URBAN DRAINAGE AND FLOOD CONTROL DISTRICT

Paul A. Hindman, Executive Director
2480 W. 26th Avenue, Suite 156B
Denver, CO 80211-5304

Telephone 303-455-6277
Fax 303-455-7880
www.udfcd.org

April 25, 2016

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

CITY AND COUNTY OF DENVER

Dear Ms. Huggins, Mr. Caplan, and Denver:

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

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

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

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

Working with you since 1969

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

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

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

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

Respectfully,

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

ACKNOWLEDGED AND AGREED:

DENVER URBAN RENEWAL AUTHORITY   CITY AND COUNTY OF DENVER

By:_____   By:_____
   [Phillip Caplan]
   Chair

Date: _____   Date: _____