

**JOINT REVIEW BOARD
ANNUAL MEETING
VILLAGE OF KIMBERLY, OUTAGAMIE COUNTY, WISCONSIN**

Date: Tuesday, June 27, 2023

Time: 11:00 a.m.

Place: Kimberly Municipal Center, 515 W Kimberly Avenue, Kimberly, Wisconsin 54136

Agenda

1. Call to Order.
2. Roll Call.
3. Approval of the Minutes from the June 8, 2022 JRB Meeting.
4. Review the Village of Kimberly PE-300 Municipal Tax Incremental Finance (TIF) 2022 Audits and Annual Report for Tax Increment Finance District Numbers Four, Five and Six.
5. Adjourn.

In response to the Village's Proclamation of State of Emergency related to the COVID-19, a video conference link and teleconference phone number/access code will allow participation in the open meeting remotely.

Please join the meeting from your computer, tablet or smartphone.

<https://meet.goto.com/649091541>

You can also dial in using your phone.

United States:

[+1 \(571\) 317-3116](tel:+15713173116)

Access Code: 649-091-541

Get the app now and be ready when your first meeting starts:

<https://meet.goto.com/install>

JOINT REVIEW BOARD

VILLAGE OF KIMBERLY, OUTAGAMIE COUNTY, WISCONSIN

JUNE 8, 2022

Chairperson Danielle Block called the meeting to order at 1:02 pm. Appearing in person was Ms. Becky Hansen (KASD). Appearing by teleconference were Ms. Amy Van Straten (FVTC), Mrs. Jessica Schneider (VOK), Ms. Yvette Mueller and Mr. Brian Massey (Outagamie County). Also present were Operations Director Allyn Dannhoff, Clerk-Treasurer Jennifer Weyenberg, Community Enrichment Director Holly Femal, Deputy Clerk-Treasurer Sue Brown and one Outagamie County resident.

Hansen moved, Van Straten seconded the motion to approve the minutes of the June 15, 2021 Joint Review Board meeting. The motion carried by unanimous vote of the Board, with Yvette Mueller (Outagamie County) abstaining.

Chairperson Block reported that there is one LED lighting upgrade project planned in 2022 for Tax Incremental District (TID 4) in the amount of \$15,555. There is no outstanding debt for TID 4. It has an annual increment of approximately \$190,000 and remains a donor TID to TID 6.

Chairperson Block highlighted the recent activity in TID 5. Two recent developments occurred in the district. Stein's Garden & Home was built in 2020 into 2021. There is a development agreement associated with the Stein's development, a 15% pay-go. The Stein's location exceeds the development benchmark of \$2 million and is valued at \$2,498,400 exclusive of land value on January 1, 2022. The Vandeenboom, Verstegen Wealth Management development is new to the district, but has no development agreement associated with it. The total development was valued at \$819,600 on January 1, 2022. The current proforma for TID 5 includes the future additional bonding required for the Van Roy Road and the CTH CE/Railroad Street intersection improvements. This bonding is anticipated to close in September of 2022, with a total borrowing for TID 5 projects in the amount of \$955,000.

Chairperson Block reported that there are now eight development agreements in TID 6, all of which are on track to or have met their benchmarks. The most recent agreement is with Wilson Place, LLC for the development of the east riverfront area of the mill. Wilson Place, LLC is proposing a high-density residential development community with a total increase in value of \$103 million by 2030. The upcoming fall bonding will include the TID 6 infrastructure bonding. The current infrastructure costs are being refined by the engineers. The Village anticipates the borrowing amount to be approximately \$3 million. The updated proforma for TID 6 includes the newest development agreement and the anticipated bonding. The mandatory retirement of the TID is 2043.

During agenda item number four, a resident of Outagamie County, Jim Smits (N231 Lavender Lane, Appleton/Buchanan), requested that the Joint Review Board reconsider or terminate the approval for TID 4 to remain a donor TID to TID 6. Following a brief discussion on the intent of

the legislation of donor TIDs and the relief to TIDs that are distressed; Mr. Smits concluded that he is of the opinion TID 6 no longer appears to be distressed with the surplus of TID 6 growing from \$9 million to \$28 million. Mr. Smits formally requested that TID 4 be retired and returned to the tax roll for all taxing jurisdictions. Chairperson Block indicated that the surplus is based on projections in the proforma and it is too early to assume these benchmarks and growth rates will come to fruition. Ms. Hansen indicated that in past discussions the Joint Review Board remains committed to reviewing the necessity of TID 4 donor status to TID 6 annually. There were no further comments.

