AGENDA

Monday, April 16, 2018

Meetings of Standing Committees
Council Conference Room
6:45 P.M.

REGULAR MEETING OF THE MISHAWAKA COMMON COUNCIL
COUNCIL CHAMBERS/CITY HALL
7:00 P.M.

1. **Call to Order**
2. **Pledge of Allegiance**
3. **Roll Call**
4. **Approval of the Minutes of the Previous Regular Meeting**

   April 09, 2018

5. **Petitions, Communications, Remonstrance and Memorials**

   Petition No. 2018-11 Rezone from C-1 to C-7 Auto Oriented Restaurant - 4515 LWE

   Letter from the City Plan Commission regarding recommendations from their April 10, 2018 meeting.

   Presentation of Encumbrances

   Presentation of the Tax Increment Finance Report 2017

6. **Report of Special Committee**
7. **Ordinances on First Reading**

   P.O. NO. 2018-08 Rezone from C-1 to C-7 Auto Oriented Restaurant 4515 LWE

   P.O. NO. 2018-09 Sewage Works Revenue Bond

8. **Resolutions**

   R2018-09 Honoring Mishawaka High School Art Program

   R2018-08 Tax Abatement Compliance Reports for 2017

9. **Ordinances on Second Reading**
10. **Privilege of the Floor – Non-Agenda Items**
11. **Unfinished Business**
12. **New Business**
13. **Adjournment**

At this time I know of no other business to come before the Council.
Deborah S. Block, IAMC, MMC, City Clerk

The City of Mishawaka acknowledges its responsibility to comply with the Americans with Disabilities Act of 1990. In order to assist individuals with disabilities who require special services (i.e. sign interpretative services, alternative audio/visual devices, and amanuenses) for participation in or access to City sponsored public programs, services and/or meetings, the City requests that individuals make requests for these services forty-eight (48) hours ahead of the scheduled program, service and/or meeting. To make arrangements, contact Geoffrey Spiess, ADA Coordinator, at (574) 258-1615.

REGULAR MEETING OF THE MISHAWAKA COMMON COUNCIL
April 09, 2018

Be it remembered that the Common Council of the City of Mishawaka, Indiana met in the Council Chambers of the Mishawaka City Hall on Monday April 09, 2018, at 7:00 p.m. The meeting was called to order by President Mammolenti all were asked to stand for the Pledge of Allegiance.

Roll Call.
Present: Mrs. Voelker, Mr. Compton, Mr. Tanner, Mr. Mammolenti, Mr. Banicki, Mr. Emmons, Mr. Bellovich, Mr. Canarecci, Mr. Deal.

The minutes from the March 19, 2018 meeting were approved as received from the City Clerk's Office.

Clerk Block read the following Resolution by title and was opened for public hearing.

RESOLUTION NO. 2018-06

A RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA APPROVING AN AGREEMENT EXTENDING THE ST. JOSEPH COUNTY HOUSING CONSORTIUM AND AUTHORIZING THE EXECUTION THEREOF

Ken Prince, City Planner explained this was an extended agreement for the St. Joseph Housing Consortium. He said the city was one of three participating including the City of South Bend, which was the lead entity, and St. Joseph County. Mr. Prince continued to say the Federal Government and the process associated with distributing funds could be extreme. He said they found it as an advantage to be part of the Housing consortium to collectively do the task necessary for the implementation for the funds. Mr. Prince went on to say the consortium allocates the home funding provided to each entity. He said the funds were primarily distributed to Habitat for Humanity for home construction. Mr. Prince continued to say once the resolution was approved; it would authorize the Mayor to enter the agreement and would renew the agreement for a period of three years. He said the resolution was essentially identical as the previously approved.

Question was called for at 7:03 P.M. for **RESOLUTION NO. 2018-06** **Vote: Motion carried by unanimous roll call vote (summary: Yes = 9). Yes: Mrs. Voelker, Mr. Compton, Mr. Tanner, Mr. Mammolenti, Mr. Banicki, Mr. Emmons, Mr. Bellovich, Mr. Canarecci, Mr. Deal.**

RESOLUTION NO. 2018-07

RESOLUTION OF THE CITY OF MISHAWAKA PLANNING COMMISSION CONCERNING THE DESIGNATING AND DECLARING CERTAIN AREAS AS REDEVELOPMENT PROJECT AREAS SPECIFICALLY RE-ESTABLISHING THE CITY MUNICIPAL RIVERFRONT DISTRICT

Geoff Spiess, Corporation Counsel explained if approved this would establish the Redevelopment Project Area in areas in the City of Mishawaka. He continued to explain the ultimate purpose of this designation was to establish an expanded Municipal Riverfront Development Project commonly known as a Riverfront District for alcohol licensing, such as three-way liquor license. Mr. Spiess said the process consisted of a resolution that was passed by the Redevelopment Commission in February, which was then approved by the Plan Commission on March 13th. He continued to say the next step after the council approved, they would go back to the Redevelopment Commission for a public hearing for the possibility of remonstrance. Mr. Spiess said after approval from the Redevelopment Commission the city would have an expanded Redevelopment Project Area, they would appear back to the council to ask that they declare the area a Riverfront District.

Mrs. Voelker asked would this resolution give the Redevelopment Commission the opportunity explore and plan to get details in place. Mr. Spiess replied correct, there were not a lot of details but there were details that had to be met by the initial resolution. He said there were findings that they make. Mr. Spiess continued to say with the council's approval of this resolution indicates they were in agreement of the idea and then it would be approved at the remonstrance hearing.

Mr. Deal asked for the record why this proposal fits the definition of a river. Mr. Spiess explained they were attempting to include Juday Creek as a river, the statute that established the riverfront district did not define river. He continued to say the Law Department looked through the entire Indiana Code for the definition of river for other purposes, they found four. Mr. Spiess said under the four definitions found they did not directly apply or that they would eliminate Juday Creek.

Mr. Tanner said he assumed the boundary was defined from a FEMA Floodplain Map and would offset 1500' feet from the map. Mr. Spiess said generally speaking yes, it was 1500' feet from the edge of the river or a non-developable land adjacent from the river. He continued to say 1500' feet was the statutory limit, they were working within the number.

Mr. Canarecci asked if the map provided was the final or could it change. Mr. Spiess said it could change but they were proposing the boundaries they provided. Mr. Canarecci also questioned if a business was added to the district and currently had a liquor license could they sell their three-way liquor license at a market price. Mr. Spiess explained a business could sell their liquor license but if they currently had a three-way license the statute states a business could not purchase a riverfront license unless they did not have a three-way license in the last 9 months. He continued to say if the business sold their standard three-way license, the business had to wait 9 months to purchase the riverfront license.

Ken Prince, City Planner said this goes back to the antiquated liquor laws that were in the State of Indiana. He believed Mishawaka was penalized for the great number of restaurants, bars, and establishments serving alcohol, which the city is a regional designation for that activity. Mr. Prince said the way it was currently divided was based on population. He explained purchasing a liquor license in Elkhart or South Bend was cheaper than purchasing in Mishawaka because the number was capped by the way they sold three-way license. Mr. Prince said their goal in doing the amendment was to take advantage of state law as it exists to hopefully give more ability for restaurants. He said they felt it was a barrier entry for local establishments to come into an area.

Mayor Wood said this was something they have thought about for a long time. He continued to say he was constantly approached by local business owners asking to amend the district for many years. Mayor Wood said they moved the boundaries out as far as state law allowed. He felt they could better control the district with zoning. Mayor Wood believed the state laws penalized Mishawaka's growth, it put an artificially imposed market strangle hold on anyone wanting to open a business in Mishawaka. He went on to say they heard of businesses unable to come to Mishawaka because they could not obtain these type licenses. Mayor Wood said this was their attempt to open the boundaries to try to correct the artificial barrier the best they could. He stated they also could control it if they wanted to issue the license by essentially giving a support letter, they would then have say in the hours of operations and other guidelines for this type of riverfront license. Mayor Wood went on to discuss the possibility of the state meeting in a special session next month to define a river. He also mentioned the state could step in next year to take a comprehensive look at alcohol laws across the state. Mayor Wood believed this should be grandfathered, they could not legislate a business out of business. He said they think this would beat the clock on anything the state would change.

Pat Perri, President of the DiLoreto Club at 914 Division Street began by thanking Mr. Compton and Mr. Canarecci for helping him understand the process of how the new district would benefit the club and complimented them on their professionalism. He went on to give some history about the club when it all began. Mr. Perri said in the last 4 or 5 years the club had gone in a new direction, new counsel, and leadership. He went on to say they wanted to be good community partners and business partners in Mishawaka. Mr. Perri said as they grow the club they had to increase their revenue. He continued to say this proposal would help club offer more products to their members and guests and would increase their income. Mr. Perri stated they have been in business since 1942, they have struggled but they continue to move along.

Mr. Deal said he witnessed the decline at the club. He commended them for holding on; he was impressed with new improvements and looked forward to a new and renewed DiLoreto Club being in the community for a long time to come.

Mr. Compton expressed sometimes it took a local citizen to speak up, ask questions and to be persistent to get the government to move. He said Mr. Perri has always been polite and professional. Mr. Compton stated this proposal was more than just the river; it included Juday Creek, which brought more questions. He appreciated Mr. Perri's patiance and what he was doing for the north side of Mishawaka.

Mr. Canarecci expressed they were excited to see what new opportunities this would encompass for Mishawaka. He said he recently attended an event at the club, the club looked exceptional.

Mr. Canarecci went on to discuss the importance of the history and the heritage of these cultural social clubs. He said it was nice to see this club on the rise.

Mr. Mammolenti said he heard a lot of great things about the new direction, appearance and improvements the club was making. He congratulated Mr. Perri on the improvements and thanked him for his business.

Joseph Trimboli, 1816 Larkspur Court was also a club and council member at the club. He said they actually began in 1933, although they were an Italian social club, that was not their intent. Mr. Tromboli went on to say his father was the youngest founder of the club; it was founded to help bring the Italian community together to provide a service for people in need. He said regaining a three-way license they once had would help gain membership back into the club. Mr. Trumboli stated the club was experiencing some growth since their decline 11 years ago after they sold their three-way license.

Question was called for at 7:32 P.M. for **RESOLUTION 2018-07 Vote: Motion carried by unanimous roll call vote (summary: Yes = 9). Yes: Mrs. Voelker, Mr. Compton, Mr. Tanner, Mr. Mammolenti, Mr. Banicki, Mr. Emmons, Mr. Bellovich, Mr. Canarecci, Mr. Deal.**

Clerk Block read the following ordinances by title and were opened for public hearing.

PROPOSED ORDINANCE NO. 2018-05

AN ORDINANCE ANNEXING CONTIGUOUS TERRITORY TO THE CITY OF MISHAWAKA, INDIANA, AND PROVIDING ZONING CLASSIFICATION THEREFORE

(Annex and zone 137.89 acres E. of Fir S. of Toll Road- Juday Creek)
(Assigned to Land Use Planning Committee)
(PUBLIC HEARING – NO VOTE)

Ken Prince, City Planner spoke on both Proposed Ordinance No. 2018-05 and Proposed Ordinance No. 2018-06 as they both were related to the same property. He said for few years the city was looking for property to replace the Gumwood wellfield, they did an extensive search and they thought the model they had at the Petro Golf Course was a good one to follow regarding the use of land, which lead them to Juday Creek Golf Course. Mr. Prince continued to say they spoke with the owner of the golf course and hired consultants to do extensive studies on the quality and quantity of water needed to determine the ability to do a wellfield at that location. He said they then went through the logistics on how to acquire the property; they wanted to buy all 18 holes of the golf course as well the ability to have the clubhouse at a future point in time. Mr. Prince continued to say they ultimately wanted to control their own destiny relative to the wellfield. He went on to say when they appraised the property they found out the main portion of the golf course, the 114 acres the city purchased was reasonably appraised around $15,000 an acre and the 20 and more acres along Fir Road was appraised for $200,000 an acre. Mr. Prince said the cost of the 20 and more acres was 5 million dollars and they paid over 1 million dollars for the remainder of the golf course. He said rather than pursue the purchase, which they felt was extreme and not appropriate for a wellfield, they investigated the opportunity in purchasing area from the Penn Farm and work with the Penn family to reconfigure 3 holes of the golf course to allow the existing owners of the golf course to retain the property for redevelopment, so in the future they could revaluate and the city would then reconfigure the holes to buy the land for a lower amount. Mr. Prince continued to say the estimated reconstruction of the 3 holes was just over 1 million dollars. He said the actual bids were over 2 million dollars for a variety of reasons. Mr. Prince continued to say rather than proceed with the reconstruction of the holes, they went back the owners of the golf course to ask if they would be interested allowing the city to buy the existing 3 holes for the price of the amount to reconfigure the holes instead of reconfiguring the golf course. He said the owners verbally agreed. Mr. Prince went on to say the annexation included the city's purchased area of 114 acres and the additional 20 and more acres they originally did not include in the petition. He said the petition was signed by the Rogers and the City to bring the property in to the City of Mishawaka. Mr. Prince said when the city pursued; they also purchased over 50 acres from the Penn property. He said they felt delaying the reconfiguration would help the city even though they purchased the 50 acres, explained, a dozen out of the 50 acres was needed for the wellfield because the water production facility, which would be located on the 12 acres. Mr. Prince said the area that was intended to be reconfigured for the golf course would probably be the prime location for a reginal recreation facility, which the city had been considering for some time. He continued to say he found it interesting when he read Saturday April 7th paper, the South Bend Tribune; there were three interested developers with interviews scheduled in May by tourism official and consultants about the proposal. Mr. Prince said a consultant asked the development community, partners that were participating, operating or using the facility and potential property owners if they were interested in having the facility located there. He continued to say they asked everyone interested to submit proposal, which the city submitted. Mr. Prince said they have not heard anything other than what was in the paper. He continued to say they have not had any specifics discussions on the interest the city submitted to them back in February. Mr. Prince went on to discuss the recreation facility, he said this was a prime location for it, Veterans Parkway which the city committed to build through Penn's property, would essentially serve as the access to the water treatment facility. He said access would cross Juday Creek then would come close to the area where the holes would be reconfigured. He said Veterans Parkway was being built to handle commercial traffic, it was a three- lane section; it would be very easy to serve the Penn property but in long-term the city would love to see it extend to Cleveland Road. Mr. Prince continued to say they have not had any discussions with the adjacent property located to the north. He said the road alignment as it currently exists crossing Juday Creek ended in a cul de sac. Mr. Price said bids were currently out, as properties would develop in the future, the road would be continued and the alignment would be determined going north.

Mrs. Voelker questioned whether the 3 holes would be reconfigured and would the 3 holes be a part of the wellfield. Mr. Prince said as the current agreement exists, they were required to reconfigure the holes, but they have a verbal agreement with the owners to accept the cost the city bid to reconfigure the holes for the purchase of the existing 3 holes. He said if the agreement goes forward, the city would not reconfigure. Mr. Prince explained the holes would be a part of the wellfield. He continued to explain that there needed to be a perimeter of space that was undeveloped to protect the wellhead. Mrs. Voelker commented the recreational center would be a big opportunity for Mishawaka. She continued to say the city was in a great economic development stand point, they were in a great position. She hoped it goes through.

Mr. Compton asked when the verbal agreement was official, would the city be spending an additional 2 million dollars they were originally going to spend. Mr. Price said it was really 1 million more because of the reconfiguration. He explained the reconfiguration they were planning on spending but the bids came in high. Mr. Prince continued to say instead of spending the money on reconfiguration they were spending it on the purchase of the property.
Mr. Compton said this could give the city the opportunity to sell in the future. Mr. Prince replied correct.

Mayor Wood stated this would set up the city for continued growth and be able to service the long-term growth. He said the city was in urgent need for a new wellfield on the north side to service the city's growth; the existing wellfield was incapable due to the city being landlocked and unable to do a filtration plant. Mayor Wood went on to say this property represented a great piece and ideally situated for the city to take advantage of the property for its existing use which was golf and to provide a new resource for the citizens. He said they have done extensive testing on the wellfield, so far they ran production runs, test drills and they were dealing with the low aquifer, which would have no impact with the upper aquifer that the surrounding properties use. Mayor Wood said the residence would notice no difference. He mentioned the city has received approvals from the state. Mayor Wood believed this project would set up Mishawaka well for the future, especially having the opportunity to take some of the additional property to build an athletic complex.

Mr. Deal expressed he knew the process for an annexation which had to go through city department to make sure the city could service the property. He said his concern was the burden it puts on the emergency services. Mr. Deal continued to say the city's Police and Fire Departments needed to grow, they were not in a situation financially to facilitate the growth as quickly as possible. He said we need to be mindful and a part of the conversation going forward. Mayor Wood said as he mentioned in his State of the City, their departments were growing, they added two new staff members for fire this year and as well as police over the recent years. He continued to say one way they could continue to add additional staff or to make it through the fiscal cliff was by growth. Mayor Wood said the revenue generated by this would help in that regard. He informed them that the vast majority of the property goes to service currently existing Mishawaka. Mayor said Mishawaka was at a point of urgent need of water, particularly on the north side. He explained the Virgil Street facility was in need of major renovation but in order to renovate they had to have the ability to put new water in the production. He said this would give the city a better ability to serve the future of Mishawaka.

Mr. Tanner questioned the lease term. Mayor Wood said the lease term was in 5-year increments, the first 5 years were paid for out of the purchase price. He continued to say when the deal closed; the 5 years were taken out. Mayor Wood said the owners expressed their intent was to do a long term with the city.

Mr. Mammolenti asked if the owner decided to sell, would the new owner have to fulfill the remainder of the lease. Mayor Wood explained the current owner was required to give 1-year notice before pulling out of the lease after the first 5 years. He said they would then do a new lease with the new owner.

Mr. Canarecci asked who pays the property taxes. Mayor Wood explained it would be a city wellfield, there were no taxes, the utilities would pay a pilot, which they currently pay regularly to the city. He said this property would not generate extra pilot.

Roger Lumm, 53208 St. Matthews Court in Juday Creek Estates and Brad Varner 53296 Chelle Lane, expressed their concerns regarding the athletic facility, lighting, increased traffic, property values, and the impact the new wellfield may have on Juday Creek water. They asked for clarification on the plans for the proposed property, they said the South Bend Tribune paper was misleading.

Mr. Tanner said Water Utilities Manager Jim Schrader informed the council the wellfield would not impact Juday Creek. He explained there was a clay cap between the two aquifers which completely separated the resource for water. Mr. Tanner continued to say they have been assured the drilling and test boring done did not impact Juday Creek, they also tested to make sure the chloride from Juday Creek did not infiltrate into the second cap. He assured Mr. Lumm from what the council was told, there was no cause for concern regarding the water source. Mr. Tanner said the recreational facility would be offset 400 to 500 feet from the driving range between Lindy Drive and the proposed property, he did not believe there would be immediate impact from the lighting.

Mr. Compton said the sports complex was not a solid deal; they were looking for a partner. He continued to say they have a chance to grow Mishawaka, a chance to add to the city's tax base. Mr. Compton said this council was always respectful to the neighbors of businesses regarding lighting, noise, trash and traffic. He said they have seen residence move out of the city to Granger and the natural progression was Mishawaka would grow in that direction. Mr. Compton continued to say over time traffic, lighting and Cleveland Road would all be resolved one issue at a time. He said if the sport complex went in, the council would take into consideration all of the Juday Creek residence concerns. Mr. Compton went on to say the city would purchase enough property to expand the three holes. He said this gives the city the opportunity to grow and add water to the wellfields. Mr. Compton went on to say this may or may not improve their property values and the annexation could solve Juday Creeks water problems. He expressed he understood their concerns and the city would do their best to be respectful.

Public hear was closed at 8:12 P.M. for **PROPOSED ORDINANCE NO. 2018-05**

<u>PROPOSED ORDINANCE NO. 2018-06</u>

AN ORDINANCE AMENDING CHAPTER137, OF THE MUNICIPAL CODE OF THE CITY OF MISHAWAKA, INDIANA, FROM TIME TO TIME AMENDED, COMMONLY KNOW AS "THE ZONING ORDINANCE OF 1966" OF THE CITY OF MISHAWAKA, INDIANA

(PUD Amd -Penn PUD- Lot 2- Juday Creek Business Park)
(Assigned to Land Use Planning Committee)

Mr. Banicki reported the Land Use Planning Committee recommended this proposed ordinance should be adopted and moved for acceptance of same upon a second by Mr. Compton motion carried.

Ken Prince, City Planner echoed his previous comments from Proposed Ordinance 2018-05. He added the recreational facility was a concept; the convention and Visitors Bureau were looking to do an indoor facility. Mr. Prince expressed they would always try to do the right thing. He said they would work on expanding Douglas Road into a 5-lane road with center turning lanes.

Mr. Compton questioned if the city supplied water to other area outside of the city. Mr. Prince replied yes, quite extensively. Mr. Compton asked could it be a possibility to supply water to the Juday Creek residence. Mr. Prince explained the issue was part of the area they served in the county was mandated by the federal government when they were having contamination issues. He continued to say there were funds brought to the table to extend it. Mr. Prince said because Juday Creek was located in the county there was not a financial incentive for the city to spend millions of dollars to extend to that subdivision.

Question was called for at 8:19 P.M. for **PROPOSED ORDINANCE 2018-06** **Vote: Motion carried by unanimous roll call vote (summary: Yes = 9).Yes: Mrs. Voelker, Mr. Compton, Mr. Tanner, Mr. Mammolenti, Mr. Banicki, Mr. Emmons, Mr. Bellovich, Mr. Canarecci, Mr. Deal.**

<u>PROPOSED ORDINANCE NO. 2018-07</u>

AN ORDINANCE AMENDING CHAPTER 137, OF THE MUNICIPAL CODE OF THE CITY OF MISHAWAKA, INDIANA, AS FROM TIME TO TIME AMENDED, COMMONLY KNOWN AS "THE ZONING ORDINANCE OF 1966" OF THE CITY OF MISHAWAKA, INDIANA.
(PUD Amd -Apartment Complex S. of Vistula Rd. E. of Bittersweet)
(Assigned to Land Use Planning Committee)

Mr. Tanner reported the Land Use Planning Committee recommended this proposed ordinance should be presented to the Council as a whole and moved for acceptance of same upon a second by Mr. Banicki motion carried.

Chris Waidner, represented The Troyer Group, the engineers for the development. He described the development to be 27 building units, 2 stories high of 205 units in total. Mr. Waidner added there would also be 292 parking places with 205 garages on 20 acres of land. He mentioned he spoke with emergency departments regarding emergency access. Mr. Waidner said the development also planned a playground and dog park within the complex and improvements would be made on Vistula Road for access.

Mr. Deal questioned if Mr. Waidner reached out to the neighbors who had remonstranced. Mr. Waidner replied no. Mr. Waidner then requested to postpone until the May 7th meeting to take the time to meet with neighbors to discuss their concerns.

Mr. Deal made a motion to postpone **PROPOSED ORDINANCE 2018-07** to the May 07, 2018 meeting second by Mr. Canarecci motion carried.

PRIVILEGE OF THE FLOOR

A group of individuals from the City of Mishawaka, Moms Demand Action, were requesting the council to consider a resolution for Common Sense Gun Laws specifically stronger background checks.

Members of the council thanked the individuals for coming.

UNFINISHED BUSINESS

Clerk Block read the following Resolutions by title and were opened for public hearing.

RESOLUTION NO. 2018-03

A RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA, APPROVING A PETITION OF THE MISHAWAKA BOARD OF ZONING APPEALS FOR THE PROPERTY LOCATED AT:

1200 West Sixth Street, Mishawaka, Indiana

Clerk Block read a letter from the petitioner requesting withdrawal.

Mr. Deal made a motion to withdraw **RESOLUTION NO. 2018-03** with a second by Mr. Canarecci motion carried.

RESOLUTION NO. 2018-04

A RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA, APPROVING A PETITION OF THE MISHAWAKA BOARD OF ZONING APPEALS FOR THE PROPERTY LOCATED AT:

1802 West Sixth Street, Mishawaka, Indiana

Clerk Block read a letter from the petitioner requesting withdrawal.

Mr. Deal made a motion to withdraw **RESOLUTION NO. 2018-04** with a second by Mrs. Voelker motion carried.

NEW BUSINESS

Mr. Deal announced the Twin Branch Neighborhood Meeting would be April 18th, at 7:00PM at Fire Station # 4 on Harrison Rd. The speaker would be Mayor Dave Wood, presenting his State of the City.

Mr. Tanner stated The Oaks Neighborhood Meeting would be April 10th, 6:00PM at the Albright United Methodist Church. The speaker would be Joe VanNevel, Code Enforcement Director.

Mr. Emmons's Neighborhood Meeting would be April 19th, at 7:00PM at St. Bavos School. The speaker to be announced at a later date.

ADJOURNMENT 8:55 P.M.

Deborah S. Block /s/	Matt Mammolenti /s/
Deborah S. Block, IAMC, MMC, City Clerk	Matt Mammolenti, President

Pet 18-11

MAY 2 [illegible]

March 20, 2018

Honorable Members of the Common Council
City of Mishawaka, Indiana and
Mishawaka City Plan Commission
City of Mishawaka, Indiana

RE: PETITION TO REZONE

The undersigned, Mishawaka Retail LLC ("Petitioner"), respectfully shows that it is the contract purchaser of the following described real estate located in the City of Mishawaka, County of St. Joseph, State of Indiana, to-wit:

See attached **Exhibit A** (the "Real Estate"). 4515 Lincolnway East

Upon closing, Petitioner will own one hundred percent (100%) of the Real Estate which currently carries a zoning classification of C-1 General Commercial District. The Real Estate is a former Applebee's restaurant.

Petitioner desires that the Real Estate be rezoned to C-7 Automobile Oriented Restaurant Commercial District in order to allow Petitioner to construct a small retail center containing a Starbucks with a drive-thru, as well as a cellular phone store.

Wherefore, the Petitioner prays and respectfully requests that the Common Council of the City of Mishawaka refer this matter to the Mishawaka City Plan Commission and that after hearing, an appropriate ordinance be enacted rezoning the above described parcel of land located in the City of Mishawaka.

Mishawaka Retail LLC
by Donald J. Smith, Katz Korin Cunningham, PC

RECEIVED
DEBORAH S. BLOCK, MMC

APR 11 2018

CITY CLERK
MISHAWAKA, IN

CONTACT PERSON:

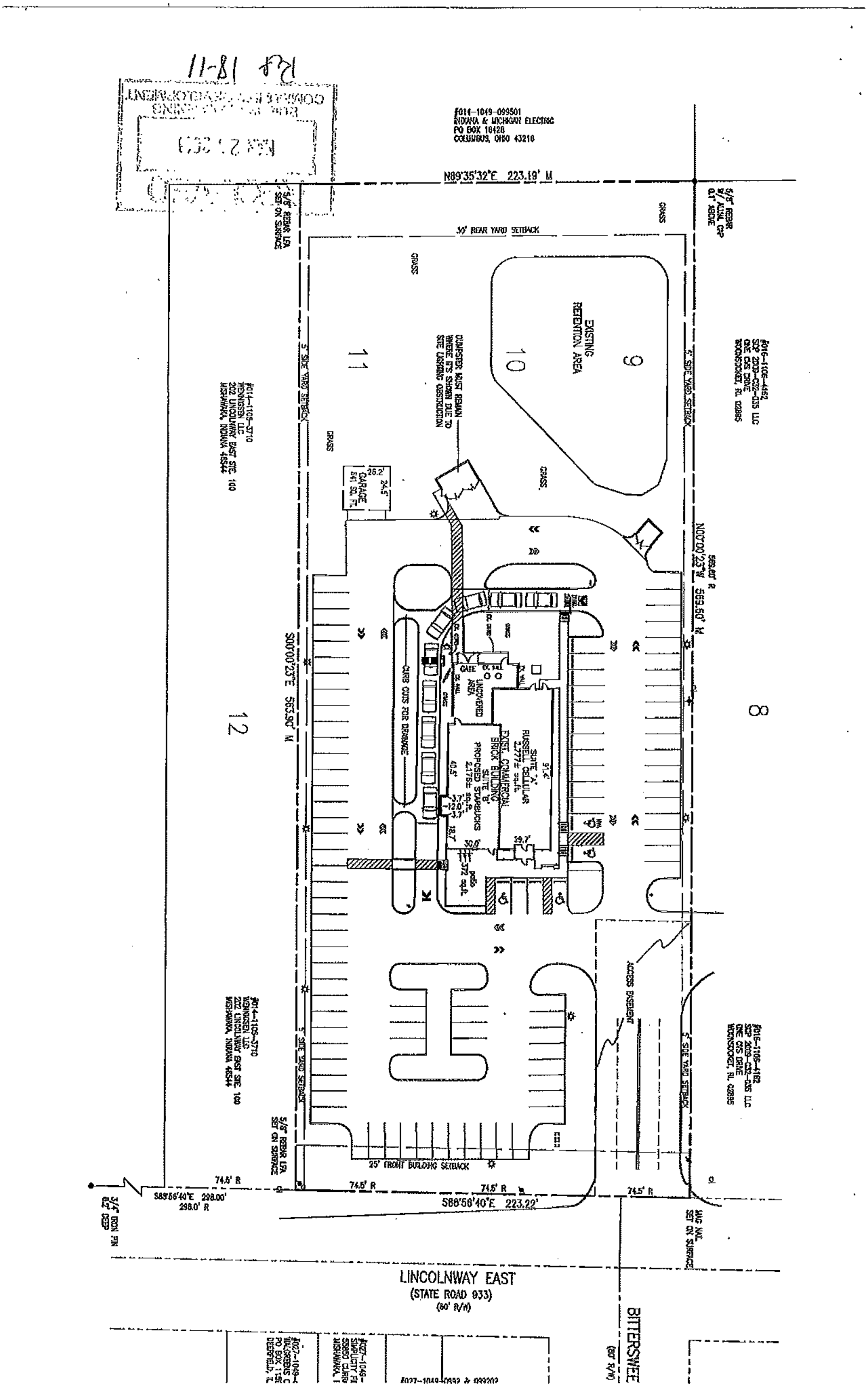
Donald J. Smith
Katz Korin Cunningham PC
334 North Senate Avenue
Indianapolis, IN 46204
(317) 464-1100
dsmith@kkclegal.com

EXHIBIT A
LEGAL DESCRIPTION

The land referred to in this Commitment, situated in the County of St Joseph, State of Indiana, is described as follows:

Lots 9, 10, and 11 in Oakland First Addition, Penn Township, St. Joseph County, Indiana, as per plat thereof recorded May 9, 1922, in Plat Book 10, pages 188 and 189, in the Office of the Recorder of St. Joseph County, Indiana.

