



South Bend

Redevelopment Commission

227 West Jefferson Boulevard, Room 1308, South Bend, Indiana

Agenda

Regular Meeting, January 27, 2022 – 9:30 a.m.

<http://tiny.cc/RDC12722>

1. Roll Call

2. Approval of Minutes

A. Minutes of the Regular Meeting of Thursday, January 13, 2022

3. Approval of Claims

A. Claims Allowance Request 1.18.22

B. Claims Allowance Request 1.25.22

4. Old Business

5. New Business

A. River West Development Area

1. Community Tree Nursery Collaboration Amended and Restated Agreement

2. Resolution No. 3544 (Regarding Special Tax – Potawatomi Zoo)

3. Resolution No. 3545 (Regarding Special Tax – South Bend Morris)

6. Progress Reports

A. Tax Abatement

B. Common Council

C. Other

7. Next Commission Meeting:

Thursday, February 10, 2022, 9:30 a



South Bend
Redevelopment Commission
 227 West Jefferson Boulevard, Room 1308, South Bend, IN

**SOUTH BEND REDEVELOPMENT COMMISSION
 REGULAR MEETING**

January 13, 2022 – 9:30 am
<https://tinyurl.com/RDC11322>

Presiding: Marcia Jones, President

The meeting was called to order at 9:31 a.m.

1. ROLL CALL

| | | |
|----------------------|--|---|
| Members Present: | Marcia Jones, President Don Inks, Vice-President Troy Warner, Secretary Eli Wax, Commissioner Vivian Sallie, Commissioner Leslie Wesley, Commissioner | |
| Members Absent: | | |
| Legal Counsel: | Sandra Kennedy, Esq. Danielle Campbell-Weiss, Esq. | |
| Redevelopment Staff: | Mary Brazinsky, Board Secretary | |
| Others Present: | Tim Corcoran Amanda Pietsch Angelina Billo Zach Hurst Kyle Silveus Brian Donoghue Laura Althoff Mark Petersen Ed Semmler | DCI DCI DCI Engineering Engineering IT Building WNDU South Bend Tribune |

2. Approval of Minutes

- **Approval of Minutes of the Regular Meeting of Thursday, December 9, 2021**

Upon a motion by Commissioner Sallie, seconded by Commissioner Wax, the motion carried unanimously, the Commission approved the minutes of the regular meeting of Thursday, December 9, 2021.

3. Approval of Claims

- **Claims Submitted for December 9th, December 16th, December 22nd, and December 30th, 2021**

Upon a motion by Vice-President Inks, seconded by Secretary Warner, the motion carried unanimously, the Commission approved the claims for December 9th, December 16th, December 22nd, and December 30th, 2021, submitted on Thursday, January 13, 2022.

4. Old Business

5. New Business

A. Administrative

1. **Resolution No. 3542 (2022 Meeting Schedule RDC)**

Ms. Brazinsky presented Resolution No. 3542 which sets the Redevelopment Commission dates and times for 2022. Commission approval is requested.

Upon a motion by Secretary Warner, seconded by Commissioner Wax, the motion carried unanimously, the Commission approved Resolution No. 3542 (2022 Meeting Schedule RDC) submitted on Thursday, January 13, 2022.

B. River West Development Area

1. **Resolution No. 3543 (Conveying Palais Morris PAC to RDA)**

Ms. Kennedy Presented Resolution No. 3543 (Conveying Palais Morris PAC to RDA). This is a resolution that is ancillary to the bond resolution you have seen the last few months regarding the Morris Performing Arts Center. The Redevelopment Commission will need to transfer the property to the Redevelopment Authority. The Redevelopment Authority will be leasing the property back to the Redevelopment Commission and paying on the bond. The property needed to be transferred prior to the bond execution that is expected in March 2022. Commission approval is requested.

Upon a motion by Commissioner Sallie, seconded by Vice-President Inks, the motion carried unanimously, the Commission Resolution No. 3543 (Conveying Palais Morris PAC to RDA) submitted on Thursday, January 13, 2022.

C. Douglas Road Development Area.

1. Douglas Road Request

Ms. Pietsch Presented a Douglas Road Request. This is a budget request regarding Resolution No. 3530 that was passed last year reimbursing the sewer rehab capital fund for the Douglas Road lift station replacing or moving it. We received in December property tax collection. We are requesting budget of \$178,553 to re-pay a portion of that obligation. That will leave \$30,594.13 of the obligation. If collections stay consistent, we assume we can fulfill the obligation with the June collection of property tax and we will report back at that time. Commission approval is requested.

Upon a motion by Vice-President Inks, seconded by Secretary Warner, the motion carried unanimously, the Commission approved Douglas Road Request submitted on Thursday, January 13, 2022.

