

EXTRACT FROM MINUTES OF
MEETING OF THE CITY COUNCIL OF
THE CITY OF CHARLOTTE

A regular meeting of the City Council of the City of Charlotte, North Carolina, in the Meeting Chamber at the Charlotte-Mecklenburg Government Center, 600 East Fourth Street, in Charlotte, North Carolina, the regular place of meeting, at 6:00 p.m. on June 20, 1994.

PRESENT: Mayor Richard Vinroot, presiding, and Councilmembers Baker, Campbell, Cannon, Jackson, McCrory, Majeed,
Martin, Reid, Spencer and Wheeler

ABSENT: Councilmembers: Scarborough

ALSO PRESENT: City Manager, O. Wendell White, City Attorney, Henry Underhill and City Clerk, Brenda R. Freeze

* * * * *

Councilmember Martin introduced the following resolution, a summary of which had been provided to each Councilmember, which was read by title:

RESOLUTION APPROVING AN INSTALLMENT CONTRACT FINANCING IN A PRINCIPAL AMOUNT UP TO \$6,000,000 AND THE SALE OF CERTIFICATES OF PARTICIPATION THEREIN AND AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS IN CONNECTION THEREWITH TO REFUND OUTSTANDING OBLIGATIONS THAT PROVIDED A PORTION OF THE COSTS OF CONSTRUCTION OF THE CITYFAIR PARKING FACILITY

WHEREAS, on November 18, 1985 the City of Charlotte (the "City") entered into a development contract to purchase the CityFair Parking Facility, an approximately 540-space parking facility consisting of certain real property and improvements to

real property (the "Parking Facility"), which was initially financed in part from the proceeds of the City's \$5,800,000 Parking Facility Revenue Bonds, Series 1985 (the "Prior Obligations");

WHEREAS, officials of the City have now advised the City Council of the City (the "City Council") that it is in the best interest of the City to refund the Prior Obligations by the use of an installment payment contract financing under N.C.G.S. § 160A-20 (the "Plan of Refunding");

WHEREAS, the City has determined that all such steps are advisable and in the best interest of the City and its residents by promoting and advancing uptown development in the City;

WHEREAS, by resolutions adopted on May 23, 1994, the City Council took official action and approved in principle installment contract financing to refund the Prior Obligations and authorized the City staff to proceed with plans and to investigate and negotiate the selection and terms for such financing;

WHEREAS, on June 13, 1994, the City Council conducted a public hearing in connection with the proposed installment contract financing to refund the Prior Obligations;

WHEREAS, there have been available at this meeting forms of the following documents (the "Financing Documents") with respect to such financing:

(1) Installment Payment Contract dated as of July 1, 1994 (the "Contract") between the City and New Charlotte Corporation, as counterparty (the "Counterparty"), pursuant to which the

Counterparty causes funds to be advanced to the City and the City agrees to make installment payments (the "Installment Payments") to repay the amount so advanced, with interest;

(2) Trust Agreement dated as of July 1, 1994 (the "Trust Agreement") between the Counterparty and NationsBank of North Carolina, N.A. (the "Trustee"), pursuant to which there are to be executed and delivered Certificates of Participation (the "COPs") representing interests in the Installment Payments under the Contract;

(3) Deed of Trust and Security Agreement dated as of July 1, 1994 covering the Parking Facility and the Site (as described in the Contract) (the "Deed of Trust") pursuant to which there shall be granted a lien on the Parking Facility and the Site to secure the obligation of the City under the Contract;

(4) Preliminary Official Statement to be dated on or about June 27, 1994 (the "Preliminary Official Statement") which, as supplemented with certain pricing information, is to be the Official Statement to be dated on or about July 6, 1994 (the "Official Statement"), pursuant to which the COPs are offered and sold to the public;

(5) Contract of Purchase to be dated on or about July 6, 1994 (the "Purchase Contract") between First Union Capital Markets Corp., NationsBanc Capital Markets, Inc., First Charlotte Company, a Division of J.C. Bradford & Co. and Interstate/Johnson Lane Corporation (the "Underwriters") and the Counterparty pursuant to which the Underwriters agree to purchase the COPs for sale to the public;

