BILL NO. S-17-07-13

SPECIAL ORDINANCE NO. S-________

ORDINANCE AUTHORIZING AND PROVIDING FOR THE ISSUANCE BY THE CITY OF FORT WAYNE, INDIANA OF ITS ECONOMIC DEVELOPMENT REVENUE BONDS, SERIES 2017 (UNIVERSITY OF SAINT FRANCIS PROJECT) FOR THE PURPOSE OF REFUNDING PRIOR OBLIGATIONS OF THE ISSUER ISSUED FOR THE BENEFIT OF UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC., AN INDIANA NOT-FOR-PROFIT CORPORATION ("BORROWER") AND FINANCING THE COSTS OF CONSTRUCTING AND EQUIPPING CERTAIN SITE IMPROVEMENTS FOR THE BORROWER; AUTHORIZING THE EXECUTION, DELIVERY AND PERFORMANCE OF A BOND PURCHASE AND LOAN AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO SAID BONDS; AND APPROVING AND AUTHORIZING OTHER ACTIONS IN RESPECT THERETO

WHEREAS, the City of Fort Wayne, Indiana (the "Issuer") is authorized and empowered by Indiana Code 36-7-11.9 and 12 (the "Act"), as supplemented and amended, to finance land, buildings or other improvements suitable for industrial, commercial or manufacturing enterprises for the purposes set forth in the Act; and

WHEREAS, under the Act, the Issuer is empowered to refund revenue bonds so issued from time to time by the issuance of additional revenue bonds of the Issuer; and

WHEREAS, University of Saint Francis of Fort Wayne, Indiana, Inc., an Indiana not-for-profit corporation (the "Borrower") has acquired, constructed and equipped certain economic development facilities (the "Project"), located in Allen County, Fort Wayne, Indiana, and the Issuer, in order to finance a portion of the costs of the Project pursuant to the provisions of the Act, heretofore has issued and sold its Variable Rate Demand Economic Development Revenue Bonds, Series 2008 (University of Saint Francis Project) dated August 21, 2008 in the original principal amount of $5,400,000, which are now outstanding in the principal amount of approximately $3,970,000 (the "Prior Bonds"); and

WHEREAS, the Borrower now proposes to cause the Prior Bonds to be paid and, in order to permit interest cost savings anticipated by the Borrower and in furtherance of the purposes set forth in the Act, the Issuer wishes to currently refund the Prior Bonds by the sale and issuance of its refunding revenue bonds, and authorizing such actions as might be required to implement such stated intention; and

WHEREAS, the Fort Wayne Economic Development Commission has rendered its Project Report for the University of Saint Francis Project, as hereinafter defined, regarding the current refunding of the Prior Bonds and the financing of proposed economic development facilities for the Borrower, and said Project Report has been sent to the City of Fort Wayne Plan Commission for comment; and

WHEREAS, the Fort Wayne Economic Development Commission conducted a public hearing on July 20, 2017, and adopted a resolution on such date, which Resolution has been transmitted to this Common Council, finding that the financing of certain economic development facilities of the Borrower and the current refunding of the Prior Bonds complies with the purposes and provisions of the Act and that such financing will be of benefit to the health and welfare of the City of Fort Wayne and its citizens; and

WHEREAS, the Fort Wayne Economic Development Commission has heretofore approved and recommended the adoption of this form of Ordinance by this Common Council, has considered the issue of adverse competitive effect and has approved the forms of and has transmitted for approval by the Common Council the Bond Purchase and Loan Agreement among the Borrower, the Issuer, Old National Bank, NA as the Original Purchaser and Old National Bank, NA as Agent (the "Loan Agreement") and the Series 2017 Note of the Borrower (the "Series 2017 Note"); now therefor

BE IT ORDAINED BY THE CITY OF FORT WAYNE COMMON COUNCIL THAT:

SECTION 1. It is hereby found that the financing of the economic development facilities referred to in the Loan Agreement approved by the Fort Wayne Economic Development Commission and presented to this Common Council, the issuance and sale of the Issuer's Economic Development Revenue Bonds, Series 2017 (University of Saint Francis Project) (the "Series 2017 Bonds"), the loan of the proceeds of the Series 2017 Bonds to the Borrower for the construction and equipping of the economic development facilities and the current refunding of the Prior Bonds, the payment of the Series 2017 Bonds by the note payments of the Borrower under the Loan Agreement and the Series 2017 Note, and the securing of said Series 2017 Bonds under the Loan Agreement complies with the purposes and provisions of the Act and will be of benefit to the health and welfare of the City of Fort Wayne and its citizens.

SECTION 2. The economic development facilities consists of: (a) the refinancing of the Borrower's construction and equipping of a 3-story 40,700 square foot student residence hall to accommodate approximately 150 students, comprised of 38 suite style units (including three (3) handicapped accessible units) plus living space for a residence hall director and approximately 135 parking spaces located on the western edge of the Borrower's campus at 2701 Spring Street, Fort Wayne, Indiana (the "Series 2008 Bond Refunding"), and (b)(i) the construction of a 25,000 sq. ft. addition to and the renovation of the existing 48,000 sq. ft. of the Achatz Science Building, together with the furnishing and equipping of classrooms, offices, laboratories and other student spaces located at 2701 Spring Street, Fort Wayne, Indiana (the "Achatz Renovation"), and (ii) the renovation of 8,100 sq. ft. of the Borrower's North Campus building into a Welcome Center to house Enrollment Management and Human Resources, together with the furnishing and equipping of same located at 2702 Spring Street, Fort Wayne, Indiana (the "Welcome Center Renovation" and collectively with the Achatz Renovation and the Series 2008 Bond Refunding, the "Project") at a total approximate cost of $24,250,000.

SECTION 3. At the public hearing held by the Fort Wayne Economic Development Commission, the Commission considered whether the economic development facilities would have an adverse competitive effect on any similar facilities located in or near the City of Fort Wayne, and subsequently found, based on special findings of fact set forth in the Resolution transmitted hereto that the facilities would not have an adverse competitive effect. This Common Council hereby confirms the findings set forth in the Commission's Resolution, and concludes that the economic development facilities will not have an adverse competitive effect on any other similar facilities in or near the City of Fort Wayne and the facilities will be of benefit to the health and welfare of the citizens of the City of Fort Wayne.

SECTION 4. The substantially final forms of the Loan Agreement and Series 2017 Note approved by the Fort Wayne Economic Development Commission are hereby approved (herein collectively referred to as the "Financing Agreement" referred to in the Act), and the Financing Agreement shall be incorporated herein by reference and shall be inserted in the minutes of this Council and kept on file by the City Clerk in accordance with the provisions of Indiana Code 36-1-5-4. Two (2) copies of the Financing Agreement are on file in the office of the City Clerk for public inspection.

SECTION 5. The Issuer shall issue its Series 2017 Bonds designated "City of Fort Wayne, Indiana Economic Development Revenue Bonds, Series 2017 (University of Saint Francis Project)" in a principal amount not to exceed Fifteen Million and 00/100ths Dollars ($15,000,000) (the "Series 2017 Bonds") and maturing no later than October 1, 2044. The Series 2017 Bonds are to be issued for the purpose of procuring funds to refund the Prior Bonds and to pay the costs of construction and equipping of additional infrastructure and other improvements as more particularly set out in the Loan Agreement incorporated herein by reference, which Series 2017 Bonds will be payable as to principal, premium, if any, and interest from the note payments made by the Borrower under the Loan Agreement and the Series 2017 Note or as otherwise provided in the above described Loan Agreement. The Series 2017 Bonds shall be issued in fully registered form in denominations of $100,000 or any integral multiple of $5,000 in excess thereof or as otherwise provided in the Loan Agreement. The Series 2017 Bonds shall be redeemable as provided in Article IX of the Loan Agreement. The Series 2017 Bonds shall bear interest at the Bond Rate (as such term is defined in the Loan Agreement). Payments of principal and interest are payable in lawful money of the United States of America at the at the principal corporate office of Old National Bank, NA, as the initial owner of the Series 2017 Bonds (together with any subsequent owner of the Series 2017 Bonds). The Series 2017 Bonds shall never constitute a general obligation of, an indebtedness of, or a charge against the general credit of the City of Fort Wayne, Indiana, nor are the Series 2017 Bonds payable in any manner from revenues raised by taxation.

SECTION 6. The Mayor and the City Clerk are authorized and directed to sell the Series 2017 Bonds to Old National Bank, NA, as the original purchaser thereof (the "Original Purchaser") at a price of not less than 100.00% of the principal amount thereof.

SECTION 7. The Mayor and the City Clerk are authorized and directed to execute, attest, affix or imprint by any means the City of Fort Wayne seal to the documents constituting the Financing Agreement approved herein on behalf of the City of Fort Wayne and any other document which may be necessary or desirable prior to on or after the date hereof to consummate or facilitate the transaction, including, without limitation, the Series 2017 Bonds authorized herein. The Mayor and the City Clerk are hereby expressly authorized to approve any modifications or additions to the documents constituting the Financing Agreement which take place after the date of this Ordinance with the review and advice of counsel to the City, it being the express understanding of this Council that said Financing Agreement is in substantially final form as of the date of this Ordinance. The approval of said modifications or additions shall be conclusively evidenced by the execution and attestation thereof and the affixing of the seal thereto or the imprinting of the seal thereon; provided, however, that no such modification or addition shall change the maximum principal amount of, interest rate provisions on or term of the Series 2017 Bonds as approved by this Council by this Ordinance without further consideration by this Common Council. The signatures of the Mayor and the City Clerk on the Series 2017 Bonds may be either manual or facsimile signatures. The City Clerk is authorized to arrange for delivery of such Series 2017 Bonds to the Original Purchaser, and payment for the Series 2017 Bonds will be made in accordance with the terms set forth in the Loan Agreement. The Series 2017 Bonds shall be originally dated the date of issuance and delivery thereof.

