

**TENTH AMENDMENT TO RIVERWALK  
DEVELOPMENT AGREEMENT FOR BUSINESS  
IMPROVEMENT DISTRICT NO. 15**

THIS TENTH AMENDMENT TO RIVERWALK DEVELOPMENT AGREEMENT is made the \_\_\_\_\_ day of \_\_\_\_\_, 2002, by and between the City of Milwaukee ("City") and the Board of Business Improvement District No. 15 ("Board").

**RECITALS**

The City and the Board acknowledge the following:

A. The City and the Board entered into a Riverwalk Development Agreement for Business Improvement District No. 15 dated as of May 23, 1994 and subsequently amended same on April 3, 1995, June 2, 1995, November 10, 1995, May 13, 1996, October 22, 1996, February 28, 1997, December 18, 1997, February 21, 2000, and December 14, 2000. (The initial Riverwalk Development Agreement and all amendments thereto are collectively referred to as the "Development Agreement.").

B. The City and the Board now desire to enter into this Tenth Amendment to the Development Agreement in order to increase the amount of the City Share to be made available for one of the City Segments in the Riverwalk System and to increase the overall budget for the Riverwalk System by such amount.

C. The City has, via Resolution \_\_\_\_\_, approved this Tenth Amendment and authorized the proper City officers to execute same on the City's behalf.

D. The Board has approved this Tenth Amendment and authorized Debra Usinger to execute same on its behalf.

**AGREEMENTS**

Now, therefore, in consideration of the Recitals and the mutual promises and undertakings hereinafter contained, the parties mutually agree and covenant as follows:

1. A revised Exhibit C to the Development Agreement is attached hereto. Such revised Exhibit increases the amount of the City Share to be made available for the Highland Pedestrian Bridge Project Segment by \$62,000. (This increase is a

grant from the City, not to be repaid by the Board.) The overall budget for the Riverwalk System is accordingly also increased by \$62,000.

2. All capitalized and/or defined terms in this Tenth Amendment shall have the same meaning as set forth in the Development Agreement.

5. In the event of any conflict between the terms of this Tenth Amendment and the terms of the Development Agreement, the terms of this Tenth Amendment shall control.

In Witness Whereof, the City and the Board have executed this Tenth Amendment as of the day and year first above written.

IN THE PRESENCE OF:

CITY OF MILWAUKEE

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_, Mayor

\_\_\_\_\_  
\_\_\_\_\_, City Clerk

COUNTERSIGNED:

\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_, Comptroller

IN THE PRESENCE OF:

BUSINESS IMPROVEMENT  
DISTRICT BOARD NO. 15

\_\_\_\_\_

\_\_\_\_\_

Approved as to content this  
\_\_\_\_\_ day of \_\_\_\_\_, 2002.

\_\_\_\_\_  
Special Deputy City Attorney

Approved as to form and execution  
this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

\_\_\_\_\_  
Special Deputy City Attorney

## Footnotes

1. Includes \$125,000 for dockwall repairs authorized by Common Council Resolution No. 941733 and \$40,000 for additional enhancements authorized by Common Council Resolution No. 990128.
2. This figure includes installation of pedestrian lighting on North Martin Luther King, Jr. Drive and on West Cherry Street adjacent to the Commerce Street/WEPCO Power Plant block. It also includes design plans for dockwall improvements and a temporary riverwalk. This temporary riverwalk will not be constructed as part of the overall project.
3. Includes \$100,000 added by Common Council File No. 950603 to upgrade the Riverbank Plaza plus an additional \$80,000 added by File No. 960465.
4. Includes \$100,000 added by the Common Council (File No. 950603) to upgrade the Fine Arts Building portion of the riverwalk.
5. Includes \$100,000 for dockwall repairs added by Common Council File No. 941184.
6. This line includes funds for project signage, building amenities, water taxi stops not included with other segment improvements, and general project contingency funds.
7. Added by Common Council File No. 950957.
8. In addition to the budget shown, \$495,400 was previously approved for the segment per Common Council File No. 940926. Of this total, \$336,000 will be provided through a Federal Grant and \$159,400 will be provided by the City. The total budget for this segment is \$933,702.
9. The budget for each of the individual project components has been adjusted to reflect actual and expected costs as of September 1, 1997.
10. Includes \$1,278,000 added per amendment number 7 (Common Council File No. 970824). Of this amount, \$871,035 is for project up-grades to be paid back to the City by benefited property owners. The remaining \$406,965 reflects increases in base project costs and will be split 78% City and 22% BID15. The \$871,035 for project up-grades was subsequently revised by \$200,000.

