

**MINUTES
CITY OF FARMINGTON HILLS
CITY COUNCIL MEETING
CITY HALL – COUNCIL CHAMBER
FEBRUARY 23, 2026 – 7:30 PM**

The regular session of the Farmington Hills City Council was called to order by Mayor Rich at 7:37PM.

Councilmembers Present: Aldred, Boleware, Dwyer, Knol, Rich and Starkman

Councilmembers Absent: Bridges

Others Present: Acting City Manager Mondora, City Clerk Lindahl; Directors Brockway, Kettler-Schmult, Rushlow and Skrobola; City Attorney Saarala

PLEDGE OF ALLEGIANCE

The pledge of allegiance was led by Cub Scout Pack 362 from Farmington Steam Academy.

APPROVAL OF REGULAR SESSION MEETING AGENDA

MOTION by Knol, support by Boleware, to approve the agenda as published.

MOTION CARRIED 6-0.

ANNOUNCEMENTS/PRESENTATIONS FROM CITY BOARDS, COMMISSIONS AND PUBLIC OFFICIALS

Presentation of the Historic District Commission 2025 Annual Report. CMR 2-26-21

Ken Klemmer, Chair, Historic District Commission, presented the Historic District Commission 2025 Annual Report to City Council. The HDC oversees approximately 75 historic districts in the City. Mr. Klemmer highlighted HDC activities and goals, including cemetery monument restoration at Utley and West Cemeteries, community outreach activities, and certificates of appropriateness granted for various historically accurate maintenance, modifications, and repairs.

Councilmember Knol, as City Council Liaison to the Historic District Commission, thanked the Historic District Commission and highlighted Commission contributions and preservation efforts relative to the Spicer House and the Nehemiah Hoyt House; and HDC partnerships with the DPW, Boy Scouts, and community volunteers to preserve cemeteries.

Commission on Aging Field Trip to Rochester Hills OPC Social and Activity Center

Dan Fantore, Chair, Farmington Area Commission on Aging, reported in detail on a visit with Councilmember Starkman and Friends of Costick members Lori Darrell and Sue Homan to the Rochester Hills OPC Social & Activity Center, a well-maintained 2-story facility built in 2003.

CORRESPONDENCE

An email was received from former City Council member Matt Strickfaden regarding a FOIA request.

CONSENT AGENDA

MOTION by Dwyer, support by Starkman, to approve the consent agenda as published.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

CONSENT AGENDA ITEMS FOR DISCUSSION

There were no consent agenda items for discussion.

COUNCILMEMBERS' COMMENTS AND ANNOUNCEMENTS

Councilmember Knol announced that the Beautification Commission would host the annual Carol Posby Litter Walk on the last Saturday in April. Interested community members should contact the Community Development Office at 248-871-2545.

Mayor Rich wished Farmington Hills resident A. C. McDaniel a happy 100th birthday.

Mayor Rich noted that the State of the Cities address will be held on March 6 at 7:00 p.m. at Farmington High School. She wished observants a Happy Lunar New Year, and recognized Ramadan, and shared that Councilmembers had the opportunity to attend Iftar dinners at the Dawoodi Bohra mosque and the Tawheed Center.

CITY MANAGER UPDATE

The City will be hosting a hiring event on March 10 and March 16 at The Hawk at 5:00 pm. Multiple departments are hiring both part-time and full-time positions.

UNFINISHED BUSINESS

CONSIDERATION OF APPROVAL OF AN AMENDMENT TO THE PLANNED UNIT DEVELOPMENT PLAN 12, 2014 INCLUDING SITE PLAN 60-7-2025 – CULVERS RESTAURANT (POSTPONED FROM JANUARY 12, 2026). CMR 2-26-22

Director of Planning and Community Development Kettler-Schmult introduced this request to add a drive-through restaurant to the existing Orchard 12 Plaza. City Council held a public hearing and postponed the request on January 12, 2026.

Director Kettler-Schmult referenced the November 12, 2025 Giffels Webster review which had been the basis for the public hearing held before City Council, and noted changes had been made since.

Outstanding issues included:

- Access easements for the shared parking lot still needed to be addressed, including access to the dumpsters.
- Staff determined that there is enough space to meet off-street parking requirements per the Zoning Ordinance. A more detailed parking plan will be required.
- The lighting plan needs to be updated to comply with current shielding standards, particularly along the rear parking area.

Director Kettler-Schmult reviewed the following requests for ordinance deviation, which had not changed since the January meeting:

- Permit a drive-in restaurant where the use is not permitted in the B-4 Zoning District.

- Permit a drive-in restaurant to be located in a stand-alone building where such use is not permitted in the B-4 Zoning District.
- Permit a front yard setback of 44.7' where 120' is required.
- Permit a vehicular access drive to be located within 60' of the road right-of-way of any intersecting street.
- Permit vehicle stacking spaces, order confirmation, and menu boards to be located in a front yard where such lanes and structures are prohibited.

Director Kettler-Schmult said that the applicant had submitted traffic study information and the most recent revision was received by staff on February 19. A detailed response by engineering staff had not yet been completed.

Allen Eizember, Nowak & Fraus Engineers, was present as well as owner Derrick Sesi and Traffic Engineer Luke Liu, AECOM.

Mr. Eizember highlighted the following changes to the proposed plan:

- A parking island was added around the entrance monument sign.
- Directional signs would direct traffic to go around the site to enter the drive-through queue.
- Left turn exits from the Culver site would be prohibited.

Mr. Eizember referenced a letter from Culver's that outlined franchise requirements and a letter of intent from the Orchard 12 Plaza management company stating that plaza tenant employees would be required to park in the back, and lighting would be updated if the request was approved.

Mr. Eizember provided an updated plan showing compliance with current standards. Existing wall packs on the back of the building would be updated to LED light fixtures and light poles would be added on the western property line for light and safety.

