



STAFF REPORT

Report To: Board of Supervisors

Meeting Date: 11/17/16

Staff Contact: Nancy Paulson, Chief Financial Officer

Agenda Title: For Possible Action: To introduce, on first reading, Bill No.____, an ordinance authorizing installment-purchase agreements for the purpose of acquiring, constructing, improving and equipping building projects and authorizing the execution of the agreements and other documents related to the agreements. (Nancy Paulson, npaulson@carson.org)

Staff Summary: The Board of Supervisors of Carson City, Nevada proposes to enter into an installment-purchase agreement in the maximum principal amount of \$3,101,538 (the "QECB Agreement") in order to finance all or a portion of the cost to acquire, improve, and equip building projects as defined in NRS 244A.019 in the City (the "QECB Project") each of which is a "qualified conservation purpose" as defined in Section 54D(f) of the tax code. In addition, the Board proposes to enter into an installment-purchase agreement in the maximum principal amount of \$1,175,000 (the "Tax-Exempt Agreement") in order to finance all or a portion of the cost to acquire, improve, and equip building projects as defined in NRS 244A.019 in the City (the "Tax-Exempt Project").

Agenda Action: Ordinance - First Reading

Time Requested: 30 minutes

Proposed Motion

I move to introduce, on first reading, Bill No.____, an ordinance authorizing installment-purchase agreements for the purpose of acquiring, constructing, improving and equipping building projects and authorizing the execution of the agreements and other documents related to the agreements.

Board's Strategic Goal

Sustainable Infrastructure

Previous Action

October 1, 2015 - the Board of Supervisors approved contract 1415-123 with Ameresco, Inc. to perform a financial grade energy audit for the Carson City Performance Contract 2015 Project.

June 2, 2016 - the Board of Supervisors held a public hearing and adopted Resolution No. 2016-R-10 authorizing the installment-purchase agreements for the purpose of financing the cost of building projects; directing the Chief Financial Officer to forward materials to the State of Nevada Department of Taxation and authorizing the Chief Financial Officer to execute such installment-purchase agreements.

June 21, 2016 - Pursuant to NRS 350.014, the Carson City Debt Management Commission approved the proposal by the City to enter into installment-purchase agreements in a collective aggregate principal amount not to exceed \$5,300,000.

July 8, 2016 - Pursuant to NRS 350.089, the City received the approval of the State of NV Department of Taxation Executive Director for Resolution No. 2016-R-10.

October 18, 2016 - The City was awarded an allocation of \$3,101,538 of Qualified Energy Conservation Bonds ("QECBs") from the State Department of Business and Industry.

Background/Issues & Analysis

Applicable Statute, Code, Policy, Rule or Regulation

NRS Chapters 350, 268, 244A
Internal Revenue Code Section 6431

Financial Information

Is there a fiscal impact? Yes No

If yes, account name/number: Estimated annual debt service payments of \$168,000 to \$335,000 from the General Fund for a period of not more than 20 years to be offset by energy savings (guaranteed by Ameresco) and estimated operating and maintenance savings from the General Fund. Utility line item budgets in the General Fund will be reduced by anticipated savings and the budget amounts transferred to an account to provide for the annual debt service.

The financing proposal includes a cash contribution from the General Fund of \$149,264 which is expected to be offset by utility rebates upon completion of the project.

According to NRS 332.370, a performance contract must be structured to guarantee operating cost savings, which includes, without limitation, the design and installation of equipment, the operation and maintenance, if applicable, of any of the operating cost-savings measures and the guaranteed annual savings which must meet or exceed the total annual debt service payments to be made by the local government including any financing charges to be incurred by the local government over the life of the performance contract.

Is it currently budgeted? Yes No

Explanation of Fiscal Impact: The issuance costs, debt service, project costs, and proceeds from the issuance of the installment-purchase agreements will be added to the City's FY 17 Budget upon confirmation of the final amounts. The project will be accounted for in the Capital Projects Fund.

Alternatives

Elect to not pursue the financing and not proceed with the performance contract.

Board Action Taken:

Motion: _____

1) _____

2) _____

Aye/Nay

(Vote Recorded By)

Summary – an ordinance authorizing installment-purchase agreements and authorizing the execution of such agreements.

BILL _____
ORDINANCE _____

AN ORDINANCE AUTHORIZING INSTALLMENT-PURCHASE AGREEMENTS FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, IMPROVING AND EQUIPPING BUILDING PROJECTS; AUTHORIZING THE EXECUTION OF THE AGREEMENTS AND OTHER DOCUMENTS RELATED TO THE AGREEMENTS; AND PROVIDING THE EFFECTIVE DATE HEREOF.

WHEREAS, Carson City, Nevada (the “City”) is a political subdivision of the State duly organized and consolidated as a city/county under the provisions of Section 37A of Article 4 of the Nevada Constitution and authorized to transact business and exercise powers pursuant to Nevada Revised Statutes (“NRS”) Chapters 244, 244A and 268 and the general laws of the State (collectively, the “Law”), when not inconsistent with Statutes of Nevada 1969, Chapter 213 (the “Charter”); and

WHEREAS, the Board of Supervisors of the City (the “Board”) proposes to enter into an installment-purchase agreement in the maximum principal amount of \$3,101,538 (the “QECB Agreement”) of the City under NRS 350.087 to 350.095, inclusive (the “Act”), in order to finance all or a portion of the cost to acquire, improve and equip building projects as defined in NRS 244A.019 in the City (the “QECB Project”) each of which is a “qualified conservation purpose” as defined in Section 54D(f) of the Internal Revenue Code of 1986, as amended (the “Tax Code”); and

WHEREAS, the Board proposes to enter into an installment-purchase agreement in the maximum principal amount of \$1,175,000 (the “Tax-Exempt Agreement” and the together with the QECB Agreement, the “Agreements”) of the City under the Act, in order to finance all or a portion of the cost to acquire, improve and equip building projects as defined in NRS 244A.019 in the City (the “Tax-Exempt Project” and together with the QECB Project, the “Project”); and

WHEREAS, NRS 350.087 requires that a notice of intention to authorize the Agreements be published not less than 10 days prior to the consideration of a resolution authorizing the Agreements; and

WHEREAS, a notice of intention to act upon the resolution authorizing such Agreements has been duly published in a newspaper of general circulation in the City not less than 10 days prior to the date of a public hearing thereon and the public hearing was held and the Board adopted an authorization resolution on June 2, 2016 (the “Authorization Resolution”); and

WHEREAS, the Board made certain determinations in the Authorization Resolution as required by the Act; and

WHEREAS, the Authorization Resolution and the necessary documentation were submitted to the State of Nevada, Department of Taxation (the “Department”), for approval as required by NRS 350.089; and

WHEREAS, the Board proposes to enter into the respective Agreements each with a term of more than 10 years, requiring the Board, pursuant to NRS 350.014, to submit to the Carson City Debt Management Commission (the “Commission”) for its approval or disapproval the following proposal:

INSTALLMENT-PURCHASE AGREEMENT PROPOSAL:

Shall the Board of Supervisors of Carson City in the State of Nevada, be authorized to enter into one or more installment-purchase agreements in a collective aggregate principal amount not to exceed \$5,300,000 (i.e., the aggregate principal amount of all such installment-purchase agreements, when added together, shall not exceed \$5,300,000) for the purpose of financing, wholly or in part, the cost of acquiring, improving and equipping a building project as defined in NRS 244A.019 in the City, each such installment-purchase agreement to mature not later than 21 years from the date it is entered into, each such installment-purchase agreement to bear interest at a rate or rates not in excess of the statutory maximum rate in effect at the time such installment-purchase agreement is entered into, each such installment-purchase agreement by its terms to be extinguished by failure of the Board to appropriate money for the ensuing fiscal year for payment of the amounts then due, each such installment-purchase agreement to be payable from legally available funds of the City, each such installment-purchase agreement to be secured by a security interest in property of the City as provided in NRS 350.800, and each such installment-purchase agreement to be entered into upon such terms and conditions, and with such other details as the Board may determine?