D. Pokagon Fund

1. Pokagon Fund Report

Mr. Donoghue Presented a Pokagon Fund Report. At the end of 2021, the city received payment In Lieu of Taxes to the City and to the South Bend Redevelopment Commission by bank wire transfer. This is part of the interlocal agreement put in place prior to the casino being built. Due to accommodations made for the health and economic crises, the 2020 payment was \$949,511. For the 2021 fiscal period, the Payment in Lieu of Taxes is \$1,411,877.32, in accordance with the calculations specified in the Local Agreement.

Early 2022 programming planned for this funding includes initiatives to support workforce/job-training transportation, affordable-quality childcare, and immigration support. Additional initiatives aimed at contributing to the improvement of educational opportunities or addressing poverty and unemployment in the city will be brought for consideration by RDC throughout 2022.

Secretary Warner asked what 2019 number was as he wants to know if 2020 was far off the 2019 numbers.

Mr. Donoghue states he will get the number and send it to the commissioners, but he believes it was \$1M.

6. Progress Reports

- A. Tax Abatement
- B. Common Council
- C. Other

7. Next Commission Meeting:

Thursday, January 27, 2022, 9:30 a.m.

8. Adjournment

Thursday, January 13, 2021, 9:46 a.m.

South Bend Redevelopment Commission Regular Meeting – January 13, 2022

Troy Warner, Secretary

Marcia Jones, President



City of South Bend
Department of Administration & Finance
Claims Allowance Request

To: South Bend Redevelopment Commission
From: Daniel Parker, City Controller
Date: Tuesday, January 18, 2022

Pursuant to Indiana Code 36-4-8-7, I have audited and certified the attached claims and submit them for allowance in the following amounts:

| | |
|--------------|----------------|
| GBLN-0029981 | \$324,251.94 |
| GBLN-0030023 | \$2,323,820.86 |

Total: \$2,648,072.80

Daniel Parker, City Controller

The attached claims described above were allowed in the following
total amount at a public meeting on the date stated below: \$ 2,648,072.80

By: _____
South Bend Redevelopment Commission
Name:

Date:

Name:

Name:

Name:

Name:

Name:

Expenditure approvalRDC Payments-1/18/22 Pymt Run
GBLN-0029981

| | | | | | | | | | | | |
|------------------------|--|------------------|--|-----------------|-----------------------|--|-----------------------|--|--|--|--|
| Payment method: | ACH-Total | | | | | | | | | | |
| Voucher: | RDCP-00002215 | | | | | | | | | | |
| Payment date: | 1/18/2022 | | | | | | | | | | |
| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order | | | | |
| V-00000019 | ABONMARCHÉ CONSULTANTS OF IN | 138558 | Design Services | 1/27/2022 | \$4,600.00 | 429-10-102-121-431002-- PROJ000000167 | PO-0005886 | | | | |
| Payment method: | ACH-Total | | | | | | | | | | |
| Voucher: | RDCP-00002216 | | | | | | | | | | |
| Payment date: | 1/18/2022 | | | | | | | | | | |
| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order | | | | |
| V-00000821 | INDIANA DEPT OF TRANSPORTATI ON | 68620 | Change Order #1 - Coal Line Phase 1 Construction | 1/28/2022 | \$156,161.50 | 324-10-102-121-444000-- PROJ000000018 | PO-0013273 | | | | |
| V-00000821 | INDIANA DEPT OF TRANSPORTATI ON | 68620 | Change Order #2 - Coal Line Phase 1 Construction | 1/28/2022 | \$4,511.05 | 324-10-102-121-444000-- PROJ000000018 | PO-0013273 | | | | |
| V-00000821 | INDIANA DEPT OF TRANSPORTATI ON | 68620 | Change Order #3 - Coal Line Phase 1 Construction | 1/28/2022 | \$18,222.96 | 324-10-102-121-444000-- PROJ000000018 | PO-0013273 | | | | |
| Payment method: | CHK-Total | | | | | | | | | | |
| Voucher: | RDCP-00002217 | | | | | | | | | | |
| Payment date: | 1/18/2022 | | | | | | | | | | |
| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order | | | | |
| V-00000982 | LAWSON- FISHER ASSOCIATES | 202109002211169 | Coal Line Trail - Construction Inspection Services | 12/30/2021 | \$30,756.43 | 324-10-102-121-444000-- PROJ000000018 | PO-0008430 | | | | |

Payment method: ACH-Total
Voucher: RDCP-00002218
Payment date: 1/18/2022

| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order |
|------------|---------------------------------------|-----------|--|-----------|----------------|-------------------------|----------------|
| V-00001728 | United Way of St. Joseph County | COSB2021 | Early Childhood Capacity-Provider Building Grant Program | 1/28/2022 | \$110,000.00 | 433-10-102-123-439300-- | PO-0013708 |

Expenditure approval
 2022-01-14 Debt Service Wire Payments 1/14, 1/26 - RDC
 GBLN-0030023

