

OFFICIAL PROCEEDINGS MINNEAPOLIS CITY COUNCIL

REGULAR MEETING OF JUNE 28, 2013

(Published July 6, 2013, in *Finance and Commerce*)

Council Chamber
350 South 5th Street
Minneapolis, Minnesota
June 28, 2013 - 9:30 a.m.

Council President Johnson in the Chair.

Present - Council Members Lilligren, Colvin Roy, Tuthill, Quincy, Glidden, Goodman, Hodges, Samuels, Gordon, Reich, Hofstede, Schiff, President Johnson.

Lilligren moved adoption of the agenda. Seconded.

Hofstede moved to amend the agenda to add under Motions a staff directive related to the Plain Language Charter Revision. Seconded.

Adopted by unanimous consent.

Lilligren's motion, as amended, was adopted upon a voice vote.

Lilligren moved acceptance of the minutes of the regular meeting of June 14, 2013, the adjourned session held June 14, 2013, and the adjourned session held June 25, 2013. Seconded.

Adopted upon a voice vote.

Lilligren moved referral of petitions, communications, and reports of the City officers to the proper Council committees and departments. Seconded.

Adopted upon a voice vote.

PETITIONS AND COMMUNICATIONS

COMMITTEE OF THE WHOLE:

CITY COUNCIL (276563)

One Minneapolis One Read: Presentation relating to the book "A Choice of Weapons" by Gordon Parks.

INTERGOVERNMENTAL RELATIONS (276564)

Federal/State/Local Legislative Issues: Receive & File report.

COMMITTEE OF THE WHOLE (See Rep):

CITY CLERK (276565)

Municipal Utility: Timeline for submission of a ballot question for the 2013 Municipal Election; and Set public hearing for August 1, 2013 to consider authorizing the establishment of

a municipal electrical utility and a municipal gas utility; and authorizing the City to own, operate, construct, and extend electric facilities and to purchase and acquire the property of any existing electrical public utility operating within the City of Minneapolis for the purpose of providing electrical and related services.

INTERGOVERNMENTAL RELATIONS (276566)

Federal Representation Services: Execute Amendment #1 to Contract with FaegreBD Consulting, in the amount of \$120,000, for continued services for a one-year period through June, 2014.

COMMUNITY DEVELOPMENT:

COMMUNITY PLANNING & ECONOMIC DEVELOPMENT (276567)

CPED's state & regional redevelopment grant applications & awards-2012 funding rounds; Redevelopment grant trends report.

COMMUNITY DEVELOPMENT (See Rep):

COMMUNITY PLANNING & ECONOMIC DEVELOPMENT (276568)

27th & Penn Ave Redevelopment Site: Granting of exclusive development rights to Alliance Housing Incorporated.

201 Lowry Ave NE Site: Transfer of site from First & First LLC to 201 Lowry Development, LLC & consent to assignment & assumption of redevelopment contract.

2013 Affordable Housing Incentive Fund: Granting approval for Hennepin County Housing & Redevelopment Authority to provide financial assistance to 8 projects.

Minneapolis Workforce Council: Mayoral appointments of Laura Beeth, Anahita Cameron, Elizabeth Campbell, Christopher Ferguson, Steve Gilbertson, Todd Klingel, Ken Lundquist, Dan McConnell, Tyler Olson, Carlye Peterson, Wendie Palazzo, and Tara Watson; Waiver of residency requirement.

Grow North Business Recruitment Incentive Proposal: Conceptual & guideline approval.

COMMUNITY DEVELOPMENT and WAYS & MEANS/BUDGET (See Rep):

COMMUNITY PLANNING & ECONOMIC DEVELOPMENT (276569)

Upper Midwest Organ Procurement Organization, Inc (LifeSource) (2225 & 2313 W River Rd N & 70 22nd Ave N): Preliminary & final approval to issue bonds.

Green Homes North Funding Awards & Land Sales: Approve award for development gap funding for construction of 15 green homes in N Mpls; related actions; Land Sales as follows: 2500, 2506, 2510 & 2426 Plymouth Ave N to Artspace Projects, Inc.; 3963 & 3830 Colfax Ave N, 3319 Fremont Ave N & 1317 Sheridan Ave N to Greater Metropolitan Housing Corporation; 3018 & 3020 4th St N, 329 31st Ave N to PPL Homes LLC; 2025 3rd Ave N, 2611 James Ave N to PRG, Inc.; 4150 Upton Ave N, 3858 Sheridan Ave N to Peyser LLC.

Southeast Mpls Industrial Area Redevelopment Project (Boeser Site, 2901 4th St SE): Resolution preserving the right to create a redevelopment tax increment financing district.

PUBLIC SAFETY, CIVIL RIGHTS & HEALTH and WAYS & MEANS/BUDGET (See Rep):

POLICE DEPARTMENT (276570)

Department of Corrections: Interchange Agreement for Police Dept to assign police officer to work with DOC.

Jada Toys, Inc: Contract agreement granting permission to produce & market replicas of Mpls Police Dept patrol vehicles.

Minneapolis SafeZONE Collaborative: Acceptance of donation of two Segways.
REGULATORY SERVICES (276571)
Minneapolis Animal Care & Control: In-kind donations of dog & cat food & supplies.

REGULATORY, ENERGY AND ENVIRONMENT:

ATTORNEY (276572)

Mahmood Kahn, Realtor, vs. City of Minneapolis, Respondent: Court of Appeals Opinion.

INTERGOVERNMENTAL RELATIONS (276573)

Local Approval Requirement: Sake Off-Sale.

Local Approval Requirement: Intoxicating Malt Liquor.

REGULATORY, ENERGY AND ENVIRONMENT (See Rep):

COORDINATOR (276574)

Minneapolis Climate Action Plan: Adopt plan; Comments.

Xcel Energy Annual Report: Submittal of comments to Public Utilities Commission.

LICENSES AND CONSUMER SERVICES (276575)

Chicago Grill BBQ Soul Food, 1123 W Lake St: Business License Operating Conditions relating to Food Manufacturer License.

Tacos El Primo LLC, 2717 12th Ave S: License Settlement Conference recommendations relating to Mobile Food Vehicle Vendor License.

LICENSES AND CONSUMER SERVICES (276576)

Hilton Minneapolis, 1001 Marquette Ave: Grant Permanent Expansion of Premises License.

Social House, 2919 Hennepin Ave: Grant Permanent Expansion of Premises License and upgrade to On-Sale Liquor Class B with Sunday Sales License.

Town Hall Lanes, 5019 34th Ave S: Grant On-Sale Liquor Class C-2 with Sunday Sales and Bowling Alley Licenses.

MAYA Cuisine, 1840 Central Ave NE: Grant On-Sale Liquor Class E with Sunday Sales License.

Camden Tavern Bar & Grill, 4601 Lyndale Ave N: Grant On-Sale Liquor Class E with Sunday Sales License.

514 Studios LLC, 514 3rd Ave N: Grant Rental Hall License; Comments.

Minneapolis Event Center, 212 2nd St SE: Application for Rental Hall License; Comments.

Lake Street Express LLC, 640 E Lake St: Deny application for Extended Hours License; Comments.

LICENSES AND CONSUMER SERVICES (276577)

Licenses: Grant licenses recommended for approval.

REGULATORY SERVICES (276578)

Rental Dwelling License at 1005 19th St E: Revoke license held by Abdulaziz Sheikh.

REGULATORY SERVICES (276579)

Rental Dwelling License Regulations: Ordinance requiring rental property owners/designees to respond to inquiries from City in reasonable period of time.

REGULATORY, ENERGY AND ENVIRONMENT and WAYS & MEANS/BUDGET (See Rep):

COORDINATOR (276580)

Energy System Pathways Study: Agreement with Center for Energy and Environment.

TRANSPORTATION AND PUBLIC WORKS (See Rep):

PUBLIC WORKS AND ENGINEERING (276581)

Car Sharing Pilot Program: Expand program to include Hourcar and Zipcar.

National Pollutant Discharge Elimination System (NPDES) Municipal Separate Storm Sewer System (MS4) Permit: Public hearing to receive comments and adopt annual report.

50th St W Street Resurfacing Project No 5251: Project designation.

Minnesota Food Truck Fair: Large block event permit.

Brownie Lake Sanitary Lift Station: Access agreement with Minneapolis Park and Recreation Board.

Temporary Occupancy Permit with Burlington Northern Santa Fe Railway: Drain pipe rehabilitation project.

Alley Designation: 3112 6th St N.

TRANSPORTATION AND PUBLIC WORKS and WAYS & MEANS/BUDGET (See Rep):

PUBLIC WORKS AND ENGINEERING (276582)

31st St E Street Reconstruction and Street Lighting Project No 9920 and 9920L (Minnehaha Ave to 28th Ave S): Project approval and assessment public hearing.

46th St W Street Reconstruction Project No 6751 (Dupont Ave S to Lyndale Ave S): Project approval and assessment public hearing.

Bids: a) OP 7784, Low bid of Municipal Builders, Inc for Fridley Filter Plant Split Project; b) OP 7786, Low responsive bid of Kafka Granite, LLC for red aggregate; c) OP 7802, Low bid of IPR Northeast, LLC for cleaning and CIPP Lining of cast iron drain; and d) OP 7814, Low bid of Electrical Installation and Maintenance for Avenue of the Arts bridge poles and fixtures.

PUBLIC WORKS AND ENGINEERING (276583)

Nicollet Mall Redesign and Reconstruction: Issuance of Design Competition Brief and RFP to four finalists and approve stipend.

City of Hilltop: Change ownership of water meter to City of Minneapolis.

Cooperative Construction Agreement with Minnesota Department of Transportation for work on University Ave NE (Trunk Highway 47).

Bluff Street Trail Project: Agreements with Minneapolis Park and Recreation Board and Minnesota Department of Transportation.

10th Ave SE Mississippi River Bridge: Engineering service contract with SRF Consulting Group, Inc.

8th St SE Street Design: Cooperative Agreement with the University of Minnesota.

Martin Olav Sabo Bridge: Cooperative Funding Agreement with Hennepin County.

Central Corridor Light Rail Transit (LRT) Project: a) Subordinate Funding Agreement 22 with Metropolitan Council; and b) Endorsement of Federal Fiscal Year 2013 Federal Transit Administration (FTA) Certifications and Assurances.

WAYS AND MEANS BUDGET (See Rep):

COMMUNICATIONS (276584)

Minneapolis Television Network Board Appointments: Approve two appointments to terms through January 15, 2016.

COMMUNICATIONS (276585)

Utility Billing Insert - August 2013: Approve insert about local use tax.

Donated Digital Billboard Display Time: Accept donation from Clear Channel Outdoor.

CONVENTION CENTER (276586)

OP No 7800: Bids for Target Center Concessions - Phase 2.

OP No 7810: Bids for Target Center Operable Floor.

EXECUTIVE COMMITTEE (276587)

Labor Agreement: Approve 24-month agreement with the Stationary Engineers Unit.

HUMAN RESOURCES (276588)

Contract: Authorize contract with Eide Bailly to provide COBRA and state continuation and billing services.

INFORMATION TECHNOLOGY (276589)

RFP: Authorize telecommunication services request for proposals.

Contract: Authorize contract with Environmental Systems Research Institute for professional services.

ZONING AND PLANNING Committee (See Rep):

COMMUNITY PLANNING & ECONOMIC DEVELOPMENT (276590)

Currie Park Lofts Development: Determination of the need for an Environmental Impact Statement and the adequacy of the EAW for the proposed Currie Park Lofts Development (Phase I: Five15 on the Park; Phase 2: To be named.)

COMMUNITY PLANNING & ECONOMIC DEVELOPMENT (276591)

East Village Alternative Urban Areawide Review Order: Adoption of the final AUAR order for the East Village development to analyze two proposed development scenarios for a five block area in downtown Minneapolis.

PLANNING COMMISSION/DEPARTMENT (276592)

Five15 On the Park (formerly Currie Park Lofts (1500, 1506 & 1514 6th St N; 1500, 1501, 1506, 1507 & 1515 5th St S; and 1505 & 1509 4th St S): Deny appeal filed by Mohamed Abdullahi from the decision of the Planning Commission granting land use applications.

PLANNING COMMISSION/DEPARTMENT (276593)

Rezoning:

1915 Fremont Avenue South (Peter Frenz).

815 14th Avenue SE (Blake Bonjean of 815 14th Avenue LLC).

NEW BUSINESS (See Rep):

CITY CLERK (276594)

2013 Municipal Election: Authorize execution of a one-year contract, with the possibility of extending the contract for up to three years, with Freeman, Craft, McGregor Group, Inc., a Florida corporation, to conduct an audit of the hardware, firmware, software and processes to be used for the 2013 Ranked Choice Voting election.

POLICE DEPARTMENT (276595)

Police Department Bomb Disposal Unit: authorize acceptance of grant funds, in the amount of \$8,713.99, and execute a grant agreement with Minnesota Homeland Security and Emergency Management to provide funding for equipment; and Approve appropriation.

FILED:

CITY OF MINNEAPOLIS, CPED PARCEL 'A' (276596)

Alley vacation application for 300 - 2nd Street So. (VAC 1623)

PUBLIC WORKS AND ENGINEERING (276597)

Downtown Business Improvement Special Service District (DID): Letters of objection relating to the readoption of 2013 assessments for certain properties (see Petn No 276457).

The following reports were signed by Mayor Rybak on July 3, 2013, unless noted otherwise. Minnesota Statutes, Section 331A.01, Subd 10, allows for summary publication of ordinances and resolutions in the official newspaper of the city.

REPORTS OF STANDING COMMITTEES

The COMMITTEE OF THE WHOLE submitted the following reports:

Glidden moved to find under Council Rule 4 that the regular Council cycle is not adequate, and to consider the action of the Committee of the Whole from June 27, 2013 regarding the contract for federal representation services at this meeting. Seconded.

Adopted.

Comm of the Whole/IGR - Your Committee recommends that the proper City officers be authorized to execute Amendment #1 to Contract #C-35752 with FaegreBD Consulting, in the amount of \$120,000, to provide continued federal representation services in Washington, D.C. for a one-year period effective March 1, 2013 to February 28, 2014.

Adopted.

Lilligren assumed the Chair.

Glidden moved to find under Council Rule 4 that the regular Council cycle is not adequate, and to consider the action of the Committee of the Whole from June 27, 2013 to set a public hearing date to consider authorizing the establishment of a municipal electrical utility and a municipal gas utility at this meeting. Seconded.

Adopted.

Comm of the Whole/IGR - Your Committee recommends the following:

a) That August 1, 2013 at 10:00 a.m. be set as the date for a public hearing before the Committee of the Whole/Intergovernmental Relations Subcommittee to consider authorizing the establishment of a municipal electrical utility and authorizing the City to own, operate, construct, and extend electric facilities and to purchase and acquire the property of any existing electrical public utility operating within the City of Minneapolis for the purpose of providing electrical and related services.

b) That August 1, 2013 at 10:30 a.m. be set as the date for a public hearing before the Committee of the Whole/Intergovernmental Relations Subcommittee to consider authorizing the establishment of a municipal gas utility and authorizing the City to own, operate, construct, and extend gas and similar facilities and to purchase and acquire the property of any existing gas public utility operating within the City of Minneapolis for the purpose of providing natural gas and similar services.

c) That the City Clerk's Office be directed to publish notice of each of these public hearings.

Adopted. Yeas, 10; Nays, 3 as follows:

Yeas – Lilligren, Tuthill, Quincy, Glidden, Goodman, Hodges, Samuels, Gordon, Reich, Schiff.

Nays – Colvin Roy, Hofstede, Johnson.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

Johnson resumed the Chair.

The COMMUNITY DEVELOPMENT Committee submitted the following reports:

Comm Dev - Your Committee, having under consideration the 27th and Penn Ave N site, now recommends approval for the granting of exclusive development rights to Alliance Housing Incorporated for five residential parcels comprising the 27th and Penn Ave N project (2712, 2718, 2720, 2824, 2800 Penn Ave N) for 12 months, with a possible extension of up to 6 months, approvable by administrative action.

Adopted.

Comm Dev - Your Committee, having under consideration the transfer, assignment and assumption of the 201 Lowry Ave NE site and redevelopment contract, now recommends approval of the transfer of said site from First & First LLC to 201 Lowry Development, LLC (or an affiliate) and consent to the assignment and assumption of the Redevelopment Contract between the City of Minneapolis and First & First to 201 Lowry Development, LLC (or an affiliate) for the redevelopment of the site, as outlined in the Department of Community Planning & Economic Development staff report.

Adopted.

Comm Dev - Your Committee recommends passage of the accompanying resolution granting approval for the Hennepin County Housing and Redevelopment Authority to provide financial assistance from the 2013 Affordable Housing Incentive Fund to the following projects located in Minneapolis: 2600 17th Ave S, Ebenezer Tower Apartments, Greenway Heights Family Housing, Minneapolis Preservation Portfolio, Project: Reclaim 3, Rental: Reclaim V, South Quarter Phase IV and West Broadway Curve.

Adopted.

Resolution 2013R-269, granting approval for the Hennepin County Housing and Redevelopment Authority to provide financial assistance to 2600 17th Ave S (\$200,000 for a total of \$600,000), Ebenezer Tower Apartments (\$400,000), Greenway Heights Family Housing (\$400,000), Minneapolis Preservation Portfolio (\$500,000), Project: Reclaim 3 (\$120,000), Rental: Reclaim V (\$180,000), South Quarter Phase IV (\$315,000) and West Broadway Curve (\$400,000) under the Minnesota Housing and Redevelopment Authorities Act and Minnesota Statutes, Section 383B.77, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-269
By Goodman**

Granting approval for the Hennepin County Housing and Redevelopment Authority to provide financial assistance to 2600 17th Avenue South (\$200,000 for a total of \$600,000), Ebenezer Tower Apartments (\$400,000), Greenway Heights Family Housing (\$400,000), Minneapolis Preservation Portfolio (\$500,000), Project: Reclaim 3 (\$120,000), Rental: Reclaim V (\$180,000), South Quarter Phase IV (\$315,000) and West Broadway Curve (\$400,000) under the Minnesota Housing and Redevelopment Authorities Act and Minnesota Statutes, Section 383B.77.

Whereas, representatives of the Hennepin County Housing and Redevelopment Authority (the "County HRA") have advised the City of Minneapolis, Department of Community Planning and Economic Development that the County HRA proposes to provide financial assistance from Hennepin County's Affordable Housing Incentive Fund in an amount up to

\$2,515,000, to the City of Minneapolis (the "City") for the eight (8) projects in Minneapolis, Minnesota identified in the attached spreadsheet (the "Projects"); and

Whereas, pursuant to Minnesota Statutes, Section 383B.77, subd. 2, the County HRA cannot exercise its powers within the boundaries of the City unless the City requests the County HRA to exercise specific powers within the City: and

Whereas, pursuant to Minnesota Statutes, Section 469.005 the City Council must declare there is a need for the County HRA to exercise its powers within the City, specifically through the provision of financial assistance for the Projects in the City;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That, as required by Minnesota Statutes, Section 383B.77, subd. 2, and pursuant to Minnesota Statutes, Section 469.005, the City Council hereby declares there is a need for and approves the County HRA exercising its powers in the City for the limited purpose of providing financial support to the Projects in the City, which Projects have requested, or may hereafter request, financial assistance in the combined amount up to \$2,515,000 from the County HRA.

Be It Further Resolved that nothing in this resolution shall create a pecuniary obligation or pledge in any fashion the full faith and credit of the City to assist the Projects, nor shall the City be in any way responsible for any financing obligation or agreement of the County HRA with respect to its provision of financial assistance to the Projects.

Be It Further Resolved that the request made hereunder extends only to the powers of the County HRA with respect to the financial assistance the County HRA proposes to provide to the Projects, and the City shall retain all other powers and jurisdiction over matters relating to the City and the Projects.

Be It Further Resolved that nothing in this resolution is intended to endorse the merits of the Projects to be undertaken.

Adopted.

Comm Dev - Your Committee recommends confirmation of the following Mayoral appointments/reappointments to the Minneapolis Workforce Council, for two-year terms of office, from 7/1/2013 to 6/30/2015 unless otherwise noted:

New Appointments:

Laura Beeth, filling the unexpired term of Charles McIntosh, which expires 6/30/2014;
Anahita Cameron (replacing Chad Telford);
Christopher Ferguson, filling the unexpired term of Reuven Rahamim, which expires 6/30/2014;
Steve Gilbertson, replacing Sharon Bredeson;
Tara Watson, replacing Linda Vang; and
Wendie Palazzo, replacing Craig Vana.

Reappointments:

Elizabeth Campbell;
Todd Klingel;
Ken Lundquist;
Dan McConnell;
Tyler Olson; and
Carlye Peterson.

Your Committee further recommends that the residency requirement under Minnesota Code of Ordinances, Section 14.180, be waived for Laura Beeth, Anahita Cameron, Christopher Ferguson, Steve Gilbertson, Todd Klingel, Carlye Peterson, Tara Watson and Wendie Palazzo.
Adopted.

Comm Dev - Your Committee, having under consideration the Grow North business recruitment incentive proposal, a tool to address disparities in North Minneapolis, now recommends approval of the concept and guidelines for said incentive as described in the Department of Community Planning & Economic Development staff report. Specific deal terms will be authorized on a case-by-case basis by the City Council.
Adopted.

The COMMUNITY DEVELOPMENT and WAYS & MEANS/BUDGET Committees submitted the following report:

Comm Dev & W&M/Budget - Your Committee, having under consideration the issuance of revenue bonds on behalf of the Upper Midwest Organ Procurement Organization, Inc. (LifeSource) to finance their new headquarters facility at 2225 and 2313 W River Rd N/70 22nd Ave N, now recommends passage of the accompanying resolution giving preliminary and final approval to the issuance of up to \$13,000,000 in Tax-exempt Limited Tax Supported Development Revenue Bonds, Common Bond Fund Series 2013, for said project, to be issued through the Common Bond Fund and designating the bonds as bonds entitled to the security provided by Ordinance No. 87-OR-084, Chapter 424, Tax Reserve and Pledge Ordinance.
Adopted.

Resolution 2013R-270, giving preliminary and final approval to the issuance of up to \$13,000,000 in Tax-exempt Limited Tax Supported Development Revenue Bonds, Common Bond Fund Series 2013, for Upper Midwest Organ Procurement Organization (LifeSource) at 2225 and 2313 W River Rd N/70 22nd Ave N, to be issued through the Common Bond Fund and designating the bonds as bonds entitled to the security provided by Ordinance No. 87-OR-084, Chapter 424, Tax Reserve and Pledge Ordinance (Supplemental Bond Resolution and Indenture), was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-270
By Goodman and Hodges**

Giving preliminary and final approval to the issuance of up to \$13,000,000 in Tax-exempt Limited Tax Supported Development Revenue Bonds, Common Bond Fund Series 2013, for Upper Midwest Organ Procurement Organization (LifeSource) to be issued through the Common Bond Fund and designating the bonds as bonds entitled to the security provided by Ordinance No. 87-OR-084, Chapter 424, Tax Reserve and Pledge Ordinance (Supplemental Bond Resolution and Indenture).

Resolved by The City Council of The City of Minneapolis:

That the basic resolution is supplemented and amended as follows:

ARTICLE I

DEFINITIONS, LEGAL AUTHORIZATION AND FINDINGS

Section 101. *Definitions.* The following terms, unless the context hereof shall require otherwise, shall have the meanings set forth below; provided, however, that any additional capitalized terms used herein and not defined herein (unless such capitalization is due solely to application of the rules of grammar) shall have the meanings assigned to such terms in the Basic Resolution or the Agreement, unless the context or use herein requires another or different meaning:

“*Act of Bankruptcy*” means the filing of a petition in bankruptcy with respect to a Person by or against such Person under the United States Bankruptcy Code.

“*Additional Common Fund Bonds*” means those Common Fund Bonds issued to pay the cost of completion of a Facility pursuant to Sections 202 and 311(d) of the Basic Resolution, Section 206 hereof and an Additional Supplemental Bond Resolution.

“*Additional Supplemental Bond Resolution*” means the Additional Supplemental Bond Resolution and Indenture authorizing the issuance of Additional Common Fund Bonds.

“*Agreement*” means the Lease Agreement, dated as of July 1, 2013, between the Tenant and the Issuer, as amended from time to time.

“*Articles and Sections*,” mentioned by number only, means the respective Articles and Sections of this Supplemental Bond Resolution so numbered.

“*Authorized Newspaper*” means a newspaper furnishing financial news as part of its service, printed in the English language, published weekly or daily in Minneapolis, Minnesota, or its metropolitan area, and circulated throughout the State.

“*Basic Resolution*” means Resolution No. 2004R-256, entitled “Amending and restating the Basic Resolution of the City of Minneapolis (B),” adopted on June 18, 2004 by the Issuer, as amended to the date hereof, including any amendments made by this Supplemental Bond Resolution.

“*Bond Closing*” means the date on which there is delivery of and payment for the Bonds.

“*Bond Register*” means the register for the registration and transfer of the Bonds kept by the Trustee on behalf of the Issuer pursuant to Section 210 hereof.

“*Bond Year*” means from the Bond Closing to December 31, 2013, inclusive, and thereafter the period commencing on the day after expiration of the preceding Bond Year and ending on the earlier of the day preceding the first anniversary of such commencement date or the date on which no Bonds are Outstanding.

“*Bonds*” means the obligations of the Issuer designated the Limited Tax Supported Development Revenue Bonds, Common Bond Fund Series 2013-1, issued pursuant to the Basic Resolution and the Supplemental Bond Resolution in the aggregate principal amount specified in Section 203 hereof, as such principal amount may be adjusted by certification of the Finance Officer of the Issuer.

“*Chapter 424*” means Code of Ordinances, Title 16, Chapter 424, as amended.

“*Code*” means the Internal Revenue Code of 1986, as amended as of the date hereof, and applicable Regulations promulgated thereunder.

“*Code of Ordinances*” means the Minneapolis Code of Ordinances, as amended.

“*Computation Date*” means any of the following dates: (i) the date on which the IDB Account is first fully depleted after the date hereof; and (ii) any date on which money has been drawn from the Tax Reserve Fund as a result of a certification by the Trustee pursuant to Section 415 hereof. The IDB Account shall be deemed to have been first fully depleted on the first date that no cash, investments, or letters of credit are credited to the IDB Account.

“*Construction Fund*” means the fund by that name created pursuant to Section 403 hereof.

