



SpencerFane

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File No. 5114015-0012

September 24, 2015

City Clerk
City of Colorado Springs
PO Box 1575, Mail Code 110
30 S. Nevada Ave., Suite 101
Colorado Springs, CO 80903

via e-mail: cityclerk@springsgov.com

**Re: First and Main Business Improvement District
2016 Operating Plan and Budget**

Dear Clerk:

Enclosed for formal filing with the City of Colorado Springs, as provided in Section 31-25-1211, C.R.S. is the proposed 2016 Operating Plan and Budget for the First and Main Business Improvement District.

Please contact our Office if you have any questions or comments. Thank you.

Very truly yours,

SPENCER FANE LLP

Leslie H. Larsen
Paralegal

Enclosure

cc: Carl Schueler (via e-mail: cschueler@springsgov.com)
Katie Canfield (via e-mail: kcanfield@springsgov.com)

DN 1272090.1

2016 OPERATING PLAN AND BUDGET

**FIRST AND MAIN
BUSINESS
IMPROVEMENT
DISTRICT**

City of Colorado Springs, El Paso County, Colorado

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 General Fund

 Debt Service Fund

 Capital Projects Fund

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**2016
OPERATING PLAN FOR THE
FIRST AND MAIN 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 First and Main 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., Colorado Revised Statutes, 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., Colorado Revised Statutes, 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 2004, 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 years’ Operating Plans, the ongoing and/or contemplated purposes of this District for 2016 include 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 parking facilities, roadways, lighting, driveways, public utilities and landscaping consistent with prior years’ activities

D. Ownership of Property or Major Assets. The District does not own or expect to own any fee simple property or major physical assets, particularly within the 2016 budget year.

E. Contracts and Agreement. Intergovernmental Agreement for Cost Sharing of Certain Public Improvements (January 28, 2009) between First & Main Business Improvement District and First & Main Business Improvement District No. 2.

2. ORGANIZATION AND COMPOSITION OF THE BOARD OF DIRECTORS

- A. **Organization.** The First and Main Business Improvement District was organized by the City of Colorado Springs, Colorado by Ordinance No. 03-37 on March 11, 2003.
- 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) Ralph A. Braden, President
 - 2) Christopher S. Jenkins, Vice-President
 - 3) David D. Jenkins, Secretary
 - 4) Frederick A. Veitch, Treasurer
 - 5) Delroy L. Johnson, Assistant Secretary

Director and other pertinent contact information is provided in Exhibit A.

D. **Term Limits.** The District held an election on May 6, 2014 for the election of Directors as approved by the City Council of the City of Colorado Springs, Colorado by Ordinance No. 14-16 on March 11, 2014. The election was canceled, and the following persons were elected by acclamation to the office of Director for the following terms: Ralph Braden, David Jenkins and Chris Jenkins to 4-year terms; and Fred Veitch and Delroy Johnson to 2-year terms. Term limits were not eliminated.

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 to date.

3. BOUNDARIES, INCLUSIONS AND EXCLUSIONS

The District map is depicted in EXHIBIT C. The District does not anticipate inclusion or exclusion requests in the coming year.

4. PUBLIC IMPROVEMENTS

The District does not presently anticipate funding the design, installation, or acquisition of additional public improvements during 2016. If the District acts to fund additional improvements during calendar year 2016, an amendment to this Operating Plan will be sought in accordance with the provisions of Section 31-25-1211, C.R.S.

The District does not anticipate the construction or acquisition of any public improvements in 2016.

ADMINISTRATION, OPERATIONS, SERVICES AND MAINTENANCE

No changes to the improvements and services to be furnished by the District as listed in all of the previous Operating Plans are proposed for 2016. Therefore, all of the previous Operating Plans, including all limitations found in Section 3 Description of Public Improvements and Services, Section 4 Administration, Operation and Maintenance, Section 5 Financial Plan and Budget (with the exceptions noted below and the budget which is attached hereto as EXHIBIT B) are unchanged and incorporated herein by reference.

