



**NURA MEMORANDUM  
#18-11**

**DATE:** December 12, 2018

**TO:** NURA Board & Advisors

**FROM:** Debbie Tuttle, NURA Executive Director

**SUBJECT:** **Agreements with the Courts, LLC & WTP Holdings, LLC**  
**N/18-31** - Assignment of the Improvement Reimbursement Agreement with The Courts, LLC & an Extension of the Completion Deadline  
**N/18-32** - Second Extension of Right of Reverter Agreement with WTP Holdings, LLC  
**N/18-33** - Consent and Subordination Agreement between NURA & WTP Holdings, LLC

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**PURPOSE:**

The purpose of this memorandum is to provide an overview of the following three resolutions for the Board's consideration and approval (N/18-31, N/18-32 and N/18-33).

**BACKGROUND:**

The Courts purchased 2.5 acres at 11295 N. Washington from NURA for \$385,000 on March 9, 2018. The company plans to construct a 32,000 square foot sports facility.

The Courts, LLC is closing on its construction loans on December 24, 2018. At that time, The Courts will convey and transfer the property to WTP Holdings, LLC. If the board approves these three attached Agreements, following the closing and recording of the deed with First Bank and the U.S. Small Business Administration, these Agreements will transfer rights over to WTP Holdings, LLC.

Since the November approval of the Improvement Reimbursement Agreement, final construction bids and schedules have been finalized. The construction deadlines have changed, and these resolutions extend the completion dates from November 1, 2019 to April 30, 2020.

**N/18-31 - Assignment of the Improvement Reimbursement Agreement with the Courts, LLC and an Extension of the Completion**

Resolution N/18-21 was approved on November 2, 2018 for an Improvement Reimbursement Agreement for \$280,000. That Agreement had a deadline for obtaining a Certificate of Occupancy by November 1, 2019. An extension is being requested to amend the deadline to April 30, 2020 due to delays and construction schedules. This Resolution also approves assigning the Improvement Reimbursement Agreement from The Courts to WTP Holdings, LLC. This change needs approval by NURA per Section III(H) of the Agreement.

**N/18-32 - Second Extension of Right of Reverter Agreement with WTP Holdings, LLC**

On August 8, 2018 (N/18-13) NURA approved an extension to the Right of Reverter Agreement from the original completion date of March 2, 2019 to December 31, 2019. Resolution N/18-32 approves a second extension amending the Right of Reverter Agreement to extend the deadline to April 30, 2020 due to delays and construction schedules.

**N/18-33 - Consent and Subordination Agreement between NURA & WTP Holdings, LLC**

On March 9, 2018 NURA approved the purchase and sale agreement with The Courts, which was recorded with Adams County via a special warranty deed. The deed contained a reversionary clause giving NURA the right to repurchase the property if The Courts failed to complete the construction on or before March 1, 2019. If N/18-31 and N/18-32 are approved, these deadlines will be extending to April 30, 2020.

Resolution N/18-33 will amend the Agreement so that NURA subordinates the reversionary clause to First Bank and the U.S. Small Business Administration that will be financing the construction loans.

**STAFF RECOMMENDATION:** It is staff's recommendation to approve Resolutions N/18-31, N/18-32, and N/18-33 related to The Courts and WTP Holdings, LLC for the project located at 11295 Washington Street. If the board approves these three resolutions, they will be delivered to the title company for execution by WTP Holdings, LLC and recorded with the other closing documents.

**STAFF REFERENCE:**

If you have any questions, please contact Debbie Tuttle at 303.450.8743 or [dtuttle@northglenn.org](mailto:dtuttle@northglenn.org).

