

TOWN COUNCIL

MEETING

PACKET

April 15, 2019



Town Council

Agenda
Monday, April 15, 2019
Town Hall, Council Chambers
450 So. Parish Avenue
7:00 PM



MISSION STATEMENT-*“The mission of the government of the Town of Johnstown is to provide leadership based upon trust and integrity, commitment directed toward responsive service delivery, and vision for enhancing the quality of life in our community.”*

Members of the audience are invited to speak at the Council meeting. Public Comment (item No. 5) is reserved for citizen comments on items not contained on the printed agenda. Citizen comments are limited to three (3) minutes per speaker. When several people wish to speak on the same position on a given item, they are requested to select a spokesperson to state that position. If you wish to speak at the Town Council meeting, please fill out a sign-up sheet and present it to the Town Clerk.

- 1) **CALL TO ORDER**
 - A) Pledge of Allegiance
- 2) **ROLL CALL**
- 3) **AGENDA APPROVAL**
- 4) **RECOGNITIONS AND PROCLAMATIONS –**
Mental Health Awareness Month
- 5) **PUBLIC COMMENT (three-minute limit per speaker)**

*The “Consent Agenda” is a group of routine matters to be acted on with a single motion and vote. The Mayor will ask if any Council member wishes to have an item discussed or if there is public comment on those ordinances marked with an *asterisk. The Council member may then move to have the subject item removed from the Consent Agenda for discussion separately.*

- 6) **CONSENT AGENDA**
 - A) Town Council Meeting Minutes – April 1, 2019
 - B) Payment of Bills
 - C) March Financial Statements
 - D) Second Reading Ordinance Number 2019-159 – An Ordinance Authorizing the Conveyance of Tract C, Clearview PUD, Second Filing, to the Weld County Reorganized School District RE5J
 - 7) **TOWN MANAGER REPORT**
 - 8) **TOWN ATTORNEY REPORT**
 - 9) **OLD BUSINESS**
 - 10) **NEW BUSINESS**
 - A) **Continued Public Hearing** – Continued Public Hearing Johnstown Plaza Design Book Guidelines Proposed Land Use Plan Lot 1 from B1 to B2
 - B) Award Contract to Asphalt Specialties – Town of Johnstown 2019 Street Overlay Project –
 - 11) **EXECUTIVE SESSION**
 - 12) **COUNCIL REPORTS AND COMMENTS**
 - 13) **MAYOR’S COMMENTS**
 - 14) **ADJOURN**
-

Work Session

1) Johnstown Farms Filing 2 & 3 - Water and Wastewater Topics



NOTICE OF ACCOMODATION

If you need special assistance to participate in the meeting, please contact the Town Clerk at (970) 587-4664. Notification at least 72 hours prior to the meeting will enable the Town to make reasonable arrangements to ensure accessibility to the meeting.

AGENDA ITEM 4

**PROCLAMATION
(Mental Health Awareness Month)**

PROCLAMATION
MENTAL HEALTH AWARENESS MONTH
MAY 2019

WHEREAS, Mental Health Month has been observed since 1949 to raise awareness of mental health conditions and the importance of mental health; and

WHEREAS, we are all affected by mental health, and one in four Coloradoans experience mental health conditions or substance use disorders, or both, each year; and

WHEREAS, the stigma against mental health conditions remains one of the greatest barriers to improving the lives of all Coloradans through better mental health; and

WHEREAS, mental health systems of care must be designed to meet the needs of the people being served; and

WHEREAS, 50% of all people with mental health conditions experience them by age 14, and 74% by age 24; and

WHEREAS, trusting and respectful relationships are the basis for successful treatment engagement and recovery; and

WHEREAS, increased focus on the prevention of mental health conditions and substance use disorders among children and adolescents through screening and early intervention helps improve lives, and

WHEREAS, comprehensive, community-based services that respond to individuals with mental health needs are cost-effective and beneficial to consumers and our community; and

WHEREAS, access to necessary medication and appropriate treatment helps prevent individuals from ending up in emergency rooms and jails; and

WHEREAS, people with lived experience of mental illness and/or substance use disorders get better, live in recovery, and provide invaluable knowledge of how to improve and transform systems of care, and

WHEREAS, it costs 7 times more to incarcerate someone with mental health issues than to treat them in the community; and

WHEREAS, there is a strong and growing body of evidence that supports the cost effectiveness and benefits to communities that have successfully implemented continuums of mental health care; and

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF JOHNSTOWN, COLORADO THAT I, Gary Lebsack, Mayor on behalf of the Town Council of the Town of Johnstown, hereby:

Proclaim May, as Mental Health Awareness Month, in the Town of Johnstown; and call upon the citizens, government agencies, public and private institutions, businesses and school districts to reaffirm our commitment to improving the overall health and well-being of our community; to increasing awareness and understanding of mental health, substance use disorders and co-occurring disorders; and the need for appropriate and accessible treatment and care for all people who have experienced these illnesses.

Dated this 15th day of April, 2019.

Mayor

ATTEST:

Town Clerk

AGENDA ITEM 6A-D

CONSENT AGENDA

- **Council Minutes – April 1, 2019**
 - **Payment of Bills**
 - **March Financial Statements**
 - **Ordinance Number 2019-159
(2nd Reading)**

Council Minutes

The Town Council of the Town of Johnstown met on Monday, April 1, 2019 at 7:00 p.m. in the Council Chambers at 450 S. Parish Avenue, Johnstown.

Mayor Lebsack led the Pledge of Allegiance.

Roll Call:

Those present were: Councilmembers Berg, Lemasters, Mellon, Molinar Jr., Tallent and Young

Also present: Avi Rocklin, Town Attorney, Matt LeCerf, Town Manager, Kim Meyer, Town Planner, Mitzi McCoy, Finance Director, Marco Carani, Public Works Director and Brian Phillips, Police Chief

Agenda Approval

Councilmember Mellon made a motion seconded by Councilmember Lemasters to approve the Agenda as submitted. Motion carried with a unanimous vote.

Recognitions and Proclamations

A Proclamation for Parkinson's Awareness Month was read by Mayor Lebsack.

Consent Agenda

Councilmember Berg made a motion seconded by Councilmember Young to approve the Consent Agenda with the following items included:

- March 18, 2018 Council Meeting Minutes
- Resolution 2019-12, Approving the Preliminary Plat and the Preliminary Development Plan for Vista Commons PUD, Located in the Southwest Quarter of Section 2, Township 4 North, Range 68 West of the 6th Principal Meridian, Town of Johnstown, County of Weld, State of Colorado, Consisting of Approximately 149 Acres.
- Resolution 2019-13, A Resolution Opposing Enactment of Senate Bill 19-181, Regarding New Regulation of Oil and Gas Development
- Water and Sewer Service Agreement – United Properties Development at 2534

Motion carried with a unanimous vote.

New Business

A. Public Hearing 1st Reading – Ordinance Number 2019-159, An Ordinance Authorizing the Conveyance of Tract C, Clearview PUD, Second Filing, to the Weld County Reorganized School District RE5J – Ordinance Number 2019-159 authorizes the Town to convey the property to the School District and authorizes the Mayor to sign the deed.

Mayor Lebsack opened the Public Hearing at 7:18 p.m. Resident, Lance Walker spoke in favor of the conveyance of land to the school district. With no further public comments, the public hearing closed at 7:26 p.m.

Councilmember Mellon made a motion seconded by Councilmember Berg to approve Ordinance No. 2019-159, an Ordinance Authorizing the Conveyance of Tract C, Clearview PUD, Second Filing, to the Weld County Reorganized School District RE-5J. Motion carried with a unanimous vote.

B. Consider Facility Management Agreement between the Town of Johnstown and the Young Men's Christian Association of Boulder Valley (YMCA) – The Town Council selected the YMCA to operate and manage the community recreation center, due to their experience and knowledge. This agreement addresses the operating subsidy, facility personnel, and programming, along with numerous other provisions. Councilmember Berg made a motion seconded by Councilmember Molinar Jr. to approve the Facility Management Agreement between the Town of Johnstown and the Young Men's Christian Association of Boulder Valley, a Colorado nonprofit corporation, and authorize the Mayor to sign it. Motion carried with a unanimous vote.

C. Resolution 2019-14, A Resolution of the Town of Johnstown, Colorado, Supporting the Application for an Energy Impact Grant from the State of Colorado Department of Local Affairs – The Town previously completed engineering design for Weld County Road 50. This area consists of about 9,700 linear feet of unpaved road section. The Town submitted an application to the Department of Local Affairs requesting a grant from funds provided through the state severance tax on energy and mineral production, to assist in the cost of the improvements. Councilmember Young made a motion seconded by Councilmember Mellon to approve Resolution No. 2019-14. Motion carried with a unanimous vote.

There being no further business to come before Council the meeting adjourned at 7:45 p.m.

Mayor

Town Clerk

Payment of Bills

Town of Johnstown
List of Bills - March 11 - April 7

Vendor	Description	Dept.	Amount
4990 Ronald Reagan LLC	Substation Lease	PD	1,519.75
A & E Tire Inc	Auto & trailer tires	PD	1,504.18
Ace Hardware	Supplies	PW	1,117.04
Ace of Blades	Snow removal	PW	1,247.00
Aclara Technologies LLC	DCU Utility software renewal	ADM	5,510.00
Adair, Christina	Mileage	PD	13.11
Adamson Police Products	Police supplies	PD	1,627.23
Amanda Sciarabba	Deposit refund	ADM	86.16
Anchor Auto Glass	Windshield replacement	PD	507.06
Aqua Backflow, Inc.	Envelope supply	PW	186.52
Arapahoe Rental	Equipment rental	PW	160.68
Arrowhead Forensics	Supplies	PD	64.00
Arrowhead Scientific Inc.	Police supplies	PD	147.59
Ashley Price	Deposit refund	ADM	135.06
Avalis Wayfinding Solutions	Name plate - Council	ADM	126.61
Barnett, Ronald	Training reimbursement	PW	55.00
Batteries Plus	Supplies	PW	239.85
Bobcat of the Rockies	Windshield for skid steer	PW	859.92
Brandon Copeland	Professional services	ADM	848.52
Brian Powell	Utility refund	ADM	69.90
CAMCA	Membership dues	ADM	20.00
Carillo Construction	Utility refund	ADM	2.53
Caselle, Inc	Support & new AR module	ADM	7,919.00
CDR Propane Services, LLC	Propane	PW	3,165.75
Central Weld County Water District	Water	PW	906.10
CH Diagnostic & Consulting	Water testing	PW	440.00
Chema Tox Laboratory Inc	Blood alcohol test	PD	401.00
Cintas - Loveland	Cleaning supplies	ALL	247.08
Cirsa	Insurance	ALL	1,401.60
Colorado Analytical Labs	Lab testing	PW	190.00
Colorado Door Control, LLC	Replace door closure	PW	277.50
Colorado Municipal Clerks Asso	Annual membership	ADM	195.00
Consolidated Home Supply Ditch &	Trace fees	ADM	2,400.00
Core & Main	Supplies & hydrant repair parts	PW	2,159.18
Coren Printing, Inc	Name badges	ALL	132.00
CSG Systems Inc.	Liquor Notice Signs	ADM	99.35
Dalton Triggs	Deposit refund	ADM	74.25
Dana Kepner Co.	Meter pit lids	PW	626.64
Daylene & Joe Blankenship	Utility refund	ADM	60.81
Dent Vision	Police car repairs	PD	9,251.50
Division of Oil & Public Safety	Annual registration of fuel tanks	PW	35.00
DPC Industries Inc	Chemicals - water	PW	22,984.61
Duane & Corrie Allendorf	Utility refund	ADM	63.84
Elite Printing Group, LLC	Business cards	ADM	44.00
Envirotech Services, Inc	Ice slicer	PW	5,674.11
Epic West Construction, LLC	Hydrant meter deposit refund	PW	1,056.25
Evidence Management for Law	Training	PD	175.00
Faris Machinery Co.	Sweeper	PW	899.48
Felsburg Holt & Ulevig	Engineering services	ADM	2,383.66
First National Bank	Custody acct	ADM	988.66

Town of Johnstown
List of Bills - March 11 - April 7

Galls LLC - DBA Neves Uniforms	Police supplies	PD	851.74
Gamez, Shirley Newsom	Mileage reimbursement	ADM	65.00
Garrett & Melody Farrar	Utility refund	ADM	60.81
Glenn A. Jones Library	Admin	ADM	78,750.00
Grainger, Inc.	Float switch, small equipment	PW	3,606.12
Greeley Tribune	Subscription	ADM	14.30
Greystone Technology Group	IT Services - server replacement	ALL	12,583.53
Ground Engineering Consultants	Johnstown Rec Center	ADM	5,456.00
Hach Company	Water supplies	PW	1,267.49
Hardline Equipment	Post pounder	PW	1,900.00
Harrington Industrial Plastics	Pump parts	PW	1,240.05
Hays Market	Supplies	PD	136.76
Helton & Williamsen, P.C.	Engineering services	ADM	11,552.01
Herrera, Saul	Supplies - reimbursement	PW	36.79
Hill & Robbins, PC	Legal services - water	ADM	2,553.00
HireRight Solutions Inc	Background screening	PW	250.00
Home Depot/GECE, The	Supplies	PW	604.49
Honstein Facility Service	Bldg. maintenance	PW	230.00
Insight North America, LLC	Investment fees	ADM	2,867.63
Intellichoice, Inc	Software	PD	1,495.00
International Assoc. of Plumbing	Training	PW	1,400.00
International Code Council Inc	Inspection supplies	INSP	135.00
J&S Contractors Supply Co.	Signs	PW	4,155.25
Jody Rowland	Deposit refund	ADM	71.01
John E Reid & Assoc Inc	Training	PD	575.00
Johnstown BBQ Day Committee	BBQ Days	ADM	20,000.00
Johnstown Breeze	Publishing	ADM	1,915.92
Johnstown Clothing & Embroidery	Safety jacket	PW	105.80
Jones, Martin	Boot reimbursement	PW	50.00
Karen Tibbetts	Deposit refund	ADM	89.19
Kelly Supply Co	Pump parts	PW	220.85
Kevin Haviland	Utility refund	ADM	60.37
Law Office of Avi Rocklin LLC	Legal services	ADM	18,810.00
Lazar, Michael	Legal services	ADM	1,062.50
LeCerf, Matthew	Travel reimbursement	ADM	210.40
Leonard Gonzales	Utility refund	ADM	60.81
Mac Equipment	Blower/vac	PW	20.46
Mares Auto Inc.	Tire mount	PW	72.00
Mariposa	Plant maintenance	PW	85.00
Markus Bosley	Deposit refund	ADM	56.22
Martin Supply, Inc	Supplies	PW	32.84
McCoy, Mitzi	Supplies reimbursement	ADM	338.26
MCMS, Inc.	Work on saturator at WTP	PW	3,600.00
Milliken Johnstown Electric	Pump house repairs & lake repairs	PW	915.00
Miracle Recreation Equipment	Replace broken playground equip.	PW	227.15
Newco Inc	Keystone kit	PW	159.84
Newman	Signs for roundabout	PW	1,907.48
Nicholas Cummins	Deposit refund	ADM	39.52
NOCO Engineering Company	Design packet for water plant	ADM	2,639.80
Northern Colorado Water	Water assessment	PW	461.25
Northern Safety Co Inc	Supplies	PW	146.28

Town of Johnstown
List of Bills - March 11 - April 7

Northwest Parkway	Tolls	PD	5.65
O.J. Watson Company Inc	Laser guide on plow truck, plow blades	PW	7,720.71
Office Depot	Office supplies	PD	60.56
Oztek Commercial Services	Heater sepair	PW	241.33
Personal Concepts	Signs/posters	PW	470.06
Pioneer	Streets supplies	PW	278.19
Poudre Valley REA	Utilities	ALL	11,067.15
ProCode Inc.	Inspection services	INSP	10,500.00
ProForce Law Enforcement	Police equipment	PD	647.50
Quill	Supplies	PD	62.27
Ramona J. Davis Trust	Utility refund	ADM	60.81
Rebecca Bruntz	Utility refund	ADM	93.16
Rebecca Quillen	Utility Refund	ADM	69.90
Reedesign Concept, LLC	Decal logo	PW	98.50
RG and Associates, LLC	Planning services	ADM	5,115.00
Rhinehart Oil Co., Inc.	Fuel	ALL	4,569.54
Roadtrip Travel and Events, LLC	FBI National Academy Trip	PD	639.00
Roberts Excavation Corporation	Snow removal	PW	2,880.00
Rocky Mountain Water Environment As:	Training class water/wastewater	PW	450.00
Royal-T	Jet locate	PW	455.00
Ruof, Susy	Community Center refund	ADM	210.00
Safety & Construction Supply, Inc.	Safety supplies	PW	195.66
Sanchez, Aaron	Reimbursement for FBI training needs	PD	1,200.96
Southwest Direct, Inc.	Utility bill mailing	ADM	2,474.46
Stanley Access Tech LLC	Building repair locks	PW	200.00
Steve Vidiri	Deposit Refund	ADM	65.16
SupplyWorks	Cleaning supplies	ALL	586.25
Tasman Geosciences	Hydrant meter deposit refund	PW	1,500.00
TDS (430 S. Parish)	Internet	ALL	253.36
The Gard Lateral Ditch Company	Water shares	ADM	525.00
UC Health	Felony blood draws	PD	294.74
United Power	Street lights	PW	749.10
USA Bluebook	Marking whiskers	PW	54.22
Utility Notification Center	Water	PW	587.88
Varidesk	Office supplies	ALL	1,385.00
Verizon Wireless	Phones	ALL	125.10
Waste Management	Trash service	PW	56,250.24
Weld County Dept of Public	Chemical supplies	PW	2,173.50
Weld County Garage	PW vehicle	PW	31,864.00
Werner, Michael	Supplies reimbursement	PW	66.72
William & Tia Povsha	Utility refunds	ADM	66.25
Williams, Kyle	Tuition reimbursement	PD	1,000.00
Windstream	Phone services	ALL	1,865.68
Winters, Hellerich & Hughes, L	Prosecuting attorney services	ADM	2,205.00
Workwell Occupational Medicine	Employment drug screen	ADM	36.00
Wryan Watkins	Deposit refund	ADM	77.07
Xcel Energy	Utilities	ALL	40,724.26
Yost Cleaning	Cleaning service	ALL	2,200.00
	Total		459,862.94

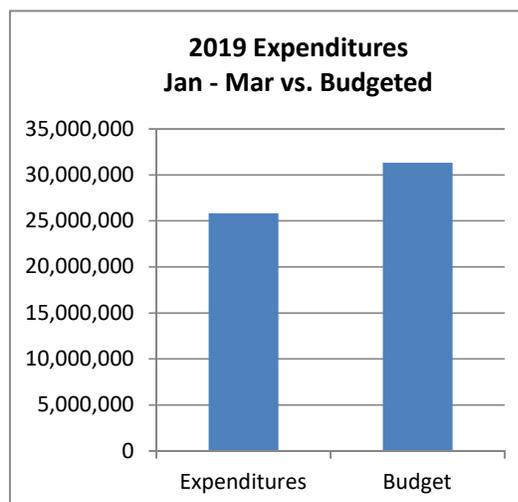
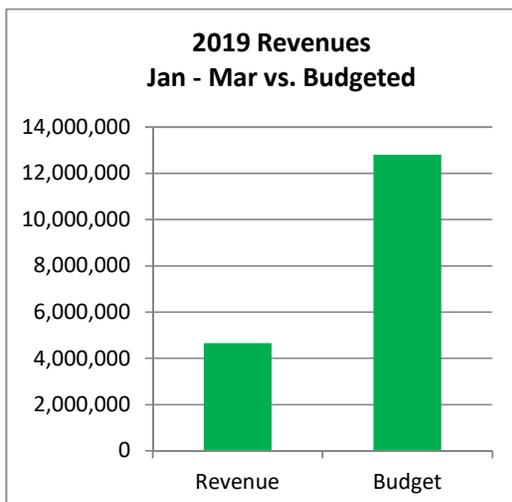
March Financial Statements

Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - General Fund
Period Ending March 31, 2019
Unaudited

General Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	46,372,234	46,372,234	
Revenues:			
Taxes & Fees	3,996,342	10,722,500	37.3%
Licenses & Permits	130,021	499,500	26.0%
Fines & Forfeitures	46,779	143,600	32.6%
Earnings on Investment	121,130	75,000	161.5%
Miscellaneous Revenue	10,661	53,000	20.1%
Total Operating Revenues	4,661,567	12,806,000	36.4%
Expenditures:			
Legislative	5,974	78,900	7.6%
Judicial	8,638	51,100	16.9%
Elections	-	19,300	0.0%
Administration	133,036	493,300	27.0%
Planning & Zoning	39,025	242,900	16.1%
Police	607,228	2,662,900	22.8%
Inspections	37,847	189,000	20.0%
Streets	310,466	1,549,900	20.0%
Cemetery	1,118	42,900	2.6%
Animal Control	1,330	93,400	1.4%
Senior Coordinator	20,567	76,400	26.9%
Parks	1,654	64,400	2.6%
Library	157,500	472,500	33.3%
Contingent	33,613	468,700	7.2%
Transfers Out	24,473,728	24,846,000	98.5%
Total Expenditures	25,831,726	31,351,600	82.4%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	(21,170,159)	(18,545,600)	
Ending Fund Balance*	25,202,075	27,826,634	

* - Unaudited

25% of the fiscal year has elapsed

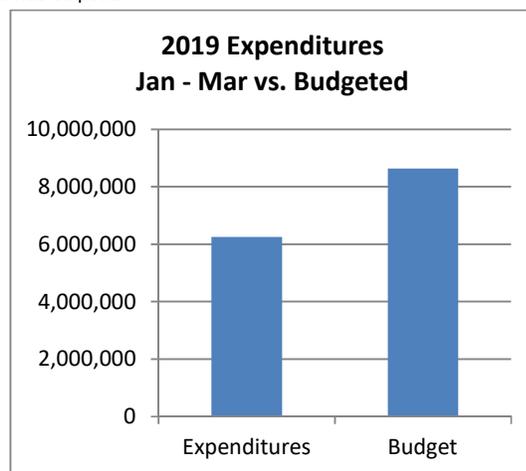
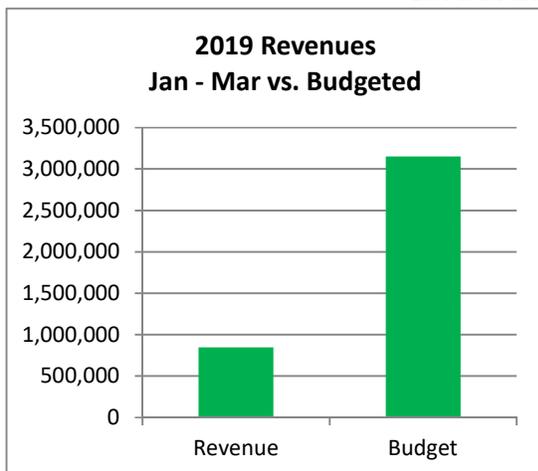


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Water Fund
Period Ending March 31, 2019
Unaudited

