

County Council Of Howard County, Maryland

2016 Legislative Session

Legislative Day No. 8

Resolution No. 105-2016

Introduced by: The Chairperson at the request of the County Executive

A RESOLUTION adopted pursuant to Sections 12-201 *et seq.* of the Economic Development Article of the Annotated Code of Maryland (the "Tax Increment Financing Act") and Sections 21-501 *et seq.* of the Local Government Article of the Annotated Code of Maryland (the "Special Taxing District Act", and collectively with the Tax Increment Financing Act, the "Acts") providing for the designation of contiguous property in the downtown Columbia area of Howard County as a development district for purposes of the Tax Increment Financing Act (the "Development District") and for the designation of a separate area within the development district as a special taxing district for the purposes of the Special Taxing District Act (the "Special Taxing District", and collectively with the Development District, the "Districts"); creating certain special funds pursuant to the Acts; providing for the deposit and use of moneys in such special funds; pledging that the County will allocate and divide property taxes on real property within the Development District so that the portion of the real property taxes levied on the amount by which the assessable base of the real property in the Development District exceeds the original taxable value (the "Tax Increment") will be allocated and paid into one of the special funds, and providing for the levy and collection of special taxes or ad valorem taxes to be deposited to the other special fund in the event the real property taxes levied on the Tax Increment are or will be insufficient to pay debt service on certain bonds issued under the Acts; and providing for, finding, and determining matters in connection therewith.

Introduced and read first time July 8, 2016.

By order Jessica Feldmark
Jessica Feldmark, Administrator

Read for a second time at a public hearing on July 18, 2016.

By order Jessica Feldmark
Jessica Feldmark, Administrator

Tabled 7/29/16
Extended & Tabled 9/6/16
extended & tabled 10/5/16

This Resolution was read the third time and was Adopted , Adopted with amendments , Failed , Withdrawn , by the County Council on November 9, 2016.

Certified By Jessica Feldmark
Jessica Feldmark, Administrator

Approved by the County Executive Nov 14, 2016

Allan H. Kittleman
Allan H. Kittleman, County Executive

NOTE: [[text in brackets]] indicates deletions from existing law; TEXT IN SMALL CAPITALS indicates additions to existing law; Strike-out indicates material deleted by amendment; Underlining indicates material added by amendment.

Recitals

1
2 Sections 12-201 *et seq.* of the Economic Development Article of the Annotated Code of Maryland
3 (as amended from time to time, the "Tax Increment Financing Act") authorize Howard County, Maryland
4 (the "County") to establish a "development district" and a "special fund" into which the real property taxes
5 levied on the "tax increment" (as each is defined in the Tax Increment Financing Act) of the properties
6 located in the development district are deposited, and to issue bonds, the proceeds of which may be used (i)
7 to buy, lease, condemn, or otherwise acquire property, or an interest in property, in the development district
8 or needed for a right-of-way or other easement to or from the development district; (ii) for site removal; (iii)
9 for surveys and studies; (iv) to relocate businesses or residents; (v) to install utilities, construct parks and
10 playgrounds, and for other needed improvements, including roads to, from or within the development
11 district, parking, and lighting; (vi) to construct or rehabilitate buildings for a governmental purpose or use;
12 (vii) for reserves or capitalized interest; (viii) for necessary costs to issue "bonds" (as such term is used in the
13 Tax Increment Financing Act); and (ix) to pay principal and interest on loans, advances or indebtedness that
14 a political subdivision incurs for any of the foregoing purposes.

15 Sections 21-501 *et seq.* of the Local Government Article of the Annotated Code of Maryland (as
16 amended from time to time, the "Special Taxing District Act", and collectively, with the Tax Increment
17 Financing Act, the "Acts") authorizes certain counties, including the County, to create a "special taxing
18 district" (as such term is defined in the Special Taxing District Act), to levy ad valorem taxes or special taxes
19 on all real property within the special taxing district and to borrow money by issuing and selling its bonds for
20 the purpose of financing, refinancing or reimbursing the "cost" (as such term is defined in the Special Taxing
21 District Act) of establishing, acquiring, designing, constructing, altering or extending adequate infrastructure
22 improvements as necessary for the development and use of land, including storm drainage systems, sewers,
23 water systems, roads, bridges, culverts, tunnels, sidewalks, lighting, parking, parks and recreation facilities,
24 libraries, schools, transit facilities and solid waste facilities. The bonds authorized to be issued by the Special
25 Taxing District Act are special obligations of a county payable from a special fund created to pay debt
26 service on the bonds and from any sinking funds and debt service reserve funds established therefor.

27 The County has determined to designate approximately ~~420~~ 145 acres of property located in
28 Columbia, Maryland, as identified by reference to the tax parcel numbers set forth on Exhibit A to this

1 Resolution and by the map shown on Exhibit B to this Resolution (the “Development District Properties”), as
2 a development district. The Development District Properties form a contiguous area and are located entirely
3 within the geographic boundaries of the County.

4 The Howard Research And Development Corporation (the “Owner” and the “Developer”) has
5 proposed to develop certain properties within the development district and construct a mixed-use
6 development, including parking facilities and related infrastructure (including, but not limited to installing
7 utilities, constructing roads, and other needed infrastructure improvements) (the “Improvements”), as
8 generally described in a final “Application for Creation of a Tax Increment Finance District and/or Tax
9 Increment Financing,” delivered to the County and dated March 10, 2016. The Developer has proposed that
10 the County issue multiple series of bonds secured by real property taxes levied on the Tax Increment (the
11 “Tax Increment Revenues”) and special taxes from time to time in the aggregate principal amount of One
12 Hundred Seventy Million Dollars (\$170,000,000). As contemplated in Bill No. _____ 56-2016 (the “Bond
13 Ordinance”), which is being introduced simultaneously with this Resolution, the Developer has proposed that
14 the County issue bonds for the initial phase of public improvements in the aggregate principal amount of
15 Ninety Million Dollars (\$90,000,000).

16 Prior to issuing and selling bonds under the Special Taxing District Act, a request must be made to
17 the applicable county by both (i) at least two-thirds of the owners of the real property located within the
18 special taxing district and (ii) the owners of at least two-thirds of the assessed valuation of the real property
19 located within the special taxing district, to designate by resolution a geographical area as a “special taxing
20 district”, to adopt a resolution creating a special fund, to provide for the levy of an ad valorem tax or special
21 tax on all real property within the special taxing district, and to pledge that it will pay such ad valorem or
22 special tax into the special fund.

23 The Developer is the current owner of approximately 61 acres of property located in Columbia,
24 Maryland, consisting of tax account number 15-019921 and Map 36, Grid 1, Parcel 527 and by the map
25 shown on Exhibit C to this Resolution (the “Special Taxing District Property”). The Special Taxing District
26 Property is located entirely within the geographic boundaries of the County.

27 The Developer, as the owner of the Special Taxing District Property, has submitted an “Application
28 to Request the Creation of a Special Taxing District, the Levy of Special Taxes on the Property in the Special

1 Taxing District, and the Issuance of Special Obligation Bonds” (the “Request”) to the County. The signatory
2 to the Request represents that the Developer, as of the date of the Request, (i) owns at least two-thirds of the
3 assessed valuation of the Special Taxing District Property, calculated in accordance with the Special Taxing
4 District Act and (ii) constitutes at least two-thirds of the owners of the Special Taxing District Property,
5 calculated in accordance with the Special Taxing District Act. In the Request, the Developer has asked the
6 County to (i) establish a special taxing district consisting of the Special Taxing District Property to be known
7 as the “Crescent Special Taxing District” (the “Special Taxing District”); (ii) undertake to issue its bonds as
8 special obligations of the County, in one or more series, from time to time, in order to finance or reimburse
9 all or a portion of the cost of the Improvements, to the extent permitted under the Special Taxing District
10 Act; and (iii) levy, impose and collect special taxes in accordance with the Special Taxing District Act on
11 real property located in the Special Taxing District as set forth in the Howard County, Maryland Crescent
12 Special Taxing District – Rate and Method of Apportionment of Special Taxes, attached as Exhibit B to the
13 Bond Ordinance.

14 The County Council of Howard County, Maryland (the “County Council”), following a public
15 hearing held prior to the adoption of this Resolution pursuant to notice published in a newspaper of general
16 circulation in the County not less than 10 days before such hearing, has determined that a need exists in the
17 County for the Improvements in connection with the proposed development in the development district and
18 that the Improvements will serve to enhance directly and indirectly the taxable base of the County, encourage
19 the development of residential areas, commerce and industry within the County, increase the general health
20 and welfare of the residents of the County and increase employment within the County through the
21 construction of public improvements and the expected increased commercial activity within and outside the
22 Development District and the Special Taxing District (collectively, the “Districts”).

23 Pursuant to the Acts, the County has determined to designate the Development District Properties as
24 a “development district,” pursuant to the provisions of the Tax Increment Financing Act, and the Special
25 Taxing District Property as a “special taxing district,” pursuant to the provisions of the Special Taxing
26 District Act. The County has further determined to create the separate special funds required by the Acts and
27 to authorize the issuance of bonds pursuant to an ordinance specifying and describing the proposed

1 undertaking, specifying certain details of the bonds, which ordinance has been introduced as Bill No.
2 56-2016.

3 **Now, therefore, in accordance with the Acts:**

4 **Section 1. Be it resolved by the County Council of Howard County, Maryland,**

5 That, for the purposes of this Resolution:

6 (a) The terms defined in the Recitals hereto shall have the meanings therein set forth (unless
7 also defined in this Section 1) and, in addition, the following terms shall have the meanings set forth below:

8 (i) "Adjusted Assessable Base" means the fair market value of the real property in the
9 Development District (as defined in this Resolution) that qualifies for a farm or agricultural use under
10 Section 8-209 of the Tax-Property Article of the Annotated Code of Maryland, without regard to the
11 agricultural use assessment for the property as of January 1 of the year preceding the effective date of
12 this Resolution (meaning January 1, 2015).

13 (ii) "Assessable Base" means the total assessable base, as determined by the Supervisor of
14 Assessments, of all real property subject to taxation in the Development District.

15 (iii) "Assessment Ratio" means a real property tax assessment ratio, however designated or
16 calculated, that is used under applicable general law to determine the Assessable Base. "Assessment
17 Ratio" includes the assessment percentage specified under Section 8-103(c) of the Tax-Property Article
18 of the Annotated Code of Maryland.

19 (iv) "Bonds" means any revenue bonds, special obligation bonds, note, or other similar
20 instrument issued by the County in accordance with the Acts to finance or reimburse the cost of the
21 Improvements located in or reasonably related to the Districts and other costs permitted by the Acts.

22 (v) "Development District" means the contiguous area in the County described on Exhibit A and
23 Exhibit B to this Resolution and designated in Section 3 of this Resolution by name as the "Downtown
24 Columbia Development District" and as a development district under the Tax Increment Financing Act.