“*Designated Common Fund Bonds*” means Common Fund Bonds designated by the Issuer under Chapter 424 as Bonds to which Chapter 424 applies.

“*Expected Available Tax Revenue*” means the product of the total tax capacity of all taxable property in the City of Minneapolis on the Computation Date and one-half percent.

“*Financial Advisor*” means Dougherty & Company LLC.

“*Hereby*,” “*herein*,” “*hereof*,” “*hereto*,” “*hereunder*” and any similar terms refer to this Supplemental Bond Resolution as a whole; the term “*heretofore*” means before the date of execution and delivery hereof, and the term “*hereafter*” means after the date of execution and delivery hereof.

“*Interest Payment Date*” means December 1, 2013, and each June 1 and December 1 thereafter until all Bonds are paid.

“*Issuer*” means the City of Minneapolis, Minnesota.

“*Other Redemption Funds*” means all funds or accounts not within the Common Bond Fund or IDB Account established by any resolution authorizing Common Fund Bonds (other than the Bonds) which are pledged to the payment of principal, premium and interest due on any such series of Common Fund Bonds on any date for which any redemption thereof was duly called.

“*Outstanding*” means when used with reference to all series of Common Fund Bonds, the same as that term is defined in the Basic Resolution and also means, when used with reference to the Bonds and as of any particular date, all Bonds theretofore and thereupon being authenticated and delivered except:

(a) any Bond canceled by the Trustee or the Paying Agent or surrendered to the Trustee or the Paying Agent for cancellation at or before said date;

(b) any Bond for payment or redemption of which money equal to the principal or Redemption Price thereof, as the case may be, with interest to the date of maturity or Redemption Date, shall have theretofore been deposited with the Trustee or any Paying Agent in trust (whether upon or prior to maturity or the Redemption Date of such Bond) and, except in the case of a Bond to be paid at maturity, of which notice of redemption shall have been duly given; and

(c) any Bond for which in lieu thereof or in substitution therefor another Bond shall have been authenticated and delivered pursuant to Section 213 hereof; provided, however, that in determining whether the Holders of the requisite principal amount of Bonds Outstanding have given any request, demand, authorization, direction, notice, consent or waiver hereunder, Bonds owned by the Issuer or the Tenant or any affiliate of the Tenant shall be disregarded and deemed not to be Outstanding except that, in determining whether the Trustee shall be protected in relying upon any such request, demand, authorization, direction, notice, consent or waiver, only Bonds which the Trustee knows to be so owned shall be so disregarded (an “*affiliate*” of any specified Person means any other Person directly or indirectly controlling or controlled by or under direct or indirect common control with such specified Person; for the purposes of this definition, “*control*,” when used with respect to any specified Person, means the power to direct the management and policies of such Person, directly or indirectly, whether through the ownership of voting securities, by contract or otherwise, and the terms “*controlling*” and “*controlled*” have meanings correlative to the foregoing); provided, further, that Bonds so owned which have been pledged in good faith may be regarded as “*Outstanding*” if the pledgee establishes to the satisfaction of the Trustee the pledgee’s right so to act with respect to such Bonds and that the pledgee is not the Issuer or the Tenant or any affiliate of the Tenant. A Bond that would be considered “*Outstanding*” but for the fact that money sufficient for the payment or redemption thereof has theretofore been deposited in full with the Trustee or any Paying Agent in trust for the Holder thereof (or that the Basic Resolution has theretofore been discharged with respect to the series of which such particular Bond is

a part pursuant to Article VI of the Basic Resolution) shall, for the purposes of Article III of the Basic Resolution (to the extent that a default referred to therein or under the Agreement might adversely affect the exemption from federal income taxation of interest on any Bond) and Article VII of the Basic Resolution (to the extent that any supplement, amendment, modification or waiver referred to therein might adversely affect the exemption from federal income taxation of interest on any Bond), be deemed to be "Outstanding" unless such Bond shall be due and payable in accordance with its terms or through redemption proceedings or otherwise as provided in the Basic Resolution and herein. The Trustee shall be fully protected in requiring and relying on an Opinion of Counsel with respect to whether any such default, supplement, amendment, modification or waiver might adversely affect the exemption from federal income taxation of interest on any Bond.

"Paying Agent" means Wells Fargo Bank, National Association, in Minneapolis, Minnesota, and its successor or successors designated pursuant to the provisions of Article VII of the Basic Resolution and Section 204 hereof as the agent of the Issuer to receive and disburse the principal or Redemption Price of and interest on the Bonds.

"Payment Date" means the date on which any payment of principal of or interest on any Common Fund Bonds is due.

"Preference Funds" means any money credited to the Common Bond Fund or IDB Account, other than either money derived from a draw under the Letter of Credit or earnings received on amounts held by the Trustee, held by the Trustee for less than ninety-one (91) days or concerning which the depositor thereof was subject to an Act of Bankruptcy within ninety-one (91) days after deposit of such amounts with the Trustee.

"Property Insurance and Award Fund" means the fund by that name created pursuant to Section 406 hereof.

"Rebate Amounts" means any amount of money subject to rebate to the government of the United States of America pursuant to Section 148(f) of the Code and applicable Regulations.

"Rebate Fund" means the fund by that name created pursuant to Section 414 hereof.

"Redemption Date" means, when used with respect to any Bond to be redeemed, the date fixed for such redemption in accordance with the provisions hereof.

"Redemption Fund" means the fund by that name created pursuant to Section 411 hereof.

"Redemption Price" means, when used with respect to a Bond or portion thereof, the principal amount of such Bond or portion thereof plus the applicable premium, if any, payable upon redemption thereof in accordance with its terms and as provided herein.

"Regulations" means regulations promulgated by the Department of the Treasury of the government of the United States of America pursuant to the Code.

"Supplemental Bond Resolution" means this Supplemental Bond Resolution and Indenture.

"Tax Reserve Fund" means the fund by that name created by Chapter 424, held by the Issuer separate and apart from the Common Bond Fund.

"Tax Reserve Requirement" means zero Dollars (\$) prior to the first Computation Date and, thereafter, an amount equal to twice the Expected Available Tax Revenue, determined as of the most recent Computation Date.

"Tenant" means Upper Midwest Organ Procurement Organization, Inc. (d/b/a/ LifeSource), a Minnesota nonprofit corporation, its successors and assigns.

"Trustee" means Wells Fargo Bank, National Association, in Minneapolis, Minnesota, its successors and co-trustees, as permitted under the Basic Resolution.

"Underwriter" or *"Underwriters"* means Piper Jaffray & Co. and RBC Capital Markets Corporation.

"Underwriting Agreement" means the Underwriting Agreement, dated as of the date of adoption hereof, among the Underwriters, the Issuer and the Tenant.

"United States Bankruptcy Code" means 11 U.S.C. Sections 101 *et seq.*, as amended.

Section 102. *Legal Authorization.* The Issuer is a municipal corporation under the laws of Minnesota and is authorized under the Act to finance the Facility and to issue and sell the Bonds for that purpose in the manner and upon the terms and conditions set forth in the Basic Resolution and herein.

Section 103. *Findings.* The Issuer has heretofore determined and does hereby determine and find as follows:

(a) The Issuer is authorized by the Act to adopt this Supplemental Bond Resolution and execute and deliver the Agreement.

(b) The Issuer has made the necessary arrangements with the Tenant for the financing of the Facility, which Facility consists of certain property used in connection with the operation of a revenue producing enterprise contemplated by Minnesota Statutes, Section 469.153 Subdivision 2, which property is of the character and accomplishes the purposes provided by the Act, and the Issuer has by this Supplemental Bond Resolution authorized execution of the Agreement and all other documents in relation thereto and has specified the terms and conditions of the financing of the Facility.

(c) In authorizing the issuance of Bonds, the Issuer's purpose is and, in the Issuer's judgment, the effect thereof shall be to promote the public welfare by: the attraction, encouragement and development of economically sound commerce and industry so as to prevent, so far as possible, blighted and marginal lands and areas of chronic unemployment and the emergence of such land and areas, the development of commerce and industry to use the available resources of the community in order to retain the benefit of the community's existing investment in educational and public service facilities and to halt the movement of talented, educated personnel of mature age to other areas, thus preserving the economic and human resources needed as a base for providing governmental services and facilities, the provision of accessible employment opportunities for residents in the area, and the expansion of an adequate tax base of Hennepin County and the City of Minneapolis to finance the increase in the amount and cost of governmental services, including educational services for the school districts of the City of Minneapolis.

(d) The amount estimated to be necessary to finance the Facility shall require the Issuer to issue, sell and deliver the Bonds in the aggregate principal amount authorized herein.

(e) The Bonds are Common Fund Bonds within the meaning of Section 202 of the Basic Resolution and are payable from revenues derived by the Issuer from a revenue-producing enterprise and shall be on a parity of lien with all other Common Fund Bonds which have heretofore and may hereafter be issued by the Issuer and made payable from funds pledged and appropriated thereto pursuant to the Basic Resolution and hereunder.

(f) The issuance and sale of the Bonds, the execution and delivery of the Agreement and the performance of all covenants and agreements of the Issuer contained herein and in the Agreement and the Basic Resolution and of all other acts and things required under the Constitution and laws of the State to make the Agreement and the Bonds valid and binding obligations of the Issuer in accordance with their terms are authorized by the Act, the Basic Resolution and this Supplemental Bond Resolution.

(g) The Underwriters have offered to purchase the Bonds in accordance with the terms and conditions of the Underwriting Agreement and this Supplemental Bond Resolution.

ARTICLE II

AUTHORIZATION, TERMS AND PROVISIONS OF BONDS

Section 201. *Qualification under the Basic Resolution, IDB Account Resolution and Chapter 424.* The Bonds shall be issued and secured under the provisions of the Basic Resolution, and all applicable terms, covenants and conditions contained therein are hereby incorporated into and made a part hereof the same as if said terms, covenants and conditions were set out herein in their entirety. It is hereby found, determined and declared that upon the issuance of the Bonds in accordance herewith and execution of the Agreement, the Agreement shall provide for Basic Rent, which if collected in full and when due shall be sufficient to pay the interest when due and to pay and redeem the Bonds at maturity or when required or permitted pursuant to the terms hereof. In accordance with Sections 202 and 402(d) of the Basic Resolution, at or prior to the Bond Closing for the Bonds, cash in the amount, or a Reserve Letter of Credit drawable in the amount, of the Minimum Deposit shall be delivered to or by the Issuer as required for the Bonds and further, all other conditions required to be met under Section 202 of the Basic Resolution shall have been met as have the conditions specified herein. Consistent with the provisions of the Basic Resolution and the IDB Account Resolution, the Issuer specifically pledges to further secure the Bonds (on a parity basis with all Common Fund Bonds) with the funds held in the B Subaccount and Issuer Subaccount of the IDB Account established in accordance with the provisions of the IDB Account Resolution. The Issuer covenants to make appropriations, advances and payments in respect of the Bonds in accordance herewith and with the terms of the Basic Resolution and the IDB Account Resolution. The Bonds shall also be secured by amounts available, if any, in the Tax Reserve Fund, pursuant to Chapter 424. The Issuer hereby designates the Bonds as bonds secured by the pledge made pursuant to Chapter 424.

Section 202. *Forms Generally.* The Bonds shall be in substantially the form set forth in Schedule A hereof with such other appropriate insertions, omissions, substitutions and other variations as are required or permitted hereby and may have such letters, numbers or other marks of identification and such legends or endorsements placed thereon as may, consistently herewith, be placed thereon by the officials of the Issuer executing the Bonds, as evidenced by their execution thereof. Any part of the text of any Bond may be set forth on the reverse side thereof with an appropriate reference thereto on the face of the Bond.

The definitive Bonds shall be printed, lithographed, engraved, typewritten, mimeographed or otherwise reproduced or produced by a combination of these methods or may be produced in any other manner permitted by the rules of any securities exchange, all as determined by the officials of the Issuer executing such Bonds, as evidenced by their execution thereof.

The approving opinion of Bond Counsel may be printed on the Bonds.

Section 203. *Authorization of Bonds and Terms.* Pursuant to the Basic Resolution, the Bonds are hereby authorized to be and shall be issued under and secured by the Basic Resolution and this Supplemental Bond Resolution. The Bonds and any Additional Common Fund Bonds shall bear CUSIP numbers or any other identification, notations or symbols as the Issuer may determine, and when issued shall be numbered separately from R-1 consecutively upward. The Bonds shall be issued in the aggregate principal amount of up to \$13,000,000. The Bonds shall bear interest from the date thereof, payable semiannually on June 1 and December 1 in each year, commencing December 1, 2013, at the interest rates per annum to be determined by the Finance Officer of the Issuer prior to the issuance of the Bonds (with the average weighted interest rate not to exceed 6.00% per annum), and shall mature on or before December 1, 2043.

The foregoing aggregate principal amount, maturity dates and principal amounts maturing on such dates are subject to adjustment and, if adjusted, such terms shall be finally and specifically designated at Bond Closing by a certification of the Finance Officer of the Issuer. Such adjustment may include the creation of one or more serial maturities and/or term bonds that are subject to mandatory sinking fund redemption in accordance with Section 305 hereof. The Finance Officer's certification shall also establish the interest rate for each maturity of Bonds.

Section 204. *Accrual and Payment of Interest.* Each Bond shall bear interest from its date, which shall be as of the date six (6) months preceding the Interest Payment Date next following the

date of authentication thereof by the Paying Agent, provided that: (a) if such date of authentication shall be an Interest Payment Date, such Bond shall be dated as of such date of authentication, (b) if such date of authentication shall be before the first Interest Payment Date, such Bond shall be dated as of the date of issuance of such Bond, and (c) if interest on such Bond shall not have been paid in full when due, then notwithstanding any of the foregoing provisions of this Section 204, such Bond shall be dated as of the date on which interest was last paid in full on such Bond. All Bonds shall be payable as to principal or Redemption Price at the principal office of Wells Fargo Bank, National Association, in Minneapolis, Minnesota, hereby designated as Paying Agent for the Bonds, or at the office of any successor Paying Agent designated by the Issuer pursuant to Article VII of the Basic Resolution, and interest on Bonds shall be payable by check or draft drawn upon the Paying Agent mailed on the Interest Payment Date to the registered Holder thereof as reflected as of the close of business on the 15th day of the month immediately preceding any Interest Payment Date at the address of such Holder as it appears on the Bond Register maintained by the Trustee. Overdue principal or Redemption Price of and (to the extent legally enforceable) overdue interest on any Bond shall bear interest at the rate borne by such Bond.

Section 205. *Conditions Precedent to the Delivery of Bonds.* In addition to the performance of such acts and the occurrence of such events as are required under Section 202 of the Basic Resolution, prior to or simultaneously with the delivery of the Bonds:

(a) there shall be delivered to the Trustee a written order by the Representative of the Issuer to authenticate and deliver the Bonds to or upon the order of the Underwriters, upon the payment to the Trustee for the account of the Issuer of a specified sum plus a specified amount of accrued interest, together with a copy of this Supplemental Bond Resolution, duly certified by the recording officer of the Issuer; and

(b) there shall be delivered to the Issuer the following items:

(i) an executed original of the Agreement and the Disbursing Agreement;

(ii) the executed original or copies thereof satisfactory to the Issuer of all Subleases of the Facility then in effect, if any;

(iii) financing statements endorsed as having been filed with the Secretary of State of the State of Minnesota and the County Recorder or Registrar of Titles of Hennepin County, Minnesota, or both, whichever is applicable, showing the interest of the Issuer in the Facility Equipment;

(iv) a policy or binder of title insurance in current ALTA form acceptable to the Issuer and Bond Counsel in an amount not less than the original principal of the Bonds insuring the Issuer's fee simple title to the Facility Premises, subject only to Permitted Encumbrances and insuring against all standard exceptions, including mechanics' liens, survey and zoning restrictions;

(v) the manually signed Opinion of Bond Counsel approving the legality of the Bonds and exclusion from gross income of interest on the Bonds;

(vi) written evidence from the Underwriters consenting to the issuance of the Bonds;

(vii) an original of the Underwriting Agreement;

(viii) written acceptance by the Paying Agent and the Trustee;

(ix) evidence of insurance complying with Section 4.06 of the Agreement;

(x) all executed Construction Contracts, including any related architects' contracts and payment and performance bonds required by the Agreement, if any;

(xi) an executed original of the Guaranty; and

(xii) such other documents as Bond Counsel reasonably determines are necessary as a precondition to the delivery of the Bonds;

provided, however, that the Issuer may waive the requirement that one or more of the foregoing items be filed with the Trustee on or prior to Bond Closing, except the manually signed Opinion of Bond Counsel approving the validity of the Bonds.

Section 206. *Additional Common Fund Bonds.* Pursuant to the authority given in Section 202 of the Basic Resolution to issue Additional Common Fund Bonds in accordance with Section 311(d) thereof, one or more series of such Additional Common Fund Bonds may be authenticated and delivered for the purpose of financing the cost of completing the Facility. Such Additional Common Fund Bonds shall be secured by the Basic Resolution, this Supplemental Bond Resolution and the Additional Supplemental Bond Resolution providing for the issuance of the applicable series of such Additional Common Fund Bonds and shall rank on a parity of security in all respects with the Bonds and all Additional Common Fund Bonds issued and to be issued hereunder. Such Additional Common Fund Bonds may, at the election of the Issuer as provided by Chapter 424, be further secured by the Tax Reserve Fund. Such Additional Common Fund Bonds shall have such identifying designation, be in such form and denominations, be dated, mature at such time or times, bear interest at such rate or rates, be subject to redemption at such times and prices, be executed substantially in the form and manner set forth herein and contain such other provisions not inconsistent herewith and with the Basic Resolution and as the Additional Supplemental Bond Resolution providing for the issuance thereof shall fix and determine. Such Additional Common Fund Bonds shall be payable from the Common Bond Fund as provided in the Basic Resolution. Prior to the adoption of the Additional Supplemental Bond Resolution authorizing the issuance of Additional Common Fund Bonds, the Issuer and the Tenant shall enter into an amendment to the Agreement which shall provide that the Basic Rent due under the Agreement shall be increased and computed so as to amortize in full the principal or Redemption Price of and interest on such Additional Common Fund Bonds and provide for the payment of any other costs in connection therewith. The Additional Common Fund Bonds shall be issued only in accordance with Sections 202 and 311(d) of the Basic Resolution.

Section 207. *Form and Denominations.* All Bonds shall be in fully registered form without coupons and payable to a named Person or registered assigns. Bonds shall each be of the denomination of \$5,000 or any integral multiple thereof. The Bonds may contain or have endorsed thereon such provisions, specifications and descriptive words as are:

- (a) not inconsistent with those provisions hereof and of the Basic Resolution that are applicable to all Bonds or to Common Fund Bonds generally;
- (b) necessary or desirable to comply with custom or the rules of any securities exchange or commission or brokerage board; or
- (c) authorized hereby or by any Additional Supplemental Bond Resolution adopted prior to the authentication and delivery of the Bonds.

Section 208. *Execution of Bonds.* Each Bond shall be executed, as provided by law, in the name and on behalf of the Issuer by the manual or facsimile signature of its Finance Officer (or such other person acting in the stead of the Finance Officer in accordance with law). Any Bond may be signed on behalf of the Issuer by any person who, at the date of such act, shall hold the proper office, and the validity thereof shall not be impaired by the fact that one or more of such officers authorized to execute such Bond shall have ceased to hold such office on the date of delivery of such Bond.

Section 209. *Authentication of Bonds.* Each Bond shall bear thereon a certificate of authentication, substantially in the following form, manually executed by the Trustee:
“Certificate of Authentication”

This Bond is one of the Common Fund Bonds described in the within-mentioned Basic Resolution and Supplemental Bond Resolution and is one of the Bonds of the City of Minneapolis referred to herein.

JUNE 28, 2013

WELLS FARGO BANK,
NATIONAL ASSOCIATION,
as Trustee

Dated: _____ By _____ [Manual] _____
Authorized Signature

Only such Bonds that bear thereon the manually executed certificate of authentication shall be entitled to any security, right or benefit hereunder and under the Basic Resolution. No Bond shall be valid or obligatory for any purpose unless the certificate of authentication upon such Bond shall have been duly executed by the Paying Agent. The certificate of authentication upon any Bond executed as herein provided on behalf of the Issuer shall be conclusive and the only evidence that the Bond so authenticated has been duly authenticated and delivered hereunder and under the Basic Resolution and that the Holder thereof is entitled to the security, right or benefit hereunder and under the Basic Resolution.

Section 210. *Appointment of Trustee as Transfer Agent for Bonds.* The Trustee is hereby irrevocably appointed the agent of the Issuer for the registration, transfer or exchange of Bonds. The Trustee, on behalf of the Issuer, shall maintain and keep a Bond Register for the registration and transfer of the Bonds, and upon presentation thereof for such purpose, the Trustee shall register or cause to be registered thereon and permit to be transferred thereon or to be exchanged, under such reasonable regulations as the Trustee may prescribe, any Bond entitled to registration, transfer or exchange.

Section 211. *Transfer of Bonds.* Each Bond shall be transferable only upon the Bond Register at the office of the Trustee by the registered owner thereof in person or by his attorney duly authorized in writing, upon surrender thereof together with a written instrument of transfer satisfactory to the Trustee duly executed by the registered owner or such duly authorized attorney. Upon the transfer of any such Bond, the Issuer shall execute and the Trustee shall authenticate and deliver a new Bond or Bonds registered in the name of the transferee of the same aggregate principal amount, series designation, maturity and interest rate as the surrendered Bond.

Section 212. *Ownership of Bonds and Effect of Registration.* The Issuer, the Trustee and any Paying Agent may treat and consider the person in whose name any Bond for the time being shall be registered upon the Bond Register as the Holder and absolute owner thereof, whether or not such Bond shall have matured, for the purpose of receiving payment of the principal or Redemption Price of and interest on such Bond and for all other purposes whatsoever, and neither the Issuer, the Trustee nor any Paying Agent shall be affected by any notice to the contrary, and payment of or on account of the principal or Redemption Price of and interest on such registered Bond shall be made only to or upon the order of such registered owner thereof. All payments made as in this Section 212 provided shall be valid and effectual to satisfy and discharge the liability upon the several Bonds to the extent of the sum or sums so paid.

Section 213. *Bonds Mutilated, Destroyed, Stolen or Lost.* In the event that any Bond is mutilated, destroyed, stolen or lost, the Issuer shall execute and the Trustee shall authenticate and deliver, in lieu of any such mutilated, destroyed, stolen or lost Bond, a new Bond of like date and denomination as the Bond mutilated, destroyed, stolen or lost, provided that, in the case of any mutilated Bond, such mutilated Bond shall first be surrendered to the Trustee, and in the case of any such destroyed, stolen or lost Bond, there shall be first furnished to the Issuer and the Trustee evidence of such destruction, theft or loss satisfactory to the Issuer and the Trustee, together with indemnity satisfactory to them. The Issuer and the Trustee may charge the Holder of such Bond their reasonable fees and expenses in this connection. All such Bonds so surrendered to the Trustee shall be canceled by the Trustee.

In case any such mutilated, destroyed, stolen or lost Bond has become or is about to become due and payable, the Issuer may, instead of issuing a new Bond, cause the Trustee to pay such Bond out of money held by the Trustee and available for such purpose.

The provisions of this Section 213 are exclusive and shall preclude (to the extent lawful) all other rights and remedies with respect to the replacement or payment of mutilated, destroyed, stolen or lost Bonds.

Section 214. *Payment for and Limitations on Exchanges and Transfers.* In all cases in which the privilege of exchanging or transferring Bonds is exercised, the Issuer shall execute and the Trustee shall authenticate and deliver the Bonds in accordance with the provisions hereof and of the Basic Resolution. The Bonds so delivered shall be in such form or denominations as shall permit the exchange or transfer for the surrendered Bonds in such manner that no gain or loss of interest results from such exchange or transfer. All Bonds surrendered in any such exchanges or transfers shall forthwith be canceled by the Trustee. For every such exchange or transfer of Bonds, the Trustee may make a charge sufficient to reimburse the Trustee for any tax, fee or other governmental charge required to be paid with respect to such exchange or transfer. The cost of preparing each new Bond upon each exchange or transfer and any other expenses (except any applicable tax, fee or other governmental charge) of the Issuer or the Trustee incurred in connection with such exchange or transfer shall be paid by the Tenant pursuant to Section 2.03 of the Agreement. Neither the Issuer nor the Trustee shall be required to register, transfer or exchange Bonds for a period of fifteen (15) days next preceding any Interest Payment Date on Bonds or next preceding any selection of Bonds to be redeemed or thereafter until after the later of the first publication or mailing of notice of redemption of Bonds selected, called or being called for redemption as a whole or the portion being redeemed of any Bonds selected, called or being called for redemption in part.

Section 215. *Delivery of Temporary Bond.* In order to facilitate timely delivery of the Bonds, the Underwriters may elect, with respect to the Bonds, to receive in lieu of definitive Bonds a single temporary registered Bond that may be printed, lithographed, engraved, typewritten, mimeographed or otherwise reproduced, which Bond shall, upon the printing of the appropriate Bonds and the execution and authentication thereof, be exchanged therefor and canceled.

Section 216. *Book Entry Provisions.* Notwithstanding any provision of this Supplemental Bond Resolution to the contrary:

(a) Upon initial issuance of the Bonds the ownership of one fully registered Bond for each maturity of the Bonds shall be registered in the name of Cede & Co. ("Cede"), as nominee of The Depository Trust Company ("DTC"), New York, New York. Payments of interest on, principal of and any premium on the Bonds shall be made to the account of Cede on each payment date at the address indicated for Cede in the Bond Register kept by the Trustee in accordance with arrangements acceptable to DTC and the Trustee. DTC has represented to the Issuer that it will maintain a book-entry system in recording ownership interests of its participants (the "Direct Participants"), and the ownership interests of a purchaser of a beneficial interest in the Bonds (a "Beneficial Holder") will be recorded through book entries on the records of the Direct Participants.

