

**ORDINANCE 22-19**

**AN ORDINANCE AUTHORIZING THE ENTERING INTO OF A CONDITIONAL PROJECT EXPENDITURE AGREEMENT OF THE CITY OF BLOOMINGTON, INDIANA (MERIDIAM PROJECT), AND THE DISPOSITION OF THE PROCEEDS THEREOF TO MERIDIAM, AND AUTHORIZING AND APPROVING OTHER ACTIONS IN RESPECT THERETO**

WHEREAS, the City of Bloomington, Indiana (the “City”), is a political subdivision of the State of Indiana, and by virtue of Indiana Code 36-7-11.9 and 36-7-12 (collectively, the “Act”), is authorized and empowered to adopt this ordinance (this “Ordinance”) and to enter into a Conditional Project Expenditure Agreement (the “Expenditure Agreement”) and dispose of the proceeds of such Expenditure Agreement to any person for the purpose of financing or refinancing any economic development facilities (as defined in the Act); and

WHEREAS, Hoosier Networks, LLC (the “Company”), has requested that the City enter into the Expenditure Agreement under the Act, whereby the payments thereunder to the Company will be equal to ninety-five percent (95%) of the available tax increment relating to the Project (as hereinafter defined) each year for a period of twenty (20) years (the “Pledge of Applicable TIF Revenues”), for the purpose of financing all or any portion of the cost of the acquisition, construction or installation of fiber optic cable installed in the City, to be owned and operated by the Company and located in the City (the “Project”); and

WHEREAS, the City of Bloomington Economic Development Commission (the “Economic Development Commission”) prepared a report (the “Report”) that (a) briefly described the proposed Project, (b) estimated the number and expense of public works or services that would be made necessary or desirable by the proposed Project, (c) estimated the total costs of the proposed Project and (d) estimated the number of jobs and the payroll to be created by the Project, and submitted the Report to the chair of the plan commission; and

WHEREAS, the Economic Development Commission considered whether the proposed Project may have an adverse competitive effect on similar facilities already constructed or operating in the City; and

WHEREAS, the Economic Development Commission held a public hearing, for itself and on behalf of this Common Council (the “Common Council”), on the proposed financing of the Project, after giving notice by publication in accordance with Indiana Code 5-3-1; and

WHEREAS, the Economic Development Commission found and determined that the proposed financing of the Project will create opportunities for gainful employment in the City and will be of benefit to the health and general welfare of the City and its citizens and that the proposed financing of the Project complies with the Act and, by resolution adopted June 14, 2022 (the “Resolution”), approved the financing of the Project, including the form and terms of (a) the Expenditure Agreement, (b) a Financing Agreement (the “Financing Agreement”) between the City and the Company, and (c) this Ordinance (the Expenditure Agreement and the Financing Agreement, collectively, the “Incentive Agreements”), and the Secretary of the Commission transmitted the Resolution to this Common Council; and

WHEREAS, the City of Bloomington Redevelopment Commission will consider adoption of a resolution on July 5, 2022, to confirm the pledge of Applicable TIF Revenues (as defined therein) for disposition in accordance with the Incentive Agreements.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF BLOOMINGTON COMMON COUNCIL AS FOLLOWS:

SECTION 1. Findings and Determinations. This Common Council hereby finds and determines that the financing of the Project approved by the Economic Development Commission (a) will create opportunities for gainful employment in the City and will be of benefit to the health and general welfare of the City and its citizens and (b) complies with the Act.

SECTION 2. Approval of Financing. The proposed financing of the Project, in the form that such financing was approved by the Economic Development Commission, is hereby approved.

SECTION 3. Authorization of Expenditure Agreement. The Expenditure Agreement, payable solely from revenues and receipts derived from the Pledge of Applicable TIF Revenues is hereby authorized.

SECTION 4. Terms of Expenditure Agreement.

(a) The Expenditure Agreement, with an aggregate principal amount equal to ninety-five percent (95%) of the available tax increment relating to the Project each year for a period of twenty (20) years shall: (i) be executed by the manual or facsimile signatures of the Mayor and the Clerk of the City; (ii) be dated the date of its delivery; (iii) mature on any date not later than 24 years after the date of execution; (iv) bear interest at the rate determined in accordance with the Expenditure Agreement; (v) be issuable in the denominations as set forth in the Expenditure Agreement; (vi) be issuable only in fully registered form; (vii) be subject to registration on the bond register as provided in the Expenditure Agreement; (viii) be payable in lawful money of the United States of America; (ix) be payable at the place or places set forth in the Expenditure Agreement; (x) be subject to optional or mandatory redemption prior to maturity as set forth in the Expenditure Agreement; and (xi) contain any other provisions set forth in the Expenditure Agreement.