(6) Letter of Representation to be dated on or about July 6, 1994 (the "Letter of Representation"), which is an Exhibit to the Contract of Purchase, from the City to the Underwriters regarding certain matters in connection with the financing and information about the City in the Official Statement;

WHEREAS, the obligation of the City to make Installment Payments and other payments pursuant to the Contract shall constitute a limited obligation of the City payable solely from currently budgeted appropriations of the City and shall not constitute a pledge of the faith and credit of the City within the meaning of any constitutional debt limitation;

WHEREAS, no deficiency judgment may be rendered against the City in any action for breach of a contractual obligation under the Contract, and the taxing power of the City is not and may not be pledged in any way directly or indirectly or contingently to secure any moneys due under the Contract; and

WHEREAS, the City Council wants to approve the Financing Documents and to authorize other actions in connection therewith;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City, as follows:

Section 1. All actions of the City to effectuate the proposed financing, including the selection of the Underwriters, are hereby approved, ratified and authorized pursuant to and in accordance with the transactions contemplated by the Financing Documents.

Section 2. The Plan of Refunding provided for in the Financing Documents and outlined in these resolutions and the agreements and documents referenced herein are hereby ratified and approved.

Section 3. The City Council hereby finds that (i) the utilization of an installment payment contract is preferable due to time constraints and (ii) the proceeds of this financing will be used exclusively for the Plan of Refunding and the costs and expenses of such financing and for no other capital projects of the City.

Section 4. Each of the Contract, the Deed of Trust, and the Letter of Representation is hereby approved in substantially the forms submitted to this meeting, and the Mayor or the City Manager and the City Clerk are hereby authorized and directed to execute and deliver each of those documents on behalf of the City, with such changes, insertions or omissions as the persons executing such documents may approve, their execution and delivery thereof to constitute conclusive evidence of such approval. The City Clerk is hereby directed to affix the official seal of the City to said documents as may be appropriate and to attest the same.

Section 5. Each of the Trust Agreement and the Purchase Contract is hereby approved in substantially the form submitted to this meeting, with such changes, insertions or omissions as appropriate and as the officers of the City executing the Contract may approve, their execution and delivery of the Contract to constitute conclusive evidence of such approval.

Section 6. Each of the Preliminary Official Statement and the Official Statement in the form of the Preliminary Official Statement submitted to this meeting, is hereby approved in substantially such form, with such changes, insertions and omissions as appropriate, and the use thereof by the Underwriters in connection with the public offering and sale of the COPs is hereby authorized. The Mayor or the City Manager is hereby authorized and directed to execute and deliver on behalf of the City the final Official Statement in substantially such form, with such changes, insertions and omissions as he may approve, the execution and delivery thereof to constitute conclusive evidence of such approval.

Section 7. The City Clerk, the Mayor, the City Manager, the Director of Finance and the City Attorney are hereby authorized to take any and all such further action, including the approval of modifications to the Financing Documents, and to execute and deliver for and on behalf of the City such assignments and other documents and certificates (including appropriate tax certificates and agreements) as may be necessary or advisable to carry out the intent of this resolution and to effect the installment financing pursuant to the Contract and the other Financing Documents. Without limiting the generality of the foregoing, the City Manager and the Director of Finance are authorized to approve all details of the financing, including without limitation the amount advanced under the Contract (which shall not exceed a maximum amount of \$6,000,000), the annual amount of Installment Payments under the Contract (the particular

annual amounts of which shall not exceed \$700,000), the maturities, the principal amounts and the interest amounts of the Installment Payments (which shall not exceed 6 75% on a total interest cost basis), the term of the Contract (which shall not be less than 15 years nor equal or exceed 25 years), the discount below the principal amount of the COPs at which the COPs are sold to the Underwriters (which shall not exceed 1.4%). Execution of the Contract by the Mayor or the City Manager shall conclusively evidence such approval of all such details of the financing. In addition, said officers are hereby authorized to cooperate with the Underwriters in preparing and filing such filings under state security or "blue sky" laws as the Underwriters may request and as the City Manager or the Finance Director shall determine.