(the "Proposal"); and

WHEREAS, the Commission approved the Proposal on June 21, 2016; and

WHEREAS, the Executive Director of the State of Nevada Department of Taxation has approved the Proposal and the written approval is attached hereto and recorded in the minutes of the Board; and

[Insert Taxation approval]



STATE OF NEVADA
DEPARTMENT OF TAXATION

Web Site: <http://tax.nv.gov>

1550 College Parkway, Suite 115
Carson City, Nevada 89706-7937
Phone: (775) 684-2000 Fax: (775) 684-2020

RENO OFFICE
4600 Kietzke Lane
Building L, Suite 235
Reno, Nevada 89502
Phone: (775) 687-1295
Fax: (775) 688-1303

BRIAN SANDOVAL
Governor

JAMES DEVOLLD
Chair, Nevada Tax Commission
DEONNE E. CONTINE
Executive Director

LAS VEGAS OFFICE
Grant Sawyer Office Building, Suite 1300
555 E. Washington Avenue
Las Vegas, Nevada 89101
Phone: (702) 486-2300 Fax: (702) 486-2373

HENDERSON OFFICE
2550 Paseo Verde Parkway, Suite 180
Henderson, Nevada 89074
Phone: (702) 486-2300
Fax: (702) 486-3377

July 8, 2016

Nancy Paulson, Chief Financial Officer
Carson City
201 N. Carson Street, Suite #3
Carson City, NV 89701

Re: Installment Purchase Agreement Financing Request

Dear Ms. Paulson:

The Department of Taxation has received the request from Carson City for approval of one or more Installment Purchase Agreements in the aggregate amount not to exceed \$5,300,000. Proceeds from the financing will be used to acquire, improve and equip a building project. The term of each agreement is for a maximum of 21 years and the interest rate will not exceed by more than 3% the "Index of Revenue Bonds".

The request has been reviewed as required by NRS 350.089 and is approved.

Pursuant to NRS 350.089, the approval must be recorded in the minutes of the governing body, and the financing must be secured within eighteen months of the receipt of this approval.

If you have any questions regarding this matter, please do not hesitate to call Penny Hampton in the Local Government Finance Section at (775) 684-2092.

Sincerely,

A handwritten signature in cursive script, appearing to read "Deonne E. Contine".

Deonne E. Contine, Executive Director
Department of Taxation

DEC:ph

cc: Marty Jonhson
David Lucas
John Peterson
Ryan Henry

WHEREAS, of the \$5,300,000 approved by the Department of Taxation and the Debt Management Commission in the Proposal, the City has not previously entered into any installment-purchase agreements which are subject to such approvals; and

WHEREAS, the Board elects to and hereby determines to enter into the Agreements in accordance with the provisions of Chapter 350 of NRS and all laws amendatory thereof which includes the Local Government Securities Laws, being NRS 350.500 through 350.720, and all laws amendatory thereof (the "Bond Act"), NRS 244A.011 through 244A.065, inclusive (the "County Bond Law") and Chapter 348 of NRS (the "Supplemental Bond Act"); and

WHEREAS, the Board has authorized the Chief Financial Officer of the City (the "Chief Financial Officer") or designee to arrange for the issuance and sale of the Agreements, subject to, among other conditions, adoption by the City of this Ordinance specifying the Agreements' terms and details and approving their sale; and

WHEREAS, after negotiation for the sale of the Agreements, the Chief Financial Officer is hereby authorized to (i) sell the QECB Agreement to the purchaser thereof (the "QECB Purchaser"), (ii) sell the Tax-Exempt Agreement to the purchaser thereof (the "Tax-Exempt Purchaser"), and (iii) accept binding bids for the respective Agreements; and

WHEREAS, the Agreements shall each bear interest at the rate or rates per annum provided in the purchase proposals submitted by the Purchaser, such rates not to exceed 3 percent over the Index of Revenue Bonds most recently published in The Bond Buyer prior to the time a negotiated offer is accepted for the Agreements, and be sold at a price equal to the principal amount thereof plus accrued interest to the date of delivery of the Agreements, if any, plus a premium or less a discount not to exceed 9 percent of the principal amount of the Agreements, all as specified by the Chief Financial Officer in the respective Agreements; and

WHEREAS, the United States Secretary of the Treasury allocated to the State of Nevada volume cap in the amount of \$26,975,000, of which \$3,101,538 has been re-allocated by the State to the City, and the City hereby allocates \$3,101,538 (the "QECB Volume Cap") to the QECB Project under Section 54D(a)(1) of the Tax Code and IRS Notice 2009-29, and a copy of the allocation notification is on file with the City; and

WHEREAS, the aggregate principal amount of the QECB Agreement does not exceed the amount of the QECB Volume Cap; and

WHEREAS, the Board has determined and hereby declares:

(A) It is necessary and in the best interests of the City to effect the Project and to issue and enter into the Agreements;

(B) Each of the limitations and other conditions to the execution and delivery of the Agreements in the Act, the County Bond Law, and pursuant to the Bond Act, the Supplemental Bond Act, and in any other relevant act of the State or the Federal Government, has been met; and pursuant to NRS 350.708, this determination of the Board that the limitations in the Bond Act have been met shall be conclusive in the absence of fraud or arbitrary or gross abuse of discretion; and

(C) This Ordinance pertains to the sale, execution, delivery and payment of the Agreements.

NOW, THEREFORE, THE BOARD OF SUPERVISORS OF CARSON CITY DO ORDAIN:

Section 1. This ordinance is hereby designated by the short title the “2016 Installment-Purchase Agreement Ordinance” (the “Ordinance”).

Section 2. The Board hereby authorizes the Chief Financial Officer to execute the QECB Agreement with the QECB Purchaser evidencing the financing for the QECB Project in the maximum principal amount of \$3,101,538, in substantially the form as currently on file with the Clerk-Recorder with such changes and amendments as are deemed necessary by the Chief Financial Officer, in the best interests of the City, and not inconsistent with the provisions of this Ordinance and such officer’s execution of the QECB Agreement shall be conclusive evidence of such officer’s consent to any changes and amendments. The Chief Financial Officer is hereby authorized to negotiate the terms of the QECB Agreement not inconsistent herewith and accept a binding offer for the financing of the QECB Agreement which acceptance shall constitute a binding written contract for the sale of the QECB Agreement. The acceptance of the offer by the Chief Financial Officer may be evidenced by execution of the QECB Agreement or a certificate of the Chief Financial Officer containing the interest rate, amounts and dates of principal installments and specified credit rates for each maturity. The principal of the QECB Agreement shall bear interest from the date of delivery at an annual interest rate set forth in QECB Agreement to be repaid over a period of not more than 21 years, which term shall not exceed the useful life of the QECB Project, and shall mature in semi-annual principal installments on the dates and in the amounts provided in the QECB

Agreement. Pursuant to NRS 350.800 and the QECB Agreement, the City shall grant a security interest in the QECB Project to the QECB Purchaser of the QECB Agreement. The QECB Agreement must include a provision which, by its terms, shall be extinguished by failure of the Board to appropriate money for the ensuing fiscal year for payment of the amounts then due, subject to the applicable Purchaser's right to pursue its security interest in the QECB Project which security interest (or right thereto) shall not be extinguished by failure of the Board to appropriate money for the ensuing fiscal year for payment of the amounts then due.

