

ECONOMIC DEVELOPMENT COMMISSION

MEETING MINUTES

November 17, 2022
8:30 a.m. – 12:30 p.m.

MEETING DATE

November 17, 2022
1600 Broadway, Suite 2500
Denver, CO 80202

MEETING PARTICIPANTS

A. Commission Members

Carrie Schiff, Jay Seaton, David Dragoo, Andrew Sparn, Carl Young, Walker Stapleton, Steven Paletz, Chris Franz, and Simon Tafoya.

B. Guests

Rand Harrington, Steph Chichester, Ed Sealover, Drew Kramer, Dan Schnepf, Nancy Wishmeyer, Lisa Harper, Sam Arnold, Cassidy Stubblefield, Aldo Svaldi, Audrey Herbison, Emily Fay, Shawna Lippert, Lucas High, TP P, Bill with Project Garnet, B.J. Hybl, Sebastian Asprella, Lee Rosen, Nick Taylor, Alex Dunlap, Maxwell Daffron, David Neville, Bob Cope, Bill Waters, John Krueger, Theresa Metcalf, Sarah Mulholland, Rachel Lyons, Seth Martindale, Ken Clayton, Crystal LaTier, Trish Thibodo, Tiffany Pehl, Candace Payne, Courtney Rodwell, Sara Lobato, Steve Jozefczyk, Brian Project Tart, Jariah Walker, Curtis Englehart, and John Cullen.

C. Staff

Jeff Kraft, Sean Gould, Tad Johnson, Michelle Hadwiger, Keri Ungemah, Donald Zuckerman, Hasti Soltani, Elise Hamman, Morgan Vankat, Leslie Hylton-Hinga, Alissa Johnson, Martin Gonzalez, Sonya Guram, Che Sheehan, Ashley Mount, Lea Bean, Robert Beletic, and Virginia Davis.

DECISION/ACTION ITEMS

1. The Economic Development Commission approved the Minutes from the October 20th, 2022, EDC Meeting.
2. The Economic Development Commission approved the following projects/items:

JGITC:	Project Kumquat; Project Root; and Project Tart.
SF:	Project Olive; Project Garnet; EDC ARPA Reporting; and EDO Action Grant Program.
EZ:	Strawberry Park Amphitheater; National Mining Hall of Fame and Museum; City of Burlington - Old Town Museum Complex 2023-27; Habitat for Humanity of Metro Denver – Miller Duplexes at 44 th ; City of Burlington - Economic Development Org 2023-27; Memorial Hospital Foundation; and Annual Re-Certification for Calendar Year 2022.
COFTM:	America At The Dinner Table; and Untitled 2023 Rocky Mountain PBS Digital Series.

RJS:	Form Zones in Phillips County, Haxtun, and Holyoke; Form Zone in Rio Grande County; and Panadero Ski Corporation.
AI:	FY23-1 Competitive ESCR and POC Grants; and FY23 CSU POC Allocation Grants
RTA:	USOPM Bond Refinancing; NCRTA/Go NoCO; Final Accounting Procedure; Reduction of Aggregate Cap for Go NoCO Project; and Continuing NCRTA Operations, and Related Motions.

Meeting Called to Order

Schiff called the meeting to order.

A. Minutes

Schiff called for a motion to approve the minutes from the October 20th, 2022, EDC Meeting.

Seaton moved approval of the minutes. Franz seconded the motion. Motion passed unanimously.

M/S/P – Franz, Young – Minutes approved as presented by staff.

B. Job Growth Incentive Tax Credit (JGITC): Michelle Hadwiger

Project Kumquat

Hadwiger presented Project Kumquat. The company behind Project Kumquat began more than 20 years ago as a pushcart full of handmade paletas. The company grew over 20 years and expanded to produce a wide variety of frozen novelty treats. This Project will be a relocation of the company’s headquarters in Colorado for its C-level executives and full management operations team. The company has identified Colorado as the area in which it would like to grow in order to accommodate its needs for logistical flexibility and finding quality talent.

Staff is requesting approval of up to \$541,661 in performance-based Job Growth Incentive Tax Credits over an 8-year period for the creation of up to 50 net new full-time jobs at an average annual wage equal to or greater than the average annual wage of the county the project chooses to locate. The net-new jobs in Colorado must be maintained for one full year before any credits become vested and the Company must create a minimum of 20 net new full-time jobs before any tax credits are issued.

