



PAUL R. LePAGE
GOVERNOR

STATE OF MAINE
DEPARTMENT OF ECONOMIC
AND COMMUNITY DEVELOPMENT



GEORGE C. GERVAIS
COMMISSIONER

September 14, 2016

John Eldridge,
Town Manager
TOWN OF BRUNSWICK
85 Union Street
Brunswick, ME 04011

RE: Brunswick Landing II Omnibus Municipal Tax Increment Financing (TIF) District; Development Program First Amendment (AMD-1)

A P P R O V E D

Dear John,

The Maine Department of Economic and Community Development (DECD) reviewed and EFFECTIVE TODAY APPROVED your application to amend above referenced Municipal TIF District Development Program (Program). I am happy to note/approve, based on application:

- | | |
|--|--|
| <p>a. Up to 50% <u>AGGREGATE</u> of incremental taxes from new actual value from this District and Brunswick Executive Airport II Omnibus District ("aggregate") projected at \$15,010,565 for all reimbursement agreements including the Midcoast Regional Redevelopment Authority (MRRRA), capped but not guaranteed at \$15 million for MRRRA and including revenue from Increased Assessed Value (IAV) by aeronautical businesses as defined in Program exhibits H and I. Potential reduction of \$15 million MRRRA limit should aeronautical property become tax exempt. Sole Council discretion for negotiation/execution of multiple agreements (CEA/other) not to exceed 50% reimbursement or District term. Any revenue remaining in Base Redevelopment Project</p> | <p>Cost subaccount to periodically transfer to Town subaccount when ineligible for reimbursement to MRRRA or businesses per 30-A M.R.S.A. § 5225(1)(A) and DECD rules as amended from time to time;</p> <p>b. Please note any current or future Town TIF Policy does not supersede this approval; AND</p> <p>c. <u>UPON EXECUTION, TOWN MUST FORWARD COPY</u> of any associated credit enhancement agreement, its amendment or assignment to Department—enclosing completed matching Application Cover Sheet with detailed private project description and (if Company and not Developer) Employment Goals Form;</p> |
|--|--|

Please note an updated pro forma (Exhibit D1) aligning District term years with Town fiscal years and actual revenue will be required with the earliest of a third amendment or an application submitted during/after tenth year of District term.

As further described in Program, Town revenue allocation projected at \$30 million may facilitate funding for an estimated aggregate \$104.2 million in public costs and associated debt—if any. While the Town may pool revenue from two districts in administration, it must establish project cost accounts per M.R.S.A. § 5227 (3).

Funding MUST comply with already established municipal appropriation process—with activities/projects due completion BEFORE/BY JUN-30-2043. DECD restates/approves public activities/



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COMMISSIONER

projects costs listed below, with AMD-1 changes/additions underlined: ≈

WITHIN DISTRICT

- d. Reimbursement agreements with and associated payments to MMRA and companies/developers per bullet a.;
- e. Professional and administrative costs including prorated municipal staff salaries \$600,000;

WITHIN/OUTSIDE DISTRICT ◊

- f. Road improvements per MDOT 2010 Study in support of increased commercial traffic \$19.2 million;
- g. Existing/Future public road infrastructure improvements including associated storm water, sewer/water/electrical lines and street amenities \$18 million; ◊ x

OUTSIDE DISTRICT ◊

- h. Public safety improvements including debt service and/or maintenance of up to four police/fire/rescue vehicles per year \$3.9 million; *
- i. Portage of revenues to Downtown Municipal TIF District while its IAV capture remains 100% \$3 million;
- j. School construction/renovation bonds debt service \$40 million; **

WITHIN MUNICIPALITY

- k. Brunswick Downtown Association (BDA) funding \$3 million;
- l. Recreational trails \$1.5 million; ◊

WITHIN MUNICIPALITY/DISTRICT

- m. Economic Development (ED) efforts marketing Town as a business or arts location, including ED staff salaries prorated municipal staff salaries or professional service costs; regional marketing and tourism destination campaigns; permanent revolving loan funds, investment funds and grants programs per § 5225(1)(C)(3) for costs authorized by 30-A M.R.S.A. § 5225 and DECD rules as amended from time to time, but primarily for business startup/expansion efforts; grant matching related to 30-A M.R.S.A. §§ 5221-5235 economic development activities; technology systems updates prorated to business expansion/recruitment efforts including GIS system, computers and assessing software; business/tourism destination branding including directional signage and streetscape upgrades; economic/environmental studies and associated improvements of properties for commercial or future arts district use \$15 million. ◊ x

DECD notes while Program may list multiple statutory citations with public project costs, in application not all citations apply to all activities/projects described within each cost description. Brunswick is obligated to verify proper authorization for each project cost to be undertaken. DECD also advises Town to plan for debt retirement to coincide with District term end of JUN-30-2043. Per OCT-24-2013 original designation approval, DECD restates:

- n. District term of 30 years ending June 30, 2043 with Town FY2042-43;
- o. District taxable Original Assessed Value (OAV) of \$0 as of March 31, 2012 (April 1, 2011)—acreage 542;
- p. Real property IAV capture of up to 100%;
- q. District revenues deposited/held in DEDICATED accounts and applied ONLY toward approved activities/projects due completion BEFORE/BY JUN-30-2043,
 - i) Project Cost accounts to reimburse MRRA and companies/developers for costs authorized by 30-A M.R.S.A. § 5225(1)(A) and DECD rules as amended from time to time AND/OR fund public activities/projects,
- ii) Sinking Fund Account to retire associated public debt if any;
- r. Any non-captured incremental property values resulting in General Fund revenue/deposits MUST be included/reported with Town equalized assessed value;
- s. Any future amendment MUST comply with 30-A M.R.S.A. §§ 5221-5235 and DECD rules;
- t. When District expires or is terminated BRUNSWICK MUST NOTIFY DECD IN WRITING.



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GEORGE C. Gervais
COMMISSIONER

E X E M P T E D

District acreage and taxable OAV are exempt from Municipal TIF Program caps per § 5250-I (14)(A) and § 5250-J (3-A)(D). The exemption is in effect until District term expires JUN-30-2043. Because all Pine Tree Development Zone Program Military Redevelopment Zone benefits end on DEC-31-2028 per § 5250-J (5), from that date forward this exemption will not be granted to any new Municipal TIF district established on the former Naval Air Station Brunswick (NASB) property.

MAINE IS OPEN FOR BUSINESS. Please contact Municipal Tax Increment Financing Program Director Laura Santini-Smith with questions about this certification letter or DECD review. DECD extends best wishes for the success of your District.

Sincerely,

George C. Gervais
Commissioner

cc: Senator Stan Gerzofsky (SD-24) and Representative Ralph Tucker (HD-50)—127th Legislature;
David Ledew, MRS Director Property Tax Division; Brian Mulligan, Governor's Account Executive;
Shana Cook Mueller, Bernstein Shur

◇ To the extent a project is outside the District, Brunswick must prorate/allocate costs not directly related to or made necessary by establishment/operation of THIS District to other funding sources.

≈ Any projects may be common to the Brunswick Executive Airport II Omnibus and M&I Inlycke Manufacturing districts.

EXCLUDING FOLLOWING COSTS/FUNDING:

⊖ Public park(s)

⌘ Items beyond § 5222(1) scope, i.e.: holiday decorations, plant pots/containers and art

× § 5225(1)(A)(1)(a)(i), (8) and (C)(7)(b) Transit-Oriented Development projects

* Police project cost is not to establish new precedent, but based on municipality gaining acreage due to NASB Base closure as well as likely future legislation sponsored by MRRA to cede traffic jurisdiction to Town.

** Approval of above alternative project cost is limited to this District Development Program and based on NASB Base closure with resulting impact on pupil count, regional scope of redevelopment effort and municipal acreage gain.



STATE OF MAINE
DEPARTMENT OF ECONOMIC
AND COMMUNITY DEVELOPMENT



PAUL R. LEPAGE
GOVERNOR

GEORGE C. GERVAIS
COMMISSIONER

October 21, 2013

James M. Saffian
PIERCE ATWOOD
254 Commercial Street
Portland, ME 04101

COPY

RE: Natural gas projects and the Municipal Tax Increment Financing (TIF) Program

Dear Jim,

Thank you for meeting with us in September. Please accept this letter in reference to your inquiry regarding municipalities incentivizing private natural gas projects via so called TIF revenues.

The Department will support reimbursement formulas based on mile(s) of pipeline laid in public property, whether main or distribution lines and irrespective of local zoning ordinances. Company or developer ("company") reimbursement via credit enhancement agreement (CEA) or other contract MAY include higher rates of reimbursement for pipeline laid in residential zones. The formula MAY also incentivize reimbursement based on speed and stages of project completion.

A municipality MAY set up a Revolving Loan, Investment or Grant fund to assist its commercial taxpayers. We encourage such a fund be set up to incentivize commercial conversions regardless of energy type, source, delivery means or final application.

Thank you again for bringing this matter to our attention.

Sincerely,

George C. Gervais
Commissioner

cc: Senior Policy Advisor John Butera; Office of Energy Independence Director Patrick Woodcock;
Office of Business Development and Innovation Director Brian Whitney; Tax Incentives Director
Laura Santini-Smith

MTIF: Application Synopsis for Commissioner Consideration

■ DISTRICT DATA :: PREVIOUS DATA GRAY

MUNICIPALITY	Brunswick	COUNTY	Cumberland	TERM	30
DISTRICT NAME	Brunswick Landing II Omnibus				
ORIGINAL DISTRICT (OD) :: Y/N	N	AMENDED :: Y/N	Y	# AMD	1
DOWNTOWN EXEMPT :: Y/N	N	PAPER MILL EXEMPT :: Y/N	N	RE CAPTURE%	100
APP BASIS	AMD-1 mirrors Memorandum of Agreement (MOA) between Town and Midcoast Regional Redevelopment Authority (MRRA); redefines Omnibus capacity for reimbursements to companies/developers and MRRA; adds public projects. District start/end dates: July 1, 2013/June 30, 2043 respective of Town FY2013-14/FY2042-43.				
HISTORY	<p>[OCT-24-2013] Application provided balance of statutory requirements for full Commissioner approval.</p> <p>[MAR-29-2013] OD-CONDITIONAL APPROVAL. District public purpose to broaden tax base, improve facilities and encourage capital investment and attract/support job creation/training in former NASB cantonment area. Redevelopment vehicle is MRRA, which intends to transition naval airfield (excluding runway) into general aviation airport and executive business park. IAV capture 100% real property only.</p> <p><u>District II is not to be confused with former District I of the same name, which Commissioner approved on MAR-3-2012 and Town terminated on SEP-4-2012.</u></p> <p>While generally same concept/geography, current application reflects removal of acreage now in Mölnlycke District.</p> <p>The Legislature created MRRA in 2005 to manage transition of now closed Naval Air Station Brunswick into successful redevelopment. MRRA is a public municipal corporation without taxing jurisdiction per Title 5 M.R.S.A. §13083-I (1). Because MRRA has no taxing jurisdiction, District property becomes taxable by Town when the former sells/leases property, i.e.: property owned by MRRA is tax-exempt until sale/lease to a taxable entity, at which point the Town may tax to generate District revenues.</p>				

Increased Assessed Value (IAV); Real/Personal Property (RE/PP)

■ COMPANY OR DEVELOPER DATA


ENTITY ADDRESS	None at this time.
----------------	--------------------

Company (CO); Developer (DEV)

■ STATUTORY REQUIREMENTS

WITHIN ACREAGE CAP?	542	EX	MUNICIPAL BONDS ISSUED? :: Y/N/MAY	M*
ON SUITABLE PROPERTY?	Y		TAX SHIFTS CALCULATED?	Y
OAV CERTIFIED?	\$0	Y	PUBLIC NOTICE AND HEARING?	Y
WITHIN VALUE CAP?	EX		PASSED BY MAJORITY VOTE? :: 9/0	Y

*Limited to School Construction/Renovation, per previous Development Program.

 9/14/16

MTIF: Application Synopsis for Commissioner Consideration

■ PLANNED REVENUE DISTRIBUTION

TO GENERAL FUND (NON-TIF)?	\$0		
FOR MUNICIPAL DEBT?	TBD	IF AMD, ANY BONDS TO DATE?	N
FOR CREDIT ENHANCEMENT AGREEMENT?	\$15,010,565	50% maximum aggregate inclusive of this and Brunswick Executive Airport II Omnibus District.	
REIMBURSEMENT SCHEDULE	Up to 50% aggregate of revenue from this and Brunswick Executive Airport II Omnibus District for all reimbursement agreements including MRRA, capped but not guaranteed at \$15MM for MRRA and including revenue from IAV by aeronautical businesses as defined in Development Program exhibits H and I. Potential reduction of \$15MM MRRA cap should aeronautical property become tax exempt. Sole Council discretion for negotiation/execution of multiple agreements (CEA/other) not to exceed 50% reimbursement or District term. Any revenue remaining in Base Redevelopment Project Cost subaccount to periodically transfer to Town subaccount when ineligible for reimbursement to MRRA or businesses within then current Municipal TIF statute.		
FOR BONA-FIDE ECONOMIC DEVELOPMENT?	\$15,010,566	50% minimum aggregate inclusive of this and Brunswick Landing II Omnibus District excluding revenue from IAV by aeronautical businesses unless an adjustment is called for per Program PG 13 2.b. and Table 2; plus any revenue that may periodically transfer to Town when ineligible for reimbursement to MRRA or businesses.	

PUBLIC PROJECTS/COSTS

[\$104,200,000] Estimates represent aggregate of costs for this and Brunswick Executive Airport II Omnibus District. AMD-1 updates original district designation global project list for existing/future districts in former BNAS acreage:

(T1) Professional and administrative costs including prorated municipal staff salaries \$600K... **(T1/T2)** Road improvements per MDOT 2010 Study in support of increased commercial traffic \$19.2MM; Existing/Future public road infrastructure improvements including associated storm water, sewer/water/electrical lines and street amenities \$18MMΦx... (T2) Public safety improvements including debt service and/or maintenance of up to four police/fire/rescue vehicles per year \$3.9MM; Downtown District portage \$3MM; School construction/renovation bonds debt service* \$40MM... (T3) Brunswick Downtown Association (BDA) funding \$3MM; Recreational trails \$1.5MMΦ... (T3/T1) Economic Development (ED) efforts marketing Town as a business or arts location, including ED staff salaries prorated municipal staff salaries or professional service costs; regional marketing and tourism destination campaigns; revolving loan/investment funds or grants primarily for business startup/expansion efforts; grant matching; technology systems updates prorated to business expansion/recruitment efforts including GIS system, computers and assessing software; business/tourism destination branding including directional signage and streetscape upgrades; economic/environmental studies and associated improvements of properties for commercial or future arts district use \$15MMΦxx.

EXCLUDING ANY COSTS/FUNDING FOR:

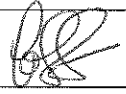
- Φ Public park(s)
- × Items beyond § 5222(1) scope, i.e.: holiday decorations, plant pots/containers and art
- × § 5225(1)(A)(1)(a)(i) and (A)(8) and (C)(7)(b) Transit-Oriented Development costs

Projects unique to this District/Program? [] YES [✓] NO: Any project may be common to Brunswick Executive Airport II Omnibus and Mölnlycke Manufacturing districts.

