



## Denison Façade Grant Program Information Packet for Commercial Historic Overlay District (CHOD)

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- Façade Grant Program Overview
- Façade Grant Project Zones Map
- Façade Grant Guidelines
- Application Process & Checklist
- Standards for Rehabilitation
- City of Denison Historic Preservation Board Certificate of Appropriateness Application

The HPB Certificate of Appropriateness Application **should only be sent to the HPB.**

Use online form <https://www.cityofdenison.com/historic-preservation/page/certificate-appropriateness-application>

- DDA Addendum to HPB Certificate of Appropriateness Application
- Façade Grant Agreement
- Façade Grant Indemnity Agreement

### ***This is a collaborative effort between:***

Denison Development Alliance  
City of Denison - Main Street  
Denison Historic Preservation Board

### **Submit application and supporting documents to both:**

Denison Main Street  
Donna Dow, Main Street Director  
100 East Main St., Suite 103, Denison, Tx 75020  
903.464.4452  
ddow@cityofdenison.com

Denison Development Alliance  
311 West Woodard St., Denison, Tx 75020  
903.464.0883  
[tkaai@denisontx.org](mailto:tkaai@denisontx.org) or [apply@denisontx.org](mailto:apply@denisontx.org)



## Façade Grant Program Overview

Denison Development Alliance

All Façade Grant Programs are incentive matching (50/50) grant programs funded by the Denison Development Alliance (DDA) to improve the appearance of buildings that are in highly visible areas as defined by the Denison Development Alliance and to encourage quality design. Façade Grants are designated to assist in three areas, each with unique requirements and qualifications:

- Commercial Historic Overlay District (CHOD)
- Gateway properties, and
- Perimeter properties.

Any retail, non-profit, or commercial building/business owner within the designated program areas (*see map*) is eligible to apply. The grant application and support documents must be submitted prior to any work being initiated. Limited funding is available. Therefore, some applications may not be approved due to limited funding.

An Applicant in receipt of written notice by the City of outstanding code violation(s) or who is a party to pending litigation with the City is not eligible for a grant until those items are resolved; provided however, nothing herein shall be construed as to disqualify the applicant for filing notice(s) of appeal of evaluation issued by the Grayson Central Appraisal District on property owned by applicant and situated within the corporate limits of the City. If any City violations occur and noticed in writing by the City during the development of the property (or any other property the applicant may own within the city), the City shall give notice in writing of such matter and order remediation of such violation(s). The applicant shall have 10 business days from the date of the written notice to correct the violation. Failure to remedy the noted violation within such period shall result in the grant awarded being cancelled and no further payments will be made under such grant.

