

Date..... May 8, 2006

**RESOLUTION APPROVING AGREEMENT BY METRO WASTE  
AUTHORITY ASSUMING OBLIGATIONS OF 300 EAST LOCUST, L.P.  
TO THE CITY OF DES MOINES, IOWA SET FORTH  
IN THE URBAN RENEWAL DEVELOPMENT  
AGREEMENT DATED APRIL 2, 2001**

**WHEREAS**, on April 2, 2001 the City of Des Moines, Iowa (“the City”) and 300 East Locust, L.P. (“Developer”) entered into an Urban Renewal Development Agreement (“Development Agreement”), concerning the development of certain real property (“the Property”) located at 300 East Locust Street, Des Moines, Iowa.

**WHEREAS**, on May 7, 2001 the City and Developer entered into a Parking Lease Agreement (“the Lease”) whereby the City agreed to lease certain property to Developer for parking purposes pursuant to terms and conditions that are set forth in the lease.

**WHEREAS**, on July 31, 2002, Developer provided the City with a Mortgage on the Property which was recorded at Book 9257 Page 411-418 of the Official Records of Polk County, Iowa, in order to secure a \$742,239.00 no interest loan.

**WHEREAS**, on July 31, 2002, Developer, the City and the County Assessor for Polk County entered into a Minimum Assessment Agreement pursuant to Code of Iowa Section 403.6 (“Assessment Agreement”) concerning the Property, which was recorded in Book 9266, Pages 203-206 of the Official Records of Polk County Iowa; and.

**WHEREAS**, in consideration for the Development Agreement and the City’s obligations contained therein, Developer covenanted and agreed to comply with certain obligations, including but not limited to those set forth in Sections 1, 3, 4, 6, 7, 8 and 11 of the Agreement; and

**WHEREAS**, Section 6 of the Development Agreement provides inter alia that Developer would not make a substantial distribution, liquidation or other disposal of its assets at the Property without the City’s written approval, and the City would not approve such an ownership change unless the purchasing entity first agreed to assume the terms and conditions of the Development Agreement; and

**WHEREAS**, on March 20, 2006 Metro Waste Authority offered to purchase and Developer agreed to sell the Property. Metro Waste Authority has agreed to assume and take subject to the terms and conditions of the Development Agreement, Mortgage, the Assessment Agreement, and the Lease; and

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WHEREAS, Metro Waste Authority further agreed to begin annual payments of \$75,000.00 on July 1, 2006, and to make eight (8) subsequent annual payments in the amount of \$75,000 on each July 1<sup>st</sup> through July 1, 2014, and to make a final payment of \$67,739 on July 1, 2015; and

WHEREAS, Metro Waste Authority has agreed to assume and to be bound by the Minimum Assessment Agreement referenced herein, and specifically agreed that it will pay ad valorem property tax on the land and improvements at the Property for as long as it shall occupy or have any ownership interest in the property.

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

1. In light of the assumption and undertakings described herein agreed to by Metro Waste Authority, the City of Des Moines, Iowa hereby grants its approval of the sale of the 300 East Locust Street property to Metro Waste Authority.

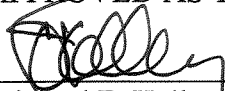
2. The Mayor is authorized to execute the Agreement by Metro Waste Authority assuming obligations of 300 East Locust, L.P. to the City of Des Moines Iowa set forth in the Urban Renewal Development Agreement dated April 2, 2001, attached hereto as Exhibit A, and the City Clerk is directed to attest to the Mayor's signature.

3. Upon execution of the Agreement, the City Clerk is authorized and directed to return copies of all documents to the Office of Economic Development, 400 Robert D. Ray Drive, Des Moines, Iowa 50309.

(Council Communication No. 06-276)

APPROVED AS TO FORM:

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

  
 Michael F. Kelley  
 Assistant City Attorney

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

MOTION CARRIED

APPROVED

.....Mayor

**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.

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