

Order 136-19/20

Passage: 9-0 on 3/2/2020

KATE SNYDER (MAYOR)
BELINDA S. RAY (1)
SPENCER R. THIBODEAU (2)
TAE Y. CHONG (3)
JUSTIN COSTA (4)

CITY OF PORTLAND
IN THE CITY COUNCIL

Effective 3/12/2020

KIMBERLY COOK (5)
JILL C. DUSON (A/L)
PIOUS ALI (A/L)
NICHOLAS M. MAVODONES, JR (A/L)

**ORDER AUTHORIZING GENERAL OBLIGATION BONDS
TO FINANCE A PORTION OF THE CITY'S FISCAL YEAR 2021 CAPITAL
IMPROVEMENT PROGRAM IN AN AMOUNT NOT TO EXCEED \$18,320,000**

FOLLOWING a public hearing of the City Council of the City of Portland, Maine, held upon due notice pursuant to Article VII, Section 9 of the City Charter, **IT IS HEREBY ORDERED THAT:**

There be and hereby is authorized and approved the incurring of indebtedness by the City of Portland and the issue and sale of general obligation bonds and notes in anticipation thereof in the aggregate principal amount not to exceed Eighteen Million Three Hundred Twenty Thousand Dollars (\$18,320,000) to finance the items identified in the City's 2021 Capital Improvement Program attached hereto as Exhibit A and all other costs (as defined herein) related and ancillary thereto (the "Projects").

BE IT FURTHER ORDERED:

1. That the Finance Director be and hereby is authorized to prepare, issue, and sell such bonds in the name of and on behalf of the City, in the aggregate amount of **\$18,320,000** (the "Bonds") at one time, or from time to time, as one or more separate bond issues, and to determine the date, form, minimum denomination, interest rates (as term bonds or serial bonds or some combination thereof), maturities (with the last maturity not to exceed the maximum term permitted by law) and all other details, terms and provisions, not inconsistent herewith, including the form and manner of their sale and award as he may approve, such approval to be conclusively evidenced by the execution thereof;
2. That the Finance Director be and hereby is authorized to borrow money in anticipation of said Bonds by the issuance and sale of notes or renewal notes in anticipation of said Bonds ("BANs"), and to determine the date, form, minimum denominations, interest rate, maturities (with the last maturity not to exceed 3 years from its date of issuance) and all other details of each issue of BANs, including the form and manner of their sale and award, subject to the provisions of the law, the City Charter and this Order;
3. That the Finance Director be and hereby is authorized to provide that any of the Bonds and BANs hereinbefore authorized be made subject to call for redemption, with or without premium, prior to their stated dates of maturity, as provided in 30-A M.R.S.A. §5772(6), as amended;
4. That the Bonds and BANs issued hereunder shall be signed by the Finance Director and by the Mayor, either or both of whose signatures may be by facsimile to the extent permitted by law, attested to by the City Clerk, under the seal of the City, and shall be in such form and contain such terms and provisions not inconsistent herewith as they may approve, their approval to be conclusively evidenced by their execution thereof;

5. That the Finance Director is authorized to negotiate, execute, and deliver, in the name of and on behalf of the City such contracts, agreements, instruments and other documents and certificates as may be necessary or appropriate, as determined and approved by the Finance Director, in connection with the financing of the Projects, including a loan agreement in usual and customary form with the Maine Municipal Bond Bank (the "Bond Bank"), to the extent any of the Bonds or BANs authorized herein are issued pursuant to the State of Maine Clean Water Revolving Loan Fund program or the State School Revolving Renovation Fund, which contracts, agreements, loan agreements, instruments and other documents and certificates shall be in such form and contain such terms and conditions, not inconsistent herewith, as may be approved by the Finance Director, such approval to be conclusively evidenced by his execution thereof;

6. That the Finance Director be and hereby is authorized to select the underwriter for the Bonds or BANs heretofore authorized and the Finance Director be and hereby is authorized and empowered to execute and deliver such contracts or agreements as may be necessary or appropriate in connection therewith;

7. That the Finance Director be and hereby is authorized to prepare, or cause to be prepared, a Preliminary Official Statement and an Official Statement for use in the offering and sale of the Bonds or BANs heretofore authorized, such Preliminary Official Statement and Official Statement to be in such form and contain such information as may be approved by the Finance Director, with the advice of the bond counsel for the City, and that the use and distribution of the Preliminary Official Statement and the Official Statement in the name of and on behalf of the City in connection with offering the Bonds or BANs for sale be and hereby is approved;