(b) The Expenditure Agreement and the interest thereon, if any, do not and shall never constitute an indebtedness of, or a charge against the general credit or taxing power of, the City, but shall be special and limited obligations of the City, payable solely from revenues and other amounts derived from the Incentive Agreements. Forms of the Incentive Agreements are before this meeting and are by this reference incorporated in this Ordinance, and the Clerk of the City is hereby directed, in the name and on behalf of the City, to insert them into the minutes of this Common Council and to keep them on file.

SECTION 5. Execution and Delivery of Incentive Agreements. The Mayor and the Clerk of the City are hereby authorized and directed, in the name and on behalf of the City, to execute and deliver the Incentive Agreements submitted to this Common Council, which are hereby approved in all respects.

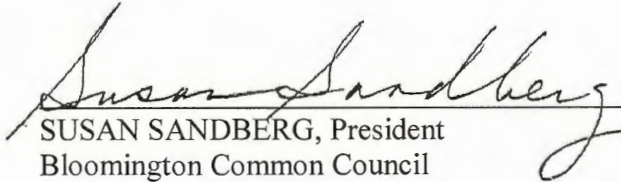
SECTION 6. Changes in Incentive Agreements. The Mayor and the Clerk of the City are hereby authorized, in the name and on behalf of the City, without further approval of this Common Council or the Economic Development Commission, to approve any non-material changes in the Incentive Agreements as may be permitted by Act, such approval to be conclusively evidenced by their execution thereof.

SECTION 7. General. The Mayor and the Clerk of the City, and each of them, are hereby authorized and directed, in the name and on behalf of the City, to execute and deliver any and all agreements, documents and instruments, perform any and all acts, approve any and all matters, and do any and all other things deemed by them, or any of them, to be necessary or desirable in order to carry out and comply with the intent, conditions and purposes of this Ordinance (including the preambles hereto and the documents mentioned herein), the Project, the issuance of the Expenditure Agreement, and the securing of the Expenditure Agreement under the Incentive Agreements, and any such execution and delivery, endorsement, performance, approval or doing of other things heretofore effected be, and hereby is, ratified and approved.


SECTION 8. Binding Effect. The provisions of this Ordinance and the Incentive Agreements shall constitute a binding contract between the City and the holders of the Incentive Agreements, and after issuance of the Expenditure Agreement this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of the holders of the Expenditure Agreement as long as the Expenditure Agreement or interest thereon remains unpaid.

SECTION 9. Effective Date. This Ordinance shall be in full force and effect from and after its passage by the Council and its approval by the Mayor of the City. All ordinances, resolutions and orders, or parts thereof, in conflict with the provisions of this Ordinance, are, to the extent of such conflict, hereby repealed.

PASSED AND ADOPTED by the Common Council of the City of Bloomington, Indiana, this 15 day of June, 2022.

  
SUSAN SANDBERG, President  
Bloomington Common Council

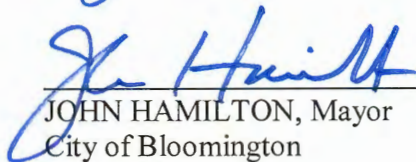
ATTEST:

  
NICOLE BOLDEN, Clerk  
City of Bloomington

PRESENTED by me to the Mayor of the City of Bloomington, Indiana, this 17 day of June, 2022.

  
NICOLE BOLDEN, Clerk  
City of Bloomington

SIGNED and APPROVED by me this 21<sup>st</sup> day of June, 2022.

  
JOHN HAMILTON, Mayor  
City of Bloomington

#### SYNOPSIS

This Ordinance approves the issuance of a Conditional Project Expenditure Agreement in order to facilitate the expansion of high speed fiber in the City, in order to (i) promote significant opportunities for gainful employment of its citizens, (ii) attract a new major business enterprise to the City, and (iii) retain and expand significant business enterprises existing in the boundaries of the City.

Distributed to: Clerk, Council, Legal, Mayor, Plan Commission, Controller