Hansen moved, Mueller seconded the motion to adjourn. The motion carried by unanimous and the Board adjourned at 1:18 pm.

Respectfully submitted,

A handwritten signature in black ink, reading "Danielle L. Block". The signature is written in a cursive style with a large, decorative initial "D".

Danielle L. Block
Chair

**VILLAGE OF KIMBERLY
NOTICE OF JOINT REVIEW BOARD MEETING
REGARDING THE 2022 TID ANNUAL REPORT
FOR TAX INCREMENTAL DISTRICT (TID) NOS. 4, 5 & 6
IN THE VILLAGE OF KIMBERLY, WISCONSIN**

NOTICE IS HEREBY GIVEN, that the Village of Kimberly will hold a Joint Review Board (JRB) meeting on June 27, 2023 at 11:00am in the Council Chambers at the Municipal Center, located at 515 W. Kimberly Avenue. The purpose of this meeting is for the JRB to review the Annual Report for TID Nos. 4, 5 & 6. The meeting is open to the public and may also be accessed remotely by phone or video conference. Please contact the Clerk's Office for remote access information.

Copies of the TID Annual Report will be available for review in the Clerk's Office located at 515 W. Kimberly Ave., Kimberly, WI 54136, and will be provided upon request.

Jennifer Weyenberg
Clerk - Treasurer

Posted: June 7, 2023
Published: June 14, 2023

Village of Kimberly

Outagamie County, Wisconsin

MUNICIPAL TAX INCREMENT FINANCE (TIF) ANNUAL REPORT (PE-300) – 2022
Reporting Year
TAX INCREMENT FINANCE DISTRICT NUMBERS FOUR, FIVE AND SIX



In accordance with Wisconsin Department of Revenue requirements, the Village of Kimberly will file the 2023 (2022 reporting year) PE-300 Reports, *Municipal Tax Increment Finance (TIF) Audits and Annual Reports.*

A continuation of this requirement: A standing Joint Review Board must meet by July 1 (or when the report is available) to review each TID's annual report.

This report is being prepared to provide additional information to the overlying taxing jurisdictions who comprise the Joint Review Board. The report covers the actual costs being expended in each TIF District, the financial prognosis of the district (including debt), as well as any planned or contemplated projects.

Maggie Mahoney, Administrator
June 25, 2023

Village of Kimberly

Directory of Officials

ELECTED OFFICIALS

Village President	Charles Kuen
Village Trustees	Lee Hammen Dave Hietpas Mike Hruzek Tom Gaffney Marcia Trentlage Norb Karner

DEPARTMENT HEADS

Administrator	Maggie Mahoney
Chief of Police	Daniel Miester
Community Enrichment Director	Holly Femal
Community Development Director	Maggie Mahoney
Clerk-Treasurer	Jennifer Weyenberg
Director of Public Works/Zoning Administrator	Greg Ulman
Deputy Clerk-Treasurer	Susan Brown
Fire Chief	Jim Hietpas
EMS Chief	VACANT
Library Director	Holly Selwitschka
Water Utility Superintendent	Jerry Verstegen (MCO)

JOINT REVIEW BOARD

Outagamie County	Thomas Nelson
Kimberly Area School District	Becky Hansen
Fox Valley Technical College	Amy Van Straten
Village of Kimberly Resident	Jessica Schneider

Tax Increment Finance District Number Four

Tax Increment Finance District Number Four (TID 4) was created on April 11, 2005. It was created specifically to address an abandoned commercial building which had closed approximately eight years earlier (former K-Mart) and had remained vacant ever since.

Due to the location of this commercial building, redevelopment as a viable commercial space was not successful. Its distance from the main commercial corridor for the general area (County Highway CE) or even downtown Kimberly severely hampered these efforts. Further, numerous attempts to redevelop the building for other commercial purposes (including a call center and a warehouse/storage facility) were unsuccessful.

After many months of marketing efforts on behalf of the Village, the only viable project to emerge was redevelopment of the site for residential purposes. This would include complete site demolition (building and parking lot). After negotiations with a developer became serious, the creation of a Tax Incremental Finance District was considered to help assist with the redevelopment.

The commercial building was demolished, the parking lot was stripped, utilities and roads were installed, and the area was transformed into a residential neighborhood of single family attached dwelling units. The need for this alternative type of housing was determined by the developer, and a development agreement was negotiated to protect the community investment and ensure appropriate increment would be generated.