Water Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Cash Balance*	23,276,463	23,276,463	
Revenues:			
Charges for Services	<u>376,372</u>	<u>2,745,000</u>	13.7%
Total Operating Revenues	<u>376,372</u>	<u>2,745,000</u>	13.7%
Expenses:			
Administration	66,858	441,100	15.2%
Operations	335,646	2,343,800	14.3%
Capital Outlay	5,854,826	5,854,826	
Depreciation	-	-	
Transfers Out	-	-	
Total Operating Expenses	<u>6,257,329</u>	<u>8,639,726</u>	72.4%
Operating Income (Loss)	<u>(5,880,957)</u>	<u>(5,894,726)</u>	
Non-Operating Revenues (Expenses)			
Tap Fees	56,259	-	
Capital Investment Fees	130,688	-	
Misc. Revenues	171,677	305,000	56.3%
Interest Expense	<u>110,567</u>	<u>100,000</u>	110.6%
Total Non-Operating Revenues (Expenses)	<u>469,192</u>	<u>405,000</u>	115.8%
Excess (Deficiency) of Revenues and Other Sources over Expenses	<u>(5,411,765)</u>	<u>(5,489,726)</u>	
Ending Cash Balance*	<u>17,864,698</u>	<u>17,786,737</u>	

* - Unaudited

25% of the fiscal year has elapsed

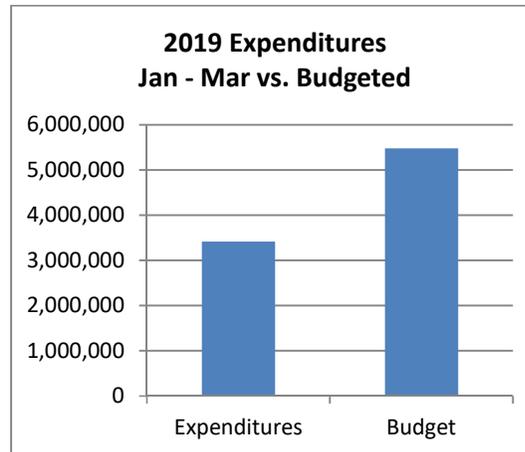
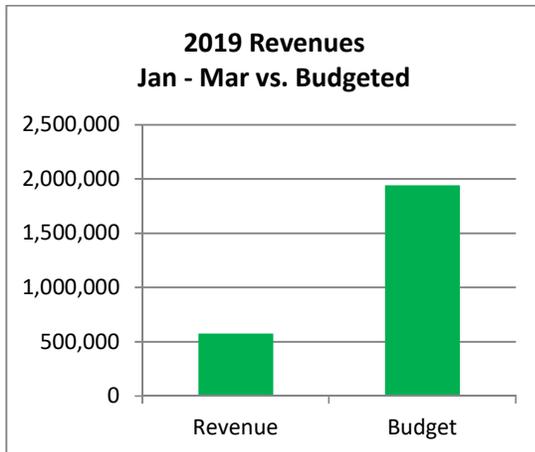


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Sewer Fund
Period Ending March 31, 2019
Unaudited

Sewer Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Cash Balance*	10,901,997	10,901,997	
Revenues:			
Charges for Services	499,845	1,880,000	26.6%
Miscellaneous Revenue	-	-	
	<hr/>	<hr/>	
Total Operating Revenues	499,845	1,880,000	26.6%
Expenses:			
Administration	53,311	291,000	18.3%
Operations	218,408	2,043,000	10.7%
Capital Outlay	3,145,174	3,145,174	
Depreciation	-	-	
	<hr/>	<hr/>	
Total Operating Expenses	3,416,893	5,479,174	62.4%
Operating Income (Loss)	<hr/>	<hr/>	
	(2,917,048)	(3,599,174)	
Non-Operating Revenues (Expenses)			
Capital Improvement Fees	42,380	-	
Misc. Revenues	6,616	12,500	52.9%
Interest Expense	25,921	50,000	51.8%
	<hr/>	<hr/>	
Total Non-Operating Revenues (Expenses)	74,917	62,500	119.9%
Excess (Deficiency) of Revenues and Other Sources over Expenses	<hr/>	<hr/>	
	(2,842,131)	(3,536,674)	
Ending Cash Balance*	<hr/>	<hr/>	
	8,059,866	7,365,323	

* - Unaudited

25% of the fiscal year has elapsed

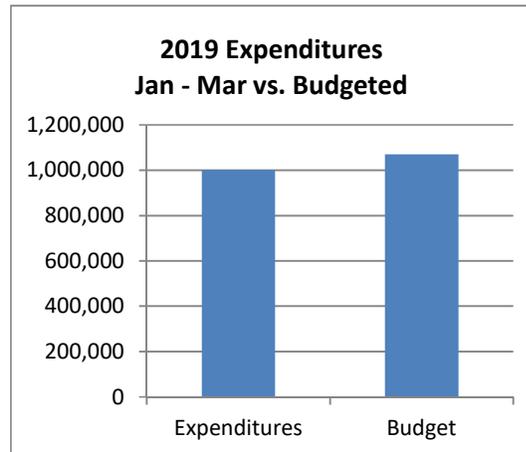
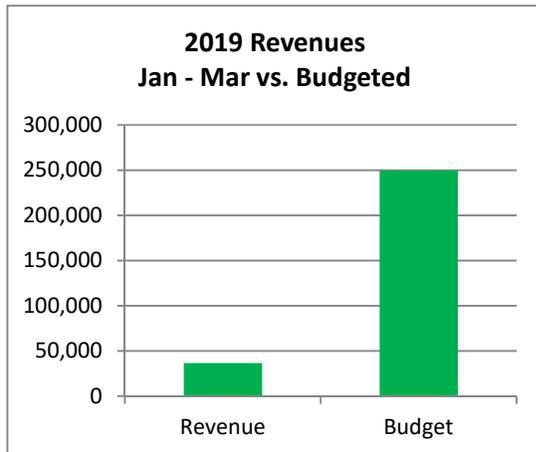


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Conservation Trust Fund
Period Ending March 31, 2019
Unaudited

Conservation Trust Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	2,651,796	2,651,796	
Revenues:			
Taxes & Fees	31,688	157,500	20.1%
Intergovernmental	-	72,000	0.0%
Earnings on Investment	4,767	15,000	31.8%
Miscellaneous	198	5,000	4.0%
Total Operating Revenues	<u>36,654</u>	<u>249,500</u>	14.7%
Expenditures:			
Operations	2,029	70,000	2.9%
Capital Outlay	<u>1,000,000</u>	<u>1,000,000</u>	100.0%
Total Expenditures	<u>1,002,029</u>	<u>1,070,000</u>	93.6%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	<u>(965,375)</u>	<u>(820,500)</u>	
Ending Fund Balance*	<u><u>1,686,421</u></u>	<u><u>1,831,296</u></u>	

* - Unaudited

25% of the fiscal year has elapsed

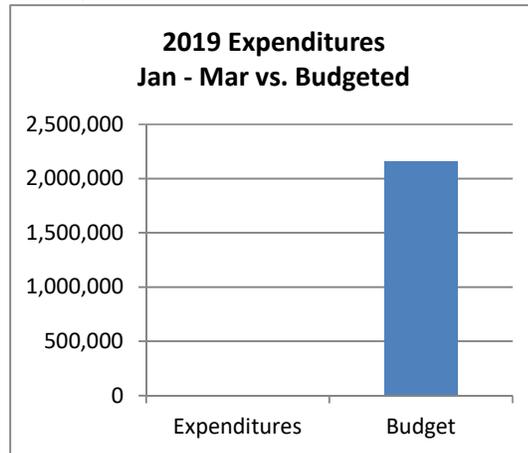
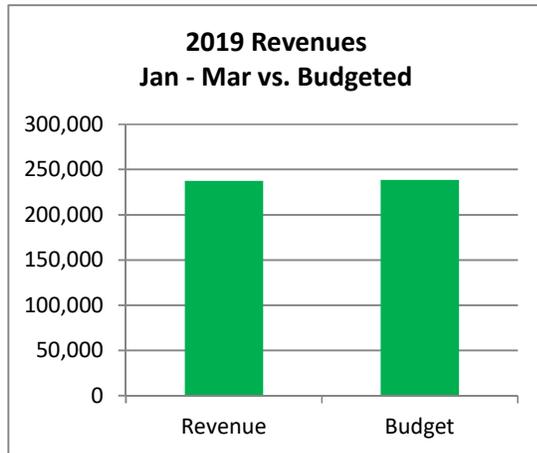


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Contingent Fund
Period Ending March 31, 2019
Unaudited

Contingent Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	1,964,383	1,964,383	
Revenues:			
Earnings on Investment	12,352	13,500	91.5%
Transfers In	225,000	225,000	
Total Operating Revenues	<u>237,352</u>	<u>238,500</u>	99.5%
Expenditures:			
Transfers Out	-	2,161,900	0.0%
Total Expenditures	<u>-</u>	<u>2,161,900</u>	0.0%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	<u>237,352</u>	<u>(1,923,400)</u>	
Ending Fund Balance*	<u><u>2,201,734</u></u>	<u><u>40,983</u></u>	

* - Unaudited

25% of the fiscal year has elapsed

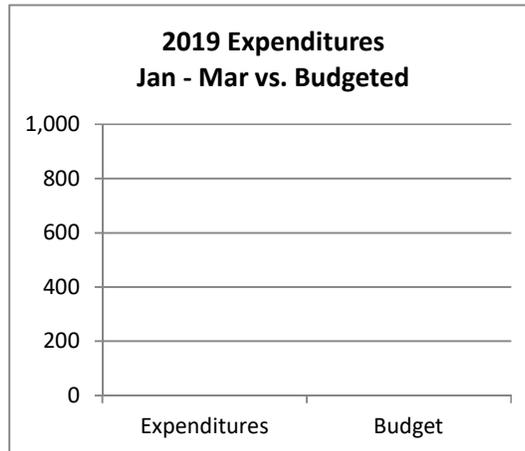
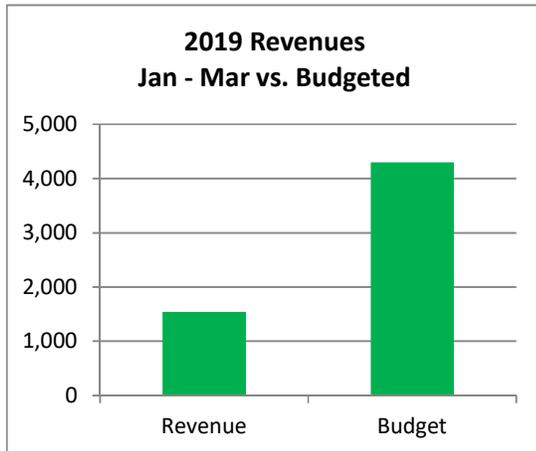


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Cemetery Fund
Period Ending March 31, 2019
Unaudited

Cemetery Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	120,895	120,895	
Revenues:			
Miscellaneous Revenue	594	3,000	19.8%
Earnings on Investment	946	1,300	72.8%
	<hr/>	<hr/>	
Total Operating Revenues	1,540	4,300	35.8%
Expenditures:			
Operations & Maintenance	-	-	
Capital Outlay	-	-	
Transfers Out	-	-	
	<hr/>	<hr/>	
Total Expenditures	-	-	
Excess (Deficiency) of Revenues and Other Sources over Expenditures			
	<hr/>	<hr/>	
	1,540	4,300	
Ending Fund Balance*			
	<hr/> <hr/>	<hr/> <hr/>	
	122,434	125,195	

* - Unaudited

25% of the fiscal year has elapsed

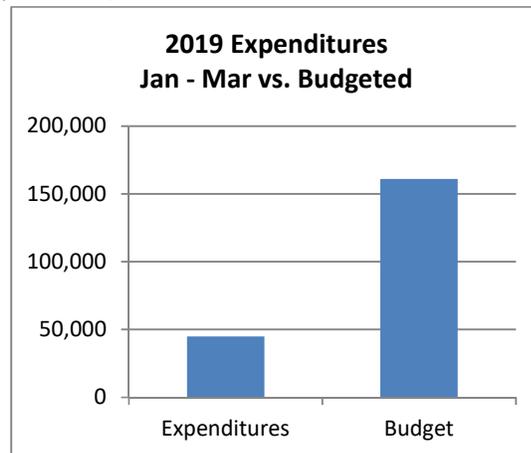
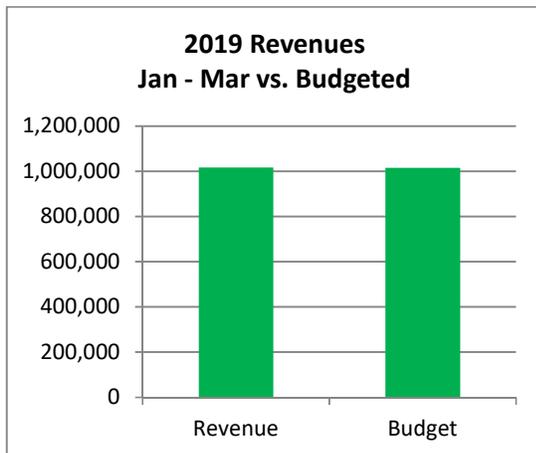


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Equipment Replacement Fund
Period Ending March 31, 2019
Unaudited

Equipment Replacement Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	3,770,626	3,770,626	
Revenues:			
Earnings on Investment	16,823	15,000	112.2%
Transfers In	1,000,000	1,000,000	
Total Operating Revenues	<u>1,016,823</u>	<u>1,015,000</u>	100.2%
Expenditures:			
Capital	<u>44,882</u>	<u>161,000</u>	27.9%
Total Expenditures	<u>44,882</u>	<u>161,000</u>	27.9%
Excess (Deficiency) of Revenues Over Expenditures	<u>971,941</u>	<u>854,000</u>	
Ending Fund Balance*	<u><u>4,742,568</u></u>	<u><u>4,624,626</u></u>	

* - Unaudited

25% of the fiscal year has elapsed

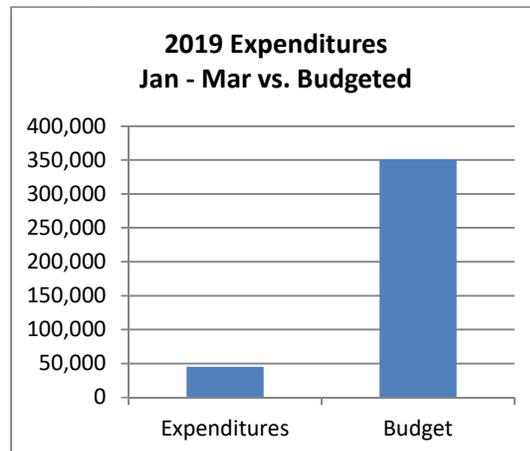
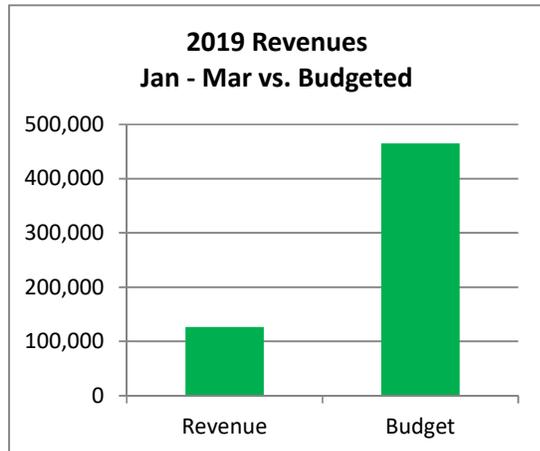


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Drainage Fund
Period Ending March 31, 2019
Unaudited

Drainage Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Cash Balance*	2,975,713	2,975,713	
Revenues:			
Charges for Services	<u>109,184</u>	<u>430,000</u>	25.4%
Total Operating Revenues	<u>109,184</u>	<u>430,000</u>	25.4%
Expenses:			
Administration	20,679	100,600	20.6%
Operations	24,237	249,900	9.7%
Capital Improvements	-	-	
Transfer Out	-	-	
Total Operating Expenses	<u>44,916</u>	<u>350,500</u>	12.8%
Operating Income (Loss)	<u>64,268</u>	<u>79,500</u>	
Non-Operating Revenues (Expenses)			
Capital Revenues	-	-	
Misc. Revenues	-	-	
Interest Expense	<u>17,408</u>	<u>35,000</u>	49.7%
Total Non-Operating Revenues (Expenses)	<u>17,408</u>	<u>35,000</u>	49.7%
Excess (Deficiency) of Revenues and Other Sources over Expenses	<u>81,676</u>	<u>114,500</u>	
Ending Cash Balance*	<u>3,057,389</u>	<u>3,090,213</u>	

* - Unaudited

25% of the fiscal year has elapsed

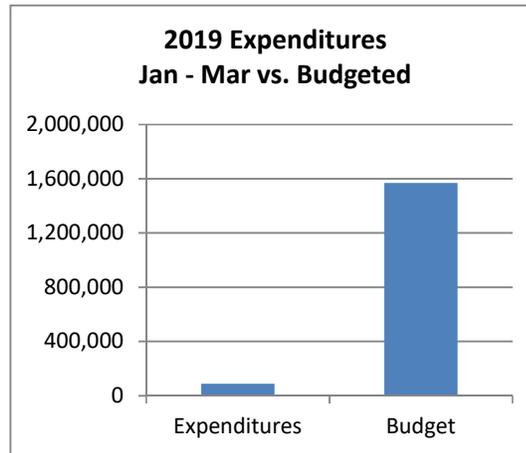
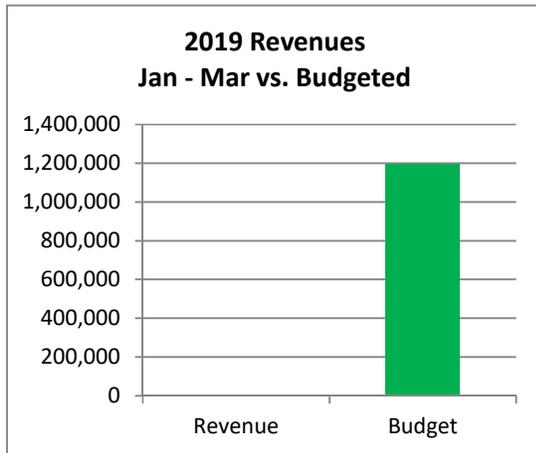


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Library Fund
Period Ending March 31, 2019
Unaudited

Library Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	1,872,089	1,872,089	
Revenues:			
Earnings on Investment	-	1,184,900	0.0%
Miscellaneous Revenue	-	9,000	0.0%
Transfers In	-	3,000	0.0%
	<hr/>	<hr/>	
Total Operating Revenues	-	1,196,900	0.0%
Expenditures:			
Operations	89,058	720,000	12.4%
Capital Outlay	-	850,000	0.0%
	<hr/>	<hr/>	
Total Expenditures	89,058	1,570,000	5.7%
Excess (Deficiency) of Revenues and Other Sources over Expenditures			
	<hr/> (89,058) <hr/>	<hr/> (373,100) <hr/>	
Ending Fund Balance*			
	<hr/> 1,783,031 <hr/>	<hr/> 1,498,989 <hr/>	

* - Unaudited

25% of the fiscal year has elapsed

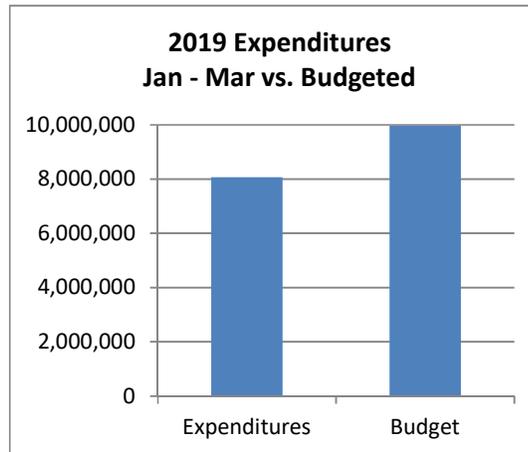
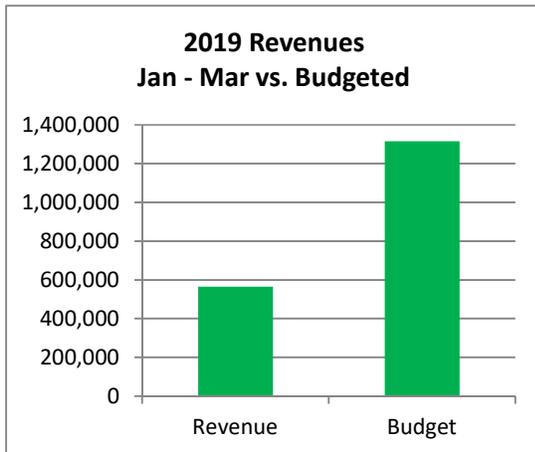


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Capital Projects Fund
Period Ending March 31, 2019
Unaudited

Capital Projects Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	19,867,294	19,867,294	
Revenues:			
Taxes and Fees	483,002	1,200,000	40.3%
Miscellaneous Revenue	-	15,000	0.0%
Interest	81,259	100,000	81.3%
Transfers In	-	-	
Total Operating Revenues	<u>564,261</u>	<u>1,315,000</u>	42.9%
Expenditures:			
Capital Outlay	69,836	1,973,500	0.0%
Transfers Out	8,000,000	8,000,000	0.0%
Total Expenditures	<u>8,069,836</u>	<u>9,973,500</u>	80.9%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	<u>(7,505,575)</u>	<u>(8,658,500)</u>	
Ending Fund Balance*	<u>12,361,719</u>	<u>11,208,794</u>	

* - Unaudited

25% of the fiscal year has elapsed

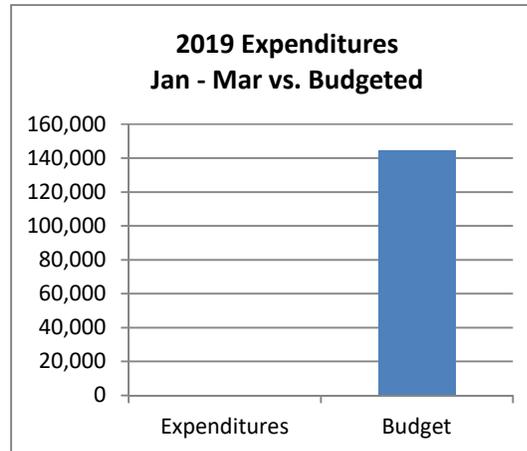
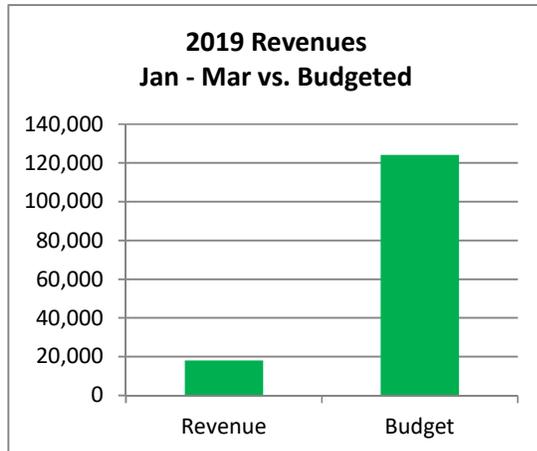


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Johnson's Corner Improvement Fund
Period Ending March 31, 2019
Unaudited

