

# MEMORANDUM

Community Development Department  
City of Royal Oak, Michigan

Meeting Date: June 14, 2016  
211 Williams St. / P.O. Box 64  
Royal Oak, MI 48068-0064  
Phone: (248) 246-3280  
Fax: (248) 246-3005  
www.romi.gov

DATE: May 26, 2016

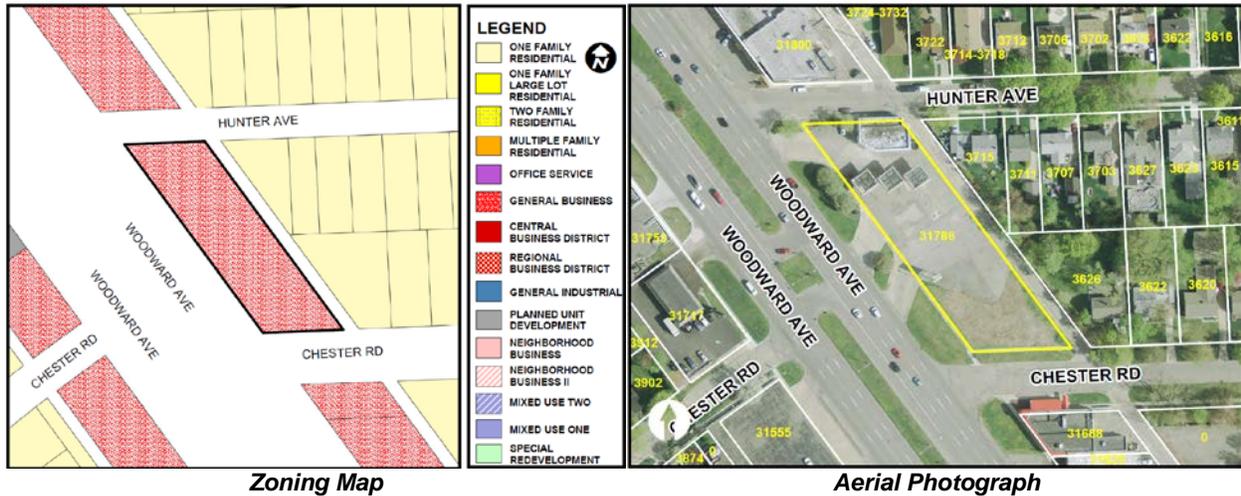
TO: Brownfield Redevelopment Authority

FROM: Planning Division

**SUBJECT: Brownfield Plan (BP 16-06-01) & Reimbursement Agreement** to demolish and reconstruct automobile filling station with convenience store (Shell) at **31786 Woodward Ave.** (parcel no. 25-06-428-001)  
MLL Properties, LLC, Petitioner & Owner  
Advanced Redevelopment Solutions, Engineer

## 1. Site Information

A brownfield plan is proposed for the property located on the northeast side of Woodward Avenue between Chester Road and Hunter Avenue, two blocks south of Normandy Road. The parcel has 349.74 feet of frontage along Woodward Avenue, a depth of 120 feet, and a lot area of approximately 41,968.80 square feet or 0.96 acres. A 20-foot public alley runs along the northeast rear lot line.



## 2. Proposed Development

The site contains an automobile filling station with 12 fuel pumps underneath canopies and a small convenience store. The petitioner proposes to demolish the entire site and re-construct the filling station with 12 new pumps, a new canopy, a larger convenience store, landscaping, a masonry screening wall along the residential side of the public alley, and additional off-street parking. A special land use permit and site plan were approved by the Planning Commission for the proposed redevelopment on July 14, 2015 (SP 15-07-17).

### 3. Status as “Eligible Property”

A site must be determined to be an “eligible property” according to the Michigan Brownfield Redevelopment Financing Act (Public Act 381 of 1996, as amended) in order to receive brownfield redevelopment financing. To be an eligible property, a site within the city must be one of the following definitions contained in Act 381: a facility; an historic resource; functionally obsolete; or blighted.

According to the petitioner, the site is an eligible property because it meets the definition of a “facility” under Act 381, a location where hazardous substances are present in excess of the concentrations allowed under Act 381 and remediation or clean-up is required in order to allow unrestricted usage.

### 4. Eligible Activities & Costs

If adopted, the proposed brownfield plan would reimburse the petitioner through tax increment revenues for the costs of various activities that are eligible for brownfield redevelopment financing under Act 381. According to the petitioner’s plan these activities would include: environmental assessments; due care and additional response activities; demolition; lead and asbestos abatement; infrastructure improvements; site preparation activities; and preparation of the brownfield plan. The total costs for all activities to be reimbursed as proposed by the petitioner are summarized as follows:

|                                    |                   |
|------------------------------------|-------------------|
| Baseline Environmental Assessments | \$ 13,245         |
| Due Care Activities                | \$ 35,811         |
| Additional Response Activities     | \$ 401,108        |
| Demolition Activities              | \$ 17,850         |
| Lead and Asbestos Abatement        | \$ 2,825          |
| Brownfield Plan Preparation        | \$ 15,000         |
| <b>TOTAL REIMBURSEMENT</b>         | <b>\$ 485,839</b> |

The costs proposed by the petitioner related to eligible activities do not include any contingency percentage. Additionally, no interest rate is proposed by the petitioner that would be applied to annual reimbursements. An annual fee of \$ 1,000 is included as part of the brownfield plan to compensate the city for the administrative costs of overseeing the plan.

### 5. Projected Captures

Summaries of estimated tax increment captures that the brownfield plan could generate are included within the plan (pages 3 to 4, 12 to 14, 16, and Exhibit C). The current taxable value of the property is \$ 467,280 and the petitioner estimates the completed project will result in a value of \$ 1,008,139, generating a captured value of \$ 540,859. Based on current millage rates, that amount of captured value would generate approximately \$ 31,218 in annual tax increment revenues from non-school millage levies that could be used to reimburse the petitioner.

It should be noted that captured revenues for all brownfield plans adopted by the city to date have been significantly less than originally estimated by each petitioner. The taxable values of properties after they are redeveloped as part of a brownfield plan have all been significantly less than what each plan estimated. As a result, reimbursements to petitioners for most brownfield plans have been much less than anticipated, sometimes by less than half original estimates.

## 6. Duration of Brownfield Plan

The petitioner proposes that the brownfield plan be in effect for 25 years beginning in 2018 for reimbursement of eligible activities. Another five years is proposed for tax increment revenues to be collected and credited to the city's brownfield revolving loan fund. A total duration of 30 years for a brownfield plan is allowed under Act 381.

The 25-year reimbursement period would start in 2018. This practice is now allowed due to amendments made to Act 381 in 2012. Reimbursement periods for all previous plans began the year they were adopted.

The Board may want to consider a shorter reimbursement period for the proposed brownfield plan. Of the 10 adopted brownfield plans currently in effect within the city, seven were approved with a reimbursement period of only 10 years. One has a reimbursement period of 20 years while two others are for 30 years.

## 7. Reimbursement Agreement

A draft of the reimbursement agreement as recommended by staff is also attached that specifies how and when the petitioner would be reimbursed for the costs of eligible activities. No annual interest is proposed as part of the proposed reimbursement agreement.

## 8. Recommendations

The Board must make a recommendation to the City Commission on the disposition of the proposed brownfield plan, but it has the authority to adopt the reimbursement agreement pending approval of the plan by the City Commission. Should the Board choose to recommend adoption of the proposed brownfield plan it will be forwarded to the City Commission for their review and potential approval. Under Act 381 the City Commission is required to conduct a public hearing prior to adopting any brownfield plan.

Approval of the brownfield plan by the MDEQ would not be required since the petitioner does not propose to capture tax increment revenues from school millage levies.

In reviewing a proposed brownfield plan and reimbursement agreement, the Board should consider the following issues, among other factors they may deem appropriate, in making their findings, recommendation, and decision:

- a) *The determination that the site is a "facility" as defined by Act 381;*
- b) *The list of "eligible activities" for which the petitioner would be reimbursed;*
- c) *The costs for "eligible activities" to be reimbursed to the petitioner;*
- d) *The amount of the city's annual administrative fee; and*
- e) *The length of the plan's reimbursement period or its expiration date.*

The following resolutions are provided for consideration:

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To **recommend approval** by the **City Commission** of **BP 16-06-01**, a **brownfield plan** for MLL Properties, LLC, at **31786 Woodward Avenue** (parcel no. 25-06-428-001), and request that the City Commission set a public hearing for the proposed brownfield plan, provided the brownfield

plan has a maximum duration of no more than \_\_\_ years beginning in 2018 with total costs eligible for reimbursement not to exceed \$ 485,839 for the following activities:

|                                    |                   |
|------------------------------------|-------------------|
| Baseline Environmental Assessments | \$ 13,245         |
| Due Care Activities                | \$ 35,811         |
| Additional Response Activities     | \$ 401,108        |
| Demolition                         | \$ 17,850         |
| Lead & Asbestos Abatement          | \$ 2,825          |
| Brownfield Plan Preparation        | \$ 15,000         |
| <b>TOTAL</b>                       | <b>\$ 485,839</b> |

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To **approve** a **reimbursement agreement** for **BP 16-06-01**, a **brownfield plan** for MLL Properties, LLC, at **31786 Woodward Avenue** (parcel no. 25-06-428-001), with no applicable interest rate on costs eligible for reimbursement, contingent upon final approval of the brownfield plan by the City Commission and any recommended revisions to the reimbursement agreement by the City Attorney; and also to **authorize** the Board's **Executive Director** to sign the reimbursement agreement.

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cc: Eric P. Helzer, EDFP, Advanced Redevelopment Solutions  
Alan Baskins, MLL Properties, LLC

***It is recommended that the petitioner or a representative attend the June 14, 2016 Brownfield Redevelopment Authority meeting. The meeting starts at 7:00 p.m. in the City Commission Chambers on the 3rd floor of City Hall.***

**ADVANCED REDEVELOPMENT SOLUTIONS**

PO Box 204, Eagle MI 48822

Tel 517.648.2434

ephelzer@msn.com

MAY 24, 2016

Timothy Thwing and Doug Hedges  
Royal Oak Brownfield Redevelopment Authority  
211 Williams St. / PO Box 64  
Royal Oak, MI 48068-0064

Subject: Brownfield Plan, Revised May 23, 2016 – Commercial Redevelopment  
31786 Woodward Ave.  
Royal Oak, Michigan 48073

Mr. Thwing and Mr. Hedges:

On behalf of MLL Properties, LLC, developer of the property located at 31786 Woodward Ave, we want to thank you for your assistance with this project to date and are pleased to submit to you the Brownfield Plan (Plan) revised May 23, 2016 for consideration by the Brownfield Redevelopment Authority (Authority) on June 14, 2016.

This Plan contemplates using local tax increment revenues created by this redevelopment for the reimbursement of eligible activity costs under the Brownfield Redevelopment Financing Act (PA 381). In short the Plan will:

1. Remediate Underground Storage Tanks (USTs) and their associated systems.
2. Remediate contaminated soil and groundwater.
3. Prepare the site for redevelopment.
4. Capture local tax increment revenues generated by the property's increased taxable value.
5. Allow 25-years for reimbursement of developer eligible costs and adds 5 years for capture by the Authority into its Local Site Remediation Revolving Fund (LSRRF) bringing the Plan to a total of 30 years of capture (estimated Plan duration).
6. Increase the taxable value from \$26,971 (Plan's base taxable value) to an estimated \$58,190.
7. Allows for City Administrative fees, City LSRRF Deposits, Developer Reimbursement without contingency or interest for Developer. The estimated tax capture breakdown is as follows:

---

|  |                  |
|--|------------------|
| Developer Reimbursement (25 Years)                           | \$485,839        |
| City Administrative Reimbursement ( <i>adds ~1.3 Years</i> ) | \$30,000         |
| <u>City LSRRF Deposits (5 Years)</u>                         | <u>\$152,083</u> |
| TOTAL CAPTURE (30 Years Estimated Plan Duration)             | \$667,922        |

This Plan is not unlike other Plans adopted by the city but the following are a few unique features of PA 381 that went into effect because of legislative amendments in December 2012. This Plan takes advantage of these amendments that may or may not be known about by the Authority or the City Commissioners. This Plan includes two of these PA 381 amendments, as follows:

1. December 2012 PA 381 amendments streamlined the process for state and local levels of government which will assist with moving development projects forward in a timelier manner with less red tape and delays on project and developer approvals. These amendments allow for local units of government to approve local tax capture for reimbursement of any eligible activities incurred prior to approval of a Brownfield Plan, whether environmental or non-environmental expenses. This significantly improves the timeline on completing pre-development activities.

Therefore, we are requesting from the Authority their acknowledgment of our desire to begin work upon their review of the Plan and recommendation to the City Commission for Plan adoption. Construction time is of the essence and we would like to start work immediately after the Authority recommendation but before City Commission adoption of the Plan in order to complete concrete and asphalt paving prior to winter conditions. We desire an acknowledgement from the Authority that this is acceptable.

2. The other item we have included in this Plan from PA 381 amendments is the ability to identify the first year of tax increment revenue capture in the Plan. This helps Plans accomplish reimbursement of eligible activity costs when there is little revenue in the early years of the Plan immediately after Plan adoption by the governing body. Specifically, PA 381 recognizes a 30-year tax capture period so long as the first year of capture is within five years of Plan adoption by the governing body. In other words, the 30-year tax capture clock can start no later than five years after the date the eligible property is added to a Brownfield Plan.

Based upon the limited tax capture available for this Project and the costs of eligible activities, we recognized the first year of capture in this Plan one year after Plan adoption.

Thank you for your consideration to all of the above as you evaluate this Plan. We hope to receive your approval of the Plan that will allow for this project to move forward while "cleaning-up" the environmental contaminants at this site.

Warm regards,

  
**Eric P. Helzer, EDFP**  
PRINCIPAL

CC: Alan Baskins, MLL Properties, LLC

Enclosure: Brownfield Plan, Revised May 23, 2016

# COMMERCIAL REDEVELOPMENT

31786 Woodward Ave  
Royal Oak, MI 48073  
Tax ID 63-72-25-06-428-001

## *Brownfield Plan*

Revised May 23, 2016



### **Royal Oak Brownfield Redevelopment Authority**

211 Williams St. / PO Box 64  
Royal Oak, MI 48068-0064  
Phone: (248) 246-3280

Prepared with assistance from:  
**ADVANCED REDEVELOPMENT SOLUTIONS**  
PO Box 204  
Eagle, Michigan 48822  
Contact: Eric P. Helzer, EDPF  
Phone: (517) 648-2434

Approved by the Royal Oak Brownfield Redevelopment Authority – *TBD/TBD/2016*

Approved by the Royal Oak City Commission – *TBD/TBD/2016*

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**PROJECT SUMMARY SHEET: BROWNFIELD PLAN – 31786 WOODWARD AVE**

**Project Name:** Commercial Redevelopment – 31786 Woodward Ave

**Applicant/Developer:** Entity Name: MLL Properties, LLC  
Contact: Alan Baskins  
Mailing Address: 30500 Northwestern Highway, Suite 325  
Farmington Hills, MI 48334  
Phone: (248) 855-2100  
Email: [abaskins@group10.net](mailto:abaskins@group10.net)

**Eligible Property Location:** The eligible property (“Property”) consists of one (1) parcel located at:  
31786 Woodward Ave  
Royal Oak, Michigan 48073  
Tax ID 63-72-25-06-428-001

**Property Size:** Approximately 0.80 acres

**Type of Eligible Property:** Facility (Contaminated)

**Project Description:** **Commercial Redevelopment**  
This Brownfield Plan (the “Plan”) anticipates approximately \$3 million in future investments by MLL Properties, LLC, a Farmington Hills Developer that manages and builds convenience stores with fuel dispensing operations. This Plan contemplates redevelopment upon the Eligible Property. 31786 Woodward Ave (Tax ID 63-72-25-06-428-001) has been recently vacant, is underutilized and is contaminated property.

The project is located on the east side of Woodward Avenue between Chester Avenue and Hunter Avenue. The Property was developed with one 2,124 square foot commercial building, which was used for retail gasoline sales and as a convenience store. The existing underground storage tank (UST) system consists of two 10,000-gallon gasoline USTs and one 6,000-gallon gasoline UST located within a single basin in the eastern portion of the Property. Three fuel dispensers are located south of the building and are covered by three individual canopies. Asphalt and concrete paved areas are located around the building and canopy. The southern portion of the Property was utilized for the seasonal sale of plants and flowers.

The applicant proposes to raze the existing building and remove all of the existing site improvements to properly address removing the USTs and associated system components along with contaminated soil and/or groundwater. Vapor intrusion was also identified as a potential environmental concern (this environmental concern is under further evaluation). Upon completion of the subsurface environmental work the applicant will construct the proposed project.

The proposed project is a commercial redevelopment comprising of a 7,100 square foot convenience store with new modern fuel dispensing operations consisting of six dispensers and one split UST system.

Construction is scheduled to begin in the Summer 2016, with occupancy available in 2017. However, environmental contamination and increased costs threaten the redevelopment planned. The completion of this project represents a unique opportunity to accomplish long term environmental benefits and redevelop this underutilized contaminated Property. The project is seeking tax increment financing through the Brownfield Redevelopment Financing Act (Public Act 381 of 1996), which is the subject of this Plan, to allow for a successful redevelopment and environmental cleanup at this site.

**Estimated Job Creation:** Once complete, up to 3 immediate on-site new full time jobs will be created.

**Estimated Gain in Taxes:**  
(after Project completion)

|                          | <b>Current Taxable Value</b> | <b>Future Taxable Value</b> | <b>Increased Taxable Value (Increment)</b> |
|--------------------------|------------------------------|-----------------------------|--|
|                          | (2016)                       | (2018)                      | (2018)                                     |
|                          | \$467,280                    | \$1,008,139                 | \$540,859                                  |
| <b>Annual Taxes Paid</b> | \$26,971                     | \$58,190                    | \$31,218                                   |

**Duration of Plan:** 30 years (2047)  
Total estimated Plan duration with tax capture for reimbursement of Eligible Activities, Brownfield Plan Preparation, Brownfield Redevelopment Authority Administrative Fees, and Local Site Remediation Revolving Fund. No contingency or Interest is afforded in this Plan.

**Total Plan Capture Breakdown:**  
(Estimated Capture Years in Plan)

|  |                  |
|--|------------------|
| Developer Reimbursement (25 Years*)                          | \$485,839*       |
| City Administrative Reimbursement ( <i>adds ~1.3 Years</i> ) | \$30,000         |
| <u>City LSRRF Deposits (5 Years)</u>                         | <u>\$152,083</u> |
| <b>TOTAL CAPTURE (30 Years Estimated Plan Duration)</b>      | <b>\$667,922</b> |

\*Tax Capture to reimburse the Developer for the cost of Eligible Activities ends after 25 Years, and may result in an "Unreimbursed Balance" if the projected taxable value increase is less than 2.75% per year as projected in this Plan. It should be noted that if there are any increases to existing millage rates available for tax capture, or if additional new millages are levied and available for tax capture, an annual Taxable Value increase of less than the 2.75% used in the projections would be sufficient to generate the tax increment amounts noted in the Plan.

**Eligible Activities and Eligible Costs:**

| <b>Eligible Activities</b>                         | <b>Eligible Costs</b> |
|--|-----------------------|
| Baseline Environmental Assessment (BEA) Activities | \$ 13,245             |
| Due Care Activities                                | \$ 35,811             |
| Additional Response Activities                     | \$ 401,108            |
| Demolition Activities                              | \$ 17,850             |
| Lead and Asbestos Abatement Activities             | \$ 2,825              |
| <i>Subtotal</i>                                    | \$ 470,839            |
| Contingency  | \$ -                  |
| Interest   | \$ -                  |
| <i>Subtotal with Contingency &amp; Interest</i>    | \$ 470,839            |
| Brownfield Plan & Work Plan Preparation            | \$ 15,000             |
| <b><i>Subtotal (to Developer)</i></b>              | <b>\$ 485,839</b>     |
| BRA Administration                                 | \$ 30,000             |
| Local Site Remediation Revolving Fund (LSRRF)      | \$ 152,083            |
| State of Michigan Brownfield Redevelopment Fund    | \$ -                  |
| <b>Grand Total</b>                                 | <b>\$ 667,922</b>     |

## **INTRODUCTION**

City of Royal Oak, Michigan (the “City”), established the Royal Oak Brownfield Redevelopment Authority (the “Authority” or “ROBRA”) on May 16, 2000 (Secretary of State filing date), pursuant to the Brownfield Redevelopment Financing Act, Michigan Public Act 381 of 1996, MCLA 125.2651 et. seq., as amended (“Act 381”), is authorized to exercise its powers within City of Royal Oak, Michigan.

