

Order 13-15/16

Passage: 9-0 on 7/20/2015

MICHAEL F. BRENNAN (MAYOR)  
KEVIN J. DONOGHUE (1)  
DAVID A. MARSHALL (2)  
EDWARD J. SUSLOVIC (3)  
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**CITY OF PORTLAND  
IN THE CITY COUNCIL**

Effective 7/30/2015

DAVID H. BRENERMAN (5)  
JILL C. DUSON (A/L)  
JON HINCK (A/L)  
NICHOLAS M. MAVODONES, JR (A/L)

**ORDER AMENDING THE BAYSIDE  
TAX INCREMENT FINANCING DISTRICT**

**ORDERED,** that the Bayside Tax Increment Financing District approved by City Council Order 135-03/04 and as amended by Orders 255-04/05, 239-05/06, 224-06/07, 242-07/08, 262-08/09, 217-09/10 and 86-14/15, is hereby further amended in substantially the form attached hereto; and

**BE IT FURTHER ORDERED,** that the Acting City Manager or the City Manager is hereby authorized to execute whatever documents are necessary to effect the intent and purpose of this Order.

## I. Introduction/Updated 2014

East and West Bayside continue to be gateways to Portland’s peninsula. A lot of changes to East and West Bayside have occurred since the Bayside (West) TIF District was adopted by the City Council on March 17, 2003. Relocation of one scrap yard and the addition of new medical office buildings, new housing for college students, planned market rate housing and commercial space associated with the Federated Midtown Project, two new grocery stores, pharmacies, and financial institutions have transformed West Bayside’s industrial heritage to a more compact urban development pattern, which extends the Central Business District to I-295. East Bayside has been experiencing its own transformation with new coffee shops, artist studios, and new housing. Continued attention to the West Bayside TIF District is needed to fulfill the *Bayside Vision*.

### History

In 1996, the process began when the City of Portland obtained funding from the Environmental Protection Agency (EPA) to undertake a Brownfield’s Pilot Project in Bayside. The City designated a ten-lot, 14-acre parcel between Oxford Street and Marginal Way as the Bayside Brownfield’s Project Area and has since created a \$500,000 loan fund for the express purpose of cleaning up the site to clear the way for future development. The study area was subsequently enlarged to incorporate the area from Congress Street to I-295, and from Franklin Arterial to Forest Avenue, which is approximately 129 acres.

Since 1996, the City of Portland has been working with a team of consultants on planning for opportunities for the reuse of the Bayside land. An extensive public participation process, which involved hundreds of participants, produced a plan entitled “A New Vision for Bayside”. The Bayside plan identifies the following eleven development principles and five critical actions in order to transform this area into a vital, productive and diverse urban neighborhood:

### **Development Principles**

- Urban Gateway
- Economic and Employment Opportunities
- A Walkable District
- A Critical Mass of Dwellings
- Transit Oriented Development
- Multi-level Parking Structures
- A Neighborhood Center
- Recreation and Open Space
- A Social Service Network
- Environmental Remediation
- Scrap yard Redevelopment

### **Critical Actions**

- Acquire the Railroad Property
- Redevelop the Scrap yard Parcels
- Build More Housing
- Create Transit Oriented Development
- Secure the Future of Portland’s Social Service Network

Public participation continues to be an ongoing aspect of the Plan's implementation. The Bayside Neighborhood Association and the Bayside Community Development Corporation include neighborhood property owners, residents, commercial owners and tenants.

Since adopting the Bayside Vision Plan in December 1999 as a part of the Comprehensive Plan, the City has moved forward on several of the identified critical actions. After several years of complex negotiations with Guilford Transportation and the Maine Department of Transportation, the City purchased the Railroad property. Using Housing and Urban Development ("HUD") and Economic Development Administration ("EDA") funding, this 6+ acre parcel made the City a major property owner in the area of Bayside slated primarily for commercial redevelopment.

EDA and City Capital Improvement Funds have been used to rebuild the sewer system along Somerset Street, adjacent to the railroad parcel, as well as to extend Chestnut Street from Somerset Street to Marginal Way. These improvements were key infrastructure investments for new development in Bayside. The City continues to be committed to investing in Bayside as funding becomes available, but clearly a variety of financing mechanisms have been and will continue to be needed.

With these first actions completed, attention has been focused on the need for structured parking associated with the Federated Midtown Project. At meeting after meeting, then Bayside Development Committee (BDC) members stated unequivocally that the Bayside Plan cannot be implemented to its fullest without structured parking; and that the entire redevelopment plan hinges upon the relocation of the scrap metal recycling facilities. Furthermore, it is clear that the private sector cannot afford to make new investments in Bayside that include the cost of creating structured parking, nor can the market alone bear the cost of relocating the scrap metal recycling facilities.

The first such private development project which included constructing garages occurred on property that was sold by the City to two private developers (Capital, LLC and Southern Maine Student Housing, LLC) who planned a then estimated \$38,400,000 in new taxable commercial investment. The project consisted of a 72,000 sq. ft. office building, perched upon a 430 space parking garage with ground floor retail, alongside a 405 bed student housing facility with a 130 space parking garage. The cost of constructing the structured parking added more costs to the project than market rents could support, so financing relief was sought through the use of Credit Enhancement Agreements (Exhibit 5) so that the project moved forward with the density sought for Bayside. This entire investment occupies just over 3 acres by reducing the footprint and allowing for vertical expansion.