M/S/P – Young, Franz – Project Kumquat approved as presented and recommended by staff.

Project Root

Hadwiger presented Project Root. The company behind Project Root is a manufacturer of low earth orbit technologies intended to provide high bandwidth and low communication intermission. The company’s technologies help to accelerate the commercialization of cislunar space, reducing the overall launch weight or price ratio and creating attractive opportunities for space tourism, enabling private space explorers with commercially operated, low-cost, and versatile space stations. Project Root represents the company’s search for its headquarters and center of research and development, where they plan to accelerate the commercialization of cislunar space in partnership with the US Space Force. The company is currently raising funds, to complete this seed round, they have a short sublease in Denver because their investors requested, they have a physical location. This project represents phase one of a two-phase build-out for the company.

Staff is requesting approval of up to \$547,577 in performance-based Job Growth Incentive Tax Credits over an 8-year period for the creation of up to 60 net new full-time jobs at an average annual wage equal to or greater than the average annual wage of the county the project chooses to locate. The net-new jobs in Colorado must be maintained for one full year before any credits become vested and the Company must create a minimum of 20 net new full-time jobs before any tax credits are issued. The company must provide proof, via bank statements or other such evidence, that they have raised \$5.25M in capital, by the end of 2023 (this is 75% of the \$7M in capital the company expects to raise in their Seed funding round) prior to the execution of this JGITC award contract.

M/S/P – Franz, Tafoya – Project Root approved as presented and recommended by staff.

Project Tart

Hadwiger presented Project Tart. The company behind Project Tart is a manufacturer of prefabricated structures with a focus on energy-efficient custom homes and workforce housing. The company behind Project Tart is headquartered in Washington and services the western United States. The company has a large backlog and several potential larger workforce housing projects that merits a second modular home manufacturing location. The company believes the labor pool is tapped out in their current location and wishes to branch out into another state in their service area.

Staff is requesting approval of up to \$543,456 in performance-based Job Growth Incentive Tax Credits over an 8-year period for the creation of up to 44 net new full-time jobs at an average annual wage equal to or greater than the average annual wage of the county the project chooses to locate. The net-new jobs in Colorado must be maintained for one full year before any credits become vested and the Company must create a minimum of 20 net new full-time jobs before any tax credits are issued.

M/S/P – Seaton, Dragoo – Project Tart approved as presented and recommended by staff.

Tax Credits

Kraft provided some background on the tax credit extension bill. Staff will bring this forward at a future meeting.

Update of Approved Projects

No updates.

C. Strategic Fund

EDC Budget Update

Gould provided the EDC Budget update which shows a Long Bill balance of \$6,468,129.

SF Balance Forecast

Gould presented the SF Balance Forecast that shows an approximate, current available balance of \$6,468,129 in annual Long Bill funds, \$3,737,708 in CRPS funds, \$4,878,303 in Just Transition & EDO funds, and \$2,006,696 in RJS Grants.

Strategic Fund Red Yellow Green Report

Gould provided the SF RYG update which shows progress on approved programs/projects.

Project Olive

Hadwiger presented Project Olive. The company behind Project Olive, headquartered in California, is an American life sciences company that provides instruments, software, services, and consumables for

laboratory workflow procedures. Due to rapid growth, the company is looking to expand its capacity. The company behind Project Olive currently has an operating facility in Frederick; building its expansion in Frederick would constitute a choice to lean into currently established networks of supply and employment, as well as relationships with the local municipality and community versus access to new talent at a lower cost of living. The proposed expansion would add production trains and create a dedicated line for production of guide materials.

Staff is requesting \$1,787,500 in a performance-based Strategic Fund incentive for the creation of 275 net new full-time jobs at \$6,500 per net new job at a minimum average annual wage of \$77,605, 140% of the Weld County AAW, or a payout of \$3,000 per net new job, at an average annual wage of \$55,432, 100% of Weld County's AAW, in support of this project. The maintenance of the net new jobs in Colorado for one full year before any grant payments are made. A \$1:\$1 local match of incentives by the Town of Frederick and Upstate Colorado Economic Development and/or grants from other community partners that match the payout and term structure of the OEDIT incentives and will not result in the possibility of a clawback by the community partners and an undermatch of OEDIT's payouts.

M/S/P – Walker, Tafoya – Project Olive approved as presented and recommended by staff.

