AGENDA

Monday, April 17, 2017

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 03, 2017

5. Petitions, Communications, Remonstrance and Memorials

A Letter from the Historic Preservation Commission regarding recommendations from their April 04, 2017 meeting.

Presentation of Encumbrances

Presentation of the Tax Increment Finance Report

6. Report of Special Committee

7. Ordinances on First Reading

P.O. NO. 2017-16 Establishing Normain Heights Conservation District

P.O. NO. 2017-17 EDC Bond for the Mill at Ironworks Project

8. Resolutions

R2017-06 Tax Abatement Compliance Reports for 2016

9. Ordinances on Second Reading

P.O. NO. 2017-14 Transfer of Funds from LOIT Special Distribution Fund to Local Road & Bridge Matching Grant Fund and Declaring an Emergency of Additional Funds $1,535,000.00 (Assigned to Budget and Finance Committee)

P.O. NO. 2017-15 Additional Funds - CEDIT - $55,000.00 Park Equipment (Assigned to Budget and Finance Committee)

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 03, 2017

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 03, 2017, at 7:00 p.m. The meeting was called to order by President Ross Deal all were asked to stand for the Pledge of Allegiance.

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

Others present; Mike Trippel Council Attorney.

The minutes from the March 20, 2017 meeting were approved as received from the City Clerk's Office.

The following ordinances were given first reading, assigned to committee and set for public hearing at next meeting.

Clerk Block read **PROPOSED ORDINANCE NO 2017-13** by title.

PROPOSED ORDINANCE NO. 2017-13

AN ORDINANCE AMENDING THE MUNICIPAL CODE, CHAPTER 2 BY AFFIRMING THE ESTABLISHMENT OF A FIVE-MEMBER MISHAWAKA ECONOMIC DEVELOPMENT COMMISSION
(Petitioner requested second reading)

Mr. Tanner made a motion to suspend Council rules to allow second reading on **PROPOSED ORDINANCE 2017-13** second by Mr. Banicki motion carried.

John Roggeman, City Attorney said the Economic Development Commission was previously a three-member commission and they would like to expand it to a five-member commission.

Mr. Canarecci asked a question regarding Municipal Bonds. Mr. Roggeman explained businesses did EDC Bonds. He said they need City Council approval after commission approval. Mr. Roggeman explained there would be no city liability.

Question was called for at 7:08 P.M. for **PROPOSED ORDINANCE NO. 2017-13** **Vote: Motion carried by unanimous roll call vote (summary: Yes = 8). Yes: Mrs. Voelker, Mr. Compton, Mr. Tanner, Mr. Banicki, Mr. Emmons, Mr. Bellovich, Mr. Canarecci, Mr. Deal.** Thus it becomes **ORDINANCE NO. 5570**

Clerk Block read **PROPOSED ORDINANCE NO 2017-14** by title

PROPOSED ORDINANCE NO. 2017-14

**AN ORDINANCE TRANSFERRING FUNDS FROM
THE LOIT SPECIAL DISTRIBUTION FUND OF THE
CITY OF MISHAWAKA TO THE LOCAL ROAD & BRIDGE
MATCHING GRANT FUND OF THE CITY OF MISHAWAKA
FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2017
AND AN ORDINANCE DECLARING AN EMERGENCY
AND DETERMINING THE EXPENDITURE OF ADDITIONAL
FUNDS FOR THE YEAR ENDING DECEMBER 31, 2017**
(Transfer Funds from LOIT $1535,000)
(Assigned to the Budget and Finance Committee)

Clerk Block read **PROPOSED ORDINANCE NO 2017-15** by title.

PROPOSED ORDINANCE NO. 2017-15

**AN ORDINANCE DECLARING AN EMERGENCY AND
DETERMINING THE EXPENDITURE OF ADDITIONAL
FUNDS FOR THE YEAR ENDING DECEMBER 31, 2017**
(Additional Funds – CEDIT - $55,000)
(Assigned to the Budget and Finance Committee)

The following Ordinance was on second reading and opened for public hearing.

PROPOSED ORDINANCE NO. 2017-12

**AN ORDINANCE AMENDING CHAPTER 18
OF THE MUNICIPAL CODE OF THE CITY OF MISHAWAKA, INDIANA**
(Amending the Tattoo Ordinance)

Mr. Tanner reported the Board of Public Health and Safety recommended this proposed ordinance should be adopted and moved for acceptance of same upon a second by Mr. Banicki motion carried.

John Roggeman, City Attorney spoke to amend local Tattoo Ordinance at Councils request. He explained when the original passed it was fashioned after other ordinances. Mr. Roggeman requested the deletion of the following

18-522 (e) (1): Has been convicted of a felony.

18-522 (e) (1): Has been known to be a drug user of alcohol abuser; or

Mr. Banicki asked would checks and balances set up for the application process through the Board of Public Health and Safety continue. Mr. Roggeman said yes and if a problem arises a license could be revoked.

Michelle Hilbert the owner of a property on Lincolnway East said she would soon be operating a Piercing and Tattoo Parlor at her location, removing the wording would allow people to be able to help someone gain employment as long as they did not reoffend. She continued to say when a person is released from prison it would help them enter back into society.

Mr. Banicki thanked Mrs. Hilbert for bringing this forward to the Council.

Mr. Emmons expressed he was not in favor of the deletion of the two lines.

Questioned was called for at 7:16 P.M. for **PROPOSED ORDINANCE NO. 2017-12**
Vote: Motion passed (**summary:** Yes = 7, No = 1, Abstain = 0). **Yes:** Mrs. Voelker, Mr. Compton, Mr. Tanner, Mr. Banicki, Mr. Bellovich, Mr. Canarecci, Mr. Deal.
No: Mr. Emmons. Thus it becomes **ORDINANCE NO. 5571**

PRIVILEGE OF THE FLOOR

Carolyn Henry, Charlotte Satterfield, and David Klein residence on Virginia Street and neighbors to 4ever Nutrition spoke regarding their concerns with this business. The neighbors complained about the loud noise from 4ever Nutrition when they performed cardio drumming in the driveway, parking in the yard, in front of hydrants and causing other traffic disruption. They mentioned 4ever Nutrition was planning to add an addition of 40x60. Neighbors were concerned where the customers would park with the addition. Another concern was that patrons of the business bring their small children and allow them to run outside and dart between cars, which was extremely dangerous. They also expressed the business was not considerate to the residents in the area and afraid it would get worse during the summer.

Mrs. Voelker asked were there other neighbors disturbed. Carolyn replied yes, there was a lady that lived down the street who complained about the loud noise.

Mr. Canarecci asked had the neighbors called the police. Carolyn said numerous times when their customers park in front of the driveway, on the sidewalks and in front of hydrants. She continued to say they were concerned in an emergency fire trucks would not make it down the street.

Mr. Deal said calling the police was the right thing to do and the neighbors should continue to call every time a disturbance happens so it was documented.

Mr. Compton asked was Code Enforcement ever called. Mrs. Satterfield said yes, they told her to call the police.

Mr. Banicki asked Mr. Prince, City Planner was anything being done. Mr. Prince explained Christa Hill; Associate Planner was working with the owner and renter. He said he was aware of the addition and it was being closely looked at.

Mr. Deal expressed one thing that makes a situation like this difficult was that no one has the power to make someone a good neighbor. Mr. Deal stated he had spoken with Mrs. Henry and had looked into the situation and knows it was being worked on. He said the additional plans were noted and questions and answers would be demanded. Mr. Deal explained the problem may not be resolved quickly and to continue to call police.

Mr. Prince spoke in regards to the parking in the grass. He said Christa was working with the Petitioner and with Lang Feney. Mr. Prince mentioned Christa had given the petitioner a timeline. He also stated the required parking would not prevent customers parking everywhere else.

Mr. Deal asked with the addition will customers be allowed to leave the parking the way that it was and in its condition. Mr. Prince replied no.

Mark Fleming, Police officer said he would go to the business and see if they would co-operate.

Mrs. Voelker suggested Officer Fleming to speak to the business about the children not being cared for.

NEW BUSINESS

Economic Development Commission

Mr. Compton made a motion to appoint Kris Ermeti as a member to the Economic Development Commission, with a second by Mr. Banicki motion carried.

Mr. Emmons announced there would be no neighborhood meeting in April, would continue in May at Berkley Circle

Mr. Tanner announced the Oaks Neighborhood meeting would be April 12th at 6P.M. at Albright United Methodist Church. He said Park Superintendent Phil Blasko would be the speaker.

Mr. Deal announced Third District neighborhood Meeting would be on April 19th at 7P.M. at the New Dispatch Center.

ADJOURNMENT 7:46 P.M.

Deborah S. Block ________________ /s/ Ross Deal ____________________ s/
Deborah S. Block, IAMC, MMC, City Clerk Ross Deal, President

MISHAWAKA
HISTORIC
PRESERVATION
COMMISSION

April 5, 2017

Honorable Members of the Common Council
City of Mishawaka, Indiana

RE: Historic Preservation Commission Recommendation
April 4, 2017 Public Hearing
Certification of Proposed Ordinance

Honorable Members:

A regular meeting of the Historic Preservation Commission was held on the above referenced date at which time the following Ordinance was considered:

HPC # 17-01 A Conservation District for Normain Heights. A Conservation District requires a certificate of appropriateness for: 1) the demolition of a building; 2) the moving of a building; and 3) the construction of a new building. The District is legally described as: Lots 4-316 Normain Heights, Lot 1 Normain Heights 1st Minor, and Lot 1 Main McKinley Corrective Plan, City of Mishawaka, Penn Township, St. Joseph County, State of Indiana.

The Commission recommended approval.

Pursuant to I.C. 36-7-11 the Historic Preservation Commission hereby certifies to the Mishawaka Common Council the attached proposed Ordinance regarding the above matter.

Sincerely,
Christa Hill
Christa Hill
Secretary, Historic Preservation Commission

enc

CITY OF MISHAWAKA

DAVID A. WOOD, MAYOR

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

Date: April 13, 2017

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 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 2016 budget Year to the 2017 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- 03/21/17		
ID	YEAR	CO			
				DEPARTMENT	MAYOR
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$5.09	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$5.09	
				DEPARTMENT	CONTROLLER
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$771.48	
		300000	OTHER SERVICES AND CHARGES	$5,653.96	
		400000	CAPITAL OUTLAY	$370,740.90	
		9999	TOTAL	$377,166.34	
				DEPARTMENT	CLERK
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$36.00	
		300000	OTHER SERVICES AND CHARGES	$434.00	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$470.00	
				DEPARTMENT	HUMAN RESOURCES
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$0.00	
				DEPARTMENT	INFORMATION TECHNOLOGY
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$49.00	
		300000	OTHER SERVICES AND CHARGES	$120.04	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$169.04	
				DEPARTMENT	CITY COUNCIL
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$0.00	

ENCUMBRANCES PAGE-2

The following appropriations which have been encumbered (carried forward by contract or purchase order) by this unit from the 2016 budget Year to the 2017 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- 03/21/17
ID	YEAR	CO	

				DEPARTMENT	ENGINEERING
FUND: GENERAL					
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$120.04	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$120.04	
				DEPARTMENT	FIRE
FUND: GENERAL					
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$37,012.37	
		300000	OTHER SERVICES AND CHARGES	$20,551.55	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$57,563.92	
				DEPARTMENT	POLICE
FUND: GENERAL					
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$3,133.84	
		300000	OTHER SERVICES AND CHARGES	$7,915.99	
		400000	CAPITAL OUTLAY	$0.00	
		9999	TOTAL	$11,049.83	
				DEPARTMENT	BUILDING
FUND: GENERAL					
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$799.42	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$799.42	
				DEPARTMENT	CENTRAL SERVICES
FUND: GENERAL					
		100000	PERSONAL SERVICES	$6,092.89	
		200000	SUPPLIES	$51,168.39	
		300000	OTHER SERVICES AND CHARGES	$2,211.43	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$59,472.71	
				DEPARTMENT	PLANNING
FUND: GENERAL					
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$61.36	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$61.36	

ENCUMBRANCES			PAGE-3		
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2016 budget Year to the 2017 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- 03/21/17		
ID	YEAR	CO			
				DEPARTMENT	**LAW**
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$3,779.00	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$3,779.00	
				DEPARTMENT	**CODE**
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$0.00	
				DEPARTMENT	**REDEVELOPMENT**
	FUND: GENERAL				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$9.60	
		300000	OTHER SERVICES AND CHARGES	$100,000.00	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$100,009.60	
	FUND: GENERAL				
		100000	PERSONAL SERVICES	$6,092.89	
		200000	SUPPLIES	$93,046.55	
		300000	OTHER SERVICES AND CHARGES	$140,786.01	
		400000	CAPITAL OUTLAY	$370,740.90	
		9999	TOTAL	$610,666.35	

ENCUMBRANCES PAGE-4

The following appropriations which have been encumbered (carried forward by contract or purchase order) by this unit from the 2016 budget Year to the 2017 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- 03/21/17	
ID	YEAR	CO		
	FUND: MOTOR VEHICLE HIGHWAY			
		100000	PERSONAL SERVICES	$24,645.96
		200000	SUPPLIES	$41,098.33
		300000	OTHER SERVICES AND CHARGES	$53,519.88
		400000	CAPITAL OUTLAY	
		9999	TOTAL	$119,264.17
	FUND: LOCAL ROAD AND STREET			
		100000	PERSONAL SERVICES	
		200000	SUPPLIES	
		300000	OTHER SERVICES AND CHARGES	
		400000	CAPITAL OUTLAY	
		9999	TOTAL	$0.00
	FUND: PARK AND RECREATION			
		100000	PERSONAL SERVICES	$459.43
		200000	SUPPLIES	$15,348.67
		300000	OTHER SERVICES AND CHARGES	$31,237.83
		400000	CAPITAL OUTLAY	
		9999	TOTAL	$47,045.93
	FUND: LAW ENFORCEMENT CONTINUING EDUCATION			
		100000	PERSONAL SERVICES	
		200000	SUPPLIES	
		300000	OTHER SERVICES AND CHARGES	$111.75
		400000	CAPITAL OUTLAY	$3,115.60
		9999	TOTAL	$3,227.35
	FUND: PUBLIC SAFETY LOIT			
		100000	PERSONAL SERVICES	
		200000	SUPPLIES	
		300000	OTHER SERVICES AND CHARGES	$23,533.80
		400000	CAPITAL OUTLAY	$34,276.23
		9999	TOTAL	$57,810.03
	FUND: LOCAL MAJOR MOVES			
		100000	PERSONAL SERVICES	
		200000	SUPPLIES	
		300000	OTHER SERVICES AND CHARGES	
		400000	CAPITAL OUTLAY	$574,537.87
		9999	TOTAL	$574,537.87

ENCUMBRANCES **PAGE-5**

The following appropriations which have been encumbered (carried forward by contract or purchase order) by this unit from the 2016 budget Year to the 2017 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- 03/21/17		
ID	YEAR	CO			
	FUND: PARK NON REVERTING				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY	$23,941.58	
		9999	TOTAL	$23,941.58	
	FUND: STATE GRANTS				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY	$70,146.54	
		9999	TOTAL	$70,146.54	
	FUND: LOIT SPECIAL DISTRIBUTION				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$945,547.21	
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$945,547.21	
	FUND: CUMULATIVE CAPITAL DEVELOPMENT				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$2,400.00	
		400000	CAPITAL OUTLAY	$2,843.28	
		9999	TOTAL	$5,243.28	
	FUND: CEDIT				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$92,432.91	
		300000	OTHER SERVICES AND CHARGES	$336,161.40	
		400000	CAPITAL OUTLAY	$1,804,837.68	
		9999	TOTAL	$2,233,431.99	
	FUND: CUMULATIVE SEWER				
		100000	PERSONAL SERVICES		
		200000	SUPPLIES		
		300000	OTHER SERVICES AND CHARGES	$70,784.68	
		400000	CAPITAL OUTLAY	$118,222.77	
		9999	TOTAL	$189,007.45	

ENCUMBRANCES		PAGE-6			
The following appropriations which have been encumbered (carried forward by contract or purchase order)					
by this unit from the 2016 budget Year to the 2017 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- 03/21/17		
ID	YEAR	CO			
	FUND:	FIRE PENSION			
		100000	PERSONAL SERVICES		
		200000	SUPPLIES	$38.37	
		300000	OTHER SERVICES AND CHARGES		
		400000	CAPITAL OUTLAY		
		9999	TOTAL	$38.37	
	TOTALS:				
		100000	PERSONAL SERVICES	$31,198.28	
		200000	SUPPLIES	$241,964.83	
		300000	OTHER SERVICES AND CHARGES	$1,604,082.56	
		400000	CAPITAL OUTLAY	$3,002,662.45	
		9999	TOTAL	$4,879,908.12	

Rebecca S Miller

3-21-17

1st Reading 4-17-17
2nd Reading
Passed
Failed
Continued To

RECEIVED
DEBORAH S. BLOCK, MMC
APR 12 2017
CITY CLERK
MISHAWAKA, IN

PROPOSED ORDINANCE NO. 2017-16

ORDINANCE NO.

HPC # 17-01

AN ORDINANCE TO ESTABLISH NORMAIN HEIGHTS AS A CONSERVATION DISTRICT WITHIN THE CITY OF MISHAWAKA, INDIANA.

WHEREAS, Chapter 125 of the Municipal Code provides for the establishment of Historic Districts within the City of Mishawaka, and

WHEREAS, a concerned group of owners in the Normain Heights neighborhood wishes to protect the fabric of the neighborhood by establishing Normain Heights as a Conservation District, and

WHEREAS, Normain Heights is designated on the National Register, and is a contributing neighborhood according to the 1995 Survey, indicating the importance of the history to be preserved and protected, and

WHEREAS, the Commission held a public hearing on April 4, 2017 for the purpose of allowing discussion and public comment on the proposed designation of the Normain Heights Conservation District, and

WHEREAS, Normain Heights Conservation District Guidelines are attached as Exhibit A, and Boundary Map as Exhibit B, and

WHEREAS, the Commission voted to send the Guidelines and map to the Common Council with a favorable recommendation for the creation of Normain Heights Conservation District.

NOW, THEREFORE BE IT ORDAINED BY THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, COUNTY OF ST. JOSEPH, STATE OF INDIANA, THAT:

SECTION 1: The map setting forth the proposed conservation district for the site is hereby approved by the Common Council and the Normain Heights Conservation District is hereby designated.

The Normain Heights Conservation District shall consist of the following addresses:

Ardennes:	104, 108, 113, 114, 117, 118, 121, 122, 125, 126, 131, 132, 135, 136, 139, 140, 202, 203, 207, 208, 211, 212, 215, 216, 221, 222, 225, 226, 229, 230, 236, 240, 244, 304, 308, 312, 316.
Bastogne:	111, 114, 117, 120, 121, 124, 127, 130, 131, 138, 141, 142, 203, 204, 207, 208, 211, 212, 216, 217, 221, 222, 226, 227, 230, 231.
Guam:	109, 114, 115, 118, 119, 123, 124, 128, 129, 132, 135, 138, 139, 203, 204, 207, 208, 211, 212, 217, 218, 223, 224, 228, 229, 232, 237, 243.
East Leyte:	111, 114, 117, 120, 121, 124, 125, 128, 131, 134, 135, 138, 139, 142, 203, 204, 207, 208, 212, 213, 217, 218, 221, 222, 226, 227, 230, 231.

North Main: 2333, 2339, 2343, 2344, 2347, 2348, 2353, 2356, 2357, 2361, 2403, 2406, 2407, 2410, 2411, 2416, 2417, 2421, 2422, 2425, 2503, 2506, 2507, 2510, 2513, 2519, 2522, 2603, 2604, 2609, 2610, 2614, 2617, 2620, 2623, 2703, 2704, 2709, 2710, 2716, 2717, 2722, 2729, 2732, 2733, 2739, 2740, 2743, 2747, 2803, 2806, 2807, 2810, 2811, 2816, 2817, 2821, 2822, 2825, 2903, 2907, 2911.

Normandy: 2303, 2304, 2309, 2310, 2313, 2314, 2319, 2320, 2323, 2324, 2327, 2328, 2333, 2334, 2337, 2338, 2343, 2344, 2347, 2348, 2353, 2354, 2358, 2359, 2364, 2404, 2408, 2409, 2414, 2415, 2419, 2424, 2425, 2428, 2431, 2434, 2503, 2504, 2509, 2510, 2514, 2515, 2519, 2520, 2524, 2603, 2604, 2608, 2609, 2612, 2615, 2616, 2619, 2622, 2626, 2704, 2705, 2708, 2711, 2714, 2721, 2722, 2725, 2728, 2732, 2803, 2804, 2809, 2812, 2817, 2818, 2821, 2824.

Palau: 111, 112, 117, 118, 121, 122, 125, 126, 129, 130, 135, 136, 139, 140, 202, 203, 207, 208, 211, 212, 216, 217, 221, 222, 225, 226, 230, 231.

Saint Lo: 111, 114, 117, 120, 121, 129, 130, 134, 135, 138, 139, 203, 204, 207, 208, 212, 2132, 216, 217, 222, 223, 226, 227, 230, 231, 234.

The individual properties making up the District are legally described as follows:
Lots 4 -316 Normain Heights, Lot 1 Normain Heights 1st Minor, and Lot 1 Main McKinley Corrective Plat.

SECTION 2: In accordance with IC 36-7-11-19, no earlier than 180 days before the three year anniversary date of the adoption of the Ordinance, but no later than 60 days before the three year anniversary date of the adoption of this Ordinance, property owners in the Normain Heights Conservation District shall be given the opportunity to object, in writing, to the elevation of the district to a full Historic District. Each lot will get one vote.

