

Res. # 29-94

Buffalo, Iowa  
June 6, 1994

The City Council of Buffalo, Iowa, met in regular session on the 6th day of June, 1994, at 7:00 o'clock p.m. at the City Hall, in Buffalo, Iowa. The meeting was called to order and there were present PHIL C. HOOVER, Mayor, in the chair, and the following named Council members:

JOSIE COLLINS, TOM HARLAND, JR., DAVID KINSINGER, RICHARD NISSEN AND  
BETTY WALTERS

Absent: NONE

Matters were discussed concerning the issuance of Industrial Development Refunding Revenue Bonds for purposes of defraying all or a portion of the cost of refunding the outstanding principal amount of the City's \$3,000,000 Industrial Development Revenue Bonds (Linwood Stone Products Company, Inc. Project), Series 1985. Following a discussion of the proposal, Council Member KINSINGER introduced the following resolution in written form and moved its adoption. The motion was seconded by Council Member HARLAND. After due consideration of said resolution by the Council, the Mayor put the question on the motion and, the roll being called, the Resolution was adopted by the following vote:

Ayes: COLLINS, HARLAND, KINSINGER AND WALTERS

Nays: NISSEN

Absent: NONE

The Resolution was thereupon signed by the Mayor and in evidence of approval was attested by the City Clerk and declared to be effective. The Resolution is as follows:

RESOLUTION NO. 29-94

A RESOLUTION REGARDING THE ISSUANCE OF NOT TO EXCEED \$2,400,000 IN AGGREGATE PRINCIPAL AMOUNT OF INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS (LINWOOD MINING AND MINERALS CORP. PROJECT), SERIES 1994, OF THE CITY OF BUFFALO, IOWA, DIRECTING PUBLICATION OF NOTICE OF INTENTION TO ISSUE SAID BONDS, CALLING A PUBLIC HEARING ON THE PROPOSAL TO ISSUE SAID BONDS AND AUTHORIZING EXECUTION OF A MEMORANDUM OF AGREEMENT.

WHEREAS, the City of Buffalo, Iowa (the "Issuer"), is a municipal corporation organized and existing under the constitution and laws of the State of Iowa, and is authorized and empowered by Chapter 419 of the Code of Iowa (the "Act"), to issue Industrial Development Refunding Revenue Bonds and loan the proceeds from the sale of said Bonds to one or more parties to be used to refund prior issues issued for the purpose of defraying all or a portion of the cost of acquiring and improving land, buildings, and equipment suitable for projects as defined therein, for the purpose of securing and developing industry and trade within or near the Issuer in order to create jobs and employment opportunities and to improve the economic welfare of the residents of the Issuer and of the State of Iowa; and

WHEREAS, the Issuer has been requested by Linwood Mining and Minerals Corp. (formerly known as Linwood Stone Products Company, Inc. and referred to herein as the "Borrower"), to authorize and issue its Industrial Development Refunding Revenue Bonds pursuant to the provisions of the Act for the purpose of defraying all or a portion of the cost of refunding the outstanding principal amount of the Issuer's \$3,000,000 Industrial Development Revenue Bonds (Linwood Stone Products Company, Inc. Project), Series 1985 (the "Refunded Bonds"); and

WHEREAS, said Refunded Bonds were issued for the purpose of defraying all or a portion of the cost of an addition to the Borrower's then existing facility, remodelling such facility, and purchasing equipment, all suitable for use in the Borrower's limestone processing business located at 401 East Front Street, Buffalo, Iowa, which facilities and equipment were and are now owned and operated by the Borrower (the "Project"); and

WHEREAS, the Issuer has determined that the amount necessary to defray all or a portion of the cost of refunding the Refunded Bonds, including necessary expenses incidental thereto, will require the issuance by the Issuer of not to exceed \$2,400,000.00 in aggregate principal amount of its Industrial Development Refunding Revenue Bonds (the "Bonds") pursuant to the provisions of the Act, and it is proposed that the Issuer loan said amount to the Borrower under a Loan Agreement between the Issuer and Borrower pursuant to which loan payments will be made by the Borrower in amounts sufficient to pay the principal of, interest and premium, if any, on said Bonds, as and when the same shall be due; and

