



## Memphis City Council Summary Sheet

**1. Description of the Item ( Resolution, Ordinance, etc)**

A Resolution seeking acceptance of grant funds in the amount of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) from the Plough Foundation for the Plough Foundation's Sexual Assault Kit Challenge Grant Program.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The City of Memphis Police Department at the request of the Mayor's Office.

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

This is not a change to an existing ordinance or resolution.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

This Resolution requires a new contract between the Plough foundation and the City of Memphis.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

This Resolution requires an expenditure of funds and it also requires a budget amendment.



**A Resolution to accept grant funds in the amount of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) from the Plough Foundation.**

**WHEREAS**, the City of Memphis, through the Division of Police Services, has been awarded grant funds in the amount of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) from the Plough Foundation for the Plough Foundation Sexual Assault Kit Challenge Grant Program; and

**WHEREAS**, these funds will be used to resolve criminal cases by reducing the number of accumulated sexual assault kits which have not been tested; and

**WHEREAS**, the Plough Foundation Challenge Grant shall represent the last dollars necessary to accomplish the testing goal; and

**WHEREAS**, the Plough Foundation Challenge Grant is contingent upon the City of Memphis raising funds to test all back-logged kits by December 31, 2019; and

**WHEREAS**, it is necessary to accept the grant funding and amend the the FY 2016 Operating Budget to establish funds for the Plough Foundation Sexual Assault Kit Challenge Grant Program; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) for the Plough Foundation Sexual Assault Kit Challenge Grant Program.

**NOW, THEREFORE BE IT RESOLVED** by the Council of the City of Memphis that the Plough Foundation Sexual Assault Kit Challenge Grant Program in the Amount of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the FY 2016 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the Plough Foundation Sexual Assault Kit Challenge Grant Program in the amount of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) as follows:

**REVENUES**

Plough Foundation  
Total

\$750,000.00  
**\$750,000.00**

**EXPENDITURES**

Professional Services

\$750,000.00

**Total**

**\$750,000.00**



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

A Resolution seeking acceptance of grant funds in the amount of Nineteen Thousand, five Hundred Dollars (19,500.00) for the 2016 Alert Training Videos Grant.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The City of Memphis Division of Police Services is awarded this grant from the Tennessee Department of Finance and Administration, Office of Criminal Justice Programs and will serve as the fiscal agent for this project.

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

This is not a change to an existing ordinance or resolution.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

Acceptance of this award will require a new contract between the City of Memphis and the Tennessee Department of Finance and Administration, Office of Criminal Justice Programs.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

Acceptance will require an amendment to the FY 2016 Operating Budget.



**A Resolution to accept grant funds in the amount of Nineteen Thousand, Five Hundred Dollars (\$19,500.00) from the Tennessee Department of Finance and Administration, Office of Criminal Justice Programs.**

**WHEREAS**, the City of Memphis Division of Police Services has been awarded grant funds in the amount of Nineteen Thousand, Five Hundred Dollars (\$19,500.00) from the Tennessee Department of Finance and Administration, Office of Criminal Justice Programs for FY 2016 Alert Training Videos Grant; and

**WHEREAS**, these funds will be used by the Memphis Police Department to create five (5) domestic violence “Alert” videos designed for use to train all MPD officers on procedures in assisting victims of domestic violence and the handling of domestic violence offenders; and

**WHEREAS**, it is necessary to accept the grant funding and amend the FY 2016 Operating Budget to establish funds for the FY 2016 Alert Training Videos Grant; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Nineteen Thousand, Five Hundred Dollars (\$19,500.00) for the FY 2016 Alert Training Videos Grant Program.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the FY 2016 Alert Training Videos Grant Program in the amount of Nineteen Thousand, Five Hundred Dollars (\$19,500.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2016 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the FY 2016 Alert Training Videos Grant Program in the amount of Nineteen Thousand, Five Hundred Dollars (\$19,500.00) as follows:

**REVENUES**

TN Department of Finance and Administration \$19,500.00  
Office of Criminal Justice Programs

**Total** **\$19,500.00**

**EXPENDITURES**

Professional Fees \$19,500.00

**Total** **\$19,500.00**



## Memphis City Council Summary Sheet

A Resolution to accept and appropriate \$2,500 in grant funds from the TN Department of Agriculture Forestry Division – Community Tree Planting Program and provide \$2,500 in G.O. capital project funds as the local match for a total project budget of \$5,000.

**1. Description of the Item (Resolution, Ordinance, etc.)**

Resolution to accept and appropriate \$2,500 in grant funds, from the TN Department of Agriculture Forestry Division - Community Tree Planting Program, to plant 29 trees along the border of Galloway public golf course.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

Division of Parks and Neighborhoods – Golf

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

This is a new grant.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

YES. This is a new contract with the State of TN.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

YES. Resolution amends the FY 2016 Operating Budget. The grant requires a 50% cash match, provided by PK07092 G.O. City Park Rehab and Maintenance.



**A Resolution to accept and appropriate \$2,500 in grant funds from the TN Department of Agriculture Forestry Division Tree Planting Program and provide \$2,500 in G.O. capital project funds as the local match.**

**WHEREAS**, the City of Memphis Division of Parks and Neighborhoods was awarded grant funds in the amount of Two Thousand Five Hundred Dollars (\$2,500.00) as part of the Tennessee Agricultural Enhancement Program (TAEP) PK90045, to plant 29 trees along the border of Galloway public golf course at 3815 Walnut Grove Rd; and

**WHEREAS**, a 50% local match of Two Thousand Five Hundred Dollars (\$2,500.00), as required by the grant, is being provided by G.O. Capital Projects Fund PK07092, for a total tree planting budget of Five Thousand Dollars (\$5,000.00); and

**WHEREAS**, it is necessary to accept the grant funding and amend the FY 2016 Operating Budget to establish funds for the TAEP Community Tree Planting; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Two Thousand Five Hundred Dollars (\$2,500.00) and provide the capital project funds as the match in the amount of Two Thousand Five Hundred Dollars (\$2,500.00).

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the TN Department of Agriculture Forestry Division grant funds for the TAEP Community Tree Planting at Galloway public golf course in the amount Two Thousand Five Hundred Dollars (\$2,500.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the FY 2016 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the TAEP Tree Planting grant from the TN Department of Agriculture Forestry Division in the amount of Two Thousand Five Hundred Dollars (\$2,500.00) and provide the capital project funds in the amount of Two Thousand Five Hundred Dollars (\$2,500.00) as follows:

Project Title:	TAEP Community Tree Planting
Project Number:	PK90045
Amount:	\$2,500.00
Project Title:	City Park Rehab and Maintenance
Project Number:	PK07092
Amount:	\$2,500.00
Total Project Cost:	\$5,000.00



## Memphis City Council Summary Sheet

**Resolution to accept and appropriate \$40,000 in grant funds from the TN Department of Agriculture Forestry Division to fund the hiring of a City Forester to assist in the establishment of an urban forestry program beginning July 1, 2016.**

**1. Description of the Item (Resolution, Ordinance, etc.)**

Resolution to accept and appropriate \$40,000 in grant funds from the TN Department of Agriculture Forestry Division to fund the hiring of a City Forester to train city employees on caring for the urban forest and to educate and to promote the benefits of trees and the urban forest to the local community.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

Division of Parks and Neighborhoods – Planning and Development

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

This is a new grant.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

YES. This is a new contract with the State of TN.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

YES. Resolution amends the FY 2016 Operating Budget.



