



December 15, 2017

Project Plan for the Creation of Tax Incremental District No. 7

Village of



Germantown

Organizational Joint Review Board Meeting Held:	November 29, 2017
Public Hearing Held:	November 29, 2017
Consideration for Approval by Plan Commission:	November 29, 2017
Consideration for Adoption by Village Board:	December 18, 2017
Consideration for Approval by the Joint Review Board:	Scheduled for: January 2, 2018



Tax Incremental District No. 7 Creation Project Plan

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Section 1: Executive Summary

Description of District

Type of District, Size and Location

Tax Incremental District (“TID”) No. 7 (the “TID” or “District”) is proposed to be created by the Village of Germantown (“Village”) as an industrial district. A map of the proposed District boundaries is in Section 3 of this plan. The area proposed to be included in the district encompasses 144.2 acres, which is broken into two distinct areas the original J.W. Speaker facility (approximately 57 acres) and the area to be developed by the J.W. Speaker Corporation (approximately 87.2 acres).

Estimated Total Project Expenditures.

The Village anticipates making total project expenditures of approximately \$2.69M to undertake the projects listed in this Project Plan. The Village anticipates completing the projects in a single phase. The Expenditure Period of this District is 15 years from the date of adoption of the authorizing Resolution of the Village Board (the “Creation Resolution”). The projects to be undertaken pursuant to this Project Plan are expected to be financed with debt issued by the Village, however, the Village may use other alternative financing methods which may provide overall lower costs of financing, preserve debt capacity, mitigate risk to the Village, or provide other advantages as determined by the Village Board. A discussion and listing of other possible financing mechanisms, as well as a summary of total project financing, is in Section 10 of this plan.

Economic Development

Based on the anticipated expansion of the J.W. Speaker Facility and the potential relocation of an offsite manufacturing facility, the Village projects that additional land and improvements value of approximately \$26.8 Million will be created because of new development and expansion of the existing Speaker facility. This additional value will be a result of the improvements made and projects undertaken within the District. A table detailing assumptions as to the timing of new development and redevelopment and associated values is in Section 10 of this Plan. In addition, creation of the District is expected to result in other economic benefits as detailed in the Summary of Findings hereafter.

Expected Termination of District

Based on the Economic Feasibility Study located in Section 10 of this plan, this District would be expected to generate sufficient tax increments to recover all project costs by the year 2031; eight years earlier than the 20-year maximum life of this District.

Summary of Findings

As required by Wisconsin Statutes Section 66.1105, and as documented in this Project Plan and the exhibits contained and referenced herein, the following findings are made:

1. **That “but for” the creation of this District, the development projected to occur as detailed in this Project Plan: 1) would not occur; or 2) would not occur in the manner, at the values, or within the timeframe desired by the Village.** In making this determination, the Village has considered the following information:

- The lands to the west of the Speaker facility sites proposed for development have remained vacant due to a lack of adequate infrastructure. Given that the sites have not developed as would have been expected under normal market conditions, it is the judgment of the Village that the use of Tax Incremental Financing (“TIF”) will be required to provide the necessary infrastructure and inducements to encourage development on the sites consistent with that desired by the Village.
- To make the areas included within the District suitable for development, the Village will need to make an investment to pay for the costs of installation of utilities; installation of streets and related streetscape items; development incentive payments, and other associated costs. Due to the extensive initial investment in public infrastructure that is required to allow development to occur, the Village has determined that development of the area will not occur solely because of private investment. Accordingly, the Village finds that absent the use of TIF, development of the area is unlikely to occur.

2. The economic benefits of the Tax Incremental District, as measured by increased employment, business and personal income, and property value, are sufficient to compensate for the cost of the improvements. In making this determination, the Village has considered the following information:

- As demonstrated in the Economic Feasibility Section of this Project Plan, the tax increments projected to be collected are more than sufficient to pay for the proposed project costs. On this basis alone, the finding is supported.
- The development expected to occur is likely to generate approximately 132 jobs over the buildout of the Speaker campus. According to wage estimates prepared by J.W. Speaker, the job creation will produce more than \$6 M of additional payroll annually.

1. The benefits of the proposal outweigh the anticipated tax increments to be paid by the owners of property in the overlying taxing jurisdictions.

- If approved, the District’s creation would become effective for valuation purposes as of January 1, 2018. As of this date, the values of all existing development would be frozen and the property taxes collected on this base value would continue to be distributed amongst the various taxing entities as they currently are now. Taxes levied on any additional value established within the District due to new construction, renovation or appreciation of property values occurring after January 1, 2018 would be collected by the TID and used to repay the costs of TIF-eligible projects undertaken within the District.
- Since the development expected to occur is unlikely to take place or in the same manner without the use of TIF (see Finding #1) and since the District will generate economic benefits that are more than sufficient to compensate for the cost of the improvements (see Finding #2), the Village reasonably concludes that the overall benefits of the District outweigh the anticipated tax increments to be paid by the owners of property in the overlying taxing jurisdictions. It is further concluded that since the “but for” test is satisfied, there would, in fact, be no foregone tax increments to be paid in the event the District is not created. As required by Section 66.1105(4)(i)4., a calculation of the share of projected tax increments estimated to be paid by the owners of property in the overlying taxing jurisdictions has been made and can be found in Appendix A of this plan.

4. Not less than 50% by area of the real property within the District is suitable for industrial sites and zoned for industrial use within the meaning of Wisconsin Statutes Section 66.1101. Any real property within the District that is found suitable for industrial sites and is zoned for industrial use at the time of the creation of the District will remain zoned for industrial use for the life of the District.
5. Based upon the findings, as stated above, the District is declared to be an industrial District based on the identification and classification of the property included within the District.
6. The project costs relate directly to promoting industrial development in the District consistent with the purpose for which the District is created.
7. The improvement of such area is likely to enhance significantly the value of substantially all the other real property in the District.
8. The equalized value of taxable property of the District, plus the value increment of all existing tax incremental districts within the Village, does not exceed 12% of the total equalized value of taxable property within the Village.
9. The Village estimates that none of the territory within the District will be devoted to retail business at the end of the District's maximum expenditure period, pursuant to Wisconsin Statutes Sections 66.1105(5)(b) and 66.1105(6)(am)1.
10. The Project Plan for the District in the Village is feasible, and is in conformity with the master plan of the Village.

