

LINN COUNTY BOARD OF SUPERVISORS  
CEDAR RAPIDS, LINN COUNTY, IOWA  
WEDNESDAY, SEPTEMBER 18, 2019 10:00 A.M.

The Board met in session at the Linn County Jean Oxley Public Service Center.  
Present: Chairperson Walker, Vice Chairperson Rogers and Supervisor Oleson. Board members voting "AYE" unless otherwise noted.

Chairperson Walker called the meeting to order and led the Pledge of Allegiance.

Motion by Rogers, seconded by Oleson to approve Consent Agenda as follows noting that the Chairperson will be authorized to sign agreement with Mount Mercy University rather than Nick Maybanks:

Authorize use of the Fillmore Building as an emergency winter overflow shelter.

Receive and place on file Treasurer's (Auto Dept.) Report to the County Auditor Receipts and Disbursements for the Month of August, 2019.

Resolution 2019-9-134

A Resolution approving a Residential Parcel Split of PRAIRIE WOLF FIRST ADDITION. The following description is a summary of Resolution No. 2019-9-132 as passed and approved by Linn County Board of Supervisors, effective September 18, 2019. Commencing at the SW Corner of said Section 20; thence N88°36'45"E along the south line of said SE 1/4 SW 4/4, 851.00 feet to the Point of Beginning; thence N00°48'32'W, 412.65 feet; thence N88°36'45"E, 267.67 feet; thence S01°37'05"E, 412.63 feet to said south line; thence S88°36'45"W along said south line, 273.50 feet to the Point of Beginning; containing 2.56 acres which includes 0.25 acres of road right of way. The full text of the Resolution may be inspected in the Linn County Auditor's Office located at 935 Second Street SW, Cedar Rapids, Iowa, during regular business hours, 8:00 a.m. to 4:30 p.m. Monday through Friday or on the Linn County website at [www.linncounty.org](http://www.linncounty.org)

Approve and authorize Chair to sign a contract for services between Linn County and GeoTREE, a division of the University of Northern Iowa, to provide services to enhance and update Linn County's Planimetric GIS dataset for an amount not to exceed \$10,000.

Approve and authorize Chair to sign a Joint Funding Agreement between Linn County and the US Geological Survey, Department of the Interior, for the operation and maintenance of one streamflow-gaging station on the Cedar River at Blairs Ferry Road during the period of October 1, 2019 through September 30, 2020 in the amount of \$2,880 from Linn County and \$1,920 from the US Geological Survey.

Authorize Chair to sign 36-month lease agreement at \$229.69 per month with Advanced Systems, Inc. for a copier for the Assessor's Office.

Authorize Chair to sign 36-month lease agreement at \$138.24 per month with Advanced Systems, Inc. for a copier for the Auditor's Office.

Authorize Chair to sign 36-month lease agreement at \$211.87 per month with Advanced Systems, Inc. for a copier for the Auditor's (Elections) Office.

Authorize Chair to sign 36-month lease agreement at \$242.29 per month with Advanced Systems, Inc. for a copier for the Region's/MHDD Office.

Authorize Chair to sign 36-month lease agreement at \$125.52 per month with Advanced Systems, Inc. for a copier for the Sheriff's (Finance) Office.

Authorize Chair to sign 36-month lease agreement at \$177.52 per month with Advanced Systems, Inc. for a copier for the Sheriff's (Civil) Office.

Approve and authorize Assistant County Attorney Nick Maybanks to sign an Education Program Agreement between Mount Mercy University and Linn County, with no payment due from either party and for a term of September 1, 2019 to December 31, 2021, regarding a practical education program for master's level nursing students

Motion by Rogers, seconded by Oleson to approve minutes of September 16 & 17, 2019 as printed.

Darrin Gage, Dir. of Policy & Admin., presented documents regarding the Dr. Percy and Lileah Harris Building Project and Paul Donna, Managing Dir. of Robert W. Baird, explained the bond sale pricing.

Motion by Rogers, seconded by Oleson to adopt Resolution 2019-9-133

Authorizing and approving the execution and delivery of various documents and taking of actions in connection with the acquisition, construction, improving and financing of the Dr. Percy and Lileah Harris Building Project, including authorizing the execution and delivery of a First Amendment to Lease Purchase Agreement, a First Supplemental Trust Agreement and an Amended and Restated Certificate Purchase Agreement; authorizing the issuance and approving the sale of certain Certificates

of Participation; providing for the levy of taxes to pay Base Lease Payments under the Lease Purchase Agreement; and related matters.