The purpose of this Amendment #7 to this TIF application is to ~~create an increased revenue source that can meet these needs~~ amend the Development Program to include municipal use of TIF funds for costs of public transportation improvement projects – including traffic signals, costs associated with environmental site assessment and

remediation work to support commercial development, costs associated with environmental sea level adaptation planning and public infrastructure to support commercial development, as well as other development principles and critical actions items contained in the *Bayside Vision Report I and II*, ~~and to expand the District to include all of the Bayside area included in the *Bayside Vision*.~~  
~~This Amended TIF District will assist in accomplishing the goals of the *Bayside Vision*.~~

The public benefits associated with an amended~~expanded~~ Bayside TIF District include:

- Provide support for Portland’s **continued economic development**;
- Help increase the **vibrancy and stability of the Bayside neighborhood**;
- Create **employment opportunities** for area residents;
- Produce **tax shift benefits** averaging an estimated savings to the City of \$680,307 annually;
- Improve the general economy of Portland and the State of Maine;
- Improved public transportation infrastructure investment;
- Clean up contaminated property to support commercial development;
- Planning for environmental sea level adaptation, and public infrastructure to support commercial development.

## II. Amended Development Program

### A. The Amended Project

With this ~~amended~~ and restated Development Program, the City of Portland seeks to expand~~amend~~ the Bayside Redevelopment Tax Increment Financing District to add additional municipal uses of TIF revenue consistent align with the area of Bayside contained in the *Bayside Vision Plans I and II* asfor the purposes of (and further detailed in Table 1 in Section II(D) below.);

- ~~create additional parking structures~~
- ~~entering into Credit Enhancement Agreements (CEA) with developers to facilitate the construction of new taxable commercial investment in Bayside, all as per City of Portland TIF Policy, approved by City Council on 2/4/2013 (attached as Exhibit 7), which limits CEAs to a maximum of 65% captured value, and a maximum term of 20 years—or the remaining term of this Amended District, whichever is less.~~
- ~~relocation of the one remaining scrap metal recycling facility and acquisition of scrap metal yard site~~
- ~~infrastructure (roadway and sidewalk) located in District~~
- ~~pledging TIF revenue as a repayment source to HUD or any other agency or entity that finances Bayside investment~~
- ~~public infrastructure improvements for both pedestrians and transit, lighting, and open space/trails~~
- ~~supporting the Economic Development Department with funds to market and prepare for redevelopment land in Bayside~~

- cover the City's Economic Development Department staff costs

The success of these efforts will enhance the City's ability to attract new investment to Bayside, leading to a densely developed commercial district, which will create new taxable value and provide expanded opportunities for employment. The City's Economic Development Department will market the City's land as potential building sites to prospective businesses and developers, in addition to promoting Bayside as a whole.

B. *The ~~Amended~~ Development District*

Properties that are to be designated as part of the ~~Amended~~-TIF District ~~and are the subject of this application~~ are shown on the ~~revised~~-attached map (Exhibit 4), containing approximately ~~129.1867~~ acres with an original assessed value ~~as shown on Exhibit 11 as \$122,318,180 of \$78,251,800—real property value only—~~ as of March 31, 2014. ~~When this 67 acres is added to the existing Bayside TIF District of 62.18, the Amended District would total 129.18 acres—~~ Note: The City is now adjusting the previously submitted approved acreage of 77 to 62.18 based on current City GIS mapping. ~~This adjustment is reflective of the properties which make up the original assessed value for the district as of 3/31/2007 of \$44,066,380—real and personal property value.~~

The ~~Amended~~ TIF District will apply to only new value generated within the District and will not affect the current property tax base.

C. *The Amended Development Program*

The City of Portland, by designating the Amended Bayside Redevelopment TIF District, will potentially capture all new investments made within the Amended District. The City is projecting to capture up to 100% of the new assessed value over the original assessed value, and retain from the district the new tax revenues generated from that captured assessed value. These revenues will be allocated to the Project Cost Account for the purposes described in II.A. above and further detailed in Section II(D) below. Each year, the City Council may adjust the specific amount to be captured and retained for purposes of this Amended TIF, based upon the needs of the Amended District, and the commitments made through Credit Enhancement Agreements, collateral for loan or bond repayment, and the like.

~~Note: As noted in Section II(B), the Original Bayside District of 62.18 captures increased assessed value of real and personal property, and this will continue; the added property of 67 acres will only capture increased assessed value of real property.~~

D. *The Projects*

The City of Portland seeks authorization to utilize the revenues generated from the Amended Bayside TIF District to support economic development in Bayside, all as

Restated Development Program for Amendment #7 for additional municipal uses of TIF  
~~funds.ed/Expanded Bayside TIF District—Approved by MDECD on 3/20/2015~~

more detailed in Table 1 below: See Table 1 Below for Municipal Use of TIF Revenues, Statutory Citation, and Cost Estimates – Citations all refer to Title 30-A, Chapter 206, Section 5225.

