

2020 Operating Plan

Bluebird Business Improvement District

2020 Bluebird Business Improvement District Operating Plan Overview

The Bluebird Business Improvement District (the “District”) was formed by the City Council in and for the City and County of Denver (the “City”) pursuant to Ordinance No. 292, Series 2013, on June 24, 2013. The District boundaries are bordered by St. Paul St. on the West, Colorado Blvd. on the East, 14th Avenue on the South and 16th Avenue on the North. The District consists of a total of nine East Colfax blocks. There are 47 individual property owners and 64 businesses within the 9-block District boundaries, a land area of 478,333 sq. ft. with an assessed valuation of \$15,258,760 as of August 21, 2019. The District will impose a mill levy of 10 mills for collection next year on all taxable commercial property located within its boundaries, projected to be approximately \$152,587.

2020 Bluebird Business Improvement District Operating Plan Statement

In general terms, the District’s operations facilitate, promote and oversee activities and actions to:

- Enhance the appearance and attractiveness of the nine block District for its customers, businesses, employees, neighbors and visitors;
- Provide a safe, clean and accessible shopping environment;
- Attract new businesses and retain contributing existing businesses;
- Promote the District and customer traffic to its constituent businesses through marketing, advertising, public relations and special events;
- Provide transparent fiduciary oversight and management of the District’s operating and capital budgets to enhance relationships with the District’s property and business owners, and public sector agencies providing City and State services;
- Work with the City and County of Denver to advocate for District right of way improvements to support City planning and guidelines for Colfax as a corridor for multi-modal use.

District operations and performance will be evaluated based on quantitative and qualitative measurements, including ongoing consumer, business and property owner and developer and real estate surveys, base retail sales data and year-end changes, additions of new businesses and expansion of existing businesses, website and social media penetration and media coverage.

Administrative operations will include seeking additional District funding through grant applications, fundraising and special events.

A. Marketing & Communications

- The District is committed to informing and updating its constituents on a timely basis through its interactive website and email system, social media, public board meetings, news releases, newsletters, calendar of events and by reporting City and State projects and programs pertinent to the District.
- From time to time, the District also will survey its constituents for their opinions on necessary District physical improvements and retail and business services and community-related issues, (e.g. public safety, pedestrian safety, vehicular and bike traffic, etc.)
- The District hosts many annual events each year that are designed to engage with the community and highlight area businesses. These events include Tasty Colfax and Boo and Brew. Hundreds of participants visit area businesses to enjoy food, music and services in the district. The district will employ an event coordinator to increase attendance, visibility and income from events.
- The District has updated its logo and completed a website overhaul.
- The District will continue to use the street improvement designs to guide planned improvements along Colfax Ave.

B. Maintenance, Capital Improvements & Public Safety

- The District will maintain amenities that it owns as well as key streetscape amenities such as existing pedestrian lights, trees, trash cans and grates.
- The District will continue to make modest investments in streetscape improvements with capital investments.
- In addition, it plans to continue its work with the Colfax Collaborative to obtain and guide outside funding that supports Small Area Plan recommended improvements to pedestrian and bicycle safety and access to the District and its businesses. This includes proposed crossing enhancements that were prioritized by district stakeholders.
- The District will maintain relationships with the Denver Police Department and local community officers. The District will also build on relationships with Public Works to address infrastructure needs related to public safety.
- The District is working with property owners to plant trees.

C. Economic & Business Development

- The District Small Area Plan identifies priorities through investments that are targeted at supporting and boosting businesses. These programs include zoning and redevelopment support, improving the customer experience by enhancing the streetscape and

improving pedestrian safety, promotions for area residents, support for business-sponsored events.

- The District will continue to support business owners who seek to redevelop vacant or underutilized parcels. The District will support development through community outreach and zoning technical support.
- The District will continue to promote the district and support businesses through events that bring visitors to the area. Events are focused at bringing visitors into establishments, while promoting community engagement and support for the District.
- The District will focus on changes to the sign code, such as through an overlay district, that supports Colfax's unique character as Denver's historic Main Street, working collaboratively with other Colfax business districts and business owners.
- The District will continue to work with the City and County of Denver on main street zoning revisions responsive to business and property owner input. This has the potential to reduce costs for developers and encourage development in the district.
- The District hosted or attended several meetings regarding bus rapid transit and transportation to support access to and through the district, which supports economic development. The District will continue to work with Public Works on BRT planning initiatives.
- The District is engaged with the Denveright planning work and will continue to participate in focus groups and sessions to advocate for business and property owner needs and concerns.
- The District will continue to participate in the East Central Neighborhood Planning Initiative as steering committee members.

D. Administrative Services

- The District will continue to work with a team who provides legal, advisory services, marketing, placemaking, record keeping, bookkeeping, communication and implementation services to affect the operational plan and compliance requirements for the district.

Operating Plan & Budget

Supporting Materials Table of Contents

1. 2019 Year to date “budget to actual” financial reports
2. Any materials departures from the 2019 Operating Plan, and an explanation
3. A copy of your Public Notice publication for the 2020 Budget public hearing
4. The status of any planned or outstanding indebtedness
5. The results of any audits conducted during the year, if not already submitted.
6. A copy of the By-laws, if any, in effect in 2019
7. A list of official board actions (motions) in the past year.
8. Current list of all Board members including name, address, phone, fax and e-mails as well as term appointment and expiration date.
9. Board members attendance records for the past year.
10. A list of activities performed and planned for 2019 (and planning for in 2020);
11. Documented tangible impacts and performance measures that your BID provides and tracks. For instance this could include trend occupancy rates, business or citizen surveys, crime rates, lease rates, taxable retail sales, number of jobs created, pedestrian/visitor counts, and business license revenues. Any additional information would be beneficial for the City Council budget approval process.