(b) With respect to Bonds registered in the name of Cede, the Issuer and the Trustee shall have no responsibility or obligation to any Direct Participant or to any Beneficial Holder of such Bonds. Without limiting the immediately preceding sentence, the Issuer and the Trustee shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede or any Direct Participant with respect to any beneficial ownership interest in the Bonds, (ii) the delivery of any Direct Participant, Beneficial Holder or other Person, other than DTC, of any notice with respect to the Bonds, including any notice of redemption, (iii) the payment of any Direct Participant, Beneficial Holder or other Person, other than DTC, of any amount with respect to the principal or redemption price of, or any interest on, the Bonds or (iv) any consent given

or other action taken by DTC as Holder of the Bonds. With respect to the Bonds registered in the name of Cede, the Issuer and the Trustee may treat DTC as, and deem DTC to be, the absolute owner of each Bond for all purposes whatsoever including (but not limited to) (i) payment of the principal or redemption price of, and interest on, each such Bond, (ii) giving notices of purchase or redemption and other matters with respect to such Bonds and (iii) registering transfers with respect to such Bonds. The Trustee shall pay the principal or redemption price of, and interest on, all such Bonds only to or upon the order of DTC, and all such payments shall be valid and effective to fully satisfy and discharge the Issuer's obligations with respect to such principal or redemption price, and interest, to the extent of the sum or sums so paid. Until and unless the services of DTC as depository of the Bonds are terminated or discontinued, no Person other than DTC shall receive a Bond evidencing the obligation of the Issuer to make payments of principal or redemption price of, and interest on, the Bonds pursuant to this Supplemental Bond Resolution. Upon delivery by DTC to the Trustee of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede, and subject to the transfer provisions hereof, the word "Cede" in this Supplemental Bond Resolution shall refer to such new nominee of DTC.

(c) (i) DTC may determine to discontinue providing its services with respect to the Bonds at any time by giving reasonable written notice to the Issuer and the Trustee and discharging its responsibilities with respect thereto under applicable law.

(ii) The Trustee shall terminate the services of DTC with respect to the Bonds if the Issuer determines that the continuation of the system of book-entry-only transfers through DTC (or a successor securities depository) is not in the best interests of the Beneficial Holders of the Bonds or is burdensome to the Trustee, and shall terminate the Services of DTC with respect to the Bonds upon receipt by the Trustee of written notice from DTC to the effect that DTC has received written notice from Direct Participants having interests, as shown in the records of DTC, in an aggregate principal amount of not less than 50% of the aggregate principal amount of the Bonds then Outstanding to the effect that; (a) DTC is unable to discharge its responsibilities with respect to the Bonds or (b) a continuation of the requirement that all of the Bonds be registered in the Bond Register in the name of Cede, as nominee of DTC, is not in the best interest of the Beneficial Holders of such Bonds.

(d) Upon the termination of the services of DTC with respect to the Bonds pursuant to subsection (c)(ii)(b) hereof, or upon the discontinuance or termination of the services of DTC with respect to the Bonds pursuant to subsection (c)(i) or subsection (c)(ii)(a) hereof after which no substitute securities depository willing to undertake the functions of DTC hereunder can be found or which, in the opinion of the Trustee, is willing and able to undertake such functions upon reasonable and customary terms, the Bonds shall no longer be restricted to being registered in the registration books kept by the Trustee in the name of Cede as nominee of DTC. In such event, the Trustee shall transfer and exchange Bond certificates as requested by DTC or Direct Participants and confirmed by DTC of like principal amount, series and maturity, in Authorized Denominations to the identifiable Beneficial Holders in replacement of such Beneficial Holders' beneficial interests in the Bonds.

(e) Notwithstanding any other provision of this Supplemental Bond Resolution to the contrary, so long as any Bond is registered in the name of Cede, as nominee of DTC, all payments with respect to the principal or redemption price of, and interest on, such Bond and all notices with respect to such Bond shall be made and given, respectively, to DTC as provided in the representation letter addressed to DTC with respect to the Bonds.

(f) In connection with any notice or other communication to be provided to Holders pursuant to this Supplemental Bond Resolution by the Trustee with respect to any consent or other action to be taken by Holders, the Trustee shall establish a record date for such consent or other action and give DTC notice of such record date not less than 15 calendar days in advance of such record date to the extent the Trustee is reasonably able to do so.

(g) Notwithstanding any provision herein to the contrary, the Trustee may agree to allow DTC, or its nominee, Cede, to make a notation on any Bond redeemed in part to reflect, for informational purposes only, the principal amount and date of any such redemption.

ARTICLE III

REDEMPTION OF BONDS

Section 301. *Privileges of Redemption and Redemption Prices.* The Bonds issued pursuant hereto which are redeemable prior to maturity shall be subject to redemption upon notice as and to the extent provided in this Article III, at such time or times, in such order, and on such other terms and conditions, in addition to and consistent with this Article III, as is provided in the form of Bonds set forth herein and as shall be provided in the forms thereof with respect to Additional Common Fund Bonds issued pursuant to Section 206 hereof consistent with the Additional Supplemental Bond Resolution pursuant to which such Additional Common Fund Bonds may be issued (but shall not be redeemed prior to maturity except as so provided). In all cases any such redemption made shall be at a price equal to the principal amount of each Bond or portion thereof to be redeemed, plus such redemption premium or differing redemption premiums, if any, as shall be set forth in said Bonds and applicable upon such redemption, together with interest accrued to the Redemption Date. Except as may be otherwise provided herein, if less than all of the Bonds then Outstanding are to be redeemed, the particular Bonds to be redeemed shall be selected by inverse order of maturity and within a maturity as set forth in Section 302 hereof.

Section 302. *Selection of Bonds to be Redeemed.* In the event of redemption of Bonds of like maturity, the Trustee shall assign a distinctive number for each \$5,000 of principal amount of each Bond to be so redeemed and shall select the principal amount to be so redeemed, using such method of selection from the assigned numbers as the Trustee shall deem proper in its discretion. The Bonds to be redeemed shall be the Bonds to which were assigned numbers so selected, but only so much of the principal amount of each such Bond of a denomination of more than \$5,000 shall be redeemed as shall equal \$5,000 for each number assigned to it and so selected. For the purposes of this Section 302, Bonds, or portions thereof, which have been selected for redemption shall not be deemed Outstanding, and the order of selection for such Bonds shall remain the same upon exchange or transfer thereof pursuant to Section 211 hereof.

Section 303. *Notice of Redemption.*

(a) In the case of the redemption of any Bonds, the Trustee, in accordance with the terms and provisions of all Bonds and of this Supplemental Bond Resolution, shall select the Bonds to be redeemed and shall give notice of the redemption of such Bonds. However, the Trustee shall not give notice for redemption pursuant to Section 306 hereof prior to deposit of the applicable Redemption Price in the Redemption Fund.

(b) The notice shall specify the maturities of the Bonds to be redeemed, the Redemption Date and the place or places where amounts due upon such redemption shall be payable and, if less than all of the Bonds of any like maturity are to be redeemed, the letters and numbers or other distinguishing marks of such Bonds so to be redeemed, and, in the case of a Bond to be redeemed in part only, such notice shall also specify the portion of the principal amount thereof to be redeemed. Such notice shall further state that on such

Redemption Date there shall become due and payable upon each Bond to be redeemed the Redemption Price thereof or the Redemption Price of the specified portion of the principal thereof in the case of a registered Bond to be redeemed in part only, together with interest accrued to such Redemption Date, and that from and after such date interest thereon shall cease to accrue and be payable. The Trustee shall mail a copy of such notice, first-class mail, postage prepaid, not less than thirty (30) nor more than sixty (60) days before such Redemption Date, to the registered owner of each Bond all or a portion of which is to be redeemed, at said owner's last address, if any, appearing upon the Bond Register maintained by the Trustee, but failure to receive such notice or any defect therein or in the mailing thereof shall not affect the validity of any proceedings for the redemption of Bonds. Such notice shall additionally be sent to the MSRB's Electronic Municipal Market Access System. Notwithstanding the foregoing, the Trustee shall, to the extent required by law, publish notice of any redemption of Bonds in an Authorized Newspaper.

(c) For the purpose of discharging Bonds as provided in Section 603 of the Basic Resolution greater than 60 days prior to a redemption date for the Bonds, notice of redemption shall be deemed given if the Issuer shall have given the Trustee irrevocable instructions to provide the notice of redemption as required in (b) above.

Section 304. *Payment of Redeemed Bonds.* Notice having been given in the manner provided in Section 303 hereof, the Bonds or portions thereof called for redemption and specified in said notice shall become due and payable on the Redemption Date specified in said notice at the applicable Redemption Prices on such Redemption Date, plus unpaid interest on the Bonds or portions thereof accrued to such Redemption Date, and upon presentation and surrender thereof at the place or places specified in the notice together with a written instrument of transfer duly executed by the registered owner or by his attorney duly authorized in writing, the Bonds or portions thereof shall be paid at the Redemption Prices, plus unpaid interest on the Bonds or portions thereof accrued to the Redemption Date. If there shall be called for redemption less than all of a Bond, the Issuer shall execute and the Paying Agent shall authenticate and cause to be delivered, upon the surrender of such Bond, without charge to the owner thereof, for the unredeemed balance of the principal amount of the Bond so surrendered, Bonds of like series designation, interest rate and maturity in any of the authorized denominations and registered in such name or names as may be requested. If on such Redemption Date, money for the redemption of all the Bonds of any like maturity to be redeemed, together with interest thereon accrued and unpaid to such Redemption Date, shall have been on deposit with the Paying Agent so as to be available therefor on such Redemption Date and if notice of redemption thereof shall have been given as aforesaid, then from and after such Redemption Date interest on the Bonds or portions thereof of such maturity so called for redemption shall cease to accrue and become payable and said Bonds shall no longer be considered as Outstanding hereunder. All money on deposit with the Paying Agent for the redemption of particular Bonds shall be held in trust for the account of the Holders of the Bonds to be so redeemed. Any Bonds redeemed shall be paid, to the extent available, from funds held by the Trustee other than Preference Funds.

Section 305. *Sinking Fund Redemption.* In the event that the Finance Officer by certification under Section 203 hereof designates one or more term bonds, such term bonds shall be subject to mandatory sinking fund redemption, in part, in integral multiples of \$5,000, with the particular Bonds to be redeemed to be selected by the Trustee and notice of redemption to be given by the Trustee in accordance with the provisions of this Supplemental Bond Resolution. Such mandatory sinking fund redemptions shall be at a redemption price equal to one hundred percent (100%) of par, plus accrued interest to the date fixed for mandatory sinking fund redemption (the "Mandatory Sinking Fund Redemption Date").

In the event that Bonds are purchased by the Issuer or the Tenant, or Bonds are redeemed pursuant to Section 306 hereof, the Bonds so purchased, or redeemed, at the option of the purchaser (in the case of purchased Bonds) or the Issuer (in the case of redeemed Bonds), may

be applied as a credit against any subsequent mandatory sinking fund redemption payment for the Bonds, and such credit shall be equal to the principal amount of Bonds so purchased or redeemed, provided that notice of such election has been delivered to the Trustee not less than sixty days prior to the date of such mandatory sinking fund redemption. In such case, the principal amount of Bonds to be redeemed on such Mandatory Sinking Fund Redemption Date shall be reduced by the principal amount of Bonds so purchased or redeemed that are delivered to the Trustee on or before the date the notice of such election has been delivered to the Trustee. Any credit given to a mandatory sinking fund redemption pursuant to this paragraph shall not affect any subsequent mandatory sinking fund redemption which shall remain payable in such amounts and on such terms as otherwise set forth herein.

Section 306. *Optional Redemption.* The Bonds maturing after June 1, 2022, are subject to redemption prior to maturity, at the option of the Issuer, in whole or in part and from time to time, on June 1, 2022, and on any Interest Payment Date thereafter, after the notice of redemption given in accordance with the terms of this Supplemental Bond Resolution, at a Redemption Price (expressed as a percentage of the principal amount to be redeemed) set forth below, plus accrued interest to the Redemption Date:

<u>Redemption Date</u>	<u>Redemption Price</u>
June 1, 2022 and thereafter	100%

The terms set forth in this Section 306 are subject to adjustment and modification and if adjusted, such terms shall be finally designated by certification of the Finance Officer of the Issuer delivered in connection with Bond Closing. Such adjustment may include the addition of a redemption premium on certain dates.

Section 307. *Extraordinary Optional Redemption.* The Bonds are subject to redemption prior to maturity, at the option of the Issuer, in whole but not in part, on any date upon notice as provided in Section 303 hereof, at a Redemption Price equal to the principal amount thereof, plus accrued interest to the Redemption Date, following termination of the Agreement and prepayment by the Tenant of all amounts payable thereupon pursuant to Section 7.03 of the Agreement, which termination may occur at the election of Tenant only upon the occurrence of certain events of casualty, condemnation, changes of law, or other occurrences as described in such provision of the Agreement.

Section 308. *Taxability Redemption.* The Bonds shall be redeemed prior to maturity, in whole but not in part, on any date upon notice as provided in Section 303 hereof, if the Facility is purchased pursuant to Section 6.12 of the Agreement because interest on the Bonds has become includable in gross income for Federal income tax purposes, at a Redemption Price equal to the principal amount of the Bonds plus accrued interest to the Redemption Date; provided, however, that if interest on the Bonds has become includable in gross income for Federal income tax purposes as a result of the failure of the Tenant to comply with a requirement of the Code (as defined herein and as separately defined in the Agreement) or Regulations, or as a result of any other cause under the control of the Tenant, then the Redemption Price shall be one hundred and three percent (103%) of the principal amount of Outstanding Bonds plus accrued interest to the Redemption Date.

Section 309. *Default Redemption.* The Bonds are subject to redemption prior to maturity, at the option of the Issuer, in whole but not in part, on any date upon notice as provided in Section 303 hereof, at a Redemption Price equal to the principal amount thereof, plus accrued interest to the Redemption Date, following the occurrence of all of the following: (i) an Event of Default, as defined in the Agreement, has occurred and is continuing; (ii) the Issuer has exercised its option to declare an acceleration of all Basic Rent to become due under the Agreement pursuant to Section 8.02(a) of the Agreement; and (iii) the Issuer has determined that sufficient amounts can be

derived from the Facility, proceeds of the Bonds (or any refunding bonds) available therefor, sums in the Common Bond Fund available therefor, or any combination of the foregoing amounts or otherwise to discharge the Bonds pursuant to the Basic Resolution.

ARTICLE IV

ADDITIONAL GENERAL COVENANTS AND FUNDS

Section 401. *Maintenance and Repair.* The Issuer covenants that the Issuer shall at all times use its best efforts to cause the Tenant to maintain, preserve and keep the Facility in good condition, repair and working order.

Section 402. *Recording and Filing.* The Trustee shall cause the Agreement or a short form thereof and all related financing statements concerning the Facility to be kept, recorded, and filed in such manner and in such places as may be required by law in order to fully preserve and protect the Issuer's title to and security interest in the Facility and shall cause rerecording and refileing of each financing statement and each supplement thereto as is necessary to maintain, preserve and protect such title and security interest.

Section 403. *Construction Fund.*

(a) There is hereby created and established a separate and special Construction Fund to be held by the Trustee, in which there shall be deposited at the Bond Closing or thereafter, the additional contributions, if any, required by the Agreement and the Disbursing Agreement, all proceeds of the Bonds, including capitalized interest, but excluding proceeds required to be deposited in the Common Bond Fund pursuant to Section 405 hereof and proceeds of the Bonds deposited in the Costs of Issuance Account of the Construction Fund pursuant to this Section 403. Amounts in the Construction Fund shall be withdrawn or disbursed pursuant to Section 3.03 and 3.04 of the Agreement, this Article IV, and the Disbursing Agreement.

(b) Subject to Section 413 hereof, but notwithstanding any other provision herein or in the Agreement, upon the occurrence and continuance of an Event of Default as defined in the Agreement, the Issuer may apply any amounts in the Construction Fund (i) to discharge any obligations of the Tenant under the Agreement, or (ii) to redeem Bonds if the Issuer elects to redeem all outstanding Bonds upon acceleration of the Basic Rent due under the Agreement pursuant to Section 8.02(a) of the Agreement.

(c) Subject to Section 413 hereof, but notwithstanding any other provision herein, any sums transferred from the Construction Fund as Retained Funds shall be credited and be applied by the Issuer in accordance with the applicable requirements of the Agreement. Subject to Section 413 hereof, all proceeds of the Bonds and earnings derived from the investment of such proceeds that are required by the Agreement to be held by the Trustee as Restricted Funds shall be applied in accordance with the provisions of applicable Treasury Regulations.

(d) Subject to Section 413 hereof, upon any purchase of the Facility by the Tenant pursuant to Sections 6.09 or 7.04 of the Agreement, amounts in the Construction Fund shall be transferred to the Debt Service Account.

(e) There is hereby created and established a separate and special account in the Construction Fund to be known as the "Costs of Issuance Account" to be held by the Trustee, in which there shall be deposited at the Bond Closing any money contributed by the Tenant and designated by the Tenant to be deposited in the Costs of Issuance Account, together with proceeds of the Bonds designated by the Tenant for deposit to the Costs of Issuance Account (but in no event shall such amount which consists of proceeds of the Bonds exceed 2% of the proceeds thereof). Amounts in the

Costs of Issuance Account shall be disbursed within 30 days of the date of issuance of the Bonds to pay costs of issuance of the Bonds.

Section 404. *Common Bond Fund.* All accrued interest on the Bonds delivered at Bond Closing, all Net Revenues with respect to the Facility and the Agreement, Basic Rent, interest accruing on past due Basic Rent, all Retained Funds, Collateral Proceeds, Prepaid Net Revenues, and all other sums payable into the Common Bond Fund pursuant hereto or the Agreement, shall be credited to the Common Bond Fund, as received, and, subject to the Tenant's rights (if any) to earnings on the Reserve Deposit pursuant to the terms of the Agreement, are hereby pledged to the Common Bond Fund to the extent and in the manner provided in the Basic Resolution and herein. Subject to Section 413 hereof, amounts deposited in the Common Bond Fund (or any subaccounts therein) shall be credited against installments of Basic Rent or to the benefit of the Tenant only as and to the extent provided in the Agreement; provided that, subject to the Agreement, earnings on sums in the Common Bond Fund (including earnings on money credited to the Debt Service Account, the Common Reserve Account, and all subaccounts therein) shall not be credited against any installments of Basic Rent or otherwise to the benefit of the Tenant, but shall accrue to the benefit of the Issuer and shall be credited and applied in accordance with the Basic Resolution. Except as otherwise set forth in the Agreement, all amounts deposited in the Common Bond Fund pursuant hereto shall secure the payment of Common Fund Bonds to the extent and in the manner provided in the Basic Resolution.

Section 405. *Debt Service Account and Common Reserve Account.*

(a) At Bond Closing the Issuer shall deposit into the Debt Service Account in the Common Bond Fund proceeds of the Bonds to the extent of interest accrued on the Bonds from their nominal issuance date to the Bond Closing, if any. All Net Revenues with respect to the Facility or the Agreement and Basic Rent (and all interest accruing on past due amounts therefor) shall be deposited in the Debt Service Account in the Common Bond Fund, together with any amounts transferred from the Common Reserve Account which are being credited in accordance herewith or the Agreement to the benefit of the Tenant against installments of Basic Rent or other payments due under the Agreement.

(b) At Bond Closing there shall be deposited in the Common Reserve Account by the Issuer cash in an amount, or a Reserve Letter of Credit drawable in an amount, not less than the Minimum Deposit. Any amounts drawn under a Reserve Letter of Credit shall be deposited in the Common Reserve Account. The Issuer may substitute a Reserve Letter of Credit for all or a portion of the cash deposited in the Common Reserve Account at the Bond Closing by providing a Reserve Letter of Credit for deposit therein in the amount of such withdrawal; provided, however, that the Issuer shall have first obtained a written opinion of Bond Counsel that such transaction will not cause interest on the Bonds to become includable in gross income for purposes of Federal income taxation.

(c) Any funds in the Construction Fund transferred pursuant to Section 3.04 of the Agreement and not constituting Restricted Funds shall be deposited in the Common Reserve Account as Retained Funds, together with any amounts otherwise required hereunder to be deposited in the Common Reserve Account or subaccount thereof. Amounts deposited hereunder or pursuant to the Agreement in a subaccount in the Common Reserve Account shall be credited to the benefit of the Tenant and applied, if at all, only in accordance with Sections 2.02 and 2.03 of the Agreement, and such amounts so credited, to the extent they are or become available therefor, shall be transferred from any such subaccount in the Common Reserve Account into the Debt Service Account as and to the extent such amounts are applied against payments of Basic Rent or other items due and payable under the Agreement.

Section 406. *Property Insurance and Award Fund.*

(a) The proceeds of fire and extended coverage insurance on the Facility received under the Agreement from a claim for loss in excess of \$50,000 per occurrence or \$100,000 per calendar year in the aggregate and any award in the event of Condemnation of the Facility or any part thereof as referred to in Section 5.02 of the Agreement are to be paid to the Issuer. The Issuer shall deposit all such insurance proceeds and any award received in the Property Insurance and Award Fund to be established and held by the Trustee in the event that the Trustee receives any such insurance proceeds or any such award. Any money deposited in the Property Insurance and Award Fund shall be withdrawn only for the purposes and upon the conditions stated in this Section 406.

(b) The Issuer shall first deduct from any Condemnation Award or insurance proceeds any costs reasonably incurred by the Issuer or the Tenant in connection with the Condemnation proceedings or the collection of the insurance, including, but not limited to, attorneys' fees, witness fees and any extraordinary expenses of the Issuer or the Tenant in connection therewith. The amount remaining after such payments is referred to in this Section 406 as the "Net Proceeds."

(c) In the event that the Tenant exercises its option to terminate the Agreement as provided in Section 7.03 of the Agreement, the Net Proceeds shall be deemed "Prepaid Net Revenues" under Section 101 of the Basic Resolution and shall be deposited in a separate subaccount in the Common Reserve Account and may be applied therein as provided in Section 403(d) of the Basic Resolution.

(d) Subject to Section 5.04 of the Agreement, if the conditions for termination under Section 7.03 of the Agreement do not exist or the option to terminate thereunder is not exercised, the Net Proceeds shall be retained in the Property Insurance and Award Fund, and the Tenant is required under Article V of the Agreement to restore the Facility after any such casualty or Condemnation. The following items shall be deposited with the Issuer and the Trustee before any disbursement is made from the Property Insurance and Award Fund to pay such cost of restoration:

(i) plans and specifications reasonably satisfactory to the Issuer for restoration of the Facility, which restoration the Tenant is required to effect in accordance with Section 5.01 or Section 5.02 of the Agreement, as the case may be;

(ii) a contract or contracts for the furnishing of work and materials required for restoration in accordance with the plans and specifications, with a payment and performance bond or bonds (unless otherwise agreed by the Issuer) in an aggregate amount at least equal to the total cost of restoration under the contract or contracts conditioned for the completion thereof in accordance with the plans and specifications and for the payment of all claims for labor and materials to be incorporated in the Facility in the course of restoration;

(iii) a certificate of a member of the Issuer's staff approving: (A) the plans and specifications for such restoration, (B) the contract or contracts, and (C) the payment and performance bond or bonds, if any, which approval the Issuer has agreed shall not be unreasonably withheld, provided that upon the passage of fifteen (15) days from the receipt of such plans and specifications, contracts, and bonds during which the Issuer has not given such certificate, the requirement of this subparagraph (iii) need not be satisfied; and

(iv) cash or a certified check (or a letter of credit in form and substance reasonably acceptable to the Issuer) for any amount by which the total cost of restoration as then ascertained or estimated exceeds the balance then on hand in the Property Insurance and Award Fund.

(e) After compliance with Section 406(d) hereof, where applicable, the Trustee shall pay costs of restoration to the Tenant or other persons entitled thereto, subject to customary restrictions on disbursement, as such restrictions are deemed applicable or appropriate by the Issuer; provided that, unless waived by the Issuer, not more than ninety percent (90%) of the total cost of restoration as so certified pursuant to Section 3.03 of the Agreement shall be paid until receipt by the Issuer of (i) an Opinion of Independent Counsel stating that all filings and other steps necessary to perfect the security interests and title created by the Agreement in all personal property which constitutes part of the Facility as a result of such restoration, as against third party creditors of or purchasers for value from the Tenant, have been completed and that the personal property which constitutes part of the Facility is subject to no liens and encumbrances except Permitted Encumbrances or such other encumbrances consented to by the Issuer and the Tenant, and (ii) an endorsement to the title insurance policy delivered under Section 205(b)(iv) hereof with respect to the real property constituting part of the Facility in form and substance acceptable to the Issuer. In the event that the restoration of the Facility to substantially the condition existing before a taking by Condemnation would require the furnishing of land or rights or interests in land additional to or in substitution for any part or all of the Facility Premises, the cost thereof may be added to the cost of restoration to be paid under the provisions of this Section 406 if such acquisition is authorized by the Issuer and there are filed with the Issuer evidence of the acquisition of such land or an interest therein, together with an endorsement to the title insurance policy delivered under Section 205(b)(iv) hereof in relation to such additional or substituted land and rights or interests therein, all in form and manner acceptable to the Issuer. Any additional property or rights or interest therein so acquired shall be and become part of the Facility as fully as though originally set forth and described in Exhibits A and B of the Agreement.

(f) Any Net Proceeds not used for such restoration shall, upon completion of such restoration, be credited to a separate subaccount of the Common Reserve Account in the Common Bond Fund and applied and credited in accordance with the Basic Resolution and the Agreement.

(g) All earnings on sums in the Property Insurance and Award Fund shall be credited to such fund for the purposes permitted in this Section 406.

Section 407. *Prepayment of Basic Rent.* Any prepayment by the Tenant of Basic Rent as provided in Section 7.02 of the Agreement shall be deposited in a separate subaccount of the Common Reserve Account for Retained Funds and credited and applied as provided in such Section 7.02 of the Agreement.

Section 408. *Compliance with Arbitrage Restrictions; Restriction on Yields; Rebates.*

(a) The Issuer hereby covenants and agrees, with respect to the Bonds, that the Issuer will take all actions necessary to ensure compliance with Section 148 of the Code and applicable Regulations. On the Bond Closing the Issuer shall deliver investment instructions to the Trustee, with respect to the funds and accounts held by the Trustee, setting forth the arbitrage restrictions applicable to the money and investments credited to such funds and accounts and the actions to be taken by the Trustee to determine the Rebate Amounts and the deposits to and disbursements from the Rebate Fund. The Trustee is hereby authorized to take all actions directed by the Issuer in such investment instructions and in any subsequent investment instructions delivered to the Trustee by the Issuer.