Payment method: Wire-Singl
Voucher: RDCP-00002415
Payment date: 1/14/2022
Payment reference: DS0200

| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order |
|-----------------|-------------|------------------|--|-----------------|-----------------------|-------------------------------|-----------------------|
| V-00001743 | US BANK | 20517 | 2019 South Shore Bonds Lease Rental Payment - Transfer to Fund 352 | 1/15/2022 | \$518,500.00 | 324-10-102-121-452000-DS0200- | |

Payment method: Wire-Singl
Voucher: RDCP-00002416
Payment date: 1/14/2022
Payment reference: DS0039

| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order |
|-----------------|-------------|------------------|---|-----------------|-----------------------|-------------------------------|-----------------------|
| V-00001743 | US BANK | 15791 | 2012 Bldg Corp Refunding Bonds - Transfer to Fund 755 | 1/15/2022 | \$783,500.00 | 324-10-102-121-452000-DS0039- | |

Payment method: Wire-Singl
Voucher: RDCP-00002417
Payment date: 1/14/2022
Payment reference: DS0135

| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order |
|-----------------|-------------|------------------|---|-----------------|-----------------------|-------------------------------|-----------------------|
| V-00001743 | US BANK | 20611 | 2015 Smart Streets Bonds - Transfer to Fund 756 | 1/15/2022 | \$858,000.00 | 324-10-102-121-452000-DS0135- | |

Payment method: Wire-Singl
Voucher: RDCP-00002418
Payment date: 1/26/2022
Payment reference: DS0210

| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order |
|-----------------|-------------|------------------|-------------------------|-----------------|-----------------------|-----------------------------|-----------------------|
| V-00001743 | US BANK | 1876259 | 2020 TIF Library Bonds | 1/27/2022 | \$163,820.86 | 324-00-000-000-102042-- | |



City of South Bend
Department of Administration & Finance
Claims Allowance Request

To: South Bend Redevelopment Commission
From: Daniel Parker, City Controller
Date: Tuesday, January 25, 2022

Pursuant to Indiana Code 36-4-8-7, I have audited and certified the attached claims and submit them for allowance in the following amounts:

| | |
|--------------|------------|
| GBLN-0030570 | \$4,000.00 |
| GBLN-0000000 | \$0.00 |

Total: \$4,000.00

Daniel Parker, City Controller

The attached claims described above were allowed in the following total amount at a public meeting on the date stated below: \$ 4,000.00

By: _____
South Bend Redevelopment Commission
Name:

Date:

Name:

Name:

Name:

Name:

Name:

Expenditure approval

RDC Payments-1/25/22 Pymt Run
GBLN-0030670

Payment method: ACH-Total
Voucher: RDCP-00002615
Payment date: 1/25/2022

| Vendor # | Name | Invoice # | Line description | Due date | Invoice amount | Financial dimensions | Purchase order |
|-----------------|--------------------------|------------------|-------------------------|-----------------|-----------------------|--|-----------------------|
| V-00006617 | RATIO Architects, LLC | 2106200031947 | Design Study | 1/30/2022 | \$4,000.00 | 324-10-102-121-431002-- PROJ000000303 | PO-0011922 |



CITY OF SOUTH BEND

REDEVELOPMENT COMMISSION

Redevelopment Commission Agenda Item

DATE: January 27, 2022

FROM: Andrew Netter, Senior Planner

SUBJECT: Temporary Use of Redevelopment Commission for Native Urban Tree Nurseries

Which TIF? (circle one) River West; River East; South Side; Douglas Road; West Washington

PURPOSE OF REQUEST:

Attached is the temporary use agreement for Redevelopment Commission property for the installation of native tree urban nurseries. 610 and 622 Euclid Ave. will be used in conjunction with Civil City property for establishment of a nursery.

The temporary use agreement outlines the terms of use of the property. The first term is five years with options for renewal up to three times (each for five-year increments).

Staff requests approval of the temporary use agreement for the Redevelopment Commission property.

INTERNAL USE ONLY: Project Code: _____;

Total Amount new/change (inc/dec) in budget: ____-0-_____; Breakdown:

Costs: Engineering Amt: _____; Other Prof Serv Amt _____;

Acquisition of Land/Bldg (circle one) Amt: _____; Street Const Amt _____;

Building Imp Amt _____; Sewers Amt _____; Other (specify) Amt: _____

_____ . Going to BPW for Contracting? Y/N

Is this item ready to encumber now? __N/A__ Existing PO# _____ Inc/Dec \$ _____

EXCELLENCE | ACCOUNTABILITY | INNOVATION | INCLUSION | EMPOWERMENT

COMMUNITY TREE NURSERY COLLABORATION AMENDED AND RESTATED AGREEMENT

THIS COMMUNITY TREE NURSERY COLLABORATION AMENDED AND RESTATED AGREEMENT ("Agreement") is made effective this ___ day of _____ 2021 (the "Effective Date") by and between the City of South Bend, Indiana Venues, Parks, and Arts Department ("VPA"), acting through its Board of Park Commissioners ("Parks Board"); the Center for Civic Innovation, associated with the University of Notre Dame du Lac ("CCI"); South Bend Redevelopment Commission ("Redevelopment Commission"); and the City of South Bend, Indiana, acting by and through its Board of Public Works ("Public Works").

