



**DETROIT BROWNFIELD REDEVELOPMENT AUTHORITY
REGULAR BOARD OF DIRECTORS MEETING
WEDNESDAY, MAY 22, 2019
4:00 PM**

BOARD MEMBERS PRESENT:

Maggie DeSantis
John George
Pamela McClain
Ray Scott
Matthew Walters
Stephanie Washington
Juan Gonzalez
Sonya Mays

BOARD MEMBERS ABSENT:

Donele Wilkins

OTHERS PRESENT:

Jennifer Kanalos (DEGC/DBRA)
Brian Vosburg (DEGC/DBRA)
Cora Capler (DEGC/DBRA)
Malinda Jensen (DEGC/DBRA)
Rebecca Navin (DEGC)
Kenyetta Bridges (DEGC)
Paul Kako (DEGC)
Nevan Shokar (DEGC)
Glen Long (DEGC)
Charlotte Fisher (DEGC)
Orza Robertson (DEGC)
Emery Matthews (Real Estate Interests)
Tom Wackerman (ASTI Environmental)
Elizabeth Masserang (PM Environmental)
Sean O'Brien (Chemical Bank)
Elie Torgow (Sterling Group)
Danny Samson (Sterling Group)
Donnell White (Chemical Bank)
Joe Hooker (Basco)
Graten Little (Basco)



**MINUTES OF THE DETROIT BROWNFIELD
REDEVELOPMENT AUTHORITY REGULAR MEETING
WEDNESDAY, MAY 22, 2019
DETROIT ECONOMIC GROWTH CORPORATION
500 GRISWOLD SUITE 2200 DETROIT, MI – 4:00 PM**

CALL TO ORDER

Chair Matthew Walters called the meeting to order at 4:05 PM.

GENERAL

Approval of Minutes:

Mr. Walters called for a motion approving the minutes of May 8, 2019 as presented. The Board took the following action:

On a motion by Mr. George, seconded by Ms. DeSantis, DBRA Resolution Code 19-05-02-255 was unanimously approved.

Treasurer's Report

Mr. Long presented the April 2019 Treasurer's report and responded to the Board regarding the line item for legal fees.

Mr. Walters called for a motion accepting the April 2019 Treasurer's Report as presented. The Board took the following action:

On a motion by Ms. Washington, seconded by Mr. Gonzalez, DBRA Resolution Code 19-05-03-186 was unanimously approved.

Corporate Resolution for Investment Account

Mr. Long presented the Corporate Resolution for Investment Account to the DBRA Board.

The Detroit Brownfield Redevelopment Authority ("DBRA") has traditionally used CDs in order to earn interest income on any excess funds. As the DBRA's role has evolved, the DBRA has brought on much more in cash reserves and its traditional savings vehicle is no longer sufficient.

DBRA staff have sought to identify an investment strategy which will better align with the DBRA's current, and future, financial status. Further, as a public corporation, the DBRA is required to comply with the provisions of Public Act 20 of 1943 when making cash investments. Thus, DBRA staff have identified Federated Funds ("Federated") as the optimal vehicle to invest its excess cash. Federated is utilized by the Downtown Development Authority for the investment of its

excess cash, has a fund that invests in Government obligations, and will concentrate on principal preservation. Also, the fund meets the requirements of Public Act 20 of 1943.

DBRA staff are requesting that the Board approve the attached Resolution authorizing Staff to open a new investment account with Federated; and invest money into, or liquidate money out of, the account. In connection with this Board's approval of such account with Federated, Glen Long, Chief Financial Officer of Detroit Economic Growth Corp ("DEGC"), and Kelly Shovan, Controller, DEGC will be the two staff members who are authorized to move the money between the DBRA's investment and checking accounts.

A Resolution is attached for your consideration.

Mr. Walters called for a motion approving the Corporate Resolution for Investment Account, as presented. The Board took the following action:

On a motion by Mr. George, seconded by Mr. Gonzalez, DBRA Resolution Code 19-05-01-210 was unanimously approved.

PROJECTS

Industrial Land Assembly Project: Authorization to Enter into Purchase and Sale Agreement with Conrail

Ms. Navin presented the Industrial Land Assembly Project: Authorization to Enter into Purchase and Sale Agreement with Conrail to the DBRA Board.

As the Board is aware, in connection with the industrial land assembly project undertaken by the City of Detroit Brownfield Redevelopment Authority ("DBRA") at the request of the City of Detroit (the "City"), on February 27, 2019, (DBRA 19-02-262-08), the DBRA approved that certain Memorandum of Understanding by and between FCA US LLC ("FCA"), DBRA and the City (the "MOU") relating to the following investment proposed by FCA in the city of Detroit (the "Project"):

- Construct a new assembly plant at the site of its current Mack Engine Plant located at Mack and St. Jean, with an estimated investment of \$1.6 billion and creation of approximately 3,850 net new full-time jobs; and
- Invest approximately \$900 million at its Jefferson North Assembly Plant ("JNAP"), located at Jefferson and St. Jean, creating approximately 1,100 net new full-time jobs.

The Board previously approved the acquisition of all properties required for the Project set forth on **Exhibit A**, with the exception of those parcels owned by Consolidated Rail Corporation ("Conrail") which comprise a portion of Site 12. DBRA staff has negotiated proposed terms of purchase with Conrail as described on Exhibit B and seeks the Board's approval to negotiate and execute a purchase agreement upon the terms and conditions described on **Exhibit B** in support of the Project.

A resolution is attached for the Board's consideration.

Mr. George asked if the money in the escrow account will accumulate interest. Ms. Navin stated that it is possible for the money in the escrow account to accumulate interest.

Ms. McClain asked if the easement requested by Conrail would make it possible for Conrail to reactivate the rail line. Ms. Navin confirmed that the easement requested by Conrail would make

it possible for Conrail to reactivate the rail line and stated that the easement agreement has not yet been negotiated.

Ms. DeSantis asked what the anticipated use is for the land subject to the easement. Ms. Navin stated that the anticipated use for the land subject to the easement is finished vehicle parking and trailer marshalling, and that if Conrail decides that is would like to reactivate and move the existing rail line to the easement, FCA would be required to remove the improvements made and install a rail line.

Ms. DeSantis asked if the easement by Conrail is a risk for FCA. Ms. Navin confirmed that the easement by Conrail is a risk for FCA.

Mr. George asked if FCA anticipates using the existing rail line for its own operations. Ms. Navin stated that FCA has identified another site for rail use.

Ms. DeSantis asked how the purchase price for this property compares to the purchase prices for other property acquired for the land assembly project. Ms. Navin stated that the purchase price for this property is consistent with the purchase prices for other property acquired for the land assembly project. Ms. Bridges added that the purchase prices for property acquired for the land assembly project were based on sales comparisons and were approximately \$1-2 per square foot.

Ms. DeSantis asked if the purchase price was an issue for Conrail. Ms. Navin stated that the purchase price was not an issue for Conrail and that Conrail was reluctant to sell the land because it did not want to give up the property regardless of the purchase price.

Mr. Walters called for a motion approving the Industrial Land Assembly Project: Authorization to Enter into Purchase and Sale Agreement with Conrail, as presented. The Board took the following action:

On a motion by Mr. George, seconded by Ms. McClain, DBRA Resolution Code 19-05-262-22 was unanimously approved.

Industrial Land Assembly Project: Authorization to Enter into Contract with Blaze Contracting, Inc.

Mr. Robertson presented the Industrial Land Assembly Project: Authorization to Enter into Contract with Blaze Contracting, Inc. to the DBRA Board.