SECTION 8. It is the intention of this Council that this Ordinance shall constitute the approval of this Common Council under Section 147(f) of the Internal Revenue Code of 1986, as amended, with respect to the Series 2017 Bonds.

SECTION 9. The provisions of this Ordinance and the Loan Agreement securing the Series 2017 Bonds shall constitute a contract binding between the City of Fort Wayne, Indiana and the holders of the Series 2017 Bonds, and after the issuance of said Series 2017 Bonds, this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of such holders so long as any of said Series 2017 Bonds or the interest thereon remains unpaid.

SECTION 10. This Ordinance shall be in full force and effect from and after its passage and signing by the President of the Common Council.

COMMON COUNCIL OF THE CITY
OF FORT WAYNE, INDIANA

____
Thomas Didier, President

APPROVED AS TO FORM
AND LEGALITY:

____
Carol Helton, City Attorney

RESOLUTION NO. 7/20/17

A RESOLUTION OF THE FORT WAYNE ECONOMIC DEVELOPMENT COMMISSION ON APPLICATION OF UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC. PROVIDING APPROVAL OF THE ISSUANCE OF BONDS, INCLUDING THE FORM AND TERMS OF THE FINANCING AGREEMENT AND A PROPOSED FORM OF ORDINANCE, FOR THE PURPOSE OF FINANCING AND REFINANCING CERTAIN ECONOMIC DEVELOPMENT FACILITIES TO BE OWNED AND OPERATED BY UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC.

WHEREAS, the City of Fort Wayne, Indiana (the ***"Issuer"***), is authorized by IC 36-7-11.9 and 12 (the ***"Act"***) to issue revenue bonds for the financing of economic development facilities, the funds from said financing to be used for the acquisition, construction and equipping of said facilities or the reimbursement of costs incurred in connection therewith, and said facilities to be either sold or leased to another person or directly owned by another person; and

WHEREAS, University of Saint Francis of Fort Wayne, Indiana, Inc. (the ***"Applicant"***), has advised the Fort Wayne Economic Development Commission (the ***"Commission"***) and the Issuer that it proposes to renovate, construct and equip economic development facilities and requests the Issuer to loan the proceeds of an economic development financing to the Applicant for the purpose of (a) currently refunding the Issuer's Variable Rate Demand Economic Development Revenue Bonds, Series 2008 (University of Saint Francis Project) dated August 21, 2008 (the ***"Series 2008 Bonds"***) which has an outstanding principal balance of approximately $3,970,000 (the ***"Series 2008 Bonds Refunding"***), and (b) assisting Applicant in the financing of certain economic development facilities, including (i) the construction of a 25,000 sq. ft. addition to and the renovation of the existing 48,000 sq. ft. of the Achatz Science Building, together with the furnishing and equipping of classrooms, offices, laboratories and other student spaces located at 2701 Spring Street, Fort Wayne, Indiana (the ***"Achatz Renovation"***), and (ii) the renovation of 8,100 sq. ft. of the Applicant's North Campus building into a Welcome Center to house Enrollment Management and Human Resources, together with the furnishing and equipping of same located at 2702 Spring Street, Fort Wayne, Indiana (the ***"Welcome Center Renovation"*** and collectively with the Achatz Renovation and the Series 2008 Bond Refunding, the ***"Project"***); and

WHEREAS, the Project will be owned and operated by the Applicant, a tax exempt charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the ***"Code"***), for use in carrying out its mission as a comprehensive higher education institution founded in the Catholic Franciscan tradition, currently offering in excess of 80 Associate, Baccalaureate, Master and Doctoral programs in a multitude of disciplines; and

WHEREAS, the diversification of industry and creation and retention of job opportunities to be achieved by the construction and equipping of the Project will be of public benefit to the health, safety and general welfare of the Issuer and its citizens; and

WHEREAS, it would appear that the financing of the Project would be of public benefit to the health, safety and general welfare of the Issuer and its citizens; and

WHEREAS, the renovation, construction and equipping of the Project will not have an adverse competitive effect on any similar facility already constructed or operating in Fort Wayne, Indiana; and

WHEREAS, the substantially final forms of the Bond Purchase and Loan Agreement and the Series 2017 Note (together, the ***"Financing Agreement"***) to be used in connection with the financing, as well as a proposed form of bond ordinance, have been presented to this meeting:

NOW, THEREFORE, BE IT RESOLVED by the Commission as follows:

1. The Commission hereby finds and determines that the promotion of diversification of economic development and job opportunities in Fort Wayne, Indiana, is desirable to preserve the health, safety and general welfare of the citizens of the Issuer, and that it is in the public interest that the Commission and the Issuer take such action as they lawfully may to encourage economic development, diversification of industry and promotion of job opportunities in and near the Issuer.

2. The Commission hereby finds and determines that the issuance and sale of economic development revenue bonds of the Issuer under the Act in an amount not to exceed $15,000,000 for the purpose of (a) currently refunding the Series 2008 Bonds, and (b) assisting Applicant in the financing of (i) the Achatz Renovation and (ii) the Welcome Center Renovation and the sale or leasing of the Project to the Applicant or the loan of the proceeds of the revenue bonds to the Applicant, will serve the public purposes referred to above, in accordance with the Act. The final forms (subject to technical, clarifying or non-substantial changes or modifications or changes necessary to conform said documents to the proposed form of Ordinance only) of the Financing Agreement and a proposed form of ordinance for the City of Fort Wayne Common Council presented to this meeting, are hereby approved.

3. Based solely upon information provided to it, the Commission reports, finds and determines pursuant to the provisions of the Act that:

A. The Project will consist of and include (a) the current refunding of the Issuer's Variable Rate Demand Economic Development Revenue Bonds, Series 2008 (University of Saint Francis Project) dated August 21, 2008 (the ***"Series 2008 Bonds"***) which has an outstanding principal balance of approximately $3,970,000, and (b) the partial financing of certain economic development facilities, including (i) the construction of a 25,000 sq. ft. addition to and the renovation of the existing 48,000 sq. ft. of the Achatz Science Building, together with the furnishing and equipping of classrooms, offices, laboratories and other student spaces located at 2701 Spring Street, Fort Wayne, Indiana (the ***"Achatz Renovation"***) and (ii) the renovation of 8,100 sq. ft. of the Applicant's North Campus building into a Welcome Center to house Enrollment Management and Human Resources, together with the furnishing and equipping of same located at 2702 Spring Street, Fort Wayne, Indiana (the ***"Welcome Center Renovation"***);

B. The Project will be owned and operated by the Applicant for use in carrying out its mission as a comprehensive higher education institution, currently offering in excess of 80 Associate, Baccalaureate, Master and Doctoral programs in a multitude of disciplines;

C. No public works or services not already existing or available, or for which provision has not been made, will be made necessary or desirable on account of the Project as such facilities will be provided either by the Applicant, private utilities, or existing public facilities, or pursuant to agreements with respect to such public facilities with the City of Fort Wayne, Indiana;

D. The total cost of the Project (including the current refunding of the Series 2008 Bonds) will approximate $24,250,000 of which an amount not to exceed $15,000,000 will be financed by economic development revenue bonds;

E. The Applicant currently employs 316 full-time persons and 222 part-time persons in the City of Fort Wayne, Indiana, and anticipates employing an additional 3 full-time persons and 5 part-time persons within three years following completion of the Project and the Applicant estimates that the mean average annual wages for (i) the new full-time employees will be approximately $49,000 plus benefits and (ii) the new part-time employees will be approximately $10,000;

F. The Project will not have an adverse competitive effect on any similar facilities already constructed or operating in or near the City of Fort Wayne;

G. The proposed financing of the Project will be of benefit to the health and general welfare of the citizens of the City of Fort Wayne; and

H. The proposed financing of the Project complies with the purposes and provisions of I.C. § 36-7-11.9 and 12, as supplemented and amended.

4. In accordance with I.C. § 36-7-11.9, the findings and determinations set forth above have been compiled and prepared into a report (the ***"Report"***) which is hereby approved by the Commission and the Secretary of the Commission is hereby directed to submit, or have submitted on the Commission's behalf, the Report to the Executive Director or Chairperson of the Plan Commission having jurisdiction over the Project and, if applicable, to the superintendent of the school corporation where the Project will be located pursuant to I.C. 36-7-12-23(b).

5. All costs of the Project which may be financed under the Act will be permitted to be included as part of the bond issue to finance the Project, and the Issuer will sell or lease the same to the Applicant or loan the proceeds from the sale of the bonds to the Applicant for the same purposes.

6. All action taken and approvals given by the Commission with regard to the Applicant, are based upon the evidence submitted and representations made by the Applicant, their

agents or counsel. No independent examination, appraisal or inspection of the Project was made, requested, or is contemplated by the Commission or the Issuer.

7. The Commission does not, by this or any other approval or finding, guarantee, warrant or even suggest that the bonds, coupons or series thereof will be a reasonable investment for any person, firm or corporation.

8. The Commission shall not be obligated, directly or indirectly, to see to the application or use of the proceeds from the sale of the bonds or to see that the contemplated improvements, if any, are constructed. The Commission is in no way responsible to the holders of any bonds for any payment obligation created by the bonds.

9. The Commission does not warrant, guarantee or even suggest that interest to be paid to or income to be received by the holders of any bond, coupon, or series thereof is exempt from taxation by any local, state or federal government.

10. The bonds shall be special, limited obligations of the Issuer payable solely from the funds provided therefor as described in the Financing Agreement authorizing the bonds, and shall not constitute an indebtedness of the Commission or the Issuer or a loan of the credit thereof within the meaning of any constitutional or statutory provisions.

11. Two copies of this Resolution and the Financing Agreement, in their final forms, shall be transmitted to the Clerk of the Issuer for presentation to the City of Fort Wayne Common Council with the recommendation that the City of Fort Wayne Common Council, pursuant to the proposed form of Ordinance hereby recommended to it, approve such documents in their final forms (subject to technical, clarifying or non-substantial changes or modifications or changes necessary to conform said documents to the proposed form of Ordinance).