Property Address: 4515 Lincoln Way East, Mishawaka, Indiana
Tax Id. No.: 027-1105-3708 / 71-10-18-251-001.000-022



LINCOLNWAY EAST
(STATE ROAD 933)
(60' R/W)
BITTERSWEE
(60' R/W)
N89°35'32"E 223.19' M
S88°56'40"E 223.22'
S88°56'40"E 298.00'
298.0' R
74.5' R
24.5' R
S00°00'23"E 563.90' M
N00°00'23"W 559.60' M
559.60' R
#014-1049-099501
INDIANA & MICHIGAN ELECTRIC
PO BOX 16428
COLUMBUS, OHIO 43216
30' REAR YARD SETBACK
5' SIDE YARD SETBACK
25' FRONT BUILDING SETBACK
EXISTING RETENTION AREA
DUMPSTER MUST REMAIN WHERE IT'S SHOWN DUE TO SITE LIGHTING OBSTRUCTION
GARAGE
541 SQ. FT.
CURB CUTS FOR DRAINAGE
EXIST. COMMERCIAL BRICK BUILDING
SUITE "A" RUSSELL CELLULAR 2,777± sq.ft.
SUITE "B" PROPOSED STARBUCKS 2,176± sq.ft.
patio 372 sq.ft.
UNCOVERED AREA
CAFE
ACCESS EASEMENT
GRASS
5/8" REBAR LPA SET ON SURFACE
5/8" REBAR W/ ALUM. CAP 0.1' ABOVE
3/4" IRON PIN 0.2' DEEP
MAG NAIL SET ON SURFACE
#014-1105-3710
WENNGSEN LLC
2202 LINCOLNWAY EAST STE. 100
MISHAWAKA, INDIANA 46544
#016-1105-4162
SCP 2003-C32-035 LLC
ONE CVS DRIVE
WOONSOCKET, RI 02895
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City of Mishawaka

DAVID A. WOOD, MAYOR **DEPARTMENT OF CITY PLANNING**

April 11, 2018

Honorable Members of the Common Council
City of Mishawaka, Indiana

RE: Plan Commission Recommendation
April 10, 2018, Public Hearing
Certification of Proposed Ordinance

Honorable Members:

A regular meeting of the Mishawaka Plan Commission was held on the above referenced date at which time the following proposed ordinance was considered:

PETITION #18-11 A petition submitted by RMH Franchise Corporation, owner, Mishawaka Retail LLC, contingent purchaser, requesting to rezone **4515 Lincolnway East** from C-1 General Commercial District to C-7 Automobile Oriented Restaurant Commercial District.

The Commission, with a vote of 9-0, recommended approval.

Pursuant to I.C. 36-7-4-605 the Mishawaka Plan Commission hereby certifies to the Mishawaka Common Council the attached proposed ordinance regarding the above matter.

Respectfully,

Kari Myers

Kari Myers, Administrative Planner
Secretary, Mishawaka Plan Commission

cc: Donald Smith

RECEIVED
DEBORAH S. BLOCK, MMC
APR 11 2018
CITY CLERK
MISHAWAKA, IN

STAFF REPORT

Location: 4515 Lincolnway East

Date: April 10, 2018

Petition: 18 11

Prepared By: CH

GENERAL INFORMATION

Applicant:	RMH Franchise Corporation/Mishawaka Retail LLC
Status:	Property Owner/Contingent Purchaser
Request:	To rezone from C-1 General Commercial District to C-7 Automobile Oriented Restaurant Commercial District to allow a drive-thru restaurant.
Zoning Classification:	C-1 General Commercial District
Lot Size:	2.94 acres
Applicable Regulations:	Section 137-455 thru 137-457 / C-7 Automobile Oriented Commercial District Section 137-41 / Amendments to the Zoning Map

SPECIAL INFORMATION

Area Development Pattern:	North:	S-2 Planned Unit Development (Arby's and Walgreens)
	South:	M Manufacturing District (Unincorporated St. Joseph County)
	East:	A Agricultural District (Unincorporated St. Joseph County)
	West:	C-1 General Commercial (CVS)
Thoroughfare:	Lincolnway East	
School District:	Penn-Harris-Madison	
Township:	Penn Township	
Public Utilities:	Utilities are available and existing at the current business. Any changes would be at the developer's expense.	
Comprehensive Plan:	The Mishawaka 2000 Comprehensive Plan identified the intersection of Lincolnway East and Bittersweet as General Commercial.	

ANALYSIS

The Petitioners, RMH Franchise Corporation/Mishawaka Retail LLC, are requesting to rezone an 2.94 acre parcel of land located at 4515 Lincolnway East, from C-1 General Commercial District to C-7 Automobile Oriented Restaurant Commercial to allow a drive-thru restaurant.

In the past, the property operated as an Applebee's restaurant. According to a local news article, the Applebee closed on or around August 24, 2017. The C-7 District still allows all C-1 General Commercial uses, like restaurants (without drive-in or drive-thrus) and retail, however, adds drive-thru restaurants, drive-in restaurants, freestanding off-premises signs, and game arcade, pool hall or billiard hall. There is an Arby's across Lincolnway East in the Bercado Planned Unit Development, and a Kentucky Fried Chicken/A & W Root Beer farther north on Bittersweet.

With this petition, the Petitioner is only seeking to establish the proper zoning required for the proposed use. If approved, an administrative final site plan shall be submitted for Staff review and approval prior to construction.

The preliminary site plans shows the existing building will remain. The building will be split to provide two tenant spaces; currently advertised as a cell phone and a Starbucks restaurant with drive-thru. There will be a total of 98 parking spaces after 18 are removed for the construction of a drive-thru lane. The access from Lincolnway East will remain unchanged.

Pertinent departments have reviewed and approved this request.

Engineering has approved the rezoning, but following items should be addressed on the site plan:

1. Ensure Starbucks side is connected to existing Applebee's grease interceptor.
2. Ensure existing retention area is capable of handling 100 year/24 hour storm event.

RECOMMENDATION

Staff recommends in **favor** of Petition 18-11 to rezone 2.94 acres located at 4515 Lincolnway East from C-1 General Commercial District to C-7 Automobile Oriented Restaurant District to allow a drive-thru restaurant.

This recommendation is based on the following findings of fact:

1. Existing Conditions –Lincolnway East is a major east/west corridor, and at its intersection with Bittersweet Road has a wide variety of commercial uses.

2. Character of Buildings – The existing building will be reused with façade changes to distinguish the two different tenants.

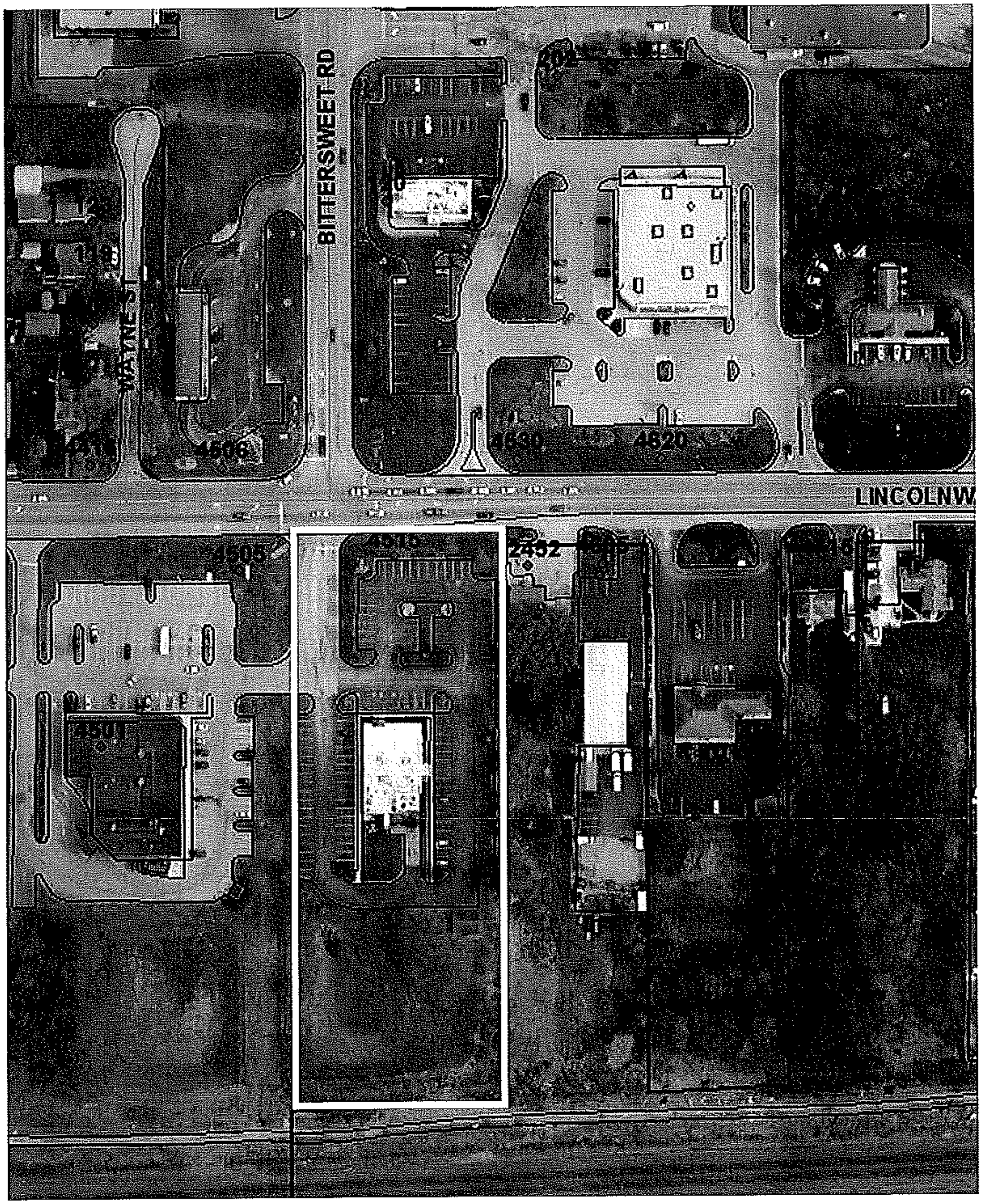
3. The most desirable/highest and best use – Being along one of most heavily travelled corridors in the City, the most desirable use of the property is a higher intensity commercial use.

4. Conservation of property values – The rezoning should not be injurious to property values in the area. The Lincolnway East and Bittersweet intersection is a mix of commercial uses, therefore, C-7 Automobile Oriented Restaurant Commercial uses are compatible with the existing uses along the corridor.

5. Comprehensive Plan – The 2000 Mishawaka Comprehensive Plan, identified most of the Lincolnway corridor, between Capital and Bittersweet as General Commercial. Since the C-7 District still allows all C-1 General Commercial uses, it still meets the goals of the Comprehensive Plan.

ATTACHMENTS

Aerial Photograph, Photographs, Petition, Location Map, Preliminary/Conceptual Site Plan


BITTERSWEET RD
202
4506
4630
4620
LINCOLNW
4505
4515
2452
4501

Front of Building

East side: Proposed drive-thru facility

CITY OF MISHAWAKA

DAVID A. WOOD, MAYOR

DEPARTMENT OF FINANCE
Rebecca S. Miller, Controller
Misti D. Horvath, Deputy Controller

Date: April 16, 2018

To: Honorable Members of the Common Council

From: Rebecca Miller

Re: **Presentment of encumbered funds**

Due to contracts not completed or invoices not paid in the year in which they were budgeted, these earmarked dollars move forward to the next year's budget. Most are capital related and contractual as detailed in the attached report.

Please contact me with any questions.

c: David A. Wood

City Hall • 600 East 3rd Street • Mishawaka, Indiana 46544
Telephone: (574) 258-1622 • FAX (574) 258-1724 • www.mishawaka.in.gov

ENCUMBRANCES			**PAGE-1**		
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2017 budget Year to the 2018 Budget year, identified by Fund, Department					
or Function, and by Major Budget classification as applicable.					
County	Saint Joseph	Unit Name	Mishawaka		
514	2017	71	Date- 03/27/2018		
ID	YEAR	CO			
	FUND: GENERAL		**01**	**DEPARTMENT**	**MAYOR**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$2.56	
		300000	OTHER SERVICES AND CHARGES	$508.04	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$510.60	
	FUND: GENERAL		**02**	**DEPARTMENT**	**CONTROLLER**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$1,375.05	
		300000	OTHER SERVICES AND CHARGES	$31,151.16	
		400000	CAPITAL OUTLAY	$138,907.56	
		9999	TOTAL	$171,433.77	
	FUND: GENERAL		**03**	**DEPARTMENT**	**CLERK**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$63.35	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$63.35	
	FUND: GENERAL		**04**	**DEPARTMENT**	**HUMAN RESOURCES**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$28.34	
		300000	OTHER SERVICES AND CHARGES	$699.00	
		400000	CAPITAL OUTLAY		
		9999	TOTAL		
	FUND: GENERAL		**05**	**DEPARTMENT**	**INFORMATION TECHNOLOGY**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$110.89	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$110.89	
	FUND: GENERAL		**07**	**DEPARTMENT**	**CITY COUNCIL**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$1,269.15	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$1,269.15	

ENCUMBRANCES			**PAGE-2**		
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2017 budget Year to the 2018 Budget year, identified by Fund, Department					
or Function, and by Major Budget classification as applicable.					
County	Saint Joseph	Unit Name	Mishawaka		
514	2017	71	Date- 03/27/2018		
ID	YEAR	CO			
	FUND: GENERAL		**13**	**DEPARTMENT**	**ENGINEERING**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$82.27	
		300000	OTHER SERVICES AND CHARGES	$780.50	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$862.77	
	FUND: GENERAL		**19**	**DEPARTMENT**	**FIRE**
		100000	PERSONAL SERVICES	$22,453.81	
		200000	SUPPLIES	$50,132.81	
		300000	OTHER SERVICES AND CHARGES	$7,118.78	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$79,705.40	
	FUND: GENERAL		**20**	**DEPARTMENT**	**POLICE**
		100000	PERSONAL SERVICES	$10,623.51	
		200000	SUPPLIES	$7,925.20	
		300000	OTHER SERVICES AND CHARGES	$16,949.33	
		400000	CAPITAL OUTLAY	$0.00	
		9999	TOTAL	$35,498.04	
	FUND: GENERAL		**15**	**DEPARTMENT**	**BUILDING**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$58.00	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL		
	FUND: GENERAL		**22**	**DEPARTMENT**	**CENTRAL SERVICES**
		100000	PERSONAL SERVICES	$10,439.43	
		200000	SUPPLIES	$25,298.68	
		300000	OTHER SERVICES AND CHARGES	$794.74	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$36,532.85	
	FUND: GENERAL		**21**	**DEPARTMENT**	**PLANNING**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$55.86	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$55.86	

ENCUMBRANCES			**PAGE-3**		
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2017 budget Year to the 2018 Budget year, identified by Fund, Department					
or Function, and by Major Budget classification as applicable.					
County	Saint Joseph	Unit Name	Mishawaka		
514	2017	71	Date- 03/27/2018		
ID	YEAR	CO			
	FUND: GENERAL		**06**	**DEPARTMENT**	**LAW**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$56.00	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$56.00	
	FUND: GENERAL		**14**	**DEPARTMENT**	**CODE**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$540.94	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$540.94	
	FUND: GENERAL		**28**	**DEPARTMENT**	**REDEVELOPMENT**
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$5,292.65	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$5,292.65	
	FUND: GENERAL				
		100000	PERSONAL SERVICES	$43,516.75	
		200000	SUPPLIES	$85,673.95	
		300000	OTHER SERVICES AND CHARGES	$64,619.35	
		400000	CAPITAL OUTLAY	$138,907.56	
		9999	TOTAL	$332,717.61	

ENCUMBRANCES **PAGE-4**

The following appropriations which have been encumbered (carried forward by contract or purchase order) by this unit from the 2017 budget Year to the 2018 Budget year, identified by Fund, Department or Function, and by Major Budget classification as applicable.

County	Saint Joseph	Unit Name	Mishawaka		
514	2017	71	Date- 03/27/2018		
ID	YEAR	CO			
	FUND: MOTOR VEHICLE HIGHWAY				
	201	100000	PERSONAL SERVICES	$39,093.24	
		200000	SUPPLIES	$37,513.73	
		300000	OTHER SERVICES AND CHARGES	$11,908.88	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$88,515.85	
	FUND: LOCAL ROAD AND STREET				
	202	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY	$76,423.84	
		9999	TOTAL	$76,423.84	
	FUND: PARK AND RECREATION				
	204	100000	PERSONAL SERVICES	$12,166.08	
		200000	SUPPLIES	$33,478.42	
		300000	OTHER SERVICES AND CHARGES	$35,392.52	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$81,037.02	
	FUND: LAW ENFORCEMENT CONTINUING EDUCATION				
	210	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY	$4,966.95	
		9999	TOTAL	$4,966.95	
	FUND: PUBLIC SAFETY LOIT				
	211	100000	PERSONAL SERVICES		
		200000	SUPPLIES	$15,579.50	
		300000	OTHER SERVICES AND CHARGES	$222,969.83	
		400000	CAPITAL OUTLAY	$95,082.74	
		9999	TOTAL	$333,632.07	
	FUND: PARK NON REVERTING				
	214	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY	$248.80	
		9999	TOTAL	$248.80	

ENCUMBRANCES			**PAGE-5**		
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2017 budget Year to the 2018 Budget year, identified by Fund, Department					
or Function, and by Major Budget classification as applicable.					
County	Saint Joseph	Unit Name	Mishawaka		
514	2017	71	Date- 03/27/2018		
ID	YEAR	CO			
	FUND: LOCAL ROAD & BRIDGE MATCHING GRANT				
	244	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$72,658.17	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$72,658.17	
	FUND: LOIT SPECIAL DISTRIBUTION				
	257	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$75,250.00	
		400000	CAPITAL OUTLAY	$39,523.00	
		9999	TOTAL	$114,773.00	
	FUND: COMMUNITY DEVELOPMENT				
	282	100000	PERSONAL SERVICES		
		200000	SUPPLIES	$13,685.00	
		300000	OTHER SERVICES AND CHARGES	$86,946.42	
		400000	CAPITAL OUTLAY	$538,934.19	
		9999	TOTAL	$639,565.61	
	FUND: CUMULATIVE CAPITAL DEVELOPMENT				
	417	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$15,308.72	
		400000	CAPITAL OUTLAY	$3,897.49	
		9999	TOTAL	$19,206.21	
	FUND: CEDIT				
	430	100000	PERSONAL SERVICES		
		200000	SUPPLIES	$94,529.18	
		300000	OTHER SERVICES AND CHARGES	$955,993.86	
		400000	CAPITAL OUTLAY	$651,063.49	
		9999	TOTAL	$1,701,586.53	
	FUND: CUMULATIVE SEWER				
	432	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$103,864.56	
		400000	CAPITAL OUTLAY	$7,088.46	
		9999	TOTAL	$110,953.02	

ENCUMBRANCES			**PAGE-6**		
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2017 budget Year to the 2018 Budget year, identified by Fund, Department					
or Function, and by Major Budget classification as applicable.					
County	Saint Joseph	Unit Name	Mishawaka		
514	2017	71	Date- 03/27/2018		
ID	YEAR	CO			
	FUND:	**FIRE PENSION**			
	702	100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$0.00	
	TOTALS:				
		100000	PERSONAL SERVICES	$94,776.07	
		200000	SUPPLIES	$280,459.78	
		300000	OTHER SERVICES AND CHARGES	$1,644,912.31	
		400000	CAPITAL OUTLAY	$1,556,136.52	
		9999	TOTAL	$3,576,284.68	

Rebecca S Miller
3/27/18

CITY OF MISHAWAKA

DAVID A. WOOD, MAYOR

DEPARTMENT OF FINANCE
Rebecca S. Miller, Controller
Kurt Vardaman, Deputy Controller

Date: April 16, 2018

To: Honorable Members of the Common Council

From: Rebecca Miller

Re: Report on 2017 TIF districts due to Fiscal Body

On the agenda for Monday's meeting is the TIF annual report required by the Department of Local Government Finance (DLGF), which details financial items concerning our Consolidated TIF district. The Gateway website is used to report the information to the state.

Formatted report output is not available yet from the site. Therefore, what is being presented is a compilation of the various input screens from the module.

Please contact me with any questions.

c: David A. Wood, Mayor
Ken Prince, Executive Director

Gateway INDIANA for government units

(/default.aspx)

Main Menu (MainMenu.aspx) Redevelopment Reporting

Mishawaka Civil City St. Joseph County 2018 Mishawaka Redevelopment Commission

Personnel

Active Commissioners as of 12/31/2017

Name	Title	Active at Year Start	Active Start Date	Active at Year End	Active End Date
Janet Whitfield-Hyduk	None	Yes		Yes	
Jim Pingel	President	Yes		Yes	
Gary O'Dell	Vice President	Yes		Yes	
Kris Ermeti	Secretary	Yes		Yes	
Gil Eberhart	None	Yes		Yes	
Bill Pemberton	None	Yes		Yes	

Commissioners Removed in Prior Year

Name	Title	Active at Year Start	Active Start Date	Active at Year End	Active End Date

No records to display.

Employees

Name	Amount	Salary/Compensation
TERRY HOGMAN	$59,389.00	Salary
MARILYN NELUMS	$37,671.00	Salary
ROGER SHIELDS	$53,783.00	Salary

Total Number of Regular Employees: 6

Name	Amount	Salary/Compensation
LAURA RAYGOZA	$49,200.00	Salary
KEN PRINCE	$74,162.00	Salary
REBECCA MILLER	$74,162.00	Salary

Total Number of Regular Employees: 6

Gateway INDIANA for government units

(/default.aspx)

Main Menu (MainMenu.aspx) Redevelopment Reporting

Mishawaka Civil City St. Joseph County 2018 Mishawaka Redevelopment Commission

Finance

TIF District Expenditues & Revenues

Use this section to indicate the revenues received and expenses paid for each TIF district.

TIF District	Revenues	Expenditures
T71623 - MISHAWAKA CONSOLIDATED	$18,918,128.52	$12,370,255.13

Redevelopment Expenditures

Use this section to document the redevelopment commission's expenditures in the previous year and their general purpose.

Category	Subcategory	Expenditure Code	Description	Amount
Services and Charges	Professional Services	D301	Miscellaneous Contractual	$1,035,570.35
Capital Outlays	Other Capital Outlays	D508	Transfer to Sewage Works Improvement	$3,360,000.00
Capital Outlays	Other Capital Outlays	D508	Various Projects	$2,518,680.87
Capital Outlays	Other Capital Outlays	D501	Long Term Control Plan	$2,392,167.97
Capital Outlays	Other Capital Outlays	D501	Merrifield Park Improvement	$1,319,508.91
Capital Outlays	Other Capital Outlays	D501	Juday Creek Wellfield	$1,629,321.81
Debt Service	Payments on Bonds and Other Debt Principal	D401	Battell Center Renovation	$30,000.00
Debt Service	Payments on Bonds and Other Interest	D401	Mill at Iron Works	$66,255.22
Debt Service	Payments on Bonds and Other Interest	D401	Battell Center Renovation	$18,750.00

Grants/Loans

Tax increment revenues expended by any entity receiving them as a grant or loan from the commission.

District	Fund	Entity	Purpose	Amount

No grants or loans entered.

Final Notes

Additional information regarding the activities of the redevelopment commission may be entered below.

INDIANA Gateway for government units

(/default.aspx)

Main Menu (MainMenu.aspx)   Redevelopment Reporting

TIF Fund Balances

Select Fund: CONSOLIDATED TIF AREA

The total fund balance is the sum of the linked TIF district balances.

TIF District	Notes	Balance
T71623 - MISHAWAKA CONSOLIDATED		$16,445,330.99
	Total Fund Balance	**$16,445,330.99**

INDIANA Gateway for government units

(/default.aspx)

Main Menu (MainMenu.aspx) Redevelopment Report for 2018

Link Debts to TIF Districts (TifDebts.aspx)

Debt Payments Made in 2017

Selected TIF District:

T71623 - MISHAWAKA CONSOLIDATED

Debt Name	Split Debt or Adjust Payment	Amount of Obligations	Amount Paid on Outstanding Debt
Redevelopment Bond 2015 Battell Center		$1,189,400.00	$48,750.00
Taxable Economic Development Revenue Bonds, Series 2017 (The Mill at Ironworks Project)		$11,622,437.00	$0.00

RECEIVED
DEBORAH S. BLOCK, MMC

APR 11 2018

CITY CLERK
MISHAWAKA, IN

1st Reading 4-16-18
2nd Reading
Passed
Failed
Continued To

PETITION 18-11

CITY OF MISHAWAKA, INDIANA

PROPOSED ORDINANCE NO. 2018-08

ORDINANCE NO. ______

AN ORDINANCE AMENDING CHAPTER 137, OF THE MUNICIPAL CODE OF THE CITY OF MISHAWAKA, INDIANA, AS FROM TIME TO TIME AMENDED, COMMONLY KNOWN AS "THE ZONING ORDINANCE OF 1966" OF THE CITY OF MISHAWAKA, INDIANA.

WHEREAS, the Plan Commission of the City of Mishawaka, Indiana, has recommended the reclassification of the zoning as herein set forth of the real estate hereinafter described.

NOW, THEREFORE, BE IT ORDAINED BY THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA, that:

Section 1. Chapter 137, of the Municipal Code of the City of Mishawaka, commonly known as "The Zoning Ordinance of 1966", be, and the same is hereby amended as follows:

The following described real estate in the City of Mishawaka, Penn Township, St. Joseph County, State of Indiana, to-wit:

Lots 9, 10, and 11 in Oakland First Addition, Penn Township, St. Joseph County, Indiana, as per plat thereof recorded May 9, 1922, in Plat Book 10, pages 188 and 189, in the Office of the Recorder of St. Joseph County, Indiana

COMMON ADDRESS: 4515 Lincolnway East

which real estate is now classified as C-1 General Commercial District shall hereafter be within and a part of that District known as C-7 Automobile Oriented Restaurant Commercial District designated in "The Zoning Ordinance of 1966" as amended.

Section 2. The Common Council of the City of Mishawaka, Indiana, hereby finds that:

1. Existing Conditions – Lincolnway East is a major east/west corridor, and at its intersection with Bittersweet Road has a wide variety of commercial uses.
2. Character of Buildings – The existing building will be reused with façade changes to distinguish the two different tenants.
3. The Most Desirable/Highest and Best Use – Being along one of most heavily travelled corridors in the City, the most desirable use of the property is a higher intensity commercial use.

4. Conservation of Property Values – The rezoning should not be injurious to property values in the area. The Lincolnway East and Bittersweet intersection is a mix of commercial uses, therefore, C-7 Automobile Oriented Restaurant Commercial uses are compatible with the existing uses along the corridor.

