



TUESDAY, MAY 26, 2015
CITY OF COLLEGE PARK
COUNCIL CHAMBERS

7:30 P.M.
MAYOR AND COUNCIL MEETING
AGENDA

MEDITATION

PLEDGE OF ALLEGIANCE: Councilmember Dennis

ROLL CALL

MINUTES: Public Hearing on May 12, 2015 on the FY 2016 Budget; Regular Meeting of
May 12, 2015

ANNOUNCEMENTS

ACKNOWLEDGMENT OF DIGNITARIES

ACKNOWLEDGMENT OF NEWLY APPOINTED BOARD AND COMMITTEE MEMBERS

AWARDS

PROCLAMATIONS

AMENDMENTS TO THE AGENDA

CITY MANAGER'S REPORT: Joe Nagro

STUDENT LIAISON'S REPORT: Cole Holocker

COMMENTS FROM THE AUDIENCE ON NON-AGENDA ITEMS

PRESENTATIONS

**Recognition of the Outstanding Essayists in the
Maryland Municipal League "If I Were Mayor, I Would..." Essay Contest:**

D'Airra Wyatt of Berwyn Christian School – MML Semi-Finalist
Abe Cutler of Holy Redeemer – MML Semi-Finalist

Zahra Shamrez – Al Huda School Winner
Haneef Ali Rodriguez – Al Huda School Winner
Yolanda Sukhu – Berwyn Christian School Winner
Trent Badrak – Holy Redeemer School Winner
Yakeen Alzarough – Paint Branch Elementary School Winner
Ashley Thompson – Hollywood Elementary School Winner

RECOGNITION

Barbara Caskey, Retiring Principal, Hollywood Elementary School

CONSENT AGENDA

None.

ACTION ITEMS

- | | | |
|---------|--|--|
| 15-O-03 | Adoption of Ordinance 15-O-03, an Ordinance of the Mayor and Council of the City of College Park, Maryland to Adopt the Fiscal Year 2016 Operating and Capital Budget of the City of College Park, Maryland | Motion By: Mitchell
To: Adopt
Second:
Aye: _____ Nay: _____
Other: _____ |
| 15-G-61 | Motion to voice no objection to the application for a new Class B, (BLX) Beer, Wine and Liquor License for the use of Nando's of College Park, LLC t/a Nando's Peri Peri, 7400 Baltimore Avenue, College Park, subject to the applicant entering into a Property Use Agreement with the City in substantially the form as attached, authorization for the City Manager to sign the PUA, and for staff to testify at the BOLC hearing | Motion By: Day
To: Approve
Second:
Aye: _____
Nay: _____
Other: _____ |
| 15-R-04 | Adoption of 15-R-04, A Resolution Regarding Tax-Exempt Parking Garage Refunding Bond Of 2015 | Motion By: Mitchell
To: Adopt
Second:
Aye: _____ Nay: _____
Other: _____ |
| 15-R-05 | Adoption of 15-R-05, A Resolution Regarding Post-Issuance Tax Compliance Procedures For Non-Conduit Tax-Exempt Obligations | Motion By: Mitchell
To: Adopt
Second:
Aye: _____ Nay: _____
Other: _____ |
| 15-G-63 | Letter to WMATA regarding installation of Metro test track and sound barrier wall in north College Park | Motion By: Wojahn
To: Approve
Second:
Aye: _____ Nay: _____
Other: _____ |
| 15-G-64 | Letter to Prince George's County Council with comments on proposed tax increase in FY 16 budget | Motion By: Mitchell
To: Approve
Second:
Aye: _____ Nay: _____
Other: _____ |
| 15-G-65 | Appointments to Boards and Committees | Motion By: Mitchell
To: Approve
Second:
Aye: _____ Nay: _____
Other: _____ |

15-G-62 Discussion of a response to the letter dated May 18, 2015
from State Highway Administration regarding City funding
of US Route 1 utility undergrounding

Motion By: _____
To:
Second:
Aye: _____ Nay: _____
Other: _____

COUNCIL COMMENTS

COMMENTS FROM THE AUDIENCE

ADJOURN

INFORMATION/STATUS REPORTS (For Council Review)

None.

This agenda is subject to change. For the most current information, please contact the City Clerk. In accordance with the Americans with Disabilities Act, if you need special assistance, please contact the City Clerk's Office and describe the assistance that is necessary.

City Clerk's Office: 240-487-3501

MINUTES

MINUTES
Public Hearing of the College Park City Council
Tuesday, May 12, 2015
7:00 – 7:07 p.m.

Ordinance 15-O-03
An Ordinance of the Mayor and Council of the City of
College Park, Maryland to Adopt the Fiscal Year 2016
Operating and Capital Budget of the City of College Park, Maryland

PRESENT: Mayor Fellows; Councilmembers Kabir, Wojahn, Brennan, Dennis, Day, Hew and Mitchell.

ABSENT: Councilmember Stullich.

ALSO PRESENT: Joe Nagro, City Manager; Janeen Miller, City Clerk; Suellen Ferguson, City Attorney; Steve Groh, Director of Finance; Bob Stumpff, Director of Public Works.

Mayor Fellows opened the Public Hearing on 15-O-03 at 7:00 p.m. and invited Mr. Groh to provide an overview.

Mr. Groh said this is the “revised” budget, which includes the City Manager’s “requested” budget, plus changes made by Mayor and Council during budget Worksessions. He reviewed the handouts for the public hearing, including the summary of changes between the “requested” budget and the “revised” budget.

Comments From The Audience:

David Dorsch, 4607 Calvert Road: This is a \$16 Million budget, an 11% increase from last year. In 2009 the budget was \$11 Million. Where do you think it will be in 10 years? The City didn’t get any bigger, the population hasn’t increased all that much, why do we need all this money? Just because we have money doesn’t mean we should always be spending it. We should start reducing taxes and give money back to residents. You should be very conservative in how you spend my tax dollars.

There being no further public comment, Mayor Fellows closed the public hearing at 7:07 p.m.

Janeen S. Miller, CMC
City Clerk

Date Approved

MINUTES
Regular Meeting of the College Park City Council
Tuesday, May 12, 2015
Council Chambers
7:30 p.m. – 8:33 p.m.

PRESENT: Mayor Fellows; Councilmembers Kabir, Wojahn, Brennan, Dennis, Stulich, Day, Hew and Mitchell.

ABSENT: None.

ALSO PRESENT: Joe Nagro, City Manager; Janeen Miller, City Clerk; Bill Gardiner, Assistant City Manager; Suellen Ferguson, City Attorney; Steve Groh, Director of Finance; Terry Schum, Director of Planning; Bob Ryan, Director of Public Services; Vivian Cooper, Animal Control Officer.

Mayor Fellows opened the Regular Meeting at 7:30 p.m. Councilmember Brennan led the Pledge of Allegiance.

Minutes: A motion was made by Councilmember Mitchell and seconded by Councilmember Dennis to approve the minutes of the April 21, 2015 Special Session and the April 28, 2015 Regular Meeting. The motion passed 8 – 0 – 0.

Announcements:

Mayor Fellows announced the funeral arrangements for Mike Owens, husband of former mayor Anna Owens, who recently passed away.

Councilmember Day announced that the Calvert Hills Neighborhood Association would meet on Wednesday at 7:00 p.m.

Councilmember Dennis said the Lakeland Civic Association would meet on Thursday at 7:00 p.m. at the College Park Community Center.

Councilmember Brennan said the University of Maryland announced a \$15,000 grant incentive for faculty and staff to buy homes in our community. The real estate workshop will be Thursday at 5:30 in the Council Chambers.

Councilmember Wojahn announced that Friday, May 15 is Bike To Work Day, and College Park will host a pit stop at City Hall from 6:30 – 8:30 a.m.

Councilmember Kabir announced that the North College Park Civic Association would meet on Thursday at 7:30 p.m. at Davis Hall. Also, Saturday at 10:00 a.m. is the grand opening of the Hollywood Farmers Market.

Mayor Fellows discussed the Mothers Day 5K race.

Councilmember Hew commented on the art projects that have been installed as part of the PALS Making Place Work class.

Proclamations: Mayor Fellows read the proclamations for Kids To Parks Day and National Public Works Week.

Amendments to the Agenda: Add 15-G-58, a letter to the Prince George's County Council about the Proposed FY '16 M-NCPPC budget. Remove 15-G-56 from the Consent Agenda so it can be discussed.

City Manager's Report: Mr. Nagro announced that applications for the Community Services Grants are due on May 21; forms are available on our website. Garden plots in the new Community Garden are available for interested gardeners.

Comments from the Audience on Non-Agenda items:

Dave Dorsch, 4607 Calvert Road: Commented on the poor patch work performed by a WSSC contractor on Knox Road; the City should write a complaint letter. He still can't get any information from the County stormwater management department on what they are doing to correct the flood situation that occurred last year. The Council should write a stern letter.

Council discussed sending a letter to WSSC about the poor patch work. The City Manager discussed the situation with this particular contractor and the City's actions to date. The City Attorney provided additional information.

Suchitra Balachandran, 9320 St. Andrews Place, President, West College Park Civic Association: There will be a joint meeting of several College Park citizens associations at City Hall on Saturday to discuss the proposed County budget and property tax increase.

CONSENT AGENDA

A motion was made by Councilmember Mitchell and seconded by Councilmember Day to adopt the Consent Agenda, which consisted of the following items:

15-G-54 Approval of Field Use Request for Duvall Field by Maryland Stinger's Women's Rugby Team: 04/14/15 thru 05/22/15 from 7:30 p.m. until 9:30 p.m. Approved with fee if suitable service in lieu of payment agreement is not negotiated with DPW Deputy Director.

15-G-55 Approval of Field Use Request for Duvall Field by Boy Scout Troop 740: BBQ Fundraiser 05/17/15 or 06/07/15 – 7:00 a.m. until 6:00 p.m. Approved for either date.

The motion passed 8 – 0 - 0.

ACTION ITEMS:

15-G-56 Denial of request for Duvall Field Restroom Facility Only: 05/30/15, 1:00 p.m. until 5 p.m.

Councilmember Wojahn requested that this item be removed from the Consent Agenda because he wants the Council to approve the request. He said the College Park Boys and Girls Club would open/close the restrooms at no cost. He spoke to the chair of the Recreation Board who

said the Rec Board never had a chance to discuss this request, and because it is an unprecedented request, they wanted staff to weigh in. Staff recommended denial of the request for safety and liability reasons.

A motion was made by Councilmember Wojahn and seconded by Councilmember Kabir to approve the request.

The City Manager said this is the first time we have had a request for a private event nearby to use the Duvall Field restrooms. No other event is scheduled at Duvall Field at that time. Staff's concern is potential liability because no one is there to supervise people who go over to use the restrooms. Mr. Ryan said staff polled Rec Board members and their informal opinion over email was that as long as appropriate fees were paid, they would leave it to the discretion of the City Manager. The City Attorney said a hold harmless agreement is standard and that a one-day insurance certificate could be required.

Councilmember Stullich said as long as the proper forms are completed she thought we should be flexible and allow them to use the facilities.

Councilmember Mitchell asked the City Attorney about the liability issue. Ms. Ferguson discussed a hold harmless agreement and one-day insurance.

Councilmember Kabir said he believes they would be willing to sign any agreement and we should allow our residents to enjoy.

Councilmember Wojahn discussed making the approval conditional on some of these issues.

Mayor Fellows requested that we wait a week to get these issues worked out.

A motion was made by Councilmember Wojahn and seconded by Councilmember Day to table the motion for one week to allow details of a hold harmless agreement, insurance, and opening/closing be worked out with the applicant. The motion passed 8 – 0 – 0.

15-G-58 Approval of a Letter to Prince George's County Council regarding proposed M-NCPPC Budget Funding for trail from College Park Woods to Paint Branch

A motion was made by Councilmember Mitchell and seconded by Councilmember Hew to approve a letter to the Prince George's County Council urging the Council to restore funding for the M-NCPPC Paint Branch hiker-biker trail project.

Councilmember Mitchell said this planned trail will connect College Park Woods to the Paint Branch trail. An easement was obtained that will allow for the design and engineering to begin. The funding was included in the proposed Park and Planning budget, but the revised budget submitted to the County Council does not include the funding.

Comments from the audience:

Suchitra Balachandran, 9320 St. Andrews Place: This project has been in the works for 8 years. It is a half-mile trail at the end of DePauw that links with the Paint Branch Trail. The recent obstacle – an easement – has been obtained, and funding was provided in the proposed M-NCPPC budget. This is a sudden change: M-NCPPC had a budget shortfall and removed several projects, including this one.

Councilmember Wojahn supports this motion. The only other option to get by bicycle or foot from College Park Woods to Route 1 is by Route 193, which is very scary. This provides a safe alternative.

Councilmember Stullich also supports this motion, and asked about the amount of the budget cut.

The motion passed 8 – 0 – 0.

15-G-57 Appointments to Boards and Committees

A motion was made by Councilmember Brennan and seconded by Councilmember Day to appoint Joe Theis to the College Park Ethics Commission. The motion passed 8 – 0 – 0.

COUNCIL COMMENTS:

Councilmember Day requested a future Worksession to compare the capabilities we have at City Hall with those at Davis Hall for the purpose of holding future meetings there.

Councilmember Kabir requested a future Worksession on Council procedures in prioritizing agenda items. He also wants to discuss sending a letter regarding security on the railroad tracks, in response to yesterday's fatality. Councilmember Stullich and City Manager Nagro commented on the efforts of previous Councils who fought very hard to keep that underpass open. This will be a future Worksession. Councilmember Kabir also wants a Worksession on adding services up at Davis Hall. Mr. Groh said there is not enough time to work out those logistics prior to the permit renewals because a lot of things that need to be put into place and renewal letters are about to go out. Mr. Groh will add a field to the permit so we can identify how the person applied – either in person or by mail.

Councilmember Mitchell requested a Worksession discussion sooner rather than later on shuttle service for residents.

ADJOURN: A motion was made by Councilmember Brennan and seconded by Councilmember Stullich to adjourn the regular meeting. Mayor Fellows said the Council would reconvene in a Worksession after a brief recess. The motion passed 8 – 0 – 0 and Mayor Fellows adjourned the regular meeting at 8:33 p.m.

Janeen S. Miller, CMC
City Clerk

Date
Approved

RECOGNITION

**PROCLAMATION
BARBARA CASKEY**

WHEREAS, education is critical to a child's access to a promising and secure future and neighborhood schools are the natural focal point in a community as a place that strengthen neighbors' ties and provide a sense of neighborhood identity; and

WHEREAS, Barbara Caskey, a University of Maryland graduate, has been a dedicated educator in Prince George's County Public Schools for 42 years, 22 of which have been as Principal of Hollywood Elementary serving families and children in the north College Park/Hollywood neighborhood; and

WHEREAS, Barbara Caskey's unwavering commitment to the education of children includes mentoring almost 300 University of Maryland student teachers as well hundreds of Hollywood staff, a number of whom themselves have risen to leadership positions in education; and

WHEREAS, through Ms. Caskey's steadfast leadership, Hollywood Elementary, "*Where Everyone is A Star*", is an exceptional educational environment that has provided a solid educational foundation for over 8,500 and two generations of College Park children over the last 22 years; and

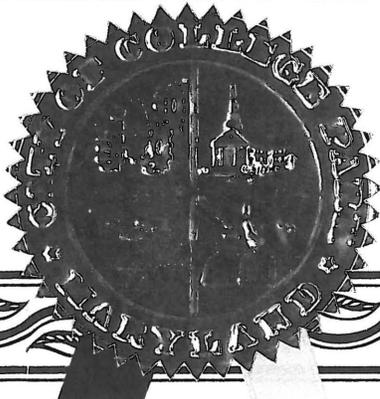
WHEREAS, although the number of limited-English proficiency students at Hollywood is 29% higher than the state and 18% percent higher than the county, and the number of Hollywood's students receiving free and reduced meals is 20% higher than the state average, Hollywood Elementary students' test scores in math, reading and science consistently exceed the test scores of their elementary school peers at both the state and county levels; and

WHEREAS, Ms. Caskey's distinguished and faithful service to our children and as an engaged community partner strengthens the City as a whole and is worthy of special recognition.

NOW, THEREFORE, I, Andrew M. Fellows, as Mayor of the City of College Park, on the occasion of her retirement, join the City Council, and our families and residents, in recognizing Ms. Barbara Caskey's distinguished legacy as an educator and as a valued member of the College Park community. We offer Ms. Caskey our best wishes and our sincere appreciation for a job well done.

PROCLAIMED THIS 26TH DAY OF MAY, 2015.

**Andrew M. Fellows, Mayor
City of College Park, Maryland**



15-0-03

**Motion for Councilmember Mitchell
Ordinance to Adopt the FY2016 Operating and Capital Budget**

15-O-03

Motion:

I move to adopt Ordinance 15-O-03, An Ordinance Of The Mayor And Council Of The City Of College Park, Maryland To Adopt The Fiscal Year 2016 Operating And Capital Budget Of The City Of College Park, Maryland

Additional comments:

The budget Ordinance was introduced on April 28th and a public hearing was held on May 12th. The Ordinance reflects the combination of the FY2016 City Manager's requested budget and budget changes made by Mayor & Council during budget worksessions.

Total General Fund revenues of \$16,317,988 include operating revenues of \$16,060,596 and an interfund transfer from the Parking Debt Service Fund of \$257,392. Total General Fund expenditures are \$16,317,988.

In the Parking Debt Service Fund, total revenues are \$250,000 and total expenditures are \$257,392.

There will be no change in property tax rates, fines or fees. The tax rates for real and personal property tax will be set at 33.5 and 83.8 cents per \$100 of assessed valuation, respectively.

The total 5-year Capital Improvement Program is \$48,679,358.

By adoption of this Ordinance, the FY2016 Pavement Management Plan and Pay Plan are hereby adopted. Also, by adoption of this Ordinance, the City includes its employees in the Reformed Contributory Pension Plan of the Maryland State Retirement and Pension System (MSRP) and authorizes payment of retirement benefits into the said pension system, on the terms and conditions set forth in State law.

The budget ordinance will be effective July 1, 2015.

ORDINANCE 15-O-03

**AN ORDINANCE OF THE MAYOR AND COUNCIL OF THE CITY OF
COLLEGE PARK, MARYLAND TO ADOPT THE FISCAL YEAR 2016
OPERATING AND CAPITAL BUDGET OF THE CITY OF COLLEGE PARK,
MARYLAND**

BE IT ORDAINED, by the Mayor and Council of the City of College Park, Maryland, that the following sums and amounts are hereby appropriated for the fiscal year beginning July 1, 2015 and ending June 30, 2016, the said revenues being used to defray expenses and operations of the City of College Park, Maryland in accordance with the following schedule:

General Fund

Revenues

Taxes	
Real Property Taxes	\$ 6,929,876
Personal Property Taxes	851,500
Income Taxes	1,600,000
Other Local Taxes	650,000
State Shared Taxes	419,266
County Shared Taxes	450,000
Licenses & Permits	
Business Licenses	43,000
Other Licenses & Permits	835,935
Utility Franchise Fees	315,000
Intergovernmental	
Federal Grants	0
State Grants	217,055
County Grants	44,717
Charges for Services	
General Government Charges	7,200
Highways & Streets	587,100
Sanitation & Waste Removal	392,778
Health Charges	12,000
Fines & Fees	
Fines	2,510,600
Miscellaneous Revenues	
Investment Earnings	93,019
Property & Equipment Rental	99,850
Sale of Fixed Assets	0
Other Revenues	<u>1,700</u>
<i>Total Operating Revenues</i>	\$ 16,060,596

Non-Revenue Receipts

Interfund Transfer from Parking Debt Service Fund	257,392
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Use of Unassigned Reserve	<u>0</u>
<i>Total Revenues</i>	<u>\$ 16,317,988</u>

Expenditures

General Government	\$ 3,305,207
Public Services	4,019,776
Planning, Community & Economic Development	664,463
Youth, Family & Senior Services	1,114,881
Public Works	5,215,750
Contingency	10,000
Debt Service	557,411
Interfund Transfer to Capital Projects Fund	<u>1,430,500</u>
<i>Total Expenditures</i>	<u>\$ 16,317,988</u>

Parking Debt Service Fund

Revenues

Highways & Streets	
Parking Meter Revenue	\$ 205,000
Fines	
Parking Fines Revenue	<u>45,000</u>
<i>Total Revenues</i>	<u>\$ 250,000</u>

Expenditures

Interfund Transfer to General Fund	<u>\$ 257,392</u>
<i>Total Expenditures</i>	<u>\$ 257,392</u>

BE IT FURTHER ORDAINED that:

1. The tax levy be, and the same is hereby set at thirty-three and 5/10 cents (\$0.335) per one hundred dollars (\$100.00) of full value assessment on all taxable real property located within the corporate limits of the City of College Park, Maryland;
2. The tax levy be, and the same is hereby set at eighty-three and 8/10 cents (\$0.838) per one hundred dollars (\$100.00) of full value assessment on all taxable personal property located within the corporate limits of the City of College Park, Maryland;
3. In addition to the projected General Fund operating revenue of \$16,060,596, the sum of \$257,392 is transferred from the Parking Debt Service Fund and the sum of \$0 is appropriated from prior years' unassigned fund balance;

4. The net speed enforcement camera revenues, after recovery of the costs of implementing and administering the program, are allocated solely for public safety purposes, including pedestrian safety programs;
5. The above listing of revenues and expenditures represents a summary of the detailed material contained in a document entitled "City Manager's Requested Operating and Capital Budget for Fiscal Year 2016", with amendments; said document and any amendments thereto are incorporated herein by this reference;
6. By adoption of this Ordinance, the FY2016 Pavement Management Plan and the FY2016 Pay Plan (including Job Class Table and Pay Table) contained in the FY2016 requested operating budget with amendments, if any, are hereby adopted by this reference;
7. By adoption of this Ordinance, the City includes its employees in the Reformed Contributory Pension Plan of the Maryland State Retirement and Pension System (MSRP) and authorizes payment of retirement benefits into the said pension system, on the terms and conditions set forth in State law;
8. The Unrestricted Capital Projects Fund and Restricted Capital Projects Fund reserve accounts shall be re-appropriated as required in order to fund the projects included in the Capital Improvement Plan as adopted by this Ordinance;
9. The Capital Budget and the Five Year Capital Improvement Plan for Fiscal Year 2016 in the amount of \$48,679,358, as listed and described in the capital projects fund section of the "City Manager's Requested Operating and Capital Budget for Fiscal Year 2016" with amendments is hereby adopted;
10. The Parking Debt Service Fund is hereby budgeted for fiscal year 2016. This fund was established in fiscal year 2008 to receive 50% of the additional parking meter revenue generated from the FY2008 increase in parking meter rates. Beginning in FY2011, this fund also receives the \$2.50 increase in parking tickets for expired meter and overtime parking. The revenues retained in the Parking Debt Service Fund will be used to offset debt service costs on the parking garage debt;
11. Personal property tax accounts delinquent for a period of ninety (90) days shall be assessed a \$100.00 late payment penalty;
12. Should any section of this Ordinance be determined to be invalid, such invalidity shall not affect any other sections; and
13. This Ordinance shall become effective at the expiration of twenty (20) calendar days following its adoption or July 1, 2015, whichever is later.

