

**Memorandum of Understanding Between the
Town of Silverthorne, RSG Group and Daniel Abitboul**

WHEREAS, the Town of Silverthorne (TOS) the RSG Group (RSG) and Daniel Abitboul Trustee (Abitboul) have been communicating for a number of years regarding the opportunity for redevelopment of their properties, which collectively make up what is referred to as the Town Core Catalyst Site; and

WHEREAS, the parties have a positive cooperative working relationship and have worked closely on a variety of foundational elements (including Comprehensive Plans, Urban Renewal Plans, Design Standards, and Rezoning of the Town Core) to create an opportunity for quality redevelopment; and

WHEREAS, the parties have discussed a vision for the downtown that will maximize development opportunities and bring the highest and best uses for redevelopment, while also bringing market compensation to the parties for their properties.

NOW, THEREFORE,

The parties have agreed to collectively pursue a Request for Proposal (RFP) process, administered by the Town of Silverthorne, to identify developers with the capacity and expertise to develop the Catalyst Site, and the parties have agreed on the following for the RFP process:


- The RFP process will be advertised publicly in the 4th quarter of 2016, with interviews of interested developers to occur before the end of the 1st quarter of 2017.
- Each party to this agreement will be invited to participate in the interview and developer selection process.
- Each party will individually work with the selected developer to complete land transaction agreements that would be necessary to move a project forward.
- The properties noted below will be made available for purchase to a selected developer, and the purchase price for the following properties has been established at \$40 per square foot:

381 Blue River Parkway
361 Blue River Parkway
311 Blue River Parkway
300 Adams Avenue

MOU Term – The term will extend 6 months from the date of MOU signing. Should a longer time period be required, an amended MOU will be proposed.

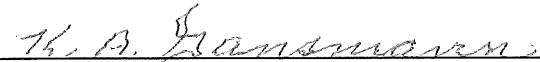
Non Binding Memorandum of Understanding -This Memorandum of Understanding merely constitutes a statement of the mutual intentions of the parties with respect to its contents and each party represents to the other that:

- (a) no reliance shall be placed on it
- (b) it does not constitute an obligation binding on either side
- (c) it creates no rights in favor of either party

By  _____

Ryan Hyland, Silverthorne Town Manager

Date 11/2/2016

By  _____

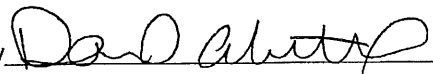
Ken Gansmann, RSG Group

Date Nov. 7, 2016

By  _____

Tom Ricci, RSG Group

Date 11/8/2016

By  _____

Daniel Abitboul

Date 12/5/16

Attachment:

- 1) Request for Proposals