RECITALS

WHEREAS, The parties originally established a dispersed urban native tree nursery program in April of 2017 as positive repurposing of specifically listed vacant lots owned by the City. The parties now desire to amend and restate the Agreement to the add additional lots to the program, incorporate additional City partners, and affirm ownership of the trees. For ease of administration, a schedule of the program properties (the "Properties") is hereby incorporated by reference and attachment to the Agreement (Exhibit A); and

WHEREAS, Public Works and Redevelopment Commission, on behalf of the City of South Bend ("City"), each own some of the Properties; and

WHEREAS, Public Works and Redevelopment Commission each desire to let VPA utilize their respective Properties as prototypes of positive adaptive repurposing of vacant lots as urban neighborhood innovation as distributed urban native tree nurseries; and

WHEREAS, CCI desires to provide ongoing volunteer services to the Properties to help create and maintain the planned pilot distributed urban native tree nurseries on the Properties; and

WHEREAS, the parties desire to memorialize the terms of their agreement herein.

NOW THEREFORE, for and in consideration of the mutual covenants and promises contained herein, the parties hereby agree as follows:

Section 1. Public Works Duties. Public Works agree to grant VPA and CCI access to its Properties for the planting of distributed urban native tree nurseries.

Section 2. Redevelopment Commission Duties. Redevelopment Commission agrees to grant VPA and CCI access to its Properties for the planting of distributed urban native tree nurseries.

Section 3. VPA Duties. VPA agrees to plant and provide ongoing maintenance and care to the distributed urban native tree nurseries described herein. VPA shall assume all expenses related to such ongoing maintenance, including any fees as set forth in the Municipal Code of the City of South Bend, Indiana Section 17-79 et al. related to water fees. VPA owns all the trees planted in the native tree nurseries and has the right to transplant any mature trees to other City locations, in its sole discretion.

Section 4. CCI Duties. CCI shall provide ongoing volunteer services to VPA to assist with the establishment of the distributed urban native tree nurseries on the Properties.

Section 5. Term. The Properties shall be subject to the terms of this Agreement until the expiry dates set forth in their respective schedules as set forth on Exhibit A. The parties may agree to extend the applicability of this Agreement to the Properties contained in any schedule by a signed written amendment to this Agreement for up to three (3) additional five (5)-year periods from the date of termination for that schedule. This Agreement shall terminate on a date that is five (5) years from the Effective Date or upon the expiration date of the last renewal, whichever is later.

- a. Access to Properties listed under Schedule I of **Exhibit A** will terminate on April 11, 2027.
- b. Access to Properties listed under Schedule II of **Exhibit A** will terminate on July 24, 2023.
- c. Access to Properties listed under Schedule III of **Exhibit A** will terminate on August 19, 2024.
- d. Access to Properties listed under Schedule IV of **Exhibit A** will terminate on December 14, 2026.

Section 6. Assignment; Subcontractors. The parties shall not assign or subcontract the whole or any part of this Agreement without the prior written consent of the other parties.

Section 7. Changes in Scope of Services. The parties understand and agree that the scope of services delineated in this Agreement are limited to the Properties and the establishment of a tree nursery. Any changes thereto must be authorized in writing by all parties hereto.

Section 8. Governing Law; Compliance with Laws. This Agreement shall be construed and interpreted according to the laws of the State of Indiana. The parties hereto agree to comply with all applicable federal, state and local laws, rules, regulations and ordinances, and all provisions required thereby are hereby incorporated herein by reference.

Section 9. Relationship/Independent Contractor. All parties, in the performance of this Agreement, shall act in an individual capacity and not as agents, employees, partners, joint venturers or associates of one another. The employee(s) or agent(s) of one party shall not be deemed or construed to be the employee(s) or agent(s) of any other party for any purpose whatsoever.

Section 10. Indemnification. CCI agrees to defend, indemnify and hold the City, including VPA, Public Works, and Redevelopment Commission, and their respective officers, agents, directors, and employees harmless from any and all claims arising from or related to the volunteer work performed or managed by CCI and performed on the Properties. In addition, CCI will maintain commercial general liability insurance coverage in the minimum amount of at least \$1,000,000 per occurrence and will designate the City, including VPA, Public Works, and Redevelopment Commission, as additional insureds under any such policy of insurance. This provision shall survive the termination of this Agreement.

Section 11. Waiver. One or more waivers of any condition herein shall not be construed as a waiver of a subsequent breach of the same condition.

Section 12. Authority. Each undersigned person signing on behalf of his/her respective party certifies that he/she is duly authorized to bind his/her respective party to the terms of this Agreement.