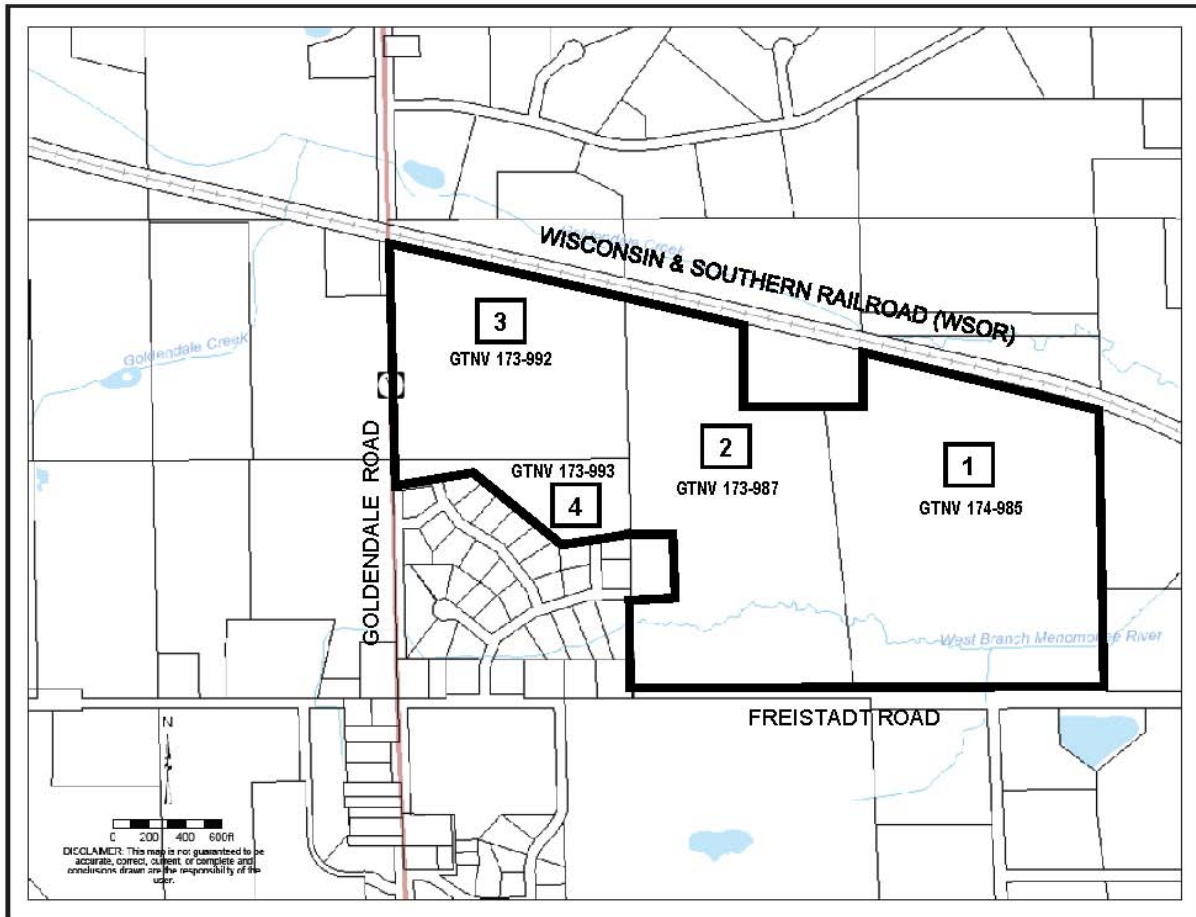
Section 2: Type and General Description of District

The District is being created by the Village under the authority provided by Wisconsin Statutes Section 66.1105. This District is created as an "Industrial District" based upon a finding that at least 50%, by area, of the real property within the District is zoned and suitable for industrial sites within the meaning of Wisconsin Statutes Section 66.1101 (See Section 5 of this plan for a breakdown of District parcels by class and calculation of compliance with the 50% test). That area within the TID that is either a stream bed or wetland is hereby excluded from the District.

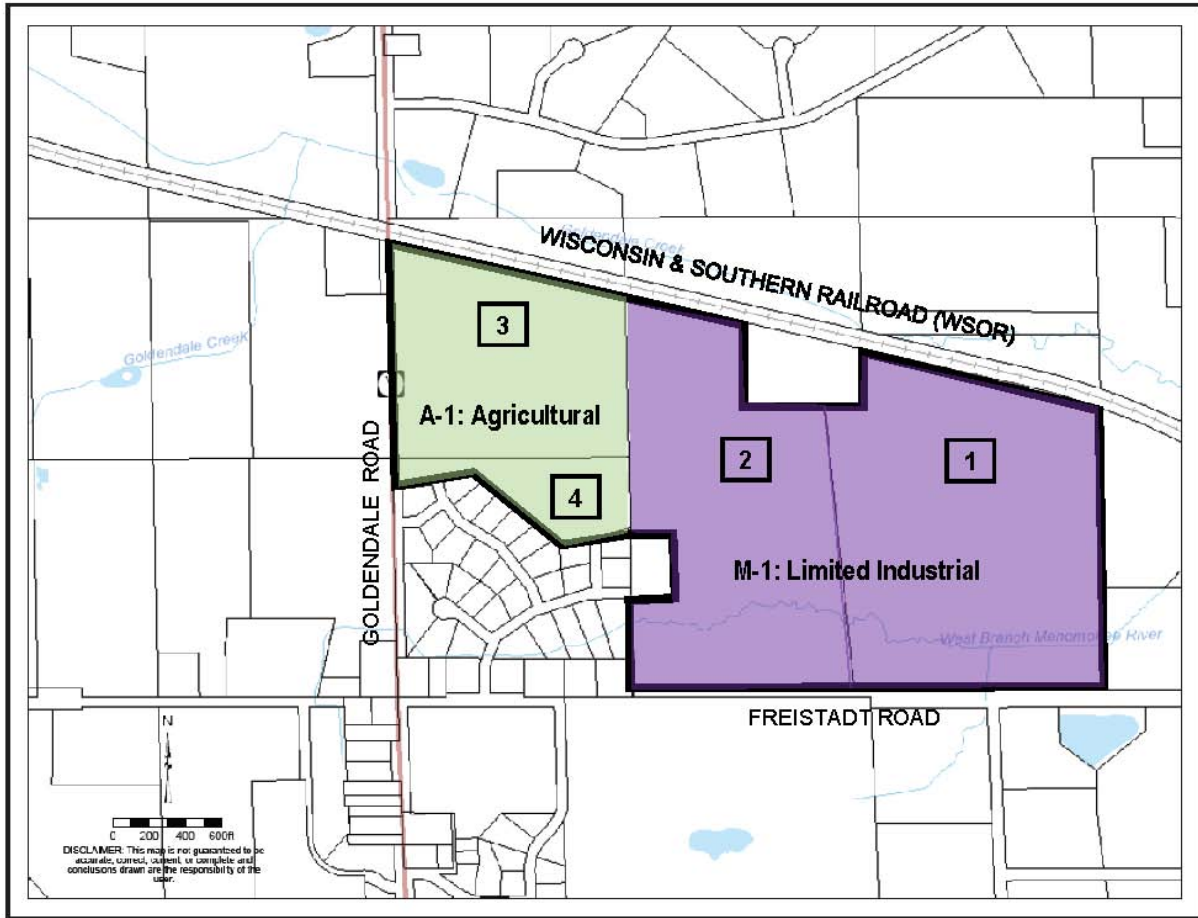
A map depicting the boundaries of the District is found in Section 3 of this Plan. A map depicting the proposed uses of the District is found in Section 8 of this plan. The Village intends that TIF will be used to assure that industrial, distributor and related private development locates in this District. This will be accomplished by installing public improvements, and making necessary related expenditures, to promote industrial development within the District. The goal is to increase the tax base and to provide for and preserve employment opportunities within the Village. The project costs included in this Plan relate directly to promoting industrial development in the District consistent with the purpose for which the District is created.

Based upon the findings, as stated within this Plan, the District is declared to be an industrial District based on the identification and classification of the property included within the district.

Section 3: Preliminary Map of Proposed District Boundary



Section 4: Map Showing Existing Uses and Conditions



Section 5: Preliminary Parcel List and Analysis

Village of Germantown										
Tax Increment District #7										
Base Property Information										
Property Information					Equalized Value				District Classification	Comments
Map Ref #	Parcel Number	Street Address	Owner	Acreage	Land	Imp	PP	Total	Industrial (Zoned and Suitable)	
1	174-985	N120 W19434 Freistadt Road	Phylmack LLC	57.08	2,666,800	5,486,200	1,363,700	9,516,700	57.08	
2	173-987	Freistadt Road	Thomas & Joan Roskopf	47.43	102,700	10,100	0	112,800	47.43	
3	173-992	Goldendale Road	Francis & Dolores Mayer37	31.10	10,200	0	0	10,200		Currently Zoned A-1 Agricultural
4	173-993	Goldendale Road	Francis & Dolores Mayer	8.60	2,700	0	0	2,700		Currently Zoned A-1 Agricultural
					0	0	0	0		
				Total Acreage	144.21	2,782,400	5,496,300	1,363,700	104.51	
									72.47%	
										Estimated Base Value 9,642,400
										Version 3

Section 6: Equalized Value Test

The calculations to the right demonstrate that the Village is in compliance with Wisconsin Statutes Section.66.1105(4)(gm)4.c., which requires that the equalized value of the taxable property in the proposed District, plus the value increment of all existing tax incremental districts, does not exceed 12% of the total equalized value of taxable property within the Village.