25 (vi) "Districts" means the Development District and the Special Taxing District, collectively.

26 (vii) "Indenture" means the indenture of trust entered into by the County and the Trustee
27 (hereinafter defined) in connection with the issuance of any of the Bonds or the Refunding Bonds
28 (hereinafter defined), as amended, modified or supplemented from time to time.

- 1 (viii) "Original Assessable Base" means the Assessable Base as of January 1 of the year
2 preceding the effective date of this Resolution (meaning January 1, 2015).
- 3 (ix) "Original Full Cash Value" means the dollar amount that is determined by dividing
4 the Original Assessable Base by the Assessment Ratio used to determine the Original Assessable Base.
- 5 (x) "Original Taxable Value" means, for any Tax Year (hereinafter defined), the dollar
6 amount that is:
- 7 (A) the Adjusted Assessable Base, if an Adjusted Assessable Base applies; or
8 (B) in all other cases, the lesser of:
- 9 (1) the product of multiplying the Original Full Cash Value by the Assessment
10 Ratio applicable to that Tax Year, and
11 (2) the Original Assessable Base.
- 12 (xi) "Refunding Bonds" means any revenue bonds, special obligation bonds, note, or
13 other similar instrument issued in one or more series by the County from time to time to refund any of
14 the Bonds and to pay other costs permitted by Acts with respect to the Districts.
- 15 (xii) "Special Funds" means, collectively, the Tax Increment Fund and the Special Tax
16 Fund created pursuant to Sections 6 and 7 of this Resolution, respectively.
- 17 (xiii) "Special Taxes" means the special taxes, if any, which shall be levied by the County
18 on the real property within the Special Taxing District.
- 19 (xiv) "Special Taxes Fund" means the "Crescent Special Taxes Fund" created pursuant to
20 Section 7 of this Resolution as a special fund in accordance with the Special Taxing District Act.
- 21 (xv) "Special Taxing District" means the area in the County as identified by tax account
22 number 15-019921 and Map 36, Grid 1, Parcel 527 and as shown on Exhibit C to this Resolution and
23 designated in Section 4 of this Resolution by name as the "Crescent Special Taxing District" and as a
24 special taxing district under the Special Taxing District Act.
- 25 (xvi) "Tax Increment" means, for any Tax Year, the amount by which the Assessable
26 Base as of January 1 preceding such Tax Year exceeds the Original Taxable Value divided by the
27 Assessment Ratio used to determine the Original Taxable Value.

1 (xvii) "Tax Increment Fund" means the "Downtown Columbia Tax Increment Fund"
2 created pursuant to Section 6 of this Resolution in accordance with the Tax Increment Financing Act.

3 (xviii) "Tax Year" means the period from July 1 of a calendar year through June 30 of the
4 next calendar year.

5 (xix) "Trustee" means the bank, trust company or other banking association appointed
6 from time to time to serve as the Trustee under the Indenture.

7 (b) References in this Resolution (i) to certain provisions of the Annotated Code of Maryland
8 shall be to such provisions, as replaced, supplemented or amended from time to time, and (ii) to terms also
9 defined in the Tax Increment Financing Act or the Special Taxing District Act are to be construed in
10 accordance with the provisions of such respective Acts, and in the event of any inconsistency between such
11 terms as used in this Resolution and such Acts, or either one of the Acts, the provisions of the Acts shall
12 control.

13 **Section 2. And be it further resolved by the County Council of Howard County, Maryland,**
14 That acting pursuant to the Acts, it is hereby found and determined as follows:

15 (a) The Recitals to this Resolution are deemed a substantive part of this Resolution and are
16 incorporated by reference herein.

17 (b) The creation of the Districts provided for herein as a development district and a special
18 taxing district, respectively, within the meanings of the respective Acts, and the issuance by the County of
19 Bonds pursuant to both of the Acts in order to finance or reimburse costs and activities permitted by the Acts,
20 will serve the public purposes as set forth above.

21 (c) The Developer, which is a private, for-profit entity, has undertaken or expressed a desire to
22 undertake residential and commercial development within the Development District.

23 (c) The Developer has expressed a desire that all of the Developer's property within the Special
24 Taxing District be subject to additional taxation in accordance with the Special Taxing District Act.

25 (d) Any Bonds issued pursuant to the Acts shall be a special obligation of the County and may
26 not constitute a general obligation debt of the County or a pledge of the County's full faith and credit or
27 taxing power, and the County shall not be obligated to pay debt service on such Bonds except from moneys
28 deposited to the Special Funds identified herein and from moneys held under the Indenture.

1 (e) The proposed Districts are located wholly within the geographic boundaries of the County.

2 (f) References in this Resolution to “public improvements” and the “Improvements” are
3 intended to include the activities and costs that proceeds of Bonds may be applied to in accordance with both
4 of the Acts.

5 **Section 3. And be it further resolved by the County Council of Howard County, Maryland,**

6 That the Development District Properties are hereby designated as the “Downtown Columbia Development
7 District” pursuant to Section 12-203 of the Tax Increment Financing Act. The contiguous area consisting of
8 the Development District Properties is also referred to as the Development District for purposes of this
9 Resolution and constitutes a “development district” within the meaning of and for all purposes of the Tax
10 Increment Financing Act. It is intended by this designation that any portion of the property described in
11 Exhibit A and Exhibit B currently located in the Development District that is subsequently further
12 subdivided, combined or transferred to another party shall continue to be within the Development District
13 and subject to the provisions of the Tax Increment Financing Act, notwithstanding such subdivision,
14 combination or transfer. No parcel within the Development District shall be merged or combined with a
15 parcel outside the Development District unless and until the boundaries of the Development District are
16 amended to include such property in accordance with the Tax Increment Financing Act.

17 **Section 4. And be it further resolved by the County Council of Howard County, Maryland,**

18 That the Special Taxing District Property is hereby designated as the “Crescent Special Taxing District”
19 pursuant to Section 21-503 of the Special Taxing District Act. The area consisting of the Special Taxing
20 District Property is also referred to as the Special Taxing District for purposes of this Resolution and
21 constitutes a “special taxing district” within the meaning of and for all purposes of the Special Taxing
22 District Act. It is intended by this designation that any portion of the property as described by tax account
23 number 15-019921 and Map 36, Grid 1, Parcel 527 and as shown on Exhibit C currently located in the
24 Special Taxing District that is subsequently further subdivided, combined or transferred to another party shall
25 continue to be within the Special Taxing District and subject to the provisions of the Special Taxing District
26 Act, notwithstanding such subdivision, combination or transfer. No parcel within the Special Taxing District
27 shall be merged or combined with a parcel outside the Special Taxing District unless and until the boundaries

1 of the Special Taxing District are amended to include such property in accordance with the Special Taxing
2 District Act.

3 **Section 5. And be it further resolved by the County Council of Howard County, Maryland,**

4 That this Resolution may be amended by one or more resolutions of the County Council, which resolutions
5 may enlarge or reduce the Districts. No such resolution shall be effective to reduce the size of the Districts so
6 long as there are any Bonds or Refunding Bonds outstanding with respect to the Districts pursuant to the
7 Acts, unless the ordinance with respect to such Bonds or Refunding Bonds permits the County to reduce the
8 area constituting the Districts or the applicable percentage of the holders of such Bonds or Refunding Bonds
9 specified in the Indenture or a representative on their behalf consents to any such reduction. In addition,
10 prior to the issuance of the Bonds, the County Executive of the County (the "County Executive") may, by
11 executive order, reduce or enlarge the boundaries of either the Development District by not more than five
12 acres; provided, however, that the boundaries of the Special Taxing District may not be reduced or enlarged
13 by executive order.

14 **Section 6. And be it further resolved by the County Council of Howard County, Maryland,**

15 That

16 (a) Pursuant to Section 12-208 of the Tax Increment Financing Act, there is hereby created a
17 "special fund" within the meaning of the Tax Increment Financing Act to be designated the "Downtown
18 Columbia Tax Increment Fund" (the "Tax Increment Fund").

19 (b) The County Executive or the Director of Finance of the County (the "Director of Finance")
20 or their designees, on behalf of the County, following the effective date of this Resolution, but before any
21 Bonds are issued, is each hereby authorized and directed to obtain from the Supervisor of Assessments a
22 certification as to the amount of the Original Assessable Base, or if applicable, the Adjusted Assessable Base.

23 (c) The County hereby pledges that beginning with the Tax Year following the effective date of
24 this Resolution and until the Bonds and any Refunding Bonds have been fully paid and the Indenture has
25 been discharged in accordance with its terms, the property taxes on real property within the Development
26 District shall be divided as follows:

27 (i) That portion of the taxes which would be produced by the rate at which taxes levied each
28 year by the County upon the Original Taxable Value shall be allocated to and when collected paid into

1 the funds of the County in the same manner as taxes by or for the County on all other property are paid;
2 and

3 (ii) That portion of the taxes levied on the Tax Increment that normally would be paid into the
4 general fund of the County shall be paid into the Tax Increment Fund to be applied in accordance with
5 the provisions of Section 9 of this Resolution and Section 12-209 of the Tax Increment Financing Act.
6 This yield shall not be considered as county taxes for the purposes of any constant yield tax limitation or
7 State or local restriction.

8 (d) Any taxes allocated to the Tax Increment Fund as required by Section 12-203(a)(3)(ii) of the
9 Tax Increment Financing Act and subsection (c)(ii) above shall be placed in the Tax Increment Fund.

10 (e) The Director of Finance or other appropriate fiscal officers are hereby directed and
11 authorized to deposit or cause to be deposited in the Tax Increment Fund all taxes received by the County for
12 any Tax Year commencing after the effective date of this Resolution that represent the levy on the Tax
13 Increment referred to in subsection (c)(ii) above.

14 (f) The County Executive, the Director of Finance or their designees are hereby authorized to
15 take all necessary steps in order to establish and manage the Tax Increment Fund to be held by the County. If
16 the Indenture so provides, the Tax Increment Fund may be held and managed in accordance with the
17 provisions of the Indenture.

18 (g) If, during a time when no Bonds or Refunding Bonds are outstanding with respect to the
19 Districts, the Assessment Ratio mandated by Maryland law is increased from that which applied in
20 determining the Original Assessable Base, it is the intent and expectation of the County, to the extent
21 permitted by law, that a supplemental resolution will be adopted by the County Council for the purpose of
22 assuring that additional funds are not deposited in the Tax Increment Fund as a result of the change in
23 Assessment Ratio as compared to the amount of funds that would have been required to be deposited in the
24 Tax Increment Fund if the Assessment Ratio had not been so increased.

25 **Section 7. And be it further resolved by the County Council of Howard County, Maryland,**

26 That

1 (a) Pursuant to Section 21-506 of the Special Taxing District Act, there is hereby created a
2 “special fund” within the meaning of the Special Taxing District Act to be designated the “Crescent Special
3 Taxes Fund” (the “Special Taxes Fund”).

