



CITY OF GROSSE POINTE WOODS
20025 Mack Plaza Drive
Grosse Pointe Woods, Michigan 48236-2397

(313) 343-2440
Fax (313) 343-2785

**NOTICE OF MEETING
AND
AGENDA**

COMMITTEE-OF-THE-WHOLE

Mayor Robert E. Novitke has called a meeting of the City Council, meeting as a Committee-of-the-Whole, for **Monday, February 13, 2017, at 7:30 p.m.** The meeting will be held in the Conference Room of the Municipal Building, 20025 Mack Plaza, Grosse Pointe Woods, MI 48236 and is accessible through the Municipal Court doors. In accordance with Public Act 267, the meeting is open to the public and the agenda items are as follows:

1. Call to Order
2. Roll Call
3. Acceptance of Agenda
4. MTT – Settlement Limits
 - A. City Council Excerpt 06/15/15
5. Boat Well Vacancies/Marina Improvements
 - A. Memo 01/17/17 – Director of Public Services/Recreation Supervisor
 - B. Photos
6. Road Improvements
 - A. 2017 Road Program
 1. Memo 02/06/17 – City Engineer
 2. 2015-18 Suggested Road Program
 3. Map 04/11/16
 4. 2017 Road Program Cost summary
 - B. Bond Sale
 1. Letter 02/08/17 – Miller Canfield
 2. Resolution Authorizing 2017 Unlimited Tax General Obligation Bonds
 - C. Bid Award
7. Payroll Tax Withholding
 - A. Payroll Analysis 2011-2015
8. Items to be Removed
 - A. Permitted C-2Special Land Uses
 - B. MTT – The Rivers

9. New Business/Public Comment
10. Adjournment

Bruce Smith
City Administrator

IN ACCORDANCE WITH PUBLIC ACT 267 (OPEN MEETINGS ACT)
POSTED AND COPIES GIVEN TO NEWSPAPERS

The City of Grosse Pointe Woods will provide necessary, reasonable auxiliary aids and services, such as signers for the hearing impaired, or audio tapes of printed materials being considered at the meeting to individuals with disabilities. All such requests must be made at least five days prior to a meeting. Individuals with disabilities requiring auxiliary aids or services should contact the City of Grosse Pointe Woods by writing or call the City Clerk's office, 20025 Mack Plaza, Grosse Pointe Woods, MI 48236 (313) 343-2440, Telecommunications Device for the Deaf (TDD) 313 343-9249, or e-mail the City Clerk at cityclk@gpwmi.us.

cc:

Council – 7

Berschback

Smith

Hathaway

Schulte

Byron

Rec. Secretary

Email Group

Media - Email

Post -8

File

Motion by Bryant, seconded by Shetler, regarding **Michigan Tax Tribunal Settlement Limits**, that the City Council concur with the recommendation of the Committee-of-the-Whole at their meeting on June 8, 2015, and grant authority to the City Assessor and the City Attorney to settle Michigan Tax Tribunal cases up to \$50,000 in taxable value for residential and up to \$175,000 taxable value for commercial.

Motion carried by the following vote:

Yes: Bryant, Granger, Ketels, Koester, McConaghy, Novitke, Shetler
No: None
Absent: None

MEMO 16 – 54

TO: Bruce Smith, City Administrator

FROM: Frank Schulte, Director of Public Services
 NB Nicole Byron, Recreation Supervisor

DATE: January 17, 2017

SUBJECT: Marina Information

RECEIVED
 FEB - 8 - 2017
 CITY OF GROSSE POINTE

During the Committee of the Whole meeting on October 10, 2016 the Department of Public Works and the Parks & Recreation Department were asked to research and recommend possible enhancements to the Lake Front Park Marina, with a focus on the number of vacant wells 21- 25 feet.

After exploring the multiple options for improvements to the Marina and referencing the projected cash amount available as of July 1, 2017, staff determined reconfiguring the 70 vacant wells and adding two additional 45' wells is cost prohibitive.

Below is a breakdown of the current and projected cash assets available for LFP Marina improvements.

Account number	Description	Amount
594-000-001.000	Cash asset	\$297,854.84
594-000-003.000	Certificate of deposit (matures May 2017)	\$100,272.69
594 net of revenues & expenditures	Projected net revenue for 2016/2017	\$45,000.00
Projected Amount Available as of July 1, 2017		\$443,127.53

Staff recommendations for modifications to the Lake Front Park Marina listed in priority order:

a) SPRING of 2017 - No change to current well prices in 2017.

The GPW Lake Front Park Marina prices are lower than the other Pointes' fees. See attached chart "Well Prices for Grosse Pointe Municipal Marinas." Until improvements are made to the LFP Marina, staff does not feel it necessary to increase the marina fees.

b) FALL of 2017 - Replace and increase the number of shore power boxes.

In order to continue to function as an adequate operating marina, we must replace the shore power boxes. The shore power boxes at Lake Front Park are obsolete and most replacement parts can not be found. All 63 shore power boxes are in need of repair.

Damaged shore power boxes create safety hazards throughout the marina. Repairs needed include, but are not limited to:

- missing doors, which expose power breakers and electrical outlets to the elements
- broken doors
- cracked bases
- broken photocells, which leads to the lights running 24 hours
- missing photocells
- damaged fuses

The marina has high maintenance costs from continuously repairing the fuses, breaks, and photocells due to exposure to the elements.

The other Grosse Pointe marinas provide shore power for every two boats. The Marina at Lake Front Park provides one shore power box for every four boats. In order to use the shore power boxes, the boat owners have to run exceptionally long extension cords to hook into power. Due to the unusual length of the power cords, they often fall into the water or interfere with lawn equipment, both causing safety issues.

The proposed new shore power boxes will be one power box for every two boats and will have brackets to properly secure the power cords. Increasing the number of shore power boxes decreases the length required for the extension cords. Both of these attributes will contribute to improving the safety as well as the operating function and esthetics to the marina. The new shore power boxes will have LED lighting and will reduce the electricity costs needed to power the boxes.

FALL of 2017 - Replace the current water main and incorporate new water lines into the shore power boxes.

The water main that supplies the marina for the boat owners is made of old galvanized and PVC pipe mixed together. Some of the line runs under ground and some run outside on the sea wall. The pressure is bad and the water main has had multiple breaks over the years. Currently the water main and faucets are separate from the shore power boxes with no place to hang a hose on them. The hoses are also laid in the lawn by the boat owners, because there is no bracket to place the hoses on. They also interfere with lawn equipment.

The proposed new water main would be made out of new high density polyethylene pipe or HDPE pipe that would run under ground and come into the new shore power boxes from underneath. Each shore power box will allow for every two boats to connect and will have brackets to secure water hoses. By incorporating the shore power box and water faucets into one unit the functionality and the visual esthetics of the LFP marina will highly improve.

DPW and Park & Recreation departments receive the most complaints from boat owners about the current shore power boxes and the water main.

Projected estimated expense: approximately \$304,600.00

c) FALL of 2017

Currently there are 3 people on the Marina wait list for Jet Ski floating docks. Add 6 floating docks in the place of the two empty WW2 boat wells.

Projected estimated expense: approximately \$22,950.00

d) SPRING of 2018

Increase price 5% per well in 2018 if improvements (b & c) are completed in the Marina. See attached chart "2018 GPW Marina Suggested Fee Increase."