Project Garnet

Hadwiger presented Project Garnet. The company behind Project Garnet is a global leader in electronic materials and process solutions for the semiconductor, life sciences, and other high-tech industries. Project Garnet is an expansion of the company's operations within Colorado into a facility that will produce various products sold to the semiconductor industry.

Staff is requesting \$3,880,500 in a performance-based Strategic Fund incentive for the creation of 597 net new full-time jobs at \$6,500 per net new job at a minimum average annual wage of \$68,614, 130% of the El Paso County AAW, or a payout of \$3,000 per net new job, at an average annual wage of \$52,780, 100% of El Paso County's AAW, in support of this project. The maintenance of the net new jobs in Colorado for one full year before any grant payments are made. A \$1:\$1 local match of incentives by the various El Paso County-based institutions involved in the local incentive, led by the Colorado Springs EDC and Chamber, and/or grants from other community partners that match the payout and term structure of the OEDIT incentives and will not result in the possibility of a clawback by the community partners and an undermatch of OEDIT's payouts.

M/S/P – Franz, Tafoya – Project Garnet approved as presented and recommended by staff.

EDC Strategic Fund \$40M ARPA Funding - Reporting

Gould presented EDC Strategic Fund \$40M ARPA Funding Reporting request. Authorized by Senate Bill 21-291, \$40M from the federal American Rescue Plan Act (ARPA) State and Local Fiscal Recovery Funds (SLFRF) was placed into the Strategic Fund to aid the state's economic recovery from the pandemic. Since receiving the funding, OEDIT has been in the process of developing and implementing programs to distribute the funding to Colorado's businesses for economic recovery. Upon EDC approval, each of the programs were required to complete quarterly and annual reporting to the EDC.

For program presentations that were approved by the EDC, there was a requirement that each of the programs complete subsequent quarterly and annual reporting to the EDC. Many programs were to start reporting in July 2022; however, up unto this point, only the SBDCs have begun to spend their funds. And up until now, the scope and the content of this quarterly and annual reporting to the EDC has been largely

undefined and was based on the timing of federal reporting requirements. To keep the EDC Board Books and meetings brief, staff would like to recommend the following reporting process.

Quarterly Reports: Include data from the monthly OSPB financial reports in the appendix of the EDC Board Book and provide the dollar amount of funds distributed to either end recipients or the sub-recipients for distribution. Also provide pertinent metrics per program from the OEDIT Stimulus Metric Tracking sheet.

Annual Reports: Annual, in-person updates from each OEDIT department on a rolling basis. Schedule to be developed by BF&I Program Manager.

Staff is requesting approval of the proposed reporting structure For Quarterly reports, the existing OSPB and OEDIT Stimulus Metric Tracking will be sufficient.

- For annual, in-person reports to the EDC:
 - Programs will maintain their commitment to rural counties and specifically track and report on expenditures in rural counties. As a reminder, the following counties have previously been defined as non-rural by the EDC and all other counties are considered rural: Adams, Arapahoe, Boulder, Broomfield, Denver, Douglas, El Paso, Jefferson, Larimer, Weld.
 - Any other program metrics/reporting/guardrails that were part of the programs' presentation to the EDC or spend plans approved by OSPB must also be tracked and included in the annual report.
- Annual Reporting schedule will be brought forth to the EDC at a later date

M/S/P - Young, Franz – EDC Strategic Fund \$40M ARPA Funding Reporting approved as presented and recommended by staff.

Economic Development Organizations Action Grant

Mount presented the EDO Action Grant program request. In the 2022 legislative session, the Colorado General Assembly appropriated \$1M to the Strategic Fund, via the Long Bill, to be used to support local economic development organizations throughout the state with a preference toward those serving rural regions of the state.

This is the second year in a row that the General Assembly has appropriated funding for economic development organizations (EDOs) in Colorado. Staff will present wrap-up information on the first iteration of these funds and how they were utilized, as well as a proposed grant program for this second iteration of funds. See the EDO Action Grant PPT and the EDO Action Grant Program Manual & Application for more information.

To administer the \$1M in funding dedicated to EDOs, OEDIT requests that the EDC approve:

- The EDO Action Grant Program Manual & Application, acknowledging that small non-substantive changes may be made before launching the program; and
- The proposed budget, timeline, marketing plan, and other logistical items needed prior to launching the program.

M/S/P – Young, Franz - EDO Action Grant program request approved as presented and recommended by staff.

D. Enterprise Zone (EZ): Che Sheehan

Contribution Project Proposals

Sheehan presented the following EZ Contribution Project Proposals for approval.