(a) **Debt Financing.** The language set forth below amends and supersedes in its entirety the language contained in Section 5.4(a) of the 2008 Operating Plan:

"The total authorized debt of the District shall not exceed \$5,000,000 without the written approval of the City Council of the City of Colorado Springs. The total authorized debt of the District has been reduced in this Operating Plan to \$5,000,000 to account for the formation of the First and Main Business Improvement District No. 2, which entity will be financing the design, installation, or acquisition of certain eligible public improvements within its boundaries. The amount of debt authority authorized by this Operating Plan will be sufficient to yield proceeds to the District available for public improvement acquisition and construction purposes, including completion, construction, acquisition and/or installations of the proposed public improvements, plus construction contingencies, design and construction engineering, construction management and other capitalized costs ("Capital Costs"). Bond proceeds would also cover costs and expenses for financing the facilities, including, but not limited to, capitalized interest, bond issuance costs, bond reserve funds, credit enhancement costs, and District organizational costs. In order to allow the District a degree of flexibility in how it allocates its authority to issue bonds between categories of improvements, the amount of voter-approved debt authority and bonds issued by the District to finance the facilities will be greater than the principal amount stated above, nonetheless, the principal amount of the bonds that may be issued by the District is limited to \$5,000,000 in principal amount unless the District obtains the City Council's approval of an amendment to this Operating Plan.

The District will also be authorized to issue refunding bonds at a higher interest rate in an amount not to exceed \$5,000,000 in principal amount.

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

5. FINANCIAL PLAN AND BUDGET

1. 2016 Budget. The 2016 Budget for the District is attached as EXHIBIT B.
2. Authorized Indebtedness. At an election held on November 1, 2005, the District's electors authorized the issuance of indebtedness in an amount not to exceed \$2,500,000 for water and storm drainage. On November 7, 2006, the District's electors authorized additional indebtedness of \$44,250,000 for streets, park and recreation, operations and maintenance, and refunding of debt. The voters also approved an annual increase in taxes of \$25,000 annually, at a mill levy rate not to exceed one mill for operations and maintenance. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution. As set forth in the District's 2005 Operating Plan, the City has limited the amount of debt to be issued to a total of \$22,000,000 in the authorized voted categories, without future approval by the City. The 2010 Operating Plan submitted to the City amended the total amount of debt authorized by the City to \$5,000,000.
3. Property Tax and Mill Levy Caps. The mill levy limitations in the Original Operating Plan (being 50 mills for debt service and one (1) mill for general operations and administrative expenses) remain unchanged.
4. District Revenues. See 2016 budget attached hereto as EXHIBIT B.
5. Existing Debt Obligations. The District issued limited tax general obligation bonds in 2009 in the principal amount of \$1,650,000 (the "2009 Bonds"). As required by the District's 2008 Operating Plan, the issuance of the 2009 Bonds was approved by Resolution 52-09 of the City Council.

The District issued its Taxable Subordinate Limited Tax General Obligation Bond, Series 2011, in the initial aggregate amount of \$55,816 (the "2011 Bonds"). As required by the District's 2011 Operating Plan, the issuance of the 2011 Bonds was approved by Resolution 107-11 of the City Council.

Notwithstanding the amount of debt authorized at previous or future elections held for that purpose, the total authorized debt of the District shall not exceed \$5,000,000 without the written approval of the City Council of the City Council of the City of Colorado Springs.

6. Future Debt Obligations. In accordance with the City's Special District Policy 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.

7. **Other Financial Obligations.** The District entered into an Intergovernmental Agreement during 2014 with First and Main Business Improvement District No. 2. The intergovernmental expenditures represent transfers to First and Main Business Improvement District No. 2 to provide funding for the overall administrative and operating costs of the District.
8. **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.
9. **Non-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.
10. **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.
11. **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

7. MUNICIPAL OVERSIGHT OF DISTRICT ACTIVITIES

(a) **Audit.** The District agrees to submit an annual audit to the City Finance Department no later than March 1st of each year which is 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 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 will not utilize any revenues from a new, increased or expanded public improvement fee (PIF) unless specifically authorized in a subsequent operating plan and budget, or separately approved by City Council. The imposition of a PIF and any provisions for adjustment of a PIF that have been previously approved by City Council shall not be subject to this restriction.

(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.