8. That the Finance Director be and hereby is authorized to select the registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds or BANs heretofore authorized and to execute and deliver such contracts and agreements as may be necessary or appropriate to secure their services;

9. That the Bonds or BANs heretofore authorized shall be transferable only on the registration books of the City kept by the Transfer Agent, and said principal amount of the bonds of the same maturity (but not of other maturity) in minimum denominations of \$5,000 and any integral multiple in excess thereof upon surrender thereof at the principal office of the transfer agent, with a written instrument of transfer satisfactory to the transfer agent duly executed by the registered owner or his attorney duly authorized in writing. Upon each exchange or transfer of a bond the City and the Transfer Agent shall make a charge sufficient to cover any tax, fee or any other governmental charge required to be payable with respect to such exchange or transfer, and with respect to such exchange or transfer, and subsequent to the first exchange or transfer, the cost of preparing new bonds upon exchanges or transfer thereof to be paid by the person requesting the same;

10. That the Finance Director be and hereby is authorized to undertake all acts necessary to provide for the issuance and transfer of such Bonds or BANs heretofore authorized in book-entry form pursuant to the Depository Trust Company Book-Entry Only System, as an alternative to the provisions of the foregoing paragraph above regarding physical transfer of Bonds or BANs, and the Finance Director be and hereby is authorized and empowered to enter into a Letter of Representation or any other contract, agreement or understanding necessary or, in his opinion, appropriate in order to qualify the Bonds or BANs for and participate in the Depository Trust Company Book-Entry Only System;

11. That the Finance Director and Mayor from time to time shall execute such Bonds or BANs as may be required to provide for exchanges or transfers of Bonds or BANs as heretofore authorized,

all such Bonds or BANs to bear the original signature of the Finance Director and Mayor, and in case any officer of the City whose signature appears on any Bond or BAN shall cease to be such officer before the delivery of said Bond or BAN, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery thereof;

12. That if the Bonds or BANs, or any part of them, are issued on a tax-exempt basis, the Finance Director be and hereby is authorized and directed to covenant and certify on behalf of the City that no part of the proceeds of the issue and sale of the Bonds or BANs authorized to be issued hereunder shall be used directly or indirectly to acquire any securities or obligations, the acquisition of which would cause such Bonds or BANs to be “private activity bonds” or “arbitrage bonds” within the meaning of Sections 141 and 148 of the Internal Revenue Code of 1986, as amended;

13. That if the Bonds or BANs, or any part of them, are issued on a tax-exempt basis, the officers or officials executing the Bonds or BANs be and hereby are individually authorized to covenant and agree, on behalf of the City, for the benefit of the holders of such Bonds or BANs, that the City will file any required reports and take any other action that may be necessary to insure that interest on the notes will remain exempt from federal income taxation, and that the City will refrain from any action that would cause interest on the Bonds or BANs to be subject to federal income taxation;

14. That the officers executing the Bonds or BANs be and hereby are individually authorized to covenant, certify and agree, on behalf of the City, for the benefit of the holders of such Bonds or BANs, that the City will file any required reports, make any annual financial or material event disclosure, and take any other action that may be necessary to insure that the disclosure requirements imposed by Rule 15c2-12 of the Securities and Exchange Commission, if applicable, are met;

15. That any or all of the Bonds or BANs issued hereunder may be consolidated with and become a part of any other issue of temporary notes or general obligation bonds authorized to be issued by any previous or subsequent order of the City Council of the City of Portland;

16. That the term “cost” or “costs” as used herein and applied to the Projects, or any portion thereof, includes, but is not limited to (1) the cost to design, acquire, construct, renovate, improve, furnish and equip the Project, or any portion thereof; (2) the cost of land, easements and other real property interests, landscaping and site preparation, including demolition and environmental remediation work on any existing building or structure and on the property where the Project is located, utility extensions and site improvements, and all appurtenances and other fixtures, facilities, buildings and structures either on, above, or under the ground which are used or usable in connection with the Project; (3) the cost of feasibility studies, surveys, environmental studies and assessments, engineering, plans and specifications, legal and other professional services associated with the Project; (4) issuance costs, including premiums for insurance, capitalized interest and other fees and expenses relating to the financing transaction.

