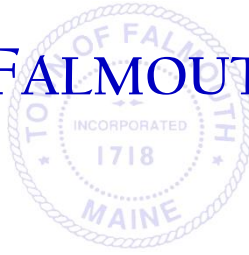


TOWN OF FALMOUTH, MAINE



March 26, 2013

Laura Santini-Smith, Director of Tax Incentive Programs
Office of the Commissioner
Department of Economic and Community Development
59 State House Station
Augusta, ME 04333-0059

Re: Third Amendment to the Town of Falmouth Route One South Municipal Development and Tax Increment Financing Development Program.

Dear Ms. Santini-Smith:

In accordance with Chapter 206 of Title 30-A of the Maine Revised Statutes, as amended, I am pleased to submit the Town of Falmouth's application for approval of the Third Amendment to the Route One South Municipal Development and Tax Increment Financing Development Program. A municipal resolve amending the District and Development Program was approved by Town Council vote at its meeting on XXXXXX. The record of municipal approval is included in the enclosed application.

As per regulations and statute, I wish to clarify that no persons or businesses will be displaced or relocated as a result of the development activities proposed in the the District, as amended. Further, this letter is to certify that all information contained in this TIF application is true and correct to the best of my knowledge.

The Town of Falmouth appreciates DECD's earliest attention to this amendment application, as the \$11.7 MM Infrastructure project scheduled for 2014 (a) requires referendum approval by Falmouth voters on June 11, 2013 and (b) must precede scheduled repaving of Route One by the Maine Department of Transportation in 2014-15.

We look forward to approval once your review has been completed. Please do not hesitate to call my staff Theo Holtwijk, Director of Long Range Planning, at 699-5340 if we can be of further assistance.

Sincerely,

Nathan A. Poore
Town Manager

271 FALMOUTH ROAD FALMOUTH, MAINE 04105 207.781.5253
www.town.falmouth.me.us

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Town of Falmouth
U.S. ROUTE ONE SOUTH Municipal Tax Increment Financing District
THIRD AMENDMENT

PART I APPLICATION COVER SHEET

MUNICIPAL TAX INCREMENT FINANCING

A. General Information

1. Municipality Name: Town of Falmouth		
2. Address: 271 Falmouth Road, Falmouth, Maine 04105		
3. Telephone: 781-5253	Fax: 781-8677	5. Email: npooore@town.falmouth.me.us
6. Municipal Contact Person: Nathan Poore, Town Manager		
7. Business Name: n/a		
8. Address:		
9. Telephone:	10. Fax:	11. Email:
12. Business Contact Person:		
13. Principal Place of Business:		
14. Company Structure (e.g. corporation, sub-chapter S, etc.):		
15. Place of Incorporation:		
16. Names of Officers:		
17. Principal Owner(s) Name:		
18. Address:		

B. Disclosure

1. Check the public purpose that will be met by the business using this incentive (any that apply):		
☐ job creation	☐ job retention	☒ capital investment
☐ training investment	☐ tax base improvement	☒ public facilities improvement
☐ other (list):		
2. Check the specific items for which TIF revenues will be used (any that apply):		
☐ real estate purchase	☒ machinery & equipment purchase	☐ training costs
☐ debt reduction	☒ other (list): infrastructure investment, economic development	

C. Employment Data

List the company's goals for the number, type and wage levels of jobs to be created or retained as part of this TIF development project (*please use next page*). n/a

D. Annual Report

Does the business anticipate receiving more than \$10,000 in TIF revenues in any calendar year during the term of the TIF development program? Yes ☐ No ☐ (If so, please review the example of an annual report at the back of the TIF manual – a current version will be mailed by May 15th each year to the business contact person on this page and by law must then be filed with DECD by August 1st). n/a

PART II DEVELOPMENT PROGRAM NARRATIVE

A. General Description

The Route One South District was established on March 31, 2000 and encompasses approximately 142 acres adjacent to U.S. Route One in the vicinity of the interchanges with the Maine Turnpike and Interstate 295, which is the commercial center of Falmouth. See also Exhibit 3. The main purpose of the District is to finance the construction, installation and operation of certain public improvements inside the District and/or outside the District, but benefiting the District, and to perform Economic Development activities.

The District was initially established for a period of 20 years through FY 2019-20. Since 2000 the District has been amended twice. The First Amendment in 2005 updated the Development Program. The Second Amendment, approved in 2010, extended the term of the District through fiscal year 2022-23 (23 years) and further updated the Development Program.

The purpose of the Third Amendment is to:

1. update the list of infrastructure projects and economic development initiatives to be undertaken, and
2. extend the term of the District with seven (7) years through FY 2029-2030 to a maximum term of 30 years.

There are no other changes to this District as approved by the Town of Falmouth and the State of Maine. The geographic boundaries and the percentage allocations of any captured assessed value remain unchanged. Therefore, this amendment refers back to the original approval regarding base year values. Captured assessed value is calculated for the District based upon the property's assessed value as of April 1, 1999.

As with the original TIF District, this TIF amendment captures 100% of incremental value annually for the life of the TIF and returns all captured revenues to the Municipal Development Fund. No portion of captured revenues are used directly for private companies through credit enhancement agreements.

Where appropriate, projections have been updated to reflect actual numbers, and subsequent projected years have been added and/or refined. All other calculations reflect the original application.

All of the retained tax increment revenues on increases in assessed value resulting from the District will be used by the Town to help pay all or a portion of the costs of the Town to conduct the activities described in Table 1 (see Exhibit 1) below.

B. Description of Town Improvements

Redevelopment of the Route One South Corridor

The Route One South Corridor continues to undergo significant redevelopment. The character of many properties is being transformed. This transformation is driving new construction, which in turn creates the need to upgrade public facilities in this area. Since 2000, the majority of improvements have been road projects, while there also have been some sewer and pedestrian projects. Since that time, the Town Council has also invested a lot of time studying, planning, and conducting community outreach on the future of Route 1 and developed a consensus vision for the future of this area. This corridor is critical to the Town's Economic Development Goals and success of these plans and projects will help the Town grow and retain private jobs and investment.

Currently, the Town is nearing two critical decisions points for this area. The first one is a June 2013 Referendum vote on public infrastructure improvements. The second one is a May 2013 Council vote on zoning amendments for the commercial Route One area.

Pending infrastructure vote follows the recent completion of the Route One Infrastructure Concept Plan by T.Y. Lin International, January 2013. See Exhibit 10 for the Executive Summary of this study. This plan combines and integrates a number of separate infrastructure projects that were included in the Second Amendment. Rather than construct these improvements one by one over a number of years, the Town Council is pursuing a plan that integrates them in a single construction project to be constructed in 2014. The schedule for this project is driven by a planned repaving of this section of Route One by the Maine Department of Transportation (MDOT) in late 2014 or 2015. MDOT's policy is that new pavement cannot be disturbed for 3-5 years upon repaving, so it is imperative that the Town's infrastructure project *precede* the State's repaving effort.

The Route One Infrastructure Project is expected to cost around \$11.7 MM (excluding the repaving component by MDOT, which is valued at \$700K). Any Town expenditure in excess of \$1 MM requires Falmouth voter approval through a Referendum. The Referendum for this project is scheduled for June 11, 2013.