Table 1

Municipal Use of TIF Revenues	Statutory Citation	Cost Estimate
In District: Create Additional Parking Structures	(1)(A)	\$10,000,000
In District: <u>Existing</u> Credit Enhancement Agreements ( <del>Approved prior to Amended District</del> ); others as negotiated, executed with public process per Section II A	(1)(A)	\$6,000,000 over life of TIF District for existing CEAs
In District: Relocate one remaining scrap metal recycling facility and acquisition of scrap metal yard site	(1)(A)	T/B/D
In District: Infrastructure (roadway, <del>and</del> sidewalk, <u>and transportation improvement projects</u> ) located in District	(1)(A)	T/B/D
In District: Pledging TIF revenue as a repayment source to HUD or any other agency or entity that finances public Bayside investment	(1)(A)	\$6,000,000 over life of TIF District
In District: Public infrastructure improvements for both pedestrians and transit, lighting, and open space/trails	(1)(A)	T/B/D
In District: Funding the Economic Development Department, including salaries, to market and prepare for Bayside Redevelopment	(1)(A)	\$500,000
In and out of District: <u>a.) Cover the City’s Economic Development Department costs, including salaries*;</u> <u>b.) Environmental site assessment and remediation to support commercial development;</u> <u>c.) Environmental sea level adaptation planning and public infrastructure to support commercial development</u>	(1)(A) and (1)(C)(1)  <u>(1)(C)(2)</u>  <u>(1)(C)(2)</u>	\$250,000/annual or \$4,500,000 over life of TIF District  <u>\$150,000</u>  <u>T/B/D</u>
<b>Total:</b>		<b>\$27,1500,000</b>

\*This item is not unique to this TIF District; it is also included in the Riverwalk TIF District, ~~UNUM TIF District~~, and the Waterfront TIF District.

E. *Operational Components*

1. Public Facilities

The City will invest in projects to further goals of the *Bayside Vision*, as outlined in Table 1 above.

2. Uses of Private Property

The Amended Bayside Economic Redevelopment Program and TIF District includes both public and private property. The funds generated from this district will be used to support commercial investment on both public and private land, the latter through the use of CEA as noted II.(D) above.

3. Plans for relocation of persons displaced by development activities.

Though not contemplated at this point, any possible relocation costs of displaced persons resulted from one or more City projects funded through this Amended Development Program shall be covered by the City as required.

4. Transportation Improvements

A description of the transportation-related improvements to be financed through this Amended Development Program is set forth above in Table 1 of the Development Program Section II(D).

5. Environmental Controls

The Amended Development Program proposes improvements that will comply with all federal, state and local rules and regulations and applicable land use requirements.

6. Plan of Operation of Amended District

During the life of the Amended Tax Increment Financing District, the City of Portland, City Council, or their designee, will be responsible for the administration of the District.

### III. Physical Description

As noted previously, properties that are to be designated as part of the Amended TIF District ~~and are the subject of this application~~ are shown on the ~~revised~~ attached map (Exhibit 4), ~~with the added property to the original District containing approximately 67 acres with an original assessed value of \$78,251,800—real property value only—as of March 31, 2014. When this 67 acres is added to the existing Bayside TIF District of 62.18, the Amended District would totaling 129.18 acres. Note: The City is now adjusting the previously submitted approved acreage of the original District of 77 to 62.18 based on current City GIS mapping. This adjustment is reflective of the properties which make up the original assessed value for the district as of 3/31/2007 of \$44,066,380—real and personal property value.~~

~~The Amended District is shown on Exhibit 4—which highlights the original District in orange, and the amended/added properties in pink. Both of these areas in orange and pink make up the Amended District.~~ The statutory threshold limits addressing

the conditions for approval mandated by 30-A M.R.S.A. Section 5223(3) are set forth in Exhibit 6.

Enclosed municipal maps:

1. Area map showing site location of the Amended TIF District in relation to geographic location of municipality (Exhibit 3).
2. Site map showing tax map locations of the Amended TIF District (Exhibit 4).

#### IV. Financial Plan

##### A. Costs and Sources of Revenues

~~With Amendment #6 to this TIF District, the acreage was increased to 129.18 acres, with an associated OAV set at \$122,318,180 as set forth in Exhibit 11. Exhibit 11 details the OAV from the inception of the Bayside TIF District, to its 1<sup>st</sup> expansion via Amendment 1, and 2nd expansion via Amendment 6. The original Bayside TIF District comprised an area of approximately 11 acres of real property with an original assessed value of \$1,608,190 as of March 31, 2002. On July 6, 2005, the City Council authorized an expansion of the TIF District as shown on Exhibit 4 to a total of 62.18 acres (see explanation in II.B above), with a revised original assessed value of \$44,066,380 as of March 31, 2007—real and personal property value. Exhibit 4 is the map which also highlights the Amended District encompassing the entire 129.18 acres, as well as the 67 acres for this expansion. The real property value in this expanded area of 67 acres has an Original Assessed Value as of March 31, 2014, of \$78,251,800.~~

The Amended Development Program provides for the new tax revenues generated by the increase in assessed value of the District to be captured and designated as TIF Revenues. The City will apply the retained revenues to the economic development activities described in the Amended Development Program. To date, these activities are included and noted in Table 1, Section II(D) above.:

- ~~• Assisting with the Financing for Parking Structures—est. \$10,000,000+~~
- ~~• Credit Enhancement Agreements with Capital, LLC and Southern Maine Student Housing, LLC for the construction of 550 structured parking spaces—\$6,000,000 (\$450,000 per year for 10 years, and \$300,000 per year for an additional 5 years).~~
- ~~• Relocate one remaining scrap metal recycling facility and acquisition of scrap metal yard site~~
- ~~• Infrastructure (roadway and sidewalk) located in District~~
- ~~• Pledging TIF revenue as a repayment source for HUD or any other agency or entity that finances Bayside investment (\$400,000 per year for 15 years).~~

Restated Development Program for Amendment #7 for additional municipal uses of TIF funds, ed/Expanded Bayside TIF District—Approved by MDECD on 3/20/2015

- ~~Public infrastructure improvements for both pedestrians and transit, lighting and open space/trails;~~
- ~~Economic Development Department Staffing and Land Preparation and Marketing—est. \$500,000;  
Cover the City's Economic Development Department staff costs—est. \$250,000/annually~~

The attached ~~Revised~~ Exhibit 1 details the projections of retained revenues based upon the anticipated assessed value increases within the District. ~~Revised~~ Exhibit 1 is a projection based upon best available information and is included for demonstration purposes only. No assurances are provided as to the results reflected therein.