As the Board is aware, the City of Detroit administration has requested the assistance of the City of Detroit Brownfield Redevelopment Authority ("DBRA") in industrial land assembly activities aimed at establishing market-ready industrial sites within City limits in order to attract manufacturing and logistics companies (the "Land Assembly Project"). On October 24, 2018 (DBRA 18-10-262-01) and November 7, 2018 (DBRA 18-10-262-02) the Board approved certain initial steps in connection with the Land Assembly Project, including the allocation and acceptance of a total of \$10 Million in initial funds for the Land Assembly Project.

In connection with the Land Assembly Project, the DBRA has solicited bids from select contractors to remove soil from selected sites and received bids from the following three contractors:

Blaze Contracting	Detroit, MI	\$639,138.00
laFrate	Warren, MI.	\$708,670.00

Adamo Demolition Detroit, MI \$738,979.00

From these bids, DBRA staff has selected Blaze Contracting, Inc. (the “Contractor”) as the lowest, most responsive bidder. The Contractor will be performing the following scope: Sites 7A2 - permits, soil erosion controls, grubbing, debris removal, underground storage tank removal and closure, removal of above grade and below grade soils, and backfill to grade with clean fill. The Contractor has proposed a not-to-exceed contract amount of Six Hundred Thirty-Nine Thousand One Hundred Thirty-Eight and 00/100 (\$639,138.00) Dollars for the performance of the services referenced herein.

DBRA staff is requesting the DBRA Board of Directors to authorize the execution of an agreement with the Contractor to provide the requested services as expressed herein for the not to exceed amount of Six Hundred Thirty-Nine Thousand One Hundred Thirty-Eight and 00/100 (\$639,138.00) Dollars. Execution of the contract is subject to the DBRA’s receipt of sufficient additional funding from the City for the Land Assembly Project.

DBRA staff is also recommending that a contingency representing twenty-five (25%) percent of the contract value, or One Hundred Fifty-Nine Thousand Seven Hundred Eighty-Four and 50/100 (\$159,784.50) Dollars be established to be dispersed upon the authorization of any two Officers, or any one of the Officers and any of the Authorized Agents of the DBRA, or any two Authorized Agents of the DBRA.

A resolution approving and authorizing the DBRA to enter into a contract with Blaze Contracting, Inc., for the above described services and the establishment of a contingency fund is attached for your consideration.

Ms. DeSantis asked if the contingency was included in the \$639,138.00 contract amount. Mr. Robertson stated that the contingency was not included in the \$639,138.00 contract amount and that the total contract amount including the contingency is \$798,922.50 and the total contract amount, including contingency, is what the DBRA Board is being asked to approve.

Mr. Walters called for a motion approving the Industrial Land Assembly Project: Authorization to Enter into Contract with Blaze Contracting, Inc., as presented. The Board took the following action:

On a motion by Ms. McClain, seconded by Mr. Gonzalez, DBRA Resolution Code 19-05-262-21 was unanimously approved.

Chemical Bank Headquarters Brownfield Redevelopment Plan

Mr. Vosburg presented the Chemical Bank Headquarters Brownfield Redevelopment Plan to Board members.

Project Introduction

GPC Adams, LLC, a Sterling Group affiliate on behalf of Chemical Bank, is the project developer (the “Developer”) for the Plan which entails the demolition of the current ten-story building in order to facilitate construction of Chemical Bank’s new headquarters. The building will be approximately twenty stories tall and will include ground-level commercial space with ten stories of parking and nine office stories. Chemical Bank will occupy six to seven stories within the building and plans to expand into the remaining floors or lease to other office tenants. The ground floor is proposed to house a bank branch and/or an additional retail tenant.

The total construction costs are estimated to be \$71 million. The Developer is requesting a maximum of \$25,000,000.00 in TIF reimbursement, however only \$16,700,793.00 in TIF Reimbursement is projected to be captured for the life of the Plan.

There will be 380 temporary construction jobs and 250 FTE jobs. The 380 temporary construction jobs are expected to be created over a 2-year period once construction begins. The 250 FTE jobs may include the relocation of existing Chemical Bank employees to the City of Detroit.

Property Subject to the Plan

The eligible property (the “Property”) consists of two (2) parcels located in Detroit’s Central Business District, bounded by West Elizabeth Street to the North, Woodward Avenue to the East, an alley to the South, and the property line of 44-48 West Adams to the West.

Basis of Eligibility

The Property is considered “eligible property” as defined by Act 381, Section 2 because (a) the Property was is currently utilized for a commercial purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property is determined to be functionally obsolete and/or is adjacent and contiguous to a functionally obsolete property as defined by Act 381.

Eligible Activities and Projected Costs

The “eligible activities” that are intended to be carried out at the Property are considered “eligible activities” as defined by Sec 2 of Act 381, because they include pre-approved activities, demolition and asbestos abatement, site preparation activities, infrastructure activities, and the preparation and implementation of a brownfield plan and 381 work plan. The eligible activities and budgeted costs are intended as part of the development of the Property and will be financed solely by the Developer. The Authority is not responsible for any costs of eligible activities and will incur no debt. The eligible activities are estimated to commence within 18 months of approval of the Plan and be completed within 3 years.

Tax Increment Financing (TIF) Capture

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the DBRA and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the DBRA.

COSTS TO BE REIMBURSED WITH TIF

1. Environmental Assessments	\$5,000.00
2. Demolition	\$2,070,368.00
3. Lead and Asbestos Activities	\$121,550.00
4. Infrastructure Improvements	\$18,780,908.00
5. Site Preparation	\$709,783.00
6. Brownfield Plan & Act 381 Work Plan	\$30,000.00
7. Cost Tracking Compliance	\$30,000.00
8. Contingency (15%)	\$3,252,391.00
*Total Maximum Reimbursement to Developer	\$25,000,000.00
9. Authority Administrative Costs	\$2,575,672.00
10. State Brownfield Redevelopment Fund	\$1,821,662.00
11. Local Brownfield Revolving Fund	\$0.00

TOTAL Estimated Costs	\$29,397,334.00
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*Developer is only projecting to receive \$16,700,493 in TIF Reimbursement

The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the DBRA from the Property shall be governed by the terms of the Reimbursement Agreement.

Other Incentives

The Developer is seeking additional incentives, which will include local and/or state approval of Commercial Rehabilitation Act (CRA) PA 210 Tax Abatement.

DBRA-CAC Letter of Recommendation

The DBRA-CAC recommended approval of the Plan at the May 8, 2019 CAC meeting. Attached is the DBRA-CAC's letter of recommendation for the DBRA Board's consideration.

Public Comments

The DBRA public hearing for the Plan was held on Monday, May 20, 2019 at 5:30 pm at offices of DEGC located at 500 Griswold, Suite 2200, Detroit, Michigan. The results of the DBRA public hearing are attached.

Attached for your review and approval is a resolution approving the Chemical Bank Headquarters Brownfield Redevelopment Plan and its submittal to Detroit City Council.

Mr. Walters stated that there was an error in the resolution for the Chemical Bank Headquarters Brownfield Plan with a reference to the Broadway Lofts Brownfield Redevelopment Plan.

Mr. Walters called for a motion approving the Chemical Bank Headquarters Brownfield Plan and its submittal to City Council, with the correction to the reference to the Broadway Lofts Brownfield Redevelopment Plan. The Board took the following action:

On a motion by Ms. McClain, seconded by Ms. DeSantis, DBRA Resolution Code 19-05-265-03, with the correction to the reference to the Broadway Lofts Brownfield Redevelopment Plan, was unanimously approved.