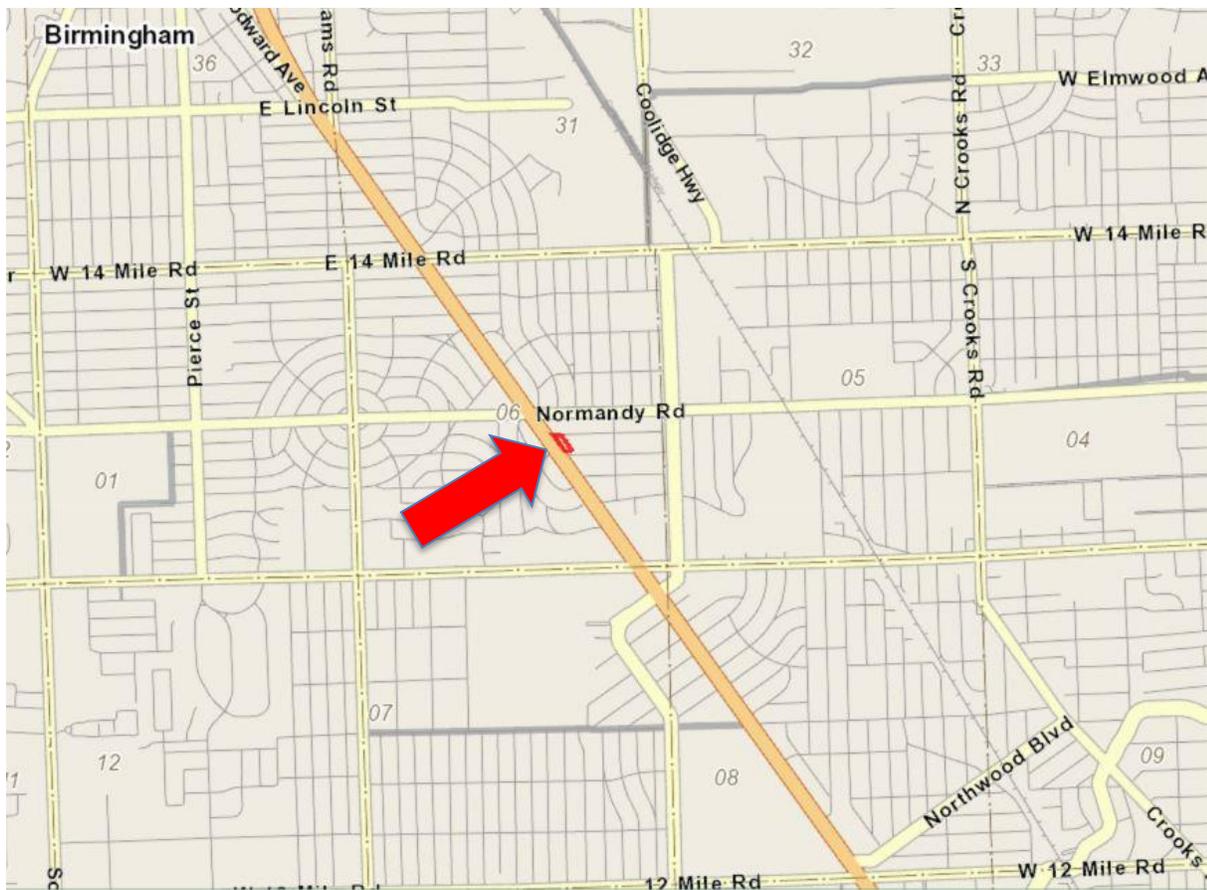
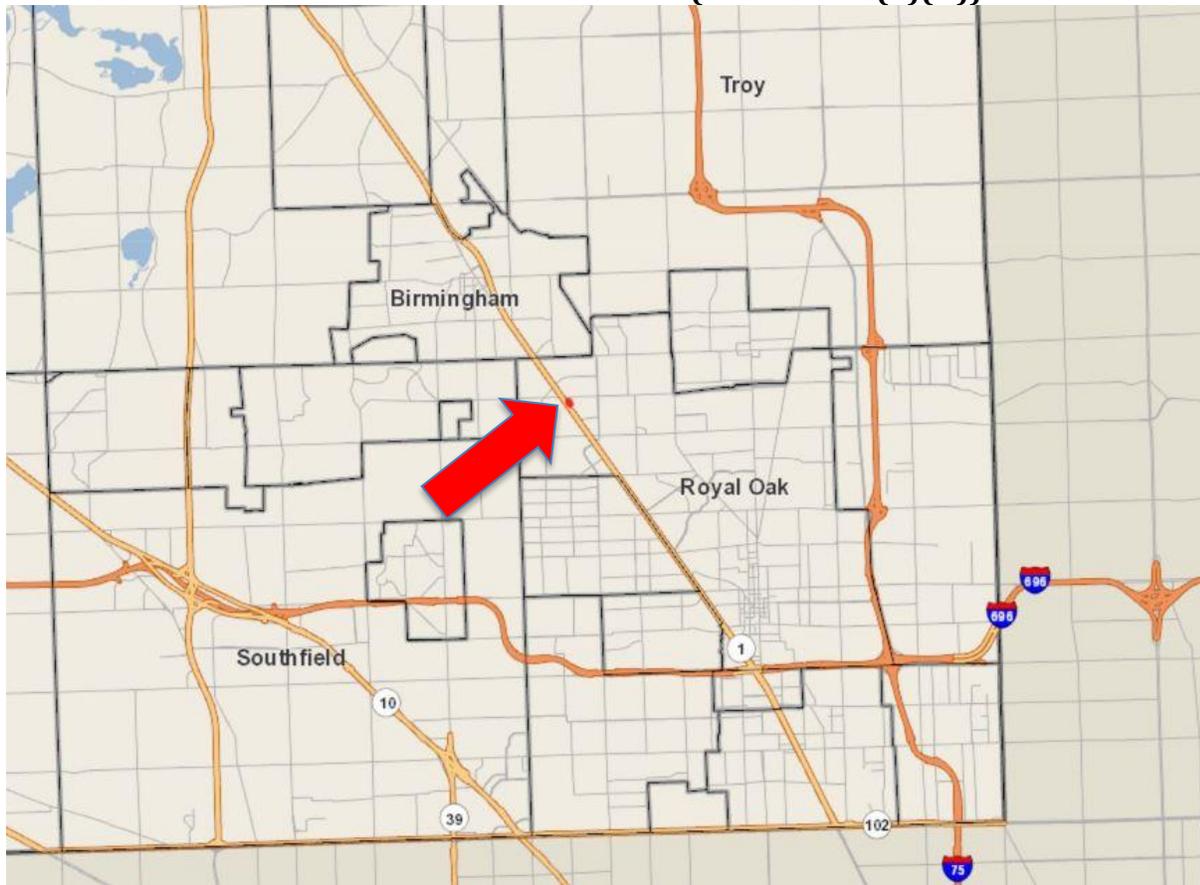
The purpose of this Brownfield Plan (the “Plan”) to be implemented by the Brownfield Redevelopment Authority, is to satisfy the requirements of Act 381 for including the eligible property described below in a Plan. This Plan promotes the redevelopment of and investment in the eligible “Brownfield” Property within the City, to facilitate financing of eligible activities at the Property. Inclusion of Property within any Plan in the City will facilitate financing of eligible activities at eligible properties, and will also provide tax incentives to eligible taxpayers willing to invest in revitalization of eligible sites, commonly referred to as “Brownfields” that are either environmentally contaminated (a “facility”), blighted property, historic resource or deemed functionally obsolete property. By facilitating redevelopment of the Property, this Plan is intended to promote economic growth for the benefit of the residents of the City and all taxing units located within and benefited by the Brownfield Redevelopment Authority.

This Plan is intended to apply to the Eligible Property identified in this Plan and, if tax increment revenues are proposed to be captured from that Eligible Property, to identify and authorize the eligible activities to be funded by such tax increment revenues.

This Plan is intended to be a living document, which may be modified or amended in accordance with the requirements of Act 381, as necessary to achieve the purposes of Act 381. The applicable sections of Act 381 are noted throughout the Plan for reference purposes.

This Plan contains information required by Section 13(1) of Act 381.

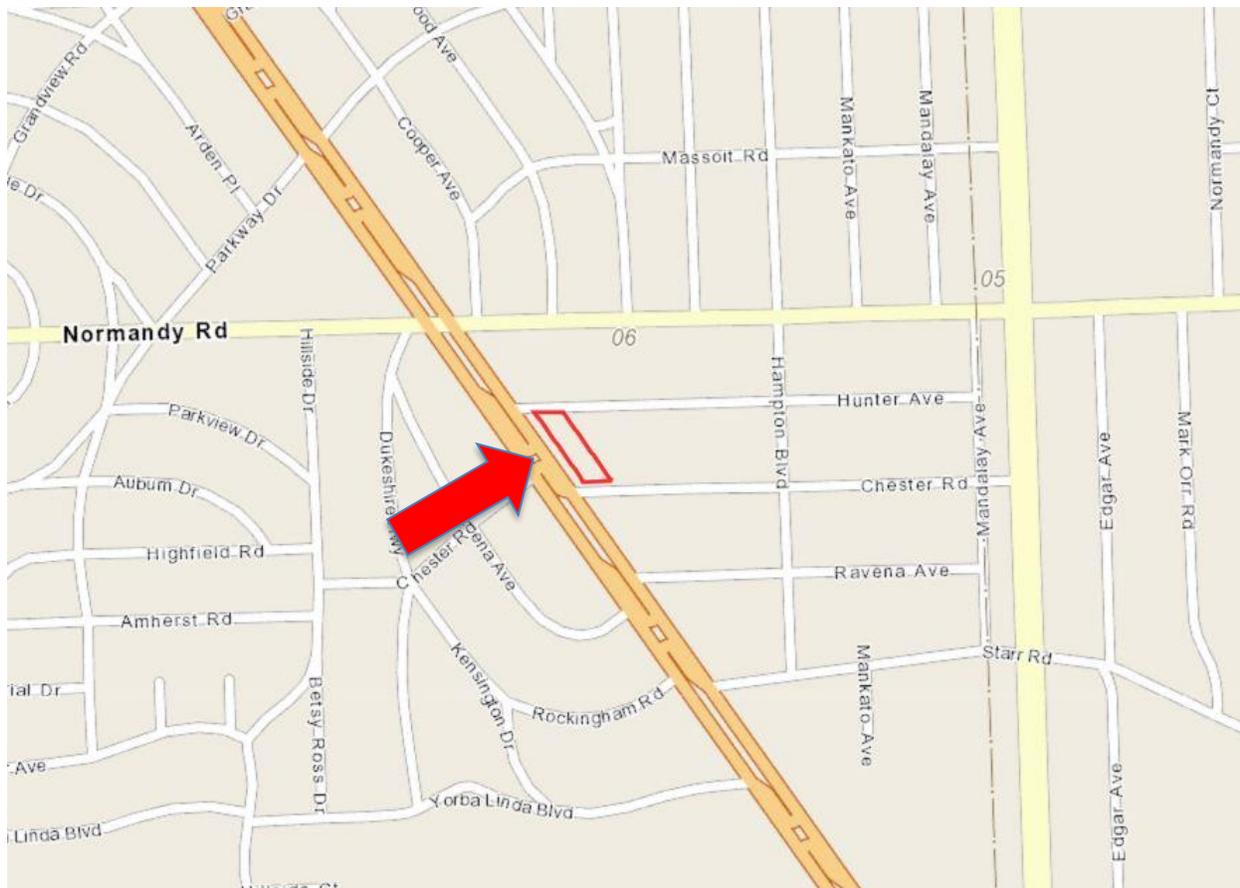
# 1. DESCRIPTION OF THE ELIGIBLE PROPERTY (SECTION 13(1)(H))

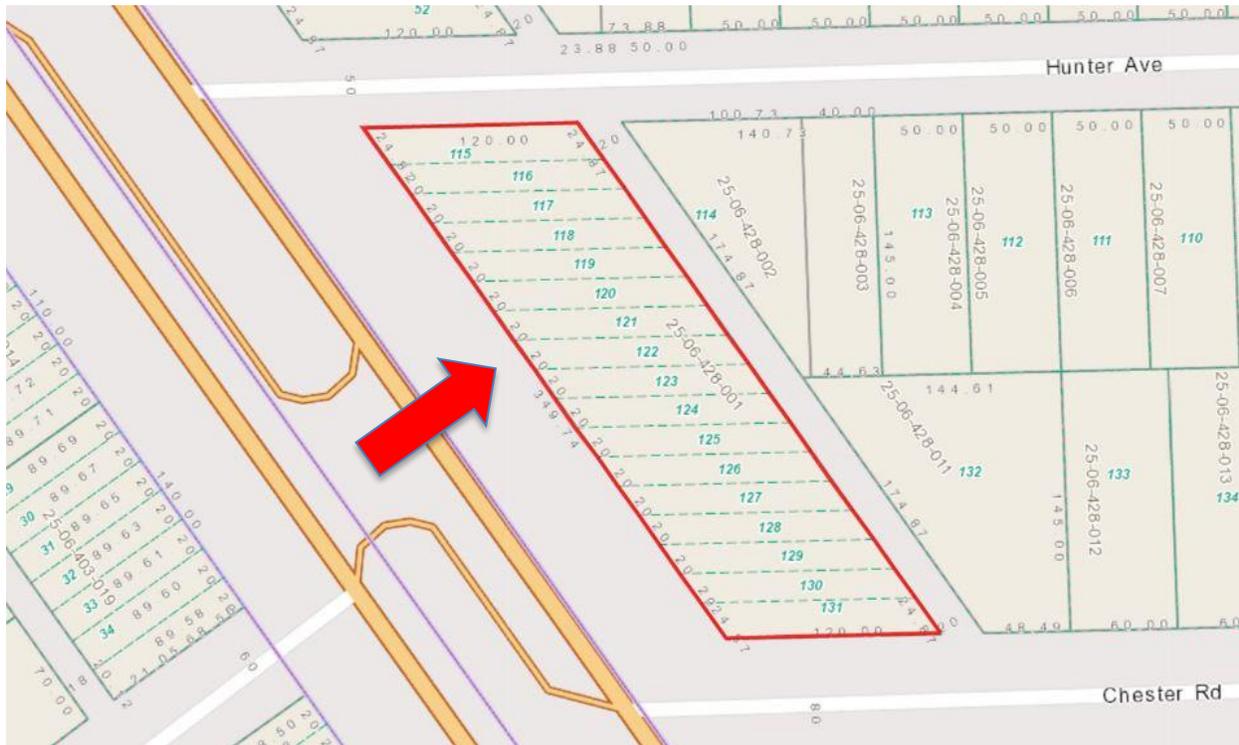


The Eligible Property is located in the southeast quarter of the northwest quarter of Section 6 (T.1N., R.11E), Royal Oak, Oakland County, Michigan. The Eligible Property (“Property”) consists of one parcel and is located at 31786 Woodward Ave (Tax ID 63-72-25-06-428-001), The Property is situated to the east of Woodward Ave, north of Chester Road and south of Hunter Ave. The Property contains approximately 0.80 acres in the City of Royal Oak (“City”).

The Property is surrounded by the General Business District to the west, north and south and One Family District to the east. The Property is serviced by municipal water & sanitary sewer services, storm sewer services, and electrical and gas utilities.

The existing Property was developed with one 2,124 square foot commercial building, which was used for retail gasoline sales and as a convenience store. The existing underground storage tank (UST) system consists of two 10,000-gallon gasoline USTs and one 6,000-gallon gasoline UST located within a single basin in the eastern portion of the Property. Three fuel dispensers are located south of the building and are covered by three individual canopies. Asphalt and concrete paved areas are located around the building and canopy. The southern portion of the Property was utilized for the seasonal sale of plants and flowers.





See Exhibit A, Legal Description and Boundary Survey that together serve to describe the Eligible Property.

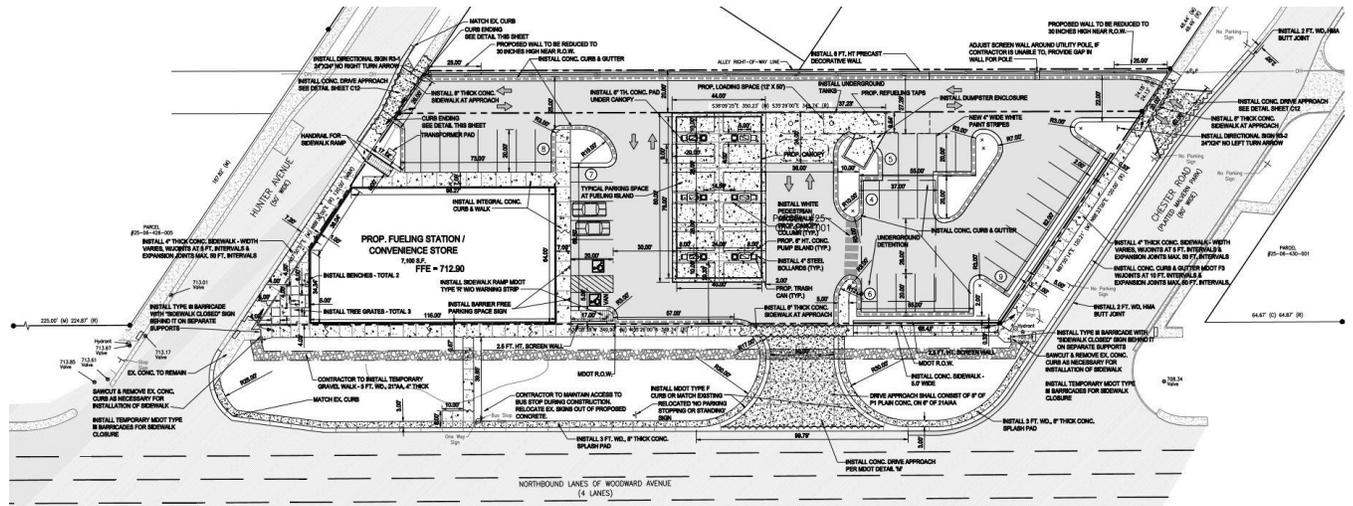
| Eligible Property                 |                     |                      |                     |                           |
|-----------------------------------|---------------------|----------------------|---------------------|---------------------------|
| Address                           | Tax ID              | Basis of Eligibility | Approximate Acreage | Current Zoning            |
| 31786 Woodward Ave, Royal Oak, MI | 63-72-25-06-428-001 | Facility             | 0.80                | General Business District |

The Property consists of one parcels of land. This parcel is a "facility" as defined by Part 201 of Michigan's Natural Resources and Environmental Protection Act (P.A. 451, as amended). The parcel is located within the boundaries of the City.

The Property is zoned General Business District. The General Business District permits the proposed Projects Site Plan.

The Project proposes to redevelop underutilized and recently vacant Property into a commercial development. The redevelopment integrates design elements, environmental response activities, and economic development to further goals of the City, the Michigan Department of Environmental Quality ("MDEQ") and the Michigan Economic Development Corporation ("MEDC"). It will result in: (1) the community and municipal benefits of increased property taxes on the Property; (2) due care and additional response activities that will address the contamination on the Property, reducing the threat to human health and the environment; and (3) a substantial improvement to the appearance and aesthetics of the Property which will assist in increasing the property values of the neighboring community.

The parcel and all tangible real and personal property located thereon will comprise the Eligible Property and is referred to herein as the “Property.” Incremental tax revenues resulting from new personal property will be captured if available. Any such funds will be used to reimburse the Brownfield Redevelopment Authority and Developer for eligible activities, to the extent authorized by this Plan, and an executed reimbursement agreement between the Developer and the Brownfield Redevelopment Authority.



