



July 17, 2017

VIA HAND DELIVERY

Brendan Hanlon
Chief Financial Officer
c/o Department of Finance
Webb Municipal Office Building
201 W. Colfax Ave., Dept. 1010
Denver, CO 80202

RE: Petition for Formation of the Denver Tourism Improvement District ("TID") within the City and County of Denver

Mr. Hanlon:

The undersigned representatives hereby file the enclosed petition for formation of the TID in accordance with the provisions of Sec. 20-401 *et seq.* of the Denver Revised Municipal Code (the "TID Ordinance"), along with a cash deposit of Five Hundred Dollars (\$500.00) to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected.

As required by Section 20-409 of the TID Ordinance, this petition is signed by Authorized Managers who represent at least thirty percent (30%) of the Lodging Businesses to be included in the TID. Capitalized terms used in this letter shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance.

Sincerely,

A handwritten signature in blue ink, appearing to read "Allen Paty".

Allen Paty
General Manager, Doubletree by Hilton Denver

A handwritten signature in blue ink, appearing to read "Richard W. Scharf".

Richard W. Scharf
President & CEO, VISIT DENVER

A handwritten signature in blue ink, appearing to read "Amie Mayhew".

Amie Mayhew,
President & CEO, Colorado Hotel & Lodging Association

Enclosures

**PETITION FOR THE CREATION
OF THE DENVER TOURISM IMPROVEMENT DISTRICT (TID)
WITHIN THE CITY AND COUNTY OF DENVER**

The undersigned persons, who maintain a tax account with the Department of Finance ("Department") and are obligated to pay Lodger's Taxes by virtue of ownership of a Lodging Business in the proposed DENVER TOURISM IMPROVEMENT DISTRICT ("TID"), or have been designated by an entity that meets such criteria, hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of the proposed district in accordance with the provisions of Sec. 20-401 *et seq.* of the Denver Revised Municipal Code (the "TID Ordinance"). Capitalized terms used herein shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance.

In support of this petition, petitioners state:

1. The name of the TID shall be the Denver Tourism Improvement District.

2. The boundary of the TID shall be coterminous (identical) with the boundaries of the City and County of Denver ("City") and consist of any business that is engaged in furnishing Lodging at a discrete location in the City, is subject to the requirement to collect and remit Lodger's Taxes under Article IV of Chapter 53 of the Denver Revised Municipal Code (the "Code") and offers fifty (50) or more Lodging rooms at that location (each, a "Lodging Business"). A map of the proposed TID is attached as **EXHIBIT A** hereto for reference.

3. A listing and description of the total number of Lodging Businesses to be initially included within the TID, the street address of each such Lodging Business, the tax account number maintained with the Department obligating such Lodging Businesses to pay Lodger's Taxes, and a map indicating the location of each Lodging Business within the City are attached hereto as **EXHIBIT B**.

4. As authorized by the TID's Initial Plan and within the TID's budget, the TID shall provide the following tourism improvements and services authorized by the TID Ordinance by entering into a contractual multiple-fiscal year financial obligation with the City to provide these improvements and services:

Colorado Convention Center ("CCC") – Expansion and Improvement: The TID will pledge up to \$3,800,000 annually to the City to support an approximately \$129 million Certificate of Participation ("COP") issuance by the City that will be used to expand and improve the CCC. Should the amount necessary to support the COP be less than \$3,800,000 annually, the balance will be directed to marketing and promotions.

Colorado Convention Center – Future Capital Improvements: Beginning in the fourth year of the TID's existence, the TID will allocate one-tenth (1/10th) of the total revenue derived annually from its 1% tax on the purchase of Lodging to a reserve fund to be maintained by the City, that will be used primarily for future Capital Improvements to the CCC, as well as for ancillary Capital Maintenance expenses associated with the future Capital Improvements. These improvements may be cash funded on an annual basis or funds may be accumulated for larger projects over multiple years.

Marketing and Promotions: Any funds not otherwise dedicated to the expansion and improvement of the CCC will be allocated by the TID and the City to the City's official tourism marketing

arm, VISIT DENVER, as provided in an existing contract. VISIT DENVER will use these revenues to help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.

5. Three persons who represent the petitioners on matters relating to this petition and the Initial Plan (defined below) and who have power to enter into agreements relating to the organization of the TID are:

NAME	TITLE
1. Allen Paty	General Manager, Doubletree by Hilton Denver
2. Richard W. Scharf	President & CEO, VISIT DENVER
3. Amie Mayhew	President & CEO, Colorado Hotel & Lodging Association

6. The main funding for the TID's services and improvements will be provided through a tax on the purchase of Lodging at the rate of one percent (1%). Details regarding the TID's participation in services within the TID service area is set forth in the Initial Plan which is attached hereto as **EXHIBIT C** and includes the TID's proposed budget for 2018.

7. As provided in Sec. 20-405 (e) of the TID ordinance, the TID will enter into a contract with the City for the performance of administrative, legal and financial services to assist the TID in the performance of its lawful functions. As provided in Sec. 20-416 of the TID Ordinance, upon formation of the TID and approval of the TID tax by the Electors of the TID, revenues generated by imposition of the TID tax will be collected by the Denver Treasurer in a manner similar to the collection and enforcement of City Lodger's Taxes in order for TID programs to be funded and operational beginning as early as January 2018.

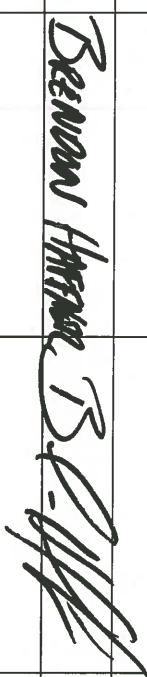
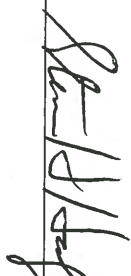
8. The Board of Directors of the TID shall be comprised of seven (7) Electors of the district, of whom two (2) shall be nominated by the Mayor, two (2) shall be nominated by VISIT DENVER, and three (3) shall be nominated by the Colorado Hotel & Lodging Association's Metro Denver Lodging Council. The Board of Directors shall be appointed by the Mayor and confirmed by the City Council. The CEO of VISIT DENVER shall serve as an ex officio nonvoting member of the Board of Directors.

9. This petition is filed with the City and County of Denver with a cash deposit in the amount of Five Hundred Dollars (\$500.00), an amount deemed sufficient to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process the City Council determines that the amount of the initial cash deposit is not sufficient to cover such costs, it may require the deposit of additional cash, in an amount to be determined by the City Council President. Petitioners acknowledge that failure to file additional cash deposit within the time fixed, which shall not be less than twenty (20) days after written notice is provided to petitioners by the City, will result in dismissal of this petition.

WHEREFORE, petitioners respectfully request City Council to approve the organization of the Denver Tourism Improvement District, approve the Initial Plan, which document includes the TID's preliminary 2018 budget, to appoint the initial seven (7) members of the Board of Directors of the TID, and to take such other and further actions as may be necessary to effectuate the organization of the TID in accordance with the laws of the City.

SIGNATURE BLOCK

Each signatory set forth below hereby makes the following self-affirmation: "I state, under penalty of law that to my knowledge and belief the facts stated in the petition are true, that my signature and name are as shown on the petition, and that I have signed this petition or have been duly authorized to sign this petition by the entity named hereunder."

	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
1	11th Avenue Hotel & Hostel	1112 N. Broadway	Denver	80203	238656-040050			
2	All Inn Motel	3015 E. Colfax Ave.	Denver	80206	226277-040056			
3	aloft Hotel Denver Downtown	800 15th St.	Denver	80202	227755-040072	<i>Brennan Harrison</i>		7/10/17
4	Americinn Hotel & Suites Denver Airport (formerly Red Lion)	7010 Tower Rd.	Denver	80249	248092-040040			
5	Autograph Collection The Brown Palace Hotel & Spa	321 17th St.	Denver	80202	257515-040039	<i>STEVEN H. HALEY</i>		7/11/17
5a	Holiday Inn Express Denver Downtown	401 17th St.	Denver	80202	Paid under 257515-040039			
6	Baymont Inn & Suites Denver International Airport	6805 Argonne St.	Denver	80249	289579-040030			
7	Best Inn & Suites	4590 Quebec St.	Denver	80216	255669-040033			

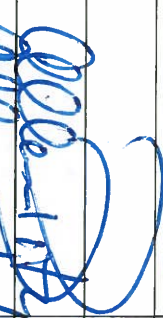




* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

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8	Best Western Plus Inn & Suites DIA	7020 Tower Rd.	Denver	80249	244174-040045	Navin Diamonds	Michael	7/12/17
9	Comfort Inn & Suites Stapleton Denver	4685 Quebec St.	Denver	80216	211925-040034			
10	Comfort Inn Denver East	4380 Peoria St.	Denver	80239	251795-040037			
11	Comfort Suites Denver	620 Federal Blvd., Bldg. A	Denver	80204	344809-040036			
12	Country Inn & Suites Denver International Airport	4343 N. Airport Way	Denver	80239	342548-040038			
13	Courtyard Denver Airport	6901 Tower Rd.	Denver	80249	232728-040069			
14	Courtyard Denver Cherry Creek	1475 South Colorado Blvd.	Denver	80222	216240-040062			
15	Courtyard Denver Downtown	934 16th St.	Denver	80202	273453-040041			
16	Courtyard Denver Stapleton	7415 E. 41st Avenue	Denver	80216	200778-040065			
17	Crowne Plaza Denver	1450 Glenarm Place	Denver	80202	275763-040030			




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18	Days Inn & Suites Denver International Airport	7030 Tower Rd.	Denver	80249	231295-040043			
19	Days Inn Denver Downtown	930 E. Colfax Ave.	Denver	80218	210494-040052			
20	Doubletree Denver	3203 Quebec St.	Denver	80207	240679-040069	ALIEN PATTY		7/6/17
21	DoubleTree Denver Stapleton North	4040 Quebec St.	Denver	80216	274803-040069	ALLEN PATTY		7/6/17
22	Doubletree The Curtis	1405 Curtis St.	Denver	80202	277906-040033	BESS MILLER		7/7/17
23	Drury Inn & Suites Denver Stapleton	4550 N. Central Park Blvd	Denver	80238	248699-040030			
24	Embassy Suites Denver Downtown Convention Center	1420 Stout St.	Denver	80202	298382-040032	ED BLAIR		7/6/17
25	Embassy Suites Denver International Airport	7001 Yampa St.	Denver	80249	229570-040035			
26	Embassy Suites Denver Southeast	7525 E. Hampden Avenue	Denver	80231	246562-040037	CHARIE LAMONT		7-14-17

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27	Embassy Suites Denver Stapleton	4444 North Havana	Denver	80239	230677-040053			
28	Extended Stay America Denver Tech Center North	4885 S. Quebec St.	Denver	80237	279328-040044			
29	Fairfield Inn & Suites Denver Airport	6851 Tower Rd.	Denver	80249	341229-040037			
30	Fairfield Inn & Suites Denver Cherry Creek	1680 S. Colorado Blvd.	Denver	80222	260358-040087			
31	Fairfield Inn & Suites Denver Downtown	2747 Wyandot St.	Denver	80211	343760-040031			
32	Four Seasons Denver	1111 14th St.	Denver	80202	239178-040043		Anthony Keusel	7/10/17
33	Grand Hyatt Denver	1750 Welton St.	Denver	80202	260672-040064			
34	Halcyon	245 N. Columbine	Denver	80206	302629-040030			
35	Hampton Denver Speer Boulevard	2728 Zuni St.	Denver	80211	264368-040066			
36	Hampton Inn & Suites Denver Downtown Convention Center	550 15th Street	Denver	80202	248947-040036			7/6/17






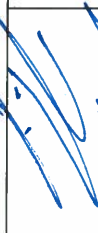
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37	Hampton Inn Denver International Airport	6290 Tower Rd.	Denver	80249	292506-040036			
38	Hampton Inn Suites Denver Airport Gateway Park	4310 Airport Way	Denver	80239	248316-040056			
39	Hampton Inn Suites Denver Downtown	1845 Sherman St.	Denver	80203	345650-040033			
40	Hampton Inn Suites Denver Tech Center	5001 S. Ulster St.	Denver	80237	273277-040049			
41	Hilton Garden Inn Denver Downtown	1400 Welton St.	Denver	80202	294624-040037			
42	Hilton Garden Inn Denver Tech Center	7675 E. Union Ave.	Denver	80237	231890-040031			
43	Holiday Inn Denver Cherry Creek	455 South Colorado Blvd.	Denver	80246	266750-040065			
44	Holiday Inn Denver East Stapleton	3333 East Quebec St.	Denver	80207	285833-040033			
45	Holiday Inn Express & Suites Denver Airport	6910 Tower Rd.	Denver	80249	275296-040040			
46	Holiday Inn Express & Suites Denver East Peoria Street	12140 E. 45th Ave.	Denver	80239	255628-040030			

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47	Holiday Inn Hotel & Suites Denver Airport	6900 Tower Rd.	Denver	80249	215187-040041			
48	Home2 Suites Denver International Airport	6792 Tower Rd.	Denver	80249	342547-040037			
49	Homewood Suites Denver Downtown Convention Ctr	550 15th St.	Denver	80202	242883-040035	Brian Leiber		7/6/17
50	Homewood Suites Denver International Airport	4210 Airport Way	Denver	80239	268463-040064			
51	Hotel Indigo Denver Downtown	1801 Wewatta St.	Denver	80202	343335-040033	Amy Healey		7/10/17
52	Hotel Teatro	1100 14th St.	Denver	80202	252398-040071	David Coonan		7/6/17
53	Hyatt House Denver Airport	18741 E. 71st Ave.	Denver	80249	346996-040037	Jason Mueller		7/6/17
54	Hyatt House Denver Downtown	440 14th St.	Denver	80202	269989-040035	Nick Clark		7/10/17
54a	Hyatt Place Denver Downtown	440 14th St.	Denver	80202	Paid under 269989-040035	Nick Clark		7/10/17

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55	Hyatt Regency Denver Convention Center	650 15th St.	Denver	80202	234301-040084			
56	Hyatt Regency Tech Center	7800 E. Tufts Ave. Pkwy.	Denver	80237	342965-040035			
57	JW Marriott Denver Cherry Creek	150 Clayton Lane	Denver	80206	255364-040051			
58	Kimpton Hotel Born	1600 Wewatta St.	Denver	80202	347390-040036	<i>Van A. Deluna</i>	<i>VAN A. Deluna</i>	<i>7/10/17</i>
59	Kimpton Hotel Monaco Denver	1717 Champa	Denver	80202	285161-040105			
60	La Quinta Inns & Suites Denver Central	3500 Park Ave W.	Denver	80216	226590-040061			
61	La Quinta Inns & Suites Denver Cherry Creek	1975 S. Colorado Blvd.	Denver	80222	282662-040069			
62	La Quinta Inns & Suites Denver Gateway Park	4460 Peoria St.	Denver	80239	221281-040045			
63	La Quinta Inns & Suites Denver International Airport	6801 Tower Rd.	Denver	80249	218735-040065			

