

**MINUTES**  
**MAPLEWOOD CITY COUNCIL**  
7:00 p.m., Monday, July 14, 2014  
Council Chambers, City Hall  
Meeting No. 11-14

**A. CALL TO ORDER**

A meeting of the City Council was held in the City Hall Council Chambers and was called to order at 7:03 p.m. by Mayor Slawik.

**B. PLEDGE OF ALLEGIANCE**

**C. ROLL CALL**

Nora Slawik, Mayor	Present
Marylee Abrams, Councilmember	Present
Robert Cardinal, Councilmember	Present
Kathleen Juenemann, Councilmember	Present
Marvin Koppen, Councilmember	Present

**D. APPROVAL OF AGENDA**

N1 Manager Search	N6 Committee Reports
N2 National Night Out	N7 Ramsey County Fair
N3 Update on the Cable Commission	N8 Keller Phalen Park
N4 Reopening of Keller Golf Course	N9 Update on Regional Mayors Meeting
N5 Update on City Manager Meeting	N10 Gateway Corridor Commission

Councilmember Koppen moved to approve the agenda as amended.

Seconded by Councilmember Juenemann                      Ayes – All

The motion passed.

**E. APPROVAL OF MINUTES**

**1. Approval of June 23, 2014 City Council Workshop Minutes**

Councilmember Juenemann moved to approve the June 23, 2014 City Council Workshop Minutes as submitted.

Seconded by Councilmember Koppen                      Ayes – All

The motion passed.

**2. Approval of June 23, 2014 City Council Meeting Minutes**

Councilmember Juenemann moved to approve the June 23, 2014 City Council Meeting Minutes as submitted.

Seconded by Councilmember Koppen                      Ayes – All

The motion passed.



- (1) A transfer of \$7,543.88 from fund 446 (11-22) to fund 604 (EUF),
- (2) A transfer of \$191,870.05 from fund 547 (03-15) to fund 365 (Series 2012A),
- (3) A transfer of \$59,547.58 from fund 547 (03-15) to fund 507 (09-04),
- (4) A transfer of \$194,975.71 from fund 504 (08-13) to fund 507 (09-04),
- (5) A transfer of \$185,615.06 from fund 527 (11-14) to fund 365 (Series 2012A),
- (6) The appropriate budget changes.

Seconded by Councilmember Koppen

Ayes – All

The motion passed.

### 3. Approval of Resolution Certifying Election Judges for the August 12, 2014 Primary State Election

Councilmember Juenemann moved to approve the Resolution Certifying Election Judges for the August 12, 2014 State Primary Election.

Resolution 14-7-1087  
Accepting Election Judges

**RESOLVED**, that the City Council of Maplewood, Minnesota, accepts the following list of Election Judges for the 2014 Primary Election to be held on Tuesday, August 12, 2014.

Achmeier, Kevin	Carle, Jeanette	Duellman, Audrey
Aikens, Meredith	Carson, Helen	Dunham, Bob
Allen, Jim	Carson, Justin	Duscher, Marilyn
Anderson, Beverly	Carson, Fannie	Eickhoff, Carolyn
Anderson, Nancy	Casserly, Debra	Ek, John
Anderson, Suzanne	Cermak, Kiley	Ek, Susan
Anderson, Carole	Cleland, Ann	Elliott, Michael
Anderson, Sam	Clothier, Barb	Evans, Carol
Ansari, Ahsan	Combe, Edward	Ewald, Jeanne
Arnold, Ajla	Connelly, Thomas	Fitzgerald, Delores
Babin, Paul	Connolly, Colleen	Fowler, Cynthia
Bartelt, Joan	Conover, Florence	Franzen, Nick
Bedor, David	Coyle, Jim	Freer, Mary Jo
Beggs, Regan	Coyle, Rose	Fuller, Mary Katherine
Behr, Jeanette	Crist, Ann	Gaboury, Shirley
Belland, Jaime	Dahl, Bonnie	Gardner, Gary
Bierbaum, Al	DeBernardi, Nancy	Garvey, Terrence
Bierwerth, Sharon	Delveaux, Jay	Gebauer, Victor
Bjorklund, Diane	Delveaux, Jay	Gerlach, Barbara
Bolden, Donita	Desai, Kalpana	Gerten, John
Booher, Michele	DeZelar, Phil	Glaeser, Mary
Bortz, Albert	Dickerson, Charlene	Golaski, Diane
Bortz, Jeanne	Dickerson, Glendell	Gravink, Barb
Brandon, Richard	Dickson, Helen Jean	Gudknecht, Jamie
Brandon, Ginny	Diebel, Steve	Gustafson, Dianne
Bricher, Denise	Dittli, Albin	Guthrie, Rosie
Brunotte, Jessica	Domeier, Kathy	Haddad, Joyce
Bunkowske, Bernice	Dougherty, Tom	Hafner, Michael
Bunkowske, Eugene	Dougherty, Tom	Hahn, Sandra
Campbell, Lyla	Droeger, Diane	Hahn, Vonna

June 23, 2014

Hale, Linda  
 Hanson, Joan  
 Harder, Mary  
 Hart, Barbara  
 Hart, Robert  
 Herber, Darlene  
 Hervig, Cindy  
 Hinnenkamp, Gary  
 Hulet, Robert  
 Hulet, Jeanette  
 Huth, Patricia  
 Huth, Raymond  
 Ingersoll, Carol  
 Inhofer, Mary Claire  
 Jagoe, Carol  
 Jahn, David  
 Jefferson, Gwendolyn  
 Jensen, Robert  
 Johannessen, Judith  
 Johansen, Kathleen  
 Johnson, Warren  
 Johnson, Cheryle  
 Jones, Shirley  
 Jurmu, Joyce  
 Kane, Myrna  
 Kapfer, Deb  
 Kaul, Shirley  
 Kearn, Barbara  
 Kipka, Judy  
 Knauss, Carol  
 Knutson, Lois  
 Kramer, Dennis  
 Krebsbach, John  
 Kreger, Jason  
 Kroll, Judith  
 Kwapick, Jackie  
 Labarre, Thomas  
 Labossiere, Donna  
 LaCasse, Annette  
 Lackner, Marvella  
 Laibson-Brown, Cameo  
 Lampe, Charlotte  
 Lauren, Lorraine  
 Layer, Stephanie  
 Layer, Tom  
 Leach, Joanne  
 Leonard, Claudette  
 Letourneau, Sandra  
 Limon, Rosella  
 Lincowski, Steve  
 Liptak, Marianne  
 Loipersbeck, Darlene  
 Loipersbeck, Jules

Lonetti, Claudia  
 Lowery, Jr., Paul  
 Mahowald, Valerie  
 Mahre, Jeri  
 Malecki, Edward  
 Manke, Clarence  
 Manthey, John  
 Maskrey, Thomas  
 McCain, Shance  
 McCann, John  
 McCarthy, Peggy  
 McCarthy, Larry  
 McCarthy, Ryan  
 McCauley, Judy  
 McDonough, Carol  
 McDonough, Joan  
 McNea, Rosemary  
 Meyer, Kayleen  
 Mielke, Karen  
 Millette, James  
 Mireau, Michael  
 Moreno, Marlene  
 Motz, Betty  
 Mudek, Dolores  
 Muenchow, Mike  
 Nelson, Percy  
 Nelson, Clare  
 Newcomb, Mary  
 Nichol, Jane  
 Nichols, Miranda  
 Nissen, Helen  
 Norberg, Ann  
 O'Brien, D. William (Bill)  
 Olson, Anita  
 Pai, Shantal  
 Parent, Dian  
 Pedersen, Bernard  
 Peper, Marilyn  
 Perzichilli, Devrie  
 Petrie, Linda  
 Plaster, Rae  
 Plath, Orlin  
 Plumbo, Joseph  
 Posch, Roger  
 Putz, Steve  
 Putz, Shelly  
 Reeve, Claudia  
 Renslow, Rita  
 Roadfeldt, Rita  
 Rodriguez, Vincent  
 Rossbach, Teresa  
 Rubbert, Shirley  
 Rudeen, Elaine

Rygg, Crystal  
 Sagert, Chris  
 Sandberg, Janet  
 Sands, Warren  
 Saniti, Laurie  
 Sauer, Kathleen  
 Sawyer, Sharon  
 Scharnott, Thomas  
 Schiff, Marge  
 Schluender, Cynthia  
 Schmidt, William  
 Schneider, Mary Ann  
 Schramel, Betty  
 Schramel, Jim  
 Seelen, Sarah  
 Seidel, Gloria  
 Seitz, James  
 Seyfer, Deborah  
 Shankar, Ananth  
 Sheppard, Maryjean  
 Shores, Teresa  
 Skaar, Steven  
 Skaar, Delaney  
 Skaar, Susan  
 Sorenson, Kathy  
 Spangler, Bob  
 Stafki, Tim  
 Steenberg, Judith  
 Steenberg, Richard  
 Storm, Mary  
 Tarnowski, Joseph  
 Taylor, Lori  
 Thomalla, Carol  
 Thomas, Jeff  
 Thomas, Jeff  
 Thompson, Jerrilyn  
 Tietel, Lynn  
 Tourville, Michael  
 Tourville, Michael  
 Trippler, Dale  
 Tschida, Micki  
 Urbanski, Carolyn  
 Urbanski, Holly  
 Urbanski, William  
 Vanek, Mary  
 Vereide, Jim  
 Wagner, Joanne  
 Wasmundt, Gayle  
 Webb, Paulette  
 Weinberg, Vicki  
 Wessel, Warren  
 White, Greg  
 Wiesner, Robert







recommending approval or denial of said application;

WHEREAS, the municipality shall consider in its recommendation whether the property is considered a municipal problem based on illegal activity, code violations or health and safety violations;

WHEREAS, the city's police, building code, zoning code and health personnel have all confirmed that their records show no violations of any sort at these properties in the evaluation period of the previous five years;

NOW, THEREFORE, BE IT RESOLVED that the Maplewood City Council hereby recommends to the Ramsey County Board of Commissioners approval of the repurchase application submitted by the prior owners of property located south of 2036 English St. N., (PIN: 15-29-22-23-0061) and (PIN: 15-29-22-23-0089)

The Maplewood City Council approved this resolution on July 14, 2014.

Seconded by Councilmember Koppen Ayes – All

The motion passed.

**10. Approval of Work on Fleet Garage Doors at 1902 County Road B East**

Councilmember Juenemann moved to approve the replacement of the garage doors and repair work for the Public Works Fleet garage doors by Overhead Door Company in the amount of \$22,368.

Seconded by Councilmember Koppen Ayes – All

The motion passed.

**11. Approval of Agreement for Professional Services, County Road B Trail and Safety Improvements, City Project 14-02**

Councilmember Juenemann moved to approve the City Manager and City Engineer to sign Work Order No. 12 for the design and property acquisition for the County Road B Trail and Safety Improvements, City Project 14-02 in the amount of \$201,517 with Bolton and Menk, Inc. which also signifies an adjustment in the existing \$50,000 project budget.

Seconded by Councilmember Koppen Ayes – All

The motion passed.

**12. Approval to Donate Lockers to Harmony School**

Police Chief Schnell gave the staff report.

Councilmember Juenemann moved to approve the resolution to donate any usable lockers from the Police Department Expansion Project to ISD 622 Harmony School.

Resolution 14-7-1092  
Approval of Donation





heretofore determined and declared that it is necessary and expedient to issue \$7,745,000 General Obligation Bonds, Series 2014A (the "Bonds" or individually a "Bond"), pursuant to Minnesota Statutes, Chapter 475 and:

1. Chapter 429, to finance the construction of various street improvement projects within the City (the "Improvements"), in the amount of \$3,335,000 (the "Improvement Portion of the Bonds"). The Improvements and all their components have been ordered prior to the date hereof, after a hearing thereon for which notice was given describing the Improvements or all their components by general nature, estimated cost, and area to be assessed; and
  2. Section 412.301 to finance the purchase of capital equipment (the "Equipment"), in the amount of \$565,000 (the "Equipment Portion of the Bonds"). Each item of Equipment to be financed by the Equipment Portion of the Bonds has an expected useful life at least as long as the term of the Equipment Portion of the Bonds. The principal amount of the Equipment Portion of the Bonds does not exceed one-quarter of one percent (0.25%) of the market value of the taxable property in the City (\$3,174,211,200 times 0.25% is \$7,935,528); and
  3. Section 475.521 to finance improvements outlined in the City's Capital Improvement Plan (the "CIP Improvements") in the amount of \$2,775,000 (the "CIP Portion of the Bonds"). The City held a public hearing on July 22, 2013, on the proposed issuance of general obligation capital improvement plan bonds and, pursuant to a resolution approved and adopted the 2014 through 2018 Five-Year Capital Improvement Plan (the "CIP Plan"), and approved the issuance of general obligation capital improvement plan bonds to finance a public safety facility described in the Plan (the "CIP Project"); and
  4. Chapter 469 to finance certain capital and administration costs, consisting of public improvements outlined in the City's tax increment financing plan (the "TIF Plan") in the amount of \$1,070,000 (the "TIF Portion of the Bonds"); and
- B. WHEREAS, no petition signed by voters equal to five percent of the votes cast in the City in the last general election requesting a vote on the issuance of the general obligation capital improvement plan bonds has been filed with the Clerk within thirty days after the public hearing on the CIP Plan and on the issuance of the general obligation capital improvement plan bonds; and the City has heretofore determined, in accordance with Minnesota Statutes, Section 475.521, Subd. 4, that the principal and interest to become due in any year on the CIP Portion of the Bonds, will be less than 0.16 percent of the taxable market value of property in the City; and other than the Bonds and the Prior Bonds, there are no other bonds issued by the City under Minnesota Statutes, Section 475.521; and
- C. WHEREAS, the City has heretofore established Municipal Development District No. 1 (the "Development District") pursuant to the provisions of Minnesota Statutes, Sections 469.124 through 469.134, and has approved a Development Program (the "Program") with respect to the Development District; and
- D. WHEREAS, the Council has also heretofore established Tax Increment Financing (Redevelopment) District No. 1-12 as a redevelopment district within the Development District (the "Tax Increment District") under the provisions of Minnesota Statutes, Sections 469.174 through 469.179 and has approved the tax increment financing plan (the "TIF Plan") with respect to the Tax Increment District; and
- E. WHEREAS, pursuant to the provisions of the Program and TIF Plan, funds are to be expended within the Development District to provide funds to finance certain capital and administration costs, consisting of public improvements within the Tax Increment District as set forth

in the TIF Plan (the "TIF Project") and tax increments derived from the Tax Increment District (the "Tax Increments") will be used to pay for the TIF Project; and

F. WHEREAS, it is in the best interests of the City that the Bonds be issued in book-entry form as hereinafter provided; and

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Maplewood, Minnesota, as follows:

1. Acceptance of Proposal. The proposal of Robert W. Baird & Company, Incorporated in Milwaukee, Wisconsin (the "Purchaser"), to purchase the Bonds, in accordance with the Terms of Proposal established for the Bonds, at the rates of interest hereinafter set forth, and to pay therefor the sum of \$8,004,759.88, plus interest accrued to settlement, is hereby found, determined and declared to be the most favorable proposal received, is hereby accepted and the Bonds are hereby awarded to the Purchaser. The City Clerk is directed to retain the deposit of the Purchaser and to forthwith return to the unsuccessful bidders any good faith checks or drafts.