**Resolution to accept and appropriate \$40,000 in grant funds from the TN Dept. of Agriculture Forestry Division to fund the hiring of a City Forester to assist in the establishment of an urban forestry program beginning July 1, 2016.**

**WHEREAS**, the City of Memphis Division of Parks and Neighborhoods was awarded grant funds in the amount of Forty Thousand Dollars (\$40,000.00) from the TN Dept. of Agriculture Forestry Division to educate and to promote the benefits of trees and the urban forest to city employees and contractors, local organizations and the community; and

**WHEREAS**, the City will provide an in-kind match, valued at Forty Thousand Dollars (\$40,000.00), in the form of City staff time and volunteer hours from community partnerships, the grant funds will be used to pay for the City Forester's salary, for material and supplies, travel, conferences and meetings; and

**WHEREAS**, it is necessary to accept the grant funding and amend the FY 2016 Operating Budget to establish funds for Urban Forestry Program; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Forty Thousand Dollars (\$40,000.00) for Urban Forestry Program.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the TN Dept. of Agriculture Forestry Division grant funds for the Urban Forestry Program in the amount Forty Thousand Dollars (\$40,000.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the FY 2016 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the Urban Forestry Program grant from the TN Dept. of Agriculture Forestry Division in the amount of Forty Thousand Dollars (\$40,000.00) as follows:

Revenue

State Grant - Department of Agriculture Forestry Division	<u>\$40,000.00</u>
Total	\$40,000.00

Expenditures

Salaries Part Time Temporary	\$24,960.00
Printing Outside	7,040.00
Misc Materials and Supplies	5,000.00
Seminars Training Education	1,000.00
Travel Expense	1,000.00
Mileage	<u>1,000.00</u>
Total	\$40,000.00



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**      A Resolution approving the selection of certain professionals in connection with the proposed issuance of Series 2016 Electric System Revenue Bonds, Series 2016 Gas System Revenue Bonds, and the Series 2016 Water System Revenue Bonds. The professionals include Underwriters, Co-Bond Counsel, and Co-Financial Advisors.
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Memphis Light, Gas and Water Division
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
Not applicable.
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
Not applicable.
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
Not applicable.



**WHEREAS**, the Board of Light, Gas and Water Commissioners at their meeting held March 16, 2016 approved the selection of the following professionals in connection with the proposed issuance of Series 2016 Electric System Revenue Bonds, Series 2016 Gas System Revenue Bonds and the Series 2016 Water System Revenue Bonds:

- 1) Underwriters at an underwriting fee not to exceed \$4.25 per \$1,000 of bonds
  - Raymond James (Senior Manager)
  - Duncan-Williams, Inc. (Co-Manager)
  - Harvestons Securities, Inc. (Co-Manager)
  - SunTrust Robinson Humphrey (Co-Manager)
- 2) Co-Bond Counsel based on rates previously approved by the MLGW Board and City Council (estimated to be \$90,000 per bond issue)
  - Allan J. Wade, PLLC - 50%
  - Butler Snow - 50%
- 3) Co-Financial Advisors
  - ComCap Advisors fees are as follows:
    - Water Revenue Bonds, Series 2016: \$15,000 plus expenses
    - Electric Revenue Bonds, Series 2016: \$15,000 plus expenses
    - Gas Revenue Bonds, Series 2016: \$17,500 plus expenses
  - Stephens Inc. fees are as follows:
    - Water Revenue Bonds, Series 2016: \$25,000 plus expenses
    - Electric Revenue Bonds, Series 2016: \$35,000 plus expenses
    - Gas Revenue Bonds, Series 2016: \$35,000 plus expenses

**WHEREAS**, the President and Secretary-Treasurer are authorized to engage and employ these firms to consummate the transactions contemplated herein; and

**NOW THEREFORE BE IT RESOLVED** by the Council of the City of Memphis that there be and is hereby approved the selection of the above-listed firms in connection with the proposed issuance of Series 2016 Electric System Revenue Bonds, Series 2016 Gas System Revenue Bonds and the Series 2016 Water System Revenue Bonds.

**EXCERPT**  
from  
**MINUTES OF MEETING**  
of  
**BOARD OF LIGHT, GAS AND WATER COMMISSIONERS**  
**CITY OF MEMPHIS**  
held  
**March 16, 2016**

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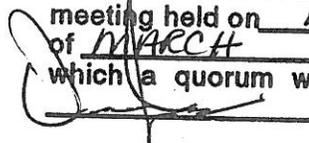
The Secretary-Treasurer recommends that the Board approve the selection of the following professionals in connection with the proposed issuance of Series 2016 Electric System Revenue Bonds, Series 2016 Gas System Revenue Bonds, and the Series 2016 Water System Revenue Bonds:

- 1) Underwriters at an underwriting fee not to exceed \$4.25 per \$1,000 of bonds
  - Raymond James (Senior Manager)
  - Duncan-Williams, Inc. (Co-Manager)
  - Harvestons Securities, Inc. (Co-Manager)
  - SunTrust Robinson Humphrey (Co-Manager)
- 2) Co-Bond Counsel based on rates previously approved by the MLGW Board and City Council (estimated to be \$90,000 per bond issue)
  - Allan J. Wade, PLLC - 50%
  - Butler Snow - 50%
- 3) Co-Financial Advisors
  - ComCap Advisors fees are as follows:
    - o Water Revenue Bonds, Series 2016: \$15,000 plus expenses
    - o Electric Revenue Bonds, Series 2016: \$15,000 plus expenses
    - o Gas Revenue Bonds, Series 2016: \$17,500 plus expenses
  - Stephens Inc. fees are as follows:
    - o Water Revenue Bonds, Series 2016: \$25,000 plus expenses
    - o Electric Revenue Bonds, Series 2016: \$35,000 plus expenses
    - o Gas Revenue Bonds, Series 2016: \$35,000 plus expenses

The President and Secretary-Treasurer are authorized to engage and employ these firms to consummate the transactions contemplated herein.

**NOW, THEREFORE, BE IT RESOLVED BY** the Board of Light, Gas and Water Commissioners:

**THAT**, subject to the consent and approval of the Council of the City of Memphis, the President and Secretary-Treasurer are authorized to engage the above-listed firms to consummate the Series 2016 Electric System Revenue Bonds, Series 2016 Gas System Revenue Bonds, and the Series 2016 Water System Revenue Bonds.