Johnson's Corner Improvement Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	19,275	19,275	
Revenues:			
Taxes & Fees	18,028	124,000	14.5%
Earnings on Investment	-	100	0.0%
Total Operating Revenues	<u>18,028</u>	<u>124,100</u>	14.5%
Expenditures:			
Capital Outlay	-	144,300	0.0%
Total Expenditures	<u>-</u>	<u>144,300</u>	0.0%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	<u>18,028</u>	<u>(20,200)</u>	
Ending Fund Balance*	<u>37,303</u>	<u>(925)</u>	

* - Unaudited

25% of the fiscal year has elapsed

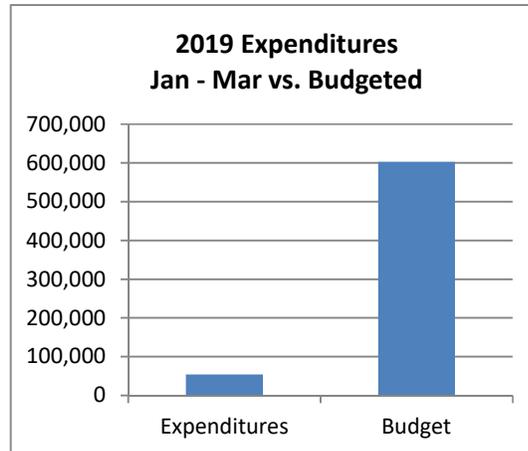
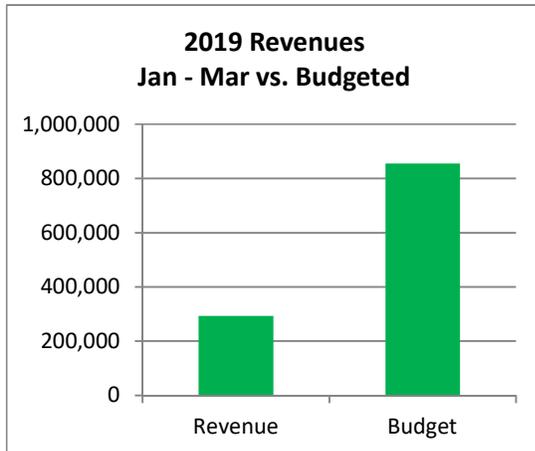


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Impact Fund
Period Ending March 31, 2019
Unaudited

Impact Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	18,435,604	18,435,604	
Revenues:			
Taxes & Fees	204,757	855,000	23.9%
Earnings on Investment	88,144	100,000	88.1%
Total Operating Revenues	<u>292,901</u>	<u>955,000</u>	30.7%
Expenditures:			
Capital Outlay	<u>54,013</u>	<u>602,839</u>	9.0%
Total Expenditures	<u>54,013</u>	<u>602,839</u>	9.0%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	<u>238,888</u>	<u>352,161</u>	
Ending Fund Balance*	<u>18,674,492</u>	<u>18,787,765</u>	

* - Unaudited

25% of the fiscal year has elapsed

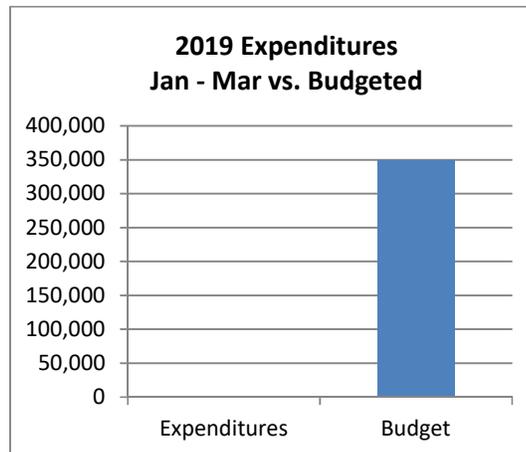
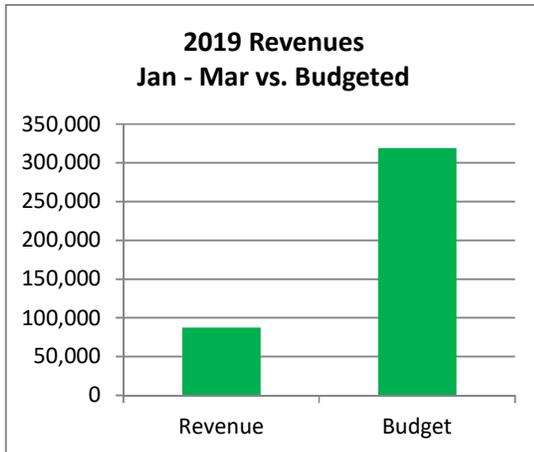


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Street Maintenance Fund
Period Ending March 31, 2019
Unaudited

Street Maintenance Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	300,231	300,231	
Revenues:			
Taxes & Fees	87,324	319,000	27.4%
Earnings on Investment	-	100	0.0%
Total Operating Revenues	<u>87,324</u>	<u>319,100</u>	27.4%
Expenditures:			
Operations & Maintenance	-	350,000	0.0%
Total Expenditures	<u>-</u>	<u>350,000</u>	0.0%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	<u>87,324</u>	<u>(30,900)</u>	
Ending Fund Balance*	<u>387,555</u>	<u>269,331</u>	

* - Unaudited

25% of the fiscal year has elapsed

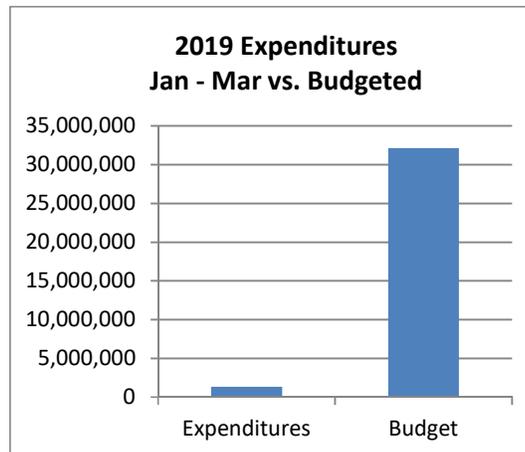
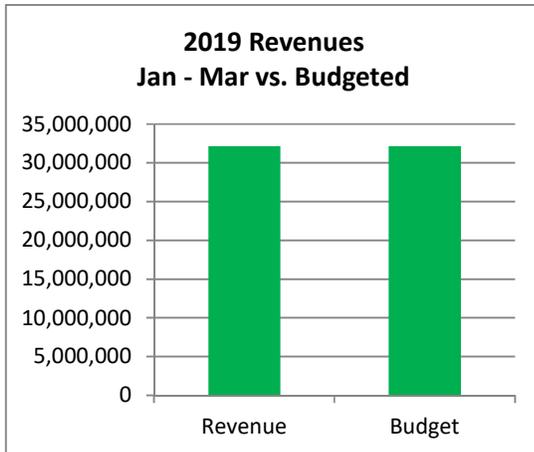


Town of Johnstown, Colorado
Statement of Revenues, Expenditures, and Changes in
Fund Balances - Recreation Center Fund
Period Ending March 31, 2019
Unaudited

Recreation Center Fund	2019 Actuals Jan - Mar	2019 Adopted Budget	%
			Complete
Beginning Fund Balance*	0	0	
Revenues:			
Transfers In	32,150,000	32,150,000	100.0%
Earnings on Investment	-	-	
Total Operating Revenues	32,150,000	32,150,000	100.0%
Expenditures:			
Operations & Maintenance	1,318,993	32,000,000	4.1%
Total Expenditures	1,318,993	32,000,000	4.1%
Excess (Deficiency) of Revenues and Other Sources over Expenditures	30,831,007	150,000	
Ending Fund Balance*	30,831,007	150,000	

* - Unaudited

25% of the fiscal year has elapsed



Ordinance No. 2019-159
(2nd Reading)

**TOWN OF JOHNSTOWN, COLORADO
ORDINANCE NO. 2019-159**

AN ORDINANCE AUTHORIZING THE CONVEYANCE OF TRACT C, CLEARVIEW PUD, SECOND FILING, TO THE WELD COUNTY REORGANIZED SCHOOL DISTRICT RE-5J, LOCATED IN THE NORTHEAST QUARTER OF SECTION 12, TOWNSHIP 4 NORTH, RANGE 68 WEST OF THE 6TH P.M., TOWN OF JOHNSTOWN, COUNTY OF WELD, STATE OF COLORADO, CONSISTING OF APPROXIMATELY 10 ACRES.

WHEREAS, the Town of Johnstown, Colorado (“Town”) is a Colorado home rule municipality, duly organized and existing under the laws of the State of Colorado and the Town’s Home Rule Charter; and

WHEREAS, on or about October 18, 2002, Clearview Development of Johnstown, LLC, a Colorado limited liability company, and Michael Harroun, the property owners, dedicated approximately ten acres of land to the Town for use as a school site, designated as Tract C on the Final Plat for Clearview PUD, Second Filing, located in the Northeast Quarter of Section 12, Township 4 North, Range 68 West of the 6th P.M., Town of Johnstown, County of Weld, State of Colorado, Weld County Clerk and Recorder Reception No. 3024732, as more particularly described on Exhibit A attached hereto and incorporated herein by reference (“Property”); and

WHEREAS, consistent therewith, on or about May 6, 2002, the Town and Clearview Development of Johnstown, LLC entered into a Public Improvement Development Agreement for Clearview, Filing No. 2, wherein the Town agreed to hold the Property for the Weld County Reorganized School District RE-5J (“School District”) for the construction of an elementary school and agreed, upon the School District’s request, to deed the Property to the School District; and

WHEREAS, the School District has indicated a desire to construct an elementary school on the Property and has requested that the Town deed the Property to the School District; and

WHEREAS, consistent with the foregoing, the Town desires to convey the Property to the School District.

BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF JOHNSTOWN, COLORADO, AS FOLLOWS, THAT:

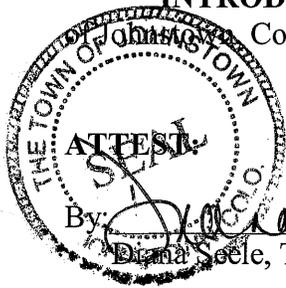
Section 1. The Town of Johnstown is hereby authorized to convey the following described real property to the Weld County Reorganized School District RE-5J:

Tract C, Clearview PUD, Second Filing, located in the Northeast Quarter of Section 12, Township 4 North, Range 68 West of the 6th P.m., Town of Johnstown, County of Weld, State of Colorado, consisting of approximately ten (10) acres.

Section 2. Upon the effective date of this Ordinance, the Town Attorney is directed to prepare a deed transferring the real property described above for execution by the Mayor, and the Town Manager, or his designee, is authorized and directed to take any other and further action in furtherance of the conveyance.

Section 3. This Ordinance, after its passage on final reading, shall be numbered, recorded, published and posted as required by the Town Charter and the adoption, posting and publication shall be authenticated by the signature of the Mayor and the Town Clerk and by the Certificate of Publication. This Ordinance shall become effective upon final passage as provided by the Home Rule Charter of the Town of Johnstown, Colorado. Copies of the entire Ordinance are available at the office of the Town Clerk.

INTRODUCED, AND APPROVED on first reading by the Town Council of the Town of Johnstown, Colorado, this 15th day of April, 2019.



By: Diana Seele
Diana Seele, Town Clerk

TOWN OF JOHNSTOWN, COLORADO
By: Gary Lebsack
Gary Lebsack, Mayor

PASSED UPON FINAL APPROVAL AND ADOPTED on second reading by the Town Council of the Town of Johnstown, Colorado, this _____ day of _____, 2019.

ATTEST:
By: _____
Diana Seele, Town Clerk

TOWN OF JOHNSTOWN, COLORADO
By: _____
Gary Lebsack, Mayor

AGENDA ITEM 7

TOWN MANAGER

REPORT



TOWN OF JOHNSTOWN

MEMORANDUM

TO: Honorable Mayor and Town Council Members

FROM: Matt LeCerf, Interim Town Manager

DATE: April 15, 2019

CC: Town Staff
Local Media

SUBJECT: Departmental Report

Upcoming Town Council Work Sessions – If there are topics that the Council would like staff to schedule for discussion, please let me know. The following topics are recommended for Council discussion (all meetings will be held in the Town Council Chambers unless otherwise indicated):

- 04/15/2019 – Regular Town Council Meeting
 - 04/22/2019 – Work Session (School District)
 - 04/29/2019 – Work Session (None Planned)
 - 05/06/2019 – Regular Town Council Meeting
-

Police Department

Training:

- *FBI Academy* – Commander Sanchez left for Quantico, Virginia March 31st to attend the FBI National Academy. Commander Sanchez will be gone for approximately 11 weeks. He will be immersed in command level academic study and rigorous physical training.

Community Policing, Outreach & Miscellaneous Items:

- *Event Preparation* – Lt. Oglesby attended the Realities Ride Motorcycle Run and Bike for MS Meeting at the Ranch. Both the motorcycle ride and the bicycle ride will be coming through town this year. The Realities Ride is expecting 100's of motorcycles riding through town Memorial Day weekend. The Bike for MS is expecting close to 3,000 bicycles riding through Johnstown on June 30th.
- *Johnstown BBQ Days* – Lt. Oglesby attended the monthly BBQ-Days committee meeting as the planning stages for BBQ Days have begun.
- *New Staff* – Noah Jaramillo started his first day as the Town's new Code Enforcement Officer on April 1st. Noah is very driven and will make a great addition to our enforcement team.

Administration, Finance, & Planning

- *Franchise Agreements* – Over the next 18 months, the Town will have to update its franchise agreements with both TDS Telecom and Poudre Valley REA. If Council has any feedback they would like to provide as we begin negotiations of these agreements it would be helpful to understand any issues or concerns as soon as possible to facilitate updating of the agreement.

The Community That Cares

- *NISP Water Project* – Staff met with Northern Water related to the Northern Integrated Supply Project (NISP). They are working similarly to Thornton Water with installation of a trunk line that they desire to install through our community. If Council has feedback on this we can schedule a work session to identify a position related to this install that possibly we could also apply to Thornton’s waterline which there appears to be opportunity to an extent explore based on recent discussions with them.
- *Anadarko Projects* – Staff met with representatives from Anadarko about several projects in the community and outside of our community but in our Growth Management Area/3-Mile Plan (GMA). We believe based on their current and potential projects the best approach is to enter into an operator agreement with them to ensure that both the oil and gas and the community development can both coexist for the benefit of our community now and into the future.
- *Upstate Meeting* – Staff met with Upstate Economic Development about updates to the Upstate’s website as it pertains to the Town’s profile on their website. We also discussed what our plans are related to the types of primary jobs that would fit well in the community. In the near future, we expect to invite the Executive Director of Upstate to visit the Town during a Council meeting to discuss economic development successes and challenges in Northern Colorado.
- *Special Events* - Staff met with multiple departments and the Front Range Fire Authority to discuss a more cohesive Special Events permitting process to help address requests about upcoming special events.
- *On-call* – Staff fielded 55 new walk-in/call-in inquiries from residents, brokers, and development professionals.
- *2018 Audit* – Preparation for the 2018 audit is well underway. The fieldwork for the 2018 audit has been rescheduled and is set to begin May 28th.
- *March Financials* – The March financials are included in the April 15th packet for your review. Budgeted transfers between various funds were booked in March which dramatically impacted several funds. Additionally, a Recreation Center Fund was established to account for all costs associated with the construction of the Recreation Center.
- *List of Bills* – The list of bills report has been modified to include the department and a brief description of the payment processed.

Public Works Department

Streets, Stormwater, & Parks

- *Parks* – Water is being turned on in Town parks. At the same time, crews are making sure no damages have occurred during winter to the lines and programming all of the clocks. Fertilizer is also being applied and we hope to have green grass within the next couple weeks. All restrooms have been cleaned and are open for the season.
- *Clearview* – A six inch line was excavated and repaired that connects into our irrigation system. Crews had a leak at the end of the 2018 and were able to repair for this year’s irrigation needs.
- *Rolling Hills Park* – All lights in the park were replaced with LED bulbs
- *Grading* – Approximately 7 miles of gravel roads were graded and we are getting prices to apply mag chloride to help with dust control during the dry summer months.
- *Oil and Gas Work* – Anadarko has been working on CR 44 and 46. While conducting their operations they were tracking dirt on to the gravel roadway. Don our Street Superintendent was able to negotiate 4 inches of new gravel to be placed on these roadways that were affected.
- *Streets* – The street sweeper has been out cleaning up debris from the winter months. HWY 60, Charlotte and N 2nd were completed. The air pump on the sweeper went out and is being repaired at Faris Equipment. As soon as its back, it will be back on the road.
- *Street Patching* – Crews also placed approximately 450 lbs. of pothole material on the streets since the last report.

- *Signs* – Multiple stop signs around Town were replaced. Crews will be installing the signs the week of the 15th on Dee and Expedition and Territory. These are the signs for the resident that came in with concerns of speeding through the neighborhood.
- *Fleet* – Service of a water department truck and a police cruiser were completed.
- *Inspections* – Oakwood homes is in the process of prepping road sections for paving that were not completed last year. Don has been witnessing proof rolls to make sure the Town receives the best final product we can get.

Water & Wastewater

- *Water tanks* – Crews have been working on the 1 MG storage tank north of Town. The Sanitary survey done by the State in the fall of 2018 stated we had a cross connection concern with the water in the tank. Marty, our Water & Wastewater superintendent and I put together a plan to disinfect the tank and get it back on line or at least no longer a cross connection threat. We drained the water out of the tank and injected it on Monday the 8th with a 500 gallon slug of chlorine with a 75 parts per million dosage. By Wednesday the tank was filled and it sat for 24 hours, to ensure proper disinfection. The tank will be drained slowly over the weekend of the April 12 – 15th. We will then refill the tank with fresh water, do a final flushing, and take bacteriological samples to the lab. Provided we have passing samples, we will have removed this cross connection violation. Staff will continue to monitor chlorine levels every two weeks to ensure good water and with additional sampling every month. We are working with two companies, Pipestone equipment and J-U-B Engineers to find a solution to getting the tank fully functional and operating properly and hope to have this completed in 60-days.
- *Water Plant* – Stanek is working on lowering the weir to increase flow at the water treatment plant. Also finishing the removal of the old piping in the filter building. Once completed the new saturator will be installed in the DAF (Dissolved Air Flotation) building.
- *Wastewater* – We have contracted with Veris Environmental to supply us with a dumpster to haul away sludge from the low point waste water treatment plant. We had sludge tested and the bio solids are suitable for land applications.
- *Cemetery* – Cleanup of the cemetery went well. TruGreen came and fertilized and water will be turned on the week of the 15th.

AGENDA ITEM 10A

CONTINUED PUBLIC HEARING

AMENDMENT TO THE

JOHNSTOWN PLAZA DESIGN BOOK

GUIDELINES

*PUBLIC HEARING PROCEDURE –Amendment to Johnstown Plaza Design Book
Guidelines Proposed Land Use Plan – Lot 1 from B2. To B2.

1. Open public hearing.
2. Receive information from staff.
3. Receive information from applicant.
4. Receive information from public.
 - a. Ask to hear from anyone who supports the Amendment.
 - b. Ask to hear from anyone who opposes the Amendment.
5. Receive rebuttal from applicant. (*Discretionary and only if warranted at the time.*)
6. Additional questions from Council, if any. (*Council may ask questions at any time until the hearing is closed.*)
7. Close the public hearing.
8. Discussion and deliberation among Council.
9. Make a decision and/or motion from Council.

SUGGESTED MOTIONS

For Approval:

(I move to approve the Amendment to the Johnstown Plaza Design Book (Guidelines) to change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-Family with the following conditions as established by the Planning Commission.

For Denial:

(I move to deny approval of the Amendment to the Johnstown Plaza Design Book (Guidelines) for the requested zoning change to B.2.

TOWN COUNCIL AGENDA COMMUNICATION

AGENDA DATE: April 15, 2019

ITEM NUMBER: 10A

SUBJECT: *Public Hearing – Public Hearing Regarding an Amendment to the Johnstown Plaza Design Book (Guidelines) to Change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-family

RECOMMEND ACTION: Approve the Resolution for a Land Use Designation Subject to the Conditions Proposed by Planning and Zoning Commission

ATTACHMENTS:

1. Resolution 2019-15
2. Map Depicting Site of Land Use Change
3. Planning and Zoning Packet Items Including Referral Agencies, Application with Submittals
4. Letters from TCMD 1 & 2 (2 Letters)
5. Letter from Johnstown Plaza Development Representatives

PRESENTED BY: Mr. Matt LeCerf, on behalf of Town Planner

AGENDA ITEM DESCRIPTION:

The owner of the property, have requested Town approval of an amendment to the Johnstown Plaza Design Book. The amendment would add a Multi-Family Residential, a Principal Use and Residential Accessory use Section, and change the Land Use Plan for the parcel currently designated B.1 Office, Flex, Retail. The applicant proposes to construct approximately 228 apartments, and accessory uses. If approved by Council, the guidelines for design, if the property develops into multi-family would follow the 2534 Design Guidelines.

Existing and Proposed Land Use(s): The property is presently vacant, and the proposal is for a Multi-Family and accessory uses in the southwest corner of Ronald Reagan Blvd. and Exposition.

Prior Actions: In 2016, this property was included in an amendment to the 2534 Design Guidelines to remove the Johnstown Plaza commercial area from the 2534 Design Guidelines. The Johnstown Plaza Design Book was approved in February 2018.

On February 13, 2019, the Planning and Zoning Commission reviewed and approved the applicant's rezoning request with a motion to recommend approval of the Amendment to the Johnstown Plaza Design Book (Guidelines) to change the Land Use Designation of Lot 1 (approximately 11.5 acres), 2534 Subdivision Filing No. 16 *from* B.1 Office, Flex and Retail Uses *to* B.2 Office, Flex, Retail and Multi-Family with the following conditions:

Conditions Proposed by P & Z:

1. The Site Plan shall be revised to comply with Town's Traffic Engineer's requirements including those presented in a letter dated November 20, 2018, in a letter to John Franklin including:
 - a. reducing the number of vehicular ingress/egress points on Ronald Reagan Blvd. to ONE and aligning it "with the Ridgeview Office Park access" and
 - b. moving the first vehicular ingress/egress point south of Ronald Reagan Blvd. along the west side of Exposition Drive further south to meet the "minimum 175 foot spacing" requirement; and
2. Preparing and providing the Town Engineer with a water system modeling report for the proposed development; and,
3. Compliance with the Town's and Loveland Fire and Rescue Authority's Standards for all improvements; and,
4. Addressing and resolving the "Sanitary Interceptor Sewer" issue downstream of the 2534 area but upstream of the Low Point Wastewater Treatment Plant identified by the Town Engineer to the Town's satisfaction prior to Final Design approval.

Special Note (UPDATE SINCE March 4, 2019):

The public hearing was continued on March 4 due to questions and comments of objections not being answered by the applicant. This meeting will either complete the public hearing or continue it again to a later date. The applicant is not expected to be in attendance, but other representatives related to matters in the letters from TCMD 1 & 2 will be present if the Council desires to move forward with the public hearing without the applicant present.

Special Note (UPDATE SINCE March 18, 2019):

The public hearing was continued on March 18 due to the applicant not being present at the meeting until April 15, 2019. This meeting may complete the public hearing portion as the applicant is expected to be in attendance.

LEGAL ADVICE:

The resolution was drafted by the Town Attorney

FINANCIAL ADVICE:

Not Applicable

RECOMMENDED ACTION:

The Planning and Zoning Commission has recommended approval of the amendment (with conditions).