AND BE IT FURTHER ORDAINED by the Mayor and Council of the City of College Park, Maryland that, upon introduction of this Ordinance, the City Clerk shall distribute a copy of same to each council member and shall publish a fair summary of this Ordinance in a newspaper

having general circulation in the City, together with a notice setting out the time and place for a public hearing hereon and for its consideration by the City Council.

A public hearing was held on this budget Ordinance at 7:00 p.m. on the 12th day of May, 2015 in the Council Chambers, City Hall, 4500 Knox Road, College Park, Maryland. The public hearing followed the date the “City Manager’s Requested Operating and Capital Budget for Fiscal Year 2016” was available for inspection by the public by at least two (2) weeks, and was held in connection with a regular Council meeting. All persons interested had an opportunity to be heard. After the public hearing, the Council may adopt the proposed budget Ordinance, with or without amendment, without the need for further advertising or public hearings.

Introduced on the 28th day of April, 2015

Adopted on the _____ day of May, 2015

Effective on the 1st day of July, 2015

Andrew M. Fellows, Mayor

ATTEST:

Janeen S. Miller, CMC, City Clerk

APPROVED AS TO FORM:

Suellen M. Ferguson, City Attorney

15-G-61

MOTION:

I move that the City Council approve a Property Use Agreement (PUA), and take the position to not oppose a liquor license application made to the Board of License Commissioners (BOLC) by Steven Thornton, Authorized Person, and Charles Burton Heiss, Authorized Person, for a Class B (BLX), Beer, Wine and Liquor License for the use of Nando's of College Park, LLC, t/a Nando's Peri Peri, 7400 Baltimore Avenue, College Park, 20740; and further, that the City Manager be authorized to sign the PUA in a form substantially as attached, and that City Staff be authorized to testify to the Council's position at the BOLC hearing on June 23, 2015.

DISCUSSION

The applicant has applied for a Class B (BLX), Beer, Wine and Liquor License. The City Council met with the applicant and with the applicant's attorney at last week's work session. A Property Use Agreement (PUA) was discussed and the terms agreed with the applicant. A final draft has been prepared and is attached.

During discussion, an alcohol-to-food ratio of 30/70% was accepted by the applicant. The applicant anticipates selling significantly less alcoholic beverages than 30%.

Based upon the proposed business plan no entertainment is anticipated. The applicant must obtain a Special Entertainment Permit, or an exemption from that permit, if entertainment is planned in the future. Before seeking the permit, the applicant has agreed that it will first present its plans for entertainment as well as for any security to the City. The BOLC will determine the security that will be required if an entertainment license is necessary.

Under the terms of the Agreement, all alcoholic beverage sales are made from a central counter area, not at each individual table. The applicant will require an ID for each person purchasing or consuming alcoholic beverages.

Attachment: Final Draft PUA

PROPERTY USE AGREEMENT

THIS PROPERTY USE AGREEMENT (the "Agreement") is made as of the _____ day of _____, 2015, by and between NANDO'S OF COLLEGE PARK, LLC, T/A NANDO'S PERI PERI, and Steven Thornton, and Charles Burton Heiss, Authorized Persons, (collectively "Licensee"); and the CITY OF COLLEGE PARK, a Maryland municipal corporation (the "City").

WITNESSETH

WHEREAS, MARKPETERJOHN LLC is the owner of the real property located at 7400 Baltimore Avenue, College Park, Maryland 20740 (the "Property"); and

WHEREAS, Licensee is a tenant at the Property; and

WHEREAS, the Property is located within the corporate limits of the City of College Park, Maryland; and

WHEREAS, Licensee has applied to the Board of Liquor License Commissioners of Prince George's County, for a Class B (BLX), Beer, Wine and Liquor License ("License") for the Property, which will be operated as Nando's Peri Peri; and

WHEREAS, the Licensee has requested the support of the City for the issuance of the License for the Property; and

WHEREAS, in consideration of the covenants contained in this Agreement, the City will voice no objection to the Licensee's application and

hearing for issuance of the License to the Property, subject to the terms, conditions and restrictions contained herein.

NOW THEREFORE, in consideration of the foregoing, the mutual promises contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Repair and Maintenance of the Property. Licensee shall, from and after the date hereof, continue to keep the Property under its control in good order and repair, and free of debris and graffiti.

2. Restrictions. Except with the express written consent of the City, which consent may be withheld in the City's sole and absolute discretion, during the period that Licensee is using or has any interest in the Property, and is using the License, the use of the Property shall be restricted to the operation of Nando's Peri Peri ("Restaurant") or another substantially similar casual dining restaurant, which receives not more than thirty percent (30%) of its average daily receipts over any three consecutive monthly periods from the sale of alcoholic beverages, and which complies strictly with the restrictions and requirements of the State of Maryland/Prince George's County Class B License. The calculation of the percentage of alcoholic beverages sold shall include the full cost of any such beverage, and not just the alcohol contained in the beverage. Licensee will provide the City, by January 25 of each year, with summaries of each month's receipts for the sales of alcoholic beverages and food for the preceding calendar year, and, at any time, such information in such form as the City may reasonably require to permit the verification of sales required in this paragraph 2 of this Agreement. Such

information need not be prepared by an accountant or auditor, but must be accompanied by a general affidavit signed by the Licensees affirming the accuracy of the information provided. Licensees may be required by the City to provide information to permit verification of the sales ratios required in this paragraph, including daily register receipts and the identity of, and invoices from, its alcohol and food suppliers. Any such information provided by Licensee that is claimed to be confidential shall be so marked by Licensee and the City will treat such record as confidential as allowed by law.

3. Use of Property. Except as otherwise set forth herein, those uses of the Property permitted by the applicable zoning for the Property shall be permitted uses for the purposes of this Agreement. In addition, the Property shall be subject to all of the restrictions imposed by the applicable zoning of the Property.

4. Noises and Nuisances. Licensee shall not permit any nuisance to be maintained, allowed or permitted on any part of the Property, and no use of the Property shall be made or permitted which may be noxious or detrimental to health or which may become an annoyance or nuisance to persons or businesses on surrounding property.

5. Operations. Licensee shall maintain and operate the Restaurant in a manner that all seats are available for dining, no area is designated solely for the consumption of alcoholic beverages, and no sales of alcoholic beverages for off-sale consumption shall be allowed, except for partially consumed bottles of wine purchased at the Restaurant and allowed off premises

pursuant to Maryland law. Current expectations are that alcoholic beverages will not be sold or served prior to 11:00 a.m. or after 10:00 p.m., Monday through Thursday and Sunday, or prior to 11:00 a.m. or after 11:00 p.m. on Friday and Saturday, provided, however, that Licensee may at its discretion serve alcoholic beverages during those hours authorized by the License. Food from a regular menu must be served at all times that the premises are open for business. At all times, at least 80% of the items listed on the regular menu shall be available for customers to order. The proposed menu provided by Licensee is attached as Exhibit A. Licensee shall ensure music levels that allow patron conversation in a normal tone of voice, and prohibit disruptive or rowdy behavior that disturbs the peaceful enjoyment of the facility by Licensee's patrons and other persons visiting the facility.

Cover and door charges will not be charged by Licensee. In the event that Licensee seeks to charge a cover or door charge or to provide entertainment, Licensee will obtain all required licenses and request a modification of this Agreement with the City. Alcoholic beverages shall be served only to diners sitting at tables or counters inside the restaurant facility, and patrons standing waiting for a table. The parties recognize that, during private parties, not all patrons may be seated, but that food will be served. The minimum price for alcoholic beverages, including 16 oz. beers, shall be \$2.00. Licensee may not sell beer in pitchers. Licensee will maintain all dining areas, including tables and chairs, inside the facility. Licensee shall ensure that the interior of the restaurant, including service areas, remain clean and graffiti free. The interior and exterior of the Property shall

be rodent free. Licensee shall not allow grease, dirt, trash or graffiti to accumulate on any portion of the exterior of the Property that Licensee controls. Licensee agrees to fully comply with all applicable laws, including without limitation Subtitle 12, "Health", of the Prince George's County Code, and the Code of the City of College Park. Licensee shall not engage in window advertising of the sale of beer, wine, or liquor nor off-premises leafleting of cars or on public right of way promoting the sale of beer, wine or liquor. All off-premises advertising of specials, happy hours or reduced prices for beer, wine or liquor shall be limited to promotions coupling the sale or service of food with the sale of alcoholic beverages. Sales of alcoholic beverages will be made through counter service, and customer identification will be required for every drink ordered and glass provided, whether as part of an initial or subsequent alcohol purchase. Licensee shall use a scanner system designed to recognize false identification prior to making alcoholic beverage sales. The scanner shall be used for all persons seeking to consume alcoholic beverages. Licensee will not accept State of Maryland vertical type licenses as proof of age.

Licensee shall not rent the facilities to individuals or businesses involved in promoting or making a business or profit from producing musical, band or disc jockey events. Licensee shall not provide tables, such as a beer pong table, whose purpose is for use in drinking games. Licensee shall not sponsor or support drinking games within the Property.

6. Enforcement. The City shall have the right to enforce, by any proceeding at law or in equity, including injunction, all restrictions, terms,

conditions, covenants and agreements imposed upon the Property and/or Licensee pursuant to the provisions of this Agreement. The parties agree that if Licensee should breach the terms of the Agreement, the City would not have an adequate remedy at law and would be entitled to bring an action in equity for specific performance of the terms of this Agreement. In the event of a violation of paragraph 2 of this Agreement, Licensee shall have sixty (60) days from the date of notification of the violation to adjust his operations and achieve compliance, as measured during the sixty (60) day period, with the requirements of paragraph 2 of this Agreement. In the event the City is required to enforce this Agreement and Licensee is determined to have violated any provision of this Agreement, Licensee will reimburse the City for all costs of the proceeding including reasonable attorney's fees. Should Licensee prevail in any action brought by the City to enforce a provision of this Agreement, the City shall reimburse Licensee for all costs of the proceeding including reasonable attorney's fees.

7. Waiver. Neither any failure nor any delay on the part of the City in exercising any right, power or remedy hereunder or under applicable law shall operate as a waiver thereof nor shall a single or partial exercise thereof preclude any other or further exercise thereof or the exercise of any other right, power or remedy.

8. Assignment of License. In consideration for the City voicing no objection to Licensee's application for the new License, Licensee agrees that it shall not sell, transfer, or otherwise assign its rights under the License to any entity

or individual for use or operation within the City without the express prior written consent of the City, which consent will not be unreasonably withheld.

9. Assignment. This Agreement shall be binding upon, and shall inure to the benefit of, the respective affiliates, transferees, successors and assigns of the parties hereto.

10. Scope and Duration of Restrictions. The restrictions, conditions and covenants imposed by this Agreement shall be valid only so long as Licensee maintains a License at the Restaurant, or some other substantially similar casual dining restaurant.

11. Security. Pursuant to Article 2B, §6-201(r)(19), Licensee may be required to obtain a License for special entertainment or to obtain an exemption. Prior to seeking a License for special entertainment or an exemption, Licensee agrees that it shall first present to the City its plans for entertainment as well as for any required security. For any activities authorized by such a license or exemption, the Licensee shall have and maintain a Security Plan to prevent the Property and any such activities from posing a threat to the peace and safety of the surrounding area. The Security Plan shall, at minimum, comply with the requirements of the Board of License Commissioners. Any required Security Plan for the Licensee is subject to review and revision annually or upon request by Prince George's County Police, the University of Maryland Police or the City of College Park.

a. Licensee shall diligently enforce ID policies through trained and certified managers and employees. Licensee agrees to take all necessary measures to

ensure that under age persons do not obtain alcoholic beverages.

b. All counter personnel involved in the sale of alcohol and all managers shall be trained in a State approved alcohol awareness program before serving alcohol.

c. All serving, bar, security and management employees will be 18 years or older.

12. Notices. All notices given hereunder shall be in writing and shall be deemed to have been given when hand delivered against receipt of three (3) days after deposit with the United States Postal Service, as registered or certified mail, return receipt requested, postage prepaid, addressed:

(i) If to Licensee:
Shawn Baxter
Nando's Restaurant Group, Inc.
819 7th Street NW
Washington, D.C. 20001

with a copy to:

Leanne M. Schrecengost, Esq.
Royston, Mueller, McLean & Reid, LLP
102 W. Pennsylvania Avenue, Suite 600
Towson, Maryland 21204

(ii) If to the City:

Joseph L. Nagro
City Manager
City of College Park
4500 Knox Road
College Park, Maryland 20740

with copy to:

Suellen M. Ferguson, Esquire
Council, Baradel, Kosmerl & Nolan P.A.
125 West Street, 4th Floor

P.O. Box 2289
Annapolis, MD 21404

13. Amendments. This Agreement may not be amended or modified except in writing executed by all parties hereto, and no waiver of any provision or consent hereunder shall be effective unless executed in writing by the waiving or consenting party.

14. Severability. The provisions of this Agreement shall be deemed severable, so that if any provision hereof is declared invalid, all other provisions of this Agreement shall continue in full force and effect.

15. Governing Law. This Agreement shall be construed in accordance with and governed by the laws of the State of Maryland.

16. Counterparts. This Agreement may be executed in any number of counterparts each of which shall constitute an original and all of which together shall constitute one agreement.

17. Headlines. The headings or titles herein are for convenience of reference only and shall not affect the meaning or interpretation of the contents of this Agreement.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals on the day and year first above written.

WITNESS/ATTEST

NANDO'S OF COLLEGE PARK, LLC

Signature

Name: _____

Title: _____

Steven Thornton, Authorized Person

Charles Burton Heiss, Authorized Person

WITNESS/ATTEST

CITY OF COLLEGE PARK

Janeen S. Miller, CMC, City Clerk

By: _____
Joseph L. Nagro, City Manager

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

By: _____
Suellen M. Ferguson, City Attorney

Beer

House Beers		
Sagres Beer (Portugal)	5.25	
Superbock (Portugal)	5.25	
Craft Beers		
21st Amendment Brew Free or Die IPA (CA)	5.25	
Oskar Blues Dale's Pale Ale (CO)	5.25	
Fat Tire Amber Ale (CO)	5.45	
Brooklyn Lager (NY)	5.25	
Allagash White (ME)	5.75	
Heavy Seas - Loose Cannon Hop Ale (MD)	5.25	
On Tap - in selected restaurants		
Dogfish Head 60 minute IPA (DE)	5.45	
New Belgium Brewing Seasonal (CO)	5.50	
Blue Moon Belgian White Ale (CO)	5.25	

Sangria

Fresh and fruity Mediterranean specialty.

GLASS	PITCHER
5.75	15.95

Wine

Good	GLASS (5oz/8oz)	BOTTLE (750ml)
Cara Viva (White/Red/Rose)	5.25 / 6.25	16.95
Crisp and brimming with fresh flavors. (Portugal)		

Better

Gatao Vinho Verde (White)	5.55 / 6.45	17.95
Fun, young and fruity for a hot summer's day (Portugal)		
Indaba Chenin Blanc (White)	6.25 / 7.25	21.95
Crisp, with tropical fruit, citrus and melon. (S. Africa)		
Alandra (Red)	5.55 / 6.45	17.95
Fresh fruit flavors. Lighter on the palate. (Portugal)		
Borges Lello (Red)	5.75 / 7.25	19.95
One to savor - hints of spice, lots of body (Portugal)		
Indaba Merlot (Red)	6.25 / 7.25	21.95
Cherry, plum, chocolate and smoky spices. (S. Africa)		

Best

Robertson Chardonnay (White)	6.55 / 7.55	22.95
A balanced fruity flavor with a gentle oak finish. (S. Africa)		
Mulderbosch Sauvignon Blanc (White)	7.95 / 9.75	34.95
One of the Cape's most heralded and sought-after wines, 90+ scores vintage after vintage. (S. Africa)		
Robertson Cabernet Sauvignon (Red)	6.55 / 7.55	22.95
Fruity with a smooth Cape-style friendliness. (S. Africa)		
Zonnebloem Shiraz (Red)	7.50 / 8.95	29.95
A full-bodied wine with great depth. (S. Africa)		

Feast your eyes...

At Nando's PERI-PERI, home is where the art is - more than 4,000 pieces of South African art are on display in all of our restaurants.

Menu cover by

Audrey Anderson

Bottomless Soft Drinks

Ice Tea	2.25
Freshly brewed Honest Iced Tea.	2.25
Saratoga Sparkling or Still Water (12oz)	2.45
America's finest spring water since 1872.	

What about Dessert?

Have your cake... and eat it! 6.25

Chocolate Spoon Cake	Raspberry Cheesecake
Silky chocolate filling between layers of moist, dark chocolate cake.	Raspberry sauce swirling through a creamy cheesecake. Lightly caramelized on top.
Four High Carrot Cake	Dulce de Leche Cheesecake
Rich golden layers with walnuts, pineapple, raisins and cream cheese icing.	Dulce caramel, white chocolate cheesecake with marbling on top.

Cupcake 3.25	Frozen Yogurt 2.95
Good things come in small packages!	Bottomless - refill as often as you want!
Chocolate / Red Velvet / Peanut Butter	Ask for today's flavor.

Naughty Natas 2.25
Tempting and traditional Portuguese custard tart. Naughty but nice.

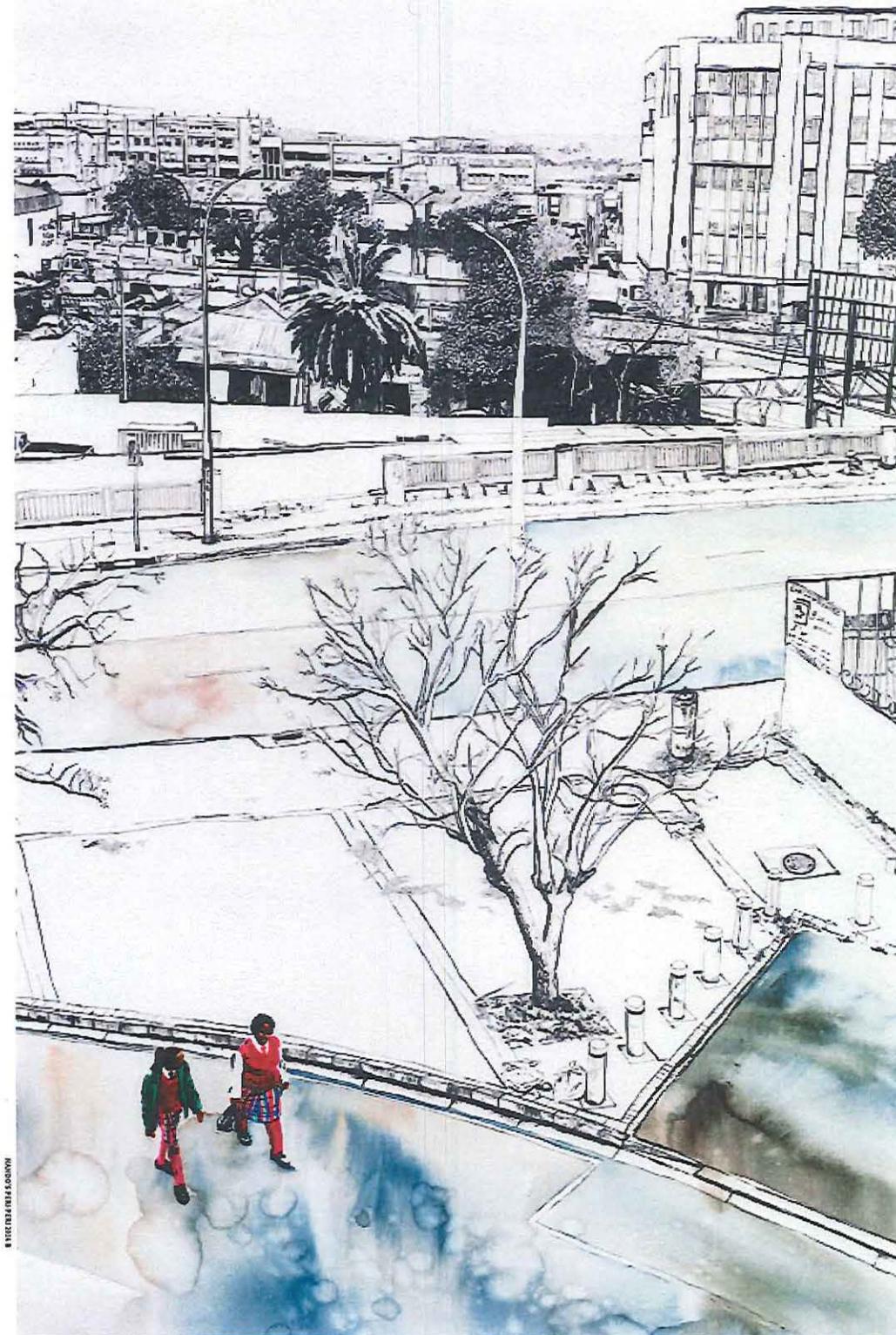
Nandinós (Under 10 years old) 5.25

Marinated lightly in PERI-PERI and basted with sweet and tangy sauce.
Grilled Drumstick and Thigh
Nandino Chicken Breast Sandwich
3 Chicken Wings
Grilled Chicken Breast Strips
Grilled Cheese
Meal includes a side of fries, coleslaw, corn on the cob, garlic bread or sliced apple - and bottomless frozen yogurt.
Kid's soda, apple juice or milk 1.50



Please be aware that as we sell milk and nuts, there may be traces of milk and/or nuts in all our products. We take great care to remove the bones from our chicken breasts and the stones from our olives but there is a tiny chance of finding one.