I hereby certify that the foregoing is a true copy of a resolution accepted by the Board of Light, Gas and Water Commissioners at a regular-special meeting held on 16<sup>th</sup> day of MARCH, 20 16, at which a quorum was present.  
  
Secretary-Treasurer



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

RESOLUTION AUTHORIZING THE SALE, ISSUANCE, AND DELIVERY OF NOT TO EXCEED SEVENTY-SEVEN MILLION DOLLARS (\$77,000,000) AGGREGATE PRINCIPAL AMOUNT OF GENERAL IMPROVEMENT BONDS FOR THE PURPOSE OF PAYING AT MATURITY THE PRINCIPAL OF CERTAIN GENERAL OBLIGATION COMMERCIAL PAPER OF THE CITY AND AMENDING THE DEBT MANAGEMENT POLICY AND PROCEDURES OF THE CITY.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The Finance Division is the initiating party of this resolution.

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

There is no change to an existing ordinance or resolution.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

The resolution does not require a new contract, or amends an existing contract.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

The resolution does not require an expenditure of funds.

**RESOLUTION OF THE COUNCIL OF THE CITY OF MEMPHIS, TENNESSEE, AUTHORIZING THE SALE, ISSUANCE AND DELIVERY OF NOT TO EXCEED SEVENTY-SEVEN MILLION DOLLARS (\$77,000,000) AGGREGATE PRINCIPAL AMOUNT OF CITY OF MEMPHIS, TENNESSEE, GENERAL IMPROVEMENT BONDS FOR THE PURPOSE OF PAYING AT MATURITY THE PRINCIPAL OF GENERAL OBLIGATION COMMERCIAL PAPER OF THE CITY; MAKING PROVISION FOR THE RAISING ANNUALLY BY THE CITY OF A SUM SUFFICIENT TO PAY, AS THE SAME SHALL BECOME DUE, THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON SUCH BONDS; PRESCRIBING THE FORM AND CERTAIN DETAILS OF SUCH BONDS AND DELEGATING TO THE CHIEF FINANCIAL OFFICER/DIRECTOR OF FINANCE THE AUTHORITY TO DETERMINE ADDITIONAL DETAILS; APPOINTING THE PAYING AGENT AND REGISTRAR FOR SUCH BONDS; AUTHORIZING AND PROVIDING FOR THE COMPETITIVE SALE OF SUCH BONDS; AUTHORIZING PRELIMINARY OFFICIAL STATEMENTS AND FINAL OFFICIAL STATEMENTS; AUTHORIZING CERTAIN OTHER MATTERS WITH RESPECT TO THE SALE, ISSUANCE AND DELIVERY OF SUCH BONDS; AND AMENDING THE DEBT MANAGEMENT POLICY AND PROCEDURES OF THE CITY**

BE IT RESOLVED by the Council of the City of Memphis, Tennessee, as follows:

SECTION 1. Findings and Determinations. (a) The Council of the City of Memphis, Tennessee (the "Council"), on October 15, 2013, adopted an initial resolution authorizing the issuance of general obligation bonds of the City of Memphis, Tennessee (the "City"), in the maximum principal amount of one hundred fifty million dollars (\$150,000,000) for the purpose of financing various public works projects of the City.

(b) Pursuant to such initial resolution and a resolution adopted by the Council on June 19, 2012 (the "Commercial Paper Resolution"), the City issued and currently there are outstanding \$75,000,000 maximum principal amount of General Obligation Commercial Paper (the "Commercial Paper"), maturing on various dates, for the purposes of financing various public works projects of the City or paying at maturity Commercial Paper theretofore issued for such purpose or to refinance outstanding Commercial Paper.

(c) The City deems it to be in its best interests to provide at this time, by adoption of this Resolution, for the issuance of general obligation bonds of the City to provide for the payment of the principal of \$75,000,000 principal amount of outstanding Commercial Paper at their respective maturities, the interest on the Commercial Paper due upon maturity to be paid from other available moneys of the City.

(d) The City deems it be in its best interests to amend its Debt Management Policy and Procedures to, among other things, provide for the implementation of disclosure policies and procedures to establish parameters and provide guidance to City staff relating to the preparation, management, continuing evaluation and reporting of all disclosures made by the City, and to provide for the preparation and implementation necessary to ensure compliance and conformity with the City's obligations under federal securities law, certain continuing disclosure undertakings, and the applicable provisions of the Debt Management Policy and Procedures.

SECTION 2. Authorization and Purpose of Bonds. There is hereby authorized to be issued, sold and delivered, pursuant to this Resolution, one or more series of general obligation bonds of the City in an aggregate principal amount not to exceed Seventy-seven Million Dollars (\$77,000,000) (the "Bonds") for the purposes of (i) paying the principal of \$75,000,000 principal amount of outstanding Commercial Paper at their respective maturities, interest on such Commercial Paper due at maturity to be paid from other available moneys of the City, and (ii) providing for the payment of costs of issuance of the Bonds. Such bonds shall be designated "General Improvement Bonds, Series 2016", with such other or further series designation as may be determined by the Chief Financial Officer/Director of Finance of the City (the "CFO/Director of Finance").

SECTION 3. Certain Details of Bonds. The Bonds, or such portion thereof as shall be determined by the CFO/Director of Finance, shall be sold at one time or from time to time (and whether or not combined into a single issue with other bonds separately authorized) on a date or dates to be selected by the CFO/Director of Finance. The Bonds may be issued as bonds the interest on which is excluded from gross income for Federal income tax purposes ("Tax-Exempt Bonds"), or as bonds the interest on which is included in gross income for Federal income tax purposes ("Taxable Bonds"), or in part as Tax-Exempt Bonds and in part as Taxable Bonds.

The Bonds of each series shall be numbered from R-1 (with such additional designations as may be determined by the CFO/Director of Finance) upwards in order of issuance. The Bonds shall be dated as of a date, shall be issued in the denomination of \$5,000 each or any integral multiple thereof, and shall bear interest payable initially and semiannually thereafter in each year on the dates and at the designated rates per annum, not to exceed 5.00% per annum in the case of Tax-Exempt Bonds and 6.00% per annum in the case of Taxable Bonds, in each case calculated on the basis of a 30-day month and a 360-day year, all as shall be determined by the CFO/Director of Finance. The Bonds shall mature in serial or term forms, on the maturity dates, and with terms not exceeding the reasonably expected remaining economic lives of the public works projects financed or refinanced by the Commercial Paper, and in the principal amounts, to be determined by the CFO/Director of Finance.

The Bonds shall be issued only in fully registered form without coupons. One Bond representing each maturity will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), as registered owner of the Bonds and each such Bond shall be immobilized in the custody of DTC. DTC will act as securities depository for the Bonds. Purchasers will not receive physical delivery of

certificates representing their interest in the Bonds purchased except as provided by Section 4 hereof.

