents, last month's Board brainstorming overview, the RAD Board's values and big ideas, and RiNo staff values and big ideas are included in the packet. Ms. Licko wanted to ensure that these were included for discussions today.

RATIFY SIDE STORIES SPONSORSHIP COMMITMENT OF \$50,000:

Ms. Licko noted that since the Board voted via email to update their contribution from \$25k to \$50k, a formal vote is needed from the Board. The Board voted with one in opposition, with the rest of the Board approving the ratification of voting to contribute \$50,000 to the Side Stories event.

Ms. Licko noted that the press release went out today and the marketing team is working to get the word out. The event will take place Feb. 21-March 3.

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RiNo Business Improvement District

January 9, 2018

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ART PODS TIMING:

Ms. Licko talked to folks at CU Denver after last Board meeting and updated that Board that timing is slowed down to spend the spring working with the Mayor's office, CPD, etc. around zoning code, what the restrictions will be so that we don't jump into something before we know all the restrictions. CU will do design charrettes, international research, etc. and will build them in 2019. BID funding now won't be spent until 2019; RiNo will spend 2018 helping to fundraise.

OTHER BID BUSINESS:

Ms. Licko noted that she wants to adopt bylaws for the BID in the next few months.

Ms. Licko also informed the Board that the design and incentive overlay passed through Planning Commission and going through City Council next month on Feb. 12.

Ms. Licko also reminded the Board that Ken Wolf had some interest in expanding the BID boundary to 48th (?) and York to incorporate some buildings. They're meeting with the City tomorrow and will pull the whole big picture together with more details in the next couple of months.

CRUSH 2018 PRESENTATION AND FUNDING REQUEST, *Station 16*:

Director Croft introduced Station 16, a gallery originally from Montreal that popped-up at the Source during last CRUSH 2017 and it opening a permanent gallery in the Source this May.

As new Denverites, they noted that they want to achieve a higher status for CRUSH both nationally and internationally as producers – they think that they can help elevate and build on the momentum. They then presented their proposal and opened up the floor for questions.

Director Croft asked them to talk about the Mural Festival in Montreal. Mr. De Luca noted that a vacancy problem catalyzed the visual arts festival, with the idea of bringin local artists to an international art market. Mr. De Luca added that adding half international artists to CRUSH will give local artists more international exposure; they've made the mistakes, they know what works and what doesn't work and want to bring that here.

Director Stutz added that he thinks this will move CRUSH to another level, as we need to focus on quality over quantity. He continued that the event will be a RiNo Art District event and need to get a better return on the dollars we're putting in, as well asbring the east side and west side

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together. Director Croft added that we could use the CRUSH as a launching pad and platform for artists to turn their work into a true career.

Station 16 noted that they need to have \$300k to begin work by the end of the week. Ms. Licko added that she wants to make sure that we're turning this into a revenue-generating event rather than losing money or breaking even.

After the Station 16 team left, Ms. Licko reminded the Board that the BID will get its first distribution for BID monies tomorrow, then February, March, etc. will trickle in every month.

Ms. Licko reviewed the 2018 commitments before the Board vote on funding Station 16:

- Parking, access, mobility study
- Side Stories
- CRUSH
- Pop-up park
- RiNo Park buildings
- RiNo Made store and program
- Wayfinding
- Trash cans?
- Neighborhood support
- Taking over Brighton MNTC?

Director Croft made the motion:

The BID Board will approve \$250k toward Station 16 administering CRUSH with the contingency of: Station 16 provides a break down of how the money will be used, as well as exclusions, as well as how the contracting will take place and how and when funds will be distributed.

The Art District also needs to understand what their liability will be if they're the ones signing the full \$600k contract.

The Board voted unanimously to approve the above.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

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The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, February 13, 2017, at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Ari Stutz
Bryan Slekes
Josh Fine
Rachel Rabun

Also in attendance were: Jamie Licko, Sara Royster, and Alye Sharp, RiNo Art District staff.

Director Tai Beldock was absent, absence excused.

CALL TO ORDER:

Ms. Licko noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the January 9 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

REVIEW OF FINANCIALS:

RiNo Finance Director Sara Royster walked through the financials with the Board.

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She first presented the balance sheet, noting that it was a snapshot as of January 31. She then noted that there is currently \$73,976 in checking account, with Accts. Receivable: \$64k property tax (received in Feb.), \$49,000 reimbursement for 35th Street., and Accts. Payable: \$35,000 due to architect for 35th Street project.

She noted that on the P+L, statement: the BID has received \$62K from property tax fee, and that \$26,000 will be paid every month for a management fee by the RiNo Art District.

Director Stutz asked how the property tax income for this month compared to last year's, and Ms. Royster replied that it was quite a bit higher.

Ms. Royster noted that there is also an Accounts Receivable and Accounts Payable aging summary included in the packet, and that in future months, she will be including a budget vs. actual in the financial packet, as well as a cash flow projection.

Ms. Licko added that there is also a summary of funds committed for 2018 in the Board packet, and that \$600-\$650k is already committed of \$687,000 total BID budget for 2018.

APPROVAL OF AUDIT EXEMPTION:

Ms. Licko reminded the Board that the BID will have to do an audit next year because they'll have more than \$750k of revenue, but the BID can file an audit exemption for 2017. Ms. Licko asked for approval to file an audit exemption, to which the Board voted unanimously.

APPROVAL OF LINE OF CREDIT:

Ms. Licko explained that because revenue comes in slowly at first, then ramps up as the year goes on, she's begun exploration of a line of credit for the BID and is initially asking for \$250k line of credit, repayable within 11 months. Ms. Licko noted that she thought the BID would only need to use it in the first four-five months of the year, then would pay it back as the monies come in from the BID assessment.

Ms. Licko has been working with Director Croft to get the initial information, but the bank will need 2 ½-4 weeks to get it approved through their committee.