SUGGESTED MOTIONS:

For Approval:

I move to approve the Amendment to the Johnstown Plaza Design Book (Guidelines) to change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-Family with the following conditions as established by the Planning Commission (or based on Council recommendation).

For Denial:

I move to deny approval of the Amendment to the Johnstown Plaza Design Book (Guidelines) for the requested zoning change to B.2.

Reviewed and Approved for Presentation:

Town Manager

RESOLUTION

No. 2019-15

TOWN OF JOHNSTOWN, COLORADO

RESOLUTION NO. 2019-15

APPROVING AN AMENDMENT TO THE JOHNSTOWN PLAZA DESIGN HANDBOOK LAND USE PLAN TO DESIGNATE LOT 1, 2534 SUBDIVISION FILING NO. 16, AS “AREA B.2” TO ALLOW MULTI-FAMILY RESIDENTIAL DEVELOPMENT, AND TO REQUIRE THAT THE DESIGN STANDARDS SET FORTH IN THE 2534 DESIGN GUIDELINES APPLY TO THE MULTI-FAMILY RESIDENTIAL DEVELOPMENT

WHEREAS, on or about February 21, 2018, the Town Council of the Town of Johnstown (“Town”) approved and adopted the Johnstown Plaza Design Handbook (“Design Handbook”); and

WHEREAS, on or about October 16, 2018, the property owner, Johnstown Plaza, LLC, a Kansas limited liability company, filed an application for an amendment to the Land Use Plan contained in the Design Handbook to designate Lot 1, 2534 Subdivision, Filing No. 16, from an Area B.1 designation (Office, Flex and Retail) to an Area B.2 designation (Office, Flex, Retail and Multi Family Residential), to allow, in addition to the current uses, multi-family residential development; and

WHEREAS, Section 1.3.5 of the Design Handbook provides that a change in land use constitutes a major change and shall require action by the Planning and Zoning Commission and final approval by the Town Council; and

WHEREAS, on February 13, 2019, the Planning and Zoning Commission held a public hearing, and voted to recommend approval of the proposed land use change on the conditions that:

1. The applicant revise the site plan to comply with Town’s Traffic Engineer’s requirements, including those presented in a letter to John Franklin dated November 20, 2018, which include:
 - a. reduce the number of vehicular ingress/egress points on Ronald Reagan Boulevard to one and align it “with the Ridgeview Office Park access;” and
 - b. move the first vehicular ingress/egress point south of Ronald Reagan Boulevard along the west side of Exposition Drive further south to meet the “minimum 175 foot spacing” requirement;
2. The applicant prepare and provide the Town Engineer with a water system modeling report for the proposed development;
3. The applicant comply with the Town’s standards and with Loveland Fire and Rescue Authority’s standards for all improvements; and
4. The applicant address and resolve the “sanitary interceptor sewer” issue downstream of the 2534 development, but upstream of the Low Point Wastewater Treatment Plant, as identified by the Town Engineer, to the Town’s satisfaction prior to final design approval.

WHEREAS, on April 15, 2019, the Town Council held a public hearing to consider the application and heard evidence presented by, among others, a representative of the applicant; and

WHEREAS, based upon all the evidence received, the Town Council finds that proposed land use change is appropriate and in the best interests of the Town, subject to the following conditions.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF JOHNSTOWN, COLORADO, THAT:

Section 1. The Land Use Plan contained in the Johnstown Plaza Design Handbook, as approved on February 21, 2018, shall be amended to designate Lot 1, 2534 Subdivision Filing No. 16 as “Area B.2” subject to the following conditions:

1. The Planning and Zoning Commission’s conditions of approval shall be satisfied;
2. Multi-family residential development in Area B.2 shall be subject to the design standards for multi-family residential development set forth in the 2534 Design Guidelines; and
3. The Johnstown Plaza Design Handbook shall be amended to reflect that the 2534 Design Guidelines applies to multi-family residential development in Area B.2.

Section 2. This Resolution shall be in full force and effect from and after the date of its passage and approval.

PASSED, SIGNED, APPROVED, AND ADOPTED this __ day of _____, 2019.

ATTEST:

TOWN OF JOHNSTOWN, COLORADO

By: _____
Diana Seele, Town Clerk

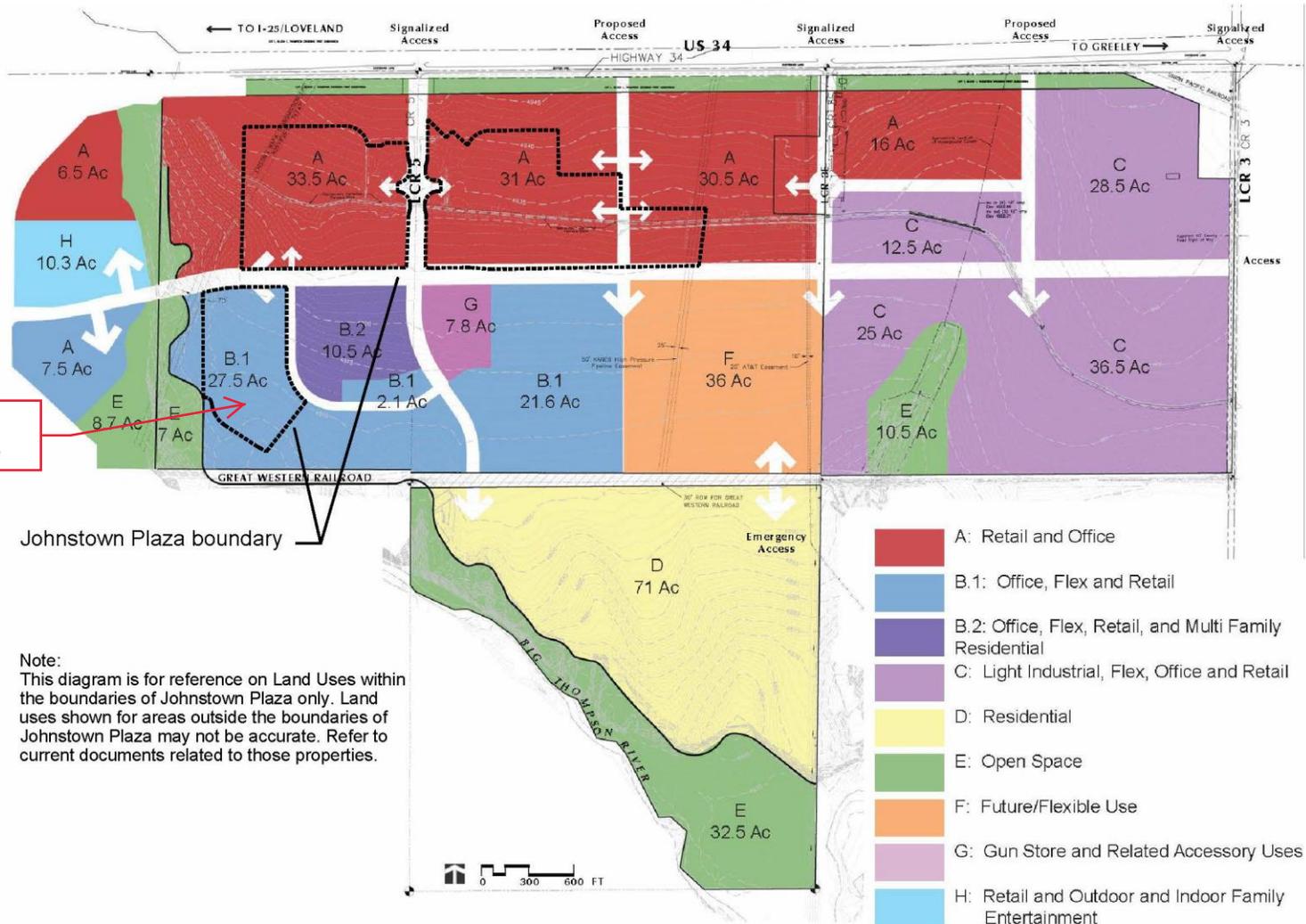
By: _____
Gary Lebsack, Mayor

2534 Design Guidelines

Land Use Map

PROPOSED LAND USE PLAN for Johnstown Plaza

Proposed Amendment Site



PLANNING AND ZONING INFORMATION

AGENDA ITEM 4B

PUBLIC HEARING:

**Amendment to the Johnstown
Plaza Design Book (Guidelines)**

AGENDA MEMORANDUM

TO: Johnstown Planning and Zoning Commission
FROM:
DATE: For February 13, 2018
SUBJECT: Public Hearing Regarding an Amendment to the Johnstown Plaza Design Book (Guidelines) to Change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-family

Property Information

Applicant: Johnstown Plaza, LLC

Owner: Same

Location: South of Ronald Reagan Blvd. and west of

Property Size: 11.57±acres

Comprehensive Plan Designation: Mixed-Use Commercial

Current Zoning: PUD-MU Planned Unit Development – Mixed use

Current Use(s) of Property: Vacant

Surrounding Land Uses/Zoning:

- North: Ronald Reagan Blvd., Offices, vacant/PUD-MU
- South: Gateway Apartments Phase II; PUD-MU Residential
- East: Gateway Apartments Phase 1, Exposition Dr./PUD-MU –Office, Flex and Retail
- West: 2534 private open space/PUD-MU

Summary of Application: The owner of the property, have requested Town approval of an amendment to the Johnstown Plaza Design Book. The amendment would add a Multi-Family Residential, a Principal Use and Residential Accessory use Section, and change the Land Use Plan for the parcel currently designated B.1 Office, Flex, Retail. The applicant proposes to construct approximately 228 apartments, and accessory uses.

Prior Actions: In 2016, this property was included in an amendment to the 2534 Design Guidelines to remove the Johnstown Plaza commercial area from the 2534 Design Guidelines. The Johnstown Plaza Design Book was approved in February 2018.

Existing and Proposed Land Use(s): The property is presently vacant, and the proposal is for a Multi-Family and accessory uses in the southwest corner of Ronald Reagan Blvd. and Exposition.

Design Guidelines: The Johnstown Plaza Design Book applies.

Technical Analysis

Relationship to Town Vision and Strategic Plan: “Ensure a balance of housing types.” The Johnstown Comprehensive Area Plan designates higher density residential development around and outside of commercial areas, to provide a full range of housing opportunities and to provide for a transition to single family residential development. Multi-Family and single family residential were envisioned in the southern portion of the 2534 development.

The overall 2534 development is envisioned by the Town Council as a major contributor to the local economy, with a large proportion of the property designated for retail and the on-going generation of sales tax revenue. The first land use plan amendment for multi-family included a market review and assessment of the economic impact of this change, and offered that the additional residential will generate retail customers and not seriously impact the overall commercial growth or prospective sales tax revenue of the development.

Public Health and Safety Impacts:

Access and Traffic: Primary access to the site will be from Exposition (collector) and Ronald Reagan Blvd. (Arterial). Traffic management and access points are subject to Town Traffic Engineer review and recommendations at Final Site Development Plan, prior to development.

Utilities: The property is within the Town’s service area. Sanitary sewer will be treated at the Low Point Wastewater Treatment Plant. Stormwater is to be collected, detained in the private, regional detention facility and then directed towards the Big Thompson River. A stormwater development fee has been paid for the site at time of plat. Due to the change in land use, water and sewer pipe capacities will need to be confirmed.

Mineral Interests and Operations: There are no oil/gas wells or production facilities approved for the site.

Parks and Open Space: On-site, and adjoining private recreation amenities and landscaped common areas are anticipated. Sidewalk access is required.

Schools: The property is located within the Thompson School District. A school bus stop may be needed.

Architectural Design: Conceptual design and materials are provided. Final design review will be by the Johnstown Plaza Owners (DRC) and Town Staff (JRC) in accordance with the 2534 Design Guidelines.

Landscaping: Landscaping shall comply with Johnstown Landscape Standards and Specifications, and 2534 Design Guidelines.

Fencing and Screening: Subject to Final Site Development Plan.

Lighting and Street Furniture: Subject to Final Development Plan. Developer must arrange for decorative street lights.

Signage: Signage shall conform the Town Sign Code.

Phasing: The property will be developed in one or more phases.

Attachments: Written request narrative, concept plan.

Crucial Referral Responses: None

Technical Findings:

- The proposed location was not envisioned for multi-family residential use.
- Due to the change in land use, water and sewer system capacities will need to be confirmed.
- **Staff Recommendation:** Staff recommends approval, subject to the condition that water and sewer system capacities will need to be confirmed.

Planning Commission Action

1. Recommendation:

“I move that the Commission recommend approval of the Amendment to the Johnstown Plaza Design Book (Guidelines) to Change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-family”;

Or,

2. Recommendation with Conditions:

“I move that the Commission recommend approval of the Amendment to the Johnstown Plaza Design Book (Guidelines) to Change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-family with the following condition(s):

- a) _____;
- b) Etc.”

Or,

3. **Recommend denial:**

“I move that the Commission recommend denial of the Amendment to the Johnstown Plaza Design Book (Guidelines) to Change the Land Use Designation of Lot 1, 2534 Subdivision Filing No. 16 from B.1 Office, Flex and Retail Uses to B.2 Office, Flex, Retail and Multi-family for the following reasons:

- a) _____;
- b) Etc.”

APPLICATION

Town of

Johnstown

450 S. Parish Ave. Johnstown, CO 80534
Ph: 970-587-4664 Fax: 970-587-0141

COMMUNITY DEVELOPMENT APPLICATION

Date: 10/16/2018

Project Name: Johnstown Plaza Apartment Project (Formal name TBD)

Application is for: Annexation Zoning Subdivision Other (please specify) _____

Landowner: Johnstown Plaza LLC

Address: 6917 W. 135th Street, Suite B29, Overland Park, KS 66223

Telephone: 913-499-1926

Authorized Representative: Allen Schlup

Address: 6917 W. 135th Street, Suite B29, Overland Park, KS 66223

Telephone: 913-499-1926 ; Fax Number: 913-499-1913; E-Mail: allen.schlup@adschluplaw.com

Landowner Authorization:

The undersigned affirms ownership of the property pertaining to this application, and hereby applies to the Town of Johnstown, Colorado for the above indicated development review process, and authorizes the individual or company stated as "authorized representative" to represent me/us in all aspects of said process.

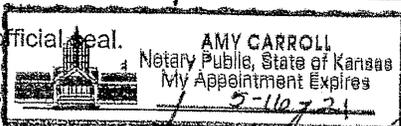
Allen Schlup
Signature of Landowner

Signature of Landowner

STATE OF KANSAS)
)ss
COUNTY OF JOHNSON)

The foregoing application was subscribed and sworn to before me this 15 day of October, A.D., 2018, by Allen Schlup.

Witness my hand and official seal.
My commission expires



[Signature]
Notary Public



October 24, 2018

John Franklin
Town of Johnstown
450 S Parish Ave.
Johnstown, CO 80534

VIA E-MAIL

jfranklin@townofjohnstown.com

Re: Johnstown Plaza Apartment Project
Application for a land use amendment to the 2534 Design

Dear Town of Johnstown,

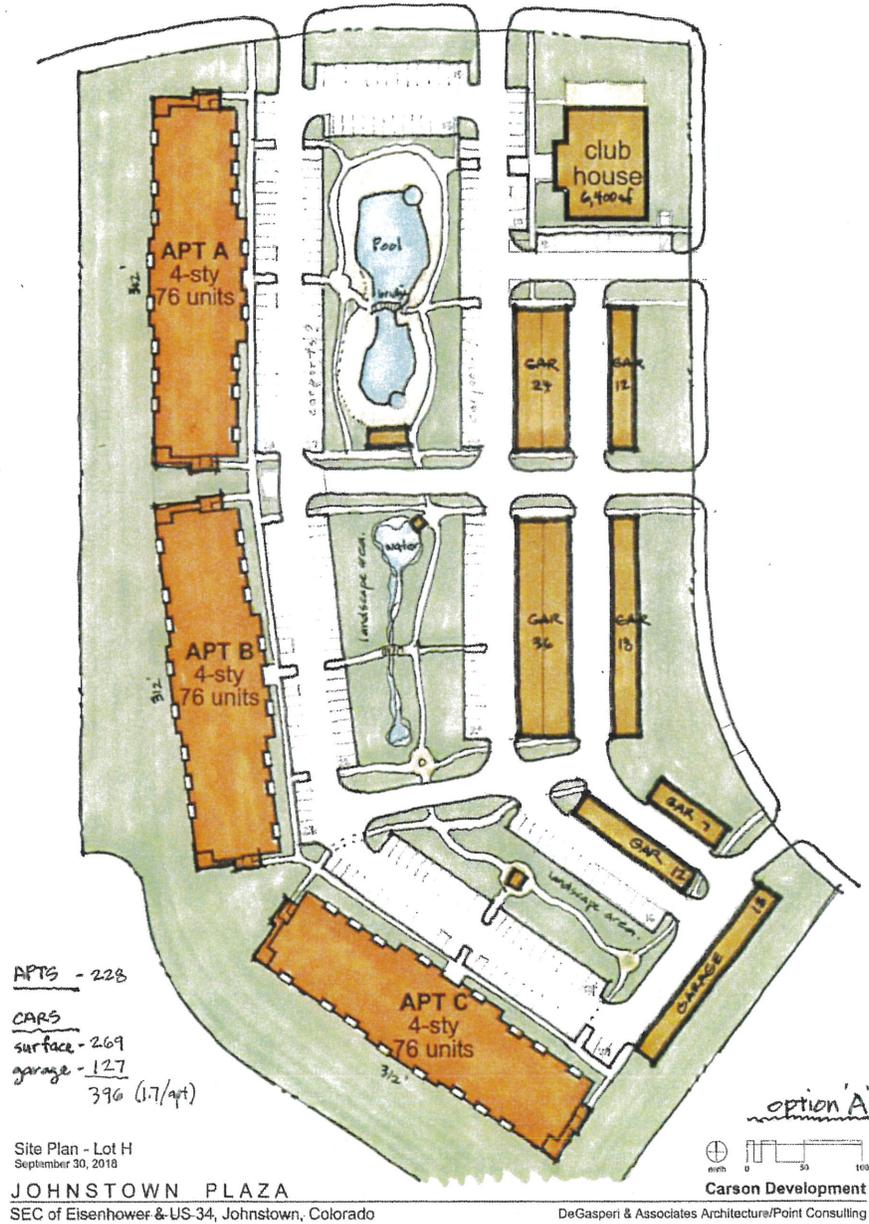
This correspondence is being sent to formally request that the Town of Johnstown approve to re-zone and/or reclassify certain land described below to allow for multi-family apartments to be installed on property that Johnstown Plaza, LLC owns in Johnstown, Colorado.

While the proposed multi-family residential use is allowed under the 2534 Design Guidelines, the use is not specifically permitted on Site. The re-zone would add Multi-Family Dwellings (such as generally herein described and as conceptually depicted on the attached graphics) to the permitted uses allowed under the 2534 Design Guidelines on Site. When the request is approved, Johnstown Plaza desires to proceed rapidly with the design and construction of its proposed upscale apartment community.



Proposed Project

The project itself will encompass construction of three mid-sized multi-family buildings that captures the western range view of the property. We will seek to construct 238 apartment units within these three, four story buildings. We plan to construct the same as shown in the below site plan on our lot "H", a full copy of this site plan is attached to the correspondence for your review:



Our goal with these three buildings is to maximize the number of units that can utilize the view of the front range to spark interest in the apartments. We will focus on the views as well as the interior finishes being A-grade. Prior to our current success in the retail industry, our focus was multi-family and single-family developments. Just to briefly show qualifications and experience in constructing apartments, We are including a Carson Developments recent projects below:

Apartment Project Experience

This project will lineup with our Kansas City shopping center, Corbin Park, in which we are building a multi-family facility including its own 230+ apartments that are currently under construction. We also plan to mirror the finishes and exterior development of both complexes. They both are mixed in with the existing retail and should provide an additional boost to the existing tenants. Elevations are attached to this correspondence that from a preliminary standpoint show the rough elevations of our building we plan to construct. More formal and finalized elevations will be prepared for construction, but we wanted to provide initial drawings for your review. Below are some renderings from our Kansas City development, which again will tie into our Johnstown apartments.

CORBIN PARK
A MULTI-FAMILY DEVELOPMENT
OVERLAND PARK, KS



CORBIN PARK
A MULTI-FAMILY DEVELOPMENT
OVERLAND PARK, KS



Our Johnstown apartment project will include a clubhouse and a large pool/patio area. The entirety of the project will be a gated community as well. We plan to install first class apartments and finishes in this area and have it complement our A-grade retail buildings across the street. We believe this to be a great ancillary project that will benefit the existing retail as well as the surrounding areas. While Johnstown Plaza Commercial continues to focus on high quality development that benefits 2534 and Johnstown, we are very excited about this opportunity for the following reasons:

Land Use Changes

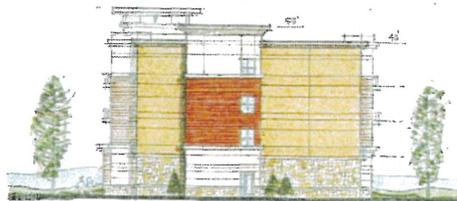
These proposed land uses will allow for a higher quality complimentary land uses in the 2534 development and as a result allow for high quality developments.

The design of the Johnstown Plaza community lends itself well to promoting a very walkable community with high quality landscaping. Connectivity among buildings and tenant amenities is provided on site, with direct access to each unit, as well as pedestrian connections to Ronald Reagan Boulevard, Exposition Drive, and the included open space, clubhouse and pool amenities.

The Johnstown Plaza community will offer four-story residential structures with private entries to each unit. This distinctive design will bring a new style of residential living into the development. Exterior elevations provide architectural interest through varied rooflines and quality materials, including stone masonry and stucco siding on all buildings. Alongside a complementary color palette, each building provides articulation to break up the structure's massing by incorporating balconies, covered doorways, and unit projections to create variation to the community.