#### B. *Development Program Account*

This Development Program requires establishment of a Development Program Account pledged to, and charged with, the payment of the project costs in the manner outlined in 30-A M.R.S.A. §5227(3).

The Bayside TIF Development Program Account is established consisting of a project cost account (“Project Cost Account”) pledged to, and charged with, payment of project costs. The Project Cost Account shall consist of Company Cost Subaccounts (Company Cost Subaccount), pledged to and charged with payment to authorized companies under the terms of an approved Credit Enhancement Agreement for reimbursements for eligible project costs, and a City Cost Subaccount (the “City Cost Subaccount”) pledged to, and charged with, payment to the City for the cost of approved economic development expenses.

#### C. *Financing Plan*

The original TIF District comprised an area of approximately 11 acres of real and personal property. The value of the real and personal property within the district as of March 31, 2002 was established as the original assessed value. With the subsequent expansion (~~Amendment 1~~), the value of the additional real and personal property within the district expansion as of March 31, 2007 was established as the original assessed value, with that value being \$44,066,380. With ~~theis~~ additional expansion ~~via Amendment 6~~ from 62.18 to add 67 acres to the District, for a total of 129.186 acres, the value of real property within the expanded District of 67 acres has a March 31, 2014 date established as the original assessed value, or \$78,251,800 as detailed in Section IV.A. above, for a total OAV of the District at \$122,318,180.

The developments within the described Amended Bayside TIF District will add significant new taxable value in the City of Portland. TIF revenues will be allocated as described on ~~Revised~~ Exhibit 1 to finance the costs described in the Amended Development Program. Actual payments to the Project Cost Account will be adjusted based upon the applicable annual percentage retained, or a specific amount to be

retained within the Amended District, and the actual annual assessed value within the Amended District, to be determined by the City Council on a yearly basis.

**V. Amended Financial Data (See Statutory Requirements & Thresholds, Exhibit 6)**

- A. Estimate of increased assessed value by year after implementation of the development program: See Revised Exhibit 1
- B. Percentage of increased assessed value to be applied to the development program fund: See Revised Exhibit 1
- C. Estimated annual tax increment: \$1,717,654 (Average)
- D. Total average annual value of development program fund: \$1,717,654 (Average)
- E. Annual principal and interest payment of bonded indebtedness: N/A at this time
- F. Financial assumptions and safeguards: The City of Portland is under no obligation to repay any bonds that would involve a pledge of the City’s full faith and credit.

**VI. Tax Shifts (See Exhibit 2)**

A. *Average Annual Amount:*

General Purpose Aid to Education Tax Shift: \$593,812

Municipal Revenue Sharing Tax Shift: \$47,751

County Tax Shift: \$38,745

Total Average Annual Savings: \$680,307

**VII. Municipal Approvals**

A. *Public Hearing Notice*

The City of Portland did give proper Notice of Public Hearing in accordance with the requirements of 30-A M.R.S.A. §5253. The notice was published on ~~November 3, 2015~~<sup>4</sup>, in a newspaper of general circulation (see Exhibit 8).

B. *Public Hearing*

A Public Hearing at which the proposed Amended Bayside Municipal Tax Increment Financing District was discussed was held on ~~November 17, 2015~~<sup>4</sup>, in the Portland

City Council Chambers. A copy of the minutes of that meeting is included as Exhibit 9.

*C. Authorizing Votes*

An attested copy of the resolution of the Portland City Council designating the Amended Municipal TIF district created for the implementation of the Bayside Redevelopment Program is included as Exhibit 10.

*D. Assessor's Certification*

An attested copy of the certification by the City of Portland Tax Assessor as to the revised Original Assessed Value of the expanded Bayside Municipal Tax Increment Financing District is included as Exhibit 11.

**Exhibit 1 (P. 1 of 3)**

**City of Portland - TIF Values for Bayside TIF Year 1 to 3, or Tax Years 2003 to 2005**

**Original Area: 11 Acres**

**OAV a/o 3/31/2002: 1,608,190**

- 1) Actual Percentages Captured
- 2) Actual Mill Rate
- 3) Actual Yearly Property Values

Table Reflects:

Bayside TIF - Years 1 to 3 (FY04 to FY06) - City of Portland- TIF Table (OAV as 3/31/2002 \$1,608,190)										
Various Percent Sheltered from Original Bayside TIF - Years 1 to 3										
TIF Year	Tax Year- April 1	City Fiscal Year	Increased Assessed Value Real & PP Prop.	% of Value Captured	Captured Valuation	Mill Rate	Total New Taxes Captured	Captured Revenue to Business Project Account	Captured Revenue to Municipal Project Account	City Non- Captured General Fund Revenues
1	2003	2003/2004	\$6,191,580	1.00%	\$61,916	26.83	\$1,661	\$0	\$1,661	\$164,434
2	2004	2004/2005	\$7,295,740	1.00%	\$72,957	26.53	\$1,936	\$0	\$1,936	\$191,620
3	2005	2005/2006	\$9,171,480	54.00%	\$4,952,599	20.13	\$99,696	\$0	\$99,696	\$84,926
<b>3 Year TIF Total</b>			<b>\$22,658,800</b>		<b>\$5,087,472</b>		<b>\$103,292</b>	<b>\$0</b>	<b>\$103,292</b>	<b>\$440,981</b>
<b>Average Annual</b>							<b>\$34,431</b>	<b>\$0</b>	<b>\$34,431</b>	<b>\$146,994</b>

Exhibit 1 (P. 2 of 3)

City of Portland TIF Values for Bayside TIF

Original Area w 1st Expansion:

OAV a/o 3/31/2007:

Table Reflects:

62.18 Acres  
\$44,066,380

- 1) Actual Percentages Captured Years 4 to 12
- 2) Projected 100% Captured Years 13 to 30
- 3) Actual Yearly Property Valuation Years 4 to 12
- 4) Projected Increase Property Valuation of 1% Years 13 to 30
- 5) Projected Increase of Mill Rate of 2% Years 13 to 30

Original Bayside TIF - Actual Years 4 to 12 (FY07 to FY15); Projections Years 13 to 30 (FY16 to FY33) - City of Portland- TIF  
Projection Table (OAV AO 3/31/2007 OF \$44,066,380)

TIF Year	Tax Year- April 1	City Fiscal Year	Increased Assessed Value Real & PP Prop.	% of Value Captured	Captured Valuation	Projected Mill Rate	Total Projected New Taxes Captured	Captured Revenue to Business Project Account*	Captured Revenue to Municipal Project Account	City Non-Captured General Fund Revenues	Captured Revenue for CEA	
											Atlantic Bayside Trust (Max. Allowed)	Bayside Student Housing (Max. Allowed)
4	2006	2006/2007	\$11,052,960	28.00%	\$3,084,829	16.31	\$50,477	\$0	\$50,477	\$129,797		
5	2007	2007/2008	\$23,657,250	1.00%	\$236,573	17.10	\$4,045	\$0	\$4,045	\$400,494		
6	2008	2008/2009	\$49,496,900	100.00%	\$49,496,900	17.74	\$878,075	\$475,000	\$403,075	\$0	\$355,000	\$120,000
7	2009	2009/2010	\$69,217,260	78.00%	\$53,989,463	17.74	\$957,773	\$475,000	\$482,773	\$270,141	\$355,000	\$120,000
8	2010	2010/2011	\$68,355,920	71.00%	\$48,532,703	17.92	\$869,706	\$475,000	\$394,706	\$355,232	\$355,000	\$120,000
9	2011	2011/2012	\$62,808,110	73.00%	\$45,849,920	18.28	\$838,137	\$475,000	\$363,137	\$309,996	\$355,000	\$120,000
10	2012	2012/2013	\$66,477,790	47.00%	\$31,244,561	18.82	\$588,023	\$475,000	\$113,023	\$663,089	\$355,000	\$120,000
11	2013	2013/2014	\$65,716,350	98.00%	\$64,402,023	19.41	\$1,250,043	\$475,000	\$775,043	\$25,511	\$355,000	\$120,000
12	2014	2014/2015	\$65,131,890	83.00%	\$54,059,469	20.00	\$1,081,189	\$475,000	\$606,189	\$221,448	\$355,000	\$120,000
13	2015	2015/2016	\$66,223,873	100.00%	\$66,223,873	20.40	\$1,350,967	\$475,000	\$875,967	\$0	\$355,000	\$120,000
14	2016	2016/2017	\$67,326,775	100.00%	\$67,326,775	20.81	\$1,400,936	\$475,000	\$925,936	\$0	\$355,000	\$120,000
15	2017	2017/2018	\$68,440,707	100.00%	\$68,440,707	21.22	\$1,452,597	\$475,000	\$977,597	\$0	\$355,000	\$120,000
16	2018	2018/2019	\$69,565,778	100.00%	\$69,565,778	21.65	\$1,506,005	\$325,000	\$1,181,005	\$0	\$325,000	
17	2019	2019/2020	\$70,702,099	100.00%	\$70,702,099	22.08	\$1,561,217	\$325,000	\$1,236,217	\$0	\$325,000	
18	2020	2020/2021	\$71,849,784	100.00%	\$71,849,784	22.52	\$1,618,291	\$325,000	\$1,293,291	\$0	\$325,000	
19	2021	2021/2022	\$73,008,946	100.00%	\$73,008,946	22.97	\$1,677,287	\$325,000	\$1,352,287	\$0	\$325,000	
20	2022	2022/2023	\$74,179,699	100.00%	\$74,179,699	23.43	\$1,738,267	\$325,000	\$1,413,267	\$0	\$325,000	
21	2023	2023/2024	\$75,362,160	100.00%	\$75,362,160	23.90	\$1,801,295	\$0	\$1,801,295	\$0		
22	2024	2024/2025	\$76,556,445	100.00%	\$76,556,445	24.38	\$1,866,438	\$0	\$1,866,438	\$0		
23	2025	2025/2026	\$77,762,673	100.00%	\$77,762,673	24.87	\$1,933,762	\$0	\$1,933,762	\$0		
24	2026	2026/2027	\$78,980,964	100.00%	\$78,980,964	25.36	\$2,003,339	\$0	\$2,003,339	\$0		
25	2027	2027/2028	\$80,211,437	100.00%	\$80,211,437	25.87	\$2,075,241	\$0	\$2,075,241	\$0		
26	2028	2028/2029	\$81,454,215	100.00%	\$81,454,215	26.39	\$2,149,542	\$0	\$2,149,542	\$0		
27	2029	2029/2030	\$82,709,421	100.00%	\$82,709,421	26.92	\$2,226,320	\$0	\$2,226,320	\$0		
28	2030	2030/2031	\$83,977,179	100.00%	\$83,977,179	27.46	\$2,305,653	\$0	\$2,305,653	\$0		
29	2031	2031/2032	\$85,257,615	100.00%	\$85,257,615	28.00	\$2,387,625	\$0	\$2,387,625	\$0		
30	2032	2032/2033	\$86,550,855	100.00%	\$86,550,855	28.56	\$2,472,319	\$0	\$2,472,319	\$0		
<b>27 Year TIF Total</b>			<b>\$481,914,430</b>		<b>\$350,906,441</b>		<b>\$40,044,566</b>	<b>\$6,375,000</b>	<b>\$33,669,566</b>	<b>\$2,375,708</b>	<b>\$5,175,000</b>	<b>\$1,200,000</b>
Average Annual					<b>\$12,996,538</b>		<b>\$1,483,132</b>	<b>\$236,111</b>	<b>\$1,247,021</b>	<b>\$87,969</b>	<b>\$345,000</b>	<b>\$120,000</b>

