

RESOLUTION NO. 157 - 22

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF COLORADO SPRINGS, COLORADO APPROVING THE PROPOSED 2023 OPERATING PLAN AND BUDGET FOR THE CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT

WHEREAS, the City Council approved an amended Special District Policy (the "Policy"), on August 9, 2022 (Resolution 111-22), providing for certain financial and other limitations in the use of special districts as an available method in financing public infrastructure; and

WHEREAS, also on August 9, 2022 City Council approved an amended model template for submission of the operating plan and budgets required to be annually approved for business improvement district pursuant to Section 31-25-1211 Colorado Revised Statutes; and

WHEREAS, the Catalyst Campus Business Improvement District (the "District") was originally created by Ordinance No. 21-75 adopted on September 28, 2021 along with approval of an initial operating plan and budget; and

WHEREAS, since that time, the District has submitted and Council has annually approved, operating plans and budgets for this District; and

WHEREAS, the District has submitted for review, and City Council has reviewed a proposed 2023 operating plan and budget ("2023 Operating Plan and Budget") for this District; and

WHEREAS, the District, requests approval of this 2023 Operating Plan and Budget.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF COLORADO SPRINGS THAT:

Section 1. The above and foregoing recitals are incorporated herein by reference and are adopted as findings and determinations of the City Council.

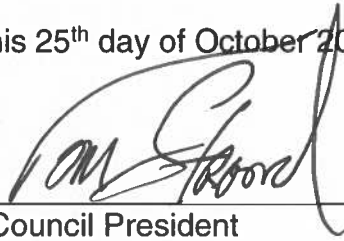
Section 2. This 2023 Operating Plan and Budget (attached as Exhibit 1) is hereby approved.

Section 3. The total debt of this District shall not exceed 10 percent of the total assessed valuation of the taxable property within the District, without the requirement for

separate City Council authorization adopted by an affirmative vote of no less than 2/3rds of the members of the entire City Council.

Section 4. This Resolution shall be effective upon its approval by City Council.

DATED at Colorado Springs, Colorado, this 25th day of October 2022.



Council President

ATTEST:



Sarah B. Johnson, City Clerk

**2023 OPERATING PLAN AND
BUDGET**

**CATALYST
CAMPUS BUSINESS
IMPROVEMENT
DISTRICT**

City of Colorado Springs, El Paso County, Colorado

TABLE OF CONTENTS

1. PURPOSE AND SCOPE OF THIS DISTRICT	1
A. Requirement for this Operating Plan	1
B. What Must Be Included in the Operating Plan?	1
C. Purposes	1
D. Ownership of Property or Major Assets	1
E. Contracts and Agreements	1
2. ORGANIZATION AND COMPOSITION OF THE BOARD OF DIRECTORS	2
A. Organization.....	2
B. Governance.	2
C. Current Board.....	2
D. Term Limits.	2
E. Advisory Board.....	2
3. BOUNDARIES, INCLUSIONS AND EXCLUSIONS	3
4. PUBLIC IMPROVEMENTS	3
5. ADMINISTRATION, OPERATIONS, SERVICES PROPERTY OWNERSHIP AND MAINTENANCE.....	3
6. FINANCIAL PLAN AND BUDGET	3
A. 2023 Budget.....	3
B. Authorized Indebtedness.....	3
C. Maximum Debt and Operating Mill Levies.....	4
D. District Revenues	4
E. Existing Debt Obligations.....	4
F. Future Debt Obligations.....	4
G. Developer Funding Agreements	4
H. Other Financial Obligations	5
I. City Charter Limitations	5
J. Limited -Default Provisions.....	5
K. Privately Placed Debt and Related Party Privately Placed Debt	5
L. End User Fee Limitation	5
M. Debt Not an Obligation of the City.....	6
N. Land Development Entitlements.....	6
7. MUNICIPAL OVERSIGHT OF DISTRICT ACTIVITIES	6
A. Audit	6
B. SID Formation	6
C. City Authorization Prior to Debt Issuance.....	6
D. Public Improvement Fees	6
E. Condemnation	6
F. Concealed Carry Prohibition.....	7
G. Eligible Expenses or Costs for Reimbursement.....	7
H. Intergovernmental Agreements.....	7
I. Overlapping Districts	7
8. 2023 ACTIVITIES, PROJECTS AND CHANGES	7
A. Activities	7
B. Projects and Public Improvements	8

C. Summary of 2022 Activities and Changes from Prior Year 8
9. DISCLOSURE AND COMMUNICATION..... 8
10. DISSOLUTION..... 8
11. CONCLUSION 8

EXHIBIT A - Director Contact Information

EXHIBIT B – BID Budget 2023

General Fund

Capital Projects Fund

Debt Service Fund

EXHIBIT C – District Boundary Map

EXHIBIT D – Terms and Definitions

2023
OPERATING PLAN FOR THE
CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT

1. PURPOSE AND SCOPE OF THIS DISTRICT

A. *Requirement for this Operating Plan.*

The Business Improvement District Act, specifically Section 31-25-1211, C.R.S., requires that the Catalyst Campus Business Improvement District (the "District") file an operating plan and budget with the City Clerk no later than September 30 of each year.

Under the statute, the City is to approve the operating plan and budget within 30 days of the submittal of all required information.

The District operates under the authorities and powers allowed under the Business Improvement District Act, Section 31-25-1201, et seq., C.R.S., as amended, as further described and limited by this Operating Plan.

B. *What Must Be Included in the Operating Plan?*

Pursuant to the provisions of the Business Improvement District Act, Section 31-25-1201, et seq., C.R.S. , as amended, this Operating Plan specifically identifies (1) the composition of the Board of Directors, (2) the services and improvements to be provided by the District, (3) the taxes, fees, and assessments to be imposed by the District, (4) the estimated principal amount of the bonds to be issued by the District, and (5) such other information as the City may require.

The District's original 2021-2022, and subsequent Operating Plans, previously approved by the City, are incorporated herein by reference, and shall remain in full force and effect except as specifically or necessarily modified hereby.

C. *Purposes.*

As may be further articulated in prior year's Operating Plans, the ongoing and/or contemplated purposes of this District for 2023 include financing, acquisition, construction, completion, installation, replacement, and/or operation and maintenance of certain services and public improvements allowed under Colorado law for business improvement districts.