Time projected to recoup items b & c at the suggested 2018 prices is approximately 6.31 years.

e) FALL of 2022 - to be reexamined if well vacancies are not decreased

Reconstruct 24 empty 21-25ft WW2 boat wells and install 6 new 45ft x 15ft WW4 boat well slips for boat sizes 36' x 12'. Included in this cost is to move the pylons at the pedestrian bridge to allow the larger boats to have access.

Projected estimated expense: approximately \$100,000.00

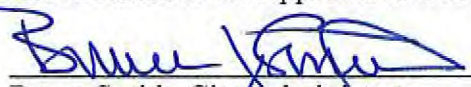
Projected estimated revenue per year: approximately \$7,800

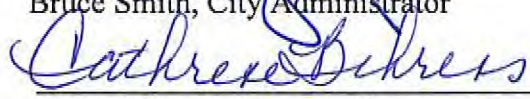
It would be 12.82 years to recoup the investment if all wells are occupied.

The possibility of dredging was also discussed with City Engineer, Scott Lockwood. At this time we agreed that it is not necessary to dredge, but if needed in the future the cost would be approximately \$250,000.00.

If you have any questions please let us know.

Recommended for Approval as Submitted:


Bruce Smith, City Administrator


Cathy Behrens, Comptroller

2/6/2017
Date

2/7/2017
Date

Council Approval Required

GP Marina
2017 Rate Comparison

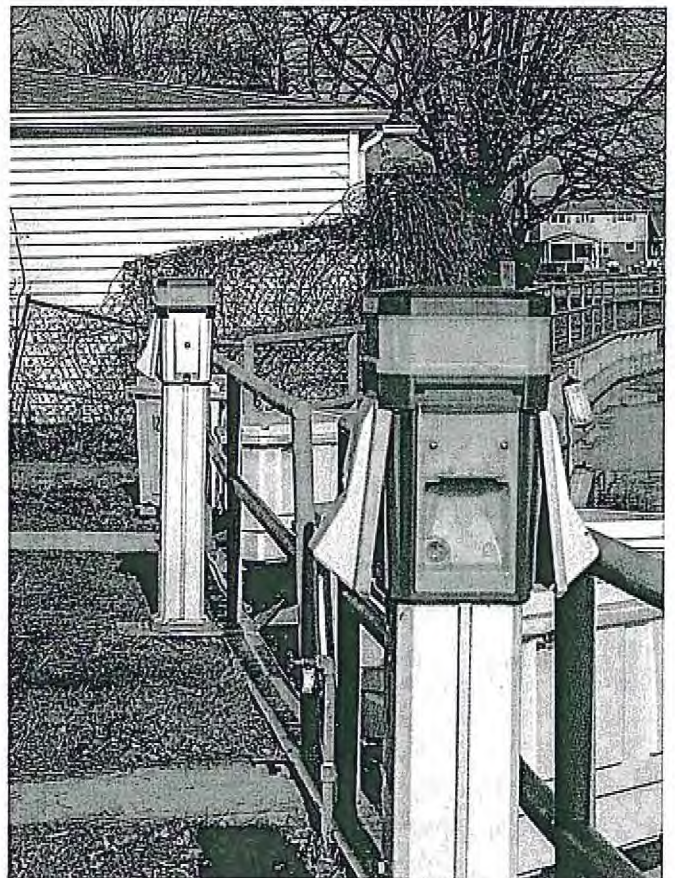
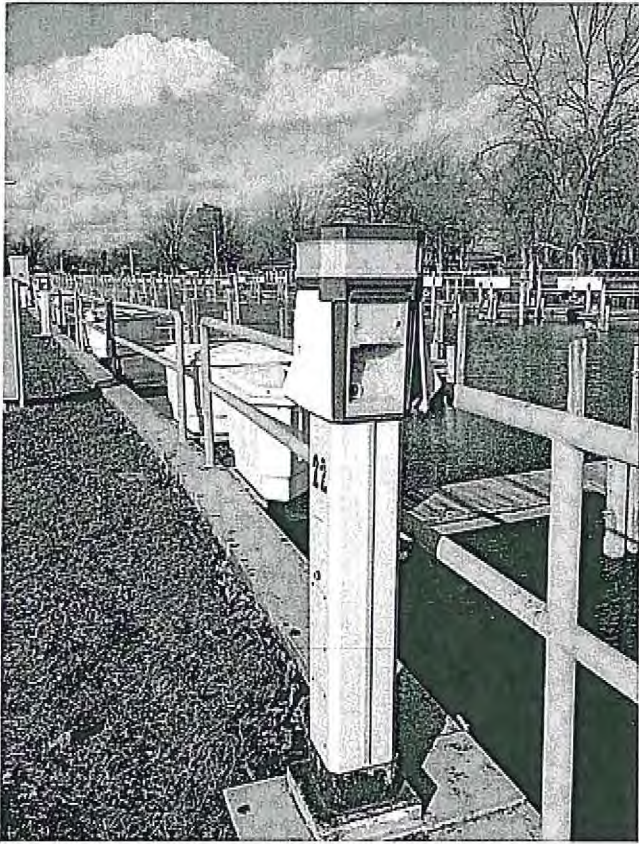
1/17/2017

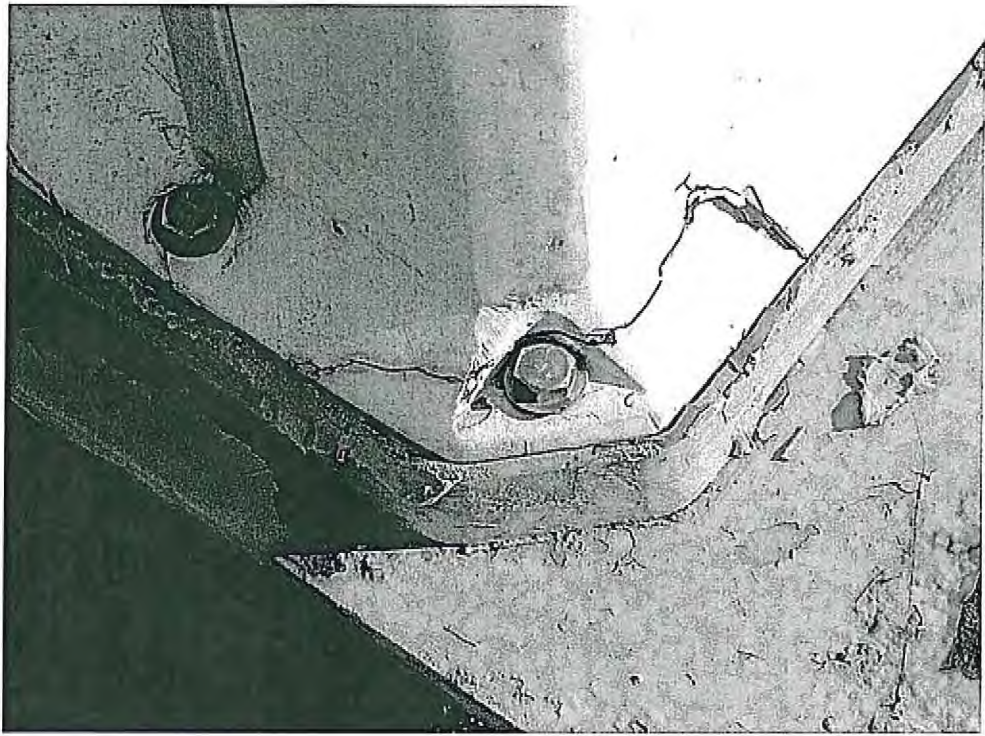
	Wells under 21'	Wells 21' - 25'	Wells 25' - 28'	Floating Dock	Vacant wells in 2016	Largest possible well size	Notes
GPW	\$635.00	\$700.00	\$810.00	\$450.00	70	28'	
GPC	\$683.00	\$806.00	\$1,117.00	NA	0	40'	rates incresed in 2017
GPP	NA	\$740.00	\$935.00	NA	0	55'	rates increased in 2017
GPF	\$785.00	\$900.00	\$1,110.00	\$520.00	0	53'	rates increased in 2017
GPS	NA	\$1,005.00	\$1,291.00	\$576.00	3	60'	residents in marina