**Proposed Site Plan**

**2. BASIS OF ELIGIBILITY (SECTION 13 (1)(H), SECTION 2 (M)), SECTION 2(R)**

The Property is considered “eligible property” as defined by Act 381, Section 2 because (a) the Property was previously utilized or is currently utilized for a commercial purpose; (b) the parcel comprised by the Property has been determined to be a “facility”; and, (c) the subject property is in the City of Royal Oak, which is not a qualified local governmental unit under Act 381.

| Eligible Property                    |                     |                      |                     |
|--------------------------------------|---------------------|----------------------|---------------------|
| Address                              | Tax ID              | Basis of Eligibility | Approximate Acreage |
| 31786 Woodward Ave,<br>Royal Oak, MI | 63-72-25-06-428-001 | Facility             | 0.80                |

Exhibit B includes an overview of the environmental conditions on the Property as it is related to its basis of eligibility and inclusion in the Plan. As Eligible Property, the Property is eligible for Brownfield redevelopment incentives from the Brownfield Redevelopment Authority.

### **3. SUMMARY OF ELIGIBLE ACTIVITIES AND DESCRIPTION OF COSTS (SECTION 13 (1)(A),(B))**

The “eligible activities” that are intended to be carried out at the Property are considered “eligible activities” as defined by Sec 2 of Act 381, because they include Baseline Environmental Assessment (BEA) activities {Phase I ESA, Phase II ESA, and BEA}, due care activities, additional response activities, lead & asbestos abatement, demolition (building and site), and preparation of a Brownfield Plan. Exhibit B includes an overview of the Brownfield eligible activities that are contemplated for the Property.

A summary of the eligible activities and the estimated cost of each eligible activity intended to be paid for with Tax Increment Revenues from the Property are shown in the following tables (Tables 1a and 1b).

For Environmental Activities, the line item costs for any eligible activity may be adjusted after the date the Plan is approved by the Brownfield Redevelopment Authority and/or the City Commission as the Governing Body, so long as the costs do not exceed the total combined costs of said activities, to the extent that the adjustments do not violate the terms of any approved documents, such as a Development Reimbursement Agreement.

For Non-Environmental Activities, the line item costs for any eligible activity may be adjusted after the date the Plan is approved by the Brownfield Redevelopment Authority and/or the City Commission as the Governing Body, so long as the costs do not exceed the total Non-Environmental costs, to the extent that the adjustments do not violate the terms of any approved documents, such as a Development Reimbursement Agreement.

Furthermore, costs in this Plan are subject to approval by the Brownfield Redevelopment Authority and/or the City Commission as the Governing Body for the use of local-only tax increment revenues from locally levied millages. The Brownfield Redevelopment Authority may adjust specific eligible activities amongst environmental and non-environmental eligible activities. These adjustments are allowed and do not change the validity of this Plan, so long as the Grand Total of eligible activity costs identified in Table 1a, \$667,922, are not exceeded.

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the Brownfield Redevelopment Authority and used to reimburse the cost of the eligible activities completed on the Property. Amendments to Act 381 that were signed in to law on December 28, 2012 allow local units of government to approve reimbursement of eligible activities with tax increment revenues attributable to local taxes on any eligible activities conducted on eligible property or prospective eligible properties prior to approval of the Plan, if those costs and the eligible property are subsequently included in an approved Plan. In the event that eligible activities are performed prior to Plan approval, approved eligible activity costs will be reimbursable in accordance with Act 381.

In accordance with this Plan and the associated Development Reimbursement Agreement (the “Agreement”) with the Brownfield Redevelopment Authority, the amount advanced by the Developer will be repaid by the Brownfield Redevelopment Authority solely from the tax increment revenues realized from the eligible property.

Tax increment revenues will first be used to pay or reimburse Administrative expenses for

the Brownfield Redevelopment Authority and second to reimburse eligible costs incurred by the Developer. Local Site Remediation Revolving Fund (LSRRF) capture will occur at the end of Developer reimbursement for a full five (5) years as described in the tables. Local-only tax capture was assumed to reimburse eligible activity costs in this Plan.

The costs listed in the tables are estimated costs and may increase or decrease depending on the nature and extent of the actual conditions encountered on the Property. The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the Brownfield Redevelopment Authority from the Property shall be governed by the terms of the Agreement. No costs of eligible activities will be qualified for reimbursement except to the extent permitted in accordance with the terms and conditions of the Agreement.

| Table 1a - Itemized Eligible Activities  | Notes           | Eligible Activity Amount Allowed in Brownfield Plan | Local Tax Capture | State School Tax Capture |
|--|-----------------|---|-------------------|--------------------------|
|  |                 |   | 100.00%           | 0.00%                    |
| Baseline Environmental Assessment (BEA) Activities                               |                 | \$ 13,245   | \$ 13,245         | \$ -                     |
| Due Care Activities  |                 | \$ 35,811   | \$ 35,811         | \$ -                     |
| Additional Response Activities   |                 | \$ 401,108  | \$ 401,108        | \$ -                     |
| <b>Total Environmental</b>   |                 | <b>\$ 450,164</b>                                   | <b>\$ 450,164</b> | <b>\$ -</b>              |
| Demolition Activities  |                 | \$ 17,850   | \$ 17,850         | \$ -                     |
| Lead and Asbestos Abatement Activities   |                 | \$ 2,825  | \$ 2,825          | \$ -                     |
| <b>Total Non-Environmental</b>   |                 | <b>\$ 20,675</b>                                    | <b>\$ 20,675</b>  | <b>\$ -</b>              |
|  | Percentage/Rate |   |                   |                          |
| Contingency Environmental  | 0.00%           | \$ -  | \$ -              | \$ -                     |
| Contingency Non-Environmental  | 0.00%           | \$ -  | \$ -              | \$ -                     |
| Interest   | 0.00%           | \$ -  | \$ -              | \$ -                     |
| <b>Sub Total: EAs + Contingencies + Interest</b>                                 |                 | <b>\$ 470,839</b>                                   | <b>\$ 470,839</b> | <b>\$ -</b>              |
| Brownfield Plan & Work Plan Preparation  |                 | \$ 15,000   | \$ 15,000         | \$ -                     |
| <b>Total Administrative: Brownfield Plan + Work Plan + Application Fees</b>      |                 | <b>\$ 15,000</b>                                    | <b>\$ 15,000</b>  | <b>\$ -</b>              |
| <b>Sub Total: EAs + Contingencies + Interest + Administrative</b>                |                 | <b>\$ 485,839</b>                                   | <b>\$ 485,839</b> | <b>\$ -</b>              |
| Brownfield Redevelopment Authority (BRA) Administration                          |                 | \$ 30,000   | \$ 30,000         |                          |
| BRA Local Site Remediation Revolving Fund (LSRRF)                                |                 | \$ 152,083  | \$ 152,083        |                          |
| <b>Total BRA: BRA Administration + LSRRF</b>                                     |                 | <b>\$ 182,083</b>                                   | <b>\$ 182,083</b> | <b>\$ -</b>              |
| <b>Sub Total: EAs + Contingencies + Interest + Administrative + BRA</b>          |                 | <b>\$ 667,922</b>                                   | <b>\$ 667,922</b> | <b>\$ -</b>              |
| State of Michigan Brownfield Redevelopment Fund (MBRF)                           |                 | \$ -  | \$ -              | \$ -                     |
| <b>GRAND TOTAL: EAs + Contingencies + Interest + Administrative + BRA + MBRF</b> |                 | <b>\$ 667,922</b>                                   | <b>\$ 667,922</b> | <b>\$ -</b>              |

| <b>Table 1b - Summary of Eligible Activities</b>                   | <b>Eligible Activity Amount Allowed in Brownfield Plan</b> |
|--|--|
| <b>Total Local Tax Capture Eligible Activities</b>                 | \$ 485,839   |
| Total Local Taxes to BRA Administration                            | \$ 30,000  |
| Total Local Taxes to Local Site Remediation Revolving Fund (LSRRF) | \$ 152,083   |
| <b>Total Capture by Brownfield Redevelopment Authority (BRA)</b>   | <b>\$ 182,083</b>  |
| <b>Total Capture by Developer</b>                                  | <b>\$ 485,839</b>  |
| <b>GRAND TOTAL</b>   | <b>\$ 667,922</b>  |

#### **4. CAPTURED TAXABLE VALUE AND TAX INCREMENT REVENUES (SECTION 13(1)(C))**

This Plan anticipates the capture of tax increment revenues to reimburse the Developer for the costs of eligible activities under this Plan in accordance with the Agreement. The initial taxable value of the Property shall be determined by the use of tax year 2016 tax values. Tax increment revenue capture will begin when tax increment is generated by redevelopment on the Property; this is expected to begin in 2018 or when full redevelopment is completed whichever occurs first. Estimates project that the Brownfield Redevelopment Authority is expected to capture the tax increment revenues from 2018 through 2047 which will be generated by the increase in taxable value. The following table provides a summary of the captured incremental taxable values and tax increment revenues captured which it will provide after completion of the redevelopment project. In addition, detailed tables of estimated tax increment revenues to be captured is attached to this Plan as Exhibit C, Table 4 - Tax Increment Financing Estimates. Prior to commencement of reimbursement to the Developer, payment of Brownfield Redevelopment Authority Administrative fees will occur first. Local Site Remediation Revolving Fund (LSRRF) capture will occur at the end of the Plan for a full five (5) years as described in the tables.

The captured incremental taxable value and associated tax increment revenue will be based on the actual increased taxable value from all taxable improvements (real property) on the Property set through the property assessment process by the local unit of government and equalized by the County. The actual increased taxable value of the land and all future taxable improvements on the Property may vary. Furthermore, the amount of tax increment revenue available under this Plan will be based on the actual millage levied annually by each taxing jurisdiction on the increase in tax value resulting from the redevelopment project that is eligible and approved for capture.

**Table 2 - Captured Incremental Taxable Values & Tax Increment Revenues Captured**

| <b>Tax Year</b>   | <b>Captured Incremental Taxable Values</b> | <b>Tax Increment Revenues Captured</b> |
|---|--|--|
| 2016 - Base Year  | \$ -                                       | \$ -                                   |
| 2017  | \$ -                                       | \$ -                                   |
| 2018 - Start of Tax Capture   | \$ 540,859                                 | \$ 13,746                              |
| 2019  | \$ 558,533                                 | \$ 14,196                              |
| 2020  | \$ 576,693                                 | \$ 14,657                              |
| 2021  | \$ 595,352                                 | \$ 15,131                              |
| 2022  | \$ 614,525                                 | \$ 15,619                              |
| 2023  | \$ 634,225                                 | \$ 16,119                              |
| 2024  | \$ 654,466                                 | \$ 16,634                              |
| 2025  | \$ 675,265                                 | \$ 17,163                              |
| 2026  | \$ 696,635                                 | \$ 17,706                              |
| 2027  | \$ 718,593                                 | \$ 18,264                              |
| 2028  | \$ 741,154                                 | \$ 18,837                              |
| 2029  | \$ 764,337                                 | \$ 19,426                              |
| 2030  | \$ 788,156                                 | \$ 20,032                              |
| 2031  | \$ 812,631                                 | \$ 20,654                              |
| 2032  | \$ 837,779                                 | \$ 21,293                              |
| 2033  | \$ 863,618                                 | \$ 21,950                              |
| 2034  | \$ 890,168                                 | \$ 22,625                              |
| 2035  | \$ 917,448                                 | \$ 23,318                              |
| 2036  | \$ 945,478                                 | \$ 24,030                              |
| 2037  | \$ 974,279                                 | \$ 24,762                              |
| 2038  | \$ 1,003,872                               | \$ 25,514                              |
| 2039  | \$ 1,034,279                               | \$ 26,287                              |
| 2040  | \$ 1,065,522                               | \$ 27,081                              |
| 2041  | \$ 1,097,625                               | \$ 27,897                              |
| 2042  | \$ 1,130,610                               | \$ 28,736                              |
| 2043  | \$ 1,164,502                               | \$ 29,597                              |
| 2044  | \$ 1,199,326                               | \$ 30,482                              |
| 2045  | \$ 1,235,108                               | \$ 31,392                              |
| 2046  | \$ 1,271,874                               | \$ 32,326                              |
| 2047  | \$ 1,309,651                               | \$ 33,286                              |
| <b>Total</b>  | <b>-</b>                                   | <b>\$ 668,760</b>                      |
| <i>Total of "Surplus Revenue/Surplus Incremental Taxes Paid" be returned to the applicable local Taxing Jurisdictions on a pro-rata basis</i> |  | \$ 838                                 |
| <b>Total Tax Increment Revenues Captured</b>  |  | <b>\$ 667,922</b>                      |

## **5. METHOD OF BROWNFIELD PLAN FINANCING (SECTION 13(1)(D))**

Eligible activities are to be financed by the Developer. The Developer will be reimbursed for eligible costs as listed in Tables 1a and 1b above. The current estimated amount of capture used to reimburse the Developer and Brownfield Redevelopment Authority for costs in this Plan is \$667,922 (includes Brownfield Plan preparation, Brownfield Redevelopment Authority Administrative fees and LSRRF deposits).

All reimbursements authorized under this Plan shall be governed by the Agreement. The Brownfield Redevelopment Authority shall not incur any note or bonded indebtedness to finance the purposes of this Plan. The inclusion of eligible activities and estimates of costs to be reimbursed in this Plan is intended to authorize the Brownfield Redevelopment Authority to fund such reimbursements and does not obligate the Brownfield Redevelopment Authority or the City to fund any reimbursement or to enter into the Agreement providing for the reimbursement of any costs for which tax increment revenues may be captured under this Plan, or which are permitted to be reimbursed under this Plan. The amount and source of any tax increment revenues that will be used for purposes authorized by this Plan, and the terms and conditions for such use and upon any reimbursement of the expenses permitted by the Plan, will be provided solely under the Agreement contemplated by this Plan.

The Brownfield Redevelopment Authority anticipates collecting \$30,000 in Administrative costs and \$152,083 in LSRRF deposits under this Plan. Administrative costs and LSRRF deposits are reflective of the redevelopment project being completed.

## **6. AMOUNT OF NOTE OR BONDED INDEBTEDNESS INCURRED (SECTION 13(1)(E))**

The Brownfield Redevelopment Authority will not incur a note or bonded indebtedness for this Brownfield project under this Plan.

## **7. DURATION OF THE BROWNFIELD PLAN AND EFFECTIVE DATE (SECTION 13(1)(F))**

In no event shall the duration of the Plan exceed 35 years following the date of the resolution approving the Plan, nor shall the duration of the tax capture exceed the lesser of the period authorized under subsection (4) and (5) of Section 13 of Act 381 or 30 years. The date of tax capture shall commence during the year construction begins or the immediate following year—as increment revenue becomes available, but the beginning date of tax increment revenues capture shall not exceed five years beyond the date of the governing body resolution approving the Plan. The current projection of the Plan’s duration is 30 years (25 years for Developer and 5 Years for LSRRF).

## **8. ESTIMATED IMPACT ON TAXING JURISDICTIONS (SECTION 13(1)(G), SECTION 2(E))**

The following table presents a summary of the impact to taxing jurisdictions (if the redevelopment project is completed).

| <b>Table 3 - Impact to Taxing Jurisdictions</b>  |                               |                                      |                                      |
|--|-------------------------------|--------------------------------------|--------------------------------------|
| <b>Taxing Unit</b>   | <b>Incremental Taxes Paid</b> | <b>Taxes Returned to Taxing Unit</b> | <b>Impact to Taxing Jurisdiction</b> |
| <b>CITY OF ROYAL OAK</b>   | -                             | -                                    | -                                    |
| Operating  | \$ 193,910                    | \$ 243                               | \$ 193,667                           |
| Refuse   | \$ 68,481                     | \$ 86                                | \$ 68,395                            |
| Library  | \$ 25,165                     | \$ 32                                | \$ 25,134                            |
| Publicity Tax  | \$ 558                        | \$ 1                                 | \$ 557                               |
| Public Safety  | \$ 104,592                    | \$ 131                               | \$ 104,461                           |
| Fire Debt  | \$ 7,289                      | \$ 7,289                             | \$ -                                 |
| <b>Subtotal</b>  | <b>\$ 399,996</b>             | <b>\$ 7,781</b>                      | <b>\$ 392,215</b>                    |
| <b>OAKLAND COUNTY</b>  | -                             | -                                    | -                                    |
| County Operating   | \$ 107,618                    | \$ 135                               | \$ 107,484                           |
| County General: Parks & Huron Clinton Metro Authority  | \$ 12,001                     | \$ 15                                | \$ 11,986                            |
| County Public Transportation Authority - OCPTA   | \$ 26,313                     | \$ 33                                | \$ 26,280                            |
| <b>Subtotal: County</b>  | <b>\$ 145,932</b>             | <b>\$ 183</b>                        | <b>\$ 145,749</b>                    |
| <b>Zoo Authority</b>   | \$ 2,631                      | \$ 2,631                             | \$ -                                 |
| <b>Art Authority</b>   | \$ 5,263                      | \$ 5,263                             | \$ -                                 |
| <b>INTERMEDIATE SCHOOL DISTRICTS (ISD)</b>   | -                             | -                                    | -                                    |
| RESA   | \$ 88,497                     | \$ 111                               | \$ 88,386                            |
| <b>COMMUNITY COLLEGE</b>   | -                             | -                                    | -                                    |
| Oakland County Community College - OCC   | \$ 41,624                     | \$ 52                                | \$ 41,572                            |
| <b>LOCAL SCHOOL MILLAGES: excludes State School millages</b>                                 | -                             | -                                    | -                                    |
| School Debt - Royal Oak  | \$ 203,315                    | \$ 203,315                           | \$ -                                 |
| <b>STATE SCHOOL MILLAGES: excludes Local School millages</b>                                 | -                             | -                                    | -                                    |
| State Education Tax - SET  | \$ 157,875                    | \$ 157,875                           | \$ -                                 |
| Local School Operating - LSO: 18 mills for Real Property; only 6 mills for Personal Property | \$ 473,626                    | \$ 473,626                           | \$ -                                 |
| <b>Totals</b>  | <b>\$ 1,518,758</b>           | <b>\$ 850,836</b>                    | <b>\$ 667,922</b>                    |
| <b>Total Tax Increment Revenues Captured</b>   |                               |                                      | <b>\$ 667,922</b>                    |

Additional information related to the impact of tax increment financing on the various taxing jurisdictions is presented Exhibit C, Table 4.

## 9. DISPLACEMENT OF PERSONS (SECTION 13(1)(I-L))

There is currently no persons or businesses residing on the Property. Additionally, no occupied residences will be acquired or cleared; therefore, there will be no displacement or relocation of persons or businesses under this Plan.

## **10. AUTHORITY REVOLVING FUND (SECTION 8; SECTION 13(1)(M))**

The Brownfield Redevelopment Authority has established a Local Site Remediation Revolving Fund (LSRRF). The LSRRF may be used to reimburse the City, the Brownfield Redevelopment Authority, or private parties for eligible costs at eligible properties as identified in other Brownfield Plans adopted by the City. It may also be used for eligible activities on eligible properties for which there are no other means to capture tax increment revenues, or where there are insufficient tax increment revenues to fund all eligible activities. The LSRRF provides additional flexibility to the City and its Brownfield Redevelopment Authority in facilitating redevelopment of Brownfield properties by providing another source of financing for eligible activities.

For this Plan, the LSRRF will capture approximately on average \$30,416 per year over the last 5 years of the Plan (see Table 4d for LSRRF distribution). The Brownfield Redevelopment Authority anticipates depositing \$152,083 of local captured taxes into its LSRRF if the redevelopment project is completed and all eligible activities are incurred as summarized in Table 1a.

The funds deposited in the LSRRF as part of this and other Brownfield Plans will be used in a manner consistent with the requirements of Act 381 of 1996, as amended.

## **11. OTHER INFORMATION (SECTION 8; SECTION 13(1)(N))**

The Brownfield Redevelopment Authority and the City Commission as the Governing Body, in accordance with the Act, may amend this Plan in the future in order to fund additional eligible activities associated with the Project described herein.

## **Exhibit A**

### **Legal Description And Eligible Property Boundary Map**

#### **Legal Description from Assessing Records**

The Eligible Property consists of one parcel at 31786 Woodward Ave, Royal Oak, Michigan, Parcel Identification No. 63-72-25-06-428-001, comprising approximately 0.80 acres as follows:

#### **DESCRIPTION OF PROPERTY PER DEED, AS RECORDED IN LIBER 34501, PAGE 145, OAKLAND COUNTY RECORDS:**

Lots 115, 116, 117 to 128 inclusive, 129–131 inclusive, of North Park on Woodward, part of the southeast quarter of Section 6, Town 1 North, Range 11 East, according to the plat thereof as recorded in Liber 13 of Plats on Page 34, Oakland County Records.

