

MINUTES TO COMBINE LOAN AGREEMENTS AND AUTHORIZE PRELIMINARY OFFICIAL STATEMENT FOR SALE OF BONDS

436775-27

Eagle Grove, Iowa

January 7, 2019

The City Council of the City of Eagle Grove, Iowa, met on January 7, 2019, at 6:30 o'clock p.m., at the Council Chamber the City. The Mayor presided and the roll was called showing the following members of the City Council present and absent:

Present: Vandewater, Weland, Schild, Middleton

Absent: Jergens, Pamperin

After due consideration and discussion, Council Member Weland introduced the following resolution and moved its adoption, seconded by Council Member Middleton. The Mayor put the question upon the adoption of said resolution, and the roll being called, the following Council Members voted:

Ayes: Vandewater, Weland, Schild, Middleton

Nays: none

Whereupon, the Mayor declared the resolution duly adopted, as hereinafter set out.

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At the conclusion of the meeting, and upon motion and vote, the City Council adjourned.

Sandra McKeath
Mayor

Attest:

Byrne Davis
City Clerk

RESOLUTION NO. 2019-07

Resolution combining loan agreements and authorizing the use of a preliminary official statement for the sale of bonds

WHEREAS, the City of Eagle Grove (the “City”), in Wright County, State of Iowa, heretofore proposed to enter into a General Obligation Loan Agreement (the “Urban Renewal Loan Agreement #1”) and to borrow money thereunder in a principal amount not to exceed \$500,000, pursuant to the provisions of Section 384.24(3)(q) and Section 384.26 of the Code of Iowa, for the purpose of carrying out an urban renewal project in the Eagle Grove Downtown Urban Renewal Area consisting of providing tax increment financing support to fund an economic development grant program for the promotion of commercial construction activity in the City, and in lieu of calling an election upon such proposal, has published notice of the proposed action, including notice of the right to petition for an election, and has held a hearing thereon, and as of November 5, 2018, no petition had been filed with the City asking that the question of entering into the Urban Renewal Loan Agreement #1 be submitted to the registered voters of the City; and

WHEREAS, the City also proposed to enter into a General Obligation Loan Agreement (the “Essential Purpose Loan Agreement”), pursuant to the provisions of Section 384.24A of the Code of Iowa, and to borrow money thereunder in a principal amount not to exceed \$1,400,000 for the purpose paying the cost, to that extent, of constructing street, water system, sanitary sewer system, storm-water drainage and sidewalk improvements, and pursuant to law and a notice duly published, the City Council has held a public hearing on such proposal on December 17, 2018; and

WHEREAS, the City also proposed to enter into a General Obligation Loan Agreement (the “Urban Renewal Loan Agreement #2”) (hereinafter referred to as the “Series 2019B Loan Agreement”), and to borrow money thereunder in a principal amount not to exceed \$1,800,000, pursuant to the provisions of Section 384.24(3)(q) and Section 384.26 of the Code of Iowa, for the purpose of carrying out an urban renewal project in the 2018 Eagle Grove Housing Urban Renewal Area consisting of funding the acquisition of real property to serve as the site for a new residential housing subdivision, has published notice of the proposed action and has held a hearing thereon, on December 17, 2018, and as of such date, no petition had been filed with the City asking that the question of entering into the Series 2019B Loan Agreement be submitted to the registered voters of the City; and

WHEREAS, pursuant to the provisions of Chapter 384.28 of the Code of Iowa, the City intends to combine the Urban Renewal Loan Agreement #1 and the Essential Purpose Loan Agreement into a single loan agreement (the “Series 2019A Loan Agreement,” and together with the Series 2019B Loan Agreement, the “Loan Agreements”); and

WHEREAS, a Preliminary Official Statement (the "P.O.S.") has been prepared to facilitate the sale of General Obligation Annual Appropriation Corporate Purpose Bonds, Series 2019A (the "Series 2019A Bonds") and Taxable General Obligation Annual Appropriation Corporate Purpose Bonds, Series 2019B (the "Series 2019B Bonds," and together with the Series 2019A Bonds, the "Bonds") in evidence of the obligation of the City under the Loan Agreements, and it is now necessary to make provision for the approval of the P.O.S. and to authorize its use by Northland Securities, Inc. (the "Underwriter"), as the underwriter of the issuance of the Bonds;

NOW, THEREFORE, Be It Resolved by the City Council of the City of Eagle Grove, Iowa, as follows:

Section 1. The Urban Renewal Loan Agreement #1 and the Essential Purpose Loan Agreement are hereby combined into the Series 2019A Loan Agreement.

Section 2. The City Clerk is hereby authorized to take such action as shall be deemed necessary and appropriate, with the assistance of the Financial Advisor, to prepare the P.O.S. describing the Bonds and providing for the terms and conditions of their sale, and all action heretofore taken in this regard is hereby ratified and approved.

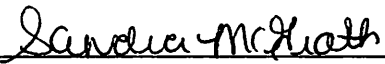
Section 3. The use by the Underwriter of the P.O.S. relating to the Bonds in substantially the form as has been presented to and considered by the City Council is hereby approved, and the Underwriter, together with PFM Financial Advisors LLC (the "Financial Advisor"), are hereby authorized to prepare and use a final Official Statement for the Bonds substantially in the form of the P.O.S. but with such changes therein as are required to conform the same to the terms of the Bonds and the resolution, when adopted, providing for the sale and issuance of the Bonds, and the City Administrator and or/ City Clerk are hereby authorized and directed to execute a final Official Statement for the Bonds, if requested by the Underwriter or Financial Advisor. The P.O.S. as of its date is deemed final by the City within the meaning of Rule 15(c)(2)-12 of the Securities and Exchange Commission.

Section 4. Further action with respect to the Loan Agreement is hereby adjourned to the City Council meeting scheduled for January 22, 2019.

Section 5. All resolutions or parts of resolutions in conflict herewith are hereby repealed to the extent of such conflict.

Section 6. This resolution shall be in full force and effect immediately upon its adoption and approval, as provided by law.

Passed and approved January 7, 2019.



Mayor

Attest:



City Clerk

ATTESTATION CERTIFICATE

STATE OF IOWA
COUNTY OF WRIGHT
CITY OF EAGLE GROVE

SS:

I, the undersigned, City Clerk of the City of Eagle Grove, Iowa do hereby certify that attached hereto is a true and correct copy of the proceedings of the City Council relating to the combining of certain loan agreements and the approval of a preliminary official statement for the sale of certain bonds, as referred to herein

WITNESS MY HAND this 9th day of January, 2019.



City Clerk