

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, March 2, 2015, at 7:00 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. 2015/16 Road Program
- A. Letter 02/25/15 Miller Canfield-P. McGow
- Resolution Authorizing 2015 Unlimited Tax General Obligation Bonds
- C. 2015 Unlimited Tax General Obligation Bond
- D. Official Notice of Sale
- E. Letter 02/25/15 – Bendzinski & Co-R.
- F. Bendzinski, w/attachments
- Letter 02/24/15 w/attachments City Engineer G.
- 5. New Business/Public Comment
- 6. Adjournment

Alfred Fincham 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.

Post -8

File

cc:

Council - 7

Berschback

Fincham

Hathaway

Rec. Secretary

Email Group

Media - Email

1

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, Paddoc
150 West Jefferson
Detroit, Michig
TEL (313) 90

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

February 25, 2015

Ms. DeeAnn Irby
Treasurer-Comptroller
City of Grosse Pointe Woods
20025 Mack Plaza
Grosse Pointe Woods MI 48236

\$6,600,000 City of Grosse Pointe Woods, County of Wayne, Michigan

2015 Unlimited Tax General Obligation Bonds



Re:

I have enclosed a form of Bond Authorizing Resolution to be considered for approval by the City Council at its meeting scheduled on March 2nd. The Resolution authorizes the issuance of the Bonds to pay the cost of the construction of the road improvements as the first 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 \$6,600,000, which is based on the construction contract, including engineering and issuance costs.

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 competitive public 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 award the Bonds to the City Administrator and/or City Treasurer-Comptroller. There are various blanks in the Resolution in the form of bond and form of Notice of Sale that are intended to be in blank, those items will be completed in the final forms of those documents.

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 sale date, proceed with the sale of the Bonds and award the Bonds on the date of the sale of the Bonds to the bidder whose bid produces the lowest interest cost to the City.



FLORIDA: Tampa
ILLINOIS: Chicago
NEW YORK: New York
OHIO: Cincinnati

CANADA: Toronto • Windsor
CHINA: Shanghai
MEXICO: Monterrey
POLAND: Gdynia
Warsaw • Wrocław



Ms. DeeAnn Irby

-2-

February 25, 2015

After the adoption of the Bond Authorizing Resolution, the next step would be to set a sale date and finalize the Preliminary Official Statement and information for rating agencies to proceed to a bond sale. Bendzinski & Co. will make arrangements to prepare and distribute the Preliminary Official Statement for the Bonds. My office will make arrangements for the publication of the Official Notice of Sale in The Bond Buyer, a municipal finance newspaper that regularly carries such notices of sale.

I plan to attend the City Council meeting on March 2nd 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.)

Alfred Fincham, City Administrator

Robert J. Bendzinski

Donald R. Berschback, Esq.





RESOLUTION AUTHORIZING 2015 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 Mic PRESENT:	higan, held on March 2, 2015, at 7:30 p.m., prevailing Eastern Time. Members:
PRESENT.	Members:
ABSENT:	Members:
The following supported by Members	ng preamble and resolution were offered by Member and er:
of Michigan (the "C	the qualified electors of the City of Grosse Pointe Woods, County of Wayne, State ity"), at the election duly called and held on August 5, 2014, did by more than the 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, it is the determination of the City Council that at this time the first series of unlimited tax general obligation bonds in the principal amount of not to exceed Six Million Six Hundred Thousand Dollars (\$6,600,000) be issued pursuant to the above proposition for the purpose described in the above proposition (the "Project").

NOW, THEREFORE, BE IT RESOLVED THAT:

1. <u>Authorization of Bonds; Bond Terms</u>. Bonds of the City designated **2015 Unlimited Tax General Obligation Bonds** (the "Bonds") are authorized to be issued in the aggregate principal sum of not to exceed Six Million Six Hundred Thousand Dollars (\$6,600,000) for the purpose of paying the cost of the Project, including the costs incidental to the issuance, sale and delivery of the Bonds. The issue

shall consist of bonds in fully-registered form of the denomination of \$5,000, or multiples thereof not exceeding for each maturity the maximum principal amount of that maturity, numbered consecutively in order of registration, dated as of the date of delivery. The Bonds shall bear interest, mature and be payable at the times and in the manner set forth in Sections 6 and 7 hereof.

