



BOARD OF DIRECTORS MEETING

January 9, 2024

4:00 P.M.

Auburn Hills City Hall, Administrative Conference Room • 1827 N. Squirrel Road, Auburn Hills, MI
Minutes of the TIFA Board Meeting will be on file in the City Clerk's Office • 248-370-9402

MEETING CALLED TO ORDER

1) ROLL CALL

2) PERSONS WISHING TO BE HEARD

3) APPROVAL OF MINUTES

- a) TIFA Informational Meeting Minutes – December 12, 2023
- b) TIFA Regular Meeting Minutes – December 12, 2023

4) CORRESPONDENCE & PRESENTATIONS

5) CONSENT AGENDA

All items listed are considered to be routine by the Tax Increment Finance Authority and will be enacted by one motion. There will be no separate discussion of these items unless a Board Member so requests, in which event the item will be removed from the Consent Agenda and considered in its normal sequence on the agenda.

- a) FY 2023 Adopted Budget and YTD Summary – December 31, 2023

6) UNFINISHED BUSINESS

7) NEW BUSINESS

- a) Construction Staging Area Request for The Webster

8) EXECUTIVE DIRECTOR REPORT

9) BOARD MEMBER COMMENTS

10) ADJOURNMENT

Next Meeting is Scheduled for February 13, 2024 at 4:00 p.m.



CITY OF AUBURN HILLS CITY COUNCIL AGENDA

MEETING DATE: JANUARY 8, 2024

AGENDA ITEM NO _____

TAX INCREMENT FINANCE AUTHORITY

**“Not Yet Approved”
CITY OF AUBURN HILLS
TAX INCREMENT FINANCE AUTHORITY INFORMATIONAL MEETING**

December 12, 2023

CALL TO ORDER: Chairman Kneffel called the meeting to order at 4:02 PM.

ROLL CALL: Present: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
Absent: Waltenspiel
Also Present: Brandon Skopek, Assistant City Manager / TIFA Executive; Andrew Hagge, Management Assistant; Devin Lang, Construction Coordinator / Assistant to the Community Development Director
Guests: None

LOCATION: Auburn Hills City Hall, Administrative Conference Room, 1827 N. Squirrel Road, Auburn Hills, MI 48326

PERSONS WISHING TO BE HEARD

None.

REVIEW OF PROJECTS COMPLETED OVER THE LAST YEAR

Mr. Skopek reviewed the list of completed TIFA projects in each TIF District in fiscal year 2023.

FISCAL YEAR 2022 PLANS

Mr. Skopek reviewed the project plans for each TIF District in fiscal year 2024.

ADJOURNMENT

Moved by Mr. Goodhall to adjourn the TIFA Informational Meeting.

Seconded by Mr. Moniz

Yes: Kneffel, Moniz, Goodhall, Gudmundsen, Eldredge, Fletcher

No: none

Motion carried

The TIFA Informational Meeting adjourned at 4:20 p.m.

Steve Goodhall
Secretary of the Board

Andrew Hagge
Management Assistant



CITY OF AUBURN HILLS CITY COUNCIL AGENDA

MEETING DATE: JANUARY 8, 2024

AGENDA ITEM NO _____

TAX INCREMENT FINANCE AUTHORITY

**“Not Yet Approved”
CITY OF AUBURN HILLS
TAX INCREMENT FINANCE AUTHORITY MEETING**

December 12, 2023

CALL TO ORDER: Chairman Kneffel called the meeting to order at 4:20 PM.

ROLL CALL: Present: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
Absent: Waltenspiel
Also Present: Brandon Skopek, Assistant City Manager / TIFA Executive Director; Andrew Hagge, Management Assistant; Devin Lang, Construction Coordinator / Assistant to the Community Development Director
Guests: None

LOCATION: Administrative Conference Room, 1827 N. Squirrel Road, Auburn Hills, MI 48326

PERSONS WISHING TO BE HEARD

None.

APPROVAL OF MINUTES

A. TIFA Informational Meeting Minutes – November 14, 2023

There was no discussion on the approval of the minutes.

Moved by Mr. Goodhall to approve the TIFA Board of Directors Informational Meeting Minutes from November 14, 2023, as presented.

Seconded by Mr. Gudmundsen

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: none

Motion carried

B. TIFA Regular Meeting Minutes – November 14, 2023

There was no discussion on the approval of the minutes.

Moved by Mr. Goodhall to approve the TIFA Board of Directors Regular Meeting Minutes from November 14, 2023, as presented.

Seconded by Dr. Fletcher

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: none

CONSENT AGENDA

- A. FY 2023 Adopted Budget and YTD Summary – October 31, 2023
- B. FY 2023 Year-End Budget Amendments

RESOLVED: To receive and file the financial report for the period ending November 30, 2023

Moved by Mr. Moniz to approve the Consent Agenda.

Seconded by Mr. Goodhall

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: none

Motion carried

UNFINISHED BUSINESS

None.

NEW BUSINESS

A. Bid Award for the Demolition of 3257 Auburn Road

Mr. Skopek presented the agenda item related to the demolition of 3257 Auburn Road to the TIFA Board. Mr. Skopek brought the Board up to speed with this project, stating that the City closed on this property on October 26, 2023. Additionally, Mr. Skopek noted to the Board that the City has used this bid-winning contractor before during the demolition of the Seyburn mansion. The TIFA Board inquired about a few aspects related to this project. Those inquiries included the property line encroachment, the previous use of 3257 Auburn Road prior to demolition, and if the property had a well that would have to be addressed during demolition. Mr. Skopek stated that the property lines between 3257 Auburn Road and their neighbor have been resolved, and that the previous use of 3257 Auburn Road was residential but is now vacant. Additionally, Mr. Lang stated that a well was not found at the property during the due diligence period.

Moved by Mr. Moniz to award the bid for demolition activities at 3257 Auburn Road to Falcon Demolition, LLC, 1087 E. Lake Road, Clio, Michigan 48420, in the not to exceed amount of \$28,900. Furthermore, authorize a budget amendment increasing appropriations by \$28,900 in the 2024 TIF-A budget for the work that is to be conducted.

Seconded by Dr. Fletcher

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: None

Motion Carried

B. Election of Officers

Mr. Skopek called for nominations for 2024 Chairperson of the TIFA Board of Directors. Mr. Kneffel was nominated by Dr. Eldredge. Nomination was supported by Mr. Goodhall. Mr. Skopek called roll, there were no objections or further nominations.

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: None

Motion Carried

Chairman Kneffel called for nominations for the 2024 Vice Chairperson of the TIFA Board of Directors. Mr. Moniz was nominated by Mr. Kneffel. The nomination was supported by Dr. Eldredge. Mr. Kneffel called roll, there were no objections or further nominations.

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: None

Motion Carried

Chairman Kneffel called for nominations for the 2024 Secretary of the TIFA Board of Directors. Mr. Goodhall was nominated by Mr. Moniz. The nomination was supported by Mr. Gudmundsen. Mr. Kneffel called roll, there were no objections or further nominations.

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: None

Motion Carried

EXECUTIVE DIRECTOR REPORT

Mr. Skopek provided the latest update to the TIFA Board regarding the Cantina El Dorado restaurant and their liquor license, which they have leased from the TIFA Board. Mr. Skopek shared with the Board that he spoke with the restaurant's representative, and the representative shared that the Michigan Liquor Control Commission (MLCC) has identified a deficiency in the agreement between the restaurant and the TIFA Board. To resolve this situation, Mr. Skopek stated that he would have to schedule a meeting with the MLCC, which would include the city attorney, Derk Beckerleg.

BOARD MEMBER COMMENTS

The TIFA Board inquired about the upcoming downtown parking study, snow removal in the downtown area, and alternative water solutions to the splash pad. Mr. Skopek stated that he has a meeting scheduled with the parking consultant to review some of their findings and that a report would be shared with the TIFA Board when available. Mr. Skopek and Mr. Lang stated that downtown merchants would still be responsible for clearing snow directly in front of their business, and that the Auburn Hills' Department of Public Works would clear the snow once it was pushed to the planter boxes. Finally, regarding the splash pad, the TIFA Board asked if the city could explore alternative water uses regarding the splash pad. Due to the costs of running the splash pad, the TIFA Board inquired about the possibility to recycle some of that water that is used by the splash pad or if the city could pull water from the nearby Clinton River for the splash pad. Mr. Skopek stated that the city will explore alternatives related to the splash pad and share those alternatives with the TIFA Board.