5. Comprehensive Plan – The 2000 Mishawaka Comprehensive Plan, identified most of the Lincolnway corridor, between Capital and Bittersweet as General Commercial. Since the C-7 District still allows all C-1 General Commercial uses, it still meets the goals of the Comprehensive Plan.

Section 3. This Ordinance shall be in full force and effect from and after its passage, due attestation and legal publication.

PASSED by the Common Council of the City of Mishawaka, Indiana, this __________day of ______________________, 2018, at _________ o'clock ___.M.

____
Presiding Officer

ATTEST:

____
Deborah S. Block, IAMC, MMC, City Clerk

PRESENTED by me to the Mayor this _________ day of ____________________, 2018, at _________ o'clock _____.M.

____
Deborah S. Block, IAMC, MMC, City Clerk

APPROVED by me this _________ day of ___________________, 2018, at _________o'clock ____.M.

____
David A. Wood, Mayor

RECEIVED
DEBORAH S. BLOCK, MMC

APR 12 2018

CITY CLERK
MISHAWAKA, IN

1st Reading 4-16-18
2nd Reading
Passed
Failed
Continued To

PROPOSED ORDINANCE NO. 2018-09

ORDINANCE NO. ___________

An Ordinance concerning the construction of additions and improvements to the sewage works of the City of Mishawaka, the issuance of revenue bonds to provide the cost thereof, the collection, segregation and distribution of the revenues of said works, the safeguarding of the interests of the owners of said revenue bonds, other matters connected therewith, including the issuance of notes in anticipation of bonds, and repealing ordinances inconsistent herewith

WHEREAS, the City of Mishawaka, Indiana ("City") has heretofore established, constructed and financed its sewage works, and now owns and operates said sewage works pursuant to IC 36-9-23; and

WHEREAS, the Common Council finds that certain improvements and extensions to said works are necessary; that plans, specifications and estimates have been prepared and filed by the engineers employed by the City for the construction of said improvements and extensions which are more fully set forth in Exhibit A hereto and made a part hereof ("Project"), which plans and specifications have been or will be submitted to all governmental authorities having jurisdiction, particularly the Indiana Department of Environmental Management, will be approved by the aforesaid governmental authorities and are incorporated herein by reference and will be open for inspection at the office of the Clerk as required by law; and

WHEREAS, the City will advertise for and receive bids for the construction of the Project; said bids will be subject to the City's determination to construct the Project and subject to the City obtaining funds to pay for the Project; that on the basis of the engineer's estimates, the cost of the Project, as defined in IC 36-9-1-8, including estimated incidental expenses, is in the amount of Thirteen Million One Hundred Fifty Thousand Dollars ($13,150,000); and

WHEREAS, the Common Council finds that the City has no funds on hand to apply on the cost of the Project, and that the entire balance is to be financed by the issuance of sewage works revenue bonds, in one or more series, issued and, if necessary, bond anticipation notes, in one or more series ("BANs") in an aggregate amount not to exceed $13,150,000; and

WHEREAS, the Common Council finds that there are now outstanding bonds originally issued to finance the construction of additions and improvements to the sewage works and payable out of the revenues therefrom designated "Sewage Works Revenue Bonds of 2010, Series A," dated January 28, 2010 ("2010A Bonds"), originally issued in the amount of $2,398,000, now outstanding in the amount of $1,612,000, and maturing semiannually over a period ending March 1, 2030, which 2010A Bonds constitute a first charge upon the Net Revenues (as hereinafter defined) of the sewage works; and

WHEREAS, the Common Council finds that there are now outstanding bonds originally issued to finance the refunding of certain outstanding sewage works bonds designated "Sewage Works Refunding Revenue Bonds of 2015," dated August 20, 2015 ("2015 Bonds"), originally issued in the amount of $34,755,000, now outstanding in the amount of $28,580,000, and maturing semiannually over a period ending March 1, 2027, which 2015 Bonds constitute a first charge upon the Net Revenues of the sewage works, on a parity with the 2010A Bonds; and

WHEREAS, the Common Council finds that there are now outstanding bonds originally issued to finance the refunding of certain outstanding sewage works bonds and the construction of additions and improvements to the sewage works and payable out of the revenues therefrom designated "Sewage Works Revenue and Refunding Revenue Bonds of 2017, Series A," dated December 12, 2017 ("2017A Bonds"), originally issued in the amount of $16,315,000, now outstanding in the amount of $15,630,000, and maturing semiannually over a period ending

September 1, 2034, which 2017A Bonds constitute a first charge upon the Net Revenues of the sewage works, on a parity with the 2010A Bonds and the 2015 Bonds; and

WHEREAS, the Common Council finds that there are now outstanding bonds originally issued to finance the refunding of certain outstanding sewage works bonds and the construction of additions and improvements to the sewage works and payable out of the revenues therefrom designated "Sewage Works Revenue and Refunding Revenue Bonds of 2017, Series B," dated December 12, 2017 ("2017B Bonds"), originally issued and now outstanding in the amount of $24,210,000, and maturing semiannually over a period ending September 1, 2034, which 2017B Bonds constitute a first charge upon the Net Revenues of the sewage works, on a parity with the 2010A Bonds, the 2015 Bonds and the 2017A Bonds; and

WHEREAS, the 2010A Bonds, the 2015 Bonds, the 2017A Bonds and the 2017B Bonds are hereafter referred to as the Outstanding Bonds; and

WHEREAS, the ordinances authorizing the issuance of the Outstanding Bonds permit the issuance of additional bonds ranking on a parity with the Outstanding Bonds provided that certain conditions can be met, and the City finds that the finances of the sewage works will enable the City to meet the conditions for the issuance of additional parity bonds and that, accordingly, the revenue bonds authorized herein shall constitute a first charge on the Net Revenues of the sewage works, on a parity with the Outstanding Bonds; and

WHEREAS, the Mishawaka Redevelopment Commission ("Redevelopment Commission") has previously adopted and amended a Declaratory Resolution designating and declaring an area known as the Consolidated Tax Increment Financing District ("Area") as an economic development area and an allocation area within the meaning of IC 36-7-14, and the Declaratory Resolution was ratified and confirmed by the Redevelopment Commission; and

WHEREAS, in connection with the issuance of the 2010A Bonds, the 2017A Bonds and the 2017B Bonds, the Redevelopment Commission adopted resolutions ("Resolutions") which pledge an annual amount of all real and personal property tax proceeds in the Area allocated and deposited in the Allocation Fund created pursuant to IC 36-7-14 ("Tax Increment") to the payment of the 2010A Bonds, the 2017A Bonds and the 2017B Bonds and the funding of any reserves for such 2010A Bonds, 2017A Bonds and 2017B Bonds; and

WHEREAS, in connection with the issuance of bonds under this ordinance, the Redevelopment Commission has adopted or will adopt a resolution ("2018 Resolution") to allow the pledge of Tax Increment as described in the Resolutions, to also apply to the payment of all bonds issued under this ordinance, and the funding of any reserves for all bonds issued under this ordinance; and

WHEREAS, the Redevelopment Commission's Resolutions and 2018 Resolution direct that the Pledged Tax Increment (as hereafter defined) shall be used as Net Revenues of the sewage works; and

WHEREAS, the Common Council has been advised that Tax Increment has been pledged to the payment of the City of Mishawaka, Indiana, Redevelopment District Tax Increment Revenue Bonds, Series 2015 ("2015 Tax Increment Bonds") and the City of Mishawaka, Indiana, Redevelopment District Tax Increment Revenue Bonds, Series 2017 ("2017 Tax Increment Bonds"); the resolutions authorizing such 2015 Tax Increment Bonds and 2017 Tax Increment Bonds (collectively, "Tax Increment Bonds") pledge Tax Increment to the Tax Increment Bonds, but such pledges do not include the Pledged Tax Increment which Pledged Tax Increment is junior and subordinate to the payment of the Tax Increment Bonds; and

WHEREAS, the bonds to be issued pursuant to this ordinance will constitute a first charge against the Net Revenues of the sewage works, on a parity with the Outstanding Bonds, and are to be issued subject to the provisions of the laws of IC 5-1-14 and IC 36-9-23, each as in effect on the issue date of the bonds authorized herein (collectively, "Act"), and the terms and restrictions of this ordinance; and

WHEREAS, the City desires to authorize the issuance of BANs hereunder, in one or more series, if necessary, and to authorize the refunding of the BANs, if issued;

WHEREAS, the City reasonably expects to reimburse certain preliminary costs of the Project with proceeds of debt to be incurred by the City in an amount not to exceed $13,150,000; and

WHEREAS, the Common Council has been advised that it may be cost efficient to purchase municipal bond insurance and a debt service reserve surety for the bonds authorized herein; and

WHEREAS, the Common Council now finds that all conditions precedent to the adoption of an ordinance authorizing the issuance of said revenue bonds and BANs have been complied with in accordance with the provisions of the Act;

NOW, THEREFORE, BE IT ORDAINED BY THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA, THAT:

Section 1. Authorization of Project; Reimbursement. The City proceed with the construction of the Project in accordance with the plans and specifications heretofore prepared and filed by consulting engineers employed by the City, which plans and specifications are now on file or will be subsequently placed on file in the office of the Clerk of the City, and are hereby adopted and approved, and by reference made a part of this ordinance as fully as if the same were attached hereto and incorporated herein. Two copies of the additional final plans and specifications and the cost estimates will be placed on file in the office of the Clerk of the City and be open for public inspection pursuant to IC 36 1 5 4. The estimated cost of the Project is expected not to exceed $13,150,000, plus investment earnings on the BAN and bond proceeds. The terms "sewage works," "works" and words of like import where used in this ordinance shall be construed to mean the Treatment Works, as defined in the Financial Assistance Agreement, dated January 28, 2010 ("Financial Assistance Agreement") between the City and the Authority as part of its wastewater loan program established and existing pursuant to IC 4-4-11 and IC 13-18-13 ("SRF Program"), and includes the existing structures and property of the sewage works and all enlargements, extensions, additions and improvements thereto and replacements thereof now or at any time hereafter constructed or acquired. The Project shall be constructed in accordance with the plans, specifications and cost estimates heretofore mentioned, which Project is hereby approved. The Project shall be constructed and the BANs and bonds herein authorized shall be issued pursuant to and in accordance with the Act.

The City hereby declares its official intent to complete the Project, to reimburse certain costs of completing the Project with proceeds of debt to be incurred by the City, and to issue debt not exceeding $13,150,000 in aggregate principal amount for purposes of paying and reimbursing costs of the Project.

Section 2. Issuance of BANs and Bonds; Registrar and Paying Agent; Book-Entry Provisions. (a) The City shall issue, if necessary, its BANs for the purpose of procuring interim financing to apply on the cost of the Project. The City may issue its BANs, in one or more series, in an aggregate amount not to exceed Thirteen Million One Hundred Fifty Thousand Dollars ($13,150,000) to be designated "Sewage Works Bond Anticipation Notes of _____" (to be completed with the year in which issued and appropriate series designation, if any). The BANs shall be sold at not less than 99% of their par value, shall be numbered consecutively from 1 upward, shall be in any multiples of One Thousand Dollars ($1,000) as set forth in the hereinafter defined Bond Anticipation Note Agreement for the BANs, shall be dated as of the date of delivery thereof, and shall bear interest at a rate not to exceed 3% per annum (the exact rate or rates to be determined through negotiation with the purchaser of the BANs) payable at maturity or upon redemption. The BANs will mature no later than two (2) years after their date of delivery. The BANs are subject to renewal or extension at an interest rate or rates not to exceed 3% per annum (the exact rate or rates to be negotiated with the purchaser of the BANs). The term of the BANs and all renewal BANs may not exceed five years from the date of delivery of the initial BANs. The BANs shall be registered in the name of the purchasers thereof.

(b) The BANs shall be issued pursuant to IC 5-1.5-8-6.1 if sold to the Indiana Bond Bank or pursuant to IC 5-1-14-5 if sold to a financial institution or any other purchaser. The City shall pledge to the payment of the principal of and interest on the BANs the proceeds from the issuance of revenue bonds pursuant to and in the manner prescribed by the Act.

The revenue bonds will be payable solely out of and constitute a first charge against the Net Revenues (herein defined as the gross revenues after deduction only for the payment of the reasonable expenses of operation, repair and maintenance, excluding transfers for payment in lieu of property taxes ("PILOTs")), of the sewage works of the City, on a parity with the Outstanding Bonds. The Net Revenues of the sewage works shall include the Pledged Tax Increment. For purposes of this ordinance, the "Pledged Tax Increment" shall mean an annual amount not to exceed $3,360,000 of Tax Increment remaining after payment of the Tax Increment Bonds available for deposit under this ordinance. The Pledged Tax Increment is pledged to pay, on a parity basis, the debt service on and fund reserves for the 2010A Bonds, the 2017A Bonds, the 2017B Bonds and the Bonds issued under this ordinance. The Pledged Tax Increment shall remain in force for so long as the Bonds authorized under this ordinance are outstanding, provided, however, that (i) the Pledged Tax Increment may be reduced or shall be increased (but not in excess of $3,360,000 annually) so that Net Revenues of the sewage works (including Pledged Tax Increment) in the fiscal year are not less than one hundred twenty-five percent (125%) of the maximum annual interest and principal requirements of all bonds payable from the Net Revenues of the sewage works; or (ii) Pledged Tax Increment shall no longer be pledged or treated as Net Revenues of the sewage works upon the one time showing that prior to the City's determination to release the Pledged Tax Increment from the payment of the bonds, the sewage rates and charges are increased sufficiently so that the increased rates and charges applied to the previous fiscal year's operations would have produced Net Revenues (not including Pledged Tax Increment) for said year equal to not less than one hundred twenty-five (125%) of the maximum annual interest and principal requirements of all bonds payable from the Net Revenues of the sewage works. For purposes of this subsection, the records of the sewage works shall be analyzed and all showings prepared annually by a certified public accountant employed by the City for that purpose within 120 days of the close of each fiscal year.

(c) The City shall issue its sewage works revenue bonds, in one or more series, in the aggregate principal amount not to exceed $13,150,000 to be designated "Sewage Works Revenue Bonds of ____" to be completed with the year in which issued and appropriate series designation, if any ("Bonds"), for the purpose of procuring funds to apply on the cost of the Project, refunding the BANs, if issued, and issuance costs, including premiums for municipal bond insurance and a debt service reserve surety.

The Bonds shall be issued and sold at a price not less than 99% of par value, shall be issued in fully registered form in denominations of $5,000 or integral multiples thereof, numbered consecutively from 1 up, originally dated as of the first day of the month in which they are issued or sold or their date of delivery, as determined by the Controller with the advice of the City's financial advisor, and shall bear interest at a rate or rates not exceeding 6% per annum (the exact rate or rates to be determined by bidding). Interest is payable semiannually on March 1 and September 1 in each year, commencing on the first March 1 or the first September 1 after the date of issuance of the Bonds, as determined by the Controller, with the advice of the City's financial advisor. Principal shall be payable in lawful money of the United States of America, at the principal office of the Paying Agent (as hereinafter defined) and such Bonds shall mature semiannually on March 1 and September 1 or be subject to mandatory sinking fund redemption on March 1 and September 1 over a period ending no later than September 1, 2040, and in such amounts that will produce as level annual debt service as practicable with $5,000 denominations, taking into account the annual debt service of the Outstanding Bonds.

All or a portion of the Bonds may be issued as one or more term bonds, upon election of the purchaser. Such term bonds shall have a stated maturity or maturities on March 1 or September 1 on the dates as determined by the purchaser, but in no event later than the final serial maturity date of the Bonds as determined in accordance with the above paragraph. The term bonds shall be subject to mandatory sinking fund redemption and final payment(s) at maturity at 100% of the principal amount thereof, plus accrued interest to the redemption date, on principal payment dates which are hereinafter determined in accordance with the above paragraph.

Interest on the Bonds and BANs shall be calculated according to a 360-day calendar year containing twelve 30-day months.

Each series of Bonds shall rank on a parity with the other for all purposes, including the pledge of Net Revenues under this ordinance.

(d) The Controller is hereby authorized to contract with a qualified financial institution to serve as Registrar and Paying Agent for the Bonds, which Registrar is hereby charged with the responsibility of authenticating the Bonds ("Registrar" or "Paying Agent"). The Controller is hereby authorized to enter into such agreements or understandings with such institution as will enable the institution to perform the services required of a Registrar and Paying Agent. The Controller is further authorized to pay such fees as the institution may charge for the services it provides as Registrar and Paying Agent, and such fees may be paid from the Sewage Works Sinking Fund continued hereunder to pay the principal of and interest on the Bonds and fiscal agency charges.

As to the BANs and as to the Bonds, if acceptable to the purchaser, the Controller may serve as Registrar and Paying Agent and in that case is hereby charged with the duties of Registrar and Paying Agent.

The principal of the Bonds shall be payable at the principal office of the Paying Agent. All payments of interest on the Bonds and principal of and interest on the BANs shall be paid by check mailed one business day prior to the interest payment date to the registered owners thereof as the names appear as of the fifteenth day of the month preceding the interest payment date ("Record Date"), at the addresses as they appear on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by such registered owner. If payment of principal or interest is made to a depository, payment shall be made by wire transfer on the payment date in same-day funds. If the payment date occurs on a date when financial institutions are not open for business, the wire transfer shall be made on the next succeeding business day. The Paying Agent shall be instructed to wire transfer payments by 1:00 p.m. (New York City time) so such payments are received at the depository by 2:30 p.m. (New York City time). All payments on the Bonds and BANs shall be made in any coin or currency of the United States of America, which on the date of such payment, shall be legal tender for the payment of public and private debts.

Each Bond shall be transferable or exchangeable only upon the books of the City kept for that purpose at the principal office of the Registrar, by the registered owner thereof in person, or by its attorney duly authorized in writing, upon surrender of such Bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the registered owner or its attorney duly authorized in writing, and thereupon a new fully registered Bond or Bonds in the same aggregate principal amount and of the same maturity and the same series shall be executed and delivered in the name of the transferee or transferees or the registered owner, as the case may be, in exchange therefor. The costs of such transfer or exchange shall be borne by the City. The City and the Registrar and Paying Agent for the Bonds may treat and consider the person in whose name such Bonds are registered as the absolute owner thereof for all purposes including for the purpose of receiving payment of, or on account of, the principal thereof and interest due thereon.

The Registrar and Paying Agent may at any time resign as Registrar and Paying Agent upon giving 30 days' notice in writing to the City and by first class mail to each registered owner of the Bonds then outstanding, and such resignation will take effect at the end of such 30 day period or upon the earlier appointment of a successor registrar and paying agent by the City.

Any such notice to the City may be served personally or sent by registered mail. The Registrar and Paying Agent may be removed at any time as Registrar and Paying Agent by the City, in which event the City may appoint a successor registrar and paying agent. The City shall notify each registered owner of the Bonds then outstanding by first class mail of the removal of the Registrar and Paying Agent. Notices to the registered owners of the Bonds shall be deemed to be given when mailed by first class mail to the addresses of such registered owners as they appear on the registration books kept by the Registrar.

Upon the appointment of any successor registrar and paying agent by the City, the Controller is authorized and directed to enter into such agreements and understandings with such successor registrar and paying agent as will enable the institution to perform the services required of a registrar and paying agent for the Bonds. The Controller is further authorized to pay such fees as the successor registrar and paying agent may charge for the services it provides as registrar and paying agent and such fees may be paid from the Sewage Works Sinking Fund continued in Section 14 hereof. Any predecessor registrar and paying agent shall deliver all of the Bonds and any cash or investments in its possession with respect thereto, together with the registration books, to the successor registrar and paying agent.

Interest on Bonds which are authenticated on or before the Record Date which precedes the first interest payment date shall be paid from their original date. Interest on Bonds authenticated subsequent to the Record Date which precedes the first interest payment date thereon shall be paid from the interest payment date to which interest has been paid as of the date on which such Bonds are authenticated, unless a Bond is authenticated between the Record Date and the interest payment date in which case the interest shall be paid from such interest payment date.

(e) The City has determined that it may be beneficial to the City to have the Bonds held by a central depository system pursuant to an agreement between the City and The Depository Trust Company, New York, New York ("Depository Trust Company") and have transfers of the Bonds effected by book-entry on the books of the central depository system ("Book Entry System"). The Bonds may be initially issued in the form of a separate single authenticated fully registered bond for the aggregate principal amount of each separate maturity of the Bonds. In such case, upon initial issuance, the ownership of such Bonds shall be registered in the register kept by the Registrar in the name of CEDE & CO., as nominee of the Depository Trust Company.

With respect to the Bonds registered in the register kept by the Registrar in the name of CEDE & CO., as nominee of the Depository Trust Company, the City and the Paying Agent shall have no responsibility or obligation to any other holders or owners (including any beneficial owner ("Beneficial Owner")) of the Bonds with respect to (i) the accuracy of the records of the Depository Trust Company, CEDE & CO., or any Beneficial Owner with respect to ownership questions, (ii) the delivery to any bondholder (including any Beneficial Owner) or any other person, other than the Depository Trust Company, of any notice with respect to the Bonds including any notice of redemption, or (iii) the payment to any bondholder (including any Beneficial Owner) or any other person, other than the Depository Trust Company, of any amount with respect to the principal of, or premium, if any, or interest on the Bonds except as otherwise provided herein.

No person other than the Depository Trust Company shall receive an authenticated Bond evidencing an obligation of the City to make payments of the principal of and premium, if any, and interest on the Bonds pursuant to this ordinance. The City and the Registrar and Paying

Agent may treat as and deem the Depository Trust Company or CEDE & CO. to be the absolute bondholder of each of the Bonds for the purpose of (i) payment of the principal of and premium, if any, and interest on such Bonds; (ii) giving notices of redemption and other notices permitted to be given to bondholders with respect to such Bonds; (iii) registering transfers with respect to such Bonds; (iv) obtaining any consent or other action required or permitted to be taken of or by bondholders; (v) voting; and (vi) for all other purposes whatsoever. The Paying Agent shall pay all principal of and premium, if any, and interest on the Bonds only to or upon the order of the Depository Trust Company, and all such payments shall be valid and effective fully to satisfy and discharge the City's and the Paying Agent's obligations with respect to principal of and premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. Upon delivery by the Depository Trust Company to the City of written notice to the effect that the Depository Trust Company has determined to substitute a new nominee in place of CEDE & CO., and subject to the provisions herein with respect to consents, the words "CEDE & CO." in this ordinance shall refer to such new nominee of the Depository Trust Company. Notwithstanding any other provision hereof to the contrary, so long as any Bond is registered in the name of CEDE & CO., as nominee of the Depository Trust Company, all payments with respect to the principal of and premium, if any, and interest on such Bonds and all notices with respect to such Bonds shall be made and given, respectively, to the Depository Trust Company as provided in a representation letter from the City to the Depository Trust Company.

Upon receipt by the City of written notice from the Depository Trust Company to the effect that the Depository Trust Company is unable or unwilling to discharge its responsibilities and no substitute depository willing to undertake the functions of the Depository Trust Company hereunder can be found which is willing and able to undertake such functions upon reasonable and customary terms, then the Bonds shall no longer be restricted to being registered in the register of the City kept by the Registrar in the name of CEDE & CO., as nominee of the Depository Trust Company, but may be registered in whatever name or names the bondholders transferring or exchanging the Bonds shall designate, in accordance with the provisions of this ordinance.

If the City determines that it is in the best interest of the bondholders that they be able to obtain certificates for the fully registered Bonds, the City may notify the Depository Trust Company and the Registrar, whereupon the Depository Trust Company will notify the Beneficial Owners of the availability through the Depository Trust Company of certificates for the Bonds. In such event, the Registrar shall prepare, authenticate, transfer and exchange certificates for the bonds as requested by the Depository Trust Company and any Beneficial Owners in appropriate amounts, and whenever the Depository Trust Company requests the City and the Registrar to do so, the Registrar and the City will cooperate with the Depository Trust Company by taking appropriate action after reasonable notice (i) to make available one or more separate certificates evidencing the fully registered Bonds of any Beneficial Owner's Depository Trust Company account or (ii) to arrange for another securities depository to maintain custody of certificates for and evidencing the Bonds.

If the Bonds shall no longer be restricted to being registered in the name of the Depository Trust Company, the Registrar shall cause the Bonds to be printed in blank in such number as the Registrar shall determine to be necessary or customary; provided, however, that the Registrar shall not be required to have such Bonds printed until it shall have received from the City indemnification for all costs and expenses associated with such printing.

In connection with any notice or other communication to be provided to bondholders by the City or the Registrar with respect to any consent or other action to be taken by bondholders, the City or the Registrar, as the case may be, shall establish a record date for such consent or other action and give the Depository Trust Company notice of such record date not less than fifteen (15) calendar days in advance of such record date to the extent possible.

So long as the Bonds are registered in the name of the Depository Trust Company or CEDE & CO. or any substitute nominee, the City and the Registrar and Paying Agent shall be entitled to request and to rely upon a certificate or other written representation from the Beneficial Owners of the Bonds or from the Depository Trust Company on behalf of such Beneficial Owners stating the amount of their respective beneficial ownership interests in the Bonds and setting forth the consent, advice, direction, demand or vote of the Beneficial Owners as of a record date selected by the Registrar and the Depository Trust Company, to the same extent as if such consent, advice, direction, demand or vote were made by the bondholders for purposes of this ordinance and the City and the Registrar and Paying Agent shall for such purposes treat the Beneficial Owners as the bondholders. Along with any such certificate or representation, the Registrar may request the Depository Trust Company to deliver, or cause to be delivered, to the Registrar a list of all Beneficial Owners of the bonds, together with the dollar amount of each Beneficial Owner's interest in the Bonds and the current addresses of such Beneficial Owners.

The City is authorized to issue its BANs in book-entry form and, in that case, all of the provisions set forth in this subsection (d) shall apply.

Section 3. Redemption of BANs and Bonds. (a) Effective 180 days after the date of issuance, the BANs are prepayable by the City, in whole or in part, on any date, upon 20 days' notice to the owner of the BANs, without premium.

(b) The Bonds of this issue are redeemable at the option of the City, but no sooner than September 1, 2027, and thereafter on any date, on thirty (30) days' notice, in whole or in part, in the order of maturity as determined by the City, and by lot within a maturity, at face value plus accrued interest to the date fixed for redemption. The exact redemption dates shall be established by the Controller, with the advice of the City's financial advisor, prior to the sale of the Bonds.

(c) If any Bond is issued as a term bond, the Paying Agent shall credit against the mandatory sinking fund requirement for the Bonds maturing as term bonds, and corresponding mandatory redemption obligation, in the order determined by the City, any Bonds maturing as term bonds which have previously been redeemed (otherwise than as a result of a previous mandatory redemption requirement) or delivered to the Registrar for cancellation or purchased for cancellation by the Paying Agent and not theretofore applied as a credit against any redemption obligation. Each Bond maturing as a term bond so delivered or canceled shall be credited by the Paying Agent at 100% of the principal amount thereof against the mandatory sinking fund obligation on such mandatory sinking fund date, and any excess of such amount shall be credited on future redemption obligations, and the principal amount of the Bonds to be redeemed by operation of the mandatory sinking fund requirement shall be accordingly reduced; provided, however, the Paying Agent shall credit only such Bonds maturing as term bonds to the extent received on or before forty-five (45) days preceding the applicable mandatory redemption date.

Each $5,000 denomination shall be considered a separate bond for purposes of optional and mandatory redemption. If less than an entire maturity is called for redemption, the Bonds to be called for redemption shall be selected by lot by the Registrar. If some Bonds are to be redeemed by optional redemption and mandatory sinking fund redemption on the same date, the Registrar shall select by lot the Bonds for optional redemption before selecting the Bonds by lot for the mandatory sinking fund redemption.

(d) Notice of redemption shall be given not less than thirty (30) days prior to the date fixed for redemption unless such redemption notice is waived by the owner of the Bond or Bonds redeemed. Such notice shall be mailed to the address of the registered owner as shown on the registration record of the City as of the date which is forty-five (45) days prior to such redemption date. The notice shall specify the date and place of redemption and sufficient identification of the Bonds called for redemption. The place of redemption may be determined by the City. Interest on the Bonds so called for redemption shall cease on the redemption date fixed in such notice if sufficient funds are available at the place of redemption to pay the redemption price on the date so named.

Section 4. Execution of Bonds and BANs. Each of the BANs and Bonds shall be executed in the name of the City by the manual or facsimile signature of the Mayor, countersigned by the manual or facsimile signature of its Controller and attested by the manual or facsimile signature of its Clerk, and the seal of the City shall be affixed, imprinted or impressed to or on each of the BANs and Bonds manually, by facsimile or any other means; and these officials, by the execution of a Signature and No Litigation Certificate, shall adopt as and for their own proper signatures the facsimile signatures appearing on the Bonds or BANs. In case any officer whose signature or facsimile signature appears on the Bonds or BANs shall cease to be such officer before the delivery of the Bonds or BANs, the signature of such officer shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such delivery.