Section 13. Entire Agreement. This Agreement sets forth the entire agreement and understanding between the parties as to the subject matter hereof, and merges and supersedes all prior discussions, agreements, and understanding of any and every nature between them.

****SIGNATURE PAGE FOLLOWS****

IN WITNESS WHEREOF, the parties hereto, through their duly authorized representatives, have caused this Community Tree Nursery Collaboration Amended and Restated Agreement to be executed as of the day and year first written above. The parties have read and understand the foregoing terms of this Agreement and do, by their respective signatures hereby agree to its terms.

CENTER FOR CIVIC INNOVATION:

Signature

Name Printed

Title

Date

BOARD OF PARK COMMISSIONERS:

Mark Neal, President

Consuela Hopkins, Vice President

Aimee Bucellato, Member

Dan Farrell, Member

ATTEST:

Amy Roush, Clerk

Date Approved

BOARD OF PUBLIC WORKS:

Elizabeth Maradik, President

Jordan Gathers, Member

Gary Gilot, Member

Murray Miller, Member

Joseph Molnar, Member

ATTEST:

Laura Hensley, Clerk

Date Approved

REDEVELOPMENT COMMISSION OF SOUTH BEND:

Marcia Jones, President

Troy Warner, Secretary

Date Approved

**EXHIBIT A.
SCHEDULE OF PARCELS**

Schedule I

(Coverage under this Agreement Terminates on April 11, 2027)

| Address | Parcel No. | Legal Desc. |
|-------------------------------------|-------------------|-------------------------------------|
| 625 East Dayton St. | 018-7029-1141 | LOT 93 HENRY STUDEBAKERS 2ND |
| 1414 High St. | 018-7010-0415 | LOT 101 WENGER & KRIEGHBAUM 2ND ADD |
| Vacant lot east of 1414 High St. | 018-7012-0473 | LOT 100 WENGER & KRIEGHBAUM 2ND ADD |

Schedule II

(Coverage under this Agreement Terminates on July 24, 2023)

| Address | Parcel No. | Legal Desc. |
|------------------|-------------------|---------------------------------|
| 529 N. Allen St. | 018-1035-1524 | LOT 25 J N LEDERERS ADD |
| 525 N. Allen St. | 018-1035-1523 | LOT 24 J N LEDERERS ADD |
| 521 N. Allen St. | 018-1035-1522 | LOT 23 LEDERERS SUB OF OUTLOT A |

Schedule III

(Coverage under this Agreement Terminates on August 19, 2024)

| Address | Parcel No. | Legal Desc. |
|-----------------------|-------------------|--|
| 435 N. Allen St. | 018-1032-1400 | LOTS 29 & 30 34.8 FT N END BIRNER PLACE ADD |
| 431 N. Allen St. | 018-1032-1401 | LOTS 29 & 30 34.8 FT MID PT BIRNER PLACE ADD |
| 429 N. Allen St. | 018-1032-1402 | LOTS 29 & 30 34.8 FT SLY END BIRNER PLACE ADD |
| 442 S. Brookfield St. | 018-4013-0449 | LOT 123 SUMMIT PL 2ND ADD |
| 516 N. Allen St. | 018-1035-1534 | LOT 16 J N LEDERERS ADD |
| 520 N. Allen St. | 018-1035-1533 | LOT 15 J N LEDERERS ADD |
| 606 N. Blaine Ave. | 018-1035-1513 | LOT 29 W 1/2 J N LEDERERS ADDITION |
| 608 N. Blaine Ave. | 018-1035-1514 | LOT 29 E 1/2 J N LEDERER |
| 1110 W. Harvey St. | 018-1032-1399 | LOT 28 BIRNER PL ADD |
| 1117 W. Harvey St. | 018-1032-1387 | LOT 15 BIRNER PLACE |
| 1121 W. Harvey St. | 018-1032-1386 | LOT 16 BIRNER PL ADD |

Schedule III

(Coverage under this Agreement Terminates on December 14, 2026)

| Address | Parcel No. | Legal Desc. |
|---------------------|-------------------|-------------------------------------|
| 401 Allen St. | 018-1033-1441 | Lot 51 Birner Place Add |
| 610 Euclid Ave. | 018-1037-1621 | Lot 12 Orchard Hts 1st |
| 614 Euclid Ave. | 018-1037-1620 | Lot 11 Orchard Heights 1st |
| 618 Euclid Ave. | 018-1037-1619 | Lot 10 Orchard Hts 1st Add |
| 622 Euclid Ave. | 018-1037-1618 | Lot 9 Orchard Hts 1st |
| 1102 Birner St. | 018-1033-1440 | Lot 50 Birner Place Add. |
| 1231 W. Colfax Ave. | 018-1044-1882 | Lot 82 Comm Sub Of Bol 79 |
| 1235 W. Colfax Ave. | 018-1044-1881 | Lot 83 Commissioner's Sub Of Bol 79 |
| 1237 W. Colfax Ave. | 018-1044-1880 | Lot 84 Comm Sub Of Bol 79 |

