



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

This item is a resolution to accept grant funds from the State of Tennessee Department of Labor and Workforce Development in the amount of \$24,100.00. These funds will be used for the WIA Reemployment Services and Eligibility Assessment Program.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The State of Tennessee Department of Labor and Workforce Development which acts as a pass-through for the U.S. Department of Labor, allocated these grant funds to the Workforce Investment Network.

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

This is a new grant award, pending council acceptance.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

Acceptance of these funds will require a new contract between the State of Tennessee and the City of Memphis, which acts as the administrative entity for the Workforce Investment Network.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

Acceptance of these grant funds will require an amendment to the FY2017 operating budget to appropriate the funds.



**A Resolution** to accept the Reemployment Services and Eligibility Assessment (RESEA) funds from the State of Tennessee Department of Labor and Workforce Development.

**WHEREAS**, the City of Memphis Workforce Investment Network has received grant funds in the amount of Twenty Four Thousand One Hundred Dollars, (\$24,100.00) from the State of Tennessee Department of Labor and Workforce Development; and

**WHEREAS**, these funds will be used to provide contingency funds for the WIA Reemployment Services and Eligibility Assessment (RESEA) Program; and

**WHEREAS**, it is necessary to accept the grant funding and amend the Fiscal Year 2017 Operating Budget to establish funds for the WIA Reemployment Services and Eligibility Assessment (RESEA) Program; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Twenty Four Thousand One Hundred Dollars, (\$24,100.00) for the WIA Reemployment Services and Eligibility Assessment (RESEA) Program;

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the funds in the amount of in Twenty Four Thousand One Hundred Dollars, (\$24,100.00) be accepted by the City of Memphis for the WIA Reemployment Services and Eligibility Assessment (RESEA) Program;

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2017 Operating Budget be and is hereby amended by appropriating the amount of Twenty Four Thousand One Hundred Dollars, (\$24,100.00) as Expenditures and Revenues for the WIA Reemployment Services and Eligibility Assessment (RESEA) Program.



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

Report on debt obligation for the issuance of \$69,885,000 General Improvement Bonds, Series 2016.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The Finance Division is the initiating party.

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

There is no change to an existing ordinance or resolution.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

This does not require a new contract, or amends an existing contract.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

This does not require an expenditure of funds.

### REPORT ON DEBT OBLIGATION

(Pursuant to Tennessee Code Annotated Section 9-21-151)

**1. Public Entity:**  
 Name: City of Memphis  
 Address: 125 N. Main Street  
Memphis, TN  
 Debt Issue Name: General Improvement Bonds, Series 2016  
 If disclosing initially for a program, attach the form specified for updates, indicating the frequency required.

**2. Face Amount:** \$ 69,885,000.00  
 Premium/Discount: \$ 5,804,597.40

**3. Interest Cost:** 2.8529 %  Tax-exempt  Taxable  
 TIC  NIC  
 Variable: Index \_\_\_\_\_ plus \_\_\_\_\_ basis points; or  
 Variable: Remarketing Agent \_\_\_\_\_  
 Other: \_\_\_\_\_

**4. Debt Obligation:**  
 TRAN  RAN  CON  
 BAN  CRAN  GAN  
 Bond  Loan Agreement  Capital Lease  
 If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Office of State and Local Finance ("OSLF").

**5. Ratings:**  
 Unrated  
 Moody's Aa2 Standard & Poor's AA Fitch \_\_\_\_\_

**6. Purpose:**

		BRIEF DESCRIPTION
<input type="checkbox"/> General Government	_____ %	_____
<input type="checkbox"/> Education	_____ %	_____
<input type="checkbox"/> Utilities	_____ %	_____
<input type="checkbox"/> Other	_____ %	_____
<input checked="" type="checkbox"/> Refunding/Renewal	<u>100.00</u> %	<u>General Obligation Commercial Paper Refunding</u>

**7. Security:**  
 General Obligation  General Obligation + Revenue/Tax  
 Revenue  Tax Increment Financing (TIF)  
 Annual Appropriation (Capital Lease Only)  Other (Describe): \_\_\_\_\_

**8. Type of Sale:**  
 Competitive Public Sale  Interfund Loan \_\_\_\_\_  
 Negotiated Sale  Loan Program \_\_\_\_\_  
 Informal Bid

**9. Date:**  
 Dated Date: 06/30/2016 Issue/Closing Date: 06/30/2016

**REPORT ON DEBT OBLIGATION**  
(Pursuant to Tennessee Code Annotated Section 9-21-151)

**10. Maturity Dates, Amounts and Interest Rates \*:**

Year	Amount	Interest Rate	Year	Amount	Interest Rate
See Attache	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

\* This section is not applicable to the Initial Report for a Borrowing Program.