ANNOUNCEMENT OF NEXT MEETING

The next regularly scheduled TIFA Board of Directors meeting is scheduled for Tuesday, January 9, 2024 at 4:00 p.m. in the Administrative Conference Room in City Hall at, 1827 N. Squirrel Road, Auburn Hills, Michigan 48326.

ADJOURNMENT

Moved by Mr. Goodhall to adjourn the TIFA Board meeting.

Seconded by Mr. Moniz

Yes: Kneffel, Goodhall, Eldredge, Gudmundsen, Moniz, Fletcher
No: None

Motion carried

The TIFA Board of Directors meeting adjourned at 4:57 p.m.

Steve Goodhall
Secretary of the Board

Andrew Hagge
Management Assistant



TO: Chairman Kneffel and Members of the TIFA Board of Directors

FROM: Brandon Skopek, Assistant City Manager, TIFA Executive Director

DATE: January 3, 2024

SUBJECT: FY 2023 Adopted Budget and YTD Summary – December 31, 2023

STATEMENT OF NET POSITION

- TIF-A Cash \$2.0 million
- \$1.2 million invested TIF-A
 - \$445,009 – Investment Pooling
 - \$288,461 – Insight
 - \$565,012 – MiClass
- TIF-B Cash \$3.2 million
- \$11.1 million invested in TIF-B
 - \$8 million – Insight
 - \$3.1 million – MiClass
- TIF-D Cash \$2.6 million
- \$1.3 million invested in TIF-D
 - \$1.3 million – Insight
 - \$534 – MiClass

TIFA 85-A STATEMENT OF REVENUES AND EXPENDITURES

- Approximately 109% of budgeted revenues have been received for TIF-A in fiscal year 2023.

Property Taxes:	\$1,122,444
PPT Reimbursement:	\$281,622
Building Rental:	\$55,594
Interest:	\$58,946
EV Charging Fees:	\$892
	\$1,519,498
- Approximately 79% of budgeted expenditures have been utilized for fiscal year 2023.

TIFA 85-B STATEMENT OF REVENUES AND EXPENDITURES

- Approximately 140% of budgeted revenues have been received for TIF-B in fiscal year 2023.

Property Taxes:	\$1,719,180
PPT Reimbursement:	\$121,082
Interest:	\$491,415
	\$2,331,677
- Approximately 12% of budgeted expenditures have been utilized for fiscal year 2023.

TIFA 86-D STATEMENT OF REVENUES AND EXPENDITURES

- Approximately 177% of budgeted revenues have been received for TIF-D in fiscal year 2023.

Property Taxes:	\$207,283
PPT Reimbursement:	\$859,336
Interest:	\$93,136
EV Charging Fees:	\$519

FY 2023 Adopted Budget and YTD Summary – December 31, 2023

Federal Grants:	\$130,020
	<hr/>
	\$1,290,294

- Approximately 23% of budgeted expenditures have been utilized for fiscal year 2023.

An appropriate motion is:

Move to receive and file the TIFA Financial Report for period ending December 31, 2023

BALANCE SHEET REPORT FOR CITY OF AUBURN HILLS
Balance As of 12/31/2023

GL Number	Description	YTD Balance 12/31/2023
Fund: 251 TIFA A		
*** Assets ***		
251-000-001.000	CASH	2,048,350.44
251-000-017.000	CASH - INVESTMENT POOLING	445,009.77
251-000-017.002	INVESTMENT MANAGER - CUTWATER	288,461.52
251-000-017.004	CASH - MICLASS	565,012.02
251-000-062.000	Lease Receivable	191,845.00
251-000-072.000	DUE FROM COUNTIES	510.15
251-000-084.703	DUE FROM TRUST AND AGENCY	(510.15)
251-000-130.000	LAND	6,120,355.86
251-000-132.000	LAND IMPROVEMENTS	5,170,325.27
251-000-133.000	ACCUM DEPREC-LAND & IMPROV	(2,242,635.19)
251-000-136.000	BLDGS, BLDG ADDITIONS AND	6,409,122.17
251-000-137.000	ACCUM DEPREC-BLDGS & ADDS & IMPROVEMNTS	(1,461,254.64)
251-000-146.000	OFFICE EQUIPMENT AND FURN	164,753.78
251-000-147.000	ACC. DEPR. - OFFICE EQUIP	(164,754.07)
251-000-158.000	CONSTRUCTION-IN-PROGRESS	15,000.26
251-000-159.000	MACHINERY & EQUIPMENT	167,877.38
251-000-160.000	ACCUM DEPREC-MACH & EQUIP	(89,156.33)
251-000-163.000	ROADS & INFRASTRUCTURE	17,713,486.23
251-000-164.000	ACCUM DEPREC-ROAD & INFRASTURE	(9,202,137.80)
Total Assets		26,139,661.67
*** Liabilities ***		
251-000-211.000	RETAINAGE PAYABLE	20,613.11
251-000-275.000	DUE TO TAXPAYERS	665.88
251-000-360.001	Deferred Inflow of Resources	191,845.00
Total Liabilities		213,123.99
*** Fund Equity ***		
251-000-390.000	FUND BALANCE	25,656,500.25
Total Fund Equity		25,656,500.25
Total Fund 251:		
TOTAL ASSETS		26,139,661.67
BEG. FUND BALANCE		25,656,500.25
+ NET OF REVENUES & EXPENDITURES		270,037.43
= ENDING FUND BALANCE		25,926,537.68
+ LIABILITIES		213,123.99
= TOTAL LIABILITIES AND FUND BALANCE		26,139,661.67

BALANCE SHEET REPORT FOR CITY OF AUBURN HILLS
Balance As of 12/31/2023

GL Number	Description	YTD Balance 12/31/2023
Fund: 252 TIFA B		
*** Assets ***		
252-000-001.000	CASH	3,224,723.68
252-000-017.002	INVESTMENT MANAGER - CUTWATER	8,047,363.52
252-000-017.004	CASH - MICLASS	75.28
252-000-017.005	CASH - MICLASS EDGE	3,146,105.54
252-000-132.000	LAND IMPROVEMENTS	1,415,205.92
252-000-133.000	ACCUM DEPREC-LAND & IMPROV	(987,566.76)
252-000-159.000	MACHINERY & EQUIPMENT	34,200.00
252-000-160.000	ACCUM DEPREC-MACH & EQUIP	(6,840.00)
252-000-163.000	ROADS & INFRASTRUCTURE	9,772,855.05
252-000-164.000	ACCUM DEPREC-ROAD & INFRASTURE	(3,033,858.03)
Total Assets		21,612,264.20
*** Liabilities ***		
252-000-275.000	DUE TO TAXPAYERS	15.12
Total Liabilities		15.12
*** Fund Equity ***		
252-000-390.000	FUND BALANCE	19,538,195.65
Total Fund Equity		19,538,195.65
Total Fund 252:		
TOTAL ASSETS		21,612,264.20
BEG. FUND BALANCE		19,538,195.65
+ NET OF REVENUES & EXPENDITURES		2,074,053.43
= ENDING FUND BALANCE		21,612,249.08
+ LIABILITIES		15.12
= TOTAL LIABILITIES AND FUND BALANCE		21,612,264.20