2. Bond Terms.

(a) Original Issue Date; Denominations; Maturities; Term Bond Option. The Bonds shall be dated August 1, 2014, as the date of original issue and shall be issued forthwith on or after such date in fully registered form, shall be numbered from R-1 upward in the denomination of \$5,000 each or in any integral multiple thereof of a single maturity (the "Authorized Denominations") and shall mature on February 1 in the years and amounts as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2016	\$240,000	2025	\$465,000
2017	375,000	2026	475,000
2018	410,000	2027	490,000
2019	435,000	2028	510,000
2020	445,000	2029	520,000
2021	460,000	2030	540,000
2022	480,000	2032	335,000
2023	500,000	2035	545,000
2024	520,000		

As may be requested by the Purchaser, one or more term Bonds may be issued having mandatory sinking fund redemption and final maturity amounts conforming to the foregoing principal repayment schedule, and corresponding additions may be made to the provisions of the applicable Bond(s).

(b) Allocation. The Improvement Portion of the Bonds, being the aggregate principal amount of \$3,335,000, maturing in each of the years and amounts hereinafter set forth, is issued to finance the Improvements. The Equipment Portion of the Bonds, being the aggregate principal amount of \$565,000, maturing in each of the years and amounts hereinafter set forth, is issued to finance the Equipment. The CIP Portion of the Bonds, being the aggregate principal amount of \$2,775,000, maturing in each of the years and amounts hereinafter set forth, is issued to finance the CIP Improvements. The TIF Portion of the Bonds, being the aggregate principal amount of \$1,070,000, maturing in each of the years and amounts hereinafter set forth, is issued to finance the TIF Project.

<u>Year</u>	<u>Improvement Portion</u>	<u>Equipment Portion</u>	<u>CIP Portion</u>	<u>TIF Portion</u>	<u>Total</u>
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2016	\$130,000	\$50,000	\$ 60,000		\$240,000
2017	185,000	60,000	105,000	\$ 25,000	375,000
2018	190,000	60,000	110,000	50,000	410,000
2019	195,000	60,000	110,000	70,000	435,000
2020	200,000	60,000	115,000	70,000	445,000
2021	205,000	65,000	120,000	70,000	460,000
2022	215,000	65,000	125,000	75,000	480,000
2023	225,000	70,000	125,000	80,000	500,000
2024	230,000	75,000	135,000	80,000	520,000
2025	240,000		140,000	85,000	465,000
2026	250,000		140,000	85,000	475,000
2027	255,000		145,000	90,000	490,000
2028	265,000		150,000	95,000	510,000
2029	270,000		155,000	95,000	520,000
2030	280,000		160,000	100,000	540,000
2031			165,000		165,000
2032			170,000		170,000
2033			175,000		175,000
2034			180,000		180,000
2035			190,000		190,000

If Bonds are prepaid, the prepayments shall be allocated to the portions of debt service (and hence allocated to the payment of Bonds treated as relating to a particular portion of debt service) as provided in this paragraph. If the source of prepayment moneys is the general fund of the City, or other generally available source, the prepayment may be allocated to any of the portions of debt service in such amounts as the City shall determine. If the source of a prepayment is special assessments pledged to the Improvements, the prepayment shall be allocated to the Improvement Portion of debt service. If the source of prepayment is tax increment revenues pledged to the TIF Project, the prepayment shall be allocated to the TIF Portion of debt service.

(c) Book Entry Only System. The Depository Trust Company, a limited purpose trust company organized under the laws of the State of New York or any of its successors or its successors to its functions hereunder (the "Depository") will act as securities depository for the Bonds, and to this end:

- (i) The Bonds shall be initially issued and, so long as they remain in book entry form only (the "Book Entry Only Period"), shall at all times be in the form of a separate single fully registered Bond for each maturity of the Bonds; and for purposes of complying with this requirement under paragraphs 5 and 10 Authorized Denominations for any Bond shall be deemed to be limited during the Book Entry Only Period to the outstanding principal amount of that Bond.

- (ii) Upon initial issuance, ownership of the Bonds shall be registered in a bond register maintained by the Bond Registrar (as hereinafter defined) in the name of CEDE & CO., as the nominee (it or any nominee of the existing or a successor Depository, the "Nominee").
- (iii) With respect to the Bonds neither the City nor the Bond Registrar shall have any responsibility or obligation to any broker, dealer, bank, or any other financial institution for which the Depository holds Bonds as securities depository (the "Participant") or the person for which a Participant holds an interest in the Bonds shown on the books and records of the Participant (the "Beneficial Owner"). Without limiting the immediately preceding sentence, neither the City, nor the Bond Registrar, shall have any such responsibility or obligation with respect to (A) the accuracy of the records of the Depository, the Nominee or any Participant with respect to any ownership interest in the Bonds, or (B) the delivery to any Participant, any Owner or any other person, other than the Depository, of any notice with respect to the Bonds, including any notice of redemption, or (C) the payment to any Participant, any Beneficial Owner or any other person, other than the Depository, of any amount with respect to the principal of or premium, if any, or interest on the Bonds, or (D) the consent given or other action taken by the Depository as the Registered Holder of any Bonds (the "Holder"). For purposes of securing the vote or consent of any Holder under this Resolution, the City may, however, rely upon an omnibus proxy under which the Depository assigns its consenting or voting rights to certain Participants to whose accounts the Bonds are credited on the record date identified in a listing attached to the omnibus proxy.
- (iv) The City and the Bond Registrar may treat as and deem the Depository to be the absolute owner of the Bonds for the purpose of payment of the principal of and premium, if any, and interest on the Bonds, for the purpose of giving notices of redemption and other matters with respect to the Bonds, for the purpose of obtaining any consent or other action to be taken by Holders for the purpose of registering transfers with respect to such Bonds, and for all purpose whatsoever. The Bond Registrar, as paying agent hereunder, shall pay all principal of and premium, if any, and interest on the Bonds only to the Holder or the Holders of the Bonds as shown on the bond register, and all such payments shall be valid and effective to fully satisfy and discharge the City's obligations with respect to the principal of and premium, if any, and interest on the Bonds to the extent of the sum or sums so paid.
- (v) Upon delivery by the Depository to the Bond Registrar of written notice to the effect that the Depository has determined to substitute a new Nominee in place of the existing Nominee, and subject to the transfer provisions in paragraph 10, references to the Nominee hereunder shall refer to such new Nominee.
- (vi) So long as any Bond is registered in the name of a Nominee, all payments with respect to the principal of and premium, if any, and interest on such Bond and all notices with respect to such Bond shall be made and given, respectively, by the Bond Registrar or City, as the case may be, to the Depository as provided in the Letter of Representations to the Depository required by the Depository as a condition to its acting as book-entry Depository for the Bonds (said Letter of Representations, together with any replacement thereof or amendment or substitute thereto, including any standard procedures or policies referenced therein or applicable thereto respecting the procedures and other matters relating to the Depository's role as book-entry Depository for the Bonds, collectively hereinafter referred to as the "Letter of Representations").
- (vii) All transfers of beneficial ownership interests in each Bond issued in book-entry form

shall be limited in principal amount to Authorized Denominations and shall be effected by procedures by the Depository with the Participants for recording and transferring the ownership of beneficial interests in such Bonds.

- (viii) In connection with any notice or other communication to be provided to the Holders pursuant to this Resolution by the City or Bond Registrar with respect to any consent or other action to be taken by Holders, the Depository shall consider the date of receipt of notice requesting such consent or other action as the record date for such consent or other action; provided, that the City or the Bond Registrar may establish a special record date for such consent or other action. The City or the Bond Registrar shall, to the extent possible, give the Depository notice of such special record date not less than fifteen calendar days in advance of such special record date to the extent possible.
- (ix) Any successor Bond Registrar in its written acceptance of its duties under this Resolution and any paying agency/bond registrar agreement, shall agree to take any actions necessary from time to time to comply with the requirements of the Letter of Representations.
- (x) In the case of a partial prepayment of a Bond, the Holder may, in lieu of surrendering the Bonds for a Bond of a lesser denomination as provided in paragraph 5, make a notation of the reduction in principal amount on the panel provided on the Bond stating the amount so redeemed.
- (d) Termination of Book-Entry Only System. Discontinuance of a particular Depository's services and termination of the book-entry only system may be effected as follows:
  - (i) The Depository may determine to discontinue providing its services with respect to the Bonds at any time by giving written notice to the City and discharging its responsibilities with respect thereto under applicable law. The City may terminate the services of the Depository with respect to the Bond if it determines that the Depository is no longer able to carry out its functions as securities depository or the continuation of the system of book-entry transfers through the Depository is not in the best interests of the City or the Beneficial Owners.
  - (ii) Upon termination of the services of the Depository as provided in the preceding paragraph, and if no substitute securities depository is willing to undertake the functions of the Depository hereunder can be found which, in the opinion of the City, is willing and able to assume such functions upon reasonable or customary terms, or if the City determines that it is in the best interests of the City or the Beneficial Owners of the Bond that the Beneficial Owners be able to obtain certificates for the Bonds, the Bonds shall no longer be registered as being registered in the bond register in the name of the Nominee, but may be registered in whatever name or names the Holder of the Bonds shall designate at that time, in accordance with paragraph 10. To the extent that the Beneficial Owners are designated as the transferee by the Holders, in accordance with paragraph 10, the Bonds will be delivered to the Beneficial Owners.
  - (iii) Nothing in this subparagraph (d) shall limit or restrict the provisions of paragraph 10.
- (e) Letter of Representations. The provisions in the Letter of Representations are incorporated herein by reference and made a part of the resolution, and if and to the extent any such provisions are inconsistent with the other provisions of this resolution, the provisions in the Letter of Representations shall control.

3. Purpose. The Improvement Portion of the Bonds shall provide funds to finance the Improvements. The Equipment Portion of the Bonds shall provide funds to finance acquisition and installation of the Equipment. The CIP Portion of the Bonds shall provide funds to finance the CIP Improvements. The TIF Portion of the Bonds shall provide funds to finance the TIF Project. The Improvements, the Equipment, the CIP Improvements and the TIF Project are herein referred to together as the Project. The total cost of the Project, which shall include all costs enumerated in Minnesota Statutes, Section 475.65, is estimated to be at least equal to the amount of the Bonds. The City covenants that it shall do all things and perform all acts required of it to assure that work on the Project proceeds with due diligence to completion and that any and all permits and studies required under law for the Project are obtained.

4. Interest. The Bonds shall bear interest payable semiannually on February 1 and August 1 of each year (each, an "Interest Payment Date"), commencing August 1, 2015, calculated on the basis of a 360-day year of twelve 30-day months, at the respective rates per annum set forth opposite the maturity years as follows:

<u>Maturity Year</u>	<u>Interest Rate</u>	<u>Maturity Year</u>	<u>Interest Rate</u>
2016	2.00%	2025	3.00%
2017	2.00	2026	3.00
2018	2.00	2027	3.00
2019	2.00	2028	3.00
2020	4.00	2029	3.00
2021	4.00	2030	3.125
2022	4.00	2032	3.25
2023	4.00	2035	3.50
2024	4.00		

5. Redemption. All Bonds maturing on February 1, 2023 and thereafter, shall be subject to redemption and prepayment at the option of the City on February 1, 2022, and on any date thereafter at a price of par plus accrued interest. Redemption may be in whole or in part of the Bonds subject to prepayment. If redemption is in part, the maturities and the principal amounts within each maturity to be redeemed shall be determined by the City; and if only part of the Bonds having a common maturity date are called for prepayment, the specific Bonds to be prepaid shall be chosen by lot by the Bond Registrar. Bonds or portions thereof called for redemption shall be due and payable on the redemption date, and interest thereon shall cease to accrue from and after the redemption date. Mailed notice of redemption shall be given to the paying agent and to each affected registered holder of the Bonds at least thirty days prior to the date fixed for redemption.

To effect a partial redemption of Bonds having a common maturity date, the Bond Registrar prior to giving notice of redemption shall assign to each Bond having a common maturity date a distinctive number for each \$5,000 of the principal amount of such Bond. The Bond Registrar shall then select by lot, using such method of selection as it shall deem proper in its discretion, from the numbers so assigned to such Bonds, as many numbers as, at \$5,000 for each number, shall equal the principal amount of such Bonds to be redeemed. The Bonds to be redeemed shall be the Bonds to which were assigned numbers so selected; provided, however, that 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. If a Bond is to be redeemed only in part, it shall be surrendered to the Bond Registrar (with, if the City or Bond Registrar so requires, a written instrument of transfer in form satisfactory to the City and Bond Registrar duly executed by the Holder thereof or the Holder's attorney duly authorized in writing) and the City shall execute (if necessary) and the Bond Registrar shall authenticate and deliver to the Holder of the Bond, without service

charge, a new Bond or Bonds having the same stated maturity and interest rate and of any Authorized Denomination or Denominations, as requested by the Holder, in aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Bond so surrendered.

6. Bond Registrar. U.S. Bank National Association, in St. Paul, Minnesota, is appointed to act as bond registrar and transfer agent with respect to the Bonds (the "Bond Registrar"), and shall do so unless and until a successor Bond Registrar is duly appointed, all pursuant to any contract the City and Bond Registrar shall execute which is consistent herewith. The Bond Registrar shall also serve as paying agent unless and until a successor paying agent is duly appointed. Principal and interest on the Bonds shall be paid to the registered holders (or record holders) of the Bonds in the manner set forth in the form of Bond and paragraph 12.

7. Form of Bond. The Bonds, together with the Bond Registrar's Certificate of Authentication, the form of Assignment and the registration information thereon, shall be in substantially the following form:

UNITED STATES OF AMERICA  
STATE OF MINNESOTA  
RAMSEY COUNTY  
CITY OF MAPLEWOOD

R-\_\_\_\_\_ \$\_\_\_\_\_

GENERAL OBLIGATION BOND, SERIES 2014A

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
	February 1,	August 1, 2014	

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT:

The City of Maplewood, Ramsey County, Minnesota (the "Issuer"), certifies that it is indebted and for value received promises to pay to the registered owner specified above, or registered assigns, unless called for earlier redemption, in the manner hereinafter set forth, the principal amount specified above, on the maturity date specified above, and to pay interest thereon semiannually on February 1 and August 1 of each year (each, an "Interest Payment Date"), commencing August 1, 2015, at the rate per annum specified above (calculated on the basis of a 360-day year of twelve 30-day months) until the principal sum is paid or has been provided for. This Bond will bear interest from the most recent Interest Payment Date to which interest has been paid or, if no interest has been paid, from the date of original issue hereof. The principal of and premium, if any, on this Bond are payable upon presentation and surrender hereof at the principal office of U.S. Bank National Association, in St. Paul, Minnesota (the "Bond Registrar"), acting as paying agent, or any successor paying agent duly appointed by the Issuer, acting as paying agent, or any successor paying agent duly appointed by the Issuer. Interest on this Bond will be paid on each Interest Payment Date by check or draft mailed to the person in whose name this Bond is registered (the "Holder" or "Bondholder") on the registration books of the Issuer maintained by the Bond Registrar and at the address appearing thereon at the close of business on the fifteenth day of the calendar month next preceding such Interest Payment Date (the "Regular Record Date"). Any interest not so timely paid shall cease to be payable to the person who is the Holder hereof as of the Regular Record Date, and shall be payable to the person who is the Holder hereof at the close of business on a date (the "Special Record Date") fixed by the Bond Registrar whenever money becomes available for payment of the defaulted interest. Notice of the Special Record Date shall be given to Bondholders not less than ten days prior to the Special

Record Date. The principal of and premium, if any, and interest on this Bond are payable in lawful money of the United States of America. So long as this Bond is registered in the name of the Depository or its Nominee as provided in the Resolution hereinafter described, and as those terms are defined therein, payment of principal of, premium, if any, and interest on this Bond and notice with respect thereto shall be made as provided in the Letter of Representations, as defined in the Resolution, and surrender of this Bond shall not be required for payment of the redemption price upon a partial redemption of this Bond. Until termination of the book-entry only system pursuant to the Resolution, Bonds may only be registered in the name of the Depository or its Nominee.

