

**HIGHLAND REDEVELOPMENT COMMISSION
STUDY SESSION MINUTES
WEDNESDAY, January 14, 2015**

Members of the Highland Redevelopment Commission (“RC”, “Commission”) met on Wednesday, January 14, 2015 at 6:40 PM in the Upstairs Conference Room within the Municipal Building at 3333 Ridge Road, Highland, Indiana. President Greg Kuzmar called the meeting to order. Minutes were prepared by Cecile Petro, Redevelopment Director.

ROLL CALL: Commissioners present included Dominic Noce, Greg Kuzmar, and Jim Kessler. Commissioners Heather Peterson and Bridget DeYoung resigned from the Commission. Also in attendance were Attorney Carol Green-Fraley, School Town of Highland Commissioner Pat Krull, Economic Development Commissioner George VandeWerken, Councilman Dan Vassar, and Redevelopment Director Cecile Petro.

General Substance of the Discussion

Agenda Review

Commissioners reviewed the **public meeting agenda**. Questions were answered by the Director on specific claims. Resolutions were reviewed and questions answered by the President and Director. The Commission decided to table Resolutions 2015-04 and 2015-05 until the next meeting. In the meantime, they requested that the Director contact both contractors to obtain one quote for demolition of both properties located at 2917 Highway Avenue and 2821 Jewett Avenue.

Town Theatre

The Director stated that she and the President will be meeting with representatives of the architectural firm, VOA, to review the printouts of various electronic files that VOA developed for the Town Theatre on January 27, 2015. These were the deliverable for the contract.

Members of the Public Works staff will view the structure between the ceiling and the roof and report back to the Commission with pictures. Once that is completed, a structural engineer will be hired to give an assessment of that area. President Kuzmar will contact a structural engineer to discuss what should be captured and reviewed by the Public Works staff.

The owner of the two buildings north of the theatre (8610 and 8612 Kennedy Avenue) made a counter offer and is now receptive to a purchase offer. The Attorney will make a written offer to him.

The first major fundraiser for the Town Theatre will take place on Friday, February 20, 2015 at Wicker Park Social Center on the northwest corner of Indianapolis Boulevard and Ridge Road. A night of comedy and music will start at 7:30 PM provided by Tom Foolery Fun Club. Silent auction items, theatre memberships, and shirts will be available for purchase. There is a possibility that prints of the Robert Brasher painting of the theatre will also be available.

Art and Cultural District

The Director stated that two appraisals for the old Ace Hardware building located at 8630 Kennedy Avenue, along with two vacant parcels on Kennedy Avenue will be forthcoming. Discussion ensued.

The purchase order number from the Indiana Department of Transportation, which indicates the Commission’s ability to proceed with the Northwest Indiana Regional Planning Commission’s grant, has not been received, as yet.

Goals for 2015

The Director asked the Commission to review past goals for 2014 and make suggest goals and projects for 2015. Suggestions included a business park on Kennedy/Main Street that the Commission has been researching and lighting changes in the downtown.

Adjourned

The Study Session adjourned at 7:03 for the Public Meeting.

**HIGHLAND REDEVELOPMENT COMMISSION
PUBLIC MEETING
January 14, 2015**

The Highland Redevelopment Commission (“Commission”, “RC”) met in a Public Meeting on January 14, 2015 at 7:04 PM in the Upper Conference Room within the Municipal Building at 3333 Ridge Road, Highland, Indiana. President Greg Kuzmar called the meeting to order.

ROLL CALL:

Present on roll call included Redevelopment Commissioners: Dominic Noce, Greg Kuzmar, and Jim Kessler. Commissioners Heather Peterson and Bridget DeYoung resigned from the Commission. Also in attendance were Attorney Carol Green-Fraley, School Town of Highland Commissioner Pat Krull, and Economic Development Commissioner George VandeWerken. Taking minutes for the meeting was Director Petro.

MINUTES OF PREVIOUS SESSIONS:

Commissioner Noce made a motion to approve the minutes of the Public Meeting and Study Session of December 10, 2014, as prepared. Commissioner Kessler seconded the motion. **Motion carried by unanimous voice vote.**

PUBLIC COMMENTS: None

SPECIAL ORDERS:

President Kuzmar tabled the discussion on Officers until all appointments are made by the Town Council.

Commissioner Kessler made a motion to reappoint Director Cecile Petro as the Recording Secretary for the Commission. Commissioner Noce seconded the motion. **Motion passed by unanimous voice vote.**

COMMUNICATIONS: None

UNFINISHED BUSINESS AND GENERAL ORDERS:

Commissioner Noce made a motion to approve *Resolution 2015-01, A Resolution of the Highland Redevelopment Commission Approving a Retainer Agreement for Financial Advisory Services and General Redevelopment Consulting to the Highland Redevelopment Commission for 2015*. Commissioner Kessler seconded the motion. **Motion carried by unanimous voice vote.**

Commissioner Kessler made a motion to approve *Resolution 2015-02, A Resolution of the Highland Redevelopment Commission Approving an Agreement for Legal Services to the Highland Redevelopment Commission for 2015*. Commissioner Noce seconded the motion. **Motion passed by unanimous voice vote.**

Commissioner Noce made a motion to approve *Resolution 2015-03, a Resolution Authorizing Compensation for Certain Employees to be Derived from the Proper Fund of the Redevelopment Department of the Town of Highland, Lake County, Indiana*. Commissioner Kessler seconded the motion. **Motion carried by unanimous voice vote.**

President Kuzmar tabled *Resolutions 2015-04 and 2015-05*, regarding demolition of two properties located at 2917 Highway Avenue and 2821 Jewett Avenue.