**11. Cost of Issuance and Professionals:**

No costs or professionals

	AMOUNT (Round to nearest \$)	FIRM NAME
Financial Advisor Fees	\$ 111,838	First Southwest / Community Capital
Legal Fees	\$ 0	
Bond Counsel	\$ 62,170	Hawkins Delafield & Wood
Issuer's Counsel	\$ 0	
Trustee's Counsel	\$ 0	
Bank Counsel	\$ 0	
Disclosure Counsel	\$ 41,974	Greenberg Traurig / Hagler Bruce & Turner
Special Counsels	\$ 14,844	Charles Carpenter / Locke Lord
Paying Agent Fees	\$ 0	
Registrar Fees	\$ 0	
Trustee Fees	\$ 0	
Remarketing Agent Fees	\$ 0	
Liquidity Fees	\$ 0	
Rating Agency Fees	\$ 66,000	Moody's / Standard and Poor's
Credit Enhancement Fees	\$ 0	
Bank Closing Costs	\$ 0	
Underwriter's Discount <u>0.54</u> %		
Take Down	\$ 379,629	Wells Fargo
Management Fee	\$ 0	
Risk Premium	\$ 0	
Underwriter's Counsel	\$ 0	
Other expenses	\$ 0	
Printing and Advertising Fees	\$ 5,000	Imagemaster
Issuer/Administrator Program Fees	\$ 0	
Real Estate Fees	\$ 0	
Sponsorship/Referral Fee	\$ 0	
Other Costs <u>Misc</u>	\$ 8,142	DAC/Misc.
<b>TOTAL COSTS</b>	<b>\$ 689,597</b>	

**REPORT ON DEBT OBLIGATION**  
(Pursuant to Tennessee Code Annotated Section 9-21-151)

**12. Recurring Costs:**

No Recurring Costs

	AMOUNT (Basis points/\$)	FIRM NAME (If different from #11)
Remarketing Agent	_____	_____
Paying Agent / Registrar	_____	_____
Trustee	_____	_____
Liquidity / Credit Enhancement	_____	_____
Escrow Agent	_____	_____
Sponsorship / Program / Admin	_____	_____
Other _____	_____	_____

**13. Disclosure Document / Official Statement:**

None Prepared

EMMA link http://emma.msrb.org/ER971502-ER759888-ER1161318.pdf or

Copy attached

**14. Continuing Disclosure Obligations:**

Is there an existing continuing disclosure obligation related to the security for this debt?  Yes  No

Is there a continuing disclosure obligation agreement related to this debt?  Yes  No

If yes to either question, date that disclosure is due 4/30 after the end of each FY

Name and title of person responsible for compliance Andre Walker, Finance Deputy Director

**15. Written Debt Management Policy:**

Governing Body's approval date of the current version of the written debt management policy 04/19/2016

Is the debt obligation in compliance with and clearly authorized under the policy?  Yes  No

**16. Written Derivative Management Policy:**

No derivative

Governing Body's approval date of the current version of the written derivative management policy \_\_\_\_\_

Date of Letter of Compliance for derivative \_\_\_\_\_

Is the derivative in compliance with and clearly authorized under the policy?  Yes  No

**17. Submission of Report:**

To the Governing Body: on \_\_\_\_\_ and presented at public meeting held on \_\_\_\_\_

Copy to Director to OSLF: on \_\_\_\_\_ either by:

Mail to: 505 Deaderick Street, Suite 1600  
James K. Polk State Office Building  
Nashville, TN 37243-1402

OR  Email to: StateAndLocalFinance.PublicDebtForm@cot.tn.gov

**18. Signatures:**

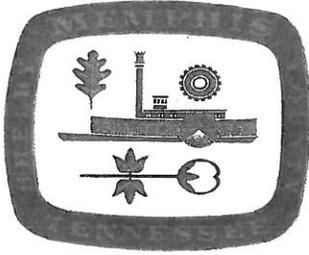
	AUTHORIZED REPRESENTATIVE	PREPARER
Name	<u>Jim Strickland</u>	<u>Steven D Johnson</u>
Title	<u>Mayor</u>	<u>Director</u>
Firm		<u>First Southwest, a Division of Hilltop Securities, Inc</u>
Email	<u>Mayor@Memphistn.gov</u>	<u>steven.d.johnson@hilltopsecurities.com</u>
Date		<u>05/19/2015</u>

**BOND PRICING**

**City of Memphis, Tennessee  
General Improvement and Refunding Bonds, Series 2016  
FINAL SIZING CASHFLOWS AS OF JUNE 14, 2016**

