



STATE OF MAINE
DEPARTMENT OF ECONOMIC
AND COMMUNITY DEVELOPMENT

PAUL R. LEPAGE
GOVERNOR



GEORGE C. GERVAIS
COMMISSIONER

October 24, 2013

Gary Brown
Town Manager
TOWN OF BRUNSWICK
28 Federal Street
Brunswick, ME 04011

**RE: Brunswick Executive Airport II Omnibus Municipal Tax Increment Financing (TIF)
District; Development Program | FULL APPROVAL**

Dear Mr. Brown,

The Maine Department of Economic and Community Development (Department) has received/reviewed the balance of requirements for above referenced District and Development Program original designation application. Referencing the previous conditional approval of March 29, 2013 and August 15 application, we certify District and Program to be in FULL statutory compliance and approve:

- a. District revenues deposited/held in dedicated accounts and applied ONLY toward approved activities/projects,
 - i) Project Cost account comprised of **Base Redevelopment (BR) Subaccount** to pay or reimburse Midcoast Regional Redevelopment Authority (MRRA) and/or companies/developers AND **Town Subaccount** to fund public activities/projects, with balance of revenues in BR subaccount periodically reverting to Town Subaccount,
 - ii) Sinking Fund Account to retire public debt and facilitate completion of all public activities/projects BEFORE/BY March 28, 2043;
- b. MRRA and/or company/developer payments/reimbursement within sole Council discretion limited to incremental taxes from NEW actual value and projected at \$10,650,500 total or up to 50% of tax increment annually during District term,
 - iii) MRRA payment/reimbursement is capped, but not guaranteed at \$12 million aggregate from this District AND Brunswick Landing II District revenues and limited to fund

- activities/projects within scope of § 5225(1)(A),
- iv) Company/Developer reimbursement is capped at 50%;

- c. FOLLOWING EACH MUNICIPAL APPROVAL LINKED TO THIS DISTRICT, Town must supply Department with copy of executed agreement AND completed application form, inclusive of reimbursement terms—with corresponding **Application Cover Sheet** (if Company or Developer) including detailed private project description AND (if Company) **Employment Goals Form**;
- d. Town MUST supply available District tax map to Department annually on anniversary of District approval until complete tax map is on file;
- e. Any non-captured incremental property values resulting in General Fund revenue/deposits MUST be included/reported with Town equalized assessed value;
- f. Any future amendment MUST comply with 30-A M.R.S. §§ 5221-5235 and Department rules;
- g. TOWN MUST NOTIFY DEPARTMENT IN WRITING when District expires or is otherwise terminated.

Projection for municipal allocation of District revenue is \$10,650,498. During District term allocation may facilitate funding for an estimated \$69.7 million in public costs common to the Mölnlycke Municipal TIF District and Brunswick Landing II Municipal TIF District. This funding MUST comply with already established Town appropriation process—with activities/projects COMPLETE BEFORE/BY March 28, 2043.

Referencing cited Schedule 2 Development Program Exhibit, page 2 paragraph 1, Department restates approval of what Town names “global master project list” pertains to this application and none other,

without any assumption of future approval of whole or partial list for other/future districts. The Department approves public activities/projects costs listed below only in context of this District's Development Program:

WITHIN DISTRICT

- h. Professional and administrative costs including prorated municipal staff salaries \$600,000;

OUTSIDE DISTRICT

- i. Road improvements \$19.2 million;
- j. Public safety improvements including debt service and/or maintenance of up to four police/fire/rescue* vehicles per year \$3.9 million;

- k. Downtown Municipal TIF District portage \$3 million;

- l. Debt service on school** construction and/or renovation bonds \$40 million;

THROUGHOUT MUNICIPALITY

- m. Brunswick Downtown Association funding \$3 million.

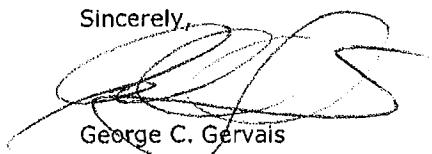
This full and unconditional certification does not denote approval of future TIF districts and/or related development programs on the former Naval Air Station Brunswick (NASB) property, which applications or amendments will be evaluated on their own merit and per the intent of 30-A M.R.S. §5221(1) and 5 M.R.S. §§ 13083-G et seq., as amended from time to time.

For your convenient reference, Department restates:

- n. District term of 30 years ending March 28, 2043;
- o. District taxable Original Assessed Value of \$0 as of March 31, 2012 (April 1, 2011)—acreage 146;
- p. Increased Assessed Value (IAV) capture of up to 100% of real property improvements.

MAINE IS OPEN FOR BUSINESS. Please contact Municipal Tax Increment Financing Program Director Laura Santini-Smith with questions about this certification letter or Department review. With this approval, the Department extends an open ended offer of assistance and best wishes for the success of your District.

Sincerely,



George C. Gervais
Commissioner

cc: Senator Stan Gerzofsky (SD-10) and Representative Charles Priest (HD-63), 126th Legislature;
David Ledew, MRS Director Property Tax Division; Stephen Landry, MDOT Assistant State Traffic
Engineer; Kristine Schuman, Governor's Account Executive; Joan Fortin, Bernstein Shur

* 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.



Town of Brunswick, Maine

INCORPORATED 1739

OFFICE OF THE TOWN MANAGER

GARY L. BROWN, MANAGER

28 FEDERAL STREET
BRUNSWICK, MAINE 04011
TELEPHONE 725-6659
FAX # 725-6663

August 15, 2013

Mr. George Gervais, Commissioner
Department of Economic and Community Development
59 State House Station
Augusta, ME 04333-0059

Re: Town of Brunswick Submission of a Development Program for the **Brunswick Executive Airport II Municipal TIF District**

Dear Commissioner Gervais:

As you will recall, in March 2013, the Town of Brunswick designated the **Brunswick Executive Airport II Municipal Development and Tax Increment Financing District** and you issued a conditional approval of the District. The conditional approval states that the Town cannot spend District revenues until a development program is approved for the District.

On behalf of the Town of Brunswick, I am pleased to now submit the enclosed application for approval of the **Brunswick Executive Airport II Municipal Development and Tax Increment Financing District Omnibus Development Program**. I certify that all information contained in this application is true and correct to the best of my knowledge.

In the event that you deem this application to satisfy the statutory TIF criteria, as we hope that you will, I ask that your approval letter also remove the "conditional" aspect of your March 2013 approval of the Brunswick Executive Airport II District so that the Town will be able to immediately begin implementing this Development Program through the use of District revenues.

