

AGENDA

Committee of the Whole August 11, 2025 at 5:30 PM



Lansing City Hall, Tony Benavides Lansing City Council Chambers
124 W. Michigan Avenue, 10th Floor

To provide input or ask questions on any item that is listed on the agenda,
members of the public may contact the City Council at city.council@lansingmi.gov or (517) 483-4177 prior to the meeting.
To view the meeting live and participate in virtual public comment: <https://www.lansingmi.gov/1212/Council-Committee-Meetings>

Council Member Ryan Kost, Chairperson
Council Member Tamera Carter, Vice Chairperson

1. **Call to Order**
2. **Roll Call**
3. **Minutes**
 - A. July 28, 2025
4. **Public Comment on Agenda Items (Up to 3 Minutes)**
5. **Presentations:**
 - B. Capital Area Transportation Authority - Brad Funkhouser and Andrew Brieschke
 - C. LEDC Presentation on Development Incentives- Director Kris Klein
 - D. Update on the Ovation Project
6. **Discussion/Action:**
 - E. RESOLUTION - Budget Amendment; Human Relations and Community Services (HRCS) Carryforwards from Fiscal Year 2024-2025 to Fiscal Year 2025-2026 -Emergency Transitional Housing
7. **Other**
8. **Adjourn**

Persons with disabilities who need an accommodation to fully participate in these meetings should contact the City Council Office at 517-483-4177 (TTY 711) 24 hour notice may be needed for certain accommodations. An attempt will be made to grant all reasonable accommodation requests.

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MINUTES
Committee of the Whole
Monday, July 28, 2025 @ 6:00 p.m.
Tony Benavides Lansing City Council Chambers

CALL TO ORDER

Council President Kost called the meeting to order at 6:00 p.m.

PRESENT

Councilmember Jeffrey Brown
Councilmember Peter Spadafore
Councilmember Tamera Carter
Councilmember Trini Pehlivanoglu
Councilmember Jeremy Garza
Councilmember Ryan Kost
Councilmember Adam Hussain
Councilmember Brian T. Jackson- excused

OTHERS PRESENT

Sherrie Boak, Council Staff
Mark Lawrence, Mayor's Office- arrived at 6:04 p.m.
Greg Venker, City Attorney
Lisa Hagen-Lawrence, City Attorney
Loretta Stanaway
Anthony Mullen
Nick Zande

Minutes

MOTION BY COUNCIL MEMBER CARTER TO APPROVE THE MINUTES FROM JULY 14, 2025, AS PRESENTED. MOTION CARRIED 7-0.

Public Comment

Ms. Stanaway spoke on candidates speaking to the proposed council change for attendance.

Mr. Zande spoke on the change to the ordinance for council member attendance, and opposed a candidate statement.

Discussion/Action:

RESOLUTION – Reappointment; Anthony Mullen as an At Large Member of the Board of Water and Light for a term to expire June 30, 2029

Mr. Mullen stated he has been on the Commission since 2012 and outlined what he believes he brings to the Commission. His experience is in collections, and he understands when people are having issues with utility services, and is able to assist people first hand with their power and getting it addressed. His belief there are three legs to BWL; City, the rate payers,

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and the employees, and his role is to help balance all three work together to provide service to residents in the greater Lansing area.

Council Member Hussain acknowledged his service so far and asked what his one accomplishment he felt was an impact while serving. Mr. Mullen stated that the event where Ultium, now LG battery factory, in providing jobs to the area and providing low cost service to rate payers and community development. Council Member Hussain acknowledged that often they hear the BWL is just rubber stamping, and asked for one time he disagreed with the GM of BWL and how he worked through that. Mr. Mullen stated that his belief is that water is a human right to survive, and with working with the GM over the last 7 years on a way to split the bill; water and power. That way if they don't have enough to pay the bill, but can pay the water then the water is not shut off to survive. There needs to be more BWL can do, and GM is thinking of whole company as a whole, cost in splitting, but Mr. Mullen stated he will continue to push to make sure the water does not get turned off. Council Member Hussain asked how he has engaged with the public so the rate payers are informed with what is going on with the Board and he can get input. Mr. Mullen stated with his jobs, he meets 100's of people daily, and uses that he educates and provides information in all his interactions; one on one.

Council Member Pehlivanoglu asked BWL is meeting the bench marks for clean energy if they are not State law, and Mr. Mullen stated he would continue to reach those clean energy goals even if it does not ever occur as a State law.

Council Member Brown and Garza acknowledged Mr. Mullen for his service thus far.

MOTION BY COUNCIL MEMBER CARTER TO APPROVE THE RESOLUTION FOR THE REAPPOINTMENT OF ANTHONY MULLEN TO THE LBWL COMMISSION WITH A TERM TO EXPIRE JUNE 30, 2029. MOTION CARRIED 7-0.

RESOLUTION- Set a Public Hearing; Amend Chapter 210, add Section 210.06 City Council Attendance

Council Member Pehlivanoglu read through the proposed amendments in the packet, and summarized that this sets definitions, scale of penalties, sets parameters.

MOTION BY COUNCIL MEMBER PEHLIVANOGLU TO APPROVE THE RESOLUTION TO SET THE PUBLIC HEARING FOR AUGUST 11, 2025. MOTION CARRIED 7-0.

Council Member Hussain acknowledged that they worked on this under leadership in 2024, but under Rule 2 of Council Rules could have been an easier amendment, and it was also an ask of the Charter Commission, and asked if there was a discussion before this for those two options. Council Member Pehlivanoglu stated she spoke to OCA and also heard the Charter Commission, and did not have discussion with Council Rule 2, and thought this would be the best path for least resistance.

Other

No other topics for discussion.

Adjourn

The meeting adjourned at 6:19 pm

Respectfully Submitted by,

Sherrie Boak, Recording Secretary,

Lansing City Council

Approved by the Committee

OVERVIEW OF DEVELOPMENT INCENTIVES: TAX ABATEMENTS & TAX INCREMENT FINANCING



**Lansing Economic
Development Corporation**

Topics

- What are Tax Abatements/TIFs and How They Work
- What Projects Could Qualify
- Benefits
- Common Programs
- Project Example & Tax Impact
- Brownfield Policy



What are Tax Abatements and TIF?

- Tax Abatement and Tax Increment Financing (TIF) tools operate on the increase of taxable value from real estate reinvestment, rehabilitation, redevelopment, and new construction projects.
- Significant improvements to real estate will increase the taxable value of the property.
- These tools support real estate investment by decreasing the property tax burden, which can reduce operating expenses and strengthen a project's cashflow or may be used to back additional project financing to support the redevelopment cost.





What are Tax Abatements and TIF?

Tax Abatement:

A reduction or freezing of real estate taxes on a property for a period of time to support property rehabilitation and new development projects.

Tax Increment Financing (TIF):

The use of future tax revenue increases on a property to reimburse certain costs of a new development or rehabilitation.



What Projects Could Qualify?

- **Commercial** (e.g. Office, Retail, Restaurant)
- **Industrial** (e.g. Manufacturing, R & D)
- **Multi-Family Residential** (e.g. Multi-Unit Dwellings/Apartments)
- **Mixed-use** (e.g. First Floor Commercial, Upper Floors Residential)
- **Single Family Homes**

**May include Real and/or Personal Property Taxes, depending on the program.*

**Certain programs, such as Brownfield TIF, can only assist with specific eligible activities/costs of a project.*





Importance of TIF and Tax Abatements

- Supports new job creation, business expansion, and more housing
- Reduces threats to public health by cleaning up contaminated properties
- Promotes investment in blighted, vacant, and underutilized properties
- Helps offset increased construction costs and lower revenues
- Increased taxes from investment that would not occur without these programs
 - e.g. pass-through/tax sharing, new income and personal property taxes
- Supports public infrastructure improvements
 - Examples include: landscaping and lighting in public right of way, trail and sidewalk extensions, stormwater management, and riverfront improvements



Brownfield TIF Program

- **Brownfield – Environmental and Non-Environmental Activities - TIF**
 - New Construction or Rehabilitation of Existing Buildings
 - Functionally Obsolete, Blighted, Contaminated (Facility) Property
 - Reimbursement only applies to specific eligible costs (e.g. environmental assessment and cleanup, lead/asbestos abatement, demolition, site preparation, public infrastructure)
- **Brownfield – Housing Activities - TIF**
 - New Construction or Rehabilitation of Existing Buildings
 - Development of Income-Qualified Housing Units (<120% AMI)
 - Reimbursement only applies to specific eligible costs (e.g. same as above, plus construction costs, financing, rental gap)





Brownfield Housing TIF Overview

- The Brownfield Redevelopment Financing Act was amended in 2023 to expand definitions of eligible property and eligible activities for TIF reimbursement to include housing property and housing activities.
- MSHDA approves housing TIF plans that include capture of state school taxes and that request reimbursement for development activities for attainable housing (under 120% Area Median Income or “AMI”)
- Requires projects to include units priced at or below 120% AMI



Brownfield Housing TIF Overview

County: 33 Ingham

Income	1 Person	2 Person	3 Person
20%	14,120	16,140	18,140
25%	17,650	20,175	22,675
30%	21,180	24,210	27,210
35%	24,710	28,245	31,745
40%	28,240	32,280	36,280
45%	31,770	36,315	40,815
50%	35,300	40,350	45,350
55%	38,830	44,385	49,885
60%	42,360	48,420	54,420
70%	49,420	56,490	63,490
80%	56,480	64,560	72,560
100%	70,600	80,700	90,700
120%	84,720	96,840	108,840
125%	88,250	100,875	113,375
140%	98,840	112,980	126,980
150%	105,900	121,050	136,050

Rent By Person	1 Person	2 Person	3 Person
20%	353	403	453
25%	441	504	566
30%	529	605	680
35%	617	706	793
40%	706	807	907
45%	794	907	1,020
50%	882	1,008	1,133
55%	970	1,109	1,247
60%	1,059	1,210	1,360
80%	1,412	1,614	1,814
100%	1,765	2,017	2,267
120%	2,118	2,421	2,721
125%	2,206	2,521	2,834
140%	2,471	2,824	3,174
150%	2,647	3,026	3,401



Brownfield Housing TIF Overview

Employer/Job	Average Annual Salary	Area Median Income (AMI)
City of Lansing - All Employees (2022)	\$47,083	70%
Lansing School District - All Employees (2023)	\$44,500	70%
State of Michigan Dept. Analyst Trainee (2024)	\$52,660	80%



Tax Abatement Programs

- **Obsolete Properties Rehabilitation Act (OPRA)**
 - Rehabilitation, Reconstruction, or Expansion of Existing Commercial Buildings
 - Functionally Obsolete Property
- **Commercial Rehabilitation Act Exemption (CRE)**
- **Industrial Facilities Tax Exemption**
- **New Personal Property Tax Exemption**
- **Attainable Housing/Residential Housing Exemptions**
 - New Construction or Rehabilitation of Existing Buildings (<4 units and >4 units)
 - Development of Income-Qualified Housing Units (<120% AMI)
- **Neighborhood Enterprise Zones (NEZ)**



Project Example

- Redevelopment of a Mixed-Use Building
- Total Project Hard Costs: \$1,500,000
- Current Taxable Value (before project): \$100,000
 - Current Property Taxes: \$8,005/year
- Future Taxable Value (after completion): \$500,000
 - Property Taxes (Year 1): \$40,026

**All scenarios using Millage Rates and Local Policy w/variances for property in the City of Lansing, Ingham County*

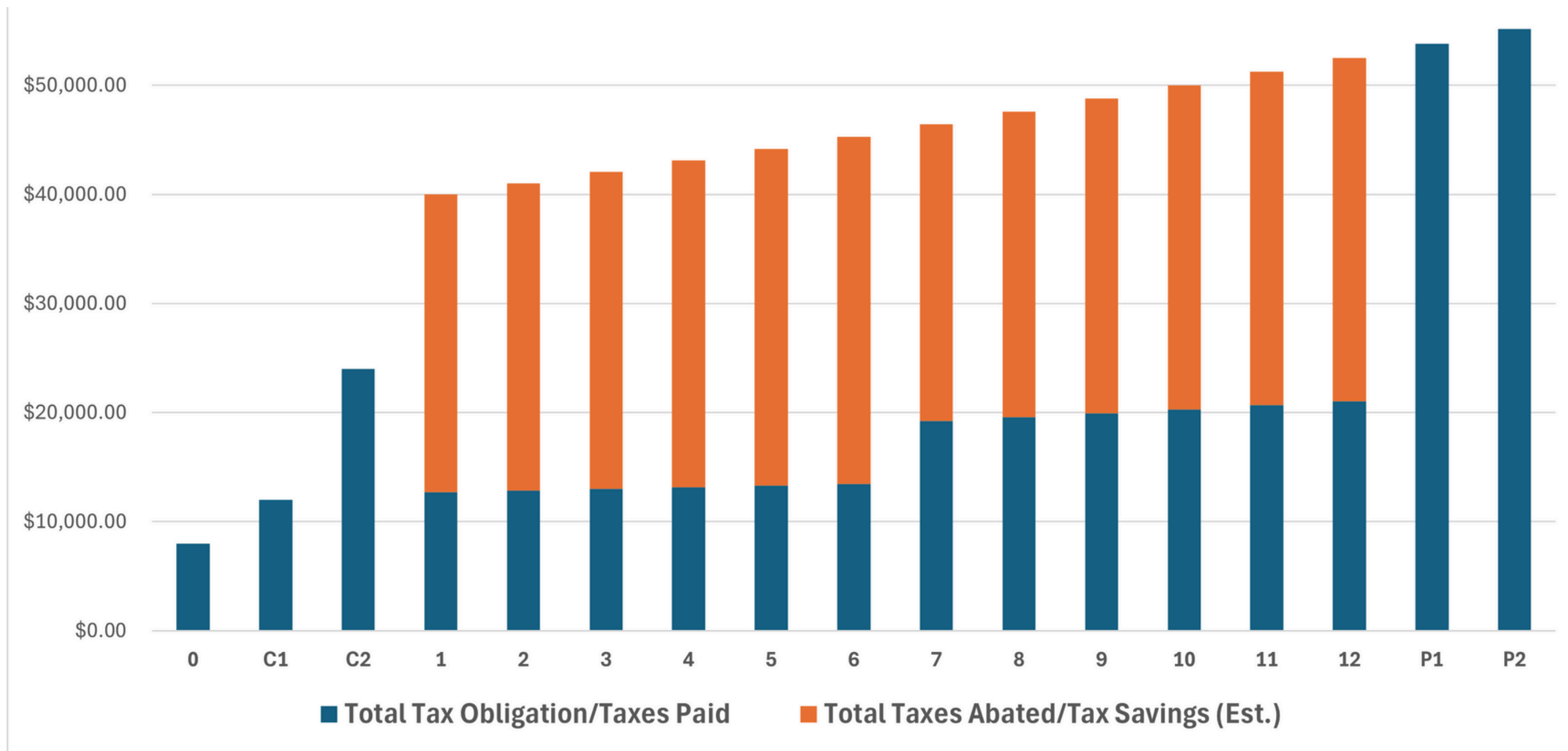
**Example for demonstration purposes only*

Tax Abatement (OPRA) Example

**Average
Annual Taxes
(12 years)**

**Paid:
\$16,604**

**Abated:
\$29,411**

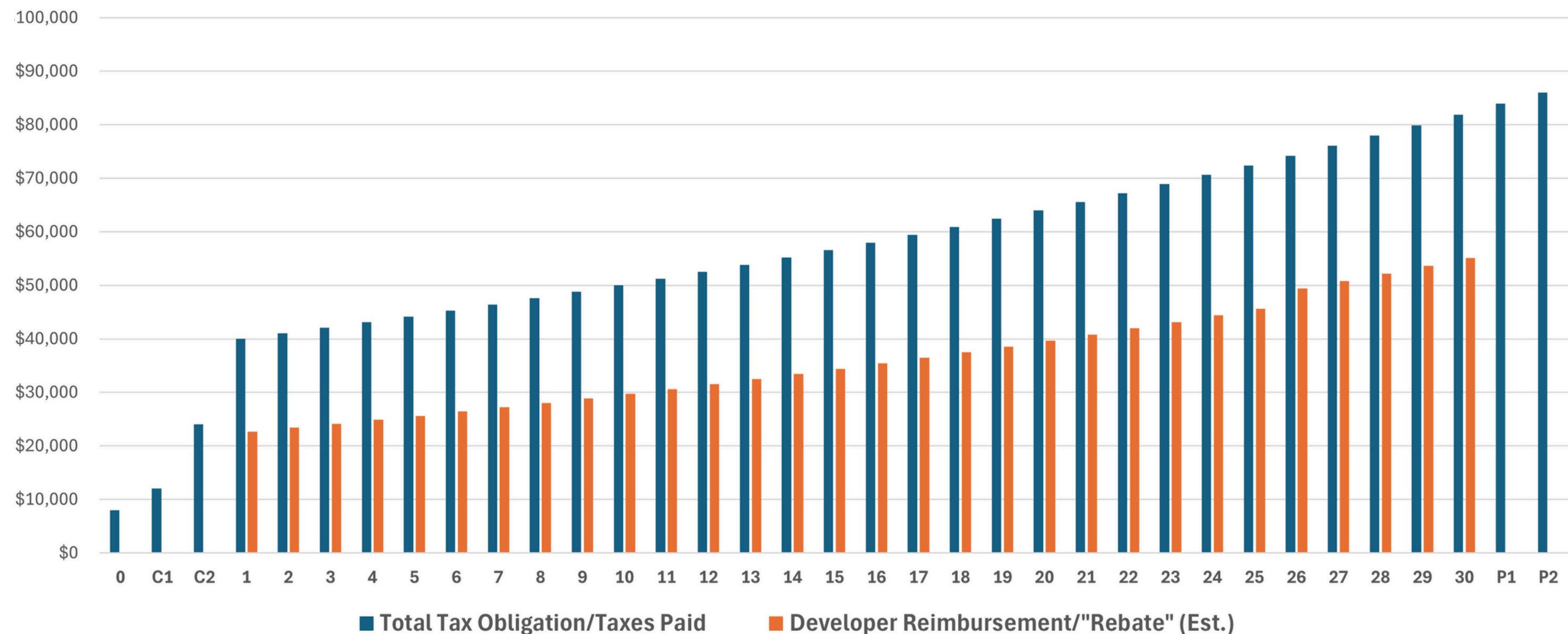


Brownfield TIF Example

**Average
Annual Taxes
(12 years/30 years)**

**Paid:
\$46,015 / \$58,575**

**Reimbursed:
\$26,928 / \$36,263**



Brownfield TIF Example

	Project w/ Brownfield	No Project
Taxes Paid*	\$1,757,247	\$378,473
Captured Tax (Brownfield Disbursements)	\$1,212,907	\$0
Developer/Eligible Cost Reimbursement	\$1,087,887	\$0
LBRF & Admin	\$81,298	\$0
State BRF	\$43,722	\$0
Net Tax Revenue	\$544,341	\$378,473
Base TV Taxes	\$240,156	\$240,156
New Taxes (All Mills)	\$304,185	\$138,317
Pass-Through	\$134,767	\$0
Non-Capturable (Debt Mills)	\$169,418	\$0

**Estimated real property taxes during 30-year Brownfield Plan w/2.5% growth rate
Does not include new income tax revenue or other project benefits*





Brownfield Plan Policy

The Lansing Brownfield Redevelopment Authority (LBRA) recently revised their Brownfield Plan Policy, effective July 11, 2025.