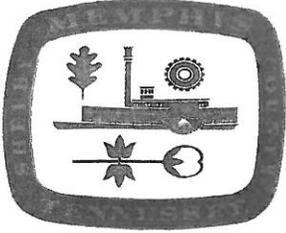
Bond Component	Maturity Date	Amount	Rate	Yield	Price	Yield to Maturity	Call Date	Call Price	Premium (-Discount)
<b>Serial Bonds:</b>									
	05/01/2017	2,040,000	5.000%	0.610%	103.654				74,541.60
	05/01/2018	1,710,000	5.000%	0.730%	107.772				132,901.20
	05/01/2019	1,795,000	5.000%	0.840%	111.633				208,812.35
	05/01/2020	1,885,000	5.000%	0.960%	115.178				286,105.30
	05/01/2021	1,980,000	5.000%	1.090%	118.369				363,706.20
	05/01/2022	2,080,000	5.000%	1.220%	121.229				441,563.20
	05/01/2023	2,180,000	5.000%	1.350%	123.756				517,880.80
	05/01/2024	2,290,000	5.000%	1.600%	124.944				571,217.60
	05/01/2025	2,405,000	5.000%	1.610%	124.861	1.926%	05/01/2024	100.000	597,907.05
	05/01/2026	2,525,000	4.000%	1.640%	117.286	2.050%	05/01/2024	100.000	436,471.50
	05/01/2027	2,625,000	2.500%	1.940%	104.051	2.080%	05/01/2024	100.000	106,338.75
	05/01/2028	2,695,000	2.750%	2.100%	104.672	2.297%	05/01/2024	100.000	125,910.40
	05/01/2029	2,765,000	2.750%	2.190%	104.010	2.385%	05/01/2024	100.000	110,876.50
	05/01/2030	2,845,000	3.000%	2.320%	104.844	2.581%	05/01/2024	100.000	137,811.80
	05/01/2031	2,930,000	3.000%	2.430%	104.042	2.668%	05/01/2024	100.000	118,430.60
	05/01/2032	3,015,000	3.125%	2.510%	104.348	2.783%	05/01/2024	100.000	131,092.20
	05/01/2033	3,110,000	3.250%	2.610%	104.506	2.909%	05/01/2024	100.000	140,136.60
	05/01/2034	3,210,000	3.250%	2.680%	104.002	2.959%	05/01/2024	100.000	128,464.20
	05/01/2035	3,315,000	3.500%	2.790%	104.963	3.148%	05/01/2024	100.000	164,523.45
	05/01/2036	3,430,000	3.500%	2.870%	104.390	3.199%	05/01/2024	100.000	150,577.00
	05/01/2037	3,550,000	3.500%	2.900%	104.176	3.223%	05/01/2024	100.000	148,248.00
	05/01/2038	3,675,000	3.500%	2.920%	104.033	3.241%	05/01/2024	100.000	148,212.75
	05/01/2039	3,805,000	3.625%	2.930%	104.831	3.321%	05/01/2024	100.000	183,819.55
	05/01/2040	3,940,000	3.625%	2.940%	104.760	3.334%	05/01/2024	100.000	187,544.00
	05/01/2041	4,085,000	3.625%	2.950%	104.688	3.345%	05/01/2024	100.000	191,504.80
									<b>69,885,000</b>
									<b>5,804,597.40</b>

Dated Date	06/30/2016	
Delivery Date	06/30/2016	
First Coupon	11/01/2016	
Par Amount	69,885,000.00	
Premium	5,804,597.40	
Production	75,689,597.40	108.305927%
Underwriter's Discount	-379,629.29	-0.543220%
Purchase Price	75,309,968.11	107.762707%
Accrued Interest		
Net Proceeds	75,309,968.11	



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**  
Project to implement HRMS Management System Cloud
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Information Services
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
NA
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
New contract
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
Requires appropriation of \$1,500,000.00 and budget amendment isn't required.



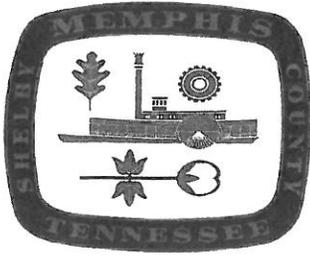
## **A Resolution to appropriate \$,1,500,000 for CIP Project #IS01075, HRMS Management Cloud System**

**WHEREAS**, the Fiscal Year 2017 Capital Improvement Budget approved by City Council did include the CIP Project Number IS01075, HRMS Management System Cloud; and

**WHEREAS**, Information Services has a project to implement HRMS Management Cloud System and

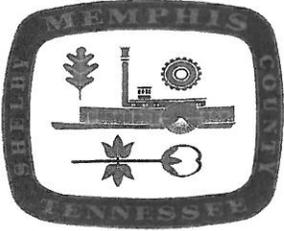
**WHEREAS**, it is necessary to appropriate \$1,500,000.00 in G.O. Bonds in CIP Project IS01075, HRMS Management Cloud System

**NOW, THEREFORE, BE IT RESOLVED** *by the Council of the City of Memphis that there be and is hereby appropriated \$1,500,000.00 in General Obligation Bonds chargeable to the FY 2017 Capital Improvement Budget*



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**  
MFD Telephone/Radio Voice Logger Recorder
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Information Services
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
NA
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
New contract
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
Requires appropriation of \$300,000.00 and budget amendment isn't required.



**A Resolution to appropriate \$300,000 for CIP  
Project #IS01079, MFD Telephone/Radio Voice Logger  
Recorder**

**WHEREAS**, the Fiscal Year 2017 Capital Improvement Budget approved by City Council did include the CIP Project Number IS01079, MFD Telephone/Radio Voice Logger Recorder; and

**WHEREAS**, Information Services has a project to implement MFD Telephone/Radio Voice Logger Recorder

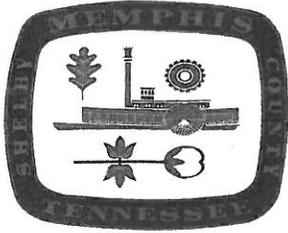
**WHEREAS**, it is necessary to appropriate \$300,000.00 in G.O. Bonds in CIP Project IS01079, MFD Telephone/Radio Voice Logger Recorder

**NOW, THEREFORE, BE IT RESOLVED** *by the Council of the City of Memphis that there be and is hereby appropriated \$300,000.00 in General Obligation Bonds chargeable to the FY 2017 Capital Improvement Budget*



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**  
Project to implement Network Hardware Upgrade
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Information Services
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
NA
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
New contract
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
Requires appropriation of \$525,000.00 and budget amendment isn't required.