**WHEREAS**, the Bonds, if issued, shall be limited obligations of the Issuer, and shall not constitute nor give rise to a pecuniary liability of the Issuer or a charge against its general credit or taxing powers, and the principal of, interest and premium, if any, on the Bonds shall be payable solely out of the revenues derived from the Project to be financed by the Bonds; and

**WHEREAS**, regulations promulgated under Section 103 of the Internal Revenue Code of 1986, as amended (the "**Code**"), may require that the Issuer of such Bonds adopt a Resolution with respect to such Bonds or take "some other similar official action" toward the issuance of such Bonds prior to the commencement of construction or acquisition relating to the proposed Project, and it is intended that this Resolution shall constitute "some other similar official action" toward the issuance of the Bonds within the meaning of said federal income tax regulations; and

**WHEREAS**, there has been presented to the City Council (the "**Governing Body**") a Memorandum of Agreement, attached hereto as Exhibit A which sets forth certain mutual undertakings and agreements between the Issuer and the Borrower, relating to the further processing and issuance of said Bonds, and the Issuer believes it desirable and in its best interest that said Memorandum of Agreement be executed for and on behalf of the Issuer; and

**WHEREAS**, before the Bonds may be issued, it is necessary to conduct a public hearing on the proposal to issue the Bonds, all as required and provided by Section 419.9 of the Act and Section 147(f) of the Code.

**NOW, THEREFORE**, Be It and It Is Hereby Resolved by the Governing Body of the Issuer as follows:

**Section 1.** A public hearing shall be conducted on July 11, 1994, at 7:00 p.m., before this Governing Body at the City Hall in Buffalo, Iowa, on the proposal to issue not to exceed \$2,400,000.00 aggregate principal amount of the Issuer's Industrial Development Refunding Revenue Bonds (Linwood Mining and Minerals Corp. Project), Series 1994, pursuant to the provisions of the Act, for the purpose of defraying all or a portion of the cost of refunding the Refunded Bonds, and all local residents who appear at said hearing shall be given an opportunity to express their views for or against the proposal to issue such Bonds; and at said hearing, or any adjournment thereof, this Governing Body shall adopt a Resolution determining whether or not to proceed with the issuance of said Bonds.

**Section 2.** The City Clerk of the Issuer is hereby directed to publish one time, not less than fifteen (15) days prior to the date fixed for said hearing, in the Quad City Times, a legal newspaper published in the County of Scott and having a general circulation within the Issuer (there being no newspaper published and having a general circulation in the Issuer), a Notice of Intention to issue said Bonds in substantially the following form:

**NOTICE OF PUBLIC HEARING ON INTENTION TO ISSUE  
INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS  
(LINWOOD MINING AND MINERALS CORP. PROJECT), SERIES 1994**

Notice is hereby given that a public hearing will be conducted before the City Council of the City of Buffalo, Iowa (the "**Issuer**"), in the City Hall in said Issuer at 7:00 p.m., on July 11, 1994, on the proposal to issue an aggregate principal amount not to exceed \$2,400,000.00 of the Issuer's Industrial Development Refunding Revenue Bonds (Linwood Mining and Minerals Corp. Project), Series 1994 (the "**Refunding Bonds**"), pursuant to the provisions of Chapter 419 of the Code of Iowa, as amended, and to loan the proceeds of the sale of such Refunding Bonds to Linwood Mining and Minerals Corp. (formerly known as Linwood Stone Products Company, Inc. and referred to herein as the "**Borrower**"), for purposes of refunding the outstanding principal amount of the Issuer's \$3,000,000 Industrial Development Revenue Bonds (Linwood Stone Products Company, Inc. Project), Series 1985 (the "**Refunded Bonds**"). The proceeds of the Refunded Bonds were used to defray all or a portion of the cost of an addition to the Borrower's then existing facility, remodeling of the Borrower's then existing facility and purchasing equipment (including necessary expenses incidental thereto) suitable for use in the Borrower's limestone processing business located at 401 East Front Street in Buffalo, Iowa (the "**Project**"). Said facility, equipment and Project are owned and operated by the Borrower. It is proposed that a Loan Agreement will be entered into between the Issuer and the Borrower pursuant to which the Issuer would loan to the Borrower the proceeds from the sale of the Refunding Bonds in return for loan payments from the Borrower sufficient to pay the principal of and interest and premium, if any, on such Refunding Bonds as the same shall fall due.

