

RESOLUTION NO. 1003

A RESOLUTION OF THE CITY OF PHOENIX, OREGON AUTHORIZING FINANCING OF CAPITAL PROJECTS DESCRIBED IN THE URBAN RENEWAL PLAN FOR THE PHOENIX URBAN RENEWAL AREA.

WHEREAS, the City of Phoenix, Oregon (the "City") is authorized by Oregon Revised Statutes Section 271.390 to enter into agreements to finance or refinance real or personal property which the City Council determines is needed; and

WHEREAS, it is desirable to obtain up to \$1,560,000 of financing to finance projects described in the Phoenix Urban Renewal Plan, as amended (the "Plan"), including the Market Hall project described in Section 701.F of the Plan, which is commonly referred to as the City of Phoenix Civic Building (the "Project"); and,

WHEREAS, the Urban Renewal Agency for the City (the "Agency") is projected to have sufficient tax increment revenues to pay the amounts due from the City in connection with the financing of the Project, and will enter into an intergovernmental agreement with the City to use tax increment revenues to pay those amounts;

NOW, THEREFORE, the City of Phoenix resolves as follows:

Section 1. Determination of Need. The City Council hereby determines that the Project is needed.

Section 2. Financing Agreement Authorized. The City Council hereby authorizes the City to obtain up to \$1,560,000 in principal amount of financing for the Project pursuant to ORS 271.390. Proceeds of the financing may be used to finance the Project and to pay costs related to the financing.

Section 3. Delegation. The City Manager or the Finance Director of the City or a person designated by the City Manager or the Finance Director to act under this Resolution (each of whom is referred to herein as a "City Official") is hereby authorized, on behalf of the City and without further action by the City Council, to:

- (1) Negotiate, execute and deliver a financing agreement (the "Financing Agreement") in an aggregate principal amount that does not exceed \$1,560,000 to finance the Project and pay costs related to the financing. Subject to the limitations of this Resolution, the Financing Agreement may be in such form and contain such terms as the City Official may approve.
- (2) Determine the final principal amount, interest rates, payment dates, prepayment rights and all other terms of the financing.
- (3) Negotiate, execute and deliver a note to evidence amounts due under the Financing Agreement.

- (4) Select a commercial bank or investor with which to negotiate, execute and deliver the Financing Agreement.
- (5) Covenant for the benefit of the owner of the Financing Agreement to comply with all provisions of the Internal Revenue Code of 1986, as amended (the "Code") which are required for the interest paid under the Financing Agreement to be excluded from gross income for federal income tax purposes;
- (6) Designate the Financing Agreement as a "qualified tax-exempt obligation" pursuant to Section 265(b)(3) of the Code, if applicable;
- (7) Execute and deliver any other certificates or documents and take any other actions which the City Official determines are desirable to carry out this Resolution.

Section 4. Payments from Tax Increment Revenues. The City Official is authorized to enter into an intergovernmental agreement with the Agency, under which the Agency agrees to provide tax increment revenues in sufficient amounts to pay all amounts due from the City under the Financing Agreement. The intergovernmental agreement shall be in substantially the form attached to this resolution as Exhibit A, but with any changes the City Official may approve.

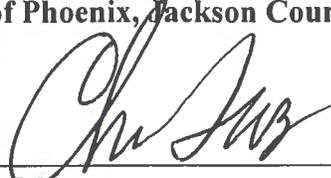
Section 5. Security. Pursuant to ORS 287A.315, the City Official may pledge the City's full faith and credit and taxing power within the limitations of Sections 11 and 11b of Article XI of the Oregon Constitution to pay the amounts due under the Financing Agreement. The City is not authorized to levy additional taxes to pay the amounts due under the Financing Agreement. In addition, the City Official may pledge unspent proceeds of the financing to pay the amounts due from the City under the Financing Agreement.

Section 6. Reimbursement Declaration. The City hereby declares its official intent to reimburse its or the Agency's expenditures on the Projects with the proceeds of financing pursuant to United States Treasury Regulation 1.150-2.

Section 7. Effective Date. This resolution is effective immediately upon adoption.

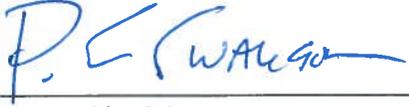
Dated this 16th day of October, 2017.

City of Phoenix, Jackson County, Oregon



Mayor

Attest:



City Manager

Exhibit A

FORM OF INTERGOVERNMENTAL AGREEMENT