

NOTICE OF MATTER TO BE SUBMITTED TO BOARD OF ALDERS

TO: Honorable Board of Alders
DATE: June 1, 2021
FROM: Bernard Pelligrino, Esq., The Pellegrino Law Firm
RE: Highville Charter School, Inc.

This is to inform you that the following matter affecting residents of the City of New Haven will be submitted to the Board of Alders:

Request for the Board of Alders of the City of New Haven (1) to properly notice and hold a public hearing pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended, regarding the issuance by the Public Finance Authority of its Charter School Revenue Bonds (Highville Charter School, Inc. Project) Series 2021 in one or more series, in a principal amount not to exceed \$15,000,000, and (2) to approve a resolution entitled "RESOLUTION OF THE BOARD OF ALDERS OF THE CITY OF NEW HAVEN, CONNECTICUT APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS CHARTER SCHOOL REVENUE BONDS (HIGHVILLE CHARTER SCHOOL, INC. PROJECT) SERIES 2021 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000."

CHECK LIST FOR ALDERMANIC SUBMISSIONS

X	Cover Letter
X	Resolutions/ Orders/ Ordinances
X	Prior Notification Form
N/A	Fiscal Impact Statement – should include comprehensive budget
X	Supporting Documentation (if applicable)
X	Disk or E-Mailed Cover Letter & Order

IN ADDITION IF A GRANT:

N/A	Notice of Intent
N/A	Grant Summary
N/A	Executive Summary (not longer than 5 pages without an explanation)

Date Submitted: June 1, 2021

Meeting Submitted For: June 7, 2021

Regular or Suspension Agenda: Regular

Submitted By: Bernard Pellegrino, Esq., The Pellegrino Law Firm, re Highville Charter School, Inc.

Title of Legislation:

RESOLUTION OF THE BOARD OF ALDERS OF THE CITY OF NEW HAVEN, CONNECTICUT APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS CHARTER SCHOOL REVENUE BONDS (HIGHVILLE CHARTER SCHOOL, INC. PROJECT) SERIES 2021 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000.

Comments:

Coordinator's Signature:

Controller's Signature:

Mayor's Office Signature:

N/A

N/A

RESOLUTIONS/ ORDERS/ ORDINANCES

(See attached)



City of New Haven

Master

165 Church Street
New Haven, CT 06510
(203) 946-6483 (phone)
(203) 946-7476 (fax)
cityofnewhaven.com

File Number: _____

File ID:		Type:	Resolution	Status:		
Version:	1	Reference:		In Control:		
				File Created:		
File Name:				Final Action:		
Title:	RESOLUTION OF THE BOARD OF ALDERS OF THE CITY OF NEW HAVEN, CONNECTICUT APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS CHARTER SCHOOL REVENUE BONDS (HIGHVILLE CHARTER SCHOOL, INC. PROJECT) SERIES 2021 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000					
Notes:	E-mail: BP@pellegrinolawfirm.com mailto: BP@pellegrinolawfirm.com >					
	Telephone: (614)-462-1056					
OLS Staff:				Effective Date:		

History of Legislative File

Ver sion :	Acting Body:	Date:	Action:	Sent To:	Due Date:	Return Date:	Result:
1	Board of Alders						
	Action Text:						
1	Finance Committee						
	Action Text:						
1	Board of Alders						
	Action Text:						
1	Board of Alders						
	Action Text:						

Text of Legislative File _____

RESOLUTION OF THE BOARD OF ALDERS OF THE CITY OF NEW HAVEN, CONNECTICUT APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS CHARTER SCHOOL REVENUE BONDS (HIGHVILLE CHARTER SCHOOL, INC. PROJECT) SERIES 2021 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000



City of New Haven

Signature Copy

Resolution: _____

165 Church Street
New Haven, CT 06510
(203) 946-6483 (phone)
(203) 946-7476 (fax)
cityofnewhaven.com

File Number: _____

**RESOLUTION OF THE BOARD OF ALDERS OF THE CITY
OF NEW HAVEN, CONNECTICUT APPROVING THE
ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF
ITS CHARTER SCHOOL REVENUE BONDS (HIGHVILLE
CHARTER SCHOOL, INC. PROJECT) SERIES 2021 IN AN
AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED
\$15,000,000**