Second Amended and Restated 3750 & 3800 Woodward Brownfield Redevelopment Plan

Ms. Kanalos presented the Second Amended and Restated 3750 & 3800 Woodward Brownfield Redevelopment Plan to Board members.

Project Introduction

3750 Woodward Avenue, LLC, is the project developer (the "Developer") for the Plan Amendment which includes two parcels located at 3750 and 3800 Woodward Avenue. The Plan Amendment includes the completed rehabilitation of a 12-story structure for residential and commercial use (The Plaza), located on the parcel with the address 3800 Woodward Avenue. No additional redevelopment is anticipated for this parcel.

The project to be completed at 3750 Woodward Avenue will include the construction of a hotel, housing units targeted toward students, multi-family housing, 100,000 square feet of commercial space, public space and a 700-space parking structure. The hotel will include approximately 225 rooms. The residential component will include 180 multi-family units of which 36 will be affordable,

198 housing units targeted toward students, and 60 condominiums. It is anticipated that 1,300 temporary construction jobs and 400 permanent FTE jobs will be created as a result of this project.

Total investment is estimated to exceed \$330M. The developer is seeking \$58M in tax increment financing (TIF) reimbursement for eligible activities under the Plan Amendment.

Property Subject to the Plan

The eligible property (the "Property") consists of two (2) parcels located at 3750 and 3800 Woodward Avenue generally East Alexandrine Street to the north, John R Road to the east, Mack Avenue to the south and Woodward Avenue to west in Detroit's Midtown district.

Basis of Eligibility

The Property subject to the amendment is considered "eligible property" as defined by Act 381, Section 2 because (a) the Property was is currently utilized for a commercial purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property subject to the Plan Amendment is determined to be a facility in accordance to Part 201 of Act 451.

Eligible Activities and Projected Costs

The "eligible activities" that are intended to be carried out at the Property are considered "eligible activities" as defined by Sec 2 of Act 381, because they include demolition, lead and asbestos abatement, infrastructure improvements, site preparation, baseline environmental assessment, due care activities, additional response activities and brownfield plan and work plan preparation and implementation. The eligible activities and budgeted costs are intended as part of the development of the Property and will be financed solely by the Developer. The Authority is not responsible for any costs of eligible activities and will incur no debt. The eligible activities are estimated to commence within 18 months of approval of the Plan and be completed within 3 years.

Tax Increment Financing (TIF) Capture

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the DBRA and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the DBRA.

COSTS TO BE REIMBURSED WITH TIF

Description of Eligible Activities	Eligible Expenses	Estimated Capture
1. Demolition	\$ 416,220	\$ 416,218
2. Lead and/or Asbestos Abatement	\$ 250,000	\$ 249,999
3. Infrastructure Improvements	\$ 32,784,738	\$ 32,784,576
4. Site Preparation	\$ 17,391,718	\$ 17,391,632
5. Baseline Environmental Assessment	\$ 112,350	\$ 112,349
6. Due Care Activities	\$ 2,000	\$ 2,000
7. Additional Response Activities	\$ -	\$ -
8. Contingency (15%)	\$ 7,468,028	\$ 7,467,991
<i>Subtotal Site Eligible Activities</i>	<i>\$ 58,425,054</i>	<i>\$ 58,424,765</i>
9. Brownfield/Work Plan Preparation	\$ 60,000	\$ 60,000
Total Eligible Activities	\$ 58,485,054	\$ 58,484,765
10. Interest to Developer		\$ -
11. DBRA Administrative Costs		\$ 2,471,769
12. Local Brownfield Revolving Fund		\$ 2,205,114
13. State Brownfield Fund		\$ -
Total Estimated Cost to be Funded Through TIF		\$ 63,161,648

The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the DBRA from the Property shall be governed by the terms of the Reimbursement Agreement.

Other Incentives

The Developer is seeking additional incentives including a Brownfield Michigan Business Tax Credit in the amount of \$8.1M, a Commercial Rehabilitation Act abatement (PA 210) and a Neighborhood Enterprise Zone (NEZ).

DBRA-CAC Letter of Recommendation

The DBRA-CAC recommended approval of the Plan at the May 8, 2019 CAC meeting. Attached is the DBRA-CAC's letter of recommendation for the DBRA Board's consideration.

Public Comments

The DBRA public hearing for the Plan was held on Thursday, May 16, 2019 at 5:30 pm at offices of Midtown Detroit, Inc. located at 3939 Woodward Ave. #100, Detroit, Michigan. The results of the DBRA public hearing are attached.

Attached for your review and approval is a resolution approving the Second Amended and Restated 3800 Woodward Brownfield Redevelopment Plan and its submittal to Detroit City Council.

Mr. Walters called for a motion approving the Second Amended and Restated 3750 & 3800 Woodward Brownfield Plan and its submittal to City Council. The Board took the following action:

On a motion by Ms. DeSantis, seconded by Ms. McClain, DBRA Resolution Code 19-05-197-09 was unanimously approved.

Broadway Lofts Brownfield Redevelopment Plan: Reimbursement Agreement

Mr. Vosburg presented the Reimbursement Agreement for the Broadway Lofts Brownfield Plan to the DBRA Board.

On March 13, 2018, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors recommended approval to City Council of the Brownfield Plan for the Broadway Lofts Redevelopment Project (the "Plan"). The City Council public hearing for the Plan was held April 11, 2019 and City Council approved the Plan on May 14, 2019. A requirement for Tax Increment Financing reimbursement pursuant to the Plan is that a Reimbursement Agreement (the "Agreement") be entered into between the DBRA and Broadway Detroit Properties, LLC. The Agreement has been prepared between the DBRA and Broadway Detroit Properties, LLC and is presented to the DBRA for review and approval.

Project Introduction

Broadway Detroit Properties, LLC, a subsidiary of Basco of Michigan, Inc. is the project developer (the "Developer") for the Plan which entails the conversion of three parcels into a single multistory building, featuring two retail spaces on the ground level and residential apartments above. Apartment accommodations will include studio, 1-bedroom and 2-bedroom layouts. In addition, the Plan will feature alleyway improvements to serve as a community gathering space.

The total investment is estimated to be \$11.9 million. The Developer is requesting \$1,127,450.00 in TIF reimbursement.

There will be 34 temporary construction jobs and 1 FTE job. The 34 temporary construction jobs are expected to be created over a 2-year period once construction begins. The 1 FTE jobs will be created directly by the Developer. It is estimated that future tenants will create an additional 97.5 FTE jobs.

Property Subject to the Plan

The eligible property (the "Property") consists of three (3) parcels located at 1320, 1322 and 1332 Broadway on the eastern side of Detroit's Central Business District in the Paradise Valley neighborhood, on the east side of Detroit, bounded by an alley to the north, the property line of 1314 Broadway to the East, Broadway Street to the south, and the property line of 1344 Broadway Street to the west.

Basis of Eligibility

The Property is considered "eligible property" as defined by Act 381, Section 2 because (a) the Property was previously utilized for a commercial and residential purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property is determined to be a historic resource as defined by Act 381.

Eligible Activities and Projected Costs

The "eligible activities" that are intended to be carried out at the Property are considered "eligible activities" as defined by Sec 2 of Act 381, because they include pre-approved activities, demolition, asbestos activities, infrastructure improvements, site preparation and preparation and implementation of Brownfield Plan and/or 381 Work Plan. The eligible activities and budgeted costs are intended as part of the development of the Property and will be financed solely by the Developer. The Authority is not responsible for any costs of eligible activities and will incur no debt. The eligible activities are estimated to commence in the summer of 2019 and will be completed within 10 months.