**2018 GPW Marina
Suggested Fee Increase**

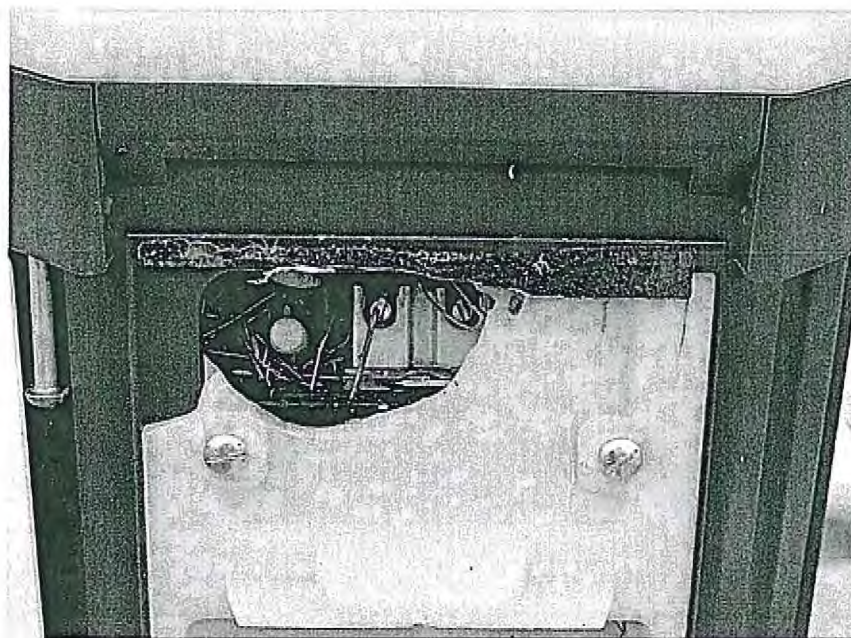
Marina	Spaces Available	Spaces Filled	Spaces Empty	Wait List	2017 Price	Projected 2017 revenue	2018 Suggested price	Projected 2018 revenue
Wet Well 1 (Docks under 21')	18	17	1	0	\$635.00	\$10,795.00	\$667.00	\$11,339.00
Wet Well 2 (Docks 21'-25')	84	39	45	0	\$700.00	\$27,300.00	\$735.00	\$28,665.00
Wet Well 3 (Docks 25'-28')	135	111	24	0	\$810.00	\$89,910.00	\$851.00	\$94,461.00
Dry Dock	11	11	0		\$500.00	\$5,500.00	\$525.00	\$5,775.00
Kayak Rack	48	48	0	3	\$175.00	\$8,400.00	\$175.00	\$8,400.00
Floating Docks	16	16	0	2	\$450.00	\$7,200.00	\$473.00	\$10,406 (includes 6 new spaces)
Winter Storage	50	27	43		\$250.00	\$6,750.00	\$275.00	\$7,425.00
Kayak Winter Storage	48	8	40		\$50.00	\$400.00	\$50.00	\$400.00
					Total projected 2017 revenue	\$156,255.00	Total projected 2018 revenue	\$166,871.00
					2017 projected exp.	(\$111,255.00)	2018 projected exp.	(\$115,000.00)
					2017 projected net.	\$45,000.00	2018 projected net	\$51,871.00

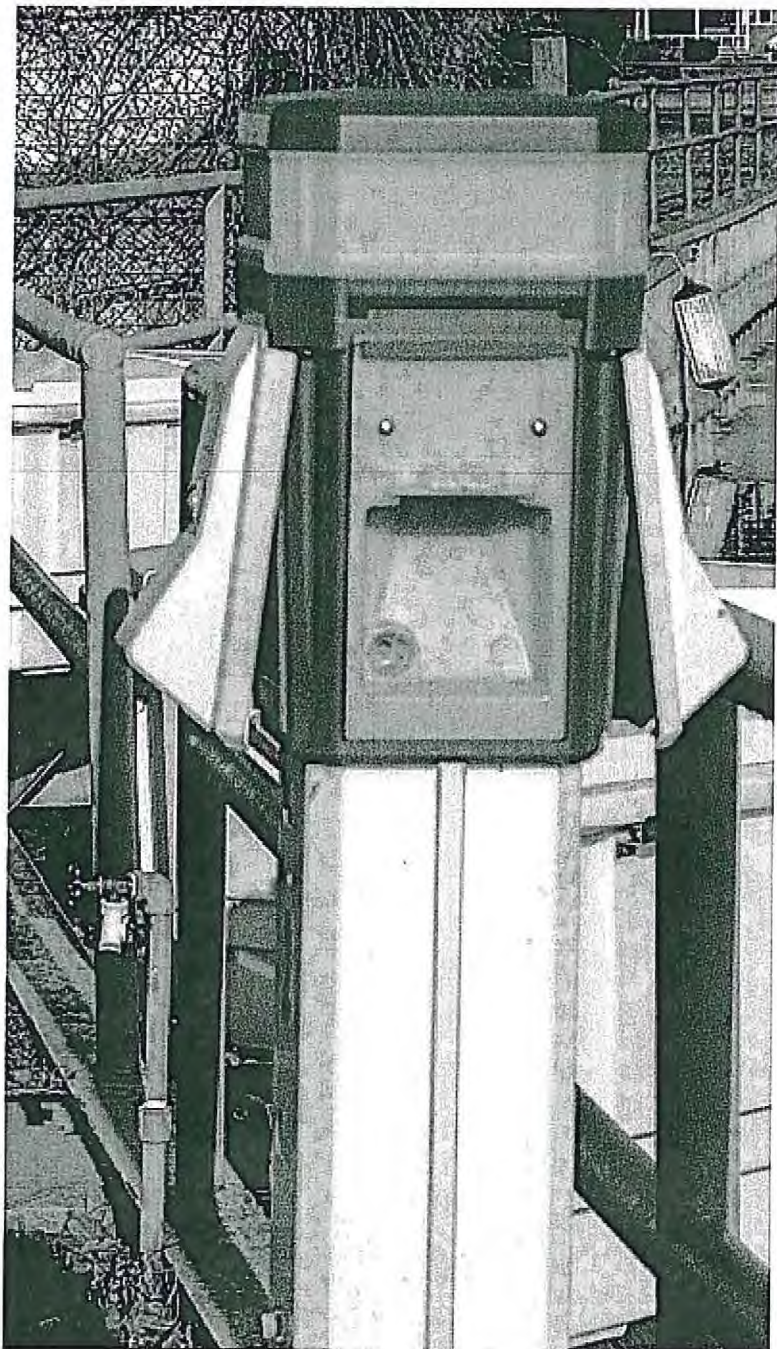
Time projected to recoup items b & c at 2018 prices approx. 6.31 years

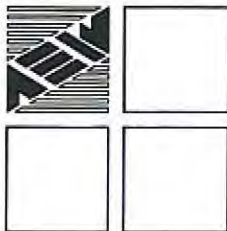












ANDERSON, ECKSTEIN AND WESTRICK, INC.