Unless the City and the paying agent and registrar named below agree otherwise, so long as DTC or its nominee is the registered owner of the Bonds as such securities depository, payments of principal, premium, if any, and interest payments on the Bonds will be made by the City through the paying agent and registrar named below, by wire transfer to DTC or its nominee, Cede & Co., as registered owner of the Bonds, which will in turn remit such payments to the DTC participants for subsequent disbursement to the beneficial owners of the Bonds. Transfer of principal, premium, if any, and interest payments to DTC participants will be the responsibility of DTC. Transfers of such payments to beneficial owners of the Bonds by DTC participants will be the responsibility of such participants and other nominees of such beneficial owners. Transfers of ownership interests in the Bonds will be accomplished by book entries made by DTC and, in turn, by the DTC participants who act on behalf of the indirect participants of DTC and the beneficial owners of the Bonds.

The City will not be responsible or liable for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC, its participants or persons acting through such participants or for transmitting payments to, communicating with, notifying, or otherwise dealing with any beneficial owner of the Bonds.

Regions Bank is hereby appointed as paying agent and registrar for the Bonds (the "Paying Agent and Registrar").

SECTION 4. Procedure in the Event of Revision of Book-Entry Transfer System - Replacement Bonds. The City shall issue Bond certificates (the "Replacement Bonds") directly to the beneficial owners of the Bonds other than DTC, or its nominee, but only in the event that:

(a) DTC determines to discontinue providing its services with respect to the Bonds at any time by giving notice to the City and discharging its responsibilities; or

(b) the City discontinues use of DTC (or substitute depository or its successor) at any time upon determination by the City that the use of DTC (or substitute depository or its successor) is no longer in the best interests of the City and the beneficial owners of the Bonds, subject to applicable procedures of DTC. The City and the Paying Agent and Registrar may rely upon information provided by DTC, DTC participants or other nominees of beneficial owners, or beneficial owners with respect to the names, addresses and amounts owned by the beneficial owners and other information supplied by them for the purpose of delivering Replacement Bonds.

Upon occurrence of the events described in either (a) or (b) above, the City shall attempt to locate another qualified securities depository. If the City fails to locate another qualified securities depository to replace DTC, the City shall execute and deliver Replacement Bonds in substantially the form set forth in Section 11 hereof. Such Replacement Bonds shall bear thereon a certificate of authentication in the form set forth in Section 11 hereof executed manually by an authorized officer of the Paying Agent and Registrar as registration agent for

the City. Only such Bonds as shall bear thereon such certificate of authentication shall be entitled to any right or benefit under this Resolution and no Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of the Paying Agent and Registrar. Any such certificate of the Paying Agent and Registrar upon any Bond executed on behalf of the City shall be conclusive evidence that the Bond so authenticated has been duly authenticated and delivered under this Resolution and that the registered owner of such Bond is entitled to the benefits and security of this Resolution.

Prior to the execution and delivery of Replacement Bonds, the City shall notify the beneficial owners of the Bonds by mailing an appropriate notice to DTC. Principal of and interest on the Replacement Bonds shall be payable by check or draft mailed to each registered owner of such Replacement Bonds at the address of such owner as it appears in the books of registry maintained by the Paying Agent and Registrar. Replacement Bonds will be transferable only by presentation and surrender to the Paying Agent and Registrar, together with an assignment duly executed by the registered owner of the Replacement Bond or by such owner's representative in form satisfactory to the Paying Agent and Registrar and containing information required by the Paying Agent and Registrar in order to effect such transfer.

The City may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to an exchange or transfer of a Bond, and may charge the person requesting such exchange or transfer a sum or sums which shall be paid as a condition precedent to the exercise of the privilege of making such exchange or transfer.

**SECTION 5. Redemption; Notice and Conditional Notice of Redemption; Purchase in Lieu of Redemption.** Any or all of the Bonds (or portions thereof in installments of \$5,000) may be subject to redemption at the option of the City and, in the case of term Bonds, be subject to mandatory sinking fund redemption, prior to their stated maturities, in whole at any time or in part from time to time; provided, however, that subject to the next proviso, the initial optional redemption date for Tax-Exempt Bonds shall be no later than 10-½ years after the date of delivery thereof and payment therefor; and provided further, however, that any Bonds also may be made not redeemable prior to maturity. The redemption provisions, if any, shall be determined by the CFO/Director of Finance, subject to the foregoing limitations.

If any Bond (or any portion of the principal amount thereof in installments of \$5,000) shall be called for redemption, notice of the redemption thereof, specifying the date, number and maturity of such Bond, the date and place or places fixed for its redemption, the premium, if any, payable upon such redemption, and if less than the entire principal amount of such Bond is to be redeemed, that such Bond must be surrendered in exchange for the principal amount thereof to be redeemed and a new Bond or Bonds issued equaling in principal amount that portion of the principal amount thereof not to be redeemed, shall be mailed not less than thirty (30) days nor more than sixty (60) days prior to the date fixed for redemption by first class mail, postage prepaid, to the registered owner of such Bond at such owner's address as it appears on the books of registry kept by the Paying Agent and Registrar as of the close of business on the forty-fifth (45th) day preceding the date fixed for redemption;

provided, however, that any notice of redemption may state that it is conditioned upon the receipt by the Paying Agent and Registrar of sufficient moneys to pay the redemption price, plus interest accrued and unpaid to the redemption date, or upon satisfaction of any other condition, or that it may be rescinded upon the occurrence of any other event, and any conditional notice so given may be rescinded at any time before payment of such redemption price and accrued interest if any such condition so specified is not satisfied or if any other such event occurs. Notice of such rescission shall be given by the Paying Agent and Registrar to affected registered owners of Bonds as promptly as practicable upon the failure of such condition or the occurrence of such other event, and shall be given in the same manner as the notice of redemption was given. The failure of any registered owner to receive any such mailed notice shall not affect the sufficiency or validity of the proceedings for the redemption of the related Bonds.

If notice of the redemption of any Bond shall have been given as aforesaid, and payment of the principal amount of such Bond (or the portion of the principal amount thereof to be redeemed) and of the accrued interest and premium, if any, payable upon such redemption shall have been duly made or provided for, interest on such Bond shall cease to accrue from and after the date so specified for redemption thereof.

Notwithstanding the foregoing, so long as the Bonds are registered in the name of DTC or its nominee for purchase in book-entry only form, (i) any notice of redemption or of rescission of conditional notice of redemption will be given only to DTC or its nominee, (ii) notice of redemption given to DTC or its nominee may be given at such time and in such manner as is required by the operational procedures of DTC or its nominee, (iii) the selection of beneficial ownership interests in the Bonds to be redeemed within a maturity may be determined in accordance with such procedures, and (iv) the City shall not be responsible for providing any beneficial owner of the Bonds with any such notice.

Bonds may be made subject to purchase in lieu of redemption as determined by the CFO/Director of Finance.