Sincerely,

Gary L. Brown,
Town Manager

CC: Town Council
MRRA

APPLICATION COVER SHEET**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: (207) 725-6663
5. Email: gbrown@brunswickme.org		
6. Municipal Contact Person: Gary Brown, Town Manager		
7. Business Name: N/A		
8. Address:		
9. Telephone:	10. Fax:	11. Email:
12. Business Contact Person:		
13. Principal Place of Business:		
14. Company Structure (e.g. corporation, sub-chapter S, etc.):		
15. Place of Incorporation:		
16. Names of Officers:		
17. Principal Owner(s) Name:		
18. Address:		

B. Disclosure

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

C. Employment Data – N/A at this time

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>).
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**ECONOMIC DEVELOPMENT
BRUNSWICK, MAINE**

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

**BRUNSWICK EXECUTIVE AIRPORT II MUNICIPAL DEVELOPMENT AND
TAX INCREMENT FINANCING DISTRICT OMNIBUS DEVELOPMENT PROGRAM**

Presented to:

TOWN OF BRUNSWICK

DATED: July 29, 2013

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SCHEDULES AND EXHIBITS:***Schedules:***

- 1 March 29, 2013 DECD Approval Letter Conditionally Approving the Town's Designation of the Brunswick Executive Airport II Municipal TIF District.
- 2 January, 18, 2013 DECD Approval Letter Approving the Mölnlycke Manufacturing Municipal TIF District and Development Program.

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 Public Hearing Notice
- F Public Hearing Minutes
- G Town Council Resolution

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 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 \$12 million in 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 the aeronautical-related facilities at NAS Brunswick and Brunswick Landing in accordance with the adopted Reuse Master Plan for NAS Brunswick and the Airport Master Plan (the “Reuse Master Plan”). MRRA specifically requested that the Town create a tax increment financing district around the former naval airfield, which is intended to facilitate the redevelopment, investment and transition of the naval airfield into a civilian general aviation airport and business executive park. Investment in the buildings and infrastructure used for aeronautical purposes associated with this District would enhance the competitiveness of the Midcoast region and the State of Maine, and allow the area to attract, grow and create new businesses in the growing aeronautical cluster 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 executive airport 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 a 146-acre tax increment financing district for a 30-year period to be known as the Brunswick Executive Airport Municipal Development and Tax Increment Financing District (the “District”). 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 District was designated without a development program.

By letter dated March 29, 2013, the Maine Department of Economic and Community Development (“DECD”) issued a conditional approval of the Town Council’s designation of the District after a public hearing held on March 4, 2013, and a vote of the Council held on March 18, 2013. Attached hereto as Schedule 1 is a copy of the DECD Approval letter conditionally approving the Town’s designation of the District, subject to later DECD approval of a development program for the 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.

Under this Development Program, the Town will capture one hundred percent (100%) of the new real property value located in the District. The Town will retain fifty percent (50%) of the tax revenues generated by the captured assessed value (the “TIF Revenues”) to fund infrastructure improvements, public safety equipment, its existing Downtown TIF District, school construction and/or renovations, and other administrative costs, all as further described in Table 1 herein. The Town will set aside the remaining fifty percent (50%) of the TIF Revenues in order to make those TIF Revenues available to MRRA and future developers by application to the Town. 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:

* The first five projects listed in the Town's project list is the global master project list that the Town created for the Mölnlycke Manufacturing Municipal Development and Tax Increment Financing District and Development Program and for any future districts and development programs that the Town may create in the future at the location of and to foster the redevelopment of the former NASB. DECD approved the Mölnlycke global master project list by letter of the Commissioner dated January 18, 2013. Attached hereto as Schedule 2 is a copy of the DECD approval letter approving the Mölnlycke Manufacturing Municipal TIF District and Development Program. This list includes one additional project, item #6, which was not included on the approved global master project list.

* The TIF Revenues from this District 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 this District.

	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 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. Local road/street reconstruction is estimated to cost \$175,000/mile (approximately 36.55 miles), and individual projects are expected to have a 10-year lifespan.</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>	30-A M.R.S.A. § 5225(1)(B)(1)

	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.	<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.	\$2,000,000/year \$40,000,000 (total 20 years)	30-A M.R.S.A. § 5225(1)(B)
	Total Municipal Project Costs: First 20 years Last 10 years Grand Total	 \$2,990,000/year \$59,800,000 (total 20 years) \$990,000/year \$9,900,000 (total last 10 years) \$69,700,000 (total 30 years)	

2. Base Redevelopment Projects

MRRA has included \$12 million of TIF Revenues in its business plan since the beginning of the Base redevelopment planning process, to be used for essential new physical infrastructure investment, repair and/or replacement of existing infrastructure, and related 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. It is the Town of Brunswick's intent to administer the Brunswick Landing and Brunswick Executive Airport Omnibus Development

Programs together to facilitate MRRA's ability to fund these projects in whole or in part with TIF Revenues. While the Town is willing to make up to a cap of \$12 million available to MRRA in combined new TIF Revenues from the fifty percent (50%) of TIF Revenues allocated for Base Redevelopment from the Brunswick Landing and Brunswick Executive Airport TIF districts, the Town expressly is not guaranteeing \$12 million in TIF Revenues to MRRA.

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 at Brunswick Landing and the Brunswick Executive Airport. 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 infrastructure needs of MRRA.

Thus in order to help foster the economic redevelopment of the Base, the Town intends to make up to fifty percent (50%) of the TIF Revenues available by application to MRRA and to future developers who may wish to locate within the District. 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, which the Town Council will consider on a case-by-case basis.

C. Strategic Growth and Development

By creating the TIF District, the Town is able to capitalize on the momentum of MRRA's efforts and maximize the economic redevelopment potential of the District by streamlining the process for future businesses seeking to locate within the District. 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 District already in place, the Town can immediately focus on negotiating and finalizing credit enhancement agreements ("CEAs") that meet the needs of individual developers and the Town, which CEAs may provide for reimbursement of up to fifty percent (50%) of taxes paid on captured assessed value created by such developer within the District. Having the District in place will greatly enhance the marketability and development potential for commercial and industrial use of properties within the District.

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 proposed 146-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 collective original assessed value of the property in the District was zero dollars (\$0) as of March 31, 2012 (April 1, 2011). The Town will capture one hundred percent (100%) of the increased assessed value of the real estate 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. The TIF Revenues so collected will fund and/or contribute to the funding of the approved projects, including each of the projects described on Table 1 hereof, which collectively increase the Town's ability to stand out in a competitive marketplace as a dynamic municipality in which to grow a business. All assessed real property value captured in the District will be added to the general tax rolls at the end of the TIF term.

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) fifty percent (50%) of the TIF Revenues into the Base Redevelopment subaccount of the Project Cost Account to be used to fund payments to MRRA and/or individual developers within the District pursuant to any CEAs then in effect. Periodically, 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.