Highlights:

- Encourages public infrastructure improvements
- Promotes investment in identified development areas/districts
- Supports emerging developers
- Limits program eligibility if a project does not meet development priorities
- Provides transparency to development community
- Helps align development with local development priorities and needs





Brownfield Plan Policy

Requirements of All Proposed Brownfield Plans:

1. Must align with the policy and local planning documents (e.g., Comprehensive Plan, Housing Needs Assessment, Sustainability Plan).
2. Project must qualify under state law.
3. Project must demonstrate a financial gap.
4. Project must include significant public infrastructure improvements.



Brownfield Plan Policy

Variance Criteria:

- Projects by Emerging Developers
- Projects in TIFA, PSD, CIA, or Targeted Redevelopment Areas (Neighborhoods of Focus, Opportunity Zones, REO Town, publicly-owned parcels w/RFP)
- Request is for reimbursement of EGLE-eligible activities only

	Old Policy	New Policy (With Variance)	New Policy (No Variance)
Pass-through	10%	Negotiable	≤20%
LBRF/Admin.	10%	≤2.5%	≤15%
Plan Duration (Max.)	30 years	30 years	15 years

OVERVIEW OF DEVELOPMENT INCENTIVES: TAX ABATEMENTS & TAX INCREMENT FINANCING

THANK YOU

KRIS KLEIN
PRESIDENT & CEO
KRIS@LANSINGEDC.COM



**Lansing Economic
Development Corporation**

5. Presentations:

D. Update on the Ovation Project

Historical Information - Attachments include:

- 2022 - Grant – \$2 million -Res. 2022-309
- 2022 - Bond -Up to \$20 million General Obligation Bonds (per second WHEREAS – “to acquire and construct within the City certain capital improvements, including a public media and performing arts center,.....) -Res. 2022-308
- 2023 -Grant – \$5 million; Michigan Strategic Fund; “performance based grant” Res. 2023-018
- 2023- Naming Rights invitation to Triterra
- 2024 – Naming Rights invitation to Christman
- 2024- Brownfield #77 Amendment- 500 Block Redevelopment – 33 years. Added in Ovation as Phase II of the Brownfield. (Pages 1-12 from Brownfield Plan, and Res. 2024-054)
- 2024- Resolution- Council concerns on funding and willingness to sell -Res. 2024-047
- 2025- Ovation Presentation from 1/27/25
- 2025-Excerpt from the COW minutes 1/27/2025
- 2025-Dymaxion Spending Report dated 1/24/2025
- 2025-Ovation Spend to Date Report dated 12/31/2024 submitted to Internal Auditor 1/7/2025

Continue to watch for additional updates



LANSING CITY COUNCIL

GRANT INFORMATION FORM

(Required for all grant applications and acceptances)

REFERRAL DATE: 10/10/2022

GRANT NAME: Michigan Enhancement Grant

DEPARTMENT: Lansing Public Media Center

CONTACT PERSON (INCLUDE EMAIL AND PHONE): Dominic.Cochran@lansingmi.gov 517-862-6159

APPLICATION DATE 3-1-2021 AWARD DATE: 9-29-2021

GRANT CYCLE: _FY22 State Budget_____ Check One: ____Annual __X__One-Time

FUND AMOUNT: \$2,000,000 (Breakdown below should total this amount)

GOODS & SERVICES

PERSONNEL

CONSTRUCTION \$2,000,000.00

LAND \$0.00

OTHER (Training)

CITY MATCH (IF APPLICABLE): \$ N/A

GRANT PAYS FOR: Construction of Ovation Performing Arts Center

FUND ALLOCATIONS (Please describe the purpose of the grant and allowable uses):

Direct appropriation to City of Lansing from state of Michigan to help pay for the cost of construction of the Ovation Performing Arts Center

Resolution #2022-309

By the Committee of the Whole
Resolved by the City Council of the City of Lansing

WHEREAS, the City of Lansing, Counties of Ingham and Eaton, State of Michigan (the "City"), plans to finance the development of, and provide for the operation of, a public media and performing arts center to be located within the City (the "Project"); and

WHEREAS, prior to September 30, 2022, the City submitted an application (the "Application") to the Michigan Economic Development Corporation (the "MEDC"), grant administrator on behalf of the State of Michigan (the "State"), for a Michigan Enhancement Grant; and

WHEREAS, pursuant to Section 1096(76) of 2021 Michigan Public Act 87 ("Act 87"), the State has earmarked two million dollars (\$2,000,000) (the "Grant") of the funds appropriated for Michigan Enhancement Grants to the City, to assist with the financing of the Project; and

WHEREAS, specifically, Section 1096(76) of Act 87 states that the Grant is for a music and arts center in a city with a population greater than 100,000 and in a county with a population between 275,000 and 300,000 according to the 2010 federal decennial census; and

WHEREAS, it is anticipated that, upon receipt and processing of the Application, the MEDC will confirm the Grant in favor of the City; and

WHEREAS, pursuant to this Resolution, the City, by and through its City Council, wishes to accept and appropriate the Grant to support the financing of the Project; and

WHEREAS, while there is no local match requirement for the Grant, the City has demonstrated its additional anticipated financing sources for the Project in the Application.

NOW, THEREFORE, BE IT RESOLVED the City Council of the City accepts the Michigan Enhancement Grant in the amount of \$2,000,000 and appropriates such funds as necessary to support the financing of or provide security for the Project; and

BE IT RESOLVED, the total amount of the Grant funds may be received from the MEDC in one or more distributions; and

BE IT RESOLVED, the Mayor of the City and the Finance Director or their designees are authorized to create appropriate accounts to make necessary operating transfers for the expenditure and control of the balance of the awarded Grant for the benefit of the Project as ultimately designed; and

BE IT RESOLVED, the Mayor of the City and the Finance Director or their designees are authorized representatives to execute any documents on behalf of the City or its affiliate, including a Grant Agreement with the MEDC, the Michigan Strategic Fund or any other party relating to the receipt of the Grant and application of Grant funds for the benefit of the Project; and

BE IT RESOLVED, that the acceptance, approvals and authorizations contained in this Resolution will apply to the Grant, including if the amount of the Grant is increased from time to time, and including the negotiation and execution of any additional documentation reflecting such increases.

Resolution #2022-308

By the Committee of the Whole
Resolved by the City Council of the City of Lansing

City of Lansing
Counties of Ingham and Eaton, State of Michigan

**RESOLUTION AUTHORIZING ISSUANCE AND SALE OF
LIMITED TAX GENERAL OBLIGATION BONDS**

A RESOLUTION TO APPROVE:

- Up to \$20,000,000 of Limited Tax General Obligation Bonds to finance lawful capital improvement needs of the City;
- Sale of Bonds in one or more series;
- Pledge of City's full faith and credit for the payment of the Bonds;
- Authorized Officers to sell Bonds without further Council action;
- Rating application, official statement, and continuing disclosure; and
- Other matters necessary to sell and deliver the Bonds.

WHEREAS, the City, a municipal corporation of the State, has been duly created under the provisions of Act 279, pursuant to which the City has the comprehensive home rule power conferred upon it by Act 279 and the Constitution, subject only to the limitations on the exercise of that power contained in the Constitution, by statute of the State or by provisions of the Charter; and

WHEREAS, the City determines it to be necessary for the public health, safety and welfare of the City and its residents to acquire and construct within the City certain capital improvements, including a public media and performing arts center, with parking and other necessary appurtenances and infrastructure (collectively, the "Capital Improvements"); and

WHEREAS, under the provisions of Section 517 of Act 34 a City may issue municipal securities to pay the cost of any capital improvement items within the limitations provided by law; and

WHEREAS, staff of the City recommend that issuance by the City of its Capital Improvement Bonds (Limited Tax General Obligation) under Section 517 of Act 34 in an amount not to exceed Twenty Million Dollars (\$20,000,000) (the "Bonds") for the purpose of financing costs of acquisition and construction of the Capital Improvements is the most practical means to that end; and

WHEREAS, it is proposed that the Bonds be limited tax general obligation bonds secured by a pledge of the City's full faith and credit, subject to constitutional, statutory and charter limitations; and

WHEREAS, as additional security for the Bonds, the City anticipates contractually pledging certain public, education and government access facilities and services fees

("PEG Fees") it receives as a franchising entity pursuant to 2006 Michigan Public Act 480 (the Uniform Video Services Local Franchise Act); and

WHEREAS, not less than 45 days prior to the issuance of the Bonds, a notice of intent to issue bonds must be published in accordance with Section 517 of Act 34, a form of which is attached as Exhibit B ("Notice of Intent"), which will provide that the proposed Bonds may be issued without a vote of the electors of the City unless the requisite petitions for an election on the question of the issuance of the Bonds are filed with the Clerk of the City ("City Clerk") within a period of 45 days from the date of publication; and

WHEREAS, Act 34 permits the City to authorize, within limitations which shall be contained in the authorizing resolution of the governing body, an Authorized Officer to sell and deliver and receive payment for obligations, approve interest rates or methods for fixing interest rates, prices, discounts, maturities, principal amounts, denominations, dates of issuance, interest payment dates, redemption rights, the place of delivery and payment, and other matters and procedures necessary to complete the transactions authorized; and

WHEREAS, the City Council of the City ("Council") wishes to authorize an Authorized Officer to sell and deliver and receive payment for the Bonds without the necessity of Council taking further action prior to sale and delivery of the Bonds.

WHEREAS, the Bonds will be issued pursuant to such terms and bear interest at such rates as finally determined at the time of sale of such Bonds in one or more Sale Orders in accordance with the parameters of this Resolution or the terms of a Bond Purchase Agreement; and

WHEREAS, the Council desires to delegate to any Authorized Officer the authority to make certain determinations with respect to the Bonds, if necessary, within the parameters of this Resolution and to take such other actions and make such other determinations as may be necessary to accomplish the sale and delivery of the Bonds and the transactions contemplated by this Resolution, as shall be confirmed in one or more Sale Orders or a Bond Purchase Agreement; and

WHEREAS, the Council wishes to authorize the determination of the method of sale of the Bonds pursuant to a Sale Order, which sale will be by either (a) negotiated sale to one or more underwriters, (b) public/competitive sale or (c) private placement with a designated purchaser; and

WHEREAS, if the Bonds are sold pursuant to a negotiated or public/competitive sale, the Council desires to authorize the submission of disclosure information in connection with the distribution of one or more preliminary official statements (together with any supplements thereto, each a "Preliminary Official Statement") and final official statements (together with any supplements thereto, each an "Official Statement") in connection with the offering for sale of a certain series or all of the Bonds; and

WHEREAS, if the Bonds are sold pursuant to a negotiated or public/competitive sale, it will be required, as a condition precedent to the purchase of the Bonds, that the City agree to provide continuing disclosure as required by Section (b)(5) of Rule 15c2-12 promulgated by the Securities and Exchange Commission under the Securities and Exchange Act of 1934, as amended; and

WHEREAS, the Bonds may be issued as tax-exempt bonds pursuant to the requirements of the Code, in reliance on the advice of the City's Municipal Advisor and the City's Bond Counsel, each as appointed and defined below.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY THAT:

ARTICLE I

DEFINITIONS AND INTERPRETATION

Section 101. Definitions. The words and terms defined in the preambles and recitals hereof and the following words and terms as used in this Resolution shall have the meanings ascribed therein or herein to them unless a different meaning clearly appears from the context:

"Act 34" means the Revised Municipal Finance Act, Act 34, Public Acts of Michigan, 2001, as amended.

"Act 279" means the Home Rule City Act, Act 279, Public Acts of Michigan, 1909, as amended.

"Authorized Officer" means each of the Mayor, the Deputy Mayor, the City Clerk, the Chief Strategy Officer and the Finance Director of the City.

"Bond Counsel" means Dykema Gossett PLLC, attorneys of Lansing, Michigan.

"Bondholder," "Bondowner," "Owner" or "Registered Owner" means, with respect to any Bond, the person in whose name such Bond is registered in the Bond Registry.

"Bond Insurer" means the issuer of a Municipal Bond Insurance Policy with respect to the Bonds, if any, named in the Sale Order.

"Bond Purchase Agreement" means each bond purchase agreement between the City and the Underwriters or purchaser or purchasers of the Bonds providing for the terms and conditions of the purchase of the Bonds.

"Bond Registry" means the books for the registration of Bonds maintained by the applicable Transfer Agent.

"Bonds" means the City's 2022 or 2023 Limited Tax General Obligation Bonds, issued in one or more series, as authorized by Article III of this Resolution.

“Bonds Maximum Interest Rate” means a rate of interest not to exceed the maximum rate permitted by law.

“Bonds Maximum Principal Amount” means an amount not to exceed twenty million dollars (\$20,000,000).

“Capital Improvement Fund” means the fund so designated and established under Section 501 hereof.

“Charter” means the Home Rule Charter of the City, as amended from time to time.

“City” means the City of Lansing, Counties of Ingham and Eaton, State of Michigan.

“Code” means the Internal Revenue Code of 1986, as amended.

“Constitution” means the Constitution of the State of Michigan of 1963, as amended.

“Council” means the City Council of the City of Lansing, Michigan.

“Debt Retirement Fund” means the fund so designated and established under Section 501 hereof.

“Fiscal Year” means the fiscal year of the City as in effect from time to time.

“Interest Payment Date” has the meaning given such term in Section 303.

“Mayor” means the mayor of the City or his designee.

“Municipal Advisor” means Robert W. Baird & Co. Incorporated, Lansing, Michigan.

“Municipal Bond Insurance Policy” means one or more policies of municipal bond insurance, if any, issued by the Bond Insurer insuring the payment when due of the principal of and interest on the Bonds determined to be insured as set forth in a Sale Order.

“Non-Arbitrage and Tax Compliance Certificate” means each Non-Arbitrage and Tax Compliance Certificate of the City regarding rebate requirements and other tax responsibilities of the City relating to the Bonds under the Code.

“Regular Record Date” has the meaning given such term in Section 303.

“Resolution” means this Resolution, as supplemented by one or more Sale Orders.

"Sale Order" means the order or orders executed by an Authorized Officer approving the sale of any series of Bonds and making certain determinations and/or confirming the final details of such Bonds upon the sale thereof in accordance with the parameters of this Resolution and the terms of the Bond Purchase Agreement.

"State" means the State of Michigan.

"Transfer Agent" means a bank or trust company to be selected by an Authorized Officer of the City to serve as the transfer agent or paying agent.

"Underwriters" means such underwriter or underwriters as shall be designated in the Sale Order.

Section 102. Interpretation. (a) Words of the feminine or masculine genders include the correlative words of the other gender or the neuter gender.

(b) Unless the context shall otherwise indicate, words importing the singular include the plural and vice versa, and words importing persons include corporations, associations, partnerships (including limited partnerships), trusts, firms and other legal entities, including public bodies, as well as natural persons.

(c) Articles and Sections referred to by number mean the corresponding Articles and Sections of this Resolution.

(d) The terms "hereby," "hereof," "hereto," "herein," "hereunder" and any similar terms as used in this Resolution, refer to this Resolution as a whole unless otherwise expressly stated.

ARTICLE II DETERMINATIONS

Section 201. Authorization of Bonds: Finding and Declaration of Need to Borrow. The Council hereby finds and declares that it is necessary for the City to borrow hereunder such sum as shall be determined by an Authorized Officer not in excess of the Bonds Maximum Principal Amount and to evidence such borrowing by the issuance of the Bonds not in excess, in aggregate principal amount, of such Bonds Maximum Principal Amount, pursuant to the Charter and in accordance with the provisions hereof, for the purpose of paying all or part of the costs of acquiring and constructing the Capital Improvements, including the costs incidental to the issuance, sale and delivery of the Bonds, all as finally confirmed by an Authorized Officer in the Sale Order.