Over TIF Term (OTT); §5225(1)(A-C) = Tier (T) 1-3

MTIF: Application Synopsis for Commissioner Consideration

■ STAFF RECOMMENDATION

<p style="text-align: center;">PROGRAM DIRECTOR (PD) REVIEWED APPLICATION AND OFFERS THIS OPINION:</p>	<p>Recommend full approval; no concerns. Approval LTR will,</p> <ul style="list-style-type: none"> a. Advise Town any current or future Municipal TIF Policy does not supersede Commissioner approval; b. Require any future AMD application to update pro forma (EXH-D1) to line up District term years with Town fiscal years and provide actual revenue for each past year if/when submitting a third or higher amendment, or District is in tenth or higher term year; c. Caution Town to maintain the required dedicated project costs accounts, regardless of how it aggregates revenue from this and Brunswick Executive Airport II Omnibus District; d. Address acreage/taxable OAV exemptions for annually classified PTDZ Military Redevelopment Zone on former NASB property; and e. Repeat original designation approval LTR disclaimers pertaining police/school costs. <p><u>In reference to RLF, a copy of Commissioner natural gas letter to Pierce Atwood will go to Town as FYI.</u></p>
<p>PD RECOMMENDS COMMISSIONER APPROVAL? :: Y/N/OTHER</p>	<p>Y</p> <div style="float: right; text-align: right;">  9/14/16 </div>
<p>APPLICATION RECEIPT DATE</p>	<p>7/14/16</p>
<p>CHECK AFTER DATA ENTRY <input type="checkbox"/></p>	

Form revised 10/21/15.



**Bernstein, Shur,
Sawyer & Nelson, P.A.**
100 Middle Street
PO Box 9729
Portland, ME 04104-5029

T (207) 774-1200

F (207) 774-1127

Shana Cook Mueller
(207) 228-7134 direct
smueller@bernsteinshur.com

July 13, 2016

Laura Santini-Smith
Department of Economic and Community Development
111 Sewall Street
Burton Cross Building, 3rd Floor
Augusta ME 04330

Re: *First Amendment to the Brunswick Landing II Municipal Development and Tax
Increment Financing District*

Dear sMitty:

Enclosed please find the First Amendment to the Brunswick Landing II Municipal
Development and Tax Increment Financing District Development Program as approved
by the Town of Brunswick on June 20, 2016.

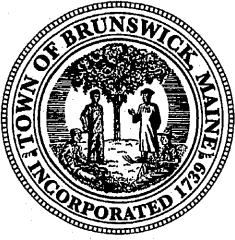
If you have any questions, please feel free to contact me at 207-228-7134.

Sincerely,

A handwritten signature in black ink, appearing to read "Shana Cook Mueller".

Shana Cook Mueller

SCM/ged/Encl.



Town of Brunswick, Maine

INCORPORATED 1739

OFFICE OF THE TOWN MANAGER

85 UNION STREET

BRUNSWICK, MAINE 04011-2418

TELEPHONE 207-725-6659

FAX 207-725-6663

June 27, 2016

George Gervais, Commissioner
Maine Department of Economic and Community Development
State House Station 59
Burton Cross Building, 3rd Floor
Augusta ME 04333

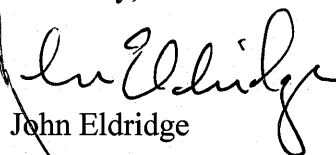
Re: *Brunswick Landing II Municipal Development and TIF District
Brunswick, Maine*

Dear Commissioner Gervais,

On the behalf of the Town of Brunswick, I am pleased to submit the First Amendment to the Brunswick Landing II Municipal Development and Tax Increment Financing District Omnibus Development Program.

With this letter, I certify that all information contained in the application is true and correct to the best of my knowledge.

Sincerely,



John Eldridge

Town Manager

APPLICATION COVER SHEET
Brunswick Landing II TIF District

MUNICIPAL TAX INCREMENT FINANCING
--

A. General Information

1. Municipality Name: Town of Brunswick		
2. Address: 28 Federal Street, Brunswick ME 04011		
3. Telephone: 207-725-6659	4. Fax: 725-6663	5. Email: jeldridge@brunswickme.org
6. Municipal Contact Person: John Eldridge, Town Manager		
7. Business Name: Midcoast Regional Redevelopment Authority (MRRA)		
8. Address: 15 Terminal Road, Suite 200, Brunswick ME 04011		
9. Telephone: 207-798-6512	10. Fax: 207-798-6510	11. Email: jeffreyj@mrta.us
12. Business Contact Person: Jeffrey K. Jordan, Deputy Director, CFO		
13. Principal Place of Business: Brunswick, ME		
14. Company Structure (e.g. corporation, sub-chapter S, etc.): Municipal Corporation		
15. Place of Incorporation: Brunswick, ME		
16. Names of Officers: John Peters, Rita Armstrong, Lois Skillings, Steve Weems		
17. Principal Owner(s) Name: n/a		
18. Address: 15 Terminal Road, Suite 200, Brunswick ME 04011		

B. Disclosure

1. Check the public purpose that will be met by the business using this incentive (any that apply):		
(x) job creation	job retention	(x) capital investment
training investment	(x) tax base improvement	(x) public facilities improvement
other (list):		
2. Check the specific items for which TIF revenues will be used (any that apply):		
real estate purchase	(x) machinery & equipment purchase	training costs
debt reduction	(x) other (list): qualified municipal TIF improvements	

C. Employment Data

List the company's goals for the number, type and wage levels of jobs to be created or retained as part of this TIF development project (<i>please use next page</i>).
--

N/A

**ECONOMIC DEVELOPMENT
BRUNSWICK, MAINE**

*An Application for a Municipal Development and Tax Increment Financing District
Development Program*

**FIRST AMENDMENT TO
BRUNSWICK LANDING II MUNICIPAL DEVELOPMENT AND
TAX INCREMENT FINANCING DISTRICT OMNIBUS DEVELOPMENT PROGRAM**

Approved by:

CITY COUNCIL

DATED: June 20, 2016

Presented to:

DEPARTMENT OF ECONOMIC AND COMMUNITY DEVELOPMENT

DATED: July 11, 2016

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SCHEDULES AND EXHIBITS:

Schedules:

- 1 October 24, 2013 DECD Approval Letter Approving the Town’s Designation of the Brunswick Landing II Municipal TIF District and the omnibus development program for the District.

Exhibits:

- A TIF District Maps
- B Statutory Requirements & Thresholds
- C Assessor’s Certificate of Original Assessed Value
- D-1 TIF Revenue Projections
- D-2 Tax Shift Projections
- E-1 Public Hearing Notice for First Amendment
- F-1 Public Hearing Minutes for First Amendment
- G-1 Town Council Resolution for First Amendment
- H Exhibit A to Memorandum of Agreement Showing Hangars 4, 5 & 6
- I Definition of “Aeronautical Business”

I. Introduction

A. Midcoast Regional Redevelopment Authority

On August 24, 2005, the Federal Base Realignment and Closure (“BRAC”) Commission voted eight to one to close Naval Air Station Brunswick (“NAS Brunswick” or “NASB” or the “Base”) and move its aircraft operations to Jacksonville, Florida. The 79-acre Topsham Annex located in Topsham, Maine was also included as part of the closure. On September 15, 2005, the final list was approved by the President of the United States. By law, both properties were required to close before September 15, 2011. For the Town of Brunswick, the Town of Topsham, Cumberland and Sagadahoc counties, and the State of Maine, that decision was the culmination of an intense process and significant community effort to keep the facility open to maintain an employment base of over 5,200 military and civilian personnel.

NAS Brunswick was built as a multi-purpose campus that has changed over many years to serve a variety of purposes. It has been an airport since its initial development in the late 1930s, built on the site of a municipal airfield. Its primary mission has been to house and maintain various patrol aircraft and other Navy aviation and non-aviation activities. The base is considered both an industrial facility where aircraft were hangared, maintained and flown, as well as a support facility with offices, retail buildings, housing and ancillary uses associated with a relatively self-contained operation. In total there are over 200 buildings totaling over 1.75 million square feet on the Base; forty of which buildings would be considered significant facilities.

The closure of NAS Brunswick represents one of the largest single employer relocations or closings in the history of the state. The State Planning Office conducted an assessment of impact closure and revised the state gross product projection for 2015 downward by \$390 million, cutting the projected growth rate from two to approximately one percent. They also revised the state population growth downward by 7,400 as a result of the base closure. Projected state personal income was also reduced by \$370 million. Revenues to the State of Maine are also expected to be reduced by some \$20 million.

In other economic displacement events such as plant closings, most individuals continue to live in the community, albeit with reduced income, and they still contribute to the economy, have children in local schools, and participate in the activities of the community. In the case of a base closure and realignment, however, an entire segment of the population leaves the area, which increases vacancy rates and eliminates millions of dollars spent in the local economy on everything from housing, food, transportation and energy costs, to professional services and entertainment.

The impact of the closure is so large that the Maine Legislature created the Midcoast Regional Redevelopment Authority (“MRRA”) for the purpose of managing the transition of this large military facility back into the fabric of the region and to support the rapid and successful redevelopment of NAS Brunswick. MRRA is a public municipal corporation. While MRRA has many of the powers of a municipality, it does not have taxing jurisdiction over the property located within NAS Brunswick. See 5 M.R.S.A. § 13083-I(1). Thus, in order to use municipal tax increment financing (“TIF”) as an economic development tool to aid in the redevelopment of

NAS Brunswick, MRRA must work cooperatively with the Town of Brunswick (the “Town”) in order to create and use the tax revenues generated by the captured assessed value in the TIF districts (the “TIF Revenues”) to foster and/or fund the desired redevelopment activities.

B. MRRA’s Request for Tax Increment Financing Assistance

In the fall of 2011, MRRA presented the Town with a request for tax increment financing assistance at NAS Brunswick as part of a larger project to redevelop the 1.7 million square feet of industrial, commercial and professional office space at NAS Brunswick. MRRA’s mission is to facilitate the rapid redevelopment of the Base properties in order to realize full build-out of Brunswick Landing in accordance with the adopted Reuse Master Plan for NAS Brunswick (the “Reuse Master Plan”). MRRA specifically requested that the Town create a tax increment financing district around the area formerly known as the cantonment area at the Base, which will be developed into professional office space to enhance the competitiveness of the Midcoast region and the State of Maine to attract, grow and create new businesses in the industry clusters identified in the Reuse Master Plan for NAS Brunswick. These targeted industries include: composite manufacturing, information technology, alternative energy development, research, development and manufacturing and tourism and convention businesses in the Midcoast region. Having this area in a TIF district will facilitate MRRA’s efforts to redevelop the Base by allowing MRRA to seek funding from the Town for assistance in its efforts to redevelop the Brunswick Landing portion of the NAS Brunswick.

C. Designation of TIF District

Following extensive TIF-related discussions with MRRA and actively considering how best to maximize the Town’s ability to assist in the redevelopment of the NAS Brunswick through the use of tax increment financing, in March 2013 the Town designated two TIF districts to assist with the redevelopment of the Base: (1) the 146-acre Brunswick Executive Airport II Omnibus Municipal Development and Tax Increment Financing District (the “Executive Airport District”) and (2) a 542-acre Brunswick Landing II Omnibus Municipal Development and Tax Increment Financing District (the “Brunswick Landing District” or the “District”) (collectively the “TIF Districts”). At that time, the Town wanted to take more time to flesh out a comprehensive development program that would be designed to foster a broad range of economic redevelopment activity at the former NASB, so the TIF Districts were designated without a development program.

By separate letters dated March 29, 2013, the Maine Department of Economic and Community Development (“DECD”) issued conditional approvals of the Town Council’s designation of the TIF Districts after a public hearing held on March 4, 2013, and a vote of the Council held on March 18, 2013. By separate letters dated October 24, 2013, DECD issued full approval of the two TIF Districts and the development programs for those Districts. Attached hereto as Schedule 1 is a copy of the DECD Approval letter for the Brunswick Landing District and the development program for the District.

D. Dispute Regarding Tax Exemption for Municipal Airports

In April 2011, MRRA entered into a lease agreement with Kestrel Aircraft Company, Inc. for property located at the Base, which property was later included within the property designated as the Executive Airport District. On the same date, Kestrel Aircraft Company, Inc. entered into a sublease with Kestrel Brunswick Corporation (both Kestrel entities are collectively “Kestrel”) for the same land area and the same terms as the primary lease (the lease and sublease are collectively the “Kestrel Lease”). The property subject to the Kestrel Lease includes just over half of a large aircraft hangar known as Hangar Number Six (“Hangar 6”), use of the tie-down area adjacent to Hangar 6, non-exclusive use of the runways, taxi-ways and aprons and other conveniences for the take-off, flying and landing of aircraft, and an area for parking motor vehicles. The Kestrel Lease, among other things, provided that the leased premises must be used exclusively for aeronautical purposes as defined in 6 M.R.S. § 3(2).

On April 1, 2012, MRRA applied to the Town for tax exempt status for the area of Hangar 6 covered by the Kestrel Lease, asserting that MRRA’s ownership of the property and Kestrel’s use of the property qualified the property for the property tax exemption for public airports set forth in 36 M.R.S. § 651(1)(F). The Town disagreed with MRRA’s position and did not grant a tax exemption for the portion of Hangar 6 subject to the Kestrel Lease. The Town issued tax bills to MRRA for the portion of Hangar 6 subject to the Kestrel Lease in the amount of \$114,114 for the Town’s 2012 tax year and \$123,700 for the Town’s 2013 tax year. MRRA paid the taxes in full for both years. The parties, however, continued to dispute the tax status of the portion of Hangar 6 subject to the Kestrel Lease.

In April 2014, MRRA filed a declaratory judgment lawsuit in the Maine Superior Court against the Town and the Town’s Assessor (the “lawsuit”). In the lawsuit, MRRA asked the Court to, among other things, determine that MRRA was entitled to a tax exemption pursuant to 36 M.R.S. § 651(1)(F), order the Town to refund the taxes MRRA paid in 2012 and 2013 related to the portion of Hangar 6 leased by Kestrel, and issue an injunction directing the Town’s Assessor to classify the portion of Hangar 6 leased by Kestrel as tax exempt pursuant to 36 M.R.S. § 651(1)(F).

Despite the pending lawsuit, the Town and MRRA have continued to try to resolve their differences regarding the tax status of Hangar 6 and continued to work together in an effort to foster the redevelopment of the former NAS Brunswick. Toward that end, in October 2015, the Town and MRRA entered into a Memorandum of Agreement (the “MOA”), in which the Town agreed to pursue certain amendments to the Development Programs for the TIF Districts, including a new allocation of TIF Revenues, and the Town agreed to negotiate and enter into a credit enhancement agreement with MRRA (the “CEA”) to memorialize the new allocation of TIF Revenues. For its part, MRRA agreed in the MOA that it would not appeal any future decisions of the Town regarding the taxable status of property located within the Executive Airport District, and it would include language in its leases prohibiting MRRA’s lessees from challenging the Town’s interpretation and application of the tax exemption set forth in 36 M.R.S. § 651(1)(F). MRRA further agreed to dismiss its pending lawsuit after the TIF amendments receive final approval from DECD and after the CEA is fully executed.

The purpose of this First Amendment to the Brunswick Landing II Omnibus Municipal Development and Tax Increment Financing District Development Program is to implement the relevant terms set forth in the MOA that relate to the Development Program for the Brunswick Landing District.

II. Development Program Narrative

A. The Development Program

This Development Program is structured and proposed pursuant to Chapter 206 of Title 30-A of the Maine Revised Statutes, as amended (the “TIF Statute”). The Town’s designation of the District combined with the adoption of this Development Program create a single municipal TIF district in order to capture the value of the real property improvements made within the District, and enable the use of TIF Revenues for various municipal and other economic development projects. The Development Program will run for the same 30-year period as the District designation.