D. *Ownership of Property or Major Assets.*

The District expects to own public improvements as constructed if such improvements are not otherwise dedicated to other public entities for operation and maintenance.

E. *Contracts and Agreements.*

- *Facilities Funding and Acquisition Agreement* between the District and The O'Neil Group Company, LLC dated December 20, 2021.

- *Reimbursement Agreement (Operations)* between the District and The O’Neil Group Company, LLC dated December 20, 2021.
- *Intergovernmental District Facilities Construction and Service Agreement* between the District and Catalyst Campus Metropolitan District Nos. 1 and 2 dated December 20, 2021.
- Agreements for routine and ongoing administration and compliance (e.g., legal services; accounting)

2. ORGANIZATION AND COMPOSITION OF THE BOARD OF DIRECTORS

A. *Organization.*

The Catalyst Campus Business Improvement District was organized by the City of Colorado Springs, Colorado by Ordinance No. 21-75 on September 28, 2021.

B. *Governance.*

The District is governed by an elected board of directors.

C. *Current Board.*

The persons who currently serve as the Board of Directors are:

- 1) Scott Lamphear
- 2) Julie Brooks
- 3) *Vacant*
- 4) *Vacant*
- 5) *Vacant*

Director and other pertinent contact information is provided in Exhibit A. The District hereby request that the City take action to appoint the following individuals to the vacant seats on the Board of Directors:

- 1) Robert Patterson
- 2) Patrick Stephens
- 3) Andrew Merritt

D. *Term Limits.*

Directors were authorized to serve without limitation on their terms in the November 2, 2021 election.

E. *Advisory Board.*

The Board of Directors may appoint one or more advisory boards to assist the Board of Directors on such matters as the Board of Directors desires assistance. The Board of Directors shall, upon the appointment of an advisory board, set forth its duties, duration, and membership. The Board of Directors may provide rules of procedure for the advisory board or may delegate to the advisory board the authority to provide such rules. No advisory boards have yet been appointed.

3. BOUNDARIES, INCLUSIONS AND EXCLUSIONS

The District currently includes approximately 15.545 acres with boundaries as depicted in Exhibit C. In the coming years, the District anticipates inclusion and exclusion requests as development within the District occurs.

4. PUBLIC IMPROVEMENT

The Public Improvements that the District anticipates it will construct, install or cause to be constructed and installed, include those Public Improvements the costs of which may, in accordance with the Business Improvement District Act, Section 31-25-1201, et seq., C.R.S., lawfully be paid for by the District, including, without limitation, water services, safety protection devices, sanitation services, street improvements, curbs, gutters, culverts, drainage facilities, sidewalks, parking facilities, paving, lighting, grading, landscaping and storm and wastewater management facilities and associated land acquisition and remediation (the "Public Improvements"). The costs of such Public Improvements, including costs of design, acquisition, construction and financing, are referred to herein as the "Public Improvement Costs."

5. ADMINISTRATION, OPERATIONS, SERVICES PROPERTY OWNERSHIP AND MAINTENANCE

The District shall provide for ownership, operation, and maintenance of public improvements directly or by contract with other units of government or the private sector. The District does not have any employees and contracts for all services.

6. FINANCIAL PLAN AND BUDGET

A. *2023 Budget.*

The 2023 Budget for the District is attached as Exhibit B.

B. *Authorized Indebtedness.*

The District held an election on November 2, 2021 for the purpose of authorizing debt, taxes, revenue limits, spending limits, special assessments, and such other matters necessary for the implementation of Art. X, Sec. 20 of the Colorado Constitution and the Operating Plan. The initial maximum debt authorization for the District is \$90,000,000. The initial maximum debt authorization amount is the aggregate debt authorization for the District and the Catalyst Campus Metropolitan District Nos. 1 & 2. The District shall not issue debt in excess of the initial maximum debt authorization amount without the City's express prior approval. The initial maximum debt authorization is expected to provide the District with sufficient debt capacity to finance the proposed public improvements for the entire project. The total cost of the proposed Public Improvements for the project is anticipated to be allocated between the District and the Catalyst Campus Metropolitan District Nos. 1 & 2 as appropriate and as development occurs.

C. *Maximum Debt and Operating Mill Levies.*

The District's taxing ability shall be constrained to a mill levy limitation of up to 50 mills for debt service and up to 10 mills for general operations and administrative expenses due to the on-going operations and maintenance the District will undertake within its boundaries; provided, that if on or after January 1, 2006, there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement; the mill levy limitations may be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenue generated by the mill levy, as adjusted for changes occurring after January 1, 2006, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

D. *District Revenues.*

The District currently receives developer funding as its primary revenue sources and anticipated deriving future revenues from property taxes. The District may also be the beneficiary of revenues derived from a privately imposed public improvement fee.

E. *Existing Debt Obligations.*

The District has not issued any debt.

F. *Future Debt Obligations.*

The District does not anticipate issuing any debt in 2023.

G. *Developer Funding Agreements.*

Developer Funding Agreements entered into by this District after January 1, 2023 shall be limited to a term of no greater than twenty (20) years, from the time of the first such agreement, after which time any remaining balances must be either converted to Debt or shall no longer be considered an obligation of the District. The Interest Rate on any Agreements initially entered into, or with additional costs added to after January 1, 2023, shall not exceed the Index Rate plus 400 basis points, and interest shall only accrue on the principal balance.

On December 20, 2021, the District entered into a Facilities Funding and Acquisition Agreement (the "Acquisition Agreement") with The O'Neil Group Company, LLC (the "Developer"). Pursuant to the terms set forth in this Acquisition Agreement, Developer agrees to design, construct, and complete public improvements in full conformance with the design standards and specification as established by the City of Colorado Springs and any other applicable entities having jurisdiction, to be approved, verified, and acquired by the District. Subject to the receipt of funding and in accordance with the terms of the Acquisition Agreement, the District agrees to make payment to Developer for all costs related the public improvements, including but not limited to

organizational costs, all costs of design, testing, engineering, construction, and related consultant fees, plus simple interest thereon to be accrued at the rate of 8% from the date of expenditure through the date of repayment.