(b) The Issuer hereby finds, determines, and covenants that the Agreement, together with all other agreements heretofore or hereafter entered into by the Issuer and deemed to be "purpose investments" with respect to the Bonds, carry out and shall continue to carry out a program of economic development within the City and a

“governmental program” within the meaning of Section 1.148-1(b) of the Regulations and that:

(i) said program of the Issuer involves and shall continue to involve acquisition of purpose investments;

(ii) at least ninety-five percent (95%) of all such purpose investments acquired under the program, by amount of cost outstanding, are and shall continue to be evidences of loans to be made to a combination of a substantial number of Persons representing the general public, loans to 501(c)(3) organizations, loans to provide housing and related facilities, or any combination of the foregoing;

(iii) at least ninety-five percent (95%) of all of the amounts received by the Issuer with respect to such purpose investments acquired under the program are or shall continue to be used for one or more of the following purposes: to pay the principal or Redemption Price and interest or otherwise to service the debt on bonds or notes of the Issuer relating to the governmental program, to reimburse the Issuer or to pay for administrative costs of issuing such bonds or notes, to reimburse the Issuer or to pay for administrative and other costs and anticipated future losses directly related to the program financed by such bonds or notes, to make additional loans for the same general purposes specified in such program or to redeem and retire such bonds or notes at the next earliest possible date of redemption; and

(iv) the program documents require that any Person (or any related person, as defined in Section 144(a)(3) of the Code) with whom the Issuer may, under the program, enter into a purpose investment shall not, pursuant to an arrangement, formal or informal, purchase bonds or notes of the Issuer in an amount related to the amount of the obligations to be acquired under the program from such Person by the Issuer;

unless and to the extent that Bond Counsel determines all or any of the foregoing requirements need not be met for purposes of preventing any bonds or notes of the Issuer from becoming arbitrage bonds.

Section 409. *Compliance with Information Reporting Requirements.* The Issuer shall comply with the information reporting requirements of Section 149(e) of the Code, and the Finance Officer and other officers of the Issuer are hereby authorized to perform all such acts necessary or appropriate therefor.

Section 410. *[Intentionally Omitted].*

Section 411. *Redemption Fund.*

(a) There is hereby created and established a separate and special Redemption Fund, to be held by the Trustee as a fund separate from the Common Bond Fund and the IDB Account. Amounts deposited therein, other than Rebate Amounts, are hereby pledged solely to the payment of the Redemption Price on the Bonds duly called for redemption or repayment to the Issuer as provided herein.

(b) There shall be deposited in the Redemption Fund, all amounts to be paid as the Redemption Price on any Bonds to be called for redemption pursuant to Sections 306, 307, 308 and 309 hereof. Such amounts shall be deposited prior to notice of such redemption being given pursuant to Section 303 hereof. Earnings on the investment of amounts deposited in the Redemption Fund shall also be deposited in such fund.

(c) Subject to Section 413 hereof, amounts in the Redemption Fund shall be applied to payment when due of the Redemption Price payable on any Bonds duly called for redemption by transfer thereof to the Paying Agent on the date when due. Amounts remaining in the Redemption Fund and not required for the payment of any Redemption Price of Bonds duly called for redemption, shall be transferred by the Trustee at the direction of the Issuer.

(d) Amounts in the Redemption Fund shall be invested solely in direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America, the Government National Mortgage Association, Federal Intermediate Credit Banks, Banks for Cooperatives, Federal Land Banks, the Export-Import Bank of the United States or the Federal Home Loan Bank; provided, however, no amounts may be invested for a period expiring later than the earlier of ninety-one (91) days or the next succeeding Interest Payment Date on which Bonds will be redeemed. Amounts in the Redemption Fund shall not be invested at a yield greater than the yield on the Bonds following 30 days from the deposit thereof unless an Opinion of Bond Counsel is obtained stating that a higher yield is permitted without causing the Bonds to become arbitrage bonds within the meaning of Section 148 of the Code.

Section 412. *Draws on the Reserve Letter of Credit.* The following shall be applicable only if there is a Reserve Letter of Credit for the Bonds:

(a) if (i) the Tenant shall fail at any time or times to pay when due (including any applicable grace period) any Basic Rent (including amounts due by acceleration), or (ii) any Basic Rent previously paid is required by law to be disgorged by the Issuer, the Trustee, or holders because of the bankruptcy or insolvency of the Tenant, or (iii) any amount is then drawable under the Basic Resolution from the applicable subaccount for Reserve Deposits established in the Common Reserve Account, then to the extent of amounts drawable the Trustee may submit a draw under the Reserve Letter of Credit, and shall provide a notice of such draw to the Tenant. Amounts so drawn shall be deposited in the Common Reserve Account, subject to withdrawal pursuant to the Basic Resolution.

(b) The Trustee shall submit a draft to fully draw under the Reserve Letter of Credit no more than forty-five (45) days and no less than thirty (30) days prior to its expiration unless (i) such expiration is on or after the date on which all principal of, premium, if any, and interest on the Bonds is paid in full, or (ii) prior to such draw an Approved Substitute Letter of Credit drawable in an amount not less than the amount drawable under the expiring Reserve Letter of Credit shall have been delivered to the Trustee, or immediately available funds (in United States currency) in an amount equal to the amount drawable under the expiring Reserve Letter of Credit shall be delivered to the Trustee for deposit in a subaccount in the Common Reserve Account. Amounts so drawn shall be deposited in a subaccount in the Common Reserve Account.

Section 413. *Computation and Transfer of Rebate Amounts.* The Issuer shall cause the Rebate Amounts to be determined in such manner and at such times as required by Section 148 of the Code and applicable Regulations. The Issuer shall cause money to be deposited in the Rebate Fund in such amounts and at such times as to permit payment from the Rebate Fund to the government of the United States of America of all Rebate Amounts when due. Notwithstanding any term of this Supplemental Bond Resolution or the Agreement to the contrary, the Trustee shall transfer any money from any fund or account held by the Trustee to the Rebate Fund if directed to do so by the Issuer and shall deposit in the Rebate Fund any money delivered to the Trustee with directions that it be deposited in the Rebate Fund.

Section 414. *Rebate Fund.* There is hereby created and established a separate and special Rebate Fund, to be held by the Trustee as a fund separate from the Common Bond Fund and the IDB Account. There shall be deposited in the Rebate Fund all Rebate Amounts required to be transferred or deposited to such fund. The Trustee, on behalf of and at the direction of the Issuer, shall cause amounts in the Rebate Fund to be paid to the government of the United States in the amounts and on the dates required by Section 148 of the Code and applicable Regulations. The Issuer shall timely pay all Rebate Amounts to the United States which are not paid by the Trustee pursuant to the preceding sentence. Until all Rebate Amounts payable to the United States have been duly paid, amounts in the Rebate Fund shall be applied solely to such payments. Following the full and final payment to the government of the United States of all Rebate Amounts,

the Trustee shall promptly transfer amounts remaining in the Rebate Fund, if any, to the IDB Account.

Section 415. *Tax Reserve Fund.* Whenever all amounts in the Common Reserve Fund and the IDB Account have been expended and all amounts have been drawn under the Letter of Credit or further draws thereunder are for any reason unavailable (or if the Letter of Credit is no longer outstanding) and the Trustee has determined that without receipt of amounts from the Tax Reserve Fund principal, interest or the Redemption Price of the Bonds would not be paid when due under the terms of the Bonds or would continue past due, the Trustee shall certify the same to the Finance Officer and shall further certify to the Finance Officer the amount then required to be received and applied to the payment of the principal, interest or Redemption Price of Outstanding Designated Common Fund Bonds in order to prevent the Issuer from defaulting on any such payment. Funds received by the Trustee from the Finance Officer shall be applied only to the payment of principal, interest or Redemption Price of Outstanding Designated Common Fund Bonds. Except as otherwise provided herein, the Issuer is under no obligation to provide money to the Trustee except from amounts in the Tax Reserve Fund that have been deposited in the Tax Reserve Fund pursuant to the terms of Chapter 424. If the amount received, together with all other amounts available to the Trustee, is not sufficient to pay all principal or Redemption Price of and interest then due on Designated Common Fund Bonds, the Trustee shall apply the balance first to pay pro rata the interest then due on all such Designated Common Fund Bonds and the Trustee shall apply any remaining balance first to the pro rata payment of principal of the then matured (but unaccelerated) Outstanding Designated Common Fund Bonds and then to the payment of all other principal due on Common Fund Bonds and other items payable from the Common Bond Fund in respect of such Outstanding Designated Common Fund Bonds.

Section 416. *Earnings Pledge.* The Issuer agrees that it shall irrevocably pledge all earnings on the IDB Account to the repayment of Common Fund Bonds on the same terms as other funds in the IDB Account (irrespective of whether, at such time or any time thereafter, the sum in the IDB Account may exceed \$10,000,000); provided, however, that no sums in the IDB Account in excess of \$20,000,000 need be pledged by reason of this Section 416.

Section 417. *Investments by Issuer.* All sums held in the funds or accounts established hereunder, to the extent practicable and permitted by the Act, will be invested as provided in Section 501 of the Basic Resolution. The Issuer, at its discretion, may allow the Tenant to direct the investment of the Reserve Deposit with respect to the Bonds. In such event, the Trustee shall value the investments in the Reserve Deposit on each January 1, April 1, July 1 and October 1, at the lower of cost or fair market value. If, pursuant to such valuation, the Reserve Deposit is less than the Minimum Deposit, the Trustee shall immediately notify the Tenant and the Issuer.

ARTICLE V

POSSESSION, USE AND RELEASE OF PROPERTY

Section 501. *Possession and Use.* Subject to the terms of this Supplemental Bond Resolution and the Agreement, until the occurrence of an "Event of Default" as defined in the Agreement, the Tenant shall be permitted to possess, use and enjoy the Facility (except cash or other personal property deposited or pledged or determined by the terms hereof to be deposited or pledged to the Issuer) as permitted under the Agreement and to receive and use the issues and profits of the Facility.

Section 502. *Conveyance for Access or Other Easement.* Subject to the terms of the Agreement, the Tenant is authorized, without consent of or notice to the Holders of any Bonds, to grant such conveyance or easement as the Issuer deems necessary to give adequate ingress or egress to and from the Facility Premises and to grant any other easement on the Facility Premises

as the Issuer deems appropriate so long as the Issuer determines that such easement shall not materially impair the structural integrity of the Facility.

Section 503. *Release of Encumbered Facility Equipment.* The Issuer is authorized, without consent or notice to the Holders of any Bonds, to permit the Tenant to remove Facility Equipment from time to time in accordance with the terms and conditions set forth in Section 4.04 of the Agreement and release the same from the Issuer's security interest therein or on such other terms as the Issuer deems appropriate, so long as the Issuer determines that such removal and release shall not materially impair the structural integrity of the Facility.

ARTICLE VI

SUPPLEMENTAL AND AMENDATORY RESOLUTIONS

Section 601. *Supplemental and Amendatory Resolutions Not Requiring Consent of Holders.* The Issuer may, from time to time and at any time, without the consent of or notice to any of the Holders of any Bonds, and, when so required by this Supplemental Bond Resolution, shall adopt a resolution or resolutions supplemental hereto or amendatory hereof so as to thereby:

- (a) permit the issuance of Additional Common Fund Bonds as provided in Section 202 and Section 311(d) of the Basic Resolution;
- (b) cure any ambiguity, formal defect, omission or error herein or in any other supplemental bond resolution concerning Common Fund Bonds;
- (c) grant for the benefit of the Holders of any Common Fund Bonds or any Holders of the Bonds herein authorized any additional rights, remedies, powers, authority or security that may lawfully be granted to or conferred upon such Holders;
- (d) substitute or add additional equipment, machinery or land or release land or property in the manner, if any, specifically provided herein or more precisely identify any machinery forming a part of the Facility;
- (e) modify, eliminate and/or add to the provisions hereof to such extent as shall be necessary to prevent any interest on the Bonds from becoming includable in gross income for purposes of federal income taxation;
- (f) make any other change deemed by the Issuer necessary to reconcile this Supplemental Bond Resolution with the Agreement or any amendment thereto; or
- (g) make any change to this Supplemental Bond Resolution which, in the reasonable judgment of the Issuer, is not to the prejudice of any Holders of Bonds.

Section 602. *Supplemental and Amendatory Resolutions Requiring Consent of Holders.* Exclusive of supplemental and amendatory resolutions covered by Section 601 hereof and subject to the terms and provisions contained in this Section 602 and not otherwise, the Issuer, upon receipt of an instrument evidencing the consent to the below-mentioned supplemental or amendatory resolution by the Holders of not less than fifty-one percent (51%) of the aggregate principal amount of the Bonds then outstanding, such consent being secured in accordance with the provisions of Sections 801 and 802 hereof, shall adopt such other resolution or resolutions supplemental or amendatory thereto as shall be deemed necessary and desirable for the purpose of modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained herein or in any other supplemental or amendatory resolution; provided, however, that nothing herein contained shall permit or be construed as permitting:

- (a) any amendment which is inconsistent with the terms and conditions of the Basic Resolution and the provisions relating to the IDB Account established by the IDB Account Resolution;
- (b) an extension of the maturity of the principal of any Bond or an extension of the interest on any Bond not held by a consenting Holder;

(c) a reduction in the principal amount of any Bond or a reduction in the rate of interest due on any Bond not held by a consenting Holder;

(d) a privilege or priority of any Bond or Bonds over any other Bond or Bonds, except as otherwise provided herein; or

(e) a reduction in the aggregate principal amount of the Bonds required for consent to such supplemental or amendatory resolution (except as otherwise provided herein or in the Agreement or any amendment thereto made without Holder consent under Section 601 hereof), without the consent of the Holders of one hundred percent (100%) of the principal amount of the Bonds (or, in the case of an amendment described in Section 602(a) hereof, all Common Fund Bonds) then Outstanding, such consent being secured in accordance with Section 801 hereof.

Anything herein to the contrary notwithstanding, a supplemental or amendatory resolution under this Article VI which adversely affects the rights of the Tenant under the Agreement shall not become effective unless and until the Tenant shall have consented in writing to the adoption and delivery of such resolution. In this regard, the Issuer shall cause notice of the proposed adoption of any such Additional Supplemental Bond Resolution, together with a copy of the proposed Additional Supplemental Bond Resolution, to be mailed by certified or registered mail to the Tenant at least twenty (20) days prior to the proposed date of adoption of any such Additional Supplemental Bond Resolution. The Tenant shall be deemed to have consented to the adoption of any such Additional Supplemental Bond Resolution if the Issuer does not receive a letter of protest or objection thereto, signed by an authorized representative of the Tenant, on or before 4:30 p.m., Central Standard or Central Daylight Time, whichever is then in effect, on the fifteenth (15th) day after the mailing of said notice and a copy of the proposed Additional Supplemental Bond Resolution to the Tenant, unless such fifteenth (15th) day falls on a Sunday or legal holiday, in which event, the letter of objection must be received on the next succeeding Business Day.

ARTICLE VII

AMENDMENT TO AGREEMENT

Section 701. *Amendments Without Holder Consent.* The Issuer and the Tenant may, without the consent of or notice to any of the Holders of Bonds, consent to any amendment to or change or modification of the Agreement to effect any change therein which, in the reasonable judgment of Bond Counsel, does not jeopardize the exclusion from gross income of interest on any Bonds for purposes of federal or State income taxation and is consistent with the terms and conditions of the Basic Resolution and this Supplemental Bond Resolution (without amendment pursuant to Section 601(e) hereof), including, but not limited to, changes for the following purposes:

(a) to facilitate the issuance of Additional Common Fund Bonds without the consent of any Holders of Bonds as provided by Sections 202 and 311(d) of the Basic Resolution;

(b) to meet the requirements of the provisions hereof or of the Agreement;

(c) to cure any ambiguity, formal defect, omission or error;

(d) in connection with any property or equipment acquired and which constitutes a part of the Facility so as to more precisely identify the same;

(e) to prevent the Bonds from becoming arbitrage bonds within the meaning of Section 148 of the Code;

(f) to reconcile the Agreement with any supplement or amendment to this Supplemental Bond Resolution; or

(g) to effect any other change therein which, in the reasonable judgment of the Issuer, is not to the prejudice of any Holders of the Bonds.

Section 702. *Amendments Requiring Holder Consent.* Neither the Issuer nor the Tenant shall consent to any amendment to or change or modification of the Agreement which, in the reasonable judgment of the Bond Counsel, (a) jeopardizes the exclusion from gross income of the interest on the Bonds for purposes of Federal income taxation, or (b) is inconsistent with the terms and conditions of the Basic Resolution, except in the case of (a), such change or modification may occur only after publication of notice and receipt of the written approval or consent of the Holders of not less than 51% of the then Outstanding Bonds adversely affected thereby, such consent being procured as provided in Sections 801 and 802 hereof. If at any time the Tenant shall request the consent of the Issuer to any proposed amendment to or change or modification of the Agreement requiring Holder consent, the Issuer shall, upon being satisfactorily indemnified with respect to expenses, cause notice of such proposed amendment, change or modification to be published in the same manner as provided in Section 802 hereof.

ARTICLE VIII

MISCELLANEOUS

Section 801. *Consent of Holders.* Any consent, request, direction, approval, objection or other instrument required hereby to be signed and executed by any Holders of Bonds may be in any number of concurrent writings of similar tenor and must be in writing and signed. Proof of the execution of any such consent, request, direction, approval, objection or other instrument or of the writing appointing any agent and of the ownership of Bonds, if made in the following manner, shall be sufficient for any of the purposes hereof and shall be conclusive in favor of the Issuer or the Trustee with regard to any action taken by the Issuer or Trustee under such request or other instrument, namely:

(a) The fact and date of the execution by any Person of any such writing may be proved by the certificate of any officer in any jurisdiction who by law has power to take acknowledgments within such jurisdiction that the Person signing such writing acknowledged before him the execution thereof or by an affidavit of any witness to such execution.

(b) The fact of the holding by any Person of Bonds and the amounts and numbers of such Bonds and the date of the holding of the same may be proved by a certificate executed by any trust company, bank or banker, wherever situated, stating that at the date thereof the party named therein did exhibit to an officer of such trust company or bank or to such banker, as the property of such party, the Bonds if such certificate shall be deemed by the Issuer or the Trustee, as the case may be, to be satisfactory. The Issuer or Trustee may, in its discretion, require evidence that such Bonds shall have been deposited with a trust company, bank or banker before taking any action based on such ownership.

Section 802. *Notice of Amendments.* If at any time the Issuer desires to adopt any supplemental or amendatory resolution hereto or to amend the Agreement as herein provided without consent of all of the Holders of Outstanding Bonds, unless consent of and notice to any of the Holders is not required hereunder, the Issuer shall cause notice of the proposed resolution or amendment to be published at least once in a financial periodical or newspaper of general circulation published in the City of Minneapolis, Minnesota, and shall, in addition, cause such notice to be mailed by registered mail, return receipt requested, to the Holders of all Bonds as such Holders' names and addresses appear on the Bond Register. Such notice shall set forth the nature of the proposed resolution or amendment and shall state that copies thereof are on file at the office of the Issuer for inspection by all Holders. The Issuer shall not, however, be subject to any liability to any Holder by reason of its failure to publish or mail such notice, and any such failure shall not affect the validity of such resolution or amendment when consented to and approved as herein provided. If the Holders of not less than the requisite percentage in aggregate principal

amount of Bonds Outstanding at the time have consented to and approved the adoption thereof as provided in this Supplemental Bond Resolution, no Holders of any Bonds shall have any right to object to any of the terms and provisions contained therein or the operation thereof or in any manner question the propriety of the adoption thereof or enjoin or restrain the Issuer or the Tenant from adopting or executing the same or from taking any action pursuant to the provisions thereof.

Section 803. *Severability.* If any provision hereof shall be held or deemed to be or shall, in fact, be inoperative or unenforceable as applied in any particular case in any jurisdiction or jurisdictions or in all jurisdictions or in all cases because it conflicts with any provisions of any Constitution, statute, rule or public policy or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance or of rendering any other provision or provisions herein contained invalid, inoperative or unenforceable to any extent whatsoever and shall not affect the remaining portions of this Supplemental Bond Resolution or any part hereof.

Section 804. *Limitation of Liability.* No provision, covenant or agreement contained herein shall give rise to or impose any pecuniary liability upon the Issuer or any of either of its officers, employees or agents.

Section 805. *Authentication of Transcript.* The officers of the Issuer are directed to furnish to Bond Counsel certified copies of this Supplemental Bond Resolution and all documents referred to herein and affidavits or certificates as to all other matters which are reasonably necessary to evidence the validity and marketability of the Bonds. All such certificates and affidavits, including any heretofore furnished, shall constitute recitals of the Issuer as to the correctness of all statements contained therein made by or on behalf of such officers or the Issuer.

Section 806. *Approval of Tenant.* The Tenant has examined and given approval of this Supplemental Bond Resolution and all terms hereof and approves the sale of the Bonds as provided for herein for the price and terms set forth herein.

Section 807. *Authorization to Execute Agreement and Incidental Documents.*

(a) The Agreement, the Disbursing Agreement and the Underwriting Agreement are hereby approved in substantially the forms now on file in the offices of the Issuer, and the Finance Officer of the Issuer is authorized to execute, in the name of and on behalf of the Issuer, those documents (and all other agreements required therein or in this Supplemental Bond Resolution) in substantially the forms hereby approved, subject to changes thereto approved by the Finance Officer executing the same (which approval shall be conclusively presumed upon execution thereof) and such other documents as Bond Counsel shall consider appropriate for Bond Closing. In the event of the disability or the resignation or other absence of the Finance Officer of the Issuer, such other officers of the Issuer who may lawfully act in the Finance Officer's behalf shall, without further act or authorization of the Issuer, do all things and execute all instruments and documents required to be done or to be executed by such absent or disabled official. The Finance Officer of the Issuer is hereby authorized to deliver this Supplemental Bond Resolution and such certificates attesting to its authenticity as may be required by and to Bond Counsel, the Holders of the Bonds, the Underwriters and such other persons as the Finance Officer may deem appropriate.

(b) The delivery of the certifications referenced in Sections 203, 305 and 306 is hereby authorized and upon delivery of such certifications, if any, the terms thereof shall be conclusive as to the matters therein addressed and shall be deemed to be a part of this Supplemental Bond Resolution as if set forth fully herein.

Section 808. *Schedules.* Schedule A hereto is hereby incorporated by reference and made a part hereof as though the same shall have been set forth in full herein. Such Schedule A shall control over any contrary provisions herein not contained in such Schedule A.

Adopted.

SCHEDULE A

BOND FORM

UNITED STATES OF AMERICA
STATE OF MINNESOTA
COUNTY OF HENNEPIN
CITY OF MINNEAPOLIS

No. R-____ \$_____

LIMITED TAX SUPPORTED DEVELOPMENT REVENUE BOND,
Common Bond Fund Series 2013-1

<u>Interest</u> <u>Rate</u>	<u>Maturity Date</u>	<u>Nominal Date of</u> <u>Original Issue</u>	<u>CUSIP</u>
		_____, 2013	

Registered Owner: CEDE & CO.
Principal Amount:

KNOW ALL PERSONS BY THESE PRESENTS that the City of Minneapolis (the "Issuer"), a municipal corporation of the State of Minnesota, for value received hereby promises to pay to the Registered Owner specified above or registered assigns, upon presentation and surrender hereof, the principal amount specified above on the maturity date specified above, solely from the Common Bond Fund (the "Common Bond Fund") held by Wells Fargo Bank, National Association, as Trustee, or its successor or successors as trustee (the "Trustee"), as provided in the Amended and Restated Basic Resolution and Indenture adopted by the Issuer on June 18, 2004, as amended (the "Basic Resolution") and from the IDB Account as defined in the Basic Resolution (the "IDB Account"), or if this Bond is subject to redemption prior to maturity as stated below, on a prior date on which this Bond shall have been duly called for redemption (the "Redemption Date"), and to pay to the registered owner hereof solely from the Common Bond Fund and IDB Account interest on said principal sum from the date hereof until the principal sum is paid, at the rate per annum specified above, payable on December 1, 2013, and semiannually thereafter on June 1 and December 1 in each year. Overdue principal or redemption price and (to the extent legally enforceable) interest on this Bond shall bear interest at the rate borne by this Bond. This Bond, as to principal or redemption price, when due, shall be payable at the principal office of Wells Fargo Bank, National Association, in Minneapolis, Minnesota, as Paying Agent, or a successor Paying Agent duly designated by the Issuer (the "Paying Agent"). Interest on this Bond is payable by check or draft drawn upon the Paying Agent or any successor Paying Agent duly designated by the Issuer, mailed on each interest payment date to the person who was the registered holder hereof at the close of business on the 15th day of the month immediately preceding each such interest payment date at the address of such holder as it appears on the Bond Register maintained by the Trustee. Principal, premium, and interest on this Bond is payable in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts.

The Bonds have been designated by the City Council of the Issuer as an issue to which Chapter 424 of the Minneapolis Code of Ordinances applies.

This Bond is one of a duly authorized issue of obligations of the Issuer issued in accordance with the Basic Resolution (such Bonds, together with other Limited Tax Supported

Development Revenue Bonds of the Issuer being referred to as “Common Fund Bonds”). This Bond is one of the series of Common Fund Bonds designated as “Limited Tax Supported Development Revenue Bonds, Common Bond Fund Series 2013-1” (the “Bonds”), issued in the aggregate principal amount of \$ _____, under and pursuant to *Minnesota Statutes*, Section 469.152 *et seq.* and any acts amendatory thereof and supplemental thereto in effect on the date of delivery of the Supplemental Bond Resolution and Indenture adopted by the Issuer with respect to the Bonds (the “Supplemental Bond Resolution”), all of like date and tenor, except as to serial number, interest rate, maturity and redemption privilege, in accordance with the Basic Resolution and the Supplemental Bond Resolution, setting forth the terms and conditions upon which such Bonds are issued and describing the security therefor. The Bonds are issued by the Issuer for the purpose of financing the acquisition, construction and equipping of an office and medical facility located in the City of Minneapolis, which facility (the “Facility”) is leased to Upper Midwest Organ Procurement Organization, Inc. (d/b/a/ LifeSource) (the “Tenant”), pursuant to a Lease Agreement, dated as of July 1, 2013 (the “Agreement”), thereby assisting activities in the public interest and for the public welfare of the Issuer. As provided in the Basic Resolution and the Supplemental Bond Resolution, Additional Common Fund Bonds (as defined in the Basic Resolution), equally and ratably secured by the pledge and covenants made in the Basic Resolution and the Supplemental Bond Resolution, may be issued by the Issuer which shall be equally and ratably payable from the Common Bond Fund and the IDB Account and secured by such pledge and covenants for any purpose authorized in accordance with the terms provided in Section 202 of the Basic Resolution.