Page 2  
September 18, 2019

WHEREAS, the City Council of the City of Cedar Rapids, Iowa (the "City"), pursuant to and in strict compliance with all laws applicable to the City, and in particular the provisions of Chapter 403 of Code of Iowa, has established the Consolidated Central Urban Renewal Area (the "Urban Renewal Area") within the City and has adopted an Urban Renewal Plan for the Urban Renewal Area, which Urban Renewal Plan has been amended from time to time by the City, including by Amendment No. 8, at the request of Linn County (the "County"), to identify the undertaking by the County of the Dr. Percy and Lileah Harris Building Project (hereinafter defined) as an "urban renewal project" under the Urban Renewal Plan; and

WHEREAS, pursuant to the provisions of Chapters 331 and 403 of the Code of Iowa, the County proposed to enter into a General Obligation Urban Renewal Lease Purchase Agreement (the "Lease Purchase Agreement") in a principal amount not to exceed \$31,500,000, for the purpose of paying the cost, to that extent, of an urban renewal project within the Urban Renewal Area consisting of the acquisition, construction, improving, furnishing and equipping of a building to house the Linn County Public Health and Linn County Child and Youth Development Services (the "Dr. Percy and Lileah Harris Building Project" or the "Project"); and

WHEREAS, the County has instituted proceedings to enter into the Lease Purchase Agreement under the provisions of Sections 331.301, 331.441, subsection 2.b.(14) and 331.442, subsection 5 of the Code of Iowa, by causing a notice of such proposal to be published setting January 3, 2018 at 10:00 o'clock a.m. at the Linn County Jean Oxley Public Service Center as the time and place at which the County Board of Supervisors would meet to institute proceedings and take action for authorizing and entering into the Lease Purchase Agreement, including notice of the right to petition for an election; and

WHEREAS, such hearing was held at such time and place and no petition was filed with the County asking that the question of entering into the Lease Purchase Agreement be submitted to the registered voters of the County; and

WHEREAS, subsequent to such hearing, the County determined to proceed with the Lease Purchase Agreement for the acquisition of the Project and to authorize and approve the following documents (among others) (the "Project Documents"): a. Ground Lease (the "Ground Lease") between the County and Bankers Trust Company (succeeded by UMB Bank, n.a.) (the "Trustee") providing for the lease of the Site to the Trustee for a term of approximately fifty years; b. Lease Purchase Agreement between the County and the Trustee pursuant to which the Trustee appointed the County as its agent to acquire the Project and the County will lease the Project from the Trustee; c. Trust Agreement (the "Trust Agreement") between the County and the Trustee pursuant to which the Trustee will provide for the issuance of Certificates of Participation Evidencing an Ownership Interest in Base Lease Payments Pursuant to a Lease Purchase Agreement (the "Certificates of Participation") to provide funds to finance the Project; d. Ground Sublease (the "Ground Sublease") between the Trustee and Rinderknecht Associates, Inc., subsequently assigned to Harris Building Tenant, LLC (the "Contractor"), consented to by the County, providing for the subleasing of the Site by the Trustee to the Contractor to facilitate the construction of the Project and a method to secure construction period financing for the Project; e. Certificate Purchase Agreement between the County and Robert W. Baird & Co. (the "Underwriter") providing for the sale of the Certificates of Participation by the Underwriter; and

WHEREAS, the Lease Purchase Agreement and the Trust Agreement provided for the issuance and delivery of, from time to time, the Certificates, by a supplemental trust agreement to evidence the ownership interests of the Certificate Holders in and to Base Lease Payments (as defined in the Lease Purchase Agreement) pursuant to the Lease Purchase Agreement to provide funds to acquire the Project; and

WHEREAS, the County has determined to provide for the sale of the Certificates of Participation in an aggregate amount of \$29,225,000 to be designated General Obligation Certificates of Participation, Series 2019 Evidencing An Ownership Interest In Base Lease Payments Pursuant to a Lease Purchase Agreement (the "Certificates") for the purpose of financing the acquisition of the Project; and

WHEREAS, the Certificates will be sold to the Underwriter pursuant to an Amended and Restated Certificate Purchase Agreement; and

WHEREAS, the County deems it advisable and in the best interests of the County to proceed with the financing of the Project and the authorization, issuance and sale of the Certificates by the Trustee and in connection therewith, there have been prepared and presented to the Board of Supervisors for consideration and approval the following (the "Project Documents"): a. First Amendment to Lease Purchase Agreement (the "First Amendment to Lease Purchase Agreement") between the County and the Trustee; and b. First Supplemental Trust Agreement (the "First Supplemental Trust Agreement") between the County and the Trustee; and c. Amended and Restated Certificate Purchase Agreement (the "A/R Certificate Purchase Agreement") between the County and the Underwriter;