The proposed plan would add 65 parking spaces in the back area compared to 64 parking spaces removed as part of the development plan. Mr. Eizember referenced images that showed traffic at other Culver locations with 25-30 parked cars at the locations. The plan provided 17 or 18 parking spaces on the subject site, and only six or seven of the shared parking spaces in the adjacent parking lot would be necessary.

In response to questions from Councilmember Dwyer, Mr. Liu explained that an occupancy study was performed during both weekday and weekend peak times, and based on the data collected, the proposed design provided enough parking for the existing and proposed business uses.

City Engineer Saksewski confirmed that the study was based on real-time traffic counts, and that there was excess parking based on the actual parking lot counts that were provided.

Councilmember Dwyer said his concerns had been addressed, and he would support the proposal.

In response to questions from Council, Mr. Eizember and City Engineer Saksewski described the proposed traffic circulation and the queueing movement. The traffic would be forced to go north and come back around to join the queue.

Council discussed with the applicant various options for directing the traffic flow.

Councilmember Aldred observed that the rear parking area was already used and while the applicant was adding lighting no new spaces were being created. Mr. Sesi responded that the parking behind the buildings was underutilized. Requiring plaza employees to park in the rear parking area would create parking spaces for customers in the front.

Mr. Sesi stated that he has been working with the City to address traffic flow concerns. He explained that Culvers' tandem drive-through configurations are designed to move vehicles quickly and efficiently and, in his experience, do not result in backups. Mr. Sesi added that he is committed to operating in a manner that contributes positively to the Farmington Hills community.

Councilmember Knol said that she had visited the site, and remained concerned about the entrance on 12 Mile Rd. The existing monument sign was not in a good location and bollards around the sign made it dangerous. She acknowledged that the monument sign and end caps were plaza owner issues, and suggested the applicant work with the plaza owner. She noted that not only would cars be driving in from the south, but cars would also be entering the parking lot from the north and driving south. She also pointed out how difficult it is to enforce the rule that employees must park in the back.

Mr. Sesi said that the requirement for employees to park in the back would be reinforced and that businesses had backdoor entrances that made that parking convenient for employees. He said he was open to working with the plaza owner regarding the location of the monument sign, but he could not speak for the plaza owner.

Mr. Eizember acknowledged that the existing monument sign bollards were a hazard and said that the proposed plan added an island around the sign.

Mayor Pro Tem Boleware thanked the Engineering Department for their efforts regarding this project. She raised concerns about cars stacking and turning at the 12 Mile Rd entrance and noted that a turn lane into the plaza had been previously removed. She expressed concerns about left turns at the exit even if there is a No Left Turn sign. She noted that the vision for the 12 Mile Rd corridor included a focus on green space, and raised concern about allowing the menu boards to be closer to 12 Mile Rd.

Mr. Eizember said that landscaping would hide the menu boards from view. The applicants understood the importance of maintaining curb appeal. Mr. Sesi said that renderings of the landscaping could be provided.

Director Kettler-Schmult said that the proposed plan met the requirements of the zoning ordinance after additional striping was completed. The parking calculation was based on a 75% occupancy of the total space. She observed that the site may be busier than a standard shopping plaza.

Councilmember Starkman expressed concern that parts of the plan had not yet been finalized.

Mr. Sesi explained that the location was limited by Culver's franchise location rules, and that Culver's had stopped granting any new franchises in Michigan. He said they had approached every available option in the area allowed by Culver's and that the proposed site was the only available option. He shared his commitment to the site and noted his financial and time investment.

In response to north/south traffic flow concerns, Mr. Eizember clarified the one-way traffic flow and added that the applicant was open to making changes based on feedback from City staff.

Mayor Rich asked the applicant to address the length of time to leave the shopping plaza as shown in the traffic report.

Mr. Liu explained that the traffic report had been updated based on feedback from City staff with more accurate modeling than the previous report. The modeling was updated based on field observations that the exit aisle on 12 Mile Rd was 21 feet wide and wide enough for a left hand turn lane and a right hand turn lane and that there was a metering effect from the traffic signal at 12 Mile and Orchard Lake Rds that created large gaps in the westbound traffic flow. Mr. Liu said that the plan would increase the left turn delay onto 12 Mile Rd by about four seconds per vehicle and the right turn delay by just over one second.

City Engineer Saksewski noted that City staff had received a response to their previous review of the traffic study on Thursday night, with improvements based on field observations. Engineering had not yet had time to go through that response, but it appeared the improvements were significant and more accurate relative to the information gathered.

After discussion, the applicant agreed that they would be ready to submit the requested information for the April City Council meeting.

Public comment

Randall Carron, Scramblers, raised concerns that the proposal would eliminate half of Scramblers' parking spaces. He said that all the plaza employees already park in the rear parking area. He pointed out that a traffic light would help traffic flow, but in any event, the planned parking as shown on the plans would not work.

Motion

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby postpones the application to amend PUD Plan 12, 2014, including Site Plan 60-7-2025, dated revised February 12, 2026, submitted by Ronald J. Sesi, to the City Council meeting to be held on April 13, 2026.

MOTION CARRIED 6-0.

NEW BUSINESS

CONSIDERATION TO APPROVE A TEMPORARY MONTHLY SALARY INCREASE, AS DISCUSSED IN CLOSED SESSION AND PRESENTED TO COUNCIL AT THE REGULAR SESSION, FOR ASSISTANT CITY MANAGER KAREN MONDORA AS ADDITIONAL COMPENSATION FOR PERFORMING THE DUTIES OF ACTING CITY MANAGER, RETROACTIVE TO DECEMBER 19, 2025, AND CONTINUING THROUGH AND UNTIL THE EFFECTIVE DATE OF CITY COUNCIL'S APPOINTMENT TO FILL THE VACANT CITY MANAGER POSITION.