The scope of the 2014 Infrastructure Plan Project (\$11.7 MM) is contingent upon the extension of the term of the Route 1 South TIF District through 2030. It is critical for the Town Council and Falmouth citizens to obtain approval of the Third Amendment before the June 2013 Referendum.

Besides the 2014 Infrastructure Plan Project a number of other projects which were included in the Second Amendment approval remain to be completed. They have been listed in Table 1 under "Previously Approved/Restated Public Projects/ Activities." They include sidewalk improvements outside the District, a new access road, wayfinding signage, and equipment purchase.

Besides these projects, the Town sees the need to assist commercial property owners with stormwater retrofits and property redevelopment.

These two projects stem from two separate, but related initiatives. The stormwater retrofit project was recommended through a recently completed Falmouth Route One Commercial District Stormwater management Plan by Woodard & Curran, January 2013. See Exhibit 11 for the Executive Summary of this study.

The property redevelopment initiative stems from a Town Council-led Route 1 Zoning Ordinance Amendment project. This effort aims at redeveloping the district into more of a village-like environment and adoption of these zoning amendments represents the second critical decision point for the Town.

As noted above, these zoning and infrastructure efforts have been studied by the Town for the last 10 years and are now nearing completion. The zoning amendments are scheduled to be adopted in May 2013, and the Infrastructure Plan expenditures authorized by June 2013.

To reflect the projects described above, Table 1 of the Second Amendment is replaced by an entirely new Table 1.

C. Uses of Private Property within the District

The private properties in the District include a variety of uses including retail, service, business and professional office, restaurants, motel, health care, residential, institutional, fitness, and automobile sale and service. These properties will benefit from the proposed public improvements as it will make the Route One commercial area more competitive in the market place, provide accessibility for all modes of transportation, and lead to an increase in business activity and property values.

D. Duration of the Program

The District was originally established for a period of 20 years through FY 2019-20. The Second Amendment in 2010 extended the term of the District through fiscal year 2022-23 (23 years). The Third Amendment proposes to extend the term of the District with seven (7) years through FY 2029-2030 to a maximum term of 30 years.

Part II FINANCIAL PLAN

A. Overview

The Town seeks to execute a number of public projects over an 18 year period while maintaining a positive balance in each year. The single largest of these projects is the \$11.7 MM Route One Infrastructure Plan. This plan is proposed to be financed through a 16-year bond and be paid in full in fiscal year 2029-2030.

B. Costs, Indebtedness to be incurred, and Sources of Anticipated Revenues

Total costs of the Development Program is \$16,508,263. The \$11.7 MM Route One Infrastructure Plan planned for 2014 will be financed with a combination of TIF balance and issuance of a 16-year bond for \$9.4MM. Interest over the life of the bond is estimated at a total of \$2,518,172.

The Town of Falmouth will execute financial instruments to finance the activities as needed. A sinking fund will be established in accordance with 30-A MRSA §5227.

The sources of anticipated revenues by the District are municipal tax increment revenues on retained captured assessed values and earnings on amounts in the Community Infrastructure and Conservation Fund.

C. Estimates of Captured Assessed Value (CAV) and resulting tax increment revenues to be applied to the program each year

The original total value of land and buildings, together with personal property, for Route One South as of March 31, 1999 was \$27,424,700.

Private development investment within the District produced between 1999-2013 \$61,200,900 of additional tax base (Captured Assessed Value).

This private investment will produce average annual estimated tax increment revenues of \$915,363. This will result in total estimated revenue of \$ 16,508,263 between 2013 and 2030. One hundred percent (100%) of this revenue is available to fund public improvements.

D. Financial and Statistical Data

This TIF amendment captures 100% of incremental value annually for the life of the TIF and returns all captured revenues to the Municipal Development Fund. No portion of captured revenues are used directly for private companies through credit enhancement agreements.

A Statutory Requirements Form is included as Exhibit 5 updating required financial and statistical data.

An updated tax shift analysis is provided in Exhibit 6.

PART III PHYSICAL DESCRIPTION OF THE DISTRICT

The District consists of properties along Route One, Depot Road, Fundy Road, Clearwater Drive, Farm Gate Road, Heron Point Road, Waterview Way, and Marigold Lane. It is bounded to the north by the Maine Turnpike Spur on/off ramps. See also Exhibit 3.

PART IV MUNICIPAL APPROVALS

The Town Council held a Public Hearing concerning, and adopted an Order approving, the Third Amendment on XXXX, 2013. See also exhibit 8.

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Exhibit 1: Table 1 – Public Projects/Activities

Town of Falmouth U.S. ROUTE ONE SOUTH Municipal Tax Increment Financing District THIRD AMENDMENT Table 1: Public Projects/Activities			
Project	Cost Estimate	Proposed Fiscal Year(s)	Statutory Citation
PREVIOUSLY APPROVED/RESTATED PUBLIC PROJECTS/ACTIVITIES			
Access Road to extend Hat Trick Drive to Clearwater Drive.	\$100,000	2016	§ 5225 (1)(A)(1) exclusive of (a)(i), (ii), and (iii)
Clearwater Drive “Gateway” upgrade from Route 1 to Farm Gate Lane	\$336,000	2027	§ 5225 (1)(A)(1) exclusive of (a)(i), (ii), and (iii)
Public Works “Skid Steer” equipment with attachments for year-round operations to include roadside finish/flail mowing, sidewalk snow removal and sweeping, road grinding and repair work.*	\$66,400 (80%) <i>Project common to West Falmouth Crossing TIF District (20%). (Total cost is \$83,000.)</i>	2015	§ 5225 (1)(A)(1)(a) exclusive of (i), (ii), and (iii)
Route 1 Infrastructure Plan. This plan includes and consolidates the following previously approved TIF-projects: Underground Utilities and Street lighting, Village Pedestrian Access, Stormwater Management, Street Tree Planting, and Sidewalk Repair and Construction. The concept scope of the project is described in TY Lin International Report, January 17, 2013, and is (as of 2/11/2013) anticipated to include underground power.	\$11,700,000 The project will be funded with the available TIF balance and bond debt payments (\$11.9 MM total debt service over 16 years through 2030).	2014	§ 5225 (1)(A)(1)(a) exclusive of (i), (ii), and (iii), § 5225 (1)(A)(2), and § 5225 (1)(B)(1)
GIS digital, interactive mapping program that the Town uses for site location, zoning, land use, and project planning decision making. The Falmouth GIS is a key tool for economic development purposes as staff and developers using it can gauge site development potential and preliminary suitability of properties during site search efforts. The GIS serves other purposes as well, such as marketing the Town with potential investors.* **	\$2,513 annually or \$45,225 total (8.3% of total cost) <i>Project common to Route One North (8.3%) and West Falmouth Crossing (8.3%) TIF districts. Total annual cost is \$30,000 of which 75% will come from General Fund.</i>	2013 - 2030	§ 5225 (1)(A)(4)

Town of Falmouth
U.S. ROUTE ONE SOUTH Municipal Tax Increment Financing District
THIRD AMENDMENT
Table 1: Public Projects/Activities