Tax Increment Financing (TIF) Capture

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the DBRA and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the DBRA.

COSTS TO BE REIMBURSED WITH TIF

1. Environmental Assessments	\$6,500.00
2. Demolition	\$300,000.00
3. Lead and Asbestos Activities	\$10,000.00
4. Infrastructure Improvements	\$365,000.00
5. Site Preparation	\$278,000.00
6. Brownfield Plan & Act 381 Work Plan	\$25,000.00
7. Contingency (15%)	\$142,950.00
Total Reimbursement to Developer	\$1,127,450.00
8. Authority Administrative Costs	\$145,765.00
9. State Brownfield Redevelopment Fund	\$165,572.00
10. Local Brownfield Revolving Fund	\$82,701.00
TOTAL Estimated Costs	\$1,521,488.00

The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the DBRA from the Property shall be governed by the terms of the Reimbursement Agreement.

Other Incentives

The Developer is seeking additional incentives, which will include local and/or state approval of Obsolete Property Rehabilitation Act (OPRA) Tax Abatement.

DBRA-CAC Letter of Recommendation

The DBRA-CAC recommended approval of the Plan at the February 27, 2019 CAC meeting. Attached is the DBRA-CAC's letter of recommendation for the DBRA Board's consideration.

Public Comments

The DBRA public hearing for the Plan was held on Thursday, March 7, 2019 at 5:30 pm at offices of the Detroit Economic Growth Corporation located at 500 Griswold, Suite 2200, Detroit, Michigan. The results of the DBRA public hearing are attached.

The Agreement and a resolution approving the Agreement and its subsequent execution are attached for your review and approval.

Mr. Walters called for a motion approving the resolution approving the Reimbursement Agreement for the Broadway Lofts Brownfield Redevelopment Plan. The Board took the following action:

On a motion by Ms. DeSantis, seconded by Ms. McClain, DBRA Resolution Code 19-05-266-03 was unanimously approved.

Harmonie Social Club Brownfield Redevelopment Plan: Reimbursement Agreement

Mr. Vosburg presented the Reimbursement Agreement for the Harmonie Social Club Brownfield Plan to the DBRA Board.

On March 13, 2018, the Detroit Brownfield Redevelopment Authority (the “DBRA”) Board of Directors recommended approval to City Council of the Brownfield Plan for the Harmonie Social Club Redevelopment Project (the “Plan”). The City Council public hearing for the Plan was held April 11, 2019 and City Council approved the Plan on April 16, 2019. A requirement for Tax Increment Financing reimbursement pursuant to the Plan is that a Reimbursement Agreement (the “Agreement”) be entered into between the DBRA and 311 Grand River, LLC. The Agreement has been prepared between the DBRA and 311 Grand River, LLC and is presented to the DBRA for review and approval.

Project Introduction

311 Grand River, LLC, an affiliate of Basco of Michigan, Inc., is the project developer (the “Developer”) for the Plan which entails the renovation of the existing historic structure to include updated tenant spaces, including a speakeasy bar and dining room at the basement level and a bright restaurant and lounge on the main level. The existing restaurant tenant, Colors, will remain and will be assisted by the developer to improve their tenant space during construction activities. The second level will include office and co-working space, with private rooms for conferences and meetings. The third level will restore the main assembly space and stage, with a side lounge and bar, while the mezzanine will be restored, the property will also include two bridal suites and additional event storage space.

The total investment is estimated to be \$12.6 million. The Developer is requesting \$579,210.00 in TIF reimbursement.

There will be 34 temporary construction jobs and 1 FTE job. The 34 temporary construction jobs are expected to be created over a 2-year period once construction begins. The 1 FTE jobs will be created directly by the Developer. It is estimated that future tenants will create an additional 122.5 FTE jobs.

Property Subject to the Plan

The eligible property (the “Property”) consists of one (1) parcel located at 311 East Grand River on the eastern side of Detroit’s Central Business District in the Paradise Valley neighborhood, just two blocks east of Grand Circus Park, bounded by Centre Street to the south, the property line to the west, the alley between John R Street and Grand River Avenue to the north, and Grand River Avenue to the east.

Basis of Eligibility

The Property is considered “eligible property” as defined by Act 381, Section 2 because (a) the Property was previously utilized or is currently utilized for a commercial purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property is determined to be a historic resource as defined by Act 381, as amended.

The property was listed as a Michigan Historic Site in 1975 and was individually listed in the National Register of Historic Places in 1980. In addition, the property is listed in Detroit’s local Madison-Harmonie Historic District.

Eligible Activities and Projected Costs

The “eligible activities” that are intended to be carried out at the Property are considered “eligible activities” as defined by Sec 2 of Act 381, because they include pre-approved activities, demolition and asbestos abatement, infrastructure improvements, site preparation, development/preparation and implementation of brownfield plan and/or 381 work plan, and a 15% contingency. The eligible activities and budgeted costs are intended as part of the development of the Property and will be

financed solely by the Developer. The Authority is not responsible for any costs of eligible activities and will incur no debt. The eligible activities are estimated to commence in summer of 2019 and be completed within 9 months.

Tax Increment Financing (TIF) Capture

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the DBRA and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the DBRA.

COSTS TO BE REIMBURSED WITH TIF

1. Environmental Assessments	\$7,600.00
2. Demolition	\$149,000.00
3. Asbestos Activities	\$50,000.00
4. Infrastructure Improvements	\$75,000.00
5. Site Preparation	\$201,313.00
6. Brownfield Plan & Act 381 Work Plan	\$25,000.00
7. Contingency (15%)	\$71,297.00
*Total Reimbursement to Developer	\$579,210.00
8. Authority Administrative Costs	\$24,267.00
9. State Brownfield Redevelopment Fund	\$82,856.00
10. Local Brownfield Revolving Fund	\$55,643.00
TOTAL Estimated Costs	\$741,975.00

The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the DBRA from the Property shall be governed by the terms of the Reimbursement Agreement.

Other Incentives

The Developer is seeking additional incentives, which will include local and/or state approval of Obsolete Property Rehabilitation Act (OPRA) Tax Abatement and Historic Tax Credits.

DBRA-CAC Letter of Recommendation

The DBRA-CAC recommended approval of the Plan at the February 27, 2019 CAC meeting. Attached is the DBRA-CAC’s letter of recommendation for the DBRA Board’s consideration.

Public Comments

The DBRA public hearing for the Plan was held on Thursday, March 7, 2019 at 5:30 pm at offices of the Detroit Economic Growth Corporation located at 500 Griswold, Suite 2200, Detroit, Michigan. The results of the DBRA public hearing are attached.

The Agreement and a resolution approving the Agreement and its subsequent execution are attached for your review and approval.

Mr. Walters called for a motion approving the Reimbursement Agreement for the Harmonie Social Club Brownfield Redevelopment Plan. The Board took the following action:

On a motion by Mr. George, seconded by Ms. McClain, DBRA Resolution Code 19-05-267-03 was unanimously approved.

SOMA Brownfield Redevelopment Plan: Reimbursement Agreement

Mr. Vosburg presented the Reimbursement Agreement for the SOMA Brownfield Plan to the DBRA Board.