EZ	Project Name	Type	Category	Completion Date	Budget	1 yr. Proj. Credits
NW	Strawberry Park Amphitheater	Cap. Cam.	Community Facility	12/31/2027	\$1,010,000	\$109,375
CC	National Mining Hall of Fame and Museum	Cap. Cam.	Tourist Attraction	12/31/2027	\$6,465,058	\$186,875
EC	City of Burlington - Old Town Museum Complex 2023-27	Cap. Cam.	Tourist Attraction	12/31/2027	\$250,000	\$10,000
JEFF	Habitat for Humanity of Metro Denver – Miller Duplexes at 44th	Cap. Cam.	Workforce Housing	12/31/2024	\$3,210,606	\$125,000
EC	City of Burlington - Economic Development Org 2023-27	Operations	Economic Development Organization	12/31/2027	\$258,133	\$8,125
NW	Memorial Hospital Foundation	Operations	Healthcare	12/31/2027	\$300,000	\$12,500
REG10	Ute Indian Museum Heritage Tourism	Operations	Visitor Event/Attraction	12/31/2027	\$50,000	\$3,125
NW	Central City Opera Presents	Operations	Visitor Event/Attraction	12/31/2027	\$5,346,277	\$750,000
EC	Elbert County Historical Society & Museum 2023	Operations	Visitor Event/Attraction	12/31/2027	\$15,000	\$1,375
PP	Olympic City USA	Operations	Visitor Event/Attraction	12/31/2027	\$80,000	\$6,000
NW	Steamboat Chamber	Operations	Business Assistance	12/31/2027	\$1,400,000	\$6,500
TOTAL					\$18,385,074	\$1,218,875

M/S/P – Sparr, Franz – EZ Contribution projects approved as presented and recommended by staff.

Enterprise Zone Annual Recertification

Sheehan presented the EZ Annual Recertification for approval. Per statutory requirement, the list of projects compiled by staff includes a description of each project, its accomplishments toward the economic development goals of the enterprise zone, and an estimate of the amount of potential contributions to the project in the next calendar year. Per Commission direction, and as outlined in the policies, all projects have an end-date, and will conclude on that date if not before – the project start and end dates are provided for your information.

An annual review was conducted for each of these projects to evaluate their performance against approved project activities and achievement of economic development objectives. 127 projects will close at year-end because either they reached their project end-date, or the zone administrator did not recommend their continuation. Of these 127 projects 64 were homeless related and will be moving over to the new Homeless Tax Credit administered by the DOLA Division of Housing.

Staff requests that the EDC re-certify or approve 188 currently active or approved EZ Contribution projects for eligible status in 2022. The statutes governing Enterprise Zone Contribution Projects require annual review and approval, also known as re-certification.

M/S/P - Young, Tafoya – EZ Annual Recertification approved as presented and recommended by staff.

E. Colorado Office of Film, Television, and Media (COFTM): Hasti Soltani, Donald Zuckerman

COFTM Budget

Soltani presented the COFTM budget which has a total FY22 COFTM Incentive Funds of \$ 394,111 remaining if the pending projects today are approved.

America At The Dinner Table

Soltani presented America At The Dinner Table. America at the Dinner Table is an eight-part documentary conversation series for PBS digital platforms featuring families from across Colorado reflecting on issues that matter to them.

100% of the production for America at the Dinner Table will take place on-location in Colorado. Filming will happen at up to 10 locations throughout the state of Colorado, with locations expected to be determined by early 2023. Production is set to begin in November of 2022 and wrap in February of 2023. The project is fully funded from a grant from PBS via the Corporation for Public Broadcasting. The final series will be distributed by PBS Digital Studios, the original digital programming division of PBS, on YouTube and other social platforms in February of 2023.

Per the applicant's estimations, the Office of Film, Television & Media is anticipating a total of \$107,470.48 in qualified local expenditures and with the multiplier effect, the economic impact could reach up to \$193,470.48.

The project has a total preliminary Colorado budget of \$107,588.20:

- Payroll spend: \$40,283.20
- Vendor spend: \$67,305
- CO Crew hires: 6
- CO Cast hires: 0
- Total CO hires: 6, which equals 67% of the total crew hired for this project

The estimated qualified local expenditures of the application would result in a rebate of \$21,517.64 which is a 20% rebate.

Staff recommends approval of this project with the noted project conditions.