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64	Magnolia Hotel Denver	818 17th St.	Denver	80202	286711- 040066			
65	Marriott Denver City Center	1701 California St.	Denver	80202	204744- 040064	<i>Bill Nivingsi</i>	<i>[Signature]</i>	<i>7/11/17</i>
66	Marriott Denver Tech Center	4900 S. Syracuse	Denver	80237	285544- 040034	<i>Mike Case</i>	<i>[Signature]</i>	<i>7/11/17</i>
67	Microtel Inn & Suites by Wyndham Denver	18600 E. 63rd Ave.	Denver	80249	205568- 040036			
68	Motel 6 Denver Airport	12020 E. 39th Ave.	Denver	80239	215997- 040039			
69	Motel 6 Denver Central Federal Boulevard	3050 W. 49th Ave.	Denver	80221	237626- 040032			
70	Quality Inn & Suites Denver Stapleton	3737 Quebec St.	Denver	80207	290769- 040033			
71	Quality Inn & Suites Near DIA Denver	6890 Tower Rd.	Denver	80249	265506- 040032			
72	Quality Inn Denver Central	200 W. 48th Ave.	Denver	80216	275261- 040046			

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73	Radisson Hotel Denver Central	4849 Bannock St.	Denver	80216	287477-040057			
74	Ramada Denver Downtown	1150 E. Colfax Ave.	Denver	80218	227402-040039			
75	Ramada Denver International Airport	6210 Tower Rd.	Denver	80249	216118-040060			
76	Ramada Denver Midtown	2601 Zuni St.	Denver	80211	234303-040060			
77	Renaissance Denver Downtown City Center Hotel	918 17th St.	Denver	80202	241671-040035			
78	Renaissance Denver Stapleton Hotel	3801 Quebec St.	Denver	80207	296423-040030			
79	Residence Inn Denver City Center	1725 Champa St.	Denver	80202	246401-040037			
80	Residence Inn Denver Downtown	2777 Zuni St.	Denver	80211	250435-040088			
81	Residence Inn Denver Stapleton	4667 North Central Park Blvd	Denver	80238	300638-040052			
82	Ritz-Carlton Denver	1881 Curtis St.	Denver	80202	266454-040082			



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83	Rodeway Inn Airport South Denver	3975 Peoria Way	Denver	80239	219655-040034			
84	Sheraton Hotel Denver	1550 Court Place	Denver	80202	260440-040061			
85	Springhill Suites Denver Airport	18350 E. 68th Ave.	Denver	80249	341299-040038			
86	Springhill Suites Denver Downtown	1190 Auraria Parkway, Suite A	Denver	80204	205853-040031			
87	Star Motel	3850 Peoria St.	Denver	80239	254049-040067			
88	Stay Inn	12033 E. 38th Ave.	Denver	80239	277508-040031			
89	Staybridge Suites DIA	6951 Tower Rd.	Denver	80249	250493-040068			
90	Staybridge Suites Denver Stapleton	8101 Northfield Blvd.	Denver	80238	237768-040095			
91	Super 8 Denver	7201 E. 36th Ave.	Denver	80207	203703-040039			
92	The Art Hotel	1201 Broadway	Denver	80203	269546-040036	<i>Ann Coburn</i>	<i>Ann Coburn</i>	7/10/17



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93	The Crawford Hotel	1701 Wynkoop St.	Denver	80202	248737-040031			
94	The Maven	1800 Wazee St.	Denver	80202	302735-040030			
95	The Oxford Hotel	1600 17th St.	Denver	80202	345279-040034			
96	The Timbers Hotel	4411 Peoria St.	Denver	80239	229258-040047			
97	TownePlace Suites Denver Airport @ Gateway Park	4100 Kittredge St.	Denver	80239	205507-040037			
98	TownePlace Suites Denver Downtown	685 Speer Blvd.	Denver	80204	292407-040036			
99	TownePlace Suites Denver Southeast	3699 S. Monaco Pkwy.	Denver	80237	292406-040035	Deena James		7-6-17
100	Traveler Inn	4765 Federal Blvd.	Denver	80211	345838-040037			
101	Warwick Denver Hotel	1776 Grant St.	Denver	80203	220614-040064			
102	Western Motor Inn	4757 Vasquez Blvd E.	Denver	80216	210401-040078			
103	Westin Denver Downtown	1672 Lawrence St.	Denver	80202	280748-040064	John Everett		7/10/17

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104	Westin Denver International Airport	8300 Pena Boulevard	Denver	80249	292647-040030			
105	AC Hotels by Marriott Denver	750 15th St.	Denver	80202	347545-040030	Paul Eckert		7/6/12
105 106	Le Meridien Denver Downtown	1475 California St.	Denver	80202	Paul Eckert 347545-040030	Paul Eckert		7/6/12

* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

EXHIBIT A

MAP OF THE TID

[See attached.]

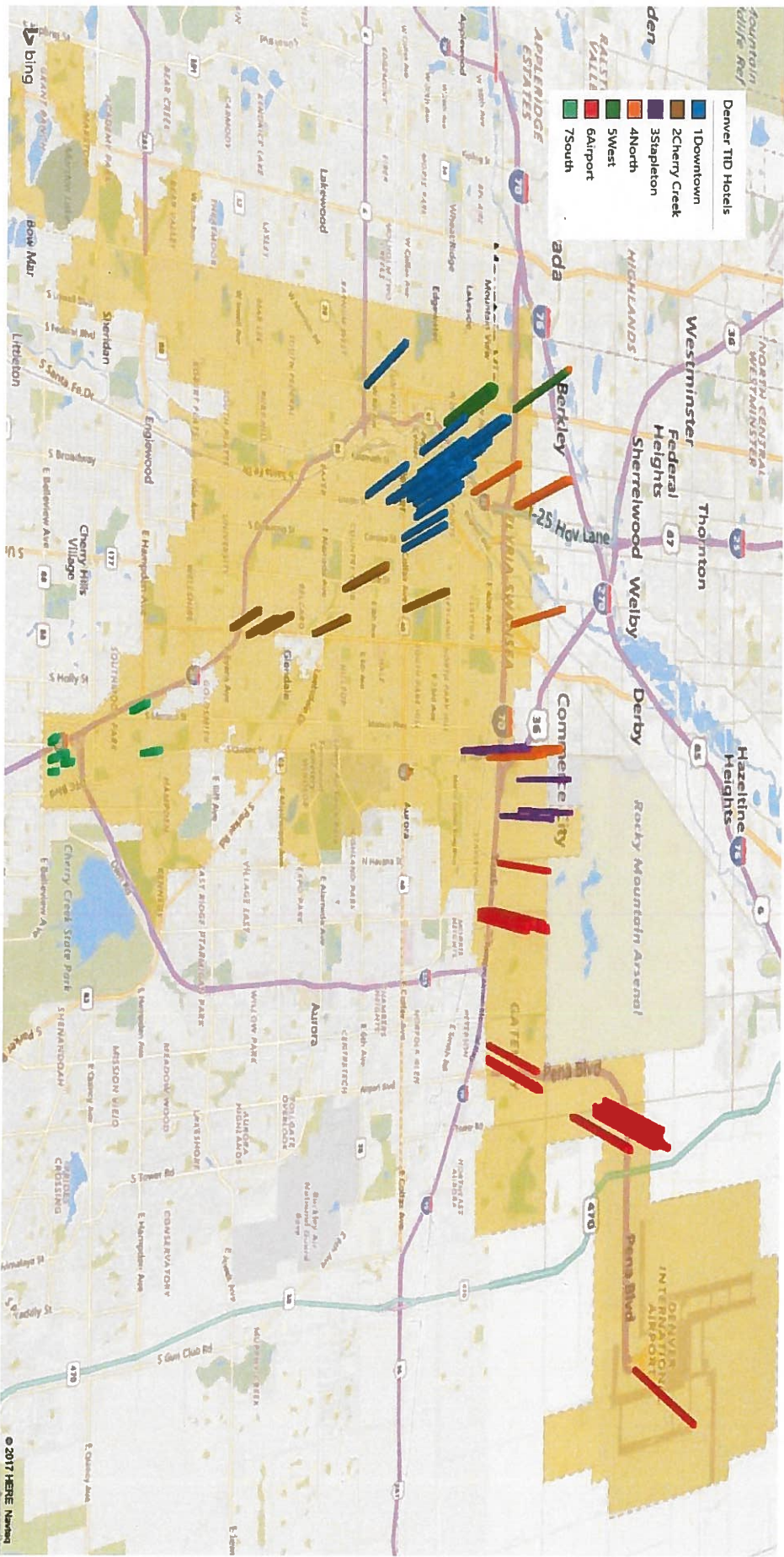


EXHIBIT B
LODGING BUSINESSES

[See attached.]

✓

HOTEL #	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	# OF ROOMS	TAX ACCOUNT NO.	LOCATION	
1	AC Hotels by Marriott Denver	750 13th St.	Denver	80202	223		Idowntown	
2	La Meridien Denver Downtown	1479 California St	Denver	80202	272		Idowntown	
3	Altot Hotel Denver Downtown	800 13th Street	Denver	80202	140	227755-040072	Idowntown	
4	Autograph Collection The Brown Palace Hotel & Spa	321 17th Street	Denver	80202	241	257515-040039	Idowntown	
4A	Holiday Inn Express Denver Downtown	401 17th Street	Denver	80202	231	paid under	Idowntown	
5	Courtyard Denver Downtown	930 14th Street	Denver	80202	177	271483-040043	Idowntown	
6	Crowne Plaza Denver	1466 Gloriam Place	Denver	80202	380	275793-040030	Idowntown	
7	Doubletree The Curtis	1468 Stout Street	Denver	80202	336	277906-040033	Idowntown	
8	Embassy Suites Denver Downtown Convention Center	1111 14th Street	Denver	80202	403	288382-040043	Idowntown	
9	Four Seasons Denver	1736 Welton Street	Denver	80202	516	260672-040064	Idowntown	
10	Grand Hyatt Denver	550 13th Street	Denver	80202	120	248587-040036	Idowntown	
11	Hampton Inn & Suites Denver Downtown Convention Ctr	1468 Welton Street	Denver	80202	221	284624-040037	Idowntown	
12	Hilton Garden Inn Denver Downtown	550 13th Street	Denver	80202	142	242883-040035	Idowntown	
13	Homewood Suites Denver Downtown Convention Ctr	1801 Wewatta St.	Denver	80202	180	343335-040033	Idowntown	
14	Hotel Indigo Denver Downtown	1100 14th Street	Denver	80202	110	252388-040071	Idowntown	
15	Hotel Teatro	440 14th Street	Denver	80202	113	269939-040035	Idowntown	
16	Hyatt Place Denver Downtown	440 14th Street	Denver	80202	248	paid under	Idowntown	
16A	Hyatt Regency Denver Convention Center	650 13th Street	Denver	80202	1,100	234301-040084	Idowntown	
17	Kimpton Hotel Monaco Denver	1272 Champa	Denver	80202	200	347290-040036	Idowntown	
18	Kimpton Hotel Monaco Denver	1272 Champa	Denver	80202	148	285161-040105	Idowntown	
19	Margolia Hotel Denver	811 13th Street	Denver	80202	297	248711-040066	Idowntown	
20	Marriott Denver City Center	1201 California Street	Denver	80202	613	504344-040064	Idowntown	
21	Marriott Denver City Center	913 13th Street	Denver	80202	230	341071-040035	Idowntown	
22	Renaissance Denver Downtown City Center Hotel	1275 Champa Street	Denver	80202	228	246401-040037	Idowntown	
23	Residence Inn Denver City Center	1881 Curtis Street	Denver	80202	202	202	264654-040062	Idowntown
24	Ritz-Carlton Denver	1550 Court Place	Denver	80202	1,211	360440-040061	Idowntown	
25	Sheraton Hotel Denver	1201 Wynona St.	Denver	80202	1,112	348717-040031	Idowntown	
26	The Crawford Hotel	1800 Wares St.	Denver	80202	172	302735-040032	Idowntown	
27	The Maven	1600 17th Street	Denver	80202	46	345379-040034	Idowntown	
28	The Oxford Hotel	1672 Lawrence Street	Denver	80202	410	354746-040064	Idowntown	
29	Westin Denver Downtown	1112 N. Postway	Denver	80203	150	328826-040056	Idowntown	
30	11th Avenue Hotel & Hotel	1845 Sherman St.	Denver	80203	148	348550-040033	Idowntown	
31	Hampton Inn Suites Denver Downtown	1201 Goodway	Denver	80203	163	285646-040039	Idowntown	
32	The Art Hotel	1276 Grant Street	Denver	80203	218	308144-040064	Idowntown	
33	Woodsay Denver Hotel	620 Federal Blvd., Dlg A	Denver	80204	80	344679-040036	Idowntown	
34	Comfort Suites Denver Downtown	1130 Aerial Drive(9), Suite A	Denver	80204	130	202833-040031	Idowntown	
35	Springhill Suites Denver Downtown	980 S. Fillmore Ave.	Denver	80204	122	292807-040036	Idowntown	
36	Townplace Suites Denver Downtown	1130 E. Colfax Ave.	Denver	80218	37	214394-040052	Idowntown	
37	Days Inn Denver Downtown	342 N. Clifton Ave.	Denver	80218	132	227402-040039	Idowntown	
38	Ramada Denver Downtown	3015 E. Colfax Ave.	Denver	80218	54	228277-040058	Idowntown	
39	All Inn Hotel	150 Clayton Ave.	Denver	80206	136	307629-040051	Idowntown	
40	Halston a hotel in Cherry Creek	1475 Scott Circle(6) Blvd.	Denver	80206	156	253594-040051	Idowntown	
41	Hyatt Regency Denver Cherry Creek	1609 S. Colorado Blvd.	Denver	80222	240	216360-040059	Idowntown	
42	Courtyard Denver Cherry Creek	1609 S. Colorado Blvd.	Denver	80222	114	240358-040087	Idowntown	
43	Fairfield Inn & Suites Denver Cherry Creek	453 South Cherokee Blvd.	Denver	80224	269	249790-040065	Idowntown	
44	La Quinta Inn & Suites Denver Cherry Creek	453 South Cherokee Blvd.	Denver	80224	269	249790-040065	Idowntown	
45	Holiday Inn Denver Cherry Creek	3003 Quebec Street	Denver	80207	561	240679-040069	Idowntown	
46	Holiday Inn Denver East Station	3173 East Quebec Street	Denver	80207	286	248533-040033	Idowntown	
47	Holiday Inn Denver East Station	3173 East Quebec Street	Denver	80207	139	240789-040033	Idowntown	
48	Quality Inn & Suites Denver Stapleton	3801 Quebec Street	Denver	80207	399	294643-040030	Idowntown	
49	Renaissance Denver Stapleton Hotel	7201 E. 96th Ave.	Denver	80237	115	201303-040039	Idowntown	
50	Scopel a Denver	4450 N. Central Park Blvd	Denver	80238	180	244499-040030	Idowntown	
51	Drury Inn & Suites Denver Stapleton	4467 West Central Park Blvd	Denver	80238	112	300628-040052	Idowntown	
52	Residence Inn Denver Stapleton	4467 West Central Park Blvd	Denver	80238	102	237786-040055	Idowntown	
53	Skybridge Suites Denver Stapleton	8101 Northfield Blvd.	Denver	80238	102	237786-040055	Idowntown	