\*See Column Labeled "Captured Revenue for CEA." This is the maximum allowable return for each CEA listed.

Exhibit 1 (P. 3 of 3)

City of Portland - TIF Values - For Expanded Area Only of Bayside TIF for TIF remaining years of FY16 to FY33

2nd Expanded Area: 67 acres  
 OAV a/o 3/31/2014: \$78,251,800

- Model Assumes:
- 1) 1% Yearly Increase in Valuation;
  - 2) 2% Yearly Increase in Tax Rate; and,
  - 3) 100% Yearly Capture Rate

City of Portland- Expanded Bayside TIF Projection Table - For Add'l 67 Acres; OAV \$78,251,800										
TIF Year	Tax Year- April 1	City Fiscal Year	Increased Assessed Value Real Prop. At 1%/Yr.	% of Value Captured	Captured Valuation	Projected Mill Rate (inc. 2%/Yr)	Total Projected New Taxes Captured	Captured Revenue to Business Project Account	Captured Revenue to Municipal Project Account	City Non-Captured General Fund Revenues
13	2015	2015/2016	\$782,518	100.00%	\$782,518	20.20	\$15,804	\$0	\$15,804	\$0
14	2016	2016/2017	\$1,572,861	100.00%	\$1,572,861	20.60	\$32,401	\$0	\$32,401	\$0
15	2017	2017/2018	\$2,371,108	100.00%	\$2,371,108	21.01	\$49,822	\$0	\$49,822	\$0
16	2018	2018/2019	\$3,177,337	100.00%	\$3,177,337	21.43	\$68,097	\$0	\$68,097	\$0
17	2019	2019/2020	\$3,991,628	100.00%	\$3,991,628	21.86	\$87,260	\$0	\$87,260	\$0
18	2020	2020/2021	\$4,814,063	100.00%	\$4,814,063	22.30	\$107,344	\$0	\$107,344	\$0
19	2021	2021/2022	\$5,644,721	100.00%	\$5,644,721	22.74	\$128,383	\$0	\$128,383	\$0
20	2022	2022/2023	\$6,483,686	100.00%	\$6,483,686	23.20	\$150,414	\$0	\$150,414	\$0
21	2023	2023/2024	\$7,331,041	100.00%	\$7,331,041	23.66	\$173,473	\$0	\$173,473	\$0
22	2024	2024/2025	\$8,186,870	100.00%	\$8,186,870	24.14	\$197,599	\$0	\$197,599	\$0
23	2025	2025/2026	\$9,051,256	100.00%	\$9,051,256	24.62	\$222,831	\$0	\$222,831	\$0
24	2026	2026/2027	\$9,924,287	100.00%	\$9,924,287	25.11	\$249,211	\$0	\$249,211	\$0
25	2027	2027/2028	\$10,806,048	100.00%	\$10,806,048	25.61	\$276,780	\$0	\$276,780	\$0
26	2028	2028/2029	\$11,696,626	100.00%	\$11,696,626	26.13	\$305,582	\$0	\$305,582	\$0
27	2029	2029/2030	\$12,596,111	100.00%	\$12,596,111	26.65	\$335,664	\$0	\$335,664	\$0
28	2030	2030/2031	\$13,504,590	100.00%	\$13,504,590	27.18	\$367,070	\$0	\$367,070	\$0
29	2031	2031/2032	\$14,422,154	100.00%	\$14,422,154	27.72	\$399,851	\$0	\$399,851	\$0
30	2032	2032/2033	\$15,348,893	100.00%	\$15,348,893	28.28	\$434,056	\$0	\$434,056	\$0
<b>18 Year TIF Total</b>			<b>\$141,705,797</b>		<b>\$141,705,797</b>		<b>\$3,601,642</b>	<b>\$0</b>	<b>\$3,601,642</b>	<b>\$0</b>
<b>18 Year Averages</b>							<b>\$200,091.20</b>		<b>\$200,091.20</b>	

