

AGENDA
Dallas Center City Council
November 28, 2017 – 6:00 pm - Memorial Hall

1. Pledge of Allegiance
2. Roll Call
3. Action to approve agenda
4. Issuance of Not to Exceed \$10 million Revenue Refunding Bonds (YMCA Project)
 - a. Discussion – Representative of Davis Brown Law Firm
 - b. Action on Resolution 2017-48 – regarding the issuance of an amount not to exceed \$10,000,000 of its revenue refunding bonds (YMCA Project), Series 2017, calling a public hearing (7 p.m. December 12, 2017) on the proposed issuance of the bonds, and ratifying publication of notice of the hearing
5. Budget Strategy Session
6. Adjournment

Cindy Riesselman, City Clerk

Cindy Riesselman

From: Strutt Todd, Courtney
Sent: Tuesday, November 21, 2017 3:57 PM
To: Cindy Riesselman; 'mayor'
Cc: 'Ralph Brown'; Strutt Todd, Courtney; VanSickel, David B.
Subject: YMCA Resolution for Nov. 28th
Attachments: Dallas Center - Initial Resolution - YMCA -2017.DOC

Dear Group,

After review of all the YMCA deals, the plan is to have the City of Dallas Center issue bonds to the YMCA which will refund the prior Dallas Center 2008 Bonds as well as the Dallas County Bonds. I believe the outstanding principal amount at this time is \$8,168,025.20 and there may be a slight increase in the issuance amount to pay accrued interest or costs of issuance. The reason we are asking Dallas Center to refund both is because we have to have this bond re-designated as bank qualified but unfortunately Dallas County doesn't have the capacity to do that since it has issued its own bonds this year up to the \$10 million limit.

I, or one of my associates, can be in attendance at the meeting next week. Is this the only or first thing on the agenda since it is a special meeting?

I really appreciate your help on this. Please let me know if you have any questions and I will try to get documents circulated next week for review.

Thanks,
Courtney



Courtney A. Strutt Todd |

Dallas Center, Iowa
November 28, 2017

The City Council of Dallas Center, Iowa met in special session on the 28th day of November, 2017, at 6:00 p.m., at the Dallas Center American Legion Hall, 1502 Walnut Street in Dallas Center, Iowa. The meeting was called to order and there were present, _____, Mayor, and the following named Council Members:

Absent: _____

Matters were discussed concerning the issuance of Revenue Refunding Bonds to finance the construction, improving and equipping of a new facility in Waukee, Iowa for The Young Men's Christian Association of Greater Des Moines, Iowa. Following a discussion of the proposal, Council Member _____ introduced and caused to be read a resolution entitled "A Resolution Regarding the Issuance of an Amount not to Exceed \$10,000,000 of its Revenue Refunding Bonds (YMCA Project) Series 2017, Calling A Public Hearing On The Proposed Issuance Of The Bonds, and Ratifying Publication Of Notice Of The Hearing," and moved its adoption. The motion was seconded by Council Member _____. After due consideration of said resolution by the Council, the Mayor put the question on the motion and, the roll being called, the following named Council Members voted:

Ayes: _____

Nays: _____

Whereupon, the Mayor declared said resolution, a copy of which is attached hereto, duly adopted and signed his approval thereto.

Mayor

Attest:

City Clerk

A RESOLUTION REGARDING THE ISSUANCE OF AN AMOUNT NOT TO EXCEED \$10,000,000 OF ITS REVENUE REFUNDING BONDS (YMCA PROJECT), SERIES 2017, CALLING A PUBLIC HEARING ON THE PROPOSED ISSUANCE OF THE BONDS, AND RATIFYING PUBLICATION OF NOTICE OF THE HEARING.

WHEREAS, Dallas Center, Iowa (hereinafter referred to as the "City"), is a municipal corporation and political subdivision organized and existing under the laws and the Constitution of the State of Iowa (the "State"), and is authorized and empowered by Chapter 419 of the Code of Iowa, as amended (hereinafter referred to as the "Act"), to issue revenue bonds and loan the proceeds from the sale of said bonds to one or more parties to be used to defray all or a portion of the cost of acquiring, improving and equipping a "project" (as defined in the Act) for the purpose of securing and developing industry and trade within or near the City in order to create jobs and employment opportunities and to improve the welfare of the residents of the City and the State; and