On December 20, 2021, the District entered into a Reimbursement Agreement (Operations) (the "Reimbursement Agreement") with the Developer. Pursuant to the terms set forth in the Reimbursement Agreement, the Developer provides monetary advances to the District for administrative and operational expenses of the District, including but not limited to management fees, legal fees, financial consulting fees, engineering fees, and general operations and maintenance costs related to the public purposes of the District. Subject to the availability of funding and in accordance with the terms of the Reimbursement Agreement, the District agrees to pay reimbursements, plus interest on outstanding amounts due at the annual rate of 8% simple interest beginning on the date of advance to the date of repayment.

The aggregate outstanding balance under the Acquisition Agreement and Reimbursement Agreement is \$ 132,455.25.

H. *Other Financial Obligations.*

The District may enter into agreements, including reimbursement or similar agreements and leases, as well as agreements for ongoing services such as legal, administration, compliance, budget, audit, etc.

I. *City Charter Limitations.*

In accordance with 7-100 of the City Charter, the District shall not issue any Debt instrument for any purpose other than construction of capital improvements with a public purpose necessary for development. As set forth in 7-100 of the City Charter, the total Debt of any proposed District shall not exceed 10 percent of the total assessed valuation of the taxable property within the District unless approved by at least a two-thirds vote of the entire City Council.

J. *Limited -Default Provisions.*

Limited tax general obligation bonds issued by the District shall be structured and/or credit enhancements provided such that the bonds cannot default as long as the District is imposing the required maximum allowed mill levy.

K. *Privately Placed Debt and Related Party Privately Placed Debt.*

Prior to the issuance of any Privately Placed Debt for capital related costs, the District shall obtain the certification of an External Financial Advisor regarding the fairness and feasibility of the interest rate and the structure of the Debt. The Interest Rate for Related Party Privately Placed Debt shall not exceed the Index Rate by more than 400 basis points. Related Party Privately Placed Debt shall not be issued with an optional call date of greater than five (5) years from the date of issuance.

L. *End User Fee Limitation.*

The District shall not impose an End User Fee for the purpose of servicing District Debt without prior approval of City Council.

M. *Debt Not an Obligation of the City.*

The Debt of the District will not constitute a Debt or obligation of the City in any manner. The faith and credit of the City will not be pledged for the repayment of the debt of the District. This will be clearly stated on all offering circulars, prospectus, or disclosure statements associated with any securities issued by the District.

N. *Land Development Entitlements.*

The District shall not issue Debt, enter into any other Long Term Financial Obligation or certify a Debt Mill Levy unless a Land Development Entitlement has been approved for the Property.

7. MUNICIPAL OVERSIGHT OF DISTRICT ACTIVITIES

A. *Audit.*

The District agrees to submit a 2022 audit to the City Finance Department no later than March 1st performed by an independent certified public accounting firm. Even if the State grants an audit exemption, the District must submit an annual audit as specified above.

B. *SID Formation.*

The District affirms that it will provide an Amended Operating Plan and seek prior approval of City Council prior to formation of any Special Improvement District or Authority within its boundaries in the future.

C. *City Authorization Prior to Debt Issuance.*

In accordance with the City's Special District Policy, and notwithstanding any statements of intent in the Budget and Operating Plan, this District shall request and obtain approval of City Council prior to issuance of any Debt in accordance with the financing plan for the District as previously approved. The standards for City approval shall generally be consistency with the City's Special District Policy as it may be amended along with the most recently approved operating plan and budget and any requirements or limitations contained therein to the extent that they are consistent with the financing plans for the District.

D. *Public Improvement Fees.*

This District may utilize revenues from a public improvement fee pursuant to this and the 2021-2022 Operating Plan.

E. *Condemnation.*

The Colorado Revised Statutes do not authorize BIDs to use powers of eminent domain. The exercise of eminent domain authority by any City-authorized district is also specifically prohibited without express prior City Council approval.

F. *Concealed Carry Prohibition.*

The District shall not adopt or enact an ordinance, resolution, rule or other regulation that prohibits or restricts an authorized permittee from carrying a concealed handgun in a building or specific area under the direct control or management of the District as provided in C.R.S. § 18-12-214.

G. *Eligible Expenses or Costs for Reimbursement.*

In addition to any limits or prohibitions contained in Colorado Revised Statutes, the District shall not issue debt for or otherwise fund any costs or expenses not allowed for by the Special District Policy.

H. *Intergovernmental Agreements.*

On December 20, 2021, the District entered into an Intergovernmental District Facilities Construction and Service Agreement with Catalyst Campus Metropolitan District Nos. 1 and 2 (the "Financing Districts"). This purpose of this Agreement is to set forth the rights and obligations of the Financing District to fund the public improvements and the continued operation and maintenance of public improvements, in addition to the rights and obligations of the District to operate and maintain the public improvements on behalf of the Financing Districts.

I. *Overlapping Districts.*

The taxing entities with boundaries that overlap the boundaries of the District, and their respective year 2021 mill levies, are as follows:

Catalyst Campus Metropolitan District No. 1	0.000 mills
Catalyst Campus Metropolitan District No. 2	0.000 mills
City of Colorado Springs	3.929 mills
Colorado Springs School District No. 11	44.054 mills
Colorado Springs Downtown Development Authority	5.000 mills
El Paso County	7.120 mills
Pikes Peak Library District	3.490 mills
Southeastern Colorado Water Conservancy	0.839 mills
 Total Overlapping Mill Levy:	 64.432 mills

The District was formed in conjunction with the Financing Districts and coordinates operations pursuant to the Intergovernmental District Facilities Construction and Service Agreement described above.

8. 2023 ACTIVITIES, PROJECTS, AND CHANGES

A. *Activities*

Based on information received from the Developer, the Developer anticipates initiating the construction of public improvements in 2023 which may include walking paths and sidewalks perimeter lighting, and security enhancements.

B. *Projects and Public Improvements*

Based on information received from the Developer, the Developer anticipates initiating the construction of public improvements in 2023 which may include walking paths and sidewalks perimeter lighting, and security enhancements.

C. *Summary of 2023 Activities and Changes from Prior*

Boundary changes: The District anticipates inclusion and exclusion requests in the coming years as development within the District occurs.

Changes to board or governance structure: The City will appoint directors to the three vacant board of director positions and certain positions will be up for election at the May 2, 2023 Regular Election.

Mill levy changes: Not anticipated.

New, refinanced or fully discharged Debt: Not anticipated.

Elections: May 2, 2023 Regular Election

Major changes in development activity or valuation: Not anticipated.