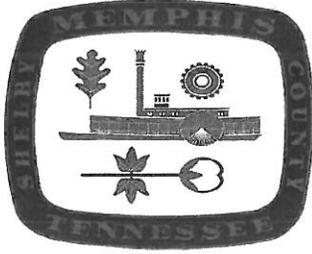
## **A Resolution to appropriate \$525,000 for CIP Project #IS01076, Network Hardware Upgrade**

**WHEREAS**, the Fiscal Year 2017 Capital Improvement Budget approved by City Council did include the CIP Project Number IS01076, Network Hardware Upgrade; and

**WHEREAS**, Information Services has a project to implement Network Hardware Upgrade and

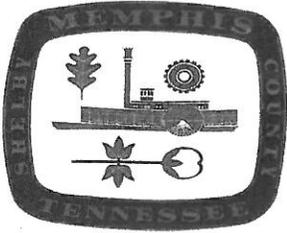
**WHEREAS**, it is necessary to appropriate \$525,000.00 in G.O. Bonds in CIP Project IS01076, Network Hardware Upgrade

**NOW, THEREFORE, BE IT RESOLVED** *by the Council of the City of Memphis that there be and is hereby appropriated \$525,000.00 in General Obligation Bonds chargeable to the FY 2017 Capital Improvement Budget*



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**  
Project to implement Time & Attendance system
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Information Services
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
NA
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
New contract
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
Requires appropriation of \$1,700,000.00 and budget amendment isn't required.



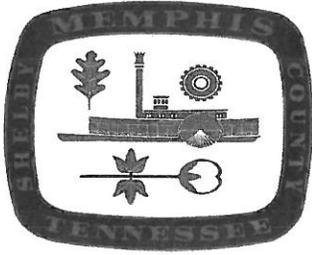
## **A Resolution to appropriate \$,1,700,000 for CIP Project #IS01077, Time & Attendance System**

**WHEREAS**, the Fiscal Year 2017 Capital Improvement Budget approved by City Council did include the CIP Project Number IS01077, Time & Attendance; and

**WHEREAS**, Information Services has a project to implement Time & Attendance system and

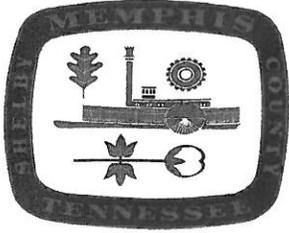
**WHEREAS**, it is necessary to appropriate \$1,700,000.00 in G.O. Bonds in CIP Project IS01077, Time & Attendance

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that there be and is hereby appropriated \$1,700,000.00 in General Obligation Bonds chargeable to the FY 2017 Capital Improvement Budget



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**  
Community Center Network Upgrade
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Information Services
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
NA
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
New contract
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
Requires appropriation of \$216,667.00 and budget amendment isn't required.



## **A Resolution to appropriate \$216,667 for CIP Project #IS01078, Community Center Network Upgrade**

**WHEREAS**, the Fiscal Year 2017 Capital Improvement Budget approved by City Council did include the CIP Project Number IS01078, Community Center Network Upgrade; and

**WHEREAS**, Information Services has a project to implement Community Center Network Upgrade and

**WHEREAS**, it is necessary to appropriate \$216,667.00 in G.O. Bonds in CIP Project IS01078, Community Center Network Upgrade

**NOW, THEREFORE, BE IT RESOLVED** *by the Council of the City of Memphis that there be and is hereby appropriated \$216,667.00 in General Obligation Bonds chargeable to the FY 2017 Capital Improvement Budget*



**Memphis City Council Summary Sheet: A resolution re-appropriating FY 2017 Grant Funds**

## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

*Resolution to Redirect Funds Appropriated for MLK Basketball to SWEAAT Inc. ,a 501c3 organization.*

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

Finance

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

Yes, the 2017 Budget ordinance

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

No

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

Yes, but additional funding will not be needed.



City Council Resolution – *Resolution to Redirect Funds Appropriated for MLK Basketball to SWEAAT Inc. ,a 501c3 organization.*

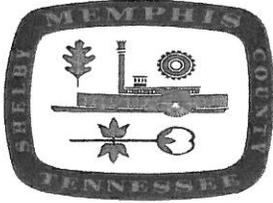
**WHEREAS**, the Council of the City of Memphis approved a Grant for \$20,000 to MLK Basketball in the FY 2017 budget; and

**WHEREAS**, MLK Basketball is not a 501C3 organization; and

**WHEREAS**, MLK basketball has secured SWEAAT Inc., a 501c3 organization, to receive funds for the MLK basketball; and

**WHEREAS**, it is now necessary to amend the FY2017 Grantee budget to redirect funding for MLK basketball to SWEAAT Inc, to distribute for MLK basketball, according to its procedures;

**NOW, THEREFORE BE IT RESOLVED** by the Council of the City of Memphis, that the Fiscal Year 2017 Budget be and hereby is amended by re-appropriating funding of \$20,000 for MLK basketball to SWEAAT inc, for the purpose of distributing to MLK basketball.