Commissioner Kessler made a motion to approve the *2015 Meeting Schedule of the Highland Redevelopment Commission*. Commissioner Noce seconded the motion. **Motion passed by unanimous voice vote.**

ACTION TO PAY ACCOUNTS PAYABLE VOUCHERS:

Commissioner Noce made a motion to approve the account payable vouchers as presented. Commissioner Kessler seconded the motion. **Motion carried by unanimous voice vote.**

BUSINESS FROM THE COMMISSIONERS: None

NEXT MEETING:

The next public meeting will be held on February 11, 2015, at 7:00 PM. A Study Session will precede the Public Meeting at 6:30 PM and may follow the meeting. The next full Study Session will be held on January 28, 2015. The next Highland Main Street meeting will be held on Thursday, February 5, 2015 at 7:30 PM.

ADJOURNMENT:

Commissioner Kessler made a motion to adjourn. Commissioner Noce seconded the motion. **By a unanimous voice vote the meeting was adjourned at 7:35 PM.**

**HIGHLAND REDEVELOPMENT COMMISSION
STUDY SESSION RECONVENED
January 14, 2015**

The Highland Redevelopment Commission (“Commission”, “RC”) reconvened its Study Session at 7:36 PM in the Upper Conference Room of the Municipal Building at 3333 Ridge Road, Highland, Indiana on January 14, 2015.

ROLL CALL: Present on silent roll call included Commissioners: Dominic Noce, Greg Kuzmar, and Jim Kessler. Commissioners Heather Peterson and Bridget DeYoung resigned from the Commission. Also in attendance were Economic Development Commissioner George VandeWerken and School Town of Highland Commissioner Pat Krull. Minutes were taken by Director Petro.

General Substance of the Study Session

Town Theatre

The Board of Directors for the Town Theatre have been appointed by the Town Council and they met for the first time on Tuesday, January 27, 2015 in the Town Hall at 6:30 PM. They approved the Articles of Incorporation and the decal that will be used to sell Town Theatre Memberships for 2015. The bylaws were reviewed and discussed. The status of the building and current operational efforts were presented. The members of the board of directors include: Mike Maloney, Bridget DeYoung, Dan Dunn, Bruce Leep, Robin Carlascio, Michael Griffin, and Keith Bruxvoort. Town Council liaisons are Dan Vassar and Bernie Zemen and attorneys Rhett Tauber and Carol Green-Fraley will be donating their legal services.

Art and Cultural District

The owner of 2805 Condit expressed interest in selling his property to the Commission. Commissioners stated that they would not offer over \$100,000.00 for the property. Director Petro will relay that message to the owner.

Highland Main Street

The Director presented information on Highland Main Street programs. She asked the Commission if they would approve funding the musician at the Farmers’ Market again this summer. The Commission will take up the matter at their next public meeting.

The present and future condition of the Highland Rookery was also discussed. Commissioners questioned who would maintain the parking lot if improvements were made and how much would the improvements cost? The Director will provide more information after she is able to acquire a quote.

Update on properties in Highland

The Director provided information on the status of various properties within the town.

Adjournment

The Study Session was adjourned by voice vote at 9:30 PM.

THE TOWN of HIGHLAND
REDEVELOPMENT COMMISSION RESOLUTION NO. 2015-01

A RESOLUTION OF THE HIGHLAND REDEVELOPMENT COMMISSION
APPROVING A RETAINER AGREEMENT FOR FINANCIAL ADVISORY
SERVICES AND GENERAL REDEVELOPMENT CONSULTING TO THE
HIGHLAND REDEVELOPMENT COMMISSION FOR 2015

Whereas, The Redevelopment Commission of the Town of Highland is authorized to undertake redevelopment activities under IC 36-7-14 and Chapter 216 of the Highland Municipal Code, which are public uses and purposes for which public money may be spent and private property may be acquired; and

Whereas, Redevelopment Activities includes performing all acts incident to the statutory powers and duties of a redevelopment commission; and

Whereas, The Redevelopment Commission may adopt rules and by-laws it considers necessary for the proper conduct of their proceedings, the carrying out of their duties; and

Whereas, The Redevelopment Commission is authorized to negotiate and enter into contract by statute; and

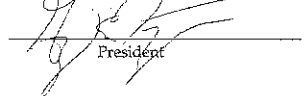
Whereas, The Redevelopment Commission does from time to time need financial advice and general redevelopment consulting to carry out its duties; and,

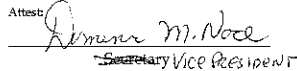
Now Therefore Be it hereby Resolved by the Highland Redevelopment Commission, Lake County, Indiana:

That it is in the best interest of the Town to enter into a Retainer Agreement with Cender & Company for the year 2015, not to exceed \$6,500.00.