WHEREAS, Highville Charter School, Inc., a nonprofit organization incorporated under the laws of the State of Connecticut (the "Borrower"), has requested that the Public Finance Authority, established and organized under the laws of the State of Wisconsin (the "Authority"), issue its Charter School Revenue Bonds (Highville Charter School, Inc. Project) Series 2021 in an aggregate principal amount not to exceed \$15,000,000 (the "Bonds") to provide moneys for the purpose of (a) refunding the outstanding principal amount of the Authority's \$9,480,000 Charter School Revenue Bonds (Highville Charter School, Inc. Project), Series 2015 (the "2015 Bonds"), the proceeds of which were used to (i) finance the acquisition of the Facilities (as defined below); (ii) reimburse, finance and refinance the planning, design, engineering, acquisition, relocation, renovation or construction of the remodeling and build out of the Facilities; (iii) fund a debt service reserve fund and capitalized interest fund for the 2015 Bonds, and (iv) pay certain costs of issuance with respect to the 2015 Bonds; (b) reimbursing, financing and refinancing the planning, design, engineering, acquisition, relocation, renovation, equipping, or construction of the remodeling and improvement of the Facilities; (c) funding any required reserve funds; (d) paying capitalized interest on the Bonds, if deemed necessary or desirable; and (e) paying all or a portion of the costs of issuance of the Bonds (collectively, the "Project"); and

WHEREAS, the land and educational facilities, improvements and equipment to be financed with the proceeds of the Bonds is and will be initially owned and operated by the Borrower and are or will be located within Science Park at Yale University at 300 & 320 Mansfield Street (a/k/a One Science Park), New Haven, Connecticut (the "Facilities"); and

WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), prior to their issuance, the Bonds are required to be approved by the "applicable elected representative" of a governmental unit having jurisdiction over the entire area in which the Project is located, after a public hearing held following reasonable public notice; and

WHEREAS, the Board of Alders (the "Board of Alders") of the City of New Haven, Connecticut (the "City") is the applicable elected representative of the City; and

WHEREAS, the Borrower has requested that the Board of Alders approve the financing of the Project and the issuance of the Bonds by the Authority in order to satisfy the public approval

requirement of Section 147(f) of the Code and the requirements of Section 4 of the Amended and Restated Joint Exercise of Powers Agreement Relating to the Public Finance Authority, dated as of September 28, 2010 (the "Joint Exercise Agreement") and Section 66.0304(11)(a) of the Wisconsin Statutes; and

WHEREAS, pursuant to Section 147(f) of the Code, the Board of Alders, or a Committee of the Board of Alders, following notice duly given in the form attached hereto as **Exhibit A** (the "TEFRA Notice"), held a public hearing regarding the financing of the Project and the issuance of the Bonds, and the Board of Alders now desires to approve the financing and the issuance of the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF ALDERS OF THE CITY OF NEW HAVEN AS FOLLOWS:

Section 1. The above recitals are hereby adopted by the Board of Alders as the findings of the City and are incorporated herein.

Section 2. The Board of Alders hereby ratifies (i) the publication of the "Notice of Public Hearing" in the form of the TEFRA Notice, in a newspaper qualified to carry legal notices and having general circulation within the City and (ii) the public hearing held by a designated Committee of the Board of Alders.

Section 3. The Board of Alders hereby approves the issuance of the Bonds by the Authority for financing the Project. It is the purpose and intent of the Board of Alders that this resolution constitute approval of the issuance of the Bonds by the applicable elected representative of the governmental unit having jurisdiction over the area in which the Project is located, in accordance with Section 147(f) of the Code and Section 66.0304(11)(a) of the Wisconsin Statutes and Section 4 of the Joint Exercise Agreement.

Section 4. The officers of the City are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents that they deem necessary or advisable in order to carry out, give effect to and comply with the terms and intent of this resolution and the financing approved hereby.

Section 5. The City, its officers or the Board of Alders has no responsibility for the payment of the principal of or interest on the Bonds or for any costs incurred by the Borrower with respect to the Bonds or the Project.

Section 6. The approval of the issuance of the Bonds does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Project or of the Borrower. THE BONDS DO NOT CONSTITUTE A DEBT OF THE STATE OF CONNECTICUT OR ANY POLITICAL SUBDIVISION OR ANY AGENCY THEREOF, INCLUDING THE CITY, OR A PLEDGE OF THE FAITH AND CREDIT OF THE STATE OF CONNECTICUT OR ANY POLITICAL SUBDIVISION OR ANY AGENCY THEREOF, INCLUDING THE CITY.

Section 7. This resolution is effective immediately on its passage.

At a meeting of the Board of Alders on _____, this Resolution _____ was Adopted.

Attest, City Clerk _____ **Date** _____

Signed, City Clerk _____

Date _____

Signed, Mayor _____

Date _____

EXHIBIT A - FORM OF TEFRA NOTICE

**FINANCE COMMITTEE
CITY OF NEW HAVEN, CONNECTICUT
ALDERMANIC NOTICE NEW HAVEN**

NOTICE OF PUBLIC HEARING

Public Notice is hereby given that the Finance Committee of the Board of Alders (the "Committee") of the City of New Haven, Connecticut (the "City") will hold a public hearing [telephonically] during a meeting of the Committee commencing at ____ p.m. on _____, _____, 2021 [in the Board of Alders Chamber of City Hall at 165 Church Street, New Haven, CT 06510,] for the purpose of providing a reasonable opportunity for interested individuals to express their views, either orally or in writing, as to (i) the proposed issuance by the Public Finance Authority (the "Authority") of its Charter School Revenue Bonds (Highville Charter School, Inc. Project) Series 2021 in an aggregate principal amount not to exceed \$15,000,000 (the "Bonds"), (ii) the loan of the proceeds of the Bonds by the Authority to Highville Charter School, Inc. (the "Institution"), a nonprofit organization incorporated under the laws of the State of Connecticut, and (iii) the nature of the Project as described below. The Committee also intends at the meeting to consider and take action on its recommendation to the Board of Alders regarding the approval by the Board of Alders of the issuance of the Bonds by the Authority.