Section 3. In connection with the QECB Agreement, the Board hereby authorizes the Chief Financial Officer to execute the Escrow Account Control Agreement between the QECB Purchaser, the City and Bank of America National Association, as escrow agent (the "QECB Escrow Agreement"), in substantially the form as currently on file with the Clerk-Recorder with such changes and amendments as are deemed necessary by the Chief Financial Officer, in the best interests of the City, and not inconsistent with the provisions of this Ordinance and such officer's execution of the QECB Escrow Agreement shall be conclusive evidence of such officer's consent to any changes and amendments.

Section 4. The Board hereby authorizes the Chief Financial Officer to execute the Tax-Exempt Agreement with the Tax-Exempt Purchaser evidencing the financing for the Tax-Exempt Project in the maximum principal amount of \$1,175,000, in substantially the form as currently on file with the Clerk-Recorder with such changes and amendments as are deemed necessary by the Chief Financial Officer, in the best interests of the City, and not inconsistent with the provisions of this Ordinance and such officer's execution of the Tax-Exempt Agreement shall be conclusive evidence of such officer's consent to any changes and amendments. The Chief Financial Officer is hereby authorized to negotiate the terms of the Tax-Exempt Agreement not inconsistent herewith and accept a binding offer for the financing of the Tax-Exempt Agreement which acceptance shall constitute a binding written contract for the sale of the Tax-Exempt Agreement. The acceptance of the offer by the Chief Financial Officer may be evidenced by execution of the Tax-Exempt Agreement or a certificate of the Chief Financial Officer containing the interest rate, amounts and dates of principal installments. The Board hereby designates to the Chief Financial Officer the authority to designate the Tax-Exempt Agreement for purposes of paragraph (3) of Section 265(b) of the Tax Code. The principal of the Tax-Exempt Agreement shall bear interest

from the date of delivery at an annual interest rate set forth in Tax-Exempt Agreement to be repaid over a period of not more than 21 years, which term shall not exceed the useful life of the Tax-Exempt Project, and shall mature in semi-annual principal installments on the dates and in the amounts provided in the Tax-Exempt Agreement. Pursuant to NRS 350.800 and the Agreement, the City shall grant a security interest in the Tax-Exempt Project to the Tax-Exempt Purchaser of the Tax-Exempt Agreement. The Tax-Exempt Agreement must include a provision which, by its terms, shall be extinguished by failure of the Board to appropriate money for the ensuing fiscal year for payment of the amounts then due, subject to the applicable Purchaser's right to pursue its security interest in the Tax-Exempt Project which security interest (or right thereto) shall not be extinguished by failure of the Board to appropriate money for the ensuing fiscal year for payment of the amounts then due.

Section 5. In connection with the Tax-Exempt Agreement, the Board hereby authorizes the Chief Financial Officer to execute the Escrow Account Control Agreement between the Tax-Exempt Purchaser, the City and Bank of America National Association, as escrow agent (the "Tax-Exempt Escrow Agreement"), in substantially the form as currently on file with the Clerk-Recorder with such changes and amendments as are deemed necessary by the Chief Financial Officer, in the best interests of the City, and not inconsistent with the provisions of this Ordinance and such officer's execution of the Tax-Exempt Escrow Agreement shall be conclusive evidence of such officer's consent to any changes and amendments.

Section 6. The Agreements are not proposed to be repaid in whole or in part by the levy of a tax which is exempt from the limitations on taxes ad valorem. The Agreements are anticipated to be repaid from other legally available funds of the City, including, without limitation, monies in the City's General Fund in the estimated annual amount of \$115,000 to \$427,000 for a period of not more than 21 years.

Section 7. The officers of the City be and the same hereby are authorized and directed to take all action necessary to effectuate the provisions of this Ordinance, including, without limitation, the execution of such documents required for the closing of the transaction evidenced by the Agreements, including escrow agreement(s), if necessary.

Section 8. The City hereby designates the QECB Agreement as a "Qualified Energy Conservation Bond" under Section 54D of the Tax Code, makes an irrevocable election that

subsection (f) of Section 6431 of the Tax Code shall apply to the QECB Agreement so that the City will directly receive the payment provided in Section 6431 of the Tax Code in lieu of any credit otherwise available to the QECB Purchaser of the QECB Agreement under Section 54A of the Tax Code (the payment described in Section 6431 is herein the "QECB Credit") and that the direct payment subsidy option applies to the QECB Agreement pursuant to Section 30 of the Hiring Incentives to Restore Employment Act, Pub. L. No. 111-147, 124 Stat 71 (2010). The owner of the QECB Agreement shall not be entitled to any credit under Section 54A of the Tax Code

With respect to the QECB Credit, as received by the City in each fiscal year in which the Base Payments (as defined in the QECB Agreement) for such fiscal year has been appropriated, the City covenants that it will not take any action or omit to take any action with respect to the QECB Agreement, the proceeds thereof, any other funds of the City or any project financed with the proceeds of the QECB Agreement if such action or omission would cause the QECB Agreement to not be, or to cease being, Qualified Energy Conservation Bonds, entitled to the QECB Credit. The foregoing covenant shall remain in full force and effect notwithstanding the payment in full or defeasance of the QECB Agreement until the date on which all obligations of the City in fulfilling the above covenant under the Tax Code have been met. The City shall timely file any document required by the Internal Revenue Service to be filed in order to claim the QECB Credit. Any QECB Credit received by the City under Section 6431 of the Tax Code with respect to the QECB Agreement shall be used to pay the interest portion of the Base Payments (as defined in the QECB Agreement) due under the QECB Agreement or to reimburse the City for amounts it has used to pay that interest.

Section 9. When first proposed, this Ordinance must be read to the Board by title, after which an adequate number of copies of this Ordinance must be filed with the Clerk for public distribution. Notice of the filing must be published once in a newspaper published and having general circulation in the City at least 10 days before the adoption of the Ordinance, such publication to be in substantially the following form:

(Form of Publication of Notice of Filing of an Ordinance)

BILL NO. _____

ORDINANCE NO. _____

AN ORDINANCE AUTHORIZING INSTALLMENT-PURCHASE AGREEMENTS FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, IMPROVING AND EQUIPPING BUILDING PROJECTS; AUTHORIZING THE EXECUTION OF THE AGREEMENTS AND OTHER DOCUMENTS RELATED TO THE AGREEMENTS; AND PROVIDING THE EFFECTIVE DATE HEREOF.