11. Includes \$75,000 added per amendment number 7 (Common Council File No. 970824). This \$75,000 addition will be used as a building amenity grant in the multi-owner block.
12. These funds were established per amendment number 9. (Common Council File No. \_\_\_\_\_).
13. This figure includes \$200,000 transferred from the multi-owner block budget. The \$200,000 was allocated 78% City, 22% BID.
14. Includes \$62,000 added per amendment number 10 (Common Council File No. \_\_\_\_\_). This \$62,000 will be used to fund Change Order #8 for the Highland Avenue bridge (pressure switches).

### BUDGET SUMMARY

	<u>Project Category</u>	<u>Private</u>	<u>Public</u>	<u>% Private</u>
1.	New Riverwalk Segments	\$3,355,224 <sup>5</sup>	\$10,311,923 <sup>6</sup>	24.5
2.	Amenities & Monitoring	99,000	320,574 <sup>7</sup>	23.6
3.	Pere Marquette Park	100,000	796,152	11.2
4.	Enhancements to Pre-existing Segments	673,414	795,910	45.8
5.	Dockwall upgrades	<u>316,000<sup>3</sup></u>	<u>250,000<sup>2</sup></u>	<u>55.8</u>
		\$4,543,638	\$12,474,559	26.7
	Total Project Cost:	\$17,018,197		

#### City Source Summary

TID 9:	\$716,000.
TID 13:	3,348,264.
Downtown Fund:	5,025,057.
Dev. Op. Fund:	75,000.
Bridge Program Fund:	156,000.
TID 41:	<u>3,154,238.</u>
TOTAL	12,474,559.

#### Private Source Summary

Private Contributions	143,703
BID 15:	<u>\$ 4,399,935<sup>4</sup></u>
TOTAL	\$ 4,543,638

1. Reflects Common Council Resolution No. 941184 (Steinmeyer Building dockwall improvements) and Common Council File No. 970824 (multi owner block dockwall improvements).
2. Reflects Common Council Resolution No. 941733 (dockwalk repairs to City property in the vicinity of Highland Avenue).
3. Includes an additional \$335,000 per Common Council Resolutions Nos. 950603, 960465, and 950957 (Upgrades to the Riverbank Plaza, Fine Arts Building and the Empire Building)
4. Includes \$1,137,332 for private property upgrades to be assessed exclusively against the individual benefited property owners.
5. Includes an additional \$105,414 per Common Council File No. 961445 for the Mason to Wells (east side) segment and an additional \$655,035 per Common Council File No. 970824 for the Wells to Kilbourn (west side) segment, and an additional \$889,657 per Common Council for the Time Warner and the Harley Davidson segments.
6. Includes an additional \$232,888 per Common Council File No. 961445 for the Mason to Wells (east side) segment; an additional \$406,965 per Common Council File No. 970824 for the Wells to Kilbourn (west side) segment; an additional \$40,000 per Common Council File No. 990128 for Highland Plaza East;-an4 an additional \$3,154,238 per Common Council File No. \_\_\_\_\_ for the Time Warner and the Harley Davidson segments; and an additional \$62,000 per Common Council File No. \_\_\_\_\_ for the Highland Avenue bridge.
7. Includes an additional \$75,000 per Common Council File No. 970824 for building amenities in the multi-owner block.