© NANDO'S PERI-PERI



Snacks & Shareables

Prepare your taste buds for the main event with some mouthwatering nibbles.

Hummus with PERI-PERI Drizzle Tangy PERI-PERI-infused oil poured over creamy hummus. Dig in with toasted pita.	5.95
PERI-PERI Nuts Try our spicy nuts! A crunchy selection of spice-roasted almonds, cashews and macadamias.	3.95
Garlic Sticks Baked Portuguese roll smothered in garlic and herb butter.	4.55
6 PERI-PERI Wings ✂ One of our star treats. Marinated for 24 hours and flame-grilled to order.	5.95
Spicy Mixed Olives Green and black olives perked up with garlic, peppers and chilli. (May contain the occasional olive pit)	3.95

How to get your Nando's PERI-PERI...

- 1 Choose your food and decide how spicy you want it.

Extra Hot

Like tackling a ferociously fiery dragon in a furnace.

Hot

Highly combustible - proceed with caution.

Medium

Hits the spot without scalding your tonsils.

Lemon & Herb or Mango & Lime

A mere hint of heat, but a tidal wave of flavor.

Plain...ish

Marinated in PERI-PERI, but grilled with no added spice. As mild as we go.



- 2 Go to the counter to order (remember your table number) and pay.

- 3 Grab the sauces and dressings you fancy and any cutlery you need. (Eating with your fingers is heartily encouraged!) We will take it from there.

PERI-PERI Chicken

What we're famous for -
fresh chicken marinated for 24 hours in PERI-PERI and flame-grilled to order.

	+1 REG SIDE	+2 REG SIDES	+1 REG SIDE	+2 REG SIDES
Flame-Grilled Chicken Breast Butterflied whole chicken breast in crispy skin. No bones about it!	11.45	13.45	12.45	14.45
1/4 Chicken - Breast The succulent and saucy bits.	7.75	9.75	7.25	9.25
1/4 Chicken - Leg For a little dark 'n' delicious.	7.25	9.25	12.95	14.95
Two 1/4 Legs new Double your favorite cut.	11.45	13.45		
1/2 Chicken The best cut of our signature chicken.			12.45	14.45
Chicken Livers Rich, tasty livers that melt in your mouth.			7.25	9.25
Whole Chicken Cut in 1/4s and ready for a feast!			18.95	
12 PERI-PERI Wings ✂ One of our sauciest treats - tender and spicy.			12.95	14.95

Try Something **new**

Go on, surprise yourself, with something refreshingly different!

Nandocas' Choice A whole marinated PERI-PERI chicken breast, on a 24-hour marinated, topped with a house-made dressing and served with fries. Goodness, goodness!	11.75
Chicken and Baby Kale Salad Baby kale, an added PERI-PERI chicken and crisp chicken strips, topped with green olives and chicken tomatoes. Tossed our creamy yogurt dressing.	9.95

Sharing Platters

Bundles of our legendary PERI-PERI Chicken - plenty for friends to share.

Full Platter Your choice of 2 large sides Perfect for 2-3 People.	26.45	Wing Platter ✂ 24 flame-grilled PERI-PERI wings + Your Choice of 2 large sides Perfect for 2-3 People.	28.45
Jumbo Platter 2 Whole Chickens + 2 extra-large sides Perfect for 4-6 People.	51.45		

Sandwiches, Wraps, Pitas

Your favorite filling in a Portuguese Roll, a Toasted Pita or a whole wheat Wrap - and a bit of fresh Salad.

	+1 REG SIDE	+2 REG SIDES
PERI-PERI Chicken		
Chicken Breast Wrap Served with fresh green leaf lettuce, peppery sweet chilli jam and tangy yogurt sauce.	8.85	10.85
Chicken Breast Sandwich ✂ Served on a toasted Portuguese roll with arugula, tomato, pickled red onions and PERI-PERI mayo.	8.85	10.85
Chicken Caesar Wrap Served in a toasted wrap or pita, our spicy chicken mixed in a Caesar salad with sun dried tomatoes.	9.75	11.75
Chicken Breast Pita Served toasted with a mix of crispy vegetables and mayonnaise with a hint of fresh cilantro.	8.65	10.65

Beefy Gatecrasher!

	+1 REG SIDE	+2 REG SIDES
Rib-eye Steak Sandwich ✂ On a toasted Portuguese roll with roasted red peppers, arugula, pickled red onions and PERI-PERI mayo.	13.75	15.75

Veg PERidise

	+1 REG SIDE	+2 REG SIDES
Portobello Mushroom and Halloumi Wrap Roasted and served in a whole wheat wrap with our chilli jam. Also available on a Portuguese roll or toasted pita.	9.55	11.55
Veggie Burger Served with fresh green leaf lettuce, peppery sweet chilli jam and tangy yogurt sauce.	9.25	11.25
Roasted Veggie Wrap new Roasted eggplant and red peppers, PERI-drizzled couscous salad, hummus, pickled onions and crumbled goat cheese in a whole wheat wrap.	9.45	11.45

Try any of these on your sandwich, pita or wrap!

Roasted Portobello Mushroom	2.25
Grilled Halloumi Cheese	2.25
Grilled Pineapple Slice	.75
Cheddar Cheese	.75



Add a bottle of PERI-PERI sauce for 4.95

Entrée Salads

Mediterranean Salad Mixed salad leaves with peppers, tomatoes, cucumber, feta cheese and olives. Tossed in a creamy dressing.	7.25
Chicken Caesar Salad ✂ PERI-PERI chicken with romaine lettuce, Parmesan, sun-dried tomatoes, Caesar dressing and house-made croutons.	9.25
Nutty Date Chicken Salad new Shredded PERI-PERI chicken salad with dates and toasted almonds. Served with pickled onions, goat cheese and greens in a honey vinaigrette.	9.95
Butternut Squash and Couscous Salad Butternut and red onion with olives, grilled corn, chilli and couscous served on a bed of leaves tossed with a herb dressing.	8.25
Country Salad ✂ PERI-PERI chicken with roasted red pepper, grilled corn, chickpeas, croutons and Halloumi cheese over mixed greens. Tossed in a herb dressing.	10.25

Add PERI-PERI chicken breast for 2.95

Don't take a side,
take two!

Regular Sides

2.75

PERI Chips (aka Fries) + PERI-naise (PERI-PERI Mayo) .75	
Flame-Grilled Corn on the Cob (Seasonally available)	
Garlic Bread	
Portuguese Rice	
Coleslaw	
Red Skin Mashed Potato	
Macho Peas Rugged pea mash with whole peas, parsley, mint and chilli.	
Fino Sides House-made deluxe sides	add 1.00
Mixed Green Side Salad	
Caesar Side Salad	

Butternut Squash and Corn (Seasonally available) With red onion, dried cranberries, fresh cilantro and chilli.	
Cucumber and Poppy Seed Salad new Sliced cucumbers tossed with a tangy poppy seed dressing and pickled red onions	

✂ = New Recipe = Vegetarian

*Served raw or undercooked. Consuming raw or undercooked meats may increase your risk of foodborne illness.

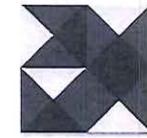


SEATING	
TOTAL SEATS	101
1st Floor AREA	= 3,289 SF
Kitchen AREA	= 1104 SF

Concept for communal table - suspended from above with blackend steel frame. Table top to be made of reclaimed coasters.



Inspiration for L-shaped banquette with exposed distressed wood frame and burlap backing. Seat and back to be upholstered using leather scraps in a "patching" pattern.



Tile in central dining area to form "area rug"



Concept for rectangular 6-top table at entry seating area



Concept for upholstery style at back banquette



Mismatched leather and fabric sofa upholsteries at window pullman booths



Table top and base for 6-top round table in storefront



Medium grey concrete floor with uneven grinding to expose aggregate

BALTIMORE AVE

ALLEY

KNOX ROAD

Rendered Floor Finish Plan
Scale: 1/8"=1'-0"
January 7, 2015



15-R-04

Motion for Councilmember Mitchell
Resolution Regarding Tax-Exempt Parking Garage
Refunding Bond of 2015

15-R-04

Motion:

I move to adopt Resolution 15-R-04, A Resolution Of The Mayor And Council Of City Of College Park Providing For The Issuance And Sale By City Of College Park (The "City"), Upon Its Full Faith And Credit, Of A General Obligation Installment Bond In The Aggregate Principal Amount Of Seven Million Seventy-Five Thousand Dollars (\$7,075,000.00), The Proceeds Of The Sale Thereof To Be Used And Applied For The Public Purpose Of Providing The Funds Needed To Prepay The Outstanding Principal Amount Of The City's Tax-Exempt Parking Garage Bond Of 2011 And, Together With The Use Of Other Non-Borrowed Funds, To Thereby Effect A Current Refunding Of Such 2011 Bond, As More Particularly Described Herein; Prescribing The Terms Of The Refunding Bond, The Form And Tenor Of The Refunding Bond, And The Terms And Conditions For The Issuance And Sale Of The Refunding Bond At A Private Sale, Without Soliciting Bids, To STI Institutional & Government, Inc., And Authorizing Certain Officials Of The City To Make Certain Final Determinations In Connection With Issuance Of The Refunding Bond; Providing For The Disbursement And Application Of The Proceeds Of The Refunding Bond; Providing For The Levy And Collection Of Ad Valorem Taxes Sufficient For, And Pledging The Full Faith And Credit And Unlimited Taxing Power Of The City To, The Prompt Payment Of Principal And Interest On The Refunding Bond; Providing That The Principal Of And Interest On The Refunding Bond Also May Be Paid From Any Other Sources Of Revenue Lawfully Available To The City For Such Purpose; Making Or Providing For Certain Representations And Covenants Relating To The Tax-Exempt Status Of The Refunding Bond; Providing For Certain Actions To Be Taken And Determinations Made In Connection With A Reissuance Of The Refunding Bond As Described Herein; Providing That The Provisions Of This Resolution Shall Be Liberally Construed In Order To Effectuate The Transactions Contemplated Hereby; And Generally Relating To The Issuance, Sale, Delivery And Payment Of And For The Refunding Bond

Additional comments:

This resolution authorizes the refunding of the Tax-Exempt Parking Garage Bond of 2011 with the Tax-Exempt Parking Garage Refunding Bond of 2015 in order to lower the bond interest rate by approximately 26% over the remaining 16-year life of the bond. The new bond of \$7,075,000 is in the same principal amount as the current balance of the old bond. The City's financial advisor and bond counsel have participated in negotiations with SunTrust Bank in order to secure this refinancing on favorable financial terms for the City. Debt service savings over the life of the bond total \$676,438.

By adoption of this resolution, the Mayor, City Manager, City Clerk, Director of Finance and Deputy Director of Finance are authorized to execute the Refunding Bond and related documents on behalf of the City in connection with the closing of this bond, scheduled for June 16, 2015.

RESOLUTION
REGARDING TAX-EXEMPT PARKING GARAGE REFUNDING BOND OF 2015

A RESOLUTION OF THE MAYOR AND COUNCIL OF CITY OF COLLEGE PARK PROVIDING FOR THE ISSUANCE AND SALE BY CITY OF COLLEGE PARK (THE "CITY"), UPON ITS FULL FAITH AND CREDIT, OF A GENERAL OBLIGATION INSTALLMENT BOND IN THE AGGREGATE PRINCIPAL AMOUNT OF SEVEN MILLION SEVENTY-FIVE THOUSAND DOLLARS (\$7,075,000.00), THE PROCEEDS OF THE SALE THEREOF TO BE USED AND APPLIED FOR THE PUBLIC PURPOSE OF PROVIDING THE FUNDS NEEDED TO PREPAY THE OUTSTANDING PRINCIPAL AMOUNT OF THE CITY'S TAX-EXEMPT PARKING GARAGE BOND OF 2011 AND, TOGETHER WITH THE USE OF OTHER NON-BORROWED FUNDS, TO THEREBY EFFECT A CURRENT REFUNDING OF SUCH 2011 BOND, AS MORE PARTICULARLY DESCRIBED HEREIN; PRESCRIBING THE TERMS OF THE REFUNDING BOND, THE FORM AND TENOR OF THE REFUNDING BOND, AND THE TERMS AND CONDITIONS FOR THE ISSUANCE AND SALE OF THE REFUNDING BOND AT A PRIVATE SALE, WITHOUT SOLICITING BIDS, TO STI INSTITUTIONAL & GOVERNMENT, INC., AND AUTHORIZING CERTAIN OFFICIALS OF THE CITY TO MAKE CERTAIN FINAL DETERMINATIONS IN CONNECTION WITH ISSUANCE OF THE REFUNDING BOND; PROVIDING FOR THE DISBURSEMENT AND APPLICATION OF THE PROCEEDS OF THE REFUNDING BOND; PROVIDING FOR THE LEVY AND COLLECTION OF AD VALOREM TAXES SUFFICIENT FOR, AND PLEDGING THE FULL FAITH AND CREDIT AND UNLIMITED TAXING POWER OF THE CITY TO, THE PROMPT PAYMENT OF PRINCIPAL AND INTEREST ON THE REFUNDING BOND; PROVIDING THAT THE PRINCIPAL OF AND INTEREST ON THE REFUNDING BOND ALSO MAY BE PAID FROM ANY OTHER SOURCES OF REVENUE LAWFULLY AVAILABLE TO THE CITY FOR SUCH PURPOSE; MAKING OR PROVIDING FOR CERTAIN REPRESENTATIONS AND COVENANTS RELATING TO THE TAX-EXEMPT STATUS OF THE REFUNDING BOND; PROVIDING FOR CERTAIN ACTIONS TO BE TAKEN AND DETERMINATIONS MADE IN CONNECTION WITH A REISSUANCE OF THE REFUNDING BOND AS DESCRIBED HEREIN; PROVIDING THAT THE PROVISIONS OF THIS RESOLUTION SHALL BE LIBERALLY CONSTRUED IN ORDER TO EFFECTUATE THE TRANSACTIONS CONTEMPLATED HEREBY; AND GENERALLY RELATING TO THE ISSUANCE, SALE, DELIVERY AND PAYMENT OF AND FOR THE REFUNDING BOND.

RECITALS

WHEREAS, City of College Park, a municipal corporation of the State of Maryland and a municipality within the meaning of the Enabling Act and the Refunding Act identified below (the "City"), is authorized and empowered by Sections 19-301 to 19-309, inclusive, of the Local Government Article of the Annotated Code of Maryland (previously codified as Sections 31 to 37, inclusive, of Article 23A of the Annotated Code of Maryland), as replaced, supplemented or amended (the "Enabling Act"), and Section C7-4 of the Charter of the City of College Park, as replaced, supplemented or amended (the "Charter"), to borrow money for any proper public

purpose and to evidence such borrowing by the issuance and sale of its general obligation bonds; and

WHEREAS, pursuant to Ordinance 07-O-01, passed pursuant to the authority of the Enabling Act and Section C7-4 of the Charter by the Mayor and Council of the City (the “Mayor and Council”) on March 27, 2007 and effective on April 17, 2007 (the “Ordinance”), the City authorized the issuance and sale from time to time, upon its full faith and credit, of general obligation bonds in one or more series in the aggregate principal amount not to exceed Nine Million Three Hundred Thousand Dollars (\$9,300,000.00) (the “Authorized Bonds”) for the public purpose of financing, reimbursing or refinancing all or any portion of the cost of (i) the acquisition of the properties located at 7306 Yale Avenue and 7308 Yale Avenue in the City (the “Acquired Properties”) and/or (ii) the planning, design, engineering, acquisition, construction, improvement and equipping of an approximately 340-space public parking garage with retail space to be located on the Acquired Properties and on a City-owned lot located on the south side of Knox Road at its intersection with Yale Avenue, together with, in any such case, the acquisition of necessary property rights and equipment, related site and utility improvements (including, without limitation, demolition and grading), related costs of issuance (including, without limitation, the costs of bond insurance or other credit or liquidity enhancement), and, if the Mayor and Council so determine in a subsequent resolution, interest during construction and for a reasonable period (collectively, the “Authorized Project”); and

WHEREAS, pursuant to Section 12 of Article 31 of the Annotated Code of Maryland (now codified as Sections 19-211 to 19-223, inclusive, of the Local Government Article of the Annotated Code of Maryland), as replaced, supplemented and amended (the “Bond Anticipation Note Enabling Act”), and Section 7 of the Ordinance, the Mayor and Council, by resolution, was authorized to issue and sell bond anticipation notes in one or more series in an aggregate principal amount not to exceed Nine Million Three Hundred Thousand Dollars (\$9,300,000.00) prior to and in anticipation of the sale of the Authorized Bonds in order to finance or reimburse costs of the Authorized Project on an interim basis; and

WHEREAS, pursuant to the authority of the Enabling Act, the Bond Anticipation Note Enabling Act, Section C7-4 of the Charter, the Ordinance and the 2008 Resolution, the City issued and delivered to SunTrust Bank on April 23, 2008 its (i) \$8,650,000 City of College Park Tax-Exempt Parking Garage Bond Anticipation Note of 2008, dated April 23, 2008 (the “Tax-Exempt Note”), and its (ii) \$650,000 City of College Park Taxable Parking Garage Bond Anticipation Note of 2008, dated April 23, 2008 (the “Taxable Note” and, together with the Tax-Exempt Note, the “Notes”); and

WHEREAS, as constructed, the aggregate square footage of the parking garage and retail space identified in the definition of the Authorized Project set forth above was approximately 115,735 square feet, the square footage of the retail space contained therein was approximately 5,800 square feet, and the number of parking spaces was approximately 288

(collectively, the “Project”), and the City did not apply proceeds of the Notes to acquire the Acquired Properties or to pay capitalized interest on the Notes; and

WHEREAS, pursuant to the authority of the Enabling Act, Section C7-4 of the Charter and the Ordinance, the City issued and delivered to SunTrust Bank on February 25, 2011 its \$8,150,000 City of College Park Tax-Exempt Parking Garage Bond of 2011 (the “2011 Bond”), the proceeds of which were applied to prepay on February 25, 2011 the outstanding principal amount of the Tax-Exempt Note and a portion of the outstanding principal amount of the Taxable Note; and

WHEREAS, on February 25, 2011, the City used cash on hand (from non-borrowed funds) to (i) pay accrued interest on the Tax-Exempt Note to such date of prepayment, (ii) prepay the remaining principal balance of the Taxable Note on such date of prepayment, (iii) pay accrued interest on the Taxable Note to such date of prepayment, and (iv) pay the closing fee of SunTrust Bank with regard to the 2011 Bond; and

WHEREAS, Section 8 of the Ordinance provides that the City may issue and sell from time to time in one or more series of general obligation refunding bonds in an aggregate principal amount not to exceed \$11,625,000 (the “Authorized Refunding Bonds”) pursuant to the authority of the Enabling Act, Section 24 of Article 31 of the Annotated Code of Maryland (now codified as Section 19-207 of the Local Government Article of the Annotated Code of Maryland), as replaced, supplemented or amended (the “Refunding Act”), and Section C7-4 of the Charter, for the purpose of refunding or advance refunding any of the Bonds (as defined in the Ordinance) authorized by the Ordinance (which include the 2011 Bond), including payment of any prepayment premium and interest accrued or to accrue to the date of prepayment, purchase or maturity of the Refunding Bonds to be refunded, as well as costs and expenses in connection with the issuance of such refunding bonds; and

WHEREAS, the 2011 Bond is subject to prepayment prior to maturity at the option of the City, in whole or in part, on any date, at a prepayment price of the par amount of the 2011 Bond (or portion thereof) to be prepaid, plus accrued interest on the principal amount being prepaid to the date of prepayment, without premium or penalty; and

WHEREAS, as permitted by the Refunding Act and Section C7-4 of the Charter, Section 8 of the Ordinance provides that any Authorized Refunding Bonds issued under authority of such Section shall be sold at private (negotiated) sale, without advertisement or publication or notice of sale (which method of sale is now referred to in the Refunding Act as being made at a private sale, without soliciting bids), unless the Mayor and Council determines otherwise by resolution; and

WHEREAS, at the request of Davenport & Company LLC, the financial advisor to the City, STI Institutional & Government, Inc., an affiliate of SunTrust Bank, has submitted a

proposal for the purchase of a series of the Authorized Refunding Bonds in order to provide all or a portion of the funds needed to effect a current refunding of the 2011 Bond; and

WHEREAS, the City desires to issue one or more Authorized Refunding Bonds at this time in order to provide all or a portion of the funds needed to currently refund the 2011 Bond; and

WHEREAS, the 2011 Bond is currently outstanding in the principal amount of \$7,075,000; and

WHEREAS, the \$7,075,000.00 stated aggregate principal amount of the refunding bond provided for herein shall not cause the City to exceed the debt limits provided for in Charter Sections C4-9 or C7-4.

Section 1. **NOW THEREFORE, BE IT RESOLVED** that:

(a) The Recitals to this Resolution are deemed a substantive part of this Resolution and incorporated by reference herein. Capitalized terms used in the Recitals to this Resolution and not otherwise defined in this Resolution shall have the meanings given to such terms in the Recitals.

