

Office of the Town Clerk

Town of Brookfield | 645 N. Janacek Road, Brookfield, WI 53045 Office: 262-796-3788 | Clerk@TownofBrookfield.com

JOINT MEETING AGENDA

Town Board Eric Gnant Room
Tuesday, January 21, 2025 & TOB Municipal Building
7:00 P.M. Community Development Authority (CDA) 645 N. Janacek Rd., Brookfield, WI

- 1. Call to Order & Roll Call.
- 2. Meeting Notices.
- 3. Approval of Agenda.
- 4. Approval of Minutes: Minutes from the December 3, 2024 meeting of the Town Board and CDA
- Citizen Comments: Three-minute limit.
- Old Business: None.
- 7. New Business:
 - a. Discussion and possible action regarding the January TID#1A Increment payments.
 - b. Joint Direction and Second Amendment to Deposit Escrow Agreement regarding TID No. 1: Escrow Disbursement to Brookfield Corners LLC.
- 8. Approval of Vouchers and Checks.
- Communication and Announcements.
- 10. Adjourn.

Posted January 17, 2025
Tom Hagie, Administrator/Interim-Clerk



Office of the Town Clerk

Town of Brookfield | 645 N. Janacek Road, Brookfield, WI 53045 Office: 262-796-3788 | Clerk@TownofBrookfield.com

JOINT MEETING MINUTES

Town Board Eric Gnant Room
Tuesday, December 3, 2024 & TOB Municipal Building
Immediately following Town Board Meeting Community Development Authority (CDA) 645 N. Janacek Rd., Brookfield, WI

Call to Order & Roll Call.

Chairman Henderson call the meeting to order at 7:30 p.m.

Present: Chairman Keith Henderson; Supervisors John Charlier, Steve Kohlmann, John Schatzman, and Ryan Stanelle; Committee Members Tom Koplin, Don Mueller, and Dan Zuperku. Members Richard Diercksmeier and William Neville were absent and excused.

A quorum of the Town Board was met (5-0) and a quorum of the CDA was met (5-2).

Staff Present: Attorney Michael Van Kleunen, Deputy Clerk Emily Howells and Administrator/Interim Clerk Tom Hagie.

2. Meeting Notices.

Hagie confirmed the meeting notices were posted as required by law.

3. Approval of Agenda.

Motion by Charlier to adopt the agenda; seconded by Kohlmann. Motion prevailed by a voice vote (8-0).

4. Approval of Minutes: Minutes from the October 15, 2024 meeting of the Town Board and CDA

Motion by Kohlmann to approve the minutes as presented; seconded by Stanelle; Charlier voting present. Motion prevailed by a voice vote (7-0-1).

- 5. Citizen Comments: Three-minute limit. None.
- 6. Old Business: None.
- 7. New Business:
 - a. Convene into <u>CLOSED SESSION</u> pursuant to Wis. Stat. § 19.85(1)(e) Deliberating or negotiating the purchasing of public properties, the investing of public funds, or conducting other specified public business, whenever competitive or bargaining reasons require a closed session: The Corners TIF Update.

Motion by Kohlmann to convene into closed session at 7:31 p.m.; seconded by Charlier. Motion prevailed by a voice vote (8-0).

b. Reconvene into **OPEN SESSION**, according to Wis. Stat. §19.85(2), for any necessary action resulting from the Closed Session.

Motion by Kohlmann to reconvene into open session at 9:32 p.m.; seconded by Charlier. Motion prevailed by a voice vote (8-0).

8. Approval of Vouchers and Checks.

Motion by Koplin to approve TID1A Increment Payment Approval Report 3 of 3; seconded by Kohlmann. Motion prevailed by a voice vote (8-0).

9. Communication and Announcements.

Hagie noted the annual TID1A Joint Review Board meeting was held on December 2 and noted there no questions, comments or concerns by the board members.

10. Adjourn.

Motion by Charlier to adjourn at 9:35 p.m.; seconded by Kohlmann. Motion prevailed by a voice vote (8-0).





TID 1 Schedule of Payments and Transfers For Levy Year 2024/Budget Year 2025 Installment 1 of 3

The following is a list of payments/transfers required by the Brookfield Corners Development Agreement. This schedule will act as the schedule of approval for installment 1 and 2.