BALANCE SHEET REPORT FOR CITY OF AUBURN HILLS
Balance As of 12/31/2023

GL Number	Description	YTD Balance 12/31/2023
Fund: 253 TIFA D		
*** Assets ***		
253-000-001.000	CASH	2,677,639.40
253-000-017.002	INVESTMENT MANAGER - CUTWATER	1,385,115.83
253-000-017.004	CASH - MICCLASS	534.26
253-000-130.000	LAND	2,017,211.00
253-000-132.000	LAND IMPROVEMENTS	3,726,962.87
253-000-133.000	ACCUM DEPREC-LAND & IMPROV	(1,295,202.07)
253-000-136.000	BLDGS, BLDG ADDITIONS AND	20,418,257.57
253-000-137.000	ACCUM DEPREC-BLDGS & ADDS & IMPROVEMNTS	(9,424,695.97)
253-000-146.000	OFFICE EQUIPMENT AND FURN	25,794.03
253-000-147.000	ACC. DEPR. - OFFICE EQUIP	(5,158.13)
253-000-158.000	CONSTRUCTION-IN-PROGRESS	170,403.43
253-000-159.000	MACHINERY & EQUIPMENT	42,919.48
253-000-160.000	ACCUM DEPREC-MACH & EQUIP	(34,852.93)
253-000-163.000	ROADS & INFRASTRUCTURE	8,984,067.60
253-000-164.000	ACCUM DEPREC-ROAD & INFRASTURE	(2,530,353.23)
Total Assets		26,158,643.14
*** Liabilities ***		
253-000-275.000	DUE TO TAXPAYERS	18,625.00
Total Liabilities		18,625.00
*** Fund Equity ***		
253-000-390.000	FUND BALANCE	25,391,499.20
Total Fund Equity		25,391,499.20
Total Fund 253:		
TOTAL ASSETS		26,158,643.14
BEG. FUND BALANCE		25,391,499.20
+ NET OF REVENUES & EXPENDITURES		748,518.94
= ENDING FUND BALANCE		26,140,018.14
+ LIABILITIES		18,625.00
= TOTAL LIABILITIES AND FUND BALANCE		26,158,643.14

REVENUE AND EXPENDITURE REPORT FOR CITY OF AUBURN HILLS

Balance As of 12/31/2023

*NOTE: Available Balance / Pct Budget does not reflect amounts encumbered.

GL Number	Description	2023 Amended Budget	YTD Balance 12/31/2023	Activity For 12/31/2023	Available Balance 12/31/2023	% Bdgt Used
Fund: 251 TIFA A						
Account Category: Revenues						
Department: 735 TIFA A						
251-735-402.000	AD VALOREM	1,103,139.00	1,122,444.50	12,226.77	(19,305.50)	101.75
251-735-412.000	DELINQUENT PERSONAL PROPERTY	4,200.00	0.00	0.00	4,200.00	0.00
251-735-414.000	MTT YE ACCRUAL	(4,000.00)	0.00	0.00	(4,000.00)	0.00
251-735-573.000	LOCAL COMMUNITY STABILIZATION SHARE	226,970.00	281,621.73	0.00	(54,651.73)	124.08
251-735-651.400	U&A FEES - ELECTRIC VEHICLE CHARGING	300.00	891.65	269.26	(591.65)	297.22
251-735-665.000	INTEREST REVENUE	0.00	86,671.06	0.00	(86,671.06)	100.00
251-735-667.000-CHAMBER_3395	BUILDING RENTAL - EXTERNAL	20,255.00	20,255.00	1,727.00	0.00	100.00
251-735-667.000-PKSTRUC_3381	BUILDING RENTAL - EXTERNAL	39,539.00	35,339.04	0.00	4,199.96	89.38
251-735-669.001	INTEREST REV EXT MANAGERS	0.00	(27,725.00)	0.00	27,725.00	100.00
Total Dept 735 - TIFA A		1,390,403.00	1,519,497.98	14,223.03	(129,094.98)	109.28
Revenues		1,390,403.00	1,519,497.98	14,223.03	(129,094.98)	109.28
Account Category: Expenditures						
Department: 735 TIFA A						
251-735-708.000-TREELIGHTING	OVERTIME WAGES	0.00	2,617.16	2,617.16	(2,617.16)	100.00
251-735-715.000-TREELIGHTING	SOCIAL SECURITY	0.00	196.42	196.42	(196.42)	100.00
251-735-722.000	WORKERS COMPENSATION	82.72	82.72	0.00	0.00	100.00
251-735-729.000	PRINTING	1,500.00	0.00	0.00	1,500.00	0.00
251-735-730.000	POSTAGE	250.00	193.24	0.00	56.76	77.30
251-735-732.000	SOFTWARE & LICENSES SUBSCRIPTIONS	13,705.00	13,705.00	0.00	0.00	100.00
251-735-757.000-THEDEN__3388	OPERATING SUPPLIES	500.00	0.00	0.00	500.00	0.00
251-735-800.199	LANDSCAPE/GEN MAINT	200,615.00	131,314.30	12,355.99	69,300.70	65.46
251-735-802.000	CONTRACTED SERVICES	23,000.00	23,327.34	5,504.80	(327.34)	101.42
251-735-802.000-CHAMBER_3395	CONTRACTED SERVICES	6,250.00	4,316.55	0.00	1,933.45	69.06
251-735-802.000-THEDEN__3388	CONTRACTED SERVICES	6,250.00	4,316.55	0.00	1,933.45	69.06
251-735-810.000	INVESTMENT MANAGEMENT FEES	410.00	1,183.78	18.30	(773.78)	288.73
251-735-817.000	CONSULTANT SERVICES	25,400.00	17,479.99	2,377.00	7,920.01	68.82
251-735-851.000-PKSTRUC_3381	TELEPHONE	1,160.00	1,355.81	0.00	(195.81)	116.88
251-735-851.000-THEDEN__3388	TELEPHONE	0.00	819.21	0.00	(819.21)	100.00
251-735-885.000	COMMUNITY RELATIONS	5,000.00	3,361.28	0.00	1,638.72	67.23
251-735-885.000-TREELIGHTING	COMMUNITY RELATIONS	10,000.00	9,184.16	500.00	815.84	91.84
251-735-901.000	ADVERTISING/MARKETING	5,000.00	690.00	0.00	4,310.00	13.80
251-735-921.000-CHAMBER_3395	ELECTRIC	2,086.00	1,533.13	123.45	552.87	73.50
251-735-921.000-PKSTRUC_3381	ELECTRIC	25,000.00	19,957.93	3,154.87	5,042.07	79.83
251-735-921.000-THEDEN__3388	ELECTRIC	2,260.00	1,576.16	167.39	683.84	69.74
251-735-922.000	STREET LIGHTING	41,000.00	42,547.93	4,551.90	(1,547.93)	103.78
251-735-922.000-RIVERSD_3311	STREET LIGHTING	6,000.00	8,207.37	742.72	(2,207.37)	136.79
251-735-922.000-SKATEPRK_202	STREET LIGHTING	300.00	239.24	23.31	60.76	79.75
251-735-923.000-CHAMBER_3395	HEAT	1,600.00	1,223.46	171.31	376.54	76.47
251-735-923.000-PKSTRUC_3381	HEAT	250.00	175.46	17.72	74.54	70.18
251-735-923.000-THEDEN__3388	HEAT	1,500.00	1,427.24	203.90	72.76	95.15
251-735-924.000-CHAMBER_3395	CABLE TV SERVICES	1,455.00	1,154.68	0.00	300.32	79.36
251-735-924.000-THEDEN__3388	CABLE TV SERVICES	2,139.00	2,458.07	0.00	(319.07)	114.92
251-735-927.000-CHAMBER_3395	WATER CONSUMPTION	1,000.00	126.60	10.55	873.40	12.66
251-735-927.000-FIREST1_3483	WATER CONSUMPTION	3,300.00	2,546.97	122.17	753.03	77.18
251-735-927.000-PKSTRUC_3381	WATER CONSUMPTION	670.00	124.09	9.10	545.91	18.52
251-735-927.000-RIVERSD_3311	WATER CONSUMPTION	42,800.00	17,240.35	0.00	25,559.65	40.28

REVENUE AND EXPENDITURE REPORT FOR CITY OF AUBURN HILLS

Balance As of 12/31/2023

*NOTE: Available Balance / Pct Budget does not reflect amounts encumbered.