Project	Cost Estimate	Proposed Fiscal Year(s)	Statutory Citation
Prorated salaries of municipal staff to administer Development Program and accounting and implement related activities. The percentage of salaries allocated of the following staff members is as follows: * ** - Town Manager (3.3%), - Community Development Director (6.7%), - Director of Long-Range Planning and Economic Development (10%), - Assessor (1.7%), - Finance Director (1.7%), - Bookkeeper (1.7%), and - Budget/Purchasing Director (1.7%).	\$38,370 annually or \$690,662 total.	2013 - 2030	§ 5225 (1)(A)(5)
Directional signage limited to signs related to District. The purpose of the signs outside the District is to direct business customers, many of whom are from outside Falmouth, to the District. Falmouth Memorial Library and Falmouth Historical Society will be added to the signs.)* **	\$6,700	2014	§ 5225 (1)(A)(1) exclusive of (a)(i), (ii), and (iii) and § 5225 (1)(B)(1)
Route 1 Sidewalks from Martin's Point Bridge to Providence Avenue linking to Route One Commercial District.	\$894,696	2013	§ 5225 (1)(B)(1)
Intersection Route 9/Bucknam Road	\$175,000	2023	§ 5225 (1)(B)(1)
SUBTOTAL OF PREVIOUSLY APPROVED/RESTATED PUBLIC PROJECTS/ACTIVITIES	\$14,232,855		

Town of Falmouth
U.S. ROUTE ONE SOUTH Municipal Tax Increment Financing District
THIRD AMENDMENT
Table 1: Public Projects/Activities

Project	Cost Estimate	Proposed Fiscal Year(s)	Statutory Citation
NEW PROJECTS ADDED WITH THIRD AMENDMENT			
Route 1-Bucknam Road Intersection Traffic Capacity Improvements	\$548,100	2026	§ 5225 (1)(A)(1) exclusive of (i), (ii), and (iii)
Route 1-Depot Road Intersection Traffic Capacity Improvements	\$244,350	2029	§ 5225 (1)(A)(1) exclusive of (i), (ii), and (iii)
Route 1-Fundy Road Intersection Traffic Capacity Improvements	\$244,350	2030	§ 5225 (1)(A)(1) exclusive of (i), (ii), and (iii)
Professional service costs for special studies related to the district, including but not limited to, economic, environmental, and market studies, architectural, planning, engineering, and legal expenses, and administrative costs in connection with implementation of the development program.	\$50,000	2013-2030	§ 5225 (1)(A)(4)
Funding to establish permanent investment fund. Parameters for the fund are to be established and will be at Town Council discretion.	\$100,000	2013 - 2030	§ 5225 (1)(C)(3)
Costs of funding economic development programs and events and marketing materials that increase the municipality's identity and "brand" and market it as a business location including promotional activities by Falmouth Economic Improvement Committee and Greater Portland Economic Development Corporation membership fees.	\$100,000	2013 - 2030	§ 5225 (1)(C)(1)
Town assistance with retrofits of privately-owned stormwater facilities on commercial properties. This project uses tax increment revenues from the development district as a local match for certain grant programs. This will reduce the cost to private parties looking to expand or develop new business.	\$838,608	2016 - 2030	§ 5230 and § 5225(1)(C)(2)
Town assistance with private frontage redevelopment by commercial property owners of improvements located in the public Right-of-Way This project uses tax increment revenues from the development district as a local match for certain grant programs. This will reduce the cost to private parties looking to expand or develop new business.	\$150,000	2016 - 2030	§ 5230 and § 5225(1)(C)(2)
SUBTOTAL OF NEW PROJECTS ADDED WITH THIRD AMENDMENT	\$2,275,408		
GRAND TOTAL	\$16,508,263		

* Projects common to West Falmouth TIF District

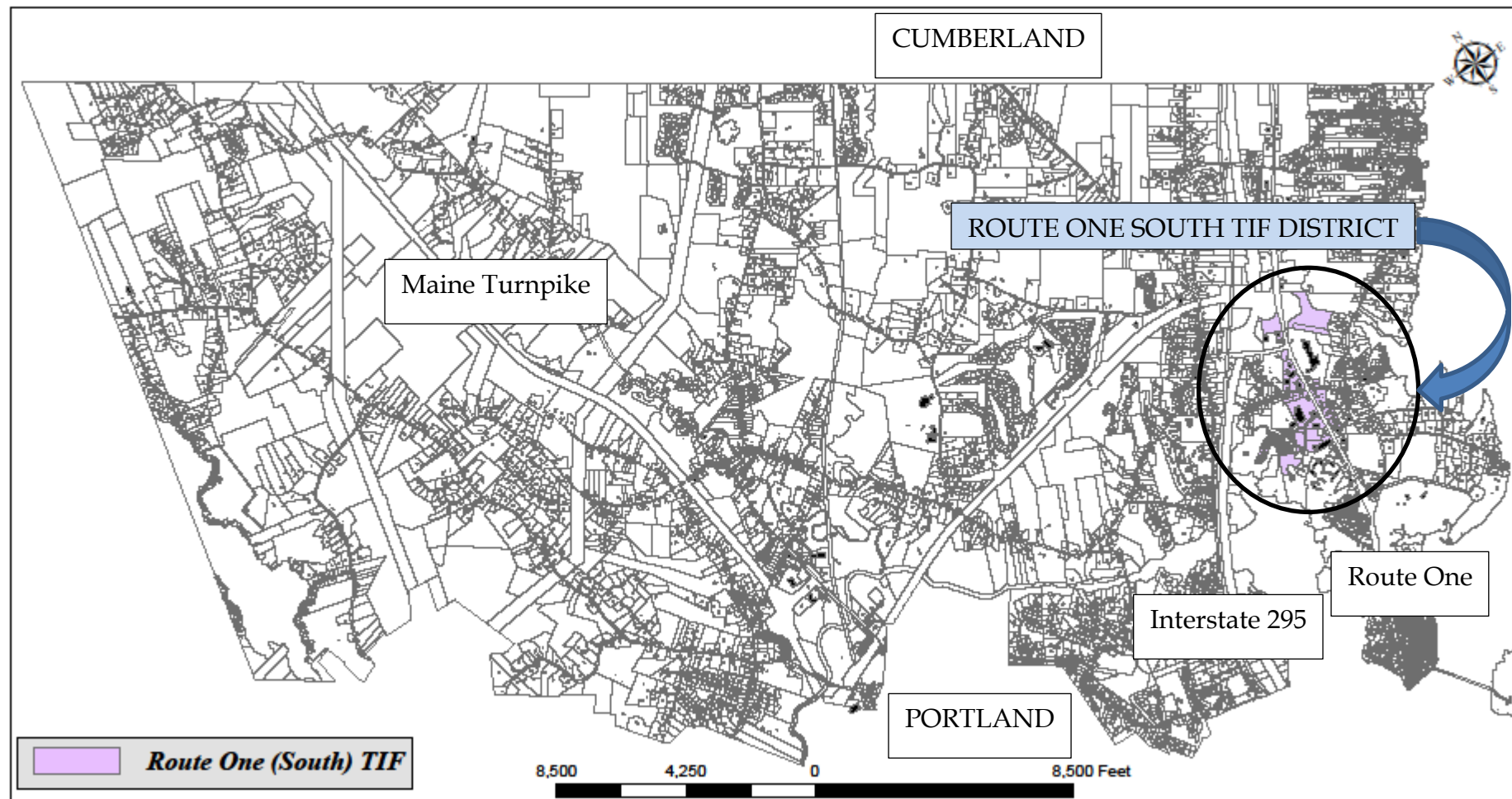
** Projects common to Route One North TIF District