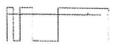
FRONT ELEVATION
(rear similar)



END ELEVATION

1.1	CONCRETE	CONCRETE
1.2	BRICK	BRICK
1.3	STONE	STONE
1.4	STUCCO	STUCCO
1.5	GLASS	GLASS
1.6	WOOD	WOOD
1.7	IRON	IRON
1.8	ALUMINUM	ALUMINUM
1.9	COPPER	COPPER
1.10	STEEL	STEEL
1.11	ZINC	ZINC
1.12	LEAD	LEAD
1.13	SILVER	SILVER
1.14	GOLD	GOLD
1.15	PLATINUM	PLATINUM
1.16	PALLADIUM	PALLADIUM
1.17	RHODIUM	RHODIUM
1.18	IRIDIUM	IRIDIUM
1.19	OSMIUM	OSMIUM
1.20	COBALT	COBALT
1.21	NICKEL	NICKEL
1.22	CADMIUM	CADMIUM
1.23	ANTIMONY	ANTIMONY
1.24	ARSENIC	ARSENIC
1.25	SELENIUM	SELENIUM
1.26	TELLURUM	TELLURUM
1.27	BISMUTH	BISMUTH
1.28	GERMANIUM	GERMANIUM
1.29	GALIUM	GALIUM
1.30	INDIUM	INDIUM
1.31	THALLIUM	THALLIUM
1.32	LEAD	LEAD
1.33	SILVER	SILVER
1.34	COPPER	COPPER
1.35	ZINC	ZINC
1.36	IRON	IRON
1.37	STEEL	STEEL
1.38	ALUMINUM	ALUMINUM
1.39	TITANIUM	TITANIUM
1.40	INCONEL	INCONEL
1.41	HAUTBOIS	HAUTBOIS
1.42	CLARINET	CLARINET
1.43	SAXOPHONE	SAXOPHONE
1.44	TRUMPET	TRUMPET
1.45	TROMBONE	TROMBONE
1.46	EUPHONIUM	EUPHONIUM
1.47	TUBA	TUBA
1.48	DRUM	DRUM
1.49	CONGA	CONGA
1.50	BASS DRUM	BASS DRUM
1.51	SNARE DRUM	SNARE DRUM
1.52	CHARANGO	CHARANGO
1.53	MANDOLIN	MANDOLIN
1.54	GUITAR	GUITAR
1.55	VIOLIN	VIOLIN
1.56	VIOLA	VIOLA
1.57	Cello	Cello
1.58	DOUBLE BASS	DOUBLE BASS
1.59	PIANO	PIANO
1.60	ORGAN	ORGAN
1.61	ACCORDION	ACCORDION
1.62	TRUMPET	TRUMPET
1.63	TROMBONE	TROMBONE
1.64	EUPHONIUM	EUPHONIUM
1.65	TUBA	TUBA
1.66	DRUM	DRUM
1.67	CONGA	CONGA
1.68	BASS DRUM	BASS DRUM
1.69	SNARE DRUM	SNARE DRUM
1.70	CHARANGO	CHARANGO
1.71	MANDOLIN	MANDOLIN
1.72	GUITAR	GUITAR
1.73	VIOLIN	VIOLIN
1.74	VIOLA	VIOLA
1.75	Cello	Cello
1.76	DOUBLE BASS	DOUBLE BASS
1.77	PIANO	PIANO
1.78	ORGAN	ORGAN
1.79	ACCORDION	ACCORDION
1.80	TRUMPET	TRUMPET
1.81	TROMBONE	TROMBONE
1.82	EUPHONIUM	EUPHONIUM
1.83	TUBA	TUBA
1.84	DRUM	DRUM
1.85	CONGA	CONGA
1.86	BASS DRUM	BASS DRUM
1.87	SNARE DRUM	SNARE DRUM
1.88	CHARANGO	CHARANGO
1.89	MANDOLIN	MANDOLIN
1.90	GUITAR	GUITAR
1.91	VIOLIN	VIOLIN
1.92	VIOLA	VIOLA
1.93	Cello	Cello
1.94	DOUBLE BASS	DOUBLE BASS
1.95	PIANO	PIANO
1.96	ORGAN	ORGAN
1.97	ACCORDION	ACCORDION
1.98	TRUMPET	TRUMPET
1.99	TROMBONE	TROMBONE
2.00	EUPHONIUM	EUPHONIUM
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2.02	DRUM	DRUM
2.03	CONGA	CONGA
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2.05	SNARE DRUM	SNARE DRUM
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2.09	VIOLIN	VIOLIN
2.10	VIOLA	VIOLA
2.11	Cello	Cello
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2.29	Cello	Cello
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2.33	ACCORDION	ACCORDION
2.34	TRUMPET	TRUMPET
2.35	TROMBONE	TROMBONE
2.36	EUPHONIUM	EUPHONIUM
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2.61	MANDOLIN	MANDOLIN
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2.67	PIANO	PIANO
2.68	ORGAN	ORGAN
2.69	ACCORDION	ACCORDION
2.70	TRUMPET	TRUMPET
2.71	TROMBONE	TROMBONE
2.72	EUPHONIUM	EUPHONIUM
2.73	TUBA	TUBA
2.74	DRUM	DRUM
2.75	CONGA	CONGA
2.76	BASS DRUM	BASS DRUM
2.77	SNARE DRUM	SNARE DRUM
2.78	CHARANGO	CHARANGO
2.79	MANDOLIN	MANDOLIN
2.80	GUITAR	GUITAR
2.81	VIOLIN	VIOLIN
2.82	VIOLA	VIOLA
2.83	Cello	Cello
2.84	DOUBLE BASS	DOUBLE BASS
2.85	PIANO	PIANO
2.86	ORGAN	ORGAN
2.87	ACCORDION	ACCORDION
2.88	TRUMPET	TRUMPET
2.89	TROMBONE	TROMBONE
2.90	EUPHONIUM	EUPHONIUM
2.91	TUBA	TUBA
2.92	DRUM	DRUM
2.93	CONGA	CONGA
2.94	BASS DRUM	BASS DRUM
2.95	SNARE DRUM	SNARE DRUM
2.96	CHARANGO	CHARANGO
2.97	MANDOLIN	MANDOLIN
2.98	GUITAR	GUITAR
2.99	VIOLIN	VIOLIN
3.00	VIOLA	VIOLA
3.01	Cello	Cello
3.02	DOUBLE BASS	DOUBLE BASS
3.03	PIANO	PIANO
3.04	ORGAN	ORGAN
3.05	ACCORDION	ACCORDION
3.06	TRUMPET	TRUMPET
3.07	TROMBONE	TROMBONE
3.08	EUPHONIUM	EUPHONIUM
3.09	TUBA	TUBA
3.10	DRUM	DRUM
3.11	CONGA	CONGA
3.12	BASS DRUM	BASS DRUM
3.13	SNARE DRUM	SNARE DRUM
3.14	CHARANGO	CHARANGO
3.15	MANDOLIN	MANDOLIN
3.16	GUITAR	GUITAR
3.17	VIOLIN	VIOLIN
3.18	VIOLA	VIOLA
3.19	Cello	Cello
3.20	DOUBLE BASS	DOUBLE BASS
3.21	PIANO	PIANO
3.22	ORGAN	ORGAN
3.23	ACCORDION	ACCORDION
3.24	TRUMPET	TRUMPET
3.25	TROMBONE	TROMBONE
3.26	EUPHONIUM	EUPHONIUM
3.27	TUBA	TUBA
3.28	DRUM	DRUM
3.29	CONGA	CONGA
3.30	BASS DRUM	BASS DRUM
3.31	SNARE DRUM	SNARE DRUM
3.32	CHARANGO	CHARANGO
3.33	MANDOLIN	MANDOLIN
3.34	GUITAR	GUITAR
3.35	VIOLIN	VIOLIN
3.36	VIOLA	VIOLA
3.37	Cello	Cello
3.38	DOUBLE BASS	DOUBLE BASS
3.39	PIANO	PIANO
3.40	ORGAN	ORGAN
3.41	ACCORDION	ACCORDION
3.42	TRUMPET	TRUMPET
3.43	TROMBONE	TROMBONE
3.44	EUPHONIUM	EUPHONIUM
3.45	TUBA	TUBA
3.46	DRUM	DRUM
3.47	CONGA	CONGA
3.48	BASS DRUM	BASS DRUM
3.49	SNARE DRUM	SNARE DRUM
3.50	CHARANGO	CHARANGO
3.51	MANDOLIN	MANDOLIN
3.52	GUITAR	GUITAR
3.53	VIOLIN	VIOLIN
3.54	VIOLA	VIOLA
3.55	Cello	Cello
3.56	DOUBLE BASS	DOUBLE BASS
3.57	PIANO	PIANO
3.58	ORGAN	ORGAN
3.59	ACCORDION	ACCORDION
3.60	TRUMPET	TRUMPET
3.61	TROMBONE	TROMBONE
3.62	EUPHONIUM	EUPHONIUM
3.63	TUBA	TUBA
3.64	DRUM	DRUM
3.65	CONGA	CONGA
3.66	BASS DRUM	BASS DRUM
3.67	SNARE DRUM	SNARE DRUM
3.68	CHARANGO	CHARANGO
3.69	MANDOLIN	MANDOLIN
3.70	GUITAR	GUITAR
3.71	VIOLIN	VIOLIN
3.72	VIOLA	VIOLA
3.73	Cello	Cello
3.74	DOUBLE BASS	DOUBLE BASS
3.75	PIANO	PIANO
3.76	ORGAN	ORGAN
3.77	ACCORDION	ACCORDION
3.78	TRUMPET	TRUMPET
3.79	TROMBONE	TROMBONE
3.80	EUPHONIUM	EUPHONIUM
3.81	TUBA	TUBA
3.82	DRUM	DRUM
3.83	CONGA	CONGA
3.84	BASS DRUM	BASS DRUM
3.85	SNARE DRUM	SNARE DRUM
3.86	CHARANGO	CHARANGO
3.87	MANDOLIN	MANDOLIN
3.88	GUITAR	GUITAR
3.89	VIOLIN	VIOLIN
3.90	VIOLA	VIOLA
3.91	Cello	Cello
3.92	DOUBLE BASS	DOUBLE BASS
3.93	PIANO	PIANO
3.94	ORGAN	ORGAN
3.95	ACCORDION	ACCORDION
3.96	TRUMPET	TRUMPET
3.97	TROMBONE	TROMBONE
3.98	EUPHONIUM	EUPHONIUM
3.99	TUBA	TUBA
4.00	DRUM	DRUM

Typical Apartment Building
October 12, 2018



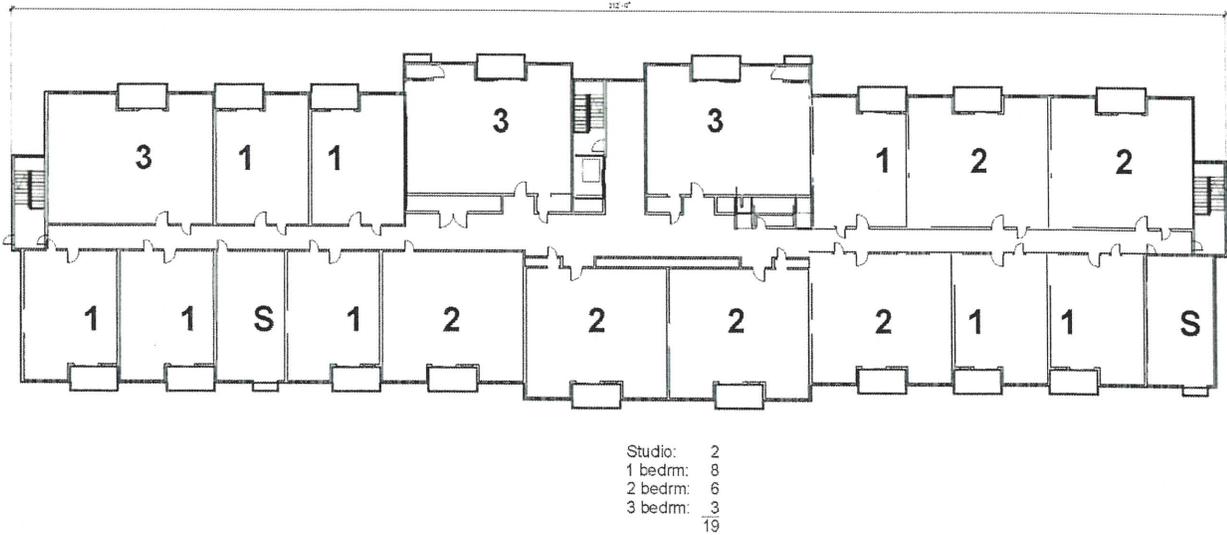
JOHNSTOWN PLAZA APARTMENTS

Ronald Reagan Boulevard, Johnstown, Colorado

Carson Development

DeGasperi & Associates Architecture

The Johnstown Plaza community will contain a mixture of studio, 1-, 2-, and 3-bedroom units in three buildings. All the unit floor plans offer an open-living concept with interiors that include dark wood cabinetry, stainless steel appliances, granite countertops and backsplashes, luxury wood grain flooring, and large kitchen islands. Washers and dryers are also included in each unit.



TYPICAL FLOOR - 19

September 20, 2018 0 8 16 22

Johnstown Plaza Apartments

Lot H, Johnstown Plaza, SEC of Eisenhower & US 34, Johnstown, Colorado

Carson Development

DeGasperi & Associates Architecture

Similar Project Example





Bonds – Metro Districts – Master Association

This property is not within Thompson Crossing Metro Districts, the current 2534 Master Association or the 2534 Design Review Committee. Additionally, this property is not subject to the current bonds that were issued on the retail aspect of this area. This property is free and clear to be developed as the Town and Developer see fit.

Sewer Analysis

We will continue to determine the sanitary sewer availability and use demands of this project. Findings will be provided to the Town Engineer and Planner for review as soon as it is available. We will be working with Thompson Crossing Metro District and their sewer engineer (Galloway).

We appreciate your willingness to consider this high quality and very beneficial use to the overall 2534 project. We look forward to receiving your feedback and answering any questions that you may have. If you have any questions, feel free to contact me. Thank you.

Sincerely,

Jim Shipton
jshipton@pnt-llc.com

Attachments:

Johnstown Community Development Application
2534 Masterplan with subject Site identified Conceptual Sketch Plan
Site Plan Option 'A'
Elevations
Floor Plan

**Comments by Town Staff,
Advisors
And Outside Agencies**

Town of

Johnstown

Planning and Zoning Department
450 S. Parish Ave. Johnstown, CO 80534
(970) 587-4664; Fax (970) 587-0141
www.townofjohnstown.com

DATE: *October 24, 2018*

REFERRAL OF APPLICATION

The Town of Johnstown has received the following application for review:

Project: *Amendment to Johnstown Plaza Design Book Land Use Map to add Multi-family.*

Location: *Johnstown Plaza Pad H, located South of Ronald Reagan Blvd. and West of Exposition Drive*

Applicant: *Carson Development*

Project Contact: *Jim Shipton, Point Consulting, LLC*

Please reply by: *November 21, 2018*

Tentative Planning and Zoning Commission Hearing: *December 12, 2018*

Planner: John Franklin jfranklin@townofjohnstown.com

This application is submitted to you for review. Any comments or recommendations you consider relevant to this request would be appreciated. Please reply by the above listed date so that we may include your comments with others. If additional documentation is required, please advise us as soon as possible.

- We have reviewed the request and find no conflicts with our interests.
- Please see the attached letter.
- Comments:

Please see attached Referral Comment Letter dated 11-12-18

Signature: *Gregory A. Weeks* Date: 11-12-18

Agency: Gregory A. Weeks, PE, LEED® AP
As Town Engineer, Town of Johnstown, CO.



November 12, 2018

Mr. John Franklin
Town of Johnstown
450 S. Parish Avenue
Johnstown, CO 80534

RE: Johnstown Plaza Pad H
Amendment to Johnstown Plaza Design Book Land Use Map
Referral Review
TTG Job. No. 127-061 (18001183.19)

Dear Mr. Franklin,

We have reviewed the referral package as received electronically from the Town on 10/24/18 for the above referenced Project.

The package as submitted and reviewed consists of the following:

- Land Use Change Application Letter (with attachments), dated 10/24/18, by Point Consulting, LLC
- Community Development Parcel Zoning Application, dated 10/16/18, by Allen Schlup

In addition, we have received directly from Jim Shipton, Point Consulting, LLC (via email) copies of the updated Sanitary Sewer Master Plan (Sanitary Sewer Capacity Exhibit, dated 5/22/17 & Overall Sewer Demand Spreadsheet - dated 5/19/17). We anticipate these two documents were updated by Galloway, as the Thompson Crossing Metro District (TCMD) engineer. Mr. Shipton also included a copy of a 3/31/16 letter we authored regarding downstream sewer capacity during considerations for the Spanos II (Gateway II) Apartments development.

We have the following comments:

GENERAL COMMENTS:

1. Site Location:

The site proposed for rezoning consists of 11.5 acres of Schlup property located at the southwest quadrant of the intersection of Ronald Regan Blvd. and Exposition Drive, in the 2534 development area. The Spanos Phase I Apartments are located just east (across Exposition Drive) from the subject parcel. The Spanos Phase II (Gateway II) Apartments site is located to the east / south-east of the subject parcel.

The subject parcel currently appears to be planned within the 2534 documents as commercial property. The proposal is to rezone the parcel to allow multi-family development (with a projected apartment complex of 238 units).

2. Public Water:

- a. Based upon the projection of 238 apartments, and using the Town water demand planning standards, the domestic water demands of the proposed development would be anticipated to be approximately: 57 gpm average day demand, 114 gpm peak day demand, and 172 gpm peak hour demand. We do not have on hand information on what domestic water demand "allowance" may have been projected for this parcel during the 2534 water system planning. However, based on the projected sanitary demand allowance for the site (see subsequent comments below under sanitary sewer), the anticipated average day water demand site under the commercial zoning would appear to be approximately 11 gpm. Rezoning to multi-family (with 238 apartments) apparently would increase the site's average day demand by 46 gpm+/. This equates to an increased demand equal to approximately 1% of the current Johnstown Water Plant capacity - which we would not anticipate being a problem.
- b. A utility water system modeling report for the proposed development has not been prepared and submitted at this time. Such an analysis will be necessary as part of the on-site development planning if the proposed multi-family development were to move ahead (if the rezoning is approved). The analysis would need to look at both domestic and fire demands for the site, and their impact on both the on-site and the surrounding water system supply and resulting system pressures. In the interim, the Town may wish to request that the TCMD (their engineer) review and comment on whether they anticipate the master planned 2534 water system (capacity and pressures) will be impacted adversely by the proposed land use change. (Our anticipation is that it would not be).
- c. The site is within the Loveland Fire and Rescue Authority (LFRA) service area of the Town. Carie Dann, Deputy Fire Marshal with LFRA, may wish to provide comment on anticipated Fire protection and Life Safety access considerations for this proposed development (if the rezoning were to occur).

3. Public Sanitary:

- The existing site, under the current commercial zoning and using TCMD/Galloway projections of 80 gallons/person/day (gpcd) and 2.5 peaking factor (PF) and infiltration/inflow (I/I) allowance, is projected to generate approximately 28 gpm total peak sanitary flow. The TCMD/Galloway projection for the Multi-Family zoning development with 238 apartments (using the same 80 gpcd, 2.5 peaking factor and I/I allowances) is approximately 91 gpm total peak flow. Using the Town's standard capacity projection factor of 100 gpcd, with PF=2.5 and I/I allowance, the estimated peak flow would be approximately 107 gpm.
- a. Low Point Wastewater Treatment Plant (LPWWTP) Capacity Considerations:
The LPWWTP currently is operating at approximately 50% to 60% of its current Colorado Department of Public Health and Environment (CDPHE) permitted 0.5 million gallons per day (MGD) (347 gpm) and 1000 pounds per day (lbs/day) capacity. Based on permitted capacity considerations, capacity at the LPWWTP currently appears available for development of the parcel under either the current commercial zoning or under the proposed multi-family development. However, under the multi-family scenario, the additional loadings may place the LPWWTP very near 80% flow capacity of the plant. Once the plant reaches 80% of its current permitted capacity, CDPHE guidelines will require the Town to begin planning and design for expansion of the treatment plant.



b. Sanitary Sewer Collection System Considerations:

Internal 2534 Sewers: The proposed multi-family development (238 apartments) is projected to generate approximately 63 - 79 gpm more peak flow than was master planned for development under the current commercial zoning. The TCMD/Galloway 5/22/17 Sewer Capacity Exhibit indicates the internal 2534 sewer system should have adequate capacity to accommodate the increased flow.

Sanitary Interceptor Sewer Between 2534 Area and LPWWTP: The sanitary sewer system downstream of the 2534 development area contains a section of 15" diameter sewer main laid at 0.18% slope. This approximately 2074-foot-long section is the capacity limiting section of main between the 2534 development area and the LPWWTP. The 3/31/16 capacity analysis (which included the Schlup parcel developed at the commercial zoning) indicated that at the master planned buildout this bottleneck section of sewer essentially would be maxed out and would not have sufficient capacity to accommodate the increase in flow from the Schlup parcel with the proposed multi-family development. A potential resolution would be to eliminate this bottleneck by replacing the section of 15" main at 0.18% section of main with a new 18" main (which at the same 0.18% slope would increase the peak capacity from 2750 gpm +/- flowing at 50% full to 3250 gpm +/- flowing totally full.

NOTE: The sewer capacity projections/limitations discussed above are based on projected master planned sewer demand at buildout of parcels tributary to the subject sewer line. The average daily flow to the LPWWTP currently is around 175 - 200 gpm (daily average). Thus, at the current time, the sewer bottleneck location has sufficient capacity to accommodate the proposed rezoned Schlup parcel with the 238 apartments. Depending upon timing of development and buildout of the tributary property, and how that property develops (e.g. at lessor or greater use density than projected in the master plan, and with greater or lessor infiltration/inflow than included in the master planning projections), it could be many years into the future before the actual flows exceed the current bottleneck location capacity.

4. Stormwater:

The site drainage was planned for under the 2534 master drainage planning to drain ultimately to the 2534 Regional Water Quality-Stormwater Detention Pond 2000. The site falls within Basin 221 of the 2534 area and was master planned at 85% imperviousness. Whether the site is developed under the current commercial zoning, or the proposed Multi-Family rezoning, as long as the overall site imperviousness is 85% or less, the site's developed storm water runoff should be within the master planned allowances.

5. Site Access:

a. At this point in planning, location of proposed site access locations is not fixed. However, the conceptual layout included in the 10-24-18 Application Letter suggests two drive connections to Ronald Reagan Drive (to the north) and one drive connection to Exposition Drive (to the east). Comments from the Town's Transportation/Traffic Engineer (Charles Buck, FHU) may be warranted.



RECOMMENDATION

We have noted and discussed above issues related to the Public Water System and the Public Sanitary Sewer System. These issues should be considered and addressed to the as the Town considers the proposed amendment to the Johnstown Plaza Design Book Land Use Map (specifically to allow the proposed multi-family development of the Schlup parcel). If/once the issues noted are addressed to the Town's satisfaction, then we would have no Town Engineering objection to the proposed rezoning. If the requested rezoning ultimately is approved, before proposed development of the site begins, appropriate detailed engineering documentation will need to be prepared and submitted for subsequent Town Engineering review and approvals.

If there are any questions regarding any of our comments, or if further clarification is desired, please contact us.

Sincerely,

TTG, as Town Engineer for Johnstown



Gregory A. Weeks, PE, LEED ® AP
As Town Engineer, Town of Johnstown, CO.

cc: Jim Shipton, Point Consulting, LLC (via email)
Robert Van Uffelen, Galloway (via email)
Carie Dann, LFRA (via email)
Charles Buck, FHU (via email)



Town of

Johnstown

Planning and Zoning Department
450 S. Parish Ave. Johnstown, CO 80534
(970) 587-4664; Fax (970) 587-0141
www.townofjohnstown.com

DATE: *October 24, 2018*

REFERRAL OF APPLICATION

The Town of Johnstown has received the following application for review:

Project: *Amendment to Johnstown Plaza Design Book Land Use Map to add Multi-family.*

Location: *Johnstown Plaza Pad H, located South of Ronald Reagan Blvd. and West of Exposition Drive*

Applicant: *Carson Development*

Project Contact: *Jim Shipton, Point Consulting, LLC*

Please reply by: *November 21, 2018*

Tentative Planning and Zoning Commission Hearing: *December 12, 2018*

Planner: John Franklin jfranklin@townofjohnstown.com

This application is submitted to you for review. Any comments or recommendations you consider relevant to this request would be appreciated. Please reply by the above listed date so that we may include your comments with others. If additional documentation is required, please advise us as soon as possible.