The Bonds shall be sold at public sale at a price not less than 99% of the principal amount thereof.

The Bonds shall be subject to redemption prior to maturity in the manner and at the times and prices set forth in Sections 6 and 7 hereof and if term bonds are selected by the original purchaser of the bonds, then the bonds will be subject to mandatory redemption in accordance with the foregoing maturity schedule at par.

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 shall be payable to the registered owner of record as of the 15th day of the month preceding the payment date for each interest payment. The principal of the Bonds shall be payable at The Huntington National Bank, Grand Rapids, Michigan who is hereby selected to act as the transfer agent for the bonds (the "Transfer Agent"), or such other bank or trust company as may be selected by the City Administrator or Treasurer-Comptroller at the time of sale of 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 Treasurer-Comptroller is 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. <u>Execution of Bonds.</u> 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-Comptroller 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 depositary account with a bank or trust company designated by the City Council, to be designated 2015 UNLIMITED TAX GENERAL OBLIGATION BONDS 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 2015, 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. <u>Construction Fund; Proceeds of Bond Sale.</u> The City Treasurer is authorized and directed to open a separate depositary account with a bank or trust company designated by the City Council, to be designated 2015 UNLIMITED TAX GENERAL OBLIGATION BONDS 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. <u>Bond Form</u>. The Bonds shall be in substantially the following form:





UNITED STATES OF AMERICA STATE OF MICHIGAN COUNTY OF WAYNE

CITY OF GROSSE POINTE WOODS

2015 UNLIMITED TAX GENERAL OBLIGATION BOND

Interest Rate	Maturity <u>Date</u>	Date of Original Issue	CUSIP
	October 1,	, 2015	
Registered Owner	r:		
Principal Amount	:		Dollar

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, unless prepaid prior thereto as hereinafter provided, 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 October 1, 2015 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 \$6,600,000, 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 series of 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 2016 to 2022, 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 2023 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 October 1, 2022, 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.

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 regular and due form and time as required by law, and that the total indebtedness of the City, including this bond, 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	-
		\$1	
By:			
11.3	Its	City Clerk	

(SEAL)

(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.

The Huntington National Bank Grand Rapids, Michigan Transfer Agent

Bv:		
-J	Authorized Signatory	

[Bond printer to insert form of assignment]

7. <u>Notice of Sale</u>. The City Clerk is authorized to fix a date of sale for the Bonds and to arrange to publish a notice of sale of the Bonds in *The Bond Buyer*, New York, New York, which notice of sale shall be in substantially the following form:



OFFICIAL NOTICE OF SALE

\$6,600,000 CITY OF GROSSE POINTE WOODS COUNTY OF WAYNE, STATE OF MICHIGAN 2015 UNLIMITED TAX GENERAL OBLIGATION BONDS

SEALED BIDS for the purchase of the above bonds will be received	at the office of I	Bendz	inski
& Co., 615 Griswold, Suite 1225, Detroit MI 48226, on,	, 2015 until _	_:_	m.,
prevailing Eastern Time, at which time and place said bids will be publicly op	ened and read.		

<u>FAXED BIDS</u>: Signed bids may be submitted by fax to the offices of Bendzinski & Co. at (313) 961-8220, provided that faxed bids must arrive before the time of sale and the bidder bears all risks of transmission failure and the GOOD FAITH DEPOSIT MUST BE MADE AND RECEIVED as described in the Section "GOOD FAITH" below.

ELECTRONIC BIDS: Electronic bids will also be received on the same date and until the same time by Bidcomp/Parity as agent of the undersigned. Further information about Bidcomp/Parity, including any fee charged, may be obtained from Bidcomp/Parity, Anthony Leyden or CLIENT SERVICES, 1359 Broadway, Second Floor, New York, New York 10010, (212) 849-5021. IF ANY PROVISION OF THIS NOTICE OF SALE SHALL CONFLICT WITH INFORMATION PROVIDED BY BIDCOMP/PARITY, AS THE APPROVED PROVIDER OF ELECTRONIC BIDDING SERVICES, THIS NOTICE SHALL CONTROL.