Exhibit 2: Red Line Version of Route One South - Second Amendment
Application and Development Program to reflect all Third Amendment Changes

THIS IS A PLACEHOLDER

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Exhibit 3: Route One South TIF District Location Map and District Property Map



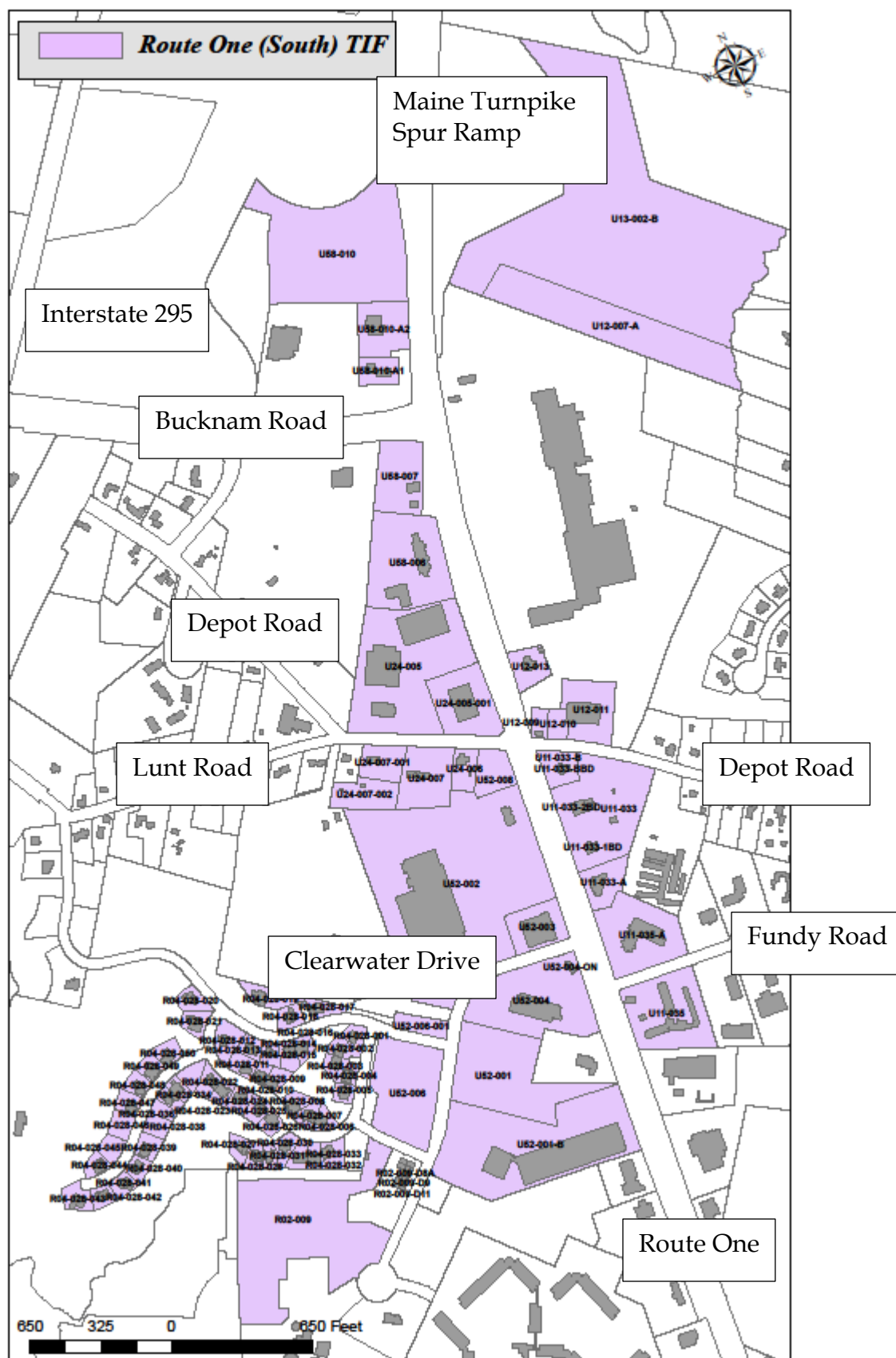


Exhibit 4: Record of TIF Revenues and Expenses

TIF revenues:

Beginning TIF balance 2013:	\$2,331,735
Projected captured revenue 2013-2030:	<u>\$16,476,528</u>
Total TIF revenues:	\$18,808,263

TIF expenses:

Route 1 Infrastructure Project:	\$11,700,000
Interest payments on bond:	\$2,518,172
Other projects:	<u>\$4,590,091</u>
Total project expenses:	\$18,808,263

See the charts below for a breakdown of these numbers.

Captured Assessed Value & TIF Revenue Projection Table - Town of Falmouth RTE 1 South TIF							
TIF Year	Tax Year- April 1	Increased Assessed Value Real Prop.	Captured Valuation @100% of Value Captured	Projected Mill Rate	Total Projected New Taxes Captured	Captured Revenue to Municipal Project Account	Captured Revenue to Developer Project Account
1	2013	\$61,200,900	\$61,200,900	13.43	\$821,928	\$821,928	\$0
2	2014	\$61,965,911	\$61,965,911	13.43	\$832,202	\$832,202	\$0
3	2015	\$62,740,485	\$62,740,485	13.43	\$842,605	\$842,605	\$0
4	2016	\$63,524,741	\$63,524,741	13.43	\$853,137	\$853,137	\$0
5	2017	\$64,318,801	\$64,318,801	13.43	\$863,801	\$863,801	\$0
6	2018	\$65,122,786	\$65,122,786	13.43	\$874,599	\$874,599	\$0
7	2019	\$65,936,821	\$65,936,821	13.43	\$885,531	\$885,531	\$0
8	2020	\$66,761,031	\$66,761,031	13.43	\$896,601	\$896,601	\$0
9	2021	\$67,595,544	\$67,595,544	13.43	\$907,808	\$907,808	\$0
10	2022	\$68,440,488	\$68,440,488	13.43	\$919,156	\$919,156	\$0
11	2023	\$69,295,994	\$69,295,994	13.43	\$930,645	\$930,645	\$0
12	2024	\$70,162,194	\$70,162,194	13.43	\$942,278	\$942,278	\$0
13	2025	\$71,039,221	\$71,039,221	13.43	\$954,057	\$954,057	\$0
14	2026	\$71,927,212	\$71,927,212	13.43	\$965,982	\$965,982	\$0
15	2027	\$72,826,302	\$72,826,302	13.43	\$978,057	\$978,057	\$0
16	2028	\$73,736,631	\$73,736,631	13.43	\$990,283	\$990,283	\$0
17	2029	\$74,658,338	\$74,658,338	13.43	\$1,002,661	\$1,002,661	\$0
18	2030	\$75,591,568	\$75,591,568	13.43	\$1,015,195	\$1,015,195	\$0
18 Year TIF Total		\$1,226,844,968	\$1,226,844,968		\$16,476,528	\$16,476,528	\$0
Prepared by Camoin Associates, www.camoinassociates.com							