8. 2016 ACTIVITIES, PROJECTS AND CHANGES

1. Activities

The District does not anticipate activity for commercial development in 2016, and has no specific plan at this time.

2. Projects and Public Improvements

If the District acts to fund additional improvements during calendar year 2016, an amendment to this Operating Plan will be sought in accordance with the provisions of Section 31-25-1211, C.R.S.

3. Summary of 2016 Activities and Changes from Prior Year

The District's activities and will focus on district administration and payment of its bonds.

Boundary changes: Not anticipated for the upcoming year.

Changes to board or governance structure: Not anticipated for the upcoming year.

Mill levy changes: Mill levies remain the same for the upcoming year.

New, refinanced or fully discharged debt: Not anticipated for the upcoming year.

Elections: Not anticipated for the upcoming year.

Major changes in development activity or valuation: Not anticipated for the upcoming year.

Ability to meet current financial obligations: See 2016 Budget attached as EXHIBIT B.

9. DISSOLUTION

The District may be dissolved under the conditions of Section 31-25-1225, C.R.S. Perpetual existence is not contemplated at this time.

10. 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:

Ralph A. Braden, President (w) 719-593-2600
Nor'wood Development Group (f) 719-633-0545
111 South Tejon, Suite 222 rbraden@nor-wood.com
Colorado Springs, CO 80903
Term: Elected 5/6/2012; 2012-2016; 4-year term

Christopher S. Jenkins, Vice President (w) 719-593-2600
Nor'wood Development Group (f) 719-633-0545
111 South Tejon, Suite 222 chrisjenkins@nor-wood.com
Colorado Springs, CO 80903
Term: Elected 5/6/2012; 2012-2016; 4-year term

David D. Jenkins, Secretary (w) 719-593-2600
Nor'wood Development Group (f) 719-633-0545
111 South Tejon, Suite 222 ddj@nor-wood.com
Colorado Springs, CO 80903
Term: Elected 5/6/2012; 2012-2016; 4-year term

Frederick A. Veitch, Treasurer (w) 719-593-2600
Nor'wood Development Group (f) 719-633-0545
111 South Tejon, Suite 222 fveitch@nor-wood.com
Colorado Springs, CO 80903
Term: Elected 5/4/2010; 2010-2014; 2014-2018

Delroy L. Johnson, Assistant Secretary (w) 719-593-2600
Nor'wood Development Group (f) 719-633-0545
111 South Tejon, Suite 222 djohnson@nor-wood.com
Colorado Springs, CO 80903
Term: Appt 8/2013-2014; Elected 2014-2018; 4-year term

DISTRICT MANAGER:

CliftonLarsonAllen LLP (w) 303-779-4525
8390 East Crescent Parkway, Suite 600 (f) 303-773-2050
Greenwood Village, CO 80111

DISTRICT CONTACT:

Delroy L. Johnson, Assistant Secretary (w) 719-593-2600
Nor'wood Development Group (f) 719-633-0545
111 South Tejon, Suite 222 djohnson@nor-wood.com
Colorado Springs, CO 80903

INSURANCE AND DIRECTORS' BONDS:

T. Charles Wilson Insurance Service
384 Inverness Parkway
Centennial, CO 80112

303-368-5757 x 307
(f) 303-368-5863

ACCOUNTANT:

Carrie Bartow, CPA
CliftonLarsonAllen LLP
102 South Tejon, Suite 350
Colorado Springs, CO 80903

(w) 719-635-0300 x 77839
(direct) 303-265-7839
(f) 719-473-3630
(c) 303-883-3984
carrie.bartow@claconnect.com

AUDITOR:

BiggsKofford, PC
630 Southpointe Court, Suite 200
Colorado Springs, CO 80906

719-579-9090
(f) 719-576-0126

STAFF: N/A

EXHIBIT B

**2016 BID Budget
General Fund
Debt Service Fund
Capital Projects Fund
(including taxes, fees, assessments and
estimated principal amount of bonds)**

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
SUMMARY
FORECASTED 2016 BUDGET AS PROPOSED
WITH 2014 ACTUAL AND 2015 ESTIMATED
For the Years Ended and Ending December 31,**