M/S/P – Franz, Paletz – America At The Dinner Table was approved as presented and recommended by staff.

Untitled 2023 Rocky Mountain PBS Digital Series

Soltani presented the Untitled 2023 Rocky Mountain PBS Digital Series. The Untitled 2023 Rocky Mountain PBS Digital Series will be a 8-12 part digital series for PBS digital platforms that will elevate the voices of diverse content creators.

Production for the series will take place in various locations in Colorado in the spring of 2023. The project is fully funded from a grant from PBS via the Corporation for Public Broadcasting. The final series will be distributed by PBS Digital Studios, the original digital programming division of PBS, on YouTube and other social platforms in the summer of 2023.

Per the applicant's estimations, the Office of Film, Television & Media is anticipating a total of \$107,588.20 in qualified local expenditures and with the multiplier effect, the economic impact could reach up to \$193,470.48.

The project has a total preliminary Colorado budget of \$105,000

- Payroll spend: \$40,000
- Vendor spend: \$65,000
- CO Crew hires: 6
- CO Cast hires: 0
- Total CO hires: 6, which equals 67% of the total crew hired for this project

The estimated qualified local expenditures of the application would result in a rebate of \$21,000 which is a 20% rebate.

Staff recommends approval of this project with the noted project conditions.

M/S/P – Sparn, Paletz – Untitled 2023 Rocky Mountain PBS Digital Series was approved as presented and recommended by staff.

F. Rural Jump-Start (RJS): Morgan Vankat

Application to Form Zones in Phillips County, Haxtun, and Holyoke

Vankat presented the Application to Form Zones in Phillips County, Haxtun, and Holyoke request. Phillips County has passed a resolution to become a Rural Jump-Start Zone. The application is sponsored by the Phillips County Economic Development Corporation and does not include a pipeline of potential companies. The towns of Haxtun and Holyoke have also passed resolutions to join the Phillips County Rural Jump-Start Zone.

Staff requests a Motion to approve the application for Phillips County, as well as the towns of Haxtun and Holyoke, to become Rural Jump-Start Zones.

M/S/P – Tafoya, Paletz - Phillips County Haxtun, and Holyoke zone formation request approved as presented and recommended by staff.

Rio Grande County Form a Zone

Vankat presented the Rio Grande County zone formation request. Rio Grande County has passed a resolution to become a Rural Jump-Start Zone. The application is sponsored by the San Luis Valley Development Resources Group and does not include a pipeline of potential companies.

Staff requests a motion to approve the application for Rio Grande County to become a Rural Jump-Start Zone.

M/S/P – Young, Franz - Rio Grande County zone formation request approved as presented and recommended by staff.

Updates on Zone Process

Vankat said we received updates from Saguache and Cheyenne counties saying they are not interested in becoming part of the RJS zone. Their reasoning is around workforce and housing concerns. As smaller counties, the idea of hiring 5 people is daunting. We did attend the Pueblo city council meeting last week and received a lot of good support and we expect a resolution on November 28th for the December meeting. Last night Alamosa city council passed their resolution. Next week I will be attending council meetings in Bent, Kit Carson, and Kiowa and meeting with various economic development organizations while we're out there.

Panadero Ski Corporation

Vankat presented the Panadero Ski Corporation request. Panadero Ski Corporation is a nonprofit organization bringing lift-aided skiing and year-round recreation to Parker-Fitzgerald Cuchara Mountain Park in Huerfano County. Cuchara is a small mountain town in southern Colorado in the Sangre de Cristos Mountain range. In 1981, the Cuchara Mountain Resort opened its doors to skiers in the area. However, in 2000, the resort closed. In 2017, the Cuchara Foundation, a community-led organization, purchased the 50 acres of unused land and renamed it the Parker-Fitzgerald Cuchara Mountain Park.

In 2019, the Panadero Ski Corporation was formed by residents and property owners to bring lift-served skiing back to Cuchara Mountain. Panadero Ski Corporation was initially formed as an effort to get Lift 4 up and running, but after a failed attempt to find an operator for the mountain, the organization expanded to become the operator of Parker-Fitzgerald Cuchara Mountain Park. The ski area is focused on providing beginners and families an affordable skiing experience, while building an appreciation of nature and healthy lifestyles through outdoor recreation. Panadero Ski Corporation has purchased a used snowcat for grooming and a small snowmaking gun. It plans to have the ski area operating by December 25, 2022.