The equalized value of the increment of existing tax incremental districts within the Village, plus the base value of the proposed District, totals \$108,006,100. This value is less than the statutory maximum of \$309,297,588 in equalized value that is permitted for the Village. The Village is therefore in compliance with the statutory equalized valuation test and may proceed with creation of this District.

Village of Germantown	
Tax Increment District #7	
Valuation Test Compliance Calculation	
Anticipated Creation/Boundary Amendment	12/18/2017
	Valuation Data
	Est. Creation Date
Total EV (TID In)	2,577,479,900
12% Test	309,297,588
Increment of Existing TIDs	
TID #4	98,164,500
TID #6	199,200
	0
	0
	0
	0
Total Existing Increment	98,363,700
Projected Base of New or Amended District	9,642,400
Total Value Subject to 12% Test	108,006,100
Compliance	PASS
Version 3	

Section 7: Statement of Kind, Number and Location of Proposed Public Works and Other Projects

The following is a list of public works and other TIF-eligible projects that the Village expects to implement in conjunction with this District. Any costs necessary or convenient to the creation of the District or directly or indirectly related to the public works and other projects are considered "Project Costs" and eligible to be paid with tax increment revenues of the District.

Property, Right-of-Way and Easement Acquisition

Property Acquisition for Development

To promote and facilitate development and/or redevelopment the Village may acquire property within the District. The cost of property acquired, and any costs associated with the transaction, are eligible Project Costs. Following acquisition, other Project Costs within the categories detailed in this Section may be incurred to make the property suitable for development and/or redevelopment. Any revenue received by the Village from the sale of property acquired pursuant to the execution of this Plan will be used to reduce the total project costs of the District. If total Project Costs incurred by the Village to acquire property and make it suitable for development and/or redevelopment exceed the revenues or other consideration received from the sale or lease of that property, the net amount shall be considered "real property assembly costs" as defined in Wisconsin Statutes Section 66.1105(2)(f)1.c., and subject to recovery as an eligible Project Cost.

Property Acquisition for Conservancy

To promote the objectives of this Plan, the Village may acquire property within the District that it will designate for conservancy. These conservancy objectives include: preserving historic resources or sensitive natural features; protection of scenic and historic views; maintaining habitat for wildlife; maintaining adequate open space; reduction of erosion and sedimentation by preserving existing vegetation; and providing adequate areas for management of storm water. The cost of property acquired for conservancy, and any costs associated with the transaction, are eligible Project Costs.

Acquisition of Rights-of-Way

The Village may need to acquire property to allow for installation of streets, driveways, sidewalks, utilities, storm water management practices and other public infrastructure. Costs incurred by the Village to identify, negotiate and acquire rights-of-way are eligible Project Costs.

Acquisition of Easements

The Village may need to acquire temporary or permanent easements to allow for installation and maintenance of streets, driveways, sidewalks, utilities, storm water management practices and other public infrastructure. Costs incurred by the Village to identify, negotiate and acquire easement rights are eligible Project Costs.

Relocation Costs

If relocation expenses are incurred in conjunction with the acquisition of property, those expenses are eligible Project Costs. These costs may include, but are not limited to: preparation of a relocation plan; allocations of staff time; legal fees; publication of notices; obtaining appraisals; and payment of relocation benefits as required by Wisconsin Statutes Sections 32.19 and 32.195.

Site Preparation Activities

Demolition

To make sites suitable for development, the Village may incur costs related to demolition and removal of structures or other land improvements, to include abandonment of wells or other existing utility services.

Site Grading

Land within the District may require grading to make it suitable for development and/or redevelopment, to provide access, and to control storm water runoff. The Village may need to remove and dispose of excess material, or bring in fill material to provide for proper site elevations. Expenses incurred by the Village for site grading are eligible Project Costs.

Utilities

Sanitary Sewer System Improvements

There are inadequate sanitary sewer facilities serving areas of the District. To allow development to occur, the Village may need to construct, alter, rebuild or expand sanitary sewer infrastructure within the District. Eligible Project Costs include, but are not limited to, construction, alteration, rebuilding or expansion of: collection mains; manholes and cleanouts; service laterals; force mains; interceptor sewers; pumping stations; lift stations; wastewater treatment facilities; and all related appurtenances. To the extent sanitary sewer projects undertaken within the District provide direct benefit to land outside of the District, the Village will make an allocation of costs based on such benefit. Those costs corresponding to the benefit allocated to land within the District, and necessitated by the implementation of the Project Plan, are eligible Project Costs.

Water System Improvements

There are inadequate water distribution facilities serving areas of the District. To allow development to occur, the Village may need to construct, alter, rebuild or expand water system infrastructure within the District. Eligible Project Costs include, but are not limited to, construction, alteration, rebuilding or expansion of: distribution mains; manholes and valves; hydrants; service laterals; pumping stations; wells; water treatment facilities; storage tanks and reservoirs; and all related appurtenances. To the extent water system projects undertaken within the District provide direct benefit to land outside of the District, the Village will make an allocation of costs based on such benefit. Those costs corresponding to the benefit allocated to land within the District, and necessitated by the implementation of the Project Plan, are eligible Project Costs. Implementation of the Project Plan may also require that the Village construct, alter, rebuild or expand water system infrastructure located outside of the District. That portion of the costs of water system projects undertaken outside the District which are necessitated by the implementation of the Project Plan are eligible Project Costs.

Storm Water Management System Improvements

Development within the District will cause storm water runoff and pollution. To manage this storm water runoff, the Village may need to construct, alter, rebuild or expand storm water management infrastructure within the District. Eligible Project Costs include, but are not limited to, construction, alteration, rebuilding or expansion of: storm water collection mains; inlets, manholes and valves; service laterals; ditches; culvert pipes; box culverts; bridges; stabilization of stream and river banks; and infiltration, filtration and detention Best Management Practices (BMP's). To the extent storm water management system projects undertaken within the District provide direct benefit to land outside of the District, the Village will make an allocation of costs based on such benefit. Those costs corresponding to the benefit allocated to land within the District, and necessitated by the implementation of the Project Plan, are eligible Project Costs. Implementation of the Project Plan may also require that the Village construct,

alter, rebuild or expand storm water management infrastructure located outside of the District. That portion of the costs of storm water management system projects undertaken outside the District which are necessitated by the implementation of the Project Plan are eligible Project Costs.

Streets and Streetscape

Street Improvements

There are inadequate street improvements serving areas of the District. To allow development to occur, the Village may need to construct and/or reconstruct streets, highways, alleys, access drives and parking areas. Eligible Project Costs include, but are not limited to: excavation; removal or placement of fill; construction of road base; asphalt or concrete paving or repaving; installation of curb and gutter; installation of sidewalks and bicycle lanes; installation of culverts, box culverts and bridges; rail crossings and signals; utility relocation, to include burying overhead utility lines; street lighting; installation of traffic control signage and traffic signals; pavement marking; right-of-way restoration; installation of retaining walls; and installation of fences, berms, and landscaping.

Streetscaping and Landscaping

To attract development and/or redevelopment consistent with the objectives of this Plan, the Village may install amenities to enhance development sites, rights-of-way and other public spaces. These amenities include, but are not limited to: landscaping; lighting of streets, sidewalks, parking areas and public areas; installation of planters, benches, clocks, tree rings, trash receptacles and similar items; and installation of brick or other decorative walks, terraces and street crossings. These and any other similar amenities installed by the Village are eligible Project Costs.