The BANs and Bonds shall have all of the qualities and incidents of negotiable instruments under the laws of the State of Indiana, subject to the provisions for registration herein.

The Bonds shall also be authenticated by the manual signature of the Registrar, and no Bond shall be valid or become obligatory for any purpose until the certificate of authentication thereon has been so executed.

Section 5. Form of Bonds. The form and tenor of the Bonds shall be substantially as follows, all blanks to be filled in properly and all necessary additions and deletions to be made prior to delivery thereof:

> [Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to the City of Mishawaka, Indiana, or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]

UNITED STATES OF AMERICA

STATE OF INDIANA COUNTY OF ST. JOSEPH

CITY OF MISHAWAKA
SEWAGE WORKS REVENUE BOND OF ____________, [SERIES _____]

[INTEREST RATE]	[MATURITY DATE]	ORIGINAL DATE	AUTHENTICATION DATE	[CUSIP]

REGISTERED OWNER:

PRINCIPAL SUM:

The City of Mishawaka ("City"), in St. Joseph County, State of Indiana, for value received, hereby promises to pay to the Registered Owner (named above) or registered assigns, solely out of the special revenue fund hereinafter referred to, the Principal Sum set forth above [on the Maturity Date set forth above] **OR** [on September 1 and March 1 on the dates and in the amounts as set forth on Exhibit A attached hereto] (unless this hereinafter defined Bond be subject to and shall have been duly called for redemption and payment as provided for herein), and to pay interest hereon until the Principal Sum shall be fully paid at the [Interest Rate specified above] **OR** [interest rate[s] per annum set forth on Exhibit A attached hereto] from the interest payment date to which interest has been paid next preceding the Authentication Date of this Bond unless this Bond is authenticated after the fifteenth day of the month preceding an interest payment date and on or before such interest payment in which case it shall bear interest from such interest payment date, or unless this Bond is authenticated on or before _________________, 20______, in which case it shall bear interest from the Original Date, which interest is payable semiannually on the first days of September and March of each year, beginning on ____________________, 20_____. Interest shall be calculated according to a 360-day calendar year containing twelve 30-day months.

The principal of this Bond is payable at the principal office of __________________________ ("Registrar" or "Paying Agent"), in the _________ of _____________, Indiana. All payments of interest on this Bond shall be paid by check mailed one business day prior to the interest payment date to the registered owner hereof, as of the fifteenth day of the month preceding such payment, at the address as it appears on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by the registered owner. If payment of principal or interest is made to a depository, payment shall be made by wire transfer on the payment date in same-day funds. If the payment date occurs on a date when financial institutions are not open for business, the wire transfer shall be made on the next succeeding business day. The Paying Agent shall wire transfer payments by 1:00 p.m. (New York City time) so such payments are received at the depository by 2:30 p.m. (New York City time). All payments on the Bond shall be made in any coin or currency of the United States of America, which on the dates of such payment, shall be legal tender for the payment of public and private debts.

This Bond shall not constitute an indebtedness of the City within the meaning of the provisions and limitations of the constitution of the State of Indiana, and the City shall not be obligated to pay this Bond or the interest hereon except from the special fund provided from the Net Revenues, on a parity with the Outstanding Bonds (each as hereinafter defined).

This Bond is [the only] one of an authorized issue of Bonds of the City[, to be issued in series,] [of like tenor and effect, except as to numbering, interest rate[, series designation] and dates of maturity,] in the total amount of _________ Dollars ($___________) [for this series] ("Bonds"), numbered from 1 up, issued for the purpose of providing funds to be applied on the cost of additions and improvements to the City's sewage works[, to refund interim notes issued in anticipation of the Bonds] and to pay incidental expenses [, including premiums for municipal bond insurance and a debt service reserve surety], as authorized by an Ordinance adopted by the Common Council of the City on the _____ day of _____________, 2018, entitled "An Ordinance concerning the construction of additions and improvements to the sewage works of the City of

Mishawaka, the issuance of revenue bonds to provide the cost thereof, the collection, segregation and distribution of the revenues of said works, the safeguarding of the interests of the owners of said revenue bonds, other matters connected therewith, including the issuance of notes in anticipation of bonds, and repealing ordinances inconsistent herewith" ("Ordinance"), and in strict compliance with the provisions of IC 5-1-14 and IC 36-9-23, each as in effect on the issue date of the Bonds (collectively, "Act").

Pursuant to the provisions of the Act and the Ordinance, the principal and interest of this Bond and all other Bonds of said issue, [including the Sewage Works Revenue Bonds of ______, Series ______ ("Series ____ Bonds"),] and any bonds hereafter issued on a parity therewith, are payable solely from the Sewage Works Sinking Fund (continued by the Ordinance) to be provided from the Net Revenues (defined as the gross revenues of the sewage works of the City remaining after the payment of the reasonable expenses of operation, repair and maintenance, excluding transfers for payment in lieu of property taxes) of the sewage works of the City. The bonds of this issue of which this bond is a part rank on a parity with the Outstanding Bonds (as defined in the Ordinance). Under the Ordinance, Net Revenues include the Pledged Tax Increment (as defined in the Ordinance) subject to Section 2(b) of the Ordinance.

The City irrevocably pledges the entire Net Revenues of said sewage works to the prompt payment of the principal of and interest on the Bonds authorized by the Ordinance, of which this is one, and any bonds ranking on a parity therewith, including the Outstanding Bonds [and the Series ___ Bonds], to the extent necessary for that purpose, and covenants that it will cause to be fixed, maintained and collected such rates and charges for service rendered by said works, as are sufficient in each year for the payment of the proper and reasonable expenses of operation, repair and maintenance of said works and for the payment of the sums required to be paid into the Sinking Fund under the provisions of the Act and the Ordinance. If the City or the proper officers of the City shall fail or refuse to so fix, maintain and collect such rates or charges, or if there be a default in the payment of the interest on or principal of this Bond, the owner of this Bond shall have all of the rights and remedies provided for in the Act, including the right to have a receiver appointed to administer the works and to charge and collect rates sufficient to provide for the payment of this Bond and the interest hereon.

[The Bonds shall be initially issued in a Book Entry System (as defined in the Ordinance). The provisions of this Bond and of the Ordinance are subject in all respects to the provisions of the Letter of Representations between the City and The Depository Trust Company, or any substitute agreement, effecting such Book Entry System.]

The City further covenants that it will set aside and pay into its Sewage Works Sinking Fund a sufficient amount of the Net Revenues of said works to meet: (a) the interest on all bonds which by their terms are payable from the revenues of the sewage works, as such interest shall fall due; (b) the necessary fiscal agency charges for paying the bonds and interest; (c) the principal of all bonds which by their terms are payable from the revenues of the sewage works, as such principal shall fall due; and (d) an additional amount to [create and] maintain the reserve required by the Ordinance. Such required payments shall constitute a first charge upon all the Net Revenues of said works, on a parity with the Outstanding Bonds [and the Series ____ Bonds].

The Bonds of this issue maturing on _______________ 1, 20___, and thereafter, are redeemable at the option of the City on __________ 1, 20___, or any date thereafter, on thirty (30) days' notice, in whole or in part, in the order of maturity as determined by the City and by lot within a maturity, at face value together with the following premiums:

__% if redeemed on ______________ 1, 20___ or thereafter
on or before _________, 20___;
0% if redeemed on _______________ 1, 20___, or thereafter
prior to maturity;

plus in each case accrued interest to the date fixed for redemption.

[The Bonds maturing on _________________ 1, 20____ are subject to mandatory sinking fund redemption prior to maturity, at a redemption price equal to the principal amount thereof plus accrued interest, on the dates and in the amounts set forth below:

________Term Bond	
Date	Amount
*	

*Final Maturity]

Each Five Thousand Dollars ($5,000) principal amount shall be considered a separate bond for purposes of optional [and mandatory] redemption. If less than an entire maturity is called for redemption, the Bonds to be redeemed shall be selected by lot by the Registrar. [If some Bonds are to be redeemed by optional redemption and mandatory sinking fund redemption on the same date, the Registrar shall select by lot the Bonds for optional redemption before selecting the Bonds by lot for the mandatory sinking fund redemption.]

Notice of such redemption shall be mailed to the address of the registered owner as shown on the registration records of the City, as of the date which is forty-five (45) days prior to such redemption date, not less than thirty (30) days prior to the date fixed for redemption unless the notice is waived by the registered owner of this Bond. The notice shall specify the date and place of redemption and sufficient identification of the Bonds called for redemption. The place of redemption may be determined by the City. Interest on the Bonds so called for redemption shall cease on the redemption date fixed in such notice if sufficient funds are available at the place of redemption to pay the redemption price on the date so named.

If this Bond shall not be presented for payment or redemption on the date fixed therefor, the City may deposit in trust with its depository bank, an amount sufficient to pay such Bond or the redemption price, as the case may be, and thereafter the registered owner shall look only to the funds so deposited in trust with said bank for payment and the City shall have no further obligation or liability in respect thereto.

This Bond is transferable or exchangeable only upon the books of the City kept for that purpose at the office of the Registrar, by the registered owner hereof in person, or by its attorney duly authorized in writing, upon surrender of this Bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the registered owner or its attorney duly authorized in writing, and thereupon a new fully registered Bond or Bonds in the same aggregate principal amount and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or to the registered owner, as the case may be, in exchange therefor. The City, the Registrar and any paying agent for this Bond may treat and consider the person in whose name this Bond is registered as the absolute owner hereof for all purposes including for the purpose of receiving payment of, or on account of, the principal hereof and interest due hereon.

This Bond is subject to defeasance prior to redemption or payment as provided in the Ordinance referred to herein. THE OWNER OF THIS BOND, BY THE ACCEPTANCE HEREOF, HEREBY AGREES TO ALL THE TERMS AND PROVISIONS CONTAINED IN THE ORDINANCE. The Ordinance may be amended without the consent of the owners of the Bonds as provided in the Ordinance, if the Common Council determines, in its sole discretion, that the amendment shall not adversely affect the rights of any of the owners of the Bonds.

The Bonds maturing in any one year are issuable only in fully registered form in the denomination of $5,000 or any integral multiple thereof not exceeding the aggregate principal amount of the Bonds maturing in such year.

It is hereby certified and recited that all acts, conditions and things required to be done precedent to and in the preparation and complete execution, issuance and delivery of this Bond have been done and performed in regular and due form as provided by law.

This Bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been executed by an authorized representative of the Registrar.

IN WITNESS WHEREOF, the City of Mishawaka, in St. Joseph County, Indiana, has caused this Bond to be executed in its corporate name by the manual or facsimile signature of its Mayor, countersigned with the manual or facsimile signature of the Controller, its corporate seal to be hereunto affixed, imprinted or impressed by any means and attested manually or by facsimile by its Clerk.

CITY OF MISHAWAKA, INDIANA

[SEAL]

By: __________________________________
Mayor

COUNTERSIGNED

By: ______________________________
Controller

Attest:

____
Clerk

[BOND INSURANCE LEGEND]

REGISTRAR'S CERTIFICATE OF AUTHENTICATION

It is hereby certified that this Bond is one of the Bonds described in the Ordinance.

______________________________________,
As Registrar

By: __________________________________
Authorized Representative

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto ____, the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints __________________, attorney, to transfer the within Bond in the books kept for the registration thereof with full power of substitution in the premises.

Dated:________________________

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution participating in a Securities Transfer Association recognized signature guarantee program.	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 whatsoever.

[EXHIBIT A]

[End of bond form]

Section 6. Preparation and Sale of BANs and Bonds; Official Statement; Continuing Disclosure; Bond Insurance. (a) The Controller is hereby authorized and directed to have the BANs and Bonds prepared, and the Mayor, the Controller and the Clerk are hereby authorized and directed to execute the BANs and Bonds in the form and manner herein provided. The Controller is hereby authorized and directed to deliver the BANs and Bonds to the respective purchasers thereof after sale made in accordance with the provisions of this ordinance, provided that at the time of the delivery the Controller shall collect the full amount which the respective purchasers have agreed to pay therefor, which amount shall not be less than 99% of the par value of the BANs, and not less than 99% of the par value of the Bonds, as the case may be. The City may receive payment for the BANs in installments. Each series of Bonds, when fully paid for and delivered to the purchaser, shall be the binding special revenue obligations of the City, payable out of the Net Revenues of the City's sewage works to be set aside into the Sinking Fund as herein provided, on a parity with the Outstanding Bonds. The proceeds derived from the sale of the Bonds shall be and are hereby set aside for application on the cost of the Project hereinbefore referred to, the refunding of the BANs, if issued, and the expenses necessarily incurred in connection with the BANs and Bonds. The proper officers of the City are hereby directed to draw all proper and necessary warrants, and to do whatever acts and things which may be necessary to carry out the provisions of this ordinance.

(b) Distribution of an Official Statement (preliminary and final) for the Bonds, prepared by H.J. Umbaugh & Associates, Certified Public Accountants, LLP, on behalf of the City, is hereby authorized and approved and the Mayor and the Controller are authorized and directed to execute the Official Statement on behalf of the City in a form consistent with the ordinance. The Mayor or Controller is hereby authorized to designate the preliminary Official Statement as "nearly final" for purposes of Rule 15c2-12 as promulgated by the Securities and Exchange Commission ("Rule").

(c) If the Bonds are subject to the Rule, a continuing disclosure undertaking ("Undertaking") for the Bonds is hereby authorized and approved by the Common Council, and the Mayor and Controller are hereby authorized and directed to complete, execute and attest the same on behalf of the City. Notwithstanding any other provisions of this ordinance, failure of the City to comply with the Undertaking shall not be considered an event of default under the Bonds or this ordinance.

(d) In the event the financial advisor to the City certifies to the City that it would be economically advantageous for the City to obtain a municipal bond insurance policy the City hereby authorizes the purchase of such an insurance policy. The acquisition of a municipal bond insurance policy is hereby deemed economically advantageous in the event the difference between the present value cost of (a) the total debt service on the Bonds if issued without municipal bond insurance and (b) the total debt service on the Bonds if issued with municipal bond insurance, is greater than the cost of the premium on the municipal bond insurance policy. If such an insurance policy is purchased, the Mayor and the Controller are hereby authorized to execute and deliver all agreements with the provider of the policy to the extent necessary to comply with the terms of such insurance policy and the commitment to issue such policy. Such agreement shall be deemed a part of this ordinance for all purposes and is hereby incorporated herein by reference.

Section 7. Bond Sale Notice. Prior to the sale of the Bonds, the Controller shall cause to be published either (i) a notice of such sale in the *South Bend Tribune* and the *Mishawaka Enterprise*, two times, at least one week apart, the first publication made at least fifteen (15) days before the date of the sale and the second publication being made at least three (3) days before the date of the sale, or (ii) a notice of intent to sell in the *South Bend Tribune,* the *Mishawaka Enterprise* and the *Court & Commercial Record,* all in accordance with IC 5-1-11 and IC 5-3-1. A notice of sale may also be published one time in the *Court & Commercial Record,* and a notice or summary notice may also be published in *The Bond Buyer* in New York, New York. The notice shall state the character and amount of the Bonds, the maximum rate of interest thereon, the terms and conditions upon which bids will be received and the sale made, and such other information as the Controller and the attorneys employed by the City shall deem advisable and any summary notice may contain any information deemed so advisable. The notice will also state that the winning bidder will agree to assist the City in establishing the issue price under Treas. Reg. Section 1.148-1(f) ("Issue Price Regulation"). The criteria for establishing the issue price under the Issue Price Regulation shall be set forth in the Preliminary Official Statement and/or the bid form. The notice may provide, among other things, that electronic bidding will be permitted and that the successful bidder shall be required to submit a certified or cashier's check or a wire transfer of funds in an amount equal to 1% of the principal amount of the Bonds described in the notice and that in the event the successful bidder shall fail or refuse to accept delivery of the Bonds and pay for the same as soon as the Bonds are ready for delivery, or at the time fixed in the notice of sale, then said check and the proceeds thereof shall be the property of the City and shall be considered as its liquidated damages on account of such default; that bidders for the Bonds will be required to name the rate or rates of interest which the Bonds are to bear, not exceeding the maximum rate hereinbefore fixed, and that such interest rate or rates shall be in multiples of one-eighth (1/8) or one-hundredth (1/100) of one percent (1%). No conditional bid or bid for less than 99% of the face amount of the Bonds will be considered. The opinion of Ice Miller LLP, bond counsel of Indianapolis, Indiana, approving the legality of the Bonds, will be furnished to the purchaser at the expense of the City.

The Bonds shall be awarded by the Controller to the best bidder who has submitted his bid in accordance with the terms of this ordinance, IC 5-1-11 and the notice. The best bidder will be the one who offers the lowest net interest cost to the City, to be determined by computing the total interest on all of the Bonds to their maturities, adding thereto the discount bid, if any, and deducting the premium bid, if any. The right to reject any and all bids shall be reserved. If an acceptable bid is not received on the date of sale, the sale may be continued from day to day thereafter without further advertisement for a period of thirty (30) days, during which time no bid which provides a higher net interest cost to the City than the best bid received at the time of the advertised sale will be considered.

Section 8. Use of Proceeds. Any accrued interest received at the time of the delivery of the Bonds, and premium, if any, shall be deposited in the Sewage Works Sinking Fund, continued in Section 14. The remaining proceeds from the sale of the Bonds, to the extent not used to refund BANs, and BAN proceeds shall be deposited in a bank or banks which are legally designated depositories for the funds of the City, in a special account or accounts to be designated as "City of Mishawaka, Sewage Works Construction Account" ("Construction Account"). All funds deposited to the credit of the Sewage Works Sinking Fund or Construction

Account shall be deposited, held, secured or invested in accordance with the laws of the State of Indiana relating to the depositing, holding, securing or investing of public funds, including particularly IC 5-13, and the acts amendatory thereof and supplemental thereto. The funds in the Construction Account shall be expended only for the purpose of paying the cost of the Project, refunding the BANs, if issued, or as otherwise required by the Act or for the expenses of issuance of the Bonds or BANs. The cost of obtaining the services of Ice Miller LLP, H.J. Umbaugh & Associates, Certified Public Accountants, LLP and the City Attorney shall be considered as a part of the cost of the Project on account of which the BANs and Bonds are issued. Any balance or balances remaining unexpended in such special account or accounts after completion of the Project, which are not required to meet unpaid obligations incurred in connection with such Project, shall either (1) be paid into the Sewage Works Sinking Fund and used solely for the purposes of the Sewage Works Sinking Fund or (2) be used for the same purpose or type of project for which the Bonds were originally issued, all in accordance with IC 5-1-13, as amended and supplemented.

Section 9. Financial Records and Accounts. The City shall keep proper records and books of account, separate from all of its other records and accounts, in which complete and correct entries shall be made showing all revenues received on account of the operation of the sewage works, all disbursements made therefrom and all transactions relating to the utility. Copies of all such statements and reports shall be kept on file in the office of the Clerk. The City shall maintain on file the audited financial statements of said works prepared by the State Board of Accounts.

Section 10. Pledged Tax Increment. The Net Revenues of the sewage works shall continue to include the Pledged Tax Increment. The Pledged Tax Increment is pledged to the payment of the Bonds, on a parity with the 2010A Bonds, the 2017A Bonds and the 2017B Bonds, subject to Section 2(b) of this ordinance.

Section 11. Pledge of Net Revenues. The interest on and the principal of the Bonds issued pursuant to the provisions of this ordinance, and any bonds hereafter issued on a parity therewith, shall constitute a first charge on all the Net Revenues, on a parity with the Outstanding Bonds, and such Net Revenues are hereby irrevocably pledged to the payment of the interest on and principal of such Refunding Bonds, to the extent necessary for that purpose.

Section 12. Revenue Fund. The City shall segregate, deposit and keep in a special fund, separate and apart from all other funds of the City, all gross revenues received on account of the sewage works, which special fund was established and designated as the "City of Mishawaka, Indiana, Sewage Works Revenue Fund" ("Revenue Fund") and is continued hereby. Out of said revenues the proper and reasonable expenses of operation, repair and maintenance of the sewage works shall be paid, the principal and interest of all bonds and fiscal agency charges of bank paying agents shall be paid, reserves shall be funded, and the costs of replacements, extensions, additions and improvements shall be paid as hereinafter provided. No moneys derived from the revenues of the sewage works shall be transferred to the general fund of the City or be used for any purpose not connected with the sewage works so long as any bonds payable from the revenues of the sewage works are outstanding.

Section 13. Operation and Maintenance Fund. The Operation and Maintenance Fund ("O&M Fund") is hereby continued. On the last day of each calendar month, a sufficient amount of revenues of the sewage works shall be transferred from the Revenue Fund to the O&M Fund. The balance maintained in this Fund shall be sufficient to pay the expenses of operation, repair and maintenance of the works for the then next succeeding two (2) calendar months. The moneys credited to this Fund shall be used for the payment of the reasonable and proper operation, repair and maintenance expenses of the sewage works on a day-to-day basis, but none of the moneys in the O&M Fund shall be used for PILOTs, depreciation, replacements, improvements, extensions or additions. Any monies in said Fund may be transferred to the Sewage Works Sinking Fund if necessary to prevent a default in the payment of principal of or interest on the outstanding bonds of the sewage works, or if necessary to eliminate any deficiencies in credits to or minimum balance in the Reserve Accounts described below.

Section 14. Sewage Works Sinking Fund (a) The Sewage Works Sinking Fund ("Sinking Fund") is hereby continued for the payment of the principal of and interest on revenue bonds which by their terms are payable from the Net Revenues of the sewage works and the payment of any fiscal agency charges in connection with the payment of bonds. The Sinking Fund shall consist of a Debt Service Account, and two Reserve Accounts hereby continued. The Sinking Fund shall be continued until all of the bonds payable from the Net Revenues of the sewage works have been paid.

(a) Debt Service Account. All Pledged Tax Increment shall be deposited into the Sinking Fund and shall be deemed as Net Revenues of the sewage works. Upon receipt by the City, the Pledged Tax Increment shall be credited to the Debt Service Account. Any Pledged Tax Increment received by the City in excess of the requirements of the Debt Service Account shall be used to satisfy the requirements of the 1994 Reserve Account and the 1999 Reserve Account (each as hereinafter defined) on a parity basis. After making the required monthly payments into the O&M Fund, Net Revenues shall be deposited into the Debt Service Account monthly, as available, in an amount sufficient for the payment of: (a) the amount required for the interest on the all Outstanding Bonds, the Bonds and any bonds hereafter issued and payable by their terms from the Net Revenues of the sewage works; (b) the principal of all Outstanding Bonds, the Bonds and any bonds hereinafter issued and payable by their terms from the Net Revenues of the sewage works; and (c) the necessary fiscal agency charges for paying the principal of and interest on all Outstanding Bonds, the Bonds and any bonds hereafter issued and payable by their terms from the Net Revenues of the sewage works. After accounting for the amount of Pledged Tax Increment on deposit in the Debt Service Account, the monthly payments into the Debt Service Account shall be in an amount equal to at least one-sixth (1/6) of the amount required during the next succeeding six (6) calendar months for the payment of interest on and principal of the Outstanding Bonds, the Bonds, and all bonds hereafter issued payable by their terms from the Net Revenues of the sewage works, and an amount necessary to pay the bank fiscal agency charges as the same become payable. The City shall, from the sums deposited in the Sinking Fund and credited to the Debt Service Account, remit promptly to the registered owner or to the bank fiscal agency sufficient moneys to pay the interest and principal on the due dates thereof together with the amount of bank fiscal agency charges.

(b) Reserve Accounts. (i) The 2015 Bonds are secured by the 1994 Reserve Account described below. The 2010A Bonds purchased by the Authority as part of its SRF Program and the 2017A Bonds and 2017B Bonds are secured by the 1999 Reserve Account described below. The 1999 Reserve Account will serve as the reserve for the Bonds issued hereunder.

(ii) 1994 Reserve Account. The reserve account continued for the 2015 Bonds ("1994 Reserve Account") is hereby continued. The 1994 Reserve Account serves as the reserve for the 2015 Bonds and it may also serve as the reserve for any series of future bonds not purchased by the Authority as part of its SRF Program. The 1994 Reserve Account contains a surety which funds, in part, the required balance for the 1994 Reserve Account with the remaining balance being funded with cash. The balance to be maintained in the 1994 Reserve Account, taking into account the surety held therein and the cash, shall equal the maximum annual debt service on the 2015 Bonds ("Reserve Requirement").

The 1994 Reserve Account shall constitute the margin for safety and protection against default in the payment of principal of and interest on the 2015 Bonds and any future bonds not purchased by the Authority as part of its SRF Program but secured by the 1994 Reserve Account, and the moneys in the 1994 Reserve Account shall be used to pay current principal and interest on the 2015 Bonds to the extent that moneys in the Debt Service Account are insufficient for that purpose. No moneys in the 1994 Reserve Account shall secure or be used to pay the principal of or interest on the 2010A Bonds, the 2017A Bonds, the 2017B Bonds or the Bonds issued under this ordinance. Any moneys in the 1994 Reserve Account in excess of the Reserve Requirement shall be transferred to the Sewage Works Improvement Fund.

(iii) 1999 Reserve Account. The 1999 Reserve Account ("1999 Reserve Account") is hereby continued. The 1999 Reserve Account shall continue to serve as the reserve for the 2010A Bonds, the 2017A Bonds and the 2017B Bonds and shall also serve as the reserve for any future bonds purchased by the Authority as part of its SRF Program. The 1999 Reserve Account shall also serve as the reserve for the Bonds issued under this ordinance. The balance therein shall equal but not exceed the maximum annual debt service on the Bonds, the 2010A Bonds, the 2017A Bonds, the 2017B Bonds, and any parity bonds issued in the future by the City which are payable from the Net Revenues of the sewage works and secured by the 1999 Reserve Account ("1999 Reserve Requirement"). If the initial deposit into the 1999 Reserve Account does not cause the balance therein to equal the 1999 Reserve Requirement or if no deposit is made, an amount of Net Revenues shall be deposited to the 1999 Reserve Account on the last day of each calendar month until the balance therein equals the 1999 Reserve Requirement. The monthly deposits shall be equal in amount and sufficient to accumulate the 1999 Reserve Requirement within five years of the date of delivery of the Bonds. The 1999 Reserve Account shall constitute the margin for safety and protection against default in the payment of principal of and interest on the 2010A Bonds, the 2017A Bonds, the 2017B Bonds and the Bonds, and the moneys therein shall be used to pay current principal and interest on the 2010A Bonds, the 2017A Bonds, the 2017B Bonds, and the Bonds to the extent that moneys in the Debt Service Account are insufficient for that purpose. No moneys in the 1999 Reserve Account shall secure or be used to pay the principal of or interest on the 2015 Bonds. Any moneys in the 1999 Reserve Account in excess of the 1999 Reserve Requirement shall be transferred to the Sewage Works Improvement Fund.

(iv) Deficiency Restoration. Any deficiency in the balance maintained in the 1994 Reserve Account and the 1999 Reserve Account shall be made up on a parity (pro rata) basis, from the next available Net Revenues remaining after credits into the Debt Service Account.

Section 15. Sewage Works Improvement Fund. The Sewage Works Improvement Fund ("Improvement Fund") is hereby continued. Any excess revenues over and above the requirements of the O&M Fund and Sinking Fund may be transferred or credited from the Revenue Fund to the Improvement Fund, and said Fund shall be used for improvements, replacements, additions and extensions of the sewage works and to make payments representing PILOTs. The City reserves the right to transfer PILOTs from the Improvement Fund no more frequently than semiannually in accordance with the Act, and only if all required transfers have been made to the Sinking Fund and the accounts of the Sinking Fund contain the required balances as of the date the PILOTs are paid. In no event shall any PILOTs be treated as an expense of operation and maintenance, nor in any case shall it be payable from the O&M Fund or the Sinking Fund. Moneys in the Improvement Fund shall be transferred to the Sinking Fund if necessary to prevent a default in the payment of principal and interest on the then outstanding bonds or, if necessary, to eliminate any deficiencies in credits to or minimum balance in any of the Reserve Accounts of the Sinking Fund or may be transferred to the O&M Fund to meet unforeseen contingencies in the operation, repair and maintenance of the sewage works.