**A RESOLUTION APPROVING A SECOND EXTENSION OF RIGHT OF REVERTER AGREEMENT WITH WTP HOLDINGS, LLC**

WHEREAS, NURA conveyed certain real property to The Courts, LLC via a special warranty deed dated March 9, 2018 and recorded with the Adams County Clerk and Recorder on March 12, 2018 at Reception No. 2018000020256 (the "Deed");

WHEREAS, the Deed contained a reversionary clause giving NURA the right to repurchase the subject property if The Courts, LLC failed to complete construction of its project on the subject property on or before March 1, 2019;

WHEREAS, on August 8, 2018, via Resolution N/18-13, NURA and The Courts, LLC extended the Completion Deadline from March 1, 2019 to December 31, 2019; and

WHEREAS, the Courts, LLC intends to convey the subject property to a real estate holding company, WTP Holdings, LLC in the near future, currently anticipated to be December 24, 2018; and

WHEREAS, upon such conveyance, NURA and WTP Holdings, LLC desire to extend the Completion Deadline a second time to a later date of April 30, 2020.

**NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE NORTHGLENN URBAN RENEWAL AUTHORITY, THAT:**

1. The agreement attached hereto as **Exhibit A**, is hereby approved and the Chair is authorized to execute the same effective upon the closing of the conveyance of the subject property from The Courts, LLC to WTP Holdings, LLC.

DATED this \_\_\_\_\_ day of \_\_\_\_\_, 2018

\_\_\_\_\_  
Rosie Garner  
Chair

ATTEST:

APPROVED AS TO FORM

\_\_\_\_\_  
Debbie Tuttle  
Executive Director

\_\_\_\_\_  
Jeff Parker  
Board Attorney

**SECOND EXTENSION OF RIGHT OF REVERTER AGREEMENT**

THIS SECOND EXTENSION OF RIGHT OF REVERTER AGREEMENT, is made effective this \_\_\_\_ day of \_\_\_\_\_, 2018, by and between **THE NORTHGLENN URBAN RENEWAL AUTHORITY** ("Grantor"), with a legal address of 11701 Community Center Drive Northglenn, CO 80233 and **WTP HOLDINGS, LLC**, a Colorado limited liability company with a legal address of 14010 Fillmore Drive, Thornton, CO 80602 ("Grantee").

WHEREAS, Grantor conveyed certain real property to Grantee's predecessor-in-interest, The Courts, LLC, via a special warranty deed dated March 9, 2018 and recorded with the Adams County Clerk and Recorder on March 12, 2018 at Reception No. 2018000020256 (the "Deed");

WHEREAS, The Courts, LLC conveyed the same property to WTP Holdings, LLC via \_\_\_\_\_ deed dated \_\_\_\_\_, 2018 and recorded with the Adams County Clerk and Recorder on \_\_\_\_\_, 2018 at Reception No. \_\_\_\_\_;

WHEREAS, the Deed contained a reversionary clause giving Grantor a right of reverter based on a "Completion Deadline" (as that term is defined in the Deed) of March 1, 2019;

WHEREAS, on August 8, 2018, via Resolution N/18-13, NURA and the Courts, LLC extended the Completion Deadline from March 1, 2019 to December 31, 2019; and

WHEREAS, Grantor and Grantee desire to further extend the Completion Deadline from December 31, 2019 to April 30, 2020.

WITNESS, that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantor and Grantor do hereby agree as follows:

1. The Completion Deadline in the Deed, as extended by the August 8, 2018 Extension of Right of Reverter Agreement is hereby further extended to April 30, 2019. All other terms of the Deed shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Second Extension of Right of Reverter Agreement as of the date first above-written.

*[Signatures on following page.]*

THE NORTHGLENN URBAN RENEWAL  
AUTHORITY

\_\_\_\_\_  
Rosie Garner  
Chair

ATTEST:

\_\_\_\_\_  
Debbie Tuttle  
Executive Director

APPROVED AS TO FORM:

\_\_\_\_\_  
Jeff Parker  
NURA Attorney

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

The foregoing instrument was subscribed, sworn to and acknowledged before me this \_\_\_\_  
day of \_\_\_\_\_, 2018 by Rosie Garner as Chair of the Northglenn Urban Renewal  
Authority.

My commission expires:  
(S E A L)

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

*[Remainder of page intentionally blank. Signatures on following page.]*

WTP Holdings, LLC

\_\_\_\_\_  
\_\_\_\_\_, Manager

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

The foregoing instrument was subscribed, sworn to and acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2018 by \_\_\_\_\_ as Manager of WTP Holdings, LLC.

My commission expires:  
(S E A L)

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