Optional Redemption. All Bonds of this issue (the "Bonds") maturing on February 1, 2023, and thereafter, are subject to redemption and prepayment at the option of the Issuer on February 1, 2022, and on any date thereafter at a price of par plus accrued interest. Redemption may be in whole or in part of the Bonds subject to prepayment. If redemption is in part, the maturities and the principal amounts within each maturity to be redeemed shall be determined by the Issuer; and if only part of the Bonds having a common maturity date are called for prepayment, the specific Bonds to be prepaid shall be chosen by lot by the Bond Registrar. Bonds or portions thereof called for redemption shall be due and payable on the redemption date, and interest thereon shall cease to accrue from and after the redemption date. Mailed notice of redemption shall be given to the paying agent and to each affected Holder of the Bonds at least thirty days prior to the date fixed for redemption.

Selection of Bonds for Redemption; Partial Redemption. To effect a partial redemption of Bonds having a common maturity date, the Bond Registrar shall assign to each Bond having a common maturity date a distinctive number for each \$5,000 of the principal amount of such Bond. The Bond Registrar shall then select by lot, using such method of selection as it shall deem proper in its discretion, from the numbers assigned to the Bonds, as many numbers as, at \$5,000 for each number, shall equal the principal amount of such Bonds to be redeemed. The Bonds to be redeemed shall be the Bonds to which were assigned numbers so selected; provided, however, that only so much of the principal amount of 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. If a Bond is to be redeemed only in part, it shall be surrendered to the Bond Registrar (with, if the Issuer or Bond Registrar so requires, a written instrument of transfer in form satisfactory to the Issuer and Bond Registrar duly executed by the Holder thereof or the Holder's attorney duly authorized in writing) and the Issuer shall execute (if necessary) and the Bond Registrar shall authenticate and deliver to the Holder of the Bond, without service charge, a new Bond or Bonds having the same stated maturity and interest rate and of any Authorized Denomination or Denominations, as requested by the Holder, in aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Bond so surrendered.

Issuance; Purpose; General Obligation. This Bond is one of an issue in the total principal amount of \$7,745,000, all of like date of original issue and tenor, except as to number, maturity, interest rate, denomination and redemption privilege, issued pursuant to and in full conformity with the Constitution and laws of the State of Minnesota and pursuant to a resolution adopted by the City Council on July 14, 2014 (the "Resolution"), for the purpose of providing money to finance various projects within the jurisdiction of the Issuer. This Bond is payable out of the General Obligation Bonds, Series 2014A Fund of the Issuer. This Bond constitutes a general obligation of the Issuer, and to provide moneys for the prompt and full payment of its principal, premium, if any, and interest when the same become due, the full faith and credit and taxing powers of the Issuer have been and are hereby irrevocably pledged.

Denominations; Exchange; Resolution. The Bonds are issuable solely in fully registered form in Authorized Denominations (as defined in the Resolution) and are exchangeable for fully registered Bonds of other Authorized Denominations in equal aggregate principal amounts at the principal office of the Bond Registrar, but only in the manner and subject to the limitations provided in the Resolution. Reference is hereby made to the Resolution for a description of the rights and duties of the Bond

Registrar. Copies of the Resolution are on file in the principal office of the Bond Registrar.

Transfer. This Bond is transferable by the Holder in person or the Holder's attorney duly authorized in writing at the principal office of the Bond Registrar upon presentation and surrender hereof to the Bond Registrar, all subject to the terms and conditions provided in the Resolution and to reasonable regulations of the Issuer contained in any agreement with the Bond Registrar. Thereupon the Issuer shall execute and the Bond Registrar shall authenticate and deliver, in exchange for this Bond, one or more new fully registered Bonds in the name of the transferee (but not registered in blank or to "bearer" or similar designation), of an Authorized Denomination or Denominations, in aggregate principal amount equal to the principal amount of this Bond, of the same maturity and bearing interest at the same rate.

Fees upon Transfer or Loss. The Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge payable in connection with the transfer or exchange of this Bond and any legal or unusual costs regarding transfers and lost Bonds.

Treatment of Registered Owners. The Issuer and Bond Registrar may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided (except as otherwise provided herein with respect to the Record Date) and for all other purposes, whether or not this Bond shall be overdue, and neither the Issuer nor the Bond Registrar shall be affected by notice to the contrary.

Authentication. This Bond shall not be valid or become obligatory for any purpose or be entitled to any security unless the Certificate of Authentication hereon shall have been executed by the Bond Registrar.

Qualified Tax-Exempt Obligation. This Bond has been designated by the Issuer as a "qualified tax-exempt obligation" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

IT IS HEREBY CERTIFIED AND RECITED that all acts, conditions and things required by the Constitution and laws of the State of Minnesota to be done, to happen and to be performed, precedent to and in the issuance of this Bond, have been done, have happened and have been performed, in regular and due form, time and manner as required by law; and that this Bond, together with all other debts of the Issuer outstanding on the date of original issue hereof and the date of its issuance and delivery to the original purchaser, does not exceed any constitutional or statutory limitation of indebtedness.

IN WITNESS WHEREOF, the City of Maplewood, Ramsey County, Minnesota, by its City Council has caused this Bond to be executed on its behalf by the facsimile signatures of its Mayor and its City Clerk, the corporate seal of the Issuer having been intentionally omitted as permitted by law.

Date of Registration:

Registrable by: U.S. BANK NATIONAL ASSOCIATION

\_\_\_\_\_

Payable at: U.S. BANK NATIONAL ASSOCIATION

BOND REGISTRAR'S  
CERTIFICATE OF  
AUTHENTICATION

CITY OF MAPLEWOOD,  
RAMSEY COUNTY, MINNESOTA

/s/ Facsimile  
\_\_\_\_\_  
Mayor

This Bond is one of the Bonds described in the





8. Execution; Temporary Bonds. The Bonds shall be printed (or, at the request of the Purchaser, typewritten) and shall be executed on behalf of the City by the signatures of its Mayor and City Clerk and be sealed with the seal of the City; provided, however, that the seal of the City may be a printed (or, at the request of the Purchaser, photocopied) facsimile; and provided further that both of such signatures may be printed (or, at the request of the Purchaser, photocopied) facsimiles and the corporate seal may be omitted on the Bonds as permitted by law. In the event of disability or resignation or other absence of either officer, the Bonds may be signed by the manual or facsimile signature of that officer who may act on behalf of the absent or disabled officer. In case either officer whose signature or facsimile of whose signature shall appear on the Bonds shall cease to be such officer before the delivery of the Bonds, the signature or facsimile shall nevertheless be valid and sufficient for all purposes, the same as if the officer had remained in office until delivery. The City may elect to deliver, in lieu of printed definitive bonds, one or more typewritten temporary bonds in substantially the form set forth above, with such changes as may be necessary to reflect more than one maturity in a single temporary bond. Such temporary bonds may be executed with photocopied facsimile signatures of the Mayor and City Clerk. Such temporary bonds shall, upon the printing of the definitive bonds and the execution thereof, be exchanged therefor and canceled.

9. Authentication. No Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit under this resolution unless a Certificate of Authentication on the Bond, substantially in the form hereinabove set forth, shall have been duly executed by an authorized representative of the Bond Registrar. Certificates of Authentication on different Bonds need not be signed by the same person. The Bond Registrar shall authenticate the signatures of officers of the City on each Bond by execution of the Certificate of Authentication on the Bond and by inserting as the date of registration in the space provided the date on which the Bond is authenticated, except that for purposes of delivering the original Bonds to the Purchaser, the Bond Registrar shall insert as a date of registration the date of original issue, which date is August 1, 2014. The Certificate of Authentication so executed on each Bond shall be conclusive evidence that it has been authenticated and delivered under this resolution.

10. Registration; Transfer; Exchange. The City will cause to be kept at the principal office of the Bond Registrar a bond register in which, subject to such reasonable regulations as the Bond Registrar may prescribe, the Bond Registrar shall provide for the registration of Bonds and the registration of transfers of Bonds entitled to be registered or transferred as herein provided.

Upon surrender for transfer of any Bond at the principal office of the Bond Registrar, the City shall execute (if necessary), and the Bond Registrar shall authenticate, insert the date of registration (as provided in paragraph 9) of, and deliver, in the name of the designated transferee or transferees, one or more new Bonds of any Authorized Denomination or Denominations of a like aggregate principal amount, having the same stated maturity and interest rate, as requested by the transferor; provided, however, that no Bond may be registered in blank or in the name of "bearer" or similar designation.

At the option of the Holder, Bonds may be exchanged for Bonds of any Authorized Denomination or Denominations of a like aggregate principal amount and stated maturity, upon surrender of the Bonds to be exchanged at the principal office of the Bond Registrar. Whenever any Bonds are so surrendered for exchange, the City shall execute (if necessary), and the Bond Registrar shall authenticate, insert the date of registration of, and deliver the Bonds which the Holder making the exchange is entitled to receive.

All Bonds surrendered upon any exchange or transfer provided for in this resolution shall be promptly canceled by the Bond Registrar and thereafter disposed of as directed by the City.

All Bonds delivered in exchange for or upon transfer of Bonds shall be valid general obligations of the City evidencing the same debt, and entitled to the same benefits under this

resolution, as the Bonds surrendered for such exchange or transfer.

Every Bond presented or surrendered for transfer or exchange shall be duly endorsed or be accompanied by a written instrument of transfer, in form satisfactory to the Bond Registrar, duly executed by the Holder thereof or the Holder's attorney duly authorized in writing.

The Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge payable in connection with the transfer or exchange of any Bond and any legal or unusual costs regarding transfers and lost Bonds.

Transfers shall also be subject to reasonable regulations of the City contained in any agreement with the Bond Registrar, including regulations which permit the Bond Registrar to close its transfer books between record dates and payment dates. The City Clerk is hereby authorized to negotiate and execute the terms of said agreement.

11. Rights Upon Transfer or Exchange. Each Bond delivered upon transfer of or in exchange for or in lieu of any other Bond shall carry all the rights to interest accrued and unpaid, and to accrue, which were carried by such other Bond.

12. Interest Payment; Record Date. Interest on any Bond shall be paid on each Interest Payment Date by check or draft mailed to the person in whose name the Bond is registered (the "Holder") on the registration books of the City maintained by the Bond Registrar and at the address appearing thereon at the close of business on the fifteenth day of the calendar month next preceding such Interest Payment Date (the "Regular Record Date"). Any such interest not so timely paid shall cease to be payable to the person who is the Holder thereof as of the Regular Record Date, and shall be payable to the person who is the Holder thereof at the close of business on a date (the "Special Record Date") fixed by the Bond Registrar whenever money becomes available for payment of the defaulted interest. Notice of the Special Record Date shall be given by the Bond Registrar to the Holders not less than ten days prior to the Special Record Date.

13. Treatment of Registered Owner. The City and Bond Registrar may treat the person in whose name any Bond is registered as the owner of such Bond for the purpose of receiving payment of principal of and premium, if any, and interest (subject to the payment provisions in paragraph 12) on, such Bond and for all other purposes whatsoever whether or not such Bond shall be overdue, and neither the City nor the Bond Registrar shall be affected by notice to the contrary.

14. Delivery; Application of Proceeds. The Bonds when so prepared and executed shall be delivered by the Finance Director to the Purchaser upon receipt of the purchase price, and the Purchaser shall not be obliged to see to the proper application thereof.

15. Fund and Accounts. There is hereby established a special fund to be designated "General Obligation Bonds, Series 2014A Fund" (the "Fund") to be administered and maintained by the Finance Director as a bookkeeping account separate and apart from all other funds maintained in the official financial records of the City. The Fund shall be maintained in the manner herein specified until all of the Bonds and the interest thereon have been fully paid. In such records there shall be established accounts or accounts shall continue to be maintained as the case may be, of the Fund for the purposes and in the amounts as follows:

(a) Capital Account. To the Capital Account there shall be credited the proceeds of the sale of the Bonds, less any accrued interest, less any amount paid for the Bonds in excess of the minimum bid and less capitalized interest. From the Capital Account there shall be paid all costs and expenses of the Project, including the cost of any construction contracts heretofore let and all other costs incurred and to be incurred of the kind authorized in Minnesota Statutes, Section 475.65. Moneys in the Capital Account shall be used for no other purpose except as otherwise provided by

law; provided that the proceeds of the Bonds may also be used to the extent necessary to pay interest on the Bonds due prior to the anticipated date of commencement of the collection of taxes, tax increments or special assessments herein levied or covenanted to be levied; and provided further that if upon completion of the Project there shall remain any unexpended balance (other than any special assessments) in the Capital Account, the balance shall be transferred to the Debt Service Account or in the case of the bond proceeds attributable to the Improvement Portion the fund of any other improvement instituted pursuant to Minnesota Statutes Chapter 429, and provided further that any special assessments credited to the Capital Account shall only be applied toward payment of the costs of the Improvements upon adoption of a resolution by the City Council determining that the application of the special assessments for such purpose will not cause the City to no longer be in compliance with Minnesota Statutes, Section 475.1, Subdivision 1.

(b) Debt Service Account. There shall be maintained four separate subaccounts in the Debt Service Account to be designated the "Improvements Debt Service Subaccount", the "Equipment Debt Service Subaccount", the "CIP Debt Service Subaccount" and the "TIF Debt Service Subaccount". There are hereby irrevocably appropriated and pledged to, and there shall be credited to the separate subaccounts of the Debt Service Account:

- (i) Improvements Debt Service Subaccount. To the Improvements Debt Service Subaccount there shall be credited: (A) all collections of special assessments herein covenanted to be levied with respect to the Improvements and either initially credited to the Capital Account and not already spent as permitted above and required to pay any principal and interest due on the Bonds or collected subsequent to the completion of the Improvements and payment of the costs thereof; (B) a pro rata share of any amount paid for the Bonds in excess of the minimum bid; (C) a pro rata share of all accrued interest received upon delivery of the Bonds; (D) capitalized interest in the amount of \$ \_\_\_\_\_; (E) any collections of all taxes herein or hereafter be levied for the payment of the Improvements Portion of the Bonds and interest thereon; (F) a pro rata share of all funds remaining in the Capital Account after completion of the Project and payment of the costs thereof; (G) all investment earnings on funds held in the Improvements Debt Service Subaccount; and (H) any and all other moneys which are properly available and are appropriated by the governing body of the City to the Improvements Debt Service Subaccount. The Improvements Debt Service Subaccount shall be used solely to pay the principal and interest and any premium for redemption of the Improvement Portion of the Bonds and any other general obligation bonds of the City hereafter issued by the City and made payable from said subaccount as provided by law
- (ii) Equipment Debt Service Subaccount. To the Equipment Debt Service Subaccount there shall be credited: (A) all taxes herein and hereafter levied for the payment of the Equipment Portion of the Bonds; (B) a pro rata share of any amount paid for the Bonds in excess of the minimum bid; (C) a pro rata share of all accrued interest received upon delivery of the Bonds; (D) a pro rata share of all funds remaining in the Capital Account after completion of the Project and payment of the costs thereof; (E) all investment earnings on funds held in the Equipment Debt Service Subaccount; and (F) any and all other moneys which are properly available and are appropriated by the governing body of the City to the Equipment Debt Service Subaccount. The Equipment Debt Service Subaccount shall be used solely to pay the principal and interest and any premiums for redemption of the Equipment Portion of the Bonds.
- (iii) CIP Debt Service Subaccount. To the CIP Debt Service Subaccount there shall be credited: (A) all taxes herein and hereafter levied for the payment of the CIP Portion of the Bonds; (B) a pro rata share of any amount paid for the Bonds in excess of the

minimum bid; (C) a pro rata share of all accrued interest received upon delivery of the Bonds; (D) a pro rata share of all funds remaining in the Capital Account after completion of the Project and payment of the costs thereof; (E) all investment earnings on funds held in the CIP Debt Service Subaccount; and (F) any and all other moneys which are properly available and are appropriated by the governing body of the City to the CIP Debt Service Subaccount. The CIP Debt Service Subaccount shall be used solely to pay the principal and interest and any premiums for redemption of the CIP Portion of the Bonds.