The development has been very successful and today has a value of almost \$14 million, exceeding the value established by the TIF Project Plan approved for development. The Village completed upgrades to LED fixtures within the TID 4 boundary and ½ mile radius in 2022 for a cost of \$15,555.

In 2018 the Village asked the Joint Review Board to consider the option of making TID 4 a donor TID to TID 6, the Cedars Redevelopment. TID 4 was designated a donor TID in the fall of 2018. On February 22, 2019, the Wisconsin DOR approved the allocation amendment, designating TID 4 a donor TID. The first transfer from TID 4 to TID 6 occurred in 2019, in the amount of \$190,522.

There is no current outstanding GO debt for TID 4, and an annual increment of approximately \$190,000. During the summer of 2021, the 2005 advance from the Village's General Fund to TID 4 in the amount of \$420,000 was paid in full. There is no current outstanding debt for TID 4.

The draft 2022 audit reflects a surplus ending balance of \$20,496. An adjustment to reduce this amount by \$15,555 for the LED lighting upgrade may be needed and is unknown at the time of this report. All TID 4 expenditures have been recovered. The increment should remain relatively constant as no other building will occur on the site and no new debt will be incurred.

Form PE-300	TID Annual Report	2022 WI Dept of Revenue
------------------------	--------------------------	------------------------------------

Section 1 - Municipality and TID					
Co-muni code 44141	Municipality KIMBERLY	County OUTAGAMIE	Due date 07/03/2023	Report type ORIGINAL	
TID number 004	TID type 2	TID name Kimberly Park Villas	Creation date 04/11/2005	Mandatory termination date 04/11/2032	Expected termination date N/A

Section 2 - Beginning Balance	Amount
TID fund balance at beginning of year	\$20,621

Section 3 - Revenue	Amount
Tax increment	\$192,726
Investment income	\$25
Debt proceeds	\$0
Special assessments	\$0
Shared revenue	\$0
Sale of property	\$0
Allocation from another TID	
Developer guarantees	
Transfer from other funds	
Grants	
Other revenue	
Total Revenue (deposits)	\$192,751

Form PE-300	TID Annual Report	2022 WI Dept of Revenue
----------------	--------------------------	-----------------------------------

Section 4 - Expenditures	Amount
Capital expenditures	\$0
Administration	\$0
Professional services	\$0
Interest and fiscal charges	\$0
DOR fees	\$150
Discount on long-term debt	\$0
Debt issuance costs	\$0
Principal on long-term debt	\$0
Environmental costs	\$0
Real property assembly costs	\$0
Allocation to another TID	
TID number 006	\$192,726
Developer grants	
Developer name None	
Transfer to other funds	
Other expenditures	
Total Expenditures	\$192,876

Section 5 - Ending Balance	Amount
TID fund balance at end of year	\$20,496
Future costs	\$1,979,052
Future revenue	\$1,979,052
Surplus or deficit	\$20,496

Section 6 - Preparer/Contact Information	
Preparer name Margaret Mahoney	Preparer title Administrator
Preparer email mmahoney@vokimberlywi.gov	Preparer phone (920) 788-7800
Contact name Margaret Mahoney	Contact title Administrator
Contact email mmahoney@vokimberlywi.gov	Contact phone (920) 788-7500

Tax Increment Finance District Number Five

Tax Increment Finance District Number Five (TID 5) was created on June 16, 2008. It was created to promote commercial development in the newly annexed section of Emons Acres and the existing Opportunity Business Park, located at the intersection of County Highway CE (CTH CE) and Railroad Street (Emons Acres is located on the Southeast corner of the intersection and Opportunity Business Park is located on the Northwest corner of the intersection). There was interest in commercial development in this area but incentives were necessary to attract large commercial clients to locate or relocate. U.S. Venture began to spur development with the building of their new corporate headquarters in the southeast corner of the intersection. They also committed to an additional \$2.755 million in development as part of the original development agreement.

The U.S. Venture project is lagging, as their additional \$2.755 million in added value has not yet occurred. They continue to make a payment in lieu of taxes (PILOT) to support the decrement. There are no plans on the table for future projects at this location. In 2018, U.S. Venture announced they will be relocating their headquarters to Appleton. The Village remains a cooperative partner in attracting a new corporation to this location.

Aspire Senior Living was completed in July of 2017, this was the first phase of their project in Opportunity Business Park. As of January 1, 2018, the development added over \$16 million in assessed value. Having met the required \$12 million per the Development Agreement, the developer has received an incentive payment of \$1.5 million. The \$1.5 million was paid for through bonding in the summer of 2018. This note was refinanced in the summer of 2019, for a savings of over \$95,000. Aspire Senior Living (Kimberly ALF) filed a claim for excessive assessment for tax years 2018, 2019, 2020 and 2021. This claim was settled in 2022 and their 2022 assessment was revised accordingly.

