

Date December 16, 2019

RESOLUTION TO TAKE ADDITIONAL ACTION FOR APPROVAL OF  
DES MOINES TRANSLOADING FACILITY DEVELOPMENT AGREEMENT AND  
AUTHORIZATION OF THE CONTINGENT ASSIGNMENT OF OBLIGATIONS UNDER  
THE IDOT RAILROAD REVOLVING LOAN GRANT PROGRAM LOAN AGREEMENT

WHEREAS, pursuant to notice published as required by law, the City Council has held a public meeting and hearing upon the proposal to approve the Des Moines Transloading Facility Development Agreement between the City of Des Moines and the Des Moines Area Metropolitan Planning Organization (“MPO”), including the authorization and approval of the contingent assignment to and assumption by the City of the obligations under the Iowa Department of Transportation Railroad Revolving Loan and Grant Program (“RRLGP”) Loan Agreement in the amount of \$1,700,000 and the City Council has considered the extent of objections received from residents or property owners of the City as to the proposal; and the following action is now considered to be in the best interests of the City and the residents thereof.

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

1. That the City Council does hereby take additional action and does authorize and approve the Des Moines Transloading Facility Development Agreement between the City and MPO, on file in the Office of the City Clerk, including the authorization and approval of the contingent assignment to and assumption by the City of the obligations under the RRLGP Loan Agreement in the amount of \$1,700,000, which approval and effect of the Agreement is subject to finalization of the Transload Development and Operation Agreement (“Sub-loan”) between Des Moines Industrial LLC and MPO..
2. The City Council hereby receives and accepts the Guaranty documents signed and delivered by Paul Cownie and Gabe Claypool.
3. The Mayor is hereby authorized and directed to sign the Des Moines Transloading Facility Development Agreement on behalf of the City and the City Clerk is directed to attest to the Mayor’s signature and the Legal Department is hereby directed to hold the Agreement in escrow until MPO notifies the City of finalization of the Sub-loan.
4. The City Manager or his designee is directed to administer the terms of the Des Moines Transloading Facility Development Agreement and to notify the City Council of issuance of a default notice by MPO pursuant to the terms of the Agreement.

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5. The Economic Development Director or her designee is directed to submit a copy of the fully executed Des Moines Transloading Facility Development Agreement to the Finance Department to enable the Finance Director to make any appropriate disclosure filings in accordance with the revised Disclosure Policy.

Moved by \_\_\_\_\_ to adopt.

APPROVED AS TO FORM:

  
 \_\_\_\_\_  
 Lawrence R. McDowell  
 Deputy City Attorney

COUNCIL ACTION	YEAS	NAYS	PASS	ABSENT
COWNIE				
BOESEN				
COLEMAN				
GATTO				
GRAY				
MANDELBAUM				
WESTERGAARD				
TOTAL				

**CERTIFICATE**

I, P. Kay Cmelik, 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.

MOTION CARRIED APPROVED

\_\_\_\_\_  
 Mayor

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