

The City Council of the City of Greensboro, North Carolina met in a regular meeting in the Council Chambers of the Melvin Municipal Office Building located at 300 W. Washington Street in Greensboro, North Carolina, the regular place of meeting, at 5:30 p.m. on August 20, 2019.

Present: Mayor Nancy B. Vaughan, presiding, and Council Members

Absent: Council Members

Also Present: _____

* * * * *

The Mayor announced that this was the hour and day of the public hearing on a trust agreement or similar installment financing agreement (the "Agreement") to be entered into by the City of Greensboro, North Carolina (the "City") pursuant to Section 160A-20 of the General Statutes of North Carolina providing for the issuance of one or more series of limited obligation bonds thereunder (the "Bonds") in an aggregate principal amount not to exceed \$82,000,000 for the purpose of providing funds, together with any other available funds, to (a) pay the costs of acquiring, constructing and equipping (i) two downtown parking decks and appurtenant facilities to be owned and operated by the City for public parking and (ii) two fire stations, fire training facilities and emergency alerting systems for the City (collectively, the "Project"), (b) pay all or a portion of the interest on the Bonds during construction of the Project and (c) pay certain financing costs relating thereto. If the City enters into the Agreement, it will secure its obligations thereunder by executing and delivering a deed of trust granting a lien on all or a portion of the sites of the Project, together with all improvements or fixtures located or to be located thereon, subject to permitted encumbrances.

Section 160A-20(g) of the General Statutes of North Carolina requires that the City hold a public hearing prior to entering into the Agreement.

The Mayor acknowledged due publication of the notice of public hearing in a newspaper with a general circulation in said City and directed the City Clerk to attach the affidavit showing publication in said newspaper on a date at least ten (10) days prior to the date hereof as Exhibit A.

The Mayor then announced that the City Council would immediately hear anyone who might wish to be heard on the Agreement as described above.

A list of all persons making comments and a summary of such comments are attached as Exhibit B.

The public hearing was closed.

All statements and comments by participants of the public hearing were duly considered by the City Council.

Thereupon, Council Member _____ introduced the following resolution the title of which was read and a copy of which had been previously distributed to each Council Member:

RESOLUTION MAKING CERTAIN FINDINGS AND DETERMINATIONS REGARDING THE PROPOSED FINANCING OF PARKING AND FIREFIGHTING FACILITIES AND REQUESTING THE LOCAL GOVERNMENT COMMISSION TO APPROVE THE FINANCING ARRANGEMENT

BE IT RESOLVED by the City Council (the “City Council”) of the City of Greensboro, North Carolina (the “City”) as follows:

Section 1. The City Council does hereby find and determine as follows:

(a) The City has determined to finance the costs of acquiring, constructing and equipping (i) two downtown parking decks and appurtenant facilities to be owned and operated by the City for public parking and (ii) two fire stations, fire training facilities and emergency alerting systems for the City (collectively, the “Project”).

(b) After a public hearing and due consideration, the City has determined to enter into a Master Trust Agreement, to be dated as of October 1, 2019 or other mutually agreeable date (the “Master Trust Agreement”), between the City and U.S. Bank National Association, as trustee (the “Trustee”), pursuant to which the City will issue one or more series of limited obligation bonds thereunder (the “Bonds”) in an aggregate principal amount not to exceed \$82,000,000 to provide funds, together with any other available funds, to pay (i) the costs of the Project, (ii) all or a portion of the interest on the Bonds during construction of the Project and (iii) the fees and expenses incurred in connection with the sale and issuance of the Bonds.

(c) In order to secure its obligations under the Master Trust Agreement, as supplemented and amended from time to time, the City will execute and deliver a Deed of Trust, to be dated as of October 1, 2019 or other mutually agreeable date (the “Deed of Trust”), for the benefit of the Trustee granting a lien on all or a portion of the sites of the Project, together with any improvements or fixtures located or to be located thereon, subject to permitted encumbrances.