RESOLUTION NO. 3544

**A RESOLUTION OF THE SOUTH BEND
REDEVELOPMENT COMMISSION DETERMINING TO PROVIDE FOR A
SPECIAL TAX IF NECESSARY TO PAY LEASE RENTALS IN CONNECTION
WITH THE LEASE DATED AS OF DECEMBER 1, 2021, BETWEEN THE
SOUTH BEND REDEVELOPMENT COMMISSION AND
THE CITY OF SOUTH BEND BUILDING CORPORATION
RELATING TO THE POTAWATOMI ZOO PROJECT
AND OTHER RELATED MATTERS**

WHEREAS, the South Bend Redevelopment Commission (the “Commission”), the governing body of the South Bend Department of Redevelopment and the Redevelopment District of the City of South Bend, Indiana (the “District”), exists and operates under the provisions of Indiana Code 36-7-14, as amended from time to time (the “Act”); and

WHEREAS, the City of South Bend Building Corporation (the “Building Corporation”) has been incorporated as an Indiana nonprofit corporation operating pursuant to Indiana Code 23-17 in order to finance buildings and other capital improvements in the City; and

WHEREAS, the City of South Bend, Indiana (the “City”), has previously entered into a Lease and Management Agreement, dated as of January 1, 2019 with the Potawatomi Zoological Society, Inc. (the “PZS”), an Indiana nonprofit corporation, to provide for the PZS to operate the Potawatomi Zoo located in the City (the “Zoo”); and

WHEREAS, the PZS desires to undertake certain capital improvements at the Zoo (the “Project”); and

WHEREAS, the Common Council of the City has adopted Ordinance No. 10835-21 (the “Ordinance”) at a meeting held on December 13, 2021, authorizing the issuance of economic development lease rental revenue bonds in an aggregate principal amount not to exceed Six Million Five Hundred Thousand Dollars (\$6,500,000) (the “Bonds”) pursuant to the terms of the Ordinance and a trust agreement (the “Trust Agreement”) between the City and U.S. Bank National Association, as trustee (the “Trustee”), to be known as the “City of South Bend, Indiana, Economic Development Lease Rental Revenue Bonds, Series 2022 (Potawatomi Zoo Project)” for the purpose of (i) financing the cost of funding a portion of the cost of the Project by providing a portion of the proceeds of the Bonds to the PZS to pay for the Project pursuant to a Financing Agreement by and among the City, the PZS and the Building Corporation; (ii) funding a debt service reserve fund, if necessary, in connection with the issuance of the Bonds; and (iii) paying costs incurred in connection with the issuance of the Bonds; and

WHEREAS, in order to provide a source of funding to pay the principal of and interest on the Bonds when due, the Building Corporation and the Commission have entered into a Lease dated as of December 1, 2021 (the “Lease”) providing for the lease of certain property in the City as more fully described in the Lease (the “Leased Premises”); and

WHEREAS, the Commission intends to pay rent to the Building Corporation pursuant to the terms of the Lease, at a rate not to exceed Four Hundred Twenty Thousand Dollars (\$420,000) per year, in semiannual installments, with a term no longer than twenty-two (22) years beginning on the date the Building Corporation acquires an interest in the Leased Premises, and ending on the day prior to a date not later than twenty-two (22) years after such date of acquisition by the Building Corporation (the “Lease Rental Payments”); and

WHEREAS, the Commission anticipates that sufficient funds will be available to the Commission to make the required Lease Rental Payments with such funds being derived from the St. Joseph County hotel-motel tax revenues (the “Zoo Hotel-Motel Tax Revenues”) deposited into the Potawatomi Zoo Fund (the “Zoo Hotel-Motel Tax Fund”) established pursuant to Indiana Code 6-9-1-6.3 and pledged for such purpose pursuant to a resolution adopted on November 4, 2021 (the “Pledge Resolution”) by the St. Joseph County Hotel-Motel Tax Board of Managers (the “Board of Managers”); and

WHEREAS, pursuant to the Pledge Resolution, the Board of Managers will pay sufficient Zoo Hotel-Motel Tax Revenues to the Trustee as payment of the Lease Rental Payments when due under the Lease; and

WHEREAS, because the Commission anticipates that sufficient Zoo Hotel-Motel Tax Revenues will be available to make the Lease Rental Payments, the Project does not constitute a “controlled project” as such term is defined by Indiana Code 6-1.1-20-1.1; and

WHEREAS, the Commission desires to provide for the levy of a special tax pursuant to Section 27 of the Act (the “Special Tax”) in the event it becomes necessary to levy the Special Tax for the payment of the Lease Rental Payments owed by the Commission pursuant to the Lease and to authorize the establishment of certain funds and accounts in connection thereto;

NOW, THEREFORE, BE IT RESOLVED, BY THIS SOUTH BEND REDEVELOPMENT COMMISSION AS FOLLOWS:

SECTION 1. The Commission hereby determines that, because the Zoo Hotel-Motel Tax Revenues are expected to be sufficient to pay the Lease Rental Payments, the Project does not constitute a “controlled project” as such term is defined by Indiana Code 6-1.1-20-1.1.