- ***Denison Commercial Historic Overlay District Façade Grant Program***

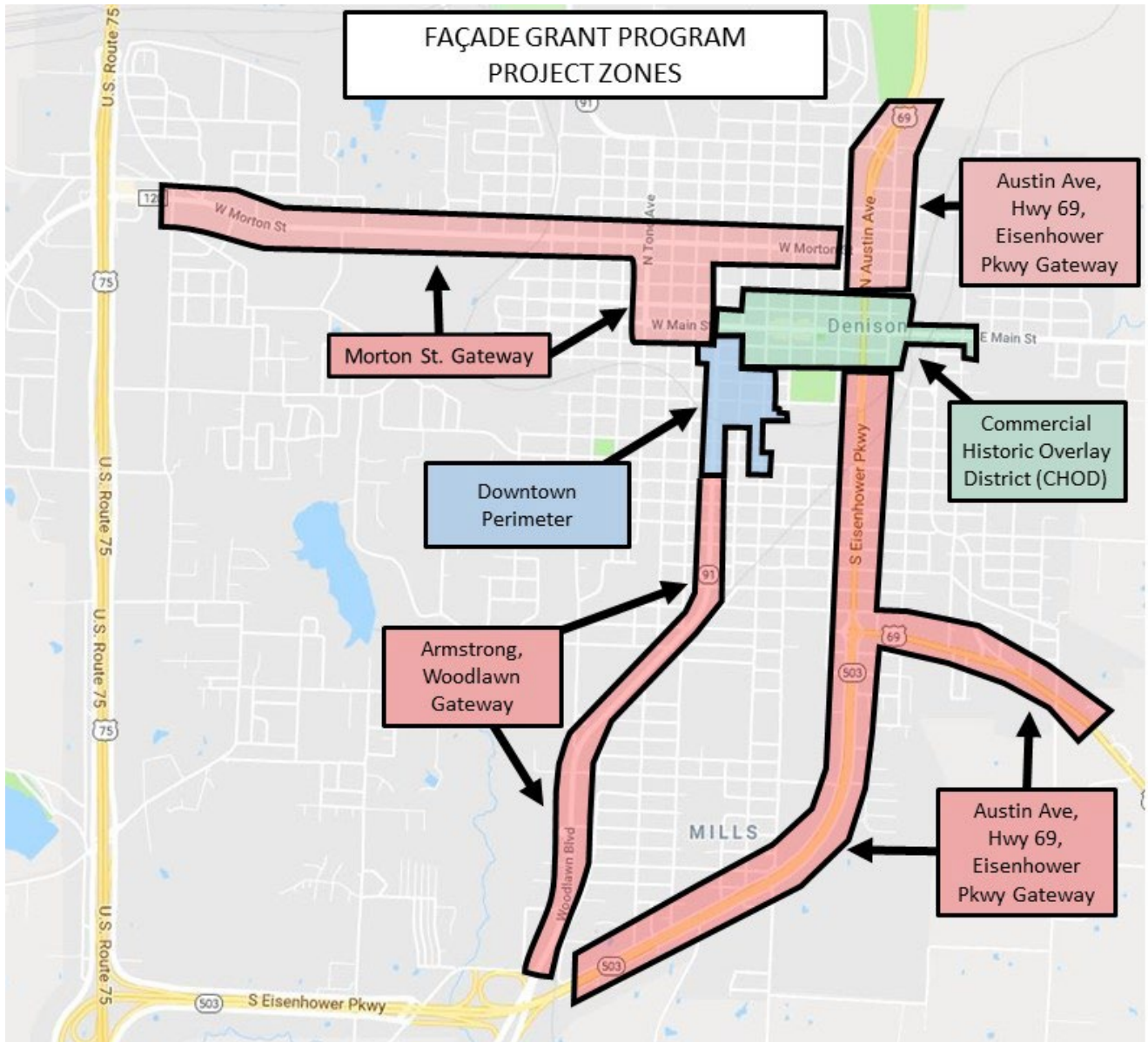
This Façade Grant focuses on projects in the Commercial Historic Overlay District (CHOD). Maintaining the City's historical significance is supported by the Historic Preservation Board (HPB) that works to ensure projects meet established standards. The HPB application process is separate from DDA Façade Grant application process but HPB actions, decisions and opinions will be taken into consideration in the Façade Grant Application Process. The HPB approval is required. The grant application and support documents must be submitted to Denison Main Street *and* DDA prior to any work being initiated. Grant funding limit: up to \$25,000 per building address, based on façade square footage.

- ***Denison Gateway Façade Grant Program***

The Denison Gateway Façade Grant Program focuses on projects along targeted Denison "Gateways" – the major roads that lead to the heart of Denison (*see map*). The grant application and support documents must be submitted to the DDA for review prior to any work being initiated. Grant funding limit: up to \$5,000 per building address for street-front façades only based on square footage.

- ***Denison Perimeter Façade Grant Program***

The Denison Perimeter Façade Grant Program focuses on projects along designated "Perimeter" areas – adjacent to Downtown Denison (*see map*). The grant application and support documents must be submitted to the DDA for review prior to any work being initiated. Grant funding limit: up to \$25,000 per building address, based on façade square footage.