PUBLIC NOTICE IS HEREBY GIVEN that an adequate number of typewritten copies of the above-numbered and entitled proposed Ordinance are available for public inspection and distribution at the office of the Clerk-Recorder, 201 North Carson Street, Suite No. 1, Carson City, Nevada and that such Ordinance was proposed on November 17, 2016, and will be considered for adoption at the regular meeting of the Board of Supervisors of Carson City held on December 1, 2016.

/s/ Sue Merriwether
Clerk-Recorder

(End of Form of Publication of Notice of Filing of an Ordinance)

Section 10. After this Ordinance is signed by the Mayor and attested and sealed by the Clerk, this Ordinance shall be in effect, after its publication once by its title only, together with the names of the members of the Board voting for or against its passage and a statement that typewritten copies of this Ordinance are available for inspection by all interested parties at the offices of the Clerk. Such publication shall be made in the Nevada Appeal, a newspaper published and having a general circulation in the City, and such publication to be in substantially the following form:

(Form of Publication of Adoption of Ordinance)

BILL NO. _____
ORDINANCE NO. _____

AN ORDINANCE AUTHORIZING INSTALLMENT-PURCHASE AGREEMENTS FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, IMPROVING AND EQUIPPING BUILDING PROJECTS; AUTHORIZING THE EXECUTION OF THE AGREEMENTS AND OTHER DOCUMENTS RELATED TO THE AGREEMENTS; AND PROVIDING THE EFFECTIVE DATE HEREOF.

PUBLIC NOTICE IS HEREBY GIVEN that the above entitled Ordinance was proposed by Supervisor _____ at the regular meeting of the Carson City Board of Supervisors held on November 17, 2016, and was passed and adopted at the regular meeting of the Carson City Board of Supervisors held on December 1, 2016 by the following vote of the Board of Supervisors:

Those Voting Aye:

Those Voting Nay:

Those Absent and Not Voting:

Those Abstaining:

This Ordinance shall be in full force and effect from and after _____, 2016, i.e., the date of publication of this Ordinance by its title only.

IN WITNESS WHEREOF, the Board of Supervisors of the Carson City, Nevada has caused this Ordinance to be published by title only.

DATED this _____, 2016.

/s/ Robert L. Crowell
Mayor

Attest:

/s/ Sue Merriwether
Clerk-Recorder

(End of Form of Publication of Adoption of Ordinance)

Section 11. All consistent action taken previously by the Board and the officers of the City directed toward the Project, and toward the execution and delivery of the Agreement is ratified, approved and confirmed.

Section 12. All resolutions, or parts thereof, in conflict with the provisions of this Ordinance, are hereby repealed to the extent only of such inconsistency. This repealer shall not be constructed to revive any resolution, or part thereof, heretofore repealed.

Section 13. If any section, paragraph, clause or other provision of this Ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or other provision shall not affect any of the remaining provisions of this Ordinance.

PASSED AND ADOPTED BY AN AFFIRMATIVE MAJORITY VOTE OF THE MEMBERS OF THE BOARD OF SUPERVISORS OF CARSON CITY, THIS DECEMBER 1, 2016.

Proposed on November 17, 2016.

Passed on December 1, 2016.

Those Voting Aye:

Those Voting Nay:

Those Absent and Not Voting:

Those Abstaining:

Mayor

(SEAL)

Clerk-Recorder

This Ordinance shall be in force and effect from and after __, 2016, i.e., the date of publication of this Ordinance by its title only.

STATE OF NEVADA)
) ss.
CARSON CITY)

I, Sue Merriwether, the duly chosen, qualified and acting Clerk-Recorder of Carson City (herein "City"), Nevada, do hereby certify:

1. The foregoing pages constitute a true, correct and compared copy of an ordinance introduced at a meeting on November 17, 2016, and passed and adopted by the Board of Supervisors of the City (the "Board") at a meeting of the Board held on December 1, 2016; and the original ordinance has been approved and authenticated by the signature of the Mayor and myself as Clerk-Recorder, and sealed with the seal of the City, and has been recorded in the minute book of the Board kept for that purpose in my office, which record has been duly signed by such officers and properly sealed.

2. Members of the Board voted on the passage of the ordinance as set forth in such ordinance.

3. All members of the Board were given due and proper notice of such meetings held on November 17, 2016 and December 1, 2016.

4. Public notice of such meetings was given and such meetings were held and conducted in full compliance with the provisions of NRS 241.020. A copy of the notices of meetings and excerpts from the agendas for the meetings relating to the ordinance, as posted at least 3 working days in advance of the meetings at the City's website, the State of Nevada's official website, and at the:

- (i) Community Center
851 East William Street
Carson City, Nevada
- (ii) Public Safety Complex
885 East Musser Street
Carson City, Nevada
- (iii) City Hall
201 North Carson Street
Carson City, Nevada
- (iv) Carson City Library

900 North Roop Street
Carson City, Nevada

- (v) Business Resource & Innovation Center (BRIC)
108 East Proctor Street
Carson City, Nevada

are attached as Exhibit A hereto.

5. Prior to 9:00 a.m. at least 3 working days before such meetings, such notices were given to each person, if any, who has requested notice of the meetings of the Board in accordance with the provisions of Chapter 241 of NRS.

6. An affidavit of publication of the notice of filing of the ordinance is attached hereto as Exhibit B.

7. An affidavit of publication of the notice of adoption of the ordinance is attached hereto as Exhibit C.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of Carson City, Nevada, this December 1, 2016.

(SEAL)

Clerk-Recorder

EXHIBIT "A"

(Attach Copy of Notices of Meetings on November 17, 2016 and December 1, 2016)

EXHIBIT "B"

(Attach Affidavit of Publication of Notice of Filing of the Ordinance)

EXHIBIT "C"

(Attach Affidavit of Publication of Notice of Adoption of the Ordinance)

Carson City, Nevada
 Installment Purchase Agreement, Series 2016
 (Energy Savings Contract Project)
 Sources & Uses of Funds

	2016A	2016B	Grand
	\$1,175,000	\$3,101,538	Total
Sources of Funds:			
Par Amount	\$1,175,000.00	\$3,101,538.00	\$4,276,538.00
Original Issue Discount	0.00	0.00	0.00
Utility Rebates (as cash contrib.)	69,437.02	79,827.58	149,264.60
Total Sources of Funds	\$1,244,437.02	\$3,181,365.58	\$4,425,802.60
Uses of Funds:			
Construction Funds	\$1,163,568.00	\$2,986,902.28	\$4,150,470.28
Performance Bonds	11,432.00	29,700.00	41,132.00
Celtic	0.00	84,935.72	84,935.72
Capitalized Interest	11,937.02	17,466.66	29,403.68
Issuance Costs	57,500.00	62,360.92	119,860.92
Total Uses of Funds	\$1,244,437.02	\$3,181,365.58	\$4,425,802.60
Bond Statistics:			
True-Interest-Cost	2.19008%	1.21401%	1.33314%
Arbitrage Yield Limit	2.19008%	1.21400%	n/a
Weighted Average Maturity	5.280	15.323	12.564

Carson City, Nevada
Installment Purchase Agreement, Series 2016
(Energy Savings Contract Project)
Debt Service Schedule