- (iv) TIF Debt Service Subaccount. To the TIF Debt Service Subaccount there shall be credited: (A) all taxes herein and hereafter levied for the payment of the TIF Portion of the Bonds; (B) Tax Increments, in an amount sufficient, together with other sums herein pledged, to pay the annual principal and interest payments on the TIF Portion of the Bonds; (C) a pro rata share of any amount paid for the Bonds in excess of the minimum bid; (D) a pro rata share of all accrued interest received upon delivery of the Bonds; (E) a pro rata share of all funds remaining in the Capital Account after completion of the Project and payment of the costs thereof; (F) all investment earnings on funds held in the TIF Debt Service Subaccount; and (G) any and all other moneys which are properly available and are appropriated by the governing body of the City to the TIF Debt Service Subaccount. The TIF Debt Service Subaccount shall be used solely to pay the principal and interest and any premiums for redemption of the TIF Portion of the Bonds.

No portion of the proceeds of the Bonds shall be used directly or indirectly to acquire higher yielding investments or to replace funds which were used directly or indirectly to acquire higher yielding investments, except (1) for a reasonable temporary period until such proceeds are needed for the purpose for which the Bonds were issued and (2) in addition to the above in an amount not greater than the lesser of five percent of the proceeds of the Bonds or \$100,000. To this effect, any proceeds of the Bonds and any sums from time to time held in the Capital Account or Debt Service Account (or any other City account which will be used to pay principal or interest to become due on the bonds payable therefrom) in excess of amounts which under then applicable federal arbitrage regulations may be invested without regard to yield shall not be invested at a yield in excess of the applicable yield restrictions imposed by said arbitrage regulations on such investments after taking into account any applicable "temporary periods" or "minor portion" made available under the federal arbitrage regulations. Money in the Fund shall not be invested in obligations or deposits issued by, guaranteed by or insured by the United States or any agency or instrumentality thereof if and to the extent that such investment would cause the Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Internal Revenue Code of 1986, as amended (the "Code").

16. Covenants Relating to the Improvement Portion of the Bonds.

(a) Special Assessments. It is hereby determined that no less than twenty percent of the cost to the City of each Improvement financed by the Improvement Portion of the Bonds within the meaning of Minnesota Statutes, Section 475.58, Subdivision 1(3), shall be paid by special assessments to be levied against every assessable lot, piece and parcel of land benefited by any of the Improvements. The City hereby covenants and agrees that it will let all construction contracts not heretofore let within one year after ordering each Improvement by the Improvement Portion of the Bonds unless the resolution ordering the Improvement specifies a different time limit for the letting of construction contracts. The City hereby further covenants and agrees that it will do and perform as soon as they may be done all acts and things necessary for the final and valid levy of the special assessments, and in the event that any special assessment be at any time held invalid with respect to any lot, piece or parcel of land due to any error, defect, or irregularity in any action or proceedings taken or to be taken by the City, either in the making of the special assessments or in the

performance of any condition precedent thereto, the City will forthwith do all further acts and take all further proceedings as may be required by law to make the special assessments valid and binding liens upon the properties. The special assessments have heretofore been authorized. Subject to such adjustments as are required by the conditions in existence at the time the special assessments are levied, it is hereby determined that the special assessments shall be payable in equal, consecutive, annual installments, with general taxes for the years shown below and with interest on the declining balance of all special assessments at a rate of 4.739% per annum, as set forth opposite the years specified below:

<u>Improvement Designation</u>	<u>Levy Years</u>	<u>Collection Years</u>	<u>Amount</u>
The Arkwright/Sunrise Area street improvements	See attached schedule		\$697,000

At the time the special assessments are in fact levied the City Council shall, based on the then current estimated collections of the special assessments, make any adjustments in any ad valorem taxes required to be levied in order to assure that the City continues to be in compliance with Minnesota Statutes, Section 475.61, Subdivision 1.

(b) Tax Levy; Coverage Test. To provide moneys for payment of the principal and interest on the Improvement Portion of the Bonds there is hereby levied upon all of the taxable property in the City a direct annual ad valorem tax which shall be spread upon the tax rolls and collected with and as part of other general property taxes in the City for the years and in the amounts as follows:

<u>Levy Years</u>	<u>Collection Years</u>	<u>Amount</u>
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See attached schedule (Improvement Portion)

The tax levies are such that if collected in full they, together with estimated collections of special assessments and other revenues herein pledged for the payment of the Improvement Portion of the Bonds, will produce at least five percent in excess of the amount needed to meet when due the principal and interest payments on the Bonds. The tax levies shall be irrevocable so long as any of the Improvement Portion of the Bonds are outstanding and unpaid, provided that the City reserves the right and power to reduce the tax levies in the manner and to the extent permitted by Minnesota Statutes, Section 475.61, Subdivision 3.

(c) Covenants Relating to the Equipment Portion of the Bonds. To provide moneys for payment of the principal and interest on the Equipment Portion of the Bonds there is hereby levied upon all of the taxable property in the City a direct annual ad valorem tax which shall be spread upon the tax rolls and collected with and as part of other general property taxes in the City for the years and in the amounts as follows:

<u>Years of Tax Levy</u>	<u>Years of Tax Collection</u>	<u>Amount</u>
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See attached levy schedule (Equipment Portion)

The tax levies are such that if collected in full they, together with other revenues herein

pledged for the payment of the Equipment Portion of the Bonds, will produce at least five percent in excess of the amount needed to meet when due the principal and interest payments on the Equipment Portion of the Bonds. The tax levies shall be irrevocable so long as any of the Equipment Portion of the Bonds are outstanding and unpaid, provided that the City reserves the right and power to reduce the levies in the manner and to the extent permitted by Minnesota Statutes, Section 475.61, Subdivision 3.

(d) Covenants Relating to the CIP Portion of the Bonds. To provide moneys for payment of the principal and interest on the CIP Portion of the Bonds there is hereby levied upon all of the taxable property in the City a direct annual ad valorem tax which shall be spread upon the tax rolls and collected with and as part of other general property taxes in the City for the years and in the amounts as follows:

<u>Years of Tax Levy</u>	<u>Years of Tax Collection</u>	<u>Amount</u>
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See attached levy schedule (CIP Portion)

The tax levies are such that if collected in full they, together with other revenues herein pledged for the payment of the CIP Portion of the Bonds, will produce at least five percent in excess of the amount needed to meet when due the principal and interest payments on the CIP Portion of the Bonds. The tax levies shall be irrevocable so long as any of the CIP Portion of the Bonds are outstanding and unpaid, provided that the City reserves the right and power to reduce the levies in the manner and to the extent permitted by Minnesota Statutes, Section 475.61, Subdivision 3.

(e) Covenants Relating to the TIF Portion of the Bonds.

Original Net Tax Capacity; Tax Increments; Use of Tax Increments. The County Auditor of Ramsey County has certified the original net tax capacity of property in the Tax Increment District. The County Auditor shall determine in each year if the then current net tax capacity of property in the Tax Increment District exceeds the original net tax capacity, and shall calculate, in the manner provided in Minnesota Statutes, Section 469.177, Subdivision 3, the captured net tax capacity (as defined therein) attributable to the Tax Increment District. The City hereby determines to retain 100% of the captured tax capacity for purposes of tax increment financing. The County Auditor shall, in each such year, compute the local tax rate to be extended against the captured net tax capacity in the manner provided in Minnesota Statutes, Section 469.177, Subdivision 3, and the tax generated thereby shall constitute the Tax Increments for the year in which it is received. The County Auditor will remit to the City the Tax Increments so received. The City hereby appropriates the Tax Increments to the TIF Debt Service Subaccount, which appropriation shall continue until all of the TIF Portion of the Bonds and any additional bonds payable from the TIF Debt Service Subaccount, are paid or discharged.

Future Tax Levies. In the event that it is anticipated that the aggregate of Tax Increments and any other funds appropriated to and then held in the TIF Debt Service Subaccount and the estimated collections of Tax Increments to be received in the next succeeding year will not be sufficient to pay the principal and interest on the TIF Portion of the Bonds to become due in the first calendar year thereafter and the first six months of the succeeding calendar year, the City Council shall pass a resolution requesting the County Auditor of Ramsey County to levy an ad valorem tax in an amount as is necessary, together with the aforementioned funds then held in the TIF Debt Service Subaccount and said estimated collections of Tax Increments to pay the principal and interest on the TIF Portion of the Bonds to become due during said period.

Reservation of Rights. Notwithstanding any provisions herein to the contrary, the City

reserves the right to terminate, reduce, or apply to other lawful purposes the Tax Increments herein pledged to the payment of the TIF Portion of the Bonds and interest thereon to the extent and in the manner permitted by law.

Coverage Test. The Tax Increments herein pledged for the payment of the TIF Portion of the Bonds, will produce at least five percent in excess of the amount needed to meet when due the principal and interest payments on the TIF Portion of the Bonds.

17. General Obligation Pledge. For the prompt and full payment of the principal and interest on the Bonds, as the same respectively become due, the full faith, credit and taxing powers of the City shall be and are hereby irrevocably pledged. If the balance in the Debt Service Account is ever insufficient to pay all principal and interest then due on the Bonds and any other bonds payable therefrom, the deficiency shall be promptly paid out of any other funds of the City which are available for such purpose, and such other funds may be reimbursed with or without interest from the Debt Service Account when a sufficient balance is available therein.

18. Defeasance. When all Bonds have been discharged as provided in this paragraph, all pledges, covenants and other rights granted by this resolution to the registered holders of the Bonds shall, to the extent permitted by law, cease. The City may discharge its obligations with respect to any Bonds which are due on any date by irrevocably depositing with the Bond Registrar on or before that date a sum sufficient for the payment thereof in full; or if any Bond should not be paid when due, it may nevertheless be discharged by depositing with the Bond Registrar a sum sufficient for the payment thereof in full with interest accrued to the date of such deposit. The City may also discharge its obligations with respect to any prepayable Bonds called for redemption on any date when they are prepayable according to their terms, by depositing with the Bond Registrar on or before that date a sum sufficient for the payment thereof in full, provided that notice of redemption thereof has been duly given. The City may also at any time discharge its obligations with respect to any Bonds, subject to the provisions of law now or hereafter authorizing and regulating such action, by depositing irrevocably in escrow, with a suitable banking institution qualified by law as an escrow agent for this purpose, cash or securities described in Minnesota Statutes, Section 475.67, Subdivision 8, bearing interest payable at such times and at such rates and maturing on such dates as shall be required, without regard to sale and/or reinvestment, to pay all amounts to become due thereon to maturity or, if notice of redemption as herein required has been duly provided for, to such earlier redemption date.

19. Compliance With Reimbursement Bond Regulations. The provisions of this paragraph are intended to establish and provide for the City's compliance with United States Treasury Regulations Section 1.150-2 (the "Reimbursement Regulations") applicable to the "reimbursement proceeds" of the Bonds, being those portions thereof which will be used by the City to reimburse itself for any expenditure which the City paid or will have paid prior to the Closing Date (a "Reimbursement Expenditure").

The City hereby certifies and/or covenants as follows:

(a) Not later than 60 days after the date of payment of a Reimbursement Expenditure, the City (or person designated to do so on behalf of the City) has made or will have made a written declaration of the City's official intent (a "Declaration") which effectively (i) states the City's reasonable expectation to reimburse itself for the payment of the Reimbursement Expenditure out of the proceeds of a subsequent borrowing; (ii) gives a general and functional description of the property, project or program to which the Declaration relates and for which the Reimbursement Expenditure is paid, or identifies a specific fund or account of the City and the general functional purpose thereof from which the Reimbursement Expenditure was to be paid (collectively the "Project"); and (iii) states the maximum principal amount of debt expected to be issued by the City for the purpose of financing the Project; provided, however, that no such Declaration shall necessarily have been made with respect

to: (i) "preliminary expenditures" for the Project, defined in the Reimbursement Regulations to include engineering or architectural, surveying and soil testing expenses and similar prefatory costs, which in the aggregate do not exceed 20% of the "issue price" of the Bonds, and (ii) a *de minimis* amount of Reimbursement Expenditures not in excess of the lesser of \$100,000 or 5% of the proceeds of the Bonds.

(b) Each Reimbursement Expenditure is a capital expenditure or a cost of issuance of the Bonds or any of the other types of expenditures described in Section 1.150-2(d)(3) of the Reimbursement Regulations.

(c) The "reimbursement allocation" described in the Reimbursement Regulations for each Reimbursement Expenditure shall and will be made forthwith following (but not prior to) the issuance of the Bonds and in all events within the period ending on the date which is the later of three years after payment of the Reimbursement Expenditure or one year after the date on which the Project to which the Reimbursement Expenditure relates is first placed in service.

(d) Each such reimbursement allocation will be made in a writing that evidences the City's use of Bond proceeds to reimburse the Reimbursement Expenditure and, if made within 30 days after the Bonds are issued, shall be treated as made on the day the Bonds are issued.

Provided, however, that the City may take action contrary to any of the foregoing covenants in this paragraph upon receipt of an opinion of its Bond Counsel for the Bonds stating in effect that such action will not impair the tax-exempt status of the Bonds.

20. Continuing Disclosure. The City is the sole obligated person with respect to the Bonds. The City hereby agrees, in accordance with the provisions of Rule 15c2-12 (the "Rule"), promulgated by the Securities and Exchange Commission (the "Commission") pursuant to the Securities Exchange Act of 1934, as amended, and a Continuing Disclosure Undertaking (the "Undertaking") hereinafter described to:

(a) Provide or cause to be provided to the Municipal Securities Rulemaking Board (the "MSRB") by filing at [www.emma.msrb.org](http://www.emma.msrb.org) in accordance with the Rule, certain annual financial information and operating data in accordance with the Undertaking. The City reserves the right to modify from time to time the terms of the Undertaking as provided therein.

(b) Provide or cause to be provided to the MSRB notice of the occurrence of certain events with respect to the Bonds in not more than ten (10) business days after the occurrence of the event, in accordance with the Undertaking.

(c) Provide or cause to be provided to the MSRB notice of a failure by the City to provide the annual financial information with respect to the City described in the Undertaking, in not more than ten (10) business days following such amendment.

(d) The City agrees that its covenants pursuant to the Rule set forth in this paragraph and in the Undertaking is intended to be for the benefit of the Holders of the Bonds and shall be enforceable on behalf of such Holders; provided that the right to enforce the provisions of these covenants shall be limited to a right to obtain specific enforcement of the City's obligations under the covenants.

The Mayor and Clerk of the City, or any other officer of the City authorized to act in their place (the "Officers") are hereby authorized and directed to execute on behalf of the City the Undertaking in substantially the form presented to the City Council subject to such modifications thereof or additions thereto as are (i) consistent with the requirements under the Rule, (ii) required by the Purchaser of the

Bonds, and (iii) acceptable to the Officers.