MOTION by Knol, support by Aldred, that the City Council of Farmington Hills hereby approves a temporary monthly salary increase of \$3,000 for Assistant City Manager Karen Mondora as additional compensation for performing the duties of Acting City Manager retroactive to December 19, 2025, and continuing through and until the effective date of City Council's

appointment of a person to fill the vacant City Manager position, at which time the Assistant City Manager's salary shall return to its pre-December 19, 2025 amount plus any budgeted annual salary increase that has otherwise become applicable to the Assistant City Manager position as of that time.

MOTION CARRIED 6-0.

CONSENT AGENDA

RECOMMENDED ACCEPTANCE OF THE PLANNING COMMISSION 2025 ANNUAL REPORT. CMR 2-26-23

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby accepts the Planning Commission 2025 Annual Report.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF A RESOLUTION ESTABLISHING THE FARMINGTON HILLS ACTIVITIES CENTER AD-HOC ADVISORY COMMITTEE.

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby adopts the following resolution:

STATE OF MICHIGAN
COUNTY OF OAKLAND
CITY OF FARMINGTON HILLS

**RESOLUTION ESTABLISHING THE FARMINGTON HILLS
ACTIVITIES CENTER AD-HOC ADVISORY COMMITTEE**

RESOLUTION NO. R-42-26

At a regular meeting of the City Council of the City of Farmington Hills, County of Oakland, State of Michigan, held on February 23, 2026, at 7:30 o'clock p.m., Eastern Daylight Savings Time, with those present and absent being,

PRESENT: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
ABSENT: BRIDGES

the following preamble and resolution were offered by Councilperson Dwyer and supported by Councilperson Starkman:

WHEREAS, at its November 24, 2025, meeting, the Farmington Hills City Council has authorized and directed the City administration to procure the services of the necessary engineering, architectural, design, and other professionals for purposes of preparing architectural and site plans for the development and improvement of portions of the City's property at The

Hawk Community Center as a new activities center (referred to in this Resolution as the “Activities Center”) based on the options and materials presented to Council; and

WHEREAS, the City will be issuing a Request for Proposals from qualified professional service companies to provide the services generally described above and expects to award the contract for those services in April, 2026; and

WHEREAS, upon award of the contract, it is anticipated that the chosen company will promptly commence its efforts to prepare the plans for development and construction of the Activities Center at a location on The Hawk Community Center property, as directed; and

WHEREAS, City Council desires to establish a temporary ad-hoc committee of community stakeholder representatives for purposes of discussing and providing input and information relative to the design elements and options for the Activities Center.

NOW, THEREFORE, IT IS RESOLVED, by the City Council of the City of Farmington Hills, as follows:

1. The Farmington Hills Activities Center Ad-Hoc Advisory Committee (“Advisory Committee”) is established as a temporary committee for the purposes of discussing and providing the City with input and information relative to the design elements and options for a new activities center on The Hawk Community Center property, taking into consideration community needs and wants, while understanding and recognizing engineering, architectural, budgetary, and site constraints.
2. The Advisory Committee shall consist of the following members, to be appointed by the Mayor with the consent of City Council: up to two members of City Council, one member of the City’s Commission on Aging, one member of the City’s Parks and Recreation Commission, one Farmington Hills resident aged 50 or better, and one Farmington Hills resident aged under 50.
3. The following representatives of the City Administration, or their designee, shall serve as liaisons and participants at the Advisory Committee meetings, as needed or as directed by the City Manager or Acting City Manager: the City Manager or Acting City Manager, the Special Services Director, the Public Services Director, the Finance Director, and a member of the Costick Center staff to be designated by the City Manager or Acting City Manager. On an as needed basis, the City Manager shall also designate members of City staff with knowledge and information relevant to the above-stated purpose and objectives to attend meetings of the Advisory Committee and otherwise assist in its efforts. The City Clerk or her designee shall also attend meetings, keep records, and, upon request, provide information and other assistance to the Advisory Committee.
4. The Advisory Committee shall hold an initial orientation meeting within thirty (30) days after its members have been appointed under paragraph 2 above, and at least two subsequent meetings within sixty days of the orientation meeting. Thereafter, meetings of the Advisory Committee shall be held monthly or as advice and input is deemed necessary by the City Manager or as directed by City Council.

5. The Advisory Committee is not authorized to expend funds, enter into contracts, direct City Staff or City contractors and service providers, render decisions, or vote on matters. It is an advisory only committee.
6. Upon its expiration and at any other time City Council requests, the Advisory Committee shall report its progress and activities to City Council.
7. The Advisory Committee shall, with the assistance of the City Administration, keep a record of its meetings, information, and efforts.
8. The Advisory Committee shall expire upon award of the construction manager contract for the Activities Center or one (1) year from the date of adoption of this Resolution, whichever is first to occur, unless its term is extended by City Council.
9. Pursuant to City Code Section 2-128, the provisions of City Code, Chapter 2, Article IV, Division 1 shall not apply to the Advisory Committee.

AYES: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
NAYES: NONE
ABSENT: BRIDGES
ABSTENTIONS: NONE

RESOLUTION DECLARED ADOPTED FEBRUARY 23, 2026.

STATE OF MICHIGAN)
) ss.
COUNTY OF OAKLAND)

RECOMMENDED APPROVAL OF THE SECOND AMENDMENT TO THE USE AND PARTICIPATION AGREEMENT BETWEEN THE CITY AND COMPREHENSIVE GI SOLUTIONS, PLLC AT THE HAWK. CMR 2-26-

24

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby approves the Second Amendment to the Agreement for Participation and Use of Space in The Hatchery Business Incubator and authorizes the Acting City Manager to execute said Amendment on behalf of the City, subject to City Attorney and Acting City Manager approval of necessary adjustments to the contract language to finalize its terms with the Incubator Participant company, GI Solutions, PLLC.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF A RESOLUTION RECOGNIZING AMERICAN ACES FOUNDATION AS A NON-PROFIT ORGANIZATION OPERATING IN THE COMMUNITY FOR THE PURPOSE OF OBTAINING A CHARITABLE GAMING LICENSE.

