

City of Bloomington Common Council

Legislative Packet

Containing legislation and materials related to:

Wednesday, 8 June 2022

Committee of the Whole at 6:30pm



CITY OF BLOOMINGTON COMMON COUNCIL

AGENDA AND NOTICE:
COMMITTEE OF THE WHOLE
WEDNESDAY | 6:30 PM
08 June 2022

Council Chambers (#115), Showers Building, 401 N. Morton Street

The meeting may also be accessed at the following link:

<https://bloomington.zoom.us/j/89425952551?pwd=Ym95K0N6MUd4aVNmTy95b3ZhM09sdz09>

Chair: Kate Rosenbarger

- I. Ordinance 22-18 - To Amend Title 8 of the Bloomington Municipal Code, Entitled “Historic Preservation and Protection” to Establish a Historic District – Re: 200 E Kirkwood Ave. (Bloomington National Savings and Loan Association) (Bloomington Historic Preservation Commission, Petitioner)

Asked to Attend: Gloria Colom Braña, Program Manager – Historic Preservation

- II. Ordinance 22-17 – An Ordinance to Amend Ordinance 21-36, as Amended by Ordinance 22-03, Which Fixed Salaries for Officers of the Police and Fire Departments for the Year 2022 - Re: Incentives for Police officers and increasing Probationary Officer base pay instead of providing retention pay

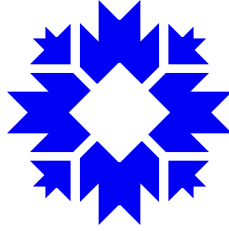
Asked to Attend: Caroline Shaw, Director Employee Services

- III. Ordinance 22-19 - An Ordinance Authorizing the Entering Into of a Conditional Project Expenditure Agreement of the City of Bloomington, Indiana (Meridiam Project), and the Disposition of the Proceeds Thereof to Meridiam, and Authorizing and Approving Other Actions in Respect Thereto

Asked to Attend: Rick Dietz, Director, Information and Technology Services
Beth Cate, Corporation Counsel
Larry Allen, Assistant City Attorney
Don Griffin, Deputy Mayor
Representatives from Meridiam

- IV. Resolution 22-13 - To Approve and Issue the Plan Commission Order Found In Plan Commission Resolution RS-23-22 Re: Authorizing the Bloomington Redevelopment Commission to Create a New Meridiam Economic Development Allocation Area

Asked to Attend: Rick Dietz, Director, Information and Technology Services
Beth Cate, Corporation Counsel
Larry Allen, Assistant City Attorney
Don Griffin, Deputy Mayor
Representatives from Meridiam



**City of Bloomington
Office of the Common Council**

NOTICE

Wednesday, 8 June 2022

Committee of the Whole

Starting at 6:30 pm

This meeting will be held in the Council Chambers (Suite #115, City Hall, 401 N. Morton St) and may also be accessed electronically via Zoom (see information below).

Join Zoom Meeting

<https://bloomington.zoom.us/j/89425952551?pwd=Ym95K0N6MUd4aVNmTy95b3ZhM09sdz09>

Meeting ID: 852 2469 9055

Passcode: 410403

One tap mobile

+19292056099,,85224699055# US (New York)

+13017158592,,85224699055# US (Washington DC)

Dial by your location

+1 929 205 6099 US (New York)

+1 301 715 8592 US (Washington DC)

+1 312 626 6799 US (Chicago)

+1 669 900 6833 US (San Jose)

+1 253 215 8782 US (Tacoma)

+1 346 248 7799 US (Houston)

Meeting ID: 852 2469 9055

Find your local number: <https://bloomington.zoom.us/u/kbsEnfWEIL>

As a quorum of the Council or its committees may be present, this gathering constitutes a meeting under the Indiana Open Door Law (I.C. § 5-14-1.5). For that reason, this statement provides notice that this meeting will occur and is open for the public to attend, observe, and record what transpires.



MEMO FROM COUNCIL OFFICE ON:

Ordinance 22-18 – To Amend Title 8 of the Bloomington Municipal Code, Entitled “Historic Preservation and Protection” to Establish a Historic District – Re: 200 E Kirkwood Ave. (Bloomington National Savings And Loan Association) (Bloomington Historic Preservation Commission, Petitioner)

Synopsis

This ordinance amends Chapter 8.20 of the Bloomington Municipal Code entitled “The List of Designated Historic Districts” in order to designate the Bloomington National Savings and Loan Association building as a historic district. The Bloomington Historic Preservation Commission, after a public hearing April 14, 2022, recommended that the structure be designated historic with a rating as “Notable.” This rating was based upon certain historic and architectural criteria set forth in BMC 8.08.010(e) entitled “Historic District Criteria.” Local designation will provide the protection needed to ensure that this property is preserved.

Relevant Materials

- Ordinance 22-18
- Map of proposed historic district
- Staff Report from Bloomington Historic Preservation Commission
- Staff presentation slides

Summary

Ordinance 22-18 would add “Bloomington National Savings and Loan Association” as a historic district under Title 8 of the Bloomington Municipal Code (entitled “Historic Preservation and Protection”). The provisions of Title 8 are enabled by state law under Indiana Code 36-7-11 (and following provisions) and are intended to:

- protect historic and architecturally-worthy properties that either impart a distinct aesthetic quality to the City or serve as visible reminders of our historic heritage;
- ensure the harmonious and orderly growth and development of the City;
- maintain established residential neighborhoods in danger of having their distinctiveness destroyed;
- enhance property values and attract new residents; and
- ensure the viability of the traditional downtown area and to enhance tourism.

The Historic Preservation Commission (“HPC”) is authorized to make recommendations to the Council regarding the establishment of historic districts either on its own accord or by petition of the property owner. In this case, the HPC acted on its own to recommend that the Bloomington National Savings and Loan Association be designated as a single-property



historic district due to it meeting at least two of the criteria required by [Bloomington Municipal Code 08.08.010\(e\)](#) for the creation of a historic district.

Under [BMC 08.08.020](#), once an area is designated as a historic district, a certificate of appropriateness must be issued by the HPC prior to the issuance of a permit for, or prior to work beginning on, any of the following within all areas of the historic district:

- The demolition of any building;
- The moving of any building;
- A conspicuous change in the exterior appearance of any historic building or any part of or appurtenance to such a building, including walls, fences, light fixtures, steps, paving, and signs by additions, reconstruction, alteration, or maintenance involving exterior color change if cited by individual ordinance, or
- Any new construction of a principal building or accessory building or structure subject to view from a public way.

The HPC promulgates [rules and procedures](#) for reviewing changes to properties within historic districts. Those reviews occur in the context of either granting or denying Certificates of Appropriateness for the proposed changes which, in some instances may be done by staff and other instances must be done by the Commission. Unless the property owner agrees to an extension, the action on the Certificate of Appropriateness must be taken within 30 days of submittal of the application. Persons who fail to comply with the Certificate of Appropriateness or other aspects of Title 8 are subject to fines and other actions set forth in BMC Chapter 8.16 (Administration and Enforcement).

According to the BMC, in order to bring forward a historic designation, the HPC must hold a public hearing and submit a map and staff report to the Council. The map identifies the district and classifies properties, and the Report explains these actions in terms of the historic and architectural criteria set forth in the ordinance (see also [BMC 08.08.010\(e\)](#)). These criteria provide the grounds for the designation.

In summary, [Ordinance 22-18](#):

- Approves the map and establishes the district, which provide the basis for the designation;
- Attaches the map and the report;
- Describes the district and classifies the properties;
- Inserts the newly-established district into the List of Historic and Conservation Districts contained within BMC 8.20.

Contact

Gloria Colom-Braña, Historic Preservation Program Manager, (812) 349-3507

ORDINANCE 22-18

**TO AMEND TITLE 8 OF THE BLOOMINGTON MUNICIPAL CODE, ENTITLED
“HISTORIC PRESERVATION AND PROTECTION”
TO ESTABLISH A HISTORIC DISTRICT –
Re: 200 E Kirkwood Ave. (Bloomington National Savings and Loan Association)
(Bloomington Historic Preservation Commission, Petitioner)**

- WHEREAS, the Common Council adopted Ordinance 95-20 which created a Historic Preservation Commission (“Commission”) and established procedures for designating historic districts in the City of Bloomington; and
- WHEREAS, on April 14, 2022, the Commission held a public hearing for the purpose of allowing discussion and public comment on the proposed historic designation of the Bloomington National Savings and Loan Association located at 200 E Kirkwood Ave.; and
- WHEREAS, at the same hearing, the Commission found that the building has historic and architectural significance that merits the protection of the property as a historic district; and
- WHEREAS, at the same hearing, the Commission approved a map and written report that accompanies the map and validates the proposed district by addressing the criteria outlined in Bloomington Municipal Code 8.08.010; and
- WHEREAS, at the same hearing the Commission voted to submit the map and report, which recommend local historic designation of said properties to the Common Council; and
- WHEREAS, the report considered by the Commission at this hearing notes that this property is a bank built in 1961, providing an almost intact example of the modernist international style of building using locally sourced Indiana limestone; and
- WHEREAS, the site is currently rated as “Contributing” on the Bloomington Historic Sites and Structures Survey of 2018.

NOW THEREFORE, BE IT HEREBY ORDAINED BY THE COMMON COUNCIL OF THE CITY OF BLOOMINGTON, MONROE COUNTY, INDIANA, THAT:

SECTION 1. The map setting forth the proposed historic district for the site is hereby approved by the Common Council, and said historic district is hereby established. A copy of the map and report submitted by the Commission are attached to this ordinance and incorporated herein by reference and two copies of them are on file in the Office of the Clerk for public inspection.

The legal description of this property is further described as:

53-05-33-310-227.000-005 in the City of Bloomington, Monroe County, Indiana.

SECTION 2. The property at “200 E Kirkwood Avenue” shall be classified as “Notable”.

SECTION 3. Chapter 8.20 of the Bloomington Municipal Code, entitled “List of Designated Historic and Conservation Districts,” is hereby amended to insert “Bloomington National Savings and Loan Association” and such entry shall read as follows:

Bloomington National Savings and Loan Association 200 East Kirkwood Avenue

SECTION 4. If any section, sentence, or provision of this ordinance, or the application thereof to any person or circumstances shall be declared invalid, such invalidity shall not affect any of the other sections, sentences, provisions, or applications of this 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.

SECTION 5. This ordinance shall be in full force and effect from and after its passage by the Common Council of the City of Bloomington and approval of the Mayor.

PASSED AND ADOPTED by the Common Council of the City of Bloomington, Monroe County, Indiana, upon this _____ day of _____, 2022.

SUSAN SANDBERG, President
City of Bloomington

ATTEST:

NICOLE BOLDEN, Clerk
City of Bloomington

PRESENTED by me to the Mayor of the City of Bloomington, Monroe County, Indiana, upon this _____ day of _____, 2022.

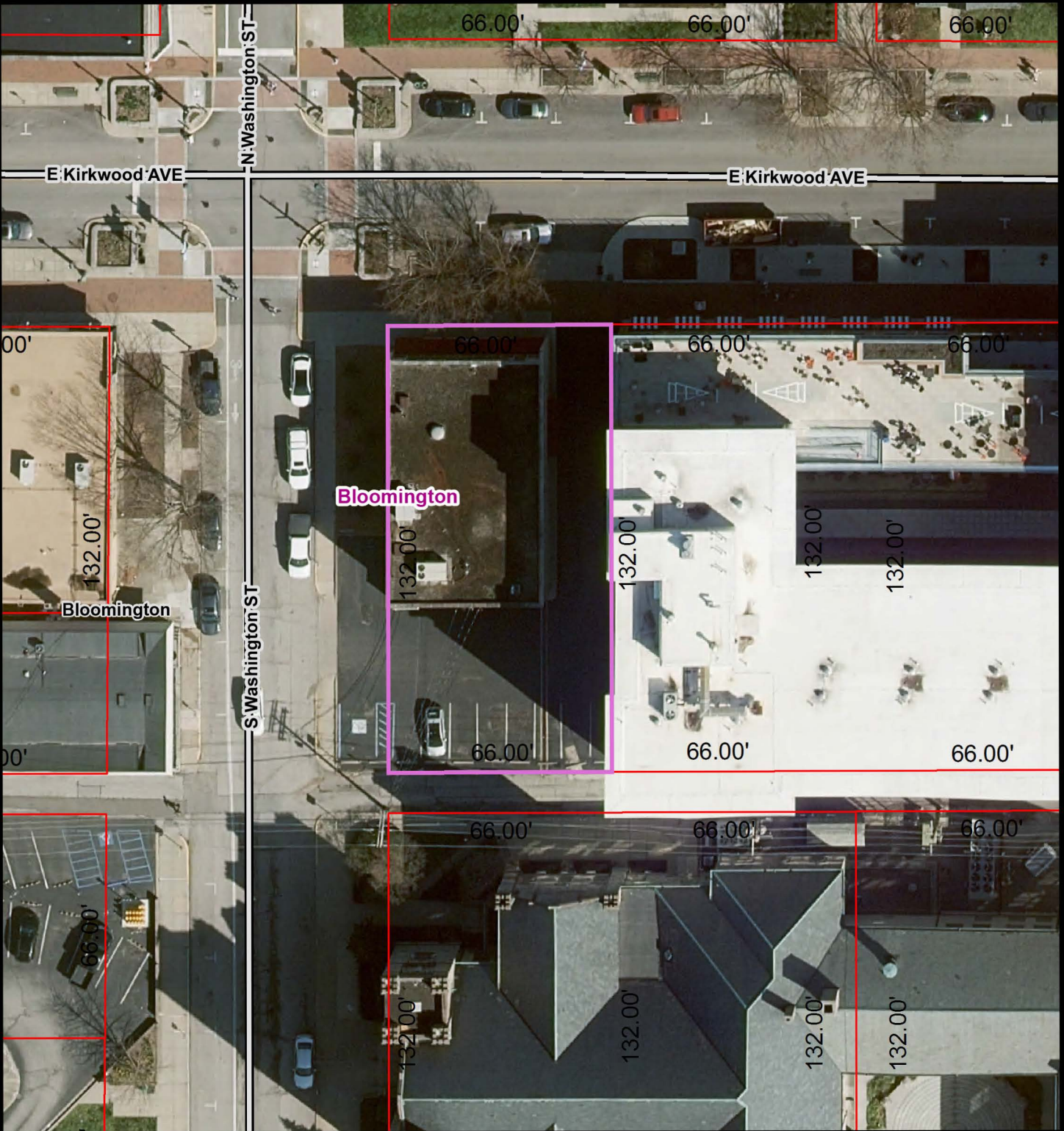
NICOLE BOLDEN, Clerk
City of Bloomington

SIGNED and APPROVED by me upon this _____ day of _____, 2022.

JOHN HAMILTON, Mayor
City of Bloomington

SYNOPSIS

This ordinance amends Chapter 8.20 of the Bloomington Municipal Code entitled “The List of Designated Historic Districts” in order to designate the Bloomington National Savings and Loan Association building as a historic district. The Bloomington Historic Preservation Commission, after a public hearing April 14, 2022, recommended that the structure be designated historic with a rating as “Notable.” This rating was based upon certain historic and architectural criteria set forth in BMC 8.08.010(e) entitled “Historic District Criteria.” Local designation will provide the protection needed to ensure that this property is preserved.



CITY OF
BLOOMINGTON

HOUSING AND NEIGHBORHOOD DEVELOPMENT



Boundary Line

200 E Kirkwood Ave Historic District Proposed Boundary Map

The property at 200 E Kirkwood Ave. qualifies for local designation under the following highlighted criteria found in Ordinance 95-20 of the Municipal Code (1) a // (2) b, g

- 1) Historic:
 - a) Has significant character, interest, or value as part of the development, heritage, or cultural characteristics of the city, state, or nation; or is associated with a person who played a significant role in local, state, or national history; or
 - b) Is the site of an historic event; or
 - c) **Exemplifies the cultural, political, economic, social, or historic heritage of the community.**

- 2) Architectural:
 - a) **Embodies distinguishing characteristics of an architectural or engineering type; or**
 - b) Is the work of a designer whose individual work has significantly influenced the development of the community; or
 - c) Is the work of a designer of such prominence that such work gains its value from the designer's reputation; or
 - d) Contains elements of design, detail, materials, or craftsmanship which represent a significant innovation; or
 - e) Contains any architectural style, detail, or other element in danger of being lost; or
 - f) Owing to its unique location or physical characteristics, represents an established and familiar visual feature of the city; or
 - g) Exemplifies the built environment in an era of history characterized by a distinctive architectural style

Case Background

The proposed district consists of one building on the lot legally recorded as 53-05-33-310-227.000-005, the Bloomington National Savings and Loan Association (referred to as the bank) is located in the heart of Bloomington's urban center. The lot is currently zoned as Mixed-Use Downtown University Village (MD-UV) and is located just one block east of the city's courthouse square. The bank was inaugurated in the summer of 1961 and specialized in mortgage and loan distribution.

Bloomington National Savings and Loan Association had originally been located on the 100 S College Ave block facing the courthouse, where it served Bloomington's community since the turn of the twentieth century. They relocated four blocks to the east on Kirkwood Ave to its current location in 1961. The bank changed hands in 1987 and has been functioning as the People's State Bank to the present.

The firm Monical and Wolverton, Inc. was an architectural and engineering firm that specialized primarily in institutional and public work designs including public schools, prisons, banks, bridges, and roadways throughout Indiana. Based in Indianapolis during the 1950's and 1960's the firm designed at least two banks with drive throughs, the Bloomington National Savings and Loan Association as well as another bank in Jasper Indiana in 1964 (The Daily Herald 1964, 1-2).

Kirkwood Avenue, especially the zone marked between the Sample Gates and the historic courthouse, connects Indiana University with the courthouse square, Bloomington's center. This area was originally built up with houses, most of which were later replaced with shops, banks, restaurants, and institutions such as churches and the county library. Locally sourced Indiana limestone was used as the principle material to cover most of the facades. The bank is one of the two remaining international style bank structures on Kirkwood Avenue outside of the Courthouse Square historic district. The other is 121 E Kirkwood Ave. built in c. 1955, that served as the Workingmen's Federal Savings & Loan Association (Old National Bank) and which currently houses the CVS Pharmacy.

Historic surveys rating and designations:

The Bank has been rated as Contributing in the 2018 Bloomington Historical Building Survey. The survey indicates that the building typology is in risk of disappearing. Staff proposes changing the rating of the structure to Notable due to the rarity of the architectural typology in Bloomington and integrity of the building components, including the metal and glass windows, and the limestone and marble veneer. The original drive through carport has been replaced with a canvas awning. A matching red canvas awning was installed on the front facade at some point between 2007 and 2013 according to Google Street View (Google). An ATM machine has also been installed on the front facade. The wall maintains a relatively minimalist aesthetic, the side windows facing Washington St. echoing earlier art deco style patterning.

Historic, 1 (a): exemplifies the cultural, political, economic, social, or historic heritage of the community.

The Bank's relocation to 200 E Kirkwood, on a corner lot provided customer parking and a drive through for customers at the time when both car and house sales were booming in the United States. Bloomington was expanding at this time with neighborhoods featuring mid-century ranch style houses at further distances from the urban center. People who wanted to purchase houses through the mortgages offered by the bank could now come via car. Smaller transactions such as payments, deposits, and withdrawals could be done without ever having to leave the car in the drive-through.

Architectural Significance, 2 (a): Embodies distinguishing characteristics of an architectural or engineering type

The architecture and engineering firm of Monical and Wolverton was hired to design the Bank. Based in Indianapolis, the design firm was at its peak of projects during this time, working on large scale government projects throughout Indiana between the late 1950's and early 1960's including doing large studies of buildings for the purposes of fallout shelters, studies of road and bridge conditions and designing banks, schools, and

prisons. The firm drew inspiration for the bank's design from the post World War II proliferation of International Style open and transparent design popularized throughout the United States.

"Banks offered mortgages, loans for automobiles and appliances, money for new business start-ups, and retirement savings plans. This new emphasis on customer service went hand-in-hand with the Modern aesthetic of architecture that was sweeping the architecture world. In March 1945, a panel of bank leaders and experts from Banking, The Journal of American Bankers Association charged with future planning for the banking industry unanimously agreed that "the bank building as well as the banker, must get rid of the 'stiff collar and fishy eye' and meet the customer at least as engagingly as a first-rate retail store." With such a proclamation retail merchandising became the model for the modern bank, being "open, friendly, warm and unimposing; no more marble and bronze, no more columns, grills and cages." A bank's exterior should have large windows to show customers happily conducting their business in a colorful, well-lit, modern interior. Banking took on a more "homey" feel, with welcoming interiors, community meeting rooms and a lobby for exhibits (Kellerhals 2013, 4-5) ."