Director Fine asked if the interest expense that would be incurred has been included in the budget yet, and Ms. Licko noted that this would have to be worked out, but that there is wiggle room within the budget to make it work.

The Board voted unanimously to approve the line of credit, noting that Ms. Licko will circulate the term sheet to the Board before the line of credit is executed so that the Board can comment on it and provide feedback. Ms. Royster will also ensure that interest is included in the budget.

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DRINK RiNo FUNDING REQUEST:

Director Danielsen reminded everyone about the DRiNk RiNo circulator that runs First Fridays and every Saturday, and that the BID gave \$2500 toward the circulator last year. However, DRiNk RiNo has recently stated that the First Friday circulator mostly benefits the galleries and artists rather than the DRiNk RiNo establishments.

Director Danielsen asked the BID for an additional \$10,000 (to cover the entire year) for the First Friday circulator, noting that if there is no support to contribute money toward it, then they'd eliminate the First Friday circulator (but keep the Saturday one).

Director Danielsen then passed around ridership numbers to the Board and Ms. Royster ran through the financials of DRiNk RiNo. Ms. Licko reminded the Board that RiNo Art District initially agreed to be the entity that contracted to eTuk, with DRiNk RiNo reimbursing the Art District (DRiNk RiNo now contracts directly with eTuk), but DRiNk RiNo still owes \$5-6k to the Art District. Ms. Danielsen said that this will be settled by late May/early June.

Director Croft said to make an informed decision, he'd need to know from the galleries whether or not the First Friday circulator is worth it to them. Director Stutz asked if RiNo could poll the galleries? Ms. Licko added that people paid a lot of money to have gallery tours on a bus, so she thought there would be value in providing this on First Fridays – she also noted that we could ask for ticket sales, or sponsors to cover the cost.

Ms. Licko said that we'll poll them and then figure out a plan to create a revenue stream from this. RiNo will come back in March with a strategy and feedback from the galleries and the Board will discuss from there.

Director Danielsen also showed the Board the DRiNk RiNo Artist Appreciation cards given to RiNo artists that gives discounts to artists who are members of RiNo and noted that almost 20 new members joined the district at the Artist Appreciation party last month.

AFFORDABILITY DISCUSSION:

Director Feinstein reminded everyone that last night at City Council was the culmination of five years of work led by Councilman Brooks, Director Croft, and Director Feinstein to spearhead an effort to create density around the 38th and Blake Station area. He noted that the overlay passed through City Council 11-1 providing 16 stories around the station with some caveats:

Affordable housing

Affordable commercial space

Active ground floor space

Mass reduction encouraging creative development

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Director Croft added that the design overlay took five years and worked through a community-led effort to come up with a series of RiNo recommendations, and that Councilman Brooks was also working on a zoning text amendment that was combined.

Director Croft noted that Councilman Brooks was onboard with aligning zoning and increasing heights, but Directors Croft and Feinstein told him that it would be shot down unless it had “givebacks” to the community. They, together, identified a package that included the “right” amount of affordability to include. Director Croft thinks it’s a good tool for adding a couple hundred more affordable units, but City Council members noted that it wasn’t a meaningful enough way to address affordability. He also noted that with the current design overlay, a lot of current developments’ plans would not have been approved.

Ms. Licko added that she thinks it’s also inspired bigger conversations at the City level.

39th AVE BID EXTENSION:

Ms. Licko reminded the Board that they had previously discussed extending the BID to take in additional properties owned by Ken Wolf and Ari Stutz. Director Stutz noted that he and Mr. Wolf would like to begin the process to include their properties, with the future art of the RiNo BID putting art in the greenway within the proposed new district area. He noted that more information would come before the BID Board in the next few months and that the property owners will need to petition themselves in.

NEW RINO OFFICES:

Ms. Licko noted that RiNo will be moving into its new office and store on Monday, February 19. Ms. Licko said a press release will go out ASAP, and that \$20,000 has already gone back to artists through the pop-up.

RiNo PARK BUILDINGS:

Ms. Licko informed the Board that she had a positive meeting with the City re: the future RiNo Park buildings last week. She also added that CU Denver will renovate the interstate building, Denver Center for the Performing Arts may be the first tenant, and that the Denver Public Library is committed to one of the spaces. She’s been having conversations with funders already and are working to figure out the food and beverage component.

POP-UP PARK:

Ms. Licko informed the Board that fundraising has been launched (~\$130k capital component, with \$30-\$35k committed) and that there will also be a crowdfunding component.

WALNUT TWO-WAY

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The Walnut Street two-way conversion conversations are continuing with an open house on Wednesday, February 28.

SIDE STORES:

The Side Stories event will kick off on Feb. 21 with a party at Erico Motorsports at 5:30 PM.

CRUSH 2018:

Ms. Licko noted that RiNo is close to executing an agreement with Station 16 for management of CRUSH for 2018. RiNo is also executing an agreement with Robin Munro, CRUSH founder, to be employed as a local liaison by Station 16. As part of this agreement, the RiNo Art District will now own CRUSH. Ms. Licko is hopeful that all contracts will be up and running by the end of the week, upon which RiNo will switch to a big fundraising push.

Ms. Licko added that RiNo will need support on the fundraising ask. Ms. Licko is working on a sponsor spreadsheet; Station 16 will make a pitch deck (done in next 10 days), upon which there will need to be a committee of people to pitch sponsorships. Ms. Licko asked the Board members to consider their interest in being on the committee, and what organizations that should be pitched to support CRUSH.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, March 13, 2018, at 3:00 p.m. at RiNo Offices, 2901 Blake St. Suite 165, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Ari Stutz
Tai Beldock
Rachel Rabun

Also in attendance were: Jamie Licko, Sara Royster, and Alye Sharp, RiNo Art District staff.

Directors Bryan Slekes and Josh Fine were absent, absences excused.