# Commercial Historic Overlay District Façade Grant Guidelines

*Notes: All façade grant funds are limited and subject to annual budgets.*

*Applications require approval of the Historic Preservation Board (HPB), Main Street, and DDA*

## ELIGIBILITY

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- Façade Grants are a one-time offer that will only be available while funds remain available.
- Previous Façade Grant recipients may apply for additional funds under the newer, higher funding limits. Any funds received from previous façade grant awards will be deducted from the new Denison Façade Grant Program maximum available per building.
- Building or business owners must apply for the grant before restoration or renovation work has begun. Grants may not be awarded for work that has already been initiated or completed.
- Funds may only be used for permanent improvements to the exterior (façade) on commercial and non-profit buildings. Residences and government buildings are excluded.
- The project address must be within the designated Commercial Historic Overlay District.
- Applicant shall provide proof that all property taxes have been paid for current and prior years. Tax office website printout showing zero balance(s) will suffice.
- New construction is excluded.
- Applicant shall be clear of any outstanding code violations or legal issues with the City of Denison or Historic Preservation Board.
- Applicant business shall show proof of current membership in Denison Chamber of Commerce.
- Signage-only grants are not accepted. Signage may be included as part of a façade improvement project. Only quality signage, to be completed by professional sign makers and/or related professions, will be considered.

## PROPOSALS

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- Grants will be administered on a first-come, first-served basis dependent upon the availability of funds.
- Applicants will be considered for approval when complete applications, including all support documents, are received. The proposals will be reviewed for completeness and evaluated. Proposal responses (including requests for additional information, timelines, denial, award letters, etc.) will be addressed individually.
- Grant Funding will not be awarded if proposed redevelopment increases the probability of a building losing Contributing Status in the Denison National Register District unless Historic Preservation Board pre-approves the project. Historic Preservation Board is sole determinant of probability and Contributing Status.

## PROJECTS

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- All projects must be completed within one calendar year from the Façade Grant Agreement Date or as otherwise pre-approved in writing and acknowledged by Grantor and Grantee.
- If any City or HPB violations occur during the development of the property (or any other property the applicant may own in the city) the applicant will have 10 business days to correct the violation or the grant will be cancelled and no payments will be made.
- Projects that meet the Secretary of Interior's Standards for Rehabilitation will be considered higher priority than the projects that do not meet the same Secretary of Interior's Standards. Projects not meeting the Secretary of Interior's Standards for Rehabilitation risk not being approved for any grant funding.
- Awnings are encouraged and will be considered within the Secretary of Interior's Standards for Rehabilitation.
  - Grantor reserves the right to limit funds attributed to proposed awnings with undesirable aesthetic, limited function, adverse structural impact, or limited lifespan including, but not limited to, small awnings, cloth awnings, etc.

- Matching funds (50/50) will be given up to the grant maximum of \$25,000, with maximum \$1,000 attributable to signage, per appraisal district building address.
- Minimum project value considered \$1,000 (\$500 matching funds).
- Matching funds are granted based on the dimensions (per foot) of the building sides (width x height = square footage) not counting insets or bump-outs. The resulting square footage calculations will be used to determine grant funding eligibility as follows:
  - Street-front façade reimbursement at \$7.00 per square foot.
  - Non-street-front sides (including sides above other buildings) and back sides reimbursements at \$1.50 per square foot.
- All design plans (e.g., paint color, sign size, colors, shape, material, and proposed placement) must be approved by the Historic Preservation Board (and/or City Staff if applicable) AND the Denison Development Alliance in order to receive funds.
- Paint grants may be issued for wooden facades. Paint grants will only be considered for brick/stone facades if the buildings are previously painted.
- If your project includes more than cosmetic improvements or if it includes signage, contact City of Denison Building Department about Building Permits and Sign Permits.
  - 903-465-2720, ext. 2459 or
  - Online via [www.cityofdenison.com](http://www.cityofdenison.com) > City Services > Planning & Community Development > Building & Permitting

### REIMBURSEMENT

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- Grants will be administered as reimbursements once projects have been completed as agreed upon, and all items listed in Checklist Step 3: Grant Close Out have been received. This includes, but not limited to, Letter of Completion and Request for Reimbursement, digital ‘after’ photos, proofs of payment for work completed (after insurance claims), and a final inspection of the changes by the DDA (or Main Street for CHOD grants).
- Grantor payments will be processed within 15 days after final approval is given.
- Applicant (grant recipient) will receive an IRS 1099 from DDA. Applicant will be responsible for any and all taxes due on grant funds received.

