Lutz, Kelsey

From: Lutz, Kelsey
Sent: Thursday, February 6, 2020 4:11 PM
To: 'Holzapfel, Jolayne R.'
Subject: Omaha Public Facilities Corporation, Lse Rev and Ref Bonds, 2019C - $14,725,000
Attachments: E3270_CITY_OF_OMAHA_PUBLIC_FACILITIES_CORPORATION.pdf

The attached bond information for the Omaha Public Facilities Corporation, Lease Revenue and Refunding Bonds, Series 2019C, in the amount of $14,725,000, was received on February 6, 2020. It is filed in Book E, page 3270.

Kelsey Lutz
Business Manager
Nebraska Auditor of Public Accounts
State Capitol, Suite 2303
Lincoln, Nebraska 68509
Phone: 402-471-2111 Fax: 402-471-3301
kelsey.lutz@nebraska.gov

-----Original Message-----
From: no-reply@egov.com <no-reply@egov.com>
Sent: Thursday, February 6, 2020 10:52 AM
To: Audits, APA <apa.audits@nebraska.gov>; Avery, Mary <mary.avery@nebraska.gov>; Lutz, Kelsey <kelsey.lutz@nebraska.gov>
Subject: New Bond Filing - City of Omaha Public Facilities Corporation

New bond filing for City of Omaha Public Facilities Corporation

Contact jolayne.holzapfel@kutakrock.com
Mail Registration Certificate to:
Kutak Rock LLP
Attention: Ms. Jolayne R. Holzapfel, Paralegal
1650 Farnam Street
Omaha Nebraska 68102

Comments Please contact me immediately if you have any questions or cannot complete this filing. Thank you.

CERTIFICATE OF ISSUANCE

I, the undersigned, President of the CITY OF OMAHA PUBLIC FACILITIES CORPORATION, a nonprofit corporation organized under the laws of the State of Nebraska (the "Public Facilities Corporation") DO HEREBY CERTIFY as true, complete and correct the following information for filing and recordation in the office of the Auditor of Public Accounts in accordance with Section 10-140, Reissue Revised Statutes of Nebraska, as amended:

1. ***Name of Issuer***: City of Omaha Public Facilities Corporation.

2. ***Title of Bonds***: City of Omaha Public Facilities Corporation Lease Revenue and Refunding Bonds, Series 2019C.

3. ***Form of Bonds***: Fully registered without coupons.

4. ***Aggregate Principal Amount of Bonds***: $14,725,000.

5. ***Maturity Schedule and Interest Rates***:

$14,725,000
Lease Revenue and Refunding Bonds
Series 2019C

Type	Maturity Date (April 1)	Principal Amount	Interest Rate
Serial	2020	$ 690,000	1.120%
Serial	2021	570,000	4.000
Serial	2022	600,000	4.000
Serial	2023	620,000	4.000
Serial	2024	645,000	4.000
Serial	2025	670,000	5.000
Serial	2026	710,000	5.000
Serial	2027	745,000	5.000
Serial	2028	790,000	5.000
Serial	2029	760,000	5.000
Serial	2030	655,000	5.000
Serial	2031	685,000	4.000
Serial	2032	715,000	4.000
Serial	2033	740,000	4.000
Term	2039	5,130,000	4.000

6. ***Interest Payment Dates***: Semiannually on April 1 and October 1, starting April 1, 2020.

7. ***Place of Bond Payment***: Principal: First National Bank of Omaha, Nebraska, as Trustee (the "Trustee"); Interest: By check, draft or wire transfer to the registered owner at his address as it appears on the Bond registration books on May 15 and

November 15 of each year; or at such other address as is furnished to the Trustee in writing by such registered owner.

8. ***Purpose of Bonds***: A portion of the proceeds of the Bonds will be provided to the Trustee for deposit in (a) an Acquisition Fund pursuant to the Indenture of Trust dated as of December 1, 2019 (the "Indenture") and used to finance on behalf of the City of Omaha, Nebraska (the "City") all or a portion of the costs renovating, revitalizing and constructing improvements to certain parks located in downtown Omaha and which improvements will be known as the Riverfront Revitalization Area, (b) a separate, segregated account in the Redemption Fund created pursuant to the Indenture, to refund and redeem $1,260,000 outstanding aggregate principal amount of the Corporation's Lease Revenue Bonds (Omaha Library Projects) Taxable Series 2009A Build America Bonds – Direct Payment, and (c) a separate, segregated account in the Redemption Fund created pursuant to the Indenture, to pay off and refinance a municipal lease of the City in the amount of $529,867.35.