CALL TO ORDER:

Director Croft noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the February 13 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

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REVIEW OF FINANCIALS:

Ms. Licko informed that Board that today is accountant Sara Royster's last day. RiNo has hired a small accounting firm, which is much more affordable than some of the other larger firms. Ms. Licko noted that they start tomorrow, and it may or may not be short-term depending on how it works out.

Ms. Licko then presented the balance sheet and profit and loss statement, noting that there was a big deposit in February for the BID mill levy collection and that the BID is still waiting on a receivable of just under \$50k from the City for the 35th Street design study. She also noted that there's not much unexpected since everything's been planned out for the year already.

Ms. Licko noted a couple of other items:

- The BID approved a line of credit at the last Board meeting, and the BID got the okay with the bank on March 1; Ms. Licko is just finalizing paperwork with the attorneys.
- Also opened a money market reserve account so that extra funds are now earning interest.
- Approval from Director Croft at the last Executive Committee meeting to make a \$1,000 donation to the Colin Ward fundraiser to help artists who are struggling. They've raised close to \$7,000 total.

BID TRASH CANS:

Ms. Licko noted that there's been increased conversation about having trash cans around the neighborhood.

Ms. Licko presented Alpine Waste and Recycling's proposal to empty cans districtwide for trash, recycling, and compost. She also discussed the possibility of having businesses sponsor trash cans, with RiNo matching the cost of the capital and fully funding the ongoing maintenance.

Director Croft, Director Feinstein, and Director Beldock mentioned that they would prefer to table the discussion until next year.

Director Weil discussed that he thinks the BID will want a consistent feel throughout the neighborhood with a similar aesthetic for trash cans, bike racks, benches, etc., noting that if the Board finds a trashcan design they like now, then they can encourage developers to install trash cans in front of their space.

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He then presented what he's been exploring in terms of design to give Board members some inspiration for when they decide.

Director Croft asked if we could get numbers this fall in terms of what DDP and other districts are actually spending on waste and recycling removal.

Director Feinstein added that he thinks that maybe the benches, bike racks, etc. should not be a uniform aesthetic – just something to think about.

2018 WAYFINDING INSTALLATION:

Director Weil reminded the Board that the wayfinding signage is being installed in phases. He presented a map of where the signs are going and their phases.

He then noted that the BID is currently working on phase 3 installation. He's working with the wayfinding designer to finish up the comprehensive sign plan which is where every sign will go; an IGA with the City to fast track the permitting process is being finalized.

Estimated completion of all wayfinding signage is 2020-2021.

Director Stutz added that he thinks since most of the pedestrian traffic is on Larimer, it would be nice to direct more people to the light rail and also from the east side to the west side. He also noted that he thinks that the locations should be more concentrated on where the people are now, including adding an additional ped sign at 30th and Larimer (will be added), and will consider another one down by 35th and Larimer (possibly in a future phase), as well.

Director Feinstein added that he thinks we need even more of them.

ECO DISTRICT NEXT STEPS

Director Croft asked where the Eco District process currently stands. Ms. Licko reminded the Board that the RiNo Art District was accepted into the program last year, but the BID needs to establish a strategy before continuing on the road to being certified. Director Croft suggested that when RiNo brings on the new employee, that that person lead the effort on this, using the Board over 5-6 meetings to finalize the strategy, with the focus to be this late summer-early fall.

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CRUSH Update

Ms. Licko informed the Board that both the contracts are now executed with Station 16 and Robin Munro. The contract with Station 16 is all tied to deliverables, with the BID giving \$50,000 up front to get them started.

The final date has been set for September 3-9.

Director Croft asked about interest from particular artists, to which Ms. Licko responded that they're discussing with many artists right now, but nothing is finalized.

Station 16 is planning a press conference for early April, with Station 16 announcing the framework and initial big artists then.

Ms. Licko also noted that RiNo should have the finalized pitch packet by end of the week to begin looking for sponsors.

Robin Munro will curate all the local art installations and is currently building a curation committee of about 12 artists who have and haven't been involved with CRUSH.

Finally, Ms. Licko added that Station 16 is meeting with the RAD Board next week.

SIDE STORIES RECAP

Director Croft asked about the reception for Side Stories. Ms. Licko said the press was fantastic – including an interview with Futuristic Films from the NY Times. She said digital artists had also reached out saying it was great to be included as artists in the district.

Director Weil will also pull the analytics from the website of who was using the map, etc.

The team behind Side Stories is also looking at ways to make some of the projections more permanent. Ms. Licko noted that there will also be some projection art at this year's CRUSH as well.

BOXYARD POP-UP PARK REQUEST

Ms. Licko said a decision is not urgent, but just wanted to give an update and plant a seed for a possible funding request from the BID for the Boxyard Pop-up Park.

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She reminded the Board that the assumed budget was originally \$130k, but through donations and materials supplied, etc. they've brought it down to \$80k. The project is currently funded at \$45k, with a few other \$5-\$10k asks out. Ms. Licko is meeting with the City tomorrow to finalize the paperwork. She noted that Denver Dayworks will take on the maintenance, and a funder wants to pay to cover this.

The park will take about six weeks to build out once funding and paperwork is done. RiNo is also working with Jonathan Power of The Populist, Crema, Bar Fausto, and the RAD Board to do a consistent food programming there with local coffee shops, restaurants, etc.

Ms. Licko reminded the Board that neither the Art District or BID has put in any money for the pop-up park yet.

Director Danielsen asked if the BID Board could wait and see if the park needs it with the current asks that are already out, to which the Board agreed they'll wait to see where they're at with funding next month.

FIRST FRIDAY CIRCULATOR

Ms. Licko informed the Board that DRiNK RiNo will be canceling the First Friday circulator, as there was no direct benefit that could be determined from the galleries in funding the circulator.

