List of Documents Associated with the West Falls CDA Bond Issuance

March 4, 2022

Prepared by the City Attorney

Special Assessment Ordinance:

If adopted by City Council this ordinance would impose the special assessments (and if necessary, a back=-up Special Tax) on taxable property in the West Falls District to provide the primary source to pay the debt service on the bonds. First reading scheduled for Mar. 28, Adoption on April 11.

Bond Resolution-City:

If adopted by City Council and will recognize and approve the CDA bond resolution, and [provide consent to approve the bond documents. Council's consideration is scheduled for April 11, after CDA approval.

Bond Resolution-CDA:

This resolution will be considered by the CDA Board at a meeting on April 5. It would approve all of the documents in the forms to be presented to the CDA board at that time and delegate authority to approve final changes . It approves issuance of the Bonds and then includes approval of the following documents:

Trust indenture:

The Trust Indenture governs the issuance of the Bonds and the flow of funds securing their repayment. U.S. Bank Trust Company, NA, is appointed as trustee, and MuniCap Inc. is appointed as administrator through this document.

Preliminary Limited Offering Memorandum:

This is a disclosure document prepared for use by the underwriter in connection with sale of the bonds, describing their terms and information material to prospective bondholders. (This document is not yet available, and is not included in the documents you are provided.)

Bond Purchase Agreement (first draft expected early March):

This agreement is entered into at the time of sale of the bonds to the underwriter, and contains the agreement for the purchase price, interest rate, together with the conditions for closing the bond issue. (This document is not yet available, and is not included in the document you are provided.)

Special Assessment Agreement/Rate and Method:

This is an agreement that will be executed by the CDA and the property owners (lessees) in the district that agrees to the special assessments to be imposed, and the “rate and method” by which the special assessments will be allocated among the properties.

Memo of Understanding with FCGP and Trammell Crow:

This MOU is an agreement among the developer, the other property owner in the district, the City and the CDA in which the parties agree to the general terms of the bond financing, the development of the public improvements, and Special Assessment and, if needed, the back-up Special Tax.

Development Agreement

The Development Agreement between the developer and the CDAgoverns generally, the completion of the public improvements that will be financed with the proceeds of the bonds. It includes how the engineer hired by the CDA will certify work for payment and related matters.

Continuing Disclosure

This document is required to meet the Securities and Exchange Commission requirements for ongoing disclosure of information regarding the bonds. The administrator will assist with this work during the bond term.