NOW, THEREFORE BE IT ORDAINED BY THE COMMON COUNCIL OF THE CITY OF MISHAWAKA, COUNTY OF ST. JOSEPH, STATE OF INDIANA, THAT the above reference property be designated as Normain Heights Conservation District.
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______________, 2017, at ________ o'clock p.m.

____
Presiding Officer

ATTEST:

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

PRESENTED by me to the Mayor this _____ day of _________, 2017, at _______o'clock, ___.m.

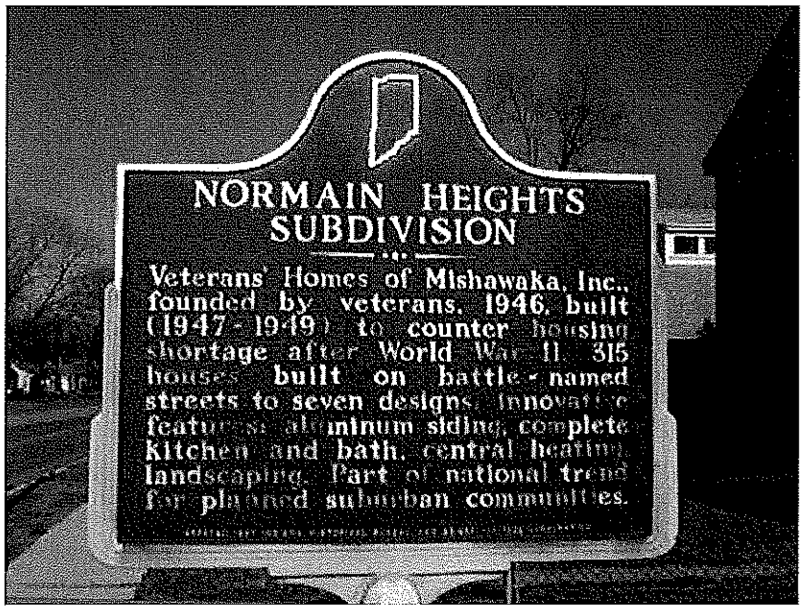
____
Deborah S. Block, IAMC, MMC, City Clerk

APPROVED by me this ____ day of _____________, 2017, at ____ o'clock ___.m.

____
David A. Wood, Mayor

Normain Heights

Conservation District Guidelines



MISHAWAKA HISTORIC PRESERVATION COMMISSION

Mishawaka Historic Preservation Commission
City of Mishawaka, Planning Department
600 East Third Street
Mishawaka IN 46544
Phone: (574) 258-1625

TABLE OF CONTENTS

INTRODUCTION

A Conservation District is not the same as a Historic District but, will protect our homes from being moved or demolished. In a Conservation District, only new construction (should the need arise), demolition and moving of buildings shall be reviewed by the Mishawaka Historic Preservation Commission. The Commission does not regulate modifications or additions to existing home structures, although voluntary suggestions are available within this ordinance.

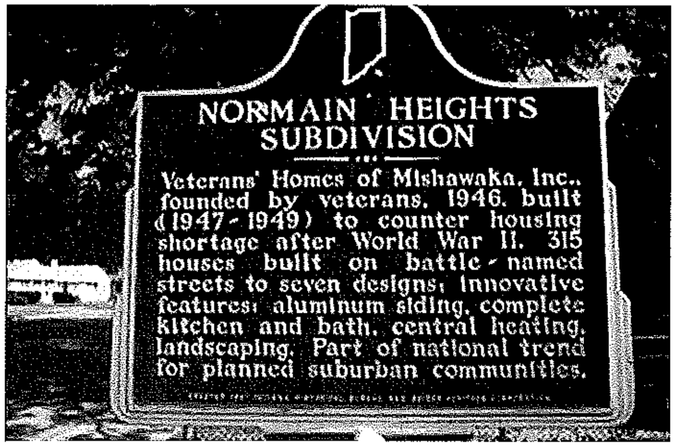
The goal is to harmonize new buildings and renovation with the historic fabric that remains. The guidelines are not meant to restrict creativity, but to set up a framework within which sympathetic design will occur. Within such a framework, there can be many different design solutions which may be appropriate. The intent of these design guidelines is to maintain the integrity of our mid-century neighborhood, as originally constructed; to protect property values for home owners; and to keep single family homes where they have been built traditionally; to regulate the building of new homes, assist with renovation and moving of existing homes. The following guidelines regulate new construction, should such a circumstance arise. They do not regulate modifications or additions to existing home structures, although we do suggest voluntary use of them as guiding principles.

The Normain Heights Neighborhood is zoned R-1 Single Family Residential which permits only single family style homes. Ideally, a new building in the Norman Heights Conservation District (NHCD) should fit seamlessly into the fabric of the neighborhood. The continuity of the streetscape, as seen from the road, should be consistent with the contributing buildings already on the street, maintaining existing scale, density, and atmosphere. The objective of the NHCD is to ensure the quality and compatibility of infill (new construction) by explaining the details that add value and reference in this historical neighborhood.

The Normain Heights Neighborhood Association has been active for many years, seeking to promote a safe and harmonious living environment for its residents, to protect this special place from incompatible development, and to preserve our valuable mid-century homes from destruction. The NHCD was implemented to help preserve our unique residential housing and to provide stability in a neighborhood where non-owner occupied homes are increasing. The distinctive makeup of our neighborhood should ensure that people are likely to purchase homes here and to work together for the enhancement of the neighborhood over time. With support from the Mishawaka Historic Preservation Commission (MHPC), we have established these design guidelines for any future changes in our NHCD, to preserve the historic character of this neighborhood. In Normain Heights, we value our history and the diverse families who live here and have pride in our neighborhood, all of which encourage us in this endeavor.

Building a History Together: Normain Heights

[Adapted from the National Register of Historic Places Nomination]



The subdivision acquired its name from a combination of its "northern" location along "main" street. The addition of "heights" was a common naming practice across the country for new housing developments.

The Normain Heights subdivision was born of a partnership between veterans, community organizations, government, and businesses. A housing shortage spread across the United States following World War II due to the decreased construction before and during the war and on the return of millions of veterans looking to start a family. As veterans flocked to the job-rich industries in Mishawaka and nearby South Bend, Mishawaka city government responded by appointing J.A. Riggs as Housing Coordinator in January of 1946 and the Chamber of Commerce formed a housing committee. It would be the veterans themselves, however, that would find an unprecedented solution to their housing needs.

The Plan

The American Legion Post 161 and the Veterans of Foreign Wars Post 360 both setup committees to overcome the housing challenge. These veterans' organizations also enlisted the help of the United Rubber Workers of America Local 65, which was the labor union at the largest employer in the area, the United States Rubber Company. Together, they formed a non- profit organization called Mishawaka Vets' Homes, Inc., which aimed at finding a collective use for the federally-backed home loans that veterans were guaranteed through the GI Bill.

According to the Veterans Administration, between 1944 and 1952, the federal government backed over two million home loans for World War Two Veterans. Normally at the time, veterans would seek loans individually and housing subdivision projects were privately developed. Instead, Mishawaka Vets' Homes decided to develop a subdivision by veterans for veterans.

Preliminary plans from development engineer Robert L. Pine sketched a new housing subdivision that would include local businesses, churches, a park, and a school. The design included 315 houses for low to middle-income families that sat along six curved avenues, all named after World War II battles: Ardennes, Palau, Saint Lo, Bastogne, Leyte, and Guam. These avenues sat between Main Street, which was extended from the South, and the new Normandy Drive to the east. All of the pieces began to fall in place. Private investment companies funded the project loan totaling $2,499,000, setting in motion the plans to purchase an eighty-acre farm plot from the Felton family and start construction. Within a month of gaining non-profit status in August 1946, nearly one hundred veterans placed the required $300 down payment on a home.

Every effort was made to cut costs and lessen the burden of buying a new home for each veteran. Organizers even invited community members to enter the property and harvest firewood for their own needs in hopes of clearing the land for free. The streets, curbs, sidewalks, sewer, and water lines were all in place and factored into the price of each home by the groundbreaking for the first house in November 1947. Within a year, over seventy houses were completed; landscaping and all. September 1949 marked the completion of all 315 houses, with nearly three quarters of them occupied. But what did the houses look like?

The Houses

The leadership of Mishawaka Vets' Homes wanted to provide the new homeowners in Normain Heights with a home that they could take pride in and would last. They made certain that these homes would not be prefabricated and would offer veterans the opportunity to customize their new homes. To do so, Architect Karl Schwartz created seven different designs that helped avoid the "cookie-cutter" look of most other post-war housing developments. The designs included four one-story variations, a one-and-a-half story, a split level, and a two-story house (See Design Guidelines for more details). Some were built to a mirror-image of the design or aligned differently on the lot to distinguish them from others. Among the designs, the one- story house with three bedrooms and a basement was the most popular.

Local labor and donated materials like aluminum siding from the Reynolds Company, allowed the veterans to build their fully-equipped homes on site while saving money and stimulating the local economy. The aluminum siding undoubtedly contributed to a modern, uniform appearance across the entire subdivision and became a dominant aesthetic in the neighborhood. Other detailing included double-hung wood windows and a signature picture window that provided light to the living rooms on several of the style options. Veterans and their families found their houses on move-in day fully-equipped with a kitchen and their choice of a gas, coal, or oil furnace.

Four Square, One and Half Story, 2 Bedroom

The Legacy

Normain Heights remains as a proud and patriotic working class neighborhood in Mishawaka. Homeowners have modified and adapted their houses as their needs changed over the years, but most of the houses remain and stand as a testament to the times. While the very construction of Normain Heights and its battle-named streets honor World War Two, the subdivision also retains its war memorial. The original engraved stone monument was dedicated in October of 1948 in memory of Pfc. John F. Nagy, who according to the *South Bend Tribune*, represented "all those in the armed

. forces who made the supreme sacrifice." After repeated collisions with automobiles at the intersection of Normandy and Guam Avenues, the first memorial was replaced with a new memorial consisting of four artillery shells in 1991.

World War Two Memorial at the Intersection of Normandy and Guam Avenues

Most importantly, the families who first moved there between 1948 and 1949 still have a presence in the neighborhood. By the time of the nomination to the National Register of Historic Places in 2002, 9% of residents were still the original veterans or their widows, and over twenty of their children returned to raise their own families.

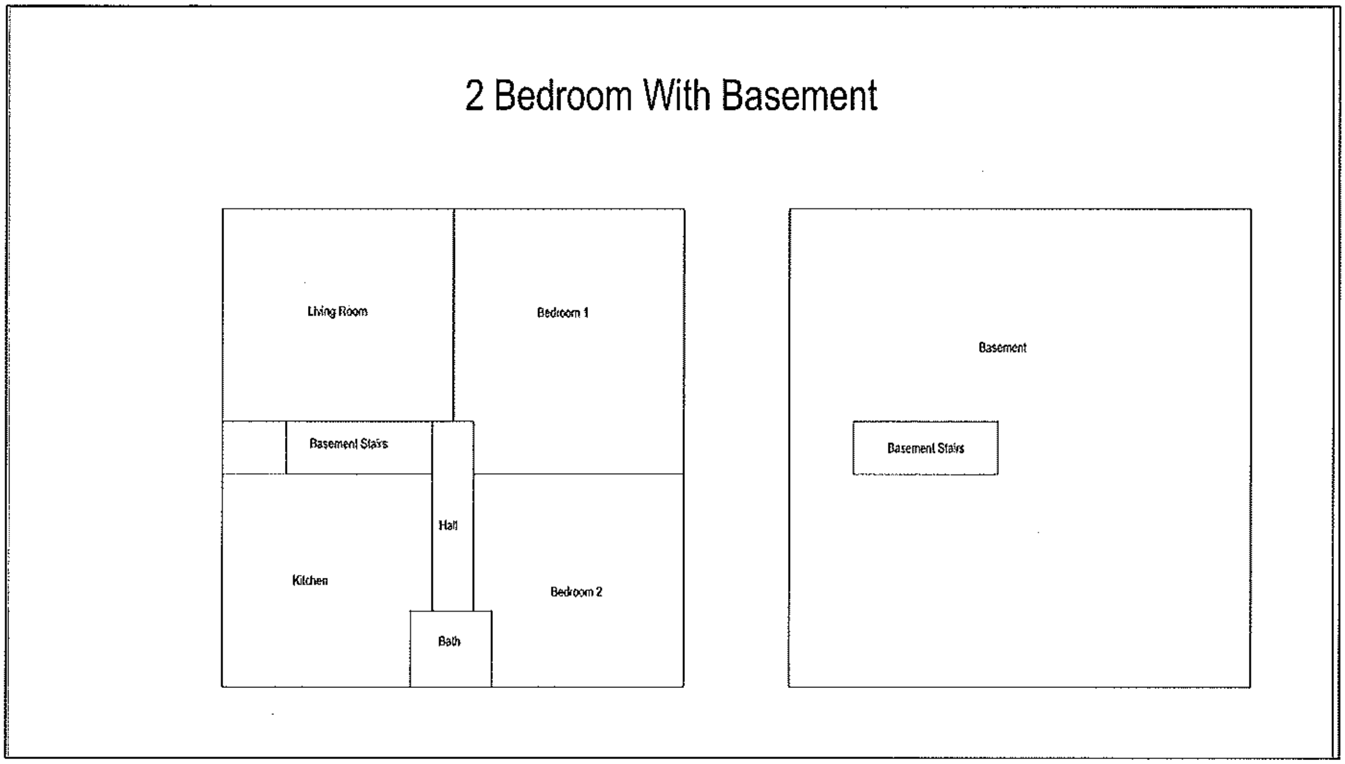
For the complete history of Normain Heights, please see the National Register of Historic Places nomination form provided by the Indiana Department of Historic Preservation and Archaeology.

SUBDIVISION STYLE AND DESIGN

Traditional Post War Tract House Forms

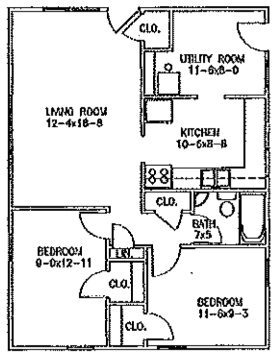
The area included in the Normain Heights Conservation District displays housing forms and styles that were primarily constructed in the mid to late 1940's. These forms reflect the Tract Home style of development. Tract housing is a type of residential development in which many identical or nearly identical homes are built adjacent to one another. These "Cape Cod" style dwellings had a simple rectangular plan with a single gabled roof and a centered front door under a low eave. The high demand for housing for returning veterans prompted housing communities such as Normain Heights to spring up all across the country.

The contributing homes as built during the Veterans Affairs program dates and located in the Normain Heights neighborhood are single family dwellings comprised of seven style variations with a basement or slab foundation design, which have not been significantly altered since being built, which underscores that these high-quality homes remain durable examples of their kind. There are a number of unique style characteristics of these homes. Many of the single family ranch homes were one story, had a low horizontal form, and had a concrete slab foundation or basement, had a low pitched hip roof constructed with asphalt shingle, wood double-hung or casement windows. Many had large single pane picture windows or window walls. The one and a half story houses were simple with modest details. They had a low or intermediate roof pitch, gable roof design, relatively small windows with a wood frame, and these typically did not have attached garages or carports.



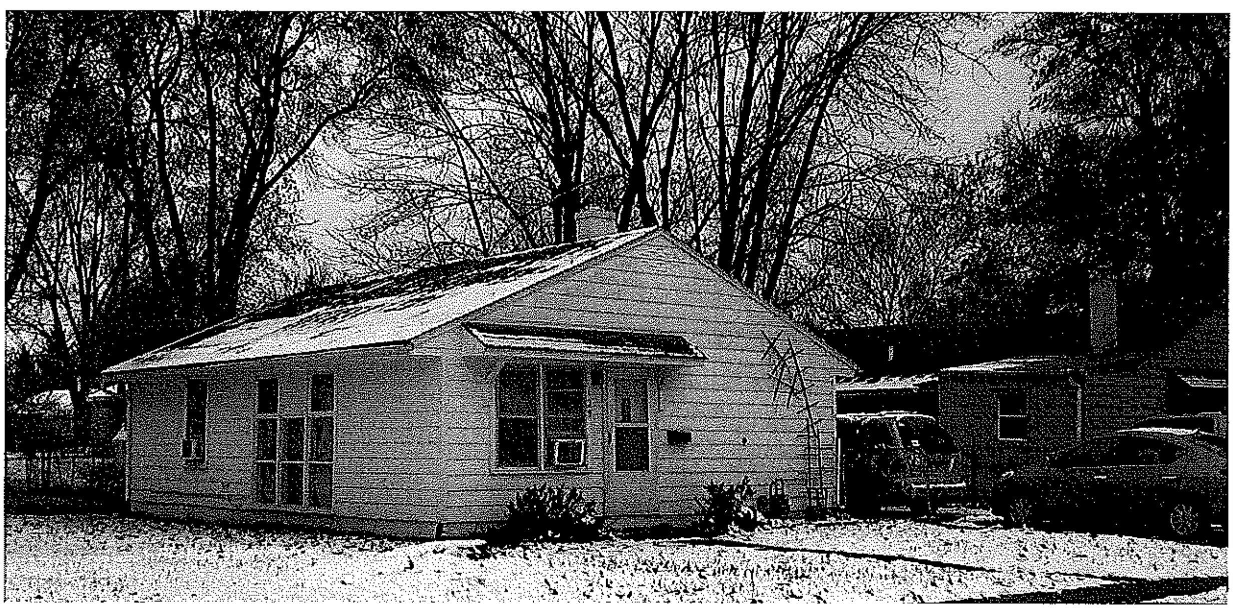
Two-Bedroom with basement: Bastogne
(Photo Credit: Ruth Pavich)

2 BEDROOM WITH SLAB

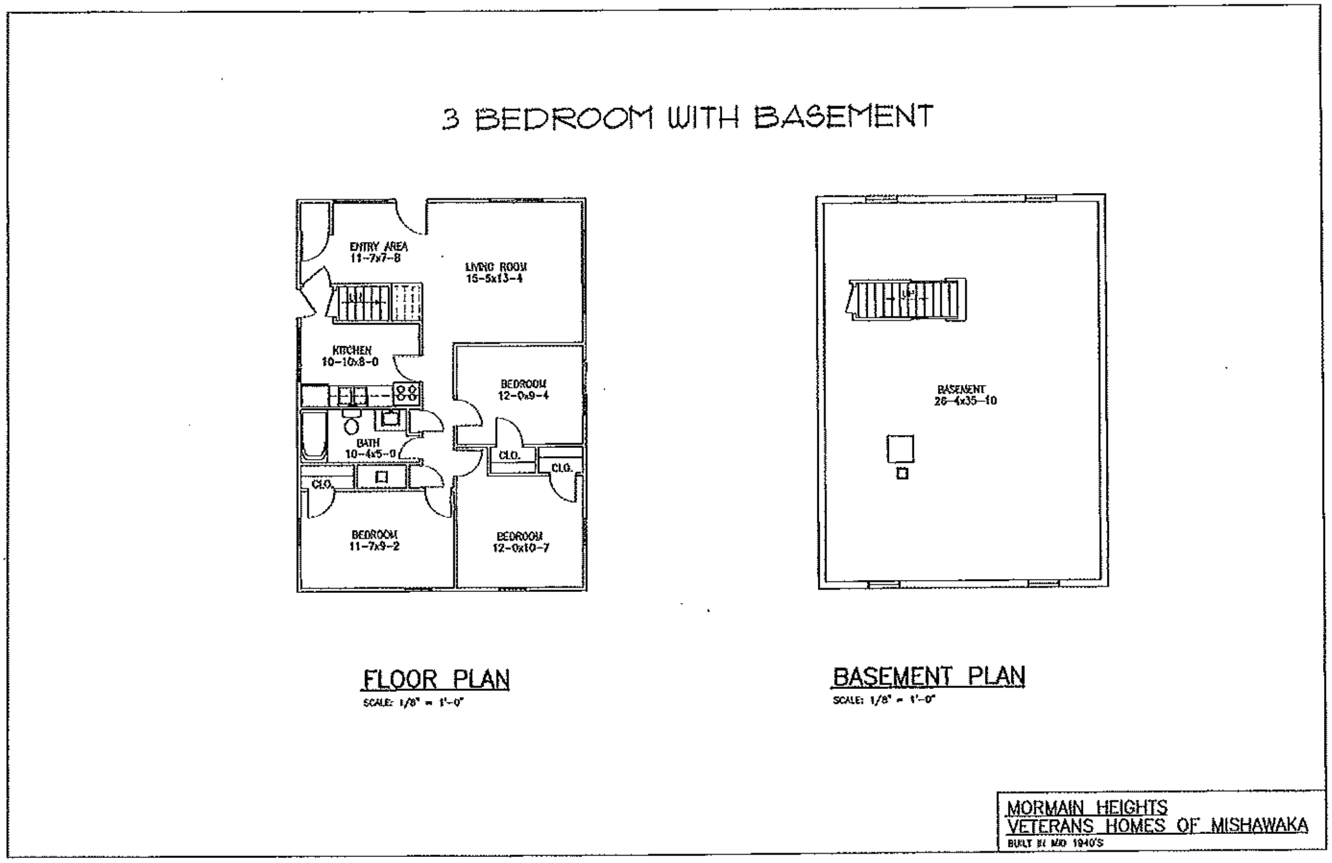


FLOOR PLAN
SCALE: 1/8" = 1'-0"