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby approves the Local Governing Body Resolution for Gaming Licenses Issued by the Bureau of State Lottery, recognizing American Aces Foundation as a non-profit organization operating in the community for the purpose of obtaining a Charitable Gaming License.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF AN AGREEMENT WITH MICHIGAN DEPARTMENT OF TRANSPORTATION FOR THE HALSTED ROAD CONSTRUCTION PROJECT FROM 12 MILE ROAD TO 14 MILE ROAD. CMR 2-26-25

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby authorizes the City Manager and City Clerk to enter into Agreement #25-5685 on behalf of the City with the Michigan Department of Transportation for the pavement rehabilitation/reconstruction of Halsted Road between 12 Mile Road and 14 Mile Road.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF AWARD OF SEWER INSPECTION, CLEANING, AND REPAIR SERVICES TO SAK CONSTRUCTION LLC, IN AN AMOUNT NOT-TO-EXCEED THE BUDGETED AMOUNT FOR THE CURRENT FISCAL YEAR, THROUGH JUNE 16, 2027, WITH EXTENSIONS. CMR 2-26-26

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby authorizes the City Manager to execute a contract for the purpose of sewer inspection, cleaning, and repair services to SAK Construction LLC, in an amount not-to-exceed the budgeted amount for the current fiscal year, through June 16, 2027, with extensions.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED ADOPTION OF A BOND AUTHORIZING RESOLUTION TO SELL CAPITAL IMPROVEMENT BONDS TO FINANCE CAPITAL IMPROVEMENTS. CMR 2-26-27

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby adopts the attached Resolution (as prepared by Miller Canfield) authorizing the issuance of Capital Improvement Bonds, for the purpose of financing Capital Improvement Fund projects.

See Pages 12-29 of approved minutes for adopted resolution.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF ESTABLISHING THE BUDGET STUDY SESSION MEETING DATES OF MAY 4 AND MAY 5, 2026.

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby schedules the Budget Study Session meeting dates for May 4, 2026 and May 5, 2026, beginning at 4:00PM in the Community Room at City Hall.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF CITY COUNCIL STUDY SESSION MINUTES OF FEBRUARY 9, 2026.

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby approves the City Council study session minutes of February 9, 2026.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH AND STARKMAN
Nays: NONE
Absent: BRIDGES
Abstentions: NONE

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF CITY COUNCIL REGULAR SESSION MINUTES OF FEBRUARY 9, 2026.

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby approves the regular session minutes of February 9, 2026.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH AND STARKMAN
Nays: NONE

Absent: NONE
Abstentions: BRIDGES

MOTION CARRIED 6-0.

RECOMMENDED APPROVAL OF CITY COUNCIL GOALS STUDY SESSION MINUTES OF FEBRUARY 11, 2026.

MOTION by Dwyer, support by Starkman, that the City Council of Farmington Hills hereby approves the goals study session minutes of February 11, 2026.

Roll Call Vote:

Yeas: ALDRED, BOLEWARE, DWYER, KNOL, RICH AND STARKMAN
Nays: NONE
Absent: NONE
Abstentions: BRIDGES

MOTION CARRIED 6-0.

ADDITIONS TO AGENDA

There were no additions to the agenda.

PUBLIC COMMENTS

Raymond Ingles, Farmington Hills resident, said that he made a FOIA request for the Farmington Hills Police Department policies and contracts for the use of the Flock system. He said that contracts were available, but that there were not any Flock system policies in place. He cited misuses of the Flock system that has been reported in other communities and asked City Council to address the issue.

ADJOURNMENT

The regular session of City Council meeting adjourned at 9:30pm.

Respectfully submitted,

Carly Lindahl, City Clerk

RESOLUTION AUTHORIZING
2026 CAPITAL IMPROVEMENT BONDS
(LIMITED TAX GENERAL OBLIGATION)

CITY OF FARMINGTON HILLS
County of Oakland, State of Michigan

Minutes of a regular meeting of the City Council of the City of Farmington Hills, County of Oakland, State of Michigan (the “City”), held on February 23, 2026 at 7:30 p.m., prevailing Eastern Time.

PRESENT: Members: ALDRED, BOLEWARE, DWYER, KNOL, RICH, AND
STARKMAN

ABSENT: Members: BRIDGES

The following preamble and resolution were offered by Member Dwyer and supported by Member Starkman:

WHEREAS, the City does hereby determine that it is necessary to pay all or part of the cost to acquire, construct, furnish and equip capital improvements in the City, including a) drainage projects, b) fire equipment, and c) other capital improvement projects indicated in the City’s CIP Plan, together with other necessary improvements and all demolition, site improvements and all appurtenances and attachments (the “Projects”); and

WHEREAS, to finance the cost of the Projects, the City Council deems it necessary to borrow the principal amount of not to exceed Six Million Five Hundred Thousand Dollars (\$6,500,000) and issue capital improvement bonds pursuant to Act 34, Public Acts of Michigan, 2001, as amended (“Act 34”) to pay the cost of the Projects; and

WHEREAS, a notice of intent to issue bonds was published in accordance with Act 34 which provides that the capital improvement bonds may be issued without a vote of the electors of the City unless a proper petition for an election on the question of the issuance of the bonds is filed with the City Clerk within a period of forty-five (45) days from the date of publication, and no such petition was filed.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Authorization of Bonds; Bond Terms. Bonds of the City designated **2026 CAPITAL IMPROVEMENT BONDS (LIMITED TAX GENERAL OBLIGATION)** (the “Bonds”) are hereby authorized to be issued in the aggregate principal sum of not to exceed Six Million Five Hundred Thousand Dollars (\$6,500,000) for the purpose of paying the cost of the

Projects and costs of issuance of the Bonds. The issue shall consist of bonds in fully-registered form of the denomination of \$5,000, or multiples thereof not exceeding for each maturity the maximum principal amount of that maturity, numbered consecutively in order of registration, dated as of the date of delivery, or such other date as determined by the City Manager or Finance Director/Treasurer (each an "Authorized Officer"), at the time of sale of the Bonds. The Bonds shall bear interest, mature and be payable at the times and in the manner set forth in Sections 6 and 7 hereof and as shall be finally determined by an Authorized Officer at the time of sale of the Bonds.