It is the Town of Brunswick’s intent to administer the Development Programs for the Executive Airport District and the Brunswick Landing District together. The Town will capture one hundred percent (100%) of the new real property value located in both TIF Districts. The Town will retain, in aggregate fifty percent (50%) of the TIF Revenues generated within the two TIF Districts. The Town will set aside the remaining fifty percent (50%) of the aggregate TIF Revenues from the two TIF Districts in order to make those TIF Revenues available to MRRA and future developers (when this word is used in this document it includes both developers and companies) by application to the Town through the use of CEAs and/or other reimbursement agreements. Payments to MRRA and future developers would most likely, but not necessarily, be made through future credit enhancement agreements, all as further described in this Development Program in Section IV – Financial Plan.

By adopting this Development Program, the Town embarks upon the final step in creating a TIF district that will significantly contribute to MRRA’s and the Town’s efforts to maximize the benefits achieved through the redevelopment of the NAS Brunswick. It will also underscore Brunswick’s growing reputation as a commercial hub and desirable place in which to locate a business; promote additional economic development in Brunswick by extending the possibility of credit enhancement arrangements between the Town and future developers.

In designating the District and adopting this Development Program, the Town can accomplish the following goals:

- Maintain existing tax revenues;
- Enjoy enhanced future tax revenues generated by new development within the District spearheaded by MRRA in conformance with the Reuse Master Plan;
- Create long-term, stable employment opportunities for areas residents;

- Assist MRRA in attracting businesses and promoting the economic viability and sustainability of the general economy of the Town, the Midcoast Maine region and the State of Maine.

Thus, the Town's designation of the TIF District and pursuit of this Development Program constitute a good and valid public purpose pursuant to Chapter 206 of Title 30-A because it represents a substantial contribution to the economic wellbeing of both the Town and the Midcoast Maine Region by providing jobs, contributing to property taxes and diversifying the region's economic base.

In addition, by creating the District, the Town will "shelter" the increase in municipal valuation that development in the District will bring about. This is particularly significant, because the original assessed value of the District was zero dollars (\$0) as of March 31, 2012 (April 1, 2011). Since MRRA is also a tax exempt entity, there will not be any new taxable value in the District until new taxable value is created in the District as a result of MRRA's and the Town's successful redevelopment efforts. This tax shift benefit will mitigate the adverse effect that the District's increased assessed property value would have on the Town's share of state aid to education, municipal revenue sharing and its county tax assessment. An estimate of the tax shift benefit is shown as Exhibit D-2 attached hereto.

B. The Projects

1. Municipal Projects

Development within the District will provide a revenue source for the Town's economic development projects. The Town plans to use its portion of the TIF Revenues for several projects that will enhance the exposure and viability of the Town as a vibrant place to locate a business, to visit and to work. The Town plans to invest in its infrastructure by improving roads leading to and from the District, purchasing new public safety equipment needed to provide public safety services to the District and the former NAS Brunswick, and by contributing TIF Revenues to fund projects set forth in the Town's existing Downtown TIF District, along with additional administrative expenses outlined on Table 1. Additionally, because of the unique economic impacts the Town is encountering and will continue to encounter as a result of the closure and redevelopment of the former base, the Town will use a portion of its TIF Revenues for debt-service payments on school construction and/or renovation bonds.

Regarding the Town's proposed road improvements, the Maine Department of Transportation completed a comprehensive traffic study in 2010 that specifically related to enhancing the redevelopment of the former NASB. Throughout the study and the public meetings leading up to the final report, a constant theme that was raised was the need for safe and efficient travel routes to the former Base. The Base is located in the geographic center of the Town of Brunswick and does not have direct rail access. All employees, deliveries and exports will likely take place over the various streets and roads that lead into the Town of Brunswick and to Brunswick Landing. The streets and roads that the Town has identified on Table 1 are a combination of local connectors to Brunswick Landing or connectors from the region into the Town of Brunswick that subsequently route traffic to the former NASB.

Regarding the Town's plan to use TIF Revenues to purchase public safety vehicles, the redevelopment of NASB instantly adds over 3,300 acres and 200 non-residential buildings to the jurisdiction of the Town—not counting the new commercial buildings that will be built in the future as a result of redevelopment efforts. In order to provide adequate public safety services to this new area of the Town, the Town will need to stretch its existing fleet of public safety (police, rescue and fire) vehicles further each year. Additionally, MRRA is planning to submit proposed legislation that would cede jurisdiction for traffic enforcement on the Base to the Town, which would result in the Town's police officers enforcing speeding and other traffic laws on the former Base, in addition to providing general public safety services. The Town currently has a fleet of 22 police vehicles, most of which are already on the road 24 hours per day, seven days per week, all 52 weeks of the year. The Town also has a fleet of 13 fire department vehicles, 3 of which are ambulances. The ambulances are replaced approximately every 3 years. As a direct result of the redevelopment of the former NASB, the Town's fleet of public safety vehicles will incur significantly increased mileage, wear and tear, which will require the Town to replace them with greater frequency than prior to any redevelopment activity at the former NASB. Since the Town's need to replace its public safety vehicles (police, fire and rescue vehicles) with much greater frequency is directly related to and made necessary by the redevelopment of the former NASB and the District, the Town will use TIF funds to cover the cost of up to four (4) public safety vehicles each year.

As a direct result of the closure of the Base, the Town of Brunswick's pupil count has dropped radically and precipitously, which has resulted in a massive reduction of school funding aid from the State of Maine to the Town. Additionally, with the prospect of significant future redevelopment at the Base, the Town stands to lose substantial amounts of future aid for education, which is expected to compound an already untenable funding situation for Brunswick's School Department. Because of the unique situation created by the Base closure and the regional effort to redevelop the Base, the Town stands to bear the brunt of a massive and unsustainable drop in school funding aid from the State. In light of this unique situation, the Town will use TIF funds to pay debt-service on school construction and/or renovation bonds to improve the schools used by residents of the Town of Brunswick in order to make the former Base more attractive for commercial redevelopment. While the Town is fully committed to fostering redevelopment of the Base with TIF Revenues, in order to be in a position to provide TIF funding to MRRA and future developers in the District without suffering further adverse impacts, the Town needs to retain a portion of the TIF funds for school construction and/or renovation. Thus, Brunswick's school funding crisis is directly related to the closure of the former Base and is exacerbated by the redevelopment of the Base with TIF Revenues.

The Town plans to use TIF Revenues as part of its overall plan to use its location and resources to attract and retain businesses that want to take advantage of Brunswick's business-friendly location at the gateway to the Midcoast while offering their employees a rich, dynamic and high quality of life. Please see Table 1 herein for a complete list of authorized projects and their respective cost estimates.

TABLE 1
Town of Brunswick's Project Development Costs

Notes:

* Items #7, 8 and 9 are new projects added in 2016 as part of the First Amendment to the Executive Airport and Brunswick Landing TIF Districts.

* Projects 1-9 are jointly funded by the Brunswick Landing TIF and the Brunswick Executive Airport TIF. In addition, the Molnlycke Manufacturing TIF includes projects which generally overlap Projects 1-5 above. For such projects, the Town will determine on a case-by-case basis which TIF district(s) will fund each project approved in Development Programs when those projects are undertaken. The TIF Revenues from these Districts are not intended to fully fund each of the projects listed below—indeed, the total project costs for the projects listed below far exceed the Town's estimated share of the TIF Revenues from the Districts. The project cost estimates are reflective of the estimated total cost for each project, each of which is common to the Brunswick Executive Airport TIF District and, when applicable, the Molnlycke Manufacturing TIF District (the cost estimates do NOT reflect only half of the total project cost).

	Project	Cost Estimate	Statutory Cite
1.	<p><u>Road Improvements:</u> The Town will use TIF funds to improve and maintain Town-owned roads and streets (improvements and maintenance includes but is not limited to paving, reconstruction and storm water work) that form the transportation routes most directly impacted by the creation of the District and the redevelopment of the former NASB. Improvements to the designated portions of the roads and streets identified below are directly related to and made necessary by the redevelopment of the NASB and the creation of the District, which will significantly increase the amount of commercial traffic going to/from the District from the Town's Downtown and other locations throughout the Town.</p> <ol style="list-style-type: none"> 1. River Road (5.01 miles) 2. Bath Road (4.75 miles) 3. Federal Street (.59 miles) 4. McKeen Street (1.59 miles) 5. Maine Street (2.22 miles) 6. Pleasant Hill Road (4.12 miles) 7. Jordan Avenue (1.55 miles) 8. Mere Point Road (5.46 miles) 9. Middle Bay Road (1.16 miles) 10. Durham Road (3.44 miles) 11. Casco Road (1.92 miles) 12. Union Street (.77 miles) 13. Church Road (1.93 miles) 14. Bunganuc Road (2.04 miles) 	<p>\$640,000/year</p> <p>\$19,200,000 (total 30 years)</p>	<p>30-A M.R.S.A. § 5225(1)(B)(1) and (B)(2)</p>

	Project	Cost Estimate	Statutory Cite
2.	<u>Public Safety Improvements:</u> As a direct result of the redevelopment of the NASB and the creation of the District, the Town will now be required to replace public safety equipment in the form of fire trucks, police cars and ambulances at an increased frequency in order to provide public safety services to the businesses locating in the former NASB and the District. Prior to the closure of the NASB, these areas were under the jurisdiction of the federal government, and did not receive (or require) Town-provided police, fire and rescue services. Since the Town's need to replace its public safety vehicles (police, fire and rescue vehicles) with much greater frequency is directly related to and made necessary by the redevelopment of the former NASB and the District, the Town will use TIF funds to cover the cost of up to four (4) public safety vehicles each year.	\$130,000/year \$3,900,000 (total 30 years)	30-A M.R.S.A. § 5225(1)(B)(2)
3.	<u>Downtown TIF Projects:</u> The Town will use TIF funds to mitigate the impacts of the District on the Town's downtown area by funding projects described in the 2010 Brunswick Downtown Municipal Development and Tax Increment Financing District Development Program, as it may be amended from time to time; provided that the provisions of 30-A M.R.S.A. Sec. 5225(1)(B)(3) (Supp. 2011) must continue to be met, as is the case currently. Specifically, any public facilities and improvements funded through the Downtown TIF must be located within the Downtown TIF District, and the entire tax increment from the Downtown TIF must be committed to the development program for the Downtown TIF.	\$100,000/year \$3,000,000 (total 30 years)	30-A M.R.S.A. § 5225(1)(B)(3)
4.	<u>Brunswick Downtown Association:</u> The Town will be authorized to provide annual funding to the Brunswick Downtown Association to help fund economic development programs or events designed to foster economic development within the Town's Downtown, or to help fund the marketing of the Town as a business location.	\$100,000/year \$3,000,000 (total 30 years)	30-A M.R.S.A. § 5225(1)(C)(1)
5.	<u>Professional & Administrative Costs:</u> The Town will fund professional services costs and administrative costs (i.e., pro rata portions of the Town Assessor, Town Manager and Business Development Manager salaries) related to the negotiation and completion of this development program and any credit enhancement agreements related to this development program, and the ongoing administration of the Town's TIF programs.	\$20,000/year \$600,000 (total 30 years)	30-A M.R.S.A. § 5225(1)(A)(4) and (5)

	Project	Cost Estimate	Statutory Cite
6.	<p><u>School Construction/Renovation</u>: As a direct result of the closure of the Base, the Town of Brunswick's pupil count has dropped radically and precipitously, which has resulted in a massive reduction of school funding aid from the State of Maine to the Town. Additionally, with the prospect of significant future redevelopment at the Base, the Town stands to lose substantial amounts of future aid for education, which is expected to compound an already untenable funding situation for Brunswick's School Department. Because of the unique situation created by the Base closure and the regional effort to redevelop the Base, the Town stands to bear the brunt of a massive and unsustainable drop in school funding aid from the State. In light of this unique situation, the Town will use TIF funds to pay debt-service on school construction and/or renovation bonds to improve the schools used by residents of the Town of Brunswick in order to make the former Base more attractive for commercial redevelopment. While the Town is fully committed to fostering redevelopment of the Base with TIF Revenues, in order to be in a position to provide TIF funding to MRRA and future developers in the District without suffering further adverse impacts, the Town needs to retain a portion of the TIF funds for school construction and/or renovation. Thus, Brunswick's school funding crisis is directly related to the closure of the former Base and is exacerbated by the redevelopment of the Base with TIF Revenues.</p>	<p>\$2,000,000/year</p> <p>\$40,000,000 (total 20 years)</p>	<p>30-A M.R.S.A. § 5225(1)(B)</p>

	Project	Cost Estimate	Statutory Cite
7.	<p><u>General Economic Development:</u> The Town will use TIF funds on a broad array of projects and programs to promote economic development throughout the Town and to fund the marketing of the municipality as a business or arts location, including:</p> <ul style="list-style-type: none"> a) Support economic development staffing and professional services at the municipal level (including salaries of economic development staff and prorated salaries of other municipal staff who may be called in to provide economic development services as well as prorated professional services costs and fees); b) Participate in regional marketing campaigns to promote Brunswick as a business destination and a tourist destination; c) Establish/support permanent economic development revolving loan funds, investment funds and grants, likely through the the local economic development corporation (currently, the Brunswick Development Corporation) and primarily related to business start-up and expansion costs; d) Create a discretionary reserve fund to be used as the local match for state and federal economic development grants for projects that would otherwise be permissible to be funded under this development program as well as the following; <ul style="list-style-type: none"> o Local match for grants to fund transit service capital costs associated with a new or expanded transit service (in the case of funding a contract provider of transit services, a prorated portion of such contract relating to capital costs of the services as opposed to operating costs). o Local match for grants to fund costs of improvements made within the tax increment financing district; e) Provide funds to support the Town’s business expansion and recruitment efforts through the enhancement of the Town’s technology systems such as updating and improving the Town’s geographic information system (“GIS”), and upgrading computers and assessing software; f) Promote the identity and branding of the Town as a place to do business and as a tourist destination through investments such as signage and streetscapes; and, g) Support economic studies and environmental studies and improvements of properties within the Town of Brunswick to determine and help realize their most effective commercial or arts district use. 	<p>\$500,000/year (for 30 years)</p> <p>\$15,000,000 (total for 30 years)</p>	<p>30-A M.R.S.A. §§ 5225(1)(A)(4), (1)(C)(1),(C)(2), & (C)(3)</p> <p>With respect to 7(d): 30-A M.R.S.A. §§ 5230, 5225(1)(A) & (C)(7)(a)</p>

	Project	Cost Estimate	Statutory Cite
8.	<u>Recreational Trails with Significant Potential to Promote Economic Development</u> : The Town will use TIF funds for costs related to planning, design, construction, maintenance, grooming and improvements to new or existing recreational trails designed to enhance the draw to the Town, including bridges that are part of the trail corridor, used all or in part for hiking, bicycling, cross-country skiing or other uses.	\$50,000/year (for 30 years) \$1,500,000 (total for 30 years)	30-A M.R.S.A. § 5225(1)(C)(6)
9.	<u>Road and Infrastructure Improvements within and adjacent to Brunswick Landing</u> : (a) Currently, the roads within Brunswick Landing are owned and maintained by MRRA. MRRA has requested that the Town take over the roads within Brunswick Landing as public roads. In the event that the Town agrees to take any of the Brunswick Landing roads as public roads, the Town will use TIF funds to construct, improve and maintain those roads; and (b) The Cooks Corner area (in the vicinity of the intersection of Gurnet Road and Bath Road), adjacent to the Brunswick Landing District, may have various improvements made necessary by the MRRA redevelopment activities, including but not limited to road construction, improvement and maintenance including storm water or sanitary sewer lines, water lines, electrical lines and amenities on streets.	\$600,000/year (for 30 years) \$18,000,000 (total for 30 years)	30-A M.R.S.A. § 5225(1)(A), (B)(1) or (B)(2)
	Total Municipal Project Costs:		
	First 20 years	(\$4,140,000/ year \$82,800,000 (total for first 20 years)	
	Last 10 years	(\$2,140,000/ year \$21,400,000 (total for last 10 years)	
	Grand Total	\$104,200,000 (total for 30 years)	