The bank's design reflects all of these principles while maintaining a sense of privacy and even a sense of minimal aesthetic ornamentation through the window patterning and material textures on the side and back facades. The building conveys its use as a bank and a clean, almost monumental use of materials and proportions while being relatively small in scale.

Indiana limestone was used as a veneer material, with large slabs used to cover the two main facades, facing Kirkwood Avenue and Washington St. Black marble was used as a contrasting material on the front facade. A random coursed ashlar pattern was used for the back facades which would be less viewable by the public.

Financial Impact Statement:

There is no anticipated fiscal impact according to BMC 2.04.090 associated with this Ordinance.

Recommendation: Approval

Staff recommends property parcel 53-05-33-310-227.000-005 "Bloomington National Savings and Loan Association" be designated as a local historic district. After careful consideration of the application and review of the Historic District Criteria as found in Ordinance 95-20 of the Municipal Code, staff finds that the property not only meets, but exceeds the minimum criteria listed in the code.

The property meets Criteria 1(c) as the bank represents an era of dynamic change when a larger segment of the population could afford to buy both a car and a house, as shown by the bank moving location and offering additional services to car based clients.

The property meets Criteria 2(a) The building reflects the clean lines of the International Style modernist aesthetics and Post-War open spaces while retaining a small scale and using the locally sourced Indiana limestone as the primary facade material.

Bibliography

1961. "Savings, Loan Firm Sets Open House at New Home." *Daily Herald*, June 21, 1961.

1964. "New Drive-In Bank Is Ready To Open." *The Daily Herald*, May, 6 1964.

2007. "2007 Google Map Street View."

[https://www.google.com/maps/place/200+E+Kirkwood+Ave,+Bloomington,+IN+47408/](https://www.google.com/maps/place/200+E+Kirkwood+Ave,+Bloomington,+IN+47408/@39.1665605,-)

[@39.1665605,-86.5321058,3a,75y,182.98h,90t/data=!3m6!1e1!3m4!1sTeAiLBI702esExj3Rm_NvA!2e0!7i3328!8i1664!4m5!3m4!1s0x886c66dd73e69c63:0x420fbf860e842e6a!8m2!3d39.1663499!4d-86.5321374](https://www.google.com/maps/place/200+E+Kirkwood+Ave,+Bloomington,+IN+47408/@39.1665605,-86.5321058,3a,75y,182.98h,90t/data=!3m6!1e1!3m4!1sTeAiLBI702esExj3Rm_NvA!2e0!7i3328!8i1664!4m5!3m4!1s0x886c66dd73e69c63:0x420fbf860e842e6a!8m2!3d39.1663499!4d-86.5321374)

Kellerhals, Kelli A. [Unknown]. "Banks." [chapter for unpublished book], ed. Duncan Campbell.

Wise, M. W., and Robert D Loring. 1913. *Fire Insurance Maps of Downtown Bloomington, Indiana*.



Figure 1: Daily Herald 1961. The interior image reflects the changing norms in bank design during the mid-twentieth century that encouraged an open and engaging space for clients.



Figure 2: Aerial Photo of Bloomington National Savings and Loan Association 1961

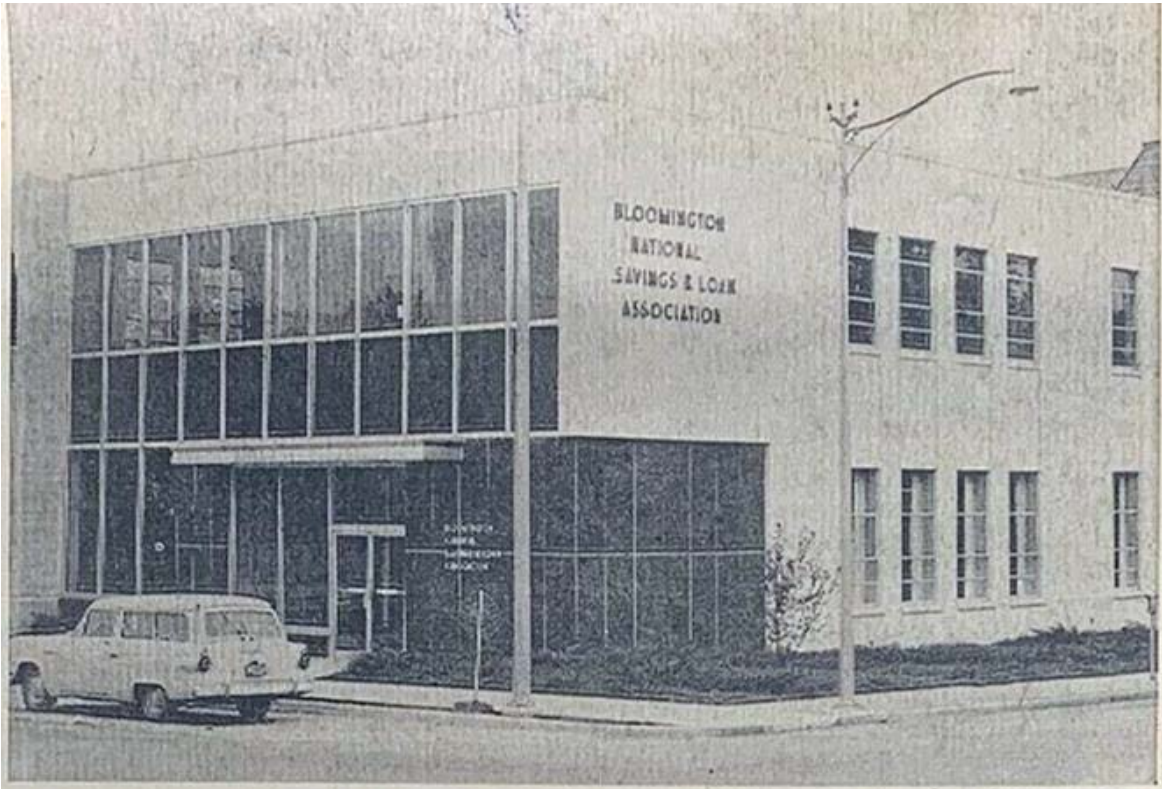


Figure 3: Daily Herald. 1961



Figure 4: Google Street View Image from 2007 with the original metal canopy intact



Figure 5: Facade facing Kirkwood Avenue and the drive through



Figure 6: Facades facing Washington Street and the parking lot



Figure 7: The lines and drilled holes from the original sign create a palimpsest of the bank's original name.

HISTORIC DISTRICT NOMINATION: HD 22-02

STAFF RECOMMENDATION

SUMMARY

CONTRIBUTING



- **Address:** 200 E Kirkwood Ave.
- **Petitioner:** HPC
- **Redistrict:** NOTABLE
- **Recommendation:** Approval Staff recommends property parcel 53-05-33-310-227.000-005 “Bloomington National Savings and Loan Association” be designated as a local historic district. After careful consideration of the application and review of the Historic District Criteria as found in Ordinance 95-20 of the Municipal Code, staff finds that the property not only meets, but exceeds the minimum criteria listed in the code.

COMMENTS

- The property meets Criteria 1(c) as the bank represents an era of dynamic change when a larger segment of the population could afford to buy both a car and a house, as shown by the bank moving location and offering additional services to car based clients.
- The property meets Criteria 2(a) The building reflects the clean lines of the International Style modernist aesthetics and postwar open spaces while retaining a small scale and using the locally sourced Indiana limestone as the primary facade material.



Figure 1: Daily Herald 1961. The interior image reflects the changing norms in bank design during the mid-twentieth century that encouraged an open and engaging space for clients.



Figure 2: Aerial Photo of Bloomington National Savings and Loan Association 1961

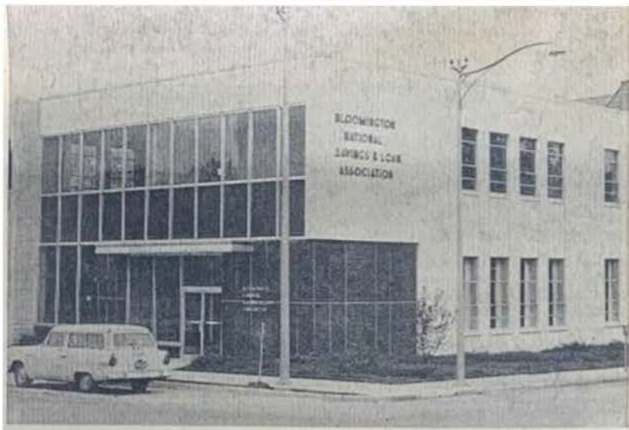


Figure 3: Daily Herald. 1961



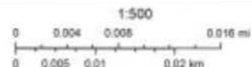
Figure 4: Google Street View Image from 2007 with the original metal canopy intact



Figure 5: Facade facing Kirkwood Avenue and the drive through



Figure 6: Facades facing Washington Street and the parking lot



□ Boundary Line

200 E Kirkwood Ave Historic District Proposed Boundary Map



MEMO FROM COUNCIL OFFICE ON:

Ordinance 22-17 – An Ordinance to Amend Ordinance 21-36, as Amended by Ordinance 22-03, Which Fixed Salaries for Officers of the Police and Fire Departments for the Year 2022 - Re: Incentives for Police officers and increasing Probationary Officer base pay instead of providing retention pay

Synopsis

This ordinance amends Ordinance 21-36, as amended by Ordinance 22-03, which fixed the salaries for officers of the Police and Fire departments for the year 2022. The ordinance provides for incentives for new and existing officers in order to recruit more officers. It also removes quarterly retention pay for Probationary Officers as a result of a corresponding increase to base pay for those positions.

Relevant Materials

- Ordinance 22-17
- Staff Memo from Caroline Shaw, Human Resources Director

Summary

Ordinance 22-17 proposes to amend Ordinance 21-36, as amended once already by Ordinance 22-03, which set the salaries of officers of the police and fire departments for the City of Bloomington for 2022.

Section 1 of Ordinance 22-17 would remove the position of Probationary Officer from the list of positions in the Police Department that receive retention pay in 2022. Retention pay was originally included in Ordinance 21-36 for the positions of Officers First Class, Senior Police Officers, and Supervisory Sergeants. That ordinance called for \$1,000 in retention pay to be paid to those positions each quarter in 2022. Ordinance 22-03, adopted in January 2022, added the position of Probationary Officer as eligible for retention payments. According to Human Resources Director Caroline Shaw, probationary officers will now see an increase to base pay instead of receiving one-time retention payments in 2022.

Section 2 of Ordinance 22-17 would provide for new recruitment incentives within the Police Department. One new incentive would provide \$1,000 to eligible officers who refer candidates hired as police officers pursuant to an Employee Referral Program, which the administration is still finalizing. A separate recruitment incentive would also be added to provide \$5,000 to newly hired certified police officers within the first year of employment, and \$3,000 to newly hired officers who are not certified police officers within the first year of employment. Director Shaw has stated that \$250,000 is available to fund these incentives. If the incentives prove to be successful, she indicated the administration may propose an additional appropriation to further fund the program.

Contact

Caroline Shaw, Human Resources Director, shawcaro@bloomington.in.gov, 812-349-3404

ORDINANCE 22-17

AN ORDINANCE TO AMEND ORDINANCE 21-36, AS AMENDED BY ORDINANCE 22-03, WHICH FIXED SALARIES FOR OFFICERS OF THE POLICE AND FIRE DEPARTMENTS FOR THE YEAR 2022

- Re: Incentives for Police officers and increasing Probationary Officer base pay instead of providing retention pay

WHEREAS, IC § 36-8-3-3(d) authorizes the Council to fix by ordinance the annual compensation of all members of the police and fire departments and other appointees; and

WHEREAS, salaries for certain City of Bloomington employees of the Police and Fire departments were set by Ordinance 21-36 and amended in Ordinance 22-03;

WHEREAS, the Mayor desires to provide additional pay to new police officers and those police officers who refer new officers; and

WHEREAS, the Mayor desires to increase Probationary Officer base pay instead of providing quarterly retention pay under Section II G of the ordinance.

NOW, THEREFORE, BE IT HEREBY ORDAINED BY THE COMMON COUNCIL OF THE CITY OF BLOOMINGTON, MONROE COUNTY, INDIANA, THAT:

SECTION 1. Section II G of Ordinance 21-36 as amended by Ordinance 22-03 fixed salaries for Officers of the Police and Fire Departments and shall be amended by deleting the section in its entirety and replacing it with the following language:

SECTION II G. Retention Pay

Active Officers First Class, Senior Police Officers, and Supervisory Sergeants who perform at least four-hundred (400) hours in-person work for the City during the COVID-19 public health emergency are deemed to have performed essential work as essential workers and shall receive an additional premium payment of one-thousand dollars (\$1,000) once per quarter. In order to be eligible for premium pay, officers must be active qualifying officers during the pay period during which the premium pay is issued. Said premium shall be calculated as four-hundred (400) hours paid at ten dollars (\$10.00) per hour.

SECTION 2. Ordinance 21-36 as amended by Ordinance 22-03 fixed salaries for Officers of the Police and Fire Departments and shall be amended by inserting a new Section II H after Section II G as follows:

Section II H. Recruitment Incentives

Eligible officers who refer a candidate who is hired as a police officer will receive \$1,000 in accordance with the procedures and requirements outlined in the Employee Referral Program.

Newly hired certified police officers will receive \$5,000 within the first year of employment. Those newly hired officers who are not certified police officers will receive \$3,000 within the first year of employment. Those who have previously been employed by the City must have a year gap in full time employment with the City to be eligible for this incentive.

SECTION 3. If any section, sentence or provision of this ordinance, or the application thereof to any person or circumstances shall be declared invalid, such invalidity shall not affect any of the other sections, sentences, provisions, or applications of this 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.

SECTION 4. This ordinance shall be in full force and effect from and after its passage by the Common Council and approval by the Mayor.

PASSED by the Common Council of the City of Bloomington, Monroe County, Indiana, upon this _____ day of _____, 2022.

SUSAN SANDBERG, President
Bloomington Common Council

ATTEST:

NICOLE BOLDEN, Clerk
City of Bloomington

PRESENTED by me to the Mayor of the City of Bloomington, Monroe County, Indiana, upon this _____ day of _____, 2022.

NICOLE BOLDEN, Clerk
City of Bloomington

SIGNED and APPROVED by me upon this _____ day of _____, 2022.

JOHN HAMILTON, Mayor
City of Bloomington

SYNOPSIS

This ordinance amends Ordinance 21-36, as amended by Ordinance 22-03, which fixed the salaries for officers of the Police and Fire departments for the year 2022. The ordinance provides for incentives for new and existing officers in order to recruit more officers. It also removes quarterly retention pay for Probationary Officers as a result of a corresponding increase to base pay for those positions.



MEMORANDUM

To: City Council members

From: Caroline Shaw, Human Resources Director

CC: Mayor John Hamilton, Deputy Mayor Don Griffin, Controller Jeff Underwood, and Council Administrator Stephen Lucas

Date: May 23, 2022

Re: Ordinance 22-17 to Amend Ordinance 21-36, which Fixed the Salaries of Officers of the Police and Fire Departments

Attached for your review and approval is Ordinance 22-17 which amends Ordinance 21-36, as previously amended by Ordinance 22-03, which outlines the salaries for officers of the Police and Fire Departments.

The City desires to provide additional incentives to assist with the recruitment of police officers. Ordinance 22-17 takes away quarterly retention pay for Probationary Officers, but Probationary Officer pay will be raised by \$4,000. The amendment also provides for up to \$5,000 in additional pay for newly hired officers and an additional \$1,000 for officers who refer individuals who are later hired.

Your approval of Ordinance 22-17 is requested. Please feel free to contact me if you have any questions at 349-3578.

Materials related to Ordinance 22-19 and Resolution 22-13

- Memo from Rick Dietz, ITS Director and Larry Allen, Assistant City Attorney
- Presentation slides prepared by ITS Director Dietz
- Press Releases previously issued by Mayor's Office



MEMORANDUM

To: Members of the City of Bloomington Common Council

From: Rick Dietz, IT Director; Larry D. Allen, Assistant City Attorney

CC: Jeffrey Underwood, Controller
Beth Cate, Corporation Counsel
Stephen Lucas, Attorney, Common Council

Date: June 3, 2022

Re: Ordinance 22-19; Resolution 22-13 — Conditional Financing Agreement for the Meridium Fiber Expansion and Approval of Plan Commission Order for the Creation of the Meridium Economic Development Area, Allocation Area, and Economic Development Plan

Meridium SAS, a benefit corporation, has pledged to invest more than \$50 million in Bloomington to bring high-speed, fiber internet access to nearly every resident and neighborhood within the City. Meridium will also establish a Bloomington-based company, Hoosier Networks, LLC, to own the network and contract with a third-party internet service provider, which will supply internet service to Bloomington residents in accordance with the negotiated Master Development Agreement. The City has pledged up to \$1 million to build out a digital equity program for City residents.

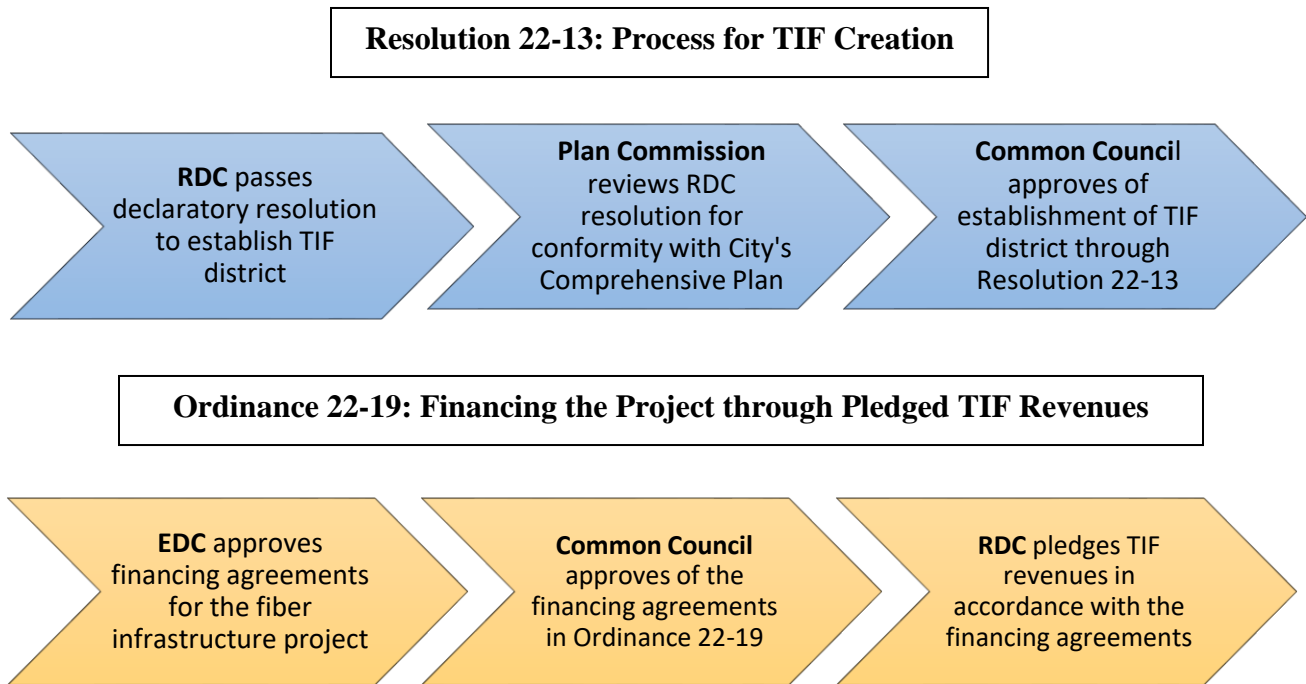
As part of its investment, the City has agreed to create a new economic development area and allocation area (also known as a “TIF District”) covering the fiber network lines and equipment necessary to build out the new fiber network. On June 6, 2022, the Redevelopment Commission approved a declaratory resolution creating the Meridium Economic Development Area for Hoosier Networks, LLC’s business personal property. The new area will capture the tax increment from the additional fiber equipment and allow the funds to be reinvested by Hoosier Networks. No real property taxes will be affected by the new area.

As part of creating the new area, the City is entering into a financing agreement and a conditional expenditure agreement with Hoosier Networks, LLC, by which they will receive 95% of the captured increment financing from the Meridium Economic Development Area for 20 years. The City’s Redevelopment Commission will keep 5% of the increment to cover the costs of administering the new development area.

The approvals coming to the Common Council to facilitate this project are two-fold: (1) Ordinance 22-19 approves the Conditional Project Expenditure and Financing Agreements pursuant to Indiana Code Chapter 36-7-12, which will allow for the captured increment to be shared with Hoosier Networks, LLC for the 20 years under the terms of the Agreement; and (2) Resolution 22-13 approves and issues an order from the Plan Commission that authorizes the creation of the Meridium Economic Development Area and confirms that the economic development plan related to the creation of the area conforms with the City’s [Comprehensive Plan](#).