GL Number	Description	2023 Amended Budget	YTD Balance 12/31/2023	Activity For 12/31/2023	Available Balance 12/31/2023	% Bdgt Used
Fund: 251 TIFA A						
Account Category: Expenditures						
Department: 735 TIFA A						
251-735-927.000-RIVERWDS_300	WATER CONSUMPTION	1,000.00	464.20	18.99	535.80	46.42
251-735-927.000-THE DEN__3388	WATER CONSUMPTION	800.00	165.02	47.66	634.98	20.63
251-735-929.000	IRRIGATION WATER AND MAINT.	45,000.00	44,160.26	41.55	839.74	98.13
251-735-929.000-SKATEPRK_202	IRRIGATION WATER AND MAINT.	0.00	2.23	0.00	(2.23)	100.00
251-735-931.000-CHAMBER_3395	BLDG. MAINTENANCE	6,253.00	3,941.64	0.00	2,311.36	63.04
251-735-931.000-PKSTRUC_3381	BLDG. MAINTENANCE	466,150.50	460,110.75	0.00	6,039.75	98.70
251-735-931.000-RIVERSD_3311	BLDG. MAINTENANCE	9,000.00	9,000.00	0.00	0.00	100.00
251-735-931.000-THE DEN__3388	BLDG. MAINTENANCE	9,000.00	7,301.49	0.00	1,698.51	81.13
251-735-937.000	PARKING LOT MAINTENANCE	2,500.00	0.00	0.00	2,500.00	0.00
251-735-937.001	PATHWAY MAINTENANCE	10,000.00	0.00	0.00	10,000.00	0.00
251-735-937.003	SIDEWALK MAINTENANCE	10,000.00	0.00	0.00	10,000.00	0.00
251-735-957.000	MISC/CONTINGENCY	100.00	1,588.78	0.00	(1,488.78)	1,588.78
251-735-957.002	LIABILITY INSURANCE	7,528.00	7,527.59	0.00	0.41	99.99
251-735-959.000	PROPERTY TAXES	5,500.00	1,683.66	0.00	3,816.34	30.61
251-735-967.100	SITE IMPROVEMENT GRANTS	190,000.00	0.00	0.00	190,000.00	0.00
251-735-972.000	LAND AND IMPROVEMENTS	211,899.00	215,898.61	4,000.00	(3,999.61)	101.89
251-735-972.000-RIVERSD_3311	LAND AND IMPROVEMENTS	13,791.00	13,790.25	0.00	0.75	99.99
251-735-995.004	ADMINISTRATIVE CHARGES	51,949.00	51,949.00	0.00	0.00	100.00
251-735-995.007	INTERFUND SERVICES	72,952.00	72,952.00	0.00	0.00	100.00
251-735-995.101	TRANSFER TO GENERAL FUND	44,242.88	44,242.88	0.00	0.00	100.00
Total Dept 735 - TIFA A		1,588,148.10	1,249,460.55	36,976.26	338,687.55	78.67
Expenditures		1,588,148.10	1,249,460.55	36,976.26	338,687.55	78.67
Fund 251 - TIFA A:						
TOTAL REVENUES		1,390,403.00	1,519,497.98	14,223.03	(129,094.98)	
TOTAL EXPENDITURES		1,588,148.10	1,249,460.55	36,976.26	338,687.55	
NET OF REVENUES & EXPENDITURES:		(197,745.10)	270,037.43	(22,753.23)	(467,782.53)	

REVENUE AND EXPENDITURE REPORT FOR CITY OF AUBURN HILLS

Balance As of 12/31/2023

*NOTE: Available Balance / Pct Budget does not reflect amounts encumbered.

GL Number	Description	2023 Amended Budget	YTD Balance 12/31/2023	Activity For 12/31/2023	Available Balance 12/31/2023	% Bdgt Used
Fund: 252 TIFA B						
Account Category: Revenues						
Department: 736 TIFA B						
252-736-402.000	AD VALOREM	1,614,688.00	1,719,065.07	94,266.42	(104,377.07)	106.46
252-736-412.000	DELINQUENT PERSONAL PROPERTY	3,600.00	115.06	0.00	3,484.94	3.20
252-736-414.000	MTT YE ACCRUAL	(1,000.00)	0.00	0.00	(1,000.00)	0.00
252-736-573.000	LOCAL COMMUNITY STABILIZATION SHARE	0.00	121,081.86	0.00	(121,081.86)	100.00
252-736-665.000	INTEREST REVENUE	1,254.00	211,304.22	0.00	(210,050.22)	16,850.42
252-736-669.001	INTEREST REV EXT MANAGERS	0.00	280,111.00	0.00	(280,111.00)	100.00
252-736-676.001	REIMBURSED EXPENSES	41,791.00	0.00	0.00	41,791.00	0.00
Total Dept 736 - TIFA B		1,660,333.00	2,331,677.21	94,266.42	(671,344.21)	140.43
Revenues		1,660,333.00	2,331,677.21	94,266.42	(671,344.21)	140.43
Account Category: Expenditures						
Department: 736 TIFA B						
252-736-702.000	SALARIES/WAGES	55,640.00	11,272.24	0.00	44,367.76	20.26
252-736-713.000	CLOTHING ALLOWANCE	225.00	0.00	0.00	225.00	0.00
252-736-715.000	SOCIAL SECURITY	4,274.00	850.63	0.00	3,423.37	19.90
252-736-716.000	MEDICAL INSURANCE	7,192.00	2,791.71	0.00	4,400.29	38.82
252-736-716.001	MEDICAL INSURANCE EMPLOYEE PREMIUM	(770.00)	0.00	0.00	(770.00)	0.00
252-736-717.000	LIFE INSURANCE	258.00	34.72	0.00	223.28	13.46
252-736-719.000	EYE/DENTAL INSURANCE	1,714.00	266.93	0.00	1,447.07	15.57
252-736-720.000	PENSION DC	9,126.00	1,848.34	0.00	7,277.66	20.25
252-736-724.000	DISABILITY INSURANCE	1,115.00	214.81	0.00	900.19	19.27
252-736-725.000	PRESCRIPTION DRUGS	2,494.00	489.18	0.00	2,004.82	19.61
252-736-725.001	PRESCRIPTION EMPLOYEE PREMIUM	(125.00)	0.00	0.00	(125.00)	0.00
252-736-799.000	EQUIPMENT UNDER \$5,000	30,000.00	30,000.00	0.00	0.00	100.00
252-736-800.199	LANDSCAPE/GEN MAINT	210,426.00	94,576.09	5,293.60	115,849.91	44.95
252-736-810.000	INVESTMENT MANAGEMENT FEES	6,500.00	4,656.26	420.27	1,843.74	71.63
252-736-817.000	CONSULTANT SERVICES	0.00	5,794.50	5,794.50	(5,794.50)	100.00
252-736-885.000	COMMUNITY RELATIONS	16,000.00	0.00	0.00	16,000.00	0.00
252-736-901.000	ADVERTISING/MARKETING	1,000.00	0.00	0.00	1,000.00	0.00
252-736-922.000	STREET LIGHTING	6,700.00	11,178.49	1,024.78	(4,478.49)	166.84
252-736-929.000	IRRIGATION WATER AND MAINT.	40,000.00	33,374.10	36.16	6,625.90	83.44
252-736-957.000	MISC/CONTINGENCY	600.00	40.78	0.00	559.22	6.80
252-736-967.100	SITE IMPROVEMENT GRANTS	100,000.00	0.00	0.00	100,000.00	0.00
252-736-972.000	LAND AND IMPROVEMENTS	1,500,000.00	0.00	0.00	1,500,000.00	0.00
252-736-973.005	NON MOTORIZED PATHWAYS	10,000.00	0.00	0.00	10,000.00	0.00
252-736-995.004	ADMINISTRATIVE CHARGES	29,543.00	29,543.00	0.00	0.00	100.00
252-736-995.007	INTERFUND SERVICES	30,692.00	30,692.00	0.00	0.00	100.00
Total Dept 736 - TIFA B		2,062,604.00	257,623.78	12,569.31	1,804,980.22	12.49
Expenditures		2,062,604.00	257,623.78	12,569.31	1,804,980.22	12.49
Fund 252 - TIFA B:						
TOTAL REVENUES		1,660,333.00	2,331,677.21	94,266.42	(671,344.21)	
TOTAL EXPENDITURES		2,062,604.00	257,623.78	12,569.31	1,804,980.22	
NET OF REVENUES & EXPENDITURES:		(402,271.00)	2,074,053.43	81,697.11	(2,476,324.43)	

REVENUE AND EXPENDITURE REPORT FOR CITY OF AUBURN HILLS

Balance As of 12/31/2023

*NOTE: Available Balance / Pct Budget does not reflect amounts encumbered.