2. Base Redevelopment Projects

a. MRRA Projects

MRRA has included the use of TIF Revenues in its business plan since the beginning of the Base redevelopment planning process. MRRA plans to use TIF Revenues for essential new physical infrastructure investment, to repair and/or replace existing infrastructure, and to facilitate physical improvements necessary to maintain the property and attract businesses. The costs associated with these MRRA projects would be authorized project costs pursuant to 30-A M.R.S.A. § 5225(1)(A) for Tier I projects located within the District. As stated above, it is the Town of Brunswick's intent to administer the Brunswick Landing and Executive Airport Development Programs together to facilitate MRRA's ability to fund these projects in whole or in part with TIF Revenues.

b. \$15 Million Cap on TIF Funding Available to MRRA

While the Town is willing to support MRRA's redevelopment efforts with TIF Revenues, the Town is placing a maximum limit on the TIF Revenues it will make available to MRRA. The Town will make up to a cap of \$15 million available to MRRA from the aggregate fifty percent (50%) of TIF Revenues allocated for Base Redevelopment from the Brunswick Landing and Executive Airport Districts. The Town expressly is not guaranteeing \$15 million in TIF Revenues to MRRA. The Town intends to count against this \$15 million cap the \$200,000 in TIF Revenues that the Town paid to MRRA in October 2015. Further, in the event that subsequent legislative action or judicial interpretation result in the Town changing its interpretation and application of the property tax exemption set forth in 36 M.R.S. § 651(1)(F) causing the values of Hangars 4, 5, and 6 to become tax exempt, the \$15 million cap shall be reduced to correspond to the dollar amount of the property tax exemption over the remaining life of the Executive Airport District, with such amount to be determined by the Town.

c. Other Future Developers

In addition to any TIF appropriations the Town may make to MRRA, the Town also intends to consider other types of TIF agreements with businesses and other entities to facilitate further development and job growth within the Brunswick Landing and the Executive Airport Districts. Any future TIF agreements of this type will be funded from the fifty percent (50%) of new TIF Revenues allocated for Base Redevelopment, and will be considered independently and as a separate use from any approved dollar appropriation for the infrastructure needs of MRRA.

d. Application Process of TIF Funding

Thus, in order to help foster the economic redevelopment of the Base, the Town intends to make up to fifty percent (50%) of the combined TIF Revenues from both TIF Districts available by application to MRRA and to future developers who may wish to locate within either of the TIF Districts. In order to obtain TIF funding for its redevelopment projects, MRRA and any future developers that may wish to seek TIF funding for their development projects, will need to apply to the Town for funding for specific projects using the application process

prescribed by the Town at the time of the request. The Town Council will consider all requests for TIF funding on a case-by-case basis.

C. Strategic Growth and Development

By creating the Executive Airport and Brunswick Landing Districts, the Town is able to capitalize on the momentum of MRRA's efforts and maximize the economic redevelopment potential of the TIF Districts by streamlining the process for future businesses seeking to locate within either of the Districts. Rather than navigating the lengthy process and significant expense to designate a new TIF district each time a new developer investigates locating its business on the former NAS Brunswick, with the TIF Districts already in place, the Town can immediately focus on negotiating and finalizing credit enhancement agreements that will meet the needs of MRRA individual developers and the Town. These future credit enhancement agreements may provide for reimbursement of up to fifty percent (50%) of taxes paid on captured assessed value created by such developers within the TIF Districts and within sole Town Council discretion. Having the TIF Districts in place will greatly enhance the marketability and development potential for commercial and industrial use of properties within the TIF Districts.

D. Improvements to the Public Infrastructure

As further set forth in Table 1, the Town will use certain TIF Revenues for road improvements that are directly related to and made necessary by the redevelopment of the former NASB.

E. Operational Components

1. Public Facilities

The Town plans to use a portion of the TIF Revenues to fund certain projects approved within the existing Downtown TIF District and to fund school construction and/or renovations.

2. Commercial Improvements Financed Through Development Program

At this time, no commercial improvements will be financed through the Development Program. The Town may, in the future, share a percentage of the TIF Revenues with future developers pursuant to the terms of such CEAs that may be negotiated with such developers.

3. Relocation of Displaced Persons.

Not applicable.

4. Transportation Improvements

The Town will fund road improvements made necessary by the increased traffic to the District from other parts of the Town.

5. Environmental Controls

The improvements made under this Development Program will meet or exceed all federal, state and local environmental laws, regulations and ordinances and will comply with all applicable land use requirements for the Town.

6. Plan of Operation

During the term of the District, the Town Manager or his designee will be responsible for all administrative matters within the purview of the Town concerning the implementation and operation of the District.

III. Physical Description

Note that the details in this Article III address the conditions for approval contained in 30-A M.R.S.A. § 5223(3). The 542-acre District is shown on Exhibit A. The statutory threshold limits addressing the conditions for approval mandated by 30-A M.R.S.A. § 5223(3) are set forth in Exhibit B.

IV. Financial Plan

The Town shall allocate all TIF Revenues collected by the Town since July 1, 2013 consistent with the provisions set forth in this First Amendment to the Brunswick Landing II Omnibus Municipal Development and Tax Increment Financing District Development Program. The Town will capture one hundred percent (100%) of the increased assessed value of the real property located within the District for the duration of the 30-year term of the District. Personal property tax value will not be captured within the District.

Upon each payment of real property taxes for property located inside the District, the Town will deposit into a development program fund (the “Development Program Fund”) the entirety of the property tax payments constituting TIF Revenues. The Development Program Fund is pledged to and charged with the payment of the project costs in the manner and in the order provided in 30-A M.R.S.A. § 5227(3). The Development Program Fund will consist of a development sinking fund account (the “Sinking Fund Account”), and a project cost account (the “Project Cost Account”) that will have subaccounts for the Town and for Base Redevelopment. From the Development Program Fund, the Town will deposit: (a) fifty percent (50%) of the TIF Revenues into the Town’s Sinking Fund Account and/or the Town’s subaccount of the Project Cost Account to be used to fund the projects listed in Table 1; and (b) an amount of TIF Revenues to the Base Redevelopment subaccount as set forth immediately below in Table 2:

TABLE 2
Allocation of TIF Revenues from both TIF Districts

	Town Allocation of TIF Revenues	Base Redevelopment Allocation of TIF Revenues
Executive Airport District:		
TIF Revenues generated by “ <u>aeronautical business</u> ” tenants within Hangars 4, 5 and 6 (parcels 040-250, 040-005 and 040-006 respectively, as further shown on Exhibit H) Note: “Aeronautical business” is defined in Exhibit I.	0%	100%
TIF Revenues generated by all other (i.e., not “ <u>aeronautical business</u> ”) tenants within Hangars 4, 5 and 6 (parcels 040-250, 040-005 and 040-006 respectively), and all other properties with the Executive Airport District.	50%	50%
Brunswick Landing District:	75%	25%
Either TIF District:	Variable amount on an annual basis to be determined, and only if needed, to make Town’s aggregate allocation of TIF Revenues equal 50% of total TIF Revenues from both TIF Districts.	

The TIF Revenues deposited into the Base Redevelopment subaccount of the Project Cost Account will be available to MRRA and future developers by application to the Town, using the process set forth above in Section II.B.2.d. Payments to any future developers would most likely, but not necessarily be made through future credit enhancement agreements.

Periodically, and pursuant to the terms of any applicable credit enhancement agreement, any TIF Revenues that remain deposited in the Base Redevelopment subaccount of the Project Cost Account that are not allocated to either MRRA or a developer will revert back to the Town’s subaccount of the Project Cost Account. All assessed real property value captured in the District will be added to the general tax rolls at the end of the TIF term.

Estimates of the increased assessed property values of the District, the anticipated TIF Revenues generated by the District, and the estimated tax shifts are shown in Exhibits D-3 and D-2, respectively.

A. Costs and Sources of Revenues

Private improvements will result in the captured assessed value that will generate Tax Increment Revenues. The current and future developers owning or leasing properties located within the District will pay for and/or finance all private improvements located in the District through private sources.

B. Indebtedness

None of the project costs will be met through public indebtedness, except for future school construction and/or renovations, as set forth in Table 1.

V. Financial Data

The statutory requirements and thresholds for approval required by Section 5223(3) of the TIF Statute are set forth in Exhibit B.

VI. Tax Shifts

In accordance with the TIF Statute, the table set forth in Exhibit D-2 identifies the tax shifts that the Town estimates will result during the term of the District.

VII. Municipal Approvals

A. Notice of Public Hearing

Attached as Exhibit E-1 hereto is a copy of the Notice of Public Hearing regarding adoption of the First Amendment to the Development Program for the District, published in the *Times Record*, a newspaper of general circulation in the Town, on a date at least ten (10) days prior to the public hearing. The public hearing on the First Amendment to the Development Program was held on June 20, 2016, in accordance with the requirements of 30-A M.R.S.A. § 5226(1).

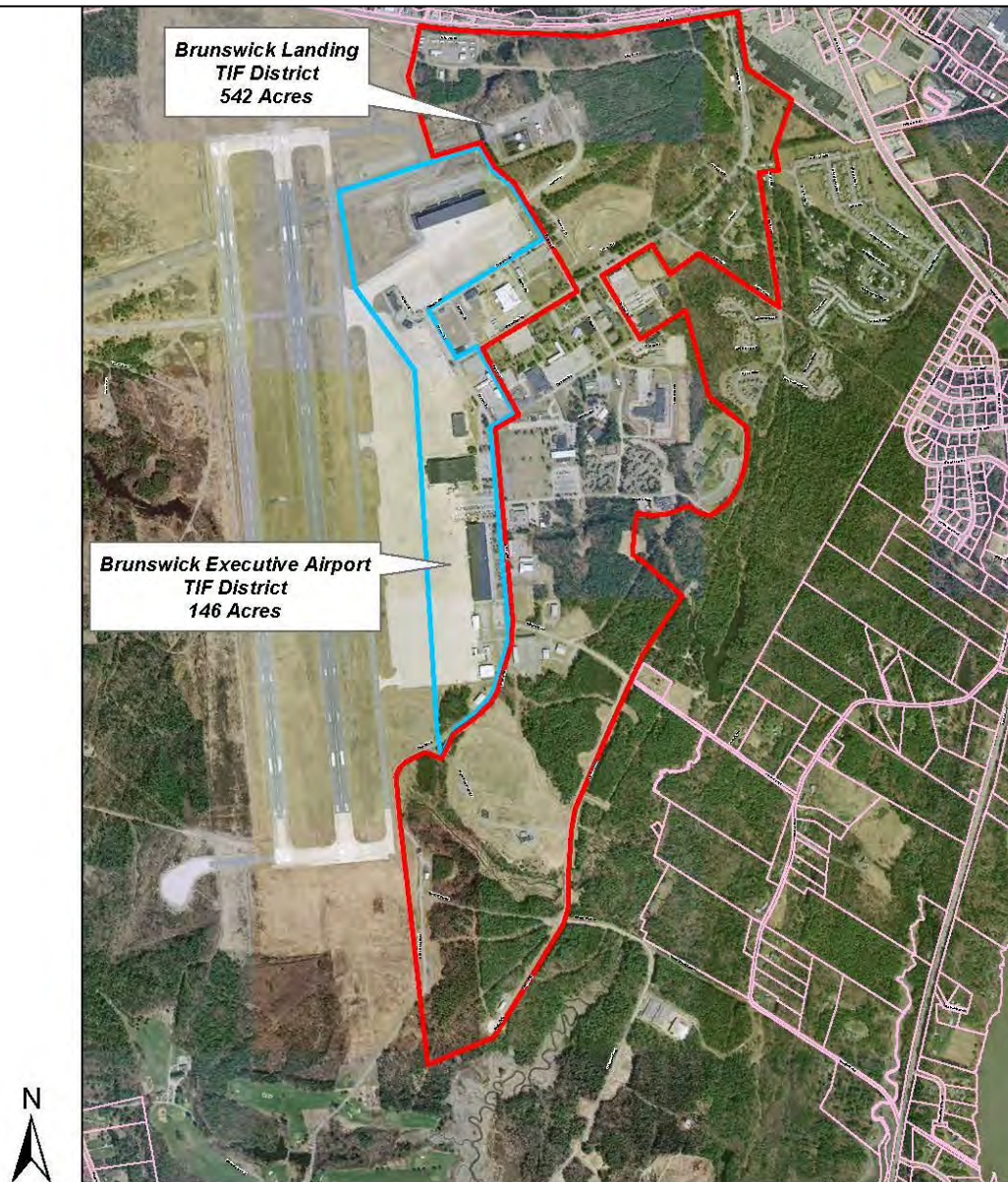
B. Minutes of Public Hearing Held by Town Council

Attached as Exhibit F-1 hereto is a certified copy of the minutes of the public hearing held on June 20, 2016, at which time this First Amendment to the Development Program was discussed by the public.

C. Authorizing Votes

Attached as Exhibit G-1 hereto is a copy of the Brunswick Town Council Resolution approving this First Amendment to the Development Program, which Resolution was adopted by the Council at a meeting of the Council duly called and held on June 20, 2016.

