

A meeting of the Downtown Development Authority was held Thursday, May 25, 1995 in the Lower Level Conference Room at City Hall, 500 W. Big Beaver. The meeting was called to order at 7:00 p.m.

PRESENT: Michael S. Feigenbaum  
Janet H. Jopke  
Alan M. Kiriluk  
Daniel MacLeish  
Rebecca L. Maccardini  
John G. Pappageorge  
Carol A. Price  
William Sandy  
James Schultz  
Jeanne M. Stine  
Eldon J. Thompson

ABSENT: Garry G. Carley  
William Kennis

\* \* \* \* \*

MINUTES

Resolution #95-27  
Moved by Pappageorge  
Seconded by Stine

RESOLVED, That the minutes of the meeting of April 13, 1995 be approved.

Yeas: Jopke, Feigenbaum, Kiriluk, MacLeish, Maccardini, Pappageorge,  
Price, Sandy, Schultz, Stine, Thompson  
Absent: Carley, Kennis

NEW BUSINESS

Bond Sale Resolution (Series A - Tax Exempt)

Resolution #95-28  
Moved by Kiriluk  
Seconded by Pappageorge

WHEREAS, by a Resolution adopted on January 18, 1995 (the "Bond Resolution") the Authority authorized not to exceed \$11,500,000 1995 Development Bonds, Series A (the "Bonds") to finance part of the project costs as provided in a Tax Increment Financing and Development Plan, as amended, duly adopted by Ordinance of the City Council of the City of Troy; and

WHEREAS, the Michigan Department of Treasury has provided an order excepting the Bonds from prior approval and has waived requirement for public sale; and

WHEREAS, the Authority desires to enter into a Bond Purchase Agreement with McDonald & Company Securities, Inc. with regard to the purchase of the Bonds;

Bond Sale Resolution (Series A - Tax Exempt), Continued

NOW, THEREFORE, BE IT RESOLVED:

1. That the offer of McDonald & Company Securities, Inc. (the "Underwriter") presented to the Authority in a proposed Bond Purchase Agreement, attached hereto, (the "Purchase Agreement") is hereby accepted and the Chairman or Secretary or Treasurer of the Authority in the absence of the Chairman are each authorized and directed to execute and deliver the Purchase Agreement on behalf of the Authority.
2. That the Bonds shall be designated 1995 Development Bonds, Series A and shall be dated, mature, bear interest and pay interest as shown on Exhibit A, attached hereto, and shall be issued in conformity with the Indenture described below. The Bonds shall be subject to redemption prior to maturity as set forth in Exhibit A.
3. That the form of trust indenture by and between the Authority and Old Kent Bank, as Trustee, attached hereto, (the "Indenture") is hereby approved subject to technical changes by the attorneys. The Chairman and Secretary of the Authority are authorized and directed to execute and deliver the Indenture on behalf of the Authority.
4. That the preliminary official statement relating to the Bonds dated May 8, 1995 and its distribution to the Underwriter is hereby authorized, approved and confirmed.
5. That the insurance commitment from Asset Guaranty Insurance Company dated May 5, 1995 is hereby authorized, approved and confirmed. The Chairman and Secretary of the Authority are authorized and directed to execute any additional documents necessary to the execution and delivery of the insurance on the Bonds.
6. That the official statement relating to the Bonds, which official statement has been presented to and is on file with the Authority is hereby authorized and approved. The Chairman or Secretary or Treasurer of the Authority in the absence of the Chairman are each authorized and directed to execute and deliver the official statement on behalf of the Authority. The Chairman, Secretary and Treasurer of the Authority are each further authorized to approve, execute and deliver any amendments and supplements to the official statement necessary to assure that the statements therein are, and as of the time the Bonds are delivered to the Underwriter will be true, and that the official statement does not contain any untrue statement of a material fact and does not omit to state a material fact necessary in order to make the statements, in light of the circumstances under which they were made, not misleading.