HOTEL #	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	# OF ROOMS	TAX ACCOUNT NO.	LOCATION
54	Best Inn & Suites	4530 Quebec St.	Denver	80216	137	215669-040033	Idowntown
55	Comfort Inn & Suites Stapleton Denver	4685 Quebec St.	Denver	80216	138	219295-040034	Idowntown
56	Courtyard Denver Stapleton	7415 E. 41st Avenue	Denver	80216	146	200778-040066	Idowntown
57	Doubletree Denver Stapleton North	4040 Quebec Street	Denver	80216	299	274803-040066	Idowntown
58	La Quinta Inn & Suites Denver Central	3500 Park Ave W.	Denver	80216	107	225590-040061	Idowntown
59	Quality Inn Denver Central	200 W. 48th Ave.	Denver	80216	213	272361-040066	Idowntown
60	Radisson Hotel Denver Central	4489 Bannock St.	Denver	80216	220	287477-040077	Idowntown
61	Western Motor Inn	4752 Valquez Blvd E.	Denver	80216	105	214001-040078	Idowntown
62	Model 6 Denver Central Federal Boulevard	3050 W. 49th Ave.	Denver	80221	101	237656-040032	Idowntown
63	Fairfield Inn & Suites Denver Downtown	2727 Wyandot St.	Denver	80211	87	343780-040031	Idowntown
64	Hampton Denver Sheer Boulevard	3228 Juni St.	Denver	80211	75	343888-040064	Idowntown
65	Ramada Denver Midtown	3601 Juni St.	Denver	80211	130	234303-040064	Idowntown
66	Residence Inn Denver Downtown	12777 Juni St.	Denver	80211	160	294435-040068	Idowntown
67	Traveler Inn	4783 Federal Blvd.	Denver	80211	92	340398-040037	Idowntown
68	Comfort Inn Denver East	4380 Peoria St.	Denver	80239	137	251795-040037	Idowntown
69	Country Inn & Suites Denver International Airport	4343 N. Airport Way	Denver	80239	186	343548-040038	Idowntown
70	Embassy Suites Denver Stapleton	4444 North Havana	Denver	80239	210	230577-040033	Idowntown
71	Hampton Inn Suites Denver Airport Gateway Park	4310 Airport Way	Denver	80239	210	230577-040033	Idowntown
72	Holiday Inn Express & Suites Denver East Peoria Street	12140 E. 45th Ave.	Denver	80239	81	235058-040039	Idowntown
73	Homewood Suites Denver International Airport	4210 Airport Way	Denver	80239	117	244463-040064	Idowntown
74	La Quinta Inn & Suites Denver Gateway Park	4460 Peoria St.	Denver	80239	81	221201-040065	Idowntown
75	Model 6 Denver Airport	12020 E. 35th Ave.	Denver	80239	132	218658-040034	Idowntown
76	Redway Inn Airport South Denver	3975 Peoria Way	Denver	80239	137	215991-040039	Idowntown
77	Star Hotel	3380 Peoria St.	Denver	80239	112	218658-040034	Idowntown
78	The Timbers Hotel	12933 E. 38th Ave.	Denver	80239	130	254069-040087	Idowntown
79	Stay Inn	4411 Peoria St.	Denver	80239	92	277058-040037	Idowntown
80	Townplace Suites Denver Airport @ Gateway Park	4100 Kirtledge St.	Denver	80239	127	225258-040037	Idowntown
81	Baymont Inn & Suites Denver International Airport	6100 Kirtledge St.	Denver	80239	99	203507-040037	Idowntown
82	Best Western Plus Inn & Suites DIA	6005 Arroyo St.	Denver	80249	128	289579-040038	Idowntown
83	Courtyard Denver Airport	7020 Tower Rd.	Denver	80249	101	244174-040064	Idowntown
84	Days Inn & Suites Denver International Airport	6901 Tower Rd.	Denver	80249	202	232728-040060	Idowntown
85	Embassy Suites Denver International Airport	7001 Yampa St.	Denver	80249	104	231326-040061	Idowntown
86	Fairfield Inn & Suites Denver Airport	6651 Tower Rd.	Denver	80249	174	225700-040038	Idowntown
87	Hampton Inn Denver International Airport	6520 Tower Rd.	Denver	80249	160	341229-040038	Idowntown
88	Holiday Inn Express & Suites Denver Airport	6910 Tower Rd.	Denver	80249	132	291506-040038	Idowntown
89	Holiday Inn Hotel & Suites Denver Airport	6920 Tower Rd.	Denver	80249	139	272526-040064	Idowntown
90	Home2 Suites Denver International Airport	6792 Tower Rd.	Denver	80249	111	215187-040064	Idowntown
91	Hyatt House Denver Airport	18741 E. 71st Ave	Denver	80249	101	343547-040037	Idowntown
92	Hyatt House Denver Airport	18741 E. 71st Ave	Denver	80249	133	346996-040037	Idowntown
93	Hyatt House Denver Airport	18741 E. 71st Ave	Denver	80249	169	218735-040065	Idowntown
94	Quality Inn & Suites Near DIA Denver	18800 E. 63rd Ave	Denver	80249	100	203568-040034	Idowntown
95	Ramada Denver International Airport	6890 Tower Rd.	Denver	80249	122	265506-040034	Idowntown
96	American Hotel & Suites Denver Airport (Formerly Red Lion)	6210 Tower Rd.	Denver	80249	83	218118-040061	Idowntown
97	Springhill Suites Denver International Airport	7010 Tower Rd.	Denver	80249	87	246092-040061	Idowntown
98	Skybridge Suites Denver International Airport	18350 E. 68th Ave.	Denver	80249	124	341399-040038	Idowntown
99	Westin Denver International Airport	8300 Pena Boulevard	Denver	80249	518	293647-040038	Idowntown
100	Embassy Suites Denver SouthEast	7325 E. Hampden Avenue	Denver	80231	205	248652-040031	Idowntown
101	Extended Stay America Denver Tech Center North	4688 S. Quebec St.	Denver	80237	189	215128-040064	Idowntown
102	Hampton Inn Suites Denver Tech Center	5001 S. United St.	Denver	80237	123	217277-040037	Idowntown
103	Hilton Garden Inn Denver Tech Center	707 E. Union Ave.	Denver	80237	106	211050-040031	Idowntown
104	Hyatt Regency Tech Center	7800 E. Tufts Ave. Pkwy.	Denver	80237	65	285544-040034	Idowntown
105	Marriott Denver Tech Center	4900 S. Syracuse	Denver	80237	66	285544-040034	Idowntown
106	Townplace Suites Denver Southeast	3499 S. Monaco Pkwy.	Denver	80237	112	293406-040038	Idowntown

EXHIBIT C

INITIAL PLAN

Denver Tourism Improvement District (TID) Initial Plan

TID NAME

The TID shall operate as the Denver Tourism Improvement District ("TID").

LEGAL AUTHORITY

A TID in Denver is organized pursuant to the provisions of Sec. 20-401 *et seq.* (the "TID Ordinance") of the Denver Revised Municipal Code (the "Code"). Capitalized terms used herein shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance. The TID is legally created by adoption of a Creation Ordinance following public notice and a hearing, preceded by the filing of a petition to Denver City Council when the following threshold is met:

- Authorized Managers representing at least thirty percent (30%) of the Lodging Businesses to be included in the district sign the petition for organization.

Following the adoption of the Creation Ordinance by Denver City Council, a TABOR election must be held to authorize the TID tax on the sale of lodging and any multiple-year fiscal obligations of the district.

TID PURPOSE

The TID creation process has been a collaborative effort by the Denver hospitality community and the City of and County of Denver (the "City"). Creation of the TID is the direct result of identification of a lack of funding necessary to competitively promote the City as a travel and convention destination and to complete needed Capital Improvements to the Colorado Convention Center ("CCC").

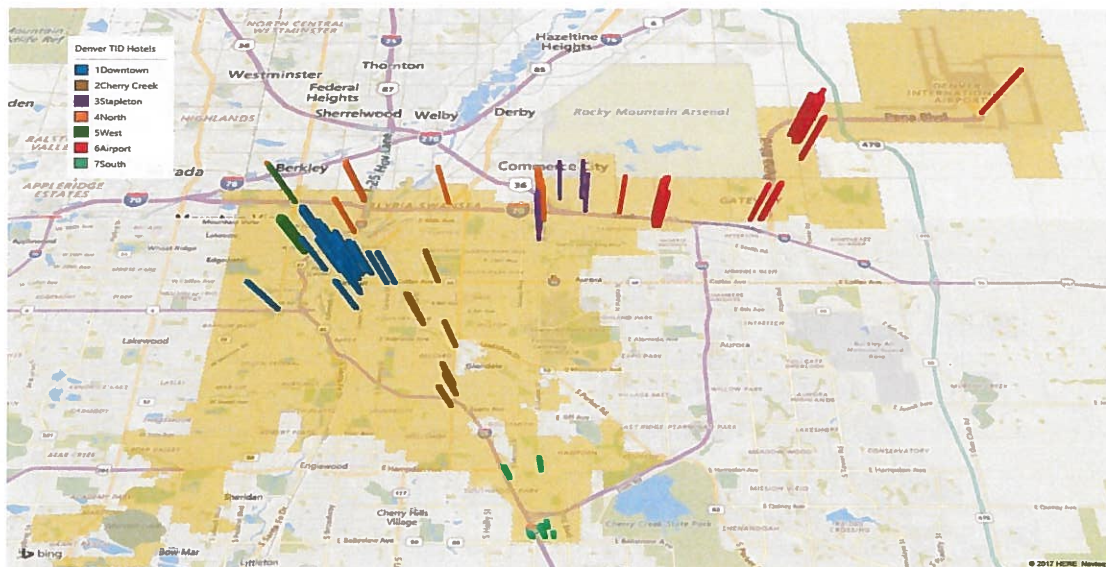
The TID's goals are to:

- Help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.
- Support expansion of and ongoing Capital Improvements to the CCC, including ancillary Capital Maintenance expenses associated with these future Capital Improvements.

TID BOUNDARIES

The TID boundaries shall be the corporate limits of the City as depicted on the attached map, and consist of any business that is required to collect and remit Lodger's Taxes under Article IV of Chapter 53 of the Denver Revised Municipal Code (the "Code") and offers fifty (50) or more Lodging rooms at that location (each, a "Lodging Business").

The following map illustrates these boundaries:



TID SERVICES

The services that the TID is authorized to provide have been developed and prioritized by the Lodging Businesses located within the TID and include the following Tourism Improvements and Services, as that term is defined in Sec. 20-404(15) of the TID Ordinance, and as further authorized by the TID's Initial Plan and budget:

Colorado Convention Center – Expansion and Improvement: The TID will pledge up to \$3,800,000 annually to the City to support an approximately \$129 million Certificate of Participation (“COP”) issuance by the City that will be used to expand and improve the CCC. Should the amount necessary to support the COP be less than \$3,800,000 annually, the balance will be directed to marketing and promotions.

Colorado Convention Center – Future Capital Improvements: Beginning in the fourth year of the TID's existence, the TID will allocate one-tenth (1/10th) of the total revenue derived annually from its 1% tax on the purchase of Lodging to a reserve fund to be maintained by the City, that will be used primarily for future Capital Improvements to the CCC, as well as for ancillary Capital Maintenance expenses associated with the future Capital Improvements. These improvements may be cash funded on an annual basis or funds may be accumulated for larger projects over multiple years.

Marketing and Promotions: Any funds not otherwise dedicated to the expansion or improvement of the CCC will be allocated by the TID and the City to the City's official tourism marketing arm, VISIT DENVER as provided in an existing contract. VISIT DENVER will use these revenues to help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.

It is intended that the above-described funding allocations will remain unchanged for the term of the TID.

TID REVENUE AND BUDGETING

Subject to the approval of the Electors of the TID at an election occurring on November 7, 2017, funding for the TID's services and improvements will be provided through a tax on the purchase of Lodging at the rate of one percent (1%).

Each year, the TID Board will go through a process to approve the TID budget and Annual Plan. This occurs through the following:

- By September 1, the TID Board may hold a hearing and must file the Annual Plan and budget with the City for the next year.
- After receipt of all required information from the TID, the City has until October 10 to approve, reject or request modification of the operating plan. The City may request further information from the TID Board as needed. All final information must be filed and approved no later than November 15.

Beginning in the first year in which TID revenues are allocated for future CCC Capital Improvements, the TID Board will include in its budget and Annual Plan a work program addressing how such funds are recommended by the TID Board to be used.

TID PROMOTIONAL PLAN

The Marketing and Promotions services to be funded by the TID tax will be carried out by VISIT DENVER operating under contract with the City to utilize TID tax revenue for tourism and convention marketing and promotions in combination with other City tax revenues that are also paid to VISIT DENVER for these purposes. VISIT DENVER shall annually prepare a marketing and promotions operating plan and budget for use of TID tax revenue, which it will present to the TID Board by September 1 for approval. VISIT DENVER will meet with the TID Board bi-annually to evaluate its year-to-date-performance.

TID INITIAL BUDGET

In its first year of operations, the TID is projected to raise approximately \$8,700,000. The proposed first year TID budget is as follows:

Year One Proposed TID Tourism Improvements and Services	Budget Amount
Colorado Convention Center – Expansion	\$3,800,000 (not to exceed)
Administration and Operations (1%)	\$87,000
Marketing and Promotions	Balance of revenues
TOTAL	\$8,700,000

Each year the TID Board shall be responsible for presenting financial accounting to the City for the previous year's TID work.