- 1. 2019 Year to date “budget to actual” financial reports.** Please see 2020 with this budget to actual report.

BBID Budget 2020					
		2018 Actuals	2019 Projected Actuals	2019 Approved Budget	2020 Proposed Budget
Beginning Funds Available		\$63,583	\$99,111	\$76,655	\$99,416
REVENUE					
Property Taxes		\$105,482	\$106,132	\$ 106,552	\$ 152,588
Ownership Taxes		\$6,284	\$5,400	\$ 5,400	\$ 5,400
PS You Are Here		\$0	\$0	\$ -	\$ -
Other Income (events)		\$12,807	\$16,000	\$ 16,000	\$ 16,000
Interest income		\$402			
TOTAL REVENUE		\$124,975	\$127,532	\$ 127,952	\$ 173,988
EXPENSES					
Administration/Economic Develmt					
Bookkeeping		\$2,400	\$2,400	\$ 2,400	\$ 2,400
Operations					
Director (at 50% ED)		\$ 15,408	\$15,408	\$ 15,855	\$ 16,183
Insurance		\$2,019	\$1,346	\$ 1,675	\$ 1,675
Legal		\$7,704	\$7,704	\$ 7,927	\$ 8,091
Accounting/Audit		\$400	\$ 400	\$ 700	\$ 700
Memberships		\$449	\$380	\$ 500	\$ 500
Advisory Services					
Consulting (at 70% ED)		\$ 14,508	\$14,509	\$ 14,930	\$ 15,239
Computer and Internet/Office		\$853	\$950	\$ 1,000	\$ 1,000
Legal Advertising		\$ 70	\$ 250	\$ 250	\$ 250
Placemaking design& services (at 100% ED)		\$ -	\$0	\$ 3,000	\$ 3,000
Rent		\$1,035	\$1,200	\$ 1,200	\$ 1,200
-ECON DEVOPMT					
SUBTOTAL		\$ 17,860	\$ 17,860	\$ 21,379	\$ 21,759
ADMINISTRN/ECON DEVOL TOTAL		\$44,846	\$44,547	\$ 49,437	\$ 50,238
CAPITAL IMPROVEMENTS					
Capital Improvements		\$ 13,499	\$45,000	\$ 36,585	\$ 75,375
TOTAL CAPITAL IMPROVEMENTS		\$ 13,499	\$45,000	\$ 36,585	\$ 75,375
Maintenance					
Streetscape		\$10,614	\$ 11,000	\$ 16,380	\$ 19,656
Utilities		\$919	\$800	\$ 1,200	\$ 1,000
MAINTANCE TOTAL		\$11,533	\$11,800	\$ 17,580	\$ 20,656
MARKETING					
Advertising/PR/Communications		\$4,000	\$4,280	\$ 4,000	\$ 4,369
Website		\$320	\$0	\$ -	\$ -
Meals/Entertainment		\$0	\$550	\$ 1,250	\$ 1,250
Printing/Office Supplies		\$24	\$ 50	\$ 100	\$ 100
Events		\$15,225	\$21,000	\$ 18,000	\$ 21,000
Computer		\$0	\$ -	\$ 1,000	\$ 1,000
MARKETING TOTAL		\$19,569	\$25,880	\$ 24,350	\$ 27,719
FUND TRANSFERS					
TABOR 3% Reserve		\$ -	\$ -	\$ -	\$ -
Capital Reserve Fund		\$ -	\$ -	\$ -	\$ -
TOTAL FUND TRANSFERS		\$ -	\$ -	\$ -	\$ -
TOTAL EXPENSES		\$89,447	\$127,227	\$ 127,952	\$ 173,988
NETCHANGE IN FUNDS AVAILABLE		\$35,528	\$305	\$0	\$0
ENDING FUNDS AVAILABLE		\$99,111	\$99,416	\$76,665	\$0 \$99,416

Notes:

Mill Levy shown net of collection fee

2016-20 Milly Levy: 10 mills

2. Any materials departures from the 2019 Operating Plan, and an explanation.

BBID had no material departures from the 2019 Operating Plan.

- 3. A copy of your Public Notice publication for the 2020 Budget.**

The Denver Post, LLC

PUBLISHER'S AFFIDAVIT

City and County of Denver)
State of Colorado)
)

The undersigned Nicole Maestas
being first duly sworn under oath, states
and affirms as follows:

1. He/she is the legal Advertising Reviewer of The Denver Post, LLC, publisher of *The Denver Post* and *Your Hub*.
2. *The Denver Post* and *Your Hub* are newspapers of general circulation that have been published continuously and without interruption for at least fifty-two weeks in Denver County and meet the legal requisites for a legal newspaper under Colo. Rev. Stat. 24-70-103.
3. The notice that is attached hereto is a true copy, published in *Your Hub* for Denver Downtown/East/West (including counties of Denver, Jefferson, Arapahoe, and Adams) on the following date(s):

September 26, 2019

Nicole Maestas
Signature

Subscribed and sworn to before me this 26
day of September, 2019.

[Signature]
Notary Public

KAY C DAPICE
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19944012554
MY COMMISSION EXPIRES AUGUST 19, 2022

(SEAL)

NOTICE AS TO PROPOSED BUDGET

NOTICE IS HEREBY GIVEN that the proposed budget for the ensuing year of 2020, has been submitted to the Bluebird Business Improvement District ("District") Such proposed budget will be considered at the regular meeting of the Board of Directors of the District to be held at **10:30 a.m. on Wednesday, October 16th, 2019, at 3100 E Colfax Ave, Denver, Colorado.**

Copies of such proposed budget for fiscal year 2020 are available for inspection by the public at the offices of the District, 3014 Forest St, Denver, Colorado, and at www.bluebirddistrict.org. Any interested elector within the District may, at any time prior to the final adoption of the proposed budget for the ensuing year 2020, file or register any objections thereto.