TIF Route 1 South Capital Expenditure Schedule	
Draft: March 25, 2013	
Year	Expense
2013	
TIF Staff Time	\$ 29,497
GIS Maintenance	\$ 2,513
Route 1 sidewalk (Providence Avenue to Martin's Point Bridge)	\$ 894,696
Total	\$ 926,706
2014	
Route One Infrastructure Plan	\$ 2,300,000
TIF Staff Time	\$ 30,382
GIS Maintenance	\$ 2,513
Wayfinding Signage	\$ 6,700
Total	\$ 2,339,595
2015	
TIF Staff Time	\$ 31,294
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 862,156
District Operations	\$ 66,400
Total	\$ 962,362
2016	
TIF Staff Time	\$ 32,232
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 850,406
Hat Trick Drive	\$ 100,000
Town assistance with private stormwater retrofits	\$ 100,000
Costs of funding economic development programs and events and funding the marketing of the municipality as a business location	\$ 100,000
Total	\$ 1,185,151
2017	
TIF Staff Time	\$ 33,199
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 838,656
Town assistance with private stormwater retrofits	\$ 125,000
Total	\$ 999,368

TIF Route 1 South Capital Expenditure Schedule	
Draft: March 25, 2013	
Year	Expense
2018	
TIF Staff Time	\$ 34,195
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 826,906
Town assistance with private frontage redevelopment	\$ 50,000
Total	\$ 913,614
2019	
TIF Staff Time	\$ 35,221
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 812,219
Town assistance with private stormwater retrofits	\$ 50,000
Professional service costs for special studies related to the district	\$ 50,000
Total	\$ 949,953
2020	
TIF Staff Time	\$ 36,278
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 794,594
Town assistance with private frontage redevelopment	\$ 50,000
Total	\$ 883,384
2021	
TIF Staff Time	\$ 37,366
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 776,969
Town assistance with private stormwater retrofits	\$ 100,000
Total	\$ 916,848
2022	
TIF Staff Time	\$ 38,487
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 759,344
Funding to establish permanent investment fund	\$ 100,000
Total	\$ 900,343

TIF Route 1 South Capital Expenditure Schedule	
Draft: March 25, 2013	
Year	Expense
2023	
TIF Staff Time	\$ 39,642
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 741,719
Route 9/Bucknam Road Intersection	\$ 175,000
Total	\$ 958,873
2024	
TIF Staff Time	\$ 40,831
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 724,094
Total	\$ 767,437
2025	
TIF Staff Time	\$ 42,056
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 706,469
Total	\$ 751,037
2026	
TIF Staff Time	\$ 43,318
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 688,109
Route 1-Bucknam Road Intersection Capacity	\$ 548,100
Total	\$ 1,282,040
2027	
TIF Staff Time	\$ 44,617
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 668,281
Clearwater Drive "Gateway" upgrade	\$ 336,000
Total	\$ 1,051,411
2028	
TIF Staff Time	\$ 45,956
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 646,250

TIF Route 1 South Capital Expenditure Schedule	
Draft: March 25, 2013	
Year	Expense
Town assistance with private stormwater retrofits	\$ 250,000
Total	\$ 944,718
2029	
TIF Staff Time	\$ 47,334
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 622,750
Route 1-Depot Rod Intersection Capacity	\$ 244,350
Town assistance with private frontage redevelopment	\$ 50,000
Total	\$ 966,947
2030	
TIF Staff Time	\$ 48,754
GIS Maintenance	\$ 2,513
Debt Service - Route 1 Infrastructure Project	\$ 599,250
Route 1-Fundy Road Intersection Capacity	\$ 244,350
Town assistance with private stormwater retrofits	\$ 213,608
Total	\$ 1,108,475
Total TIF expenses	\$ 18,808,263
Expenses by category:	
<i>Route One Infrastructure Plan</i>	\$ 2,300,000
<i>Total debt service (principal</i>	\$ 9,400,000
<i>Total debt service (interest)</i>	\$ 2,518,172
<i>Stormwater retrofits</i>	\$ 838,608
<i>Frontage redevelopment</i>	\$ 150,000
<i>TIF staff</i>	\$ 690,662
<i>GIS</i>	\$ 45,225
<i>Intersection/road projects</i>	\$ 2,542,496
<i>Other</i>	\$ 323,100
TOTAL TIF EXPENSES	\$ 18,808,263

Exhibit 5: Statutory Requirements and Thresholds Worksheet

A. ACRE LIMITATION		
1. Total Acreage of Municipality		18,944
2. Total Acreage of Proposed Municipal TIF District		142
3. Total Pine Tree Zone acres contained in the Proposed Municipal TIF District		0
4. Total Downtown acres contained in the Proposed Municipal TIF District		0
5. Total acreage of Proposed Municipal TIF District counted towards 2% cap (A2-A3-A4)		142
6. Percentage of total acreage in proposed municipal TIF District (cannot exceed 2%) Divide A5 by A1		0.75%
7. Total acreage of all existing and proposed municipal TIF districts in the municipality. Add A2 to sum of all existing TIF district acreage.		453.74
8. Total acreage of an existing or Proposed Downtown TIF District in the municipality.		0
9. Total acreage of all existing or Proposed Pine Tree Zone TIF Districts in the municipality.		0
10. Total acreage of all existing and Proposed Municipal TIF Districts in the municipality counted toward 5% cap. Subtract A8+A9 from A7.		453.74
11. Percentage of total acreage in all existing and proposed Municipal TIF Districts (cannot exceed 5%) Divide A10 by A1.		2.4%
12. Total Acreage of all real property in the Proposed Municipal TIF District that is:		
(Note: a, b, or c must be at least 25%)	Acres	%
a. Blighted (Divide acres by A2)		0%
b. In need of rehabilitation/conservation (Divide acres by A2)		17.6%
c. Suitable for industrial/commercial site (Divide acres by A2)		70.4%
TOTAL	125	88%

B. VALUATION LIMITATION	
1. Total Aggregate Value of Municipality (TAV) <i>Use most recent April 1st</i>	\$2,097,800,000
2. Original Assessed Value (OAV) of Proposed Municipal TIF District. <i>Use March 31st of tax year proceeding date of municipal designation</i>	<u>\$27,424,700</u>
3. Total OAV of all existing and Proposed Municipal TIF Districts in the municipality. <i>Add b2 to sum of all existing TIF district OAVs.</i>	\$42,155,300
4. OAV of an existing or proposed Downtown TIF District in the municipality.	\$0
5. OAV of all existing or Proposed Pine Tree Zone TIF Districts in the municipality.	\$0
6. Total OAV of all existing and Proposed Municipal TIF Districts in the municipality counted toward 5% cap <i>Subtract B4+B5 from B3</i>	\$42,155,300
7. Percentage of total OAV to TAV in all existing and Proposed Municipal TIF Districts (cannot exceed 5%) <i>Divide B6 by B1</i>	2.0%

Exhibit 6: Projected Tax Shift Benefits

The summary table below identifies tax shifts that may result during the term of the District attributable to the project. This TIF captures 100% of incremental value each year for the life of the TIF.

Tax Shifts 2013-2030

Tax Shift Item	Average Annual Amount	Total Amount
Educational Aid	\$524,135	\$9,434,438
County Tax	\$50,357	\$906,431
Municipal Revenue Sharing	\$33,410	\$601,377
Total	\$607,903	\$10,942,246

The table below shows the details by TIF Year.