We have reviewed the request and find no conflicts with our interests.
Please see the attached letter.

Comments:

Signature: _____

Date: _____

Agency: _____



MEMORANDUM

TO: John Franklin

FROM: Charles M. Buck, P.E., PTOE

DATE: November 20, 2018

SUBJECT: Traffic and Transportation Review
Johnstown Plaza Pad H – Amendment to Johnstown Plaza Design Book Land Use Map
FHU Reference No. 199201-01

I have reviewed the submittal materials provided for Johnstown Plaza Pad H. This site is located along the south side of Ronald Reagan Boulevard west of Exposition Drive. 238 residential apartments are proposed. This site is within the area designated Office/Flex/Retail in the recorded traffic study for 2534. No updated traffic studies or traffic engineering documents were provided in the submittal materials. I have, however, reviewed the materials that were provided from the perspective of traffic and transportation engineering, but not general civil or utility engineering. I have the following comments:

- I have no objection to the proposed apartments. My calculations indicate that the residential uses would generate substantially less traffic than what could be developed under the Office/Flex/Retail designation. The proposed land use is compatible with the existing adjacent Gateway residential development.
- The site plan concept shows two accesses to Ronald Reagan Boulevard and three accesses to Exposition Drive. This access plan is unacceptable as follows:
 - Ronald Reagan Boulevard is a collector roadway. Per Johnstown Standards, a minimum separation of 175 is required between accesses and intersections. There is only 300 feet between the existing Ridgeview Office Park access (on the north side of Ronald Reagan) and Exposition Drive. Only one access to Ronald Reagan will be allowed, and this access must align with the Ridgeview Office Park access.
 - Exposition Drive is also a collector roadway with the same 175- foot spacing limitation. Based on the site plan concept, the center access is too close to the northernmost access (the spacing is about 160 feet as measured on the site plan). This access should be moved south about 15 feet. Alternatively, a variance from Town standards may be requested. Any variance submitted should include justification based on traffic safety and operations.

The above comments constitute my review. Please call if you have any questions or if you need additional information.

FINAL LANDSCAPE & ARCHITECTURAL PLAN REVIEW FOR:

JOHNSTOWN PLAZA AMENDED LAND USE PLAN

LOCATED: PAD H, SOUTH OF RONALD REAGAN BLVD., WEST OF EXPOSITION DRIVE

RGA has reviewed the 10-24-18 submittal materials and project narrative for compliance to Johnstown's general landscaping and site development criteria for the proposed Multifamily rezoning request.

General Comments

1. Consulting staff supports the requested rezoning to add Multifamily to the existing Johnstown Plaza Office/Flex/Retail zoning classification. The proposed apartment use compliments the existing higher density residential use (Apartments) mid-block between the drainage feature to the west and additional retail east of Thompson Parkway.

Future Site Planning Comments

1. Meet all required landscape buffers along Ronald Reagan Blvd. and Exposition Drive per the applicable PUD standards.
2. Coordinate with the town's Traffic Engineer regarding permitted driveway cuts and spacing along Ronald Reagan Blvd and Exposition Drive.
3. Take cues from the adjacent Gateway at 2534 Apartments and incorporate low water vegetation/xeriscape design patterns along Exposition Drive.
4. Internally focused ponds or drainage features should be designed to connect to regional detention systems.
5. Provide native shrubs, bushes, and seed mixtures to blend the west side open space areas to compliment natural vegetation adjacent drainage features.
6. Architectural themes and materials should complement the adjacent Gateway at 2534 Apartments.
7. For garage units backing Exposition Drive, provide additional façade detailing and landscaping to soften blank wall views.
8. Coordinate with the Town Planner on required parking counts.

410 E. 5th Street
Loveland, CO 80537

phone 970.962.2471
fax 970.962.2922



TO: John Franklin, Town Planner, Town of Johnstown, Colorado

FROM: Carie Dann, Deputy Fire Marshal, Loveland Fire Rescue Authority, phone 970.962.2518, email carie.dann@cityofloveland.org

RE: Johnstown Plaza Apartment Project – Application for a land-use amendment to 2534 design

CC: Greg Weeks, Town Engineer, Town of Johnstown, Colorado

DATE: November 8, 2018

These comments pertain to a request to rezone property in the "2534" of Johnstown to add multi-family dwellings to permitted uses allowed under the 2534 design guidelines on site. The project name was submitted as "Johnstown Plaza Apartments" but a formal name will be determined. The Option A drawing proposed shows three R-2 occupancy buildings, detached garage structures and a clubhouse.

The development is located in the Loveland Fire Rescue Authority jurisdiction.

Loveland Fire Rescue Authority has no concerns regarding the rezoning or reclassifying of approved uses, so that an apartment complex can be designed and constructed.

PLEASE NOTE: LFRA will provide specific Fire Code requirements for emergency vehicle access, fire protection and addressing, if/when the rezoning request is approved and plans are formally submitted.

**Letters from Thompson Crossing
Metro District #1 & 2**

Thompson Crossing Metro District No.2

27154 County Rd 13

Johnstown, CO 80534

ph: (970) 669-1463 fax: (970) 669-0593

March 6, 2019

Town of Johnstown Town Council
c/o Mr. Matt LeCerf, Town Manager
450 S. Parish Avenue
Johnstown, CO 80534

Honorable Mayor and Council;

As a creditor and Board Member of Thompson Crossing Metro District No. 2 (TCMD2), a bond holder for the Johnstown Plaza Metro District (JPMD), and signatory to the Exclusion Agreement (which the Town acknowledges exists), I would request that this letter be entered into the record of the Public Hearing for the amendment to the Johnstown Plaza Design Book Guidelines Proposed Land Use Plan Lot 1 from B1 to B2 (from commercial to multi-family residential).

While I have no particular issue with land use changes in general and I certainly have no issue with multi-family as a use at 2534, this particular proposal violates the basis of the Exclusion Agreement that myself as both a creditor and Board Member of TCMD2 relied upon to reach an agreement to exclude properties from the TCMD2 taxing district. While there may be others, there are two main issues with this proposed change that are directly related to District financing:

1. There have not been any updated projections provided to TCMD2 to compare tax revenues for the proposed use with those originally used as a basis for the Exclusion Agreement. The Resolution approving the exclusion from TCMD2 states "WHEREAS, based upon the Petition, the Service Plan for the District, and such other evidence as was presented to the Board and made part of the record in this proceeding...". While the type of land use is not specifically mentioned in the Exclusion Agreement, it is the basis for the bond repayment calculations and therefore the very foundation of the entire document. As part of the Exclusion Agreement the mill levy is capped at 10 mills for commercially assessed land for all of the excluded parcels. If the land use is changed from commercial to residential, the assessed value of the property will drop from 29% to 7.2% and will continue to drop in the future due to the Gallagher Amendment. With a drastically reduced assessment, the "Gallagher effect" and a capped mill levy, the tax revenue projections may not be sufficient to service the debt as established under the Agreement. Unilaterally lowering the tax revenues available to service

the debt, even with Town approval, may constitute a breach of the terms and intent of the Exclusion Agreement.

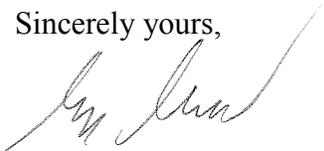
2. An after-the-fact land use change could deprive TCMD2 of future tax revenues. This is an important distinction from developer competition because under certain market conditions a change of use from what it was at the time of exclusion as represented to TCMD2 for the purposes of the debt repayment calculations for approval of the exclusion could permanently deprive TCMD2 of tax revenues that would be unjustly shifted to JPMD.

The Exclusion Agreement was negotiated over several months and every detail was debated and carefully drafted to protect the taxpayers and creditors in TCMD2 from the loss of potential tax income from the excluded properties. This exclusion process was initiated by Carson Development and requested by the Town. The Town mediated our negotiations through its outside counsel because it stands to receive a significant financial benefit for many years. Any unilateral change to the Agreement, or to the terms that were relied upon to approve it, by JPMD, Carson Development, or the Town, or with the approval of the Town, may be viewed as a breach of the conditions of approval for exclusion and will be opposed by TCMD2 and its creditors.

In an effort to find a fair and equitable resolution, I would respectfully request that the Town, in acknowledging its financial interest and role in mediating the negotiations for the exclusion of TCMD2 properties, refer JPMD back to TCMD2 to negotiate an amendment to the Exclusion Agreement that sufficiently protects the creditors and taxpayers of TCMD2 before the Town Council continues the hearing for this land use change.

Thank you for your careful consideration of these facts as you decide how to proceed.

Sincerely yours,



Gary Gerrard
President, TCMD 2

Town of

Johnstown

Planning and Zoning Department
450 S. Parish Ave. Johnstown, CO 80534
(970) 587-4664; Fax (970) 587-0141
www.townofjohnstown.com

DATE: *October 24, 2018*

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Applicant: *Carson Development*

Project Contact: *Jim Shipton, Point Consulting, LLC*

Please reply by: *November 21, 2018*

Tentative Planning and Zoning Commission Hearing: *December 12, 2018*

Planner: John Franklin jfranklin@townofjohnstown.com

This application is submitted to you for review. Any comments or recommendations you consider relevant to this request would be appreciated. Please reply by the above listed date so that we may include your comments with others. If additional documentation is required, please advise us as soon as possible.

- We have reviewed the request and find no conflicts with our interests.
- Please see the attached letter.
- Comments:

Signature: _____ Date: 11/21/18

Agency: THOMPSON CROSSING MIXED DISTRICT No. 1 & No. 2

Thompson Crossing Metro District No.1 & 2

27154 County Road 13
Johnstown, CO 80534
ph: (970) 669-1463 fax: (970) 669-0593

November 21, 2018

John Franklin
Johnstown Town Planner
450 S. Parish Avenue
Johnstown, CO 80534

RE: Referral of Amendment to Johnstown Plaza Pad H

John,

Thank you for referring the proposed Amendment to Johnstown Plaza Pad H to add multi-family to Thompson Crossing Metro District No. 1 and 2. Thompson Crossing Metro District No. 2's primary concern is that this change constitutes a departure from what was represented in the Exclusion Agreement between the District and Johnstown Plaza. The Agreement allocated a portion of the existing District debt on the property to the Johnstown Plaza property that was excluded and as an alternative to requiring a cash payment to be made to pay off that portion of the debt, the creditors to the District allowed that portion to be financed with long term limited tax general obligation bonds. The Financing Plan for these bonds was done assuming 100% of the excluded property would be assessed at commercial rates. District No. 2 is obligated to protect its creditors and must object to anything that would limit the revenue stream used to pay off the bonds. The District has not been provided any revised projections showing the effects of changing Pad H to residential and therefore must object to the proposed change in use.

Again, the excluded property was all planned as commercial use, had it been presented otherwise provisions for expanding infrastructure within District No. 2 could have been made a part of the Exclusion Agreement.

As you are aware, there is concern regarding adequate sanitary sewer capacity. The District has completed some additional engineering analysis and is prepared to discuss its findings with the Town and Johnstown Plaza. We have offered to meet with Greg Weeks and Jim Shipton but have been unable to set up a meeting as of this date.

According to the Low Point Wastewater Service Intergovernmental Agreement dated November 18, 2002, Article 7.1.1; "...Johnstown may use elements of the District Infrastructure to serve property now in Johnstown, but outside of the Districts. No such use shall be initiated or continued except under conditions which ensure that ...(ii) such

service does not render District Infrastructure being used for such service unable to serve all lands within the District to full development.” According to the sewer study used to design the District Infrastructure (based on 250 gallons per day per SFE), there is currently not sufficient capacity reserved in the 15” main to serve Thompson Crossing II without rendering District Infrastructure unable to serve all lands within the Districts to full development which includes Johnstown Plaza. Neither the District nor properties within the Districts will be responsible for future expansion of the Infrastructure due to Thompson Crossing II’s connection to the 15” main.

Best Regards,



Nathan Gerrard
District Manager
Thompson Crossing Metro District No. 1 & 2

Applicant's Response

JOHNSTOWN PLAZA METROPOLITAN DISTRICT

Attention: Allen Schlup, President
c/o 6917 W. 135th Street, Suite B-29 Overland Park, KS 66223
Phone: 913-948-8300
Fax: 913-499-1913

April 8, 2019

VIA E-MAIL

mlecerf@townofjohnstown.com
gmgerrard@frii.com

Re: *Land Use Change – Thompson Crossing Metropolitan District#2*

Dear Thompson Crossing Metropolitan District#2,

This correspondence is in response to the objections that have been raised to the Town of Johnstown through multiple letters and in-person public comment. I am setting aside our firm belief that your alleged Exclusion Agreement violations have zero validity, as Johnstown Plaza Metropolitan District met every contingency required for exclusion and your arguments do not necessitate a response. The Johnstown Plaza Metropolitan District (JPMD) does not object to the current land use change. The JPMD bonds are limited tax general obligation bonds, are tax exempt 30 year bonds and the bonds were issued in compliance with the exclusion agreement. At the request of the Town of Johnstown, I am sending this correspondence to provide rough estimations of the tax revenue differences between the attempted retail project and the now moving-forward apartment project. You'll note that the apartment project ends up providing substantially more tax revenue for the JPMD bonds. The below simple analysis shows that a productive project today is worth much more than a vacant land for a portion of the project under existing zoning. Nevertheless, please review the below information and please note that I am providing this purely as a courtesy to the Town and not to validate the multiple attempts your district has made to slow this project down.

CURRENT TAX REVENUE

I'd like to note that our development group, Johnstown Plaza, LLC, has been attempting vigorously since our acquisition to make retail functional on this property. This property was undeveloped for years prior to our acquisition, and the new development brought by our development group has provided business and revenue to the Town and the area which has helped to pay for some of the outstanding debt on your project, for which you have a bond instead of promissory note, to help pay your outstanding debt. That being said, the remaining tract being requested for rezoning, has not generated any retail commercial development interest. We have marketed aggressively to any inquiring company that this site is available for development and have had zero success. By way of example, one of our attempts was to bring in Top Golf and in regard to that prospect, we offered to give them the ground for FREE to be an anchor at our center

and they declined. After multiple years of aggressively marketing this property, it is clear that retail is not going to work, at least for the next 5-7 years. The property needs to be another use to be productive and with the success of other apartment complexes that you have approved, we believe that is the best course of action. Again, this property could remain retail for the next half a decade and be in the state that it is now, vacant and producing no revenue. Your argument to keep this property retail does not make a lot of sense if you are looking for tax revenue. The property currently is assessed for \$397.00 (backup information attached), which based upon rough estimates, is making your district \$3.97 annually off its mill levy. \$3.97 over the next 10 years amounts to \$39.70.

ORIGINALLY PLANNED RETAIL TAX REVENUE

Johnstown Plaza, LLC, at the onset, wanted to put approximately 100,000 square feet of retail on this parcel. Johnstown Plaza, LLC has a comparable building that is 50,000 square feet on their productive property to the North that is assessed at \$1,800,000 (backup information attached), roughly doubling that amount for estimating purposes would put our proposed 100,000 square feet at an assessment of \$3,500,000. This would create annual tax revenue for this property, from TCMD#2's mill levy, at \$35,000 per year. The date that this property would start generating this amount annually from a tax perspective is far off in the future as there are no short term/long term options at this point for this property to have retail activity. In an effort to take dormant property and make it productive, Johnstown Plaza, LLC has initiated and will develop the proposed apartment complex immediately.

APARTMENT PROJECT TAX REVENUE

Johnstown Plaza, LLC is planning to develop roughly 225 apartment units, which is very similar to the Spanos apartment project with 227 units, (recently sold to a different owner) that is immediately East of the property under discussion. The former Spanos property currently has an assessment of \$3,800,000 (backup information attached) annually which on TCMD#2's mill levy for this property would be \$38,000 per year.

Projections could shift up or down as this pulls a comparable property in the immediate area, which could be appraised differently than the proposed apartment complex; also the retail project that would eventually begin on this property could be 50,000 square feet or 130,000 square feet. However, what is accurate from a tax revenue analysis standpoint, is that your mill levy as it sits today, is paying TCMD#2 \$3.97 per year right now. The apartment project will pay a figure close to what the retail would have paid, and based on the above estimate, the apartment project could pay more than the non-existent retail you are fighting for.

This leads me to question your motives behind objecting to a land use change that will not only make your bond revenue generate more funds in the short term, it also has the potential to

CURRENT/VACANT PROPERTY TAX BILL

Property Information

Owner Name	JOHNSTOWN PLAZA LLC
Property Address	5150 RONALD REAGAN BLVD JOHNSTOWN, CO 80534
Total Actual Value	\$1,370.00
Total Assessed Value	\$397.00

Levy	Tax Authority	Amount
37.406	THOMPSON R2-J GEN FUND	\$14.85
26.598	JOHNSTOWN PLAZA METRO DISTRICT	\$10.56
23.947	JOHNSTOWN	\$9.51
22.403	LARIMER COUNTY	\$8.89
10.022	THOMPSON R2-J BOND PYMT	\$3.98
8.746	LOVELAND FIRE DISTRICT	\$3.47
4.157	THOMPSON CROSSING METRO DIST #2 BOND	\$1.65
1.763	THOMPSON VALLEY HLTH SVC DST	\$0.70
1.000	N COLO WATER CONS DIST	\$0.40
0.142	LARIMER CO PEST CTRL DST	\$0.06

FORMER SPANOS APARTMENTS TAX BILL

Property Information

Owner Name	ACIF I GATEWAY LLC
Property Address	5100 RONALD REAGAN BLVD JOHNSTOWN, CO 80534
Total Actual Value	\$54,000,000.00
Total Assessed Value	\$3,888,000.00

Levy	Tax Authority	Amount
37.406	THOMPSON R2-J GEN FUND	\$145,434.53
23.947	JOHNSTOWN	\$93,105.94
22.403	LARIMER COUNTY	\$87,102.86
20.000	THOMPSON CROSSING METRO #2	\$77,760.00
10.022	THOMPSON R2-J BOND PYMT	\$38,965.54
8.746	LOVELAND FIRE DISTRICT	\$34,004.45
1.763	THOMPSON VALLEY HLTH SVC DST	\$6,854.54
1.000	N COLO WATER CONS DIST	\$3,888.00
0.142	LARIMER CO PEST CTRL DST	\$552.10

F BUILDING RETAIL TAX BILL (50,000 sqft. Building)

Property Information

Owner Name	JOHNSTOWN PLAZA LLC
Property Address	4832 RONALD REAGAN BLVD JOHNSTOWN, CO 80534
Total Actual Value	\$6,200,000.00
Total Assessed Value	\$1,798,000.00

Levy	Tax Authority	Amount
37.406	THOMPSON R2-J GEN FUND	\$67,255.99
26.598	JOHNSTOWN PLAZA METRO DISTRICT	\$47,823.20
23.947	JOHNSTOWN	\$43,056.71
22.403	LARIMER COUNTY	\$40,280.59
10.022	THOMPSON R2-J BOND PYMT	\$18,019.56
8.746	LOVELAND FIRE DISTRICT	\$15,725.31
4.157	THOMPSON CROSSING METRO DIST #2 BOND	\$7,474.29
1.763	THOMPSON VALLEY HLTH SVC DST	\$3,169.87
1.000	N COLO WATER CONS DIST	\$1,798.00
0.142	LARIMER CO PEST CTRL DST	\$255.32

TAX REVENUE ANALYSIS

<u>Existing Retail Zoning - Tax Revenue</u>		
Status of Land	VACANT	
Mill Levy		10
Assessed Value	\$ 397.00	
ANNUAL REVENUE	\$ 3.97	

<u>Attempted Retail Plan - Tax Revenue</u>		
100,000 SQFT RETAIL		
ASSUMED Mill Levy		10
Assessed Value	\$3,500,000.00	
ANNUAL REVENUE	\$ 35,000.00	

<u>NEW Apartment Plan - Tax Revenue</u>		
225 Units		
ASSUMED Mill Levy		10
Assessed Value	\$3,800,000.00	
ANNUAL REVENUE	\$ 38,000.00	

AGENDA ITEM 10B

**AWARD CONTRACT TO
ASPHALT SPECIALTIES**

**(Town of Johnstown 2019
Street Overlay Project)**

TOWN COUNCIL AGENDA COMMUNICATION

AGENDA DATE: April 15, 2019

ITEM NUMBER: 10 B.

SUBJECT: Town of Johnstown 2019 Street Overlay Bid Award

ACTION PROPOSED: Approve the Bid Award to Asphalt Specialties

ATTACHMENTS: 1. Agreement
2. Work schedule

PRESENTED BY: Marco Carani, Director of Public Works

AGENDA ITEM DESCRIPTION:

Enclosed for your review and consideration is a Bid award request for the 2019 Streets overlay Project between the Town of Johnstown and Asphalt Specialties.

On March 20, 2019 a bid request was issued for the 2019 Street Overlay Project. The project encompasses locations in Town for a two (2) inch rotomill and overlay on Jay Avenue from Greeley Avenue to 6th Street and 4th Street from Telep Avenue to Greeley Avenue. Also, plans are to reconstruct Hawthorne Avenue from Woodbine to the south end of the cul-de-sac. This reconstruction will remove the entire roadway to include twelve (12) inches of road base and six (6) inches of asphalt. Subgrade will be compacted prior to rebuild.

A pre-bid meeting was held on March 20, 2019 and with twelve asphalt companies and two traffic control companies attending. On March 28, 2019 bids were opened and the Town received seven (7) bids as shown below

1. Asphalt Specialties	\$298,148.54
2. AllPro Pavement	\$314,074.50
3. Metro Paving	\$321,031.50
4. Straight line saw cutting	\$336,074.63
5. Connell resources	\$354,760.50
6. Don Kehn	\$364,769.26
7. Martin Marietta	\$398,810.42

Funds in the amount of \$375,000 were budgeted for the overlay project. The lowest bid was submitted by Asphalt Specialties in the amount of \$298,148.54 leaving a balance of \$76,851.46. There are also funds budgeted in the amount of \$350,000 for the annual chip seal project, which has not been awarded as staff is working with Loveland to obtain bid costs as provided in our purchasing policy. Based upon the bid, remaining funds of approximately \$76,800.00, staff is considering a change order to include 7th Street and 7th Place on the mill and overlay. It is estimated a total of \$109,663.00 will be required to complete 7th Street and 7th Place. The

additional funds in the amount of \$32,811.54 will be used from the chip seal budget. To ensure completion, staff recommends allocation of \$40,000.00 in the case of minor changes for the project for a total overall cost of \$415,000. Completion of this road section (7th St, & 7th Pl.) would finish the immediate area adjacent to the Nelson Ball Park Complex, if there are no changes to the project. Funds in the amount of \$310,000 will still be available for the chip and slurry seal project.

LEGAL ADVICE:

The agreement was reviewed by the Town Attorney

FINANCIAL ADVICE:

According to the Finance Director there are sufficient funds available.

RECOMMENDED ACTION:

SUGGESTED MOTIONS:

For Approval:

I move to award the bid between the Town of Johnstown and Asphalt Specialties for the 2019 Town of Johnstown Overlay Project in the amount of \$415,000.00

Or

I move to award the bid between the Town of Johnstown and Asphalt Specialties for the 2019 Town of Johnstown Overlay Project in the amount of \$298,148.54 with authorization for the Town Manager of up to \$375,000.00

For Denial:

I move that we deny the bid between the Town of Johnstown and Asphalt Specialties for the 2019 Town of Johnstown Overlay Project in the amount of \$298,148.54

Reviewed and Approved for Presentation:

Town Manager

Agreement

AGREEMENT

THIS AGREEMENT, made this ____ day of ____, 2019 by and between the Town of Johnstown and Asphalt Specialties Company, Inc. hereinafter called "Contractor".