The Bonds shall be sold at public sale at a price not less than 100% and not more than 120% of the principal amount thereof.

The Bonds shall be subject to redemption prior to maturity in the manner and at the times and prices set forth in Sections 6 and 7 hereof and if term bonds are selected by the original purchaser of the Bonds, then the Bonds will be subject to mandatory redemption in accordance with the foregoing referenced maturity schedule at par.

Interest shall be payable to the registered owner of record as of the 15th day of the month prior to the payment date for each interest payment. The record date of determination of registered owner for purposes of payment of interest as provided in this paragraph may be changed by the City to conform to market practice in the future. Interest shall be payable to the registered owner of record as of the 15th day of the month preceding the payment date for each interest payment. The principal of the Bonds shall be payable at the designated office of a bank or trust company selected by an Authorized Officer prior to the publication of the notice of sale for the Bonds as the transfer agent for the bonds (the "Transfer Agent"). The Bonds may be issued in book-entry only form through The Depository Trust Company in New York, New York ("DTC"), and the City Treasurer is authorized to execute such custodial or other agreement with DTC as may be necessary to accomplish the issuance of the Bonds in book-entry only form and to make such changes in the Bond Form within the parameters of this resolution as may be required to accomplish the foregoing.

2. Execution of Bonds. The Bonds of this issue shall be executed in the name of the City with the manual or facsimile signatures of the Mayor and the City Clerk and shall have the seal of the City, or a facsimile thereof, printed or impressed on the Bonds. No Bond executed by facsimile signature shall be valid until authenticated by an authorized officer or representative of the Transfer Agent. The Bonds shall be delivered to the Transfer Agent for authentication and be delivered by the Transfer Agent to the purchaser or other person in accordance with instructions from the City Treasurer upon payment of the purchase price for the Bonds in accordance with the bid therefor when accepted.

3. Transfer of Bonds. The Transfer Agent shall keep the books of registration for this issue on behalf of the City. Any Bond may be transferred upon such registration books by the registered owner of record, in person or by the registered owner's duly authorized attorney, upon surrender of the Bond for cancellation, accompanied by delivery of a duly executed written instrument of transfer in a form approved by the Transfer Agent. Whenever any Bond or Bonds shall be surrendered for transfer, the City shall execute and the Transfer Agent shall authenticate

and deliver a new Bond or Bonds, for like aggregate principal amount. The Transfer Agent shall require the payment by the bondholder requesting the transfer of any tax or other governmental charge required to be paid with respect to the transfer.

Unless waived by any registered owner of Bonds to be redeemed, official notice of redemption shall be given by the Transfer Agent on behalf of the City. Such notice shall be dated and shall contain at a minimum the following information: original issue date; maturity dates; interest rates; CUSIP numbers, if any; certificate numbers (and in the case of partial redemption) the called amounts of each certificate; the place where the Bonds called for redemption are to be surrendered for payment; and that interest on the Bonds or portions thereof called for redemption shall cease to accrue from and after the redemption date.

In addition, further notice shall be given by the Transfer Agent in such manner as may be required or suggested by regulations or market practice at the applicable time, but no defect in such further notice nor any failure to give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as prescribed herein.

4. Limited Tax Pledge; Debt Retirement Fund; Defeasance of Bonds. The City hereby pledges its limited tax full faith and credit for the prompt payment of the Bonds. The City shall, each year budget the amount of the debt service coming due in the next fiscal year on the principal of and interest on the Bonds and shall advance as a first budget obligation from its general funds available therefor, or, if necessary, levy taxes upon all taxable property in the City subject to applicable constitutional, statutory and charter tax rate limitations, such sums as may be necessary to pay such debt service in said fiscal year.

The City Treasurer is authorized and directed to open a depository account with a bank or trust company designated by the City Council, to be designated **2026 CAPITAL IMPROVEMENT BONDS DEBT RETIREMENT FUND** (the "Debt Retirement Fund"), the moneys to be deposited into the Debt Retirement Fund to be specifically earmarked and used solely for the purpose of paying principal of and interest on the Bonds as they mature.

In the event cash or direct obligations of the United States or obligations the principal of and interest on which are guaranteed by the United States, or a combination thereof, the principal of and interest on which, without reinvestment, come due at times and in amounts sufficient to pay at maturity or irrevocable call for earlier optional redemption, the principal of, premium, if any, and interest on the Bonds, shall be deposited in trust, this resolution shall be defeased and the owners of the Bonds shall have no further rights under this resolution except to receive payment of the principal of, premium, if any, and interest on the Bonds from the cash or securities deposited in trust and the interest and gains thereon and to transfer and exchange Bonds as provided herein.

5. Construction Fund; Proceeds of Bond Sale. The City Treasurer is authorized and directed to open a separate depository account with a bank or trust company designated by the City Council, to be designated **2026 CAPITAL IMPROVEMENT BONDS CONSTRUCTION FUND** (the "Construction Fund"), and deposit into said Construction Fund the proceeds of the Bonds less accrued interest, if any, which shall be deposited into the Debt Retirement Fund. The

amounts specified by an Authorized Officer at the time of sale of the Bonds from the net proceeds of sale of the Bonds (including proceeds of the good faith deposit received at the time of sale, if any) shall be deposited to the appropriate account in the Construction Fund to be used to pay for the Projects and the costs of issuance of the Bonds. Except for investment pending disbursement and as herein provided, the moneys in each account in the Construction Fund shall be used solely to pay the costs of the Projects, the costs of issuance of the Bonds, as such costs become due and payable and, as may be necessary, to rebate arbitrage earnings, if any, to the United States Department of Treasury as required by the Internal Revenue Code of 1986, as amended (the "Code").