Commonly known as: 31786 Woodward Ave.

#### **Eligible Property Boundary Map**

##### **Boundary Survey**

Job Number: 15-076 – Date of Survey 3/26/2015 rev per City Review 2/6/2016.  
(See next page)



**EXHIBIT B**  
**Basis of Brownfield Eligibility**  
**Supportive Environmental and Non-Environmental Information**  
**As of May 23, 2016**

**A. PROPERTY INFORMATION**

The Property is comprised of one parcel, as summarized below:

- 31786 Woodward Ave, Royal Oak, MI – Tax ID # 63-72-25-06-428-001.

**B. HISTORY**

According to historical documents prepared by PM Environmental (PM) and summarized in a Phase I Environmental Site Assessment (ESA) and Baseline Environmental Assessment dated February 5, 2016, on behalf of MLL Properties, LLC prior to their acquisition of the Property on February 10, 2016. The Property is currently developed with a single story building totaling 2,124 square feet and has been occupied by gasoline dispensing operations since at least 1953. The building was reportedly constructed in 1951. The Property is currently, and has historically been, leased by multiple parties and operates as a gasoline dispensing station and convenience store, with limited plant and flower sales occurring in the northern portion since at least 2005.

Historical uses of the Property include automotive repair operations from 1951 until approximately 1987, and has been occupied by gasoline dispensing operations since at least 1953, and temporary plant and flower sales since at least 2005. Fueling operations ceased in 2016.

**C. ENVIRONMENTAL FINDINGS**

**Phase I ESA Findings – February 5, 2016**

PM conducted a Phase I ESA of the Property in conformance with the scope and limitations of ASTM International (ASTM) Standard Practice E 1527-13. The assessment revealed the following recognized environmental concerns (RECs) in connection with the Property:

- The subject property is a closed LUST site with releases reported in 1991, 1993, and 2004. The subject property was granted Tier II Closure with deed restrictions in September 2008. Review of previous site assessment activities documents that soil and groundwater contamination remains on-site above current applicable MDEQ Part 213 Tier 1 Residential Risk Based Screening Levels (RBSLs). Based on the residual impact and closed LUST status, the subject property would be considered a “property” in accordance with Part 213 of P.A. 451 of the Michigan Natural Resources Environmental Protection Act (NREPA), as amended.
- The subject property has operated as a gasoline dispensing station since at least 1953. The most recent site assessment activities were completed in 2008 as part of LUST closure activities. No site assessment activities have been completed at the subject

property since that time. The potential exists that a release has occurred from the current UST system and/or fuel dispensers.

- The subject property was occupied by automotive service operations from 1951 until approximately 1987. Historical interior waste streams associated with the former service garage operations would have consisted of general hazardous substances and/or petroleum products. This time period preceded major environmental regulations and current waste management and disposal procedures. Additionally, the former service area most likely contained in-ground hoists. In-ground hoists have an underground reservoir for hydraulic fluids, which can contain PCBs. Previous site assessment activities did not address the former automotive service operations. The potential exists that a spill and/or release to have occurred from the historical automotive service operations and associated in-ground hoists, and/or for orphaned reservoirs to be present on the subject property.
- Fire Department records contained sketches of the UST basin illustrating that seven total USTs were present at one time within the current general UST basin area. Two of the former USTs were identified as a 3,000-gallon regular UST and a 4,000-gallon regular UST, presumably regular gasoline. The remaining USTs were not identified with the size or contents, however, it is likely that three are the current USTs, and at least one was a 1,000-gallon fuel oil UST reportedly removed in 1987. PM was unable to confirm the size or contents of the remaining UST. Based on the location of the UST away from the building, it is not likely that this was the former 550-gallon waste oil UST, which was located immediately south of the building. No known GPR survey has been previously completed at the subject property to assess for orphan USTs. The potential exists for orphan USTs to be present and for a spill and/or release to have occurred.

No adjoining and/or nearby RECs were identified.

A CREC, as defined in the ASTM Standard, is a recognized environmental condition (REC) resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls. The following CREC was identified:

- The subject property is a closed LUST site with releases reported in 1991, 1993, and 2004. The subject property was granted Tier II Closure with deed restrictions in September 2008. Review of previous site assessment activities documents that soil and groundwater contamination remains on-site above current applicable MDEQ Part 213 Tier 1 Residential RBSLs. Institutional controls include a restrictive covenant restricting the subject property use to Commercial III and/or IV land use conditions; prohibiting the installation and use of wells or other devices to extract groundwater; properly characterizing underlying soils in the event of disturbances so that such activities do not pose an environmental health or safety risk; and prohibiting the construction of subsurface basement structures at the subject property. Based on the closed LUST status, restrictions associated with the LUST Closure, and documented site assessment activities which were adequate to assess the former releases, PM has identified the closed LUST status as a CREC.

| <b>Eligible Property</b>          |                     |                             |
|-----------------------------------|---------------------|-----------------------------|
| <b>Address</b>                    | <b>Tax ID</b>       | <b>Basis of Eligibility</b> |
| 31786 Woodward Ave, Royal Oak, MI | 63-72-25-06-428-001 | Facility                    |

Please refer to the legal description for the boundaries of the Eligible Property in Exhibit A.

**Next Steps – Supplemental Phase II ESA and Due Care Investigation**

PM plans to conduct supplemental assessment, oversight, sampling, and reporting to document and verify site conditions following UST and soil removal activities.

Sample locations for the investigation will be selected based on the following rationale:

- 1) Following MDEQ site assessment guidelines, PM will collect representative samples from beneath each UST, beneath each fuel dispenser and along the product piping runs; and
- 2) Following MDEQ Verification of Soil Remediation (VSR) guidelines, PM will collect the appropriate number of floor and sidewalls samples from the limits of the soil excavation.

Data collected during the supplemental field activities and analyses of soil and groundwater samples will be used to further evaluate subsurface conditions and plan due care activities.

**D. OTHER FINDINGS**

In addition to the Property being a “facility” (contaminated), asbestos exists in the current building. Additionally, existing building and site improvements from existing operations remain on the Property from a vacant commercial structure, surface concrete pavement, bollards and former gasoline filling areas, and UST Systems & associated piping and dispensers. The existing site conditions are shown on the attached Existing Topographic Plan.

**E. BROWNFIELD ELIGIBLE ACTIVITIES**

The Property meets the definition of a “facility” due to the presence of contaminated soil on the Property. Vapor intrusion was also identified as a potential environmental concern.

The goal of the project is to use Brownfield tax increment financing to address contaminated soil, groundwater, and/or soil gas and the associated due care obligations. Removal or management of environmental impacts on the Property will improve site conditions that have historically prevented redevelopment of the Property, and allow the developer to proceed with the proposed redevelopment project.

Eligible environmental activities will include Baseline Environmental Activities (BEA) {Phase I ESAs, Phase II ESAs, and BEA Reports}, Due Care Activities {Due Care Plans and Activities}, potential Additional Response Activities, and Brownfield Plan/Work Plan preparation. A

## **Phase II ESA/Baseline Environmental Assessment (BEA) Findings – February 5, 2016**

In January 2015, PM completed a Phase I ESA for the Property. At the time of the report, the subject property was occupied by the current building, layout, and operations. Additionally, a plant and flower sales operation with temporary tents and raised plant stands was located in the southern portion of the subject property at the time of the site reconnaissance. PM's February 2016 Phase I ESA identified the same RECs as the January 2015 Phase I ESA.

On May 8, 2015, PM completed a GPR survey at the subject property to investigate the potential for orphan USTs and orphan in-ground hoist reservoirs. Photographs from the geophysical survey investigation are included in the Geophysical Survey Investigation report, which is included as Appendix C of the BEA.

No anomalies consistent with the presence of orphan USTs or orphan in-ground hoist reservoirs were identified during the geophysical survey investigation.

PM conducted soil sampling, on May 8, 2015, to further evaluate the RECs identified during the 2015 Phase I ESA, and evaluate the potential for environmental impacts resulting from historical property uses. The findings of the Phase II ESA are presented in a baseline environmental assessment (BEA) report prepared by PM, dated February 5, 2016. A summary of the sampling activities and findings is provided below. The sample locations are shown on the attached Figure 3 with a summary of the analytical results presented on Table 1 attached.

PM completed a scope of work consisting of the advancement of nine soil borings (SB-1 through SB-9) and the collection of soil samples for laboratory analysis of volatile organic compounds (VOCs), polynuclear aromatic hydrocarbons (PNAs), PCBs, cadmium, chromium, and lead, or some combination thereof.

Measured concentrations of gasoline VOCs were detected.

No concentrations of PNAs and PCBs were detected in any of the selected soil samples collected from the subject property above the laboratory method detection limits (MDLs).

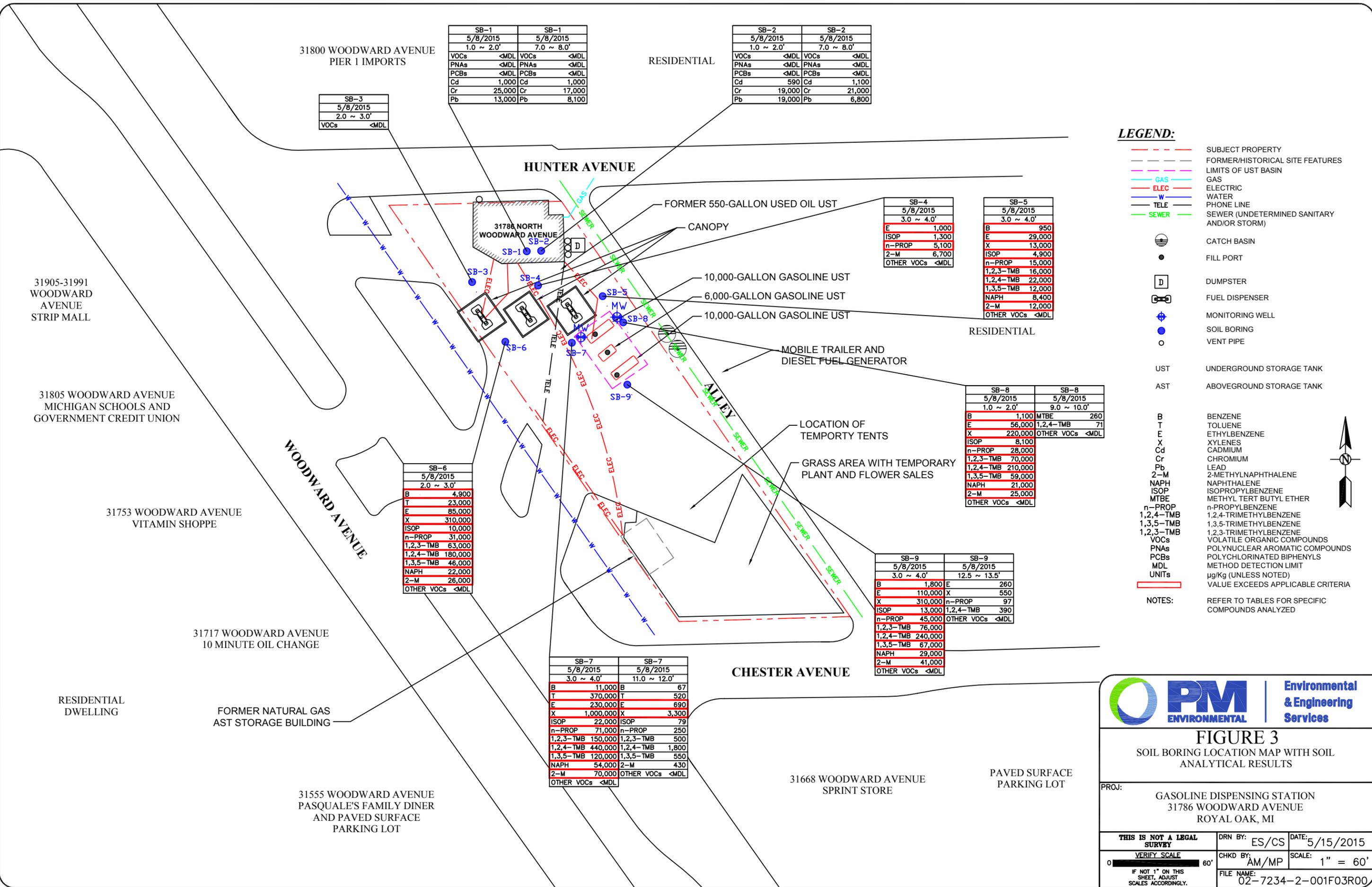
Concentrations of cadmium, chromium, and lead were detected in each of the selected soil samples collected from the subject property above the laboratory MDLs, but below the Michigan Statewide Default Background Levels (SDBLs) and/or most restrictive Part 213 RBSLs.

Environmental impact was identified in subsurface soils, which was observed at depths ranging from 1.0 to 13.5 feet below ground surface.

The parcel meets the definition of a "facility", as defined in Part 201 of the Natural Resources and Environmental Protection Act (NREPA), Public Act 451 of 1994, as amended (Part 201); therefore, based upon the environmental findings to date, the Eligible Property determination is as follows:

preliminary list of anticipated eligible activities is provided below. Additional eligible activities may be identified at a later date.

- asbestos and lead-based paint survey & abatement;
- site demolition (existing site improvements) which is including transport and off-site disposal of materials. Note: activities are needed to address the contaminated soil and ground water;
- building demolition (whole) which is needed to address the contaminated soil and ground water;
- removal of underground piping systems, dispensers and USTs;
- placement of engineered fill;
- material management (soil and groundwater);
- removal of contaminated soil through excavation, trucking and disposal when needed to a Type II landfill;
- Removal of contaminated ground water through dewatering, trucking and proper treatment/disposal;
- additional response activities may be conducted which could consist of the installation of a soil gas vapor mitigation system (this environmental concern is under further evaluation); and
- project management both on-site and off-site will be completed to appropriately oversee activities including: planning, evaluation & supervision; eligible activity compliance such as bid specifications, eligible activity tracking and supervision, and construction management.



| SB-1       |        | SB-1       |        |
|------------|--------|------------|--------|
| 5/8/2015   |        | 5/8/2015   |        |
| 1.0 ~ 2.0' |        | 7.0 ~ 8.0' |        |
| VOCs       | <MDL   | VOCs       | <MDL   |
| PNAs       | <MDL   | PNAs       | <MDL   |
| PCBs       | <MDL   | PCBs       | <MDL   |
| Cd         | 1,000  | Cd         | 1,000  |
| Cr         | 25,000 | Cr         | 17,000 |
| Pb         | 13,000 | Pb         | 8,100  |

| SB-2       |        | SB-2       |        |
|------------|--------|------------|--------|
| 5/8/2015   |        | 5/8/2015   |        |
| 1.0 ~ 2.0' |        | 7.0 ~ 8.0' |        |
| VOCs       | <MDL   | VOCs       | <MDL   |
| PNAs       | <MDL   | PNAs       | <MDL   |
| PCBs       | <MDL   | PCBs       | <MDL   |
| Cd         | 590    | Cd         | 1,100  |
| Cr         | 19,000 | Cr         | 21,000 |
| Pb         | 19,000 | Pb         | 6,800  |

| SB-3       |      |
|------------|------|
| 5/8/2015   |      |
| 2.0 ~ 3.0' |      |
| VOCs       | <MDL |

| SB-4       |       |
|------------|-------|
| 5/8/2015   |       |
| 3.0 ~ 4.0' |       |
| E          | 1,000 |
| ISOP       | 1,300 |
| n-PROP     | 5,100 |
| 2-M        | 6,700 |
| OTHER VOCs | <MDL  |

| SB-5       |        |
|------------|--------|
| 5/8/2015   |        |
| 3.0 ~ 4.0' |        |
| B          | 950    |
| E          | 29,000 |
| X          | 13,000 |
| ISOP       | 4,900  |
| n-PROP     | 15,000 |
| 1,2,3-TMB  | 16,000 |
| 1,2,4-TMB  | 22,000 |
| 1,3,5-TMB  | 12,000 |
| NAPH       | 8,400  |
| 2-M        | 12,000 |
| OTHER VOCs | <MDL   |

| SB-8       |         | SB-8        |      |
|------------|---------|-------------|------|
| 5/8/2015   |         | 5/8/2015    |      |
| 1.0 ~ 2.0' |         | 9.0 ~ 10.0' |      |
| B          | 1,100   | MTBE        | 260  |
| E          | 56,000  | 1,2,4-TMB   | 71   |
| X          | 220,000 | OTHER VOCs  | <MDL |
| ISOP       | 8,100   |             |      |
| n-PROP     | 28,000  |             |      |
| 1,2,3-TMB  | 70,000  |             |      |
| 1,2,4-TMB  | 210,000 |             |      |
| 1,3,5-TMB  | 59,000  |             |      |
| NAPH       | 21,000  |             |      |
| 2-M        | 25,000  |             |      |
| OTHER VOCs | <MDL    |             |      |

| SB-6       |         |
|------------|---------|
| 5/8/2015   |         |
| 2.0 ~ 3.0' |         |
| B          | 4,900   |
| T          | 23,000  |
| E          | 85,000  |
| X          | 310,000 |
| ISOP       | 10,000  |
| n-PROP     | 31,000  |
| 1,2,3-TMB  | 63,000  |
| 1,2,4-TMB  | 180,000 |
| 1,3,5-TMB  | 46,000  |
| NAPH       | 22,000  |
| 2-M        | 26,000  |
| OTHER VOCs | <MDL    |

| SB-9       |         | SB-9         |      |
|------------|---------|--------------|------|
| 5/8/2015   |         | 5/8/2015     |      |
| 3.0 ~ 4.0' |         | 12.5 ~ 13.5' |      |
| B          | 1,800   | E            | 260  |
| E          | 110,000 | X            | 550  |
| X          | 310,000 | n-PROP       | 97   |
| ISOP       | 13,000  | 1,2,4-TMB    | 390  |
| n-PROP     | 45,000  | OTHER VOCs   | <MDL |
| 1,2,3-TMB  | 76,000  |              |      |
| 1,2,4-TMB  | 240,000 |              |      |
| 1,3,5-TMB  | 67,000  |              |      |
| NAPH       | 29,000  |              |      |
| 2-M        | 41,000  |              |      |
| OTHER VOCs | <MDL    |              |      |

| SB-7       |           | SB-7         |       |
|------------|-----------|--------------|-------|
| 5/8/2015   |           | 5/8/2015     |       |
| 3.0 ~ 4.0' |           | 11.0 ~ 12.0' |       |
| B          | 11,000    | B            | 67    |
| T          | 370,000   | T            | 520   |
| E          | 230,000   | E            | 690   |
| X          | 1,000,000 | X            | 3,300 |
| ISOP       | 22,000    | ISOP         | 79    |
| n-PROP     | 71,000    | n-PROP       | 250   |
| 1,2,3-TMB  | 150,000   | 1,2,3-TMB    | 500   |
| 1,2,4-TMB  | 440,000   | 1,2,4-TMB    | 1,800 |
| 1,3,5-TMB  | 120,000   | 1,3,5-TMB    | 550   |
| NAPH       | 54,000    | 2-M          | 430   |
| 2-M        | 70,000    | OTHER VOCs   | <MDL  |
| OTHER VOCs | <MDL      |              |       |

**LEGEND:**

- SUBJECT PROPERTY
  - FORMER/HISTORICAL SITE FEATURES
  - LIMITS OF UST BASIN
  - GAS
  - ELEC
  - W
  - TELE
  - SEWER
  - CATCH BASIN
  - FILL PORT
  - DUMPSTER
  - FUEL DISPENSER
  - MONITORING WELL
  - SOIL BORING
  - VENT PIPE
  - UST UNDERGROUND STORAGE TANK
  - AST ABOVEGROUND STORAGE TANK
  - B BENZENE
  - T TOLUENE
  - E ETHYLBENZENE
  - X XYLENES
  - Cd CADMIUM
  - Cr CHROMIUM
  - Pb LEAD
  - 2-M 2-METHYLNAPHTHALENE
  - NAPH NAPHTHALENE
  - ISOP ISOPROPYLBENZENE
  - MTBE METHYL TERT BUTYL ETHER
  - n-PROP n-PROPYLBENZENE
  - 1,2,4-TMB 1,2,4-TRIMETHYLBENZENE
  - 1,3,5-TMB 1,3,5-TRIMETHYLBENZENE
  - 1,2,3-TMB 1,2,3-TRIMETHYLBENZENE
  - VOCs VOLATILE ORGANIC COMPOUNDS
  - PNAs POLYNUCLEAR AROMATIC COMPOUNDS
  - PCBs POLYCHLORINATED BIPHENYLS
  - MDL METHOD DETECTION LIMIT
  - UNITS µg/Kg (UNLESS NOTED)
  - VALUE EXCEEDS APPLICABLE CRITERIA
- NOTES: REFER TO TABLES FOR SPECIFIC COMPOUNDS ANALYZED