**SECTION 6. Security.** The full faith, credit and unlimited taxing power of the City as to all taxable property in the City are hereby pledged to the punctual payment of the principal of and interest on the Bonds. In accordance with the provisions of Section 9-21-215, Tennessee Code Annotated, it is hereby confirmed that the City will make adequate provision for raising annually by tax upon the taxable property in the City of a sum sufficient to pay the principal of and interest on the Bonds as the same shall become due. The City hereby agrees that a tax sufficient to pay when due such principal and interest shall be levied annually and assessed, collected and paid, in like manner with the other taxes of the City and shall be in addition to all other taxes authorized or limited by law. This Resolution shall be deemed to be the tax resolution required to be adopted in respect of the Bonds under Section 9-21-215, Tennessee Code Annotated.

SECTION 7. Payment of Bonds; Books of Registry; Exchanges and Transfers of Bonds.

(a) Payment of Bonds. (i) At any time during which the Bonds shall be in fully registered form, the interest on the Bonds shall be payable by wire transfer or by check or draft mailed by the Paying Agent and Registrar to the registered owners of the Bonds at their addresses as the same appear on the books of registry as of a record date determined by the CFO/Director of Finance, and the principal of and premium, if any, on the Bonds shall be payable at the principal office of the Paying Agent and Registrar or any other office of the Paying Agent and Registrar designated for such purpose; provided, however that at any time during which the Bonds shall be in book-entry form, the principal of and premium, if any, and interest on the Bonds shall be payable in accordance with the provisions of Section 3 hereof.

(ii) The principal of and premium, if any, and interest on the Bonds shall be payable in such coin or currency of the United States of America as at the respective dates of payment is legal tender for public and private debts.

(b) Books of Registry; Exchanges and Transfers of Bonds. (i) At all times during which any Bond remains outstanding and unpaid, the Paying Agent and Registrar shall keep or cause to be kept, at its principal office or any other office of the Paying Agent and Registrar designated for such purpose, books of registry for the registration, exchange and transfer of the Bonds. Upon presentation at the principal office of the Paying Agent and Registrar or any other office of the Paying Agent and Registrar designated for such purpose, the Paying Agent and Registrar, under such reasonable regulations as it may prescribe, shall register, exchange, transfer, or cause to be registered, exchanged or transferred, on the books of registry the Bonds as herein set forth.

(ii) Any Bond may be exchanged for a like aggregate principal amount of such Bonds in authorized principal amounts of the same interest rate and maturity.

(iii) Any Bond may, in accordance with its terms, be transferred upon the books of registry by the person in whose name it is registered, in person or by his duly authorized agent, upon surrender of such Bond to the Paying Agent and Registrar for cancellation, accompanied by a written instrument of transfer duly executed by the registered owner in person or his duly authorized agent, in form satisfactory to the Paying Agent and Registrar.

(iv) All transfers or exchanges pursuant to this Section 7(b) shall be made without expense to the registered owner of such Bonds, except as otherwise herein provided, and except that the Paying Agent and Registrar shall require the payment of the registered owner of the Bond requesting such transfer or exchange of any tax or other governmental charges required to be paid with respect to such transfer or exchange. All Bonds surrendered pursuant to this Section 7(b) shall be canceled.

SECTION 8. CUSIP Identification Numbers. CUSIP identification numbers may be printed on the Bonds, but neither the failure to print any such number on any Bonds, nor any error or omission with respect thereto, shall constitute cause for failure or refusal by

the purchaser of the Bonds to accept delivery of and pay for the Bonds in accordance with the terms of its proposal to purchase the Bonds. No such number shall constitute or be deemed to be a part of any Bond or a part of the contract evidenced thereby and no liability shall attach to the City or any of its officers or agents because of or on account of any such number or any use made thereof.

SECTION 9. Tax Covenant. The City covenants and agrees to comply with the provisions of Sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended and the applicable Treasury Regulations promulgated thereunder or otherwise applicable thereto, in each case whether prospective or retroactive, that must be satisfied in order that interest on the Tax-Exempt Bonds shall be and continue to be excluded from gross income for Federal income tax purposes under said Sections 103 and 141 through 150.

SECTION 10. Execution and Authentication of Bonds. The Bonds shall be executed on behalf of the City with the manual or facsimile signatures of the Mayor of the City (the "Mayor") and of the Comptroller of the City, and shall have impressed or imprinted thereon or affixed thereto, by facsimile or otherwise, the official seal of the City. In case any officer of the City whose signature or whose facsimile signature shall appear on the Bonds shall cease to be such officer before the delivery of such Bonds, such signature or the facsimile signature thereof shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

The Bonds shall bear thereon a certificate of authentication in the form set forth in Section 11 hereof executed manually by an authorized officer of the Paying Agent and Registrar. No Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of the Paying Agent and Registrar.

SECTION 11. Form of Bonds. The Bonds shall be in substantially the form set forth below with such necessary or appropriate variations, omissions and insertions as are incidental to their series, numbers, interest rates and maturities or as are otherwise permitted or required by law or this Resolution:

**UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED REPRESENTATIVE OF DTC TO THE PAYING AGENT AND REGISTRAR FOR REGISTRATION OF TRANSFER, EXCHANGE OR PAYMENT, AND ANY BOND ISSUED IS REGISTERED IN THE NAME OF CEDE & CO. OR SUCH OTHER NAME AS REQUIRED BY AN AUTHORIZED REPRESENTATIVE OF DTC AND ANY PAYMENT IS MADE TO CEDE & CO., ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSONS IS WRONGFUL SINCE THE REGISTERED OWNER HEREOF, CEDE & CO., HAS AN INTEREST HEREIN.**

**REGISTERED**

**REGISTERED**

No. R- \_\_\_\_\_

\$ \_\_\_\_\_



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**
2. AN INITIAL RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED ONE HUNDRED FIFTY MILLION DOLLARS (\$150,000,000) GENERAL OBLIGATION BONDS, AND BOND ANTICIPATION NOTES ISSUED AS COMMERCIAL PAPER, OF THE CITY OF MEMPHIS, TENNESSEE, PURSUANT TO THE LOCAL GOVERNMENT PUBLIC OBLIGATIONS ACT OF 1986, FOR THE PURPOSE OF FINANCING THE COST OF PUBLIC WORKS PROJECTS IN THE CITY.
- 3. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The Finance Division is the initiating party of this resolution.
- 4. State whether this is a change to an existing ordinance or resolution, if applicable.**

There is no change to an existing ordinance or resolution.
- 5. State whether this requires a new contract, or amends an existing contract, if applicable.**

The resolution does not require a new contract, or amends an existing contract.
- 6. State whether this requires an expenditure of funds/requires a budget amendment.**

The resolution does not require an expenditure of funds.