Section 16. Maintenance of Funds; Investments. The Sinking Fund shall be deposited in and maintained as a separate account or accounts from all other accounts of the City. The O&M Fund and the Improvement Fund may be maintained in a single account, or accounts, but such account, or accounts, shall likewise be maintained separate and apart from all other accounts of the City and apart from the Sinking Fund account or accounts. All moneys deposited in the accounts shall be deposited, held and secured as public funds in accordance with the public depository laws of the State of Indiana; provided that moneys therein may be invested in obligations in accordance with the applicable laws, including particularly Indiana Code, Title 5, Article 13, as amended or supplemented, and in the event of such investment the income therefrom shall become a part of the funds invested and shall be used only as provided in this ordinance.

Section 17. Defeasance of the Bonds. If, when the Bonds or a portion thereof shall have become due and payable in accordance with their terms or shall have been duly called for redemption or irrevocable instructions to call the Bonds or a portion thereof for redemption shall have been given, and the whole amount of the principal and the interest and the premium, if any, so due and payable upon all of the Bonds or a portion thereof then outstanding shall be paid; or

(i) cash (insured at all times by the Federal Deposit Insurance Corporation or otherwise collateralized with obligations described in (ii) below), or (ii) direct obligations of (including obligations issued or held in book entry form on the books of) the Department of the Treasury of the United States of America, the principal of and the interest on which when due will provide sufficient moneys for such purpose, shall be held in trust for such purpose, and provision shall also be made for paying all fees and expenses for the redemption, then and in that case the Bonds or any designated portion thereof issued hereunder shall no longer be deemed outstanding or entitled to the pledge of the Net Revenues of the City's sewage works.

Section 18. Rate Covenant. The City covenants and agrees that it will establish and maintain just and equitable rates or charges for the use of and the service rendered by the works, to be paid by the owner of each and every lot, parcel of real estate or building that is connected with and uses said sewage works by or through any part of the sewage system of the City, or that in any way uses or is served by such works, at a level adequate to produce and maintain sufficient revenue (including user and other charges, fees, income or revenues available to the City), together with the Pledged Tax Increment reasonably expected to be collected and available to provide for the timely payment of debt service on the Bonds, the 2010A Bonds, the 2017A Bonds and the 2017B Bonds, to provide for the proper Operation and Maintenance (as defined in the Financial Assistance Agreement) of the sewage works, to comply with and satisfy all covenants contained in this ordinance and the Financial Assistance Agreement and to pay all obligations of the sewage works and of the City with respect to the sewage works. Such rates and charges shall, if necessary, be changed and readjusted from time to time so that the revenues therefrom shall always be sufficient, together with the Pledged Tax Increment reasonably expected to be collected and available to provide for the timely payment of debt service on the

Bonds, the 2010A Bonds, the 2017A Bonds and the 2017B Bonds, to meet the expenses of Operation and Maintenance of the sewage works and the requirements of the Sinking Fund. The rates or charges so established shall apply to any and all use of such works by and service rendered to the City and all departments thereof, and shall be paid by the City or the various departments thereof as the charges accrue.

For purposes of determining whether the Pledged Tax Increment will be considered to be reasonably expected to be collected and available to provide for the timely payment of debt service, the following shall control:

(a) the estimated Pledged Tax Increment to be collected shall be based on the existing assessed valuation (unless such valuation has been challenged by the owner of the property, in which case the prior assessed value shall be used) and the then current tax rate;

(b) any delinquent payments of property taxes constituting Pledged Tax Increment shall not be considered available; and

(c) if there is any pending challenge against the establishment or propriety of the Pledged Tax Increment, or its proposed use under this ordinance, such challenged portion of the Pledged Tax Increment shall not be considered available.

If in any year while the Bonds, the 2010A Bonds, the 2017A Bonds or the 2017B Bonds are outstanding, the Net Revenues of the sewage works and the Pledged Tax Increment received from (a) the June settlement is less than the next September 1 payment on all outstanding bonds or (b) the June settlement (after payment of such September 1 payment), together with the December settlement, is less than the next March 1 payment on all outstanding bonds, then the City shall take all steps required to immediately increase sewage works rates and charges to the level required to provide for the timely payment of debt service on all outstanding bonds. Any such increase shall be enacted to be effective within 45 days after the receipt of the June or December settlement, as the case may be.

Section 19. Additional Bond Provisions. The City reserves the right to authorize and issue additional BANs at any time ranking on a parity with the BANs. The City shall not issue any additional obligations payable from or secured by the Pledged Tax Increment without the prior written consent of the Authority. The City reserves the right to authorize and issue additional bonds or other obligations payable out of the Net Revenues of its sewage works ranking on a parity with the Bonds for the purpose of financing the cost of future additions, extensions and improvements to its sewage works, or to refund obligations, subject to the following conditions:

(a) All required payments into the Sinking Fund shall have been made in accordance with the provisions of this ordinance, and the interest on and principal of all bonds payable from the Net Revenues of the sewage works shall have been paid to date in accordance with their terms.

(b) The Net Revenues of the sewage works, including the Pledged Tax Increment, in the fiscal year immediately preceding the issuance of any such parity bonds shall be not less than one hundred twenty five percent (125%) of the maximum annual interest and principal requirements of the then outstanding bonds and the additional parity bonds proposed to be issued; or, prior to the issuance of the parity bonds, the sewage rates and charges shall be increased sufficiently so that the increased rates and charges, if realized and when applied to the previous fiscal year's operations would have produced Net Revenues for said year, including the Pledged Tax Increment, equal to not less than one hundred twenty five percent (125%) of the maximum annual interest and principal requirements of all bonds payable from the revenues of the sewage works, including additional parity bonds proposed to be issued. For purposes of this subsection, the records of the sewage works shall be analyzed and all showings shall be prepared by an independent certified public accountant employed by the City for that purpose who shall certify the satisfaction of the foregoing conditions for the issuance of parity bonds.

(c) The interest on the additional parity bonds shall be payable semiannually on the first days of March and September and the principal of, or mandatory sinking fund redemption dates for, the additional parity bonds shall be payable semiannually on March 1 and September 1.

(d) The reserve shall be satisfied for the additional parity bonds either as of the date of delivery of said additional parity bonds or through equal monthly deposits of Net Revenues sufficient to accumulate the reserve in a manner commensurate with and proportional to the provisions established by Section 14 of this ordinance.

(e) So long as any 2010A Bonds are outstanding and owned by the Authority as part of the SRF Program, (i) the City obtains the consent of the Authority, (ii) the City has faithfully performed and is in compliance with each of its obligations, agreements and covenants contained in the Financial Assistance Agreement and the ordinance authorizing the Outstanding Bonds, and (iii) the City is in compliance with its National Pollutant Discharge Elimination System permits, except for non-compliance for which purpose the parity bonds are issued, including refunding bonds issued prior to, but part of the overall plan to eliminate such non-compliance.

Section 20. <u>Further Covenants of the City; Maintenance, Insurance, Pledge Not To Encumber, Subordinate Indebtedness, and Contract with Bondholders</u>. For the purpose of further safeguarding the interests of the owners of the BANS and the Bonds, it is hereby specifically provided as follows:

(a) All contracts let by the City in connection with the construction of the Project shall be let after due advertisement as required by the laws of the State of Indiana, and all contractors shall be required to furnish surety bonds in an amount equal to 100% of the amount of such contracts, to insure the completion of said contracts in accordance with their terms, and such contractors shall also be required to carry such employers' liability and public liability insurance as are required under the laws of the State of Indiana in the case of public contracts, and shall be governed in all respects by the laws of the State of Indiana relating to public contracts.

(b) The Project shall be constructed under plans and specifications approved by a competent engineer designated by the City. All estimates for work done or material furnished shall first be checked by the engineer and approved by the City.

(c) So long as any of the Bonds or BANs are outstanding, the City shall at all times maintain the sewage works system in good condition and operate the same in an efficient manner and at a reasonable cost.

(d) So long as any of the Bonds or BANs are outstanding, the City shall maintain insurance on the insurable parts of said works, of a kind and in an amount, including fidelity bonds, such as would normally be carried by private corporations engaged in a similar type of business and, so long as any 2010A Bonds are owned by the Authority as part of its SRF Program, acceptable to the Authority. All insurance shall be placed with responsible insurance companies qualified to do business under the laws of the State of Indiana. All insurance proceeds shall be used in replacing or repairing the property destroyed or damaged, unless, so long as the 2010A Bonds are owned by the Authority as part of its SRF Program, the Authority consents to a different use.

(e) So long as any of the Bonds or BANs are outstanding, the City shall not mortgage, pledge or otherwise encumber the property and plant of its sewage works system, or any part thereof, nor shall it sell, lease or otherwise dispose of any part of the same, excepting only such machinery, equipment or other property as may be replaced, or shall no longer be necessary for use in connection with said utility; provided, however, the City shall obtain the prior written consent of the Authority so long as any 2010A Bonds are owned by the Authority as part of its SRF Program.

(f) For so long as any 2010A Bonds are outstanding and owned by the Authority as part of the SRF Program, the City shall not borrow any money, enter into any contract or agreement or incur any other liabilities in connection with the sewage works, other than for normal operating expenditures, without the prior written consent of the Authority if such undertaking would involve, commit or use the revenues of the sewage works.

(g) Except as otherwise specifically provided in Section 19 of this ordinance, so long as any of the Bonds are outstanding, no additional bonds or other obligations pledging any portion of the revenues of said sewage works shall be authorized, issued or executed by the City except such as shall be made junior and subordinate in all respects to the Bonds, unless all of the Bonds are redeemed or defeased coincidentally with the delivery of such additional bonds or other obligations.

(h) The City shall take all action or proceedings necessary and proper, to the extent permitted by law, to require connection of all property where liquid and solid waste, sewage, night soil or industrial waste is produced with available sanitary sewers. The City shall, insofar as possible, and to the extent permitted by law, cause all such sanitary sewers to be connected with said sewage works.

(i) The provisions of this ordinance shall constitute a contract by and between the City and the owners of the Bonds and BANs herein authorized, and after the issuance of the Bonds or BANs, this ordinance shall not be repealed or amended in any respect which will adversely affect the rights or interests of the owners of the Bonds or BANs, nor shall the Common Council adopt any law, ordinance or resolution which in any way adversely affects the rights of the bondholders so long as any of the Bonds or BANs, or the interest thereon, remain unpaid. Except in the case of changes described in Section 21(a)-(f), this ordinance may be amended, however, without the consent of the owners of the Bonds or BANs, if the Common Council determines, in its sole discretion, that such amendment would not adversely affect the owners of the Bonds or BANs.

(j) The provisions of this ordinance shall be construed to create a trust in the proceeds of the sale of the Bonds and BANs herein authorized for the uses and purposes herein set forth, and the owners of the Bonds and BANs shall retain a lien on such proceeds until the same are applied in accordance with the provisions of this ordinance and of the governing Act. The provisions of this ordinance shall also be construed to create a trust in the Net Revenues herein directed to be set apart and paid into the Sinking Fund for the uses and purposes of that Fund as in this ordinance set forth. The owners of the Bonds shall have all the rights, remedies and privileges set forth in the provisions of the governing Act hereinbefore referred to, including the right to have a receiver appointed to administer said sewage works, in the event the City shall fail or refuse to fix and collect sufficient rates and charges for those purposes, or shall fail or refuse to operate and maintain said system and to apply the revenues derived from the operation thereof, or if there be a default in the payment of the principal of or interest on any of the Bonds or in the event of default in respect to any of the provisions of this ordinance or the governing Act.

Section 21. Amendments with Consent of Bondholders. Subject to the terms and provisions contained in this section, and not otherwise, the owners of not less than sixty-six and two-thirds percent (66 2/3%) in aggregate principal amount of the Bonds issued pursuant to this ordinance and then outstanding shall have the right from time to time, to consent to and approve the adoption by the Common Council of the City of such ordinance or ordinances supplemental hereto or amendatory hereof, as shall be deemed necessary or desirable by the City for the purpose of modifying, altering, amending, adding to or rescinding in any particular any of the terms or provisions contained in this ordinance, or in any supplemental ordinance; provided, however, that nothing herein contained shall permit or be construed as permitting:

(a) An extension of the maturity of the principal of or interest on, or any mandatory sinking fund redemption date for, any Bond issued pursuant to this ordinance; or

(b) A reduction in the principal amount of any Bond or the redemption premium or the rate of interest thereon; or

(c) The creation of a lien upon or a pledge of the revenues or Net Revenues of the sewage works ranking prior to the pledge thereof created by this ordinance; or

(d) A preference or priority of any Bond or Bonds issued pursuant to this ordinance over any other Bond or Bonds issued pursuant to the provisions of this ordinance; or

(e) A reduction in the aggregate principal amount of the Bonds required for consent to such supplemental ordinance; or

(f) A reduction in the Reserve Requirement or the 1999 Reserve Requirement.

If the owners of not less than sixty-six and two-thirds percent (66 2/3%) in aggregate principal amount of the Bonds outstanding at the time of adoption of such supplemental ordinance shall have consented to and approved the adoption thereof by written instrument to be maintained on file in the office of the Clerk of the City, no owner of any Bond issued pursuant to this ordinance shall have any right to object to the adoption of such supplemental ordinance or to object to any of the terms and provisions contained therein or the operation thereof, or in any manner to question the propriety of the adoption thereof, or to enjoin or restrain the Common Council of the City from adopting the same, or from taking any action pursuant to the provisions thereof. Upon the adoption of any supplemental ordinance pursuant to the provisions of this section, this ordinance shall be, and shall be deemed, modified and amended in accordance therewith, and the respective rights, duties and obligations under this ordinance of the City and all owners of Bonds then outstanding, shall thereafter be determined, exercised and enforced in accordance with this ordinance, subject in all respects to such modifications and amendments. Notwithstanding anything contained in the foregoing provisions of this ordinance, the rights and obligations of the City and of the owners of the Bonds authorized by this ordinance, and the terms and provisions of the Bonds and this ordinance, or any supplemental or amendatory ordinance, may be modified or altered in any respect with the consent of the City and the consent of the owners of all the Bonds then outstanding.

Section 22. Investment of Funds. (a) The Controller is hereby authorized to invest moneys pursuant to the provisions of this ordinance and IC 5-1-14-3 (subject to applicable requirements of federal law to insure such yield is then current market rate) to the extent necessary or advisable to preserve the exclusion from gross income of interest on the Bonds and BANs under federal law.

(a) The Controller shall keep full and accurate records of investment earnings and income from moneys held in the funds and accounts referenced herein. In order to comply with the provisions of the ordinance, the Controller is hereby authorized and directed to employ consultants or attorneys from time to time to advise the City as to requirements of federal law to preserve the tax exclusion. The Controller may pay any fees as operation expenses of the sewage works.

Section 23. Tax Covenants. In order to preserve the exclusion of interest on the Bonds and BANs from gross income for federal tax purposes under Section 103 of the Internal Revenue Code of 1986 as existing on the date of issuance of the Bonds or BANs, as the case may be ("Code"), and as an inducement to purchasers of the Bonds and BANs, the City represents, covenants and agrees that:

(a) The sewage works will be available for use by members of the general public. Use by a member of the general public means use by natural persons not engaged in a trade or business. No person or entity other than the City or another state or local governmental unit will use more than 10% of the proceeds of the Bonds or BANs or property financed by the Bond or BAN proceeds other than as a member of the general public. No person or entity other than the City or another state or local governmental unit will own property financed by Bond or BAN proceeds or will have any actual or beneficial use of such property pursuant to a lease, a management or incentive payment contract, arrangements such as take-or-pay or output contracts or any other type of arrangement that conveys other special legal entitlements and differentiates that person's or entity's use of such property from use by the general public, unless such uses in the aggregate relate to no more than 10% of the proceeds of the Bonds or BANs, as the case may be. If the City enters into a management contract for the sewage works, the terms of the contract will comply with IRS Revenue Procedure 2017-33, as it may be amended, supplemented or superseded for time to time, so that the contract will not give rise to private business use under the Code and the Regulations, unless such use in aggregate relates to no more than 10% of the proceeds of the Bonds or BANs, as the case may be.

(b) No more than 10% of the principal of or interest on the Bonds or BANs will (under the terms of the Bonds or BANs, this ordinance or any underlying arrangement), directly or indirectly, secured by an interest in property used or to be used for any private business use or payments in respect of any private business use or payments in respect of such property or to be derived from payments (whether or not to the City) in respect of such property or borrowed money used or to be used for a private business use.

(c) No more than 5% of the Bond or BAN proceeds will be loaned to any person or entity other than another state or local governmental unit. No more than 5% of the Bond or BAN proceeds will be transferred, directly or indirectly, or deemed transferred to a nongovernmental person in any manner that would in substance constitute a loan of the Bond or BAN proceeds.

(d) The City reasonably expects, as of the date hereof, that the Bonds and BANs will not meet either the private business use test described in paragraph (a) and (b) above or the private loan test described in paragraph (c) above.

(e) No more than 5% of the proceeds of the Bonds or BANs will be attributable to private business use as described in (a) and private security or payments described in (b) attributable to unrelated or disproportionate private business use. For this purpose, the private business use test is applied by taking into account only use that is not related to any government use of proceeds of the issue (Unrelated Use) and use that is related but disproportionate to any governmental use of those proceeds (Disproportionate Use).

(f) The City will not take any action nor fail to take any action with respect to the Bonds or BANs that would result in the loss of the exclusion from gross income for federal tax purposes on the Bonds or BANs pursuant to Section 103 of the Code, nor will the City act in any other manner which would adversely affect such exclusion. The City covenants and agrees not to enter into any contracts or arrangements which would cause the Bonds or BANs to be treated as private activity bonds under Section 141 of the Code.

(g) It shall be not an event of default under this ordinance if the interest on any Bond or BAN is not excludable from gross income for federal tax purposes or otherwise pursuant to any provision of the Code which is not currently in effect and in existence on the date of issuance of the Bonds or BANs, as the case may be.

(h) The City covenants that it will rebate any arbitrage profits to the United States to the extent required by the Code and the regulations promulgated thereunder.

(i) These covenants are based solely on current law in effect and in existence on the date of delivery of such Bonds or BANs, as the case may be.

Section 24. Issuance of BANs. (a) The City, having satisfied all the statutory requirements for the issuance of its Bonds, may elect to issue its BAN or BANs to a financial institution, the Indiana Bond Bank or any other purchaser pursuant to a Bond Anticipation Note Purchase Agreement ("Purchase Agreement") to be entered into between the City and the purchaser of the BAN or BANs. The Common Council hereby authorizes the issuance and execution of the BAN or BANs in lieu of initially issuing the Bonds to provide interim financing for the Project until permanent financing becomes available. It shall not be necessary for the

City to repeat the procedures for the issuance of its Bonds, as the procedures followed before the issuance of the BAN or BANs are for all purposes sufficient to authorize the issuance of the Bonds and the use of the proceeds to repay the BAN or BANs.

(b) The Mayor and the Controller are hereby authorized and directed to execute a Purchase Agreement in such form or substance as they shall approve acting upon the advice of counsel. The Mayor and the Controller may also take such other actions or deliver such other certificates as are necessary or desirable in connection with the issuance of the BANs or the Bonds and the other documents needed for the financing as they deem necessary or desirable in connection therewith.

Section 25. Non-Compliance with Tax Covenants. Notwithstanding any other provisions of this ordinance, the covenants and authorizations contained in this ordinance ("Tax Sections") which are designed to preserve the exclusion of interest on the Bonds and BANs from gross income under federal law ("Tax Exemption") need not be complied with if the City receives an opinion of nationally recognized bond counsel that any Tax Sections are unnecessary to preserve the Tax Exemption.

Section 26. Rates and Charges. The present rates and charges of the sewage works are set forth in Ordinance No. 5568 adopted on March 6, 2017, which ordinance is incorporated herein by reference.

Section 27.Conflicting Ordinances. All ordinances and parts of ordinances in conflict herewith are hereby repealed; provided, however, that this ordinance shall not be construed as modifying, amending or repealing the ordinances authorizing the Outstanding Bonds or as adversely affecting the rights of the owners of the Outstanding Bonds.

Section 28. Headings. The headings or titles of the several sections shall be solely for convenience of reference and shall not affect the meaning, construction or effect of this ordinance.

Section 29. Effective Date. This ordinance shall be in full force and effect from and after its passage and execution by the Mayor.

Passed and adopted by the Common Council of the City of Mishawaka, Indiana on the ____ day of ________________, 2018.

COMMON COUNCIL OF THE CITY OF MISHAWAKA

____
Matt Mammolenti, Presiding Officer

ATTEST:

____
Deborah S. Block, IAMC, MMC, Clerk

Presented by me to the Mayor of the City of Mishawaka, Indiana, on the _____ day of ______________, 2018, at ___:___ __.m.

____
Deborah S. Block, IAMC, MMC, Clerk

Presented to and approved by me, the Mayor of the City of Mishawaka, Indiana, and signed this _______ day of ________________, 2018, at ___:___ __.m.

____
David A. Wood, Mayor

EXHIBIT A

Project Description

The projects to be funded include the costs associated with engineering design, construction, construction supervision, and contingencies related to projects to improve the sewage works treatment plant and collection and conveyance sewers including, but not limited to projects in the Linden, Milburn, and Crawford Park areas.

City of Mishawaka

RESOLUTION NO. R2018-09

WHEREAS: the Mishawaka High School Art program must be commended for the development of talented students and community engagement; and,

WHEREAS: art department leader Mr. Ryan Sergeant was name School City of Mishawaka 'Teacher of the Year' for 2017 for his many contributions to the program and student development; and,

WHEREAS: several students and teachers from the Art Program volunteered their time and talent by painting kids chairs with children's book themes for Mishawaka Education Foundation auction items, face painting at a trick or treating event at Better World Books, running an arts and crafts workshop at kids day at University Park Mall, presenting at the Snite Art Museum, and painting a Mishawaka Cavemen theme on a plow for the Indiana Department of Transportation; and,

WHEREAS: several MHS art students completed artwork displayed at the Notre Dame Snite Museum of Art and seven students who were admitted into the apprenticeship summer program; and,

WHEREAS: the accomplished works of MHS art students garnered top scores and strong impressions from other teachers at the AP workshop at the Art Institute of Chicago; and,

WHEREAS: 40 Mishawaka students received 85 awards, the most in school history, at the Scholastic Art Awards ceremony, with special awards granted to students Geneva Denney-Moore, Brianna Squadroni, Madison Kreil, and Sandra Maingi; and,

WHEREAS: MHS art student Thi Do created a D.A.R.E. car design which won first place awards both nationally and internationally, and which was applied on Mishawaka Police officer Lt. William's D.A.R.E. car, in addition to winning two bronze, one silver, and a 'Best in Show' recognition at the American Advertising Awards; and,

WHEREAS: Sophomore Sandra Maingi won the Jim Borden Memorial Award and Gold Key for an oil painting called 'Countryside'; and,

WHEREAS: Brianna Squadroni won a Gold Key and Visual Voices Award for a drawing called 'Asia of Green Apple'; and,

WHEREAS: students Geneva Denney-Moore and Olivia Krieg earned National Silver Medals in the Scholastic Art Awards.

NOW THEREFORE, Let it be Known and Resolved by the City of Mishawaka Common Council,

Mayor and City Clerk, that April 16th, 2018 is hereby proclaimed

Mishawaka High School Art Day

in our community and we call upon all of our citizens to join us in saluting and congratulating the talented and truly remarkable group of young men and women, as well as the teachers and administrators, and thanking them for their efforts on behalf of their school, the community and the citizens of Mishawaka.

Dale "Woody" Emmons, 1st District Vice President	Ron Banicki, 6th District
Mike Bellovich, 2nd District	Matt Mammolenti, At Large President
Ross Deal, 3rd District	Bryan Tanner, At Large
Kate Voelker, 4th District	Joe Canarecci, At Large
S. Michael Compton 5th District	
Deborah S. Block IAMC, MMC, City Clerk	David A. Wood, Mayor

CITY OF MISHAWAKA

DAVID A. WOOD, MAYOR **DEPARTMENT OF PLANNING AND COMMUNITY DEVELOPMENT**

April 10, 2018

RECEIVED
DEBORAH S. BLOCK, MMC
APR 11 2018
CITY CLERK
MISHAWAKA, IN

Mr. Woody Emmons, 1st District City Council
Mr. Mike Bellovich, 2nd District City Council
Mr. Ross Deal, 3rd District City Council
Mrs. Kate Voelker, 4th District City Council
Mr. Michael Compton, 5th District City Council
Mr. Ron Banicki, 6th District City Council
Mr. Joe Canarecci, At-Large City Council
Mr. Matt Mammolenti, At-Large City Council
Mr. Bryan Tanner, At-Large City Council
Mrs. Deborah Block, City Clerk

RE: Resolution 2018-08
2017 Tax Abatement Compliance Reports

Dear Council Members and Clerk:

Property owners who have applied for and been granted a tax abatement for either real or personal property on or after July 1, 1991, must file a report with the Mishawaka Common Council and the St. Joseph County Auditor's Office reporting the extent of compliance with the goals set forth in the Statement of Benefits filed when granting the aforesaid abatement. The Department of Local Government Finance requires one compliance form per project, thus where applicable, there are separate compliance forms for Real Estate (CF-1/Real Property) and Personal Property (CF-1/PP).

There are currently fourteen active tax abatements in the City of Mishawaka of which twelve require reporting for calendar year 2017. As stated in last year's compliance report, the two active tax abatements not requiring compliance reports are the proposed Iron Rock Condominium and Café projects which were proposed to be developed by Barak Group LLC. These projects were granted tax abatements in September 2015. However, construction has not begun, and the City has elected to have the development agreement expire. All property owners/companies have responded to our request to complete the Compliance with Statement of Benefits form. CF-1 forms/responses have been attached to this letter for your use and reference for the twelve active tax abatement recipients that require reporting.

In summary, nine of the twelve active abatements which require reporting are in compliance and have exceeded, nearly met, or are working toward expectations. Three of the active abatements are for projects for which construction has not yet begun or been completed. These abatements include the proposed Bayer Healthcare facility to be located on Beacon Parkway, the proposed River Walk multi-family residential project to be located east of N. Main Street and north of the St. Joseph River, and Lippert Component's renovation and improvements of the former AM General warehousing facility at 400 S. Byrkit Avenue.

Since the prior reporting period for calendar year 2016, none of the previously approved tax abatements have expired.

As you are aware, the CF-1 Compliance Forms for Real Estate and Personal Property are due to the County Auditor's Office by May 15th of each year. A copy of the history of the City's tax abatements from 1986 to present has been attached for your use. This summary identifies the current and recently closed abatements and is a beneficial reference tool.

Staff has reviewed the information submitted by all companies. The abatements are listed by the age/date of approval of the abatement oldest to newest.

- **BD Mishawaka Development LLC** (St. Joseph Regional Medical Center Office Building) – Although this medical office building is connected to the St. Joseph Regional Medical Center, it is not owned by the hospital. Healthcare Realty, a Nashville, Tennessee based real estate investment trust with a nationwide portfolio of outpatient medical facilities, acquired the property in 2013. Thus, Healthcare Realty now performs the annual compliance reporting for the prior LLC that originally obtained the tax abatement. Local property management and leasing continues to be performed by Newmark Grubb Cressy & Everett. The total number of additional employees estimated on the SB-1 in 2007 was 370 with a total estimated payroll of $10,555,000. Per the attached CF-1, 406 employees were occupying the building as of December 31, 2017, exceeding the total employment projections set in 2007 by 36. Annual salaries in 2017 were reported as $27,670,612, which is nearly three times the estimated payroll indicated in the original statement of benefits. Given that both the improvements and hiring were completed as committed, this abatement is in substantial compliance.

- **NAC (North American Composites)** – The CF-1 attached is for the abatement approved in 2012 for North American Composite's north central Indiana sales and distribution facility located at 1460 East 12th Street. NAC is headquartered in Lino Lakes, Minnesota. The abatement included improvements to the facility for the storage and handling of hazardous materials and the purchase of various types of material handling and transportation equipment. Even though this abatement was limited to 3 years for personal property, annual compliance reporting will be required through 2018 as the last equipment covered under the abatement request was installed in 2014/2015. The total employment has increased to 18 jobs, which is one more than reported in last year's compliance report. This is eight more jobs than the 10 that were estimated on the SB-1 when the abatement was filed. Total payroll was listed at $1,589,027, which is higher than the estimated $750,000 listed on the SB-1. Investment was projected to be $1,246,000 while the actual investment for the improvements and equipment was $1,554,744. Given that the total employment, payroll, and investment is higher than the projected amounts, this abatement is in substantial compliance.