MULTIPLE-FISCAL YEAR OBLIGATIONS

The TID shall not have the power to incur bonded debt or indebtedness in any other form; but will have the power to enter into contractual multiple-fiscal year financial obligations within the meaning of Article X, Section 20(4)(b) of the Colorado Constitution, subject to the approval of the electors of the district. Such election will comply with all applicable legal requirements, including the TABOR Amendment. In addition to the question of the approval of the TID tax at the November 7, 2017 election, the TID intends to ask that the Electors of the District to approve a multiple-fiscal year obligation to pledge all revenue derived from the TID tax to the City in order to fund the CCC improvements and the Marketing and Promotions services provided in this Initial Plan.

ELECTOR PARTICIPATION

VISIT DENVER and the Colorado Hotel & Lodging Association’s Metro Denver Lodging Council (“CHLA-MDLC”) have engaged the district’s Electors in a variety of ways in order to encourage broad industry participation in the formation of the TID. Methods of engagement include the following:

- All Electors have been invited to in-person meetings to discuss the TID formation
- All Electors have received correspondence providing information about the TID and inviting participation and feedback.

TID GOVERNANCE

The TID Board will consist of seven (7) appointed members who are also Electors of the TID. “Elector” is defined in Section Sec. 20-404 of the TID Ordinance. The following members are to be included in this mix:

- Two (2) shall be nominated by the Mayor
- Two (2) shall be nominated by VISIT DENVER
- Three (3) shall be nominated by CHLA-MDLC
- The CEO of VISIT DENVER shall serve as an ex officio nonvoting member of the Board of Directors.

The initial board members of the TID are proposed to be:

Board Member	Nominated By
1. Tom Curley, Westin DIA	Mayor
2. Greg Leonard, Hyatt Regency Denver at Colorado Convention Center	Mayor
3. Navin Dimond, Stonebridge	VISIT DENVER
4. Walter Isenberg, Sage Hospitality	VISIT DENVER
5. Allen Paty, Doubletree by Hilton	CHLA-MDLC

Denver	
6. Bill Ninivaggi, Denver Marriott City Center	CHLA-MDLC
7. Paul Eckert, White Lodging	CHLA-MDLC
Richard W. Scharf	CEO of VISIT DENVER (ex officio and nonvoting)

The terms of office shall be staggered to encourage continuity in TID governance. The length of the term is three (3) years.

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

- The TID Board shall provide the City with one or more recommended nominees to fill the vacancy.
- The City shall review the recommendation and may require additional information from the Board or the nominee. In accordance with the TID Ordinance, the Mayor and City Council will approve all TID appointments.

TID MANAGEMENT STRUCTURE

The TID expects to contract with the City for the performance of administrative, legal and financial services to assist the TID in the performance of its lawful functions. Any such contract will allow the City to retain one percent (1%) of TID tax revenue to pay for City costs associated with administering the contract. As provided in Sec. 20-416 of the TID Ordinance, upon formation of the TID and approval of the TID tax by the Electors of the TID, revenues generated by imposition of the excise tax of the TID will be collected by the Denver Treasurer in a manner similar to the collection and enforcement of City Lodger’s Taxes. The TID does not expect to hire any staff. To the extent that the TID Board determines that it needs additional administrative support for carrying out the TID’s Promotion Plan, the TID Board may contract with VISIT DENVER for the professional staff to provide such services.

TID TERM

The TID shall have perpetual existence. The TID tax shall have a 30-year term, subject to review of its Marketing and Promotions activities as described below. This review mechanism allows for Lodging Businesses to evaluate the TID’s effectiveness prior to the end of the term of the tax.

Prior to the 10-year and 20-year anniversaries of the TID’s formation, TID Board shall provide notice to its Electors and conduct a hearing to obtain comments on the effectiveness and success of the TID’s Marketing and Promotions activities. If the TID Board determines that the Electors do not wish to continue collecting the portion of the TID tax dedicated to Marketing and Promotions, the TID shall call an election to consider this issue. If a majority of Electors so vote, the TID will cease collecting this portion of the TID tax. For the avoidance of doubt, the portion of the TID tax dedicated to the CCC Expansion and CCC Capital Improvements will be

collected for the full 30-year term, regardless of the outcome of any vote held according to this section.

ADDITION OF PROPERTIES TO THE TID

Additional Lodging Businesses will be automatically added to the TID upon creation of a tax account with the Department obligating a new Lodging Business within the tourism improvement district to pay Lodger's Taxes. If any Lodging establishment in the City with fewer than fifty (50) Lodging rooms at the time the TID is created subsequently increases its number of Lodging rooms to fifty (50) or more, the establishment will automatically be added to the TID as a Lodging Business. Conversely, if any Lodging Business included in the TID at the time the TID is created subsequently reduces its number of Lodging rooms to fewer than fifty (50) rooms or no longer holds a Lodger's Tax License, the business will automatically be excluded from the TID.

SUCCESSOR ORGANIZATIONS

In the event that either VISIT DENVER or CHLA-MDLC are no longer in existence, their respective duties related to the TID shall be filled, in the case of VISIT DENVER, by the organization acting as the City's official tourism marketing arm, and in the case of CHLA-MDLC, by the successor organization to CHLA-MDLC as approved by the Board.

DISSOLUTION

The TID may only be dissolved upon request of the Manager of Finance in accordance with the requirements of Sec. 20-420 of the Code.

02

**PETITION FOR THE CREATION
OF THE DENVER TOURISM IMPROVEMENT DISTRICT (TID)
WITHIN THE CITY AND COUNTY OF DENVER**

The undersigned persons, who maintain a tax account with the Department of Finance ("Department") and are obligated to pay Lodger's Taxes by virtue of ownership of a Lodging Business in the proposed DENVER TOURISM IMPROVEMENT DISTRICT ("TID"), or have been designated by an entity that meets such criteria, hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of the proposed district in accordance with the provisions of Sec. 20-401 *et seq.* of the Denver Revised Municipal Code (the "TID Ordinance"). Capitalized terms used herein shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance.

In support of this petition, petitioners state:

1. The name of the TID shall be the Denver Tourism Improvement District.
2. The boundary of the TID shall be coterminous (identical) with the boundaries of the City and County of Denver ("City") and consist of any business that is engaged in furnishing Lodging at a discrete location in the City, is subject to the requirement to collect and remit Lodger's Taxes under Article IV of Chapter 53 of the Denver Revised Municipal Code (the "Code") and offers fifty (50) or more Lodging rooms at that location (each, a "Lodging Business"). A map of the proposed TID is attached as **EXHIBIT A** hereto for reference.
3. A listing and description of the total number of Lodging Businesses to be initially included within the TID, the street address of each such Lodging Business, the tax account number maintained with the Department obligating such Lodging Businesses to pay Lodger's Taxes, and a map indicating the location of each Lodging Business within the City are attached hereto as **EXHIBIT B**.
4. As authorized by the TID's Initial Plan and within the TID's budget, the TID shall provide the following tourism improvements and services authorized by the TID Ordinance by entering into a contractual multiple-fiscal year financial obligation with the City to provide these improvements and services:

Colorado Convention Center ("CCC") – Expansion and Improvement: The TID will pledge up to \$3,800,000 annually to the City to support an approximately \$129 million Certificate of Participation ("COP") issuance by the City that will be used to expand and improve the CCC. Should the amount necessary to support the COP be less than \$3,800,000 annually, the balance will be directed to marketing and promotions.

Colorado Convention Center – Future Capital Improvements: Beginning in the fourth year of the TID's existence, the TID will allocate one-tenth (1/10th) of the total revenue derived annually from its 1% tax on the purchase of Lodging to a reserve fund to be maintained by the City, that will be used primarily for future Capital Improvements to the CCC, as well as for ancillary Capital Maintenance expenses associated with the future Capital Improvements. These improvements may be cash funded on an annual basis or funds may be accumulated for larger projects over multiple years.

Marketing and Promotions: Any funds not otherwise dedicated to the expansion and improvement of the CCC will be allocated by the TID and the City to the City's official tourism marketing

arm, VISIT DENVER, as provided in an existing contract. VISIT DENVER will use these revenues to help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.

5. Three persons who represent the petitioners on matters relating to this petition and the Initial Plan (defined below) and who have power to enter into agreements relating to the organization of the TID are:

NAME	TITLE
1. Allen Paty	General Manager, Doubletree by Hilton Denver
2. Richard W. Scharf	President & CEO, VISIT DENVER
3. Amie Mayhew	President & CEO, Colorado Hotel & Lodging Association

6. The main funding for the TID's services and improvements will be provided through a tax on the purchase of Lodging at the rate of one percent (1%). Details regarding the TID's participation in services within the TID service area is set forth in the Initial Plan which is attached hereto as **EXHIBIT C** and includes the TID's proposed budget for 2018.

7. As provided in Sec. 20-405 (e) of the TID ordinance, the TID will enter into a contract with the City for the performance of administrative, legal and financial services to assist the TID in the performance of its lawful functions. As provided in Sec. 20-416 of the TID Ordinance, upon formation of the TID and approval of the TID tax by the Electors of the TID, revenues generated by imposition of the TID tax will be collected by the Denver Treasurer in a manner similar to the collection and enforcement of City Lodger's Taxes in order for TID programs to be funded and operational beginning as early as January 2018.

8. The Board of Directors of the TID shall be comprised of seven (7) Electors of the district, of whom two (2) shall be nominated by the Mayor, two (2) shall be nominated by VISIT DENVER, and three (3) shall be nominated by the Colorado Hotel & Lodging Association's Metro Denver Lodging Council. The Board of Directors shall be appointed by the Mayor and confirmed by the City Council. The CEO of VISIT DENVER shall serve as an ex officio nonvoting member of the Board of Directors.

9. This petition is filed with the City and County of Denver with a cash deposit in the amount of Five Hundred Dollars (\$500.00), an amount deemed sufficient to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process the City Council determines that the amount of the initial cash deposit is not sufficient to cover such costs, it may require the deposit of additional cash, in an amount to be determined by the City Council President. Petitioners acknowledge that failure to file additional cash deposit within the time fixed, which shall not be less than twenty (20) days after written notice is provided to petitioners by the City, will result in dismissal of this petition.

WHEREFORE, petitioners respectfully request City Council to approve the organization of the Denver Tourism Improvement District, approve the Initial Plan, which document includes the TID's preliminary 2018 budget, to appoint the initial seven (7) members of the Board of Directors of the TID, and to take such other and further actions as may be necessary to effectuate the organization of the TID in accordance with the laws of the City.

SIGNATURE BLOCK

Each signatory set forth below hereby makes the following self-affirmation: "I state, under penalty of law that to my knowledge and belief the facts stated in the petition are true, that my signature and name are as shown on the petition, and that I have signed this petition or have been duly authorized to sign this petition by the entity named hereunder."

	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
1	11th Avenue Hotel & Hostel	1112 N. Broadway	Denver	80203	238656-040050			
2	All Inn Motel	3015 E. Colfax Ave.	Denver	80206	226277-040056			
3	aloft Hotel Denver Downtown	800 15th St.	Denver	80202	227755-040072			
4	Americlnn Hotel & Suites Denver Airport (formerly Red Lion)	7010 Tower Rd.	Denver	80249	248092-040040			
5	Autograph Collection The Brown Palace Hotel & Spa	321 17th St.	Denver	80202	257515-040039			
5a	Holiday Inn Express Denver Downtown	401 17th St.	Denver	80202	Paid under 257515-040039			
6	Baymont Inn & Suites Denver International Airport	6805 Argonne St.	Denver	80249	289579-040030			
7	Best Inn & Suites	4590 Quebec St.	Denver	80216	255669-040033			

* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

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NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
8	Best Western Plus Inn & Suites DIA Rd.	Denver	80249	244174-040045			
9	Comfort Inn & Suites Stapleton Denver	Denver	80216	211925-040034			
10	Comfort Inn Denver East	Denver	80239	251795-040037			
11	Comfort Suites Denver	Denver	80204	344809-040036			
12	Country Inn & Suites Denver International Airport	Denver	80239	342548-040038	<i>Max Ritter</i>	<i>[Signature]</i>	<i>7/2/17</i>
13	Courtyard Denver Airport	Denver	80249	232728-040069	<i>Chad Conrad</i>	<i>[Signature]</i>	<i>7/7/17</i>
14	Courtyard Denver Cherry Creek	Denver	80222	216240-040062			
15	Courtyard Denver Downtown	Denver	80202	273453-040041			
16	Courtyard Denver Stapleton	Denver	80216	200778-040065			
17	Crowne Plaza Denver	Denver	80202	275763-040030			

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
18	Days Inn & Suites Denver International Airport	7030 Tower Rd.	Denver	80249	231295-040043	<i>Karen Watson</i>	<i>Karen Watson</i>	7/7/17
19	Days Inn Denver Downtown	930 E. Colfax Ave.	Denver	80218	210494-040052			
20	Doubletree Denver	3203 Quebec St.	Denver	80207	240679-040069			
21	DoubleTree Denver Stapleton North	4040 Quebec St.	Denver	80216	274803-040069			
22	Doubletree The Curtis	1405 Curtis St.	Denver	80202	277906-040033			
23	Drury Inn & Suites Denver Stapleton	4550 N. Central Park Blvd	Denver	80238	248699-040030			
24	Embassy Suites Denver Downtown Convention Center	1420 Stout St.	Denver	80202	298382-040032			
25	Embassy Suites Denver International Airport	7001 Yampa St.	Denver	80249	229570-040035			
26	Embassy Suites Denver Southeast	7525 E. Hampden Avenue	Denver	80231	246562-040037			


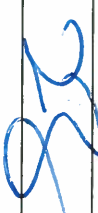

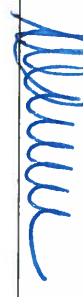
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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
27	Embassy Suites Denver Stapleton	4444 North Havana	Denver	80239	230677-040053			
28	Extended Stay America Denver Tech Center North	4885 S. Quebec St.	Denver	80237	279328-040044			
29	Fairfield Inn & Suites Denver Airport	6851 Tower Rd.	Denver	80249	341229-040037			
30	Fairfield Inn & Suites Denver Cherry Creek	1680 S. Colorado Blvd.	Denver	80222	260358-040087			
31	Fairfield Inn & Suites Denver Downtown	2747 Wyandot St.	Denver	80211	343760-040031			
32	Four Seasons Denver	1111 14th St.	Denver	80202	239178-040043			
33	Grand Hyatt Denver	1750 Welton St.	Denver	80202	260672-040064			
34	Halcyon	245 N. Columbine	Denver	80206	302629-040030			
35	Hampton Denver Speer Boulevard	2728 Zuni St.	Denver	80211	264368-040066			
36	Hampton Inn & Suites Denver Downtown Convention Center	550 15th Street	Denver	80202	248947-040036			