GL Number	Description	2023 Amended Budget	YTD Balance 12/31/2023	Activity For 12/31/2023	Available Balance 12/31/2023	% Bdg Used
Fund: 253 TIFA D						
Account Category: Revenues						
Department: 737 TIFA D						
253-737-402.000	AD VALOREM	0.00	207,282.99	11,077.90	(207,282.99)	100.00
253-737-507.000-HAVAELECTION	FEDERAL GRANTS	0.00	5,020.00	0.00	(5,020.00)	100.00
253-737-528.000-COMMCTRKITCH	OTHER FEDERAL GRANTS	0.00	125,000.00	0.00	(125,000.00)	100.00
253-737-573.000	LOCAL COMMUNITY STABILIZATION SHARE	708,036.00	859,336.28	0.00	(151,300.28)	121.37
253-737-651.400	U&A FEES - ELECTRIC VEHICLE CHARGING	250.00	519.00	74.09	(269.00)	207.60
253-737-665.000	INTEREST REVENUE	0.00	54,789.59	0.00	(54,789.59)	100.00
253-737-669.001	INTEREST REV EXT MANAGERS	0.00	38,346.00	0.00	(38,346.00)	100.00
Total Dept 737 - TIFA D		708,286.00	1,290,293.86	11,151.99	(582,007.86)	182.17
Revenues		708,286.00	1,290,293.86	11,151.99	(582,007.86)	182.17
Account Category: Expenditures						
Department: 737 TIFA D						
253-737-757.000-FIREADM_3410	OPERATING SUPPLIES	0.00	49.66	0.00	(49.66)	100.00
253-737-800.199	LANDSCAPE/GEN MAINT	44,000.00	28,605.84	5,784.20	15,394.16	65.01
253-737-810.000	INVESTMENT MANAGEMENT FEES	1,200.00	1,153.40	77.95	46.60	96.12
253-737-885.000	COMMUNITY RELATIONS	1,500.00	0.00	0.00	1,500.00	0.00
253-737-922.000	STREET LIGHTING	52,000.00	63,372.03	6,395.83	(11,372.03)	121.87
253-737-927.000	WATER CONSUMPTION	100.00	354.58	0.00	(254.58)	354.58
253-737-927.000-2424SEYBURNX	WATER CONSUMPTION	400.00	0.00	0.00	400.00	0.00
253-737-927.000-2458ESEYBURN	WATER CONSUMPTION	0.00	19.59	0.84	(19.59)	100.00
253-737-927.000-ADMBLDG_1827	WATER CONSUMPTION	6,000.00	4,172.07	227.67	1,827.93	69.53
253-737-927.000-FIREADM_3410	WATER CONSUMPTION	0.00	193.45	17.93	(193.45)	100.00
253-737-927.000-LIBRARY_3400	WATER CONSUMPTION	4,000.00	3,019.20	458.71	980.80	75.48
253-737-927.000-SEYBURN MNSN	WATER CONSUMPTION	0.00	3,094.17	0.00	(3,094.17)	100.00
253-737-927.000-SPORTFD_1800	WATER CONSUMPTION	12,000.00	7,838.77	13.29	4,161.23	65.32
253-737-929.000	IRRIGATION WATER AND MAINT.	76,000.00	49,127.47	0.00	26,872.53	64.64
253-737-931.000-ADMBLDG_1827	BLDG. MAINTENANCE	132,850.00	50,864.50	11,075.50	81,985.50	38.29
253-737-931.000-COMMCTR_3350	BLDG. MAINTENANCE	38,750.00	38,750.00	0.00	0.00	100.00
253-737-931.000-LIBRARY_3400	BLDG. MAINTENANCE	34,800.00	34,800.00	0.00	0.00	100.00
253-737-931.000-OUTBLDG_1827	BLDG. MAINTENANCE	4,400.00	4,400.00	0.00	0.00	100.00
253-737-931.001-CIVICPK_1827	PARK MAINTENANCE	17,733.00	17,733.00	0.00	0.00	100.00
253-737-937.000	PARKING LOT MAINTENANCE	123,600.00	18,150.00	0.00	105,450.00	14.68
253-737-937.003	SIDEWALK MAINTENANCE	5,000.00	0.00	0.00	5,000.00	0.00
253-737-957.000	MISC/CONTINGENCY	100.00	40.78	0.00	59.22	40.78
253-737-967.100	SITE IMPROVEMENT GRANTS	9,828.00	9,827.24	0.00	0.76	99.99
253-737-972.000-CAMPUSSIGNXX	LAND AND IMPROVEMENTS	125,000.00	0.00	0.00	125,000.00	0.00
253-737-975.000	BLDG. ADDITIONS & IMPROVEMENTS	76,064.29	26,945.90	0.00	49,118.39	35.43
253-737-975.000-COMMCTRKITCH	BLDG. ADDITIONS & IMPROVEMENTS	271,304.00	110,216.19	97,421.50	161,087.81	40.62
253-737-975.000-FIREADM_3410	BLDG. ADDITIONS & IMPROVEMENTS	13,651.42	14,265.75	0.00	(614.33)	104.50
253-737-975.000-FIRESTATION2	BLDG. ADDITIONS & IMPROVEMENTS	580,000.00	22,968.12	22,968.12	557,031.88	3.96
253-737-975.000-STORAGE_BLDG	BLDG. ADDITIONS & IMPROVEMENTS	0.00	(60.79)	0.00	60.79	100.00
253-737-975.085	COMMUNITY CENTER	0.00	9,975.00	0.00	(9,975.00)	100.00
253-737-995.004	ADMINISTRATIVE CHARGES	16,150.00	16,150.00	0.00	0.00	100.00
253-737-995.007	INTERFUND SERVICES	5,749.00	5,749.00	0.00	0.00	100.00
Total Dept 737 - TIFA D		1,652,179.71	541,774.92	144,441.54	1,110,404.79	32.79
Expenditures		1,652,179.71	541,774.92	144,441.54	1,110,404.79	32.79

REVENUE AND EXPENDITURE REPORT FOR CITY OF AUBURN HILLS

Balance As of 12/31/2023

*NOTE: Available Balance / Pct Budget does not reflect amounts encumbered.

GL Number	Description	2023 Amended Budget	YTD Balance 12/31/2023	Activity For 12/31/2023	Available Balance 12/31/2023	% Bdgt Used
Fund: 253 TIFA D						
Fund 253 - TIFA D:						
TOTAL REVENUES		708,286.00	1,290,293.86	11,151.99	(582,007.86)	
TOTAL EXPENDITURES		1,652,179.71	541,774.92	144,441.54	1,110,404.79	
NET OF REVENUES & EXPENDITURES:		<u>(943,893.71)</u>	<u>748,518.94</u>	<u>(133,289.55)</u>	<u>(1,692,412.65)</u>	
Report Totals:						
TOTAL REVENUES - ALL FUNDS		3,759,022.00	5,141,469.05	119,641.44	(1,382,447.05)	
TOTAL EXPENDITURES - ALL FUNDS		5,302,931.81	2,048,859.25	193,987.11	3,254,072.56	
NET OF REVENUES & EXPENDITURES:		<u>(1,543,909.81)</u>	<u>3,092,609.80</u>	<u>(74,345.67)</u>	<u>(4,636,519.61)</u>	



TO: Chairman Kneffel and Members of the TIFA Board of Directors

FROM: Brandon Skopek, Assistant City Manager, TIFA Executive Director

DATE: January 3, 2024

SUBJECT: Construction Staging Area Request for The Webster

INTRODUCTION AND HISTORY

In December 2021, the TIFA Board entered into a Purchase Agreement with Bacall Development (Hyde Associates, LLC) for the sale of 3342 – 3350 Auburn Road for the construction of The Webster, a new six-story mixed-use building in downtown Auburn Hills. In July 2022, Bacall Development received site plan approval for their proposed development and closed on the property later that month following the completion of their due diligence process. Since that time, Bacall Development has worked to remove the buildings that were on the property and prepare the site for construction. Bacall Development proposes to begin construction on The Webster this winter.