6. Bond Form. The Bonds shall be in substantially the following form:

UNITED STATES OF AMERICA
STATE OF MICHIGAN
COUNTY OF OAKLAND

CITY OF FARMINGTON HILLS

2026 CAPITAL IMPROVEMENT BOND
(LIMITED TAX GENERAL OBLIGATION)

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
____ %	October 1, ____	_____, 2026	

Registered Owner:

Principal Amount: Dollars

The City of Farmington Hills, County of Oakland, State of Michigan (the “City”), acknowledges itself to owe and for value received hereby promises to pay to the Registered Owner specified above, or registered assigns, the Principal Amount specified above, in lawful money of the United States of America, on the Maturity Date specified above, unless prepaid prior thereto as hereinafter provided, with interest thereon (computed on the basis of a 360-day year consisting of twelve 30-day months) from the Date of Original Issue specified above or such later date to which interest has been paid, until paid, at the Interest Rate per annum specified above, first payable on October 1, 2026 and semiannually thereafter. Principal of this bond is payable at the designated corporate trust office of _____, _____, Michigan, or such other transfer agent as the City may hereafter designate by notice mailed to the registered owner not less than sixty (60) days prior to any interest payment date (the “Transfer Agent”). Interest on this bond is payable to the registered owner of record as of the fifteenth (15th) day of the month preceding the interest payment date as shown on the registration books of the City kept by the Transfer Agent by check or draft mailed to the registered owner of record at the registered address. For prompt payment of this bond, both principal and interest, the full faith, credit and resources of the City are hereby irrevocably pledged.

This bond is one of a series of bonds of even Date of Original Issue aggregating the principal sum of \$ _____, issued for the purpose of paying the cost of certain capital improvements for the City. This bond is issued under the provisions of Act 34, Public Acts of Michigan, 2001, as amended, and a duly adopted resolution of the City.

Bonds of this issue maturing in the years [2027 to 2036], inclusive, shall not be subject to redemption prior to maturity. Bonds or portions of bonds of this issue in multiples of \$5,000 maturing in the year 2037 and thereafter shall be subject to redemption prior to maturity, at the option of the City, in any order of maturity and by lot within any maturity, on any date on or after [October 1, 2036], at par and accrued interest to the date fixed for redemption.

[Insert Term Bond redemption provisions, if necessary.]

In case less than the full amount of an outstanding bond is called for redemption, the Transfer Agent, upon presentation of the bond called in part for redemption, shall register, authenticate and deliver to the registered owner of record a new bond in the principal amount of the portion of the original bond not called for redemption.

Notice of redemption shall be given to the registered owner of any bond or portion thereof called for redemption by mailing of such notice not less than thirty (30) days prior to the date fixed for redemption to the registered address of the registered owner of record. A bond or portion thereof so called for redemption shall not bear interest after the date fixed for redemption provided funds are on hand with the Transfer Agent to redeem said bond or portion thereof.

This bond is transferable only upon the registration books of the City kept by the Transfer Agent by the registered owner of record in person, or by the registered owner's attorney duly authorized in writing, upon the surrender of this bond together with a written instrument of transfer satisfactory to the Transfer Agent duly executed by the registered owner or the registered owner's attorney duly authorized in writing, and thereupon a new registered bond or bonds in the same aggregate principal amount and of the same maturity shall be issued to the transferee in exchange therefor as provided in the resolution authorizing this bond and upon the payment of the charges, if any, therein prescribed.

This bond, including the interest thereon, is payable as a first budget obligation from the general funds of the Issuer, and the Issuer is required, if necessary, to levy ad valorem taxes on all taxable property in the Issuer for the payment thereof, subject to applicable constitutional, statutory and charter tax rate limitations.

It is hereby certified and recited that all acts, conditions and things required by law to be done, precedent to and in the issuance of this bond and the series of bonds of which this is one, exist and have been done and performed in regular and due form and time as required by law, and that the total indebtedness of the City, including this bond and the series of bonds of which this is one, does not exceed any constitutional, statutory or charter debt limitation.

This bond is not valid or obligatory for any purpose until the Transfer Agent's Certificate of Authentication on this bond has been executed by the Transfer Agent.

IN WITNESS WHEREOF, the City, by its City Council, has caused this bond to be signed in its name with the facsimile signatures of its Mayor and its City Clerk and a facsimile of its corporate seal to be printed hereon, all as of the Date of Original Issue.

CITY OF FARMINGTON HILLS
County of Oakland
State of Michigan

By _____
Its Mayor

(SEAL)

By _____
Its City Clerk

(Form of Transfer Agent's Certificate of Authentication)

CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds described herein.

By _____
Authorized Signatory

Authentication Date: _____, 2026

[Bond printer to insert form of assignment]

7. Notice of Sale. The City Clerk is authorized to fix a date of sale for the Bonds and to publish a notice of sale of the Bonds in ***The Bond Buyer***, New York, New York, which notice of sale shall be in substantially the following form:

OFFICIAL NOTICE OF SALE

\$_[]*

CITY OF FARMINGTON HILLS
COUNTY OF OAKLAND, STATE OF MICHIGAN
2026 CAPITAL IMPROVEMENT BONDS
(LIMITED TAX GENERAL OBLIGATION)

**Subject to adjustment as set forth in this Notice of Sale*

Bids for the purchase of the above bonds will be received in the manner described in this Official Notice of Sale on _____, _____, 2026, until __:__.m., prevailing Eastern Time, at which time and place said bids will be opened and read. The award or rejection of bids will occur on the same date.

ELECTRONIC BIDS: Bidders may submit bids for the purchase of the above bonds as follows:

Electronic bids may be submitted to the Municipal Advisory Council of Michigan at munibids@macmi.com; provided that electronic bids must arrive before the time of sale and the bidder bears all risks of transmission failure.