Such Refunding Bonds, if issued, and the interest thereon, will be payable solely out of the revenues derived from the Loan Agreement, shall be limited obligations of the Issuer, shall never constitute an indebtedness of the Issuer within the meaning of any state constitutional provision or statutory limitation, and shall not constitute nor give rise to a pecuniary liability of the Issuer or a charge against its general credit or taxing powers.

All local residents who appear at the hearing shall be given an opportunity to express their views for or against the proposal to issue said Refunding Bonds, and at the hearing, or any adjournment thereof, the City Council of the Issuer shall adopt a resolution determining whether or not to proceed with the issuance of said Refunding Bonds.

Published in the Quad City Times on \_\_\_\_\_, 1994.

By Order of the City Council

\_\_\_\_\_  
CAROL BERNAUER, City Clerk  
City of Buffalo, Iowa

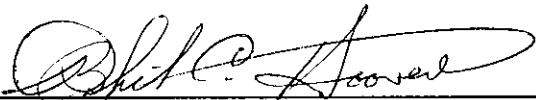
**Section 3.** The Issuer recognizes that regulations promulgated under Section 103 of the Internal Revenue Code of 1986, as amended, may require the taking by this Governing Body of official action or "some other similar official action," if interest on the Industrial Development Refunding Revenue Bonds issued by the Issuer and used to refund the outstanding principal amount of the Refunded Bonds is to be exempt from federal income taxes. In order to preserve such exemption, this Resolution is intended to constitute solely for federal income tax purposes official action or "some other similar official action" with respect to the issuance of such Bonds.

**Section 4.** That in order to assure the refunding of the Refunded Bonds and the issuance of the Bonds, it is deemed necessary and advisable that the Memorandum of Agreement, in the form attached hereto as Exhibit A, be approved and that the Mayor of the Issuer be and hereby is authorized and directed to execute said Memorandum of Agreement and the City Clerk of the Issuer be and hereby is authorized to attest the same and to affix the seal of the Issuer thereto and said Memorandum of Agreement is hereby made a part of this Resolution.

**Section 5.** That officials of the Issuer are hereby authorized to take such further action as may be necessary to carry out the intent and purpose of the Memorandum of Agreement.

**Section 6.** All Resolutions and Orders or parts thereof, in conflict herewith are, to the extent of such conflict, hereby repealed, and this Resolution shall be in full force and effect immediately upon its adoption.

Passed and approved this 6th day of June, 1994.

  
\_\_\_\_\_, Mayor

ATTEST:

  
\_\_\_\_\_  
Carol Bernauer, City Clerk

**CITY CLERK'S CERTIFICATE**

I, Carol Bernauer, being first duly sworn do hereby depose and certify that I am the duly appointed, qualified, and acting City Clerk of the City of Buffalo, Iowa, State of Iowa; and that as such, I have in my possession or have access to the complete corporate records of said City and of its City Council and officers; that I have carefully compared the transcript hereto attached with the aforesaid corporate records; and that said transcript hereto attached is a true, correct and complete copy of all the corporate records showing the action taken by the City Council of said City at a regular meeting open to the public on June 6, 1994, regarding the issuance of the City's Industrial Development Refunding Revenue Bonds (Linwood Mining and Minerals Corp. Project), Series 1994, in an aggregate principal amount not to exceed \$2,400,000.00; directing the publication of notice of intention to issue said Bonds; calling a public hearing on the proposal to issue said Bonds; and authorizing the execution of a Memorandum of Agreement; that said proceedings remain in full force and effect and have not been amended or rescinded in any way; that said meeting and elections thereat are duly and publicly held, with members of the public in attendance, in accordance with a notice of meeting and tentative agenda, a copy of which was timely served on each member of the City Council and posted on a bulletin board or other prominent place easily accessible to the public and clearly designated for that purpose at the principal office of the City Council (a copy of the face sheet of said agenda being attached hereto) pursuant to the local rules of the City Council and the provisions of Chapter 21 Iowa Code, and upon reasonable advance notice to the public and media at least twenty-four (24) hours prior to the commencement of the meeting as required by said law.

**WITNESS** my hand and corporate seal of said City hereto affixed this 08 day of June, 1994.

(SEAL)

*Carol Bernauer*

\_\_\_\_\_  
CAROL BERNAUER, City Clerk  
City of Buffalo, Iowa

STATE OF IOWA            )  
                                  )  
COUNTY OF SCOTT        )

Subscribed and sworn to before me this date, the date last above written.