Bacall Development has requested approval from the TIFA Board to utilize a portion of the TIFA-owned surface parking lot directly south of their proposed development for staging equipment and construction materials during construction of The Webster. Bacall Development is requesting to utilize a small portion of the property from January – March for a construction trailer while site work is underway. Following the completion of site work, Bacall Development has requested to utilize a portion of the parking lot to safely secure materials and proposes to install a temporary 6' screened, chain link fence to secure the site. Bacall Development is requesting to utilize the property for the installation of a job trailer from January 10, 2024 – March 31, 2024. Immediately following, Bacall Development has requested to install the staging area for a period of twenty (20) months beginning on April 1, 2024 and terminating on November 30, 2025. Upon completion of the project, Bacall Development will remove the fencing and make any required repairs to the surface parking lot and associated landscaped areas at their cost. Community Development staff have worked with Bacall Development to create a staging plan that has the least amount of impact to the area as possible. In order to allow for traffic circulation and trash removal, Bacall Development has created additional curb cuts at the request of the City.

Attached for the Board's review is the request from Bacall Development to utilize a portion of the TIFA-owned surface parking lot for construction staging. Also attached is a Use Agreement that has been reviewed and approved by the City Attorney. Bacall Development is required to submit the required insurance and indemnification documents prior to their use of the property. While staff continues to proceed with construction documents for the proposed parking structure expansion, it is important to note that the parking structure expansion project is not likely to begin until early 2026 based on the on the construction timeline for The Webster.

STAFF RECOMMENDATION

Staff recommends approval of the request by Bacall Development (Hyde Associates, LLC) to utilize a portion of the TIFA-owned surface parking lot for construction staging, which is contingent upon the execution of the attached Use Agreement.

Construction Staging Area Request for The Webster

An appropriate motion is:

Move to approve the request by Hyde Associates, LLC to utilize a portion of the Tax Increment Finance Authority owned property located at Parcel Identification Number 14-36-126-029 for construction staging for The Webster development to be located at 3342-3350 Auburn Road. This approval is contingent upon the execution of the attached Use Agreement. Furthermore, authorize Andrew Hagge, Assistant to the City Manager, to sign the Use Agreement on behalf of the Executive Director.



30407 West Thirteen Mile Road
Farmington Hills, Michigan 48334
248.538.7500 (O) 248.538.7800 (F)
www.bacallddevelopment.com

December 19th 2023

Brandon Skopek
City of Auburn Hills – Community Development
1827 N. Squirrel Rd.
Auburn Hills, MI 48326

RE: Webster Staging

Bacall Development is requesting the use of the property located at parcel number 14-36-126-020 for staging of material and equipment for the purpose of The Webster construction project located at 3342-3350 Auburn Rd. We anticipate we will need 1/3 of the property to safely secure our materials. We would provide one 16' gate at the south side of the property facing Primary St. The remaining eastern side of the proposed fence line will remain free of obstruction and will be unfenced to properly allow GFL to pick up Auburn Square trash collection. The current estimated use of the property would be from January 2024 through November 2025. Stage 1 of the plan would be to temporally install a job trailer until March of 2024 on the east side of the lot behind Auburn Squares trash enclosure (SEE Exhibit "Job Trailer Location"). After the fence line is installed in April (See Exhibit "Webster Staging plan") The job trailer will be moved inside our fence line. The property would be secured with a 6ft chain-link fence and proper insurance will be carried naming Auburn Hills Tax Increment Finance Authority as Certificate Holder. Upon completion of the project, the fence will be removed so that the proposed garage extension may proceed as currently planned.

Attached is a sketch of the site and what we are proposing. Should you have any questions please feel free to contact me 714-470-5488

Regards,

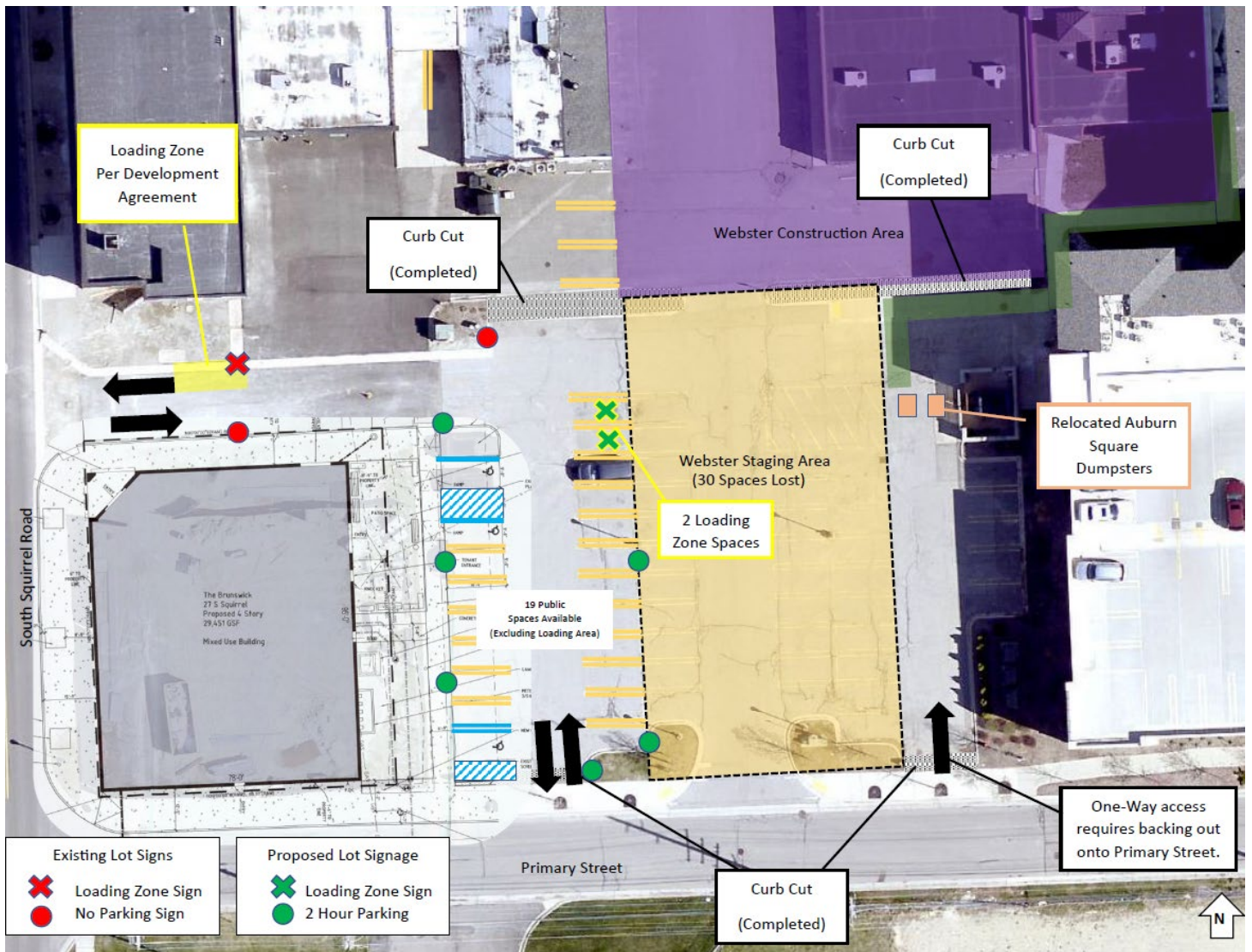
Lamar Sulaka

Lamar Sulaka
Project Manager

EXHIBIT A



EXHIBIT B



AGREEMENT

This Agreement is entered into on this ____ day of January 2024, between Hyde Associates, LLC (“Hyde Associates”), a Michigan limited liability company whose address is 30407 West 13 Mile Road, Farmington Hills, Michigan 48334 and Auburn Hills Tax Increment Finance Authority (the “TIFA”), a public body corporate whose address is 1827 N. Squirrel Road, Auburn Hills, Michigan 48326 for the use and restoration of the property described below with the following terms and conditions.