(b) References in this Resolution to any official by title shall be deemed to refer (i) to any official authorized under the Charter or other applicable law to act in such titled official's stead during the absence or disability of such titled official, (ii) to any person who has been elected, appointed or designated to fill such position in an acting capacity under the Charter or other applicable law, (iii) to any person who serves in a "Deputy" or "Assistant" capacity as such an official, provided that the applicable responsibilities, rights or duties referred to herein have been delegated to such deputy or assistant in accordance with applicable law or authority, and/or (iv) to the extent an identified official commonly uses another title not provided for in the Charter or the code of ordinances of the City (the "City Code"), the official, however known, who is charged under the Charter, the City Code or other applicable law or authority with the applicable responsibilities, rights or duties referred to herein.

Section 2. **BE IT FURTHER RESOLVED** that pursuant to the authority of the Enabling Act, the Refunding Act, Section C7-4 of the Charter and the Ordinance, the City hereby determines to borrow money and incur indebtedness for the public purpose of providing a portion of the funds needed to currently refund the 2011 Bond, for the public purpose of realizing savings in the total cost of debt service on a direct comparison or present value basis or in order to achieve a debt restructuring that is in the best interests of the City and is consistent with the City's long-term financial plan (the "Refunding Project"). The City will apply proceeds of the Refunding Bond provided for in Section 3 of this Resolution to prepay the outstanding principal amount of 2011 Bond, and the City shall use non-borrowed funds on hand to pay accrued interest on the refunded

2011 Bond and costs of issuance of the Refunding Bond. Proceeds of the Refunding Bond are hereby appropriated and allocated to pay a portion of the costs of the Refunding Project.

Section 3. BE IT FURTHER RESOLVED that to evidence the borrowing and indebtedness authorized in Section 2 of this Resolution, the City, acting pursuant to the authority of the Enabling Act, the Refunding Act, Section C7-4 of the Charter and the Ordinance, shall issue and sell a series of Authorized Refunding Bonds in the form of a single, general obligation installment bond in the aggregate principal amount of Seven Million Seventy-five Thousand Dollars (\$7,075,000.00). The Refunding Bond shall be designated the “City of College Park Tax-Exempt Parking Garage Refunding Bond of 2015” (the “Refunding Bond”).

Section 4. BE IT FURTHER RESOLVED that:

(a) The Refunding Bond shall be dated the date of its delivery and shall be issued in the form of a single, fully-registered bond, without coupons attached. The Refunding Bond shall mature, subject to prior prepayment as provided for in accordance with the provisions of Section 5 of this Resolution, on October 15, 2031. Subject to the succeeding provisions of this subsection (a), principal of the Refunding Bond shall be payable in sixteen (16) annual installments on October 15 of each year, commencing on October 15, 2016 and ending on October 15, 2031, subject to prior prepayment as provided for in accordance with the provisions of Section 5 of this Resolution, as follows:

<u>Date</u>	<u>Principal Installment</u>	<u>Date</u>	<u>Principal Installment</u>
10/15/2016	\$340,000	10/15/2024	\$462,000
10/15/2017	382,000	10/15/2025	475,000
10/15/2018	393,000	10/15/2026	487,000
10/15/2019	403,000	10/15/2027	500,000
10/15/2020	415,000	10/15/2028	514,000
10/15/2021	425,000	10/15/2029	529,000
10/15/2022	438,000	10/15/2030	543,000
10/15/2023	449,000	10/15/2031	320,000

The foregoing principal amortization schedule was prepared by the financial advisor to the City and assumes that the Refunding Bond will be issued and delivered on June 16, 2015 in the principal amount of Seven Million Seventy-five Thousand Dollars (\$7,075,000.00). The City Manager of the City (the “City Manager”), on behalf of the City, in consultation with the Director of Finance of the City (the “Director of Finance”) and the financial advisor to the City, is hereby authorized and empowered to approve changes to the foregoing principal amortization schedule prior to the issuance and delivery of the Refunding Bond in order to (i) correct typographical or calculation errors, (ii) reflect a different date of issuance and delivery of the Refunding Bond, (iii) meet a

requirement of the Purchaser of the Refunding Bond identified in Section 9(a) hereof, or (iv) further the goal of the City to achieve debt service savings upfront in a manner that does not violate the provisions of the Internal Revenue Code of 1986, as amended (the "Code"), and the related U.S. Treasury Regulations (the "Treasury Regulations"), any such revised amortization schedule to be prepared by the financial advisor to the City, be acceptable to the Purchaser and to be reflected in the executed and delivered Refunding Bond, and the City Manager's approval thereof shall be evidenced conclusively by his execution and delivery of the Refunding Bond containing any such revised amortization schedule as provided for in Sections 6 and 8 hereof.

(b) The Refunding Bond shall bear interest from its date of issuance and delivery at the rate of two and seventy-one hundredths percent (2.71%) per annum; provided that, in the event that the Maximum Federal Corporate Tax Rate (as defined in the form of Refunding Bond attached hereto as Exhibit A) is decreased, the interest rate on the Refunding Bond shall be adjusted upwards in order to maintain the same after tax yield for the registered owner of the Refunding Bond, and provided further, that in no such event shall the interest rate on the Refunding Bond be so adjusted upward to a rate three and thirteen-hundredths percent (3.13%) per annum. The interest rate payable on the Refunding Bond shall also be subject to adjustment upwards upon a Determination of Taxability or a Non-BQ Determination, each as defined in the form of Refunding Bond attached hereto as Exhibit A and as provided in such form. The City Manager, on behalf of the City, in consultation with the Director of Finance and bond counsel to the City, is hereby authorized and empowered to make changes to the corresponding provisions of this subsection (b) relating to increases in the interest rate payable on the Refunding Bond in the event of a Maximum Federal Corporate Tax Rate decrease, a Determination of Taxability or a Non-BQ Determination as currently set forth in the form of Refunding Bond attached hereto as Exhibit A in connection with the final execution and delivery of the Refunding Bond in accordance with Sections 6 and 8 hereof, as may be required by the Purchaser of the Refunding Bond in order to clarify or confirm the mechanics by which any such increase in the per annum interest rate payable on the Refunding Bond may occur or to correct the formula by which any such adjustment may occur, provided that, in no event shall any such adjustment upward of the interest rate payable on the Refunding Bond due to a decrease in the Maximum Federal Corporate Tax Rate result in an interest rate exceeding three and thirteen-hundredths percent (3.13%) per annum, the City Manager's approval of any such changes to be evidenced conclusively by his execution and delivery of the Refunding Bond as provided for in Sections 6 and 8 hereof.

(c) Upon a failure of the City to timely pay principal of and interest on the Refunding Bond following at least ten (10) days' notice of such failure from the registered owner of the Refunding Bond, the registered owner of the Refunding Bond, by written notice to the City, shall be entitled to increase the then-current interest rate payable on the Refunding Bond to a per annum rate not more than the greater of (i) the then-current interest rate payable on the Refunding Bond plus three percent (3%) and (ii) the maximum interest rate allowed by applicable law. Notwithstanding the foregoing, the provisions of this subsection (c) are subject

to acceptance by the Purchaser and, to the extent the Purchaser does not accept such provisions, the City Manager, on behalf of the City, in consultation with the Director of Finance, the financial advisor to the City and bond counsel to the City, is hereby authorized to approve changes to such provisions (i) as required by the Purchaser to meet customary Purchaser requirements for borrowings in the nature of the Refunding Bond or (ii) to result in provisions agreed to by the Purchaser that are more favorable to the City (including, without limitation a determination that no such rate increase shall be applicable upon a payment default), any such changes to be reflected in the executed and delivered Refunding Bond, and the City Manager's approval thereof shall be evidenced conclusively by his execution and delivery of the Refunding Bond containing any such changes as provided for in Sections 6 and 8 hereof.

(d) Interest on the Refunding Bond shall be payable on April 15 and October 15 in each year until maturity or prior prepayment in full, commencing on October 15, 2015; provided that, the last installment of interest shall be paid on the date that principal of the Refunding Bond is retired or prepaid in full. The Refunding Bond shall bear interest from the most recent date to which interest has been paid or, if no interest has been paid, from the date of its delivery. Interest shall be computed on a 30/360 basis. For purposes of calculating the interest due on the Refunding Bond, unpaid outstanding principal on any date shall be an amount equal to the original principal amount of the Refunding Bond, less any principal installment paid in accordance with the provisions of Section 4(a) above, and less any principal prepaid in part in accordance with the provisions of Section 5 hereof.

(e) The registered owner of the Refunding Bond shall provide written notice to the Director of Finance of the interest and any principal due on the Refunding Bond on each interest payment date at least fifteen (15) days prior to such interest payment date, or such fewer number of days as is acceptable to the Director of Finance, but failure to deliver such notice shall not affect the amount of, or the City's obligation to pay, principal or interest due on the Refunding Bond. The date and amount of each principal installment payment made by the City on the Refunding Bond shall be noted by the registered owner of the Refunding Bond on its books and records, which notation when made will be presumed correct absent manifest error. The registered owner's failure to make appropriate notation of any such principal installment payment shall not limit or otherwise affect the City's obligations hereunder.

(f) If a principal payment date or interest payment date falls on a Saturday, Sunday or a day on which the City, banks in the State of Maryland and/or banks in the state in which the registered owner of the Refunding Bond is located are not required to be open, payment may be made on the next succeeding day that is not a Saturday, Sunday or a day on which the City, banks in the State of Maryland and/or banks in the state in which the registered owner of the Refunding Bond is located are not required to be open, and no interest shall accrue on the scheduled amount owed for the intervening period. As used in this Resolution, the term "business day" means a day described in this subsection (f).

(g) Principal of and interest on the Refunding Bond shall be payable in lawful money of the United States of America. So long as the registered owner of the Refunding Bond is the Purchaser (or a successor entity thereto), principal of and interest on the Refunding Bond will be payable by federal wire transfer to an account designated by the Purchaser (or a successor entity thereto), unless the Director of Finance and such registered owner agree on a different manner of payment. In the event the Refunding Bond is owned by any registered owner other than the Purchaser (or a successor entity thereto), (i) the principal of the Refunding Bond, at maturity or upon prior prepayment in full, shall be payable by check or draft at the office of the Director of Finance in College Park, Maryland, and (ii) the principal of and interest on the Refunding Bond will be paid by check or draft mailed to the registered owner thereof at the address designated by the registered owner in writing to the Director of Finance, unless in either such case the Director of Finance and the registered owner agree on a different manner of payment. The Director of Finance, on behalf of the City, is hereby authorized and empowered to make the agreements provided for in this Section 4(g).

Section 5. BE IT FURTHER RESOLVED that:

(a) In any circumstance other than as provided in subsection (c) below, upon not less than two (2) business days' prior written notice to the registered owner of the Refunding Bond, the City may prepay the principal amount owing under the Refunding Bond in whole or in part at any time and from time to time, together with interest accrued on the amount prepaid to the prepayment date. Such prepayment notice shall specify the amount of principal to be prepaid. In the event of a prepayment under this subsection (a), the City may be required to pay the registered owner of the Refunding Bond an additional fee (a prepayment charge) determined in the manner provided in subsection (b) below to compensate the registered owner of the Refunding Bond for all losses, costs and expenses incurred in connection with such prepayment.

(b) The fee provided for in subsection (a) above shall be equal to the present value of the difference between (1) the amount that would have been realized by the registered owner of the Refunding Bond on the prepaid amount for the remaining term of the Refunding Bond at the Federal Reserve H. 15 Statistical Release rate for fixed-rate payers in interest rate swaps for a term corresponding to the term of the Refunding Bond, interpolated to the nearest month, if necessary, that was in effect three (3) business days prior to the date of issuance and delivery of the Refunding Bond and (2) the amount that would be realized by the registered owner of the Refunding Bond by reinvesting such prepaid funds for the remaining term of the Refunding Bond at the Federal Reserve H. 15 Statistical Release rate for fixed rate payers in interest rate swaps, interpolated to the nearest month, that was in effect three business days prior to the prepayment date; both discounted at the same interest rate utilized in determining the applicable amount in clause (2) above. Should the present value have no value or a negative value, the City may prepay with no additional fee. Should the Federal Reserve no longer release rates for fixed-rate payers in interest rate swaps, the registered owner of the Refunding Bond may substitute the Federal Reserve H. 15 Statistical Release with another similar index. The registered owner of

the Refunding Bond shall provide the City with a written statement explaining the calculation of the premium due, which statement shall be conclusive and binding in the absence of manifest error. Partial prepayments of principal may be made subject to a prepayment charge based on the same calculation methodology described in this subsection (b). Any partial prepayment shall be applied to installments of principal in inverse order of maturity and shall not postpone the due dates of, or relieve the amounts of, any earlier scheduled principal installment payments due on the Refunding Bond.

(c) In the event the Maximum Federal Corporate Tax Rate is decreased, and the interest rate on the Refunding Bond is correspondingly increased in accordance with Section 4(b) of this Resolution and the Refunding Bond, the Refunding Bond shall be subject to prepayment prior to maturity at the option of the City, in whole or in part, on any date, at a prepayment price of the par amount of the Refunding Bond (or portion thereof) to be prepaid, plus accrued interest on the principal amount being prepaid to the date fixed for prepayment, without premium or penalty. Any principal amount of the Refunding Bond prepaid in part shall be applied to the principal installments payable on the Refunding Bond in inverse order. Notice of optional prepayment shall be given by the City at least fifteen (15) days prior to the date fixed for prepayment (or such fewer number of days as is acceptable to the registered owner of the Refunding Bond) by mailing or otherwise delivering to the registered owner a written notice fixing the prepayment date, indicating the principal amount of the Refunding Bond to be prepaid and, if the Refunding Bond is to be prepaid in part, the future installments against which such partial prepayment shall be applied in inverse order of maturity and shall not postpone the due dates of, or relieve the amounts of, any earlier scheduled principal installment payments due on the Refunding Bond. Notwithstanding the foregoing, the provisions of this subsection (c) are subject to acceptance by the Purchaser and, to the extent the Purchaser does not accept such provisions, the City Manager, on behalf of the City, in consultation with the Director of Finance, the financial advisor to the City and bond counsel to the City, is hereby authorized to approve changes to such provisions (i) as required by the Purchaser to meet customary Purchaser requirements for borrowings in the nature of the Refunding Bond or (ii) to result in provisions agreed to by the Purchaser that are more favorable to the City, any such changes to be reflected in the executed and delivered Refunding Bond, and the City Manager's approval thereof shall be evidenced conclusively by his execution and delivery of the Refunding Bond containing any such changes as provided for in Sections 6 and 8 hereof.

(d) Any notice of prepayment may be conditioned upon receipt by the City of sufficient funds to effect such prepayment by the date fixed for prepayment. Any principal amounts of the Refunding Bond prepaid in accordance with this Section 5 may not be re-borrowed or re-disbursed to the City.

Section 6. **BE IT FURTHER RESOLVED** that the Refunding Bond shall be executed in the name of the City and on its behalf by the City Manager. The corporate seal of the City shall be affixed to the Refunding Bond and attested by the signature of the City Clerk of the City (the

“City Clerk”). In the event any official of the City whose signature appears on the Refunding Bond shall cease to be such official prior to the delivery of the Refunding Bond, or, in the event any such official whose signature appears on the Refunding Bond shall have become such after the date of issue thereof, the Refunding Bond shall nevertheless be a valid and binding obligation of the City in accordance with its terms.

Section 7. **BE IT FURTHER RESOLVED** that the Refunding Bond shall be transferable only upon the books kept for that purpose by the Director of Finance at College Park, Maryland, by the registered owner thereof in person or by the registered owner’s attorney duly authorized in writing, upon surrender thereof, together with (i) a written instrument of transfer in a form satisfactory to the Director of Finance and duly executed by the registered owner or the registered owner’s duly authorized attorney and (ii) a written covenant and agreement substantially in substance as described in Section 9(b) hereof duly executed by the transferee. Upon such transfer there shall be issued in the name of the transferee a new registered Refunding Bond in principal amount equal to the unpaid principal amount of the Refunding Bond surrendered, and with the same maturity date and installment payment dates and amounts (or then-remaining installment payment dates and amounts, as applicable) and bearing interest by the same method.

Section 8. **BE IT FURTHER RESOLVED** that except as provided hereinafter or in a resolution or resolutions of the Mayor and Council adopted prior to the issuance of the Refunding Bond, the Refunding Bond shall be issued substantially in the form attached hereto as Exhibit A and incorporated by reference herein. Appropriate variations and insertions may be made to such form by the City Manager to provide dates, numbers, amounts and other terms (including, without limitation, to insert the date of issuance and delivery of the Refunding Bond, to reflect matters determined in accordance with Sections 4 and 5 hereof, to meet the requirements of the Purchaser’s proposal to purchase the Refunding Bond, or to make any other change that is not materially adverse to the City’s interest, including to reflect optional prepayment terms that are agreed to by the City and more favorable than those set forth in Section 5 of this Resolution, if applicable), and modifications not altering the substance of the Refunding Bond to carry into effect the purposes of this Resolution or to comply with recommendations of legal counsel. All of the covenants contained in the form of Refunding Bond as finally executed and delivered by the City Manager in accordance with the provisions of Section 6 hereof and this Section 8 are hereby adopted by the City as and for the form of obligation to be incurred by the City, and the covenants and conditions contained therein are hereby made binding upon the City, including the promise to pay therein contained. The execution and delivery of the Refunding Bond by the City Manager in accordance with this Resolution shall be conclusive evidence of the approval by the City Manager of the form of the Refunding Bond and any variations, insertions, omissions, notations, legends or endorsements authorized by this Resolution. To the extent there are any inconsistencies between the provisions of the Refunding Bond, as executed and delivered in accordance with the provisions of this Section 8, and the provisions of this Resolution, the provisions of the Refunding Bond shall control.

Section 9. **BE IT FURTHER RESOLVED** that (a) the City hereby ratifies, confirms, approves and adopts as actions of the City all actions taken by the Director of Finance, the financial advisor to the City and bond counsel to the City, on behalf of the City, to negotiate terms of the Purchaser's proposal to purchase the Refunding Bond. The City hereby determines that it shall be in the best interests of the City to sell the Refunding Bond at a private sale, without soliciting bids, as provided for in Section 8 of the Ordinance and as authorized by the Refunding Act, to STI Institutional & Government, Inc. (the "Purchaser"), which sale on a negotiated basis is hereby deemed by the City to be in its best interest and in the interest of its citizens due, in part, to the benefit of an attractive interest rate and satisfactory other terms. Therefore, and pursuant to the authority of the Enabling Act, the Refunding Act, Section C7-4 of the Charter and the Ordinance, the Refunding Bond shall be sold at a private sale, without soliciting bids, to the Purchaser, for a price of par, with no payment of accrued interest. As provided in the Purchaser's proposal, the City shall pay a closing fee of \$1,500.00 to the Purchaser and the fees of the Purchaser's counsel in the amount of \$3,500.00, unless the Purchaser or its counsel waives or reduces such fee in its respective sole discretion.

(b) The Refunding Bond shall be sold for investment purposes only and not for resale to the general public. Accordingly, as a condition to delivery of the Refunding Bond and prior to the issuance of the Refunding Bond, the Purchaser shall furnish to the City a certificate acceptable to bond counsel to the City generally to the effect that (i) the Purchaser has such knowledge and experience in financial and business matters, including purchase and ownership of tax-exempt municipal obligations, that it is capable of evaluating the risks and merits of the investment represented by the purchase of the Refunding Bond; (ii) the Purchaser has made its own independent and satisfactory inquiry of the financial condition of the City, including inquiry into financial statements and other information relating to the financial condition of the City to which a reasonable investor would attach significance in making investment decisions, and of any other matters deemed to be relevant to a reasonably informed decision to purchase the Refunding Bond; (iii) the Purchaser has had the opportunity to ask questions and receive answers from knowledgeable individuals concerning the City and the Refunding Bond, all so that as a reasonable investor the Purchaser has been able to make a reasonably informed decision to purchase the Refunding Bond; (iv) the Purchaser is purchasing the Refunding Bond for investment purposes only (and not as an "underwriter" or "Participating Underwriter" as defined in Securities and Exchange Commission Rule 15c2-12, as replaced, supplemented or amended) and is not purchasing for more than one account or with a view to distributing the Refunding Bond; (v) if the Refunding Bond is subsequently sold, transferred or disposed of, such sale, transfer or disposition will be made only in compliance with federal and state securities laws and any other applicable laws; and (vi) the Purchaser understands and acknowledges that (A) the Refunding Bond (1) is not being registered under the Securities Act of 1933, as amended, and is not being registered or otherwise qualified for sale under the "blue sky" laws and regulations of any state, (2) will not be listed on any stock or other securities exchange, (3) will carry no rating from any rating service, and (4) will not be readily marketable, and (B) no disclosure document is being prepared in connection with the issuance and sale of the Refunding Bond.

Section 10. **BE IT FURTHER RESOLVED** that the Refunding Bond shall be suitably prepared in definitive form, executed and delivered to the Purchaser in exchange for the purchase price thereof on date that is mutually acceptable to the City Manager, the Director of Finance and the Purchaser; provided that, such date may not be later than June 16, 2015 unless such later date is agreed to by the Purchaser in its sole discretion. The City Manager, or in his absence or disability, the Director of Finance, is hereby authorized and empowered to negotiate, execute and deliver any commitment letter or proposal required by the Purchaser, and the Mayor of the City, the City Manager, the Director of Finance, the City Clerk and all other appropriate officials and employees of the City are expressly authorized, empowered and directed to take any and all action necessary to complete and close the issuance, sale and delivery of the Refunding Bond to the Purchaser, including the payment to the Purchaser of the closing fees and legal fees specified in the Purchaser's proposal, and to negotiate, execute and deliver any documents, certificates or instruments customarily delivered in connection with the issuance of obligations such as the Refunding Bond. The City Manager and the Director of Finance are hereby expressly authorized, empowered and directed to negotiate, execute and deliver any documents, certificates and instruments required by the Purchaser to reflect any provisions specified by or contemplated by the Purchaser in its proposal, including, without limitation, waiver of jury trial and submission to jurisdiction and venue.