4 (b) The taxes derived from the levy of the Special Taxes on real property within the Special
5 Taxing District, once such Special Taxes are levied and collected, shall be paid over to the Special Taxes
6 Fund pursuant to Section 21-506 of the Special Taxing District Act and subsection (c) of this Section 7.

7 (c) Until the Bonds and any Refunding Bonds have been fully paid and the Indenture has been
8 discharged in accordance with its terms, the County hereby pledges that it will pay all amounts collected
9 from the Special Taxes levied under the Special Taxing District Act on real property within the
10 Special Taxing District into the Special Taxes Fund established pursuant to this Section 7. This pledge to pay
11 such Special Taxes derived from the Special Taxing District is intended to be in complete fulfillment of the
12 condition precedent to the issuance of the Bonds and any Refunding Bonds contained in Section 21-506(b) of
13 the Special Taxing District Act. The pledge to so pay those collected Special Taxes shall be continuous and
14 irrevocable so long as any Bonds or Refunding Bonds are outstanding.

15 (d) The Director of Finance or other appropriate fiscal officers are hereby directed and
16 authorized to deposit or cause to be deposited in the Special Taxes Fund all Special Taxes received by the
17 County in accordance with the provisions of this Resolution and the Special Taxing District Act.

18 (e) The County Executive, the Director of Finance and other appropriate officers and employees
19 of the County, to the extent applicable, are hereby authorized to take all necessary steps in order to establish
20 and manage the Special Taxes Fund to be held by the County. If the Indenture so provides, the Special Taxes
21 Fund may be held and managed in accordance with the provisions of the Indenture.

22 (f) Monies in the Special Taxes Fund may only be used to pay for the principal of, interest on,
23 and redemption premium, if any, on the Bonds and Refunding Bonds, to replenish any debt service reserve
24 established under the Indenture, for any other purpose related to the ongoing expenses of or security for the
25 Bonds and Refunding Bonds, and as permitted by the Special Taxing District Act.

26 **Section 8. And be it further resolved by the County Council of Howard County, Maryland,**
27 That pursuant to an ordinance to be enacted by the County Council for the purpose of providing funds for the
28 activities related to the Districts, the County may issue the Bonds in one or more series from time to time.

1 The ordinance, which is intended to be the Bond Ordinance, shall specify, in general detail, the proposed
2 undertakings to be financed or reimbursed with the proceeds of the Bonds; the maximum principal amount of
3 the Bonds to be issued; and the maximum rate of interest the Bonds may bear; and shall otherwise conform
4 to the requirements of the Acts.

5 **Section 9. And be it further resolved by the County Council of Howard County, Maryland,**

6 That

7 (a) If no Bonds or Refunding Bonds are outstanding with respect to the Development District
8 and the governing body of the County so determines, moneys in the Tax Increment Fund may be:

9 (i) used for any other purposes described in Section 12-207 of the Tax Increment Financing
10 Act;

11 (ii) accumulated to pay debt service on Bonds to be issued later;

12 (iii) used for payment or reimbursement of debt service that the County is obligated under a
13 general or limited obligation to pay or has paid on bonds issued by the State of Maryland or the County,
14 the proceeds of which have been used for any of the purposes specified in Section 12-207 of the Tax
15 Increment Financing Act; or

16 (iv) paid to the County for any other legal purpose.

17 (b) As long as any Bonds or Refunding Bonds are outstanding with respect to the Development
18 District and the governing body of the County so determines, moneys in the Tax Increment Fund may be
19 used as provided in subsection (a) of this Section 9 in any fiscal year of the County as determined by the
20 governing body of the County, but only to the extent that:

21 (i) the amount in the Tax Increment Fund exceeds the unpaid debt service payable on such
22 Bonds or Refunding Bonds in such fiscal year and is not restricted so as to prohibit the use of such
23 moneys; and

24 (ii) such use is not prohibited by the ordinance authorizing the issuance of the Bonds or
25 Refunding Bonds, by the Indenture or by any other resolution adopted or ordinance enacted by the
26 Council.

27 **Section 10. And be it further resolved by the County Council of Howard County, Maryland,**

28 That when no Bonds or Refunding Bonds are outstanding with respect to the Special Taxing District, and the

1 governing body of the County so determines, moneys in the Special Taxes Fund may be paid to the general
2 fund of the County; otherwise, moneys in the Special Taxes Fund shall be used and applied solely as
3 permitted under the Special Taxing District Act. Notwithstanding anything to the contrary contained herein,
4 no moneys in the Special Taxes Fund may be used for the purpose of paying expenses incurred in the
5 ongoing operation or maintenance of the Improvements.

6 **Section 11. And be it further resolved by the County Council of Howard County, Maryland,**

7 That the County Executive, the Director of Finance and all other appropriate officers and employees of the
8 County are further authorized to do all such acts and things and approve and execute such other documents
9 and certificates as shall be deemed necessary or desirable by them or upon the advice of counsel, to the
10 extent such activities are within the scope of their authority, in order to facilitate the issuance of any Bonds,
11 the development of the Districts, the use and application of moneys in the Special Funds and the financing or
12 reimbursement of costs of public improvements permitted under the Acts and applicable law, and the
13 transactions contemplated by this Resolution.

14 **Section 12. And be it further resolved by the County Council of Howard County, Maryland,**

15 That the provisions of this Resolution are severable, and if any provision, sentence, clause or section hereof
16 is held or determined to be illegal, invalid, unconstitutional or inapplicable to any person or circumstances,
17 such illegality, invalidity, unconstitutionality or inapplicability shall not affect or impair any of the remaining
18 provisions, sentences, clauses or sections of this Resolution or their application to other persons or
19 circumstances, and it is hereby declared to be the legislative intent that this Resolution would have passed if
20 such illegal, invalid, unconstitutional or inapplicable provision, sentence, clause or section had not been
21 included herein, and as if the person or circumstances to which this Resolution or any part hereof are
22 inapplicable had been specifically exempted herefrom.

23 **Section 13. And be it further resolved by the County Council of Howard County, Maryland,**

24 That it is the intention of the Council that the provisions of this Resolution shall be liberally construed in
25 order to effectuate the transactions contemplated hereby and by the Acts.

26 **Section 14. And be it further resolved by the County Council of Howard County, Maryland,**

27 That this Resolution shall become effective upon its adoption by the Council. In the event that no Bonds are
28 issued pursuant to the Acts within five years of the effective date of this Resolution, this Resolution shall

1 expire and shall be of no further force and effect. The Council may extend the effectiveness of this
2 Resolution prior to its expiration by adopting another resolution. Upon the expiration of this Resolution, the
3 Council may take such actions as may be necessary in accordance with the Acts and other applicable law to
4 provide for the expenditure or transfer of any moneys then on deposit in the Special Funds subsequent to
5 such date.

6 **Section 15. Be it further resolved by the County Council of Howard County, Maryland, That unless, on or**
7 **before November 30, 2016, the ownership of Merriweather Post Pavilion has been transferred to the Downtown**
8 **Columbia Arts and Culture Commission, Inc., and the Parking Easement Agreement by and among Merriweather Post**
9 **Business Trust, The Howard Research and Development Corporation, and the Downtown Columbia Arts and Culture**
10 **Commission dated May 31, 2016 has been recorded in the land records of Howard County, this Resolution shall be**
11 **void.**

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Exhibit A

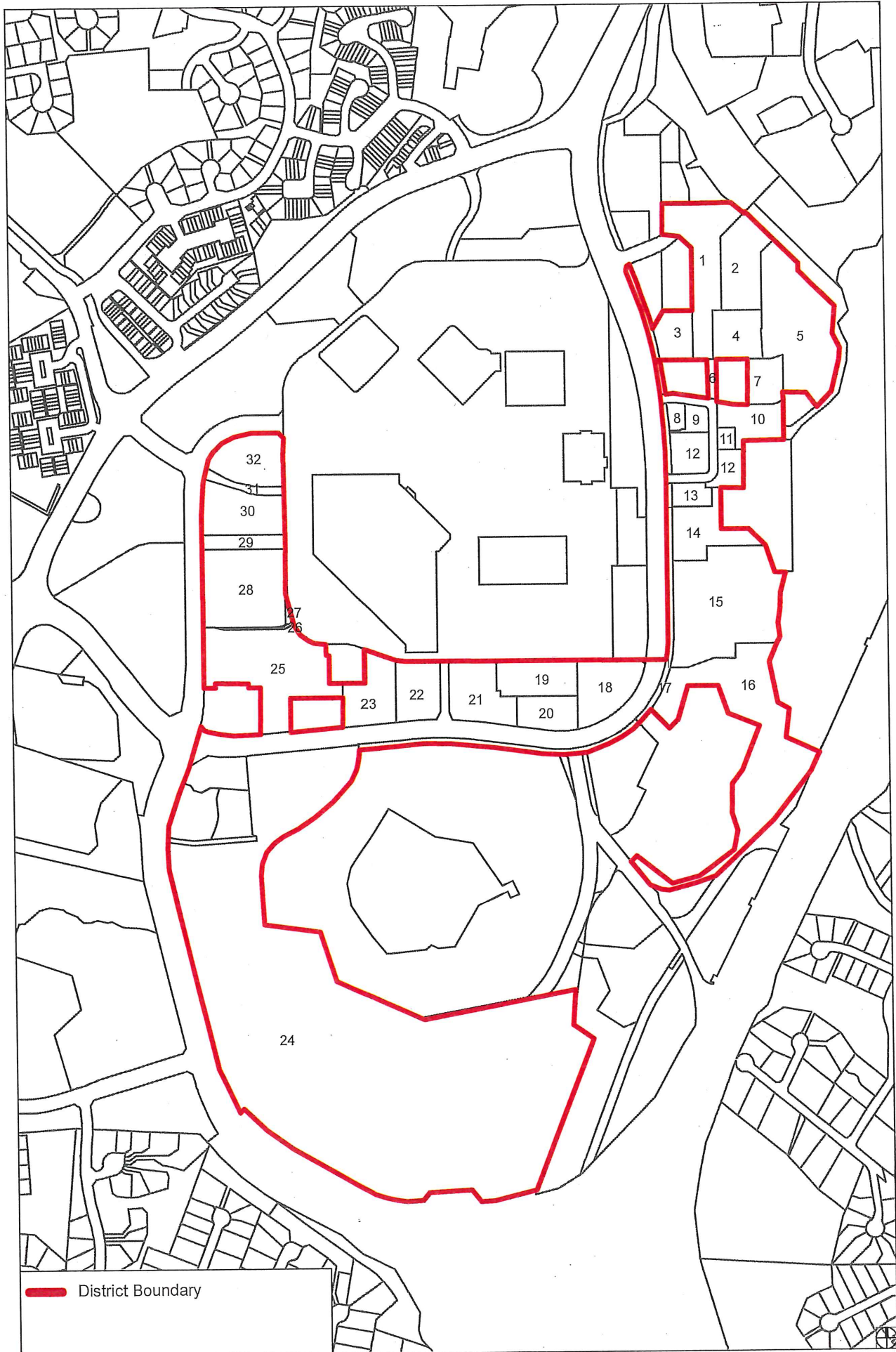
**Tax Parcel Identification Numbers
For the Development District Properties**