The Village entered into a cost share agreement with the County in 2018 on the design and construction of an intersection reconstruction at CTH CE and Railroad Street. Construction is anticipated to begin in July 2023, which is the final year to incur TID related costs. Design and construction costs at the intersection of CTH CE and Railroad Street is a cost share of 90/5/5 – State (Federal)/County/Village.

In the Spring of 2021, the County received the State Highway Safety Improvement Program (HSIP) grant funds for the project as a safety improvement. This grant significantly lowers the Village's cost share. Total project costs were estimated at \$237,000 for design; \$50,000 for real estate acquisition; and \$1.9 million for construction. The Village of Kimberly portion would be approximately \$118,500 for design; \$0 for real estate; and \$266,500 for construction. In spring 2023 the construction cost estimate was updated to \$2,220,000, with the local share for the Village of Kimberly for construction increasing slightly to \$274,000.

The Village funded the Van Roy Road street construction project as part of this overall intersection improvement at 100% since it is a local road. Design and construction costs at the Van Roy Road intersection were 100% funded by the Village of Kimberly and were completed in 2022 for approximately \$600,000 for construction. Total Village costs for the improvement of Van Roy Road and CTH CE/Railroad intersection is \$985,000.

In 2020 there was interest in vacant land parcels within TID 5 along Kennedy Avenue, north of CTH CE. Two available parcels were sold for commercial/professional development. The corner of Kennedy Avenue and

Cobblestone Lane is now Stein's Garden & Home. A development agreement was signed between the Village and Stein's in October of 2020. The agreement includes a pay-go incentive in the amount of 15% of the guaranteed assessed value of \$2,000,000, exclusive of land value. The Garden Center was to be ready on or before July 31, 2021 – which was met. The guaranteed value was to be met by January 1, 2022. Stein's exceed this benchmark, being valued at \$2,498,400 exclusive of land value on January 1, 2022, and maintained this value as of January 1, 2023.

Vandenboom Verstegen Wealth Management is a professional office that was constructed at the SE corner of Kennedy Avenue and Cobblestone Lane. The property was purchased in early 2021 and construction of the building began shortly thereafter. The total development was valued at \$819,600 on January 1, 2023. There was no developer agreement for the existing development. A developer agreement was executed for the second phase of this development with an up front incentive of \$90,000 for a two-story expansion on the south end of the building and parking lot enhancements estimated to increase the assessed value by \$450,000. This project is planned for construction in 2024.

In August of 2020, the Village refinanced the 2018 \$1.435 million note and the 2012 \$3.165 million note. For an estimated savings of \$222,930.

Based on the current proforma, TID 5 expenditures would be recovered in 2028. The overall proforma and the incentive capitalized, the cash flow picture remains stable. The current proforma includes the additional bonding required for Van Roy Road and the CTH CE/Railroad Street intersection improvements which closed in the fall of 2022 with a total borrowing for TID 5 projects in the amount of \$955,000.

As of January 1, 2023, the outstanding GO debt stands at approximately \$4.4 million; sinking fund balance is \$1,439,897; annual debt retirement averages about \$487,000 per year; and annual tax increment in 2022 is about \$670,000 and will increase to about \$727,000 in 2023. There is a current 2014 advance from the Village's General Fund to TID 5 in the amount of \$842,000 at a 3.5% interest rate. The annual payment is approximately \$67,000 (principal) and \$15,260 (interest), scheduled to be paid off in 2027.

There is also a balance of approximately \$704,000 remaining in the TID 5 Capital Project Fund, which is designated for debt service payments additional trail development, roadway design/construction or additional incentives.

It is anticipated that TID 5 would be able to be retired early in 2029.