Date	Principal	Rate	Interest	Interest Subsidy ^{1,2}	Capitalized Interest	Semi-Annual Debt Service	Annual Debt Service
12/14/2016							
06/01/2017			\$71,502.06	(\$42,098.38)	(\$29,403.68)	\$0.00	\$0.00
12/01/2017	\$52,600	2.190%	77,068.09	(45,375.50)		84,292.59	
06/01/2018	53,200	2.190%	76,492.12	(45,375.50)		84,316.62	168,609.21
12/01/2018	56,500	2.190%	75,909.58	(45,375.50)		87,034.08	
06/01/2019	57,100	2.190%	75,290.91	(45,375.50)		87,015.41	174,049.49
12/01/2019	60,600	2.190%	74,665.66	(45,375.50)		89,890.16	
06/01/2020	61,200	2.190%	74,002.09	(45,375.50)		89,826.59	179,716.75
12/01/2020	64,800	2.190%	73,331.95	(45,375.50)		92,756.45	
06/01/2021	65,500	2.190%	72,622.39	(45,375.50)		92,746.89	185,503.34
12/01/2021	69,200	2.190%	71,905.17	(45,375.50)		95,729.67	
06/01/2022	69,900	2.190%	71,147.43	(45,375.50)		95,671.93	191,401.60
12/01/2022	82,200	2.190%	70,382.02	(45,375.50)		107,206.52	
06/01/2023	83,100	2.190%	69,481.93	(45,375.50)		107,206.43	214,412.95
12/01/2023	87,400	2.190%	68,571.98	(45,375.50)		110,596.48	
06/01/2024	88,300	2.190%	67,614.96	(45,375.50)		110,539.46	221,135.94
12/01/2024	92,800	2.190%	66,648.07	(45,375.50)		114,072.57	
06/01/2025	93,800	2.190%	65,631.91	(45,375.50)		114,056.41	228,128.98
12/01/2025	98,438	***	64,604.80	(45,375.50)		117,667.30	
06/01/2026	99,300	4.140%	62,925.93	(44,473.74)		117,752.19	235,419.49
12/01/2026	103,700	4.140%	60,870.42	(43,020.98)		121,549.44	
06/01/2027	104,400	4.140%	58,723.83	(41,503.85)		121,619.98	243,169.42
12/01/2027	109,000	4.140%	56,562.75	(39,976.47)		125,586.28	
06/01/2028	109,700	4.140%	54,306.45	(38,381.80)		125,624.65	251,210.93
12/01/2028	114,500	4.140%	52,035.66	(36,776.89)		129,758.77	
06/01/2029	115,300	4.140%	49,665.51	(35,101.76)		129,863.75	259,622.52
12/01/2029	120,100	4.140%	47,278.80	(33,414.92)		133,963.88	
06/01/2030	121,000	4.140%	44,792.73	(31,657.86)		134,134.87	268,098.75
12/01/2030	126,000	4.140%	42,288.03	(29,887.63)		138,400.40	
06/01/2031	126,900	4.140%	39,679.83	(28,044.25)		138,535.58	276,935.98
12/01/2031	132,100	4.140%	37,053.00	(26,187.70)		142,965.30	
06/01/2032	133,000	4.140%	34,318.53	(24,255.08)		143,063.45	286,028.75
12/01/2032	138,300	4.140%	31,565.43	(22,309.29)		147,556.14	
06/01/2033	139,300	4.140%	28,702.62	(20,285.96)		147,716.66	295,272.80
12/01/2033	144,900	4.140%	25,819.11	(18,248.00)		152,471.11	
06/01/2034	145,900	4.140%	22,819.68	(16,128.11)		152,591.57	305,062.68
12/01/2034	151,600	4.140%	19,799.55	(13,993.59)		157,405.96	
06/01/2035	152,700	4.140%	16,661.43	(11,775.69)		157,585.74	314,991.70
12/01/2035	158,600	4.140%	13,500.54	(9,541.69)		162,558.85	
06/01/2036	159,700	4.140%	10,217.52	(7,221.37)		162,696.15	325,255.00
12/01/2036	333,900	4.140%	6,911.73	(4,884.96)		335,926.77	
06/01/2037			0.00	0.00		0.00	335,926.77
	\$4,276,538		\$2,103,372.20	(\$1,390,553.47)	(\$29,403.68)	\$4,959,953.05	\$4,959,953.05

¹ Subsidy payments are received for the 2016B Agreement only.

² Does not include impact of federal sequestration.

Carson City, Nevada
Installment Purchase Agreement, Series 2016
(Energy Savings Contract Project)
Debt Service Schedule (excluding subsidy receipt)

Date	Principal	Interest	Capitalized Interest	Semi-Annual Debt Service	Annual Debt Service
12/14/2016					
06/01/2017	\$0	\$71,502.06	(\$29,403.68)	\$42,098.38	\$42,098.38
12/01/2017	52,600	77,068.09		129,668.09	
06/01/2018	53,200	76,492.12		129,692.12	259,360.21
12/01/2018	56,500	75,909.58		132,409.58	
06/01/2019	57,100	75,290.91		132,390.91	264,800.49
12/01/2019	60,600	74,665.66		135,265.66	
06/01/2020	61,200	74,002.09		135,202.09	270,467.75
12/01/2020	64,800	73,331.95		138,131.95	
06/01/2021	65,500	72,622.39		138,122.39	276,254.34
12/01/2021	69,200	71,905.17		141,105.17	
06/01/2022	69,900	71,147.43		141,047.43	282,152.60
12/01/2022	82,200	70,382.02		152,582.02	
06/01/2023	83,100	69,481.93		152,581.93	305,163.95
12/01/2023	87,400	68,571.98		155,971.98	
06/01/2024	88,300	67,614.96		155,914.96	311,886.94
12/01/2024	92,800	66,648.07		159,448.07	
06/01/2025	93,800	65,631.91		159,431.91	318,879.98
12/01/2025	98,438	64,604.80		163,042.80	
06/01/2026	99,300	62,925.93		162,225.93	325,268.73
12/01/2026	103,700	60,870.42		164,570.42	
06/01/2027	104,400	58,723.83		163,123.83	327,694.25
12/01/2027	109,000	56,562.75		165,562.75	
06/01/2028	109,700	54,306.45		164,006.45	329,569.20
12/01/2028	114,500	52,035.66		166,535.66	
06/01/2029	115,300	49,665.51		164,965.51	331,501.17
12/01/2029	120,100	47,278.80		167,378.80	
06/01/2030	121,000	44,792.73		165,792.73	333,171.53
12/01/2030	126,000	42,288.03		168,288.03	
06/01/2031	126,900	39,679.83		166,579.83	334,867.86
12/01/2031	132,100	37,053.00		169,153.00	
06/01/2032	133,000	34,318.53		167,318.53	336,471.53
12/01/2032	138,300	31,565.43		169,865.43	
06/01/2033	139,300	28,702.62		168,002.62	337,868.05
12/01/2033	144,900	25,819.11		170,719.11	
06/01/2034	145,900	22,819.68		168,719.68	339,438.79
12/01/2034	151,600	19,799.55		171,399.55	
06/01/2035	152,700	16,661.43		169,361.43	340,760.98
12/01/2035	158,600	13,500.54		172,100.54	
06/01/2036	159,700	10,217.52		169,917.52	342,018.06
12/01/2036	333,900	6,911.73		340,811.73	
06/01/2037	0	0.00		0.00	340,811.73
	\$4,276,538	\$2,103,372.20	(\$29,403.68)	\$6,350,506.52	\$6,350,506.52