51301 Schoenherr Road, Shelby Township, Michigan 48315
Civil Engineers • Surveyors • Architects 586-726-1234



RECEIVED
FEB - 6 2017
CITY OF GROSSE PTE. WOODS

MEMORANDUM

TO: Bruce Smith, City Administrator
FROM: Scott Lockwood
DATE: February 6, 2017
SUBJECT: 2017 Road Program

We are in the process of closing out the 2015-2016 Road Program. The total project cost for the 2015-2016 Program is approximately \$6,450,000. The entire Road Program funding amount is \$10,000,000. Therefore, there is \$3,550,000 available for the 2017 Road Program.

As you are aware, bids were received for the 2017 Road Program on Tuesday, January 17, 2017. DiLisio Contracting was the low bidder and the bids included water main on Anita and resurfacing Brys Drive from Helen to Mack.

When we had discussed potential roads last Spring (see attached excerpt from April 11, 2016 COW meeting), it was anticipated Brys Drive would put us over the entire Road Program funding of \$10,000,000, but it was requested it be included in this year's program for consideration.

The 2017 Road Program Cost Summary is attached. If Brys Drive is not included in the 2017 Program the project cost would be \$3,550,000 which would allow for a \$35,000 contingency.

**City of Grosse Pointe Woods
2015-2018 Suggested Road Program**

Street Name	From	To	Surface	Curb	Gutter	Total	Pavt Inv.	Treatment	Est. Area (Syd)	Estimated Project Cost	Year
Sunningdale	Fairway	Wedgewood	1	1	1	3	0	Reconstruct	3410		2015
Allard	Bramcaster	Mack	1	1	1	3	0	Reconstruct	2770		2015
Broadstone	WCL	Mack	1	1	1	3	0	Reconstruct	5640		2015
Lancaster	WCL	Mack	2	1	1	4	0	Reconstruct	4180		2015
S. Renaud	Mack	Milk River	1	2	1	4	0	Reconstruct	6130		2015
Sunningdale	Wedgewood	Morningside	2	1	1	4	0	Reconstruct	4780		2015
Sunningdale	Morningside	ECL	2	1	1	4	0	Reconstruct	1430		2015
Allard	Chester	Bramcaster	3	1	1	5	0	Reconstruct	2790		2015
Country Club	WCL	Mack	2	1	1	4	0	Reconstruct	4320		2016
Severn	Bramcaster	Mack	1	1	1	3	0	Reconstruct	4460		2016
Brys	Mack	Marter	2		1	3	0	Reconstruct	8220		2016
Crescent	Cook	Cook	1	3	1	5	0	Resurface	3030		2016
Hollywood	Goethe	Marter	2	1	2	5	0	Reconstruct	4770		2016

\$6,600,000.00

Anita (see note)	Mack	Charlevoix	2	1	2	5	0	Reconstruct	5455	\$370,000.00	2017
Virginia	Vernier	End	2	2	2	6	0	Reconstruct	780	\$103,000.00	2017
N. Oxford	Fairway	Morningside	3	1	2	6	0	Reconstruct	5835	\$770,000.00	2017
Wedgewood	Vernier	End	2	3	1	6	0	Reconstruct	1640	\$216,000.00	2017
Lochmoor	Milk River	Fairway	2	2	2	6	1	Resurface	3930	\$307,000.00	2017
Lochmoor	Holiday	Milk River	1	2	2	5	1	Resurface	4050	\$316,000.00	2017
Oxford	Jackson	Mack	3	2	1	6	0	Reconstruct	2725	\$360,000.00	2017
Oxford	WCL	Jackson	2	2	2	6	0	Resurface	2825	\$320,000.00	2017
Huntington	Mack	Holiday	1	3	2	6	0	Resurface	2110	\$165,000.00	2017
Brys	Helen	Mack	2	2	1	5	0	Resurface	2445	\$191,000.00	2017
Maple	Wedgewood	Wedgewood	2	3	2	7	0	Reconstruct	1355	\$179,000.00	2017
Lochmoor	Alley	Mack	2	2	2	6	1	Reconstruct	530	\$70,000.00	2017


\$2,060,000.00

Stanhope	Mack	Chester	3	1	2	6	0	Reconstruct	6500	\$858,000.00	2018
Stanhope	Chester	WCL	2	1	2	5	0	Reconstruct	5000	\$660,000.00	2018
Oxford	Mack	Holiday	3	2	2	7	1	Resurface	4375	\$341,000.00	2018
S. Renaud	Milk River	N. Renaud	2	3	2	7	0	Resurface	5800	\$452,000.00	2018
Beaufait	WCL	Mack	2	2	2	6	0	Reconstruct	4670	\$616,000.00	2018
Wedgewood	S. Oxford	N. Oxford	2	2	2	6	1	Resurface	780	\$61,000.00	2018
Ida Ct.	Ida	End	2	2	2	6	1	Reconstruct	835	\$110,000.00	2018
Anita	WCL	Mack	2	2	1	5	0	Resurface	4200	\$328,000.00	2018
Fleetwood	Alley	Mack	2	2	2	6	1	Reconstruct	820	\$108,000.00	2018