Form PE-300	TID Annual Report	2022 WI Dept of Revenue
------------------------	--------------------------	------------------------------------

Section 1 - Municipality and TID					
Co-muni code 44141	Municipality KIMBERLY		County OUTAGAMIE	Due date 07/03/2023	Report type ORIGINAL
TID number 005	TID type 6	TID name Emons TIF	Creation date 06/16/2008	Mandatory termination date 06/16/2031	Expected termination date N/A

Section 2 - Beginning Balance	Amount
TID fund balance at beginning of year	\$147,641

Section 3 - Revenue	Amount
Tax increment	\$661,457
Investment income	\$7,228
Debt proceeds	\$970,000
Special assessments	\$0
Shared revenue	\$41,259
Sale of property	\$0
Allocation from another TID	
Developer guarantees	
Transfer from other funds	
Grants	
Other revenue	
Total Revenue (deposits)	\$1,679,944

Form PE-300	TID Annual Report	2022 WI Dept of Revenue
----------------	--------------------------	-----------------------------------

Section 4 - Expenditures	Amount
Capital expenditures	\$0
Administration	\$0
Professional services	\$0
Interest and fiscal charges	\$59,063
DOR fees	\$150
Discount on long-term debt	\$0
Debt issuance costs	\$475
Principal on long-term debt	\$328,000
Environmental costs	\$0
Real property assembly costs	\$0
Allocation to another TID	
Developer grants	
Developer name N/A	
Transfer to other funds	
Other expenditures	
Total Expenditures	\$387,688

Section 5 - Ending Balance	Amount
TID fund balance at end of year	\$1,439,897
Future costs	\$4,726,879
Future revenue	\$7,832,649
Surplus or deficit	\$4,545,667

Section 6 - Preparer/Contact Information	
Preparer name Margaret Mahoney	Preparer title Administrator
Preparer email mmahoney@vokimberlywi.gov	Preparer phone (920) 788-7800
Contact name Margaret Mahoney	Contact title Administrator
Contact email mmahoney@vokimberlywi.gov	Contact phone (920) 788-7500

Tax Increment Finance District Number Six

Tax Increment Finance District Number Six (TID 6) was created on September 12, 2016. It was created to develop public infrastructure and offer developer incentives for the development of property formally known as the Kimberly Mill site. The Village of Kimberly proposes to market the property knowing that certain incentives are possible for projects that create sufficient tax base and/or create jobs within the greater community.

TID 6 is a blighted TID. The Village of Kimberly is responsible for all infrastructure design and construction. In December of 2016, the Village purchased the property from the previous developer for approximately \$5 million; making the Village also responsible for site prep, site development planning and developer incentives. The Village continuously refines the proposed project costs and scopes.

In the fall of 2018 the Village bonded for an additional \$6 million for projects and \$3 million for developer incentives. To date bonding for project costs and purchase of the site totals \$22 million. TID 4 was approved as a donor TID to TID 6 in 2019. TID 4 remains a donor to TID 6.

In the spring of 2020 the Village completed a Boundary Amendment for TID 6, including the former Shopko and Pick n' Save site area. Three parcels in total were added to the TID 6 boundary, designated as blighted. The Wisconsin Department of Revenue provided recertification of the base value on January 20, 2021. The Village is actively pursuing developers and concepts to revitalize these areas of the community. In the early Spring of 2022, Festival Foods announced that they had purchased the former Shopko site and will begin redevelopment of the parcel into a Festival Foods grocery location. The Village approved the Festival site plan in February 2023 with the site opening planned for Fall 2023. That timeline has since been pushed back by Festival and it is now anticipated that the site will be open in the Fall of 2024.

Currently there are eight signed developer agreements for TID 6, totaling \$217 million in guaranteed assessed value by January 1, 2030. This guarantee equals over 30% of the Village's 2022 valuation.

1. Papermill Estates

In April of 2017, the Village entered into a Development Agreement (DA) with Integrity Construction to develop 49 single family attached dwelling units at the corner of Maes and Main. This development is titled Papermill Estates Planned Unit Development. The developer met the required 10 dwelling units per year. The development was required to assess at \$10,500,000 or greater for tax purposes as of January 1, 2023—the development assessed at almost \$12 million as of January 1, 2022, meeting that requirement one year ahead of time. The DA includes a pay-as-you-go incentive in the amount of 20% of the total net annual property tax on the development for 20 years, after the first 10 units are constructed. The incentive will conclude after 20 years of grant payments. The developer is subject to PILOT payments if pre-established assessed values are not met per the schedule.

- The pay-as-you-go incentive was paid on June 30, 2021 in the amount of \$9,755. The incentive was 20% of the total net annual 2019 property tax and will continue for the next 20 years. The second pay-as-you-go incentive was \$19,361.
- All units were constructed in in the 2022 and as of this memo all but one has been sold.