## Memphis City Council Summary Sheet

1. Resolution seeking acceptance of a donation:
  - It is the intent of Loeb Properties, Inc. to purchase (1) SkyCop Security Enclosure w/cameras
  - (1) MLGW Pole Permit Fees
  - (1) 12mo. Verizon Wireless Cellular Service (MPD) Data Plan)
  - The cumulative total of the complete donation has an estimated value of Seven Thousand One Hundred Eleven Dollars and 36/100 (\$7,111.36) after installation.
  - The donor is the Memphis/Shelby County Law Enforcement Foundation. **(See Exhibit A)**
  
2. The City of Memphis Division of Police Services is awarded the equipment valued at Seven Thousand One Hundred Eleven Dollars and 36/100 (\$7,111.36) and will serve as the fiscal agent.
  
3. Resolution will not change an existing ordinance or resolution.
  
4. Resolution will not require a new contract or amendment to an existing contract.
  
5. Resolution will not require an expenditure of funds or a budget amendment.



## RESOLUTION

**WHEREAS**, it is the intent of Loeb Properties, Inc. at 535 to 575 S. Highland St. to purchase one SkyCop Security Enclosure w/ Cameras, compatible with existing MPD equipment, to be installed in the rear parking lot of at 535 to 575 S. Highland St. Through the agreement with SkyCop, Inc., Loeb Properties, Inc., will obtain the camera system and donate the equipment to MPD through the Memphis/Shelby County Law Enforcement Foundation.

**WHEREAS**, the City of Memphis Division of Police Services Real Time Crime Center has been awarded (1) SkyCop® Security Enclosure w/Cameras, (1) 12 mo. Verizon Wireless Cellular Service (MPD Data Plan) and (1) MLGW Pole Permit. The cumulative total of the complete donation has an estimated value of Seven Thousand One Hundred Eleven Dollars and 36/100 (\$7,111.36) after installation. The donor is the Memphis/Shelby County Law Enforcement Foundation. **(See Exhibit A)**

**WHEREAS**, the equipment becomes the property of MPD after one year warranty period, and

**WHEREAS**, the donations are designated for use at 535 to 575 S. Highland St.; and

**WHEREAS**, it is necessary to accept the donations; and

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the donation of SkyCop® cameras with a total value of Seven Thousand One Hundred Eleven Dollars and 36/100 (\$7,111.36); be accepted by the City of Memphis

**EXHIBIT A**

# LOEB PROPERTIES

SINCE 1887

April 19, 2016

Director of Police Services  
Memphis Police Department  
201 Poplar Avenue, Suite 12-16  
Memphis, TN 38103-1945  
(901) 636-3700

Re: Donation of SkyCop System

Dear Interim Police Director Michael W. Rallings,

I am the property manager of the Highland Strip from 535 to 575 S. Highland St. for Loeb Properties, Inc.

Loeb Properties prides itself on its place-making abilities and history of successful efforts to rehabilitate declining commercial properties. We are currently in the midst of such an effort at the Highland Strip, and pivotal to our success is the creation of a place that's safe and secure.

In the past six months, there have been burglaries and robberies from nearby businesses (including one of our own tenants). There is also a sizeable population of vagrants and panhandlers that is making it difficult for us to create an inviting retail shopping center. We believe that in addition to other components of a comprehensive private security plan, implementing a SkyCop Security Camera in the newly-constructed rear parking lot of our property will greatly assist to deter future crimes at the property and assist law enforcement in identifying violators.

Through an agreement with SkyCop, Inc., we will obtain the security system with a one-year warranty. We will donate the camera equipment to MPD through the Memphis and Shelby County Law Enforcement Foundation. All camera signals and video data will be provided directly to MPD for its access. We will also donate funds to cover 12 months of MPD's Verizon wireless service plan, at \$39.99 per month, for connectivity to the Real Time Crime Center.

We request your approval of the donation and confirmation that the system will remain in this area.

Sincerely,



Jeremy Reed  
Property Manager  
Loeb Properties, Inc.  
825 Valleybrook Dr.  
Memphis, TN 38120  
(901) 606-7805



**Quote**  
Quote Number: 281

Payment Terms:  
Expiration Date: 04/25/2016

**Quote Prepared For**

**Jeremy Reed**  
**LOEB Properties, Inc.**  
2101 Madison Ave.  
Memphis, TN 38104  
Phone:901-866-1131  
jeremyr@loebproperties.com

**Quote Prepared By**

**Ken Shackelford**  
**SCI TECHNOLOGIES INC**  
3736 Getwell Cove  
Memphis, Tennessee 38118  
Phone:9014102151  
Fax:  
[Kshackelford@skycopinc.com](mailto:Kshackelford@skycopinc.com)  
TN License #1899

Item#	Quantity	Item	Unit Price	Unit Discount	Adjusted Unit Price	Extended Price
<b>One-Time Items</b>						
1)	1	SC-123-1PTZ-2F-4TB SkyCop Security Enclosure w/ (1) 2MP Pan/Tilt/Zoom Camera and (2) 2MP Fixed Cameras, Edge Recording w/ 4TB Hard Drive, Surge Protection, Industrial-Grade 4G LTE Embedded Router, Flashing Blue Lights, and MPD/SkyCop Logos	\$6,143.27	\$0.00	\$6,143.27	\$6,143.27
2)	1	MLG&W Pole Permit Fee	\$488.09	\$0.00	\$488.09	\$488.09
3)	1	Verizon Wireless Cellular Service 12 Months of Verizon Wireless Service (MPD Data Plan)	\$480.00	\$0.00	\$480.00	\$480.00
<b>One-Time Subtotal</b>						<b>\$7,111.36</b>
<b>Total</b>						<b>\$7,111.36</b>

Authorizing Signature \_\_\_\_\_

Date \_\_\_\_\_

Interest Charges on Past Due Accounts and Collection Costs Overdue amounts shall be subject to a monthly finance charge. In addition, customer shall reimburse all costs and expenses for attorney's fees incurred in collecting any amounts past due. Additional training or Professional Services can be provided at our standard rates.