# Application Process and Checklist for *Denison Commercial Historic Overlay District (CHOD) Façade Grant*

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*Applicant, please use this checklist to confirm completeness of application and to track your grant progress.  
Main Street & DDA will follow this checklist to make sure proper documentation is completed  
through each step of the project.*

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*Applicant:* \_\_\_\_\_ *Address:* \_\_\_\_\_

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## **STEP 1 Application Packet Submission and Review**

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Applicants will be considered and qualified, as funds are available, on a first-come, first-served basis.

- Complete Façade Grant Application will be reviewed by Committee.
- Committee will request additional information, if needed.
- Façade Grant Award Letter issued (can be via email)

- 1-1 \_\_\_\_\_ City of Denison Historic Preservation Certificate of Appropriateness (HP COA)  
*(Online at: <https://www.cityofdenison.com/historic-preservation/page/certificate-appropriateness-application>)*
- 1-1a \_\_\_\_\_ Submit copy of HP COA Application
- 1-1b \_\_\_\_\_ HP COA approval date \_\_\_\_\_
- 1-2 \_\_\_\_\_ Letter of Intent submitted, with attachments if necessary *(project overview, approximate timeline, estimated investment, itemized costs or bids, grant amount requested)*
- 1-3 \_\_\_\_\_ DDA Addendum to HPB Certificate of Appropriateness Application submitted
- 1-4 \_\_\_\_\_ “Before” digital photos submitted *(original photo files are preferred over scanned photographs)*
- 1-5 \_\_\_\_\_ Budget (or bids) for Project submitted
- 1-6 \_\_\_\_\_ W-9 submitted
- 1-7 \_\_\_\_\_ Drawings for Project submitted
- 1-8 \_\_\_\_\_ Certification of Taxes Paid submitted *(Printout showing zero balance will suffice. Visit <http://taxsearch.co.grayson.tx.us:8443/> then enter the property address into the Property Search bar)*
- 1-9 \_\_\_\_\_ Proof of current membership in Denison Chamber of Commerce
- 1-10 \_\_\_\_\_ Award Notification sent via email/mail Date: \_\_\_\_\_  
*(Award Letter may be issued with contingencies if applicable)*

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## **STEP 2 Final Preparation and Completion of Work**

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- Program and Indemnity Agreements signed and submitted and Paperwork Complete.
- Architectural drawings submitted (if required, this may be done earlier to expedite the process).
- Contractor insurance and City permits secured.
- Work is completed.

- 2-1 \_\_\_\_\_ DDA Façade Grant Program Agreement signed and submitted
- 2-2 \_\_\_\_\_ DDA Façade Grant Indemnity Agreement signed and submitted  
All Parties Final Agreement Date: \_\_\_\_\_
- 2-3 \_\_\_\_\_ Architectural drawings submitted *(If required, this may be done earlier to expedite the process.)*
- 2-4 \_\_\_\_\_ Contractor Certificate of Insurance submitted *(before work begins – if required)*
- 2-5 \_\_\_\_\_ Building Permit submitted before work begins *(if required by City)*
- 2-6 \_\_\_\_\_ Sign Permit submitted before work begins *(if required by City)*
- 2-7 \_\_\_\_\_ Check with City of Denison Code Enforcement to make sure there are no remaining minimum property standard issues

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**STEP 3 Grant Close Out**

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- DDA will process payment and mail Façade Grant Matching Funds within 15 days of receipt of reimbursement request and all supporting documents from Grantee.
- DDA will issue Federal IRS 1099 at year end.