**INITIAL RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED ONE HUNDRED FIFTY MILLION DOLLARS (\$150,000,000) GENERAL OBLIGATION BONDS, AND BOND ANTICIPATION NOTES ISSUED AS COMMERCIAL PAPER, OF THE CITY OF MEMPHIS, TENNESSEE, PURSUANT TO THE LOCAL GOVERNMENT PUBLIC OBLIGATIONS ACT OF 1986, FOR THE PURPOSE OF FINANCING THE COST OF PUBLIC WORKS PROJECTS IN THE CITY**

BE IT RESOLVED by the Council of the City of Memphis, Tennessee, as follows:

1. It is hereby determined that there are hereby authorized to be issued general obligation bonds of the City of Memphis, Tennessee (the "City"), in the maximum principal amount of not to exceed One Hundred Fifty Million Dollars (\$150,000,000), pursuant to the Local Government Public Obligations Act of 1986, being Title 9, Chapter 21, Tennessee Code Annotated, as amended (the "Act"), for the purpose of financing the cost of the following public works projects:

Abattoirs, acquisitions of land for the purpose of providing or preserving open land, airports, alleys, ambulances, auditoriums, bridges, city halls, city stables or garages, community houses, corrective, detention and penal facilities, including but not limited to, jails, workhouses and reformatories, courthouses, culverts, curbs, dispensaries, drainage systems, including storm water sewers and drains, electric plants and systems, expositions, facilities for the handicapped, including physically and mentally handicapped, facilities for the indigent, fairgrounds and fairground facilities, fire department equipment and buildings, fire alarm systems, flood control, garbage collection and disposal systems, gas and natural gas systems and storage facilities, heat plants and systems, harbor and riverfront improvements, health centers and clinics, including medical and mental health centers and clinics, highways, major roads, highway and street equipment, hospitals, hotels and supporting or incidental facilities built by the City which are built adjacent to and as a supporting facility of civic or convention centers located in the central business improvement district of the City created under the provisions of the Central Business Improvement District Act of 1971, compiled in Title 7, Chapter 84 of the Act, improvements made pursuant to a plan of improvement for a central business improvement district created pursuant to the Central Business Improvement District Act of 1971, compiled in Title 7, Chapter 84 of the Act, incinerators, law enforcement and emergency services equipment, levees, libraries, markets, memorials, museums, nursing homes, parks, parking facilities, parkways, playgrounds, plazas, port facilities, docks and dock facilities, including any terminal storage and transportation facilities incident thereto, public art, public buildings, preserves, railroads, including the extension of railroads, and railway beltlines and switches, reclamation of land, recreation centers and facilities, reservoirs, rights-of-way, river and navigation improvements, roads, sanitariums, schools, transportation equipment for schools, sewers, sewage and waste water systems, including, but not limited to, collection, drainage, treatment and disposal systems, ship canals, sidewalks, stadiums, streets, swimming pools, thermal transfer

generating plants and/or distribution systems, tunnels, viaducts, voting machines, water treatment distribution and storage systems, wharves, zoos, business parks, industrial parks, urban renewal projects, urban transit facilities, facilities for the storage and maintenance of any of the items of equipment which constitute public works projects, facilities or capital expenditures paid or incurred with respect to property located in a recovery zone (as defined in the U.S. Internal Revenue Code) that are made for a qualified economic development purpose (as defined in the U.S. Internal Revenue Code), facilities or capital expenditures paid or incurred for qualified conservation purposes (as defined in the U.S. Internal Revenue Code) in connection with the issuance of qualified energy conservation bonds (as defined in the U.S. Internal Revenue Code), all property real and personal, appurtenant thereto or connected with any public works project, work or undertaking and the existing public works project, work or undertaking, if any, to which such public works project, work or undertaking is an extension, addition, betterment or improvement, any other project for the benefit of the people at large of the City where any state or federal agency will match the funds of the City with grants-in-aid or gratuities to subsidize or assist the development of a public works project, and any grants, donations, reimbursements or loans to one or more local governments, local government instrumentalities or utility districts for the construction of any of the foregoing, all as contemplated by Sections 9-21-105 and 9-21-107 of the Act.

2. Such bonds shall bear interest at such rate or rates not to exceed the maximum rate permitted by law at the time of sale thereof, payable in such manner and at such times as shall hereafter be determined by or pursuant to a subsequent resolution of the Council of the City.

3. Such bonds shall be payable from ad valorem taxes levied upon all the taxable property in the City and the full faith, credit and unlimited taxing power of the City shall be pledged to the punctual payment of the principal of and interest on such bonds.

4. The City may issue general obligation bond anticipation notes as commercial paper in anticipation of the issuance of such bonds, pursuant to and in accordance with the Act. Appropriate officials and employees of the City are authorized to apply to appropriate officials, offices and departments of the State of Tennessee as may be necessary or advisable to issue and sell such notes, including for the extension or renewal of such notes to the maximum extent permitted by law.

5. In the event that it is determined that it is in the City's best financial interest to expend moneys from other sources of the City prior to issuance of such bonds and notes and to reimburse such expenditures from such other sources from the proceeds of such bonds and notes when sold, the Chief Financial Officer/Director of Finance is hereby authorized to declare from time to time the official intent on behalf of the City as to reimbursement from the proceeds of such bonds and notes of expenditures made from other sources of the City.

6. This resolution shall be published in full once in a newspaper of general circulation in the City, together with a notice substantially in the form prescribed by Section 9-21-206 of the Act.

7. This resolution shall take effect immediately upon its adoption.



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

Resolution approving the FY2017 Consolidated Plan and accepting and appropriating anticipated FY2017 Community Development Block Grant (CDBG) funds in the amount of \$6,098,932.00, CDBG Program Income in the amount of \$1,200,000.00, HOME funds in the amount of \$2,520,902.00, HOME Program Income in the amount of \$100,000.00, Emergency Solutions Grant (ESG) funds in the amount of \$561,939.00, and Housing Opportunities for Persons With AIDS (HOPWA) funds in the amount of \$ \$3,511,669.00 from the U.S. Department of Housing and Urban Development (HUD) to the FY2017 budget for the Division of Housing and Community Development.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

Housing and Community Development

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

N/A

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

N/A

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

N/A



**RESOLUTION APPROVING PROPOSED CONSOLIDATED PLAN  
FY 2017 ANNUAL ACTION PLAN  
AND APPROPRIATING FEDERAL ENTITLEMENT FUNDS TO THE FY 2017  
HOUSING AND COMMUNITY DEVELOPMENT BUDGET**

**WHEREAS**, the purpose of the City of Memphis' Consolidated Plan for Housing and Community Development is to foster the development of viable urban neighborhoods which include decent housing for everyone, a suitable living environment, and expanded economic opportunities, especially for low and moderate income citizens; and

**WHEREAS**, specific projects and activities within the Consolidated Plan FY 2017 Annual Action Plan address the needs of low and moderate income persons through goals, objectives, priorities, and strategies for housing, community and public services, assistance for the homeless and special needs populations, neighborhood, economic and community development; and

**WHEREAS**, projects and activities proposed to be implemented in the Consolidated Plan FY 2017 Annual Action Plan will draw upon and augment the resources of the public, private, and nonprofit sectors to meet low and moderate income needs in the community; and