NOW, THEREFORE, It Is Resolved by the Board of Supervisors of the County as follows: Section 1. The sale of the Certificates to the Underwriter and the issuance of the Certificates pursuant to the Trust Agreement are hereby authorized and approved. The Certificates shall be in the form attached to the Trust Agreement as Exhibit A, the Certificates shall be in an aggregate principal amount of \$29,225,000, the Certificates shall be sold to the Underwriter at the prices, shall bear interest at the rates, shall mature on the dates in each of the years and in the principal amounts and shall be subject to redemption prior to maturity at the times as are set forth in

the Trust Agreement and the A/R Certificate Purchase Agreement. The Lease Purchase Agreement and the obligations of the County to pay Base Lease Payments under the Lease Purchase Agreement for the payment of the Certificates are general obligations of the County.  
Page 3  
September 18, 2019

County. All taxable property within the boundaries of the County is subject to a levy of taxes to pay the Base Lease Payments without constitutional or statutory limitation as to rate or amount. Section 2. For the purpose of providing funds to pay the Base Lease Payments under the Lease Purchase Agreement for the payment of principal of and interest on the Certificates, there is hereby ordered levied a direct annual tax on all of the taxable property in the County, sufficient to produce funds in the following amounts in each of the following fiscal years:

For collection in the fiscal year beginning July 1, 2020,  
sufficient to produce the net annual sum of \$2,071,500;

For collection in the fiscal year beginning July 1, 2021,  
sufficient to produce the net annual sum of \$2,071,500;

For collection in the fiscal year beginning July 1, 2022,  
sufficient to produce the net annual sum of \$2,074,000;

For collection in the fiscal year beginning July 1, 2023,  
sufficient to produce the net annual sum of \$2,071,900;

For collection in the fiscal year beginning July 1, 2024,  
sufficient to produce the net annual sum of \$2,070,650;

For collection in the fiscal year beginning July 1, 2025,  
sufficient to produce the net annual sum of \$2,071,650;

For collection in the fiscal year beginning July 1, 2026,  
sufficient to produce the net annual sum of \$2,071,850;

For collection in the fiscal year beginning July 1, 2027,  
sufficient to produce the net annual sum of \$2,073,600;

For collection in the fiscal year beginning July 1, 2028,  
sufficient to produce the net annual sum of \$2,075,400;

For collection in the fiscal year beginning July 1, 2029,  
sufficient to produce the net annual sum of \$2,075,000;

For collection in the fiscal year beginning July 1, 2030,  
sufficient to produce the net annual sum of \$2,072,400;

For collection in the fiscal year beginning July 1, 2031,  
sufficient to produce the net annual sum of \$2,072,600;

For collection in the fiscal year beginning July 1, 2032,  
sufficient to produce the net annual sum of \$2,070,400;

For collection in the fiscal year beginning July 1, 2033,  
sufficient to produce the net annual sum of \$2,070,800;

For collection in the fiscal year beginning July 1, 2034,  
sufficient to produce the net annual sum of \$2,073,600;

For collection in the fiscal year beginning July 1, 2035,  
sufficient to produce the net annual sum of \$2,073,600;

For collection in the fiscal year beginning July 1, 2036,  
sufficient to produce the net annual sum of \$2,070,800;

For collection in the fiscal year beginning July 1, 2037,  
sufficient to produce the net annual sum of \$2,074,100; and

For collection in the fiscal year beginning July 1, 2038,  
sufficient to produce the net annual sum of \$2,075,450;

The County hereby declares that the Project is an urban renewal project, as defined in Iowa Code section 403.17, within the Urban Renewal Area, and that the proceeds from the sale of the Certificates shall be used to carry out the purposes and provisions of Iowa Code chapter 403 and of the urban renewal plans for the Urban Renewal Area. Section 3. A certified copy of this resolution shall be filed with the County Auditor of Linn County, and the County Auditor is hereby instructed in and for each such fiscal year, to levy and assess the tax hereby authorized in Section 2 sufficient to produce Debt Service Tax Revenues in an amount equal to the amount so certified, such levy and assessment to be in like manner as other taxes are levied and assessed, and such taxes so levied to be collected in like manner as other taxes of the County are collected, and when collected, the proceeds of such taxes shall be converted to the

Debt Service Fund of the County, set aside therein as a special account to be used solely and only for the payment of the Base Lease Payments and transferred to the County for deposit into the Sinking Fund (as defined in the Trust Agreement) to be

Page 4

September 18, 2019

used for such purposes and for no other purpose whatsoever.

Section 4. The Project Documents are hereby made a part of this Resolution as though fully set forth herein and are hereby approved. The Chairperson of the Board of Supervisors and the County Auditor are authorized and directed to execute, acknowledge and deliver the Project Documents on behalf of the County in substantially the forms presented to the Board of Supervisors with such changes, insertions and omissions therein as may be appropriate, such execution to be conclusive evidence of approval of such documents by this Board of Supervisors in accordance with the terms hereof.