The Bonds shall consist of bonds in fully-registered form in denominations of \$5,000, or integral multiples thereof, or in minimum denominations of \$100,000 and \$5,000 additional integral multiples thereof, not exceeding for each maturity the maximum principal amount of that maturity, numbered as determined by the Transfer Agent (as hereinafter defined). The Bonds shall bear interest at the rates determined upon sale of the Bonds but in any event the net interest cost of any Tax-Exempt Bonds (as defined

below) shall not exceed 6.00% per annum and the net interest cost of any Taxable Bonds (as defined below) shall not exceed 9.00% per annum. The Bonds shall bear interest, mature as serial bonds, term bonds or drawdown bonds, and be payable at the times and in the manner as may be determined by the Authorized Officer in a Sale Order at the time of sale of the Bonds. The Bonds shall be dated as of the date of delivery thereof or as may be otherwise determined by the Authorized Officer at the time of sale of the Bonds. The Bonds may be subject to redemption prior to maturity at the times and prices and in the manner as may be determined by the Authorized Officer at the time of sale of the Bonds.

The Bonds may be issued in book-entry only form through The Depository Trust Company in New York, New York ("DTC") and the Authorized Officer is authorized to execute such custodial or other agreement with DTC as may be necessary to accomplish the issuance of the Bonds in book-entry only form, and to make such changes in the form of the Bonds within the parameters of this resolution as may be required to accomplish the foregoing.

Interest on the Bonds shall be payable to the registered owner of record as of the fifteenth (15th) day of the month prior to the payment date for each interest payment. The record date of determination of registered owners for purposes of payment of interest as provided in this paragraph may be changed by the City to conform to market practice in the future. Interest shall be payable by check or draft drawn on the Transfer Agent mailed to the registered owner at the registered address, as shown on the registration books of the City maintained by the Transfer Agent. The principal of the Bonds shall be payable upon presentation and surrender of such Bonds to the Transfer Agent. Notwithstanding the foregoing, if the Bonds are held in book-entry form by DTC, payment shall be made in the manner prescribed by DTC.

The Authorized Officer is hereby authorized to appoint a bank or trust company to act as bond registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds. The Authorized Officer is hereby authorized to execute one or more agreements with the Transfer Agent on behalf of the City. The City reserves the right to replace the Transfer Agent at any time, provided written notice of such replacement is given to the registered owners of record of the Bonds not less than sixty (60) days prior to an interest payment date.

ARTICLE III

AUTHORIZATION; PLEDGE; SECURITY; DESIGNATIONS; REDEMPTION OF THE BONDS

Section 301. Limited Tax Pledge; Security. (a) The City hereby irrevocably pledges its limited tax full faith and credit for the prompt payment of the Bonds. The Bonds will be a first budget obligation of the City, payable from the general funds of the City including the collection of ad valorem taxes on all taxable property in the City subject to applicable constitutional, statutory and charter tax rate limitations. The City shall levy annually ad valorem taxes on all the taxable property in the City which, taking into consideration estimated delinquencies in tax collections, shall be fully sufficient to pay the

principal and interest on the Bonds; provided, however, that if at the time of making any such tax levy there shall be other legally available funds for the payment of principal of and interest on the Bonds, then credit therefor may be taken against the levy for payment of the Bonds. The rights or remedies of Bondholders may be affected by bankruptcy, insolvency, fraudulent conveyance or other laws affecting creditors' rights generally now existing or hereafter enacted and by the application of general principles of equity including those relating to equitable subordination.

(b) Each Authorized officer is authorized to further contract for or otherwise obligate the PEG Fees toward payment of the Bonds

(c) Each Authorized Officer is hereby authorized to negotiate and execute any indenture or indentures, or agreements as shall be deemed necessary by an Authorized Officer and confirmed in a Sale Order for and on behalf of the City, to provide for the pledge of security and otherwise to secure payment of the Bonds.

Section 302. Tax-Exempt Bonds; Taxable Bonds. The Authorized Officers are each hereby authorized and directed to determine whether all or any portion of the Bonds shall be sold as: (i) Bonds the interest on which is excluded from gross income for federal income tax purposes ("Tax-Exempt Bonds"), or (ii) taxable Bonds the interest on which, if any, is included in gross income for federal income tax purposes under the Code ("Taxable Bonds"), or any combination thereof.

Section 303. Designations, Dates, Interest Rates, Maturities, Redemption and Other Terms of the Bonds.

(a) The Bonds shall be issued in one or more series to be designated as "LIMITED TAX GENERAL OBLIGATION BONDS", or such other designation determined by an Authorized Officer. The Bonds shall further bear a series designation corresponding to the year of issuance and other necessary identifying information as shall be provided in the Sale Order; shall be issued in fully registered form as serial bonds, term bonds, a combination thereof, or as a single instrument bond, as provided in the Sale Order. Each series of Bonds shall be dated and issued in authorized denominations all as determined in the Sale Order.

(b) In making the determinations set forth in this Resolution with respect to the Sale Order, the Authorized Officers shall be limited to the parameters as follow:

(1) The first maturity date or mandatory sinking fund redemption date for each series of the Bonds shall not be later than five (5) years from the date of issuance; and the final maturity dates for the Bonds shall not be later than the earlier of (i) the last year of the weighted average estimated period of usefulness of the Capital Improvements or (ii) 30 years.

(2) To the extent permitted by applicable law, the Bonds may be sold with an original issue premium or original issue discount in an amount as determined by an Authorized Officer.

(3) The maximum rate of interest on the Bonds shall not exceed the Bonds Maximum Interest Rate.

(c) The Bonds shall mature on such dates and shall bear interest at such rates on a fixed and/or variable and tax-exempt or taxable basis not in excess of the legal limit, and payable on such dates (each an "Interest Payment Date"), all as shall be provided in a Sale Order. Unless otherwise provided by an Authorized Officer in a Sale Order, interest on the Bonds shall be calculated on the basis of a 360-day year consisting of twelve 30-day months. The Bonds shall be payable as to principal and interest in lawful money of the United States of America.

(d) Except as may be otherwise provided by an Authorized Officer in a Sale Order, interest on the Bonds shall be payable on each Interest Payment Date to the Registered Owner of record as of the 15th day of the month, whether or not a Business Day (a "Regular Record Date"), prior to each Interest Payment Date. Interest on the Bonds shall be payable to such Registered Owners by check or draft drawn on the Transfer Agent on each Interest Payment Date and mailed by first class mail or, upon the written request of the Owner of \$1,000,000 or more in aggregate principal amount of Bonds (with complete wiring instructions no later than the Regular Record Date for such Interest Payment Date), by wire transfer by the Transfer Agent to such Owner. Such a request may provide that it will remain in effect with respect to subsequent Interest Payment Dates unless and until changed or revoked at any time prior to a Regular Record Date by subsequent written notice to the Transfer Agent.

(e) The principal of the Bonds shall be payable to the Owners of the Bonds upon the presentation of the Bonds to the Transfer Agent at the principal corporate trust office of the Transfer Agent. If the Bonds are held in book-entry form by the Depository Trust Company in New York, New York ("DTC"), payment shall be made in the manner prescribed by DTC

(f) The Bonds may be subject to redemption and/or tender for purchase prior to maturity or shall not be subject thereto, upon such terms and conditions as shall be provided by an Authorized Officer in the Sale Order delivered in connection with the Bonds.

Unless waived by any Registered Owner of the Bonds to be redeemed, official notice of redemption shall be given by the Transfer Agent on behalf of the City. Such notice shall be dated and shall contain at a minimum the following information: original issue date; maturity dates; interest rates, CUSIP numbers, if any; certificate numbers, and in the case of partial redemption, the called amounts of each certificate; the redemption date; the redemption price or premium; the place where the Bonds called for redemption are to be surrendered for payment; and that interest on the Bonds or portions thereof called for redemption shall cease to accrue from and after the redemption date.

In addition, further notice shall be given by the Transfer Agent in such manner as may be required or suggested by regulations or market practice at the applicable time,

but no defect in such further notice nor any failure to give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as prescribed herein.

(g) An Authorized Officer, after consultation with Bond Counsel and the Municipal Advisor, may designate and issue the Bonds as "qualified tax-exempt obligations" for purposes of interest expense by financial institutions as defined in Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

Section 304. Execution, Authentication and Delivery of Bonds. The Bonds shall be executed in the name of the City by the manual or facsimile signatures of the Authorized Officers and authenticated by the Transfer Agent, or a trustee if an indenture is executed in connection with the issuance of the Bonds, and the seal of the City (or a facsimile thereof), if applicable, shall be impressed or imprinted on the Bonds. After the Bonds have been executed and authenticated for delivery to the original purchaser thereof, they shall be delivered to the purchasers thereof upon receipt of the purchase price. If the Bonds are not authenticated, then at least one signature on the Bonds shall be a manual signature. The Bonds shall be delivered to the Transfer Agent for authentication and be delivered by the Transfer Agent to the purchaser or other person in accordance with instructions from the Authorized Officer.

Section 305. Mutilated, Destroyed, Stolen or Lost Bonds. (a) Subject to the provisions of Act 354, Public Acts of Michigan, 1972, as amended, and any other applicable law, if (i) any mutilated Bond is surrendered to the City, and the City receives evidence to its satisfaction of the destruction, loss or theft of any Bond and (ii) there is delivered to the City such security or indemnity as may be required by it to save the City harmless, then, in the absence of notice to the City that such Bond has been acquired by a bona fide purchaser, the City shall execute and deliver in exchange for or in lieu of any such mutilated, destroyed, lost or stolen Bond, a new Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding.

(b) If any such mutilated, destroyed, lost or stolen Bond has become or is about to become due and payable, the City in its discretion may, instead of issuing a new Bond, pay such Bond.

(c) Any new Bond issued pursuant to this section in substitution for a Bond alleged to be mutilated, destroyed, stolen or lost shall constitute an original additional contractual obligation on the part of the City, and shall be equally secured by and entitled to equal proportionate benefits with all other Bonds of like tenor issued under this Resolution.

Section 306. Form of the Bonds. The Bonds shall be in substantially the following form with such insertions, omissions, substitutions and other variations as shall not be inconsistent with this Resolution or permitted by the Sale Order or as approved by an Authorized Officer and Bond Counsel:

[Remainder of page intentionally left blank]

[Form of Bond]

United States of America
State of Michigan
Counties of Ingham and Eaton

CITY OF LANSING
[2022/2023] LIMITED TAX GENERAL OBLIGATION BOND

<u>Interest Rate</u>	<u>Date of Maturity</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
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Registered Owner:

Principal Amount: _____ Dollars (\$ _____)

The CITY OF LANSING, Counties of Ingham and Eaton, State of Michigan (the "City"), acknowledges itself to owe and for value received hereby promises to pay to the Registered Owner specified above, or registered assigns, the Principal Amount specified above, in lawful money of the United States of America, on the Date of Maturity specified above, unless prepaid prior thereto as hereinafter provided, with interest thereon (computed on the basis of a 360-day year consisting of twelve 30-day months) from the Date of Original Issue specified above or such later date to which interest has been paid, until paid, at the Interest Rate per annum specified above, first payable on _____ 1, 20__ and semiannually thereafter. Principal of this bond is payable at the corporate trust office of _____, _____, _____, or such other transfer agent as the City may hereafter designate by notice mailed to the registered owner not less than sixty (60) days prior to any interest payment date (the "Transfer Agent"). Interest on this bond is payable to the registered owner of record as of the fifteenth (15th) day of the month preceding the interest payment date as shown on the registration books of the City kept by the Transfer Agent by check or draft mailed to the registered owner of record at the registered address.

The limited tax full faith, credit and resources of the City are pledged for the payment of the Bonds of this issue, and the City has pledged that it shall pay the principal of and interest on the Bonds of this issue as they mature as a first budget obligation from its general fund and, after taking into account funds which the City may have legally available for payment of principal of and interest on the Bonds of this issue, shall levy annually ad valorem taxes on all taxable property in the City sufficient to pay the principal

of and interest on the Bonds of this issue subject to applicable constitutional, statutory, and charter tax rate limitations.

Additionally, the City has committed certain public, education and government access facilities and services fees ("PEG Fees") it receives as a franchising entity pursuant to 2006 Michigan Public Act 480 (the Uniform Video Services Local Franchise Act) toward payment of the principal of and interest on the Bonds, to the extent such funds continue to be available.

[This bond is one of a series of [2022/2033] Limited Tax General Obligation Bonds (the "Bonds") aggregating the principal sum of \$_____, issued for the purpose of acquiring, constructing and installing within the City certain capital improvements, including a public media and performing arts center, with parking and other necessary appurtenances and infrastructure (collectively, the "Capital Improvements"), [paying capitalized interest] and paying costs incidental to the issuance of the Bonds.]

Bonds of this issue maturing in the years 20__ to _____, inclusive, shall not be subject to redemption prior to maturity. Bonds or portions of bonds of this issue in multiples of \$[5,000] maturing in the year _____ and thereafter shall be subject to redemption prior to maturity, at the option of the City, in any order of maturity and by lot within any maturity, on any date on or after _____ 1, _____, at par and accrued interest to the date fixed for redemption.

[Insert any term bond provisions, if applicable]

In case less than the full amount of an outstanding bond is called for redemption, the Transfer Agent, upon presentation of the bond called in part for redemption, shall register, authenticate and deliver to the registered owner of record a new bond in the principal amount of the portion of the original bond not called for redemption.

Notice of redemption shall be given by the Transfer Agent to the registered owner of any bond or portion thereof called for redemption by mailing of such notice not less than thirty (30) days prior to the date fixed for redemption to the registered address of the registered owner of record. A bond or portion thereof so called for redemption shall not bear interest after the date fixed for redemption provided funds are on hand with the Transfer Agent to redeem said bond or portion thereof. Bonds shall be called for redemption in multiples of \$5,000, and bonds of denominations of more than \$5,000 shall be treated as representing the number of bonds obtained by dividing the denomination of the bonds by \$5,000, and such bonds may be redeemed in part. The notice of redemption for bonds redeemed in part shall state that, upon surrender of the bond to be redeemed, a new bond or bonds in the same aggregate principal amount equal to the unredeemed portion of the bonds surrendered shall be issued to the registered owner thereof with the same interest rate and maturity. No further interest on bonds or portions of bonds called for redemption shall accrue after the date fixed for redemption, whether the bonds have been presented for redemption or not, provided funds are on hand with the Transfer Agent to redeem the bonds or portion thereof.]

This bond is transferable only upon the registration books of the City kept by the Transfer Agent by the registered owner of record in person, or by the registered owner's attorney duly authorized in writing, upon the surrender of this bond together with a written instrument of transfer satisfactory to the Transfer Agent duly executed by the registered owner or the registered owner's attorney duly authorized in writing, and thereupon a new registered bond or bonds in the same aggregate principal amount and of the same maturity shall be issued to the transferee in exchange therefor as provided in the resolution authorizing this bond and upon the payment of the charges, if any, therein prescribed. The Transfer Agent shall require the bondholder requesting the transfer to pay any tax or other governmental charge required to be paid with respect to the transfer. [The Transfer Agent shall not be required to issue, register the transfer of, or exchange any bond during a period beginning at the opening of business 15 days before the day of the mailing of a notice of redemption of bonds selected for redemption and ending at the close of business on the day of that mailing.]

This bond, including the interest thereon, is payable as a first budget obligation of the City from the general funds of the City including the collection of ad valorem taxes on all taxable property in the City subject to applicable constitutional, statutory and charter tax rate limitations.

It is hereby certified and recited that all acts, conditions and things required by law to be done, precedent to and in the issuance of this bond and the series of bonds of which this is one, exist and have been done and performed in regular and due form and time as required by law, and that the total indebtedness of the City, including this bond, does not exceed any constitutional, statutory or charter debt limitation.

This bond is not valid or obligatory for any purpose until the Transfer Agent's Certificate of Authentication on this bond has been executed by the Transfer Agent.

IN WITNESS WHEREOF, the City of Lansing by authority of its City Council, has caused this bond to be signed for and on its behalf and in its name by the manual or facsimile signatures of the Mayor and Clerk of the City, and the official seal of the City or a facsimile thereof to be impressed or printed hereon, all as of the Date of Original Issue.

CITY OF LANSING
Counties of Ingham and Eaton
State of Michigan

By _____

Its Mayor

(SEAL)

Countersigned:

By _____

Its City Clerk

Certificate of Authentication

This bond is one of the bonds described in the within-mentioned resolution.

_____, Michigan
Transfer Agent

By _____
Its: Authorized Signature

Date of Authentication: _____, [2022/2023]

Section 311. Sale of Bonds to Underwriters or Direct Purchaser. Any series of Bonds may, if deemed appropriate by an Authorized Officer, be sold to (i) the Underwriters pursuant to a Bond Purchase Agreement or (ii) a bank or other financial institution qualified by law to purchase and take delivery of such Bonds for its own investment, pursuant to a purchase contract, in which case (A) such purchaser shall deliver an investor letter in a form acceptable to an Authorized Officer and (B) the City's obligations hereunder relating to the Preliminary Official Statement, Official Statement and Undertaking (as defined below) may not apply.

ARTICLE IV SPECIAL COVENANTS

Section 401. Reimbursement. For the purposes of complying with the reimbursement rules of Treasury Regulations 1.150-2 pursuant to the Code, the City reasonably expect to reimburse itself for expenditures for the costs of the Capital Improvements with proceeds of Bonds.

Section 402. Tax Exemption Covenant for Tax-Exempt Bonds. The City covenants that it will not take any action, or fail to take any action required to be taken, if taking such action or failing to take such action would adversely affect the general exclusion from gross income of interest on any Tax-Exempt Bonds, from federal income taxation under the Code.

Section 403. Arbitrage Covenant. (a) The City will not directly or indirectly (1) use or permit the use of any proceeds of any Tax-Exempt Bonds or other funds of the City or (2) take or omit to take any action required by Section 148(a) of the Code in order to maintain the exclusion from gross income of the interest on any Tax-Exempt Bonds for federal income tax purposes. To that end, the City will comply with all requirements of Section 148 of the Code to the extent applicable to the Bonds and the requirements set forth in the Non-Arbitrage and Tax Compliance Certificate of the City.

