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**Date** ..... January 7, 2008 .....

**RESOLUTION APPROVING AGREEMENTS RELATED TO A CITY ECONOMIC DEVELOPMENT FORGIVABLE LOAN FOR \$120,000 AND A CITY ECONOMIC DEVELOPMENT GRANT OF UP TO \$80,000 AND A STATE OF IOWA COMMUNITY ECONOMIC BETTERMENT ACCOUNT (CEBA) LOAN OF \$150,000 AND A CEBA FORGIVABLE LOAN OF \$150,000 TO AMERICAN HEALTHWAYS SERVICES, INC.**

WHEREAS, by Roll Call No. 07-1527 dated August 6, 2007, the City Council authorized a CEBA loan application to the State of Iowa on behalf of American Healthways Services, Inc.. (the "Corporation") and gave preliminary approval for a City economic development forgivable loan in the amount of \$120,000 and an economic development grant of up to \$80,000 to assist the Corporation's expansion in the City of Des Moines; and

WHEREAS, the State of Iowa Department of Economic Development approved a CEBA Award totaling \$300,000 on August 16, 2007; and

WHEREAS, the Corporation has obtained all other private financing commitments and has executed the attached Master Contract, Contract Number P0708M01456, the CEBA Funding Agreement, Promissory Notes and City Loan Agreement; and

WHEREAS, the City Council finds the form of the attached documents to be acceptable.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Des Moines, Iowa:

1. The attached Master Contract, CEBA Funding Agreement, Promissory Notes, and City Loan Agreement are hereby approved and the Mayor is authorized and directed to sign the attached documents; the City Clerk is authorized to attest to the Mayor's signature and to obtain proper acknowledgment.

2. The City Clerk is authorized and directed to deliver original copies of executed documents to the City's Office of Economic Development, and the Office of Economic Development is authorized to deliver appropriate documents to the State of Iowa and to the Corporation, and to thereafter take all steps necessary to protect the interests of the City by filing or otherwise.

3. Following full execution of the attached documents, City staff is authorized to perform all City obligations under the Loan Agreements including the requisition of funds from the State and City, the disbursement of funds, and submission of all required project reports including, but not

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limited to, the CEBA Mid-Year and End-of-Year Status Reports and to perform all other City obligations pursuant to the terms and conditions stated in the Loan Agreements.

(Council Communication No. ~~08~~ **009** attached.)

MOVED by \_\_\_\_\_ to adopt.

APPROVED AS TO FORM:



\_\_\_\_\_  
Michael F. Kelley, Assistant City Attorney

COUNCIL ACTION	YEAS	NAYS	PASS	ABSENT
COWNIE				
COLEMAN				
HENSLEY				
KIERNAN				
MAHAFFEY				
MEYER				
VLASSIS				
TOTAL				

MOTION CARRIED

APPROVED

**CERTIFICATE**

I, DIANE RAUH, City Clerk of said City hereby certify that at a meeting of the City Council of said City of Des Moines, held on the above date, among other proceedings the above was adopted.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal the day and year first above written.

\_\_\_\_\_  
Mayor

\_\_\_\_\_  
City Clerk