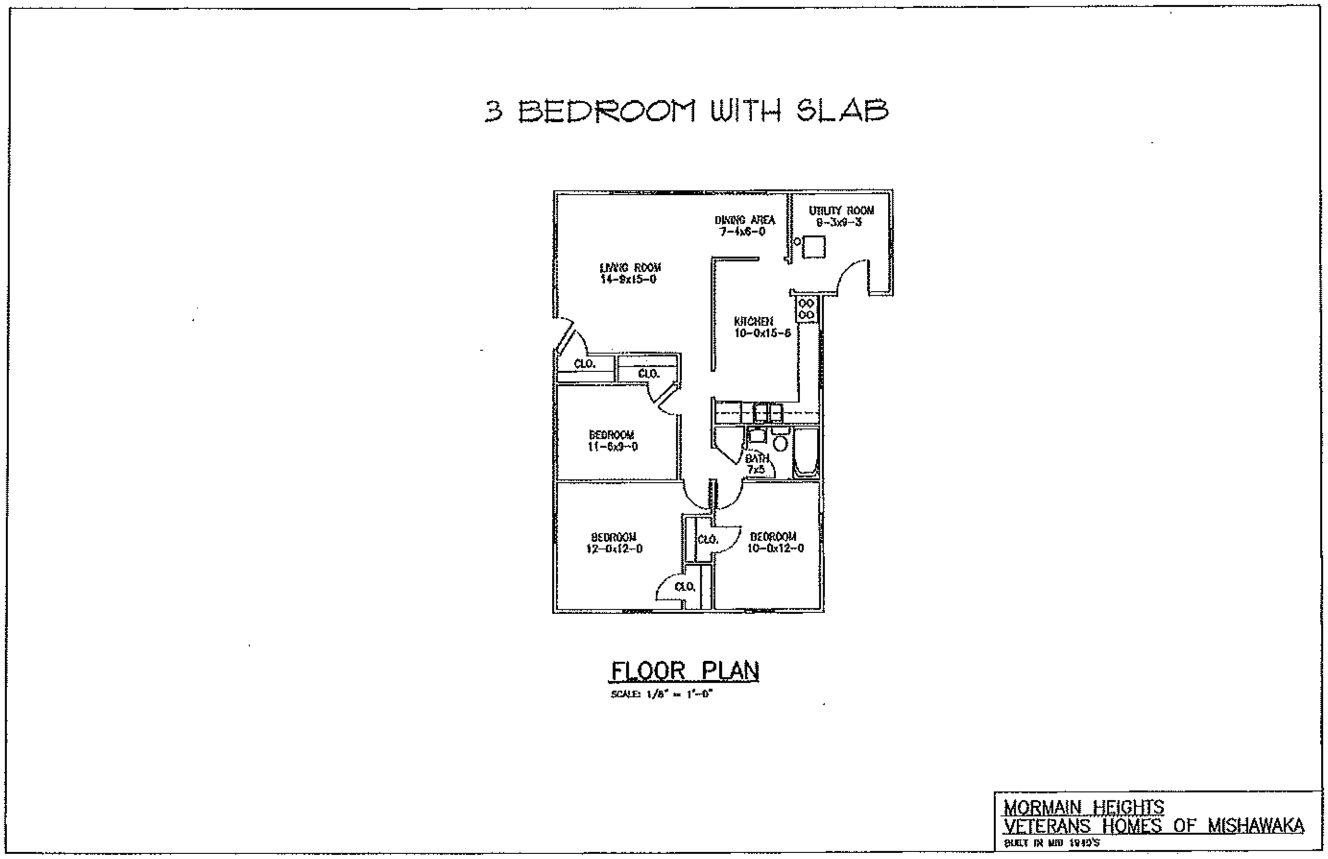
MORMAIN HEIGHTS
VETERANS HOMES OF MISHAWAKA
BUILT IN MID 1940'S

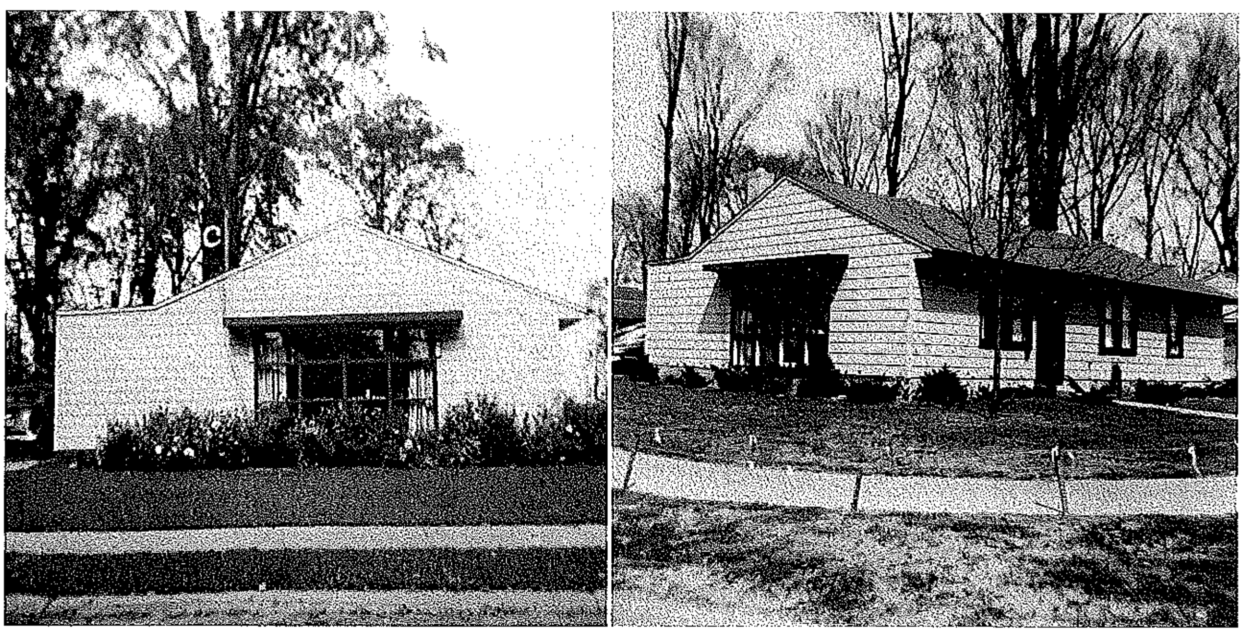


Two-Bedroom slab: Palau
Photo Credit: Mary Beth Torma

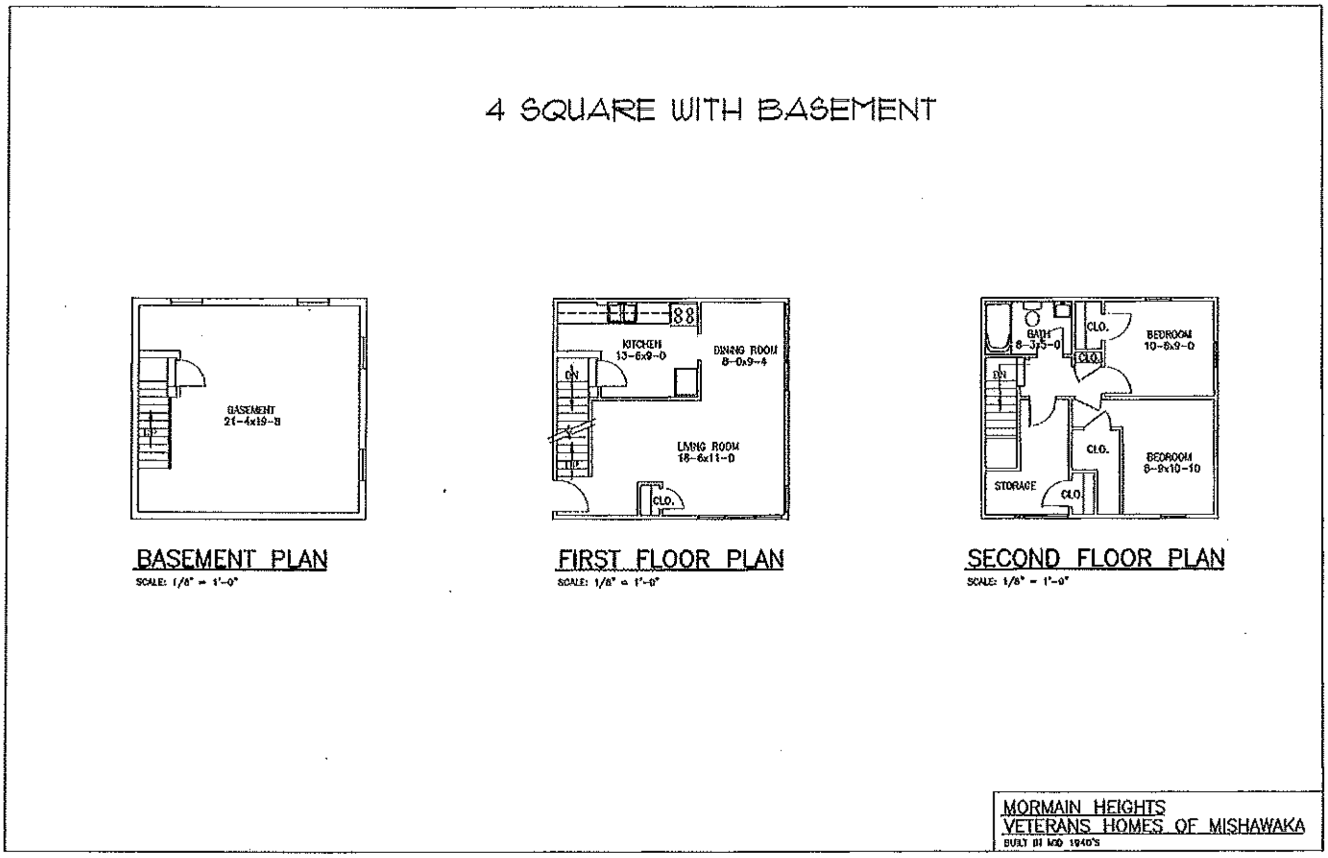


Three-Bedroom with basement: St. Lo
Photo Credit: Mary Beth Torma

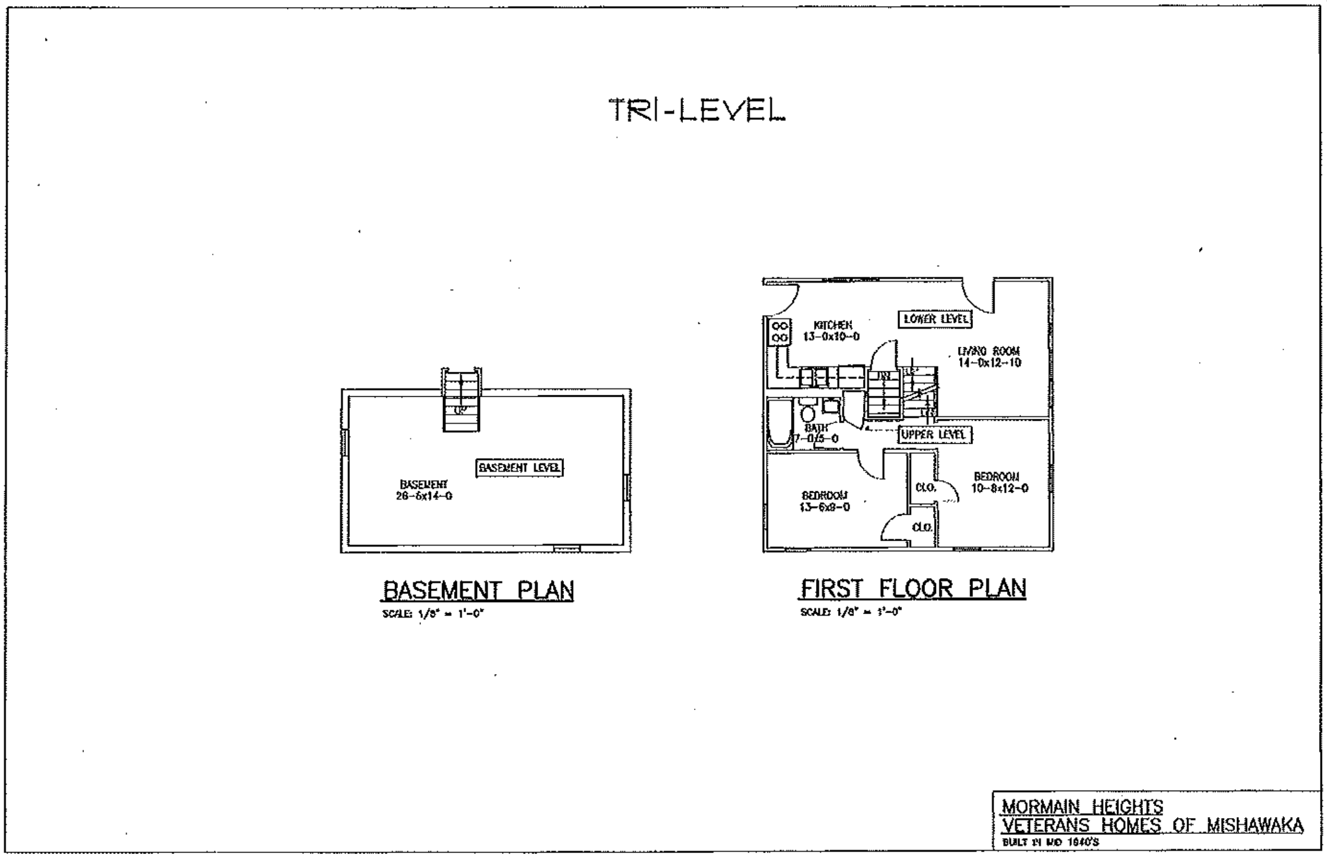




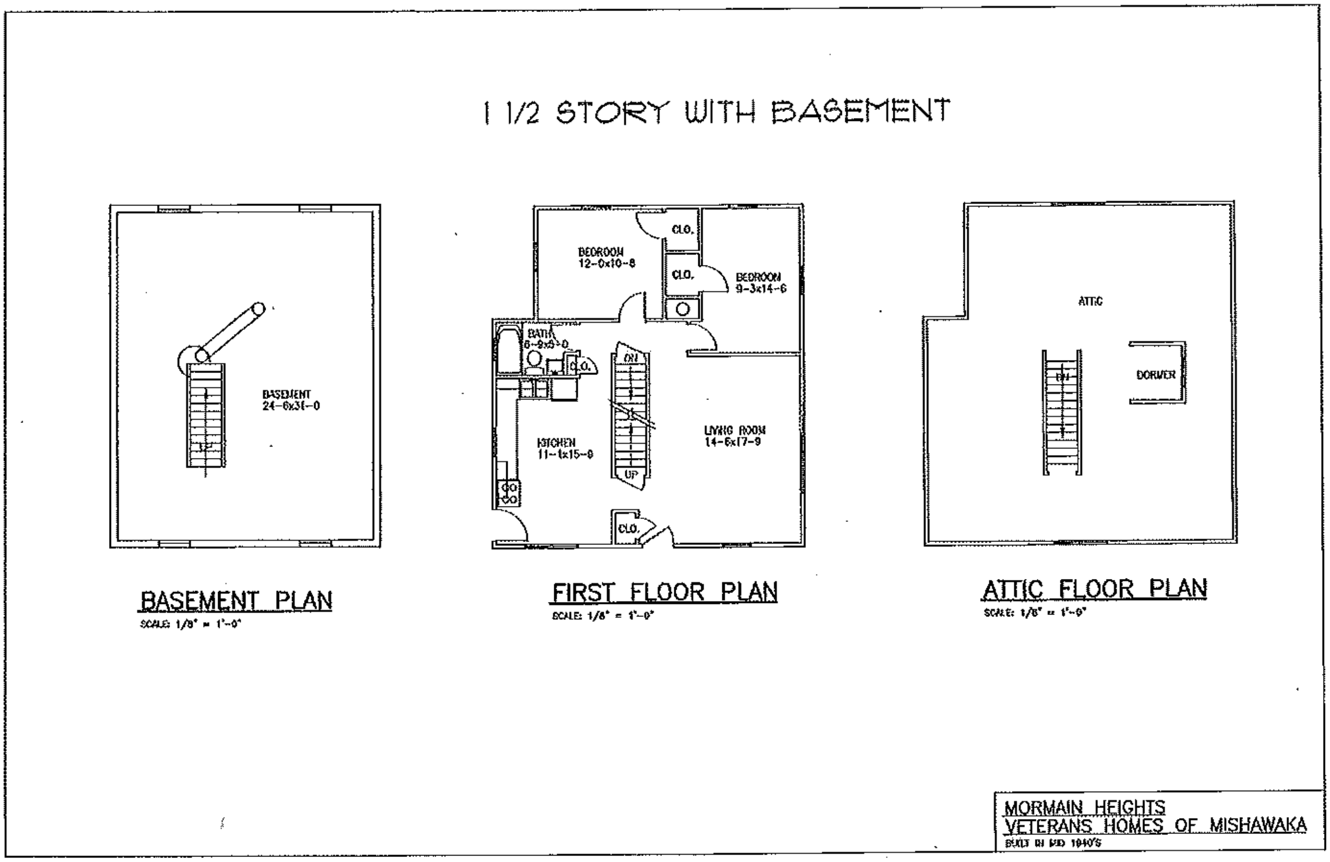
Three-Bedroom slab: Normandy
Photo Credit: Mary Beth Torma

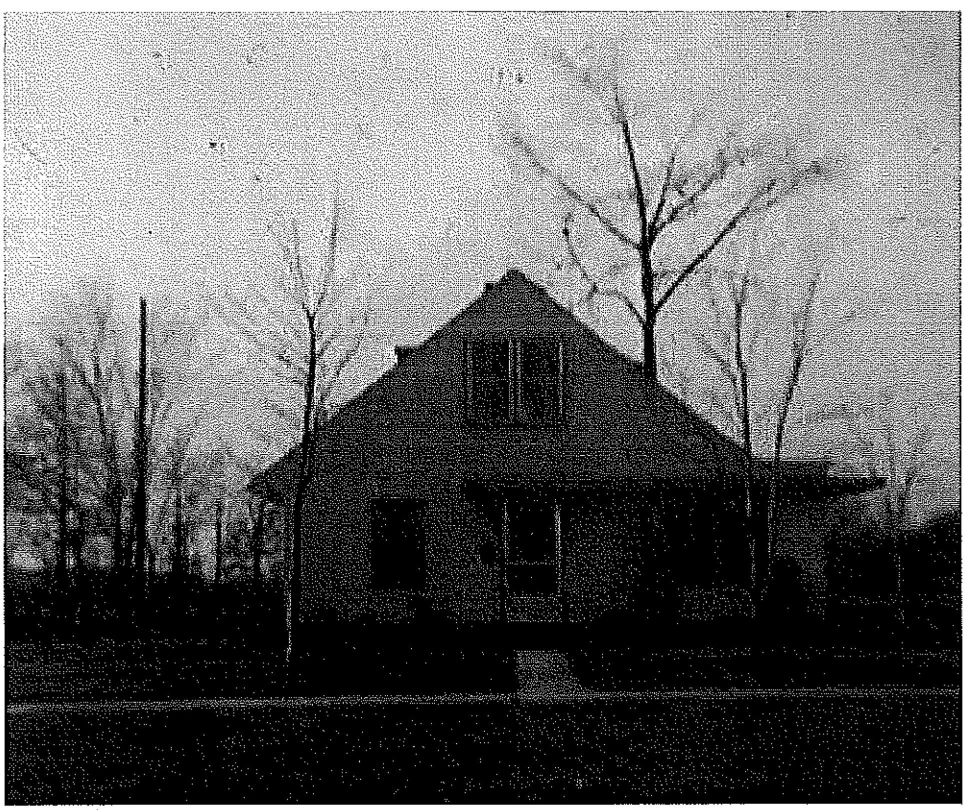


Four Square: Guam
Photo Credit: Mary Beth Torma



Tri-Level: Ardennes
Photo Credit: Mary Beth Torma





Story and a Half: Leyte

Photo Credit: Rachel Fredenburg

TERMINOLOGY AND DEFINITIONS

Historic District: A full Historic District regulates all exterior changes to a property, site or setting.

Conservation District: A Conservation District is a less regulated version of a historic district. In a Conservation District only new construction of a principal new building, demolition and moving buildings are reviewed by the Mishawaka Historic Preservation Commission.

NHCD: Normain Heights Conservation District

MHPC: Mishawaka Historic Preservation Commission

ARCHITECTURAL INTENT

PRIMARY BUILDINGS

Definition: A primary building is the single family dwelling occupying a single lot.

GUIDELINES

The following guidelines relate to the construction of any new primary building. Designs based on the floor plans and complementing articulation within this document are considered appropriate. Contributing buildings in the NHCD should be studied for their characteristic design elements, either directly or in the Norman Heights Neighborhood Inventory. Significant features define compatibility, such as rooflines, entryways, how a house is set on its foundation, chimneys, gables, overhanging eaves, and porches. When analyzing the design of contributing buildings, consider original materials and designs, rather than later modifications to the buildings.

MASS

Definition: The three dimensional outline of a building.

Depending on floor plan and building height, buildings in the NHCD may reflect one of the seven types of mid-century house form found within the neighborhood.

Recommended

The total mass and site coverage of a new building should be consistent with adjacent contributing buildings. The massing of the various parts of a new building should be characteristic of adjacent contributing buildings.

Consider the mass of all building parts (i.e., house, garage, integrated porch, and breezeway).

FOUNDATION/ FIRST FLOOR ELEVATION

Definition: The supporting base upon which a building sits and the finished elevation of the first floor living space.