Bond Sale Resolution (Series A), Continued

7. The Development Agreement, as amended, the Assessment Agreements, the Ground Lease, the Subordination, Nondisturbance and Attornment Agreement and all other bond documents of the Authority are hereby authorized, approved and affirmed. The Executive Director, Chairman and/or Secretary are hereby authorized to execute each of the aforementioned documents and a copy of Exhibit A shall be attached to the original minutes.
8. That the officers, agents and employees of the Authority are authorized to execute all other documents and certificates and to take all other actions necessary and convenient to facilitate sale and/or delivery of the Bonds.
9. That the Authority hereby covenants that, to the extent permitted by law, it shall take all actions within its control necessary to maintain the exclusion of the interest on the Bonds from adjusted gross income for general federal income tax purposes under the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, actions relating to the rebate of arbitrage earnings, if applicable, and the expenditure and investment of Bond proceeds and moneys deemed to be Bond proceeds.
10. That all resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution be and the same hereby are rescinded.

Yeas: Feigenbaum, Jopke, Kiriluk, Macleish, Pappageorge, Price, Sandy, Schultz, Stine and Thompson  
Absent: Carley, Kennis  
Abstain: Maccardini

Bond Sale Resolution (Series B - Taxable)

Resolution #95-29  
Moved by Kiriluk  
Seconded by Pappageorge

WHEREAS, by a Resolution adopted on January 18, 1995 (the "Bond Resolution") the Authority authorized not to exceed \$7,000,000 1995 Development Bonds, Series B (the "Bonds") to finance part of the project costs as provided in a Tax Increment Financing and Development Plan, as amended, duly adopted by Ordinance of the City Council of the City of Troy; and

WHEREAS, the Michigan Department of Treasury has provided an order excepting the Bonds from prior approval and has waived requirement for public sale; and

WHEREAS, the Authority desires to enter into a Bond Purchase Agreement with McDonald & Company Securities, Inc. with regard to the purchase of the Bonds;

Bond Sale Resolution (Series B - Taxable), Continued

NOW, THEREFORE, BE IT RESOLVED:

1. That the offer of McDonald & Company Securities, Inc. (the "Underwriter") presented to the Authority in a proposed Bond Purchase Agreement, attached hereto, (the "Purchase Agreement") is hereby accepted and the Chairman or Secretary or Treasurer of the Authority in the absence of the Chairman are each authorized and directed to execute and deliver the Purchase Agreement on behalf of the Authority.
2. That the Bonds shall be designated 1995 Development Bonds, Series B and shall be dated, mature, bear interest and pay interest as shown on Exhibit A, attached hereto, and shall be issued in conformity with the Indenture described below. The Bonds shall be subject to redemption prior to maturity as set forth in Exhibit A.
3. That the form of trust indenture by and between the Authority and Old Kent Bank, as Trustee, attached hereto, (the "Indenture") is hereby approved subject to technical changes by the attorneys. The Chairman and Secretary of the Authority are authorized and directed to execute and deliver the Indenture on behalf of the Authority.
4. That the preliminary official statement relating to the Bonds dated May 8, 1995 and its distribution to the Underwriter is hereby authorized, approved and confirmed.
5. That the insurance commitment from Asset Guaranty Insurance Company dated May 5, 1995 is hereby authorized, approved and confirmed. The Chairman and Secretary of the Authority are authorized and directed to execute any additional documents necessary to the execution and delivery of the insurance on the Bonds.
6. That the official statement relating to the Bonds, which official statement has been presented to and is on file with the Authority is hereby authorized and approved. The Chairman or Secretary or Treasurer of the Authority in the absence of the Chairman are each authorized and directed to execute and deliver the official statement on behalf of the Authority. The Chairman, Secretary and Treasurer of the Authority are each further authorized to approve, execute and deliver any amendments and supplements to the official statement necessary to assure that the statements therein are, and as of the time the Bonds are delivered to the Underwriter will be true, and that the official statement does not contain any untrue statement of a material fact and does not omit to state a material fact necessary in order to make the statements, in light of the circumstances under which they were made, not misleading.