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-1 and D-2, respectively.

A. Costs and Sources of 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 hereto is a copy of the Notice of Public Hearing regarding adoption of the Development Program for the District, published in the *Times Record*, a newspaper of general circulation in the Town, on July 18, 2013, a date at least ten (10) days prior to the public hearing. The public hearing on the Development Program was held on July 29, 2013, 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 hereto is a certified copy of the minutes of the public hearing held on July 29, 2013, at which time this Development Program was discussed by the public.

C. Authorizing Votes

Attached as Exhibit G hereto is a copy of the Brunswick Town Council Resolution approving this Development Program, which Resolution was adopted by the Council at a meeting of the Council duly called and held on July 29, 2013.



PAUL R. LEPAGE

GOVERNOR

GEORGE C. GERVAIS

COMMISSIONER

March 29, 2013

Gary Brown
Town Manager
TOWN OF BRUNSWICK
28 Federal Street
Brunswick, ME 04011

RE: Brunswick Executive Airport II Municipal Tax Increment Financing (TIF) District

Dear Mr. Brown,

The Maine Department of Economic and Community Development (Department) has reviewed the above referenced TIF District application. Subject to Department review and approval of Development Program and related requirements, the District has CONDITIONAL approval effective today:

1. District term of 30 years ending March 28, 2043;
2. District Original Assessed Value of \$0 as of March 31, 2012 (April 1, 2011)—acreage 146;
3. Increased Assessed Value capture of up to 100% of real property improvements;
4. Town may not incur any District expenses nor spend District revenues until a Development Program is approved.

MAINE IS OPEN FOR BUSINESS. Please contact Tax Increment Program Director Laura Santini-Smith with questions regarding this approval letter or Department review. With this certification of designation, Department also extends an open ended offer of assistance and best wishes for the success of your District.

Sincerely,

George C. Gervais
Commissioner

cc: Joan Fortin, Bernstein Shur; David Ledew, MRS Director Property Tax Division; Kristine Schuman, Governor's Account Executive



STATE OF MAINE
DEPARTMENT OF ECONOMIC
AND COMMUNITY DEVELOPMENT

PAUL R. LEPAGE
GOVERNOR

GEORGE C. GERVAIS
COMMISSIONER

DECD

January 18, 2013

Gary Brown
Town Manager
TOWN OF BRUNSWICK
28 Federal Street
Brunswick, ME 04011

RE: Mölnlycke Manufacturing Municipal Tax Increment Financing (TIF) District and Development Program

Dear Gary,

The Maine Department of Economic and Community Development (Department) has reviewed and effective today approved the above referenced TIF District and Program. Based on your original designation application, the Department notes:

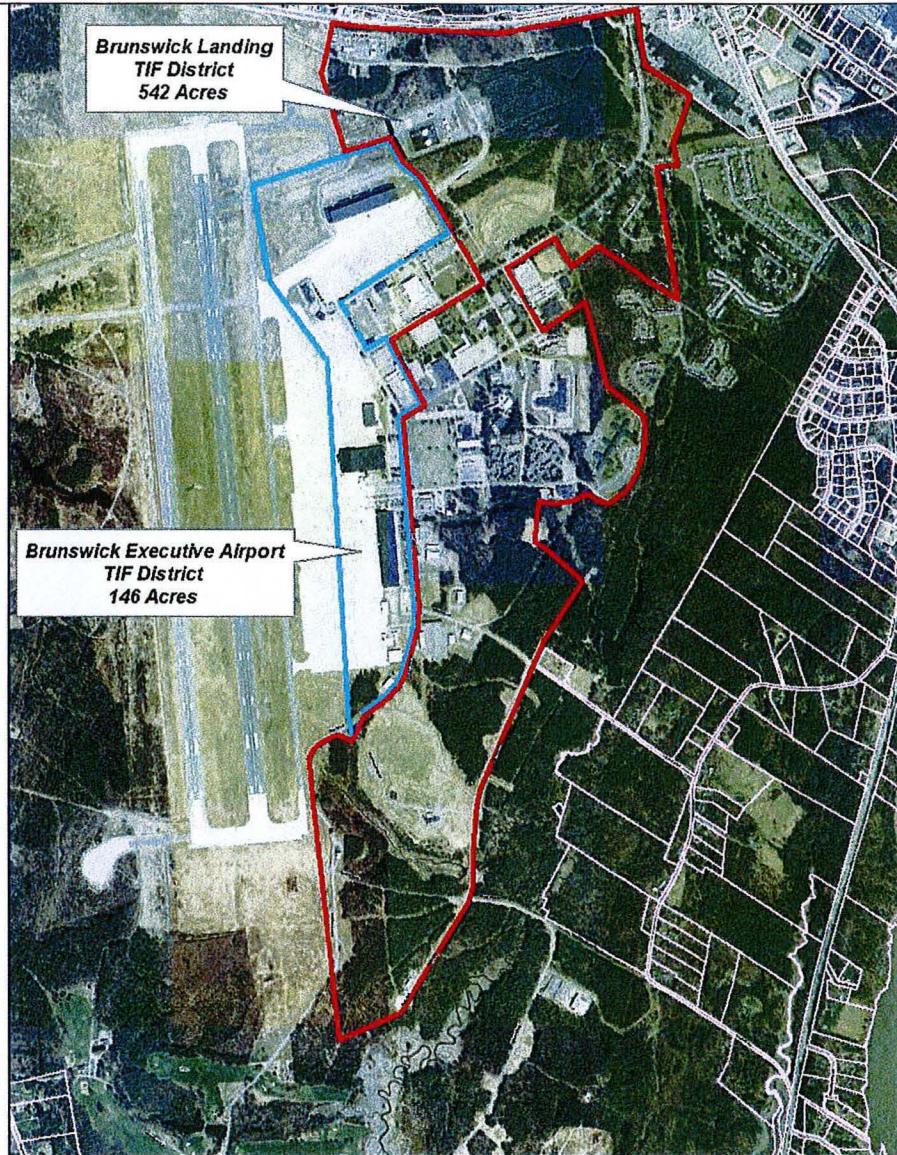
- a. District term of 30 years through January 17, 2043;
- b. District Original Assessed Value of \$0 as of March 31, 2012 (April 1, 2011)—acreage 19.4;
- c. Increased Assessed Value capture of up to 100% of real and personal property improvements;
- d. TIF revenues to be deposited/held in dedicated accounts and applied ONLY toward approved activities/projects,
 - i) Project Cost accounts to reimburse Mölnlycke Manufacturing US, LLC (Company) AND/OR fund public facilities/improvements/programs,
 - ii) Sinking Fund Account to retire public debt within 20 years (by January 17, 2033), with associated improvements completed within 8 YEARS of this approval (by January 17, 2021);
- e. Company reimbursement is limited to incremental taxes from new actual value and pro-
- jected at \$2,974,008 total or 35/45.5/55% annually during District term respective of Credit Enhancement Agreement (CEA) years 1-2/3-4/5-20. Minimum reimbursement is 35% plus .5% per new full-time equivalent job above 45 jobs, not to exceed 55% in any one year;
- f. TOWN MUST FORWARD COPY OF ANY CEA AND RELATED ADDENDUM/REVISION linked to this District immediately following execution;
- g. Any non-captured Incremental property values triggering General Fund revenue/deposits MUST be included/reported with Town equalized assessed value;
- h. Any future amendment MUST comply with 30-A M.R.S. §§ 5221-5235 and Department rules and not impede intent of 5 M.R.S. § 13083-G et seq., as amended from time to time;
- i. Department MUST be notified in writing when District expires or is terminated.