17. That if the actual cost of any Project differs from the estimated cost on the attached Exhibit A, whether due to completion, delay or abandonment of the Project or for any other reason, the Finance Director is authorized, in his discretion, to reallocate proceeds of the Bonds to any other listed Project on the attached Exhibit A, or to any other project or improvement that the City Council has approved or may in the future approve as part of the City’s annual capital improvement plan;

18. That the Finance Director, Mayor and Clerk and other proper officials of the City be, and hereby are authorized and empowered in its name and on its behalf to do or cause to be done all such acts and things, not inconsistent herewith, as may be necessary or desirable in order to effect the issuance, sale and delivery of the Bonds or BANs hereinabove authorized;

19. That if any of the officers or officials of the City who have signed or sealed the Bonds shall cease to be such officers or officials before the Bonds or BANs so signed and sealed shall have been actually authenticated or delivered by the City, such Bonds or BANs nevertheless may be authenticated, issued, and delivered with the same force and effect as though the person or persons who signed or sealed such Bonds or BANs had not ceased to be such officer or official; and also any such bonds or notes may be signed and sealed on behalf of the City by those persons who, at the actual date of the execution of such Bonds or BANs, shall be the proper officers and officials of the City, although at the nominal date of such Bonds or BANs any such person shall not have been such officer or official;

20. That if the Finance Director, Mayor or Clerk are for any reason unavailable to approve and execute the Bonds or BANs or any other documents necessary or convenient to the issuance, execution and delivery of the Bonds or BANs, the person or persons then acting in any such capacity, whether as an assistant, a deputy, or otherwise, is authorized to act for such official with the same force and effect as if such official had performed such act.

21. That the Bonds or BANs authorized by this Order are in addition to any bonds or notes previously authorized for the same or similar purposes;

22. That to the extent not payable from other funds, an amount sufficient for the payment of the annual payments of principal and interest on the Bonds or any BANs issued hereunder shall be included in the tax levy of each year until the debt represented by said Bonds or BANs is extinguished;

23. That the following resolutions required by Section C(4)(e) of the State of Maine Clean Water Revolving Loan Fund Rules, Chapter 595, Department of Environmental Protection and Maine Municipal Bond Bank (the "SRF Regulations"), and governing the loan to be made to the City under the State Revolving Loan Fund Program be and hereby are adopted:

- a. That a Project Account shall be created for the Projects which shall be separate from all other accounts of the City. If operating revenues are to be used to retire the debt, a sub-account will be established;
- b. That the Project Account shall be maintained in accordance with standards set forth by the Bond Bank and in accordance with generally accepted government account standards;
- c. That a final accounting shall be made to the Bond Bank of the total cost of each Project upon completion of the Project performance certification as set out in Section G(3) of the SRF Regulations and the City acknowledges that the Bond Bank reserves the right at its sole discretion to be provided with a cost certification of the Project as built;
- d. That an annual audit of the City, prepared by a certified public accountant or licensed public accountant be provided to the Bond Bank for the term of the loan;

- e. That the City shall maintain insurance coverage on the Projects in an amount adequate to protect the Bond Bank's interest for the term of the loan with the Bond Bank named as loss payee;
- f. That the City will comply with any special conditions specified by the Department of Environmental Protection's environmental determination until all financial obligations to the State have been discharged;
- g. That the City certify to the Bond Bank that it has secured all permits, licenses and approvals necessary and that it has a dedicated source of revenue for repayment;
- h. That the City establish a rate, charge or assessment schedule in order to pay principal and interest. Such rate change or schedule shall provide total operations and debt service coverage at a level at which the coverage for the Bond Bank is sufficient;
- i. That the City must demonstrate the ability to pay reasonably anticipated costs of operating and maintaining the financed Project;
- j. That the City abide by the SRF Regulations, as revised and amended and relevant State statutes of the State of Maine; and

24. That during the term any of the Bonds (or bonds issued to refund such Bonds) are outstanding, the Finance Director be and hereby is authorized to issue and deliver refunding bonds to refund some or all of the Bonds then outstanding, and to determine the date, form, interest rate, maturities and all other details of such refunding bonds, including the form and manner of their sale and award. The Finance Director be and hereby is further authorized to provide that any of such refunding bonds hereinbefore authorized be made callable, with or without premium, prior to their stated date(s) of maturity, and each refunding bond issued hereunder shall be signed by the Finance Director and by the Mayor, either or both of whose signatures may be by facsimile to the extent permitted by law, attested to by the City Clerk, under the seal of the City, and shall be in such form and contain such terms and provisions not inconsistent herewith as they may approve, their approval to be conclusively evidenced by their execution thereof.