On March 13, 2018, the Detroit Brownfield Redevelopment Authority (the “DBRA”) Board of Directors recommended approval to City Council of the Brownfield Plan for the SOMA Redevelopment Project (the “Plan”). The City Council public hearing for the Plan was held May 2, 2019 and City Council approved the Plan on May 7, 2019. A requirement for Tax Increment Financing reimbursement pursuant to the Plan is that a Reimbursement Agreement (the “Agreement”) be entered into between the DBRA and Woodward Mack 22, LLC. The Agreement has been prepared between the DBRA and Woodward Mack 22, LLC and is presented to the DBRA for review and approval.

Project Introduction

Woodward Mack 22, LLC, is the project developer (the “Developer”) for the Plan which entails the activation of an alleyway, the redevelopment of the former Eliot Street, and the new construction of a parking deck to support the rehabilitations occurring at 115 Erskine and the nearby 100 Mack Avenue office buildings into Class A space. The project will include the demolition of an existing surface parking lot, the rehabilitation of an office building located at 115 Erskine and other current site features to restore the urban fabric of the area. The parking deck will be an integral part of restoring the office building occupancy and is also needed to support the proposed redevelopment nearby. A 6-story parking structure (totaling approximately 580 spaces) with ground floor retail (totaling approximately 6,730 square feet) is the cornerstone to jumpstarting these efforts to grow the SOMA (South of Mack Avenue) District. The property will contain retail space on the first floor and support mixed use within the SOMA District, including adjacent retail, commercial and a proposed future hotel.

The total investment is estimated to be between \$20 and \$22 million. The Developer is requesting \$10M in TIF reimbursement though it is projected that only approximately \$7.2M will be captured under the Plan. It is currently expected that this project will create approximately 100 temporary construction jobs and 200 permanent jobs.

Property Subject to the Plan

The property comprising the eligible property consists of 4 parcel(s). The associated addresses are 81 Erskine Street (which contains two parcels), 115 Erskine and 3500 Woodward Avenue located in Detroit’s Midtown neighborhood, north of downtown, bounded by Woodward Avenue to the west, Mack Avenue to the north, John R Street to the east, and Erskine Street to the south.

Basis of Eligibility

The Property is considered “eligible property” as defined by Act 381, Section 2 because (a) the Property was previously utilized for a commercial purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property is determined to be a facility or adjacent and contiguous to a facility, as defined by Act 381.

Eligible Activities and Projected Costs

The “eligible activities” that are intended to be carried out at the Property are considered “eligible activities” as defined by Sec 2 of Act 381, because they Environmental Site Assessments, site demolition activities, infrastructure improvements, and preparation and implementation of a brownfield plan and/or work plan. The eligible activities and budgeted costs are intended as part of the development of the Property and will be financed solely by the Developer. The Authority is

not responsible for any costs of eligible activities and will incur no debt. The eligible activities are estimated to commence within eighteen (18) months and be completed within three (3) years.

Tax Increment Financing (TIF) Capture

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the DBRA and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the DBRA.

COSTS TO BE REIMBURSED WITH TIF

1. Environmental Assessments	\$35,000.00
2. Demolition (Existing Parking Lot)	\$261,000.00
3. Infrastructure Improvements – Parking Structure	\$9,644,000.00
4. Brownfield Plan & Act 381 Work Plan Preparation and Implementation	\$60,000.00
*Total Reimbursement to Developer	\$10,000,000.00
5. Authority Administrative Costs	\$1,261,748.00
6. State Brownfield Redevelopment Fund	\$413,565.00
7. Local Brownfield Revolving Fund	\$0.00
TOTAL Estimated Costs	\$11,675,313.00

The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the DBRA from the Property shall be governed by the terms of the Reimbursement Agreement.

Other Incentives

The Developer is seeking a Commercial Rehabilitation Act (PA 210) tax exemption.

The Agreement and a resolution approving the Agreement and its subsequent execution are attached for your review and approval.

Mr. Walters called for a motion approving the resolution approving the Reimbursement Agreement for the SOMA Brownfield Redevelopment Plan. The Board took the following action:

On a motion by Ms. McClain, seconded by Mr. Gonzalez, DBRA Resolution Code 19-05-267-03 was unanimously approved.

ADMINISTRATIVE

DBRA Comprehensive General Liability Insurance: Policy Premium Increase

Ms. Kanalos presented DBRA Comprehensive General Liability Insurance: Policy Premium Increase to the DBRA Board.

As the result of an audit of the Detroit Brownfield Redevelopment Authority’s (the “DBRA”) Comprehensive General Liability (“CGL”) Insurance Policy conducted in April 2019 by Swett & Crawford/James River Insurance Co., the CGL policy premium for 2017-2018 has been increased by \$8,402.95, in addition to the policy premium previously paid of \$17,857.00 in December 2017 for a total of \$26,259.95 for 2017-2018. The increase in the policy premium is largely due to increase in the project activity and subsequently the DBRA application and processing fees associated therewith. The improvement of the financial profile of the DBRA has resulted in an increase in liability exposure, and as such, has resulted in the premium increase. Per DBRA

resolution code 07-10-01-78, any increase in insurance policy premiums by more than fifteen (15%) percent require DBRA Board approval.

A resolution approving the additional policy premium fee is attached for DBRA Board review and approval.

Mr. George asked for confirmation that the policy increase is a result of the increased volume of projects and revenue for the DBRA. Ms. Kanalos confirmed that the policy increase is a result of the increased volume of projects and revenue for the DBRA.

Mr. Walters called for a motion approving the DBRA Comprehensive General Liability Insurance: Policy Premium Increase, as presented. The Board took the following action:

On a motion by Mr. George, seconded by Ms. McClain, DBRA Resolution Code 19-05-01-211 was unanimously approved.

OTHER

None.

PUBLIC COMMENT

None.

ADJOURNMENT

Citing no further business, Mr. Walters adjourned the meeting at 4:42pm.



CODE DBRA 19-05-01-210

CORPORATE RESOLUTION FOR INVESTMENT ACCOUNT

WHEREAS, the Detroit Brownfield Redevelopment Authority (“DBRA”) has traditionally used CDs in order to earn interest income on any excess funds which is no longer sufficient; and

WHEREAS, the DBRA is a public corporation and its investment strategy must be in accordance with Public Act 20 of 1943; and

WHEREAS, DBRA staff have identified an optimal investment strategy and recommends the utilization of Federated Funds (“Federated”) as a vehicle to invest its excess cash; and

WHEREAS, Federated is utilized by the Downtown Development Authority for the investment of its excess cash, has a fund that invests in Government obligations, and will concentrate on principal preservation; and

WHEREAS, the use of Federated in accordance with the terms of this Resolution meets the requirements of Public Act 20 of 1943; and

WHEREAS, DBRA staff are recommending this Board’s approval to open a new investment account with Federated whereby Glen Long, Chief Financial Officer of Detroit Economic Growth Corp (“DEGC”), and Kelly Shovan, Controller, DEGC will have the authority to move the money between or liquidate the funds in the DBRA’s investment and checking accounts.

NOW, THEREFORE, BE IT RESOLVED that the DBRA Board of Directors hereby approves the requests as outlined above.

BE IT FURTHER RESOLVED that, except as otherwise stated in this Resolution, any two officers, any two of the Authorized Agents or any one of the Officer and any one of the Authorized Agents of the DBRA, shall hereafter have the authority to negotiate and execute any and all documents, contracts or other papers, or take any and all actions, necessary or appropriate to implement the provisions and intent of this resolution on behalf of the DBRA.