Bidders may choose any means or location to present bids but a bidder may not present a bid in more than one location or by more than one means.

<u>BOND DETAILS</u>: The bonds will be registered bonds of the denomination of \$5,000 or multiples thereof not exceeding for each maturity the maximum principal amount of that maturity, originally dated as of the date of initial delivery, numbered in order of registration, and will bear interest from their date payable on October 1, 2015, and semiannually thereafter.

The bonds will mature on the 1st day of October in each of the years, as follows:

2016	\$750,000	2021	\$600,000
2017	750,000	2022	750,000
2018	750,000	2023	1,000,000
2019	500,000	2024	1,000,000
2020	500,000		7.00

PRIOR REDEMPTION OF BONDS: Bonds maturing in the years 2016 to 2022 inclusive, shall not be subject to redemption prior to maturity. Bonds or portions of bonds in multiples of \$5,000 maturing in the year 2023 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 October 1, 2022, 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 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.

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.

TERM BOND OPTION: The initial purchaser of the bonds may designate any one or more maturities from October 1, 2016 through the final maturity as term bonds and the consecutive maturities on or after the year 2016 which shall be aggregated in the term bonds. The amounts of the maturities which are aggregated in a designated term bond shall be subject to mandatory redemption on October 1 of the years and in the amounts set forth in the above maturity schedule at a redemption price of par, plus accrued interest to the date of mandatory redemption. Term bonds or portions thereof mandatorily redeemed shall be selected by lot. Any such designation must be made at the time bids are submitted and must be listed on the bid.

INTEREST RATE AND BIDDING DETAILS: The bonds shall bear interest at rate or rates not exceeding 6% per annum, to be fixed by the bids therefor, expressed in multiples of 1/8 or 1/20 of 1%, or both. The interest on any one bond shall be at one rate only and all bonds maturing in any one year must carry the same interest rate. The difference between the highest and lowest interest rates bid shall not exceed two percent (2%) per annum. No proposal for the purchase of less than all of the bonds or at a price less than 99% of their par value will be considered.

BOOK-ENTRY OPTION: Upon the request of the successful bidder, the bonds will be issued in book-entry only form as one fully registered bond per maturity and will be registered in the name of Cede & Co., as bondholder and nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the bonds. In the event of registration with DTC, the purchaser will not receive certificates representing their interest in bonds purchased. It will be the responsibility of the purchaser to obtain DTC eligibility. Failure of the purchaser to obtain DTC eligibility shall not constitute cause for a failure or refusal by the purchaser to accept delivery of and pay for the bonds. In the alternative, the successful bidder may request bond certificates to be delivered to the purchaser as one fully registered bond per maturity.

TRANSFER AGENT AND REGISTRATION: Principal shall be payable at the principal 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 of record not less than 60 days prior to an interest payment date. Interest shall be paid by check mailed to the registered owner of record as shown on the registration books of the City as of the 15th day prior to an interest payment date. The bonds will be transferred only upon the registration books of the City kept by the transfer agent.

<u>PURPOSE AND SECURITY</u>: The bonds were authorized at an election held on August 5, 2014 for the purpose of paying the cost of acquiring and constructing road improvements in the City. The bonds will pledge the full faith and credit of the City for payment of the principal and interest thereon and will be payable from ad valorem taxes which may be levied without limitation as to rate or amount. The rights or remedies of bondholders may be affected by bankruptcy, insolvency, fraudulent conveyance or other laws affecting creditors' rights generally now existing or hereafter enacted and by

the application of general principles of equity including those relating to equitable subordination.

GOOD FAITH: A good faith deposit in the form of a certified or cashier's check drawn upon an incorporated bank or trust company, or wire transfer, in the amount of \$66,000 payable to the order of the Treasurer of the City will be required of the successful bidder. The successful bidder is required to submit its good faith deposit to the City as instructed by the City not later than Noon, prevailing Eastern Time, on the next business day following the sale. The good faith deposit will be applied to the purchase price of the bonds. In the event the purchaser fails to honor its accepted bid, the good faith deposit will be retained by the City. No interest shall be allowed on the good faith check. The good faith check of the successful bidder will be cashed and payment for the balance of the purchase price of the bonds shall be made at the closing.