Dated September 25, 2019

**BLUEBIRD
BUSINESS IMPROVEMENT DISTRICT**

By: /s/ Don Novak/President

4. The status of any planned or outstanding indebtedness. The District has no outstanding debt and no plans for future debt acquisition at this time.

5. The results of any audits conducted during the year, if not already submitted. Please see ATTACHED.

Bluebird Business Improvement District

BUDGET VS. ACTUALS: 2019 BUDGET - FY19 P&L

April 2019

	TOTAL		
	ACTUAL	BUDGET	% OF BUDGET
Income			
Ownership Taxes	612.68	450.00	136.15 %
Property Taxes	6,707.15	8,879.33	75.54 %
Total Income	\$7,319.83	\$9,329.33	78.46 %
GROSS PROFIT	\$7,319.83	\$9,329.33	78.46 %
Expenses			
Adminstration			
Advisory Services Consulting - Dan	1,293.75	1,293.73	100.00 %
Bookkeeping	200.00	200.00	100.00 %
Computer and Internet Expenses	91.72	83.33	110.07 %
Insurance	168.25	139.58	120.54 %
Legal - Social Impact	686.93	686.94	100.00 %
Legal Advertisement		20.83	
Memberships		41.66	
Operations Director - Anne	1,373.92	1,373.91	100.00 %
Placemaking Design &Services		250.00	
Rent		100.00	
Total Adminstration	3,814.57	4,189.98	91.04 %
Capital Improvements	10,122.00	2,980.23	339.64 %
Maintenance			
Streetscape	705.00	1,365.00	51.65 %
Utilities	96.80	100.00	96.80 %
Total Maintenance	801.80	1,465.00	54.73 %
Marketing			
Advertising/Promotional		356.66	
Meals and Entertainment		104.16	
Printing		8.33	
Total Marketing		469.15	
Total Expenses	\$14,738.37	\$9,104.36	161.88 %
NET OPERATING INCOME	\$ -7,418.54	\$224.97	-3,297.57 %
Other Income			
Interest Earned	0.07		
Total Other Income	\$0.07	\$0.00	0.00%
NET OTHER INCOME	\$0.07	\$0.00	0.00%
NET INCOME	\$ -7,418.47	\$224.97	-3,297.54 %

Bluebird Business Improvement District

BALANCE SHEET

As of April 30, 2019

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
Bank of the West	110,032.97
Reserve	4,002.56
Total Bank Accounts	\$114,035.53
Other Current Assets	
Mill Levy Receivable	59,197.04
OT Receivable	714.27
Other Receivable	897.20
Prepaid insurance	1,338.78
Total Other Current Assets	\$62,147.29
Total Current Assets	\$176,182.82
TOTAL ASSETS	\$176,182.82
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	5,354.53
Total Accounts Payable	\$5,354.53
Other Current Liabilities	
Deferred Property Taxes	59,197.04
Total Other Current Liabilities	\$59,197.04
Total Current Liabilities	\$64,551.57
Total Liabilities	\$64,551.57
Equity	
Retained Earnings	57,208.24
Temporarily Restricted Funds	41,902.00
Net Income	12,521.01
Total Equity	\$111,631.25
TOTAL LIABILITIES AND EQUITY	\$176,182.82

Bluebird Business Improvement District

BUDGET VS. ACTUALS: 2019 BUDGET - FY19 P&L

January - December 2019

	TOTAL			
	ACTUAL	BUDGET	OVER BUDGET	REMAINING
Income				
Other		16,000.00	-16,000.00	16,000.00
Ownership Taxes	3,136.56	5,400.00	-2,263.44	2,263.44
Property Taxes	65,576.76	106,551.96	-40,975.20	40,975.20
Total Income	\$68,713.32	\$127,951.96	\$ -59,238.64	\$59,238.64
GROSS PROFIT	\$68,713.32	\$127,951.96	\$ -59,238.64	\$59,238.64
Expenses				
Accounting		700.00	-700.00	700.00
Adminstration				
Advisory Services Consulting - Dan	5,175.00	15,524.76	-10,349.76	10,349.76
Bookkeeping	800.00	2,400.00	-1,600.00	1,600.00
Computer and Internet Expenses	400.04	999.96	-599.92	599.92
Insurance	673.00	1,674.96	-1,001.96	1,001.96
Legal - Social Impact	2,747.72	8,243.28	-5,495.56	5,495.56
Legal Advertisement		249.96	-249.96	249.96
Memberships	379.55	499.92	-120.37	120.37
Operations Director - Anne	5,495.68	16,486.92	-10,991.24	10,991.24
Placemaking Design &Services		3,000.00	-3,000.00	3,000.00
Rent		1,200.00	-1,200.00	1,200.00
Total Adminstration	15,670.99	50,279.76	-34,608.77	34,608.77
Capital Improvements	10,122.00	35,762.76	-25,640.76	25,640.76
Maintenance				
Streetscape	4,849.26	16,380.00	-11,530.74	11,530.74
Utilities	393.15	1,200.00	-806.85	806.85
Total Maintenance	5,242.41	17,580.00	-12,337.59	12,337.59
Marketing				
Advertising/Promotional	1,070.00	4,279.92	-3,209.92	3,209.92
Events	5,867.68	18,000.00	-12,132.32	12,132.32
Meals and Entertainment	30.50	1,249.92	-1,219.42	1,219.42
Printing		99.96	-99.96	99.96
Total Marketing	6,968.18	23,629.80	-16,661.62	16,661.62
Total Expenses	\$38,003.58	\$127,952.32	\$ -89,948.74	\$89,948.74
NET OPERATING INCOME	\$30,709.74	\$ -0.36	\$30,710.10	\$ -30,710.10
Other Income				
Interest Earned	0.27		0.27	-0.27
Total Other Income	\$0.27	\$0.00	\$0.27	\$ -0.27
NET OTHER INCOME	\$0.27	\$0.00	\$0.27	\$ -0.27
NET INCOME	\$30,710.01	\$ -0.36	\$30,710.37	\$ -30,710.37