- **Long Term Care Investments V, LLC (5805 North Fir Road)** – The CF-1 attached is for the abatement approved in 2013 for BellTower Heath & Rehabilitation Center, a new rehabilitation and nursing center. Although approved in 2013, construction did not begin until October 2014 with completion in July 2016. This abatement was limited to 4 years for real property. Annual compliance reporting will be required through reporting year 2020 since the construction was not complete until 2016. The total number of employees estimated on the SB-1 in 2013 was 61 full time equivalencies with a total estimated payroll of $2,161,524. At present, there are 53 full time equivalent employees, which is an increase from 42 employees last year, with combined annualized salaries of $2,192,934. The facility currently serves 60 residents increasing from 49 residents at this time last year. It is projected that there will be 78 residents by the end of 2018. With the increase in residents, the number of employees is expected to increase to 77 full time equivalences with combined annualized salaries of $2,644,000. The estimated values of the project, as indicated on the SB-1, was $16,500,000 with the actual construction costs being $14,500,000. The current assessed value for the completed project is $5,488,400. This abatement should be considered in substantial compliance based upon the current levels of employment and salaries, actual construction costs, and anticipated growth of the facility.

City Hall • 600 East Third Street • Mishawaka IN • 46544-2241
Community Development • Redevelopment • Economic Development Phone: (574) 258-1609 Fax: (574) 968-6999
Planning • Historic Preservation Phone: (574) 258-1625 Fax: (574) 968-6999
E-mail: planning@mishawakacity.com and communitydevelopment@mishawakacity.com

- **Barak River Rock LLC** – The CF-1 attached is for the abatement approved in 2013 for River Rock Apartments, a new mixed use building including apartments and first floor retail space along Mishawaka Avenue. Although approved in 2013, construction did not begin early 2015 with completion in late 2016. This abatement was limited to 5 years for real property. Annual reporting will be required through reporting year 2021 since the construction was not completed until 2016. The total employment for the project as indicated on the CF-1 is 10 jobs, which is higher than the 5-8 jobs estimated on the SB-1 when the abatement was filed. Barak River Rock employs 6 people including a managing partner, property manager, finance manager, marketing manager, maintenance supervisor, and a general maintenance position. All of these employees are based in Mishawaka and are tenants at the River Rock apartment building. Four additional employees are based at The Gallery R&S Studios and Tule Spa located in the first-floor retail/commercial portion of the building. Total payroll for the ten employees was listed as $564,200 ($47,000 per month) which is substantially higher than the approximate $200,000 listed on the SB-1. A breakdown of the salaries of all employees is included in the attached correspondence. The estimated values of the construction project, as indicated on the SB-1, was $14,000,000 to $17,000,000 with actual construction costs being $14,565,233. The current assessed value for the completed project is $9,380.600. Since the improvements for the project as envisioned on the SB-1 are complete and employment and construction cost projections were met, this abatement should be considered in substantial compliance.

- **WellPet LLC (Regrind System 2014)** – The CF-1 attached is for the abatement approved in 2014 for the equipment associated with a regrind system to be located at WellPet's facility at 1011 W. 11th Street. As indicated in prior compliance reports, the equipment was installed in 2014 and is in operation. The abatement was limited to 5 years for personal property requiring annual reporting through 2019. The net values upon completion of the project was estimated at $16,705,633 on the SB-1 when the abatement was filed. The actual net values upon completion of the project is $23,366,011, exceeding the estimated values by $6,660,378. The total employment at the facility has increased beyond what was projected on the SB-1. When the abatement was filed, the total existing employment was listed at 91 with an additional 6 jobs to be added. The total employment reported was 104. This is an increase of 13 positions, 7 greater than the 6 additional positions envisioned when the original SB-1 was filed. Total payroll was listed at $4,430,421 which is significantly higher than the $3,404,000 listed on the SB-1 and is commensurate to the additional hiring that occurred. Given that the investment, employment, and payroll is higher than the projected amounts, this abatement should be considered in substantial compliance.

- **Deerborn Crane and Engineering Company, Inc.** – The CF-1 attached is for the abatement approved in 2014 for adding a 7,200 sq. ft. building addition, improving site drainage, re-grading and paving, and connecting to sanitary sewer at 1133 E. Fifth Street. All proposed improvements included in this abatement request, originally estimated as a $750,000 investment, were completed by February 2015. Since the abatement was limited to 3 years for real property, annual reporting is required through 2018. Actual investment for the project was $859,146. The total employment at the facility is equal to what was projected on the SB-1 when the abatement was filed. When filed, the total existing employment was listed at 24 with an additional 3 jobs to be added. The total employment reported was 28. Total payroll was listed at $1,542,570 which exceeds the $1,353,211 listed on the SB-1. Given that the total investment, employment, and payroll for the new jobs is higher than the projected amounts, this abatement is in substantial compliance.

- **WellPet LLC (High Speed Packaging Line 2015)** – The CF-1 attached is for the abatement approved in 2015 for the equipment associated with a high speed packaging line at WellPet's facility at 1011 W. 11th Street. Installation of the new equipment included within this abatement request occurred in 2016 and is in operation. Since the abatement was limited to 5 years for personal property, annual reporting is required though year 2021. The net values upon completion of the project was estimated at $17,370,388 on the SB-1 when the abatement was filed. The actual net values upon completion of the

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project is $23,366,011, exceeding the estimated values by $5,995,623. The total employment at the facility has not met what was projected on the SB-1. When the abatement was filed the total existing employment was listed at 115 with an additional 4 jobs to be added. The total employment reported was 104 which is a decrease of 11 positions and 15 positions less than projected. Although the reported total employment decreased at the end of last year, average monthly employment ranges from 109 to 114 positions. Three vacant positions currently exist at the company which are actively being advertised. With the recent drop in employment due to the current tight labor market, average annual salaries have increased from approximately $33,900 to $42,600. Total payroll was listed at $4,430,421 which is 14% higher than the $3,898,000 listed on the SB-1. Given that the total investment and payroll is higher than the projected amounts and employment levels continue to remain relatively steady, this abatement should be considered in substantial compliance.

- **Bayer Healthcare** – The attached correspondence, which provides an update on the project, and CF-1 is for the abatement approved in 2015 for a new 60,000 sq. ft. office building to be located along Beacon Parkway north of the Indiana Toll Road. Since construction on the project has yet to begin, total investment, employment, and salary cannot be evaluated at this time. Given that this project is active and is anticipated to move forward, this abatement should be considered in substantial compliance with the understanding that a more detailed analysis will occur in future years following completion of the project.

- **Patrick Industries (New Facility)** – The CF-1 attached is for the abatement approved in 2016 for new general woodworking equipment, a CNC router, a vinyl forming press, and other manufacturing and information technology equipment at Patrick Industries' new manufacturing facility at 1241 E. 12th Street. As indicated in the attached correspondence, the proposed equipment and improvements, originally estimated at $915,000 on the SB-1, were completed and in operation by October 2016. Since the abatement was limited to 3 years for personal property, annual reporting is required through 2019. Actual investment to date is $2,067,075 more than double the initial estimate. New employment projected on the SB-1 was 84, while actual employment was reported at 189 more than double the initial projection. This is also an increase in 29 positions from the 160 positions reported last year. Total payroll was listed at $7,568,746 which is two and half times higher than the $2,953,900 listed on the SB-1. Given that the total investment, employment levels, and payroll greatly exceeds the projected amounts as the facility's growth is far outpacing expectations, the abatement is in substantial compliance.

- **River Walk Development Group LLC** – The CF-1 attached is for the abatement approved in 2017 for a new multi-family residential apartment project to be constructed on a 2 acre city-owned area. The site is generally located north of the Riverwalk, east of N. Main Street, south of Mishawaka Avenue, and adjacent to Sarah Street if extended to the St. Joseph River. The $12.5-$13.5 million project is proposed to include a 120,000 sq. ft. building with 63 rental units. Per the attached correspondence submitted with the CF-1, the developer expects construction to start in 2019 with an anticipated completion date of 2020. However, a recently approved amended development agreement between the City and the developer extended the project completion and occupancy date to March 2021 due to unforeseen soil conditions on the site. Since construction on the project has yet to begin, total investment, employment, and salary cannot be evaluated at this time. Given that this project is active and progressing as planned, this abatement should be considered in substantial compliance with the understanding that a more detailed analysis will occur in future years following completion of the project.

- **Lippert Components** – The attached correspondence, which provides an update on the project, and CF-1s are for both real and personal property abatements approved in 2017 for the renovation and improvements of the former AM General Warehousing facility located at 400 S. Byrkit Avenue. Lippert Components occupies the building as a distribution facility, a service center for recreational

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vehicles, and a call center. A majority of the proposed real estate improvements included in this abatement request, originally estimated as a $7.4 million investment, have been completed or are currently under construction. These improvements include renovation of the existing building, a 48,000 sq. ft. building addition (less than the anticipated 79,200 sq. ft. addition as identified in the abatement request), and site improvements including access drives, drainage, and additional employee and semi-truck parking areas. Actual real estate investment per the CF-1 is $5,343,285. Additional investment in the building renovation and expansion will occur in future years. A portion of the proposed personal property improvements included in this abatement request, originally estimated as a $1.8 million investment, have been purchased. The personal property investment includes new racking and general logistics distribution equipment, and new furniture and fixtures. Actual personal property investment per the CF-1 is $352,000. Additional investment in personal property (equipment, etc.) will occur in future years as use of the facility expands. *The approved abatement request designated the area as an Economic Revitalization Area through July 5, 2018. Therefore, only the additional real and personal property investment completed by this date can be included in next year's CF-1.* Since the abatement was approved for 10 years for both the real and personal property, annual reporting will be required through 2028. When the abatement was filed, the total existing employment was listed at 247 with an additional 200 jobs to be added. The total employment reported was 268. This is an increase of 21 positions, but significantly less than the 200 new jobs envisioned when the original SB-1 was filed. Additional jobs are anticipated over the next 10 years based on the company's growth projections. Total payroll was listed at $11,323,021 which is higher than the $10,354,808 listed on the SB-1 and is commensurate to the additional hiring that occurred. Given that the total investment is approaching the projected amounts, the employment levels and total payroll are increasing, and employment is expected to increase, this abatement should be considered in substantial compliance.

- **Jamil Packaging Corporation** - The CF-1 attached is for the abatement approved in 2017 for new manufacturing equipment and associated building upgrades to be located at Jamil's facility at 1420 Industrial Drive. The proposed equipment and improvements, originally estimated at $1,500,000 on the SB-1, were completed and in operation by August 2017. Since the abatement was limited to 3 years for personal property, annual reporting is required through 2020. When the abatement was filed, the total existing employment was listed at 112 with an additional 8 jobs to be added. The total employment reported was 120 matching the increase of 8 positions. Total payroll was listed at $3,846,690, which is higher than the $3,647,509 listed on the SB-1 and is commensurate to the additional hiring that occurred. Given that the investment, employment, and payroll is identical and/or higher than the projected amounts, this abatement should be considered in substantial compliance.

This compliance review is required to be received by the Auditor no later than May 15th. If additional information is desired, or if the Council would like to review any individual abatement by committee, please contact our office at your earliest convenience so that we can arrange for the necessary participants to attend.

Thank you. Please contact me if you have any questions.

Sincerely,

Derek J. Spier, AICP
Senior Planner & Economic Development Specialist

cc: Kenneth B. Prince, ASLA, AICP, City Planner & Economic Development Director
David A. Wood, Mayor

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RESOLUTION NO. 2018-08

RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA, APPROVING A REPORT OF COMPLIANCE WITH STATEMENT OF BENEFITS FOR CERTAIN PROPERTY OWNERS

WHEREAS, property owners who have applied for and been granted a tax abatement for either real or personal property on and after July 1, 1991, must file a report with the Mishawaka Common Council and the County Auditor reporting the extent to which there has been compliance with the goals set forth in the Statement of Benefits filed at the time of the action granting the aforesaid abatement, and

WHEREAS, eleven (11) recipients of the twelve (12) active tax abatements that require reporting have been found to be subject to this requirement, and each have submitted the proper reports, which have been reviewed and found to be in order.

NOW THEREFORE, BE IT RESOLVED by the Common Council of the City of Mishawaka, Indiana:

1. That the "Compliance with Statement of Benefits" reports submitted by the following companies are found to be in order:

   - **BD SJRMC Mishawaka Development, LLC**
   - **NAC North American Composites**
   - **Long Term Care Investments V, LLC**
   - **Barak River Rock, LLC**
   - **WellPet, LLC (Regrind System 2014 & High Speed Packaging Line 2015)**
   - **Deerborn Crane and Engineering Company, Inc.**
   - **Bayer Healthcare**
   - **Patrick Industries Inc.**
   - **River Walk Development Group LLC**
   - **Lippert Components Manufacturing Inc.**
   - **Jamil Packaging Corporation**

2. That the aforesaid property owners are hereby found to be in substantial compliance, and

3. That the President of the Mishawaka Common Council is hereby authorized to approve the aforementioned reports.

ADOPTED by the Common Council of the City of Mishawaka, St. Joseph County, Indiana, on this ________ day of ____________, 2018.

____
Matt Mammolenti, President

ATTEST:

____
Deborah S. Block, City Clerk

PRESENTED by me to the Mayor of the City of Mishawaka, Indiana, on this ______ day of __________________, 2018.

____
Deborah S. Block, City Clerk

APPROVED AND SIGNED by me on this _______day of _____________, 2018 at ______o'clock, _____.m.

____
David A. Wood, Mayor

HISTORY OF ALL TAX ABATEMENTS 1986-CURRENT

	Name	Common Council Approval Date	No. of Years Real Estate	No. of Years Machinery	No. of Retained Jobs (Proposed)	No. of New Jobs (Proposed)	No. of Retained Jobs (Actual)	No. of New Jobs (Actual)	Date of Latest CF1 Found	Capital Investment**	Abated Through Collect CF-1s*	Pay*	Abatement Complete
1	Patrick Industries	October 20, 1986	10 Years			52			(-)	$ 8,622,845.00	1997	1998	YES
2	Former Baby Place	June 7, 1988	6 Years	0	0	38.5			(-)	$ 2,000,000.00	1995	1996	YES
3	Wheelabrator Area	December 19, 1988	10 Years		338	246			(-)	$ 2,500,000.00	1999	2000	YES
4	National - Standard	February 21, 1989	6 Years	5 Years	15	180			(-)	$10,100,000.00	1995	1996	YES
5	Thermoplastics Phase I	November 20, 1989	6 Years	5 Years	151	13			(-)	$ 2,500,000.00	1995	1996	YES
6	Thermoplastics Phase II	November 20, 1989	3 Years	5 Years	155	20			(-)	$ 3,200,000.00	1993	1994	YES
7	Contech Division I	July 2, 1990	6 Years			75			(-)	$10,962,483.00	1996	1997	YES
8	Hilti Steel	September 13, 1990	0	5 Years	n/a	14			(-)	$ 578,000.00	1996	1997	YES
9	Penz Products Inc.	September 24, 1990	3	0	76	10			(-)	$ 475,000.00	1994	1995	YES
10	Dodge Reliance Electrical I	January 7, 1991	0	5 Years	10	15			(-)	$ 1,050,000.00	1996	1997	YES
11	Janco Products, Inc.	May 6, 1991		5 Years	10	20			(-)	$ 220,000.00	1996	1997	YES
12	Thermoplastics Phase III	November 4, 1991	0	5 Years	150	19	150	51	Feb-93	$ 2,750,000.00	1996	1997	YES
13	National Steel Corporation	December 16, 1991	10 Years		250	130	250	32	Mar-01	$10,346,394.00	2002	2003	YES
14	Maron Products, Inc.	February 3, 1992	0	5 Years	38	10	41	11	Feb-95	$ 610,794.00	1998	1999	YES
15	Dodge Reliance Electrical II	July 6, 1992	0	5 Years	300+	0	300+	0	Mar-96	$ 3,000,000.00	1998	1999	YES
16	Thermoplastic Phase IV	October 19, 1992	6 Years		210	50	210	148	Mar-98	$ 6,812,832.00	1999	2000	YES
17	Contech Division II	April 19, 1993		5 Years	10		15	108	Mar-99	$ 1,206,461.00	1999	2000	YES
18	Dana/Ristance Corp./Standard Motor Products - Wire and Cable Div.	January 3, 1994	10 Years		80	60	42	88	Mar-05	$ 6,067,253.00	2004	2005	YES
19	United Limo	September 6, 1994	6 Years		77	8	77	8	Jan-01	$ 1,262,200.00	2001	2002	YES
20	Dearborn Crane	December 5, 1994	10 Years	5 Years	26	4	26	7	May-99	$ 612,841.00	2005	2006	YES
21	Scott Brass II	December 18, 1995	10 Years		73	31	73	13	Mar-06, Apr-01	$11,934,000.00	2006	2007	YES
22	Federal Window (Fedor)	December 18, 1995	6 Years	5 Years	8	8	8	26	Apr-02, Mar-01	$ 1,018,181.00	2002	2003	YES
23	Maron Products, Inc. II	December 18, 1995		5 Years	6	4	2	8	Apr-01	$ 250,000.00	2001	2002	YES
24	Quality Dining	April 15, 1996	10 Years		73	109	73	70	Mar-06	$ 5,087,402.00	2006	2007	YES
25	Baycote Metal Finishing	January 6, 1997	6 Years	5 Years	70	15	79	7	Jul-00	$ 1,800,000.00	2003	2004	YES
26	Krizman International	January 6, 1997	6 Years		225	20	225	20	Jul-00	$ 1,500,000.00	2003	2004	YES
27	Troyer	March 3, 1997	3 Years		60	40		0	(-)	$ 1,100,000.00	2001	2002	YES
28	Nyloncraft Incorporated	May 19, 1997	6 Years	5 Years	378	40	341	58	Feb-02	$ 7,598,531.00	2004	2005	YES
29	Ristance Corporation	October 20, 1997	6 Years	5 Years	139	18		0	(-)	$ 3,600,000.00	2004	2005	YES
30	DeWald Manufac. Inc./Power Gear/Engineered Solutions	October 20, 1997	6 Years	5 Years	62	15	62	40	Mar-05	$ 1,842,833.00	2004	2005	YES
31	Thermoplastic Phase V	December 1, 1997	6 Years	5 Years	299	70	299	19	Mar-00	$ 3,181,310.00	2003	2004	YES
32	Atchison/Dodge	December 1, 1999		5 Years	325	50	230		Mar-05	$ 2,000,000.00	2006	2007	YES
33	Sampson Fiberglass	March 6, 2000	3 Years		15	20	15	5	Feb-01	$ 375,000.00	2004	2005	YES
34	RMG Foundry LLC	March 6, 2000		5 Years	325	50	202	0	Feb-06	$ 2,000,000.00	2006	2007	YES
35	WF Associates (AMG Byrkit Facility)	November 19, 2001	10 Years		285	15	234	0	Apr-11	$ 2,650,000.00	2011	2012	YES
36	Nyloncraft Incorporated	March 20, 2003		5 Years	396	16	320	9	May-09	$ 1,168,064.00	2009	2010	YES
37	Nyloncraft Incorporated	November 6, 2003		5 Years	405	13	329	27	May-09	$ 2,730,304.00	2009	2010	YES
38	Plastimatics Arts Corporation	August 18, 2004		3 Years	31	4	31	16	May-06	$ 1,450,290.00	2007	2008	YES
39	Ironwood Enterprises, LLC	September 6, 2005	5 Years		14	49	27	34	May-09	$ 6,000,000.00	2010	2011	YES
40	Daman Products Company	October 17, 2005		3 Years	95	6	82	23	Feb-07	$ 1,118,980.00	2007	2008	YES
41	Culture Systems, Inc.	December 18, 2006	3 Years	3 Years	12	7	12	2	May-09	$ 1,200,000.00	2009	2010	YES
42	Patrick Industries (Metals Div)	June 19, 2006	5 Years	5 Years	172	26			Apr-10	$ 4,600,000.00	2011	2012	YES
43	Jamil Packaging Corporation	August 21, 2006		3 Years	51	5	51	5	May-10	$ 1,250,000.00	2010	2011	YES
44	Nyloncraft Incorporated	December 6, 2007		5 Years	340	50	291	12	Apr-13	$ 2,185,000.00	2012	2013	YES
45	BD Mishawaka Development LLC	February 4, 2008	10 Years		0	370	0	406	Feb-18	$44,000,000.00	2021	2022	NO
46	Jamil Packaging Corporation	May 1, 2008		3 Years	64	5	62	11	Apr-12	$ 1,650,000.00	2011	2012	YES
47	Long Term Care Investments, LLC (Douglas)	June 1, 2009	3 Years		0	120	0	67	Apr-12	$18,000,000.00	2012	2013	YES
48	Jamil Packaging Corporation	May 16, 2011		3 Years	73	6	73	29	Apr-16	$ 900,000.00	2014	2015	YES
49	North American Composites (NAC)	March 5, 2012		3 Years	0	10	0	18	Mar-18	$ 1,577,000.00	2018	2019	NO
50	Long Term Care Investments, LLC (Fir)	October 7, 2013	4 Years		0	61	0	53	Mar-18	$15,000,000.00	2020	2021	NO
51	Barak River Rock LLC	November 6, 2013	5 Years		0	5 to 8	0	10	Mar-18	$14,565,000.00	2021	2022	NO
52	WellPet LLC	January 8, 2014		5 Years	91	6	91	13	Mar-18	$ 1,470,500.00	2020	2021	NO
53	Dearborn Crane	May 19, 2014	3 years		24	3	24	4	Mar-18	$ 859,100.00	2018	2019	NO
54	WellPet LLC	April 20, 2015		5 Years	115	4	104	0	Mar-18	$ 1,790,000.00	2021	2022	NO
55	~~Barak Group LLC (Iron Rock Café)~~	~~September 21, 2015~~	~~5 Years~~						~~Apr-16~~	~~$ 450,000.00~~	~~2020~~	~~2021~~	~~NO~~
56	~~Barak Group LLC (Iron Rock Condominiums)~~	~~September 21, 2015~~	~~5 Years~~						~~Apr-16~~	~~$40,000,000.00~~	~~2020~~	~~2021~~	~~NO~~
57	Bayer Heathcare	October 19, 2015	10 Years		171	30 to 60	203	TBD	Mar-18	$12,500,000.00	2025/TBD	2026	NO
58	Patrick Industries	February 15, 2016		3 Years	0	84	0	189	Mar-18	$ 2,067,000.00	2019	2020	NO
59	River Walk Development Group LLC (Mult-Family Residential)	June 5, 2017	5 Years		0	2	0	3	Mar-18	$13,500,000.00	2025 or 2026/TBD	2024	NO
60	Lippert Components	July 5, 2017	10 Years	10 Years	247 (relocated)	200	247	21	Mar-18	$ 9,200,000.00	2028	2029	NO
61	Jamil Packaging Corporation	July 24, 2017		3 Years	112	8	112	120	Mar-18	$ 1,500,000.00	2020	2021	NO

* The "Abated through collect CF-1s" and "Pay" column demonstrates the number of years from the completion of the project/final installation of the equipment and not the number of years from the date the abatement was approved.

The tax abatements highlighted above are active requiring the completion of annual compliance forms (CF-1s).

** The capital investment may be the proposed or actual levels of investment based on the current project status.

HEALTHCARE REALTY
3310 West End Avenue, Suite 700
Nashville, Tennessee 37203
P 615.269.8175
www.healthcarerealty.com

RECEIVED
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BUILDING, PLANNING
COMMUNITY DEVELOPMENT

February 22, 2018

Mr. Derek J. Spier, AICP
Senior Planner & Economic Development Specialist
City of Mishawaka
Department of Planning & Community Development
600 East Third Street
Mishawaka, IN 46544-2241

Re: 611 E. Douglas Road, Mishawaka IN
Form CF-1

Dear Mr. Spier,

Enclosed please find the Compliance with Statement of Benefits form (CF-1) for Real Estate Improvements located at the above referenced address.

If you have any questions, please don't hesitate to contact me at (615) 269-8396 or by e-mail at: ksullivan@healthcarerealty.com

Thank you,

Kim Sullivan

Kim Sullivan
Associate Vice President
Asset Management

cc: Sarah Purser, Property Manager, Cressy Commercial Real Estate
Jessica King, Healthcare Realty
Vince Brown, AEGIS

COMPLIANCE WITH STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS

State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

20 17 PAY 20 18

FORM CF-1 / Real Property

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:

1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1	TAXPAYER INFORMATION
Name of taxpayer HR of Indiana, LLC	County St. Joseph
Address of taxpayer *(number and street, city, state, and ZIP code)* 3310 West End Avenue, Nashville 37203	DLGF taxing district number 71-022
Name of contact person Kim Sullivan	Telephone number (615) 269-8396

SECTION 2	LOCATION AND DESCRIPTION OF PROPERTY	
Name of designating body Common Council of the City of Mishawaka	Resolution number R-2008-02	Estimated start date *(month, day, year)* 02/11/2008
Location of property 611 East Douglas Road, Mishawaka, IN 46545		Actual start date *(month, day, year)*
Description of real property improvements Construction of a 205,573 square foot medical office building and all parking as required. Building is connected to Saint Joseph Regional Medical Center Hospital.		Estimated completion date *(month, day, year)* Actual completion date *(month, day, year)* 08/01/2009

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	0	406
Salaries	0.00	26,670,611.86
Number of employees retained	0	
Salaries	0.00	
Number of additional employees	370	
Salaries	10,555,000.00	

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE
Values before project		
Plus: Values of proposed project	46,000,000.00	
Less: Values of any property being replaced		
Net values upon completion of project	46,000,000.00	
ACTUAL	COST	ASSESSED VALUE
Values before project		
Plus: Values of proposed project	37,765,910.00	18,504,900.00
Less: Values of any property being replaced		
Net values upon completion of project	44,000,000.00	

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed *(month, day, year)*
Kim Sullivan	Associate Vice President	2/22/2018

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*
2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*
3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing ☐ AM ☐ PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 4 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

2017 Tax Info

	Tenant	Employees	Salaries
1	SJRMC	318	$21,825,944.81
2	The Centre PC	42	$2,296,373.21
3	Martin's Pharmacy	7	$182,600.00
4	Alick's Home Medical	3	$94,614.63
5	MRI	8	$651,844.55
6	Cataract and Laser	13	$1,017,234.66
7	Allied Physicians	15	$602,000.00
		406	$26,670,611.86

STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS
State Form 51767 (R / 1-06)
Prescribed by the Department of Local Government Finance

FORM SB-1 / RE

INSTRUCTIONS:

1. *This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise this statement must be submitted to the designating body BEFORE the redevelopment or rehabilitation of real property for which the person wishes to claim a deduction. "Projects" planned or committed to after July 1, 1987, and areas designated after July 1, 1987, require a STATEMENT OF BENEFITS. (IC 6-1.1-12.1)*
2. *Approval of the designating body (City Council, Town Board, County Council, etc.) must be obtained prior to initiation of the redevelopment or rehabilitation, BEFORE a deduction may be approved.*
3. *To obtain a deduction, Form 322 ERA, Application for Deduction from Assessed Valuation of Structures in Economic Revitalization Areas, must be filed with the County Auditor by the later of: (1) May 10; or (2) thirty (30) days after the notice of addition to assessed valuation or new assessment is mailed to the property owner at the address shown on the records of the township assessor.*
4. *Property owners whose Statement of Benefits was approved after June 30, 1991, must submit Form CF-1/RE annually to show compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.1(b))*
5. *The schedules established under IC 6-1.1-12.1-4(d) effective July 1, 2000, apply to any statement of benefits filed on or after July 1, 2000. The schedules effective prior to July 1, 2000, shall continue to apply to those statement of benefits filed before July 1, 2000.*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: BD SJRMC Mishawaka Development, LLC	
Address of taxpayer (*number and street, city, state, and ZIP code*): 510 E. 96th. Street, Suite 250, PO Box 40509, Indpls, IN 46240	
Name of contact person: David P. Durm	Telephone number: (317) 808-6449

SECTION 2 — LOCATION AND DESCRIPTION OF PROPOSED PROJECT

Name of designating body: See Application		Resolution number:	
Location of property: Douglas Rd.Mishawaka, IN.	County: St. Joseph	DLGF taxing district number:	
Description of real property improvements, redevelopment, or rehabilitation (*use additional sheets if necessary*): Exhibit A (See Attached)		ESTIMATED Start Date: 6/1/07	Completion Date: 10/1/08

SECTION 3 — ESTIMATE OF EMPLOYEES AND SALARIES AS RESULT OF PROPOSED PROJECT

Current number	Salaries	Number retained	Salaries	Number additional	Salaries
615 ~~See attached~~	$2,399,730	615	$2,399,730	308	$12,047,425

SECTION 4 — ESTIMATED TOTAL COST AND VALUE OF PROPOSED PROJECT

NOTE: Pursuant to IC 6-1.1-12.1-5.1 (d) (2) the COST of the property is confidential.	REAL ESTATE IMPROVEMENTS COST	ASSESSED VALUE
Current values	~~See Attached~~	
Plus estimated values of proposed project	$46,000,000	
Less values of any property being replaced		
Net estimated values upon completion of project	$46,000,000.	