ADDITIONAL FUNDING FOR THE OFFICE/STORE SET-UP NEEDS

Ms. Licko told the Board that there has been additional expenses for setting up the store and office, including TV, fridge, etc. She asked if the BID and GID would consider throwing in an additional \$1000-\$2000 to help fund these, but will table this discussion until next month; Ms. Licko will put together a whole spreadsheet of the costs of everything.

PARKING, ACCESS, and MOBILITY STRATEGY MEETING

The kick-off meeting for the parking, access, and mobility study will be here at the RiNo HQ on March 15 from 3-5 PM; the City will also be at that meeting.

RiNo PARK BUILDINGS UPDATE

Ms. Licko noted that the City is going to provide a substantial chunk of the \$1.5M needed to renovate the Park buildings. As for leases, DPL is interested in renting the full 6,000 SF and sub-tenanting to artists and Slavica at Comal in TAXI may take over the smaller space that would be

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a community-based kitchen with a learning kitchen, RiNo is still talking to DCPA about initial tenanting of the Interstate building. RiNo’s also hired an intern from Brown University focused on programming.

RiNo INSIDER TOURS

Ms. Licko informed the Board that RiNo is hosting a new series of insider tours of developments not yet open to the public. The first one is at the Ramble Hotel with a tour, cocktails and food from Death + Co. Tickets are \$35 each with 11 tickets sold on the first day of sales.

The Source Hotel will be the second location in May.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, April 10, 2018, at 3:00 p.m. at RiNo Offices, 3501 Wazee St. Suite 109, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Tai Beldock
Rachel Rabun
Bryan Slekes
Josh Fine

Also in attendance were: Adam Jadun, Denver Public Works; Troy Russ of Kimley-Horn; and Jamie Licko and Alye Sharp, RiNo Art District staff.

Director Ari Stutz was absent, absence excused.

CALL TO ORDER:

Director Croft noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the March 13 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

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REVIEW OF FINANCIALS:

Ms. Licko reviewed the financials provided in the Board packet, highlighting the following:

- As of March 31, there was just under \$178,000 in the BID bank account; however, the April posting was made today and got another \$75,000 in.
- Accounts receivable – Couple of things still due from the City - \$49,000 for the 35th Street Design, but should have resolution pretty soon. City also owes for maintenance on temporary pedestrian areas on Walnut Street, but should also be paid soon.
- Accounts payable – Wenk Associates for 35th Street design and some money related to wayfinding/signage (processing).

Ms. Licko then reviewed some other financial matters:

The line of credit paperwork is all done; however, legal documentation is still needed from the BID Board, including a resolution to authorize the \$250,000 line of credit promissory note, a certificate of incumbency, a tax pledge agreement (can take up to 1.5 mills of the 4 mills if the BID defaults), and the line of credit promissory note.

The Board requested Ms. Licko to ask if they can do prime + 0% for interest for the line of credit, to which Ms. Licko said she's happy to ask, and if they can't, then to tell them they're also looking at other banks for a line of credit elsewhere. Director Feinstein said he'd call some other banks he's worked with before discussing further with Collegiate Peaks.

WALNUT STREET TWO-WAY CONVERSION (Public Works and Kimley-Horn):

Ms. Licko reminded the Board that the city has been doing engagement on the Walnut Street two-way conversion and introduced representatives from Public Works and Kimley-Horn to update the Board on the current status.

Mr. Jadun noted that there have been two public meetings so far – first was a cross-section of where there were issues, possible stop signs, crosswalk issues. At the second public meeting, baseline design was brought to the public and they asked attendees what they'd like to see in a two-way conversion, ideally. He noted that in general, feedback included pedestrian improvements and multi-modal environment, including sidewalk, curb and gutter, water quality features, utilities for lighting (but not actual lighting), driveway consolidation, improvement of loading zones, overall creating a safer environment.

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He also noted that he felt that people are open and excited about seeing improvements to pedestrian environment and are pleased with the intermediate temporary improvements.

Mr. Jadun added that next steps are estimated costs: baseline cost, areas where enhancements could be added either by the BID or NDCC, or other funding sources and that they will be introducing preliminary designs, but the main goal is to start getting costs to begin budgeting.

Mr. Russ from Kimley-Horn went through the exercise from the second public meeting utilizing a map of the street and properties along Walnut Street. He noted that angled parking would all go away, but there are other decisions to make that affect business access, parking and others. He then walked through issues that the transportation team has to work through using the map laid out on the table, asking the Board about driveways and which make sense to amend, adding that fewer driveways = more parking.

Mr. Russ then asked the Board their thoughts about the streetscape, noting that there is a basic design, as well as an enhanced version. For instance, they could explore curb extensions, but that would also result in less parking.

Director Danielsen asked about plans for adding additional stop signs, but Mr. Russ responded that stop signs are a poor way to traffic calm, noting that curb extensions are more efficient, as they narrow the streets. (He also noted that there are no current curb extensions in RiNo.)

Mr. Russ then asked the Board about mid-block crossings and where people like and need to cross.

Ms. Licko asked the Board to consider their overall goals for the street first.

Director Croft asked about the total right-of-way for Walnut Street width, to which Mr. Jadun responded that there is 80 feet. Mr. Russ added that they're assuming 11 feet for traffic lane widths, to which Director Croft responded that they'd like to see more like 9 feet, adding that it significantly impacts retail and safety.

Director Croft noted that this neighborhood will always prioritize multi-modal, including bike lanes, to which Mr. Russ noted that since there are parallel bike lanes on Larimer and Blake, they're focusing on making Walnut Street a premium pedestrian corridor, and that they would lose more parking with bike lanes.

Director Croft is concerned that the basic design doesn't include the curb extensions, which he considers to be a new standard in street design. Ms. Licko noted that as of right now, they're not standard in the City of Denver, to which Mr. Jadun added that this is true, unless the City

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has identified safety concerns. Director Croft asked what would trigger ‘safety concerns’ considering pedestrians have been killed on Walnut Street, to which Mr. Jadun said it would be a separate project outside of the two-way conversion.