[Signature Page to Follow]

IN WITNESS WHEREOF, I have hereunto set my hand on behalf of City of Omaha Public Facilities Corporation this 19th day of December, 2019.

CITY OF OMAHA PUBLIC FACILITIES CORPORATION

By ______________________________

Brook Bench
President

[Signature page to Certificate of Issuance]

COST OF BOND ISSUANCE

City of Omaha Public Facilities Corporation, Lease Revenue and Refunding Bonds, Series 2019C

Cost Item	Paid From Bond Proceeds	Paid from Other Issuer Funds
1. Underwriter's Fee (including expenses, management fee and underwriter's discount): D.A. Davidson & Co.	$ 99,393.75	$
2. Bond Counsel: Kutak Rock LLP	$ 20,625.00	$
3. Other Counsel (eg. underwriter's counsel, special counsel, etc., please specify type, if any) Name and type:	$	$
4. Financial Advisor Fee:	$	$
5. Rating Agency Fee: Name: Standard and Poor's Name: Moody's	 $ 18,450.00 $ 17,400.00	 $ $
6. Bond Insurance/Credit Enhancement Fee: Name:	$	$
7. Registration Fees (eg. MSRB fees, CUSIP fees, Blue Sky etc.):	$	$
8. Trustee Fees (eg. Opening trustee fee, escrow agent fee, paying agent fee): First National Bank of Omaha	$ 1,500.00	$
9. Other costs: Printing	$ 1,075.45	$
Total (1 through 9)	$158,444.20	$

Form **8038-G**
(Rev. September 2018)
Department of the Treasury
Internal Revenue Service

Information Return for Tax-Exempt Governmental Bonds

▶ **Under Internal Revenue Code section 149(e)**
▶ **See separate instructions.**
Caution: *If the issue price is under $100,000, use Form 8038-GC.*
▶ **Go to www.irs.gov/F8038G for instructions and the latest information.**

OMB No. 1545-0720

Part I Reporting Authority

If **Amended Return**, check here ▶ ☐

1 Issuer's name: City of Omaha Public Facilities Corporation	**2** Issuer's employer identification number (EIN): 72:1601115
3a Name of person (other than issuer) with whom IRS may communicate about return	**3b** Telephone number of other person shown on 3a
4 Number and street (or P.O. box if mail is not delivered to street address): 1819 Farnam Street — Room/suite: C	**5** Report number (*For IRS Use Only*): 3
6 City, town, or post office, state, and ZIP code: Omaha, NE 68183	**7** Date of issue: 12/19/2019
8 Name of issue: Lease Revenue and Refunding Bonds, Series 2019C	**9** CUSIP number: 681785 KW0
10a Name and title of officer or other employee of the issuer whom the IRS may call for more information (see instructions): Paul D. Kratz, Esq. City Attorney of Omaha, NE	**10b** Telephone number of officer or other employee shown on 10a: (402) 444-5118

Part II Type of Issue (enter the issue price). See instructions and attach schedule.

11 Education	11		
12 Health and hospital	12		
13 Transportation	13		
14 Public safety	14	16,981,307	80
15 Environment (including sewage bonds)	15		
16 Housing	16		
17 Utilities	17		
18 Other. Describe ▶	18		
19 If obligations are TANs or RANs, check only box 19a ▶ ☐			
If obligations are BANs, check only box 19b ▶ ☐			
20 If obligations are in the form of a lease or installment sale, check box ▶ ☐			

Part III Description of Bonds. Complete for the entire issue for which this form is being filed.