Electronic bids will also be received on the same date and until the same time by Bidcomp/Parity as agent of the undersigned. Further information about Bidcomp/Parity, including any fee charged, may be obtained from Bidcomp/Parity, Anthony Leyden or CLIENT SERVICES, 1359 Broadway, Second Floor, New York, New York 10010, (212) 849-5021. IF ANY PROVISION OF THIS NOTICE OF SALE SHALL CONFLICT WITH INFORMATION PROVIDED BY BIDCOMP/PARITY, AS THE APPROVED PROVIDER OF ELECTRONIC BIDDING SERVICES, THIS NOTICE SHALL CONTROL. No change of the dated date will be allowed for the computation of the winning bid.

Bidders may choose either means or location to present bids but a bidder may not present a bid in more than one location or by more than one means. Each bidder bears all risks associated with the submission, transmission and delivery of its bid.

BOND DETAILS: The bonds will be registered bonds of the denomination of \$5,000 or multiples thereof not exceeding for each maturity the maximum principal amount of that maturity, originally dated as of the date of delivery, numbered in order of registration, and will bear interest from their date payable on October 1, 2026 and semiannually thereafter.

The bonds will mature on the 1st day of October in each of the years as follows:

<u>Year</u>	<u>Amount*</u>	<u>Year</u>	<u>Amount*</u>
2027	\$205,000	2037	\$320,000
2028	215,000	2038	335,000
2029	225,000	2039	350,000
2030	235,000	2040	370,000
2031	245,000	2041	385,000
2032	255,000	2042	405,000
2033	270,000	2043	420,000
2034	280,000	2044	440,000
2035	295,000	2045	460,000
2036	305,000	2046	485,000

*ADJUSTMENT OF TOTAL PAR AMOUNT OF BONDS AND PRINCIPAL MATURITIES:

The City reserves the right to increase or decrease the aggregate principal amount of the bonds after receipt of the bids and prior to final award, if necessary, so that the purchase price of the bonds will provide an amount determined by the City to be sufficient to construct the projects and to pay costs of issuance of the bonds. The adjustments, if necessary, will be in increments of \$5,000. The purchase price will be adjusted proportionately to the increase or decrease in issue size, but the interest rates specified by the successful bidder for all maturities will not change. The successful bidder may not withdraw its bid as a result of any changes made within these limits.

*ADJUSTMENT TO PURCHASE PRICE: Should any adjustment to the aggregate principal amount of the bonds be made by the City, the purchase price of the bonds will be adjusted by the City proportionally to the adjustment in principal amount of the bonds. The adjusted purchase price will reflect changes in the dollar amount of the underwriter's discount and original issue discount/premium, if any, but will not change the per-bond underwriter's discount as calculated from the bid and initial reoffering prices.

PRIOR REDEMPTION OF BONDS: Bonds maturing in the years [2027 to 2036] inclusive, shall not be subject to redemption prior to maturity. Bonds or portions of bonds in multiples of \$5,000 maturing in the year [2037] and thereafter shall be subject to redemption prior to maturity, at the option of the City, in any order of maturity and by lot within any maturity, on any date on or after [October 1, 2036], at par and accrued interest to the date fixed for redemption.

In case less than the full amount of an outstanding bond is called for redemption, the transfer agent, upon presentation of the bond called for redemption, shall register, authenticate and deliver to the registered owner of record a new bond in the principal amount of the portion of the original bond not called for redemption.

Notice of redemption shall be given to the registered owner of any bond or portion thereof called for redemption by mailing of such notice not less than thirty (30) days prior to the date fixed for redemption to the registered address of the registered owner of record. A bond or portion thereof so called for redemption shall not bear interest after the date fixed for redemption provided funds are on hand with the transfer agent to redeem said bond or portion thereof.

TERM BOND OPTION: The initial purchaser of the bonds may designate any one or more maturities as term bonds. The amounts of the maturities which are aggregated in a designated term bond shall be subject to mandatory redemption on October 1 of the years and in the amounts set forth in the above maturity schedule at a redemption price of par, plus accrued interest to the date of mandatory redemption. Term bonds or portions thereof mandatorily redeemed shall be selected by lot. Any such designation must be made at the time bids are submitted and must be listed on the bid.

INTEREST RATE AND BIDDING DETAILS: The bonds shall bear interest at rate or rates not exceeding 5.00% per annum, to be fixed by the bids therefor, expressed in multiples of 1/8 or 1/100 of 1% or both. The interest on any one bond shall be at one rate only and all bonds maturing in any one year must carry the same interest rate. [NO MATURITY OF THE BONDS MAY HAVE AN INITIAL OFFERING PRICE TO THE PUBLIC THAT IS LESS THAN 98.5% OF THE PAR AMOUNT OF THE MATURITY] [THE BONDS MATURING IN THE YEAR 20__ AND THEREAFTER SHALL BEAR INTEREST AT A RATE NOT LESS THAN ____%]. No proposal for the purchase of less than all of the bonds or at a price less than 100% or more than 120% of their par value will be considered.

BOOK-ENTRY ONLY: The bonds will be issued in book-entry only form as one fully registered bond per maturity and will be registered in the name of Cede & Co., as bondholder and nominee for The Depository Trust Company (“DTC”), New York, New York. DTC will act as securities depository for the bonds. Purchase of the bonds will be made in book-entry-only form, in the denomination of \$5,000 or any multiple thereof. Purchasers will not receive certificates representing their interest in bonds purchased. It will be the responsibility of the purchaser to obtain DTC eligibility. Failure of the purchaser to obtain DTC eligibility shall not constitute cause for a failure or refusal by the purchaser to accept delivery of and pay for the bonds.