8/26/2015

	ACTUAL 2014	BUDGET 2015	ACTUAL 6/30/2015	ESTIMATED 2015	PROPOSED 2016
BEGINNING FUND BALANCES	\$ 47,392	\$ 60,102	\$ 61,139	\$ 61,139	\$ 71,803
REVENUES					
1 Property taxes	169,839	164,887	164,080	164,887	166,287
2 Specific ownership taxes	17,933	16,489	7,446	18,400	18,292
3 Net investment income	221	90	110	218	190
4 Other income	-	-	-	-	1,000
Total revenues	<u>187,993</u>	<u>181,466</u>	<u>171,636</u>	<u>183,505</u>	<u>185,769</u>
Total funds available	<u>235,385</u>	<u>241,568</u>	<u>232,775</u>	<u>244,644</u>	<u>257,572</u>
EXPENDITURES					
5 General and administration					
6 Accounting	1,757	-	-	-	-
7 Contingency	-	-	-	-	1,000
8 County Treasurer's fees	50	48	48	48	49
9 District management	505	-	-	-	-
10 Election	26	-	-	-	-
11 Insurance	1,583	-	-	-	-
12 Legal	701	-	-	-	-
13 Miscellaneous	935	892	228	456	500
14 Transfer to First & Main BID No. 2	15,716	18,782	10,391	21,137	21,004
15 Debt service					
16 Bond interest - Series 2009	130,475	128,775	-	128,775	127,075
17 Bond principal - Series 2009	20,000	20,000	-	20,000	25,000
18 Contingency	-	3,787	-	-	3,480
19 County Treasurer's fees	2,498	2,425	2,413	2,425	2,445
Total expenditures	<u>174,246</u>	<u>174,709</u>	<u>13,080</u>	<u>172,841</u>	<u>180,553</u>
Total expenditures and transfers out requiring appropriation	<u>174,246</u>	<u>174,709</u>	<u>13,080</u>	<u>172,841</u>	<u>180,553</u>
ENDING FUND BALANCES	<u>\$ 61,139</u>	<u>\$ 66,859</u>	<u>\$ 219,695</u>	<u>\$ 71,803</u>	<u>\$ 77,019</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

This financial information should be read only in connection with the accompanying accountant's
compilation report and summary of significant assumptions.

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
PROPERTY TAX SUMMARY INFORMATION
For the Years Ended and Ending December 31,**

8/26/2015

	ACTUAL 2014	BUDGET 2015	ACTUAL 6/30/2015	ESTIMATED 2015	PROPOSED 2016
ASSESSED VALUATION - EL PASO					
Commercial	\$ 3,329,600	\$ 3,232,500	\$ 3,232,500	\$ 3,232,500	\$ 3,259,940
Vacant Land	580	580	580	580	580
Certified Assessed Value	<u>\$ 3,330,180</u>	<u>\$ 3,233,080</u>	<u>\$ 3,233,080</u>	<u>\$ 3,233,080</u>	<u>\$ 3,260,520</u>
MILL LEVY					
GENERAL FUND	1.000	1.000	1.000	1.000	1.000
DEBT SERVICE FUND	50.000	50.000	50.000	50.000	50.000
Total Mill Levy	<u>51.000</u>	<u>51.000</u>	<u>51.000</u>	<u>51.000</u>	<u>51.000</u>
PROPERTY TAXES					
GENERAL FUND	\$ 3,330	\$ 3,233	\$ 3,233	\$ 3,233	\$ 3,261
DEBT SERVICE FUND	166,509	161,654	161,654	161,654	163,026
Levied property taxes	169,839	164,887	164,887	164,887	166,287
Adjustments to actual/rounding	-	-	(807)	-	-
Budgeted Property Taxes	<u>\$ 169,839</u>	<u>\$ 164,887</u>	<u>\$ 164,080</u>	<u>\$ 164,887</u>	<u>\$ 166,287</u>
BUDGETED PROPERTY TAXES					
GENERAL FUND	\$ 3,330	\$ 3,233	\$ 3,217	\$ 3,233	\$ 3,261
DEBT SERVICE FUND	166,509	161,654	160,863	161,654	163,026
	<u>\$ 169,839</u>	<u>\$ 164,887</u>	<u>\$ 164,080</u>	<u>\$ 164,887</u>	<u>\$ 166,287</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