Parker-Fitzgerald Cuchara Mountain Park consists of seven runs served by one double chair ski lift. Additionally, there are over 200 acres of old ski runs that will not be lift served but will provide an environment for backcountry skiing, snowshoeing, and cross-country skiing. Panadero Ski Corporation expects to serve customers from southern Colorado, but also visitors from Texas, Kansas, Oklahoma, and New Mexico.

Panadero Ski Corporation plans to hire eight employees in the next four years in the form of a Mountain Director, Snow/Maintenance Director, Mountain Safety Director, Development Manager, Program/Events Manager, and other operational positions. The organization is sponsored into the program by Trinidad State Junior College and already has plans to partner with them on internships and experiential learning opportunities.

Overview of Eligibility Criteria:

Metric	OEDIT Opinion
Operation Clause	Pass on this metric. At the time of application, Panadero Ski Corporation was not operating as defined by the RJS program.
Not Moving Jobs	Pass on this metric. Panadero Ski Corporation is not moving jobs within Colorado.
Hires at least 5 New Hires	Pass on this metric. Panadero Ski Corporation expects to hire 8 New Hires.

Competition Clause	Pass on this metric. OEDIT has not identified a Colorado company that directly competes with Panadero Ski Corporation in an adjacent economically distressed county.
Adds to Economic Base and Exports Outside the County	Pass on this metric. Panadero Ski Corporation would add to the economic base and export outside of Huerfano County.
Endorsed by Sponsoring Entity	Pass on this metric. Panadero Ski Corporation is endorsed by Trinidad State Junior College, who has submitted a signed letter of support.

Staff requests a motion to approve Panadero Ski Corporation for participation in the Rural Jump-Start program with 8 New Hires and \$25,000 in grant funding.

M/S/P – Young, Franz – Panadero Ski Corporation request approved as presented and recommended by staff.

G. Advanced Industries (AI): Kacie Adair

FY23-1 Competitive ESCR and POC Grants

Adair presented the 40 FY23-1 Competitive ESCR and POC Grants for final approval.

M/S/P – Franz, Young – All 40 FY23-1 Competitive ESCR and POC Grants approved as presented and recommended by staff.

FY23 CSU POC Allocation Grants

Adair presented the 6 FY23 CSU POC Allocation Grants for final approval totaling \$222,194.

CSU – ST CF – approved

M/S/P – Tafoya, Franz – All 6 FY23 CSU POC Allocation Grants approved as presented and recommended by staff.

AI Budget

Adair provided the AI budget which shows \$20,545,191 total funds remaining.

AI Annual Report

Adair provided the 2022 AI Annual Report.

H. Regional Tourism Act (RTA): Jeff Kraft

RTA Program Update

Sheehan provided the RYG update.

USAFA

Schnepf provided the USAFA update. We are moving through final negotiations of the guaranteed maximum price. We did survive some significant increases both in labor and materials based on market conditions and inflation. Early on we built up a budget to cover those things. We are going to break ground on the Visitors Center foundation on December 1st with a schedule that has us completing in 2024 and we will be turning it over to the USAFA in March or April. About thirty percent of the infrastructure has been completed. None of the parking and pavement is completed but one hundred percent of the grading is done and about thirty percent of the wet and dry utilities are in place. The hotel has gone vertical. It's estimated that it's about forty percent complete at this point. On the office front we are under an LOI

with Koelbel Corporation, an office developer in Denver. The office is being looked at as a Secured Compartmented Information Facility (SCIF). They are unique in the U.S., and they drive a market that is supported by the DoD and industries in space, cyber and those types of technologies. There is a small window of opportunity in the marketplace to finance an \$80-\$100M building in that cyber space that would work closely with AFA and their cyber teaching mission. However, it requires a bigger financing term. We have submitted a request to the Air Force to extend the lease term for that parcel to 75 years to enable that facility to be financed with Koelbel. We do believe we will get that extension.

The retail site is another struggle because of the economy. We have secured a Circle K convenience store and they are well under design. We anticipate the remainder of the will come in once the hotel is in place and the Visitors Center is completed.

Walker said all the projects are going well. We are thrilled with the Hybl Center and all the work they are doing. We hired an economist who will go out to each project and really start to measure what the overall economic impacts are. I expect to have that updated report by the end of December. That will be distributed in our next quarterly report. Robson Arena continues to do great.