During District term, Town revenue allocation from this and other future districts (as approved) may fund common public activities/projects costs estimated at \$29,700,000. Related funding MUST also comply with established Town appropriation process—with activities/projects for this District COMPLETE by end of District term (January 17, 2043):

WITHIN DISTRICT

- j. Professional and administrative costs including prorated municipal staff salaries \$600,000;

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.

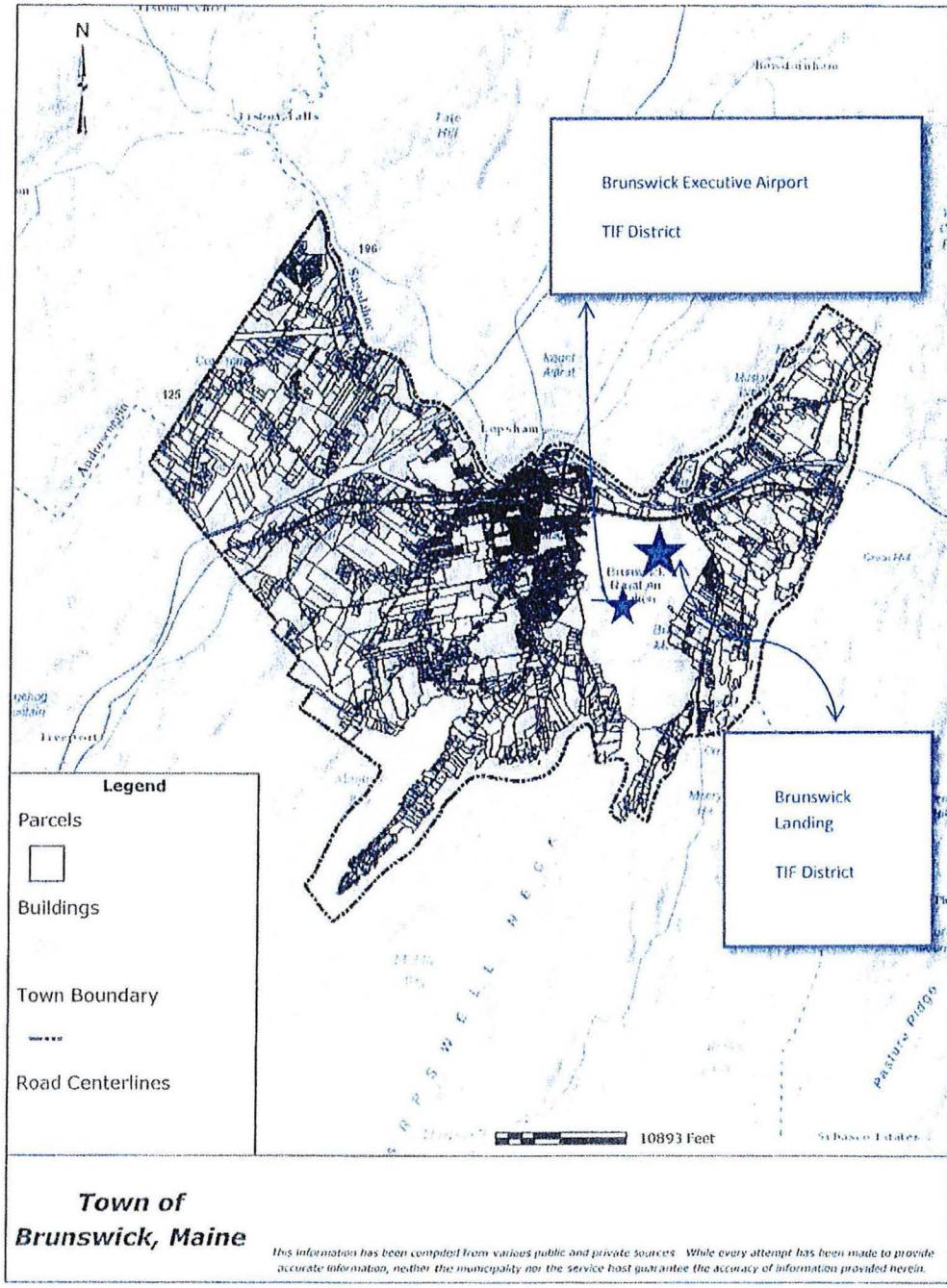


1 inch = 1,600 feet

Drawn by: JRH, Date: February 13, 2013

EXHIBIT A

Exhibit A, page 2



STATUTORY REQUIREMENTS & THRESHOLDS

Exhibit B

A. ACRE LIMITATION - BRUNSWICK EXECUTIVE AIRPORT

1. Total Acreage of Municipality	28,800
2. Total Acreage of Proposed Municipal TIF District	146
3. Total Downtown acres contained in the Proposed Municipal TIF District	0
4. Total Transit acres contained in the Proposed Municipal TIF District	0
5. Total acreage of Proposed Municipal TIF District counted towards 2% cap (A2-A3-A4)	146
6. Percentage of total acreage in proposed municipal TIF District (cannot exceed 2%) Divide A5 by A1	.5%
7. Total acreage of all existing and proposed municipal TIF districts in the municipality. Add A2 to sum of all existing TIF district acreage.	Existing 203.03 Prop. B.L. 542 Prop. B.E.A.146 891.03
8. Total acreage of an existing or Proposed Downtown TIF District in the municipality.	89.97
9. Total acreage of all <u>existing</u> Pine Tree Development Zone TIF Districts in the municipality.	0
10. Total acreage of all existing or Proposed Transit TIF Districts in the municipality.	0
11. Total acreage of all existing and Proposed Municipal TIF Districts in the municipality counted toward 5% cap. Subtract A8+A9+A10 from A7.	801.06
12. Percentage of total acreage in all existing and proposed Municipal TIF Districts (cannot exceed 5%) Divide A11 by A1.	2.8%
13. Total Acreage of all real property in the Proposed Municipal TIF District that is:	
(Note: a, b, or c must be at least 25%)	Acres
a. Blighted (Divide acres by A2)	
b. In need of rehabilitation/conservation (Divide acres by A2)	
c. Suitable for industrial/commercial site (Divide acres by A2)	146 146
	100% 100%
TOTAL	146
	100%