Miscellaneous

Cash Grants (Development Incentives)

The Village may enter into agreements with property owners, lessees, or developers of land located within the District for sharing costs to encourage the desired kind of improvements and assure tax base is generated sufficient to recover project costs. No cash grants will be provided until the Village executes a developer agreement with the recipient of the cash grant. Any payments of cash grants made by the Village are eligible Project Costs.

Projects Outside the Tax Increment District

Pursuant to Wisconsin Statutes Section 66.1105(2)(f)1.n, the Village may undertake projects within territory located within one-half mile of the boundary of the District provided that: 1) the project area is located within the Village's corporate boundaries and 2) the projects are approved by the Joint Review Board. The cost of projects completed outside the District pursuant to this section are eligible project costs, and may include any project cost that would otherwise be eligible if undertaken within the District. The Village intends to make the following project cost expenditures outside the District: sewer, water and transportation improvements on Freistadt and Goldendale Roads.

Professional Service and Organizational Costs

The costs of professional services rendered, and other costs incurred, in relation to the creation, administration and termination of the District, and the undertaking of the projects contained within this Plan, are eligible Project Costs. Professional services include, but are not limited to: architectural; environmental; planning; engineering; legal, audit; financial; and the costs of informing the public with respect to the creation of the District and the implementation of the Plan.

Administrative Costs

The Village may charge to the District as eligible Project Costs reasonable allocations of administrative costs, including, but not limited to, employee salaries. Costs allocated will bear a direct connection to the time spent by Village employees relating to the implementation of the Plan.

Financing Costs

Interest expense, debt issuance expenses, redemption premiums, and any other fees and costs incurred in conjunction with obtaining financing for projects undertaken under this Plan are eligible Project Costs.

With all projects the costs of engineering, design, survey, inspection, materials, construction, restoring property to its original condition, apparatus necessary for public works, legal and other consultant fees, testing, environmental studies, permits, updating Village ordinances and plans, judgments or claims for damages and other expenses are included as Project Costs.

In the event any of the public works project expenditures are not reimbursable out of the special TIF fund under Wisconsin Statutes Section 66.1105, in the written opinion of counsel retained by the Village for such purpose or a court of record so rules in a final order, then such project or projects shall be deleted here from this Project Plan and the remainder of the projects hereunder shall be deemed the entirety of the projects for purposes of this Project Plan.

The Village reserves the right to implement only those projects that remain viable as the Plan period proceeds.

Project Costs are any expenditure made, estimated to be made, or monetary obligations incurred or estimated to be incurred, by the Village and as outlined in this Plan. Project Costs will be diminished by any income, special assessments or other revenues, including user fees or charges. To the extent the costs benefit the municipality outside the District, a proportionate share of the cost is not a Project Cost. Costs identified in this Plan are preliminary estimates made prior to design considerations and are subject to change after planning is completed. Prorations of costs in the Plan are also estimates and subject to change based upon implementation, future assessment policies and user fee adjustments.

Section 8: Map Showing Proposed Improvements and Uses

The map below depicts the overall site development plan for the J.W. Speaker campus development. The planned development calls for the SMT Manufacturing, Design Center, Freistadt facility expansion and the Retreat Center being constructed within a two to four-year period. The first general phase of the Speaker campus expansion will be on Parcels one and two. Parcel three, the westernmost parcel of the development would require subsequent Village Board action to rezone the property from A-1 Agricultural to M-1 Limited Industrial to allow the future development of a manufacturing facility.

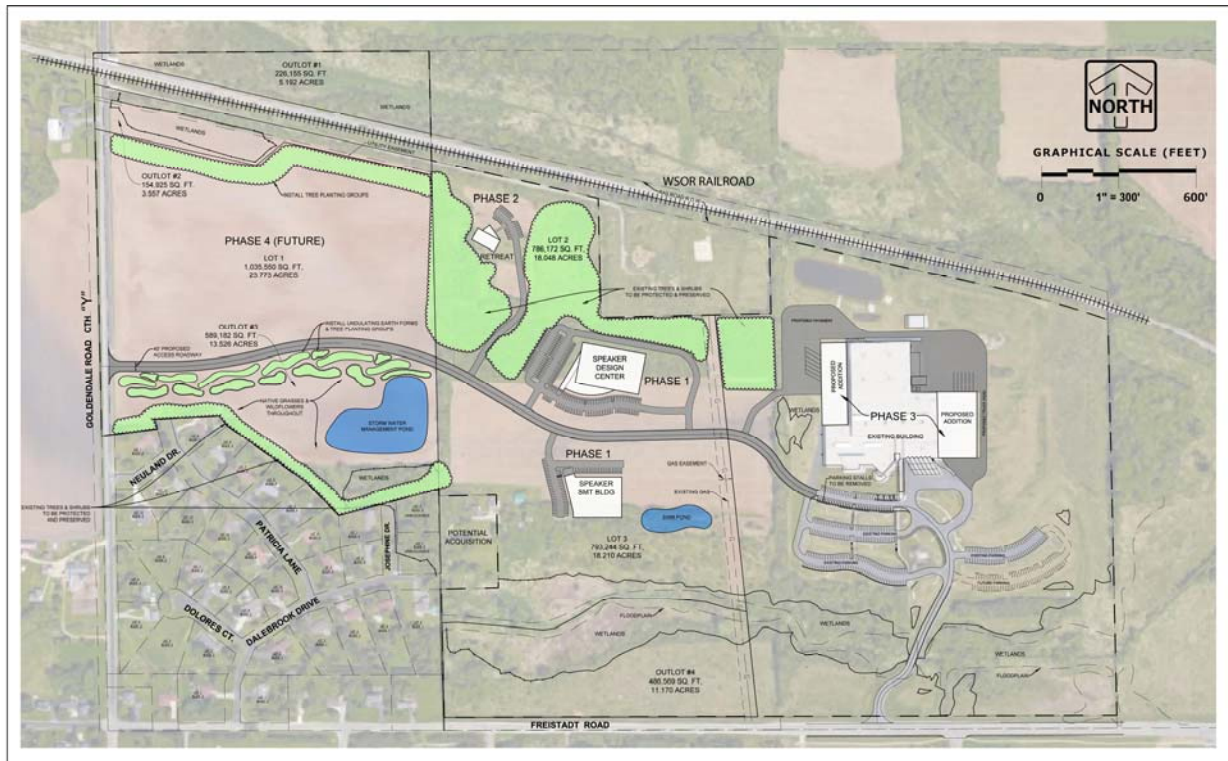
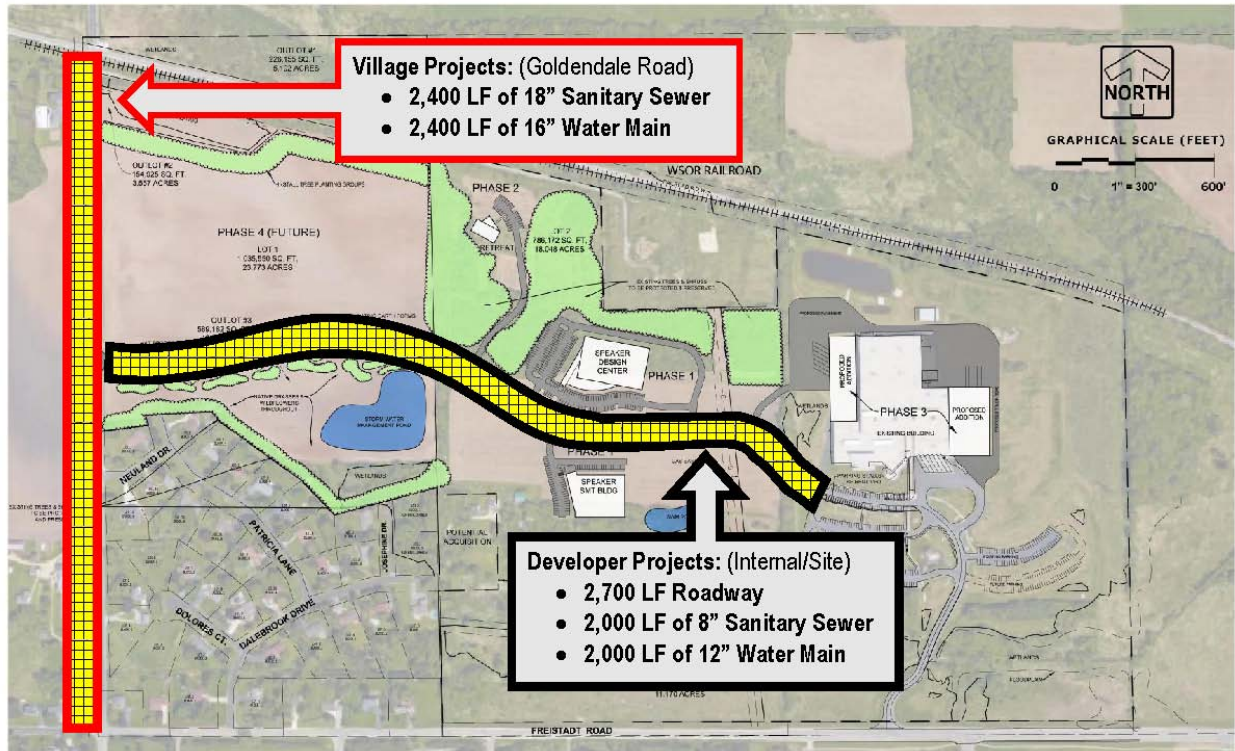