Section 5. The Chairperson of the Board of Supervisors, the County Auditor and other officials of the County are authorized and directed to execute and deliver all other documents which may be required under the terms of the Project Documents, or by bond counsel, and to take any other action as may be required or deemed appropriate for the performance of the duties imposed thereby to carry out the purposes thereof.

Section 6. The Chairperson of the Board of Supervisors, the County Auditor and other officials of the County are authorized to furnish to the Trustee, the purchasers of the Certificates and bond counsel certified copies of all proceedings and records of the County relating to the Project Documents and the Certificates, and such other affidavits and certificates as may be required to show the facts relating to the legality and marketability of the Certificates as such facts appear from the books and records in the officials' custody and control or as otherwise known to them; and all such certified copies, certificates and affidavits, including any heretofore furnished, shall constitute representations of the County as to the truth of all statements contained therein.

Section 7. It is the intention of the County that interest on the Certificates be and remain excluded from gross income for federal income tax purposes pursuant to the appropriate provisions of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations in effect with respect thereto (all of the foregoing herein referred to as the "Internal Revenue Code"). In furtherance thereof, the County covenants to comply with the provisions of the Internal Revenue Code as they may from time to time be in effect or amended and further covenants to comply with the applicable future laws, regulations, published rulings and court decisions as may be necessary to insure that the interest on the Certificates will remain excluded from gross income for federal income tax purposes. On the date of issuance and delivery of the Certificates, the County will execute and deliver a tax certificate setting forth the certifications and undertakings required by the Internal Revenue Code so that interest on the Certificates will be and remain excluded from gross income for federal income tax purposes. Any and all of the officers of the County are hereby authorized and directed to take any and all actions as may be necessary to comply with the covenants herein and in the tax certificate.

Section 8. The Securities and Exchange Commission (the "SEC") has promulgated certain amendments to Rule 15c2-12 under the Securities Exchange Act of 1934 (17 C.F.R. § 240.15c2-12) (the "Rule") that make it unlawful for an underwriter to participate in the primary offering of municipal securities in a principal amount of \$1,000,000 or more unless, before submitting a bid or entering into a purchase contract for such securities, it has reasonably determined that the issuer or an obligated person has undertaken in writing for the benefit of the holders of such securities to provide certain disclosure information to prescribed information repositories on a continuing basis so long as such securities are outstanding.

On the date of issuance and delivery of the Certificates, the County will execute and deliver a Continuing Disclosure Certificate pursuant to which the County will undertake to comply with the Rule. The County covenants and agrees that it will comply with and carry out the provisions of the Continuing Disclosure Certificate. Any and all of the officers of the County are hereby authorized and directed to take any and all actions as may be necessary to comply with the Rule and the Continuing Disclosure Agreement. Section 9. This Resolution may be amended without the consent of any holders of the Certificates if, in the opinion of bond counsel, such amendment is necessary to make sure that interest on the Certificates will remain excluded from gross income for federal income tax purposes. Section 10. All resolutions and orders or parts thereof in conflict with the provisions of this resolution, to the extent of such conflict, are hereby repealed. Section 11. This resolution shall be in full force and effect immediately upon its adoption and approval, as provided by law.

Motion by Rogers, seconded by Oleson to approve Claims #70610547-70610606 in the amt. of \$158,238.89 and ACH in the amt. of \$1,563,663.72.

Board Member Reports: Supervisor Oleson reported that he will be gone next week for the National Parks Conference.

Supervisor Rogers reported that he did the opening remarks at the ADA Forum; participated in the Learning Institute; attended the ASAC Board meeting, Sixth Judicial Corrections Board meeting and Regional Mental Health Governance Board closed session.

Chairperson Walker reported that he spoke to Coe College students in a communications course; attended meeting with Linn County Library Directors and Trustees; participated in fundraising baseball game; served on a panel on local government Leadership for Five Seasons; will meet with the Cedar Rapids Police Chief; Health & Safety Fair is tomorrow; attending HEDCO and a meeting with the operator of a football team; meeting

with the incoming Dir. of Iowa Legal Aide; participating in a call with the Gazette re: Ideas Festival; and a phone call on an employee reference.

Page 5  
September 18, 2019

The Board received and placed on file a thank you from the city of Center Point and Tanager Place re: funding; letter from the City Development Board regarding a voluntary annexation with Fairfax and Robins; and notices of Urban renewal Plan for the city of Mt. Vernon.

Adjournment at 10:24 a.m.

Respectfully submitted,

JOEL D. MILLER, Linn County Auditor  
By: Rebecca Shoop, Deputy Auditor

Approved by:

STACEY WALKER, Chairperson  
Board of Supervisors