6. A copy of the By-laws, if any, in effect in 2020. Please see ATTACHED.

BLUEBIRD BUSINESS IMPROVEMENT DISTRICT BY-LAWS

These By-Laws of the Bluebird Business Improvement District are adopted by the Board of Directors of the District pursuant to Title 31, Article 25, Part 12, Colorado Revised Statutes and Ordinance No. CB13-0341, City and County of Denver. In the event of a conflict between these By-Laws and either the State Statute or City Ordinance, the Statute and/or Ordinance shall govern.

ARTICLE I THE DISTRICT

Section 1. Name of the District. The name of the District shall be the "Bluebird Business Improvement District" (District).

Section 2. Office of the District. The office of the District shall be located within the boundaries of the District at such place as the Board of Directors from time to time, shall by resolution, determine.

Section 3. Boundaries of the District. The Service Area boundaries of the District are East 16th Avenue on the north, East 14th Avenue on the south, Colorado Blvd. on the east and St. Paul Street on the west. The boundaries of the District include any taxable real and personal property located within the Service Area, which is not classified for tax purposes as either residential or agricultural. Such residential and agricultural property located within the Service Area is not located within the District until such time as such property changes classification to commercial. A map of the Service Area boundaries and the approximate District boundaries is maintained in the office of the District.

ARTICLE II OFFICERS

Section 1. Election of Officers and Terms. The officers of the District shall be a Chair, Vice Chair, Secretary and Treasurer who shall be elected from among the members of the Board at the first regular meeting of the fiscal year. The office of Secretary and Treasurer may be filled by one person. An assistant Secretary may be appointed to assist the Secretary in carrying out the duties of Secretary. Officers shall serve for a term of one year or until their successors are duly elected. The Board shall serve at the pleasure of the governing municipality.

Section 2. Chair. The Chair of the District shall preside at all meetings of the District; shall have such other duties as the Board may direct; and, shall have general supervision over the business and affairs of the District, as well as be responsible for day to day

operations. The Chair shall provide direction to personnel/contract staff for the District, and be available to such persons as needed for guidance and approval of operational activities. The Chair can assign varies duties as she/he see fit to hired consultants/employee's of the District to help with the day-to-day functions of the District.

Section 3. Vice Chair. The Vice Chair shall preside over all meetings of the District in the absence of the Chair or in any event of his/her inability or refusal to act and shall have the powers and perform the duties of the Chair in the event the office of Chair is vacant or in the temporary absence of the Chair.

Section 4. Secretary. The Secretary shall act as Secretary of the meetings of the District, shall record all votes, keep a record of the proceedings of the District, maintain a record of all resolutions adopted by the District, and perform all duties incident of this office. The Secretary shall keep in safe custody the seal of the District and shall have the power to affix such seal to all contracts and instruments authorized to be executed by the District.

Section 5. Treasurer. The Treasurer shall take care and have custody of the funds and financial records of the District, and shall deposit District funds in such bank or banks as the District may select. The Board may also, as they see fit, engage the services of an accountant to assist with the financial duties of the District.

Section 6. Additional Duties. The officers shall, from time to time, perform additional duties as assigned by resolution or the Chair of the Board. The primary function of the Board, with the exception of the duties assigned in these By-Laws, is to determine policy for the District. The board can assign varies duties as they see fit to hired consultants/employee's of the District to help with the day-to-day functions of the District.

Section 7. Vacancies. Should any officer position become vacant, such vacancy shall be filled, for the remainder of the unexpired term, by a qualified candidate who has been appointed by the Mayor of the City and County of Denver and confirmed by ordinance.

Section 8. Expenses. Members shall receive no compensation for services but may be reimbursed for expensed incurred on behalf of the District pursuant to authorization by the Chair.

Section 9. Staffing. The District may employ personnel, or contract personnel, as necessary to perform the functions of the District. Such persons shall be appointed by the Board, and serve at the pleasure of the Board. Selection and compensation shall be determined by the Board. A committee may be formed to interview and make recommendations regarding the hiring of personnel if the Board desires.

ARTICLE III MEETINGS AND CONDUCT

Section 1. Meetings. At the first meeting of the fiscal year, the Board shall determine the schedule for the regular meetings for the remainder of the year, including the time and location of the meetings and the posting place for such meetings. Special meetings can be called as deemed necessary and by the provisions in these By-Laws and in accordance with state statute.

Section 2. Special Meetings. The Chair, or any two members of the Board, may call a special meeting when determined necessary or expedient. At least 24 hours notice must be given for a Special Meeting.

Section 3. Quorum. At all meetings of the Board, a quorum must be present for the Board to take District action and set policy. A quorum is comprised of four members, if all Board seats are filled. If vacancies exist, a majority constitutes a quorum, but must be no less than three members at any time. When a quorum is in attendance, action may be taken by the District upon affirmative vote of the majority of the Directors present. Directors may be in attendance in person or by telephone, but physical presence is necessary for the purposes of achieving a quorum.