ADOPTED this 20th day of July, 2017.

FORT WAYNE ECONOMIC DEVELOPMENT COMMISSION

By: Nancy P. Mitchell
Its President

Attest:
[signature]
Its Secretary

BM1838338v1

REPORT

OF THE FORT WAYNE ECONOMIC DEVELOPMENT COMMISSION CONCERNING THE PROPOSED FINANCING OF ECONOMIC DEVELOPMENT FACILITIES FOR UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC.

The Fort Wayne Economic Development Commission (the ***"Commission"***) has recommended to the Common Council of the City of Fort Wayne (the ***"Issuer"***) that it loan the proceeds of an economic development revenue bond financing (the ***"Bonds"***) in an amount not to exceed $15,000,000 to University of Saint Francis of Fort Wayne, Indiana, Inc., an Indiana not-for-profit corporation (the ***"Applicant"***).

The Applicant has requested that the Commission give preliminary approval to the issuance of the Bonds in an amount not to exceed $15,000,000 for the purpose of (a) currently refunding the Issuer's Variable Rate Demand Economic Development Revenue Bonds, Series 2008 (University of Saint Francis Project) dated August 21, 2008 (the ***"Series 2008 Bonds"***) which has an outstanding principal balance of approximately $3,970,000 (the ***"Series 2008 Bonds Refunding"***), and (b) assisting Applicant in the financing of certain economic development facilities, including (i) the construction of a 25,000 sq. ft. addition to and the renovation of the existing 48,000 sq. ft. of the Achatz Science Building, together with the furnishing and equipping of classrooms, offices, laboratories and other student spaces located at 2701 Spring Street, Fort Wayne, Indiana (the ***"Achatz Renovation"***)and (ii) the renovation of 8,100 sq. ft. of the Applicant's North Campus building into a Welcome Center to house Enrollment Management and Human Resources, together with the furnishing and equipping of same located at 2702 Spring Street, Fort Wayne, Indiana (the ***"Welcome Center Renovation"*** and collectively with the Achatz Renovation and the Series 2008 Bond Refunding, the ***"Project"***).

No public works or services not already existing or available, or for which provision has not been made, will be made necessary or desirable on account of the Project as such facilities will be provided either by the Applicant, private utilities, or existing public facilities, or pursuant to agreements with respect to such public facilities with the Issuer.

The total cost of the Project (including the current refunding of the Series 2008 Bonds) will be approximately $24,250,000, of which an amount not to exceed $15,000,000 will be financed by economic development revenue bonds.

The Applicant currently employs 316 full-time persons and 222 part-time persons in the City of Fort Wayne, Indiana, and anticipates employing an additional 3 full-time persons and 5 part-time persons within three years following completion of the Project and the Applicant estimates that the mean average annual wages for (i) the new full-time employees will be approximately $49,000 plus benefits and (ii) the new part-time employees will be approximately $10,000.

The proposed financing of the Project will be of benefit to the health and general welfare of the citizens of the City of Fort Wayne, Indiana.

The proposed financing of the Project complies with the purposes and provisions of I.C. §§ 36-7-11.9 and 12 *et seq.*, as supplemented and amended.

The foregoing report is true and correct in all material respects and has been prepared by and submitted to the Issuer by the Applicant this 20th day of July, 2017, and incorporates the evidence presented and substantive testimony received from representatives of the Applicant at a meeting of the Commission held on the 20th day of July, 2017.

FORT WAYNE ECONOMIC DEVELOPMENT COMMISSION

By: James P. Mitchell

James P. Mitchell, President

BM1838407v1

08/07
IRB Application

Fort Wayne
Economic Development Commission

Application for Economic Development Bond Financing

Fort Wayne Economic Development Commission by:
Staff Member ______________________
Date ______________________

Please refer to the attached Application Instructions prior to completing this application!

General Information

Total projected cost of bond issue (include cost of project and cost of bond issuance) $ $15,000,000

1. Name of applicant: .University of Saint Francis of Fort Wayne, Indiana, Inc.
2. Title of applicant: ______________________
3. Address of applicant: 2701 Spring Street, Fort Wayne, IN 46808
4. Phone and fax number of applicant: (260) 399-7700 - Fax (260) 399-8156
5. Name of business: University of Saint Francis of Fort Wayne, Indiana, Inc.
6. Address of business: 2701 Spring Street, Fort Wayne, IN 46808
7. Phone and fax number of business: (260) 399-7700 - Fax (260) 399-8156
8. Name of contact person: Rich Bienz
9. Title of contact person: Vice President for Finance and Operations
10. Name of contact's business: University of Saint Francis of Fort Wayne, Indiana, Inc.
11. Address of contact's business: 2701 Spring Street, Fort Wayne, IN 46808
12. Telephone and fax number of contact: 260) 399-7700 ext 6508 - Fax (260) 399-8156
13. Applicant is organized as a: (Check One)

- XX Not-for-Profit Corporation
- ☐ C Corporation
- ☐ Limited Liability Company
- ☐ Sole Proprietorship
- ☐ Limited Partnership
- ☐ Subchapter S Corporation
- ☐ General Partnership
- ☐ Joint Venture
- ☐ Other ______________________

14. List company officers and/or principal operating personnel

NAME	TITLE	ADDRESS	*PHONE NUMBER*
SEE APPENDIX A			

15. List all persons or firms having ten percent or more ownership interest in the applicant business and the percentage each holds:

NAME	PERCENTAGE	NAME	PERCENTAGE
NONE			

16. Name and nature of the business or (if others) businesses in which the applicant is engaged:
University of Saint Francis of Fort Wayne, Indiana, Inc. is a not-for-profit private university accredited by the Higher Learning Commission and authorized to award associate, bachelor, master, and doctoral degrees.

17. ☒X Yes ☐ No Is the applicant incorporated in the State of Indiana?
18. If yes, attach a copy of Certificate of Existence. (**Attachment #1**)
19. If no, under the laws of what state is the applicant organized? __________
20. ☒X Yes ☐ No Has the applicant received authority to do business in Indiana from the Indiana Secretary of State?
21. Provide evidence of such legal existence, including a statement from any certifying authorities. (**Attachment #2)**
22. ☐ Yes ☒X No Does the applicant operate under an assumed name in Allen County, Indiana?
23. ☐ Yes ☒X No Has the applicant filed for a Certificate of Use of Assumed Name with the Allen County, Indiana Recorder's Office?
24. If yes, under what name? __________ Date filed: __________

N/A 25. ☐ Yes ☐ No If the applicant is a sole proprietorship or general partnership, has the applicant filed for a Certificate of Assumed Business Name with the Allen County, Indiana Recorder's Office?

26. If yes, under what name? __________ Date filed: __________

27. ☐ Yes ☒X No Are any members of the Fort Wayne Economic Development Commission, Fort Wayne Common Council, or Allen County Council shareholders or holders of any debt obligation of the applicant?

28. If yes, list name(s):

Project Information

29. Street address of project: 2701 Spring Street, Fort Wayne, Indiana 46808

30. Description of the project to be funded along with a brief description of the facilities to be constructed:
The project includes a 25,000 sq ft addition to the Achatz Science Building along with a renovation of the existing 48,000 sq ft. Project also includes renovation of a portion of the North Campus building into a Welcome Center to house Enrollment Management and Human Resources. Also includes refinancing of existing Series 2008 variable rate tax-exempt bonds.

31. Total square footage of facility to be constructed on first floor: Achatz - 25,454 / Welcome Ctr - 8,100 sf

32. Total square footage of facility to be constructed on additional floors: Achatz - 47,451 / Welcome Ctr - 0 sf

33. Legal description of project site (Required **Attachment # 3)**

34. Total acreage of the tract or parcel of property on which the project is to be located: Achatz - 63.45 / Welcome Center - 6.97 acres

35. ☒X Yes ☐ No Are blueprints or architectural renderings available for the facilities to be constructed?
(If yes, a copy of the blueprints/renderings must be attached to the application. If not, a copy must be provided to the staff of the Fort Wayne Economic Development Commission no later than one week prior to the initial inducement resolution.) **Attachment # 4**

36. Itemize use of bond funds by expenditure category:

See Appendix B

Engineering/Architectural Fees: ____________
Legal Fees: ____________
Financing and Other Fees: ____________
Land Purchase: ____________
Site Preparation: ____________
Construction (materials, equipment, labor): ____________
Building Purchase: ____________
Machinery: ____________
Remodeling/Renovation/Restoration: ____________

37. Should bond funds be insufficient to complete the proposed project, itemize any additional funds and funding sources needed to complete the project: The projects will be partially funded by capital campaign contributions and university cash reserves. See appendix B for Sources & Uses Report.

38. ☒X Yes ☐ No Is the project located entirely within the municipal limits of the City of Fort Wayne, Indiana?

39. ☒X Yes ☐ No Is the project located within the Fort Wayne Community Schools District?

40. If no, name the applicable school district (s): ______

41. ☐ Yes ☒X No Will the proposed facility, or any portion thereof, be leased to an entity other than the applicant?

42. If yes, name all such entities, state the type of business in which they engage, and indicate the square footage of the project each is expected to lease: ______

Zoning And Infrastructure Information

43. What is the existing zoning on the project site? R1

44. What zoning will the project require? Property has proper zoning and variances for project

45. ☐ Yes ☒X No Is the project site located within a floodplain?

(Attach a surveyor's certificate indicating floodplain status, required.) **Attachment # 5**

46. Is the site to be used currently served by Fort Wayne City Utilities for:

☒X Yes ☐ No Water?

☒X Yes ☐ No Sanitary sewer?

☒X Yes ☐ No Storm sewer?