WHEREAS, the City has been requested by The Young Men's Christian Association of Greater Des Moines, Iowa (the "YMCA") to issue an amount not to exceed \$10,000,000 of its Revenue Refunding Bonds (YMCA Project) Series 2017 (the "Bonds"), in order to provide financing to (i) refund its \$7,000,000 Revenue Bonds (YMCA Project) Series 2008 and the \$7,000,000 Dallas County, Iowa Revenue Bonds (YMCA Project) Series 2008 (together, the "Existing Bonds") which were each originally issued to provide a portion of the financing for the construction, improving and equipping of a new YMCA facility, including an approximately 70,000 square foot gymnasium, family aquatic center, fitness center, racquetball courts, family center and kids' zone ("Project"), at the northwest corner of Warrior Lane and Hickman Road in Waukee, Iowa, a location within eight miles of the corporate limits of the City; and (ii) to pay costs of issuance; and

WHEREAS, it has been represented to the City that the amount necessary to refinance the Project will require the issuance by the City of not to exceed \$10,000,000 aggregate principal amount of its Revenue Bonds pursuant to the provisions of the Act; and

WHEREAS, it is proposed that the City issue the Bonds pursuant to the Act and loan said amount to the YMCA under a Loan Agreement between the City and the YMCA (the "Loan Agreement"), the obligation of which will be sufficient to pay the principal of and interest and redemption premium, if any, on the Bonds as and when the same shall become due; and

WHEREAS, before the Bonds may be issued, it is necessary to publish a notice of intention to issue the Bonds and conduct a public hearing on the proposal to issue the Bonds, all as required and provided for by Section 419.9 of the Act and Section 147(f) of the Internal Revenue Code of 1986, as amended; and

WHEREAS, the YMCA has requested that the City take initial official action with respect to the Bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF DALLAS CENTER, IOWA AS FOLLOWS:

Section 1. That in order to assist in the refinancing of the construction, improving and equipping of the Project and in recognition of the benefits to the City and its residents resulting therefrom, the City declares its official intent to proceed with the necessary proceedings required to issue the Bonds.

Section 2. That the Dallas Center, Iowa City Council will meet at the Council Chambers, American Legion Hall, 1502 Walnut, Dallas Center, Iowa 50063, on the 12th day of December, 2017 at 7:00 o'clock p.m., at which time and place a public hearing shall be held on the proposal to issue the Bonds referred to in the preamble hereof, at which hearing all local residents who appear shall be given an opportunity to express their views for or against the proposal to issue the Bonds.

Section 3. That the City Clerk is hereby directed to give notice of intention to issue the Bonds, setting forth the amount and purpose thereof, and the time when and place where the hearing will be held, by publication at least once not less than fifteen (15) days prior to the date fixed for the hearing, in the Dallas County News, a newspaper published and having a general circulation within Dallas Center, Iowa. The notice shall be in substantially the following form:

NOTICE OF PUBLIC HEARING AND INTENTION TO REISSUE OR REFUND
REVENUE BONDS (YMCA PROJECT) SERIES 2008 AND TO ISSUE
REFUNDING BONDS (YMCA PROJECT) SERIES 2017

Notice is hereby given that a public hearing will be conducted before the City Council of Dallas Center, Iowa (the "City") at the Dallas Center Council Chambers, American Legion Hall, 1502 Walnut, Dallas Center, Iowa 50063, at 7:00 o'clock p.m., on December 12, 2017, on a proposal to (i) reissue or refund its \$7,000,000 Revenue Bonds (YMCA Project), Series 2008 (the "2008 Bonds"), pursuant to the provisions of Chapter 419 of the Code of Iowa, as amended, and Sections 103 and 147 of the Internal Revenue Code of 1986, as amended, for the purpose of extending the maturity on the 2008 Bonds which were originally issued to provide a portion of the financing for the construction, improving and equipping of a new YMCA facility, including an approximately 70,000 square foot gymnasium, family aquatic center, fitness center, racquetball courts, family center and kids' zone (the "Project") and (ii) issue an amount which in the aggregate with the 2008 Bonds above will not exceed \$10,000,000 of refunding bonds previously issued by either Dallas County or the Iowa Finance Authority (the "Refunding Bonds" and together with the 2008 Bonds, the "Bonds") originally issued for the purpose of financing the Project and to pay for costs of issuance. The Project will be located at the northwest corner of Warrior Lane and Hickman Road in Waukee, Iowa and will be owned and operated by The Young Men's Christian Association of Greater Des Moines, Iowa ("YMCA"). It is proposed that an amendment be executed to the loan agreement between the YMCA and the City for the 2008 Bonds (the "2008 Loan Agreement") and that the proceeds from the sale of the Refunding Bonds be loaned to the YMCA pursuant to a loan agreement (the "Refunding Loan Agreement" and together with the 2008 Loan Agreement, the "Loan Agreement") which will provide for loan payments sufficient to pay the principal of and interest and redemption premium, if any, on the Bonds as the same fall due.