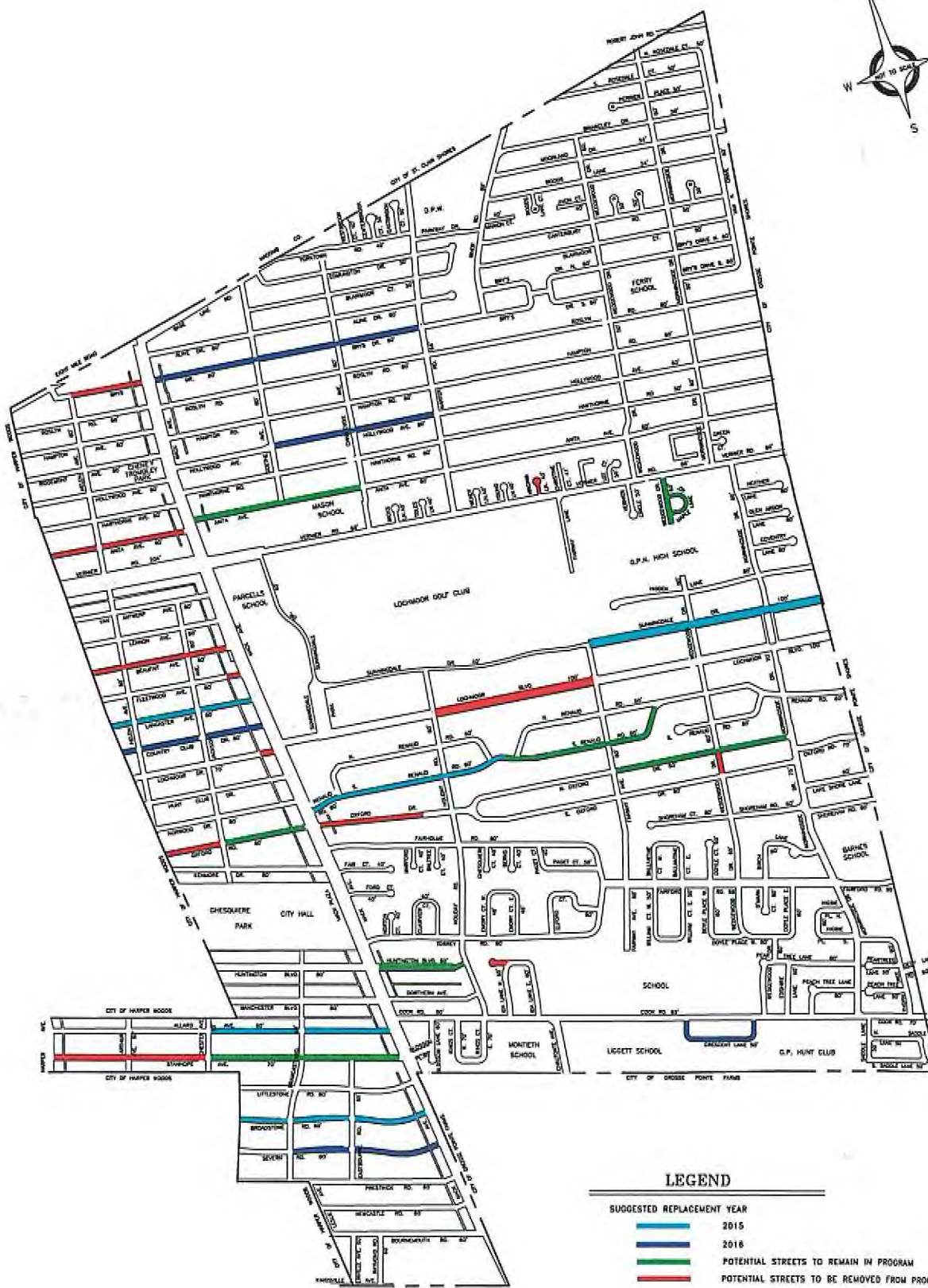
\$1,310,000.00

Total Program Estimate \$9,970,000.00

 = Potential Streets to Remain in Program

 = Potential Streets to be Removed from Program

Note: Project to incorporate water main replacement under the road which includes half of the road replacement from the water budget. Total from water budget is \$750,000



LEGEND

SUGGESTED REPLACEMENT YEAR

- 2015
- 2016
- POTENTIAL STREETS TO REMAIN IN PROGRAM
- POTENTIAL STREETS TO BE REMOVED FROM PROGRAM

FILE: INTERVIEWING SCRIPT: INTERVIEW SCRIPT: 1-1150 PLOT COORD: 650

2017 Road Program Cost Summary

Construction Bids (Including Anita WM and Brys Resurf)	\$3,735,773.43
Design Engineering	\$200,000.00
Construction Engineering	\$375,000.00
Legal and Bonding	\$100,000.00
Contingency	\$0.00
Total Project Cost	\$4,410,000.00
Anita Water Main Total Cost	\$750,000.00
Total Road Project Cost	\$3,660,000.00
Brys Drive Resurfacing Cost	\$145,000.00
Total Road Project Cost (excluding Brys)	\$3,515,000.00

Founded in 1852
by Sidney Davy Miller

MILLER CANFIELD

PATRICK F. MCGOW
TEL (313) 496-7684
FAX (313) 496-8450
E-MAIL mcgow@millercanfield.com

Miller, Canfield, Paddock and Stone, P.L.C.
150 West Jefferson, Suite 2500
Detroit, Michigan 48226
TEL (313) 963-6420
FAX (313) 496-7500
www.millercanfield.com

MICHIGAN: Ann Arbor,
Detroit • Grand Rapids
Kalamazoo • Lansing • Troy

FLORIDA: Tampa

ILLINOIS: Chicago

NEW YORK: New York

OHIO: Cincinnati

CANADA: Windsor

CHINA: Shanghai

MEXICO: Monterrey

POLAND: Gdynia

Warsaw • Wrocław

February 8, 2017

Ms. Catherine Behrens
Treasurer-Comptroller
City of Grosse Pointe Woods
20025 Mack Plaza
Grosse Pointe Woods MI 48236

Re: \$2,875,000 City of Grosse Pointe Woods, County of Wayne, Michigan
2017 Unlimited Tax General Obligation Bonds

Dear Catherine:

I have enclosed a form of Bond Authorizing Resolution to be discussed at the February 13th Committee of the Whole meeting and considered for approval by the City Council at its meeting rescheduled for February 27th. The Resolution authorizes the issuance of the Bonds to pay the cost of the construction of the road improvements as the second and final series of bonds authorized by the Road Improvement Program Bond Proposal approved by the voters on August 5, 2014. The Resolution authorizes the issuance of the Bonds in the amount of \$2,875,000, which is the amount remaining under the voter-approved authorization.

The Resolution is based upon the bond specifications prepared by Bendzinski & Co., the City's financial advisors. The Resolution sets forth the terms of the Bonds, the form of Bonds, the form of notice of sale and provides for a negotiated sale of the Bonds. The Resolution also authorizes various City officials to take the necessary actions to issue, sell and deliver the Bonds and delegates the authority to select and underwriter and sell the Bonds to the City Administrator and/or City Treasurer-Comptroller.

The enclosed Resolution is the only approval from the City Council needed for this issue. If approved, the Resolution authorizes the Administrator and Treasurer-Comptroller to take the necessary steps to select the underwriter, proceed with the sale of the Bonds and award the Bonds and sign a Sale Order and Bond Purchase Agreement on the date of the sale of the Bonds.

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.

Ms. Catherine Behrens

-2-

February 8, 2017

I plan to attend the Committee of the Whole meeting on February 13th to answer any questions about the Resolution or the Bonds. If you or anyone copied on this letter have any questions about the enclosed Resolution, please give me a call.

Very truly yours,

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.

By: 

Patrick F. McGow

Enclosures

cc: (w/ Encl.)

Bruce Smith, City Administrator

Robert J. Bendzinski

Donald R. Berschback, Esq.

Dorothy J. Heebner, Esq.

**RESOLUTION AUTHORIZING
2017 UNLIMITED TAX GENERAL OBLIGATION BONDS**

**CITY OF GROSSE POINTE WOODS
COUNTY OF WAYNE, STATE OF MICHIGAN**

Minutes of a regular meeting of the City Council of the City of Grosse Pointe Woods, County of Wayne, State of Michigan, held on February 27, 2017, at 7:30 p.m., prevailing Eastern Time.