Tax Shift Impact					
TIF Year	Tax Year- April 1	Total Tax Shift	Education Shift	Rev. Sharing Shift	County Tax Shift
1	2013	\$537,040	\$470,635	\$30,000	\$36,406
2	2014	\$544,637	\$476,518	\$30,375	\$37,745
3	2015	\$552,361	\$482,474	\$30,754	\$39,132
4	2016	\$560,215	\$488,505	\$31,139	\$40,571
5	2017	\$568,203	\$494,612	\$31,528	\$42,063
6	2018	\$576,326	\$500,794	\$31,922	\$43,610
7	2019	\$584,588	\$507,054	\$32,321	\$45,213
8	2020	\$592,993	\$513,392	\$32,725	\$46,876
9	2021	\$601,543	\$519,810	\$33,134	\$48,599
10	2022	\$610,242	\$526,307	\$33,548	\$50,386
11	2023	\$619,093	\$532,886	\$33,968	\$52,239
12	2024	\$628,099	\$539,547	\$34,392	\$54,159
13	2025	\$637,264	\$546,292	\$34,822	\$56,151
14	2026	\$646,593	\$553,120	\$35,257	\$58,215
15	2027	\$656,088	\$560,034	\$35,698	\$60,356
16	2028	\$665,754	\$567,035	\$36,144	\$62,575
17	2029	\$675,594	\$574,123	\$36,596	\$64,875
18	2030	\$685,613	\$581,299	\$37,054	\$67,260
18 Year TIF Total		\$10,942,246	\$9,434,438	\$601,377	\$906,431
18 Year TIF Avg.		\$607,903	\$524,135	\$33,410	\$50,357
Prepared by Camoin Associates, www.camoinassociates.com					

Exhibit 7: Notice of Public Hearing

Below is a copy of the Notice of Public Hearing held in accordance with the requirements of 30-A MRSA § 5253. The Notice was published in the Portland Press Herald, a newspaper of general circulation in the municipality, on Thursday March 14, 2013.

Portland Press Herald/ Thursday, March 14, 2013 **D3**

PUBLIC NOTICES

PUBLIC NOTICE NOTICE OF PUBLIC HEARING Kutler & Haines, P.C., is hereby giving notice in accordance with the judgment of the Superior Court dated March 14, 2013, entered November 28, 2012, in the action of Kutler & Haines, P.C. v. America, N.A., Michael J. P. Pomeroy, et al., by the Maine District Court, Division of Bath, Superior Court No. 12-0122, that the public hearing will be held on the 14th day of March, 2013, at 10:00 a.m. at the Town of Bath, Maine, at the Town Office, 100 Main Street, Bath, Maine 04530. The purpose of this hearing will be to receive public comment on the proposed amendments to the Town of Bath, Maine, Municipal Development and Tax Incremental Financing Ordinance. The Third Amendment is proposed pursuant to the provisions of Chapter 201 of Title 30-A of the Maine Revised Statutes as amended. The proposed amendments will allow the Town to extend the term of a District through Fiscal Year 2015-2016 to its maximum allowable term of 10 years and to extend the public hearing and solicitation in the Development Ordinance. A copy of the proposed amendments to the Development Ordinance for the District has been posted on the Town Office, 100 Main Street, Bath, Maine 04530, and may be viewed during normal business hours. All interested parties are invited to attend the public hearing and to provide comments. Comments will be heard at that time. Please contact the Town Office at 201-281-1000 for more information. PUBLIC NOTICE NOTICE OF PUBLIC SALE Notice is hereby given that in accordance with the judgment of the Superior Court dated November 28, 2012, in the action of Kutler & Haines, P.C. v. America, N.A., Michael J. P. Pomeroy, et al., by the Maine District Court, Division of Bath, Superior Court No. 12-0122, the public hearing will be held on the 14th day of March, 2013, at 10:00 a.m. at the Town of Bath, Maine, at the Town Office, 100 Main Street, Bath, Maine 04530. The purpose of this hearing will be to receive public comment on the proposed amendments to the Town of Bath, Maine, Municipal Development and Tax Incremental Financing Ordinance. The Third Amendment is proposed pursuant to the provisions of Chapter 201 of Title 30-A of the Maine Revised Statutes as amended.	PUBLIC NOTICE NOTICE OF PUBLIC HEARING Notice is hereby given that in accordance with the judgment of the Superior Court dated November 28, 2012, in the action of Kutler & Haines, P.C. v. America, N.A., Michael J. P. 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Pomeroy, et al., by the Maine District Court, Division of Bath, Superior Court No. 12-0122, the public hearing will be held on the 14th day of March, 2013, at 10:00 a.m. at the Town of Bath, Maine, at the Town Office, 100 Main Street, Bath, Maine 04530. The purpose of this hearing will be to receive public comment on the proposed amendments to the Town of Bath, Maine, Municipal Development and Tax Incremental Financing Ordinance. The Third Amendment is proposed pursuant to the provisions of Chapter 201 of Title 30-A of the Maine Revised Statutes as amended.
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Exhibit 8: Attested Minutes of Public Hearing and Record of Council Action

Below are an attested copy of the minutes of the Public Hearing of March 27, 2013 are attached and an attested copy of the Order adopted by the Falmouth Town Council..

THIS IS A PLACEHOLDER

DRAFT

Exhibit 9: Original Assessed Value

This is an excerpt from the 2000 Route One TIF Application.

John D. Harris, Town Manager	Town of Falmouth, Maine 271 Falmouth Road Falmouth, Maine 04105 (207) 781-5253	
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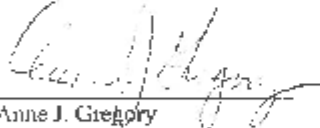
Exhibit F

Assessor's Certificate
Town of Falmouth

The undersigned Assessor for the Town of Falmouth, Maine does hereby certify pursuant to provisions 30-MRSA 5254 that the assessed value of the Route One North Municipal Development District and Tax Increment Financing Development Program, as described in Exhibit F1 in this Development Program to which this Certificate is attached was \$14,177,600 on April 1, 1999.

Further, that the assessed value of the Route One South Municipal Development District and Tax Increment Financing Development Program, as described in Exhibit F2 in this Development Program to which this Certificate is attached, was \$27,424,700 on April 1, 1999.