Recommended

New construction first floor elevation and foundation height should be consistent with contiguous contributing buildings. New construction first floor elevation and foundation height should fit into the natural (not man-made) gradient of the land.

BUILDING MATERIALS

Definition: The visual, structural, and performance characteristics of the materials visible on a building exterior.

Recommended

Building materials, whether natural or man-made, should be visually compatible with surrounding contributing buildings. When hardboard, vinyl, or concrete board siding is used to simulate wood clap board siding, it should reflect the general directional and dimensional characteristics found historically in the neighborhood.

OPENINGS/FENESTRATION

Definition: The design, arrangement, and proportioning of windows, doors, and openings.

Recommended

Paying attention to the proportion of openings in a wall visible from the street can help blend new construction into the streetscape.

OTHER ARCHITECTURAL DETAILS

Definition: These items extend the mid-century house mass into the landscape.

PATIOS AND PORCHES

Definition: Flat constructed areas, adjacent to the house, which extend the living space into the exterior environment.

Recommended

Building materials include laid brick, concrete, stone, and wood.

ACCESSORY STRUCTURES

Definition: Any structure secondary to the principal building on the lot.

Recommended

If the new structure is a garage, every effort should be made to ensure a detached layout to an existing house. This is the most compatible solution. New structures accessory to primary buildings should be visually compatible in shape and materials with existing NHCD patterns.

PARKING & STORAGE ACCESS

Definition: Locations of driveways and access to storage of all vehicles, including but not limited to cars, RVs, boats, ATVs, etc.

Recommended

Driveways should be built with direct access to parking or storage structures and pass along the side or rear of the primary building. Oversized parking pads in view of the street are discouraged.

CONTEXT FOR NEW CONSTRUCTION AND REPAIR

CONTEXT FOR NEW CONSTRUCTION

SUBJECT TO REVIEW AND APPROVAL

Standards and guidelines serve as aids in designing new construction which reacts sensitively to the existing context. The most important first step in designing new construction in any conservation district, therefore, is to determine just what the context is. Contributing properties are important to the density and continuity of the NHCD. Every site possesses a unique influence, which comprises the contributing buildings immediately adjacent, the nearby area (often the surrounding block), a unique sub-area within the district, and the district as a whole. Generally, new construction will occur on sites which fall into the following categories. For each one described below, there is an indication of the influence to which new construction must be primarily related.

SITE CATEGORIES

Primary Site. A site upon which there is already an existing historic primary structure. New construction usually involves the construction of an accessory building such as a garage.

Context: New construction must use the existing historic building as the most important, perhaps only, context. It should not overwhelm in scale or proportion and should not exceed the height of the primary building.

Isolated Lot. This is usually a single vacant lot which exists in a highly developed area with very few if any other vacant lots in view.

Context. The existing contributing buildings immediately adjacent and in the same block and the facing block provide a very strong influence to which any new construction must primarily relate.

SETBACK

Definition: The distance a building is set back from a street or property line.

Recommended

A new building's setback should conform to the setback pattern established by the existing block context. On corner sites, the setbacks from both streets must conform to the context. Structures that are much closer or further from the street than the vast majority of houses in a given block should not be used to determine appropriate setback.

ORIENTATION

Definition: The direction a building faces.

Recommended

New buildings should be oriented toward the street in a way that is characteristic of surrounding contributing buildings.

BUILDING ENTRY

Definition: The actual and visually perceived approach and entrance to a building.

Recommended

New buildings should reflect a similar sense of entry to that which is expressed by surrounding contributing buildings.

SPACING

Definition: The distance between contiguous buildings along a block face.

Recommended

New construction that reflects and reinforces the spacing found in its block. New construction should maintain the perceived regularity or lack of regularity of spacing on the block.

BUILDING HEIGHT

Definition: The actual height of buildings and their various components as measured from the ground's existing grade at the foundation, relative to the grade of the street that the building faces.

In NHCD, the topography of the subdivision is flat; therefore, new construction must blend and flow with the existing topography. The NHCD encourages uniform maximum building height found within the existing inventory of historic homes and subject to the City of Mishawaka, Land Development Code.

Recommended

Generally, the height of a new building should fall within a range set by the highest and lowest contiguous contributing buildings if the block has uniform heights. Uncharacteristically high or low buildings should not be considered when determining the appropriate range.

BUILDING OUTLINE

Definition: The silhouette of a building as seen from the street.

Recommended

The basic outline of a new building, including general roof shape, should reflect building outlines typical of NHCD. The outline of new construction should reflect the directional orientations characteristic of the existing contributing buildings in its context.

MISHAWAKA LAND DEVELOPMENT CODE

https://www.municode.com/library/in/mishawaka/codes/code_of_ordinances?nodeId=PTIILADECO

MISHAWAKA – HISTORIC PRESERVATION COMMISSION

Created in 1990, the Mishawaka Historic Preservation Commission is a group of citizens appointed by the mayor with the goal of educating city residents about the methods and merits of preservation, and safeguards the City's historic and cultural heritage by working to preserve sites of significance.

The main goals of the Mishawaka Historic Preservation Commission are to:

1. Work with Neighborhoods to create Historic Districts and Preservation Guidelines.
2. Help homeowners protect and preserve their properties.
3. Provide FREE professional advice to city residents.
4. Create public enthusiasm for the protection of the unique character of the community's past, present and for the future.

STANDARDS FOR MOVING BUILDINGS AND DEMOLITION

Subject to Review and Approval

Demolition: The complete or substantial removal of any structure within the Normain Heights Conservation District.

A **Certificate of Appropriateness** must be issued by the MHPC before a demolition permit is issued by other agencies of the city and before work is begun on the demolition of any building within the NHCD. This section explains the type of work considered to be demolition, as well as the criteria to be used when reviewing applications for a Certificate of Appropriateness that include demolition. Review and approval is required for demolition of primary buildings within the boundaries of the NHCD or demolition of contributing accessory structures.

Guidelines: The following guidelines relate to the above actions and they are enforceable by the MHPC. These are the same guidelines as those for historic districts.

Criteria: When considering a proposal for demolition, the MHPC shall consider the following criteria for demolition as guidelines for determining appropriate actions. The MHPC shall approve a Certificate of Appropriateness for demolition in this chapter only if it finds one or more of the following:

1. The building poses an immediate and substantial threat to public safety as interpreted from the state of deterioration, disrepair, and structural stability of the structure. The condition of the building resulting from neglect shall not be considered grounds for demolition.
2. The historic or architectural significance of the structure is such that, upon further consideration by the Commission, it does not contribute to the historic character of the district.
3. The demolition is necessary to allow development which, in the Commission's opinion is of greater significance to the preservation of the district than is the retention of the building, or portion thereof, for which demolition is sought.
4. The building or property cannot be put to any reasonable economically beneficial use without approval of demolition.
5. In the case that the building is accidentally damaged by storm, fire, or flood, it may be rebuilt to its former configuration and materials without regard to these guidelines if work is commenced within 6 months.

With the exception of Criterion #5, all replacement of demolished properties should follow new construction guidelines. The MHPC may ask interested individuals or organizations for assistance in seeking an alternative to demolition.

Subject to Review and Approval

The moving of any building in the NHCD should only be done as a last resort to save the building. It may also be considered when to maintain the NHCD historical context. The following guidelines are meant to assist in determining the appropriateness of moving any building within, into, or out of the NHCD.

Guidelines: The following guidelines are enforceable by the MHPC and are less comprehensive and less restrictive that for an historic district.

Criteria: Recommendations (for movement)

1. The building to be moved should be compatible with the contributing architecture surrounding its new site relative to style, scale and era.
2. Small noncontributing storage buildings (under 80 square feet) in backyards may be moved without review.
3. Contributing accessory structures (over 80 square feet) require review according to guidelines for compatible new construction.

PROCESS FOR CONSTRUCTION APPROVAL

The final decision is made at a public hearing before the Mishawaka Historic Preservation Commission.

Procedures for the Revisions of the NHCD Design Guidelines:

In accordance with I.C. 36-7-11-19 **Phases; certificate of appropriateness; objections**

(a) In an ordinance approving the establishment of a historic district, a unit may provide that the establishment occur in two (2) phases. Under the first phase, which lasts three (3) years from the date the ordinance is adopted, a certificate of appropriateness is required only for the activities described in section 10(1)(A), 10(1)(B), and 10(1)(D) of this chapter. At the end of the first phase, the district becomes fully established, and, subject to subsection (b), a certificate of appropriateness must be issued by the commission before a permit may be issued for or work may begin on an activity described in section 10 of this chapter.

(b) The first phase described in subsection (a) continues and the second phase does not become effective if a majority of the property owners in the district object to the commission, in writing, to the requirement that certificates of appropriateness be issued for the activities described in section 10(1)(C), 10(2)(A), and 10(2)(B) of this chapter. The objections must be received by the commission not earlier than one hundred eighty (180) days or later than sixty (60) days before the third anniversary of the adoption of the ordinance.

Each lot will get one vote. If objections are not received and the Conservation District elevates to a full Historic Distirct, the guidelines will be reviewed at that time.

After the three year vote, guidelines will be reviewed every 5 years. In this event:

1. Changes to the guidelines, if desired, may be initiated only by the Normain Heights Neighborhood Task Force.
2. The Normain Heights Neighborhood Task Force informs the MHPC of the proposed changes to the guidelines.
3. Actual revisions to the guidelines are finalized by the Mishawaka Historic Preservation Commission (MHPC).
4. All property owners in the NHCD are notified of the proposed changes in the guidelines. They are given copies of the proposed changes and notice of the time and place of the public hearing on the proposals.
5. The Normain Heights Neighborhood Task Force provides a system whereby all property owners have the opportunity to cast a vote on the proposals. Each lot will get one vote.
6. If a majority of the property owners who cast a vote to approve the changes, the new guidelines are sent to the MHPC for ratification.

It may become necessary to revise sections of the guidelines because of state enabling legislation. In this event:

1. The Normain Heights Neighborhood Task Force will draft the appropriate change.
2. The change will be advertised through the NHCD's traditional information methods: emails and newsletters.
3. After advertisement, the change will go to the MHPC meeting for a public hearing and approval.

Acknowledgements

Special Thank You to the Norman Heights Task Force

and others who have supported our neighborhood;

Jerry Enders

Rachel Fredenburg

Joe and Ruth Pavich

Jim Penn

Mary Beth Casper Torma

Dick and Betty Barnette

Roy and Dorothy Kronewitter

Matt and Joanne Loughlin

Bill and Marge Penn

Frederick and Teri Speiser

Mishawaka Historic Preservation Commission

Indiana Landmarks


ARDENNES AVE
ARDENNES CT
GREENWOOD CT
PALAU AVE
DIVISION ST
BASTOGNE AVE
N MAIN ST
REDWOOD CT
NORMANDY DR
E LEYTE AVE
SAINT LO AVE
GUAM AVE
SCHUMACHER DR
PREGEL DR
W MC KINLEY AVE
E MC KINLEY AVE
E MC KINLEY AVE
Normain Heights Conservation District
Normain Heights Boundary

234 HOMES REMAINING IN "NORMAIN HEIGHTS"

33

VETERANS HOMES OF MISHAWAKA, INC.

(A Non-Profit Corporation)

Sponsored by V. F. W. Post 360—American Legion Post 161—Local 65 U. R. W. A.

FOR SALE in seven different types and floor plans

AS LOW AS $680.00 DOWN! Balance $50.00 to $63.00 Per Month Including Taxes and Insurance

BUILT OF BEST MATERIALS AVAILABLE ... LOW UPKEEP

VETERANS

THIS

6-ROOM HOME

WITH FULL BASEMENT

$680.00 Down

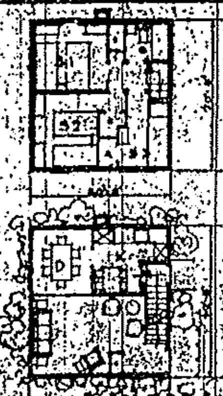
Bal. $56.00 Per Month

OPEN TODAY

AND ALL WEEK

FOR INSPECTION

9:00 A. M. TO 7:00 P. M.



THIS HOME WIL BE FURNISHED COMPLETELY DURING THE WEEK OF INSPECTION BY THE FOLLOWING CONCERNS: Furniture and Appliances by CHRISTIANSON'S FURNITURE, Draperies and Bed Spreads by GILBERT'S, Table Settings by BARNARD'S HOUSEWARE DEPT., Floral Arrangements by ARMSTRONG, THE FLORIST. Landscaping by THE ARROWHEAD LANDSCAPING CO., Homes designed by Karl Schwarz, A. I. A.

The home built complete with kitchen cabinets, asphalt tile floors, large closets, bathrooms with both tub and shower, all copper plumbing, automatic water heaters, insulation throughout the house, coal furnaces in the basement homes—utility rooms with oil furnace in homes without basement, combination screen and storm doors.

LANDSCAPING for every home includes grading, top soil, seeding, foundation planting and two trees on each lot. NO ASSESSMENTS for IMPROVEMENTS — These include paved streets, sidewalks, sanitary sewers, storm sewers, gas, city water and electricity, all of which are included in sale price of home.

The entire project including a seven-acre park and adequate business district is located within the corporate limits of Mishawaka and your children will attend the City Schools. Parochial Schools nearby.

COME OUT TODAY

DRIVE OUT NO. MAIN TO McKINLEY (RT. 20) MISHAWAKA

FULL INFORMATION AT

233 N. MAIN ST. MISHAWAKA PH. 5-8298

(NON-VETERANS ARE ALSO ELIGIBLE PURCHASERS) tuberculosis than previously because of the intensive program that has been carried on here.

However, the work is far from finished and cannot be without the

and shows how an allergy is tracked down. Read "Have You An Allergy?" in the American Weekly, the great magazine distributed with SUNDAY'S CHICAGO HERALD-AMERICAN. —Adv.N.17

1019 S. Michigan St., South Bend.
100 E. Fourth St., Mishawaka
2704 L. W. W., Mishawaka.

VETERANS!

12, 14
21, 24, 47

VETERANS HOMES OF MISHAWAKA, INC.

(A Non-Profit Corporation)

Sponsored by V.F.W. Post 360—American Legion Post 161—Local 65, U.R.W.A.

Two and Three Bedroom Homes Ready

FOR SALE

In Seven Different Types and Floor Plans

Some Types Ready for Occupancy Within a Week

AT LOW AS $680.00 DOWN

Balance $50.00 to $63.00 per month including Taxes and Insurance

Built of Best Materials Available---Low Upkeep

SALE PRICE INCLUDES:

The home built complete with kitchen cabinets, asphalt tile floors, large closets, bathrooms with both tub and shower, all copper plumbing, automatic water heaters, insulation throughout the house, coal furnaces in the basement homes—utility rooms with oil furnace in homes without basement.

LANDSCAPING for every home includes grading, top soil, seeding, foundation planting and two trees on each lot. NO ASSESSMENTS for IMPROVEMENTS—These include paved streets, sidewalks, sanitary sewers, storm sewers, gas, city water and electricity, all of which are included in sale price of home.

The entire project including a seven acre park and adequate business district is located within the corporate limits of Mishawaka and your children will attend the City Schools. Parochial Schools nearby.

Bus direct to South Bend—Bus to Mishawaka, both 7½c fare

COME OUT TODAY

SAMPLE HOUSES OPEN FOR INSPECTION

DRIVE OUT NO. MAIN TO McKINLEY (Route 20) MISHAWAKA

FULL INFORMATION AT—

2333 N. MAIN ST. MISHAWAKA PH. 5-8298

NON-VETERANS ARE ALSO ELIGIBLE PURCHASERS!

Serving of hot lunches in the school began Monday with Mrs. Fred Carpenter and Mrs. S. Cooperrider in charge.

... and Mrs. Charles Barnes, Osceola, and Mr. and Mrs. Hugh Stanton, Mishawaka, spent the week end at Lake of the Woods, near Manistee, Mich.

ONLY 44 NEW
36
46

HOMES LEFT TO BUY IN

Beautiful

NORMAIN HEIGHTS

Most of them in the choice Wooded Section, away from U. S. 20 Traffic

IT'S EASY TO OWN YOU OWN FINE 2 OR 3 BEDROOM HOME!

SPACIOUS KITCHEN WITH PLENTY OF DINING SPACE

ONLY $330.00 DOWN

FULLY AUTOMATIC OIL FURNACES
This same unit can be used during the summer as a cool air circulation system.

EXTRA LARGE CLOSETS IN EVERY ROOM

BUILT-IN FEATURES IN THE KITCHEN

BEAUTIFUL PICTURE WINDOW

MONTHLY PAYMENT $55 to $63 INCLUDES TAXES AND INSURANCE

TILE BATH WITH BUILT-IN TUB AND SHOWER

2333 NORTH MAIN at McKINLEY AVE. in MISHAWAKA

1st Reading 4-17-17
2nd Reading
Passed
Failed
Continued To

RECEIVED
DEBORAH S. BLOCK, MMC
APR 12 2017
CITY CLERK
MISHAWAKA, IN

PROPOSED ORDINANCE NO. 2017-17

ORDINANCE NO. ____________

AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF AN AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED $11,250,000 OF CITY OF MISHAWAKA, INDIANA, TAXABLE ECONOMIC DEVELOPMENT REVENUE BONDS, SERIES 2017 (THE MILL AT IRONWORKS PROJECT); DESIGNATING THE BONDS AS LIMITED OBLIGATIONS OF THE CITY; AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS RELATED TO THE ISSUANCE AND SALE OF THE BONDS; AND AUTHORIZING PROPER OFFICERS TO DO ALL OTHER THINGS DEEMED NECESSARY OR ADVISABLE IN CONNECTION THEREWITH AND APPROVING AND AUTHORIZING OTHER ACTIONS IN RESPECT THERETO.

WHEREAS, the City of Mishawaka, Indiana (the "City") is a political subdivision of the State of Indiana, and by virtue of Indiana Code 36-7-11.9 and 36-7-12, as amended (the "Act"), is authorized and empowered to adopt this Ordinance and to carry out its provisions.

WHEREAS, the Mishawaka Economic Development Commission (the "Commission") has rendered its Report concerning the proposed financing of economic development projects and economic development facilities for Downtown Mishawaka FC, LLC (the "Borrower"), for the acquisition, construction, redevelopment, equipping and improving of the Project (described below), within the Project Area, as such term is defined in the Financing Documents (as defined below), and more particularly, the Project consists of the acquisition, redevelopment, construction, equipping and improving of a four to five story mixed-use market luxury rate apartment building with approximately 230 apartment units, first floor retail space, a four story parking structure, and road and sidewalk improvements and related improvements to be located in the Project Area, at an approximate total cost of $42 million (collectively, the "Project") and within the Consolidated Allocation Area of the Consolidated Area Improvement Project.

WHEREAS, the Commission, after a public hearing held on April 24, 2017 has adopted a Resolution which has been transmitted to this Council (defined below), (i) finding that the acquisition, redevelopment, construction, equipping and improving of the Project will not have an adverse competitive effect on any similar facilities already constructed or operating in or about the City, (ii) further finding that the proposed financing of a portion of the cost of the Project will be of benefit to the health and general welfare of the City and its citizens, (iii) further finding that the proposed financing of a portion of the cost of the Project complies with the purposes and provisions of the Act, (iv) approving the financing of a portion of the cost of the Project, including the form and terms of the Financing Documents and the Bonds from the City to the bondholders, more fully described below, and this Ordinance, presented to the Commission, and (v) recommending that this Council find that the proposed financing of a portion of the cost of the Project will be of benefit to the health and general welfare of the City and its citizens, and complies with the purposes and provisions of the Act, and that this Council adopt an ordinance approving such financings.

WHEREAS, this Council believes it is in the best interests of the City and its citizens to provide a program for financing economic development projects and economic development facilities for developers or users thereof through the issuance of taxable bonds and through economic development loans.

WHEREAS, the City, as requested by the Borrower, has determined to issue, sell and deliver taxable economic development revenue bonds in one or more series to be designated the "City of Mishawaka, Indiana, Taxable Economic Development Revenue Bonds, Series 2017 (The Mill at Ironworks Project)" (or if any series issued in a year other than 2017, to be labeled such later year or years when the series is issued) in an aggregate principal amount not to exceed $11,250,000 to make funds available for the Project (the "Bonds").

WHEREAS, there have been submitted to this Common Council (the "Council") proposed forms of the following documents (the "Financing Documents"):

(i) the Series 2017 Loan Agreement, by and between the Borrower and the City (the "Series 2017 Loan Agreement"); and

(ii) the Series 2017 Trust Indenture, by and between the City and a trustee to be selected (the "Series 2017 Trust Indenture").

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

SECTION 1. The recitals contained in this Ordinance are true and correct and are incorporated in this Ordinance by this reference.

SECTION 2. This Council finds that the facilities that constitute the Project to be financed as described in said Financing Documents are "economic development projects" and "economic development facilities" within the meaning of the Act and that such projects and facilities will not have an adverse competitive effect on any similar facilities already constructed or operating in or about the City. This Council further finds that the proposed financing of the Project will be of benefit to the health and general welfare of the City and its citizens. This Council further finds that the proposed financing of the Project complies with the purposes and provisions of the Act.

SECTION 3. The Council hereby authorizes, as part of a program for financing the aforementioned economic development facilities, the issuance of an aggregate principal amount not to exceed $11,250,000 of the Bonds by the City, in one or more series, for the purpose of procuring funds to loan to the Borrower in order to finance a portion of the cost of the Project, and expenses related thereto, which Bonds will be payable as to principal, premium, if any, and interest from TIF Revenues, as defined in the Series 2017 Trust Indenture (the "Indenture"), or as otherwise provided in the Indenture and in the Series 2017 Loan Agreement. The Bonds shall be dated the date of their delivery as set forth in the Indenture, and shall be fully registered without coupons. The Bonds shall be payable in the medium and at the place or places, shall bear interest at a rate not exceeding four percent (4.0%) per annum, shall have maturities no later than February 1, 2028, shall be issued in denominations and shall have redemption terms as set forth in the Indenture approved by the Mayor (the "Executive") and the City Clerk (the "Clerk").