1. **Purpose.** Hyde Associates wishes to use a portion of the property owned by the TIFA located at parcel identification number 14-36-126-029 (“Property”) for staging of material and equipment during the construction of The Webster project at 3342-3350 Auburn Road, Auburn Hills, Michigan, with said staging to take place on the portion of the property shown on the attached Exhibit A and Exhibit B.
2. **Consideration.** In consideration of this Agreement, Hyde Associates shall pay the TIFA rent for the property in the amount of **(\$1.00) One Dollar** payable at the time of the signing of this Agreement.
3. **Condition and maintenance.** Hyde Associates will at its own cost secure the construction trailer as shown in Exhibit A with Hyde Associates to at its own cost maintain the construction trailer in good condition. Hyde Associates will at its own cost secure the property with a six (6) foot high screened chain link fence and a sixteen (16) foot wide gate at the south end of the property facing Primary Street for trades delivery and access as shown on the sketch attached as Exhibit B with Hyde Associates to at its own cost maintain the fence in good condition. Upon completion of the project the fence and gate shall be removed and the parking area restored to its previous condition by Hyde Associates at its own cost, and the landscaped areas will be fine graded and seeded by Hyde Associates at its own cost and the property restored by Hyde Associates. Restoration and improvement items shall be completed by Hyde Associates at its own cost by December 31, 2025.
4. **Term.** Hyde Associates shall be allowed to use the property for the installation of a job trailer for a period of eighty-one (81) days commencing on January 10, 2024 and terminating on March 31, 2024. Hyde Associates shall be allowed to use the property for the staging of material and equipment for a period of twenty (20) months commencing on April 1, 2024 and terminating on November 30, 2025 and after November 30, 2025 Hyde Associates shall not be allowed to use the property for staging of material and equipment.
5. **Release/Indemnification.** Hyde Associates agrees to release, indemnify and hold harmless the City of Auburn Hills, including all elected and appointed officials, all employees, representatives and volunteers, all Boards, Commissions and/or Authorities, including but not limited to the Auburn Hills Tax Increment Finance Authority, Brownfield Redevelopment Authority and the Downtown Development Authority, and their respective officers, employees, representatives and volunteers from any injuries, liability, damages, expenses, attorney’s fees, causes of action, suits, claims or judgments and costs, incurred and/or arising from Hyde Associates’ use of the Property and/or any activities that take place

at and/or pertaining to the use of the Property during the term of said use and/or arising from Hyde Associates and/or its employees actions and/or omissions in connection with the use of the Property and/or the activities in connection therewith.

6. **Insurance.** Hyde Associates will at its own cost provide and keep in effect insurance in the types and amounts shown on the Insurance Requirements City of Auburn Hills, Michigan And/Or City of Auburn Hills T.I.F.A, B.R.A, D.D.A document and Hyde Associates shall at its own cost comply with all other conditions and requirements set forth in said Insurance Requirements document, a copy of which is attached hereto and incorporated by reference as Exhibit C.

7. **Entire agreement.** This Agreement and all exhibits constitute the entire agreement between the parties with respect to the subject matter of this Agreement, and all prior negotiations and agreements with respect to the Property between the parties, whether written or oral, shall be of no further force and effect. This Agreement may not be modified except by a written document signed by both parties

8. **Notice.** Except as otherwise provided, all notices required under this Agreement shall be effective only if in writing or in a form of electronic or facsimile transmission which provides evidence of receipt, and shall be either personally served, electronically transmitted, or sent with postage prepaid to the appropriate party at its address as set forth in the introductory paragraph of this Agreement. Either party may change its address by giving notice of the change or a new facsimile transmission number to the other as provided in this section.

9. **Severability.** If any term, covenant, or condition of this Agreement or the application of which to any party or circumstance shall be to any extent invalid or unenforceable, the remainder of this Agreement, or the application of such term, covenant, or condition to persons or circumstances other than those to which it is held invalid or unenforceable, shall be effective, and each term, covenant, or condition of this Agreement shall be valid and enforced to the fullest extent permitted by law.

10. **Jurisdiction and venue.** Any disputes under this Agreement shall be subject to the laws of the State of Michigan and venue for any disputes shall lie in Oakland County, Michigan.

11. **Time is of the essence.** Time shall be of the essence in the performance and actions undertaken under this Agreement.

12. **Exhibits.** The following exhibits are attached to and are a part of this Agreement:

Exhibit A – Proposed Construction Trailer Location

Exhibit B – Proposed Staging Area

Exhibit C – Insurance Requirements of the City of Auburn Hills

13. **Effective date.** Hyde Associates and the TIFA have signed this Agreement and it shall be effective as of the day and year first above written.