(b) Without limiting the generality of subsection (a), above, the City agrees that there shall be paid by the City from time to time all amounts, if any, required to be rebated to the United States pursuant to Section 148(f) of the Code. This covenant shall survive payment in full or defeasance of the Tax-Exempt Bonds.

(c) Notwithstanding any provision of this Section, if the City obtains an opinion of Bond Counsel to the effect that any action required under this Section is no longer required, or that some further action is required, to maintain the exclusion from gross income of the interest of any Tax-Exempt Bonds for federal income tax purposes pursuant to Section 103 of the Code, the City may conclusively rely on such opinion in complying with the provisions hereof.

ARTICLE V

BONDS FUNDS AND ACCOUNTS; DISPOSITION OF BONDS PROCEEDS

Section 501. Establishment of Accounts and Funds. (a) Each Authorized Officer is hereby authorized to establish such accounts, subaccounts or other funds as shall be required for the payment of the Bonds, and for the payment of the Capital Improvements, including but not limited to, with such modifications or additions to facilitate the identification of such accounts, subaccounts or other funds:

- A. Debt Retirement Fund; and
- B. Capital Improvement Fund.

Each Authorized Officer is hereby authorized to establish such accounts, subaccounts or funds as shall be required for the issuance and delivery of the Bonds, if any, to accommodate the requirements of such series of Bonds, including, but not limited to, such accounts, subaccounts or funds necessary to facilitate the purchase and payment of variable rate bonds. Each Authorized Officer is hereby authorized to allocate any net original issue premium, if any, received upon the sale of the Bonds to such accounts and in such amounts as permitted by applicable law.

Section 502. Debt Retirement Fund. An Authorized Officer is authorized and directed to open a separate depository or trust account with a bank or trust company to be designated as the [2022/2023] CAPITAL IMPROVEMENT BONDS (LIMITED TAX GENERAL OBLIGATION) DEBT RETIREMENT FUND (the "Debt Retirement Fund"). The Debt Retirement Fund may be pooled or combined with other debt retirement funds for issues of bonds of like character as provided by Act 34 or other state law. An amount sufficient to assure timely payment of the principal of and interest on the Bonds shall be transferred each year into the Debt Retirement Fund from the general fund of the City or other funds legally available therefor. The moneys deposited in the fund shall be used solely for the purpose of paying the principal of and interest on the Bonds and, as may be necessary, to rebate arbitrage earnings, if any, to the United States Department of Treasury as required by the Internal Revenue Code of 1986, as amended. The accrued interest and premium, if any, received upon delivery of the Bonds shall also be deposited in the Debt Retirement Fund.

The City may provide for the payment of principal of any of the Bonds issued as term bonds through the purchase of municipal securities in the open market at a price not greater than that payable on the next redemption date in order to satisfy all or part of the next succeeding scheduled mandatory redemption.

Section 503. Capital Improvement Fund. The City Treasurer is authorized and directed to create a fund designated as the [2022/2023] CAPITAL IMPROVEMENT BONDS (LIMITED TAX GENERAL OBLIGATION) CAPITAL IMPROVEMENT FUND (the "Capital Improvement Fund"). The City Treasurer shall deposit the proceeds of the Bonds into the Capital Improvement Fund, less accrued interest and premium, if any, which shall be deposited into the Debt Retirement Fund. The moneys in the Capital Improvement Fund shall be used to pay the costs of the Capital Improvements and to pay the costs of

issuance of the Bonds. Moneys remaining in the Capital Improvement Fund after completion of the Capital Improvements may be used for any purpose permitted by law.

Section 504. Investment of Monies in the Bonds Funds and Accounts. (a) An Authorized Officer shall direct the investment of monies on deposit in the funds and accounts established hereunder, and the Transfer Agent, upon written direction or upon oral direction promptly confirmed in writing by an Authorized Officer, shall use its best efforts to invest monies on deposit in the funds and accounts in accordance with such direction.

(b) Monies on deposit in the funds and accounts established under this Article V may be invested in such investments and to the extent permitted by applicable law.

ARTICLE VI DEFEASANCE

Section 601. Defeasance. Bonds shall be deemed to be paid in full upon the deposit in trust of cash or direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America, or any combination thereof, not redeemable at the option of the issuer thereof, the principal and interest payments upon which, without reinvestment thereof, will come due at such times and in such amounts, as to be fully sufficient to pay when due, the principal of such Bonds and interest to accrue thereon, as confirmed by a verification report prepared by an independent certified public accountant. Such cash and securities representing such obligations shall be deposited with a bank or trust company and held for the exclusive benefit of the Owners of such Bonds. After such deposit, such Bonds shall no longer be entitled to the benefits of this Resolution (except for any rights of transfer or exchange of Bonds as therein or herein provided for) and shall be payable solely from the funds deposited for such purpose and investment earnings, if any, thereon, and the lien of this Resolution for the benefit of such Bonds shall be discharged.

ARTICLE VII OTHER PROVISIONS OF GENERAL APPLICATION

Section 701. Credit Enhancement. There is hereby authorized to be obtained a Municipal Bond Insurance Policy or other credit enhancement or a combination thereof to secure the payment of all or part of the Bonds, if, and provided that, it shall be determined by an Authorized Officer that such cost of such Municipal Bond Insurance Policy or other credit enhancement or a combination thereof is less than the interest rate savings therefrom or otherwise that it is in the best interest of the City. In the event a commitment for a Municipal Bond Insurance Policy is obtained or a commitment for other credit enhancement is obtained, each Authorized Officer is hereby authorized to approve the terms, perform such acts and execute such instruments that shall be required, necessary or desirable to effectuate the terms of such commitment and the transactions described therein and in this Resolution and the Sale Order provided that such terms are not materially adverse to the City.

Section 702. Approval of Other Documents and Actions; Treasury Approval. The Authorized Officers and any other officers or employees of the City are hereby authorized and directed on behalf of the City to take any and all other actions, perform any and all acts, including causing the publication of the Notice of Intent, and execute any and all documents that shall be required, necessary or desirable to implement this Resolution. The Bonds shall neither be sold nor issued unless and only so long as the issuance of the Bonds as provided herein shall have been authorized and approved in accordance with the applicable provisions of Act 34 and Act 279.

Each Authorized Officer is hereby authorized to do and perform any and all acts and things with respect to the Bonds which are necessary and appropriate, consistent with this Resolution, including to pay the related fees, if any, to the Michigan Department of Treasury (the "Department") at his or her discretion under Act 34 for an Order or Orders of Approval to issue all or a portion of the Bonds; to file applications with the Department for a waiver of the investment grade rating requirement; to enter into one or more dealer-manager agreements, remarketing agreements, indentures, letters of credit and reimbursement agreements, to seek such waivers or other Department approvals as necessary to implement the sale, delivery and security for the Bonds, and as required by the Department and Act 34; to pay any post-closing filing fees required by Act 34 to the Department or other specified agency, as a cost of issuance or from other legally available funds; to secure ratings by bond rating agencies, if cost effective; to negotiate and acquire a Municipal Bond Insurance Policy and/or other credit enhancement, if any, to further secure the Bonds or any portions thereof; to acquire an irrevocable surety bond to fulfill the City's obligation to fund any reserve account; and to incur and pay reasonable fees, costs and expenses incidental to the foregoing and other costs of issuance of the Bonds including, but not limited to fees and expenses of Bond Counsel, the Municipal Advisor, accountants and others, from Bond proceeds or other available funds, for and on behalf of the City.

Section 703. Continuing Disclosure Undertaking. If the Bonds are sold pursuant to a negotiated or public/competitive sale, or as otherwise required, the City shall enter into a continuing disclosure undertaking pursuant to Rule 15c2-12 promulgated by the Securities and Exchange Commission (the "Rule") for the benefit of the holders and beneficial owners of the Bonds as to which the Rule is applicable, as more specifically set forth in Exhibit A hereto (the "Undertaking"); provided, however, that the terms of the Undertaking are subject to completion and modification prior to delivery of the Bonds to such extent as an Authorized Officer shall deem necessary to comply with law or market requirements of the Underwriters. Each Authorized Officer is hereby authorized to execute and deliver the Undertaking after completion and modification as provided in this Resolution and the Sale Order.

Section 704. Delegation to Authorized Officers. (a) Prior to the sale date or dates for the Bonds, an Authorized Officer may cause the preparation and approve the form and distribution of necessary City disclosure for any Preliminary Official Statement or Official Statement and other offering materials to be used in conjunction with the sale or offering of the Bonds, and an Authorized Officer may deem the City's disclosure "final" for purposes of Rule 15c2-12 of the Securities and Exchange Commission.

(b) Pursuant to the authority of Section 315(1)(d) of Act 34, each Authorized Officer is hereby authorized to make the following determinations with respect to the Bonds within the parameters of this Resolution: (i) to determine the principal amounts of the Bonds to be issued on a fixed or variable interest rate basis and tax exempt or taxable basis; (ii) to determine the interest rate provisions, tender and other requirements for Bonds issued on a variable rate basis; (iii) to negotiate the terms for the sale of the Bonds to the Underwriters or other purchasers; (iv) to cause the Preliminary Official Statement and the final Official Statement for the Bonds to be prepared and circulated; and (v) to take such other actions and make such other determinations as may be necessary to accomplish the sale and delivery of the Bonds and the transactions contemplated by this Resolution, as shall be confirmed in the Sale Order.

(c) Except as otherwise provided herein, all determinations and decisions of an Authorized Officer with respect to the issuance and sale of the Bonds as permitted or required by this Resolution shall be confirmed in a Sale Order or Sale Orders, and such confirmations shall constitute determinations that any conditions precedent to such determinations and decisions of any Authorized Officer have been fulfilled.

Section 705. Approving Legal Opinions with Respect to the Bonds. The sale of the Bonds shall be conditioned upon receiving, at the time of delivery, the approving opinion of Bond Counsel, approving legality of the Bonds and, with respect to Bonds determined by an Authorized Officer to be issued as Tax-Exempt Bonds, the exclusion from gross income of the interest paid thereon from federal and State income taxation only.

Section 706. Method of Sale; Award. (a) The Bonds shall be sold at a negotiated sale described in subsection (b) below, or shall be sold at a public sale following the publication of an Official Notice of Sale as described in (c), below, all as shall be determined by an Authorized Officer to be in the best interests of the City based on the recommendation of Bond Counsel and the Municipal Advisor.

(b) *Negotiated Sale.* In order to optimize the interest rate upon the issuance of the Bonds and in order to provide flexibility with respect to the sale date for the Bonds, the Bonds are authorized to be sold via a negotiated sale or private placement, based on recommendations of Bond Counsel and the Municipal Advisor.

(c) *Public Sale.* If an Authorized Officer, based on recommendations of Bond Counsel and the Municipal Advisor, determines that it is in the best interests of the City to sell the Bonds at a public sale, then each Authorized Officer is authorized and directed to fix the date of sale of the Bonds and to publish an Official Notice of Sale relating to the Bonds in substantially the form attached as Exhibit C (the "Official Notice of Sale"), in accordance with law, once in either The Bond Buyer or other newspaper of general circulation at least seven days prior to the date fixed for receipt of bids for the purchase of the Bonds. The Authorized Officers, and each of them individually, are hereby authorized to act for and on behalf of the City to receive bids for the purchase of the

Bonds and to take all other steps necessary in connection with the sale, award and delivery thereof.

Section 707. Delivery of Bonds. Subject to the provisions of the Sale Order, each Authorized Officer is hereby authorized to deliver the Bonds to the Underwriters upon receiving the purchase price therefor in lawful money of the United States.

Section 708. Official Statement. Each Authorized Officer is hereby authorized to execute the Official Statement or other offering materials with respect to the Bonds in the form approved by an Authorized Officer with such changes as an Authorized Officer may authorize. Such Official Statement or other offering materials to be used in conjunction with the sale or offering of the Bonds are hereby authorized to be printed and used by the Underwriters in connection with the sale of the Bonds to the public. Circulation of the Preliminary Official Statement, if any, or other preliminary offering materials by the Underwriters is hereby approved.

Section 709. Appointment of Bond Counsel, Municipal Advisor; Engagement of Other Parties. The appointment of the law firm of Dykema Gossett PLLC of Lansing, Michigan, as Bond Counsel for the Bonds is hereby ratified and confirmed, notwithstanding the periodic representation by Dykema Gossett PLLC in unrelated matters of other parties and potential parties to the issuance of the Bonds. The fees and expenses of Bond Counsel and other accumulated bond-related fees and expenses shall be payable as a cost of issuance from proceeds of the Bonds or other available funds in accordance with the letter of such firm on file with the City.

The appointment of Robert W. Baird & Co. Incorporated as Municipal Advisor for the Bonds is hereby ratified and confirmed. The fees and expenses of the Municipal Advisor and other accumulated bond related fees and expenses shall be payable as a cost of issuance from proceeds of the Bonds or other available funds in accordance with the letter of such firm on file with the City.

Each Authorized Officer is hereby authorized to engage other necessary professionals as he or she deems necessary and appropriate in connection with the sale, issuance and delivery of the Bonds and to pay the fees and expenses thereof from the proceeds of the Bonds or other available funds.

Section 710. No Recourse Under Resolution. All covenants, agreements and obligations of the City contained in this Resolution shall be deemed to be the covenants, agreements and obligations of the City and not of any councilperson, member, officer or employee of the City in his or her individual capacity, and no recourse shall be had for the payment of the principal of or interest on the Bonds or for any claim based thereon or on this Resolution against any councilperson, member, officer or employee of the City or any person executing the Bonds in his or her official individual capacity.

Section 711. Severability. If any one or more sections, clauses or provisions of this Resolution shall be determined by a court of competent jurisdiction to be invalid or

ineffective for any reason, such determination shall in no way affect the validity and effectiveness of the remaining sections, clauses and provisions hereof.

Section 712. Cover Page, Table of Contents and Article and Section Headings. The cover page, table of contents and Article and Section headings hereof are solely for convenience of reference and do not constitute a part of this Resolution, and none of them shall affect its meaning, construction or effect.

Section 713. Conflict. All resolutions or parts of resolutions or other proceedings of the City in conflict herewith shall be and the same hereby are repealed insofar as such conflict exists.

Section 714. Governing Law and Jurisdiction. This Resolution shall be governed by and construed in accordance with the laws of the State.

Section 715. Resolution and Sale Order are a Contract. The provisions of this Resolution and the Sale Order shall constitute a contract between the City, the Bondholders and the Bond Insurer, if any.

Section 716. Effective Date. This Resolution shall take effect immediately upon its adoption by the Council.

RESOLUTION DECLARED ADOPTED.

STATE OF MICHIGAN

) ss.

COUNTIES OF INGHAM AND EATON)

I hereby certify that the foregoing is a true and complete copy of a resolution adopted at a regularly scheduled meeting of the City Council of the City of Lansing, Michigan held on the 5th day of December, 2022 and said resolution is on file in the office of the City of Lansing and is available to the public. Public notice of the said meeting was given pursuant to and in compliance with Act No. 267, Public Acts of Michigan 1976, including in the case of a special or re-scheduled meeting, notice by publication or posting of at least eighteen (18) hours prior to the time set for the meeting. In addition, said meeting was held in full compliance with the City's Charter. The members of the City Council present at the meeting constituted a quorum.

IN WITNESS WHEREOF, I have hereunto affixed my official signature this 9th day of December, 2022

Chris Swope, City Clerk
City of Lansing, Michigan

EXHIBIT A
FORM OF CONTINUING DISCLOSURE UNDERTAKING

This Continuing Disclosure Undertaking (the "Undertaking") is executed and delivered by the City of Lansing, Counties of Ingham and Eaton, State of Michigan (the "City") in connection with the issuance of its [] (the "Bonds"). The City covenants and agrees for the benefit of the Bondholders, as hereinafter defined, as follows:

(a) *Definitions.* The following terms used herein shall have the following meanings:

"Audited Financial Statements" means the City's audited financial statements prepared by an individual or firm of independent certified public accountants as required by Act 2, Public Acts of Michigan, 1968, as amended, which presently requires preparation in accordance with generally accepted accounting principles.

"Bondholders" shall mean the registered owner of any Bond or any person (a) with the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bond (including any person holding a Bond through a nominee, depository or other intermediary) or (b) treated as the owner of any Bond for federal income tax purposes.

"City" means the City of Lansing, Counties of Ingham and Eaton, State of Michigan.

"Disclosure Representative" means the Finance Director of the City or her designee, or such other officer, employee, or agent as the City shall designate from time to time in writing.

"EMMA" shall mean the MSRB's Electronic Municipal Market Access System.

"MSRB" means the Municipal Securities Rulemaking Board.

"Rule" means Rule 15c2-12 promulgated by the SEC pursuant to the Securities Exchange Act of 1934, as amended.

"SEC" means the United States Securities and Exchange Commission.

"Unaudited Financial Statements" means the same as Audited Financial Statements, except that they shall not have been audited by an individual or firm of independent certified public accountants.