21. Certificate of Registration. A certified copy of this resolution is hereby directed to be filed in the office of the County Auditor of Ramsey County, together with such other information as the County Auditor shall require, and to obtain the County Auditor's Certificate that the Bonds have been entered in the Bond Register and the tax levies required by law have been made.

22. Records and Certificates. The officers of the City are hereby authorized and directed to prepare and furnish to the Purchaser, and to the attorneys approving the legality of the issuance of the Bonds, certified copies of all proceedings and records of the City relating to the Bonds and to the financial condition and affairs of the City, and such other affidavits, certificates and information as are required to show the facts relating to the legality and marketability of the Bonds as the same appear from the books and records under their custody and control or as otherwise known to them, and all such certified copies, certificates and affidavits, including any heretofore furnished, shall be deemed representations of the City as to the facts recited therein.

23. Negative Covenant as to Use of Bond Proceeds and Project. The City hereby covenants not to use the proceeds of the Bonds or to use the Project, or to cause or permit them to be used, or to enter into any deferred payment arrangements for the cost of the Project, in such a manner as to cause the Bonds to be "private activity bonds" within the meaning of Sections 103 and 141 through 150 of the Code.

24. Tax-Exempt Status of the Bonds; Rebate; Elections. The City shall comply with requirements necessary under the Code to establish and maintain the exclusion from gross income under Section 103 of the Code of the interest on the Bonds, including without limitation (i) requirements relating to temporary periods for investments, (ii) limitations on amounts invested at a yield greater than the yield on the Bonds, and (iii) the rebate of excess investment earnings to the United States. The City expects to satisfy the 18-month expenditure exemption for gross proceeds of the Bonds as provided in Section 1.148-7(d)(1) of the Regulations. The Mayor, the Clerk or either one of them, are hereby authorized and directed to make such elections as to arbitrage and rebate matters relating to the Bonds as they deem necessary, appropriate or desirable in connection with the Bonds, and all such elections shall be, and shall be deemed and treated as, elections of the City.

25. Designation of Qualified Tax-Exempt Obligations. In order to qualify the Bonds as "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code, the City hereby makes the following factual statements and representations:

- (a) the Bonds are issued after August 7, 1986;
- (b) the Bonds are not "private activity bonds" as defined in Section 141 of the Code;
- (c) the City hereby designates the Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3) of the Code;
- (d) the reasonably anticipated amount of tax exempt obligations (other than private activity bonds, treating qualified 501(c)(3) bonds as not being private activity bonds) which will be issued by the City (and all entities treated as one issuer with the City, and all subordinate entities whose obligations are treated as issued by the City) during this calendar year 2014 will not exceed \$10,000,000;
- (e) not more than \$10,000,000 of obligations issued by the City during this calendar year 2014 have been designated for purposes of Section 265(b)(3) of the Code; and
- (f) the aggregate face amount of the Bonds does not exceed \$10,000,000.

The City shall use its best efforts to comply with any federal procedural requirements which may apply in order to effectuate the designation made by this paragraph.

26. Severability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

27. Headings. Headings in this resolution are included for convenience of reference only and are not a part hereof, and shall not limit or define the meaning of any provision hereof.

Resolution 14-7-1094

RESOLUTION ACCEPTING PROPOSAL ON THE COMPETITIVE NEGOTIATED SALE OF  
\$1,255,000 GENERAL OBLIGATION TAX ABATEMENT REFUNDING BONDS, SERIES 2014B,  
PLEDGING FOR THE SECURITY THEREOF TAX ABATEMENTS AND  
LEVYING A TAX FOR THE PAYMENT THEREOF

A. WHEREAS, the City Council of the City of Maplewood, Minnesota (the "City"), hereby determines and declares that it is necessary and expedient to provide moneys for a crossover advance refunding of the City's \$5,025,000 original principal amount of General Obligation Tax Abatement Bonds, Series 2004C, dated August 1, 2004 (the "Prior Bonds"); and

B. WHEREAS, \$1,925,000 of the principal amount of the Prior Bonds which matures or are subject to mandatory redemption on and after August 1, 2016, is callable on August 1, 2015 and any date thereafter, at a price of par plus accrued interest, as provided in the resolution, adopted by the City Council on August 5, 2004, authorizing the issuance of the Prior Bonds (the "Prior Resolution"); and

C. WHEREAS, the crossover advance refunding on August 1, 2015 (the "Crossover Date") of the Prior Bonds maturing on and after August 1, 2016 (the "Refunded Bonds"), is consistent with covenants made with the holders thereof, and is necessary and desirable for the reduction of debt service cost to the City; and

D. WHEREAS, the City has heretofore established a tax abatement program (the "Program") pursuant to the provisions of Minnesota Statutes, Sections 469.1812 through 469.1815, with respect to providing for the abatement of property taxes for a period of fifteen years on various properties in the City, as described in the resolution adopted by the City Council on September 8, 2003, approving the Program (the "Abatement Resolution"); and

E. WHEREAS, the amount of the property taxes abated are estimated to be at least equal to the principal amount of the Bonds and pursuant to the provisions of the Abatement Resolution, funds are to be expended to provide money to pay for the Project; and

F. WHEREAS, the City Council hereby determines and declares that it is necessary and expedient to issue \$1,255,000 General Obligation Tax Abatement Refunding Bonds, Series 2014B (the "Bonds" or individually, a "Bond"), pursuant to Minnesota Statutes, Chapter 475, to provide moneys for a crossover advance refunding of the Refunded Bonds; and

G. WHEREAS, it is in the best interests of the City that the Bonds be issued in book-entry form as hereinafter provided; and

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Maplewood, Minnesota, as follows:

1. Acceptance of Proposal. The proposal of UMB Bank, National Association in Kansas City, Missouri (the "Purchaser"), to purchase the Bonds, in accordance with the Terms of Proposal established for the Bonds, at the rates of interest hereinafter set forth, and to pay therefor the sum of \$1,275,720.09, plus interest accrued to settlement, is hereby found, determined and declared to be the most favorable proposal received, is hereby accepted and the Bonds are hereby awarded to the Purchaser. The City Clerk is directed to retain the deposit of the Purchaser and to forthwith return to the unsuccessful bidders any good faith checks or drafts.

2. Bond Terms.

(a) Original Issue Date; Denominations; Maturities. The Bonds shall dated August 1, 2014 as the date of original issue, shall be issued forthwith on or after such date in fully registered form, shall be numbered from R-1 upward in the denomination of \$5,000 each or in any integral multiple thereof of a single maturity (the "Authorized Denominations") and shall mature, without option of prepayment, on August 1 in the years and amounts as follows:

<u>Year</u>	<u>Amount</u>
2016	\$275,000
2017	265,000
2018	250,000
2019	240,000
2020	225,000

As may be requested by the Purchaser, one or more term Bonds may be issued having mandatory sinking fund redemption and final maturity amounts conforming to the foregoing principal repayment schedule, and corresponding additions may be made to the provisions of the applicable Bond(s).

(b) Book Entry Only System. The Depository Trust Company, a limited purpose trust company organized under the laws of the State of New York or any of its successors or its successors to its functions hereunder (the "Depository") will act as securities depository for the Bonds, and to this end:

(i) The Bonds shall be initially issued and, so long as they remain in book entry form only (the "Book Entry Only Period"), shall at all times be in the form of a separate single fully registered Bond for each maturity of the Bonds; and for purposes of complying with this requirement under paragraphs 6 and 11 Authorized Denominations for any Bond shall be deemed to be limited during the Book Entry Only Period to the outstanding principal amount of that Bond.

(ii) Upon initial issuance, ownership of the Bonds shall be registered in a bond register maintained by the Bond Registrar (as hereinafter defined) in the name of CEDE & CO., as the nominee (it or any nominee of the existing or a successor Depository, the "Nominee").

(iii) With respect to the Bonds neither the City nor the Bond Registrar shall have any responsibility or obligation to any broker, dealer, bank, or any other financial institution for which the Depository holds Bonds as securities depository (the "Participant") or the person for which a Participant holds an interest in the Bonds shown on the books and records of the Participant (the "Beneficial Owner"). Without limiting the immediately preceding sentence, neither the City, nor the Bond Registrar, shall have any such responsibility or obligation with respect to (A) the accuracy of the records of the Depository, the Nominee or any Participant with respect to any ownership interest in the Bonds, or (B) the delivery to any Participant, any

Owner or any other person, other than the Depository, of any notice with respect to the Bonds, including any notice of redemption, or (C) the payment to any Participant, any Beneficial Owner or any other person, other than the Depository, of any amount with respect to the principal of or premium, if any, or interest on the Bonds, or (D) the consent given or other action taken by the Depository as the Registered Holder of any Bonds (the "Holder"). For purposes of securing the vote or consent of any Holder under this Resolution, the City may, however, rely upon an omnibus proxy under which the Depository assigns its consenting or voting rights to certain Participants to whose accounts the Bonds are credited on the record date identified in a listing attached to the omnibus proxy.

(iv) The City and the Bond Registrar may treat as and deem the Depository to be the absolute owner of the Bonds for the purpose of payment of the principal of and premium, if any, and interest on the Bonds, for the purpose of giving notices of redemption and other matters with respect to the Bonds, for the purpose of obtaining any consent or other action to be taken by Holders for the purpose of registering transfers with respect to such Bonds, and for all purpose whatsoever. The Bond Registrar, as paying agent hereunder, shall pay all principal of and premium, if any, and interest on the Bonds only to the Holder or the Holders of the Bonds as shown on the bond register, and all such payments shall be valid and effective to fully satisfy and discharge the City's obligations with respect to the principal of and premium, if any, and interest on the Bonds to the extent of the sum or sums so paid.

(v) Upon delivery by the Depository to the Bond Registrar of written notice to the effect that the Depository has determined to substitute a new Nominee in place of the existing Nominee, and subject to the transfer provisions in paragraph 11, references to the Nominee hereunder shall refer to such new Nominee.

(vi) So long as any Bond is registered in the name of a Nominee, all payments with respect to the principal of and premium, if any, and interest on such Bond and all notices with respect to such Bond shall be made and given, respectively, by the Bond Registrar or City, as the case may be, to the Depository as provided in the Letter of Representations to the Depository required by the Depository as a condition to its acting as book-entry Depository for the Bonds (said Letter of Representations, together with any replacement thereof or amendment or substitute thereto, including any standard procedures or policies referenced therein or applicable thereto respecting the procedures and other matters relating to the Depository's role as book-entry Depository for the Bonds, collectively hereinafter referred to as the "Letter of Representations").

(vii) All transfers of beneficial ownership interests in each Bond issued in book-entry form shall be limited in principal amount to Authorized Denominations and shall be effected by procedures by the Depository with the Participants for recording and transferring the ownership of beneficial interests in such Bonds.

(viii) In connection with any notice or other communication to be provided to the Holders pursuant to this Resolution by the City or Bond Registrar with respect to any consent or other action to be taken by Holders, the Depository shall consider the date of receipt of notice requesting such consent or other action as the record date for such consent or other action; provided, that the City or the Bond Registrar may establish a special record date for such consent or other action. The City or the Bond Registrar shall, to the extent possible, give the Depository notice of such special record date not less than 15 calendar days in advance of such special record date to the extent possible.

(ix) Any successor Bond Registrar in its written acceptance of its duties under this Resolution and any paying agency/bond registrar agreement, shall agree to take any actions necessary from time to time to comply with the requirements of the Letter of Representations.

(x) In the case of a partial prepayment of a Bond, the Holder may, in lieu of surrendering the Bonds for a Bond of a lesser denomination as provided in paragraph 6 hereof, make a notation of the reduction in principal amount on the panel provided on the Bond stating the amount so redeemed.

(c) Termination of Book-Entry Only System. Discontinuance of a particular Depository's services and termination of the book-entry only system may be effected as follows:

(i) The Depository may determine to discontinue providing its services with respect to the Bonds at any time by giving written notice to the City and discharging its responsibilities with respect thereto under applicable law. The City may terminate the services of the Depository with respect to the Bond if it determines that the Depository is no longer able to carry out its functions as securities depository or the continuation of the system of book-entry transfers through the Depository is not in the best interests of the City or the Beneficial Owners.

(ii) Upon termination of the services of the Depository as provided in the preceding paragraph, and if no substitute securities depository is willing to undertake the functions of the Depository hereunder can be found which, in the opinion of the City, is willing and able to assume such functions upon reasonable or customary terms, or if the City determines that it is in the best interests of the City or the Beneficial Owners of the Bond that the Beneficial Owners be able to obtain certificates for the Bonds, the Bonds shall no longer be registered as being registered in the bond register in the name of the Nominee, but may be registered in whatever name or names the Holder of the Bonds shall designate at that time, in accordance with paragraph 11. To the extent that the Beneficial Owners are designated as the transferee by the Holders, in accordance with paragraph 11, the Bonds will be delivered to the Beneficial Owners.

(iii) Nothing in this subparagraph (c) shall limit or restrict the provisions of paragraph 11.

(d) Letter of Representations. The provisions in the Letter of Representations are incorporated herein by reference and made a part of the resolution, and if and to the extent any such provisions are inconsistent with the other provisions of this resolution, the provisions in the Letter of Representations shall control.

3. Purpose; Refunding Findings. The Bonds shall provide funds for a crossover advance refunding of the Refunded Bonds (the "Refunding"). It is hereby found, determined and declared that the Refunding is pursuant to Minnesota Statutes, Section 475.67. As of the Crossover Date there shall result a reduction in the present value of the dollar amount of the debt service to the City from a total dollar amount of \$2,664,296.26 for the Prior Bonds to a total dollar amount of \$1,803,777.50 for the Bonds computed in accordance with the provisions of Minnesota Statutes, Section 475.67, Subdivision 12. The dollar amount of such present value of the debt service for the Bonds is lower by at least three percent than the dollar amount of such present value of the debt service for the Prior Bonds as required by Minnesota Statutes, Section 475.67, Subdivision 12.

4. Interest. The Bonds shall bear interest payable semiannually on February 1 and August 1 of each year (each, an "Interest Payment Date"), commencing August 1, 2015, calculated on the

basis of a 360-day year of twelve 30-day months, at the respective rates per annum set forth opposite the maturity years as follows:

<u>Maturity Year</u>	<u>Interest Rate</u>
2016	1.50%
2017	1.50
2018	1.50
2019	2.00
2020	2.00

5. No Redemption. The Bonds shall not be subject to redemption and prepayment prior to their stated maturity date.

6. Bond Registrar. U.S. Bank National Association, in St. Paul, Minnesota, is appointed to act as bond registrar and transfer agent with respect to the Bonds (the "Bond Registrar"), and shall do so unless and until a successor Bond Registrar is duly appointed, all pursuant to any contract the City and Bond Registrar shall execute which is consistent herewith. The Bond Registrar shall also serve as paying agent unless and until a successor paying agent is duly appointed. Principal and interest on the Bonds shall be paid to the registered holders (or record holders) of the Bonds in the manner set forth in the form of Bond and paragraph 13.