DULY, PASSED and RESOLVED by the Highland Redevelopment Commission, Lake County, Indiana, this 14th day of January, 2015 having passed by a vote of 3 in favor and 0 opposed.

REDEVELOPMENT COMMISSION of the
TOWN of HIGHLAND, INDIANA


President

Attest: 
Secretary VICE PRESIDENT



December 15, 2014

Ms. Cecile L. Petro, Redevelopment Director
Department of Redevelopment
Municipal Building
3333 Ridge Road
Highland, IN 46322

RE: Letter of Agreement for Financial Advisory Services and General Redevelopment Consulting to the Highland Redevelopment Commission for Fiscal Year 2015

Dear Ms. Petro:

We are pleased to submit to you and the Highland Redevelopment Commission ("Commission") our Letter of Agreement to engage Cender & Company, L.L.C. ("Consultant") as the financial advisor and redevelopment consultant to perform certain professional services for the Commission and the Town of Highland, Indiana ("Town") during the fiscal year 2015 in connection with general consulting, redevelopment, economic development and tax increment financing projects.

UNDERSTANDING OF THE PROJECT

The Commission of the Town requested a proposal from the Consultant to assist the Commission in its redevelopment and economic development endeavors in fiscal year 2015 to:

1. Assist the Commission and Commission staff with redevelopment and economic development strategies for the Town.
2. Assist the Commission and Commission staff with the calculation of assessed valuation deductions ("Tax Abatement") when qualified proposals are submitted to the Town for economic development.
3. Assist the Commission and Commission staff with statutory filings and document review related to designated allocation areas consistent with Indiana Code ("I.C.") 36-7-14, the Redevelopment Law (the "Act") and Indiana Administrative Code 50 IAC 8.
4. Formulate estimates of tax increment generated from captured assessment as a result of new private investment and economic development in an established allocation area for the purpose of utilizing tax increment financing ("TIF") to pay outstanding debt service on potential Redevelopment District Tax Increment Revenue Bonds issued by the Commission or Economic Development Revenue Bonds issued by the Town with a Commission pledge of Tax Increment for capital improvements related to public infrastructure and including other economic development incentives that serves or benefits the allocation area to stimulate economic development.

233 East 84th Drive, Suite 103 • Merrillville, IN 46410
Phone: 219-736-1800 Fax: 219-736-8465

Ms. Cecile L. Petro, Redevelopment Director
Highland Redevelopment Commission FY 2015 Proposal
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SCOPE OF SERVICES

The scope of our services as the Commission's financial advisor and general redevelopment consultant for various Redevelopment District projects may include – upon request and availability of Commission funding – but is not limited to all or part of the following professional services:

Tax Increment Financing Services

Tax Increment Analysis and Report Preparation

1. Collection of data from the Office of the Lake County Auditor and/or the Office of the Lake County Assessor relative to real property (if instructed or as designated, personal property of a "designated taxpayer" by resolution) key numbers to verify and/or determine an allocation area's base assessment and the "allocation area assessment," the current aggregate assessed value of individual components.
2. Obtain construction cost estimates and estimated assessed valuation information for planned new developments in existing or proposed allocation areas of a redevelopment project area. Coordination of construction and financing schedules with architects and/or engineers.
3. Summarize the Commission's position and assumptions relative to utilizing tax increment financing.
4. Analyses and economic development modeling to determine an allocation area's projected assessed value growth and the potential captured assessment used to calculate estimated tax increment, including if necessary the application of assessed valuation deductions (or "Tax Abatement") in economic revitalization areas in accordance with I.C. 6-1.1-12.1 titled Deduction for Rehabilitation or Redevelopment of Real Property in Economic Revitalization Areas. Comparable tax and assessment data may be necessary and will be obtained from the Office of the Lake County Assessor or other available sources.
5. Preparation of an initial TIF scenario to include: a pro forma tax increment (or "TIF revenues"), debt service schedule and coverage to support the underlying proposed financing, and a sources and uses of funds.
6. In communication with and assistance to the Commission's bond counsel and local counsel in the preparation of a project timetable and schedule, which may include the development of a redevelopment project area plan or expansion, designation of an allocation area, the necessary Commission, Plan Commission and Town Council approvals per the Act, and public hearing(s) and necessary reports (i.e. a Statement of Economic and Tax Impact") also required by the Act.
7. Upon request, attendance at various meetings with Commission members, Commission staff and Town administration, including public presentations and/or public hearings on a proposed redevelopment project area or designation of an allocation area to discuss TIF and other alternatives to finance capital improvements and infrastructure required to stimulate economic development.

