

RESOLUTION NO. 2013-02

**RESOLUTION OF THE CITY OF HOBART, INDIANA, ECONOMIC
DEVELOPMENT COMMISSION MAKING CERTAIN FINDINGS
RELATING TO THE FINANCING OF CERTAIN ECONOMIC
DEVELOPMENT FACILITIES AND APPROVING SUCH FINANCING
AND THE FORMS OF THE DOCUMENTS RELATED THERETO**

WHEREAS, the City of Hobart, Indiana, Economic Development Commission (the "Commission") is a commission operating and existing under and pursuant to the authority of IC 36-7-11.9 and IC 36-7-12 (collectively, the "Act"); and

WHEREAS, the Commission is authorized by the Act to investigate, study and survey the need for job opportunities, industrial diversification, water services and pollution control facilities in the City of Hobart, Indiana (the "City"), and to recommend action to improve or promote job opportunities, industrial diversification, water services and the availability of pollution control facilities in the City; and

WHEREAS, on February 26, 2013, the Commission adopted an inducement resolution (the "Inducement Resolution") providing for the issuance of economic development revenue bonds of the City in an aggregate principal amount not to exceed Five Million Eight Hundred Fifty Thousand and 00/100 (\$5,850,000.00) relating to the financing of certain economic development facilities consisting of the acquisition, construction, installation and equipping of a manufacturing facility to be located on a parcel of land located at 6301 North Wind Parkway in the City (the "Project") for ITR America, LLC (the "Company"); and

WHEREAS, the real estate, the building and the equipment comprising the Project will be owned by the Company for use in its business of manufacturing, assembling and distributing track groups for use on bulldozers; and

WHEREAS, the Company has requested that the City issue its economic development revenue bonds in two (2) series with one (1) series issued on tax-exempt basis in an aggregate principal amount not to exceed \$4,750,000 and the second series to be issued on a taxable basis in an aggregate principal amount not to exceed \$1,100,000; and

WHEREAS, on March 6, 2013, the Common Council of the City (the "Common Council") adopted an inducement resolution providing for the issuance of the City economic development revenue bonds in two (2) series to finance the Project; and

WHEREAS, the Commission has studied the Project and the proposed financing of the Project and the effect on the health, prosperity, economic stability and general welfare of the City and its citizens; and

WHEREAS, the Company is now prepared to proceed with the financing of the Project; and

WHEREAS, the Commission has held a public hearing, duly noticed, in connection with the financing of the Project by the Company; and

WHEREAS, the Commission now desires to approve in substantially final form (i) the Loan Agreement entered into by and among the City, the Company and GE Government Finance, Inc., as the purchaser of the Bonds and collateral agent, for the purpose of lending the proceeds of the Bonds to the Company to finance a portion of the costs of the Project and to provide for the issuance and sale of the Bonds; (ii) the form of the City of Hobart, Indiana, Tax-Exempt Economic Development Revenue Bond, Series 2013A (ITR America, LLC Project); and (iii) the form of the City of Hobart, Indiana, Taxable Economic Development Revenue Bond, Series 2013B (ITR America, LLC Project) (collectively, the "Financing Documents"); and

WHEREAS, the Commission has considered a form of bond ordinance with respect to the Project (the "Ordinance") and has considered recommending that the Common Council of the City ("Common Council") adopt an ordinance in such form;

NOW, THEREFORE, BE IT RESOLVED by the City of Hobart, Indiana, Economic Development Commission, as follows:

Section 1. The Commission finds that the proposed financing of the Project referred to in the forms of the Financing Documents presented to this meeting complies with the purposes and provisions of IC 36-7-11.9 and IC 36-7-12 and will be of benefit to the health, prosperity, economic stability and general welfare of the City and its citizens.

Section 2. The proposed financing of the Project for the Company and the substantially final forms of the Financing Documents relating to the issuance and sale of an aggregate principal amount not to exceed Four Million Seven Hundred Fifty Thousand and 00/100 Dollars (\$4,750,000.00) of the City of Hobart, Indiana, Tax-Exempt Economic Development Revenue Bond, Series 2013A (ITR America, LLC Project) (the "Series A Bond"), and of an aggregate principal amount not to exceed One Million One Hundred Thousand and 00/100 Dollars (\$1,100,000.00) of the City of Hobart, Indiana, Taxable Economic Development Revenue Bond, Series 2013B (ITR America, LLC Project) (the "Series B Bond" and with the Series A Bond, the "Bonds") for such financing and the form of authorizing ordinance of the Common Council (the "Ordinance") and the form of the Bonds, all as presented to this meeting, are hereby approved. The Commission hereby recommends to the Common Council that the Common Council authorize the Mayor to approve a form of bond purchase agreement and a offering memorandum to provide for the sale of the Bonds to the purchasers thereof.

Section 3. The Mayor and the Clerk-Treasurer of the City are authorized to make such changes in the Financing Documents without the subsequent approval of this Commission or of the Common Council as are necessary or appropriate to effect the intent of this Resolution and as are permissible under IC 36-7-11.9 and IC 36-7-12, all to be evidenced by the execution of the Financing Documents by the Mayor and the Clerk-Treasurer.

Section 4. The Commission has held a hearing open to the public and has subsequently considered whether the Project will have an adverse effect on any similar facilities

already constructed and operating in or about the City, and makes the following special findings of fact based upon the evidence presented:

a. No member of the public or competitor has presented any evidence of any kind establishing that the Project would have any adverse competitive effect in any respect.

b. In the absence of any evidence of any adverse competitive effect, the benefits to the public clearly indicate that the Project should be supported by the issuance of the Bonds.

Section 5. The Secretary of the Commission shall initial and then insert a copy of the forms of Financing Documents approved by this Resolution in the Minute Book of this Commission.

Section 6. The Commission does not guarantee, warrant, or even suggest that (i) the Bonds will be a reasonable investment or (ii) interest to be paid to or income received by the holders of the Bonds is exempt from taxation by any local, state or federal government.

Section 7. The Bonds shall be special, limited obligations of the City payable solely from the funds provided therefor as described in the Financing Documents, and shall not constitute an indebtedness of the Commission, the City, the State of Indiana or a loan or credit thereof.

Section 8. A copy of this Resolution and the other documents approved by this Resolution and the proposed form of Ordinance shall be presented by the Secretary of this Commission to the Clerk for presentation to the Common Council.

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Adopted this 15th day of April, 2013.

CITY OF HOBART, INDIANA,
ECONOMIC DEVELOPMENT COMMISSION

Robert A. Blawie

Dennis [Signature]

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