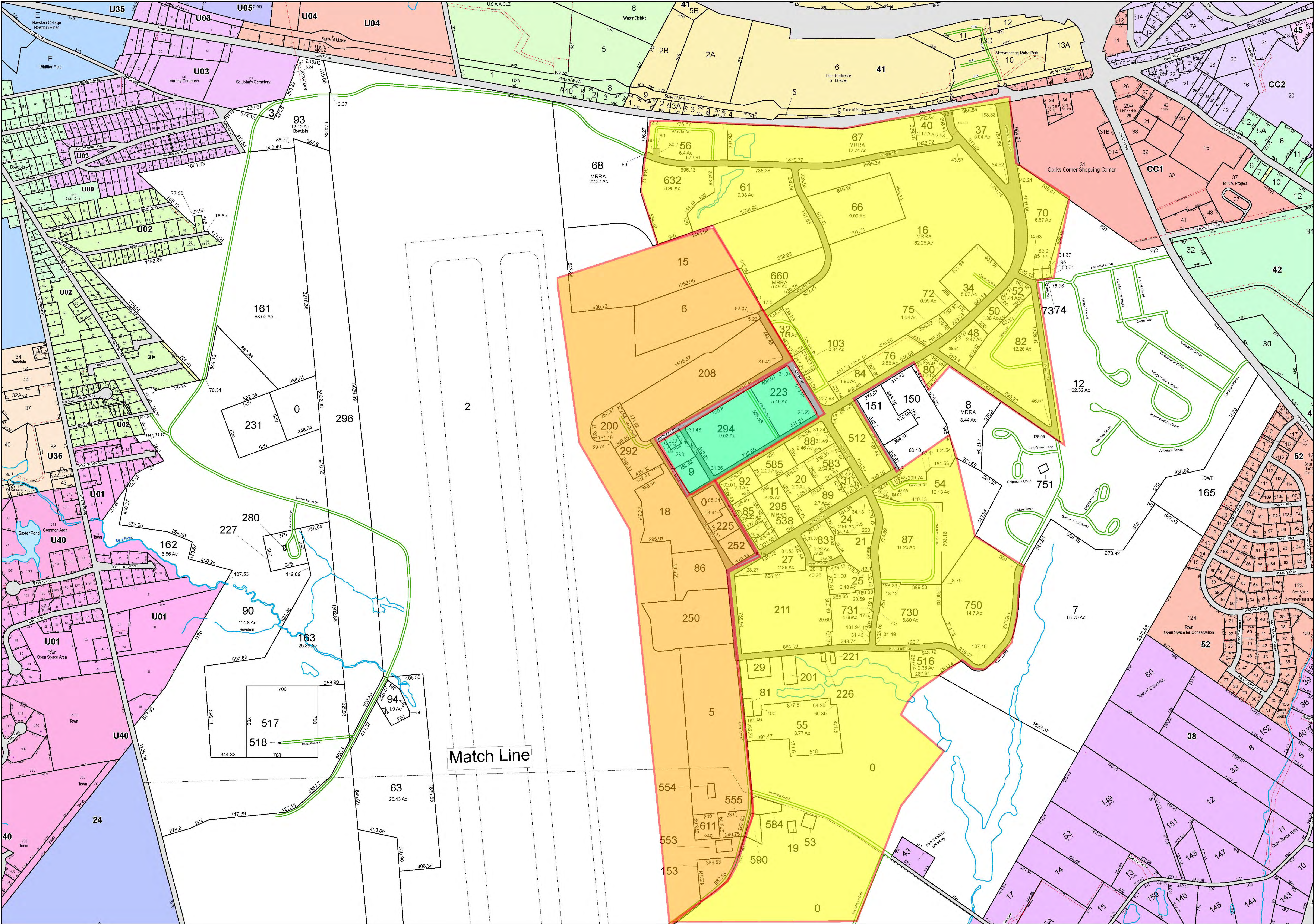
NOTE: The entire area formerly known as the Naval Air Station Brunswick ("NAS Brunswick") was tax exempt while owned by the federal government and was identified on the Town of Brunswick (the "Town") tax maps as Tax Map 40, Lot 0. The NAS Brunswick property will remain tax exempt while owned by MRRA, which is a tax exempt entity. Individual parcels will become taxable when transferred or leased to a taxable entity. As of July 2013, the Town of Brunswick identified some individual parcels within the District(s) that have become taxable. These individual parcels are in the process of being placed on the Town's tax maps.



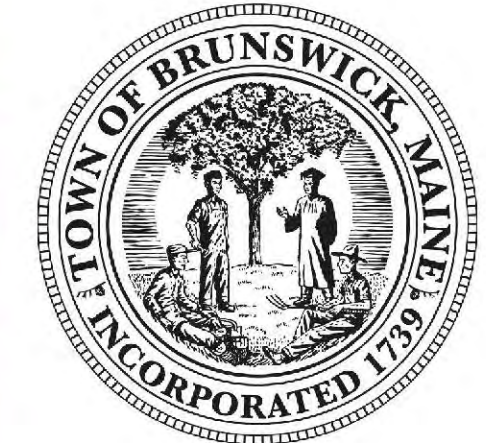
1 inch = 1,600 feet

Drawn by: JRH, Date: February 13, 2013

Legend: = Brunswick Landing TIF District = Brunswick Executive Airport TIF District = Mohnlycke TIF District



Town of
BRUNSWICK
Maine



- Legend**
- Public Road
 - Private Road
 - ROW
 - Water
 - Hydrography Line
 - ROW Property Access
 - Other Road
 - Town Boundary
 - Other Lot Boundary
 - Parcels_Lines

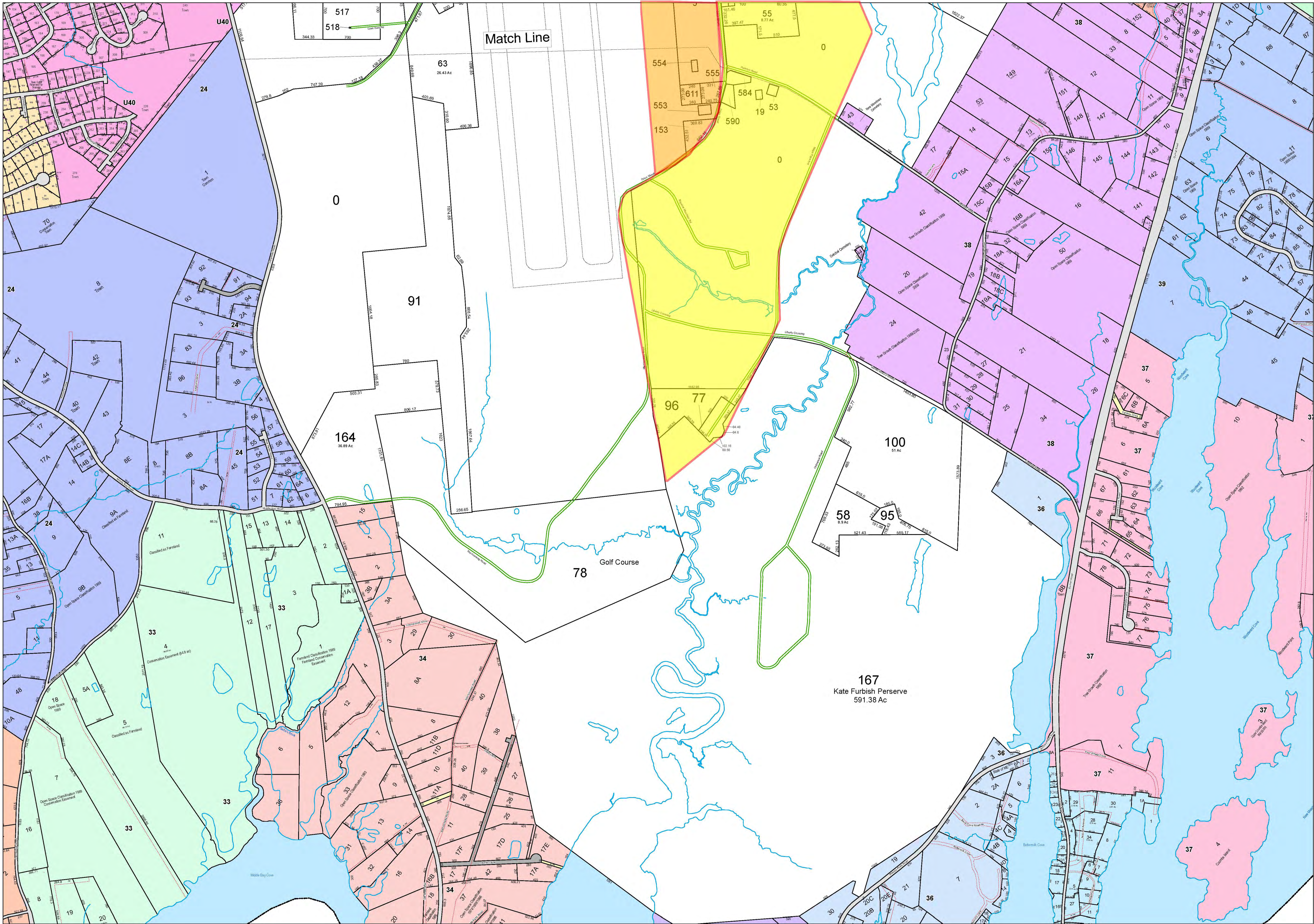
Disclaimer:
The information is provided as a reasonably accurate point of reference, but is not guaranteed and is not to be used for conveyances.
The Town of Brunswick shall not be held responsible for the accuracy or misuse of this data.
Copyright Town of Brunswick.



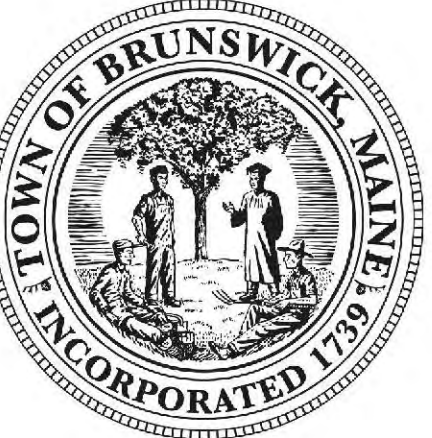
1 inch = 400 feet

Revised To: April 1, 2014
Maps Prepared by:
Town of Brunswick

MAP
40



Town of
BRUNSWICK
Maine



Legend

- Public Road
- Private Road
- ROW
- Water
- Hydrography Line
- ROW Property Access
- Other Road
- Town Boundary
- Other Lot Boundary
- Parcels_Lines

Disclaimer:
The information is provided as a reasonably accurate point of reference, but is not guaranteed and is not to be used for conveyances.
The Town of Brunswick shall not be held responsible for the accuracy or misuse of this data.
Copyright Town of Brunswick.



1 inch = 500 feet

Revised To: April 1, 2014
Maps Prepared by:
Town of Brunswick

MAP
40

STATUTORY REQUIREMENTS AND THRESHOLDS
Brunswick Landing II Municipal TIF District | Amendment - 1

SECTION A. Acreage Caps		
1. Total municipal acreage;	28,800	
2. Acreage of proposed Municipal TIF District;	542	
3. Downtown-designation ¹ acres in proposed Municipal TIF District;	0	
4. Transit-Oriented Development ² acres in proposed Municipal TIF District;	0	
5. Total acreage [=A2-A3-A4] of proposed Municipal TIF District counted toward 2% limit;	542	
6. Percentage [=A5÷A1] of total acreage in proposed Municipal TIF District (CANNOT EXCEED 2%).	1.9%	
7. Total acreage of all <u>existing/proposed</u> Municipal TIF districts in municipality including Municipal Affordable Housing Development districts: ³ Downtown Development / 89.97 acres Molnlycke Manufacturing / 19.4 acres Brunswick Landing II / 542 acres Brunswick Executive Airport II / 146 acres Bath Road / 76.66 acres	Existing	332.03
	Proposed	542
	Total:	874.03
30-A § 5223(3) EXEMPTIONS⁴		
8. Acreage of an <u>existing/proposed</u> Downtown Municipal TIF district;	89.97	
9. Acreage of all <u>existing/proposed</u> Transit-Oriented Development Municipal TIF districts:	0	
10. Acreage of all <u>existing/proposed</u> Community Wind Power Municipal TIF districts:	0	
11. Acreage in all <u>existing/proposed</u> Municipal TIF districts common to ⁵ Pine Tree Development Zones per 30-A § 5250-I (14)(A) excluding any such acreage also factored in Exemptions 8-10 above: Brunswick Landing II Municipal TIF District / 542 acres Brunswick Executive Airport II / 146 acres Molnlycke Manufacturing / 19.4 acres	707.4	
12. Total acreage [=A7-A8-A9-A10-A11] of all <u>existing/proposed</u> Municipal TIF districts counted toward 5% limit;	76.66	
13. Percentage of total acreage [=A12÷A1] of all <u>existing/proposed</u> Municipal TIF districts (CANNOT EXCEED 5%).	0.27%	
14. Real property in proposed Municipal TIF District that is:	ACRES	% [=Acres÷A2]
a. A blighted area;		
b. In need of rehabilitation, redevelopment or conservation;		
c. Suitable for commercial or arts district uses.	542	100%
TOTAL (except for § 5223 (3) exemptions a., b. <u>OR</u> c. must be at least 25%)		100%

¹ Before final designation, the Commissioner will seek advice from MDOACF and MDOT per 30-A § 5226(2).

² For Transit-Oriented Development (TOD) definitions see 30-A § 5222 sub-§§ 19-24.

³ For AH-TIF acreage requirement see 30-A § 5247(3)(B). Alternatively, Section B. must exclude AH-TIF valuation.

⁴ Downtown/TOD overlap nets single acreage/valuation caps exemption.

⁵ PTZ districts approved through December 31, 2008.

STATUTORY REQUIREMENTS AND THRESHOLDS
Brunswick Landing II Municipal TIF District | Amendment - 1

1. Total TAXABLE municipal valuation—use most recent April 1; (4/1/2015)	\$1,394,250,000	
2. Taxable Original Assessed Value (OAV) of proposed Municipal TIF District as of March 31 preceding municipal designation—same as April 1 prior to such March 31;	0	
3. Taxable OAV of all existing/proposed Municipal TIF districts in municipality excluding Municipal Affordable Housing Development districts: Downtown Development / \$71,082,500 Molnlycke Manufacturing / \$0 Brunswick Landing II / \$0 Brunswick Executive Airport II / \$0 Bath Road / \$8,724,100	Existing	\$79,806,600
	Proposed	0
	Total:	\$79,806,600
30-A § 5223(3) EXEMPTIONS		
4. Taxable OAV of an <u>existing/proposed</u> Downtown Municipal TIF district;	\$71,082,500	
5. Taxable OAV of all <u>existing/proposed</u> Transit-Oriented Development Municipal TIF districts:	0	
6. Taxable OAV of all <u>existing/proposed</u> Community Wind Power Municipal TIF districts:	0	
7. Taxable OAV of all <u>existing/proposed</u> Single Taxpayer/High Valuation ⁶ Municipal TIF districts:	0	
8. Taxable OAV in all <u>existing/proposed</u> Municipal TIF districts common to Pine Tree Development Zones per 30-A § 5250-I (14)(A) excluding any such OAV also factored in Exemptions 4-7 above: Brunswick Landing II Municipal TIF District / \$0 Brunswick Executive Airport II / \$0 Molnlycke Manufacturing / \$0	0	
9. Total taxable OAV [=B3-B4-B5-B6-B7-B8] of all <u>existing/proposed</u> Municipal TIF districts counted toward 5% limit;	\$8,724,100	
10. Percentage of total taxable OAV [=B9÷B1] of all <u>existing/proposed</u> Municipal TIF districts (CANNOT EXCEED 5%).	.63%	

COMPLETED BY	
NAME :	Julie Henze
DATE :	September 1, 2016

⁶ For this exemption see 30-A §5223(3)(C) sub-§§ 1-4.

EXHIBIT C

TOWN OF BRUNSWICK

**BRUNSWICK LANDING MUNICIPAL DEVELOPMENT
AND TAX INCREMENT FINANCING DISTRICT**

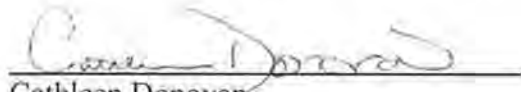
ASSESSOR'S CERTIFICATE

The undersigned Assessor for the Town of Brunswick, Maine does hereby certify pursuant to the provisions of 30-A M.R.S.A. § 5227(2) that the taxable assessed value of the real property located in the Brunswick Landing TIF District was zero dollars (\$0) as of March 31, 2012 (April 1, 2011).

The entire area formerly known as the Naval Air Station Brunswick ("NAS Brunswick") was tax exempt while owned by the federal government, and was identified on the Town of Brunswick tax maps as Tax Map 40, Lot 0. The NAS Brunswick property will remain tax exempt while owned by MRRA, which is a tax-exempt entity. Individual parcels will become taxable when transferred or leased to a taxable entity. As of March 2013, the Town of Brunswick has not yet identified each of the individual parcels within the District on the Town's tax maps.

IN WITNESS WHEREOF, this Certificate has been executed as of the 27th day of March 2013.