Director Croft asked how far the conversion will go, to which Mr. Jadun responded that it will be all the way down Walnut Street within RiNo from Broadway to Downing.

Director Fine asked about what turns will be allowed off of Broadway (e.g. can’t turn left onto Larimer when heading south), to which Mr. Russ said that they haven’t gotten to that point yet.

Mr. Russ clarified that most of what’s presented today is for budgeting purposes, but would still need to bring the 30% design back to the public for fine-tuning.

Director Danielsen asked about adding in pop-up park type green spaces along the street, to which Director Croft agreed that the street needs to be geared toward pedestrians with cars still having access.

Mr. Russ noted that the only question that’s still unclear from discussion with the Board today is what will happen within the curb lines? Ms. Licko asked if they could include options in the next design presentation for people to respond to.

Ms. Licko stated that the representatives working on the Walnut Street two-way conversion will come back when it makes sense to present to the BID Board again.

27th STREET STORMWATER PROJECT:

Ms. Licko informed the Board that Public Works will be tearing up 27th Street from Blake to Welton Street to put in a new storm drain and that this is part of a bigger six-year capital improvement program for wastewater, noting that it will begin after the Rockies season is over. Director Fine said it’s too constant and there’s no coordination between anybody – he added that they should be ensuring that they’re only ripping up the street once.

Ms. Licko asked for direction from the Board and Director Croft added that as a BID, it’s their responsibility to take care of the businesses in the district.

Ms. Licko will write an email to the new Director of Public Works stating the BID’s concerns over the project, including that the projects to date have had a lack of coordination, resulting in severe effects on the businesses of RiNo. Director Croft also suggested adding to request this be pushed out two years. Director Croft also added that the BID should reach out to Curtis Park Neighbors and the Five Points BID to ensure we’re coordinated on our efforts.

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MOBILITY, ACCESS, AND PARKING STUDY:

Ms. Licko noted that a press release will be going out next week detailing the study and she'll circulate to the Board beforehand.

Director Feinstein added that he's disappointed by the lighting in the underpass – that there needs to be additional lighting. Ms. Licko noted that she has a request in to the city to do additional improvements to the underpass, including additional lighting, cleaning, and painting – all things that would increase the vibrancy, as well as other options of how RiNo can increase the lighting.

She's also working on bird control, getting the railings painted, noting that anything concerning the walls and underpass structure will require working with Union Pacific.

Ms. Licko noted that there is one thing she needs input on re: MAPS study:

The parking consultants sent maps with considerations for where they'll do the measuring. Ms. Licko wanted to make sure this was okay because they've cut out a chunk of the BID area of where they're collecting data, claiming there wasn't much impacted outside of their proposed boundary. Director Croft suggested looking at the contract to see if the boundary is stated – but Ms. Licko believes it just says "within the study area", but that she'd clarify.

PARK BUILDING UPDATE:

Ms. Licko informed the Board that she was at the park buildings today with the City and library. She updated that Board that the agreement with the City is progressing – the draft lease agreement with City should be ready by next Friday, which will be a 10 + 10 year lease, with first three years having no payments to the City. After year three, there will be no rent, but a percentage revenue share on profit from operations that would ramp up but cap at a certain amount. She has also requested the ability to keep revenue from the buildings, as well as the ability to permit events in the park. The city will be bringing all utilities and doing environmental, and paying for a new roof for the Interstate building; they'll be giving between half a million to \$750,000 toward the renovation of the buildings. Currently the high level costs from Tres Birds was \$1.2M-\$1.5M; however, this included things that won't be needed. For instance, some of the existing things like hot water heaters, etc. are in good condition.

Ms. Licko added that the Interstate building is empty, and that the police will be out of the other building by July 1. Construction on the park, promenade, and festival street will begin in August/early September.

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Ms. Licko also noted that the CU Denver partnership is on for the Interstate Building – design will happen this fall, with construction in spring (done before the park). The library is putting together their budget request for the entire almost 7,000 square foot EEB building – certain portion for maker space, then leases for collaborative partnerships within the space (all arts-focused). Will also bring in school groups with the goal being to not charge them full market rent.

The smaller building will still be a food and beverage component, but will be something more flexible than a “grease trap”, and could possibly get a liquor license as well.

As for the Interstate building – DCPA still interested and is touring next week.

The BID Board then voted unanimously to approve \$1500 toward a test fit of the EEB building by Tres Birds.

ANNUAL MEETING:

Ms. Licko then noted that RiNo is all set for a breakfast-time annual meeting on May 31, tentatively in Zeppelin Station. More details to come soon.

BRIGHTON RIBBON-CUTTING:

Ms. Licko noted that the Brighton ribbon-cutting will take place on June 21 cutting with a press release in the afternoon. The celebration will include a street party all up and down Brighton.

Ms. Licko will be reaching out to businesses along Brighton on Monday and will be asking the GID for funding next week.

DRINK RINO CIRCULATOR

Ms. Licko informed the Board that DRiNk RiNo will be canceling the circulator entirely due to the large cost. However, there are other things coming for tours, including a kiosk in Zeppelin Station where people can order an eTuk.

CRUSH UPDATES

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Ms. Licko noted that there will be more details coming at next month’s meeting, but gave the following updates:

- Carlo de Luca from Station 16 was here two weeks ago and had a really great week of conversations with sponsors and made some big strides.
- Just finalizing some sponsorship packages now, but there has been a lot of interest.
- Also had a great meeting with about 20 local mural/graffiti artists who came in feeling mistrustful because of last year, but left feeling empowered. They’ll be involved in curating the local component with Robin Munro.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, May 8, 2018, at 3:00 p.m. at RiNo Offices, 3501 Wazee St. Suite 109, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Tai Beldock
Bryan Slekes
Ari Stutz

Also in attendance were: Kelly Crum and George Murphy, City of Denver Public Works – Wastewater Management; Lisa Zoeller, Zoeller Consulting; Alec Brewster, UrBike; and Jamie Licko and Alye Sharp, RiNo Art District staff.