Section 11. **BE IT FURTHER RESOLVED** that to the extent the proceeds of the Refunding Bond are not paid directly to SunTrust Bank on the date of issuance and delivery thereof in order to effect the refinancing of costs of the Project by prepaying the 2011 Bond as described in Section 2 hereof, the Director of Finance or, in his absence, any other appropriate City official, is hereby designated and authorized to receive payment on behalf of the City of the proceeds of the sale of the Refunding Bond and to invest such proceeds until such proceeds may be needed to effect the refinancing of costs of the Project as described herein. In such case, the proceeds of the Refunding Bond shall be deposited in the proper account or accounts of the City, shall be invested within the limits prescribed by Maryland and federal law, and shall be used and applied exclusively to refinance costs of the Project as described herein. If the proceeds received from the sale of the Refunding Bond exceed the amount needed for the public purposes hereinabove described, the amount of such unexpended excess shall be set apart in a separate fund and applied to pay costs of issuance of the Refunding Bond or debt service on the Refunding Bond. Investment earnings on the Refunding Bond, if any, may be applied to pay costs of issuance of the Refunding Bond or subsequent debt service payments on the Refunding Bond or shall be transferred to the General Fund and applied to general City purposes, as determined by the Director of Finance, unless a supplemental ordinance or resolution, as applicable, is passed by the Mayor and Council to provide for the expenditure of such earnings for some other valid purpose authorized by the Enabling Act, the Refunding Act and/or the Charter, as applicable. Nothing in this Resolution shall be construed to authorize the expenditure of any moneys except for a proper public purpose.

Section 12. **BE IT FURTHER RESOLVED** that:

(a) For the purpose of paying the principal of and interest on the Refunding Bond when due, the City shall levy or cause to be levied, for each and every fiscal year during which the Refunding Bond may be outstanding, ad valorem taxes upon all real and tangible personal property within its corporate limits subject to assessment for unlimited municipal taxation in rate and amount sufficient to provide for the prompt payment, when due, of the principal of and interest on the Refunding Bond in each such fiscal year, provided that, to the extent of any funds received or receivable as described in the first sentence of this Section 12 in any fiscal year, the taxes hereby required to be levied may be reduced proportionately. If the proceeds from the taxes so levied in any such fiscal year are inadequate for such payment, additional taxes shall be levied in the succeeding fiscal year to make up such deficiency.

(b) The full faith and credit and unlimited taxing power of the City are hereby irrevocably pledged to the prompt payment of the principal of and interest on the Refunding Bond as and when they become due and payable and to the levy and collection of the taxes hereinabove described as and when such taxes may become necessary in order to provide sufficient funds to meet the debt service requirements of the Refunding Bond. The City hereby covenants and agrees with the registered owner, from time to time, of the Refunding Bond to levy and collect the taxes hereinabove described and to take any further action that may be lawfully appropriate from time to time during the period that the Refunding Bond remains outstanding and unpaid to provide the funds necessary to pay promptly the principal thereof and the interest due thereon.

(c) The foregoing provisions of this Section 12 shall not be construed so as to prohibit the City from paying the principal of and interest on the Refunding Bond from the proceeds of the sale of any other obligations of the City or from any other funds legally available for that purpose, including, to the extent applicable, revenues of the Project. The City may apply to the payment of the principal of or interest on the Refunding Bond any funds received by it from the State of Maryland or the United States of America, or any governmental agency or instrumentality, or from any other source, if such funds are granted, paid or otherwise available to the City for the purpose of assisting the City in the type of project which the Refunding Bond is issued to refinance, and to the extent of any such funds received or receivable in any fiscal year, the taxes hereby required to be levied may be reduced proportionately. The foregoing provisions of this subsection (c) are subject to compliance with the provisions of Sections 13 and 14 of this Resolution in all respects.

Section 13. **BE IT FURTHER RESOLVED** that:

(a) Any two of the City Manager, the Director of Finance and the Deputy Director of Finance of the City (the “Deputy Director of Finance”) are the officials of the City responsible for the issuance of the Refunding Bond within the meaning of Section 1.148-2(b)(2) of the Treasury Regulations. Any two of the City Manager, the Director of Finance and the Deputy Director of Finance also shall be the officials of the City responsible for the execution and delivery (on the date

of the issuance of the Refunding Bond) of a certificate of the City (the "Section 148 Certificate") that complies with the requirements of Section 148 of the Code and the Treasury Regulations, and such officials are hereby authorized and directed to execute and deliver the Section 148 Certificate to counsel rendering an opinion on the validity and tax-exempt status of the Refunding Bond on the date of the issuance of the Refunding Bond.

(b) The City shall set forth in the Section 148 Certificate its reasonable expectations as to relevant facts, estimates and circumstances relating to the use of the proceeds of the Refunding Bond or of any monies, securities or other obligations to the credit of any account of the City which may be deemed to be proceeds of the Refunding Bond pursuant to Section 148 of the Code or the Treasury Regulations (collectively, the "Refunding Bond Proceeds"). The City covenants with the registered owner of the Refunding Bond that the facts, estimates and circumstances set forth in the Section 148 Certificate will be based on the City's reasonable expectations on the date of issuance of the Refunding Bond and will be, to the best of the certifying officials' knowledge, true and correct as of that date.

(c) The City covenants with the registered owner of the Refunding Bond that it will not make, or (to the extent that it exercises control or direction) permit to be made, any use of the Refunding Bond Proceeds that would cause the Refunding Bond to be an "arbitrage bond" within the meaning of Section 148 of the Code and the Treasury Regulations, and that it will comply with those provisions of Section 148 of the Code and the Treasury Regulations as may be applicable to the Refunding Bond on its date of issuance and which may subsequently lawfully be made applicable to the Refunding Bond as long as the Refunding Bond remains outstanding and unpaid.

(d) In connection with their execution and delivery of the Section 148 Certificate, the authorized officials identified in this Section 13 are hereby authorized and empowered, on behalf of the City, to make any designations, elections, determinations or filings on behalf of the City provided for in or permitted by the Code and the Treasury Regulations and to reflect the same in the Section 148 Certificate and/or the IRS Form 8038-G filed in connection with the issuance of the Refunding Bond or any other documentation deemed appropriate by bond counsel to the City; provided that, only one of such identified officials must sign the IRS Form 8038-G.

(e) In the event of an increase in the per annum interest rate payable on the Refunding Bond in accordance with the provisions of Section 4 of this Resolution, the City Manager and the Director of Finance shall promptly consult with nationally-recognized bond counsel to determine if such increase shall result in a reissuance of such Refunding Bond for purposes of the Code and the Treasury Regulations under then applicable law. In the event such increase is so determined to result in a reissuance of the Refunding Bond for purposes of the Code and the Treasury Regulations, in order that the tax-exempt status of interest payable on the Refunding Bond shall continue to remain excludable from gross income of the registered owner thereof for federal income tax purposes, (i) any one or more of the City officials identified in subsection (a) of this Section 13, on behalf of the City, is hereby authorized, empowered and

directed to (A) negotiate, approve, execute and deliver any documents, agreements or instruments deemed necessary or desirable in connection therewith, and (B) make any determinations, designations, elections or filings provided for in the Code and the Treasury Regulations in connection therewith (including, by way of illustration and not in limitation, designating the reissued Refunding Bond as a “qualified tax-exempt obligation” for purposes of Section 265(b)(3) of the Code for the calendar year in question), and (ii) any one or more of the City officials identified in subsection (a) of this Section 13, on behalf of the City, is hereby authorized, empowered and directed to negotiate and approve any supplement to the Section 148 Certificate executed and delivered in connection with the original issuance and delivery of the Refunding Bond or any new Section 148 Certificate determined to be necessary or desirable in connection with such reissuance. The powers delegated to the identified City officials in this subsection (e) in connection with a reissuance of the Refunding Bond upon an increase in the per annum interest rate payable on the Refunding Bond shall be broadly construed in order to ensure compliance with the provisions of the Code and the Treasury Regulations; provided that, such delegation shall not prevent the Mayor and Council, at its option, by resolution, from making or otherwise providing for any necessary or desirable determinations or actions in connection with any such reissuance of the Refunding Bond.

Section 14. **BE IT FURTHER RESOLVED** that the City specifically covenants that it will comply with the provisions of the Code applicable to the Refunding Bond, including, without limitation, compliance with provisions regarding the timing of the expenditure of the proceeds of the Refunding Bond, the use of such proceeds and the facilities refinanced with such proceeds, the restriction of investment yields, the filing of information with the Internal Revenue Service, and the rebate of certain earnings resulting from the investment of the proceeds of the Refunding Bond or payments in lieu thereof. The City further covenants that it shall make such use of the proceeds of the Refunding Bond, regulate the investment of the proceeds thereof and take such other and further actions as may be required to maintain the exemption from federal income taxation of interest on the Refunding Bond. All officials, officers, employees and agents of the City are hereby authorized and directed to provide such certifications of facts and estimates regarding the amount and use of the proceeds of the Refunding Bond as may be necessary or appropriate.

Section 15. **BE IT FURTHER RESOLVED** that:

(a) To the extent the Refunding Bond as issued and delivered is structured in a manner that it may be deemed designated as a “qualified tax-exempt obligation” within the meaning of Section 265(b)(3) of the Code and any related Treasury Regulations, the officials identified in Section 13 hereof who execute and deliver the Section 148 Certificate are hereby authorized and empowered, in consultation with bond counsel to the City, to provide in the Section 148 Certificate that the Refunding Bond is so deemed designated.

(b) To the extent the Refunding Bond may not be deemed designated as a “qualified tax-exempt obligation” as provided for in subsection (a) above, the City hereby designates the

Refunding Bond as a “qualified tax-exempt obligation” within the meaning of Section 265(b)(3) of the Code (relating to the exception from the disallowance of the deduction for that portion of a financial institution’s interest expense which is allocable to tax-exempt interest), and, in connection therewith, represents and certifies that (i) the Refunding Bond is not a “private activity bond” within the meaning of Section 141 of the Code, (ii) the reasonably anticipated amount of tax-exempt obligations (excluding private activity bonds) which will be issued by the City (and all on-behalf-of issuers and subordinate entities of the City) during calendar year 2015 does not exceed Ten Million Dollars (\$10,000,000.00), and (iii) not more than Ten Million Dollars (\$10,000,000.00) of obligations issued by the City (and all on-behalf-of issuers and subordinate entities of the City) during calendar year 2015, including the Refunding Bond, have been or, except as permitted by Section 265(b)(3) of the Code, will be, designated qualified tax-exempt obligations.

Section 16. **BE IT FURTHER RESOLVED** that contingent upon the issuance and delivery of the Refunding Bond, the City Manager and the Director of Finance, on behalf of the City, are hereby each individually authorized to take all action necessary to effectuate the prepayment of the 2011 Bond from proceeds of the Refunding Bond on the earliest possible date on or following the date of issuance and delivery of the Refunding Bond, including (without limitation) giving any notices required in connection with such prepayment or directing the Purchaser to apply proceeds of the Refunding Bond directly for that purpose, provided that the selected date of prepayment results in a current refunding of the 2011 Bond. Any prepayment notice given with respect to the 2011 Bond may be conditioned upon issuance and delivery of the Refunding Bond. The provisions of this Section 16 shall be broadly construed in order to achieve the City’s goals of achieving debt service savings and taking advantage of any safe harbors provided for in the Code and the Treasury Regulations in connection with such contemplated refunding.

Section 17. **BE IT FURTHER RESOLVED** that in connection with all aspects of the transactions contemplated hereunder, the City acknowledges and agrees that: (a) (i) the City has consulted its own legal, accounting, regulatory and tax advisors to the extent it has deemed appropriate, (ii) the City is capable of evaluating, and understands and accepts, the terms, risks and conditions of the transactions contemplated hereby, (iii) the Purchaser is not acting as a municipal advisor or financial advisor to the City, and (iv) the Purchaser has no fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934, as amended, to the City with respect to the transactions contemplated hereby and the discussions, undertakings and procedures leading thereto (irrespective of whether the Purchaser has provided other services or is currently providing other services to the City on other matters); (b) (i) the Purchaser is and has been acting solely as a principal and, except as expressly agreed in writing by the relevant parties, has not been, is not, and will not be acting as an advisor, agent or fiduciary, for the City, or any other person and (ii) the Purchaser has no obligation to the City, with respect to the transactions contemplated hereby except those obligations expressly set forth herein and in any other related documents, certificates or agreements entered into by the City and the Purchaser in connection with the transactions contemplated by this Resolution; and (c) the Purchaser may be engaged in a broad range of transactions that involve interests that differ from those of the City, and the

Purchaser has no obligation to disclose any of such interests to the City. To the fullest extent permitted by law, the City hereby waives and releases any claims that it may have against the Purchaser with respect to any breach or alleged breach of agency or fiduciary duty in connection with any aspect of any transactions contemplated hereby. The City understands that if the City would like a municipal advisor in this transaction that has legal fiduciary duties to the City, the City is free to engage a municipal advisor to serve in that capacity. The transactions contemplated hereunder are entered into pursuant to and in reliance upon the bank exemption and/or the institutional buyer exemption provided under the municipal advisor rules of the Securities and Exchange Commission, Rule 15Ba1-1 et seq., to the extent that such rules apply to the transactions contemplated hereunder.

Section 18. **BE IT FURTHER RESOLVED** that the provisions of this Resolution shall be liberally construed in order to effectuate the current refunding of the 2011 Bond and the other matters contemplated by this Resolution.

Section 19. **BE IT FURTHER RESOLVED** that this Resolution shall become effective immediately upon its adoption.

[CONTINUED ON FOLLOWING PAGE]

INTRODUCED by the Mayor and Council of the City of College Park, Maryland at a regular meeting on the _____ day of _____, 2015.

ADOPTED by the Mayor and Council of the City of College Park, Maryland at a regular meeting on the _____ day of _____, 2015.

EFFECTIVE this _____ day of _____, 2015.

ATTEST:

CITY OF COLLEGE PARK, MARYLAND

By: _____
Janeen S. Miller, CMC, City Clerk

By: _____
Andrew M. Fellows, Mayor

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:

Suellen M. Ferguson, City Attorney

EXHIBIT A

FORM OF REFUNDING BOND

[Note: appropriate insertions or deletions to this form shall be made to reflect the specific terms of the Refunding Bond, and other insertions, deletions or variations may be made in accordance with the provisions of the Resolution to which this form is attached.]

CITY OF COLLEGE PARK
HAS DESIGNATED THIS BOND A
“QUALIFIED TAX-EXEMPT OBLIGATION” WITHIN THE MEANING
OF SECTION 265(b)(3) OF THE INTERNAL REVENUE CODE
OF 1986, AS AMENDED

No. R-__

\$7,075,000.00

REGISTERED

UNITED STATES OF AMERICA

STATE OF MARYLAND

CITY OF COLLEGE PARK

TAX-EXEMPT PARKING GARAGE REFUNDING BOND OF 2015

<u>Maturity Date</u>	<u>Interest Rate</u>	<u>Original Issue Date</u>
October 15, 2031	2.71% (subject to adjustment as described herein)	_____, 2015

Registered Owner: STI INSTITUTIONAL & GOVERNMENT, INC.

Principal Sum: SEVEN MILLION SEVENTY-FIVE THOUSAND AND 00/100 DOLLARS

IT CANNOT BE DETERMINED FROM THE FACE OF THIS BOND WHETHER ALL OR ANY PORTION OF THE PRINCIPAL AMOUNT HAS BEEN PAID OR PREPAID. EACH PAYMENT OF A PRINCIPAL INSTALLMENT AND ANY PREPAYMENT OF THIS BOND IN PART SHALL BE NOTED BY THE REGISTERED OWNER OF THIS BOND ON ITS BOOKS AND RECORDS, WHICH NOTATION WHEN MADE WILL BE PRESUMED CORRECT ABSENT

MANIFEST ERROR. THE REGISTERED OWNER’S FAILURE TO MAKE APPROPRIATE NOTATION OF ANY SUCH PAYMENT OR PREPAYMENT SHALL NOT LIMIT OR OTHERWISE AFFECT THE OBLIGATIONS OF THE CITY HEREUNDER AND SHALL NOT AFFECT THE VALID PAYMENT AND DISCHARGE OF SUCH OBLIGATION EFFECTED BY SUCH PAYMENT OR PREPAYMENT.

City of College Park, a municipal corporation of the State of Maryland and a municipality within the meaning of the Enabling Act and the Refunding Act identified herein (the “City”), hereby acknowledges itself indebted and for value received promises to pay _____, the registered owner hereof, or registered assigns or legal representatives, the principal amount of Seven Million Seventy-five Thousand Dollars (\$7,075,000.00) as provided herein, plus interest on the unpaid principal balance as provided herein. The principal of this bond shall be payable in sixteen (16) annual installments on October 15 in each year to and including October 15, 2031, commencing October 15, 2016, subject to prior prepayment as hereinafter provided, as follows:

<u>Date</u>	<u>Principal Installment</u>	<u>Date</u>	<u>Principal Installment</u>
10/15/2016		10/15/2024	
10/15/2017		10/15/2025	
10/15/2018		10/15/2026	
10/15/2019		10/15/2027	
10/15/2020		10/15/2028	
10/15/2021		10/15/2029	
10/15/2022		10/15/2030	
10/15/2023		10/15/2031	

This bond shall bear interest on the unpaid outstanding principal balance from the date of its delivery at the Interest Rate per annum shown above (the “Tax-Exempt Rate”), calculated on the basis of a 360-day year consisting of twelve 30-days months, except as such Tax-Exempt Rate may be adjusted as provided below, such interest to be payable semi-annually on the 15th day of April and October in each year, commencing October 15, 2015, to the person in whose name this bond is registered on the register maintained by the Director of Finance of the City (the “Director of Finance”).

The Tax-Exempt Rate will be adjusted if any of the following “Tax Events” occurs: (1) the Maximum Federal Corporate Tax Rate (as defined below) of 35% is decreased (a “Tax Rate Decrease”), (2) a Determination of Taxability (as defined below) occurs, or (3) this bond is determined not to be a “qualified tax-exempt obligation” (a “Non-BQ Determination”) under Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). A Non-BQ Determination does not include and is not triggered by a change in law by the U.S. Congress that

causes this bond to no longer be treated as a “qualified tax-exempt obligation” for purposes of Section 265(b)(3) of the Code, as replaced, supplemented or amended.

In the event of a Tax Rate Decrease, the Tax-Exempt Rate shall be adjusted upwards in order to maintain the same after tax yield for the registered owner of this bond, such adjustment to occur automatically as of the effective date of each decrease in the Maximum Federal Corporate Tax Rate; provided that, in no such event shall the Tax-Exempt Rate be increased to a rate exceeding three and thirteen hundredths percent (3.13%) per annum. If a Determination of Taxability occurs, the interest rate on this bond will be adjusted upwards as of the date of the Determination of Taxability to a fixed rate determined necessary by the registered owner of this bond to maintain the same after tax yield (the “Taxable Rate”) and the City will also pay to the registered owner (or any prior registered owner, if applicable) (i) an additional amount equal to the difference between (A) the amount of interest paid on this bond during the Taxable Period (as defined below) occurring prior to the Determination of Taxability and (B) the amount of interest that would have been paid on this bond during the Taxable Period occurring prior to the Determination of Taxability if this bond had borne interest at the Taxable Rate, plus (ii) an amount equal to any interest, penalties on overdue interest and addition to tax (as referred to in Subchapter A of Chapter 68 of the Code) owed by the registered owner (or prior registered owner, if applicable) as a result of the occurrence of the Determination of Taxability. In the event of a Non-BQ Determination, the interest rate on this bond will be adjusted upwards as of the date of such Non-BQ Determination to a fixed rate determined necessary by the registered owner to maintain the same after tax yield (the “Non-BQ Rate”), and any additional accrued interest due on a retroactive basis shall be paid by the City within thirty (30) days after demand therefor by the registered owner of this bond (or any prior registered owner, if applicable).

As used in this bond, (1) “Maximum Federal Corporate Tax Rate” shall mean the maximum rate of income taxation imposed on corporations pursuant to Section 11(b) of the Code in effect from time to time (or, if as a result of a change in the Code, the rate of income taxation imposed on corporations shall not be applicable to the registered owner of this bond, the maximum statutory rate of federal income taxation which could apply to the registered owner of this bond); (2) “Determination of Taxability” shall mean a final decree or judgment of any federal court or final action of the Internal Revenue Service determining that interest paid or payable on all or any portion of this bond is or was includable in the gross income of the registered owner for federal income tax purposes; provided that, no such decree, judgment or action will be considered final for this purpose unless the City has been given written notice and, if it is desired and is legally allowed, has been afforded the opportunity to contest the same, either directly or in the name of the registered owner, and until conclusion of any appellate review, if sought; and (3) “Taxable Period” shall mean the period that elapses from the date on which interest on this bond is includable in the gross income of the registered owner as a result of a Determination of Taxability. A Determination of Taxability does not include and is not triggered by a change in law by the U.S. Congress that causes interest to be includable under the registered owner’s gross income.

A certificate of the registered owner of this bond claiming an increase in the interest rate under the foregoing paragraphs and setting forth any additional interest or penalties to be paid to it hereunder shall be conclusive absent manifest error.

[Subject to confirmation/modification in accordance with Section 4(c) of the Resolution--
Upon a failure of the City to timely pay principal of and interest on this bond following at least ten (10) days' notice of such failure from the registered owner of this bond, the registered owner of this bond, by written notice to the City, shall be entitled to increase the then-current interest rate payable on this bond to a per annum rate not more than the greater of (i) the then-current interest rate payable on this bond plus three percent (3%) and (ii) the maximum interest rate allowed by applicable law.]

Interest on this bond shall be payable on April 15 and October 15 in each year until maturity or prior prepayment, commencing October 15, 2015. This bond shall bear interest from the most recent date to which interest has been paid or, if no interest has been paid, from the date of its delivery.