**FIGURE 3**  
SOIL BORING LOCATION MAP WITH SOIL ANALYTICAL RESULTS

PROJ: GASOLINE DISPENSING STATION  
31786 WOODWARD AVENUE  
ROYAL OAK, MI

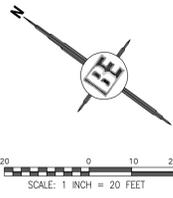
|   |                |                 |
|---|----------------|-----------------|
| THIS IS NOT A LEGAL SURVEY                          | DRN BY: ES/CS  | DATE: 5/15/2015 |
| VERIFY SCALE  | CHKD BY: AM/MP | SCALE: 1" = 60' |
| IF NOT 1" ON THIS SHEET, ADJUST SCALES ACCORDINGLY. |                |                 |
| FILE NAME: 02-7234-2-001F03R00                      |                |                 |

**TABLE 1  
SUMMARY OF SOIL ANALYTICAL RESULTS  
VOCs, PNAs, PCBs, CADMIUM, CHROMIUM AND LEAD  
31786 NORTH WOODWARD AVENUE, ROYAL OAK, MICHIGAN  
PM PROJECT #02-7234-2**

| Volatile Organic Compounds (VOCs),<br>Polynuclear Aromatic Compounds (PNAs),<br>Polychlorinated Biphenyls (PCBs),<br>Cadmium, Chromium and Lead<br><br>(µg/Kg)   |              |                            | Benzene       | Toluene        | Ethylbenzene   | Xylenes          | Methyl-tert-butyl ether<br>(MTBE) | Ethylene dibromide<br>(EDB)<br>(1,2-Dibromoethane) | 1,2-Dichloroethane | Isopropyl benzene | n-Propylbenzene | 1,2,3-Trimethylbenzene* | 1,2,4-Trimethylbenzene | 1,3,5-Trimethylbenzene | Naphthalene   | 2-Methylnaphthalene | Other VOCs | PNAs         | PCBs         | Cadmium       | Chromium | Lead    |        |  |
|--|--------------|----------------------------|---------------|----------------|----------------|------------------|-----------------------------------|--|--------------------|-------------------|-----------------|-------------------------|------------------------|------------------------|---------------|---------------------|------------|--------------|--------------|---------------|----------|---------|--------|--|
| Chemical Abstract Service Number (CAS#)  |              |                            | 71432         | 108883         | 100414         | 1330207          | 1634044                           | 106934   | 107062             | 98828             | 103651          | 526738                  | 95636                  | 108678                 | 91203         | 91576               | Various    | Various      | 1336363      | 7440439       | 16065831 | 7439921 |        |  |
| Sample ID  | Sample Date  | Sample Depth<br>(feet bgs) | VOCs          |                |                |                  |                                   |  |                    |                   |                 |                         |                        |                        |               |                     | PNAs       | PCBs         | Metals       |               |          |         |        |  |
| SB-1   | 05/08/15     | 1.0-2.0                    | <50           | <50            | <50            | <150             | <50                               | <20  | <50                | <50               | <50             | <50                     | <50                    | <50                    | <250          | <250                | ND         | ND           | ND           | 1,000         | 25,000   | 13,000  |        |  |
| SB-1   | 05/08/15     | 7.0-8.0                    | <50           | <50            | <50            | <150             | <50                               | <20  | <50                | <50               | <50             | <50                     | <50                    | <50                    | <250          | <250                | ND         | ND           | ND           | 1,000         | 17,000   | 8,100   |        |  |
| SB-2   | 05/08/15     | 1.0-2.0                    | <50           | <50            | <50            | <150             | <50                               | <20  | <50                | <50               | <50             | <50                     | <50                    | <50                    | <250          | <250                | ND         | ND           | ND           | 590           | 19,000   | 19,000  |        |  |
| SB-2   | 05/08/15     | 7.0-8.0                    | <50           | <50            | <50            | <150             | <50                               | <20  | <50                | <50               | <50             | <50                     | <50                    | <50                    | <250          | <250                | ND         | ND           | ND           | 1,100         | 21,000   | 6,800   |        |  |
| SB-3   | 05/08/15     | 2.0-3.0                    | <50           | <50            | <50            | <150             | <50                               | <20  | <50                | <50               | <50             | <50                     | <50                    | <50                    | <250          | <250                | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-4   | 05/08/15     | 3.0-4.0                    | <500          | <500           | <b>1,000</b>   | <1500            | <500                              | <200   | <500               | 1,300             | <b>5,100</b>    | <500                    | <500                   | <500                   | <2500         | 6,700               | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-5   | 05/08/15     | 3.0-4.0                    | <b>950</b>    | <500           | <b>29,000</b>  | <b>13,000</b>    | <500                              | <200   | <500               | <b>4,900</b>      | <b>15,000</b>   | <b>16,000</b>           | <b>22,000</b>          | <b>12,000</b>          | <b>8,400</b>  | <b>12,000</b>       | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-6   | 05/08/15     | 2.0-3.0                    | <b>4,900</b>  | <b>23,000</b>  | <b>85,000</b>  | <b>310,000</b>   | <500                              | <200   | <500               | <b>10,000</b>     | <b>31,000</b>   | <b>63,000</b>           | <b>180,000</b>         | <b>46,000</b>          | <b>22,000</b> | <b>26,000</b>       | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-7   | 05/08/15     | 3.0-4.0                    | <b>11,000</b> | <b>370,000</b> | <b>230,000</b> | <b>1,000,000</b> | <1200                             | <460   | <1200              | <b>22,000</b>     | <b>71,000</b>   | <b>150,000</b>          | <b>440,000</b>         | <b>120,000</b>         | <b>54,000</b> | <b>70,000</b>       | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-7   | 05/08/15     | 11.0-12.0                  | 67            | 520            | <b>690</b>     | <b>3,300</b>     | <50                               | <20  | <50                | 79                | 250             | 500                     | 1,800                  | 550                    | <250          | 430                 | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-8   | 05/08/15     | 1.0-2.0                    | <b>1,100</b>  | <500           | <b>56,000</b>  | <b>220,000</b>   | <500                              | <200   | <500               | <b>8,100</b>      | <b>28,000</b>   | <b>70,000</b>           | <b>210,000</b>         | <b>59,000</b>          | <b>21,000</b> | <b>25,000</b>       | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-8   | 05/08/15     | 9.0-10.0                   | <50           | <50            | <50            | <150             | 260                               | <20  | <50                | <50               | <50             | <50                     | 71                     | <50                    | <250          | <250                | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-9   | 05/08/15     | 3.0-4.0                    | <b>1,800</b>  | <500           | <b>110,000</b> | <b>310,000</b>   | <500                              | <200   | <500               | <b>13,000</b>     | <b>45,000</b>   | <b>76,000</b>           | <b>240,000</b>         | <b>67,000</b>          | <b>29,000</b> | <b>41,000</b>       | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| SB-9   | 05/08/15     | 12.5-13.5                  | <50           | <50            | 260            | 550              | <50                               | <20  | <50                | <50               | 97              | <50                     | 390                    | <50                    | <250          | <250                | NA         | NA           | NA           | NA            | NA       | NA      |        |  |
| Cleanup Criteria Requirements for Response Activity (R 299.1 - R 299.50)<br>Generic Soil Cleanup Criteria Tables 2 and 3: Residential and Non-Residential Part 201 Generic Cleanup Criteria and Screening Levels/Part 213 Risk-Based Screening Levels, December 30, 2013<br>MDEQ Guidance Document For The Vapor Intrusion Pathway, Policy and Procedure Number: 09-017, Appendix D Vapor Intrusion Screening Values, May 2013 |              |                            |               |                |                |                  |                                   |  |                    |                   |                 |                         |                        |                        |               |                     |            |              |              |               |          |         |        |  |
| Residential (µg/Kg)  |              |                            |               |                |                |                  |                                   |  |                    |                   |                 |                         |                        |                        |               |                     |            |              |              |               |          |         |        |  |
| Statewide Default Background Levels  | NA           | NA                         | NA            | NA             | NA             | NA               | NA                                | NA   | NA                 | NA                | NA              | NA                      | NA                     | NA                     | NA            | NA                  | NA         | NA           | NA           | NA            | 1,200    | 18,000  | 21,000 |  |
| Drinking Water Protection (Res DWP)  | 100          | 16,000                     | 1,500         | 5,600          | 800            | 20 (M)           | 100                               | 1,600  | 91,000             | 1,800             | 2,100           | 1,800                   | 35,000                 | 57,000                 | Various       | Various             | NLL        | 6,000        | 30,000       | 7.00E+05      |          |         |        |  |
| Groundwater Surface Water Interface Protection (GSIP)  | 4,000 (X)    | 5,400                      | 360           | 820            | 1.40E+05 (X)   | 110 (X)          | 7,200 (X)                         | ID   | 3,200              | 570               | 570             | 1,100                   | 730                    | 4,200                  | Various       | Various             | NLL        | 7.7E+3 (G,X) | 6.9E+9 (G,X) | 8.3E+6 (G,X)  |          |         |        |  |
| Soil Volatilization to Indoor Air Inhalation (Res SVII)  | 1,600        | 3.3E+05 (C)                | 87,000        | 6.3E+06 (C)    | 9.9E+06 (C)    | 670              | 2,100                             | ID   | 4.0E+05 (C)        | 2.6E+06 (C)       | 4.3E+06 (C)     | 2.6E+06 (C)             | 2.50E+05               | 2.70E+06               | Various       | Various             | 3.0E+06    | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Infinite Source Volatile Soil Inhalation (Res VSI)   | 13,000       | 2.80E+06                   | 7.20E+05      | 4.60E+07       | 2.50E+07       | 1,700            | 6,200                             | ID   | 1.70E+06           | 1.60E+07          | 2.10E+07        | 1.60E+07                | 3.00E+05               | 1.50E+06               | Various       | Various             | 2.40E+05   | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Finite VSI for 5 Meter Source Thickness  | 34,000       | 5.10E+06                   | 1.00E+06      | 6.10E+07       | 3.90E+07       | 1,700            | 11,000                            | ID   | 1.70E+06           | 3.80E+08          | 5.00E+08        | 3.80E+08                | 3.00E+05               | 1.50E+06               | Various       | Various             | 7.9E+06    | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Finite VSI for 2 Meter Source Thickness  | 79,000       | 1.20E+07                   | 2.20E+06      | 1.30E+08       | 8.70E+07       | 3,300            | 26,000                            | ID   | 2.80E+06           | 3.80E+08          | 5.00E+08        | 3.80E+08                | 3.00E+05               | 1.50E+06               | Various       | Various             | 7.9E+06    | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Particulate Soil Inhalation (Res PSI)  | 3.80E+08     | 2.70E+10                   | 1.00E+10      | 2.90E+11       | 2.00E+11       | 1.40E+07         | 1.20E+08                          | 1.30E+09   | 5.80E+09           | 8.20E+10          | 8.20E+10        | 8.20E+10                | 2.00E+08               | 6.70E+08               | Various       | Various             | 5.2E+06    | 1.70E+06     | 2.60E+05     | NA            |          |         |        |  |
| Direct Contact (Res DC)  | 1.80E+05     | 5.0E+07 (C)                | 2.2E+07 (C)   | 4.1E+08 (C)    | 1.50E+06       | 92               | 91,000                            | 2.50E+06   | 2.5E+07 (C)        | 3.2E+07 (C)       | 3.2E+07 (C)     | 3.2E+07 (C)             | 3.2E+07 (C)            | 1.60E+07               | 8.10E+06      | Various             | Various    | (T)          | 5.50E+05     | 2.50E+06      | 4.00E+05 |         |        |  |
| Nonresidential (µg/Kg)   |              |                            |               |                |                |                  |                                   |  |                    |                   |                 |                         |                        |                        |               |                     |            |              |              |               |          |         |        |  |
| Drinking Water Protection (Nonres DWP)   | 100          | 16,000                     | 1,500         | 5,600          | 800            | 20 (M)           | 100                               | 4,600  | 2.60E+05           | 1,800             | 2,100           | 1,800                   | 1.00E+05               | 1.70E+05               | Various       | Various             | NLL        | 6,000        | 30,000       | 7.00E+05      |          |         |        |  |
| Soil Volatilization to Indoor Air Inhalation (Nonres SVII)   | 8,400        | 6.1E+05 (C)                | 4.6E+05 (C)   | 1.2E+07 (C)    | 1.8E+07 (C)    | 3,600            | 11,000                            | ID   | 7.3E+05 (C)        | 4.8E+06 (C)       | 8.0E+06 (C)     | 4.8E+06 (C)             | 4.70E+05               | 4.90E+06               | Various       | Various             | 1.6E+07    | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Infinite Source Volatile Soil Inhalation (Nonres VSI)  | 45,000       | 3.30E+06                   | 2.40E+06      | 5.40E+07       | 3.00E+07       | 5,800            | 21,000                            | ID   | 2.00E+06           | 1.90E+07          | 2.50E+07        | 1.90E+07                | 3.50E+05               | 1.80E+06               | Various       | Various             | 8.10E+05   | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Finite VSI for 5 Meter Source Thickness  | 99,000       | 3.60E+07                   | 3.10E+06      | 6.50E+07       | 4.10E+07       | 5,800            | 33,000                            | ID   | 2.00E+06           | 4.60E+08          | 6.00E+08        | 4.60E+08                | 3.50E+05               | 1.80E+06               | Various       | Various             | 2.8E+07    | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Finite VSI for 2 Meter Source Thickness  | 2.30E+05     | 3.60E+07                   | 6.50E+06      | 1.30E+08       | 8.90E+07       | 9,800            | 74,000                            | ID   | 3.00E+06           | 4.60E+08          | 6.00E+08        | 4.60E+08                | 3.50E+05               | 1.80E+06               | Various       | Various             | 2.8E+07    | NLV          | NLV          | NLV           |          |         |        |  |
| Ambient Air Particulate Soil Inhalation (Nonres PSI)   | 4.70E+08     | 1.20E+10                   | 1.30E+10      | 1.30E+11       | 8.80E+10       | 1.80E+07         | 1.50E+08                          | 5.90E+08   | 2.60E+09           | 3.60E+10          | 3.60E+10        | 3.60E+10                | 8.80E+07               | 2.90E+08               | Various       | Various             | 6.5E+06    | 2.2E+06      | 2.40E+05     | NA            |          |         |        |  |
| Direct Contact (Nonres DC)   | 8.40E+05 (C) | 1.6E+08 (C)                | 7.1E+07 (C)   | 1.0E+09 (C)    | 7.1E+06 (C)    | 430              | 4.20E+05                          | 8.00E+06   | 8.0E+07 (C)        | 1.0E+08 (C)       | 1.0E+08 (C)     | 1.0E+08 (C)             | 5.20E+07               | 2.60E+07               | Various       | Various             | (T)        | 2.1E+06      | 9.2E+06      | 9.00E+05 (DD) |          |         |        |  |
| Screening Levels (µg/Kg)   |              |                            |               |                |                |                  |                                   |  |                    |                   |                 |                         |                        |                        |               |                     |            |              |              |               |          |         |        |  |
| Soil Saturation Concentration Screening Levels (Csat)  | 4.00E+05     | 2.50E+05                   | 1.40E+05      | 1.50E+05       | 5.90E+06       | 8.90E+05         | 1.20E+06                          | 3.90E+05   | 1.00E+07           | 94,000            | 1.10E+05        | 94,000                  | NA                     | NA                     | Various       | Various             | NA         | NA           | NA           | NA            |          |         |        |  |
| Residential Vapor Intrusion Soil Screening Levels (S <sub>VI-res</sub> )   | 50           | 10,000                     | 200           | 290            | 14,000         | 20               | 50                                | 250  | 140                | 3,200             | 2,200           | 1,700                   | 440                    | 7,500                  | Various       | Various             | 1,900      | NL           | NL           | NL            |          |         |        |  |
| Nonresidential Vapor Intrusion Soil Screening Levels (S <sub>VI-nr</sub> )   | 84.5         | 1.69E+05                   | 4,000         | 4,900          | 2.38E+05       | 20               | 83.7                              | 300  | 2,400              | 53,000            | 37,000          | 28,000                  | 8,900                  | 1.26E+05               | Various       | Various             | 39,000     | NL           | NL           | NL            |          |         |        |  |

  Applicable Criterion/RBSL Exceeded  
**BOLD** Value Exceeds Applicable Criterion/RBSL  
 bgs Below Ground Surface (feet)  
 ID Insufficient Data  
 NA Not Applicable  
 ND Non-detected at levels above laboratory method detection limit (MDL)  
 NL Not Listed  
 NLL Not Likely to Leach  
 NLV Not Likely to Volatilize  
 \* 1,2,3-Trimethylbenzene RBSLs based on the more restrictive of 1,2,4-trimethylbenzene and 1,3,5-trimethylbenzene.

(G) Metal GSIP Criteria for Surface Water Not Protected for Drinking Water Use based on 417 mg/L CaCO3 Hardness: Station ID 630003, River Rouge, Troy, MI.



**DESCRIPTION OF PROPERTY PER DEED, AS RECORDED IN LIBER 34501, PAGE 145, OAKLAND COUNTY RECORDS:**

Lots 115, 116, 117 to 128 inclusive, 129-131 inclusive, of North Park on Woodward, part of the southeast quarter of Section 6, Town 1 North, Range 11 East, according to the plat thereof as recorded in Liber 13 of Plats on Page 34, Oakland County Records.

Commonly known as: 31786 Woodward Ave.

