

RESOLUTION NO. CC-2021-21

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF STILLWATER APPROVING INDEBTEDNESS OF THE STILLWATER ECONOMIC DEVELOPMENT AUTHORITY IN AN AMOUNT NOT TO EXCEED \$6,000,000.00 IN TAX APPORTIONMENT OBLIGATIONS; WAIVING COMPETITIVE BIDDING ON THE ISSUANCE OF THE NOTES ISSUED IN CONNECTION WITH THE TAX APPORTIONMENT OBLIGATIONS; AUTHORIZING THE STILLWATER UTILITIES AUTHORITY TO LOAN \$6,000,000.00 TO THE STILLWATER ECONOMIC DEVELOPMENT AUTHORITY; AUTHORIZING THE PLEDGE OF APPORTIONED TAX INCREMENTS; AND AUTHORIZING OTHER MATTERS RELATING THERETO

WHEREAS, the City of Stillwater, Oklahoma (“City”), pursuant to the Oklahoma Local Development Act, 62 O.S. §850, *et seq.* (“Act”), adopted Ordinance No. 3465, approving the Boomer Lake Station Project Plan (“Project Plan”) and establishing Increment District No. 4, City of Stillwater, a sales tax and ad valorem increment district (“Increment District No. 4”); and

WHEREAS, the purpose of the Project Plan is to assist the City in achieving its key development objectives, improve the quality of life for its citizens, stimulate private investment, and enhance the tax base; and

WHEREAS, the heart of the project is the redevelopment of the Boomer Lake Station Power Plant, a de-commissioned steam turbine power plant that was originally constructed in 1956, and certain adjacent properties as a new entertainment district destination area for the City, consisting of infill development with commercial, retail, residential, office, and recreational components, creating an entertainment venue and gathering space (collectively, the “Redevelopment”), located on the southwest corner of Boomer Lake Park, near the intersection of Boomer and Lakeview Roads, which redevelopment is being undertaken by Lakeview Landing, LLC (“Redeveloper”) pursuant to the terms and conditions of the Redevelopment Agreement dated April 19, 2021 (“Redevelopment Agreement”) between the Redeveloper and the Stillwater Economic Development Authority, a public trust (“SEDA”); and

WHEREAS, implementation of the Project Plan will promote economic development in the area, retain and expand employment, attract major investment, enhance the tax base, stimulate economic growth, improve the quality of life in Stillwater, and strengthen the community; and

WHEREAS, implementation of the Project Plan will support the achievement of the economic development objectives of the City to serve as a catalyst to achieve its key development objectives, improve the quality of life for its citizens, stimulate private investment, and enhance the tax base, thereby making possible investment that would be difficult or impossible without the project and the apportionment of tax increments from within Increment District No. 4, City of Stillwater; and

WHEREAS, the City has directed the continuing apportionment of tax increments from Increment District No. 4, City of Stillwater to implement the Project Plan; and

WHEREAS, pursuant to the Project Plan, SEDA is authorized and directed to assist in the financing and implementation of the Project Plan.

NOW THEREFORE, BE IT RESOLVED by the Mayor and City Council of the City of Stillwater:

Section 1. The City hereby approves the issuance of \$6,000,000.00 in tax apportionment obligations with respect to Increment District No. 4, City of Stillwater, by SEDA, and approves the incurring of indebtedness associated therewith by SEDA.

SEDA is authorized to disburse funds to the Redeveloper as assistance in development financing in accordance with the terms and conditions of the Redevelopment Agreement, including, the Redeveloper's execution of a Covenant Agreement, Redeveloper's issuance to SEDA of a Promissory Note in the principal amount of \$6,000,000.00 plus interest, SEDA's approval of a draw schedule, disbursement agreement, and such other documents as are necessary and appropriate to ensure the repayment of the assistance in development financing.

SEDA is authorized to advance to the Redeveloper up to \$250,000.00 of the total authorized assistance in development financing ("Initial Advance") for pre-development costs upon execution of agreements with respect to pre-development activities necessary to complete the Design Development Documents and Construction Documents for the Phase 1 Commercial Redevelopment, including the construction contract between the Redeveloper and its General Contractor, the contract between the Redeveloper and its Architect, an Assignment of the Design Development Documents and Construction Documents for the Phase 1 Commercial Redevelopment, the written consent and approval of the General Contractor and Architect to the Assignment, and a Promissory Note executed by Redeveloper evidencing its obligations to either repay the Initial Advance, with interest, or provide SEDA with the Design Development Documents and Construction Documents for the Phase 1 Commercial Redevelopment, in the event of default under the Assignment, all in form and substance satisfactory to SEDA. 95% of the Initial Advance may be disbursed for costs directly related to the Phase I Commercial Development, and 5% of the Initial Advance may be disbursed for townhome design development renderings for zoning and presales, which is essential to the Phase 1 Commercial Development.

Section 2. Competitive bidding on the sale of the Notes issued in connection with the tax apportionment obligations described hereunder is hereby expressly waived as authorized by 60 O.S. §176(F), and the proceedings in connection therewith are hereby approved.

Section 3. The Stillwater Utilities Authority, a public trust, is authorized to make the \$6,000,000.00 loan to SEDA in return for the tax apportionment obligations.

Section 4. SEDA is authorized to assist in development financing within the authorizations and limitations of the Project Plan.

Section 5. SEDA is authorized pursuant to Article X, Section 6C of the Oklahoma Constitution and the Oklahoma Local Development Act, 62 O.S. §850, *et seq.*, to pledge the apportioned tax increments from Increment District No. 4, City of Stillwater, to the payment of the tax apportionment obligations.

Section 6. The Mayor (or the Vice Mayor in the absence of the Mayor) is authorized and directed to approve, finalize, create, execute, modify, record, file, and/or deliver on behalf of the City all instruments provided for by this Resolution and all documents and certifications necessary to consummate issuance of the tax apportionment obligations; the City Clerk (or the Deputy City Clerk in the absence of the City Clerk) is authorized and directed to provide all attestations and certifications necessary to consummate issuance of the tax apportionment obligations; and upon execution and delivery of all documents provided for or contemplated by this Resolution, the same shall be conclusively deemed authorized and approved by the City.

PASSED and APPROVED, this ____ day of _____, 2021.

WILLIAM H. JOYCE, MAYOR

(SEAL)

ATTEST:

Teresa Kadavy, City Clerk

Approved as to form and legality this ____ of _____, 2021.

John E. Dorman, City Attorney