TAX MATTERS: In the opinion of Miller, Canfield, Paddock and Stone, P.L.C., bond counsel, under existing law, assuming compliance with certain covenants, interest on the bonds is excludable from gross income for federal income tax purposes as described in the opinion, and the bonds and interest thereon are exempt from all taxation by the State of Michigan or by any taxing authority within the State of Michigan except inheritance and estate taxes and taxes on gains realized from the sale, payment or other disposition thereof. The successful bidder will be required to furnish, at delivery of the bonds, a certificate in a form acceptable to bond counsel as to the "issue price" of the bonds within the meaning of Section 1273 of the Internal Revenue Code of 1986, as amended (the "Code"). Such certificate will include (i) for those maturities where 10% of each such maturity of the bonds has been sold to members of the general public (excluding underwriters, brokers and dealers) prior to delivery of the bonds, the price at which the first 10% of each such maturity has not been sold to members of the general public (excluding underwriters, brokers and dealers) prior to delivery of the bonds, an agreement by the successful bidder to provide bond counsel with the prices at which the first 10% of each such maturity is ultimately sold to members of the general public.

<u>"QUALIFIED TAX EXEMPT OBLIGATIONS"</u>: The City has designated the bonds as "Qualified Tax Exempt Obligations" for purposes of the deduction of interest expense by financial institutions pursuant to the Code.

LEGAL OPINION: Bids shall be conditioned upon the approving opinion of Miller, Canfield, Paddock and Stone, P.L.C., attorneys of Detroit, Michigan, a copy of which opinion will be furnished without expense to the purchaser of the bonds at the delivery thereof. The fees of Miller, Canfield, Paddock and Stone, P.L.C. for services rendered in connection with such approving opinion are expected to be paid from bond proceeds. Except to the extent necessary to issue its approving opinion as to validity of the above bonds, Miller, Canfield, Paddock and Stone, P.L.C. has not been requested to examine or review and has not examined or reviewed any financial documents, statements or materials that have been or may be furnished in connection with the authorization, issuance or marketing of the bonds, and accordingly will not express any opinion with respect to the accuracy or completeness of any such financial documents, statements or materials.

<u>DELIVERY OF BONDS</u>: The City will furnish bonds ready for execution at its expense. Bonds will be delivered without expense to the purchaser through DTC in New York, New York, or such other place to be agreed upon. The usual closing documents, including a certificate that no litigation is pending affecting the issuance of the bonds, will be delivered at the time of delivery of the bonds. If the bonds are not tendered for delivery by twelve o'clock noon, prevailing Eastern Time, on the 45th day following the date of sale, or the first business day thereafter if said 45th day is not a business day, the successful bidder may on that day, or any time thereafter until delivery of the bonds, withdraw its proposal by serving notice of cancellation, in writing, on the undersigned in which event the City shall promptly return the good faith deposit. Payment for the bonds shall be made in Federal Reserve Funds. Accrued interest to the date of delivery of the bonds shall be paid by the purchaser at the time of delivery.

<u>CUSIP NUMBERS</u>: Upon the request of the successful bidder, CUSIP identification numbers will be printed on the bonds, but neither the failure to print such numbers on any bonds nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the bonds in accordance with terms of the purchase contract. All expenses in relation to the printing of CUSIP numbers on the bonds shall be paid for by the Issuer; provided, however, that the CUSIP Service Bureau charge for the assignment of such numbers shall be the responsibility of and shall be paid for by the purchaser.

OFFICIAL STATEMENT: A preliminary Official Statement that the City deems to be final as of its date, except for the omission of information permitted to be omitted by Rule 15c2-12 of the Securities and Exchange Commission, has been prepared and may be obtained from Bendzinski & Co., Municipal Finance Advisors, financial advisors to the City, at the address and telephone listed under REGISTERED MUNICIPAL ADVISOR below. Bendzinski & Co., will provide the winning bidder with 100 final Official Statements within 7 business days from the date of sale to permit the purchaser to comply with Securities and Exchange Commission Rule 15c2-12. Additional copies of the Official Statement will be supplied by Bendzinski & Co., upon request and agreement by the purchaser to Bendzinski & Co., within 24 hours of the time of sale.