Interest shall be computed on a 30/360 basis. For purposes of calculating the interest due on this bond, unpaid outstanding principal on any date shall be an amount equal to the original principal amount of this bond (\$7,075,000.00), less any principal installment paid as described above, and less any principal prepaid in part. The registered owner of this bond shall provide written notice to the Director of Finance of the City (the "Director of Finance") of the interest and any principal due on this bond on each interest payment date at least fifteen (15) days prior to such interest payment date, or such fewer number of days as is acceptable to the Director of Finance, but failure to deliver such notice shall not affect the amount of, or the City's obligation to pay, principal and interest due on this bond.

Upon not less than two (2) business days' prior written notice to the registered owner of this bond, the City may prepay the principal amount owing under this bond in whole or in part at any time and from time to time, together with interest accrued on the amount prepaid to the prepayment date. Such prepayment notice shall specify the amount of principal to be prepaid. In the event of such a prepayment, the City may be required to pay the registered owner of this bond an additional fee (a prepayment charge) determined in the manner provided in following paragraph to compensate the registered owner of this bond for all losses, costs and expenses incurred in connection with such prepayment.

The fee provided for the preceding paragraph shall be equal to the present value of the difference between (1) the amount that would have been realized by the registered owner of this bond on the prepaid amount for the remaining term of this bond at the Federal Reserve H. 15 Statistical Release rate for fixed-rate payers in interest rate swaps for a term corresponding to the term of this bond, interpolated to the nearest month, if necessary, that was in effect three (3) business days prior to the date of issuance and delivery of this bond and (2) the amount that would be realized by the registered owner of this bond by reinvesting such prepaid funds for the remaining term of this bond at the Federal Reserve H. 15 Statistical Release rate for fixed rate payers in interest rate swaps, interpolated to the nearest month, that was in effect three (3)

business days prior to the prepayment date; both discounted at the same interest rate utilized in determining the applicable amount in clause (2) above. Should the present value have no value or a negative value, the City may prepay with no additional fee. Should the Federal Reserve no longer release rates for fixed-rate payers in interest rate swaps, the registered owner of this bond may substitute the Federal Reserve H. 15 Statistical Release with another similar index. The registered owner of this bond shall provide the City with a written statement explaining the calculation of the premium due, which statement shall be conclusive and binding in the absence of manifest error. Partial prepayments of principal may be made subject to a prepayment charge based on the same calculation methodology described in this paragraph. Any partial prepayment shall be applied to installments of principal in inverse order of maturity and shall not postpone the due dates of, or relieve the amounts of, any earlier scheduled principal installment payments due on this bond.

[Subject to confirmation/modification in accordance with Section 5(c) of the Resolution-- Notwithstanding the foregoing two paragraphs, in the event the Maximum Federal Corporate Tax Rate is decreased, and the interest rate on this bond is correspondingly increased in accordance with the provisions of this bond, this bond shall be subject to prepayment prior to maturity at the option of the City, in whole or in part, on any date, at a prepayment price of the par amount of this bond (or portion thereof) to be prepaid, plus accrued interest on the principal amount being prepaid to the date fixed for prepayment, without premium or penalty. Any principal amount of this bond prepaid in part shall be applied to the principal installments payable on this bond in inverse order. Notice of optional prepayment shall be given by the City at least fifteen (15) days prior to the date fixed for prepayment (or such fewer number of days as is acceptable to the registered owner of this bond) by mailing or otherwise delivering to the registered owner a written notice fixing the prepayment date, indicating the principal amount of this bond to be prepaid and, if this bond is to be prepaid in part, the future installments against which such partial prepayment shall be applied in inverse order of maturity and shall not postpone the due dates of, or relieve the amounts of, any earlier scheduled principal installment payments due on this bond.]

Any notice of prepayment may be conditioned upon receipt by the City of sufficient funds to effect such prepayment by the date fixed for prepayment.

Any principal amounts of this bond prepaid may not be re-borrowed or re-disbursed to the City.

As used in this bond, "business day" means a day other than a Saturday, Sunday or day on which the City or banking institutions in the State of Maryland and/or the state in which the registered owner of this bond is located are not required to be open.

Principal of and interest on this bond shall be payable in lawful money of the United States of America. So long as the registered owner of this bond is STI Institutional & Government, Inc. (or a successor entity thereto), payment of principal of and interest on this bond shall be made by federal wire transfer to an account designated by such registered owner unless the Director of Finance and such registered owner agree to a different manner of payment.

At any other time (i) the principal of this bond, at maturity or upon prior prepayment in whole, shall be payable by check or draft at the office of the Director of Finance, unless the Director of Finance and the registered owner agree on a different place or manner of payment and (ii) principal of this bond, prior to maturity other than upon prepayment in whole, and interest on this bond will be payable by check or draft mailed to the registered owner at the address designated by the registered owner in writing to the Director of Finance, unless the Director of Finance and the registered owner hereof agree on a different manner of payment. If a principal payment date or interest payment date falls on a business day, payment may be made on the next succeeding business day and no interest on such scheduled payment amount shall accrue for the intervening period.

This bond is the duly authorized bond of the City, designated Tax-Exempt Parking Garage Refunding Bond of 2015, dated _____, 2015, and is issued pursuant to the authority of Sections 19-301 to 19-309, inclusive, of the Local Government Article of the Annotated Code of Maryland (previously codified as Sections 31 to 37, inclusive, of Article 23A of the Annotated Code of Maryland), as replaced, supplemented or amended, Section C7-4 of the Charter of the City of College Park, as replaced, supplemented or amended, Ordinance 07-O-01, passed pursuant to the Enabling Act and the Charter by the Mayor and Council of the City (the "Mayor and Council") on March 27, 2007 and effective on April 17, 2007 (the "Ordinance"), and Resolution 15-R-___, adopted by the Mayor and Council on _____, 2015 and effective on _____, 2015 (the "Resolution").

This bond is transferable only upon the books kept for that purpose at the office of the Director of Finance, by the registered owner hereof in person, or by his duly authorized attorney, upon surrender hereof, together with (i) a written instrument of transfer in the form attached hereto and satisfactory to the Director of Finance and duly executed by the registered owner or his duly authorized attorney and (ii) the written covenant and agreement of the transferee substantially in the substance required by Sections 7 and 9(b) of the Resolution. Upon any such transfer, the City shall issue a new registered bond in denomination equal to the unpaid principal amount of the Refunding Bond surrendered, and with the same maturity date and installment payment dates and amounts and bearing interest by the same method. In each case, the Director of Finance may require payment by the registered owner of this bond requesting transfer of any tax, fee or other governmental charge, shipping charges and insurance that may be required to be paid with respect to such transfer, but otherwise no charge shall be made to the registered owner for such transfer.

The City may deem and treat the party in whose name this bond is registered as the absolute owner hereof for the purpose of receiving payment of or on account of the principal hereof and interest due hereon and for all other purposes.

The full faith and credit and unlimited taxing power of the City are hereby unconditionally and irrevocably pledged to the prompt payment of the principal of and interest on this bond, at the dates and in the manner mentioned herein, according to the true intent and meaning hereof.

It is hereby certified, recited, and declared by the City: (a) that this bond has been authorized for a valid public purpose which the City is empowered by law to undertake and perform; (b) that the City is authorized by law to issue and sell its bonds to provide funds for such public purpose; (c) that due provision has been made for the levy and collection of an annual ad valorem tax or taxes upon all the legally assessable property within the corporate limits of the City in rate and amount sufficient to provide for the payment, when due, of the principal of and interest on this bond; (d) that this bond, together with all outstanding indebtedness of the City, is within every debt and other limit prescribed by the Constitution or statutes of the State of Maryland or the Charter of the City; and (e) that all other acts, conditions, and things required to exist, to be done, to have happened, and to be performed precedent to or in the issuance of this bond do exist, have been done, have happened, and have been performed in full and strict compliance with the Constitution and statutes of the State of Maryland, the Charter of the City, the Ordinance and the Resolution.

IN WITNESS WHEREOF, City of College Park has caused this bond to be executed by the manual signature of the City Manager and the corporate seal of City of College Park has been affixed hereto, attested by the manual signature of the City Clerk, all as of _____, 2015.

[SEAL]

ATTEST:

CITY OF COLLEGE PARK

City Clerk

By: _____
City Manager

FORM OF INSTRUMENT OF TRANSFER

FOR VALUE RECEIVED, _____, the undersigned, hereby sells, assigns, and transfers unto _____

PLEASE INSERT SOCIAL SECURITY OR OTHER IDENTIFYING NUMBER OF ASSIGNEE

(PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS, INCLUDING ZIP CODE, OF ASSIGNEE)

the within bond and all rights thereunder and does hereby constitute and appoint _____

attorney to transfer the within bond on the books kept for the registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

Notice: Signatures must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

Notice: The signature to this assignment must correspond with the name as it appears on the face of the within bond in every particular, without alteration or enlargement or any change whatever.

15-R-05

**Motion for Councilmember Mitchell
Resolution to Adopt Post-Issuance Tax Compliance Procedures**

15-R-05

Mr. Mayor:

I move to adopt Resolution 15-R-05, A Resolution Of The Mayor And Council Of The City Of College Park Approving The Substantially Final Form Of, And Authorizing And Directing Certain Officials To Finalize And Execute, On Behalf Of The City Of College Park, Written Post-Issuance Tax Compliance Procedures For Non-Conduit Tax-Exempt Obligations That Are Designed To Ensure Compliance With Applicable Post-Closing Provisions Of The Internal Revenue Code Of 1986, As Amended, And Related U.S. Treasury Regulations; And Determining Various Matters In Connection Therewith.

Additional comments:

In a previous action, the Council approved a resolution authorizing the refunding of the Tax-Exempt Parking Garage Bond of 2011. The Internal Revenue Service strongly recommends that issuers of tax-exempt obligations adopt written procedures designed to address post-issuance compliance with provisions of the Internal Revenue Code and the related U.S. Treasury Regulations. The City's bond counsel drafted these procedures which apply to the Tax-Exempt Parking Garage Refunding Bond of 2015 and all current and future tax-exempt obligations of the City and comply with the IRS guidelines.

By adoption of this resolution, the City Manager and Director of Finance are authorized to execute the Post-Issuance Tax Compliance Procedures on behalf of the City.

[M&C Action 05/26/15]

**RESOLUTION
REGARDING POST-ISSUANCE TAX COMPLIANCE PROCEDURES
FOR NON-CONDUIT TAX-EXEMPT OBLIGATIONS**

A RESOLUTION OF THE MAYOR AND COUNCIL OF CITY OF COLLEGE PARK APPROVING THE SUBSTANTIALLY FINAL FORM OF, AND AUTHORIZING AND DIRECTING CERTAIN OFFICIALS TO FINALIZE AND EXECUTE, ON BEHALF OF CITY OF COLLEGE PARK, WRITTEN POST-ISSUANCE TAX COMPLIANCE PROCEDURES FOR NON-CONDUIT TAX-EXEMPT OBLIGATIONS THAT ARE DESIGNED TO ENSURE COMPLIANCE WITH APPLICABLE POST-CLOSING PROVISIONS OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, AND RELATED U.S. TREASURY REGULATIONS; AND DETERMINING VARIOUS MATTERS IN CONNECTION THEREWITH.

RECITALS

WHEREAS, City of College Park, a Maryland municipal corporation (the “City”), has from time to time issued, and expects in the future to issue, non-conduit obligations of various types the interest on which is expected to be excludable from gross income for federal income tax purposes under the provisions of the Internal Revenue Code of 1986, as amended (the “Tax Code”), and related U.S. Treasury Regulations; and

WHEREAS, the Internal Revenue Service has strongly recommended that issuers of tax-exempt obligations put in place written procedures designed to address post-issuance compliance with provisions of the Tax Code and the related U.S. Treasury Regulations; and

WHEREAS, the City anticipates issuing a general obligation bond in June 2015 in order to refund the City’s outstanding Tax-Exempt Parking Garage Bond of 2011 (the “2015 Bond”); and

WHEREAS, bond counsel to the City has recommended that the City adopt written post-issuance compliance procedures with respect to tax-exempt obligations issued by the City for non-conduit borrowings, which procedures will apply to the 2015 Bond, any outstanding non-conduit tax-exempt obligations of the City, and future non-conduit tax-exempt obligations of the City.

Section 1. NOW THEREFORE, BE IT RESOLVED that the Recitals to this Resolution are incorporated by reference in and made an integral part of this Resolution. Capitalized terms used in the Sections of this Resolution and not otherwise defined therein shall have the meanings given to such terms in the Recitals to this Resolution.

Section 2. BE IT FURTHER RESOLVED that the substantially final form of the Post-Issuance Tax Compliance Procedures for Non-Conduit Tax-Exempt Obligations attached hereto as Exhibit A (the "Procedures") are hereby approved, and the City Manager and the Director of Finance, on behalf of the City, working with bond counsel to the City, are hereby authorized and directed to make and approve changes thereto in order to conform the same to actual or recommended City practices, to correct typographical or grammatical errors, to complete blanks, to cure ambiguities and inconsistencies, or to conform to applicable law as advised by bond counsel to the City, and to execute the final form of the Procedures on behalf of the City. The approval of the final form of the Procedures by the City Manager and the Director of Finance shall be evidenced conclusively by their signatures thereon. The final Procedures shall be maintained in the records of the City but need not be filed in any court records. All appropriate officials and employees of the City are hereby authorized, directed and empowered to comply with the Procedures with respect to the 2015 Bond and any other obligations of the City that are, or become, subject to the Procedures.

Section 3. BE IT FURTHER RESOLVED that this Resolution shall become effective immediately upon its adoption.

INTRODUCED by the Mayor and Council of the City of College Park, Maryland at a regular meeting on the _____ day of _____, 2015.

ADOPTED by the Mayor and Council of the City of College Park, Maryland at a regular meeting on the _____ day of _____, 2015.

EFFECTIVE this _____ day of _____, 2015.

ATTEST:

CITY OF COLLEGE PARK, MARYLAND

By: _____
Janeen S. Miller, CMC, City Clerk

By: _____
Andrew M. Fellows, Mayor

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:

Suellen M. Ferguson, City Attorney

#170826;50023.001

EXHIBIT A**SUBSTANTIALLY FINAL FORM OF POST-ISSUANCE
TAX COMPLIANCE PROCEDURES
FOR NON-CONDUIT TAX-EXEMPT OBLIGATIONS**

CITY OF COLLEGE PARK

**POST-ISSUANCE TAX COMPLIANCE PROCEDURES
FOR NON-CONDUIT TAX-EXEMPT OBLIGATIONS**

The purpose of these Post-Issuance Tax Compliance Procedures for Non-Conduit Tax-Exempt Obligations (the “Procedures”) is to establish procedures to be followed by City of College Park (the “City”) following the issuance by the City of any tax-exempt obligations to be used for the City’s purposes (i.e., excluding conduit issues). Examples of tax-exempt obligations issued for the City’s purposes include, but are not limited to, general obligation bonds (including, without limitation, tax-exempt general obligation bonds issued by the City to the Community Development Administration to evidence loans obtained from such State-level administration), general obligation bond anticipation notes, revenue bonds (the proceeds of which are *not* loaned to a conduit borrower or the facilities financed by which are *not* leased to a conduit borrower), tax increment financing bonds, special taxing district bonds, loans from a bank, and tax-exempt lease purchase agreements, any of such obligations the interest on which is intended to be excludable from gross income of the registered owners thereof for federal income tax purposes (collectively, the “Obligations”).

The City may revise or amend these Procedures from time to time and, upon consultation with appropriate professionals (e.g., bond counsel, financial advisor, rebate analyst), may deviate from these Procedures in applicable cases.

For each issue of Obligations, the City Manager and the Director of Finance will confirm which City official(s)/employee(s) will have primary responsibility for complying with these Procedures. In addition, the City Manager and the Director of Finance shall at least annually, and upon the resignation, termination or death of any such designated official(s)/employee(s), re-assess whether any such primary responsibility needs to be re-assigned. Any such assignment may be made in the applicable Tax Certificate (as defined below under Part I, “Promptly Following Closing”) or in other written form that is accessible to applicable City officials and employees, and any such re-assignment may be made in a supplement to the applicable Tax Certificate or in other written form that is accessible to applicable City officials and employees. Notwithstanding the foregoing provisions of this paragraph, in the event the position of City Manager or Director of Finance is vacant at any time that the City Manager and the Director of Finance are to make an assignment in accordance with this paragraph, and no other official has the authority to act in such titled official’s stead as described further herein, the remaining official shall be responsible for determining which City official(s)/employee(s) shall have primary responsibility for compliance with these Procedures. If no such assignment is made, the Director of Finance will be the default official responsible for complying with these Procedures.

If no such assignment is made and the position of Director of Finance is vacant, the Deputy Director of Finance will be the default official responsible for complying with these Procedures.

The finalization and approval of these initial Procedures were authorized by Section 2 of Resolution 15-R-05, adopted by the Council of the City on _____, 2015 and effective on _____, 2015, and were developed in anticipation of a tax-exempt general obligation bond to be issued by the City to a financial institution in order to currently refund the City's outstanding Tax-Exempt Parking Garage Bond of 2011 (the "2015 Bond").

Unless and until responsibility for complying with these Procedures with respect to the 2015 Bond is otherwise provided for herein or is delegated to one or more other City official(s)/employee(s) in accordance herewith, the Director of Finance shall have primary responsibility for complying with these Procedures with respect to the 2015 Bond once issued.

References in these Procedures to any official by title shall be deemed to refer (i) to any official authorized under the Charter of the City (the "Charter") or the code of ordinances of the City (the "City Code") or other applicable law to act in such titled official's stead during the absence or disability of such titled official, (ii) to any person who has been elected, appointed or designated to fill such position in an acting capacity under the Charter or the City Code or other applicable law, (iii) to any person who serves in a "Deputy" or "Assistant" capacity as such an official, provided that the applicable responsibilities, rights or duties referred to herein have been delegated to such deputy or assistant in accordance with applicable law or authority, and/or (iv) to the extent an identified official commonly uses another title not provided for in the Charter or the City Code, the official, however known, who is charged under the Charter or the City Code or other applicable law or authority with the applicable responsibilities, rights or duties referred to herein. For example, the title "Finance Director" is used in the Charter and the City Code but such position is commonly referred to as that of the "Director of Finance".

The following provisions of these Procedures may not be applicable to each series of Obligations.

I. Promptly Following Closing:

- Create, or to the extent already created update, a list of buildings, facilities, improvements and equipment that have been or will be financed, reimbursed or refinanced in whole or in part with proceeds of Obligations (the "Obligation-Funded Capital Projects") OR if a master list of City capital assets is maintained, indicate on such master list which assets constitute Obligation-Funded Capital Projects (in either such case, the "Asset List"). To the extent possible, the Asset List should indicate (i) the scheduled maturity date of Obligations and (ii) any date(s) as of which Obligations are prepaid/redeemed in whole or in part prior to maturity.
- Confirm whether the bond year referenced in the tax certificate (by whatever name known—e.g., Tax and Section 148 Certificate, Non-Arbitrage Certificate, Tax Compliance Agreement and Arbitrage Certificate, etc.--the "Tax Certificate") will be followed or another bond year will be followed.

- Confirm internally the method to be used of allocating expenditures of Obligation proceeds and investment earnings thereon, particularly with respect to capital projects to be funded from multiple sources (e.g., specific tracing, first-in/first-out, ratable allocation, gross proceeds spent first).
- Advise City officials and employees with responsibility for selling, leasing, otherwise allowing use of (by concession, license or other type of use arrangement), providing for the operation and management of, or disposing of City assets which Obligation-Funded Capital Projects have been added to the Asset List, and that the planned use of such Obligation-Funded Capital Projects and any change in such planned use must be vetted in accordance with Part V, “Use of Obligation-Funded Capital Projects” below.
- Set up tickler system with reminders for complying with applicable yield restriction requirements, arbitrage rebate calculation requirements and periodic review of Asset List.

II. Investments, Yield Restriction and Arbitrage Rebate:

- During acquisition/construction period for Obligation-Funded Capital Projects, monitor investment and expenditure of Obligations proceeds and any replacement proceeds to comply with investment temporary periods and investment yield restriction periods and compliance with 6-month, 18-month or 24-month spending period exceptions from arbitrage rebate requirements, if applicable.
- With respect to Obligations issued for advance refunding or current refunding purposes, monitor investment and expenditure of Obligations proceeds to comply with investment temporary periods, investment yield restriction purposes, treatment of any transferred proceeds and applicable expenditure periods outlined in the Tax Certificate.
- Confirm that any intended investments are within the City’s adopted investment policy and are allowed by federal and Maryland law.
- Determine likelihood of compliance with arbitrage rebate spending period exceptions, including small issuer exception, if applicable. The Tax Certificate will address certain matters regarding to arbitrage rebate requirements.
- Review copies of investment statements as received to determine if investments are within any required restriction limits and retain copies of investment statements as described below under Part VI, “Record Retention”.
- Make/sell investments at fair market value. For investments to be made in securities traded on established markets, yield-restricted defeasance escrows, guaranteed investment contracts and certificates of deposit, consult with bond counsel, financial advisor and/or other applicable advisors to ensure compliance with applicable bidding regulations or safe harbors.
- If arbitrage rebate exception not likely to be available, determine whether rebate calculations to be made by qualified City officials or employees or engage City accountant or rebate analyst to perform necessary calculations and filings.
- Provide copies of investment statements and any other materials requested to permit proper calculation of arbitrage rebate payments or payments in lieu thereof.
- Assure timely payment of required rebate amounts or payments in lieu thereof by using tickler system.

- Retain copies of all rebate calculations and filings made in connection with rebate payments or payments in lieu thereof as described below under Part VI, “Record Retention”.

III. Use of Obligations Proceeds:

- Monitor use of Obligations proceeds (including sale, gross, replacement or transferred proceeds and investment earnings thereon) throughout term of issue to ensure compliance with covenants and restrictions contained in the Tax Certificate and in authorizing ordinances/resolutions (to ensure that Obligations proceeds are applied to authorized capital projects and other authorized costs, if applicable (e.g., costs of issuance and capitalized interest)).
- Consult immediately with bond counsel if the City (i) desires to spend Obligations proceeds on capital projects or other authorized costs not listed in authorizing ordinances/resolutions or (ii) determines that Obligations proceeds have not been spent on capital projects or other authorized costs listed in authorizing ordinances/resolutions.