- 3-1 \_\_\_ Request Main Street staff walk through
- 3-2 \_\_\_ “After” digital photos submitted (*please email original photos - no scans*)
- 3-3 \_\_\_ Submit Applicant Letter of Completion (can be via email) to Denison Development Alliance acknowledging all work complete, inspected, approved by applicant; acknowledgement that all contractors and service providers have been paid, and there are no outstanding violation(s) of City or HPB code(s).
- 3-4 \_\_\_ Submit Applicant Invoice to Denison Development Alliance requesting reimbursement must include:
- 3-4a \_\_\_ Total final investment
- 3-4b \_\_\_ Detailed project expenses with supporting paid invoices and receipts
- 3-4c \_\_\_ Amount of the reimbursement requested as per agreement.
- 3-5 \_\_\_ Federal IRS 1099 Form received from Denison Development Alliance

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**FOR OFFICE USE ONLY:**

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- O-1 \_\_\_ Confirm location within the Commercial Historic Overlay District boundaries.
- O-2 \_\_\_ Confirm current membership in Denison Chamber of Commerce
- O-3 \_\_\_ Award Notification Letter sent to applicant
- O-4 \_\_\_ HP Board Application Presented Date: \_\_\_\_\_  
HPB Approved \_\_\_\_\_ Denied \_\_\_\_\_
- O-5 \_\_\_ Confirm applicant is in good standing with City or HPB (no outstanding violations, etc.)
- O-6 \_\_\_ Received request for reimbursement
- O-7 \_\_\_ Staff “walk-through” complete
- O-8 \_\_\_ 1099 Form issued

## **Secretary of Interior's *Standards for Rehabilitation***

All Denison Commercial Historic Overlay District Facade Grant applications will be reviewed by the Historic Preservation Board and DDA. The Historic Preservation Board and DDA will maintain an awareness of the *Standards of Rehabilitation* as follows:

1. Every reasonable effort shall be made to provide a compatible use for a property which requires minimal alteration of the building, structure or site and its environment, or to use a property for its original intended purpose.
2. The distinguishing original qualities or character of a building, structure, or site and its environment shall not be destroyed. The removal or alteration of any historic material or distinctive architectural features will disqualify any building from this program.
3. All building, structures, and sites shall be recognized as products of their own time. Alterations that have no historical basis and which seek to create an earlier appearance shall be discouraged and may disqualify any building from this program.
4. Changes, which may have taken place in the course of time, are evidence of the history and development of a building, structure, or site and its environment. These changes may have acquired significance in their own right, and this significance may be recognized and respected.
5. Deteriorated architectural features shall be repaired rather than replaced, wherever possible. In the event replacement is necessary, the new material should match the material being replaced in composition, design, color, texture, and other visual qualities.
6. The surface cleaning of structures shall be undertaken with the gentlest means possible. Sandblasting and other cleaning methods that will change or damage the historic building materials shall not be undertaken.
7. Contemporary design for alteration and additions to existing properties shall not be discouraged when such alterations and additions do not destroy significant historical, architectural or cultural materials, and such design is compatible with the size, scale, color, material, and character of the property, neighborhood, or environment.
8. Whenever possible, new additions or alterations to structures shall be done in such a manner that if such addition or alterations were to be removed in the future, the essential form and integrity of the structure would be unimpaired. New additions should be compatible to the present structure.



City of Denison  
**Application for Certificate of Appropriateness**  
 300 W. Main Street, PO Box 347  
 Denison, TX 75020  
[planning@cityofdenison.com](mailto:planning@cityofdenison.com)  
 903-465-2720



Revision Date: 05/2021  
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Address of Property: \_\_\_\_\_

Property Owner(s): \_\_\_\_\_

Applicant Name: \_\_\_\_\_

Relationship to Owner: \_\_\_\_\_

Check if same as Property Owner

Applicant Mailing Address: \_\_\_\_\_

Applicant E-Mail Address: \_\_\_\_\_ Applicant Cell Phone Number: \_\_\_\_\_

<https://www.cityofdenison.com/historic-preservation/page/certificate-of-appropriateness-application>  
**SAMPLE**  
**Complete form online**