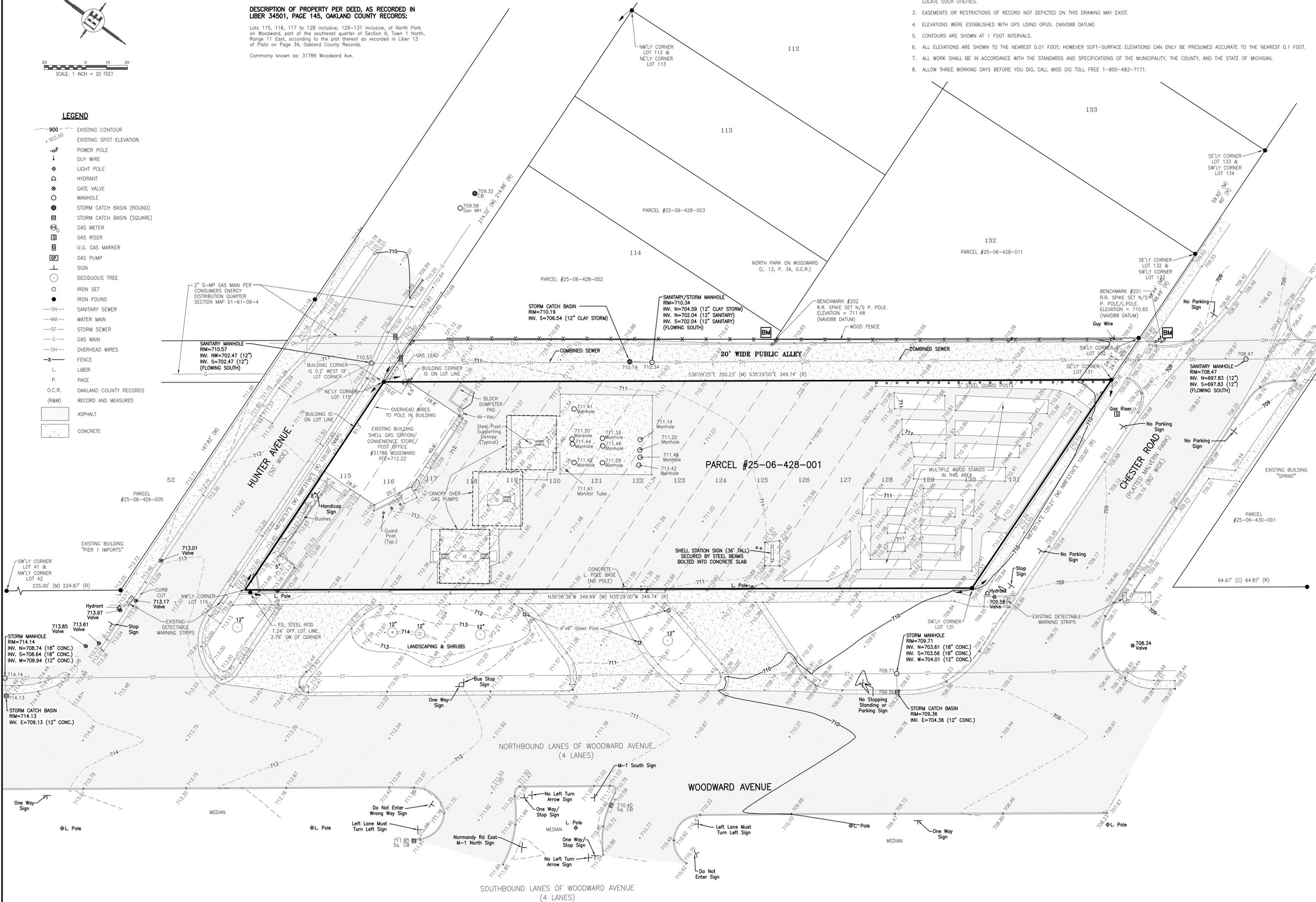
**GENERAL SURVEY NOTES:**

1. BEARINGS WERE ESTABLISHED FROM MICHIGAN STATE PLANE COORDINATE SYSTEM SOUTH ZONE.
2. SUBSURFACE UTILITIES NOT LOCATED FOR THIS SURVEY MAY EXIST. IT IS THE RESPONSIBILITY OF THE OWNER OF THE RESPECTIVE UTILITY TO ACCURATELY LOCATE SUCH UTILITIES.
3. EASEMENTS OR RESTRICTIONS OF RECORD NOT DEPICTED ON THIS DRAWING MAY EXIST.
4. ELEVATIONS WERE ESTABLISHED WITH GPS USING OPUS. (NAVD88 DATUM)
5. CONTOURS ARE SHOWN AT 1 FOOT INTERVALS.
6. ALL ELEVATIONS ARE SHOWN TO THE NEAREST 0.01 FOOT; HOWEVER SOFT-SURFACE ELEVATIONS CAN ONLY BE PRESUMED ACCURATE TO THE NEAREST 0.1 FOOT.
7. ALL WORK SHALL BE IN ACCORDANCE WITH THE STANDARDS AND SPECIFICATIONS OF THE MUNICIPALITY, THE COUNTY, AND THE STATE OF MICHIGAN.
8. ALLOW THREE WORKING DAYS BEFORE YOU DIG, CALL MISS DIG TOLL FREE 1-800-482-7171.

THE DRAWING AND ALL INFORMATION THEREON ARE THE PROPERTY OF BEBOSS ENGINEERING. NO PART OF THIS DRAWING OR ANY INFORMATION THEREON IS TO BE REPRODUCED, COPIED, OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF BEBOSS ENGINEERING. THE CONTRACTOR SHALL NOTIFY THE ENGINEER IF ANY DISCREPANCY IS FOUND BETWEEN THE LOCATION OF ANY UTILITIES SHOWN ON THESE DRAWINGS AND ONLY APPROXIMATE. NO GUARANTEE IS MADE AS TO THE LOCATION OF ANY UTILITIES. THE CONTRACTOR SHALL BE RESPONSIBLE FOR VERIFYING THE LOCATION OF ANY UTILITIES PRIOR TO CONSTRUCTION. THE CONTRACTOR SHALL NOTIFY THE ENGINEER IF ANY DISCREPANCY IS FOUND BETWEEN THE LOCATION OF ANY UTILITIES SHOWN ON THESE DRAWINGS AND ONLY APPROXIMATE. NO GUARANTEE IS MADE AS TO THE LOCATION OF ANY UTILITIES. THE CONTRACTOR SHALL BE RESPONSIBLE FOR VERIFYING THE LOCATION OF ANY UTILITIES PRIOR TO CONSTRUCTION.

**BEBOSS Engineering**  
 Engineers Surveyors Planners Landscape Architects  
 3121 E. GRAND RIVER AVE.  
 HOWELL, MI. 48843  
 800.246.6735 FAX 517.548.1670

- LEGEND**
- 900 EXISTING CONTOUR
  - 922.00 EXISTING SPOT ELEVATION
  - P POWER POLE
  - I GUY WIRE
  - \* LIGHT POLE
  - Q HYDRANT
  - o GATE VALVE
  - o MANHOLE
  - o STORM CATCH BASIN (ROUND)
  - o STORM CATCH BASIN (SQUARE)
  - o GAS METER
  - o GAS RISER
  - o U.G. GAS MARKER
  - o GAS PUMP
  - o SIGN
  - o DECIDUOUS TREE
  - o IRON SET
  - o IRON FOUND
  - o SANITARY SEWER
  - o WATER MAIN
  - o STORM SEWER
  - o GAS MAIN
  - o OVERHEAD WIRES
  - o FENCE
  - o LIBER
  - o PAGE
  - o O.C.R. OAKLAND COUNTY RECORDS
  - o (R&M) RECORD AND MEASURED
  - o ASPHALT
  - o CONCRETE



PROJECT: **GAS STATION & CONVENIENCE STORE - ROYAL OAK**  
 PREPARED FOR: **JUNIPER DEVELOPMENT**  
 41700 GARDEN BROOK DRIVE, SUITE 125  
 NOVI, MI. 48375  
 248-770-2882

TITLE: **EXISTING TOPOGRAPHIC PLAN**

| NO | BY | REVISION        | PER | DATE   |
|----|----|-----------------|-----|--------|
| 6  | ST | PER CITY REVIEW |     | 2-6-16 |
| 5  | ST | PER CITY REVIEW |     | 1-6-16 |
| 4  | NO | BY              |     |        |

DESIGNED BY:  
 DRAWN BY: AEB  
 CHECKED BY:  
 SCALE: 1" = 20'  
 JOB NO. 15-076  
 DATE 3-26-15  
 SHEET NO. **C3**



## **Exhibit C**

### **Table 4 - Tax Increment Financing Estimates**

**Table 4a1 - Base Year/Initial Taxable Value (ITV) Information**

**REDEVELOPMENT PROJECT AT 31786 WOODWARD AVE. - ROYAL OAK, MICHIGAN  
BROWNFIELD PLAN**

**Table 4a1 - Base Year Taxable Value/ Initial Taxable Value (ITV)**

| Notes | Property Identification          |                   | Base Year/ Initial Taxable Value (ITV) of All Eligible Property in the Brownfield Plan by Property Classification |                   |           |                        |                   |            | Total Taxes Paid on Base Year/ ITV |                   | Notes   |
|-------|----------------------------------|-------------------|---|-------------------|-----------|------------------------|-------------------|------------|------------------------------------|-------------------|---|
|       |                                  |                   | Land  | Land Improvements | Building  | Real Property Subtotal | Personal Property | Total      | Real Property                      | Personal Property |   |
|       | Address                          | Tax Parcel Number |   |                   |           |                        |                   |            |                                    |                   | <b>BASE YEAR = 2016</b>   |
|       | 31786 Woodward Ave.<br>Royal Oak | 72-25-06-428-001  | \$ 365,447  | \$ 6,851          | \$ 94,983 | \$ 467,280             | \$ -              | \$ 467,280 | \$ 26,971                          | \$ -              | Actual Value for 2016 based on actual Taxable Value for 2016 (as of 12/31/2015) |
|       | <b>Totals</b>                    |                   | \$ 365,447  | \$ 6,851          | \$ 94,983 | \$ 467,280             | \$ -              | \$ 467,280 | \$ 26,971                          | \$ -              | -   |

**Table 4a2 - Total Estimated Taxes Paid to All Taxing Jurisdictions on the  
Base Year Taxable Value/Initial Taxable Value (ITV)**

**REDEVELOPMENT PROJECT AT 31786 WOODWARD AVE. - ROYAL OAK, MICHIGAN  
BROWNFIELD PLAN**

**Table 4a2 - Taxes Paid to All Taxing Jurisdictions on the Base Year Taxable Value/ Initial Taxable Value (ITV)**

|   | AD VALOREM TAXING AUTHORITIES/ TAXING JURISDICTIONS (TJs)                                    | Millage Rate Paid on Real Property | Millage Rate Paid on Personal Property | Base Year      | 2016             |
|---|--|------------------------------------|--|----------------|------------------|
|   |  | Annual                             | Annual                                 | BP Year Number | 0                |
| - | <b>CITY OF ROYAL OAK</b>   | -                                  | -                                      | -              | -                |
| - | Operating  | 7.3695                             | 7.3695                                 |                | \$ 3,444         |
| - | Refuse   | 2.6026                             | 2.6026                                 |                | \$ 1,216         |
| - | Library  | 0.9564                             | 0.9564                                 |                | \$ 447           |
| - | Publicity Tax  | 0.0212                             | 0.0212                                 |                | \$ 10            |
| - | Public Safety  | 3.9750                             | 3.9750                                 |                | \$ 1,857         |
| - | Fire Debt  | 0.2770                             | 0.2770                                 |                | \$ 129           |
| - | <i>Subtotal of Local Government Unit (LGU): Annual</i>                                       | <i>15.2017</i>                     | <i>15.2017</i>                         |                | <i>\$ 7,103</i>  |
| - | <b>OAKLAND COUNTY</b>  | -                                  | -                                      | -              | -                |
| - | County Operating   | 4.0900                             | 4.0900                                 |                | \$ 1,911         |
| - | County General: Parks & Huron Clinton Metro Authority  | 0.4561                             | 0.4561                                 |                | \$ 213           |
| - | County Public Transportation Authority - OCPTA   | 1.0000                             | 1.0000                                 |                | \$ 467           |
| - | <b>Zoo Authority</b>   | 0.1000                             | 0.1000                                 |                | \$ 47            |
| - | <b>Art Authority</b>   | 0.2000                             | 0.2000                                 |                | \$ 93            |
| - | <b>INTERMEDIATE SCHOOL DISTRICTS (ISD)</b>   | -                                  | -                                      | -              | -                |
| - | RESA   | 3.3633                             | 3.3633                                 |                | \$ 1,572         |
| - | <b>COMMUNITY COLLEGE</b>   | -                                  | -                                      | -              | -                |
| - | Oakland County Community College - OCC   | 1.5819                             | 1.5819                                 |                | \$ 739           |
| - | <b>LOCAL SCHOOL MILLAGES: excludes State School millages</b>                                 | -                                  | -                                      | -              | -                |
| - | School Debt - Royal Oak  | 7.7269                             | 7.7269                                 |                | \$ 3,611         |
| - | <i>Subtotal of Non-Local Government Unit (LGU) Local: Annual</i>                             | <i>18.5182</i>                     | <i>18.5182</i>                         |                | <i>\$ 8,653</i>  |
| - | <b>Total Local: Annual</b>   | <b>33.7199</b>                     | <b>33.7199</b>                         |                | <b>\$ 15,757</b> |
| - | <b>STATE SCHOOL MILLAGES: excludes Local School millages</b>                                 | -                                  | -                                      | -              | -                |
| - | State Education Tax - SET  | 6.0000                             | 6.0000                                 |                | \$ 2,804         |
| - | Local School Operating - LSO: 18 mills for Real Property; only 6 mills for Personal Property | 18.0000                            | 6.0000                                 |                | \$ 8,411         |
| - | <b>Total State &amp; Local School: Annual</b>  | <b>24.0000</b>                     | <b>12.0000</b>                         |                | <b>\$ 11,215</b> |
| - | <b>TOTAL LOCAL AND STATE &amp; LOCAL SCHOOL: ANNUAL</b>                                      | <b>57.7199</b>                     | <b>45.7199</b>                         |                | <b>\$ 26,971</b> |

**Table 4b - Estimated Future Taxable Value (FTV) Information**

**REDEVELOPMENT PROJECT AT 31786 WOODWARD AVE. - ROYAL OAK, MICHIGAN  
BROWNFIELD PLAN  
Table 4b - Estimated Future Taxable Value (FTV) Information**

| Estimated Percentage (%) Change In Future Taxable Values (TV) of Building(s) & Land Improvements shown below         |  |                   |                       |   |                         |                         |                         |
|--|--|-------------------|-----------------------|---|-------------------------|-------------------------|-------------------------|
| Estimated Percentage (%) Change In Future Taxable Values (TV) of Raw Land shown below                                |  |                   |                       |   |                         |                         |                         |
| Notes  | Future Taxable Value (FTV) of Building(s) & Land Improvements Upon Completion  | Estimated FTV     | True Cash Value (TCV) | FTV Assumptions   | Assumes \$ Invested In: | % Completed by 12/31/16 | % Completed by 12/31/17 |
|  | Proposed Fueling Station/ Convenience Store  | \$ 625,491        | \$ 1,250,982          | 50% of Estimated TCV                                      | 2016 & 2017             | 25%                     | 100%                    |
|  | <b>Total</b>   | <b>\$ 625,491</b> | <b>\$ 1,250,982</b>   | -   | -                       | 25%                     | 100%                    |
|  | <i>Subtotal</i>  | <b>\$ 625,491</b> | -                     |   |                         |                         |                         |
| <i>Future Taxable Value (FTV) of Any Pre-Existing Personal Property included in the Base Year/ITV</i>                |  |                   |                       |   |                         |                         |                         |
| <i>Subtotal Future Taxable Value (FTV) of Building(s), Land Improvements, and Any Pre-Existing Personal Property</i> |  |                   |                       |   |                         |                         |                         |
| Notes  | Future Taxable Value (FTV) of Raw Land   | Estimated FTV     | True Cash Value (TCV) | Notes   |                         |                         |                         |
|  | <b>Address of Property (if available/existing)</b>   | -                 |                       | -   |                         |                         |                         |
|  | 31786 Woodward Ave. - Royal Oak  | \$ 365,447        | \$ 730,893            | Assumes annual increase noted above for Raw Land, if any. |                         |                         |                         |
|  | <i>Subtotal Future Taxable Value (FTV) of Raw Land</i>   | <b>\$ 365,447</b> |                       |   |                         |                         |                         |
| -  | <b>Total Future Taxable Value (FTV) of Building(s) and Land Improvements, &amp; Raw Land</b>                                 |                   |                       |   |                         |                         |                         |
| -  | <b>Total Captured Taxable Value (= to Total FTV of Building(s) and Land Improvements &amp; Raw Land minus Base Year/ITV)</b> |                   |                       |   |                         |                         |                         |

**Notes:** All Future Taxable/Assessed Values (FTV) are estimates only; the actual Taxable/Assessed Values may be higher or lower than estimated, and must be determined upon project completion by the governing body's Assessing personnel. Taxable/Assessed Values per square foot and/or per room/unit for both new construction and renovations may vary widely depending on the quality, quantity, type of improvements, and the property's location. Additionally, for any renovations (if applicable), the Taxable/Assessed value depends on whether improvements are assessed as "new improvements" or just "replacement/repair," as determined by Assessing personnel. Until improvements are completed and assessed, it is only possible to estimate the Future Taxable/Assessed Value based on various assumptions.

2. The Brownfield Plan will not capture any Personal Property taxes.

| Year           | 2016  | 2017       | 2018         | 2019         | 2020         | 2021         | 2022         | 2023         | 2024         | 2025         | 2026         |
|----------------|-------|------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| BP Year Number | 0     | 0          | 1            | 2            | 3            | 4            | 5            | 6            | 7            | 8            | 9            |
|                | 0.00% | 0.00%      | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        |
|                | 0.00% | 0.00%      | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        |
|                | -     | -          | -            | -            | -            | -            | -            | -            | -            | -            | -            |
|                | -     | -          | -            | -            | -            | -            | -            | -            | -            | -            | -            |
|                | \$ -  | \$ 156,373 | \$ 642,692   | 660,366      | 678,526      | 697,186      | 716,358      | 736,058      | 756,300      | 777,098      | 798,468      |
|                | -     | \$ 156,373 | \$ 642,692   | \$ 660,366   | \$ 678,526   | \$ 697,186   | \$ 716,358   | \$ 736,058   | \$ 756,300   | \$ 777,098   | \$ 798,468   |
|                | \$ -  | \$ -       | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         |
|                | -     | 156,373    | 642,692      | 660,366      | 678,526      | 697,186      | 716,358      | 736,058      | 756,300      | 777,098      | 798,468      |
|                | -     | -          | -            | -            | -            | -            | -            | -            | -            | -            | -            |
|                | -     | -          | -            | -            | -            | -            | -            | -            | -            | -            | -            |
|                | \$ -  | \$ 365,447 | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   |
|                | \$ -  | \$ 365,447 | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   |
|                | \$ -  | \$ 521,819 | \$ 1,008,139 | \$ 1,025,813 | \$ 1,043,973 | \$ 1,062,632 | \$ 1,081,805 | \$ 1,101,505 | \$ 1,121,746 | \$ 1,142,545 | \$ 1,163,915 |
|                | \$ -  | \$ -       | \$ 540,859   | \$ 558,533   | \$ 576,693   | \$ 595,352   | \$ 614,525   | \$ 634,225   | \$ 654,466   | \$ 675,265   | \$ 696,635   |

| 2027         | 2028         | 2029         | 2030         | 2031         | 2032         | 2033         | 2034         | 2035         | 2036         | 2037         |
|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| 10           | 11           | 12           | 13           | 14           | 15           | 16           | 17           | 18           | 19           | 20           |
| 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        |
| 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| 820,426      | 842,988      | 866,170      | 889,990      | 914,464      | 939,612      | 965,452      | 992,001      | 1,019,281    | 1,047,312    | 1,076,113    |
| \$ 820,426   | \$ 842,988   | \$ 866,170   | \$ 889,990   | \$ 914,464   | \$ 939,612   | \$ 965,452   | \$ 992,001   | \$ 1,019,281 | \$ 1,047,312 | \$ 1,076,113 |
| \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         |
| 820,426      | 842,988      | 866,170      | 889,990      | 914,464      | 939,612      | 965,452      | 992,001      | 1,019,281    | 1,047,312    | 1,076,113    |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   |
| \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   |
| \$ 1,185,873 | \$ 1,208,434 | \$ 1,231,617 | \$ 1,255,436 | \$ 1,279,911 | \$ 1,305,059 | \$ 1,330,898 | \$ 1,357,448 | \$ 1,384,728 | \$ 1,412,758 | \$ 1,441,559 |
| \$ 718,593   | \$ 741,154   | \$ 764,337   | \$ 788,156   | \$ 812,631   | \$ 837,779   | \$ 863,618   | \$ 890,168   | \$ 917,448   | \$ 945,478   | \$ 974,279   |

| 2038         | 2039         | 2040         | 2041         | 2042         | 2043         | 2044         | 2045         | 2046         | 2047         |
|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| 21           | 22           | 23           | 24           | 25           | 26           | 27           | 28           | 29           | 30           |
| 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        | 2.75%        |
| 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        | 0.00%        |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| 1,105,706    | 1,136,113    | 1,167,356    | 1,199,458    | 1,232,443    | 1,266,335    | 1,301,160    | 1,336,942    | 1,373,707    | 1,411,484    |
| \$ 1,105,706 | \$ 1,136,113 | \$ 1,167,356 | \$ 1,199,458 | \$ 1,232,443 | \$ 1,266,335 | \$ 1,301,160 | \$ 1,336,942 | \$ 1,373,707 | \$ 1,411,484 |
| \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         | \$ -         |
| 1,105,706    | 1,136,113    | 1,167,356    | 1,199,458    | 1,232,443    | 1,266,335    | 1,301,160    | 1,336,942    | 1,373,707    | 1,411,484    |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| -            | -            | -            | -            | -            | -            | -            | -            | -            | -            |
| \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   |
| \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   | \$ 365,447   |
| \$ 1,471,152 | \$ 1,501,559 | \$ 1,532,802 | \$ 1,564,905 | \$ 1,597,890 | \$ 1,631,782 | \$ 1,666,606 | \$ 1,702,388 | \$ 1,739,154 | \$ 1,776,931 |
| \$ 1,003,872 | \$ 1,034,279 | \$ 1,065,522 | \$ 1,097,625 | \$ 1,130,610 | \$ 1,164,502 | \$ 1,199,326 | \$ 1,235,108 | \$ 1,271,874 | \$ 1,309,651 |