IV. Accounting for Expenditures:

- Maintain and update Asset List as applicable.
- Allocate expenditures and investment of Obligations proceeds by consistently applied accounting method.
- Maintain records identifying expenditures of Obligations proceeds, including investment earnings.
- Make written reimbursement allocations in timely manner to extent required by U.S. Treasury Regulation Section 1.150-2 (commonly referred to as the “reimbursement regulations”).
- Make written final allocation of expenditure of Obligations proceeds, including investment earnings, not later than 18 months after the date an expenditure is made or, if later, the date the Obligation-Funded Capital Project is placed in service, and within outside limit of the earlier of 60 days after fifth (5th) anniversary of the issue date or 60 days after retirement of the issue (including by prepayment/redemption), whichever is earlier.

V. Use of Obligation-Funded Capital Projects:

- Review Asset List and confer with City officials and employees responsible for overseeing use of City capital assets at least annually to determine whether existing or any planned use of Obligation-Funded Capital Projects is/will be in compliance with the covenants and restrictions contained in the Tax Certificate.
- Immediately consult with bond counsel in the event any existing or planned use of Obligation-Funded Capital Projects is/will not be in compliance with covenants and restrictions contained in the Tax Certificate and follow advice of bond counsel to remediate such non-compliance (which advice may include compliance with the “change-in-use” provisions as described in the succeeding bullet point, if such option is still

available time-wise, or participating in the Internal Revenue Service’s Voluntary Closing Agreement Program).

- Before selling, leasing, otherwise allowing the use of (by concession, license or other type of use arrangement), arranging for the operation and management of, or disposing of, Obligation-Funded Capital Projects, that was not specifically provided for in the Tax Certificate, and before modifying or extending any such arrangements, even if contemplated by the Tax Certificate, consult with bond counsel and other advisors (including financial advisor, as necessary) to determine whether such planned use or disposition is in accordance with the Tax Certificate and applicable law and to determine whether the “change-in-use” provisions of the Internal Revenue Code of 1986, as amended (the “Code”), and the applicable U.S. Treasury Regulations need to be complied with. *Notes—(1) Any such consultation should be made before contemplated use or disposition is approved or any agreements relating to the same are entered into. (2) Consult with bond counsel and other applicable advisors even if intended user is another Maryland municipal corporation or county or other Maryland governmental entity to ensure that (A) such user’s intended use does not contemplate private business use/private payments or security through further arrangement, and (B) that a governmental entity other than a Maryland municipal corporation or county qualifies as a governmental entity for purposes of the Code and the applicable U.S. Treasury Regulations. (3) Non-profit corporations (including 501(c)(3) entities) and the federal government and its departments, agencies and instrumentalities qualify as private business users for purposes of the Code and the applicable U.S. Treasury Regulations.*
- To the extent bond counsel advises that compliance with “change-in-use” provisions of the Code and the applicable U.S. Treasury Regulations is necessary, do not take any contemplated actions without consulting with bond counsel and following bond counsel’s advice, and promptly comply with any filing or other requirements as advised by bond counsel.

VI. Record Retention:

Retain the following while the Obligations are outstanding (either to maturity or redemption/prepayment in full), plus three (3) years, unless applicable provisions of the Code or the U.S. Treasury Regulations have been changed—

- Closing transcript (whether in binder or CD form).
- CP Notice 152 received from the Internal Revenue Service upon filing of the related Form 8038-G.
- Copies of all materials relating to acquisition/construction of Obligation-Funded Capital Projects, including acquisition contracts, construction contracts, installation contracts, purchase orders, invoices, etc.
- Copies of reimbursement allocations made in accordance with U.S. Treasury Regulation Section 1.150-2, if applicable.
- Copies of written allocations of expenditures of Obligation proceeds (including investment earnings thereon and proceeds of Obligations spent to refund other Obligations).

- Copies of all investment statements, investment agreements, investment purchase agreements, investment sale agreements, investment confirmations, investment receipts and records of paid administrative costs and any bidding documents or evidence of safe harbor compliance related to investments.

VII. Miscellaneous:

- Promptly following adoption of these Procedures, the assigned or default official(s)/employee(s) shall comply with the applicable provisions of these Procedures with regard to any outstanding Obligations of the City in addition to the 2015 Bond.
- The official(s)/employee(s) with primary responsibility for complying with these Procedures shall be allowed to use the services of other appropriate City officials or employees in carrying out their responsibilities.
- To the extent practical and feasible, the City shall use electronic tickler systems to comply with these Procedures, with back-up paper tickler systems employed for critical dates.
- The official(s)/employee(s) of the City primarily responsible for complying with these Procedures shall be allowed to consult with bond counsel and other advisors (e.g. financial advisor, rebate analyst), at the cost of the City, as necessary to ensure compliance herewith.
- The official(s)/employee(s) of the City primarily responsible for complying with these Procedures shall periodically review the “Tax Exempt Bonds” section of the Internal Revenue Service’s website at www.irs.gov (after typing in address, go to “Information For” drop down bar at upper right of homepage) (as such section may be reorganized from time to time) to see if new information has been posted to such site that impacts the City’s tax-exempt obligations, including under the sub-tab marked “Issuers”.
- The official(s)/employee(s) of the City primarily responsible for complying with these Procedures shall, as he/she/they deem necessary or advisable, request authorization to attend conferences or webinars regarding tax-exempt obligations and to purchase resource guides and, in undertaking any continuing education (e.g., at Maryland Municipal League or Maryland Government Finance Officers Association conferences), shall take advantage of seminars or presentations offered on tax-exempt obligations.
- Before establishing funds or accounts or identifying other sources of revenue to pay debt service on the Obligations that are not contemplated by the Tax Certificate, consult with bond counsel to determine whether same constitute “replacement proceeds” that are subject to yield restriction and arbitrage rebate requirements and comply with bond counsel’s advice, including supplementing the Tax Certificate, if necessary.
- For any calendar year in which the City has designated “qualified tax-exempt obligations” earlier in the year, ensure that any tax-exempt obligations issued later in such calendar year for any purpose will not cause the City to exceed the \$10 million “bank-qualified” limit or any other bank-qualification limit applicable for such calendar year. *Note: tax-exempt lease-purchase agreements count against the bank-qualification limit as do, under applicable law in effect in 2015, “qualified 501(c)(3) bonds”.* Consult with bond counsel before issuing any tax-exempt obligation that may cause the applicable “bank-qualification” limit to be exceeded.

- To the extent a potential or actual violation of the Tax Certificate is discovered, consult immediately with bond counsel and other applicable advisors to determine a course of action to remediate such violation.
- Consult with bond counsel immediately in the event any change in interest rate is triggered under the applicable bond documents in order to determine whether a “reissuance” of the Obligations has occurred for purposes of the Code and the applicable U.S. Treasury Regulations that requires further action. Examples of such interest rate changes include exercise by the registered owner of a right to adjust the interest rate or a change in the federal income tax treatment of a registered owner triggering such an adjustment, in each case in accordance with the applicable Obligation documents.
- Consult with bond counsel before determining to enter into an agreement or arrangement with registered owners of the Obligations (or other applicable parties) to change interest rates, amortization schedules, payment dates, prepayment/redemption provisions, security for the Obligations or a change in obligor in order to determine whether such contemplated action will cause a “reissuance” of the Obligations for purposes of the Code and applicable U.S. Treasury Regulations and the actions needed to be taken in connection with any such reissuance, and promptly comply with the recommendations of bond counsel.
- To the extent the City maintains written job descriptions for official(s)/employee(s) that have responsibility for compliance with these Procedures, the City shall add references to complying with these Procedures as part of the duties set forth in such job descriptions.

[SIGNATURE ON FOLLOWING PAGE]

#175077;53000.001

The foregoing Procedures are established on behalf of City of College Park as of the _____ day of _____, 2015.

APPROVED:

Joseph L. Nagro, City Manager

Stephen Groh, Director of Finance

15-G-63

MEMORANDUM

TO: Mayor and City Council
FROM: Bill Gardiner, Assistant City Manager *BG*
THROUGH: Joe Nagro, City Manager
DATE: May 22, 2015
SUBJECT: WMATA Test Track

ISSUE: The North College Park Citizen's Association has requested that Council send correspondence to WMATA regarding noise and other issues with the test track project.

SUMMARY:

Staff contacted the WMATA Project Manager and requested information concerning the project construction work hours, the anticipated completion date, the test track hours of operation, and the feasibility of constructing the sound wall west of the CSX tracks. The responses from the Project Manager are below.

1. Weekday work hours are from 6:30AM until 5 to 6PM. Our planned weekend work will occur on May 30th & 31, and June 13th & 14th. There will be very little construction work during the night time hours except for the two weekends noted.
2. The anticipated completion date will be early this coming fall.
3. WMATA placed the sound wall at the location as directed by the Federal Government. It is not feasible to relocate the wall at this time.
4. The test track train testing will be during revenue hours and occasionally after midnight.
5. I have spoken with WMATA's maintenance superintendent and the gate will be chained and locked using a different lock than the one used in the past. We will monitor the gate and if this continues we will take other actions.

RECOMMENDATION:

Council may consider the information above from WMATA when it discusses correspondence to WMATA on this issue.

May 26, 2015

Jack Requa
Interim General Manager and Chief Executive Officer
Washington Metropolitan Area Transit Authority

Dear Mr. Requa:

On Thursday, May 14, representatives of the Washington Metropolitan Area Transit Authority (WMATA) attended a meeting of the North College Park Citizens Association (NCPCA) to discuss the construction of the test track between College Park and Greenbelt Metro stations. We appreciate the opportunity that WMATA provided to discuss ongoing resident concerns regarding construction and planned operation of the test track. There are a few concerns, however, that NCPCA residents raised, and we would like to ask that you look into them further.

First, residents ask that WMATA reconsider the location of the noise barrier currently being reconstructed, between Greenbelt Metro station and MD-193. We understand from the discussion on May 14 that the original barrier was constructed to mitigate the negative environmental consequences (i.e. noise pollution) upon construction of the Green Line in the 1990's. The CSX tracks have a similar impact on our neighborhood; however, these tracks were built decades before the National Environmental Policy Act (NEPA) was in place and, therefore, were not subject to the same requirements. While we understand that the federal government directed WMATA to build the wall in its current location, we believe the neighborhood would be better served if a noise barrier were to be built between the CSX tracks and the neighborhood. We ask that you work with CSX in whatever way possible to provide for construction of an adequate sound barrier that will protect the neighborhood from noise emanating from CSX and MARC trains as well as Metro trains.

Second, we respectfully request that WMATA refrain from utilizing the test track during hours when Metro is not in operation. During the May 14 meeting, WMATA representatives informed the community that WMATA may be utilizing the track off-hours, which will allow the noise that our residents experience when Metro is operating to continue into the nighttime. We understand that one main purpose of the test track was to allow WMATA to test trains during operating hours, and we would hope that off-hour train testing would occur in areas underground, where residential neighborhoods are not impacted.

Thank you for your consideration of these requests. We look forward to continuing our work with you to enhance the benefit that WMATA provides to the College Park community.

Sincerely,

Andrew Fellows
Mayor
City of College Park

15-G-64

May 26, 2015

Dear Chair Franklin:

The City of College Park supports the efforts by the County Executive and CEO of the Prince George's County Public Schools to set forth a long-term plan to move the Prince George's County Public School system from its current rank near the bottom of Maryland schools to the top ten. However, we are concerned that the County Executive's current proposal to increase taxes by fifteen cents will further erode residents' trust in our school system and have unintended negative impacts on homeownership and economic development in the County.

The County school system continues to struggle with providing high quality education, due to a myriad of reasons including antiquated buildings, uncompetitive salaries for staff and faculty, too few teachers in the classroom, and children who do not receive adequate nutrition at home. Our residents want the school system to improve. The city of College Park has invested more than \$150,000 annually to support our school system. Many families with young children have left College Park and Prince George's County because they want to provide a higher quality of education for their children without paying to send them to private school. The quality of schools is an important factor when prospective new residents are deciding where to live.

On the other hand, high tax rates also have a negative impact on our community. Many residents, even those with an income high enough to be ineligible for the low-income homeowner's property tax credit, are still struggling from the aftermath of the recession and unable to pay the additional burden. If Prince George's County increases its tax rate to \$1.11 per \$100 of assessed value, Prince George's County will have a higher property tax than neighboring counties. This puts Prince George's County at a competitive disadvantage with prospective homeowners seeking lower property taxes. We have heard from residents who have said they cannot afford to live in the city any more if this property tax increase passes. We also know of small business owners working in our city who have struggled to stay open in recent years, and this additional burden will make it more difficult for them to survive.

We encourage the County Council to work with the County Executive, the CEO of the Prince George's County Public Schools, and the Board of Education to find a more appropriate balance between the need to improve the quality of our schools and the need to minimize the burden to Prince George's County taxpayers. While we agree that our schools need to be adequately funded to be in a position to succeed, there are other steps that can be taken to make our schools function more effectively and efficiently – steps such as carrying out the recommendations of the financial management practices audit conducted by the Department of Legislative Services in 2014, conducting a performance audit to identify other potential cost-saving measures, and pursuing innovative means to improve our education system at a lower cost.

We acknowledge the difficult decision that you have before you in balancing these competing interests. Prince George's County has the opportunity to be a leader in highly effective, low-cost education reform, and we are ready and willing to work with you to achieve that goal.

Sincerely,

Andrew Fellows
Mayor
City of College Park

15-G-65

Appointments to Boards and Committees

15-G-65

Councilmember Brennan:

- Nick Brennan to the Animal Welfare Committee

Councilmember Wojahn:

- Susan Keller to the Committee for a Better Environment

15-G-62

Larry Hogan, Governor
Boyd Rutherford, Lt. Governor



Pete K. Rahn, Secretary

May 18, 2015

The Honorable Andrew M. Fellows
Mayor, City of College Park
4500 Knox Road
College Park MD 20740-3390

Dear Mayor Fellows:

Thank you for meeting with State Highway Administration (SHA) representatives on May 8, 2015, to discuss the status of the US 1 roadway project in College Park, Maryland. We understand the reconstruction of US 1 is a priority for the City of College Park.

Upon execution of the Memorandum of Understanding (MOU) last year, SHA commenced the underground relocation design along US 1 between Lakeland Road and MD 430 (Greenbelt Road). At this time, the underground utility relocation design is approximately 65 percent complete. In order to maintain the current US 1 project schedule with underground utilities, SHA needs to engage utility companies to advertise a utility relocation breakout contract in Fall 2015.

For SHA to advertise this utility relocation breakout contract, a letter of commitment from College Park is needed by June 8, 2015. The letter must include the commitment to fully fund the total City of College Park contribution for the underground utility relocation (current estimate \$14,973,000) on or before September 30, 2015. If the City of College Park is not able to secure this funding, SHA will proceed with the design of the US 1 roadway project assuming that existing utilities will remain aerial.

Thank you again for meeting with us. If you have additional questions or comments, please contact me or Project Manager Ms. Denila Deliallisi, Highway Design Division, SHA at 410-545-8783, toll-free 1-888-228-5003 or via email at ddeliallisi@sha.state.md.us. Ms. Deliallisi will be happy to assist you.

Sincerely,

A handwritten signature in black ink, appearing to read 'D. Simmons', is written over a circular stamp or seal.

Douglas H. Simmons
Acting Administrator

cc: Ms. Denila Deliallisi, Project Manager, Highway Design Division, SHA
Mr. Brian Young, District Engineer, SHA

My telephone number/toll-free number is _____

Maryland Relay Service for Impaired Hearing or Speech 1.800.735.2258 Statewide Toll Free

Street Address: 707 North Calvert Street • Baltimore, Maryland 21202 • Phone 410.545.0300 • www.roads.maryland.gov

The Honorable Andrew M. Fellows
Page Two

bcc: Mr. Eric Backes, State Legislative Manager, Office of Policy and Research, SHA
Mr. William Gayle, Division Chief, Office of Policy and Research, SHA
Ms. Colleen Johnson, State Legislative Coordinator, Office of Policy and Governmental
Affairs, Maryland Department of Transportation (MDOT)
Ms. Catherine Kahl, Legislative Assistant, Office of Policy and Governmental Affairs,
MDOT
Mr. Jason A. Ridgway, Director, Office of Highway Development, SHA
Ms. Barbara L. Solberg, Chief, Highway Design Division, SHA
Ms. Kristen W. Weiss, State Legislative Officer, Office of Policy and Governmental
Affairs, MDOT
Dr. Richard Y. Woo, Ph.D., Director of Policy and Research, SHA

MEMORANDUM

TO: Mayor and Council
FROM: Terry Schum, Planning Director *ts*
THROUGH: Joseph L. Nagro, City Manager
DATE: May 22, 2015
SUBJECT: US 1 Utility Undergrounding

ISSUE

The State Highway Administration (SHA) via a letter dated May 18, 2015, requests a letter of commitment from the City by June 8, 2015 to fully fund the underground utility relocation (minus the SHA estimated cost of aerial relocation) associated with the reconstruction of US 1 from Lakeland Road to MD 430 (Greenbelt Road). The current estimated cost is \$14,973,000.

SUMMARY

The City executed a Memorandum of Understanding (MOU) with SHA on August 11, 2014 (see attached). Section III.B. of the MOU states that the City shall have the right to terminate the design of the undergrounding anytime and provide SHA with a 2-week notice to do so with no further obligations to SHA after paying SHA for the completed or initiated design prior to termination. SHA shall provide the City with undergrounding design plans up to the point of termination.

Section II.C. of the MOU requires SHA to provide the City with 5 sets of design plans and estimates for review and comment at the preliminary investigation stage, the final review stage, the plans, specifications and estimate phase and the constructability review stage. There were no timetables or performance schedules stated in the MOU.

On February 25, 2015, the City received 30% design plans and requested a meeting with SHA to review them. This meeting was held on March 31, 2015. At that time, the City was informed that the utility companies were not fully on board with their resources to design for both aerial and underground relocations because the project wasn't funded for construction and they typically would not design for both. On May 1, 2015, at the City's request an updated utility undergrounding estimate was provided (see attached).

To date, the SHA has billed the City for \$51,273 of the total \$300,000 design cost but it is not clear from the invoices what percentage completion this represents.

RECOMMENDATION

Staff recommends that the Mayor and Council consider the following in responding to the SHA.

1. Request a briefing on the status of the entire project at a City Council Worksession.
2. Clarify the location of utilities and right-of-way needed if utilities are not placed underground.
3. Provide a current set of plans (65%) for the undergrounding design.
4. Provide a detailed accounting of funds expended to date for the undergrounding design.
5. Provide an updated schedule and cost estimate for the project without the undergrounding of utilities.
6. Clarify the SHA position regarding the submission of a TIGER application.

Martin O'Malley, *Governor*
Anthony G. Brown, *Lt. Governor*



James T. Smith, Jr., *Secretary*
Melinda B. Peters, *Administrator*

RECEIVED

AUG 13 2014

CITY OF COLLEGE PARK
PLANNING DEPARTMENT

August 11, 2014

Terry Schum, Director
Department of Planning, Community, and Economic Development
City of College Park
4500 Knox Road
College Park, Maryland 20740

Dear M. Schum,

Attached for the use of the City of College Park (City) is one (1) fully executed original Memorandum of Understanding between the City and Maryland State Highway Administration (SHA) for SHA's project on US 1 from MD 193 to College Avenue.

Generally, the MOU provides for the SHA to design for the undergrounding of existing aerial facilities along portions of US 1. The City has agreed to reimburse SHA for all costs incurred by SHA in the design for the undergrounding. The current estimate to design the undergrounding is estimated to be Three Hundred Thousand Dollars (\$300,000)

Thank you for your assistance in bringing the MOU to a successful execution. If you have any questions or if I can be of assistance please contact me by phone at (410) 545-5660 or by email at gklaverweiden@sha.state.md.us.

Sincerely,

A handwritten signature in blue ink, appearing to read 'E. Klaverweiden', is written over a large, stylized blue scribble.

Mr. E. Glenn Klaverweiden
Agreements Coordinator
Regional and Intermodal
Planning Division.

My telephone number/toll-free number is _____
Maryland Relay Service for Impaired Hearing or Speech 1.800.735.2258 Statewide Toll Free

Street Address: 707 North Calvert Street • Baltimore, Maryland 21202 • Phone 410.545.0300 • www.roads.maryland.gov

MEMORANDUM OF UNDERSTANDING

**US 1 (Baltimore Avenue)
from MD 193 to College Avenue (Segment 1)
Design for the undergrounding of existing aerial facilities**

by and between

The City of College Park
and
Maryland State Highway Administration

THIS MEMORANDUM OF UNDERSTANDING (“MOU”), executed in duplicate, made and entered into this 11th day of August, 2014, by and among the State Highway Administration of the Maryland Department of Transportation, acting for and on behalf of the State of Maryland, hereinafter called "SHA", and The City of College Park, a municipal corporation of the State of Maryland, hereinafter called the “CITY”.