B. VALUATION LIMITATION

1. Total Aggregate Value of Municipality (TAV) <i>Use most recent April 1st</i>	1,332,368,190
2. Original Assessed Value (OAV) of Proposed Municipal TIF District. <i>Use March 31st of tax year preceding date of municipal designation</i>	0
3. Total OAV of all existing and Proposed Municipal TIF Districts in the municipality. <i>Add b2 to sum of all existing TIF district OAVs</i>	80,803,500
4. OAV of an existing or proposed Downtown TIF District in the municipality.	71,082,500
5. OAV of all <u>existing</u> Pine Tree Development Zone TIF Districts in the municipality.	0
6. OAV of all existing or Proposed Transit TIF Districts in the municipality.	0
7. Total OAV of all existing and Proposed Municipal TIF Districts in the municipality counted toward 5% cap <i>Subtract B4+B5+B6 from B3</i>	9,721,000
8. Percentage of total OAV to TAV in all existing and Proposed Municipal TIF Districts (cannot exceed 5%) <i>Divide B7 by B1</i>	.73%

Updated 01/20/2011

EXHIBIT C

TOWN OF BRUNSWICK

**BRUNSWICK EXECUTIVE AIRPORT 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 Executive Airport 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 EXECUTIVE AIRPORT TIF
TIF PROJECTIONS**

EXHIBIT D-1

TIF Year	Assessment Date	New Valuation	Cumulative Valuation	TIF Captured Value	Mill Rate	TIF Revenue	Town Share	Town Total	Cumulative Total	Base Redev. Share	Base Redev. Total	Cumulative Total
1	April 1, 2012	\$8,047,000	\$8,047,000	100.0%	\$26.54	\$213,567	50.0%	\$106,784	\$106,784	50.0%	\$106,784	\$106,784
2	April 1, 2013	\$1,126,800	\$9,173,800	100.0%	\$26.54	\$243,473	50.0%	\$121,736	\$228,520	50.0%	\$121,736	\$228,520
3	April 1, 2014	\$5,727,800	\$14,901,600	100.0%	\$26.54	\$395,488	50.0%	\$197,744	\$426,264	50.0%	\$197,744	\$426,264
4	April 1, 2015	\$6,312,600	\$21,214,200	100.0%	\$26.54	\$563,025	50.0%	\$281,512	\$707,777	50.0%	\$281,512	\$707,777
5	April 1, 2016	\$3,702,700	\$24,916,900	100.0%	\$26.54	\$661,295	50.0%	\$330,647	\$1,038,424	50.0%	\$330,647	\$1,038,424
6	April 1, 2017	\$1,742,100	\$26,659,000	100.0%	\$26.54	\$707,530	50.0%	\$353,765	\$1,392,189	50.0%	\$353,765	\$1,392,189
7	April 1, 2018	\$2,411,300	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$1,777,952	50.0%	\$385,763	\$1,777,952
8	April 1, 2019	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$2,163,715	50.0%	\$385,763	\$2,163,715
9	April 1, 2020	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$2,549,478	50.0%	\$385,763	\$2,549,478
10	April 1, 2021	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$2,935,240	50.0%	\$385,763	\$2,935,240
11	April 1, 2022	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$3,321,003	50.0%	\$385,763	\$3,321,003
12	April 1, 2023	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$3,706,766	50.0%	\$385,763	\$3,706,766
13	April 1, 2024	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$4,092,529	50.0%	\$385,763	\$4,092,529
14	April 1, 2025	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$4,478,292	50.0%	\$385,763	\$4,478,292
15	April 1, 2026	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$4,864,055	50.0%	\$385,763	\$4,864,055
16	April 1, 2027	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$5,249,818	50.0%	\$385,763	\$5,249,818
17	April 1, 2028	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$5,635,580	50.0%	\$385,763	\$5,635,581
18	April 1, 2029	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$6,021,343	50.0%	\$385,763	\$6,021,344
19	April 1, 2030	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$6,407,106	50.0%	\$385,763	\$6,407,107
20	April 1, 2031	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$6,792,869	50.0%	\$385,763	\$6,792,870
21	April 1, 2032	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$7,178,632	50.0%	\$385,763	\$7,178,633
22	April 1, 2033	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$7,564,395	50.0%	\$385,763	\$7,564,396
23	April 1, 2034	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$7,950,158	50.0%	\$385,763	\$7,950,159
24	April 1, 2035	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$8,335,920	50.0%	\$385,763	\$8,335,922
25	April 1, 2036	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$8,721,683	50.0%	\$385,763	\$8,721,685
26	April 1, 2037	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$9,107,446	50.0%	\$385,763	\$9,107,448
27	April 1, 2038	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$9,493,209	50.0%	\$385,763	\$9,493,211
28	April 1, 2039	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$9,878,972	50.0%	\$385,763	\$9,878,974
29	April 1, 2040	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$10,264,735	50.0%	\$385,763	\$10,264,737
30	April 1, 2041	\$0	\$29,070,300	100.0%	\$26.54	\$771,526	50.0%	\$385,763	\$10,650,498	50.0%	\$385,763	\$10,650,500
Total		\$29,070,300				\$21,300,996		\$10,650,498	#		\$10,650,500	