47. If not, how does applicant intend to procure proper utility infrastructure for the project?

______

48. Will the project cause any adverse environmental impacts to:

☐ Yes ☒X No Air?

☐ Yes ☒X No Noise?

☐ Yes ☒X No Water?

☐ Yes ☐ No Land?

☐ Yes ☐ No Other?

49. Describe any potential adverse environmental impacts: NONE

Public Benefit Information

50. Is a fully executed "Fort Wayne Economic Development Commission Form ED-1" attached to this application? (If not, application will not be accepted.) **Attachment # 6.**

I certify that I am a legally authorized representative of the above named company and that, to the best of my knowledge, all information in this application and its attached exhibits are true and complete and that I am aware that such application is subject to the Public Records laws of the State of Indiana. Verification of any and all items noted within this application may be obtained from any source named herein. It is my understanding that information on the "Fort Wayne Economic Development Commission Form ED-1" which is attached as a part of this application may be monitored by the staff of the Commission. I further understand that it is my obligation to provide the Commission with an annual "Fort Wayne Economic Development Commission Form ED-2" no later than January 31 of each year during the life of the bond issue. Form ED-2 shall be used to monitor compliance with the job creation and/or retention goals listed in the original "Fort Wayne Economic Development Commission Form ED-1". Commission staff has my express consent to monitor the project during the life of the bond issuance for compliance. Should any inaccuracies be found in the information reported on form ED-2, or should the ED-2 form not be received by January 31 of each year during the life of the bond issue, the Fort Wayne Economic Development Commission may seek such remedies as are legally available to it to address those discrepancies found.

I further agree to abide by all rules and regulations of the Fort Wayne Economic Development Commission. I agree to pay, in addition to the application fee, all attorney fees incurred on behalf of the Commission in the negotiation of financing of the economic development facility for which I am applying.

Signature Rich Bienz

Typed Name and Title Rich Bienz, Vice President for Finance and Operations

Date Signed June 28, 2017

APPENDIX A

University of Saint Francis Officers and Principle Operating Personnel

Name	Title	Address	Phone Number
William Niezer	Board Chair	9910 Dupont Circle Dr East, Suite 120, 46825	260-432-3400
Richard Fox	Vice Chair	215 East Berry St, 46802	260-423-9551
Charles Schrimper	Treasurer	6628 Hosler Road, 46765	260-627-8247
Debra Niezer	Secretary	909 Grant Ave, 46803	260-422-9417
Sister M. Elise Kriss	President	2701 Spring Street, 46808	260-399-7700
Andrew Prall	VP for Academic Affairs	2701 Spring Street, 46808	260-399-7700
Rich Bienz	VP for Finance & Operations	2701 Spring Street, 46808	260-399-7700
Matt Smith	VP for University Advancement	2701 Spring Street, 46808	260-399-7700
Teresa Sordelet	VP for Administration	2701 Spring Street, 46808	260-399-7700

APPENDIX B

University of Saint Francis Construction Projects
Sources and Uses Report & Project Budgets

Sources		Uses	
Bond Proceeds	$15,000,000	Existing Bond	$3,970,000
Achatz raised to date	$5,000,000	Achatz	$18,000,204
Future pledges/cash	$4,250,000	Welcome Ctr	$2,249,731
	$24,250,000		$24,219,935

Project Budgets:	Achatz	Welcome Center
Engineering/Architectural Fees	1,234,700	112,500
Legal and Other Fees	75,000	20,000
Land and Building Purchase	-	-
Sitework	439,027	275,674
Construction/Renovation	15,088,977	1,711,557
Furniture, Fixtures, Equip & Tech	1,162,500	130,000
	18,000,204	2,249,731

Attachment 1 - Certificate of Existence

State of Indiana
Office of the Secretary of State

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC.

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on January 26, 1940, and was in existence or authorized to transact business in the State of Indiana on June 27, 2017.

I further certifiy this Domestic Nonprofit Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution, or expiration has been filed or taken place.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, June 27, 2017

Connie Lawson

CONNIE LAWSON
SECRETARY OF STATE

194027-088 / 2017342754
Verify this certificate:https://bsd.sos.in.gov/ValidateCertificate

Attachment 2 - Secretary of State Business Entity Report

BUSINESS INFORMATION
CONNIE LAWSON
INDIANA SECRETARY OF STATE
06/26/2017 02:42 PM

Business Details

Business Name:	UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC.	Business ID:	194027-088
Entity Type:	Domestic Nonprofit Corporation	Business Status:	Active
Creation Date:	01/26/1940	Inactive Date:	
Principal Office Address:	2701 SPRING ST, FORT WAYNE, IN, 46808 - 3939, USA	Expiration Date:	Perpetual
Domicile State:	Indiana	Business Entity Report Due Date:	01/31/2019
		Years Due:	

Principal Information

Title	Name	Address
Secretary	DEBRA A NIEZER	909 GRANT AVE, FORT WAYNE, IN, 46803, USA
President	SISTER M. ELISE KRISS	2701 SPRING STREET, FORT WAYNE, IN, 46808, USA

Registered Agent Information

Type: Individual

Name: SISTER M. ELISE KRISS, O.S.F.

Address: UNIVERSITY OF SAINT FRANCIS, 2701 SPRING STREET, FORT WAYNE, IN, 46808 - 3939, USA

APPROVED AND FILED
CONNIE LAWSON
INDIANA SECRETARY OF STATE
01/18/2017 03:29 PM

BUSINESS ENTITY REPORT

NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID	194027-088
BUSINESS TYPE	Domestic Nonprofit Corporation
BUSINESS NAME	UNIVERSITY OF SAINT FRANCIS OF FORT WAYNE, INDIANA, INC.
PRINCIPAL OFFICE ADDRESS	2701 SPRING ST, FORT WAYNE, IN, 46808 - 3939, USA

YEARS FILED

YEARS	2017/2018

REGISTERED OFFICE AND ADDRESS

NAME	SISTER M. ELISE KRISS, O.S.F.
ADDRESS	UNIVERSITY OF SAINT FRANCIS, 2701 SPRING STREET, FORT WAYNE, IN, 46808 - 3939, USA

PRINCIPAL(S)

TITLE	Secretary
NAME	DEBRA A NIEZER
ADDRESS	909 GRANT AVE, FORT WAYNE, IN, 46803, USA

TITLE	President
NAME	SISTER M. ELISE KRISS
ADDRESS	2701 SPRING STREET, FORT WAYNE, IN, 46808, USA

APPROVED AND FILED
CONNIE LAWSON
INDIANA SECRETARY OF STATE
01/18/2017 03:29 PM

SIGNATURE

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY **January 18, 2017**

SIGNATURE	Mary C Haft
TITLE	Director of Business Office Operations

Business ID : 194027-088
Filing No. : 7481057

WARRANTY DEED

20701

Book 580 Page 423-4

This indenture witnesseth that POOR SISTERS OF ST. FRANCIS SERAPH OF THE PERPETUAL ADORATION, INC., an Indiana corporation,

of St. Joseph County, in the State of Indiana,

Conveys and warrants to SAINT FRANCIS COLLEGE, an Indiana corporation, of Allen County, in the State of Indiana,

for and in consideration of One Dollar ($1.00) and other valuable considerations, the receipt whereof is hereby acknowledged, the following Real Estate in Allen County, in the State of Indiana, to wit:

All that part of the Northeast Quarter of Section 4, Township 30 North, Range 12 East, which lies east of Lindenwood Avenue and north of the right-of-way of the New York, Chicago and St. Louis Railroad Company, subject to all existing streets and highways, and subject also to a certain easement for electric transmission line along and adjoining said railroad right-of-way on the north, which easement was granted to Indiana & Michigan Electric Company by written Deed of Easement, dated November 30, 1960.

Also,

Commencing at a point where the North line of the right-of-way of the New York, Chicago & St. Louis Railroad Company intersects the West line of Section 3 in Township 30 North, Range 12 East; thence North on said section line Seven Hundred Seventy-one and Eight-tenths feet (771.8'), more or less, to the Southwesterly line of the Leesburg Road, formerly known as the Romy Gravel Road; thence Southeasterly along said Southwesterly line of said Leesburg Road to a point which is Fifty (50) feet East of, and measured at right angles from the West line of said Section 3, Township 30 North, Range 12 East; thence South parallel to and Fifty (50) feet East of the West line of said Section 3, Seven Hundred Forty and Three-tenths feet (740.3'), more or less, to the said North right-of-way line of the New York, Chicago & St. Louis Railroad; thence Northwesterly along the said right-of-way line to the place of beginning, containing Eighty-seven One Hundredths acres, more or less; it being the intention of the grantor to convey and of the grantee to acquire a strip of land Fifty (50) feet wide, conveyed by the Standard Oil Company (Indiana) to Indiana Service Corporation by warranty deed, dated December 14, 1927 and recorded in the office of the Recorder of Allen County, Indiana, in Deed Record 313 at Page 65 and vested in the grantor herein by Articles of Merger, dated August 31, 1948, as recorded September 2, 1948 in Miscellaneous Record 120, Pages 52 to 54 in Allen County, Indiana.

Dated this 29th day of December, 1960.

POOR SISTERS OF ST. FRANCIS SERAPH
OF THE PERPETUAL ADORATION, INC.