(b) *Continuing Disclosure.* The City hereby agrees, in accordance with the provisions of the Rule, to provide or cause to be provided to the MSRB through EMMA, on or before the last day of the sixth (6th) month following the end of the fiscal year of

the City, commencing with the fiscal year ended June 30, 2019, in an electronic format as prescribed by the MSRB:

- (1) Certain annual financial information and operating data reasonably available to the City in form and substance similar to the information appearing in the sections or tables in the [Main Body and Appendix #] of the Official Statement relating to the Bonds as described below:

[TO BE CONFORMED TO HEADINGS USED IN APPLICABLE OFFICIAL STATEMENT]

- a. Appendix A - GENERAL FINANCIAL INFORMATION - Property Valuations - Historical Valuation;
- b. Appendix A - GENERAL FINANCIAL INFORMATION - Major Taxpayers;
- c. Appendix A - GENERAL FINANCIAL INFORMATION - Tax Rates (Per \$1,000 of Valuation);
- d. Appendix A - GENERAL FINANCIAL INFORMATION - Tax Levies and Collections;
- e. Appendix A - GENERAL FINANCIAL INFORMATION - City Income Tax;
- f. Appendix A - GENERAL FINANCIAL INFORMATION - Revenues From the State of Michigan;
- g. Appendix A - GENERAL FINANCIAL INFORMATION - Labor Force;
- h. Appendix A - GENERAL FINANCIAL INFORMATION - Pension Fund;
- i. Appendix A - GENERAL FINANCIAL INFORMATION - Debt Statement - Direct Debt; and
- j. Appendix B - General Fund Budget Summary.

- (2) The Audited Financial Statements. Provided, however, that if the Audited Financial Statements are not available by the date specified above, they shall be provided when available and unaudited financial statements will be filed by such date and the Audited Financial Statements will be filed as soon as available.

- (3) Such additional financial information or operating data as may be determined by the City and its advisors as desirable or necessary to comply with the Rule.

Such annual financial information and operating data described above are expected to be provided directly by the City or by specific reference to other documents

available to the public through EMMA or filed with the SEC, including official statements of debt issues of the City or related public entities.

If the fiscal year of the City is changed, the City shall send notice of such change to the MSRB through EMMA prior to the earlier of the ending date of the fiscal year prior to such change or the ending date of the fiscal year as changed.

(c) *Notice of Failure to Disclose.* The City agrees to provide or cause to be provided, in a timely manner, to the MSRB through EMMA, notice of a failure by the City to provide the Annual Financial Information with respect to the City described in subsection (b) above on or prior to the dates set forth in subsection (b) above.

(d) *Occurrence of Events.* The City agrees to provide or cause to be provided in a timely manner to the MSRB through EMMA, notice of the occurrence of any of the following events listed in (b)(5)(i)(C) of the Rule with respect to the Bonds, if applicable, if material (each a "Material Event"):

- (1) principal and interest payment delinquencies;
- (2) non-payment related defaults;
- (3) unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) substitution of credit or liquidity providers, or their failure to perform;
- (6) adverse tax opinions or events affecting the tax-exempt status of the Bonds;
- (7) modifications to rights of holders of the Bonds;
- (8) Bond calls;
- (9) defeasances;
- (10) release, substitution, or sale of property securing repayment of the Bonds; and
- (11) rating changes;
- (12) bankruptcy, insolvency, receivership or similar event of the Issuer, which is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Issuer in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the Issuer, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Issuer;
- (13) the consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(14) appointment of a successor or additional trustee or the change of name of a trustee, if material.

(15) incurrence of a financial obligation of the issuer or obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the issuer or obligated person, any of which affect security holders, if material; and

(16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the issuer or obligated person, any of which reflect financial difficulties.

(e) *Materiality Determined Under Federal Securities Laws.* The City agrees that its determination of whether any event listed in subsection (d) is material shall be made in accordance with federal securities laws.

(f) *Termination of Reporting Obligation.* The obligation of the City to provide Annual Financial Information and notices of Material Events, as set forth above, shall be terminated if and when the City no longer remains an "obligated person" with respect to the Bonds within the meaning of the Rule, including upon legal defeasance of all Bonds.

(g) *Benefit of Bondholders.* The City agrees that its undertaking pursuant to the Rule set forth in this Section is intended to be for the benefit of the Bondholders and shall be enforceable by any Bondholder; provided that, the right to enforce the provisions of this Undertaking shall be limited to a right to obtain specific enforcement of the City's obligations hereunder and any failure by the City to comply with the provisions of this Undertaking shall not constitute a default or an event of default with respect to the Bonds or under the Resolution.

(h) *Amendments to the Undertaking.* Amendments may be made in the specific types of information provided or the format of the presentation of such information to the extent deemed necessary or appropriate in the judgment of the Disclosure Representative on behalf of the City, provided that the City agrees that any such amendment will be adopted procedurally and substantively in a manner consistent with the Rule, including, any interpretations thereof by the SEC, which, to the extent applicable, are incorporated herein by reference. Such interpretations currently include the requirements that (a) the amendment may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature, or status of the City or the type of activities conducted thereby, (b) the undertaking, as amended, would have complied with the requirements of the Rule at the time of the primary offering of the Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances, and (c) the amendment does not materially impair the interests of Bondholders, as determined by parties unaffiliated with the City (such as independent legal counsel), but such interpretations may be changed in the future. If the accounting principles to be followed by the City in preparing the Audited Financial Statements are modified, the Annual Financial Information for the year in which the change is made shall present a comparison between the financial statements as prepared on the prior basis and the statements as

prepared on the new basis, and otherwise shall comply with the requirements of the Rule, in order to provide information to investors to enable them to evaluate the ability of the City to meet its obligations. A notice of the change in accounting principles shall be sent to the MSRB through EMMA.

(i) *Additional Information.* Nothing in this Undertaking shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in this Undertaking or any other means of communication, or including any other information in any Annual Financial Information or notice of occurrence of a Material Event, in addition to that which is required by this Undertaking.

(j) [*Municipal Advisory Council of Michigan.* The City shall also file by electronic or other means any information or notice required to be filed with the MSRB through EMMA pursuant to this Undertaking in a timely manner with the Municipal Advisory Council of Michigan.]

(k) *Governing Law.* This Undertaking shall be construed and interpreted in accordance with the laws of the State of Michigan (the "State"), and any suits and actions arising out of this Undertaking shall be instituted in a court of competent jurisdiction in the State; *provided*, that to the extent this Undertaking addresses matters of federal securities laws, including the Rule, this Undertaking shall be construed in accordance with such federal securities laws and official interpretations thereof.

IN WITNESS WHEREOF, the City has caused this Undertaking to be executed by its authorized officer.

CITY OF LANSING
Counties of Ingham and Eaton
State of Michigan

By _____

Its

Dated: _____

EXHIBIT B
FORM NOTICE OF INTENT

**NOTICE OF INTENTION OF THE CITY OF LANSING
TO ISSUE GENERAL OBLIGATION
CAPITAL IMPROVEMENT BONDS
AND OF RIGHT TO PETITION FOR REFERENDUM THEREON**

**TO ALL ELECTORS AND TAXPAYERS OF THE
CITY OF LANSING:**

PLEASE TAKE NOTICE that the City Council of the City of Lansing, Counties of Ingham and Eaton, Michigan (the "City"), intends to issue and sell the City's General Obligation Capital Improvement Bonds, pursuant to Act 34, Public Acts of Michigan, 2001, as amended, in an aggregate principal amount not to exceed _____ Dollars (\$_____) (the "Bonds"), for the purpose of acquiring, constructing and installing within the City certain capital improvements, including a public media and performing arts center, with parking and other necessary appurtenances and infrastructure (collectively, the "Capital Improvements").

SAID BONDS will be payable in annual installments, not to exceed thirty (30) in number, and will bear interest at the rate or rates to be determined at public or negotiated sale, but in no event shall the net interest cost exceed 6.00% per annum for Bonds issued on a tax-exempt basis or 9.00% per annum for Bonds issued on a taxable basis, with regard to the balance of the Bonds from time to time remaining unpaid. Payment of principal of and interest on the Bonds will be secured by the City's limited tax general obligation pledge as described below.

**FULL FAITH AND CREDIT AND TAXING POWER OF
THE CITY OF LANSING WILL BE PLEDGED**

NOTICE IS FURTHER GIVEN that the Bonds will be general obligation bonds of the City. The full faith and credit of the City will be pledged to the payment of principal of and interest on the Bonds. Pursuant to such pledge of its full faith and credit, the City will be obligated to levy such ad valorem taxes upon all taxable property in the City as shall be necessary to make such payments of principal and interest, which taxes, however, will be subject to applicable statutory, constitutional and charter limitations on the taxing power of the City.

RIGHT TO PETITION FOR REFERENDUM

NOTICE IS FURTHER GIVEN to the electors and taxpayers of the City of Lansing to inform them of their right to petition for a referendum on the question of issuance of the Bonds. The City intends to issue the Bonds without a vote of the electors thereon, but the Bonds shall not be issued until 45 days after publication of this notice and until final approval by the City Council. If, within such 45-day period, a petition for referendum

requesting an election on the issuance of the Bonds, signed by not less than 10% or 15,000 of the registered electors of the City, whichever is less, has been filed with the City Clerk, the Bonds shall not be issued unless and until approved by a majority of the electors of the City voting thereon at a general or special election.

This notice is given by order of the City Council. Further information may be obtained at the office of the City Clerk, 124 W. Michigan Avenue, 9th Floor, Lansing, Michigan 48933.

Chris Swope
City Clerk, City of Lansing

EXHIBIT C
FORM OF OFFICIAL NOTICE OF SALE

\$ _____
CITY OF LANSING

Counties of Ingham and Eaton, State of Michigan
[2022/2023] CAPITAL IMPROVEMENT BONDS
(LIMITED TAX GENERAL OBLIGATION)

BID OPENING: Bids for the purchase of the above bonds (the "Bonds") will be publicly opened and read by an agent of the City of Lansing on [date], until [time] Eastern Time.

SEALED BIDS for the purchase of the Bonds will be received at the office of the Municipal Advisory Council of Michigan, 26211 Central Park Blvd, Ste 508, Southfield, Michigan 48076.

FAXED BIDS, signed by the bidder, may be submitted by members of the Municipal Advisory Council of Michigan to MAC at fax number (313) 963-0943 or by any bidder to the City at fax (517) [fax number], Attention: Chief Strategy and Financial Officer; provided that faxed bids must arrive before the time of sale and the bidder bears all risks of transmission failure.

ELECTRONIC BIDS: Electronic bids will be received by Bidcomp/Parity as agent of the undersigned. Further information about Bidcomp/Parity, including any fee charged, may be obtained from Bidcomp/Parity, Anthony Leyden or Client Services, 1359 Broadway, Second Floor, New York, New York 10018, (212) 849-5021. If any provision of this Official Notice of Sale shall conflict with information provided by Bidcomp/Parity, as the approved provider of electronic bidding services, this Official Notice of Sale shall control. No change of the dated date will be allowed for the computation of the winning bid.

Bidders may choose any means to present bids but a bidder may not present a bid by more than one means. The City will award or reject bids on the date of the bid opening.

BOND DETAILS: The Bonds will be registered bonds of the denomination of \$5,000 or integral multiples thereof up to the amount of that maturity, originally dated as of the date of delivery thereof (currently anticipated to be [date]), and will bear interest from their date payable on November 1, _____, and semiannually thereafter.

The Bonds will mature on May 1 of each year, as follows:

YEAR PRINCIPAL AMOUNT

Year	Amount		Year	Amount
------	--------	--	------	--------

2023			2028	
2024			2029	
2025			2030	
2026			2031	
2027			2032	

[Additional years to incorporate the useful life of the Capital Improvements]

INTEREST RATE AND BIDDING DETAILS: The Bonds shall bear interest at a rate or rates such that the net interest cost shall not exceed 6.00% per annum, if issued on a tax-exempt basis, or 9.00% per annum, if issued on a taxable basis, to be fixed by the bids therefor, expressed in multiples of 1/8 or 1/20 of 1%, or both. The interest on any one Bond shall be at one rate only and all Bonds maturing in any one year must carry the same interest rate. The difference between the highest and lowest interest rate on the Bonds shall not exceed 1.00% per annum. THE INTEREST RATE BORNE BY BONDS MATURING IN ANY ONE YEAR SHALL NOT BE LESS THAN THE INTEREST RATE BORNE BY BONDS MATURING IN THE RESPECTIVE PRECEDING YEAR. No proposal for the purchase of less than all of the Bonds or at a price less than 97% or more than 120% of their par value will be considered. In submitting a bid for the Bonds, the bidder agrees to the representation of the City by Dykema Gossett PLLC as bond counsel.

TERM BOND OPTION: Bidders shall have the option of designating the Bonds as term bonds or serial bonds or both. The bid must designate whether each of the principal amounts shown above represent a serial maturity or a mandatory redemption requirement for a term bond maturity. In any event, the above principal amount schedule shall be represented by either serial bond maturities or mandatory redemption requirements, or a combination of both. Any such designation must be made at the time bids are submitted. If the term bond option is selected, then the principal amount of the term bonds of a maturity to be redeemed on the dates set forth above may be reduced by the principal amount of the term bonds of the same maturity which have been previously redeemed or called for redemption (other than as a result of a mandatory redemption) or purchased or acquired by the City and delivered to the transfer agent. The City may satisfy mandatory redemption requirements by the purchase and surrender of term bonds in lieu of the calling of such term bonds for redemption.

Notice of mandatory redemption of any Bond or portion thereof shall be given by the transfer agent at least thirty (30) days prior to the date fixed for redemption by mail to the registered owner at the registered address shown on the registration books kept by the transfer agent. No further interest on a Bond or portion thereof called for redemption shall accrue after the date fixed for redemption, whether presented for redemption or not, provided funds are on hand with the transfer agent to redeem the Bond or portion thereof. In case less than the full amount of an outstanding Bond is called for redemption, the transfer agent, upon presentation of the Bond called for redemption, shall register, authenticate and deliver to the registered owner of record a new Bond in the principal amount of the portion of the original Bond not called for redemption.

[NO] OPTIONAL REDEMPTION: The bonds [are/are not] subject to optional redemption prior to maturity.

ADJUSTMENT IN PRINCIPAL AMOUNT: Following receipt of bids and prior to final award, the College reserves the right to increase or decrease the principal amount of the bonds. Such adjustment, if necessary, will be made in increments of \$5,000, and may be made in one or more maturities. The purchase price will be adjusted proportionately to the adjustment in the principal amount of the bonds, but the interest rates specified by the successful bidder will not change. The successful bidder may not withdraw its bid as a result of any changes made as provided in this paragraph.

AWARD OF BONDS - TRUE INTEREST COST: The Bonds will be awarded to the bidder whose bid produces the lowest true interest cost determined in the following manner: the lowest true interest cost will be the single interest rate (compounded on May 1, 2023 and semiannually thereafter) necessary to discount the debt service payments from their respective payment date to [date], [2022/2023] in an amount equal to the price bid. [date], [2022/2023] is the anticipated date of delivery of the Bonds. In the event there is an election to exercise the Term Bond option, true interest cost shall be calculated by applying the interest rate of such Term Bonds to each mandatory sinking fund redemption for such Term Bonds.

BOOK-ENTRY-ONLY OPTION: At the option of the purchaser of the Bonds, the Bonds will be issued in book-entry-only form as one fully registered Bond per maturity and will be registered in the name of Cede & Co., as bondholder and nominee for The Depository Trust Company ("DTC"), New York, New York. If this option is selected, then an authorized agent of DTC will act as securities depository for the Bonds, purchase of the Bonds will be made in book-entry only form, in the denomination of \$5,000 or any integral multiple of \$5,000, and bondholders will not receive certificates representing their interest in Bonds purchased. The book-entry-only system is described further in the preliminary Official Statement for the Bonds. It will be the responsibility of the purchaser to obtain DTC eligibility. Failure of the purchaser to obtain DTC eligibility shall not constitute cause for a failure or refusal by the purchaser to accept delivery of and pay for the Bonds.

TRANSFER AGENT AND REGISTRATION: Principal and interest shall be payable to the registered owner of the Bonds at the designated office of a bank or trust company qualified to carry out such duties under the laws of the State of Michigan to be designated as transfer agent by the City. If the purchaser chooses the book-entry-only option, then as long as The Depository Trust Company or its nominee, Cede & Co., is the bondholder, payments will be made directly to DTC. Disbursement of such payments to the DTC Participants is the responsibility of DTC and disbursement of such payments to the beneficial owners of the Bonds is the responsibility of the DTC Participants and Indirect Participants as described in the preliminary official statement for the Bonds. Interest shall be paid by check or draft mailed to the registered owner of record as shown on the registration books kept by the transfer agent as of the 15th day of the month prior to an interest payment date. The Bonds will be transferred only upon the registration books of the City kept by the transfer agent.

PURPOSE AND SECURITY: The Bonds are issued pursuant to Act 34, Public Acts of Michigan, 2001, as amended, and a resolution of the City Council for the purpose of acquiring, constructing and installing within the City certain capital improvements, including a public media and performing arts center, with parking and other necessary appurtenances and infrastructure. The Bonds will pledge the limited tax full faith and credit of the City for payment of the principal and interest thereon, and will be payable as a first budget obligation from the general fund of the City, and from ad valorem taxes, which may be levied against all taxable property in the City, subject to applicable constitutional, statutory, and charter tax rate limitations. The rights or remedies of bondholders may be affected by bankruptcy, insolvency, fraudulent conveyance or other laws affecting creditors' rights generally, now existing or hereafter enacted, and by the application of general principles of equity including those relating to equitable subordination.

GOOD FAITH: A good faith deposit in the form of a certified or cashier's check drawn upon an incorporated bank or trust company, or wire transfer, in the amount of \$_____ payable to the order of the City Treasurer, will be required of the successful bidder. THE SUCCESSFUL BIDDER IS REQUIRED TO SUBMIT ITS GOOD FAITH DEPOSIT TO THE CITY AS INSTRUCTED BY THE CITY OR THE MUNICIPAL ADVISOR NOT LATER THAN NOON, EASTERN TIME, ON THE NEXT BUSINESS DAY FOLLOWING THE SALE. The good faith deposit will be applied to the purchase price of the Bonds. In the event the purchaser fails to honor its accepted bid, the good faith deposit will be retained by the City. No interest shall be allowed on the good faith check. The good faith check of the successful bidder will be cashed and payment for the balance of the purchase price of the Bonds shall be made at the closing.