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

Estimated solid waste converted (*pounds*) ______ Estimated hazardous waste converted (*pounds*) ______

Other benefits:

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed (*month, day, year*)
[signature]	Auth Rep	4/19/07

FOR USE OF THE DESIGNATING BODY

We have reviewed our prior actions relating to the designation of this Economic Revitalization Area and find that the applicant meets the general standards adopted in the resolution previously approved by this body. Said resolution, passed under IC 6-1.1-12.1-2.5, provides for the following limitations as authorized under IC 6-1.1-12.1-2.

A. The designated area has been limited to a period of time not to exceed Three (3) calendar years * *(see below)*. The date this designation expires is February 4, 2011.

B. The type of deduction that is allowed in the designated area is limited to:
1. Redevelopment or rehabilitation of real estate improvements; ☒ Yes ☐ No
2. Residentially distressed areas ☐ Yes ☒ No

C. The amount of deduction applicable for redevelopment or rehabilitation is limited to $ N/A cost with an assessed value of $ N/A.

D. Other limitations or conditions *(specify)* N/A

E. The deduction for redevelopment or rehabilitation is allowed for Ten (10) years* *(see below)*.

Also we have reviewed the information contained in the statement of benefits and find that the estimates and expectations are reasonable and have determined that the totality of benefits is sufficient to justify the deduction described above. (IC 6-1.1-12-3(b))

Approved *(signature and title of authorized member)*	Telephone number	Date signed *(month, day, year)*
John J. Roggeman John J. Roggeman, Pres	(574) 258-1616	02-04-2008
Attested by: Deborah S. Block Deborah S. Block, City Clerk	Designated body Mishawaka Common Council	

* If the designating body limits the time period during which an area is an economic revitalization area, it does not limit the length of time a taxpayer is entitled to receive a deduction to a number of years designated under IC 6-1.1-12.1-4.

For residentially distressed areas, the deduction period may not exceed five (5) years. If the Economic Revitalization Area was designated prior to July 1, 2000, the deduction period is limited to three (3), six (6), or ten (10) years. For ERAs after June 30, 2000, the deduction period may not exceed ten (10) years. An area designated as an urban development area pursuant to an application filed after December 31, 1978, and prior to January 1, 1986, are entitled to a ten (10) year deduction.

1st Reading
2nd Reading
Passed
Failed
Continued To

RECEIVED
DEBORAH S. BLOCK, CMC
JAN 31 2008
CITY CLERK
MISHAWAKA, IN

RESOLUTION NO. R 2008-02

RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, INDIANA MAKING FINAL DETERMINATION AND CONFIRMING A CERTAIN AREA IN THE CITY OF MISHAWAKA, INDIANA AS AN ECONOMIC REVITALIZATION AREA

(BD SJRMC Mishawaka Development, LLC)

CONFIRMING RESOLUTION

WHEREAS, the Common Council of the City of Mishawaka, Indiana (the "Common Council"), did pursuant to the "Deduction for Rehabilitation or Redevelopment of Real Property in Economic Development Revitalization Areas Act" (Indiana Code 6-1.1-12.1-1 et. seq.) as amended (hereinafter referred to as the "Act"), declare that the following described area in the City of Mishawaka, County of St. Joseph, State of Indiana, is an "Economic Revitalization Area":

A lot or parcels of land described as follows:

1. Tax Keys #27-1059-1178.16; #27-1059-1177.01 and #27-1059-1177 with the legal description marked 'Exhibit A' and attached hereto;

More commonly known as vacant land on East Douglas Road.

All of the above described property being located within the municipal corporate limits of the City of Mishawaka, Indiana, and

WHEREAS, this declaration was effected by Resolution No. R 2007-21 (the "Declaratory Resolution") adopted by the Common Council on the 18th day of June, 2007; and

WHEREAS, under the provisions of the Act a copy of the Declaratory Resolution was filed for public inspection at the office of the St. Joseph County Assessor's Office; and

WHEREAS, pursuant to Indiana Code 5-3-1, public notice of the adoption and substance of the Declaratory Resolution was given; as well as setting forth that a public hearing would be held on February 4, 2008 to receive and hear all remonstrance and objections from interested persons; and

WHEREAS, pursuant to the Act, a copy of said public notice along with a copy of the Statement of Benefits (the "State of Benefits") of BD SJRMC Mishawaka Development, LLC (the "Applicant") was filed with each taxing unit in whose jurisdiction the property described in the above legal description is located; and

WHEREAS, on February 4, 2008, the Common Council received and heard all remonstrance and objections to the Declaratory Resolution from interested persons and considered the evidence;

NOW THEREFORE, BE IT RESOLVED by the Common Council of the City of Mishawaka, Indiana:

1. That upon conclusion of said public hearing and consideration of evidence presented, it is now determined that the area described meets the qualifications for an Economic Revitalization Area; and

2. That the Declaratory Resolution is hereby modified and confirmed as follows:

    a) That the above described area shall be designated as an Economic Revitalization Area for a period of three (3) years beginning with the date of this resolution; and

    b) That the property tax deduction to which the property owner is entitled shall apply to real property pursuant to Section 3 of the Act; and

    c) That these deductions applicable for real property tax abatement and are limited to ten (10) years; and

    d) That the estimate of the value of the redevelopment is reasonable for projects of this nature; and

    e) That the description of the proposed redevelopment meets applicable standards for such development; and

    f) The estimate of the number of individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed described redevelopment by the Applicant; and

    g) The estimate of the annual salaries of those individuals who will be employed o whose employment will be retained can be reasonably expected to result from the proposed described redevelopment by the Application; and

    h) That the other benefits about which information was requested are benefits that can be reasonably expected to result from the proposed described redevelopment; and

    i) That the deduction will not be allowed unless the facility is constructed or rehabilitated to meet local code standards; and

    j) That the totality of benefits is sufficient to justify the granting of this requested deduction.

NORTH AMERICAN COMPOSITES

ELECTRONIC MAIL DELIVERY & US MAIL DELIVERY

March 15, 2018

Derek J. Spier, Senior Planner & Economic Development Specialist
City of Mishawaka
City Hall
600 East Third Street
Mishawaka, Indiana 46544-2241

Subject: **North American Composites Company, 1460 E. 12th Street, Mishawaka, IN 46544**

Dear Derek:

Enclosed you will find our Compliance with Statement of Benefits Personal Property Form (CF-1).

NAC added 1 new job from April 1, 2017, to March 31, 2018. No new material handling equipment was purchased.

This original letter and Form CF-1 will be mailed via U.S. Mail.

Please send a reply confirming receipt of our submission and contact me if you have any questions or need additional information.

Thank you.

Sincerely,

Jerry D. Davis

Jerry D. Davis
Vice President of Operations

300 APOLLO DRIVE
LINO LAKES, MINNESOTA 55014
TELEPHONE: (651) 766-5485
FACSIMILE: (651) 765-8378
EMAIL: JDAVIS@NACOMPOSITES.COM

COMPLIANCE WITH STATEMENT OF BENEFITS PERSONAL PROPERTY

State Form 51765 (R4 / 11-16)
Prescribed by the Department of Local Government Finance

FORM CF-1 / PP

PRIVACY NOTICE
This form contains information confidential pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

INSTRUCTIONS:
1. *Property owners whose Statement of Benefits was approved must file this form with the local Designating Body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
2. *This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1 and May 15 of each year, unless a filing extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1 and the extended due date of each year.*
3. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance (CF-1).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: NORTH AMERICAN COMPOSITES COMPANY	County: ST. JOSEPH
Address of taxpayer *(number and street, city, state, and ZIP code)*: 1460 EAST 12TH STREET, MISHAWAKA, INDIANA 46544	DLGF taxing district number:
Name of contact person: JERRY D. DAVIS	Telephone number: (651) 766-5485

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body: CITY OF MISHAWAKA, INDIANA, DEPARTMENT OF BUILDING, COMMUNITY DEVELOPMENT	Resolution number: R2012-05 & R2012-06	Estimated start date *(month, day, year)*:
Location of property: 1460 EAST 12TH STREET, MISHAWAKA, INDIANA 46544		Actual start date *(month, day, year)*: 4/1/2017
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired.: NAC completed improvements to the building for the storage and handling of hazardous materials and purchased various types of material handling and transportation equipment.		Estimated completion date *(month, day, year)*:
		Actual completion date *(month, day, year)*: 3/31/2018

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees		18.00
Salaries	750,000.00	1,589,027.00
Number of employees retained		17
Salaries		1,550,839.00
Number of additional employees		1
Salaries		38,188.00

SECTION 4 — COST AND VALUES

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project								
Plus: Values of proposed project					1,223,500.00		22,500.00	
Less: Values of any property being replaced								
Net values upon completion of project					1,223,500.00		22,500.00	
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project								
Plus: Values of proposed project					1,554,744.00		22,000.00	
Less: Values of any property being replaced								
Net values upon completion of project					1,554,744.00		22,000.00	

NOTE: The **COST** of the property is confidential pursuant to IC 6-1.1-12.1-5.6(c).

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed *(month, day, year)*
Jerry D. Davis	VICE PRESIDENT OF OPERATION	03/15/18

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991.

INSTRUCTIONS: (IC 6-1.1-12.1-5.9)

1. *This page does not apply to a Statement of Benefits filed before July 1, 1991; that deduction may not be terminated for a failure to comply with the Statement of Benefits.*
2. *Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.*
3. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. If a notice is mailed to a property owner, a copy of the written notice will be sent to the County Assessor and the County Auditor.*
4. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
5. *If the designating body determines that the property owner has **NOT** made reasonable effort to comply, then the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the County Auditor; and (3) the County Assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)

Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance.

Time of hearing ☐ AM ☐ PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 5 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)

Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the clerk of Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

SOPKO, NUSSBAUM, INABNIT & KACZMAREK
ATTORNEYS AT LAW
5TH FLOOR - PLAZA BUILDING
210 S. MICHIGAN STREET
SOUTH BEND, INDIANA 46601
TELEPHONE (574) 234-3000
FACSIMILE (574) 234-4220
E-MAIL ADDRESS: SNI@SNI-LAW.COM

RICHARD A. NUSSBAUM, II*
BRENT E. INABNIT**
MATTHEW R. KACZMAREK
KEVIN E. WARREN
JOSHUA A. VISSER
NICHOLAS J. DERDA
WILLIAM M. SIDERITS
CHRISTINA M. SHAKOUR

*ALSO ADMITTED IN MICHIGAN
**ALSO ADMITTED IN ILLINOIS

OF COUNSEL
THOMAS C. SOPKO

March 13, 2018
(Via Email Transmission)

Derek J. Spier, Senior Planner & Economic Development Specialist
Planning and Development Department
City of Mishawaka
600 East 3rd Street
Mishawaka, Indiana 46544

Re: Tax Abatement Compliance
Long Term Care Investments V, LLC Compliance with Statement of Benefits
5805 N. Fir Road, Granger, Indiana

Dear Mr. Spier:

Enclosed please find Long Term Care Investments V, LLC's Compliance with Statement of Benefits Real Estate Improvements Form CF-1. By way of an update, the facility was completed in July of 2016 and began accepting residents thereafter. At the present time, there are 60 residents, which is an increase from 49 residents at this time last year. By the end of this year, it is projected that there will be 78 residents. The number of employees will continue to increase along with the number of residents. There are currently 53 full time equivalent employees with combined annualized salaries of $2,192,934. By the end of the current year, it is projected that the facility will have 77 full time equivalent employees with combined annualized salaries of $2,644,000.

Please contact me should you have any questions or if you need any additional information.

Very truly yours,

Brent E. Inabnit
brenti@sni-law.com

BEI:jh
Enclosures
cc: Long Term Care Investments V, LLC (w/enclosure)

COMPLIANCE WITH STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS

State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

20 18 PAY 20 19
FORM CF-1 / Real Property

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:

1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1	TAXPAYER INFORMATION
Name of taxpayer: Long Term Care Investments V, LLC	County: St. Joseph
Address of taxpayer *(number and street, city, state, and ZIP code)*: 1620 N. Ironwood Drive, South Bend, Indiana 46635	DLGF taxing district number: 036
Name of contact person: Andrew W. Place	Telephone number: (574) 259-4858

SECTION 2	LOCATION AND DESCRIPTION OF PROPERTY	
Name of designating body: City of Mishawaka Common Council	Resolution number: 2013-18	Estimated start date *(month, day, year)*: 10/21/2013
Location of property: 5805 N. Fir Road, Granger, Indiana 46530		Actual start date *(month, day, year)*: 10/1/2014
Description of real property improvements: Construction of a new one-story Skilled Nursing Care Facility consisting of 55,880 sq. ft., containing 84 beds, and having an estimated cost of $14-$15 million plus $1.5 million for fixtures and furniture.		Estimated completion date *(month, day, year)*: 5/1/2016
		Actual completion date *(month, day, year)*: 7/31/16

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	0	53 Full Time Equiv.
Salaries	0	$2,192,934.00
Number of employees retained	0	0
Salaries	0	0
Number of additional employees	61 Full Time	11 Full Time Equiv.
Salaries	$2,161,524.00	$451,066.00

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE
Values before project	0	$48,600.00
Plus: Values of proposed project	16,500,000.00	
Less: Values of any property being replaced	10,000.00	
Net values upon completion of project	16,490,000.00	
ACTUAL	COST	ASSESSED VALUE
Values before project	0	$52,200.00
Plus: Values of proposed project	14,500,000.00	$5,498,400.00
Less: Values of any property being replaced	10,000.00	10,000.00
Net values upon completion of project	14,490,000.00	$5,488,400.00

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted	0	0
Amount of hazardous waste converted	0	0
Other benefits:		N/A

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed *(month, day, year)*
	Attorney	March 13, 2018

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*
2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*
3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)	
Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing	☐ AM ☐ PM	Date of hearing (*month, day, year*)	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 5 above*)

Reasons for the determination (*attach additional sheets if necessary*)	
Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

Derek Spier

From:	Samantha Stackowicz <sstackowicz@insite-dev.com>
Sent:	Wednesday, March 28, 2018 2:16 PM
To:	Derek Spier
Subject:	Re: River Rock Apartments - CF-1 Annual Compliance Reports for Tax Abatement
Attachments:	River Rock-Abatement Compliance.png

Hi Derek,

Please see the attached EMPLOYEE AND SALARY CALCULATIONS in regard to our Abatement filing.

Best Regards,

INS!TE

Samantha F. Stackowicz
INSITE Development, LLC
117 W. Grove St., Suite 103
Mishawaka, IN 46545
office (574) 855-2072
cell (574) 850-1540
www.insite-dev.com
www.riverrocklife.com
www.rgsliving.com

On Tue, Mar 27, 2018 at 5:00 PM, Derek Spier <dspier@mishawaka.in.gov> wrote:

> Samantha-
>
> Could you please update the below information for this year's (2017 pay 2018) tax abatement compliance reporting?
>
> Thanks and let me know if you have any questions.
>
> Best regards,
>
> ***Derek Spier, AICP***
>
> *Senior Planner / Economic Development Specialist*

City of Mishawaka

600 East Third Street

Mishawaka, IN 46544

p: 574-258-1625

f: 574-968-6999

e: dspier@mishawaka.in.gov

From: Scott Sivan <sivan@insite-dev.com>
Sent: Tuesday, April 11, 2017 2:31 PM
To: Derek Spier <dspier@mishawaka.in.gov>
Cc: Dave Riesbeck <riesbeck@insite-dev.com>
Subject: Fwd: River Rock Apartments - CF-1 Annual Compliance Reports for Tax Abatement

Hi Derek,

Here's the compliance breakdown:

CF-1 Compliance with Stmt. of Benefits Employees
and Salaries Calculation
River Rock Employees

Description	**Annual**	**Monthly**
Barak River Rock	**379,200**	**31,600**
General Manager		

Barak River Rock	39000
Managing partner	
Property Manager	
Finance Manager	
Marketing Manager	
Maintenance Supervisor	
Maintenance	
RS Studios	4000
Managing Partner 1	
Managing Partner 2	
Tule Spa	4000
Managing Partner 1	
Employee	
TOTAL EMPLOYEES	**10**
TOTAL MONTHLY PAYROLL	**47000**

COMPLIANCE WITH STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS

State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

20___ PAY 20___
FORM CF-1 / Real Property

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:

1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: Barak River Rock, LLC	County: St. Joseph
Address of taxpayer (number and street, city, state, and ZIP code): 117 W Grove Street Mishawaka, IN 46545	DLGF taxing district number: 71-023
Name of contact person: Scott Sivan, Managing Partner	Telephone number: (574) 302-7236

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body: Common Council of the City of Mishawaka	Resolution number: R2013-21	Estimated start date (month, day, year): 9/1/2015
Location of property: 126 W Mishawaka Ave, Mishawaka, IN 46545		Actual start date (month, day, year): 1/4/2016
Description of real property improvements: River Rock Apartments at 116 + 128 W Mishawaka Avenue		Estimated completion date (month, day, year): 8/31/2016
		Actual completion date (month, day, year): 1/11/2017

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	5-8	10
Salaries	$200,000 /YR	47,000 /MO
Number of employees retained		
Salaries		
Number of additional employees		
Salaries		

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS As of 8/24/2017	
AS ESTIMATED ON SB-1	**COST**	**ASSESSED VALUE**
Values before project		
Plus: Values of proposed project		
Less: Values of any property being replaced		
Net values upon completion of project		
ACTUAL	**COST**	**ASSESSED VALUE**
Values before project	155,000	177,300.00
Plus: Values of proposed project	14,565,233	9,203,300.00
Less: Values of any property being replaced	155,000	177,300.00
Net values upon completion of project	14,565,233	$9,380,600.00

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed (month, day, year)
[signature]	Managing Partner	3.14.18

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*
2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*
3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ____________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing ☐ AM ☐ PM	Date of hearing (*month, day, year*)	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 4 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

COMPLIANCE WITH STATEMENT OF BENEFITS
PERSONAL PROPERTY

State Form 51765 (R4 / 11-16)
Prescribed by the Department of Local Government Finance

FORM CF-1/PP

PRIVACY NOTICE
This form contains information confidential pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

INSTRUCTIONS:
1. *Property owners whose Statement of Benefits was approved must file this form with the local Designating Body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
2. *This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1, and May 15, of each year, unless a filing extension under 1C 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1, and the extended due date of each year.*
3. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance (CF-I).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer WELLPET	County St. Joseph
Address of taxpayer (*street and number, city, state and ZIP code*) 1011 West 11th Street Mishawaka IN 46544	DLGF taxing district number 71-023
Name of contact person Doug Mitchell	Telephone number 574-259-7834

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body Mishawaka Common Council	Resolution number R 2014 - 4	Estimated start date (*month, day, year*) 04/29/2014
Location of property 1121 West 11th Street MISHAWAKA IN 46544		Actual start date (*month, day, year*) / /
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired. See Attached *Regrind System: An Overiew - December 2013		Estimated completion date (*month, day, year*) 11/25/2014 Actual completion date (*month, day, year*) / /

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	91	104
Salaries	3,404,000	4,430,421
Number of employees retained	91	91
Salaries	3,404,000	3,404,000
Number of additional employees	6	13
Salaries	197,000	1,026,421

SECTION 4 — COST AND VALUES

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project	14,705,633							
Plus: Values of proposed project	2,000,000							
Less: Values of any property being replaced								
Net values upon completion of project	16,705,633							
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project	21,895,497	6,540,291						
Plus: Values of proposed project	1,470,514	441,154						
Less: Values of any property being replaced								
Net values upon completion of project	23,366,011	6,981,445						

NOTE: The **COST** of the property is confidential pursuant to IC 6-1.1-12.1-5.6 (c).

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted	1,500,000	3,275,047
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed (*month, day, year*)
[signature]	Plant Director	3/14/18

Doug Mitchell

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991.

INSTRUCTIONS: (IC 6-1.1-12-5.9)

1. *This page does not apply to a Statement of Benefits filed before July 1, 1991; that deduction may not be terminated for a failure to comply with the Statement of Benefits.*
2. *Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.*
3. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. If a notice is mailed to a property owner, a copy of the written notice will be sent to the County Assessor and the County Auditor.*
4. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially compy was caused by factors beyond the control of the property owner.*
5. *If the designating body determines that the property owner has **NOT** made reasonable effort to comply, then the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to. (1) the property owner; (2) the County Auditor; and (3) the County Assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other *(specify)* ______________________________

Reasons for the determination *(attach additional sheets if necessary)*

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance.

Time of hearing ☐AM ☐PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS (to be completed after the hearing)

☐ Approved ☐ Denied *(see insruction 5 above)*

Reasons for determination *(attach additional sheets if necessary)*

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

STATEMENT OF BENEFITS
PERSONAL PROPERTY
State Form 51764 (R3 / 12-13)
Prescribed by the Department of Local Government Finance

FORM SB-1 / PP

PRIVACY NOTICE
Any information concerning the cost of the property and specific salaries paid to individual employees by the property owner is confidential per IC 6-1.1-12.1-5.1.

INSTRUCTIONS

1. *This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise this statement must be submitted to the designating body BEFORE a person installs the new manufacturing equipment and/or research and development equipment, and/or logistical distribution equipment and/or information technology equipment for which the person wishes to claim a deduction.*
2. *The statement of benefits form must be submitted to the designating body and the area designated an economic revitalization area before the installation of qualifying abatable equipment for which the person desires to claim a deduction.*
3. *To obtain a deduction, a person must file a certified deduction schedule with the person's personal property return on a certified deduction schedule (Form 103-ERA) with the township assessor of the township where the property is situated or with the county assessor if there is no township assessor for the township. The 103-ERA must be filed between March 1 and May 15 of the assessment year in which new manufacturing equipment and/or research and development equipment and/or logistical distribution equipment and/or information technology equipment is installed and fully functional, unless a filing extension has been obtained. A person who obtains a filing extension must file the form between March 1 and the extended due date of that year.*
4. *Property owners whose Statement of Benefits was approved, must submit Form CF-1/PP annually to show compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
5. *For a Form SB-1/PP that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. For a Form SB-1/PP that is approved prior to July 1, 2013, the abatement schedule approved by the designating body remains in effect. (IC 6-1.1-12.1-17)*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer WellPet LLC	Name of contact person Michelle Tatgenhorst	
Address of taxpayer *(number and street, city, state, and ZIP code)* 1011 West 11th Street		Telephone number (574) 259-7634

SECTION 2 — LOCATION AND DESCRIPTION OF PROPOSED PROJECT

Name of designating body Mishawaka Common Council		Resolution number(s)
Location of property 1121 West 11th Street., Mishawaka, IN 46544	County St. Joseph	DLGF taxing district number 71-023

Description of manufacturing equipment and/or research and development equipment and/or logistical distribution equipment and/or information technology equipment. *(Use additional sheets if necessary.)*
SEE ATTACHED "REGRIND SYSTEM: An Overview - December 2013"

	ESTIMATED START DATE	ESTIMATED COMPLETION DATE
Manufacturing Equipment	04/28/2014	11/25/2014
R & D Equipment		
Logist Dist Equipment		
IT Equipment		

SECTION 3 — ESTIMATE OF EMPLOYEES AND SALARIES AS RESULT OF PROPOSED PROJECT

Current number	Salaries	Number retained	Salaries	Number additional	Salaries
91	$3,404,000	91	$3,404,000	6	$197,000

SECTION 4 — ESTIMATED TOTAL COST AND VALUE OF PROPOSED PROJECT

NOTE: Pursuant to IC 6-1.1-12.1-5.1 (d) (2) the COST of the property is confidential.	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Current values	14,705,633.(							
Plus estimated values of proposed project	2,000,000.0(							
Less values of any property being replaced								
Net estimated values upon completion of project	16,705,633.(							

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

Estimated solid waste converted *(pounds)* 1,600,000 — Estimated hazardous waste converted *(pounds)* ______

Other benefits:
Increases production capabilities by 1,500,000 pounds.

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative Michelle Tatgenhorst	Date signed *(month, day, year)* 12/18/2013
Printed name of authorized representative Michelle Tatgenhorst	Title Controller

FOR USE OF THE DESIGNATING BODY

We have reviewed our prior actions relating to the designation of this economic revitalization area and find that the applicant meets the general standards adopted in the resolution previously approved by this body. Said resolution, passed under IC 6-1.1-12.1-2.5, provides for the following limitations as authorized under IC 6-1.1-12.1-2.

A. The designated area has been limited to a period of time not to exceed five (5) calendar years * *(see below)*. The date this designation expires is 12-31-2018.

B. The type of deduction that is allowed in the designated area is limited to:

1. Installation of new manufacturing equipment; ☒ Yes ☐ No
2. Installation of new research and development equipment; ☐ Yes ☐ No
3. Installation of new logistical distribution equipment. ☐ Yes ☐ No
4. Installation of new information technology equipment; ☐ Yes ☐ No

C. The amount of deduction applicable to new manufacturing equipment is limited to $ 2,000,000. cost with an assessed value of $ to be determined by the assessor not to exceed $2,000,000.00

D. The amount of deduction applicable to new research and development equipment is limited to $ N/A cost with an assessed value of $ N/A.

E. The amount of deduction applicable to new logistical distribution equipment is limited to $ N/A cost with an assessed value of $ N/A.

F. The amount of deduction applicable to new information technology equipment is limited to $ N/A cost with an assessed value of $ N/A.

G. Other limitations or conditions *(specify)* None

H. The deduction for new manufacturing equipment and/or new research and development equipment and/or new logistical distribution equipment and/or new information technology equipment installed and first claimed eligible for deduction is allowed for:

☒ Year 1 ☒ Year 2 ☒ Year 3 ☒ Year 4 ☒ Year 5 (see below *)
☐ Year 6 ☐ Year 7 ☐ Year 8 ☐ Year 9 ☐ Year 10

I. For a Statement of Benefits approved after June 30, 2013, did this designating body adopt an abatement schedule per IC 6-1.1-12.1-17? ☒ Yes ☐ No
If yes, attach a copy of the abatement schedule to this form.
If no, the designating body is required to establish an abatement schedule before the deduction can be determined.

Also we have reviewed the information contained in the statement of benefits and find that the estimates and expectations are reasonable and have determined that the totality of benefits is sufficient to justify the deduction described above.

Approved by: *(signature and title of authorized member of designating body)*	Telephone number	Date signed *(month, day, year)*
[signature] Council President	(574)258-1616	1-20-2014
Printed name of authorized member of designating body	Name of designating body	
Matt Mammolenti	Mishawaka Common Council	
Attested by: *(signature and title of attester)*	Printed name of attester	
Deborah S. Block	Deborah S. Block, IAMC,MMC, City Clerk	

* If the designating body limits the time period during which an area is an economic revitalization area, that limitation does not limit the length of time a taxpayer is entitled to receive a deduction to a number of years that is less than the number of years designated under IC 6-1.1-12.1-17.

IC 6-1.1-12.1-17
Abatement schedules
Sec. 17. (a) A designating body may provide to a business that is established in or relocated to a revitalization area and that receives a deduction under section 4 or 4.5 of this chapter an abatement schedule based on the following factors:
(1) The total amount of the taxpayer's investment in real and personal property.
(2) The number of new full-time equivalent jobs created.
(3) The average wage of the new employees compared to the state minimum wage.
(4) The infrastructure requirements for the taxpayer's investment.
(b) This subsection applies to a statement of benefits approved after June 30, 2013. A designating body shall establish an abatement schedule for each deduction allowed under this chapter. An abatement schedule must specify the percentage amount of the deduction for each year of the deduction. An abatement schedule may not exceed ten (10) years.
(c) An abatement schedule approved for a particular taxpayer before July 1, 2013, remains in effect until the abatement schedule expires under the terms of the resolution approving the taxpayer's statement of benefits.