2. Midwest Expansion - Apartments

In August of 2017, the Village entered into a DA (Apartments) with Midwest Expansion to develop several apartment building projects on several parcels of the Cedars redevelopment property. This DA was amended on August 6, 2018. The DA was amended to increase the total project assessed value from \$18 million to \$40 million. The development includes the construction of four apartment buildings along the riverfront. Construction commenced by October 1, 2018 and is anticipated to generate an increase in assessed value equal to or greater than \$40 million on or before January 1, 2023. The developer will receive a pay-as-you-go incentive in the form of a grant which will not exceed 20% of the project costs (not to exceed \$8.8 million total grant based on \$44 million in project costs). The DA establishes benchmarks in assessed value, if not met a PILOT payment is required.

- The first benchmark was January 1, 2019 in which there shall be a minimum of \$3 million in assessed value above the base. The actual added value achieved in 2019 was \$954,080. A 2019 PILOT payment was made by the developer in the amount of \$40,369.15 in 2020.
- The first incentive payment was paid to the developer on June 30, 2021 based on the 2019 taxes. The 2021 incentive amount was \$41,436. The incentive payments will continue so long as the minimum values are met or the PILOT payments are received.
- The second benchmark was January 1, 2020 in which there shall be a minimum of \$15 million in assessed value above the base. The actual added value achieved in 2020 was \$6.8 million. A 2020 PILOT payment was required, billed and paid in 2021, in the amount of \$194,473.03.
- The third benchmark was January 1, 2021 in which there shall be a minimum of \$21 million in assessed value above the base. The added value achieved in 2021 was in excess of \$24 million, exceeding the third benchmark. The incentive payment for the 2021 values of \$212,119 was paid in 2023.
- The fourth benchmark is January 1, 2022 in which there shall be a minimum of \$30 million in assessed value above the base. The added value achieved in 2022 was in excess of \$32 million, qualifying the developer for an incentive payment in August of 2024.
- The fifth and final benchmark is January 1, 2023 in which there shall be a minimum of \$40 million in assessed value above the base. The developer did not meet his benchmark. While construction of four more apartment units along the riverfront began in 2022, most of the buildings will not be completed until 2023.

In August of 2017, the Village entered into a DA (Restaurant Site) with Midwest Expansion to develop a restaurant on an existing tank structure along the riverfront for a total increased assessed value of \$500,000 by April 1, 2019. This DA was amended on August 6, 2018 creating two separate DA's: one for Tank I Apartments and one for a restaurant site.

3. Midwest Expansion – Oasis – Tank I Apartments

This DA includes the construction of a four-story 48-unit riverfront complex on an existing tank structure from the mill site. Developer must maintain at least an assessed value of \$12 million on or before January 1, 2020. Construction began in early fall of 2018. The developer received a grant in the amount of 22% of the project costs (not to exceed \$3,080,000). The DA establishes the minimum assessed value required (\$12 million), if not met a PILOT payment is required.

- The Village made an initial payment of a \$2,300,000 grant to the developer on January 1, 2019.
- Based on the 2020 Assessment Roll the total added value is \$8 million at 60% completion.
- A 2020 PILOT payment was billed to the developer in December of 2020 and paid in full.
- The Village received the PILOT and confirmed the project costs. The remaining incentive payment of \$780,000 was made to the developer at the beginning of 2021. There are no more incentives payable to the developer for this agreement.

- The added value of the development was \$13.3 million on January 1, 2023. This value exceeds the \$12 million minimum per the agreement.

4. Midwest Expansion – Restaurant Site

This DA includes the construction of a restaurant directly to the east of the tank apartments in the old water clarifier building. Developer must maintain at least an assessed value of \$500,000 on or before June 1, 2019. The developer will receive a pay-as-you-go incentive in the form of a grant which will not exceed 20% of the project costs (not to exceed \$100,000). The DA establishes the minimum assessed value required at \$500,000, if not met a PILOT payment is required.

- There is continued demolition and site preparation for the restaurant development parcel. The developer constructed the western portion of the site in Fall of 2020. The eastern portion is yet to be complete and the restaurant is not open yet.
- The developer did not meet the required \$500,000 in value by January 1, 2020. A PILOT payment was billed and paid on August 31, 2021 in the amount of \$10,100.90.
- The developer did not meet the required \$500,000 in value by January 1, 2021. A PILOT payment will be due on August 31, 2022 in the amount of \$5,363.98.
- Based on the 2022 values, it appears the developer will not meet the required \$500,000 for January 1, 2022. Another PILOT payment will be due on August 31, 2023.
- For the developer to receive an incentive payment (payable in 2022), the PILOT payments for the \$500,000 improvement value will be required. The developer has made the PILOT payments and will qualify for a 2023 incentive payment in the amount of \$6,626. Incentives are estimated to be \$7,500 annually until \$100,000 in total incentives have been paid.