Section 4. Manner of Voting. Voting shall be called for after a motion has been made and seconded, and any desired discussion taken place. All nay votes and abstentions shall be recorded by Director name in the minutes. All Directors are entitled to vote, including the Board Chair. Voting by proxy is not permitted.

Section 5. Conflict of Interest. Board members are required to disclose any potential conflicts of interest in any transaction before the Board. In the case where Board action will promote financial gain of individual Board Members, Members must disclose their financial involvement and abstain from voting on such motion or attempting to include any of the contracting parties in such transaction.

Section 6. Open Meetings. All meetings of the Board of Directors shall be open to the public, pursuant to C.R.S. Section 24-6-402. The Board may go into executive session, as permitted under 24-6-402 by a vote of two-thirds of the quorum of the Board members in attendance.

The Board shall take no action during an executive session, and will only hold them pursuant to the criteria listed in C.R.S. Section 24-6-402.

Section 7. Resolutions. The Board shall act pursuant to either resolution or motion. Resolutions shall be used for all actions of a general or permanent nature. Motions may be used for acts of a temporary character or statements of general policy. All resolutions shall be in writing, recorded and authenticated by the signature of the Secretary, and shall be kept on file in the District offices. All motions shall be set forth in the minutes of the District. Resolutions and motions shall be effective immediately unless otherwise stated.

ARTICLE IV FISCAL MATTERS

Section 1. Fiscal Year. The fiscal year of the District shall be the same as a calendar year.

Section 2. Checks. District checks, in excess of \$1,000, shall require two Board member signatures. All checks of lesser amounts can be signed by one Board member.

Section 3. Execution of Instruments. The Board of Directors may authorize an officer, employee, or any other agent of the District to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District. Any such authorization shall specify the particular contract or instrument, or the category of contracts of instruments, authorized to be so executed.

The Treasurer or Designee shall have the care and custody of all funds of the District and shall deposit same in the name of the District in such bank or banks as the District may select.

Section 4. Loans. No loan or advance shall be contracted on behalf of the District, and no note, bond or other evidence of indebtedness shall be executed or delivered in its name, except as may be authorized by the Board of Directors.

ARTICLE V AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the District at any regular meeting or special meeting of the District by affirmative vote of the majority of Directors.

ARTICLE VI INDEMNIFICATION

Section 1. Indemnification. The District shall indemnify any Director, officer, employee or former Director, officer or employee of the District, against any expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, or for any loss or claim resulting from any such action, suit or proceeding, in which he or she is made a party by reason of being or having been a Director, officer, or employee including any matter as to which he or she is adjudged in

such action, suit or proceeding, to be liable for negligence in the performance of his or her duty to the District, so long as such Director, officer or employee (past or present) conducted himself or herself in good faith and either in the best interest of the District or at least not opposed to the District's best interest. Such indemnification shall not extend to criminal acts that the Director, officer or employee knows or should have known were illegal.

Section 2. Insurance. The District is authorized to obtain such policy or policies of insurance for the purpose of providing such indemnification of the Directors, officers, and employees of the District and for other purposes as needs may arise.

Section 3. No Waiver. The indemnification provided for under this article does not constitute a waiver, either partial, or complete, or any immunities or limitations on judgments applicable to the District or any of its Directors, officers, or employees and provided for by law or otherwise.

ARTICLE VII RULES OF ORDER/PROCEDURES

In the absences of rules governing points of procedure of the meetings and actions of the Board of Directors of the District, the latest revised edition of "Roberts Rules of Order" shall govern the actions of the Board.

Adopted on _____ 2013

7. A list of official board actions (motions) in the past year.

- a. October 2018
 - i. Approved September board meeting minutes
 - ii. Approved September financial statements
 - iii. Approved resolution for 2019 budget
 - iv. Approved Bluebird sign repair costs
 - v. Approved mural installation
- b. November 2018
 - i. No presence of a quorum
- c. December 2018
 - i. No presence of a quorum
- d. January 2019
 - i. Approved October board meeting minutes
 - ii. Approved Q4 financials
 - iii. Approved contract renewals for Social Impact Law and Michelle Valeri
 - iv. Approved pedestrian light pole lumiere replacement and painting
- e. February 2019
 - i. No presence of a quorum
- f. March 2019
 - i. Approved January board meeting minutes
 - ii. Approved January and February financial statements
 - iii. Approved discount card expenses
 - iv. Oppose proposition I 300
- g. April 2019
 - i. No presence of a quorum
- h. May 2019
 - i. Approved March board meeting minutes
 - ii. Approved April financials
- i. June 2019
 - i. Approved May board meeting minutes
 - ii. Approved May financials
 - iii. Approved increase in maintenance services and associated cost
- j. July 2019
 - i. No meeting
- k. August 2019
 - i. No presence of a quorum.
- l. September 2019
 - Approved June board meeting minutes.
 - Approved approved financials.
 - Approved 2020 budget and operating plan.

8. Current list of all Board members

Don Novak, President

3121 East Colfax Avenue
Denver, CO 80206
720--326--6246

don@propagandalabs.com

Term: Appointed June 2013; re-appointed 2016 – term expires May 2020

Tom Secrist, Treasurer and Secretary

1532 Milwaukee Street
Denver, CO 80206
303--523--9681

secristproperties@gmail.com

Term: Appointed June 2013; expired May 2014; re-appointed 2014; expires June 2022

Sean Mandel, Vice President

1478 Birch Street
Denver, CO 80220
303--520--7154

seanmandel@gmail.com

Term: Appointed June 2013; re-appointed 2016 - term expires May 2020

Master Sung Hwan “Tiger” Kim

1480 Steele Street
Denver, CO 80206
303--388--1408

[mastertigerkim@gmail.c
om](mailto:mastertigerkim@gmail.com)