## **Table 4c - Impact of Tax Capture on Taxing Jurisdictions**

**REDEVELOPMENT PROJECT AT 31786 WOODWARD AVE. - ROYAL OAK, MICHIGAN  
BROWNFIELD PLAN**

**Table 4c - Impact of Tax Capture on Taxing Jurisdictions**

|   | AD VALOREM TAXING AUTHORITIES/ TAXING JURISDICTIONS (TJs)                                    | Millage Summary: Millage Rate Paid on Real Property without any Tax Exemptions |                         |                           | % of Local/ Regional Millages Captured (all except State School Millages) | % of All Millages Captured | Percent (%) of Millage Rate Captured |
|---|--|--|-------------------------|---------------------------|---|----------------------------|--------------------------------------|
|   |  | Annual   | Not Allowed for Capture | Allowed for Capture (Net) |   |                            |                                      |
| - | <b>CITY OF ROYAL OAK</b>   | -  | -                       | -                         | <b>58.72%</b>   | <b>58.72%</b>              | -                                    |
| - | Operating  | 7.3695   | 0.0000                  | 7.3695                    | 29.00%  | 29.00%                     | 100.00%                              |
| - | Refuse   | 2.6026   | 0.0000                  | 2.6026                    | 10.24%  | 10.24%                     | 100.00%                              |
| - | Library  | 0.9564   | 0.0000                  | 0.9564                    | 3.76%   | 3.76%                      | 100.00%                              |
| - | Publicity Tax  | 0.0212   | 0.0000                  | 0.0212                    | 0.08%   | 0.08%                      | 100.00%                              |
| - | Public Safety  | 3.9750   | 0.0000                  | 3.9750                    | 15.64%  | 15.64%                     | 100.00%                              |
| - | Fire Debt  | 0.2770   | <b>0.2770</b>           | 0.0000                    | 0.00%   | 0.00%                      | <b>0.00%</b>                         |
| - | <i>Subtotal of Local Government Unit (LGU) Millages and Tax Capture: Annual</i>              | <b>15.2017</b>   | <b>0.2770</b>           | <b>14.9247</b>            | <b>58.72%</b>   | <b>58.72%</b>              |                                      |
| - | <i>Local Government Unit (LGU) Tax Capture: Cumulative</i>                                   |  |                         |                           |   |                            |                                      |
| - | <b>OAKLAND COUNTY</b>  | -  | -                       | -                         | -   | -                          | -                                    |
| - | County Operating   | 4.0900   | 0.0000                  | 4.0900                    | 16.09%  | 16.09%                     | 100.00%                              |
| - | County General: Parks & Huron Clinton Metro Authority  | 0.4561   | 0.0000                  | 0.4561                    | 1.79%   | 1.79%                      | 100.00%                              |
| - | County Public Transportation Authority - OCPTA   | 1.0000   | 0.0000                  | 1.0000                    | 3.93%   | 3.93%                      | 100.00%                              |
| - | <b>Zoo Authority</b>   | 0.1000   | <b>0.1000</b>           | 0.0000                    | 0.00%   | 0.00%                      | <b>0.00%</b>                         |
| - | <b>Art Authority</b>   | 0.2000   | <b>0.2000</b>           | 0.0000                    | 0.00%   | 0.00%                      | <b>0.00%</b>                         |
| - | <b>INTERMEDIATE SCHOOL DISTRICTS (ISD)</b>   | -  | -                       | -                         | -   | -                          | -                                    |
| - | RESA   | 3.3633   | 0.0000                  | 3.3633                    | 13.23%  | 13.23%                     | 100.00%                              |
| - | <b>COMMUNITY COLLEGE</b>   | -  | -                       | -                         | -   | -                          | -                                    |
| - | Oakland County Community College - OCC   | 1.5819   | 0.0000                  | 1.5819                    | 6.22%   | 6.22%                      | 100.00%                              |
| - | <b>LOCAL SCHOOL MILLAGES: excludes State School millages</b>                                 | -  | -                       | -                         | -   | -                          | -                                    |
| - | School Debt - Royal Oak  | 7.7269   | <b>7.7269</b>           | 0.0000                    | 0.00%   | 0.00%                      | <b>0.00%</b>                         |
| - | <i>Subtotal of Non-LGU Local Millages and Tax Capture: Annual</i>                            | <b>18.5182</b>   | <b>8.0269</b>           | <b>10.4913</b>            | <b>0.4128</b>   | <b>0.4128</b>              |                                      |
| - | <i>Non-LGU Local Tax Capture: Cumulative</i>   |  |                         |                           |   |                            |                                      |
| - | <b>Total Local Tax Capture: Annual</b>   | <b>33.7199</b>   | <b>8.3039</b>           | <b>25.4160</b>            | <b>100.00%</b>  | <b>100.00%</b>             |                                      |
| - | <i>Total Local Tax Capture: Cumulative</i>   |  |                         |                           |   |                            |                                      |
| - | <b>STATE SCHOOL MILLAGES: excludes Local School millages</b>                                 | -  | -                       | -                         | -   | -                          | -                                    |
| - | State Education Tax - SET  | 6.0000   | <b>6.0000</b>           | 0.0000                    | 0.00%   | 0.00%                      | 0.00%                                |
| - | Local School Operating - LSO: 18 mills for Real Property; only 6 mills for Personal Property | 18.0000  | <b>18.0000</b>          | 0.0000                    | 0.00%   | 0.00%                      | 0.00%                                |
| - | <b>Total State &amp; Local School Tax Capture: Annual</b>                                    | <b>24.0000</b>   | <b>24.0000</b>          | <b>0.0000</b>             | <b>0.00%</b>  | <b>0.00%</b>               |                                      |
| - | <i>Total State &amp; Local School Tax Capture: Cumulative</i>                                |  |                         |                           |   |                            |                                      |
| - | <b>TOTAL LOCAL TAX AND STATE &amp; LOCAL SCHOOL TAX CAPTURE: ANNUAL</b>                      | <b>57.7199</b>   | <b>32.3039</b>          | <b>25.4160</b>            | -   | -                          |                                      |
| - | <i>TOTAL LOCAL TAX AND STATE &amp; LOCAL SCHOOL TAX CAPTURE: CUMULATIVE</i>                  |  |                         |                           |   |                            |                                      |
| - | Percentage of Local Millages/Taxes Available & Captured                                      | 58.42%   | -                       | 100.00%                   | -   | -                          |                                      |
| - | Percentage of State & Local School Millages/Taxes Available & Captured                       | 41.58%   | -                       | 0.00%                     | -   | -                          |                                      |

**Notes:**

Unless otherwise noted, the most current available millage rates are utilized and are assumed to be in effect for 1 the duration of the Plan. Actual rates are subject to change and may be higher or lower, and may include the elimination of existing millages and/or the addition of new millages.

| Year           | 2016 | 2017 | 2018 | 2019 | 2020 | 2021 | 2022 | 2023 | 2024 | 2025 | 2026 | 2027 |
|----------------|------|------|------|------|------|------|------|------|------|------|------|------|
| BP Year Number | 0    | 0    | 1    | 2    | 3    | 4    | 5    | 6    | 7    | 8    | 9    | 10   |

|      |      |           |           |           |           |           |           |            |            |            |            |      |
|------|------|-----------|-----------|-----------|-----------|-----------|-----------|------------|------------|------------|------------|------|
| -    | -    | -         | -         | -         | -         | -         | -         | -          | -          | -          | -          | -    |
| \$ 0 | \$ 0 | \$ 3,986  | \$ 4,116  | \$ 4,250  | \$ 4,387  | \$ 4,529  | \$ 4,674  | \$ 4,823   | \$ 4,976   | \$ 5,134   | \$ 5,296   |      |
| \$ 0 | \$ 0 | \$ 1,408  | \$ 1,454  | \$ 1,501  | \$ 1,549  | \$ 1,599  | \$ 1,651  | \$ 1,703   | \$ 1,757   | \$ 1,813   | \$ 1,870   |      |
| \$ 0 | \$ 0 | \$ 517    | \$ 534    | \$ 552    | \$ 569    | \$ 588    | \$ 607    | \$ 626     | \$ 646     | \$ 666     | \$ 687     |      |
| \$ 0 | \$ 0 | \$ 11     | \$ 12     | \$ 12     | \$ 13     | \$ 13     | \$ 13     | \$ 14      | \$ 14      | \$ 15      | \$ 15      |      |
| \$ 0 | \$ 0 | \$ 2,150  | \$ 2,220  | \$ 2,292  | \$ 2,367  | \$ 2,443  | \$ 2,521  | \$ 2,602   | \$ 2,684   | \$ 2,769   | \$ 2,856   |      |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 8,072  | \$ 8,336  | \$ 8,607  | \$ 8,885  | \$ 9,172  | \$ 9,466  | \$ 9,768   | \$ 10,078  | \$ 10,397  | \$ 10,725  |      |
| \$ 0 | \$ 0 | \$ 8,072  | \$ 16,408 | \$ 25,015 | \$ 33,901 | \$ 43,072 | \$ 52,538 | \$ 62,305  | \$ 72,384  | \$ 82,781  | \$ 93,505  |      |
| -    | -    | -         | -         | -         | -         | -         | -         | -          | -          | -          | -          | -    |
| \$ 0 | \$ 0 | \$ 2,212  | \$ 2,284  | \$ 2,359  | \$ 2,435  | \$ 2,513  | \$ 2,594  | \$ 2,677   | \$ 2,762   | \$ 2,849   | \$ 2,939   |      |
| \$ 0 | \$ 0 | \$ 247    | \$ 255    | \$ 263    | \$ 272    | \$ 280    | \$ 289    | \$ 299     | \$ 308     | \$ 318     | \$ 328     |      |
| \$ 0 | \$ 0 | \$ 541    | \$ 559    | \$ 577    | \$ 595    | \$ 615    | \$ 634    | \$ 654     | \$ 675     | \$ 697     | \$ 719     |      |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| -    | -    | -         | -         | -         | -         | -         | -         | -          | -          | -          | -          | -    |
| \$ 0 | \$ 0 | \$ 1,819  | \$ 1,879  | \$ 1,940  | \$ 2,002  | \$ 2,067  | \$ 2,133  | \$ 2,201   | \$ 2,271   | \$ 2,343   | \$ 2,417   |      |
| -    | -    | -         | -         | -         | -         | -         | -         | -          | -          | -          | -          | -    |
| \$ 0 | \$ 0 | \$ 856    | \$ 884    | \$ 912    | \$ 942    | \$ 972    | \$ 1,003  | \$ 1,035   | \$ 1,068   | \$ 1,102   | \$ 1,137   |      |
| -    | -    | -         | -         | -         | -         | -         | -         | -          | -          | -          | -          | -    |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 5,674  | \$ 5,860  | \$ 6,050  | \$ 6,246  | \$ 6,447  | \$ 6,654  | \$ 6,866   | \$ 7,084   | \$ 7,309   | \$ 7,539   |      |
| \$ 0 | \$ 0 | \$ 5,674  | \$ 11,534 | \$ 17,584 | \$ 23,830 | \$ 30,277 | \$ 36,931 | \$ 43,798  | \$ 50,882  | \$ 58,191  | \$ 65,730  |      |
| \$ 0 | \$ 0 | \$ 13,746 | \$ 14,196 | \$ 14,657 | \$ 15,131 | \$ 15,619 | \$ 16,119 | \$ 16,634  | \$ 17,163  | \$ 17,706  | \$ 18,264  |      |
| \$ 0 | \$ 0 | \$ 13,746 | \$ 27,942 | \$ 42,599 | \$ 57,731 | \$ 73,350 | \$ 89,469 | \$ 106,103 | \$ 123,265 | \$ 140,971 | \$ 159,235 |      |
| -    | -    | -         | -         | -         | -         | -         | -         | -          | -          | -          | -          | -    |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0      | \$ 0       | \$ 0       | \$ 0       | \$ 0       |      |
| \$ 0 | \$ 0 | \$ 13,746 | \$ 14,196 | \$ 14,657 | \$ 15,131 | \$ 15,619 | \$ 16,119 | \$ 16,634  | \$ 17,163  | \$ 17,706  | \$ 18,264  |      |
| \$ 0 | \$ 0 | \$ 13,746 | \$ 27,942 | \$ 42,599 | \$ 57,731 | \$ 73,350 | \$ 89,469 | \$ 106,103 | \$ 123,265 | \$ 140,971 | \$ 159,235 |      |
| -    | -    | 100%      | 100%      | 100%      | 100%      | 100%      | 100%      | 100%       | 100%       | 100%       | 100%       | 100% |
| -    | -    | 0%        | 0%        | 0%        | 0%        | 0%        | 0%        | 0%         | 0%         | 0%         | 0%         | 0%   |

| 2028 | 2029 | 2030 | 2031 | 2032 | 2033 | 2034 | 2035 | 2036 | 2037 | 2038 |
|------|------|------|------|------|------|------|------|------|------|------|
| 11   | 12   | 13   | 14   | 15   | 16   | 17   | 18   | 19   | 20   | 21   |

|            |            |            |            |            |            |            |            |            |            |            |
|------------|------------|------------|------------|------------|------------|------------|------------|------------|------------|------------|
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -          | -          |
| \$ 5,462   | \$ 5,633   | \$ 5,808   | \$ 5,989   | \$ 6,174   | \$ 6,364   | \$ 6,560   | \$ 6,761   | \$ 6,968   | \$ 7,180   | \$ 7,398   |
| \$ 1,929   | \$ 1,989   | \$ 2,051   | \$ 2,115   | \$ 2,180   | \$ 2,248   | \$ 2,317   | \$ 2,388   | \$ 2,461   | \$ 2,536   | \$ 2,613   |
| \$ 709     | \$ 731     | \$ 754     | \$ 777     | \$ 801     | \$ 826     | \$ 851     | \$ 877     | \$ 904     | \$ 932     | \$ 960     |
| \$ 16      | \$ 16      | \$ 17      | \$ 17      | \$ 18      | \$ 18      | \$ 19      | \$ 19      | \$ 20      | \$ 21      | \$ 21      |
| \$ 2,946   | \$ 3,038   | \$ 3,133   | \$ 3,230   | \$ 3,330   | \$ 3,433   | \$ 3,538   | \$ 3,647   | \$ 3,758   | \$ 3,873   | \$ 3,990   |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 11,062  | \$ 11,407  | \$ 11,763  | \$ 12,128  | \$ 12,504  | \$ 12,889  | \$ 13,285  | \$ 13,693  | \$ 14,111  | \$ 14,541  | \$ 14,982  |
| \$ 104,567 | \$ 115,974 | \$ 127,737 | \$ 139,866 | \$ 152,369 | \$ 165,259 | \$ 178,544 | \$ 192,237 | \$ 206,348 | \$ 220,888 | \$ 235,871 |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -          | -          |
| \$ 3,031   | \$ 3,126   | \$ 3,224   | \$ 3,324   | \$ 3,427   | \$ 3,532   | \$ 3,641   | \$ 3,752   | \$ 3,867   | \$ 3,985   | \$ 4,106   |
| \$ 338     | \$ 349     | \$ 359     | \$ 371     | \$ 382     | \$ 394     | \$ 406     | \$ 418     | \$ 431     | \$ 444     | \$ 458     |
| \$ 741     | \$ 764     | \$ 788     | \$ 813     | \$ 838     | \$ 864     | \$ 890     | \$ 917     | \$ 945     | \$ 974     | \$ 1,004   |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -          | -          |
| \$ 2,493   | \$ 2,571   | \$ 2,651   | \$ 2,733   | \$ 2,818   | \$ 2,905   | \$ 2,994   | \$ 3,086   | \$ 3,180   | \$ 3,277   | \$ 3,376   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -          | -          |
| \$ 1,172   | \$ 1,209   | \$ 1,247   | \$ 1,286   | \$ 1,325   | \$ 1,366   | \$ 1,408   | \$ 1,451   | \$ 1,496   | \$ 1,541   | \$ 1,588   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -          | -          |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 7,776   | \$ 8,019   | \$ 8,269   | \$ 8,526   | \$ 8,789   | \$ 9,060   | \$ 9,339   | \$ 9,625   | \$ 9,919   | \$ 10,221  | \$ 10,532  |
| \$ 73,505  | \$ 81,524  | \$ 89,793  | \$ 98,318  | \$ 107,108 | \$ 116,168 | \$ 125,507 | \$ 135,133 | \$ 145,052 | \$ 155,273 | \$ 165,805 |
| \$ 18,837  | \$ 19,426  | \$ 20,032  | \$ 20,654  | \$ 21,293  | \$ 21,950  | \$ 22,625  | \$ 23,318  | \$ 24,030  | \$ 24,762  | \$ 25,514  |
| \$ 178,072 | \$ 197,498 | \$ 217,530 | \$ 238,184 | \$ 259,477 | \$ 281,427 | \$ 304,051 | \$ 327,369 | \$ 351,399 | \$ 376,162 | \$ 401,676 |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -          | -          |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 18,837  | \$ 19,426  | \$ 20,032  | \$ 20,654  | \$ 21,293  | \$ 21,950  | \$ 22,625  | \$ 23,318  | \$ 24,030  | \$ 24,762  | \$ 25,514  |
| \$ 178,072 | \$ 197,498 | \$ 217,530 | \$ 238,184 | \$ 259,477 | \$ 281,427 | \$ 304,051 | \$ 327,369 | \$ 351,399 | \$ 376,162 | \$ 401,676 |
| 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       |
| 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         |

| 2039       | 2040       | 2041       | 2042       | 2043       | 2044       | 2045       | 2046       | 2047       | Total Tax Capture During Brownfield Plan Tax Capture Period |
|------------|------------|------------|------------|------------|------------|------------|------------|------------|---|
| 22         | 23         | 24         | 25         | 26         | 27         | 28         | 29         | 30         |   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -   |
| \$ 7,622   | \$ 7,852   | \$ 8,089   | \$ 8,332   | \$ 8,582   | \$ 8,838   | \$ 9,102   | \$ 9,373   | \$ 9,651   | \$ 193,910  |
| \$ 2,692   | \$ 2,773   | \$ 2,857   | \$ 2,943   | \$ 3,031   | \$ 3,121   | \$ 3,214   | \$ 3,310   | \$ 3,408   | \$ 68,481   |
| \$ 989     | \$ 1,019   | \$ 1,050   | \$ 1,081   | \$ 1,114   | \$ 1,147   | \$ 1,181   | \$ 1,216   | \$ 1,253   | \$ 25,165   |
| \$ 22      | \$ 23      | \$ 23      | \$ 24      | \$ 25      | \$ 25      | \$ 26      | \$ 27      | \$ 28      | \$ 558  |
| \$ 4,111   | \$ 4,235   | \$ 4,363   | \$ 4,494   | \$ 4,629   | \$ 4,767   | \$ 4,910   | \$ 5,056   | \$ 5,206   | \$ 104,592  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| \$ 15,436  | \$ 15,903  | \$ 16,382  | \$ 16,874  | \$ 17,380  | \$ 17,900  | \$ 18,434  | \$ 18,982  | \$ 19,546  | \$ 392,707  |
| \$ 251,307 | \$ 267,210 | \$ 283,592 | \$ 300,466 | \$ 317,845 | \$ 335,745 | \$ 354,179 | \$ 373,161 | \$ 392,707 | -   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -   |
| \$ 4,230   | \$ 4,358   | \$ 4,489   | \$ 4,624   | \$ 4,763   | \$ 4,905   | \$ 5,052   | \$ 5,202   | \$ 5,356   | \$ 107,618  |
| \$ 472     | \$ 486     | \$ 501     | \$ 516     | \$ 531     | \$ 547     | \$ 563     | \$ 580     | \$ 597     | \$ 12,001   |
| \$ 1,034   | \$ 1,066   | \$ 1,098   | \$ 1,131   | \$ 1,165   | \$ 1,199   | \$ 1,235   | \$ 1,272   | \$ 1,310   | \$ 26,313   |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | \$ 0  |
| \$ 3,479   | \$ 3,584   | \$ 3,692   | \$ 3,803   | \$ 3,917   | \$ 4,034   | \$ 4,154   | \$ 4,278   | \$ 4,405   | \$ 88,497   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | \$ 0  |
| \$ 1,636   | \$ 1,686   | \$ 1,736   | \$ 1,789   | \$ 1,842   | \$ 1,897   | \$ 1,954   | \$ 2,012   | \$ 2,072   | \$ 41,624   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | \$ 0  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| \$ 10,851  | \$ 11,179  | \$ 11,516  | \$ 11,862  | \$ 12,217  | \$ 12,582  | \$ 12,958  | \$ 13,344  | \$ 13,740  | \$ 276,053  |
| \$ 176,656 | \$ 187,835 | \$ 199,350 | \$ 211,212 | \$ 223,429 | \$ 236,012 | \$ 248,969 | \$ 262,313 | \$ 276,053 | -   |
| \$ 26,287  | \$ 27,081  | \$ 27,897  | \$ 28,736  | \$ 29,597  | \$ 30,482  | \$ 31,392  | \$ 32,326  | \$ 33,286  | \$ 668,760  |
| \$ 427,963 | \$ 455,045 | \$ 482,942 | \$ 511,677 | \$ 541,274 | \$ 571,757 | \$ 603,148 | \$ 635,474 | \$ 668,760 | -   |
| -          | -          | -          | -          | -          | -          | -          | -          | -          | -   |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | -   |
| \$ 26,287  | \$ 27,081  | \$ 27,897  | \$ 28,736  | \$ 29,597  | \$ 30,482  | \$ 31,392  | \$ 32,326  | \$ 33,286  | \$ 668,760  |
| \$ 427,963 | \$ 455,045 | \$ 482,942 | \$ 511,677 | \$ 541,274 | \$ 571,757 | \$ 603,148 | \$ 635,474 | \$ 668,760 | -   |
| 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | 100%       | -   |
| 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | 0%         | -   |