Ability to meet current financial obligations: The District currently receives developer funding as its primary revenue sources and anticipated deriving future revenues from property taxes. The District may also be the beneficiary of revenues derived from a privately imposed public improvement fee.

9. DISCLOSURE AND COMMUNICATION

The District shall maintain a website that includes content similar to that required for metropolitan districts by Section 32-1-104.5, C.R.S. and as required by Section K of the Special District Policy, to the extent this content is applicable to BIDs. The combined website for the District and Catalyst Metropolitan District Nos. 1 and 2 will be maintained at: <https://ccmd-bid.specialdistrict.org/> (website expected to go live by the end of 2022).

10. DISSOLUTION

The District is anticipated to have ongoing operations and maintenance obligations that will necessitate perpetual existence. If the District no longer has such obligations, the District will seek to dissolve pursuant to Section 31-25-1225, C.R.S.

11. CONCLUSION

It is submitted that this Operating Plan and Budget for the District meets the requirements of the Business Improvement District Act and further meets applicable requirements of the Colorado Constitution and other law. It is further submitted that the types of services and improvements to be provided by the District are those services and improvements which satisfy the purposes of Part 12 of Article 25 of Title 31, C.R.S.

EXHIBIT A
Director and Other Contact Information

BOARD OF DIRECTORS:

1) Scott Lamphear, Assistant Secretary
4725 South Monaco Street, Suite 360
Denver, Colorado 80237
Phone: (303) 292-9100
Fax: (303) 292-9101
E-mail: scott.lamphear@ogcos.com
Term: Elected; 2-year term, ending May 2023

2) Julie Brooks, Assistant Secretary
4725 South Monaco Street, Suite 360
Denver, Colorado 80237
Phone: (303) 292-9100
Fax: (303) 292-9101
Email: julie.brooks@paramountam.com
Term: Elected; 2-year term, ending May 2023

DISTRICT GENERAL COUNSEL & DISTRICT CONTACT:

Jennifer L. Ivey
4725 South Monaco Street, Suite 360
Denver, Colorado 80237
Phone: (303) 292-9100
Email: Jivey@lsp-law.com

DISTRICT MANAGER: N/A

DIRECTORS' BONDS:

RLI Surety
P.O. BOX 3967
Peoria, IL 61612-3967
(800) 645-2402
Effective: November 2, 2021, continuous effectiveness until cancelled

ACCOUNTANT:

Carrie Bartow
CliftonLarsonAllen LLP
8390 E. Crescent Parkway, Ste 300
Greenwood Village, CO 80111
Phone: (303) 265-7835
Fax: (303) 779-0348
Email: Carrie.Bartow@claconnect.com

AUDITOR: To be determined.

EXHIBIT B
2023 BID Budget
General Fund
Capital Projects Fund
Debt Service Fund

CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT
ANNUAL BUDGET
FOR THE YEAR ENDING DECEMBER 31, 2023

DRAFT - SUBJECT TO REVISION

**CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT
GENERAL FUND
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,**

9/6/22

	ACTUAL 2021	BUDGET 2022	ACTUAL 6/30/2022	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -	\$ -	\$ -
REVENUES					
Developer advance	-	50,000	-	172,500	50,000
Total revenues	-	50,000	-	172,500	50,000
 Total funds available	-	50,000	-	172,500	50,000
EXPENDITURES					
General and Administrative					
Accounting & Management	-	20,000	248	10,000	20,000
Engineering	-	2,000	-	-	-
Insurance & Dues	-	500	-	-	2,500
Election Expense	-	5,000	-	2,500	2,500
Legal	-	10,000	-	10,000	20,000
Miscellaneous	-	2,500	-	-	-
Organizational Costs	-	-	-	150,000	-
Contingency	-	10,000	-	-	5,000
Total expenditures	-	50,000	248	172,500	50,000
 Total expenditures and transfers out requiring appropriation	-	50,000	248	172,500	50,000
ENDING FUND BALANCE	\$ -	\$ -	(248)	\$ -	\$ -
EMERGENCY RESERVE	\$ -	\$ -	\$ -	\$ -	\$ -
AVAILABLE FOR OPERATIONS	-	-	-	-	-
TOTAL RESERVE	\$ -	\$ -	\$ -	\$ -	\$ -

No assurance is provided. See summary of significant assumptions.

**CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT
PROPERTY TAX SUMMARY INFORMATION
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,**

9/6/22

	ACTUAL 2021	BUDGET 2022	ACTUAL 6/30/2022	ESTIMATED 2022	BUDGET 2023
ASSESSED VALUATION					
Vacant land	\$ -	\$ -	\$ -	\$ -	\$ 244,780
Commercial	-	-	-	-	4,227,170
	-	-	-	-	4,471,950
Adjstments TIF	-	-	-	-	(583,020)
Certified Assessed Value	-	-	-	-	3,888,930
MILL LEVY					
General	0.000	0.000	0.000	0.000	0.000
Debt Service	0.000	0.000	0.000	0.000	0.000
Total mill levy	0.000	0.000	0.000	0.000	0.000
PROPERTY TAXES					
General	\$ -	\$ -	\$ -	\$ -	\$ -
Debt Service	-	-	-	-	-
Budgeted property taxes	\$ -	\$ -	\$ -	\$ -	\$ -
BUDGETED PROPERTY TAXES					
General	\$ -	\$ -	\$ -	\$ -	\$ -
Debt Service	-	-	-	-	-
	\$ -	\$ -	\$ -	\$ -	\$ -

No assurance is provided. See summary of significant assumptions.

**CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

The District was organized to provide the financing, acquisition, construction, completion, installation, replacement and/or operation and maintenance of all of the services and public improvements allowed under Colorado law for business improvement districts. Specific improvements and services provided by the District include water services, traffic and safety protection, sanitation services, street improvements, parks and recreation, transportation, television relay and translation, mosquito control, security, fire protection and emergency medical. The District's service area is located entirely within the City of Colorado Springs, El Paso County, Colorado.

The District was organized by Ordinance of the City of Colorado Springs on October 6, 2021.

Pursuant to the District's Operating Plan filed annually with the City, the maximum debt mill levy is 50 mills, and the maximum operating mill levy for the payment of administrative, operations and maintenance expenses is 10 mills. The maximum debt authorization for the District is \$90,000,000.

The District has no employees and all administrative functions are contracted.