Term: Appointed June 2013; re-appointed 2016 - term expires May 2020

Richard “Buzz” Geller

1430 Larimer Square, #304
Denver, CO 80202
303--399--0508

[buzzgeller@paradiselandco.c
om](mailto:buzzgeller@paradiselandco.com)

Term: Appointed June 2013; term expired May 2014; re-appointed June 2014; term expiring May 2022

Chris Swank

1950 Forest Parkway
Denver, CO 80220

cswank@nipp.com

Term: Appointed May 2016; expires May 2020

Jareb Parker

3301 E Colfax Ave

Denver, CO 80206

jareb@middlemanbar.com

Term: Appointed August 2019; expires June 2021

9. Board members attendance records for the past year (October 2018 to September 2019).

October 2018

Attending directors: Don Novak, Tom Secrist, Buzz Geller, Sean Mandel and Chris Swank

Directors not attending: Sean Buchan, and Master Kim

November 2018

Attending directors: Don Novak, Buzz Geller, Tom Secrist

Directors not attending: Sean Buchan, Sean Mendel, Chris Swank

December 2018

No meeting held

January 2019

Attending directors: Tom Secrist, Don Novak, Sean Mandel, Chris Swank and Buzz Geller

Directors not attending: Master Kim, and Sean Buchan

February 2019

No meeting held

March 2019

Attending directors: Don Novak, Buzz Geller, Chris Swank

Directors not attending: Master Kim, Sean Mandel and Sean Buchen

April 2019

Attending directors: Buzz Geller, Don Novak, Tom Secrist

Directors not attending: Master Kim, Sean Mandel and Sean Buchen

May 2019

Attending directors: Buzz Geller, Don Novak, Tom Secrist, Chris Swank, Master Kim

Directors not attending: Sean Mandel and Sean Buchen

June 2019

Attending directors: Buzz Geller, Don Novak, Tom Secrist, Chris Swank, Master Kim

Directors not attending: Sean Mandel

July 2019

No meeting held.

August 2019

Attending directors: Buzz Geller, Don Novak, San Mandel

Directors not attending: Chris Swank, Tom Secrist, Master Kim

September 2019

Attending directors: Chris Swank, Tom Secrist, Don Novak, Sean Mandel

Directors not attending: Master Kim, Buzz Geller, Jareb Parker

10. List of activities and involvement 2019:

- Tasty Colfax: Tickets for the Tasty Colfax sold out, bringing many visitors to area businesses. Tasty Colfax is a restaurant and pub crawl through the eclectic business, entertainment, and arts districts on E Colfax Ave between York and Colorado Blvd. This event features numerous district eateries, showcasing their delectables, ranging from Thai food to the best biscuits in Denver. We continued to have live street music, fine and urban art all along your favorite main street, Colfax Avenue. Additionally, we partnered with WalkDenver to demonstrate a complete street environment and offer safer crossing on Colfax. Bluebird supported the event through promotions and financial support.
- Boo n' Brew: The District hosts this Halloween neighborhood event. There is face painting, haunted houses, pumpkin carving, candy, brews for the adults and music. This block party draws out the neighborhood while supporting local businesses.
- Colfax Collaboration participation: The Colfax Collaborative is the convening of the Mayfair Business Improvement District, Bluebird Business Improvement District, Colfax Business Improvement District and West Colfax Business Improvement Districts. These entities are working together to find ways to collaborate and improve their districts given that they face common issues and concerns. Through this group the BBID has participated in the CIP process and GO Bond process with success, set up a group website, built the group outreach and fostered efficiencies through shared needs.
- GO Bond Funding: The District continues to engage with the City on designs for enhanced crossings as they are being combined with BRT as bond-funded projects. This includes attending meetings, and significant outreach to stakeholders and councilmembers. These \$20 million in funds support our ongoing efforts, as outlined in our Small Area Plan, to improve connectivity and access for multi-modal users in the district.
- Bus Rapid Transit: The district continues to track this effort that will be catalytic for area. We are educating ourselves on the NEPA process and how we can continue to be involved as members of the BRT Task Force. We continue to meet with CCD representatives to discuss next steps and BID specific considerations.
- Interim Crossing Safety Improvements: We are working with CCD to identify interim safety improvements at Adams and Colfax. These include bulb outs, pedestrian crossing lead time and restricting turning movements. These improvements can be done prior to BRT build out.

- District Communication: We continue to publish a monthly newsletter, with district updates and information on topics relevant to visitors, business owners and residents. Additionally, we post more frequent social media updates weekly.
- East Central Neighborhood Planning Initiative: The District is represented on the steering committee for the East Central NPI. Members are committed to attending steering committee meetings, sharing resources with stakeholders and providing input on the process and outcomes that will impact the District for years to come. We have provided feedback on the recommendations and comments on the document throughout its development.
- Streetscape: The District installed an additional 9 Bluebird-branded trash cans throughout the area. We will install 7 additional street trees this fall. We also refurbished all 25 of the pedestrian light poles, replacing the lumieres with new ones with LED bulbs and repainted the poles.
- Maintenance: The District has invested in sidewalk cleaning, trash removal, graffiti removals and pedestrian light upkeep. This year the lumineers in the pedestrian lights were replaced and the poles were painted.
- District Discount Card: This year we updated the discount card to include more businesses and ensure that it is more broadly available. Participating businesses are listed on our website and we continue to partner with the RNOs in the area for distribution.
- District Branding: We have formally updated our brand by partnering with the Bluebird theater to trademark the logo and have rights to use this logo in our materials. As part of this work we also updated our website and communication materials, as well as t-shirts, stickers and event materials to reflect the new logo.