(SEAL)

\_\_\_\_\_  
Notary Public in and for the  
State of Iowa

(This Notice to be Posted)


NOTICE AND CALL OF CITY COUNCIL MEETING

GOVERNMENTAL BODY: City Council of the  
City of Buffalo, Iowa  
DATE OF MEETING: June 6, 1994  
TIME OF MEETING: 7:00 p.m.  
PLACE OF MEETING: City Hall  
Buffalo, Iowa

PUBLIC NOTICE IS HEREBY GIVEN THAT THE ABOVE-MENTIONED GOVERNMENTAL BODY WILL MEET AT THE DATE, TIME AND PLACE ABOVE SET OUT. THE TENTATIVE AGENDA FOR SAID MEETING IS AS FOLLOWS:

1. A RESOLUTION REGARDING THE ISSUANCE OF NOT TO EXCEED \$2,400,000 IN AGGREGATE PRINCIPAL AMOUNT OF INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS (LINWOOD MINING AND MINERALS CORP. PROJECT), SERIES 1994, OF THE CITY OF BUFFALO, IOWA, DIRECTING PUBLICATION OF NOTICE OF INTENTION TO ISSUE SAID BONDS, CALLING A PUBLIC HEARING ON THE PROPOSAL TO ISSUE SAID BONDS AND AUTHORIZING EXECUTION OF A MEMORANDUM OF AGREEMENT.
2. Such additional matters as set forth on the additional 1 page(s) attached hereto. (Attach copy of agenda.)

This Notice is given at the direction of the Chairperson, pursuant to Chapter 21, Iowa Code, as amended, and the local rules of said Governmental Body.

  
\_\_\_\_\_  
CAROL BERNAUER, City Clerk  
City of Buffalo, Iowa

# CITY OF BUFFALO

409 3rd STREET  
BUFFALO, IOWA 52728  
(319) 381-2226

June 03, 1994

## AGENDA FOR REGULAR COUNCIL MTG., MONDAY, JUNE 06, 1994, 7:00 P.M. CITY HALL:

1. Meeting called to order by Mayor Phil Hoover
2. Roll call of councilmembers
3. Approval of May 09 and May 26 minutes
4. Approval of bills
5. Treasurers report (Receipts, \$130,234.45: Disbursements, \$65,539.06)
6. Set date for July meeting (Tuesday, July 05 or Monday, July 11)
7. Presentation of a check from the SASWMC representative, Mayor Pat Gibbs
8. Approval of cigarette permits for 1994-95 (Caseys Store, Beach Pub, E Z Way Store, Hutch's Bait Shop, Lafarge Co.)
9. Approval of renewal of Class "B" beer permit and Sunday renewal for Clark's Landing
10. Discussion & decision on closing City Hall on Saturdays - Mayor Hoover
11. Discussion and decision on a Resolution to schedule a public hearing for the July meeting for the sale of Linwood Mining & Mineral Corp. \$2,400,000 in Industrial Development Refunding Revenue Bonds
12. Decision on residents who live in the rural area who refuse to pay their yearly recycling fees - Bernauer
13. Discussion of an ordinance to name the flag pole area of the beach as "Buffalo Veterans Memorial Park"- Mayor Hoover--(Area between Franklin & Hacker Streets)
14. Police report - Gage Adams
15. Park Board report
16. Summer playground program decision - Mayor Hoover
17. Community Center report
18. Public Works report - Ralph Jewett
19. Discussion & decision on hiring a full time employee to replace the retired employee - Mayor Hoover
20. Decision on hiring the summer JTPA Supervisor from the applicants for this position
21. Approval of a list of items for auction and permission to transport them - Jewett
22. Resolution to transfer all unused budget funds to a capital improvement fund at the end of June for fiscal 1993-1994 - Bernauer
23. Protecs report
24. Set date for any special meetings
25. Committee reports
26. Mayors report
27. Community input
28. Adjourn the meeting

### GROUND RULES FOR THE MEETING:

- (1) When a person has the floor,(speaking), be courteous and allow them to speak uninterrupted, with no side talking.
- (2) Questions may be asked by the public upon recognition, as long as it pertains to the subject and does not cause grounds for open argument.
- (3) Please use appropriate language.
- (4) During Community Input, statements and questions will be allowed as usual, but please, only one subject per request so that everyone has an opportunity.