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**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
GENERAL FUND
FORECASTED 2016 BUDGET AS PROPOSED
WITH 2014 ACTUAL AND 2015 ESTIMATED
For the Years Ended and Ending December 31,**

8/26/2015

	ACTUAL 2014	BUDGET 2015	ACTUAL 6/30/2015	ESTIMATED 2015	PROPOSED 2016
BEGINNING FUND BALANCES	\$ 9	\$ -	\$ -	\$ -	\$ -
REVENUES					
1 Property taxes	3,330	3,233	3,217	3,233	3,261
2 Specific ownership taxes	17,933	16,489	7,446	18,400	18,292
3 Net investment income	1	-	4	8	-
4 Other income	-	-	-	-	1,000
Total revenues	<u>21,264</u>	<u>19,722</u>	<u>10,667</u>	<u>21,641</u>	<u>22,553</u>
Total funds available	<u>21,273</u>	<u>19,722</u>	<u>10,667</u>	<u>21,641</u>	<u>22,553</u>
EXPENDITURES					
General and administration					
5 Accounting	1,757	-	-	-	-
6 Contingency	-	-	-	-	1,000
7 County Treasurer's fees	50	48	48	48	49
8 District management	505	-	-	-	-
9 Election	26	-	-	-	-
10 Insurance	1,583	-	-	-	-
11 Legal	701	-	-	-	-
12 Miscellaneous	935	892	228	456	500
13 Transfer to First & Main BID No. 2	15,716	18,782	10,391	21,137	21,004
Total expenditures	<u>21,273</u>	<u>19,722</u>	<u>10,667</u>	<u>21,641</u>	<u>22,553</u>
Total expenditures and transfers out requiring appropriation	<u>21,273</u>	<u>19,722</u>	<u>10,667</u>	<u>21,641</u>	<u>22,553</u>
ENDING FUND BALANCES	\$ -	\$ -	\$ -	\$ -	\$ -

PRELIMINARY DRAFT - SUBJECT TO REVISION

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compilation report and summary of significant assumptions.

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
DEBT SERVICE FUND
FORECASTED 2016 BUDGET AS PROPOSED
WITH 2014 ACTUAL AND 2015 ESTIMATED
For the Years Ended and Ending December 31,**

8/26/2015

	ACTUAL 2014	BUDGET 2015	ACTUAL 6/30/2015	ESTIMATED 2015	PROPOSED 2016
BEGINNING FUND BALANCES	\$ 47,383	\$ 60,102	\$ 61,139	\$ 61,139	\$ 71,803
REVENUES					
1 Property taxes	166,509	161,654	160,863	161,654	163,026
2 Net investment income	220	90	106	210	190
Total revenues	<u>166,729</u>	<u>161,744</u>	<u>160,969</u>	<u>161,864</u>	<u>163,216</u>
Total funds available	<u>214,112</u>	<u>221,846</u>	<u>222,108</u>	<u>223,003</u>	<u>235,019</u>
EXPENDITURES					
Debt service					
3 Bond interest - Series 2009	130,475	128,775	-	128,775	127,075
4 Bond principal - Series 2009	20,000	20,000	-	20,000	25,000
5 Contingency	-	3,787	-	-	3,480
6 County Treasurer's fees	2,498	2,425	2,413	2,425	2,445
Total expenditures	<u>152,973</u>	<u>154,987</u>	<u>2,413</u>	<u>151,200</u>	<u>158,000</u>
Total expenditures and transfers out requiring appropriation	<u>152,973</u>	<u>154,987</u>	<u>2,413</u>	<u>151,200</u>	<u>158,000</u>
ENDING FUND BALANCES	<u>\$ 61,139</u>	<u>\$ 66,859</u>	<u>\$ 219,695</u>	<u>\$ 71,803</u>	<u>\$ 77,019</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
 CAPITAL PROJECTS FUND
 FORECASTED 2016 BUDGET AS PROPOSED
 WITH 2014 ACTUAL AND 2015 ESTIMATED
 For the Years Ended and Ending December 31,**