TOWN OF BRUNSWICK ASSESSOR


Cathleen Donovan

**BRUNSWICK LANDING TIF
TIF PROJECTS**

EXHIBIT D-1

<i>TIF Year</i>	<i>Assessment Date</i>	<i>New Valuation</i>	<i>Cumulative Valuation</i>	<i>TIF Captured Value</i>	<i>Mill Rate</i>	<i>TIF Revenue</i>	<i>Town Share</i>	<i>Town Total</i>	<i>Cumulative Total</i>	<i>Base Redev. Share</i>	<i>Base Redev. Total</i>	<i>Cumulative Total</i>
1	April 1, 2012	\$7,812,700	\$7,812,700	100.0%	\$26.54	\$207,349	50.0%	\$103,675	\$103,675	50.0%	\$103,675	\$103,675
2	April 1, 2013	\$2,524,400	\$10,337,100	100.0%	\$26.54	\$274,347	50.0%	\$137,173	\$240,848	50.0%	\$137,173	\$240,848
3	April 1, 2014	\$9,119,300	\$19,456,400	100.0%	\$26.54	\$516,373	50.0%	\$258,186	\$499,034	50.0%	\$258,186	\$499,034
4	April 1, 2015	\$8,993,300	\$28,449,700	100.0%	\$26.54	\$755,055	50.0%	\$377,528	\$876,562	50.0%	\$377,528	\$876,562
5	April 1, 2016	\$3,207,600	\$31,657,300	100.0%	\$26.54	\$840,185	50.0%	\$420,092	\$1,296,654	50.0%	\$420,092	\$1,296,654
6	April 1, 2017	\$7,151,200	\$38,808,500	100.0%	\$26.54	\$1,029,978	50.0%	\$514,989	\$1,811,643	50.0%	\$514,989	\$1,811,643
7	April 1, 2018	\$2,635,000	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$2,361,598	50.0%	\$549,955	\$2,361,598
8	April 1, 2019	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$2,911,553	50.0%	\$549,955	\$2,911,553
9	April 1, 2020	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$3,461,509	50.0%	\$549,955	\$3,461,509
10	April 1, 2021	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$4,011,464	50.0%	\$549,955	\$4,011,464
11	April 1, 2022	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$4,561,419	50.0%	\$549,955	\$4,561,419
12	April 1, 2023	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$5,111,374	50.0%	\$549,955	\$5,111,374
13	April 1, 2024	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$5,661,330	50.0%	\$549,955	\$5,661,330
14	April 1, 2025	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$6,211,285	50.0%	\$549,955	\$6,211,285
15	April 1, 2026	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$6,761,240	50.0%	\$549,955	\$6,761,240
16	April 1, 2027	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$7,311,195	50.0%	\$549,955	\$7,311,195
17	April 1, 2028	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,956	\$7,861,151	50.0%	\$549,955	\$7,861,150
18	April 1, 2029	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$8,411,106	50.0%	\$549,955	\$8,411,105
19	April 1, 2030	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$8,961,061	50.0%	\$549,955	\$8,961,060
20	April 1, 2031	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$9,511,016	50.0%	\$549,955	\$9,511,015
21	April 1, 2032	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$10,060,971	50.0%	\$549,955	\$10,060,970
22	April 1, 2033	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$10,610,926	50.0%	\$549,955	\$10,610,925
23	April 1, 2034	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$11,160,881	50.0%	\$549,955	\$11,160,880
24	April 1, 2035	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$11,710,836	50.0%	\$549,955	\$11,710,835
25	April 1, 2036	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$12,260,791	50.0%	\$549,955	\$12,260,790
26	April 1, 2037	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$12,810,746	50.0%	\$549,955	\$12,810,745
27	April 1, 2038	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$13,360,701	50.0%	\$549,955	\$13,360,700
28	April 1, 2039	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$13,910,656	50.0%	\$549,955	\$13,910,655
29	April 1, 2040	\$0	\$41,443,500	100.0%	\$26.54	\$1,099,911	50.0%	\$549,955	\$14,460,611	50.0%	\$549,955	\$14,460,610
30	April 1, 2041	<u>\$0</u>	\$41,443,500	100.0%	\$26.54	<u>\$1,099,911</u>	50.0%	<u>\$549,955</u>	\$15,010,566	50.0%	<u>\$549,955</u>	\$15,010,565
Total		\$41,443,500				\$30,021,138		\$15,010,566			\$15,010,565	

**BRUNSWICK LANDING TIF
SUMMARY OF TAX SHIFT PROJECTIONS**

EXHIBIT D-2

TIF Year	Assessment Date	General Purpose Aid to Education Shelter Benefit	Cumberland County Tax Shelter Benefit	State Municipal Revenue Sharing Shelter Benefit	Total Sheltering Benefit
1	April 1, 2012	\$87,056	\$7,029	\$8,595	\$102,680
2	April 1, 2013	\$115,185	\$9,299	\$11,352	\$135,836
3	April 1, 2014	\$216,800	\$17,497	\$21,233	\$255,530
4	April 1, 2015	\$317,011	\$25,576	\$30,857	\$373,444
5	April 1, 2016	\$352,753	\$28,456	\$34,261	\$415,470
6	April 1, 2017	\$432,438	\$34,875	\$41,797	\$509,109
7	April 1, 2018	\$461,799	\$37,240	\$44,555	\$543,593
8	April 1, 2019	\$461,799	\$37,240	\$44,555	\$543,593
9	April 1, 2020	\$461,799	\$37,240	\$44,555	\$543,593
10	April 1, 2021	\$461,799	\$37,240	\$44,555	\$543,593
11	April 1, 2022	\$461,799	\$37,240	\$44,555	\$543,593
12	April 1, 2023	\$461,799	\$37,240	\$44,555	\$543,593
13	April 1, 2024	\$461,799	\$37,240	\$44,555	\$543,593
14	April 1, 2025	\$461,799	\$37,240	\$44,555	\$543,593
15	April 1, 2026	\$461,799	\$37,240	\$44,555	\$543,593
16	April 1, 2027	\$461,799	\$37,240	\$44,555	\$543,593
17	April 1, 2028	\$461,799	\$37,240	\$44,555	\$543,593
18	April 1, 2029	\$461,799	\$37,240	\$44,555	\$543,593
19	April 1, 2030	\$461,799	\$37,240	\$44,555	\$543,593
20	April 1, 2031	\$461,799	\$37,240	\$44,555	\$543,593
21	April 1, 2032	\$461,799	\$37,240	\$44,555	\$543,593
22	April 1, 2033	\$461,799	\$37,240	\$44,555	\$543,593
23	April 1, 2034	\$461,799	\$37,240	\$44,555	\$543,593
24	April 1, 2035	\$461,799	\$37,240	\$44,555	\$543,593
25	April 1, 2036	\$461,799	\$37,240	\$44,555	\$543,593
26	April 1, 2037	\$461,799	\$37,240	\$44,555	\$543,593
27	April 1, 2038	\$461,799	\$37,240	\$44,555	\$543,593
28	April 1, 2039	\$461,799	\$37,240	\$44,555	\$543,593
29	April 1, 2040	\$461,799	\$37,240	\$44,555	\$543,593
30	April 1, 2041	<u>\$461,799</u>	<u>\$37,240</u>	<u>\$44,555</u>	<u>\$543,593</u>
Total		\$12,604,418	\$1,016,483	\$1,217,410	\$14,838,310

**NOTICE OF PUBLIC HEARING
TOWN OF BRUNSWICK**

Regarding

**The First Amendment to
the Municipal Tax Increment Financing Development Program for the District Known As
The “Brunswick Landing Omnibus Municipal Development
and Tax Increment Financing District”**

And

**The First Amendment to
the Municipal Tax Increment Financing Development Program for the District Known as
the “Brunswick Executive Airport Omnibus Municipal Development
and Tax Increment Financing District”**

Notice is hereby given that the Brunswick Town Council will hold a public hearing on

June 20, 2016

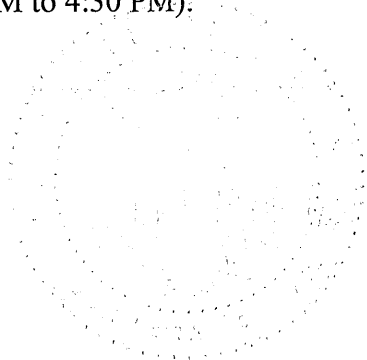
at the

**Brunswick Town Office at 85 Union Street, Brunswick, Maine,
The Public Hearing will be at 7:00 p.m.**

The purpose of the public hearing is to receive public comments on the approval of the First Amendment to the development programs for the municipal tax increment financing districts identified above, designated on March 29, 2013 and also known as the “Landing TIF” and the “Airport TIF,” pursuant to the provisions of Chapter 206 of Title 30-A of the Maine Revised Statutes, as amended.

The Landing TIF district consists of 542 acres of property located at the former Naval Air Station Brunswick and the Airport TIF district consists of 146 acres of property located at the former Naval Air Station Brunswick.

All interested persons are invited to attend the public hearing and will be given an opportunity to be heard at that time. The Development Programs and First Amendments are available for review by all interested parties at the Town Clerk’s Office during normal business hours (Monday to Friday, 8:30 AM to 4:30 PM).



A TRUE RECORD

ATTEST: *7/5/2016*
[Signature]
TOWN CLERK, BRUNSWICK, ME

72 Sales, Flea Markets

TABLE RENTALS at West Bath Seaside Grange, New Meadows Rd. for 6/25 flea market. Call 443-6386 for info.



ANIMALS

80 Animals For Sale, Free

DID YOU KNOW...it's illegal to sell, adopt or give away puppies & kittens under 8 weeks old! For more information call Federation of Maine Dog Clubs, Inc. 207-725-0179 or call/write for a brochure: Maine Department of Agriculture, Food and Rural Resources, Animal Health and Industry, 38 State House Station, Augusta, Maine 04333-0028. 207-287-3846

94 Mobile Homes for Sale

SPRING SPECIAL - 2008 14X70, 2 bedroom/1 1/2 bath, turn key, in our park. \$41,700. Home is ready to move intoll! 729-9171 for more info.

97 Real Estate Wanted

SEEKING HOUSE to buy in or near downtown Brunswick: 1400-1800 sq.ft., 3 bedrooms (1 on 1st floor), 2 full baths. Tori & Will. torialexander1@gmail.com 207-899-3144

100 Houses For Rent

BRUNSWICK DUPLEX Spacious, light & nice. No smokers. \$1200 heated 725-9323.

121 Mobile Homes For Rent

TOPSHAM - 3 bedroom 2 bath mobile home for rent in quiet park. \$800/mo. \$800/security deposit. Water & sewer included.

Absolutely No Pets 207-729-9171

130 Unfurnished Apartments

BATH - 1 bedroom. Absolutely no smoking! No pets. All utilities included. \$925/mo. Call 207-729-9171

133 Room For Rent

BATH - In private home. Safe, clean and quiet. \$125/wk. 751-3363

141 Wanted To Rent

Single Professional with friendly, 28 lb., hypo allergenic dog, seeking spacious sunny rental with at least 2 bedrooms and fenced yard. Unfurnished. Long term. Excellent references. Move in mid July to end August. Call 631-987-8186.



RECREATION

150 Boats & Motors

14' Welded alum., flat bottom, Landau skiff, nice, \$700. 319-4366.

21' STINGRAY 2000 190h.p. I/O, only 114 hours, cuddy cabin, custom bimini, trailer, \$7,995/ best offer. Call 725-8536

151 Campers



2010 ROCKWOOD FREEDOM

Excellent condition, loaded, only used 3 times. Reduced again, to \$4,500, must sell. Call anytime 666-3608.

153 Motorcycles & Bicycles

2007 Yamaha V Star 1300 Cruiser, excellent condition, blue, approx. 20,000 miles. Includes bike cover, winter battery kit, jacket, gloves, helmet. \$5,400/offer. 263-6736

HARLEY SPORTSTER XL 883 excellent condition, needs nothing, 1998, 22k miles, navy blue lots of chrome. \$3,000. 720-0786



AUTOS

160 Vehicles Wanted

BUYING UNWANTED automobiles. Paying cash. Free removal. Call 208-9507



FINANCIAL

170 Business Opportunities

INVESTIGATE BEFORE YOU INVEST Always a good policy, especially for business opportunities and franchises. Call Maine Securities division at (877) 624-8551 or 1-800-FTC-HELP (877) 372-4357 for free information, or visit our web site at www.ftc.gov/biz200. Maine law requires sellers of certain business opportunities to register with a Maine Securities Division before selling. Call to verify lawful registration before you buy.

181 Financial Services

IT'S ILLEGAL for companies doing business by phone to promise you a loan and ask you to pay for it before they deliver. For more information, call toll free 1-877-FTC-HELP. A public service message from The Times Record and the Federal Trade Commission.



SERVICES

190 Services Offered

****Lawn Mowing**** Mid Coast Mowers Mow/Trim & Clean-ups midcoastmowers.com 522-1300

BARRY CLEAN - Reliable and dependable. Give us a try! Call 333-1266 or 212-2161.

COLBY CLEANOUT Need stuff hauled away? Spaces big or small. Ron 423-0981.

J&K LANDSCAPING Reasonable rates. Free estimate. Many years in gardening, garden designs, planting, trimming and other odd jobs. Call Josh

190 Services Offered

LICENSED & INSURED Maine Arborist. Call Scott 207-838-8733

Need An Electrician? Call Ed Bouchard. No job too small. 837-3909

SPRING CLEAN UP, tree cutting, dump runs, house/garage cleanout, brush & junk removed. Some painting, power washing, sweeping. Cars/trucks removed. Call Ray 522-3675.

WHITE PINE LANDSCAPING INC. All landscape services including lawn mowing, light excavation. Free estimates and insured. Please call 443-4525



LEGAL NOTICES

401 Public Notices

401 Public Notices

NOTICE REQUEST FOR PROPOSALS FOR ACCOUNTING SERVICES

Bath Housing Authority is soliciting competitive proposals for accounting services through a Request For Proposals. Applicants must have a demonstrated working knowledge of HUD rules and regulations governing financial operations of public housing and other federal housing subsidy programs. Call 207-443-3116 to receive a full RFP. Proposals must be received by 3:00 pm Monday, June 27, 2016. The Authority reserves the right to reject proposals and waive any informalities whenever such rejection is deemed to be in its best interest. EOE 2-9-218646

NOTICE

NOTICE OF PUBLIC HEARING TOWN OF BRUNSWICK

Regarding

The First Amendment to the Municipal Tax Increment Financing Development Program for the District Known As The Brunswick Landing Omnibus Municipal Development and Tax Increment Financing District

And

The First Amendment to the Municipal Tax Increment Financing Development Program for the District Known as the Brunswick Executive Airport Omnibus Municipal Development and Tax Increment Financing District

Notice is hereby given that the Brunswick Town Council will hold a public hearing on

June 20, 2016

at the Brunswick Town Office at 85 Union Street, Brunswick, Maine, The Public Hearing will be at 7:00 p.m.

The purpose of the public hearing is to receive public comments on the approval of the First Amendment to the development programs for the municipal tax increment financing districts identified above, designated on March 29, 2013 and also known as the Landing TIF and the Airport TIF, pursuant to the provisions of Chapter 206 of Title 30-A of the Maine Revised Statutes, as amended.

The Landing TIF district consists of 542 acres of property located at the former Naval Air Station Brunswick and the Airport TIF district consists of 146 acres of property located at the former Naval Air Station Brunswick.

All interested persons are invited to attend the public hearing and will be given an opportunity to be heard at that time. The Development Programs and First Amendments are available for review by all interested parties at the Town Clerk's Office during normal business hours (Monday to Friday, 8:30 AM to 4:30 PM).