7. Form of Bond. The Bonds, together with the Bond Registrar's Certificate of Authentication, the form of Assignment and the registration information thereon, shall be in substantially the following form:

UNITED STATES OF AMERICA  
STATE OF MINNESOTA  
RAMSEY COUNTY  
CITY OF MAPLEWOOD

R-\_\_\_\_\_ \$\_\_\_\_\_

GENERAL OBLIGATION TAX ABATEMENT REFUNDING BOND, SERIES 2014B

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
	August 1,	August 1, 2014	

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT:

The City of Maplewood, Ramsey County, Minnesota (the "Issuer"), certifies that it is indebted and for value received promises to pay to the registered owner specified above, or registered assigns, in the manner hereinafter set forth, the principal amount specified above, on the maturity date specified above, without option of prior payment, and to pay interest thereon semiannually on February 1 and August 1 of each year (each, an "Interest Payment Date"), commencing August 1, 2015, at the rate per annum specified above (calculated on the basis of a 360-day year of twelve 30-day months) until the principal sum is paid or has been provided for. This Bond will bear interest from the most recent Interest Payment Date to which interest has been paid or, if no interest has been paid, from the date of original issue hereof. The principal of and premium, if any, on this Bond are payable upon presentation and surrender hereof at the principal office of U.S. Bank National Association, in St. Paul, Minnesota (the "Bond Registrar"), acting as paying agent, or any successor

paying agent duly appointed by the Issuer. Interest on this Bond will be paid on each Interest Payment Date by check or draft mailed to the person in whose name this Bond is registered (the "Holder" or "Bondholder") on the registration books of the Issuer maintained by the Bond Registrar and at the address appearing thereon at the close of business on the fifteenth day of the calendar month next preceding such Interest Payment Date (the "Regular Record Date"). Any interest not so timely paid shall cease to be payable to the person who is the Holder hereof as of the Regular Record Date, and shall be payable to the person who is the Holder hereof at the close of business on a date (the "Special Record Date") fixed by the Bond Registrar whenever money becomes available for payment of the defaulted interest. Notice of the Special Record Date shall be given to Bondholders not less than ten days prior to the Special Record Date. The principal of and premium, if any, and interest on this Bond are payable in lawful money of the United States of America. So long as this Bond is registered in the name of the Depository or its Nominee as provided in the Resolution hereinafter described, and as those terms are defined therein, payment of principal of, premium, if any, and interest on this Bond and notice with respect thereto shall be made as provided in the Letter of Representations, as defined in the Resolution, and surrender of this Bond shall not be required for payment of the redemption price upon a partial redemption of this Bond. Until termination of the book-entry only system pursuant to the Resolution, Bonds may only be registered in the name of the Depository or its Nominee.

No Optional Redemption. The Bonds of this issue (the "Bonds") are not subject to redemption and prepayment prior to their stated maturity dates.

Issuance; Purpose; General Obligation. This Bond is one of an issue in the total principal amount of \$1,255,000 (the "Bonds"), all of like date of original issue and tenor, except as to number, maturity, interest rate, and denomination, issued pursuant to and in full conformity with the Constitution and laws of the State of Minnesota and pursuant to a resolution adopted by the City Council on July 14, 2014 (the "Resolution"), for the purpose of providing funds sufficient for a crossover advance refunding of the General Obligation Tax Abatement Bonds, Series 2004C, dated August 1, 2004 of the Issuer. This Bond is payable out of the General Obligation Tax Abatement Refunding Bonds, Series 2014B Fund established by the Issuer pursuant to the Resolution. This Bond constitutes a general obligation of the Issuer, and to provide moneys for the prompt and full payment of its principal, premium, if any, and interest when the same become due, the full faith and credit and taxing powers of the Issuer have been and are hereby irrevocably pledged.

Denominations; Exchange; Resolution. The Bonds are issuable solely in fully registered form in Authorized Denominations (as defined in the Resolution) and are exchangeable for fully registered Bonds of other Authorized Denominations in equal aggregate principal amounts at the principal office of the Bond Registrar, but only in the manner and subject to the limitations provided in the Resolution. Reference is hereby made to the Resolution for a description of the rights and duties of the Bond Registrar. Copies of the Resolution are on file in the principal office of the Bond Registrar.

Transfer. This Bond is transferable by the Holder in person or by the Holder's attorney duly authorized in writing at the principal office of the Bond Registrar upon presentation and surrender hereof to the Bond Registrar, all subject to the terms and conditions provided in the Resolution and to reasonable regulations of the Issuer contained in any agreement with the Bond Registrar. Thereupon the Issuer shall execute and the Bond Registrar shall authenticate and deliver, in exchange for this Bond, one or more new fully registered Bonds in the name of the transferee (but not registered in blank or to "bearer" or similar designation), of an Authorized Denomination or Denominations, in aggregate principal amount equal to the principal amount of this Bond, of the same maturity and bearing interest at the same rate.

Fees upon Transfer or Loss. The Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge payable in connection with the transfer or exchange of this Bond and any legal or unusual costs regarding transfers and lost Bonds.

Treatment of Registered Owners. The Issuer and Bond Registrar may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided and for all other purposes, whether or not this Bond shall be overdue, and neither the Issuer nor the Bond Registrar shall be affected by notice to the contrary.

Authentication. This Bond shall not be valid or become obligatory for any purpose or be entitled to any security unless the Certificate of Authentication hereon shall have been executed by the Bond Registrar.

Qualified Tax-Exempt Obligation. This Bond has been designated by the Issuer as a "qualified tax-exempt obligation" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

IT IS HEREBY CERTIFIED AND RECITED that all acts, conditions and things required by the Constitution and laws of the State of Minnesota to be done, to happen and to be performed, precedent to and in the issuance of this Bond, have been done, have happened and have been performed, in regular and due form, time and manner as required by law, and that this Bond, together with all other debts of the Issuer outstanding on the date of original issue hereof and the date of its issuance and delivery to the original purchaser, does not exceed any constitutional or statutory limitation of indebtedness.

IN WITNESS WHEREOF, the City of Maplewood, Ramsey County, Minnesota, by its City Council has caused this Bond to be executed on its behalf by the facsimile signatures of its Mayor and its Clerk, the corporate seal of the Issuer having been intentionally omitted as permitted by law.

Date of Registration:

\_\_\_\_\_

Registrable by: U.S. BANK NATIONAL ASSOCIATION  
Payable at: U.S. BANK NATIONAL ASSOCIATION

BOND REGISTRAR'S  
CERTIFICATE OF  
AUTHENTICATION

CITY OF MAPLEWOOD,  
RAMSEY COUNTY, MINNESOTA

This Bond is one of the Bonds described in the Resolution mentioned within.

/s/ Facsimile \_\_\_\_\_  
Mayor

U.S. BANK NATIONAL ASSOCIATION  
St. Paul, Minnesota  
Bond Registrar

/s/ Facsimile \_\_\_\_\_  
Clerk

By \_\_\_\_\_  
Authorized Signature

ABBREVIATIONS

The following abbreviations, when used in the inscription on the face of this Bond, shall be construed as though they were written out in full according to applicable laws or regulations:

- TEN COM - as tenants in common
- TEN ENT - as tenants by the entireties
- JT TEN - as joint tenants with right of survivorship and not as tenants in common
- UTMA - \_\_\_\_\_ as custodian for \_\_\_\_\_

(Cust) (Minor)  
under the \_\_\_\_\_ Uniform Transfers to Minors Act  
(State)

Additional abbreviations may also be used though not in the above list.

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto \_\_\_\_\_ the within Bond and does hereby irrevocably constitute and appoint \_\_\_\_\_ attorney to transfer the Bond on the books kept for the registration thereof, with full power of substitution in the premises.

Dated: \_\_\_\_\_

Notice: The assignor's 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 any change whatever.

Signature Guaranteed:

\_\_\_\_\_

Signature(s) must be guaranteed by a national bank or trust company or by a brokerage firm having a membership in one of the major stock exchanges or any other "Eligible Guarantor Institution" as defined in 17 CFR 240.17 Ad-15(a)(2).

The Bond Registrar will not effect transfer of this Bond unless the information concerning the transferee requested below is provided.

Name and Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. Execution. The Bonds shall be in typewritten form, shall be executed on behalf of the City by the signatures of its Mayor and Clerk and be sealed with the seal of the City; provided, as permitted by law, both signatures may be photocopied facsimiles and the corporate seal has been omitted. In the event of disability or resignation or other absence of either officer, the Bonds may be signed by the manual or facsimile signature of the officer who may act on behalf of the absent or disabled officer. In case either officer whose signature or facsimile of whose signature shall appear on the Bonds shall cease to be such officer before the delivery of the Bonds, the signature or facsimile shall nevertheless be valid and sufficient for all purposes, the same as if the officer had remained in office until delivery.

9. Authentication. No Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit under this resolution unless a Certificate of Authentication on such Bond, substantially in the form hereinabove set forth, shall have been duly executed by an authorized representative of the Bond Registrar. Certificates of Authentication on different Bonds need not be signed by the same person. The Bond Registrar shall authenticate the signatures of officers of the City on each Bond by execution of the Certificate of Authentication on the Bond and by inserting as the date of registration in the space provided the date on which the Bond is authenticated, except that for purposes of delivering the original Bonds to the Purchaser, the Bond Registrar shall insert as a date of registration the date of original issue of August 1, 2014. The Certificate of Authentication so

executed on each Bond shall be conclusive evidence that it has been authenticated and delivered under this resolution.

10. Registration; Transfer; Exchange. The City will cause to be kept at the principal office of the Bond Registrar a bond register in which, subject to such reasonable regulations as the Bond Registrar may prescribe, the Bond Registrar shall provide for the registration of Bonds and the registration of transfers of Bonds entitled to be registered or transferred as herein provided.

Upon surrender for transfer of any Bond at the principal office of the Bond Registrar, the City shall execute (if necessary), and the Bond Registrar shall authenticate, insert the date of registration (as provided in paragraph 10) of, and deliver, in the name of the designated transferee or transferees, one or more new Bonds of any Authorized Denomination or Denominations of a like aggregate principal amount, having the same stated maturity and interest rate, as requested by the transferor; provided, however, that no Bond may be registered in blank or in the name of "bearer" or similar designation.

At the option of the Holder, Bonds may be exchanged for Bonds of any Authorized Denomination or Denominations of a like aggregate principal amount and stated maturity, upon surrender of the Bonds to be exchanged at the principal office of the Bond Registrar. Whenever any Bonds are so surrendered for exchange, the City shall execute (if necessary), and the Bond Registrar shall authenticate, insert the date of registration of, and deliver the Bonds which the Holder making the exchange is entitled to receive.

All Bonds surrendered upon any exchange or transfer provided for in this resolution shall be promptly canceled by the Bond Registrar and thereafter disposed of as directed by the City.

All Bonds delivered in exchange for or upon transfer of Bonds shall be valid general obligations of the City evidencing the same debt, and entitled to the same benefits under this resolution, as the Bonds surrendered for such exchange or transfer.

Every Bond presented or surrendered for transfer or exchange shall be duly endorsed or be accompanied by a written instrument of transfer, in form satisfactory to the Bond Registrar, duly executed by the Holder thereof or his, her or its attorney duly authorized in writing.

The Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge payable in connection with the transfer or exchange of any Bond and any legal or unusual costs regarding transfers and lost Bonds.

Transfers shall also be subject to reasonable regulations of the City contained in any agreement with the Bond Registrar, including regulations which permit the Bond Registrar to close its transfer books between record dates and payment dates. The Clerk is hereby authorized to negotiate and execute the terms of said agreement.

11. Rights Upon Transfer or Exchange. Each Bond delivered upon transfer of or in exchange for or in lieu of any other Bond shall carry all the rights to interest accrued and unpaid, and to accrue, which were carried by such other Bond.

12. Interest Payment; Record Date. Interest on any Bond shall be paid on each Interest Payment Date by check or draft mailed to the person in whose name the Bond is registered (the "Holder") on the registration books of the City maintained by the Bond Registrar and at the address appearing thereon at the close of business on the fifteenth day of the calendar month next preceding such Interest Payment Date (the "Regular Record Date"). Any such interest not so timely paid shall cease to be payable to the person who is the Holder thereof as of the Regular Record Date, and shall be payable to the person who is the Holder thereof at the close of business on a date (the "Special

Record Date") fixed by the Bond Registrar whenever money becomes available for payment of the defaulted interest. Notice of the Special Record Date shall be given by the Bond Registrar to the Holders not less than ten days prior to the Special Record Date.

13. Treatment of Registered Owner. The City and Bond Registrar may treat the person in whose name any Bond is registered as the owner of such Bond for the purpose of receiving payment of principal of and premium, if any, and interest (subject to the payment provisions in paragraph 13) on, such Bond and for all other purposes whatsoever whether or not such Bond shall be overdue, and neither the City nor the Bond Registrar shall be affected by notice to the contrary.

14. Delivery; Application of Proceeds. The Bonds when so prepared and executed shall be delivered by the Finance Director to the Purchaser upon receipt of the purchase price, and the Purchaser shall not be obliged to see to the proper application thereof.

15. Funds and Accounts. There is hereby created a special fund to be designated the "General Obligation Tax Abatement Refunding Bonds, Series 2014B Fund" (the "Fund") to be administered and maintained by the Finance Director as a bookkeeping account separate and apart from all other funds maintained in the official financial records of the City. In such records there shall be established accounts or accounts shall continue to be maintained as the case may be, of the Fund for the purposes and in the amounts as follows:

(a) Escrow Account. The Escrow Account is established for the Refunded Bonds and shall be maintained as an escrow account with U.S. Bank National Association (the "Escrow Agent"), in St. Paul, Minnesota, which is a suitable financial institution within or without the State. \$1,944,462.32 in proceeds of the sale of the Bonds shall be received by the Escrow Agent and applied to fund the Escrow Account or to pay costs of issuing the Bonds. \$0 in proceeds of the sale of the Bonds shall be received by the Escrow Agent to pay costs of issuing the Bonds. Proceeds of the Bonds not used to pay costs of issuance or any Bond proceeds returned to the City are hereby irrevocably pledged and appropriated to the Escrow Account, together with all investment earnings thereon. The Escrow Account shall be invested in securities maturing or callable at the option of the holder on such dates and bearing interest at such rates as shall be required to provide sufficient funds, together with any cash or other funds retained in the Escrow Account, (i) to pay when due the interest to accrue on the Bonds to and including the Crossover Date; and (ii) to pay when called for redemption on the Crossover Date, the principal amount of the Refunded Bonds. The Escrow Account shall be irrevocably appropriated to the payment of (i) all interest on the Bonds to and including the Crossover Date, and (ii) the principal of the Refunded Bonds due by reason of their call for redemption on the Crossover Date. The moneys in the Escrow Account shall be used solely for the purposes herein set forth and for no other purpose, except that any surplus in the Escrow Account may be remitted to the City, all in accordance with the Escrow Agreement, by and between the City and Escrow Agent (the "Escrow Agreement"), a form of which is on file in the office of the Finance Director. Any moneys remitted to the City upon termination of the Escrow Agreement shall be deposited in the Debt Service Account.

(b) Debt Service Account. To the Debt Service Account there is hereby pledged and irrevocably appropriated and there shall be credited: (1) after the Crossover Date, all uncollected tax abatements pledged to the payment of the Prior Bonds; (2) any accrued interest received upon delivery of the Bonds; (4) any collections of all taxes heretofore or hereafter levied for the payment of the Prior Bonds and interest thereon which are not needed to pay the Prior Bonds as a result of the Crossover Refunding; (5) all investment earnings on funds in the Debt Service Account; and (6) any balance remitted to the City upon the termination of the Escrow Agreement; (7) any and all other moneys which are properly available and are appropriated by the governing body of the City to the Debt Service Account. The amount of any surplus remaining in the Debt Service Account when the Bonds and interest thereon are paid shall be used consistent with Minnesota Statutes, Section

475.61, Subdivision 4. The moneys in the Debt Service Account shall be used solely to pay the principal of and interest on the Bonds or any other bonds hereafter issued and made payable from the Fund.