[TAX MATTERS: In the opinion of Dykema Gossett PLLC, bond counsel, under existing law, assuming compliance with certain covenants, interest on the Bonds is excludable from gross income for federal income tax purposes as described in the opinion, and the Bonds and interest thereon are exempt from all taxation by the State of Michigan or by any taxing authority within the State of Michigan except inheritance and estate taxes and taxes on gains realized from the sale, payment or other disposition thereof.]

[NOT] BANK QUALIFIED: The Bonds have [not] been designated as qualified tax exempt obligations for purposes of deduction of interest expense by financial institutions pursuant to the Internal Revenue Code.

[ISSUE PRICE CERTIFICATE: The successful bidder will be required to furnish, prior to the delivery of the Bonds, a certificate in a form acceptable to bond counsel as to the "issue price" of the Bonds within the meaning of Section 1273 of the Internal Revenue Code of 1986, as amended. Such certificate will include (i) for those maturities where 10% of each such maturity of the Bonds has been sold to members of the general public (excluding underwriters, brokers and dealers) prior to delivery of the Bonds, the price at which the first 10% of each such maturity was sold to members of the general public, and (ii) for those maturities where 10% of such maturity has not been sold to members of the general public (excluding underwriters, brokers and dealers) prior to delivery of the

Bonds, an agreement by the successful bidder to provide bond counsel with the prices at which the first 10% of each such maturity is ultimately sold to members of the general public.]

LEGAL OPINION: Bids shall be conditioned upon the approving opinion of Dykema Gossett PLLC, attorneys of Lansing and Detroit, Michigan. The opinion will be furnished without expense to the purchaser of the Bonds at the delivery thereof. The fees of Dykema Gossett PLLC, for services rendered in connection with such approving opinion are expected to be paid from Bond proceeds. Except to the extent necessary to issue its approving opinion as to the validity of the Bonds, Dykema Gossett PLLC has not been requested to examine or review and has not examined or reviewed any financial documents, statements or materials that have been or may be furnished in connection with the authorization, issuance or marketing of the Bonds, and accordingly will not express any opinion with respect to the accuracy or completeness of any such financial documents, statements or materials.

DELIVERY OF BONDS: The City will furnish executed Bonds to be delivered at its expense to an authorized agent of DTC or such other place to be agreed upon. The usual closing documents, including a certificate that no litigation is pending affecting the issuance of the Bonds, will be delivered at the time of delivery of the Bonds. If the Bonds are not tendered for delivery by twelve o'clock noon, Eastern Time, on the 45th day following the date of sale, or the first business day thereafter if said 45th day is not a business day, the successful bidder may on that day, or any time thereafter until delivery of the Bonds, withdraw its proposal by serving notice of cancellation, in writing, on the undersigned in which event the City shall promptly return the good faith deposit. Payment for the Bonds shall be made in immediately available funds.

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

CUSIP NUMBERS: CUSIP identification numbers will be printed on the Bonds, but neither the failure to print such numbers on any Bonds nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Bonds. The CUSIP Service Bureau charge for the assignment of such numbers shall be the responsibility of and shall be paid for by the [City of Lansing, Michigan/purchaser of the Bonds].

OFFICIAL STATEMENT: A preliminary Official Statement that the City deems to be final as of its date, except for the omission of information permitted to be omitted by Rule 15c2-12 of the Securities and Exchange Commission, has been prepared and may be obtained from the City's Municipal Advisor, Robert W. Baird & Co. Incorporated at the address and telephone listed under MUNICIPAL ADVISOR below. The City will provide the winning bidder with a reasonable number of final Official Statements within 7 business days from the date of sale so as to permit the underwriter to comply with Rule 15c2-12. Additional copies of the Official Statement will be supplied by Robert W. Baird & Co. Incorporated upon request and agreement by the purchaser of the Bonds to pay the cost of additional copies. Requests for additional copies should be made to Robert W. Baird & Co. Incorporated within 24 hours of the date of sale.

CONTINUING DISCLOSURE: As described more fully in the Official Statement, the City will execute and deliver prior to delivery of the Bonds a written continuing disclosure undertaking in order to enable the underwriters of the Bonds to comply with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission.

MUNICIPAL ADVISOR: Additional information may be obtained from the City's Municipal Advisor, Robert W. Baird & Co. Incorporated, attention: Brian J. Lefler, 124 West Allegan Street, Suite 2200, Lansing, Michigan 48933, telephone (517) 371-2607.

In submitting a bid for the Bonds, the bidder represents that it is not an "Iran linked business" within the meaning of the Iran Economic Sanctions Act, Act 517 of the Public Acts of Michigan of 2012.

THE RIGHT IS RESERVED TO REJECT ANY OR ALL BIDS.

ENVELOPES containing the bids should be plainly marked "Proposal for [2022/2023] Capital Improvement Bonds."

Chris Swope, City Clerk
City of Lansing, Michigan

076492.000040 4861-6848-7733.3



LANSING CITY COUNCIL

GRANT INFORMATION FORM

(Required for all grant applications and acceptances)

REFERRAL DATE: 1-9-2023

GRANT NAME: MSF Ovation Grant

DEPARTMENT: Finance

CONTACT PERSON (INCLUDE EMAIL AND PHONE): Desiree Kirkland desiree.kirkland@lansingmi.gov – ex.4112

APPLICATION DATE: 8-1-2022

AWARD DATE: 11-9-2022

GRANT CYCLE: _____ Check One: ____Annual __X_One-Time

FUND AMOUNT: \$ 5,000,000 (Breakdown below should total this amount)

GOODS & SERVICES

PERSONNEL

CONSTRUCTION \$ 5,000,000

LAND \$0.00

OTHER (Training)

CITY MATCH (IF APPLICABLE): \$ N/A

GRANT PAYS FOR: Construction of Ovation Performing Arts Center

FUND ALLOCATIONS (Please describe the purpose of the grant and allowable uses):

Direct appropriation to City of Lansing from state of Michigan to help pay for the cost of construction of the Ovation Performing Arts Center

Resolution #2023-018

By the Committee of the Whole
Resolved by the City Council of the City of Lansing

WHEREAS, the City of Lansing, Counties of Ingham and Eaton, State of Michigan (the "City"), plans to finance the development of, and provide for the operation of, a public media and performing arts center to be located within the City (the "Project"); and

WHEREAS, on November 9, 2022, the Michigan Strategic Fund approved a performance based grant in an amount not to exceed the lesser of five million dollars (\$5,000,000) or 30% of the total construction costs (the "MSF Grant") to the City pursuant to its Resolution 2022-188 (the "MSF Resolution"); and

WHEREAS, the MSF Resolution authorizes the MSF Fund Manager to negotiate the final terms of the MSF Grant; and

WHEREAS, the MSF Resolution includes a term sheet that will serve as the basis for a grant agreement (the "Grant Agreement") governing the terms and payment of the MSF Grant to the City; and

WHEREAS, pursuant to this Resolution, the City, by and through its City Council, wishes to accept and appropriate the MSF Grant to support the financing of the Project; and

WHEREAS, while there is no local match requirement for the MSF Grant, the City has demonstrated its additional anticipated financing sources for the Project.

NOW, THEREFORE, BE IT RESOLVED the City Council of the City accepts the MSF Grant and appropriates such funds as necessary to support the financing of or provide security for the Project; and

BE IT RESOLVED, the total amount of the MSF Grant funds may be received in one or more distributions; and

BE IT RESOLVED, the Mayor of the City and the Finance Director or their designees are authorized to create appropriate accounts to make necessary operating transfers for the expenditure and control of the balance of the awarded MSF Grant for the benefit of the Project as ultimately designed; and

BE IT RESOLVED, the Mayor of the City and the Finance Director or their designees are authorized representatives to negotiate and execute any documents on behalf of the City or its affiliate, including a Grant Agreement with the Michigan Strategic Fund, the Michigan Economic Development Corporation or any other party relating to the receipt of the MSF Grant and application of MSF Grant funds for the benefit of the Project; and

BE IT RESOLVED, that the acceptance, approvals and authorizations contained in this Resolution will apply to the MSF Grant, including if the amount of the MSF Grant is

increased from time to time, and including the negotiation and execution of any additional documentation reflecting such increases.



LANSING PUBLIC MEDIA AUTHORITY

www.TheOvationLansing.com

ANDY SCHOR
MAYOR

December 11, 2023

Triterra
Attn: Don McNabb
1375 S. Washington Ave, Ste 100
Lansing, MI 48910

Re: Donation and Naming Opportunity Agreement – The Ovation

Dear Mr. McNabb,

This Donation and Naming Opportunity Agreement (the "Agreement") is entered into between the Lansing Public Media Authority, hereinafter referred to as the "Recipient," and Triterra, hereinafter referred to as the "Donor," collectively referred to as the "Parties."

Purpose and Scope:

The Recipient owns the property/asset located at 500 S. Washington Sq., Lansing, MI 48933 (the "Property/Asset") and is fundraising to build a music venue in Downtown Lansing. The Donor wishes to donate to the Recipient and obtain the right to name a specific part of the Property/Asset for a defined period, as detailed in this Agreement.

Donation and Naming Rights:

The Donor agrees to donate to the Recipient in the amount of \$25,000 payable by December 31, 2024. The donation shall be used by the Recipient in furtherance of its mission and objectives.

In recognition of the Donor's contribution, the Recipient grants the Donor the right to name a designated part of the Property/Asset as the "Triterra Bar" for a period of five (5) years, commencing on the date of opening through a total of five (5) years following.

Designation and Use of Named Area:

The Named Area shall be determined in collaboration between the Parties and shall be clearly defined and documented in an exhibit to this Agreement.

The Donor agrees that the use of the Named Area shall be subject to the Recipient's reasonable guidelines and approval. The Donor shall consult with the Recipient regarding any proposed use of the Named Area and obtain written approval from the Recipient before implementing any changes or modifications.

The Donor acknowledges that the Named Area remains the property of the Recipient and may not be sold, transferred, or assigned to any third party without the prior written consent of the Recipient.

Termination:

This Agreement shall automatically terminate at the end of the five-year period unless otherwise extended or terminated by mutual agreement between the Parties. The Donor will be given first right of refusal to renew this agreement before the Named Area is offered to any other individual, organization, or group.

Either Party may terminate this Agreement in the event of a material or ethical breach by the other Party. The non-breaching Party shall provide written notice of the breach, allowing the breaching Party sixty (60) days to cure the breach. If the breach is not cured within the specified period, the non-breaching Party may terminate this Agreement.

Publicity and Recognition:

The Parties agree to collaborate on a mutually agreeable plan for publicizing the Donor's contribution and the Named Area. The Donor grants the Recipient the right to publicly acknowledge their contribution through various means, including press releases, social media, and donor recognition events.

Governing Law and Jurisdiction:

This Agreement shall be governed by and construed in accordance with the laws of the State of Michigan. Any disputes arising out of or in connection with this Agreement shall be subject to the exclusive authority of the courts of Michigan.

Entire Agreement:

This Agreement constitutes the entire understanding between the Parties with respect to the subject matter herein and supersedes all prior discussions, understandings, or agreements, whether written or oral.

Amendments:

Any amendments to this Agreement must be made in writing and signed by both Parties.

Please indicate your acceptance of the terms and conditions of this Agreement by signing below. This Agreement shall be effective as of the Effective Date mentioned above.

<i>Don McNabb</i>	12/20/23		
Don McNabb	Date	Andy Schor	Date
CEO & Visionary		Mayor	
Triterra		City of Lansing	



LANSING PUBLIC MEDIA AUTHORITY

www.TheOvationLansing.com

ANDY SCHOR
MAYOR

February 12, 2024

The Christman Company
Attn: Amy Scoby
CC: Kaleena Gonzales
208 N Capitol Ave
Lansing, MI 48933

Re: Donation and Naming Opportunity Agreement – The Ovation

Dear Ms. Scoby,

This Donation and Naming Opportunity Agreement (the "Agreement") is entered into between the Lansing Public Media Authority, hereinafter referred to as the "Recipient," and the Christman Company, hereinafter referred to as the "Donor," collectively referred to as the "Parties."

Purpose and Scope:

The Recipient owns the property/asset located at 500 S. Washington Sq., Lansing, MI 48933 (the "Property/Asset") and is fundraising to build a music venue in Downtown Lansing. The Donor wishes to donate to the Recipient and obtain the right to name a specific part of the Property/Asset for a defined period, as detailed in this Agreement.

Donation and Naming Rights:

The Donor agrees to donate to the Recipient in the amount of \$25,000, payable as follows: \$15,000 in 2024 and \$10,000 in 2025. The donation shall be used by the Recipient in furtherance of its mission and objectives.

In recognition of the Donor's contribution, the Recipient grants the Donor the right to name a designated part of the Property/Asset as the "Christman Company Conference Room" for a period of five (5) years, commencing on the date of opening for a total of five (5) years following.

The Donor agrees that the use of the Named Area shall be subject to the Recipient's reasonable guidelines and approval. The Donor shall consult with the Recipient regarding any proposed use of the Named Area and obtain written approval from the Recipient before implementing any changes or modifications.

The Donor acknowledges that the Named Area remains the property of the Recipient and may not be sold, transferred, or assigned to any third party without the prior written consent of the Recipient.

Termination:

This Agreement shall automatically terminate at the end of the five-year period unless otherwise extended or terminated by mutual agreement between the Parties. The Donor will be given first right of refusal to renew this agreement before the Named Area is offered to any other individual, organization, or group.

Either Party may terminate this Agreement in the event of a material or ethical breach by the other Party. The non-breaching Party shall provide written notice of the breach, allowing the breaching Party sixty (60) days to cure the breach. If the breach is not cured within the specified period, the non-breaching Party may terminate this Agreement.

Publicity and Recognition:

The Parties agree to collaborate on a mutually agreeable plan for publicizing the Donor's contribution and the Named Area. The Donor grants the Recipient the right to publicly acknowledge their contribution through various means, including press releases, social media, and donor recognition events.

Governing Law and Jurisdiction:

This Agreement shall be governed by and construed in accordance with the laws of the State of Michigan. Any disputes arising out of or in connection with this Agreement shall be subject to the exclusive authority of the courts of Michigan.

Entire Agreement:

This Agreement constitutes the entire understanding between the Parties with respect to the subject matter herein and supersedes all prior discussions, understandings, or agreements, whether written or oral.

Amendments:

Any amendments to this Agreement must be made in writing and signed by both Parties.

Please indicate your acceptance of the terms and conditions of this Agreement by signing below. This Agreement shall be effective as of the Effective Date mentioned above.

 2/12/24

Steve Roznowski
President & CEO
The Christman Company

Date

Andy Schor
Mayor
City of Lansing

Date

*Lansing Brownfield
Redevelopment Authority*



**500 BLOCK
REDEVELOPMENT PROJECT**

501 S. Capitol Avenue, Lansing MI
110 W. Hillsdale Street, Lansing MI
520 S. Washington Avenue, Lansing MI

Tax Parcel Nos.

33-01-01-16-381-005

33-01-01-16-381-006

33-01-01-16-381-007

***Brownfield Plan #77
Amendment No.1***

Revised January 4, 2024

Prepared with assistance from:

ADVANCED REDEVELOPMENT SOLUTIONS

PO Box 204

Eagle, Michigan 48822

Contact: Eric P. Helzer, EDFP

Phone: (517) 648-2434

TRITERRA ENVIRONMENTAL

1375 S. Washington Avenue

Lansing, Michigan 48910

Contact: David Van Haaren

Phone: (517) 702-0470

Reviewed by:

LANSING BROWNFIELD REDEVELOPMENT AUTHORITY (LBRA)

401 S. Washington Avenue, Suite 101

Lansing, Michigan 48910

Contact: Karl Dorshimer

Phone: (517) 243-3512

Approved by the LBRA -

01 / 12 / 2024

Approved by the Lansing City Council -

___/___/2024

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Exhibits

- A. Eligible Property – Legal Descriptions and Eligible Property Boundary Maps
 - Exhibit A-1: 501 S. Capitol, LLC Lot Survey
 - Exhibit A-2: 503 S. Capitol, LLC Lot Survey
 - Exhibit A-3: City of Lansing Lot Survey
- B. Basis of Eligibility –
 - EGLE Acknowledgement of Receipt of a Baseline Environmental Assessment Letters
 - Exhibit B-1: 501 S. Capitol, LLC Letter
 - Exhibit B-2: 503 S. Capitol, LLC Letter
 - Exhibit B-3: City of Lansing Letter
 - Functional Obsolescence Determination letter dated August 14, 2019
 - Exhibit B-4: 501 S. Capitol, LLC (formerly 501 Block LLC) Letter
- C. Table 4 – Tax Increment Financing Estimates
- D. Estimated Breakdown of Developer Eligible Activity Costs by Entity

**PROJECT SUMMARY SHEET: BROWNFIELD PLAN #77 AMENDMENT NO.1 –
500 Block Redevelopment Project**

The purpose of this Brownfield Plan Amendment No.1 (the “Plan Amendment”) is to identify eligible activities and cost estimates for redevelopment of the property located at 501 S. Capitol Avenue, 110 W. Hillsdale Street and 520 S. Washington Avenue, Lansing, Michigan. Brownfield tax increment financing is necessary to support redevelopment of these properties.