2021 CIP - General Fund

<u>Project Title</u>	<u>CIP Amount</u>	<u>Bond Amount</u>	<u>Other Funding</u>
<u>Barron Center</u>			
Barron Center - Resurface of Roadways & Parking Lots	140,000	140,000	
Barron Center Kitchenettes	25,000	25,000	
<u>Fire Department</u>			
Bramhall - Washroom and Locker Room	150,000	150,000	
Cardiac Monitor Replacement	125,000	125,000	
Fire Station Masonry Repairs	100,000	100,000	
Fire Station Backflow Devices	50,000	50,000	
<u>Information Technology</u>			
CAD RMS: Dell EMC Storage Array and Virtual Cluster	200,000	200,000	
New DMZ Cluster & GIS Standalone Cluster	63,000	63,000	
<u>Library</u>			
Replace Portland Room Fire Protection	100,000	100,000	
Skylight and rubber roof repairs	100,000	100,000	
<u>Parking / Garages</u>			
Temple St Garage Façade	100,000	100,000	
Multi Space Parking Meters Park & State	15,000	15,000	
Parking Meter Replacement Phase 2	95,000	95,000	
<u>Parks, Rec & Public Assembly</u>			
Lyseth Playground Replacement	275,000	275,000	
Portland Exposition Building Renovation Plan	165,000	165,000	
Deering Oaks ADA Walkway Paving	149,000	149,000	
Riverton Preserve ADA Trail	96,000	96,000	
Wilde Chapel Emergency Repairs	75,000		75,000
Riverton School Basketball Reconstruction	69,000	69,000	
Evergreen Cemetery Frontage Improvements	53,000	53,000	
Golf Course Improvements/ADA Updates	50,000	50,000	
Portland Public Aquatics - New Pool Engineering / Planning	50,000	50,000	
Dougherty Field Irrigation	46,000	46,000	
Box Boom Lighting Project	40,000	40,000	
Rubber Flooring Completion - Ice Arena	37,000	37,000	
Payson Park Tennis & Basketball Courts Sealing/Painting	29,000	29,000	
Longfellow Playground Climbing Net	27,000	27,000	
<u>Planning & Urban Development</u>			
East Coast Greenway Baxter Blvd/Back Cove to Martins Point	15,000	15,000	
<u>Public Buildings & Waterfront</u>			
Hadlock Lighting Upgrades (100% Funded by Sea Dogs)	474,000		474,000
Expo Roof Repairs Phase 1	350,000	350,000	
Pile Jackets -OG	225,000	225,000	
250 Canco Rd Roof Replacement Phase 1 of 2	200,000	200,000	
Fire Alarm Replacement Merrill & City Hall	195,000	195,000	
On going pile/pier work at OG and P.O.T	175,000	175,000	
Offices & Customer Service Areas A/C Installation	115,000	115,000	
Compass Park Ongoing pile/pier work	100,000	100,000	
Structural Repairs/Roof Covering - Hadlock	100,000	100,000	
250 Canco Rd Portable Generators	85,000	85,000	
Replace Hot Water Tank	60,000	60,000	

Public Works

Woodfords Corner: Project Closeout Costs	455,000	455,000	
PACTS Congress Street Downtown Signals - Add Funding	175,000	175,000	
PACTS Deering's Corner (USM) Roundabout	200,000		200,000
PACTS MPI - Washington Avenue (Presumpscot to Veranda)	250,000	250,000	
PACTS MPI Brighton Ave. (Holm to Westbrook)	65,000	65,000	
PACTS MPI Paving - Marginal Way	385,000	385,000	
PACTS Collector Paving - Washington Avenue (Reagan to Riverside)	265,000	265,000	
Traffic Signal Upgrades with Paving Programs	100,000	100,000	
Traffic Signals Upgrade Program	300,000		300,000
Morrills Corner (State Route 302 and 100)	105,000	105,000	
DOT-Somerset & Kennebec Street Recon	300,000		300,000
Pavement Preservation Program	1,610,000	722,000	888,000
Sidewalk & ADA Rehabilitation Program	500,000		500,000
Commercial Street Sidewalk Improvements	100,000	100,000	
CSO Compliance - SRF Ineligibles	290,000	290,000	
Peaks Island Parking Lot	75,000	75,000	
PACTS RTMS - Regional Signals, Communications, and Match Money	20,000	20,000	