## Memphis City Council Summary Sheet

**1. Description of the Item (Resolution, Ordinance, etc.)**

A Resolution to Appropriate CIP funds (Furniture Fixture Equipment) for Traffic Signal Construction.

**2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**

The Engineering Division is the initiating party of this resolution.

**3. State whether this is a change to an existing ordinance or resolution, if applicable.**

There is no change to an existing ordinance or resolution.

**4. State whether this requires a new contract, or amends an existing contract, if applicable.**

The resolution does not require a new contract, or amends an existing contract.

**5. State whether this requires an expenditure of funds/requires a budget amendment.**

The resolution does require an expenditure of funds.

## RESOLUTION

**WHEREAS**, the Council of the City of Memphis did include Traffic Signals, Project Number EN01004 as part of the Fiscal Year 2017 Capital Improvement Budget; and

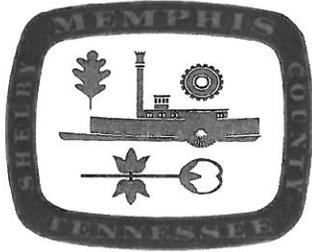
**WHEREAS**, bids are taken during the year for various purchases of traffic signal equipment needed in traffic control; and

**WHEREAS**, to expedite these bids and purchases the Engineering Division requests that this years allocation be appropriated; and

**WHEREAS**, it is necessary to appropriate \$415,000.00 to Traffic Signals, Project number EN01004 in Furniture, Fixtures and Equipment funded by G. O. General Bond funds.

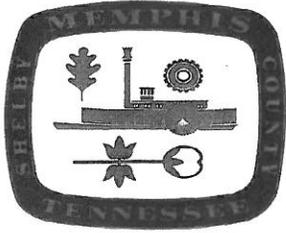
**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that there be and is hereby appropriated the sum of \$415,000.00 chargeable to the 2017 Capital Improvement Budget, with said appropriation to be funded from G. O. General Bond funds and the resulting appropriation being credited as follows:

G. O. General Bond Funds	\$415,000.00
Furniture Fixture & Equipment	\$415,000.00



## Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)**  
Resolution accepting, allocating, and appropriating grant funds in the amount of \$500,000.00 from the Community Foundation of Greater Memphis for expenses related to staffing and commodities to support the Office of Comprehensive Planning.
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**  
Division of Planning and Development
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**  
This is not a change to an existing ordinance or resolution.
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**  
This resolution does not require a new contract nor amend an existing contract.
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**  
This resolution requires a budget amendment.



**A Resolution to accept, allocate, and appropriate grant funds in the amount of Five Hundred Thousand Dollars (\$500,000.00) from the Community Foundation of Greater Memphis to support the Office of Comprehensive Planning.**

**WHEREAS**, the City of Memphis, through its Division of Planning and Development, in partnership with Division of Housing and Community Development, is committed to the establishment of the Office of Comprehensive Planning; and

**WHEREAS**, the City of Memphis, through its Office of Comprehensive Planning, will begin a two-year process of creating a new comprehensive plan to guide growth and development, land use, transportation, and other built environment considerations; and

**WHEREAS**, the City of Memphis has been awarded grant funds in the amount of Five Hundred Thousand Dollars (\$500,000.00) from the Community Foundation of Greater Memphis; and

**WHEREAS**, it is necessary to accept the grant funding and amend the FY 2017 Operating Budget to establish funds in the amount of \$500,000.00 for expenses related to staffing and commodities to support the Office of Comprehensive Planning; and

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that grant funds in the amount of Five Hundred Thousand Dollars (\$500,000) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2017 Budget be and is hereby amended by allocating and appropriating the Expenditure and Revenues for the Office of Comprehensive Planning as follows:

**REVENUES**

Community Foundation of Greater Memphis	<u>\$500,000.00</u>
<b>TOTAL</b>	<b><u>\$500,000.00</u></b>

**EXPENDITURES**

Salary and Fringe	\$275,000.00
Supplies and Materials	\$10,000.00
Printing	\$15,000.00
Technology	\$20,000.00
Travel	\$5,000.00
Outside consultants	\$175,000.00
<b>TOTAL</b>	<b><u>\$500,000.00</u></b>



COMMUNITY  
FOUNDATION  
OF GREATER MEMPHIS

July 12, 2016

John Zeanah  
Deputy Director, DPD  
125 N. Main Street, Suite 468  
Memphis, TN 38103

Dear Mr. Zeanah,

The Community Foundation of Greater Memphis, in partnership with the local funding community, is pleased to award the Memphis-Shelby County Department of Planning and Development a grant of \$500,000 to support the creation of the Office of Comprehensive Planning and the development of a comprehensive plan. This grant is for fiscal year 2017.