<u>Map Number</u>	<u>Tax Account Number</u>
1	1415019891
2	1415019549
3	1415001739
4	1415009039
5	1415009047
6	1415132353
7	1415053860
8	1415120002
9	1415119993
10	1415041471
11	1415019379
12	1415041498
13	1415013745
14	1415019352
15	1415031425
16	1415019964
<u>17</u>	<u>1415010975</u>
17	1415010967
<u>17</u>	<u>1415010959</u>
18	1415057009
19	1415042397
20	1415057440
21	1415057459
22	1415077964
23	1415077972
24	1415019921
25	1415126205
26	1415595518
27	1415595516
28	1415130164
29	1415126264
30	1415595159
31	1415595515
32	1415130156

Exhibit B

(Map of Development District Properties shown on following page)

Parcel Map and District Boundary

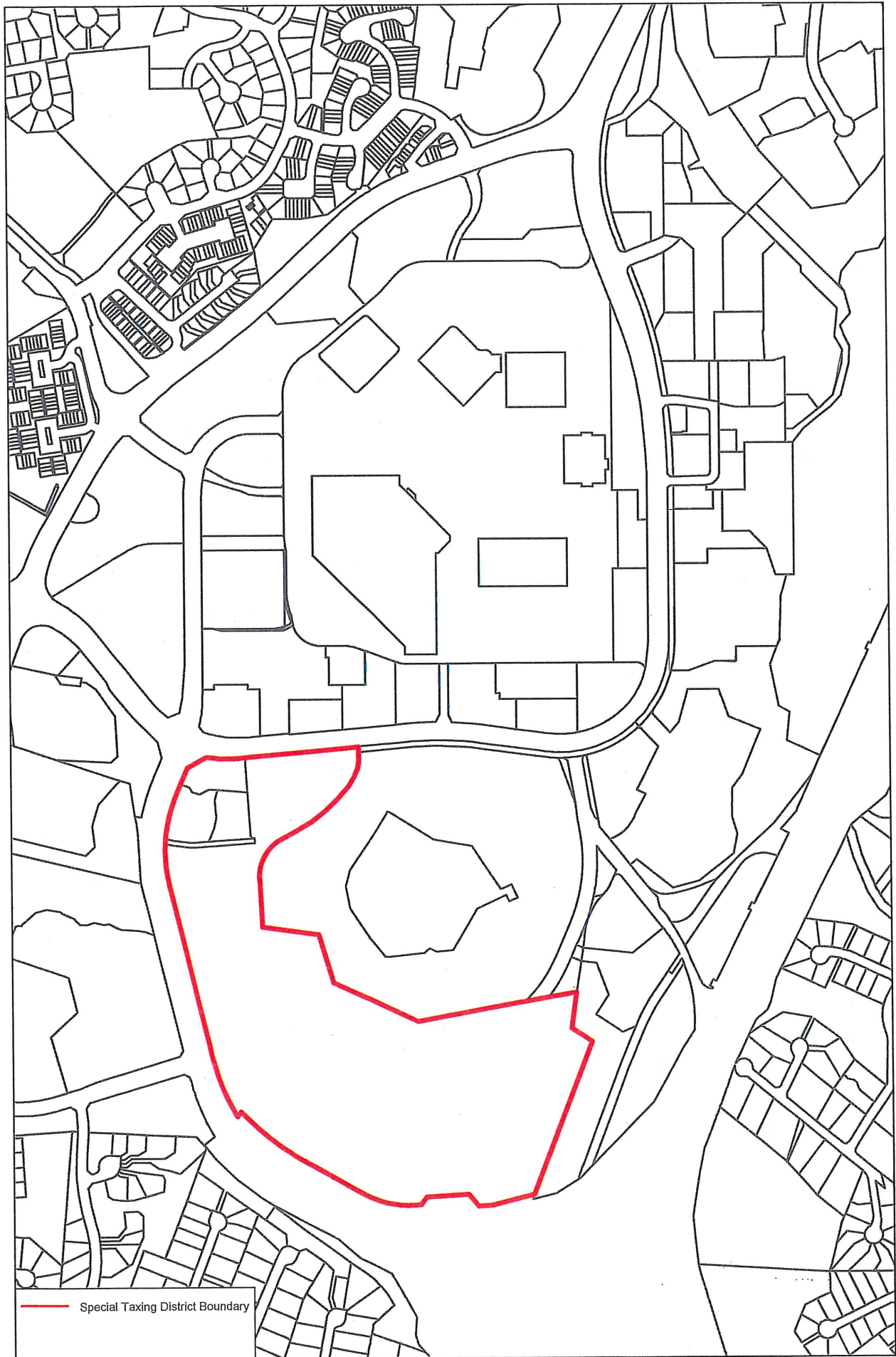


— District Boundary

Exhibit C

(Map of Special Taxing District Property shown on following page)

Crescent Special Taxing District
Parcel Map and District Boundary



— Special Taxing District Boundary

Amendment 1 to Council Resolution No. 105-2016

BY: The Chairperson at the
request of the County Executive

Legislative Day No. 18
Date: November 9, 2016

Amendment No. 1

(This amendment inserts cross references, corrects acreage, clarifies that certain boundaries cannot be reduced or enlarged by Executive Order; and inserts tax parcel identification numbers on certain exhibits.)

1 Strike the “___” and substitute “56” in the following instances:

2 On page 2, in line 12; and

3 On page 4, in line 2.

4

5 On page 1, in line 27, strike “120” and substitute “145”.

6

7 On page 8, in line 11, strike “either” and substitute “the Development” and, in the same line,
8 after “acres”, insert “; provided, however, that the boundaries of the Special Taxing District may
9 not be reduced or enlarged by executive order”.

10

11 In Exhibit A:

12 1. After the row that reads “16 1415019964” insert:

13 “17 1415010975”; and

14 2. After the row that reads “17 1415010967”, insert:

15 “17 1415010959”.

ADOPTED 11/9/16
FAILED
SIGNATURE Jessica Feldman

Amendment 1 to Amendment 1 to Council Resolution No. 105-2016

BY: Calvin Ball

Legislative Day No: 18
Date: November 9, 2016

Amendment No. 1

(This amendment changes the deadline for issuing bonds.)

- 1 Insert at line 10:
2 “On page 12, in line 26, strike “within five years of the effective date of this Resolution”
3 and substitute “on or before December 31, 2017”.”
4

ADOPTED

FAILED

SIGNATURE

not introduced
Jessica Feldman

Amendment 3 to Council Resolution No. 105-2016

BY: Calvin Ball, Greg Fox, Mary Kay Sigaty,
and Jennifer Terrasa

Legislative Day No. 18
Date: November 9, 2016

Amendment No. 3

(This amendment provides that this Resolution is void unless the Merriweather Post Pavilion is transferred to the Downtown Columbia Arts and Culture Commission by November 30, 2016.)

1 On page 13, after line 3, insert:

2 “ **Section 15. Be it further resolved by the County Council of Howard County,**
3 **Maryland,** ~~That if the ownership of Merriweather Post Pavilion has not been transferred to the~~
4 ~~Downtown Columbia Arts and Culture Commission, Inc., on or before November 30, 2016~~
5 ~~unless, on or before November 30, 2016, the ownership of Merriweather Post Pavilion has been~~
6 ~~transferred to the Downtown Columbia Arts and Culture Commission, Inc., and the Parking~~
7 ~~Easement Agreement by and among Merriweather Post Business Trust, The Howard Research~~
8 ~~and Development Corporation, and the Downtown Columbia Arts and Culture Commission~~
9 ~~dated May 31, 2016 has been recorded in the land records of Howard County, this Resolution~~
10 ~~shall be void.”.~~

11

ADOPTED as amended 11/9/16
FAILED
SIGNATURE Jessica Feldman

Amendment 1 to Amendment #3
Council Resolution No. 105-2016

BY: Jennifer Terrasa

Legislative Day No: 18
Date: November 9, 2016

Amendment No. 1 to Amendment #3

(This amendment provides that the Resolution is void unless the Parking Easement Agreement is recorded by November 30, 2016.)

1 In line 3, strike beginning with “if” down through “2016” in line 4 and substitute “unless,
2 on or before November 30, 2016, the ownership of Merriweather Post Pavilion has been
3 transferred to the Downtown Columbia Arts and Culture Commission, Inc., and the Parking
4 Easement Agreement by and among Merriweather Post Business Trust, The Howard Research
5 and Development Corporation, and the Downtown Columbia Arts and Culture Commission
6 dated May 31, 2016 has been recorded in the land records of Howard County”.

7
8
9
10

ADOPTED 11/9/16
FAILED _____
SIGNATURE Jessica Feldman

Amendment 3 to Council Resolution No. 105-2016

BY: Calvin Ball, Greg Fox, Mary Kay Sigaty,
and Jennifer Terrasa

Legislative Day No. 18
Date: 11/9/16

Amendment No. 3

(This amendment provides that this Resolution is void unless the Merriweather Post Pavilion is transferred to the Downtown Columbia Arts and Culture Commission by November 30, 2016.)

1 On page 13, after line 3, insert:

2 “ **Section 15. Be it further resolved by the County Council of Howard County,**
3 **Maryland,** That if the ownership of Merriweather Post Pavilion has not been transferred to the
4 Downtown Columbia Arts and Culture Commission, Inc., on or before November 30, 2016, this
5 Resolution shall be void.”.

6

ADOPTED _____

FAILED _____

SIGNATURE _____



Amendment 2 to Council Resolution No. 105-2016

BY: Jennifer Terrasa

Legislative Day No. 18

Date: 11/9/16

Amendment No. 2

(This amendment removes language that refers to or implies future phases or that refers to boundary changes.)

1 On page 2, in line 11 beginning with “in” strike down through “\$170,000,000” in line 12.

2

3 On page 8, in line 9, strike beginning with “In addition” down through the end of line 11.

4

5 On page 12, at the end of line 23, insert “However, adoption of this Resolution shall not be

6 construed to suggest, imply, or recommend the approval of future phases of the proposed

7 TIF.”.

ADOPTED _____
FAILED _____
SIGNATURE Jessica Edmund
11/9/16

1 **Recitals**

2 Sections 12-201 *et seq.* of the Economic Development Article of the Annotated Code of Maryland
3 (as amended from time to time, the “Tax Increment Financing Act”) authorize Howard County, Maryland
4 (the “County”) to establish a “development district” and a “special fund” into which the real property taxes
5 levied on the “tax increment” (as each is defined in the Tax Increment Financing Act) of the properties
6 located in the development district are deposited, and to issue bonds, the proceeds of which may be used (i)
7 to buy, lease, condemn, or otherwise acquire property, or an interest in property, in the development district
8 or needed for a right-of-way or other easement to or from the development district; (ii) for site removal; (iii)
9 for surveys and studies; (iv) to relocate businesses or residents; (v) to install utilities, construct parks and
10 playgrounds, and for other needed improvements, including roads to, from or within the development
11 district, parking, and lighting; (vi) to construct or rehabilitate buildings for a governmental purpose or use;
12 (vii) for reserves or capitalized interest; (viii) for necessary costs to issue “bonds” (as such term is used in the
13 Tax Increment Financing Act); and (ix) to pay principal and interest on loans, advances or indebtedness that
14 a political subdivision incurs for any of the foregoing purposes.