The Bonds shall be executed on behalf of the City by, and bear the manual or facsimile signature of, the Executive and Clerk, and the seal of the City shall be thereunto affixed (or imprinted or engraved if in facsimile).

The Bonds shall be in the form set forth in the final form of each of the Indenture.

SECTION 4. THE BONDS AND THE INTEREST THEREON DO NOT AND SHALL NEVER CONSTITUTE AN INDEBTEDNESS OF, OR A CHARGE AGAINST THE GENERAL CREDIT OR TAXING POWER OF, THE CITY, BUT ARE SPECIAL LIMITED OBLIGATIONS OF THE CITY PAYABLE SOLELY FROM REVENUES (INCLUDING TAX INCREMENT REVENUES) AND OTHER AMOUNTS DERIVED FROM THE SERIES 2017 LOAN AGREEMENT AND AS OTHERWISE SET FORTH IN THE SERIES 2017 TRUST INDENTURE.

SECTION 5. The Indenture may provide that the trustee to be named therein, or another corporate entity, shall act as the bond registrar and authenticating agent, and may provide for a co-trustee.

SECTION 6. After execution on behalf of the Executive and the Clerk, the Bonds shall be delivered to the Trustee, which is hereby authorized and requested to authenticate and deliver the Bonds to or upon the order of the Purchaser, or to any depository, in accordance with and upon compliance with the provisions of the Indenture. The Council hereby authorizes the sale of the Bonds by a public sale pursuant to Section 9 hereof or pursuant to the Series 2017 Bond Purchase Agreement (defined below) under a negotiated sale as set forth in Section 9 hereof.

SECTION 7. The Executive and the Clerk are hereby authorized in the name and on behalf of the City to take any and all action which the Executive and the Clerk may deem necessary or advisable with the advice of counsel for the City in order to effect the registration or qualification (or exemption therefrom) of the Bonds for issue, offer, sale or trade under the Blue Sky or securities laws of any of the states of the United States of America and in connection therewith, to execute, acknowledge, verify, deliver, file or cause to be published any applications, reports, consents to service of process and other papers and instruments which may be required under such laws, and to take any and all further action which such official of the City may deem necessary or advisable in order to maintain any such registration or qualification for as long as the Executive and the Clerk deem necessary or as required by law, provided, however, the Executive and the Clerk need not consent to service of process in any jurisdiction other than the State of Indiana.

SECTION 8. Each of the Financing Documents is hereby approved in the forms submitted to this meeting, and a copy of each such document shall be kept on file by the Clerk. The Executive and the Clerk are hereby authorized and directed to execute and deliver such documents without further approval of the Council in substantially the forms herein approved with such additions, deletions and modifications thereto as may be approved under the Act, the execution thereof being conclusive evidence of such approval and of the approval of the Council; and the Clerk, or any authorized representative of the City, is hereby authorized and directed to affix the seal of the City to such documents and to attest the same. Two copies of each of the Financing Documents, hereby incorporated into this Ordinance, were duly filed in the Office of the Clerk and are available for public inspection in accordance with Section 36-1-5-4 of the Indiana Code.

SECTION 9. (a) The City may sell the Bonds in a public sale. In such case, the Controller of the City (the "Fiscal Officer") shall cause to be published either (i) a notice of sale once each week for two consecutive weeks per IC § 5-3-1-2, in which case the date fixed for the sale shall not be earlier than fifteen (15) days after the first such publications and not earlier than three (3) days after the second of such publications, or (ii) a notice of intent to sell bonds once each week for two (2) weeks in accordance with IC § 5-1-11-2 and IC § 5-3-1-4 and in a newspaper of general circulation published in the State capital, in which case bids may not be received more than ninety (90) days after the first of such publications. Said sale notice shall state the time and place of sale, the purpose for which the Bonds are being issued, the total amount thereof, the amount and date of each maturity, the maximum rate or rates of interest thereon, their denominations, the time and place of payment, that specifications and information concerning the Bonds are on file in the office of the Fiscal Officer and are available on request, the terms and conditions upon which bids will be received and the sale made and such other information as is required by law or as the Fiscal Officer shall deem necessary.

(b) All bids for the Bonds shall be presented to the Fiscal Officer in accord with the terms set forth in the sale notice. Bidders for the Bonds shall be required to name the rate or rates of interest which the Bonds are to bear, which shall be the same for all Bonds maturing on the same date and the interest rate bid on any maturity of Bonds must be no less than the interest rate bid on any and all prior maturities, not exceeding four percent (4.0%) per annum, and such interest rate or rates shall be in multiples of one-eighth or one-hundredth of one per cent. The Fiscal Officer shall award the Bonds to the bidder who offers the lowest net interest cost, to be determined by computing the total interest on all the Bonds to their maturities and deducting therefrom the premium bid, if any, or adding thereto the amount of the discount, if any. No bid for less than ninety-nine percent (99%) of the par value of the Bonds for any such bonds to be sold by competitive sale shall be considered. The Fiscal Officer may require that all bids shall be accompanied by certified or cashier's checks (or wire transfer) payable to the order of the Mayor, or a surety bond, in an amount not to exceed one percent (1%) of the aggregate principal amount of the Bonds as a guaranty of the performance of said bid, should it be accepted. If a financial surety bond is used, it must be from an insurance company licensed to issue such bond in the State of Indiana, and such bond must be submitted to the City prior to the opening of the bids. The financial surety bond must identify each bidder whose good faith deposit is guaranteed by such financial surety bond. If the Bonds are awarded to a bidder utilizing a financial surety bond, then the purchaser is required to submit to the City a certified or cashier's check (or wire transfer such amount as instructed by the City) not later than 3:30 p.m. (Eastern Daylight Savings Time) on the next business day following the award. In the event no satisfactory bids are received on the day named in the sale notice, the sale may be continued from day to day thereafter for a period of thirty (30) days without readvertisement; provided, however, that if said sale be continued, no bid shall be accepted which offers a net interest cost which is equal to or higher than the best bid received at the time fixed for sale in the bond sale notice. The Fiscal Officer shall have full right to reject any and all bids.

(c) As an alternative to public sale, the Fiscal Officer may negotiate the sale of the Bonds to an underwriter or financial institution. The Executive and the Fiscal Officer are each authorized to execute a bond purchase agreement (the "Series 2017 Bond Purchase Agreement") with such underwriter or financial institution, in customary form, upon such terms as are acceptable to the Mayor and the Fiscal Officer consistent with the terms of this Ordinance.

(d) Distribution of an Official Statement (Preliminary and Final) when and if prepared by the City's financial advisor, on behalf of the City, is hereby authorized and approved, and the Executive is authorized and directed to execute the Official Statement on behalf of the City in a form consistent with this Ordinance. The Executive or the Fiscal Officer is authorized to deem the Preliminary Official Statement as "final" for purposes of Rule 15c2-12 promulgated by the Securities and Exchange Commission.

(e) After the Bonds have been properly sold and executed, the Fiscal Officer shall receive from the purchasers payment for the Bonds and shall provide for delivery of the Bonds to the purchasers.

(f) The Bonds, as and to the extent paid for and delivered to the purchaser shall be special limited obligations of the City, payable solely from revenues (including tax increment revenues) and other amounts derived from the Series 2017 Loan Agreement and as otherwise set forth in the Series 2017 Trust Indenture. The proper officers of the City are hereby directed to sell the Bonds to the purchasers and to do whatever acts and things which may be necessary to carry out the provisions of this Ordinance.

(g) In order to assist any underwriter of the Bonds in complying with paragraph (b)(5) of the SEC Rule by undertaking to make available appropriate disclosure about the City and the Bonds to participants in the municipal securities market, the City hereby covenants, agrees and undertakes, in accordance with the SEC Rule, unless excluded from the applicability of the SEC Rule or otherwise exempted from the provisions of paragraph (b)(5) of the SEC Rule, that it will comply with and carry out all of the provisions of the continuing disclosure contract. "Continuing disclosure contract" shall mean that certain continuing disclosure contract executed by the City and dated the date of issuance of the Bonds, as originally executed and as it may be amended from time to time in accordance with the terms thereof. The execution and delivery by the City of the continuing disclosure contract, and the performance by the City of its obligations thereunder by or through any employee or agent of the City, are hereby approved, and the City shall comply with and carry out the terms thereof.

(h) The Fiscal Officer is hereby authorized and directed to obtain a legal opinion as to the validity of the Bonds from Barnes & Thornburg LLP, and to furnish such opinion to the purchasers of the Bonds or to cause a copy of said legal opinion to be printed on each Bond. The cost of such opinion shall be paid out of the proceeds of the Bonds.

(i) In connection with the sale of the Bonds, the Executive and the Fiscal Officer each are authorized to take such actions and to execute and deliver such agreements and instruments as they deem advisable to obtain a rating and/or to obtain bond insurance for the Bonds, and the taking of such actions and the execution and delivery of such agreements and instruments are hereby approved.

SECTION 10. The Executive and the Clerk are hereby authorized and directed to negotiate, execute and deliver, in the name and on behalf of the City, any and all additional documents and instruments necessary or proper and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this Ordinance (including the recitals hereto and the documents mentioned herein) and the issuance and sale of the Bonds and the funding of the Loan. The Executive and Clerk may, by their execution of the documents requiring their signatures or imprinting of their facsimile signatures thereon, approve changes therein and also in those documents which do not require the signature of the Executive and/or Clerk without further approval of this Council if such changes do not affect terms set forth in Indiana Code Title 36, Article 7, Chapter 12, Section 27(a)(1) through (a)(10).

SECTION 11. No stipulation, obligation or agreement herein contained or contained in the Financing Documents, the Bonds or in any other agreement or document executed on behalf of the City shall be deemed to be a stipulation, obligation or agreement of any member of the Council, or any officer, agent or employee of the City in his or her individual capacity, and no such member of the Council, officer, agent or employee shall be personally liable on the Bonds or be subject to personal liability or accountability by reason of the issuance thereof.

SECTION 12. All acts of the officers of the City which are in conformity with the purpose and intent of this Ordinance and in the furtherance of the issuance of the Bonds and the execution, delivery and performance of the documents and agreements authorized hereby are in all respects ratified, approved and confirmed.

SECTION 13. If any provision of this Ordinance shall be held or deemed to be illegal, inoperative or unenforceable, the same shall not affect any other provision or cause any other provision to be invalid, inoperative or unenforceable to any extent whatsoever.

SECTION 14. Any ordinances, resolutions or orders or parts thereof in conflict with this Ordinance are to the extent of such conflict hereby repealed.

SECTION 15. This Ordinance shall be in full force and effect from and after its passage and compliance with Indiana law.

****

PASSED BY THE COMMON COUNCIL of the City of Mishawaka, Indiana, on this _______ day of _____________, 2017, At _____ o'clock, P.M.

____

Presiding Officer

ATTEST:

____

Deborah S. Block, City Clerk

PRESENTED by me to the Mayor for his approval and signature this _______ day of _____________________, 2017.

____

Deborah S. Block, City Clerk

APPROVED and SIGNED by me this ______ day of ________________, 2017.

____

David A. Wood, Mayor

ATTEST:

____

Deborah S. Block, City Clerk

DMS 4915204

BARNES & THORNBURG LLP

Philip J. Faccenda, Jr.
(574) 237-1148
philip.faccenda@btlaw.com

RECEIVED
DEBORAH S. BLOCK, MMC

APR 12 2017

CITY CLERK
MISHAWAKA, IN

700 1st Source Bank Center
100 North Michigan
South Bend, IN 46601-1632 U.S.A.
(574) 233-1171
Fax (574) 237-1125

www.btlaw.com

April 12, 2017

VIA EMAIL dblock@mishawakacity.com

Ms. Deborah S. Block
City Clerk
City of Mishawaka, Indiana
600 East Third Street
Mishawaka, IN 46544

Re: City of Mishawaka Taxable Economic Development Revenue Bonds, Series 2017 (The Mill at Ironworks Project)

Dear Deb:

Attached is a copy of the Bond Ordinance for the above-referenced Bonds. Please have the Ordinance placed on the agenda of the Mishawaka Common Council for first reading on Monday, April 17, and second reading and approval on May 1. Also attached are the forms of Trust Indenture and Loan Agreement (in pdf format). Can you please print and put on file at your office two (2) copies of each of the Indenture and Loan Agreement.

Please let me know if you have any questions.

Sincerely,

BARNES & THORNBURG LLP

Phil

Philip J. Faccenda, Jr.

PJF:clu
Attachments
cc: Ken Prince (via email) kprince@mishawaka.in.gov
John Roggeman (via email) jroggeman@mishawaka.in.igov
Brian Prince (via email) bprince@flco.com

DMS 4916760v1

SERIES 2017 LOAN AGREEMENT

between

CITY OF MISHAWAKA, INDIANA

and

DOWNTOWN MISHAWAKA FC, LLC

$____________________
CITY OF MISHAWAKA, INDIANA,
TAXABLE ECONOMIC DEVELOPMENT REVENUE BONDS,
SERIES 2017
([THE MILL AT IRONWORKS] PROJECT)

Dated

as of

________________, 2017

INDEX

(This Index is not a part of the Agreement
but rather is for convenience of reference only.)

SERIES 2017 LOAN AGREEMENT

THIS SERIES 2017 LOAN AGREEMENT made and entered into as of ___________________, 2017, by and between the City of Mishawaka, Indiana, a municipal corporation and political subdivision existing under the laws of the State of Indiana (the "Issuer" or the "City") and DOWNTOWN MISHAWAKA FC, LLC, an Indiana limited liability company (the "Borrower"), under the following circumstances summarized in the following recitals (the capitalized terms not defined in the recitals are as defined in Article I hereof):

A. Indiana Code, Title 36, Article 7, Chapters 11.9 and 12, as supplemented and amended (collectively, the "Act"), authorizes and empowers the Issuer to issue revenue bonds and to lend the proceeds therefrom for the purpose of financing the cost of the equipping of economic development facilities and vests the Issuer with powers that may be necessary to enable it to accomplish such purposes.

B. After giving notice in accordance with the Act and Indiana Code 5-3-1, the Mishawaka Economic Development Commission held a public hearing and the Common Council of the Issuer, upon finding that the Project (as defined herein) and the proposed financing of a portion of the acquisition, redevelopment, construction, equipping and improving thereof will create additional employment opportunities in City of Mishawaka, Indiana; will benefit the health, safety, morals, and general welfare of the citizens of City of Mishawaka, Indiana and the State of Indiana; and will comply with the purposes and provisions of the Act, adopted an ordinance approving the proposed financing.

C. Pursuant to the Act, the Issuer has determined to issue and sell the Bonds pursuant to the Series 2017 Trust Indenture dated as of ______________, 2017 (the "Indenture") between the Issuer and [Name of Trustee] (the "Trustee") and to loan the proceeds derived from the sale thereof to the Borrower to be used in part to assist in the completion of the Project.

D. This Agreement provides for the repayment by the Borrower of the loan of the proceeds of the Bonds and further provides for the Borrower's repayment obligation to be evidenced by the Borrower's Note in substantially the form attached hereto as Exhibit A.

E. The Bonds issued under the Indenture will be payable solely from (i) payments derived from Allocation Area TIF Revenues (as defined herein), (ii) payments under the Taxpayer Agreement (as defined in the Indenture) (and the Borrower's Note (as defined herein), if applicable), and (iii) any other funds of the Trust Estate (as defined in the Indenture), pledged and assigned for their payment under the Indenture.

F. The Borrower and the Issuer each has full right and lawful authority to enter into this Agreement and to perform and observe the provisions hereof on their respective parts to be performed and observed.

NOW, THEREFORE, in consideration of the premises and the mutual representations and agreements hereinafter contained, the Issuer and the Borrower agree as follows (provided that any obligation of the Issuer created by or arising out of this Agreement shall never constitute a debt of the Issuer or give rise to any pecuniary liability of the Issuer other than to the extent of the pledge of the TIF Revenues by the Redevelopment Commission:

ARTICLE I.

DEFINITIONS

Section 1.1. Use of Defined Terms. In addition to the words and terms defined elsewhere in this Agreement or by reference to another document, the words and terms set forth in Section 1.2 hereof shall have the meanings set forth therein unless the context or use clearly indicates another meaning or intent. Such definitions shall be equally applicable to both the singular and plural forms of any of the words and terms defined therein. Capitalized terms used and not defined in this Agreement shall have the meanings assigned to them in the Ordinance or the Indenture.

Section 1.2. Definitions. As used herein:

"Act" means, collectively, Indiana Code 36-7-11.9 and 12, as enacted and amended.

"Agreement" means this Series 2017 Loan Agreement as amended or supplemented from time to time.

"Allocation Area TIF Revenues" shall have the meaning ascribed to such term in the Pledge Resolution.

"Allocation Area Allocation Fund" means the allocation fund established for Consolidated Allocation Area of the Consolidated Area Improvements Project (the "Area") within the City, designated by the Redevelopment Commission for the purposes of tax increment financing.

"Annual Fees" means annual fees of the Trustee and annual fees related to monitoring the TIF Revenues.

"Bonds" means the $___________ City of Mishawaka, Indiana, Taxable Economic Development Revenue Bonds, Series 2017 ([The Mill at Ironworks] Project).

"Bond Service Charges" means, for any period or payable at any time, the principal of, premium, if any, and interest due on the Bonds for that period or payable at that time whether due at maturity or redemption.

"Borrower" means DOWNTOWN MISHAWAKA FC, LLC, an Indiana limited liability company, and its lawful successors and assigns to the extent permitted by the Agreement.

"Borrower's Note" means the promissory note of the Borrower in favor of the Issuer in the form of Exhibit A hereto, which promissory note has been endorsed by the Issuer to the Trustee.

"Common Council" means the Common Council of the Issuer.

"Completion Date" means the date of completion of the Project evidenced in accordance with the requirements of Section 3.3 hereof.

"Designated Representative" means the person at the time designated to act on behalf of the Borrower by written certificate furnished to the Issuer, containing the specimen signature of that person and signed on behalf of the Borrower by a duly authorized officer. That certificate may designate an alternate or alternates. In the event that all persons so designated become unavailable or unable to act and the Borrower fails to designate a replacement within 10 days after such unavailability or inability to act, the Issuer may appoint an interim Designated Representative until such time as the Borrower designates that person.

"Development Agreement" shall have the meaning ascribed to such term in the Indenture.

"Event of Default" means any of the events described as an Event of Default in Section 6.1 hereof.

"Governmental Obligations" means noncallable direct obligations of the United States the full and timely payment of which is supported by a pledge of the full faith and credit of the United States, or noncallable obligations of a Person controlled or supervised by and acting as an agency or instrumentality of the United States, the full and timely payment of which is unconditionally guaranteed as a full faith and credit obligation of the United States.

"Holder" or "Holder of a Bond" means the Person in whose name a Bond is registered on the Register.

"Indenture" means the Series 2017 Trust Indenture between the Issuer and Trustee dated as of _______________, 2017.

"Issuer" means the City of Mishawaka, Indiana, a municipal corporation and political subdivision existing under the laws of the State of Indiana.

"Legislative Authority" means the Common Council of the Issuer.

"Loan" means the loan by the Issuer to the Borrower of the proceeds received from the sale of the Bonds.

"Loan Payment Date" means the date on which any principal of or interest or any premium on the Bonds shall be due and payable, whether at maturity, upon acceleration, call for redemption or otherwise.

"Loan Payments" means the amounts (i) derived from the TIF Revenues to be paid by the Redevelopment Commission on the behalf of the Borrower or (ii) payments made by or on behalf of the Borrower pursuant to the provisions of Section 4.1 hereof in repayment of the Loan.

"Notice Address" means:

As to the Issuer:	City of Mishawaka, Indiana Attention: Mayor City Hall 600 E. Third Street Mishawaka, Indiana 46544
As to the Borrower:	DOWNTOWN MISHAWAKA FC, LLC ____________________________ ____________________________ ____________________________ Attn: ________________________

or such additional or different address, notice of which is given under Section 7.2 hereof.

"Ordinance" means Ordinance No. ____ of the Common Council of the Issuer adopted on _______________, 20___, authorizing the issuance of the Bonds.

"Paying Agent" means the Paying Agent as defined in the Ordinance.

"Person" or words importing persons mean firms, associations, partnerships (including without limitation, general and limited partnerships, limited liability companies, joint ventures, societies, estates, trusts, corporations, public or governmental bodies, other legal entities and natural persons.

"Pledge Resolution" means Resolution No. _______ adopted by the Redevelopment Commission on _________________, 20___, pledging the Allocation Area TIF Revenues to the payment of principal of and interest on the Bonds.

"Project" shall have the meaning ascribed to such term in the Indenture.

["Purchaser" means the purchaser of the Bonds.]