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
37	Hampton Inn Denver International Airport	6290 Tower Rd.	Denver	80249	292506-040036			
38	Hampton Inn Suites Denver Airport Gateway Park	4310 Airport Way	Denver	80239	248316-040056			
39	Hampton Inn Suites Denver Downtown	1845 Sherman St.	Denver	80203	345650-040033	Christine Wenzel		7/14/17
40	Hampton Inn Suites Denver Tech Center	5001 S. Ulster St.	Denver	80237	273277-040049			
41	Hilton Garden Inn Denver Downtown	1400 Welton St.	Denver	80202	294624-040037	Louis Bene		7/6/17
42	Hilton Garden Inn Denver Tech Center	7675 E. Union Ave.	Denver	80237	231890-040031			
43	Holiday Inn Denver Cherry Creek	455 South Colorado Blvd.	Denver	80246	266750-040065			
44	Holiday Inn Denver East Stapleton	3333 East Quebec St.	Denver	80207	285833-040033	Brian Lenfesty		7-11-17
45	Holiday Inn Express & Suites Denver Airport	6910 Tower Rd.	Denver	80249	275296-040040	Mawvela O'Brien		7.11.17
46	Holiday Inn Express & Suites Denver East Peoria Street	12140 E. 45th Ave.	Denver	80239	255628-040030			

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47	Holiday Inn Hotel & Suites Denver Airport	6900 Tower Rd.	Denver	80249	215187-040041	Guss McKenna	[Signature]	2/11/17
48	Home2 Suites Denver International Airport	6792 Tower Rd.	Denver	80249	342547-040037			
49	Homewood Suites Denver Downtown Convention Ctr	550 15th St.	Denver	80202	242883-040035			
50	Homewood Suites Denver International Airport	4210 Airport Way	Denver	80239	268463-040064			
51	Hotel Indigo Denver Downtown	1801 Wewatta St.	Denver	80202	343335-040033			
52	Hotel Teatro	1100 14th St.	Denver	80202	252398-040071			
53	Hyatt House Denver Airport	18741 E. 71st Ave.	Denver	80249	346996-040037			
54	Hyatt House Denver Downtown	440 14th St.	Denver	80202	269989-040035			
54a	Hyatt Place Denver Downtown	440 14th St.	Denver	80202	Paid under 269989-040035			


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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
55	Hyatt Regency Denver Convention Center	650 15th St.	Denver	80202	234301-040084			
56	Hyatt Regency Tech Center	7800 E. Tufts Ave. Pkwy.	Denver	80237	342965-040035			
57	JW Marriott Denver Cherry Creek	150 Clayton Lane	Denver	80206	255364-040051			
58	Kimpton Hotel Born	1600 Wewatta St.	Denver	80202	347390-040036			
59	Kimpton Hotel Monaco Denver	1717 Champa	Denver	80202	285161-040105	<i>Sandy Burkett</i>	<i>Sandy Burkett</i>	<i>7/6/2017</i>
60	La Quinta Inns & Suites Denver Central	3500 Park Ave W.	Denver	80216	226590-040061			
61	La Quinta Inns & Suites Denver Cherry Creek	1975 S. Colorado Blvd.	Denver	80222	282662-040069			
62	La Quinta Inns & Suites Denver Gateway Park	4460 Peoria St.	Denver	80239	221281-040045			
63	La Quinta Inns & Suites Denver International Airport	6801 Tower Rd.	Denver	80249	218735-040065			



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64	Magnolia Hotel Denver	818 17th St.	Denver	80202	286711-040066			
65	Marriott Denver City Center	1701 California St.	Denver	80202	204744-040064			
66	Marriott Denver Tech Center	4900 S. Syracuse	Denver	80237	285544-040034			
67	Microtel Inn & Suites by Wyndham Denver	18600 E. 63rd Ave.	Denver	80249	205568-040036			
68	Motel 6 Denver Airport	12020 E. 39th Ave.	Denver	80239	215997-040039			
69	Motel 6 Denver Central Federal Boulevard	3050 W. 49th Ave.	Denver	80221	237626-040032			
70	Quality Inn & Suites Denver Stapleton	3737 Quebec St.	Denver	80207	290769-040033			
71	Quality Inn & Suites Near DIA Denver	6890 Tower Rd.	Denver	80249	265506-040032			
72	Quality Inn Denver Central	200 W. 48th Ave.	Denver	80216	275261-040046	David Jackson		7/14/17


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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
73	Radisson Hotel Denver Central	4849 Bannock St.	Denver	80216	287477-040057			
74	Ramada Denver Downtown	1150 E. Colfax Ave.	Denver	80218	227402-040039			
75	Ramada Denver International Airport	6210 Tower Rd.	Denver	80249	216118-040060			
76	Ramada Denver Midtown	2601 Zuni St.	Denver	80211	234303-040060			
77	Renaissance Denver Downtown City Center Hotel	918 17th St.	Denver	80202	241671-040035			
78	Renaissance Denver Stapleton Hotel	3801 Quebec St.	Denver	80207	296423-040030	Brian Lenfestey		7-11-17
79	Residence Inn Denver City Center	1725 Champa St.	Denver	80202	246401-040037	Ken Kular		7-11-17
80	Residence Inn Denver Downtown	2777 Zuni St.	Denver	80211	250435-040088			
81	Residence Inn Denver Stapleton	4667 North Central Park Blvd	Denver	80238	300638-040052			
82	Ritz-Carlton Denver	1881 Curtis St.	Denver	80202	266454-040082			




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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
83	Rodeway Inn Airport South Denver	3975 Peoria Way	Denver	80239	219655-040034			
84	Sheraton Hotel Denver	1550 Court Place	Denver	80202	260440-040061			
85	Springhill Suites Denver Airport	18350 E. 68th Ave.	Denver	80249	341299-040038			
86	Springhill Suites Denver Downtown	1190 Auraria Parkway, Suite A	Denver	80204	205853-040031	SCOTT SCADNER		7/11/17
87	Star Motel	3850 Peoria St.	Denver	80239	254049-040067			
88	Stay Inn	12033 E. 38th Ave.	Denver	80239	277508-040031			
89	Staybridge Suites DIA	6951 Tower Rd.	Denver	80249	250493-040068			
90	Staybridge Suites Denver Stapleton	8101 Northfield Blvd.	Denver	80238	237768-040095			
91	Super 8 Denver	7201 E. 36th Ave.	Denver	80207	203703-040039			
92	The Art Hotel	1201 Broadway	Denver	80203	269546-040036			

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
93	The Crawford Hotel	1701 Wynkoop St.	Denver	80202	248737-040031	Red KLEISSER		7/21/17
94	The Maven	1800 Wazee St.	Denver	80202	302735-040030			
95	The Oxford Hotel	1600 17th St.	Denver	80202	345279-040034	Walter Isenberg		7/17/17
96	The Timbers Hotel	4411 Peoria St.	Denver	80239	229258-040047			
97	TownePlace Suites Denver Airport @ Gateway Park	4100 Kittredge St.	Denver	80239	205507-040037			
98	TownePlace Suites Denver Downtown	685 Speer Blvd.	Denver	80204	292407-040036	Taryn Classen		7/11/17
99	TownePlace Suites Denver Southeast	3699 S. Monaco Pkwy.	Denver	80237	292406-040035			
100	Traveler Inn	4765 Federal Blvd.	Denver	80211	345838-040037			
101	Warwick Denver Hotel	1776 Grant St.	Denver	80203	220614-040064			
102	Western Motor Inn	4757 Vasquez Blvd E.	Denver	80216	210401-040078			
103	Westin Denver Downtown	1672 Lawrence St.	Denver	80202	280748-040064			

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
104	Westin Denver International Airport	8300 Pena Boulevard	Denver	80249	292647-040030			
105	AC Hotels by Marriott Denver	750 15th St.	Denver	80202	347545-040030			
105a 106	Le Meridien Denver Downtown	1475 California St.	Denver	80202	paid under 347545-040030			

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EXHIBIT A

MAP OF THE TID

[See attached.]

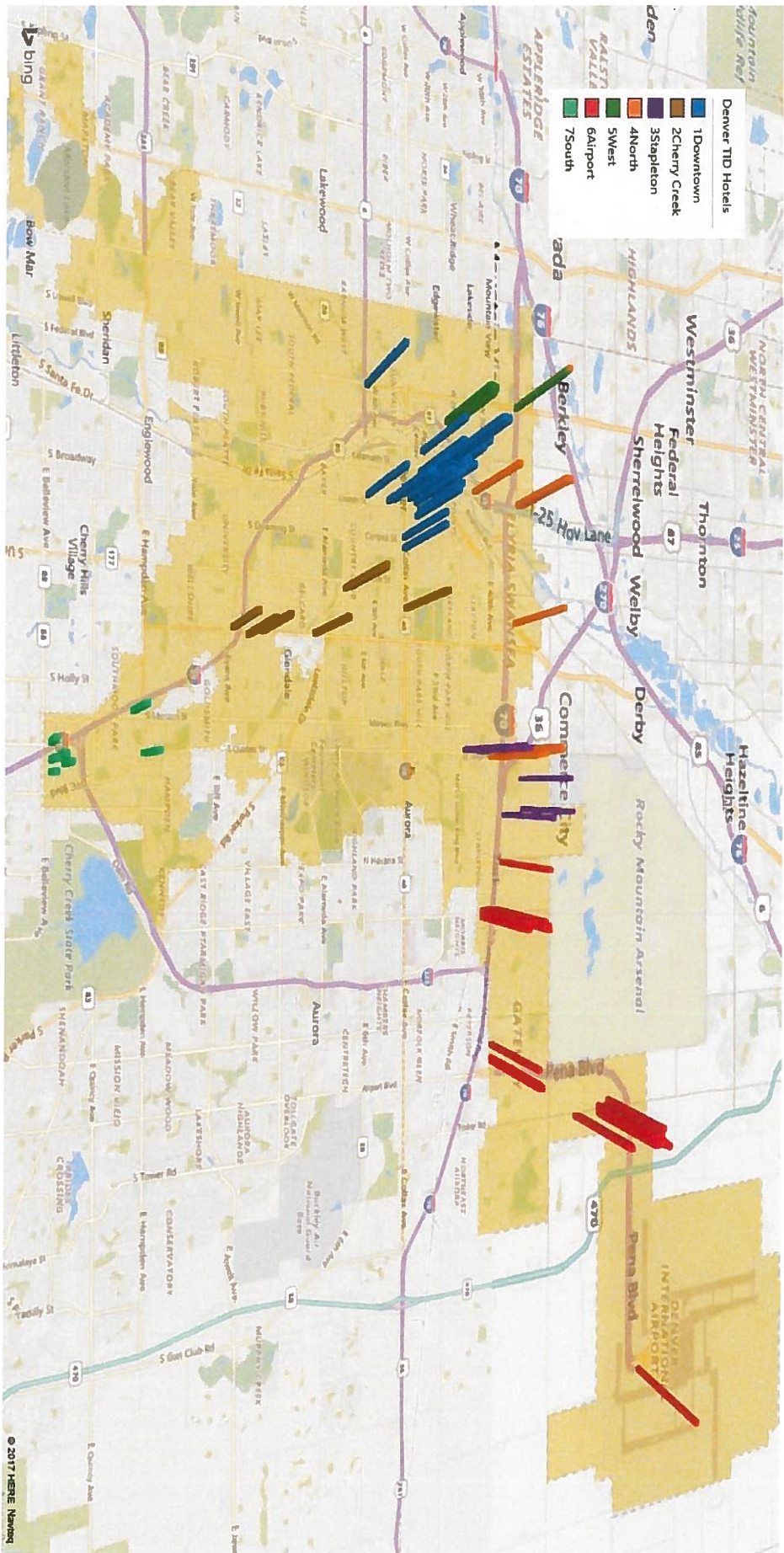


EXHIBIT B
LODGING BUSINESSES

[See attached.]

EXHIBIT C
INITIAL PLAN

Denver Tourism Improvement District (TID) Initial Plan

TID NAME

The TID shall operate as the Denver Tourism Improvement District ("TID").

LEGAL AUTHORITY

A TID in Denver is organized pursuant to the provisions of Sec. 20-401 *et seq.* (the "TID Ordinance") of the Denver Revised Municipal Code (the "Code"). Capitalized terms used herein shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance. The TID is legally created by adoption of a Creation Ordinance following public notice and a hearing, preceded by the filing of a petition to Denver City Council when the following threshold is met:

- Authorized Managers representing at least thirty percent (30%) of the Lodging Businesses to be included in the district sign the petition for organization.

Following the adoption of the Creation Ordinance by Denver City Council, a TABOR election must be held to authorize the TID tax on the sale of lodging and any multiple-year fiscal obligations of the district.

TID PURPOSE

The TID creation process has been a collaborative effort by the Denver hospitality community and the City of and County of Denver (the "City"). Creation of the TID is the direct result of identification of a lack of funding necessary to competitively promote the City as a travel and convention destination and to complete needed Capital Improvements to the Colorado Convention Center ("CCC").

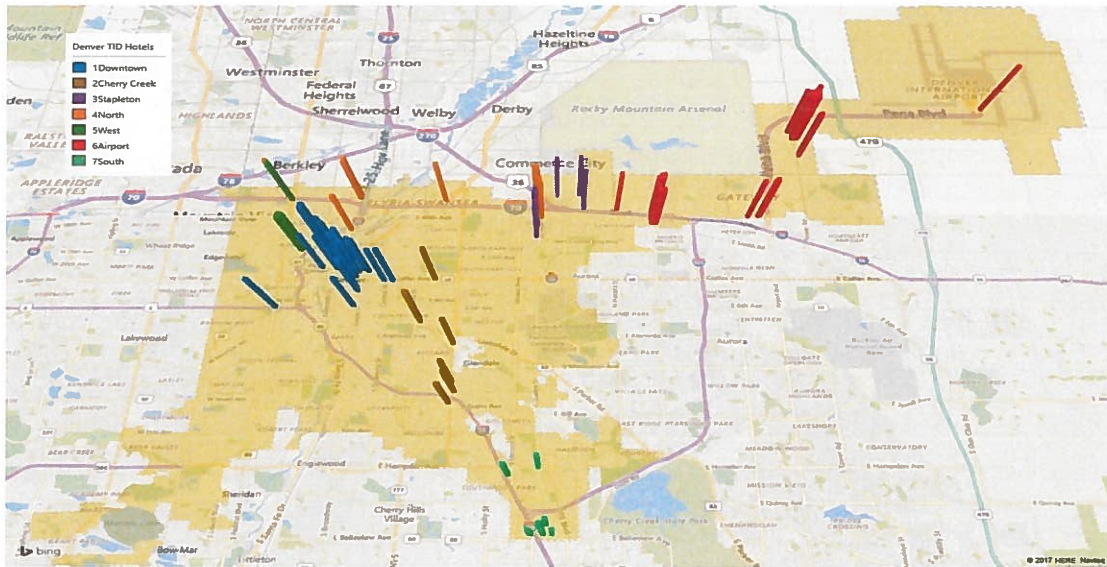
The TID's goals are to:

- Help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.
- Support expansion of and ongoing Capital Improvements to the CCC, including ancillary Capital Maintenance expenses associated with these future Capital Improvements.