Such Bonds, if issued, and the interest and premium, if any, thereon will be payable solely out the revenues derived from the Loan Agreement. The Bonds shall be limited obligations of the City payable solely from revenues received by the City under and pursuant to the Loan Agreement, and secured by a pledge of the rights of the City under and pursuant to the Loan Agreement. The Bonds will represent and constitute, solely and exclusively, limited obligations of the City and will not represent, constitute or create an obligation, general or special, indebtedness, or moral obligation of the City within the meaning of any state constitutional provision or statutory limitations, and shall not constitute nor give rise to a pecuniary liability of the City or a charge against its general credit or taxing powers.

All local residents who appear at said public hearing shall be given an opportunity to express their views for or against the proposal to issue the Bonds, and at said hearing, or any adjournment thereof, the City Council of the City shall adopt a resolution determining whether or not to proceed with the issuance of the Bonds.

DALLAS CENTER, IOWA CITY COUNCIL

By: _____
City Clerk

Section 4. That in order that the Project not be unduly delayed, the Borrower may make such commitments, expenditures and advances toward payment of the costs of the Project as it considers appropriate, subject to reimbursement from the proceeds of the Bonds when and if issued and sold, but otherwise without liability on the part of the City. That all costs of the City in connection with issuance of the Bonds shall be the responsibility of the Borrower.

Section 5. THAT THE BONDS, WHEN REISSUED, SHALL BE LIMITED OBLIGATIONS OF THE CITY PAYABLE SOLELY FROM REVENUES RECEIVED BY THE CITY UNDER AND PURSUANT TO THE LOAN AGREEMENT, AND SECURED BY A PLEDGE OF THE RIGHTS OF THE CITY UNDER AND PURSUANT TO THE LOAN AGREEMENT. THE BONDS WILL REPRESENT AND CONSTITUTE, SOLELY AND EXCLUSIVELY, LIMITED OBLIGATIONS OF THE CITY AND WILL NOT REPRESENT, CONSTITUTE OR CREATE AN OBLIGATION, GENERAL OR SPECIAL, INDEBTEDNESS, OR MORAL OBLIGATION OF THE CITY WITHIN THE MEANING OF ANY STATE CONSTITUTIONAL PROVISION OR STATUTORY LIMITATIONS, AND SHALL NOT CONSTITUTE NOR GIVE RISE TO A PECUNIARY LIABILITY OF THE CITY OR A CHARGE AGAINST ITS GENERAL CREDIT OR TAXING POWERS.

Section 6. That the officers of the City and the City Attorney are hereby authorized to take such further action as may be necessary to carry out the intent and purpose of this Resolution.

Section 7. That all resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

Passed and approved this 28th day of November, 2017.

Mayor

Attest:

City Clerk

(SEAL)

STATE OF IOWA)
) SS:
COUNTY OF DALLAS)

I, Cindy Riesselman, City Clerk of Dallas Center, Iowa, do hereby certify that I have in my possession or have access to the complete corporate records of the City Council of said City; and that I have carefully compared the transcript hereto attached with the aforesaid corporate records and that said transcript hereto attached is a true, correct and complete copy of all of the corporate records showing the action taken with respect to the matters set forth therein by the City Council of said City on November 28, 2017, which proceedings remain in full force and effect, and have not been amended or rescinded in any way; that such meeting was duly and publicly held in accordance with the Notice of Meeting and tentative agenda, a copy of which was timely served on each member of the Council and posted on a bulletin board or other prominent place easily accessible to the public and clearly designated for that purpose at the principal office of the Council (a copy of the face sheet of said agenda being attached hereto) pursuant to the rules of the Council and the provisions of Chapter 21, Code of Iowa, as amended, upon reasonable advance notice to the public and media at least twenty-four (24) hours prior to the commencement of the meeting as required by said law and with members of the public in attendance. I further certify that the individuals named in the attached proceedings were on the date thereof duly and lawfully possessed of their respective offices as indicated therein, that no Council vacancies existed except as may be stated in said proceedings, and that no controversy or litigation is pending, prayed or threatened involving the incorporation, organization, existence or boundaries of the City or the right of the individuals named therein to their respective positions.

WITNESS my hand and the seal of said City hereto affixed this 28th day of November, 2017.

City Clerk of Dallas Center, Iowa

(SEAL)