**BRUNSWICK EXECUTIVE AIRPORT 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	\$101,236	\$7,240	\$8,851	\$117,327
2	April 1, 2013	\$115,412	\$8,253	\$10,083	\$133,748
3	April 1, 2014	\$187,472	\$13,403	\$16,314	\$217,189
4	April 1, 2015	\$266,888	\$19,077	\$23,124	\$309,089
5	April 1, 2016	\$313,471	\$22,403	\$27,091	\$362,965
6	April 1, 2017	\$335,387	\$23,968	\$28,950	\$388,306
7	April 1, 2018	\$365,723	\$26,134	\$31,517	\$423,374
8	April 1, 2019	\$365,723	\$26,134	\$31,517	\$423,374
9	April 1, 2020	\$365,723	\$26,134	\$31,517	\$423,374
10	April 1, 2021	\$365,723	\$26,134	\$31,517	\$423,374
11	April 1, 2022	\$365,723	\$26,134	\$31,517	\$423,374
12	April 1, 2023	\$365,723	\$26,134	\$31,517	\$423,374
13	April 1, 2024	\$365,723	\$26,134	\$31,517	\$423,374
14	April 1, 2025	\$365,723	\$26,134	\$31,517	\$423,374
15	April 1, 2026	\$365,723	\$26,134	\$31,517	\$423,374
16	April 1, 2027	\$365,723	\$26,134	\$31,517	\$423,374
17	April 1, 2028	\$365,723	\$26,134	\$31,517	\$423,374
18	April 1, 2029	\$365,723	\$26,134	\$31,517	\$423,374
19	April 1, 2030	\$365,723	\$26,134	\$31,517	\$423,374
20	April 1, 2031	\$365,723	\$26,134	\$31,517	\$423,374
21	April 1, 2032	\$365,723	\$26,134	\$31,517	\$423,374
22	April 1, 2033	\$365,723	\$26,134	\$31,517	\$423,374
23	April 1, 2034	\$365,723	\$26,134	\$31,517	\$423,374
24	April 1, 2035	\$365,723	\$26,134	\$31,517	\$423,374
25	April 1, 2036	\$365,723	\$26,134	\$31,517	\$423,374
26	April 1, 2037	\$365,723	\$26,134	\$31,517	\$423,374
27	April 1, 2038	\$365,723	\$26,134	\$31,517	\$423,374
28	April 1, 2039	\$365,723	\$26,134	\$31,517	\$423,374
29	April 1, 2040	\$365,723	\$26,134	\$31,517	\$423,374
30	April 1, 2041	<u>\$365,723</u>	<u>\$26,134</u>	<u>\$0</u>	<u>\$391,857</u>
Total		\$10,097,222	\$721,550	\$839,299	\$11,658,071

191 Day Care

401 Public Notices

The Times Record

JUL 18 2013

401 Public Notices

NOTICE
NOTICE OF PUBLIC
HEARING
TOWN OF BRUNSWICK
Regarding

A Municipal Tax
Increment Financing
Development Program for
the District Known As
The "Brunswick
Executive Airport
Municipal Development
and Tax Increment
Financing District"

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

July 29, 2013,
at the
Brunswick Municipal
Meeting Room at
16 Station Avenue,
Brunswick, Maine.
The Public Hearing will
be at 6:30 p.m.

The purpose of the pub-
lic hearing is to receive
public comments on the
approval of the Develop-
ment Program for the mu-
nicipal tax increment
financing district design-
ated on March 29, 2013
and known as the
Brunswick Landing Mu-
nicipal Development and
Tax Increment Financing
District (the District) pur-
suant to the provisions of
Chapter 206 of Title 30-A
of the Maine Revised
Statutes, as amended.

The designated munici-
pal development and tax
increment financing dis-
trict 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.

18 - 184855

NOTICE
NOTICE OF PUBLIC
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TOWN OF BRUNSWICK
Regarding

A Municipal Tax
Increment Financing
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the District Known As
The "Brunswick Landing
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and known as the
Brunswick Landing Mu-
nicipal Development and
Tax Increment Financing
District (the District) pur-
suant to the provisions of
Chapter 206 of Title 30-A
of the Maine Revised
Statutes, as amended.

The designated munici-
pal development and tax
increment financing dis-
trict consists of 542 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.

18 - 184854

EXHIBIT E

A TRUE RECORD
ATTEST 
TOWN CLERK, BRUNSWICK, ME

-Approved
BRUNSWICK TOWN COUNCIL
Minutes
July 29, 2013
6:30 P.M. – Regular Meeting
Municipal Meeting Room
Brunswick Station
16 Station Avenue

Councilors Present: Chair Suzan Wilson, W. David Watson, John M. Perreault, Gerald E. Favreau, Margo H. Knight, Sarah E. Brayman, John Richardson, Jr. and Benet Pols

Councilors Absent: Councilor Benjamin J. Tucker

Town Staff Present: Gary Brown, Town Manager; Fran Smith, Town Clerk/Assistant to the Town Manager; John Eldridge, Finance Director; Anna Breinich, Director of Planning and Development; Ken Brillant, Fire Chief; Denise Clavette, Business Development Manager; Joel Bruce, Police Sergeant; and TV video crew.

Chair Wilson called the meeting to order, asked for the Pledge of Allegiance and asked the Town Clerk for Roll Call.

Public Comment:

Leon Thayer, 91 Pleasant Street, spoke on the status of the Police Station and thanked those who serve our country in the military.

Correspondence:

Councilor Perreault announced a meeting of the Train Layover Facility advisory group on Tuesday.

Councilor Favreau said the Sewer District will be providing the Council with a tour on August 15, 2013, at 3:00 p.m.

Councilor Watson read a Proclamation from the Governor regarding the soldiers who served in the Korean War. He spoke about the Gold Star representing those who gave their lives.

Councilor Brayman spoke about having temporary speed bumps on Longfellow Avenue, and stated that public comments are allowed on all items that are on the agenda.

Adjustments to the Agenda: None

MANAGER'S REPORT:

(a) Council Committee Updates

Reports were given on the Downtown and Outer Pleasant Street Master Plan Implementation Committee and formation of a redistricting subcommittee.

(b) MMA Annual Election of Vice President and Executive Board (*Action Required*)

Councilor Perreault moved, Councilor Watson seconded, to approve the slate of nominations for the MMA Vice President and Executive Committee Members as presented on the voting ballot. The motion carried with eight (8) yeas.

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

(c) Report on the Marketing Brunswick Initiative (*Action Required*)

Debora King, BDA Executive Director, and Denise Clavette, Business Development Manager, spoke regarding this item.

Councilor Knight, Councilor Favreau, Councilor Perreault, Councilor Brayman, and Councilor Watson spoke regarding this item.

Councilor Watson moved, Councilor Favreau seconded, to endorse the Marketing Brunswick Initiative's outcome and support its use by the community and the Town. The motion carried with seven (7) yeas. Councilor Pols was opposed.

(A copy of a memo from Ms. Clavette and other supporting materials will be attached to the official minutes.)

(d) Update on the Police Station

Manager Brown spoke regarding this item and responded to a question from Councilor Pols.

(e) (ADDED) Sergeant Joel Bruce retiring

Manager Brown recognized Sergeant Bruce for his service to this community.

PUBLIC HEARINGS

85. The Town Council will hold a public hearing on an application for a special amusement license, and will take any appropriate action. (Manager)

Special Amusement

Jimbo's Catering

D/B/A: 1898 Bar & Grill

James Gallant

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165 River Road

Chair Wilson opened the public hearing; hearing no comments, she closed the public hearing.

Councilor Perreault moved, Councilor Watson seconded, to approve a renewal application for a special amusement license for Jimbo's Catering, located at 165 River Road. The motion carried with eight (8) yeas.