**EXHIBIT "C"**  
**Construction Budget**

<b>Project Segment</b>	<b>Budget</b> (note #9)	<b>Private/BID Share</b>	<b>City Share</b>	<b>City Source</b>
1. Sidewalk (Highland to Edison)	\$ 45,927.00	\$ 10,000.00	\$ 35,927.00	Dwntwn Fund
2. Highland Plaza East	\$ 560,810.00 (note #1)	\$ 183,000.00	\$ 377,810.00 (note #1)	Dwntwn Fund
3. Highland to State - East Side (Rojan)	\$ 596,611.00	\$ 164,000.00	\$ 432,611.00	Dwntwn Fund
4. Highland Pedestrian Bridge	\$ 3,611,883.00 (note #13) (note #14)	\$ 545,000.00	\$ 3,066,883.00	TID 13 Dwntwn Fund & Bridge Fund
5. Michigan to Clybourn - Eastside (Bank One Parking)	\$ 519,533.00	\$ 155,000.00	\$ 364,533.00	Dwntwn Fund
6. Wisconsin to Riverbank Plaza - West side (Empire)	\$ 659,368.00	\$ -	\$ 659,368.00	TID 9
7. Wells to Kilbourn - West side (Multi Owner)	\$ 1,790,158.00 (note #10)	\$ 1,080,567.00	\$ 709,591.00	Dwntwn Fund
8. State to Highland - West side (Usinger)	\$ 762,362.00 (note #5)	\$ 302,000.00 (note #5)	\$ 460,362.00	Dwntwn Fund
9. Highland Plaza West	\$ 298,765.00 (note #1)	\$ 86,000.00	\$ 212,765.00 (note #1)	Dwntwn Fund & Bridge Fund
10a. Commerce Street Park & Riverwalk (Perimeter lighting)	\$ 343,381.00 (note #2)	\$ -	\$ 343,381.00	TID 13
10b. Commerce Street Park & Riverwalk (Warner Cable Segment)	\$ 1,635,979.00 (note #12)	\$ 359,915.00 (note #12)	\$ 1,276,064.00 (note #12)	TID 41
10c. Commerce Street Park & Riverwalk (Harley Segment)	\$ 2,407,916.00 (note #12)	\$ 529,742.00 (note #12)	\$ 1,878,174.00 (note #12)	TID 41
10d. Commerce Street Park & Riverwalk ( Infill Segment)	unknown	unknown	unknown	unknown
11. Crosswalk Connections	\$ 362,000.00	\$ 80,000.00	\$ 282,000.00	TID 9 & Dwntwn Fund
12. Mason Street Plaza	\$ 573,565.00	\$ 159,000.00	\$ 414,565.00	Dwntwn Fund
13. Pedestrian Alley - 3rd to 4th Street	\$ 64,889.00	\$ 17,000.00	\$ 47,889.00	Dwntwn Fund
14. Kilbourn to State - West Side (Pere Marquette Park)	\$ 896,152.00	\$ 100,000.00	\$ 796,152.00	Dwntwn Fund
<b>SUBTOTALS</b>	<b>\$ 15,129,299.00</b>	<b>\$ 3,771,224.00</b>	<b>\$ 11,358,075.00</b>	
15. Wells to Kilbourn - East Side (Milwaukee Ctr. Enhancements)	\$ 37,527.00	\$ 22,400.00	\$ 15,127.00	Dwntwn Fund
16. Wisconsin to Michigan - East Side (Bank One Enhancements)	\$ 16,600.00	\$ 16,600.00	\$ -	Dwntwn Fund
17. Clybourn to Michigan - West Side (Towne Garage Enhance.)	\$ 345,665.00	\$ 67,000.00	\$ 278,665.00	Dwntwn Fund
18. Michigan to Wisconsin - West Side (Marshall Fields Enhance.)	\$ 141,113.00	\$ 51,000.00	\$ 90,113.00	Dwntwn Fund
19. Highland to Juneau - West Side (Weissgerber Enhancements)	\$ 128,658.00	\$ 39,000.00	\$ 89,658.00	Dwntwn Fund
20. Wells South - West Side (Riverbank Plaza Enhancements)	\$ 292,000.00 (note #3)	\$ 209,000.00 (note #3)	\$ 83,000.00	Dwntwn Fund
21. Kilbourn to State - East Side (PAC Enhancements)	\$ 14,459.00	\$ 8,000.00	\$ 6,459.00	Dwntwn Fund
22. Fine Arts Building Enhancements	\$ 438,302.00 (note #4)	\$ 205,414.00 (note #4)	\$ 232,888.00	Dwntwn Fund
23. Empire Building & Towne Garage Enhancements	\$ 55,000.00 (note #7)	\$ 55,000.00 (note #7)	\$ -	Dwntwn Fund
<b>SUBTOTALS</b>	<b>\$ 1,469,324.00</b>	<b>\$ 673,414.00</b>	<b>\$ 795,910.00</b>	
24. Monitoring & Inspections (DPW Engineers)	\$ 181,000.00	\$ 42,000.00	\$ 139,000.00	Dwntwn Fund
25. Building Amenities (Signage, etc.) (note #8)	\$ 238,574.00 (note #11)	\$ 57,000.00	\$ 181,574.00	Dwntwn Fund & Dev. Opp Fund
<b>SUBTOTALS</b>	<b>\$ 419,574.00</b>	<b>\$ 99,000.00</b>	<b>\$ 320,574.00</b>	
<b>GRAND TOTALS</b>	<b>\$ 17,018,197.00</b>	<b>\$ 4,543,638.00</b>	<b>\$ 12,474,559.00</b>	