Ms. Cecile L. Petro, Redevelopment Director
Highland Redevelopment Commission FY 2015 Proposal
December 15, 2014

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Commission Administration and Report Preparation

1. Assist in the preparation of an "Annual Report" (I.C. 36-7-14-13(a)) required not later than March 15, which shall include the Commission's activities during the preceding twelve (12) months for submission to the executive of the Town (the Town Council President), including assistance to insure its submission and download on the State of Indiana - Department of Local Government Finance Gateway system.
2. Assist the Commission with required allocation area or Commission document filings that may be required upon notification of the DLGF.
3. Prepare for the Commission's submission to the Lake County Auditor and filing with overlapping taxing units, notification to the Lake County Auditor prior to July 15 of the calendar year in accordance with I.C. 36-7-14-39(b)(4) stating the amount of assessed valuation to capture as of the subsequent March 1 assessment date.
4. Assist the Commission in the preparation of a "Comprehensive Report" pursuant to I.C. 36-7-14-13(e) for submission to the Common Council of the Town as the fiscal body prior to August 1, including follow-up assistance to the Common Council to submit and file the comprehensive report upon its review to the DLGF in the required format on in the state of Indiana Gateway System prior to October 1.
5. Review of the Office of the Lake County Auditor TIF Neutralization worksheets applicable to designated allocation areas in the Town, including assistance to the Commission and Commission staff on the submission of data necessary for the Auditor to prepare and complete the TIF Neutralization Worksheets.
6. Preparation for and attendance at public hearings, meetings and/or workshops to inform the Commission and/or public concerning the costs of the project and proposed financing alternatives.
7. Attendance at meetings with prospective developer related to tax incentives on redevelopment and economic development projects.
8. Assistance with the development of redevelopment or economic development strategies for the Town.
9. Communication with the Commission president and the Redevelopment Director regarding agenda items in lieu of meeting attendance or attendance at Commission meetings or other public meetings upon request.
10. Provide other financial consulting services (i.e. redevelopment legislation research or impact analyses, grant research and/or preparation, creative financing research and development) as requested by the Commission or the Redevelopment Director as may be needed from time to time.

OTHER COMMISSION FINANCIAL ADVISORY SERVICES

Cender & Company as the financial advisory and redevelopment consultant typically assists our redevelopment commission clients with a variety of other commission administrative and report preparation services which includes, but is not limited to, the following. Such services will not be provided unless: (i) requested by the Commission and (ii) if deemed necessary by the Commission and the Consultant, upon approval of a separate agreement letter for such professional services. Such services are listed herein to offer additional assistance in the overall administration and financial responsibilities of the Commission.

1. Establish allocation areas in certain redevelopment project areas designated under the Act and IAC Article 8, including but not limited to the following tasks or activities:
 - Review an adopted or proposed plan for a redevelopment project area to assist in the determination of allocation area's boundaries.
 - If a plan amendment or supplement anticipates enlarging a redevelopment project area, preparation of a redevelopment project area plan supplement or plan amendment for submission to the Commission and, if necessary, designating an allocation area for the purpose of utilizing tax increment financing for a declaratory (or an amending declaratory) resolution (IC 36-7-14-15 and IC 36-7-14-17-5).
 - Preparation of a Tax Impact and Economic Analysis Report to be distributed to affected taxing units for public comment at a public hearing to establish an allocation area (IC 36-7-14-17(c)).
 - Attendance at meetings of the redevelopment commission to present a redevelopment project area plan supplement or plan amendment for the following: the declaratory (or an amending declaratory resolution), a public hearing prior to consideration of a confirmatory resolution and the confirmatory resolution (IC 36-7-14-15(c) and (IC 36-7-14-17(d)).
 - Attendance at meetings of the Highland Plan Commission to present a redevelopment project area plan supplement or plan amendment upon approval of a declaratory (or an amending declaratory) resolution for consideration of a Plan Commission written order and resolution of the plan's (or plan's supplement) conformity with official land use planning documents (i.e. Town's master or comprehensive plan) for the Town (IC 36-7-14-16(a)).
 - Attendance at a meeting of the Highland Town Council to present a redevelopment project area plan supplement or plan amendment upon approval of a Plan Commission's written order and resolution of conformity with official land use planning documents for a Council resolution approving the actions of the Plan Commission (IC 36-7-14-16(d)).
 - Assist the Commission with scheduling and preparation of a notice of public hearing to be published in newspapers of general circulation (IC 36-7-14-17(a) and (IC 36-7-14-17.5(a)).

FEES

The fees for our professional services as financial advisor and general consultant to the Commission for the above professional services shall be invoiced at the following hourly rates, plus any out-of-pocket expenses for fiscal year 2015:

HOURLY RATES	
<i>(Effective January 1, 2015 through December 31, 2015)</i>	
Karl Cender, Executive/Member	\$ 200.00
Dan Botich, Executive	175.00
Susan Gray, Associate	160.00
Damon Tsouklis, Associate	160.00
Steve Dalton, Associate	160.00
Bryan Schuch, Associate	85.00
Hailey Karagias, Associate	75.00
Lynelle Drugan, Operations	65.00

Invoices will be submitted on a regular basis for a total of professional services not to exceed \$6,500 in fiscal year 2015. As total professional fees accumulate, the Consultant will notify the Commission when the total of professional fees approaches said not-to-exceed amount.