BOND INSURANCE AT PURCHASER'S OPTION: If the Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of the bidder/purchaser, the purchase of any such insurance policy or the issuance of any such commitment shall be at the option and expense of the purchaser of the Bonds. Any and all increased costs of issuance of the Bonds resulting from such purchase of insurance shall be paid by the purchaser, except that if the City has requested and received a rating on the Bonds from a rating agency, the City shall pay the fee for the requested rating. Any other rating agency fees shall be the responsibility of the purchaser. FAILURE OF THE MUNICIPAL BOND INSURER TO ISSUE THE POLICY AFTER THE BONDS HAVE BEEN AWARDED TO THE PURCHASER SHALL NOT CONSTITUTE CAUSE FOR FAILURE OR REFUSAL BY THE PURCHASER TO ACCEPT DELIVERY OF THE BONDS FROM THE CITY.

CONTINUING DISCLOSURE: As described more fully in the Official Statement, the City has agreed to provide or cause to be provided, in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission, on or prior to the sixth month after the end of each fiscal year commencing with the fiscal year ended June 30, 2015, (i) certain annual financial information and operating data, including audited financial statements for the preceding fiscal year, generally consistent with the information contained or cross-referenced in the Official Statement relating to the bonds, (ii) timely notice of the occurrence of certain material events with respect to the bonds and (iii) timely notice of a failure by the City to provide the required annual financial information on or

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

before the date specified in (i) above.

<u>REGISTERED MUNICIPAL ADVISORS</u>: Further information relating to the bonds may be obtained from the City's Registered Municipal Advisors, Bendzinski & Co., Municipal Finance Advisors, 615 Griswold, Suite 1225, Detroit MI 48226, (telephone (313) 961-8222, Facsimile (313)961-8220).

<u>ENVELOPES</u> containing the bids should be plainly marked "Proposal for 2015 Unlimited Tax General Obligation Bonds."

THE RIGHT IS RESERVED TO REJECT ANY OR ALL BIDS.

Lisa K. Hathaway City Clerk City of Grosse Pointe Woods

- 8. <u>Useful Life of Project</u>. The estimated period of usefulness of the Project is hereby declared to be not less than ten (10) years.
- 9. <u>Tax Covenant; Qualified Tax Exempt Obligations</u>. 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 City hereby designates the Bonds as "qualified tax exempt obligations" for purposes of deduction of interest expense by financial institutions pursuant to the Code.
- 10. Official Statement; Qualification for Insurance; Ratings. The City Administrator and City Treasurer-Comptroller are 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.
- 11. <u>Continuing Disclosure</u>. 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 City Administrator and City Treasurer-Comptroller are hereby authorized to execute such undertaking prior to delivery of the Bonds.

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

- Authorization of Other Actions. The City Administrator and City Treasurer-Comptroller 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, principal amounts, denominations, dates of issuance, interest payment dates, redemption rights, the place of delivery and payment, and other matters within the parameters described in this resolution. The City Administrator and City Treasurer-Comptroller 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.
- 13. Award of Sale of Bonds. The City Administrator and City Treasurer-Comptroller are each hereby authorized on behalf of the City to award the sale of the Bonds to the bidder whose bid meets the requirements of law and which produces the lowest true interest cost to the City computed in accordance with the terms of the Official Notice of Sale as published.

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





FEB 2 5 2015

February 25, 2015

Via E-mail

Mr. Patrick F. McGow Miller, Canfield, Paddock and Stone, PLC 150 W. Jefferson, Suite 2500 Detroit, Michigan 48226

RE: \$6,600,000 City of Grosse Pointe Woods, County of Wayne, State of Michigan, General Obligation Unlimited Tax Bonds, Series 2015

Dear Pat:

We are enclosing *revisions* to the following, on the above referenced issue:

- 1. A Schedule of Principal and Interest Requirements on a Fiscal Year Basis; and
- 2. Bond specifications.

We are requesting that you begin preparing the necessary resolutions, documents, etc. and forward them to the City, so that they may adopt the same.

Should you have any questions or require any additional information, please do not hesitate to call.