By Mother M. Philotera Meirose
Mother M. Philotera, Its President
Meirose

ATTEST:
Sister M. Stephanina Hvizdos
Sister M. Stephanina, Its Secretary
Hvizdos

DULY ENTERED FOR TAXATION
JAN 18 1961
Robert E. [illegible]
Auditor of Allen County

Attachment 3 – Welcome Center Legal Description

Commitment No. T060204481

Exhibit "A"-Legal Description

Part of the Southeast Quarter of Section 33, Township 33 North, Range 12 East, described by metes and bounds as follows:

Commencing on the South line of said Quarter Section, as defined by the centerline of Spring Street, at a point situated 1679.7 feet East of the Southwest corner of said Quarter Section; thence East on the aforesaid line, 394.1 feet to the southwest corner of the Plat, as recorded, of Sprunger's First Addition; thence North by a deflection left of 89 degrees 35 minutes, along the West line of said Addition, 625 feet to the Northwest corner of Lot Number 50 of said Addition; thence East by a deflection right of 90 degrees, along the North line of said Lot, 175 feet to the centerline of Lakeview Drive, as in said plat recorded; thence North on the aforesaid centerline of said Drive, 75 feet to the North line of said Addition; thence West on said last named line produced Westward, 569.1 feet to a point situated 40 feet East of a line drawn from the North line of said Quarter Section, at a point situated 1674.2 feet East of the center of said Section, to the South line of said Quarter Section, at a point situated 1639.7 feet East of the Southwest corner of said Quarter Section; thence South, parallel to and 40 feet East of said line, so drawn, 700 feet to the Place of Beginning, containing 6.64 acres.

ALSO:

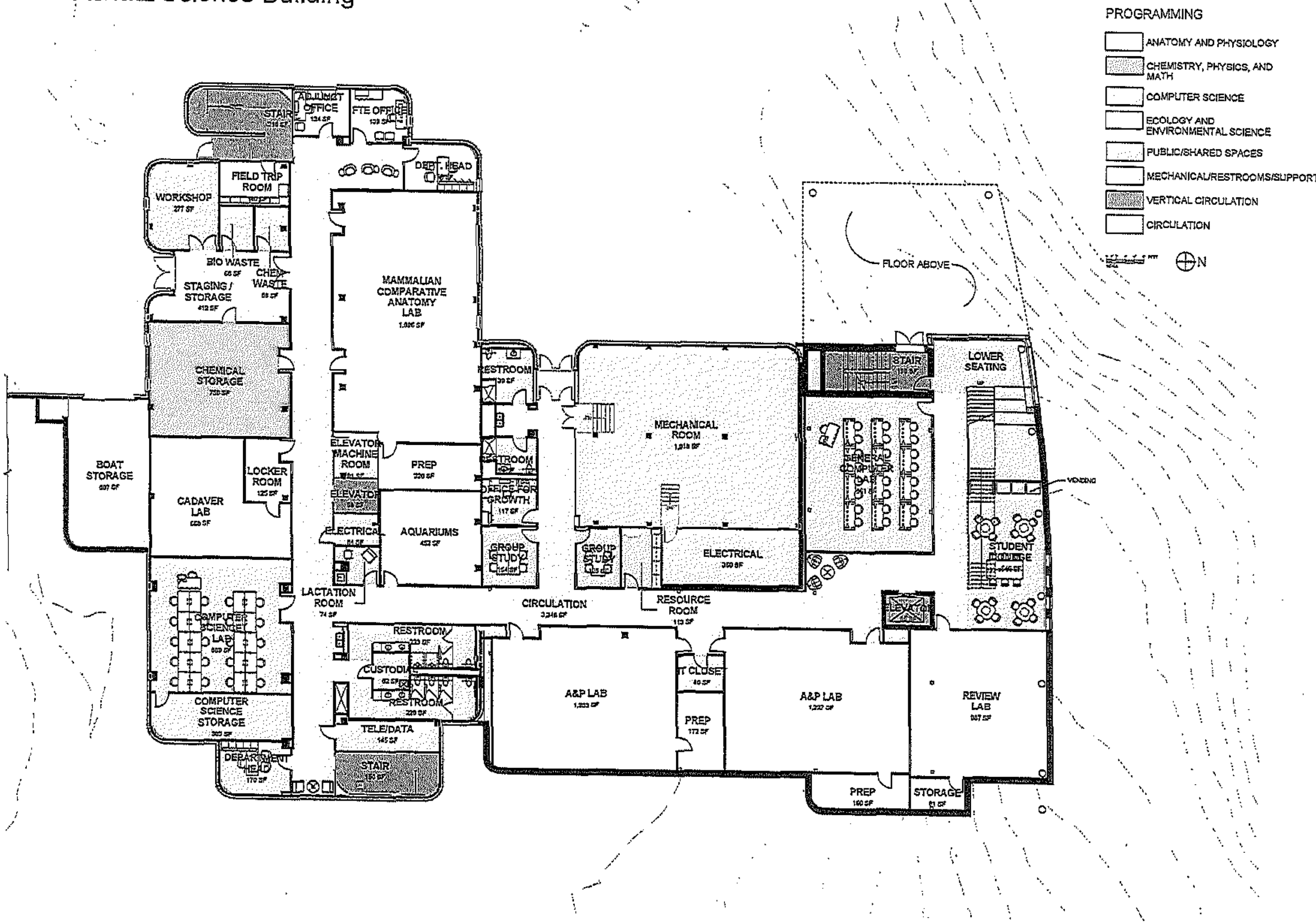
Part of Lot Number 13 in the plat of West State Subdivision, Section "A" Amended, an Addition to the City of Fort Wayne, as recorded in Plat Record 33, pages 76-78, more particularly described as follows:

Part of the Southeast Quarter of Section 33, Township 31 North, Range 12 East, Allen County, Indiana, in particular described as follows, to-wit:

Commencing on the South line of said Quarter Section at a point situated 1639.7 feet East of the South Quarter corner of said Section; thence Northerly on a property division line extending from the South line of said Quarter Section at a point situated 1639.7 feet East of the South Quarter corner of said Section 700 feet to a point; thence East a distance of 40 feet to a point; thence South 700 feet to a point 40 feet East of the place of beginning; thence West 40 feet to the point of beginning and encompassing an area 40 feet by 700 feet.

End of Exhibit "A"