If there are special projects requested above and beyond the Scope of Services anticipated above, we will provide the Commission with a written estimate of fees involved and a scope of services.

If there should be any problems or unforeseen circumstances, we will notify the Commission and come to a mutual understanding of whether any additional fees will be involved before continuing. In addition, if there are any changes in the Scope of Services, we will discuss the changes with you before proceeding.

E-VERIFY PROVISION

Pursuant to the provisions of SEA 590 (effective July 1, 2011) as codified in Indiana Code 22-5-1.7-11(a)(1), the Consultant understands and agrees to enroll in and verify the work eligibility status of all the Consultant's newly hired employees through the E-Verify program, operating and maintained by the Department of Homeland Security and Social Security Administration.

The Consultant further understands that this requirement shall be waived if the E-Verify program ceases to exist.

For the purposes of this section, the "E-Verify program" means the electronic verification of work authorization program of the Illegal Immigration Reform and Immigration Responsibility Act of 1996 (P.L. 104-208), Division C, Title IV, s. 403(a), as amended, operated by the United States Department of Homeland Security or a successor work authorization program designated by

- Assist the Commission in the preparation of notices to Town planning entities regarding a plan supplement or plan amendment prior to a public hearing per state statute (IC 36-7-14-17(b)).
 - If necessary, assist the Commission in the preparation of notice to affected neighborhood associations and to persons owning property in the proposed enlargement of an area or individuals that own property proposed to be included on the acquisition list, regarding a plan supplement or plan amendment prior to a public hearing per state statute (IC 36-7-14-17.5(e)).
 - Prepare folder for public viewing in the Office of the Clerk/Treasurer which includes the public documents required by statute for approval of a new allocation area (IC 36-7-14-17(b)).
 - Upon approval of a Commission confirmatory resolution, record said resolution, and all attachments if necessary, with the Office of the Lake County Recorder (IC 36-7-14-17(d)) and file the recorded document with the Office of the Lake County Auditor, including the filing of notification of any new or amended allocation provisions with the Indiana Department of Local Government Finance pursuant to 50 IAC 8-2-2(a).
 - Meet with the Office of the Lake County Auditor to set-up the new allocation area within the County's computer system and verify real (and, if necessary, personal property) property key numbers on the "TIF Valuation Worksheet for Property."
 - Submit all recorded documents as appropriately recorded, filed and date stamped, including the base-year TIF Valuation Worksheet for Property to the Commission and the Town for their files.
2. Preparation of various short-term financing alternatives available to the Commission. We are also available to assist the Commission on any short or long-term financing for particular projects including:
 - Assist the Commission and/or Town with negotiations with banks, financial institutions or underwriters in respect to any short-term or long-term financing options.
 - Preparation of a final tax incremental financing report ("Consultant's Report") that includes the pro forma TIF revenues, debt service and coverage to support the underlying proposed financing.
 - Preparation and distribution of relevant information for obtaining financing through either competitive bid or negotiated basis.
 - Assist local and bond counsel in preparation of certain closing documents and representations.
 - Assistance with closing of the sale and delivery of securities.
 - Preparation of an offering circular, official statement or other circular necessary to sell bonds for redevelopment activities.

the United States Department of Homeland Security or other federal agency authorized to verify the work authorization status of newly hired employees under the Immigration Reform and control Act of 1986 (P.L. 99-603).

Furthermore, an authorized representative of the Consultant as has completed, signed and executed the attached Affidavit Regarding Hire of Unauthorized Aliens.

NO INVESTMENT IN IRAN PROVISION


The Consultant certifies in accordance with Indiana Code 5-22-16.5-13 that the undersigned hereby certify under penalty of perjury that Cender & Company, L.L.C. or as individuals as named herein are not engaged in investment activities in Iran and, to the best of our knowledge, are not listed by the Indiana Department of Administration as an entity or persons determined to be engaged in investment activities in Iran.

If this proposal meets with the Commission's agreement and approval, please execute the attached Signatory Page and return copy of this letter with the Signatory Page to Cender & Company, L.L.C. for our client and invoicing files.

We appreciate this opportunity to work with the Highland Redevelopment Commission.

Respectfully submitted,
CENDER & COMPANY, L.L.C.


Karl J. Cender
President/Executive


Dan Botich
Executive

Attachment A: Affidavit Regarding Hire of Unauthorized Aliens
Attachment B: Signatory Page

ATTACHMENT A

**AFFIDAVIT OF SERVICE PROVIDER or CONTRACTOR
WITH THE TOWN OF HIGHLAND, LAKE COUNTY, INDIANA
REGARDING HIRE OF UNAUTHORIZED ALIENS**

State of Indiana)
) SS:
County of Lake)

A F F I D A V I T

I, the undersigned, authorized representative, authorized officer or agent of Cender & Company, L.L.C., hereinafter called "Contractor", which has a contract for services or goods with the Town of Highland, Lake County, Indiana, having given solemn affirmation, hereby depose(s) and say(s), that the Contractor does not knowingly employ an unauthorized alien.