15 Sections 21-501 *et seq.* of the Local Government Article of the Annotated Code of Maryland (as
16 amended from time to time, the “Special Taxing District Act”, and collectively, with the Tax Increment
17 Financing Act, the “Acts”) authorizes certain counties, including the County, to create a “special taxing
18 district” (as such term is defined in the Special Taxing District Act), to levy ad valorem taxes or special taxes
19 on all real property within the special taxing district and to borrow money by issuing and selling its bonds for
20 the purpose of financing, refinancing or reimbursing the “cost” (as such term is defined in the Special Taxing
21 District Act) of establishing, acquiring, designing, constructing, altering or extending adequate infrastructure
22 improvements as necessary for the development and use of land, including storm drainage systems, sewers,
23 water systems, roads, bridges, culverts, tunnels, sidewalks, lighting, parking, parks and recreation facilities,
24 libraries, schools, transit facilities and solid waste facilities. The bonds authorized to be issued by the Special
25 Taxing District Act are special obligations of a county payable from a special fund created to pay debt
26 service on the bonds and from any sinking funds and debt service reserve funds established therefor.

27 The County has determined to designate approximately 120 acres of property located in Columbia,
28 Maryland, as identified by reference to the tax parcel numbers set forth on Exhibit A to this Resolution and



1 by the map shown on Exhibit B to this Resolution (the “Development District Properties”), as a development
2 district. The Development District Properties form a contiguous area and are located entirely within the
3 geographic boundaries of the County.

4 The Howard Research And Development Corporation (the “Owner” and the “Developer”) has
5 proposed to develop certain properties within the development district and construct a mixed-use
6 development, including parking facilities and related infrastructure (including, but not limited to installing
7 utilities, constructing roads, and other needed infrastructure improvements) (the “Improvements”), as
8 generally described in a final “Application for Creation of a Tax Increment Finance District and/or Tax
9 Increment Financing,” delivered to the County and dated March 10, 2016. The Developer has proposed that
10 the County issue multiple series of bonds secured by real property taxes levied on the Tax Increment (the
11 “Tax Increment Revenues”) and special taxes from time to time in the aggregate principal amount of One
12 Hundred Seventy Million Dollars (\$170,000,000). As contemplated in Bill No. _____-2016 (the “Bond
13 Ordinance”), which is being introduced simultaneously with this Resolution, the Developer has proposed that
14 the County issue bonds for the initial phase of public improvements in the aggregate principal amount of
15 Ninety Million Dollars (\$90,000,000).

16 Prior to issuing and selling bonds under the Special Taxing District Act, a request must be made to
17 the applicable county by both (i) at least two-thirds of the owners of the real property located within the
18 special taxing district and (ii) the owners of at least two-thirds of the assessed valuation of the real property
19 located within the special taxing district, to designate by resolution a geographical area as a “special taxing
20 district”, to adopt a resolution creating a special fund, to provide for the levy of an ad valorem tax or special
21 tax on all real property within the special taxing district, and to pledge that it will pay such ad valorem or
22 special tax into the special fund.

23 The Developer is the current owner of approximately 61 acres of property located in Columbia,
24 Maryland, consisting of tax account number 15-019921 and Map 36, Grid 1, Parcel 527 and by the map
25 shown on Exhibit C to this Resolution (the “Special Taxing District Property”). The Special Taxing District
26 Property is located entirely within the geographic boundaries of the County.

27 The Developer, as the owner of the Special Taxing District Property, has submitted an “Application
28 to Request the Creation of a Special Taxing District, the Levy of Special Taxes on the Property in the Special

1 undertaking, specifying certain details of the bonds, which ordinance has been introduced as Bill No.
2 _____-2016.

3 **Now, therefore, in accordance with the Acts:**

4 **Section 1. Be it resolved by the County Council of Howard County, Maryland,**

5 That, for the purposes of this Resolution:

6 (a) The terms defined in the Recitals hereto shall have the meanings therein set forth (unless
7 also defined in this Section 1) and, in addition, the following terms shall have the meanings set forth below:

8 (i) "Adjusted Assessable Base" means the fair market value of the real property in the
9 Development District (as defined in this Resolution) that qualifies for a farm or agricultural use under
10 Section 8-209 of the Tax-Property Article of the Annotated Code of Maryland, without regard to the
11 agricultural use assessment for the property as of January 1 of the year preceding the effective date of
12 this Resolution (meaning January 1, 2015).

13 (ii) "Assessable Base" means the total assessable base, as determined by the Supervisor of
14 Assessments, of all real property subject to taxation in the Development District.

15 (iii) "Assessment Ratio" means a real property tax assessment ratio, however designated or
16 calculated, that is used under applicable general law to determine the Assessable Base. "Assessment
17 Ratio" includes the assessment percentage specified under Section 8-103(c) of the Tax-Property Article
18 of the Annotated Code of Maryland.

19 (iv) "Bonds" means any revenue bonds, special obligation bonds, note, or other similar
20 instrument issued by the County in accordance with the Acts to finance or reimburse the cost of the
21 Improvements located in or reasonably related to the Districts and other costs permitted by the Acts.

22 (v) "Development District" means the contiguous area in the County described on Exhibit A and
23 Exhibit B to this Resolution and designated in Section 3 of this Resolution by name as the "Downtown
24 Columbia Development District" and as a development district under the Tax Increment Financing Act.

25 (vi) "Districts" means the Development District and the Special Taxing District, collectively.

26 (vii) "Indenture" means the indenture of trust entered into by the County and the Trustee
27 (hereinafter defined) in connection with the issuance of any of the Bonds or the Refunding Bonds
28 (hereinafter defined), as amended, modified or supplemented from time to time.



1 of the Special Taxing District are amended to include such property in accordance with the Special Taxing
2 District Act.

3 **Section 5. And be it further resolved by the County Council of Howard County, Maryland,**

4 That this Resolution may be amended by one or more resolutions of the County Council, which resolutions
5 may enlarge or reduce the Districts. No such resolution shall be effective to reduce the size of the Districts so
6 long as there are any Bonds or Refunding Bonds outstanding with respect to the Districts pursuant to the
7 Acts, unless the ordinance with respect to such Bonds or Refunding Bonds permits the County to reduce the
8 area constituting the Districts or the applicable percentage of the holders of such Bonds or Refunding Bonds
9 specified in the Indenture or a representative on their behalf consents to any such reduction. In addition,
10 prior to the issuance of the Bonds, the County Executive of the County (the "County Executive") may, by
11 executive order, reduce or enlarge the boundaries of either District by not more than five acres.

12 **Section 6. And be it further resolved by the County Council of Howard County, Maryland,**

13 That

14 (a) Pursuant to Section 12-208 of the Tax Increment Financing Act, there is hereby created a
15 "special fund" within the meaning of the Tax Increment Financing Act to be designated the "Downtown
16 Columbia Tax Increment Fund" (the "Tax Increment Fund").

17 (b) The County Executive or the Director of Finance of the County (the "Director of Finance")
18 or their designees, on behalf of the County, following the effective date of this Resolution, but before any
19 Bonds are issued, is each hereby authorized and directed to obtain from the Supervisor of Assessments a
20 certification as to the amount of the Original Assessable Base, or if applicable, the Adjusted Assessable Base.

21 (c) The County hereby pledges that beginning with the Tax Year following the effective date of
22 this Resolution and until the Bonds and any Refunding Bonds have been fully paid and the Indenture has
23 been discharged in accordance with its terms, the property taxes on real property within the Development
24 District shall be divided as follows:

25 (i) That portion of the taxes which would be produced by the rate at which taxes levied each
26 year by the County upon the Original Taxable Value shall be allocated to and when collected paid into
27 the funds of the County in the same manner as taxes by or for the County on all other property are paid;
28 and



1 (ii) That portion of the taxes levied on the Tax Increment that normally would be paid into the
2 general fund of the County shall be paid into the Tax Increment Fund to be applied in accordance with
3 the provisions of Section 9 of this Resolution and Section 12-209 of the Tax Increment Financing Act.
4 This yield shall not be considered as county taxes for the purposes of any constant yield tax limitation or
5 State or local restriction.

6 (d) Any taxes allocated to the Tax Increment Fund as required by Section 12-203(a)(3)(ii) of the
7 Tax Increment Financing Act and subsection (c)(ii) above shall be placed in the Tax Increment Fund.

8 (e) The Director of Finance or other appropriate fiscal officers are hereby directed and
9 authorized to deposit or cause to be deposited in the Tax Increment Fund all taxes received by the County for
10 any Tax Year commencing after the effective date of this Resolution that represent the levy on the Tax
11 Increment referred to in subsection (c)(ii) above.

12 (f) The County Executive, the Director of Finance or their designees are hereby authorized to
13 take all necessary steps in order to establish and manage the Tax Increment Fund to be held by the County. If
14 the Indenture so provides, the Tax Increment Fund may be held and managed in accordance with the
15 provisions of the Indenture.

16 (g) If, during a time when no Bonds or Refunding Bonds are outstanding with respect to the
17 Districts, the Assessment Ratio mandated by Maryland law is increased from that which applied in
18 determining the Original Assessable Base, it is the intent and expectation of the County, to the extent
19 permitted by law, that a supplemental resolution will be adopted by the County Council for the purpose of
20 assuring that additional funds are not deposited in the Tax Increment Fund as a result of the change in
21 Assessment Ratio as compared to the amount of funds that would have been required to be deposited in the
22 Tax Increment Fund if the Assessment Ratio had not been so increased.

23 **Section 7. And be it further resolved by the County Council of Howard County, Maryland,**

24 That

25 (a) Pursuant to Section 21-506 of the Special Taxing District Act, there is hereby created a
26 "special fund" within the meaning of the Special Taxing District Act to be designated the "Crescent Special
27 Taxes Fund" (the "Special Taxes Fund").

1 (b) The taxes derived from the levy of the Special Taxes on real property within the Special
2 Taxing District, once such Special Taxes are levied and collected, shall be paid over to the Special Taxes
3 Fund pursuant to Section 21-506 of the Special Taxing District Act and subsection (c) of this Section 7.