**WHEREAS**, the plan contains a description of anticipated federal, state, and local housing resources for FY 2017, including Community Development Block Grant (CDBG) funds received under Title I of the Housing and Community Development Act of 1974, HOME funds received under Title II of the National Affordable Housing Act of 1990, Emergency Solutions Grant (ESG) funds authorized under the HEARTH Act of 2009, and Housing Opportunities for Person With AIDS (HOPWA) funds, as shown in the following tables:

**Estimated FY 2017 Funds to be received from HUD**

<b>Program Name</b>	<b>Estimated Funds</b>	<b>Percent of Total</b>
CDBG Program	\$6,098,932	44%
Projected CDBG Program Income	\$1,200,000	9%
HOME Program	\$2,520,902	18%
Projected HOME Program Income	\$100,000	1%
ESG Program	\$561,939	4%
HOPWA	\$3,511,669	25%
<b>TOTAL</b>	<b>\$13,993,442</b>	<b>100%</b>

;and

**WHEREAS**, the plan identifies and describes the following priority areas of projects and activities to be implemented in FY 2017 by the federal entitlement funds received from the U.S Department of Housing and Urban Development (HUD):

Resolution-Division of Housing and Community Development

**FY 2017 Priority Areas**

<b>Priority Need Category</b>	<b>Proposed Expenditures</b>	<b>Percentages</b>
Housing	\$4,389,226.35	31%
Homeless	\$1,150,176.89	8%
Special Needs	\$3,817,702.25	27%
Neighborhood, Economic, & Community Development	\$2,210,986.08	16%
General Administration & Planning	\$2,425,350.43	17%
<b>TOTAL</b>	<b>\$13,993,442.00</b>	<b>100.00%</b>

and,

**WHEREAS**, the Consolidated Plan FY 2017 Annual Action Plan includes and was developed within a framework of a citizen participation plan, requiring consultation with citizens and other social service and housing agencies; and

**WHEREAS**, the Consolidated Plan FY 2017 Annual Action Plan is available for a 30-day public review and comment period beginning April 7, 2016 and ending May 6, 2016, and must be submitted to HUD on or before May 15, 2016, for approval; and

**WHEREAS**, the CDBG entitlement, estimated program income, the HOME, ESG, and HOPWA entitlement grants must be appropriated in the FY 2017 Operating Budget for HCD.

**NOW, THEREFORE, BE IT RESOLVED** that the Council and the City of Memphis hereby adopts and approves the proposed Consolidated Plan FY 2017 Annual Action Plan.

**BE IT FURTHER RESOLVED** that there be and is hereby accepted and appropriated the amount of **\$13,993,442.00** by federal resources for FY 2017, including Community Development Block Grant (CDBG) funds, Projected Program Income from CDBG and HOME, HOME Program funds, Emergency Solutions Grant (ESG) funds, and Housing Opportunities for Person With AIDS (HOPWA) chargeable to the FY 2017 Operating Budget and credited as follows:

<b>Program Name</b>	<b>Estimated Funds</b>	<b>Percent of Total</b>
CDBG Program	\$6,098,932	44%
Projected CDBG Program Income	\$1,200,000	9%
HOME Program	\$2,520,902	18%
Projected HOME Program Income	\$100,000	1%
ESG Program	\$561,939	4%
HOPWA	\$3,511,669	25%
<b>TOTAL</b>	<b>\$13,993,442</b>	<b>100%</b>

**BE IT FURTHER RESOLVED** that the Mayor and the Director of HCD are authorized to prepare and execute the necessary documents in connection with the proposed FY 2017 Consolidated Plan Annual Action Plan to apply for and accept funding which the City is entitled to receive from HUD.



**Memphis City Council  
Summary Sheet  
T.E. Maxson Wastewater Treatment Plant  
Improvements Project**

1. This is to accept \$25,000,000 from the Tennessee Department of Environment and Conservation Clean Water State Revolving Loan for modifications and upgrades to the existing treatment process and the addition of disinfection facilities at the T.E. Maxson WWTP.
2. This item is being submitted by Public Works (Environmental Engineering)
3. This item does not change an existing ordinance or resolution.
4. This item does require a new contract.
5. This item does not require an expenditure of funds.

## AUTHORIZING RESOLUTION \_\_\_\_\_

RESOLUTION AUTHORIZING AND PROVIDING FOR THE FINANCING OF THE CONSTRUCTION OF A WASTEWATER FACILITIES PROJECT, INCLUDING AUTHORIZING THE EXECUTION OF APPLICATIONS, CONTRACTUAL AGREEMENTS, AND OTHER NECESSARY DOCUMENTS, AND MAKING CERTAIN REPRESENTATIONS, CERTIFICATIONS, AND PLEDGES OF CERTAIN REVENUE IN CONNECTION WITH SUCH FINANCING.

WHEREAS, the City of Memphis is a public and governmental body in Memphis, Tennessee (the "Local Government"); and

WHEREAS, the Local Government has determined that it is necessary and desirable to undertake certain activities or tasks in connection with a wastewater facilities project, Department of Environment and Conservation Number SRF 2015-355 (the "Project"), in and for the Local Government; and

WHEREAS, Tennessee Code Annotated, Section 68-221-1001 *et. seq.*, provide for the lending of moneys in the wastewater facilities Revolving Loan Fund to Local Governments for the purpose of providing funds for Project Loans; and

WHEREAS, the local Government has determined that it is necessary and advisable to borrow funds for the Project pursuant to these sections.

NOW, THEREFORE, be it resolved as follows:

**Section 1.** Local Government hereby approves the creation of indebtedness on behalf of the Local Government in the principal amount of TWENTY FIVE MILLION DOLLARS (\$25,000,000) by the obtaining of a Project Loan.

**Section 2.** The execution and delivery of the Application for a Project Loan in the principal amount TWENTY FIVE MILLION DOLLARS (\$25,000,000) for the purpose of funding all or a portion of the total estimated cost of the Project TWENTY FIVE MILLION DOLLARS (\$25,000,000), by Jim Strickland., the Mayor of the Local Government, is hereby ratified and approved in all respects.

**Section 3.** The form, terms, and provisions of the agreement for the Project Loan among the Local Government, the Tennessee Department of Environment and Conservation and the Tennessee Local Development Authority (the "Loan Agreement"), as presented at this meeting, are hereby approved.

**Section 4.** The Local Government hereby agrees to honor and accept the method of financing as may be determined by the Authority pursuant to the Loan Agreement.

**Section 5.** The Local Government hereby agrees to make the monthly payments on the Project Loan in accordance with the Payment Schedule to be attached to the Loan Agreement.

**Section 6.** The Local Government hereby agrees to levy fees, rates or charges for services provided by the Project and/or to levy ad valorem taxes sufficient to pay the interest on and principal of the Project Loan in accordance with the Loan Agreement. The Local Government also agrees to levy fees, rates, or charges and/or ad valorem taxes sufficient to pay the cost of operation and maintenance of the wastewater system of which the Project is a part, which cost shall include depreciation and all other debt service expense of the system.