86. The Town Council will hear public comments on a MRRA TIF for the Executive Airport, and will take any appropriate action. (Councilor Tucker and Councilor Richardson)

Councilor Richardson spoke regarding this item. He was glad the Town and MRRA are at this point, and hopes the Council will approve the TIFs. They provide a chance for the Town and MRRA to work in a partnership, and to send a strong message that both parties are working together to help redevelop the base. MRRA will be able to do their infrastructure, which will assist in attracting businesses to the base. Plus, the Town will be able to receive revenues to be used similar to the uses outlined in the Molnlycke TIF, as well as use for school debt service. Quality schools will help MRRA market the base property to businesses. The TIFs provide a chance to improve on the Town's schools and will help with success at the base. He thanked the MRRA board and staff for their work on the TIFs.

Chair Wilson opened the public hearing.

John Peters, Chair of MRRA Board, spoke in support of the TIFs. The MRRA board enthusiastically supports both TIF applications. The establishment of the districts will help both the Town and MRRA, and this is a unique opportunity to generate property tax revenues. Since the closing of the base, MRRA has become the third largest taxpayer in Brunswick, and they are also the master developer for the base, also including maintaining the streets and utility systems. Many of them are old and need to be updated; MRRA needs revenues to assist in these upgrades. They plan to resurface roadways, replace street lights, and upgrade water and sewer systems. They have identified \$77 million of capital projects over the next five years. Without the TIFs resources, these improvements would be delayed, which would delay redevelopment and creation of new tax revenue. They hope to get \$12 million in TIF revenues. He urged the Council to approve these TIFs.

[Editor's Note: MRRA is a tax-exempt entity, but MRRA collects tax payments from its lessees and then pays the collected taxes to the town.]

Sandra Updegraph, 724 Durham Road and MRRA board member, spoke in support of the TIFs and spoke on the process that this negotiating committee went through to arrive at this conclusion. She was honored to be appointed to this committee, all of whom worked well together. This was a turning point in MRRA's relationship with the Town, with Brunswick Landing becoming part of the community. She thanked the Council for their efforts and urged them to support these two TIF programs.

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Steve Weems, 44 Thompson Street and MRRA board member, spoke in support of the TIFs. He is speaking as a resident and as someone who has worked for economic development in Brunswick. He reiterated MRRA's unconditional support of these programs. As a Brunswick resident and taxpayer, he feels they are great deals for the Town and MRRA. The base redevelopment success is fully dependent on quality of life, including schools and other aspects of life in Brunswick. It is an investment in the Town and it is an outstanding financial deal. He provided numbers regarding what the 30 year projection for the TIF numbers are based on, which are conservative, with no new valuation after year seven. Over 30 years \$51 million dollars of new tax revenues will be generated for Brunswick, with the Town receiving \$26 million. All uses of MRRA funds require Council approval. Most of the infrastructure are utility and roads, which are normally either the Town or the utility's responsibility, but is MRRA's instead.

Leon Thayer, 91 Pleasant Street, asked how much of TIF would be used for things like bio plants and other uses.

Chair Wilson closed the public hearing.

Councilor Richardson moved, Councilor Watson seconded, to adopt "Town Council Resolution - Adopting the Development Program for the Brunswick Executive Airport Municipal Development and Tax Increment Financing District."

Councilor Richardson thanked the staff, who played a critical role in this item. After the approval, it will be the professional staff who will work with MRRA to determine their needs. He urged support for this vote to assist MRRA with their infrastructure needs. MRRA's success is the Town's success and vice versa. In the end, the story that will be told is that the Town and MRRA took a major step to assist in the redevelopment of the base and increase the economic development vitality of this Town. The Town can partner with MRRA to move forward. The process still includes approval by the Commissioner of the Department of Economic Development.

Councilor Perreault asked if there was conditional support for the school debt service payment. Councilor Richardson responded the Commissioner indicated there was support for this to be included, pending a review of the final language submitted to DECD.

Councilor Perreault asked if the citizen's letter claiming that any Town activity with MRRA is illegal is not accurate. Manager Brown indicated that the claim has been reviewed by the Town Attorney and Attorney General and they determined it had no merit.

Councilor Brayman spoke in support of the TIFs and thanked all on the negotiating committee for their hard work. It is a careful balance to meet all the many needs the Town has in this difficult budget time, and it will promote growth at the base. She asked if any changes in language need to come back to Council. Manager Brown responded that substantive changes do come back, with the Manager having the authority on minor administration things.

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Shana Cook Mueller, Bernstein Shur, attorney representing the Town, agreed with Manager Brown.

Councilor Perreault said MRRA will come before the Town to request what they want to spend funds on. The Council can say "no" to a request if they do not agree with its use.

Councilor Richardson agreed with this, and added when they come to the Council, it gives MRRA a chance to tell their story, and both sides can embrace this collectively.

Councilor Favreau asked a question about what the difference is between the two TIFs, to which Councilor Richardson responded it is geography.

Manager Brown said the Town will still receive an advantage on school valuation formula and revenue sharing funding formula shifts by doing the TIFs.

Councilor Knight asked if there is a limitation on the geographic area a town can shelter under TIFs. Manager Brown responded the Town has plenty of capacity with 2.85% of town's property in TIFs, which is just over half of the 5% allowed.

Councilor Watson spoke regarding this item. With these TIFs, it brings MRRA and the Town together and creates a community.

Vote on motion:

Councilor Richardson moved, Councilor Watson seconded, to adopt "Town Council Resolution - Adopting the Development Program for the Brunswick Executive Airport Municipal Development and Tax Increment Financing District." The motion carried with eight (8) yeas.

(A copy of the adopted Application for a Municipal Development and Tax Increment Financing District will be attached to the official minutes.)

87. **The Town Council will hear public comments on a MRRA TIF for Brunswick Landing, and will take any appropriate action. (Councilor Tucker and Councilor Richardson)**

Chair Wilson spoke on behalf of Councilor Tucker, who was unable to make it tonight. He asked her to share that he urged the Council to vote for the TIFs and expects them to be approved by the Commissioner, since both sides worked together on them. He added if the programs come back with any substantive changes they will come back to the Council for their approval.

Chair Wilson opened the public hearing.

Leon Thayer, 91 Pleasant Street, asked how much of Brunswick Landing will be industrial and how much residential.

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Chair Wilson closed the public hearing.

Councilor Richardson moved, Councilor Favreau seconded, to adopt "Town Council Resolution - Adopting the Development Program for the Brunswick Landing Municipal Development and Tax Increment Financing District."

Councilor Richardson responded to Mr. Thayer's question from the last item. The Town does not know at this point what MRRA will ask for, but expects it to be infrastructure or some other creative project. MRRA makes the decisions on what they will be requesting from the Council.