Feel free to contact me with any questions or concerns.

Sincerely,

Sutton Mora Hayes  
Executive Vice President & COO

## RESOLUTION

This resolution is for the Fiscal Year 2017 CIP and funds the paving operations performed by Public Works or directly by the Street Maintenance Department.

**WHEREAS**, the Council of the City of Memphis approved FY17 Asphalt Paving Coverline, project number PW17103 as part of the Fiscal Year 2017 Capital Improvement Budget; and

**WHEREAS**, \$6,500,000 is needed for the paving operations performed by Public Works or directly by the Street Maintenance department; and

**WHEREAS**, it is necessary to transfer an allocation of \$6,500,000 funded by G.O. Bonds from FY17 Asphalt Paving Coverline PW17100 to FY17 Asphalt Paving Inhouse OP, project number PW17103 needed for the paving operations performed by Public Works or directly by the Street Maintenance department; and

**WHEREAS**, it is necessary to appropriate \$6,500,000 funded by GO Bonds for FY17 Asphalt Paving inhouse OP, project number PW17103

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Fiscal Year 2017 Capital Improvement Budget be and is hereby amended by transferring an allocation of \$6,500,000 funded by G O Bonds from FY17 Asphalt Paving Coverline, project number PW17100 to FY17 Asphalt Paving Inhouse OP, project number PW17103 needed for the paving operations performed by Public Works or directly by the Street Maintenance department.

**BE IT FURTHER RESOLVED**, that there be and is hereby appropriated the sum of \$6,500,000 in G.O. Bonds chargeable to the Fiscal Year 2017 Capital Improvement Budget and credited as follows:

Project Title:	<b>FY17 Asphalt Paving Inhouse OP</b>
Project Number:	<b>PW17103</b>
Amount:	<b>\$6,500,000</b>

*Resolution to adopt and approve the redevelopment plan, known as the Raleigh Springs Mall Urban Renewal Plan.*

**WHEREAS**, pursuant to T.C.A. § 13-20-102(1), the Memphis Housing Authority (hereinafter referred to as "MHA") is an "authority" or "housing authority" that is a public body and a body corporate and politic organized in accordance with Chapter 20 of Title 13 of the Tennessee Code for the purposes, with the powers, and subject to the restrictions therein set forth, and established for the purpose of providing safe, sanitary, and affordable housing for the citizens of Memphis, Tennessee; and

**WHEREAS**, City Council of Memphis is a "governing body" as defined in T.C.A. § 13-20-102(13), and has authority to adopt a redevelopment plan pursuant to Tennessee law, including T.C.A. § 13-20-203, such as the Raleigh Springs Mall Urban Renewal Plan.

**WHEREAS**, the City of Memphis Division of Housing and Community Development (hereinafter referred to as "HCD") is a duly established division of the City of Memphis Government, dedicated to the removal of slum and blight in the City of Memphis, through the social and physical improvement of neighborhoods and communities throughout the City; and

**WHEREAS**, in furtherance of the goals of both MHA and HCD to remove slum and blight and to enhance economic growth and development in the Memphis area, MHA and HCD have enlisted and received the support of several community partners to undertake a significant community revitalization plan; and

**WHEREAS**, MHA and the City of Memphis, in conjunction with HCD, have created a redevelopment plan for the redevelopment of the area surrounding and including the Raleigh Springs Mall pursuant to T.C.A. § 13-20-201, *et seq.*, entitled the "Raleigh Springs Mall Urban Renewal Plan"; and

**WHEREAS**, in developing the Raleigh Springs Mall Urban Renewal Plan, MHA and HCD studied the general property conditions, the availability of public facilities, transportation elements, land use compatibility, established recommendations regarding the land use, and other matters pertaining to public safety and general welfare, including those matters specifically required by Tennessee law; and

**WHEREAS**, in compliance with T.C.A. § 13-20-203, and other relevant Tennessee authorities, the Raleigh Springs Mall Urban Renewal Plan indicates its relationship to definite local objectives as to appropriate land uses and improved traffic, public transportation, public utilities, recreational and community facilities and other public improvements; indicates proposed land uses and building requirements in the area; and does not involve the relocation of persons; and

**WHEREAS**, MHA is desirous of undertaking this effort for its constituency, as well as for the citizens of Memphis, Tennessee; and

**WHEREAS**, prior to the adoption of a redevelopment plan, pursuant to T.C.A. § 13-20-203, a public hearing was held by MHA, the agency designated by the governing body of the City and empowered by law so to act to determine the necessity for the adoption of the

redevelopment plan, including matters set forth in T.C.A. § 13-20-203 as to the required contents of the redevelopment plan; and

**WHEREAS**, pursuant to T.C.A. § 13-20-104(a)(36), and other Tennessee authorities, MHA has authority to enter into an agreement with the City Council of Memphis under which MHA agrees to exercise any or all powers of an authority under Title 13, Chapter 20 of the Tennessee Code relating to redevelopment or urban renewal projects with respect to one (1) or more redevelopment projects, including, but not limited to, holding public hearings and preparing redevelopment plans.

**WHEREAS**, pursuant to T.C.A. § 13-20-203, and other Tennessee authorities, the City Council of Memphis designated and empowered MHA to hold the statutorily mandated public hearing to determine the necessity for the adoption of the redevelopment plan, including matters set forth in T.C.A. § 13-20-203 regarding the required contents of the redevelopment plan, on July 14, 2016.