"Qualified Investments" means the following to the extent permitted by law: (i) Governmental Obligations; (ii) certificates of deposit issued by banks and mutual savings banks incorporated under the laws of the State of Indiana and in national banking associations having banking offices in the State of Indiana, including the Trustee, provided such certificates of deposit do not exceed in the aggregate ______ percent (__%) of the combined capital, surplus and undivided profits of any such bank or association and that each such bank or association has a combined capital and surplus of at least $__________; and provided further that such certificates of deposit are insured by the Federal Deposit Insurance Corporation or, to the extent not so insured, collateralized by interest-bearing obligations described in clause (i) above in which the Trustee has a perfected security interest; (iii) repurchase agreements, entered into with banks and mutual savings banks incorporated under the laws of the State of Indiana and in national banking associations having banking offices in the State of Indiana, including the Trustee, that are fully collateralized by interest-bearing obligations described in clause (i) above based upon the market value of such obligations on the day such agreement becomes effective, in which the Trustee has a perfected security interest; or (iv) money market funds (including those of the Trustee or any of its affiliates) the assets of which are Government Obligations and which funds are rated "AAAm," "AAAm-G" or higher by Standard and Poor's Ratings Group or its successor.

"Redevelopment Commission" means the City of Mishawaka Redevelopment Commission.

"Register" means the books kept and maintained by the Registrar for the registration and transfer of Bonds pursuant to the Ordinance.

"Registrar" means the Registrar as defined in the Ordinance.

"Site" means the real estate located on the Project Area (as defined in the Indenture).

"State" means the State of Indiana.

"Taxpayer Agreement" shall have the meaning ascribed to such term in the Indenture.

"TIF Revenues" shall have the meaning ascribed to such term in the Indenture.

"Trustee" means ________________________________, [city], Indiana, and any successor trustee or co-trustee.

"Unassigned Rights" means those rights reserved by the Issuer pursuant to Section 4.2, 5.1 and 6.5 of this Agreement.

Section 1.3. Interpretation. Any reference herein to the Issuer, to the Legislative Authority or to any member or officer of the Issuer includes entities or officials succeeding to their respective functions, duties or responsibilities pursuant to or by operation of law or lawfully performing their functions.

Any reference to a section or provision of the Constitution of the State or the Act, or to a section, provision or chapter of the Indiana Code or to any statute of the United States of America, includes that section, provision or chapter or statute as amended, modified, revised, supplemented or superseded from time to time; provided, that no amendment, modification, revision, supplement or superseding section, provision or chapter or statute shall be applicable solely by reason of this provision, if it constitutes in any way an impairment of the rights or obligations of the Issuer, the Holders, or the Borrower under this Agreement.

Unless the context indicates otherwise, words importing the singular number include the plural number, and vice versa; the terms "hereof," "hereby," "herein," "hereto," "hereunder" and similar terms refer to this Agreement; and the term "hereafter" means after, and the term "heretofore" means before, the date of delivery of the Bonds. Words of any gender include the correlative words of the other genders, unless the sense indicates otherwise.

Section 1.4. Captions and Headings. The captions and headings in this Agreement are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Articles, Sections, subsections, paragraphs, subparagraphs or clauses hereof.

(End of Article I)

ARTICLE II.

REPRESENTATIONS OF THE ISSUER

Section 2.1. Representations of the Issuer. The Issuer represents and warrants that:

(a) The Issuer is a municipal corporation organized and existing under the laws of the State. Under the provisions of the Act, the Issuer is authorized to enter into the transactions contemplated by this Agreement and to carry out its obligations hereunder. The Issuer has been duly authorized to execute and deliver this Agreement. The Issuer agrees that it will do or cause to be done all things within its control and necessary to preserve and keep in full force and effect its existence.

(b) The Issuer agrees to provide funds from the issuance of the Bonds in an amount not to exceed [$11,250,000] to loan to the Borrower for the costs associated with the acquisition, redevelopment, construction, equipping and improving of the Project, subject to the consideration of the Borrower's Note, the Taxpayer Agreement and the execution and delivery of this Agreement, all for the benefit of the holders of the Bonds, to create additional employment opportunities in City of Mishawaka, Indiana and to benefit the health, safety, morals and general welfare of the citizens of City of Mishawaka, Indiana and the State of Indiana, and to secure the Bonds by pledging certain of its rights and interest in this Agreement and the Borrower's Note to the Trustee.

(c) The Issuer represents that the Borrower's Note will be assigned to the Trustee pursuant to the Indenture, and that no further assignment is contemplated by the Issuer, since the Issuer recognizes that the Borrower's Note has not been registered under the Securities Act of 1933.

(d) The Issuer covenants that it will timely pay the Allocation Area TIF Revenues to the Trustee as provided in the Indenture.

Section 2.2. Representations and Covenants of the Borrower. The Borrower represents and warrants that:

(a) It is a limited liability company validly existing under the laws of and authorized to do business in the State of Indiana, is not in violation of any laws in any manner material to its ability to perform its obligations under this Agreement and the Borrower's Note, has full power to enter into and by proper action has duly authorized the execution and delivery of this Agreement and the issuance of the Borrower's Note.

(b) The Project is of the type authorized and permitted by the Act.

(c) The provision of financial assistance to be made available to it under this Agreement from the proceeds of the Bonds and the commitments therefor made by the Issuer have induced the Borrower to undertake the Project and such project will maintain existing employment and create additional jobs and employment opportunities within the boundaries of the City of Mishawaka, Indiana.

(d) Neither the execution and delivery of this Agreement or the Borrower's Note, the consummation of the transactions contemplated hereby including issuance of the Borrower's Note, nor the fulfillment of or compliance with the terms and conditions of this Agreement and the Borrower's Note, conflicts with or results in a breach of the terms, conditions or provisions of the Borrower's Articles of Organization and Operating Agreement or any restriction or any agreement or instrument to which the Borrower is now a party or by which it is bound or to which any of its property or assets is subject or (except in such manner as will not materially impair the ability of the Borrower to perform its obligations hereunder) of any statute, order, rule or regulation of any court or governmental agency or body having jurisdiction over the Borrower or its property, or constitutes a default under any of the foregoing, or results in the creation or imposition of any lien, charge or encumbrance whatsoever upon any of the property or assets of the Borrower under the terms of any instrument or agreement, except as set forth in this Agreement and the Indenture.

(e) It is understood and agreed that the Borrower shall be obligated to continue to pay the amounts specified herein and in the Borrower's Note whether or not all or any portion of the Project is damaged, destroyed or taken in condemnation and that there shall be no abatement of any such payments and other charges by reason thereof.

(f) The aggregate authorized face amount of the loan authorized hereunder does not and shall not exceed [$11,250,000].

(g) The Borrower, by not later than the Completion Date (as defined in the Development Agreement), shall invest not less than Forty-Two Million Dollars ($42,000,000) in capital expenditures for the Project as set forth in the Development Agreement and complete the Project within the Project Area. The Borrower shall apply all of the proceeds of the Bonds toward the costs of the Project and shall finance all remaining costs of the Project from other available funds of the Borrower. The obligations of the Borrower to complete the Project by the Completion Date shall be deferred during any period of the existence of any event as set forth in Section 10.5 of the Development Agreement.

(h) The Borrower shall not seek tax abatement with respect to the Project except as provided in the Development Agreement.

(i) No portion of the proceeds of the Bonds will be used to provide any private or commercial golf course, country club, massage parlor, tennis club, skating facility (including roller skating, skateboard and ice skating), racquet sports facility (including any handball or racquetball court), hot tub facility, suntan facility, racetrack, airplane, skybox or other private luxury box, health club facility, facility primarily used for gambling or store, the principal business of which is the sale of alcoholic beverages for off premises consumption.

(j) No litigation at law or in equity nor any proceeding before any governmental agency or other tribunal involving the Borrower is pending or, to the knowledge of the Borrower threatened, in which any liability of the Borrower is not adequately covered by insurance and in which any judgment or order would have a material and adverse effect upon the business or assets of the Borrower or would materially and adversely affect the Project, the validity of this Agreement or the performance of the Borrower's obligations thereunder or the transactions contemplated hereby.

(End of Article II)

ARTICLE III.

COMPLETION OF THE PROJECT; ISSUANCE OF THE BONDS

Section 3.1. Acquisition, Redevelopment, Construction, Equipping and Improving of Project. It is understood that improvements made for the Project are that of the Borrower and any contracts made by the Borrower with respect thereto shall acquire, redevelop, construct, equip and improve the Project on the Site with all reasonable dispatch and shall pay when due all fees, costs and expenses incurred in connection with that acquisition, construction, expansion, equipment, and improvement from funds made available therefor. It is further understood that any contracts made by the Borrower with respect to the Project, whether construction contracts or otherwise, or any work to be done by the Borrower on the Project are made or done by the Borrower on its own behalf and not as agent or contractor for the Issuer.

Section 3.2. Issuance of the Bonds; Application of Proceeds. To provide funds for the purposes of paying a portion of the costs of the Project, the Issuer shall issue, sell and deliver the Bonds to the Purchaser. The Bonds will be issued pursuant to the Ordinance in the aggregate principal amount, will bear interest, will mature and will be subject to redemption as set forth therein and in the Indenture. The Borrower hereby approves the terms and conditions of the Bonds, and the terms and conditions under which the Bonds will be issued, sold and delivered.

Section 3.3. Completion Date. The Borrower shall notify the Issuer of the Completion Date as provided in the Development Agreement.

(End of Article III)

ARTICLE IV.

LOAN BY CITY; REPAYMENT OF THE LOAN; LOAN PAYMENTS

Section 4.1. Loan Repayment. Upon the terms and conditions of this Agreement, the Issuer will make the Loan to the Borrower which shall be evidenced by the Borrower's Note. Pursuant to the Borrower's Note, the Borrower shall make payments to the Issuer for the payment of the Bond Service Charges; provided however, that the Borrower's payments under the Borrower's Note shall be offset by (a) any Allocation Area TIF Revenues made available pursuant to the Pledge Resolution to pay such Bond Service Charges when due, and (b) any payments made under the Taxpayer Agreement, it being understood that if all payments are made when due under the Taxpayer Agreement no additional amounts will be due from Borrower under the Borrower's Note. The terms of the Pledge Resolution provide that the Redevelopment Commission shall apply the Allocation Area TIF Revenues received by the Redevelopment Commission to pay when due the Bond Service Charges, making the pledge of the available Allocation Area TIF Revenues to payment of the Bonds. The Borrower hereby acknowledges and accepts the terms of the Pledge Resolution. The Borrower further acknowledges and agrees that in the event real property taxes are not paid when due on real property located in the Consolidated Allocation Area of the Area, the Allocation Area TIF Revenues may not be sufficient to fully pay the principal of and interest on the Bonds.

Section 4.2. Additional Payments. The Borrower also agrees to pay directly to the Trustee so long as there are Bonds outstanding (i) all ongoing fees, charges and expenses, including agent and counsel fees, of the Trustee incurred under the Indenture, as and when the same become due, provided however, that the Borrower's payments for Annual Fees shall be offset by any Allocation Area TIF Revenues made available pursuant to the Pledge Resolution to pay such Annual Fees in accordance with Section 4.2 of the Indenture; (ii) all costs incident to the payment of the principal of and premium, if any, and interest on the Bonds as the same become due and payable; (iii) an amount sufficient to reimburse the Issuer for all expenses incurred by the Issuer under this Agreement and in connection with the performance of its obligations under this Agreement or the Indenture; (iv) all expenses incurred in connection with the enforcement of any rights under this Agreement or the Indenture by the Issuer; and (v) all other payments of whatever nature which the Borrower has agreed to pay or assume under the provisions of this Agreement; provided, however, that the Borrower may, without creating a default under this Agreement, contest in good faith the necessity for any such extraordinary services and extraordinary expenses and the reasonableness of any such fees, charges or expenses.

Section 4.3. Insufficiency of Allocation Area TIF Revenues. If the Allocation Area TIF Revenues and Allocation Area TIF Revenues are insufficient to pay when due the Bonds Service Charges, such insufficiency shall not constitute an act of default by the Issuer or the Redevelopment Commission under this Agreement or the Bonds. Such unpaid amounts of Bond Service Charges shall be payable solely from Allocation Area TIF Revenues only as provided herein or from payments made under the Taxpayer Agreement (or Borrower's Note, if applicable).

(End of Article IV)

ARTICLE V.

ADDITIONAL AGREEMENTS AND COVENANTS

Section 5.1. Indemnification. The Developer shall indemnify the Issuer and the Economic Development Commission hereunder to the same extent as the indemnification by the Developer of the Redevelopment Commission in the Development Agreement.

In case any action or proceeding is brought against the Issuer in respect of which indemnity may be sought hereunder, the Issuer promptly shall give notice of that action or proceeding to the Borrower, and the Borrower upon receipt of that notice shall have the obligation and the right to assume the defense of the action or proceeding; provided, that failure of the Issuer to give that notice shall not relieve the Borrower from any of its obligations under this Section unless that failure prejudices the defense of the action or proceeding by the Borrower. At its own expense, the Issuer may employ separate counsel and participate in the defense. The Borrower shall not be liable for any settlement made without its consent.

The indemnification set forth above is intended to and shall include the indemnification of all affected officials, directors, officers and employees of the Issuer, the Common Council, the Economic Development Commission and the Redevelopment Commission. That indemnification is intended to and shall be enforceable by the Issuer to the full extent permitted by law. Notwithstanding anything herein, no indemnity shall be required hereunder for damages that result from the gross negligence or willful misconduct on the part of the party seeking indemnity.

The Borrower hereby agrees to indemnify and hold harmless the Trustee from and against any and all costs, claims, liabilities, losses or damages whatsoever (including reasonable costs and fees of counsel, auditors or other experts), asserted or arising out of or in connection with the acceptance or administration of the trusts established pursuant to the Indenture, except costs, claims, liabilities, losses or damages resulting from the negligence or willful misconduct of the Trustee, including the reasonable costs and expenses (including the reasonable fees and expenses of its counsel) of defending itself against any such claim or liability in connection with its exercise or performance of any of its duties hereunder and of enforcing this indemnification provision. The indemnifications set forth herein shall survive the termination of the Indenture and/or the resignation or removal of the Trustee.

Section 5.2. Assignment by the Issuer. With the exception for any interest or payments related to the Unassigned Rights, the Issuer shall not attempt to assign, transfer or convey its interest in this agreement or create any pledge or lien of any form or nature with respect to the payments hereunder, except to the Trustee to provide security for the Bonds.

Section 5.3. Maintenance of Lien; Filing. The Borrower will, at its expense, take all necessary action to maintain and preserve the lien and security interest of this Agreement so long as the Borrower's Note is outstanding.

Section 5.4. Consent to Assignments to Trustee. The Borrower acknowledges and consents to the pledge and assignment of the Borrower's Note and the assignment of the Issuer's rights hereunder to the Trustee pursuant to the Indenture (other than Unassigned Rights) and agrees that the Trustee may enforce the rights, remedies and privileges granted to the Issuer hereunder other than the rights of the Issuer to execute and deliver supplements and amendments to this Agreement pursuant to Section 7.5 hereof.

Section 5.5. Borrower Duties Under Indenture. The Borrower agrees to perform all matters provided by the Indenture to be performed by the Borrower and to comply with all provisions of the Indenture applicable to the Borrower.

Section 5.6. Issuance of Substitute Borrower's Note. Upon the surrender of the Borrower's Note, the Borrower will execute and deliver to the holder thereof a new Borrower's Note dated the date of the Borrower's Note being surrendered but with appropriate notations thereon to reflect payments of principal and interest thereon (and credits thereto from Allocation Area TIF Revenues deposited in the Bond Fund); provided, however, that there shall never be outstanding at any one time more than one Borrower's Note.

Section 5.7. Funding of Indenture Funds; Investments. The Issuer shall deposit all proceeds from the sale of the Bonds in the manner specified in Article III of the Indenture.

With respect to any moneys held by the Trustee under any Fund established by the Indenture, the Borrower and the Issuer agree that all moneys in any fund established by the Indenture may, at the written direction of the Borrower, be invested in Qualified Investments. In the absence of such direction from the Borrower, the Trustee is hereby directed by the Borrower to invest such amounts in investments meeting the requirements of clause (iv) of the definition of Qualified Investments. With respect to any moneys held by the Issuer under any Fund established by the Indenture, the Issuer may invest such moneys in Qualified Investments as directed by the Borrower.

The Trustee is hereby authorized to trade with itself in the purchase and sale of securities for investments. The Trustee, the Issuer and the Borrower shall not be liable or responsible for any loss resulting from any investment. All such investments shall be held by or under the control of the Trustee or the Issuer, as applicable, and any income resulting therefrom shall be applied in the manner specified in the Indenture.

Section 5.8. Credits on Borrower's Note. Notwithstanding any provision contained in this Agreement or in the Indenture to the contrary, in addition to any credits on the Borrower's Note resulting from the payment or prepayment thereof from other sources:

(a) any moneys deposited with the Trustee in the Bond Fund for payment on the Bonds (including any Allocation Area TIF Revenues) shall be credited against the obligation of the Borrower to pay the principal of and interest on the Borrower's Note as the same becomes due;

(b) to the extent all payments due under the Taxpayer Agreement are made in accordance with the Taxpayer Agreement, no additional payments will be due under the Borrower's Note; and

(c) the principal amount of the Bonds of any maturity acquired by the Borrower and delivered to the Trustee, or acquired by the Trustee and canceled, shall be credited against the obligation of the Borrower to pay the principal of the Borrower's Note evidencing the loan made by the Issuer with the proceeds of the sale of the Bonds maturing on the maturity date of the Bonds so acquired and delivered or canceled, including in connection with any mandatory sinking fund payment for the Bonds subject to a mandatory sinking fund requirement.

Section 5.9. Mandatory Payment. Any amount paid which is less than the full unpaid principal amount of the Bonds shall be credited against the installment or installments of principal due on the Borrower's Note corresponding to the maturity of the Bonds being redeemed by any mandatory sinking fund obligation and the corresponding Borrower's Note obligation with respect thereto in the sequence in which such mandatory sinking fund obligation becomes due.

(End of Article V)

ARTICLE VI.

EVENTS OF DEFAULT AND REMEDIES

Section 6.1. Events of Default. Each of the following shall be an Event of Default:

(a) The Borrower shall fail to observe and perform any agreement, term or condition contained in this Agreement, and the continuation of such failure for a period of 30 days after notice thereof shall have been given to the Borrower by the Issuer, or for such longer period as the Issuer may agree to in writing; provided, that if the failure is other than the payment of money and is of such nature that it can be corrected but not within the applicable period, that failure shall not constitute an Event of Default so long as the Borrower institutes curative action within the applicable period and diligently pursues that action to completion; or

(b) Notwithstanding the foregoing, if, by reason of an event as set forth in Section 10.5 of the Development Agreement, the Borrower is unable to perform or observe any agreement, term or condition hereof which would give rise to an Event of Default under this Section 6.1, the Borrower shall not be deemed in default during the continuance of such inability. However, the Borrower shall promptly give notice to the Issuer of the existence of such an event.

The declaration of an Event of Default, and the exercise of remedies upon any such declaration, shall be subject to any applicable limitations of federal bankruptcy law affecting or precluding that declaration or exercise during the pendency of or immediately following any bankruptcy, liquidation or reorganization proceedings.

Section 6.2. Remedies on Default. Whenever an Event of Default shall have happened and be subsisting, any one or more of the following remedial steps may be taken:

(a) The Issuer may have access to, inspect, examine and make copies of the books, records, accounts and financial data of the Borrower pertaining to the Project; or

(b) The Issuer may pursue all remedies now or hereafter existing at law or in equity to collect all amounts then due and thereafter to become due under this Agreement, plus all expenses including attorney fees as provided in Section 6.5 or to enforce the performance and observance of any other obligation or agreement of the Borrower under those instruments, including the Unassigned Rights; or

Notwithstanding the foregoing, the Issuer shall not be obligated to take any step which in its opinion will or might cause it to expend time or money or otherwise incur liability unless and until a satisfactory indemnity bond has been furnished to the Issuer at no cost or expense to the Issuer.

Section 6.3. Non-Payment of TIF Revenues. In the event that the Issuer shall not receive TIF Revenues or shall receive only a portion of the Allocation Area TIF Revenues, the Issuer, as stated herein and in the Pledge Resolution, to the extent of such shortfall, shall not be otherwise required to make payments on the Bond Service Charges. The Issuer hereby acknowledges that the Allocation Area TIF Revenues are subject to the lien of the pledge provided in the Pledge Resolution, without filing or recording the Indenture, this Agreement, the Pledge Resolution, or any other instrument, in accordance with Indiana Code 5-1-14-4.

Section 6.4. No Remedy Exclusive. No remedy conferred upon or reserved to the Issuer by this Agreement is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given under this Agreement, or now or hereafter existing at law, in equity or by statute. No delay or omission to exercise any right or power accruing upon any default shall impair that right or power or shall be construed to be a waiver thereof, but any such right and power may be exercised from time to time and as often as may be deemed expedient. In order to entitle the Issuer to exercise any remedy reserved to it in this Article, it shall not be necessary to give any notice, other than any notice required by law or for which express provision is made herein.

Section 6.5. Agreement to Pay Attorneys' Fees and Expenses. In the event that the Issuer should incur expenses, including attorneys' fees, in connection with the enforcement of this Agreement against Borrower, the Borrower shall reimburse the Issuer as applicable, for the reasonable expenses so incurred upon demand.

Section 6.6. No Waiver. No failure by the Issuer to insist upon the strict performance by the Borrower of any provision hereof shall constitute a waiver of their right to strict performance and no express waiver shall be deemed to apply to any other existing or subsequent right to remedy the failure by the Borrower to observe or comply with any provision hereof.

The Issuer may waive any Event of Default hereunder.

Section 6.7. Notice of Default. The Borrower shall notify the Issuer immediately if it becomes aware of the occurrence of any Event of Default hereunder or of any fact, condition or event which, with the giving of notice or passage of time or both, would become an Event of Default.

(End of Article VI)

ARTICLE VII.