Section 8. The City Council has elected and does hereby declare its intent to redeem the Prior Obligations as contemplated by the Plan of Refunding and described in the Financing Documents. The City Clerk, the Mayor, the City Manager, the Director of Finance and the City Attorney are hereby authorized and directed to take any and all action necessary to redeem the Prior Obligations, including the giving of any notices as required under the documents governing the Prior Obligations and in such manner as contemplated by such documents, by publication or otherwise, and to execute and deliver for and on behalf of the City such other documents and certificates as may be necessary to effect the redemption of the Prior Obligations.

Section 9. This Resolution shall become effective immediately upon its adoption.

Thereupon, upon motion of Councilmember Martin,
seconded by Councilmember Cannon, the foregoing
resolution was adopted and passed by the following vote:

AYES: Councilmembers Baker, Campbell, Cannon, Jackson, Majeed,
McCrorry, Martin, Reid, Spencer and Wheeler

NOES: None

* * * * *

I, Brenda R. Freeze, City Clerk of the City of Charlotte,
North Carolina, DO HEREBY CERTIFY that the foregoing is a true
and correct copy of so much of the recorded proceedings of the
City Council of said City at a regular meeting held on June 20,
1994 as relates in any way to the authorization of an installment
contract financing by said City, that all required notices of
such meeting were given and that references regarding said
proceedings are recorded in Minute Book No. 105 of said City
Council, beginning at page and ending at page and a
full copy of the foregoing resolution is recorded in Resolution
Book No. 32 beginning on page 334 and ending at page 342.

I HEREBY FURTHER CERTIFY that a schedule of regular meetings
of said City Council, stating that regular meetings of said City
Council are held (with certain exceptions not applicable to said
meeting) at the Charlotte-Mecklenburg Government Center, 600 East
Fourth Street in Charlotte, North Carolina in the Conference
Center on the first Monday of each month at 5:00 P.M. (workshop);
and in the Meeting Chamber on the second Monday of each month at
7:00 P.M., on the third Monday of each month at 6:00 P.M.
(zoning), and the fourth Monday of each month at 7:00 P.M., has

been on file in the office of the City Clerk pursuant to N.C.G.S.
§ 143-318.12, as of a date not less than seven days before said
meeting.

WITNESS my hand and the official seal of said City, this
20th day of June, 1994.

Brenda R. Freese

City Clerk

(SEAL)

A RESOLUTION STATING THE INTENT OF THE CITY
OF CHARLOTTE TO IMPLEMENT A PLAN TO COMPLY WITH THE
UPTOWN STREETSCAPE GUIDELINE REQUIREMENT OF PLACING OVERHEAD
UTILITY LINES UNDERGROUND ALONG FIFTH STREET

WHEREAS, THE UPTOWN STREETSCAPE GUIDELINES, WHICH WERE APPROVED BY CITY COUNCIL IN APRIL 1987, REQUIRE THAT OVERHEAD UTILITIES BE PLACED UNDERGROUND WITHIN CERTAIN AREAS OF UPTOWN CHARLOTTE; AND

WHEREAS, THE UPTOWN MIXED USE DISTRICT (UMUD) ORDINANCE REQUIRES CONFORMANCE WITH THE ADOPTED STREETSCAPE GUIDELINES; AND

WHEREAS, THE SITE FOR THE NEW LAW ENFORCEMENT CENTER BOUNDED BY TRADE, DAVIDSON, ALEXANDER AND FIFTH STREETS FALLS WITHIN THE AREA ZONED UMUD AND HAS OVERHEAD UTILITY LINES ON THE FIFTH STREET SIDE OF THE PROJECT; AND