**AUBURN HILLS TAX INCREMENT
FINANCE AUTHORITY**

/s/ _____

By: Brandon Skopek

Its: Executive Director

HYDE ASSOCIATES, LLC

/s/ _____

By: _____

Its: _____

EXHIBIT A



EXHIBIT B

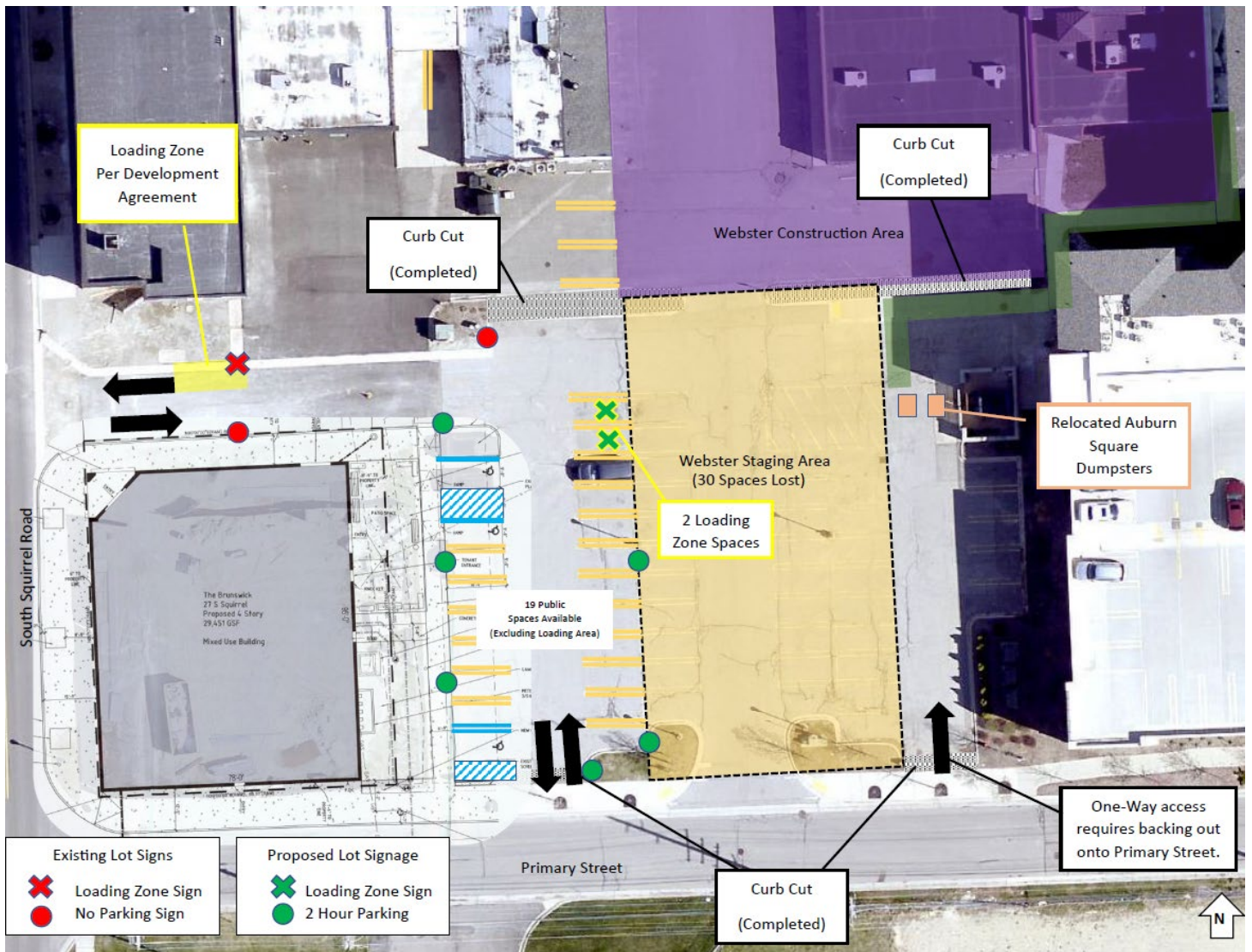


Exhibit C

Insurance Requirements City of Auburn Hills, Michigan And/Or City of Auburn Hills T.I.F.A, B.R.A., D.D.A

1. Liability Insurance:

An ACORD certificate of insurance, or its equivalent, shall be furnished to the City of Auburn Hills at 1827 North Squirrel Road, Auburn Hills, Michigan 48326 evidencing insurance in force for the duration of and applicable to this contract and/or temporary events/special event with an insurance company acceptable to the City of Auburn Hills with a minimum A.M. BEST rating of "A-", and the following minimum requirements:

- a. General Liability (affording coverage not less than ISO Commercial General Liability coverage form):
 - I. Check mark indicating occurrence as opposed to claims made form
 - II. Limits of Liability:
 - \$1,000,000 each occurrence
 - \$2,000,000 general and products-completed operations aggregates
 - III. Personal Injury
 - \$2,000,000 aggregate
- b. Automobile Liability:
 - I. Check mark indicating coverage as to any automobile
 - II. Certificate must reflect Michigan "No Fault" PIP and PPI statutory coverages are also afforded
 - III. Limits of Liability: \$1,000,000 combined single limit
- c. Commercial Umbrella (Excess) of at least \$4,000,000
- d. The Contractor shall insure the Contractor's equipment and property and the City and those persons and entities described in section 1(e) herein shall not be liable and/or responsible for any damage to said equipment and/ or property.
- e. Description section of ACORD form is to read: It is understood and agreed that the following shall be additional insured: *The City of Auburn Hills, including all elected and appointed officials, all employees and volunteers, all boards, commissions, and/or authorities, including but not limited to the Tax Increment Finance Authority, Brownfield Redevelopment Authority and the Downtown Development Authority, and their officers, employees, representatives and volunteers. The coverage shall be primary to the additional insured and not contributing with any other insurance or similar protection available to the additional insured. This shall not apply to the contractor's required worker's compensation/employer's liability.*
- f. The Description of Operation section of the Certificate shall also name or describe the project and/or event for which coverage is provided.

2. Workers Compensation

The Contractor shall procure and maintain during the life of the contract, statutory Michigan Workers Compensation and Employers Liability Insurance for all employees employed at or in the vicinity of the Contractor's property, or any property used in connection with the Contractor's operation or in carrying out any work related to this contract.

Michigan Workers Compensation and Employers Liability Insurance shall be procured and maintained with the following limits of liability:

- \$500,000 E.L. each accident
- \$500,000 E.L. each disease – each employee
- \$500,000 E.L. Disease – Policy Limit

This insurance shall comply with all applicable rules and regulations of the State of Michigan, and shall be from an insurance company acceptable to the City of Auburn Hills.

3. Hold Harmless/Indemnification Agreement

It is further required that all contractors providing services or performing duties for the City of Auburn Hills and/or its Authorities shall enter into a Hold Harmless/Indemnification Agreement with the City and all other entities as set forth in section 1(e) herein, in which Agreement the Contractor and its employees, representatives and agents agrees to release, indemnify, defend, and hold harmless the City of Auburn Hills, including all elected and appointed officials, all employees, representatives, and volunteers, all boards, commissions, and/or authorities, including but not limited to the Tax Increment Finance Authority, Brownfield Redevelopment Authority and the Downtown Development Authority, and their officers, employees, representatives and volunteers from any injuries, liability, damages, expenses, attorney's fees, causes of action, suits, claims or judgments, costs, incurred and/or arising from the Contractor's performing its work, jobs, duties and/or any other actions and/or omissions of the Contractor and/or its employees, representatives and/or agents pertaining to and/or in connection with the Activity.

4. Certification of Insurance

The Contractor agrees that he/she will file all required Certificates of Insurance satisfactory to the City of Auburn Hills with the City of Auburn Hills simultaneously with or prior to the execution of this contract indicating that the insurance required herein has been issued and is in full force and effect.

Further, the Contractor will provide updated certificates annually prior to the policies expiration dates, to indicate that the policies and conditions required hereunder are in full force and effect during the life of this contract.

It is understood and agreed that thirty (30) days advance written notice of cancellation, non-renewal, reduction and/or material change in coverage shall be mailed to:

- i. City Clerk's Office
City of Auburn Hills
1827 North Squirrel Road
Auburn Hills, MI 48326

5. Sub-Contractors Insurance Requirements

If approval is granted by the City of Auburn Hills for a Contractor to subcontract any or all of such contract to others, then prior to commencing the subcontract, the City's contract or agreement with the Contractor shall stipulate that the Contractor will require their subcontractor agreements to carry the same limits as required by the City of the Contractor.

6. Requirement as Part of Contract

These insurance requirements shall be expressly contained in and/or incorporated by reference into the contract executed between the contractor and the City.

7. OTHER INSURANCE REQUIREMENTS THAT MAY BE APPLICABLE DEPENDING ON SCOPE OR TYPE OF WORK. IF CHECKED, THESE REQUIREMENTS ARE MANDATORY TO THE CONTRACT AND SHALL BE INCLUDED IN CONTRACT AND PROVIDED TO THE CITY AS DIRECTED.

a. Owner's and Contractor's Protective Liability (_____)

The Contractor shall procure and maintain during the life of the contract Owner's and Contractor's Protective Liability Insurance in the name of the City of Auburn Hills, in an amount not less than \$2,000,000 per occurrence, and \$4,000,000 aggregate for injuries, including death, to persons and property damage including loss of use thereof. This insurance shall be from an insurance company acceptable to the City of Auburn Hills.

b. Professional Liability (_____)

If the Contractor is providing professional services/work, then the Contractor shall procure and maintain during the life of the contract Professional Liability insurance in the amount of \$1,000,000. Evidence of such coverage must be provided to the City. (Professional services is defined but not limited to architects, builders, engineers, agents, attorney).

c. Cyber Liability (_____)

Cyber Liability Insurance with limits of at least \$1,000,000 and this policy shall include \$1,000,000 of third party liability. Required if the contractor is providing technological services (includes but not limited to programming of any systems/services, anything accessing private City data, or is related to phones/telecommunications/computers/electronic data/banking services).

**d. Employee Dishonesty
(w/third party endorsement) (_____)**

Employee Dishonesty coverage with limits of at least \$1,000,000 w/ third party of endorsement. Required when contractor is working on site in city owned buildings. May be required when contractor is working on site on city owned property.

2. Temporary Events and/or Special Events

With respect to temporary events and special events, the City shall have the discretion to amend some or all of the insurance requirements set forth in this document upon request of the applicant and review by the City. Determination of such amendment will be solely at the discretion of the City and the City's consultants and such determination will consider the type of services being provided and any and all potential risk to City. Applicants granted amended insurance requirements for any event must request such amendment each event and or occurrence of such event that is separately contracted with the City. An applicant or vendor which utilizes fireworks or alcohol may not be considered for waiver and must be evaluated for additional licenses and permits. All applicants, at a minimum, must enter into a Hold Harmless/Indemnification Agreement as described in Section 9 herein.