5. Midwest Expansion – Mixed Use Site

In February of 2018, the Village entered into a DA (Mixed Use Site) with Midwest Expansion to develop an apartment complex (The Roots) and commercial sites along Papermill Run. Developer must create and maintain an increase in assessed value equal to or greater than \$15 million above the initial assessed value of \$356,000. This creation of value must be complete on or before five years from the Developer having access to the 14.27-acre property that is filled, compacted and ready for construction. Access to the site occurred on August 1, 2019.

- \$15 million assessed value (above the base value) due date is January 1, 2025. There are also required benchmarks: \$6 million by 2022, \$9 million by 2023 and \$12 million by 2024.
- If the value is not met in 2025 there is a PILOT payment requirement within the DA.
- There are no grant payments or any other incentive payments due to the Developer. As part of the DA, the purchase price of the land was \$1.00 and serves as the incentive to the developer.
- The total assessed improvements on January 1, 2023 (above the base value) is ~\$12 million, exceeding the second benchmark.

6. Rivers Edge of Kimberly LLC – Rivers Edge Subdivision

In May of 2019, the Village entered into a Development Agreement (Rivers Edge Subdivision) with Rivers Edge of Kimberly LLC and Bostad Builders. This DA is for 41 single family homes and two planned unit developments in Rivers Edge Subdivision. The developer purchased the land at a discount price of \$2.41 million dollars for nearly 20 acres of the remaining property in Rivers Edge subdivision.

- The developer must create over \$21 million in value above an initial base value of \$2,809,900 within 5 years.
- The developer has benchmarks for value creation of \$2 million by 2021, \$6 million by 2022, \$12 million by 2023, \$19 million by 2024 and over \$21 million by 2025.

- If the developer meets the required benchmarks they will receive a pay-as-you-go incentive of 20% of the required value, less the land sale grant discount, for a total pay-go incentive amount not to exceed \$3,260,392.
- A PILOT payment is required if the benchmarks are not achieved and for the life of the TID.
- The developer met the first benchmark. Total assessed value as of January 1, 2021 was \$6.8 million.
- The developer has also met the second benchmark. Total assessed value as of January 1, 2022 was \$9.4 million.
- With these benchmarks being met, the developer qualifies for the first incentive payment in 2023 (for 2021 values). Total incentive payment in 2023 is \$59,372.73 payable on or before June 30, 2023 for 2021 taxes, collected in 2022. These pay-go incentives will continue annually, as long as the benchmarks are met, until the maximum pay-go incentive amount is met.

7. Midwest Expansion – Main Mill Building

In January of 2020, the Village entered into a DA (Main Mill Building) with Midwest Expansion to develop the central riverfront area of the mill site. This DA is for the demolition, site preparation and development of the central riverfront site. The developer anticipates the creation of eateries, bars, mixed-use commercial and/or professional spaces with apartment structures above. The Village administered the demolition contract in 2020. After the demolition, the Village transferred the property to the developer. The developer must commence construction of the projects on or before January 1, 2022.

- The developer must create over \$12 million in value above an initial base value of \$427,839 by January 1, 2025.
- The developer has benchmarks for value creation of \$2 million by 2023, \$6 million by 2024 and \$12 million by 2025.
- If the developer meets the required benchmarks they will receive a pay-as-you-go incentive of 20% of the assessed value (above the base), not to exceed \$4,800,000.
- The developer anticipates a range of final developed value of \$12 million to \$24 million. The incentive is capped at a maximum of 20% of \$24 million in added value.
- It is anticipated that the developer will not meet the benchmarks as drafted. The Village and the developer are committed to renegotiating this DA in the best interest of all involved. The demolition of the site and structural analysis of the existing buildings have caused significant delays in the planning and development of the concept. Renegotiation will occur in 2023.

8. Wilson Place, LLC – East Side Mill Site

In April of 2022, the Village entered into a DA (East Side Mill Site) with Wilson Place, LLC to develop the east riverfront area of the mill site. This DA is for the site preparation and development of the east riverfront site. The developer anticipates the creation of 31 structures ranging from 28-unit condominiums, urban lofts, townhomes and single-family owner occupied dwelling units. The development will also include the construction of public roadways, public and private sidewalks/multi-modal paths and a regional stormwater pond. The developer must commence construction of the projects within 45 days of the Village's substantial completion of initial infrastructure.

- The developer must create \$103 million in value above an initial base value of \$1,995,800 by January 1, 2030.
- The developer has benchmarks for value creation of \$18 million by 2024, \$38 million by 2025 and \$58 million by 2026, \$78 million by 2027, \$88 million by 2028, \$98 million by 2029 and \$103 million by 2030.