WINESSETH: That for and in consideration of the payments and agreements hereinafter mentioned:

1. The contractor will commence and complete the construction of **2019 TOWN OF JOHNSTOWN OF STREET IMPROVEMENTS PROGRAM**
2. The contractor shall furnish all material, supplies, tools, equipment, labor and other services necessary for the construction and completion of the project described herein.
3. The contractor shall commence and complete the work required by the Contract Documents within the time stated unless the period for completion is extended otherwise by the Contract Documents.
4. The contractor agrees to perform all the work described in the Contract Documents and comply with the terms therein for the sum of
Two hundred ninety eight thousand one hundred forty-eight dollars and fifty four cents. (\$298,148.54) for the **2019 TOWN OF JOHNSTOWN STREET IMPROVEMENTS PROGRAM.**
5. The term "Contract Documents" means and includes the following:
 - (A) Advertisement for Bids
 - (B) Information for Bidders
 - (C) Non-Collusion Statement
 - (D) Bid Proposal Sheets
 - (E) Bid Bond
 - (F) Notice of Award
 - (G) Acceptance of Notice of Award
 - (H) Agreement
 - (I) Performance Bond
 - (J) Payment Bond
 - (K) Insurance Requirements
 - (L) Notice to Proceed
 - (M) Acceptance of Notice to Proceed
 - (N) Change Order

(O) Addendum

No. **0**, dated _____, 2000

No. _____, dated _____, 2000

(P) Notice of Contractor's Settlement

(Q) Final Receipt and Guarantee

- 6. Final payment shall be made to the contractor within 30 days of final walk through and clean-up.
- 7. This Agreement shall be binding upon all parties hereto and their respective heirs, executors, administrators, successors, and assigns.

IN WITNESS WHEREOF, the parties hereto have executed, or caused to be executed by their duly authorized officials, this Agreement, each of which shall be deemed an original on the date first written above.

THE TOWN OF JOHNSTOWN

BY _____

NAME _____

TITLE _____

CONTRACTOR **Asphalt Specialties Company, Inc.**

BY 

NAME **Daniel W. Hunt**

TITLE **President**

ATTEST:

NAME _____

TITLE _____

ATTEST

NAME 

TITLE **Elizabeth Claflin - Secretary**



APPROVED AS TO FORM:

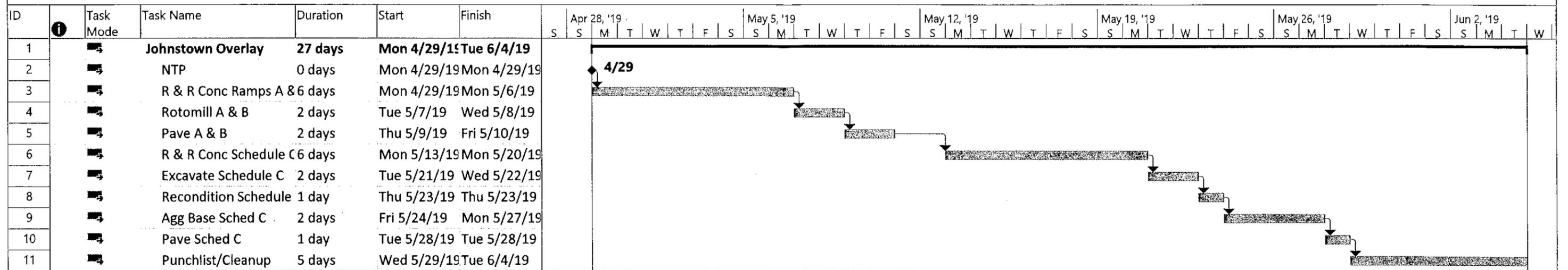
Johnstown Town Attorney

APPROVED AS TO SUBSTANCE:

Johnstown Town Manager

Work Schedule

Johnstown 2019 Overlay Project
by
Asphalt Specialties



Project: Johnstown-Preliminary Date: Thu 3/28/19	Task		Project Summary		Manual Task		Start-only		Deadline
	Split		Inactive Task		Duration-only		Finish-only		Progress
	Milestone		Inactive Milestone		Manual Summary Rollup		External Tasks		Manual Progress
	Summary		Inactive Summary		Manual Summary		External Milestone		

Preliminary Schedule

WORK SESSION

**(Johnstown Farms Filing 2 & 3
Water and Wastewater Topics)**



TOWN OF JOHNSTOWN

MEMORANDUM

INFORMATION ONLY

TO: Honorable Mayor and Board of Trustees

FROM: Matt LeCerf, Town Manager

DATE: April 15, 2019

SUBJECT: Johnstown Farms Filing 3 & 2 Work Session – Water and Wastewater Topics

There will be a work session following the regular Town Council meeting on April 15 to discuss the Johnstown Farms Subdivision Filing 3 which is pending; and Filing 2 a clear timeline for development on this filing has yet to be determined. As part of this project, staff needs guidance on two issues related to development on this property, more clearly described below.

Representatives from Starwood will be in attendance who own the Johnstown Farms vacant land to participate in this discussion. We look forward to feedback from Council.

Water Matters:

Enclosed are several documents for your review that include the following:

- 2002 Water Sewer Service Agreement
- October 30, 2015 Letter from Hill & Robbins, P.C.
- January 19, 2016 Letter from Otten Johnson
- March 12, 2017 Letter from Petros & White
- April 3, 2019 Letter from Otten Johnson

With respect to Filing 3 which is pending, guidance from the Council is needed as it pertains to the use of Hillsborough water on the proposed development. The amount of water that is existing in credit to the developer is 103.60 AF which has been supported based on the correspondence between attorneys and the 2002 Water Sewer Service Agreement enclosed. Staff desires clarification from the Council related to the use of the credit from the Hillsborough Water dedication to satisfy the water needs of this development inclusive of Filing 2 (if a credit would remain) based on a submitted Water Demand Analysis to staff, and an approved Water Sewer Service Agreement by Council, given the provision in the 2002 WSSA that the water was originally accepted “in consideration of the Developer’s plan to use a substantial portion of the water for raw water irrigation” and the fact that none has been used for that purpose.

In February, 2017 Council held a work session related to this matter. Based on staff’s recollection, Council may have been supportive of the use of this water for potable purposes, but we want to verify this intent to avoid any confusion or issues upon presentation to the Council for Final Plat and associated documents.

The Community That Cares

As a side matter, we are still exploring the opportunity to utilize the Hillsborough for potable water use, but this analysis will not be completed until sometime in June based on water quality testing when the ditch begins running again. If we could use this water for potable purposes, the answer to the question of use above is clear, but if we are unable to use it for this purpose, the Town would need to utilize existing water it currently owns to backfill this gap.

Sewer Matters:

As part of the Johnstown Farms Filing 3, the developer will be making improvements to the lift station to accommodate the planned development for Filing 3 and 50+/- additional SFE's that will accommodate the recreation center and existing other facilities including but not limited to Town Hall, Johnstown Police Station and Doctor Offices.

We have the opportunity to make additional improvements to the lift station, to bring it to the permitted design limit of 470 gpm peak flow rate. At that flow rate, the lift station should be able to accommodate 800-900 total SFE's, leaving the Town 350-450 +/- available SFE's (after Johnstown Filing 1 (existing) and Filing 3 projected flows). To accomplish this, the Town may need to pay up to \$300,000 to design and slip line the existing 12" force main which is adjacent to the existing 4" line the lift station is connected to. At the peak 470 gpm allowed within the current lift station permitted capacity, this existing 12-inch line is too large to generate adequate flushing velocities, while the existing 4-inch force main currently in use is too small for the increased flow. Slip lining the 12-inch main, to reduce its size, will allow for adequate flushing velocities. This would provide the Town with more time to work toward completion of the sewer line interceptor system which is constrained by capacity.

For those that connect into the system, we would also implement the fee that we have been communicating with developers to ensure payback based on Town improvements, so developers pay the way, not the Town. While firm numbers have not been identified and the cost share is still being discussed, Starwood is receptive to coupling this work in concert with their planned improvements at the lift station so the changes are seamless and not sequential in order.

Making this change in the lift station would provide for an additional 350-450 SFE's to the system's capacity at this point in the collection system.



2974831 08/02/2002 6:15P Weld County, CO
1 of 7 R 35.00 D 0.00 J.A. "Suki" Tsukamoto

631

WATER AND SEWER SERVICE AGREEMENT

THIS WATER AND SEWER SERVICE AGREEMENT is made and entered into this 31st day of May, 2002, by and between **JOHNSTOWN FARMS, LLC**, a Delaware limited liability company (hereinafter referred to as "the Developer"), and **THE TOWN OF JOHNSTOWN**, a Colorado municipal corporation (hereinafter referred to as "the Town"), collectively sometimes referred to as "the Parties."

WITNESSETH:

WHEREAS, Developer is the owner of approximately 223.911 acres of land located in the South Half Northeast Quarter (S 1/2 NE 1/4) of Section 8 and the Southwest (SW 1/4) of Section 9, Township 4 North, Range 67 West of the 6th P.M., Weld County, Colorado and described more particularly in Exhibit "A," attached hereto and incorporated herein by this reference (the "Subject Property"); and

WHEREAS, the Subject Property has been annexed to the Town and was the subject of an Annexation Agreement between the Estate of Elba E. Dee, Deceased; Patricia O'Connor; Joseph D. Becker; Russell M. Becker; and Kay Kimball Mosier, as trustee for Janet L. Tuckfield, a/k/a/ Janet Burbank-Tuckfield, in Chapter 7 Bankruptcy No. 99-32032 JAB, in the United States Bankruptcy Court for the District of Utah, Central Division, as Owners, and the Town dated 6/18, 2001; and

WHEREAS, the Subject Property is being developed as Johnstown Farms; and

WHEREAS, Developer and the Town desire to set forth their agreement concerning water rights dedication, preliminary projections of water and sewer demand and a current commitment by the Town for water and sewer service for Filing 1 of the Subject Property.

NOW, THEREFORE, in consideration of the mutual promises hereinafter contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

1. **Water and Sewer Demand Studies.** In compliance with the Town Water Rights Dedication Ordinance, Chapter 13, Sections 13-61 through 13-72, inclusive, of the Johnstown Municipal Code ("the Ordinance"), Developer has submitted to the Town two preliminary Water and Sewer Demand Analyses. Said analyses are revised as of December 10, 2001, are on file with the Town and are hereby accepted by the Town. The first analysis provides an estimated average annual water demand of 372.9 acre feet per year for full development of the Subject Property. The second analysis provides an estimated water demand of 176.4 acre feet per year for Filing 1.

2. **Water Rights Dedication.** Within thirty (30) days following the closing and transfer of title to the Subject Property to Developer, but not later than September 1, 2002, Developer shall dedicate to the Town three and one-half (3.5) shares of stock in the Consolidated Hillsborough Ditch Company (the "Water Stock"). The aforementioned shares constitute all the

water rights appurtenant to the Subject Property. All dedications shall be in accordance with the Town's Ordinance and all documents shall be satisfactory to the Town's Water Attorney. The Water Stock is acceptable to the Town in consideration of the Developer's plan to use a substantial portion of the water for raw water irrigation on the Subject Property. However, unless the Town agrees otherwise in writing, any future water rights dedications for the Subject Property shall be based on shares of the Consolidated Home Supply Ditch and Reservoir Company which have been included in a Water Court transfer proceeding filed by the Town, or units of Colorado-Big Thompson project water.

3. **Surplus dedication credit.** The dedication of the Water Stock described in paragraph 2 above will provide to Developer Raw Water Credits in excess of the water demand projected for Filing 1. As a result of said dedication, Developer will have a surplus dedication credit with the Town of 103.60 acre feet (207.20 Raw Water Credits). The credit is calculated as follows:

Credit for 3.5 Hillsborough shares:	280.00 acre feet
LESS:	
Filing 1 demand (estimated)	<u>176.40</u>
Net current credit:	103.60 acre feet

Said credits may be utilized by Developer anywhere within the Subject Property, either to offset increased demands for Filing 1 or for future development phases which have not yet been submitted to the Town.

4. **Commitment to serve water and sewer.**

(a) Subject to Developer's timely performance of all the covenants contained herein and payment of all required fees, the Town commits to provide to the Subject Property, including Filing 1, not less than 280.00 acre feet per year of water supply, together with the corresponding sewer service. This commitment shall not be effective until after the timely dedication of water rights pursuant to paragraph 2 above and the payment of the Water Court Transfer Fee pursuant to paragraph 7 below. In consideration of the foregoing commitment and the existing covenants of the Annexation Agreement, Developer, or its successors, shall be required to purchase from the Town not less than the following minimum number of water and sewer tap pairs and in accordance with the following schedule:

<u>Year</u>	<u>Annual Requirement Units/Tap Pairs</u>	<u>Cumulative Minimum Units/Tap Pairs</u>
2003	78	78
2004	94	172
2005	94	266
2006	<u>93</u>	359
TOTALS	359	

Note: The table includes any combination of single-family and multi-family taps.

8. **Notices.** All notices, demands, or other documents required or desired to be given, made or sent to either Party under this Agreement shall be made in writing, shall be deemed effective upon receipt and shall be personally delivered or mailed postage prepaid, certified mail, return receipt requested, as follows:

TO DEVELOPER:

Johnstown Farms, LLC
c/o Lumbermen's Investment Corporation
Attn: John K. Pierret
5495 Beltline Road, Suite 225
Dallas, TX 75240

WITH A COPY TO:

Bill Wyatt, Esq.
Wyatt, Martell, Weaver & Rogers LLC
222 West Magnolia Street
Fort Collins, CO 80521-2899

TO THE TOWN:

Town of Johnstown
c/o Town Clerk
P.O. Box 609
101 Charlotte Street
Johnstown, CO 80534

WITH A COPY TO THE TOWN WATER ATTORNEY:

R. Russell Anson
820 13th Street
Greeley, CO 80634

The addresses for notices may be changed by written notice given to the other Party in the manner provided above.

9. **Default.** In the event of default by either Party hereunder the non-defaulting Party shall notify the defaulting Party in writing of such default(s), specifying the nature and extent thereof. If such default is not cured within thirty (30) days, the non-defaulting Party shall be entitled to such remedies as are provided by law, including the Town's ordinances.

10. **Successors and assigns.** This Agreement shall run with the Subject Property and shall be binding upon and inure to the benefit of the Parties hereto, their successors, grantees and assigns. Assignment of interest within the meaning of this paragraph shall specifically include, but not be limited to, a conveyance or assignment of any portion of the

(b) Payments shall be made at the Town's standard rates for water taps and sewer taps which are in effect at the time of payment. Generally, payments shall be made in conjunction with building permit applications. Purchases may be made in excess of the minimum number required and, in such event, said purchases shall be carried forward for credit against the annual and cumulative minimum required. If an insufficient number of building permits is purchased so that in any year indicated the annual requirement has not been satisfied, either by way of purchases in such year or purchases carried forward, the required sum shall be paid to the Town not later than December 31 of that same year.

(c) Developer payments for the Town's Water Court Transfer Fee shall be at the Town's standard rate in effect at the time of payment.

(d) The foregoing credits for the Water Stock dedication shall be interim and shall be converted to 280.00 acre feet of permanent credits at such time as the Town completes the required Water Court proceedings to secure approval of the use of the Water Stock described in paragraph No. 2, above, for the Town's municipal purposes. At that time, the 280.00 acre feet of temporary credits provided for above shall be withdrawn by the Town and the water used to support said temporary credits may be used by the Town for other purposes.

5. **Future review of water usage and dedication requirements.** In accordance with Section 13-68 (h) of the Ordinance, the Town reserves the right to review actual water usage within the Subject Property at a point in time after water usage has been established to confirm the adequacy of the water demand projections made by the Developer, and to require additional water rights dedication and/or cash-in-lieu payments based on actual water usage.

6. **Lease of Raw Water for Irrigation.** The parties contemplate that Developer will own and use the Water Stock during 2002. Developer shall have the option to lease from the Town 1.5 shares of the Water Stock for the 2003 irrigation season only. The cost of such lease shall be the pro rated cost of the ditch assessments for said Water Stock. Such option shall be exercised by Developer, if at all, not later than April 1, 2003 pursuant to the Notice provisions of paragraph 8 below. Developer reserves no rights to lease such water in 2004 or in later years.

7. **Payment of Water Court Transfer Fees.** Not later than the time for water right dedication pursuant to paragraph 2 above, Developer shall pay to the Town the sum of THIRTY-FIVE THOUSAND TWO HUNDRED EIGHTY AND NO/100 DOLLARS (\$35,280.00) as payment of the Water Court Transfer Fees required by the Ordinance. Said payment is only for the required dedication of 176.40 acre feet for Filing 1 and has not been assessed against any of the surplus dedication credit of 103.60 acre feet. If the actual demand increases, additional fees will be required. Further, in accordance with the Ordinance, additional fees will be required in connection with future platting. If a downward adjustment in demand is agreed to in the future, the Water Court Transfer Fee shall also be adjusted/credited proportionately.

Developer's legal or equitable interest in this Agreement to the appurtenant property conveyed. In the even the Developer transfers title to the Subject Property, or any part thereof, and is thereby divested of all equitable and legal interest in that portion of the Subject Property transferred, the Developer shall be released from liability under this Agreement with respect to any breach of the terms and conditions of this Agreement occurring after the date of any such transfer or interest as it proportionally applies to the Subject Property transferred. In such event, the succeeding property owner shall be bound by the terms of this Agreement. Developer shall promptly notify the Town of any such assignment or transfer of the obligations of this Agreement pursuant to the Notice provisions of paragraph 8 above.

11. **Amendment or modification.** No amendment or modification of this Agreement shall be of any force or effect unless in writing and executed by the Parties hereto with the same formality as this Agreement.

12. **Attorney's fees and costs.** If any judicial proceedings may hereafter be brought to enforce any of the provisions hereof, including an action for specific performance and/or damages, the prevailing Party shall be entitled to recover the costs of such proceedings, including reasonable attorney's fees and reasonable expert witness fees.

13. **Waiver.** The waiver of any breach of any of the provisions of this Agreement by either Party shall not constitute a continuing waiver of any subsequent breach by said Party, concerning either the same or any other provision of this Agreement.

14. **Headings for convenience only.** Paragraph headings and titles contained herein are intended for convenience and reference only and are not intended to define, limit or describe the scope or intent of any provision of this Agreement.

15. **Non-severability.** Each paragraph of this Agreement is intertwined with the others and is not severable unless by mutual consent of the Parties hereto.

16. **Choice of laws.** This Agreement and the rights and obligations of the Parties hereto shall be governed by the laws of the State of Colorado.

17. **Entire agreement.** This Agreement constitutes the entire agreement between the Parties related to the subject matter hereof and any prior agreements pertaining thereto whether oral or written have been merged or integrated into this Agreement.

18. **Recordation.** This Agreement shall be recorded by the Town at Developer's expense in the office of the Clerk and Recorder of Weld County, Colorado, shall run with the Subject Property, shall be binding upon the Parties hereto and the permitted successors and assigns of the Developer and shall constitute notice of this Agreement to all persons or entities not parties hereto.

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year first above written.

JOHNSTOWN FARMS, LLC, a Delaware limited liability company

By: John K. Pierret
John K. Pierret
Manager

STATE OF Colorado)
CITY AND)
COUNTY OF DENVER)

ss.

SUBSCRIBED AND SWORN to before me this 29th day of May, 2002, by, John K. Pierret as Manager of Johnstown Farms, LLC, a Delaware limited liability company.

My Commission expires: 9/7/2003

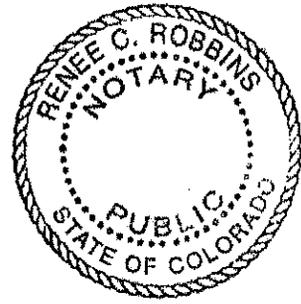
Renee C. Robbins
Notary Public

950 17th St., STE 1600
Address
DENVER, CO 80202

TOWN OF JOHNSTOWN, COLORADO,
a municipal corporation

By: Troy D. Mellon
Troy D. Mellon, Mayor

ATTEST:
Diane Seue
Secretary Town Clerk



Approved as to form:

_____, Water Attorney
for the Town of Johnstown



2974631 08/02/2002 04:15P Weld County, CO
7 of 7 R 35.00 D 0.00 J.A. "Suki" Tsukamoto

EXHIBIT A

**ANNEXATION
BECKER DEE FARM PUD-R ANNEXATION**

The S1/2 NE1/4 of Section 8, Township 4 North, Range 67 West of the 6th P.M., EXCEPTING THEREFROM a tract of land described as follows:

Beginning at the Northeast corner of the S1/2 of the NE1/4 of said Section 8;
thence West 250 feet;
thence South 70 feet,
thence East 250 feet;
thence North 70 feet to the place of beginning.

The SW1/4 of Section 9, Township 4 North, Range 67 West of the 6th P.M., EXCEPTING THEREFROM a parcel of land conveyed to Northern Construction Company by deed recorded May 26, 1905 in Book 221 at page 72.