Sincerely,

BENDZINSKI & CO.Municipal Finance Advisors

Robert J. Bendzinski, CIPMA Registered Municipal Advisor

RJB/jll Enclosures

cc. Alf

Alfred Fincham, III, City Administrator

Dee Ann Irby, Controller/Treasurer/Finance Director



\$6,600,000 CITY OF GROSSE POINTE WOODS COUNTY OF WAYNE, STATE OF MICHIGAN GENERAL OBLIGATION UNLIMITED TAX BONDS, SERIES 2015

Dated:

Date of Delivery

Maximum Interest Rate:

6% 2% Spread

Principal Due:

October 1, Serially

Maximum Discount Permitted:

1.0%

Denomination:

\$5,000 or any integral

Multiples:

Any

multiple thereof up to the

amount of a single maturity

Registration:

Book-Entry-Only

Qualified Tax Exempt Obligations:

Yes

MATURITIES

Year	Amount	Year	Amount	Year	Amount	Year	Amount
2016	\$750,000	2019	\$500,000	2021	\$600,000	2023	\$1,000,000
2017	750,000	2020	500,000	2022	750,000	2024	1,000,000
2018	750,000						

REGISTRATION, TRANSFER AND PAYING AGENT: Principal (October 1) shall be payable at 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 60 days prior to any change in transfer agent. Interest (April 1 and October 1) shall be paid by check mailed to the owner as shown by the registration books of the City 15 days prior to any interest payment date. The Bonds will be transferable only upon the registration books of the City kept by the transfer agent. The first interest payment will be due October 1, 2015.

OPTIONAL BONDS: Bonds maturing in years 2016 to 2022, inclusive, shall not be subject to redemption prior to maturity.

Bonds maturing in the years 2023 to 2024, inclusive, shall be subject to redemption prior to maturity, at the option of the City, in such order as the City shall determine, on any date on or after October 1, 2022, at par and accrued interest.

TERM BOND OPTION: Bidders shall have the option of designating the bonds as serial bonds, or term bonds, or both. The bid must designate whether each of the principal amounts shown above for the years 2016 through 2024, inclusive, represent a serial maturity or a mandatory redemption requirement for a term bond maturity. In any event, the above principal amount schedule for the years 2016 through 2024, inclusive, shall be represented by either serial bond maturities or mandatory redemption requirements, or a combination of both. Any such designation must be made at the time bids are submitted.

615 Griswold Street • Suite 1225 • Detroit, Michigan 48226-3997 (313) 961-8222 • FAX (313) 961-8220 e-mail • info@bendzinski.com



PURPOSE AND SECURITY: The Bonds are being issued for the purpose of paying a portion of the costs of constructing road improvements in the City.

The bonds will payable from the levy of ad valorem taxes on all taxable properties in the City without limitation as to rate or amount sufficient to pay annual debt service requirements.

AWARD OF SALE OF BONDS: Please provide that the City Administrator or City Controller has the authority to award the bonds to the bidder whose bid provides the lowest true interest cost to the City.

LEGALITY: The unqualified approving opinion of Miller, Canfield, Paddock and Stone, P.L.C., attorneys of Detroit, Michigan, will be furnished without expense to the original purchaser of the Bonds.

GOOD FAITH: Please provide that a good faith deposit in the form of a certified or cashier's check drawn upon an incorporated bank or trust company, or wire transfer, in the amount of 1% of the par value of the Bonds payable to the order of the Treasurer of the City will be required of the successful bidder. The successful bidder is required to submit its good faith deposit to the City as instructed by the Municipal Advisor prior to Noon, prevailing Eastern Time, on the next business day following the sale.

AWARD OF BONDS: The bonds will be awarded to the bidder whose bid produces the lowest true interest cost determined in the following manner: the lowest true interest cost will be the single interest rate (compounded on October 1, 2016 and semi-annually thereafter) necessary to discount the debt service payments from their respective payment date to the date of delivery.

QUALIFIED TAX-EXEMPT OBLIGATIONS: Please provide that the City will designate the Bonds as "qualified tax-exempt obligations" for purposes of deduction of interest expense by financial institutions under the provisions of the Tax Reform Act of 1986.