Directors Josh Fine and Rache Rabun were absent, absences excused.

CALL TO ORDER:

Director Croft noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the April 10 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

REVIEW OF FINANCIALS:

Ms. Licko reviewed the financials provided in the Board packet, highlighting the following:

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- The first payment (\$15,470.48) was made to Nelson\Nygaard for the mobility, access, and parking study.
- Still only paid \$50,000 toward CRUSH to Station 16; next payment due in next few weeks of \$100,000 depending on deliverables.
- More BID payments from the assessment are still coming.

Ms. Licko also noted that the line of credit was approved on the lower interest rate, but haven't drawn on it and won't need to this year.

27TH STREET STORMWATER PROJECT DISCUSSION:

Ms. Licko informed the Board that she shared the BID's concerns about the 27th Street Stormwater project and its timing (discussed at last month's meeting) with the City, so she's invited them to come present today.

Ms. Crum, senior engineer on the project, reviewed the project and why, as well as timeline.

She noted that this project is happening because the existing storm infrastructure is undersized, and that this project will relieve drainage and flooding issues in Five Points, Curtis Park, and RiNo. The project will also optimize the recently-installed 33rd Street Outfall System by intercepting flows that currently discharge to the 33rd Street system.

Ms. Crum then showed a map illustrating the three phases of the proposed 27th Street project, as well as future phases and noted that Blake Street will remain open throughout the project; they'll tunnel under Blake Street and have an open pit along 27th Street from there to Arapahoe Street.

She also noted that Phase 1 will begin after the Rockies season this year, either Oct. 1 or Nov. 1, and the project must be through the Walnut Street intersection by March 1. She also noted that Phase 1 is to be complete by Summer 2019.

Ms. Crum then listed possible impacts from the project, noting that once they get to the open cut portion, they'll do it one block and one intersection at a time. There will also be temporary water and sewage interruptions lasting 6-8 hours for some businesses and residences along 27th between Blake and Arapahoe, with advance notice.

Ms. Crum finally added that bids will be opening in July for contractor, and that phase 2 probably won't begin until 2019.

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Director Feinstein noted that the neighborhood has construction fatigue, and wanted to make sure we're doing as much as possible to ensure that businesses and residences are impacted as little as possible.

Director Danielsen added that Walnut and 27th is an important intersection and wanted to know the duration of closures there. Ms. Crum noted that only one intersection will be closed at a time, and that cars would be rerouted.

Director Croft stated that the Board still stands by their request to postpone the project, or phase in a different way since we've had so many massively disruptive projects already. Ms. Crum said that unfortunately, it can't be moved or phased differently because of the way the stormwater flows. Director Slekes asked about the city fund appropriation for this project, to which Ms. Crum said that this was part of the CIP project list in 2016. Director Croft noted that the true disconnect is with City Council and this neighborhood and the challenges we're going through as small businesses, etc., and that there is a need to talk to Council directly. Ms. Zoeller, who's doing public outreach for the project, noted that this project was first identified back in 2005, and also noted that residents in Curtis Park have been struggling with the flooding outside of the neighborhood for some time. Director Croft suggested we sit down with all the other neighborhoods and Council to discuss a resolution that works for everyone.

Ms. Licko asked if there were any other projects under the Public Works portfolio planned for RiNo, to which Ms. Crum said no, not that she was aware of.

Ms. Licko noted that she's talking to the Five Points BID right after this meeting and will discuss with them as well.

Ms. Zoeller asked, assuming the project won't get postponed, what can she do to start planning an efficient outreach plan? Director Stutz reiterated that it's simply that they're tired of construction and to be prepared for some backlash from the stakeholders. Ms. Licko said the sooner we can call a community meeting, the better.

Ms. Licko informed their team that she'd follow up with the Board's thoughts and final comments and will work with Ms. Zoeller on the community meeting.

Once the city team left, the Board unanimously agreed that postponement is important to the well-being of the district. Ms. Licko said she'd work on getting the community meeting pulled together in the next few weeks and send out a districtwide email for everyone to attend. Ms. Licko will also suggest discussing having the Walnut Street Two-Way Conversion alongside the 27th project so that it's all done at once as an alternative to postponement.

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UrBike IN RiNo:

Alec Brewster, Director of Operations & Sales for UrBike, came to talk to the Board about UrBike, a dockless bike share program not yet available in RiNo.

Ms. Licko noted that he wants to pilot the UrBike program in a neighborhood first without doing it citywide.

Mr. Brewster ran through a pitch deck for UrBike and ways that RiNo could pilot this program here, including purchase of bikes or leasing, and using pedal bikes, e-bikes, and/or e-scooters.

He reviewed a proforma model for how it could be profitable for RiNo, noting that it was fully customizable for each area.

The Board will discuss further at the next meeting.

Director Croft asked if Ms. Licko can ask Mr. Brewster to make a proposal for pedal bikes only, customizable with the RiNo brand, to which Ms. Licko said she'll reach out to request one.

NEXT MEETING:

Since many Board members and Ms. Licko will be out of town for the next regularly-scheduled meeting, the Board agreed to move the next Board meeting to May 29, 3-5 PM at the RiNo offices.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RECORD OF PROCEEDINGS
MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:

Tuesday, August 14, 2018, at 3:00 p.m. at RiNo Offices, 3501 Wazee St. Suite 109, Denver, Colorado

ATTENDANCE:

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Justin Croft
Sonia Danielsen
Andy Feinstein
Tracy Weil
Tai Beldock
Bryan Slekes
Ari Stutz
Rachel Rabun
Josh Fine

Also in attendance were: Jamie Giellis and Alye Sharp, RiNo Art District staff.