Approved
BRUNSWICK TOWN COUNCIL
Minutes
June 20, 2016
Executive Session – 6:15 P.M.
Regular Meeting - 7:00 P.M.
Council Chambers
Town Hall
85 Union Street

Councilors Present: W. David Watson, Stephen S. Walker, Suzan Wilson, John M. Perreault, Daniel E. Harris, Jane F. Millett, Sarah E. Brayman, Kathy Wilson and Alison Harris

Councilors Absent: None

Town Staff Present: John S. Eldridge, III, Town Manager; Fran Smith, Town Clerk; Linda Smith, Business Development Manager; Julia Henze, Finance Director; Richard Rizzo, Police Chief; Marc Hagan, Police Commander; William Moir, Police Detective; Terry Goan, Police Officer, and TV video crew

Chair Brayman called the meeting to order, acknowledge the meeting was properly noticed, and asked the Clerk for roll call.

Executive Session: Personnel matter [1 M.R.S.A. §405(6)(A)] and Union Negotiations [1 M.R.S.A. §405(6)(D)]

Chair Brayman moved, Councilor Millett seconded, to go into executive session to discuss both a personnel matter per 1 M.R.S.A. §405(6)(A) and union negotiations per 1 M.R.S.A. §405(6)(D). The motion carried with nine (9) yeas.

Chair Brayman resumed the meeting and led the pledge of allegiance.

Adjustments to Agenda: None

CONSENT AGENDA *(This item was discussed at 7:01 p.m.)*

(a) Approval of Utility Location Permits for Maine Natural Gas for connections on Park Row and College Avenue

Councilor Walker moved, Councilor S. Wilson seconded, to approve the Consent Agenda. The motion carried with nine (9) yeas.

(A copy of the permits will be attached to the official minutes.)

Public Comments *(This item was discussed at 7:02 p.m.)*

Steve Kercel, 2 Brian Drive, spoke regarding the ham radio group's annual field day coming up this weekend.

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Chick Cicciotti, American Legion, provided information on the Legion and its history. He spoke of awards received at the regional convention, including Outstanding Post and Outstanding Leader (Joe Donahue).

Joe Donahue, American Legion, presented the Times Record newspaper with the State of Maine Small Newspaper Award for outstanding support for veterans' issues. He also reminded the audience of an upcoming public dinner.

Correspondence:

Chair Brayman read an announcement for the 2nd Annual Alex Labbe Miniature Golf Classic.

Councilor Watson reminded the public of the upcoming BNAS reunion.

Councilor K. Wilson said she had received several calls regarding the green bridge and all were in favor of a new bridge. She spoke regarding an article about 4th graders visiting the Growstown School and also an upcoming dog show at the Cumberland Fairgrounds.

Councilor Millett acknowledged that all councilors received letters from a group of residents in the Mere Point neighborhood.

Councilor A. Harris spoke regarding the First Parish Church Strawberry Festival and Brunswick Downtown Association's Community Barbeque this weekend.

Councilor Walker said a citizen suggested the Town get a chip reader to assist with finding lost dogs.

COMMITTEE REPORTS *(This item was discussed at 7:21 p.m.)*

- **Bicycle and Pedestrian Advisory Committee**
- **Finance Committee**
- **Teen Center Advisory Committee**

Reports were given on the above committees.

MANAGER'S REPORT

- a) **Recognition of Bill Moir for Maine State Police annual award** *(This item was discussed at 7:25 p.m.)*

Manager Eldridge spoke about this item and recognized Officer Moir.

- b) **Financial update** *(This item was discussed at 7:28 p.m.)*

Manager Eldridge spoke regarding this item.

c) Revaluation Update (*This item was discussed at 7:29 p.m.*)

Manager Eldridge spoke regarding this item.

d) Update on Zoning Ordinance Rewrite (*This item was discussed at 7:30 p.m.*)

Manager Eldridge spoke regarding this item.

e) Update on Miller Point (*This item was discussed at 7:31 p.m.*)

Manager Eldridge spoke regarding this item and responded to questions from Councilor Perreault and Councilor Walker.

f) Information regarding appointing a Brunswick representative to the MMA Legislative Policy Committee (*This item was discussed at 7:33 p.m.*)

Manager Eldridge spoke regarding this item.

PUBLIC HEARING

72. **The Town Council will hear public comments on special amusement license applications, and will take any appropriate action.** (*Manager*) *This item was discussed at 7:35 p.m.*

Raven's Roost
D/B/A: Raven's Roost
103 Pleasant Street

Raven Wing/Ronald Wing Sr. & III

Maine & Noble LLC
D/B/A: Brunswick Hotel and Tavern
4 Noble Street

J. Hilary Rockett

Chair Brayman opened the public hearing.

Fran Smith, Town Clerk, spoke regarding this item and responded to questions from Councilor Perreault and Councilor Millett.

Chair Brayman closed the public hearing.

Councilor Perreault moved, Councilor Walker seconded, to approve special amusement license applications for Raven's Roost, located at 103 Pleasant Street, and Brunswick Hotel and Tavern, located at 4 Noble Street. The motion carried with nine (9) yeas.

73. **The Town Council will hear public comments on an amendment to the "First Amendment for the Brunswick Landing II Omnibus Municipal Development and**

Tax Increment Financing District,” and will take any appropriate action.
(Manager) This item was discussed at 7:39 p.m.)

(Please note: Items 73, 74, and 75 are detailed due to requirements of state law regarding the TIF process.)

Chair Brayman opened the public hearing.

Shana Cook Mueller, Attorney for Bernstein Shur, and representing the Town in tax increment financing issues, explained the two Tax Increment Financing Districts (TIF) currently existing at Brunswick Landing, which are each being amended. Both districts have been the subject of negotiations with MRRA in the last year, and now amendments to the development programs are being brought forward to the Council that work out the property tax reimbursements to Midcoast Regional Redevelopment Authority (MRRA). There is essentially a maximum reimbursement of property taxes for both districts over the TIF's term to \$15 million and there is an anticipated reimbursement of no more than 50% of increased assessed value on property taxes. The amendments include all of that language and also address some clean up items on the project list. These TIF amendments undergo the same legal process that is required for instituting and establishing TIF districts, including a public hearing, which is occurring separately tonight for each district, and sending the applications to the Department of Economic and Community Development at the State of Maine. Their review is for statutory compliance only. One unique aspect of this process, under town staff's advisement, was employing an option at DECD called a preflight program to have these amendments reviewed in a more thorough fashion before coming before the Council. The program gives greater confidence that there will not be any red flags or issues prior to the formal review process, because the two TIF districts will be administered together, which is unique in the State of Maine.

Manager Eldridge explained the beginning of the TIF process and the dispute between the Town and MRRA about taxation of particular properties. The tax dispute has now been settled, and to fulfill part of the settlement agreement, there was an agreement to amend the TIF districts. The essential changes in both of these districts increased the cap available to MRRA from \$12 to \$15 million and capped the total reimbursement at 50% of the property taxes generated. There were other modifications made to the projects called for in the development programs to give those a little more clarity.

Chair Brayman asked if these amendments cleaned up items on the project list and if she could have some examples.

Ms. Cook Mueller responded that they clarified what was originally meant by some of the language, as they now see how TIF revenues are likely to be used by the town. They did add some opportunities for the town to use TIF revenues instead of general fund dollars on economic development projects and expenditures, which will save the town and the taxpayers money. Municipal recreational trails are a new item that can be funded by TIF revenues because of their link to economic development. They also added some road and infrastructure items previously

addressed, but more specifically allowed TIF revenue to be spent on the Cooks Corner area due to its proximity to the TIF district.

Manager Eldridge confirmed the information about the Cooks Corner infrastructure and clarified that it does not mean the Town has to use the funds for that purpose, but gives the Town the option to do so with the TIF revenues. There will be some flexibility of use of funds for Brunswick Landing roads. He added that the road improvement definition has expanded and now includes more than paving. They also added a Credit Enhancement Agreement (CEA) to give MRRA access to TIF revenues.

Councilor Watson said these amendments, in his opinion, strengthen the agreement for the citizens of the town and asked Ms. Cook Mueller if she agreed. She responded she didn't drive much of the amendment changes; the Manager and the Council did. She did add that the development programs in place, and the local partnerships, are good examples of TIF program use.

John Peters, Harpswell resident and Chair of the MRRA Board, expressed the Board's and staffs' appreciation to the Council and the Town Manager. This was the culmination of a three year process, and he believes it will work in the best interest of both the Town and MRRA. He also mentioned that the Wayfair will be opening tomorrow and hiring up to 500 employees, on top of the current 850 jobs from the private sector operating at Brunswick Landing.

Chair Brayman closed the public hearing.

Chair Brayman said she would like to suspend the rules and vote on this item tonight.

Councilor Perreault said he normally objects to voting the same night as the public hearing, but he will not object tonight.

Without objection, the Council suspended the Council Rules to allow them to vote on this item tonight.

Chair Brayman moved, Councilor K. Wilson seconded, to adopt the "Town Council Resolution Adopting the First Amendment of the Brunswick Landing II Municipal Development and Tax Increment Financing District Omnibus Development Program."
The motion carried with nine (9) yeas.

Councilor Millett thanked all the parties for resolving this item without litigation.

(A copy of the Town Council Resolution Adopting the First Amendment of the Brunswick Landing II Municipal Development and Tax Increment Financing District Omnibus Development Program will be attached to the official minutes.)

- 74. The Town Council will hear public comment on an amendment to the "First Amendment for the Brunswick Executive Airport II Omnibus Municipal**

Development and Tax Increment Financing District,” and will take any appropriate action. (Manager) *This item was discussed at 7:54 p.m.*

Chair Brayman opened the public hearing.

Manager Eldridge explained that there are two TIF districts in Brunswick Landing set up for geographical purposes to fit the statute. Other than this being the second of two districts, he would say the same as he did for the first TIF district.

Councilor Watson asked how this TIF district benefitted the community.

Manager Eldridge responded that this particular district was set up to be around the airport, and the way it is structured it allows for some development and reuse of that facility. It provides some benefits to MRRA that they can pass along to tenants at the Landing. It is a huge asset to the hangars and the fields, and in the redevelopment of the entire complex.

Ms. Cook Mueller added there is public benefit by avoiding the lawsuit in the dispute between the Town and MRRA. As a result of the resolution, they are able to turn this dispute into a partnership to try to drive development in those sites and create not only jobs, but property tax value that will be divided between the two entities.

Steve Levesque, Executive Director of MRRA, said Brunswick Landing and the airport have become tremendous assets for the area and community, and if they needed to build an airport today, the cost would be around \$4 billion dollars. The airport is adding jobs, and they have a number of aviation companies on the property. MRRA had been at a competitive disadvantage due to the way they were taxed, but through this agreement they have leveled the playing field and can market the aviation properties on a competitive basis, and he appreciates the willingness of the town to amend the TIF.

Mr. Levesque noted that \$2 million in tax revenue is important to the community, but the spending power of having new companies and employees at the Landing is invaluable, and there will be close to 1,800 employees there by the end of the year. That equates to about another 2000-4000 jobs in the region, which will help replace the impact of the base closing.

Councilor Millett added that another advantage of the TIF is that it reduces the town's valuation, so the town receives more funding from the state for schools and municipal government.

Councilor K. Wilson said she had noticed more planes in the last few months, as the airport is getting busier.

Mr. Levesque added there has been a 10% increase in air traffic each year since the airport opened five years ago.

Chair Brayman closed the public hearing.

Without objection, the Council suspended the Council Rules to allow them to vote on this item tonight.

Chair Brayman moved, Councilor Watson seconded, to adopt the “Town Council Resolution Adopting the First Amendment of the Brunswick Executive Airport II Municipal Development and Tax Increment Financing District Omnibus Development Program.” The motion carried with nine (9) yeas.

(A copy of the Town Council Resolution adopting the First Amendment for the Brunswick Executive Airport II Omnibus Municipal Development and Tax Increment Financing District will be attached to the official minutes.)

NEW BUSINESS

- 75. The Town Council will consider approving the MRRA Credit Enhancement Agreement (CEA), and will take any appropriate action. (Manager) *(This item was discussed at 8:03 p.m.)***

Manager Eldridge said as part of the settlement agreement with MRRA, and as part of the development programs for each of the districts, the Town is providing a credit enhancement agreement, which will allow the Town to provide property taxes directly to MRRA. The CEA specifies how those monies are to be used, and has to dovetail in with the municipal development program. This agreement has been reviewed extensively, and he is pleased to recommend its approval to the Council.

Mr. Levesque, MRRA Executive Director, added that this agreement memorializes all the discussions and how the funds will work. All revenues received from the TIF will go right into infrastructure improvements at Brunswick Landing, such as water and sewer lines or road work, rather than marketing or salaries.

Councilor Watson mentioned that the improvements that Mr. Levesque described are a benefit to the community as well as to Brunswick Landing, with one example being reducing storm water runoff.

Mr. Levesque replied that MRRA inherited 60 year old water and sewer lines, and upgrading those will also reduce inflow and infiltration into those sewer lines, which will allow the sewer plant to function more effectively. MRRA has also put \$500,000 into upgrading their electric system. Infrastructure is an ongoing issue, due to deferred maintenance by the Navy, and they have been lucky to get grants from the FAA to help with the airport improvements and wildlife maintenance, but they have had to match that money or put in a percentage, and the TIF money will assist with getting more of these grants.

Manager Eldridge said that in addition to what Mr. Levesque just described, the CEA was the vehicle by which MRRA would be able to provide tax incentives to some of the businesses that are there. This was part of the resolution of the lawsuit which essentially says that the buildings that are used for aeronautical purposes are eligible for 100% reimbursement. The non-

aeronautical facilities are a 50%-50% situation between MRRA and the town. This formula was put in the resolution to settle the lawsuit.

Councilor Perreault asked how the 50%-50% split was achieved when the aeronautical facilities are eligible for a 100% reimbursement, and Mr. Eldridge replied that the split was realized with both districts together, and in total it would not be more than a 50%-50% split.

Mr. Levesque added that most of the growth currently is away from the airport, and those would only generate 25% for MRRA, in order to make the 50%-50% split.

There were no public comments.

Councilor Perreault moved, Councilor Watson seconded, to adopt “An Order Authorizing the Town Manager to Execute a Credit Enhancement Agreement with the Midcoast Regional Redevelopment Authority.” The motion carried with nine (9) yeas.

(A copy of the Town Council Order Authorizing the Town Manager to Execute a Credit Enhancement Agreement with the Midcoast Regional Redevelopment Authority will be attached to the official minutes.)

76. **The Town Council will consider approving outdoor seating for Lemongrass and Union Street Bakery, and will take any appropriate action. (Manager)** *(This item was discussed at 8:17 p.m.)*

Fran Smith spoke regarding this item and responded to questions from Councilor Perreault.

Councilor K. Wilson and Manager Eldridge spoke regarding this item.

Richard Fisco, 2 Lincoln Street, spoke regarding this item.

Chair Brayman moved, Councilor K. Wilson seconded, to approve requests for Sellers of Prepared Food on Public Ways licenses for outdoor seating for Union Street Bakery, located at 40 Union Street, and Lemongrass, located at 212E Maine Street. The motion carried with nine (9) yeas.

77. **The Town Council will consider recommendations from the Finance Committee regarding 946 Mere Point Road, a tax acquired property, and will take any appropriate action. (Manager)** *(This item was discussed at 8:25 p.m.)*

Manager Eldridge spoke to this item.

Councilor Walker spoke regarding this item.