CUSIP NUMBERS: Provided that CUSIP identification numbers are printed on the bonds, the purchaser of the bonds agrees to pay the amount printed on the CUSIP invoice for the assignment of such numbers to the CUSIP Service Bureau.

PRINTING AND DELIVERY: The City will furnish Bonds for delivery through the Depository Trust Company, or any other place mutually agreeable. Delivery of the Bonds shall be within 45 days from the date of sale of the Bonds.

PUBLICATION OF THE NOTICE OF SALE: Please provide in the bond resolution that the Notice of Sale will be published in The Bond Buyer.

OFFICIAL STATEMENTS: Please provide in the Official Notice of Sale that Bendzinski & Co., Municipal Finance Advisors, will provide the winning bidder with 100 final Official Statements within 7 business days from the date of sale to permit the underwriter to comply with Securities and Exchange Commission Rule 15c2-12. Additional copies of the Official Statement will be supplied by Bendzinski & Co. upon request and agreement by the underwriter to pay the cost of additional copies. Request for additional copies should be made to Bendzinski & Co. within 24 hours of the date of sale.

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BOND INSURANCE AT PURCHASER'S OPTION: If the Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of the bidder/purchaser, the purchase of any such insurance policy or the issuance of any such commitment shall be at the option and expense of the purchaser of the Bonds.

CONTINUING DISCLOSURE: Please provide in the Bond Resolution that the City will enter into a Continuing Disclosure Undertaking with the winning bidder in order to comply with Securities and Exchange Commission Rule 15c2-12 paragraph (b)(5) regarding continuous disclosure.

BIDDING LOCATIONS: Please provide in the Notice of Sale that the bids will be accepted at the offices of Bendzinski & Co., and electronically via fax and by way of Parity.

REGISTERED MUNICIPAL ADVISORS: Please incorporate in the text of the Official Notice of Sale that further information relative to the bond issue may be obtained from the City's Registered Municipal Advisors, Bendzinski & Co, Municipal Finance Advisors, 615 Griswold Street, Suite 1225, Detroit, Michigan 48226-3997. Telephone: (313) 961-8222. FAX: (313) 961-8220.

RJB/jll 2/25/2015

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COMBINED SCHEDULE OF PRINCIPAL AND INTEREST REQUIREMENTS ON A FISCAL YEAR BASIS

	COUNTY OF V	\$6,600,000 GROSSE POINTE WO WAYNE, STATE OF M D IMPROVEMENT B	ICHIGAN	COUNTY OF	\$4,400,000 GROSSE POINTE WO WAYNE, STATE OF N AD IMPROVEMENT	VICHIGAN	Total	(1)	
Year Beginning July 1	Principal Due October 1	Interest Due October 1	Interest Due NEXT April 1	Principal Due October 1	Interest Due October 1	Interest Due NEXT April 1	Principal & Interest Requirements	Projected Taxable Value	Millage Rate
2015	\$0	\$123,750 *	\$123,750	\$0	\$0	\$0	\$247,500	\$618,493	\$0.4002
2016	750,000	123,750	109,688	0	0	0	983,438	624,678	1.5743
2017	750,000	109,688	95,625	0	0	0	955,313	630,925	1.5141
2018	750,000	95,625	81,563	0	110,000 *	110,000	1,147,188	637,234	1.8003
2019	500,000	81,563	72,188	250,000	110,000	103,750	1,117,500	643,606	1.7363
2020	500,000	72,188	62,813	250,000	103,750	97,500	1,086,250	650,042	1.6710
2021	600,000	62,813	51,563	250,000	97,500	91,250	1,153,125	656,543	1.7564
2022	750,000	51,563	37,500	250,000	91,250	85,000	1,265,313	663,108	1.9082
2023	1,000,000	37,500	18,750	250,000	85,000	78,750	1,470,000	669,739	2.1949
2024	1,000,000	18,750	0	750,000	78,750	60,000	1,907,500	676,437	2.8199
2025	0	0	0	750,000	60,000	41,250	851,250	683,201	1.2460
2026	0	0	0	750,000	41,250	22,500	813,750	690,033	1.1793
2027	0	0	0	900,000	22,500	0	922,500	696,933	1.3237
	\$6,600,000	\$777,188	\$653,438	\$4,400,000	\$800,000	\$690,000	\$13,920,625		
								Average:	\$1.6250

