

Dolezal, Kathleen

From: Dolezal, Kathleen
Sent: Thursday, February 29, 2024 12:38 PM
To: jolayne.holzapfel@kutakrock.com
Subject: FW: New Bond Filing - City of Omaha Public Facilities Corporation
Attachments: E4903_CITY_OF_OMAHA_PUBLIC_FACILITIES_CORPORATION.pdf; E4903_CITY_OF_OMAHA_PUBLIC_FACILITIES_CORPORATION.txt

Ms. Holzapfel,

Thank you for submitting the attached bond information for the City of Omaha Public Facilities Corporation, City of Omaha Public Facilities Corporation Lease Revenue Bonds, Series 2024B, in the amount of \$50,000,000, was received on February 28, 2024. It is filed in Book E, Page 4903.

Thank you,
Kathleen

Kathleen Dolezal
Administrative Assistant
Auditor of Public Accounts
8th Floor, State Capitol
P. O. Box 98917
Lincoln, NE 68509-8917
Phone (402) 471-2111
Kathleen.dolezal@nebraska.gov

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-----Original Message-----

From: no-reply@egov.com <no-reply@egov.com>
Sent: Wednesday, February 28, 2024 1:16 PM
To: Audits, APA <apa.audits@nebraska.gov>; apa-budget-notify@egov.com
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.

E4903|City of Omaha Public Facilities Corporation|City of Omaha Public Facilities Corporation Lease Revenue Bonds, Series 2024B|\$50,000,000|February 28, 2024|February 01, 2024|D.A. Davidson & Co.|BOKF, National Association

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 Bonds, Series 2024B.
3. **Form of Bonds:** Fully registered without coupons.
4. **Aggregate Principal Amount of Bonds:** \$50,000,000.
5. **Maturity Schedule and Interest Rates:**

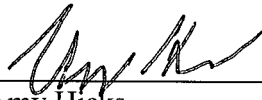
	Maturity Date (April 15)	Principal Amount	Interest Rate	Price
Type				
Term	2064	\$50,000,000	4.65%	100.00%

6. **Interest Payment Dates:** Semiannually on April 15 and October 15, starting October 15, 2024.
7. **Place of Bond Payment:** Principal: BOKF, National Association, 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 April 1 and October 1 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) the 2024B Account of the Acquisition Fund pursuant to the Master Indenture of Trust dated as of February 1, 2024 (the “Master Indenture”), as supplemented by that certain Second Supplemental Indenture dated as of February 1, 2024 (the “Supplemental Indenture” and together with the Master Indenture, the “Indenture”) and used to finance on behalf of the City of Omaha, Nebraska (the “City”) all or a portion of the costs of purchasing streetcars for the City’s streetcar system, and (b) the Costs of Issuance Subaccount of the Acquisition Fund pursuant to the Indenture and used to finance the costs of issuing the Bonds.

[Signature Page to Follow]

EXECUTED AND DATED as of February 1, 2024.

CITY OF OMAHA PUBLIC FACILITIES
CORPORATION

By 

Amy Hicks
President

[Signature page to Certificate of Issuance]

COST OF BOND ISSUANCE
City of Omaha Public Facilities Corporation, Lease Revenue Bonds, Series 2024B

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.	\$237,500.00	\$
2. Bond Counsel:		
Kutak Rock LLP	\$ 55,900.00	\$
3. Other Counsel (e.g. 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	\$ 29,713.50	\$
Name: Moody's	\$ 35,294.38	\$
6. Bond Insurance/Credit Enhancement Fee:		
Name:	\$	\$
7. Registration Fees (e.g. MSRB fees, CUSIP fees, Blue Sky etc.):		
	\$	\$
8. Trustee Fees (e.g. Opening trustee fee, escrow agent fee, paying agent fee):		
BOKF, National Association	\$ 500.00	\$
9. Other costs:		
Printing Fee	\$ 0.00	\$
Total (1 through 9)	\$358,907.88	\$

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. 1545-0047

Part I Reporting Authority		Check box if Amended Return ► ☐	
1 Issuer's name <i>City of Omaha Public Facilities Corporation</i>		2 Issuer's employer identification number (EIN) <i>72-1601115</i>	
3a Name of person (other than issuer) with whom IRS may communicate about this return (see instructions)		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) <i>1819 Farnam Street</i>	Room/suite	5 Report number (For IRS Use Only) <i>3</i>	
6 City, town, or post office, state, and ZIP code <i>Omaha, Nebraska 68183</i>		7 Date of issue <i>02/01/2024</i>	
8 Name of issue <i>Lease Revenue Bonds, Series 2024A and Series 2024B</i>		9 CUSIP number <i>681785 MX6</i>	
10a Name and title of officer or other employee of the issuer whom the IRS may call for more information <i>Stephen B. Curtiss, City Finance Director</i>		10b Telephone number of officer or other employee shown on 10a <i>(402) 444-5118</i>	

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	\$ 70,199,608	25
14 Public safety	14		
15 Environment (including sewage bonds).....	15		
16 Housing	16		
17 Utilities.....	17		
18 Other. Describe ►	18		
19a If bonds are TANs or RANs, check only box 19a ► ☐			
b If bonds are BANs, check only box 19b ► ☐			
20 If bonds 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	10/15/2064	\$ 70,199,608.25	\$ 70,850,000	31.984 years	4.6150 %

Part IV Uses of Proceeds of Bond Issue (including underwriters' discount)					
22 Proceeds used for accrued interest	22	\$ 0	00		
23 Issue price of entire issue (enter amount from line 21, column (b)).....	23	\$ 70,199,608	25		
24 Proceeds used for bond issuance costs (including underwriters' discount)....	24	\$ 556,037	50		
25 Proceeds used for credit enhancement.....	25	\$ 0	00		
26 Proceeds allocated to reasonably required reserve or replacement fund.....	26	\$ 0	00		
27 Proceeds used to refund prior tax-exempt bonds. Complete Part V.	27	\$ 0	00		
28 Proceeds used to refund prior taxable bonds. Complete Part V.	28	\$ 0	00		
29 Total (add lines 24 through 28)	29	\$ 556,037	50		
30 Nonrefunding proceeds of the issue (subtract line 29 from line 23 and enter amount here).....	30	\$ 69,643,570	75		

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	►
32 Enter the remaining weighted average maturity of the taxable bonds to be refunded	►
33 Enter the last date on which the refunded tax-exempt bonds will be called (MM/DD/YYYY).....	►
34 Enter the date(s) the refunded bonds were issued ► (MM/DD/YYYY)	

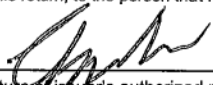
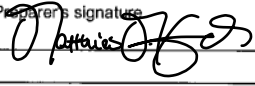
For Paperwork Reduction Act Notice, see separate instructions.

Cat. No. 63773S

Form **8038-G** (Rev. 10-2021)

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 bond ► (MM/DD/YYYY) _____			
c	Enter the EIN of the issuer of the master pool bond ► _____			
d	Enter the name of the issuer of the master pool bond ► _____			
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		\$13,321,870.52	
b	Enter the date the official intent was adopted ► (MM/DD/YYYY) _____		03/02/2023	

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 of issuer's authorized representative		02/01/2024 Date	Amy Hicks, President Type or print name and title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Matthias M. Edrich, Esq.		02/01/2024		P01622055
	Firm's name ► Kutak Rock LLP	Firm's EIN ► 47-0597598		Phone no.: 303-292-7799	
	Firm's address ► 2001 16th Street, Suite 1800, Denver, CO 80202-2652				

Form 8038-G (Rev. 10-2021)