The District prepares its budget on the modified accrual basis of accounting, in accordance with requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

Revenues

Developer Advance

The District is in the development stage. As such, the operating and administrative expenditures will be mainly funded by the Developer. A major portion of the capital expenditures are also expected to be funded by the Developer. Developer advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse the Developer from bond proceeds and other legally available revenue.

Expenditures

Administrative and Operating Expenditures

Operating and administrative expenditures include the estimated services necessary to maintain the District's administrative viability such as legal, management, accounting, insurance and meeting expense.

**CATALYST CAMPUS BUSINESS IMPROVEMENT DISTRICT
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases

The District has no outstanding debt, nor operating or capital leases

The District has outstanding Developer Advances and activity as follows:

	Balance - December 31, 2021	Additions *	Retirements/ Reductions	Balance - December 31, 2022
Developer Advances	\$ -	\$ 172,500	\$ -	\$ 172,500
Accrued Interest - Developer Advances	-	13,800	-	13,800
Total	<u>\$ -</u>	<u>\$ 186,300</u>	<u>\$ -</u>	<u>\$ 186,300</u>

	Balance - December 31, 2022	Additions	Retirements/ Reductions	Balance - December 31, 2023
Developer Advances	\$ 172,500	\$ 50,000	\$ -	\$ 222,500
Accrued Interest - Developer Advances	13,800	17,800	-	31,600
Total	<u>\$ 186,300</u>	<u>\$ 67,800</u>	<u>\$ -</u>	<u>\$ 254,100</u>

*Estimate

Reserves

Emergency Reserve

The District has provided for an emergency reserve fund equal to at least 3% of fiscal year spending as defined under TABOR.

This information is an integral part of the accompanying budget.

EXHIBIT C
District Boundary Map

EXHIBIT C

Legal Description

LOT 21 EX ELY 1.8 FT OF NLY 50.0 FT, TOG WITH WLY 0.6 FT OF SLY 150.0 FT OF LOT 20 R A EDGERTONS SUB BLK 244 ADD 1 COLO SPGS;

LOTS 17, 18 & 19 INC EX PART CONV TO CITY BY BK 3270-296, TOG WITH LOT 20, EX WLY 0.6 FT OF SLY 150.0 FT, TOG WITH ELY 1.8 FT OF NLY 50.0 FT OF LOT 21 R A EDGERTONS SUB OF BLK 244 ADD NO 1 CO SPGS;

LOT 1 CONFLUENCE SUB NO 1 COLO SPGS;

LOT 1 RAILROAD FIVE SUB FIL NO 2;

THAT PART OF LOT 1 LY WLY OF PARCELS CONV BY BKS 3398-740, 3325-662 SANTA FE STATION SUB COLO SPGS IMPROVEMENTS ON 64181-16-023;

THAT PART OF LOT 1 SANTA FE STATION SUB COLO SPGS AS FOLS: COM AT NW COR OF SD SUB, TH ELY ON NLY BDRY LN THEREOF 263.76 FT, S 00<01'25" E 67.01 FT, S 26<24'10" W 156.68 FT FOR POB, CONT SWLY ON SAME COURSE 182.67 FT, S 63<59'53" E 93.0 FT, S 26<24'10" W 294.72 FT TO PT NLY LN OF ALLEY IN BLK 246, N 89<55'22" E 105.58 FT, N 26<24'10" E 248.3 FT, N 63<59'53" W 3.0 FT, N 26<00'07" E 182.67 FT, N 63<59'53" W 180.23 FT TO POB, TOG WITH THAT PART AS FOLS: COM AT NE COR OF SD SUB, TH WLY ON NLY LN OF SD SUB ON ARC OF CUR TO R WITH A RAD OF 1350.0 FT C/A OF 05<11'28", AN ARC DIST OF 122.31 FT, S 89<58'35" W 96.84 FT, S 00<01'25" E 67.01 FT, S 26<24'10" E 156.68 FT, TH S 63<59'53" E 183.81 FT FOR POB, TH S 26<30'00" W 66.46 FT, N 26<00'07" E 66.46 FT, TH S 63<59'53" E 0.58 FT TO POB - IMPROVEMENTS ON 64191-16-024 -;

PART OF LOT 1 SANTA FE STATION SUB AS FOLS; BEG AT MOST NELY COR OF SD SUB, TH S 00<47'10" E 180.91 FT, S 89<57'20" W 68.12 FT, S 00<04'35" E 20.0 FT, N 89<57'20" E 68.37 FT, S 00<47'10" E 172.44 FT, N 54<54'28" W 111.85 FT, N 63<30'00" W 202.0 FT, S 26<30'00" W 4.10 FT, N 63<59'53" W 21.80 FT, N 26<24'10" E 156.68 FT, N 00<01'25" W 67.01 FT, N 89<58'35" E 96.84 FT, TH ON ARC OF CUR TO L HAVING C/A OF 05<11'28" A RAD OF 1350.0 FT, AN ARC DIST OF 122.31 FT TO POB, TOG WITH VAC ALLEY ADJ VAC BY BK 6720-1097, IMPROVEMENTS ON 64181-16-022, EX THAT PT CONVEYED BY REC NO 218146006;

LOTS 1, 2 EX THAT PART TO STREET ELIZABETH F WOLFES SUB OF BLK 245 ADD NO 1 COLO SPGS;

LOT 3 EX TRI-SHAPE IN SE COR, EX PART TO PIKES PEAK AVE DESC BY BK 3668-283 ELIZABETH F WOLFES SUB BLK 245 ADD 1 COLO SPGS, TOG WITH 20 FT WIDE ALLEY LY SLY OF SD LOT, EX PT PLATTED INTO RAILROAD FIVE SUB FIL NO 1, SD VAC ALLEY DES IN BK 6388-447;

THAT PT OF SANTA FE STATION SUB LY WLY & NLY OF THAT TRACT DESC BY REC NO 218146006;