EXHIBIT 'B' VILLAGE OF GERMANTOWN, WI DEC 11, 2017
JW SPEAKER PDD GENERAL DEVELOPMENT PLAN (GDP)

While the overall project plan is developed assuming that the Phase 4 will be completed, at the drafting of the plan, there had been no commitment or approvals necessary to affect that expansion. The infrastructure and landscaping would allow for the development of Phase 4 without any significant reworking of the site.

The following map depicts the infrastructure improvements that will be installed to cause the development of the Speaker campus to move forward. As noted on the map, utility infrastructure will be extended north on Goldendale Road to the Wisconsin and Southern Railroad Right of Way. The water system improvements will be looped into the existing J.W. Speaker facility.



Section 9: Detailed List of Project Costs

All costs are based on 2017 prices and are preliminary estimates. The Village reserves the right to increase these costs to reflect inflationary increases and other uncontrollable circumstances between 2017 and the time of construction. The tax increment allocation is preliminary and is subject to adjustment based upon the implementation of the Plan.

This Plan is not meant to be a budget nor an appropriation of funds for specific projects, but a framework within which to manage projects. All costs included in the Plan are estimates based on best information available. The Village retains the right to delete projects or change the scope and/or timing of projects implemented as they are individually authorized by the Village Board, without amending the Plan.

Village of Germantown

Tax Increment District #7

Estimated Project List

Project ID	Project Name/Type	Phase I	Total
1	Sewer Extension - Goldendale Road (Note 1)	1,188,000	1,188,000
2	Water Extension - Goldendale Road (Note 1)	610,600	610,600
3	Water/ Sewer Extension Contingency - Goldendale Road (Note 1)	179,860	179,860
4	Development Incentives (Note 2)	708,000	708,000
Total Projects		2,686,460	2,686,460

Notes:

Note 1 Project costs are estimates per Village Staff estimates

Note 2 The estimated cost for the Developer's internal road, sewer, water and related improvements provided by the Developer is approximately \$1.6 M; the Village will reimburse a portion of these costs as a development incentive as follows:

Sewer Infrastructure east of Goldendale	205,000
Water Infrastructure east of Goldendale	238,000
Road Infrastructure east of Goldendale	90,000
Additional Earthwork	75,000
Landscaping Improvements	50,000
Miscellaneous (Soil borings, Geo-Engineer & Design Engineering)	50,000
Total	708,000

Version 3

Section 10: Economic Feasibility Study, Financing Methods, and the Time When Costs or Monetary Obligations Related are to be Incurred

The information and exhibits contained within this Section demonstrate that the proposed District is economically feasible insofar as:

- The Village has available to it the means to secure the necessary financing required to accomplish the projects contained within this Plan. A listing of “Available Financing Methods” follows.
- The Village expects to complete the projects in one or multiple phases, and can adjust the timing of implementation as needed to coincide with the pace of private development. A discussion of the phasing and projected timeline for project completion is discussed under “Plan Implementation” within this Section. A table identifying the financing method for each phase and the time at which that financing is expected to be incurred is included.

- The development anticipated to occur because of the implementation of this Plan will generate sufficient tax increments to pay for the cost of the projects. Within this Section are tables identifying: 1) the development expected to occur, 2) a projection of tax increments to be collected resulting from that development and other economic growth within the District, and 3) a cash flow model demonstrating that the projected tax increment collections and all other revenues available to the District will be sufficient to pay all Project Costs.

Available Financing Methods

The following is a list of the types of obligations the Village may choose to utilize.

General Obligation (G.O.) Bonds or Notes

The Village may issue G.O. Bonds or Notes to finance the cost of projects included within this Plan. The Wisconsin State Constitution limits the principal amount of G.O. debt that the community may have outstanding at any point in time to an amount not greater than five percent of its total equalized value (TID IN).

Bonds Issued to Developers (“Pay as You Go” Financing)

The Village may issue a bond or other obligation to one or more developers who provide financing for projects included in this Plan. Repayment of the amounts due to the developer under the bonds or other obligations are limited to an agreed percentage of the available annual tax increments collected that result from the improvements made by the developer. To the extent the tax increments collected are insufficient to make annual payments, or to repay the entire obligation over the life of the District, the Village’s obligation is limited to not more than the agreed percentage of the actual increments collected. Bonds or other obligations issued to developers in this fashion are not general obligations of the Village and, therefore, do not count against the Village’s statutory borrowing capacity.

Tax Increment Revenue Bonds

The Village has the authority to issue revenue bonds secured by the tax increments to be collected. These bonds may be issued directly by the Village, or as a form of lease revenue bond by a Community Development Authority (CDA). Tax Increment Revenue Bonds and Lease Revenue Bonds are not general obligations of the Village and therefore do not count against the Village’s statutory borrowing capacity. To the extent tax increments collected are insufficient to meet the annual debt service requirements of the revenue bonds, the Village may be subject to either a permissive or mandatory requirement to appropriate on an annual basis a sum equal to the actual or projected shortfall.

Utility Revenue Bonds

The Village can issue revenue bonds to be repaid from revenues of the its various systems, including revenues paid by the Village that represent service of the system to the Village. There is neither a statutory nor constitutional limitation on the amount of revenue bonds that can be issued, however, water rates are controlled by the Wisconsin Public Service Commission and the Village must demonstrate to bond purchasers its ability to repay revenue debt with the assigned rates. To the extent the Village utilizes utility revenues other than tax increments to repay a portion of the bonds, the Village must reduce the total eligible Project Costs in an equal amount.

Special Assessment “B” Bonds

The Village can levy special assessments against benefited properties to pay part of the costs for street, curb, gutter, sewer, water, storm sewers and other infrastructure. In the event the Village determines that special assessments are appropriate, the Village can issue Special Assessment B bonds pledging revenues

from special assessment installments to the extent assessment payments are outstanding. These bonds are not counted against the Village's statutory borrowing capacity. If special assessments are levied, the Village must reduce the total eligible Project Costs under this Plan in an amount equal to the total collected.

Plan Implementation

Projects identified will provide the necessary anticipated governmental services to the area. A reasonable and orderly sequence is outlined on the following page. However, public debt and expenditures should be made at the pace private development occurs to assure increment is sufficient to cover expenses.