Councilor Favreau spoke regarding this item. He thanked all those involved in negotiations and the MRRA Board. He cannot wait to see the development continue on the base.

Vote on motion:

Councilor Richardson moved, Councilor Favreau seconded, to adopt "Town Council Resolution - Adopting the Development Program for the Brunswick Landing Municipal Development and Tax Increment Financing District." The motion carried with eight (8) yeas.

Chair Wilson spoke regarding this item and said at a future meeting she is going to be appointing a three member Council subcommittee to review MRRA's requests.

Councilor Pols asked how long will it take for approval of the TIFs. Councilor Richardson, Manager Brown, and Ms. Cook Muller felt it would be relatively quickly.

(A copy of the adopted Application for a Municipal Development and Tax Increment Financing District will be attached to the official minutes.)

88. The Town Council will hear public comments on budget amendments to the 2013-14 Municipal budget, and will take any appropriate action. (Manager)

Chair Wilson opened the public hearing.

The following people spoke regarding this item:

Jane Millett, 10 Franklin Street

Ed Blot, 12 High Street

Chair Wilson closed the public hearing.

Councilor Pols, Councilor Richardson, Councilor Knight, Councilor Favreau, and Councilor Watson spoke regarding this item.

Councilor Perreault and Councilor Brayman asked questions, to which Manager Brown responded.

TABLED ITEM

84. The Town Council will consider endorsing the Route 24 Corridor Plan, and will take any appropriate action. (Councilor Knight)

Councilor Knight spoke regarding this item.

Councilor Perreault asked questions, to which Councilor Knight responded.

Councilor Knight moved, Councilor Richardson seconded, to endorse the Route 24 Corridor Management Plan, dated June 27, 2013, in support of the contained findings and recommendations. The Town of Brunswick will work with MaineDOT, the Midcoast Council of Governments and participating towns to support the plan's implementation as funding becomes available. The motion carried with eight (8) yeas.

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

NEW BUSINESS

89. The Town Council will consider approving the selection of the Construction Manager and Architectural firm for the new Town Hall renovation project at McLellan Building, and will take any appropriate action. (Councilor Watson, Councilor Favreau, and Councilor Knight)

Dana Bateman, 13 Franklin Street, and **Jane Millett**, 10 Franklin Street, spoke regarding this item.

Councilor Knight, Councilor Favreau, and Councilor Watson spoke regarding this item.

Councilor Richardson and Councilor Pols asked questions, to which Manager Brown responded.

Councilor Brayman, Councilor Perreault, Councilor Pols, and Councilor Richardson spoke regarding this item.

Councilor Richardson asked a question, to which Councilor Favreau responded.

Manager Brown spoke regarding this item.

Councilor Knight moved, Councilor Favreau seconded, to authorize the Town Manager to enter into an agreement with Warren Construction Group to provide Construction Manager services for the Town Hall renovation project at the McLellan Building. The motion carried with seven (7) yeas. Councilor Perreault was opposed.

Councilor Knight moved, Councilor Watson seconded, to authorize the Town Manager to enter into an agreement with Scott Simons Architects to provide architectural services for

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the Town Hall renovation project at the McLellan Building. The motion carried with seven (7) yeas. Councilor Perreault was opposed.

90. The Town Council will consider a request for Sellers of Prepared Food on Public Ways for outdoor seating for Frosty's Donuts, and will take any appropriate action. (Manager)

Councilor Favreau moved, Councilor Perreault seconded, to approve a license for Seller of Prepared Food on Public Ways on a Sidewalk for Frosty's Donuts, located at 54 Maine Street. The motion carried with eight (8) yeas.

91. The Town Council will consider appointments to the Town's Boards and Committees, and will take any appropriate action. (Appointments Committee)

Councilor Watson nominated the following people:

Earle Harvey for reappointment to the Sewer District Board of Trustees
Steven Garrett for reappointment to the ZBA
Claude Philippon for reappointment to the Water District
Don Kniseley for reappointment to the Davis Fund

The Council voted eight (8) yeas to reappoint these people to serve on their respective Boards.

Councilor Watson nominated the following people for the Recreation Commission, with the Appointment Committee wishing to fill 3 of the 4 spots.

Jeff Ward
Daniel Ankeles
Tammy Dostie-Gray

Councilor Perreault nominated Rebecca Banks for the last opening.

The Council voted:

Jeff Ward received seven (7) votes and was appointed.
Daniel Ankeles received eight (8) votes and was appointed.
Tammy Dostie-Gray received eight (8) votes and was appointed.

Rebecca Banks received three (3) votes but did not receive the five (5) that are required for appointment.

CONSENT AGENDA

- (a) Approval of the Minutes of July 15, 2013**
- (b) Approval of Gas utility location permit applications for MacMillan Drive, Colonial Drive, and Richards Drive**

(c) Approval of Post Issuance Compliance Policy

Councilor Brayman spoke regarding this item.

Councilor Perreault and Councilor Knight asked questions, to which Manager Brown and John Eldridge responded.

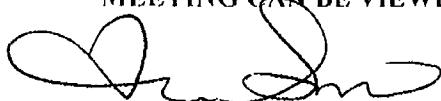
Councilor Favreau moved, Councilor Richardson seconded, to approve the Consent Agenda. The motion carried with eight (8) yeas.

(Copies of materials for CA-B and CA-C will be attached to the official minutes.)

Councilor Watson moved, Councilor Favreau seconded, to adjourn the meeting. The motion carried with eight (8) yeas.

The meeting adjourned at 9:47 p.m.

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



Frances Smith
Town Clerk/Assistant to the Town Manager
August 6, 2013

September 3, 2013
Date of Approval

Council Chair

A TRUE RECORD
ATTESTED
TOWN CLERK, BRUNSWICK, ME



EXHIBIT G

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

**Adopting the Development Program for the Brunswick Executive Airport Municipal
Development and Tax Increment Financing District**

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 Executive Airport Municipal Development and Tax Increment Financing District (the “District”) and to adopt a development program for the District (the “Development Program”); 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 recent closure of NAS Brunswick creates 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, adopting and implementing the Development Program for the District will help 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 July 29, 2013, 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 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, if any; and

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

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

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, 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 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.

Section 3. The Town Manager, or his duly appointed representative, is hereby authorized, empowered and directed to submit the proposed Development Program 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 shall automatically become final and shall take full force and effect upon receipt by the Town of approval of the Development Program 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 as he may deem reasonably necessary or convenient in order to facilitate the process for review and approval of the Development Program 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.

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

Proposed to Town Council:

Public Hearing: July 29, 2013

Adopted by Town Council: July 29, 2013


Adopted by the Brunswick
Town Council on July 29, 2013

A TRUE RECORD
ATTEST: 
TOWN CLERK, BRUNSWICK, ME