Unless this Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the Paying Agent for registration of transfer, exchange or payment, and any Bond issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSONS IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

As provided in the Supplemental Bond Resolution, until the termination of the system of book-entry-only transfers through DTC (or any successor security depository appointed pursuant to the Supplemental Bond Resolution), and notwithstanding any other provision of the Supplemental Bond Resolution to the contrary, this Bond may be transferred, in whole but not in part, only to a nominee of DTC, or by a nominee of DTC to DTC or a nominee of DTC, or by DTC or a nominee of DTC to any successor securities depository or any nominee thereof.

This Bond is transferable, as provided in the Supplemental Bond Resolution, only upon the Bond Register kept for such purpose at the office of the Trustee, by the registered owner hereof in person or by his attorney duly authorized in writing upon surrender hereof, together with a written instrument of transfer satisfactory to the Trustee duly executed by the registered owner or such duly authorized attorney, and thereupon the Issuer shall execute and issue and the Trustee shall authenticate and deliver in the name of the designated transferee a new Bond or Bonds of the same aggregate principal amount and series designation, maturity and interest rate as the surrendered Bond as provided in the Supplemental Bond Resolution and upon the payment of any charges therein prescribed. The Issuer, the Trustee and any Paying Agent may treat and consider the person in whose name this Bond is registered as the holder and absolute owner hereof for the purpose of receiving payment of or on account of the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever.

The Bonds are issuable in the form of fully registered Bonds without coupons in the denomination of \$5,000 or any integral multiple thereof. Subject to such conditions and upon the payment of such charges provided for in the Supplemental Bond Resolution, Bonds may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of Bonds of the same series designation, maturity and interest rate, in any of the authorized

denominations and registered in such name or names as may be requested upon surrender thereof at the office of the Trustee with a written instrument of transfer satisfactory to the Trustee duly executed by the registered owner thereof or by his attorney duly authorized in writing.

The Bonds maturing _____ are subject to mandatory sinking fund redemption on the dates and in the principal amounts as provided in the Supplemental Bond Resolution.

The Bonds maturing after June 1, ____ are subject to redemption prior to maturity, at the option of the Issuer, in whole or in part and from time to time, on June 1, ____ and any interest payment date thereafter, at a redemption price (expressed as a percentage of the principal amount of the Bonds to be redeemed) set forth below, plus accrued interest to the redemption date:

<u>Redemption Date</u>	<u>Redemption Price</u>
June 1, ____ and thereafter	100%

The Bonds are also subject to optional redemption in whole and without premium in accordance with the terms of the Supplemental Bond Resolution, upon certain events of casualty, condemnation, changes of law or other occurrences as provided in the Agreement, or upon a default by the Tenant under the Agreement.

The Bonds are subject to mandatory redemption in whole in the event the interest thereon has become includable in gross income for federal income tax purposes. If the taxability has been caused by the Tenant, the redemption price shall be 103% of the principal amount of the Bonds redeemed.

If less than all of the Bonds outstanding under the provisions of the Basic Resolution and the Supplemental Bond Resolution at any time are to be redeemed, the particular Bonds to be redeemed shall be selected by inverse order of maturity and by lot within a maturity as provided in the Supplemental Bond Resolution. Notice of any redemption shall be given to holders of Bonds by mail to such holders' addresses as such appear in the Bond Register, all pursuant to the Supplemental Bond Resolution. If notice of redemption shall have been given as aforesaid, the Bonds or portions thereof specified in said notice shall become due and payable at the applicable redemption price on the Redemption Date therein designated, and if on or before said Redemption Date money for the payment of the redemption price of all the Bonds to be redeemed, together with interest to the Redemption Date, is on deposit with the Paying Agent for such payment on said date, then from and after the Redemption Date interest on such Bonds shall cease to accrue and become payable. Less than all of a Bond in a denomination in excess of \$5,000 may be so redeemed, and in such case, upon surrender of such Bond, there shall be issued to the registered owner thereof, without charge therefor, for the unredeemed balance of the principal amount of such Bond, a Bond or Bonds, of the same series designation, maturity and interest rate in any of the authorized denominations and registered in such name or names as may be requested, all as more fully set forth in the Supplemental Bond Resolution.

The Bonds, together with other Common Fund Bonds of the Issuer issued pursuant to Section 202 of the Basic Resolution, are payable from the Common Bond Fund established and maintained pursuant to the Basic Resolution. The Bonds, the Parity Bonds and such other Common Fund Bonds are further secured by the IDB Account and are further secured by the Issuer under Chapter 424 of the Issuer's Code of Ordinances. Reference is made to the Basic Resolution, the Supplemental Bond Resolution, and Chapter 424 of the Issuer's Code of Ordinances for a complete statement of: (a) the terms and conditions upon which the Bonds have been issued; (b) the provisions made for their security and for the issuance of other Common Fund Bonds payable on a parity therewith; and (c) the rights, duties and obligations of the Issuer and the holders from time to time of all Common Fund Bonds. The principal, redemption price of or interest on the Bonds do not constitute an indebtedness of the Issuer within the meaning of any

JUNE 28, 2013

constitutional or statutory limitation and do not constitute or give rise to a charge against the general credit and taxing powers of the Issuer except as provided in Chapter 424 of the Issuer's Code of Ordinances and neither the full faith and credit nor the taxing powers of the Issuer are pledged to the payment of the Bonds or the interest thereon except as provided in Chapter 424 of the Issuer's Code of Ordinances. No holder of the Bonds will ever have the right to enforce payment of the principal, redemption price or interest thereof against any property of the Issuer other than the funds specifically pledged to the payment thereof, nor shall the Bonds constitute any charge, lien or encumbrance upon any property of the Issuer pledged and appropriated thereto or the Tax Reserve Fund of the Issuer created by Chapter 424 of the Issuer's Code of Ordinances.

Neither the councilmembers of the Issuer nor any person executing the Bonds for the Issuer shall be liable personally on said Bonds by reason of the issuance thereof.

It is hereby certified and recited that the Facility constitutes a project as defined in *Minnesota Statutes*, Section 469.153, Subdivision 2, and that all conditions, acts and things required by the Constitution or statutes of the State of Minnesota or the Basic Resolution or the Supplemental Bond Resolution to exist, to have happened or to have been performed precedent to or in the issuance of this Bond do exist, have happened and have been performed and that the issuance of this Bond and the issue of which it forms a part are within every debt and other limit prescribed by said Constitution and statutes.

This Bond and the interest hereon shall not be entitled to any security, right or benefit under the Basic Resolution or the Supplemental Bond Resolution hereinafter defined or be valid or obligatory for any purpose unless the certificate of authentication hereon has been duly executed by the Trustee.

IN WITNESS WHEREOF, the Issuer has caused this Bond to be executed in its name and on its behalf by the manual or facsimile signature of its Finance Officer.

CITY OF MINNEAPOLIS, MINNESOTA

By _____
Finance Officer

"Certificate of Authentication"

This Bond is one of the Common Fund Bonds described in the within-mentioned Basic Resolution and Supplemental Bond Resolution and is one of the Bonds of the City of Minneapolis, Minnesota referred to herein.

WELLS FARGO BANK,
NATIONAL ASSOCIATION,
as Trustee

Dated: _____ By _____
Authorized Signature

(Form of Transfer)

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto _____ (Tax Identification or Social Security No. _____), the within Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____, his attorney, to transfer the within Bond on the Bond Register with full power of substitution.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature Guaranteed:

Signature(s) must be guaranteed by a national bank or trust company or by a brokerage firm which is a member of a major stock exchange.

Comm Dev & W&M/Budget - Your Committee, having under consideration Green Homes North funding awards, now recommends:

a) Approval to award up to \$1,059,455 for development gap funding for the construction of 15 green homes on City-owned vacant lots in North Minneapolis, as submitted by four non-profit developers (Artspace Projects, Inc., Greater Metropolitan Housing Corporation, PPL Homes, LLC and PRG, Inc.) and one private developer (Peyser LLC) in response to the City's Request for Proposals;

b) That the proper City officers be authorized to enter into related agreements with the selected qualified developers, including additional Green Homes North program requirements identified by the Design Review Committee;

c) Passage of five resolutions approving the sale of the properties at 2500 Plymouth Ave N, 2506 Plymouth Ave N, 2510 Plymouth Ave N, 2426 Plymouth Ave N, 3963 Colfax Ave N, 3830 Colfax Ave N, 3319 Fremont Ave N, 1317 Sheridan Ave N, 3018 4th St N, 3020 4th St N, 329 31st Ave N, 2025 3rd Ave N, 2611 James Ave N, 4150 Upton Ave N and 3858 Sheridan Ave N, subject to the following conditions: 1) land sale closing must occur on or before 90 days from the date of City Council approval; and 2) payment of holding costs of \$300.00 per month (or portion thereof) if the land sale closing does not occur on or before the closing deadline. The sale conditions may be waived or amended with approval of the Community Planning & Economic Development Director;

d) Acceptance of an \$80,000 grant from the Family Housing Fund for the Green Homes North Program and that the proper City officers be authorized to execute an agreement for the grant;

e) Passage of the accompanying resolution appropriating grant funds.
Adopted.

Resolution 2013R-271, authorizing sale of land Green Homes North Program Disposition Parcels No WH 72-18 (2500 Plymouth Ave N), WH 72-17 (2506 Plymouth Ave N), WH 72-16 (2510 Plymouth Ave N) and TF-779 (2426 Plymouth Ave N), was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-271
By Goodman and Hodges**

Authorizing sale of land Green Homes North Program Disposition Parcels No WH 72-18 (2500 Plymouth Ave N), WH 72-17 (2506 Plymouth Ave N), WH 72-16 (2510 Plymouth Ave N) and TF-779 (2426 Plymouth Ave N).

Whereas, the City of Minneapolis, hereinafter known as the City, has received an offer to purchase and develop Disposition Parcels WH 72-18, WH 72-17, WH 72-16, and TF-779, in the in the Willard Hay neighborhood, from Artspace Projects, Inc., hereinafter known as the Redeveloper, the Parcels WH 72-18, WH 72-17, WH 72-16, and TF-779 being the following described land situated in the City of Minneapolis, County of Hennepin, State of Minnesota to wit:

LEGAL DESCRIPTIONS:

WH 72-18; 2500 Plymouth Avenue North: Lot 12, Block 4, W.H. Lauderdale's Addition to Minneapolis;

WH 72-17; 2506 Plymouth Avenue North: Lot 13, Block 4, W.H. Lauderdale's Addition to Minneapolis;

WH 72-16; 2510 Plymouth Avenue North: Lot 14, Block 4, W.H. Lauderdale's Addition to Minneapolis;

TF-779; 2426 Plymouth Avenue North: The West 44 feet of Lot 17, Block 6, South Lawn Addition to Minneapolis; and

Whereas, the Redeveloper has offered to pay the sum of \$2,407 for Parcel WH 72-18; \$2,223 for Parcel WH 72-17; \$2,223 for Parcel WH 72-16, and \$2,581 for Parcel TF-779 to the City for the land, and the Redeveloper's proposal is in accordance with the applicable Redevelopment Plan and/or Program; and

Whereas, the Redeveloper has submitted to the City a statement of financial responsibility and qualifications; and

Whereas, the City has had the re-use value reviewed by an appraisal expert, stating that the re-use value opinion is consistent with the accepted methods in aiding the City in determining a re-use value for the Parcels; and

Whereas, pursuant to due notice thereof published in *Finance and Commerce* on June 7, 2013, a public hearing on the proposed sale was duly held on June 18, 2013, at the regularly scheduled Community Development Committee meeting of the City Council, at the Minneapolis City Hall, 350 South 5th Street, Room 317, at 1:30 p.m., in the City of Minneapolis, County of Hennepin, State of Minnesota;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the re-use value for uses in accordance with the Green Homes North Program plan, as amended, is hereby estimated to be the sum of \$2,407 for Parcel WH 72-18; \$2,223 for Parcel WH 72-17; \$2,223 for Parcel WH 72-16, and \$2,581 for Parcel TF-779.

Be It Further Resolved that the acceptance of the offer and proposal is hereby determined to be in accordance with the City's approved disposition policy and it is further determined that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the parcel in accordance with the Redevelopment Plan and/or Program.

Be It Further Resolved that the proposal be and the same is hereby accepted, subject to the execution of a contract for the sale of land and further subject to the following conditions; 1) land sale closing must occur on or before 90 days from the date this Resolution is approved by the City and 2) payment of holding costs of \$300.00 per month (or portion thereof) if the land sale closing does not occur on or before the closing deadline.

Be It Further Resolved that the sale conditions described above may be waived or amended with the approval of the Director of the Community Planning & Economic Development.

Be It Further Resolved that upon publication of this Resolution, the Finance Officer or other appropriate official of the City be and the same is hereby authorized to execute and deliver the contract to the Redeveloper; provided, however, that this Resolution does not constitute such a contract and no such contract shall be created until executed by the Finance Officer or other appropriate official of the City.

Be It Further Resolved that the Finance Officer or other appropriate official of the City is hereby authorized to execute and deliver a conveyance of the land to the Redeveloper in accordance with the provisions of the executed contract and upon payment to the City for the purchase price thereof; provided, however, that this Resolution does not constitute such a conveyance and no such conveyance shall be created until executed and delivered by the Finance Officer or other appropriate City official of the City.

Adopted.

Resolution 2013R-272, authorizing sale of land Green Homes North Program Disposition Parcels 2N143 (3963 Colfax Ave N), 2N149 (3830 Colfax Ave N), 2N002 (3319 Fremont Ave N) and 2N014 (1317 Sheridan Ave N), was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-272
By Goodman and Hodges**

Authorizing sale of land Green Homes North Program Disposition Parcels 2N143 (3963 Colfax Ave N), 2N149 (3830 Colfax Ave N), 2N002 (3319 Fremont Ave N) and 2N014 (1317 Sheridan Ave N).

Whereas, the City of Minneapolis, hereinafter known as the City, has received an offer to purchase and develop Disposition Parcels 2N143, 2N149, 2N002 and 2N014, in the Camden, Folwell and Willard Hay neighborhoods, from Greater Metropolitan Housing Corporation,

hereinafter known as the Redeveloper, the Parcels 2N143, 2N149, 2N002 and 2N014 being the following described land situated in the City of Minneapolis, County of Hennepin, State of Minnesota to wit:

LEGAL DESCRIPTIONS:

2N143; 3963 Colfax Avenue North: Lot 1, Block 2, Cataract Addition to Minneapolis;

2N149; 3830 Colfax Avenue North: Lot 23, Block 1, Nichols-Frissell Company's McKinley Place Addition to Minneapolis;

2N002; 3319 Fremont Avenue North: Lot 9, Block 3, "Silver Lake Addition" to Minneapolis;

2N014; 1317 Sheridan Avenue North: Lot 10, Block 4, W.H. Lauderdale's Addition; and

Whereas, the Redeveloper has offered to pay the sum of \$3,541 for Parcel 2N143; \$3,875 for Parcel 2N149; \$2,860 for Parcel 2N002 and \$2,848 for Parcel 2N014 to the City for the land, and the City's proposal is in accordance with the applicable Redevelopment Plan and/or Program; and

Whereas, the Redeveloper has submitted to the City a statement of financial responsibility and qualifications; and

Whereas, the City has had the re-use value reviewed by an appraisal expert, stating that the re-use value opinion is consistent with accepted methods of aiding the City in determining a re-use value for the Parcel; and

Whereas, pursuant to due notice thereof published in *Finance and Commerce* on June 7, 2013, a public hearing on the proposed sale was duly held on June 18, 2013, at the regularly scheduled Community Development Committee meeting of the City Council, at the Minneapolis City Hall, 350 South 5th Street, Room 317, at 9:30 a.m., in the City of Minneapolis, County of Hennepin, State of Minnesota; and

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the re-use value for uses in accordance with the Green Homes North Program plan, as amended, is hereby estimated to be the sum of \$3,541 for Parcel 2N143; \$3,875 for Parcel 2N149; \$2,860 for Parcel 2N002 and \$2,848 for Parcel 2N014.

Be It Further Resolved that the acceptance of the offer and proposal is hereby determined to be in accordance with the City's approved disposition policy and it is further determined that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the parcel in accordance with the Redevelopment Plan and/or Program.

Be It Further Resolved that the proposal be and the same is hereby accepted, subject to the execution of a contract for the sale of land and further subject to the following conditions; 1) land sale closing must occur on or before 90 days from the date this Resolution is approved by the City and 2) payment of holding costs of \$300.00 per month (or portion thereof) if the land sale closing does not occur on or before the closing deadline.

Be It Further Resolved that the sale conditions described above may be waived or amended with the approval of the Director of the Community Planning & Economic Development.

Be It Further Resolved that upon publication of this Resolution, the Finance Officer or other appropriate official of the City be and the same is hereby authorized to execute and deliver the contract to the Redeveloper; provided, however, that this Resolution does not constitute such a contract and no such contract shall be created until executed by the Finance Officer or other appropriate official of the City.

Be It Further Resolved that the Finance Officer or other appropriate official of the City is hereby authorized to execute and deliver a conveyance of the land to the Redeveloper in accordance with the provisions of the executed contract and upon payment to the City for the purchase price thereof; provided, however, that this Resolution does not constitute such a conveyance and no such conveyance shall be created until executed and delivered by the Finance Officer or other appropriate City official of the City.

Adopted.

Resolution 2013R-273, authorizing sale of land Green Homes North Program Disposition Parcels VH-350 (3018 4th St N), VH-386 (3020 4th St N) and VH-213 (329 31st Ave N), was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-273
By Goodman and Hodges**

Authorizing sale of land Green Homes North Program Disposition Parcels VH-350 (3018 4th St N), VH-386 (3020 4th St N) and VH-213 (329 31st Ave N).

Whereas, the City of Minneapolis, hereinafter known as the City, has received an offer to purchase and develop Disposition Parcels VH-350, VH-386 and VH-213, in the Hawthorne neighborhood, from PPL Homes LLC, hereinafter known as the Redeveloper, the Parcels VH-350, VH-386 and VH-213 being the following described land situated in the City of Minneapolis, County of Hennepin, State of Minnesota to wit:

LEGAL DESCRIPTIONS:

VH-350; 3018 4th Street North: Lot 11, Block 11, Morrison's Addition to North Minneapolis;

VH-386; 3020 4th Street North: Parcel 1 - The South 27 feet of the West 125 feet of Lot 12, Block 11, except that part, if any, that falls within the North 28 feet of the West 125 feet of Lot 12, Block 11, Morrison's Addition to North Minneapolis; Parcel 2 - North 28 feet of the West 125 feet of Lot 12, Block 11, Morrison's Addition to North Minneapolis;

VH-213; 329 31st Avenue North: The West 40 feet of Lots 13 and 14, Block 11, Morrison's Addition to North Minneapolis; and

JUNE 28, 2013

Whereas, the Redeveloper has offered to pay the sum of \$4,540 for Parcel VH-350; \$3,440 for Parcel VH-386 and \$2,200 for Parcel VH-213 to the City for the land, and the Redeveloper's proposal is in accordance with the applicable Redevelopment Plan and/or Program; and

Whereas, the Redeveloper has submitted to the City a statement of financial responsibility and qualifications; and

Whereas, the City has had the re-use value reviewed by an appraisal expert, stating that the re-use value opinion is consistent with the accepted methods in aiding the City in determining a re-use value for the Parcel; and

Whereas, pursuant to due notice thereof published in *Finance and Commerce* on June 7, 2013, a public hearing on the proposed sale was duly held on June 18, 2013, at the regularly scheduled Community Development Committee meeting of the City Council, at the Minneapolis City Hall, 350 South 5th Street, Room 317, at 1:30 p.m., in the City of Minneapolis, County of Hennepin, State of Minnesota;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the re-use value for uses in accordance with the Green Homes North Program plan, as amended, is hereby estimated to be the sum of \$4,540 for Parcel VH-350; \$3,440 for Parcel VH-386 and \$2,200 for Parcel VH-213.

Be It Further Resolved that the acceptance of the offer and proposal is hereby determined to be in accordance with the City's approved disposition policy and it is further determined that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the parcel in accordance with the Redevelopment Plan and/or Program.

Be It Further Resolved that the proposal be and the same is hereby accepted, subject to the execution of a contract for the sale of land and further subject to the following conditions; 1) land sale closing must occur on or before 90 days from the date this Resolution is approved by the City, and 2) payment of holding costs of \$300.00 per month (or portion thereof) if the land sale closing does not occur on or before the closing deadline.

Be It Further Resolved that the sale conditions described above may be waived or amended with the approval of the Director of the Community Planning & Economic Development.

Be It Further Resolved that upon publication of this Resolution, the Finance Officer or other appropriate official of the City be and the same is hereby authorized to execute and deliver the contract to the Redeveloper; provided, however, that this Resolution does not constitute such a contract and no such contract shall be created until executed by the Finance Officer or other appropriate official of the City.

Be It Further Resolved that the Finance Officer or other appropriate official of the City is hereby authorized to execute and deliver a conveyance of the land to the Redeveloper in accordance with the provisions of the executed contract and upon payment to the City for the purchase price thereof; provided, however, that this Resolution does not constitute such a

conveyance and no such conveyance shall be created until executed and delivered by the Finance Officer or other appropriate City official of the City.

Adopted.

Resolution 2013R-274, authorizing sale of land Green Homes North Program Disposition Parcels 2N096 (2025 3rd Ave N) and 3L021 (2611 James Ave N), was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-274
By Goodman and Hodges**

Authorizing sale of land Green Homes North Program Disposition Parcels 2N096 (2025 3rd Ave N) and 3L021 (2611 James Ave N).

Whereas, the City of Minneapolis, hereinafter known as the City, has received an offer to purchase and develop Disposition Parcels 2N096 and 3L021, in the Harrison and Jordan neighborhoods, from PRG, Inc., hereinafter known as the Redeveloper, the Parcels 2N096 and 3L021 being the following described land situated in the City of Minneapolis, County of Hennepin, State of Minnesota to wit:

LEGAL DESCRIPTIONS:

2N096; 2025 3rd Avenue North: Lot 3, Block 2, "Mason's Addition to Minneapolis";

3L021; 2611 James Avenue North: Parcel 1 - The East 2/3 of Lot 5, Block 1, "On The Heights, an Addition to Minneapolis"; Parcel 2 - The West 1/3 of Lot 5, Block 1, "On The Heights, an Addition to Minneapolis"; and

Whereas, the Redeveloper has offered to pay the sum of \$1,900 for Parcel 2N096 and \$2,721 for Parcel 3L021 to the City for the land, and the Redeveloper's proposal is in accordance with the applicable Redevelopment Plan and/or Program; and

Whereas, the Redeveloper has submitted to the City a statement of financial responsibility and qualifications; and

Whereas, the City has had the re-use value reviewed by an appraisal expert, stating that the re-use value opinion is consistent with the accepted methods in aiding the City in determining a re-use value for the Parcel; and

Whereas, pursuant to due notice thereof published in *Finance and Commerce* on June 7, 2013, a public hearing on the proposed sale was duly held on June 18, 2013, at the regularly scheduled Community Development Committee meeting of the City Council, at the Minneapolis City Hall, 350 South 5th Street, Room 317, at 1:30 p.m., in the City of Minneapolis, County of Hennepin, State of Minnesota;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the re-use value for uses in accordance with the Green Homes North Program plan, as amended, is hereby estimated to be the sum of \$1,900 for Parcel 2N096 and \$2,721 for Parcel 3L021.

Be It Further Resolved that the acceptance of the offer and proposal is hereby determined to be in accordance with the City's approved disposition policy and it is further determined that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the parcel in accordance with the Redevelopment Plan and/or Program.

Be It Further Resolved that the proposal be and the same is hereby accepted, subject to the execution of a contract for the sale of land and further subject to the following conditions; 1) land sale closing must occur on or before 90 days from the date this Resolution is approved by the City, and 2) payment of holding costs of \$300.00 per month (or portion thereof) if the land sale closing does not occur on or before the closing deadline.

Be It Further Resolved that the sale conditions described above may be waived or amended with the approval of the Director of the Community Planning & Economic Development.

Be It Further Resolved that upon publication of this Resolution, the Finance Officer or other appropriate official of the City be and the same is hereby authorized to execute and deliver the contract to the Redeveloper; provided, however, that this Resolution does not constitute such a contract and no such contract shall be created until executed by the Finance Officer or other appropriate official of the City.

Be It Further Resolved that the Finance Officer or other appropriate official of the City is hereby authorized to execute and deliver a conveyance of the land to the Redeveloper in accordance with the provisions of the executed contract and upon payment to the City for the purchase price thereof; provided, however, that this Resolution does not constitute such a conveyance and no such conveyance shall be created until executed and delivered by the Finance Officer or other appropriate City official of the City.

Adopted.

Resolution 2013R-275, authorizing sale of land Green Homes North Program Disposition Parcels No VH-411 (4150 Upton Ave N) and 2N003 (3858 Sheridan Ave N), was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-275
By Goodman and Hodges**

Authorizing sale of land Green Homes North Program Disposition Parcels No VH-411 (4150 Upton Ave N) and 2N003 (3858 Sheridan Ave N).

Whereas, the City of Minneapolis, hereinafter known as the City, has received an offer to purchase and develop Disposition Parcels WH-411 and 2N003, in the in the Victory neighborhood, from Peyser LLC hereinafter known as the Redeveloper, the Parcels VH-411 and

2N003 being the following described land situated in the City of Minneapolis, County of Hennepin, State of Minnesota to wit:

LEGAL DESCRIPTIONS:

VH-411; 4150 Upton Avenue North: Lot 16, Block 1, Thorpe Bros. Grand Round Boulevard Addition to Minneapolis;

2N003; 3858 Sheridan Avenue North: Lot 18, and the North ½ of Lot 17, Block 18, Thorpe Bros. William Penn Addition to Minneapolis; and

Whereas, the Redeveloper has offered to pay the sum of \$3,800 for Parcel VH-411 and \$6,042 for Parcel 2N003 to the City for the land, and the Redeveloper's proposal is in accordance with the applicable Redevelopment Plan and/or Program; and

Whereas, the Redeveloper has submitted to the City a statement of financial responsibility and qualifications; and

Whereas, the City has had the re-use value reviewed by an appraisal expert, stating that the re-use value opinion is consistent with the accepted methods in aiding the City in determining a re-use value for the Parcels; and

Whereas, pursuant to due notice thereof published in *Finance and Commerce* on June 7, 2013, a public hearing on the proposed sale was duly held on June 18, 2013, at the regularly scheduled Community Development Committee meeting of the City Council, at the Minneapolis City Hall, 350 South 5th Street, Room 317, at 1:30 p.m., in the City of Minneapolis, County of Hennepin, State of Minnesota;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the re-use value for uses in accordance with the Green Homes North Program plan, as amended, is hereby estimated to be the sum of \$3,800 for Parcel VH-411, and \$6,042 for Parcel 2N003.