WHEREAS, SHA and the CITY desire to construct improvements to US 1 to improve safety and service, hereinafter called the "IMPROVEMENTS", and

WHEREAS, the IMPROVEMENTS shall generally consist of base widening, new curb and gutter, sidewalks, mill and resurfacing, drainage and safety improvements to US 1; and

WHEREAS, the CITY has requested SHA to design the undergrounding of the existing aerial utilities along US 1 from Lakeland Road to MD430, hereinafter called the “UNDERGROUNDING DESIGN”; and

WHEREAS, SHA supports the CITY’s desire to develop the UNDERGROUNDING DESIGN and has agreed to the CITY’s request, subject to the terms and conditions contained herein; and

WHEREAS, SHA has committed to proceed with the design of the IMPROVEMENTS and the UNDERGROUNDING DESIGN under SHA contract PG6245171; and

WHEREAS, the CITY shall fund all costs for the UNDERGROUNDING DESIGN which is currently estimated to be Three Hundred Thousand Dollars (\$300,000), and

WHEREAS, execution of this MOU by the CITY does not promise or preclude possible participation in future phases by the CITY; and

WHEREAS, SHA and the CITY agree that completion of the UNDERGROUNDING DESIGN will benefit all parties of this MOU and will promote the safety, health and general welfare of the citizens of the State and the CITY;

NOW, THEREFORE THIS MEMORANDUM OF UNDERSTANDING WITNESSETH: that for and in consideration of the mutual covenants and promises between the parties hereto, and in further consideration of the sum of One Dollar (\$1.00) paid to each party by the other, the adequacy and receipt of which is hereby acknowledged, the parties hereto agree as follows:

I. DESCRIPTIONS

- A. The UNDERGROUNDING DESIGN shall include the design and preparation of Plans, Specifications and Estimates (PS&E) of the undergrounding of existing aerial utilities along US 1 from Lakeland Road to MD 430.
- B. The IMPROVEMENTS limits of work along US 1 (Baltimore Avenue) extend from MD 193 to College Avenue (Segment 1). The purpose of Segment I of the US 1 project is to improve safety for vehicles, bicyclists, and pedestrians that travel along the corridor, and aesthetic improvements to establish US 1 as a gateway to the City of College Park and the University of Maryland, College Park (UMCP) campus. It includes, but is not limited to, a landscaped median, bicycle compatibility, and ADA-compliant sidewalks.

II. SHA Responsibilities

- A. SHA shall perform all work necessary to develop the UNDERGROUNDING DESIGN. The City will be liable for all costs attributable to the UNDERGROUNDING DESIGN, to include preparation of PS&E necessary to move forward to construction. Such PS&E documents to include, but not be limited to:
 - 1. Construction plans
 - 2. Right-of-way needs
 - 3. Cross sections
 - 4. Material specifications
 - 5. Material quantities and engineering estimates
 - 6. Invitation for Bids booklet(s)
- B. SHA will provide the CITY with the latest contact information of the Project Manager, will continue to coordinate the UNDERGROUNDING DESIGN with the CITY, and invite the CITY to all progress meetings as they relate to the UNDERGROUNDING DESIGN.
- C. SHA shall provide the CITY with five (5) complete sets of UNDERGROUNDING DESIGN plans and estimates for review and comment at the Preliminary Investigation (PI), final review, PS&E, and constructability review stages; however, SHA shall have sole authority for the content of all contract plans and revisions thereto.
- D. SHA shall provide the CITY with five (5) complete sets of final UNDERGROUNDING DESIGN plans and estimates.
- E. In the event that SHA desires to revise the UNDERGROUNDING DESIGN plans subsequent to final plan approval, but prior to initiation of construction activities, SHA shall promptly provide the CITY with written notification of said revision including estimated costs for comment.
- F. SHA shall provide invoices to the CITY on a periodic basis for all actual costs incurred by SHA for design of the UNDERGROUNDING DESIGN during the

invoice period, to include, but not be limited to, SHA's direct salaries, payroll burden and overhead and other direct costs such as consultant services. Invoices shall include normal SHA documentation to evidence all actual costs incurred during the invoice period. Invoices shall include only those costs directly related to the UNDERGROUNDING DESIGN. For purposes of this MOU, the cost for the UNDERGROUNDING DESIGN is estimated to be Three Hundred Thousand Dollars (\$300,000), which includes the cost for SHA direct salaries, payroll burden and overhead and other direct costs estimated to be Fifty Eight Thousand Five Hundred Sixty Eight Dollars (\$58,568).

- G. In the event that SHA does not receive payment of an invoice or a Notice of Dispute within thirty (30) days following CITY receipt of any invoice, SHA will notify the CITY of the overdue payment and provide the CITY the opportunity to pay such overdue amount within thirty (30) days following such notification. If payment has not been received within thirty (30) days following such notification, SHA will notify the CITY in writing that SHA will proceed with a deduction from the CITY's share of Highway User Revenues equal to the overdue invoice amount, up to the agreed Three Thousand Dollars (\$300,000) amount except as provided in III.F.

III. CITY Responsibilities

- A. The CITY shall provide SHA with written review comments of UNDERGROUNDING DESIGN plans within thirty (30) working days following receipt of same.
- B. The CITY shall have the right to terminate the design of the UNDERGROUNDING DESIGN anytime, and provide SHA with a two (2) week notice to do so with no further obligations to SHA after paying SHA for the design of the UNDERGROUNDING DESIGN completed or initiated prior to termination. SHA shall provide the CITY with UNDERGROUNDING DESIGN plans up to the point of termination.
- C. In the event the CITY desires to revise the UNDERGROUNDING DESIGN plans subsequent to final plan approval, but prior to initiation of construction activities, the CITY shall promptly provide SHA with written notification of the proposed revision including the estimated costs of said revision. Provided that the proposed revisions comply with SHA's safety and public welfare policies, and does not cause a penalty, and, provided that the CITY provides adequate surety for its funding obligations (i.e., funding availability) as provided for by the terms of this MOU, SHA shall approve or deny the revisions within ten (10) working days of SHA's receipt thereof. SHA shall have sole authority to interpret its safety and public welfare policies to determine compliance of the revisions; and, SHA shall have sole authority to determine the final content of the plans.
- D. The CITY shall reimburse SHA within thirty (30) days of receipt of each periodic invoice for all actual costs incurred by SHA in performing the design of the UNDERGROUNDING DESIGN during the invoice period. For purposes of this MOU, the estimated cost for the UNDERGROUNDING DESIGN, including

SHA's direct salaries, payroll burden, and overhead, is Three Hundred Thousand Dollars (\$300,000).

- E. In the event SHA does not receive payment of an invoice or notices of disputes within thirty (30) days following CITY's receipt of an invoice, SHA will notify the CITY of the overdue amount and provide the CITY the opportunity to pay such overdue amount within thirty (30) days following such notification. If payment has not been received within thirty (30) days, SHA will notify the CITY in writing that SHA may proceed to deduct such amount from the CITY's share of Highway User Revenue equal to the overdue invoice amount.
- F. If the UNDERGROUNDING DESIGN costs are expected to exceed the CITY's funding, SHA shall prepare an estimate of the additional amount needed to complete the UNDERGROUNDING DESIGN, hereinafter referred to as the "INCREASE", and forward the INCREASE to the CITY. The estimate for the INCREASE shall be accompanied by all documentation to justify the necessity of the INCREASE for the completion of the UNDERGROUNDING DESIGN. SHA shall not invoice the CITY for costs incurred beyond CITY funding unless approved by the CITY.
 - a. If the UNDERGROUNDING DESIGN costs are estimated to exceed the CITY funding, and the CITY does not agree in advance to the INCREASE, the UNDERGROUNDING DESIGN will be terminated by SHA upon reaching the CITY funding threshold of Three Hundred Thousand Dollars (\$300,000) and SHA shall transmit all files and materials generated during the course of the UNDERGROUNDING DESIGN to the CITY.

IV. GENERAL

- A. The completion of the UNDERGROUNDING DESIGN shall in no way guarantee or imply that further phases of the IMPROVEMENTS and the UNDERGROUNDING DESIGN (e.g., right-of-way acquisition, utility relocation, or construction) shall be performed or funded following design completion.
- B. This MOU shall inure to and be binding upon the parties hereto, their agents, successors and assigns.
- C. The rights and liabilities of the parties hereto shall be determined in accordance with Maryland law and in Maryland courts.
- D. The recitals (WHEREAS clauses) at the beginning of this MOU are incorporated herein as substantive provisions of this MOU.
- E. The parties hereby agree and affirm that the persons executing this MOU on their respective behalf are authorized and empowered to act on behalf of the respective parties. The parties hereby further warrant and affirm that no cause of action challenging the existence, scope, or validity of the MOU shall lie on the ground that the persons signing on behalf of the respective parties were neither authorized nor empowered to do so.

F. All notices and/or invoices, if to the CITY, shall be addressed to:

Terry Schum, Director
Department of Planning, Community and Economic Development
City of College Park
4500 Knox Road
College Park, Maryland 20740
Phone: (240) 487-3538
Fax: (301) 887-0558
E-mail: tschum@collegeparkmd.gov

And if to SHA:

Jason Ridgway, Director
Office of Highway Development
State Highway Administration
707 N. Calvert Street
Mailstop C-102
Baltimore MD 21202
Phone: 410-545-8800
Fax: 410-209-5001
E-mail: JRidgway@sha.state.md.us

With a copy to:

Mr. Brian Young, District Engineer, District 3
State Highway Administration
9300 Kenilworth Avenue
Greenbelt, MD 20770
Phone 301-513-7404
Fax 301-513-7415
E-mail BYoung@sha.state.md.us

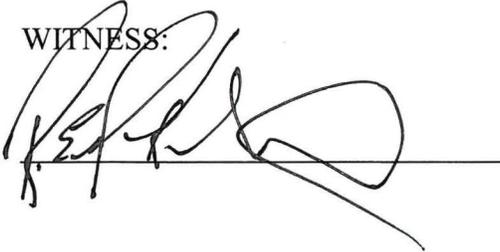
and a copy to:

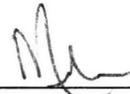
Mr. Glenn Klaverweiden, Agreements Coordinator
Regional and Intermodal Planning Division
State Highway Administration
707 N. Calvert Street
Mailstop C-502
Baltimore MD 21202
Phone: 410-545-5677
Fax: 410-209-5025
E-mail: gklaverweiden@sha.state.md.us

IN WITNESS WHEREOF, the parties hereto have caused this MEMORANDUM OF UNDERSTANDING to be executed by their proper and duly authorized officers, on the day and year first above written.

**STATE HIGHWAY
ADMINISTRATION**

WITNESS:

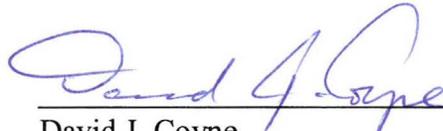


BY:  3/9/14 (SEAL)
Melinda B. Peters Date
Administrator

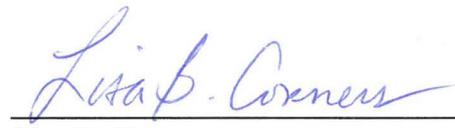
**APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:**


Assistant Attorney General

RECOMMENDED FOR APPROVAL:


David J. Coyne
Deputy Administrator/Chief Engineer
for Operations


Douglas H. Simmons
Deputy Administrator/Chief Engineer
for Planning, Engineering, Real Estate &
Environment


Lisa B. Conners
Director
Office of Finance

ATTEST:

**THE CITY OF COLLEGE PARK
PRINCE GEORGE'S COUNTY,
MARYLAND**

Janeen S. Miller

Janeen S. Miller, CMC, City Clerk

BY:

Joseph L. Nagro
Joseph L. Nagro
City Manager

7/16/14 (SEAL)

Date

**APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:**

Suellen M. Ferguson
Suellen M. Ferguson, City Attorney

QUANTITY AND COST BREAKDOWN

Project: **SHA Cost Estimate-US 1 @ College Park**
 Client: **MSHA-District 3**
 Type of Est.: **Semi-Final Utility Undergrounding**
 Date of Est.: **May 1, 2015**

Job Order No.: **05122206.33**

ITEM #	CAT. CODE #	ITEM DESCRIPTIONS	UNIT	QTY.	UNIT PRICE	AMOUNT
CATEGORY 100000 - MAINTENANCE OF TRAFFIC						
1001	120500	Maintenance of Traffic (5% of Categories 2-8)	LS	1	\$383,152.00	\$383,152.00
1002	110350	TYPE B ENGINEERS OFFICE	LS	1	\$40,000.00	\$40,000.00
1003	130840	CONSTRUCTION STAKEOUT	LS	1	\$76,585.40	\$76,585.40
1002	114215	5 INCH YELLOW REMOVABLE PREFORMED PAVEMENT LINE MARKINGS	LF	31800	\$1.50	\$47,700.00
1002	114220	5 INCH WHITE REMOVABLE PREFORMED PAVEMENT LINE MARKINGS	LF	1800	\$1.50	\$2,700.00
1003	114235	12 INCH WHITE REMOVABLE PREFORMED PAVEMENT LINE MARKINGS	LF	355	\$3.00	\$1,065.00
1004	114245	24 INCH WHITE REMOVABLE PREFORMED PAVEMENT LINE MARKINGS	LF	315	\$6.00	\$1,890.00
1005	114275	REMOVAL OF REMOVABLE PREFORMED PAVEMENT MARKINGS, ANY WIDTH	LF	34270	\$0.15	\$5,140.50
1006	114302	8 INCH BLACK OUT TAPE LINES	LF	400	\$3.25	\$1,300.00
1007	114306	REMOVAL OF BLACK OUT TAPE LINES-ANY WIDTH	LF	400	\$0.35	\$140.00
1008	120555	GRADED AGGREGATE BASE FOR MAINTENANCE OF TRAFFIC	TON	4528	\$35.00	\$158,480.00
1009	120561	HOT MIX ASPHALT FOR MAINTENANCE OF TRAFFIC	TON	10257	\$150.00	\$1,538,550.00
1010	120571	STEEL PLATE 8 FOOT X 12 FOOT X 1 INCH FOR MAINTENANCE OF TRAFFIC RENTAL PER DAY	EA	10	\$100.00	\$1,000.00
1011	120610	ARROW PANEL	UD	510	\$35.00	\$17,850.00
1012	120625	TEMPORARY TRAFFIC SIGNS HIGH PERFORMANCE WIDE ANGLE RETROREFLECTIVE	SF	1244	\$20.00	\$24,880.00
1013	120715	RESET PRECAST TEMPORARY CONCRETE TRAFFIC BARRIER FOR MAINTENANCE OF TRAFFIC	LF	11664	\$8.00	\$93,312.00
1014	120717	REFLECTIVE BARRIER MARKERS	EA	63	\$20.00	\$1,260.00
1015	120743	TYPE III BARRICADE FOR MAINTENANCE OF TRAFFIC	EA	5	\$300.00	\$1,500.00
1016	120750	TEMPORARY CRASH CUSHION SAND FILLED PLASTIC BARRELS FOR MAINTENANCE OF TRAFFIC	BBL	16	\$275.00	\$4,400.00
1017	120761	REPLACE TEMPORARY CRASH CUSHION SAND FILLED PLASTIC BARRELS FOR MAINTENANCE OF TRAFFIC	BBL	16	\$275.00	\$4,400.00
1018	120765	REMOVE AND RESET TEMPORARY CRASH CUSHION SAND FILLED PLASTIC BARRELS FOR MAINTENANCE OF TRAFFIC	BBL	192	\$75.00	\$14,400.00
1019	120820	DRUMS FOR MAINTENANCE OF TRAFFIC	EA	135	\$80.00	\$10,800.00
1020	120860	PORTABLE VARIABLE MESSAGE SIGN	UD	448	\$100.00	\$44,800.00
1021	121150	PRECAST TEMPORARY 32 INCH F SHAPE CONCRETE TRAFFIC BARRIER	LF	1272	\$30.00	\$38,160.00
1022	130850	MOBILIZATION (8% OF TOTAL)	LS	1	\$814,120.39	\$814,120.39
CATEGORY 300000 - DRAINAGE						
3001	388160	Filter Bag	EA	6	\$500.00	\$3,000.00
3002	387160	Filter Logs	LF	200	\$7.50	\$1,500.00
3003	388130	Quarterly Erosion and Sediment Control Incentive	EA	5	\$2,000.00	\$10,000.00
3004	388135	Final Erosion and Sediment Control Incentive	EA	1	\$5,000.00	\$5,000.00
CATEGORY 500000 - PAVING						
5001	585405	5 Inch White Lead Free Reflective Thermosplastic Pavement Markings	LF	3,400	\$1.00	\$3,400.00
5002	585407	5 Inch Yellow Lead Free Reflective Thermosplastic Pavement Markings	LF	7,600	\$1.00	\$7,600.00
5003	585412	12 Inch White Lead Free Reflective Thermosplastic Pavement Markings	LF	1,120	\$2.00	\$2,240.00
5004	585424	24 Inch White Lead Free Reflective Thermosplastic Pavement Markings	LF	310	\$5.00	\$1,550.00
5005	585627	White Preformed Thermosplastic Pavement Marking Legends & Symbols	SF	62	\$25.00	\$1,550.00
5006	504089	HMA Superpave 9.5mm for Surface, PG64-22, Level-4 (2" lift)	TON	1,050	\$110.00	\$115,500.00
5007	504444	HMA Superpave 25.0mm for Partial Depth Patch, PG64-22, Level-4 (two 4" lifts)	TON	4,200	\$100.00	\$420,000.00
5008	560108	8 Inch Plain PCC Pavement	SY	8,800	\$100.00	\$880,000.00
5009	520113	6 Inch Graded Aggregate Base Course (two 6" lifts)	SY	17,600	\$15.00	\$264,000.00
CATEGORY 600000 - SHOULDERS						
6001	634310	Stand Type A Curb & Gutter 12"x10"	LF	300	\$40.00	\$12,000.00
6002	648510	Monolithic Concrete Median Variable Width 2' to 6'	LF	200	\$90.00	\$18,000.00
6003	655105	5 Inch Concrete Sidewalk	SF	1,800	\$8.00	\$14,400.00
CATEGORY 800000 - UTILITIES						
8001	815210	Furnish and Install 4"x4"x4'hr Manhole - CATV - Comcast	EA	6	\$4,500.00	\$27,000.00
8002	800000	Furnish and Install 6-4" Conduits - CATV - Comcast	LF	1,133	\$330.00	\$373,890.00
8003	800000	Furnish and Install 5-4" Conduits - CATV - Comcast	LF	386	\$335.00	\$129,310.00
8004	800000	Furnish and Install 4-4" Conduits - CATV - Comcast	LF	71	\$330.00	\$23,430.00
8005	800000	Furnish and Install 3-4" Conduits - CATV - Comcast	LF	392	\$325.00	\$127,400.00
8006	800000	Furnish and Install 2-4" Conduits - CATV - Comcast	LF	1,675	\$320.00	\$536,000.00
8007	800000	Furnish and Install 1-4" Conduits - CATV - Comcast	LF	747	\$315.00	\$235,305.00
8008	809201	Furnish and Install 12'X6'X7'hr Manhole - VERIZON	EA	6	\$20,000.00	\$120,000.00
8009	800000	Furnish and Install 16-4" Conduits - VERIZON	LF	2,585	\$415.00	\$1,072,775.00
8010	800000	Furnish and Install 1-4" Conduits - VERIZON	LF	37	\$355.00	\$13,135.00
8011	800000	Furnish and Install 2-4" Conduits - VERIZON	LF	415	\$360.00	\$149,400.00
8012	800000	Furnish and Install 14-4" Conduits - VERIZON	LF	297	\$405.00	\$120,285.00
8013	800000	Furnish and Install 15-4" Conduits - VERIZON	LF	281	\$410.00	\$115,210.00

Project: SHA Cost Estimate-US 1 @ College Park

Client: MSHA-District 3

Job Order No.: 05122206.33

Type of Est.: Semi-Final Utility Undergrounding

Date of Est.: May 1, 2015

ITEM #	CAT. CODE #	ITEM DESCRIPTIONS	UNIT	QTY.	UNIT PRICE	AMOUNT
8014	809201	Furnish and Install 12'X6'X7'hr Manhole - PEPCO	EA	6	\$20,000.00	\$120,000.00
8015	800000	Furnish and Install 10-5" Conduits - PEPCO	LF	110	\$500.00	\$55,000.00
8016	800000	Furnish and Install 9-5" Conduits - PEPCO	LF	31	\$495.00	\$15,345.00
8017	800000	Furnish and Install 8-5" Conduits - PEPCO	LF	408	\$490.00	\$199,920.00
8018	800000	Furnish and Install 7-5" Conduits - PEPCO	LF	724	\$485.00	\$351,140.00
8019	800000	Furnish and Install 6-5" Conduits - PEPCO	LF	890	\$480.00	\$427,200.00
8020	800000	Furnish and Install 5-5" Conduits - PEPCO	LF	803	\$450.00	\$361,350.00
8021	800000	Furnish and Install 4-5" Conduits - PEPCO	LF	152	\$450.00	\$68,400.00
8022	800000	Furnish and Install 2-5" Conduits - PEPCO	LF	954	\$470.00	\$448,380.00
8023	800000	Furnish and Install 1-5" Conduits - PEPCO	LF	1,161	\$425.00	\$493,425.00
8024	800000	Furnish and Install Single Phase UG Transformer - PEPCO	EA	11	\$4,000.00	\$44,000.00
8025	800000	Furnish and Install Three Phase UG Transformer - PEPCO	EA	4	\$9,000.00	\$36,000.00
8026	800000	Furnish and Install UG Switch Gear - PEPCO	EA	5	\$30,000.00	\$150,000.00
8027	800000	Furnish and Install New Pole - PEPCO	EA	1	\$25,000.00	\$25,000.00
8028	800000	Furnish and Install New Pole Anchor - PEPCO	EA	1	\$5,000.00	\$5,000.00
8029	800000	Temporary Lighting Power	LS	1	\$60,000.00	\$60,000.00
Subtotal Construction - ALL CATEGORIES						\$10,990,625.29
15% Contingency of Project Construction and Utility Labor						\$2,044,736.67
15.3% SHA Overhead and Additives of Construction Cost (Category 1-8)						\$1,681,565.67
8030	800000	Underground Aerial Facilities - COMCAST Labor Cost (Assumed)	LS	1	\$540,000.00	\$540,000.00
8031	800000	Underground Aerial Facilities - VERIZON Labor Cost	LS	1	\$900,000.00	\$900,000.00
8032	800000	Underground Aerial Facilities - PEPCO Labor Cost	LS	1	\$900,952.50	\$900,952.50
8033	800000	Signal Interconnect	LS	1	\$300,000.00	\$300,000.00
Construction Cost and Utilities Labor Cost Estimate						\$17,357,880.13
Additional Right of Way Needs						\$155,011.50
TOTAL Construction Cost, Utility Labor and Right of Way						\$17,512,891.63