School Department

CBHS/PATHS ADA compliant door hardware and restrooms	277,000	277,000	
DHS ADA compliant doors/hardware, sinks/counters, handrails, curb	710,000	710,000	
KMS ADA compliant ramps and handrails at egress stairs	240,000	240,000	
MMS ADA compliant nurse's area/restroom and locker room	102,000	102,000	
Riverton ADA compliant single use bathroom renovations plus sink	390,000	390,000	
PHS ADA compliant walkways, curb cuts, detectable warning strips,	177,000	177,000	
KMS Restore/refinish wooden gym floor	50,000	50,000	
PHS - Upgrade electrical system	180,000	180,000	
Multiple schools - door access controls - multiple locations	115,000	115,000	
DHS - site drainage	200,000	200,000	
Riverton - Restore masonry	100,000	100,000	
Lincoln - HVAC Rooftop Units	100,000		100,000
PHS - HVAC Rooftop Units	150,000		150,000
DHS - A/C in Front Office	45,000	45,000	
MMS - replace windows	355,000	355,000	
PPS Transportation ten year fleet replacement plan	565,000		565,000

Vehicle Maintenance

4037 Rolloff DPW Islands (Replace w/ Electric) - VW	125,000	125,000	
4028 Rolloff DPW Islands	180,000	180,000	
2050 3/4 Ton Pickup DPW Peaks	40,000	40,000	
Fairway Mowers PRF Golf	57,000	57,000	
3101 - 1/2 Ton Pickup w/ Plow PRF Parks	35,000	35,000	
2186 3/4 Ton Pickup - PRF Cems	40,000	40,000	
2040 Compact Pickup PRF Parks	35,000	35,000	
2185 3/4 Ton Pickup PRF Ballfields	40,000	40,000	
2703 14 passenger van - PRF Recreation	60,000	60,000	
0933 and 0934 Two (2) Ambulance Refurbs Fire	340,000	340,000	
Police Patrol Motorcycle	25,000	25,000	
Variable Message Board - DPW Traffic	20,000	20,000	
3130 2 Ton Dump Truck - DPW Winter	120,000	120,000	
5121 WheelLoader w/ Gear DPW Winter	215,000	215,000	
Ladder 6 Emergency Replacement (December 2019 delivery)	520,000		520,000
3201 Tandem Axle Plow - DPW Winter (Replace w/ Energy Efficient Clean Diesel) - VW	125,000	125,000	
Replace Boat Motor DPW Island Service Boat	30,000	30,000	
6004 Forklift DPW Fleet	100,000	100,000	
Police Cruisers (7)) Replacement - Police (2 Hybrid)	301,000	301,000	
0056,0051,0052 Criminal Investigation Division Vehicles	20,000	20,000	

SUBTOTAL (General Fund)	15,897,000	11,825,000	4,072,000
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2021 CIP - Sewer Fund

Vehicle Maintenance

7510 Sweeper DPW Water Resources	210,000	210,000
2516 TV Truck DPW Water Resources	350,000	350,000

Water Resources

CMOM - Sewer System Renewal	1,100,000	1,100,000
CMOM - Pump Station Rehabilitation	750,000	750,000
Rand Road Culvert Replacement	750,000	750,000
Riverton Drive Culvert Replacement	150,000	150,000
Presumpscot Culvert	750,000	750,000
Inflow and Infiltration Phase 3 Mitigation	500,000	500,000
Forest Avenue - Clifton to Coyle	100,000	100,000
Center Street Storm Drain	200,000	200,000
Smart Covers	40,000	40,000
District Road Force Main	300,000	300,000
ESRI Conversion to Utility Network	25,000	25,000
Warren Ave Storm Drain	200,000	200,000
Stevens Ave Storm Drain	1,000,000	1,000,000
Stroudwater River Tree Removal	70,000	70,000

SUBTOTAL (Sewer Fund)	6,495,000	6,495,000
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TOTAL (General Fund / Sewer Fund)	18,320,000	4,072,000
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GRAND TOTAL	22,392,000
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