The Bonds are expected to be issued pursuant to Section 66.0304 of the Wisconsin Statutes, as amended, by the Authority, a joint powers commission and unit of government organized under and pursuant to the provisions of Sections 66.0301, 66.0303 and 66.0304 of the Wisconsin Statutes.

The Bonds will be special limited obligations of the Authority payable solely from the loan repayments to be made by the Institution to the Authority, and certain funds and accounts established by the bond indenture for the Bonds. The Bonds are not being issued by the City, and the City shall have no obligation, legal, moral or otherwise, with respect to the repayment thereof.

The proceeds from the sale of the Bonds will finance one or more loans to the Institution to provide moneys for the purpose of (a) refunding the outstanding principal amount of the Authority's \$9,480,000 Charter School Revenue Bonds (Highville Charter School, Inc. Project), Series 2015 (the "2015 Bonds"), the proceeds of which were used to (i) finance the acquisition of the Facilities (as defined below); (ii) reimburse, finance and refinance the planning, design, engineering, acquisition, relocation, renovation or construction of the remodeling and build out of the Facilities; (iii) fund a debt service reserve fund and capitalized interest fund for the 2015 Bonds, and (iv) pay certain costs of issuance with respect to the 2015 Bonds; (b) financing, including through reimbursement, the planning, design, engineering, acquisition, relocation, renovation, equipping, or construction of the remodeling and improvement of the Facilities; (c) funding any required reserve funds; (d) paying capitalized interest on the Bonds, if deemed necessary or desirable; and (e) paying all or a portion of the costs of issuance of the Bonds (collectively, the "Project"). The land and educational facilities, improvements and equipment to be financed and refinanced with the proceeds of the Bonds are and will be initially owned and operated by the Institution and are or will be located within Science Park at Yale University at 300 & 320 Mansfield Street (a/k/a One Science Park), New Haven, Connecticut (the "Facilities").

Interested persons are invited to [attend][participate telephonically due to measures implemented in response to the ongoing COVID-19 pandemic. The meeting will be accessible through the following: telephone number _____ (toll free); passcode _____]. Interested persons desiring to submit written comments may submit such comments before the time and date of the public hearing to the Board of Alders, to the attention of the Director of the Board of Alders, 165 Church Street, New Haven, Connecticut 06510. For additional information with respect to the Institution, the Bonds or the Project,

contact Ms. Janet Brown-Clayton, Executive Director of the Institution at Jbrown-clayton@highvillecharter.com or (203) 287-0632. This notice is given pursuant to the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

Finance Committee
City of New Haven
165 Church Street
New Haven, CT 06510

SUPPORTING DOCUMENTATION

The following provides additional details and required information to ensure that the requirements of Section 147(f) of the Internal Revenue Code are met so that the Public Finance Authority may issue its Charter School Revenue Bonds (Highville Charter School, Inc. Project) Series 2021 and loan the proceeds thereof to Highville Charter School, Inc.

Notice of Public Hearing and Public Hearing

- The draft of the Notice of Public Hearing (Exhibit A to the Resolution) must be completed by:
 - Adding the time, day and date of the public hearing; and
 - Completing and removing the bracketed terms in the first and last paragraphs based on whether the hearing will be held remotely or in-person. The remote hearing provisions should be deleted in their entirety if the hearing will be held in-person. Likewise, the in-person hearing provisions should be deleted in their entirety if the hearing will be held remotely. Brackets enclosing the remaining provisions should be removed in either case, and any additional information required (*e.g.*, telephone number and passcode) completed.
- The completed Notice of Public Hearing must be published in its entirety in a newspaper of general circulation in the City of New Haven no less than 7 days prior to the date of the public hearing.

Documentation Required

- **Please return certificated copies of the below listed proceedings and documents, certified by the City Clerk to the attention of:**

Benjamin R. Kitto
Ice Miller LLP
250 West Street
Suite 700
Columbus, OH 43215

1. Affidavit of Publication of the Notice of Public Hearing
2. Minutes of the meetings of the Board of Alders and the Finance Committee of the Board of Alders, with respect to the Public Hearing and the adoption of the Resolution
3. Adopted Resolution