(d) The City has further determined to initially finance (i) certain initial costs relating to land acquisition, site preparation and design for one of the two downtown parking decks currently known as the February 1 Place Deck and (ii) the costs of acquiring, constructing and equipping the other downtown parking deck currently known as the Eugene Street Parking Deck (the “2019 Project”), which 2019 Project constitutes a portion of the Project.

(e) In furtherance thereof, the City has determined to issue a first series of the Bonds pursuant to the Master Trust Agreement and a First Supplemental Trust Agreement, to be dated as of October 1, 2019 or other mutually agreeable date (the “First Supplemental Trust Agreement” and, together with the Master Trust Agreement, the “Trust Agreement”), between the City and the Trustee in an aggregate principal amount not to exceed \$38,000,000 (the “2019 Bonds”) to provide funds, together with any other available funds, to pay (i) the costs of the 2019 Project, (ii) all or a portion of the interest on the 2019 Bonds during construction of the 2019 Project and (iii) the fees and expenses incurred in connection with the sale and issuance of the 2019 Bonds.

(f) It is in the best interest of the City to enter into the Trust Agreement and to issue the 2019 Bonds pursuant thereto in that such plan of finance will result in the financing of the 2019 Project in an efficient and cost effective manner.

(g) Entering into the Trust Agreement and issuing the 2019 Bonds pursuant thereto is preferable to a general obligation bond issue or revenue bond issue in that (i) the City does not have sufficient constitutional authority to issue non-voted general obligation bonds pursuant to Article V, Section 4 of the North Carolina Constitution because the City has not retired a sufficient amount of general obligation debt in the preceding fiscal year to issue a sufficient amount of general obligation bonds for the financing of the Project; (ii) the revenues to be generated by the Project are not sufficient to allow for the issuance of revenue bonds to finance the costs of the Project; (iii) the costs of the 2019 Project exceed the amount to be prudently provided from currently available appropriations and unappropriated fund balances; (iv) the circumstances existing require that funds be available to commence the 2019 Project as soon as practicable and the time required for holding an election for the issuance of voted general obligation bonds pursuant to Article V, Section 4 of the North Carolina Constitution and the Local Government Bond Act would delay the 2019 Project by several months; and (v) there can be no assurances that the issuance of general obligation bonds to finance the 2019 Project would be approved by the voters and the current interest rate environment dictates the financing of the Project be accomplished in a timely and expedient manner.

(h) Based upon information provided to the City Council, the costs of the financing described above is reasonably comparable to the costs associated with other alternative means of financing and is acceptable to the City Council.

(i) Counsel to the City will render an opinion to the effect that the proposed undertaking as described above is authorized by law and is a purpose for which public funds may be expended pursuant to the Constitution and laws of the State of North Carolina.

(j) The debt management policies of the City have been carried out in strict compliance with law, and the City is not in default under any obligation for repayment of borrowed money.

(k) No valorem tax rate increase is currently expected to be necessary to pay principal of and interest on the Bonds.

Section 2. The City Council hereby authorizes and approves the filing of an application with the Local Government Commission for approval of the 2019 Bonds and the Trust Agreement and requests the Local Government Commission to approve the 2019 Bonds and the Trust Agreement and the proposed financing in connection therewith.

Section 3. The following financing team members are hereby approved by the City in connection with the proposed financing:

Co-Bond Counsel:	Womble Bond Dickinson (US) LLP McKenzie & Associates
Underwriters:	Wells Fargo Bank, National Association Loop Capital Markets LLC
Underwriters' Counsel:	Robinson, Bradshaw & Hinson, P.A.
Trustee:	U.S. Bank National Association
Financial Advisor:	First Tryon Advisors

Section 4. This resolution shall take effect immediately upon its adoption.

The City Attorney then announced that he had approved the foregoing resolution as to form.

Upon motion of Council Member _____, seconded by Council Member _____, the foregoing resolution was adopted by the following vote:

Ayes: _____

Noes: _____

EXHIBIT A

[Attach publisher's affidavit evidencing publication of the Notice of Public Hearing]

EXHIBIT B

[A list of any persons making comments and a summary of such comments to be attached. If no comments are made, please insert "None".]