



**MEETING OF THE
TEMPLE CITY COUNCIL**

MUNICIPAL BUILDING

2 NORTH MAIN STREET

3rd FLOOR – CONFERENCE ROOM

THURSDAY, JUNE 6, 2013

3:00 P.M.

WORKSHOP AGENDA

1. Discuss, as may be needed, Regular Meeting agenda items for the meeting posted for Thursday, June 6, 2013.
2. Receive a briefing on Reinvestment Zone No. 1 Master Plan Projects and Financing Plan.
3. Receive an overview of the City's demolition program and plan of action.
4. Receive an update on the Santa Fe Depot.

5:00 P.M.

MUNICIPAL BUILDING

**2 NORTH MAIN STREET
CITY COUNCIL CHAMBERS – 2ND FLOOR
TEMPLE, TX**

TEMPLE CITY COUNCIL

REGULAR MEETING AGENDA

I. CALL TO ORDER

1. Invocation
2. Pledge of Allegiance

II. PUBLIC HEARINGS

3. **PUBLIC HEARING** – Presentation of the proposed Community Development Block Grant 2013-2014 Annual Action Plan and Budget, including the funding recommendations for public service agencies from the Community Services Advisory Board.

III. PUBLIC COMMENTS

Citizens who desire to address the Council on any matter may sign up to do so prior to this meeting. Public comments will be received during this portion of the meeting. Please limit comments to 3 minutes. No discussion or final action will be taken by the City Council.

IV. BOND ITEMS

4. **2013-6960-R**: Consider adopting a resolution authorizing proceeding with the issuance of one or more series of City of Temple, Texas Combination Tax and Revenue Certificates of Obligation and further directing the publication of notice of intention to issue such Certificates of Obligation; and other matters related thereto in the amount not to exceed \$25,275,000.
5. **2013-6961-R**: Consider adopting a resolution authorizing proceeding with issuance of Limited Tax Notes for certain capital improvements and other related matters.
6. **2013-4591**: FIRST & FINAL READING – PUBLIC HEARING: Consider adopting the "Fourth Supplemental Ordinance to the Master Ordinance Establishing the City of Temple, Texas Utility System Revenue Financing Program" related to the issuance of \$18,000,000 City of Temple, Texas Utility System Revenue Bonds, Series 2014 and the establishment of procedures for selling and delivering the Bonds.

V. CONSENT AGENDA

All items listed under this section, Consent Agenda, are considered to be routine by the City Council and may be enacted by one motion. If discussion is desired by the Council, any item may be removed from the Consent Agenda at the request of any Councilmember and will be considered separately.

7. Consider adopting a resolution approving the Consent Agenda items and the appropriate resolutions for each of the following:

Contracts, Leases, & Bids

- (A) [2013-6962-R](#): Consider adopting a resolution authorizing a lease assignment change in ownership of Summit Aviation to Kachemak Bay Flying Service, a wholly owned subsidiary of System Studies and Simulation, Inc. (S3), to continue to provide aviation maintenance and avionics services effective June 1, 2013 at the Draughton-Miller Central Texas Regional Airport.
- (B) [2013-6963-R](#): Consider adopting a resolution authorizing an amendment to the lease agreement between the Department of the Army, Corps of Engineers, terminating a portion of the lease for the supply hangar for AMCOM at the Draughton-Miller Central Texas Regional Airport.
- (C) [2013-6964-R](#): Consider adopting a resolution authorizing a service agreement with Jani-King of Austin for the janitorial services for the Summit Recreation Center in the annual amount of \$42,547.74.
- (D) [2013-6965-R](#): Consider adopting a resolution authorizing a professional services agreement with Clark & Fuller, PLLC of Temple for engineering services including design, surveying, and construction administration required for installation of a new 12" water line along Pin Oak Drive from Hickory Road to Oakdale Drive in an amount not to exceed \$54,302.60.
- (E) [2013-6966-R](#): Consider adopting a resolution authorizing an amendment to a professional services agreement with Kasberg, Patrick & Associates, LP, to provide project bidding, construction administration, metes and bounds, on-site representation services, and to revise the original design plans to incorporate roadway design that was not included in the original scope of service for Avenue R from west of 25th Street to east of 19th Street in an amount not to exceed \$117,400.
- (F) [2013-6967-R](#): Consider adopting a resolution authorizing a change order to the overlay contract with APAC TX – Wheeler Company of Belton for a 1- inch overlay of asphalt on the FM 2305 hike/bike trail at a unit price of \$78 per ton, and in a total amount not to exceed \$50,000.
- (G) [2013-6968-R](#): Considering adopting a resolution authorizing an interlocal agreement with the Temple Health and Bioscience Economic Development District to provide financial administration services.

Ordinances – Second & Final Reading

- (H) [2013-4588](#): SECOND READING - Z-FY-13-13: Consider adopting an ordinance authorizing a zoning change from Agricultural District (AG) to Single Family- One (SF-1) For Lots 1-3 and Lot 5 – 20 Block 1, and all of Blocks 2-5, The Highlands Phase 1, located on the north side of West Adams Avenue, west of Windmill Farms Subdivision.
- (I) [2013-4589](#): SECOND READING: Consider adopting an ordinance amending Chapter 21, “Minimum Building Standards,” of the Code of Ordinances of the City of Temple, Texas.
- (J) [2013-4590](#): SECOND READING: Consider adopting an ordinance approving and adopting rate schedule “RRM – Rate Review Mechanism” for Atmos Energy Corporation, Mid-Tex Division to be in force in the City of Temple for a period of time as specified in the rate schedule.

Misc.

- (K) [2013-6969-R](#): Consider adopting a resolution authorizing the grant application for the Bureau of Justice Assistance Bulletproof Vest Partnership Program of 2013 for the purchase of ballistic vests and replacements for the Police Department in the amount of \$17,094, with \$8,547 of required City matching funds.
- (L) [2013-6970-R](#): Consider adopting a resolution authorizing budget amendments for fiscal year 2012-2013.

VI. REGULAR AGENDA

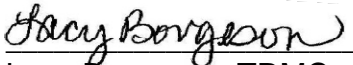
ORDINANCES

- 8. [2013-4592](#): FIRST READING – PUBLIC HEARING – A-FY-13-13: Consider adopting an ordinance authorizing abandonment and conveyance of an existing alley, being approximately 20 feet in width by 300 feet in length and reserving an easement for public utilities in the entire abandoned right-of-way, being a $0.138 \pm$ acre tract of land located along the rear property lines of Lots 1 through 12 of Block 8, Freeman Heights Addition situated in the City of Temple, Bell County, Texas as described in the map or plat of record in Volume 98, Page 501, of the real property records of Bell County, Texas. The property is located at the southeast corner of South 31st Street and West Central Avenue.
- 9. [2013-4593](#): FIRST READING – PUBLIC HEARING – Z-FY-13-19: Consider adopting an ordinance authorizing a zone change from General Retail District (GR), Neighborhood Service District (NS), and Two Family District (2F) to General Retail District on Lots 1 – 12, Block 8, Freeman Heights Addition, being an area of ± 2.066 acres, located at the southeast corner of South 31st Street and West Central Avenue.
- 10. [2013-4594](#): FIRST READING – PUBLIC HEARING - Z-FY-13-17 Consider adopting an ordinance authorizing a zone change from Agricultural District (AG) to Neighborhood Service District (NS) on $4.916 \pm$ acres, situated in the Nancy Chance Survey, Abstract No. 5, Bell County, Texas, located on the south side of West Adams Avenue, at 7425 West Adams Avenue.

11. [2013-4595](#): FIRST READING – PUBLIC HEARING: Consider adopting an ordinance authorizing an amendment to the Tax Increment Financing Reinvestment Zone No. 1 Financing Plan to align with the 2022 Master Plan and to reflect the recent extension and expansion of the Reinvestment Zone No. 1 to 2062.

The City Council reserves the right to discuss any items in executive (closed) session whenever permitted by the Texas Open Meetings Act.

I hereby certify that a true and correct copy of this Notice of Meeting was posted in a public place at 4:15 PM, on May 31, 2013.



Lacy Borgeson, TRMC
City Secretary

I certify that this Notice of Meeting Agenda was removed by me from the outside bulletin board in front of the City Municipal Building at _____ on the _____ day of _____ 2013. _____.



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #3
Regular Agenda
Page 1 of 3

DEPT./DIVISION SUBMISSION & REVIEW:

Brynn Myers, Director of Administrative Services

ITEM DESCRIPTION: PUBLIC HEARING – Presentation of the proposed Community Development Block Grant 2013-2014 Annual Action Plan and Budget, including the funding recommendations for public service agencies from the Community Services Advisory Board.

STAFF RECOMMENDATION: Receive presentations as indicated in item description and conduct public hearing. No action is required.

ITEM SUMMARY:

2014-2014 Annual Action Plan and Budget

The Annual Action Plan reflects the City of Temple's funding priorities and identifies the projects proposed to receive Federal funds under the Community Development Block Grant ('CDBG') program. The City of Temple anticipates we will receive \$408,865 for our 2013 CDBG allocation (FY 2014). These funds enhance the City's community development programs, supporting safe, well-planned residential and business districts. Over 70% of the funding allocated to CDBG activities benefit low to moderate income persons.

The City of Temple also plans to reallocate \$217,954 through the 2013 Action Plan in order to assist us with meeting the goals identified in the 2010-2014 Consolidated Plan.

2013-14 CDBG Estimated Funding	Program Income Received	Prior Funding Reallocation	Total
\$408,865	\$76,272	\$141,682	\$626,819

The proposed allocation of funds is as follows:

Public Services	\$57,000
Infrastructure Improvements	\$427,819
Demolition	\$85,000
General Administration	\$57,000
Total	\$626,819

Public Services - \$57,000

The Community Services Advisory Board (CSAB) spent many hours over several meetings sifting through the 4 requests received totaling \$88,000 while debating the merits of each agency and the needs of the community. Public Service Agencies recommended for funding in 2013-2014 are:

1. Bell County Human Services (Temple HELP Center) \$15,000
2. Families in Crisis, Inc. \$17,000
3. Hill County Community Action Association (Meals on Wheels) \$10,000
4. Family Promise of East Bell County, Inc. \$15,000

Infrastructure Improvements - \$427,819

Two infrastructure projects are proposed for 2013-2014

The first project, 1st Street Sidewalks, will be located along South 1st Street within the boundaries of Ave. F on the north and Ave. M on the south. The project will include design and installation of sidewalks, not to exceed 8 feet in width, and any necessary ADA ramps, curbs and gutters. Landscaping will be installed where permissible due to absence of pavement. This is proposed to be a multi-year project with this being the fourth year of funding. It is recommended that \$200,000 be allocated from 2013-2014 CDBG funds to complete this project.

The second project, MLK Jr. Memorial Park, will be located at the corner of MLK Jr. Blvd & Avenue C. This project will include design and installation of landscaping, a trail, and a pavilion. This is proposed to be a multi-year project with this being the first year of funding. It is recommended that \$227,819 be allocated from 2013-2014 CDBG funds to complete this project.

Demolition - \$85,000

Demolition of vacant and dilapidated structures will be conducted to address blighted conditions on a spot basis in locations to be determined based on code violations. This is a continuation of a project focus from previous years. It is recommended that \$85,000 be allocated from 2013-2014 CDBG funds for this program.

Administration - \$57,000

It is recommended that \$57,000 be allocated for the City's administration of the CDBG Program.

This presentation and public hearing for the proposed 2013-2014 Annual Action Plan and Budget will be followed by a 30-day public comment period. A final public hearing and action on the 2013-2014 Annual Action Plan will occur at the July 18, 2013 Council Meeting.

FISCAL IMPACT: The allocation amount of \$408,865 in FY 2013-2014 CDBG funds along with the reprogramming of \$217,954 in additional funds available for a total of \$626,819 are to be allocated as recommended.

ATTACHMENTS: None



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #4
Regular Agenda
Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Traci L. Barnard, Director of Finance

ITEM DESCRIPTION: Consider adopting a resolution authorizing proceeding with the issuance of one or more series of City of Temple, Texas Combination Tax and Revenue Certificates of Obligation and further directing the publication of notice of intention to issue such Certificates of Obligation; and other matters related thereto in the amount not to exceed \$25,275,000.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: The Reinvestment Zone No. 1 Finance and Project Committees have had several meetings over the past few months to review and recommend amendments to the Financing and Project Plans to align with the 2022 Master Plan. The Master Plan spans a period of 6 years. However, the focus on phasing and financing the Master Plan capital improvements is the next two fiscal years. The RZ#1 Board approved Financing and Project Plan amendments on May 29, 2013 that are included on the June 6, 2013 City Council agenda, Item # 11. The Financing Plan amendment includes the issuance of \$25,275,000 of bonds to finance the Master Plan priority projects and the associated debt service payments for the bonds.

The proceeds from the issue will be used to fund the following Reinvestment Zone # 1 2022 Master Plan projects:

- Constructing, improving, extending, expanding, upgrading and/or developing City streets, bridges, sidewalks, and trails, including related water, wastewater and drainage improvements, signage, landscaping, irrigation and purchasing any necessary rights-of-way;
- Constructing, improving and extending City trails and parks, including related landscaping, irrigation, drainage, signage, parking and lighting;
- Costs related to developing City master plans;
- Constructing, improving, extending, expanding and upgrading a downtown plaza, including landscaping, irrigation, parking lot and related improvements;

- City airport improvements, including parking lot, landscaping, signage, roadways, related drainage and irrigation; and
- Paying the professional services including fiscal, engineering, architectural and legal fees including the costs associated with the issuance of one or more series of Certificates

***The issue size is preliminary and will be sized at the time of pricing.**

The City will request a bond rating from Standard & Poor's. The ratings will be published prior to the pricing and sale of the bonds. The Bonds are scheduled for Council consideration and recommend award on Thursday, July 18, 2013.

The City's financial advisor, Specialized Public Finance Inc., and bond counsel, McCall, Parkhurst & Horton, L.L.P, will be present at the meeting to review the parameters and details of the Certificates of Obligation with Council.

FISCAL IMPACT: Bond payments for the 2013 debt issuance were added to the RZ#1 Financing Plan in years 2014-2033 totaling \$36,035,720. Estimated average annual debt service payments for the 2013 CO's is \$1,801,786. As of October 1, 2012, the RZ#1 had \$30,135,000 in bonds outstanding. All the existing debt will mature and be paid by December 2022.

ATTACHMENTS:

[Resolution](#)

RESOLUTION NO. _____

**RESOLUTION AUTHORIZING PROCEEDING WITH ISSUANCE OF ONE OR MORE
SERIES OF CITY OF TEMPLE, TEXAS COMBINATION TAX AND REVENUE
CERTIFICATES OF OBLIGATION AND FURTHER DIRECTING THE
PUBLICATION OF NOTICE OF INTENTION TO ISSUE SUCH CERTIFICATES OF
OBLIGATION; AND OTHER MATTERS RELATED THERETO**

**THE STATE OF TEXAS §
COUNTY OF BELL §
CITY OF TEMPLE §**

WHEREAS, the City Council of the City of Temple, Texas (the "City") finds that the payment in whole or in part of contractual obligations incurred or to be incurred for the purposes set forth in Exhibit "A" attached hereto (the "Contractual Obligations") would be beneficial to the inhabitants of the City and are needed to perform essential City functions; and

WHEREAS, the Council has deemed it advisable to give notice of intention to issue one or more series of Certificates in a maximum principal amount not to exceed \$25,275,000 pursuant to the provisions of the Certificate of Obligation Act of 1971, Section 271.041 et seq., Local Government Code (the "Act") for the purpose of financing the Contractual Obligations; and

WHEREAS, prior to the issuance of the Certificates, the City is required under the Act to publish notice of its intention to issue the Certificates in a newspaper of general circulation in the City, the notice stating: (i) the time and place tentatively set for the passage of the ordinance authorizing the issuance of the Certificates, (ii) the maximum amount and purpose of the Certificates to be authorized, and (iii) the manner in which the Certificates will be paid; and

WHEREAS, the meeting at which this Resolution is adopted was open to the public and public notice of the time, place and purpose of the meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY
OF TEMPLE, TEXAS:**

1. Attached hereto as Exhibit "A" is a form of the Notice of Intention to issue the Certificates the form and substance of which is hereby adopted and approved.

2. Bond Counsel to the City shall cause the notice to be published in substantially the form attached hereto, in a newspaper of general circulation in the City, for two consecutive weeks, the date of the first publication to be at least 31 days prior to the time set for the final passage of the ordinance authorizing issuance of the Certificates as shown in the notice.

3. The Director of Finance, Financial Advisor and Bond Counsel to the City are authorized to proceed with preparing the necessary bond and offering documents to effectuate the sale of the Certificates, including making application to appropriate rating agencies and bond insurers, if applicable.

4. This Resolution shall become effective immediately upon adoption. The Mayor and City Secretary are hereby authorized and directed to execute the certificate to which this Resolution is attached on behalf of the City and the Mayor, City Secretary and City Manager are further authorized to do any and all things proper and necessary to carry out the intent of this Resolution.

5. The City hereby authorizes the disbursement of a fee equal to the lesser of (i) one-tenth of one percent of the principal amount of each series of the Certificates being issued or (ii) \$9,500 per series, provided that such fee shall not be less than \$750, to the Attorney General of Texas Public Finance Division for payment of the examination fee charged by the State of Texas for the Attorney General's review and approval of public securities and credit agreements, as required by Section 1202.004 of the Texas Government Code. The appropriate member of the City's staff is hereby instructed to take the necessary measures to make this payment. The City is also authorized to reimburse the appropriate City funds for such payment from proceeds of the Certificates.

RESOLVED this 6th day of June, 2013.

ATTEST:

CITY OF TEMPLE, TEXAS

Lacy Borgeson, City Secretary

Danny Dunn, Mayor

APPROVED AS TO FORM:

Jonathan Graham, City Attorney

EXHIBIT "A"

NOTICE OF INTENTION REGARDING THE ISSUANCE OF ONE OR MORE SERIES OF CITY OF TEMPLE, TEXAS COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION AND ADOPTION OF AN ORDINANCE

NOTICE IS HEREBY GIVEN that it is the intention of the City Council of the City of Temple, Texas, to issue in one or more series of interest bearing certificates of obligation of the City entitled "City of Temple, Texas Combination Tax and Revenue Certificates of Obligation," for the purpose of paying contractual obligations incurred or to be incurred by the City for: (1) constructing, improving, extending, expanding, upgrading and/or developing City streets, bridges, sidewalks, and trails, including related water, wastewater and drainage improvements, signage, landscaping, irrigation and purchasing any necessary rights-of-way; (2) constructing, improving and extending City trails and parks, including related landscaping, irrigation, drainage, signage, parking and lighting; (3) costs related to developing City master plan; (4) constructing, improving, extending, expanding and upgrading a downtown plaza, including landscaping, irrigation, parking lot and related improvements; (5) City airport improvements, including parking lot, landscaping, signage, roadways, related drainage and irrigation; and (6) professional services including fiscal, engineering, architectural and legal fees and other such costs incurred in connection therewith including the costs of issuing the Certificates. The City Council tentatively proposes to consider for first and final reading at a meeting to commence at 5 o'clock, p.m., on the 18th day of July, 2013 at Council Chambers, 2 North Main Street, Temple, Texas, 76501, the passage of an ordinance which shall be entitled "ORDINANCE AUTHORIZING THE ISSUANCE OF CITY OF TEMPLE, TEXAS COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION; AUTHORIZING THE LEVY OF AN AD VALOREM TAX AND THE PLEDGE OF CERTAIN REVENUES IN SUPPORT OF THE CERTIFICATES; APPROVING AN OFFICIAL STATEMENT, A PAYING AGENT/REGISTRAR AGREEMENT AND OTHER AGREEMENTS RELATED TO THE SALE AND ISSUANCE OF THE CERTIFICATES; AND AUTHORIZING OTHER MATTERS RELATED TO THE ISSUANCE OF THE CERTIFICATES." The maximum amount of Certificates of Obligation that may be authorized for such purpose is \$25,275,000. The City Council presently proposes to provide for the payment of such Certificates of Obligation from the levy and collection of ad valorem taxes in the City as provided by law and from the surplus revenues of the City's utility system in an amount not to exceed \$10,000, remaining after payment of all operation and maintenance expenses thereof, and all debt service, reserve and other requirements in connection with all of the City's revenue bonds or other obligations (now or hereafter outstanding) which are payable from all or any part of the net revenues of the City's utility system.

CITY OF TEMPLE, TEXAS



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #5
Regular Agenda
Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Traci L. Barnard, Director of Finance

ITEM DESCRIPTION: Consider adopting a resolution authorizing proceeding with issuance of Limited Tax Notes for certain capital improvements and other related matters.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: This item is to authorize Specialized Public Finance Inc. to prepare the Official Statement (OS) prior to the sale of Limited Tax Notes. Potential bond investors will use the OS to become familiar with the City of Temple's economic and financial position and credit quality to competitively bid and acquire the City's bonds at the lowest possible interest rate.

The proceeds from the Limited Tax Notes will be used to fund the following projects:

- Seventeen (17) CNG garbage trucks
- Design and construction of a CNG fueling station
- Recycling containers
- Other building improvements associated with implementation of a CNG fleet

The issue is preliminary sized at \$6,100,000.

The City will request a bond rating from Standard & Poor's. The ratings will be published prior to the pricing and sale of the bonds. The Bonds are scheduled for Council consideration and recommend award on Thursday, July 18, 2013.

The City's financial advisor, Specialized Public Finance Inc., and bond counsel, McCall, Parkhurst & Horton, L.L.P, will be present at the meeting to review the parameters and details of the Limited Tax Notes with Council.

FISCAL IMPACT: The maximum maturity of the Limited Tax notes will not exceed seven years. The payback for the notes will be from savings recognized from the savings on the use of CNG fuel vs. diesel fuel and sanitation system revenues.

ATTACHMENTS:

[Resolution](#)

RESOLUTION NO. _____

**RESOLUTION AUTHORIZING PROCEEDING WITH ISSUANCE OF LIMITED TAX
NOTES FOR CERTAIN CAPITAL IMPROVEMENTS; AND OTHER MATTERS
RELATED THERETO**

**THE STATE OF TEXAS §
COUNTY OF BELL §
CITY OF TEMPLE §**

WHEREAS, the City Council (the "Council") of the City of Temple, Texas (the "City") has determined that it is in the best interest of the City to proceed with the issuance of limited tax notes ("Notes") for the purpose of financing certain qualified costs, including the acquisition of garbage trucks and construction and equipment of CNG fueling stations; and

WHEREAS, the meeting at which this Resolution is adopted was open to the public and public notice of the time, place and purpose of the meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY
OF TEMPLE, TEXAS:**

1. The Council authorizes proceeding with the sale of the Notes for the purposes set forth herein. The Director of Finance, Financial Advisor and Bond Counsel to the City are authorized to proceed with preparing the necessary bond and offering documents to effectuate the sale of the Notes, including making application to appropriate rating agencies and bond insurers, if applicable.

2. This Resolution shall become effective immediately upon adoption. The Mayor and City Secretary are hereby authorized and directed to execute the certificate to which this Resolution is attached on behalf of the City and the Mayor, City Secretary, City Manager and Director of Finance are further authorized to do any and all things proper and necessary to carry out the intent of this Resolution.

3. The City hereby authorizes the disbursement of a fee equal to the lesser of (i) one-tenth of one percent of the principal amount of each series of the Notes being issued or (ii) \$9,500 per series, provided that such fee shall not be less than \$750, to the Attorney General of Texas Public Finance Division for payment of the examination fee charged by the State of Texas for the Attorney General's review and approval of public securities and credit agreements, as required by Section 1202.004 of the Texas Government Code. The appropriate member of the City's staff is hereby instructed to take the necessary measures to make this payment. The City is also authorized to reimburse the appropriate City funds for such payment from proceeds of the Notes.

RESOLVED this 6th day of June, 2013.

ATTEST:

CITY OF TEMPLE, TEXAS

Lacy Borgeson, City Secretary

Danny Dunn, Mayor

APPROVED AS TO FORM:

Jonathan Graham, City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #6
Regular Agenda
Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Traci L. Barnard, Director of Finance

ITEM DESCRIPTION: FIRST & FINAL READING – PUBLIC HEARING: Consider adopting the "Fourth Supplemental Ordinance to the Master Ordinance Establishing the City of Temple, Texas Utility System Revenue Financing Program" related to the issuance of \$18,000,000 City of Temple, Texas Utility System Revenue Bonds, Series 2014 and the establishment of procedures for selling and delivering the Bonds.

STAFF RECOMMENDATION: Conduct public hearing and adopt ordinance as presented in item description, on first and final reading.

ITEM SUMMARY: The City entered into an agreement with Panda Temple Power II, LLC on February 4, 2013 to allow Panda to purchase effluent and water to operate the second phase of a 750 megawatt electric generation facility. Within the agreement the City of Temple agreed to construct and finance 'Treated Effluent Facilities' (TEF).

This item is to delegate authority to the Director of Finance and City Manager to finalize pricing within parameters defined in the attached ordinance for the sale of an amount not to exceed \$18,000,000 for the design and construction of the 'TEF'.

Based on the current project timeline, the bonds will not be issued until February 2014.

Our financial advisor, Specialized Public Finance Inc., and bond counsel, McCall, Parkhurst & Horton, L.L.P, will be at the meeting to review the parameters and details of the ordinance.

FISCAL IMPACT: Section 6.6 of the '2013 Effluent and Water Purchase Agreement' includes provisions that the City of Temple will be responsible for designing, permitting, rights of way acquisition, metering, installation, construction and maintenance of the 'TEF' and will also 'own' the facilities. The agreement includes provisions that define Panda's obligation to reimburse the City for those expenditures related to financing the design and construction of the 'TEF.' Pursuant to the Agreement, reimbursement will begin in the month that the debt is incurred by the City and reimbursement is required even if the Agreement is later terminated. The City and Panda also agreed that any unused bond funds will be used to pay down the principal balance of the bonds.

Per the agreement the bonds will be for a term of not less than 360 months and be taxable bonds.

ATTACHMENTS:
[Ordinance](#)

ORDINANCE NO. _____

**FOURTH SUPPLEMENTAL ORDINANCE TO THE
MASTER ORDINANCE ESTABLISHING THE
CITY OF TEMPLE, TEXAS
UTILITY SYSTEM REVENUE FINANCING PROGRAM**

Adopted June 6, 2013

**FOURTH SUPPLEMENTAL ORDINANCE TO THE
MASTER ORDINANCE ESTABLISHING THE
CITY OF TEMPLE, TEXAS
UTILITY SYSTEM REVENUE FINANCING PROGRAM**

TABLE OF CONTENTS

<u>SECTION</u>	<u>PAGE</u>
ARTICLE I BONDS ISSUED UNDER UTILITY SYSTEM REVENUE FINANCING PROGRAM	1
Section 1.01. DEFINITIONS.....	1
Section 1.02. ESTABLISHMENT OF FINANCING PROGRAM AND ISSUANCE OF PARITY DEBT	2
Section 1.03. FOURTH SUPPLEMENT TO CONSTITUTE A CONTRACT; EQUAL SECURITY	2
Section 1.04. LIMITATION OF BENEFITS WITH RESPECT TO THIS FOURTH SUPPLEMENT.....	2
ARTICLE II BOND AUTHORIZATION AND SPECIFICATIONS.....	3
Section 2.01. AMOUNT, PURPOSE AND DESIGNATION OF THE BONDS	3
Section 2.02. DATE, DENOMINATIONS, NUMBERS, MATURITIES AND TERMS OF BONDS.....	3
Section 2.03. PAYMENT OF BONDS; PAYING AGENT/REGISTRAR.....	5
Section 2.04. REDEMPTION.....	6
Section 2.05. REGISTRATION; TRANSFER; EXCHANGE OF BONDS; PREDECESSOR BONDS; BOOK-ENTRY-ONLY SYSTEM; SUCCESSOR SECURITIES DEPOSITORY; PAYMENTS TO CEDE & CO.	8
Section 2.06. INITIAL BOND.....	10
Section 2.07. FORM OF BONDS.....	11
ARTICLE III EXECUTION; REPLACEMENT OF BONDS; AND BOND INSURANCE.....	11
Section 3.01. EXECUTION AND REGISTRATION	11
Section 3.02. CONTROL AND CUSTODY OF BONDS.....	11
Section 3.03. PRINTED OPINION	12
Section 3.04. CUSIP NUMBERS.....	12
Section 3.05. MUTILATED, DESTROYED, LOST, AND STOLEN BONDS	12
Section 3.06. BOND INSURANCE	13

ARTICLE IV	PAYMENTS, REBATE ACCOUNT AND RESERVE ACCOUNT ...	13
Section 4.01.	PAYMENTS	13
Section 4.02.	REBATE ACCOUNT	13
Section 4.03	RESERVE ACCOUNT	14
ARTICLE V	COVENANTS REGARDING TAX EXEMPTION.....	17
Section 5.01.	COVENANTS REGARDING TAX EXEMPTION.....	17
Section 5.02.	ALLOCATION OF, AND LIMITATION ON, EXPENDITURES FOR PROJECT.....	19
Section 5.03.	DISPOSITION OF PROJECT	19
ARTICLE VI	AMENDMENTS AND MODIFICATIONS	20
Section 6.01.	AMENDMENTS OR MODIFICATIONS WITHOUT CONSENT OF OWNERS OF BONDS	20
Section 6.02.	AMENDMENTS OR MODIFICATIONS WITH CONSENT OF OWNERS OF BONDS	20
Section 6.03.	EFFECT OF AMENDMENTS.....	22
ARTICLE VII	MISCELLANEOUS	22
Section 7.01.	DISPOSITION OF BOND PROCEEDS AND OTHER FUNDS	22
Section 7.02.	MAILED NOTICES	22
Section 7.03.	DEFEASANCE OF BONDS	23
Section 7.04.	PAYING AGENT/REGISTRAR AGREEMENT AND OFFICIAL STATEMENT.....	24
Section 7.05.	FURTHER PROCEDURES	25
Section 7.06.	NONPRESENTMENT OF BONDS.....	25
Section 7.07.	EFFECT OF SATURDAYS, SUNDAYS, AND LEGAL HOLIDAYS ...	25
Section 7.08.	PARTIAL INVALIDITY	25
Section 7.09.	TAXABLE BONDS	26
Section 7.10.	CONTINUING DISCLOSURE UNDERTAKING.....	26
Section 7.11.	CREDIT AGREEMENT	29
Section 7.12.	DEFAULT AND REMEDIES.....	29
Section 7.13.	RULES OF INTERPRETATION.....	30
Section 7.14.	INDIVIDUALS NOT LIABLE	31
Section 7.15.	PAYMENT OF ATTORNEY GENERAL FEE.....	31
 EXHIBIT A - Definitions		
EXHIBIT B - Form of Bonds		
EXHIBIT C - Description of Annual Financial Information		

ORDINANCE NO. _____

**FOURTH SUPPLEMENTAL ORDINANCE TO THE
MASTER ORDINANCE ESTABLISHING THE
CITY OF TEMPLE, TEXAS
UTILITY SYSTEM REVENUE FINANCING PROGRAM**

THE STATE OF TEXAS §

CITY OF TEMPLE §

WHEREAS, on September 21, 2006, the City Council of the City of Temple, Texas (the "City"), adopted a "Master Ordinance Establishing the City of Temple, Texas Utility System Revenue Financing Program" (referred to herein as the "Master Ordinance"); and

WHEREAS, in order to enable the City to provide for the financing of the utility system projects authorized by Chapter 1502, Texas Government Code, as amended, and any other applicable provisions of State law, the Master Ordinance establishes a revenue financing program pursuant to which the City can issue and enter into obligations, including bonds and other types of obligations, secured by and payable from a pledge of and lien on all or part of the Security, as hereinafter defined; and

WHEREAS, for such purposes, the City deems it necessary to issue Parity Debt, as hereinafter defined, pursuant to this "Fourth Supplemental Ordinance to the Master Ordinance establishing the City of Temple, Texas Utility System Revenue Financing Program" (the "Fourth Supplement"); and

WHEREAS, the City further finds and determines that all terms and conditions for the issuance of the bonds herein authorized as Parity Debt have been or can be met and satisfied; and

WHEREAS, the bonds authorized to be issued by this Fourth Supplement are to be issued and delivered pursuant to the Enabling Act, as hereinafter defined, and other applicable State laws.

**NOW THEREFORE, BE IT ORDAINED BY THE CITY OF TEMPLE, TEXAS
THAT:**

**ARTICLE I
BONDS ISSUED UNDER UTILITY SYSTEM
REVENUE FINANCING PROGRAM**

Section 1.01. DEFINITIONS. (a) Definitions. The capitalized terms used herein (except in the FORM OF BONDS set forth in Exhibit "B" hereto) and not otherwise defined shall have the meanings given in the Master Ordinance or in Exhibit "A" to this Fourth Supplement. The recitals

to this Fourth Supplement and the exhibits hereto are incorporated herein and made a part hereof for all purposes.

(b) Construction of Terms. If appropriate in the context of this Fourth Supplement, words of the singular number shall be considered to include the plural, words of the plural number shall be considered to include the singular, words of the masculine, feminine, or neuter gender shall be considered to include the other genders, and words importing persons shall include firms, associations, and corporations.

Section 1.02. ESTABLISHMENT OF FINANCING PROGRAM AND ISSUANCE OF PARITY DEBT. (a) Fourth Supplement. By adoption of the Master Ordinance, the City has established the City of Temple, Texas Utility System Revenue Financing Program for the purpose of enabling the City to provide for the financing of utility system projects authorized by the Enabling Act and any other applicable provisions of State law pursuant to which, subject to the lien of Prior Obligations and the payment of maintenance and operating expenses, the City may issue and enter into obligations, including bonds and other types of obligations, secured by and payable from a pledge of and lien on all or part of the Security. This Fourth Supplement provides for the authorization, form, characteristics, provisions of payment and redemption, and security of the Bonds. This Fourth Supplement is subject to the terms of the Master Ordinance and the terms of the Master Ordinance are incorporated herein by reference and as such are made a part hereof for all purposes.

(b) Bonds Are Parity Debt. As required by Section 7 of the Master Ordinance governing the issuance of Parity Debt such as the Bonds, the City hereby finds that, upon the issuance of the Bonds, the Security will be sufficient to meet the financial obligations relating to the Financing Program, including Security in amounts sufficient to satisfy the Annual Debt Service Requirements of the Financing Program. The Bonds are hereby declared to be Parity Debt under the Master Ordinance.

Section 1.03. FOURTH SUPPLEMENT TO CONSTITUTE A CONTRACT; EQUAL SECURITY. In consideration of the acceptance of the Bonds by those who shall hold the same from time to time, this Fourth Supplement shall be deemed to be and shall constitute a contract between the City and the Owners from time to time of the Bonds, and the pledge made in this Fourth Supplement by the City and the covenants and agreements set forth in this Fourth Supplement to be performed by the City shall be for the equal and proportionate benefit, security, and protection of all Owners from time to time of the Bonds, without preference, priority, or distinction as to security or otherwise of any of the Bonds authorized hereunder over any of the other Bonds by reason of time of issuance, sale, or maturity thereof or otherwise for any cause whatsoever, except as expressly provided in or permitted by this Fourth Supplement and the Master Ordinance.

Section 1.04. LIMITATION OF BENEFITS WITH RESPECT TO THIS FOURTH SUPPLEMENT. With the exception of the rights or benefits herein expressly conferred, nothing expressed or contained herein or implied from the provisions of this Fourth Supplement or the Bonds is intended or should be construed to confer upon or give to any person other than the City, the

Owners, and the Paying Agent/Registrar, any legal or equitable right, remedy, or claim under or by reason of or in respect to this Fourth Supplement or any covenant, condition, stipulation, promise, agreement, or provision herein contained. This Fourth Supplement and all of the covenants, conditions, stipulations, promises, agreements, and provisions hereof are intended to be and shall be for and inure to the sole and exclusive benefit of the City, the Owners, and the Paying Agent/Registrar as herein and therein provided.

ARTICLE II BOND AUTHORIZATION AND SPECIFICATIONS

Section 2.01. AMOUNT, PURPOSE AND DESIGNATION OF THE BONDS. The Bonds designated "**CITY OF TEMPLE, TEXAS UTILITY SYSTEM REVENUE BONDS**" (the "Bonds") are hereby authorized to be issued pursuant to this Fourth Supplement in the maximum aggregate principal amount not to exceed \$18,000,000 for the purpose of (i) paying the costs of acquiring, purchasing, constructing, improving, renovating, enlarging or equipping the City's Utility System and (ii) paying the costs associated with the issuance of the Bonds. The Bonds are authorized pursuant to authority conferred by and in conformity with State law, particularly the provisions of the Enabling Act.

The Bonds will be in the form of Current Interest Bonds as provided in Section 2.02, the Pricing Certificate and the FORM OF BONDS in Exhibit "B" to this Fourth Supplement.

Section 2.02. DATE, DENOMINATIONS, NUMBERS, MATURITIES AND TERMS OF BONDS. (a) Terms of Bonds. There initially shall be issued, sold and delivered under this Fourth Supplement fully registered bonds, without interest coupons, which may be in the form of Current Interest Bonds, numbered consecutively from R-1 upward (except the Initial Bond (as defined in Section 2.06 hereof) delivered to the Attorney General of the State of Texas which shall be numbered T-1) payable to the initial registered owner(s) (as designated in subsection (c) of this Section), or to the registered assignee or assignees of said Bonds or any portion or portions thereof (in each case, the "Registered Owner" or the "Owner"), in the denomination of \$5,000 or any integral multiple thereof, maturing not later than August 1, 2044, serially or otherwise on the dates, in the years and in the principal amounts, respectively, and dated, all as set forth in the Pricing Certificate pursuant to subsection (b) of this Section. The Pricing Certificate is hereby incorporated in and made a part of this Fourth Supplement.

The Bonds shall be designated by the year in which they are awarded, and may be in the form of one or more series of the Taxable Bonds or Tax-Exempt Bonds, all set forth in each Pricing Certificate. In the event the Pricing Certificate shall not be executed on or before 5:00 p.m. on June 6, 2014, the delegation to the City Officer pursuant to this Fourth Supplement shall cease to be effective unless the City Council of the City shall act to extend such delegation.

(b) Selling and Delivering the Bonds. As authorized by Chapter 1371, Texas Government Code, as amended, the City Officer is hereby authorized to act on behalf of the City in selling and delivering the Bonds and carrying out the other procedures specified in this Fourth

Supplement, the date of the Bonds, any additional or different designation or title by which the Bonds shall be known, whether the Bonds are sold as Taxable Bonds or Tax-Exempt Bonds, the price at which the Bonds will be sold, the years in which the Bonds will mature, the principal amount to mature in each of such years, the aggregate principal amount of Bonds, the rate or rates of interest to be borne by each such maturity, the interest payment periods, the dates, price, and terms upon and at which the Bonds shall be subject to redemption prior to maturity at the option of the City, as well as any mandatory sinking fund redemption provisions, procuring municipal bond insurance and approving modifications to this Fourth Supplement related to the procurement of such insurance and executing such instrument, documents and agreements as may be necessary with respect thereto, if it is determined by such officers that the City procuring such insurance would be financially desirable and advantageous and all other matters relating to the issuance, sale, and delivery of the Bonds, all of which shall be specified in the Pricing Certificate; provided that (i) the price to be paid for the Bonds shall not be less than 90% of the aggregate original principal amount thereof plus accrued interest, if any, thereon from its date to its delivery and (ii) the Bonds shall not have a net effective interest rate greater than the maximum rate authorized by law. It is further provided, however, that, notwithstanding the foregoing provisions, the Bonds shall not be delivered unless prior to delivery, the Bonds have been rated by a nationally recognized rating agency for municipal securities in one of the four highest rating categories for long-term obligations, as required by Chapter 1371, Texas Government Code, as amended.

In satisfaction of Section 1201.022(a)(3), Texas Government Code, the City Council determines that the delegation of the authority to the City Officer to approve the final terms and conditions of the Bonds as set forth in this Fourth Supplement is, and the decisions made by the City Officer pursuant to such delegated authority incorporated in the Pricing Certificate will be, in the best interests and shall have the same force and effect as if such determination were made by the City Council and the City Officer is hereby authorized to make and include in a Pricing Certificate an appropriate finding to that effect.

(c) Sale of the Bonds. To achieve advantageous borrowing costs of the City and the Financing Program, the Bonds shall be sold on a negotiated, placement or competitive basis as determined by the City Officer in the Pricing Certificate. In determining whether to sell the Bonds by negotiated, placement or competitive sale, the City Officer shall take into account the market conditions expected at the time of the sale and any other matters which, in the judgment of the City Officer, might affect the net borrowing costs on the Bonds.

If the City Officer determines that the Bonds should be sold at a competitive sale, the City Officer shall cause to be prepared a notice of sale and official statement in such manner as the City Officer deems appropriate, to make the notice of sale and official statement available to those institutions and firms wishing to submit a bid for the Bonds, to receive such bids, and to award the sale of the Bonds to the bidder submitting the best bid in accordance with the provisions of the notice of sale.

If the City Officer determines that the Bonds should be sold by a negotiated sale or placement, the City Officer shall designate the placement purchaser or the senior managing underwriter for the Bonds and such additional investment banking firms as the City Officer deems

appropriate to assure that the Bonds are sold on the most advantageous terms. The City Officer, acting for and on behalf of the City, is authorized to enter into and carry out a Bond Purchase Contract or other agreement for the Bonds to be sold by negotiated sale or placement at such price, with and subject to such terms as determined by the City Officer pursuant to Section 2.02(b) above. Each Bond Purchase Contract or other agreement shall be substantially in the form and substance previously approved by the City in connection with the authorization of Outstanding Bonds with such changes as is acceptable to the City Officer.

(d) Interest. The Bonds shall bear interest from the dates specified in the FORM OF BOND set forth in this Fourth Supplement to their respective dates of maturity or redemption at the rates per annum as set forth in the Pricing Certificate. Interest shall be payable in the manner provided and on the dates stated in the FORM OF BOND set forth in this Fourth Supplement and the Pricing Certificate.

(e) In General. The Bonds (i) may and shall be redeemed prior to the respective scheduled maturity dates, (ii) may be assigned and transferred, (iii) may be exchanged for other Bonds, (iv) shall have the characteristics, and (v) shall be signed and sealed, and the principal of and interest on the Bonds shall be payable, all as provided, and in the manner required or indicated, in the FORM OF BONDS set forth in Exhibit "B" to this Fourth Supplement and with such changes and additions as required to be consistent with the provisions contained in the Pricing Certificate.

(f) Payments on Holidays. In the event that any date for payment of the principal of or interest on the Bonds is a Saturday, Sunday, legal holiday, or day on which banking institutions in the city where the Paying Agent/Registrar is located are authorized by law or executive order to close, then the date for such payment will be the next succeeding day that is not a Saturday, Sunday, legal holiday, or day on which such banking institutions are authorized to close. Payment on such later date will not increase the amount of interest due and will have the same force and effect as if made on the original date payment was due.

Section 2.03. PAYMENT OF BONDS; PAYING AGENT/REGISTRAR. The principal of, premium, if any, and the interest on the Bonds shall be payable, without exchange or collection charges to the Owner thereof, in any coin or currency of the United States of America that at the time of payment is legal tender for the payment of public and private debts.

The Bank of New York Mellon Trust Company, National Association is hereby appointed as Paying Agent/Registrar for the Bonds. By accepting the appointment as Paying Agent/Registrar, the Paying Agent/Registrar acknowledges receipt of copies of the Master Ordinance and this Fourth Supplement, and is deemed to have agreed to the provisions thereof and hereof.

The City agrees and covenants to cause to be kept and maintained at the designated office of the Paying Agent/Registrar a Security Register, all as provided herein, in accordance with the terms and provisions of the Paying Agent/Registrar Agreement and such reasonable rules and regulations as the Paying Agent/Registrar and the City may prescribe. In addition, to the extent required by law, the City covenants to cause to be kept and maintained the Security Register or a copy thereof in the State.

The City expressly reserves the right to appoint one or more successor Paying Agent/Registrars, by filing with the Paying Agent/Registrar a certified copy of a resolution or minute order of the City making such appointment. The City further expressly reserves the right to terminate the appointment of the Paying Agent/Registrar by filing a certified copy of a resolution of the City giving notice of the City's termination of the City's agreement with such Paying Agent/Registrar and appointing a successor. The City covenants to maintain and provide a Paying Agent/Registrar at all times until the Bonds are paid and discharged, and any successor Paying Agent/Registrar shall be a bank, trust company, financial institution, or other entity duly qualified and legally authorized to serve as and perform the duties and services of Paying Agent/Registrar for the Bonds. If a Paying Agent/Registrar is replaced, such Paying Agent/Registrar, promptly upon the appointment of the successor, will deliver the Security Register (or a copy thereof) and all other pertinent books and records relating to the Bonds to the successor Paying Agent/Registrar. Upon any change in the Paying Agent/Registrar, the City agrees promptly to cause a written notice thereof to be sent to each Owner by United States mail, first-class postage prepaid, which notice shall also give the address of the new Paying Agent/Registrar.

The principal of, premium, if any, and interest on the Bonds due and payable by reason of maturity, redemption, or otherwise, shall be payable only to the Owner thereof appearing on the Security Register, and, to the extent permitted by law, neither the City nor the Paying Agent/Registrar, nor any agent of either, shall be affected by notice to the contrary.

Principal of, and premium, if any, on the Bonds shall be payable only upon the presentation and surrender of said Bonds to the Paying Agent/Registrar at its designated office. Interest on the Bonds shall be paid to the Owner whose name appears in the Security Register at the close of business on the Record Date and shall be paid (i) by check sent on or prior to the appropriate date of payment by United States mail, first-class postage prepaid, by the Paying Agent/Registrar to the address of the Owner appearing in the Security Register on the Record Date or (ii) by such other method, acceptable to the Paying Agent/Registrar, requested in writing by, and at the risk and expense of, the Owner.

In the event of a nonpayment of interest on a scheduled payment date on a Bond, and for thirty (30) days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the City. Notice of the Special Record Date and of the scheduled payment date of the past due interest (which shall be fifteen (15) days after the Special Record Date) shall be sent at least five (5) business days prior to the Special Record Date by United States mail, first-class postage prepaid, to the address of each Owner of a Bond appearing on the Security Register at the close of business on the last business day next preceding the date of mailing of such notice.

Section 2.04. REDEMPTION. (a) Generally. The Bonds shall be subject to redemption prior to scheduled maturity at such times and with such provisions as provided in the FORM OF BONDS and the Pricing Certificate.

(b) Notices of Redemption and Defeasance. (i) Unless waived by any Owner of the Bonds to be redeemed, the Chief Financial Officer shall give notice of redemption or defeasance to the Paying Agent/Registrar at least thirty-five (35) days prior to a redemption date in the case of a redemption (unless a lesser period is acceptable to the Paying Agent/Registrar) and on the defeasance date in the case of a defeasance and the Paying Agent/Registrar shall give notice of redemption or of defeasance of Bonds by mail, first-class postage prepaid at least thirty (30) days prior to a redemption date and within thirty (30) days after a defeasance date to each Owner and to the central post office or each registered securities depository and to any national information service that disseminates such notices. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Paying Agent/Registrar shall send a second notice of redemption to the persons specified in the immediately preceding sentence at least thirty (30) days but not more than ninety (90) days prior to the actual redemption date. Any notice sent to the central post office or registered securities depositories or such national information services shall be sent so that they are received at least two (2) days prior to the general mailing or publication date of such notice. The Paying Agent/Registrar shall also send a notice of prepayment or redemption to the Owner of any Bond who has not sent the Bonds in for redemption sixty (60) days after the redemption date.

(ii) Each notice of redemption or defeasance shall contain a description of the Bonds to be redeemed or defeased including the complete name of the Bonds, the date of issue, the interest rate, the maturity date, the CUSIP number, the certificate numbers, the amounts called of each certificate, the publication or mailing date for the notice, the date of redemption or defeasance, the redemption price, if any, the name of the Paying Agent/Registrar, and the address at which the Bonds may be redeemed or paid, including a contact person telephone number.

(iii) All redemption payments made by the Paying Agent/Registrar to the Owners of the Bonds shall include a CUSIP number relating to each amount paid to such Owner.

The failure of any Owner of the Bonds to receive notice given as provided in this Section 2.04, or any defect therein, shall not affect the validity of any proceedings for the redemption of any Bonds. Any notice mailed as provided in this Section 2.04 shall be conclusively presumed to have been duly given and shall become effective upon mailing, whether or not any Owner receives such notice.

So long as DTC is effecting book-entry transfers of the Bonds, the Paying Agent/Registrar shall provide the notices specified in this Section 2.04 only to DTC. It is expected that DTC shall, in turn, notify its participants and that the participants, in turn, will notify or cause to be notified the beneficial owners. Any failure on the part of DTC or a participant, or failure on the part of a nominee of a beneficial owner of a Bond to notify the beneficial owner of the Bond so affected, shall not affect the validity of the redemption of such Bonds.

(c) Conditional Notice of Redemption. With respect to any optional redemption of the Bonds, unless certain prerequisites to such redemption required by the Master Ordinance or this Fourth Supplement have been met and moneys sufficient to pay the principal of and premium, if any, and interest on the Bonds to be redeemed shall have been received by the Paying Agent prior to the

giving of such notice of redemption, such notice shall state that said redemption may, at the option of the City, be conditional upon the satisfaction of such prerequisites and receipt of such moneys by the Paying Agent/Registrar on or prior to the date fixed for such redemption, or upon any prerequisite set forth in such notice of redemption. If a conditional notice of redemption is given and such prerequisites to the redemption and sufficient moneys are not received, such notice shall be of no force and effect, the City shall not redeem such Bonds and the Paying Agent/Registrar shall give notice, in the manner in which the notice of redemption was given, to the effect that the Bonds have not been redeemed.

Section 2.05. REGISTRATION; TRANSFER; EXCHANGE OF BONDS; PREDECESSOR BONDS; BOOK-ENTRY-ONLY SYSTEM; SUCCESSOR SECURITIES DEPOSITORY; PAYMENTS TO CEDE & CO. (a) Registration, Transfer, Exchange, and Predecessor Bonds. The Registrar shall obtain, record, and maintain in the Security Register the name and address of each Owner issued under and pursuant to the provisions of this Fourth Supplement. Any Bond may, in accordance with its terms and the terms hereof, be transferred or exchanged for Bonds in Authorized Denominations upon the Security Register by the Owner, in person or by his duly authorized agent, upon surrender of such Bond to the Registrar for cancellation, accompanied by a written instrument of transfer or request for exchange duly executed by the Owner or by his duly authorized agent, in form satisfactory to the Registrar.

Upon surrender for transfer of any Bond at the designated office of the Registrar, there shall be registered and delivered in the name of the designated transferee or transferees, one or more new Bonds, executed on behalf of, and furnished by, the City, of Authorized Denominations and having the same Maturity and of a like aggregate principal amount as the Bond or Bonds surrendered for transfer.

At the option of the Owner, Bonds may be exchanged for other Bonds of Authorized Denominations and having the same Maturity, bearing the same rate of interest, and of like aggregate principal amount or Maturity Amount and the Bonds surrendered for exchange, upon surrender of the Bonds to be exchanged at the principal office of the Registrar. Whenever any Bonds are so surrendered for exchange, there shall be registered and delivered new Bonds executed on behalf of, and furnished by, the City to the Owner requesting the exchange.

All Bonds issued upon any transfer or exchange of Bonds shall be delivered at the principal office of the Registrar or sent by United States mail, first-class, postage prepaid to the Owners or the designee thereof, and, upon the registration and delivery thereof, the same shall be the valid obligations of the City, evidencing the same debt, and entitled to the same benefits under the Master Ordinance and this Fourth Supplement, as the Bonds surrendered in such transfer or exchange.

All transfers or exchanges of Bonds pursuant to this Section shall be made without expense or service charge to the Owner, except as otherwise herein provided, and except that the Registrar shall require payment by the Owner requesting such transfer or exchange of any tax or other governmental charges required to be paid with respect to such transfer or exchange.

Bonds canceled by reason of an exchange or transfer pursuant to the provisions hereof are hereby defined to be "Predecessor Bonds," evidencing all or a portion, as the case may be, of the same debt evidenced by the new Bond or Bonds registered and delivered in the exchange or transfer therefor. Additionally, the term "Predecessor Bonds" shall include any mutilated Bond that is surrendered to the Paying Agent/Registrar or any Bond for which satisfactory evidence of the loss of which has been received by the City and the Paying Agent/Registrar and, in either case, in lieu of which a Bond or Bonds have been registered and delivered pursuant to Section 3.05 hereof.

Neither the City nor the Registrar shall be required to issue or transfer to an assignee of an Owner any Bond called for redemption, in whole or in part, within forty-five (45) days of the date fixed for the redemption of such Bond; provided, however, such limitation of transfer shall not be applicable to an exchange by the Owner of the unredeemed balance of a Bond called for redemption in part.

(b) Ownership of Bonds. The entity in whose name any Bond shall be registered in the Security Register at any time shall be deemed and treated as the absolute Owner thereof for all purposes of this Fourth Supplement, whether or not such Bond shall be overdue, and, to the extent permitted by law, the City and the Paying Agent/Registrar shall not be affected by any notice to the contrary; and payment of, or on account of, the principal of, premium, if any, and interest on any such Bond shall be made only to such Owner. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

(c) Book-Entry-Only System. The Bonds issued in exchange for the Initial Bond issued as provided in Section 2.06 shall be issued in the form of a separate single fully-registered Bond for each of the maturities thereof registered in the name of Cede & Co., as nominee of DTC, and except as provided in this subsection (c) all of the Outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC.

With respect to Bonds registered in the name of Cede & Co., as nominee of DTC, the City and the Paying Agent/Registrar shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such a DTC Participant holds an interest in the Bonds. Without limiting the immediately preceding sentence, the City and the Paying Agent/Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Bonds, (ii) the delivery to any DTC Participant or any other person, other than an Owner as shown on the Security Register, of any notice with respect to the Bonds, including any notice of redemption, or (iii) the payment to any DTC Participant or any other person, other than a Owner as shown on the Security Register, of any amount with respect to principal of, premium, if any, or interest on the Bonds. Notwithstanding any other provision of this Fourth Supplement to the contrary but to the extent permitted by law, the City and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Bond is registered in the Security Register as the absolute owner of such Bond for the purpose of payment of principal, premium, if any, and interest, with respect to such Bond, for the purpose of registering transfers with respect to such Bond, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all principal of, premium, if any, and interest on the Bonds only to or upon the order of the Owners, as shown in the Security Register as provided in this Fourth Supplement, or

their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the City's obligations with respect to payment of principal of, premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. No person other than an Owner, as shown in the Security Register, shall receive a Bond evidencing the obligation of the City to make payments of principal, premium, if any, and interest pursuant to this Fourth Supplement. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Fourth Supplement with respect to interest checks being mailed to the Owner at the close of business on the Record Date the words "Cede & Co." in this Fourth Supplement shall refer to such new nominee of DTC.

(d) Successor Securities Depository; Transfers Outside Book-Entry-Only System. In the event that the City determines to discontinue the book-entry-only system through DTC or a successor or DTC determines to discontinue providing its services with respect to the Bonds, the City shall either (i) appoint a successor securities depository, qualified to act as such under Section 17(a) of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants of the appointment of such successor securities depository, and transfer one or more separate Bonds to such successor securities depository or (ii) notify DTC and DTC Participants of the availability through DTC of Bonds and transfer one or more separate Bonds to DTC Participants having Bonds credited to their DTC accounts. In such event, the Bonds shall no longer be restricted to being registered in the Security Register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Owners transferring or exchanging Bonds shall designate, in accordance with the provisions of this Fourth Supplement.

(e) Payments to Cede & Co. Notwithstanding any other provision of this Fourth Supplement to the contrary, so long as any Bond is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of, premium, if any, and interest on such Bond and all notices with respect to such Bond shall be made and given, respectively, in the manner provided in the representation letter of the City to DTC.

(f) Blanket Issuer Letter of Representations. The City heretofore has executed and delivered to DTC a "Blanket Issuer Letter of Representations" with respect to the utilization by the City of DTC's book-entry-only system and the City intends to utilize such book-entry-only system in connection with the Bonds.

Section 2.06. INITIAL BOND. The Bonds shall initially be issued as a fully registered bond, being one bond (the "Initial Bond"). The Initial Bond shall be registered in the name of the Senior Manager of the Bonds. The Initial Bond shall be submitted to the Office of the Attorney General of the State for approval and registration by the Office of the Comptroller of Public Accounts of the State and delivered to the Underwriters thereof. Immediately after the delivery of the Initial Bond on the Issuance Date, the Registrar shall cancel the Initial Bond and exchange therefor Bonds in the form of a separate single fully-registered Bond for each of the maturities thereof registered in the name of Cede & Co., as nominee of DTC and, except as provided in Section

2.05(d), all of the Outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC.

Section 2.07. FORM OF BONDS. The Bonds (including Initial Bond), the Registration Certificate of the Comptroller of Public Accounts of the State or the Authentication Certificate, and the form of Assignment to be printed on each of the Bonds shall be substantially in the form set forth in Exhibit "B" to this Fourth Supplement with such appropriate insertions, omissions, substitutions, and other variations as are permitted or required by this Fourth Supplement and the Pricing Certificate, may have such letters, numbers, or other marks of identification and such legends and endorsements (including any reproduction of an opinion of counsel and information regarding the issuance of any bond insurance policy) thereon as may, consistently herewith, be established by the City or determined by the officers executing such Bonds as evidenced by their execution thereof. Any portion of the text of any Bonds may be set forth on the reverse thereof, with an appropriate reference thereto on the face of the Bond.

The Bonds shall be typewritten, photocopied, printed, lithographed, engraved, or produced in any other similar manner, all as determined by the officers executing such Bonds as evidenced by their execution thereof.

ARTICLE III EXECUTION; REPLACEMENT OF BONDS; AND BOND INSURANCE

Section 3.01. EXECUTION AND REGISTRATION. The Bonds shall be executed on behalf of the City by the Mayor under its seal reproduced or impressed thereon and attested by the City Secretary. The signature of said officers on the Bonds may be manual or facsimile. Bonds bearing the manual or facsimile signatures of individuals who are or were the proper officers of the City as of their authorization shall be deemed to be duly executed on behalf of the City, notwithstanding that such individuals or either of them shall cease to hold such offices at the time of delivery of the Bonds to the initial purchaser(s) and with respect to Bonds delivered in subsequent exchanges and transfers, all as authorized and provided in Chapter 1201, Texas Government Code, as amended.

No Bond shall be entitled to any right or benefit under this Fourth Supplement, or be valid or obligatory for any purpose, unless there appears on such Bond either a certificate of registration substantially in the form provided in Exhibit "B" to this Fourth Supplement, executed by the Comptroller of Public Accounts of the State or its duly authorized agent by manual signature, or the Paying Agent/Registrar's Authentication Certificate substantially in the form provided in Exhibit "B" to this Fourth Supplement executed by the manual signature of an authorized officer or employee of the Registrar, and either such certificate duly signed upon any Bond shall be conclusive evidence, and the only evidence, that such Bond has been duly certified, registered, and delivered.

Section 3.02. CONTROL AND CUSTODY OF BONDS. The Chief Financial Officer shall be and is hereby authorized to take and have charge of all necessary orders and records pending

investigation and examination by the Attorney General of the State, including the printing and supply of printed Bonds, and shall take and have charge and control of the Initial Bond pending the approval thereof by the Attorney General, the registration thereof by the Comptroller of Public Accounts, and the delivery thereof to the Underwriters.

Furthermore, each Authorized Representative is hereby authorized and directed to furnish and execute such documents relating to the Utility System, the City and its financial affairs as may be necessary for the issuance of the Bonds, the approval of the Attorney General, and the registration by the Comptroller of Public Accounts and, together with the City's Bond Counsel and the Paying Agent/Registrar, make the necessary arrangements for the delivery of the Initial Bond to the underwriters and the initial exchange thereof for Bonds other than the Initial Bond.

Section 3.03. PRINTED OPINION. The Underwriters' obligation to accept delivery of the Bonds is subject to the Underwriters being furnished the final opinion of McCall, Parkhurst & Horton L.L.P. approving the Bonds as to their validity, said opinion to be dated and delivered as of the date of delivery and payment for the Bonds. If bond insurance is obtained for the Bonds, the Bonds may bear an appropriate insurance legend.

Section 3.04. CUSIP NUMBERS. CUSIP numbers may be printed or typed on the Bonds. It is expressly provided, however, that the presence or absence of CUSIP numbers on the Bonds shall be of no significance or effect as regards the legality thereof and neither the City nor attorneys approving the Bonds as to legality are to be held responsible for CUSIP numbers incorrectly printed or typed on the Bonds.

Section 3.05. MUTILATED, DESTROYED, LOST, AND STOLEN BONDS. If (1) any mutilated Bond is surrendered to the Paying Agent/Registrar, or the City and the Paying Agent/Registrar receive evidence to their satisfaction of the destruction, loss, or theft of any Bond, and (2) there is delivered to the City and the Paying Agent/Registrar such security or indemnity as may be required to save each of them harmless, then, in the absence of notice to the City or the Paying Agent/Registrar that such Bond has been acquired by a bona fide purchaser, the City shall execute and, upon its request, the Paying Agent/Registrar shall register and deliver, in exchange for or in lieu of any such mutilated, destroyed, lost, or stolen Bond, a new Bond of the same Maturity and of like tenor and principal amount, bearing a number not contemporaneously outstanding.

In case any such mutilated, destroyed, lost, or stolen Bond has become or is about to become due and payable, the City in its discretion may, instead of issuing a new Bond, pay such Bond and the interest due thereon to the date of payment.

Upon the issuance of any new Bond under this Section, the City may require payment by the Owner of a sum sufficient to cover any tax or other governmental charge imposed in relation thereto and any other expenses (including the fees and expenses of the Paying Agent/Registrar) connected therewith.

Every new Bond issued pursuant to this Section in lieu of any mutilated, destroyed, lost, or stolen Bond shall constitute a replacement of the prior obligation of the City, whether or not the mutilated, destroyed, lost, or stolen Bond shall be at any time enforceable by anyone, and shall be entitled to all the benefits of this Fourth Supplement equally and ratably with all other Outstanding Bonds.

Section 3.06. BOND INSURANCE. In connection with the sale of the Bonds, the City Officer may obtain a municipal bond insurance policy from a municipal bond insurer (the "Insurer") to guarantee the full and complete payment required to be made by or on behalf of the City on some or all of the Bonds as determined by the City Officer. The City Officer is hereby authorized to sign a commitment letter and/or insurance agreement with the Insurer and to pay the premium for the bond insurance policies at the time of the delivery of the Bonds out of the proceeds of sale of the Bonds or from other available funds and to execute such other documents and certificates as necessary in connection with the bond insurance policies as he or she may deem appropriate. Printing on Bonds covered by the bond insurance policies a statement describing such insurance, in form and substance satisfactory to the Insurer and the City Officer, is hereby approved and authorized. The Pricing Certificate may contain provisions related to the bond insurance policies, including payment provisions thereunder, and the rights of the Insurer, and any such provisions shall be read and interpreted as an integral part of this Fourth Supplement.

ARTICLE IV PAYMENTS, REBATE FUND AND RESERVE FUND

Section 4.01. PAYMENTS. (a) Accrued and Capitalized Interest. Immediately after the delivery of the Bonds the City shall deposit any accrued interest and any sale proceeds to be used to pay capitalized interest received from the sale and delivery of such Bonds to the credit of the Interest and Sinking Account to be held to pay interest on such Bonds.

(b) Debt Service Payments. Semiannually on or before each principal or interest payment date while any of the Bonds are outstanding and unpaid, commencing on the first interest payment date for the Bonds, the City shall make available from the Interest and Sinking Account to the Paying Agent/Registrar, money sufficient to pay such interest on and such principal of the Bonds as will accrue or mature, or be subject to mandatory redemption prior to maturity, on such principal, redemption, or interest payment date. The Paying Agent/Registrar shall cancel all paid Bonds and shall furnish the City with an appropriate certificate of cancellation.

Section 4.02. REBATE ACCOUNT. A separate and special account to be known as the Rebate Account is hereby established by the City pursuant to the requirements of Section 148(f) of the Code and the tax covenants of the City contained in Section 5.01 of this Fourth Supplement for the benefit of the United States of America and the City, as their interests may appear pursuant to this Fourth Supplement. Such amounts shall be deposited therein and withdrawn therefrom as is necessary to comply with the provisions of Section 5.01. Any moneys held within the Rebate Account shall not constitute Security under the Master Ordinance.

Section 4.03. RESERVE ACCOUNT. (a) To accumulate and maintain a reserve for the payment of the Bonds equal to the Average Annual Debt Service Requirements of the Bonds (calculated by the City at the beginning of each Fiscal Year) (the "Required Reserve Amount"), the Reserve Account has been established and shall be maintained by the City. Earnings and income derived from the investment of amounts held for the credit of the Reserve Account shall be retained in the Reserve Account until the Reserve Account contains the Required Reserve Amount; thereafter, such earnings and income shall be deposited to the credit of the System Account. The City shall deposit and credit to the Reserve Account amounts required to maintain the balance in the Reserve Account in an amount equal to the Required Reserve Amount by making monthly deposits and credits in amounts equal to not less than 1/60th of the Required Reserve Amount or by the deposit of a Reserve Account Obligation. There shall be deposited into the Reserve Account any Reserve Account Obligations so designated by the City. All funds, investments and Reserve Account Obligations on deposit and credited to the Reserve Account shall be used solely for (i) the payment of the principal of and interest on the Bonds, when and to the extent other funds available for such purposes are insufficient, (ii) to make Reserve Account Obligation Payments and (iii) to retire the last Stated Maturity or Stated Maturities of or interest on the Bonds. The Reserve Account is solely for the benefit of this series of Bonds and is not available to pay Annual Debt Service Requirements on any other Parity Debt.

(b) When and for so long as the cash, investments and Reserve Account Obligations in the Reserve Account equal the Required Reserve Amount, no deposits need be made to the credit of the Reserve Account; but, if and when the Reserve Account at any time contains less than the Required Reserve Amount, the City covenants and agrees that the City shall cure the deficiency in the Reserve Account by resuming the deposits to such Account from the Pledged Revenues by monthly deposits and credits in amounts equal to not less than 1/60th of the Required Reserve Amount with any such deficiency payments being made on or before each interest payment date until the Required Reserve Amount has been fully restored; provided, however, that no such deposits shall be made into the Reserve Account during any six month period beginning on an interest payment date until there has been deposited into the Interest and Sinking Account the full amount required to be deposited therein by the next following semi-annual payment date, as the case may be. In addition, in the event that a portion of the Required Reserve Amount is represented by a Reserve Account Obligation, the Required Reserve Amount shall be restored as soon as possible from monthly deposits of Pledged Revenues on deposit in the System Account, but subject to making the full deposits and credits to the Interest and Sinking Account required to be made by the next following interest payment date, as the case may be. The City further covenants and agrees that, subject only to the prior deposits and credits to be made to the Interest and Sinking Account, the Pledged Revenues shall be applied and appropriated and used to establish and maintain the Required Reserve Amount, including by paying Reserve Account Obligation Payments when due, and to cure any deficiency in such amounts as required by the terms of this Fourth Supplement.

During such time as the Reserve Account contains the Required Reserve Amount, the obligation to maintain the Required Reserve Amount has been suspended pursuant to subsection (d) below or any cash is replaced with a Reserve Account Obligation pursuant to subsection (c) below, the City may, at its option, withdraw all surplus funds in the Reserve Account and deposit such surplus in the Interest and Sinking Account or otherwise use such amount in any manner permitted

by law unless such surplus is required to be rebated in which case such event shall be deposited into the Rebate Account.

(c) A Reserve Account Obligation issued in an amount equal to all or part of the Required Reserve Amount for the Bonds may be used in lieu of depositing cash into the Reserve Account. In addition, a Reserve Account Obligation may be substituted for monies and investments in the Reserve Account if the substitution of the Reserve Account Obligation will not, in and of itself, cause any ratings then assigned to the Bonds by any rating agency to be lowered and the ordinance authorizing the substitution of the Reserve Account Obligation for all or part of the Required Reserve Amount contains a finding that such substitution is cost effective.

(d) Notwithstanding anything to the contrary contained herein, the requirement set forth in subsection (a) above to maintain the Required Reserve Amount in the Reserve Account shall be suspended for such time as the Net Revenues for each Fiscal Year are equal to at least 1.35 times the average Annual Debt Service Requirements. In the event that the Net Revenues for any Fiscal Year are less than 1.35 times the average Annual Debt Service Requirements, the City will be required to commence making Required Reserve Account Deposits, as provided in subsection (b) above, and to continue such Required Reserve Account Deposits until the earlier of (i) such time as the Reserve Account contains the Required Reserve Amount or (ii) the Net Revenues in each of two consecutive years have been equal to not less than 1.35 times the average Annual Debt Service Requirements. Notwithstanding the provisions of Section 4.03(a) of this section, if the City commences deposits in the Reserve Account and later is authorized to suspend payments into the fund under this section any funds so accumulated may, at the discretion of the City: (i) remain in the Reserve Account or (ii) be used for any lawful purpose including additional projects or to pay debt service on the Bonds.

(e) A Reserve Account Obligation permitted under (a) above, must be in the form of a surety bond or insurance policy meeting the requirements described below.

(1) (i) A surety bond or insurance policy issued to the Paying Agent/Registrar, as agent of the Holders, by a company licensed to issue an insurance policy guaranteeing the timely payment of debt service on the Bonds (a "municipal bond insurer") if the claims paying ability of the issuer thereof shall be rated "AAA" or "Aaa", respectively, by S&P and Moody's, or (ii) a surety bond or insurance policy issued to the Paying Agent/Registrar, as agent of the Holders, by an entity other than a municipal bond insurer, if the form and substance of such instrument and the issuer thereof shall be approved in writing by each Bond Insurer of record.

(2) The obligation to reimburse the issuer of a Reserve Account Obligation for any claims or draws upon such Reserve Account Obligation in accordance with its terms, including expenses incurred in connection with such claims or draws, to the extent permitted by law, (a Reserve Account Obligation Payment) shall be made from the deposits made to the Reserve Account as provided in this Section. The Reserve Account Obligation shall provide for a revolving feature under which the amount available thereunder will be reinstated to the extent of any reimbursement of draws or claims paid. If the revolving feature is suspended or terminated for any reason, the right of the issuer of the Reserve

Account Obligation to reimbursement will be subordinated to the cash replenishment of the Reserve Account to an amount equal to the difference between the full original amount available under the Reserve Account Obligation and the amount then available for further draws or claims. In the event (a) the issuer of a Reserve Account Obligation becomes insolvent, or (b) the issuer of a Reserve Account Obligation defaults in its payment obligations thereunder, or (c) the claims paying ability of the issuer of the insurance policy or surety bond falls below "AAA" or "Aaa", by S&P and Moody's, respectively, the obligation to reimburse the issuer of the Reserve Account Obligation shall be subordinated to the cash replenishment of the Reserve Account.

(3) In the event (a) the revolving reinstatement feature described in the preceding paragraph is suspended or terminated, or (b) the rating of the claims paying ability of the issuer of the surety bond or insurance policy falls below "AAA" or "Aaa", by S&P and Moody's, respectively, the City shall either (i) deposit into the Reserve Account, in accordance with this Section, an amount sufficient to cause the cash or investments credited to the Reserve Account to accumulate to the Required Reserve Amount, or (ii) replace such instrument with a surety bond or insurance policy meeting the requirements of 1 and 2 above, within six months of such occurrence. In the event (a) the rating of the claims-paying ability of the issuer of the surety bond or insurance policy falls below "A" by S&P and Moody's, or (b) the issuer of the Reserve Account Obligation defaults in its payment obligations hereunder, or (c) the issuer of the Reserve Account Obligation becomes insolvent, the City shall either (i) deposit into the Reserve Account, in accordance with this Section, amounts sufficient to cause the cash or investments on deposit in the Reserve Account to accumulate to the Required Reserve Amount, or (ii) replace such instrument with a surety bond or insurance policy meeting the requirements of 1 and 2 above within six months of such occurrence.

(4) The Paying Agent/Registrar shall ascertain the necessity for a claim or draw upon any Reserve Account Obligation and provide notice to the issuer of the Reserve Account Obligation in accordance with its terms not later than three days (or such appropriate time period as will, when combined with the timing of required payment under the Reserve Account Obligation, ensure payment under the Reserve Account Obligation on or before the interest payment date) prior to each date upon which the principal of or interest on the Parity Obligations will be due.

It is recognized that a Reserve Account Obligation may be issued which is payable only with respect to a part of the Bonds with the remainder of the Required Reserve Amount being satisfied by monies and investments and in that case any draws upon the Reserve Account will have to be made on a pro-rata basis. Therefore, (i) draws upon one or more such Reserve Account Obligations shall be made on a pro-rata basis with cash and investments available in the Reserve Account and (ii) deposits and credits to the Reserve Account to restore it to the Required Reserve Amount shall be utilized on a pro-rata basis to pay Reserve Account Obligation Payments to reimburse the issuers of the Reserve Account Obligations, thus restoring that part of the Required Reserve Amount, and to restore with cash and investments the balance of the Required Reserve Amount.

ARTICLE V COVENANTS REGARDING TAX EXEMPTION

Section 5.01. COVENANTS REGARDING TAX EXEMPTION. (a) Covenants. The City covenants to take any action necessary to assure, or refrain from any action which would adversely affect, the treatment of the Bonds as obligations described in section 103 of the Code, the interest on which is not includable in the "gross income" of the holder for purposes of federal income taxation. In furtherance thereof, the City covenants as follows:

(1) to take any action to assure that no more than ten percent (10%) of the proceeds of the Bonds or the projects financed therewith (less amounts deposited to a reserve fund, if any) are used for any "private business use," as defined in section 141(b)(6) of the Code or, if more than ten percent (10%) of the proceeds or the projects financed therewith are so used, such amounts, whether or not received by the City, with respect to such private business use, do not, under the terms of this Fourth Supplement or any underlying arrangement, directly or indirectly, secure or provide for the payment of more than ten percent (10%) of the debt service on the Bonds, in contravention of section 141(b)(2) of the Code;

(2) to take any action to assure that in the event that the "private business use" described in subsection (1) hereof exceeds five percent (5%) of the proceeds of the Bonds or the projects financed therewith (less amounts deposited into a reserve fund, if any) then the amount in excess of five percent (5%) is used for a "private business use" which is "related" and not "disproportionate," within the meaning of section 141(b)(3) of the Code, to the governmental use;

(3) to take any action to assure that no amount which is greater than the lesser of \$5,000,000, or five percent (5%) of the proceeds of the Bonds (less amounts deposited into a reserve fund, if any) is directly or indirectly used to finance loans to persons, other than state or local governmental units, in contravention of section 141(c) of the Code;

(4) to refrain from taking any action which would otherwise result in the Bonds being treated as "private activity bonds" within the meaning of section 141(b) of the Code;

(5) to refrain from taking any action that would result in the Bonds being "federally guaranteed" within the meaning of section 149(b) of the Code;

(6) to refrain from using any portion of the proceeds of the Bonds, directly or indirectly, to acquire or to replace funds which were used, directly or indirectly, to acquire investment property (as defined in section 148(b)(2) of the Code) which produces a materially higher yield over the term of the Bonds, other than investment property acquired with --

(A) proceeds of the Bonds invested for a reasonable temporary period of three (3) years or less until such proceeds are needed for the purpose for which the bonds are issued,

(B) amounts invested in a bona fide debt service funds, within the meaning of section 1.148-1(b) of the Treasury Regulations, and

(C) amounts deposited in any reasonably required reserve or replacement funds to the extent such amounts do not exceed ten percent (10%) of the proceeds of the Bonds;

(7) to otherwise restrict the use of the proceeds of the Bonds or amounts treated as proceeds of the Bonds, as may be necessary, so that the Bonds do not otherwise contravene the requirements of section 148 of the Code (relating to arbitrage) and, to the extent applicable, section 149(d) of the Code (relating to advance refundings); and

(8) to pay to the United States of America at least once during each five-year period (beginning on the date of delivery of the Bonds) an amount that is at least equal to 90 percent of the "Excess Earnings," within the meaning of section 148(f) of the Code and to pay to the United States of America, not later than 60 days after the Bonds have been paid in full, 100 percent of the amount then required to be paid as a result of Excess Earnings under section 148(f) of the Code.

(b) Rebate Account. In order to facilitate compliance with the above covenant in subsection (a)(8), a "Rebate Account" is hereby established by the City for the sole benefit of the United States of America, and such fund shall not be subject to the claim of any other person, including without limitation the bondholders. The Rebate Account is established for the additional purpose of compliance with section 148 of the Code.

(c) Proceeds. The City understands that the term "proceeds" includes "disposition proceeds" as defined in the Treasury Regulations and, in the case of refunding bonds, transferred proceeds (if any) and proceeds of the refunded bonds expended prior to the date of issuance of the Bonds. It is the understanding of the City that the covenants contained herein are intended to assure compliance with the Code and any regulations or rulings promulgated by the U.S. Department of the Treasury pursuant thereto. In the event that regulations or rulings are hereafter promulgated which modify or expand provisions of the Code, as applicable to the Bonds, the City will not be required to comply with any covenant contained herein to the extent that such failure to comply, in the opinion of nationally recognized bond counsel, will not adversely affect the exemption from federal income taxation of interest on the Bonds under section 103 of the Code. In the event that regulations or rulings are hereafter promulgated which impose additional requirements which are applicable to the Bonds, the City agrees to comply with the additional requirements to the extent necessary, in the opinion of nationally recognized bond counsel, to preserve the exemption from federal income taxation of interest on the Bonds under section 103 of the Code. In furtherance of such intention, the City hereby authorizes and directs the Chief Financial Officer to execute any documents, certificates

or reports required by the Code and to make such elections, on behalf of the City, which may be permitted by the Code as are consistent with the purpose for the issuance of the Bonds.

(d) Designation as Qualified Tax-Exempt Obligations. If the Bonds are issued as Tax-Exempt Bonds, the City Officer is authorized to designate the Bonds as "qualified tax-exempt obligations" as defined in section 265(b)(3) of the Code, if the City qualifies to make such designation at the time of the pricing of the Bonds, conditioned upon the purchaser identified in the Pricing Certificate certifying that the aggregate initial offering price of the Bonds to the public (excluding any accrued interest) is no greater than \$10,000,000 (or such amount permitted by section 265 of the Code). Assuming such condition is met and the City Officer makes such designation in the Pricing Certificate, the City represents, covenants and warrants the following: (a) that during the calendar year in which the Bonds are issued, the City (including any subordinate entities) has not designated nor will designate bonds, which when aggregated with the Bonds, will result in more than \$10,000,000 (or such amount permitted by section 265 of the Code) of "qualified tax-exempt obligations" being issued; (b) that the City reasonably anticipates that the amount of tax-exempt obligations issued during the calendar year in which the Bonds are issued, by the City (or any subordinate entities) will not exceed \$10,000,000 (or such amount permitted by section 265 of the Code); and, (c) that the City will take such action or refrain from such action as necessary, and as more particularly set forth in this Section, in order that the Bonds will not be considered "private activity bonds" within the meaning of section 141 of the Code. The City Officer may modify the foregoing representations, covenants and warranties in the Pricing Certificate as necessary and appropriate to comply with applicable provisions of the Code in existence at the time of pricing of the Bonds.

Section 5.02. ALLOCATION OF, AND LIMITATION ON, EXPENDITURES FOR PROJECT. The City covenants to account for the expenditure of sale proceeds and investment earnings to be used for the purposes described in Section 2.01 of this Fourth Supplement on its books and records by allocating proceeds to expenditures within 18 months of the later of the date that (i) the expenditure is made, or (ii) the purposes for which the Bonds are issued have been accomplished. The foregoing notwithstanding, the City shall not expend sale proceeds or investment earnings thereon more than 60 days after the earlier of (i) the fifth anniversary of the delivery of the Bonds, or (ii) the date the Bonds are retired, unless the City obtains an opinion of nationally-recognized bond counsel that such expenditure will not adversely affect the tax-exempt status of the Bonds. For purposes hereof, the City shall not be obligated to comply with this covenant if it obtains an opinion that such failure to comply will not adversely affect the excludability for federal income tax purposes from gross income of the interest.

Section 5.03. DISPOSITION OF PROJECT. The City covenants that the property financed with the Bonds will not be sold or otherwise disposed in a transaction resulting in the receipt by the City of cash or other compensation, unless the City obtains an opinion of nationally-recognized bond counsel that such sale or other disposition will not adversely affect the tax-exempt status of the Bonds. For purposes of the foregoing, the portion of the property comprising personal property and disposed in the ordinary course shall not be treated as a transaction resulting in the receipt of cash or other compensation. For purposes hereof, the City shall not be obligated to

comply with this covenant if it obtains an opinion that such failure to comply will not adversely affect the excludability for federal income tax purposes from gross income of the interest.

ARTICLE VI AMENDMENTS AND MODIFICATIONS

Section 6.01. AMENDMENTS OR MODIFICATIONS WITHOUT CONSENT OF OWNERS OF BONDS. Subject to the provisions of the Master Ordinance, this Fourth Supplement and the rights and obligations of the City and of the Owners of the Outstanding Bonds may be modified or amended at any time without notice to or the consent of any Owner of the Bonds or any other Parity Debt, solely for any one or more of the following purposes:

- (i) To add to the covenants and agreements of the City contained in this Fourth Supplement, other covenants and agreements thereafter to be observed, or to surrender any right or power reserved to or conferred upon the City in this Fourth Supplement;
- (ii) To cure any ambiguity or inconsistency, or to cure or correct any defective provisions contained in this Fourth Supplement, upon receipt by the City of an Opinion of Counsel, that the same is needed for such purpose, and will more clearly express the intent of this Fourth Supplement;
- (iii) To supplement the Security for the Bonds;
- (iv) To make such other changes in the provisions hereof, as the City may deem necessary or desirable and which shall not, in the judgment of the City, materially adversely affect the interests of the Owners of the Outstanding Bonds;
- (v) To make any changes or amendments requested by the State Attorney General's Office as a condition to the approval of the Bonds, which changes or amendments do not, in the judgment of the City, materially adversely affect the interests of the Owners of the Outstanding Bonds; or
- (vi) To make any changes or amendments requested by any bond rating agency then rating or requested to rate the Bonds, as a condition to the issuance or maintenance of a rating, which changes or amendments do not, in the judgment of the City, materially adversely affect the interests of the Owners of the Outstanding Bonds.

Section 6.02. AMENDMENTS OR MODIFICATIONS WITH CONSENT OF OWNERS OF BONDS. (a) Amendments. Subject to the other provisions of this Fourth Supplement, the Master Ordinance and the consent of the Bond Insurer, the Owners of Outstanding Bonds aggregating a majority in Outstanding Principal Amount shall have the right from time to

time to approve any amendment, other than amendments described in Section 6.01 hereof, to this Fourth Supplement that may be deemed necessary or desirable by the City, provided, however, that nothing herein contained shall permit or be construed to permit, without the approval of the Owners of all of the Outstanding Bonds, the amendment of the terms and conditions in this Fourth Supplement or in the Bonds so as to:

- (i) Make any change in the maturity of the Outstanding Bonds;
- (ii) Reduce the rate of interest borne by Outstanding Bonds;
- (iii) Reduce the amount of the principal payable on Outstanding Bonds;
- (iv) Modify the terms of payment of principal of or interest on the Outstanding Bonds, or impose any conditions with respect to such payment;
- (v) Affect the rights of the Owners of less than all Bonds then Outstanding; or
- (vi) Change the minimum percentage of the Outstanding Principal Amount of Bonds necessary for consent to such amendment.

(b) Notice. If at any time the City shall desire to amend this Fourth Supplement pursuant to Subsection (a), the City shall cause notice of the proposed amendment to be published in a financial newspaper or journal of general circulation in the City of New York, New York (including, but not limited to, The Bond Buyer or The Wall Street Journal) or in the State (including, but not limited to, The Texas Bond Reporter), once during each calendar week for at least two successive calendar weeks or disseminated by electronic means customarily used to convey notices of redemption. Such notice shall briefly set forth the nature of the proposed amendment and shall state that a copy thereof is on file at the principal office of the Paying Agent/Registrar for inspection by all Owners of Bonds. Such publication is not required, however, if the City gives or causes to be given such notice in writing to each Owner of Bonds. A copy of such notice shall be provided in writing to each rating agency maintaining a rating on the Bonds and to the Bond Insurer.

(c) Receipt of Consents. Whenever at any time the City shall receive an instrument or instruments executed by all of the Owners or the Owners of Outstanding Bonds aggregating a majority in Outstanding Principal Amount, as appropriate, which instrument or instruments shall refer to the proposed amendment described in said notice and which consent to and approve such amendment in substantially the form of the copy thereof on file as aforesaid, the City may adopt the amendatory resolution in substantially the same form.

(d) Consent Irrevocable. Any consent given by any Owner pursuant to the provisions of this Section shall be irrevocable for a period of six (6) months from the date of the first publication or other service of the notice provided for in this Section, and shall be conclusive and binding upon all future Owners of the same Bond during such period. Such consent may be revoked at any time

after six (6) months from the date of the first publication of such notice by the Owner who gave such consent, or by a successor in title, by filing notice thereof with the Paying Agent/Registrar and the City, but such revocation shall not be effective if the Owners of Outstanding Bonds aggregating a majority in Outstanding Principal Amount prior to the attempted revocation consented to and approved the amendment. Notwithstanding the foregoing, any consent given at the time of and in connection with the initial purchase of Bonds shall be irrevocable.

(e) Ownership. For the purpose of this Section, the ownership and other matters relating to all Bonds registered as to ownership shall be determined from the Security Register kept by the Paying Agent/Registrar therefor. The Paying Agent/Registrar may conclusively assume that such ownership continues until written notice to the contrary is served upon the Paying Agent/Registrar.

Section 6.03. EFFECT OF AMENDMENTS. Upon the adoption by the City of any resolution to amend this Fourth Supplement pursuant to the provisions of this Article, this Fourth Supplement shall be deemed to be amended in accordance with the amendatory resolution, and the respective rights, duties, and obligations of the City and all the Owners of Outstanding Bonds shall thereafter be determined, exercised, and enforced under the Master Ordinance and this Fourth Supplement, as amended.

ARTICLE VII MISCELLANEOUS

Section 7.01. DISPOSITION OF BOND PROCEEDS AND OTHER FUNDS. Proceeds from the sale of the Bonds shall, promptly upon receipt thereof, be applied by the Chief Financial Officer as follows:

- (i) any underwriting discount or fees and any Credit Agreement fees for the Bonds may be retained by and/or wired directly to such parties;
- (ii) any accrued interest and sale proceeds to be used to pay capitalized interest for the Bonds, if any, shall be deposited as provided in Section 4.01;
- (iii) an amount sufficient to pay the remaining costs of issuance of the Bonds and the cost of acquiring, purchasing, constructing, improving, enlarging, and equipping the improvements being financed with the proceeds of the Bonds shall be deposited in the Bond Proceeds Account to be used for such purposes.

Any sale proceeds of the Bonds remaining after making all deposits and payments provided for above shall be deposited into the Interest and Sinking Account and applied to the payment of principal of and interest on the Bonds.

Section 7.02. MAILED NOTICES. Except as otherwise required herein, all notices required or authorized to be given to the City, any Bond Insurer (as defined in, and pursuant to, Section 3.06 hereof) or the Paying Agent/Registrar pursuant to this Fourth Supplement shall be in

writing and shall be sent by registered or certified mail, postage prepaid, to the following addresses or otherwise given in a manner deemed, in writing, acceptable to the party to receive the notice:

1. to the City:
City of Temple, Texas
2 North Main Street
Temple, Texas 76501
Attn: Chief Financial Officer
Telephone: (254) 298-5453
Facsimile: (254) 298-5466
2. to the Paying Agent/Registrar:
The Bank of New York Mellon Trust Company, National Association
2001 Bryan - 8th Floor
Dallas, TX 75201
Attn: Corporate Trust
Telephone: (214) 468-6411
Facsimile: (214) 468-6322
3. to any Bond Insurer:
The address, phone number and fax number specified by the Bond Insurer

or to such other addresses as may from time to time be furnished to the parties, effective upon the receipt of notice thereof given as set forth above.

Section 7.03. DEFEASANCE OF BONDS. (a) Deemed Paid. The principal of and/or the interest and redemption premium, if any, on any Bonds shall be deemed to be Defeased Debt within the meaning of the Master Ordinance, except to the extent provided in subsections (c) and (e) of this Section, when payment of the principal of such Bonds, plus interest thereon to the due date or dates (whether such due date or dates be by reason of maturity, upon redemption, or otherwise) either (i) shall have been made or caused to be made in accordance with the terms thereof (including the giving of any required notice of redemption or the establishment of irrevocable provisions for the giving of such notice) or (ii) shall have been provided for on or before such due date by irrevocably depositing with or making available to the Paying Agent/Registrar for such Bonds or an eligible trust company or commercial bank for such payment (1) lawful money of the United States of America sufficient to make such payment, (2) Defeasance Securities, certified by an independent public accounting firm of national reputation to mature as to principal and interest in such amounts and at such times as will ensure the availability, without reinvestment, of sufficient money to provide for such payment and when proper arrangements have been made by the City with the Paying Agent/Registrar for such Bonds or an eligible trust company or commercial bank for the payment of its services until all Defeased Debt shall have become due and payable or (3) any combination of (1) and (2). At such time as Bonds shall be deemed to be a Defeased Debt hereunder, as aforesaid, such Bonds and the interest thereon shall no longer be secured by, payable from, or entitled to the benefits of the Security as provided in the Master Ordinance and this Fourth Supplement, and such principal and interest shall be payable solely from such money or Defeasance Securities.

(b) Investments. The deposit under clause (ii) of subsection (a) of this Section shall be deemed a payment of Bonds as aforesaid when proper notice of redemption of such Bonds shall have been given or upon the establishment of irrevocable provisions for the giving of such notice, in accordance with the Master Ordinance and this Fourth Supplement. Any money so deposited with the Paying Agent/Registrar for such Bonds or an eligible trust company or commercial bank as provided in this Section may at the discretion of the City also be invested in Defeasance Securities, maturing in the amounts and at the times as hereinbefore set forth, and all income from all Defeasance Securities in possession of the Paying Agent/Registrar for such Bonds or an eligible trust company or commercial bank pursuant to this Section which is not required for the payment of such Bonds and premium, if any, and interest thereon with respect to which such money has been so deposited, shall be remitted to the City for deposit to the System Account.

(c) Continuing Duty of Paying Agent and Registrar. Notwithstanding any provision of any other Section of this Fourth Supplement which may be contrary to the provisions of this Section, all money or Defeasance Securities set aside and held in trust pursuant to the provisions of this Section for the payment of principal of Bonds and premium, if any, and interest thereon, shall be applied to and used solely for the payment of the particular Bonds and premium, if any, and interest thereon, with respect to which such money or Defeasance Securities have been so set aside in trust. Until all Defeased Debt shall have become due and payable, the Paying Agent/Registrar for such Defeased Debt shall perform the services of Paying Agent/Registrar for such Defeased Debt the same as if they had not been defeased, and the City shall make proper arrangements to provide and pay for such services as required by this Fourth Supplement.

(d) Amendment of this Section. Notwithstanding anything elsewhere in this Fourth Supplement, if money or Defeasance Securities have been deposited or set aside with the Paying Agent/Registrar for such Bonds or an eligible trust company or commercial bank pursuant to this Section for the payment of Bonds and such Bonds shall not have in fact been actually paid in full, no amendment of the provisions of this Section shall be made without the consent of the registered owner of each Bonds affected thereby.

(e) Retention of Rights. Notwithstanding the provisions of subsection (a) of this Section, to the extent that, upon the defeasance of any Defeased Debt to be paid at its maturity, the City retains the right under State law to later call that Defeased Debt for redemption in accordance with the provisions of this Fourth Supplemental Ordinance relating to the Defeased Debt, the City may call such Defeased Debt for redemption upon complying with the provisions of State law and upon the satisfaction of the provisions of subsection (a) of this Section with respect to such Defeased Debt as though it was being defeased at the time of the exercise of the option to redeem the Defeased Debt and the effect of the redemption is taken into account in determining the sufficiency of the provisions made for the payment of the Defeased Debt.

Section 7.04. PAYING AGENT/REGISTRAR AGREEMENT AND OFFICIAL STATEMENT. The Paying Agent/Registrar Agreement by and between the City and the Paying Agent/Registrar is hereby approved and the Mayor is hereby authorized to execute, and deliver such Paying Agent/Registrar Agreement. The City Officer is hereby authorized to approve the

Preliminary Official Statement, the Official Statement relating to the Bonds and any addenda, supplement or amendment thereto and to deem such documents final in accordance with Rule 15c2-12. The City further approves the distribution of such Official Statement in the reoffering of the Bonds by the underwriters in final form, with such changes therein or additions thereto as the City Officer executing the same may deem advisable, such determination to be conclusively evidenced by this execution thereof.

Section 7.05. FURTHER PROCEDURES. Each Authorized Representative is hereby expressly authorized, empowered, and directed from time to time and at any time to do and perform all such acts and things and to execute, acknowledge, and deliver in the name and under the corporate seal and on behalf of the City all such instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Fourth Supplement, the Bonds, the sale and delivery of the Bonds, and fixing all details in connection therewith, and the Paying Agent/Registrar Agreement. In connection with the issuance and delivery of each of the Bonds, the above-stated officers, with the advice of the City Attorney and Bond Counsel to the City, are hereby authorized to approve, subsequent to the date of the adoption of this Fourth Supplement, any amendments to the above named documents, and any technical amendments to this Fourth Supplement as permitted by Section 6.01 (v) or (vi) and an Authorized Representative is hereby authorized to execute this Fourth Supplement to evidence approval of such changes.

Section 7.06. NONPRESENTMENT OF BONDS. If any Bond shall not be presented for payment when the principal thereof becomes due, either at maturity or otherwise if moneys sufficient to pay such Bond shall have been deposited with the Paying Agent/Registrar, it shall be the duty of the Paying Agent/Registrar to hold such moneys, without liability to the City, any Owner, or any other person for interest thereon, for the benefit of the Owner of such Bond.

Any moneys so deposited with and held by the Paying Agent/Registrar due to nonpresentment of Bonds must be retained by the Paying Agent/Registrar for a period of at least two years after the final maturity date of the Bonds or advance refunding date, if applicable. Thereafter, to the extent permitted by the unclaimed property laws of the State, such amounts shall be paid by the Paying Agent/Registrar to the City, free from the trusts created by this Fourth Supplement and Owners shall be entitled to look only to the City for payment, and then only to the extent of the amount so repaid by the Paying Agent/Registrar.

Section 7.07. EFFECT OF SATURDAYS, SUNDAYS, AND LEGAL HOLIDAYS. Whenever this Fourth Supplement requires any action to be taken on a Saturday, Sunday, or legal holiday, such action shall be taken on the first business day occurring thereafter. Whenever in this Fourth Supplement the time within which any action is required to be taken or within which any right will lapse or expire shall terminate on a Saturday, Sunday, or legal holiday, such time shall continue to run until midnight on the next succeeding business day.

Section 7.08. PARTIAL INVALIDITY. If any one or more of the covenants or agreements or portions thereof provided in this Fourth Supplement on the part of the City should be determined by a court of competent jurisdiction to be contrary to law, then such covenant or

covenants, or such agreement or agreements, or such portions thereof, shall be deemed severable from the remaining covenants and agreements or portions thereof provided in this Fourth Supplement and the invalidity thereof shall in no way affect the validity of the other provisions of this Fourth Supplement or of the Bonds, but the Owners of the Bonds shall retain all the rights and benefits accorded to them hereunder and under any applicable provisions of law.

Section 7.09 TAXABLE BONDS. (a) To the extent required by the Code and the regulations, it shall be the duty of the Trustee to report to the Owners of the Taxable Bonds and the Internal Revenue Service (i) the amount of "reportable payments," if any, subject to back up withholding during each year and the amount of tax withheld, if any, with respect to the payments on the Taxable Bonds and (ii) the amount of interest or amount treated as interest, such as original issue discount, on the Taxable Bonds required to be included in the gross income of the owners thereof for federal income tax purposes.

(b) It is the intention of the City that the Taxable Bonds not be obligations described in section 103 of the Internal Revenue Code of 1986 interest on which is excludable from the gross income of the holders and in that regard the City agrees not to file a form 8038-G, or any comparable information return relating to tax-exempt obligations, with the Internal Revenue Service.

Section 7.10. CONTINUING DISCLOSURE UNDERTAKING. (a) Annual Reports. The City shall provide annually to the MSRB, in an electronic format as prescribed by the MSRB, within six months after the end of any fiscal year, financial information and operating data with respect to the City as determined by the City Officer at the time the Bonds are sold. The Pricing Certificate shall specify such financial information and operating data of the general type included in the final Official Statement authorized by Section 7.04 of this Fourth Supplement. Any financial statements to be so provided shall be (1) prepared in accordance with the accounting principles described in Exhibit "C" hereto, or such other accounting principles as the City may be required to employ from time to time pursuant to state law or regulation, and (2) audited, if the City commissions an audit of such statements and the audit is completed within the period during which they must be provided. If the audit of such financial statements is not complete within such period, then the City shall provide unaudited financial statements within such period, and audited financial statements for the applicable fiscal year to the MSRB, when and if the audit report on such statements become available.

If the City changes its fiscal year, it will notify the MSRB of the change (and of the date of the new fiscal year end) prior to the next date by which the City otherwise would be required to provide financial information and operating data pursuant to this Section.

The financial information and operating data to be provided pursuant to this Section may be set forth in full in one or more documents or may be included by specific reference to any document that is available to the public on the MSRB's internet web site or filed with the SEC. All documents provided to the MSRB pursuant to this Section shall be accompanied by identifying information as prescribed by the MSRB.

(b) Material Event Notices. The City shall notify the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner not in excess of ten business days after the occurrence of the event, of any of the following events with respect to the Bonds:

- A. Principal and interest payment delinquencies;
- B. Non-payment related defaults, if material within the meaning of the federal securities law;
- C. Unscheduled draws on debt service reserves reflecting financial difficulties;
- D. Unscheduled draws on credit enhancements reflecting financial difficulties;
- E. Substitution of credit or liquidity providers, or their failure to perform;
- F. Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax-exempt status of the Bonds, or events affecting the tax-exempt status of the Bonds;
- G. Modifications to rights of holders of the Bonds, if material within the meaning of the federal securities laws;
- H. Bond calls, if material within the meaning of the federal securities laws and tender offers;
- I. Defeasances;
- J. Release, substitution, or sale of property securing repayment of the Bonds, if material within the meaning of the federal securities laws;
- K. Rating changes;
- L. Bankruptcy, insolvency, receivership or similar event of the City;
- M. The consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of the assets of the City, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material within the meaning of the federal securities law; and
- N. Appointment of a successor or additional trustee or the change of name of a trustee, if material within the meaning of federal securities law.

The City shall notify the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner, of any failure by the City to provide financial information or operating data in accordance with subsection (a) of this Section by the time required by such subsection. All documents provided to the MSRB pursuant to this Section shall be accompanied by identifying information as prescribed by the MSRB.

(c) Limitations, Disclaimers, and Amendments. The City shall be obligated to observe and perform the covenants specified in this Section for so long as, but only for so long as, the City remains an "obligated person" with respect to the Bonds within the meaning of the Rule, except that the City in any event will give notice of any deposit made in accordance with Section 7.03 of this Ordinance that causes the Bonds no longer to be outstanding.

The provisions of this Section are for the sole benefit of the holders and beneficial owners of the Bonds, and nothing in this Section, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The City undertakes to provide only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Section and does not hereby undertake to provide any other information that may be relevant or material to a complete presentation of the City's financial results, condition, or prospects or hereby undertake to update any information provided in accordance with this Section or otherwise, except as expressly provided herein. The City does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE CITY BE LIABLE TO THE HOLDER OR BENEFICIAL OWNER OF ANY CERTIFICATE OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE CITY, WHETHER NEGLIGENT OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS SECTION, BUT EVERY RIGHT AND REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR *MANDAMUS* OR SPECIFIC PERFORMANCE.

No default by the City in observing or performing its obligations under this Section shall comprise a breach of or default under this Ordinance for purposes of any other provision of this Ordinance.

Should the Rule be amended to obligate the City to make filings with or provide notices to entities other than the MSRB, the City hereby agrees to undertake such obligation with respect to the Bonds in accordance with the Rule as amended.

Nothing in this Section is intended or shall act to disclaim, waive, or otherwise limit the duties of the City under federal and state securities laws.

The provisions of this Section may be amended by the City from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the City, but only if (1) the provisions of this

Section, as so amended, would have permitted an underwriter to purchase or sell Bonds in the primary offering of the Bonds in compliance with the Rule, taking into account any amendments or interpretations of the Rule since such offering as well as such changed circumstances and (2) either (a) the holders of a majority in aggregate principal amount (or any greater amount required by any other provision of this Ordinance that authorizes such an amendment) of the outstanding Bonds consents to such amendment or (b) a person that is unaffiliated with the City (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interest of the holders and beneficial owners of the Bonds. If the City so amends the provisions of this Section, it shall include with any amended financial information or operating data next provided in accordance with paragraph (a) of this Section an explanation, in narrative form, of the reason for the amendment and of the impact of any change in the type of financial information or operating data so provided. The City may also amend or repeal the provisions of this continuing disclosure agreement if the SEC amends or repeals the applicable provision of the Rule or a court of final jurisdiction enters judgment that such provisions of the Rule are invalid, but only if and to the extent that the provisions of this sentence would not prevent an underwriter from lawfully purchasing or selling Bonds in the primary offering of the Bonds.

Section 7.11. CREDIT AGREEMENT. To the extent permitted by law, the City reserves the right to enter into Credit Agreements in connection with the Bonds, upon the written opinion of the Chief Financial Officer that such Credit Agreements are in the best interest of the City given the market conditions at the time. The Credit Agreements will constitute a Credit Agreement as defined in the Master Ordinance. Credit Agreements and the obligations thereunder may, pursuant to their terms, constitute (i) Parity Debt secured by a pledge of the Security on parity with the Bonds and other Parity Debt, (ii) Subordinated Debt secured by a pledge of the Security subordinate to the Bonds and other Parity Debt or (iii) partially Parity Debt and partially Subordinated Debt.

Section 7.12. DEFAULT AND REMEDIES. (a) Events of Default. Each of the following occurrences or events for the purpose of this Fourth Supplement is hereby declared to be an Event of Default:

(i) the failure to make payment of the principal of or interest on any of the Bonds when the same becomes due and payable; or

(ii) default in the performance or observance of any other covenant, agreement or obligation of the City, the failure to perform which materially, adversely affects the rights of the Registered Owners of the Bonds, including, but not limited to, their prospect or ability to be repaid in accordance with this Fourth Supplement, and the continuation thereof for a period of 60 days after notice of such default is given by any Registered Owner to the City.

(b) Remedies for Default.

(i) Upon the happening of any Event of Default, then and in every case, any Registered Owner or an Authorized Representative thereof, including, but not limited to, a trustee or trustees therefor, may proceed against the City, or any official,

officer or employee of the City in their official capacity, for the purpose of protecting and enforcing the rights of the Registered Owners under this Fourth Supplement, by mandamus or other suit, action or special proceeding in equity or at law, in any court of competent jurisdiction, for any relief permitted by law, including the specific performance of any covenant or agreement contained herein, or thereby to enjoin any act or thing that may be unlawful or in violation of any right of the Registered Owners hereunder or any combination of such remedies.

(ii) It is provided that all such proceedings shall be instituted and maintained for the equal benefit of all Registered Owners of Bonds then outstanding.

(c) Remedies Not Exclusive.

(i) No remedy herein conferred or reserved is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or under the Bonds or now or hereafter existing at law or in equity; provided, however, that notwithstanding any other provision of this Fourth Supplement, the right to accelerate the debt evidenced by the Bonds shall not be available as a remedy under this Fourth Supplement.

(ii) The exercise of any remedy herein conferred or reserved shall not be deemed a waiver of any other available remedy.

(iii) By accepting the delivery of a Bond authorized under this Fourth Supplement, such Registered Owner agrees that the certifications required to effectuate any covenants or representations contained in this Fourth Supplement do not and shall never constitute or give rise to a personal or pecuniary liability or charge against the officers, employees or trustees of the City or the City Council.

(iv) None of the members of the City Council, nor any other official or officer, agent, or employee of the City, shall be charged personally by the Registered Owners with any liability, or be held personally liable to the Registered Owners under any term or provision of this Fourth Supplement, or because of any Event of Default or alleged Event of Default under this Fourth Supplement.

Section 7.13. RULES OF INTERPRETATION. For purposes of this Fourth Supplement, except as otherwise expressly provided or the context otherwise requires:

(a) The words "herein," "hereof" and "hereunder" and other similar words refer to this Fourth Supplement as a whole and not to any particular Article, Section, or other subsection.

(b) The definitions in an Article are applicable whether the terms defined are used in the singular or the plural.

(c) All accounting terms that are not defined in this Fourth Supplement have the meanings assigned to them in accordance with then applicable accounting principles.

(d) Any pronouns used in this Fourth Supplement include both the singular and the plural and cover both genders.

(e) Any terms defined elsewhere in this Fourth Supplement have the meanings attributed to them where defined.

(f) The captions or headings are for convenience only and in no way define, limit or describe the scope or intent, or control or affect the meaning or construction, of any provisions or sections hereof.

(g) Any references to Section numbers are to Sections of this Fourth Supplement unless stated otherwise.

Section 7.14. INDIVIDUALS NOT LIABLE. All covenants, stipulations, obligations, and agreements of the City contained in this Fourth Supplement shall be deemed to be covenants, stipulations, obligations, and agreements of the Financing Program, the Utility System and the City to the full extent authorized or permitted by State law. No covenant, stipulation, obligation, or agreement herein contained shall be deemed to be a covenant, stipulation, obligation, or agreement of any member of the City Council or agent or employee of the City in his or her individual capacity and neither the members of the City Council, nor any officer, employee, or agent of the City shall be liable personally on the Bonds when issued, or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 7.15. PAYMENT OF ATTORNEY GENERAL FEE. The City hereby authorizes the disbursement of a fee equal to the lesser of (i) one-tenth of one percent of the principal amount of the Bonds or (ii) \$9,500, provided that such fee shall not be less than \$750, to the Attorney General of Texas Public Finance Division for payment of the examination fee charged by the State of Texas for the Attorney General's review and approval of public securities and credit agreements, as required by Section 1202.004 of the Texas Government Code. The Authorized Representative is hereby instructed to take the necessary measures to make this payment. The City is also authorized to reimburse the appropriate City funds for such payment from proceeds of the Bonds of each Series.

IN ACCORDANCE WITH SECTION 1201.028, Texas Government Code, finally passed,
approved and effective this 6th day of June, 2013.

Mayor
City of Temple, Texas

ATTEST:

City Secretary
City of Temple, Texas

APPROVED AS TO LEGALITY:

City Attorney
City of Temple, Texas

The City has caused this Fourth Supplement to be executed by an Authorized Representative.

CITY OF TEMPLE, TEXAS

By: _____
Authorized Representative

EXHIBIT A DEFINITIONS

As used in this Fourth Supplement, the following terms shall have the meanings set forth below, unless the text hereof specifically indicates otherwise:

"Authorized Denominations" - Means \$5,000 or any integral multiple thereof.

"Authorized Representative" - Means the City Manager, Assistant City Manager, Chief Financial Officer or such other individuals so designated by the City to perform the duties of an Authorized Representative under this Fourth Supplement.

"Bonds" - The Bonds issued pursuant to and governed by this Fourth Supplement, as described in Article II hereof.

"Bond Insurer" - One or more companies, if any, insuring all or any portion of the Bonds (or any portion thereof) or any successor thereof or assignee thereof.

"City Officer" - Means the Director of Finance of the City.

"Chief Financial Officer" - Means the Director of Finance or such other officer or employee of the City or such other individual so designated by the City to perform the duties of Chief Financial Officer under this Fourth Supplement.

"Current Interest Bonds" - The Bonds paying current interest and maturing in each of the years and in the aggregate principal amounts set forth in this Ordinance.

"Defeasance Securities" - Means (i) Federal Securities, (ii) noncallable obligations of an agency or instrumentality of the United States of America, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the City adopts or approves proceedings authorizing the issuance of refunding bonds or otherwise provide for the funding of an escrow to effect the defeasance of the Bonds are rated as to investment quality by a nationally recognized investment rating firm not less than "AAA" or its equivalent, (iii) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date the City adopts or approves proceedings authorizing the issuance of refunding bonds or otherwise provide for the funding of an escrow to effect the defeasance of the Bonds, are rated as to investment quality by a nationally recognized investment rating firm no less than "AAA" or its equivalent and (iv) any other then authorized securities or obligations under applicable State law that may be used to defease obligations such as the Bonds.

"DTC" - The Depository Trust Company, New York, New York, or any successor securities depository.

"DTC Participant" - Securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants.

"Federal Securities" - Direct, noncallable obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States of America (including Interest Strips of the Resolution Funding Corporation).

"Insurance Policy" - The insurance policy issued by the Bond Insurer guaranteeing the scheduled payment of principal of and interest on the Bonds when due.

"Issuance Date" - The date of delivery of the Bonds to the initial purchaser(s) thereof against payment therefor.

"Master Ordinance" - The "Master Ordinance Establishing the Utility System Revenue Financing Program," adopted by the City on September 21, 2006, as may be amended or supplemented from time to time.

"Maturity" - When used with respect to the Bonds, the scheduled maturity of the Bonds.

"Maximum Rate" - A net effective interest rate (as defined in and calculated in accordance with the provisions of the Chapter 1204, Texas Government Code, as amended not to exceed fifteen percent (15%)).

"MSRB" - The Municipal Securities Rulemaking Board.

"Ordinance" - Collectively, the Master Ordinance and the Fourth Supplement.

"Owner" - The registered owners of the Bonds as shown on the Security Register and to the extent set forth in a Credit Agreement relating to the Bonds, the party contracting with the City under a Credit Agreement.

"Paying Agent" - The agent selected and appointed by the City for purposes of paying the principal of, premium, if any, and interest on the Bonds to the Owners thereof, as identified in Section 2.03 hereof and any successor to such agent.

"Paying Agent/Registrar" - Collectively, the Paying Agent and the Registrar designated in Section 2.03 of this Fourth Supplement or any successor to such agent.

"Paying Agent/Registrar Agreement" - The agreement having such name executed by and between the City and the Paying Agent/Registrar.

"Predecessor Bonds" - Predecessor Bonds as defined in Section 2.05(a) hereof.

"Pricing Certificate" - The pricing certificate to be executed and delivered by the City Officer pursuant to Section 2.02 of this Fourth Supplement relating to the Bonds.

"Prior Obligations" - As defined in the preamble to the Master Ordinance.

"Rebate Account" - The account by that name described in Section 4.02 hereof.

"Record Date" - With respect to each interest payment date of a Bond, the 15th day of the next preceding month.

"Registrar" - The agent selected and appointed by the City for purposes of keeping and maintaining books and records relating to the registration, transfer, exchange, and payment of the Bonds and interest thereon, as identified in Section 2.03 hereof and any successor to such agent.

"Reserve Account" - The account that was described in Section 4.03 hereof.

"Reserve Account Obligation" - Means a surety bond or insurance policy deposited in the Reserve Account to satisfy the Required Reserve Amount whereby the issuer is obligated to provide funds up to and including the maximum amount and under the conditions specified in such agreement or instrument.

"Rule" - SEC Rule 15c2-12, as amended from time to time.

"SEC" - The United States Securities and Exchange City.

"Section" - Unless the context clearly requires otherwise, refers to a Section of this Fourth Supplement.

"Security Register" - The books and records kept and maintained by the Registrar relating to the registration, transfer, exchange, and payment of the Bonds and the interest thereon.

"Fourth Supplement" - This Fourth Supplemental Ordinance, which was adopted pursuant to authority reserved by the City under the Master Ordinance.

"Taxable Bonds" - Means a Series of Bonds bearing interest at a taxable rate.

"Tax-Exempt Bonds" - Means a Series of Bonds bearing interest which is excludable from gross income for Federal taxation purposes pursuant to Section 103 of the Code.

EXHIBIT B

FORM OF BONDS

**UNITED STATES OF AMERICA
STATE OF TEXAS
COUNTY OF BELL
CITY OF TEMPLE, TEXAS
UTILITY SYSTEM REVENUE BONDS,
SERIES 20__***

No. R-_____

\$_____

**BOND
DATE:**

**INTEREST
RATE:**

**MATURITY
DATE:**

CUSIP:

REGISTERED OWNER:

PRINCIPAL AMOUNT:

DOLLARS

The City of Temple, Texas (the "City") hereby promises to pay, solely from the sources hereinafter identified and as hereinafter stated, to the Registered Owner named above, or the registered assigns thereof, the Principal Amount specified above on the Maturity Date specified above and to pay interest on the unpaid principal amount hereof from the Bond Date specified above at the per annum rate of interest specified above computed on the basis of a 360-day year of twelve 30-day months; such interest being payable on _____* and _____* of each year, commencing _____. Principal of this Bond shall be payable to the Registered Owner hereof, upon presentation and surrender, at the designated office of the Paying Agent/Registrar named in the registration certificate appearing hereon, or its successor. Interest shall be payable to the Registered Owner of this Bond whose name appears on the "Security Register" maintained by the Paying Agent/Registrar at the close of business on the "Record Date," which is the _____* day of the preceding month. All payments of principal of, premium, if any, and interest on this Bond shall be payable in lawful money of the United States of America, without exchange or collection charges, and interest payments shall be made by the Paying Agent/Registrar by check sent on or before the appropriate date of payment, by United States mail, first-class postage prepaid, to the Registered Owner hereof at the address appearing in the Security Register or by such other method, acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the Registered Owner hereof.

*As provided in the Pricing Certificate. To the extent that the Pricing Certificate relating to the Bonds is inconsistent with any provisions in this Form of Bond or contains information to complete missing information in this Form of Bond, the language in the Pricing Certificate shall be used in the executed Bonds.

This Bond is one of a duly authorized issue of bonds designated as "City of Temple, Texas Utility System Revenue Bonds, Series 20__*" (the "Bonds"), in the aggregate principal amount of \$_____*, issued pursuant to the laws of the State of Texas, including specifically the Chapter 1502, Texas Government Code, as amended (the "Act"), and initially under and pursuant to an ordinance of the City adopted on June 6, 2013, and entitled Fourth Supplemental Ordinance to the Master Ordinance establishing the City of Temple, Texas Utility System Revenue Financing Program (the "Fourth Supplement") for the purpose of (i) paying the costs of acquiring, purchasing, constructing, improving, renovating, enlarging or equipping the City's Utility System and (ii) paying the costs associated with the issuance of the Bonds. The Bonds are secured by a first lien on and pledge of the Security as defined in the Master Ordinance adopted on September 21, 2006 (the "Master Ordinance"), on a parity with all other Parity Debt (as defined in the Master Ordinance and the Fourth Supplement) which lien and pledge is subordinate to the Prior Obligations.

The Master Ordinance, as supplemented by the Fourth Supplement, is referred to in this Bond as the "Ordinance." Terms used herein and not otherwise defined shall have the meanings given in the Ordinance.

The Bonds are issued as "Current Interest Bonds," which total in principal amount \$_____,* and which pay accrued interest at stated intervals to the Registered Owners.

Redemption Provisions

[Redemption provisions as provided in the Pricing Certificate.*]

At least 30 days prior to the date fixed for any redemption of Bonds or portions thereof prior to maturity, a written notice of such redemption shall be sent by the Paying Agent/Registrar by United States mail, first-class postage prepaid, at least 30 days prior to the date fixed for any such redemption to the Registered Owner of each Bond to be redeemed at its address as it appeared on the Registration Books maintained by the Paying Agent/Registrar on the day such notice of redemption is mailed. By the date fixed for any such redemption, due provision shall be made with the Paying Agent/Registrar for the payment of the required redemption price for the Bonds or portions thereof which are to be so redeemed. If such written notice of redemption is mailed and if due provision for such payment is made, all as provided above, the Bonds or portions thereof which are to be so redeemed thereby automatically shall be treated as redeemed prior to their scheduled maturities, and they shall not bear interest after the date fixed for redemption, and they shall not be regarded as being outstanding except for the right of the Registered Owner to receive the redemption price from the Paying Agent/Registrar out of the funds provided for such payment. If a portion of any Bond shall be redeemed a substitute Bond or Bonds having the same maturity date, bearing interest at the same rate, in any denomination or denominations in any integral multiple of \$5,000, at the written request of the Registered Owner, and in an aggregate principal amount equal to the unredeemed

*As provided in the Pricing Certificate. To the extent that the Pricing Certificate relating to the Bonds is inconsistent with any provisions in this Form of Bond or contains information to complete missing information in this Form of Bond, the language in the Pricing Certificate shall be used in the executed Bonds.

portion thereof, will be issued to the Registered Owner upon the surrender thereof for cancellation, at the expense of the City, all as provided in the Ordinance.

With respect to any optional redemption of the Bonds, unless certain prerequisites to such redemption required by the Ordinance have been met and moneys sufficient to pay the principal of and premium, if any, and interest on the Bonds to be redeemed shall have been received by the Paying Agent/Registrar prior to the giving of such notice of redemption, such notice shall state that said redemption may, at the option of the City, be conditional upon the satisfaction of such prerequisites and receipt of such moneys by the Paying Agent/Registrar on or prior to the date fixed for such redemption, or upon any prerequisite set forth in such notice of redemption. If a conditional notice of redemption is given and such prerequisites to the redemption and sufficient moneys are not received, such notice shall be of no force and effect, the City shall not redeem such Bonds and the Paying Agent/Registrar shall give notice, in the manner in which the notice of redemption was given, to the effect that the Bonds have not been redeemed.

Notice of redemption shall be given at the times and in the manner provided in the Fourth Supplement.

If this Bond is in a denomination in excess of \$5,000, portions of the principal sum hereof in principal amount of \$5,000 or any integral multiple thereof may be redeemed, and, if less than all of the principal sum hereof is to be redeemed, there shall be issued, without charge therefor, to the Registered Owner hereof, upon the surrender of this Bond at the principal office of the Paying Agent/Registrar, a new Bond or Bonds of like maturity, series and interest rate in any Authorized Denominations provided by the Resolution for the then unredeemed balance of the principal amount hereof. If this Bond is selected for redemption, in whole or in part, neither the City nor the Paying Agent/Registrar shall be required to transfer this Bond to an assignee of the Registered Owner within forty-five (45) days of the redemption date therefor; provided, however, such limitation on transferability shall not be applicable to any exchange by the Registered Owner of the unredeemed balance hereof in the event of its redemption in part.

The Bonds are special obligations of the City, subject to the provisions of ordinances authorizing Prior Obligations, payable solely from and equally secured by a lien on and pledge of the Security. The Bonds do not constitute a legal or equitable pledge, charge, lien, or encumbrance upon any property of the City, except with respect to the Security.

The pledge of the Security and the other obligations of the City under the Ordinance may be discharged at or prior to the maturity of the Bonds upon the making of provision for their payment on the terms and conditions set forth in the Ordinance.

Subject to satisfying the terms and conditions stated in the Ordinance, the City has reserved the right to issue additional Parity Debt payable solely from and equally and ratably secured by a parity lien on and pledge of the Security and other moneys and securities pledged under the Ordinance to the payment of the Bonds.

Reference is hereby made to the Ordinance, a copy of which is on file in the designated office of the Paying Agent/Registrar, and to all of the provisions of which any Registered Owner of this Bond by his acceptance hereof hereby assents, for definitions of terms; the description of and the nature and extent of the security for the Bonds; the Security; the nature and extent and manner of enforcement of the pledge; the terms and conditions for the issuance of additional Parity Debt; the conditions upon which the Ordinance may be amended or supplemented with or without the consent of the Registered Owners of the Bonds; the rights and remedies of the Registered Owner hereof with respect hereto and thereto; the rights, duties and obligations of the City; the terms and provisions upon which the liens, pledges, charges, and covenants made therein may be discharged at or prior to the maturity or redemption of this Bond and this Bond thereafter no longer to be secured by the Ordinance or be deemed to be outstanding thereunder; and for the other terms and provisions thereof.

This Bond, subject to certain limitations contained in the Ordinance, may be transferred only upon its presentation and surrender at the designated office of the Paying Agent/Registrar named below, or its successor with the Assignment hereon duly endorsed by, or accompanied by a written instrument of transfer in form satisfactory to the Paying Agent/Registrar duly executed by, the Registered Owner hereof, or his duly authorized agent, and such transfer is noted on the Security Register by the Paying Agent/Registrar. When a transfer occurs, one or more new fully-registered Bonds of the same Maturity, of Authorized Denominations, bearing the same rate of interest, and of the same aggregate principal amount will be issued to the designated transferee or transferees.

The City and the Paying Agent/Registrar, and any agent of either, shall treat the Registered Owner whose name appears on the Security Register (i) on the Record Date as the owner entitled to payment of interest hereon, (ii) on the date of surrender of this Bond as the owner entitled to payment of principal hereof at its Maturity or its redemption, in whole or in part, and (iii) on any other date as the owner for all other purposes, and neither the City nor the Paying Agent/Registrar, nor any agent of either, shall be affected by notice to the contrary. In the event of nonpayment of interest on a scheduled payment date and for thirty (30) days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the City. Notice of the Special Record Date and of the scheduled payment date of the past due interest (which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first-class postage prepaid, to the address of each Registered Owner appearing on the Security Register at the close of business on the last business day next preceding the date of mailing of such notice.

It is hereby certified, recited, represented, and declared that the City is a duly organized and legally existing home-rule city, organized under and by virtue of the Constitution and laws of the State of Texas; that the issuance of this Bond and the series of which it is a part are duly authorized by law; that all acts, conditions, and things required to exist and be done precedent to and in the issuance of this Bond to render the same lawful and valid have been properly done, have happened, and have been performed in regular and due time, form, and manner as required by the Constitution and laws of the State of Texas and the Ordinance; that this series of bonds does not exceed any Constitutional or statutory limitation; and that due provision has been made for the payment of this

Bond and the Series of which it is a part as aforesaid. In case any provision in this Bond shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby. The terms and provisions of this Bond and the Ordinance shall be construed in accordance with and shall be governed by the laws of the State of Texas. The holder of this Bond is not entitled to demand payment of this Bond out of any money raised by taxation.

IN TESTIMONY WHEREOF, the City has caused its seal to be impressed or a facsimile thereof to be printed hereon and this Bond to be executed in the name of and on behalf of the City with the manual or facsimile signatures of its Mayor, and attested by the City Secretary.

CITY OF TEMPLE, TEXAS

By: _____
City Secretary

By: _____
Mayor

(SEAL)

[INSERTIONS FOR THE INITIAL BOND]

The Initial Bond shall be in the form set forth in this exhibit, except that:

- A. Immediately under the name of the Bond, the headings "INTEREST RATE" and "MATURITY DATE" shall both be completed with the words "As shown below", and the heading "CUSIP NO." shall be deleted.
- B. The first paragraph of the Bond shall be deleted and the following will be inserted (with all blanks and bracketed items to be completed with information contained in the Pricing Certificate):

"The City of Temple, Texas (the "City") hereby promises to pay, solely from the sources hereinafter identified and as hereinafter stated, to the Registered Owner named above, or the registered assigns thereof, on _____^{*} in each of the years, in the principal installments and bearing interest at the per annum rates set forth in the following schedule:

Amount	Year	Rate
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(Information from the Pricing Certificate to be inserted)

The City promises to pay interest on the unpaid principal amount hereof from the Bond Date specified above at the respective per annum rate of interest specified above computed on the basis of

*As provided in the Pricing Certificate. To the extent that the Pricing Certificate relating to the Bonds is inconsistent with any provisions in this Form of Bond or contains information to complete missing information in this Form of Bond, the language in the Pricing Certificate shall be used in the executed Bonds.

a 360-day year of twelve 30-day months; such interest being payable on _____* and _____* of each year, commencing _____. Principal of this Bond shall be payable to the Registered Owner hereof, upon presentation and surrender, at the principal office of the Paying Agent/Registrar named in the registration certificate appearing hereon, or its successor. Interest shall be payable to the Registered Owner of this Bond whose name appears on the "Security Register" maintained by the Paying Agent/Registrar at the close of business on the "Record Date," which is the _____* day of the next preceding month. All payments of principal of, premium, if any, and interest on this Bond shall be payable in lawful money of the United States of America, without exchange or collection charges, and interest payments shall be made by the Paying Agent/Registrar by check sent on or before the appropriate date of payment, by United States mail, first-class postage prepaid, to the Registered Owner hereof at the address appearing in the Security Register or by such other method, acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the Registered Owner hereof."

C. The Initial Bond shall be numbered "T-1."

Form of Registration Certificate of Comptroller of Public Accounts
to Appear on Initial Bond only.

**REGISTRATION CERTIFICATE OF
COMPTROLLER OF PUBLIC ACCOUNTS**

**OFFICE OF THE COMPTROLLER
OF PUBLIC ACCOUNTS
THE STATE OF TEXAS**

§
§
§

REGISTER NO. _____

I HEREBY CERTIFY that this Bond has been examined, certified as to validity and approved by the Attorney General of the State of Texas, and duly registered by the Comptroller of Public Accounts of the State of Texas.

WITNESS my signature and seal of office this _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

*As provided in the Pricing Certificate. To the extent that the Pricing Certificate relating to the Bonds is inconsistent with any provisions in this Form of Bond or contains information to complete missing information in this Form of Bond, the language in the Pricing Certificate shall be used in the executed Bonds.

AUTHENTICATION CERTIFICATE OF
PAYING AGENT/REGISTRAR

This Bond has been duly issued and registered under the provisions of the within-mentioned Resolution; the bond or bonds of the above titled and designated series originally delivered having been approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts, as shown by the records of the Paying Agent/Registrar.

**THE BANK OF NEW YORK MELLON
TRUST COMPANY, NATIONAL
ASSOCIATION**, as Paying Agent/Registrar

Registered this date:

By: _____
Authorized Signature

Form of Assignment.

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns, and transfers unto

(Please insert Social Security or Taxpayer Identification Number of Transferee)

(Please print or typewrite name and address, including zip code, of Transferee)

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____ attorney, to transfer the within Bond on the books kept for registration thereof, with full power of substitution in the premises.

DATED: _____

Signature guaranteed by:

NOTICE: The signature on this assignment must correspond with the name of the Registered Owner as it appears on the face of the within Bond in every particular.

[INSURANCE LEGEND IF APPLICABLE]

EXHIBIT "C"

DESCRIPTION OF ANNUAL FINANCIAL INFORMATION

Accounting Principles

The accounting and reporting policies of the City relating to the funds and account groups will conform to generally accepted accounting principles (GAAP) as applied to governmental entities.



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(A)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Sharon Rostovich, Airport Director

ITEM DESCRIPTION: Consider adopting a resolution authorizing a lease assignment change in ownership of Summit Aviation to Kachemak Bay Flying Service, a wholly owned subsidiary of System Studies and Simulation, Inc. (S3), to continue to provide aviation maintenance and avionics services effective June 1, 2013 at the Draughon-Miller Central Texas Regional Airport.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: On November 1, 2012, Kachemak Bay Flying Service, a wholly owned subsidiary of System Studies and Simulation, Inc. (S3), was granted a lease with the City of Temple to lease a 7,590 square foot hangar to support overnight aircraft parking for our transient customers. Summit Aviation under management of Gary Chambless and Wesley Brown has been purchased by Kachemak Bay Flying Service.

There is no change in business name or management of Summit Aviation. The new owners will retain the same qualified staff members and continue to provide the same excellent service to our flying customers.

There is no change in lease terms or payment of the 6,000 square foot aircraft maintenance and avionics hangar. The rental rate is \$600 per month and the lease term expires June 30, 2014.

FISCAL IMPACT: The Airport rental rate will continue at \$7,200 per year.

ATTACHMENTS:

[Resolution](#)

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A LEASE ASSIGNMENT FROM SUMMIT AVIATION TO KACHEMAK BAY FLYING SERVICE, INC. WHICH WILL CONTINUE TO PROVIDE AVIATION MAINTENANCE AND AVIONICS SERVICES ON A 6,000 SQUARE FOOT AIRCRAFT MAINTENANCE AND AVIONICS HANGER AT THE DRAUGHON-MILLER CENTRAL TEXAS REGIONAL AIRPORT AND WHICH WILL BE EFFECTIVE JUNE 1, 2013; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, On July 1, 2009, Summit Aviation, Inc. was granted a lease with the City of Temple to lease a 6,000 square foot aircraft maintenance and avionics hanger – Summit Aviation, Inc. has been purchased by Kachemak Bay Flying Service, Inc.

Whereas, Summit Aviation, Inc. wishes to assign its rights and obligations under the lease to Kachemak Bay Flying Services, Inc.;

Whereas, there is no change in business name or management of Summit Aviation, Inc. – the new owners will retain the same qualified staff members and continue to provide the same excellent service to our flying customers;

Whereas, there is no change in lease terms or payment of the 6,000 square foot aircraft maintenance and avionics hangar – the lease term expires June 30, 2014; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to execute a lease assignment, after approval as to form by the City Attorney, from Summit Aviation, Inc. to Kachemak Bay Flying Service, Inc. which will continue to provide aviation maintenance and avionics services at the Draughon-Miller Central Texas Regional Airport and which will be effective June 1, 2013.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the 6th day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(B)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Sharon Rostovich, Airport Manager

ITEM DESCRIPTION: Consider adopting a resolution authorizing an amendment to the lease agreement between the Department of the Army, Corps of Engineers, terminating a portion of the lease for the supply hangar for AMCOM at the Draughon-Miller Central Texas Regional Airport.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: The City of Temple currently has a lease with the Department of the Army, Corps of Engineers through May 31, 2015 for two facilities supporting AMCOM – a 7,800 square foot supply hangar and a 45,000 square foot helicopter maintenance hangar. AMCOM currently pays \$24,036.39 per month for the two facilities. The Government may terminate the lease at any time by giving at least ninety (90) days notice in writing. On April 26, 2013, the U.S. Army Corps of Engineers notified the City they were relinquishing the 7,800 square foot supply hangar effective July 24, 2013. Based on the lease square footage rate, the Department of the Army lease payment will reduce by \$3550.83 per month.

The Staff recommends approval.

FISCAL IMPACT: Lease payment revenue will reduce by \$3,550.83 per month. Department of the Army, Corps of Engineers will pay \$20,485.56 per month effective July 24, 2013.

ATTACHMENTS:
[Resolution](#)

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING AN AMENDMENT TO THE LEASE AGREEMENT WITH THE DEPARTMENT OF THE ARMY, CORPS OF ENGINEERS AND TERMINATING A PORTION OF THE LEASE FOR THE SUPPLY HANGAR FOR AMCOM AT THE DRAUGHON-MILLER CENTRAL TEXAS REGIONAL AIRPORT; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the City of Temple currently has a lease with the Department of the Army, Corps of Engineers through May 31, 2015 for two facilities supporting AMCOM – a 7,800 square foot supply hangar and a 45,000 square foot helicopter maintenance hangar;

Whereas, AMCOM currently pays \$24,036.39 per month for the two facilities - on April 26, 2013, the Department of the Army, Corps of Engineers notified the City they were relinquishing the 7,800 square foot supply hangar effective July 24, 2013;

Whereas, based on the lease square footage rate, the Department of the Army's lease payment will be reduced by \$3,550.83, leaving a monthly rental payment due the City by AMCOM of \$20,485.56; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to authorize an amendment to the lease agreement with the Department of the Army, Corps of Engineers, after approval as to form by the City Attorney, terminating a portion of the lease for the supply hangar at the Draughon-Miller Central Texas Regional Airport and reducing the monthly rental payment due the City by AMCOM to \$20,485.56.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the 6th day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(C)
Consent Agenda
Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Ken Cicora, Director of Parks & Leisure Services
Brynn Myers, Director of Administrative Services

ITEM DESCRIPTION: Consider adopting a resolution authorizing a service agreement with Jani-King of Austin for the janitorial services for the Summit Recreation Center in the annual amount of \$42,547.74.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: The City's Facilities Services division has been providing janitorial services of the Summit Recreation Center since the City's acquisition of the center. Staff has evaluated the uniqueness of the facility along with the quality of the cleaning that is currently being performed and is recommending that the janitorial services be contracted out to a firm that has proven experience and knowledge in cleaning fitness facilities.

As shown on the attached tabulation of proposals received, on April 30, 2013, nine (9) proposals were received from vendors offering to provide the janitorial services. A committee comprised of members from Facility Services, Parks & Leisure Services, the City Attorney's Office, and Purchasing was formed to evaluate the proposals. The committee is recommending that Jani-King of Austin be engaged to perform the janitorial services based on their experience and good references related to cleaning fitness facilities and their competitive pricing, second lowest of all respondents.

Consistent with City staff cleaning the Summit, Jani-King will be cleaning the facility seven (7) days a week during hours when the facility is not open to the public. Jani-King's pricing includes all labor, cleaning chemicals, cleaning equipment, paper products, trash can liners, and personal hygiene soaps required to maintain the facility.

Staff has performed an analysis of outsourcing these janitorial services and they have determined that no additional funding will be needed in order to outsource these services. In addition, due to vacancies in the Facilities Services division, no City-employed janitorial staff will be displaced through the outsourcing of these services.

The proposed contract will commence immediately upon award and continue through September 30, 2014, with the option for four (4) one-year period renewal periods.

FISCAL IMPACT: The FY 2013 budget included \$45,280 for City staff to provide janitorial services to the Summit. This included \$40,280 for salaries and benefits and \$5,000 for janitorial supplies. Currently, there is \$18,352 of funds remaining in FY 2013 to fund the contract until the end of this fiscal year.

The contracted annual cost through Jani-King of \$42,547.74 will be offset by the salary and supply expenses that will no longer be needed and will be reallocated to account 110-3250-551-2623, other contracted services, in the FY 2014 Proposed Operating Budget.

ATTACHMENTS:

[Tabulation of Proposal Received
Resolution](#)

Janitorial Services for the Summit Recreation Center
RFP No. 24-04-13
Summary of Proposals Received on April 30, 2013

Company	Loc	Pricing Per Yr	Price Rank
Jani-King of Austin	Cedar Park, TX	\$ 42,547.74	2
International Building Services	Austin, TX	\$ 22,500.00	1
Unified Service Associates	San Antonio, TX	\$ 49,503.36	5
Resource Service Solutions, LLC	Killeen, TX	\$ 47,976.00	4
Original DKC Enterprises, LLC	Houston, TX	\$ 50,663.41	6
CTJ Maintenance, Inc.	Irving , TX	\$ 166,296.00	9
World Technical Services, Inc.	San Antonio, TX	\$ 44,304.60	3
Extreme Clean Incorporated	Temple, TX	\$ 87,612.00	8
SSC Maintenance	Temple, TX	\$ 69,600.00	7

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A SERVICES AGREEMENT WITH JANI-KING OF AUSTIN, TEXAS FOR JANITORIAL SERVICES FOR THE SUMMIT RECREATION CENTER IN THE ANNUAL AMOUNT OF \$42,547.74; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the City's Facility Services Division has been providing janitorial services to the Summit Recreation Center since the City's acquisition of the building;

Whereas, staff has evaluated the uniqueness of the facility along with the quality of cleaning and recommends that the janitorial services be contracted to a firm that has proven experience and knowledge in cleaning fitness facilities;

Whereas, on April 30, 2013, the City received nine proposals from vendors offering janitorial services – a committee of staff evaluated the proposals and recommends awarding the services agreement to Jani-King of Austin, Texas, based on their experience and good references related to cleaning fitness facilities;

Whereas, the proposed contract will commence upon award and continue through September 30, 2014, with the option of four (4) one-year period renewals; and

Whereas, funds are budgeted in Account No. 110-3250-551-2623 for this contract expenditure;

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to execute a services agreement with Jani-King of Austin, Texas, after approval as to form by the City Attorney, for the janitorial services for the Summit Recreation Center through September 30, 2014 with the option of four (4) one-year period renewals, in the annual amount of \$42,547.74.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the **6th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(D)
Consent Agenda
Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Nicole Torralva P.E., Public Works Director
Thomas Brown, Utility Services Director

ITEM DESCRIPTION: Consider adopting a resolution authorizing a professional services agreement with Clark & Fuller, PLLC of Temple for engineering services including design, surveying, and construction administration required for installation of a new 12" water line along Pin Oak Drive from Hickory Road to Oakdale Drive in an amount not to exceed \$54,302.60.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: In assessing overall water distribution system needs and performance, an existing gap in the City's water distribution network has been identified in the Pin Oak area. To improve system redundancy and safeguard distribution capabilities associated with a variety of work in and around Temple, installation of a new large diameter waterline along Pin Oak Drive connecting two existing 12" lines is recommended.

Identified in updates to the City's utility capital improvement project list, this project will result in replacement of nearly 1,500 feet of 2" water line with a new 12" water line. The 12" water line will not only increase fire protection in the immediate area, but will also provide redundancy in the water distribution system with an alternate means of delivering water to the 785 pressure plane via south west transmission line (Scott Tank area), a critical component of the City's water system.

As identified in the attached letter, the proposed timeline for design of the project is approximately 105 days. Per the attachment the engineering services are broken down as follows:

Basic Services

Design, surveying/construction staking	\$ 12,000.00
Civil design	\$ 25,902.60
Bidding	\$ 1,500.00
Construction administration	\$ 4,750.00

Special Services

On-site representation	<u>\$ 10,150.00</u>
------------------------	---------------------

Total	<u>\$ 54,302.60</u>
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The engineer's opinion of probable cost for construction of this project is approximately \$383,157.50.

FISCAL IMPACT: Funding in the amount of \$500,000 is available in account #561-5200-535-6942, project #100989 for this project.

ATTACHMENTS:

[Engineer's Proposal](#)
[Project Map](#)
[Resolution](#)

May 17, 2013

City of Temple
Director of Public Works
Nicole Torralva, P.E.
3210 E. Ave. H, Bldg. A
Temple, TX 76501

Re: Proposal for the City of Temple - 2013 Pin Oak New 12" Water Main Project

Dear Mrs. Torralva,

We would like to thank the City of Temple for the opportunity to submit a preliminary opinion of probable cost and engineering fee proposal for the City of Temple - 2013 Pin Oak New 12" Water Main Project located between Hickory and Oakdale Drives. (Please refer to attached maps and documents for further information).

This project will consist of approximately 1500 linear feet of new 12" Water Main and 200 linear feet of new 8" Water Main construction to connect the existing 12" water mains located adjacent to Hickory and Oakdale Drives.

Clark & Fuller, PLLC will complete design topography surveys, new water main designs, construction document preparation, assist the City of Temple with project bidding, and provide construction administration and post construction record drawings. In addition, at the City of Temple's request, Clark & Fuller, PLLC can also provide daily on-site project representation and inspection services.

The proposed timeline for the project design phase is 105 calendar days from the authorization of notice to proceed. The proposed timeline for the project construction phase will be approximately 100 calendar days from the authorization of the contractors notice to proceed.

Clark & Fuller, PLLC, hereinafter Engineer, proposes to the City of Temple, hereinafter Client, Professional Civil Engineering and Surveying Services for a Lump Sum Amount not to exceed \$44,152.60. We estimate the total cost of construction to be \$383,157.50 and we estimate the total cost of construction including professional services and contingencies to be \$427,310.10. In addition, if requested, daily on-site inspection services can be provided for a Lump Sum Amount not to exceed \$10,150.00. (Please refer to attached Map, Exhibit "A", and the Preliminary Opinion of Probable Cost for an itemized breakdown and scope of services.

Please contact us if you require additional information or have further questions regarding this proposal.

Sincerely,

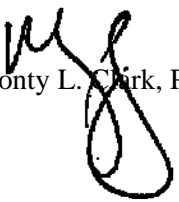

Monty L. Clark, P.E., CPESC



EXHIBIT “A”
Proposal for City of Temple - 2013 Pin Oak New 12” Water Main Project
Scope of Professional Services

Surveying Services: **\$ 12,000.00**

- Provide Project Elevation Benchmark
- Locate Existing Rights of Ways and Property Boundaries
- Prepare Design Topography Surveys
- Provide Construction Staking

Civil Engineering Design Phase: **\$ 25,902.60**

- Research Existing Utilities
- Prepare Final Design Construction Documents and Technical Specifications
- Provide Engineers Opinion of Construction Cost and Probable Days to Complete Project Construction
- Attend and Facilitate Project Coordination with the City Staff

Project Bidding Phase: **\$ 1,500.00**

- Prepare Bid Schedule and Coordinate Bidding with the City of Temple Purchasing
- Provide copies of Construction Documents to facilitate Bidding
- Attend and facilitate a Pre-Bid Meeting
- Prepare and Issue Necessary Addenda

Construction Phase: **\$ 4,750.00**

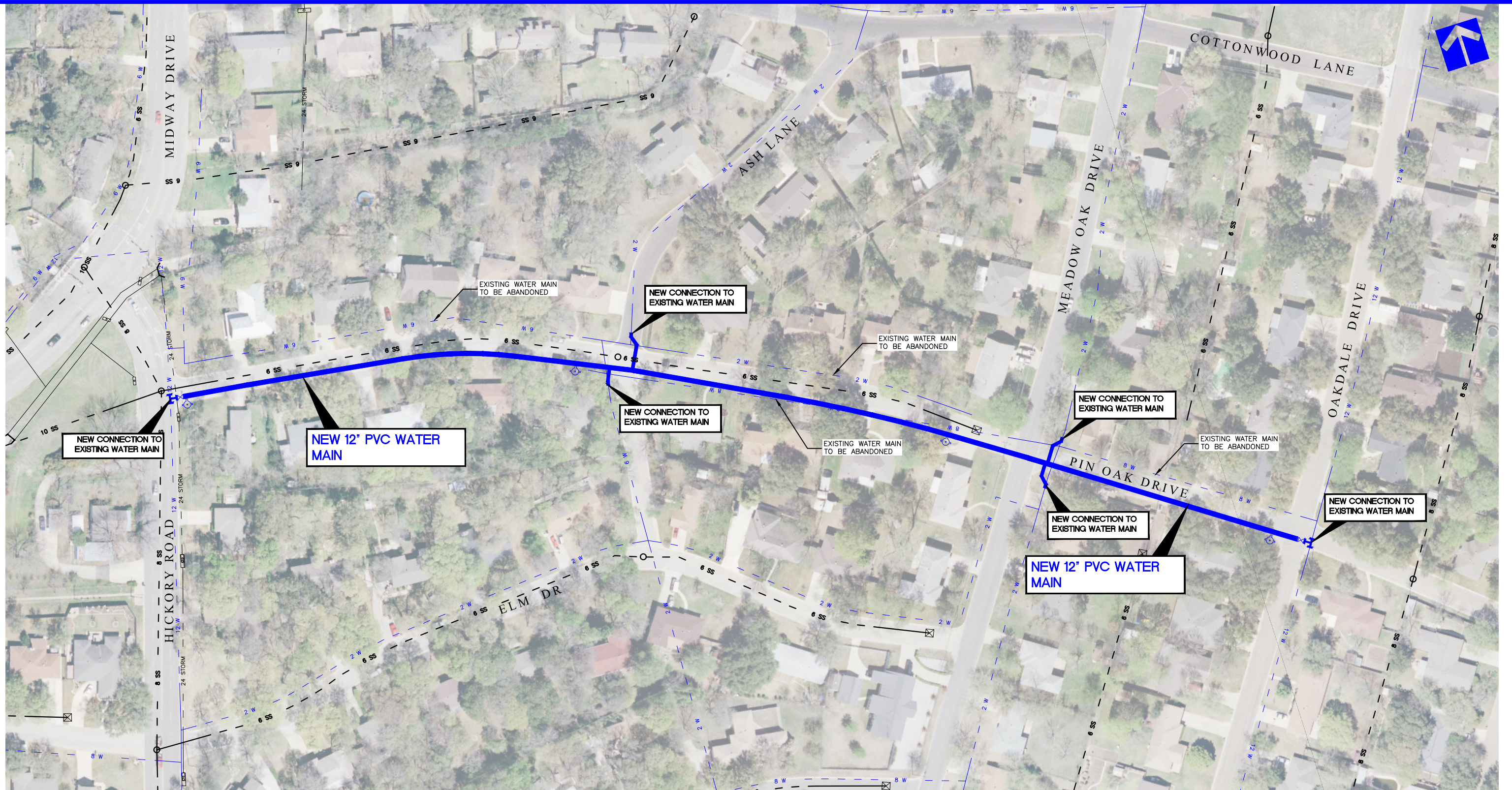
- Attend and facilitate a Pre-Construction Meeting
- Review all Contractor Submittals
- Provide Construction Administration and Project “Site” Visits to assist contractor with field construction questions
- Assist the City of Temple with Construction Questions and Respond to Requests for Information (RFI’s)
- Review Contractor Applications for Payment and insure conformance with percentage of construction complete
- Execute Necessary Change Orders
- Attend Final Project Inspection
- Provide Final Inspection Punch List
- Prepare Record Drawings

Daily Onsite Construction Inspection Services **\$ 10,150.00**

- Provide Daily On-Site Project Representation and Inspection Services (4 Hrs. per Day)

PROFESSIONAL FEE SCHEDULE

Licensed Professional Engineer	\$ 110.00/hr.
Licensed Professional Architect	\$ 125.00/hr.
Design Technician	\$ 70.00/hr.
CADD Technician	\$ 60.00/hr.
CADD Draftsman	\$ 50.00/hr.
Clerical	\$ 35.00/hr.
Licensed Professional Land Surveyor	\$ 105.00/hr.
Field Crew & Total Station	\$ 130.00/hr.
Survey Research and Schematic Production	\$ 90.00/hr.
Daily On-Site Inspection Services	\$ 40.00/hr.



2013 PIN OAK NEW 12" WATER MAIN PROJECT

LEGEND:

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A PROFESSIONAL SERVICES AGREEMENT WITH CLARK & FULLER, PLLC, OF TEMPLE, TEXAS, FOR ENGINEERING SERVICES, INCLUDING DESIGN, SURVEYING, AND CONSTRUCTION ADMINISTRATION REQUIRED FOR INSTALLATION OF A NEW 12" WATER LINE ALONG PIN OAK DRIVE FROM HICKORY ROAD TO OAKDALE DRIVE, IN AN AMOUNT NOT TO EXCEED \$54,302.60; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, in assessing overall water distribution system needs and performance, an existing gap in the City's water distribution network has been identified in the Pin Oak area;

Whereas, to improve system redundancy and safeguard distribution capabilities associated with a variety of work in and around Temple, installation of a new large diameter waterline along Pin Oak Drive connecting two existing 12" lines is recommended;

Whereas, this project was identified in updates to the City's utility capital improvement project list and will result in replacement of nearly 1,500 feet of 2" water line with a new 12" water line – this water line will not only increase fire protection in the immediate area, but will also provide redundancy in the water distribution system with an alternate means of delivering water;

Whereas, staff recommends authorizing a professional services agreement with Clark & Fuller, PLLC, for engineering services along Pin Oak Drive, in an amount not to exceed \$54,302.60;

Whereas, funds are available in Account No. 561-5200-535-6942, Project 100989; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to execute a professional services agreement with Clark & Fuller, PLLC, of Temple, Texas, after approval as to form by the City Attorney, for engineering services, including design, surveying and construction administration required for installation of a new 12" water line along Pin Oak Drive from Hickory Road to Oakdale Drive, in an amount not to exceed \$54,302.60.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the 6th day of June, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(E)
Consent Agenda
Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Nicole Torralva, P.E., Public Works Director
Don Bond, P.E., City Engineer

ITEM DESCRIPTION: Consider adopting a resolution authorizing an amendment to a professional services agreement with Kasberg, Patrick & Associates, LP, to provide project bidding, construction administration, metes and bounds, on-site representation services, and to revise the original design plans to incorporate roadway design that was not included in the original scope of service for Avenue R from west of 25th Street to east of 19th Street in an amount not to exceed \$117,400.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: On May 5, 2011, the Council adopted a resolution authorizing a professional services agreement with KPA to provide survey and design services for improvements of intersections of Avenue R with Scott & White Boulevard/25th Street and 19th Street in an amount not to exceed \$50,000. The preliminary opinion of probable construction cost (OPC) for this project within the Temple Medical Education District (TMED) was \$450,000 (intersection improvements only).

At the request of the Reinvestment Zone, KPA proposes to revise the plans to include roadway design (west of 25th Street, from 25th street to 19th Street, and east of 19th street), prepare metes and bounds for proposed rights-of-way from Scott & White and the Temple Independent School District properties, bid the project, perform construction administration, and provide on-site representation.

The revised final design will provide bid-ready plans, specifications and estimates (PS&E). KPA will perform quality control and quality assurance on all deliverables associated with the project. KPA proposes to provide the additional engineering services for the following costs:

I.	Plan Revisions	\$	26,800
II.	Bidding	\$	6,800
III.	Metes and Bounds	\$	7,800
IV.	Construction Administration	\$	43,200
	Subtotal	\$	<u>84,600</u>
	On-Site Representation (Optional)	\$	<u>32,800</u>
	Total	\$	<u><u>117,400</u></u>

The revised preliminary OPC for the project is \$1.95 million, which includes a 10% construction contingency and an estimated \$200,000 for rights-of-way. At their May 29th regular meeting, the TIF Reinvestment Zone #1 (RZ) Board approved recommendation of this professional services contract for Council authorization.

FISCAL IMPACT: Funds are available in the Reinvestment Zone No. 1 Financing and Project Plans, Line 500, account 795-9500-531-6553, project 100696 to fund this contract amendment.

ATTACHMENTS:

[Engineer's Proposal](#)
[Project Map](#)
[Resolution](#)



KASBERG, PATRICK & ASSOCIATES, LP

Texas Firm F-510

RICK N. KASBERG, P.E.

R. DAVID PATRICK, P.E., C.F.M.

THOMAS D. VALLE, P.E.

Temple
One South Main Street
Temple, Texas 76501
(254) 773-3731

Georgetown
1008 South Main Street
Georgetown, Texas 78626
(512) 819-9478

April 8, 2013

Mr. Mohammad Farhoud, P.E.
3210 E. Avenue H
Building A
Temple, Texas 76501

Re: City of Temple, Texas
Avenue R from West of 25th Street to East of 19th Street

Dear Mr. Farhoud:

At the request of the Temple Reinvestment Zone and City of Temple, we are submitting this proposal for the above referenced project. The proposal will include revising the final design plans for the Avenue R Project, prepare metes and bounds for proposed rights-of-way from Scott and White and the Temple Independent School District, bid the project and perform construction administration services on the project. We have included costs for on-site representation should the City of Temple elect to utilize this service.

All communications for the project will be through the designated City of Temple Project Manager, unless otherwise directed by the City. KPA will perform quality control and quality assurance (QA/QC) on all deliverables associated with the project.

The following services will be performed:

Avenue R

I. Streets, Drainage and Utilities

- A. Revise the Avenue R plan set to incorporate roadway design including plan and profile sheets to include areas outside of the original intersections from west of 25th Street to east of 19th Street. These plans will be incorporated into the plans created with the original scope of work.
- B. Revise the Avenue R plan set to incorporate drainage design including plan and profile sheets to include areas outside of the original intersections from west of 25th Street to east of 19th Street. These plans will be incorporated into the plans created with the original scope of work.

- C. Revise the Avenue R plan set to incorporate water and wastewater design including plan and profile sheets to include areas outside of the original intersections from west of 25th Street to east of 19th Street. These plans will be incorporated into the plans created with the original scope of work.
- D. Revise the pedestrian facilities located at the intersection of Avenue R and 19th Street to comply with rights-of-way.

II. Rights-of-Way

- A. Metes and Bounds
 - 1. Coordinate with surveying sub-consultant to develop metes and bounds in accordance with project rights-of-way requirements.
 - 2. Review developed metes and bounds to ensure they meet the requirements of the project.
 - 3. Deliver metes and bounds to the City of Temple designated Project Manager.

III. Bidding

- A. Develop all required specifications for the project to be inserted in the standard bidding documents by the City of Temple Purchasing Department.
- B. Develop project bid quantities and bid form for the project.
- C. Solicit bidders for the project.
- D. Attend and chair a pre-bid conference. The conference shall review all areas for bidding with in the City of Temple and the construction elements for the project.
- E. Receive questions from bidders concerning the project. All questions will be addressed by an addendum. Any addenda will be prepared and submitted to the City of Temple Project Manager for review and submittal to the City of Temple Purchasing Department for distribution to the plan holders.
- F. Attend the bid opening and tabulate bids. The bids will be reviewed and verified to determine the low bidder for the project. The low bidder will be researched for previous project experience and a recommendation of award will be made.

IV. Construction Administration

- A. Receive and review all submittals for the project. Submittals will be checked for compliance with the documents and specifications. Correspondence will be delivered to the Contractor and the City of Temple.
- B. Receive and review Pay Estimates from the Contractor. The Pay Estimates will be checked for conformance to constructed quantities and submitted to the City of Temple Project Manager for processing.
- C. Perform site visits for the project at least twice per week.

Mr. Mohammad Farhoud, P.E.

April 8, 2013

Page 3

- D. Perform project close out by chairing a final review of the project, developing a punch list and monitoring to completion. As a part of the punch list items the Contractor will be required to submit Record Drawing information. The information will be developed into Record Drawings submitted to the City of Temple on Mylar and as a digital PDF file.

Additional services performed by this proposal will be on-site representation. On-site representation can be completed for \$32,800.

The following scope of work for Avenue R 25th Street to 19th Street can be completed for the lump sum price of \$84,600 without onsite representation and \$117,400 with onsite representation. We are pleased to submit this proposal and look forward to the benefit it will bring the City of Temple.

Plan Revisions	\$	26,800
Bidding	\$	6,800
Metes and Bounds	\$	7,800
Construction Administration	\$	43,200
	\$	<u>84,600</u>
On-Site Representation	\$	32,800

Sincerely,



R. David Patrick, P.E., CFM

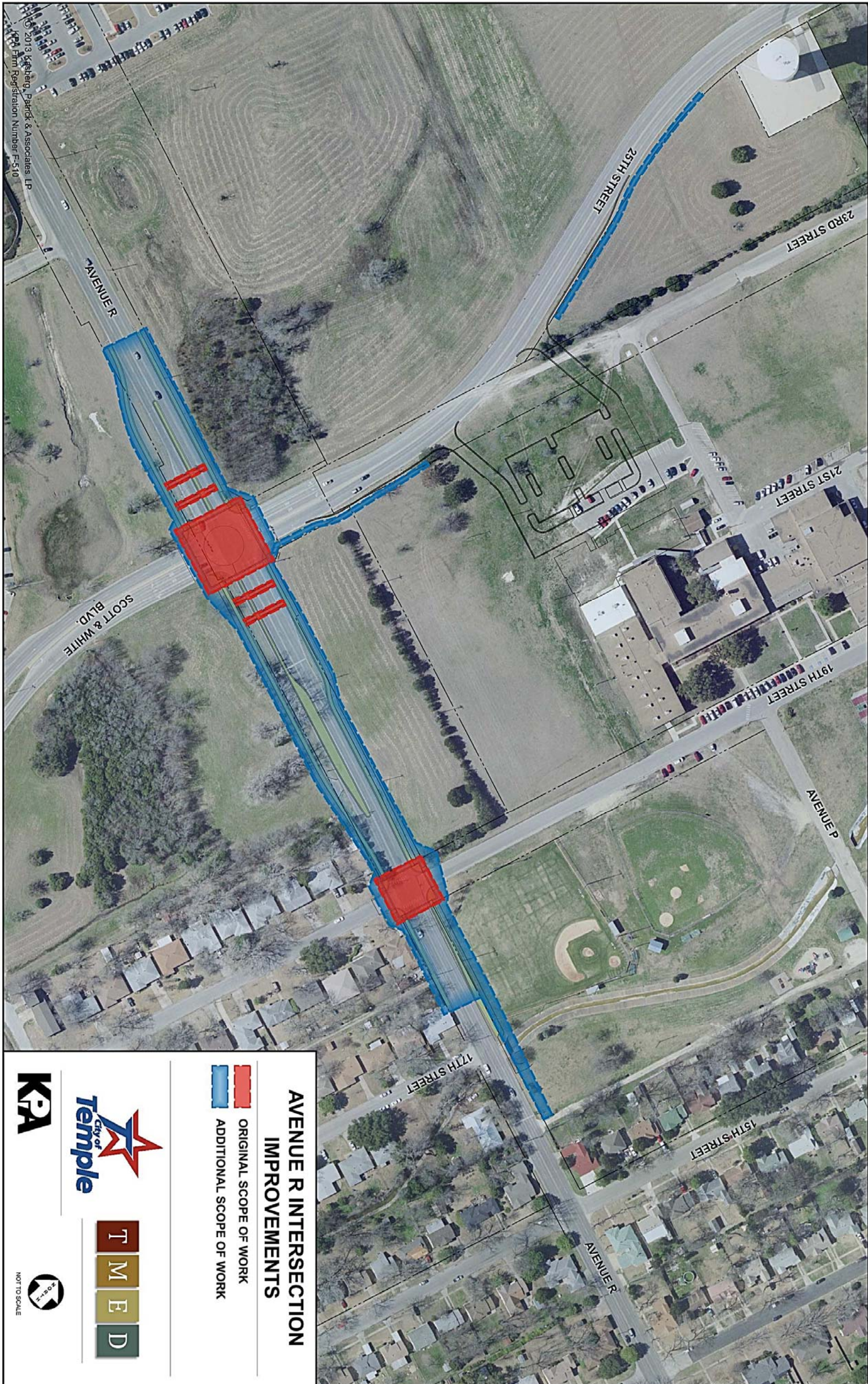
xc: Bob Browder

ATTACHMENT "C"

Charges for Additional Services

**City of Temple
Avenue R 25th Street to 19th Street
Plan Revision, Metes and Bounds, Bidding and Construction Administration**

<u>POSITION</u>	<u>MULTIPLIER</u>	<u>SALARY COST/RATES</u>
Principal	2.4	\$ 70.00 – 90.00/hour
Project Manager	2.4	55.00 – 65.00/hour
Project Engineer	2.4	45.00 – 55.00/hour
Engineer-in-Training	2.4	35.00 – 45.00/hour
Engineering Technician	2.4	25.00 – 45.00/hour
CAD Technician	2.4	20.00 – 40.00/hour
Clerical	2.4	15.00 – 30.00/hour
Expenses	1.1	actual cost
Computer	1.0	15.00/hour
Survey Crew	1.1	100.00 – 135.00/hour
Registered Public Surveyor	1.0	130.00/hour
On-Site Representative	2.1	30.00 – 40.00/hour



AVENUE R INTERSECTION IMPROVEMENTS

- ORIGINAL SCOPE OF WORK
- ADDITIONAL SCOPE OF WORK



RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING AN AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT WITH KASBERG, PATRICK & ASSOCIATES, LP, TO PROVIDE PROJECT BIDDING, CONSTRUCTION ADMINISTRATION, METES AND BOUNDS, ON-SITE REPRESENTATION SERVICES, AND REVISIONS TO THE ORIGINAL DESIGN PLANS TO INCORPORATE ROADWAY DESIGN THAT WAS NOT INCLUDED IN THE ORIGINAL SCOPE OF SERVICE FOR AVENUE R FROM WEST OF 25TH STREET TO EAST OF 19TH STREET, IN AN AMOUNT NOT TO EXCEED \$117,400; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, on May 5, 2011, City Council adopted a resolution authorizing a professional services agreement with Kasberg, Patrick & Associates, LP (KPA) to provide survey and design services for improvements of intersections of Avenue R with Scott & White Boulevard/25th Street and 19th Street, in an amount not to exceed \$50,000;

Whereas, the preliminary opinion of probable construction cost (OPC) for this project within the Temple Medical Education District was \$450,000;

Whereas, at the request of the Reinvestment Zone, KPA proposes to revise the plans to include roadway design, prepare metes and bounds for proposed rights-of-way from Scott & White and the Temple Independent School District properties, bid the project, perform construction administration, and provide on-site representation;

Whereas, funds for the amendment to the contract with Kasberg, Patrick & Associates, LP are available for this project in the Reinvestment Zone No. 1 Financing and Project Plans, Line 500, Account No. 795-9500-531-6553, Project No. 100696; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to execute an amendment to the professional services agreement with Kasberg, Patrick & Associates, L.P., after approval as to form by the City Attorney, to provide project bidding, construction administration, metes and bounds, on-site representation services, and revisions to the original design plans to incorporate roadway design that was not included in the original scope of service for Avenue R from west of 25th Street to east of 19th Street, in an amount not to exceed \$117,400.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the **6th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(F)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Ken Cicora, Director of Parks and Leisure Services

ITEM DESCRIPTION: Consider adopting a resolution authorizing a change order to the overlay contract with APAC TX – Wheeler Company of Belton for a 1- inch overlay of asphalt on the FM 2305 hike/bike trail at a unit price of \$78 per ton, and in a total amount not to exceed \$50,000.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: On March 7, 2013, the City Council authorized a construction contract with APAC TX – Wheeler Company of Belton to support the 2013 Street Overlay Program in an amount not to exceed \$3,800,000. Work under this contract is currently underway.

The Parks and Leisure Services Department is requesting to do a change order to the contract with APAC TX – Wheeler Company to provide for a 1-inch asphalt overlay on failing sections of the existing FM 2305 hike/bike trail between West Loop 363 and South Montpark Road. The cost to do the work will not exceed \$50,000.

We are requesting City Council approval of the change order.

FISCAL IMPACT: Funding in the amount of \$50,000 is available in account 110-5935-552-63-10, Project #100763

ATTACHMENTS:

[Resolution](#)

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A CHANGE ORDER TO THE OVERLAY CONSTRUCTION CONTRACT WITH APAC TX – WHEELER COMPANY, OF BELTON, TEXAS, FOR A 1-INCH OVERLAY OF ASPHALT ON THE FM 2305 HIKE/BIKE TRAIL, AT A UNIT PRICE OF \$78 PER TON, IN AN AMOUNT NOT TO EXCEED \$50,000; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, on March 7, 2013, the City Council authorized a construction contract with APAC TX – Wheeler Company of Belton, Texas, to support the 2013 Street Overlay Program in an amount not to exceed \$3,800,000 – this work is currently underway;

Whereas, the Parks and Leisure Services Department requests a change order to the contract with APAC TX – Wheeler Company of Belton, Texas to provide for a 1-inch asphalt overlay on failing sections of the existing FM 2305 hike/bike trail between West Loop 363 and South Montpark Road, at a unit price of \$78 per ton, in an amount not to exceed \$50,000;

Whereas, funds for this change order are available in Account No. 110-5935-552-6310, Project No. 100763; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to execute a change order to the overlay contract between the City of Temple and APAC TX – Wheeler Company, of Belton, Texas, after approval as to form by the City Attorney, for a 1- inch overlay of asphalt on the FM 2305 hike/bike trail, at a unit price of \$78 per ton, in an amount not to exceed \$50,000.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the 6th day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(G)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Traci Barnard, Director of Finance

ITEM DESCRIPTION: Considering adopting a resolution authorizing an interlocal agreement with the Temple Health and Bioscience Economic Development District to provide financial administration services.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: The interlocal agreement with the Temple Health and Bioscience Economic Development District expired on September 30, 2012. The Finance department has been in discussions with the District's Chairman, and it is proposed that the agreement for the City providing financial services for the District be renewed for an additional two year period.

The City would be responsible for: maintaining the general ledger, budget monitoring, procurement, vendor payments, bank reconciliations, cash management, and preparing various reports. Grant administration and compliance is the responsibility of the District. The financial services would not include services related to payroll or other Internal Revenue Service reporting. The agreement would be for a period of two years beginning October 1, 2012 and ending September 30, 2014.

FISCAL IMPACT: The fee for providing the services will be \$12,000 per year payable in quarterly installments.

ATTACHMENTS:

[Resolution](#)

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING AN INTERLOCAL AGREEMENT WITH THE TEMPLE HEALTH AND BIOSCIENCE ECONOMIC DEVELOPMENT DISTRICT TO PROVIDE FINANCIAL ADMINISTRATION SERVICES; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the interlocal agreement with the Temple Health and Bioscience Economic Development District expired on September 30, 2012;

Whereas, the District Chairman has proposed that the agreement for the City to provide financial services for the District be renewed for an additional two year period;

Whereas, the City would be responsible for maintaining the general ledger, budget monitoring, procurement, vendor payments, bank reconciliations, cash management, and preparing various reports – grant administration and compliance will continue to be the responsibility of the District;

Whereas, the agreement will be for a period of two years beginning October 1, 2012 and ending September 30, 2014;

Whereas, the Staff recommends approving an interlocal agreement with the Temple Health and Bioscience Economic Development District for an additional two year period; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes the City Manager, or his designee, to execute an interlocal agreement between the City of Temple and Temple Health and Bioscience Economic Development District, after approval as to form by the City Attorney, to provide financial administration services for an additional two year period beginning October 1, 2012 and ending September 30, 2014.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the **6th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, MAYOR

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(H)
Consent Agenda
Page 1 of 6

DEPT. / DIVISION SUBMISSION & REVIEW:

Beverly Zendt, Interim Director of Planning

ITEM DESCRIPTION: SECOND READING - Z-FY-13-13: Consider adopting an ordinance authorizing a zone change from Agricultural District (AG) to Single Family- One (SF-1) For Lots 1-3 and Lot 5 – 20 Block 1, and all of Blocks 2-5, The Highlands Phase 1, located on the north side of West Adams Avenue, west of Windmill Farms Subdivision.

PLANNING AND ZONING COMMISSION RECOMMENDATION: At its April 15, 2013 meeting, the Planning and Zoning Commission voted 9/0 to recommend approval of the proposed rezoning.

STAFF RECOMMENDATION: Adopt ordinance as presented in item description, on second and final reading.

Staff recommends approval of the proposed rezoning for the following reasons:

- The proposed rezoning is compatible with the existing development pattern of the subdivision and provides the owners with an appropriate designation for this residential neighborhood;
- The proposed rezoning is compatible with the Temple Comprehensive Plan/Future Land Use map;
- The proposed rezoning ensures that future changes and transitions in this area will be compatible with the existing residential character of the subdivision.

ITEM SUMMARY: In 1996, the City of Temple annexed a 4.67 square mile tract in west Temple that included the Highlands Phase 1 subdivision. Per the Unified Development Code Section 4.2, all territory annexed to the city must be temporarily classified as AG, Agricultural Zoning District, until the City Council establishes a permanent zoning district for the property. The procedure for establishing permanent zoning on annexed territory must conform to the procedures governing standard rezoning. This area, although currently zoned Agricultural, was designed and constructed as a single family neighborhood in the mid-1980's. Lot sizes range from ¼ acre to ½ acre with all uses identified as single family detached residential. This request is being brought forward by the City of Temple to assign a permanent zoning designation to the area that is compatible with the existing development pattern and that is consistent with the Temple Comprehensive Plan/Future Land Use Map.

A "neighborhood meeting" was held on April 2, 2013 in City Council Chambers from at 5:00 p.m. Staff prepared a presentation addressing multiple topics related to the rezoning to include:




- The 1996 Annexation and temporary zoning classification,
- The rezoning process,
- Full schedule for change of zoning process,
- Differences between AG zoning classification and SF-1 zoning classification, and
- Common property owner questions.



Additional questions and comments from property owners related to the following:

- The effect of rezoning on school district designation;
- The extension of city sewer to the subdivision;
- The 1996 Annexation; and
- Surrounding zoning designations.

A revised presentation was posted on the planning page of the city's website. The revised presentation included new questions raised at the neighborhood meeting.

SURROUNDING PROPERTY AND USES: The following table shows the subject property, existing zoning, and current land uses:

Subject Property	AG	Single Family Detached homes. Image from St. Andrews at the entrance	
South across FM 2305	UE	Church/ Residential	
North	AG	Undeveloped	

East	AG	Undeveloped	
West	UE	Residential	

COMPREHENSIVE PLAN COMPLIANCE: The proposed rezoning relates to the following goals, objectives or maps of the Comprehensive Plan and Sidewalk and Trails Plan:

Document	Policy, Goal, Objective or Map	Site Conditions	Compliance?
CP	Map 3.1 - Future Land Use and Character (FLUP)	Suburban Residential**	Y
CP	Map 5.2 - Thoroughfare Plan	FM 2305 – Major Arterial** Ben Nevis Lane 30' wide ; St. Andrew's Place 40' wide; Inverness Road 30' wide	Y
CP	Goal 4.1 - Growth and development patterns should be consistent with the City's infrastructure and public service capacities	Subject area is served by City of Temple water by means of a 10" water line. Existing lots have onsite sewage (septic) facilities.	Y
STP	Temple Trails Master Plan Map and Sidewalks Ordinance	West Adams Ave has been identified and constructed as a Citywide Spine Trail	Y

CP = Comprehensive Plan STP = Sidewalk and Trails Plan** See explanation below

Future Land Use and Character Plan (FLUP) (CP Map 3.1)

The Land Use and Character Map identify this area as Suburban Residential allowing for mid-size single family detached homes identified in the Unified Development Code. According to the Comprehensive Plan, development in this district should feature curvilinear streets, increased open space and vegetation, variation in the building envelope, and larger varied lot sizes. The development pattern of this subdivision is compatible with this land use designation.

Thoroughfare Plan (CP Map 5.2)

The Thoroughfare Plan identifies West Adams Ave as a Major Arterial which supports adjacent residential and commercial development. Major arterials can intersect with both collectors and local streets although driveway access is restricted. All streets within the subdivision are built to a local street or local collector street standard.

Temple Trails Master Plan Map and Sidewalks Ordinance

West Adams Avenue currently provides a 10' sidewalk in accordance with Article 8 of the Unified Development Code. No sidewalks are required within the existing residential development.

DEVELOPMENT REGULATIONS: Dimensional standards for both zoning districts are depicted below:

Article 4: Zoning Districts
Sec. 4.5. Residential Dimensional Standards

4.5.1 Single-Family Detached Dwelling

Type of Use	AG	UE	SF-1	SF-2	SF-3	SFA-1	SFA-2	SFA-3	TH	2F	MF-1	MF-2	MF-3	O-1	O-2	NS	GR	CA	C	LI	HI	
Min. Lot Area (sq. ft.)	1 ac.	22,500	7,500	5,000	4,000	5,000	3,000	2,300	4,000	6,000	6,000	5,000	--	6,000	6,000	6,000	5,000	5,000	5,000	--	--	
Min. Lot Width (ft.)	100	80	60	50	40	50	30	20	40	50	50	50	--	50	50	50	50	50	50	--	--	
Min. Lot Depth (ft.)	150	125	100	100	100	100	100	100	100	100	100	100	--	100	100	100	100	100	100	--	--	
Min. Front Yard Setback (ft.)	50	30	25	25	15	25	15	15	15	25	25	25	--	25	25*	15	15	See 4.4.4F.1.d*			--	--
Min. Side Yard Setback (ft.)	15	15	10% of lot width 6 min 7.5 max	5	5	5	5	5	10% width of lot 5 min	5	10% of lot width 5 min		--	10% of lot width 5 min	10% of lot width 5 min*	10% of lot width 5 min					--	--
Min. Side (Corner) Yard Setback (ft.)	15	15	15	15	15	15	15	15	15	15	15	15	--	15	15*	15	15	15	15	--	--	
Min. Rear Yard Setback (ft.)	10	10	10	10	10	10	10	10	10	10	10	10	--	10	10	10	10	10	10	--	--	
Max. Building Coverage (%) for Rear Half of Lot	50	50	50	50	50	50	50	50	50	50	50	50	--	50	50	50	50	50	50	--	--	
Max. Height (stories)	3	3	2	2 ½	2 ½	2 ½	2 ½	2 ½	2 ½	2 ½	3	4	--	3	ALH	2 ½	3	ALH	ALH	--	--	

ALH = Any legal height not prohibited by other laws -- = Use not permitted NA = Use permitted but standard does not apply * = See Sec. 4.4, Measurements and Special Cases

Temple, Texas Unified Development Code

Effective 12/16/10 • Last Amended 07/19/12

4-19

PUBLIC NOTICE: On March 25, 2013, 25 notices of the Planning and Zoning Commission public hearing were sent out to property owners within 200' of case Z-FY-13-13 as required by State law and City Ordinance. An additional 48 notices were mailed out to property owners within the boundary of the area being considered for rezoning. As of Tuesday May 7, 2013, of the 48 property owners who were noticed within the rezoning boundary: four notices were returned in favor of the proposed rezoning; four notices were returned in opposition to the proposed rezoning and one notice was returned expressing neither support nor opposition to the proposed rezoning. An additional three notices, from property owners within 200' of the proposed rezoning, were returned in support of the proposed rezoning.

The newspaper printed notice of the Planning and Zoning Commission public hearing on April 4, 2013 in accordance with state law and local ordinance.

FISCAL IMPACT: Not Applicable

ATTACHMENTS:

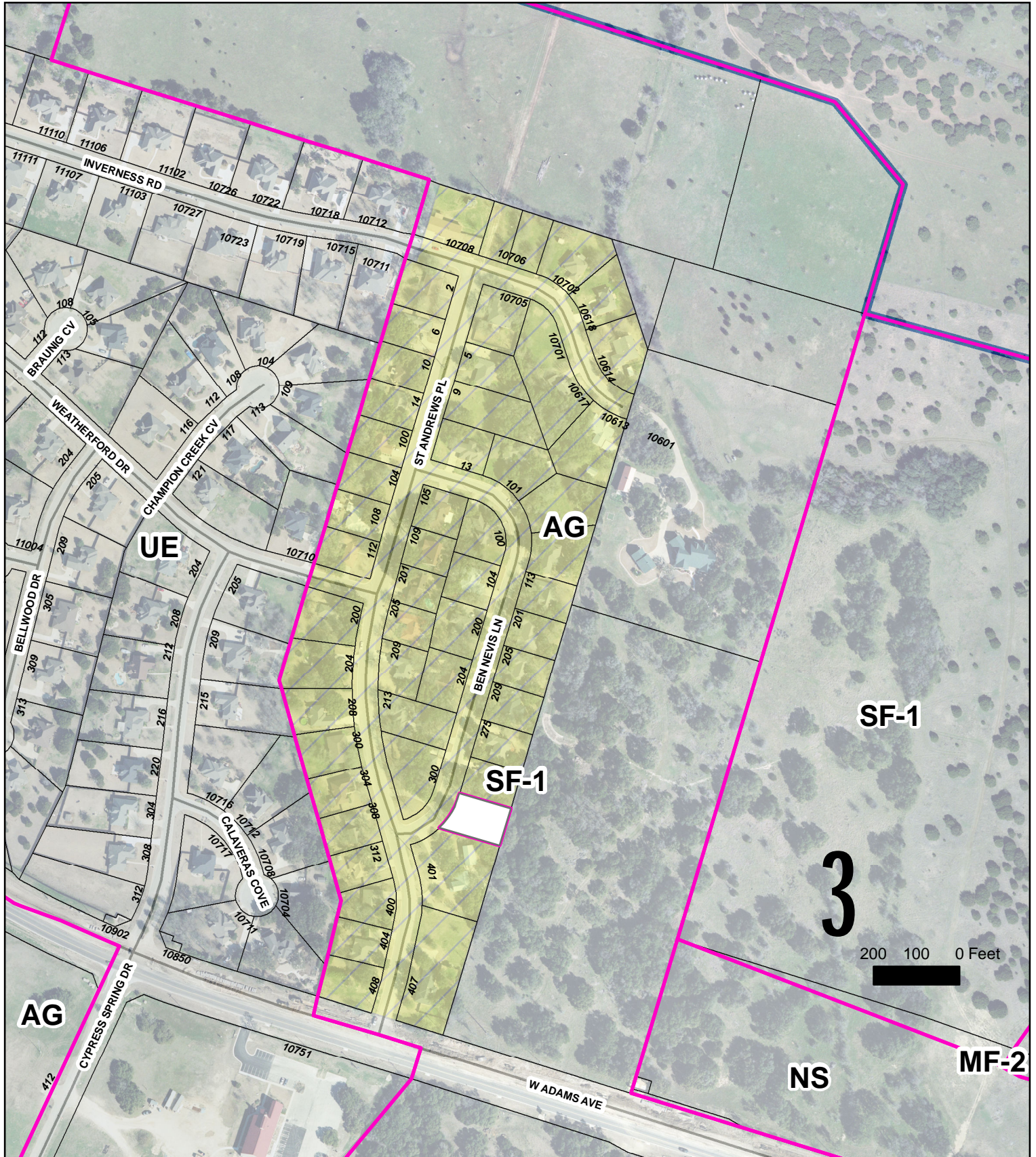
[Zoning and Location Map](#)
[Notice Map and Response Letters](#)
[PZ Excerpts](#)
[Ordinance](#)






Z-FY-13-13

Highlands Phase I Rezoning: Agricultural to Single Family I

Highlands Phase I
NW W.
Adams Avenue



 Zoning  Cases 1234 Addresses  City Limits

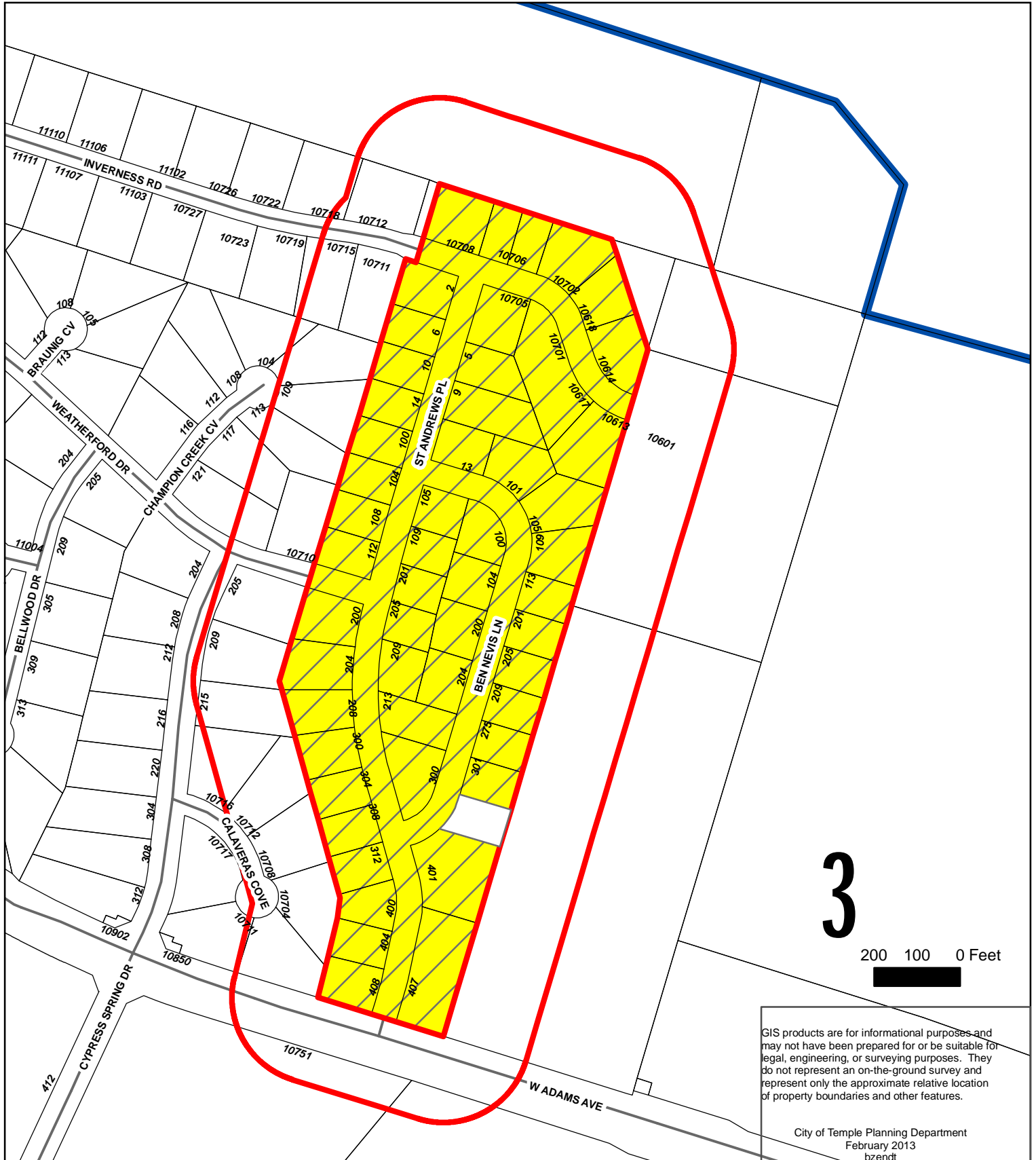
GIS products are for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. They do not represent an on-the-ground survey and represent only the approximate relative location of property boundaries and other features.



Z-FY-13-13

Highlands Phase I Rezoning: Agricultural to Single Family I

Highlands Phase I
NW W.
Adams Avenue



 Cases_Buffer  Cases 1234Addresses  TempleSDE.GIS.Temple_Boundary



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

Bobby M. Bradley
105 St Andrews Place
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval (☐) denial of this request.

Comments:

B.M. Bradley
Signature

3-23-13

B.M. BRADLEY
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAR 26 2013

City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

Beth Etvir Fayne Holloway
401 St Andrews Place
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval (☐) denial of this request.

Comments:

Beth Holloway
Signature

Beth Holloway
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED
MAR 25 2013
City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE

Patrick Etux Rachel Johnson
2 St Andrews Place
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval () denial of this request.

Comments:

I AGREE W/ THE ZONE CHANGE. IT WOULD BE BENEFICIAL FOR THIS NEIGHBORHOOD TO BE ZONED TO A STANDARD OF OTHER LIKE AREAS. IT GIVES US AS HOMEDOWNERS A BETTER DEFINED SCOPE OF WHAT WE CAN/CANT DO WITH OUR HOMES. APPROVAL OF THIS ZONE CHANGE IS THE BEST OPTION FOR OUR NEIGHBORHOOD.


Signature

Patrick Johnson
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 04 2013

City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

Joel & Donna Weatherford
404 St Andrews Place
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend () approval

(☒) denial of this request.

Comments:

Signature

Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED
MAR 28 2013
City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE

David & Pamela Marmon
Revocable Living Trust
205 Ben Nevis Lane
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend () approval (✓) denial of this request.

Comments:

David Marmon

Pamela Marmon

Signature

DAVID MARMON

Pamela MARMON

Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAR 28 2013

City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

Dennis & Dorothy Zacha
10708 Inverness Road
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend () approval ☒ denial of this request.

Comments:

Annexed = increased taxes
Rezoning = more increased taxes

Dennis W. Zacha / Dorothy Zacha
Signature

DENNIS W. ZACHA / DOROTHY ZACHA
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 02 2013

City of Temple
Planning & Development



RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE

Oscar Jr. Etux Geraldine Houser
205 St Andrews Place
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend () approval () denial of this request.

Comments:

I Am On The Fence About This MATter. I defer To
my Neighbors. We WANT To Get Sewer Service here!
How soon Can That happen?

Oscar S. Houser
Signature

Oscar S. Houser
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 09 2013

City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE

David Etux Barbara Hardwick
10708 Calaveras Cove
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

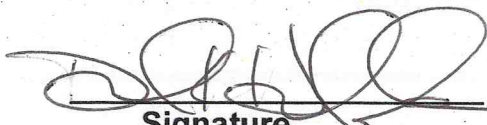
Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval (☐) denial of this request.

Comments:


Signature

DAVID K. HARDWICK
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 08 2013

City of Temple
Planning & Development

Number of Notices Mailed: 25

Date Mailed: March 25, 2013



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

James Etux Kimberly Maddox
205 Cypress Springs Drive
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

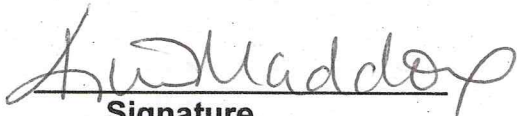
Project Manager: Beverly Zendt

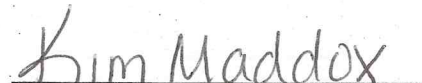
Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval (☐) denial of this request.

Comments:


Signature


Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED
MAR 26 2013
City of Temple
Planning & Development

Number of Notices Mailed: 25

Date Mailed: March 25, 2013



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

Clayton Etux Michelle Crews
117 Champion Creek Cove
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

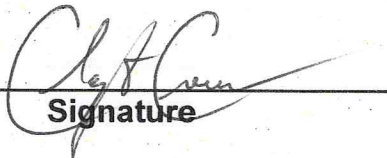
Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval (☐) denial of this request.

Comments:


Signature

Clayton Crews
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 04 2013

City of Temple
Planning & Development

Number of Notices Mailed: 25

Date Mailed: March 25, 2013



**RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE**

Mary Martinez
407 St Andrews Place
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend () approval (✓) denial of this request.

Comments:


Signature

MARY A Martinez
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 15 2013

City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013



RESPONSE TO PROPOSED
ZONING REQUEST
CITY OF TEMPLE

Wayne Etux Judith Parker
301 Ben Nevis Lane
Belton, Texas 76513

Zoning Application Number: Z-FY-13-13

Project Manager: Beverly Zendt

Location: On the north side of West Adams Avenue, west of Windmill Farms Subdivision

The proposed zone change for permanent zoning after annexation is the area shown in hatched marking on the attached map. Because you own property within this area, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of your property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval () denial of this request.

Comments:

Wayne Parker
Signature

Wayne B. Parker
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than April 15, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 18 2013

City of Temple
Planning & Development

Number of Notices Mailed: 48

Date Mailed: March 25, 2013

EXCERPTS FROM THE
PLANNING & ZONING COMMISSION MEETING
MONDAY, APRIL 15, 2013

ACTION ITEMS

Item 5: Z-FY-13-13 - Hold a public hearing to consider and recommend action on a zone change from Agricultural District (AG) to Single Family One District (SF-1) for lots 1-3 and Lots 5-20, Block 1, and all of Blocks 2 – 5, The Highlands Phase 1, located on the north side of West Adams Avenue, west of Windmill Farms Subdivision. (City-Initiated)

Commissioner Johnson stated he would abstain from this item.

Ms. Zendt stated this was a City initiated rezoning and will go forward to City Council on May 16th for first reading and June 5th for second reading.

This subject area was annexed in 1996 as part of a 4.67 square mile area brought into the City. At that time and in accordance with the applicable regulations, the property had a temporary zoning designation of Agricultural (AG). The subdivision was already constructed and built as a single family residential subdivision in the 1980s.

The purpose of the rezoning is to establish an appropriate zoning designation for the area that is compatible with the existing development pattern already on the ground and consistent with the City's Future Land Use and Character Map which designate the area as Suburban-Residential—appropriate for mid-sized residential lots.

Surrounding properties include Urban Estates (UE) to the south, undeveloped land lies to the north and east, and a residential subdivision to the west.

Several allowed and prohibited uses in AG and Single Family-One (SF-1) are given.

Dimensional requirements will vary. Most of the existing lots range from a quarter of an acre to half an acre, depending on the location, and fall into the SF-1 range. The setbacks will change from AG with a 15 foot minimum setback to a six foot minimum setback in SF-1.

West Adams is constructed as a major arterial and all streets within the subdivision have been constructed to local street or local collector street standards. West Adams already has a 10 foot sidewalk constructed and is currently served by Temple water with a 10-inch water line serving the subdivision. On-site sewage facilities are currently in effect for wastewater needs.

Forty-eight property owner notices were mailed out: three notices were received in favor, four notices were in opposition; and one notice was on the fence.

On April 2nd, Staff held a neighborhood meeting which had approximately 12 property owners in attendance. A slideshow presentation was given explaining why and how the annexation process occurred, why the AG zoning was designated, and why the SF-1 rezoning was initiated.

Staff recommends approval of the rezoning because it is compatible with the existing development pattern of the residential neighborhood, provides the owners with an appropriate zoning designation for the residential area, the rezoning is compatible with the Comprehensive Plan and the Future Land Use and Character Map, and the proposed rezoning ensures that future changes and transitions in the area will be compatible with the existing residential character of the subdivision.

Vice-Chair Sears asked about possible sewer facilities clarification for the subdivision. Ms. Zendt stated the City has a wastewater fund and a certain amount of money is set aside every year and primarily used for cost sharing and new development projects. There is a provision that allows that funding to be used for the extension of sewer to existing subdivisions. Ms. Zendt is not familiar with all of the aspects of the adopted Ordinance but knows it requires a petition and a certain percentage of the landowners to be agreeable to participate in the cost sharing. There is formula used which breaks down the percentage of what the City and the homeowners each pay for the facilities. There are several preliminary steps that need to be taken and then it is taken forward for City Council approval. Ms. Zendt explained that the extension of sewer services was not a requirement and was generally brought forward when initiated by the property owners.

Information about sewer facilities was given at the neighborhood meeting but to date, Ms. Zendt has not had any calls or emails regarding the issue.

Chair Staats opened the public hearing.

There being no speakers, the public hearing was closed.

Vice-Chair Sears made a motion to approve Item 5, Z-FY-13-13, and Commissioner Talley made a second.

Motion passed: (8:0)

Commissioner Johnson abstained

ORDINANCE NO. _____

(PLANNING NO. Z-FY-13-13)

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A REZONING FROM AGRICULTURAL DISTRICT (AG) TO SINGLE FAMILY-ONE (SF-1) DISTRICT ON LOTS 1-3 AND LOTS 5-20, BLOCK 1 AND ALL OF BLOCKS 2-5 OF THE HIGHLANDS PHASE I, LOCATED ON THE NORTH SIDE OF WEST ADAMS AVENUE, WEST OF WINDMILL FARMS SUBDIVISION; PROVIDING A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; AND PROVIDING AN OPEN MEETINGS CLAUSE.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, THAT:

Part 1: The City Council approves a permanent zoning from Agricultural District (AG) to Single Family-One (SF-1) on lots 1-3 and lots 5-20, block 1 and all of blocks 2-5, The Highlands Phase I, located on the north side of west Adams Avenue, west of Windmill Farms Subdivision, more fully described in Exhibit A, attached hereto and made a part hereof for all purposes.

Part 2: The City Council directs the Director of Planning to make the necessary changes to the City Zoning Map accordingly.

Part 3: It is hereby declared to be the intention of the City Council that the sections, paragraphs, sentences, clauses, and phrases of this ordinance are severable and, if any phrase, clause, sentence, paragraph or section of this ordinance should be declared invalid by the final judgment or decree of any court of competent jurisdiction, such invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs or sections of this ordinance, since the same would have been enacted by the City Council without the incorporation in this ordinance of any such phrase, clause, sentence, paragraph or section.

Part 4: This ordinance shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Temple, Texas, and it is accordingly so ordained.

Part 5: It is hereby officially found and determined that the meeting at which this Ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED on First Reading and Public Hearing on the **16th** day of **May**, 2013.

PASSED AND APPROVED on Second Reading on the **6th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(I)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Jonathan Graham, City Attorney

ITEM DESCRIPTION: SECOND READING: Consider adopting an ordinance amending Chapter 21, “Minimum Building Standards,” of the Code of Ordinances of the City of Temple, Texas.

STAFF RECOMMENDATION: Adopt ordinance as presented in item description, on second and final reading.

ITEM SUMMARY: Code revisions include the incorporation of the statutory requirements set forth in Chapter 54 and Chapter 214 of the Texas Local Government Code. The revisions provide a clearer definition of what constitutes a “dangerous building or structure” and a more streamlined process for ordering the repair and demolition of a dangerous building or structure. The changes also ensure that the City’s policies and practices with respect to code enforcement and condemning (demolishing) substandard and dangerous structures will withstand the constitutionality test outlined in *City of Dallas v. Stewart*, 361 S.W.3d 562 (Tex. 2012). The cumulative effect of the changes should bring greater clarification and guidance for the City’s Building Official and the Building & Standards Commission.

FISCAL IMPACT: None

ATTACHMENTS:

[Ordinance](#)

ORDINANCE NO. 2013-4586

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AMENDING CHAPTER 21, "MINIMUM BUILDING STANDARDS," OF THE CODE OF ORDINANCES OF THE CITY OF TEMPLE; PROVIDING A REPEALER; PROVIDING A SAVINGS CLAUSE; PROVIDING A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the Staff recommends amending Chapter 21, "Minimum Building Standards," of the Code of Ordinances to incorporate statutory requirements set forth in Chapter 54 and Chapter 214 of the Texas Local Government Code;

Whereas, the revisions provide a clearer definition of what constitutes a "dangerous building or structure" and a more streamlined process for ordering the repair and demolition of a dangerous building or structure;

Whereas, the revisions will also ensure that the City's policies and practices with respect to code enforcement and condemning (demolishing) substandard and dangerous structures will withstand the constitutionality test and will bring greater clarification and guidance of the City's Building Official and the Building & Standards Commission; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, THAT:

Part 1: The City Council amends Chapter 21, "Minimum Building Standards," of the Code of Ordinances of the City of Temple, Texas, as outlined in Exhibit A, attached hereto and incorporated herein for all purposes.

Part 2: All ordinances or parts of ordinances in conflict with the provisions of this ordinance are to the extent of such conflict hereby repealed.

Part 3: It is hereby declared to be the intention of the City Council that the sections, paragraphs, sentences, clauses and phrases of this ordinance are severable and, if any phrase, clause, sentence, paragraph or section of this ordinance should be declared invalid by the final judgment or decree of any court of competent jurisdiction, such invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs and sections of this ordinance, since the same would have been enacted by the City Council without the incorporation in this ordinance of any such invalid phrase, clause, sentence, paragraph or section.

Part 4: This ordinance shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Temple, Texas, and it is accordingly so ordained.

Part 5: It is hereby officially found and determined that the meeting at which this ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED on First Reading and Public Hearing on the **16th** day of **May**, 2013.

PASSED AND APPROVED on Second Reading on the **6th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, MAYOR

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(J)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Jonathan Graham, City Attorney

ITEM DESCRIPTION: SECOND READING: Consider adopting an Ordinance approving and adopting rate schedule “RRM – Rate Review Mechanism” for Atmos Energy Corporation, Mid-Tex Division to be in force in the City of Temple for a period of time as specified in the rate schedule.

STAFF RECOMMENDATION: Adopt ordinance as presented in item description, on second and final reading.

ITEM SUMMARY: The City of Temple is a gas utility customer of Atmos Energy Corporation, Mid-Tex Division and a regulatory authority with an interest in the rates and changes of Atmos Mid-Tex. The City is a member of the Atmos Cities Steering Committee (ACSC), a coalition of cities which retain original jurisdiction over the rates and services of Atmos Mid-Tex.

In 2007, ACSC member cities and Atmos Mid-Tex developed the RRM tariff that allows for an expedited rate review process controlled by the cities as a substitute for the legislatively-constructed Gas Reliability Infrastructure Program (GRIP). The GRIP does not permit the City to review rate increases. The RRM process permits City review of the requested rate increases and provides for a holistic review of the true cost of service for Atmos Mid-Tex. The initial tariff expired in 2011.

ACSC’s representatives have worked closely with Atmos Mid-Tex to negotiate a renewal of the RRM process that avoids litigation and Railroad Commission filings and the ACSC Executive Committee recommended ACSC members approve the negotiated new RRM tariff. The new rate schedule provides for a reasonable expedited rate review process that is a substitute for, and is superior to, the statutory GRIP process. The expedited rate review process avoids piecemeal ratemaking.

FISCAL IMPACT: Not Applicable

ATTACHMENTS:

[Ordinance](#)

ORDINANCE NO. _____

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, APPROVING AND ADOPTING RATE SCHEDULE “RRM – RATE REVIEW MECHANISM” FOR ATMOS ENERGY CORPORATION, MID-TEX DIVISION TO BE IN FORCE IN THE CITY FOR A PERIOD OF TIME AS SPECIFIED IN THE RATE SCHEDULE; ADOPTING A SAVINGS CLAUSE; DETERMINING THAT THIS ORDINANCE WAS PASSED IN ACCORDANCE WITH THE REQUIREMENTS OF THE TEXAS OPEN MEETINGS ACT; DECLARING AN EFFECTIVE DATE; AND REQUIRING DELIVERY OF THIS ORDINANCE TO THE COMPANY AND ACSC LEGAL COUNSEL; .

Whereas, the City of Temple, Texas (“City”) is a gas utility customer of Atmos Energy Corp., Mid-Tex Division (“Atmos Mid-Tex” or “the Company”), and a regulatory authority with an interest in the rates and charges of Atmos Mid-Tex;

Whereas, the City is a member of the Atmos Cities Steering Committee (“ACSC”), a coalition of cities, most of whom retain original jurisdiction over the rates and services of Atmos Mid-Tex;

Whereas, in 2007 ACSC member cities and Atmos Mid-Tex collaboratively developed the Rate Review Mechanism (“RRM”) Tariff that allows for an expedited rate review process controlled by cities as a substitute for the legislatively-constructed Gas Reliability Infrastructure Program (“GRIP”);

Whereas, the GRIP mechanism does not permit the City to review rate increases, and constitutes piecemeal ratemaking and the RRM process permits City review of requested rate increases and provides for a holistic review of the true cost of service for Atmos Mid-Tex;

Whereas, the initial RRM tariff expired in 2011 and ACSC’s representatives have worked with Atmos Mid-Tex to negotiate a renewal of the RRM process that avoids litigation and Railroad Commission filings;

Whereas, the ACSC’s Executive Committee and ACSC’s legal counsel recommend ACSC members approve the negotiated new RRM tariff;

Whereas, the attached Rate Schedule “RRM – Rate Review Mechanism” (“RRM Tariff”) provides for a reasonable expedited rate review process that is a substitute for, and is superior to, the statutory GRIP process;

Whereas, the expedited rate review process as provided by the RRM Tariff avoids piecemeal ratemaking;

Whereas, the RRM tariff reflects the ratemaking standards and methodologies authorized by the Railroad Commission in the most recent Atmos Mid-Tex rate case, G.U.D. No. 10170;

Whereas, the RRM Tariff provides for an annual reduction in Atmos Mid-Tex’s requested rate increase of at least \$3 million;

Whereas, the RRM Tariff provides for a lower customer charge than if Atmos Mid-Tex pursued GRIP filings and the attached RRM Tariff as a whole is in the public interest; and

Whereas, the City Council has considered the matter and deems it in the public interest to approve this action.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, THAT:

Part 1: That the findings set forth in this Ordinance are hereby in all things approved and that the City Council finds that the RRM Tariff, which is attached hereto and incorporated herein as Attachment A, is reasonable and in the public interest, and is hereby in force and effect in the City.

Part 2: That to the extent any resolution or ordinance previously adopted by the City Council is inconsistent with this Ordinance, it is hereby repealed.

Part 3: That if any one or more sections or clauses of this Ordinance is judged to be unconstitutional or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of this Ordinance and the remaining provisions of the Ordinance shall be interpreted as if the offending section or clause never existed.

Part 4: That this Ordinance shall become effective from and after its passage.

Part 5: That a copy of this Ordinance shall be sent to Atmos Mid-Tex, care of Christopher Felan, Vice President of Rates and Regulatory Affairs for Atmos Mid-Tex Division, Atmos Energy Corporation, 5420 LBJ Freeway, Suite 1600, Dallas, Texas 75240, and to Geoffrey Gay, General Counsel to ACSC, at Lloyd Gosselink Rochelle & Townsend, P.C., 816 Congress Avenue, Suite 1900, Austin, Texas 78701.

Part 6: It is hereby officially found and determined that the meeting at which this ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED on First Reading and Public Hearing on the **16th** day of **May**, 2013.

PASSED AND APPROVED on First Reading and Public Hearing on the **2nd** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(K)
Consent/ Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Gary Smith, Chief of Police

ITEM DESCRIPTION: Consider adopting a resolution authorizing the grant application for the Bureau of Justice Assistance Bulletproof Vest Partnership Program of 2013 for the purchase of ballistic vests and replacements for the Police Department in the amount of \$17,094, with \$8,547 of required City matching funds.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: The Temple Police Department desires approval apply for grant funds available through the Department of Justice, Bureau of Justice Assistance Bulletproof Vest Partnership Program. If awarded, this will be the 12th grant received from this program. The grant requires a City match of 50% of the cost associated with the purchase of new ballistic vests. The Police Department buys vests on a yearly basis and budgets for the matching funds required by the grant.

FISCAL IMPACT: If awarded the grant, the City will receive \$8,547 in grant funds. The City's match will be \$8,547. Total funding for the purchase of 21 vests will be \$17,094.

A budget adjustment is presented for Council's approval designating the City's grant match of \$8,547 in account 110-0000-352-1345 from the Police Department's FY 2013 operating budget, account 110-2031-521-2113, Clothing and Uniforms.

The grant funds are reimbursed to the City after the purchase is completed.

ATTACHMENTS:

[Budget Adjustment
Resolution](#)

FY 2013

BUDGET ADJUSTMENT FORM

Use this form to make adjustments to your budget. All adjustments must balance within a Department.

Adjustments should be rounded to the nearest \$1.

+

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ACCOUNT NUMBER	PROJECT #	ACCOUNT DESCRIPTION	INCREASE		DECREASE	
110-0000-352-13-45		Desg Cap Proj - Bulletproof Vest Grant	\$ 8,547			
110-2031-521-21-13		Clothing & Uniforms			8,547	
		DO NOT POST				
TOTAL.....			\$ 8,547		\$ 8,547	

EXPLANATION OF ADJUSTMENT REQUEST: Include justification for increases AND reason why funds in decreased account are available.

To designate funds for the FY 2013 Bulletproof Vest Partnership Program Grant match.

DOES THIS REQUEST REQUIRE COUNCIL APPROVAL?

x

Yes

No

DATE OF COUNCIL MEETING

6/6/2013

WITH AGENDA ITEM?

X

☒ Yes

No

Department Head/Division Director

Date _____

Approved

Disapproved

Finance

Date _____

Approved

Disapproved

City Manager

Date _____

Approved

Disapproved

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A GRANT APPLICATION TO THE BUREAU OF JUSTICE ASSISTANCE BULLETPROOF VEST PARTNERSHIP PROGRAM OF 2013 FOR THE PURCHASE OF BALLISTIC VESTS AND REPLACEMENTS FOR THE TEMPLE POLICE DEPARTMENT, IN THE AMOUNT OF \$17,094, WITH 50% REQUIRED CITY MATCHING FUNDS (\$8,547); AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the Temple Police Department desires to submit an application to the Bureau of Justice Assistance Bulletproof Vest Program which is available to provide units of local government funds to purchase bulletproof vests for police officers;

Whereas, the grant requires a City match of 50% of the costs associated with the purchase of new ballistic vests, which will be \$8,547;

Whereas, if awarded the grant, this will be the City's 12th grant received from this program - the City will receive \$17,094 in grant funds, which will purchase approximately 21 ballistic vests;

Whereas, a budget adjustment is presented for Council's approval designating the City's grant match of \$8,547 in Account No. 110-0000-352-1345 from the Police Department's FY 2013 operating budget and from Account No. 110-2031-521-2113 from the Police Department's Clothing and Uniform Account; and

Whereas, the City Council has considered the matter and deems it in the public interest to authorize this action.

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

Part 1: The City Council authorizes an application to the Bureau of Justice Assistance (BJA) funding under the Bulletproof Vest Partnership Grant Program of 2013 to purchase bulletproof vests and replacements for the Temple Police Department, and commits to the City's matching funds of \$8,547.

Part 2: The City Council approves an amendment to the FY12-13 budget, substantially in the form of the copy attached as Exhibit A.

Part 3: The City Manager, or his designee, is authorized to execute any documents which may be necessary to apply, accept funds, or implement or renew this grant, after approval as to form by the City Attorney.

Part 4: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the **6th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #7(L)
Consent Agenda
Page 1 of 1

DEPT./DIVISION SUBMISSION & REVIEW:

Traci Barnard, Director of Finance

ITEM DESCRIPTION: Consider adopting a resolution authorizing budget amendments for fiscal year 2012-2013.

STAFF RECOMMENDATION: Adopt resolution as presented in item description.

ITEM SUMMARY: This item is to recommend various budget amendments, based on the adopted FY 2012-2013 budget. The amendments will involve transfers of funds between contingency accounts, department and fund levels.

FISCAL IMPACT: The total amount of budget amendments is \$869,228.

ATTACHMENTS:

[Budget Amendments](#)
[Resolution](#)

CITY OF TEMPLE
BUDGET AMENDMENTS FOR FY 2013 BUDGET
June 6, 2013

ACCOUNT #	PROJECT #	DESCRIPTION	APPROPRIATIONS	
			Debit	Credit
110-2011-521-1119		Overtime (Police Department)	\$ 13,576	
110-2011-521-1220		Retirement/Pension	\$ 2,444	
110-2011-521-1221		Social Security	\$ 197	
110-2011-521-1223		Workers Compensation	\$ 196	
110-0000-442-0718		Police Overtime		\$ 16,413
This budget adjustment recognizes a reimbursement from the Military Marathon and appropriates the associated expenditures in the salary and benefit accounts.				
110-2033-521-2120		Education/Recreation (Police Department)	\$ 250	
110-0000-442-0722		Police Donation		\$ 250
This budget adjustment recognizes a donation from Wal-Mart and appropriates expenditures for the Bike Rodeo.				
110-3250-551-2713		Miscellaneous Merchandise (Recreation - Summit)	\$ 300	
110-0000-445-1879		Summit Store Sales		\$ 300
This budget adjustment recognizes an increase in revenue and expenditures associated with the resale items at the Summit.				
110-3634-560-6310	100998	Capital Building & Grounds (Airport)	\$ 352,128	
110-0000-461-0554		Insurance Claims		\$ 352,128
This budget adjustment recognizes insurance claims received from TML and appropriates the expenditures for roof repairs at the Airport caused by hail damage in 2008.				
240-4400-551-1115		Skilled (Mayborn Center)	\$ 12,727	
240-4400-551-1220		Retirement/Pension	\$ 2,291	
240-4400-551-1221		Social Security	\$ 185	
240-4400-551-1223		Worker Compensation	\$ 32	
240-4400-551-1224		Unemployment Insurance	\$ 14	
240-4400-551-1226		Life Insurance	\$ 20	
240-4400-551-1227		AD&D Insurance	\$ 4	
240-4400-551-1228		Long Term Disability	\$ 32	
240-4400-551-1233		\$125 ICMA In Lieu of Insurance	\$ 500	
240-4400-551-6532		Contingency		\$ 15,805
This budget adjustment appropriates contingency funds to pay for an additional Sales & Marketing Specialist position for the Mayborn Center.				
351-1600-512-2560		Ad Valorem Taxes	\$ 2,459	
351-0000-490-2582		Transfer In - General Fund		\$ 2,459
110-9100-591-8151		Transfer Out - Capital Projects Fund	\$ 2,459	
110-0000-352-1345		Designated Capital Projects - Unallocated		\$ 2,459
This budget adjustment appropriates funds to cover property taxes due for City-owned properties at various locations.				

CITY OF TEMPLE
BUDGET AMENDMENTS FOR FY 2013 BUDGET
June 6, 2013

ACCOUNT #	PROJECT #	DESCRIPTION	APPROPRIATIONS	
			Debit	Credit
351-2200-522-2331		Instruments/Special Equipment	\$ 4,708	
351-0000-490-2582		Transfer In - General Fund		\$ 4,708
110-9100-591-8151		Transfer Out - Designated Capital Projects	\$ 4,708	
110-0000-352-1345		Designated Capital Projects - Fire Dept. Thermal Camera		\$ 4,708
This budget adjustment appropriates remaining funds designated for Fire Department thermal camera.				
365-2300-540-6110	100197	Land		\$ 193,316
365-9100-591-8110		Transfer Out - General Fund	\$ 193,316	
110-0000-490-2580		Transfer In - Other Funds		\$ 193,316
110-0000-352-1345		Designated for Capital Projects - Unallocated	\$ 193,316	
351-0000-490-2582		Transfer In - General Fund	\$ 41,683	
351-2300-540-6110	100197	Land		\$ 41,683
110-0000-352-1345		Designated for Capital Projects - Unallocated	\$ 41,683	
110-9100-591-8151		Transfer Out - Capital Projects		\$ 41,683
This budget adjustment reimburses Fund Balance for prior year expenditures for landfill expansion project totaling \$193,316 (FY 2011 @ \$30,000 and FY 2012 @ \$163,316.44). In addition, we are "sweeping" the remaining funds originally allocated for the landfill project back to the General Fund Fund Balance in the amount of \$41,683.				
TOTAL AMENDMENTS			\$ 869,228	\$ 869,228
GENERAL FUND				
Beginning Contingency Balance			\$	-
Added to Contingency Sweep Account			\$	-
Carry forward from Prior Year			\$	-
Taken From Contingency			\$	-
Net Balance of Contingency Account			\$	-
Beginning Judgments & Damages Contingency			\$	80,000
Added to Contingency Judgments & Damages from Council Contingency			\$	-
Taken From Judgments & Damages			\$	(39,859)
Net Balance of Judgments & Damages Contingency Account			\$	40,141
Beginning Compensation Contingency			\$	403,000
Added to Compensation Contingency			\$	-
Taken From Compensation Contingency			\$	(403,000)
Net Balance of Compensation Contingency Account			\$	-
Net Balance Council Contingency			\$	40,141
Beginning Balance Budget Sweep Contingency			\$	-
Added to Budget Sweep Contingency			\$	-
Taken From Budget Sweep			\$	-
Net Balance of Budget Sweep Contingency Account			\$	-
WATER & SEWER FUND				
Beginning Contingency Balance			\$	50,000
Added to Contingency Sweep Account			\$	-
Taken From Contingency			\$	(11,882)
Net Balance of Contingency Account			\$	38,118

CITY OF TEMPLE
BUDGET AMENDMENTS FOR FY 2013 BUDGET
June 6, 2013

ACCOUNT #	PROJECT #	DESCRIPTION	APPROPRIATIONS	
			Debit	Credit
		Beginning Compensation Contingency	\$	142,000
		Added to Compensation Contingency	\$	-
		Taken From Compensation Contingency	\$	(97,509)
		Net Balance of Compensation Contingency Account	\$	44,491
		Net Balance Water & Sewer Fund Contingency	\$	82,609
		HOTEL/MOTEL TAX FUND		
		Beginning Contingency Balance	\$	147,759
		Added to Contingency Sweep Account	\$	-
		Carry forward from Prior Year	\$	-
		Taken From Contingency	\$	(61,804)
		Net Balance of Contingency Account	\$	85,955
		Beginning Compensation Contingency	\$	10,100
		Added to Compensation Contingency	\$	-
		Taken From Compensation Contingency	\$	(10,100)
		Net Balance of Compensation Contingency Account	\$	-
		Net Balance Hotel/Motel Tax Fund Contingency	\$	85,955
		DRAINAGE FUND		
		Beginning Contingency Balance	\$	69,100
		Added to Contingency Sweep Account	\$	-
		Carry forward from Prior Year	\$	-
		Taken From Contingency	\$	-
		Net Balance of Contingency Account	\$	69,100
		Beginning Compensation Contingency	\$	25,100
		Added to Compensation Contingency	\$	-
		Taken From Compensation Contingency	\$	(25,100)
		Net Balance of Compensation Contingency Account	\$	-
		Net Balance Hotel/Motel Tax Fund Contingency	\$	69,100
		FED/STATE GRANT FUND		
		Beginning Contingency Balance	\$	-
		Carry forward from Prior Year	\$	39,839
		Added to Contingency Sweep Account	\$	114,528
		Taken From Contingency	\$	(11,413)
		Net Balance of Contingency Account	\$	142,954

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, APPROVING BUDGET AMENDMENTS TO THE 2012-2013 CITY BUDGET; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, on the 30th day of August, 2012, the City Council approved a budget for the 2012-2013 fiscal year; and

Whereas, the City Council deems it in the public interest to make certain amendments to the 2012-2013 City Budget.

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

Part 1: The City Council approves amending the 2012-2013 City Budget by adopting the budget amendments which are more fully described in Exhibit A, attached hereto and made a part hereof for all purposes.

Part 2: It is hereby officially found and determined that the meeting at which this Resolution is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED this the 6th day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



CITY COUNCIL ITEM MEMORANDUM

06/06/13

Item #8

Regular Agenda

Page 1 of 2

DEPT./DIVISION SUBMISSION & REVIEW:

Mark Baker, Planner

ITEM DESCRIPTION: FIRST READING – PUBLIC HEARING – A-FY-13-13: Consider adopting an ordinance authorizing abandonment and conveyance of an existing alley, being approximately 20 feet in width by 300 feet in length and reserving an easement for public utilities in the entire abandoned right-of-way, being a 0.138 ± acre tract of land located along the rear property lines of Lots 1 through 12 of Block 8, Freeman Heights Addition situated in the City of Temple, Bell County, Texas as described in the map or plat of record in Volume 98, Page 501, of the real property records of Bell County, Texas. The property is located at the southeast corner of South 31st Street and West Central Avenue.

STAFF RECOMMENDATION: Conduct a public hearing and consider the ordinance as presented, on first reading, and schedule second reading and final consideration for June 20, 2013.

ITEM SUMMARY: The applicant, the Bousquet Group engineering firm, has submitted a request on behalf of 1519 Central, LLC, to abandon a mid-block alleyway, a 20' wide by 300' long parcel of land as described above for the development of a proposed 14,820 square foot Walgreens store. The public alleyway was created by the original Freeman Heights Addition subdivision plat in 1891. The developer has contracted to purchase all of the property abutting the alley. The sellers have authorized the developer to represent their interests in matters related to the site redevelopment. Conveyance of the alley will not occur until all properties are under common ownership.

The alley currently contains a 6" city sewer line. The City's Utility Division within the Public Works/Engineering Department confirmed that the sewer line within the alley is inactive and may be abandoned without replacement. It is anticipated that Walgreens will re-establish sewer service from a capped point of the active sewer line within West Avenue "A" and then re-connect onto the site through a service line. Public Works staff is in process of reviewing preliminary plans.

Public utility providers servicing the area were notified. Several providers confirmed they have utilities within the alley which will need to be relocated. The developer has made agreements with these providers for relocation of the utilities. It is anticipated that the public utilities will be relocated jointly within the rights-of-way of both South 29th Street and West "A" Avenue. Additionally, it is anticipated that a public utility easement will be necessary along part of West Central Avenue. This easement will be dedicated with the replat.

Staff has worked with the developer to identify the following procedural steps to facilitate both the abandonment of the alley and the relocation of all affected utilities.

1. If adopted by ordinance, the alley will be closed and an easement will be reserved.
2. Once the developer has acquired the necessary properties, the City will convey the alley by Deed without Warranty, reserving a public utility easement if utility relocation is not complete.
3. Once the public facilities in the alley have been abandoned and relocated in accordance with approved plans, staff will present a Resolution to City Council to release the public easement in the alley.
4. At a later date, a Final Plat will be presented to the Planning Commission for consideration. The Final Plat will include information related to the following:
 - Recordation information of the ordinance closing the alley;
 - The Deed without Warranty;
 - The Resolution releasing the utility easement; and
 - The new on-site easement.

FISCAL IMPACT: If approved, the applicant will be allowed to purchase the abandoned alleyway which has a total fair market value of \$18,000.

ATTACHMENTS:

[Aerial Vicinity Map of Abandonment \(Block 8, Freeman Heights Addition subdivision\)](#)
[Surveyors Sketch](#)
[Ordinance](#)



(A-FY-13-13)

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING ABANDONMENT AND CONVEYANCE OF AN EXISTING ALLEY WITH A WIDTH OF 20 FEET AND A DEPTH OF 300 FEET, BEING A 0.138 ACRE TRACT OF LAND ALONG THE REAR PROPERTY LINES OF LOTS 1 THROUGH 12 OF BLOCK 8, FREEMAN HEIGHTS ADDITION, SITUATED IN THE CITY OF TEMPLE, BELL COUNTY, TEXAS AND LOCATED AT THE SOUTHEAST CORNER OF SOUTH 31ST STREET AND WEST CENTRAL AVENUE, AND RESERVING AN EASEMENT FOR PUBLIC UTILITIES IN THE ENTIRE ABANDONED RIGHT-OF-WAY; DECLARING FINDINGS OF FACT; PROVIDING A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the City has a request to abandon an existing alley with a width of 20 feet and a depth of 300 feet, being a 0.138 acre tract of land along the rear property lines of Lots 1 through 12 of Block 8, Freeman Heights Addition, situated in the City of Temple, Bell County, Texas, and located at the southeast corner of South 31st Street and West Central Avenue;

Whereas, the Bousquet Group engineering firm, has submitted an abandonment request on behalf of 1519 Central, LLC, for development of a proposed 14,820 square foot Walgreens store;

Whereas, the alley currently contains an inactive 6-inch diameter City wastewaterline, which the Public Works department proposes to abandon, as Walgreens will re-establish sewer service from a capped point of the active sewer line within West Avenue A;

Whereas, reservation of a public utility easement will be necessary until the other utility providers complete relocation of their facilities and authorize staff to present the City Council with a resolution releasing the utility easement; and

Whereas, the City Council has considered the matter and deems it in the public interest to declare approve this action.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, THAT:

Part 1: The City Council abandons an existing alley with a width of 20 feet and a depth of 300 feet, being a 0.138 acre tract of land along the rear property lines of Lots 1 through 12 of Block 8, Freeman Heights Addition, situated in the City of Temple, Bell County, Texas, and located at the southeast corner of West Central Avenue and South 31st Street, more fully described in Exhibit A, attached hereto for all purposes.

Part 2: The City Council reserves a public utility easement in the entire abandoned alley to protect existing public utility lines.

Part 3:, As consideration for the conveyance described in Part 1 hereof, 1519 Central LLC shall pay to the City of Temple the fair market value of the abandoned alley therein, in the amount of \$18,000.00.

Part 4:, The City Council authorizes the Mayor of the City of Temple, Texas, to execute a Deed Without Warranty conveying the rights and interests of the City of Temple, Texas, to the abutting property owner, which when done, shall be and become a binding act and deed of the City of Temple.

Part 5: If any provision of this ordinance or the application of any provision to any person or circumstance is held invalid, the invalidity shall not affect other provisions or applications of the ordinance which can be given effect without the invalid provision or application, and to this end the provisions of this ordinance are declared to be severable.

Part 6: It is hereby officially found and determined that the meeting at which this ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED on First Reading and Public Hearing on the 6th day of **June**, 2013.

PASSED AND APPROVED on Second Reading the 20th day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

ATTEST:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney

STATE OF TEXAS §

COUNTY OF BELL §

This instrument was acknowledged before me on the ____ day of _____, 2013, by, Daniel A. Dunn, Mayor of the City of Temple, Texas.

Notary Public, State of Texas



CITY COUNCIL ITEM MEMORANDUM

06/06/13
Item #9
Regular Agenda
Page 1 of 3

DEPT. / DIVISION SUBMISSION & REVIEW:

Mark Baker, Planner

ITEM DESCRIPTION: FIRST READING – PUBLIC HEARING – Z-FY-13-19: Consider adopting an ordinance authorizing a zone change from General Retail District (GR), Neighborhood Service District (NS), and Two Family District (2F) to General Retail District on Lots 1 – 12, Block 8, Freeman Heights Addition, being an area of \pm 2.066 acres, located at the southeast corner of South 31st Street and West Central Avenue.

PLANNING & ZONING COMMISSION RECOMMENDATION: At its May 6, 2013 meeting, the Planning and Zoning Commission voted 7 to 0 to recommend approval of the zone change from General Commercial district (GR), Neighborhood Services District (NS), and Two Family District (2F) to General Retail District (GR) for the above described property.

STAFF RECOMMENDATION: Conduct a public hearing and consider the ordinance as presented, on first reading, and schedule second reading and final consideration for June 20, 2013 for a zone change from “GR”, “NS” and “2F” to “GR” for the following reasons:

1. The proposed zoning is consistent with the Future Land Use Map which identifies this area as Auto-Urban Commercial;
2. The request complies with the Thoroughfare Plan;
3. The proposed zoning is compatible with the surrounding uses; and
4. Public and private facilities are available to serve the subject property.

ITEM SUMMARY: The applicant has requested “GR” zoning for the purpose of developing a Walgreens store.

According to the City of Temple Comprehensive Plan / Future Land Use Plan, the subject property is within the designated Auto-Urban Commercial District. The Auto-Urban Commercial District is for the majority of the areas identified for commercial use, generally concentrated at intersections versus strip development along major roads. The “GR” District is the standard retail zoning district and allows most retail uses intended to serve larger service areas.

The subject property is located on the SE Corner of South 31st Street and West Central Ave. Specifically, the subject property is bordered by West Central Avenue to the north, South 31st Street to the west, West A Avenue to the south and South 29th Street to the east. Both West Central Avenue and South 31st Street are identified as Major Arterials in the Thoroughfare Plan and sufficient capacity exists for the proposed use.

Sufficient utilities are in place to accommodate the proposed use of the property. The subject property is served by 8" water lines in West Central Avenue, South 31st Street and South 29th Street. A 6" sewer line is available to the property in West Central Avenue and the alley. It should be noted that an application to abandon and relocate the existing 6" sewer line in the alley is in process.

SURROUNDING PROPERTY AND USES: The following table describes the subject property, existing zoning and current land uses:

<u>Direction</u>	<u>Zoning</u>	<u>Current Land Use</u>
Subject Property	GR, NS & 2F	Mixed Residential & Non-Residential
(N) Across West Central Avenue	2F	First Lutheran Church
(S) Across West A Avenue	2F & GR	Mixed Residential & Non-Residential
(E) Across South 29 th Street	2F& O-2	Mixed Residential & Non-Residential
(W) Across South 31 st Street	GR & O-2	General Retail & Offices

COMPREHENSIVE PLAN COMPLIANCE: The proposed rezoning relates to the following goals, objectives or maps of the Comprehensive Plan and Sidewalk and Trails Plan:

CP	Map 3.1 - Future Land Use and Character (FLUP)	Auto-Urban commercial is identified for the subject property as well as identified in all four directions from the subject property. Neighborhood Conservation is identified to the south of the subject property.	Yes
CP	Map 5.2 - Thoroughfare Plan	The subject property has frontage on W. Central Ave and S. 31 st Street, both identified as Major Arterials. Both S. 29 th Street and W. A Ave are identified as Local Streets.	Yes
CP	Goal 4.1 - Growth and development patterns should be consistent with the City's infrastructure and public service capacities	The subject property is served by 8" water lines in W. Central Ave, S 31 st Street and S. 29 th Street. A 6" sewer line is available to the property in W. A Ave and in the existing alley. However the sewer line in the alley is proposed to be abandoned and relocated.	Yes
STP	Temple Trails Master Plan Map & sidewalks	The Master Plan Map has identified a proposed community-wide connector trail along S. 31 st Street.	Yes

CP = Comprehensive Plan STP = Sidewalk and Trails Plan

DEVELOPMENT REGULATIONS: The “GR” district is the standard retail zoning district and allows most retail uses including retail sales, restaurants, grocery stores and department stores. Other examples of permitted uses may include but not limited to: an indoor flea market, a temporary carnival/ circus or a beer and wine store with off-site consumption. Examples of conditional uses may include but not limited to: a temporary asphalt or concrete batch plant, petroleum or gas well, a kennel without a veterinary hospital, cemetery, crematorium, mausoleum or a sewage pumping station.

Standard non-residential setbacks in the “GR” district are:

Front	-	15'
Side	-	10'
Side (corner)	-	10'
Rear	-	0'

Per UDC Section 7.6.12, the property is subject to the Central Ave Corridor sign standards which place additional standards on wall and freestanding signage. Wall signs are restricted to no more than 10% of the tenant's wall frontage and one sign is permitted per business façade. In the case of freestanding signs: Low-profile signs are restricted to a maximum 50 square feet in area and 8' in height and high-profile signs are restricted to a maximum of 35 square feet in area and 15' in height but the height may be increased to 35' if certain setback and spacing requirements are met.

Since West Central Avenue is identified as a major arterial in the Thoroughfare Plan, a 4' wide sidewalk is required. In addition, South 31st Street is identified as a major arterial as well as a proposed Community Wide Connector in the Trails Master Plan, an 8' wide sidewalk is required per UDC Section 8.2.3. The sidewalk would be triggered when a new building or structure is built requiring a building permit as set forth in UDC Section 3.13.

PUBLIC NOTICE: Sixteen notices of the Planning and Zoning Commission public hearing were sent out to property owners within 200-feet of the subject property as required by State law and City Ordinance. As of Monday May 3, 2013, at 5:00 PM, five notices had been returned in favor of the proposed zone change. No notices for disapproval had been received.

The newspaper printed notice of the Planning and Zoning Commission public hearing on April 25, 2013, in accordance with state law and local ordinance.

FISCAL IMPACT: Not Applicable

ATTACHMENTS:

[Subject Property Photos](#)
[Zoning and Location Map](#)
[Future Land Use and Character Map](#)
[Notification Map](#)
[Returned Property Owner Notices](#)
[PZ Excerpts](#)
[Ordinance](#)



Subject Property: As Seen From South 29th Street



Subject Property: As From South 31st Street



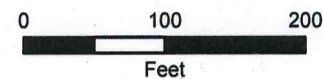
Z-FY-13-19

Zone Change Request from GR, NS & 2F to GR

SE Corner S. 31st Ave & W. Central Ave



Case



4/26/2013
City of Temple GIS
mbaker

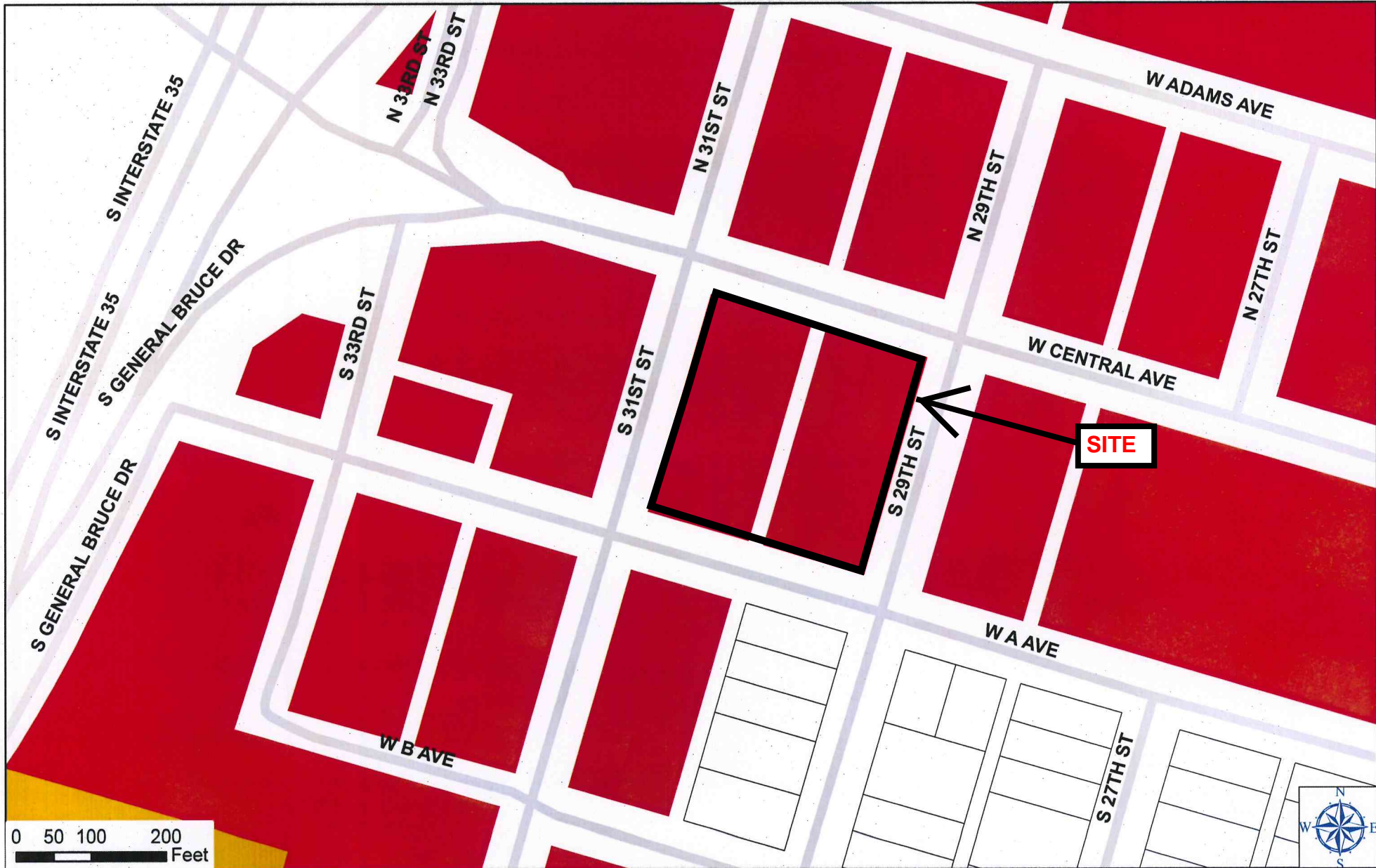
GIS products are for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. They do not represent an on-the-ground survey and represent only the approximate relative location of property boundaries and other features.



Z-FY-13-19

Zone Change from GR, NS & 2F to GR

SE Corner S. 31st St.
& W. Central Ave



Future Land Use

Neighborhood Conservation	Auto-Urban Residential	Auto-Urban Commercial	Temple Medical Education District	Public Institutional
Estate Residential	Auto-Urban Multi-Family	Suburban Commercial	Industrial	Parks & Open Space
Suburban Residential	Auto-Urban Mixed Use	Urban Center	Business Park	Agricultural/Rural

GIS products are for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. They do not represent an on-the-ground survey and represent only the approximate relative location of property boundaries and other features.

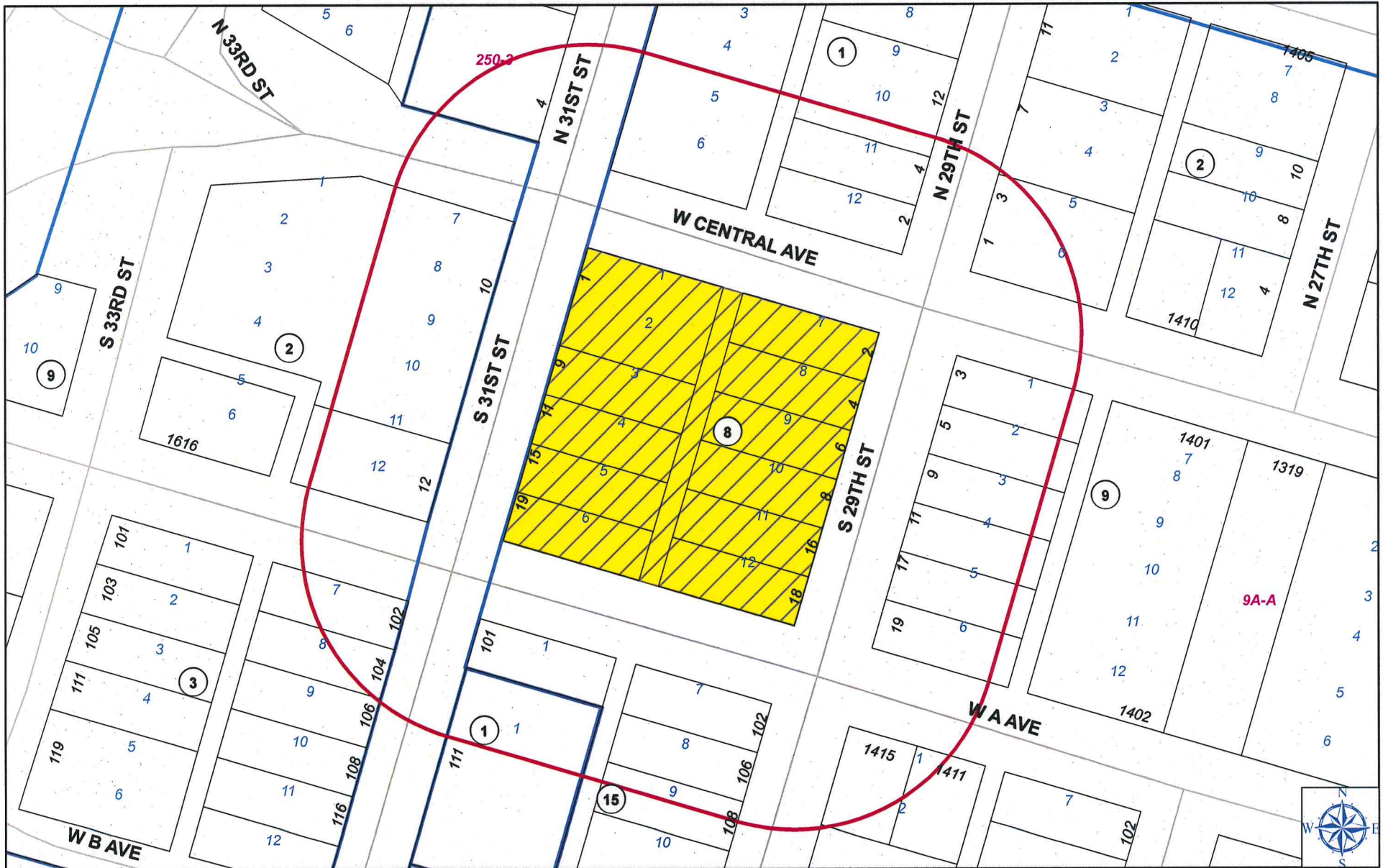
4/19/2013
City of Temple, GIS





Z-FY-13-19

Zone Change Request from GR, NS & 2F to GR

SE Corner 31st Ave & Central



 Case
 Buffer_200
1234-A Outblock Number
1234 Address
① Block Number
1 Lot Number

0 100 200
Feet

4/26/2013
City of Temple GIS
mbaker

GIS products are for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. They do not represent an on-the-ground survey and represent only the approximate relative location of property boundaries and other features.



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

First Lutheran Church
1515 West Adams Avenue
Temple, Texas 76504

Zoning Application Number: Z-FY-13-19

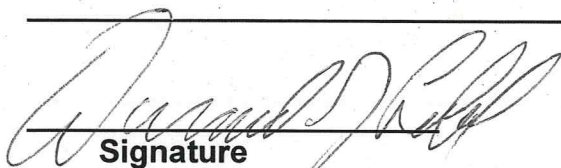
Project Manager: Mark Baker

Location: Southeast Corner of South 31st Street & West Central Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval () denial of this request.

Comments:


Signature

Daniel T. Ladd
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED
MAY 01 2013
City of Temple
Planning & Development

Number of Notices Mailed: 16

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

CADA Ltd
1 North 29th Street
Temple, Texas 76504

Zoning Application Number: Z-FY-13-19

Project Manager: Mark Baker

Location: Southeast Corner of South 31st Street & West Central Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval () denial of this request.

Comments:

I would be for approval if this is for a
Walgreens Store. I understand they bought
some of the effected lots.

Mitchel Davis for CADA
Signature

Mitchel Davis for CADA
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 02 2013

City of Temple
Planning & Development

Number of Notices Mailed: 16

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

Vijay Mehta
805 Paint Brush Lane
Temple, Texas 76502

Zoning Application Number: Z-FY-13-19

Project Manager: Mark Baker

Location: Southeast Corner of South 31st Street & West Central Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval ☐ denial of this request.

Comments:

We agree with the zoning request
completely. That area is definitely
best suited for GR

Vijay Mehta
Signature

Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED
MAY 02 2013
City of Temple
Planning & Development

Number of Notices Mailed: 16

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

Alfred P. Mungia
1415 West Avenue A
Temple, Texas 76504

Zoning Application Number: Z-FY-13-19

Project Manager: Mark Baker

Location: Southeast Corner of South 31st Street & West Central Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval

☐ denial of this request.

Comments:

~~Comment's we approval~~
Comment's we approval
I recommend approval

Alfred P. Mungia
Signature

ALFRED P. Mungia
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 02 2013

City of Temple
Planning & Development

Number of Notices Mailed: 16

Date Mailed: April 25, 2013



**RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE**

Diane Waters Etal
13517 Ridge Lane
Macdoel, CA 96058

Zoning Application Number: Z-FY-13-19

Project Manager: Mark Baker

Location: Southeast Corner of South 31st Street & West Central Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval () denial of this request.

Comments:

Diane Waters
Signature

DIANE WATERS
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 06 2013

City of Temple
Planning & Development

Number of Notices Mailed: 16

Date Mailed: April 25, 2013

**EXCERPTS FROM THE
PLANNING & ZONING COMMISSION MEETING
MONDAY, MAY 6, 2013**

ACTION ITEMS

Item 3: Z-FY-13-19: - Hold a public hearing to discuss and recommend action on a zone change from General Retail District (GR), Neighborhood Service District (NS), and Two Family District (2F) to General Retail District on Lots 1 – 12, Block 8, Freeman Heights Addition, being an area of 2.066 ± acres, located at the southeast corner of South 31st Street and West Central Avenue. (Travis Bousquet for property owners)

Mr. Mark Baker, Planner, stated this item would go forward to City Council on June 6, 2013 for first reading and June 20, 2013 for second reading.

The property is bordered by West Central Avenue to the north, South 31st Street to the west, West A Avenue on the south and South 29th Street to the east.

The zoning request from GR, NS, and Two-Family (2F) to GR would allow for the development of a Walgreens store. The Future Land Use and Character Map designate the area as Auto-Urban Commercial district.

Eight-inch water lines are located in West Central Avenue, South 31st Street and South 29th Street, a six-inch sewer line is located in West Central Avenue and in the alley and an abandonment application has been submitted to abandon and relocate the existing six-inch sewer line in the alley.

Surrounding properties includes mixed residential and commercial uses to the south, the First Lutheran Church lies to the north, mixed residential and nonresidential uses lie to the east, and to the west are primarily commercial uses.

Both South 31st Street and West Central Avenue are designated as major arterials by the Thoroughfare Plan.

Development regulations with the GR district allow most retail uses. Prohibited and Conditional uses are also given.

The property is subject to the Central Avenue Corridor Sign Standards. Mr. Baker gives some of the dimensional standards.

West Central Avenue is a major arterial and a four foot sidewalk is required. South 31st Street is a major arterial and a proposed community wide connector trail is identified in the Trails Master Plan and an eight foot wide sidewalk is required. A sidewalk would be triggered when a new building or structure is built requiring a permit per UDC Section 3.13 or based on a valuation of the remodel.

Sixteen notices were mailed out with five responses returned in favor of the request. Zero notices were received in opposition.

Staff recommends approval of the zoning request for the following reasons:

The proposed zoning is consistent with the Future Land Use and Character Map which identify the area as Auto-Urban Commercial;

The request complies with the Thoroughfare Plan plan;

The proposed zoning is compatible with surrounding uses; and

Facilities are available to serve the property.

Chair Staats opened the public hearing.

Mr. Travis Bousquet, applicant and civil engineer for Jeff Mallett and Co., stated he was available for any questions.

There being no further speakers, Chair Staats closed the public hearing.

Vice-Chair Sears made a motion to approve Item 3, Z-FY-13-19, and Commissioner Martin made a second.

Motion passed: (7:0)

Commissioners Talley and Johnson absent

ORDINANCE NO. _____

(PLANNING NO. Z-FY-13-19)

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A REZONING FROM GENERAL RETAIL DISTRICT (GR) TO NEIGHBORHOOD SERVICE DISTRICT (NS), AND FROM TWO FAMILY DISTRICT (2F) TO GENERAL RETAIL DISTRICT (GR) ON LOTS 1 THROUGH 12, BLOCK 8, FREEMAN HEIGHTS ADDITION, BEING AN AREA OF APPROXIMATELY 2.066 ACRES AND LOCATED AT THE SOUTHEAST CORNER OF SOUTH 31ST STREET AND WEST CENTRAL AVENUE; PROVIDING A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; AND PROVIDING AN OPEN MEETINGS CLAUSE.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, THAT:

Part 1: The City Council approves a rezoning from General Retail District (GR) to Neighborhood Service District (NS), and from Two Family District (2F) to General Retail District (GR) on Lots 1 through 12, Block 8, Freeman Heights Addition, and more fully described in Exhibit A, attached hereto and made a part hereof for all purposes.

Part 2: The City Council directs the Director of Planning to make the necessary changes to the City Zoning Map accordingly.

Part 3: It is hereby declared to be the intention of the City Council that the sections, paragraphs, sentences, clauses, and phrases of this ordinance are severable and, if any phrase, clause, sentence, paragraph or section of this ordinance should be declared invalid by the final judgment or decree of any court of competent jurisdiction, such invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs or sections of this ordinance, since the same would have been enacted by the City Council without the incorporation in this ordinance of any such phrase, clause, sentence, paragraph or section.

Part 4: This ordinance shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Temple, Texas, and it is accordingly so ordained.

Part 5: It is hereby officially found and determined that the meeting at which this Ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED on First Reading and Public Hearing on the 6th day of June, 2013.

PASSED AND APPROVED on Second Reading on the **20th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #10
Regular Agenda
Page 1 of 5

DEPT./DIVISION SUBMISSION & REVIEW:

Tammy Lyerly, Planner

ITEM DESCRIPTION: FIRST READING – PUBLIC HEARING - Z-FY-13-17 Consider adopting an ordinance authorizing a zone change from Agricultural District (AG) to Neighborhood Service District (NS) on 4.916 ± acres, situated in the Nancy Chance Survey, Abstract No. 5, Bell County, Texas, located on the south side of West Adams Avenue, at 7425 West Adams Avenue.

P&Z COMMISSION RECOMMENDATION: At its meeting on May 6, 2013, the Planning and Zoning Commission voted 7/0 in accordance with Staff recommendation to recommend approval of a zone change from Agricultural District (AG) to Neighborhood Service District (NS). Commissioners Talley and Johnson were absent.




STAFF RECOMMENDATION: Conduct public hearing and adopt ordinance as presented in item description on first reading, and schedule a second reading and final adoption for June 20, 2013.

Staff recommends approval of the requested zone change to NS District for the following reasons:

1. The request does not comply with the Future Land Use and Character Map, but is consistent with the adjacent nonresidential development to the east;
2. The request complies with the Thoroughfare Plan; and
3. Public facilities will be available to subject property.

ITEM SUMMARY: Please refer to the draft minutes of case Z-FY-13-17 from the Planning and Zoning Commission meeting on May 6, 2013. The applicant requests a zone change from Agricultural District (AG) to Neighborhood Service District (NS). The applicant's requested zone change would allow development of nonresidential uses that are considered compatible with the existing residential uses to the south.

SURROUNDING PROPERTY AND USES: The following table shows the subject property, existing zoning and current land uses:

Direction	Zoning	Current Land Use	Photo
Subject Property	AG	Church and Undeveloped Land	 <p>W Adams Ave.</p>
North	GR	Retail Uses	
South	SF-3	Single Family Residential Uses	

Direction	Zoning	Current Land Use	Photo
East	NS and SF-3	Nonresidential Development	
West	AG	Agricultural Uses / Undeveloped Land	

COMPREHENSIVE PLAN COMPLIANCE: The proposed rezoning relates to the following goals, objectives or maps of the Comprehensive Plan and Sidewalk and Trails Plan:

Document	Policy, Goal, Objective or Map	Site Conditions	Compliance
CP	Map 3.1 - Future Land Use and Character (FLUP)	The applicant's property is identified as Suburban Residential. The applicant's requested NS District does not comply with this recommendation, but is consistent with adjacent nonresidential development (zoned NS) to the east. A zone change to the NS District would require an amendment to the Future Land Use and Character Plan.	N
CP	Map 5.2 - Thoroughfare Plan	The property fronts West Adams Avenue, which is identified as a Major Arterial. The requested NS district is appropriate along major arterials.	Y
CP	Goal 4.1 - Growth and development patterns should be consistent with the City's infrastructure and public service capacities	Utility maps show a 3-inch water line along the south right-of-way of West Adams Avenue. There's a 12-inch sewer line along the north right-of-way of West Adams Avenue and a 6-inch sewer line on the adjacent property to the east.	Y
STP	Temple Trails Master Plan Map & sidewalks	There is an existing Citywide Spine Trail along the north side of West Adams Avenue.	Y

CP = Comprehensive Plan STP = Sidewalk and Trails Plan

DEVELOPMENT REGULATIONS: According to the City of Temple Comprehensive Plan, the property's current Suburban Residential land use classification is characterized by mid-size single family lots, allowing for greater separation between dwellings and more emphasis on green space versus streets and driveways. Since the requested NS District does comply with the property's Suburban Residential land use classification, a zone change would require an amendment to the Future Land Use and Character Plan.

The requested NS zoning district is the most restrictive retail district and is intended to provide day-to-day retail and service needs for residential neighborhood service areas. This district should be located convenient to residential areas in locations such as the corner of a local road and a collector that serves the neighborhood.

The NS zoning district permits limited retail services, usually for a small neighborhood area, with uses such as a convenience store, bank, barber or beauty shop, small cleaners or florist, as well as some residential uses, except apartments.

A rezoning from the AG to the NS zoning district would allow many uses by right that would not have been allowed before. Those uses include, but are not limited to, the following:

Residential uses

Single Family Attached
Single Family Detached
Townhouse

Nonresidential uses

Office
Restaurant
Bank or savings and loan
Food or Beverage sales store without fuel sales

Prohibited uses include home for the aged, HUD-Code manufactured homes, duplex, building material sales, mini-storage warehouse, welding or machine shop, and alcohol beverage sales for off-premise consumption in a package store, among others.

Dimensional standards for **nonresidential** development are as follows:

- Minimum lot size – N/A
- Minimum Lot Width – N/A
- Minimum Lot Depth – N/A
- Front Yard Setback – 15 feet
- Side Yard Setback – 10 feet
- Rear Yard Setback – 10 feet

Dimensional standards for **residential** development (Single Family Detached) are as follows:

- Minimum lot size – 6,000 sq. ft.
- Minimum Lot Width – 50 feet
- Minimum Lot Depth – 100 feet
- Front Yard Setback – 15 feet
- Side Yard Setback – 10% lot width with 5 feet minimum
- Rear Yard Setback – 10 feet

The subject property is the site of an existing Church. Although development regulations require a 6-foot wide sidewalk along Major Arterials, such as West Adams Avenue, the subject property was developed without a sidewalk. The 6-foot sidewalk will be required with the property's redevelopment, per the UDC Section 7.3-Sidewalks:

Applicability

Sidewalks built in accordance with the standards in Sec. 8.2.3 are required adjacent to a collector street, minor arterial or major arterial if:

A new building or structure is built requiring a Building Permit as set forth in Sec. 3.13; or the cost to remodel an existing structure is by 50 percent or more of the assessed value of the property per the current tax rolls.

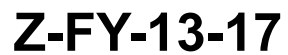
PUBLIC NOTICE: Thirty-three notices of the Planning and Zoning Commission public hearing were sent out to property owners within 200-feet of the subject property as required by State law and City Ordinance. As of May 17, 2013, three notices were returned in favor of the request and three notices were returned in opposition. One notice was returned undecided.

The newspaper printed notice of the Planning and Zoning Commission public hearing on April 25, 2013, in accordance with state law and local ordinance.

FISCAL IMPACT: Not Applicable

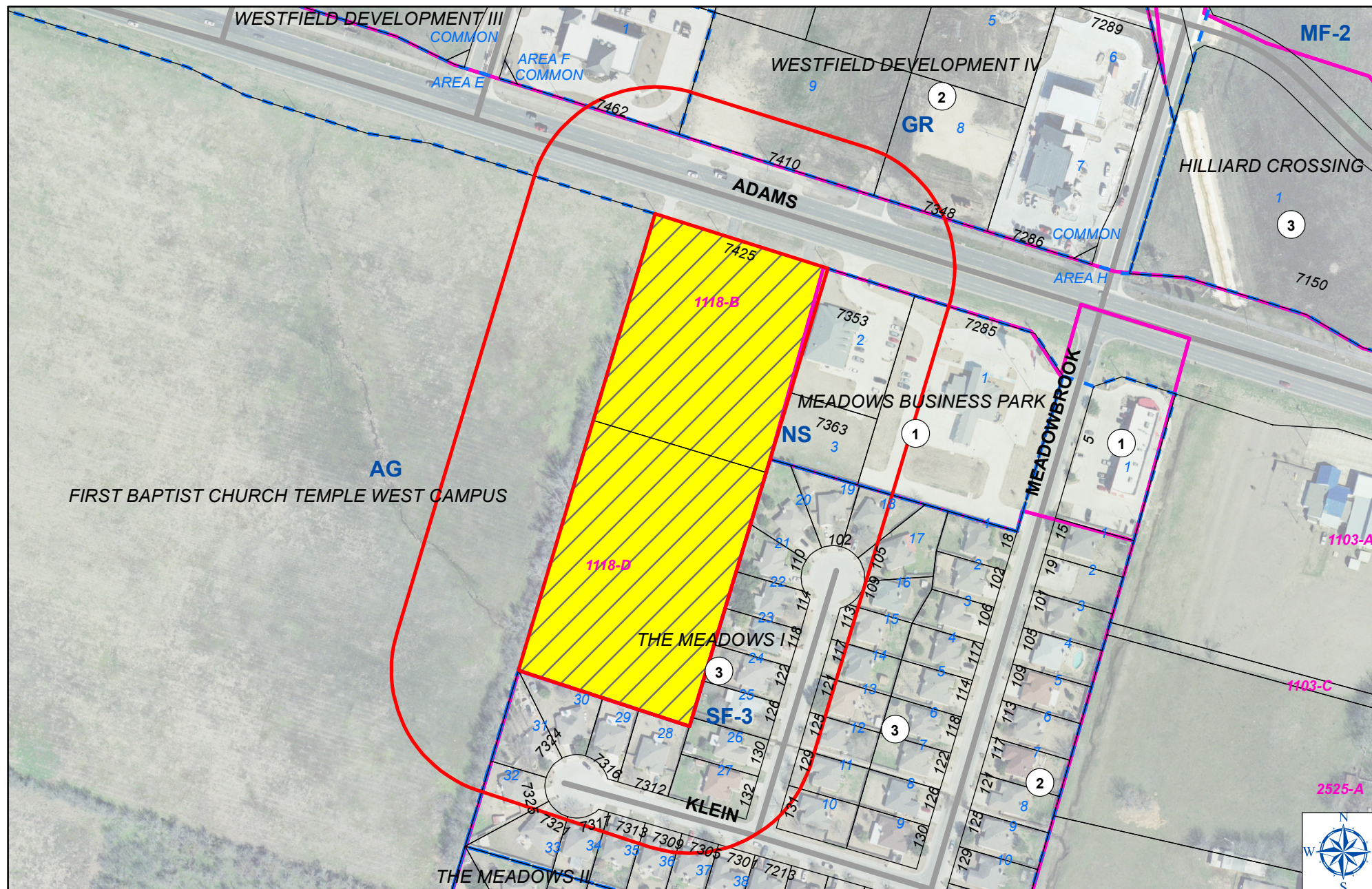
ATTACHMENTS:

[Zoning and Location Map](#)
[Future Land Use and Character Map](#)
[Notification Map](#)
[Returned Notices](#)
[PZ Excerpts](#)
[Ordinance](#)



AG to NS

7425 West Adams



Case



Zoning

1234-A Outblock Number



Block Number



200' Buffer



Subdivision

1234 Address



Lot Number

0 50 100

Feet

4/12/2013
City of Temple GIS
tlyerly

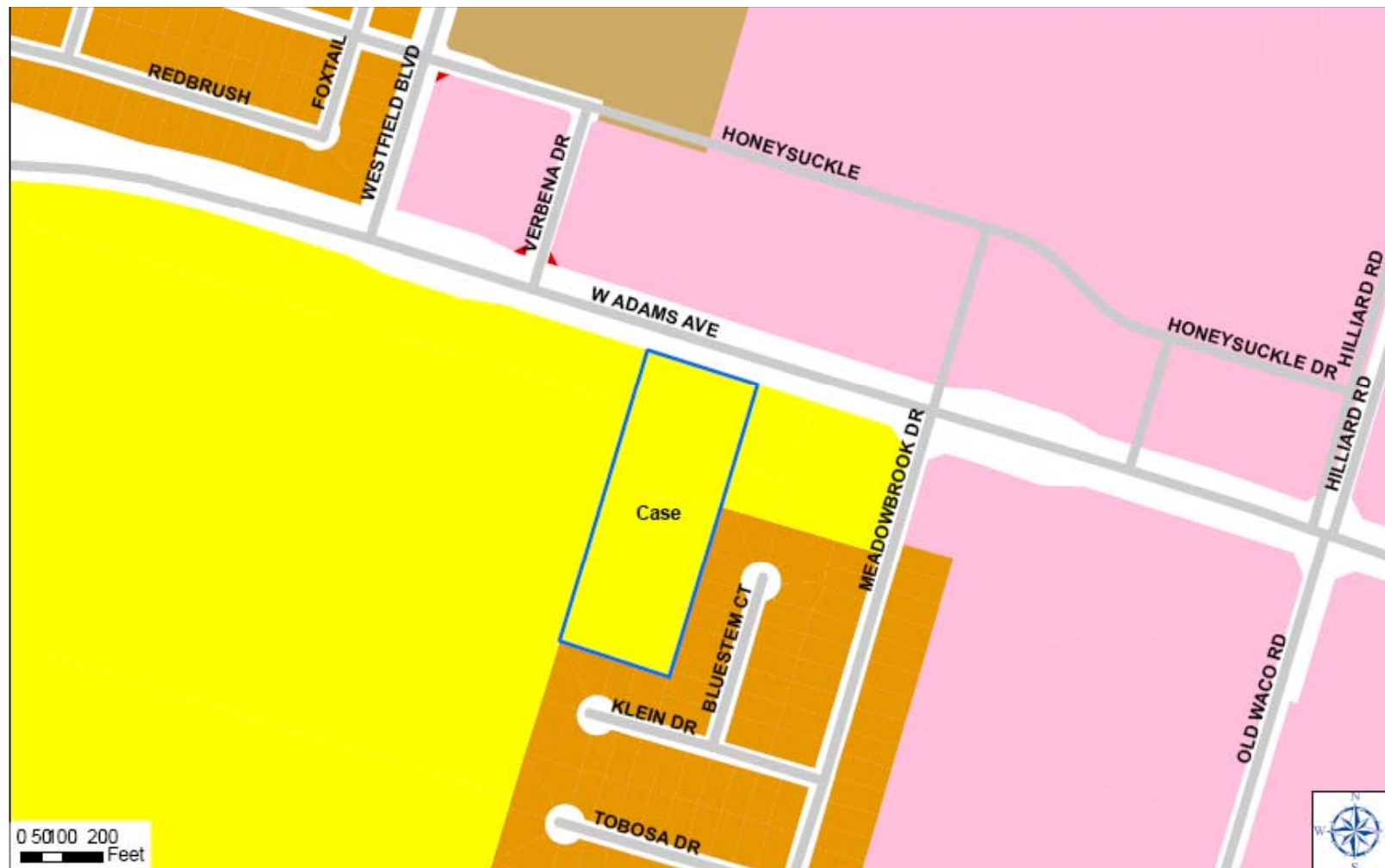
GIS products are for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. They do not represent an on-the-ground survey and represent only the approximate relative location of property boundaries and other features.



Z-FY-13-17

AG to NS

7425 West Adams



Future Land Use

Neighborhood Conservation	Auto-Urban Residential	Auto-Urban Commercial	Temple Medical Education District	Public Institutional
Estate Residential	Auto-Urban Multi-Family	Suburban Commercial	Industrial	Parks & Open Space
Suburban Residential	Auto-Urban Mixed Use	Urban Center	Business Park	Agricultural/Rural

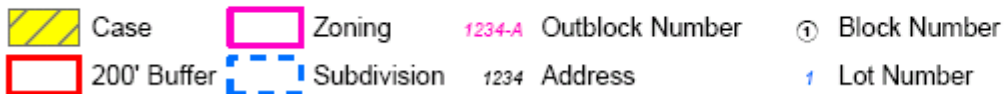
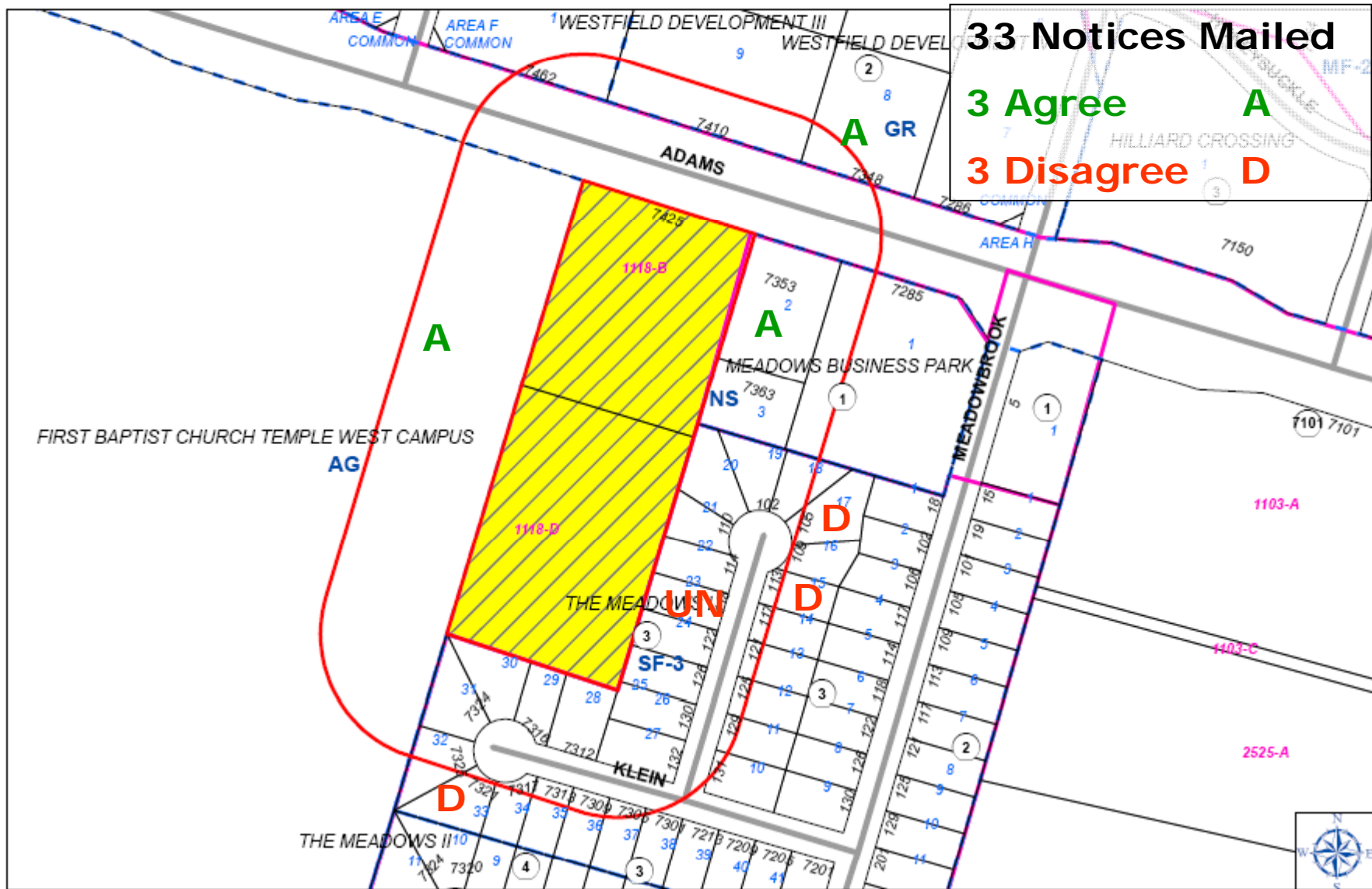
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4/8/2013
City of Temple GIS



AG to NS

7425 West Adams



0 50 100
Feet

4/12/2013
City of Temple GIS
tyerty

GIS products are for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. They do not represent an on-the-ground survey and represent only the approximate relative location of property boundaries and other features.



**RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE**

Tem-Tex Investments Ltd
P.O. Box 1344
Temple, Texas 76503-1344

Zoning Application Number: Z-FY-13-17

Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend (✓) approval () denial of this request.

Comments:


Signature


Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 02 2013

City of Temple
Planning & Development

Number of Notices Mailed: 33

Date Mailed: April 25, 2013



**RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE**

First Baptist Church of Temple
204 West Calhoun
Temple, Texas 76501

Zoning Application Number: Z-FY-13-17

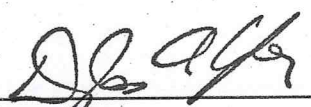
Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend ☒ approval () denial of this request.

Comments:


Signature

Douglas A Young
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 06 2013

City of Temple
Planning & Development

Number of Notices Mailed: 33

Date Mailed: April 25, 2013



**RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE**

Meadows business Partners LP
7353 West Adams Avenue
Temple, Texas 76502

Zoning Application Number: Z-FY-13-17

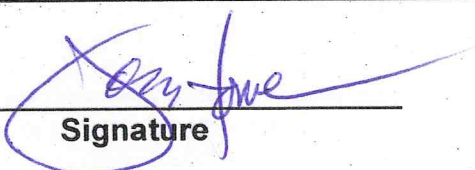
Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend (☒) approval () denial of this request.

Comments:


Signature

JOHN C. HOWE
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

**City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501**

RECEIVED

MAY 02 2013

**City of Temple
Planning & Development**

Number of Notices Mailed: 33

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

Gregory Smith
7321 Klein Drive
Temple, Texas 76502

Zoning Application Number: Z-FY-13-17

Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend () approval

☒ denial of this request.

Comments:

Gregory Smith
Signature

GREGORY SMITH
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 02 2013

City of Temple
Planning & Development

Number of Notices Mailed: 33

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

Confidential Owner
105 Bluestem Court
Temple, Texas 76502

Zoning Application Number: Z-FY-13-17

Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend () approval (X) denial of this request.

Comments:

Margie Nickum
Signature

NIEKAMP
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED
MAY 02 2013
City of Temple
Planning & Development

Number of Notices Mailed: 33

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

Jesse Etux Alice Ortiz
118 Bluestem Court
Temple, Texas 76502

Zoning Application Number: Z-FY-13-17

Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend () approval ? () denial of this request. ?

Comments:

It just depends on what will be built there. I have an allied fence facing that property. I sure don't want a 6-9 ft fence covering my driveway or a parking lot to where all the cars are. It just depends what will be in front of my property to look at.

Signature

Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

MAY 02 2013

City of Temple
Planning & Development

Number of Notices Mailed: 33

Date Mailed: April 25, 2013



RESPONSE TO PROPOSED
ZONE CHANGE REQUEST
CITY OF TEMPLE

Jesse Koontz
113 Bluestem Court
Temple, Texas 76502

Zoning Application Number: Z-FY-13-17

Project Manager: Tammy Lyerly

Location: 7425 West Adams Avenue

The proposed rezoning is the area shown in hatched marking on the attached map. Because you own property within 200 feet of the requested change, your opinions are welcomed. Please use this form to indicate whether you are in favor of the possible rezoning of the property described on the attached notice, and provide any additional comments you may have.

I recommend () approval

(☒) denial of this request.

Comments:


Signature

Jesse Koontz
Print Name

Please mail or hand-deliver this comment form to the address shown below, no later than May 6, 2013

City of Temple
Planning Department
Room 201
Municipal Building
Temple, Texas 76501

RECEIVED

APR 30 2013

City of Temple
Planning & Development

Number of Notices Mailed: 33

Date Mailed: April 25, 2013

**EXCERPTS FROM THE
PLANNING & ZONING COMMISSION MEETING
MONDAY, MAY 6, 2013**

ACTION ITEMS

Item 2: Z-FY-13-17 - Hold a public hearing to discuss and recommend action on a zone change from Agricultural District (AG) to Neighborhood Service District (NS) on 4.916 ± acres, situated in the Nancy Chance Survey, Abstract No. 5, Bell County, Texas, located at 7425 West Adams Avenue. (John Kiella for Vineyard Christian Fellowship Church)

Ms. Tammy Lyerly, Senior Planner, stated this case would go forward to City Council on June 6, 2013 for first reading and June 20, 2013 for second reading.

The property is located on West Adams and zoned Agricultural (AG). Applicant is asking for Neighborhood Service (NS) zoning. Surrounding properties include single family residential to the south, nonresidential development to the east, retail uses to the north, and AG uses/undeveloped land to the west.

The NS district may have both residential and nonresidential uses. Several prohibited uses are stated for the Commission.

NS zoning is the most restrictive retail district and is intended to provide day-to-day retail and service needs for residential neighborhood service areas. The district should be located convenient to residential areas in locations such as the corner of a local road and a collector that serves the neighborhood.

The Future Land Use and Character Map designate the area as Suburban-Residential which is not necessarily characteristic of the NS district even though NS district and uses are compatible with residential uses. If this zoning request is approved, amendments to the Future Land Use and Character Map would be made accordingly.

Water and sewer lines are available to serve the property. A water line is located along the south right-of-way of West Adams and a sewer line is located to the east. A 12-inch sewer line is across the street.

West Adams is designated as a major arterial which is compatible with NS.

Thirty-three notices were mailed out. Three responses were received in favor and three in opposition. One notice was undecided.

Staff recommends approval of the requested zone change from AG to NS for the following reasons:

The request does not comply with the Future Land Use and Character Map but it is consistent with the adjacent nonresidential development to the east.

The request complies with the Thoroughfare Plan Map and public facilities will be available to the subject property.

Chair Staats asked about the Baptist Church and the designated zoning (AG) and Ms. Lyerly stated churches are allowed in all zoning districts.

Chair Staats opened the public hearing.

Mr. John Kiella, 11122 Whiterock, Temple, Texas, stated he represents the church since he has the property under contract. Mr. Kiella asked about allowing townhomes in the NS district (single family attached).

After some discussion it was decided among Staff and Mr. Kiella that townhomes would be an allowed use by right (with limitations) in the NS zoning district. Ms. Lyerly stated there would be an amendment made to reflect this decision.

There being no further speakers, Chair Staats closed the public hearing.

Commissioner Martin made a motion to approve Item 2, Z-FY-13-17, as stated, and Commissioner Rhoads made a second.

Motion passed: (7:0)

Commissioners Talley and Johnson absent

ORDINANCE NO. _____

(PLANNING NO. Z-FY-13-17)

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING A REZONING FROM AGRICULTURAL DISTRICT (AG) TO NEIGHBORHOOD SERVICE DISTRICT (NS) ON APPROXIMATELY 4.916 ACRES, SITUATED IN THE NANCY CHANCE SURVEY, ABSTRACT NO. 5, BELL COUNTY, TEXAS, LOCATED ON THE SOUTH SIDE OF WEST ADAMS AVENUE, AT 7425 WEST ADAMS AVENUE; PROVIDING A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; AND PROVIDING AN OPEN MEETINGS CLAUSE.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, THAT:

Part 1: The City Council approves a permanent zoning from Agricultural District (AG) to Neighborhood Service District (NS) on approximately 4.916 acres, situated in the Nancy Chance Survey, Abstract No. 5, Bell County, Texas, and located on the south side of West Adams Avenue, at 7425 West Adams Avenue, more fully described in Exhibit A, attached hereto and made a part hereof for all purposes.

Part 2: The City Council directs the Director of Planning to make the necessary changes to the City Zoning Map accordingly.

Part 3: It is hereby declared to be the intention of the City Council that the sections, paragraphs, sentences, clauses, and phrases of this ordinance are severable and, if any phrase, clause, sentence, paragraph or section of this ordinance should be declared invalid by the final judgment or decree of any court of competent jurisdiction, such invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs or sections of this ordinance, since the same would have been enacted by the City Council without the incorporation in this ordinance of any such phrase, clause, sentence, paragraph or section.

Part 4: This ordinance shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Temple, Texas, and it is accordingly so ordained.

Part 5: It is hereby officially found and determined that the meeting at which this Ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meetings Act.

PASSED AND APPROVED on First Reading and Public Hearing on the 6th day of June, 2013.

PASSED AND APPROVED on Second Reading on the **20th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney



COUNCIL AGENDA ITEM MEMORANDUM

06/06/13
Item #11
Regular Agenda
Page 1 of 3

DEPT./DIVISION SUBMISSION & REVIEW:

Traci L. Barnard, Director of Finance

ITEM DESCRIPTION: FIRST READING – PUBLIC HEARING: Consider adopting an ordinance authorizing an amendment to the Tax Increment Financing Reinvestment Zone No. 1 Financing Plan to align with the 2022 Master Plan and to reflect the recent extension and expansion of the Reinvestment Zone No. 1 to 2062.

STAFF RECOMMENDATION: Conduct public hearing and adopt ordinance as presented in item description, on first reading and schedule second reading and final adoption for June 20, 2013.

ITEM SUMMARY: The Reinvestment Zone No. 1 Finance and Project Committees have had several meetings over the past few weeks to review and recommend amendments to the Financing and Project Plans to align with the 2022 Master Plan. The Master Plan spans a period of 6 years. However, the focus on phasing and financing the Master Plan capital improvements is the next two fiscal years. Once new real property improvements are completed in the RZ #1 boundary, a better assessment of actual value added to the property tax base can be made and realignment of funding for the projects can occur if needed.

In addition to amending the plans for the Master Plan Projects, Section 311.011 of the Tax Increment Financing Act defines the requirements of the Project and Financing Plans. The Financing Plan must include revenues and expenditures for the duration of the Zone. This amendment encompasses the recent extension and expansion of the Zone through the year 2062. At their May 29th regular meeting, the Reinvestment Zone #1 (RZ) Board approved recommendation of this amendment.

Revenues in the plans were adjusted based on the following assumptions:

Property taxes: FY 2013 Taxable Values were revised to reflect the certified tax roll received from the Bell County Appraisal District. For FY 2014-2062 a 1% growth factor was applied to the FY 2013 base. Adjustments were made for expiring tax abatements and new growth in applicable years. Panda I was added in FY 2016 and the expiring abatement was added in FY 2026. Panda II was added in FY 2018 and expiring abatement values were added in years 2023-2028.

Grant funds: The Keep Temple Beautiful (KTB) Grant funds totaling \$250,000 were removed from FY 2013. When the future KTB funds are allocated, those will be added to the plan. The corresponding expenditure in Line 453 was also reduced by the same amount.

Other revenues: A cost sharing agreement has been negotiated for \$163,000 with a local distributor for their share of the Pepper Creek Main Stem Regional Detention Pond. The corresponding expenditure is reflected in Line 103 in FY 2013. The Zone's share of this project is \$687,000. The total project cost is \$850,000.

Bond Issue: A Combination Tax and Revenue Certificate of Obligations, Series 2013 (CO's) for \$25,275,000 has been added FY 2013 source of funds to finance capital improvements as detailed below. Sale date of the bonds is currently scheduled for July 18, 2013.

DEBT SERVICE:

Debt service – 2013 Issue [Line 31]: Bond payments for the 2013 debt issuance were added to the plan in years 2014-2033 totaling \$36,035,720. Estimated average annual debt service payments for the 2013 CO's is \$1,801,786. As of October 1, 2012, the RZ#1 had \$30,135,000 in bonds outstanding. All the existing debt will mature and be paid by December 2022.

OPERATING EXPENDITURES:

Contractual Payments [Line 60]: Marketing services provided by Temple Economic Development Corporation (TEDC) was increased by 5% annually beginning in FY 2023 through FY 2062.

PROJECTS:

The following 2022 Master Plan projects totaling \$25,540,000 were added to the Financing and Project Plans:

Project Area	Fiscal Year		
	2013	2014	Total
Temple Industrial Park	\$ 8,665,000	\$ 385,000	\$ 9,050,000
Corporate Campus Park	2,960,000	-	2,960,000
Bioscience Park	1,750,000	-	1,750,000
Synergy Park	1,110,000	-	1,110,000
Downtown	425,000	-	425,000
TMED	8,925,000	-	8,925,000
Airport Park	1,320,000	-	1,320,000
TOTAL	\$ 25,155,000	\$ 385,000	\$ 25,540,000

Public Improvements: [Line 610] Beginning in FY 2016, this line was adjusted to add public improvement appropriations while maintaining an annual fund balance ('dry powder') of approximately \$2,000,000.

FISCAL IMPACT: The Financing and Project Plans include the addition of revenue/increment associated with real property growth for the Panda Power Plant, the issuance of \$25,275,000 Certificate of Obligations to finance priority projects identified in the 2022 Master Plan and the associated debt service. In addition, the Financing Plan has been updated through 2062 to comply with Section 311.011 of the Tax Increment Financing Act.

ATTACHMENTS:

[Financing Plan](#)

[Summary Financing Plan with Detailed Project Plan](#)

[TRZ Master Plan Project Funding \[2013 & 2014\]](#)

[Ordinance](#)

DESCRIPTION		Y/E 9/30/13 Year 31	Y/E 9/30/14 Year 32	Y/E 9/30/15 Year 33	Y/E 9/30/16 Year 34	Y/E 9/30/17 Year 35	Y/E 9/30/18 Year 36	Y/E 9/30/19 Year 37	Y/E 9/30/20 Year 38	Y/E 9/30/21 Year 39	Y/E 9/30/22 Year 40
1	"Taxable Increment"	\$ 151,501,569	\$ 154,707,189	\$ 157,254,113	\$ 322,383,715	\$ 340,364,509	\$ 424,792,743	\$ 429,040,670	\$ 433,331,077	\$ 437,664,388	\$ 468,734,522
1	FUND BALANCE, Begin	\$ 6,432,012	\$ 1,321,105	\$ 2,093,280	\$ 1,485,798	\$ 2,065,834	\$ 2,084,370	\$ 2,038,236	\$ 2,006,049	\$ 2,006,434	\$ 2,019,720
2	Adjustments to Debt Service Reserve	1,761,865	1,765,643	-	-	-	-	-	-	-	-
3	Fund Balance Available for Appropriation	\$ 8,193,877	\$ 3,086,748	\$ 2,093,280	\$ 1,485,798	\$ 2,065,834	\$ 2,084,370	\$ 2,038,236	\$ 2,006,049	\$ 2,006,434	\$ 2,019,720
SOURCES OF FUNDS:											
4	Tax Revenues	4,780,654	4,848,557	4,908,567	13,233,921	13,777,927	16,158,502	16,307,892	16,458,775	16,611,168	17,096,375
6	Allowance for Uncollected Taxes	(71,710)	(72,728)	(73,629)	(198,509)	(206,669)	(242,378)	(244,618)	(246,882)	(249,168)	(256,446)
8	Interest Income-Other	50,000	50,000	50,000	50,000	50,000	50,000	40,000	40,000	30,000	10,000
10	Grant Funds	50,000	-	-	-	-	-	-	-	-	-
12	License Fee - Central Texas Railway	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000
14	Other Revenues	563,000	-	-	-	-	-	-	-	-	-
17	Bond Issue	25,275,000	-	-	-	-	-	-	-	-	-
20	Total Sources of Funds	\$ 30,682,944	\$ 4,861,829	\$ 4,920,938	\$ 13,121,412	\$ 13,657,258	\$ 16,002,124	\$ 16,139,274	\$ 16,287,893	\$ 16,428,000	\$ 16,885,929
25	TOTAL AVAILABLE FOR APPROPRIATION	\$ 38,876,821	\$ 7,948,577	\$ 7,014,218	\$ 14,607,210	\$ 15,723,092	\$ 18,086,494	\$ 18,177,510	\$ 18,293,942	\$ 18,434,434	\$ 18,905,650
USE OF FUNDS:											
DEBT SERVICE											
26	2003 Bond Issue {\$11.740}	619,200	-	-	-	-	-	-	-	-	-
27	2009 Bond Refunding	1,474,569	1,479,969	1,499,769	1,508,775	1,510,150	1,488,750	1,485,000	-	-	-
28	2008 Bond Issue-Taxable {\$10.365 mil}	1,239,641	1,240,495	1,239,233	1,240,854	1,240,096	1,241,957	1,241,173	1,237,744	1,241,670	1,242,422
29	Debt Service - 2011A Issue {Refunding}	399,900	914,900	914,450	913,550	912,200	908,350	915,950	2,497,800	2,497,550	2,494,950
30	Debt Service - 2012 Issue {Refunding}	17,700	17,700	17,700	82,700	76,400	79,600	77,650	80,050	77,250	78,750
31	Debt Service - 2013 Issue	-	797,755	813,575	813,575	1,978,575	1,975,275	1,976,575	1,975,275	1,977,925	1,979,375
32	Issuance Costs	120,000	-	-	-	-	-	-	-	-	-
35	Paying Agent Services	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200
40	Subtotal-Debt Service	3,872,210	4,452,019	4,485,927	4,560,654	5,718,621	5,695,132	5,697,548	5,792,069	5,795,595	5,796,697
OPERATING EXPENDITURES											
50	Prof Svcs/Proj Mgmt	217,205	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,100
52	Legal/Audit	1,200	1,200	1,200	1,200	1,300	1,300	1,300	1,300	1,300	1,300
54	Zone Park Maintenance [mowing, utilities, botanical supplies]	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000
55	Zone Park Maintenance [maintenance]	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
56	Rail Maintenance	213,582	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
58	Road/Signage Maintenance	133,077	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
60	Contractual Payments [TEDC - Marketing]	181,500	199,650	219,615	241,577	253,655	266,338	279,655	293,638	308,320	323,736
62	TISD-Reimbursement [per contract]	25,000	25,000	26,250	26,250	26,250	27,563	27,563	27,563	28,941	28,941
65	Subtotal-Operating Expenditures	946,564	775,850	797,065	819,027	831,205	845,201	858,518	872,501	888,561	904,077
70	TOTAL DEBT & OPERATING EXPENDITURES	\$ 4,818,774	\$ 5,227,869	\$ 5,282,992	\$ 5,379,681	\$ 6,549,826	\$ 6,540,333	\$ 6,556,066	\$ 6,664,570	\$ 6,684,156	\$ 6,700,774
80	Funds Available for Projects	\$ 34,058,047	\$ 2,720,708	\$ 1,731,226	\$ 9,227,530	\$ 9,173,266	\$ 11,546,161	\$ 11,621,444	\$ 11,629,373	\$ 11,750,278	\$ 12,204,876
PROJECTS											
150	Temple Industrial Park	9,515,000	385,000	-	-	-	-	-	-	-	-
200	Corporate Campus Park	2,960,000	-	-	-	-	-	-	-	-	-
250	Bioscience Park	3,057,733	-	-	-	-	-	-	-	-	-
350	Northwest Loop 363 Improvements (TxDOT commitment)	129,350	-	-	-	-	-	-	-	-	-
400	Synergy Park	1,179,325	-	-	-	-	-	-	-	-	-
450	Downtown	1,326,682	242,428	245,428	661,696	688,896	807,925	815,395	822,939	830,558	854,819
500	TMED	13,082,503	-	-	-	-	-	-	-	-	-
510	Airport Park	1,486,349	-	-	-	-	-	-	-	-	-
610	Public Improvements	-	-	-	6,500,000	6,400,000	8,700,000	8,800,000	8,800,000	8,900,000	9,300,000
	Subtotal-Projects	32,736,942	627,428	245,428	7,161,696	7,088,896	9,507,925	9,615,395	9,622,939	9,730,558	10,154,819
TOTAL USE OF FUNDS		\$ 37,555,716	\$ 5,855,297	\$ 5,528,420	\$ 12,541,377	\$ 13,638,722	\$ 16,048,258	\$ 16,171,461	\$ 16,287,509	\$ 16,414,714	\$ 16,855,593
700	FUND BALANCE, End	\$ 1,321,105	\$ 2,093,280	\$ 1,485,798	\$ 2,065,834	\$ 2,084,370	\$ 2,038,236	\$ 2,006,049	\$ 2,006,434	\$ 2,019,720	\$ 2,050,057

DESCRIPTION		2023 41	2024 42	2025 43	2026 44	2027 45	2028 46	2029 47	2030 48	2031 49	2032 50
1	"Taxable Increment"	\$ 495,321,867	\$ 522,175,086	\$ 549,296,836	\$ 708,089,805	\$ 721,740,703	\$ 755,238,110	\$ 762,790,491	\$ 770,418,396	\$ 778,122,580	\$ 785,903,806
1	FUND BALANCE, Begin	\$ 2,050,057	\$ 2,088,863	\$ 2,011,634	\$ 2,029,383	\$ 2,066,328	\$ 2,038,647	\$ 2,076,773	\$ 2,081,515	\$ 2,053,990	\$ 2,092,739
2	Adjustments to Debt Service Reserve	-	-	-	-	-	-	-	-	-	-
3	Fund Balance Available for Appropriation	\$ 2,050,057	\$ 2,088,863	\$ 2,011,634	\$ 2,029,383	\$ 2,066,328	\$ 2,038,647	\$ 2,076,773	\$ 2,081,515	\$ 2,053,990	\$ 2,092,739
SOURCES OF FUNDS:											
4	Tax Revenues	17,526,945	17,961,821	18,401,045	20,475,466	20,749,563	21,271,025	21,471,540	21,674,059	21,878,606	22,085,196
6	Allowance for Uncollected Taxes	(262,904)	(269,427)	(276,016)	(307,132)	(311,243)	(319,065)	(322,073)	(325,111)	(328,179)	(331,278)
8	Interest Income-Other	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
10	Grant Funds	-	-	-	-	-	-	-	-	-	-
12	License Fee - Central Texas Railway	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000
14	Other Revenues	-	-	-	-	-	-	-	-	-	-
17	Bond Issue	-	-	-	-	-	-	-	-	-	-
20	Total Sources of Funds	\$ 17,310,041	\$ 17,738,394	\$ 18,171,029	\$ 20,214,334	\$ 20,484,320	\$ 20,997,960	\$ 21,195,467	\$ 21,394,948	\$ 21,596,427	\$ 21,799,918
25	TOTAL AVAILABLE FOR APPROPRIATION	\$ 19,360,098	\$ 19,827,256	\$ 20,182,663	\$ 22,243,717	\$ 22,550,648	\$ 23,036,606	\$ 23,272,240	\$ 23,476,463	\$ 23,650,416	\$ 23,892,657
USE OF FUNDS:											
DEBT SERVICE											
26	2003 Bond Issue {\$11.740}	-	-	-	-	-	-	-	-	-	-
27	2009 Bond Refunding	-	-	-	-	-	-	-	-	-	-
28	2008 Bond Issue-Taxable {\$10.365 mil}	-	-	-	-	-	-	-	-	-	-
29	Debt Service - 2011A Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
30	Debt Service - 2012 Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
31	Debt Service - 2013 Issue	1,974,625	1,978,825	1,976,675	1,978,325	1,978,038	1,979,138	1,978,313	1,975,563	1,976,625	1,975,250
32	Issuance Costs	-	-	-	-	-	-	-	-	-	-
35	Paying Agent Services	-	-	-	-	-	-	-	-	-	-
40	Subtotal-Debt Service	1,974,625	1,978,825	1,976,675	1,978,325	1,978,038	1,979,138	1,978,313	1,975,563	1,976,625	1,975,250
OPERATING EXPENDITURES											
50	Prof Svcs/Proj Mgmt	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100
52	Legal/Audit	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300
54	Zone Park Maintenance [mowing, utilities, botanical supplies]	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000
55	Zone Park Maintenance [maintenance]	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
56	Rail Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
58	Road/Signage Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
60	Contractual Payments [TEDC - Marketing]	339,922	356,919	374,764	393,503	413,178	433,837	455,529	478,305	502,220	527,331
62	TISD-Reimbursement [per contract]	28,941	30,388	30,388	30,388	31,907	31,907	31,907	33,502	33,502	33,502
65	Subtotal-Operating Expenditures	920,263	938,707	956,552	975,291	996,485	1,017,144	1,038,836	1,063,207	1,087,122	1,112,233
70	TOTAL DEBT & OPERATING EXPENDITURES	\$ 2,894,888	\$ 2,917,532	\$ 2,933,227	\$ 2,953,616	\$ 2,974,523	\$ 2,996,282	\$ 3,017,149	\$ 3,038,770	\$ 3,063,747	\$ 3,087,483
80	Funds Available for Projects	\$ 16,465,210	\$ 16,909,725	\$ 17,249,436	\$ 19,290,102	\$ 19,576,125	\$ 20,040,325	\$ 20,255,092	\$ 20,437,692	\$ 20,586,669	\$ 20,805,174
PROJECTS											
150	Temple Industrial Park	-	-	-	-	-	-	-	-	-	-
200	Corporate Campus Park	-	-	-	-	-	-	-	-	-	-
250	Bioscience Park	-	-	-	-	-	-	-	-	-	-
350	Northwest Loop 363 Improvements (TxDOT commitment)	-	-	-	-	-	-	-	-	-	-
400	Synergy Park	-	-	-	-	-	-	-	-	-	-
450	Downtown	876,347	898,091	920,052	1,023,773	1,037,478	1,063,551	1,073,577	1,083,703	1,093,930	1,104,260
500	TMED	-	-	-	-	-	-	-	-	-	-
510	Airport Park	-	-	-	-	-	-	-	-	-	-
610	Public Improvements	13,500,000	14,000,000	14,300,000	16,200,000	16,500,000	16,900,000	17,100,000	17,300,000	17,400,000	17,700,000
	Subtotal-Projects	14,376,347	14,898,091	15,220,052	17,223,773	17,537,478	17,963,551	18,173,577	18,383,703	18,493,930	18,804,260
TOTAL USE OF FUNDS		\$ 17,271,235	\$ 17,815,623	\$ 18,153,280	\$ 20,177,389	\$ 20,512,001	\$ 20,959,833	\$ 21,190,726	\$ 21,422,473	\$ 21,557,677	\$ 21,891,743
700	FUND BALANCE, End	\$ 2,088,863	\$ 2,011,634	\$ 2,029,383	\$ 2,066,328	\$ 2,038,647	\$ 2,076,773	\$ 2,081,515	\$ 2,053,990	\$ 2,092,739	\$ 2,000,914

DESCRIPTION		2033 51	2034 52	2035 53	2036 54	2037 55	2038 56	2039 57	2040 58	2041 59	2042 60
1	"Taxable Increment"	\$ 793,762,844	\$ 801,700,472	\$ 809,717,477	\$ 817,814,652	\$ 825,992,798	\$ 834,252,726	\$ 842,595,253	\$ 851,021,206	\$ 859,531,418	\$ 868,126,732
1	FUND BALANCE, Begin	\$ 2,000,914	\$ 2,074,952	\$ 2,094,789	\$ 2,084,572	\$ 2,043,079	\$ 2,072,553	\$ 2,073,421	\$ 2,044,205	\$ 2,087,054	\$ 2,002,206
2	Adjustments to Debt Service Reserve	-	-	-	-	-	-	-	-	-	-
3	Fund Balance Available for Appropriation	\$ 2,000,914	\$ 2,074,952	\$ 2,094,789	\$ 2,084,572	\$ 2,043,079	\$ 2,072,553	\$ 2,073,421	\$ 2,044,205	\$ 2,087,054	\$ 2,002,206
SOURCES OF FUNDS:											
4	Tax Revenues	22,293,851	22,504,596	22,717,445	22,932,425	23,149,554	23,368,854	23,590,347	23,814,054	24,039,999	24,268,202
6	Allowance for Uncollected Taxes	(334,408)	(337,569)	(340,762)	(343,986)	(347,243)	(350,533)	(353,855)	(357,211)	(360,600)	(364,023)
8	Interest Income-Other	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
10	Grant Funds	-	-	-	-	-	-	-	-	-	-
12	License Fee - Central Texas Railway	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000
14	Other Revenues	-	-	-	-	-	-	-	-	-	-
17	Bond Issue	-	-	-	-	-	-	-	-	-	-
20	Total Sources of Funds	\$ 22,005,443	\$ 22,213,027	\$ 22,422,683	\$ 22,634,439	\$ 22,848,311	\$ 23,064,321	\$ 23,282,492	\$ 23,502,843	\$ 23,725,399	\$ 23,950,179
25	TOTAL AVAILABLE FOR APPROPRIATION	\$ 24,006,357	\$ 24,287,979	\$ 24,517,473	\$ 24,719,010	\$ 24,891,390	\$ 25,136,874	\$ 25,355,913	\$ 25,547,048	\$ 25,812,453	\$ 25,952,385
USE OF FUNDS:											
DEBT SERVICE											
26	2003 Bond Issue {\$11.740}	-	-	-	-	-	-	-	-	-	-
27	2009 Bond Refunding	-	-	-	-	-	-	-	-	-	-
28	2008 Bond Issue-Taxable {\$10.365 mil}	-	-	-	-	-	-	-	-	-	-
29	Debt Service - 2011A Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
30	Debt Service - 2012 Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
31	Debt Service - 2013 Issue	1,976,438									
32	Issuance Costs	-	-	-	-	-	-	-	-	-	-
35	Paying Agent Services	-	-	-	-	-	-	-	-	-	-
40	Subtotal-Debt Service	1,976,438	-	-	-	-	-	-	-	-	-
OPERATING EXPENDITURES											
50	Prof Svcs/Proj Mgmt	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100
52	Legal/Audit	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300
54	Zone Park Maintenance [mowing, utilities, botanical supplies]	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000
55	Zone Park Maintenance [maintenance]	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
56	Rail Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
58	Road/Signage Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
60	Contractual Payments [TEDC - Marketing]	553,698	581,383	610,452	640,974	673,023	706,674	742,008	779,108	818,064	858,967
62	TISD-Reimbursement [per contract]	35,177	35,177	35,177	36,936	36,936	36,936	38,783	38,783	38,783	40,722
65	Subtotal-Operating Expenditures	1,140,275	1,167,960	1,197,029	1,229,310	1,261,359	1,295,010	1,332,191	1,369,291	1,408,247	1,451,089
70	TOTAL DEBT & OPERATING EXPENDITURES	\$ 3,116,713	\$ 1,167,960	\$ 1,197,029	\$ 1,229,310	\$ 1,261,359	\$ 1,295,010	\$ 1,332,191	\$ 1,369,291	\$ 1,408,247	\$ 1,451,089
80	Funds Available for Projects	\$ 20,889,644	\$ 23,120,019	\$ 23,320,444	\$ 23,489,700	\$ 23,630,030	\$ 23,841,864	\$ 24,023,722	\$ 24,177,757	\$ 24,404,206	\$ 24,501,296
PROJECTS											
150	Temple Industrial Park	-	-	-	-	-	-	-	-	-	-
200	Corporate Campus Park	-	-	-	-	-	-	-	-	-	-
250	Bioscience Park	-	-	-	-	-	-	-	-	-	-
350	Northwest Loop 363 Improvements (TxDOT commitment)	-	-	-	-	-	-	-	-	-	-
400	Synergy Park	-	-	-	-	-	-	-	-	-	-
450	Downtown	1,114,693	1,125,230	1,135,872	1,146,621	1,157,478	1,168,443	1,179,517	1,190,703	1,202,000	1,213,410
500	TMED	-	-	-	-	-	-	-	-	-	-
510	Airport Park	-	-	-	-	-	-	-	-	-	-
610	Public Improvements	17,700,000	19,900,000	20,100,000	20,300,000	20,400,000	20,600,000	20,800,000	20,900,000	21,200,000	21,200,000
	Subtotal-Projects	18,814,693	21,025,230	21,235,872	21,446,621	21,557,478	21,768,443	21,979,517	22,090,703	22,402,000	22,413,410
TOTAL USE OF FUNDS		\$ 21,931,405	\$ 22,193,189	\$ 22,432,901	\$ 22,675,931	\$ 22,818,837	\$ 23,063,453	\$ 23,311,708	\$ 23,459,994	\$ 23,810,247	\$ 23,864,499
700	FUND BALANCE, End	\$ 2,074,952	\$ 2,094,789	\$ 2,084,572	\$ 2,043,079	\$ 2,072,553	\$ 2,073,421	\$ 2,044,205	\$ 2,087,054	\$ 2,002,206	\$ 2,087,886

DESCRIPTION		2043 61	2044 62	2045 63	2046 64	2047 65	2048 66	2049 67	2050 68	2051 69	2052 70
1	"Taxable Increment"	\$ 876,808,000	\$ 885,576,080	\$ 894,431,840	\$ 903,376,159	\$ 912,409,920	\$ 921,534,019	\$ 930,749,360	\$ 940,056,853	\$ 949,457,422	\$ 958,951,996
1	FUND BALANCE, Begin	\$ 2,087,886	\$ 2,070,670	\$ 2,089,262	\$ 2,041,183	\$ 2,027,927	\$ 2,048,854	\$ 2,001,081	\$ 2,085,886	\$ 2,002,292	\$ 2,046,954
2	Adjustments to Debt Service Reserve	-	-	-	-	-	-	-	-	-	-
3	Fund Balance Available for Appropriation	\$ 2,087,886	\$ 2,070,670	\$ 2,089,262	\$ 2,041,183	\$ 2,027,927	\$ 2,048,854	\$ 2,001,081	\$ 2,085,886	\$ 2,002,292	\$ 2,046,954
SOURCES OF FUNDS:											
4	Tax Revenues	20,567,723	20,761,204	20,956,621	21,153,991	21,353,336	21,554,674	21,758,026	21,963,409	22,170,847	22,380,363
6	Allowance for Uncollected Taxes	(308,516)	(311,418)	(314,349)	(317,310)	(320,300)	(323,320)	(326,370)	(329,451)	(332,563)	(335,705)
8	Interest Income-Other	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
10	Grant Funds	-	-	-	-	-	-	-	-	-	-
12	License Fee - Central Texas Railway	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000
14	Other Revenues	-	-	-	-	-	-	-	-	-	-
17	Bond Issue	-	-	-	-	-	-	-	-	-	-
20	Total Sources of Funds	\$ 20,305,207	\$ 20,495,786	\$ 20,688,272	\$ 20,882,681	\$ 21,079,036	\$ 21,277,354	\$ 21,477,656	\$ 21,679,958	\$ 21,884,284	\$ 22,090,658
25	TOTAL AVAILABLE FOR APPROPRIATION	\$ 22,393,093	\$ 22,566,456	\$ 22,777,534	\$ 22,923,864	\$ 23,106,963	\$ 23,326,208	\$ 23,478,736	\$ 23,765,844	\$ 23,886,577	\$ 24,137,611
USE OF FUNDS:											
DEBT SERVICE											
26	2003 Bond Issue {\$11.740}	-	-	-	-	-	-	-	-	-	-
27	2009 Bond Refunding	-	-	-	-	-	-	-	-	-	-
28	2008 Bond Issue-Taxable {\$10.365 mil}	-	-	-	-	-	-	-	-	-	-
29	Debt Service - 2011A Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
30	Debt Service - 2012 Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
31	Debt Service - 2013 Issue	-	-	-	-	-	-	-	-	-	-
32	Issuance Costs	-	-	-	-	-	-	-	-	-	-
35	Paying Agent Services	-	-	-	-	-	-	-	-	-	-
40	Subtotal-Debt Service	-	-	-	-	-	-	-	-	-	-
OPERATING EXPENDITURES											
50	Prof Svcs/Proj Mgmt	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100
52	Legal/Audit	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300
54	Zone Park Maintenance [mowing, utilities, botanical supplies]	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000
55	Zone Park Maintenance [maintenance]	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
56	Rail Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
58	Road/Signage Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
60	Contractual Payments [TEDC - Marketing]	901,915	947,011	994,362	1,044,080	1,096,284	1,151,098	1,208,653	1,269,085	1,332,540	1,399,167
62	TISD-Reimbursement [per contract]	40,722	40,722	42,758	42,758	42,758	44,896	44,896	44,896	47,141	47,141
65	Subtotal-Operating Expenditures	1,494,037	1,539,133	1,588,520	1,638,238	1,690,442	1,747,394	1,804,949	1,865,381	1,931,080	1,997,708
70	TOTAL DEBT & OPERATING EXPENDITURES	\$ 1,494,037	\$ 1,539,133	\$ 1,588,520	\$ 1,638,238	\$ 1,690,442	\$ 1,747,394	\$ 1,804,949	\$ 1,865,381	\$ 1,931,080	\$ 1,997,708
80	Funds Available for Projects	\$ 20,899,056	\$ 21,027,322	\$ 21,189,014	\$ 21,285,627	\$ 21,416,521	\$ 21,578,815	\$ 21,673,788	\$ 21,900,463	\$ 21,955,496	\$ 22,139,904
PROJECTS											
150	Temple Industrial Park	-	-	-	-	-	-	-	-	-	-
200	Corporate Campus Park	-	-	-	-	-	-	-	-	-	-
250	Bioscience Park	-	-	-	-	-	-	-	-	-	-
350	Northwest Loop 363 Improvements (TxDOT commitment)	-	-	-	-	-	-	-	-	-	-
400	Synergy Park	-	-	-	-	-	-	-	-	-	-
450	Downtown	1,028,386	1,038,060	1,047,831	1,057,700	1,067,667	1,077,734	1,087,901	1,098,170	1,108,542	1,119,018
500	TMED	-	-	-	-	-	-	-	-	-	-
510	Airport Park	-	-	-	-	-	-	-	-	-	-
610	Public Improvements	17,800,000	17,900,000	18,100,000	18,200,000	18,300,000	18,500,000	18,500,000	18,800,000	18,800,000	19,000,000
	Subtotal-Projects	18,828,386	18,938,060	19,147,831	19,257,700	19,367,667	19,577,734	19,587,901	19,898,170	19,908,542	20,119,018
TOTAL USE OF FUNDS		\$ 20,322,423	\$ 20,477,193	\$ 20,736,351	\$ 20,895,937	\$ 21,058,108	\$ 21,325,127	\$ 21,392,850	\$ 21,763,552	\$ 21,839,623	\$ 22,116,726
700	FUND BALANCE, End	\$ 2,070,670	\$ 2,089,262	\$ 2,041,183	\$ 2,027,927	\$ 2,048,854	\$ 2,001,081	\$ 2,085,886	\$ 2,002,292	\$ 2,046,954	\$ 2,020,886

DESCRIPTION		2053 71	2054 72	2055 73	2056 74	2057 75	2058 76	2059 77	2060 78	2061 79	2062 80
1	"Taxable Increment"	\$ 968,541,516	\$ 978,226,931	\$ 988,009,200	\$ 997,889,292	\$ 1,007,868,185	\$ 1,017,946,867	\$ 1,028,126,336	\$ 1,038,407,599	\$ 1,048,791,675	\$ 1,059,279,592
1	FUND BALANCE, Begin	\$ 2,020,886	\$ 2,022,711	\$ 2,048,555	\$ 2,099,101	\$ 2,072,511	\$ 2,064,297	\$ 2,074,742	\$ 2,001,462	\$ 2,039,271	\$ 2,087,966
2	Adjustments to Debt Service Reserve	-	-	-	-	-	-	-	-	-	-
3	Fund Balance Available for Appropriation	\$ 2,020,886	\$ 2,022,711	\$ 2,048,555	\$ 2,099,101	\$ 2,072,511	\$ 2,064,297	\$ 2,074,742	\$ 2,001,462	\$ 2,039,271	\$ 2,087,966
SOURCES OF FUNDS:											
4	Tax Revenues	22,591,969	22,805,694	23,021,555	23,239,576	23,459,775	23,682,177	23,906,803	24,133,676	24,362,817	24,594,251
6	Allowance for Uncollected Taxes	(338,880)	(342,085)	(345,323)	(348,594)	(351,897)	(355,233)	(358,602)	(362,005)	(365,442)	(368,914)
8	Interest Income-Other	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
10	Grant Funds	-	-	-	-	-	-	-	-	-	-
12	License Fee - Central Texas Railway	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000	36,000
14	Other Revenues	-	-	-	-	-	-	-	-	-	-
17	Bond Issue	-	-	-	-	-	-	-	-	-	-
20	Total Sources of Funds	\$ 22,299,089	\$ 22,509,609	\$ 22,722,232	\$ 22,936,982	\$ 23,153,878	\$ 23,372,944	\$ 23,594,201	\$ 23,817,671	\$ 24,043,375	\$ 24,271,337
25	TOTAL AVAILABLE FOR APPROPRIATION	\$ 24,319,975	\$ 24,532,319	\$ 24,770,787	\$ 25,036,083	\$ 25,226,389	\$ 25,437,241	\$ 25,668,943	\$ 25,819,133	\$ 26,082,646	\$ 26,359,303
USE OF FUNDS:											
DEBT SERVICE											
26	2003 Bond Issue {\$11.740}	-	-	-	-	-	-	-	-	-	-
27	2009 Bond Refunding	-	-	-	-	-	-	-	-	-	-
28	2008 Bond Issue-Taxable {\$10.365 mil}	-	-	-	-	-	-	-	-	-	-
29	Debt Service - 2011A Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
30	Debt Service - 2012 Issue {Refunding}	-	-	-	-	-	-	-	-	-	-
31	Debt Service - 2013 Issue	-	-	-	-	-	-	-	-	-	-
32	Issuance Costs	-	-	-	-	-	-	-	-	-	-
35	Paying Agent Services	-	-	-	-	-	-	-	-	-	-
40	Subtotal-Debt Service	-	-	-	-	-	-	-	-	-	-
OPERATING EXPENDITURES											
50	Prof Svcs/Proj Mgmt	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100	175,100
52	Legal/Audit	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300
54	Zone Park Maintenance [mowing, utilities, botanical supplies]	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000
55	Zone Park Maintenance [maintenance]	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
56	Rail Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
58	Road/Signage Maintenance	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
60	Contractual Payments [TEDC - Marketing]	1,469,125	1,542,581	1,619,710	1,700,696	1,785,731	1,875,017	1,968,768	2,067,206	2,170,567	2,279,095
62	TISD-Reimbursement [per contract]	47,141	49,498	49,498	49,498	51,973	51,973	51,973	54,572	54,572	54,572
65	Subtotal-Operating Expenditures	2,067,666	2,143,479	2,220,608	2,301,594	2,389,104	2,478,390	2,572,141	2,673,178	2,776,539	2,885,067
70	TOTAL DEBT & OPERATING EXPENDITURES	\$ 2,067,666	\$ 2,143,479	\$ 2,220,608	\$ 2,301,594	\$ 2,389,104	\$ 2,478,390	\$ 2,572,141	\$ 2,673,178	\$ 2,776,539	\$ 2,885,067
80	Funds Available for Projects	\$ 22,252,309	\$ 22,388,840	\$ 22,550,179	\$ 22,734,489	\$ 22,837,285	\$ 22,958,851	\$ 23,096,802	\$ 23,145,955	\$ 23,306,107	\$ 23,474,236
PROJECTS											
150	Temple Industrial Park	-	-	-	-	-	-	-	-	-	-
200	Corporate Campus Park	-	-	-	-	-	-	-	-	-	-
250	Bioscience Park	-	-	-	-	-	-	-	-	-	-
350	Northwest Loop 363 Improvements (TxDOT commitment)	-	-	-	-	-	-	-	-	-	-
400	Synergy Park	-	-	-	-	-	-	-	-	-	-
450	Downtown	1,129,598	1,140,285	1,151,078	1,161,979	1,172,989	1,184,109	1,195,340	1,206,684	1,218,141	1,229,713
500	TMED	-	-	-	-	-	-	-	-	-	-
510	Airport Park	-	-	-	-	-	-	-	-	-	-
610	Public Improvements	19,100,000	19,200,000	19,300,000	19,500,000	19,600,000	19,700,000	19,900,000	19,900,000	20,000,000	20,200,000
	Subtotal-Projects	20,229,598	20,340,285	20,451,078	20,661,979	20,772,989	20,884,109	21,095,340	21,106,684	21,218,141	21,429,713
TOTAL USE OF FUNDS		\$ 22,297,264	\$ 22,483,764	\$ 22,671,686	\$ 22,963,573	\$ 23,162,092	\$ 23,362,499	\$ 23,667,481	\$ 23,779,862	\$ 23,994,680	\$ 24,314,780
700	FUND BALANCE, End	\$ 2,022,711	\$ 2,048,555	\$ 2,099,101	\$ 2,072,511	\$ 2,064,297	\$ 2,074,742	\$ 2,001,462	\$ 2,039,271	\$ 2,087,966	\$ 2,044,524

Project Plan - 05/29/13 - to Zone Board

SUMMARY FINANCING PLAN											
	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	
1	Beginning Available Fund Balance, Oct 1										
	\$ 6,432,012	\$ 1,321,105	\$ 2,093,280	\$ 1,485,798	\$ 2,065,834	\$ 2,084,370	\$ 2,038,236	\$ 2,006,049	\$ 2,006,434	\$ 2,019,720	
20	Total Sources of Funds	30,682,944	4,861,829	4,920,938	13,121,412	13,657,258	16,002,124	16,139,274	16,287,893	16,428,000	16,885,929
2	Adjustments to Debt Service Reserve	1,761,865	1,765,643	-	-	-	-	-	-	-	-
25	Net Available for Appropriation	38,876,821	7,948,577	7,014,218	14,607,210	15,723,092	18,086,494	18,177,510	18,293,942	18,434,434	18,905,650
50/52	General Administrative Expenditures	218,405	176,200	176,200	176,200	176,300	176,300	176,300	176,300	176,300	176,400
54	Zone Park Maintenance [mowing, utilities, botanical supplies]	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000	150,000
55	Zone Park Maintenance [maintenance]	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
56	Rail Maintenance	213,582	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
58	Road/Signage Maintenance	133,077	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000
60	Contractual Payments (TEDC - Marketing)	181,500	199,650	219,615	241,577	253,655	266,338	279,655	293,638	308,320	323,736
62	TISD-Reimbursement [per contract]	25,000	25,000	26,250	26,250	26,250	27,563	27,563	27,563	28,941	28,941
26	Debt Service - 2003 Issue [\$11.740 mil]	619,200	-	-	-	-	-	-	-	-	-
27	Debt Service - 2009 Issue (Refunding)	1,474,569	1,479,969	1,499,769	1,508,775	1,510,150	1,488,750	1,485,000	-	-	-
28	Debt Service - 2008 Taxable Issue (\$10.365 mil)	1,239,641	1,240,495	1,239,233	1,240,854	1,240,096	1,241,957	1,241,173	1,237,744	1,241,670	1,242,422
29	Debt Service - 2011A Issue (Refunding)	399,900	914,900	914,450	913,550	912,200	908,350	915,950	2,497,800	2,497,550	2,494,950
30	Debt Service - 2012 Issue (Refunding)	17,700	17,700	17,700	82,700	76,400	79,600	77,650	80,050	77,250	78,750
31	Debt Service - 2013 Issue	-	797,755	813,575	813,575	1,978,575	1,975,275	1,976,575	1,975,275	1,977,925	1,979,375
32	Issuance Costs	120,000	-	-	-	-	-	-	-	-	-
33	Paying Agent Services	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200
70	Total Debt & Operating Expenditures	4,818,774	5,227,869	5,282,992	5,379,681	6,549,826	6,540,333	6,556,066	6,664,570	6,684,156	6,700,774
80	Funds Available for Projects	\$ 34,058,047	\$ 2,720,708	\$ 1,731,226	\$ 9,227,530	\$ 9,173,266	\$ 11,546,161	\$ 11,621,444	\$ 11,629,373	\$ 11,750,278	\$ 12,204,876

PROJECT PLAN											
	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	
TEMPLE INDUSTRIAL PARK:											
100	Northern "Y" Phase I	-	200,000	-	-	-	-	-	-	-	
101	Trans-Load Grading (full site) (East)	-	185,000	-	-	-	-	-	-	-	
102	Ladder Track Phase II	-	-	-	-	-	-	-	-	-	
103	Pepper Creek Main Stem Regional Detention Pond	850,000	-	-	-	-	-	-	-	-	
104	Research Pkwy (IH 35 to Wendland Ultimate)	2,705,000	-	-	-	-	-	-	-	-	
105	Research Pkwy (Wendland to McLane Pkwy)	5,960,000	-	-	-	-	-	-	-	-	
106	Northeast Utilities @ IH 35/Loop 363	-	-	-	-	-	-	-	-	-	
150	Total North Zone/Rail Park (including Enterprise Park)	9,515,000	385,000	-	-	-	-	-	-	-	
CORPORATE CAMPUS PARK:											
155	Bioscience Trail Connection to Airport	750,000	-	-	-	-	-	-	-	-	
156	McLane Pkwy/Research Pkwy Connection	710,000	-	-	-	-	-	-	-	-	
157	Research Pkwy (McLane Pkwy to Central Point Pkwy)	1,500,000	-	-	-	-	-	-	-	-	
200	Total Corporate Campus Park	2,960,000	-	-	-	-	-	-	-	-	
BIOSCIENCE PARK:											
204	Pepper Creek Trail Connection to S&W	566,373	-	-	-	-	-	-	-	-	
205	Bioscience Park Service Road & Utility Extensions	741,360	-	-	-	-	-	-	-	-	
207	Trail Landscaping, Irrigation and Lights	1,750,000	-	-	-	-	-	-	-	-	
250	Total Bio-Science Park	3,057,733	-	-	-	-	-	-	-	-	
350	Northwest Loop 363 Improvements (TxDOT commitment)	129,350	-	-	-	-	-	-	-	-	
SYNERGY PARK:											
351	Lorraine Drive (Southeast Industrial Park) - [\$1.5M total project cost]	69,325	-	-	-	-	-	-	-	-	
352	Entry Enhancement	500,000	-	-	-	-	-	-	-	-	
353	Lorraine Drive/Panda Drive Asphalt	610,000	-	-	-	-	-	-	-	-	
354	Improvements/Contingency for Synergy Park	-	-	-	-	-	-	-	-	-	
400	Total Synergy Park	1,179,325	-	-	-	-	-	-	-	-	
DOWNTOWN:											
401	Downtown Improvements [1999 Ordinance]	843,202	242,428	245,428	661,696	688,896	807,925	815,395	822,939	830,558	854,819
402	Rail Safety Zone Study	3,150	-	-	-	-	-	-	-	-	-
403	Lot Identification & Signage	55,330	-	-	-	-	-	-	-	-	-
404	Santa Fe Plaza	300,000	-	-	-	-	-	-	-	-	-
405	Downtown Master Plan	125,000	-	-	-	-	-	-	-	-	-
406	MLK Park	-	-	-	-	-	-	-	-	-	-
450	Total Downtown	1,326,682	242,428	245,428	661,696	688,896	807,925	815,395	822,939	830,558	854,819
TMED:											
451	TMED - 1st Street @ Temple College - STEP Grant Match	438,450	-	-	-	-	-	-	-	-	-
452	Master Plan Integration 2010	1,550	-	-	-	-	-	-	-	-	-
453	TMED - 1st Street @ Loop 363 Design/Construction - Design only	276,776	-	-	-	-	-	-	-	-	-
454	TMED - Friars Creek Trail 5th Street to S&W Blvd. - [\$1.9M total project cost - DOE Grant of \$400K]	1,206,943	-	-	-	-	-	-	-	-	-
455	Avenue R - S&W Blvd, Ave R - 19th Intersections	2,005,641	-	-	-	-	-	-	-	-	-
456	Ave U from S&W Blvd to 1st St & the 13th to 17th connector from Ave R to Loop 363	27,583	-	-	-	-	-	-	-	-	-
457	South 1st Street Improvements from the Temple College Apartments to Ave O	200,560	-	-	-	-	-	-	-	-	-
458	Loop 363 Frontage Rd (UPRR to 5th TIRZ portion)	6,450,000	-	-	-	-	-	-	-	-	-
459	Monumentation	520,000	-	-	-	-	-	-	-	-	-
460	Ave U TMED Ave. to 1st Street	1,275,000	-	-	-	-	-	-	-	-	-
461	TMED Master Plan (Health Care Campus)	125,000	-	-	-	-	-	-	-	-	-
462	TMED Master Plan & Thoroughfare Plan	55,000	-	-	-	-	-	-	-	-	-
463	Friars Creek Trail to Ave. R Trail	500,000	-	-	-	-	-	-	-	-	-
464	Veteran's Memorial Blvd. Phase II	-	-	-	-	-	-	-	-	-	-
500	Total TMED	13,082,503	-	-	-	-	-	-	-	-	-
AIRPORT PARK:											
501	Gateway Entrance Projects	1,250	-	-	-	-	-	-	-	-	-
502	Airport Corporate Hangar Development/Improvements	165,099	-	-	-	-	-	-	-	-	-
503	Fuel Farm Loop Roadway	110,000	-	-	-	-	-	-	-	-	-
504	Airport Terminal Access Enhancement	115,000	-	-	-	-	-	-	-	-	-
505	Airport Entry Landscaping & Signage	230,000	-	-	-	-	-	-	-	-	-
506	Northwest Airport Parking & Entrance	865,000	-	-	-	-	-	-	-	-	-
507	East Airport Commercial Facility Improvements	-	-	-	-	-	-	-	-	-	-
508	Corporate Hangar Phase II	-	-	-	-	-	-	-	-	-	-
550	Total Airport Park	1,486,349	-	-	-	-	-	-	-	-	-
610	Public Improvements	-	-	-	6,500,000	6,400,000	8,700,000	8,800,000	8,800,000	8,900,000	9,300,000
Total Planned Project Expenditures											
	32,736,942	627,428	245,428	7,161,696	7,088,896	9,507,925	9,615,395	9,622,939	9,730,558	10,154,819	
700	Available Fund Balance at Year End	\$ 1,321,105	\$ 2,093,280	\$ 1,485,798	\$ 2,065,834	\$ 2,084,370	\$ 2,038,236	\$ 2,006,049	\$ 2,006,434	\$ 2,019,720	\$ 2,050,057

TRZ Master Plan Project Funding [2013 & 2014]

Project #	Temple Industrial Park	Bond Issue		TIRZ Rev funded
		\$	8,665,000	\$ 385,000
	Project Description	2013	2014	Totals
1	Research Pkwy (IH35 to Wendland Ultimate)	\$ 2,705,000	\$ -	\$ 2,705,000
2	Research Pkwy (Wendland to McLane Prkwy)	\$ 5,960,000	\$ -	\$ 5,960,000
3	Northern "Y" Phase I	\$ -	\$ 200,000	\$ 200,000
4	Trans-Load Grading (Full Site) (East)	\$ -	\$ 185,000	\$ 185,000
	SUBTOTAL	\$ 8,665,000	\$ 385,000	\$ 9,050,000

	Corporate Campus Park	Bond Issue		
		\$	2,960,000	
	Project Description	2013	2014	Totals
5	Bioscience Trail Connection to Airport	\$ 750,000	\$ -	\$ 750,000
6	McLane Prkwy/Research Pkwy Connection	\$ 710,000	\$ -	\$ 710,000
7	Research Pkwy (McLane Pkwy to Central Pt. Pkwy)	\$ 1,500,000	\$ -	\$ 1,500,000
	SUBTOTAL	\$ 2,960,000	\$ -	\$ 2,960,000

	Bioscience Park	Bond Issue		
		\$	1,750,000	
	Project Description	2013	2014	Totals
8	Trail Landscaping, Irrigation and Lights	\$ 1,750,000	\$ -	\$ 1,750,000
	SUBTOTAL	\$ 1,750,000	\$ -	\$ 1,750,000

	Synergy Park	Bond Issue		
		\$	1,110,000	
	Project Description	2013	2014	Totals
9	Entry Enhancement	\$ 500,000	\$ -	\$ 500,000
10	Lorraine Drive/Panda Drive Asphalt	\$ 610,000	\$ -	\$ 610,000
	SUBTOTAL	\$ 1,110,000	\$ -	\$ 1,110,000

	Downtown	Bond Issue		
		\$	425,000	
	Project Description	2013	2014	Totals
11	Santa Fe Plaza	\$ 300,000	\$ -	\$ 300,000
12	Downtown Master Plan	\$ 125,000	\$ -	\$ 125,000
	SUBTOTAL	\$ 425,000	\$ -	\$ 425,000

	Temple Medical Education District [TMED]	Bond Issue		
		\$	8,925,000	
	Project Description	2013	2014	Totals
13	Loop 363 FR (UPRR to 5th TRZ portion)	\$ 6,450,000	\$ -	\$ 6,450,000
14	Monumentation (4)	\$ 520,000	\$ -	\$ 520,000
15	Ave U TMED Ave. to 1st	\$ 1,275,000	\$ -	\$ 1,275,000
16	TMED Master Plan (Health Care Campus)	\$ 125,000	\$ -	\$ 125,000
17	TMED Master Plan & Thoroughfare Plan *	\$ 55,000	\$ -	\$ 55,000
18	Friars Creek Trail to Ave. R Trail	\$ 500,000	\$ -	\$ 500,000
	SUBTOTAL	\$ 8,925,000	\$ -	\$ 8,925,000

	Airport Park	Bond Issue		
		\$	1,320,000	
	Project Description	2013	2014	Totals
19	Fuel Farm Loop Roadway	\$ 110,000	\$ -	\$ 110,000
20	Airport Terminal Access Enhancement	\$ 115,000	\$ -	\$ 115,000
21	Airport Entry Landscaping & Signage	\$ 230,000	\$ -	\$ 230,000
22	Northwest Airport Parking & Entrance	\$ 865,000	\$ -	\$ 865,000
	SUBTOTAL	\$ 1,320,000	\$ -	\$ 1,320,000

PROGRAM GRAND TOTAL	\$ 25,155,000	\$ 385,000	\$ 25,540,000
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These are rail projects and will be funded with current TIRZ revenues in the FP

Total
\$ 25,540,000
\$ 25,155,000
Bond issue
\$ 385,000
TIRZ Rev funded

ORDINANCE NO. _____

AN ORDINANCE BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS, AUTHORIZING AN AMENDMENT TO THE TAX INCREMENT FINANCING REINVESTMENT ZONE NO. 1 FINANCING PLAN TO ALIGN WITH THE 2022 MASTER PLAN AND TO REFLECT THE RECENT EXTENSION AND EXPANSION OF THE REINVESTMENT ZONE NO. 1 TO 2062; PROVIDING A SEVERABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE; DECLARING FINDINGS OF FACT; AND PROVIDING AN OPEN MEETINGS CLAUSE.

Whereas, the City Council (the "Council") of the City of Temple, Texas, (the "City") created Reinvestment Zone Number One, City of Temple, Texas (the "Zone") by Ordinance No. 1457 adopted on September 16, 1982;

Whereas, the Council adopted a Project Plan and Reinvestment Zone Financing Plan for the Zone by Ordinance No. 1525 adopted on December 22, 1983, and thereafter amended such plans by Ordinance No. 1664 adopted on June 20, 1985, Ordinance No. 1719 adopted on November 21, 1985, Ordinance No. 1888 adopted on December 21, 1987, Ordinance No. 1945 adopted on October 20, 1988; Ordinance No. 1961 adopted on December 1, 1988; Ordinance No. 2039 adopted on April 19, 1990; Ordinance No. 91-2119 adopted on December 5, 1991; Ordinance No. 92-2138 adopted on April 7, 1992; Ordinance No. 94-2260 adopted on March 3, 1994; Ordinance No. 95-2351 adopted on June 15, 1995; Ordinance No. 98-2542 adopted on February 5, 1998; Ordinance No. 98-2582 adopted on November 19, 1998; Ordinance No. 99-2619 adopted on March 18, 1999; Ordinance No. 99-2629 adopted on May 6, 1999; Ordinance No. 99-2631 adopted on May 20, 1999; Ordinance No. 99-2647 adopted on August 19, 1999; Ordinance No. 99-2678 adopted on December 16, 1999; Ordinance No. 2000-2682 adopted on January 6, 2000; Ordinance No. 2000-2729 adopted on October 19, 2000; Ordinance No. 2001-2772 adopted on June 7, 2001; Ordinance No. 2001-2782 adopted on July 19, 2001; Ordinance No. 2001-2793 adopted on September 20, 2001; Ordinance No. 2001-2807 on November 15, 2001; Ordinance No. 2001-2813 on December 20, 2001; Ordinance No. 2002-2833 on March 21, 2002; Ordinance No. 2002-2838 on April 18, 2002; Ordinance No. 2002-3847 on June 20, 2002; Ordinance No. 2002-3848 on June 20, 2002; Ordinance No. 2002-3868 on October 17, 2002; Ordinance No. 2003- 3888 on February 20, 2003; Ordinance No. 2003-3894 on April 17, 2003; Ordinance No 2003-3926 on September 18, 2003; Ordinance No. 2004-3695 on July 1, 2004; Ordinance No. 2004-3975 on August 19, 2004; Ordinance No. 2004-3981 on September 16, 2004; Ordinance No. 2005-4001 on May 5, 2005; Ordinance No. 2005-4038 on September 15, 2005; Ordinance No. 2006-4051 on January 5, 2006; Ordinance No. 2006-4076 on the 18th day of May, 2006; Ordinance No. 2006-4118; Ordinance No. 2007-4141 on the 19th day of April, 2007; Ordinance No. 2007-4155 on July 19, 2007; Ordinance No. 2007-4172 on the 20th day of September, 2007; Ordinance No. 2007-4173 on October 25, 2007; Ordinance No. 2008-4201 on the 21st day of February, 2008; and Ordinance No. 2008-4217 the 15th day of May, 2008;

Ordinance No. 2008-4242 the 21st day of August, 2009; Ordinance No. 2009-4290 on the 16th day of April, 2009; Ordinance No. 2009-4294 on the 21st day of May, 2009; Ordinance No. 2009-4316 on the 17th day of September, 2009; Ordinance No. 2009-4320 on the 15th day of October, 2009; Ordinance No. 2010-4338 on the 18th day of February, 2010; Ordinance No. 2010-4371 on the 19th day of August, 2010; Ordinance No. 2010-4405 on November 4, 2010; Ordinance No. 2011-4429 on March 17, 2011; Ordinance No. 2011-4455 on July 21, 2011; Ordinance No. 2011-4477 on October 20, 2011; Ordinance No. 2012-4540 on June 21, 2012; and Ordinance No. 2012-4546 on July 19, 2012; Ordinance No. 2012-4554 on September 20, 2012; Ordinance No. 2012-4566 on November 15, 2012; **Ordinance No. 2013-_____ on June 20, 2013;**

Whereas, the Board of Directors of the Zone has adopted an additional amendment to the Reinvestment Zone Financing and Project Plans for the Zone and forwarded such amendment to the Council for appropriate action;

Whereas, the Council finds it necessary to amend the Reinvestment Zone Financing and Project Plans for the Zone to include financial information as hereinafter set forth;

Whereas, the Council finds that it is necessary and convenient to the implementation of the Reinvestment Zone Financing and Project Plans, including the additional amendment, to establish and provide for an economic development program within the meaning of Article III, Section 52-a of the Texas Constitution ("Article III, Section 52-a"), Section 311.010(h) of the Texas Tax Code and Chapter 380 of the Texas Local Government Code to develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone and develop or expand transportation, business and commercial activity in the Zone including programs to make grants and loans of Zone assets or from the tax increment fund of the Zone in an aggregate amount not to exceed the amount of the tax increment produced by the City and paid into the tax increment fund for the Zone for activities that benefit the Zone and stimulate business and commercial activity in the Zone as further determined by the City;

Whereas, the Council further finds that the acquisition of the land and real property assembly costs as described in the additional amendment to the Reinvestment Zone Financing and Project Plans are necessary and convenient to the implementation of the Reinvestment Zone Financing and Project Plans and will help develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone and develop or expand transportation, business and commercial activity in the Zone by providing land for development of future business and commercial activity, attracting additional jobs within the City and attracting additional sales and other taxes within the City; and

Whereas, the Council finds that such amendment to the Reinvestment Zone Financing and Project Plans is feasible and conforms to the Comprehensive Plan of the City, and that this action will promote economic development within the City of Temple.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPLE, TEXAS THAT:

Part 1: Findings. The statements contained in the preamble of this ordinance are true and correct and are adopted as findings of fact hereby.

Part 2: Reinvestment Zone Financing and Project Plans. The amendment to the Tax Increment Financing Reinvestment Zone No. 1 Financing Plan, heretofore adopted by the Board of Directors of the Zone and referred to in the preamble of this ordinance, is hereby approved and adopted, as set forth in the Amendments to Reinvestment Zone Number 1, City of Temple, Texas, attached hereto as Exhibits A and B. This expenditure requires an amendment to the 2012-2013 budget, a copy of which is attached hereto, as Exhibit C.

Part 3: Plans Effective. The Financing Plan and Project Plans for the Zone heretofore in effect shall remain in full force and effect according to the terms and provisions thereof, except as specifically amended hereby.

Part 4: Copies to Taxing Units. The City Secretary shall provide a copy of the amendment to the Reinvestment Zone Financing and Project Plans to each taxing unit that taxes real property located in the Zone.

Part 5: Economic Development Program. The Council hereby establishes an economic development program for the Zone in accordance with Article III, Section 52-a of the Texas Constitution, Section 311.010(h) of the Texas Tax Code and Chapter 380 of the Texas Local Government Code to develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone and develop or expand transportation, business and commercial activity in the Zone including a program to make grants and loans of Zone assets or from the tax increment fund of the Zone in accordance with the provisions of Article III, Section 52-a, Chapter 311 of the Texas Tax Code and Chapter 380 of the Texas Local Government Code as directed and authorized by the Council. The Council hereby further directs and authorizes the Board of Directors of the Zone to utilize tax increment reinvestment zone bond proceeds to acquire the land and pay other real property assembly costs as set forth in the additional amendment attached hereto to help develop and diversify the economy of the Zone and develop or expand business and commercial activity in the Zone in accordance with Article III, Section 52-a, Chapter 311 of the Texas Tax Code and Chapter 380 of the Texas Local Government Code.

Part 6: Severability. It is hereby declared to be the intention of the City Council that the sections, paragraphs, sentences, clauses and phrases of this ordinance are severable and, if any phrase, clause, sentence, paragraph or section of this ordinance should be declared invalid by the final judgment or decree of any court of competent jurisdiction, such invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs and sections of this ordinance, since the same would have been enacted by the City Council without the incorporation in this ordinance of any such invalid phrase, clause, sentence, paragraph or section.

Part 7: Effective Date. This ordinance shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Temple, Texas, and it is accordingly so ordained.

Part 8: Open Meetings. It is hereby officially found and determined that the meeting at which this ordinance is passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Open Meeting Act.

PASSED AND APPROVED on First Reading and Public Hearing on the **6th** day of **June**, 2013.

PASSED AND APPROVED on Second Reading on the **20th** day of **June**, 2013.

THE CITY OF TEMPLE, TEXAS

DANIEL A. DUNN, Mayor

ATTEST:

APPROVED AS TO FORM:

Lacy Borgeson
City Secretary

Jonathan Graham
City Attorney