It is anticipated developer agreements between the Village and property owners will be in place prior to major public expenditures. These agreements can provide for development guarantees or a payment in lieu of development. To further assure contract enforcement, these agreements might include levying of special assessments against benefited properties.

The order in which public improvements are made should be adjusted in accordance with development and execution of developer agreements. The Village reserves the right to alter the implementation of this Plan to accomplish this objective.

Interest rates projected are based on current market conditions. Municipal interest rates are subject to constantly changing market conditions. In addition, other factors such as the loss of tax-exempt status of municipal bonds or broadening the purpose of future tax-exempt bonds would affect market conditions. Actual interest expense will be determined once the methods of financing have been approved and securities or other obligations are issued.

If financing as outlined in this Plan proves unworkable, the Village reserves the right to use alternate financing solutions for the projects as they are implemented.

Implementation and Financing Timeline

Village of Germantown Tax Increment District #7 Estimated Financing Plan						
			G.O. Bond 2018	Municipal Revenue Obligation (MRO) 2018		Totals
Projects						
Phase I			1,978,460	708,000		2,686,460
Phase II						0
Phase III						0
Phase IV						0
Phase V						0
Total Project Funds			<u>1,978,460</u>	<u>708,000</u>		<u>2,686,460</u>
Estimated Finance Related Expenses			55,750			
Capitalized Interest			195,125			
Total Financing Required			2,229,335	708,000		
Estimated Interest	0.25%	(2,473)	0.00%	0		
Assumed spend down (months)	6		6			
Rounding			3,138	0		
Net Issue Size			2,230,000	708,000		2,938,000
Notes:						
Percent of overall project costs			75.90%	24.10%		
						Version 2

Development Assumptions

Village of Germantown										
Tax Increment District #7										
Development Assumptions										
Construction Year	Actual	SMT Manufacturing	Design Center	Freistadt Expansion	Meeting Facility	Future Manufacturing Facility	Annual Total	Construction Year		
1	2018		2,400,000	6,600,000			9,000,000	2018	1	
2	2019				5,400,000	1,000,000	6,400,000	2019	2	
3	2020						0	2020	3	
4	2021						0	2021	4	
5	2022						0	2022	5	
6	2023						0	2023	6	
7	2024						0	2024	7	
8	2025						0	2025	8	
9	2026						0	2026	9	
10	2027					11,400,000	11,400,000	2027	10	
11	2028						0	2028	11	
12	2029						0	2029	12	
13	2030						0	2030	13	
14	2031						0	2031	14	
15	2032						0	2032	15	
16	2033						0	2033	16	
17	2034						0	2034	17	
18	2035						0	2035	18	
19	2036						0	2036	19	
20	2037						0	2037	20	
Totals		0	2,400,000	6,600,000	5,400,000	1,000,000	11,400,000	26,800,000		
Notes:										
The SMT, Design Facility, Freistadt Expansion and future manufacturing facility are assumed to be valued at						60.00%	of construction value (state assessed)			
The Future Manufacturing Facility completion timeline is to be determined and will require other Village approvals										
Version 3										

In addition to the above real property value additions to the Village, J.W. Speaker Corporation has indicated that over the course of the campus buildout that approximately 132 jobs will be created. Based upon the estimates provided, the average annual compensation will be approximately \$45,000, for a gross payroll addition more than \$6.0 M annually. The multiplier impact of the additional payroll on the overall economy would generally indicate a gross number of somewhere between a 1.5 and 2.0 times impact, which results in an overall economic impact of the new payroll to between \$9.0 M and \$12.0 M.

Appendix A – Sensitivity Analysis, which can be found at the end of the project plan, includes a scenario where Phase 4, future manufacturing facility, is not undertaken. Based on the elimination of the \$11.4 M future manufacturing facility, which for the purposes of this plan is not anticipated until calendar year 2027, the overall cash flow of the TID would result in the closing date of the TID being pushed to 2033, two years later than the projected closure if Phase 4 is completed.

Increment Revenue Projections

Village of Germantown										
Tax Increment District #7										
Tax Increment Projection Worksheet										
	Type of District	Industrial					Base Value	9,642,400		
	Creation Date	December 18, 2017					Appreciation Factor	0.00%	<input checked="" type="checkbox"/>	Apply to Base Value
	Valuation Date	Jan 1,	2018				Base Tax Rate	\$17.68		
	Max Life (Years)	20					Rate Adjustment Factor	0.00%		
	Expenditure Periods/Termination	15	12/18/2032							
	Revenue Periods/Final Year	20	2039							
	Extension Eligibility/Years	Yes 3					Tax Exempt Discount Rate	3.00%		
	Adverse Impact Eligibility						Taxable Discount Rate	4.50%		
	Recipient District	No								
	Construction Year	Value Added	Valuation Year	Inflation Increment	Total Increment	Revenue Year	Tax Rate	Tax Increment	Tax Exempt NPV Calculation	Taxable NPV Calculation
1	2018	9,000,000	2019	0	9,000,000	2020	\$17.68	159,103	154,469	152,252
2	2019	6,400,000	2020	0	15,400,000	2021	\$17.68	272,243	411,084	401,553
3	2020	0	2021	0	15,400,000	2022	\$17.68	272,243	660,225	640,119
4	2021	0	2022	0	15,400,000	2023	\$17.68	272,243	902,110	868,411
5	2022	0	2023	0	15,400,000	2024	\$17.68	272,243	1,136,949	1,086,873
6	2023	0	2024	0	15,400,000	2025	\$17.68	272,243	1,364,948	1,295,927
7	2024	0	2025	0	15,400,000	2026	\$17.68	272,243	1,586,307	1,495,979
8	2025	0	2026	0	15,400,000	2027	\$17.68	272,243	1,801,218	1,687,416
9	2026	0	2027	0	15,400,000	2028	\$17.68	272,243	2,009,869	1,870,610
10	2027	11,400,000	2028	0	26,800,000	2029	\$17.68	473,774	2,362,402	2,175,686
11	2028	0	2029	0	26,800,000	2030	\$17.68	473,774	2,704,666	2,467,625
12	2029	0	2030	0	26,800,000	2031	\$17.68	473,774	3,036,961	2,746,992
13	2030	0	2031	0	26,800,000	2032	\$17.68	473,774	3,359,578	3,014,329
14	2031	0	2032	0	26,800,000	2033	\$17.68	473,774	3,672,798	3,270,154
15	2032	0	2033	0	26,800,000	2034	\$17.68	473,774	3,976,895	3,514,962
16	2033	0	2034	0	26,800,000	2035	\$17.68	473,774	4,272,135	3,749,229
17	2034	0	2035	0	26,800,000	2036	\$17.68	473,774	4,558,776	3,973,407
18	2035	0	2036	0	26,800,000	2037	\$17.68	473,774	4,837,068	4,187,932
19	2036	0	2037	0	26,800,000	2038	\$17.68	473,774	5,107,255	4,393,219
20	2037	0	2038	0	26,800,000	2039	\$17.68	473,774	5,369,572	4,589,666
	Totals	26,800,000		0		Future Value of Increment		7,548,557		
Notes:										
Actual results will vary depending on development, inflation of overall tax rates.										
NPV calculations represent estimated amount of funds that could be borrowed (including project cost, capitalized interest and issuance costs).										
										Version 3