BE IT FINALLY RESOLVED that all of the acts and transactions of any Officer or Authorized Agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

May 22, 2019



CODE DBRA 19-05-262-22

LAND ASSEMBLY PROJECT: AUTHORIZATION TO ENTER INTO PURCHASE AND SALE AGREEMENT WITH CONRAIL

WHEREAS, in connection with the industrial land assembly project undertaken by the City of Detroit Brownfield Redevelopment Authority ("**DBRA**") at the request of the City of Detroit (the "**City**"), on February 27, 2019, (DBRA 19-02-262-08), the DBRA approved that certain Memorandum of Understanding by and between FCA US LLC ("**FCA**"), DBRA and the City relating to the following investment proposed by FCA in the city of Detroit (the "**Project**"):

- Construct a new assembly plant at the site of its current Mack Engine Plant located at Mack and St. Jean, with an estimated investment of \$1.6 billion and creation of approximately 3,850 net new full-time jobs; and
- Invest approximately \$900 million at its Jefferson North Assembly Plant ("**JNAP**"), located at Jefferson and St. Jean, creating approximately 1,100 net new full-time jobs.

WHEREAS, the Board previously approved the acquisition of all properties required for the Project set forth on **Exhibit A**, with the exception of those parcels owned by Consolidated Rail Corporation ("Conrail") which comprise a portion of Site 12; and

WHEREAS, DBRA staff has negotiated proposed terms of purchase with Conrail as described on Exhibit B and seeks the Board's approval to negotiate and execute a purchase agreement upon the terms and conditions described on **Exhibit B** in support of the Project, any cash consideration and diligence and other acquisition costs will be payable from funds made available by the City to the DBRA; and

WHEREAS, DBRA staff seeks the Board's approval to negotiate and execute a purchase agreements and/or other appropriate documentation upon the terms and conditions described on Exhibit B in support of the Project; and;

WHEREAS, the Project is consistent with the DBRA's purposes of promoting the revitalization and reuse of certain properties and is otherwise consistent with its powers and purposes.

NOW, THEREFORE, BE IT RESOLVED, that the DBRA Board of Directors hereby authorizes the DBRA to negotiate and execute a purchase agreement and/or other appropriate documentation upon the terms and conditions described on Exhibit B in support of the Project and not inconsistent with the terms described thereon.

BE IT FURTHER RESOLVED, that the DBRA Board of Directors approves DBRA's actions required to be undertaken in connection with the transaction set forth on **Exhibit B**, as

well as actions reasonably required to conduct due diligence on and clear title to the properties to be acquired pursuant thereto.

BE IT FURTHER RESOLVED, that any one of the officers and any one of the Authorized Agents of the DBRA or any two of the Authorized Agents of the DBRA shall hereafter have the authority to negotiate and execute all documents, contracts, or other papers, and take such other actions, necessary or appropriate to implement the provisions and intent of this Resolution on behalf of the DBRA.

BE IT FINALLY RESOLVED, that all of the acts and transactions of any officer or Authorized Agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

May 22, 2019

Exhibit A Project Sites

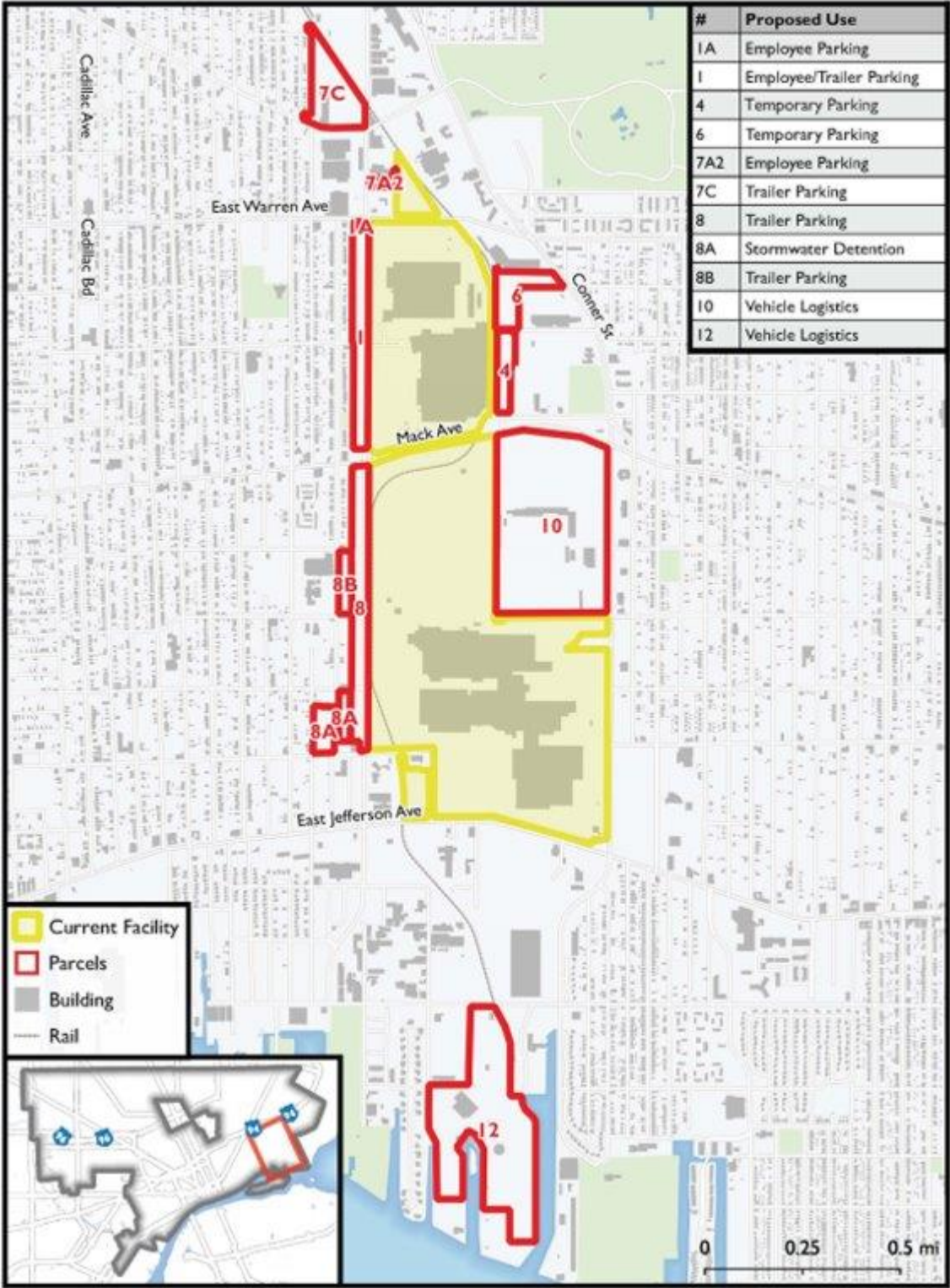


Exhibit B

Site 12

Seller: Consolidated Rail Corporation (Conrail)

Property: See below and Exhibit B-1

Parcel Number	Address	Owner	Acres Purchased
21000069.001	11802 FREUD	DETROIT TERMINAL R R DETROIT TERMINAL	2.2
21000062.	11750 FREUD	COMPANY	1.5
21000061.	11810 FREUD	DETROIT TERM R R DETROIT TERMINAL	2.1
21000070.001	2 CANAL	COMPANY	1.1
			6.9

(exact acreage to be confirmed during inspection period)

Agreement: Purchase and Sale Agreement between Conrail and DBRA

Purchase Price: \$70,000/acre (approximately \$490,000)

Deposit: \$100,000

Inspection Period: Expires 9/30/19, with 2 60-day extension options

Closing: Within 30 days following expiration of Inspection Period

Other:

- Conrail will receive an easement on the eastern edge of Site 12 (currently GLWA-controlled parcel), or other acceptable location
 - Conrail to conduct appropriate due diligence on the proposed easement location
 - DBRA to reimburse Conrail's due diligence expenses up to \$115,000
- Conrail Reversion/Right of First Offer
 - If DBRA does not transfer the property to FCA, Conrail will have the right to repurchase the property at the acquisition price
 - For a period of 30 years, if FCA wants to transfer or use the property for a difference use, Conrail has a right to repurchase the property
- Indemnification and Use Restrictions
 - At closing with Conrail, a \$1,000,000 indemnification fund will be established to fund any of DBRA's indemnification obligations under the agreement
 - Any unencumbered funds will be released from escrow 90 days after the property is transferred to FCA
 - A restrictive covenant will be placed on the property at closing prohibiting any future residential or recreational use and requiring indemnification from future owners.