4 (c) Until the Bonds and any Refunding Bonds have been fully paid and the Indenture has been
5 discharged in accordance with its terms, the County hereby pledges that it will pay all amounts collected
6 from the Special Taxes levied under the Special Taxing District Act on real property within the
7 Special Taxing District into the Special Taxes Fund established pursuant to this Section 7. This pledge to pay
8 such Special Taxes derived from the Special Taxing District is intended to be in complete fulfillment of the
9 condition precedent to the issuance of the Bonds and any Refunding Bonds contained in Section 21-506(b) of
10 the Special Taxing District Act. The pledge to so pay those collected Special Taxes shall be continuous and
11 irrevocable so long as any Bonds or Refunding Bonds are outstanding.

12 (d) The Director of Finance or other appropriate fiscal officers are hereby directed and
13 authorized to deposit or cause to be deposited in the Special Taxes Fund all Special Taxes received by the
14 County in accordance with the provisions of this Resolution and the Special Taxing District Act.

15 (e) The County Executive, the Director of Finance and other appropriate officers and employees
16 of the County, to the extent applicable, are hereby authorized to take all necessary steps in order to establish
17 and manage the Special Taxes Fund to be held by the County. If the Indenture so provides, the Special Taxes
18 Fund may be held and managed in accordance with the provisions of the Indenture.

19 (f) Monies in the Special Taxes Fund may only be used to pay for the principal of, interest on,
20 and redemption premium, if any, on the Bonds and Refunding Bonds, to replenish any debt service reserve
21 established under the Indenture, for any other purpose related to the ongoing expenses of or security for the
22 Bonds and Refunding Bonds, and as permitted by the Special Taxing District Act.

23 **Section 8. And be it further resolved by the County Council of Howard County, Maryland,**
24 That pursuant to an ordinance to be enacted by the County Council for the purpose of providing funds for the
25 activities related to the Districts, the County may issue the Bonds in one or more series from time to time.
26 The ordinance, which is intended to be the Bond Ordinance, shall specify, in general detail, the proposed
27 undertakings to be financed or reimbursed with the proceeds of the Bonds; the maximum principal amount of



1 the Bonds to be issued; and the maximum rate of interest the Bonds may bear; and shall otherwise conform
2 to the requirements of the Acts.

3 **Section 9. And be it further resolved by the County Council of Howard County, Maryland,**

4 That

5 (a) If no Bonds or Refunding Bonds are outstanding with respect to the Development District
6 and the governing body of the County so determines, moneys in the Tax Increment Fund may be:

7 (i) used for any other purposes described in Section 12-207 of the Tax Increment Financing
8 Act;

9 (ii) accumulated to pay debt service on Bonds to be issued later;

10 (iii) used for payment or reimbursement of debt service that the County is obligated under a
11 general or limited obligation to pay or has paid on bonds issued by the State of Maryland or the County,
12 the proceeds of which have been used for any of the purposes specified in Section 12-207 of the Tax
13 Increment Financing Act; or

14 (iv) paid to the County for any other legal purpose.

15 (b) As long as any Bonds or Refunding Bonds are outstanding with respect to the Development
16 District and the governing body of the County so determines, moneys in the Tax Increment Fund may be
17 used as provided in subsection (a) of this Section 9 in any fiscal year of the County as determined by the
18 governing body of the County, but only to the extent that:

19 (i) the amount in the Tax Increment Fund exceeds the unpaid debt service payable on such
20 Bonds or Refunding Bonds in such fiscal year and is not restricted so as to prohibit the use of such
21 moneys; and

22 (ii) such use is not prohibited by the ordinance authorizing the issuance of the Bonds or
23 Refunding Bonds, by the Indenture or by any other resolution adopted or ordinance enacted by the
24 Council.

25 **Section 10. And be it further resolved by the County Council of Howard County, Maryland,**

26 That when no Bonds or Refunding Bonds are outstanding with respect to the Special Taxing District, and the
27 governing body of the County so determines, moneys in the Special Taxes Fund may be paid to the general
28 fund of the County; otherwise, moneys in the Special Taxes Fund shall be used and applied solely as

1 permitted under the Special Taxing District Act. Notwithstanding anything to the contrary contained herein,
2 no moneys in the Special Taxes Fund may be used for the purpose of paying expenses incurred in the
3 ongoing operation or maintenance of the Improvements.

4 **Section 11. And be it further resolved by the County Council of Howard County, Maryland,**

5 That the County Executive, the Director of Finance and all other appropriate officers and employees of the
6 County are further authorized to do all such acts and things and approve and execute such other documents
7 and certificates as shall be deemed necessary or desirable by them or upon the advice of counsel, to the
8 extent such activities are within the scope of their authority, in order to facilitate the issuance of any Bonds,
9 the development of the Districts, the use and application of moneys in the Special Funds and the financing or
10 reimbursement of costs of public improvements permitted under the Acts and applicable law, and the
11 transactions contemplated by this Resolution.

12 **Section 12. And be it further resolved by the County Council of Howard County, Maryland,**

13 That the provisions of this Resolution are severable, and if any provision, sentence, clause or section hereof
14 is held or determined to be illegal, invalid, unconstitutional or inapplicable to any person or circumstances,
15 such illegality, invalidity, unconstitutionality or inapplicability shall not affect or impair any of the remaining
16 provisions, sentences, clauses or sections of this Resolution or their application to other persons or
17 circumstances, and it is hereby declared to be the legislative intent that this Resolution would have passed if
18 such illegal, invalid, unconstitutional or inapplicable provision, sentence, clause or section had not been
19 included herein, and as if the person or circumstances to which this Resolution or any part hereof are
20 inapplicable had been specifically exempted herefrom.

21 **Section 13. And be it further resolved by the County Council of Howard County, Maryland,**

22 That it is the intention of the Council that the provisions of this Resolution shall be liberally construed in
23 order to effectuate the transactions contemplated hereby and by the Acts.

24 **Section 14. And be it further resolved by the County Council of Howard County, Maryland,**

25 That this Resolution shall become effective upon its adoption by the Council. In the event that no Bonds are
26 issued pursuant to the Acts within five years of the effective date of this Resolution, this Resolution shall
27 expire and shall be of no further force and effect. The Council may extend the effectiveness of this
28 Resolution prior to its expiration by adopting another resolution. Upon the expiration of this Resolution, the



- 1 Council may take such actions as may be necessary in accordance with the Acts and other applicable law to
- 2 provide for the expenditure or transfer of any moneys then on deposit in the Special Funds subsequent to
- 3 such date.

70764123_15



Exhibit A

**Tax Parcel Identification Numbers
For the Development District Properties**

<u>Map Number</u>	<u>Tax Account Number</u>
1	1415019891
2	1415019549
3	1415001739
4	1415009039
5	1415009047
6	1415132353
7	1415053860
8	1415120002
9	1415119993
10	1415041471
11	1415019379
12	1415041498
13	1415013745
14	1415019352
15	1415031425
16	1415019964
17	1415010967
18	1415057009
19	1415042397
20	1415057440
21	1415057459
22	1415077964
23	1415077972
24	1415019921
25	1415126205
26	1415595518
27	1415595516
28	1415130164
29	1415126264
30	1415595159
31	1415595515
32	1415130156



**Briefing Bullets for County Council Legislative Session
July 8, 2016**

What is the purpose of the legislation we are proposing?

- Creation of TIF Development and Special Taxing District to support the funding of infrastructure improvements, as cited in the County's Downtown Columbia Plan adopted on February 1, 2010, necessary to support the 30-year development & redevelopment program for Downtown Columbia. Includes:
 - Funding of public parking garages necessary for high density, mixed-use development and events at Merriweather Post Pavilion, and
 - Funding of major collector roads and intersections, including integrated improvements such as water, sewer, and storm water.

What is Tax Increment Financing?

- Tax increment financing represents the cost of the infrastructure investment required to support development or re-development. Repayment of the debt issued for a tax increment financing project comes not from existing tax revenues but from the new tax revenues generated by the development built upon that infrastructure. The infrastructure will be owned by the County.
- The Downtown Columbia Plan proposes tax increment financing as a source for funding the public parking garages (p.63), street networks, and major intersections (p.39).

What is the purpose of the Special Taxing District?/Why is it needed?

- CR 105-2016: Will provide for the designation of contiguous property in the downtown Columbia area of Howard County as a tax increment financing development district and for the designation of a separate area within the Development District, to be known as the "Crescent Special Taxing District," as the first of three separate special taxing districts to be located within the Development District.
- Reference Maps
- CB 56-2016: Will provide for the levy and collection of a special tax on property within the Crescent Special Taxing District in the downtown Columbia area of Howard County, Maryland pursuant to the Rate and Method identified herein and empowering the County to issue up to \$90,000,000 of its special obligation bonds at a maximum interest rate not to exceed 12% per annum in order to finance or reimburse the cost of certain public improvements relating to the Special Taxing District and the Development District.
- In the event of a shortfall in the anticipated tax revenue, HHC is required, and must agree, to pay that shortfall in the form of the Special Tax. The creation of the Special Tax requires HHC to take responsibility for the development risks and provides a greater likelihood that HHC will proceed in accordance with the development plan and schedule.

What is the "But For Test"?

- The County's Tax Increment Financing Guidelines require, "the proposed private development would not be economically feasible but for the establishment of a TIF District, and the financial assistance resulting from the TIF financing is limited to the amount required to make the development feasible;"
 - Our evaluation of HHC's request for tax increment financing included the review of typical market returns for similar projects and included a discussion of market capitalization rates with the Maryland State Department of Assessments and Taxation.
 - We evaluated the estimated Developer's returns under both a TIF and non-TIF scenario. Under the non-TIF scenario, the estimated rate of return was prohibitively lower than the market rate of return, to the extent that it would likely either preclude the private investment of a sophisticated developer or compel such a developer to build with less density, to limit costs of structured payment and to lower standards. Tax increment financing could potentially increase the rate of return to a level that would incentivize a developer to proceed with developing the Project in a manner that meets the requirements of the DCP.
 - Without the County's infrastructure investment the development of Downtown Columbia would not proceed in an organized and comprehensive manner; the breadth and pacing of the development as presently envisioned would be less likely.

What is the "Look Back Provision"

- A "look-back" provision will be contained in the agreement with HHC. This means that HHC will submit audited statements to the County show profit earned from the development. The County and HHC will agree on a reasonable profit to be earned by HHC. The County and HHC will share in the excess profit (above the "reasonable profit") which the County may use to pay down the TIF debt, thus reducing the time that the incremental revenues will be diverted from the General Fund.

What has HHC requested be financed through the TIF?

- Reference "Infrastructure Program Request from Howard Hughes Corporation" matrix.
 - Qualified Improvements are requested improvements that have been determined to be qualified under federal tax-exempt financing laws, consistent with State of Maryland and Howard County Tax Exempt Financing and Special District Taxing laws, and consistent with Howard County Government past development practices and history.