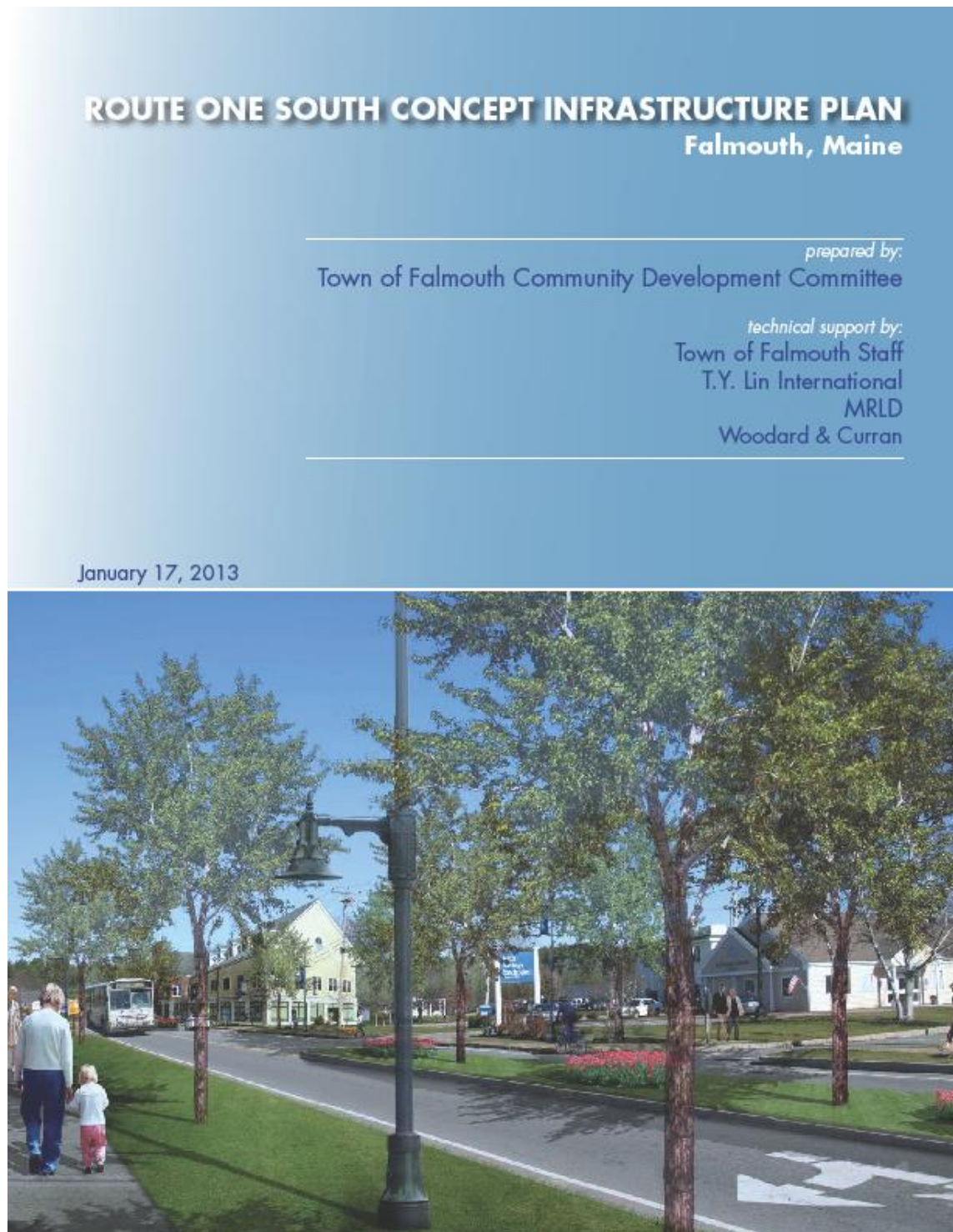
In witness thereof, this Certificate has been executed as of this 29th day of March, 1999.


Anne J. Gregory
Falmouth Tax Assessor

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* TIF AND DUTY TO INCORPORATE THE ROUTE ONE DISTRICTS 7-27-1999 Doc

Exhibit 10: Executive Summary, Route One South Concept Infrastructure Concept Plan, T.Y. Lin International, January 17, 2013



EXECUTIVE SUMMARY

Introduction

Policy, zoning, and the required infrastructure must align to achieve a walkable, vibrant, and economically feasible community with a “sense of place.” After a decade-long planning effort, the Town of Falmouth is proposing to revise its policy and zoning standards in the Route One business district in concert with a proposed Route One South Concept Infrastructure Plan (“the Plan”) in order to make informed decisions about how to achieve a desired sense of place.

The Plan, which is described in this report, focuses on right-of-way improvements between the Route One/Route 88 intersection north to the Turnpike Spur. Making strategic investments in the right-of-way infrastructure will improve visual quality, establish a safe and inviting pedestrian environment, encourage private investment adjacent to the right-of-way that reinforces a village-scaled sense, and ultimately leverage mutually beneficial relationships between the public and private sector. If implemented in a thoughtful and responsible manner, investments in infrastructure shape the future character and economy of a place.

Implementation of the Plan is estimated to cost \$5.6 MM. The Plan is proposed to be financed with existing property tax revenues generated within this area, known as the “Route One South Tax Increment Financing District.” Those taxes are set aside for the specific purpose of reinvestment in the area. New taxes will not be required to fund this project. Construction of the project is scheduled to complement the Maine Department of Transportation’s \$700,000 planned repaving of Route One in 2015. The proposed curb cut and driveway connection work is proposed to be completed at the Town’s expense.

The Plan addresses the fundamental issues related to the goals of placemaking in an objective manner. Landscape medians improve traffic circulation and safety for both pedestrians (by offering refuge when crossing the street) and vehicles (by allowing for designated, non-conflicting left turn locations). The medians are also intended to be visually pleasing. As Route One traffic volumes increase over time, management of traffic flow through medians and access to private properties will become increasingly important. Decorative lighting will improve visual quality and will make Route One more safe and inviting for all users. The Plan conceptually addresses the design and cost of utilities required to power and “empower” the streetscape.

In summary, the Plan is an infrastructure and traffic project that supports a more village-like environment. Water, electrical, data, stormwater, curbing, soil composition are the foundations for revitalizing a place. How these infrastructure elements relate to each other and support the quality and scale of the visible “built environment” will allow the Town to achieve a sense of place for Route One.

Design of the Plan is being conducted in three separate steps or phases:

1. **Concept Design Phase:** This phase has been concluded. The January 2013 report contains an analysis and description of the concept design work.
2. **Preliminary Design Phase:** Between January and March 2013, the Concept Plan will be refined based on community feedback and topographic survey data. The construction cost estimate will be updated and the Council will be asked to recommend funding authorization language for a June 2013 Referendum.

Route One South Infrastructure Plan – Falmouth, Maine

3. **Construction Design:** If voters approve the referendum question, a set of construction documents will be prepared for bid and construction purposes. Final design decisions will be made at this stage.

Construction start is anticipated for spring 2014. Pavement construction is scheduled for spring 2015.

The Concept Plan consists of three primary areas:

- Transportation Infrastructure
- Utility Infrastructure
- Streetscape

Transportation

Route One is an important transportation corridor and the economy of the area depends on the safe and continued movement of vehicles to access businesses. Recommended improvements to transportation infrastructure are proposed to be practical, business friendly and will improve safety and the flow of traffic. Traffic volume capacity will not decrease with the proposed improvements.

Transportation improvements include a series of landscaped islands in the middle of the street with left turn lanes, several driveway curb cut modifications, and new connections between properties. Official “bicycle lanes” that are five feet wide are not included in the Plan as such required a road widening of one foot which was estimated to cost more than \$1 MM. Wide sidewalks could accommodate the youngest and less experienced bicyclists. Route 88 provides an alternative north-south bicycle route. The Plan will include four feet wide paved shoulders suitable for safe bicycling. Intersection improvements may be needed in the future and have not been included in the Plan.