- If the developer meets the required benchmarks they will receive a pay-as-you-go incentive of 20% of the assessed value (above the base), not to exceed \$20,600,000.
- As part of this DA, the Village has committed to the installation of public infrastructure, roadways, sidewalks, riverfront multi-modal path and construction of the regional storm water pond in an amount of \$3,368,000.
- The Village is near completion of utility construction for ~\$1.5 million and will commence the grading and graveling of the site in July 2023 for ~\$1.1 million, including construction of a regional stormwater pond and riverfront trail. It is anticipated that construction of the first building will begin in late summer/early fall of 2023.
- Due to the current status and timeline of the project, it is unlikely that that developer will be able to meet the first benchmark. The Village is committed to working with the developer and is willing to revise the DA timeline and benchmarks if the revisions are acceptable to the overall TID financing plan and goals.

Village staff and the Community Development Authority has been refining the additional project costs associated with infrastructure, storm water management, environmental coordination and the remaining site prep per the visioning plans and current Development Agreements. Future projects for the Village include: construction of roadways, completion of storm water management pond plantings, linear parkways, public overlooks, completion of environmental engineering and remaining parcel closures from WDNR, and re-signalization of the Lincoln/Maes intersection. These costs will be incurred from 2023 to 2027, totaling approximately \$2 to \$3 million (project estimates are currently being refined).

The Village issued a bond in the fall of 2022 for capital projects in the amount of \$4,915,700.

The proforma for TID 6 will be updated to illustrate the current Development Agreements, incentives, draft 2022 financial audit, 2023 assessed values, tax increment, investment proceeds, transfers from Donor TID 4 and current debt. As of January 1, 2023, outstanding debt is approximately \$35 million; annual debt service; incentives; and annual tax increment will be shown on the proforma. There is a balance of \$9.8 million in the TID 6 Sinking Fund, which is designated for debt service. There is a balance available in the TID 6 Project Fund of approximately \$2.06 million, which is designated for project costs listed above.

The mandatory termination date for TID 6 is September 12, 2043. The projections are conservative assuming a 1.0% construction growth over the life of the TID.

Form PE-300	TID Annual Report	2022 WI Dept of Revenue
------------------------	--------------------------	------------------------------------

Section 1 - Municipality and TID					
Co-muni code 44141	Municipality KIMBERLY		County OUTAGAMIE	Due date 07/03/2023	Report type ORIGINAL
TID number 006	TID type 2	TID name Kimberly Mill Site	Creation date 09/12/2016	Mandatory termination date 09/12/2043	Expected termination date N/A

Section 2 - Beginning Balance	Amount
TID fund balance at beginning of year	\$3,599,737

Section 3 - Revenue	Amount
Tax increment	\$842,636
Investment income	\$149,351
Debt proceeds	\$5,312,000
Special assessments	\$13,550
Shared revenue	\$0
Sale of property	\$1,057,151
Allocation from another TID	
TID number 004	\$192,726
Developer guarantees	
Developer name Midwest Expansion - Restaurant	\$5,364
Transfer from other funds	
Grants	
Other revenue	
Source Licenses and permits	\$55,081
Total Revenue (deposits)	\$7,627,859

Section 4 - Expenditures	Amount
Capital expenditures	\$146,469
Administration	\$0
Professional services	\$390,715
Interest and fiscal charges	
DOR fees	\$150
Discount on long-term debt	\$0
Debt issuance costs	\$475
Principal on long-term debt	\$565,000
Environmental costs	\$0
Real property assembly costs	\$0
Allocation to another TID	
Developer grants	
Developer name Midwest Expansion DA Restaurant	\$7,145
Developer name Midwest Expansion DA Apartments	\$212,119
Developer name Integrity Construction Papermill Estates	\$19,361
Transfer to other funds	
Other expenditures	
Total Expenditures	\$1,341,434

Section 5 - Ending Balance	Amount
TID fund balance at end of year	\$9,886,162
Future costs	\$72,454,896
Future revenue	\$97,785,810
Surplus or deficit	\$35,217,076

Section 6 - Preparer/Contact Information	
Preparer name Margaret Mahoney	Preparer title Administrator
Preparer email mmahoney@vokimberlywi.gov	Preparer phone (920) 788-7800
Contact name Margaret Mahoney	Contact title Administrator
Contact email mmahoney@vokimberlywi.gov	Contact phone (920) 788-7500