CODE DBRA 19-05-262-21

LAND ASSEMBLY PROJECT: SOIL REMOVAL CONTRACT

WHEREAS, the City of Detroit administration has requested the assistance of the City of Detroit Brownfield Redevelopment Authority ("**DBRA**") in industrial land assembly activities aimed at establishing market-ready industrial sites within City limits in order to attract manufacturing and logistics companies (the "Land Assembly Project"); and

WHEREAS, DBRA staff have solicited quotes from three (3) contractors to perform soil removal activities for the Land Assembly project; and

WHEREAS, DBRA staff reviewed the quotes and determined that Blaze Contracting, Inc. (the "Contractor") is the lowest, most responsive bidder; and

WHEREAS, the Contractor will provide soil removal services at a not-to-exceed amount of Six Hundred Thirty Nine Thousand One Hundred Thirty Eight and 00/100 (\$639,138.00) Dollars; and

WHEREAS, DBRA staff is requesting the authorization to enter into an agreement with the Contractor at the not-to-exceed amount of Six Hundred Thirty Nine Thousand One Hundred Thirty Eight and 00/100 (\$639,138.00) Dollars for the performance of the services contained in **Exhibit A**; and

WHEREAS, DBRA staff is also recommending that a contingency of approximately twenty-five (25%) percent of the contract value, or One Hundred Fifty Nine Thousand Seven Hundred Eighty Four and 50/100 (\$159,784.50) Dollars be established; and

WHEREAS, pursuant to its statutorily authorized powers, the DBRA has the power to accept funding, expend DBRA funds, engage professionals, and take the other steps contemplated by this Resolution.

NOW, THEREFORE, BE IT RESOLVED, that the DBRA Board of Directors hereby authorizes the engagement of the Contractor to provide the Scope of Services described in **Exhibit A** at the not-to-exceed amount of Six Hundred Thirty Nine Thousand One Hundred Thirty Eight and 00/100 (\$639,138.00) Dollars, subject to the DBRA's receipt of sufficient additional funding from the City for the Land Assembly Project.

BE IT FURTHER RESOLVED, that the DBRA Board of Directors hereby authorizes the establishment of a contingency of approximately twenty-five (25%) percent of the contract value, or One Hundred Fifty Nine Thousand Seven Hundred Eighty Four and 50/100 (\$159,784.50) Dollars, to be dispersed upon the authorization of any two Officers, or any one of the Officers and any of the Authorized Agents of the DBRA, or any two Authorized Agents of the DBRA.

BE IT FURTHER RESOLVED, that any one of the officers and any one of the Authorized Agents of the DBRA or any two of the Authorized Agents of the DBRA shall hereafter have the authority to negotiate and execute all documents, contracts, or other papers, and take such other actions, necessary or appropriate to implement the provisions and intent of this Resolution on behalf of the DBRA.

BE IT FINALLY RESOLVED, that all of the acts and transactions of any officer or authorized agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

May 22, 2019



CODE DBRA 19-05-265-03

CHEMICAL BANK HEADQUARTERS BROWNFIELD REDEVELOPMENT PLAN

WHEREAS, pursuant to 381 PA 1996, as amended (“Act 381”), the City of Detroit Brownfield Redevelopment Authority (the “DBRA”) has been established by resolution of the City Council of the City of Detroit (the “City Council”) for the purpose of promoting the revitalization of environmentally distressed areas in the City of Detroit; and

WHEREAS, under Act 381 the DBRA is authorized to develop and propose for adoption by City Council a brownfield plan for one or more parcels of eligible property; and

WHEREAS, in accordance with the policies, procedures and bylaws governing the DBRA, the DBRA has submitted a proposed Brownfield Plan for the Chemical Bank Headquarters Redevelopment Project (the “Plan”) to the Community Advisory Committee for its consideration and comment and has solicited comments by the public by publication of notice stating that the proposed Plan has been submitted to the Community Advisory Committee and by conducting a public hearing in the area to which the proposed Plan applies; and

WHEREAS, the Community Advisory Committee has considered the proposed Plan and approved a resolution recommending the approval of the proposed Plan by the DBRA and the City Council as presented by the DBRA; and

WHEREAS, in accordance with the provisions of Act 381, the Board of Directors of the DBRA has considered the proposed Plan and desires to approve the proposed Plan and to request that City Council call a public hearing to consider and adopt a resolution approving the proposed Plan.

NOW, THEREFORE, BE IT RESOLVED:

1. The Board of Directors of the DBRA has determined that the adoption of the Brownfield Plan for the **Chemical Bank Headquarters Redevelopment Project** is in keeping with the purposes of Act 381 and recommends submittal of the Plan to City Council for approval.
2. The Board of Directors of the DBRA has determined that the Plan constitutes a “Qualifying Downtown Brownfield Project” under that certain Interlocal Agreement by and between the DBRA and the City of Detroit Downtown Development Authority.
3. The Board of Directors of the DBRA approves the Plan substantially in the form attached hereto and on file with the Secretary of the DBRA.

4. Any Authorized Agent of the DBRA is authorized and directed to submit a certified copy of this Resolution and the Plan to the City Clerk, together with a request that the City Council call a public hearing concerning the Plan and to take all other actions required to approve the Plan in accordance with Act 381.

5. That any one of the officers and any one of the Authorized Agents of the DBRA or any two of the Authorized Agents of the DBRA shall hereafter have the authority to negotiate and execute all documents, contracts, or other papers, and take such other actions, necessary or appropriate to implement the provisions and intent of this Resolution on behalf of the DBRA.

6. That all of the acts and transactions of any officer or authorized agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

7. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution are rescinded.

May 22, 2019



CODE DBRA 19-05-197-09

SECOND AMENDED AND RESTATED 3800 WOODWARD BROWNFIELD REDEVELOPMENT PLAN

WHEREAS, pursuant to 381 PA 1996, as amended (“Act 381”), the City of Detroit Brownfield Redevelopment Authority (the “DBRA”) has been established by resolution of the City Council of the City of Detroit (the “City Council”) for the purpose of promoting the revitalization of environmentally distressed areas in the City of Detroit; and

WHEREAS, under Act 381 the DBRA is authorized to develop and propose for adoption by City Council a brownfield plan for one or more parcels of eligible property; and

WHEREAS, in accordance with the policies, procedures and bylaws governing the DBRA, the DBRA has submitted a proposed Second Amended and Restated Brownfield Plan for the 3750 & 3800 Woodward Redevelopment Project (the “Plan”) to the Community Advisory Committee for its consideration and comment and has solicited comments by the public by publication of notice stating that the proposed Plan has been submitted to the Community Advisory Committee and by conducting a public hearing in the area to which the proposed Plan applies; and

WHEREAS, the Community Advisory Committee has considered the proposed Plan and approved a resolution recommending the approval of the proposed Plan by the DBRA and the City Council as presented by the DBRA; and

WHEREAS, in accordance with the provisions of Act 381, the Board of Directors of the DBRA has considered the proposed Plan and desires to approve the proposed Plan and to request that City Council call a public hearing to consider and adopt a resolution approving the proposed Plan.