Be It Further Resolved that the acceptance of the offer and proposal is hereby determined to be in accordance with the City's approved disposition policy and it is further determined that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the parcel in accordance with the Redevelopment Plan and/or Program.

Be It Further Resolved that the proposal be and the same is hereby accepted, subject to the execution of a contract for the sale of land and further subject to the following conditions; 1) land sale closing must occur on or before 90 days from the date this Resolution is approved by the City and 2) payment of holding costs of \$300.00 per month (or portion thereof) if the land sale closing does not occur on or before the closing deadline.

Be It Further Resolved that the sale conditions described above may be waived or amended with the approval of the Director of the Community Planning & Economic Development.

Be It Further Resolved that upon publication of this Resolution, the Finance Officer or other appropriate official of the City be and the same is hereby authorized to execute and deliver the contract to the Redeveloper; provided, however, that this Resolution does not constitute such a contract and no such contract shall be created until executed by the Finance Officer or other appropriate official of the City.

Be It Further Resolved that the Finance Officer or other appropriate official of the City is hereby authorized to execute and deliver a conveyance of the land to the Redeveloper in accordance with the provisions of the executed contract and upon payment to the City for the purchase price thereof; provided, however, that this Resolution does not constitute such a conveyance and no such conveyance shall be created until executed and delivered by the Finance Officer or other appropriate City official of the City.

Adopted.

**RESOLUTION 2013R-276
By Goodman and Hodges**

Amending the 2013 General Appropriation Resolution.

Resolved by The City Council of The City of Minneapolis:

That the above-entitled resolution, as amended, be further amended by increasing the appropriation in the Department of Community Planning and Economic Development Agency in the Grants Other Fund (01600-8900230) by \$80,000 and increasing the revenue budget (01600-8900900-3720-01) by \$80,000.

Adopted.

Comm Dev & W&M/Budget - Your Committee recommends passage of the accompanying resolution preserving the right of the City to create a redevelopment tax increment financing district in the Southeast Minneapolis Industrial Area Redevelopment Project for the property at 2901 4th St SE (Boeser site).

Adopted.

Resolution 2013R-277, preserving the ability of the City to establish a redevelopment tax increment financing district at 2901 4th Street SE, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-277
By Goodman and Hodges**

Preserving the ability of the City to establish a redevelopment tax increment financing district at 2901 4th Street SE.

Resolved by The City Council of The City of Minneapolis:

Section 1. Recitals

1.1. Pursuant to Laws of Minnesota 2003, Chapter 127, Article 12, Sections 31-34, and Minneapolis Code of Ordinances, Chapter 415, the City of Minneapolis (the "City"), acting by

and through its department of Community Planning and Economic Development (“CPED”), has been granted the authority to propose and implement City development districts, housing and redevelopment projects and tax increment financing districts, all pursuant to Minnesota Statutes, Sections 469.001 through 469.134, and 469.174 through 469.179, as amended, and other laws enumerated therein (collectively, the “Project Laws”).

1.2. By Resolution No 95R-199 duly adopted and approved on June 30, 1995, the City approved the Southeast Minneapolis Industrial (SEMI) Area Phase I Redevelopment Plan and Tax Increment Financing Plan. The Council subsequently approved seven modifications to the SEMI Area Redevelopment Plan and four additional SEMI Tax Increment Financing Plans (Phases 2 through 5) pursuant to and in accordance with the Project Laws.

1.3. In August 2012 29th Avenue Associates, LLC, an affiliate of the Cornerstone Group, acquired the property at 2901 4th Street SE (property identification number 30-029-23-13-0030) within the SEMI Area Redevelopment Project with financial assistance from the City, and now intends to demolish existing buildings on the subject parcel with additional financial assistance from the City, including Transit Oriented Development and/or Tax Base Revitalization Account funds awarded to the City by the Metropolitan Council and/or Corridors of Opportunity Challenge Grant funds awarded to the City by Hennepin County.

1.4. It has been proposed that the City preserve the ability to create a redevelopment tax increment financing district that includes the property at 2901 4th Street SE pursuant to and in accordance with the Project Laws.

1.5. The City has caused to be prepared, and this City Council has investigated the facts with respect to an analysis of the subject parcel.

1.6. The City has performed all actions required by law to be performed, including, but not limited to, an analysis of the site conditions after interior and exterior inspections of the property, all pursuant to and in accordance with the Project Laws.

Section 2. Findings

2.1. The City Council finds, determines and declares that it is necessary and in the best interests of the City at this time to preserve its ability to create a redevelopment tax increment financing district that includes the subject parcel within three years of demolition, pursuant to Minnesota Statutes, Section 469.174, Subdivision 10.

2.2. The City Council further finds, determines and declares that more than 70 percent of the area of parcel 30-029-23-13-0030 is occupied by buildings, streets, utilities, paved or gravel parking lots, or other similar structures; more than 50 percent of the buildings, not including outbuildings, are structurally substandard to a degree requiring substantial renovation or clearance; and the cost to modify the current structures to building code standards for new construction would far exceed 15% of the cost of new construction. These findings are based upon detailed and documented interior and exterior inspections of the property, the records of which are retained and available from the City.

2.3. The City Council further finds, determines and declares that the demolition of the substandard buildings is to be financed by the City.

2.4. The City Council further finds, determines and declares that the City intends to include the parcel within a redevelopment tax increment financing district within three years of the date of demolition.

Section 3. Approval

3.1. Based upon the findings set forth in Section 2 hereof, this action presented to the City Council on this date, is hereby approved and shall be placed on file in the office of the City Clerk.

Adopted.

The PUBLIC SAFETY, CIVIL RIGHTS & HEALTH and WAYS & MEANS/BUDGET Committees submitted the following reports:

PSC&H & W&M/Budget - Your Committee recommends passage of the accompanying resolution accepting in-kind donations of dog and cat food and supplies from Lyndsay Trader, Bill Davis, Jimmy Jones, Toni Yeaman, Linda Lane and Jodi Hesse.

Adopted.

Resolution 2013R-278, approving donations of dog and cat food and treats from Lyndsay Trader, Bill Davis, Jimmy Jones, Toni Yeaman, Linda Lane and Jodi Hesse, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-278
By Samuels and Hodges**

Approving donations of dog and cat food and treats.

Whereas, the City of Minneapolis is generally authorized to accept donations of real and personal property pursuant to Minnesota Statutes Section 465.03 for the benefit of its citizens, and is specifically authorized to accept gifts and bequests for the benefit of recreational services pursuant to Minnesota Statutes Section 471.17; and

Whereas, the following persons and entities have offered to contribute the gifts set forth below to the City:

- Lyndsay Trader - Litter Box, pet food, blankets, bedding;
- Bill Davis - 3 boxes KONG Stuffin’;
- Jimmy Jones - 5 boxes KONG Stuffin’ snacks, 4 packets of KONG Ziggies;
- Toni Yeaman - 5 boxes Milk Bones dog biscuits;
- Linda Lane - 15 bags of towels and blankets;
- Jodi Hesse - Frontline plus Flea Tick Control (Feline), Sentry FiproGuard Max (dogs);

and

Whereas, all such donations have been contributed to assist the city in providing Animal Care and meeting our goals of Responsible Pet Ownership, as allowed by law; and

Whereas, the City Council finds that it is appropriate to accept the donations offered;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the donations described above are accepted and shall be used for the animals cared for at Minneapolis Animal Care and Control.

Adopted.

PSC&H & W&M/Budget - Your Committee recommends that the proper City officers be authorized to execute an Interchange Agreement with the Minnesota Department of Corrections (DOC) for the Police Department to assign a police officer to work with the DOC Fugitives Apprehension Unit, for the period of 10/1/2013-9/30/2015.

Adopted.

PSC&H & W&M/Budget - Your Committee recommends that the proper City officers be authorized to execute a contract with Jada Toys, Inc., granting permission for them to produce and market die-cast replicas of Minneapolis Police Department patrol vehicles with department trademarked logos, for a period of two years.

Adopted.

PSC&H & W&M/Budget - Your Committee recommends passage of the accompanying resolution authorizing acceptance of the donation of two Segways from the Minneapolis SafeZONE Collaborative for use by the Minneapolis Police Department.

Adopted.

Resolution 2013R-279, accepting two Segways donation from Minneapolis SafeZONE Collaborative for use by the Minneapolis Police Department, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-279
By Samuels and Hodges**

Accepting Segways donation from Minneapolis SafeZONE Collaborative.

Whereas, the City of Minneapolis is generally authorized to accept donations of real and personal property pursuant to Minnesota Statutes Section 465.03 for the benefit of its citizens, and is specifically authorized to accept gifts and bequests for the benefit of recreational services pursuant to Minnesota Statutes Section 471.17; and

Whereas, the following persons and entities have offered to contribute the gifts set for the below to the City:

<u>Name of Donor</u>	<u>Gift</u>
Minneapolis SafeZONE Collaborative	2 Segways (2 wheel vehicles)

Whereas, no goods or services were provided in exchange for said donation; and

Whereas, all such donations have been contributed to assist the City in its goals of a Safe Place to Call Home and Many People, One Minneapolis, as allowed by law; and

Whereas, the City Council finds that it is appropriate to accept the donation offered;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the donations described above are accepted and shall be used for an effective tool in patrolling the downtown area, as the Segways will enable officers greater mobility and can cover larger 'foot beat' distances while maintaining a friendly opening for engaging citizens. (Segways will be outfitted to police standards and become the property of the Minneapolis Police Department.)

Adopted.

The REGULATORY, ENERGY & ENVIRONMENT Committee submitted the following reports:

RE&E - Your Committee recommends adoption of the Minneapolis Climate Action Plan, as set forth in Petn No 276574.

Your Committee further recommends that Sustainability staff be directed to:

- a) Continue to track community greenhouse gas emissions on an annual basis and report through the Sustainability Indicators Report on progress towards goals as well as the impact of activities that occurred in the previous year.
- b) Work across departments and with the Community Environmental Advisory Committee to identify climate action strategy priorities and bring policy and funding requests to the City Council on an ongoing basis.
- c) Incorporate the goals and, where appropriate, specific strategies from the Climate Action Plan into the Energy Pathways Study and specifically the City Energy Vision which will be developed during that study.

Glidden moved that the report be amended to add the following direction to Sustainability staff:

- "d) To lead a team including representatives from Public Works, Public Health, CPED, Civil Rights and other appropriate staff to develop implementation priorities from the Climate Action Plan for the next 2 years (through 2015). The City Council requests that the Community Environmental Advisory Commission (CEAC) also provide recommendations on implementation priorities. Staff will make recommendations on the 2-year priorities to the City Council's Regulatory, Energy & Environment Committee by November of 2013." Seconded.

Adopted upon a voice vote.

Goodman moved to amend Strategy 3 of the Planning and Land Use section of the Minneapolis Climate Action Plan as follows:

- 3. Review the zoning code to identify impediments to and potential incentives for the construction and retrofit of green buildings.** Further study may highlight opportunities to "green" the zoning code including: changes to height, floor area ratio (FAR),

incentives or specific design requirements that would promote energy efficiency, renewable energy, local food production and transportation options.

- ~~• Exempt greenhouses from maximum height calculation on multi-story structures.~~
 - ~~• Exempt additional wall insulation from floor area ratio (FAR) and setback calculations.~~
 - ~~• Allow boiler rooms on the roof of buildings.~~
 - ~~• Incentives in zoning to increase energy efficient construction, renovation and operation of buildings.~~
 - ~~• Incentivizing the inclusion of car sharing as part of new developments.~~
- Seconded.

Adopted upon a voice vote.

Goodman further moved to amend Strategy 7 of the Transit and Car Sharing Section of the Minneapolis Climate Action Plan as follows:

- 7. Make car sharing convenient and affordable by reducing sales tax on car sharing services ~~products to the minimum rate.~~** Currently, car sharing transactions in Minneapolis Minnesota are taxed at ~~a higher~~ an additional rate (approx. ~~12~~ 14 percent) than the general sales tax rate for Minneapolis (7.775 percent) in addition to the regular sales tax rate. Consider separating car sharing services from regular rental car service in terms of special sales tax rates. Support changes to state law which would separate and reduce car sharing tax rates from traditional car rental service tax rates.
- Seconded.

Adopted upon a voice vote.

The report, as amended, was adopted.

RE&E - Your Committee, having under consideration Xcel Energy's Annual Report and Petition Service Quality Performance including Smart Grid Report, Docket Number E, E002/M-13-255, now recommends the submittal of comments to the Public Utilities Commission regarding the report. (Petn No 276574)

Adopted.

RE&E - Your Committee, to whom was referred an ordinance amending Title 12, Chapter 244 of the Minneapolis Code of Ordinances relating to *Housing: Maintenance Code*, adding a provision requiring rental dwelling property owners or designees to respond to inquiries from the Department of Regulatory Services or the Environmental Health Division of the Minneapolis Health Department in a reasonable period of time, now recommends that said ordinance be given its second reading for amendment and passage.

Adopted.

Ordinance 2013-Or-066 amending Title 12, Chapter 244 of the Minneapolis Code of Ordinances relating to *Housing: Maintenance Code*, adding a provision requiring rental dwelling property owners or designees to respond to inquiries from the Department of Regulatory Services or the Environmental Health Division of the Minneapolis Health Department in a reasonable period of time, was adopted by the City Council. A complete copy of this ordinance is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized ordinance.

ORDINANCE 2013-Or-066
By Johnson
Intro & 1st Reading: 4/12/2013
Ref to: RE&E
2nd Reading: 6/28/2013

Amending Title 12, Chapter 244 of the Minneapolis Code of Ordinances relating to Housing: Maintenance Code.

The City Council of the City of Minneapolis do ordain as follows:

Section 1. That Section 244 of the above-entitled ordinance be amended to read as follows:

244.1840. Application for license. Within ninety (90) days after the effective date of this article, the owner of each rental dwelling shall make written application to the director of inspections for a license to carry on the business of renting residential property. In addition, the owner of each such rental dwelling constructed after the effective date of this article shall make written application to the director of inspections for a license as herein provided prior to initial occupancy. Such application shall be made on a form furnished by the director of inspections for such purpose and shall set forth the following information:

- (1) Name, business or residence address, telephone number, and date of birth of the owner of the dwelling. If the owner is a partnership, the name of the partnership, the name, residence address, and date of birth of the managing partner, and the full name and address of all partners. If the owner is a corporation, the name and address of the corporation, and the name of the chief operating officer; in cases where the owner of a dwelling resides outside of the sixteen-county metropolitan area consisting of the following counties: Hennepin, Rice, Wright, Anoka, Washington, McLeod, Ramsey, Dakota, Scott, Carver, Sherburne, Isanti, Chisago, Sibley, Le Sueur and Goodhue; the owner's agent/contact person shall reside within the sixteen county area.
 - a. All partnerships, corporations, limited liability companies or other recognized business associations which own a dwelling required to be licensed under this chapter shall submit, upon request of the director of inspections or the director's designee, the name and address of all partners, shareholders or interest holders. If requested by the director of inspections or the director's designee, information regarding the names and addresses of all partners, shareholders or interest holders must be submitted in a sworn affidavit. Failure to provide this information upon request and in proper form may result in a \$500.00 fine or other appropriate enforcement action.
- (2) If the owner has appointed an agent authorized to accept service of process and to receive and give receipt for notices, the name, business or residence address, telephone number, and date of birth of such agent.
- (3) Every applicant, whether an individual, partnership, or corporation, shall identify in the application, by name, residence or business street address, telephone number,

and date of birth, a natural person who is actively involved in, and responsible for, the maintenance and management of the premises. Said natural person shall, if other than the owner, affix his or her notarized signature to the application, thereby accepting joint and several responsibility with the owner (including any potential criminal, civil, or administrative liability) for the maintenance and management of the premises. A post office box or commercial mail receiving service are not acceptable as an address for such person. The individual designated herein may also be the owner of the dwelling or an agent identified in subsection (2) above. The phone number herein required shall be of a phone number that shall be normally answerable twenty-four (24) hours a day, seven (7) days a week, not subject to normal business hours. The person designated as the person responsible for the maintenance and management of the premises, whether that person is also the owner of the property or a designee of the owner, shall be required to respond to inquiries from the department of regulatory services or the environmental health division of the Minneapolis Health Department within a reasonable period of time. Failure to respond in a reasonable period of time may lead to adverse license action pursuant to Section 244.1910 (19) of this Code.

- (4) Street address of the dwelling.
- (5) Number and kind of units within the dwelling (dwelling units, rooming units, or shared bath units). For each unit, specify the floor number, and the unit number and/or letter and/or designation.
- (6) In the event that any of the information required to be provided by this section changes, the applicant or licensee shall, within fourteen (14) days, notify in writing the director of inspections, or an authorized representative of the director, of the change. However, if the natural person designated in subsection (3) changes, the licensee or applicant shall file an entirely new application within fourteen (14) days. Furthermore, for just cause, the director of inspections, or an authorized representative of the director, may request that an applicant or licensee complete and file a new or replacement application for any rental dwelling, giving the licensee or applicant a minimum of fourteen (14) days to comply.

Adopted.

RE&E - Your Committee recommends passage of the accompanying resolution granting Liquor Licenses to the following businesses:

- a) Hilton Minneapolis, 1001 Marquette Ave (Permanent Expansion of Premises);
- b) Social House, 2919 Hennepin Ave (Permanent Expansion of Premises and upgrade to Liquor License);
- c) Town Hall Lanes, 5019 34th Ave S (New Business);
- d) MAYA Cuisine, 1840 Central Ave NE (New Business); and
- e) Camden Tavern & Grill, 4601 Lyndale Ave N (New Business).

Adopted.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

Resolution 2013R-280, granting Liquor Licenses to Hilton Minneapolis, 1001 Marquette Ave; Social House, 2919 Hennepin Ave; Town Hall Lanes, 5019 34th Ave S; MAYA Cuisine, 1840 Central Ave NE; and Camden Tavern & Grill, 4601 Lyndale Ave N, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-280
By Glidden

Granting Liquor Licenses.

Resolved by The City Council of The City of Minneapolis:

That the following applications for licenses be granted, subject to final inspection and compliance with all provisions of applicable codes and ordinances:

On-Sale Liquor Class A with Sunday Sales, to expire October 1, 2013

Hilton Beverage LLC, dba Hilton Minneapolis, 1001 Marquette Ave (Permanent Expansion of Premises)

On-Sale Liquor Class B with Sunday Sales, to expire April 1, 2014

Food Group Holdings LLC, dba Social House, 2919 Hennepin Ave (Permanent Expansion of Premises and upgrade from On-Sale Liquor Class C-1 with Sunday Sales License)

On-Sale Liquor Class C-2 with Sunday Sales, to expire July 1, 2014

Town Hall Lanes LLC, dba Town Hall Lanes, 5019 34th Ave S (New Business)

On-Sale Liquor Class E with Sunday Sales, to expire July 1, 2014

MAYA Authentic Mexican Food LLC, dba MAYA Cuisine, 1840 Central Ave NE (New Business, to include a 2:00 a.m. License issued by the State of Minnesota)

The New Waldos LLC, dba Camden Tavern & Grill, 4601 Lyndale Ave N (New Business).

Adopted.

Approved by Mayor Rybak 6/28/2013.

RE&E - Your Committee, having under consideration the application of 514 Studios LLC, dba 514 Studios, 514 3rd Ave N, for a Rental Hall License to expire February 1, 2014, and having held a public hearing thereon, now recommends that said license be granted, subject to final inspection and compliance with all provisions of applicable codes and ordinances.

Adopted.

RE&E - Your Committee, having under consideration the application of Entourage Events Group Inc., dba Minneapolis Event Center, 212 2nd St SE, for a Rental Hall License to expire February 1, 2014, and having held a public hearing thereon, now recommends that said application be **sent forward without recommendation**.

Hofstede moved to amend the report by deleting the language “be sent forward without recommendation” and inserting in lieu thereof “be granted, subject to final inspection and compliance with all provisions of applicable codes and ordinances”. Seconded.

Adopted by unanimous consent.

The report, as amended, was adopted.

RE&E - Your Committee recommends passage of the accompanying resolution approving Business License Operating Conditions relating to the Food Manufacturer License held by Chicago Grill BBQ Soul Food, 1123 W Lake St.

Adopted.

Resolution 2013R-281, approving Business License Operating Conditions relating to the Food Manufacturer License held by Chicago Grill BBQ Soul Food, 1123 W Lake St, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-281
By Glidden

Approving Business License Operating Conditions relating to the Food Manufacturer License held by Chicago Grill BBQ Soul Food, 1123 W Lake St.

Resolved by The City Council of The City of Minneapolis:

That it approves the following Business License Operating Conditions relating to the Restaurant License held by Khilan Inc, dba Chicago Grill BBQ Soul Food, 1123 W Lake St:

1. "No Trespassing" signs will remain clearly posted on the exterior of the business. Store staff will immediately ask people that are observed loitering in the immediate vicinity of the store to leave. If the loitering activity persists, staff will call 9-1-1 and request police assistance to alleviate the loitering activity. The business agrees to cooperate fully in the prosecution of criminal activity. Mpls Ord 259.250(1)(1) and Minnesota Statute 609.605.

2. The business agrees to have a manager or owner as listed on the application present during all hours of operation.

3. The business agrees to keep all exterior and interior lights illuminated and functioning properly. Mpls Ord 259.250(8).

4. The business agrees to notify Business Licensing prior to any future changes in the status or structure of leasing or ownership in the business. The business understands that no transfer or sale of the license is allowed.

5. The business agrees to be a food business only, where no retail items to include tee-shirts, cell phones, or books will be sold.

6. The business agrees to clean the property, and all areas within 100 feet of the property line, of litter and trash regardless of its origin a minimum of four times daily. A log is to be kept of day and times litter is picked up and shall be available upon request. The business shall maintain a litter receptacle in front of the business that is convenient for customer use.

7. Refuse shall be stored in a regularly serviced, closed container (dumpster) that shall be maintained screened from view as is required by Minneapolis Codes. At no time shall this refuse container be overfilled so that the cover cannot be completely closed at all times.

8. The business shall comply with Zoning's permitted hours of operation, from 6:00 a.m. - 10:00 p.m. Sunday through Thursday; and 6:00 a.m. - 11:00 a.m. Friday and Saturday. Any consideration for hours beyond Zoning's permitted hours of operation will require an Extended Hours License.

9. The owner shall maintain workers' compensation when any employee is hired.

10. Quarterly health inspections will be conducted the first year of operation, with a re-inspection fee of \$100 due upon request for each visit.

11. A Certified Food Manager is to be on site during all hours of operation.

12. The business agrees to comply with any and all orders and/or citations promptly from all departments of the City.

Adopted.

RE&E - Your Committee recommends passage of the accompanying resolution approving License Settlement Conference recommendations relating to the Mobile Food Vehicle Vendor License held by Tacos El Primo LLC, 2717 12th Ave S.

Adopted.

Resolution 2013R-282, approving License Settlement Conference recommendations relating to the Mobile Food Vehicle Vendor License held by Tacos El Primo LLC, 2717 12th Ave S, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-282

By Glidden

Approving License Settlement Conference recommendations relating to the Mobile Food Vehicle Vendor License held by Tacos El Primo LLC, 2717 12th Ave S.

Whereas, the Licenses & Consumer Services Division held a License Settlement Conference hearing on May 23, 2013 with the licensee; and

Whereas, the Regulatory, Energy & Environment Committee received Findings of Fact, Conclusions and Recommendations that concluded that the licensee violated the Minneapolis Code of Ordinances, as follows:

a) On May 22, 2013 the Tacos El Primo mobile food vehicle was found to be in violation of Minneapolis Code of Ordinances 188.485(f)(15), which prohibits mobile food vehicles from being kept, stored, or maintained on a residentially zoned property;

b) On May 22, 2013 the Tacos El Primo mobile food vehicle was found to be in violation of Minneapolis Code of Ordinances 188.580(1)(1), which prohibits the presence of any condition that poses an imminent risk of substantial harm to the public health, safety or welfare;

c) On May 22, 2013 the Tacos El Primo mobile food vehicle was found to be in violation of Minneapolis Code of Ordinances 188.485(f)(3), which requires all food preparation and storage to occur at a licensed food establishment; and

d) On May 22, 2013 the Tacos El Primo mobile food vehicle was found to be in violation of Minneapolis Code of Ordinances 188.485(f)(7), which requires all waste liquids, garbage, litter and refuse to be disposed of at a licensed food establishment.

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the following recommendations be adopted, as more fully set forth in said Findings on file in the office of the City Clerk and made a part of this report by reference:

1. Tacos El Primo LLC shall not keep, store or maintain the mobile food vehicle at any residential property.

2. Tacos El Primo LLC shall dispose of all waste and rubbish at its licensed food establishment.

3. Tacos El Primo LLC shall store and prepare all food items at its licensed food establishment.

4. Tacos El Primo LLC shall clean the vehicle at its licensed food establishment.

5. Tacos El Primo LLC agrees to a 30-day suspension from operating its mobile food vehicle. Twenty-five days are stayed pending no further violations are found for a period of one (1) year from the signing of this agreement.

Adopted.

RE&E - Your Committee recommends passage of the accompanying resolution granting applications for Liquor, Wine and Beer Licenses.

Adopted.

Resolution 2013R-283, granting Liquor, Wine and Beer Licenses, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-283

By Glidden

Granting Liquor, Wine and Beer Licenses.