8/26/2015

	ACTUAL 2014	BUDGET 2015	ACTUAL 6/30/2015	ESTIMATED 2015	PROPOSED 2016
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -	\$ -	\$ -
REVENUES					
Total revenues	-	-	-	-	-
Total funds available	-	-	-	-	-
EXPENDITURES					
Total expenditures	-	-	-	-	-
Total expenditures and transfers out requiring appropriation	-	-	-	-	-
ENDING FUND BALANCES	\$ -	\$ -	\$ -	\$ -	\$ -

PRELIMINARY DRAFT - SUBJECT TO REVISION

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
2016 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

The District was organized by Ordinance of the City of Colorado Springs on March 11, 2003, 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 parking facilities, roadways, lighting, driveways, public utilities and landscaping. The District's service area is located entirely within the City of Colorado Springs, El Paso County, Colorado.

On November 1, 2005, the District's electors authorized the issuance of indebtedness in an amount not to exceed \$2,500,000 for water and storm drainage. On November 7, 2006, the District's electors authorized additional indebtedness of \$44,250,000 for streets, park and recreation, operations and maintenance, and refunding of debt. The voters also approved an annual increase in taxes of \$25,000 annually, at a mill levy rate not to exceed one mill for operations and maintenance. The election also allows the District to retain all revenues without regard to the limitations contained within Article X, Section 20 of the Colorado constitution. As set forth in the District's 2005 operating plan, the City limited the amount of debt to be issued to a total of \$22,000,000 in the authorized voted categories, without future approval by the City. The 2010 Operating Plan submitted to the City amended the total amount of debt authorized by the City to \$5,000,000.

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

The District prepares its budget on the modified accrual basis of accounting.

Revenues

Property Taxes

The calculation of the taxes levied is displayed on page 3 of the Budget at the total adopted mill levy of 51.000 mills.

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The forecast assumes that the District's share will be equal to approximately 11% of the property taxes collected.

Net Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 0.15%.

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
2016 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Expenditures

Intergovernmental expenditures

Pursuant to an Intergovernmental Agreement entered into during 2014 with First & Main Business Improvement District No. 2 (F&M BID No. 2), the intergovernmental expenditures represent transfers to F&M BID No. 2 to provide funding for the overall administrative and operating costs of the District.

County Treasurer's Fees

County Treasurer's collection fees have been computed at 1.5% of property taxes.

Debt Service

Principal and interest payments in 2016 are provided based on the debt amortization schedule from the General Obligation Bonds, Series 2009.

Debt and Leases

On January 28, 2009, the District issued \$1,650,000 in General Obligation Limited Tax Bonds for infrastructure improvements. The bonds bear interest at a rate of 8.5%. Bond interest and principal payments are payable annually on December 1; any accrued and unpaid interest will compound on December 1 of each year.

The District has no capital or operating leases.

Reserves

Emergency Reserve

Pursuant to the Intergovernmental Agreement with F&M BID No. 2, the District transfers all available General Fund revenue to F&M BID No. 2. Therefore, no emergency reserve related to its revenue stream is captured in the District. The emergency reserve for the revenue is reflected in F&M BID No. 2.

This information is an integral part of the accompanying forecasted budget.

**FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
December 31, 2015**

**\$1,650,000 General Obligation Bonds
Series 2009
Dated January 28, 2009
Principal and interest due December 1
Interest Rate 8.5% Payable**

<u>Year Ended December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Annual Debt Service</u>
2016	\$ 25,000	\$ 127,075	\$ 152,075
2017	25,000	124,950	149,950
2018	25,000	122,825	147,825
2019	30,000	120,700	150,700
2020	30,000	118,150	148,150
2021	35,000	115,600	150,600
2022	40,000	112,625	152,625
2023	40,000	109,225	149,225
2024	45,000	105,825	150,825
2025	50,000	102,000	152,000
2026	50,000	97,750	147,750
2027	55,000	93,500	148,500
2028	60,000	88,825	148,825
2029	65,000	83,725	148,725
2030	70,000	78,200	148,200
2031	80,000	72,250	152,250
2032	85,000	65,450	150,450
2033	90,000	58,225	148,225
2034	100,000	50,575	150,575
2035	110,000	42,075	152,075
2036	120,000	32,725	152,725
2037	125,000	22,525	147,525
2038	140,000	11,900	151,900
	\$ 1,495,000	\$ 1,956,700	\$ 3,451,700