FURTHERETH AFFIANT SAYETH NOT.

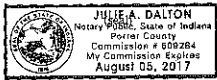
Signed: Karl J. Cender, Affiant.
 Karl J. Cender, President/Executive
Dated: 12/19/14

Certificate of Notary

On this 9 day of December, 2014, before me personally came and appeared the affiant herein named, known and known to me to be the individual described in and who executed the foregoing instrument, and who duly acknowledged to me that she executed same for the purpose therein contained.

In Witness Whereof, I hereunto set my hand and official seal.

My commission expires: 8/15/2017
County of Residence: DeWitt



[Signature]
NOTARY

**ATTACHMENT B
SIGNATORY PAGE**

December 15, 2014

Ms. Cecile L. Petro, Redevelopment Director
Department of Redevelopment
Municipal Building
3333 Ridge Road
Highland, IN 46322

RE: Letter of Agreement for Financial Advisory Services and General Redevelopment Consulting to the Highland Redevelopment Commission for Fiscal Year 2015

CENDER & COMPANY, L.L.C.

Karl J. Cender
Karl J. Cender
President

[Signature]
Dan Bouch

Dated: December 15, 2014

AGREED AND ACCEPTED:

Highland Redevelopment Commission
Town of Highland, Indiana

By: [Signature]
Title: Mayor

Date: 1-14-15

ATTEST:

By: Dominic M. Nock
 Vice President
(For Invoicing Purposes)
Purchase Order No.: 15-5834

Date: 1-14-15

A RESOLUTION OF THE HIGHLAND REDEVELOPMENT COMMISSION
APPROVING AN AGREEMENT FOR LEGAL SERVICES TO THE HIGHLAND
REDEVELOPMENT COMMISSION FOR 2015

Whereas, The Redevelopment Commission of the Town of Highland is authorized to undertake redevelopment activities under IC 36-7-14 and Chapter 216 of the Highland Municipal Code, which are public uses and purposes for which public money may be spent and private property may be acquired, and

Whereas, Redevelopment Activities includes performing all acts incident to the statutory powers and duties of a redevelopment commission; and

Whereas, The Redevelopment Commission may adopt rules and by-laws it considers necessary for the proper conduct of their proceedings, the carrying out of their duties; and

Whereas, The Redevelopment Commission is authorized to negotiate and enter into contract by statute; and


Whereas, The Redevelopment Commission needs legal advice to carry out its duties; and,

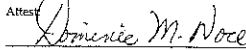
Now Therefore Be it hereby Resolved by the Highland Redevelopment Commission, Lake County, Indiana:

That it is in the best interest of the Town to enter into a Legal Agreement with Green & Kuchel, P.C., for the year 2015 at an hourly rate of one hundred and eighty dollars (\$180) per hour.

DULY, PASSED and RESOLVED by the Highland Redevelopment Commission, Lake County, Indiana, this 14th day of January, 2015 having passed by a vote of 3 in favor and 0 opposed.

REDEVELOPMENT COMMISSION of the
TOWN of HIGHLAND, INDIANA


President

Attest

Secretary Vice President

F. Perform such other services as called upon.

3. **TIME AND PERFORMANCE.** The services of the Attorney are scheduled to commence on January 1, 2015 and shall be undertaken and completed by December 31, 2015 or as mutually agreed upon between both parties, and shall be undertaken and completed in such sequence as to assure their expeditious completion in light of the purposes of the contract.

4. **COMPENSATION.** The Local Public Agency will pay the hourly rate of One Hundred Eighty (\$180.00) Dollars per hour for services rendered under aforementioned "Scope of Services."

5. **SUBSEQUENT CHANGES:** The Redevelopment Commission may, from time to time, request changes in the scope of services of the Attorney to be performed hereunder. Such changes, including any increase or decrease in the amount of compensation which are mutually agreed upon between the Redevelopment Commission and the Attorney shall be incorporated into a written amendment to the Agreement.

6. **METHOD OF PAYMENT.** The Attorney shall request payment for services rendered in writing.

In addition to the compensation provided above, the Local Public Agency will pay to the Attorney the amount of his billings, from time to time, in connection with the services provided for by paragraphs "D" through "F", as well as for those services rendered in preparing deeds, contracts establishing entirely new programs, to be undertaken by the Redevelopment Commission, services rendered in connection with any bond issues, establishment of any Redevelopment Area, TIF Area, STIF Area, Economic Revitalization Area or Recreational Districts, and for those services rendered and billed to the Commission pursuant to past practices. Said compensation shall be made to the Attorney upon submission of a detailed claim in support thereof. In the event Attorney deems it necessary to initiated action under paragraph 2(D), Attorney shall advise Commission prior to commencing action.