Resolved by The City Council of The City of Minneapolis:

That the following applications for liquor, wine and beer licenses be granted, subject to final inspection and compliance with all provisions of applicable codes and ordinances (Petn No 267577):

Off-Sale Liquor, to expire January 1, 2014

Levy Premium Food Service LTP, dba Levy Restaurants, 600 1st Ave N (New Proprietor)

Off-Sale Liquor, to expire July 1, 2014

Metro Liquor Warehouse Inc, dba Lake Wine & Cheese, 404 W Lake St
Sorella Wine & Spirits Inc, dba Sorella Wine & Spirits, 1010 Washington Ave S
Philmik Inc, dba Hennepin Lake Liquors, 1200 W Lake St
Sentyrz Falyce A, dba Sentyrz Liquor & Supermarket, 1612 2nd St NE
Michalaur LLC, dba Hum's Liquor Store, 2126 Lyndale Ave S
Kick's Liquor Store Inc, dba Broadway Liquor Outlet, 2201 W Broadway
Longfellow Brewing Company LLC, dba Elevated Beer Wine & Spirits,
4135 Hiawatha Ave

Off-Sale Malt Liquor, to expire July 1, 2014

Indeed Brewing Company LLC, dba Indeed Brewing Company, 711 15th Ave NE
Smokehouse Brewpub LLC, dba Northbound Smokehouse Brewpub, 2716 38th St E

On-Sale Liquor Class A with Sunday Sales, to expire January 1, 2014

Levy Premium Food Service LTP, dba Levy Restaurants, 600 1st Ave N (new proprietor)

On-Sale Liquor Class A with Sunday Sales, to expire July 1, 2014

Sage Restaurant Manager LLC, dba Hotel Ivy, 201 11th St S
Rail Minneapolis LLC, dba Brass Rail, 422 Hennepin Ave
Food and Drink Inc, dba Barfly, 711 Hennepin Ave
Varsity Arts LLC, dba Varsity Theater, 1304 4th St SE
Midwest Latino Entertainment & Talent Inc, dba El Nuevo Rodeo Restaurant,
2709 E Lake St
Cinema Beverages Holding Company LLC, dba Uptown Theatre, 2906 Hennepin Ave
Pepito's, dba Pepito's, 4820 Chicago Ave

On-Sale Liquor Class A with Sunday Sales, to expire October 1, 2013

10th Base LLC, dba The Executive Lounge, 418 3rd Ave N

On-Sale Liquor Class B with Sunday Sales, to expire July 1, 2014

Sirian Enterprises, dba Lee's Liquor Bar, 101 Glenwood Ave
Loring Pasta Bar LLC, dba Loring Pasta Bar, 327 14th Ave SE
Sam Ventures Inc, dba Imperial Room, 417 1st Ave N
Cedar Point Inc, dba Palmers Bar, 500 Cedar Ave S
One Eyed Dog LTD, dba Triple Rock, 629 Cedar Ave S
Foshay Hotel LLC, dba W Minneapolis - The Foshay, 821 Marquette Ave
Toro Restaurant LLC, dba Barrio, 925 Nicollet Mall
Last Cowboy LLC, dba Bar Abilene, 1300 Lagoon Ave
OJS LLC, dba Loring Kitchen and Bar, 1359 Willow St
T M Entities LLC, dba Mayslacks Polka Lounge, 1428 4th St NE

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FH Bill Inc, dba Corner Bar (The), 1501 Washington Ave S
Hexagon Inc, dba Hexagon, 2600 27th Ave S
Noras Calhoun Inc, dba Tryg's, 3118 W Lake St

On-Sale Liquor Class C-1 with Sunday Sales, to expire July 1, 2014

Sterbs Development LLC, dba Stub & Herbs, 227 Oak St SE
Create Catering & Consulting LLC, dba Create Catering & Consulting,
1121 Jackson St NE

On-Sale Liquor Class C-2 with Sunday Sales, to expire July 1, 2014

Markus 1, LLC, dba Darby's Pub & Grill, 401 3rd St N
Hubert's Inc, dba Huberts Bar & Grill, 601 Chicago Ave
Cafe Maude at Loring LLC, dba Cafe Maude at Loring, 1612 Harmon Pl
Donny Dirk's Inc, dba Donny Dirk's, 2027 2nd St N
Empire Eight LLC, dba Five Event Center, 2917 Bryant Ave S

On-Sale Liquor Class D with Sunday Sales, to expire July 1, 2014

T&C Restaurants Concepts Inc, dba Sportys Pub & Grill, 2124 Como Ave SE
Smokehouse Brewpub LLC, dba Northbound Smokehouse Brewpub,
2716 E 38th St
Pig & Fiddle LLC, dba Pig & Fiddle, 3812 50th St W

On-Sale Liquor Class E with Sunday Sales, to expire July 1, 2014

Little Tijuana Restaurant Inc, dba Little Tijuana Cafe, 17 26th St E
Peer House LLC, dba The Bachelor Farmer and Marvel Bar, 20 1st St N
Stadium Pizza and Diner LLC, dba Stadium Pizza, 207 Washington Ave N
Phoenix Catering Inc, dba Joseph Catering, 336 Hoover St NE
Woman's Club of Mpls, dba Woman's Club of Mpls, 410 Oak Grove St
Ramez Enterprises Inc, dba Arone's Bar, 500 Central Ave NE
Cuzzy's Inc, dba Cuzzy's Grill & Bar, 507 Washington Ave N
ZB Restaurant Group LLC, dba Zen Box Izakaya, 60 Washington Ave S
Tuttle Inc, dba Elsie's, 729 Marshall St NE

On-Sale Liquor Class E with Sunday Sales, to expire July 1, 2014 (cont'd)

Bar La Grassa LLC, dba Bar La Grassa, 800 Washington Ave N
Darbar India Grill Inc, dba Darbar India Grill, 1221 W Lake St
Blazin Wings Inc, dba Buffalo Wild Wings Grill & Bar #29, 2001 University Ave SE
Blue Plate Restaurant Company Inc, dba The Lowry, 2112 Hennepin Ave
Amor & Jon Inc, dba Rinata, 2451 Hennepin Ave
Stanleys Northeast Bar Room LLC, dba Stanley's Northeast Bar Room,
2500 University Ave NE
GMHG LLC, dba Nightingale, 2551 Lyndale Ave S
Capital Runner LLC, dba The Lyndale, 2937 Lyndale Ave S
Thao Brothers LLC, dba Sushi Tango, 3001 Hennepin Ave
G & A FA DA Inc, dba Wakame Sushi & Asian Bistro, 3070 Excelsior Blvd

On-Sale Liquor Class E, to expire July 1, 2014

Indeed Brewing Company LLC, dba Indeed Brewing Company, 711 15th Ave NE

Liquor Bottle Club, to expire April 1, 2014

Wold Chamberlain, dba American Legion Post 99, 5600 34th Ave S (new manager)

On-Sale Wine Class E with Strong Beer, to expire April 1, 2014

Food Services Inc, dba 5-8 Club, 5800 Cedar Ave S

Temporary On-Sale Beer

Minnehaha Methodist Church, dba Minnehaha Methodist Church, 3701 50th St E
(3.2 beer, July 27, 2013).

Adopted.

RE&E - Your Committee recommends passage of the accompanying resolution granting applications for Business Licenses.

Adopted.

Resolution 2013R-284, granting applications for business licenses, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-284

By Glidden

Granting applications for Business Licenses.

Resolved by The City Council of The City of Minneapolis:

That the following applications for business licenses (including provisional licenses) as per list on file and of record in the office of the City Clerk under date of June 28, 2013 be granted, subject to final inspection and compliance with all provisions of the applicable codes and ordinances (Petn No 267577):

Bowling Alley; Dancing School; Place of Entertainment; Extended Hours; Fire Extinguisher Servicing - Class A; Food Caterers; Food Confectionery; Food Market Distributor; Farm - Produce Permits; Food Grocery; Institutional Food Service; Food Restaurant; Short-Term Food Permit; Seasonal Short-Term Food Permit; Gas Fitter Class A; Motor Vehicle Dealer - New & Used; Motor Vehicle Dealer - Additional Lot; Motor Vehicle Repair Garage; Motor Vehicle Used Parts Dealer; Pet Shop; Plumber; Precious Metal Dealer; Public Market; Refrigeration Systems Installer; Rental Halls; Residential Specialty Contractor; Second Hand Goods Class A; Second Hand Goods Class B; Antique Dealer Class A; Antique Dealer Class B; Solicitor - Individual; Steam & Hot Water Systems Installer; Tattooist/Body Piercer Establishment; Taxicab Service Company; Taxicab Vehicle - Fuel Efficient; Taxicab Vehicle - Wheelchair Access; Taxicab Vehicle; Taxicab Vehicle Non-Transferable; and Tobacco Dealer.

Adopted.

RE&E - Your Committee recommends passage of the accompanying resolution granting applications for Gambling Licenses.

Adopted.

Resolution 2013R-285, granting applications for Gambling Licenses, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-285
By Glidden**

Granting applications for Gambling Licenses.

Resolved by The City Council of The City of Minneapolis:

That the following applications for Gambling Licenses be granted, subject to final inspection and compliance with all provisions of applicable codes and ordinances (Petn No 267577):

Gambling Exempt

JDRF, dba JDRF, 3001 Metro Dr, Bloomington (Raffle July 20, 2013,
Target Field)

The Church of the Holy Cross, dba The Church of the Holy Cross, 1621 University Ave
NE (Bingo, Raffle, Paddlewheels, Pulltabs and Tipboards
September 14 & 15, 2013).

Adopted.

RE&E - Your Committee, having under consideration the application of Lake Street Express, LLC, dba Lake Street Express, 640 E Lake St, for an Extended Hours License to a operate gas station/grocery 24 hours per day, seven days per week, and having held a public hearing thereon, now recommends that said license be denied.

Your Committee further recommends adoption of the Findings of Fact drafted by the City Attorney's Office as directed by the Committee in support of the Committee's decision.

Adopted.

RE&E - Your Committee, having under consideration the Rental Dwelling License held by Abdulaziz Sheikh for the property located at 1005 19th St E, and the licensee having been notified of the City's intent to revoke the license and not having filed an appeal, now recommends approval of the recommendation of the Director of Regulatory Services that said license be revoked for failure to meet licensing standards pursuant to Section 244.1910 of the Minneapolis Code of Ordinances, as more fully set forth in the Findings of Fact on file in the office of the City Clerk as FOF-2013-25 which are hereby made a part of this report by reference.

Adopted.

**The REGULATORY, ENERGY & ENVIRONMENT and WAYS & MEANS/BUDGET
Committees submitted the following report:**

RE&E & W&M/Budget - Your Committee recommends:

- a) That the proper City officers be directed to enter into an agreement with the Center for Energy and Environment for the Energy System Pathways Study at a cost not to exceed \$250,000; and
- b) That any conflict of interest between the City and McGrann Shea Carnival Straughn and Lamb, Chartered be waived, and consent and authorization be given McGrann

Shea to perform legal research and services as a subcontractor with the Center for Energy and Environment on this matter.

Lilligren assumed the Chair.

Johnson moved that the proposed agreement with the Center for Energy and Environment for an Energy System Pathways Study be denied and that the expenditure of \$250,000 be redirected to provide for pothole repair. Seconded.

Lost upon a voice vote.

The report was adopted. Yeas, 12; Nays, 1 as follows:

Yeas - Lilligren, Colvin Roy, Tuthill, Quincy, Glidden, Goodman, Hodges, Samuels, Gordon, Reich, Hofstede, Schiff.

Nays - Johnson.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

Johnson resumed the Chair.

The TRANSPORTATION & PUBLIC WORKS Committee submitted the following reports:

T&PW - Your Committee, having under consideration the Council action of May 10, 2013 authorizing the negotiation of terms for a two-year agreement with Car2Go N.A., LLC, for a city-wide Car Sharing Pilot Program, with the staff direction that the program be expanded to include multiple vendors for use of on-street reserved parking, limiting the vendors considered to those firms that had recently submitted proposals for the program, now recommends that the Car Sharing Pilot Program be expanded and that the proper City officers be authorized to negotiate terms for two-year agreements with Hourcar and Zipcar for the pilot program. Staff will return to the Transportation & Public Works Committee with the finalized terms to request authorization to enter into contracts for the pilot program.

Adopted.

T&PW - Your Committee, having under consideration the City of Minneapolis and Minneapolis Park and Recreation Board NPDES MS4 PHASE 1 PERMIT STORMWATER MANAGEMENT PROGRAM and ANNUAL REPORT FOR 2012 ACTIVITIES, as set forth in Petn No 276581, and having held a public hearing thereon pursuant to Part V Section C.1.f of the National Pollutant Discharge Elimination System (NPDES) Municipal Separate Storm Sewer System (MS4) Permit #MN0061018 issued by the Minnesota Pollution Control Agency on January 21, 2011, now recommends passage of the accompanying resolution adopting the STORMWATER MANAGEMENT PROGRAM and ANNUAL REPORT FOR 2012 ACTIVITIES.

Adopted.

Resolution 2013R-286, adopting the NPDES MS4 PHASE I PERMIT STORMWATER MANAGEMENT PROGRAM and ANNUAL REPORT FOR 2012 ACTIVITIES, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

JUNE 28, 2013

RESOLUTION 2013R-286
By Colvin Roy

Adopting the NPDES MS4 PHASE I PERMIT STORMWATER MANAGEMENT PROGRAM and ANNUAL REPORT FOR 2012 ACTIVITIES.

Whereas, the City of Minneapolis is committed to improving water quality in the lakes, wetlands, streams and Mississippi River; and

Whereas, on January 21, 2011, the City of Minneapolis was issued National Pollutant Discharge Elimination System (NPDES) Municipal Separate Storm Sewer System (MS4) Permit #MN0061018 (Permit); and

Whereas, as required under the Permit, a public hearing was held on June 18, 2013; and

Whereas, the STORMWATER MANAGEMENT PROGRAM has been submitted to the Minnesota Pollution Control Agency; and

Whereas, the ANNUAL REPORT FOR 2012 ACTIVITIES will now be submitted to the Minnesota Pollution Control Agency;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the Minneapolis City Council hereby adopts the STORMWATER MANAGEMENT PROGRAM and the ANNUAL REPORT ON 2012 ACTIVITIES.

Adopted.

T&PW - Your Committee recommends passage of the accompanying resolution designating the locations and streets to be improved in the 2013 Street Resurfacing Program, 50th St W Street Resurfacing Project, Special Improvement of Existing Street No 5251.

Adopted.

Resolution 2013R-287, designating the locations and streets to be improved in 50th St W Street Resurfacing Project No 5251, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-287
By Colvin Roy

2013 STREET RESURFACING PROGRAM
50TH ST W STREET RESURFACING PROJECT
SPECIAL IMPROVEMENT OF EXISTING STREET NO 5251

Designating the improvement of certain existing streets in the 2013 Street Resurfacing Program at the locations described hereinafter.

Resolved by The City Council of The City of Minneapolis:

That the following existing streets within the City of Minneapolis are hereby designated to be improved, pursuant to the provisions of Chapter 10, Section 8 of the Minneapolis City Charter, by asphalt mill and overlay and including other street resurfacing related improvements as needed:

50th St W from Lyndale Ave S to Nicollet Ave S.

Adopted.

T&PW - Your Committee, having received a cost estimate of \$229,583 for street resurfacing improvements and a list of benefited properties for certain locations in the 50th St W Street Resurfacing Project, Special Improvement of Existing Street No 5251, as designated by Resolution 2013R-287 passed June 28, 2013, now recommends that the City Engineer be directed to prepare a proposed Street Resurfacing Special Improvement Assessment against the list of benefited properties by applying the 2013 Uniform Assessment Rates as per Resolution 2012R-605, passed November 16, 2012.

Your Committee further recommends that a public hearing be held on July 23, 2013 in accordance with Chapter 10, Section 8 of the Minneapolis City Charter and Section 24.180 of the Minneapolis Code of Ordinances, to consider approving the resurfacing of the above-designated street locations, and to consider the amount proposed to be assessed to each benefited property and the amount to be funded by the City.

Adopted.

T&PW - Your Committee, having under consideration an application from Seize the Moment, LLC for a large block event permit for the Minnesota Food Truck Fair on Sunday, June 30, 2013, now recommends that the block event be allowed to operate outside the time frame allowed under Title 17, Chapter 455 of the Minneapolis Code of Ordinances relating to *Streets and Sidewalks: Block Events*.

Adopted.

T&PW - Your Committee having under consideration the operation and maintenance of a sanitary lift station on Minneapolis Park and Recreation Board (MPRB) property on the east side of Brownie Lake, now recommends that the proper City officers be authorized to negotiate and execute an Access Agreement with the MPRB to allow access to the Brownie Lake Sanitary Lift Station.

Adopted.

T&PW - Your Committee, having under consideration a cast iron drain pipe from the Columbia Heights Membrane Filtration Plant that crosses Burlington Northern Santa Fe Railway (BNSF) property along 37th Ave NE, between Main St and E River Rd, now recommends that the proper City officers be authorized to execute an agreement with BNSF for a temporary occupancy permit to allow for rehabilitation of the drain pipe located under BNSF and City property.

Adopted.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

T&PW - Your Committee, having under consideration the construction of a public alley in conjunction with the development of residential property by the Community Planning and Economic Development Department at 3112 6th St N, now recommends that the South 16 feet of Lot 9, Block 7, Morrisons Addition to North Minneapolis be designated as a public alley

establishing a public right-of-way conforming to Zoning Codes and other legal uses associated with public alley rights-of-way.

Adopted.

The TRANSPORTATION & PUBLIC WORKS and WAYS & MEANS/BUDGET Committees submitted the following reports:

T&PW & W&M/Budget - Your Committee, having under consideration the redesign and reconstruction of Nicollet Mall, now recommends:

a) Approval of the four finalists recommended by the Implementation Committee for the Design Competition Phase and approval of the issuance of the Design Competition Brief and RFP; and

b) Authorize the proper City officers to execute stipend agreements with the four firms for \$30,000 each.

Adopted.

T&PW & W&M/Budget - Your Committee, having under consideration the contract for the sale of water to the City of Hilltop, now recommends that the proper City officers be authorized to amend Contract C-26849 with the City of Hilltop for the purpose of changing the ownership of the water meter to the City of Minneapolis.

Adopted.

T&PW & W&M/Budget - Your Committee, having under consideration the Minnesota Department of Transportation's plan to improve Trunk Highway No 47 (University Ave NE) from Central Ave to 27th Ave NE, now recommends passage of the accompanying resolution authorizing the proper City officers to enter into a Cooperative Construction Agreement with the Minnesota Department of Transportation to provide for payment to the City of Minneapolis for the State's portion of the expenses of signal system revisions on Trunk Highway 47 within the corporate City limits under State Project No 2726-69 (TH 47=156).

Adopted.

Resolution 2013R-288, authorizing execution of a Cooperative Construction Agreement with the Minnesota Department of Transportation to provide for payment to the City for the State's portion of the expenses of the signal system revisions on Trunk Highway 47, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-288
By Colvin Roy and Hodges**

RESOLUTION FOR AGREEMENT

Authorizing the execution of a Cooperative Construction Agreement with the Minnesota Department of Transportation to provide for payment to the City for the State's portion of the expenses of the signal system revisions on Trunk Highway 47.

Resolved by The City Council of The City of Minneapolis:

That the City of Minneapolis enter into MnDOT Agreement No 03483 with the State of Minnesota Department of Transportation for the purpose of providing for payment by the State to the City of the State's share of the costs of the signal system preparations and revisions to be performed along Trunk Highway No 47 from Central Ave to 27th Ave NE within the corporate City limits under State Project No 2726-69 (TH 47=156).

Be It Further Resolved the proper City officers are hereby authorized and directed, for and on behalf of the City of Minneapolis, to execute and enter into the agreement with the State of Minnesota Department of Transportation and any amendment to the agreement as set forth and contained in "Minnesota Department of Transportation Agreement No 03483", a copy of which said agreement was before the City Council and which is made a part hereof by reference.

Adopted.

T&PW & W&M/Budget - Your Committee, having under consideration the Bluff Street Trail Project, now recommends passage of the accompanying resolutions:

a) Authorizing execution of a License Agreement with the Minneapolis Park and Recreation Board (MPRB) to operate and maintain a portion of the Bluff Street Trail on MPRB property; and

b) Authorizing the proper City officers to negotiate and execute a Maintenance Agreement with the Minnesota Department of Transportation (MnDOT) to operate and maintain a portion of the Bluff Street Trail within MnDOT Right-of Way.

Adopted.

Resolution 2013R-289, authorizing a license agreement between the City of Minneapolis and the Minneapolis Park and Recreation Board for the Bluff Street Bicycle and Pedestrian Trail through Bluff Street Park, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-289
By Colvin Roy and Hodges**

Authorizing a license agreement between the City of Minneapolis and the Minneapolis Park and Recreation Board for the Bluff Street Bicycle and Pedestrian Trail through Bluff Street Park.

Whereas, the City of Minneapolis intends to construct a bicycle and pedestrian trail from Bridge #9, through Bluff Street Park and through the existing box culvert tunnel under I-35W constructed to the 2nd St S Trail; and

Whereas, the Minneapolis Park and Recreation Board (MPRB) agrees the trail is beneficial to both the City and MPRB; and

Whereas, the MPRB further has agreed to allow the construction through its Bluff Street Park;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City of Minneapolis will enter into a License Agreement with the Minneapolis Park and Recreation Board for the operation and maintenance of that portion of the Bluff Street Trail within the Minneapolis Park and Recreation Board property.

Adopted.

Resolution 2013R-290, authorizing a maintenance agreement with the State of Minnesota Department of Transportation for a bicycle and pedestrian trail under I-35W adjacent to the Mississippi River Bridge, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-290
By Colvin Roy and Hodges

Authorizing a maintenance agreement with the State of Minnesota Department of Transportation for a bicycle and pedestrian trail under I-35W adjacent to the Mississippi River Bridge.

Whereas, the City of Minneapolis is a political subdivision, organized and existing under the laws of the State of Minnesota; and

Whereas, the City of Minneapolis intends to construct a bicycle and pedestrian trail under I-35W adjacent to the bridge over the Mississippi River through an existing box culvert tunnel constructed for this purpose as part of the I-35W River Bridge project; and

Whereas, the State of Minnesota Department of Transportation requires a maintenance agreement for the construction and utilization of the portion of the Bluff Street Trail Project within Minnesota Department of Transportation right-of-way under said I-35W;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City of Minneapolis will enter into a maintenance agreement with the State of Minnesota Department of Transportation to operate and maintain the portion of the Bluff Street Trail within the right-of-way of the I-35W Mississippi River Bridge. The City of Minneapolis shall construct, operate, and maintain said trail in accordance with the Limited Use Permit granted by the Minnesota Department of Transportation.

Be It Further Resolved that the City Council and the Mayor are authorized to execute said maintenance agreement.

Adopted.

T&PW & W&M/Budget - Your Committee recommends that the proper City officers be authorized to enter into a contract with SRF Consulting Group, Inc. for Engineering Consulting Services in the amount of \$892,751 for bridge design engineering services associated with the rehabilitation of the 10th Ave SE Mississippi River Bridge.

Adopted.

T&PW & W&M/Budget - Your Committee recommends that the proper City officers be authorized to enter into a Cooperative Agreement with the University of Minnesota whereby the

University will reimburse the City for design costs for construction plans to pave 8th St SE, from 15th Ave S easterly to the dead-end.

Adopted.

T&PW & W&M/Budget - Your Committee recommends that the proper City officers be authorized to negotiate and execute a Cooperative Funding Agreement with Hennepin County for the remaining work associated with the assessment and repair of the Martin Olav Sabo Bridge over Hiawatha Ave.

Adopted.

T&PW & W&M/Budget - Your Committee, having under consideration the Central Corridor Light Rail Transit (LRT) Project, now recommends:

a) That the proper City officers be authorized to execute Subordinate Funding Agreement 22 (SFA 22) with the Metropolitan Council for work associated with the water main at the intersection of Ontario St SE and Washington Ave SE; and

b) That the proper City officers be authorized to execute endorsement of the Federal Fiscal Year 2013 Federal Transit Administration (FTA) Certifications and Assurances, with the Metropolitan Council for the Central Corridor LRT project.

Adopted.

T&PW & W&M/Budget - Your Committee, having under consideration the 31st St E (Minnehaha Ave S to 28th Ave S) Street Reconstruction and Street Lighting Projects, Special Improvement of Existing Street No 9920 and 9920L, and having held a public hearing thereon, now recommends passage of the accompanying resolutions:

a) Ordering the work to proceed and adopting special assessments for the Street Reconstruction Project;

b) Ordering the work to proceed and adopting special assessments for the Street Lighting Project;

c) Requesting the Board of Estimate and Taxation to issue and sell assessment bonds for the purpose of paying the assessed cost of street improvements in the Street Reconstruction Project;

d) Requesting the Board of Estimate and Taxation to issue and sell assessment bonds for the purpose of paying the assessed cost of street improvements in the Street Lighting Project; and

e) Ordering the City Engineer to abandon and remove areaways located in the public right-of way in conflict with the projects.

Adopted.

Resolution 2013R-291, ordering the work to proceed and adopting special assessments for the 31st St E Street Reconstruction Project No 9920, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-291
By Colvin Roy and Hodges

JUNE 28, 2013

**31ST ST E STREET RECONSTRUCTION PROJECT
SPECIAL IMPROVEMENT OF EXISTING STREET NO 9920**

Ordering the work to proceed and adopting the special assessments for the 31st St E (Minnehaha Ave S to 28th Ave S) Street Reconstruction Project.

Whereas, a public hearing was held on June 18, 2013 in accordance with Chapter 10, Section 8 of the Minneapolis City Charter and Section 24.180 of the Minneapolis Code of Ordinances to consider the proposed improvements as designated in Resolution 2013R-182, passed April 26, 2013, to consider the proposed special assessments on file in the office of the City Clerk, and to consider all written and oral objections and statements regarding the proposed improvements and the proposed special assessments;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City Engineer is hereby ordered to proceed and do the work as designated in said Resolution 2013R-182, passed April 26, 2013.

Be It Further Resolved that the proposed special assessments in the total amount of \$138,260.55, as on file in the office of the City Clerk, be and hereby are adopted and assessed against the benefited properties.

Be It Further Resolved that the number of successive equal annual principal installments by which the special assessments of more than \$150 may be paid shall be fixed at twenty (20) and that the interest be charged at the same rate as assessment bonds are sold for, with collection of the special assessments to begin on the 2014 real estate tax statements.

Be It Further Resolved that the number of installments by which the special assessments of \$150 or less may be paid shall be fixed at one (1) and that interest be charged at the same rate as the assessment bonds are sold for, with collection of the special assessments to begin on the 2014 real estate tax statements.