TID BOUNDARIES

The TID boundaries shall be the corporate limits of the City as depicted on the attached map, and consist of any business that is required to collect and remit Lodger's Taxes under Article IV of Chapter 53 of the Denver Revised Municipal Code (the "Code") and offers fifty (50) or more Lodging rooms at that location (each, a "Lodging Business").

The following map illustrates these boundaries:



TID SERVICES

The services that the TID is authorized to provide have been developed and prioritized by the Lodging Businesses located within the TID and include the following Tourism Improvements and Services, as that term is defined in Sec. 20-404(15) of the TID Ordinance, and as further authorized by the TID's Initial Plan and budget:

Colorado Convention Center – Expansion and Improvement: The TID will pledge up to \$3,800,000 annually to the City to support an approximately \$129 million Certificate of Participation (“COP”) issuance by the City that will be used to expand and improve the CCC. Should the amount necessary to support the COP be less than \$3,800,000 annually, the balance will be directed to marketing and promotions.

Colorado Convention Center – Future Capital Improvements: Beginning in the fourth year of the TID's existence, the TID will allocate one-tenth (1/10th) of the total revenue derived annually from its 1% tax on the purchase of Lodging to a reserve fund to be maintained by the City, that will be used primarily for future Capital Improvements to the CCC, as well as for ancillary Capital Maintenance expenses associated with the future Capital Improvements. These improvements may be cash funded on an annual basis or funds may be accumulated for larger projects over multiple years.

Marketing and Promotions: Any funds not otherwise dedicated to the expansion or improvement of the CCC will be allocated by the TID and the City to the City's official tourism marketing arm, VISIT DENVER as provided in an existing contract. VISIT DENVER will use these revenues to help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.

It is intended that the above-described funding allocations will remain unchanged for the term of the TID.

TID REVENUE AND BUDGETING

Subject to the approval of the Electors of the TID at an election occurring on November 7, 2017, funding for the TID's services and improvements will be provided through a tax on the purchase of Lodging at the rate of one percent (1%).

Each year, the TID Board will go through a process to approve the TID budget and Annual Plan. This occurs through the following:

- By September 1, the TID Board may hold a hearing and must file the Annual Plan and budget with the City for the next year.
- After receipt of all required information from the TID, the City has until October 10 to approve, reject or request modification of the operating plan. The City may request further information from the TID Board as needed. All final information must be filed and approved no later than November 15.

Beginning in the first year in which TID revenues are allocated for future CCC Capital Improvements, the TID Board will include in its budget and Annual Plan a work program addressing how such funds are recommended by the TID Board to be used.

TID PROMOTIONAL PLAN

The Marketing and Promotions services to be funded by the TID tax will be carried out by VISIT DENVER operating under contract with the City to utilize TID tax revenue for tourism and convention marketing and promotions in combination with other City tax revenues that are also paid to VISIT DENVER for these purposes. VISIT DENVER shall annually prepare a marketing and promotions operating plan and budget for use of TID tax revenue, which it will present to the TID Board by September 1 for approval. VISIT DENVER will meet with the TID Board bi-annually to evaluate its year-to-date-performance.

TID INITIAL BUDGET

In its first year of operations, the TID is projected to raise approximately \$8,700,000. The proposed first year TID budget is as follows:

Year One Proposed TID Tourism Improvements and Services	Budget Amount
Colorado Convention Center – Expansion	\$3,800,000 (not to exceed)
Administration and Operations (1%)	\$87,000
Marketing and Promotions	Balance of revenues
TOTAL	\$8,700,000

Each year the TID Board shall be responsible for presenting financial accounting to the City for the previous year's TID work.

MULTIPLE-FISCAL YEAR OBLIGATIONS

The TID shall not have the power to incur bonded debt or indebtedness in any other form; but will have the power to enter into contractual multiple-fiscal year financial obligations within the meaning of Article X, Section 20(4)(b) of the Colorado Constitution, subject to the approval of the electors of the district. Such election will comply with all applicable legal requirements, including the TABOR Amendment. In addition to the question of the approval of the TID tax at the November 7, 2017 election, the TID intends to ask that the Electors of the District to approve a multiple-fiscal year obligation to pledge all revenue derived from the TID tax to the City in order to fund the CCC improvements and the Marketing and Promotions services provided in this Initial Plan.

ELECTOR PARTICIPATION

VISIT DENVER and the Colorado Hotel & Lodging Association's Metro Denver Lodging Council ("CHLA-MDLC") have engaged the district's Electors in a variety of ways in order to encourage broad industry participation in the formation of the TID. Methods of engagement include the following:

- All Electors have been invited to in-person meetings to discuss the TID formation
- All Electors have received correspondence providing information about the TID and inviting participation and feedback.

TID GOVERNANCE

The TID Board will consist of seven (7) appointed members who are also Electors of the TID. "Elector" is defined in Section Sec. 20-404 of the TID Ordinance. The following members are to be included in this mix:

- Two (2) shall be nominated by the Mayor
- Two (2) shall be nominated by VISIT DENVER
- Three (3) shall be nominated by CHLA-MDLC
- The CEO of VISIT DENVER shall serve as an ex officio nonvoting member of the Board of Directors.

The initial board members of the TID are proposed to be:

Board Member	Nominated By
1. Tom Curley, Westin DIA	Mayor
2. Greg Leonard, Hyatt Regency Denver at Colorado Convention Center	Mayor
3. Navin Dimond, Stonebridge	VISIT DENVER
4. Walter Isenberg, Sage Hospitality	VISIT DENVER
5. Allen Paty, Doubletree by Hilton	CHLA-MDLC

Denver	
6. Bill Ninivaggi, Denver Marriott City Center	CHLA-MDLC
7. Paul Eckert, White Lodging	CHLA-MDLC
Richard W. Scharf	CEO of VISIT DENVER (ex officio and nonvoting)

The terms of office shall be staggered to encourage continuity in TID governance. The length of the term is three (3) years.

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

- The TID Board shall provide the City with one or more recommended nominees to fill the vacancy.
- The City shall review the recommendation and may require additional information from the Board or the nominee. In accordance with the TID Ordinance, the Mayor and City Council will approve all TID appointments.

TID MANAGEMENT STRUCTURE

The TID expects to contract with the City for the performance of administrative, legal and financial services to assist the TID in the performance of its lawful functions. Any such contract will allow the City to retain one percent (1%) of TID tax revenue to pay for City costs associated with administering the contract. As provided in Sec. 20-416 of the TID Ordinance, upon formation of the TID and approval of the TID tax by the Electors of the TID, revenues generated by imposition of the excise tax of the TID will be collected by the Denver Treasurer in a manner similar to the collection and enforcement of City Lodger's Taxes. The TID does not expect to hire any staff. To the extent that the TID Board determines that it needs additional administrative support for carrying out the TID's Promotion Plan, the TID Board may contract with VISIT DENVER for the professional staff to provide such services.

TID TERM

The TID shall have perpetual existence. The TID tax shall have a 30-year term, subject to review of its Marketing and Promotions activities as described below. This review mechanism allows for Lodging Businesses to evaluate the TID's effectiveness prior to the end of the term of the tax.

Prior to the 10-year and 20-year anniversaries of the TID's formation, TID Board shall provide notice to its Electors and conduct a hearing to obtain comments on the effectiveness and success of the TID's Marketing and Promotions activities. If the TID Board determines that the Electors do not wish to continue collecting the portion of the TID tax dedicated to Marketing and Promotions, the TID shall call an election to consider this issue. If a majority of Electors so vote, the TID will cease collecting this portion of the TID tax. For the avoidance of doubt, the portion of the TID tax dedicated to the CCC Expansion and CCC Capital Improvements will be

collected for the full 30-year term, regardless of the outcome of any vote held according to this section.

ADDITION OF PROPERTIES TO THE TID

Additional Lodging Businesses will be automatically added to the TID upon creation of a tax account with the Department obligating a new Lodging Business within the tourism improvement district to pay Lodger's Taxes. If any Lodging establishment in the City with fewer than fifty (50) Lodging rooms at the time the TID is created subsequently increases its number of Lodging rooms to fifty (50) or more, the establishment will automatically be added to the TID as a Lodging Business. Conversely, if any Lodging Business included in the TID at the time the TID is created subsequently reduces its number of Lodging rooms to fewer than fifty (50) rooms or no longer holds a Lodger's Tax License, the business will automatically be excluded from the TID.

SUCCESSOR ORGANIZATIONS

In the event that either VISIT DENVER or CHLA-MDLC are no longer in existence, their respective duties related to the TID shall be filled, in the case of VISIT DENVER, by the organization acting as the City's official tourism marketing arm, and in the case of CHLA-MDLC, by the successor organization to CHLA-MDLC as approved by the Board.

DISSOLUTION

The TID may only be dissolved upon request of the Manager of Finance in accordance with the requirements of Sec. 20-420 of the Code.

**PETITION FOR THE CREATION
OF THE DENVER TOURISM IMPROVEMENT DISTRICT (TID)
WITHIN THE CITY AND COUNTY OF DENVER**

The undersigned persons, who maintain a tax account with the Department of Finance ("Department") and are obligated to pay Lodger's Taxes by virtue of ownership of a Lodging Business in the proposed DENVER TOURISM IMPROVEMENT DISTRICT ("TID"), or have been designated by an entity that meets such criteria, hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of the proposed district in accordance with the provisions of Sec. 20-401 *et seq.* of the Denver Revised Municipal Code (the "TID Ordinance"). Capitalized terms used herein shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance.

In support of this petition, petitioners state:

1. The name of the TID shall be the Denver Tourism Improvement District.
2. The boundary of the TID shall be coterminous (identical) with the boundaries of the City and County of Denver ("City") and consist of any business that is engaged in furnishing Lodging at a discrete location in the City, is subject to the requirement to collect and remit Lodger's Taxes under Article IV of Chapter 53 of the Denver Revised Municipal Code (the "Code") and offers fifty (50) or more Lodging rooms at that location (each, a "Lodging Business"). A map of the proposed TID is attached as **EXHIBIT A** hereto for reference.
3. A listing and description of the total number of Lodging Businesses to be initially included within the TID, the street address of each such Lodging Business, the tax account number maintained with the Department obligating such Lodging Businesses to pay Lodger's Taxes, and a map indicating the location of each Lodging Business within the City are attached hereto as **EXHIBIT B**.
4. As authorized by the TID's Initial Plan and within the TID's budget, the TID shall provide the following tourism improvements and services authorized by the TID Ordinance by entering into a contractual multiple-fiscal year financial obligation with the City to provide these improvements and services:

Colorado Convention Center ("CCC") – Expansion and Improvement: The TID will pledge up to \$3,800,000 annually to the City to support an approximately \$129 million Certificate of Participation ("COP") issuance by the City that will be used to expand and improve the CCC. Should the amount necessary to support the COP be less than \$3,800,000 annually, the balance will be directed to marketing and promotions.

Colorado Convention Center – Future Capital Improvements: Beginning in the fourth year of the TID's existence, the TID will allocate one-tenth (1/10th) of the total revenue derived annually from its 1% tax on the purchase of Lodging to a reserve fund to be maintained by the City, that will be used primarily for future Capital Improvements to the CCC, as well as for ancillary Capital Maintenance expenses associated with the future Capital Improvements. These improvements may be cash funded on an annual basis or funds may be accumulated for larger projects over multiple years.

Marketing and Promotions: Any funds not otherwise dedicated to the expansion and improvement of the CCC will be allocated by the TID and the City to the City's official tourism marketing

arm, VISIT DENVER, as provided in an existing contract. VISIT DENVER will use these revenues to help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.

5. Three persons who represent the petitioners on matters relating to this petition and the Initial Plan (defined below) and who have power to enter into agreements relating to the organization of the TID are:

NAME	TITLE
1. Allen Paty	General Manager, Doubletree by Hilton Denver
2. Richard W. Scharf	President & CEO, VISIT DENVER
3. Amie Mayhew	President & CEO, Colorado Hotel & Lodging Association

6. The main funding for the TID's services and improvements will be provided through a tax on the purchase of Lodging at the rate of one percent (1%). Details regarding the TID's participation in services within the TID service area is set forth in the Initial Plan which is attached hereto as **EXHIBIT C** and includes the TID's proposed budget for 2018.

7. As provided in Sec. 20-405 (e) of the TID ordinance, the TID will enter into a contract with the City for the performance of administrative, legal and financial services to assist the TID in the performance of its lawful functions. As provided in Sec. 20-416 of the TID Ordinance, upon formation of the TID and approval of the TID tax by the Electors of the TID, revenues generated by imposition of the TID tax will be collected by the Denver Treasurer in a manner similar to the collection and enforcement of City Lodger's Taxes in order for TID programs to be funded and operational beginning as early as January 2018.

8. The Board of Directors of the TID shall be comprised of seven (7) Electors of the district, of whom two (2) shall be nominated by the Mayor, two (2) shall be nominated by VISIT DENVER, and three (3) shall be nominated by the Colorado Hotel & Lodging Association's Metro Denver Lodging Council. The Board of Directors shall be appointed by the Mayor and confirmed by the City Council. The CEO of VISIT DENVER shall serve as an ex officio nonvoting member of the Board of Directors.

9. This petition is filed with the City and County of Denver with a cash deposit in the amount of Five Hundred Dollars (\$500.00), an amount deemed sufficient to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process the City Council determines that the amount of the initial cash deposit is not sufficient to cover such costs, it may require the deposit of additional cash, in an amount to be determined by the City Council President. Petitioners acknowledge that failure to file additional cash deposit within the time fixed, which shall not be less than twenty (20) days after written notice is provided to petitioners by the City, will result in dismissal of this petition.

WHEREFORE, petitioners respectfully request City Council to approve the organization of the Denver Tourism Improvement District, approve the Initial Plan, which document includes the TID's preliminary 2018 budget, to appoint the initial seven (7) members of the Board of Directors of the TID, and to take such other and further actions as may be necessary to effectuate the organization of the TID in accordance with the laws of the City.




SIGNATURE BLOCK

Each signatory set forth below hereby makes the following self-affirmation: "I state, under penalty of law that to my knowledge and belief the facts stated in the petition are true, that my signature and name are as shown on the petition, and that I have signed this petition or have been duly authorized to sign this petition by the entity named hereunder."