PRELIMINARY DRAFT - SUBJECT TO REVISION

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

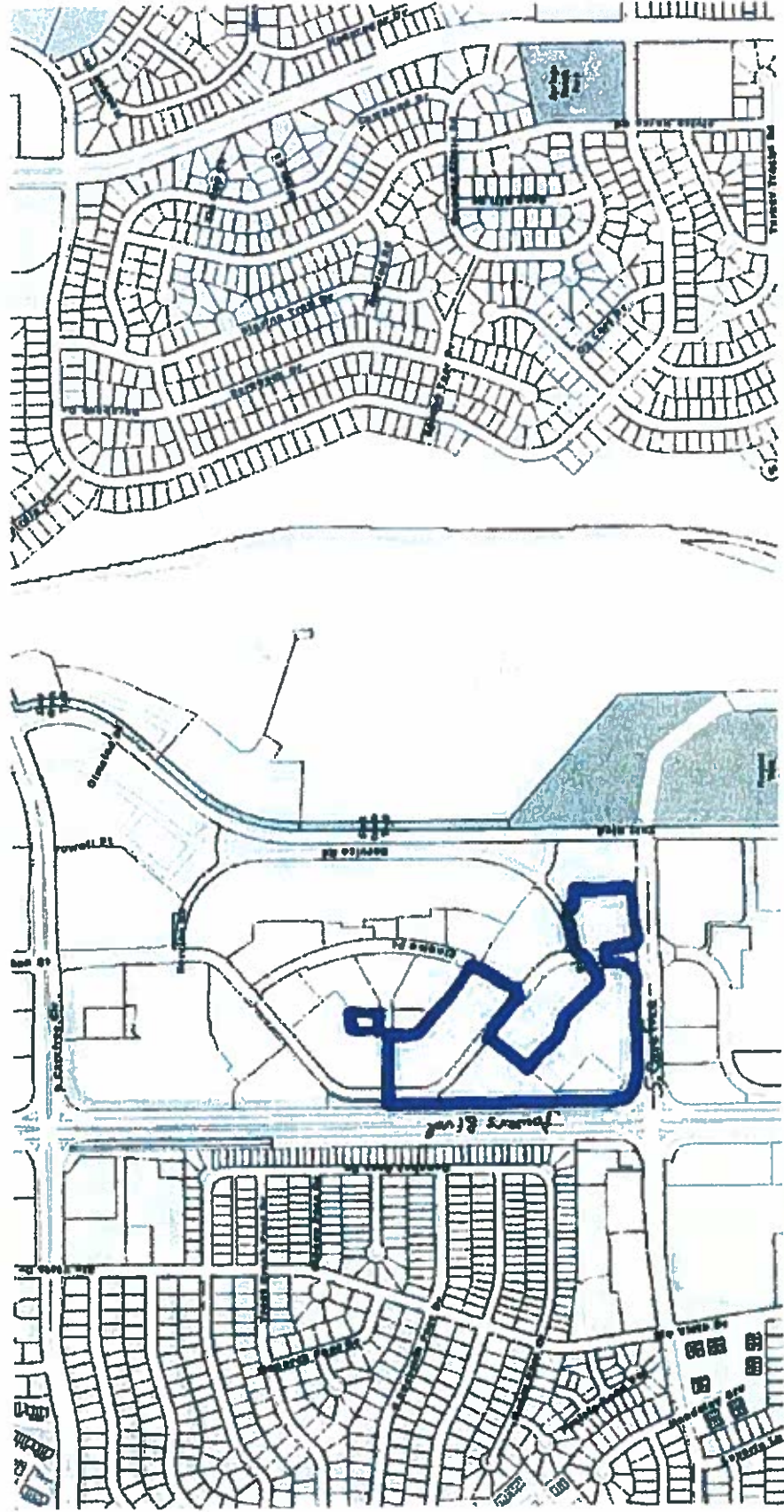
EXHIBIT C

District Boundary Map

El Paso County Assessor's Office



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 First and Main BID boundary