Adopted.

Resolution 2013R-292, ordering the work to proceed and adopting special assessments for the 31st St E Street Lighting Project No 9920L, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-292
By Colvin Roy and Hodges**

**31ST ST E STREET LIGHTING PROJECT
SPECIAL IMPROVEMENT OF EXISTING STREET NO 9920L**

Ordering the work to proceed and adopting the special assessments for the 31st St E (Minnehaha Ave S to 28th Ave S) Street Lighting Project.

Whereas, a public hearing was held on June 18, 2013 in accordance with Chapter 10, Section 8 of the Minneapolis City Charter and Section 24.180 of the Minneapolis Code of Ordinances to consider the proposed improvements as designated in Resolution 2013R-183,

passed April 26, 2013, to consider the proposed special assessments on file in the office of the City Clerk, and to consider all written and oral objections and statements regarding the proposed improvements and the proposed special assessments;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City Engineer is hereby ordered to proceed and do the work as designated in said Resolution 2013R-183, passed April 26, 2013.

Be It Further Resolved that the proposed special assessments in the total amount of \$49,000, as on file in the office of the City Clerk, be and hereby are adopted and assessed against the benefited properties.

Be It Further Resolved that the number of successive equal annual principal installments by which the special assessments of more than \$150 may be paid shall be fixed at twenty (20) and that the interest be charged at the same rate as assessment bonds are sold for, with collection of the special assessments to begin on the 2014 real estate tax statements.

Be It Further Resolved that the number of installments by which the special assessments of \$150 or less may be paid shall be fixed at one (1) and that interest be charged at the same rate as the assessment bonds are sold for, with collection of the special assessments to begin on the 2014 real estate tax statements.

Adopted.

Resolution 2013R-293, requesting the Board of Estimate and Taxation to issue and sell assessment bonds for the purpose of paying the assessed cost of street improvements in the 31st St E Street Reconstruction Project No 9920, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-293
By Colvin Roy and Hodges**

Requesting the Board of Estimate and Taxation to issue and sell City of Minneapolis bonds in the amount of \$138,265 for certain purposes other than the purchase of public utilities.

Resolved by The City Council of The City of Minneapolis:

That the Board of Estimate and Taxation be requested to incur indebtedness and issue and sell City of Minneapolis bonds for the purpose of paying the assessed cost of street improvements in the 31st St E (Minnehaha Ave S to 28th Ave S) Street Reconstruction Project, Special Improvement of Existing Street No 9920, to be assessed against benefited properties as estimated by the City Council, which assessments shall be collectible in twenty (20) successive annual installments, payable in the same manner as real estate taxes.

Adopted.

Resolution 2013R-294, requesting the Board of Estimate and Taxation to issue and sell assessment bonds for the purpose of paying the assessed cost of street improvements in the

31st St E Street Lighting Project No 9920L, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-294
Colvin Roy and Hodges**

Requesting the Board of Estimate and Taxation to issue and sell City of Minneapolis bonds in the amount of \$49,000 for certain purposes other than the purchase of public utilities.

Resolved by The City Council of The City of Minneapolis:

That the Board of Estimate and Taxation be requested to incur indebtedness and issue and sell City of Minneapolis bonds for the purpose of paying the assessed cost of street improvements in the 31st St E (Minnehaha Ave S to 28th Ave S) Street Lighting Project, Special Improvement of Existing Street No 9920L, to be assessed against benefited properties as estimated by the City Council, which assessments shall be collectible in twenty (20) successive annual installments, payable in the same manner as real estate taxes.

Adopted.

Resolution 2013R-295, ordering the City Engineer to abandon and remove areaways located in the public right-of-way in conflict with street reconstruction in the 31st St E area, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-295
By Colvin Roy and Hodges**

Ordering the City Engineer to abandon and remove the areaways located in the public right-of-way that are in conflict with street reconstruction in the 31st St E area.

Whereas, the City of Minneapolis has scheduled street reconstruction improvements starting in 2013 in the 31st St E (Minnehaha Ave S to 28th Ave S) area of Minneapolis; and

Whereas, there are areaways located in the public street right-of-way that are in conflict with said reconstruction; and

Whereas, a public hearing was held on June 18, 2013 in accordance with Chapter 10, Section 8 of the Minneapolis Code of Ordinances to consider all written and oral objections and statements regarding the proposed areaway abandonment and removal;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City Engineer is hereby ordered and directed to abandon and remove the conflicting areaways located in the public street right-of-way adjoining the properties along 31st St E (both sides) from approximately 50 feet east of Minnehaha Ave S to approximately 50 feet east of 28th Ave S.

Adopted.

T&PW & W&M/Budget - Your Committee, having under consideration the 46th St W (Dupont Ave S to Lyndale Ave S) Street Reconstruction Project, Special Improvement of Existing Street No 6751, and having held a public hearing thereon, now recommends passage of the accompanying resolutions:

- a) Ordering the work to proceed and adopting special assessments for the project;
 - b) Requesting the Board of Estimate and Taxation to issue and sell assessment bonds for the purpose of paying the assessed cost of street improvements in the project; and
 - c) Ordering the City Engineer to abandon and remove areaways in conflict with the project.
- Adopted.

Resolution 2013R-296, ordering the work to proceed and adopting special assessments for the 46th St W Street Reconstruction Project No 6751, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

**RESOLUTION 2013R-296
By Colvin Roy and Hodges**

**46TH ST W STREET RECONSTRUCTION PROJECT
SPECIAL IMPROVEMENT OF EXISTING STREET NO 6751**

**Ordering the work to proceed and adopting the special assessments for the
46th St W (Dupont Ave S to Lyndale Ave S) Street Reconstruction Project.**

Whereas, a public hearing was held on June 18, 2013 in accordance with Chapter 10, Section 8 of the Minneapolis City Charter and Section 24.180 of the Minneapolis Code of Ordinances to consider the proposed improvements as designated in Resolution 2013R-204, passed May 10, 2013, to consider the proposed special assessments as on file in the office of the City Clerk, and to consider all written and oral objections and statements regarding the proposed improvements and the proposed special assessments;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City Engineer is hereby ordered to proceed and do the work as designated in said Resolution 2013R-204, passed May 10, 2013;

Be It Further Resolved that the proposed special assessments in the total amount of \$160,459.19, as on file in the office of the City Clerk, be and hereby are adopted and assessed against the benefitted properties.

Be It Further Resolved that the number of successive equal annual principal installments by which the special assessments of more than \$150 may be paid shall be fixed at twenty (20) and that the interest be charged at the same rate as assessment bonds are sold for, with collection of the special assessments to begin on the 2014 real estate tax statements.

Be It Further Resolved that the number of installments by which the special assessments of \$150 or less may be paid shall be fixed at one (1) and that the interest be

charged at the same rate as the assessment bonds are sold for, with collection of the special assessments on the 2014 real estate tax statements.

Adopted.

Resolution 2013R-297, requesting the Board of Estimate and Taxation to issue and sell assessment bonds for the purpose of paying the assessed cost of street improvements in the 46th St W Street Reconstruction Project No 6751, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-297
By Colvin Roy and Hodges

Requesting the Board of Estimate and Taxation to issue and sell City of Minneapolis bonds in the amount of \$160,460 for certain purposes other than the purchase of public utilities.

Resolved by The City Council of The City of Minneapolis:

That the Board of Estimate and Taxation be requested to incur indebtedness and issue and sell City of Minneapolis bonds for the purpose of paying the assessed cost of street improvements in the 46th St W (Dupont Ave S to Lyndale Ave S) Street Reconstruction Project, Special Improvement of Existing Street No 6751, to be assessed against benefitted properties as estimated by the City Council, which assessments shall be collectible in twenty (20) successive annual installments, payable in the same manner as real estate taxes.

Adopted.

Resolution 2013R-298, ordering the City Engineer to abandon and remove areaways located in the public right-of-way in conflict with street reconstruction in the 46th St W area, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-298
By Colvin Roy and Hodges

Ordering the City Engineer to abandon and remove the areaways located in the public right-of-way that are in conflict with street reconstruction in the 46th St W area.

Whereas, the City of Minneapolis has scheduled the street reconstruction improvements starting in 2013 in the 46th St W (Dupont Ave S to Lyndale Ave S) area of Minneapolis; and

Whereas, there are areaways located in the public street right-of-way that are in conflict with said reconstruction; and

Whereas, a public hearing was held on June 18, 2013 in accordance with Chapter 10, Section 8 of the Minneapolis Code of Ordinances to consider all written and oral objections and statements regarding the proposed areaway abandonment and removal;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City Engineer is hereby ordered and directed to abandon and remove the conflicting areaways located in the public street right-of-way adjoining the properties along 46th St W (both sides) from Dupont Ave S to Lyndale Ave S.

Adopted.

T&PW & W&M/Budget - Your Committee recommends acceptance of the low bid submitted to the Public Works Department on OP No 7784 from Municipal Builders, Inc., for an estimated expenditure of \$2,983,300.00, to furnish and deliver all labor, materials, and incidentals necessary for the Fridley Filter Plant Split Project for the Water Distribution and Treatment Division.

Your Committee further recommends that the proper City officers be authorized and directed to execute a contract for said service in accordance with City specifications.

Adopted.

T&PW & W&M/Budget - Your Committee recommends acceptance of the low responsive bid submitted to the Public Works Department on OP No 7786 from Kafka Granite, LLC, for an estimated annual expenditure of \$171,000.00, to furnish and deliver red aggregate to the Paving Division as needed through March 31, 2014.

Your Committee further recommends that the proper City officers be authorized and directed to execute a contract for said service in accordance with City specifications.

Adopted.

T&PW & W&M/Budget - Your Committee recommends acceptance of the low bid submitted to the Public Works Department on OP No 7802 (re-bid) from IPR Northeast, LLC, for an estimated expenditure of \$424,933.00, to furnish and deliver all labor, materials, and incidentals necessary for the cleaning and CIPP-lining of 16" cast iron drain.

Your Committee further recommends that the proper City officers be authorized and directed to execute a contract for said service in accordance with City specifications.

Adopted.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

T&PW & W&M/Budget - Your Committee recommends acceptance of the low bid submitted to the Public Works Department on OP No 7814 from Electrical Installation and Maintenance, in the amount of \$213,500.00, to furnish and deliver all labor, materials, and incidentals necessary for Avenue of the Arts bridge poles and fixtures.

Your Committee further recommends that the proper City officers be authorized and directed to execute a contract for said service in accordance with City specifications.

Adopted.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

The WAYS & MEANS/BUDGET Committee submitted the following reports:

W&M/Budget - Your Committee recommends approval of the August 2013 utility billing insert on behalf of Finance and Property Services about local use tax obligations on purchases made outside the city.

Adopted.

W&M/Budget - Your Committee recommends passage of the accompanying resolution authorizing the acceptance of billboard display time from Clear Channel Outdoor for the purpose of communicating Snow Emergency information and to promote One Minneapolis One Read.

Adopted.

(Republished 6/19/2014)

Resolution 2013R-299, accepting airtime for billboard display time donation, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-299

By Hodges

Accepting airtime for public service announcements donation.

Whereas, the City of Minneapolis is generally authorized to accept donations of real and personal property pursuant to Minnesota Statutes Section 465.03 for the benefit of its citizens, and is specifically authorized to accept gifts and bequests for the benefit of recreational services pursuant to Minnesota Statutes Section 471.17; and

Whereas, the following persons and entities have offered to contribute the gifts set forth below to the city:

Name of Donor
Clear Channel Outdoor

Gift
digital billboard display space to display Snow Emergency alert information and to promote One Minneapolis One Read

Whereas, no goods or services were provided in exchange for said donation;

Whereas, all such donations have been contributed to assist the city in communicating Snow Emergency alert information, as allowed by law; and

Whereas, the City Council finds that it is appropriate to accept the donations offered;

Now, Therefore, Be It Resolved By The City Council Of The City of Minneapolis:

That the donations described above are accepted and shall be used for communicating Snow Emergency alert information and to promote One Minneapolis One Read.

Adopted.

W&M/Budget - Your Committee recommends acceptance of the low bids received as indicated below on OP No 7800 to furnish and deliver all labor and materials for the Minneapolis Target Center Concessions:

- 1) Construction Results Corporation in the amount of \$379,386;
- 2) CD Tile and Stone, Inc. in the amount of \$145,500;
- 3) Kirk Acoustics in the amount of \$20,600;
- 4) Sunrise Painting and Wallcovering, Inc. in the amount of \$29,900;
- 5) Northland Mechanical Contractors, Inc. in the amount of \$239,374; and
- 6) Elliot Contracting Corporation in the amount of \$117,564.62.

Your Committee further recommends that the proper City officers be authorized and directed to execute a contract for this project, all in accordance with City specifications.

Adopted.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

W&M/Budget - Your Committee recommends acceptance of the low bid received on OP No 7810 from Parsons Electric, LLC for an estimated expenditure in the amount of \$642,516 to furnish and deliver all labor and materials necessary to furnish and install an operable floor at the Minneapolis Target Center.

Your Committee further recommends that the proper City officers be authorized and directed to execute a contract for this project, all in accordance with City specifications.

Adopted.

Approved by Mayor Rybak 6/28/2013.

(Published 7/2/2013)

W&M/Budget - Your Committee recommends the proper City officers be authorize to enter into a contract with Eide Bailly to provide COBRA and state continuation and retiree billing services.

Adopted.

W&M/Budget - Your Committee recommends the proper City officers be authorized to issue a Request for Proposals for telecommunication services in July 2013 in order to evaluate and execute agreements with one or more communication service providers to deliver the City's required services beginning on January 1, 2014.

Adopted.

W&M/Budget - Your Committee, having under consideration a contract with Environmental Systems Research Institute for professional services, now recommends the proper City officers be authorized to: a) execute contract documents for a term of one year and a not to exceed amount of \$575,000, using Esri's contract agreement forms instead of the City's form; b) customize the liability terms and conditions to include the stipulations listed in the staff report; and c) customize the contract language regarding Esri personnel performing services.

Adopted.

W&M/Budget - Your Committee recommends passage of the accompanying resolution approving terms of the collective bargaining agreement with the Stationary Engineers Unit represented by International Union of Operating Engineers, Local No. 70, AFL-CIO, effective October 1, 2012 through September 30, 2014.

Adopted.

Resolution 2013R-300, approving a 24-month labor agreement with the Stationary Engineers Unit represented by International Union of Operating Engineers, Local No. 70, AFL-CIO, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-300
By Hodges

Approving the terms of a collective bargaining agreement with the Stationary Engineers Unit represented by International Union of Operating Engineers, Local No. 70, AFL-CIO, and authorizing execution and implementation of said agreement.

Resolved by The City Council of The City of Minneapolis:

That the executive summary of the collective bargaining agreement between the City of Minneapolis and the Stationary Engineers Unit represented by International Union of Operating Engineers, Local No. 70, AFL-CIO, (Petn No 276587), be approved.

Be It Further Resolved that the proper City officers be authorized to prepare and execute said collective bargaining agreement consistent with the terms of the executive summary and that the Human Resources Director be authorized to implement the terms and conditions of the collective bargaining agreement upon its execution.

Adopted.

W&M/Budget - Your Committee, having before it appointments to the Minneapolis Television Network Board, now recommends concurrence with the Mayor and Council President in appointing Anita Davis (Ward 5) to a term running through January 15, 2016, and that the appointment to fill the remaining Council-appointed seat on the board, also with a term through January 15, 2016, now be sent forward without recommendation.

Schiff moved to substitute the following report for the above report. Seconded.
Adopted upon a voice vote.

W&M/Budget - Your Committee, having before it appointments to the Minneapolis Television Network Board, now recommends the following:

a) concurrence with the Mayor and Council President in appointing Anita Davis (Ward 5) to a term running through January 15, 2016;

b) approval of the City Council's appointment of Dave Anton (Ward 12) to fill the unexpired term of John Gwinn for a term to expire January 15, 2016.

Adopted.

The ZONING & PLANNING Committee submitted the following reports:

Z&P – Your Committee concurs in the recommendation of the Planning Commission in denying the petition of Peter Frenz (BZZ-6033) to rezone the property at 1915 Fremont Avenue South from R2B to the R3 Multiple-family District to permit the conversion of an existing duplex into a triplex and adopting the related findings prepared by the Department of Community Planning & Economic Development.

Adopted.

Z&P – Your Committee concurs in the recommendation of the Planning Commission in granting the petition of Blake Bonjean (BZZ-6020) to rezone the property at 815 14th Avenue SE from I1 to the R5 Multiple-family Residence District to permit construction of a 5-story, mixed use building with 36 dwelling units, and adopting the related findings prepared by the Department of Community Planning & Economic Development.

Your Committee further recommends passage of the accompanying ordinance amending the Zoning Code.

Adopted.

Ordinance 2013-Or-067 amending Title 20, Chapter 521 of the Minneapolis Code of Ordinances relating to *Zoning Code: Zoning Districts and Maps Generally*, rezoning the property at 815 14th Avenue SE to the R5 Multiple-family Residence District, was adopted by the City Council. A complete copy of this ordinance is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized ordinance.

ORDINANCE 2013-Or-067
By Schiff
1st & 2nd Readings: 6/28/2013

Amending Title 20, Chapter 521 of the Minneapolis Code of Ordinances relating to Zoning Code: Zoning Districts and Maps Generally.

The City Council of the City of Minneapolis do ordain as follows:

Section 1. That Section 521.30 of the above-entitled ordinance be amended by changing the zoning district for the following parcel of land, pursuant to MS 462.357:

That part of Block 001, Thwigs Addition to Minneapolis, Hennepin County, Minnesota (815 14th Avenue SE - Plate 15) to the R5 District.

Adopted.

Z&P – Your Committee concurs in the recommendation of staff to adopt the final order for review of the East Village Alternative Urban Areawide Review process for the East Village development, analyzing two proposed development scenarios as identified in the staff report in the area that includes a five-block area in downtown Minneapolis, with three blocks bounded by South 3rd Street, 5th Avenue South, South 4th Street, and Chicago Avenue South; and the additional two blocks bounded by South 4th Street, 5th Avenue South, South 5th Street, and Park Avenue South.

Adopted.

Z&P - Your Committee, having under consideration the environmental review process for the proposed Currie Park Lofts Development, including Phase 1: Five15 on the Park and Phase 2 which is to be named, located at 1500, 1506 and 1514 6th Street South; 1500, 1501, 1506, 1507, and 1515 5th Street South; and 1505 4th Street South, now recommends that development of an Environmental Impact Statement not be ordered, therefore making a negative declaration, and that the Findings of Fact and Record of Decision set forth in the Department of Community Planning and Economic Development staff report be adopted.

Adopted.

Z&P - Your Committee, having under consideration the appeal filed by Mohamed Abdullahi from the decision of the Planning Commission granting the following applications:

a) Conditional use permit for Phase I of a two-phase Planned Unit Development with an alternative request for yards;

b) Variance of the interior/rear yard setbacks along the north property lines;

- c) Variance of the interior/rear yard setbacks along the east property lines;
 - d) Variance to allow a child care center in excess of 2,000 square feet at approximately 3,000 square feet;
 - e) Variance of the Pedestrian-Oriented Overlay District standards pertaining to curb cut width from 20 feet to 24 feet;
 - f) Variance of the loading requirement to allow one small loading space;
 - g) Site Plan Review for a new six-story mixed-use development that includes 260 dwelling units with a total of 271 bedrooms and approximately 6,000 square feet of ground level neighborhood-serving retail spaces; and
 - h) Preliminary plat;
- all applications as part of the Five15 On the Park project (formerly known as Currie Park Lofts) for the properties at 1500, 1506 and 1514 6th Street North; 1500, 1501, 1506, 1507 and 1515 5th Street South; and 1505 and 1509 4th Street South; now recommends that said appeal be denied, and that the related findings prepared by the Community Planning & Economic Development staff be adopted.

Further, that the Findings of Fact and Recommendation in support of this decision and finding that 1509 4th Street South is not part of this project and associated approvals, as prepared by the City Attorney and on file as FoF2013-20 in the Office of the City Clerk be adopted and made a part of this report by reference

Adopted.

MOTIONS

Goodman moved to direct the Planning Director to prepare necessary documentation to bring nomination of the Amos Deinard Residence forward to the Heritage Preservation Commission and to establish interim historic protection. Seconded.

Adopted upon a voice vote.

Hofstede moved to direct the City Attorney and City Clerk to:

a) Provide an analysis and overview of the proposed Plain Language Charter Revision to the Committee of the Whole/Intergovernmental Relations Subcommittee at its regular meeting on July 18, 2013; and

b) Develop a voter education plan to inform voters about the Plain Language Charter Revision as a ballot question for the November 5 General Municipal Election. Seconded.

Adopted upon a voice vote.

RESOLUTIONS

Resolution 2013R-301, honoring Retiring Elementary Teacher Bessie G. Griffin, was adopted by the City Council. A complete copy of this resolution is available for public inspection in the office of the City Clerk.

The following is the complete text of the unpublished summarized resolution.

RESOLUTION 2013R-301

**By Reich, Gordon, Hofstede, Johnson, Samuels, Lilligren,
Goodman, Glidden, Schiff, Tuthill, Quincy, Colvin Roy, and Hodges**

Honoring Retiring Elementary Teacher Bessie G. Griffin.

Whereas, Historic Grambling State University that opened November 1, 1901 in Grambling, LA has produced such legendary African American greats as singer/producer/poet Erykah Badu, Congressman Bettye Davis, Congresswoman Alicia Reece, Hall of Fame Football players Willie Brown, Buck Buchanan, Willie Davis and Charlie Joiner, playwright Judi Ann Mason, James Harris first NFL African American quarterback to start game, Doug Williams first African American quarterback to win the Super Bowl XXII and MVP, Hall of Fame basketball player Willis Reed and educator Bessie G. Griffin who graduated with a Bachelor of Science Degree in Elementary Education in 1963; and

Whereas, Bessie G. Griffin started educating, loving and nurturing African American scholars at Collinston Elementary School in Collinston, LA as a 4th grade teacher in 1963; and

Whereas, Bessie G. Griffin started educating, loving and nurturing African American and other scholars at Minneapolis Hay Elementary School in 1966 as a 3rd and 4th grade teacher; and

Whereas, Bessie G. Griffin continued to educate, love and nurture African American and other scholars at Minneapolis Field Elementary School as a 4th and 6th grade teacher in 1971; and

Whereas, Bessie G. Griffin continued to educate, love and nurture African American scholars at Harvest Prep School in Minneapolis as a 5th grade teacher, Title 1 teacher, Special Education teacher, Curriculum Coordinator and 4th grade teacher, a love and nurturing that has been the core of Harvest Prep School that gave birth to Best Academy, Mastery School and high academic achievement for African American scholars; and

Whereas, Bessie G. Griffin served on the Harvest Prep School Board of Directors for the past 10 years, serving as Chair, Vice Chair and Secretary during her illustrious tenure; and

Whereas, Bessie G. Griffin has served the African American community as role model for not only scholars, but teachers and administrators while being a daughter, wife, mother, sister, friend, education leader, community servant, drum major for freedom, justice and equality for 50 years to thousands of scholars and many others;

Now, Therefore, Be It Resolved by The City Council of The City of Minneapolis:

That the City Council and Mayor express their appreciation and thanks to Bessie Griffin for her exceptional service to the City of Minneapolis children and families.
Adopted.

UNFINISHED BUSINESS

Pursuant to notice, Reich moved to introduce the subject matter of the following ordinances amending Title 20 of the Minneapolis Code of Ordinances relating to *Zoning Code*, which were given their first reading and referred to the Zoning & Planning Committee (revising standards for sports and health facilities):

- a) Chapter 520 related to Zoning Code: Introductory Provisions.
 - b) Chapter 536 related to Zoning Code: Specific Development Standards.
 - c) Chapter 548 related to Zoning Code: Commercial Districts.
 - d) Chapter 550 related to Zoning Code: Industrial Districts.
 - e) Chapter 551 related to Zoning Code: Overlay Districts. Seconded.
- Adopted upon a voice vote.

Pursuant to notice, Schiff moved to introduce the subject matter of the following ordinances amending Title 20 of the Minneapolis Code of Ordinances relating to *Zoning Code*, which were given their for first reading and referred to the Zoning & Planning Committee (amending residential density standards):

- a) Chapter 520 related to Zoning Code: Introductory Provisions.
 - b) Chapter 527 related to Zoning Code: Planning Unit Development.
 - c) Chapter 546 related to Zoning Code: Residence Districts.
 - d) Chapter 547 related to Zoning Code: Office Residence Districts.
 - e) Chapter 548 related to Zoning Code: Commercial Districts.
 - f) Chapter 551 related to Zoning Code: Overlay Districts. Seconded.
- Adopted upon a voice vote.

Pursuant to notice, Goodman moved to introduce the subject matter of an ordinance amending Title 20, Chapter 535 of the Minneapolis Code of Ordinances relating to *Zoning Code: Regulations of General Applicability*, which was given its first reading and referred to the Zoning & Planning Committee (revising standards for solar energy systems). Seconded.

Adopted upon a voice vote.

NEW BUSINESS

Gordon moved that the proper City officers be authorized to enter into a one-year contract, with the possibility of extending the contract for up to three years, with Freeman, Craft, McGregor Group, Inc., a Florida corporation, to conduct an audit of the hardware, firmware, software and processes to be used for the 2013 Ranked Choice Voting election. Seconded.

Adopted upon a voice vote.

Samuels moved that the proper City officers be authorized to execute a grant agreement in the amount of \$8,713.99 with Minnesota Homeland Security and Emergency Management for equipment for the Bomb Disposal Unit.

Further, passage of the accompanying resolution appropriating \$8,713.99 to the Police Department to reflect receipt of said grant. Seconded.

Adopted upon a voice vote.

JUNE 28, 2013

**RESOLUTION 2013R-302
By Samuels**

Amending The 2013 General Appropriation Resolution.

Resolved by The City Council of The City of Minneapolis:

That the above-entitled resolution, as amended, be further amended by increasing the appropriation for the Police Department Agency in the Federal Grant Fund (01300-4002700) by \$8,713.99 and increasing the revenue source (01300-4002700-321010) by \$8,713.99.

Adopted upon a voice vote.

Lilligren moved to adjourn. Seconded.

Adopted upon a voice vote.

Casey Joe Carl
City Clerk

Official Posting: 7/5/2013
Corrections: 6/20/2014