Installment 3 will be adjusted to reflect adjustments, if any, based on audited results for the prior fiscal year.

mstamment 5 W	iii be adjusted to reflec	t aujustinents, ii a	iiiy, Da	iseu on audite	u resum	is for the prior	riiscai year.	
Priority 1 - Trans	sfer to Town for Admir	nistration_						
		Tax Roll	lı	ncrement	In	stallment		
Installment	Payment Date	Collection %		Payment	P	Payment		
1	01/31/25	34.60%	\$	64,454	\$	22,298		
2	02/28/25	0.00%		64,454		-		
3	08/31/25	0.00%		64,454				
	Total	34.60%			\$	22,298		
Priority 2 - Tran	sfer to Town for share	of Non-Corners I	mprov	vement Incren	nent (7	<u>5%)</u>		
		Tax Roll	li	ncrement	ln:	stallment		
Installment	Payment Date	Collection %		Payment	P	Payment		
1	01/31/25	34.60%	\$	531,243	\$	183,785		
2	02/28/25	0.00%		531,243		-		
3	08/31/25	0.00%		531,243		-		
	Total	34.60%			\$	183,785		
Priority 3 - To Vo	on Maur Payment For	Value in Excess of	\$17 n	nillion				
		Tax Roll		ncrement	In	stallment		
Installment	Payment Date	Collection %		Payment		Payment		
1	01/31/25	34.60%	\$	60,364	\$	20,883		
2	02/28/25	0.00%	*	60,364	*			
3	08/31/25	0.00%		60,364		_		
J	Total	34.60%			\$	20,883		
Duianita A. Tanan			- D	ماء	,	-,		
Priority 4 - Trans	sfer to CDA for payme	Tax Roll		<u>as</u> ncrement	In	stallment		
Installment	Payment Date	Collection %		Payment		Payment		
1	01/31/25	34.60%	\$	2,472,390	\$	855,331		
2	02/28/25	0.00%	7	2,472,390	Y	-		
3	08/31/25	0.00%		2,472,390		_		
J	Total	34.60%		2, 172,000	\$	855,331		
Deignitus F. Ts D.								
Priority 5 - 10 De	eveloper for PAYGO-M	Tax Roll	li	ncrement	In	stallment		
Installment	Payment Date	Collection %		Payment		Payment		
1	01/31/25	34.60%	\$	366,999	\$	126,964		
2	02/28/25	0.00%	Ţ	366,999	Ţ	- 120,304		
3	08/31/25	0.00%		366,999		_		
3	Total	34.60%		300,333	\$	126,964		
	rotar	30070			7	120,507		
The charter was	onto ono onicirco d form	no		و درو ما ما معودا				
тте авоче раум	ents are approved for	payment to the pa	arues	iisteu above:				
-	Signed CDA Chairman o	r authorized repr	esenta	ative	Dated	t		