PRESENT: Members: _____

ABSENT: Members: _____

The following preamble and resolution were offered by Member _____ and supported by Member _____:

WHEREAS, the qualified electors of the City of Grosse Pointe Woods, County of Wayne, State of Michigan (the "City"), at the election duly called and held on August 5, 2014 (the "2014 Election"), did by more than the required majority of those voting approve the following proposition:

Road Improvement Program Bond Proposal

Shall the City of Grosse Pointe Woods, County of Wayne, Michigan, borrow the principal sum of not to exceed Ten Million Dollars (\$10,000,000), payable in not to exceed ten (10) years from the date of issue, and issue its unlimited tax general obligation bonds, in one or more series, to pay the cost of acquiring and constructing road improvements in the City together with curb and gutter improvements and all related costs? The *estimated* millage to be levied in 2015 is 0.3555 mills (\$0.36 per \$1,000 of taxable value) and the estimated simple average annual millage rate required to retire the bonds is 1.3612 mills (\$1.36 per \$1,000 of taxable value).

WHEREAS, pursuant to the 2014 Election, the City has previously issued its 2015 Unlimited Tax General Obligation Bonds (Unlimited Tax General Obligation) in the principal amount of \$6,600,000, for which it received proceeds in the amount of \$7,124,469; and

WHEREAS, it is the determination of the City Council that at this time the second series of unlimited tax general obligation bonds in the principal amount of not to exceed Two Million Eight Hundred Seventy-Five Thousand Dollars (\$2,875,000) be issued pursuant to the above proposition for the purpose described in the above proposition (the "Project").

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Authorization of Bonds; Bond Terms. Bonds of the City designated **2017 Unlimited Tax General Obligation Bonds** (the "Bonds") are authorized to be issued in the aggregate principal sum of not to exceed Two Million Eight Hundred Seventy-Five Thousand Dollars (\$2,875,000) for the purpose of paying part of the cost of the Project, including the costs incidental to the issuance, sale and delivery of the Bonds.

The Bonds shall consist of bonds registered as to principal and interest of the denomination of \$5,000, or multiples thereof not exceeding for each maturity the aggregate principal amount of such maturity, dated as of the date of delivery or such other date determined by the City Administrator or Treasurer - Controller (each, an "Authorized Officer"), numbered as determined by the Transfer Agent (hereinafter defined), and maturing on October 1 in the years and in the amounts as determined by an Authorized Officer. The Bonds shall bear interest at a rate or rates to be determined at the time of sale thereof, with a true interest cost not exceeding 6%, payable on October 1, 2017, and semi-annually thereafter on April 1st and October 1st of each year, or such other first and subsequent interest payment dates as determined by an Authorized Officer. The underwriter's discount shall not exceed 0.5% of the principal amount of the Bonds.

The Bonds shall be sold at negotiated sale at a price not less than 98% of the principal amount thereof.

The Bonds may be issued as serial bonds, term bonds or a combination of both. If term bonds are selected by the original purchaser of the bonds, then the Bonds will be subject to mandatory redemption as determined by an Authorized Officer. The Bonds shall be subject to redemption prior to maturity in the manner and at the times and prices set forth in Section 6 hereof.

Interest shall be payable to the registered owner of record as of the 15th day of the month prior to the payment date for each interest payment. The record date of determination of registered owner for purposes of payment of interest as provided in this paragraph may be changed by the City to conform to market practice in the future. Interest on the Bonds shall be payable by check drawn on The Huntington National Bank, Grand Rapids, Michigan, as paying agent, bond registrar and transfer agent for the Bonds (the "Transfer Agent") mailed to the registered owner at the registered address, as shown on the registration books of the City maintained by the Transfer Agent.

The Authorized Officers are each hereby authorized to execute one or more agreements with the Transfer Agent on behalf of the City. The City reserves the right to replace the Transfer Agent at any time upon written notice to the registered owners of record of the Bonds not less than sixty (60) days prior to an interest payment date. If acceptable to the purchaser of the Bonds, the City Treasurer may also act as the Transfer Agent for the Bonds.

The Bonds may be issued in book-entry only form through The Depository Trust Company in New York, New York ("DTC") and the Authorized Officers are each authorized to execute such custodial or other agreement with DTC as may be necessary to accomplish the

issuance of the Bonds in book-entry only form and to make such changes in the bond form within the parameters of this resolution as may be required to accomplish the foregoing.

2. Execution of Bonds. The Bonds of this issue shall be executed in the name of the City with the manual or facsimile signatures of the Mayor and City Clerk and shall have the seal of the City, or a facsimile thereof, printed or impressed on the Bonds. No Bond shall be valid until authenticated by an authorized officer or representative of the Transfer Agent. The Bonds shall be delivered to the Transfer Agent for authentication and be delivered by the Transfer Agent to the purchaser or other person in accordance with instructions from the Treasurer upon payment of the purchase price for the Bonds in accordance with the bid therefor when accepted.

3. Transfer of Bonds. The Transfer Agent shall keep the books of registration for this issue on behalf of the City. Any Bond may be transferred upon such registration books by the registered owner of record, in person or by the registered owner's duly authorized attorney, upon surrender of the Bond for cancellation, accompanied by delivery of a duly executed written instrument of transfer in a form approved by the Transfer Agent. Whenever any Bond or Bonds shall be surrendered for transfer, the City shall execute and the Transfer Agent shall authenticate and deliver a new Bond or Bonds, for like aggregate principal amount. The Transfer Agent shall require the payment by the bondholder requesting the transfer of any tax or other governmental charge required to be paid with respect to the transfer.

Unless waived by any registered owner of Bonds to be redeemed, official notice of redemption shall be given by the Transfer Agent on behalf of the City. Such notice shall be dated and shall contain at a minimum the following information: original issue date; maturity dates; interest rates; CUSIP numbers, if any; certificate numbers (and in the case of partial redemption) the called amounts of each certificate; the place where the Bonds called for redemption are to be surrendered for payment; and that interest on the Bonds or portions thereof called for redemption shall cease to accrue from and after the redemption date.

In addition, further notice shall be given by the Transfer Agent in such manner as may be required or suggested by regulations or market practice at the applicable time, but no defect in such further notice nor any failure to give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as prescribed herein.

4. Debt Retirement Fund; Unlimited Tax Pledge; Defeasance of Bonds. The Treasurer is authorized and directed to open a depository account with a bank or trust company designated by the City Council, to be designated 2017 UNLIMITED TAX GENERAL OBLIGATION DEBT RETIREMENT FUND (the "Debt Retirement Fund"), the moneys to be deposited into the Debt Retirement Fund to be specifically earmarked and used solely for the purpose of paying principal of and interest on the Bonds as they mature. The City hereby pledges its unlimited tax full faith and credit for the prompt payment of the Bonds. All proceeds from taxes levied for the Debt Retirement Fund shall be deposited into the Debt Retirement Fund as collected. Commencing with the year 2017, there shall be levied upon the tax rolls of the City for the purpose of the Debt Retirement Fund each year, in the manner required by the provisions of Act 34, Public Acts of Michigan, 2001, as amended, an amount sufficient so that the estimated collection therefrom will be sufficient to promptly pay, when due, the principal of and interest on

the Bonds becoming due prior to the next annual tax levy; provided, however, that if at the time of making any such annual tax levy there shall be other funds available or surplus moneys on hand in the Debt Retirement Fund for the payment of principal of and interest on the Bonds, then credit therefor may be taken against such annual levy for the Debt Retirement Fund.