Carson City, Nevada
Installment Purchase Agreement, Series 2016
(Energy Savings Contract Project)
Project Savings

Fiscal Year	Estimated Savings ^{1,2}	Operating Savings ¹						Total
		Guaranteed ²	O&M ³	Rebates ⁴	Meas. & Verif. ⁵	Celtic M&V ⁶	O&M Svcs.	
2017		0	0	149,927	0	0	0	149,927
2018	197,565	183,518	15,645	0	(9,059)	(1,835)	(3,657)	184,612
2019	203,381	188,921	16,114	0	(9,331)	(1,889)	(3,767)	190,048
2020	209,369	194,482	16,598	0	(9,611)	(1,945)	(3,880)	195,645
2021	215,532	200,208	17,096	0	(9,899)	(2,002)	(3,996)	201,406
2022	221,878	206,102	17,609	0	(10,196)	(2,061)	(4,116)	207,337
2023	228,410	212,169	18,137	0	0	0	0	230,306
2024	235,134	218,416	18,681	0	0	0	0	237,097
2025	242,056	224,846	19,241	0	0	0	0	244,087
2026	249,182	231,465	19,819	0	0	0	0	251,284
2027	256,518	238,279	20,413	0	0	0	0	258,692
2028	264,070	245,294	21,026	0	0	0	0	266,320
2029	271,844	252,515	21,656	0	0	0	0	274,172
2030	279,847	259,949	22,306	0	0	0	0	282,255
2031	288,085	267,602	22,975	0	0	0	0	290,577
2032	296,566	275,480	23,664	0	0	0	0	299,145
2033	305,297	283,590	24,374	0	0	0	0	307,965
2034	314,285	291,939	25,106	0	0	0	0	317,045
2035	323,537	300,533	25,859	0	0	0	0	326,392
2036	333,062	309,381	26,635	0	0	0	0	336,016
2037	342,867	318,489	27,434	0	0	0	0	345,923
	\$5,278,483	\$4,903,179	\$420,387	\$149,927	(\$48,095)	(\$9,732)	(\$19,416)	\$5,396,250

- ¹ Provided by AMERESCO.
² Assumed annual growth rate of 2.94%.
³ Assumed annual growth rate of 3.00%.
⁴ Not guaranteed.
⁵ Assumed annual growth rate of 3.00%.
⁶ Estimated at 1.00% of annual savings.

Carson City, Nevada
Installment Purchase Agreement, Series 2016
(Energy Savings Contract Project)
Combined Project Debt Service Cost

Fiscal Year	2016A Payments			2016B Payments				Other Costs ³	Grand Total
	Principal	Interest ¹	Total	Principal	Interest ¹	QECB Subsidy ²	Total		
2017	0	0	0	0	42,098	(39,194)	2,905	149,265	152,169
2018	105,800	25,157	130,957	0	128,404	(84,489)	43,914	0	174,871
2019	113,600	22,797	136,397	0	128,404	(84,489)	43,914	0	180,311
2020	121,800	20,264	142,064	0	128,404	(84,489)	43,914	0	185,979
2021	130,300	17,551	147,851	0	128,404	(84,489)	43,914	0	191,765
2022	139,100	14,649	153,749	0	128,404	(84,489)	43,914	0	197,663
2023	165,300	11,460	176,760	0	128,404	(84,489)	43,914	0	220,675
2024	175,700	7,783	183,483	0	128,404	(84,489)	43,914	0	227,398
2025	186,600	3,876	190,476	0	128,404	(84,489)	43,914	0	234,391
2026	36,800	403	37,203	160,938	127,128	(83,650)	204,416	0	241,619
2027	0	0	0	208,100	119,594	(78,693)	249,002	0	249,002
2028	0	0	0	218,700	110,869	(72,952)	256,618	0	256,618
2029	0	0	0	229,800	101,701	(66,919)	264,582	0	264,582
2030	0	0	0	241,100	92,072	(60,583)	272,589	0	272,589
2031	0	0	0	252,900	81,968	(53,935)	280,933	0	280,933
2032	0	0	0	265,100	71,372	(46,962)	289,509	0	289,509
2033	0	0	0	277,600	60,268	(39,656)	298,212	0	298,212
2034	0	0	0	290,800	48,639	(32,004)	307,435	0	307,435
2035	0	0	0	304,300	36,461	(23,991)	316,770	0	316,770
2036	0	0	0	318,300	23,718	(15,606)	326,412	0	326,412
2037	0	0	0	333,900	6,912	(4,548)	336,264	0	336,264
	<u>\$1,175,000</u>	<u>\$123,940</u>	<u>\$1,298,940</u>	<u>\$3,101,538</u>	<u>\$1,950,029</u>	<u>(\$1,294,605)</u>	<u>\$3,756,961</u>	<u>\$149,265</u>	<u>\$5,205,166</u>

1/ Includes impact of capitalized interest in fiscal year 2017.

2/ Assumes the QECB subsidy will remain subject to federal sequestration at the current rate of 6.90% for the term of the 2016B Obligation.

3/ Initial cash contribution, ongoing trustee fees, etc.

Carson City, Nevada
Installment Purchase Agreement, Series 2016
(Energy Savings Contract Project)
Project Cashflow Savings/(Loss)

Fiscal Year	Net Energy Savings	Debt & Other Payments	Net Impact
2017	149,927	(152,169)	(2,242)
2018	184,612	(174,871)	9,741
2019	190,048	(180,311)	9,737
2020	195,645	(185,979)	9,666
2021	201,406	(191,765)	9,641
2022	207,337	(197,663)	9,674
2023	230,306	(220,675)	9,632
2024	237,097	(227,398)	9,699
2025	244,087	(234,391)	9,696
2026	251,284	(241,619)	9,665
2027	258,692	(249,002)	9,691
2028	266,320	(256,618)	9,702
2029	274,172	(264,582)	9,590
2030	282,255	(272,589)	9,667
2031	290,577	(280,933)	9,644
2032	299,145	(289,509)	9,635
2033	307,965	(298,212)	9,753
2034	317,045	(307,435)	9,610
2035	326,392	(316,770)	9,622
2036	336,016	(326,412)	9,604
2037	345,923	(336,264)	9,659
	\$5,396,250	(\$5,205,166)	\$191,084

Carson City, Nevada
Installment Purchase Agreement, Series 2016
(Energy Savings Contract Project)
Project Cost Reconciliation

Description	Amount
AMERESCO cost breakdown	
Detailed Energy Audit	\$76,000.00
Performance & Payment Bond, Permits	41,132.00
Implementation Costs	4,129,654.00

Total Initial Project Costs	\$4,246,786.00
Nevada Governor's Energy Office Energy Audit Rebate	(76,000.00)
Celtic 3rd party Consultant Fee (2%)	84,935.72
Cost of Issuance	90,000.00
Underwriters Discount	0.00
Additional Proceeds	0.00
Customer Contribution	0.00