- The Qualified Improvements: Phase I STDs 1A&1B to be Financed by Bonds total **\$66,031,118**
Additional cost included in the total bonds to be issued for Phase I include:

Issuance costs	\$950,000
Underwriter's discount	\$776,143
Capitalized interest	\$9,754,880
Reserve fund	\$7,936,259
Rounding	<u>\$600</u>
Estimated total bonds required	\$85,449,001

Bond Authorization Request for Phase I \$90,000,000

- Reference "Development Plan Financing Summary for Improvement Program Request" matrix.

TIF-Related Capital Projects

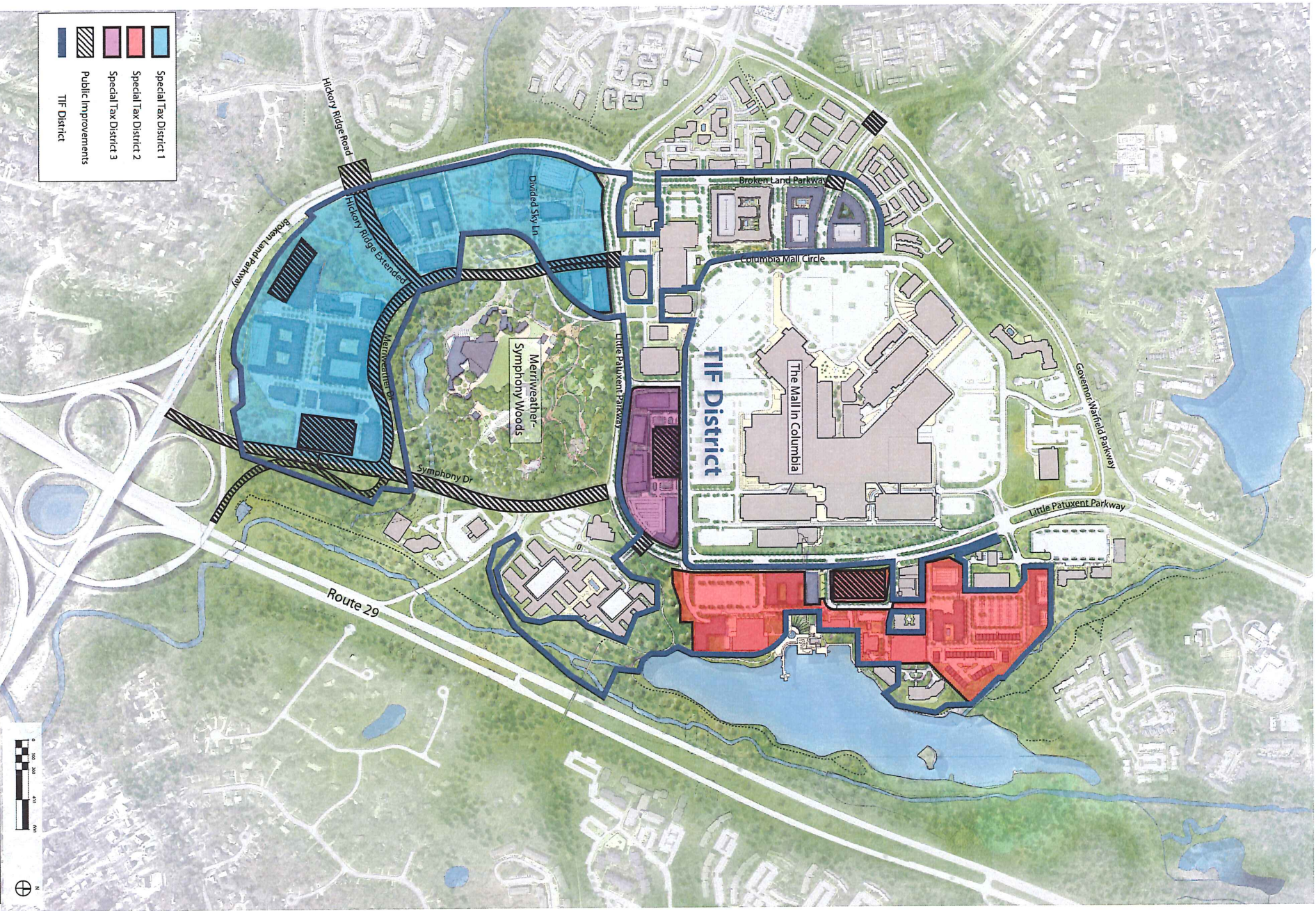
- The development effort will also drive the need for other non-TIF capital improvements within and proximate to the Downtown Columbia Development District included here with their estimated costs:

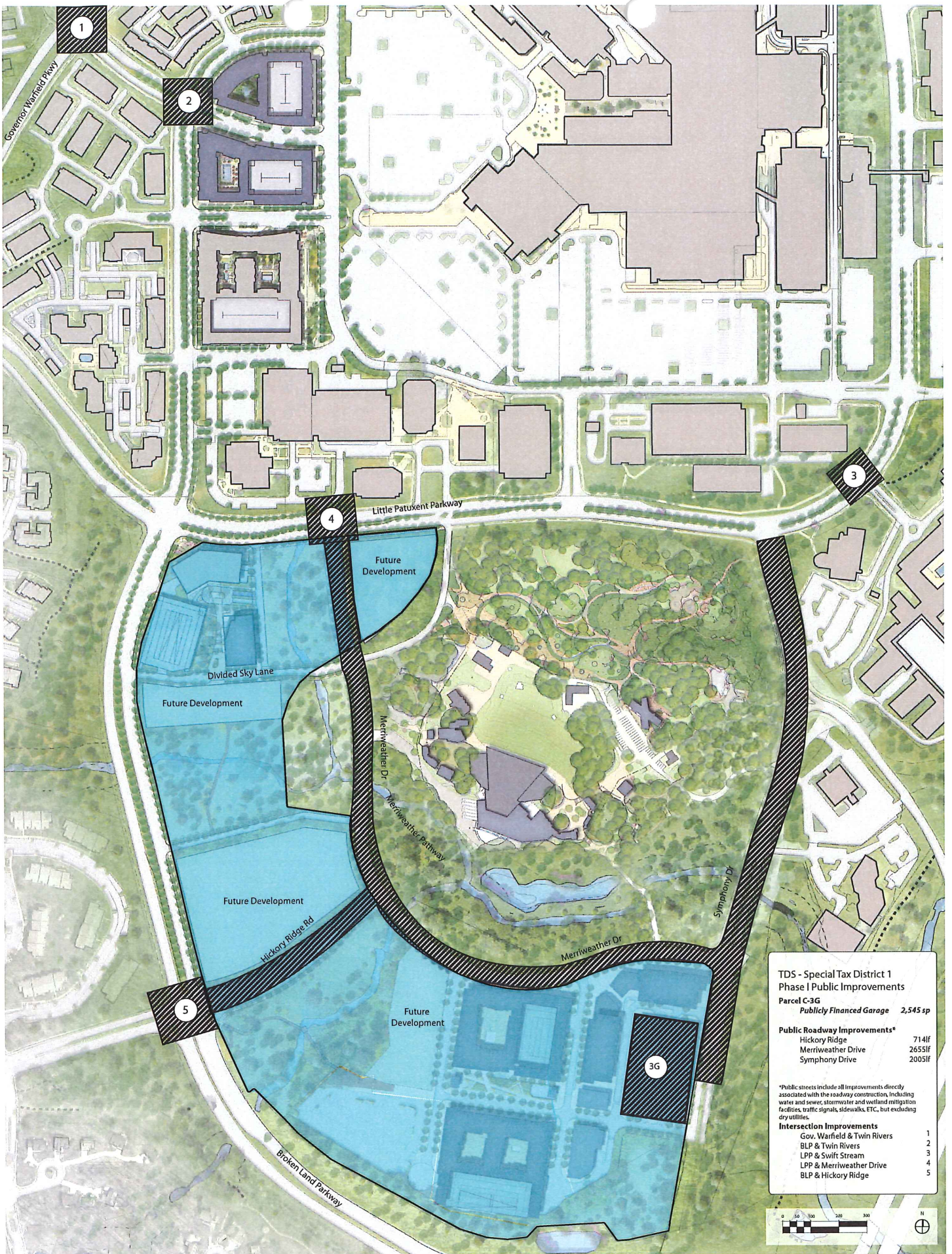
Fire Station	\$30,000,000
Library	\$40,000,000
Arts Center	\$20,000,000
Traffic Improvements	\$75,000,000
Transit Center	\$9,500,000
Elementary School	\$30,000,000

- These capital projects are planned to be directly funded from the additional tax revenues resulting from the Downtown Columbia development effort

Conclusion

- The legislative proposals before you present a comprehensive approach to the implementation of the Downtown Columbia Plan, providing necessary safeguards for taxpayers and County government, holding the Howard Hughes Corporation responsible for the affordable housing and financial obligations they agreed to during the Downtown Columbia Plan development and crafting a legal framework that will enable their implementation and enforcement.





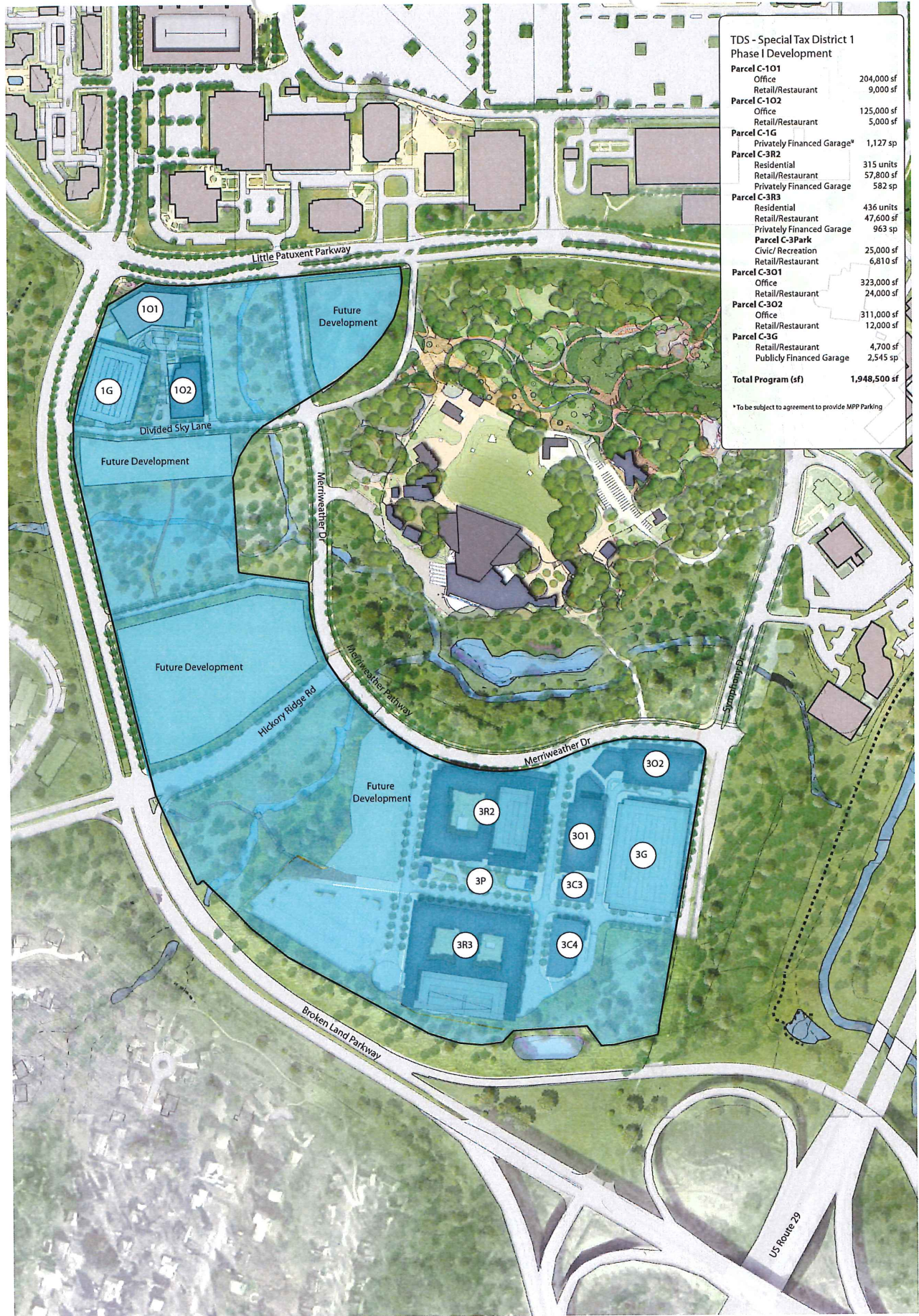
**TDS - Special Tax District 1
Phase I Public Improvements
Parcel C-3G**