The moneys in the Debt Service Account shall be used solely to pay the principal of and interest on the Bonds or any other bonds hereafter issued and made payable from the Fund. No portion of the proceeds of the Bonds shall be used directly or indirectly to acquire higher yielding investments or to replace funds which were used directly or indirectly to acquire higher yielding investments, except (1) for a reasonable temporary period until such proceeds are needed for the purpose for which the Bonds were issued, and (2) in addition to the above, in an amount not greater than the lesser of five percent of the proceeds of the Bonds or \$100,000. To this effect, any proceeds of the Bonds and any sums from time to time held in the Fund (or any other City account which will be used to pay principal and interest to become due on the Bonds) in excess of amounts which under the applicable federal arbitrage regulations may be invested without regard as to yield shall not be invested in excess of the applicable yield restrictions imposed by the arbitrage regulations on such investments after taking into account any applicable "temporary periods" or "minor portion" made available under the federal arbitrage regulations. In addition, the proceeds of the Bonds and money in the Fund shall not be invested in obligations or deposits issued by, guaranteed by or insured by the United States or any agency or instrumentality thereof if and to the extent that such investment would cause the Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the federal Internal Revenue Code of 1986, as amended (the "Code").

16. Tax Abatements; Use of Tax Abatements. As provided in clause D hereof, the Council has adopted the Abatement Resolution and has thereby approved the Tax Abatements, including the pledge thereof to the payment of the Bonds. As provided in the Abatement Resolution, the estimated total amount of the Tax Abatements is equal to the principal amount of the Bonds and does not exceed the maximum projected amount of the Tax Abatements. The Council hereby confirms the Abatement Resolution, which is hereby incorporated as though set forth herein.

17. Tax Levy; Coverage Test; Cancellation of Certain Tax Levies. To provide moneys, together with the Tax Abatements, for payment of the principal and interest on the Bonds, there is hereby levied upon all of the taxable property in the City a direct annual ad valorem tax which shall be spread upon the tax rolls and collected with and as part of other general property taxes in the City for the years and in the amounts as follows:

<u>Years of Tax Levy</u>	<u>Years of Tax Collection</u>	<u>Amounts</u>
See attached schedule		

The tax levies are such that if collected in full they, together with estimated collections of Tax Abatements will produce at least five percent in excess of the amount needed to meet when due the principal and interest payments on the Bonds. The tax levies shall be irrevocable so long as any of the Bonds are outstanding and unpaid, provided that the City reserves the right and power to reduce the levies in the manner and to the extent permitted by Minnesota Statutes, Section 475.61, Subdivision 3.

Upon payment of the Bonds, the uncollected taxes levied in the Prior Resolution authorizing the issuance of the Prior Bonds which are not needed to pay the Prior Bonds as a result of the Refunding shall be canceled.

(a) General Obligation Pledge. For the prompt and full payment of the principal and interest on the Bonds, as the same respectively become due, the full faith, credit and taxing powers of the City shall be and are hereby irrevocably pledged. If the balance in the Debt Service Account is ever insufficient to pay all principal and interest then due on the Bonds and any other bonds payable

therefrom, the deficiency shall be promptly paid out of any other funds of the City which are available for such purpose, and such other funds may be reimbursed with or without interest from the Debt Service Account when a sufficient balance is available therein.

18. Prior Bonds; Security. Until retirement of the Prior Bonds, all provisions theretofore made for the security thereof shall be observed by the City and all of its officers and agents.

19. Defeasance. When all Bonds have been discharged as provided in this paragraph, all pledges, covenants and other rights granted by this resolution to the registered holders of the Bonds shall, to the extent permitted by law, cease. The City may discharge its obligations with respect to any Bonds which are due on any date by irrevocably depositing with the Bond Registrar on or before that date a sum sufficient for the payment thereof in full; or if any Bond should not be paid when due, it may nevertheless be discharged by depositing with the Bond Registrar a sum sufficient for the payment thereof in full with interest accrued to the date of such deposit. The City may also discharge its obligations with respect to any prepayable Bonds called for redemption on any date when they are prepayable according to their terms, by depositing with the Bond Registrar on or before that date a sum sufficient for the payment thereof in full, provided that notice of redemption thereof has been duly given. The City may also at any time discharge its obligations with respect to any Bonds, subject to the provisions of law now or hereafter authorizing and regulating such action, by depositing irrevocably in escrow, with a suitable banking institution qualified by law as an escrow agent for this purpose, cash or securities described in Minnesota Statutes, Section 475.67, Subdivision 8, bearing interest payable at such times and at such rates and maturing on such dates as shall be required, without regard to sale and/or reinvestment, to pay all amounts to become due thereon to maturity or, if notice of redemption as herein required has been duly provided for, to such earlier redemption date.

20. Securities; Escrow Agent. Securities purchased from moneys in the Escrow Account shall be limited to securities set forth in Minnesota Statutes, Section 475.67, Subdivision 8, and any amendments or supplements thereto. Securities purchased from the Escrow Account shall be purchased simultaneously with the delivery of the Bonds. The City Council has investigated the facts and hereby finds and determines that the Escrow Agent is a suitable financial institution to act as escrow agent.

21. Redemption of Refunded Bonds. The Refunded Bonds shall be redeemed and prepaid on the Crossover Date in accordance with the terms and conditions set forth in the Notice of Call for Redemption, in substantially the form attached to the Escrow Agreement, which terms and conditions are hereby approved and incorporated herein by reference.

22. Escrow Agreement. On or prior to the delivery of the Bonds, the Mayor and Finance Director shall, and are hereby authorized and directed to, execute the Escrow Agreement on behalf of the City. The Escrow Agreement is hereby approved and adopted and made a part of this resolution, and the City covenants that it will promptly enforce all provisions thereof in the event of default thereunder by the Escrow Agent.

23. Purchase of SLGS or Open Market Securities. The Escrow Agent, as agent for the City, is hereby authorized and directed to purchase on behalf of the City and in its name the appropriate United States Treasury Securities, State and Local Government Series and/or open market securities as provided in paragraph 21, from the proceeds of the Bonds, to the extent necessary, other available funds, all in accordance with the provisions of this resolution and the Escrow Agreement and to execute all such documents (including the appropriate subscription form) required to effect such purchase in accordance with the applicable U.S. Treasury Regulations.

24. Certificate of Registration. The Clerk is hereby directed to file a certified copy of this resolution with the County Auditor of Ramsey County, Minnesota, together with such other information

as each County Auditor shall require, and to obtain the County Auditor's Certificate from each County that the Bonds have been entered in the County Auditor's Bond Register and that the tax levy required by law has been made.

25. Records and Certificates. The officers of the City are hereby authorized and directed to prepare and furnish to the Purchaser, and to the attorneys approving the legality of the issuance of the Bonds, certified copies of all proceedings and records of the City relating to the Bonds and to the financial condition and affairs of the City, and such other affidavits, certificates and information as are required to show the facts relating to the legality and marketability of the Bonds as the same appear from the books and records under their custody and control or as otherwise known to them, and all such certified copies, certificates and affidavits, including any re furnished, shall be deemed representations of the City as to the facts recited therein.

26. Negative Covenant as to Use of Proceeds and Projects. The City hereby covenants not to use the proceeds of the Bonds or to use the projects originally financed by the Prior Bonds, or to cause or permit them to be used, or to enter into any deferred payment arrangements for the cost of the projects, in such a manner as to cause the Bonds to be "private activity bonds" within the meaning of Sections 103 and 141 through 150 of the Code.

27. Continuing Disclosure. The City is the sole obligated person with respect to the Bonds. The City hereby agrees, in accordance with the provisions of Rule 15c2-12 (the "Rule"), promulgated by the Securities and Exchange Commission (the "Commission") pursuant to the Securities Exchange Act of 1934, as amended, and a Continuing Disclosure Undertaking (the "Undertaking") hereinafter described to:

(a) Provide or cause to be provided to the Municipal Securities Rulemaking Board (the "MSRB") by filing at [www.emma.msrb.org](http://www.emma.msrb.org) in accordance with the Rule, certain annual financial information and operating data in accordance with the Undertaking. The City reserves the right to modify from time to time the terms of the Undertaking as provided therein.

(b) Provide or cause to be provided to the MSRB notice of the occurrence of certain events with respect to the Bonds in not more than ten (10) business days after the occurrence of the event, in accordance with the Undertaking.

(c) Provide or cause to be provided to the MSRB notice of a failure by the City to provide the annual financial information with respect to the City described in the Undertaking, in not more than ten (10) business days following such occurrence.

(d) The City agrees that its covenants pursuant to the Rule set forth in this paragraph and in the Undertaking is intended to be for the benefit of the Holders of the Bonds and shall be enforceable on behalf of such Holders; provided that the right to enforce the provisions of these covenants shall be limited to a right to obtain specific enforcement of the City's obligations under the covenants.

The Mayor and Clerk of the City, or any other officer of the City authorized to act in their place (the "Officers") are hereby authorized and directed to execute on behalf of the City the Undertaking in substantially the form presented to the City Council subject to such modifications thereof or additions thereto as are (i) consistent with the requirements under the Rule, (ii) required by the Purchaser of the Bonds, and (iii) acceptable to the Officers.

28. Tax-Exempt Status of the Bonds; Rebate. The City is subject to the rebate requirement imposed by Section 148(f) of the Code by reason of issuing (together with all subordinate entities thereof, and all entities treated as one issuer with the Issuer) more than \$5,000,000 of tax-exempt

governmental obligations during this calendar year as provided in Section 148(f)(4)(D) of the Code and Section 1.148-8 of the Regulations.

29. Designation of Qualified Tax-Exempt Obligations. In order to qualify the Bonds as "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code, the City hereby makes the following factual statements and representations:

- (a) the Bonds are issued after August 7, 1986;
- (b) the Bonds are not "private activity bonds" as defined in Section 141 of the Code;
- (c) the City hereby designates the Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3) of the Code;
- (d) the reasonably anticipated amount of tax exempt obligations (other than private activity bonds, treating qualified 501(c)(3) bonds as not being private activity bonds) which will be issued by the City (and all entities treated as one issuer with the City, and all subordinate entities whose obligations are treated as issued by the City) during this calendar year 2014 will not exceed \$10,000,000;
- (e) not more than \$10,000,000 of obligations issued by the City during this calendar year 2014 have been designated for purposes of Section 265(b)(3) of the Code; and
- (f) the aggregate face amount of the Bonds does not exceed \$10,000,000.

The City shall use its best efforts to comply with any federal procedural requirements which may apply in order to effectuate the designation made by this paragraph.

30. Official Statement. The Official Statement relating to the Bonds prepared and distributed by the Springsted Incorporated is hereby approved and the officers of the City are authorized in connection with the delivery of the Bonds to sign such certificates as may be necessary with respect to the completeness and accuracy of the Official Statement.

31. Supplemental Resolution. The Prior Resolution is hereby supplemented to the extent necessary to give effect to the provisions hereof.

32. Severability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

33. Headings. Headings in this resolution are included for convenience of reference only and are not a part hereof, and shall not limit or define the meaning of any provision hereof.

Seconded by Councilmember Abrams

Ayes – All

The motion passed.

## **2. Approval of Amendments to the City's Health Codes – Second Reading**

Interim City Manager Coleman gave the staff report .

Councilmember Cardinal moved to approve the second reading of amendments to the City's Health Code, Chapter 12 and 14.

Ordinance 937  
 Chapter 12 – BUILDING AND BUILDING REGULATIONS  
 ARTICLE XII. – SWIMMING POOLS  
 DIVISION 2. PUBLIC POOLS

Sec. 12-432. Authority.  
 Sec. 12-533. State department of health rules adopted.  
 Sec. 12-534. Definitions.  
 Sec. 12-535. License required.  
 Sec. 12-536. Application for license.  
 Sec. 12-537. Inspection.  
 Sec. 12-538. License expiration and renewal; denial or revocation of license.  
 Sec. 12-539. License fees.  
 Sec. 12-5310. Penalty.

Sec. 12-532. Authority.

The City of Maplewood regulates food, lodging, and public pool establishments through the delegation of authority from the Minnesota Department of Health.

Sec. 12-533. State department of health rules adopted.

Subject to any specific modifications set forth in this division, the city hereby adopts and incorporates by reference state board of health statutes and rules including Minnesota Statutes 144.1222, 145A, and 157 and Minnesota Rules, parts 4717.0150 to 4717.3970 and 7-MCAR 1.141. Said statutes and rules are hereby modified by deleting the term "board of health" and substituting "environmental health official" and any reference to "public swimming pool" with the definition of "public pool" in [section 12-533](#).

(Code 1982, § 31-7)

Sec. 12-534. Definitions.

The following words, terms and phrases, when used in this division, shall have the meanings ascribed to them in this section, except where the context clearly indicates a different meaning:

*Public pool* means any pool, other than a private residential pool, intended to be used collectively by numbers of persons for swimming or bathing, operated by any person, whether he is the owner, lessee, operator, licensee, or concessionaire, regardless of whether a fee is charged for such use. Included in this definition are pools located in or adjacent to apartment buildings, condominiums, townhouses or other multiple-dwelling residential complexes, public or private schools, public or private sports facilities, commercial property unless used for sales and/or display purposes only and treatment pools, therapeutic pools, and special pools for water therapy, whirlpools, spas and cold plunges.

(Code 1982, § 31-8)

**Cross reference**— Definitions generally, § 1-2.

Sec. 12-535. License required.

It shall be unlawful for any person to operate a public pool, regardless of whether a fee is charged for such use, unless the city has issued a valid license therefor which is in full force and effect. Such license shall be on display in the vicinity of the subject pool or conveniently accessible upon demand.

(Code 1982, § 31-9)

Sec. 12-536. Application for license.

Application for a license for a public pool shall be submitted to the department of community development in such form and manner as the city may prescribe.

(Code 1982, § 31-10)

Sec. 12-537. Inspection.

The environmental health official shall inspect every public pool as frequently as deemed necessary to ensure compliance with this division. All swimming pool plans will be sent to the Minnesota Department of Health for review and approval per the city's delegation agreement with the Minnesota Department of Health.

(Code 1982, § 31-11)

Sec. 12-538. License expiration and renewal; denial or revocation of license.

- (a) Licenses issued under this division shall expire on December 31 each year. License renewal applications shall be filed with the department of community development prior to December 31 of each year. Failure to comply with these requirements may result in revocation or nonrenewal of the license.
- (b) Written notification shall be made to the applicant or licensee of any pool license that has been denied or revoked. The applicant or licensee shall have ten days from the date of notification to appeal this decision to the city council.

(Code 1982, § 31-12)

Sec. 12-539. License fees.

The license fees for public pools shall be fixed by the city council, by resolution, from time to time.

(Code 1982, § 31-13)

Sec. 12-5310. Penalty.

Any person convicted of violating this article will be guilty of a misdemeanor and, upon conviction, shall be punished in accordance with [section 1-15](#).

(Code 1982, § 31-14)

Ordinance 938  
Chapter 14 - BUSINESSES AND LICENSING  
ARTICLE VI. - FOOD AND FOOD HANDLERS

## DIVISION 2. - FOOD ESTABLISHMENTS

## Subdivision I. In General

Sec. 14-316. Authority.

Sec. 14-3176. Purpose.

Sec. 14-3187. State health rules adopted.

Sec. 14-3198. Interference with or hindrance of health authority.

Sec. 14-32019. Supplemental laws, rules and regulations.