NOW, THEREFORE, BE IT RESOLVED:

1. The Board of Directors of the DBRA has determined that the adoption of the Second Amended and Restated Brownfield Plan for the **3750 & 3800 Woodward Redevelopment Project** is in keeping with the purposes of Act 381 and recommends submittal of the Plan to City Council for approval.

2. The Board of Directors of the DBRA approves the Plan substantially in the form attached hereto and on file with the Secretary of the DBRA.

3. Any Authorized Agent of the DBRA is authorized and directed to submit a certified copy of this Resolution and the Plan to the City Clerk, together with a request that the City Council

call a public hearing concerning the Plan and to take all other actions required to approve the Plan in accordance with Act 381.

4. That any one of the officers and any one of the Authorized Agents of the DBRA or any two of the Authorized Agents of the DBRA shall hereafter have the authority to negotiate and execute all documents, contracts, or other papers, and take such other actions, necessary or appropriate to implement the provisions and intent of this Resolution on behalf of the DBRA.

5. That all of the acts and transactions of any officer or authorized agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

6. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution are rescinded.

May 22, 2019



CODE DBRA 19-05-266-03

BROADWAY LOFTS BROWNFIELD REDEVELOPMENT PLAN: REIMBURSEMENT AGREEMENT

WHEREAS, on March 13, 2019, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors adopted a resolution recommending approval by the Detroit City Council of the Brownfield Plan (the "Plan") for a project captioned Broadway Lofts Redevelopment (the "Project"); and

WHEREAS, on April 16, 2019, the Detroit City Council approved the Plan; and

WHEREAS, a condition to reimbursing the developer for eligible activities under the Plan is that a Reimbursement Agreement (the "Agreement") be entered into between the DBRA and Broadway Detroit Properties, LLC as developer of the Project; and

WHEREAS, the Agreement has been drafted, approved as to form by DBRA legal counsel; and

WHEREAS, the Board of Directors desires to approve the Agreement and authorize its execution and delivery on behalf of the DBRA; and

NOW THEREFORE, BE IT RESOLVED, by the DBRA Board of Directors as follows:

1. The Agreement, in substantially the form attached to this Resolution as Exhibit A, is hereby approved, with such necessary or desirable modifications additions, deletions or completions as are approved by DBRA legal counsel and the Officers or designated Authorized Agents of the DBRA executing the Agreement.
2. Any two Officers or designated Authorized Agents or one Officer and one designated Authorized Agent of the DBRA are authorized and directed to execute and deliver the Agreement.
3. All resolutions or parts of resolutions or other proceedings in conflict herewith shall be and the same hereby are repealed insofar as such conflict arises.
4. This Resolution shall take effect immediately upon its adoption.

BE IT FINALLY RESOLVED that all of the acts and transactions of any officer or authorized agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

May 22, 2019



CODE DBRA 19-05-267-03

HARMONIE SOCIAL CLUB BROWNFIELD REDEVELOPMENT PLAN: REIMBURSEMENT AGREEMENT

WHEREAS, on March 13, 2019, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors adopted a resolution recommending approval by the Detroit City Council of the Brownfield Plan (the "Plan") for a project captioned Harmonie Social Club Redevelopment (the "Project"); and

WHEREAS, on April 16, 2019, the Detroit City Council approved the Plan; and

WHEREAS, a condition to reimbursing the developer for eligible activities under the Plan is that a Reimbursement Agreement (the "Agreement") be entered into between the DBRA and 311 Grand River, LLC as developer of the Project; and

WHEREAS, the Agreement has been drafted, approved as to form by DBRA legal counsel; and

WHEREAS, the Board of Directors desires to approve the Agreement and authorize its execution and delivery on behalf of the DBRA; and

NOW THEREFORE, BE IT RESOLVED, by the DBRA Board of Directors as follows:

4. The Agreement, in substantially the form attached to this Resolution as Exhibit A, is hereby approved, with such necessary or desirable modifications additions, deletions or completions as are approved by DBRA legal counsel and the Officers or designated Authorized Agents of the DBRA executing the Agreement.
5. Any two Officers or designated Authorized Agents or one Officer and one designated Authorized Agent of the DBRA are authorized and directed to execute and deliver the Agreement.
6. All resolutions or parts of resolutions or other proceedings in conflict herewith shall be and the same hereby are repealed insofar as such conflict arises.
5. This Resolution shall take effect immediately upon its adoption.

BE IT FINALLY RESOLVED that all of the acts and transactions of any officer or authorized agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

May 22, 2019



CODE DBRA 19-05-267-03

SOMA BROWNFIELD REDEVELOPMENT PLAN: REIMBURSEMENT AGREEMENT

WHEREAS, on March 13, 2019, the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors adopted a resolution recommending approval by the Detroit City Council of the Brownfield Plan (the "Plan") for a project captioned SOMA Redevelopment (the "Project"); and

WHEREAS, on May 7, 2019, the Detroit City Council approved the Plan; and

WHEREAS, a condition to reimbursing the developer for eligible activities under the Plan is that a Reimbursement Agreement (the "Agreement") be entered into between the DBRA and Woodward Mack 22, LLC as developer of the Project; and

WHEREAS, the Agreement has been drafted, approved as to form by DBRA legal counsel; and

WHEREAS, the Board of Directors desires to approve the Agreement and authorize its execution and delivery on behalf of the DBRA; and

NOW THEREFORE, BE IT RESOLVED, by the DBRA Board of Directors as follows:

7. The Agreement, in substantially the form attached to this Resolution as Exhibit A, is hereby approved, with such necessary or desirable modifications additions, deletions or completions as are approved by DBRA legal counsel and the Officers or designated Authorized Agents of the DBRA executing the Agreement.
8. Any two Officers or designated Authorized Agents or one Officer and one designated Authorized Agent of the DBRA are authorized and directed to execute and deliver the Agreement.
9. All resolutions or parts of resolutions or other proceedings in conflict herewith shall be and the same hereby are repealed insofar as such conflict arises.
6. This Resolution shall take effect immediately upon its adoption.

BE IT FINALLY RESOLVED that all of the acts and transactions of any officer or authorized agent of the DBRA, in the name and on behalf of the DBRA, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

May 22, 2019



CODE DBRA 18-05-01-211

**ADMINISTRATION: DBRA COMPREHENSIVE GENERAL LIABILITY INSURANCE POLICY
PREMIUM INCREASE**

IT IS HEREBY RESOLVED, that the Detroit Brownfield Redevelopment Authority (the "DBRA") Board of Directors authorizes the payment of an additional \$8,402.95 for the 2017-2018 DBRA Comprehensive Liability Insurance Policy resulting from the April 2019 audit conducted by Swett & Crawford/James River Insurance Co.

BE IT FINALLY RESOLVED, that the DBRA Board of Directors hereby authorizes any two of its Officers or designated Authorized Agents to execute any and all documents to implement the provisions and intent of this resolution.

May 22, 2019