TR IN SE4 SEC 18-14-66 DESC AS FOLS: COM AT SE COR OF W 75.00 FT OF S2 OF LOT 4 BLK 106 ADD NO 1 THE TOWN OF COLO SPGS & ALSO BEING A PT ON THE N LN OF 100 FT WIDE CUCHARRAS ST; TH N 89<59'56" E ALG SD N LN 131.35 FT TO A PT ON A LN THAT IS 20.00 FT SELY OF & PARA WITH C/L OF MOST WLY LN OF THE BURLINGTON NORTHERN & SANTA FE R/R CO (FORMERLY THE ATCHISON, TOPEKA & SANTA FE R/R CO) & ALSO POB; THE ALG SD PARA LN N 19<16'21" E 134.02 FT, TH ALG ARC OF CUR TO R HAVING A RAD OF 732.50 FT A C/A OF 06<41'47" AN ARC DIST OF 85.61 FT WHICH CHORD BEARS N 22<37'15" E A DIST OF 85.56 FT, N 25<58'08" E 27.01 FT TO A PT ON THE SWLY BDRY OF C & R FREIGHT STATION, S 64<41'20" E ALG SD SWLY LN 46.16 FT TO THE MOST SWLY COR OF SANTA FE STATION SUB, N 89<54'38" E ALG SD SLY LN 132.50 FT TO A PT THAT IS 20.00 FT WLY OF & PARA WITH THE C/L OF THE MOST ELY MAIN LN OF THE BURLINGTON NORTHERN & SANTA FE R/R CO (FORMERLY THE ATCHISON, TOPEKA & SANTA FE R/R CO); TH ALG SD PARA LN S 26<35'09" W 145.73 FT, SWLY ALG ARC OF CUR TO R HAVING A RAD OF 617.50 FT A C/A OF 08<39'04" ANN ARC DIST OF 93.24 FT WHICH CHORD BEARS S 30<54'41" W A DIST OF 93.15 FT TO A PT ON SD N LN OF CUCHARRAS ST, TH S 89<59'56" W ALG SD LN 150.13 FT TO POB;

W 50 FT OF LOT 1 BLK 106 ADD 1 COLO SPGS;

E 50 FT OF W 100 FT OF LOT 1 BLK 106 ADD 1 COLO SPGS;

W 50 FT OF E 90 FT OF N 140 FT OF LOTS 1, 2 BLK 106 ADD 1 COLO SPGS;

THAT PT OF SANTA FE STATION SUB LY SLY & ELY OF THAT TRACT DESCRIBED BY REC NO 218146006;

LOT 1 NICOLL WAREHOUSE SUB;

TRACT A NICOLL WAREHOUSE SUB;

TR IN SE4 SEC 18-14-66 DESC AS FOLS: BEG 20.0 FT N & 282.0 FT W OF SE COR OF BLK 247 ADD 1 COLO SPGS: THN ALG A LN HEREINAFTER REFERRED TO AS LINE A, A DIST OF 240.0 FT, TH E ALG S LN OF E-W ALLEY IN SD BLK 247 75.0 FT M/L TO INTSEC WITH A LN DRAWN PARA & CONCENTRIC WITH & 15.0 FT NORMALLY DISTANT WLY FROM GRANTOR'S EXISTING SPUR TRACK C/L, TH SLY ALG SD PARA & CONCENTRIC LN 271.0 FT M/L TO C/L OF VAC VERMIJO ST., TH W ALG SD ST C/L TO INTSEC WITH SLY EXT OF SD LINE A, TH N ALG DS SLY EXT TO POB, TOG WITH THE SPUR TRACK R/W LY ADJ TO & WLY OF THE HEREIN ABOVE DESCRIBED PREMISES, TOG WITH VAC ORD 04-120 BY REC #204137963;

LOTS 4, 5 BLOCK 105 ADDITION 1 COLORADO SPRINGS; and

A TRACT OF LAND IN THE COUNTY OF EL PASO, STATE OF COLORADO LYING IN BLOCKS 246, 247, 248, 249, AND 250 ADDITION NO. 1 TO THE TOWN OF COLORADO SPRINGS DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF LOT 2, TRANSMIX SUBDIVISION FILING NO. 3 IN THE CITY OF COLORADO SPRINGS, EL PASO COUNTY, COLORADO, SAID POINT OF BEGINNING BEING ON THE NORTH RIGHT OF WAY LINE OF

E. COSTILLA STREET; THENCE ALONG THE NORTHERLY RIGHT OF WAY LINE OF E. COSTILLA STREET THE FOLLOWING 3 COURSES,

COURSE 1: S 01°55'18" W 13.00 FEET,
COURSE 2: N 88°04'42" W 263.77 FEET,
COURSE 3: N 01°55'18" E 13.00 FEET TO THE SOUTH LINE OF BLOCK 249 OF ADDITION NO. 1 TO THE TOWN OF COLORADO SPRINGS; THENCE
S 88°04'42" E 59.15 FEET ALONG THE SOUTH LINE OF BLOCK 249 OF ADDITION NO. 1 TO THE TOWN OF COLORADO SPRINGS; THENCE
N 10°54'26" E 216.68 FEET; THENCE
N 08°58'35" E 67.43 FEET; THENCE
N 12°45'15" E 120.12 FEET; THENCE
N 10°26'19" E 41.87 FEET TO THE SOUTH RIGHT OF WAY LINE OF E. VERMIJO AVENUE; THENCE
N 32°52'39" E 29.63 FEET; THENCE
S 88°02'03" E 12.24 FEET; THENCE
ON A CURVE TO THE RIGHT WITH A RADIUS OF 953.66 FEET, AN ARC DISTANCE OF 274.32 FEET, CHORD BEING
N 15°06'58" E 273.38 FEET; THENCE
N 23°58'05" E 20.35 FEET TO THE SOUTHWEST CORNER OF THE MONITOR LANE PROPERTIES LLC TRACT AS DESCRIBED IN FILING #206180654 IN THE RECORDS OF THE CLERK AND RECORDER OF EL PASO COUNTY; THENCE
S 88°09'04" E 124.47 FEET TO THE SOUTHEAST CORNER OF THE SAID MONITOR LANE PROPERTIES LLC; THENCE
N 26°40'05" E 120.65 FEET TO THE SOUTHEAST CORNER OF THE BOXCAR ENTERPRISE LLC TRACT AS DESCRIBED IN FILING #216147956 IN THE RECORDS OF THE CLERK AND RECORDER OF EL PASO COUNTY; THENCE
N 26°40'05" E 88.14 FEET TO THE NORTHEAST CORNER OF THE SAID BOXCAR ENTERPRISE LLC TRACT; THENCE
S 88°00'07" E 42.04 FEET; THENCE
N 21°11'46" E 105.99 FEET TO THE SOUTHWEST CORNER OF THE OGC RE1 LLC TRACT AS DESCRIBED IN FILING #216041875 IN THE RECORDS OF THE CLERK AND RECORDER OF EL PASO COUNTY; THENCE
S 88°11'35" E 150.13 FEET TO THE SOUTHEAST CORNER OF THE SAID OGC RE1 LLC TRACT; THENCE