2015 Assumptions:		2017 Assumptions:	
Bonds Dated:	04/01/2015	Bonds Dated:	04/01/2017
First Interest Payment:	10/01/2015	First Interest Payment:	10/01/2017
Number of Days:	180	Number of Days:	180
Subsequent Interest Payment:	04/01/2016	Subsequent Interest Payment:	04/01/2018
Number of Days:	180	Number of Days:	180
First Principal Payment:	10/01/2016	First Principal Payment:	10/01/2019
Projected Interest Rate	3.75%	Projected Interest Rate	5.00%

(1) Growth Rate in Taxable Value: 1.00%

615 Griswold Street, Suite 1225, Detroit, Michigan 48226-3997 PHONE: (313) 961-8222 FAX: (313) 961-8220



ANDERSON, ECKSTEIN AND WESTRICK, INC

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

February 24, 2015

RECEIVED
FEB 2 4 2015
CITY OF GROSSE PTE. WOODS

Alfred Fincham, City Administrator City of Grosse Pointe Woods 20025 Mack Plaza Grosse Pointe Woods, MI 48236-2397

Reference:

2015-2016 Road Program City of Grosse Pointe Woods AEW Project No. 0160-0370

Dear Mr. Fincham:

On Tuesday, February 10, 2015, four (4) bids were received for the above referenced project. We have tabulated the bids and have included a summary herewith for your use.

The low bidder for this project is Florence Cement of Shelby Township, Michigan with a total bid amount of \$5,533,575.75. We have previously worked with Florence Cement in Grosse Pointe Woods and numerous other communities and find them qualified in performing this type of work. Due to the size of this project we have also interviewed Florence Cement and we are satisfied they are prepared to complete the work per the timelines and specifications outlined in the contract documents.

On the basis of the low bid, availability of funds, and the lowest bid submitted, we recommend that the contract for the **2015-2016 Road Program** be awarded to **Florence Cement**, 12535 23 Mile Road, Shelby Township, Michigan 48315 in the amount of \$5,533,575.75.

In addition, engineering costs are estimated at \$800,000.00, bonding is estimated at \$125,000 and contingency is recommended at \$141,424.25, for a total project cost estimate of \$6,600,000.

If you have any questions, please advise.

Sincerely,

Scott Lockwood, PE

cc: Josep

Joseph Ahee, Director of Public Services with Bid Tab

Dee Ann Irby, Controller

Enclosure

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TABULATION OF BIDS

City of Grosse Pointe Woods 2015-2016 Road Program

AEW PROJECT NO. 0160-0370

DATE:

2/10/2015

TIME:

1:00 PM

Prepared by: Anderson, Eckstein and Westrick, Inc.

51301 Schoenherr Road

Shelby Township, MI 48315

VENDOR RANKING

				TOTAL	BID WITH CREW	
RANK	VENDOR NAME	3	TOTAL BID		DAYS	
1	Florence Cement	\$	5,533,575.75	\$	5,757,575.75	
2	Angelo Lafrate Construction Company	\$	6,217,158.90	\$	6,418,758.90	
3	DiLisio Contracting	\$	6,488,827.35	\$	6,656,827.35	
4	Fiore Enterprises, LLC	\$	6,687,435.80	\$	6,877,835.80	

City of Grosse Pointe Woods 2015-2016 Road Program

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	F	TD 0	- 1961
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Street Name	From	To	Treatment	Year
Allard	Chester	Mack	Reconstruct	2015
Broadstone	WCL	Mack	Reconstruct	2015
Lancaster	WCL	Mack	Reconstruct	2015
S. Renaud	Mack	Milk River	Reconstruct	2015
Sunningdale	Fairway	ECL	Reconstruct	2015
Brys	Mack	Marter	Reconstruct	2016
Country Club	WCL	Mack	Reconstruct Reconstruct	2016
Crescent	Cook	Cook	Resurface	2016
Hollywood	Goethe	Marter	Reconstruct	2016
Severn	Bramcaster	Mack	Reconstruct	2016