Net Project Costs	\$4,345,721.72
Construction Period Interest	49,496.00

Total Amount Financed	\$4,395,217.72
Add back:	
Cost of Issuance	(90,000.00)
Underwriters Discount	0.00
Additional Proceeds	0.00
Customer Contribution	0.00
Construction Period Interest	(49,496.00)

Reconciliation Cost	\$4,255,721.72
Financial Model Project Cost	
2016A	\$1,175,000.00
2016B	3,101,538.00

Reconciliation Cost	\$4,276,538.00
Difference (may not be negative)	\$20,816.28

Carson City, Nevada
Installment Purchase Agreement, Series 2016A (Tax-exempt)
(Energy Savings Contract Project)
Debt Service Schedule

Date	Principal	Rate	Interest	Capitalized Interest	Semi-Annual Debt Service	Annual Debt Service
12/14/2016		2.190%				
06/01/2017			\$11,937.02	(\$11,937.02)	\$0.00	\$0.00
12/01/2017	52,600		12,866.25		65,466.25	
06/01/2018	53,200		12,290.28		65,490.28	130,956.53
12/01/2018	56,500		11,707.74		68,207.74	
06/01/2019	57,100		11,089.07		68,189.07	136,396.81
12/01/2019	60,600		10,463.82		71,063.82	
06/01/2020	61,200		9,800.25		71,000.25	142,064.07
12/01/2020	64,800		9,130.11		73,930.11	
06/01/2021	65,500		8,420.55		73,920.55	147,850.66
12/01/2021	69,200		7,703.33		76,903.33	
06/01/2022	69,900		6,945.59		76,845.59	153,748.92
12/01/2022	82,200		6,180.18		88,380.18	
06/01/2023	83,100		5,280.09		88,380.09	176,760.27
12/01/2023	87,400		4,370.14		91,770.14	
06/01/2024	88,300		3,413.12		91,713.12	183,483.26
12/01/2024	92,800		2,446.23		95,246.23	
06/01/2025	93,800		1,430.07		95,230.07	190,476.30
12/01/2025	36,800		402.96		37,202.96	
06/01/2026	0		0.00		0.00	37,202.96
12/01/2026	0		0.00		0.00	
06/01/2027	0		0.00		0.00	0.00
12/01/2027	0		0.00		0.00	
06/01/2028	0		0.00		0.00	0.00
12/01/2028	0		0.00		0.00	
06/01/2029	0		0.00		0.00	0.00
12/01/2029	0		0.00		0.00	
06/01/2030	0		0.00		0.00	0.00
12/01/2030	0		0.00		0.00	
06/01/2031	0		0.00		0.00	0.00
12/01/2031	0		0.00		0.00	
06/01/2032	0		0.00		0.00	0.00
12/01/2032	0		0.00		0.00	
06/01/2033	0		0.00		0.00	0.00
12/01/2033	0		0.00		0.00	
06/01/2034	0		0.00		0.00	0.00
12/01/2034	0		0.00		0.00	
06/01/2035	0		0.00		0.00	0.00
12/01/2035	0		0.00		0.00	
06/01/2036	0		0.00		0.00	0.00
12/01/2036	0		0.00		0.00	
06/01/2037	0		0.00		0.00	0.00
12/01/2037			0.00		0.00	
	\$1,175,000		\$135,876.80	(\$11,937.02)	\$1,298,939.78	\$1,298,939.78

Carson City, Nevada
Installment Purchase Agreement, Series 2016B (Qualified Energy Conservation Bond)
(Energy Savings Contract Project)
Debt Service Schedule

Date	Principal	Rate	Interest	Interest Subsidy @ 2.93%	Capitalized Interest	Semi-Annual Debt Service	Annual Debt Service
12/14/2016		4.140%					
06/01/2017			\$59,565.04	(\$42,098.38)	(\$17,466.66)	\$0.00	\$0.00
12/01/2017			64,201.84	(45,375.50)		18,826.34	
06/01/2018			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2018			64,201.84	(45,375.50)		18,826.34	
06/01/2019			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2019			64,201.84	(45,375.50)		18,826.34	
06/01/2020			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2020			64,201.84	(45,375.50)		18,826.34	
06/01/2021			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2021			64,201.84	(45,375.50)		18,826.34	
06/01/2022			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2022			64,201.84	(45,375.50)		18,826.34	
06/01/2023			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2023			64,201.84	(45,375.50)		18,826.34	
06/01/2024			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2024			64,201.84	(45,375.50)		18,826.34	
06/01/2025			64,201.84	(45,375.50)		18,826.34	37,652.68
12/01/2025	61,638		64,201.84	(45,375.50)		80,464.34	
06/01/2026	99,300		62,925.93	(44,473.74)		117,752.19	198,216.53
12/01/2026	103,700		60,870.42	(43,020.98)		121,549.44	
06/01/2027	104,400		58,723.83	(41,503.85)		121,619.98	243,169.42
12/01/2027	109,000		56,562.75	(39,976.47)		125,586.28	
06/01/2028	109,700		54,306.45	(38,381.80)		125,624.65	251,210.93
12/01/2028	114,500		52,035.66	(36,776.89)		129,758.77	
06/01/2029	115,300		49,665.51	(35,101.76)		129,863.75	259,622.52
12/01/2029	120,100		47,278.80	(33,414.92)		133,963.88	
06/01/2030	121,000		44,792.73	(31,657.86)		134,134.87	268,098.75
12/01/2030	126,000		42,288.03	(29,887.63)		138,400.40	
06/01/2031	126,900		39,679.83	(28,044.25)		138,535.58	276,935.98
12/01/2031	132,100		37,053.00	(26,187.70)		142,965.30	
06/01/2032	133,000		34,318.53	(24,255.08)		143,063.45	286,028.75
12/01/2032	138,300		31,565.43	(22,309.29)		147,556.14	
06/01/2033	139,300		28,702.62	(20,285.96)		147,716.66	295,272.80
12/01/2033	144,900		25,819.11	(18,248.00)		152,471.11	
06/01/2034	145,900		22,819.68	(16,128.11)		152,591.57	305,062.68
12/01/2034	151,600		19,799.55	(13,993.59)		157,405.96	
06/01/2035	152,700		16,661.43	(11,775.69)		157,585.74	314,991.70
12/01/2035	158,600		13,500.54	(9,541.69)		162,558.85	
06/01/2036	159,700		10,217.52	(7,221.37)		162,696.15	325,255.00
12/01/2036	333,900		6,911.73	(4,884.96)		335,926.77	
06/01/2037			0.00	0.00		0.00	335,926.77
	\$3,101,538		\$1,967,495.40	(\$1,390,553.47)	(\$17,466.66)	\$3,661,013.27	\$3,661,013.27

Carson City, Nevada
Installment Purchase Agreement, Series 2016B (Qualified Energy Conservation Bond)
(Energy Savings Contract Project)
Debt Service Schedule (incl. impact of federal sequestration)

