



NOTICE OF PUBLIC MEETING

**The Adel City Council will meet in regular session at Adel City Hall, 301 S. 10th Street, Adel, Iowa,
Monday, July 24, 2017, at 6:00 PM**

AGENDA

COMMENTS FROM THE PUBLIC

CONSENT AGENDA

- a) Consider Approval of Library Request for Touch a Truck Event in North City Hall Parking Lot – August 2, 2017

NEW BUSINESS

- a) Discussion / Possible Action regarding Yvonne Repp's Request to Operate a Food Truck in the Public Parking / ROW near Wells Fargo on HWY 169 (Waiving the Two-Hour Parking Limit)
- b) Consider Approval of Purchase of Box for Public Works Department Pickup Truck as Recommended by Public Works Director (Budgeted FY17-18 CIP Item)
- c) Consider Approval of Res. No. 17-44, Authorizing Agreement with Ahlers & Cooney for the Purpose of Obtaining Bond Counsel for USDA Loans and/or Grants
- d) Consider Approval of Res. No. 17-45, Fixing Date for a Meeting on the Authorization of a Loan Agreement and the Issuance of Not to Exceed \$1,800,000 Storm Water Revenue Capital Loan Notes of Adel, Iowa

OTHER BUSINESS

7/20/2017 6:25:58 PM



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Yvonne Repp is expected to be on hand to request permission to operate her food truck in the public parking / ROW near Wells Fargo along HWY 169. Currently, that parking area has a two-hour parking limit like the spaces around the square. City Attorney John Reich suggested that this item be on the council agenda as it would involve waiving the current parking restrictions.

- b) Consider Approval of Purchase of Box for Public Works Department Pickup Truck as Recommended by Public Works Director (Budgeted FY17-18 CIP Item)

Public Works Director Kip Overton will provide more details on this item at the meeting. The FY17-18 RUT budget includes \$11,500 for a new box for the Ford F250 pickup truck. City staff is recommending approval of Overton's recommendation.

- c) Consider Approval of Res. No. 17-44, Authorizing Agreement with Ahlers & Cooney for the Purpose of Obtaining Bond Counsel for USDA Loans and/or Grants

Ahlers & Cooney has prepared this authorizing agreement resolution for its upcoming work on the storm water project (i.e., USDA-RD loan #2). City staff is recommending approval.

- d) Consider Approval of Res. No. 17-45, Fixing Date for a Meeting on the Authorization of a Loan Agreement and the Issuance of Not to Exceed \$1,800,000 Storm Water Revenue Capital Loan Notes of Adel, Iowa

Ahlers & Cooney has prepared this resolution, which sets a public hearing on Monday, August 28 for the proposed storm water project loan through USDA-RD. Iowa Code requires 30 days' notice before this particular public hearing can be held. On the advice of Ahlers, the public hearing notification has been scheduled to be published in the Des Moines Register on Monday, July 24. City staff is recommending approval.

OTHER BUSINESS

Resolution No. 17-44

A RESOLUTION AUTHORIZING AN AGREEMENT BETWEEN THE CITY OF ADEL, IOWA, AND AHLERS & COONEY FOR THE PURPOSE OF OBTAINING BOND COUNSEL FOR USDA LOANS AND/OR GRANTS FOR FINANCING ON CITY UTILITY INFRASTRUCTURE IMPROVEMENTS

WHEREAS, the City of Adel has several preliminary steps currently in process by USDA for financing on City utility infrastructure improvements; and

WHEREAS, USDA requires the borrower in a USDA loan transaction to engage bond counsel; and

WHEREAS, the City of Adel received a proposed agreement (Exhibit A) with Ahlers & Cooney, that defines the scope of the work that would be provided on the City of Adel's behalf as Bond Counsel and sets out the usual practices and procedures of the firm which have been established through working on financing projects involving, in whole or in part, the U.S. Government, acting through the U.S. Department of Agriculture, Rural Development loans and/or grants.