The process for creating this TIF is described in more detail below. Briefly, four government authorities are involved: the Redevelopment Commission (RDC), the Economic Development Commission (EDC), the Plan Commission, and the Council.

Briefly, here is what each of these authorities do as part of the TIF creation and project financing process:



Background

Since 2016, the City of Bloomington has sought a partner to bring affordable high-speed fiber internet connectivity to residents and businesses. On April 1, 2016, the City issued a request for information soliciting project designs from internet service providers. The goals of the City’s project were to cover all parts of the community with high speed internet, have an open, competitive network in the City that operated on net neutrality principles and was fairly priced, create a sustainable business model for the network, and bridge the digital access divide among our citizens. From 2016 to 2021, numerous potential providers engaged in talks with the City, but ultimately could not commit to meeting the City’s goals for broadband access.

In August 2021, the City signed a letter of intent with Meridium where the parties committed to working on a master development agreement and digital equity initiative and assessing potential sites around the City and the current inventory of City conduit. The estimated network build-out time is three (3) years. The project also will allow expansion in the annexation areas approved in 2021, once those areas are finally authorized under the law. Meridium committed to invest more than \$50 million to install a gigabit speed fiber network, allow for an open-access network after a limited period of exclusive service, provide at least 85% community coverage, keep the costs of the internet service competitive, and engage with the City for a robust digital equity initiative.

As part of the digital equity initiative, income-eligible residents would receive 250 MB per second minimum upload and download speed with no upfront connection fee and an effective service cost of \$0 per month after available subsidies are applied, e.g. \$30/month fee but with a \$30/month Affordable Connectivity Program (ACP) subsidy. The eligibility requirements for the initiative would be simple and include anyone who is already eligible or receiving benefits from SNAP, TANF, SSI OASDI, or Indiana Department of Education free or reduced meals.

The City is also pledging up to \$1,000,000 for a Digital Equity Fund (“City’s Initial Contribution”) that will be used to pay half (50%) of the costs of installing fiber to income-qualifying residents, up to \$350 per unit. Meridiam will pay an annual digital equity dividend of \$85,000 in the Digital Equity Fund and half (50%) of the costs of bringing fiber to the income-qualifying residents as long as funds remain from the City’s Initial Contribution. After the City’s Initial Contribution of \$1,000,000 is expended from the fund, Meridiam will cover all (100%) of the installation costs of bringing fiber to income-qualifying residents.

In exchange, the City committed to creating an economic development area, also known as a tax increment financing (TIF) district, to cover the fiber infrastructure and equipment for the project. This type of TIF district is often called a “spider TIF” because it covers the fiber lines throughout the corporate boundaries and appears to look like a spider’s web when mapped out. As part of the creation of the TIF district, the City would return 95% of the captured personal property tax increment to Hoosier Networks/Meridiam. Two agreements – a Conditional Project Expenditure and a Financing Agreement – would be used to return to the company this share of the personal property tax increment. These agreements are explained below.

About Meridiam

Meridiam is a benefit corporation that acts as a public infrastructure developer, investor, and manager specializing in greenfield infrastructure. It is committed to delivering sustainable and resilient projects that positively impact communities for the long term. As a mission-driven firm built on Environmental, Social and Corporate Governance (ESG) and Sustainable Development Goals (SDG), Meridiam believes sustainability can be best achieved if it is incorporated into the financing, design, building, operating, and the long-term maintenance of infrastructure projects, and is rigorously measured.

Meridiam operates in primary key sectors of sustainable mobility (including roads, rail, tramways, airports, electric buses, and electric vehicle charging points), innovative low carbon solutions (including water and waste facilities and energy efficiency projects), and critical public services (including healthcare, schools, public buildings, and digital infrastructure). Meridiam invests globally in approximately 100 projects and assets under development, construction, or operation, in 26 countries representing \$18 billion USD in assets under management.

Meridiam is active in North America with a significant investment and project portfolio, a 15-year track record, and extensive industry expertise. At present, Meridiam manages 17 different infrastructure projects in the US and Canada and continues to develop new projects.

As part of this project, Meridiam would establish a Bloomington-based company, Hoosier Networks, LLC, to own and operate the fiber infrastructure that would be installed in the Bloomington area. That company would then contract with a third-party internet service provider to serve the Bloomington community through the network.

What is an Economic Development Area and Allocation Area/TIF District

A tax increment financing (TIF) district is an area in which a local redevelopment commission may capture incremental tax revenues above a base tax and use them to invest into redevelopment of the area, necessary infrastructure, debt financing, and public improvements. In Indiana property tax revenues are collected on the assessed value of real and personal property in the area and distributed proportionally across the applicable governmental and taxing districts (such as the school corporation). A TIF district fixes the assessed value of property for a period of years that makes up the lifespan of the TIF district. The applicable governmental units will continue to collect their tax revenue on the property throughout the life of the TIF district on the original assessed value that was fixed when the TIF district was created.¹ For any amount the assessed value of the property grows over the life of the district, that incremental tax revenue will be captured by the TIF district and will be eligible for use in development and redevelopment in the area. Upon the expiration of the TIF district, the governmental units will begin to collect revenues on the basis of the increased assessed value. Here is a graph that depicts how this process works:

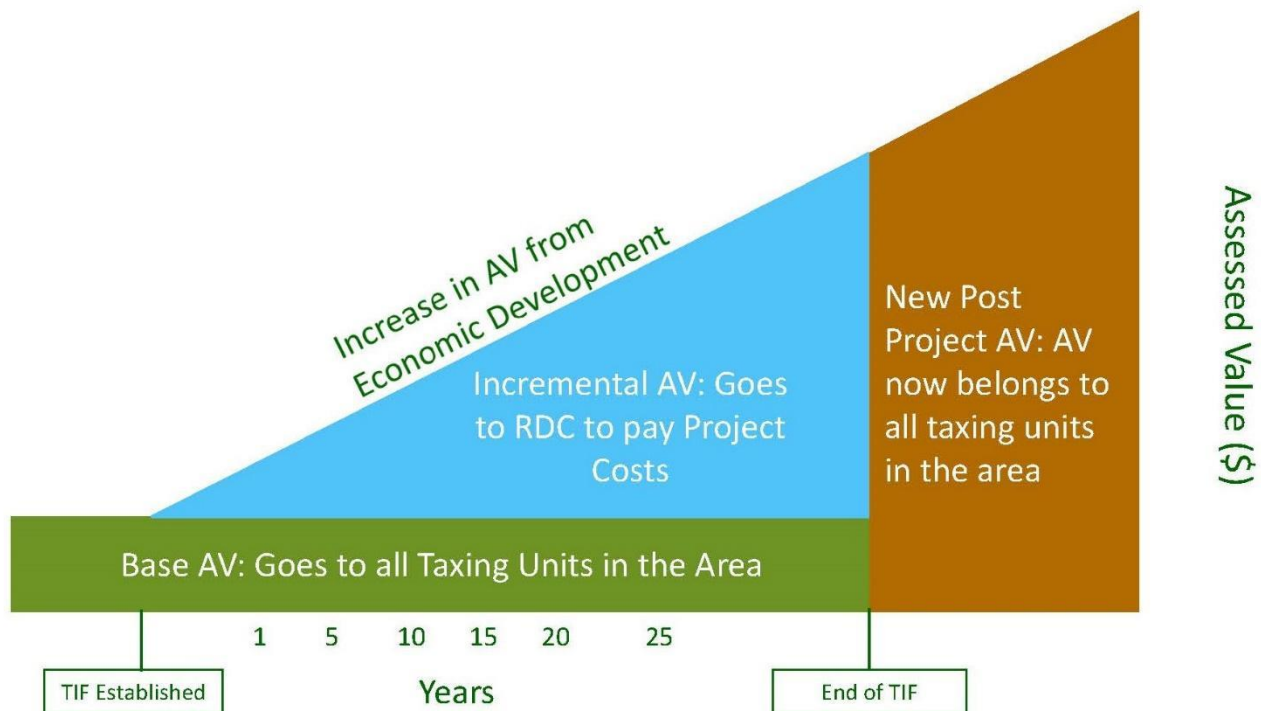


Figure 1

In order to set up a TIF district, the redevelopment commission (RDC) must first establish the boundaries of an “economic development area” or an “area needing redevelopment.” An economic development area is the area where eligible TIF funds are to be expended. To establish the area, the redevelopment commission also has to prepare an economic development plan for the area, which includes a description of the economic development area, maps and plats of the area, list of properties

¹ One important point is that some special tax revenues, such as those generated by a school district referendum, are not captured by the TIF, and still go directly to the unit—a school district in the case of referendum tax rates.

to be acquired if any, estimated costs of acquisition and economic development, and a list of projects in the plan. The commission also has to make the following statutorily-required findings for the development plan:

- The Economic Development Plan (1) promotes significant opportunity for gainful employment of its citizens, (2) attracts a major new business enterprise to the unit, (3) retains or expands a significant business enterprises existing in the boundaries of the unit, (4) or meets other purposes of the statute;
- The plan cannot be achieved by ordinary regulatory processes or by the ordinary operation of private enterprise without resorting to the powers under Ind. Code Chapter 36-7-14 because of (1) lack of local public improvement, (2) existence of improvements or conditions that lower the value of the land below that of nearby land, (3) multiple ownership of land, or (4) other similar conditions;
- The public health and welfare will be benefited by accomplishment of the Economic Development Plan for the Economic Development Area;
- The accomplishment of the Economic Development Plan for the area will be a public utility and benefit as measured by (1) the attraction or retention of permanent jobs, (2) increase in property tax base, (3) improved diversity of the economic base, or (4) other similar public benefits.

Allocation Area/TIF District and Process

Once the RDC designates the boundaries of the economic development area, the RDC passes a declaratory resolution that establishes the economic development area (EDA), an allocation area inside the EDA which is the property on which the incremental assessed value will be based (and the boundaries of which can include the entire EDA), and the economic development plan.

Once approved by the RDC, the declaratory resolution goes to the Plan Commission, which considers whether the Economic Development Plan is compatible with the City's development plan, which is the City of [Bloomington's Comprehensive Plan](#). After the Plan Commission adopts the declaratory resolution approving the compatibility of the Economic Development Plan with the Comprehensive Plan, the Common Council considers an approving resolution that confirms the Plan Commission's findings and approves the designation of the EDA. Upon Common Council's approval, the RDC prepares a tax impact statement for distribution to the taxing units and publishes notice of a public hearing. At least 10 days after the notice is published, the RDC holds a public hearing and votes on a confirmatory resolution to establish the EDA. Within 30 days after the RDC adopts its confirmatory resolution, it must file supporting documents with the county auditor and the Indiana Department of Local Government Finance.

Fiber Network/Meridian TIF

For this project we have proposed an economic development area that encompasses the current corporate boundaries of the City and only applies to Hoosier Networks, LLC's tangible personal property, i.e. the gigabit fiber network and the supporting equipment. The allocation area would be wherever the fiber infrastructure is installed in the City, as depicted in Figure 2.

The infrastructure anticipated includes both above ground and below ground lines, and will have to serve at least 85% of the City. This type of TIF district is commonly called a “Spider TIF” because it follows the lines of the utility through the area. Because this TIF only covers personal property and not real property (land), it is not subject to state code saying that any particular parcel of real property can only be in a single TIF district. This means that the TIF lines may overlap and exist in areas that are already covered by another TIF.

The RDC approved the EDA and allocation area in its Resolution 22-33. The TIF district this Resolution creates would last for 20 years. The Plan Commission, in its Resolution RS-23-22, acted next and found that the RDC’s Economic Development Plan conformed the City’s Comprehensive Plan and approved the RDC’s resolution. The final step in establishing the TIF district is for the Common Council to approve the Plan Commission’s findings in Council Resolution 22-13.

If approved by the Common Council, the RDC will hold its public hearing and vote on a confirmatory resolution on Tuesday, July 5th.

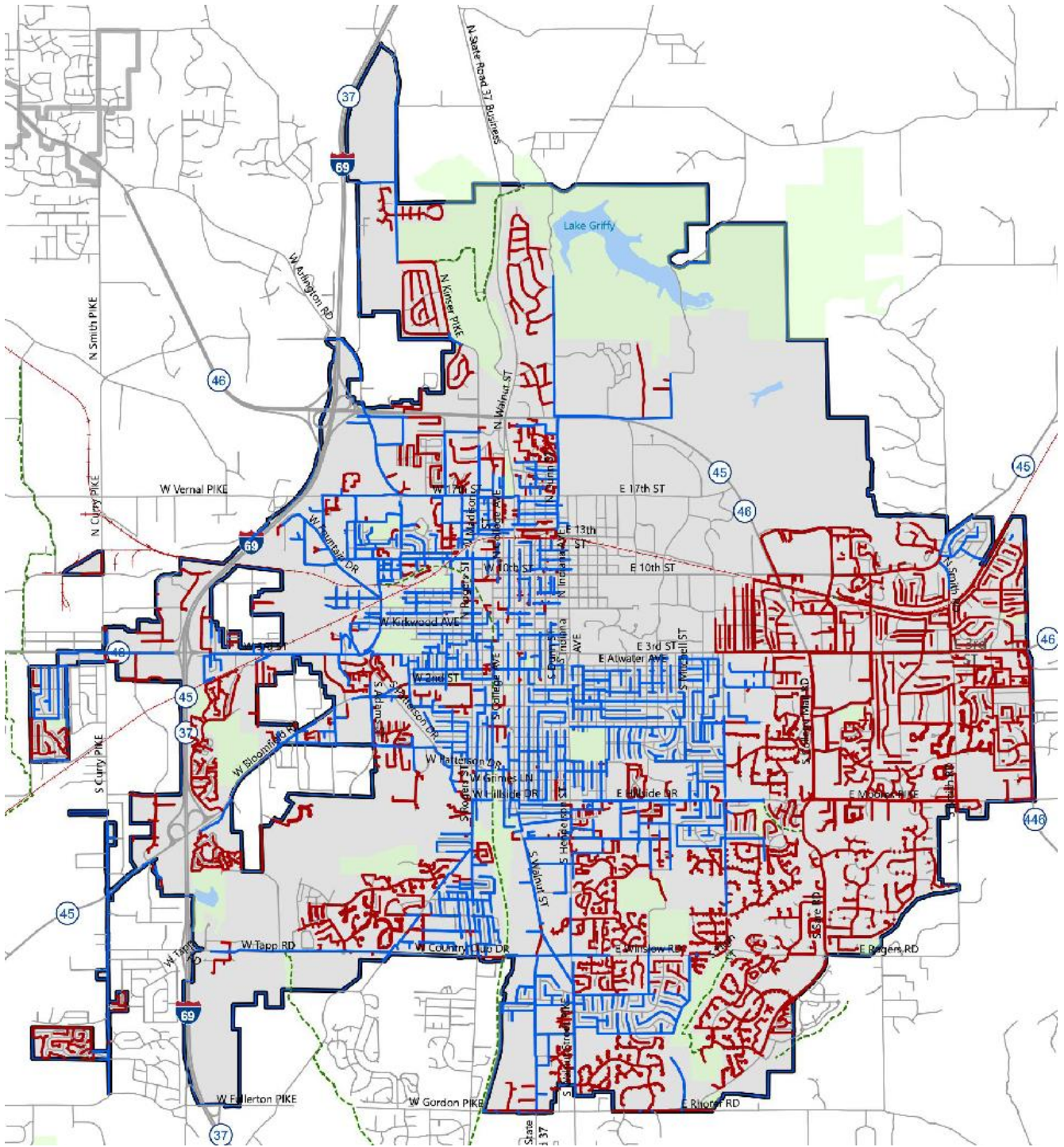


Figure 2

Financing Agreements

To finance the installation and maintenance of the fiber network, the City will pledge 95% of the TIF revenues received by the allocation area for 20 years through a Conditional Project Expenditure Agreement (Exhibit A to Ordinance 22-19) and Financing Agreement (Exhibit B to Ordinance 22-19) with Hoosier Networks, LLC pursuant to Indiana Code Chapters 36-7-11.9 and 36-7-12 (“The Act”). The Act authorizes and empowers the City to enter into agreements with companies allowing the companies to construct economic development facilities, which include infrastructure improvements

and related equipment. The Conditional Project Expenditure Agreement operates as the pledge of 95% of the TIF revenue to the fiber project. The Financing Agreement provides the terms and conditions for the use of the TIF revenue by Hoosier Networks, LLC.

The expenditures approved by these agreements would not be payable from general tax revenue or be a general obligation of the City; they would be payable solely from the TIF revenue of the Meridiam Allocation Area. As a result, this project has no effect on the City's constitutional debt limit or bank qualified limit.

Procedure of Financing Agreements

The process for approving the Conditional Project Expenditure Agreement and Financing Agreement is governed by the same state code provisions (I.C. 36-7-11.9 and I.C. 36-7-12) that govern issuing economic development bonds, which the City has done previously for a variety of projects throughout the City. Under these provisions, the EDC holds a public hearing to approve the agreements, and then the City Council approves the agreements by Ordinance.

On Tuesday, June 14, 2022, the Economic Development Commission will hold its public hearing regarding approval of the agreements. Council will then consider final approval of the agreements via Ordinance 22-19 on Wednesday, June 15th.

Timeline and Public Meetings

June 1 - Council First Reading of Ordinance 22-19

June 3 - Publication of Notice of Public Hearing before the Economic Development Commission

June 6 – Redevelopment Commission Meeting on Declaratory Resolution and Economic Development Plan (EDP)

June 8 - Council Committee of the Whole Consideration of Council Ordinance and Resolution

June 13 - Plan Commission Meeting to adopt resolution finding that the RDC's Declaratory Resolution conforms to City's development plan

June 14 - EDC Meeting and public hearing on financing documents (incentive agreement)

June 15 - Council meeting to for second reading and approval of (1) Ordinance regarding incentive agreement and (2) Plan Commission resolution approving RDC declaratory resolution/EDP

June 21 - Board of Public Works Meeting - Resolution on Hoosier Network, LLC's use of City conduit

June 23 - Publication of Notice of Public Hearing before the RDC

July 5 - RDC meeting for public hearing and adoption of confirmatory resolution and pledge resolution to incentive agreement



CITY OF
BLOOMINGTON

June 2022

June, 2022 / Draft Presentation

Meridiam TIF Request

- Overview
- About Meridiam
- About the Meridiam / Bloomington Project
- About this TIF Request
- Summary

Overview: Current State

- Broadband as defined at 25/3Mbps is not adequate.
- Homework gap impacts low income students with low-speed connections
- High speed internet is increasingly a work requirement including remote work
- Current providers subsidy programs are not attracting users

Overview: What is Fiber

- Fiber optic cable is the premiere world class delivery mechanism for internet services. Scalable for future high-speed needs. Capacity limited by electronics at both ends.
- Fiber optic cables contain strands of glass to move information. Strands combined into bundles which form a fiber optic cable with one to many stands. (The City's fiber optic cable is 96 strands for instance.)
- Installed underground and aerially on utility poles.
- Basis for modern future-looking networks like we are discussing here.

Overview

- TIF: Meridiam has requested and the City supports the creation of an allocation area to cover personal business property of Meridiam as they install their fiber infrastructure and network equipment throughout the City.
- Meridiam will invest more than \$50M in building the network, as well as establishing an office, hiring staff, etc.
- Taxes collected in the TIF would be rebated to Meridiam by the City. This is desired to facilitate the build and to achieve the objectives of Meridiam and City.

About Meridiam



- International public infrastructure developer, investor, manager
 - Based in France, US Headquarters in NYC
- Mission-driven firm - Benefit Corporation
 - Environmental, Social and Corporate Governance (ESG)
 - UN Sustainable Development Goals (SDG)
- Focal areas: Transportation, Energy Transformation, and Fiber
- Uniquely good fit with Bloomington's fiber goals, digital equity strategic plan, and community values.

Why are we here?

- City has long sought partner(s) to ensure Bloomington residents and businesses have ubiquitous / affordable high-speed fiber connectivity
- Secure the benefits of modern technology for all – education, healthcare, jobs, entertainment, personal engagement and more – regardless of income and neighborhood.
- Bridge the digital divide and address digital equity gaps.
- Enhance Bloomington's competitiveness as a leading innovative community.

Goals

City's goals have been consistent throughout this project

- **Community-Wide** – No parts of Bloomington left behind
- **Community Benefits** – Our community has an interest in an open, competitive, fairly priced network. We should have a say.
- **Financially Sustainable** – Network operates with sustainable business model
- **Bridging Digital Divide** – Addressing digital equity issues

Backstory (Super Condensed)

- **Request for Information (RFI) Released – April 1, 2016** (21,12,6,4,2,1)
- **Axia – Aug, 2016 – April 20, 2017** – Axia Negotiation dissolves
- **Other Parties: Carlyle, Yomura, Allo, Ting, Metronet**
- **Metronet – May-Oct, 2018** – Metronet negotiation dissolves
- **Local Incumbent Providers (Smithville, AT&T, Comcast) – 2016 to 2020+ –**
Not pursuing Citywide FTTP actively or aligned with City goals
- **COVID-19 – Mar, 2020 - Present** – Shutdown/continuing global pandemic
- **Digital Equity Survey & Strategic Plan – 2020** – DE Strategic Plan released
- **Wyverd – Sep, 2020 to Mar, 2021** – Wyverd negotiation dissolves (sort of)

Backstory

- **Meridiam – Mar, 2021** – Friendly facilitated handoff from Wyverd to Meridiam after Wyverd purchase by Carlyle Group results in change of market targets.
- **Meridiam – Aug 27, 2021** – Letter of Intent signed by both parties.
- **Meridiam – Aug 2021 to Present** – Work on master agreement, digital equity initiative, City conduit asset inventory, site visits, etc.

The Meridiam Project

- Gigabit speed fiber optic network
- Open-access network—Meridiam is not an ISP. After a time-limited exclusive period with a new ISP, the network will be open to other ISPs
- Greater than \$50M investment, including new jobs
- Full community coverage (85%+)
- Cost of ISP service competitive
- Robust Digital Equity initiative...

Project Elements: Digital Equity Initiative

- 250 Mbps up & down
- Essentially \$0: \$30/month - \$30 Affordable Connectivity Program (ACP) subsidy
- Simple eligibility for DE program: if eligible for SNAP, TANF, IN Dept of Ed free/reduced meals, SSI OASDI.
- No connection fees

Joanne Hovis, President CTC Technology & Energy and CEO of the Coalition for Local Internet Choice (CLIC)



“Bloomington has developed one of the most innovative broadband public-private collaborations in the country, a model for other cities. Bloomington’s partnership with Meridiam will lead to considerable private investment in fiber-to-the-premises throughout the City, with the promise of world-class broadband service and competition available to all. Just as significantly, both parties made extraordinary commitments to fund digital equity programs and achieve digital inclusion goals. Low-income households in Bloomington will now have access to the best digital equity product in the country -- internet service at a symmetrical 250 megabit per second -- at an effective zero cost. Kudos to Mayor Hamilton and the Bloomington team for their drive and perseverance to reach this singular outcome.”

Project Elements

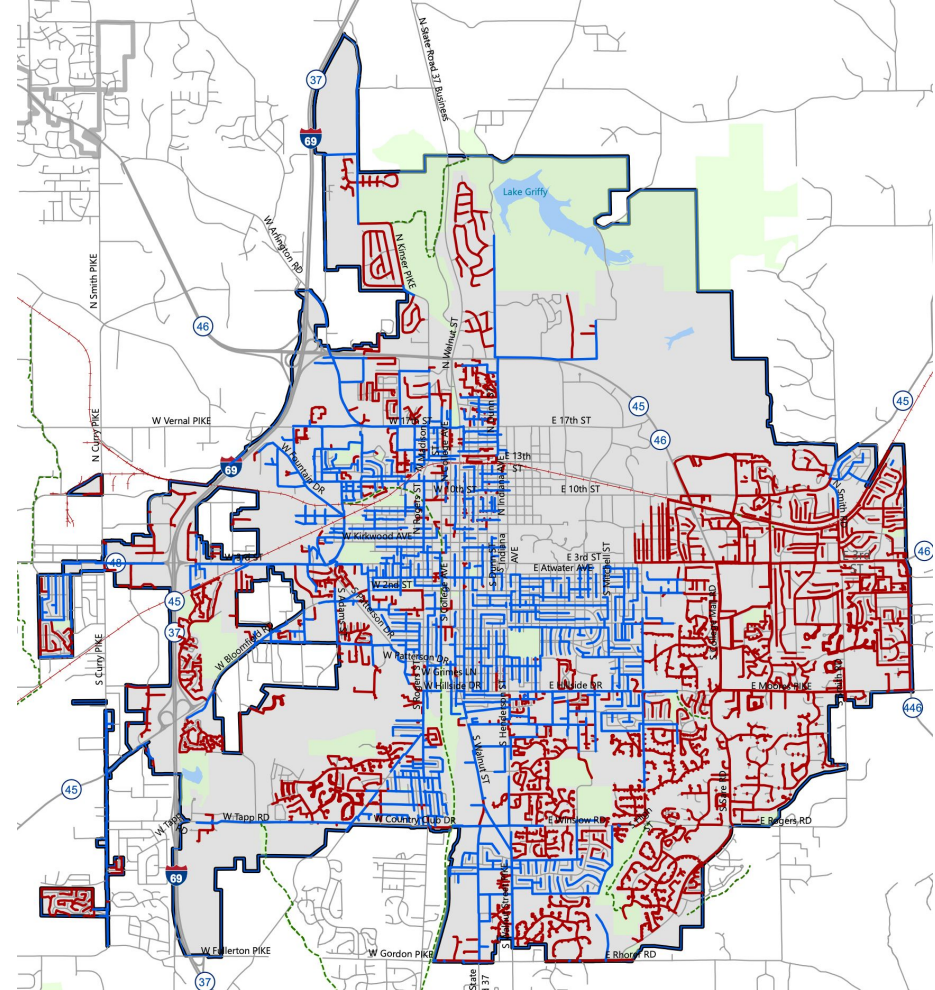
- Network Neutrality
- Protection of City's interests / Voice at the table
- Regional impact beyond Bloomington
- Build will start this year, conclude in 3 years or less

TIF District Request

- Public Tax Increment Finance process through Redevelopment Commission, Plan Commission, EDC, and City Council.
- Meridiam has requested and the City supports creating an allocation area to cover business personal property of Meridiam as they install their fiber infrastructure and network equipment throughout the City.
- Business Personal Property includes conduit, fiber optic cable, electronics, computers, equipment/tools, etc.
- This kind of TIF (when applied to telecom infrastructure) is sometimes referred to as a “spider TIF” because it follows the network.
- Total TIF across 20 years is approximately \$14.4M minus any administrative fees.

TIF District Request

- TIF project boundary (City boundary)
- Proposed network path (Not final, subject to change as design progresses)



TIF District Request

- Why TIF for this Project?
 - Necessary to support the project – wouldn't happen without it.
- No tax increase to the Public from this TIF. No drop in funding for other taxing units. Plus new revenue from employment, other taxes, property purchase/rental, etc.
- Why Business Personal Property Tax TIF?
 - Transparent process (multiple boards), City visibility into tax amounts, capture 5% for city admin costs.

TIF District Request

- Other places in Indiana this Business Personal Property Tax TIF Districts have been created in the last few years...
 - West Lafayette (Rolls-Royce), Wabash (Hello Nature), Greendale (Catalent Pharma Solutions), Montpelier (Norfolk Southern), Fishers (Stevanato Group), Monticello (Twin Lakes Solar); Goshen (Last Dance), Mooresville (Nice-Pak), Franklin (Energizer Manufacturing), Muncie (Spartech Polycom), Vermillion County (Elanco), Jackson County (Rumpke of Indiana), Shelby County (Blue Star Redi Mix), Crawford County (Simco of Southern Indiana) Dearborn County (Odette), Posey County (BWXT Technologies), and Montgomery County (Tempur Sealy)
- Other places in Indiana for TIF District established for telecom infrastructure in the last few years...
 - Crawfordsville, Wabash, Lafayette, Franklin, Huntington, Lebanon, and Manchester

In Summary

- Digital Equity Impacted Recommendations (partial or complete impact)
 - 3.1 Expand Digital Equity Fund
 - 3.3 Establish DE Navigator position(s)
 - 3.5 Remove economic barriers to adoption (DE Program)
 - 3.1.1.1 - 4 Recruit new fiber broadband providers, consider public private partnerships, build fiber to BHA public housing, expand public wifi in Parks and other areas.

In Summary

- Community-wide Gigabit FTTP network (Open access after exclusivity period)
- Built by unique partner, Meridiam, a benefit corporation committed to sustainability and equity.
- Ground-breaking digital equity program – 250Mbps up/down, no startup fees, \$0/month (with applied ACP Affordable Connectivity Program funding). Real impact on digital divide in our community.
- No tax increase using TIF, negligible impact to other taxing units
- Attract high-tech company, \$50+ million local investment, including local jobs
- Thank you for considering this transformational project!

Blair Levin, Executive Director of the 2010 National Broadband Plan and Nonresident Senior Fellow at the Brookings Metropolitan Policy Program



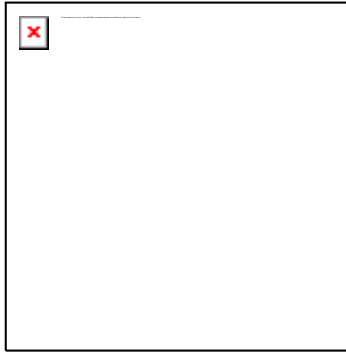
"When the history of how the United States transitioned from the single digit broadband speeds a decade ago to gigabit networks is written, it will be clear that cities played a key catalytic role. Bloomington's announcement, with its elements of an open access next generation network and digital equity, will likely deserve its own chapter. Progress requires bold experiments that chart new paths, exactly what Bloomington is doing."

THANK YOU.

Meridiam



From: Yael Ksander <ksandery@bloomington.in.gov>
Sent: Tuesday, November 16, 2021 11:36 AM
To: Yael Ksander
Subject: Press Release: City Signs Letter of Intent with Meridiam for City-Wide, High-Speed Fiber Network



FOR IMMEDIATE RELEASE

November 16, 2021

For more information, please contact: Rick Dietz, ITS Director, dietzr@bloomington.in.gov or Rachel Kleiman, meridiamsc@fticonsulting.com.

City Signs Letter of Intent with Meridiam for City-Wide, High-Speed Fiber Network

Bloomington, Ind. - Mayor John Hamilton announced today that the City of Bloomington and Meridiam have signed a Letter of Intent (LOI) for the firm to build and operate a fiber network to bring high-speed internet to Bloomington residences. By the end of the year, the City plans to enter into an agreement with the infrastructure developer to construct an open-access fiber-optic network delivering gigabit-class (and greater) broadband service throughout Bloomington, including the city's low-income neighborhoods. Meridiam intends to begin construction in 2022.

Establishing a high-speed, city-wide fiber network has been a priority of the Hamilton administration since 2016, with the goal of providing broad and equitable access to an essential 21st-century technology. Since 2016, the City has sought a partner that shares the City's commitment to digital equity to develop, build and operate a city-wide, financially feasible system featuring open architecture to encourage its use by multiple providers. After several explorations of prospective partnerships with fiber network providers, this LOI is the culmination of nearly a year of discussion with and site visits from Meridiam.

"We're very pleased to be working with such a capable and promising partner in Meridiam, aiming to invest over \$40 million to advance our digital infrastructure," said Mayor Hamilton. "Our 2020 Digital Equity Survey confirmed the persistence of significant broadband needs and gaps that make this news particularly welcome. And we all know how important digital connections are to daily quality of life and prosperity. Establishing the opportunity for households across the community to access high-speed internet represents significant progress toward our digital equity goals. With this LOI, we are outlining a major step to equip

Bloomingtonians with the tools they need to learn, work, and fully participate in contemporary life, and at the same time advancing our city’s economic development.”

The City and Meridiam plan to execute a full agreement by December 31. Meridiam will then complete its detailed engineering analysis to plan and design the build-out of the open-access fiber network. Meridiam plans to contract with at least one internet service provider to use the new network to deliver high-speed services within Bloomington. Meridiam expects to build the network without a financial commitment from the City. The City and Meridiam are exploring a financial partnership to fund a substantial digital equity program to improve access for residences in low-income areas.

“Meridiam has been working with communities to fill critical infrastructure gaps by providing sustainable, transformational solutions since 2005. Broadband access and high-speed internet are essential to daily life and critical to local economies, from schools and remote work to equality of opportunity in previously underserved communities, new job creation and quality of life,” said Nicolas Rubio, CEO of Meridiam North America. “We’re delighted to partner with Mayor Hamilton and the City of Bloomington to bring our expertise in broadband delivery to its residents.”

The LOI stipulates that Meridiam intends to build a broadband network covering virtually all and at least 85% of Bloomington residences, including the areas currently approved for annexation if they go forward. The LOI indicates the network will be an open-access model, meaning that any internet provider may lease the infrastructure after an initial restricted period. The LOI commits Meridiam and the City to achieve digital equity goals and the principle of net neutrality--that all internet communications are to be treated equally.

In connection with discussions that began with Bloomington, Meridiam identified additional communities where an investment in an open-access network appeared feasible. Thus, after commencing in Bloomington, Meridiam is also planning similar investments in other municipalities in central Indiana. “We are proud to lead and anchor what has become a regional broadband initiative reaching well beyond Bloomington,” said Mayor Hamilton.

Installing a broadband network across Bloomington is part of the City’s larger plan to improve digital equity in the community, which is mapped in the [Digital Equity Strategic Plan](#) (2020).

About Meridiam

Meridiam is a public infrastructure developer, investor and manager specializing in greenfield infrastructure and committed to delivering sustainable and resilient projects that positively impact communities for the long-term. As a mission-driven firm built on Environmental, Social and Corporate Governance (ESG) and Sustainable Development Goals (SDG), Meridiam believes sustainability can be best achieved if it is incorporated into the financing, design, building, operating and the long-term maintenance of infrastructure projects, and is rigorously measured.

Meridiam operates in primary key sectors of sustainable mobility (including roads, rail, tramways, airports, electric buses, and electric vehicle charging points), innovative low carbon solutions (including water and waste facilities and energy efficiency projects), and critical public services (including healthcare, schools, public buildings and digital infrastructure). Meridiam invests globally in approximately 100 projects and assets under development, construction, or operation, in 26 countries representing \$18 billion USD in assets under management.

Meridiam is active in North America with a significant investment and project portfolio, a 15-year track record, and extensive industry expertise. At present, Meridiam manages 17 different infrastructure projects in the US and Canada, and continues to develop new projects.

From: Andrew Krebs <andrew.krebs@bloomington.in.gov>
Sent: Friday, May 13, 2022 12:03 PM
To: Andrew Krebs
Subject: [cityhall-everyone] PRESS RELEASE: Meridiam and City of Bloomington Announce Plans for \$50 Million City-Wide, Fiber-to-the-Home Network



FOR IMMEDIATE RELEASE
May 13, 2022

For more information, please contact:
Rick Dietz, Director, Information and Technology Services
dietzr@bloomington.in.gov or 812-349-3454

Andrew Krebs, Communications Director, Office of the Mayor
andrew.krebs@bloomington.in.gov or 812-349-3406

Nick Phillips, Senior Investment Director, Meridiam
communication@meridiam.com

Meridiam and City of Bloomington Announce Plans for \$50 Million City-Wide, Fiber-to-the-Home Network

Bloomington, Ind.— Infrastructure company Meridiam and the City of Bloomington announced today that Meridiam plans to invest more than \$50 million to bring high-speed internet access to virtually every neighborhood and resident in the City. Meridiam will build and operate an open-access-model fiber network, embodying net neutrality, with a strong emphasis on digital equity. The City of Bloomington will partner in the digital equity components with up to a \$1 million investment.

The Hamilton administration has prioritized establishing a community-wide high-speed fiber network to provide broad and equitable access to this essential 21st-century technology. For several years Bloomington sought a partner to develop, build and operate a Fiber To the Premises (FTTP) system featuring open architecture, which allows multiple service providers to use the same infrastructure. After extensive discussions and site visits, Meridiam and the City signed a letter of intent (LOI) in August of 2021, which led to today's announcement.

"Equitable and ubiquitous access to high-speed broadband is fundamental for all Bloomingtonians," said Mayor John Hamilton. "All of our students need access to e-learning from home. Today's workers need reliable digital connections to thrive. How many home-bound seniors need high-speed internet for better health care? How

many working parents need affordable access to get a high school diploma or a new skill from home to raise their earnings? Meridiam’s commitment to city-wide coverage, with an open-access model embracing digital equity, will advance our whole community – a private investment with powerful public benefits. It will help Bloomington “Recover Forward” from the pandemic and recession into a brighter more inclusive future.”

Fulfilling negotiations with the City of Bloomington, Meridiam will build a high-speed fiber network reaching virtually all, and at least 85% of, Bloomington residences. Meridiam is not itself an ISP, but will build a wholesale infrastructure network available for use by ISPs. Meridiam’s network will launch with an exclusive internet service provider (ISP) partner to ensure strong community engagement. After the exclusive period ends the network will become a full open-access network, open to other ISPs, including local providers, for the lifetime of the network. Meridiam is also committed to the principle of net neutrality – that all internet communications are to be treated equally. And Meridiam and the City will collaborate on a groundbreaking digital equity program, to advance opportunities for low-income and digitally-disadvantaged households to access top-quality internet services.

Through a contract with the initial ISP, Meridiam’s network will offer service of at least 1 Gigabit per second symmetrical speed (equal upload and download) everywhere the Meridiam network reaches. The cost of service rates with the initial ISP will be competitive locally and regionally.

The digital equity initiative will provide income-qualifying households with 250 Megabits per second symmetrical internet service for \$30 per month. The City and Meridiam will together provide the “drop” connection to qualifying households at no cost, which combined with the Biden Administration’s new \$30 Affordable Connectivity Program means eligible low-income residents can receive high bandwidth fiber-based internet service at zero net cost.

“Meridiam is excited to partner with the City of Bloomington to provide its residents with next-generation, fiber-based internet services and deliver equitable access to this essential 21st-century technology,” said Nicolas Rubio, CEO of Meridiam Americas. “As a mission-driven company dedicated to the UN Sustainable Development Goals, we believe that investing in better, faster connectivity fuels competition and fosters economic, educational, and entrepreneurial opportunities for all. We look forward to continuing to partner with the City to deliver tangible, long-lasting impact for its residents.”

Over the past two decades, the City has strategically installed multiple conduits as part of the Bloomington Digital Underground (BDU) initiative, in part to encourage investment in fiber infrastructure. Meridiam’s investment includes access to unused City conduit for a 30-year term of use. “We are excited to put this infrastructure to use to improve broadband competition and digital equity in our community,” stated Rick Dietz, Information & Technology Services Director.

Because of Indiana’s business personal property tax structure, Meridiam is seeking and the City is proposing a Tax Increment Finance (TIF) district to support the city-wide build. Meridiam is prepared to begin construction after the TIF district is in place, as soon as the fourth quarter of 2022.

“Bloomington has developed one of the most innovative broadband public-private collaborations in the country, a model for other cities. Bloomington’s partnership with Meridiam will lead to considerable private investment in fiber-to-the-premises throughout the City, with the promise of world-class broadband service and competition available to all,” said Joanne Hovis, President of CTC Technology & Energy and CEO of the Coalition for Local Internet Choice (CLIC). “Just as significantly, both parties made extraordinary commitments to fund digital equity programs and achieve digital inclusion goals. Low-income households in Bloomington will now have access to the best digital equity product in the country -- internet service at a symmetrical 250 megabit per second -- at an effective zero cost. Kudos to Mayor Hamilton and the Bloomington team for their drive and perseverance to reach this singular outcome.”

Meridiam is expected to announce investments in additional southern Indiana cities in the coming weeks. “During discussions, Meridiam expressed interest in expanding their investment to include other cities in the region,” said Mayor Hamilton. “We encouraged their exploration and they identified three additional

communities which we expect may enjoy similar investments in a city-wide network in the near future: Columbus, Martinsville, and Shelbyville. We are pleased that our collaboration with Meridiam will lead to a regional broadband initiative reaching well beyond Bloomington.”

“When the history of how the United States transitioned from the single-digit broadband speeds a decade ago to gigabit networks is written, it will be clear that cities played a key catalytic role,” stated Blair Levin, Executive Director of the 2010 National Broadband Plan and nonresident senior fellow at the Brookings Metropolitan policy program. “Bloomington’s announcement, with its elements of an open-access next-generation network and digital equity, will likely deserve its own chapter. Progress requires bold experiments that chart new paths, exactly what Bloomington is doing.”

In the coming days, an FAQ page on the City’s website will share information and updates from the City and Meridiam about this project.

Background

Since 2016, Bloomington has sought a partner to build and operate a city-wide FTTP network. The primary goals have been broad community coverage, a voice at the table for the City, a financially feasible business model, open access and net neutrality, and commitment to digital equity. In service of these goals the City contracted expert advisory services, held a fiber broadband symposium, issued a Request for Information to potential partners, engaged an advisory group of representative community stakeholders, and developed a digital equity strategic plan. After several explorations of prospective partnerships, and after nearly a year of discussions and site visits from Meridiam, the City signed an LOI with Meridiam. The City and Meridiam have spent several months negotiating an agreement that serves the City’s goals and promotes competition in broadband service to the benefit of City residents.

In 2020 the City Information & Technology Services (ITS) Department conducted a Digital Equity Survey, which informs the City’s Digital Equity Strategic Plan. Related to the Meridiam project, the City’s digital equity plan calls for the City to:

- Continue to pursue potential fiber infrastructure partners to achieve the City’s Goals.
- Reduce financial barriers to adoption through support and promotion of subsidy programs like ACP (US Affordable Connectivity Program).
- Expand the City’s digital equity funding to further support digital equity initiatives. (The fund currently supports annual digital equity grants to nonprofit organizations and was first established under the Recover Forward initiative in 2020.)

About Digital Equity & Net Neutrality

Digital Equity is defined by the National Digital Inclusion Alliance (NDIA) as “a condition in which all individuals and communities have the information technology capacity needed for full participation in our society, democracy, and economy.”

Net Neutrality is the idea that Internet Service Providers should treat all internet data equally. This means not blocking access to lawful sites, services, and content, and not offering paid prioritization or otherwise prioritizing, discriminating, or charging differently based on user, content, website, platform, application, type of equipment, source address, a destination address, or method of communication.

Learn more at the National Digital Inclusion Alliance at digitalinclusion.org. Bloomington has been recognized by the National Digital Inclusion Alliance as a 2021 [Digital Inclusion Trailblazer](#).

About Meridiam

Meridiam is a public infrastructure developer, investor, and manager specializing in greenfield infrastructure and committed to delivering sustainable and resilient projects that positively impact communities for the long term. As a mission-driven firm built on Environmental, Social and Corporate Governance (ESG) and Sustainable Development Goals (SDG), Meridiam believes sustainability can be best achieved if it is

incorporated into the financing, design, building, operating, and the long-term maintenance of infrastructure projects, and is rigorously measured.

Meridiam operates in primary key sectors of sustainable mobility (including roads, rail, tramways, airports, electric buses, and electric vehicle charging points), innovative low carbon solutions (including water and waste facilities and energy efficiency projects), and critical public services (including healthcare, schools, public buildings, and digital infrastructure). Meridiam invests globally in approximately 100 projects and assets under development, construction, or operation, in 26 countries representing \$18 billion USD in assets under management.

Meridiam is active in North America with a significant investment and project portfolio, a 15-year track record, and extensive industry expertise. At present, Meridiam manages 17 different infrastructure projects in the US and Canada and continues to develop new projects.

Learn more about Meridiam at meridiam.com.

About the City of Bloomington

Bloomington is located in south-central Indiana, southwest of Indianapolis. It is the seventh-largest city in Indiana and the fourth-largest outside the Indianapolis metropolitan area. Home to 85,000 residents, it also serves as a home away from home for tens of thousands of Indiana University students and alumni.

The City of Bloomington delivers cost-effective, innovative services exceptionally well to its residents, and forward-thinking leadership invests in the quality of life of both current and future generations. Bloomington is building a strong, sustainable economy, with new jobs at fair, livable wages and with a zero-carbon path to address the climate emergency.

Bloomington is a welcoming and safe community where everyone can thrive and belong. All are welcome to participate in community building in a friendly, safe, and inviting environment that embraces visitors and ideas from across the globe.

Learn more about the City of Bloomington at bloomington.in.gov.

###

**Today's press release is available online
at bloomington.in.gov/news/2022/05/13/5179.**



**MEMO FROM COUNCIL OFFICE ON:
(Updated June 3, 2022)**

Ordinance 22-19 – An Ordinance Authorizing the Entering into of a Conditional Project Expenditure Agreement of the City of Bloomington, Indiana (Meridiam Project), and the Disposition of the Proceeds Thereof to Meridiam, and Authorizing and Approving Other Actions in Respect Thereto

Synopsis

This Ordinance approves the issuance of a Conditional Project Expenditure Agreement in order to facilitate the expansion of high speed fiber in the City, in order to (i) promote significant opportunities for gainful employment of its citizens, (ii) attract a new major business enterprise to the City, and (iii) retain and expand significant business enterprises existing in the boundaries of the City.

Relevant Materials

- Staff Memo, presentation slides, and previous press releases re: Ordinance 22-19 and Resolution 22-13
- Ordinance 22-19
- Conditional Project Expenditure Agreement
- Financing Agreement Between Hoosier Networks, LLC and City of Bloomington
- Report/Recommendation of Economic Development Commission and Letter to Plan Commission Chair (forthcoming)

Note: Also see a companion Council resolution (Resolution 22-13) to Ordinance 22-19 included in this packet, which takes steps necessary to allow for the establishment of a new Meridiam Economic Development Allocation Area.

Additional materials related to the city's work to improve digital equity and inclusion can be found at the following webpage: <https://bloomington.in.gov/digital-equity>.

Summary

Ordinance 22-19 authorizes the city to enter into an expenditure and financing agreement and approves associated actions related to a high-speed, open-access, city-wide, fiber-optic network that the current administration has sought since 2016, with the goal of providing broad and equitable access to gigabit-class (and greater) broadband service throughout Bloomington, including the city's low-income neighborhoods. The Mayor's Office [announced](#) in November 2021 that a letter of intent had been signed with a company - [Meridiam](#) – for the firm to pursue construction of this infrastructure network. Meridiam has requested and the administration is proposing the actions taken by this ordinance described below.



City of Bloomington Indiana

City Hall | 401 N. Morton St. | Post Office Box 100 | Bloomington, Indiana 47402

Office of the Common Council | (812) 349-3409 | Fax: (812) 349-3570 | email: council@bloomington.in.gov

A related item, Resolution 22-13, is scheduled to appear alongside this ordinance and would authorize a “Meridiam Economic Development Allocation Area.” Economic Development Areas are commonly known and referred to as tax increment finance (TIF) districts. For more information about the proposed Meridiam TIF district, please refer to Resolution 22-13 and its associated memos and supporting materials.

Ordinance 22-19 approves of a Conditional Project Expenditure Agreement (Expenditure Agreement) and a Financing Agreement, both included in this packet. These agreements provide the mechanism for the city to pay Hoosier Networks, LLC (an entity to be established by Meridiam) an amount equal to 95% of the personal property tax increment generated by the project proposed to be undertaken by Meridiam/Hoosier Networks, LLC for a period of 20 years. The project would entail acquiring, constructing, or installing fiber optic cable in the city.

The use of incremental tax revenue from the project would functionally operate like a rebate from the city to Meridiam of the personal property taxes generated by the project. The Expenditure Agreement makes clear that it is payable solely from the applicable TIF revenues, does not represent or constitute a debt of the city, and does not pledge the taxing authority or the faith and credit of the city to the expenditures.

By adopting this ordinance, the Council would be taking to following actions:

- finding that financing the project will create opportunities for gainful employment in the City and would benefit the health and general welfare of the City;
- approving financing for the project through the use of the personal property tax increment generated by the project as detailed in the Expenditure Agreement and Financing Agreement;
- authorizing the Expenditure Agreement; and
- authorizing the Mayor and Clerk to sign and deliver the agreements and to approve any non-material changes to those agreements as permitted under state law.

The Economic Development Commission is scheduled to meet and hold a public hearing on the project and proposed financing at its June 14, 2022 meeting. Under state law, both the EDC and Council must approve of these written agreements.

Contact

Rick Dietz, Director, Information and Technology Services, 812-349-3485,

dietzr@bloomington.in.gov

Beth Cate, Corporation Counsel, beth.cate@bloomington.in.gov, 812-349-3426

Larry Allen, Assistant City Attorney, allenl@bloomington.in.gov, 812-349-3326

ORDINANCE 22-19

AN ORDINANCE AUTHORIZING THE ENTERING INTO OF A CONDITIONAL PROJECT EXPENDITURE AGREEMENT OF THE CITY OF BLOOMINGTON, INDIANA (MERIDIAM PROJECT), AND THE DISPOSITION OF THE PROCEEDS THEREOF TO MERIDIAM, AND AUTHORIZING AND APPROVING OTHER ACTIONS IN RESPECT THERETO

WHEREAS, the City of Bloomington, Indiana (the “City”), is a political subdivision of the State of Indiana, and by virtue of Indiana Code 36-7-11.9 and 36-7-12 (collectively, the “Act”), is authorized and empowered to adopt this ordinance (this “Ordinance”) and to enter into a Conditional Project Expenditure Agreement (the “Expenditure Agreement”) and dispose of the proceeds of such Expenditure Agreement to any person for the purpose of financing or refinancing any economic development facilities (as defined in the Act); and

WHEREAS, Hoosier Networks, LLC (the “Company”), has requested that the City enter into the Expenditure Agreement under the Act, whereby the payments thereunder to the Company will be equal to ninety-five percent (95%) of the available tax increment relating to the Project (as hereinafter defined) each year for a period of twenty (20) years (the “Pledge of Applicable TIF Revenues”), for the purpose of financing all or any portion of the cost of the acquisition, construction or installation of fiber optic cable installed in the City, to be owned and operated by the Company and located in the City (the “Project”); and

WHEREAS, the City of Bloomington Economic Development Commission (the “Economic Development Commission”) prepared a report (the “Report”) that (a) briefly described the proposed Project, (b) estimated the number and expense of public works or services that would be made necessary or desirable by the proposed Project, (c) estimated the total costs of the proposed Project and (d) estimated the number of jobs and the payroll to be created by the Project, and submitted the Report to the chair of the plan commission; and

WHEREAS, the Economic Development Commission considered whether the proposed Project may have an adverse competitive effect on similar facilities already constructed or operating in the City; and

WHEREAS, the Economic Development Commission held a public hearing, for itself and on behalf of this Common Council (the “Common Council”), on the proposed financing of the Project, after giving notice by publication in accordance with Indiana Code 5-3-1; and

WHEREAS, the Economic Development Commission found and determined that the proposed financing of the Project will create opportunities for gainful employment in the City and will be of benefit to the health and general welfare of the City and its citizens and that the proposed financing of the Project complies with the Act and, by resolution adopted June 14, 2022 (the “Resolution”), approved the financing of the Project, including the form and terms of (a) the Expenditure Agreement, (b) a Financing Agreement (the “Financing Agreement”) between the City and the Company, and (c) this Ordinance (the Expenditure Agreement and the Financing Agreement, collectively, the “Incentive Agreements”), and the Secretary of the Commission transmitted the Resolution to this Common Council; and

WHEREAS, the City of Bloomington Redevelopment Commission will consider adoption of a resolution on July 5, 2022, to confirm the pledge of Applicable TIF Revenues (as defined therein) for disposition in accordance with the Incentive Agreements.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF BLOOMINGTON COMMON COUNCIL AS FOLLOWS:

SECTION 1. Findings and Determinations. This Common Council hereby finds and determines that the financing of the Project approved by the Economic Development Commission (a) will create opportunities for gainful employment in the City and will be of benefit to the health and general welfare of the City and its citizens and (b) complies with the Act.

SECTION 2. Approval of Financing. The proposed financing of the Project, in the form that such financing was approved by the Economic Development Commission, is hereby approved.

SECTION 3. Authorization of Expenditure Agreement. The Expenditure Agreement, payable solely from revenues and receipts derived from the Pledge of Applicable TIF Revenues is hereby authorized.

SECTION 4. Terms of Expenditure Agreement.

(a) The Expenditure Agreement, with an aggregate principal amount equal to ninety-five percent (95%) of the available tax increment relating to the Project each year for a period of twenty (20) years shall: (i) be executed by the manual or facsimile signatures of the Mayor and the Clerk of the City; (ii) be dated the date of its delivery; (iii) mature on any date not later than 24 years after the date of execution; (iv) bear interest at the rate determined in accordance with the Expenditure Agreement; (v) be issuable in the denominations as set forth in the Expenditure Agreement; (vi) be issuable only in fully registered form; (vii) be subject to registration on the bond register as provided in the Expenditure Agreement; (viii) be payable in lawful money of the United States of America; (ix) be payable at the place or places set forth in the Expenditure Agreement; (x) be subject to optional or mandatory redemption prior to maturity as set forth in the Expenditure Agreement; and (xi) contain any other provisions set forth in the Expenditure Agreement.

(b) The Expenditure Agreement and the interest thereon, if any, do not and shall never constitute an indebtedness of, or a charge against the general credit or taxing power of, the City, but shall be special and limited obligations of the City, payable solely from revenues and other amounts derived from the Incentive Agreements. Forms of the Incentive Agreements are before this meeting and are by this reference incorporated in this Ordinance, and the Clerk of the City is hereby directed, in the name and on behalf of the City, to insert them into the minutes of this Common Council and to keep them on file.

SECTION 5. Execution and Delivery of Incentive Agreements. The Mayor and the Clerk of the City are hereby authorized and directed, in the name and on behalf of the City, to execute and deliver the Incentive Agreements submitted to this Common Council, which are hereby approved in all respects.

SECTION 6. Changes in Incentive Agreements. The Mayor and the Clerk of the City are hereby authorized, in the name and on behalf of the City, without further approval of this Common Council or the Economic Development Commission, to approve any non-material changes in the Incentive Agreements as may be permitted by Act, such approval to be conclusively evidenced by their execution thereof.

SECTION 7. General. The Mayor and the Clerk of the City, and each of them, are hereby authorized and directed, in the name and on behalf of the City, to execute and deliver any and all agreements, documents and instruments, perform any and all acts, approve any and all matters, and do any and all other things deemed by them, or any of them, to be necessary or desirable in order to carry out and comply with the intent, conditions and purposes of this Ordinance (including the preambles hereto and the documents mentioned herein), the Project, the issuance of the Expenditure Agreement, and the securing of the Expenditure Agreement under the Incentive Agreements, and any such execution and delivery, endorsement, performance, approval or doing of other things heretofore effected be, and hereby is, ratified and approved.

SECTION 8. Binding Effect. The provisions of this Ordinance and the Incentive Agreements shall constitute a binding contract between the City and the holders of the Incentive Agreements, and after issuance of the Expenditure Agreement this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of the holders of the Expenditure Agreement as long as the Expenditure Agreement or interest thereon remains unpaid.

SECTION 9. Effective Date. This Ordinance shall be in full force and effect from and after its passage by the Council and its approval by the Mayor of the City. All ordinances, resolutions and orders, or parts thereof, in conflict with the provisions of this Ordinance, are, to the extent of such conflict, hereby repealed.

PASSED AND ADOPTED by the Common Council of the City of Bloomington, Indiana, this ____ day of _____, 2022.

SUSAN SANDBERG, President
Bloomington Common Council

ATTEST:

NICOLE BOLDEN, Clerk
City of Bloomington

PRESENTED by me to the Mayor of the City of Bloomington, Indiana, this ____ day of _____, 2022.

NICOLE BOLDEN, Clerk
City of Bloomington

SIGNED and APPROVED by me this ____ day of _____, 2022.

JOHN HAMILTON, Mayor
City of Bloomington

SYNOPSIS

This Ordinance approves the issuance of a Conditional Project Expenditure Agreement in order to facilitate the expansion of high speed fiber in the City, in order to (i) promote significant opportunities for gainful employment of its citizens, (ii) attract a new major business enterprise to the City, and (iii) retain and expand significant business enterprises existing in the boundaries of the City.

**CITY OF BLOOMINGTON, INDIANA
CONDITIONAL PROJECT EXPENDITURE AGREEMENT**

No. R-1

<u>ORIGINAL DATE</u>	<u>FINAL DISBURSEMENT DATE</u>
_____, 2022	Year 20 of Payments

MAXIMUM EXPENDITURE AMOUNT: NINETY-FIVE PERCENT (95%) OF PERSONAL PROPERTY TAX INCREMENT GENERATED BY THE PROJECT EACH YEAR

EXPENDITURE PAYEE: HOOSIER NETWORKS, LLC

The City of Bloomington, Indiana (the “City”), a municipal corporation organized and existing under the laws of the State of Indiana, for value received, hereby promises to disburse in lawful money of the United States of America to the Expenditure Payee listed above, but solely from the payments on the Applicable TIF Revenues hereinafter referred to pledged and assigned for the payment hereof, the Maximum Expenditure Amount that is unpaid set forth above on or before the Final Disbursement Date or such lesser amount as has been advanced and remains unpaid on the Final Disbursement Date specified above, until the Maximum Expenditure Amount that is drawn upon is paid in full. The unpaid principal amount of this Conditional Project Expenditure Agreement (the “Agreement”) shall be the total amounts advanced by the Expenditure Payee from time to time, less any prior payment of principal by maturity. There shall be no interest paid under this Agreement. This Agreement is issued pursuant to an ordinance adopted by the Common Council of the City on the 15th day of June, 2022 (the “Ordinance”).

The Maximum Expenditure Amount of this Agreement is payable at the office of the Controller of the City (the “Controller”). All payments of the Maximum Expenditure Amount hereon will be made by the Controller by check mailed one business day prior to each February 1 and August 1 beginning the first year Applicable TIF Revenues are available at the address shown on the registration books of the Controller as maintained by the Controller, as registrar. The Expenditure Payee shall be entitled to receive payments by wire transfer by providing written wire instructions to the Controller for such payment.

This Agreement is subject to a Financing Agreement duly executed and delivered by the City and the Expenditure Payee, dated as of _____ 1, 2022 (the “Financing

Agreement”). This Agreement is given pursuant to and in full compliance with the Constitution and laws of the State of Indiana, particularly Indiana Code, Title 36, Article 7, Chapters 11.9 and 12 (the “Act”), and by appropriate action duly taken by the City which authorizes the execution and delivery of the Agreement and the Financing Agreement. This Agreement has been given in conformity with the provisions, restrictions and limitations of the Act.

The Bloomington Redevelopment Commission (the “Redevelopment Commission”) has pledged the Applicable TIF Revenues (as defined in the hereinafter defined Pledge Resolution) to the payment of the Maximum Expenditure Amount under this Agreement pursuant to its Pledge Resolution, adopted by the Redevelopment Commission as Resolution No. _____, on July 5, 2022 (the “Pledge Resolution”).

The City may deem and treat the Expenditure Payee hereof as the absolute owner hereof for the purpose of receiving payment of or on account of Maximum Expenditure Amount hereof and for all other purposes and the City shall not be affected by any notice to the contrary.

This Agreement shall not represent or constitute a debt of the City, the State of Indiana, or any political subdivision or taxing authority thereof within the meaning of the provisions of the constitution or statutes of the State of Indiana or a pledge of the faith and credit of the City, the State of Indiana, or any political subdivision or taxing authority thereof. This Agreement is not a general obligation or liability of the City, the State of Indiana, or of any political subdivision or taxing authority thereof, but is a special limited obligation of the City and is payable solely and only from the Applicable TIF Revenues pledged and assigned for its payment in accordance with this Agreement. Neither the faith and credit nor the taxing power of the City, the State of Indiana or any political subdivision or taxing authority thereof is pledged to the payment of the Maximum Expenditure Amount. This Agreement does not grant the owners or holders thereof any right to have the City, the State of Indiana or its General Assembly, or any political subdivision or taxing authority of the State of Indiana, levy any taxes or appropriate any funds for the payment of the Maximum Expenditure Amount. The City has no taxing power with respect to this Agreement. No covenant or agreement contained in this Agreement shall be deemed to be a covenant or agreement of any member, director, officer, agent, attorney or employee of the Bloomington Economic Development Commission (the “Economic Development Commission”), the Redevelopment Commission or the City in his or her individual capacity, and no member, director, officer, agent, attorney or employee of the Economic Development Commission, the Redevelopment Commission or the City executing this Agreement shall be liable personally on this Agreement or be subject to any personal liability or accountability by reason of the issuance of this Agreement.

It is hereby certified that all conditions, acts and things required to exist, happen and be performed under the laws of the State of Indiana precedent to and in the issuance of this Agreement exist, have happened and have been performed, and that the issuance, authentication and delivery of this Agreement has been duly authorized by the City.

IN WITNESS WHEREOF, the City of Bloomington, Indiana, has caused this Agreement to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and its corporate seal to be hereunto affixed manually or by facsimile and attested to by the manual or facsimile signature of its Controller.

CITY OF BLOOMINGTON, INDIANA

By: _____
John Hamilton, Mayor

Jeffrey Underwood, Controller

CERTIFICATE OF AUTHENTICATION

This Conditional Project Expenditure Agreement is the one issued and delivered pursuant to the provisions of the within-mentioned Ordinance.

By _____
Jeffrey Underwood, Controller

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto _____ (insert name and address) the within bond and all rights thereunder, and hereby irrevocably constitutes and appoints attorney to transfer the within bond on the books kept for the registration thereof with full power of substitution in the premises.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name as it appears on the face of the within bond in every particular, without alteration or enlargement or any change whatsoever.

Signature Guarantee:

NOTICE: Signature(s) must be guaranteed by a broker-dealer or a commercial bank or trust company.

FINANCING AGREEMENT

BETWEEN

HOOSIER NETWORKS, LLC

AND

THE CITY OF BLOOMINGTON, INDIANA

Dated as of July 1, 2022

TABLE OF CONTENTS

ARTICLE I DEFINITIONS AND EXHIBITS2

 Section 1.1. Terms Defined2

 Section 1.2. Rules of Interpretation2

ARTICLE II REPRESENTATIONS.....4

 Section 2.1. Representations by City4

 Section 2.2. Representations by Company4

ARTICLE III PARTICULAR COVENANTS OF THE CITY AND COMPANY6

 Section 3.1. Payment of Principal/Payment of Taxes.....6

 Section 3.2. Maintenance of Existence6

 Section 3.3. Indemnity6

 Section 3.4. Completion and Use of Project.....6

ARTICLE IV EVENTS OF DEFAULT AND REMEDIES THEREFOR.....8

 Section 4.1. Events of Default8

 Section 4.2. Remedies Cumulative8

 Section 4.3. Delay or Omission Not a Waiver.....8

ARTICLE V IMMUNITY9

 Section 5.1. Extent of Covenants of the City; No Personal Liability9

 Section 5.2. Liability of City.....9

ARTICLE VI SUPPLEMENTS AND AMENDMENTS TO THIS FINANCING AGREEMENT10

 Section 6.1. Supplements and Amendments to this Financing Agreement10

ARTICLE VII MISCELLANEOUS PROVISIONS11

 Section 7.1. Financing Agreement for Benefit of Parties Hereto11

Section 7.2. Severability	11
Section 7.3. Addresses for Notice and Demands	11
Section 7.4. Successors and Assigns.....	11
Section 7.5. Counterparts	11
Section 7.6. Governing Law	12

FINANCING AGREEMENT

This FINANCING AGREEMENT, dated as of July 1, 2022 (the “Financing Agreement”) between HOOSIER NETWORKS, LLC, a Delaware limited liability company (the “Company”), and THE CITY OF BLOOMINGTON, INDIANA (the “City”), a municipal corporation duly organized and validly existing under the laws of the State of Indiana.

PRELIMINARY STATEMENT

WHEREAS, Indiana Code, Title 36, Article 7, Chapters 11.9 and 12, as supplemented and amended (collectively, the “Act”), authorizes and empowers the City to issue revenue bonds and enter into agreements with companies to allow companies to construct economic development facilities and vests the City with powers that may be necessary to enable it to accomplish such purposes; and

WHEREAS, after giving notice in accordance with the Act and IC 5-3-1, the Bloomington Economic Development Commission held a public hearing and the City, upon finding that the Project (as defined herein) and the proposed financing of the acquisition, construction, equipping, installation and improvement thereof will retain employment opportunities in the City; will benefit the health and general welfare of the citizens of the City and the State of Indiana; and will comply with the purposes and provisions of the Act, adopted an ordinance approving the proposed financing; and

WHEREAS, the City intends to enter into this Financing Agreement and issue its Conditional Project Expenditure Agreement to the Company to finance the installation of new high-speed internet fiber of the Company located in the City (the “Project”); and

WHEREAS, this Financing Agreement provides for the use of the financing by the Company through the issuance by the City of its Conditional Project Expenditure Agreement; and

WHEREAS, the Conditional Project Expenditure Agreement is be payable solely from ninety-five percent (95%) of the personal property increment generated from the Project located in the Meridiam Economic Development Allocation Area (the “Applicable TIF Revenues”), beginning at such time the Applicable TIF Revenues are available as “Year 1,” and continuing each year for a total of twenty (20) years thereafter.

In consideration of the premises, and other good and valuable consideration, the receipt of which is hereby acknowledged, the Company and the City hereby further covenant and agree as follows:

ARTICLE I

DEFINITIONS AND EXHIBITS

Section 1.1. Terms Defined. Capitalized terms used in this Financing Agreement that are not otherwise defined herein, shall have the meanings provided for such terms in the Conditional Project Expenditure Agreement. As used in this Financing Agreement, the following terms shall have the following meanings unless the context clearly otherwise requires:

“Act” means, collectively, Indiana Code 36-7-11.9 and 36-7-12.

“Allocation Area” means the Meridian Economic Development Allocation Area established as an allocation area by the Redevelopment Commission, all in accordance with IC 36-7-14-39 for the purposes of capturing incremental personal property taxes of the Company levied and collected in such allocation area.

“Applicable TIF Revenues” means ninety-five percent (95%) of the real property increment generated from the Project located in the Economic Development Area and deposited into the Allocation Fund.

“City” means the City of Bloomington, Indiana.

“Company” means Hoosier Networks, LLC, or any successors thereto permitted under Section 3.3 hereof.

“Conditional Project Expenditure Agreement” means the agreement from the City to the Company evidencing the payment of the Applicable TIF Revenues.

“Economic Development Area” means the Meridian Economic Development Area.

“Pledge” means the pledge of the Applicable TIF Revenues by the Redevelopment Commission pursuant to its resolution adopted on July 5, 2022.

“Project” means the building, constructing and/or installing fiber optic cable and related equipment to provide high-speed internet services by the Company located in the City and the Allocation Area.

“Redevelopment Commission” means the Bloomington Redevelopment Commission.

“State” means the State of Indiana.

Section 1.2. Rules of Interpretation. For all purposes of this Financing Agreement, except as otherwise expressly provided, or unless the context otherwise requires:

(a) “This Financing Agreement” means this instrument as originally executed and as it may from time to time be supplemented or amended pursuant to the applicable provisions hereof.

(b) All references in this instrument to designated “Articles,” “Sections” and other subdivisions are to the designated Articles, Sections and other subdivisions of this instrument as originally executed. The words “herein,” “hereof” and “hereunder” and other words of similar

import refer to this Financing Agreement as a whole and not to any particular Article, Section or other subdivision.

(c) The terms defined in this Article have the meanings assigned to them in this Article and include the plural as well as the singular and the singular as well as the plural.

(d) All accounting terms not otherwise defined herein have the meanings assigned to them in accordance with generally accepted accounting principles as consistently applied.

(e) The terms defined elsewhere in this Financing Agreement shall have the meanings therein prescribed for them.

(End of Article I)

ARTICLE II

REPRESENTATIONS

Section 2.1. Representations by City. City represents and warrants that:

(a) The City is a municipal corporation organized and existing under the laws of the State. Under the provisions of the Act, the City is authorized to enter into the transactions contemplated by this Financing Agreement and to carry out its obligations hereunder. The City has been duly authorized to execute and deliver this Financing Agreement. The City agrees that it will do or cause to be done all things within its control and necessary to preserve and keep in full force and effect its existence.

(b) The City shall issue its Conditional Project Expenditure Agreement to provide financing to the Company for the costs associated with the Project, subject to the consideration of the execution and delivery of this Financing Agreement, all for the benefit of the holders of the Conditional Project Expenditure Agreement, to expand employment opportunities in the City, Indiana and to benefit the health and general welfare of the citizens of the City and the State of Indiana.

Section 2.2. Representations by Company. Company represents and warrants that:

(a) It is a Delaware limited liability company validly existing under the laws of the state of Indiana, is authorized to do business in Indiana, is not in violation of any laws in any manner material to its ability to perform its obligations under this Financing Agreement, and has full power to enter into and by proper action has duly authorized the execution and delivery of this Financing Agreement.

(b) The provision of financial assistance to be made available to it under this Financing Agreement from the proceeds of the Conditional Project Expenditure Agreement and the commitments therefor made by the City have induced the Company to undertake the Project and such project will increase jobs and employment opportunities within the boundaries of the City.

(c) Neither the execution and delivery of this Financing Agreement, the consummation of the transactions contemplated hereby, nor the fulfillment of or compliance with the terms and conditions of this Financing Agreement, conflicts with or results in a breach of the terms, conditions or provisions of the Company's Operating Agreement or any restriction or any agreement or instrument to which the Company is now a party or by which it is bound or to which any of its property or assets is subject or (except in such manner as will not materially impair the ability of the Company to perform its obligations hereunder) of any statute, order, rule or regulation of any court or governmental agency or body having jurisdiction over the Company or its property, or constitutes a default under any of the foregoing, or results in the creation or imposition of any lien, charge or encumbrance whatsoever upon any of the property or assets of the Company under the terms of any instrument or agreement, except as set forth in this Financing Agreement.

(d) There are no actions, suits or proceedings pending, or, to the knowledge of the Company, threatened, before any court, administrative agency or arbitrator which, individually or in the aggregate, might result in any material adverse change in the financial condition of the

Company or might impair the ability of the Company to perform its obligations under this Financing Agreement.

(e) No event has occurred and is continuing which with the lapse of time or the giving of notice would constitute an event of default under this Financing Agreement.

(End of Article II)

ARTICLE III

PARTICULAR COVENANTS OF THE CITY AND COMPANY

Section 3.1. Payment of Principal/Payment of Taxes. The Conditional Project Expenditure Agreement is payable solely and only from Applicable TIF Revenues (to the extent the Company has made personal property tax payments and there are any Applicable TIF Revenues) as pledged to the City by the Redevelopment Commission pursuant to the Pledge. Under no circumstances shall the Company be liable for making any payments due under the Conditional Project Expenditure Agreement. In accordance with the Pledge, the City shall transfer to the Controller of the City for deposit in the Allocation Fund, on or before each January 15 and July 15, all of the available Applicable TIF Revenues for the payment of the Conditional Project Expenditure Agreement on the immediately succeeding February 1 or August 1.

Section 3.2. Maintenance of Existence. The Company agrees that it will maintain its existence as a corporation, will not dissolve or otherwise dispose of all or substantially all of its assets, and will not consolidate with or merge into another entity, or permit one or more other corporations to consolidate or merge with it; provided, that the Company may, without violating the agreement contained in this Section, consolidate or merge with another entity, permit one or more other entities to consolidate or merge into it, or transfer to another entity organized under the laws of one of the states of the United States all or substantially all of its assets as an entirety and thereafter dissolve provided (a) the surviving, resulting or transferee entity, as the case may be, is organized under the laws of one of the states of the United States, and (b) such entity assumes in writing all of the obligations of the Company herein, including the obligations of the Company under this Financing Agreement.

Section 3.3. Indemnity The Company will pay, and protect, indemnify and save the City (including members, directors, officials, officers, agents, attorneys and employees thereof), harmless from and against, all third party liabilities, losses, damages, costs, expenses, causes of actions, suits, claims, demands and judgments of any nature directly arising from or directly relating to:

- (a) Any material violation by the Company of any material agreement or material condition of this Financing Agreement;
- (b) Any material violation of any material contract, agreement or restriction by the Company relating to the Project, or a part thereof;
- (c) Any material violation of any material law, ordinance or regulation by the Company arising out of the ownership, occupancy or use of the Project, or a part thereof; and
- (d) Any negligent act, failure to act, or material misrepresentation by the Company, or any of the Company's agents, contractors, servants, employees or licensees.

The foregoing shall not be construed to prohibit the Company from pursuing its remedies against the City for damages to the Company resulting from personal injury or property damage caused by the intentional misrepresentation or misconduct of the City.

Section 3.4. Completion and Use of Project.

(a) Company agrees that it will, within 36 months of the closing of the Conditional Project Expenditure Agreement, make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions with any other persons, firms or corporations and in general do all things reasonably within its power, all for the acquisition, construction, expansion, equipping and improvement of the Project and, upon completion, the Company will operate and maintain the Project in such manner as reasonably within Company's power so as to conform with all applicable zoning, planning, building, environmental and other applicable governmental regulations and so as to be consistent with the Act.

(End of Article III)

ARTICLE IV

EVENTS OF DEFAULT AND REMEDIES THEREFOR

Section 4.1. Events of Default.

(a) It shall be an Event of Default upon the failure of the Company to perform any covenant, condition or provision hereof and to remedy such default within 30 days after notice thereof from the City to the Company.

(b) During the occurrence and continuance of any event of default hereunder, the City shall have the rights and remedies hereinafter set forth, in addition to any other remedies herein or by law provided. The City may, in its discretion, proceed to protect and enforce its rights by a suit or suits in equity or at law, whether for damages or for the specific performance of any covenant or agreement contained in this Financing Agreement or in aid of the execution of any power herein granted, or for the enforcement of any other appropriate legal or equitable remedy, as the City shall deem most effectual to protect and enforce any of its rights or duties hereunder. If after any event of default occurs and prior to the City exercising any of the remedies provided in this Financing Agreement, the Company will have completely cured such default, and shall have provided the City with evidence thereof to the reasonable satisfaction of the City, then in every case such default will be waived, rescinded and annulled by the City by written notice given to the Company. No such waiver, annulment or rescission will affect any subsequent default or impair any right or remedy consequent thereon.

(c) Notwithstanding anything herein to the contrary, during the occurrence and continuance of an event of default by the Company arising from a breach of representations as set forth in Section 2.2 hereof, or the filing of a voluntary or involuntary petition in bankruptcy under the United States Bankruptcy Code, or proceeding under any other applicable laws concerning insolvency, reorganization or bankruptcy by or against the Company, the City may in its discretion, proceed to protect and enforce its rights under this Agreement by a suit or suits in equity or at law, whether for damages or for the specific performance.

Section 4.2. Remedies Cumulative. No remedy herein conferred upon or reserved to the City is intended to be exclusive of any other remedy or remedies, and each and every such remedy shall be cumulative, and shall be in addition to every other remedy given hereunder or now or hereafter existing at law or in equity or by statute.

Section 4.3. Delay or Omission Not a Waiver. No delay or omission of the City to exercise any right or power accruing upon any event of default shall impair any such right or power, or shall be construed to be a waiver of any such event of default or an acquiescence therein; and every power and remedy given by this Financing Agreement to the City may be exercised from time to time and as often as may be deemed expedient by the City.

(End of Article IV)

ARTICLE V

IMMUNITY

Section 5.1. Extent of Covenants of the City; No Personal Liability. No recourse shall be had for the payment of the Conditional Project Expenditure Agreement or for any claim based thereon or upon any obligation, covenant or agreement contained in the Conditional Project Expenditure Agreement or this Financing Agreement against any past, present or future member, director, officer, agent, attorney or employee of the City, or any incorporator, member, director, officer, employee, agent, attorney or trustee of any successor thereto, as such, either directly or through the City or any successor thereto, under any rule of law or equity, statute or constitution or by the enforcement of any assessment or penalty or otherwise, and all such liability of any such incorporator, member, director, officer, employee, agent, attorney or trustee as such is hereby expressly waived and released as a condition of and consideration for the execution of this Financing Agreement (and any other agreement entered into by the City with respect thereto) and the issuance of the Conditional Project Expenditure Agreement.

Section 5.2. Liability of City. Any and all obligations of the City under this Financing Agreement are special, limited obligations of the City, payable solely out of the Applicable TIF Revenues and the other revenues and income derived under this Financing Agreement and as otherwise provided under this Financing Agreement. The obligations of the City hereunder shall not be deemed to constitute an indebtedness or an obligation of the City, the State or any political subdivision or taxing authority thereof within the purview of any constitution limitation or provision, or a pledge of the faith and credit or a charge against the credit or general taxing powers, if any, of the City, the State or any political subdivision or taxing authority thereof.

(End of Article VII)

ARTICLE VI

SUPPLEMENTS AND AMENDMENTS TO THIS FINANCING AGREEMENT

Section 6.1. Supplements and Amendments to this Financing Agreement. The Company and the City may from time to time enter into such supplements and amendments to this Financing Agreement as to them may seem necessary or desirable to effectuate the purposes or intent hereof.

(End of Article VI)

ARTICLE VII

MISCELLANEOUS PROVISIONS

Section 7.1. Financing Agreement for Benefit of Parties Hereto. Nothing in this Financing Agreement, express or implied, is intended or shall be construed to confer upon, or to give to, any person other than the parties hereto, their successors and assigns, any right, remedy or claim under or by reason of this Financing Agreement or any covenant, condition or stipulation hereof; and the covenants, stipulations and agreements in this Financing Agreement contained are and shall be for the sole and exclusive benefit of the parties hereto, their successors and assigns, and the City.

Section 7.2. Severability. In case any one or more of the provisions contained in this Financing Agreement shall be invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein and therein shall not in any way be affected or impaired thereby.

Section 7.3. Addresses for Notice and Demands. All notices, demands, certificates or other communications hereunder shall be sufficiently given when received or your first refusal thereof and mailed by registered or certified mail, postage prepaid, or sent by nationally recognized overnight courier with proper address as indicated below. The City and the Company may, by written notice given by each to the others, designate any address or addresses to which notices, demands, certificates or other communications to them shall be sent when required as contemplated by this Financing Agreement. Until otherwise provided by the respective parties, all notices, demands, certificates and communications to each of them shall be addressed as follows:

To the City: The City of Bloomington, Indiana
 Attention: Corporation Counsel
 401 N. Morton Street, Suite 220
 Bloomington, Indiana 47404

To the Company: Hoosier Networks, LLC

Section 7.4. Successors and Assigns. Whenever in this Financing Agreement any of the parties hereto is named or referred to, the successors and assigns of such party shall be deemed to be included and all the covenants, promises and agreements in this Financing Agreement contained by or on behalf of the Company, or by or on behalf of the City, shall bind and inure to the benefit of the respective successors and assigns, whether so expressed or not. Provided, however, subject to Section 3.3 hereof, the Company may not assign its rights or obligations under this Financing Agreement without the consent of the City.

Section 7.5. Counterparts. This Financing Agreement is being executed in any number of counterparts, each of which is an original and all of which are identical. Each counterpart of this Financing Agreement is to be deemed an original hereof and all counterparts collectively are to be deemed but one instrument.

Section 7.6. Governing Law. It is the intention of the parties hereto that this Financing Agreement and the rights and obligations of the parties hereunder shall be governed by and construed and enforced in accordance with, the laws of Indiana.

(End of Article VII)

IN WITNESS WHEREOF, the City and the Company have caused this Financing Agreement to be executed in their respective names, all as of the date first above written.

“THE COMPANY”

HOOSIER NETWORKS, LLC

By: _____

Printed: _____

Title: _____

“THE CITY”

BLOOMINGTON, INDIANA

By: _____
John Hamilton, Mayor

ATTEST:

Clerk

[SIGNATURE PAGE OF THE FINANCING AGREEMENT]



MEMO FROM COUNCIL OFFICE ON:

Resolution 22-13 – To Approve and Issue the Plan Commission Order Found in Plan Commission Resolution RS-23-22 Re: Authorizing the Bloomington Redevelopment Commission to Create a New Meridiam Economic Development Allocation Area

Synopsis

This resolution, pursuant to state statute, takes the steps necessary to allow the Bloomington Redevelopment Commission to establish a new Meridiam Economic Development Area (“Meridiam EDA”) for the fiber network personal property to be installed by Meridiam SAS; Hoosier Networks, LLC; and their affiliates or subsidiaries to extend fiber internet infrastructure throughout the City of Bloomington. On June 6, 2022, the Redevelopment Commission (“RDC”) passed Resolution 22-33, which established the Meridiam EDA, approved an Economic Development Plan for the Meridiam EDA, and designated Hoosier Networks, LLC as the designated taxpayer for purposes of Indiana Code 36-7-14.

As required by law, the RDC submitted its declaratory resolution and the economic development plan for the Meridiam EDA to the Plan Commission for its review. On June 13, 2022, the Plan Commission found that the declaratory resolution and economic development plan were consistent the City’s Comprehensive Plan for development and issued its order in Resolution RS-23-22. As required by Indiana Code § 36-7-14-16(b), the Common Council approves and issues the Order found in Plan Commission Resolution RS-23-22, which is attached to this Resolution as Exhibit A.

Relevant Materials

- Staff Memo, presentation slides, and previous press releases re: Ordinance 22-19 and Resolution 22-13
- Resolution 22-13
- Exhibit A – Plan Commission Order (to be considered by Commission on June 13)
- Redevelopment Commission Declaratory Resolution
- Economic Development Plan and Map of Allocation Area

Note: Also see a companion Council ordinance (Ordinance 22-19) to Resolution 22-13 included in this packet, which approves the issuance of a Conditional Project Expenditure Agreement and an associated financing agreement.

Additional materials related to the city’s work to improve digital equity and inclusion can be found at the following webpage: <https://bloomington.in.gov/digital-equity>.



Summary

Resolution 22-13 authorizes the Bloomington Redevelopment Commission to establish a new Meridiam Economic Development Allocation Area related to a high-speed, open-access, city-wide, fiber-optic network that the current administration has sought since 2016, with the goal of providing broad and equitable access to gigabit-class (and greater) broadband service throughout Bloomington, including the city's low-income neighborhoods. Economic Development Areas are commonly known and referred to as tax increment finance (TIF) districts. The Mayor's Office [announced](#) in November 2021 that a letter of intent had been signed with a company - [Meridiam](#) - to pursue construction of this infrastructure network. Meridiam has requested and the administration is proposing the actions taken by this resolution described below.

A related item, Ordinance 22-19, is scheduled to appear alongside this resolution and would approve the expenditure and financing agreements related to the project. For more information about the proposed expenditure and financing agreements, please refer to Ordinance 22-19 and its associated memos and supporting materials.

The creation of a TIF district involves action by the Bloomington Redevelopment Commission, Plan Commission, and Common Council.

- First, the Redevelopment Commission considers a declaratory resolution designating the area and adopting an Economic Development Plan (included herein) for the area. Here, the proposed TIF district would only affect personal property, not real property. Normally, a parcel of real property cannot be located in more than one TIF district. According to city legal staff, the designated area would constitute a virtual parcel that would not affect or conflict with parcels of real estate in other active TIF districts.
- After the Redevelopment Commission adopts a declaratory resolution and Economic Development Plan for the area, those items are sent to the Plan Commission, which reviews them for conformance with the city's long-range plans (the City's [Comprehensive Plan](#)) and adopts an order approving them.
- The Plan Commission's order is then sent to the Council, which can adopt a resolution approving and issuing the Plan Commission Order.
- After notice and a public hearing, the Redevelopment Commission adopts a confirmatory resolution and assumes responsibility for carrying out the Economic Development for the TIF District.

Please note that while the Council cannot directly amend the Economic Development Plan, the Plan Commission may work with the Redevelopment Commission to do so and then present a new order to the Council (see I.C. 36-7-14-16(a)).



City of Bloomington Indiana

City Hall | 401 N. Morton St. | Post Office Box 100 | Bloomington, Indiana 47402

Office of the Common Council | (812) 349-3409 | Fax: (812) 349-3570 | email: council@bloomington.in.gov

In order to establish a TIF district, the City must make certain findings of fact, which are recited in the Economic Development Plan and the memo provided by city staff.

After the creation of the TIF district, the incremental business personal property tax on the fiber equipment of Hoosier Networks, LLC will be captured and paid to the company pursuant to the expenditure and financing agreements that are the subject of Ordinance 22-19. The TIF district will not affect real property taxes

The Redevelopment Commission has previously discussed this proposal at its May 23, 2022 meeting (viewable at <https://catstv.net/m.php?q=11245>) and at its May 31, 2022 meeting (viewable at <https://catstv.net/m.php?q=11269>).

Contact

Rick Dietz, Director, Information and Technology Services, 812-349-3485,

dietzr@bloomington.in.gov

Beth Cate, Corporation Counsel, beth.cate@bloomington.in.gov, 812-349-3426

Larry Allen, Assistant City Attorney, allenl@bloomington.in.gov, 812-349-3326

RESOLUTION 22-13

**TO APPROVE AND ISSUE THE PLAN COMMISSION ORDER FOUND IN PLAN
COMMISSION RESOLUTION RS-23-22**

**Re: Authorizing the Bloomington Redevelopment Commission to Create a New Meridiam
Economic Development Allocation Area**

WHEREAS, pursuant to Indiana Code § 36-7-14-1, *et seq.*, the City of Bloomington (“City”) established the Redevelopment Commission of the City of Bloomington (“RDC”), which exists and operates under the provisions of Indiana Code 36-7-14, *et seq.*, and 36-7-25, *et seq.*, as amended from time to time; and

WHEREAS, on June 6, 2022, the RDC adopted its Resolution 22-33 (the “Declaratory Resolution”) that:

- Created a new Economic Development Area within the City covering business personal property for fiber investment by Meridiam SAS, Hoosier Networks, LLC, or their affiliates;
- Approved an Economic Development Plan for the Meridiam Development Area; and
- Submitted the Declaratory Resolution and all supporting materials to the Plan Commission for its review

WHEREAS, pursuant to Indiana Code Section 36-7-14-16(a), the Declaratory Resolution and Economic Development Plan were referred to the Plan Commission of the City of Bloomington (“Plan Commission”) to determine “whether the resolution and the redevelopment plan conform to the plan of development for the unit and approve or disapprove the resolution and plan proposed;” and

WHEREAS, the City’s plan of development is found in the 2018 City of Bloomington Comprehensive Plan (“Comprehensive Plan”); and

WHEREAS, on June 13, 2022, the Plan Commission determined that the Declaratory Resolution and Economic Development Plan conform to the Comprehensive Plan, and issued Plan Commission Resolution RS-23-22 (“Plan Commission Order”); and

WHEREAS, the Plan Commission Order is attached to this Resolution as Exhibit A; and

WHEREAS, pursuant to Indiana Code Section 36-7-14-16(b), the Plan Commission Order and supporting documentation has been submitted to the municipal legislative body of the City, the Common Council of the City of Bloomington, Monroe County, Indiana; and

NOW, THEREFORE, BE IT HEREBY RESOLVED BY THE COMMON COUNCIL OF THE CITY OF BLOOMINGTON, MONROE COUNTY, INDIANA, THAT:

SECTION 1. The Common Council hereby approves and issues the Plan Commission Order.

PASSED AND ADOPTED by the Common Council of the City of Bloomington, Monroe County, Indiana upon this _____ day of _____, 2022.

Susan Sandberg, President
Bloomington Common Council

ATTEST:

NICOLE BOLDEN, Clerk

City of Bloomington

PRESENTED by me to the Mayor of the City of Bloomington, Monroe County, Indiana, upon this ____ day of _____, 2022.

NICOLE BOLDEN, Clerk
City of Bloomington

SIGNED and APPROVED by me upon this ____ day of _____, 2022.

JOHN HAMILTON, Mayor
City of Bloomington

SYNOPSIS

This resolution, pursuant to state statute, takes the steps necessary to allow the Bloomington Redevelopment Commission to establish a new Meridian Economic Development Area (“Meridian EDA”) for the fiber network personal property to be installed by Meridian SAS; Hoosier Networks, LLC; and their affiliates or subsidiaries to extend fiber internet infrastructure throughout the City of Bloomington. On June 6, 2022, the Redevelopment Commission (“RDC”) passed Resolution 22-33, which established the Meridian EDA, approved an Economic Development Plan for the Meridian EDA, and designated Hoosier Networks, LLC as the designated taxpayer for purposes of Indiana Code 36-7-14.

As required by law, the RDC submitted its declaratory resolution and the economic development plan for the Meridian EDA to the Plan Commission for its review. On June 13, 2022, the Plan Commission found that the declaratory resolution and economic development plan were consistent the City’s Comprehensive Plan for development and issued its order in Resolution RS-23-22. As required by Indiana Code § 36-7-14-16(b), the Common Council approves and issues the Order found in Plan Commission Resolution RS-23-22, which is attached to this Resolution as Exhibit A.

RS-23-22

**RESOLUTION
OF THE
PLAN COMMISSION
OF THE
CITY OF BLOOMINGTON, INDIANA**

**ORDER OF THE CITY OF BLOOMINGTON PLAN COMMISSION DETERMINING
THAT REDEVELOPMENT COMMISSION RESOLUTION 22-33 APPROVED AND
ADOPTED BY THE REDEVELOPMENT COMMISSION OF THE CITY OF
BLOOMINGTON CONFORM TO THE COMPREHENSIVE PLAN AND APPROVING
THAT RESOLUTION**

WHEREAS, pursuant to Indiana Code § 36-7-14-1, *et seq.*, the City of Bloomington (“City”) established the Redevelopment Commission of the City of Bloomington (“RDC”), which exists and operates under the provisions of Indiana Code 36-7-14 and 36-7-25, *et seq.*, as amended from time to time; and

WHEREAS, on June 6, 2022, the RDC adopted its Resolution 22-33 (the “Declaratory Resolution”) that:

- Created a new Economic Development Area within the City covering business personal property for fiber investment by Meridiam SAS, Hoosier Networks, LLC, or their affiliates;
- Approved an Economic Development Plan for the Meridiam Development Area; and
- Submitted the Declaratory Resolution and all supporting materials to the Plan Commission for its review

WHEREAS, Indiana Code § 36-7-14-16(a) provides that after the RDC creates an economic development area or amends the resolution or plan for an existing area, the RDC shall submit the resolution and supporting data to the Plan Commission, which is to determine “whether the resolution and the redevelopment plan conform to the plan of development for the unit and approve or disapprove the resolution and plan proposed;” and

WHEREAS, the City’s plan of development is found in the 2018 City of Bloomington Comprehensive Plan (“Comprehensive Plan”);

**NOW, THEREFORE, BE IT RESOLVED BY THE PLAN COMMISSION OF
THE CITY OF BLOOMINGTON, INDIANA, THAT:**

Section 1. The Declaratory Resolution and the Consolidated Plan conform to the City’s Comprehensive Plan.

Section 2. The Declaratory Resolution and the Economic Development Plan are, in all respects, approved, ratified, and confirmed.

Section 3. The Secretary of the Plan Commission is directed to file a copy of the Declaratory Resolution and the Consolidated Plan with the permanent minutes of this meeting.

ADOPTED by the Plan Commission of the City of Bloomington, Monroe County, Indiana, up this _____ day of June, 2022.

Brad Wisler, President

**RESOLUTION NO. 22-33
OF THE REDEVELOPMENT COMMISSION
OF THE CITY OF BLOOMINGTON, INDIANA**

**DECLARING AN AREA IN BLOOMINGTON AS
AN ECONOMIC DEVELOPMENT AREA, DESIGNATING SUCH AREA AS
AN ALLOCATION AREA AND APPROVING AN ECONOMIC DEVELOPMENT
PLAN FOR SAID AREA**

WHEREAS, the City of Bloomington, Indiana (the “City”), desires to undertake an economic development project that will assist the City in a project by Hoosier Networks, LLC, or its subsidiaries, affiliates, successors or assigns (collectively, the “Company”), to install fiber optic cable that will provide high speed internet in certain areas in the City; and

WHEREAS, the City desires to create an economic development area that will include all areas in the City where the Company’s depreciable personal property will be located (the “Project”); and

WHEREAS, the Bloomington Redevelopment Commission (the “Commission”), governing body of the Bloomington Department of Redevelopment (the “Department”), pursuant to Indiana Code 36-7-14, as amended (the “Act”), has thoroughly studied the area of the City described above, and consists of all depreciable personal property consisting of fiber optic cable installed for the Project in the City where the Company’s depreciable personal property will be located, with such area to be designated as the “Bloomington Meridian Allocation Area” (the “Allocation Area”), which area is also an economic development area known as the “Bloomington Meridian Economic Development Area” (the “Area”); and

WHEREAS, the Commission has caused to be prepared maps and plats showing the boundaries of the Area, the location of various parcels of property, streets, alleys, and other features affecting the acquisition, clearance, replatting, replanning, rezoning, or redevelopment of the Area, and the parts of the Area acquired that are to be devoted to public ways and other public purposes under the Plan (as hereinafter defined), lists of the owners of the various parcels of property to be acquired, if any, and an estimate of the cost of the acquisition and redevelopment; and

WHEREAS, there has been presented to this meeting for consideration and approval of the Commission an economic development plan for the Area (the “Plan”), which is attached to this Resolution as Exhibit A and incorporated herein by referenced thereto; and

WHEREAS, the Commission has caused to be prepared estimates of the costs of the development projects as set forth in the Plan; and

WHEREAS, the Plan and supporting data were reviewed and considered at this meeting; and

WHEREAS, Sections 41 and 43 of the Act have been created to permit the creation of “economic development areas” and to provide that all of the rights, powers, privileges and immunities that may be exercised by this Commission in a redevelopment area or urban renewal

area may be exercised in an economic development area, subject to the conditions set forth in the Act; and

WHEREAS, Section 39 of the Act has been created and amended to permit the creation of “allocation areas” to provide for the allocation and distribution of property taxes for the purposes and in the manner provided in said section; and

WHEREAS, the Commission deems it advisable to apply the provisions of said Sections 15-17.5, 39, 39.3, 41 and 43 of the Act to the Plan and the financing of the Plan.

NOW, THEREFORE, BE IT RESOLVED BY THE REDEVELOPMENT COMMISSION OF THE CITY OF BLOOMINGTON, INDIANA, AS FOLLOWS:

1. The Plan for the Area promotes significant opportunities for the gainful employment of its citizens, attracts a major new business enterprise to the City, and retains or expands a significant business enterprise existing in the boundaries of the City, and meets other purposes of Sections 2.5, 41 and 43 of the Act, including without limitation benefiting public health, safety and welfare, increasing the economic well-being of the City and the State of Indiana (the “State”), and serving to protect and increase property values in the City and the State.

2. The Plan for the Area cannot be achieved by regulatory processes or by the ordinary operation of private enterprise without resort to the powers allowed under Sections 2.5, 41 and 43 of the Act because of lack of local public improvements, existence of improvements or conditions that lower the value of the land below that of nearby land, multiple ownership of land, and other similar conditions.

3. The public health and welfare will be benefited by accomplishment of the Plan for the Area.

4. The accomplishment of the Plan for the Area will be a public utility and benefit as measured by the attraction or retention of permanent jobs, an increase in the property tax base, improved diversity of the economic base and other similar public benefits.

5. The Plan for the Area conforms to other development and redevelopment plans for the City.

6. In support of the findings and determinations set forth in Sections 1 through 5 above, the Commission hereby adopts the specific findings set forth in the Plan.

7. The Plan does not recommend any specific property acquisition, and the Department does not at this time propose to acquire any land or interests in land within the boundaries of the Area. If at any time in the future, the Department proposes to acquire specific parcels of land, the required procedures for amending the Plan under the Act will be followed, including notice by publication, notice to affected property owners and a public hearing.

8. The Commission finds that no residents of the Area will be displaced by any project resulting from the Plan, and therefore finds that it does not need to give consideration to transitional and permanent provisions for adequate housing for the residents.

9. The Plan is hereby in all respects approved, and the secretary of the Commission is hereby directed to file a certified copy of the Plan with the minutes of this meeting. The Area is hereby designated, declared and determined to be an “economic development area” under Section 41 of the Act.

10. The entire Area is hereby designated as an “allocation area” pursuant to Section 39 of the Act, designated as the “Bloomington Meridiam Allocation Area” (the “Allocation Area”) for purposes of the allocation and distribution of property taxes for the purposes and in the manner provided by said Section. Pursuant to the Act and this resolution, there is created an allocation fund related to the Allocation Area hereby designated as the “Bloomington Meridiam Allocation Area Allocation Fund” (the “Allocation Fund”). Any property taxes subsequently levied by or for the benefit of any public body entitled to a distribution of property taxes on taxable property in said allocation area shall be allocated and distributed as follows:

Except as otherwise provided in said Section 39, the proceeds of taxes attributable to the lesser of the assessed value of the property for the assessment date with respect to which the allocation and distribution is made, or the base assessed value, shall be allocated to and when collected paid into the funds of the respective taxing units. Except as otherwise provided in said Section 39, property tax proceeds in excess of those described in the previous sentence shall be allocated to the redevelopment district and when collected paid into the Allocation Fund for the allocation area and may be used by the redevelopment district to do one or more of the things specified in Section 39(b)(3) of the Act, as the same may be amended from time to time. The Allocation Fund may not be used for operating expenses of the Commission. Except as otherwise provided in the Act, before June 15 of each year, the Commission shall take the actions set forth in Section 39(b)(4) of the Act.

11. The Commission hereby designates Hoosier Networks, LLC and any of its successors, affiliates or assigns (collectively, the “Designated Taxpayer”), as a “designated taxpayer” for purposes of Section 39.3 of the Act. The Commission hereby finds with respect to the Designated Taxpayer that:

(a) The taxes to be derived from the Designated Taxpayer’s depreciable personal property in the allocation area and all other depreciable property located and taxable on the Designated Taxpayer’s site of operations within the allocation area in excess of the taxes attributable to the base assessed value of that personal property, are needed to pay debt service or to provide security for bonds issued under Section 25.1 of the Act or to make payments or to provide security on leases payable under Section 25.2 of the Act, in order to

provide local public improvements in or directly serving or benefiting the such Allocation Area;

(b) the property of the Designated Taxpayer in the Allocation Area consists primarily of industrial, manufacturing, warehousing, research and development, processing, distribution or transportation related projects or regulated amusement devices and related improvements; and

(c) the property of the Designated Taxpayer in the Allocation Area will not consist primarily of retail, commercial or residential projects, other than an amusement park or tourism industry project.

Based upon the foregoing and in accordance with Section 39.3 of the Act, the Commission hereby modifies the term “property taxes,” referred to herein, to mean taxes imposed under Indiana Code 6-1.1 on real property and taxes imposed under Indiana Code 6-1.1 on the depreciable personal property located and taxable on the site of operations of the Designated Taxpayer in the Allocation Area.

12. The allocation provisions in Sections 10 and 11 hereof shall apply to all of the Allocation Area. These allocation provisions allow for the capture of additional tax increment revenues that will be available to the Commission to finance infrastructure and other improvements located in or serving or benefitting the Area as contemplated by the Plan, thereby facilitating additional investment in the Allocation Area. The Commission hereby finds that the adoption of these allocation provision will result in new property taxes in the Allocation Area that would not have been generated but for the adoption of the allocation provision. The base assessment date for the Allocation Area is January 1, 2022.

13. The foregoing allocation provisions in Sections 10 and 11 hereof shall expire with respect to the Allocation Area on the date that is twenty (20) years after the date on which the first obligation is incurred to pay principal and interest on bonds or lease rentals on leases payable from tax increment revenues derived from such Allocation Area.

14. The officers of the Commission are hereby directed to make any and all required filings with the Indiana Department of Local Government Finance and the Monroe County Auditor in connection with the creation of the Allocation Area.

15. The provisions of this Resolution shall be subject in all respects to the Act and any amendments thereto.

16. This Resolution, together with any supporting data and together with the Plan, shall be submitted to the Bloomington Plan Commission (the “Plan Commission”), and upon the approval of the Plan Commission and the Common Council of the City, shall be submitted to a public hearing and remonstrance as provided by the Act, after public notice as required by the Act.

Adopted this 31st day of May, 2022.

BLOOMINGTON REDEVELOPMENT
COMMISSION

Cindy Kinnarney, President

Deborah Myerson, Secretary

Randy Cassady, Member

Deb Hutton, Member

BLOOMINGTON, INDIANA REDEVELOPMENT COMMISSION

Economic Development Plan
Meridiam Economic Development Area

May 31, 2022

TABLE OF CONTENTS

SUMMARY 3

PURPOSE AND BACKGROUND 4

DESIGNATION OF TAX INCREMENT ALLOCATION AREAS 4

DESCRIPTION OF THE AREA 5

DESCRIPTION OF PROPOSED PROJECTS 5

ACQUISITION OF PROPERTY 7

THE PROCESS OF DESIGNATING AN ECONOMIC DEVELOPMENT AREA 7

EXAMPLES OF HOW THE CITY INTENDS TO MEET THE STATUTORY
FINDINGS 8

FACTUAL REPORT IN SUPPORT OF FINDINGS CONTAINED IN
DECLARATORY RESOLUTION 10

SUMMARY

REQUIRED FINDING OF FACTS TO SUPPORT THE STATUTORY REQUIREMENTS

FACTS

1. This Economic Development Plan (the “Plan”) promotes significant opportunities for gainful employment of its citizens, attracts a new major business enterprise to the City, retains and expands significant business enterprises existing in the boundaries of the City, and meets other statutory purposes, as set forth in Indiana Code Sections 36-7-14-2.5 and 36-7-14-43.
2. The Plan for the Meridian Economic Development Area (the “EDA”) cannot happen by regulatory process or by the ordinary operation of private enterprise because of the lack of public infrastructure or other similar conditions.
3. The public health and welfare will benefit by the accomplishment of the Plan for the EDA.
4. The achievement of the Plan for the EDA will constitute a public utility and will benefit as measured by the attraction or retention of permanent jobs, an increase in the property values, thus equating to increased assessed value (which herein is defined as “assessed value”), improved diversity of the economic base through the enhanced mix of property and other public benefits and the expansion of technology and high speed internet services to a significant portion of Bloomington, Indiana (the “City”), which is in direct alignment with the goals of the Federal Government.
5. The Plan for the EDA conforms to other development and redevelopment plans for the City.

PURPOSE AND BACKGROUND

Purpose

The Bloomington Redevelopment Commission (the “Redevelopment Commission”) has been established in accordance with Indiana Code 36-7-14, as amended (the “Act”), for the purpose of fostering economic development and redevelopment within certain eligible areas of Bloomington, Indiana (the “City”). The Redevelopment Commission has identified certain areas of the City, including any cities or towns without a redevelopment commission, where Meridian SAS, Hoosier Networks, LLC, or any of their affiliates, successors or assigns (collectively, the “Company”) will build, construct and/or install fiber optic cable and related equipment to provide high-speed internet services will be located (the “Project”).

The purposes of this Plan are to benefit the public health, safety, morals and welfare of the citizens of the City, to increase the economic well-being of the City and the State of Indiana and to serve to protect and increase property values in the City and the State of Indiana. The Plan is designed to promote significant opportunities for the gainful employment of citizens of the City, retain and expand existing significant business enterprises in the City, provide for local public improvements in the Area, retain permanent jobs, and increase the property tax base. This document is intended to be approved by the Bloomington Redevelopment Commission in conformance with the procedures set forth in the Act and described herein.

The Plan has been undertaken within the context of recent economic development initiatives in the City in order to set forth the objectives for current and future development, including the construction of public roads, utilities, and other infrastructure, including fiber optic cables and related equipment to provide high-speed internet services throughout the City. This Plan recognizes the need for potential economic development incentives to attract significant employers and to accelerate commercial development to the Area, and that such future development in the Area may also require significant improvements to the roads, the sanitary sewer system, the water system and/or other infrastructure improvements which benefit and serve the Area in order to facilitate such development.

DESIGNATION OF TAX INCREMENT ALLOCATION AREAS

The Redevelopment Commission recognizes that tax increment financing (“TIF”) is one method by which local governments may finance incentives and infrastructure by allowing the capture and use of incremental property tax revenues attributable to new commercial development in the Area to pay the costs of capital improvements in the Area or to pay debt service on bonds issued by the City or by the Bloomington Redevelopment District (the “District”) to finance the costs of such improvements. To implement TIF, the Redevelopment Commission may designate all or a portion of the Area as an “allocation area” pursuant to Section 39 of the Act for purposes of the allocation and distribution of property taxes on *real property* for the purposes and in the manner provided by Section 39 of the Act. Additionally, pursuant to Section 39.3 of the Act, the Redevelopment Commission may designate an entity as a “designated taxpayer” for the allocation and

distribution of property taxes on certain depreciable *personal property*. As new projects and needs arise in the future, the Redevelopment Commission may designate additional portions of the Area as tax increment allocation areas.

DESCRIPTION OF THE AREA

The Redevelopment Commission has determined that implementation of the Plan would be facilitated by the designating the area of the City, upon which the Company will build, construct and/or install fiber optic cable and related equipment to provide high-speed internet services will be located, as the Meridian Economic Development Area (the “Area”), and designating all of the Area as a tax increment allocation area for purposes of the Act, to be known as the “Meridian Allocation Area” (the “Allocation Area”). The Area and the Allocation Area are located within the corporate boundaries of the City, and consists of all depreciable personal property tax proceeds attributable to the incremental assessed valuation due to where the Project is situated, which area will include all depreciable personal property consisting of any and all structures, equipment and fiber optic cable due to the Project located within the City. In addition, the Redevelopment Commission believes it necessary to designate the Company as a designated taxpayer from which incremental personal property tax revenues may be captured. As described further below, the Redevelopment Commission has determined that the tax increment revenues generated from such personal property of the Company will be needed to secure the repayment of bonds issued to finance infrastructure improvements and/or the purchase of equipment which benefit and serve the Area. Consequently, the taxes to be derived from the depreciable personal property of the Company in the Allocation Area and all other depreciable property located and taxable on the Company’s site of operations within the Allocation Area in excess of the taxes attributable to the base assessed value of that personal property, will be needed to pay debt service on bonds issued under Section 25.1 of the Act, or to make payments or to provide security on leases payable under Section 25.2 of the Act, in order to provide local public improvements for the Allocation Area.

DESCRIPTION OF PROPOSED PROJECTS

The Project to be undertaken by the Company is anticipated to be comprised of certain and the design, construction, and/or installation of (1) fiber optic cable in public rights-of-way and (2) any necessary, related electronic equipment.

The City is also pledging up to \$1,000,000 for a Digital Equity Fund (“City’s Initial Contribution”) that will be used to pay the installation of costs of fiber to income-qualifying residents up to \$350 per unit. The Company will pay an annual digital equity dividend of \$85,000 in the Digital Equity Fund and half (50%) of the costs of bringing fiber to the income-qualifying residents as long as funds remain from the City’s Initial Contribution. After the City’s Initial Contribution of \$1,000,000 is expended from the fund, the Company will cover all (100%) of the installation costs of bringing fiber to income-qualifying residents.

In order to accomplish such Project and otherwise implement this Plan, the Redevelopment Commission recognizes and determines that tax increment revenues

derived from the Allocation Area, as well as other funds of the Redevelopment Commission legally available for such purposes, may be used for the following purposes, all of which shall be deemed to be a part of the Project or Projects contemplated by this Plan:

- To pay or finance the cost of the design, engineering and/or construction of various infrastructure improvements in or serving the Area (as well as demolition, in, serving, or benefiting the Area), including without limitation, (1) transportation enhancement projects including, without limitation, curbs, gutters, shoulders, street paving and construction, bridge improvements, rail crossings and spur track improvements, sidewalk and multiuse pathway improvements, street lighting, traffic signals, signage, parking lot improvements, and site improvements including landscape buffers; (2) utility infrastructure projects including, without limitation, utility relocation, water, sanitary sewer and/or storm water lines, water wells, water towers, pumping stations, lift stations, waste water lines, storm water lines, retention ponds, ditches, storm water basin improvements, and high-speed telecommunications and fiber-optic cable and related equipment, together with other similar utility costs or improvements; (3) public park improvements and recreational equipment; (4) job training and assistance as permitted under I.C. § 36-7-14-39(b)(3)(K) and I.C. § 36-7-25-7; (5) eligible efficiency projects as permitted under § 36-7-14-39(b)(3)(L); and (6) all projects related to any of the forgoing projects and all other purposes permitted by law. Although the precise nature of infrastructure that may be necessary from time to time to attract and retain prospective redevelopment and economic development opportunities in the Area cannot be predicted with certainty, the availability of adequate infrastructure is of fundamental importance in attracting and retaining such opportunities in the Area.
- To offset payments by developers on promissory notes in connection with economic development revenue bond financings undertaken by the City, or to pay principal or interest on economic development revenue bonds issued by the City to provide incentives to developers, in furtherance of the economic development or redevelopment purposes of the Area. The provision of incentives by the application of tax increment revenues to offset developer promissory notes that secure economic development revenue bonds, or to pay principal or interest on economic development revenue bonds issued by the City to provide incentives to developers, in furtherance of the economic development or redevelopment purposes of the Allocation Area, has become an established financial tool and an increasingly common form of incentive for attracting economic development and redevelopment.
- To pay or finance the costs of the acquisition or design, engineering and/or construction of projects to enhance the cultural attractiveness of the entire City, including the portion thereof which comprises the Area.

- To pay or finance the costs of the acquisition or design, engineering and/or construction of projects to enhance the public safety of the entire City, including the portion thereof which comprises the Area.
- To pay or finance the costs of the design, engineering and/or construction and installation of public amenities such as street trees, street furniture, and wayfinding signage.
- To fund job training grants and assistance as permitted under I.C. § 36-7-14-39(b)(2)(K) and I.C. § 36-7-25.
- To provide financial incentives to new and existing businesses locating in the Area as permitted by law including targeted incentives to encourage the reuse and redevelopment of commercial structures in the Area.

Based on the development profile of the Area, the Redevelopment Commission has determined that the development of the Area will not proceed as planned without the contribution of tax increment revenues derived from the Allocation Areas to the Projects described above.

ACQUISITION OF PROPERTY

In connection with the accomplishment of the Plan, the Redevelopment Commission has no present plans to acquire any interests in real property. In the event the Redevelopment Commission determines to acquire any interests in real property in the future, it shall follow procedures set forth in Section 19 of the Act. The Redevelopment Commission may not exercise the power of eminent domain.

THE PROCESS OF DESIGNATING AN ECONOMIC DEVELOPMENT AREA

The following represents a general narrative summary of the sequence of actions necessary to designate territory as an economic development area in the City. The designation of any tax increment allocation areas would be included in the process for the designation of an economic development area. Any future amendments to this Plan or to the declaratory resolution establishing the Area will be required to follow an identical process as described below.

Declaratory Resolution

To establish an economic development area, the Redevelopment Commission must first pass a declaratory resolution (the “Declaratory Resolution”) and adopt an economic development plan for the area. The Declaratory Resolution declares the intent of the Redevelopment Commission to create an economic development area.

Plan Commission Review

After passing the Declaratory Resolution, the Redevelopment Commission must then submit the Declaratory Resolution and the adopted economic development plan to the Bloomington Plan Commission (the “Plan Commission”) for review to assure that the

Declaratory Resolution and the economic development plan conform to the plan of development for the City. The Plan Commission is not charged with the responsibility of evaluating and approving the merits of the Declaratory Resolution or the economic development plan. Rather, the Plan Commission's task is to determine whether the Declaratory Resolution and economic development plan conform to the plan of development for the City, as contained in the previously established comprehensive plan for the City. While an economic development plan may contemplate an alteration of land use in the City in response to a specific economic development project, any required rezoning must be approved by the Plan Commission at the appropriate time.

Common Council Approval

Upon receiving the approvals of the Redevelopment Commission and the Plan Commission, the Declaratory Resolution and economic development plan must be submitted to the Common Council of the City (the "Common Council") for its approval before the economic development plan can be implemented. The Common Council may approve or reject the Plan.

Confirmatory Resolution

Upon receipt of approval by the Common Council, the Redevelopment Commission must then give notice and hold a public hearing wherein the Redevelopment Commission will receive and hear remonstrances and objections from persons interested in or affected by the proceedings. Following the public hearing, the Redevelopment Commission must pass a resolution which confirms, or modifies and confirms, the Redevelopment Commission's Declaratory Resolution designating territory as an "economic development area" and adoption of the proposed economic development plan (the "Confirmatory Resolution"). The Redevelopment Commission is not required to take this action, but may consider whether such designation is still appropriate. If the Redevelopment Commission passes the Confirmatory Resolution, an economic development area is then finally declared and designated.

EXAMPLES OF HOW THE CITY INTENDS TO MEET THE STATUTORY FINDINGS

The Project

The fiber optic system planned by the Company will enhance economic development and improve the overall financial health of the City by enhancing efforts to expand and diversify the economy by attracting 21st century businesses which rely upon technology and require band width in order to locate in the City. It will also anticipated that the Project will lead to the direct creation of jobs and an increase in annual payroll.

It is crucial to the long term fiscal health of the City that it be positioned to attract technology driven businesses especially those in logistics, advanced manufacturing, energy and agriculture. The local workforce is trained in these vocations and additional training

will improve skill levels to a degree commensurate with those required in the aforementioned industries.

Acquisition of Property

In order to accomplish the Project, the Redevelopment Commission may acquire, without the use of eminent domain, properties and right-of-way in the Project areas. The Redevelopment Commission shall follow procedures in IC 36-7-14-19, in any current or future acquisition of property. The Redevelopment Commission may not exercise the power of eminent domain in an economic development area. The acquisition process may be needed in order to facilitate the plan. At this time, no acquisition of property is contemplated.

Disposal of Property

The Redevelopment Commission may dispose of real property, if any is acquired, by sale or lease to the public, after causing to be prepared two (2) separate appraisals of the sale value or rental value to be made by independent appraisers. The Redevelopment Commission will prepare an offering sheet and will maintain maps and plats showing the size and location of all parcels to be offered. Notice will be published of any offering in accordance with IC 36-7-14-22. The Redevelopment Commission will follow the procedures of IC 36-7-14-22 in making a sale or lease of real property acquired. At this time, the disposal of property is neither anticipated nor expected, but may occur in the future.

Financing the Projects

It is the intention of the Redevelopment Commission to create a TIF District and to capture all incremental depreciable personal property within the EDA in order to finance the necessary projects. It may be necessary to issue bonds sometime in the future, based on the incremental ad valorem property taxes allocated under IC 36-7-14-39, in order to raise money for property acquisition and completion of the Projects in the Area, or the Redevelopment Commission may choose to “pay-as-you-go”.

Either form of financing may be used for part, or all, of the following:

- (1) The cost of land, right of way and other property to be acquired and developed;
- (2) All reasonable and necessary architectural, engineering, and construction, equipment, legal, financing, accounting, advertising, bond discount, and supervisory expenses related to the acquisition and development of the Project or the issuance of bonds;
- (3) Interest on, and principal of, the bonds issued by the Commission for the project; and

- (4) Expenses that the Commission is required or permitted to pay under IC 8-23-17.

In conjunction with some form of financing, the Redevelopment Commission may enter into a lease of any property that could be financed with the proceeds of bonds under IC 36-7-14. The lease is subject to the provision of IC 36-7-14-25.2 and IC 36-7-14-25.3.

Amendment of the Plan

By following the procedures specified in IC, 36-7-14-15 the Redevelopment Commission may amend the Plan for the Area.

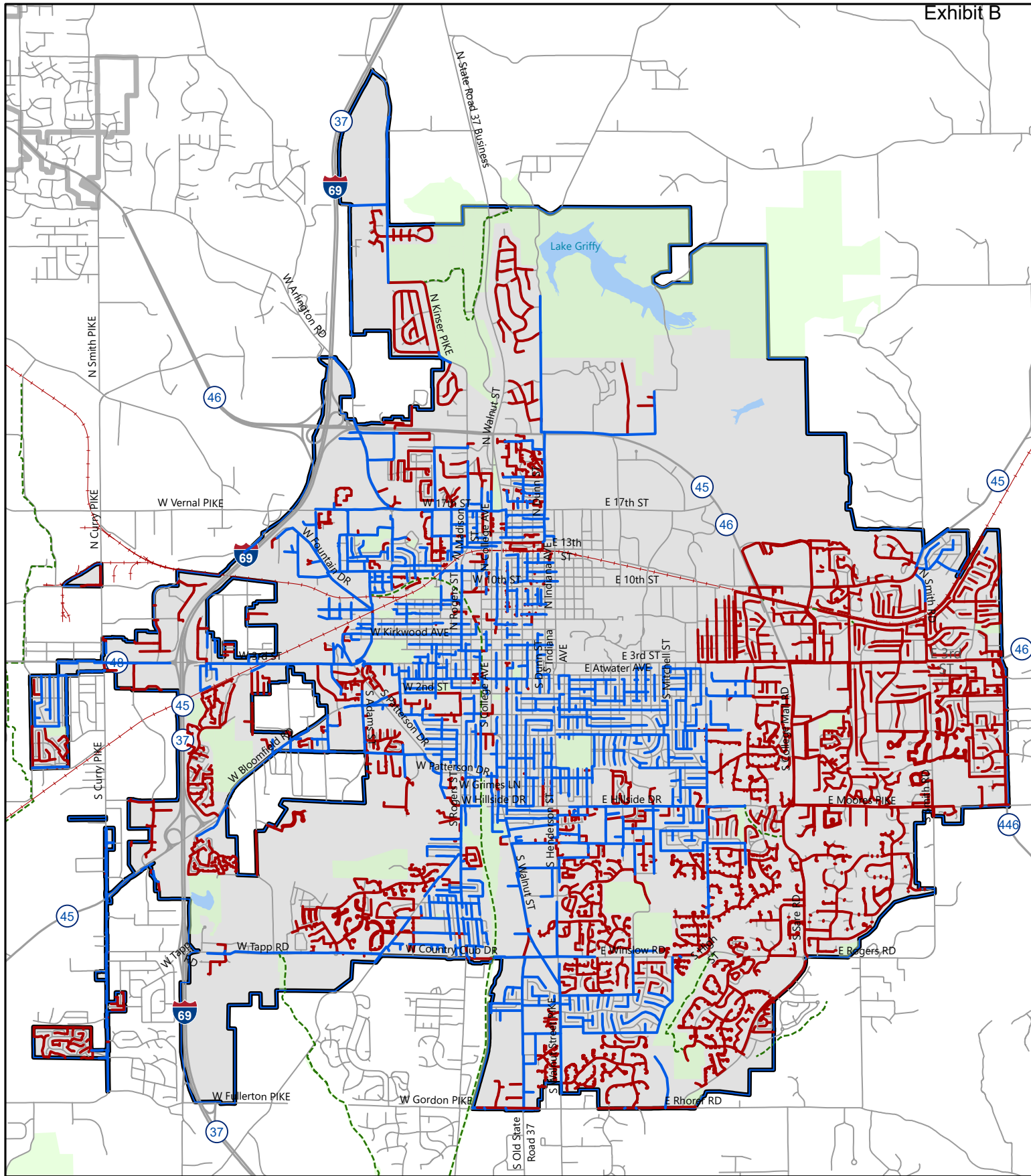
**FACTUAL REPORT IN SUPPORT
OF FINDINGS CONTAINED IN DECLARATORY RESOLUTION**

1. The Plan for the Meridian Economic Development Area (the “Area”) will promote significant opportunities for growth and the gainful employment of citizens of Bloomington, Indiana (the “City”) by providing the means to extend state of the art fiber optic lines and high speed internet services to the Area. This 21st century infrastructure is necessary to attract employers engaged in advanced manufacturing, logistics, distribution, food processing, energy, health care and value-added agriculture. This infrastructure will improve the City’s ability to attract employers as follows:
 - A. To locate in the Area, entities require sites that are shovel ready with all required infrastructure, including fiber optic broad band services. This Plan will provide a mechanism for allowing public funding for a portion of the costs of the fiber optic lines and electronic equipment required to bring high speed internet services to the Area.
 - B. The Plan provides for these services to be brought to publicly owned sites that are developed or will be developed as shovel ready sites suitable for development by entities that are engaged in logistics, distribution, food processing, energy, health care and value added agriculture.
2. The Plan:
 - A. Will promote significant opportunities for the gainful employment of the citizens of the City;
 - B. Is likely to attract major new business enterprises as a result of the existence of fiber optic and broadband services;
 - C. Enables the use of public funding to guide infrastructure design and construction and thus development in the Area to promote basic

employment and mixed uses of the land, to an extent individual property owners would not otherwise attain.

- D. Benefits the public health, safety, morals and welfare of the citizens of the City and State as follows: The Plan, when fully implemented, will add high-speed broadband services that are required in the transmission of medical records. Development of this 21st century infrastructure will permit the community to approach land use development, public services, resources and public investments in a positive manner; and
 - E. Increases the economic well-being of the City and the State of Indiana in direct alignment with the Governor's public statements of promoting economic development opportunity in Indiana through the extension of 21st century broadband services throughout the state, especially in rural areas.
3. The planning and development of the Area will benefit the public health, safety morals and welfare; it will increase the economic well-being of the City and the State and serve to protect and increase property values in the City and the State of Indiana.
- A. The Plan will create new employment opportunities; and
 - B. The Plan will diversify the local economy and add employment opportunities that do not now exist and cannot exist without the addition of 21st century broadband fiber optics.
4. The Plan for the Area cannot be achieved by the regulatory processes or by ordinary operation of private enterprise without resorting to IC 36-7-14 (the Redevelopment statutes) because of the lack of public improvements, the existence of geological impediments to industrial development and multiple ownership of land.
5. The accomplishment of the Plan for the Area will be of public utility benefit, for the following reasons. First, based on discussions with the Company, it is the Redevelopment Commission's understanding that the full development of the Area, pursuant to the Plan will allow for the attraction of permanent high tech jobs in the City. Secondly, current employers in the City have indicated a need for updated fiber optic broadband services to transmit engineering, medical records, books and technical manuals. The expectation is that hundreds of local jobs will be preserved and retained as a result of implementation of the plan. This information has been developed through interviews with a number of existing employers. It is also estimated that, when fully developed in accordance with the Plan, the assessed value for real property and depreciable personal property will be significantly increased. Lastly, the Plan will promote and support industrial, general business, medical, office, logistic, distribution, food processing development and generate CAGIT, LOIT and CEDIT taxes which are of increasing importance with the adoption of property tax caps.

6. The Commission believes that the TIF District will generate, over time, along with federal, state and local funds, sufficient monies to fully implement the Plan.




ITS
Department
**City of
Bloomington**

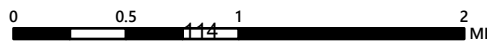


Municipal Boundary

Hoosier Networks (Meridium)
Proposed Infrastructure

 Aerial

 Underground



For use as map information only, information is NOT warranted.

Produced: 6/3/2022



Layout: MeridiumProposedInfrastructureMap
Project: MeridiumFiberPlanning