Version: Showing New Development

	Tax Increments										Other Sources										
		Corners Tax	Non Corners	Non Corners			Non Corners	Non Corners									Pi	riority 1	Priority 2	Priority 3	
	Von Maur Tax Increments	Increments W/O Personal Property	Improvements Tax Increments (less Wimmer & existing West	Improvements Wimmer Existing Development	Wimmer Poplar Creek Historical Value Tax Increments	Wimmer Poplar Creek New Development Tax Increments	Improvements West End Existing Development	Improvements West End New Development Tax Increments	Non Corners Land Tax Increments	Personal Property Tax Increments	Personal Property Aid Payment	DOR Correction	Gross Tax Increments	Capitalized Interest	Interest on Reserve Fund ~	serve Fund	2016 Admin	Less Administrative Expenses for Town Adjusted	Less 75% Retention of Non- Corners Impr Increment for	Less (Payments) to Von Maur for Excess	Net
Year		Property	End)	Tax Increments			Tax Increments	rax increments									Expenses	by CPI Formula	Other Plan costs	over \$17M Value	Revenues
2015														1,987,494	0	0					1,987,494
2016	0	0	0	0	0	0	0	0	0	0			0		0				0		0
2017	67,643	432,653	5,761	0	2,604	0	0	0	(703)	(42,703)			465,256		0		(50,000)	(50,914)	(6,274)		358,068
2018	203,463	1,553,063	15,760	0	6,850	0	5,322	0	61,263	8,557		37,868	1,892,146		4,465			(51,757)	(20,949)	41,191	
2019	449,755	2,361,389	33,204	12,863	1,341	0	5,234	0	116,836	179,577		473,800	3,633,999		48,546			(53,650)	(39,481)	(93,707)	3,495,707
2020	384,918	2,283,980	47,798	299,873	(922)	0	12,679	0	98,212	183,180		(130,214)	3,179,505		16,885			(53,594)	(269,571)	(94,955)	2,778,270
2021 2022	320,820	2,390,799	96,552	294,211	(2,527)	0	7,171	0	144,631	186,509		53,651	3,491,816		1,346			(54,204)	(296,556)	(87,818)	3,054,584
2022	318,882 255,518	2,386,862 1,967,641	105,271 71,879	291,067 324,970	13,464 (6,274)	0	23,022 (38,666)	0	165,042 186,379	109,148 101,870		(15,128) 27,839	3,397,631 2,891,157		33,983 116,745			(54,882) (65,971)	(324,618) (268,359)	(81,155) (67,223)	2,970,959 2,606,349
2023	257,671	1,976,693	100,104	278,959	(3,962)	0	(36,828)	0	202,402	107,587		82,154	2,964,780		189,126			(62,773)	(249,279)	(60,044)	2,781,810
2025	263,512	1,976,595	111,354	277,659	(3,833)	358,774	(35,630)	0	243,832	(31,514)	157,663	(12,089)	3,306,323		78,473			(64,454)	(531,243)	(60,364)	2,781,810
2026	261,835	1,963,577	111,653	275,789	(3,808)	724,711	(35,390)	0	242,906	(31,199)	157,663	0	3,667,737		78,473			(66,388)	(804,716)	(60,563)	2,814,542
2027	260,168	1,950,644	111,939	273,932	(3,782)	783,040	(35,152)	0	241,978	(30,887)	157,663	0	3,709,542		78,473			(68,380)	(847,482)	(60,763)	2,811,390
2028	258,511	1,937,795	112,212	272,088	(3,757)	790,713	(34,915)	0	241,050	(30,578)	157,663	0	3,700,782		78,473			(70,431)	(852,256)	(60,963)	2,795,605
2029	259,459	1,944,475	113,610	272,986	(3,769)	806,528	(35,031)	0	242,546	(30,578)	157,663	0	3,727,888		78,473			(72,544)	(865,743)	(61,165)	2,806,909
2030	260,410	1,951,176	115,012	273,887	(3,781)	822,658	(35,146)	0	244,047	(30,578)	157,663	0	3,755,348		78,473			(74,720)	(879,472)	(61,366)	2,818,262
2031	261,365	1,957,900	116,419	274,791	(3,794)	839,111	(35,262)	0	245,553	(30,578)	157,663	0	3,783,167		78,473			(76,962)	(893,448)	(61,569)	2,829,661
2032	262,322	1,964,646	117,830	275,697	(3,806)	855,894	(35,378)	0	247,064	(30,578)	157,663	0	3,811,353		78,473			(79,271)	(907,677)	(61,772)	2,841,106
2033	263,283	1,971,414	119,246	276,607	(3,819)	873,011	(35,495)	0	248,580	(30,578)	157,663	0	3,839,912		78,473			(81,649)	(922,163)	(61,976)	2,852,597
2034	264,246	1,978,204	120,667	277,520	(3,832)	890,472	(35,612)	0	250,101	(30,578)	157,663	0	3,868,852		78,473			(84,098)	(936,911)	(62,180)	2,864,135
2035	265,213	1,985,017	122,092	278,436	(3,844)	908,281	(35,730)	0	251,628	(30,578)	157,663	0	3,898,178		78,473	2,615,760		(86,621)	(951,926)	(62,386)	5,491,478
2036													0						0	0	0
2037													0						0	0	0
2038													0						0	0	0
2039													0						0	0	0
2040													0						0	0	0
2041													0						0	0	0
Total	5,138,996	36,934,522	1,748,361	4,531,337	(31,250)	8,653,193	(410,809)	0	3,673,348	495,502	1,734,292	517,882	62,985,373	1,987,494	1,274,297	2,615,760	(50,000)	(1,273,263)	(10,868,124)	(1,118,778)	53,565,265