Councilor A. Harris, Councilor Millett, Councilor K. Wilson, Councilor S. Wilson, and Councilor D. Harris spoke regarding this item.

Councilor K. Wilson asked a question, to which Manager Eldridge responded.

Councilor Watson spoke regarding this item.

Councilor Walker moved, Councilor K. Wilson seconded, to retain 946 Mere Point Road temporarily for 60 days to allow for town committee and departmental review, and the previous owner may not redeem the property in that time period by paying the back taxes.

Public Comments were made by the following citizens:

Arabella and Carl Strovink, 4 Wild Aster Lane
Joan Sutcliffe, 942 Mere Point Road
John McGoldrick, 942 Mere Point Road
Prentiss Weiss, 895 Mere Point Road
Leslie Weiss, 895 Mere Point Road
Peter Didisheim, 39 Hemlock Road,
Richard Knox, 81 Simpsons Point Road
Heather Osterfeld, 11 Wild Aster Lane
Dave Osterfeld, 11 Wild Aster Lane
John Bauman, 85 Minot Shore Road
Jane Arbuckle, 22 Meadowbrook Road, read a letter from Sylvia Stocker, 2 Braemar Road
Judy Bauman, 85 Minot Shore Road
Steve Kercel, 2 Brian Drive
Jackie Sartoris, 14 Bowdoin Street

Councilor Walker and Councilor Millett spoke regarding the public comments.

Councilor Walker, Councilor S. Wilson, and Councilor Perreault spoke regarding the motion.

VOTE ON MOTION:

Councilor Walker moved, Councilor K. Wilson seconded, to retain 946 Mere Point Road temporarily for 60 days to allow for town committee and departmental review, and the previous owner may not redeem the property in that time period by paying the back taxes. The motion carried with nine (9) yeas.

(Committees included are the Rivers and Coastal Waters Commission, Marine Resources Committee, Conservation Commission, Recreation Commission, and Planning Board.)

78. The Town Council Chair will appoint Council members to the Finance Committee, and will take any appropriate action. (Chair Brayman) *This item was discussed at 9:237 p.m.)*

Chair Brayman appointed Councilor Walker, Councilor A. Harris, and Councilor D. Harris.

Councilor Watson moved, Councilor D. Harris seconded, to adjourn the meeting. The motion carried with nine (9) yeas.

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The meeting adjourned at 9:24 p.m.

PLEASE NOTE: THESE MINUTES ARE ACTION MINUTES. THE ENTIRE MEETING CAN BE VIEWED AT WWW.BRUNSWICKME.ORG.

Items 73, 74, and 75 are detailed due to requirements of state law regarding the TIF process.

*Frances M. Smith
Town Clerk
June 28, 2016*

July 18, 2016
Date of Approval

Council Chair

A TRUE RECORD
ATTEST: 
TOWN CLERK, BRUNSWICK, ME



**TOWN OF BRUNSWICK, MAINE
TOWN COUNCIL RESOLUTION**

**Adopting the First Amendment of the Brunswick Landing II Municipal Development
and Tax Increment Financing District Omnibus Development Program**

WHEREAS, the Town of Brunswick (the "Town") is authorized pursuant to Chapter 206 of Title 30-A of the Maine Revised Statutes, as amended, to designate specific areas within the Town as the Brunswick Landing II Municipal Development and Tax Increment Financing District Omnibus Development Program (the "District") and to adopt a Development Program Amendment for the District (the "Development Program Amendment"); and

WHEREAS, there is a need to encourage and facilitate the rapid redevelopment of industrial, commercial and professional office space within the Town at the former naval air base known as the Naval Air Station Brunswick ("NAS Brunswick"); and

WHEREAS, the 2011 closure of NAS Brunswick created an acute need to provide additional employment opportunities for the residents of the Town and the surrounding region; to improve and broaden the tax base of the Town; and to improve the general economy of the Town, the surrounding region and the State of Maine; and

WHEREAS, the Town designated the District on March 18, 2013 to ensure that any new taxable value located in the District would be captured in a tax increment financing ("TIF") district and the Maine Department of Economic and Community Development (the "Department") issued a conditional approval of the District effective as of March 29, 2013; and

WHEREAS, the Town adopted a Development Program for the District on July 29, 2013 in order to capture the value of the real property improvements made within the District, and to enable the use of TIF Revenues for various municipal and other economic development projects, and the Maine Department of Economic and Community Development (the "Department") issued a full approval of the District and the Development Program effective as of October 24, 2013; and

WHEREAS, amending the Development Program for the District will help to continue to create new employment for the citizens of the Town and the surrounding region; improve and broaden the tax base of the Town; and improve the economy of the Town and the State of Maine; and

WHEREAS, the Town Council has held a public hearing on June 20, 2016, upon at least ten (10) days prior notice published in a newspaper of general circulation within the Town, on the question of adopting the Development Program Amendment for the District in accordance with the requirements of 30-A M.R.S.A. § 5226; and

WHEREAS, the Town Council has considered the comments provided at the public hearing, both for and against the adoption of the Development Program Amendment, if any; and

WHEREAS, the Town desires to adopt the Development Program Amendment of the District; and

WHEREAS, it is expected that approval will be sought and obtained from the Department, approving the Development Program Amendment.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

Section 1. Pursuant to Chapter 206 of Title 30-A of the Maine Revised Statutes, as amended, the Town Council hereby adopts the Development Program Amendment, all as more particularly described in the Development Program presented to the Town Council and such Development Program is hereby incorporated by reference into this vote as the Development Program Amendment for the District.

Section 2. Pursuant to the provisions of 30-A M.R.S.A. § 5227, the percentage of the increased assessed value to be retained as captured assessed value in the District is hereby established as set forth in the Development Program Amendment.

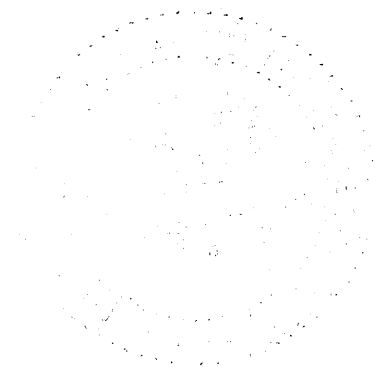
Section 3. The Town Manager, or his duly appointed representative, is hereby authorized, empowered and directed to submit the proposed Development Program Amendment to the Department for review and approval pursuant to the requirements of 30-A M.R.S.A. § 5226(2).

Section 4. The foregoing adoption of the Development Program Amendment shall automatically become final and shall take full force and effect upon receipt by the Town of approval of the Development Program Amendment by the Department, without requirement of any further action by the Town, the Town Council, or any other party.

Section 5. The Town Manager, or his duly appointed representative, is hereby authorized and empowered, at his discretion, from time to time, to make such revisions to the documents related to the Development Program Amendment as he may deem reasonably necessary or convenient in order to facilitate the process for review and approval of the Development Program Amendment by the Department, so long as such revisions are not inconsistent with these resolutions or the basic structure and intent of the Council in adopting the Development Program Amendment.

Section 6. This Resolution shall take effect immediately upon adoption.

Proposed to Town Council: June 6, 2016
Public Hearing: June 20, 2016
Adopted by Town Council: June 20, 2016



7/1/2016
A TRUE RECORD
ATTEST: 
TOWN CLERK, BRUNSWICK, ME

**TOWN OF BRUNSWICK, MAINE
TOWN COUNCIL**

**An Order Authorizing the Town Manager to Execute a Credit Enhancement Agreement with the
Midcoast Regional Redevelopment Authority**

WHEREAS, the Midcoast Regional Redevelopment Authority ("MRRA") is a public municipal corporation created by the Maine legislature for the purpose of assisting with the successful redevelopment of the properties located within the boundaries of the former Brunswick Naval Air Station ("BNAS"); and

WHEREAS, The Town of Brunswick designated two tax increment financing ("TIF") districts to assist with the redevelopment of BNAS: (1) the 146-acre Brunswick Executive Airport II Municipal Development and Tax Increment Financing District (the "Executive Airport District"); and (2) the 542-acre Brunswick Landing II Municipal Development and Tax Increment Financing District (the "Brunswick Landing District") (and collectively the "TIF Districts"), in March 2013, and the State of Maine Department of Economic and Community Development ("DECD") issued conditional approval of the TIF Districts on March 29, 2013; and

WHEREAS, the Town adopted a Development Program for both TIF Districts in July 2013, and DECD granted full approval of the two TIF Districts and the Development Programs for both TIF Districts on October 24, 2013; and

WHEREAS, MRRA has appealed the Town of Brunswick Assessor's determination that certain MRRA properties are not exempt from property taxation; and

WHEREAS, MRRA has filed a civil action against the Town now pending in the Cumberland County Superior Court, Docket NO. CV-2014-201 ("pending action"); and

WHEREAS, as a resolution to the pending action, the MRRA and the Town negotiated a Memorandum of Agreement ("MOA"); and

WHEREAS, under the terms of the MOA the Town agreed to amend the Development Programs for both TIF Districts and enter into a Credit Enhancement Agreement ("CEA") with MRRA; and

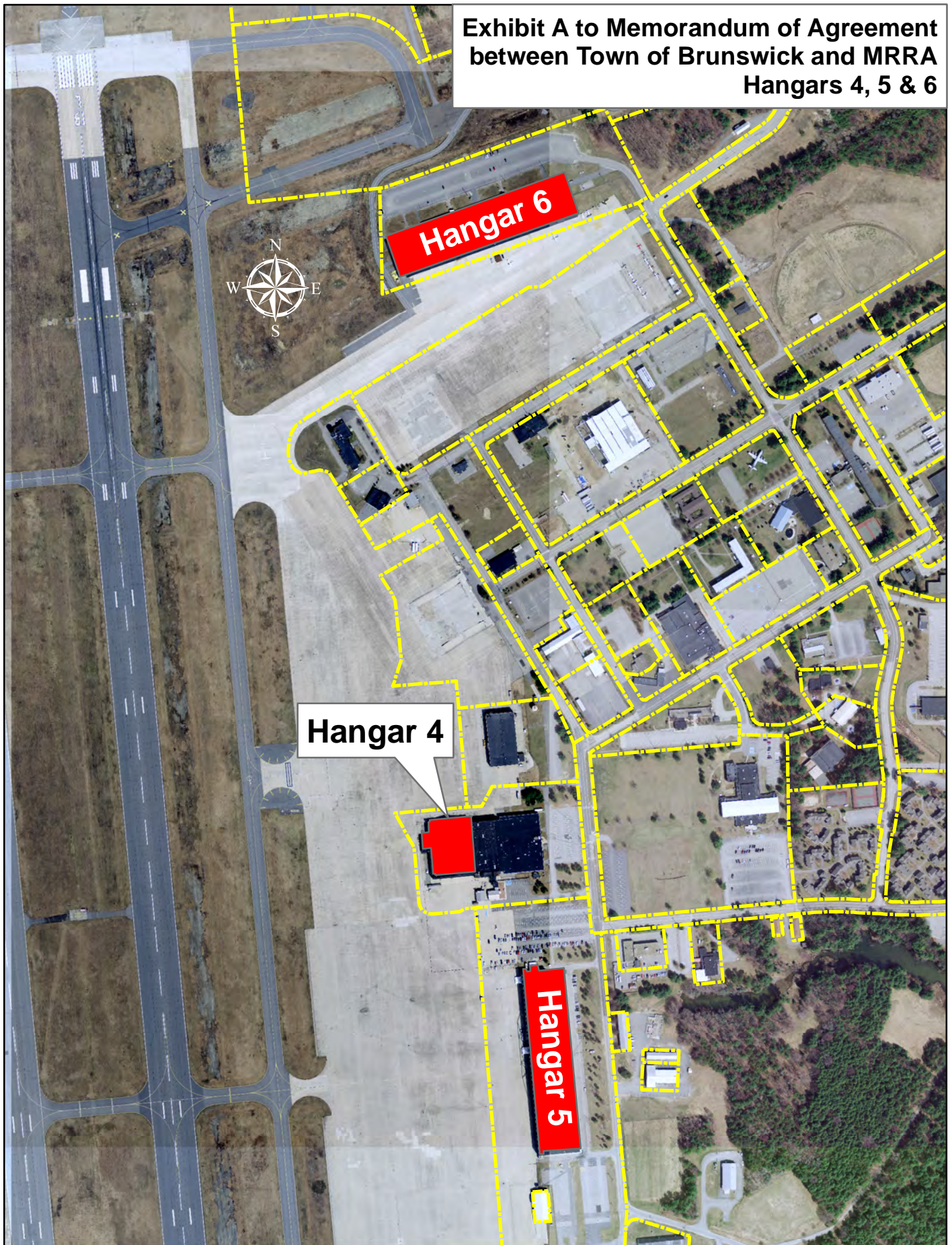
WHEREAS, on June 20, 2016, the Town Council adopted the First Amendment for the Brunswick Landing II Omnibus Municipal Development and Tax Increment Financing District and the First Amendment for the Brunswick Executive Airport II Omnibus Municipal Development and Tax Increment Financing District;

NOW THEREFORE, BE IT ORDERED, the Town Manager is authorized to execute the CEA on behalf of the Town of Brunswick.

Proposed to Town Council: June 6, 2016
Adopted by Town Council: June 20, 2016

7/1/2016
A TRUE RECORD
ATTEST
TOWN CLERK, BRUNSWICK, ME

**Exhibit A to Memorandum of Agreement
between Town of Brunswick and MRRA
Hangars 4, 5 & 6**



Prepared by: John Foster, Town Engineer
September 17, 2015
Aerial Photo Taken April 2012

300 150 0 300 600 900 Feet
1 inch = 600 feet

EXHIBIT I

DEFINITION OF “AERONAUTICAL BUSINESS”

For the purpose of this Development Program, "aeronautical business" means the act, practice of, or instruction in the art and science of transportation by aircraft, and operation, construction, repair or maintenance of aircraft, airports and air navigation facilities. Such uses shall include:

Air carrier. "Air carrier" means a person who undertakes, whether directly or indirectly or by lease or other arrangement, to engage in air commerce and is certificated under Federal Air Regulations.

Air commerce. "Air commerce" means the carriage by aircraft of persons or property for compensation or hire, when that carriage is a major enterprise for profit and not merely incidental to a person's other business.

Air navigation facility. "Air navigation facility" means any facility used in, available for use in, or designed for use in, aid of air navigation, including airports, lights, any apparatus or equipment for disseminating weather information, for signaling, for radio-directional finding, or for radio or other electrical communication, and any other structure or mechanism having a similar purpose for guiding or controlling flight in the air or the landing and takeoff of aircraft.

Air taxi. "Air taxi" means a person who undertakes, whether directly or indirectly or by lease or other arrangement, to engage in air commerce and who possesses an Air Taxi Commercial Operators Certificate issued by the Federal Aviation Administration under 14 Code of Federal Regulations, Part 135.

Aircraft Construction. "Aircraft construction" means the design, construction, manufacturing or assembly of aircraft that would require the presence of an airfield as an integral part of its business operation for the design, testing, sale or distribution of aircraft.

Aircraft dealer. "Aircraft dealer" means any person engaged in the sale or purchase or manufacture of new or used aircraft.

Aviation Fueling Facilities. "Aviation Fueling Facilities" means entities that provide aircraft fueling services.

Basing aircraft. "Basing aircraft" means storing, parking, tying down or mooring aircraft in Maine for more than 30 consecutive calendar days.

Maintenance, Overhaul or Repair (MRO). "MRO" means any business or entity involved in the maintenance, overhaul or repair of aircraft, aircraft components and aircraft completions.