Utility Infrastructure

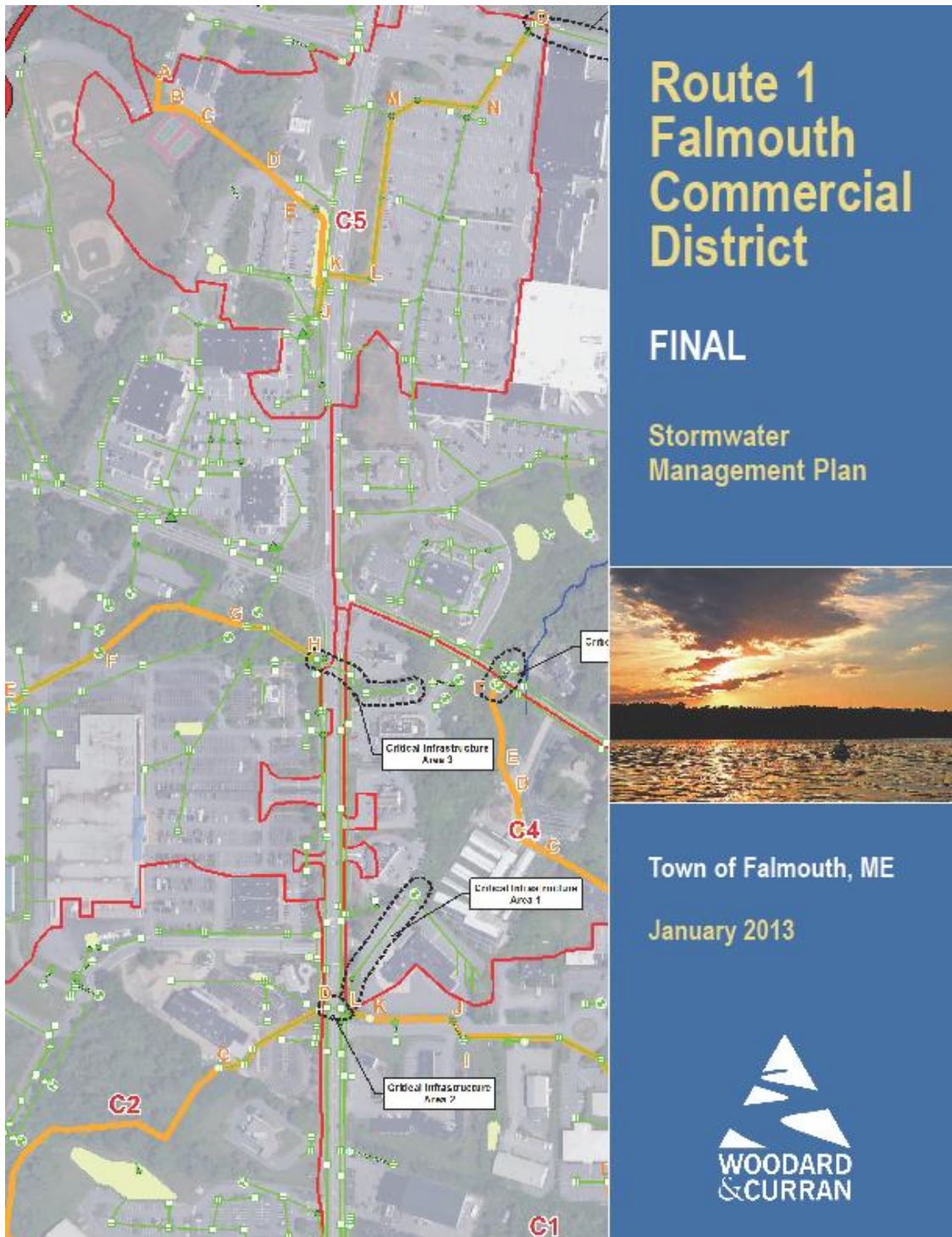
The utilities needed to support an attractive, safe, environmentally sensitive, and energy efficient place require the appropriate infrastructure. The Plan includes an analysis of the capacity of existing and required infrastructure such as sewer, water, data, electrical, and stormwater required to support the build-out of the vision. Underground power was much discussed, but may not be included due to its \$5 MM cost. The next phase of the project’s design will investigate this further and explore all options and costs for underground power.

Streetscape

Streetscape is what you see: street trees, streetlights, sidewalks, benches, and other amenities. The quality of the streetscape corresponds with the capacity and quality of utilities and the careful integration of transportation improvements that balance the needs of vehicles and pedestrians.

Streetscape improvements are a visible demonstration that a community is investing in the future of the area. The recommended streetscape improvements in the Plan are maximized for their environmental, economic, and visual impact. The Town is not beautifying by trying to “soften” the impact of development. By investing in a visual pleasing and practical streetscape, the Town is trying to energize and increase the visibility of economic development as well as increase economic activity in the corridor. Proposed improvements include approximately 200 street trees, 160 pedestrian-scaled lights, four bus stops with seating, five pedestrian rest areas with seating, bicycle racks, and trash receptacles, a wider, handicap-accessible sidewalk, and traffic signal poles and mast arms (instead of traffic lights suspended from cables) at intersections.

Exhibit 11: Executive Summary, Route 1 Falmouth Commercial District Stormwater Management Plan, Woodard & Curran, January 2013



EXECUTIVE SUMMARY

The Route 1 corridor in Falmouth is an important commercial center for the community. In 2011, the Town commissioned a Route 1 Infrastructure Plan for the area between Route 88 and the Turnpike Spur to coordinate future improvements in the public right-of-way. The Town of Falmouth envisions a denser pattern of development along the commercial Route 1 corridor with activities day and night. In order to further inform the redevelopment of this corridor, the Town acquired a National Oceanic and Atmospheric Administration - U.S. Department of Commerce grant through the Maine Coastal Program.

This study accomplished the following:

- identified the linkage of private and public stormwater runoff in the commercial Route 1 area;
- developed an integrated strategy that will complement the Route 1 Infrastructure Plan;
- provided a demonstration of the potential for integration of traditional infrastructure and Green Infrastructure management for a commercial district in Maine;
- began the process towards addressing polluted stormwater discharges into Mussel Cove, which is currently closed for shellfishing due to pollution; and
- identified an appropriate demonstration project from this plan in collaboration with MaineDOT along Bucknam Road.

Webes Creek is a small tributary of Mill Creek which discharges into Mussel Cove and Casco Bay. A large portion of the Route 1 commercial district is within the 341-acre Webes Creek watershed. This small watershed area contains over 112 acres of impervious surfaces (i.e. roadways, rooftop, pavements, etc.), or approximately 33% of the watershed area, which makes the tributary likely to be impaired due to polluted stormwater runoff. Twelve commercially developed parcels within the watershed currently provide some form of stormwater management for peak rate of runoff and/or water quality. Many of these systems are outdated under current standards, but can be cost-effectively retrofitted to provide advanced stormwater management. Several other areas within the Webes Creek watershed were identified as priorities for future stormwater management retrofitting, particularly for runoff from Route 1 itself. Stormwater drainage infrastructure was mapped and field verified as a part of this project and several critical pieces of drainage infrastructure along Route 1 were identified as having "sensitive" hydraulic capacity. These locations were recommended for improvements during future upgrades to Route 1 in order to alleviate upstream flooding problems and to maximize the potential for additional growth in the corridor.

Additionally, recommendations were made to evaluate and modify local codes and ordinances to maximize the potential for enhanced management of stormwater of future redevelopment projects in order to offset existing impacts and to accommodate future growth. Alternatives to addressing existing untreated stormwater discharges through redevelopment may include public-private partnerships for strategic retrofitting. Total cost for identified retrofits may range between \$2 and \$5 MM. Further evaluation of these retrofits was recommended to determine implementation feasibility and priority. Recommendations for financing retrofits included user fee implementation, use of Tax Increment Financing (TIF) funds, or special assessment districts.