## **Table 4d - Reimbursement of Eligible Activities & Disbursements**

**REDEVELOPMENT PROJECT AT 31786 WOODWARD AVE. - ROYAL OAK, MICHIGAN  
BROWNFIELD PLAN**

**Table 4d - Reimbursement of Eligible Activities & Disbursements<sup>1</sup>**

| Notes | DISBURSEMENTS TO BROWNFIELD REDEVELOPMENT AUTHORITY & MBRF  | Totals     |
|-------|---|------------|
| -     | <b>State of Michigan Brownfield Redevelopment Fund (MBRF): Funded from the capture of the State Education Tax (SET) millages (if applicable)</b><br>- Estimated State Education Tax (SET) Captured        | \$ 0       |
| -     | Reimbursement of Local Brownfield Redevelopment Authority Administrative & Operating Expenses   | \$ 30,000  |
| -     |   |            |
| -     | <b>Local Brownfield Redevelopment Authority Site Remediation Revolving Fund (LSRRF)<sup>2</sup></b>   |            |
| -     | Note: During the Brownfield Plan Tax Capture period, the LSRRF may capture tax increment for not more than 5 years after the time that tax capture is required to reimburse the Eligible Activity amount. |            |
| -     |   | \$ 152,083 |
| -     |   |            |
| -     | <b>Annual Remaining Revenue Available for Reimbursement</b>   |            |
| -     | <b>Cumulative Remaining Revenue Available for Reimbursement</b>   |            |
|       |   |            |
| Notes | REIMBURSEMENT OF ELIGIBLE ACTIVITIES  |            |
| -     | <b>Environmental Activities: Michigan Department of Environmental Quality (MDEQ)</b>  |            |
| -     | Local Tax Increment Reimbursement   | \$ 450,164 |
| -     | State & Local School Tax Increment Reimbursement (LSO & SET)  | \$ 0       |
| -     | <b>TOTAL MDEQ REIMBURSEMENT (Eligible Costs)</b>  | \$ 450,164 |
|       |   |            |
| -     | <b>Non-Environmental Activities: Brownfield Redevelopment Authority (BRA) &amp; Michigan Strategic Fund (MSF)</b>   |            |
| -     | Local Tax Increment Reimbursement   | \$ 35,675  |
| -     | State & Local School Tax Increment Reimbursement (LSO & SET)  | \$ 0       |
| -     | <b>TOTAL BRA &amp; MSF REIMBURSEMENT (Eligible Costs)</b>   | \$ 35,675  |
|       |   |            |
| -     | <b>TOTAL ANNUAL REIMBURSEMENT: BRA, MDEQ &amp; MSF (Eligible Costs)</b>   | \$ 485,839 |
| -     | <b>TOTAL CUMULATIVE REIMBURSEMENT: BRA, MDEQ &amp; MSF (Eligible Costs)</b>   |            |
|       |   |            |
| -     | <i>Remaining Unreimbursed Balance</i>   |            |
|       |   |            |
| -     | <i>Surplus Revenue from Local Tax Increment =</i>   |            |
| -     | <i>Surplus Revenue from State and Local School Tax Increment =</i>  |            |

Notes:

<sup>1</sup> Unless amended by the local unit of government, the Plan is anticipated to remain in effect until all approved activities in this Plan are reimbursed.

<sup>2</sup> Tax Capture to reimburse the Developer for the cost of Eligible Activities ends after 25 Years, and may result in an "Unreimbursed Balance" at the end of Year 25 if there isn't a sufficient amount of tax capture to reimburse the total amount of Eligible Activities to the Developer.

| Year               | 2016       | 2017       | 2018       | 2019       | 2020       | 2021       | 2022       | 2023       | 2024       |
|--------------------|------------|------------|------------|------------|------------|------------|------------|------------|------------|
| BP Year Number     | 0          | 0          | 1          | 2          | 3          | 4          | 5          | 6          | 7          |
|                    | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       |
| <b>Annual:</b>     | \$ -       | \$ -       | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   |
| <b>Cumulative:</b> | \$ 0       | \$ 0       | \$ 1,000   | \$ 2,000   | \$ 3,000   | \$ 4,000   | \$ 5,000   | \$ 6,000   | \$ 7,000   |
| <b>Annual:</b>     | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       |
| <b>Cumulative:</b> | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
|                    | \$ 0       | \$ 0       | \$ 12,746  | \$ 13,196  | \$ 13,657  | \$ 14,131  | \$ 14,619  | \$ 15,119  | \$ 15,634  |
|                    | \$ 0       | \$ 0       | \$ 12,746  | \$ 25,942  | \$ 39,599  | \$ 53,731  | \$ 68,350  | \$ 83,469  | \$ 99,103  |
|                    | \$ 0       | \$ 0       | \$ 12,746  | \$ 13,196  | \$ 13,657  | \$ 14,131  | \$ 14,619  | \$ 15,119  | \$ 15,634  |
|                    | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
|                    | \$ 0       | \$ 0       | \$ 12,746  | \$ 13,196  | \$ 13,657  | \$ 14,131  | \$ 14,619  | \$ 15,119  | \$ 15,634  |
|                    | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
|                    | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
|                    | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
|                    | \$ 0       | \$ 0       | \$ 12,746  | \$ 13,196  | \$ 13,657  | \$ 14,131  | \$ 14,619  | \$ 15,119  | \$ 15,634  |
|                    | \$ 0       | \$ 0       | \$ 12,746  | \$ 25,942  | \$ 39,599  | \$ 53,731  | \$ 68,350  | \$ 83,469  | \$ 99,103  |
|                    | \$ 485,839 | \$ 485,839 | \$ 473,093 | \$ 459,897 | \$ 446,240 | \$ 432,108 | \$ 417,490 | \$ 402,370 | \$ 386,736 |
|                    | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
|                    | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |

| 2025       | 2026       | 2027       | 2028       | 2029       | 2030       | 2031       | 2032       | 2033       | 2034       |
|------------|------------|------------|------------|------------|------------|------------|------------|------------|------------|
| 8          | 9          | 10         | 11         | 12         | 13         | 14         | 15         | 16         | 17         |
| \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       |
| \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   |
| \$ 8,000   | \$ 9,000   | \$ 10,000  | \$ 11,000  | \$ 12,000  | \$ 13,000  | \$ 14,000  | \$ 15,000  | \$ 16,000  | \$ 17,000  |
| \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 16,163  | \$ 16,706  | \$ 17,264  | \$ 17,837  | \$ 18,426  | \$ 19,032  | \$ 19,654  | \$ 20,293  | \$ 20,950  | \$ 21,625  |
| \$ 115,265 | \$ 131,971 | \$ 149,235 | \$ 167,072 | \$ 185,498 | \$ 204,530 | \$ 224,184 | \$ 244,477 | \$ 265,427 | \$ 287,051 |
| \$ 16,163  | \$ 16,706  | \$ 17,264  | \$ 17,837  | \$ 18,426  | \$ 19,032  | \$ 19,654  | \$ 20,293  | \$ 20,950  | \$ 21,625  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 16,163  | \$ 16,706  | \$ 17,264  | \$ 17,837  | \$ 18,426  | \$ 19,032  | \$ 19,654  | \$ 20,293  | \$ 20,950  | \$ 21,625  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 16,163  | \$ 16,706  | \$ 17,264  | \$ 17,837  | \$ 18,426  | \$ 19,032  | \$ 19,654  | \$ 20,293  | \$ 20,950  | \$ 21,625  |
| \$ 115,265 | \$ 131,971 | \$ 149,235 | \$ 167,072 | \$ 185,498 | \$ 204,530 | \$ 224,184 | \$ 244,477 | \$ 265,427 | \$ 287,051 |
| \$ 370,574 | \$ 353,868 | \$ 336,604 | \$ 318,767 | \$ 300,341 | \$ 281,309 | \$ 261,655 | \$ 241,362 | \$ 220,412 | \$ 198,788 |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |

**25-Year Capture Period Ends  
for Developer  
Reimbursement**

| 2035       | 2036       | 2037       | 2038       | 2039       | 2040       | 2041       | 2042       |
|------------|------------|------------|------------|------------|------------|------------|------------|
| 18         | 19         | 20         | 21         | 22         | 23         | 24         | 25         |
| \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       |
| \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   |
| \$ 18,000  | \$ 19,000  | \$ 20,000  | \$ 21,000  | \$ 22,000  | \$ 23,000  | \$ 24,000  | \$ 25,000  |
| \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ 838     |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 838     |
| \$ 22,318  | \$ 23,030  | \$ 23,762  | \$ 24,514  | \$ 25,287  | \$ 26,081  | \$ 26,897  | \$ 26,898  |
| \$ 309,369 | \$ 332,399 | \$ 356,162 | \$ 380,676 | \$ 405,963 | \$ 432,045 | \$ 458,942 | \$ 485,839 |
| \$ 22,318  | \$ 23,030  | \$ 23,762  | \$ 24,514  | \$ 25,287  | \$ 26,081  | \$ 18,120  | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 22,318  | \$ 23,030  | \$ 23,762  | \$ 24,514  | \$ 25,287  | \$ 26,081  | \$ 18,120  | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 8,778   | \$ 26,897  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 8,778   | \$ 26,897  |
| \$ 22,318  | \$ 23,030  | \$ 23,762  | \$ 24,514  | \$ 25,287  | \$ 26,081  | \$ 26,897  | \$ 26,897  |
| \$ 309,369 | \$ 332,399 | \$ 356,162 | \$ 380,676 | \$ 405,963 | \$ 432,045 | \$ 458,942 | \$ 485,839 |
| \$ 176,470 | \$ 153,440 | \$ 129,678 | \$ 105,163 | \$ 79,876  | \$ 53,795  | \$ 26,897  | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |

**25-Year Capture Period Ends  
for Developer  
Reimbursement**

5-Year Capture Period for LSRRF

| 2043       | 2044       | 2045       | 2046       | 2047       | Totals     |
|------------|------------|------------|------------|------------|------------|
| 26         | 27         | 28         | 29         | 30         | -          |
| \$ -       | \$ -       | \$ -       | \$ -       | \$ -       | \$ 0       |
| \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 1,000   | \$ 30,000  |
| \$ 26,000  | \$ 27,000  | \$ 28,000  | \$ 29,000  | \$ 30,000  | -          |
| \$ 28,597  | \$ 29,482  | \$ 30,392  | \$ 31,326  | \$ 31,448  | \$ 152,083 |
| \$ 29,435  | \$ 58,917  | \$ 89,309  | \$ 120,635 | \$ 152,083 | -          |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 838     | -          |
| \$ 485,839 | \$ 485,839 | \$ 485,839 | \$ 485,839 | \$ 486,677 | -          |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 450,164 |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 450,164 |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 35,675  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 35,675  |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 485,839 |
| \$ 485,839 | \$ 485,839 | \$ 485,839 | \$ 485,839 | \$ 485,839 | -          |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | -          |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 838     | \$ 0       |
| \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       | \$ 0       |

5-Year Capture Period for LSRRF

**REIMBURSEMENT AGREEMENT**

This Reimbursement Agreement (“Agreement”) is made and entered into as of the eleventh (11<sup>th</sup>) day of July, 2016, by and between **MLL Properties, LLC**, whose address is 30500 Northwestern Highway Suite 325, Farmington Hills, MI 48334 (hereinafter referred to as the “Owner”), and the **City of Royal Oak Brownfield Redevelopment Authority**, a Michigan Municipal corporation, whose address is 211 Williams Street Royal Oak, Michigan 48067 (hereinafter referred to as the “BRA”).

T1N, R11E, SEC 6 NORTH PARK ON WOODWARD LOTS 115 TO 131 INCL

RECITALS:

The Owner has purchased one (1) parcel (25-06-428-001) of land situated in the City of Royal Oak, Oakland County, Michigan, as more particularly described as Township one north (T1N), Range eleven east (R11E), Section 6, North Park on Woodward, Lots 115 to 131, inclusive, and hereinafter referred to as the “Subject Property.”

The BRA and the Royal Oak City Commission (“Commission”) have been requested to approve a Brownfield Plan for the Subject Property.

The Owner intends to undertake certain Eligible Activities on the Subject Property that will request the use of school taxes and therefore, will prepare or obtain approval from the Michigan Department of Environmental Quality (“MDEQ”) of a work plan to perform certain environmental remediation activities on the Subject Property in accordance with Public Act 381 of 1996, as amended (“Act 381 Work Plan”). Should the MDEQ not support and approve an Act 381 Work Plan, the local millage rates will reimburse the Owner for the eligible activities within the constraints of the Brownfield Plan.

For the purpose of confirming the rights and obligations of the Owner in connection with the improvements and other obligations to be undertaken by the Owner in developing the Subject Property, the parties are entering into this Reimbursement Agreement.

The BRA intends that the Owner will act in accordance with the Brownfield Plan and avail itself of the financial incentives provided for in the Brownfield Plan.

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

1. The Owner intends and is authorized to implement the activities described in the Brownfield Plan and such amendments and supplements to the Brownfield Plan as hereafter approved by the City Commission.
2. Except as provided for in Section 3 of this Agreement, all activities undertaken by or on behalf of the Owner or any subsequent owner of the Subject Property to identify, address, assess, define, investigate, respond to, contain, clean up, or remediate the existence of any hazardous substances at or about the Subject Property (hereinafter referred to as “Environmental Response Activities”) shall only be eligible for payment or reimbursement under the Brownfield Plan if done with the approved Brownfield Plan and all applicable state and federal laws and regulation. The Owner understands and agrees that any reimbursement by or on behalf of the BRA of any expenses for Environmental Response Activities shall be only for “Eligible Activities” as defined in the Brownfield Plan. It is further understood and agreed that any reimbursement to or on behalf of the Owner may only occur to the extent that the Owner or other persons generate Tax Increments

available for the making of reimbursements in accordance with the Brownfield Plan and all applicable state and federal laws and regulations.

3. The BRA may retain funds to pay administrative and operating costs of the BRA from the annual Tax Increment Revenues attributable to the Subject Property but only from Tax Increment Revenues attributable to the levies of Local Taxes upon the Subject Property. The BRA shall retain the amount permitted by this Section 3 prior to making any reimbursement under Section 4 to the Owner. To the extent Tax Increments Revenues are not available from levies of Local Taxes for any year in an amount sufficient to make the reimbursement under this Section 3 for that year, the shortfall may be reimbursed from any subsequent years' Tax Increment Revenues attributable to the Subject Property before reimbursements required under Section 4 are made for the year in question.
4. From time to time, but not more frequently than quarter-annually without approval of the BRA, the Owner may submit to the BRA a statement of costs of Eligible Activities paid or incurred for reimbursement in accordance with this Reimbursement Agreement or the Brownfield Plan. Such statement shall include a narrative of the Environmental Response Activities performed and an explanation of why such activities qualify for reimbursement under this Reimbursement Agreement or the Brownfield Plan, and a copy of invoices for the work described in such statement. Within twenty-one (21) days of its receipt of such statement and supporting invoices, the BRA shall review the submission to confirm that such activities qualify for reimbursement under this Reimbursement Agreement or the Brownfield Plan and advise the Owner in writing if any activities do not so qualify including the specific reasons why the BRA believes that such activities do not so qualify. To the extent that such submission is approved, the BRA shall cause the Owner to be paid the amounts approved, within sixty (60) days of the date of submission of the statement by the Owner, but only to the extent that Tax Increments are available (as provided in Section 2 above). If sufficient Tax Increments are not available at the time such submission is approved, the approved amount shall be paid from Tax Increments next received by the Authority. To the extent that any portion of such submission is not approved within twenty-one (21) days, any authorized representative of the BRA and the Owner shall, upon the request of either party, meet promptly to discuss the conditions pursuant to which the Owner can obtain approval of such disallowed request. In the event an unresolved dispute with respect to such approval remains for thirty (30) days, the parties agree to submit the dispute to the BRA Board for review. If the BRA Board cannot resolve the dispute within an additional thirty (30) days each party may seek whatever remedies may be available to it.
5. The Owner and the BRA, with assistance of their respective legal counsel, have negotiated together to reach the terms of this Reimbursement Agreement, participated in the drafting of this Agreement and acknowledge that this Reimbursement Agreement is the product of the joint effort of both parties.
6. This Reimbursement Agreement shall be interpreted and construed in accordance with Michigan law and shall be subject to interpretation and enforcement only in the courts of the State of Michigan.
7. The Owner shall have the option to terminate this Agreement upon twenty one (21) days written notice to the BRA. The Owner understands and agrees that upon its election to terminate this Agreement and absent further written agreement of the parties, the BRA will not be obligated to provide any funding, grants, loans, reimbursement, or any economic incentives to the Owner or for the benefit of the Owner's successors or assigns or the Subject Property, and the Brownfield Plan shall be terminated and have no further effect upon the Subject Property.

8. It is understood and agreed that the reimbursement obligation of the BRA under this Agreement shall terminate upon the payment of all outstanding reimbursement requests and agreed to in the Plan, or on January 1, 2043, whichever occurs first. The Brownfield Plan is set to a twenty-five (25) year reimbursement period, plus an additional five (5) years for the City to capture tax increment for the local site remediation revolving fund. The BRA has the ability to extend the reimbursement period as allowed under Act 381, as amended, upon request of the Owner.
9. This reimbursement Agreement may be signed in counterparts.
10. To the extent this Agreement does not specifically define capitalized terms, they shall have the same definition and shall be interpreted in the same manner as those terms appear in the Brownfield Redevelopment Financing Act, being P.A 1996, No. 381 (MCL 125.2651, et., seq.).
11. It is understood and agreed that this agreement terminates and becomes void, if the subject property is sold or transferred, with the approval of the Brownfield Redevelopment Authority.
12. It is understood and agreed that this agreement terminates and becomes void, if the project is abandoned or the eligible activities have not been completed within two years of this agreement.

**MLL PROPERTIES, LLC**

By: \_\_\_\_\_  
 Its: \_\_\_\_\_

STATE OF MICHIGAN )  
 ) ss.  
 COUNTY OF \_\_\_\_\_ )

The forgoing Reimbursement Agreement was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2016 by \_\_\_\_\_ as \_\_\_\_\_ of MLL Properties, LLC, a Michigan Limited Liability Company.

\_\_\_\_\_  
 Notary Public

\_\_\_\_\_ County, \_\_\_\_\_  
 My Commission Expires: \_\_\_\_\_

**CITY OF ROYAL OAK BROWNFIELD  
REDEVELOPMENT AUTHORITY**  
A Michigan municipal corporation

\_\_\_\_\_ By: \_\_\_\_\_  
Timothy E. Thwing, Executive Director

STATE OF MICHIGAN            )  
  ) ss.  
COUNTY OF OAKLAND        )

The forgoing Reimbursement Agreement was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2016 by Timothy E. Thwing as Executive Director of City of Royal Oak Brownfield Redevelopment Authority.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_ County, \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