	(a) Final maturity date	(b) Issue price	(c) Stated redemption price at maturity	(d) Weighted average maturity	(e) Yield
21	04/01/2039	$16,981,307.80	$14,725,000.00	10.5071 years	2.0147%

Part IV Uses of Proceeds of Bond Issue (including underwriters' discount)

22 Proceeds used for accrued interest				22		
23 Issue price of entire issue (enter amount from line 21, column (b))				23	16,981,307	80
24 Proceeds used for bond issuance costs (including underwriters' discount)	24	160,768	75			
25 Proceeds used for credit enhancement	25	N/A				
26 Proceeds allocated to reasonably required reserve or replacement fund	26	N/A				
27 Proceeds used to refund prior tax-exempt bonds. Complete Part V	27	549,949	32			
28 Proceeds used to refund prior taxable bonds. Complete Part V	28	1,267,171	04			
29 Total (add lines 24 through 28)				29	1,977,889	11
30 Nonrefunding proceeds of the issue (subtract line 29 from line 23 and enter amount here)				30	15,003,418	69

Part V Description of Refunded Bonds. Complete this part only for refunding bonds.

31 Enter the remaining weighted average maturity of the tax-exempt bonds to be refunded ▶	4.2809
32 Enter the remaining weighted average maturity of the taxable bonds to be refunded ▶	5.7714
33 Enter the last date on which the refunded tax-exempt bonds will be called (MM/DD/YYYY) ▶	01/01/2020
34 Enter the date(s) the refunded bonds were issued ▶ (MM/DD/YYYY)	See Schedule I

Lease Purchase 2019C
4830-4886-6222.3

Part VI Miscellaneous

35	Enter the amount of the state volume cap allocated to the issue under section 141(b)(5)	35	$ 0	00
36a	Enter the amount of gross proceeds invested or to be invested in a guaranteed investment contract (GIC) (see instructions)	36a	$ 0	00
b	Enter the final maturity date of the GIC ▶ (MM/DD/YYYY) ______			
c	Enter the name of the GIC provider ▶ ______			
37	Pooled financings: Enter the amount of the proceeds of this issue that are to be used to make loans to other governmental units	37	$ 0	00

38a If this issue is a loan made from the proceeds of another tax-exempt issue, check box ▶ ☐ and enter the following information:

b Enter the date of the master pool obligation ▶ (MM/DD/YYYY) ______

c Enter the EIN of the issuer of the master pool obligation ▶ ______

d Enter the name of the issuer of the master pool obligation ▶ ______

39 If the issuer has designated the issue under section 265(b)(3)(B)(i)(III) (small issuer exception), check box ▶ ☐

40 If the issuer has elected to pay a penalty in lieu of arbitrage rebate, check box ▶ ☐

41a If the issuer has identified a hedge, check here ▶ ☐ and enter the following information:

b Name of hedge provider ▶ ______

c Type of hedge ▶ ______

d Term of hedge ▶ ______

42 If the issuer has superintegrated the hedge, check box ▶ ☐

43 If the issuer has established written procedures to ensure that all nonqualified bonds on this issue are remediated according to the requirements under the Code and Regulations (see instructions), check box ▶ ☒

44 If the issuer has established written procedures to monitor the requirements of section 148, check box ▶ ☒

45a If some portion of the proceeds was used to reimburse expenditures, check here ▶ ☒ and enter the amount of reimbursement ▶ 15,003,418.69

b Enter the date the official intent was adopted ▶ (MM/DD/YYYY) January 3, 2019

Signature and Consent

Under penalties of perjury, I declare that I have examined this return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that I consent to the IRS's disclosure of the issuer's return information, as necessary to process this return, to the person that I have authorized above.

▶ [signature] 12/19/2019 ▶ Brook Bench, President

Signature of issuer's authorized representative — Date — Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
John K. McGill, Esq.	[signature]	12/19/2019	☐	P01086212
Firm's name ▶ Kutak Rock LLP			Firm's EIN ▶ 47:0597598	
Firm's address ▶ 1650 Farnam Street, Omaha, NE 68102			Phone no. 402-346-6000	

Lease Purchase 2019C
4830-4886-6222

SCHEDULE I
to Form 8038-G

REFUNDED BONDS

	Last Call Date	Issue Date	Remaining Weighted Average Maturity
Ser 2009A Tax BAB Library Project LRBs (callable 12/1/19)	01/06/2020	11/19/2009	5.7714
2017 Motorola Lease (now callable Jan 1 2020, pmt dates only)	01/01/2020	01/01/2018	4.2809
All Refunded Issues	01/06/2020		5.3302