Publicly Financed Garage	2,545 sp
Public Roadway Improvements*	
Hickory Ridge	714lf
Merriwether Drive	2655lf
Symphony Drive	2005lf

*Public streets include all improvements directly associated with the roadway construction, including water and sewer, stormwater and wetland mitigation facilities, traffic signals, sidewalks, ETC., but excluding dry utilities.

Intersection Improvements	
Gov. Warfield & Twin Rivers	1
BLP & Twin Rivers	2
LPP & Swift Stream	3
LPP & Merriwether Drive	4
BLP & Hickory Ridge	5





**TDS - Special Tax District 1
Phase I Development**

Parcel C-101	Office	204,000 sf
	Retail/Restaurant	9,000 sf
Parcel C-102	Office	125,000 sf
	Retail/Restaurant	5,000 sf
Parcel C-1G	Privately Financed Garage*	1,127 sp
Parcel C-3R2	Residential	315 units
	Retail/Restaurant	57,800 sf
	Privately Financed Garage	582 sp
Parcel C-3R3	Residential	436 units
	Retail/Restaurant	47,600 sf
	Privately Financed Garage	963 sp
Parcel C-3P	Civic/ Recreation	25,000 sf
	Retail/Restaurant	6,810 sf
Parcel C-301	Office	323,000 sf
	Retail/Restaurant	24,000 sf
Parcel C-302	Office	311,000 sf
	Retail/Restaurant	12,000 sf
Parcel C-3G	Retail/Restaurant	4,700 sf
	Publicly Financed Garage	2,545 sp
Total Program (sf)		1,948,500 sf

* To be subject to agreement to provide MPP Parking

Item	Requested	Qualified ⁽¹⁾
Qualified Improvements: Phase IV STD 3 to be Financed by Bonds		\$25,099,360
Total Improvements – All Phases and All Special Taxing Districts	\$170,790,246	\$149,153,668
Less Qualified Amount Exceeding Affordability Threshold		(\$21,469,474)
Qualified Improvements All Phases and All STDs to be Financed by Bonds		\$127,684,194

(1) Qualified Improvements are requested improvements that have been determined to be qualified under federal tax-exempt financing laws, consistent with State of Maryland and Howard County Tax Exempt Financing and Special District Taxing laws, and consistent with Howard County Government past development practices and history.

(2) The Qualified Improvements: Phase I STDs 1A&1B to be Financed by Bonds total **\$66,031,118**
 Additional cost included in the total bonds to be issued for Phase I include:

Issuance costs	\$950,000
Underwriter's discount	\$776,143
Capitalized interest	\$9,754,880
Reserve fund	\$7,936,259
Rounding	<u>\$600</u>
Estimated total bonds required	\$85,449,001

Bond Authorization Request for Phase I \$90,000,000

**Downtown Columbia Tax Increment Financing
Development Plan Financing Summary
for Infrastructure Program Request**

	District 1A	District 1B	District 1C	District 2	District 3	Total Proceeds
Sources of Funds						
Bond Proceeds	\$13,822,000	\$71,627,000	\$33,330,000	\$16,121,000	\$32,278,000	\$167,178,000
Interest earned in the improvement fund	\$0	\$0	\$0	\$0	\$0	\$0
Total Sources of Funds	\$13,822,000	\$71,627,000	\$33,330,000	\$16,121,000	\$32,278,000	\$167,178,000
Uses of Funds						
Public improvements financed	\$9,862,207	\$56,168,911	\$24,773,307	\$11,780,409	\$25,099,360	\$127,684,194
Issuance costs	\$600,000	\$350,000	\$350,000	\$350,000	\$350,000	\$2,000,000
Underwriter's discount	\$276,440	\$499,703	\$499,950	\$241,815	\$559,170	\$2,077,078
Capitalized interest	\$1,719,240	\$8,035,640	\$4,373,300	\$2,136,130	\$4,886,540	\$21,150,850
Reserve fund	\$1,363,564	\$6,572,695	\$3,333,000	\$1,612,100	\$1,382,200	\$14,263,559
Rounding	\$549	\$52	\$443	\$546	\$730	\$2,319
Total uses of funds	\$13,822,000	\$71,627,001	\$33,330,000	\$16,121,000	\$32,278,000	\$167,178,001
Assumptions						
Maturity	30 years	30 years	30 years	30 years	30 years	
Interest only	2 years	2 years	2 years	2 years	2 years	
Amortization	28 years	28 years	28 years	28 years	28 years	
Average Life	22.79	22.89	22.90	22.89	22.90	
Bond Coupon Rate	6.00%	6.00%	6.50%	6.50%	6.50%	
Date bonds to be issued	15-Feb-2017	15-Feb-2017	15-Feb-2019	15-Feb-2018	15-Feb-2019	
Date payments due						
Interest	Feb. 15 and Aug15	Feb. 15 and Aug15	Feb. 15 and Aug15	Feb. 15 and Aug15	Feb. 15 and Aug15	
Principal	February 15	February 15	February 15	February 15	February 15	
Capitalized interest						
Interest funded through	15-Feb-2019	15-Feb-2019	15-Feb-2021	15-Feb-2020	15-Feb-2021	
Months interest funded	24	24	24	24	24	

**Downtown Columbia Tax Increment Financing
Infrastructure Program Request from Howard Hughes Corporation**

Item	Requested	Qualified ⁽¹⁾
Phase I – Special Taxing District 1A:		
Roads segment 1 - Merriweather Drive	\$4,228,334	\$4,228,334
Roads segment 1 - Sky Lane	\$899,599	0
Roads segment 1 - Hickory Ridge	\$571,995	\$571,995
Roads segment 1 - SW piping, treatment & storage	\$1,647,907	\$1,647,907
Roads segment 1 - water & sewer	\$3,669,339	\$3,669,339
At-grade intersection improvements (multiple intersections)		
Governor Warfield/Twin Rivers	\$359,355	\$359,355
Little Patuxent/Swift Stream	\$267,319	\$267,319
Broken Land/Twin Rivers	\$199,256	\$199,256
Little Patuxent/Merriweather Drive	\$499,905	\$499,905
Broken Land/Hickory Ridge signalization	\$470,925	\$470,925
Maintenance of traffic /night work premium	\$123,165	\$123,165
Physical improvement allowance	\$978,075	\$978,075
Dry utilities	\$1,181,250	0
Multi-Use pathway (Crescent)	\$1,426,359	0
Area 1 public space	\$519,677	0
Total Improvements: Phase I – Special Taxing District 1	\$17,042,460	\$13,015,574
Less Qualified Amount Exceeding Affordability Threshold		(\$3,153,367)
Qualified Improvements: Phase I STD 1A to be Financed by Bonds		\$9,862,207
Phase I – Special Taxing District 1B:		
Roads segment 2 – Completion of Merriweather Drive	\$3,937,008	\$3,937,008
Roads segment 2 – SW piping, treatment & storage	\$830,277	\$830,277
Roads segment 2 – water & sewer	\$1,836,687	\$1,836,687
Roads segment 3 – Area 3 (public roads)	\$6,479,135	0

Item	Requested	Qualified ⁽¹⁾
Roads segment 3- Stormwater roadway	\$2,412,134	\$2,412,134
Area 3 park	\$2,726,390	0
Public parking (area 3, garage c3.3) 2,545 spaces	\$51,168,911	\$51,168,911
Public parking (area 3; garages C3.2 and C3.4) 418 total spaces	\$8,404,167	0
Total Improvements: Phase I – Special Taxing District 1B	\$77,794,710	\$60,185,018
Less Qualified Amount Exceeding Affordability Threshold		(\$4,016,107)
Qualified Improvements: Phase I STD 1B to be Financed by Bonds		\$56,168,911
Total Improvements: Phase I – STDs 1A& 1B	\$94,837,170	\$73,200,592
Less Qualified Amount Exceeding Affordability Threshold		(\$7,169,474)
Qualified Improvements: Phase I STDs 1A&1B to be Financed by Bonds⁽²⁾		\$66,031,118
Phase II – Special Taxing District 1C:		
Crescent Phase II – public parking structure (C-3R1 underground 190 spaces)	\$5,787,994	\$5,787,994
Crescent Phase II – public parking structure (C-3R4 underground 100 spaces)	\$3,046,313	\$3,046,313
Road segment 4 (NS Connector/jug handle)	\$15,939,000	\$15,939,000
Total Improvements: Phase II – Special Taxing District 1C	\$24,773,307	\$24,773,307
Less Qualified Amount Exceeding Affordability Threshold		0
Qualified Improvements: Phase II STD 1C to be Financed by Bonds		\$24,773,307
Phase III – Special Taxing District 2		
Lakefront public parking structure (598 spaces)	\$11,780,409	\$11,780,409
Total Qualified Improvements: Phase III – Special Taxing District 2C	\$11,780,409	\$11,780,409
Less Amount Exceeding Affordability Threshold		0
Qualified Improvements: Phase III STD 2 to be Financed by Bonds		\$11,780,409
Phase IV – Special Taxing District 3		
Symphony Overlook public parking structure (2,000) spaces	\$39,399,360	\$39,399,360
Total Improvements: Phase IV – Special Taxing District 3	\$39,399,360	\$39,399,360
Less Qualified Amount Exceeding Affordability Threshold		(\$14,300,000)