MISCELLANEOUS

Section 7.1. Term of Agreement. This Agreement shall be and remain in full force and effect from the date of delivery of the Bonds to the Purchaser until such time as the principal of and interest on all of the Bonds shall have been fully paid (or provision made for such payment), except for obligations of the Borrower under Sections 5.1 hereof, which shall survive any termination of this Agreement.

Section 7.2. Notices. All notices, certificates, requests or other communications hereunder shall be in writing and shall be deemed to be sufficiently given when mailed by registered or certified mail, postage prepaid, and addressed to the appropriate Notice Address. The Borrower and the Issuer, by notice given hereunder, may designate any further or different addresses to which subsequent notices, certificates, requests or other communications shall be sent.

Section 7.3. Extent of Covenants of the Issuer; No Personal Liability. All covenants, obligations and agreements of the Issuer contained in this Agreement or the Indenture shall be effective to the extent authorized and permitted by applicable law. No such covenant, obligation or agreement shall be deemed to be a covenant, obligation or agreement of any present or future member, officer, agent or employee of the Issuer or the Legislative Authority in other than his or her official capacity, and neither the members of the Legislative Authority nor any official executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof or by reason of the covenants, obligations or agreements of the Issuer contained in this Agreement.

Section 7.4. Binding Effect. This Agreement shall inure to the benefit of and shall be binding in accordance with its terms upon the Issuer, the Borrower and their respective permitted successors and assigns. This Agreement may be enforced only by the parties, their assignees and others who may, by law, stand in their respective places.

Section 7.5. Amendments and Supplements. This Agreement may not be effectively amended, changed, modified, altered or terminated except as may be evidenced in a writing executed by the appropriate representatives of the Issuer and the Borrower, provided, however, no amendment shall be construed to alter the pledge of TIF Revenues.

Section 7.6. Execution Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be regarded as an original and all of which shall constitute but one and the same instrument.

Section 7.7. Severability. If any provision of this Agreement, or any covenant, obligation or agreement contained herein is determined by a court to be invalid or unenforceable, that determination shall not affect any other provision, covenant, obligation or agreement, each of which shall be construed and enforced as if the invalid or unenforceable portion were not contained herein. That invalidity or unenforceability shall not affect any valid and enforceable application thereof, and each such provision, covenant, obligation or agreement shall be deemed to be effective, operative, made, entered into or taken in the manner and to the full extent permitted by law.

Section 7.8. Governing Law. This Agreement shall be deemed to be a contract made under the laws of the State and for all purposes shall be governed by and construed in accordance with the laws of the State.

(End of Article VII)

SIGNATURE PAGE OF SERIES 2017 LOAN AGREEMENT

IN WITNESS WHEREOF, the Issuer and the Borrower have caused this Agreement to be duly executed in their respective names, all as of the date hereinbefore written.

City:

CITY OF MISHAWAKA, INDIANA

By: ______________________________
David A. Wood, Mayor

(SEAL)

ATTEST:

____
Deborah S. Block, City Clerk

Borrower:

DOWNTOWN MISHAWAKA FC, LLC

By: ______________________________

Printed: ______________________________

Title: ______________________________

EXHIBIT A

Form of Promissory Note

BORROWER'S SERIES 2017 PROMISSORY NOTE

FOR VALUE RECEIVED, the undersigned, DOWNTOWN MISHAWAKA FC, LLC (the "Borrower"), an Indiana limited liability company organized and validly existing under the laws of the State of Indiana, hereby promises to pay to the order of City of Mishawaka, Indiana (the "Issuer"), in immediately available funds, the principal sum of $_______________ and interest thereon, during the term of the Series 2017 Loan Agreement (the "Loan Agreement") dated as of ___________, 2017 between the Issuer and the Borrower, one business day prior to December 31, 20____, a sum which will equal the principal and interest which will become due on the next day on the Bonds (as hereinafter defined), all subject to the credits described in the Loan Agreement and to the presence of other available money, including without limitation any Allocation Area TIF Revenues (as defined in the hereinafter defined Indenture), for such installment in the Bond Fund under the Series 2017 Trust Indenture dated as of _________________, 2017 (the "Indenture") between the Issuer and _____________________________, as trustee (the "Trustee"). Payments of both principal and interest are to be endorsed to the Trustee, and are to be made directly to the Trustee for the account of the Issuer pursuant to such endorsement. Such endorsement is to be made as security for the payment of the bonds designated "City of Mishawaka, Indiana, Taxable Economic Development Revenue Bonds, Series 2017 ([The Mill at Ironworks] Project)" (the "Bonds"). All of the terms, conditions and provisions of the Indenture are, by this reference thereto, incorporated herein as a part of this Note.

This Note is issued pursuant to and secured by the Loan Agreement, and is entitled to the benefits, and is subject to the conditions thereof. The obligations of the Borrower to make the payments required hereunder shall be absolute and unconditional without any defense or right of set-off, counterclaim or recoupment by reason of any default by the Issuer under the Loan Agreement or under any other agreement between the Borrower and the Issuer or out of any indebtedness or liability at any time owing to the Borrower by the Issuer or for any other reason. Reference is hereby made to the Loan Agreement for a description of the property thereby secured, the nature and extent of the security for this Note and the rights of the holder thereof, the Borrower and the Issuer in respect thereof, and the provisions for amending the Loan Agreement, to all of which the holder hereof, by its acceptance hereof, assents.

The principal of this Note is subject to prepayment prior to maturity in the manner stated in the Loan Agreement.

No recourse shall be had for the payment of the principal or prepayment price of, or interest on this Note, or for any claim based hereon or on the Loan Agreement, against any officer, director, manager, shareholder or member, past, present or future, of the Borrower as such, either directly or through the Borrower, under any constitutional provision, statute or rule of law, or by the enforcement of any assessment or by any legal or equitable proceeding or otherwise.

The Borrower hereby unconditionally waives diligence, presentment, protest, notice of dishonor and notice of default of the payment of any amount at any time payable to the Issuer under or in connection with this Note. All amounts payable hereunder are payable with reasonable attorneys fees and costs of collection and without relief from valuation and appraisement laws.

In any case where the date of payment hereunder shall be a Saturday, Sunday or a legal holiday or a day on which banking institutions in Indianapolis, Indiana are authorized by law to close, then such payment shall be made on the next preceding business day with the same force and effect as if made on the date of payment hereunder.

All terms used in this Note which are defined in the Loan Agreement shall have the meanings assigned to them in the Loan Agreement.

* * * * * *

IN WITNESS WHEREOF, the Borrower has caused this Note to be duly executed and attested by its duly authorized officer all as of ___________________, 2017.

DOWNTOWN MISHAWAKA FC, LLC

By: ________________________________

Printed: ________________________________

Title: ________________________________

ENDORSEMENT

Pay, without recourse, to [Name of Trustee], as trustee under the Series 2017 Trust Indenture securing the Bonds, from the undersigned.

CITY OF MISHAWAKA, INDIANA

By: ______________________________

David A. Wood, Mayor

(SEAL)

ATTEST:

____

Deborah S. Block, City Clerk

DMS 4915034

RECEIVED
DEBORAH S. BLOCK, MMC

APR 12 2017

CITY CLERK
MISHAWAKA, IN

RESOLUTION NO. 2017-06

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, eight (8) recipients of the nine (9) 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.**

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 ____________, 2017.

____
Ross Deal, President

ATTEST:

____
Deborah S. Block, City Clerk

PRESENTED by me to the Mayor of the City of Mishawaka, Indiana, on this ______ day of __________________, 2017.

____
Deborah S. Block, City Clerk

APPROVED AND SIGNED by me on this _______day of ____________, 2017 at ______o'clock, ____.m.

____
David A. Wood, Mayor

CITY OF MISHAWAKA

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

April 11, 2017

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

RECEIVED
DEBORAH S. BLOCK, MMC
APR 12 2017
CITY CLERK
MISHAWAKA, IN

RE: Resolution 2017-06
2016 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).

<u>There are currently eleven active tax abatements in the City of Mishawaka of which nine require reporting for calendar year 2016.</u> 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 nine active tax abatement recipients that require reporting.

<u>In summary, eight of the nine active abatements which require reporting are in compliance and have exceeded, nearly met, or are working toward expectations. The only abatement for which construction has not yet begun or been completed is the proposed Bayer Healthcare facility to be located on Beacon Parkway.</u>

Since the prior reporting period for calendar year 2015, only one of the previously approved tax abatements have expired, and therefore, no longer require annual compliance reports. This personal property abatement was for additional manufacturing equipment for Jamil Packaging Corporation.

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

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

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, 393 employees were occupying the building as of December 31, 2016, exceeding the total employment projections set in 2007 by 23. Annual salaries in 2016 were reported as $27,068,548, 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 17 jobs, which is one more than reported in last year's compliance report. This is seven more jobs than the 10 that were estimated on the SB-1 when the abatement was filed. Total payroll was listed at $1,120,181, 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 42 full time equivalent employees with combined annualized salaries of $1,702,589. The facility currently serves 49 residents which is expected to increase to 88 residents by the end of 2017. With the increase in residents, the number of employees is expected to increase to 74 full time equivalences with combined annualized salaries of $2,783,000. 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. It should be noted that the current assessed value of $2,651,600 is based upon partial completion of the project and not upon the finished project. Therefore, the assessed value is expected to increase in future years. 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.

- **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 7 jobs, which is within the range of 5-8 jobs estimated on the SB-1 when the abatement was filed. Barak River Rock employs 4 people including a general manager, construction manager, accountant, and office manager. All of these employees are based in Mishawaka and are tenants at the River Rock apartment building. The property management division of the Sterling Group, a Mishawaka-based real estate investment firm specializing in multi-family housing, is subcontracted provide property management services. The Sterling Group has 3 employees that directly serve River Rock apartments, including a regional vice-president, property manager, and property superintendent. Total payroll for the seven employees was listed as $517,200 ($43,100 per month) which is substantially higher than the approximate $200,000 listed on the SB-1. A breakdown of the salaries between those employed by Barak River Rock and the Sterling Group 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 $14,500,000. It should be noted that the current assessed value of $1,488,100 is based upon partial completion of the project and not upon the finished project. As a result, the assessed value is expected to increase in future years. 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 $21,432,605, exceeding the estimated values by $4,726,972. 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 116. This is an increase of 25 positions, 19 greater than the 6 additional positions envisioned when the original SB-1 was filed. Total payroll was listed at $4,811,640 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 27. Total payroll was listed at $1,391,532 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

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

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 project is $21,432,605, exceeding the estimated values by $4,062,217. The total employment at the facility has not yet 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 116. This is an increase of 1 position, 3 less than the 4 additional positions envisioned when the original SB-1 was filed. Three vacant positions currently exist at the company which actively being advertised. Total payroll was listed at $4,811,640 which is 23% 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 increase, this abatement should be considered in substantial compliance.

- **Bayer Healthcare** – The CF-1 attached 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 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.

- **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. An additional $500,000 to $1,000,000 investment in equipment is anticipated before the facility is fully operational. New employment projected on the SB-1 was 84, while actual employment was reported at 160 almost double the initial projection. Total payroll was listed at $4,662,971 which is 58% 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.

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: 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	393	Mar-17	$46,000,000.00	2021	2019	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	17	Mar-17	$ 1,246,000.00	2018	2019	NO
50	Long Term Care Investments, LLC (Fir)	October 7, 2013	4 Years		0	61	0	42	Mar-17	$15,000,000.00	2020	2021	NO
51	Barak River Rock LLC	November 6, 2013	5 Years		0	5 to 8	0	7	Mar-17	$17,000,000.00	2021	2022	NO
52	WellPet LLC	January 8, 2014		5 Years	91	6	91	25	Apr-17	$ 2,000,000.00	2020	2021	NO
53	Dearborn Crane	May 19, 2014		3 years	24	3	24	3	Mar-17	$ 750,000.00	2018	2019	NO
54	WellPet LLC	April 20, 2015		5 Years	115	4	115	1	Apr-17	$ 1,800,000.00	2022	2023	NO
55	~~Barak Group LLC (Iron Rock Café)~~	~~September 21, 2015~~	~~5 Years~~						~~Apr-16~~	~~$ 450,000.00~~	~~2020~~	~~2024~~	~~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	60	198	TBD	Feb-17	$12,500,000.00	2025/TBD	2026	NO
58	Patrick Industries	February 15, 2016		3 Years	0	84	0	160	Mar-17	$ 915,000.00	2019	2020	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.

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

March 10, 2017

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, Newmark Grubb Cressy and Everett
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 16 PAY 20 17

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, TN 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	393
Salaries	0.00	27,068,548.49
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)*
Jessica King	Vice President	3/10/17

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.

2016 Tax Info

	Tenant	Employees	Salaries
1	SJRMC	307	22,448,608.35
2	The Centre PC	45	2,451,532.56
3	Alick's	3	115,389.38
4	Midwest Eye	11	604,000.00
5	Mishawaka Family Pharm.	4	213,475.20
6	MRI	8	645,605.00
7	Allied Physicians	15	589,938.00
		393	27,068,548.49

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.

3. That the Statement of Benefits submitted by the Applicant is hereby approved, and the President of the Common Council is hereby authorized to execute the Statement of Benefits on behalf of the Common Council; and

4. That this determination is final except that an appeal may be taken and heard as provided under Section 2.5(d) and (e) of the Act.

5. The Common Council hereby confirms its Declaratory Resolution designating the area described herein as an Economic Revitalization Area for the purposes of tax abatement. Such designation is for real property tax abatement only and is limited to three (3) years from the date of the adoption of this Confirming Resolution by the Common Council.

6. The Common Council hereby finds and declares that even though the economic revitalization area designation made in this Resolution terminates in three (3) years from the date of the adoption of this Confirming Resolution by the Common Council, that limitation does not limit or reduce the ten (10) year period over which the Applicant is entitled to receive deductions from the assessed value of the redevelopment or rehabilitation of real property described in the Statement of Benefits approved by this Confirming Resolution.

Adopted by the Common Council of the City of Mishawaka, Indiana, St. Joseph County, Indiana this 4th day of February, 2008.

John J. Roggeman

John J. Roggeman, President

Attest:

Deborah S. Block

Deborah S. Block, City Clerk

Presented by me to the Mayor of the City of Mishawaka, Indiana, on this 5th day of February, 2008.

Deborah S. Block

Deborah S. Block, City Clerk

APPROVED AND SIGNED by me this 9th day of February, 2008, at 7:22 o'clock p.m.

Jeffrey L. Rea

Jeffrey L. Rea, Mayor

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	Completion Date
6/1/07	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.

APPLICATION FOR TAX ABATEMENT
CITY OF MISHAWAKA
MISHAWAKA, INDIANA

Company Name: BR SJRMC Mishawaka Development, LLC

Address: 510 E.96th. St., Suite 250, PO Box 40509
Indianapolis, IN 46240

Contact Person: Don R. Dunbar

Title: Authorized Representative

Telephone No, (317) 816-8611 Fax (317) 816-8610

Type of Business Medical Office Developer

Description of Activities Cancer Treatment Center, Physician Office Space, Exam Rooms, Imaging, and Retail Space

EXISTING FACILITY IN MISHAWAKA/SOUTH BEND AREA:

Number of current employees 0 Hourly: 0 Salary 0

Current wage scale (hourly worker only) N/A

Lowest entry level hourly level: N/A

Highest hourly rate: N/A

Employee Benefits:

Health Insurance Yes No

Employee share of cost: %

Vacation: %

Sick Leave: %

401K/retirement plan: %

Other:

Total current payroll: $, N/A

PROPOSAL

Property Address:

Street Douglas Road, Mishawaka, IN 46545

Tax Key Number: To be split from #27-1059-1178.16; #27-1059-1177.01 and #27-1059-1177

Describe your project and provide estimated costs:

Real Estate: Construction of a 208,400 square foot medical office building and all parking as required. New building shall be connected to the new Saint Joseph Regional Medical Center Hospital. The current project is valued at over $46,000,000.

Manufacturing Equipment: Not applicable.

Location of expansion or new facility: Douglas Road, Mishawaka, IN 46545

If building a new facility or adding on to an existing building:

Have you selected a contractor? If so, who? Yes, Duke Construction.

Have you applied for a building permit? No

Do you need rezoning? No

Number of current jobs to be retained? 0

Number of current jobs to be created? 370.25

Of the new jobs created, how many will be filled by workers transferred to Mishawaka?

Unknown at this time

For the new jobs:

Lowest hourly wage: $11.87

Highest hourly wage: $27.15

The projected annual salaries for each new position created are estimated to be as follows:

(If necessary, please use attachment)

Please see attachment

Benefits that will apply (same as above?) Same

Estimated payroll of jobs to be retained: 0

Estimated payroll of new jobs to be created: $10,555,000

What type of abatement are you requesting?

Real Estate: Yes X No

How many years? [ ] 1 [ ] 2 [ ] 3 [ ] 4 [ ] 5 [ ] 6 [ ] 7 [ ] 8 [ ] 9 [X] 10

Manufacturing: Yes ______ No X

How many years? [ ] 1 [ ] 2 [ ] 3 [ ] 4 [ ] 5 [ ] 6 [ ] 7 [ ] 8 [ ] 9 [ ] 10

What is your time schedule?

Start construction June 1, 2007

Order equipment N/A

Give a brief description of the over all nature of the business and of the operations occurring at the. Location for which tax abatement is requested:

The overall nature of the business is medical office space. The medical office space will be comprised of a cancer center, physician office spaces, exam rooms, imaging, and a small amount of retail space.

The current assessed valuation of the tangible personal property to be replaced by the manufacturing equipment is: $ N/A

(This information can be obtained from the St. Joseph County Assessors Office 235-9523)

The current use of the real property where the equipment is to be installed is: N/A

The current zoning of the real property is: C-8, commercial (City of Mishawaka)

(Zoning Information can be obtained in the Mishawaka Planning Department 574-258-1625)

List the real and personal property taxed paid at the location during the previous five (5) years, whether paid by the current owner of a previous owner:

	Tax Year/Pay Year	Real Property Taxes	Personal Property Taxed
1		$ 181.63 - Pd. 03/04	$
2		$ 179.34-Pd. 04/05	$
3		$ 197.76-Pd 05/06	$
4		$	$
5		$	$

The equipment has not been installed as of the date of filing of this petition.
(The signature at the end of this Petition is verification of this statement.)

The standard Industrial Classification Manual major group within which the proposed project would be classified, by number and description:

Physician Office - 621111

The Internal Revenue Service Code of Principal Business Activity by which the proposed project would be classified, by number and description: NA

Describe how and why the manufacturing equipment to be replaced or the facility in which equipment will be added is currently technologically, economically, or energy obsolete and how and why that obsolescence may lead to a decline in employment and tax revenues: N/A

Will you require any other assistance from the City of Mishawaka? Explain:
Yes, permitting and development plan approval.

The new manufacturing equipment will be used in the direct production, manufacture, fabrication, assembly, extraction, mining, processing, refining, or finishing of other tangible personal property and that the equipment was never before used by its owner for any purpose in Indiana. The signature below is verification of this statement.

Submitted by

Title Auth. Rep.

4/19/07

Date

- Attach the legal description of the property where the equipment is to be located, marked Exhibit A, and hereby incorporated herein.
- Attach a map and/or a plat of describing the property where the equipment is to be located, marked Exhibit B, and is hereby incorporated herein.
- Attach photographs of the property, taken within 30 days of filing of this petition, marked Exhibit C, and hereby incorporated herein.

FILE COPY

EXHIBIT "A"

Construction of a 208,400 square foot medical office building and all parking as required. New building shall be connected to the new Saint Joseph Regional Medical Center Hospital. The current project is valued at over $46,000,000.