Date	Principal Payment	Interest Payment	Subsidy Received	Federal Sequestration ¹	Capitalized Interest	Total Payment	Annual Payment
12/14/2016							
06/01/2017	\$0	\$59,565.04	(\$42,098.38)	\$2,904.79	(\$17,466.66)	\$2,904.79	\$2,904.79
12/01/2017	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2018	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2018	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2019	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2019	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2020	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2020	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2021	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2021	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2022	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2022	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2023	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2023	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2024	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2024	0	64,201.84	(45,375.50)	3,130.91		21,957.25	
06/01/2025	0	64,201.84	(45,375.50)	3,130.91		21,957.25	43,914.50
12/01/2025	61,638	64,201.84	(45,375.50)	3,130.91		83,595.25	
06/01/2026	99,300	62,925.93	(44,473.74)	3,068.69		120,820.88	204,416.13
12/01/2026	103,700	60,870.42	(43,020.98)	2,968.45		124,517.89	
06/01/2027	104,400	58,723.83	(41,503.85)	2,863.77		124,483.75	249,001.64
12/01/2027	109,000	56,562.75	(39,976.47)	2,758.38		128,344.66	
06/01/2028	109,700	54,306.45	(38,381.80)	2,648.34		128,272.99	256,617.65
12/01/2028	114,500	52,035.66	(36,776.89)	2,537.61		132,296.38	
06/01/2029	115,300	49,665.51	(35,101.76)	2,422.02		132,285.77	264,582.15
12/01/2029	120,100	47,278.80	(33,414.92)	2,305.63		136,269.51	
06/01/2030	121,000	44,792.73	(31,657.86)	2,184.39		136,319.26	272,588.77
12/01/2030	126,000	42,288.03	(29,887.63)	2,062.25		140,462.65	
06/01/2031	126,900	39,679.83	(28,044.25)	1,935.05		140,470.63	280,933.28
12/01/2031	132,100	37,053.00	(26,187.70)	1,806.95		144,772.25	
06/01/2032	133,000	34,318.53	(24,255.08)	1,673.60		144,737.05	289,509.30
12/01/2032	138,300	31,565.43	(22,309.29)	1,539.34		149,095.48	
06/01/2033	139,300	28,702.62	(20,285.96)	1,399.73		149,116.39	298,211.87
12/01/2033	144,900	25,819.11	(18,248.00)	1,259.11		153,730.22	
06/01/2034	145,900	22,819.68	(16,128.11)	1,112.84		153,704.41	307,434.63
12/01/2034	151,600	19,799.55	(13,993.59)	965.56		158,371.52	
06/01/2035	152,700	16,661.43	(11,775.69)	812.52		158,398.26	316,769.78
12/01/2035	158,600	13,500.54	(9,541.69)	658.38		163,217.23	
06/01/2036	159,700	10,217.52	(7,221.37)	498.27		163,194.42	326,411.65
12/01/2036	333,900	6,911.73	(4,884.96)	337.06		336,263.83	
06/01/2037	0	0.00	0.00	0.00		0.00	336,263.83
	<u>\$3,101,538</u>	<u>\$1,967,495.40</u>	<u>(\$1,390,553.47)</u>	<u>\$95,948.20</u>	<u>(\$17,466.66)</u>	<u>\$3,756,961.47</u>	<u>\$3,756,961.47</u>

1/ Assumes the current federal sequestration impact of 6.90% remains in effect for the duration of the obligation.

BRIAN SANDOVAL
Governor

STATE OF NEVADA



BRUCE H. BRESLOW
Director

Terry Reynolds
Deputy Director

**DEPARTMENT OF BUSINESS AND INDUSTRY
OFFICE OF THE DIRECTOR**

October 18, 2016

Nancy Paulson, Chief Financial Officer
Department of Finance
City of Carson City
201 N. Carson Street, Suite 3
Carson City, Nevada 89701

APPROVAL OF QUALIFIED ENERGY CONSERVATION BOND (QECB) VOLUME CAP ALLOCATION

Dear Nancy,

As Director of the Nevada Department of Business and Industry, I have completed my review of the City of Carson City's subject application dated June 16, 2016, requesting a subsequent allocation of QECB volume cap from the State of Nevada's default allocation of \$3,101,538 issuance authority under the 2009 federally authorized QECB allocation of \$26,975,000 for Nevada. This review included the City's initial application and subsequent responses to information requests from the Department of Business and Industry dated July 1, 2016; July 25, 2016; and September 23, 2016.

On the basis of these materials and the representations of the City of Carson City, I am reasonably satisfied that all state and federal requirements will be met. I therefore approve the application and hereby authorize the transfer and use of State Default and/or waived Issuing Authority volume cap to issue QECBs as provided for by Section 54(D) of the Internal Revenue Code of 1986, as amended; IRS Notice 2009-29; IRS Notice 2012-44; and Executive Order of the Governor of the State of Nevada, dated September 10, 2009. The amount of the transfer shall be \$3,101,538.

Enclosed is Certificate of Subsequent Allocation No. 16-01, documenting transfer of the stated volume cap and certifying its use for the named qualified energy conservation project by the City of Carson City. If you have any questions, please contact Terry Reynolds, Deputy Director, at (775) 684-2922.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bruce H. Breslow".

Bruce H. Breslow
Director

cc: Angela Dykema, Director, Nevada Governor's Office of Energy
Tim Farkas, Director, Finance, Ameresco Inc.



DEPARTMENT OF BUSINESS AND INDUSTRY
OFFICE OF THE DIRECTOR

**QUALIFIED ENERGY CONSERVATION BONDS
CERTIFICATE OF SUBSEQUENT ALLOCATION NO. 16-01**

This Certificate of Subsequent Allocation of Qualified Energy Conservation Bond (QECB) Volume Cap is for the transfer and use of State Default and/or waived Issuing Authority volume cap to issue QECBs as provided for by Section 54(D) of the Internal Revenue Code of 1986, as amended; IRS Notice 2009-29; IRS Notice 2012-44; and Executive Order of the Governor of the State of Nevada, dated September 10, 2009.

NAME OF ISSUER: CITY OF CARSON CITY

TITLE OF PROPOSED ISSUE: CARSON CITY GREEN COMMUNITY PROGRAM ECM/ESPC PROJECTS

- AMOUNT: A. \$ 3,101,538.00 of the 2009 State Default Allocation of \$3,101,538 under the Federally Authorized Allocation of \$26,975,000 for Nevada.
- B. \$ - 0 - of the 2009 Issuing Authority Allocations of \$23,873,462 under the aforementioned Federally Authorized Allocation for Nevada, said amount having been waived to the state by an Issuing Authority or Authorities.

This Certificate of Subsequent Allocation for QECBs is not transferable. All volume cap herein transferred is reserved for the project listed above and for use in the issuance of Qualified Energy Conservation Bonds as defined by Section 54(D) of the Internal Revenue Code of 1986, as amended.

Failure by the Issuer to utilize at least ten percent (10%) of this bonding authority within six calendar months of the Certificate Date shall void the use of any unused portion of the allocation at that time, and said unused portion shall be deemed affirmatively waived by the Issuer back to the State of Nevada, Department of Business and Industry. Please submit a written notice and copy of IRS Form 8038 to the Department of Business and Industry within fifteen (15) days of issuance of the obligations. Consistent with the provisions of NAC 348A.300, the volume cap hereby transferred is subject to a fee in the amount of \$600 for each \$1,000,000 or any fraction thereof that is transferred, payable to the Department of Business and Industry.

For further information, please contact the Office of the Director at 775-684-2999.

October 18, 2016
Date of Certificate


Bruce H. Breslow, Director
Nevada Department of Business and Industry