**Section 7.** The Local Government assigns and pledges its State-Shared Taxes to the State and consents to the withholding and application of State-Shared Taxes in the event of failure by the Local Government to remit monthly payments in accordance with the terms of the Loan Agreement, as the Loan Agreement may be supplemented or amended from time to time.

**Section 8.** The Local Government hereby agrees that there are no local pledges of State-Shared Taxes other than those disclosed.

**Section 9.** The Local Government hereby agrees to obtain alternative methods of financing for all costs necessary for the completion of the Project which are in excess of the combined financing provided by any agency of the United States Government and by the Tennessee Local Development Authority.

**Section 10.** The Mayor of the Local Government is authorized and directed to execute the Loan Agreement, and any amendments or supplements to the Loan Agreement, in the name and behalf of the Local Government; to deliver such documents to the other parties to such documents, such execution and delivery to be conclusive proof of the approval of the Local Government of such documents; and to take such further action and to execute and deliver such further instruments or documents as such officer may consider necessary or advisable in connection with the Loan Agreement. Provided, however, this resolution shall not be deemed to grant authority to the named officer to approve any increase in the amount of the Project Loan.

**Section 11.** All orders, resolutions, or ordinances in conflict with this resolution be and the same are repealed insofar as such conflict exists. This resolution shall become effective immediately upon its passage.

Duly passed and approved this \_\_\_\_\_ day of \_\_\_\_\_, 2016.

\_\_\_\_\_  
Jim Strickland, Mayor

WITNESS:

\_\_\_\_\_  
(Affix Seal As Appropriate)

\_\_\_\_\_  
(Name and Title)



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

This resolution is to accept the Tennessee Department of Environment and Conservation funding of \$127,500 for 14 months of the Shelby County Household Hazardous Waste facility.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

Public Works Division

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

This is not a change to an existing ordinance or resolution.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

This resolution requires a new contract between the State of Tennessee, Department of Environment and Conservation and the City of Memphis

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

The grant does not require any additional City expenditures or budget amendment.

**RESOLUTION ACCEPTING STATE FUNDS FOR THE HOUSEHOLD HAZARDOUS  
WASTE FACILITY**

**WHEREAS**, the City of Memphis Division of Public Works has received grant funds in the amount of one hundred twenty seven thousand five hundred dollars (\$127,500) from the State of Tennessee; and

**WHEREAS**, these funds will be used to assist with the operation and maintenance expenses of the Memphis and Shelby County Household Hazardous Waste Collection Facility in cooperation with Shelby County Government and surrounding municipalities; and

**WHEREAS**, it is necessary to accept the grant funding and amend the Fiscal Year 2016 Operating Budget to establish funds for the Household Hazardous Waste Operation and Maintenance Grant; and

**WHEREAS**, it is necessary to appropriate grant funds in the amount of One Hundred Twenty-Seven Thousand Five Hundred Dollars (\$127,500) for the Household Hazardous Waste Operations and Maintenance Grant.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Household Hazardous Waste Operations and Maintenance Grant funds in the amount of \$127,500 be accepted by the City of Memphis.

**BE IF FURTHER RESOLVED**, that the Fiscal Year 2016 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the Household Hazardous Waste Operation and Maintenance Grant in the amount of One Hundred Twenty-Seven Thousand Five Hundred Dollars (\$127,500)as follows:

Revenue

State of Tennessee	\$127,500
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Expenses

Payment to Subgrantees	\$127,500
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# FACT SHEET

## Household Hazardous Waste Operations and Maintenance Grant

- The HHW Operation and Maintenance (or O&M) Grant is a supplement grant to the \$500,000 construction grant the City received in 2007 from the Tennessee Dept. of Environment and Conservation (TDEC)
- This new TDEC grant, \$ 127,500, is for 14 months beginning May 1, 2016 and can be renewed annually for 3 more years
- Funds will be used for operational costs of new HHW facility, which opened in Nov. 07, 2010 at 6305 Haley Rd. (off Farm Rd.) near Shelby Farms.
- Only the four largest cities in Tennessee can apply for the grant. Therefore, Shelby Co. is not eligible, although they are approved as our subcontractor.
- The grant stipulates the facility must be available for all residents of Shelby County; therefore, the City of Memphis and Shelby Co. agreed to partner and Shelby Co. will serve as our subcontractor to build and operate the facility.
- Days/hours of operation - Tuesdays and Saturdays 8:30 a.m. – 1:00 p.m.
- Additional days of operation will be added as funding, volume and operational experience dictate.

## RESOLUTION

WHEREAS, the City of Memphis has annexed several territories contiguous to its corporate limits since 1998;

WHEREAS, each annexation was consistent with existing law and the Comprehensive Growth Plan adopted by each municipality and Shelby County Government pursuant to 1998 Public Chapter 1101;

WHEREAS, each annexation was carefully studied and recommended by the joint City and County Office of Planning and Development only when it was determined that each annexation was reasonable for the residents of the affected territory and for the City of Memphis;

WHEREAS, the City of Memphis has expended hundreds of millions on operations and on capital improvements, schools, sewers, utilities, parks, fire and police stations in the annexed areas to match the growth and development in such areas over the years;

WHEREAS, HB0779/SB0749, which is currently being considered by the State of Tennessee Senate, would allow citizens to immediately reverse annexations that were adopted after 1998 should certain conditions be met; and

WHEREAS, HB0779/SB0749 could have dramatic effects on the fiscal health of the City of Memphis and on Shelby County and could adversely affect the delivery of essential services in the City of Memphis, Shelby County and the areas seeking to deannex; and

WHEREAS, the Memphis City Council believes that any potential de-annexations within the City of Memphis should be undertaken only after appropriate study, as was required when the areas were annexed, to insure

that any such de-annexation be reasonable for the residents of the affected territory, Shelby County and for the City of Memphis and that any such de-annexation be implemented in an orderly fashion;

NOW THEREFORE BE IT RESOLVED that the Memphis City Council requests and directs its Chairman to form a committee to study and recommend to the City Council the reasonableness of de-annexing areas of the City and the best way to coordinate the provision of essential services to residents of an affected territory after de-annexation.

BE IT FURTHER RESOLVED that the Council requests and directs its Chairman to include on the committee two representatives from the Memphis City Council to be appointed by the City Council Chairman, two representatives from the Shelby County Commission to be appointed by the County Commission Chairman, two representatives from the City of Memphis Administration to be appointed by the Mayor of Memphis, two representatives from Shelby County Government Administration to be appointed by the Shelby County Mayor, and two state representatives from Shelby County to be appointed by the State of Tennessee Senate Majority and Minority leaders.

Kemp Conrad

Chairman

SPONSORS:

Kemp Conrad

Martavius Jones

Philip Spinosa, Jr.

Joe Brown

Reid Hedgepeth

Janis Fullilove

Bill Morrison

Jamita Swearengen

Berlin Boyd

Worth Morgan  
Patrice Robinson  
Edmund Ford, Jr.  
Frank Colvett, Jr.