**WHEREAS**, on July 14, 2016, pursuant to T.C.A. § 13-20-203 and § 13-20-104(a)(36), and pursuant to a Resolution adopted by the City Council on June 7, 2016, MHA held the statutorily mandated public hearing to determine the necessity for the adoption of the redevelopment plan, including matters set forth in T.C.A. § 13-20-203 regarding the required contents of the redevelopment plan.

**WHEREAS**, MHA, in compliance with T.C.A. § 13-20-203, published notice of the statutorily mandated July 14, 2016 public hearing in *The Commercial Appeal* on June 23, 2016, June 30, 2016, and July 7, 2016; *The Daily News* on June 23, 2016, June 30, 2016, and July 7, 2016; *La Prensa Latina* on June 24, 2016, July 1, 2016, and July 9, 2016; *The Memphis News* on June 24, 2016, July 1, 2016, and July 8, 2016; and the *Memphis Business Journal* on June 24, 2016, July 1, 2016, and July 8, 2016; and

**WHEREAS**, MHA, in compliance with T.C.A. § 13-20-203, sent further written notice of the statutorily mandated July 14, 2016 public hearing by electronic and U.S. mail, postage prepaid, to the property owners and occupants, and other parties potentially having interest in the subject property, on June 23, 2016; and

**WHEREAS**, after the statutorily mandated public hearing on July 14, 2016, MHA submitted to the City Council a transcript of the public hearing and a duly passed a Resolution captioned "Resolution memorializing the July 14, 2016 public hearing on the necessity of adopting the Raleigh Springs Mall Urban Renewal Plan and recommending adoption of the Raleigh Springs Mall Urban Renewal Plan," setting forth its recommendation that the City Council adopt the Raleigh Springs Mall Urban Renewal Plan.

**WHEREAS**, MHA, in its Resolution and recommendations to the City Council of Memphis, recommended the adoption of the Raleigh Springs Mall redevelopment plan, entitled the Raleigh Springs Mall Urban Renewal Plan.

**WHEREAS**, after it is determined that adoption of the redevelopment plan is necessary, pursuant to T.C.A. § 13-20-203, any plan for redevelopment must be approved by the governing body for the municipality wherein the development of the plan has been sought.

**WHEREAS**, as defined by T.C.A. § 13-20-102(13), the City Council of Memphis is a the "governing body" of the City of Memphis, which is a "municipality," as defined by T.C.A. § 13-20-102(18).

**NOW, THEREFORE BE IT RESOLVED**, by the City Council of Memphis that, in compliance with all requirements of Tennessee law, including specifically T.C.A. § 13-20-203, MHA gave proper notice of the statutorily mandated public hearing on the necessity of the adoption of the redevelopment plan, referred to as the Raleigh Springs Mall Urban Renewal Plan.

**BE IT FURTHER RESOLVED**, that MHA held the statutorily mandated public hearing on July 14, 2016 on the necessity of the adoption of the Raleigh Springs Mall Urban Renewal Plan in compliance with all requirements of Tennessee law, including specifically T.C.A. § 13-20-203.

**BE IT FURTHER RESOLVED**, that the City Council of Memphis acknowledges the completion of a redevelopment plan in compliance with all requirements of Tennessee law, including specifically T.C.A. § 13-20-203, for the Raleigh Springs Mall by MHA and HCD that is entitled the "Raleigh Springs Mall Urban Renewal Plan."

**BE IT FURTHER RESOLVED**, that the City Council of Memphis has reviewed the findings of MHA and HCD, including the aforementioned Resolution and the Raleigh Springs Mall Urban Renewal Plan, copies of which are lodged in the records of this proceeding.

**BE IT FURTHER RESOLVED**, by the City Council of Memphis that the establishment of stable neighborhoods, and the economic development of communities are all essential undertakings for the City of Memphis, and that in that connection, are in the best interest of the citizens of Memphis.

**BE IT FURTHER RESOLVED**, by the City Council of Memphis that the area surrounding and including the Raleigh Springs Mall is declared a slum and blighted area as defined by Tennessee law, including specifically T.C.A. § 13-20-201.

**BE IT FURTHER RESOLVED**, that MHA and HCD will work together to further the goals and objectives of the Raleigh Springs Mall Urban Renewal Plan.

**BE IT FURTHER RESOLVED**, the City Council of Memphis finds that, in addition to the elimination of blight from the project area, the redevelopment plan shall further promote the public welfare and proper redevelopment of the community.

**BE IT FURTHER RESOLVED**, by the City Council of Memphis that the Raleigh Springs Mall Urban Renewal Plan is hereby approved and adopted, and shall be implemented by MHA and HCD, subject to all statutory and regulatory directives relevant thereto.

**BE IT FURTHER RESOLVED**, that all actions of MHA and HCD, its officers, directors, agents, and employees heretofore taken in connection with the Raleigh Springs Mall Urban Renewal Plan are hereby ratified and confirmed in all respects.

**BE IT FURTHER RESOLVED**, that this Resolution shall take effect from and at its adoption, the welfare of the City of Memphis requiring it.

SPONSOR: MEMPHIS HOUSING AUTHORITY