	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
1	11th Avenue Hotel & Hostel	1112 N. Broadway	Denver	80203	238656-040050			
2	All Inn Motel	3015 E. Colfax Ave.	Denver	80206	226277-040056			
3	aloft Hotel Denver Downtown	800 15th St.	Denver	80202	227755-040072			
4	AmericInn Hotel & Suites Denver Airport (formerly Red Lion)	7010 Tower Rd.	Denver	80249	248092-040040			
5	Autograph Collection The Brown Palace Hotel & Spa	321 17th St.	Denver	80202	257515-040039			
5a	Holiday Inn Express Denver Downtown	401 17th St.	Denver	80202	Paid under 257515-040039			
6	Baymont Inn & Suites Denver International Airport	6805 Argonne St.	Denver	80249	289579-040030			
7	Best Inn & Suites	4590 Quebec St.	Denver	80216	255669-040033			

* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
8	Best Western Plus Inn & Suites DIA	7020 Tower Rd.	Denver	80249	244174-040045			
9	Comfort Inn & Suites Stapleton Denver	4685 Quebec St.	Denver	80216	211925-040034			
10	Comfort Inn Denver East	4380 Peoria St.	Denver	80239	251795-040037			
11	Comfort Suites Denver	620 Federal Blvd., Bldg. A	Denver	80204	344809-040036			
12	Country Inn & Suites Denver International Airport	4343 N. Airport Way	Denver	80239	342548-040038			
13	Courtyard Denver Airport	6901 Tower Rd.	Denver	80249	232728-040069			
14	Courtyard Denver Cherry Creek	1475 South Colorado Blvd.	Denver	80222	216240-040062	Bob Doran		7-12-17
15	Courtyard Denver Downtown	934 16th St.	Denver	80202	273453-040041	Terrell V. Keenan		7.12.17
16	Courtyard Denver Stapleton	7415 E. 41st Avenue	Denver	80216	200778-040065			
17	Crowne Plaza Denver	1450 Glenarm Place	Denver	80202	275763-040030	Sasha Jura		6/7/17




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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
18	Days Inn & Suites Denver International Airport	7030 Tower Rd.	Denver	80249	231295-040043			
19	Days Inn Denver Downtown	930 E. Colfax Ave.	Denver	80218	210494-040052			
20	Doubletree Denver	3203 Quebec St.	Denver	80207	240679-040069			
21	DoubleTree Denver Stapleton North	4040 Quebec St.	Denver	80216	274803-040069			
22	Doubletree The Curtis	1405 Curtis St.	Denver	80202	277906-040033			
23	Drury Inn & Suites Denver Stapleton	4550 N. Central Park Blvd	Denver	80238	248699-040030			
24	Embassy Suites Denver Downtown Convention Center	1420 Stout St.	Denver	80202	298382-040032			
25	Embassy Suites Denver International Airport	7001 Yampa St.	Denver	80249	229570-040035			
26	Embassy Suites Denver Southeast	7525 E. Hampden Avenue	Denver	80231	246562-040037			


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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
27	Embassy Suites Denver Stapleton	4444 North Havana	Denver	80239	230677-040053			
28	Extended Stay America Denver Tech Center North	4885 S. Quebec St.	Denver	80237	279328-040044			
29	Fairfield Inn & Suites Denver Airport	6851 Tower Rd.	Denver	80249	341229-040037			
30	Fairfield Inn & Suites Denver Cherry Creek	1680 S. Colorado Blvd.	Denver	80222	260358-040087			
31	Fairfield Inn & Suites Denver Downtown	2747 Wyandot St.	Denver	80211	343760-040031	<i>Danielle Zuydat</i>		7/11/17
32	Four Seasons Denver	1111 14th St.	Denver	80202	239178-040043			
33	Grand Hyatt Denver	1750 Welton St.	Denver	80202	260672-040064	<i>MAE STEKUNG</i>		7/6/17
34	Halcyon	245 N. Columbine	Denver	80206	302629-040030	<i>Ame Anderson</i>		7/12/17
35	Hampton Denver Speer Boulevard	2728 Zuni St.	Denver	80211	264368-040066			
36	Hampton Inn & Suites Denver Downtown Convention Center	550 15th Street	Denver	80202	248947-040036			

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
37	Hampton Inn Denver International Airport	6290 Tower Rd.	Denver	80249	292506-040036			
38	Hampton Inn Suites Denver Airport Gateway Park	4310 Airport Way	Denver	80239	248316-040056			
39	Hampton Inn Suites Denver Downtown	1845 Sherman St.	Denver	80203	345650-040033			
40	Hampton Inn Suites Denver Tech Center	5001 S. Ulster St.	Denver	80237	273277-040049			
41	Hilton Garden Inn Denver Downtown	1400 Welton St.	Denver	80202	294624-040037			
42	Hilton Garden Inn Denver Tech Center	7675 E. Union Ave.	Denver	80237	231890-040031			
43	Holiday Inn Denver Cherry Creek	455 South Colorado Blvd.	Denver	80246	266750-040065	<i>Jonathan Kinsely</i>		7.12.12
44	Holiday Inn Denver East Stapleton	3333 East Quebec St.	Denver	80207	285833-040033			
45	Holiday Inn Express & Suites Denver Airport	6910 Tower Rd.	Denver	80249	275296-040040			
46	Holiday Inn Express & Suites Denver East Peoria Street	12140 E. 45th Ave.	Denver	80239	255628-040030			

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47	Holiday Inn Hotel & Suites Denver Airport	6900 Tower Rd.	Denver	80249	215187-040041			
48	Home2 Suites Denver International Airport	6792 Tower Rd.	Denver	80249	342547-040037			
49	Homewood Suites Denver Downtown Convention Ctr	550 15th St.	Denver	80202	242883-040035			
50	Homewood Suites Denver International Airport	4210 Airport Way	Denver	80239	268463-040064			
51	Hotel Indigo Denver Downtown	1801 Mewatta St.	Denver	80202	343335-040033			
52	Hotel Teatro	1100 14th St.	Denver	80202	252398-040071			
53	Hyatt House Denver Airport	18741 E. 71st Ave.	Denver	80249	346996-040037			
54	Hyatt House Denver Downtown	440 14th St.	Denver	80202	269989-040035			
54a	Hyatt Place Denver Downtown	440 14th St.	Denver	80202	Paid under 269989-040035			



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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
55	Hyatt Regency Denver Convention Center	650 15th St.	Denver	80202	234301-040084	<i>Greg Leavitt</i>	<i>[Signature]</i>	7.15.17
56	Hyatt Regency Tech Center	7800 E. Tufts Ave. Pkwy.	Denver	80237	342965-040035		<i>[Signature]</i>	
57	JW Marriott Denver Cherry Creek	150 Clayton Lane	Denver	80206	255364-040051	<i>Sam L. Wilson</i>	<i>[Signature]</i>	7.12.17
58	Kimpton Hotel Born	1600 Wewatta St.	Denver	80202	347390-040036			
59	Kimpton Hotel Monaco Denver	1717 Champa	Denver	80202	285161-040105			
60	La Quinta Inns & Suites Denver Central	3500 Park Ave W.	Denver	80216	226590-040061			
61	La Quinta Inns & Suites Denver Cherry Creek	1975 S. Colorado Blvd.	Denver	80222	282662-040069			
62	La Quinta Inns & Suites Denver Gateway Park	4460 Peoria St.	Denver	80239	221281-040045			
63	La Quinta Inns & Suites Denver International Airport	6801 Tower Rd.	Denver	80249	218735-040065			

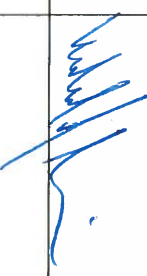

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
64	Magnolia Hotel Denver	818 17th St.	Denver	80202	286711-040066			7/6/17
65	Marriott Denver City Center	1701 California St.	Denver	80202	204744-040064			
66	Marriott Denver Tech Center	4900 S. Syracuse	Denver	80237	285544-040034			
67	Microtel Inn & Suites by Wyndham Denver	18600 E. 63rd Ave.	Denver	80249	205568-040036			
68	Motel 6 Denver Airport	12020 E. 39th Ave.	Denver	80239	215997-040039			
69	Motel 6 Denver Central Federal Boulevard	3050 W. 49th Ave.	Denver	80221	237626-040032			
70	Quality Inn & Suites Denver Stapleton	3737 Quebec St.	Denver	80207	290769-040033			
71	Quality Inn & Suites Near DIA Denver	6890 Tower Rd.	Denver	80249	265506-040032			
72	Quality Inn Denver Central	200 W. 48th Ave.	Denver	80216	275261-040046			


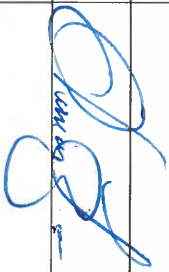
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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
73	Radisson Hotel Denver Central	4849 Bannock St.	Denver	80216	287477-040057			
74	Ramada Denver Downtown	1150 E. Colfax Ave.	Denver	80218	227402-040039			
75	Ramada Denver International Airport	6210 Tower Rd.	Denver	80249	216118-040060			
76	Ramada Denver Midtown	2601 Zuni St.	Denver	80211	234303-040060			
77	Renaissance Denver Downtown City Center Hotel	918 17th St.	Denver	80202	241671-040035	Michael Demison		7/6/2017
78	Renaissance Denver Stapleton Hotel	3801 Quebec St.	Denver	80207	296423-040030			
79	Residence Inn Denver City Center	1725 Champa St.	Denver	80202	246401-040037			
80	Residence Inn Denver Downtown	2777 Zuni St.	Denver	80211	250435-040088			
81	Residence Inn Denver Stapleton	4667 North Central Park Blvd	Denver	80238	300638-040052			
82	Ritz-Carlton Denver	1881 Curtis St.	Denver	80202	266454-040082	Grant Dipina		7/6/17

* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

Each signatory set forth below hereby makes the following self-affirmation: "I state, under penalty of law that to my knowledge and belief the facts stated in the petition are true, that my signature and name are as shown on the petition, and that I have signed this petition or have been duly authorized to sign this petition by the entity named hereunder."

	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
83	Rodeway Inn Airport South Denver	3975 Peoria Way	Denver	80239	219655-040034			
84	Sheraton Hotel Denver	1550 Court Place	Denver	80202	260440-040061	Tony Duru		7-6-2017
85	Springhill Suites Denver Airport	18350 E. 68th Ave.	Denver	80249	341299-040038			
86	Springhill Suites Denver Downtown	1190 Auraria Parkway, Suite A	Denver	80204	205853-040031			
87	Star Motel	3850 Peoria St.	Denver	80239	254049-040067			
88	Stay Inn	12033 E. 38th Ave.	Denver	80239	277508-040031			
89	Staybridge Suites DIA	6951 Tower Rd.	Denver	80249	250493-040068	Tom Kyeid		7-12-17
90	Staybridge Suites Denver Stapleton	8101 Northfield Blvd.	Denver	80238	237768-040095			
91	Super 8 Denver	7201 E. 36th Ave.	Denver	80207	203703-040039			
92	The Art Hotel	1201 Broadway	Denver	80203	269546-040036			

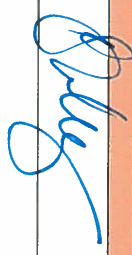
* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

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	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
93	The Crawford Hotel	1701 Wynkoop St.	Denver	80202	248737-040031			
94	The Maven	1800 Wazee St.	Denver	80202	302735-040030	<i>GERY LINE</i>	<i>[Signature]</i>	<i>7.6.17</i>
95	The Oxford Hotel	1600 17th St.	Denver	80202	345279-040034			
96	The Timbers Hotel	4411 Peoria St.	Denver	80239	229258-040047			
97	TownePlace Suites Denver Airport @ Gateway Park	4100 Kittredge St.	Denver	80239	205507-040037			
98	TownePlace Suites Denver Downtown	685 Speer Blvd.	Denver	80204	292407-040036			
99	TownePlace Suites Denver Southeast	3699 S. Monaco Pkwy.	Denver	80237	292406-040035			
100	Traveler Inn	4765 Federal Blvd.	Denver	80211	345838-040037			
101	Warwick Denver Hotel	1776 Grant St.	Denver	80203	220614-040064			
102	Western Motor Inn	4757 Vasquez Blvd E.	Denver	80216	210401-040078			
103	Westin Denver Downtown	1672 Lawrence St.	Denver	80202	280748-040064			

* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

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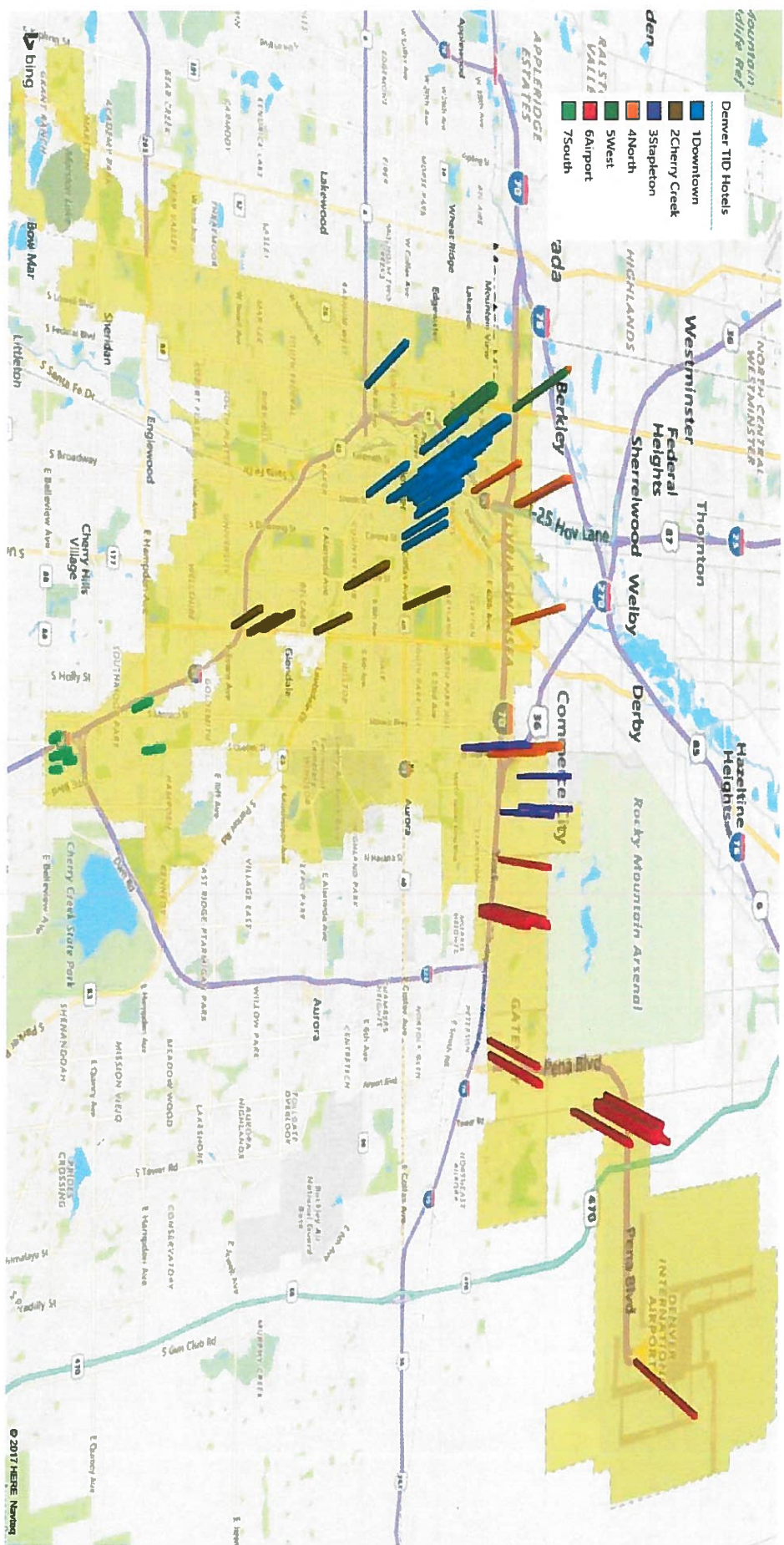
	NAME OF LODGING BUSINESS	ADDRESS	CITY	ZIP CODE	TAX ACCOUNT NO.	AUTHORIZED MANAGER*	SIGNATURE OF AUTHORIZED MANAGER	DATE OF SIGNATURE
104	Westin Denver International Airport	8300 Pena Boulevard	Denver	80249	292647-040030	Tom Curley		7/6/17
105	AC Hotels by Marriott Denver	750 15th St.	Denver	80202	347545-040030			
105a 106	Le Meridien Denver Downtown	1475 California St.	Denver	80202	paid under 347545-040030			

* "Authorized Manager" means the person who exercises overall responsibility to manage the day-to-day operations of a specific Lodging Business, and is authorized by the Lodging Business to sign a petition for the inclusion of the Lodging Business in a tourism improvement district.