Sec. 14-32120. Violations.

Secs. 14-322321—14-340. Reserved.

Sec. 14-316. Authority.

The City of Maplewood regulates food, lodging, and public pool establishments through the delegation of authority from the Minnesota Department of Health.

Sec. 14-3176. Purpose.

The purpose of this division is to establish standards to protect the health, safety and the general welfare of the people of the city. These general objectives include the following:

- (1) Prevent food-borne illness.
- (2) Correct and prevent conditions that may adversely affect persons utilizing food establishments.
- (3) Provide minimum standards for the design, construction, operation and maintenance of food establishments.
- (4) Meet consumer expectations to the quality and safety of food establishments.

(Code 1982, § 13-16)

Sec. 14-3187. State health rules adopted.

Subject to any specific modifications set forth in this section, the city adopts and incorporates by reference state board of health statutes and rules including Minnesota Statutes 145A and 157 and Minnesota Rules, parts 4626.0010 to 4626.2010chapter 4625, part 4626.0010 et seq., as contained by law in the document entitled "Rules and Requirements for Food and Beverage Establishments." A copy of such regulations shall be filed and available for inspection in the office of the city clerk and the department of community development. Chapter 4626.0010 et seq. Said statutes and rules are hereby modified by deleting the terms "board" and "commissioner" and substituting the term "environmental health official" in place thereof, or other successor designated or authorized by the city council.

(Code 1982, § 13-17)

Sec. 14-3198. Interference with or hindrance of health authority.

No person shall interfere with, obstruct or hinder any health authority in the performance of their duties under this division or the laws of the state nor prevent their performance thereof.

(Code 1982, § 13-42)

Sec. 14-32019. Supplemental laws, rules and regulations.

This division shall be construed to be supplementary to all laws, rules and regulations of the state department of health and state department of agriculture and is not intended and shall not be construed to permit that which is prohibited or declared unlawful by any such competent authority. All establishments shall, in addition to this division, comply with the applicable regulations of the state department of health and state department of agriculture.

(Code 1982, § 13-43)

Sec. 14-3210. Violations.

Any person convicted of violating this division will be guilty of a misdemeanor and, upon conviction, shall be punished in accordance with section 1-15.

(Code 1982, § 13-44)

Secs. 14-3221—14-340. Reserved.

Ordinance 939  
Chapter 14 - BUSINESSES AND LICENSING  
ARTICLE IX. - LODGING ESTABLISHMENTS  
DIVISION 1. GENERALLY

Sec. 14-521. Authority.

Sec. 14-5221. State health rules adopted by law.

Sec. 14-5232. Inspection.

Sec. 14-5243. Penalty.

Secs. 14-5254—14-550. Reserved.

Sec. 14-521. Authority.

The City of Maplewood regulates food, lodging, and public pool establishments through the delegation of authority from the Minnesota Department of Health.

Sec. 14-5221. State health rules adopted by law.

Subject to any specific modifications set forth in this section, the city hereby adopts and incorporates by reference state board of health statutes and rules including Minnesota Statutes 145A, 157, and 327 and Minnesota Rules, parts 4625.0100 to 4625.2300. 7—MCAR 1.151—1.160 as contained by law in the document entitled "Requirements for Lodging Establishments" and all subsequent amendments thereto. One copy of such regulations shall be filed and available for inspection in the office of the city clerk and the department of community development. 7—MCAR 1.151—1.160 is Said statutes and rules are hereby modified by deleting the term "board of health" and substituting the refor the term "environmental health official."

(Code 1982, § 17.5-1)

Sec. 14-5232. Inspection.

The environmental health official shall inspect every lodging establishment as frequently as deemed necessary to ensure compliance with this article.

(Code 1982, § 17.5-4)

Sec. 14-5243. Penalty.

Any person convicted of violating this article shall be guilty of a misdemeanor and, upon conviction, shall be punished in accordance with section 1-15.

(Code 1982, § 17.5-7)

Secs. 14-5254—14-550. Reserved.

Seconded by Councilmember Juenemann                      Ayes – All

The motion passed.

**3. English Street Petition Update**

Public Works Director/City Engineer Thompson gave the staff report and answered questions of the council. William Diesslin, Maplewood resident spoke to the council.

**J. NEW BUSINESS**

**1. Approval of Resolution for a Lawful Gambling Premise Permit for Chops, Inc at McCarron’s Pub & Grill, 1986 Rice Street**

Citizen Services Director Guilfoile gave the staff report. Kevin Kimes, Gambling Manager for Chops, Inc. addressed and spoke to the council.

Councilmember Juenemann moved to approve the Resolution for a Lawful Gambling Premise Permit for Chops, Inc. at the McCarron’s Pub & Grill, 1986 Rice Street.

Resolution 14-7-1095  
Lawful Gambling Premise Permit

BE IT HEREBY RESOLVED, by the City Council of Maplewood, Minnesota, that the premise permit for lawful gambling is approved for Chops, Inc to operate at McCarron’s Pub & Grill, 1986 Rice St, Maplewood, MN.

FURTHERMORE, that the Maplewood City Council waives any objection to the timeliness of application for said permit as governed by Minnesota Statute §349.213.

FURTHERMORE, that the Maplewood City Council requests that the Gambling Control Division of the Minnesota Department of Gaming approve said permit application as being in compliance with Minnesota Statute §349.213.

NOW, THEREFORE, be it further resolved that this Resolution by the City Council of Maplewood, Minnesota, be forwarded to the Gambling Control Division for their approval.

Seconded by Councilmember Cardinal                      Ayes – All

The motion passed.

**2. Approval of the Following Requests for the Days Inn Conversion to Senior**

**Housing at 3030 Southlawn Drive:**

- a. **A Conditional Use Permit to Allow Multi-Family Housing in a Business Commercial District**
- b. **A Parking Reduction for Fewer Parking Spaces than Required**
- c. **A Unit-Size Reduction Variance**
- d. **Design Plans**

Senior Planner Ekstrand gave the staff report and answered questions of the council. John Donofrio, Planning Commissioner addressed the council and gave the report from the Planning Commission. Ben Delwiche, Architect with Kaas Wilson Architects addressed the council and gave additional information about the project. Mark Jenkins, Business and Economic Development Commissioner addressed the council and gave the BEDC report. Police Chief Schnell gave additional information related to public safety issues. Chief Lukin answered additional questions of the council. Interim City Manager Coleman gave additional information. Mark Bradley, Maplewood Resident spoke to the council.

Councilmember Koppen moved to table the matter until the next council meeting.

Seconded by Councilmember Juenemann                      Ayes – All

The motion passed.

Items for staff to work with applicant to

1. Look into the fence issue.
2. Specifics on security measures for residents.
3. Fire Chief Lukin and Police Chief Schnell present some facts supporting their position on this proposed development.
4. Number of similar units in the area that the Fire Station currently provides service to.
5. Information from Public Works on how patrons are going to move safely to and from the property.

**3. Approval of the Maekloth Addition Preliminary Plat and Final Plat, Hazelwood Street and County Road D East**

Senior Planner Ekstrand gave the staff report. Public Works Director/City Engineer Thompson answered questions of the council. John Donofrio, Planning Commissioner addressed the council and gave the Planning Commission report.

Councilmember Juenemann moved to approve the preliminary plat and the final plat for the Maekloth Addition, located at the southwest corner of County Road D East and Hazelwood Street.

Seconded by Councilmember Koppen                      Ayes – All

The motion passed.

4. **Approval of the Following at 1081 Highway 36 for Chuck Whitaker:**
  - a. **A Conditional Use Permit for Used-Car Sales**
  - b. **A Variance for Used-Car Sales Closer than 350 Feet to a Residential District**

Councilmember Cardinal recused himself from participating and voting on this agenda item.

Senior Planner Ekstrand gave the staff report. John Donofrio, Planning Commissioner

addressed the council and gave the Planning Commission report. Charles Whitaker, Owner of Whitaker Buick GMC Company addressed the council and gave additional information.

Councilmember Abrams moved to approve the staff recommendation with minor amendment of only permitting 7 cars out in front of the property at one time.

- A. Approve the conditional use permit resolution to allow used-car sales at 1081 Highway 36. Approval is based on the findings required by ordinance and subject to the following conditions:
1. All construction shall follow the plans date-stamped June 11, 2014, approved by the city. Staff may approve minor changes.
  2. The proposed use must be substantially started within one year of council approval or the permit shall become null and void. The council may extend this deadline for one year after review and good-cause is shown.
  3. The city council shall review this permit in one year.
  4. This permit requires that cars for sale be kept indoors as proposed.
  5. Any signs shall be installed in accordance with the Maplewood Sign Ordinance.
  6. The applicant shall pave the area behind the building to eliminate the graveled parking and driveway surfaces. The property owner shall also do the same in the area behind Hirschfield's at the same time to clean up the site.
  7. The permitted hours of retail operation shall be Monday through Thursday 9 a.m. to 8 p.m. and Friday and Saturday 9 a.m. to 6 p.m.
  8. Test drives shall be limited to the frontage road with drives through the residential neighborhood strongly discouraged.
  9. Vehicle deliveries and transport unloading shall be done on site and not along public streets.
- B. Approve of the variance resolution for the proposed Whitaker used car sales business to be less than 350 feet from a residential district. The proposed use would be 190 feet away. This variance approval is based on the following findings:
1. The proposed variance would be in harmony with the intent of the ordinance. With a 350 foot separation from a residential property, the code attempts to buffer auto sales activities from residents. In this case, there would be no outdoor car sales or displays, to eliminate any neighborhood impact.
  2. The use would be consistent with the comprehensive plan since it is classified commercial and auto sales are a commercial activity.
  3. There are practical difficulties in complying with the ordinance. The existing building is closer than 350 feet to the nearest residentially zoned property. This proximity is nothing the applicant can control. This "practical difficulty" is being addressed by the applicant by operating his used car sales business inside the building. Other than test drives, there would be no impact on the neighborhood. The residential district to the

north, furthermore, is almost fully screened by mature trees from this commercial property.

Resolution 14-7-1098  
Conditional Use Permit

WHEREAS, Chuck Whitaker, of Whitaker Buick GMC Co., has applied for a conditional use permit be allowed to sell used automobiles at 1081 Highway 36.

WHEREAS, Sections 44-512 (5) of the city ordinances requires a conditional use permit for used car sales in a M1 (light manufacturing) zoning district.

WHEREAS, this permit applies to the property located at 1081 Highway 36. The property identification number of this property is:

092922310001

WHEREAS, the history of this conditional use permit is as follows:

1. On July 1, 2014, the planning commission held a public hearing. The city staff published a notice in the paper and sent notices to the surrounding property owners. The planning commission gave everyone at the hearing a chance to speak and present written statements. The planning commission also considered the reports and recommendation of city staff. The planning commission recommended that the city council approve this permit.
2. On July 14, 2014, the city council considered reports and recommendations of the city staff and planning commission.

NOW, THEREFORE, BE IT RESOLVED that the city council approve the above-described conditional use permit, because:

1. The use would be located, designed, maintained, constructed and operated to be in conformity with the City's Comprehensive Plan and Code of Ordinances.
2. The use would not change the existing or planned character of the surrounding area.
3. The use would not depreciate property values.
4. The use would not involve any activity, process, materials, equipment or methods of operation that would be dangerous, hazardous, detrimental, disturbing or cause a nuisance to any person or property, because of excessive noise, glare, smoke, dust, odor, fumes, water or air pollution, drainage, water run-off, vibration, general unsightliness, electrical interference or other nuisances.
5. The use would generate only minimal vehicular traffic on local streets and would not create traffic congestion or unsafe access on existing or proposed streets.
6. The use would be served by adequate public facilities and services, including streets, police and fire protection, drainage structures, water and sewer systems, schools and parks.
7. The use would not create excessive additional costs for public facilities or services.

8. The use would maximize the preservation of and incorporate the site's natural and scenic features into the development design.
9. The use would cause minimal adverse environmental effects.

Approval is subject to the following conditions:

1. All construction shall follow the plans date-stamped June 11, 2014, approved by the city. Staff may approve minor changes.
2. The proposed use must be substantially started within one year of council approval or the permit shall become null and void. The council may extend this deadline for one year after review and good-cause is shown.
3. The city council shall review this permit in one year.
4. This permit requires that cars for sale be kept indoors as proposed.
5. Any signs shall be installed in accordance with the Maplewood Sign Ordinance.
6. The applicant shall pave the area behind the building to eliminate the graveled parking and driveway surfaces. The property owner shall also do the same in the area behind Hirschfield's at the same time to clean up the site.
7. The permitted hours of retail operation shall be Monday through Thursday 9 a.m. to 8 p.m. and Friday and Saturday 9 a.m. to 6 p.m.
8. Test drives shall be limited to the frontage road with drives through the residential neighborhood strongly discouraged.
9. Vehicle deliveries and transport unloading shall be done on site and not along public streets.

The Maplewood City Council approved this resolution on July 14, 2014.

Resolution 14-7-1099  
Variance Resolution

WHEREAS, Chuck Whitaker, of Whitaker Buick GMC Co., has applied for a variance to be allowed to operate a used car sales business closer than 350 feet to a residential zoning district.

WHEREAS, this variance applies to the property at 1081 Highway 36. The property identification numbers for this property is:

092922310001

WHEREAS, Sections 44-512 (5) of the city ordinances requires that used car sales businesses be at least 350 feet from a residential district.

WHEREAS, the applicant's proposed use would be 190 feet from the nearest residential district.



**K. AWARD OF BIDS**

None

**L. VISITOR PRESENTATION**

1. Tom Sinn, 345 Sophia

**M. ADMINISTRATIVE PRESENTATIONS****1. Council Calendar Update**

Interim City Manager Coleman gave the update to the council calendar.

**2. Update on Light It Up Maplewood—July 4<sup>th</sup> Event**

Citizen Services Director Guilfoile gave the update for the Fourth of July event.

**N. COUNCIL PRESENTATIONS****1. Manager Search**

Councilmember Juenemann gave an update on the manager search.

**2. National Night Out**

Councilmember Juenemann reminded residents that National Night Out is Tuesday, August 5, 2014 and encourage everyone to participate.

**3. Update on the Cable Commission**

Councilmember Abrams gave an update on the Cable Commission and the meeting she attended last week.

**4. Reopening of Keller Golf Course**

Councilmember Abrams informed everyone of the reopening of Keller Golf Course event that will be taking place on Saturday, July 19, 2014.

**5. Update on City Manager Meeting**

Councilmember Abrams gave the report on the meeting she and Mayor Slawik had with Interim City Manager Coleman.

**6. Committee Reports**

Councilmember Cardinal complimented the Planning Commission on what a good job they do. He then reported on the Municipal Equipment Committee and Finance Committee he serves on. He requested a moment of silence for Ramsey-Washington Suburban Cable Commissioner Greg Donovan who passed away Thursday, July 10, 2014.

**7. Ramsey County Fair**

Councilmember Cardinal requested to have a report from Joe Fox on the Ramsey County Fair be added to the next council agenda.

**8. Keller Phalen Park**

Councilmember Cardinal remarked on the boardwalk that Ramsey County installed from Keller Lake to Phalen Lake.

**9. Update on Regional Mayors Meeting**

Mayor Slawik reported on Regional Mayors meeting she attended earlier in the day.

**10. Gateway Corridor Commission**

Mayor Slawik reported on the Gateway Corridor meeting she attended and the Guided Bus Way she was invited to visit in Los Angeles, CA.

**O. ADJOURNMENT**

Mayor Slawik adjourned the meeting at 10:00 p.m.

DRAFT