CALL TO ORDER:

Ms. Giellis noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order.

APPROVAL OF MINUTES:

The minutes from the May 29 Board meeting were reviewed by the RiNo BID board via email prior to the meeting. Upon motion duly made, seconded, and unanimously approved, the minutes will be posted on the RiNo BID website.

REVIEW OF BOARD TERMS:

Ms. Giellis reminded the Board that both Director Weil and Director Beldock are set to roll off the Board next summer after serving both of their terms.

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REVIEW OF FINANCIALS:

Ms. Giellis reviewed the financials with the Board as of August 14, 2018. Ms. Giellis noted that she did a one-page summary, included in the packet and noting the following:

- \$50,000 was advanced from the line of credit toward Station 16 while waiting for the sponsorship dollars for CRUSH. That will be repaid as soon as the sponsorship checks come in.
- The City has finally released payment for the 35th Street design; check is on its way. Then Wenk will be paid the final amounts and will come off the Accounts Payable and Accounts Receivable.

Ms. Giellis noted that the BID is currently at \$1,072,000 of the estimated \$1,113,000 total income for the year; the rest should be trickling in soon.

Ms. Giellis then walked through the budgeted expenses for 2018, noting these were a total of \$1,003,000.

Finally, she noted that this means there are ~\$110,000 in extra funds, which can be used this year or carried over to next year.

Director Stutz asked if there's any projection on parcels that were land that are now buildings, and Ms. Giellis said the City has to give us the newest data on Assessed Values by September 1, so we'll know values then. Once we get the data, Ms. Giellis will draft a high-level budget based on the expected assessments that can be modified later.

A few other items that Ms. Giellis mentioned include:

- Accounting costs were higher than anticipated, but it's been necessary because RiNo is now at five separate organizations – she also noted that the Board will need to figure out how to spread this cost over all of the organizations
- The crosswalks is finally ready for installation at 26th and Larimer since repaving is done and will hopefully be installed before CRUSH.

Ms. Giellis added that for budgeting, the final data should arrive on or around September 1, then CRUSH is September 3-9. Because of this, Ms. Giellis asked if the Board could bump their next meeting to last week of September? Ms. Sharp will send out a Doodle poll to decide between the 24th and 25th.

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CRUSH WALLS 2018 UPDATE:

Ms. Giellis passed out a sponsorship spreadsheet for CRUSH, noting that she marked who's a definite, who's most likely but hasn't committed yet, who's said no, and other possible names. Ms. Giellis noted that the current amount raised is at \$539,900, but with people who will most likely be committing it would actually be \$593,000. Ms. Giellis would like to hit \$675,000 total raised to have some cushion. Ms. Giellis noted that the BID may be able to cut back some of this, as RiNo will take on paying the artists directly, as well as covering some other costs.

Ms. Giellis noted that the full calendar of events will be released soon, with activations every night.

Director Danielsen noted that she and Justin Anthony from the RAD Board have been getting small businesses to sign up for a small business sponsorship level and that there will also be a CRUSH booth at Velorama.

Ms. Giellis noted that RiNo will also make revenue off of the liquor sales since RiNo holds the liquor licenses.

RiNo PARK BUILDINGS:

GID Director Anne Hayes and Ms. Giellis have been working with the City to get to a final agreement for the Park buildings in place – there will be three separate agreements so that RiNo can start moving on stuff; Ms. Giellis gave an overview of the following:

- The first agreement says RiNo can find partners and fundraise for these buildings and lays out the general terms. This will go to the RAD Board for approval, then through City Council, then everything will go public.
- In the meantime, RiNo is working to finalize partners, including the Denver Public Library, RedLine Gallery, Focus Points, Prodigy Coffee, and GrowHaus. RiNo has presented numbers as to what a rental agreement may look like and it seems everyone is committed, as well as to the fundraising aspect.
- The space planning is done with Tres Birds for two of the buildings, and everyone is happy with it. CU Denver students will be doing space planning for the third building this fall.
- Silver Spur Marketing will be helping with fundraising.
- RiNo will have another fundraising person who gave 25 names of people she feels confident will write bigger checks - smaller fundraiser with these folks to be planned for this fall
- Still in talks with Collegiate Peaks about a loan – process could start next week to keep things moving

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Ms. Giellis added that the big challenge from a timing perspective is the architecture piece needs to keep moving forward and some renderings are needed for the buildings so people can see what they're going to look like before committing funding. Tres Birds put together an outline of what architecture costs would look like to completion. RiNo can move forward now, but would need to do a bid process with the City for construction. Ms. Giellis also added that there were four phases broken out by Tres Birds – she reviewed the proposal and the phases with the Board. Director Stutz asked if there was anything that Tres Birds was doing to be charitable within this proposal, and Director Danielsen asked if RiNo should be getting other bids on top of this one. Ms. Giellis said that it could possibly be beneficial to stick with Tres Birds since they've been onboard since Day 1 with the Park buildings, but it's a consideration. Ms. Giellis said that once we do schematic design, there will be a floor plan and conceptual drawings and can get actual pricing. Ms. Giellis asked if the BID could take the \$60,000 for schematic design and split it with the GID, then at least the design could keep moving.

Ms. Giellis clarified that RiNo is asking for \$30,000 from the BID for the schematic design. Director Stutz noted that it looked like the renderings were separate money than the \$60,000 for schematic design and asked Ms. Giellis to clarify with Tres Birds, including how detailed those renderings will be.

Director Slekes asked if Ms. Giellis anticipated that the BID and GID will split costs for the entire project, to which Ms. Giellis responded that the GID has more money to spend at the moment. Director Slekes elaborated that this has always been somewhat of a GID project, as the mill levy portion of the GID is supposed to go for other west side infrastructure projects on top of Brighton Blvd. Ms. Giellis said she thinks the GID should make a capital contribution to it.