ON A CURVE TO THE LEFT WITH A RADIUS OF 617.50 FEET, AN ARC DISTANCE OF 92.92 FEET, CHORD BEING
N 32° 50' 24" E 92.83 FEET ALONG THE EASTERLY LINE OF THE SAID OGC REI TRACT; THENCE
N 28° 22' 01" E 145.35 FEET TO THE SOUTH LINE OF LOT 1, SANTA FE STATION SUBDIVISION, CITY OF COLORADO SPRINGS, EL PASO COUNTY, COLORADO; THENCE
S 88° 02' 20" E 91.88 FEET ALONG THE SOUTH LINE OF SAID LOT 1, SANTA FE STATION SUBDIVISION; THENCE
S 00° 51' 39" W 20.00 FEET; THENCE
S 88° 44' 41" E 75.97 FEET TO THE NORTHWESTERLY CORNER OF LOT 2, MERRITT'S SUBDIVISION FILING NO. 2, CITY OF COLORADO SPRINGS, EL PASO COUNTY, COLORADO; THENCE
ALONG THE NORTHWESTERLY AND WEST LINES OF SAID LOT 2, MERRITT'S SUBDIVISION FILING NO. 2 THE FOLLOWING 4 COURSES,

COURSE 1: S 42° 12' 12" W 39.00 FEET,
COURSE 2: S 58° 32' 11" W 68.00 FEET,
COURSE 3: S 49° 34' 59" W 64.04 FEET,
COURSE 4: S 01° 47' 19" W 80.00 FEET TO THE SOUTHWEST CORNER OF SAID LOT 2, MERRITT'S SUBDIVISION FILING NO. 2; THENCE
N 88° 09' 36" W 137.20 FEET TO THE NORTHWEST CORNER OF LOT 2, TRANSMIX SUBDIVISION FILING NO. 3, CITY OF COLORADO SPRINGS, EL PASO COUNTY, COLORADO; THENCE
ALONG THE WESTERLY LINE OF SAID LOT 2, TRANSMIX SUBDIVISION FILING NO. 3 THE FOLLOWING 13 COURSES,
COURSE 1: S 03° 17' 27" W 99.95 FEET,
COURSE 2: N 88° 09' 57" W 51.71 FEET,
COURSE 3: S 45° 20' 53" W 73.08 FEET,
COURSE 4: ON A CURVE TO THE LEFT WITH A RADIUS OF 384.70 FEET, AN ARC DISTANCE OF 46.33 FEET, CHORD BEING
S 41° 18' 39" W 46.30 FEET,
COURSE 5: S 37° 57' 00" W 82.72 FEET,
COURSE 6: ON A CURVE TO THE LEFT WITH A RADIUS OF 384.75 FEET, AN ARC DISTANCE OF 65.00 FEET, CHORD BEING
S 33° 02' 37" W 64.92 FEET,
COURSE 7: S 28° 15' 32" W 475.43 FEET,
COURSE 8: S 66° 23' 51" E 47.63 FEET,
COURSE 9: S 09° 56' 44" W 81.59 FEET,
COURSE 10: S 02° 13' 23" E 38.67 FEET,
COURSE 11: S 12° 56' 33" W 99.09 FEET,
COURSE 12: S 04° 28' 05" W 49.93 FEET,
COURSE 13: ON A CURVE TO THE RIGHT WITH A RADIUS OF 1718.56 FEET, AN ARC DISTANCE OF 19.97 FEET, CHORD BEING
S 15° 46' 38" W 19.97 FEET TO THE POINT OF BEGINNING, CONTAINING 5.2 ACRES.

AND THE BNSF RAILROAD BRIDGE OVER E. COSTILLA STREET IN COLORADO SPRINGS, EL PASO COUNTY, COLORADO. SAID BNSF RAILROAD BRIDGE OVER E. COSTILLA STREET BEING LOCATED BETWEEN S. WAHSATCH AVENUE TO THE WEST AND S. EL PASO STREET TO THE EAST. AND BETWEEN BLOCK 249 OF ADDITION NO. 1 TO THE TOWN OF COLORADO SPRINGS TO THE NORTH AND BLOCK 251 OF ADDITION NO. 1 TO THE TOWN OF COLORADO SPRINGS TO THE SOUTH.

SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD.

COUNTY OF EL PASO, STATE OF COLORADO.