Project Name: 500 Block Redevelopment Project

Applicants/Developers: Private Developers -

Entity Name: 501 S. Capitol, LLC (formerly 501 Block, LLC) and
503 S. Capitol, LLC (formerly 502 Block, LLC)
(referred to as “Owner(s)” or “Developer(s)”)
Contact: Patrick N. Smith
Mailing Address: 505 Bath Street
Santa Barbara, California 93101
Phone: (805) 965-2100
Email: psmith@westpacinv.com

Public Developer -

Entity Name: City of Lansing
(referred to as “Owner(s)” or “Developer(s)”)
Contact: Gregory Venker
Mailing Address: 124 West Michigan Avenue, 5th Floor
Lansing, Michigan 48933
Phone: 517-483-4321
Email: gregory.venker@lansingmi.gov

Eligible Property Location: The Eligible Property (“Property”) consists of three parcels located at:

- 501 S. Capitol Avenue, Lansing MI
- 110 W. Hillsdale Street, Lansing MI
- 520 S. Washington Avenue, Lansing MI

Parcel Information:

Tax Parcel Nos.:

- 33-01-01-16-381-005
- 33-01-01-16-381-006
- 33-01-01-16-381-007

NOTE: At the time of the Plan Amendment preparation, current tax parcel numbers, ownership information, acreage, and legal descriptions on the City of Lansing Parcel Viewer, BS&A website and Ingham County Equalization website are incorrect and as such the above information under this Plan Amendment are subject to change. Exhibit A, Eligible Property – Legal Descriptions and Eligible Property Boundary Maps for this Plan Amendment are correct and shall govern.

Property Size: Approximately 2.98-acres

Type of Eligible Property: Facility (Contaminated) and Functionally Obsolete

Project Description:

This is an amendment to the Lansing Brownfield Redevelopment Authority's (LBRA) Brownfield Plan #77, originally adopted by City Council on December 2, 2019. Additionally, a Brownfield Plan Budget Line Item Adjustment Administrative Amendment Request was approved by LBRA August 6, 2021. This is the first amendment to the Brownfield Plan. The purpose of the amendment is to: 1) document reconfiguration of the two original parcels which now contains three parcels as identified herein, outline the proposed development and add in associated eligible activities at 520 S. Washington Avenue (33-01-01-16-381-007), 2) update/realign proposed eligible activity costs based on current redevelopment plans at all three parcels within the property, and 3) adjust the proposed tax increment revenue (TIR) capture schedule based on the current project timeline.

501 S. Capitol, LLC (formerly 501 Block, LLC) and 503 S. Capitol, LLC (formerly 502 Block, LLC) are single-purpose company's formed to develop, construct, finance, and own Phase I of the 500 Block Redevelopment Project, a mixed-use multi-phase multi-building redevelopment, including office, commercial business spaces containing retail/service providers, and multifamily residential apartments. The City of Lansing is proposing to develop, construct, finance, and own Phase II of the 500 Block Redevelopment Project, a new two-story performing arts building. Collectively the two phases comprised of three buildings are herein referred to as the "Project".

The proposed renovation and new construction Project will redevelop the substantially vacant, contaminated and functionally obsolete parcels into a mixed-use redevelopment project bringing new residents and employment into the City of Lansing's core downtown. The proposed Project phasing for the buildings is as follows:

- Phase I –
 - Building 1 – 501 S. Capitol office building renovation into a mixed-use building with approximately 18,101 square feet of finished office/commercial/commercial self storage space and five (5) floors of residential with an estimated 55 multifamily residential apartments. Start of construction beginning with asbestos abatement and demolition began in June 2021 with completion of full renovation in March 2024.
 - Building 2 – 110 W. Hillsdale Street newly constructed mixed-use building along South Capitol Avenue and West Hillsdale Street with an estimated 117 multifamily residential apartments and approximately 3,459 square feet commercial. Start of construction beginning with site demolition began in July 2021 and new construction completion was July 21, 2023.
- Phase II – A third building (Building 3) on the property will be developed to include the construction of a new two-story

performing arts building, totaling 50,852 gross square feet, including a green room, performance stage, first story bar, rooftop bar, patio seating, recording studio in the basement, and new office space for the Lansing Public Media Center on the second floor. “For decades Michigan’s citizens have come downtown to visit our Capitol during business hours. Still, when it comes to attracting people after five o’clock, whether it’s weekend visitors or prospective residents, Downtown Lansing lacks a cultural pull. An amenity to build up our external reputation, draw in visitors from neighboring cities and other corners of the state year-round, and inspire prospective residents to consider putting down roots here. While there are countless gems across our region, we need a major, day-to-night and year-round attraction that everyone can come to associate with Downtown Lansing. A space that will illuminate on a statewide scale what Lansing residents already know to be true: that we are a city of doers committed to cultivating arts, culture, and economic growth.” (The City of Lansing Ovation Packet 2023). Building 3 includes the renovation of an existing 8,035 gross square feet building as a part of Phase II. Start of construction beginning with asbestos abatement and demolition is anticipated to begin in April 2024 with new construction completion in October 2025.

**Total Capital Investment and
Deployment/Completion
Dates:**

This Plan Amendment anticipates approximately \$62.3 million in Total Capital Investments including projected costs of developer eligible activities costs but not including acquisition and cost of financing for this Project or its eligible activities.

The proposed Project Capital Investment breakdown with deployment and completion milestones for Phase I are as follows:

- Building 1 – Investment made by the Private Developer is estimated at \$9 million for 501 S. Capitol building renovation into a mixed-use building:
 - Deployment Start – June 1, 2021
 - Completion – March 1, 2024
- Building 2 – Investment made by the Private Developer is estimated at \$23 million for 110 W. Hillsdale Street newly constructed mixed-use building:
 - Deployment Start – July 1, 2021
 - Completion – July 21, 2023
- Building 3 – Investment made by the Public Developer is estimated at \$30,323,972 for 520 S. Washington Avenue newly constructed multi-use performing arts building:
 - Deployment Start – April 1, 2024
 - Completion – October 1, 2025

**Estimated Job Creation and
Employed-by Dates:**

During the term of construction, the Project will create hundreds of direct and indirect spin-off jobs over the construction periods.

Upon Project completion and stabilization, a total of approximately 22 local full-time equivalent (FTE) jobs are projected to be created as are identified by each building with anticipated 100% employed-by milestone dates below:

- Building 1 – approximately 9 FTE jobs upon building stabilization at the 501 S. Capitol building renovation. Average wage rate of new estimated jobs created that are new to the City is projected at greater than \$30,000 per year:
 - 100% employed-by – March 1, 2025 to allow for stabilization.
- Building 2 – approximately 5 FTE jobs upon building stabilization in the 110 West Hillsdale Street newly constructed building. Average wage rate of new estimated jobs created that are new to the City is projected at greater than \$30,000 per year:
 - 100% employed-by – July 1, 2024 to allow for stabilization.
- Building 3 – approximately 8 FTE jobs upon building stabilization in the 520 S. Washington Avenue newly constructed multi-use performing arts building. Average wage rate of new estimated jobs created that are new to the City is projected at greater than \$63,000 per year (NOTE: this is in addition to 6 FTE retained jobs at an average wage of \$55,900 per year and does not include new FTE jobs that may be associated with the planned restaurant/bar):
 - 100% employed-by – August 1, 2025.

**Estimated and
Duration of Plan
Amendment Capture:**

30 years (2023-2052), total estimated Plan Amendment capture duration for reimbursement of Eligible Activities, Brownfield Plan & Act 381 Work Plan (including amendments) Preparation costs, Brownfield Plan & Act 381 Work Plan Implementation Fees, BRA Administration & Application Fees, and LBRF & MBRF capture. However, this Plan Amendment's capture of tax increment revenues shall not exceed 30 years (2023-2052), unless amended.

**Estimated and
Duration of Plan
Amendment:**

33 years (2020-2052) estimated Plan Amendment duration.

**Base Year of Plan
Amendment:**

2020

**First Year of Plan
Amendment Capture:** 2023

Estimated Gain in Taxes:
(after Project completion)

	Actual Base Year Taxable Value	Future Taxable Value (Estimate)	Increased/ Taxable Value (Increment)
	2020	Starting in 2024 (at 100% Private Developer Completion)	Starting in 2024 (at 100% Private Developer Completion)
	\$2,887,807	\$9,962,513	\$ 7,074,706
Annual Taxes Paid	\$ 226,257	\$786,763	\$ 560,505

Distribution of Total New Taxes Paid Estimate:
(Total Plan Duration)

Total New Taxes Received by Taxing Units	\$ 4,179,624
Total New Taxes Captured	\$ 21,992,790
Total New Taxes	\$ 26,172,415

** The impact to each individual taxing jurisdiction may be as much as their proportionate share of \$21,992,790 so long as there are available revenues. Developer Brownfield costs in this Plan Amendment are extraordinary and as a result, even with the maximum number of years of tax capture allowed, the Public Developer may not be fully reimbursed. Currently, as identified in Table 4d, the resultant deficiency/shortfall to the Public Developer is estimated at \$3,775,258.*

**Total New (Incremental) Taxes Captured
Breakdown Estimate:**
(Total Plan Duration)

Total Taxes Captured During Brownfield Plan Tax Capture Period	Total/ Cumulative	Annual Average
Brownfield Redevelopment Authority (BRA) Administration	\$ 611,634	\$ 20,388
BRA Brownfield Plan & Work Plan Implementation (to BRA)	\$ 15,000	\$ 500
BRA Local Brownfield Revolving Fund (LBRF)	\$ 611,634	\$ 20,388
State of Michigan Brownfield Redevelopment Fund (MBRF) (Maximum of 25-Year period for tax capture)	\$ 604,574	\$ 20,152
Local Taxes to Developer * (to Reimburse Eligible Activities)	\$ 13,566,075	\$ 452,203
State School Taxes To Developer * (to Reimburse Eligible Activities)	\$ 6,583,873	\$ 219,462
Total New Tax Capture (See Table 1a)	\$ 21,992,790	\$ 733,093

** Public Developer Reimbursement Obligations may not be fully reimbursed based upon current estimates of projected Taxable Value and resultant tax capture from Local and State School Taxes. The identified Public Developer eligible costs in the Plan Amendment (not including captures for BRA Administration, BRA Implementation, BRA LBRF, or MBRF) may not be fully reimbursed if Taxable Value and/or tax capture assumptions do not increase over the balance of the 30-year capture period, because Plan Amendment estimates a deficiency/shortfall in potential capture.*

Total New (Incremental) Taxes Received (Gain/Not Captured) by Taxing Units
Breakdown Estimate:
(Total Plan Duration)

Estimated New/Incremental Tax Gain (not captured) Breakdown			
Total New/Incremental Tax Revenue Received by each Taxing Unit/ Entity (taxes not captured by the Brownfield Plan)	Percentage of Pass-Through/ Sharing to Taxing Unit	Estimated Tax Capture Period in 30 Number of Years =	
		New Tax Revenue Received	
		Total Amount Returned to Taxing Unit	Annual Average
CITY OF LANSING			
City Operating - Lansing	10%	\$ 551,338	\$ 18,378
Montgomery Drain	10%	\$ 7,374	\$ 246
Public Safety	100%	\$ 992,635	\$ 33,088
<i>Subtotal to Above</i>	-	\$ 1,551,346	\$ 51,712
INGHAM COUNTY			
Ingham County	10%	\$ 320,805	\$ 10,694
<i>Subtotal to Above</i>	-	\$ 320,805	\$ 10,694
Capital Region Airport Authority - CRAA	10%	\$ 19,824	\$ 661
Capital Area Transportation Authority - CATA	10%	\$ 84,785	\$ 2,826
LIBRARY	-		
Capital Area District Libraries - CADL	10%	\$ 44,243	\$ 1,475
INTERMEDIATE SCHOOL DISTRICTS (ISD)	-		
ISD Operating & Special Education	10%	\$ 140,041	\$ 4,668
COMMUNITY COLLEGE	-		
Lansing Community College - LCC	10%	\$ 106,898	\$ 3,563
<i>Subtotal to Above</i>	-	\$ 395,792	\$ 13,193
LOCAL SCHOOL MILLAGES: excludes State School millages			
Lansing School District Debt (District #33020)	100%	\$ 1,162,801	\$ 38,760
Lansing School District Sinking Fund	10%	\$ 83,878	\$ 2,796
<i>Subtotal to Above</i>	-	\$ 1,246,678	\$ 41,556
<i>Subtotal of All of the Above</i>	-	\$ 3,514,622	\$ -
STATE SCHOOL MILLAGES: excludes Local School millages			
State Education Tax - SET	10%	\$ 170,166	\$ 5,672
Local School Operating - LSO	10%	\$ 494,837	\$ 16,495
<i>Subtotal to Above</i>	-	\$ 665,003	\$ 22,167
GRAND TOTAL OF NEW TAX REVENUE TO THE ABOVE	-	\$ 4,179,624	-

Eligible Activities and Eligible Costs:

Eligible activities are estimated at approximately \$21,992,790 (inclusive of fees associated with BRA Administration, BRA Brownfield Plan & Work Plan Implementation, Local Brownfield Revolving Fund (LBRF) and State of Michigan Brownfield Redevelopment Fund (MBRF)) of which the projected costs of developer eligible activities are \$20,149,948. Public Developer Brownfield costs in this Plan Amendment are extraordinary and as a result, even with the maximum number of years of tax capture allowed, the Public Developer Project may not be fully reimbursed. The resultant deficiency/shortfall to the Public Developer is estimated at \$3,775,258 if Taxable Value and/or tax capture assumptions do not increase over the balance of the 30-year capture period.

Eligible Activities	Eligible Costs
EGLE Eligible Activities	
Department-Specific Activities	
Exempt Activities - Assessments	\$ 37,675
Exempt Activities - Due Care Planning	\$ 172,597
Due Care Activities	\$ 794,523
MSF Non-Environmental Eligible Activities	
Demolition Activities	\$ 566,683
Lead and Asbestos Abatement Activities	\$ 1,959,775
Relocation of Public Buildings for Economic Development Purposes	\$ 7,000,000
Infrastructure Improvements Activities	\$ 472,440
Site Preparation Activities	\$ 1,698,721
Contingency (15%)	\$ 1,389,806
Interest (Simple Interest: 3% Private Developer, 5% Public Developer)	\$ 5,812,303
Subtotal	\$ 19,904,522
Brownfield Plan & Work Plan Preparation	\$ 210,426
Brownfield Plan & Work Plan Implementation (to Developer)	\$ 30,000
Local Application Fees	\$ 5,000
Subtotal: To Developer *	\$ 20,149,948
Brownfield Redevelopment Authority (BRA) Administration	\$ 611,634
BRA Brownfield Plan & Work Plan Implementation (to BRA)	\$ 15,000
BRA Local Brownfield Revolving Fund (LBRF)	\$ 611,634
State of Michigan Brownfield Redevelopment Fund (MBRF)	\$ 604,574
Subtotal: To BRA & State	\$ 1,842,842
GRAND TOTAL	\$ 21,992,790

** Public Developer Reimbursement Obligations may not be fully reimbursed based upon current estimates of projected Taxable Value and resultant tax capture from Local and State School Taxes. The identified Public Developer eligible costs in the Plan Amendment (not including captures for BRA Administration, BRA Implementation, BRA LBRF, or MBRF) may not be fully reimbursed if Taxable Value and/or tax capture assumptions do not increase over the balance of the 30-year capture period, because Plan Amendment estimates a \$3,775,258 deficiency/shortfall in potential capture.*

The estimated breakdown of projected Eligible Activity Costs between the Developer entities (Private Developers and Public Developer) is illustrated and subject to change in Exhibit E - Estimated Breakdown of Developer Eligible Activity Costs by Entity.

INTRODUCTION

The City of Lansing, Michigan (the “City”), established the Lansing Brownfield Redevelopment Authority (the “Authority” or “LBRA”) on October 1, 1997, pursuant to Michigan Public Act 381 of 1996, as amended (“Act 381”). The primary purpose of Act 381 is to encourage the redevelopment of Eligible Property by providing economic incentives through tax increment financing for certain eligible activities.

The purpose of this Brownfield Plan Amendment No.1 (the “Plan Amendment”) is to promote the redevelopment of and investment in certain “Brownfield” properties within the City. Inclusion of Property within this Plan Amendment will facilitate financing of eligible activities at eligible properties and will also provide tax incentives to eligible taxpayers willing to invest in revitalization of eligible sites, commonly referred to as “Brownfields” that are either environmentally contaminated (a “facility”), blighted property, housing property, historic resource, or deemed functionally obsolete property. By facilitating redevelopment of Brownfield properties, this Plan Amendment, is intended to promote economic growth for the benefit of the residents of the City and all taxing units located within and benefited by the Authority. The City of Lansing has determined that this Plan Amendment is necessary to reduce unemployment, promote economic growth, and increase capital investment thus creating new taxable value for the City and the State of Michigan.