In the event cash or direct obligations of the United States or obligations the principal of and interest on which are guaranteed by the United States, or a combination thereof, the principal of and interest on which, without reinvestment, come due at times and in amounts sufficient to pay at maturity or irrevocable call for earlier optional redemption, the principal of, premium, if any, and interest on the Bonds, shall be deposited in trust, this resolution shall be defeased and the owners of the Bonds shall have no further rights under this resolution except to receive payment of the principal of, premium, if any, and interest on the Bonds from the cash or securities deposited in trust and the interest and gains thereon and to transfer and exchange Bonds as provided herein.

5. Construction Fund; Proceeds of Bond Sale. The Treasurer is authorized and directed to open a separate depository account with a bank or trust company designated by the City Council, to be designated 2017 UNLIMITED TAX GENERAL OBLIGATION CONSTRUCTION FUND (the "Construction Fund") and deposit into said Construction Fund the proceeds of the Bonds less accrued interest, if any, which shall be deposited into the Debt Retirement Fund. The moneys in the Construction Fund shall be used solely to pay the costs of the Project and the costs of issuance of the Bonds.

6. Bond Form. The Bonds shall be in substantially the following form:

UNITED STATES OF AMERICA
STATE OF MICHIGAN
COUNTY OF WAYNE

CITY OF GROSSE POINTE WOODS

2017 UNLIMITED TAX GENERAL OBLIGATION BOND

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
	October 1, _____	_____, 2017	

Registered Owner:

Principal Amount:

Dollars

The City of Grosse Pointe Woods, County of Wayne, State of Michigan (the "City"), acknowledges itself to owe and for value received hereby promises to pay to the Registered Owner specified above, or registered assigns, the Principal Amount specified above, in lawful money of the United States of America, on the Maturity Date specified above, with interest thereon (computed on the basis of a 360-day year consisting of twelve 30-day months) from the Date of Original Issue specified above or such later date to which interest has been paid, until paid, at the Interest Rate per annum specified above, first payable on May 1, 2017 and semiannually thereafter. Principal of this bond is payable at the corporate trust office of The Huntington National Bank, Grand Rapids, Michigan, or such other transfer agent as the City may hereafter designate by notice mailed to the registered owner not less than sixty (60) days prior to any interest payment date (the "Transfer Agent"). Interest on this bond is payable to the registered owner of record as of the fifteenth (15th) day of the month preceding the interest payment date as shown on the registration books of the City kept by the Transfer Agent by check or draft mailed to the registered owner of record at the registered address. For prompt payment of this bond, both principal and interest, the full faith, credit and resources of the City are hereby irrevocably pledged.

This bond is one of a series of bonds aggregating the principal sum of \$_____, issued for the purpose of paying the cost of acquiring and constructing road improvements in the City together with curb and gutter improvements and all related costs and paying costs incidental to the issuance of the bonds in pursuance of a vote of the qualified electors of the City voting thereon at an election duly called and held on August 5, 2014.

Bonds of this issue maturing in the years 20__ to 20__, inclusive, shall not be subject to redemption prior to maturity. Bonds or portions of bonds of this issue in multiples of \$5,000 maturing in the year 20__ and thereafter shall be subject to redemption prior to maturity, at the option of the City, in any order of maturity and by lot within any maturity, on any date on or after _____, 20__, at par and accrued interest to the date fixed for redemption.

In case less than the full amount of an outstanding bond is called for redemption, the Transfer Agent, upon presentation of the bond called in part for redemption, shall register, authenticate and deliver to the registered owner of record a new bond in the principal amount of the portion of the original bond not called for redemption.

[Insert Term Bond Provisions, if applicable.]

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.

Notice of redemption shall be given to the registered owner of any bond or portion thereof called for redemption by mailing of such notice not less than thirty (30) days prior to the date fixed for redemption to the registered address of the registered owner of record. A bond or portion thereof so called for redemption shall not bear interest after the date fixed for redemption provided funds are on hand with the Transfer Agent to redeem said bond or portion thereof.

This bond is transferable only upon the registration books of the City kept by the Transfer Agent by the registered owner of record in person, or by the registered owner's attorney duly authorized in writing, upon the surrender of this bond together with a written instrument of transfer satisfactory to the Transfer Agent duly executed by the registered owner or the registered owner's attorney duly authorized in writing, and thereupon a new registered bond or bonds in the same aggregate principal amount and of the same maturity shall be issued to the transferee in exchange therefor as provided in the resolution authorizing this bond and upon the payment of the charges, if any, therein prescribed.

This bond is payable out of the City's Debt Retirement Fund for this issue and in order to make such payment, the City is required each year to levy taxes on all taxable property within the boundaries of the City for such payment, without limitation as to either rate or amount.

It is hereby certified and recited that all acts, conditions and things required by law to be done, precedent to and in the issuance of this bond and the series of bonds of which this is one, exist and have been done and performed in special and due form and time as required by law, and that the total indebtedness of the City, including this bond and the series of which this is one, does not exceed any constitutional, statutory or charter debt limitation.

This bond is not valid or obligatory for any purpose until the Transfer Agent's Certificate of Authentication on this bond has been executed by the Transfer Agent.

IN WITNESS WHEREOF, the City of Grosse Pointe Woods, by its City Council, has caused this bond to be signed in the name of the City by the facsimile signatures of its Mayor and City Clerk and a facsimile of its corporate seal to be printed hereon, all as of the Date of Original Issue.

CITY OF GROSSE POINTE WOODS
County of Wayne
State of Michigan

By: _____
Its Mayor

(SEAL)

By: _____
Its City Clerk

(Form of Transfer Agent's Certificate of Authentication)

DATE OF AUTHENTICATION:

CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds described in the within-mentioned resolution.

Transfer Agent

By: _____
Authorized Signatory

[Bond printer to insert form of assignment]

7. Useful Life of Project. The estimated period of usefulness of the Project is hereby declared to be not less than ten (10) years.

8. Tax Covenant; Qualified Tax Exempt Obligations. The City shall, to the extent permitted by law, take all actions within its control necessary to maintain the exclusion of the interest on the Bonds from gross income for federal income tax purposes under the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, actions relating to any required rebate of arbitrage earnings and the expenditures and investment of Bond proceeds and moneys deemed to be Bond proceeds. The Bonds are hereby designated as "qualified tax exempt obligations" for purposes of deduction of interest expense by financial institutions pursuant to the Code.

9. Negotiated Sale. The City Council has considered the option of selling the Bonds through a competitive sale and a negotiated sale, and, pursuant to the requirements of Act 34, Public Acts of Michigan, 2001, as amended ("Act 34"), hereby determines that a negotiated sale of the Bonds will result in the most efficient and expeditious means of selling the Bonds and will result in the lowest interest cost to the City. Each Authorized Officer is individually authorized to select and appoint an underwriter (the "Underwriter") with respect to the sale of the Bonds.

10. Bond Purchase Agreement; Delegation to Authorized Officer; Sale Order. Each Authorized Officer is hereby individually authorized to negotiate the sale of the Bonds with the Underwriter, negotiate and execute a bond purchase agreement with the Underwriter, execute a Sale Order specifying the final terms of the Bonds and take all other necessary actions required to effectuate the sale, issuance and delivery of the Bonds within the parameters authorized in this Resolution; *provided* that the principal amount of Bonds issued shall not exceed the principal amount authorized in this resolution, the true interest cost shall not exceed six percent (6.00%), and the purchase price shall not be less than 98% of the par amount of the Bonds.