Attachment 4 - Achatz Science Building



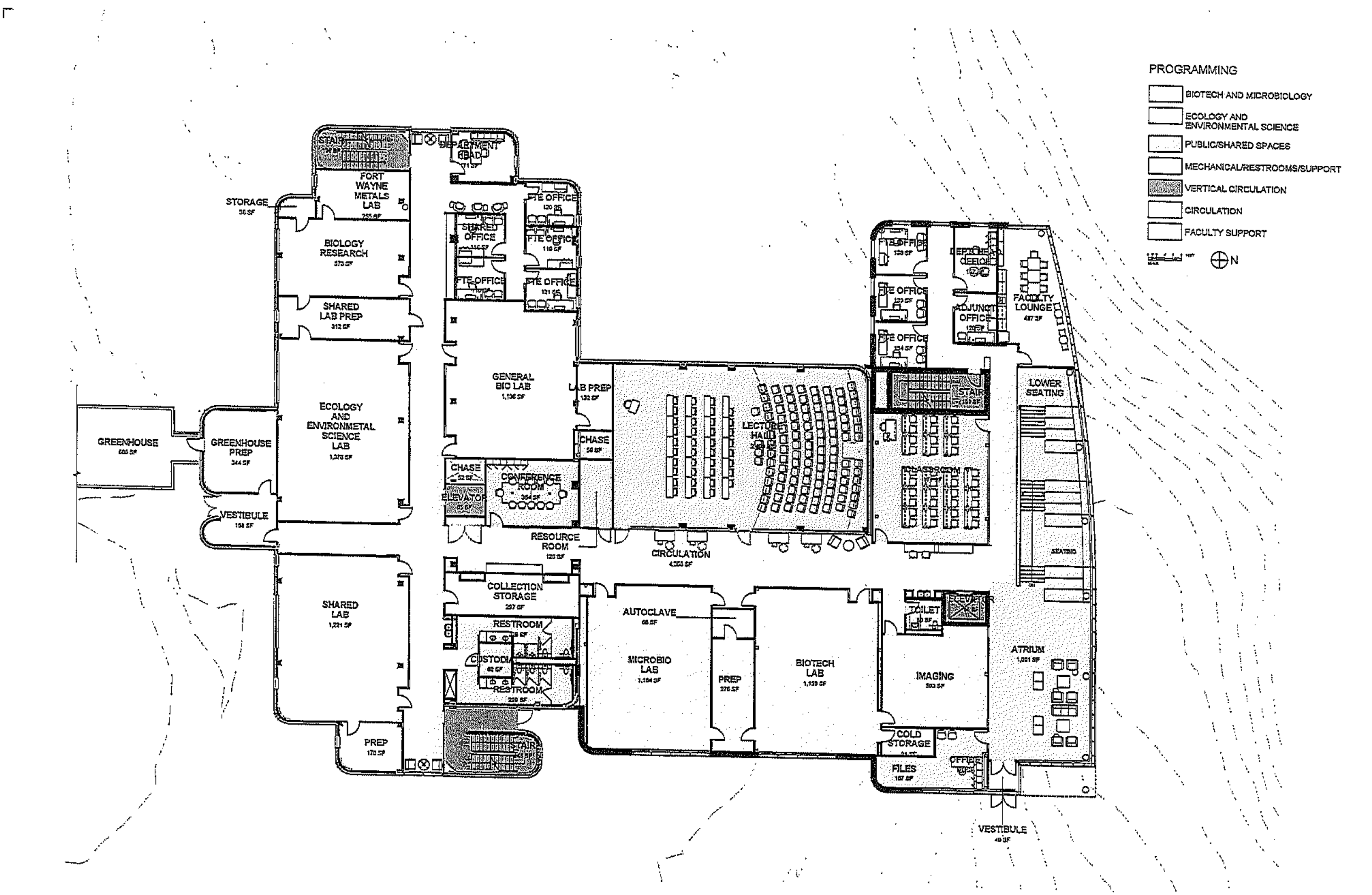
BHDP + University of Saint Francis

UNIVERSITY OF SAINT FRANCIS
ACHATZ HALL OF SCIENCE

GROUND FLOOR PLAN

10/22/12

A1



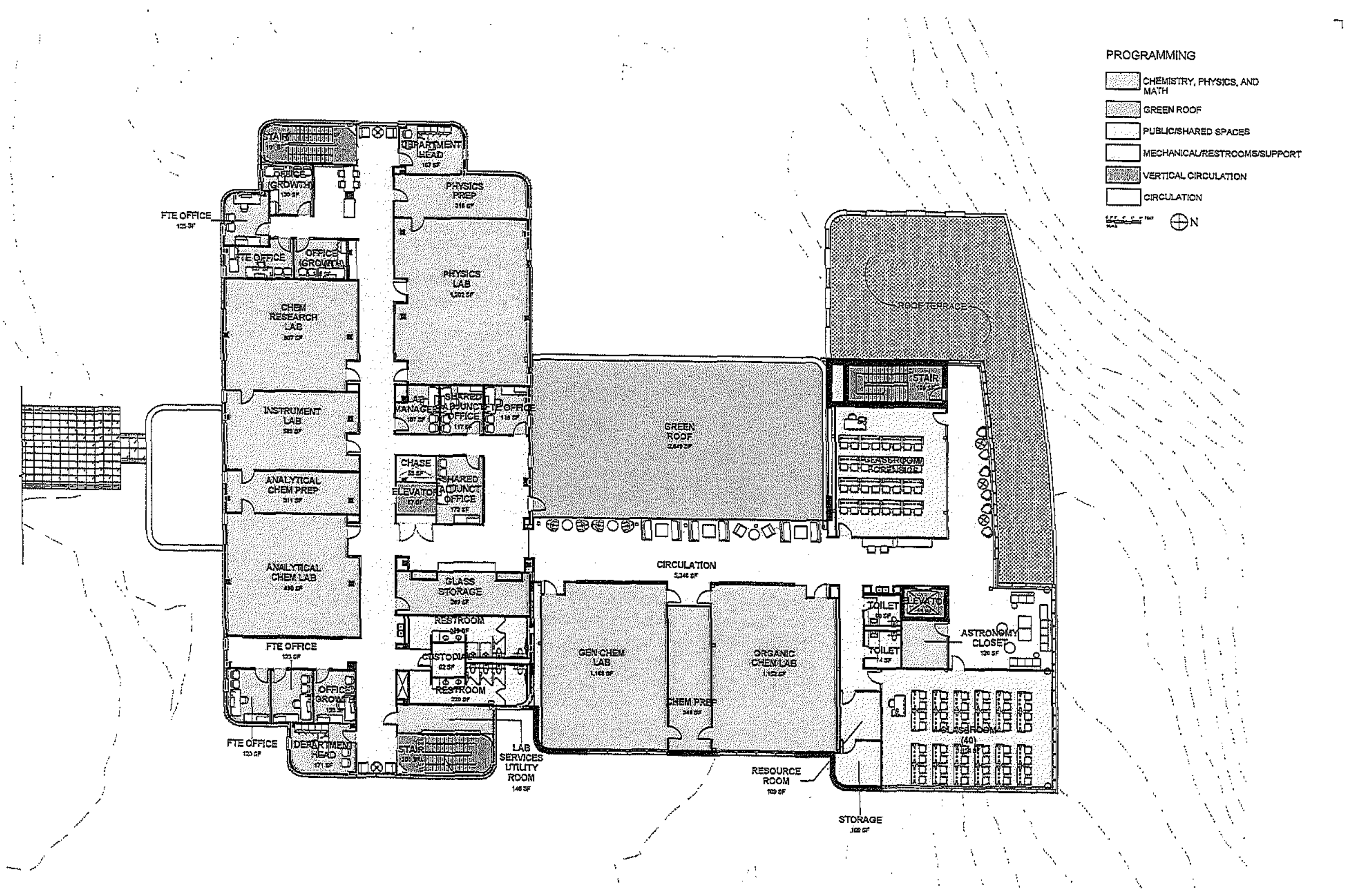
BHDP + University of Saint Francis

UNIVERSITY OF SAINT FRANCIS
ACHATZ HALL OF SCIENCE

FIRST FLOOR PLAN

01/12/2017
USF01.01

A2



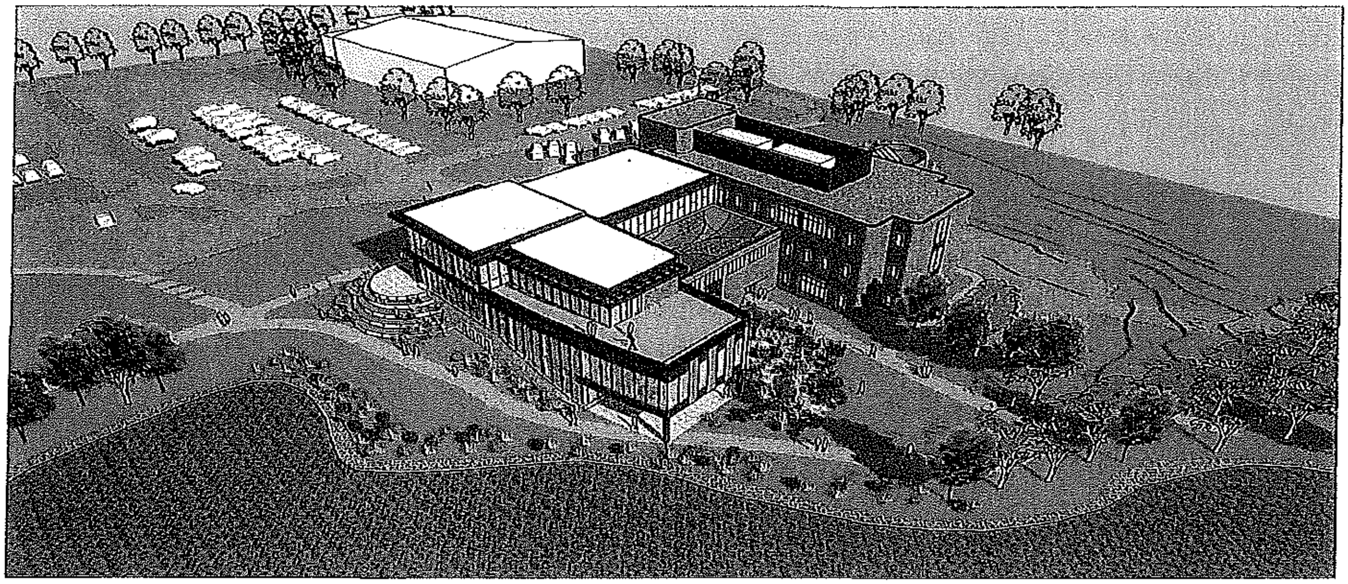
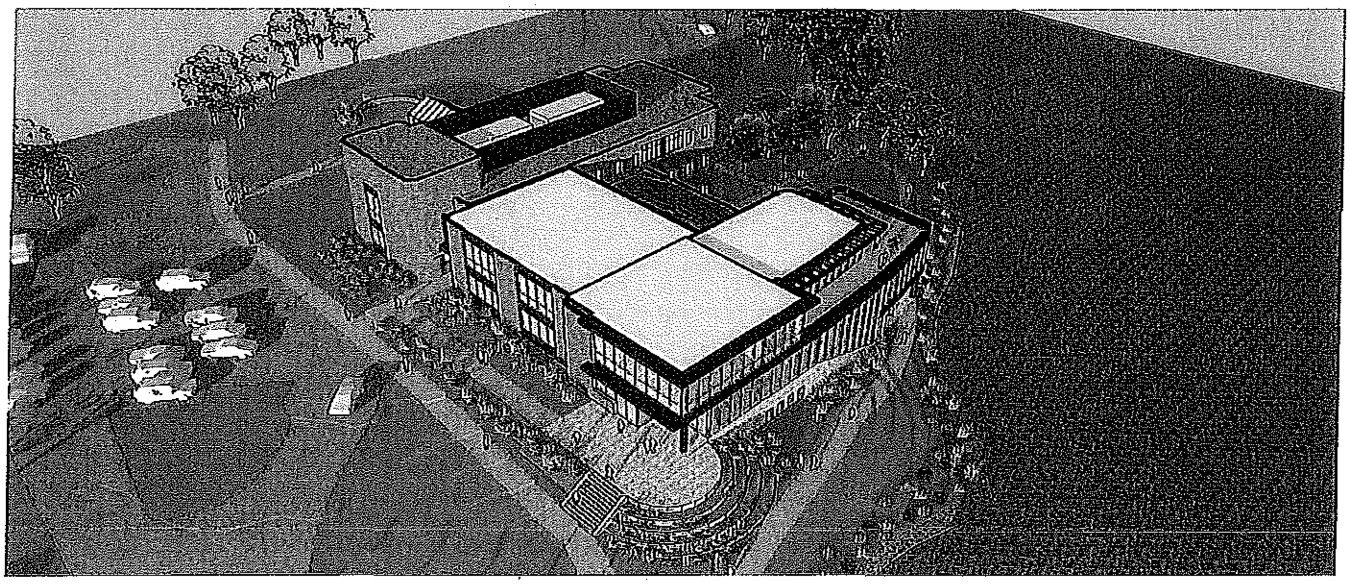
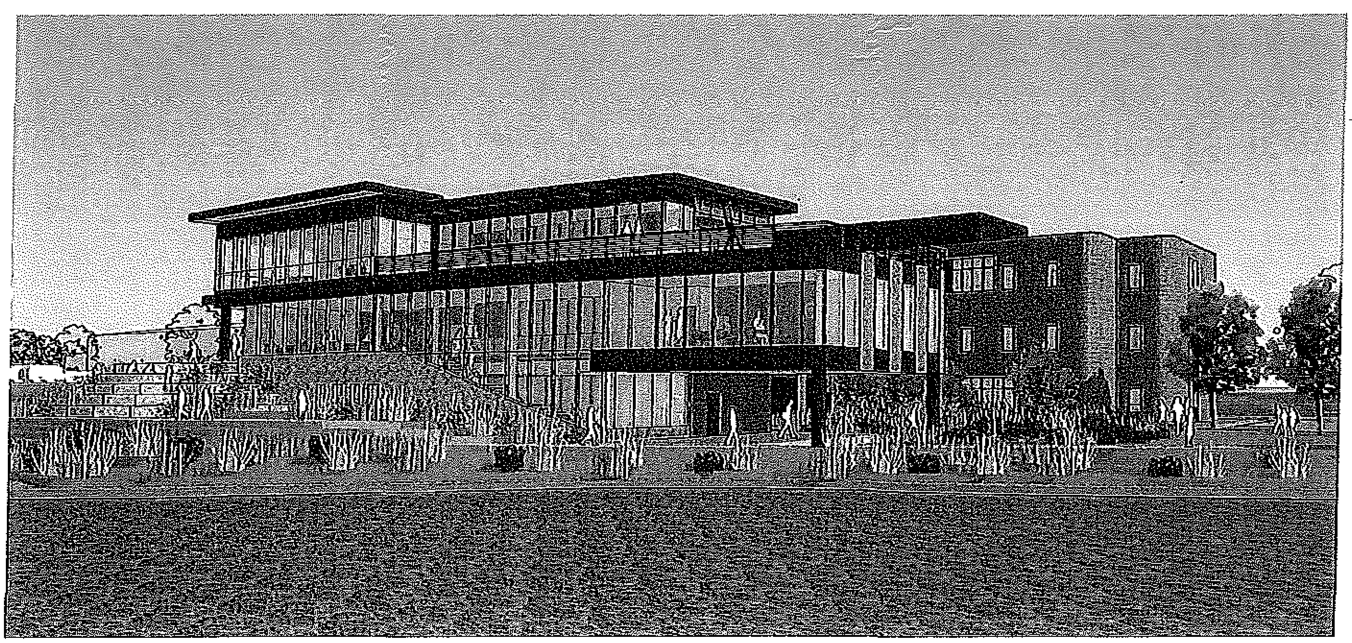
BHDP + University of Saint Francis