Tax Increment District No. 1 Developer Incentive Projection Corners Development Only (Page 2 of 2)

	Expenditures																	
		Priorit	v 4					Prie	ority 5									
	CI	OA Revenue Bonds	,	Total		Amount	TID Installmen	nt Obligation /	PAYGO-MRO **	Annual								
		\$34,710,000		CDA Debt		Available for		\$9,495,000		Applied to	Cumulative	T			Restricted	T. 1.1	Debt/MRO/Von Maur	
						Downsont of	Interest co	lculated annua	Illy bacad on		Outstanding MRO Principal	Total Debt Expenditures	Annual	Unrestrictive Cummulative	Cumulative (Capitalized	Total Cumulative	Obligations Balance	
Year		Dated 12/3/15		P & I		Payment of MRO			ncipal Balance	MRO Balance	Balance				Interest)			Year
																		igspace
	Prin (6/1)	Rate *	Interest	_			Prin (9/1)	Est Rate	Interest					_				
2015			000 070	0						0	9,495,000	000 070	1,987,494	0	1,987,494	1,987,494	44,205,000	2015
2016 2017			990,979	990,979		0				0	9,495,000	990,979	(990,979)	-	996,515	996,515	44,205,000	2016 2017
2017	1.140.000	1.150%	996,515 990,571	996,515 2,130,571		92,593	0	6.500%	617,175	(524,582)	9,495,000 10,019,582	996,515 2,223,164	(638,447) (358,068)	358,068 (0)	0	358,068 (0)	44,205,000 43,589,582	2017
2018	1,140,000	1.150%	974.090	2,130,571		1,120,467	469.195	6.500%	651,273	469,195	9,550,387	3,474,557	21,150	21.150	0	21.150	43,589,582	2018
2019	1,375,000	1.600%	953,775	2,328,775		479,918	469,193	6.500%	620,775	(140,857)	9,691,244	2,808,693	(30,423)	(9,273)	0	(9,273)	40,506,244	2019
2021	1,375,000	1.850%	930,056	2,305,056		741,525	111,594	6.500%	629,931	111,594	9,579,650	3,046,581	8,003	(1,270)	0	(1,270)	39,019,650	2021
2022	1,415,000	2.100%	902,480	2,317,480		620,842	0	6.500%	622,677	(1,835)	9,581,485	2,938,322	32,637	31,367	0	31,367	37,606,485	2022
2023	1,460,000	2.300%	870,664	2,330,664		279,915	0	6.500%	622,797	(342,882)	9,924,367	2,610,579	(4,229)	27,138	0	27,138	36,489,367	2023
2024	1,625,000	2.450%	834,136	2,459,136		239,158	0	6.500%	645,084	(405,926)	10,330,293	2,698,294	83,516	110,654	0	110,654	35,270,293	2024
2025	1,680,000	2.600%	792,390	2,472,390		366,999	0	6.500%	671,469	(304,470)	10,634,763	2,839,389	(110,654)	(0)	0	(0)	33,894,763	2025
2026	1,745,000	2.750%	746,556	2,491,556		322,986	0	6.500%	691,260	(368,273)	11,003,037	2,814,542	0	(0)	0	(0)	32,518,037	2026
2027	1,810,000	2.900%	696,318	2,506,318		305,073	0	6.500%	715,197	(410,125)	11,413,161	2,811,390	0	(0)	0	(0)	31,118,161	2027
2028	1,880,000	3.000%	641,873	2,521,873		273,733	0	6.500%	741,855	(468,123)	11,881,284	2,795,605	0	(0)	0	(0)	29,706,284	2028
2029	1,955,000	3.150%	582,881	2,537,881		269,028	0	6.500%	772,283	(503,256)	12,384,540	2,806,909	0	(0)	0	(0)	28,254,540	2029
2030	2,035,000	3.250%	519,021	2,554,021		264,241	0	6.500%	804,995	(540,754)	12,925,294	2,818,262	0	(0)	0	(0)	26,760,294	2030
2031	2,120,000	3.350%	450,443	2,570,443		259,218	0	6.500%	840,144	(580,926)	13,506,220	2,829,661	0	(0)	0	(0)	25,221,220	2031
2032	2,205,000	3.450%	376,896	2,581,896		259,210	0	6.500%	877,904	(618,695)	14,124,915	2,841,106	0	(0)	0	(0)	23,634,915	2032
2033	2,300,000	3.500%	298,610	2,598,610		253,987	0	6.500%	918,119	(664,132)	14,789,047	2,852,597	0	(0)	0	(0)	21,999,047	2033
2034	2,400,000	3.550%	215,760	2,615,760		248,375	0	6.500%	961,288	(712,913)	15,501,960	2,864,135	0	(0)	0	(0)	20,311,960	2034
2035	4,810,000	3.600%	86,580	4,896,580		594,898	0	6.500%	1,007,627	(412,730)	15,914,689	5,491,478	0	(0)	0	(0)	0	2035
2036													0	(0)	0	(0)	0	2036
2037													0	(0)	0	(0)	0	2037
2038													0	(0)	0	(0)		2038
2039													0	(0)	0	(0)	0	2039
2040													0	(0)	0	(0)	0	2040
2041													0	(0)	0	(0)	0	2041
Total	34,710,000		13,850,593	48,560,593		6,992,166	580,789		13,411,855	(6,419,689)		55,552,759	(1,987,494)					