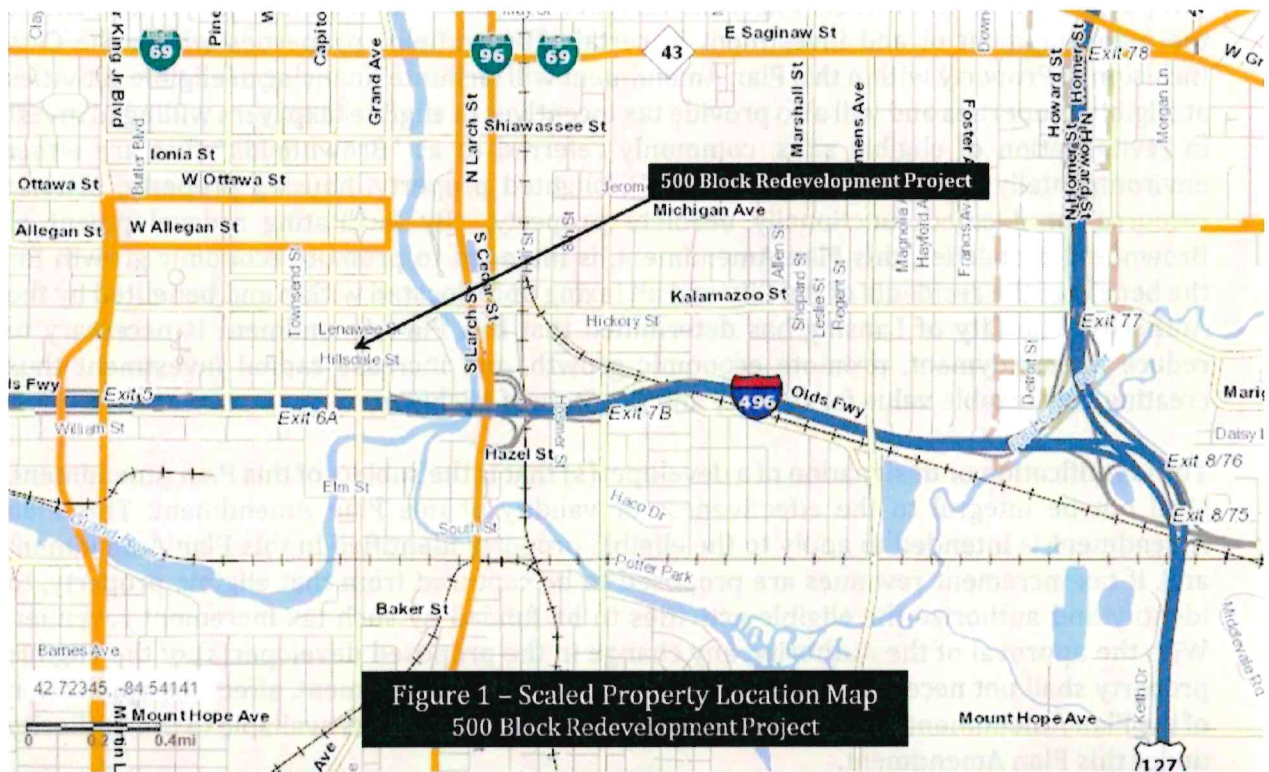
The identification or designation of a developer(s) that is the subject of this Plan Amendment, shall not be integral to the effectiveness or validity of this Plan Amendment. This Plan Amendment is intended to apply to the eligible property identified in this Plan Amendment and, if tax increment revenues are proposed to be captured from that eligible property, to identify and authorize the eligible activities to be funded by such tax increment revenues. With the approval of the Authority, any change in the proposed developer(s) of the eligible property shall not necessitate an amendment to the Plan Amendment, affect the application of the Plan Amendment to the eligible property, or impair the rights available to the Authority under this Plan Amendment.

The Plan Amendment is intended to be a living document, which may be modified or amended in accordance with the requirements of Act 381, as necessary to achieve the purposes of Act 381. The applicable sections of Act 381 are noted throughout the Plan Amendment for reference purposes.

This Plan Amendment contains information required by Section 13(2) of Act 381.

1. DESCRIPTION OF THE ELIGIBLE PROPERTY (SECTION 13(2)(H))

The Eligible Property ("Property") consists of three parcels and is located at 501 S. Capitol Avenue, 110 W. Hillsdale Street, and 520 S. Washington Avenue, Lansing Michigan. The Property is situated to the north of Hillsdale Street, east of S. Capitol Avenue, south of Lenawee Street, and west of S. Washington Avenue as depicted on Figure 1 – Scaled Property Location Map. The Property contains approximately 2.98-acres in the City of Lansing ("City") on three parcels as depicted on Figure 2 – Eligible Property Map.



Resolution #2024-054

By the Committee on Development and Planning
Resolved by the City Council of the City of Lansing

**RESOLUTION APPROVING BROWNFIELD PLAN #77 AMENDMENT NO. 1
500 BLOCK BROWNFIELD REDEVELOPMENT PROJECT**

WHEREAS, the Brownfield Redevelopment Authority (the 'Authority') of the City of Lansing, pursuant to and in accordance with the provisions of the Brownfield Redevelopment Financing Act, Public Act, Public Act 381 of 1996, as amended, (the 'Act') has prepared a Brownfield Plan, submitted to Council and placed on file in the office of City Clerk, Brownfield Plan #77 Amendment No. 1 – 500 Block Brownfield Redevelopment Project (the 'Plan'); and

WHEREAS, a public hearing was held by the Lansing City Council on February 26, 2024, and at least 10 days before the public hearing the taxing jurisdictions were provided notice to be fully informed about the fiscal and economic implications of the proposed Plan and given a reasonable opportunity to express their views and recommendations regarding the Plan in accordance with Section 13 (10) and 14(1) of the Act; and

WHEREAS, the Lansing City Council, before and during its public hearing on February 26, 2024, reviewed testimony and evidence regarding the Plan, and found that:

1. the Plan provides for the reimbursement of costs attributable to eligible activities to the developer and the Authority,
2. the Project includes, in addition to the eligible activities identified in the Plan, the redevelopment of the property,
3. the Project may result in total new private and public investment of approximately \$62.3 million,
4. the Plan provides for the capture of property tax increment revenues due to the private investment on the site, and devotes them to repaying the Authority for its costs associated with eligible activities it performs, and to repaying the developer for their costs associated with eligible activities they perform, in accordance with the Plan,

WHEREAS, the Authority Board of Directors, at its meeting on January 12, 2024, unanimously recommended approval of the Plan, for this Project, as amended;

NOW, THEREFORE, BE IT RESOLVED that the Lansing City Council, after having duly considered the Plan, finds it is in compliance with the provisions of the Act and further finds:

- The Plan constitutes a public purpose under the Act;

- The Plan meets all of the requirements for a Brownfield Plan set forth in Section 13 of the Act;
- The proposed method of financing the costs of the eligible activities, as described in the Plan, is feasible and the Authority has the ability to arrange the financing;
- The costs of the eligible activities proposed in the Plan are reasonable and necessary to carry out the purposes of the Act; and
- The amount of the captured taxable value estimated to result from the adoption of the Plan is reasonable.

IT IS FINALLY RESOLVED that the Lansing City Council hereby approves Brownfield Plan #77 Amendment No. 1 – 500 Block Redevelopment Project.

Resolution 2024-047

BY THE COUNCIL MEMBER KOST
RESOLVED BY THE CITY COUNCIL OF THE CITY OF LANSING

WHEREAS, Lansing City Council has been asked to consider an amendment to Brownfield Plan #77, the 500 Block Redevelopment Project;” and

WHEREAS, the Redevelopment Project includes certain eligible activities related to the construction of a new two story performing arts building (“The Ovation”); and

WHEREAS, the City of Lansing has received public funding to assist in the construction and development of The Ovation; and

WHEREAS, it is a goal of Lansing City Council that a development of this type be operationally self-sustaining after it is constructed and not require a City subsidy to be financially successful.

NOW, THEREFORE, BE IT RESOLVED, that Lansing City Council supports the building and construction of The Ovation, but expresses City Council’s aspirations for the project’s financial success, without the need for a future operational subsidy from the City of Lansing.

BE IT FINALLY RESOLVED, that in the event The Ovation does require a subsidy from the City of Lansing, and becomes a burden on the taxpayers, this City Council will encourage selling The Ovation.



The Ovation Project Update

January 27, 2025

Presented by: The City of Lansing, the Lansing Public
Media Authority, and Dymaxion Development

New Design Unveiled



Project Overview

- Construction of a 75,766 square foot concert venue with a ~2,000 person capacity
- Black box theatre
- Third floor restaurant

Project Updates

- Work underway at 520 building, which will soon house the Lansing Public Media Center
 - Demo complete
 - Mural
- Final design phase nearing completion for 500 building with vertical construction commencing this Spring
- Project tracking within budget and timeline targets, with ongoing cost optimization efforts

Budget

- Funding status: fully funded
- Total Construction cost: \$28M
- Construction dollars spent to date:
\$1,438,327.89
- Private fundraising efforts ongoing

Labor Engagement & Bidding



Prevailing wage



Builder's Exchange



Building Trades Council



Interfacing with Local 333
for Plumbing and
Mechanical

Construction Economic Impact

\$17.5M

Generated for the local economy

209 full-time jobs created

\$1.1 million generated in taxes and
fees for local governments

Estimated Annual Ongoing Economic Impact

\$12.5M

Generated for the local economy

159 full-time jobs created

\$904,000 generated in taxes and fees
for local governments



OVATION
CENTER FOR MUSIC AND ARTS
PRESENTED BY *msufcu*

OvationLansing.com



Excerpt from Minutes of Committee of the Whole Mtg – January 27, 2025

Present: Emily Linden, Ovation Representative, Roy Plowman, Mayors Office -Construction Manager, Tyler Baker, Maner Costerisan, Brendon Fox, Dymaxion – Ovation Representative Bill Tucker, Maner Costerisan

Update on the Ovation Project

Ms. Linden started the quarterly update on the project, first noting that in September there were new designs.

Council Member Spadafore returned to the meeting at 6:11 p.m.

Ms. Linden's presentation summarized property and project.

Dymaxion confirmed they have been working through the design project, completed maximizing efficiency, submitted plans to building department on the plans and work on the build out on the current building. They are tracking the budget with milestones changing with changes and working in budget.

Ms. Linden stated \$28 million total construction cost, with spent \$1.4 million and they have private fundraising on task.

Dymaxion stated they have paid for the design costs at estimated earn value for \$1.17 million for architect, 23% value beyond what paid thus far.

Mr. Plowman stated they have engaged all trades, and any bid package goes to Building Trades Council, builders exchange and when they do not get the response they work diligently to assist.

Council Member Garza asked why the bidding is not public visibility. Mr. Plowman stated that he is not aware of why it is not, they could look into make it accessible.

Ms. Linden stated the economic impact at \$17.5 million, 209 FTE, and taxes generated. The estimated economic impact of \$12.5 million generated annually.

Council Member Jackson asked if fully funded, why continue to fund raise, do they expect changes in the future. Ms. Linden stated that it is funded, but they are looking to have a safety net.

Mr. Randall asked about other phases, timelines, so they can know what is going on. Dymaxion stated they are working on building permits for the build out of 520 and then the new building. He believes that they can track once it permits. Mr. Randall asked what cost until construction. Dymaxion stated that looking at architecture, there would be \$550,000 in design yet. Mr. Randall asked if it all has to be spent or at the same time as construction.

Council Member Carter asked if there is a time frame of the groundbreaking. Dymaxion stated this spring and have bids back for site demolition and site preparation. Council Member Carter asked how the marketing is going for use. Ms. Linden stated that Mr. Cochran has been building relationships, but contracts aren't done until 9 months out. Council Member Carter asked what the cost would be for tickets. Ms. Linden did not have an answer but want to make sure it is accessible and cost to consumers is fair and accessible.

Council President Kost referred to the list of projects spent year to date, asked Ms. Linden where she is paid. Ms. Linden stated she is an employee of the Media Center. Council President Kost noted spring of 2025 for groundbreaking, what does that mean, and what does that mean. Dymaxion there are multiple packages on site work, asphalt removed, dirt getting moved, and there will be meaningful construction. Council President Kost asked about the ground testing, and it was confirmed it was done.

Council Member Garza asked for names of contractors, and Dymaxion stated they have not signed with contractors. Council Member Garza asked for local contractors.

Council Member Jackson noting Council Member Garza works for the 333 Plumbers Union, and the appearance if there can be a problem. Mr. Venker asked if the question is there a conflict, and it was confirmed it was. Mr. Venker stated it is not a conflict, but if Council speaks to their requests, it is not a conflict or improper in this presentation. Council Member Jackson if in future, would OCA look for it. Mr. Venker stated he would stop something is improper. This body can only act when it votes, something specific to give funds to any of the Council members employers. Council Member Jackson noted it is difficult that Plumbers and Pipefitters do a lot of work on City projects and confused it could not be a problem.

Council President Kost noted that there have been Council members who have had some tie or another to a project, and they have reaccused themselves.

Council Member Garza stated that he is VP of Local 333, unpaid, and paid from Plumbers and Pipefitters Association and would not be an employee on the project.



Design Spending Report

Project Title: The Ovation

Report Date: 1/24/2025

Albert Kahn Contract Summary

Category	Contract Amount
Total Contract Value	\$1,466,098
(-) Construction Administration Allocation	\$157,725
Design Total	\$1,308,373

Design Expenditure Snapshot

	Amount Earned	Amount Paid	(-) Variance
Building Design	\$1,177,535.70	\$874,455.69	\$303,080.01
Percentage	90%	66.84%	23.16%

Design Deliverable Milestone Status

Programming: Complete

Schematic Design: Complete

Design Development: Complete

Construction Documents: 90% Plan Set Due 1/24/25

The Ovation Project Spent-to-Date as of 12/31/24

Name	Description of Work	Spent to Date
Albert Kahn Associated Inc.	Architectural and Engineering	693,399.71
Triterra	Environmental Consulting	11,000
ProSoil Site Services	Privacy Screening	5,665.37
PM Environmental	Environmental Testing	30,313.15
Advanced Research Solutions	Brownfield Plan Amendment	30,000.00
Wieland	Temporary Fencing	10,064.92
Freund and Associates	Construction Management	367,225.63
Dymaxion Development LLC	Program Manager	84,414.54
Dymaxion Development LLC	Program Manager Reimbursables	2,945.85
Spalding DeDecker	Site Survey	13,750
Total		1,248,779.17

Internal Audit received this report via email from Ms. Linden on 1/7/2025. It is understood to represent the Ovation project spend to date of city funds as of 12/31/2024.

BY THE COMMITTEE OF THE WHOLE
RESOLVED BY THE CITY COUNCIL OF THE CITY OF LANSING

WHEREAS, at any time during the fiscal year, the City Council may consider appropriations which modify the previously adopted annual appropriation to transfer an unencumbered balance in whole or in part from any account; provide for the expenditure of revenues in excess of those in the budget; or meet a public emergency affecting life, health, property, or the public peace; and

WHEREAS, the Department of Human Relations and Community Services recently completed a homelessness study identifying critical needs in addressing the direct needs of Lansing residents experiencing homelessness; and

WHEREAS, the Department of Human Relations and Community Services conducted an RFP for modular housing structures and special market conditions subsequently emerged providing the opportunity to purchase such structures at a reduced price point; and

WHEREAS, the Department of Human Relations and Community Services intends to purchase 50 ModPods Multi-Use Structures, including 34 units measuring 8' x 8' x 8' and 16 units measuring 8' x 8' x 16'; and

WHEREAS, the units will be used to address the homelessness crisis in the City of Lansing, pending final location and zoning approval by City Council, and subsequent regulatory approval from the State of Michigan; and

WHEREAS, after adjusting for known expenditures, an amount exceeding \$645,486 is anticipated to be unspent from the FY 2025 allocation of funding for meeting basic human services.

NOW, THEREFORE, BE IT RESOLVED that the administration is authorized to carry forward the remaining balances of the FY 2025 allocation of Basic Human Services & Racial Equity funding as amended, pending final audited figures and notification to City Council, and that the following FY 2025/2026 budget amendment is approved for immediate use.

BE IT FINALLY RESOLVED, the Administration is authorized to create appropriate accounts and to make the necessary operating transfers for the expenditure and control of the balance of the appropriations.

Appropriation	Description	Amount
General Fund Revenues		
Appropriation of Fund Balance	Committed Fund Balance (Basic Human Services)	\$645,486
Total General Fund Revenue Appropriation		<u>\$645,486</u>
General Fund Expenditures		
Basic Human Services & Racial Equity	Operating – Community Problem Solving	\$645,486
Total General Fund Expenditure Appropriation		<u>\$645,486</u>

Via email – 8/6/2025

Dear Lansing City Council Members:

As we all know, we have a continuing homelessness problem in the Lansing area. Several years ago, I was a member of a community group seeking tiny home solutions to homelessness then. In 2025, we all see that with the Trump Administration's determined efforts to cut holes in the social safety nets that prevent communities from bottoming out creates an additional and immediate risk of even more homelessness for those who are employed at very low wages or underemployed. Rent is not getting cheaper. I recently met a fully employed Lansing resident who, facing an eviction, described how hard it was to find even a one-bedroom apartment he could afford without good credit. He spoke about living in an RV!

As a member of the Mayor's Diversity, Equity, and Inclusion Advisory Board, it has come to my attention that the city has come upon an opportunity to mitigate the risk of some of the impending overflow of homelessness in Lansing by purchasing **50** modular transitional housing units designed to offer a safe foundation for saving money and transitioning to more traditional permanent housing. You know from the materials provided you that the units are ADA-compliant, with heating and cooling. They have secure lock systems, include foam mattresses, integrated storage, and constitute a temporary tiny home.

I also understand that Lansing has potential sites for such a community, and would engage comprehensive wraparound services including assistance with case management to support nutrition, job training, and access to medical care. The Human Relations and Community Services (HRCS) will need your vote to reallocate program funds for the acquisition and programming to make this happen. I understand that this project should not require new funding.

Please give a positive look at this innovative project as the best way available to get ahead of a wave that will affect many parts of our community until political and economic conditions that stand to exacerbate homelessness in Lansing reverse.

Byron Haskins
1709 Moores River Drive
517-775-0140

From: [Byron Haskins](#)
To: [City Council](#)
Cc: [byrohask](#)
Subject: [EXTERNAL] In support of the Mod-Pod Project
Date: Wednesday, August 6, 2025 6:10:32 PM

Dear Lansing City Council Members:

As we all know, we have a continuing homelessness problem in the Lansing area. Several years ago, I was a member of a community group seeking tiny home solutions to homelessness then. In 2025, we all see that with the Trump Administration's determined efforts to cut holes in the social safety nets that prevent communities from bottoming out creates an additional and immediate risk of even more homelessness for those who are employed at very low wages or underemployed. Rent is not getting cheaper. I recently met a fully employed Lansing resident who, facing an eviction, described how hard it was to find even a one-bedroom apartment he could afford without good credit. He spoke about living in an RV!

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