Ms. Giellis invited the BID Board to come to the budget hearing for the GID Board to convince them to give more of their budget toward the park. Director Slekes said that the BID Board would have to make the ask to the GID Board.

After a motion to fund 50% up to \$35,000 on the condition that the GID also puts in 50%, and that the City approves the agreement, the Board voted to approve it unanimously.

FEEDBACK ON ROCK DRILL METRO DISTRICT APPLICATION:

Ms. Giellis got an email from Bruce O'Donnell who's working on a metro district with Byron Weiss at Denver Rock Drill. The City also reached out saying they need a letter from the BID since it overlaps saying that we are in support, that we don't oppose, or disapprove, or if the BID has any questions, etc; this is a new policy by the City. Ms. Giellis clarified that it doesn't really affect the BID at all and the Board agreed to write a letter saying they do not oppose.

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The language used for the letter will say:

“The RiNo BID finds no conflict with this overlap and does not oppose this district.”

BROADWAY VIADUCT LMD:

Ms. Giellis explained to the Board that this Local Maintenance District (LMD) straddles Broadway, so one side overlaps with the RiNo BID. Ms. Giellis reminded the Board that about a year ago, the Board discussed whether or not they should absorb the LMD or if there were other options. She elaborated that recently there have been changes on the LMD Board and they'd like to be more proactive about some maintenance things. She added that they've fired the maintenance group and want to increase the assessment in the LMD and would also like to have a partnership between the LMD and the BID to do maintenance such as traffic removal, graffiti cleanup, and other maintenance as needed, and more in the future.

Ms. Giellis noted that there are upcoming opportunities for the BID to do maintenance, including the future art bridge, the pop-up park, etc. and that if the GID funded a core crew of people to maintain Brighton, the BID could possibly participate to pay them for other items; this could be a comprehensive contract in the near future. Ms. Giellis added that if the BID gets to that point, it might make sense to enter into a partnership with the LMD. Director Slekes said on the surface it makes sense since that's one of the main entryways into RiNo. Ms. Giellis said she'll revisit this once she talks more with the GID.

27th STREET:

Ms. Giellis has been communicating with the City re: the 27th Street Stormwater project – they're forming a working group of people who are directly impacted. She also connected with the Rockies and they'll sit on the working group as well. Councilman Brooks also reached out to Ms. Giellis prior to this meeting to see if she could meet next Tuesday re: 27th Street, after which Ms. Giellis will update the Board.

COMMON CONSUMPTION:

Ms. Giellis noted that this is in process at the excise and license level, and they're working on a policy to start getting people licensed. She added that there is a meeting on August 30 from 1-3 PM and to let Ms. Giellis know if you're interested in attending.

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39th AVENUE:

Ms. Giellis mentioned that RiNo is still awaiting data from the City for the BID expansion discussion.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

Secretary to the Board

RiNo BID Board Information

Name	Address	Email	Work Phone	Fax	Initial Term Ends	Consecutive Term Ends
Tracy Weil	Weilworks, 3611 Chestnut Place, Denver, CO 80216	tracy@weilworks.com	303-913-7508	N/A	June 2016	June 2019
Tai Beldock	Erico Motorsports, 2855 Walnut Street, Denver, CO 80205	Tai@ericomotorsports.com	303-887-1647	N/A	June 2016	June 2019
Justin Croft	Zeppelin Development, 3455 Ringsby Ct., #100, Denver, CO 80205	justin@zeppelinplaces.com	720-296-3610	N/A	June 2017	June 2020
Bryan Stakes	Great Divide Brewing, 2201 Arapahoe St., Denver, CO 80205	bryan.stakes@greatdivide.com	303-564-4350	N/A	June 2017	June 2020
Ari Stutz	Downtown Property Services, 2660 Walnut Street, Denver, CO 80205	ari@dpsdenver.com	303-489-9090	N/A	June 2017	June 2020
Sonia Danielson	Bindery on Blake, 2901 Blake Street, Suite 165, Denver, CO 80205	soniadanielson@mac.com	303-884-9354	N/A	June 2018	June 2021
Andrew Feinstein	EXDO, 3535 Larimer Street, Denver, CO 80205	afeinstein@exdomanagement.com	310-266-7202	N/A	June 2018	June 2021
Iosh Fine	Focus Property Group, 2737 Larimer St, Denver, CO 80205	ifine@focuspropertygroup.net	303-296-7550	N/A	June 2018	June 2021
Rachel Rabun	Mockery Brewing, 3501 Delgany St, Denver, CO 80216	rachel@mockerybrewing.com	303-885-8928	N/A	June 2020	June 2023

RiNo BID

Activities – 2018 and 2019 (planned)

- RiNo Mobility and Parking study launched with Nelson\Nygaard – the final study will be finished by the end of 2018
- BID funded part of the Side Stories public art and film projection event in the RiNo Art District – the event is set to take place again in 2019
- The BID moved its offices to the west side of the district and helped to open the new RiNo Made store showcasing artists and makers within the district.
- BID voted to approve design and construction of art pods by CU Denver students – will begin in 2019
- Hired new Finance Director in January 2018, to be replaced by an independent accounting contractor in March 2018
- The BID finalized design guidelines and overlay and supported the approval of the design and affordability overlay through City Council
- Hired Station 16 Gallery to curate and organize the CRUSH festival in September 2018
- CRUSH 2018 was executed in September 2018; planning has already begun for CRUSH 2019
- Helped fundraise for and procure management of a pop-up park in the BID boundary – the park IGA is in effect until the end of November 2018. The BID intends to ask for an extension of the IGA based upon initial success of the park.
- Installed more wayfinding signs throughout the BID – will complete installation in 2020
- Secured management of the future RiNo Park buildings and began funding design through schematic design – will finish fundraising in early 2019 and finalize construction by the end of 2019
- The BID intends to implement a trash and recycling program for the district in 2019