11. Official Statement; Qualification for Insurance; Ratings. Each Authorized Officer is hereby authorized and directed to (a) approve the circulation of a preliminary official statement describing the Bonds and to deem the preliminary official statement "final" for purposes of Rule 15c2-12 of the SEC; (b) solicit bids for and approve the purchase of a municipal bond insurance policy for the Bonds, if deemed economically advantageous to the City; (c) apply for ratings on the Bonds; and, (d) do all other acts and take all other necessary procedures required to effectuate the sale, issuance and delivery of the Bonds.

12. Continuing Disclosure. The City agrees to enter into a continuing disclosure undertaking for the benefit of the holders and beneficial owners of the Bonds in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission, and the Authorized Officers are hereby authorized to execute such undertaking prior to delivery of the Bonds.

13. Authorization of Other Actions. The Authorized Officers are each hereby authorized to adjust the final bond details set forth herein to the extent necessary or convenient to complete the transaction authorized herein, and in pursuance of the foregoing are authorized to exercise the authority and make the determinations authorized pursuant to Section 315(1)(d) of Act 34, Public Acts of Michigan, 2001, as amended, including but not limited to, determinations

regarding interest rates, prices, discounts, maturities and maturity dates, principal amounts, denominations, dates of issuance, interest payment dates, redemption rights, designation of the Bonds as "qualified tax-exempt obligations" for purposes of the Internal Revenue Code of 1986, as amended, the place of delivery and payment, and other matters within the parameters described in this resolution. The Authorized Officers are each authorized and directed to take all other actions necessary or advisable, and to make such other filings with any parties, including the Michigan Department of Treasury, to enable the sale and delivery of the Bonds as contemplated herein.

14. Appointment of Bond Counsel. The appointment of the law firm of Miller, Canfield, Paddock and Stone, P.L.C. of Detroit, Michigan, as Bond Counsel for the Bonds is hereby confirmed, notwithstanding the periodic representation by Miller, Canfield, Paddock and Stone, P.L.C., in unrelated matters of potential parties to the issuance of the Bonds, including the Underwriter.

15. Financial Advisor. Bendzinski & Co. Municipal Finance Advisors is hereby confirmed as the registered municipal financial advisor in connection with the issuance of the Bonds.

16. Rescission. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution be and the same hereby are rescinded.

AYES: Members: _____

NAYS: Members: _____

RESOLUTION DECLARED ADOPTED.

Lisa K. Hathaway, City Clerk

I hereby certify that the foregoing is a true and complete copy of a resolution adopted by the City Council of the City of Grosse Pointe Woods, County of Wayne, State of Michigan, at a regular meeting held on February 27, 2017, and that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with the Open Meetings Act, being Act 267, Public Acts of Michigan, 1976, and that the minutes of said meeting were kept and will be or have been made available as required by said Act.

Lisa K. Hathaway, City Clerk

28513608.2\036806-00020

City of Grosse Pointe Woods
Payroll Analysis "DRAFT"
2011 - 2015

RECEIVED
FEB 10 2017
CITY OF GROSSE POINTE WOODS

Employee Account	Calendar Year				
	2011	2012	2013	2014	2015
Retiree Health Care Savings	X	X	X	X	X
FSA(Medical/Dependent)				X	X
Health Care Premium Contributions				X	X
Tax Favored AFLAC Premiums				X	X

X = Overreporting of income (federal and state) and FICA taxes.

Employee Account	FICA Withholdings: Active vs Terminated									
	Closed Tax Years				Open Tax Years					
	2011 ACTIVE	2011 TERM	2012 ACTIVE	2012 TERM	2013 ACTIVE	2013 TERM	2014 ACTIVE	2014 TERM	2015 ACTIVE	2015 TERM
Retiree Health Care Savings	\$ 1,069.86	\$ 654.27	\$ 1,926.31	\$ 1,309.07	\$ 2,672.93	\$ 1,548.62	\$ 2,830.86	\$ 876.54	\$ 3,034.65	\$ 400.97
FSA (Medical/Dependent)										
Health Care Premium Contributions							\$ 5,242.68	\$ 1,188.97	\$ 6,074.21	\$ 816.90
Tax Favored AFLAC Premiums										
TOTAL ANNUAL FICA WITHHELD BY EMPLOYEE TYPE	\$ 1,069.86	\$ 654.27	\$ 1,926.31	\$ 1,309.07	\$ 2,672.93	\$ 1,548.62	\$ 8,073.54	\$ 2,065.51	\$ 9,108.86	\$ 1,217.87

FICA Withholdings: Totals							Open	Term	Active	Total
							Closed	\$ 4,832.00	\$ 19,855.33	\$ 24,687.33
Employee Account	2011 Total	2012 Total	2013 Total	2014 Total	2015 Total	Total	Total	\$ 6,795.34	\$ 22,851.50	\$ 4,959.51
Retiree Health Care Savings	\$ 1,724.13	\$ 3,235.38	\$ 4,221.55	\$ 3,707.40	\$ 3,435.62	\$ 16,324.08				
FSA (Medical/Dependent)										
Health Care Premium Contributions				\$ 6,431.65	\$ 6,891.11	\$ 13,322.76				
Tax Favored AFLAC Premiums										
TOTAL ANNUAL FICA WITHHELD	\$ 1,724.13	\$ 3,235.38	\$ 4,221.55	\$ 10,139.05	\$ 10,326.73	\$ 29,646.84				

Employee Account	Deductions: Totals					Total
	Closed Tax Years		Open Tax Years			
	2011 Total	2012 Total	2013 Total	2014 Total	2015 Total	
Retiree Health Care Savings	\$ 30,966.68	\$ 87,789.03	\$ 92,301.77	\$ 85,038.82	\$ 79,099.44	\$ 375,195.74
FSA (Medical/Dependent)				\$ 23,503.24	\$ 11,851.80	\$ 35,355.04
Health Care Premium Contributions				\$ 78,207.14	\$ 104,367.24	\$ 182,574.38
Tax Favored AFLAC Premiums				\$ 13,607.73	\$ 14,099.50	\$ 27,707.23
TOTAL ANNUAL DEDUCTIONS	\$ 30,966.68	\$ 87,789.03	\$ 92,301.77	\$ 200,356.93	\$ 209,417.98	\$ 620,832.39

	Estimated Excess Taxes Imposed on Employees					Total
	2011 Total	2012 Total	2013 Total	2014 Total	2015 Total	
FICA	\$ 1,724.13	\$ 3,235.38	\$ 4,221.55	\$ 10,139.05	\$ 10,326.73	\$ 29,646.84
Federal and State Income Tax	\$ 5,961.09	\$ 16,899.39	\$ 17,768.09	\$ 38,568.71	\$ 40,312.96	\$ 119,510.24
Total	\$ 7,685.22	\$ 20,134.77	\$ 21,989.64	\$ 48,707.76	\$ 50,639.69	\$ 149,157.08

Assumed Combined Federal and State Rate (%)	19.25%
---	--------

Summary of Excess Taxes Imposed on Employees	
Recoverable by City	\$ 24,687.33
Recoverable by Employee	\$ 78,881.67
Not Recoverable	\$ 45,588.07
Total	\$ 149,157.08

Recoverable City Paid FICA Tax	\$ 24,687.33
--------------------------------	--------------

* Must file Amended 1040