**City of Portland - TIF Tax Shifts for Bayside TIF Year 1 to 3, or Tax Years 2003 to 2005**

**Original Area: 11 Acres**

**OAV a/o 3/31/2002: 1,608,190**

- Table Reflects:
- 1) 1% Capture Yr 1; 1% Capture Yr 2; 54% Capture Yr 3
  - 2) Mill Rates: Yr 1-26.83; Yr 2-26.53; Yr 20.13

**Tax Shifts-Avoided Formula Impacts from Sheltering of Valuation: City of Portland-Bayside Original TIF for Years 1 to 3 (FY04 to FY06)**

TIF Year	Tax Year- April 1	City Fiscal Year	Total Added Valuation	Sheltered Valuation	Avoided Formula Impacts from Sheltering of Valuation				Total Avoided Impacts
					Avoided Loss of State Aid to for Education	Avoided Loss of State Municipal Revenue Sharing	Avoided Increase in County Tax	Avoided Loss of State Municipal Revenue Sharing	
1	2003	2003/2004	\$6,191,580	\$61,916	\$502	\$40	\$33	\$575	
2	2004	2004/2005	\$7,295,740	\$72,957	\$591	\$48	\$39	\$677	
3	2005	2005/2006	\$9,171,480	\$4,952,599	\$40,116	\$3,226	\$2,621	\$45,963	
<b>3 Year TIF Total</b>			<b>\$22,658,800</b>	<b>\$5,087,472</b>	<b>\$41,209</b>	<b>\$3,314</b>	<b>\$2,693</b>	<b>\$47,215</b>	
Average Annual				\$1,695,824.13	\$13,736	\$1,105	\$898	\$15,738	

**Various Percent Sheltered From Original Bayside TIF - Years 1 to 3 (FY04 to FY06)**

**City of Portland TIF Tax Shifts for Bayside TIF  
Original Area w 1st Expansion:  
OAV a/o 3/31/2007:**

**62.18 Acres  
\$44,066,380**

- Table Reflects:
- 1) Actual Percentages Captured Years 4 to 12
  - 2) Projected 100% Captured Years 13 to 30
  - 3) Actual Yearly Property Valuation Years 4 to 12
  - 4) Projected Increase Property Valuation of 1% Years 13 to 30
  - 5) Projected Increase of Mill Rate of 2% Years 13 to 30

Tax Shifts-Avoided Formula Impacts from Sheltering of Valuation: City of Portland- TIF Model									
Actual Percent Sheltered From Bayside TIF Years 4 to 12 (FY07 to FY15); 100% Projected Capture TIF Years 13 to 30 (FY16 to FY33)									
TIF Year	Tax Year- April 1	City Fiscal Year	Total Added Valuation	Sheltered Valuation	Avoided Loss of State Add for Education	Avoided Loss of State Municipal Revenue Sharing	Avoided Increase in County Tax	Total Avoided Impacts	Average Annual
4	2006	2006/2007	\$11,052,960	\$3,094,829	\$25,068	\$2,016	\$1,638	\$28,722	
5	2007	2007/2008	\$23,657,250	\$236,573	\$1,916	\$154	\$125	\$2,196	
6	2008	2008/2009	\$49,496,900	\$49,496,900	\$400,925	\$32,240	\$26,169	\$459,333	
7	2009	2009/2010	\$69,217,260	\$53,989,463	\$437,315	\$35,166	\$28,541	\$501,021	
8	2010	2010/2011	\$88,355,920	\$48,532,703	\$393,115	\$31,612	\$25,660	\$450,386	
9	2011	2011/2012	\$62,808,110	\$45,849,920	\$371,384	\$29,864	\$24,243	\$425,491	
10	2012	2012/2013	\$66,477,790	\$31,244,561	\$253,081	\$20,351	\$16,527	\$289,959	
11	2013	2013/2014	\$65,716,350	\$64,402,023	\$521,656	\$41,948	\$34,036	\$597,640	
12	2014	2014/2015	\$65,131,890	\$34,059,469	\$437,882	\$35,212	\$28,577	\$501,671	
13	2015	2015/2016	\$66,223,873	\$66,223,873	\$536,413	\$43,135	\$34,997	\$614,545	
14	2016	2016/2017	\$67,326,775	\$67,326,775	\$545,347	\$43,853.22	\$35,579	\$624,779	
15	2017	2017/2018	\$68,440,707	\$68,440,707	\$554,370	\$44,578.78	\$36,166	\$635,115	
16	2018	2018/2019	\$69,565,778	\$69,565,778	\$563,483	\$45,311.60	\$36,760	\$645,554	
17	2019	2019/2020	\$70,702,099	\$70,702,099	\$572,687	\$46,051.74	\$37,359	\$656,098	
18	2020	2020/2021	\$71,849,784	\$71,849,784	\$581,983	\$46,799.28	\$37,964	\$666,747	
19	2021	2021/2022	\$73,008,946	\$73,008,946	\$591,372	\$47,554.30	\$38,576	\$677,503	
20	2022	2022/2023	\$74,179,699	\$74,179,699	\$600,856	\$48,316.87	\$39,193	\$688,366	
21	2023	2023/2024	\$75,362,160	\$75,362,160	\$610,433	\$49,087.06	\$39,817	\$699,337	
22	2024	2024/2025	\$76,556,445	\$76,556,445	\$620,107	\$49,864.96	\$40,447	\$710,419	
23	2025	2025/2026	\$77,762,673	\$77,762,673	\$629,878	\$50,650.84	\$41,083	\$721,611	
24	2026	2026/2027	\$78,980,964	\$78,980,964	\$639,746	\$51,444.17	\$41,725	\$732,915	
25	2027	2027/2028	\$80,211,437	\$80,211,437	\$649,713	\$52,245.64	\$42,374	\$744,332	
26	2028	2028/2029	\$81,454,215	\$81,454,215	\$659,779	\$53,055.12	\$43,029	\$755,863	
27	2029	2029/2030	\$82,709,421	\$82,709,421	\$669,946	\$53,872.70	\$43,690	\$767,509	
28	2030	2030/2031	\$83,977,179	\$83,977,179	\$680,215	\$54,698.45	\$44,359	\$779,272	
29	2031	2031/2032	\$85,257,615	\$85,257,615	\$690,587	\$55,532.46	\$45,033	\$791,153	
30	2032	2032/2033	\$86,550,855	\$86,550,855	\$701,062	\$56,375	\$45,715	\$803,152	
<b>27 Year TIF Total</b>			<b>\$1,852,035,056</b>	<b>\$1,721,027,067</b>	<b>\$13,940,319</b>	<b>\$1,120,989</b>	<b>\$909,379</b>	<b>\$15,970,688</b>	
Average Annual					\$516,308	\$41,518	\$33,681	\$591,507	