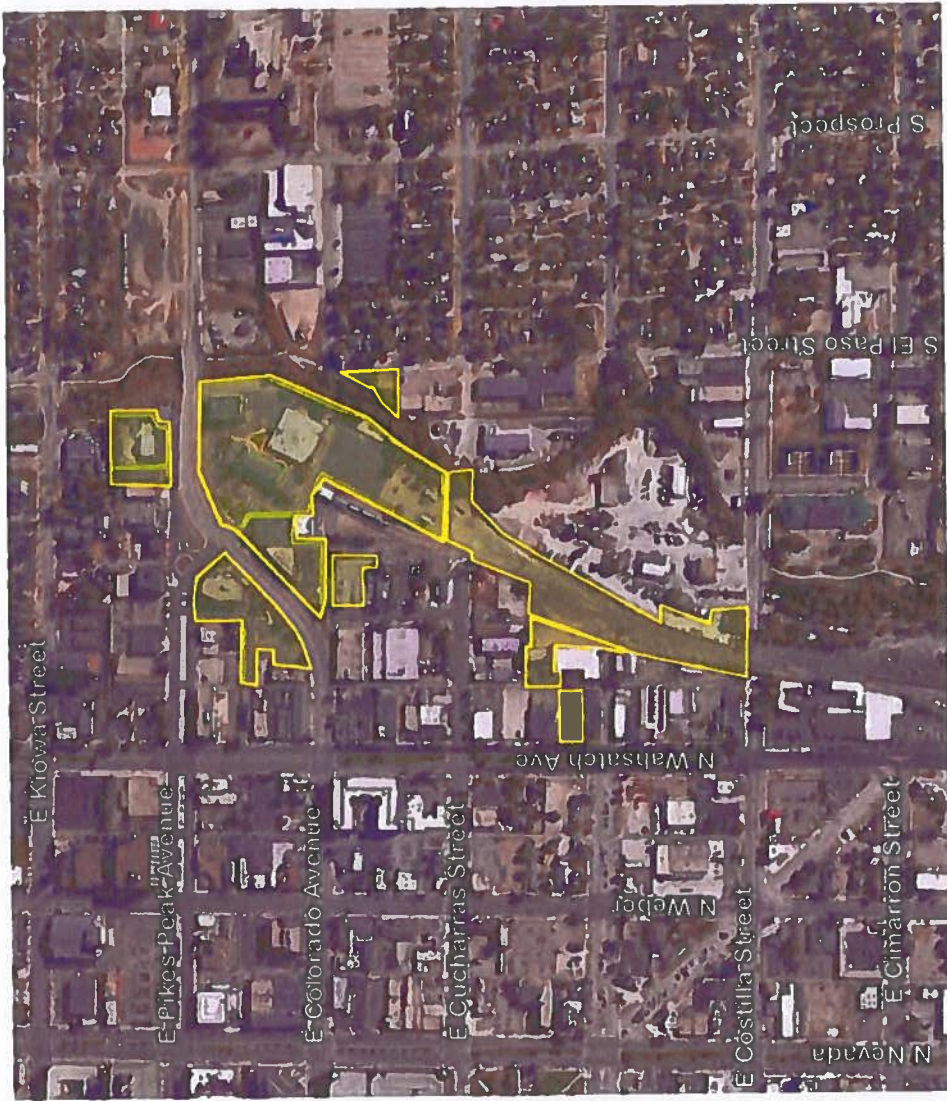


EXHIBIT D

Terms and Definitions

The following terms and definitions from the City of Colorado Springs Special District Policy are specifically incorporated for use in this Operating Plan and Budget.

- a. **Authority-** An entity with separate legal powers or authorities, created by intergovernmental agreement (IGA) between or among Districts, or between or among one or more Districts, and another governmental entity.
- b. **City-** The City of Colorado Springs, acting legislatively through its City Council or administratively through its mayor or chief of staff consistent with Colorado Revised Statutes and the City Charter.
- c. **Combination of Districts-** Any combination of Metropolitan Districts, BIDs and/or GIDs that overlay each other that are organized by petition of a property developer that are specific to property within a single development project and do not serve any property outside of that project such as regional service district or non-developer controlled existing district.
- d. **C.R.S-** Colorado Revised Statutes
- e. **Debt-** Any bond, note debenture, contract or other multiple year financial obligation of a District which is payable in whole or in part from, or which constitutes an encumbrance on, the proceeds of ad valorem property tax or End User Debt Service Fee imposed by the District, or pledged for the purposes of meeting the obligation.
- f. **Debt Mill Levy-** For the purpose of this Policy and its associated plans the debt mill levy is that portion of the overall mill levy of the District, pledged, dedicated or otherwise used to repay formally issued Debt or long terms.
- g. **Developer Funding Agreements-** Short or long-term obligations of Districts entered into between Districts and developers related to advancement of reimbursement of Public Improvements or operations and maintenance costs. Such agreements may or may not accrue interest, but do not qualify as formally issued Debt as defined under this Policy or under TABOR.
- h. **District –** This Catalyst Campus Business Improvement District
- i. **End User-** A property owner anticipated to have long term, multi-year responsibility for the tax and/or fee obligations of a District. By way of illustration, a resident homeowner, renter, commercial property owner, or commercial tenant is an end user. A master property developer or business entity that constructs homes or commercial structures for occupancy or ownership primarily by third parties, is not an end user.
- j. **End User Debt Service Fees-** Any fees, rates, tolls or charges assessed or pledged or otherwise obligated to End Users by a District for the payment of Debt. End User Debt Service Fees are not intended to include public improvement fees (PIFs) if authorized by this Operating Plan and Budget.
- k. **External Financial Advisor-** A consultant that: (1) advises Colorado governmental entities on matters relating to the issuance of securities by Colorado governmental entities, including matters such as the pricing, sales and marketing of such securities and the procuring of bond ratings, credit enhancement and insurance in respect of such securities; (2) shall be an underwriter, investment banker, or individual listed as a public finance advisor in the Bond Buyer's Municipal Market Place (also known as the

Redbook); and (3) is not an officer of the Districts.

- l. Index Interest Rate-** The AAA 30-year MMD (Municipal Market Data) index interest rate.
- m. Interest Rate-**The annual rate of charge applied to Debt or other District financial obligations
- n. Land Development Entitlement –** A City-approved master plan, concept plan or other more detailed land use plan, zoning or combinations thereof, applicable to a substantial proportion of the property to be included in District and sufficient to support the need for the District along with relevant public improvements financing assumptions and proposed limits.
- o. Maximum Debt Mill Levy-** The maximum mill levy a District or Combination of Districts is permitted to impose for the payment of Debt. For the purpose of this Policy, a mill levy certified for contractual obligations is part of the Maximum Debt Mill Levy.
- p. Maximum Operating Mill Levy-** The maximum mill levy a District or Combination of Districts is permitted to impose for operating and maintenance expenses.
- q. Mill Levy Adjustment -**Any statutory, legislative or constitutional changes that adjust or impact that assessed or actual valuation of property or the assessment ratio pursuant to which taxes are calculated
- r. Model BID Operating Plan and Budget-** The most recent version of the template for BID Operating Plans and Budgets adopted in accordance with this Policy.
- s. Planning and Community Development Department Director-** The Director of the Colorado Springs Planning and Community Development Department or other position which may be established for the purpose of administering this Policy, or their designee.
- t. Policy or Special District Policy -**The City's adopted Special District Policy as may be amended from time to time.
- u. Privately Placed Debt-** Debt that is not marketed to multiple independent accredited investors as defined in Rule 501(a) promulgated under the Securities Act of 1933 by a registered bond underwriter or placed directly with a chartered lending institution or credit union.
- v. Public Improvements –** Any capital or site improvements, (or directly related planning or engineering costs) legally determined to be eligible for ownership, maintenance and/or financing by a District in accordance with the applicable State statutes.
- w. Related Party Privately Placed Debt -** Privately Placed Debt that is or will be placed with and directly held by a party related to the issuing District.