SECTION 2. The Commission agrees that it shall levy in each calendar year pursuant to Section 27 of the Act during the term of the Lease the Special Tax upon all of the taxable property in the District in a total amount necessary, together with all other funds (other than special taxes), including, without limitation, the Zoo Hotel-Motel Tax Revenues then on deposit in the Zoo Hotel-Motel Tax Fund as of August 1 of such calendar year, to pay all Lease Rental Payments payable in the 12-month period beginning on July 1 of the year following such calendar year pursuant to Section 4 of the Lease. The Controller of the City (the “Controller”) is hereby authorized to create a fund (the “Lease Fund”) for the purpose of depositing such taxes into and such taxes and any other funds deposited in the Lease Fund shall be irrevocably pledged for the purposes set forth in this Resolution, such pledge being effective as set forth in IC 5-1-14-4 without the necessity of filing or recording this resolution or any instrument except in the records of the Commission. In addition to any amounts then on deposit in the Lease Fund, if any, and in the Zoo

Hotel-Motel Tax Fund, the Commission may also take into account when determining whether it is necessary to levy the Special Tax as described herein, the amount available in the debt service reserve fund which may be established under the Trust Agreement to provide additional security for the Bonds, all based upon the advice and recommendation of the Controller. Notwithstanding the foregoing, the Commission expects that the Zoo Hotel-Motel Tax Revenues will be sufficient to pay the Lease Rental Payments when due without the need for the Special Tax.

SECTION 3. The Commission hereby authorizes and directs the President and the Secretary of the Commission to take any and all necessary actions and execute any and all necessary documents to carry out the purpose of this Resolution. This Resolution shall be in full force and effect after its adoption by the Commission.

ADOPTED at a meeting of the South Bend Redevelopment Commission held on January 27, 2022, as authorized by Executive Order 20-09 issued by the Governor of the State of Indiana, as subsequently renewed.

SOUTH BEND REDEVELOPMENT
COMMISSION

By: _____
Marcia I. Jones, President

ATTEST:

Troy Warner, Secretary

RESOLUTION NO. 3545

A RESOLUTION OF THE SOUTH BEND REDEVELOPMENT COMMISSION DETERMINING TO PROVIDE FOR A SPECIAL TAX IF NECESSARY TO PAY LEASE RENTALS IN CONNECTION WITH THE LEASE DATED AS OF DECEMBER 1, 2021, BETWEEN THE SOUTH BEND REDEVELOPMENT COMMISSION AND THE SOUTH BEND REDEVELOPMENT AUTHORITY RELATING TO THE MORRIS PERFORMING ARTS CENTER PROJECT AND OTHER RELATED MATTERS

WHEREAS, the South Bend Redevelopment Commission (the “Commission”), the governing body of the South Bend Department of Redevelopment and the Redevelopment District of the City of South Bend, Indiana (the “District”), exists and operates under the provisions of Indiana Code 36-7-14, as amended from time to time (the “Act”); and

WHEREAS, the City of South Bend, Indiana (the “City”) has determined to undertake certain improvements to the Morris Performing Arts Center (the “Performing Arts Center”) consisting of certain energy savings improvements, renovations of the floor and seating, and certain other improvements at the Performing Arts Center (collectively, the “Project”); and

WHEREAS, the Commission has given consideration to (i) financing the cost of all or a portion of the Project; (ii) funding a debt service reserve fund, if necessary in connection with the issuance of the Bonds (defined herein); and (iii) paying costs incurred in connection with the issuance of the Bonds; and

WHEREAS, the South Bend Redevelopment Authority (the “Authority”) has been created pursuant to IC 36-7-14.5 as a separate body, corporate and politic, and as an instrumentality of the City, to finance local public improvements for lease to the Commission; and

WHEREAS, the Authority intends to lease the Performing Arts Center (the “Leased Premises”) to the Commission pursuant to a lease dated as of December 1, 2021 (the “Lease”), which form of Lease was heretofore approved by this Commission, the Authority and the Common Council of the City in order to provide for the financing of the Project; and

WHEREAS, the Authority and the Commission have given consideration to (i) financing the cost of funding a portion of the cost of the Project; (ii) funding a debt service reserve fund, if necessary in connection with the issuance of the Bonds (defined herein); and (iii) paying costs incurred in connection with the issuance of the Bonds; and