UNIVERSITY OF SAINT FRANCIS
ACHATZ HALL OF SCIENCE

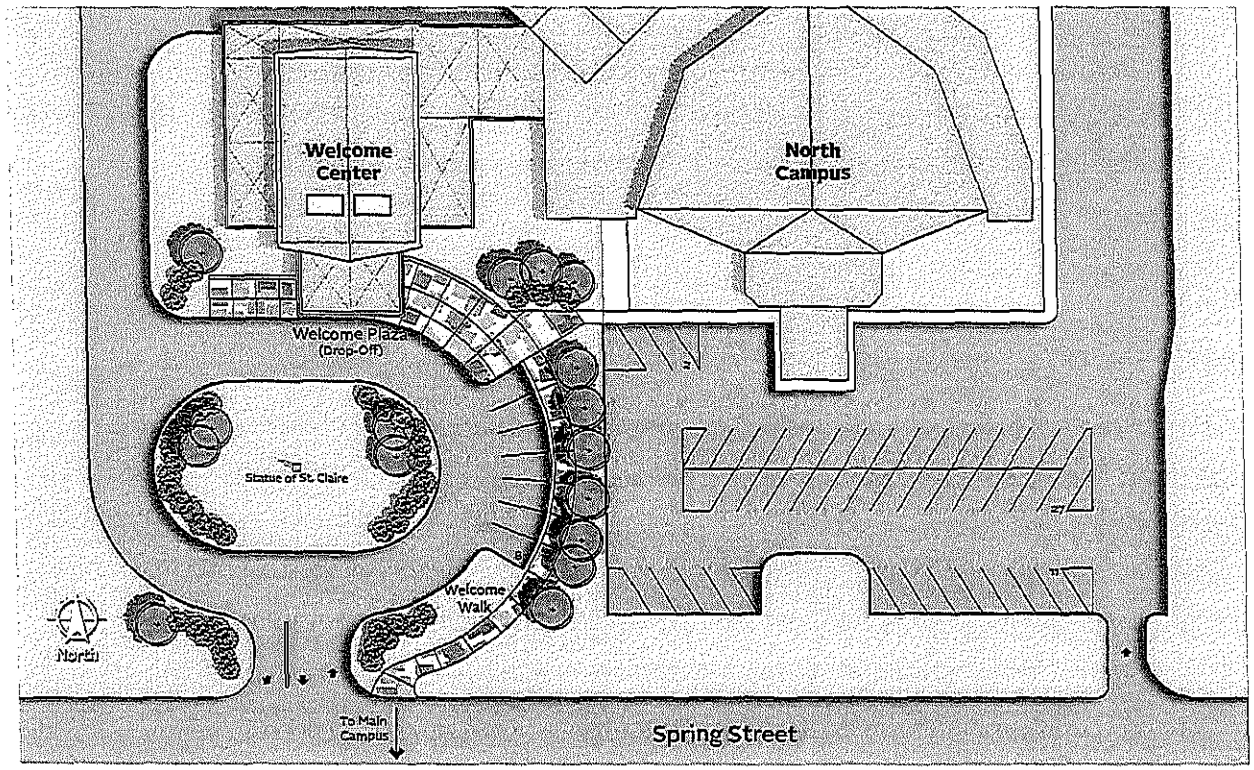
SECOND FLOOR PLAN

10/25/12
USF01.01

A3

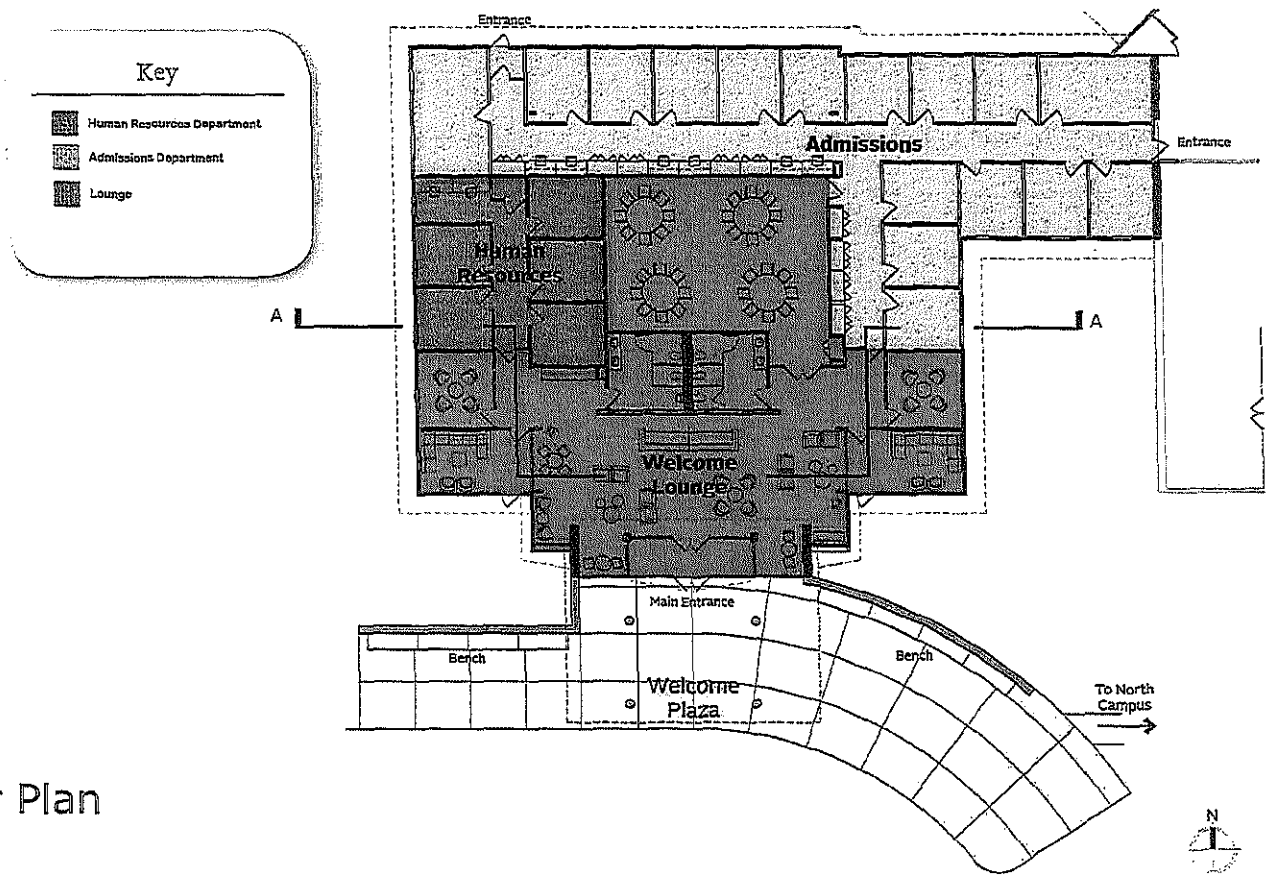
Welcome Center



Site Plan

CREDO

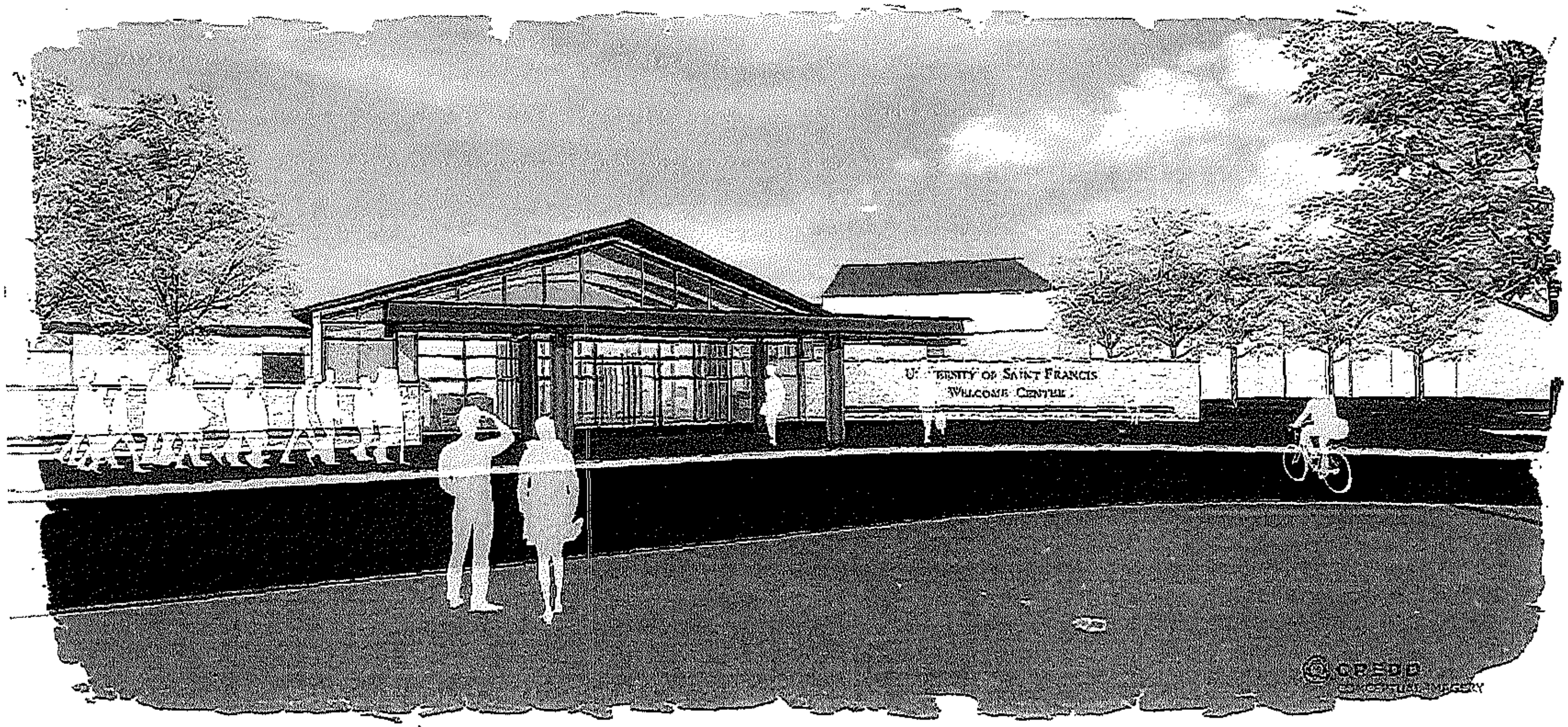
Welcome Center



Floor Plan

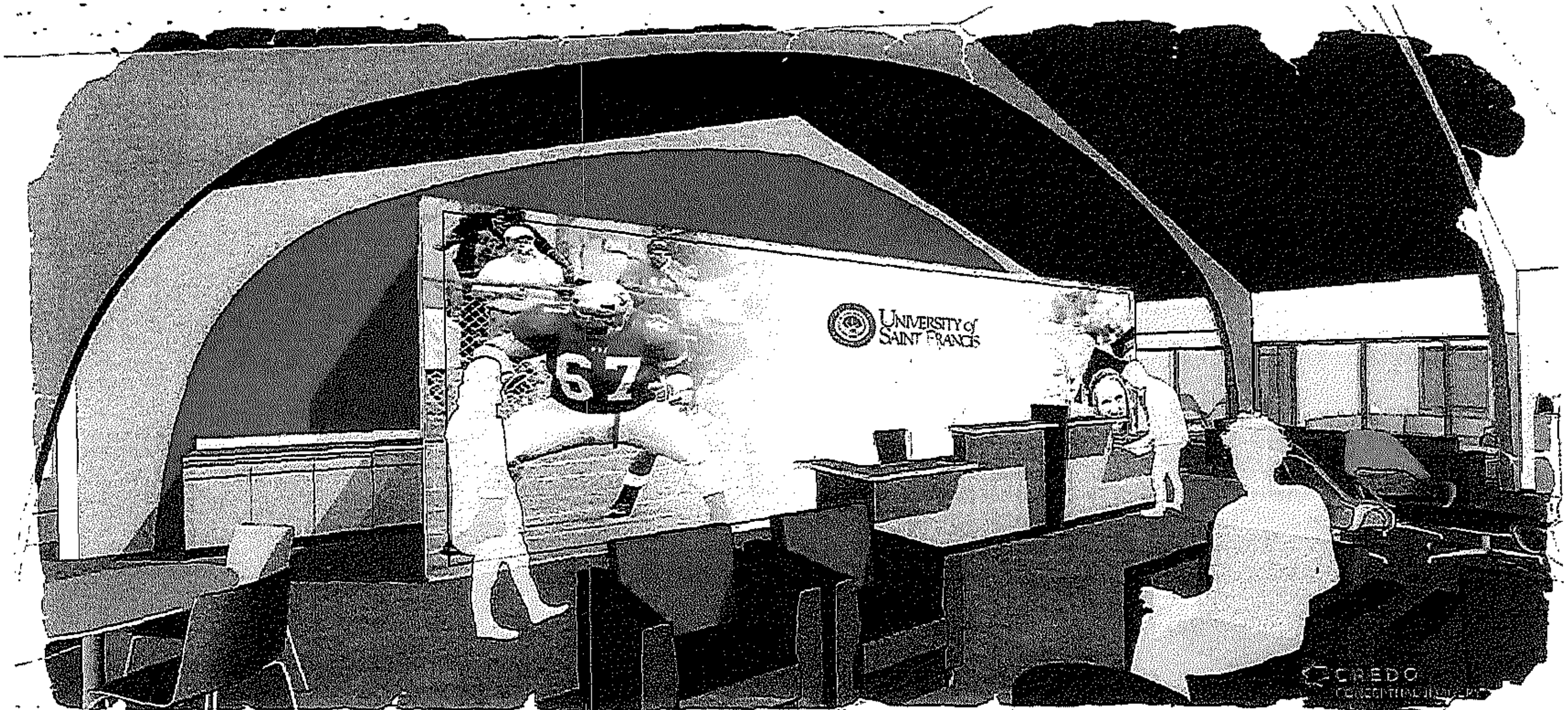
CREDO

Welcome Center



Exterior View – Main Entrance

Welcome Center



Interior View – Main Reception Desk

Welcome Center

Interior View – Main Entrance

Attachment 5

BF BERTSCH-FRANK est. 2004
& associates
LAND SURVEYING I LAND PLANNING

June 28, 2017

Mr. Richard A. Bienz
Vice President for Finance & Operations
University of Saint Francis
2701 Spring Street
Fort Wayne, IN 46808

Re: FEMA Floodplain designation
Achatz Hall of Science
University of Saint Francis
Project #16165.100

Dear Mr. Bienz:

Please allow this letter to document our involved with the planned additions to Achatz Hall of Science located at #2701 Spring Street, Fort Wayne, Indiana. On November 1st, 2016, Bertsch-Frank & Associates, LLC completed a topographic and utility survey of the areas immediately adjacent to Achatz Hall. The vertical datum associated with this survey was referenced to the North American Datum of 1988 (NAVD 88).

According to the Flood Insurance Rate Map (FIRM) #18003C0283G for this area published by FEMA and having an effective date of August 3, 2009, Achatz Hall is located in Zone "X". Zone "X" is defined as *"areas determined to be outside the 0.2% annual chance floodplain"*.

We trust this letter documents our recent survey work completed for the expansion of Achatz Hall and identifies the current flood zone designation published by FEMA. If you have any questions or concerns, please do not hesitate to contact me.