NOW THEREFORE, IT IS HEREBY RESOLVED BY THE CITY COUNCIL OF THE CITY OF ADEL, IOWA that the City of Adel enter into an agreement (Exhibit A) with Ahlers & Cooney for the purpose obtaining Bond Counsel for USDA loans and/or grants for financing on City utility infrastructure improvements.

Passed and approved this 24th day of July, 2017.

James F. Peters, Mayor

Attest: _____
Brittany Sandquist, Deputy City Clerk



AHLERS COONEY
ATTORNEYS

ORIGINAL

Ahlers & Cooney, P.C.
Attorneys at Law

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Des Moines, Iowa 50309-2231
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Steven M. Nadel
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snadel@ahlerslaw.com

July 19, 2017

Mr. Anthony Brown
City Administrator
City of Adel
P.O. Box 248 - 301 S. 10th Street
Adel, IA 50003

RE: The City of Adel, State of Iowa
Not to Exceed \$1,800,000 Storm Water Revenue Capital Loan Notes (USDA #2)

Dear Mayor & Council:

I have received a copy of the USDA Letter of Conditions relating to the financing of the above named project. I understand several preliminary steps are currently in process by USDA, your local counsel and/or engineers involved, however, USDA requires the borrower in a USDA loan transaction to engage bond counsel. Therefore this letter defines the scope of the work we would undertake on your behalf as Bond Counsel to the above project, and sets out the usual practices and procedures of the firm which have been established through working on financing projects involving, in whole or in part, the U.S. Government, acting through the U.S. Department of Agriculture, Rural Development (the "Government") loans and/or grants. The undersigned shareholder will have primary responsibility for this matter.

The scope of our services for Government projects under this program can usually be divided into three categories. In the first phase covering construction, when retained for this phase of the project, we prepare, submit, review and transcript legal proceedings, public notices and certifications covering the bid letting, contract award, and acceptance of the project by the borrower. Upon conclusion, we provide an opinion to USDA's Engineering Department as to the validity of the contract proceedings. Our involvement in this phase is generally initiated with a review of the notice to bidders and notice of hearing prepared by the Engineer for the project. We need those documents to prepare the necessary proceedings. Please keep us advised as to the status and progress of the project as it approaches the contracting phase. **It is our understanding that we will provide these services.**

Second, pursuant to the Government's standard letter of conditions, projects involving a permanent loan of more than \$500,000 will typically require interim financing as the permanent loan is generally not funded until construction is complete. If this phase is necessary, we provide the required documentation, instruction and legal opinion for a loan or loans with lenders other

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than the Government pending the permanent loan closing. An interim financing may include necessary research and certification should grant proceeds also need to be anticipated in payment thereof. Please keep us advised as to the status of interim financing for this project. **USDA has indicated that interim financing will be required for the project.**

In the third phase governing the permanent financing of the project, we prepare all required notices, proceedings for public hearings, authorizing resolutions, tax and closing certifications and prepare and deliver the required number of loan transcripts pursuant to your loan commitment with the Government. As Bond Counsel, our examination will extend to the actions and approvals necessary to authorize the issuance and delivery of the notes to the Government. We will review applicable state and federal tax regulations, prepare the legal proceedings with respect to any public hearings, the approval of the loan agreement, and the issuance of notes, supervise the note printing, prepare all note proceedings and final papers, including the tax exemption certificate, if applicable. When that review is completed to our satisfaction, we will deliver our legal opinion with respect to the validity of the loan and notes, and the tax status thereof. Our examination, review, and legal opinion will not extend to the contents of offering materials, re-offering materials, or to compliance with Government regulations related to the project, but will be limited to the legality of issuance in accordance with Iowa law and the tax status of interest on the loan pursuant to Federal tax regulations. At loan closing we deliver, along with the transcripts, closing instructions and our executed opinion as to the legality and tax status of the loan obligations issued by you.

It is not anticipated that it will ordinarily be necessary for us to personally attend meetings of the Council in order to accomplish the above phases. We will be coordinating our services with local officials and your local attorney. However, we will be available in the event that circumstances require. In the event that public hearings, or litigation should occur in the course of this matter, we would expect same to be handled by the local attorney, unless special arrangements are made for our participation under separate representation.