11. Please provide any documented tangible impacts and performance measures that your BID provides and tracks. For instance this could include trend occupancy rates, business or citizen surveys, crime rates, lease rates, taxable retail sales, number of jobs created, pedestrian/visitor counts, and business license revenues.

Sales Tax Revenues

The District began tracking sales tax revenues in July of 2013, following its formation. The comparison between the latest quarterly data available (2019 Q1 to 2018 Q2) is up 13% over the prior year. The revenue increase indicates that more visitors are spending more money in the district. This is also due to the decrease in vacant storefronts and upgrades to existing buildings. **SEE ATTACHED.**

New Business Openings in 2019 to date

- Bishops Haircuts
- Tough Mudder Bootcamp
- Cricket Wireless
- St Paul Tavern

Together these represent more than 12 full time jobs.

Average Rent and Vacancy Rates

BBID began tracking rent rates in 2015. Currently, rates average \$30NNN.

Currently there are four commercial spaces with vacancies, representing 6.5% of building square footage within the district. Of this, 4.9% of the total vacant area is from the abandoned motel on Colorado. Occupancy rates currently stand at over 98% of commercial units excluding the abandoned motel on Colorado, reflecting the strong demand for the district by retailers. Vacancy rates by square foot is effectively 0%. The district has a healthy mix of commercial uses. Retail and restaurants are the top uses, followed by supermarket, automotive services, office space, personal care, gas stations, miscellaneous improvements and a theater.

Crime Statistics

Please **SEE ATTACHED** crime statistics through 2019.

Certification of Valuation by County Assessor

Name of Jurisdiction Bluebird Business Improvement District New Entity? ☐ Yes ☒ No

IN Denver COUNTY, COLORADO ON August 21, 2019

USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATIONS ("5.5%" LIMIT) ONLY

In accordance with 39-5-121(2)(a) and 39-5-128(1), C.R.S., and no later than August 25, the Assessor certifies the TOTAL VALUATION FOR ASSESSMENT for the taxable year 2019:

1. Previous year's NET TOTAL TAXABLE assessed valuation:	1.	\$10,735,810
2. Current year's GROSS TOTAL TAXABLE assessed valuation:	2.	\$15,258,760
This value reflects personal property exemptions IF enacted by the jurisdiction as authorized by Art. X, Sec. 20(8)(b), Colo. Constitution.		
3. LESS TIF District Increment, If any:	3.	\$0
4. Current year's NET TOTAL TAXABLE assessed valuation:	4.	\$15,258,760
5. New Construction*:	5.	\$339,820
New Construction is defined as: Taxable real property structures and the personal property connected with the structure.		
6. Increased production of producing mine*:	6.	\$0
7. Annexations/Inclusions:	7.	\$0
8. Previously exempt Federal property*:	8.	\$0
9. New primary oil or gas production from any producing oil and gas leasehold or land (29-1-301(1)(b), C.R.S.):	9.	\$0
Jurisdiction must apply (Form DLG 52B) to the division of Local Government before the value can be treated as growth in the limit calculation.		
10. Taxes collected last year on omitted property as of August 1 (29-1-301(1)(a), C.R.S.):	10.	\$0
11. Taxes abated and refunded as of August 1 (29-1-301(1)(a), C.R.S. and (39-10-114(1)(a)(I)(B), C.R.S.):	11.	\$0

*Jurisdiction must submit respective certifications (Forms DLG 52 & 52A) to the Division of Local Government in order for the values to be treated as growth in the limit calculation.

USE FOR "TABOR LOCAL GROWTH" CALCULATIONS ONLY

In accordance with the provisions of Art. X, Sec. 20, Colo. Cons., and 39-5-121(2)(b), C.R.S., the Assessor certifies the TOTAL ACTUAL VALUATION for the taxable year 2019:

1. Current year's total actual value of ALL REAL PROPERTY:	1.	\$48,748,500
This includes the actual value of all taxable real property plus the actual value of religious, private school, and charitable real property.		
ADDITIONS to taxable real property:		
2. Construction of taxable real property improvements:	2.	\$1,171,800
Construction is defined as newly constructed taxable real property structures.		
3. Annexation/Inclusions:	3.	\$0
4. Increased mining production:	4.	\$0
Includes production from new mines and increases in production of existing producing mines.		
5. Previously exempt property:	5.	\$0
6. Oil or gas production from a new well:	6.	\$0
7. Taxable real property omitted from the previous year's tax warrant:	7.	\$0
If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property.)		
DELETIONS from taxable real property:		
8. Destruction of taxable real property improvements:	8.	\$0
9. Disconnections/Exclusions:	9.	\$0
10. Previously taxable property:	10.	\$0

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS:

1. Total actual value of all taxable property:	1.	
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NOTE: ALL LEVIES MUST BE CERTIFIED to the COUNTY COMMISSIONERS NO LATER THAN DECEMBER 15.

Bluebird BID Sales Tax Collections

	2018 <u>Jan</u>	2018 <u>Feb</u>	2018 <u>Mar</u>	2018 <u>Apr</u>	2018 <u>May</u>	2018 <u>Jun</u>	2018 <u>Jul</u>	2018 <u>Aug</u>	2018 <u>Sep</u>	2018 <u>Oct</u>	2018 <u>Nov</u>	2018 <u>Dec</u>	2018 <u>TOTAL</u>
Food & Beverage Tax	74,163	73,056	97,164	93,934	99,714	97,739	97,161	105,101	99,275	98,666	94,125	100,532	1,130,630
Other Tax	48,472	37,064	50,808	45,387	39,383	46,453	44,586	41,177	49,558	46,556	44,375	47,661	541,480
TOTAL	122,635	110,120	147,972	139,321	139,097	144,192	141,747	146,278	148,833	145,222	138,500	148,193	1,672,110
	2019 <u>Jan</u>	2019 <u>Feb</u>	2019 <u>Mar</u>	2019 <u>Apr</u>	2019 <u>May</u>	2019 <u>Jun</u>	2019 <u>Jul</u>	2019 <u>Aug</u>	2019 <u>Sep</u>	2019 <u>Oct</u>	2019 <u>Nov</u>	2019 <u>Dec</u>	2019 <u>TOTAL</u>
Food & Beverage Tax	90,422	90,643	105,539	104,717	112,023	106,444	104,203						
Other Tax	51,621	42,858	60,236	56,921	50,913	56,788	35,491						
TOTAL	142,043	133,501	165,775	161,638	162,936	163,232	139,694						

Note:

Food & Beverage tax is charged on prepared food, this tax is primarily remitted by restaurants.