NOTES: Projected TID Closure



TID 1 Schedule of Payments and Transfers For Levy Year 2024/Budget Year 2025 Installment 1 of 3

The following is a list of payments/transfers required by the Wimmer Development, LLC agreement. This schedule will act as the schedule of approval for installment 1 and 2. Installment 3 will be adjusted to reflect adjustments if any based on audited results for the prior fiscal year



			Priority Reductions to												
			Gross Revenues					Expenditu	res						
										Priority 1			Priority 2	Priority 3]
	Wimmer		Less Tax			P	ublic Infrast	ructure Cost	S				10%	90%	
	Proposed TID	Gross Tax	Increments			Wimmer Cas	sh Advance R	epayment	Total	Total	Annual	Unrestrictive			
	Properties	Increments	Retained by the				\$780,000		Debt	Expenditures	Alliluai	Annual	Retained by	Avaliable	
Year	Increment		Corners	Net	Year	Dated 3/1/25		P&I				Town	Increment	Year	
rear				Revenues	rear	_									real
						Prin (6/1)	Rate	Interest							
2023				0	2023				0	0	0	0			2023
2024				0	2024				0	0	0	0	0	0	2024
2025	358,774	358,774	(78,773)	280,001	2025	73,906	2.500%	13,701	87,608	87,608	192,394	192,394	19,239	173,154	2025
2026	724,711	724,711	(242,584)	482,127	2026	70,841	2.500%	16,767	87,608	87,608	394,519	394,519	39,452	355,067	2026
2027	783,040	783,040	(272,395)	510,645	2027	72,634	2.500%	14,973	87,608	87,608	423,037	423,037	42,304	380,733	2027
2028	790,713	790,713	(277,843)	512,870	2028	74,473	2.500%	13,135	87,608	87,608	425,263	425,263	42,526	382,736	2028
2029	806,528	806,528	(283,400)	523,128	2029	76,358	2.500%	11,249	87,608	87,608	435,520	435,520	43,552	391,968	2029
2030	822,658	822,658	(289,068)	533,590	2030	78,292	2.500%	9,316	87,608	87,608	445,982	445,982	44,598	401,384	2030
2031	839,111	839,111	(294,849)	544,262	2031	80,274	2.500%	7,334	87,608	87,608	456,655	456,655	45,665	410,989	2031
2032	855,894	855,894	(300,746)	555,148	2032	82,306	2.500%	5,302	87,608	87,608	467,540	467,540	46,754	420,786	2032
2033	873,011	873,011	(306,761)	566,250	2033	84,390	2.500%	3,218	87,608	87,608	478,643	478,643	47,864	430,778	2033
2034	890,472	890,472	(312,896)	577,576	2034	86,526	2.500%	1,082	87,608	87,608	489,968	489,968	48,997	440,971	2034
2035	908,281	908,281	(319,154)	589,127	2035				0	0	589,127	589,127	58,913	530,214	2035
2036	926,447	926,447		926,447	2036				0	0	926,447	926,447	92,645	833,802	2036
2037	944,976	944,976		944,976	2037				0	0	944,976	944,976	94,498	850,478	2037
2038	963,875	963,875		963,875	2038				0	0	963,875	963,875	96,388	867,488	2038
2039	983,153	983,153		983,153	2039				0	0	983,153	983,153	98,315	884,837	2039
2040	1,002,816	1,002,816		1,002,816	2040				0	0	1,002,816	1,002,816	100,282	902,534	2040
2041	1,022,872	1,022,872		1,022,872	2041				0	0	1,022,872	1,022,872	102,287	920,585	2041
Total	14,497,330	14,497,330	(2,978,469)	11,518,861	Total	780,000		96,076	876,076	877,758	10,640,690		1,064,278	9,578,506	