Sincerely,

Bertsch, Frank, & Associates, LLC

MATTHEW G. BERTSCH
REGISTERED
No.
20200087
STATE OF
INDIANA
LAND SURVEYOR

Matthew G. Bertsch, PLS, EI
Principal

811 Lawrence Drive ▪ Fort Wayne ▪ Indiana ▪ 46804 ▪ Telephone (260) 459-9393 ▪ Fax (260) 459-9303

Attachment 6

FORT WAYNE ECONOMIC DEVELOPMENT COMMISSION
FORM ED-1

Business Name University of Saint Francis of Fort Wayne, Indiana, Inc.
Business Address 2701 Spring Street, Fort Wayne, IN 46808
Telephone No. (260) 399-7700
Fax No. (260) 399-8156
CEO Name Sister M. Elise Kriss
CEO Title President

Contact Person Rich Bienz
Contact Title Vice President for Finance & Operations
Contact Phone No. (260) 399-7700 ext 6508
$ 20,250,000
Projected Cost of Project (Excluding 2008 Bond refunding)

EMPLOYMENT INFORMATION	# Full-Time	# Part-Time	* Total FT+PT Payroll	* Mean Avg. Annual Wages, FT Only	* Median Avg. Annual Wages FT Only
Current Fort Wayne Employment	316	222	$ 17,901,550	$ 47,319	$ 44,773
Retained Fort Wayne Employment	316	222	$ 17,901,550	$ 47,319	$ 44,773
# of Jobs Created at Opening	0	0	$ 0	$ 0	$ 0
# of Jobs Created Within Three Years	3	5	$ 197,000	$ 49,000	$ 49,000

Will the jobs created or retained provide the following benefits? Please check all that apply.

X Retirement 403(b)
____Pension Plan
_X_Life Insurance
_X_Tuition Reimbursement
_X_Major Medical Plan
Optional Dental Insurance
_X_Disability Insurance
Optional Vision Insurance

What Percentage of the above benefits are paid by the employee? ___9___%

* Excludes pay of owners and/or officers of company.