Cash Flow

Village of Germantown Tax Increment District #7 Cash Flow Projection - Option 1																			
Year	Projected Revenues					Expenditures					Balances								
	Tax Increments	Interest Earnings/ (Cost)	Capitalized Interest	Total Revenues	Dated Date: Principal	G.O. Bond 2,230,000	Est. Rate	03/01/18	Interest	Municipal Revenue Obligation (MRO)	708,000	Est. Rate	Dated Date: Principal	Interest	Total Expenditures	Annual	Cumulative	Principal Outstanding	Year
2018		0.50%	195,125	195,125	Note 1	Note 2	39,025			25,000	64,025	131,100	131,100	131,100	2,230,000	2018			
2019		656	656	656	78,050	78,050			5,000	83,050	83,050	48,706	48,706	2,230,000	2019				
2020	159,103	244	159,347	159,347	38,341	38,341			5,000	121,391	121,391	86,661	86,661	2,230,000	2020				
2021	272,243	433	272,676	272,676	75,863	75,863			5,000	271,468	271,468	87,870	87,870	2,105,000	2021				
2022	272,243	439	272,682	272,682	71,488	71,488			5,000	267,093	267,093	93,460	93,460	1,980,000	2022				
2023	272,243	467	272,710	272,710	67,113	67,113			5,000	262,718	262,718	103,452	103,452	1,855,000	2023				
2024	272,243	517	272,760	272,760	62,738	62,738			5,000	258,343	258,343	117,870	117,870	1,730,000	2024				
2025	272,243	589	272,832	272,832	58,275	58,275			5,000	258,880	258,880	131,822	131,822	1,600,000	2025				
2026	272,243	659	272,902	272,902	53,375	53,375			5,000	273,980	273,980	130,744	130,744	1,450,000	2026				
2027	272,243	654	272,897	272,897	48,125	48,125			5,000	268,730	268,730	134,911	134,911	1,300,000	2027				
2028	272,243	675	272,918	272,918	42,875	42,875			5,000	263,480	263,480	144,348	144,348	1,150,000	2028				
2029	473,774	722	474,495	474,495	36,313	36,313			5,000	380,483	380,483	238,361	238,361	925,000	2029				
2030	473,774	1,192	474,965	474,965	28,438	28,438			5,000	289,086	289,086	185,880	185,880	700,000	2030				
2031	473,774	2,121	475,895	475,895	20,563	20,563			10,000	255,563	255,563	644,573	644,573	475,000	2031				
2032	473,774	3,223	476,996	476,996	12,688	12,688				237,688	237,688	883,882	883,882	250,000	2032				
2033	473,774	4,419	478,193	478,193	4,375	4,375				254,375	254,375	1,107,700	1,107,700	0	2033				
2034	473,774	5,539	479,312	479,312	0	0				0	0	1,587,012	1,587,012	0	2034				
2035	473,774	7,935	481,709	481,709	0	0				0	0	2,068,721	2,068,721	0	2035				
2036	473,774	10,344	484,117	484,117	0	0				0	0	2,552,838	2,552,838	0	2036				
2037	473,774	12,764	486,538	486,538	0	0				0	0	3,039,376	3,039,376	0	2037				
2038	473,774	15,197	488,971	488,971	0	0				(0)	(0)	3,528,347	3,528,347	0	2038				
2039	473,774	17,642	491,415	491,415	0	0				0	0	4,019,762	4,019,762	0	2039				
Total	7,548,557	86,430	7,830,112	7,830,112	2,230,000	2,230,000	777,350	0	25,000	70,000	3,810,350				Total				

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Section 11: Annexed Property

There are no lands proposed for inclusion within the District that were annexed by the Village on or after January 1, 2004.

Section 12: Estimate of Property to be Devoted to Retail Business

Pursuant to Wisconsin Statutes Sections 66.1105(5)(b) and 66.1105(6)(am)1, the Village estimates that none of the territory within the District will be devoted to retail business at the end of the District's maximum expenditure period.

Section 13: Proposed Zoning Ordinance Changes

The first three phases of the J.W. Speaker campus expansion will not require any zoning changes. However, future development of the area adjacent to Goldendale Road (Map Ref #3), including the construction/relocation of the J.W. Speaker Whitney Drive Facility and operations, will require that the area be rezoned from A-1: Agricultural to an alternative zoning prior to development. At the time of the drafting of this document, the Village Board was considering, but had not yet approved, the creation of a special "M-1: Limited Industrial Planned Development District" that would be applied to the entire TID #7 area.

The Village further acknowledges that any real property within the District that is found suitable for industrial sites and is zoned for industrial use will remain zoned for industrial use for the life of the District.

Section 14: Proposed Changes in Master Plan, Map, Building Codes and Village of Germantown Ordinances

At the time of the drafting of this document, the Village Board was considering, but had not yet approved, the following proposed amendments to the Village's 2020 Land Use Plan:

1. Change approximately 31.1 acres classified as "Agricultural/Conservation Residential" to "Industrial/Office (Map Reference #3 – Page 7)
2. Change approximately 8.6 acres classified as "Low Density Residential" to "Industrial/Office

(Map Reference #4 – Page 7)

3. Expand the 2020 Sanitary Sewer Service Area (SSA) boundary to include the 39.7 acre Mayer/Neu property (Map Reference #3 – Page 7).

Section 15: Relocation

It is not anticipated there will be a need to relocate persons or businesses in conjunction with this Plan. In the event relocation or the acquisition of property by eminent domain becomes necessary at some time during the implementation period, the Village will follow applicable Wisconsin Statutes Section chapter 32.

Section 16: Orderly Development of the Village of Germantown

The District contributes to the orderly development of the Village by providing the opportunity for continued growth in tax base, job opportunities and general economic activity. The expansion of the J.W. Speaker facility in this location will enhance the existing J.W. Speaker facility and will allow for limited expansion of the Village's utility foot print. The expansion of the utility footprint is orderly and does not open excessive lands for other development.

Section 17: List of Estimated Non-Project Costs

Non-Project costs are public works projects that only partly benefit the District or are not eligible to be paid with tax increments, or costs not eligible to be paid with TIF funds.

The Village does not expect to incur any non-project costs in the implementation of this Project Plan.

Section 18: Opinion of Attorney for the Village of Germantown Advising Whether the Plan is Complete and Complies with Wisconsin Statutes 66.1105

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JANE C. KASSIS,
LEGAL SECRETARY

December 18, 2017

Honorable Dean R. Wolter
Village of Germantown
N112 W17001 Mequon Road
Germantown, WI 53022

Re: Germantown Tax Increment District No. 7 Project Plan

Dear President Wolter:

In my role as Village Attorney for the Village of Germantown, I have reviewed the Project Plan for Germantown Tax Increment District No. 7. Following that review, it is my opinion that the Project Plan is complete and that it complies with the requirements of Wis. Stat. § 66.1105(4)(f).

Please let me know if I can be of any further assistance on this matter.

Very truly yours,


Brian C. Sajdak
Village Attorney

cc: Ms. Deanna Boldrey, Village Clerk
Mr. Steven Kreklow, Village Administrator
Mr. James Mann

Exhibit A: Calculation of the Share of Projected Tax Increments Estimated to be Paid by the Owners of Property in the Overlying Taxing Jurisdictions

Estimated portion of taxes that owners of taxable property in each taxing jurisdiction overlaying district would pay by jurisdiction.						
	Statement of Taxes Data Year:		2016			
				Percentage		
	County		6,193,167	14.12%		
	Technical College		3,026,879	6.90%		
	Municipality		13,617,766	31.04%		
	School District:		21,030,375	47.94%		
	Total		43,868,187			
Revenue Year	County	Municipality	School District	Technical College	Total	Revenue Year
2020	22,462	49,390	76,274	10,978	159,103	2020
2021	38,434	84,511	130,513	18,785	272,243	2021
2022	38,434	84,511	130,513	18,785	272,243	2022
2023	38,434	84,511	130,513	18,785	272,243	2023
2024	38,434	84,511	130,513	18,785	272,243	2024
2025	38,434	84,511	130,513	18,785	272,243	2025
2026	38,434	84,511	130,513	18,785	272,243	2026
2027	38,434	84,511	130,513	18,785	272,243	2027
2028	38,434	84,511	130,513	18,785	272,243	2028
2029	66,886	147,071	227,127	32,690	473,774	2029
2030	66,886	147,071	227,127	32,690	473,774	2030
2031	66,886	147,071	227,127	32,690	473,774	2031
2032	66,886	147,071	227,127	32,690	473,774	2032
2033	66,886	147,071	227,127	32,690	473,774	2033
2034	66,886	147,071	227,127	32,690	473,774	2034
2035	66,886	147,071	227,127	32,690	473,774	2035
2036	66,886	147,071	227,127	32,690	473,774	2036
2037	66,886	147,071	227,127	32,690	473,774	2037
2038	66,886	147,071	227,127	32,690	473,774	2038
2039	66,886	147,071	227,127	32,690	473,774	2039
	1,065,681	2,343,258	3,618,773	520,846	7,548,557	
Notes:						
The projection shown above is provided to meet the requirements of Wisconsin Statute 66.1105(4)(i)4.						