Projected TID Closure



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JOINT DIRECTION TO ESCROW AGENT

January 1, 2025

Escrow Officer: Andres Bardelas Escrow No.: 201705405-001 Phone No.: 312-223-2708

E-mail: andres.bardelas@ctt.com

Chicago Title Insurance Company 10 South LaSalle Street, Suite 3100

Chicago, Illinois 60603 Attention: Andres Bardelas

Reference is made to that certain Deposit Escrow Agreement dated October 3, 2017, between the Town of Brookfield (the "**Town**"), the Community Development and Redevelopment Authority of The Town of Brookfield (the "**Authority**"), Brookfield Corners LLC ("**Developer**") and Chicago Title Insurance Company ("**Escrow Agent**") (the "**Escrow Agreement**"); and that certain The Corners of Brookfield Project - TID No. 1 Development Agreement dated February 25, 2015 (as amended, the "**Development Agreement**") by and between the Town, the Authority, Developer, and, originally, the Marcus Corporation.

WHEREAS, the Town, Authority, and Developer wish to direct Escrow Agent to take such actions pursuant to the terms and conditions hereinafter set forth.

WHEREAS, all capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Escrow Agreement.

Pursuant to the Escrow Agreement, the Deposit shall be reduced under certain conditions. Pursuant to Section 2 of the Escrow Agreement, the amount of the Deposit shall be reduced to Eight Hundred Thirty Three Thousand Three Hundred Thirty-Three Dollars and No Cents (\$833,333.00) upon the First Anniversary Reduction Date (said amount, the "Second Reduction Balance"). The Letter of Credit Reduction Date was January 1, 2025. Accordingly, the difference between the current Deposit amount and the Second Reduction Balance shall be immediately and unconditionally disbursed to Developer by Escrow Agent, including, without limitation, any accrued but undisbursed interest to date. Following the reduction as provided in this Section, the Second Reduction Balance shall continue to be held by Escrow Agent in accordance with the Escrow Agreement.

This Joint Direction to Escrow Agent may be executed by the parties or their respective attorneys acting on their behalf, in multiple counterparts, each of which shall be an original, but such counterparts together shall constitute but one and the same instrument. Signatures of the parties hereto may be exchanged by facsimile or by electronic or digital transmission and shall be accepted as original signatures.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the Developer, Town, Authority, and Escrow Agent have executed this Joint Direction to Escrow Agent under seal as of the date first above written.

BROOKFIELD CORNERS LLC
By:Name: Robert Gould Its: President
TOWN:
TOWN OF BROOKFIELD
By: Name: Keith Henderson Its: Chairman
[Attest]:Name: Tom Hagie Its: Interim-Clerk
AUTHORITY:
COMMUNITY DEVELOPMENT AND REDEVELOPMENT AUTHORITY OF THE TOWN OF BROOKFIELD
By:Name: Ryan Stanelle Its: Chairperson
ESCROW AGENT:
CHICAGO TITLE INSURANCE COMPANY
By: Name: Its:

DEVELOPER: