



# City of Saint Paul

## Signature Copy

### Resolution-Public Hearing: RES PH 13-184

City Hall and Court  
House  
15 West Kellogg  
Boulevard  
Phone: 651-266-8560

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**File Number: RES PH 13-184**

Amending the financing and spending plans in the Lowertown Ballpark Project in the amount of \$9,000,000, and designating the St. Paul Port Authority as the issuer of Taxable Limited Tax-Supported Ballpark Revenue Bonds.

WHEREAS, on July 18, 2012 the Saint Paul City Council approved *RES PH 12-213* (see Attachment A), establishing a \$54,000,000 budget for the Lowertown Ballpark Project (the "Ballpark"); and

WHEREAS, unexpected site conditions required additional expenses to the Ballpark that were not anticipated in the original budget; and

WHEREAS, to cover these unanticipated expenses, the City will contribute \$2,000,000, and the St. Paul Saints Baseball Club, Inc. will contribute \$1,000,000; and

WHEREAS, the remaining \$6,000,000 required for the project will be funded through an internal loan, which is expected to be reimbursed by external funding sources, including grants; and

WHEREAS, a future Council resolution will establish a record of internal loan; and

WHEREAS, MN Statute 116J.433 allows the City of Saint Paul to deliver the project through a design-build or construction manager at-risk method; and

WHEREAS, the City of Saint Paul (the "City") has requested that the Port Authority of the City of Saint Paul (the "Port Authority") participate in the financing of a new multi-purpose regional ballpark (the "Ballpark") through the issuance of Taxable Limited Tax-Supported Ballpark Revenue Bonds, Series 2013 (the "Port Authority Bonds"), and the application of the proceeds derived from the sale of the Port Authority Bonds to the payment of a portion of the capital costs of the Ballpark; and

WHEREAS, the payment of the debt service on the Port Authority Bonds is proposed to be secured by, and is expected to be paid from, payments to be made by the St. Paul Saints Baseball Club, Inc., a Minnesota corporation (the "Saints"), and other revenue sources; and

WHEREAS, as additional security for the Port Authority Bonds, the Port Authority Bonds are proposed to be secured by the pledge of a mandatory tax levy authorized by Minnesota Statutes, Section 469.053, subdivisions 4 and 5 (the "Tax Levy Act"); and

WHEREAS, as a condition to the authorization of a mandatory tax levy under the Tax Levy Act, the City Council must first adopt a resolution stating the proposed annual amount of the mandatory levy increase that the Port Authority would be entitled to request each year during the proposed term of the mandatory tax levy, and that the City would be required (upon such request) to impose for payment of the debt service on the Port Authority Bonds;

WHEREAS, the Mayor, pursuant to Section 10.07.1 of the Charter of the City of Saint Paul, does certify that there are available for appropriation, funds of \$9,000,000;

NOW THEREFORE, in consideration of the foregoing, it is hereby resolved by the City Council of the City of Saint Paul, as follows:

1. In accordance with Laws of Minnesota 1976, Chapter 234, the City Council hereby consents to the issuance of the Port Authority Bonds, the exact details of which, including but not limited to, provisions relating to the principal amount, maturities, interest rates, discount, redemption, and for the issuance of additional bonds are to be determined by the Port Authority, pursuant to a resolution adopted by the Port Authority, and the City Council hereby authorizes the issuance of any refunding bonds which are found by the Port Authority to be necessary for carrying out the purposes for which the Port Authority Bonds are to be issued.

2. The application of the proceeds derived from the sale of the Port Authority Bonds to the financing of a portion of the capital costs of the Ballpark is hereby approved.

3. The City Council hereby approves an increase in the mandatory tax levy authorized by the Tax Levy Act of up to \$800,000 per annum during the term of the Port Authority Bonds which term shall commence in 2015 and extend to a year not later than 2043.

4. The Port Authority is hereby authorized and directed to request a mandatory tax levy in the annual amount required to pay the debt service of the Port Authority Bonds during the term of the Port Authority Bonds, provided however on an annual basis the Port Authority must cancel the levy if it is not needed to pay debt service on the Port Authority Bonds.

5. In accordance with the requirements of the Tax Levy Act, this resolution granting preliminary approval to an increase in the mandatory tax levy authorized by the Tax Levy Act, together with a notice of public hearing on this resolution, is directed to be published for two successive weeks in the official newspaper of the City and a newspaper of general circulation in the City; a date for a public hearing on the question of increasing the mandatory tax levy shall be established, which date shall occur between two and four weeks after the first publication of the notice of public hearing; and the public hearing shall be held before this City Council on the question of the proposed increase in the mandatory tax levy under the terms of the Tax Levy Act.

6. In the event that following the public hearing referred to herein, the City Council grants final approval to the proposed increase in the mandatory tax levy, the City hereby agrees that it will take no action that would adversely affect the ability of the Port Authority to request and receive a mandatory tax levy for the purposes set forth herein under the terms of the Tax Levy Act.

FINALLY, BE IT RESOLVED by the Council of the City of Saint Paul, upon recommendation of the Mayor and advice of the Long Range Capital Improvement Budget Committee, approves the amendments to the Capital Improvement and Operating budgets as detailed in the attached financial analysis (See Attachment B).


At a meeting of the City Council on 7/24/2013, this Resolution-Public Hearing was Passed.

**Yea:** 6 Councilmember Bostrom, Councilmember Brendmoen, Councilmember Khaliq, City Council President Lantry, Councilmember Thune, and Councilmember Tolbert

**Nay:** 0

**Absent:** 1 Councilmember Stark

**Vote Attested by**  
**Council Secretary**

  
\_\_\_\_\_  
Trudy Moloney

**Date** 7/24/2013

**Approved by the Mayor**

  
\_\_\_\_\_  
Chris Coleman

**Date** 7/30/2013



## City of Saint Paul

### Signature Copy

#### Resolution-Public Hearing: RES PH 12-213

City Hall and Court  
House  
15 West Kellogg  
Boulevard  
Phone: 651-266-8560

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**File Number: RES PH 12-213**

Approving and authorizing the execution of the contingent real estate acquisition agreement with the Port Authority for land needed for a ballpark in downtown Saint Paul, contingent upon conveyance of Midway Stadium, the budget amendment, and bond related matters.

WHEREAS, the City of Saint Paul ("City") through its Department of Parks and Recreation and in collaboration with the Saint Paul Saints seeks to acquire property and obtain financing for the public purpose of developing and constructing a regional ballpark ("Ballpark") in the Lowertown neighborhood of Downtown Saint Paul; and

WHEREAS, the Ballpark will be owned by the City and managed by and/or leased to the Saint Paul Saints for their use as well as continued public use as a municipal stadium; and

WHEREAS, the Lowertown Ballpark design and construction process will include community interaction including the District 17 Community Council, following through on the City's commitment for community participation throughout the design and construction process; and

WHEREAS, an advisory Lowertown Ballpark Design and Construction committee will be created. The membership will include residents and business representatives from Lowertown and nearby impacted areas appointed by the District 17 Community Council, and including the design center. This advisory committee will be charged with providing input on the Lowertown Ballpark design and construction process with a focus on ensuring that a livable and economically viable neighborhood is maintained throughout the construction process and after the Ballpark is in operation; and

WHEREAS, City Staff will continue to report back periodically to the Saint Paul City Council regarding the status of the Lowertown Ballpark including specifically related to community participation, roadways and parking; and

WHEREAS, The Port Authority of the City of Saint Paul, Minnesota ("Port Authority") has at the City's request entered into a Contingent Purchase Agreement with the owner of the Diamond Products Company parcels in Lowertown with a closing set for July 31, 2012; and

WHEREAS, the Port Authority ~~is negotiating~~ has negotiated a purchase agreement with the owner of the Rasoir Property; and

WHEREAS, Directors of the City's Departments of Parks and Recreation and Office of Financial Services have negotiated a Contingent Real Estate Acquisition Agreement with the Port Authority ("Port Agreement") and the material terms of the Port Agreement provide that the Port Authority will make a financial contribution to purchase and close on the acquisition of the Diamond Products Company parcel and use its efforts to acquire the Rasoir parcel and upon closing, to transfer the title(s) to such parcels to the City, and upon construction of the Ballpark, the City will transfer the Midway Stadium site to the Port Authority; and

WHEREAS, the City Council has on the same day of this Resolution adopted a companion Final Order resolution authorizing the acquisition of real properties needed to develop the Ballpark in

# Attachment A

Downtown Saint Paul and the Port Agreement covers the two largest properties of the site; and

WHEREAS, in the event that the City is successful in constructing the Ballpark in Lowertown, the Department of Parks and Recreation will no longer need Midway Stadium and would like to be free to dispose of the Midway Stadium site and land; and

WHEREAS, Chapter 13.01.1 of the Saint Paul City Charter states that: "Lands which may have been heretofore acquired by any means.... for park purposes shall not be diverted to other uses or disposed of by the city except in the following manner." and goes on to require that if parkland is disposed of, that replacement parkland be acquired to replace it; and

WHEREAS, as part of the Port Agreement the Port Authority wishes to acquire the Midway Stadium property if it becomes available for disposal and further wishes to trade property it has or will acquire in Lowertown for the Midway Stadium site; and

WHEREAS, the size and value of the properties to be exchanged are equivalent and the uses will be the same, which will maintain the balance within the park system; and

WHEREAS, because the Lowertown properties will be acquired first and the conveyance of Midway Stadium to the Port Authority will only happen if the City successfully builds the Ballpark on land acquired from the Port Authority, the City wishes to credit the land acquired from the Port Authority as the replacement parkland in the event of a conveyance of Midway Stadium to the Port Authority, and

WHEREAS, the City Council finds that the Charter provision is intended to ensure that there is no net loss of parkland due to a sale or disposal of property and that the disposal of Midway Stadium, if initiated because the City has completed construction of the Ballpark, would not result in the reduction of parkland; and

WHEREAS, while the City desires to construct the Ballpark on the Lowertown properties the financial ability to do so is dependent on the receipt of state grant funds and in the meantime, the City plans to demolish the structures on the properties, perform environmental remediation activities, and surcharge the site, all with the express intention that the site would become suitable for a wide range of potential redevelopment projects; and

WHEREAS, \$3,000,000 of the project Ballpark budget will come from the Saint Paul Port Authority in the form of land and in-kind contributions; and

WHEREAS, the Mayor, pursuant to Section 10.07.1 of the Charter of the City of Saint Paul, does certify that there are available for appropriation, funds of \$54,000,000 in the Capital Improvement Budgets;

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

1. Port Agreement. The Council approves the Port Agreement. The appropriate City Officials are hereby directed and authorized to execute the Assignment and Assumption of Lease and City Guaranty as described in the Port Agreement together with such other agreements, documents and instruments necessary to perform the City's obligations under the Port Agreement.
2. Midway Stadium. The Council hereby finds that it is in the best interests of the

# Attachment A

File Number: RES PH 12-213

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City to consider the acquisition of the Lowertown properties, in the event that they are used for development of the Ballpark, as intended replacement of the Midway Stadium site. The City Council further finds that if the Midway Stadium site is sold or traded to the Port Authority and the Lowertown Ballpark is constructed as anticipated herein, then the sale or trade of Midway Stadium, which will be diversion of parkland, shall be permitted and the replacement requirements of the Charter shall be satisfied by the acquisition of the Lowertown Ballpark properties.

3. Budget. The Council of the City of Saint Paul, upon recommendation of the Mayor and advice of the Long Range Capital Improvement Budget Committee, approves the amendments to the Capital Improvement and Operating budgets as detailed in the attached financial analysis in Attachment A.

4. Reimbursement Intent. The City intends to make expenditures for the Ballpark and reimburse such expenditures from proceeds of future Ballpark Bonds. This Resolution is intended to constitute a declaration of official intent, for purposes of Section 1.150-2 of the Treasury Regulations, with respect to certain original expenditures made from any sources other than the proceeds of the Ballpark Bonds in conjunction with the Ballpark Project.

5. Financing Team. Kennedy & Graven, Chartered will act as bond counsel to the City for the Ballpark Bonds. The City finance staff shall name Springsted, Inc. the independent financial advisor to advise the City with respect to the sale of the Ballpark Bonds and, as needed, act as a member of the Pricing Committee. Piper Jaffray & Co. shall provide investment banking services to the City with respect to the Bonds, as needed. The Director, Office of Financial Services, Treasurer, Debt Manager, officials of the Parks and Recreation Department and other staff and officials of the City are hereby authorized, as needed, to negotiate the terms of the Bonds, their price and the details of the financing with Piper Jaffray & Co.

6. Authority for Further Actions. The staff and directors of the City's Departments of Parks and Recreation and Office of Financial Services are directed and authorized to take all actions necessary to implement this Resolution and realize the development of the Ballpark and the appropriate City Officials are authorized to execute any documents and instruments in connection therewith.

At a meeting of the City Council on 7/18/2012, this Resolution-Public Hearing was Passed.

**Yea:** 7 Councilmember Bostrom, Councilmember Brendmoen, Councilmember Carter III, City Council President Lantry, Councilmember Stark, Councilmember Thune, and Councilmember Tolbert

**Nay:** 0

**Vote Attested by**  
**Council Secretary**



Trudy Moloney

**Date** 7/18/2012

# Attachment A

File Number: RES PH 12-213

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Approved by the Mayor

A handwritten signature in black ink, appearing to read "Chris Coleman", written over a horizontal line.

Chris Coleman

Date 7/24/2012

# Attachment A

## City of Saint Paul Financial Analysis

1	<u>File ID Number:</u>	RES PH 12-213
2		
3	<u>Budget Affected:</u>	Both Operating and CIB Budgets    Financial Services    Multiple Funds
4		
5	<u>Total Amount of Transaction:</u>	54,000,000
6		
7	<u>Funding Source:</u>	Multiple
8		
9	<u>Charter Citation:</u>	10.7.1
10		

## Fiscal Analysis

Establish spending and financing budget for construction of a regional ballpark to be located in lowertown.

## Detail Accounting Codes:

	Fund	Activity	Object	Project (if applicable)	Description	CURRENT BUDGET	CHANGES	AMENDED BUDGET
24								
25	<b>Spending Changes</b>							
26	<i>Establish spending budget for construction of a regional ballpark</i>							
27	C12	1RXXX	0894		Construction - General	-	54,000,000.00	54,000,000.00
28						TOTAL:	-	54,000,000.00
29	<b>Financing Changes</b>							
30	<i>Establish financing budget for construction of a regional ballpark</i>							
31	C12	1RXXX	3490		State of MN DEED Grant	-	27,000,000.00	27,000,000.00
32	C12	1RXXX	6201		Bonds Issued - Saints Lease	-	8,500,000.00	8,500,000.00
33	C12	1RXXX	6905		Outside Contributions - Saints	-	1,500,000.00	1,500,000.00
34	C12	1RXXX	6201		Bonds Issued - City	-	8,500,000.00	8,500,000.00
35	C12	1RXXX	6905		Outside Contributions - Port Authority	-	3,000,000.00	3,000,000.00
36	C12	1RXXX	7328		2008 CIB - Midtown Greenway	-	705,864.59	705,864.59
37	C12	1RXXX	7329		2009 CIB - Midtown Greenway	-	643,000.00	643,000.00
38	C12	1RXXX	7312		2012 CIB - Park/Library Capital Asset	-	180,000.00	180,000.00
39	C12	1RXXX	7327		2012 CIB Contingency - 2007 CIB Bonds	-	3,080.17	3,080.17
40	C12	1RXXX	7328		2012 CIB Contingency - 2008 CIB Bonds	-	42,846.36	42,846.36
41	C12	1RXXX	7306		Transfer from Capital Project - Lafayette Land Acquisition	-	425,208.88	425,208.88
42	C12	1RXXX	7306		Transfer from Capital Project Fund - STAR	-	1,500,000.00	1,500,000.00
43	C12	1RXXX	7306		Transfer from Capital Project Fund - TIF	-	1,500,000.00	1,500,000.00
44	C12	1RXXX	7302		Transfer from Enterprise Fund - Sewer	-	250,000.00	250,000.00
45	C12	1RXXX	7305		Transfer from Special Revenue Fund - ROW	-	250,000.00	250,000.00
46						TOTAL:	-	54,000,000.00
47								



# Attachment A

	Fund	Activity	Object	Project (if applicable)	Description	CURRENT BUDGET	CHANGES	AMENDED BUDGET
48								
49	<b>Spending Changes</b>							
50	<i>Revise existing CIB project budgets to transfer unspent balances to ballpark construction project.</i>							
51	C08	2T590	0780		2008 CIB - Midtown Greenway	209,100.00	(209,100.00)	-
52	C08	2T590	0781		2008 CIB - Midtown Greenway	599,900.00	(496,764.59)	103,135.41
53	C09	2T591	0784		2009 CIB - Midtown Greenway	1,212,613.64	(643,000.00)	569,613.64
54	C12	3T222	0894		2012 CIB - Park/Library Capital Asset	180,000.00	(180,000.00)	-
55	C12	0T117	0548		2012 CIB Contingency	250,000.00	(45,926.53)	204,073.47
56					TOTAL:	2,451,613.64	(1,574,791.12)	876,822.52
57	<b>Financing Changes</b>							
58	<i>Revise existing CIB project budgets to transfer unspent balances to ballpark construction project.</i>							
59	C08	2T590	7328		2008 CIB - Midtown Greenway	809,000.00	(705,864.59)	103,135.41
60	C09	2T591	7329		2009 CIB - Midtown Greenway	1,213,000.00	(643,000.00)	570,000.00
61	C12	3T222	7312		2012 CIB - Park/Library Capital Asset	180,000.00	(180,000.00)	-
62	C12	0T117	7327		2012 CIB Contingency	3,080.17	(3,080.17)	-
63	C12	0T117	7328		2012 CIB Contingency	78,810.94	(42,846.36)	35,964.58
64					TOTAL:	2,283,891.11	(1,574,791.12)	709,099.99
65	<b>Spending Changes</b>							
66	<i>Adjust spending budget in the 2008, 2009, and 2012 Capital Improvement Bond Funds</i>							
67	925	90108	0565	72343	2008 CIB - Midtown Greenway	809,000.00	(705,864.59)	103,135.41
68	925	90108	0565	7XXX	Municipal Ball Park - Real Estate	-	705,864.59	705,864.59
69	925	92109	0565	72343	2009 CIB - Midtown Greenway	1,213,000.00	(643,000.00)	570,000.00
70	925	92109	0565	7XXX	Municipal Ball Park - Real Estate	-	643,000.00	643,000.00
71	925	90112	0565	73385	2012 CIB - Park/Library Capital Asset	180,000.00	(180,000.00)	-
72	925	90112	0565	7XXX	Municipal Ball Park - Real Estate	-	180,000.00	180,000.00
73	925	90107	0518	70004	2007 CIB - 2012 CIB Contingency	120,873.00	(3,080.17)	117,792.83
74	925	90107	0565	7XXX	Municipal Ball Park - Real Estate	-	3,080.17	3,080.17
75	925	90108	0518	70004	2008 CIB - 2012 CIB Contingency	78,810.94	(42,846.36)	35,964.58
76	925	90108	0565	7XXX	Municipal Ball Park - Real Estate	-	42,846.36	42,846.36
77					TOTAL:	2,401,683.94	-	2,401,683.94
78	<b>Spending Changes</b>							
79	<i>Create budget authority to transfer funding for land acquisition for a regional ballpark</i>							
80								
81	C10	2S260	0784		Payment to Contractor	1,000,000.00	-	1,000,000.00
82	C10	2S260	0565		Transfer to Capital Project	-	425,208.88	425,208.88
83					TOTAL:	1,000,000.00	425,208.88	1,425,208.88
84	<b>Financing Changes</b>							
85	<i>Create budget authority to accept payment for land acquisition associated with Lafayette Bridge</i>							
86	C10	2S260	7330		Transfer from 2010 CIB	1,000,000.00	-	1,000,000.00
87	C10	2S260	4215		Sale of Capital Assets	-	452,208.88	452,208.88
88					TOTAL:	1,000,000.00	452,208.88	1,452,208.88
89	<b>Spending Changes</b>							
90	<i>Create budget authority for Sewer portion of project</i>							
91	260	22200	0565		Transfer to capital project	-	250,000.00	250,000.00
92					TOTAL:	-	250,000.00	250,000.00
93	<b>Financing Changes</b>							
94	<i>Create budget authority for Sewer portion of project</i>							
95	260	22200	9925		Use of net assets	9,706,833.00	250,000.00	9,956,833.00
96					TOTAL:	9,706,833.00	250,000.00	9,956,833.00
97	<b>Spending Changes</b>							
98	<i>Create budget authority for ROW portion of project</i>							
99	225	42310	0565		Transfer to capital project	-	250,000.00	250,000.00
100					TOTAL:	-	250,000.00	250,000.00
101	<b>Financing Changes</b>							
102	<i>Create budget authority for ROW portion of project</i>							
103	225	42310	9830		Use of fund balance	-	250,000.00	250,000.00
104					TOTAL:	-	250,000.00	250,000.00
105								
106								
107	<b>STAR section - FOR REFERENCE ONLY - See separate STAR Resolution #RES 12-1305 for official Council Action on STAR budget.</b>							
108								
109								
110	<b>Spending Changes</b>							
111	<i>Create budget authority to transfer STAR funding to ballpark construction project</i>							
112	930	90306	0547	77902	Payment to subcontractor St. Paul Ballpark	-	1,500,000.00	1,500,000.00
113					TOTAL:	-	1,500,000.00	1,500,000.00

**35 Letters of support**

Arthur Morrissey  
Corporate Director of Marketing  
Morrissey Hospitality Companies, Inc.

Beth Pinkney  
President and CEO  
Saint Paul Festival and Heritage Foundation

Bill Peterson  
President  
Friends of Saint Paul Baseball

Andre Lanoue  
Commissioner  
Saint Paul Amateur Baseball League

Bobby Kasper  
President  
Saint Paul Regional Labor Federation

Craig Leipold  
Owner  
Minnesota Wild

David Miller  
General Manager  
Saint Paul Hotel

Harry Chalmiers  
President  
McNally Smith College of Music

Harry Melander  
President  
Saint Paul Building and Construction Trades Council

Ingrid Christiansen.  
Member, SPACC  
INGCO

Jaci Meyer  
Member, SPACC  
State Farm Insurance

## Attachment A

James Westerhaus  
Ecolab, Board Member of SPACC  
Jeanne Bailey  
CEO  
United Family Medicine

Jim Scheibel  
Former Mayor of Saint Paul

John Hink  
CEO/President  
Solution Blue, Inc.

John Regal  
Securian Financial Group

Kari Canfield/Paul McGinley  
Midway Chamber of Commerce

Karolyn Kirchgesler  
President and CEO  
Visit Saint Paul

Kevin Merkle  
Associate Director  
Minnesota State High School League

Lenny Russo  
Chef/Owner  
Hearland Restaurant and Farm Direct

Louis Suarez  
Commercial Broker  
Colliers International

Maria Hink/Mitchell Cookas  
Solution Blue, INC

Matt Anfang  
President  
Building Owners and Managers Association

Matt Kramer  
President  
Saint Paul Area Chamber of Commerce

# Attachment A

Melissa Martinez-Sones  
Director  
Capitol River Council

Michael Meyer  
MHC Culinary Group

Pamela Bader/ Eric Kruse  
Principals  
Pegasus Group

Patrick Seeb  
Executive Director  
Saint Paul Riverfront Corporation

Paul Wagner  
Chairman/CEO  
Minnesota Wire

Commissioner Rafael Ortega  
Ramsey County

Ryan Bierworth  
President  
Minnesota Conway Fire and Safety

Shawn Vallek  
Minnesota Amateur Baseball Commissioner

Thomas Lincoln  
Project Manager  
Kimley-Horn

Wayne Kugel  
Senior Vice President  
Cray, Inc.

Willian Kaphing