COMPLIANCE WITH STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS

State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

20____ PAY 20____
FORM CF-1 / Real Property

PRIVACY NOTICE
The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:

1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer	Cha Cha Properties, LLC & Dearborn Crane and Engineering Company, Inc.	County	St. Joseph
Address of taxpayer (*number and street, city, state, and ZIP code*)	1133 E Fifth Street, Mishawaka, IN 46544	DLGF taxing district number	023 Mishawaka Penn
Name of contact person	Joan Joshi, General Manger	Telephone number	(574) 208-6851

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body	Mishawaka City Council	Estimated start date (*month, day, year*)	06/01/2014
Resolution number	R2014-10	Actual start date (*month, day, year*)	06/01/2014
Location of property	1133 E Fifth Street, Mishawaka, IN 46544	Estimated completion date (*month, day, year*)	02/15/2015
Description of real property improvements		Actual completion date (*month, day, year*)	02/15/2015

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	24	28
Salaries	1,353,211.00	1,542,570.00
Number of employees retained	24	24
Salaries	1,353,211.00	1,393,807.00
Number of additional employees	3	4
Salaries	128,000.00	148,763.00

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE
Values before project	150,000.00	380,000.00
Plus: Values of proposed project	750,000.00	
Less: Values of any property being replaced		
Net values upon completion of project	900,000.00	
ACTUAL	COST	ASSESSED VALUE
Values before project	150,000.00	467,600.00
Plus: Values of proposed project	859,146.00	
Less: Values of any property being replaced		
Net values upon completion of project	1,009,146.00	

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed (*month, day, year*)
Joan Joshi	Vice President/General Manager	3/21/2018

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*

2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*

3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*

4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing ☐ AM ☐ PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 4 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

COMPLIANCE WITH STATEMENT OF BENEFITS
PERSONAL PROPERTY

State Form 51765 (R4 / 11-16)
Prescribed by the Department of Local Government Finance

FORM CF-1 / PP

PRIVACY NOTICE
This form contains information confidential pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

INSTRUCTIONS:

1. *Property owners whose Statement of Benefits was approved must file this form with the local Designating Body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
2. *This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1, and May 15, of each year, unless a filing extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1, and the extended due date of each year.*
3. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance (CF-I).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer WELLPET	County St. Joseph
Address of taxpayer (*street and number, city, state and ZIP code*) 1011 West 11th Street Mishawaka IN 46544	DLGF taxing district number 71-023
Name of contact person Doug Mitchell	Telephone number 574-259-7834

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body MISHAWAKA COMMON COUNCIL	Resolution number R2015-14	Estimated start date (*month, day, year*) 07/01/2015
Location of property 1121 West 11th Street MISHAWAKA IN 46544		Actual start date (*month, day, year*) / /
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired. SEE ATTACHED "High Speed Packaging Line Overview 2015"		Estimated completion date (*month, day, year*) 11/01/2015
		Actual completion date (*month, day, year*) / /

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	115	104
Salaries	3,898,000	4,430,421
Number of employees retained	115	104
Salaries	3,898,000	3,898,000
Number of additional employees	4	
Salaries	200,000	532,421

SECTION 4 — COST AND VALUES

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
AS ESTIMATED ON SB-1	**COST**	**ASSESSED VALUE**	**COST**	**ASSESSED VALUE**	**COST**	**ASSESSED VALUE**	**COST**	**ASSESSED VALUE**
Values before project	15,570,380							
Plus: Values of proposed project	1,800,000							
Less: Values of any property being replaced								
Net values upon completion of project	17,370,380							
ACTUAL	**COST**	**ASSESSED VALUE**	**COST**	**ASSESSED VALUE**	**COST**	**ASSESSED VALUE**	**COST**	**ASSESSED VALUE**
Values before project	21,575,676	6,444,345						
Plus: Values of proposed project	1,790,335	537,100						
Less: Values of any property being replaced								
Net values upon completion of project	23,366,011	6,981,445						

NOTE: The **COST** of the property is confidential pursuant to IC 6-1.1-12.1-5.6 (c).

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title Plant Director	Date signed (*month, day, year*) 3/14/18

Doug Mitchell

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991.

INSTRUCTIONS: (IC 6-1.1-12-5.9)

1. *This page does not apply to a Statement of Benefits filed before July 1, 1991; that deduction may not be terminated for a failure to comply with the Statement of Benefits.*
2. *Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.*
3. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. If a notice is mailed to a property owner, a copy of the written notice will be sent to the County Assessor and the County Auditor.*
4. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially compy was caused by factors beyond the control of the property owner.*
5. *If the designating body determines that the property owner has **NOT** made reasonable effort to comply, then the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to. (1) the property owner; (2) the County Auditor; and (3) the County Assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other *(specify)* ____________________

Reasons for the determination *(attach additional sheets if necessary)*

Signature of authorized member	Date signed *(month, day, year)*
Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance.

Time of hearing ☐AM ☐PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS *(to be completed after the hearing)*

☐ Approved ☐ Denied *(see insruction 5 above)*

Reasons for determination *(attach additional sheets if necessary)*

Signature of authorized member	Date signed *(month, day, year)*
Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

STATEMENT OF BENEFITS
PERSONAL PROPERTY

State Form 51764 (R3 / 12-15)
Prescribed by the Department of Local Government Finance

FORM SB-1 / PP

PRIVACY NOTICE

Any information concerning the cost of the property and specific salaries paid to individual employees by the property owner is confidential per IC 6-1.1-12.1-5.1.

INSTRUCTIONS

1. *This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise this statement must be submitted to the designating body BEFORE a person installs the new manufacturing equipment and/or research and development equipment, and/or logistical distribution equipment and/or information technology equipment for which the person wishes to claim a deduction.*
2. *The statement of benefits form must be submitted to the designating body and the area designated an economic revitalization area before the installation of qualifying abatable equipment for which the person desires to claim a deduction.*
3. *To obtain a deduction, a person must file a certified deduction schedule with the person's personal property return on a certified deduction schedule (Form 103-ERA) with the township assessor of the township where the property is situated or with the county assessor if there is no township assessor for the township. The 103-ERA must be filed between March 1 and May 15 of the assessment year in which new manufacturing equipment and/or research and development equipment and/or logistical distribution equipment and/or information technology equipment is installed and fully functional, unless a filing extension has been obtained. A person who obtains a filing extension must file the form between March 1 and the extended due date of that year.*
4. *Property owners whose Statement of Benefits was approved, must submit Form CF-1/PP annually to show compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
5. *For a Form SB-1/PP that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. For a Form SB-1/PP that is approved prior to July 1, 2013, the abatement schedule approved by the designating body remains in effect. (IC 6-1.1-12.1-17)*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: WellPet LLC	Name of contact person: Michelle Tatgenhorst
Address of taxpayer *(number and street, city, state, and ZIP code)*: 1011 West 11th Street	Telephone number: (574) 259-7834

SECTION 2 — LOCATION AND DESCRIPTION OF PROPOSED PROJECT

Name of designating body: Mishawaka Common Council		Resolution number (s):
Location of property: 1121 West 11th Street., Mishawaka, IN 46544	County: St. Joseph	DLGF taxing district number: 71-023

Description of manufacturing equipment and/or research and development equipment and/or logistical distribution equipment and/or information technology equipment. *(Use additional sheets if necessary.)*

SEE ATTACHED "High Speed Packaging Line Overview 2015"

	ESTIMATED START DATE	ESTIMATED COMPLETION DATE
Manufacturing Equipment	07/01/2015	11/01/2015
R & D Equipment		
Logist Dist Equipment		
IT Equipment		

SECTION 3 — ESTIMATE OF EMPLOYEES AND SALARIES AS RESULT OF PROPOSED PROJECT

Current number	Salaries	Number retained	Salaries	Number additional	Salaries
115	$3,898,000	115	$3,898,000	4	$200,000

SECTION 4 — ESTIMATED TOTAL COST AND VALUE OF PROPOSED PROJECT

NOTE: Pursuant to IC 6-1.1-12.1-5.1 (d) (2) the COST of the property is confidential.	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Current values	15,570,388.(							
Plus estimated values of proposed project	1,600,000.0(							
Less values of any property being replaced								
Net estimated values upon completion of project	16,705,633.(							

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

Estimated solid waste converted *(pounds)* ________ Estimated hazardous waste converted *(pounds)* ________

Other benefits:

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative: Michelle Tatgenhorst	Date signed *(month, day, year)*: 03/17/2015
Printed name of authorized representative: Michelle Tatgenhorst	Title: Controller

FOR USE OF THE DESIGNATING BODY

We have reviewed our prior actions relating to the designation of this economic revitalization area and find that the applicant meets the general standards adopted in the resolution previously approved by this body. Said resolution, passed under IC 6-1.1-12.1-2.5, provides for the following limitations as authorized under IC 6-1.1-12.1-2.

A. The designated area has been limited to a period of time not to exceed (5) Five calendar years * *(see below)*. The date this designation expires is 12-31-2019.

B. The type of deduction that is allowed in the designated area is limited to:

1. Installation of new manufacturing equipment; ☒ Yes ☐ No
2. Installation of new research and development equipment; ☐ Yes ☒ No
3. Installation of new logistical distribution equipment. ☐ Yes ☒ No
4. Installation of new information technology equipment; ☐ Yes ☒ No

C. The amount of deduction applicable to new manufacturing equipment is limited to $ 1,800,000 cost with an assessed value of $ 1,800,000 or is determined by the assessor.

D. The amount of deduction applicable to new research and development equipment is limited to $ ------- cost with an assessed value of $ --------.

E. The amount of deduction applicable to new logistical distribution equipment is limited to $ -------- cost with an assessed value of $ -----.

F. The amount of deduction applicable to new information technology equipment is limited to $ ------- cost with an assessed value of $ --------.

G. Other limitations or conditions *(specify)* None

H. The deduction for new manufacturing equipment and/or new research and development equipment and/or new logistical distribution equipment and/or new information technology equipment installed and first claimed eligible for deduction is allowed for:

☒ Year 1 ☒ Year 2 ☒ Year 3 ☐ Year 4 ☐ Year 5 (see below *)
☐ Year 6 ☐ Year 7 ☐ Year 8 ☐ Year 9 ☐ Year 10

I. For a Statement of Benefits approved after June 30, 2013, did this designating body adopt an abatement schedule per IC 6-1.1-12.1-17? ☐ Yes ☐ No
If yes, attach a copy of the abatement schedule to this form.
If no, the designating body is required to establish an abatement schedule before the deduction can be determined.

Also we have reviewed the information contained in the statement of benefits and find that the estimates and expectations are reasonable and have determined that the totality of benefits is sufficient to justify the deduction described above.

Approved by: (signature and title of authorized member of designating body)	Telephone number	Date signed (month, day, year)
Dale "Woody" Emmons	(574) 258-1616	04-20-2015
Printed name of authorized member of designating body	Name of designating body	
Dale "Woody" Emmons, President	Mishawaka Common Council	
Attested by: (signature and title of attester)	Printed name of attester	
Deborah S. Block	Deborah S. Block, City Clerk	

* If the designating body limits the time period during which an area is an economic revitalization area, that limitation does not limit the length of time a taxpayer is entitled to receive a deduction to a number of years that is less than the number of years designated under IC 6-1.1-12.1-17.

IC 6-1.1-12.1-17
Abatement schedules
Sec. 17. (a) A designating body may provide to a business that is established in or relocated to a revitalization area and that receives a deduction under section 4 or 4.5 of this chapter an abatement schedule based on the following factors:
(1) The total amount of the taxpayer's investment in real and personal property.
(2) The number of new full-time equivalent jobs created.
(3) The average wage of the new employees compared to the state minimum wage.
(4) The infrastructure requirements for the taxpayer's investment.
(b) This subsection applies to a statement of benefits approved after June 30, 2013. A designating body shall establish an abatement schedule for each deduction allowed under this chapter. An abatement schedule must specify the percentage amount of the deduction for each year of the deduction. An abatement schedule may not exceed ten (10) years.
(c) An abatement schedule approved for a particular taxpayer before July 1, 2013, remains in effect until the abatement schedule expires under the terms of the resolution approving the taxpayer's statement of benefits.

City of Mishawaka:

February 28, 2018

Bayer US
3930 Edison Lakes Parkway
Mishawaka, IN 46545
Phone: (574) 252-4734
John.Herzig@bayer.com

Thank you to the City of Mishawaka for their on-going support, and we look forward to our future of working together with the city. I would like to provide an update on our proposed Beacon Parkway project, which has been approved for a Tax Abatement by the City of Mishawaka.

- Approx. 7 acres of land on Beacon Parkway was purchased by Browning Investments in July 2016. This purchase was funded by Bayer to support the planned office building development.
- In 2017 as the project was ready to move forward, Bayer announces for the 1st time in over 10 years it was lowering the guidance for the company's performance in 2017. In addition, our planned $60+ billion acquisition of Monsanto continues to take longer than expected for the required regulatory approvals. The targeted closing is now planned in Q2 2018.
- With challenging business performance, and the pending acquisition of Monsanto the decision was made to stop our project, and evaluate it at a later date.
- With the developments above, we have extended our current lease at 3930 Edison Lakes Parkway until June 2021
- Per the terms of our Development Agreement with Browning Investments, in December of 2017 Bayer has taken title to the property on Beacon Parkway.
- Assuming improved business performance and approvals of the Monsanto acquisition, we would expect to re-visit our Beacon Parkway project in Q4 2018 or 1st half 2019.

We continue to look forward to our future in Mishawaka, from our 65 employees who moved into Edison Lakes Parkway in 2001-02 to the 200+ working there today. Doing our part to attract talent and give back to a wonderful community.

Best Regards,

John S. Herzig Jr.

John S. Herzig Jr.
VP U.S. Customer Logistics
Bayer HealthCare

COMPLIANCE WITH STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS
State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

20____ PAY 20____
FORM CF-1 / Real Property

PRIVACY NOTICE
The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:
1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1	TAXPAYER INFORMATION
Name of taxpayer: Bayer US	County: St. Joseph, IN
Address of taxpayer (number and street, city, state, and ZIP code): 3930 Edison Lakes Parkway	DLGF taxing district number:
Name of contact person: John Herzig	Telephone number: (574) 252-4734

SECTION 2	LOCATION AND DESCRIPTION OF PROPERTY	
Name of designating body:	Resolution number:	Estimated start date (month, day, year): 10-15-15
Location of property: Beacon Parkway, Mishawaka		Actual start date (month, day, year): TBD
Description of real property improvements: Approx. 60,000 SF Office Building		Estimated completion date (month, day, year): TBD
		Actual completion date (month, day, year): TBD

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	171	203
Salaries	$35-42 per hr	$35-42 per Hr
Number of employees retained		
Salaries		
Number of additional employees	30-60	
Salaries	$25-35	

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE
Values before project	$0.00	
Plus: Values of proposed project	$12,500,000	
Less: Values of any property being replaced	-	
Net values upon completion of project	$12,500,000	
ACTUAL	COST	ASSESSED VALUE
Values before project	$0.000	
Plus: Values of proposed project	$12,500,000	
Less: Values of any property being replaced	-	
Net values upon completion of project	$12,500,000	

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed (month, day, year)
[signature]	VP Customer Logistics	2-6-18

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*
2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*
3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ____________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*
Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing ☐ AM ☐ PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 4 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*
Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

COMPLIANCE WITH STATEMENT OF BENEFITS PERSONAL PROPERTY
State Form 51765 (R4 / 11-16)
Prescribed by the Department of Local Government Finance

FORM CF-1 / PP

PRIVACY NOTICE
This form contains information confidential pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

INSTRUCTIONS:
1. *Property owners whose Statement of Benefits was approved must file this form with the local Designating Body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
2. *This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1 and May 15 of each year, unless a filing extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1 and the extended due date of each year.*
3. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance (CF-1).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: PATRICK INDUSTRIES, INC.	County: ST. JOSEPH
Address of taxpayer *(number and street, city, state, and ZIP code)*: 107 W FRANKLIN ST, PO BOX 638, ELKHART, IN 46515-0638	DLGF taxing district number: 71022
Name of contact person: MATHEW DAVIS	Telephone number: (574) 294-7511 EXT 7750

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body: CITY OF MISHAWAKA COMMON COUNCIL	Resolution number: 2016-04	Estimated start date *(month, day, year)*: 03/21/2016
Location of property: 1241 E 12TH ST, MISHAWAKA, IN 46544		Actual start date *(month, day, year)*: 03/21/2016
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired. GENERAL WOODWORKING EQUIPMENT, CNC ROUTERS, VINYL FORMING PRESS, AIR COMPRESSOR, AND DUST COLLECTION BAGHOUSE.		Estimated completion date *(month, day, year)*: 10/31/2016
		Actual completion date *(month, day, year)*:

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	0	189
Salaries	0.00	7,568,746.00
Number of employees retained	0	160
Salaries	0.00	
Number of additional employees	84	29
Salaries	2,953,900.00	

SECTION 4 — COST AND VALUES

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project								
Plus: Values of proposed project	895,000.00	375,900.00					20,000.00	8,400.00
Less: Values of any property being replaced								
Net values upon completion of project	895,000.00	375,900.00					20,000.00	8,400.00
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project								
Plus: Values of proposed project	2,047,588.00	859,990.00					19,487.00	8,180.00
Less: Values of any property being replaced								
Net values upon completion of project	2,047,588.00	859,990.00					19,487.00	8,180.00

NOTE: The **COST** of the property is confidential pursuant to IC 6-1.1-12.1-5.6(c).

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative: Mathew L Davis	Title: TAX MANAGER	Date signed *(month, day, year)*: 3/29/2018

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991.

INSTRUCTIONS: (IC 6-1.1-12.1-5.9)

1. *This page does not apply to a Statement of Benefits filed before July 1, 1991; that deduction may not be terminated for a failure to comply with the Statement of Benefits.*
2. *Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.*
3. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. If a notice is mailed to a property owner, a copy of the written notice will be sent to the County Assessor and the County Auditor.*
4. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
5. *If the designating body determines that the property owner has **NOT** made reasonable effort to comply, then the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the County Auditor; and (3) the County Assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other *(specify)* ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance.

Time of hearing ☐ AM ☐ PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 5 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the clerk of Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

March 15th, 2018

RIVERWALK

To whom it may concern,

Regarding the River Walk project in Mishawaka, we plan to begin construction in 2019 with a completion date of 2020. We plan to assess these estimated dates further as we progress through the 2018 calendar year.

Sincerely,

COMPLIANCE WITH STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

18 19
20 ~~18~~ PAY 20 ~~19~~

FORM CF-1 / Real Property

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:

1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: River Walk Development Group, LLC	County:
Address of taxpayer (number and street, city, state, and ZIP code): 117 W Grove Street, Mishawaka IN 46545 Suite 103	DLGF taxing district number: 71-023
Name of contact person: Scott Swan, Managing Partner	Telephone number: (574) 855-2072

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body: Common Council of the City of Mishawaka	Resolution number: 2017-08	Estimated start date (month, day, year): May 2018
Location of property: Vacant Land at 100 Block of East Mishawaka Avenue East of Sevan Street		Actual start date (month, day, year):
Description of real property improvements: Investment of at least $10,500,000-$13,500,000 in the development and construction of a multi-family housing project containing approximately 120,000 square feet.		Estimated completion date (month, day, year): August 2019
		Actual completion date (month, day, year):

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES		AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	0	~~0~~ 2	~~2~~ 3
Salaries	$0	$75,000	~~$0~~ 98,166
Number of employees retained	0	0	0
Salaries	$0	$0	$0
Number of additional employees	0	0	0
Salaries	$0	$0	$0

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE
Values before project	$0	Exempt
Plus: Values of proposed project	$12.5MM-$13.5MM	Req.17
Less: Values of any property being replaced	N/A	N/A
Net values upon completion of project	$12.5MM-$13.5MM	Req.17
ACTUAL	COST	ASSESSED VALUE
Values before project	$0	Exempt
Plus: Values of proposed project	$0	Req.17
Less: Values of any property being replaced	N/A	N/A
Net values upon completion of project	N/A	N/A

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed (month, day, year)
	Managing Partner	5.14.18

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*
2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*
3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ____________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member		Date signed (*month, day, year*)
Attested by:	Designating body	

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing ☐ AM ☐ PM	Date of hearing (*month, day, year*)	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 4 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member		Date signed (*month, day, year*)
Attested by:	Designating body	

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

Derek Spier

From:	Troy Wuthrich <twuthrich@lci1.com>
Sent:	Wednesday, March 21, 2018 4:20 PM
To:	Derek Spier
Cc:	Tom Bauters; Ken Prince
Subject:	Lippert CF-1s
Attachments:	LCMI - Byrkit CF-1s March 21 2018.pdf

Good afternoon,
Attached are the Lippert CF-1s for Byrkit project.
Do you need me to mail in originals as well?

Project update:
We have been working on getting the Building up to standard expectations and have begun some light distribution using 21 people there currently.
Weather hampered us some but we are moving forward and gaining every day!

Please let Tom & I know if you have any questions.

Troy Wuthrich
Group Controller
Office: 574-312-6055
Cell: 574-209-1166

LIPPERT COMPONENTS

NYSE:LCII

COMPLIANCE WITH STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Form 51766 (R3 / 2-13)
Prescribed by the Department of Local Government Finance

20 18 PAY 20 19
FORM CF-1 / Real Property

PRIVACY NOTICE
The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.1 (c) and (d).

INSTRUCTIONS:

1. *This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.*
2. *Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).*
3. *This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.*
4. *This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))*
5. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer Lippert Components Manufacturing, Inc.	County St. Joseph
Address of taxpayer *(number and street, city, state, and ZIP code)* 3501 County Road 6 East Elkhart, IN 46514	DLGF taxing district number 023
Name of contact person Tom Bauters	Telephone number (574-312-6159)

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body City of Mishawaka	Resolution number 2017-17	Estimated start date *(month, day, year)* 8/1/17
Location of property 400 S. Byrkit Avenue Mishawaka, IN 46544		Actual start date *(month, day, year)* 8/1/17
Description of real property improvements Remodeling existing bldg, Adding new Addition, Adding paved parking lot		Estimated completion date *(month, day, year)* 8/1/19
		Actual completion date *(month, day, year)* 8/1/19

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	247	268
Salaries	10,354,808.00	11,323,021.00
Number of employees retained	247	247
Salaries	10,354,808.00	10,354,808.00
Number of additional employees	200	21 968,213
Salaries	7,800,000.00	~~968,517.00~~

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE
Values before project	1,760,341.00	
Plus: Values of proposed project	7,400,000.00	
Less: Values of any property being replaced		
Net values upon completion of project	9,160,341.00	
ACTUAL	COST	ASSESSED VALUE
Values before project	1,760,341.00	
Plus: Values of proposed project	5,343,285.00	
Less: Values of any property being replaced		
Net values upon completion of project	7,103,626.00	

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed *(month, day, year)*
[signature]	Group Controller	3/21/18

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

1. *Not later than forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).*
2. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.*
3. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
4. *If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance. (Hearing must be held within thirty (30) days of the date of mailing of this notice.)

Time of hearing ☐ AM ☐ PM	Date of hearing *(month, day, year)*	Location of hearing

HEARING RESULTS ***(to be completed after the hearing)***

☐ Approved ☐ Denied (*see Instruction 4 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed *(month, day, year)*

Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

COMPLIANCE WITH STATEMENT OF BENEFITS
PERSONAL PROPERTY

State Form 51765 (R4 / 11-16)

Prescribed by the Department of Local Government Finance

FORM CF-1 / PP

PRIVACY NOTICE
This form contains information confidential pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

INSTRUCTIONS:
1. *Property owners whose Statement of Benefits was approved must file this form with the local Designating Body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
2. *This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1 and May 15 of each year, unless a filing extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1 and the extended due date of each year.*
3. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance (CF-1).*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer Lippert Components Manufacturing, Inc.	County St. Joseph
Address of taxpayer *(number and street, city, state, and ZIP code)* 3501 County Road Six East Elkhart, IN 46514	DLGF taxing district number 023
Name of contact person Tom Bauters	Telephone number (574) 312-6159

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body City of Mishawaka	Resolution number 2017-16	Estimated start date *(month, day, year)* 8/1/17
Location of property 400 S. Byrkit Avenue Mishawaka IN 46544		Actual start date *(month, day, year)* 8/1/17
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired. Racking, Equipment , Furniture & Fixtures		Estimated completion date *(month, day, year)* 8/1/19 Actual completion date *(month, day, year)* 8/1/19

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	247	268
Salaries	10,354,808.00	11,323,021.00
Number of employees retained	247	247
Salaries	10,354,808.00	10,354,808.00
Number of additional employees	200	21 968,213
Salaries	7,800,000.00	~~9,685,213.00~~

SECTION 4 — COST AND VALUES

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project					109,605.00			
Plus: Values of proposed project					1,625,000.00			
Less: Values of any property being replaced								
Net values upon completion of project					1,734,605.00			
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project					109,605.00			
Plus: Values of proposed project					352,000.00			
Less: Values of any property being replaced								
Net values upon completion of project					461,605.00			

NOTE: The **COST** of the property is confidential pursuant to IC 6-1.1-12.1-5.6(c).

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed *(month, day, year)*
	Group Controller	3/21/19

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991.

INSTRUCTIONS: (IC 6-1.1-12.1-5.9)

1. *This page does not apply to a Statement of Benefits filed before July 1, 1991; that deduction may not be terminated for a failure to comply with the Statement of Benefits.*
2. *Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.*
3. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. If a notice is mailed to a property owner, a copy of the written notice will be sent to the County Assessor and the County Auditor.*
4. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
5. *If the designating body determines that the property owner has **NOT** made reasonable effort to comply, then the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the County Auditor; and (3) the County Assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance.

Time of hearing ☐ AM ☐ PM	Date of hearing (*month, day, year*)	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 5 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)
Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the clerk of Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.

COMPLIANCE WITH STATEMENT OF BENEFITS PERSONAL PROPERTY

State Form 51765 (R4 / 11-16)

Prescribed by the Department of Local Government Finance

FORM CF-1 / PP

PRIVACY NOTICE
This form contains information confidential pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

INSTRUCTIONS:

1. *Property owners whose Statement of Benefits was approved must file this form with the local Designating Body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
2. *This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1 and May 15 of each year, unless a filing extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1 and the extended due date of each year.*
3. *With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance (CF-1).*

SECTION 1	TAXPAYER INFORMATION
Name of taxpayer: Jamil Packaging	County: St. Joseph
Address of taxpayer *(number and street, city, state, and ZIP code)*: 1420 Industrial Dr, Mishawaka, IN 46544	DLGF taxing district number: 71022
Name of contact person: David Herschberger	Telephone number: (574) 2562600

SECTION 2	LOCATION AND DESCRIPTION OF PROPERTY	
Name of designating body: City Of Mishawaka Common Council	Resolution number: R2017-18	Estimated start date *(month, day, year)*: 7/20/2017
Location of property:		Actual start date *(month, day, year)*: 7/24/2017
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired.		Estimated completion date *(month, day, year)*: 8/31/2017
		Actual completion date *(month, day, year)*: 8/28/2017

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	112	120
Salaries	3,647,509.00	3,846,690.00
Number of employees retained	112	112
Salaries	3,647,509.00	3,647,509.00
Number of additional employees	8	8
Salaries	249,600.00	199,181.00

SECTION 4 — COST AND VALUES

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project	8,192,090.00							
Plus: Values of proposed project	1,500,000.00							
Less: Values of any property being replaced	0.00							
Net values upon completion of project	9,692,090.00							
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project	8,192,090.00							
Plus: Values of proposed project	1,500,000.00							
Less: Values of any property being replaced	0.00							
Net values upon completion of project	9,692,090.00							

NOTE: The **COST** of the property is confidential pursuant to IC 6-1.1-12.1-5.6(c).

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

WASTE CONVERTED AND OTHER BENEFITS	AS ESTIMATED ON SB-1	ACTUAL
Amount of solid waste converted		
Amount of hazardous waste converted		
Other benefits:		

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Title	Date signed *(month, day, year)*
[signature]	President	3/9/2018

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991.

INSTRUCTIONS: (IC 6-1.1-12.1-5.9)

1. *This page does not apply to a Statement of Benefits filed before July 1, 1991; that deduction may not be terminated for a failure to comply with the Statement of Benefits.*
2. *Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.*
3. *If the property owner is found **NOT** to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. If a notice is mailed to a property owner, a copy of the written notice will be sent to the County Assessor and the County Auditor.*
4. *Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially comply was caused by factors beyond the control of the property owner.*
5. *If the designating body determines that the property owner has **NOT** made reasonable effort to comply, then the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the County Auditor; and (3) the County Assessor.*

We have reviewed the CF-1 and find that:

☐ the property owner **IS** in substantial compliance

☐ the property owner **IS NOT** in substantial compliance

☐ other (*specify*) ______________________________

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)

Attested by:	Designating body

If the property owner is found not to be in substantial compliance, the property owner shall receive the opportunity for a hearing. The following date and time has been set aside for the purpose of considering compliance.

Time of hearing ☐ AM ☐ PM	Date of hearing (*month, day, year*)	Location of hearing

HEARING RESULTS (*to be completed after the hearing*)

☐ Approved ☐ Denied (*see instruction 5 above*)

Reasons for the determination (*attach additional sheets if necessary*)

Signature of authorized member	Date signed (*month, day, year*)

Attested by:	Designating body

APPEAL RIGHTS [IC 6-1.1-12.1-5.9(e)]

A property owner whose deduction is denied by the designating body may appeal the designating body's decision by filing a complaint in the office of the clerk of Circuit or Superior Court together with a bond conditioned to pay the costs of the appeal if the appeal is determined against the property owner.