EXHIBIT A

MAP OF THE TID

[See attached.]



Denver TID Hotels

- 1 Downtown
- 2 Cherry Creek
- 3 Stapleton
- 4 North
- 5 West
- 6 Airport
- 7 South

EXHIBIT B
LODGING BUSINESSES

[See attached.]

EXHIBIT C

INITIAL PLAN

Denver Tourism Improvement District (TID) Initial Plan

TID NAME

The TID shall operate as the Denver Tourism Improvement District ("TID").

LEGAL AUTHORITY

A TID in Denver is organized pursuant to the provisions of Sec. 20-401 *et seq.* (the "TID Ordinance") of the Denver Revised Municipal Code (the "Code"). Capitalized terms used herein shall have the same meaning as is provided in Sec. 20-404 of the TID Ordinance. The TID is legally created by adoption of a Creation Ordinance following public notice and a hearing, preceded by the filing of a petition to Denver City Council when the following threshold is met:

- Authorized Managers representing at least thirty percent (30%) of the Lodging Businesses to be included in the district sign the petition for organization.

Following the adoption of the Creation Ordinance by Denver City Council, a TABOR election must be held to authorize the TID tax on the sale of lodging and any multiple-year fiscal obligations of the district.

TID PURPOSE

The TID creation process has been a collaborative effort by the Denver hospitality community and the City of and County of Denver (the "City"). Creation of the TID is the direct result of identification of a lack of funding necessary to competitively promote the City as a travel and convention destination and to complete needed Capital Improvements to the Colorado Convention Center ("CCC").

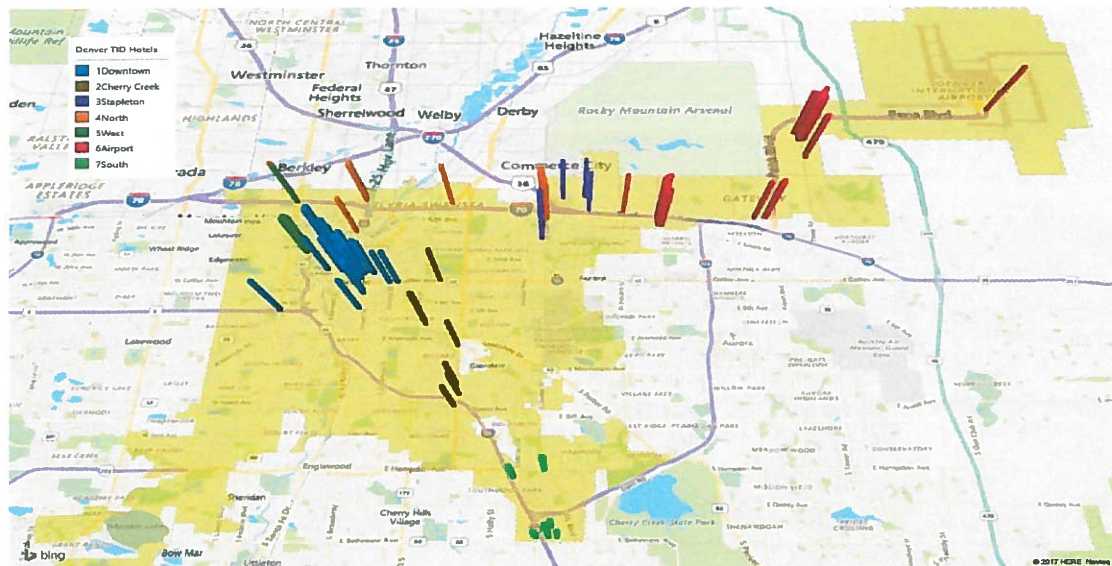
The TID's goals are to:

- Help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.
- Support expansion of and ongoing Capital Improvements to the CCC, including ancillary Capital Maintenance expenses associated with these future Capital Improvements.

TID BOUNDARIES

The TID boundaries shall be the corporate limits of the City as depicted on the attached map, and consist of any business that is required to collect and remit Lodger's Taxes under Article IV of Chapter 53 of the Denver Revised Municipal Code (the "Code") and offers fifty (50) or more Lodging rooms at that location (each, a "Lodging Business").

The following map illustrates these boundaries:



TID SERVICES

The services that the TID is authorized to provide have been developed and prioritized by the Lodging Businesses located within the TID and include the following Tourism Improvements and Services, as that term is defined in Sec. 20-404(15) of the TID Ordinance, and as further authorized by the TID's Initial Plan and budget:

Colorado Convention Center – Expansion and Improvement: The TID will pledge up to \$3,800,000 annually to the City to support an approximately \$129 million Certificate of Participation (“COP”) issuance by the City that will be used to expand and improve the CCC. Should the amount necessary to support the COP be less than \$3,800,000 annually, the balance will be directed to marketing and promotions.

Colorado Convention Center – Future Capital Improvements: Beginning in the fourth year of the TID's existence, the TID will allocate one-tenth (1/10th) of the total revenue derived annually from its 1% tax on the purchase of Lodging to a reserve fund to be maintained by the City, that will be used primarily for future Capital Improvements to the CCC, as well as for ancillary Capital Maintenance expenses associated with the future Capital Improvements. These improvements may be cash funded on an annual basis or funds may be accumulated for larger projects over multiple years.

Marketing and Promotions: Any funds not otherwise dedicated to the expansion or improvement of the CCC will be allocated by the TID and the City to the City's official tourism marketing arm, VISIT DENVER as provided in an existing contract. VISIT DENVER will use these revenues to help bring convention and leisure visitors to Denver for the economic benefit of the City, the community and the Lodging Businesses.

It is intended that the above-described funding allocations will remain unchanged for the term of the TID.

TID REVENUE AND BUDGETING

Subject to the approval of the Electors of the TID at an election occurring on November 7, 2017, funding for the TID's services and improvements will be provided through a tax on the purchase of Lodging at the rate of one percent (1%).

Each year, the TID Board will go through a process to approve the TID budget and Annual Plan. This occurs through the following:

- By September 1, the TID Board may hold a hearing and must file the Annual Plan and budget with the City for the next year.
- After receipt of all required information from the TID, the City has until October 10 to approve, reject or request modification of the operating plan. The City may request further information from the TID Board as needed. All final information must be filed and approved no later than November 15.

Beginning in the first year in which TID revenues are allocated for future CCC Capital Improvements, the TID Board will include in its budget and Annual Plan a work program addressing how such funds are recommended by the TID Board to be used.

TID PROMOTIONAL PLAN

The Marketing and Promotions services to be funded by the TID tax will be carried out by VISIT DENVER operating under contract with the City to utilize TID tax revenue for tourism and convention marketing and promotions in combination with other City tax revenues that are also paid to VISIT DENVER for these purposes. VISIT DENVER shall annually prepare a marketing and promotions operating plan and budget for use of TID tax revenue, which it will present to the TID Board by September 1 for approval. VISIT DENVER will meet with the TID Board bi-annually to evaluate its year-to-date-performance.

TID INITIAL BUDGET

In its first year of operations, the TID is projected to raise approximately \$8,700,000. The proposed first year TID budget is as follows:

Year One Proposed TID Tourism Improvements and Services	Budget Amount
Colorado Convention Center – Expansion	\$3,800,000 (not to exceed)
Administration and Operations (1%)	\$87,000
Marketing and Promotions	Balance of revenues
TOTAL	\$8,700,000

Each year the TID Board shall be responsible for presenting financial accounting to the City for the previous year's TID work.

MULTIPLE-FISCAL YEAR OBLIGATIONS

The TID shall not have the power to incur bonded debt or indebtedness in any other form; but will have the power to enter into contractual multiple-fiscal year financial obligations within the meaning of Article X, Section 20(4)(b) of the Colorado Constitution, subject to the approval of the electors of the district. Such election will comply with all applicable legal requirements, including the TABOR Amendment. In addition to the question of the approval of the TID tax at the November 7, 2017 election, the TID intends to ask that the Electors of the District to approve a multiple-fiscal year obligation to pledge all revenue derived from the TID tax to the City in order to fund the CCC improvements and the Marketing and Promotions services provided in this Initial Plan.

ELECTOR PARTICIPATION

VISIT DENVER and the Colorado Hotel & Lodging Association's Metro Denver Lodging Council ("CHLA-MDLC") have engaged the district's Electors in a variety of ways in order to encourage broad industry participation in the formation of the TID. Methods of engagement include the following:

- All Electors have been invited to in-person meetings to discuss the TID formation
- All Electors have received correspondence providing information about the TID and inviting participation and feedback.

TID GOVERNANCE

The TID Board will consist of seven (7) appointed members who are also Electors of the TID. "Elector" is defined in Section Sec. 20-404 of the TID Ordinance. The following members are to be included in this mix:

- Two (2) shall be nominated by the Mayor
- Two (2) shall be nominated by VISIT DENVER
- Three (3) shall be nominated by CHLA-MDLC
- The CEO of VISIT DENVER shall serve as an ex officio nonvoting member of the Board of Directors.

The initial board members of the TID are proposed to be:

Board Member	Nominated By
1. Tom Curley, Westin DIA	Mayor
2. Greg Leonard, Hyatt Regency Denver at Colorado Convention Center	Mayor
3. Navin Dimond, Stonebridge	VISIT DENVER
4. Walter Isenberg, Sage Hospitality	VISIT DENVER
5. Allen Paty, Doubletree by Hilton	CHLA-MDLC

Denver	
6. Bill Ninivaggi, Denver Marriott City Center	CHLA-MDLC
7. Paul Eckert, White Lodging	CHLA-MDLC
Richard W. Scharf	CEO of VISIT DENVER (ex officio and nonvoting)

The terms of office shall be staggered to encourage continuity in TID governance. The length of the term is three (3) years.

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

- The TID Board shall provide the City with one or more recommended nominees to fill the vacancy.
- The City shall review the recommendation and may require additional information from the Board or the nominee. In accordance with the TID Ordinance, the Mayor and City Council will approve all TID appointments.

TID MANAGEMENT STRUCTURE

The TID expects to contract with the City for the performance of administrative, legal and financial services to assist the TID in the performance of its lawful functions. Any such contract will allow the City to retain one percent (1%) of TID tax revenue to pay for City costs associated with administering the contract. As provided in Sec. 20-416 of the TID Ordinance, upon formation of the TID and approval of the TID tax by the Electors of the TID, revenues generated by imposition of the excise tax of the TID will be collected by the Denver Treasurer in a manner similar to the collection and enforcement of City Lodger’s Taxes. The TID does not expect to hire any staff. To the extent that the TID Board determines that it needs additional administrative support for carrying out the TID’s Promotion Plan, the TID Board may contract with VISIT DENVER for the professional staff to provide such services.

TID TERM

The TID shall have perpetual existence. The TID tax shall have a 30-year term, subject to review of its Marketing and Promotions activities as described below. This review mechanism allows for Lodging Businesses to evaluate the TID’s effectiveness prior to the end of the term of the tax.

Prior to the 10-year and 20-year anniversaries of the TID’s formation, TID Board shall provide notice to its Electors and conduct a hearing to obtain comments on the effectiveness and success of the TID’s Marketing and Promotions activities. If the TID Board determines that the Electors do not wish to continue collecting the portion of the TID tax dedicated to Marketing and Promotions, the TID shall call an election to consider this issue. If a majority of Electors so vote, the TID will cease collecting this portion of the TID tax. For the avoidance of doubt, the portion of the TID tax dedicated to the CCC Expansion and CCC Capital Improvements will be

collected for the full 30-year term, regardless of the outcome of any vote held according to this section.

ADDITION OF PROPERTIES TO THE TID

Additional Lodging Businesses will be automatically added to the TID upon creation of a tax account with the Department obligating a new Lodging Business within the tourism improvement district to pay Lodger's Taxes. If any Lodging establishment in the City with fewer than fifty (50) Lodging rooms at the time the TID is created subsequently increases its number of Lodging rooms to fifty (50) or more, the establishment will automatically be added to the TID as a Lodging Business. Conversely, if any Lodging Business included in the TID at the time the TID is created subsequently reduces its number of Lodging rooms to fewer than fifty (50) rooms or no longer holds a Lodger's Tax License, the business will automatically be excluded from the TID.

SUCCESSOR ORGANIZATIONS

In the event that either VISIT DENVER or CHLA-MDLC are no longer in existence, their respective duties related to the TID shall be filled, in the case of VISIT DENVER, by the organization acting as the City's official tourism marketing arm, and in the case of CHLA-MDLC, by the successor organization to CHLA-MDLC as approved by the Board.

DISSOLUTION

The TID may only be dissolved upon request of the Manager of Finance in accordance with the requirements of Sec. 20-420 of the Code.