At the completion of each phase of the project as described more fully herein, we will submit a summary invoice for the professional services described herein to you at which time our statement will be payable in full. Our fee for the contract proceedings phase, if retained for this purpose, is \$2,700, plus out of pocket advances and expenses incurred (copies, long distance, overnight fees, travel expense, etc.). In the event the project must be re-bid for any reason, our fee will increase by \$500 for each division re-bid. This shall be due and payable upon release of our opinion regarding the contract proceedings. Our fee for services in connection with interim financing, if required, is \$14,000, plus out of pocket cash advance and expenses. Payment for these services is due at the closing of the interim financing loan unless other arrangements have been agreed to. Finally, our fee for the USDA Loan (the permanent financing currently estimated at Not to Exceed \$1,800,000) will be \$16,000, plus out of pocket cash advance and expenses. This shall be payable upon closing of the USDA loan. Be advised, these amounts are subject to change based upon changes in the character, scope or cost of the project, and the nature and amount of the loan with the Government.

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In the event you require additional services not outlined herein, such services will be provided at the hourly rate of the attorney completing the work. Rates currently vary from \$210 to \$360 per hour. These rates are periodically revised. All such work will be itemized in a separate billing, payable upon receipt.

The above is submitted with the understanding that you have retained local counsel who has or will separately contract with you in satisfaction of the other Government loan conditions and requirements.

As you know, our firm represents and in the future will represent other clients who are involved in similar Government loan programs. We understand that you consent to our continued and future representation of these other clients without the need for any further consents from you when there is no direct conflict. This will confirm our understanding that you are our client, not the Government or other lenders.

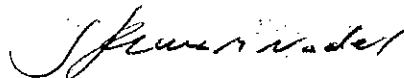
In the future it will be our usual practice to issue a similar letter of engagement for all financing involving the Government. If the above correctly reflects our mutual understanding please sign, date and return to us the enclosed copy of this letter. To accommodate any time requirements you may have we will provide proceedings and services prior to your returning this letter to us. We will, however, consider your use of such documents as an acceptance of this proposal. If you have questions regarding any aspect of the above or our representations of you, please call.

We are pleased you have included us as part of your legal team.

Very truly yours,

AHLERS & COONEY, P.C.

By



Steven M. Nadel

SMN:kls

Accepted:

City of Adel, Iowa*

By _____ Date: _____

*Approved by Resolution No. 17-44 of the governing body on July 24th, 2017.

ORIGINAL

ITEMS TO INCLUDE ON AGENDA

CITY OF ADEL, IOWA

Not to Exceed \$1,800,000 Storm Water Revenue Capital Loan Notes

- Resolution fixing date for a meeting on the proposition to authorize a Loan Agreement and the issuance of Capital Loan Notes to evidence the obligations of the City thereunder.

NOTICE MUST BE GIVEN PURSUANT TO IOWA CODE
CHAPTER 21 AND THE LOCAL RULES OF THE CITY.

July 24, 2017

The City Council of the City of Adel, State of Iowa, met in regular session, in the Council Chambers, City Hall, 301 S. 10th Street, Adel, Iowa, at 6:00 o'clock P.M., on the above date. There were present Mayor _____, in the chair, and the following named Council Members:

Absent: _____

* * * * *

Council Member _____ introduced the following Resolution entitled "RESOLUTION FIXING DATE FOR A MEETING ON THE AUTHORIZATION OF A LOAN AGREEMENT AND THE ISSUANCE OF NOT TO EXCEED \$1,800,000 STORM WATER REVENUE CAPITAL LOAN NOTES OF ADEL, IOWA ", and moved that the same be adopted. Council Member _____ seconded the motion to adopt. The roll was called and the vote was,

AYES: _____

NAYS: _____

Whereupon, the Mayor declared the Resolution duly adopted as follows:

RESOLUTION FIXING DATE FOR A MEETING ON THE
AUTHORIZATION OF A LOAN AGREEMENT AND THE
ISSUANCE OF NOT TO EXCEED \$1,800,000 STORM WATER
REVENUE CAPITAL LOAN NOTES OF ADEL, IOWA

WHEREAS, it is deemed necessary and advisable that the City of Adel, Iowa should provide for the authorization of a Loan Agreement and the issuance of Storm Water Revenue Capital Loan Notes, in the amount of not to exceed \$1,800,000, as authorized by Sections 384.24A and 384.84A, Code of Iowa, as amended, for the purpose of providing funds to pay costs as hereinafter described; and

WHEREAS, the population of the City is 5,000 or less and the projects to be financed by the Notes are more than \$750,000; and

WHEREAS, the Loan Agreement and Note shall be payable solely and only out of the Net Revenues of the Storm Water Utility and shall be a first lien on the future Net Revenues of the Utility; and shall not be general obligations of the City or payable in any manner by taxation and the City shall be in no manner liable by reason of the failure of the Net Revenues to be sufficient for the payment of the Loan Agreement and Notes; and

WHEREAS, before a Loan Agreement may be authorized and Storm Water Revenue Capital Loan Notes issued to evidence the obligation of the City thereunder, it is necessary to comply with the provisions of the Code of Iowa, as amended, and to publish a notice of the proposal and of the time and place of the meeting at which the Council proposes to take action for the authorization of the Loan Agreement and Notes, the right to petition for an election on the question, and to receive oral and/or written objections from any resident or property owner of the City to such action.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ADEL, IOWA:

Section 1. That this Council meet in the Council Chambers, City Hall, 301 S. 10th street, Adel, Iowa, at 6:00 P.M., on the 28th day of August, 2017, for the purpose of taking action on the matter of the authorization of a Loan Agreement and the issuance of not to exceed \$1,800,000 Storm Water Revenue Capital Loan Notes to evidence the obligations of the City thereunder, the proceeds of which will be used to provide funds to pay the costs of improvements and extensions to the Municipal Storm Water Utility, including the construction of improvements along Lynn Drive, S. 14th Street, S. 11th Street, Horse "n" Buggy Lane and Pleasant Street, and refunding any outstanding Project Notes with accrued interest thereon issued in payment for such project.

Section 2. That the Clerk is hereby directed to cause at least one publication of a notice of said meeting, in a legal newspaper, printed wholly in the English language, published at least once weekly, and having general circulation in said City the publication to be not less than thirty (30) clear days before the date of said public meeting on the issuance of the Note.

Section 3. The form notice of the proposed action in substantially the following form is hereby authorized and approved:

(To be published on or before July 26, 2017)

NOTICE OF MEETING OF THE CITY COUNCIL OF THE CITY
OF ADEL, IOWA ON THE MATTER OF THE PROPOSED
AUTHORIZATION OF A LOAN AGREEMENT AND THE
ISSUANCE OF NOT TO EXCEED \$1,800,000 STORM WATER
REVENUE CAPITAL LOAN NOTES, AND THE PUBLIC
HEARING ON THE AUTHORIZATION AND ISSUANCE
THEREOF