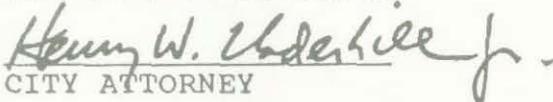
WHEREAS, THE CITY ENGINEERING AND PROPERTY MANAGEMENT DEPARTMENT SUPPORTS THE UPTOWN STREETSCAPE GUIDELINES BUT REQUESTS AN ALTERNATIVE APPROACH TO MEETING THE REQUIREMENT OF PLACING THE OVERHEAD UTILITY LINES UNDERGROUND. THIS ALTERNATIVE APPROACH WILL ALLOW FOR COMPLIANCE WITH THE UPTOWN STREETSCAPE GUIDELINES IN A COMPREHENSIVE RATHER THAN INCREMENTAL APPROACH; AND

WHEREAS, THE CITY AGREES TO ESCROW THE ESTIMATED COST FOR PLACEMENT OF THE OVERHEAD UTILITY LINES UNDERGROUND.

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

1. CITY STAFF WILL PURSUE DISCUSSIONS WITH DUKE POWER CONCERNING THE EXPANSION OF THE UNDERGROUND SERVICE DISTRICT IN THE UPTOWN AREA, INCLUDING THAT PORTION OF EAST FIFTH STREET BETWEEN BREVARD AND MCDOWELL STREETS; AND
2. IF DUKE POWER COMPANY DOES NOT AGREE TO EXPAND ITS UNDERGROUND SERVICE DISTRICT, \$410,000 FROM THE GENERAL FUND BALANCE WILL BE PLACED IN ESCROW TO ALLOW FOR PLACEMENT OF THE UTILITIES UNDERGROUND WHEN OTHER PROPERTIES IN THE AREA DEVELOP; AND
3. AS OTHER PROPERTIES ALONG FIFTH STREET DEVELOP, THE OWNERS SHALL BE REQUIRED TO EITHER COMPLY WITH THE UPTOWN STREETSCAPE GUIDELINES OR ESCROW THE COST, AS ESTIMATED BY DUKE POWER, FOR PLACING THE UTILITY LINES UNDERGROUND ON THEIR PROPERTY; AND
4. THE SITUATION SHALL BE REVIEWED BY CITY STAFF AT LEAST EVERY FOUR YEARS TO DETERMINE WHETHER TO PROCEED WITH A PROJECT TO PLACE THE UTILITY LINES UNDERGROUND WITH AVAILABLE ESCROWED FUNDS OR IF EXPANSION OF THE UNDERGROUND SERVICE DISTRICT SHOULD BE FURTHER PURSUED.

APPROVED AS TO FORM:


CITY ATTORNEY

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina in regular session convened on the 20th day of June, 1994, the reference having been made in Minute Book 105 and recorded in full in Resolution Book 32, Page(s) 343-344.

WITNESS my hand and corporate seal of the City of Charlotte, North Carolina, this the 22nd day of June, 1994.

Brenda R. Freeze

Brenda R. Freeze, City Clerk

A RESOLUTION PROVIDING FOR PUBLIC
HEARINGS ON PETITIONS FOR ZONING CHANGES

WHEREAS, the City Council has received petitions for zoning changes, which petitions, numbered 94-60,61 and 94-63 and 94-65 through 94-70 are on record in the Office of the City Clerk, and

WHEREAS, the City Council deems it in the public interest that hearings be held on said petitions,

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Charlotte, that public hearings will be held in the Meeting Chamber located in the Charlotte-Mecklenburg Government Center, Lobby Level, at 600 East Fourth Street beginning at 6:00 o'clock P.M. on Monday, the 18th day of July, 1994 on petitions for zoning changes numbered 94-60,61 and 94-63 and 94-65 through 70.

BE IT FURTHER RESOLVED that notice of said hearings be published as required by law.

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina in regular session convened on the 20th day of June, 1994, the reference having been made in Minute Book 105 and recorded in full in Resolution Book 32, Page(s) 345.

WITNESS my hand and corporate seal of the City of Charlotte, North Carolina, this the 22nd day of June, 1994.

Brenda R. Freeze
Brenda R. Freeze, City Clerk