Please submit this completed application with the following supplemental items attached:

- Letter of intent stating all work being done, purpose of work, and all colors, materials to be used
- Current photograph of property
- Historical photograph of property (if available)
- A detailed list of all building materials and colors to be used (swatches and samples may be requested) Three (3) color options and their proposed application shall be provided with each painting request
- Site Plan or photograph of site with proposed changes
- Drawing of proposed changes, including dimensions of each element being added/removed
- Required if signage is involved: scale drawing of signage, including dimensions, colors, locations, illumination, materials, and hardware listed noted

*This application may not be considered complete without supplemental items.*

**Bold items required for all projects.**

*Attachments should be 11" X 17" or smaller.*

**Certificate of Appropriateness becomes null and void if authorized work has not begun one year after issuance.**

Building Primary Material Type: <input type="checkbox"/> Wood <input type="checkbox"/> Brick <input type="checkbox"/> Stucco <input type="checkbox"/> Other: _____	Name of Contractor: _____  Has the building been previously painted? <input type="checkbox"/> Yes <input type="checkbox"/> No
Property's Current Primary Use: <input type="checkbox"/> Commercial <input type="checkbox"/> Residential <input type="checkbox"/> Other: _____	Will changes being made change the primary use? <input type="checkbox"/> No <input type="checkbox"/> Yes. If yes, state new use: _____

Please check all that apply regarding the work to be done at the property:

<b>Masonry</b> <input type="checkbox"/> Type <input type="checkbox"/> Repointing <input type="checkbox"/> Cleaning <input type="checkbox"/> Removing paint <input type="checkbox"/> Repairing/replacing/removing <input type="checkbox"/> Coatings, including water repellent coatings	<b>Wood</b> <input type="checkbox"/> Removing Paint <input type="checkbox"/> Repairing/replacing/removing wood <input type="checkbox"/> Coating, including chemical preservatives	<b>Painting:</b> <i>Please provide samples and list all colors.</i> <input type="checkbox"/> Brick: _____ <input type="checkbox"/> Other masonry: _____ <input type="checkbox"/> Wood: _____ <input type="checkbox"/> Other façade elements: _____
<b>Windows</b> <input type="checkbox"/> Repairing/replacing sashes <input type="checkbox"/> Changing number size, location, or glazing pattern <input type="checkbox"/> Cutting new windows <input type="checkbox"/> Closing or blocking <input type="checkbox"/> Replacing	<b>Entrances:</b> <i>including doors, fanlights, sidelights, pilasters, entablatures, columns, balustrades, etc.</i> <input type="checkbox"/> Entrance repair/replacement <input type="checkbox"/> Entrance removal <input type="checkbox"/> Porch removal <input type="checkbox"/> Porch closure/enclosure	<b>Roof:</b> <i>including dormers, chimneys, shingles, tiles, shingles, metal, etc.</i> <input type="checkbox"/> Repairing roof <input type="checkbox"/> Replacing roof <input type="checkbox"/> Repairing/replacing features <input type="checkbox"/> Removing features
<b>Additions</b> <input type="checkbox"/> Addition to primary facade <input type="checkbox"/> Other addition: _____	<b>Demolition</b> <input type="checkbox"/> Residential <input type="checkbox"/> Commercial <input type="checkbox"/> Other: _____	<b>Other</b> <input type="checkbox"/> Please explain: _____ _____

Complete form online  
<https://www.cityofdenison.com/historicpreservation/page/certificate-appropriateness-application>

Signage to be installed:

<b>Location</b> <input type="checkbox"/> Window/door <input type="checkbox"/> Building <input type="checkbox"/> Pole <input type="checkbox"/> Other: _____	<b>Lighting</b> <input type="checkbox"/> Exterior illumination <input type="checkbox"/> Building illumination <input type="checkbox"/> Non-white lighting <input type="checkbox"/> Type: <input type="checkbox"/> Other: _____	<b>Hardware</b> <input type="checkbox"/> Screw mounting <input type="checkbox"/> Wires <input type="checkbox"/> Tension system <input type="checkbox"/> Freestanding: <input type="checkbox"/> Other: _____
<b>Colors</b> <input type="checkbox"/> Please list: _____ _____	<b>Materials</b> <input type="checkbox"/> Masonry Type: _____ <input type="checkbox"/> Vinyl <input type="checkbox"/> Metal <input type="checkbox"/> Canvas <input type="checkbox"/> Other: _____	<b>Other signage elements</b> <input type="checkbox"/> Please explain: _____ _____

I hereby certify that I have examined this application and know the information presented herein to be true and correct. All provisions of laws and ordinance governing this type of work will be complied with whether specified or not. If a Certificate of Appropriateness (COA) is issued, it is my responsibility to verify if a Building Permit is necessary before beginning work, and to verify if inspections must be done upon completion of work. The granting of a COA does not give authority to violate or be exempt from the provisions of any other local, state, or federal law regulating construction or performance of construction.

**Work done without an applicable COA may result in a fine, and removal of unauthorized construction required.**

\_\_\_\_\_  
Property Owner's Signature

\_\_\_\_\_  
Property Owner's Printed Name

**SAMPLE**  
**Complete form online**  
<https://www.cityofdenison.com/historic-preservation/page/certificate-appropriateness-application>

OFFICIAL USE ONLY

Staff Received:	Case Number:	Receipt #:
Select one: Contributing/Non-contributing	Date Received:	Built Circa:



**DDA Addendum**  
**To HPB Certificate of Appropriateness Application**

*Must be completed by ALL CHOD applicants and submitted to DDA. The most recent form is online at:  
[www.denisontx.org](http://www.denisontx.org) > Business Services > Façade Grants or follow this link:  
<https://www.denisontx.org/DocumentCenter/View/889/DDA-Addendum-to-HPB-application-fillable>*

Applicant's Name: \_\_\_\_\_

Business Name: \_\_\_\_\_

Appraisal District Address(es): \_\_\_\_\_

Is this building a "Contributing Structure" in Denison's National Register District:     Yes     No

Additional proposed work includes: *(check all that apply and provide details in the Letter of Intent)*

- \_\_\_ Paint permanent awning
- \_\_\_ Replace, clean or paint window glazing
- \_\_\_ Prepare wood for painting
- \_\_\_ Caulk and seal windows for weather tightness
- \_\_\_ Paint window framing
- \_\_\_ Repair doors and framing
- \_\_\_ Paint doors
- \_\_\_ Remove screens from transom windows
- \_\_\_ Remove, change, or replace business signs

***Dimensions & Square Footage Calculations (in feet):***

	<i>Width</i>		<i>Height</i>		<i>Square Footage</i>	<i>Street Front</i>	<i>Office Use Only</i>
Front of building		x		=		Yes	@ \$7
Side of building		x		=		<input type="checkbox"/> No <input type="checkbox"/> Yes	No @ \$1.50 Yes @ \$7
Side of building		x		=		<input type="checkbox"/> No <input type="checkbox"/> Yes	No @ \$1.50 Yes @ \$7
Back of building		x		=		No	@ \$1.50

**Total cost of improvement project \$ \_\_\_\_\_ Anticipated Completion Date \_\_\_\_\_**

**APPLICANT**

Signature: \_\_\_\_\_

Name (printed): \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_



## DENISON FACADE GRANT INDEMNITY AGREEMENT

This Agreement is entered into this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, by and between the Denison Development Alliance (hereinafter “DDA”) and \_\_\_\_\_, (hereinafter “APPLICANT”). DDA and APPLICANT agree as follows:

1. **Ownership of Facility.** APPLICANT is the owner of property located at \_\_\_\_\_, Denison, Grayson County, Texas (the “Facility”).
2. **Grant Funds Application.** APPLICANT has applied to DDA for a grant to make improvements to the facade of the Facility and DDA has approved a grant (the “Grant”) up to \$\_\_\_\_\_.
3. **Applicant’s Scope of Work.** APPLICANT is directly responsible for all work done by any party, employee, or firm in relation to the Facility.
4. **DDA’s Non-Involvement in Work.** DDA is NOT in charge of and/or responsible for any work done in relation to the Facility.
5. **DDA’s Non-Responsibility.** DDA is NOT responsible to APPLICANT for APPLICANT’S employees, patrons, guests, contractors, or invitees for any damages, injuries, or losses to person or property caused by:
  - an act, omission, or negligence of APPLICANT including but not limited to APPLICANT’S agents, guests, employees, patrons, contractors, invitees, or any other party in, at, or on the Facility.
  - fire, flood, water leaks, ice, snow, hail, winds, explosion, smoke, riot, strike, interruption of utilities, theft, burglary, robbery, assault, vandalism, environmental contaminants, pandemic situations, or other occurrences or casualty losses to the Facility.
6. **Applicant’s Indemnity.** APPLICANT agrees to indemnify and hold DDA, and its agents, officers, and employees harmless from any and all losses, claims, suits, actions, and liability, including any litigation costs, that arise from any act or omission of APPLICANT or any of its officers, directors, employees, agents, contractors, assignees, and affiliates relating to work on the Facility for which this grant is made regardless of whether the act or omission is related to Facility improvements or other stated purpose of this grant.
7. **Enforceability.** THE INDEMNITY SET FORTH IN THIS AGREEMENT IS INTENDED TO BE ENFORCEABLE AGAINST THE APPLICANT AND ITS SUCCESSORS AND ASSIGNS IN ACCORDANCE WITH THE EXPRESSED TERMS AND SCOPE HEREOF NOTWITHSTANDING TEXAS’ EXPRESS NEGLIGENCE RULE OR ANY SIMILAR DIRECTIVE THAT WOULD PROHIBIT OR OTHERWISE LIMIT INDEMNITIES BECAUSE OF THE NEGLIGENCE (WHETHER SOLE, CONCURRENT, ACTIVE OR PASSIVE) OR OTHER FAULT OR STRICT LIABILITY OF DDA.
8. **Limited Liability.** DDA shall only be liable to APPLICANT for the actual amount of the Grant and shall not be liable to APPLICANT for any other actual or consequential damages, direct or

indirect, interest, attorney fees, or costs of court for any act caused by a party (APPLICANT or otherwise) in, at, or on the Facility. In no event will DDA be liable to APPLICANT for any indirect, special, punitive, exemplary, incidental or consequential damages. This limitation will apply regardless of whether or not APPLICANT has been advised of the possibility of such damages.

9. **Relationship of Parties and Disclaimer of Liability.** The parties will perform their respective obligations under this Agreement as independent contractors and not as agents, employees, partners, joint venturers, or representatives of any other party. Neither party can make representations or commitments that bind the other party.
  
10. **Choice of Law and Applicable Venue.** This Agreement is made and entered into in the State of Texas and this Agreement and all disputes arising out of or relating thereto shall be governed by the laws of the State of Texas, without regard to any otherwise applicable conflict of law rules or requirements. Any action, suit, litigation or other proceeding (collectively "litigation") arising out of or in any way relating to this Agreement, or the matters referred to therein, shall be commenced exclusively in Grayson County, Texas and APPLICANT hereby irrevocably and unconditionally consents to the exclusive jurisdiction of those courts for the purpose of prosecuting and/or defending such litigation.
  
11. **Attorney's Fees.** In the event of a dispute arising from the interpretation of this agreement or a default of a party hereunder, the prevailing party shall be entitled to recover reasonable attorney's fees and costs from the other party.

Executed effective the date shown at the beginning of this Agreement.

**DDA**

DENISON DEVELOPMENT ALLIANCE

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

**APPLICANT**

Name: \_\_\_\_\_

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_