PUBLIC NOTICE is hereby given that the Council of the City of Adel, Iowa, will hold a public hearing on the 28th day of August, 2017, at 6:00 P..M., in the Council Chambers, City Hall, 301 S. 10th Street, Adel, Iowa, at which meeting the Council proposes to take additional action for the authorization of a Loan Agreement and the issuance of not to exceed \$1,800,000 Storm Water Revenue Capital Loan Notes, at a rate not exceeding 9%, to evidence the obligations of the City under said Loan Agreement, in order to provide funds to pay the costs of improvements and extensions to the Municipal Storm Water Utility, including the construction of improvements along Lynn Drive, S. 14th Street, S. 11th Street, Horse "n" Buggy Lane and Pleasant Street, and refunding any outstanding Project Notes with accrued interest thereon issued in payment for such project. The Notes will not constitute general obligations or be payable in any manner by taxation, but will be payable from and secured by the Net Revenues of the Storm Water Utility. Pursuant to Sections 161.09(2) and 161.09(3) of Chapter 161 of the Code of Ordinances of the City of Adel, Storm Water Utility charges are imposed upon and collected from the owners or occupants of all lots, parcels of real estate, and buildings within the corporate limits of the city that discharge storm water or surface or subsurface waters, directly or indirectly, to the City storm water drainage system, as follows: (1) Undeveloped properties: Zero dollars (\$0.00) per month; (2) Developed properties with impervious coverage less than two (2) times the average impervious coverage, or 6,000 square feet: (i) from July 1, 2017 through June 30, 2018, three dollars and twenty cents (\$3.20) per month; (ii) from July 1, 2018 through June 30, 2019, three dollars and forty cents (\$3.40) per month; and (iii) from July 1, 2019 through June 30, 2020, three dollars and sixty cents (\$3.60) per month; and (3) Developed properties with impervious coverage equal to or greater than two (2) times the average impervious coverage, or 6,000 square feet: (i) from July 1, 2017 through June 30, 2018, three dollars and twenty cents (\$3.20) per month per equivalent service unit (ESU) of impervious surface; (ii) from July 1, 2018 through June 30, 2019, three dollars and forty cents (\$3.40) per month per equivalent service unit (ESU) of impervious surface; and (iii) from July 1, 2019 through June 30, 2020, three dollars and sixty cents (\$3.60) per month per equivalent service unit (ESU) of impervious surface. The average impervious coverage of a detached dwelling unit property in the City of Adel has been determined by the City to be 3,000 square feet of impervious surface area. In addition, pursuant to Section 161.19 of Chapter 161 of the Code of Ordinances of the City of Adel, every person, firm, or corporation whose premises are directly or indirectly served by a connection to the City Storm Water Utility System shall pay a community storm water initiative surcharge in the amount of three dollars (\$3.00) per month beginning July 1, 2017, and six dollars (\$6.00) per month beginning July 1, 2018.

At any time before the date of the meeting, a petition, asking that the question of issuing such Notes be submitted to the legal voters of the City, may be filed with the Clerk of the City, in the manner provided by Section 362.4 of the Code of Iowa, pursuant to the provisions of Section 384.84A of the Code of Iowa.

At the above meeting the Council shall receive oral or written objections from any resident or property owner of the City, to the above action. After all objections have been received and considered, the Council will at this meeting or at any adjournment thereof, take additional action for the authorization of said Loan Agreement and the issuance of Note or will abandon the proposal to issue the Notes.

This Notice is given by order of the Council of Adel, Iowa, as provided by Sections 384.24A and 384.84A of the Code of Iowa, as amended.

Dated this 24th day of July, 2017.

Deputy City Clerk of Adel, Iowa

(End of Notice)

PASSED AND APPROVED this 24th day of July, 2017.

Mayor

ATTEST:

Deputy _____
City Clerk

CERTIFICATE

STATE OF IOWA)
) SS
COUNTY OF DALLAS)

I, the undersigned, do hereby certify that I am now and was at the times hereinafter mentioned, the duly qualified and acting Clerk of the City of Adel, in the County of Dallas, State of Iowa, and that as such Clerk and by full authority from the Council of the City, I have caused a

NOTICE OF PUBLIC HEARING
Not to Exceed \$1,800,000 Storm Water Revenue Capital Loan Notes

of which the clipping annexed to the publisher's affidavit hereto attached is in words and figures a correct and complete copy, to be published as required by law in the "Dallas County News", a legal newspaper published at least once weekly, printed wholly in the English language, published regularly and mailed through the post office of current entry for more than two years and which has had for more than two years a bona fide paid circulation recognized by the postal laws of the United States, and has a general circulation in the City, and that the Notice was published in all of the issues thereof published and circulated on the following date:

_____, 2017.

WITNESS my official signature at Adel, Iowa, this _____ day of _____, 2017.

Deputy City Clerk, City of Adel, State of Iowa

(SEAL)