It is expressly understood and agreed that in connection with all services, Attorney shall be entitled to reimbursement for document reproduction, telephone tolls, postage, mileage and all costs advanced in connection with services hereunder, in accordance with past practice.

It is further understood that in the event Attorney has a conflict, Attorney may assign attorneys and paralegals tasks hereunder.

AGREEMENT
FOR PROFESSIONAL LEGAL SERVICES

This Agreement entered into and effective the 1st day of January, 2015 by and between the Town of Highland, State of Indiana, the Redevelopment Commission (hereinafter referred to as "Local Public Agency") and CAROL GREEN-FRALEY of the law firm of GREEN & KUCHEL, P.C., 322 Indianapolis Blvd., Suite 104 of Schererville, State of Indiana (hereinafter referred to as the "Attorney").

WITNESSETH

WHEREAS, the Local Public Agency is undertaking certain activities necessary for the planning and execution of a project situated in the Project Area described below; and

WHEREAS, the Local Public Agency desires to engage the Attorney to render certain technical advice and assistance in connection with such undertakings of the Local Public Agency.

NOW, THEREFORE, the parties hereto do mutually agree as follows:

1. **EMPLOYMENT OF THE ATTORNEY.** The Redevelopment Commission agrees to engage the Attorney to perform the services as hereinafter set forth

2. **SCOPE OF SERVICES.** The Attorney agrees to perform all of the necessary services provided under this Contract in connection with and respecting the following:

- A. Attend Local Public Agency meetings to advise on legal matters.
- B. Prepare legal documents with the exception of deeds, contracts and loan documents which establish new programs being undertaken by the Redevelopment Commission, as well as with the exception of any bonding issues involving the Redevelopment or Economic Development Commission, as well as the establishment of any new Redevelopment Areas, TIF Areas, STIF Areas or Economic Revitalization Areas or Recreational Districts.
- C. Furnish legal opinions with regard to general matters.
- D. Prepare, file and litigate civil actions or claims on behalf of the Local Public Agency whenever said civil actions are required.
- E. Defend on behalf of the Local Public Agency any civil action or claim wherein the Local Public Agency and/or its employees are named as defendants.

FURTHER, as required by IC22-5-1.7, Carol Green-Fraley of the law firm of Green & Kuchel, P.C. (also known as "the contractor") swears or affirms under the penalties of perjury that:

- (1) The Contractor does not knowingly employ an unauthorized alien.
- (2) The Contractor shall enroll in and verify the work eligibility status of all his/her/its newly hired employees through the E-Verify program as defined in IC 22-5-1.7-3. The Contractor is not required to participate should the E-Verify program cease to exist. Additionally, the Contractor is not required to participate if the Contractor is self-employed and does not employ any employees.
- (3) The contractor shall not knowingly employ or contract with an unauthorized alien. The Contractor shall not retain an employee or contract with a person that the Contractor subsequently learns is an unauthorized alien.
- (4) The Contractor shall require any subcontractors who perform work under this Contract to certify to the Contractor that the subcontractor does not knowingly employ or contract with an unauthorized alien and that the subcontractor has enrolled and is participating in the E-Verify program. The Contractor agrees to maintain this certification throughout the duration of the term of a contract with a subcontractor.
- (5) The Department may terminate for default if the Contractor fails to cure a breach of this provision no later than thirty days after being notified by the Department.

FURTHER, as required by IC 5-22-16.5, Carol Green-Fraley of the law firm of Green & Kuchel, P.C. (also known as "the Contractor") certifies that the Contractor is not engaged in investment activities in Iran. Providing false certification may result in the consequences listed in IC 5-22-16.5-16.5-14 including termination of this Contract, denial of future contracts, as well as an imposition of a civil penalty.

IN WITNESS WHEREOF, the Local Public Agency and the Attorney have executed this Agreement as of the date first above written.

TOWN OF HIGHLAND, INDIANA
REDEVELOPMENT COMMISSION

By: [Signature]

Title: [Signature]

DATE: 1-14-15

ATTEST:

By: Dominic M. Noce

Title: VICE PRESIDENT

GREEN & KUCHEL P.C.

By: Carol Green Tralcy

DATE: 1-14-2015

HIGHLAND DEPARTMENT OF REDEVELOPMENT
HIGHLAND REDEVELOPMENT COMMISSION
RESOLUTION No. 2015-03

A RESOLUTION AUTHORIZING COMPENSATION FOR CERTAIN EMPLOYEES
TO BE DERIVED FROM THE PROPER FUND OF THE REDEVELOPMENT
DEPARTMENT OF THE TOWN OF HIGHLAND, LAKE COUNTY, INDIANA

Whereas, The Highland Town Council, as legislative body of the municipality, enacted Chapter 14.15 of the Highland Municipal Code, establishing the Highland Redevelopment Commission and the Redevelopment Department, pursuant to provisions of I.C. 36-7-14-1 through IC 36-7-14-44.2 as may be amended from time to time; and,

Whereas, Those provisions incorporate by reference provisions of I.C. 36-7-14-et seq., outlining for and conferring upon the Redevelopment Commission certain responsibilities relative to the management of the department's human resources, including but not limited to fixing the compensation of the Redevelopment Director and such other employees as may be employed by the department;