USOPM Bond Refinancing

Sheehan presented the United States Olympic & Paralympic Museum (USOPM) Bond Refinancing request. The team in Colorado Springs is requesting to refinance the bonds associated with the USOPM. The 2017 Bonds will come due in April 2027. At that time, the unpaid balance of the 2017 Bonds will become due and payable. The purpose of the Refinancing Bonds is to use the current redemption window to call all outstanding 2017 Bonds and extend the maturity date of the financing to September 2029 and to provide financing to fund the reimbursement of certified Eligible Costs.

While no purchase commitment has been issued, it is anticipated that UMB Bank will be the direct purchaser of the Refinancing Bonds. North Slope Capital Advisors will provide a third-party opinion to CSURA to ensure the terms of refinanced bond offering is reasonable within the current market. The bond offering will meet all the requirements of the RTA and the EDC Resolution City for Champions Project. The Refinancing Bonds are proposed as a fully amortizing 7- or 10-year tax exempt privately placed bond with a proposed interest rate based on a formula like the prior structures. There will likely be an automatic rate reset after 5 or 7 years based on the same formula.

UMB Bank proposes to purchase \$26,865,000 of Refinancing Bonds at par with the proceeds and current reserves to be used to redeem all 2017 Bonds and to fund the reimbursement of up to \$4,800,000 of certified Eligible Costs.

Sheehan outlined the requirements from Resolution No. 3 that must occur prior to and after the issuance of the bonds.

1. Ensure that service providers were selected according to a local procurement process.
2. As this is a privately placed bond the following requirements must be met:
 - a. Upon issuance of the bonds the Financing Entity shall deliver copies of all final Bond documents to the Commission together with an opinion of the Financing Entity's bond counsel that the final Bond Documents are in conformity with the Resolution.
 - b. an External Financial Advisor must certify that the interest rate and structure of the bond is reasonable per Section 7.B of Resolution No.3, as amended.
 - c. This must occur before/concurrently as Bonds are issued and interest begins accruing.

3. Any proceeds used to reimburse Eligible Costs must be certified by an Independent CPA and Engineer.

Franz moved approval of the division of the bond proceeds as presented by the letter in our board book as required by section 7.D of Resolution No.3, as amended. Young seconded the motion. Motion passed unanimously.

M/S/P – Franz, Young – Division of the bond proceeds approved as presented by staff.

Stanley Film Center Semiannual update

Harrington provided the SFC update. We have been able to leverage a lot of economic opportunities because of this project. One that has not been announced is the The Frozen Dead Guy Festival that was slated to go away, will be moved to Estes Park. We are starting a western film festival on January 21st bringing in a film that hasn't been released yet from Nicholas Cage. The producers are going to come and do a panel discussion. Michael Cain, who started a Dallas film festival and has worked for many years with EARTHxFilm has moved to Fort Collins. We will be doing an environmental film festival similar to EARTHxFilm on a smaller scale, on earth day. The week after that we are turning back to the horror fest that the hotel had in 2013. We've formed a partnership with the Telluride horror fest and Ted Wilson is going to help with programming of that.

We are also looking at expanding our education mission. With my background and starting the Estes Institute, we envision a gap year program to teach the kids storytelling. There will be a residential portion that will house about 75 students. We have started to sort of rebrand it as not just a horror film event but a full storytelling center with the school and center working together.

As to financing, we are now pursuing bonding through CECFA to issue those bonds. North Slope Capital is supporting us on the bond issuance. The timeline is aggressive, but we are hoping to close on those bonds sometime in February and be able to start construction soon after that.

Chichester said we've been working closely with SFC to get a credit package together that will be distributed to a targeted list of banks early next week. We've identified two dates for them to come up and do a site visit in December. We've got bank proposals due back on December 20th, our target date to receive responses. We hope to select a partner shortly after that and get into the documentation phase with the goal of a financing close in February.

The board asked for clarification on CECFA.

Harrington said CECFA is the Colorado Education and Cultural Facilities Authority. It was set up by the state, but it is not a state entity. They were originally established to fund schools but in the last 15 years they have expanded to include cultural facilities. CECFA is a pass-through organization that will help to make sure you qualify for the funds and help with the issuance of the bonds. We will go in front of the CECFA board in December.

Kraft asked Harrington to expand on the Estes Institute.