All in Weld County, state of Colorado

Handwritten:
Township of Inverness
PO Box 204
Inverness, CO 80451

TOWN OF JOHNSTOWN

AVERAGE ANNUAL WATER DEMAND WORKSHEET
(Rev. 9/03)

Project Name: Johnstown Farms Filing 1

Contact Person: Rick Rome

Telephone: 720 283-6783 ext 114

Values should be averages for entire project

<u>Lot Usage:</u>		
Lot Size:	6050 (55'x110')	
Breakdown:		
	Building footprint	2100 SF
	Garage	400 SF
	Driveway	320 SF
	Sidewalks	75 SF
	Patios	225 SF
	Irrigated landscaping	2930 SF
	Other non-irrigated area	0 SF
	Total	6050 SF

A. Irrigation demand for Residential:			
	Subtotal:	Total number of single family lots	296
	X	Average irrigated area per lot (sq. ft.)	2930 SF
			43,560
	X		<u>2.5 AF/A</u>
	Subtotal:	Attached and Multi-family total ; irrigated area (sq. ft.)	0 SF
			43,560
	X		<u>2.5 AF/A</u>
	Total		49.8 AF

B. Other Usage:	
Establishment (3 years)	Maintenance
Irrigated Parks	0.9 acres
Irrigated Entry features	0.00 acres
Irrigated Street R.O.W.	0.8 acres
Other irrigated areas	0.0 acres
Subtotal	1.7 acres

C. Irrigation demand for other usage:	
Subtotal:	Total acra n.a.
X	<u>2.5 AF/A</u>
=	<u>0.0 AF</u>

	Establishment (3 years)
Total AF from Box A	49.8 AF
Total AF from Box C	0.0 AF
Total	49.8 AF

Summary of Average Annual Water Requirements

<u>Type</u>	<u>Units</u>	<u>Unit Requirement</u>	<u>Annual Requirement</u> <u>(acre feet)</u>
A. INSIDE USE			
1. Single - Family Detached	296 lots	0.33 A F / lot	97.7 AF
2. Multi-Family	0 units	0.29 A F / unit	
3. Commercial	0 sq.ft.	0.10 gpd / sq ft	0.0 AF
4. Office	0 sq.ft.	0.16 gpd / sq ft	0.0 AF
5. Light Industrial	0 sq.ft.	0.06 gpd / sq ft	
6. Other			
TOTAL INSIDE USE:			97.7 AF
IRRIGATION			
1. Residential			49.8 AF
2. Commercial	0.0 acres	2.5 AF / acre	0.0 AF
3. Office	0.0 acres	2.5 AF / acre	0.0 AF
4. Light Indust	0.0 acres	2.5 AF / acre	0.0 AF
5. Parks	0.9 acres	2.5 AF / acre	2.3 AF
6. Other	0.8 acres	2.5 AF / acre	0.00 AF
TOTAL OUTSIDE USE:			52.0 AF
TOTAL			149.7 AF

Average Annual Consumptive Use

<u>Inside Use</u>	
Total Demand (AF)	$97.7 \times 0.05 = 4.9 \text{ AF}$
<u>Irrigation Use</u>	
Total irrigation demand (AF)	$52.0 \times 0.85 = 44.2 \text{ AF}$
TOTAL	49.1 AF

APPLICANT:

By: _____
(Authorized Representative)

Date: _____

TOWN OF JOHNSTOWN

AVERAGE ANNUAL WATER DEMAND WORKSHEET
(Rev. 9/03)

Project Name: Johnstown Farms Filing 2

Contact Person: Rick Rome

Telephone: 720 283-6783 ext 114

Values should be averages for entire project

<u>Lot Usage:</u>		
Lot Size:	6050 (55'x110')	
Breakdown:		
	Building footprint	2100 SF
	Garage	400 SF
	Driveway	320 SF
	Sidewalks	75 SF
	Patios	225 SF
	Irrigated landscaping	2930 SF
	Other non-irrigated area	0 SF
	Total	6050 SF

A. Irrigation demand for Residential:			
	Subtotal:	Total number of single family lots	326
	X	Average irrigated area per lot (sq. ft.)	2930 SF
			43,560
	X		<u>2.5 AF/A</u>
	Subtotal:	Attached and Multi-family total : irrigated area (sq. ft.)	0 SF
			43,560
	X		<u>2.5 AF/A</u>
	Total		54.8 AF

B. Other Usage:		
	Establishment (3 years)	Maintenance
Tap 1	11.59	11.59
Tap 2	3.51	0.07
Tap 3	21.82	0
Tap 4	28.89	0
Tap 5	10.4	0
Tap 6	8.24	0.77
Tap 7	9.62	0.77
Tap 8	8.24	0.04
Tap 9	7.37	0.03
Total	84.45	12.43

Ac-ft / yr

Irrigated Parks	4.6 acres
Irrigated Entry features	0.00 acres
Irrigated Street R.O.W.	1.0 acres
Other irrigated areas	2.9 acres
Subtotal	8.5 acres

C. Irrigation demand for other usage:		
Subtotal:	Total acra	n.a.
	X	<u>2.5 AF/A</u>
	=	<u>0.0 AF</u>

	Establishment (3 years)	Maintenance
Total AF from Box A	54.8 AF	54.8 AF
Total AF from Box C	84.5 AF	12.43 AF
Total	139.3 AF	67.2 AF

Summary of Average Annual Water Requirements

<u>Type</u>	<u>Units</u>	<u>Unit Requirement</u>	<u>Annual Requirement</u> <u>(acre feet)</u>
A. INSIDE USE			
1. Single - Family Detached	326 lots	0.33 A F / lot	107.6 AF
2. Multi-Family	units	0.29 A F / unit	
3. Commercial	0 sq.ft.	0.10 gpd / sq ft	0.0 AF
4. Office	sq. ft	0.16 gpd / sq ft	
5. Light Industrial	sq. ft	0.06 gpd / sq ft	
6. Other			
TOTAL INSIDE USE:			107.6 AF
IRRIGATION			
1. Residential			54.8 AF
2. Commercial	acres	2.5 AF / acre	
3. Office	acres	2.5 AF / acre	
4. Light Indust	acres	2.5 AF / acre	
5. Parks	4.6 acres	2.5 AF / acre	
6. Other	3.9 acres	2.5 AF / acre	12.43 AF
TOTAL OUTSIDE USE:			67.2 AF
TOTAL			174.8 AF

Average Annual Consumptive Use

<u>Inside Use</u>			
Total Demand (AF)	107.6 AF	x 0.05	= 5.38 AF
<u>Irrigation Use</u>			
Total irrigation demand (AF)	67.2 AF	x 0.85	= 57.16 AF
TOTAL			= 62.54 AF

APPLICANT:

By: _____
(Authorized Representative)

Date: _____

Johnstown Farms Filing 2
 Water Demand Schedule by Construction Phase

Residential Use	313 du	
	52.6 ac-ft	Irrigation
	108 ac-ft	Domestic
	0.51 af per du	

Development Phase	Year 1		Year 2		Year 3		Year 4		Year 5		Year 6		Year 7	
	Dwelling Units	Water Usage												
1 West	51	26.17		26.17		26.17		26.17		26.17		26.17		26.17
Tap No. 1		10.53		10.53		10.53		6.48		6.48		6.48		6.48
2,3 West			43	22.06		22.06		22.06		22.06		22.06		22.06
1 East					78	40.02		40.02		40.02		40.02		40.02
Tap No. 2						8.24		8.24		8.24		0.77		0.77
Tap No. 3						8.24		8.24		8.24		0.04		0.04
Tap No. 4						9.62		9.62		9.62		0.77		0.77
Tap No. 5						7.37		7.37		7.37		0.03		0.03
Tap No. 6						3.5		3.5		3.5		0.05		0.05
2 East							19	9.75		9.75		9.75		9.75
4 East									31	15.91		15.91		15.91
3 East											62	31.81		31.81
5 East													30	15.39
Total Water Demand		36.70		58.76		135.75		141.45		157.36		153.86		169.25

Highlighted items represent establishment level water usage.

DAVID W. ROBBINS
ROBERT F. HILL
PETER J. AMPE
NATHAN P. FLYNN
MATTHEW A. MONTGOMERY

OF COUNSEL
DENNIS M. MONTGOMERY

HILL & ROBBINS, P.C.
ATTORNEYS AT LAW
1660 LINCOLN STREET, SUITE 2720
DENVER, COLORADO 80264

TELEPHONE
303 296-8100

FAX
303 296-2388

E-MAIL
webmaster@hillandrobbs.com

WEBSITE
www.hillandrobbs.com

October 30, 2015

Kirschner Company, LLC
1350 17th Street, Suite 300
Denver, Colorado 80202
Attn: John Kirschner

Re: Johnstown Ranches Filing 2

Dear Mr. Kirschner:

This letter will serve to follow up on our telephone conference on Friday, October 23, 2015. At the close of that telephone conference, you requested a written statement of Johnstown's position regarding the ability to use "credit" water remaining from the 2002 Water and Sewer Service Agreement between Johnstown Farms, LLC, and the Town of Johnstown ("2002 WSSA") for the development of Johnstown Farms Filing 1.

The 2002 WSSA allowed Johnstown Farms to use water shares in the Hillsborough Ditch as the source of water for the development. The 2002 WSSA provides that the 3.5 Hillsborough shares are assumed to provide 280 acre-feet per year against a predicted demand of 176.4 acre-feet per year for Filing No. 1, leaving a "credit" of 103.6 acre-feet.¹ However, the Hillsborough water that was to serve as the source of supply for Filing No. 1 had not been changed through the required Water Court process to allow that water to be used through Johnstown's municipal potable water supply system; it could only be used for irrigation within the historic place of use of the water and within the historic irrigation season. The irrigation use could include irrigation of lawns and landscaping within the legal place of use.

Because of the limitation on the legal use of the Hillsborough water, the Town's acceptance of the Hillsborough water and the 2002 WSSA was specifically premised on the use of a substantial portion of the Hillborough water for raw water irrigation within Filing No. 1. It is now apparent that Filing No. 1 uses no raw water irrigation and so is not using the Hillsborough water, but instead is dependent on Johnstown's potable municipal water system for all of its water supply.

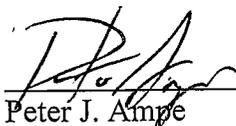
¹ The Town of Johnstown has not performed an after-construction audit on Johnstown Farms Filing No. 1, pursuant to paragraph 5 of the 2002 WSSA, and the exact amount of "credit" under the 2002 WSSA is contingent and not final until after Johnstown performs that audit.

Although Johnstown did allow the development of Johnstown Farms Filing No. 1 based only on the Hillsborough water shares, it will not do so for future development. First, the original agreement was premised on the use of a substantial portion of the Hillsborough water for raw water irrigation, thus reducing the draw on Johnstown's potable system. This was not done. Second, at this time the Hillsborough shares can only be used for irrigation. Allowing the "credit" from the 2002 WSSA to be used as a source of supply for Johnstown Farms Filing No. 2 will increase the draw on Johnstown's potable system, while not providing Johnstown any usable water for that system. Until the Hillsborough Shares are changed through the water court process to include municipal use as a legal type of use, the water represented by the Hillsborough shares cannot be used through Johnstown's municipal system. Finally, the Hillsborough Shares cannot be physically used in the Johnstown's water supply system at this time. A large investment in infrastructure would be necessary, which Johnstown is not willing or able to do at this point in time. However, the 103.6 acre-feet of "credit" is still available for use as raw water irrigation within the legal place and time of use under its existing decree.

On the October 23rd phone conference, you stated that there are 12.5 Home Supply Shares available for this development. Those shares represent not more than 100 acre-feet of water available for potable and non-potable use, depending on whether or not all 12.5 shares have been changed to municipal use. The Johnstown Farms' current estimate for the development of Filing No. 2 would require 97.7 acre-feet for indoor/potable use and 52.0 acre-feet of outdoor/irrigation use.² If Johnstown Farms is able to design and build a raw water irrigation system using Hillsborough water to supply all of the outdoor/irrigation use, the 12.5 Home Supply shares, assuming they have all been changed for municipal use, could provide sufficient water for the indoor/potable use and the development will have sufficient water to meet the requirements of the development, with a continued surplus of Hillsborough water for raw water irrigation and a small surplus of Home Supply water.

We look forward to continuing to work with you on finding a solution that allows the full development of Johnstown Farms Filing No. 2 while complying with the Town of Johnstown's requirements that developments must provide a sufficient and legal source of water to supply the projected needs of the development.

Sincerely,



Peter J. Ampe

cc: John Franklin, Town of Johnstown
Avi Rocklin, Esq.

² These calculations have not been reviewed or approved by Johnstown's engineer and so have not yet been accepted by the Town.

OTTENJOHNSON
ROBINSON NEFF + RAGONETTI PC

January 19, 2016

KIMBERLY A. MARTIN
303 575 7552
KMARTIN@OTTENJOHNSON.COM

BY U.S. MAIL AND E-MAIL

Peter J. Ampe
Hill & Robbins, P.C.
1660 Lincoln Street, Suite 2720
Denver, Colorado 80264

Re: Johnstown Farms Filing No. 2, Johnstown, Colorado

Dear Mr. Ampe:

This firm represents Johnstown Farms, LLC (“Developer”) with respect to Developer’s development of certain real property located in the Town of Johnstown, Colorado (“Town”), known as proposed Johnstown Farms Filing No. 2 (the “Property”). The purpose of this letter is to respond to your letter, on behalf of the Town, to John Kirschner dated October 30, 2015 (“Town Letter”) regarding the status of raw water credits available for use in connection with development of the Property and previously-developed Johnstown Farms Filing No. 1 (“Filing 1 Property” and collectively with the Property, the “Benefitted Property”) pursuant to that certain Water and Sewer Service Agreement between the Town and Developer dated May 2, 2002 (“Water Agreement”).

As a preliminary matter, the Water Agreement governs the rights and obligations of the Town and Developer relating to the Town’s commitment to provide water and sewer service to the Benefitted Property. In pertinent part, Section 4(a) of the Water Agreement provides that, subject to Developer’s performance of its covenants contained therein, including without limitation the dedication of 13.5 shares of stock in the Consolidated Hillsborough Ditch Company (“Water Stock Shares”) and payment of all required fees, in consideration therefor, the Town is committed to provide the Benefitted Property not less than 280.0 acre feet per year of water supply, together with corresponding sewer service. Further, the effectiveness of such commitment was conditioned on Developer’s dedication of the Water Stock Shares and payment of the Water Court Transfer Fee in accordance with Section 7 of the Water Agreement. We note that, pursuant to the Water Agreement, 176.4 acre feet of water was the estimated demand for the Filing 1 Property (“Filing 1 Water Demand”), resulting in a surplus dedication raw water credit of 103.6 acre feet (“Surplus Water Credit”) for use anywhere within the Benefitted Property.

Developer has fully satisfied all of its covenants under the Water Agreement, including without limitation, dedication of the Water Stock Shares, payment of the “Water Court Transfer Fee” (as defined in the Water Agreement) in the amount of \$35,280 relating to the Filing 1 Water Demand and purchase in the aggregate

Peter J. Ampe
January 19, 2016
Page 2

amount of \$2,987,200 of 359 water and sewer tap pairs as required by Section 4 of the Water Agreement. Accordingly, Developer wholly disagrees with the Town's position stated in the Town Letter; the Town remains obligated under the Water Agreement to apply the Surplus Water Credit to the Property.

Regarding the Water Stock Shares, the nature of the Water Stock Shares was known to the Town at the time the Town entered into the Water Agreement, and neither the limitation on use for raw water irrigation nor the Water Court's approval of a change of use for domestic use are conditions to the Town's commitment to provide the Surplus Water Credits for use on the Property. Similarly, use limitations and change of use were not conditions to the Town's performance of its obligations relating to the Filing 1 Property. In fact, Section 13 of Exhibit B-3 to the Public Improvements Development Agreement for Town of Johnstown (Johnstown Farms) entered into between the Town and Developer dated May 31, 2002 for the Filing 1 Property specifically provides that Developer is not required to provide untreated water for irrigation for the Filing 1 Property, provided that if at some future date it would be economically feasible to do so, property owners would be required to connect to such non-potable water system at no additional cost for any portion of the system outside of the boundaries of the Filing 1 Property.

In sum, that the Water Stock Shares were at the time of entering into the Water Agreement, and at the present, decreed for raw water irrigation use is irrelevant to the Town's continuing obligation to apply the Surplus Water Credit to the Property. Pursuant to the Water Agreement, Developer conveyed the Water Stock Shares to the Town and paid the Water Court Transfer Fee in exchange for the Town's annual delivery of 280.0 acre feet of water supply to the Benefitted Property, and the Water Agreement expressly commits the Town to provide the Surplus Water Credits for such use, notwithstanding that the Town has not prosecuted a change of use for domestic use through the Water Court.

Developer looks forward to your prompt and favorable response, and is confident the Town will take the steps required to promptly and fully comply with its obligations under the Water Agreement.

Sincerely,



Kimberly A. Martin
for the Firm

KAM

cc: John Maberry, Forestar (U.S.A.) Real Estate Group Inc. (by E-mail)
John Kirschner, Kirschner Company, LLC (by E-mail)
David Hayes, Petros & White LLC (by E-mail)
Mike Pietschmann, Redland (by E-mail)
Rick Rome, Redland (by E-mail)
Julie Gifford, Otten Johnson Robinson Neff and Ragonetti, P.C. (by E-mail)

PETROS & WHITE LLC

ATTORNEYS AT LAW

1999 BROADWAY, SUITE 3200
DENVER, COLORADO 80202

TELEPHONE: (303) 825-1980

FACSIMILE (303) 825-1983

March 12, 2017

Via E-Mail: peterampe@hillandrobbs.com

Peter J. Ampe, Esq.
Hill & Robbins, P.C.
1660 Lincoln Street, Suite 2720
Denver, Colorado 80264

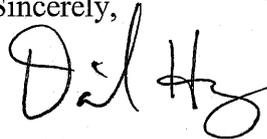
Re: Johnstown Farms – Hillsborough Ditch

Dear Pete:

I am writing on behalf of Johnstown Farms, LLC (“Johnstown Farms”) to confirm my understanding, based on our telephone conversation on March 9th, that the Town of Johnstown (“Town”) will retain ownership of the 3.5 shares of stock in the Consolidated Hillsborough Ditch Company previously dedicated to the Town by Johnstown Farms pursuant to the Water and Sewer Service Agreement, dated May 2, 2002 (“Water Agreement,” copy enclosed). In addition, pursuant to the Water Agreement, Johnstown Farms presently has 103.60 acre-feet of surplus dedication credit available to apply towards future development phases on the Subject Property, as further defined in the Water Agreement.

Please contact me at your earliest convenience if the foregoing understanding is incorrect.

Sincerely,



David S. Hayes

DSH/kn
Enclosure
CC (via email):

William Shannon
Kim Martin, Esq.
John Kirschner

OTTEN JOHNSON
ROBINSON NEFF + RAGONETTI PC

April 3, 2019

KIMBERLY A. MARTIN
303 575 7552
KMARTIN@OTTENJOHNSON.COM

BY U.S. MAIL AND E-MAIL

Town Council
Town of Johnstown, Colorado
450 S. Parish Avenue
Johnstown, Colorado 80534

Re: Johnstown Farms Filing No. 3

Dear Town of Johnstown Town Council:

This firm represents TF Johnstown Farms, L.P. (the "Developer") with respect to the Developer's development of certain real property located in the Town of Johnstown, Colorado ("Town"), known as proposed Johnstown Farms Filing No. 3 (the "Property"). The Developer is successor-in-interest to Johnstown Farms, LLC (the "Prior Developer") with respect to the Property and to certain adjacent property known as proposed Johnstown Farms Filing No. 2 ("Filing 2"). The Developer has been processing with the Town a final plat for the Property and, in connection therewith, will enter into a Water and Sewer Service Agreement with the Town as required by Town ordinance. On behalf of the Developer, the purpose of this letter is to set forth the Developer's understandings relative to that certain Water and Sewer Service Agreement between the Town and the Prior Developer dated May 2, 2002 ("Water Agreement"), in connection with the Town's approval of a final plat for certain property known as Johnstown Farms Filing No. 1 ("Filing No. 1"). The Developer is also the Prior Developer's successor-in-interest to the Water Agreement.

As a preliminary matter, the Water Agreement governs the rights and obligations of the Town and the Developer relating to the Town's commitment to provide water and sewer service to the Property and Filing 2 (collectively, the "Benefitted Property"), and governed such rights and obligations as between the Prior Developer and the Town relating to Filing 1. In pertinent part, Section 4(a) of the Water Agreement provides that, subject to the Prior Developer's compliance with the terms of the Water Agreement, including without limitation the dedication of 3.5 shares of stock in the Consolidated Hillsborough Ditch Company ("Water Stock Shares") and payment of all required fees, as consideration for such dedication and payment of fees, the Town is committed to provide the Benefitted Property and Filing 1 not less than 280.0 acre feet per year of water supply, together with corresponding sewer service. Specifically, the Town's obligation to provide the water supply and sewer service was conditioned on Developer's dedication of the Water Stock Shares and payment of the Water Court Transfer Fee in accordance with Section 7 of the Water Agreement. According to the Water Agreement, 176.4 acre feet of water was the estimated demand for Filing 1 ("Filing 1 Water Demand"), which resulted in a surplus

dedication raw water credit of 103.6 acre feet (“Surplus Water Credit”) for use anywhere within the Benefitted Property.

This firm previously represented the Prior Developer with respect to the Benefitted Property in connection with the Prior Developer’s proposed final plat for Filing 2. At that time, there were discussions between Town staff and the Prior Developer regarding the status of raw water credits available for use in connection with development of the Benefitted Property. Those discussions resulted in a work session with Town Council on February 27, 2017. At that work session, Town Council reaffirmed its acceptance of the Water Stock Shares for the benefit of the Benefitted Property. Thereafter, water legal counsel for the Town, Peter Ampe, and for the Prior Developer, David Hayes, discussed the proposed Water and Sewer Service Agreement for Filing 2, Mr. Hayes delivered a letter to Mr. Ampe dated March 12, 2017 confirming their understandings, as so discussed, and Mr. Ampe prepared a draft of the proposed Water and Sewer Service Agreement for Filing 2, which draft agreement, delivered to the Prior Developer on April 26, 2017, confirmed the availability and use of the Surplus Water Credit for the Benefitted Property.

Shortly after delivery of that Water and Sewer Service Agreement, the Prior Developer suspended processing of the Filing 2 final plat and thereafter sold and conveyed the Benefitted Property to the Developer. Again, the Developer is now, and has been, processing a final plat for Filing 3 and has requested that the Town provide a proposed Water and Sewer Service Agreement for Filing 3, consistent with and as contemplated by the Water Agreement and the recent proposed Water and Sewer Service Agreement for Filing 2—specifically, that the Surplus Water Credit remains available to be applied to the Property (and in the future, to Filing 2).

To reiterate, the Prior Developer satisfied all of its obligations under the Water Agreement, including without limitation, dedication of the Water Stock Shares, payment of the “Water Court Transfer Fee” (as defined in the Water Agreement) in the amount of \$35,280 relating to the Filing 1 Water Demand and purchase in the aggregate amount of \$2,987,200 of 359 water and sewer tap pairs as required by Section 4 of the Water Agreement. As such, the Town remains obligated under the Water Agreement to apply the Surplus Water Credit to the Benefitted Property.

It is important to note that the 176.4 acre feet of water estimated to be required for Filing 1 per the Filing 1 Water Demand analysis includes water demand for both domestic and irrigation purposes. And, the significant portion of that water demand was for domestic use, as the water estimated to be required for irrigation of the small park within Filing 1 is only 2.1775 acre feet of water annually pursuant to the Town’s water demand worksheet calculations. Similar to Filing 1, the raw water supply required for irrigation of the applicable portions of the Benefitted Property is a negligible component of the total contemplated water demand for the Benefitted Property, the substantial majority of which is required for domestic use. In fact, with respect to the Property, based on the Town’s water demand worksheet calculations, it is estimated that only 10.1 acre feet of water annually will be required to irrigate the parks within the Property. Clearly, the calculations under the Water Agreement contemplated that the Water Stock Shares were to be dedicated in consideration of the Town providing a water supply primarily for domestic use within Filing 1 and the Benefitted Property.

The nature of the Water Stock Shares and the nature of the water demand for Filing 1 and the Benefitted Property were known to the Town and to the Prior Developer at the time the parties entered into the Water Agreement, and neither the limitation on use for raw water irrigation nor the Water Court’s approval of a change

Town of Johnstown Town Council
April 3, 2019
Page 3

of use for domestic use are conditions to the Town's commitment to provide the Surplus Water Credits for use on the Benefitted Property, consistent with the implementation and performance of the Water Agreement with respect to Filing 1.

The Developer looks forward to discussing this matter with Town Council at its April 15, 2019 work session, and thereafter to obtain the Town's approval of a Water and Sewer Service Agreement and final plat for Filing 3.

Sincerely,



Kimberly A. Martin
for the Firm

KAM

cc: Avi Rocklin (by E-mail)
Matt LeCerf (by E-mail)
Kim Meyer (by E-mail)
Craig Campbell, Starwood Land Advisors, LLC (by E-mail)
Kurt Jones, Starwood Land Advisors, LLC (by E-mail)
Mike Pietschmann, Redland (by E-mail)

1352361 2