Appendix A: Sensitivity Analysis

Village of Germantown

Tax Increment District #7

Tax Increment Projection Worksheet - Sensitivity Analysis

Tax Increment Projection Worksheet - Sensitivity Analysis										
Type of District	Industrial		Base Value	0						
Creation Date	December 4, 2017		Appreciation Factor	0.00%		Apply to Base Value				
Valuation Date	Jan 1,	2018	Base Tax Rate	\$17.68						
Max Life (Years)	20		Rate Adjustment Factor	0.00%						
Expenditure Periods/Termination	15	12/4/2032								
Revenue Periods/Final Year	20	2039								
Extension Eligibility/Years	Yes	3	Tax Exempt Discount Rate	3.00%						
Adverse Impact Eligibility			Taxable Discount Rate	4.50%						
Recipient District	No									
	Construction Year	Value Added	Valuation Year	Inflation Increment	Total Increment	Revenue Year	Tax Rate	Tax Increment	Tax Exempt NPV Calculation	Taxable NPV Calculation
1	2018	9,000,000	2019	0	9,000,000	2020	\$17.68	159,103	154,469	152,252
2	2019	6,400,000	2020	0	15,400,000	2021	\$17.68	272,243	411,084	401,553
3	2020	0	2021	0	15,400,000	2022	\$17.68	272,243	660,225	640,119
4	2021	0	2022	0	15,400,000	2023	\$17.68	272,243	902,110	868,411
5	2022	0	2023	0	15,400,000	2024	\$17.68	272,243	1,136,949	1,086,873
6	2023	0	2024	0	15,400,000	2025	\$17.68	272,243	1,364,948	1,295,927
7	2024	0	2025	0	15,400,000	2026	\$17.68	272,243	1,586,307	1,495,979
8	2025	0	2026	0	15,400,000	2027	\$17.68	272,243	1,801,218	1,687,416
9	2026	0	2027	0	15,400,000	2028	\$17.68	272,243	2,009,869	1,870,610
10	2027	0	2028	0	15,400,000	2029	\$17.68	272,243	2,212,444	2,045,915
11	2028	0	2029	0	15,400,000	2030	\$17.68	272,243	2,409,118	2,213,670
12	2029	0	2030	0	15,400,000	2031	\$17.68	272,243	2,600,064	2,374,202
13	2030	0	2031	0	15,400,000	2032	\$17.68	272,243	2,785,448	2,527,821
14	2031	0	2032	0	15,400,000	2033	\$17.68	272,243	2,965,433	2,674,825
15	2032	0	2033	0	15,400,000	2034	\$17.68	272,243	3,140,175	2,815,499
16	2033	0	2034	0	15,400,000	2035	\$17.68	272,243	3,309,828	2,950,115
17	2034	0	2035	0	15,400,000	2036	\$17.68	272,243	3,474,540	3,078,934
18	2035	0	2036	0	15,400,000	2037	\$17.68	272,243	3,634,454	3,202,205
19	2036	0	2037	0	15,400,000	2038	\$17.68	272,243	3,789,710	3,320,169
20	2037	0	2038	0	15,400,000	2039	\$17.68	272,243	3,940,445	3,433,052
Totals	15,400,000			0		Future Value of Increment		5,331,721		
Notes:										
Actual results will vary depending on development, inflation of overall tax rates.										
NPV calculations represent estimated amount of funds that could be borrowed (including project cost, capitalized interest and issuance costs).										
										Version 3

Village of Germantown

Tax Increment District #7

Cash Flow Projection - Option 1 (Sensitivity Analysis)

Year	Projected Revenues			Expenditures						Balances							
	Tax Increments	Interest Earnings/ (Cost)	Capitalized Interest	Total Revenues	Dated Date: Principal	G.O. Bond Est. Rate	03/01/18 Interest	Municipal Revenue Obligation (MRO) Dated Date: Principal	Est. Rate	Interest	TID Set Up	Admin.	Total Expenditures	Annual	Cumulative	Principal Outstanding	Year
2018				195,125			39,025				25,000		64,025	131,100	131,100	2,230,000	2018
2019		656		656			78,050				5,000		83,050	(82,395)	48,706	2,230,000	2019
2020	159,103	244		159,347		3.50%	78,050	38,341			5,000		121,391	37,956	86,661	2,230,000	2020
2021	272,243	433		272,676	125,000	3.50%	75,863	65,605			5,000		271,468	1,209	87,870	2,105,000	2021
2022	272,243	439		272,682	125,000	3.50%	71,488	65,605			5,000		267,093	5,990	93,460	1,980,000	2022
2023	272,243	467		272,710	125,000	3.50%	67,113	65,605			5,000		262,718	9,993	103,452	1,855,000	2023
2024	272,243	517		272,760	125,000	3.50%	62,738	65,605			5,000		258,343	14,418	117,870	1,730,000	2024
2025	272,243	589		272,832	130,000	3.50%	58,275	65,605			5,000		258,880	13,952	131,822	1,600,000	2025
2026	272,243	659		272,902	150,000	3.50%	53,375	65,605			5,000		273,980	(1,078)	130,744	1,450,000	2026
2027	272,243	654		272,897	150,000	3.50%	48,125	65,605			5,000		268,730	4,167	134,911	1,300,000	2027
2028	272,243	675		272,918	150,000	3.50%	42,875	65,605			5,000		263,480	9,437	144,348	1,150,000	2028
2029	272,243	722		272,965	225,000	3.50%	36,313	65,605			5,000		331,918	(58,953)	85,395	925,000	2029
2030	272,243	427		272,670	225,000	3.50%	28,438	65,605			5,000		324,043	(51,373)	34,023	700,000	2030
2031	272,243	170		272,413	225,000	3.50%	20,563	13,607			10,000		269,170	3,244	37,266	475,000	2031
2032	272,243	186		272,429	225,000	3.50%	12,688						237,688	34,742	72,008	250,000	2032
2033	272,243	360		272,603	250,000	3.50%	4,375						254,375	18,228	90,236	0	2033
2034	272,243	451		272,694		3.50%	0						0	272,694	362,931	0	2034
2035	272,243	1,815		274,058		3.50%	0						0	274,058	636,988	0	2035
2036	272,243	3,185		275,428		3.50%	0						0	275,428	912,416	0	2036
2037	272,243	4,562		276,805		3.50%	0						0	276,805	1,189,221	0	2037
2038	272,243	5,946		278,189	0	3.50%	0	0					0	278,189	1,467,410	0	2038
2039	272,243	7,337		279,580									0	279,580	1,746,990	0	2039
Total	5,331,721	30,494	195,125	5,557,340	2,230,000		777,350	708,000		0	25,000	70,000	3,810,350				Total

Notes: 1. Assumes the debt payment for the Village infrastructure does not exceed 75.90% of the incremental revenues available.
 2. Assumes the Municipal Revenue Obligation note is payable only from dollars available after Village's debt obligation is paid, and does not accrue interest charges