Other tax is sales tax at the general (3.62%) rate.

945,084 2018 q 1+ q 2

1,068,819 2019 q 1+ q 2

13% increase

**Part 1 Crimes
in the Bluebird BID
By Year: 2010 - 2018**

Crime Type		2010	2011	2012	2013	2014	2015	2016	2017	2018
PART 1 PERSONS	Homicide	0	0	0	0	0	0	0	0	0
	Sexual Assault	4	2	2	3	0	1	5	4	2
	Robbery	5	10	8	4	5	5	5	7	2
	Aggravated Assault	8	13	12	4	1	10	10	3	13
	SUBTOTAL	17	25	22	11	6	16	20	14	19
PART 1 PROPERTY	Burglary	13	20	20	16	7	16	19	22	14
	Larceny	19	24	26	35	26	39	24	32	32
	TFMV	26	38	26	28	16	24	20	25	43
	Auto Theft	18	7	10	12	8	18	14	24	15
	Arson	0	0	0	0	0	0	0	0	0
	SUBTOTAL	76	89	82	91	57	97	77	103	104
GRAND TOTAL		93	114	104	102	63	113	97	117	121

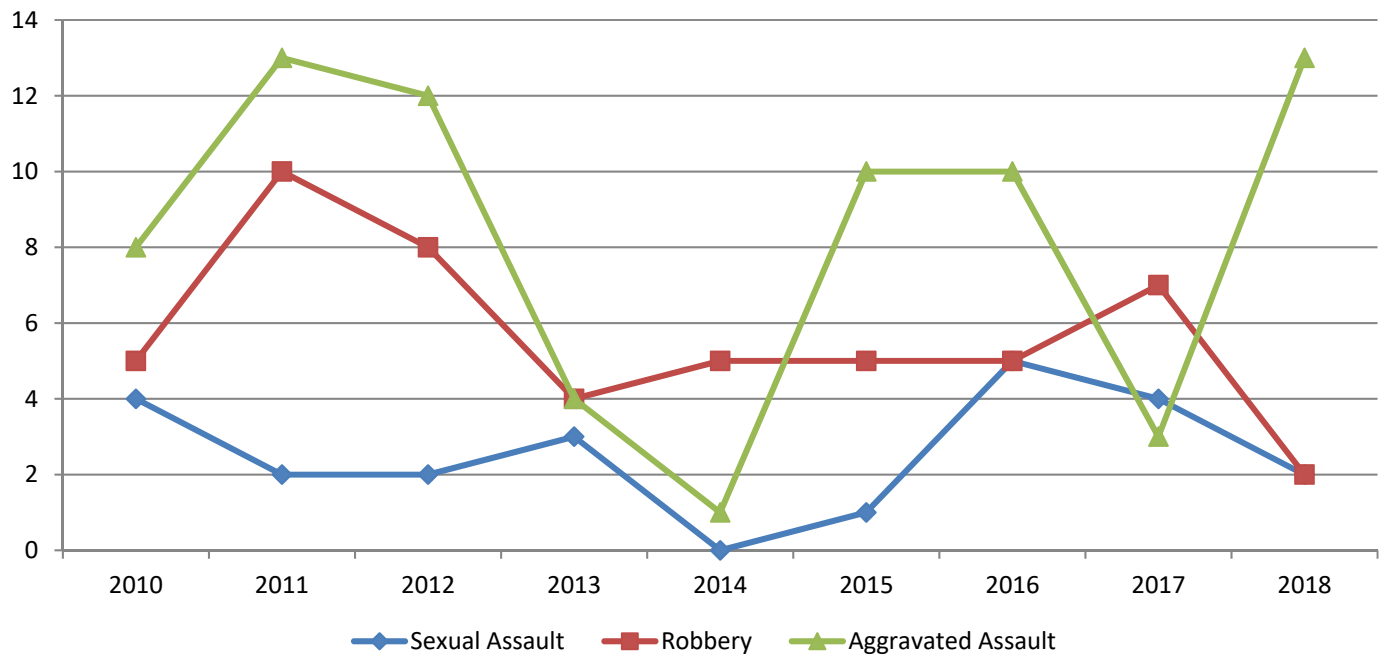
All files utilized in the creation of this report are dynamic. Dynamic files allow additions, deletions and/or modifications at any time, resulting in more complete and accurate records in the databases. Due to continuous data entry after reports are compiled, numbers may vary in previous or subsequent reports. Based on Uniform Crime Reporting Standards.

PREPARED TO DEPARTMENT OF SAFETY PUBLIC INFORMATION STANDARDS

Excludes runaways, traffic offenses, unfounded reports and non-criminal activity.

The Bluebird BID is from Steele St to Colorado Blvd, 13th Ave to 17th Ave.

Reported Person Crimes in the Bluebird BID By Year: 2010 - 2018



Reported Property Crimes in the Bluebird BID By Year: 2010 - 2018