Bond Sale Resolution (Series B - Taxable), Continued

- 7. The Development Agreement, as amended, the Assessment Agreements, the Ground Lease, the Subordination, Nondisturbance and Attornment Agreement and all other bond documents of the Authority are hereby authorized, approved and affirmed. The Executive Director, Chairman and/or Secretary are hereby authorized to execute each of the aforementioned documents and a copy of Exhibit B shall be attached to the original minutes.
- 8. That the officers, agents and employees of the Authority are authorized to execute all other documents and certificates and to take all other actions necessary and convenient to facilitate sale and/or delivery of the Bonds.
- 9. That all resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution be and the same hereby are rescinded.

Yeas: Feigenbaum, Jopke, Kiriluk, Macleish, Pappageorge, Price, Sandy, Schultz, Stine, Thompson  
 Absent: Carley, Kennis  
 Abstain: Maccardini

Report and Consideration of Public Information Program

Resolution #95-30  
 Moved by Kiriluuk  
 Seconded by Sandy

RESOLVED, that we enter into a contract with Stone, August, Baker & Company to provide a public information program regarding road construction including a strategy plan at a cost not to exceed one third (1/3) of their bid of \$39,575 or \$13,192, and that further review of the program will be necessary before any expenditures over that amount will be considered, and that the City also contract for an ombudsman.

Yeas: Feigenbaum, Jopke, Kiriluk, Maccardini, Macleish, Pappageorge, Price, Sandy, Schultz, Stine, Thompson  
 Absent: Carley, Kennis

1994-95 Budget Amendment

Resolution #95-31  
 Moved by Thompson  
 Seconded by Stine

RESOLVED, that the Amended Budget for the Fiscal Year 1994--95 with revenues proposed at \$230,000 from taxes, interest and penalties and \$18,500,000 from bond proceeds (Series A & B) and expenditures in the amount of \$57,800 for operating expenses, \$172,200 reserved for principal and interest on MTF Bonds, and \$18,500,000 reserved for series A & B debt requirements is hereby recommended for approval by the Troy City Council.

Yeas: Feigenbaum, Jopke, Kiriluk, Maccardini, Macleish, Pappageorge, Price, Sandy, Schultz, Stine, Thompson  
 Absent: Carley, Kennis

Resolution to Approve Annual Budget - July 1, 1995-June 30, 1996

Resolution #95-32  
Moved by Thompson  
Seconded by Stine

RESOLVED, that the Budget for the Fiscal Year Beginning July 1, 1995 and Ending June 30, 1996 with revenues proposed at \$794,590 from taxes and \$230,000 from re-appropriation of fund balance and expenditures in the amount of \$57,800 for operating expenses, \$794,590 reserved for Series A & B debt requirements, and \$172,200 for principal and interest on MTF Bonds is hereby approved and submitted for final approval by the Troy City Council and revenues from tax increments are proposed to be levied and collected on the tax roll of the Downtown Development Authority with bills being rendered due July 1 and December 1 of the year 1995.

Yeas: Feigenbaum, Jopke, Kiriluk, Maccardini, Macleish, Pappageorge, Price, Sandy, Schultz, Stine, Thompson  
Absent: Carley, Kennis

Construction Progress Report, Road Commission for Oakland County

Mr. Ralph Collyer, P. E., Road Commission for Oakland County, gave the Board a construction progress report. Mr. Tom Carnes, Construction Manager for Frankel/Forbes-Cohen Associates, gave the Board a progress report on the mall and parking structure.

Establish Next Meeting Date

The Board will meet in July.

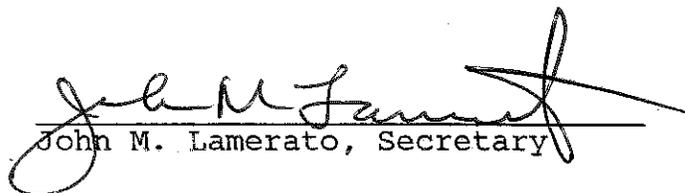
EXCUSE ABSENT MEMBERS

Members Carley and Kennis were excused.

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The meeting was adjourned at 9:15 p.m.

  
Janet H. Jopke, Chairman

  
John M. Lamerato, Secretary