Harrington said they are still negotiating with the hotel and the city with regards to getting a ground lease. It will be on the campus of the Stanley, within walking distance of the film center. Right now the Estes Institute is a separate nonprofit organization from the Stanley Film Center but they have a cooperating agreement. We looked into being a supporting organization with funds flowing from the institute to the

film center. I think it will probably be just a business agreement between two independent nonprofit organizations. We see the institute as fulfilling the education mission of the film center. There will probably be an administrative services fee that comes from the film center revenues to support the school. I've worked in nonprofit organizations for a long time and have experience creating that sustainable school nonprofit environment.

Harrington provided the board with the Stanley Master plan of the hotel and a two-page document that describes the Estes Institute.

NCRTA/Go NoCO

Sheehan provided some background on the reduction of the aggregate cap for the Go NoCO project. On December 16, 2021, the Commission formally revoked their approval of the Loveland Whitewater Adventure Park and Hotel Project Element and in doing so triggered the application conditions of approval in Subsections 5.A.i and 5.A.ii. of Amended Resolution No. 4.

Part of the process requires that the Aggregate Cap be reduced according to final accounting procedure. Based on Quarterly reports submitted through December 31, 2021, the total amount spent on Eligible Costs for the Go NoCO projects was \$269,966.95.

In order for the NCRTA to continue to comply with the conditions of approval in Subsections 2.C., 5.F., and 5.K.iv. of Amended Resolution No. 4, as well as any other related conditions of approval in Amended Resolution No. 4, the NCRTA will retain in their account \$185,753, which includes \$95,753 of unreimbursed eligible costs and a \$90,000 contingency for their continued minimal operations over the next 33 years.

The new aggregate cap will be \$46,680,093 which reflect the amount retained for the NCRTA to continue to meet its obligations as well as Eligible Costs spent on projects not related to the Stanley.

Staff is requesting approval with the following proposed motion:

1. I move to adjust the Aggregate Cap to \$46,680,093 for the Go NoCO Projects and authorize OEDIT staff to make minor adjustments to this cap to verify account balances and report back the final amount at a later date.
2. Based on the letter from Trey Rogers dated 11/14/2022 authorize the NCRTA to retain a total of \$185,753 in their Special account to pay for \$94,758 in unreimbursed Eligible Costs and retain \$90,000 for the minimum required operations through the rest of the Financing Term. Additionally, in lieu of an annual audit the NCRTA will submit its "beginning fund balance, qualified expenditures over the preceding year and ending fund balance" and show its most recent bank statement. As a non-profit corporation the NCRTA must hold at least one meeting annually of its board of directors, record and maintain minutes of the annual meeting, and file an annual periodic report with the Colorado Secretary of State. These requirements may be submitted/coordinated by their Attorney on behalf of the NCRTA.
3. Before reimbursing any outstanding Eligible Costs that the Applicants and the NCRTA Acknowledge Amended Resolution No. 4.

Tafoya moved approval of the proposed motion. Franz seconded the motion.

After further discussion on the adjustment, Franz amended number 1 of the proposed motion to include to make an adjustment on the amount not to exceed \$25,000 in the aggregate to the total account balances.

1. I move to adjust the Aggregate Cap to \$46,680,093 for the Go NoCO Projects and authorize OEDIT staff to make minor adjustments not to exceed \$25,000 in the aggregate cap to verify account balances and report back the final amount at a later date.
2. Based on the letter from Trey Rogers dated 11/14/2022 authorize the NCRTA to retain a total of \$185,753 in their Special account to pay for \$94,758 in unreimbursed Eligible Costs and retain \$90,000 for the minimum required operations through the rest of the Financing Term. Additionally, in lieu of an annual audit the NCRTA will submit its “beginning fund balance, qualified expenditures over the preceding year and ending fund balance” and show its most recent bank statement. As a non-profit corporation the NCRTA must hold at least one meeting annually of its board of directors, record and maintain minutes of the annual meeting, and file an annual periodic report with the Colorado Secretary of State. These requirements may be submitted/coordinated by their Attorney on behalf of the NCRTA.
3. Before reimbursing any outstanding Eligible Costs that the Applicants and the NCRTA Acknowledge Amended Resolution No. 4.

M/S/P – Franz, Tafoya – Amended motion approved.

Kraft provided some background of the RTA projects for the board members that are not as familiar with these projects.

Schiff requested a retrospective of the SFC project at one of the upcoming meetings, December, or January.

I. Other

Next EDC Meeting

The next EDC meeting will be December 15, 2022.

With all items discussed, the meeting was adjourned.