TAX ABATEMENT STAFFING ESTIMATE

BD SJRMC Mishawaka Development, LLC
Medical Office Building Tenants
MD & FTE Analysis

TENANT	MD'S	FTE'S
Michiana Hematology & Oncology	5	22.5
Dr. Downs - The Centre, PC	3	13.5
Image Recovery	0	
SJRMC Radiation Oncology	3	13.5
Gerig Group	4	16
SJRMC Urology	2	11
Dr. O'Dea	2	7.5
Dr. Danahey (Plastics)	1	5.5
Dr. Gable	3	13.5
SJRMC Internal Medicine	7	35
Dr. Guentert (Pulmonology)	2	9
SJRMC-Riley Pediatric Clinic	4	20
SJRMC Pediatric Practice	3	13.5
OB/GYN Associates	3	16.5
SJRMC OB/GYN - Dr. McGuire	2	11
GVS	4	22
Midwest Cardiology	3	13.5
Cardiology Associates	2	9
Cardiodiagnostic JV	3	13.5
Cardiothoracic Surgery	2.5	13.75
Elkhart Clinic	6	27
	64.5	305.75
		370.25

	Median Used	
FTE Benchmark:	3.75	3.5 - 4.0 FTEs per MD - Surgery Practices
	5.00	4.0 - 6.0 FTEs per MD - Primary Care
	4.50	4.0 - 5.0 FTEs per MD - Specialists
	5.50	4.0 - 7.0 FTEs per MD - Surgical Specialty (ENT, Ortho, Ophthal)

Wage Collection Spreadsheet for Tax Abatement

Position Title	SJRMC Title	Avg Annual Wage	Projected Annual Wage Adjustment Percentage (estimate average for next 2 years)	Benefits as a percentage of Total Compensation	Annual Bonus or Incentive Estimate (If applicable)
Practice Administrator	Manager, Medical Office	49,192.00	3.50%	33%	2-16%
Registered Nurse	Registered Nurse	54,309.00	4.00%	33%	N/A
Medical Assistant	Medical Assistant	26,749.00	3.00%	33%	N/A
Technologist (Radiology, Echo, etc.)	Radiologic Tech	47,154.00	4.00%	33%	N/A
Billing Clerk	Account Resolution Specialist	28,475.00	3.00%	33%	N/A
Transcriptionist	Medical Transcriptionist	29,640.00	3.00%	33%	N/A
Coder	Coder/Health Data Abstractor	37,252.80	3.00%	33%	N/A
Receptionist	Receptionist	24,710.40	3.00%	33%	N/A
Medical Records Clerk	Coding Specialist	31,803.00	3.00%	33%	N/A
Insurance Verification Clerk	Health Information Clerk	25,500.80	3.00%	33%	N/A
Front Office or Billing Supervisor	Supervisor, Billing	36,130.00	3.50%	33%	2-16%
Back Office or Clinical Supervisor	Supervisor, Medical Office	34,132.80	3.50%	33%	2-16%
Medical Secretary	Receptionist - Medical Office	23,732.80	3.00%	33%	N/A

Linda Rutkowske
Compensation Analyst
December 15, 2006

Property Description: Parcel 1 SHEET 1 OF 2

A part Lot 1, St. Joseph Medical Edison Lakes Subdivision of the Northeast Quarter of Section 33, Township.38 North, Range 3 East of the 2nd Principal Meridian in Clay Township and the Northwest Quarter of Section 34, Township 38 North, Range 3 East of the 2nd Principal Meridian in Penn Township, all in St. Joseph County, Indiana, as per plat thereof recorded November 4, 2005 as Document Number 0551329 in the office of the Recorder of St. Joseph County, Indiana more particularly described as follows:

Commencing at a brass disk monument marking the Northwest Corner of said Section 34; thence North 89°59'51" East, 1943.64 feet along the north line of said Section 34 to the east line of said Lot 1 extended north; thence South 00°15'57" East, 40.00 feet along said line to the south line of a parcel of land described in deed to the City of Mishawaka in Document Number 0245873 recorded August 27, 2002 in the Office of the Recorder of St. Joseph County, Indiana and the point of beginning; thence continuing South 00°15'57" East, 991.22 feet along said east line to the intersection with a non-tangent curve to the right having a radius of 565.00 feet and subtended by a long chord bearing South 44%%D27'49" West a distance of 352.63 feet; thence southwesterly along said non-tangent curve 358.62 feet; thence South 62%%D38'50" West, 265.58 feet to the beginning of a curve to the left having a radius of 795.00 feet and subtended by a long chord bearing South 49%%D54'28" West a distance of 350.62 feet; thence southwesterly along said curve 353.53 feet; thence South 37%%D10'06" West, 137.24 feet to the beginning of a curve to the right having a radius of 1005.00 feet and subtended by a long chord bearing South 63%%D20'50" West a distance of 886.77 feet; thence southwesterly and westerly along said curve 918.39 feet; thence South 89%%D31'35" West, 380.60 feet to the beginning of a curve to the left having a radius of 355.00 feet and subtended by a long chord bearing South 72%%D35'53" West a distance of 206.73 feet; thence westerly along said curve 209.77 feet; thence South 01%%D31'21" East, 42.64 feet to the northeasterly right of way line of Edison Lakes Parkway being a non-tangent curve to the left having a radius of 2028.26 feet and subtended by long chord bearing North 50%%D04'07" West a distance of 15.32 feet; thence northwesterly along said non-tangent right of way line 15.32 feet; thence North 55%%D58'48" West, 159.72 feet along said right of way line; thence North 86%%D21'01" East, 39.74 feet to the beginning of a non-tangent curve to the right having a radius of 465.00 feet and subtended by a long chord bearing North 69%%D23'16" East a distance of 320.19 feet; thence easterly along said non-tangent curve 326.88 feet; thence North 89%%D31'35" East, 380.60 feet to the beginning a curve to the left having a radius of 895.00 feet and subtended by a long chord bearing North 63%%D20'50" East a distance of 789.71 feet; thence easterly and northeasterly along the arc of said curve 817.87 feet; thence North 37%%D10'06" East, 137.24 feet to the beginning of a curve to the right having a radius of 905.00 feet and subtended by a long chord bearing North 49%%D54'28" East a distance of 399.14 feet; thence northeasterly along said curve 402.44 feet; thence North 62%%D38'50" East, 265.58 feet to the beginning a curve to the left having a radius of 455.00 feet and subtended by a long chord bearing North 31%%D19'21" East a distance of 473.10 feet; thence northeasterly and northerly along said curve 497.52 feet; thence North 00%%D00'09" West, 55.25 feet; thence South 89%%D59'51" West, 10.00 feet; thence North 00%%D00'09" West, 165.00 feet; thence North 05%%D42'29" East, 100.50 feet; thence North 00%%D00'09" West, 420.78 feet to the south line of said City of Mishawaka Parcel; thence North 89%%D59'51" East, 47.04 feet along said south line to the point of beginning, and containing 7.957 acres more or less.

This description was prepared by Anthony J. Toscani, an Indiana Registered Land Surveyor, License Number LS20600010.
DLZ Indiana, LLC
2211 East Jefferson Boulevard
South Bend, Indiana 46615

NORTH AMERICAN COMPOSITES

ELECTRONIC MAIL DELIVERY

March 14, 2017

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, 2016, to March 31, 2017. 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)*: 4/1/2016
Description of new manufacturing equipment, or new research and development equipment, or new information technology equipment, or new logistical distribution equipment to be acquired. 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)*: 3/31/2017

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees		17.00
Salaries	750,000.00	1,191,581.00
Number of employees retained		16
Salaries		1,120,181.00
Number of additional employees		1
Salaries		71,400.00

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					611,000.00		7,500.00	
Less: Values of any property being replaced								
Net values upon completion of project					611,000.00		7,500.00	
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: Jerry D. Davis	Title: VICE PRESIDENT OF OPERATION	Date signed *(month, day, year)*: 03/14/2017

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
JOSHUA A. VISSER
KEVIN E. WARREN
NICHOLAS J. DERDA
WILLIAM M. SIDERITS

*ALSO ADMITTED IN MICHIGAN
**ALSO ADMITTED IN ILLINOIS

OF COUNSEL
THOMAS C. SOPKO

March 17, 2017
(Via Hand Delivery and 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 49 residents, and by the end of this year, it is projected that there will be 88 residents. The number of employees will continue to increase along with the number of residents. There are currently 42 full time equivalent employees with combined annualized salaries of $1,702,589.00. By the end of the current year, it is projected that the facility will have 74 full time equivalent employees with combined annualized salaries of $2,783,000.00.

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

RECEIVED
MAR 17 2017
BUILDING, PLANNING
COMMUNITY DEVELOPMENT

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

P:\WP51\DOC\LongTerm\2017 Belltower Letter.wpd

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: 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	42 Full Time Equiv.
Salaries	0	$1,702,589.00
Number of employees retained	0	0
Salaries	0	0
Number of additional employees	61 Full Time	32 Full Time Equiv.
Salaries	$2,161,524.00	$1,080,411.00

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	$2,651,600.00
Less: Values of any property being replaced	10,000.00	10,000.00
Net values upon completion of project	14,490,000.00	$2,641,600.00

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	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 17, 2016

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: Scott Sivan <sivan@barakriverrock.com>
Sent: Tuesday, April 11, 2017 11:25 AM
To: Derek Spier
Subject: Re: River Rock Apartments - CF-1 Annual Compliance Reports for Tax Abatement

hi Derek,

I will have Dave prepared a detail breakdown for you, but essentially it includes the three employees of River Rock, which is now based in Mishawaka. and are tenants in the building. And the Sterling employees.

Best,

Scott

On Mon, Apr 10, 2017 at 4:45 PM, Derek Spier <dspier@mishawaka.in.gov> wrote:

> Scott-
>
> The annual compliance report for the approved tax abatement, as submitted and attached, stated that 7 employees were hired as a direct result of the project. These 7 employees were indicated to have a total annual payroll of $517,200, or $43,100 per month, which exceeds the 5-8 employees and total annual payroll of $200,000 stated on the SB-1 when the tax abatement application was filed.
>
> Can you provide a more thorough breakdown as to if these employees are directly employed by you or if they are contracted employment? For example, are any of the 7 employees contracted through Sterling Development LLC as I understand they are serving as the property manager. Also, can you highlight if the contracted employees are from Mishawaka-based companies?
>
> 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

--

Scott Sivan, Architect
Managing Partner
Barak River Rock LLC
(o) 574 287 0667
(c) 574 302 7236
sivan@barakriverrock.com

Derek Spier

From:	Scott Sivan <sivan@insite-dev.com>
Sent:	Tuesday, April 11, 2017 2:31 PM
To:	Derek Spier
Cc:	Dave Riesbeck
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		
Construction Manager		
Accountant		
Office Manager		
The Sterling Group	**138,000**	**11,500**
Regional VP		
Property Manager		
Property Superintendent		
Total	**517,200**	**43,100**

All the best,

Scott

--
PLEASE NOTE:

We are pleased to announce that we are launching our new company INSITE Development.

Please send future correspondence to sivan@insite-dev.com
THANK YOU!

INS!TE

Scott Sivan, Architect
INSITE Development, LLC
117 W. Grove St., Suite 103
Mishawaka, IN 46545
office 574 855 2072
cell 574 302 7236

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

RECEIVED
MAR 14 2017
BUILDING, PLANNING
COMMUNITY DEVELOPMENT

20 16 PAY 20 17

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).*

Parcel # 71-09-09-462-013.000-023

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): 126 W Mishawaka Ave 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 + 108 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	7
Salaries	200,000 / YR	43,100/mo
Number of employees retained		
Salaries		
Number of additional employees		
Salaries		

SECTION 4 — COST AND VALUES

COST AND VALUES	REAL ESTATE IMPROVEMENTS As of 1/1/16	
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	53,400
Plus: Values of proposed project	14,565,233	1,488,100
Less: Values of any property being replaced	155,000	53,400
Net values upon completion of project	14,565,233	1,488,100

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	3/13/17

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: WELLPET LLC	County: ST. JOSEPH
Address of taxpayer *(number and street, city, state, and ZIP code)*: 1011 WEST 11TH STREET, MISHAWAKA, IN 46544	DLGF taxing district number: 71-023
Name of contact person: MICHELLE TATGENHORST	Telephone number: (574) 257-7834

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 OVERVIEW - 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	116
Salaries	3,404,000.00	4,811,640.00
Number of employees retained	91	91
Salaries	3,404,000.00	3,404,000.00
Number of additional employees	6	25
Salaries	197,000.00	1,407,640.00

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	14,705,633.00							
Plus: Values of proposed project	2,000,000.00							
Less: Values of any property being replaced								
Net values upon completion of project	16,705,633.00							
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project	19,960,707.00	5,959,855.00						
Plus: Values of proposed project	1,471,898.00	441,569.00						
Less: Values of any property being replaced								
Net values upon completion of project	21,432,605.00	6,401,424.00						

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	1,500,000.00	2,828,047.00
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)*
	Director of Plant ops	4/3/17

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 6-1.1-12.1-5.9)

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.

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 Talgenhorst
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 "REGRIND SYSTEM: An Overview - December 2013"

	ESTIMATED START DATE	ESTIMATED COMPLETION DATE
Manufacturing Equipment	04/29/2014	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
81	$3,404,000	81	$3,404,000	6	$107,000

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 1,600,000 pounds.

SECTION 6 — TAXPAYER CERTIFICATION

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

Signature of authorized representative: Michelle Talgenhorst	Date signed *(month, day, year)*: 12/18/2013
Printed name of authorized representative: Michelle Talgenhorst	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)* Council President	Telephone number (574)258-1616	Date signed *(month, day, year)* 1-20-2014
Printed name of authorized member of designating body Matt Mammolenti	Name of designating body Mishawaka Common Council	
Attested by: *(signature and title of attester)* Deborah S. Block	Printed name of attester 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 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: 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 Manager	Telephone number: (574) 208-6851

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body: Mishawaka City Council	Resolution number: R2014-10	Estimated start date *(month, day, year)*: 06/01/2014
Location of property: 1133 E. Fifth Street, Mishawaka, IN 46544		Actual start date *(month, day, year)*: 06/01/2014
Description of real property improvements: Land improvements: Building expansion		Estimated completion date *(month, day, year)*: 02/15/2015
		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	27
Salaries	1,353,211.00	1,391,531.65
Number of employees retained	24	24
Salaries	1,353,211.00	1,263,923.65
Number of additional employees	3	3
Salaries	126,000.00	127,608.00

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	03/16/2017

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: WELLPET LLC	County: ST. JOSEPH
Address of taxpayer *(number and street, city, state, and ZIP code)*: 1011 WEST 11TH STREET, MISHAWAKA, IN 46544	DLGF taxing district number: 71-023
Name of contact person: MICHELLE TATGENHORST	Telephone number: (574) 257-7834

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body: MISHAWAKA COMMON COUNCIL	Resolution number: R 2015-14	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	116
Salaries	3,898,000.00	4,811,640.00
Number of employees retained	115	115
Salaries	3,898,000.00	3,898,000.00
Number of additional employees	4	1
Salaries	200,000.00	913,640.00

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	15,570,388.00							
Plus: Values of proposed project	1,800,000.00							
Less: Values of any property being replaced								
Net values upon completion of project	17,370,388.00							
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values before project	19,663,704.00	5,870,754.00						
Plus: Values of proposed project	1,768,901.00	530,670.00						
Less: Values of any property being replaced								
Net values upon completion of project	21,432,605.00	6,401,424.00						

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]	Director of Plant Ops	4/3/17

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 6-1.1-12.1-5.9)

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.

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) 259-7834

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 COST	MANUFACTURING EQUIPMENT ASSESSED VALUE	R & D EQUIPMENT COST	R & D EQUIPMENT ASSESSED VALUE	LOGIST DIST EQUIPMENT COST	LOGIST DIST EQUIPMENT ASSESSED VALUE	IT EQUIPMENT COST	IT EQUIPMENT ASSESSED VALUE
Current values	15,570,386.(							
Plus estimated values of proposed project	1,800,000.0(							
Less values of any property being replaced								
Net estimated values upon completion of project	16,705,639.(							

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.

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

COMPLIANCE WITH STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

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

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 Healthcare	County: St. Joseph
Address of taxpayer *(number and street, city, state, and ZIP code)*: 3930 Edison Lakes Parkway, Mishawaka, IN 46545	DLGF taxing district number:
Name of contact person: John Herzig	Telephone number: (317) 254-4734

SECTION 2 — LOCATION AND DESCRIPTION OF PROPERTY

Name of designating body:	Resolution number:	Estimated start date *(month, day, year)*: TBD
Location of property: Beacon Parkway, Mishawaka, IN (proposed)		Actual start date *(month, day, year)*:
Description of real property improvements: Approximately 60,000 sq ft office building (proposed)		Estimated completion date *(month, day, year)*: TBD
		Actual completion date *(month, day, year)*:

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees	171	198
Salaries	$35-42 per hr	$35-42 per hr
Number of employees retained		
Salaries		
Number of additional employees	50-60	
Salaries	$25-35 per hr	

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	$0.00	—
Plus: Values of proposed project	$12,500,000	—
Less: Values of any property being replaced	—	—
Net values upon completion of project	$12,500,000	—

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	2-24-2017

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: Mathew Davis <davism@patrickind.com>
Sent: Monday, April 10, 2017 9:03 AM
To: Derek Spier
Subject: RE: Patrick Industries - Tax Abatement Compliance Report

Derek:

The CF-1 was completion date was mark not complete because there is still $500K to $1M of equipment that is in process to be completed before the facility is fully operational. The $2M of manufacturing equipment listed on the CF-1 is equipment that was installed and in service during 2016.

Thanks,

Mathew L Davis, CPA
Tax Manager
Patrick Industries, Inc.
Direct: 574.206.7750
Fax: 574.970.8670
davism@patrickind.com

From: Derek Spier [mailto:dspier@mishawaka.in.gov]
Sent: Friday, April 07, 2017 5:08 PM
To: Mathew Davis <davism@patrickind.com>
Subject: Patrick Industries - Tax Abatement Compliance Report

Matt-

Good afternoon!

Per the CF-1 submitted to us for the 2016 annual compliance reporting, you indicated that the manufacturing equipment covered under the abatement was not yet installed nor in operation.

Can you give us an estimated timeline on this project?

Thanks and have a good weekend!

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

--

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)*: NOT COMPLETED

SECTION 3 — EMPLOYEES AND SALARIES

EMPLOYEES AND SALARIES	AS ESTIMATED ON SB-1	ACTUAL
Current number of employees		
Salaries		
Number of employees retained		
Salaries		
Number of additional employees	84	160
Salaries	2,953,900.00	4,662,971.00

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)*: 3/14/2017

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.

RECEIVED
DEBORAH S. BLOCK, MMC

MAR 24 2017

CITY CLERK
MISHAWAKA, IN

1st Reading 4-3-17
2nd Reading
Passed
Failed
Continued To

PROPOSED ORDINANCE NO. 2017-14

ORDINANCE NO.____________

AN ORDINANCE TRANSFERRING FUNDS FROM THE LOIT SPECIAL DISTRIBUTION FUND OF THE CITY OF MISHAWAKA TO THE LOCAL ROAD & BRIDGE MATCHING GRANT FUND OF THE CITY OF MISHAWAKA FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2017 AND AN ORDINANCE DECLARING AN EMERGENCY AND DETERMINING THE EXPENDITURE OF ADDITIONAL FUNDS FOR THE YEAR ENDING DECEMBER 31, 2017

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

Section 1. There is hereby transferred from the LOIT Special Distribution Fund of the City of Mishawaka to the Local Road & Bridge Matching Grant Fund of the City of Mishawaka the sum of $767,500.00.

Section 2. An emergency exists which requires the appropriation of additional funds for the fiscal year ending December 31, 2017 in addition to that set out in detail in the published budget.

Section 3. There is hereby appropriated from the Local Bridge and Road Matching Grant Fund of the City of Mishawaka the sum of $1,535,000.00 for assignment as follows:

Local Road & Bridge Matching Grant Fund

Other Services and Charges		
244-50-436-03	Street Repair	$1,535,000.00

Section 4. This Ordinance shall be in full force and effect from and after its passage, signing and attestation.

PASSED BY THE COMMON COUNCIL of the City of Mishawaka, Indiana

On this ____________ day of ________________, 2017 at __________ o'clock, ____. M.

____
Ross Deal, Presiding Officer

ATTEST:

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

PRESENTED BY ME to the Mayor of the City of Mishawaka, Indiana

on this ____________day of ____________________, 2017 at________ o'clock, _____. M.

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

APPROVED BY ME this ____________day of ____________________, 2017 at

______________o'clock, ______. M.

____
David A. Wood, Mayor

CITY OF MISHAWAKA

DAVID A. WOOD, MAYOR

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

Date: March 24, 2017

To: Honorable Members of the Common Council

From: Rebecca Miller

Re: Transfer from LOIT Special Distribution Fund and Additional Appropriation Local Road & Bridge Matching Fund

I am requesting approval for the transfer of $767,500.00 from the LOIT Special Distribution Fund to the Local Road & Bridge Fund as this is our necessary match for the Community Crossings Grant.

This transfer along with the $767,500.00 received from the State must be appropriated, so I am also requesting approval of the additional appropriation for $1,535,000.00.

This ordinance takes care of both the transfer and appropriation in this new fund. This is the final piece of the multi-step process for the Community Crossing Grant.

Thank you for your consideration. Please contact me with any questions.

c: David A. Wood, Mayor
Christine Jamrose, Director of Engineering/City Engineer

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

RECEIVED
DEBORAH S. BLOCK, MMC

MAR 24 2017

CITY CLERK
MISHAWAKA, IN

1st Reading 4-3-17
2nd Reading
Passed
Failed
Continued To

PROPOSED ORDINANCE NO. 2017-15

ORDINANCE NO.____________

AN ORDINANCE DECLARING AN EMERGENCY AND DETERMINING THE EXPENDITURE OF ADDITIONAL FUNDS FOR THE YEAR ENDING DECEMBER 31, 2017

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

Section 1. An emergency exists which requires the appropriation of additional funds for the fiscal year ending December 31, 2017 in addition to that set out in detail in the published budget.

Section 2. There is hereby appropriated from the CEDIT Fund of the City of Mishawaka the sum of $55,000.00 for assignment as follows:

CEDIT

Capital Outlays		
430-50-445-14	Park Equipment	$55,000.00

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

PASSED BY THE COMMON COUNCIL of the City of Mishawaka, Indiana

On this ____________ day of ________________, 2017 at __________ o'clock, ____. M.

____
Ross Deal, Presiding Officer

ATTEST:

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

PRESENTED BY ME to the Mayor of the City of Mishawaka, Indiana

on this ___________day of __________________, 2017 at_______ o'clock, ____. M.

____

Deborah S. Block, IAMC, MMC, City Clerk

APPROVED BY ME this ___________day of __________________, 2017 at

_____________o'clock, _____. M.

____

David A. Wood, Mayor

CITY OF MISHAWAKA

DAVID A. WOOD, MAYOR

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

Date: March 24, 2017

To: Honorable Members of the Common Council

From: Rebecca Miller

Re: Additional Appropriation CEDIT Fund

I am requesting an additional appropriation from the CEDIT fund to purchase a one-ton dump truck for the Park Department. This truck is in the budget in the LOIT Special Distribution fund, but since this fund was set up for street and highway expenditures, I feel this item should be funded out of CEDIT.

Please contact me with any questions.

c: Phil Blasko, Park Superintendent
David A. Wood, Mayor

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