BE IT HEREBY RESOLVED BY the Redevelopment Commission of the Town of Highland, Lake County, Indiana, as follows:

Section 1. That wages and salaries are hereby established for the employees and certain professional appointments of the Redevelopment Department, to be paid from the proper fund of the Redevelopment Department, effective upon adoption, as set forth below:

(A) Advising and Support Personnel:

- (1) Attorney: paid at an hourly rate according to terms set forth in attorney's letter of acceptance on file. (\$180 hr. at last filing)
 - (2) Meeting Recording Secretary \$ 52 per month
 - (3) Effective January 4, 2015 (hourly):
- | | |
|------------------|-------------------|
| Starting
Rate | Incumbent
Rate |
|------------------|-------------------|

pursuant to this resolution shall not be made effective earlier than the month in which it is properly filed;

(D) Incumbent defined. Further, except as otherwise provided in the Compensation and Benefits Ordinance regarding acting pay, the term Incumbent rate as used in this resolution shall be construed to mean a rate or wage applied to a worker in the position for more than one year;

Section 5. That the Redevelopment Director will receive no overtime pay except as provided in the most recently adopted Compensation and Benefits Ordinance, as amended.

Section 6. Department heads and senior supervisory workers who earn a graduate degree from an accredited University or College in a discipline relevant to their administrative responsibilities, shall have an additional compensatory adjustment added to the base rate in the bi-weekly amount of \$95, pursuant to Section 3 (D) of the Wage and Salary Ordinance most recently adopted by the Town Council;

Section 7. That the approved staffing levels for certain positions are hereby approved and fixed as indicated by a parenthetical number and any part-time worker is limited to a weekly schedule not to exceed 28 hours;

Section 8. In addition to those provisions providing for a salary for the duly appointed attorney, the duly appointed attorney is authorized to bill for legal services performed outside the scope of the retained services salary for hours spent on lawful business of the municipality according to the rates and terms of a letter of acceptance placed on file with the municipal clerk.

Section 9. That the provisions of this resolution shall remain in effect until they are amended, or repealed by passage and adoption of a successor resolution of the Redevelopment Commission; further, the provisions related to the salary of the Redevelopment Director shall be effective from January 4, 2015 remaining in effect thereafter until it may be modified by adoption of a successor resolution.

Secretary (Part-Time)	\$16.88	\$16.88
(A) Effective June 21, 2015 (hourly):		
Secretary	\$17.26	\$17.26
(B) Full-Time Staff:		
(1) Effective at January 4, 2015 bi-weekly:		
Redevelopment Director (1)		\$ 2,239.76
(2) Effective at June 21, 2015 bi-weekly:		
Redevelopment Director (1)		\$ 2,290.15

Section 2. Compensation and Benefits Ordinance Adopted. That the compensation and benefits policies as adopted and are in effect in the most recently adopted compensation and benefits ordinance as amended, is hereby adopted and ratified for application to the Commissioners, officers and employees of the Redevelopment Department;

Section 3. No other wage or salary increases not otherwise provided by statute, ordinances or Resolutions of the Municipality may be distributed to any single employee or officer, unless specifically approved by the Town Council or proper board of jurisdiction;

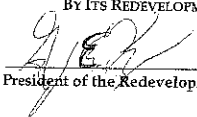
Section 4. (A) That unless otherwise provided by this ordinance, all new employees will start at the identified starting wage or salary for their job position unless approved by the Redevelopment Commission to do otherwise;

(B) Where no starting wage or salary is depicted, the Redevelopment Commission shall fix such pay by proper enactment prior to the payment of wages or salary. The Redevelopment Director shall notify the Clerk-Treasurer in writing of all individual raises and their effective dates;

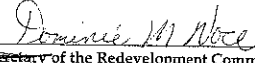
(C) Further, the Redevelopment Director shall report all rates and wages as a rate per hour for all hourly wage earners and a bi-weekly rate for all salaried wage earners as set forth in this resolution. Such other increases or change of biweekly or hourly pay executed

Duly Approved and Adopted by the Redevelopment Commission of the Town of Highland, Lake County, Indiana this 14th day of January, 2015 by a vote of 3 in favor and 0 opposed.

THE REDEVELOPMENT DEPARTMENT
BY ITS REDEVELOPMENT COMMISSION:


President of the Redevelopment Commission

Attest:


Secretary of the Redevelopment Commission
Vice Pres. DEWT

REDEVELOPMENT COMMISSION
Meeting Schedule—2015

<u>2nd Wednesday of Month</u>	<u>4th Wednesday of the Month</u>
6:30 PM Study Session 7:00 PM Public Meeting (Study Session follows if necessary)	6:30 PM Study Session
January 14	January 28
February 11	February 25
March 11	March 25
April 8	April 22
May 13	May 27
June 10	June 24
July 8	July 22
August 12	August 26
September 9	September 23
October 14	October 28
November 11	November 25
December 9	December 23