**Exhibit 2 (P. 3 of 3)**

**City of Portland - TIF Tax Shifts For Expanded Area Only of Bayside TIF for TIF remaining years of FY16 to FY33**

**2nd Expanded Area: 67 acres**  
**OAV a/o 3/31/2014: \$78,251,800**

Model Assumes:  
 1) 1% Yearly Increase in Valuation;  
 2) 2% Yearly Increased in Tax Rate; and,  
 3) 100% Yearly Capture Rate

Tax Shifts-Avoided Formula Impacts from Sheltering of Valuation: City of Portland- Expanded Area Only of Bayside - TIF Projection Model									
TIF Year	Tax Year- April 1	City Fiscal Year	Total Added Valuation	Sheltered Valuation	Avoided Formula Impacts from Sheltering of Valuation			Total Avoided Impacts	
					Avoided Loss of State Aid for Education	Avoided Loss of State Municipal Revenue Sharing	Avoided Increase in County Tax		
13	2015	2015/2016	\$782,518	\$782,518	\$6,336	\$510	\$414	\$7,262	
14	2016	2016/2017	\$1,572,861	\$1,572,861	\$12,740	\$1,024	\$833	\$14,597	
15	2017	2017/2018	\$2,371,108	\$2,371,108	\$19,206	\$1,544	\$1,255	\$22,006	
16	2018	2018/2019	\$3,177,337	\$3,177,337	\$25,736	\$2,070	\$1,682	\$29,488	
17	2019	2019/2020	\$3,991,628	\$3,991,628	\$32,332	\$2,600	\$2,113	\$37,045	
18	2020	2020/2021	\$4,814,063	\$4,814,063	\$38,994	\$3,136	\$2,548	\$44,678	
19	2021	2021/2022	\$5,644,721	\$5,644,721	\$45,722	\$3,677	\$2,988	\$52,387	
20	2022	2022/2023	\$6,483,686	\$6,483,686	\$52,518	\$4,223	\$3,432	\$60,173	
21	2023	2023/2024	\$7,331,041	\$7,331,041	\$59,381	\$4,775	\$3,880	\$68,037	
22	2024	2024/2025	\$8,186,870	\$8,186,870	\$66,314	\$5,333	\$4,333	\$75,979	
23	2025	2025/2026	\$9,051,256	\$9,051,256	\$73,315	\$5,896	\$4,790	\$84,001	
24	2026	2026/2027	\$9,924,287	\$9,924,287	\$80,387	\$6,464	\$5,252	\$92,103	
25	2027	2027/2028	\$10,806,048	\$10,806,048	\$87,529	\$7,039	\$5,719	\$100,286	
26	2028	2028/2029	\$11,696,626	\$11,696,626	\$94,743	\$7,619	\$6,190	\$108,551	
27	2029	2029/2030	\$12,596,111	\$12,596,111	\$102,028	\$8,204	\$6,666	\$116,899	
28	2030	2030/2031	\$13,504,590	\$13,504,590	\$109,387	\$8,796	\$7,146	\$125,330	
29	2031	2031/2032	\$14,422,154	\$14,422,154	\$116,819	\$9,394	\$7,632	\$133,845	
30	2032	2032/2033	\$15,348,893	\$15,348,893	\$124,326	\$9,997	\$8,122	\$142,446	
<b>18 Year TIF Total</b>			<b>\$141,705,797</b>	<b>\$141,705,797</b>	<b>\$1,147,817</b>	<b>\$92,300</b>	<b>\$74,995</b>	<b>\$1,315,112</b>	
<b>18 Year TIF Averages</b>					<b>\$63,767.61</b>	<b>\$5,127.77</b>	<b>\$4,166.37</b>	<b>\$73,061.75</b>	