WHEREAS, the Authority intends to issue bonds pursuant to IC 36-7-14.5-19 and a trust agreement (the “Trust Agreement”) between the Authority and U.S. Bank National Association, as trustee (the “Trustee”), to be known as the “South Bend Redevelopment Authority Lease Rental Revenue Bonds of 2022 (Morris Performing Arts Center Project)” in an aggregate principal amount not to exceed Seven Million Two Hundred Fifty Thousand Dollars (\$7,250,000) (the “Bonds”), the proceeds of which are to be used to finance all or any portion of the costs of (i) a

portion of the Project; (ii) funding a debt service reserve fund, if necessary, in connection with the issuance of the Bonds; and (iii) issuing the Bonds; and

WHEREAS, the Commission intends to pay rent to the Authority pursuant to the terms of the Lease, at a rate not to exceed Four Hundred Twenty Thousand Dollars (\$420,000) per year, in semiannual installments, with a term no longer than twenty-five (25) years beginning on the date the Authority acquires an interest in the Leased Premises, and ending on the day prior to a date not later than twenty-five (25) years after such date of acquisition by the Authority (the “Lease Rental Payments”); and

WHEREAS, the Commission anticipates that sufficient funds will be available to the Commission to make the required Lease Rental Payments with such funds being derived from the St. Joseph County hotel-motel tax revenues (the “Morris Hotel-Motel Tax Revenues”) deposited into the Morris Performing Arts Center Fund (the “Morris Hotel-Motel Tax Fund”) established pursuant to Indiana Code 6-9-1-6.4 and pledged for such purpose pursuant to a resolution adopted on November 4, 2021 (the “Pledge Resolution”) by the St. Joseph County Hotel-Motel Tax Board of Managers (the “Board of Managers”); and

WHEREAS, pursuant to the Pledge Resolution, the Board of Managers will pay sufficient Morris Hotel-Motel Tax Revenues to the Trustee as payment of the Lease Rental Payments when due under the Lease; and

WHEREAS, because the Commission anticipates that sufficient Morris Hotel-Motel Tax Revenues will be available to make the Lease Rental Payments, the Project does not constitute a “controlled project” as such term is defined by Indiana Code 6-1.1-20-1.1; and

WHEREAS, the Commission desires to provide for the levy of a special tax pursuant to Section 27 of the Act (the “Special Tax”) in the event it becomes necessary to levy the Special Tax for the payment of the Lease Rental Payments owed by the Commission pursuant to the Lease and to authorize the establishment of certain funds and accounts in connection thereto;

NOW, THEREFORE, BE IT RESOLVED, BY THIS SOUTH BEND REDEVELOPMENT COMMISSION AS FOLLOWS:

SECTION 1. The Commission hereby determines that, because the Morris Hotel-Motel Tax Revenues are expected to be sufficient to pay the Lease Rental Payments, the Project does not constitute a “controlled project” as such term is defined by Indiana Code 6-1.1-20-1.1.

SECTION 2. The Commission agrees that it shall levy in each calendar year pursuant to Section 27 of the Act during the term of the Lease the Special Tax upon all of the taxable property in the District in a total amount necessary, together with all other funds (other than special taxes), including, without limitation, the Morris Hotel-Motel Tax Revenues then on deposit in the Morris Hotel-Motel Tax Fund as of August 1 of such calendar year, to pay all Lease Rental Payments payable in the 12-month period beginning on July 1 of the year following such calendar year pursuant to Section 4 of the Lease. The Controller of the City (the “Controller”) is hereby authorized to create a fund (the “Lease Fund”) for the purpose of depositing such taxes into and such taxes and any other funds deposited in the Lease Fund shall be irrevocably pledged for the purposes set forth in this Resolution, such pledge being effective as set forth in IC 5-1-14-4 without

the necessity of filing or recording this resolution or any instrument except in the records of the Commission. In addition to any amounts then on deposit in the Lease Fund, if any, and in the Morris Hotel-Motel Tax Fund, the Commission may also take into account when determining whether it is necessary to levy the Special Tax as described herein, the amount available in the debt service reserve fund which may be established under the Trust Agreement to provide additional security for the Bonds, all based upon the advice and recommendation of the Controller. Notwithstanding the foregoing, the Commission expects that the Morris Hotel-Motel Tax Revenues will be sufficient to pay the Lease Rental Payments when due without the need for the Special Tax.

SECTION 3. The Commission hereby authorizes and directs the President and the Secretary of the Commission to take any and all necessary actions and execute any and all necessary documents to carry out the purpose of this Resolution. This Resolution shall be in full force and effect after its adoption by the Commission.

ADOPTED at a meeting of the South Bend Redevelopment Commission held on January 27, 2022, as authorized by Executive Order 20-09 issued by the Governor of the State of Indiana, as subsequently renewed.

SOUTH BEND REDEVELOPMENT
COMMISSION

By: _____
Marcia I. Jones, President

ATTEST:

Troy Warner, Secretary