TRANSFER AGENT AND REGISTRATION: Principal shall be payable at the principal corporate trust office of _____, _____, Michigan, or such other transfer agent as the City may hereafter designate by notice mailed to the registered owner of record not less than 60 days prior to an interest payment date. Interest shall be paid by check mailed to the registered owner of record as shown on the registration books of the City as of the 15th day prior to an interest payment date. The bonds will be transferred only upon the registration books of the City kept by the transfer agent.

PURPOSE AND SECURITY: The bonds are authorized for the purpose of paying the cost of acquiring and constructing certain capital improvements for the City. The bonds will be a first budget obligation of the City, payable from the general funds of the City including the collection of ad valorem taxes on all taxable property in the City subject to applicable constitutional, statutory and charter tax rate limitations. The rights or remedies of bondholders may be affected by bankruptcy, insolvency, fraudulent conveyance or other laws affecting creditors’ rights generally now existing or hereafter enacted and by the application of general principles of equity including those relating to equitable subordination.

AWARD OF BONDS-TRUE INTEREST COST: The bonds will be awarded to the bidder whose bid produces the lowest true interest cost determined in the following manner: the lowest true interest cost will be the single interest rate (compounded on October 1, 2026 and semi-annually thereafter) necessary to discount the debt service payments from their respective payment date to the date of closing, in an amount equal to the price bid, excluding accrued interest. Each bidder shall state in its bid the true interest cost to the City, computed in the manner specified above.

TAX MATTERS: In the opinion of Miller, Canfield, Paddock and Stone, P.L.C., bond counsel, under existing law, assuming compliance with certain covenants, interest on the bonds is excludable from gross income for federal income tax purposes as described in the opinion, and the bonds and interest thereon are exempt from all taxation by the State of Michigan or any taxing authority within the State of Michigan except inheritance and estate taxes and taxes on gains realized from the sale, payment or other disposition thereof.

“QUALIFIED TAX-EXEMPT OBLIGATIONS”: The City has designated the bonds as “qualified tax-exempt obligations” for purposes of the deduction of interest expense by financial institutions pursuant to the Internal Revenue Code of 1986, as amended.

ISSUE PRICE: The winning bidder shall assist the City in establishing the issue price of the bonds and shall execute and deliver to the City at closing an “issue price” or similar certificate setting forth the reasonably expected initial offering price to the public or the sales price or prices of the bonds, together with the supporting pricing wires or equivalent communications, substantially in the form attached either as Appendix __-1 or Appendix __-2 to the Preliminary Official Statement for the bonds, with such modifications as may be appropriate or necessary, in the reasonable judgment of the winning bidder, the City and bond counsel.

The City intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining “competitive sale” for purposes of establishing the issue price of the bonds) will apply to the initial sale of the bonds (the “Competitive Sale Requirements”) because:

- a. the City is disseminating this Notice of Sale to potential underwriters in a manner that is reasonably designed to reach potential underwriters;
- b. all bidders shall have an equal opportunity to bid;
- c. the City anticipates receiving bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and
- d. the City anticipates awarding the sale of the bonds to the bidder who submits a firm offer to purchase the bonds at the lowest true interest cost, as set forth in this Notice of Sale.

Any bid submitted pursuant to this Notice of Sale shall be considered a firm offer for the purchase of the bonds, as specified in the bid.

In the event that all of the Competitive Sale Requirements are not satisfied, the City shall so advise the winning bidder. The City will not require bidders to comply with the “hold-the-offering-price rule” (as described below), and therefore does not intend to use the initial offering price to the public as of the sale date of any maturity of the bonds as the issue price of that maturity, though the winning bidder, in consultation with the City, may elect to apply the “hold-the-offering-price rule.” Bids will not be subject to cancellation in the event the Competitive Sale Requirements are not satisfied. Unless a bidder intends to apply the “hold-the-offering-price rule” (as described below), bidders should prepare their bids on the assumption that all of the maturities of the bonds will be subject to the 10% Test (as described below). The winning bidder must notify the City of its intention to apply either the “hold-the-offering-price rule” or the 10% Test at or prior to the time the bonds are awarded.

If the winning bidder does not request that the “hold-the-offering-price rule” apply to determine the issue price of the bonds, then the following two paragraphs shall apply:

- a. The City shall treat the first price at which 10% of a maturity of the bonds (the “10% Test”) is sold to the public as the issue price of that maturity, applied on a maturity-by-maturity basis. The winning bidder shall advise the City if any maturity of the bonds satisfies the 10% Test as of the date and time of the award of the bonds; and
- b. Until the 10% Test has been satisfied as to each maturity of the bonds, the winning bidder agrees to promptly report to the City the prices at which the unsold bonds of that maturity have been sold to the public. That reporting obligation shall continue, whether or not the closing date has occurred, until either (i) all bonds of that maturity have been sold or (ii) the 10% Test has been satisfied as to the bonds of that maturity, provided that, the winning bidder’s reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the City or bond counsel.

If the winning bidder does request that the “hold-the-offering-price rule” apply to determine the issue price of the bonds, then the following three paragraphs shall apply:

- a. The winning bidder, in consultation with the City, may determine to treat (i) pursuant to the 10% Test, the first price at which 10% of a maturity of the bonds is sold to the public as the

- issue price of that maturity and/or (ii) the initial offering price to the public as of the sale date of any maturity of the bonds as the issue price of that maturity (the “hold-the-offering-price rule”), in each case applied on a maturity-by-maturity basis. The winning bidder shall advise the City if any maturity of the bonds satisfies the 10% Test as of the date and time of the award of the bonds. The winning bidder shall promptly advise the City, at or before the time of award of the bonds, which maturities of the bonds shall be subject to the 10% Test or shall be subject to the hold-the-offering-price rule or both.
- b. By submitting a bid, the winning bidder shall (i) confirm that the underwriters have offered or will offer the bonds to the public on or before the date of the award at the offering price or prices (the “initial offering price”), or at the corresponding yield or yields, set forth in the bid submitted by the winning bidder, and (ii) if the hold-the-offering-price rule applies, agree, on behalf of the underwriters participating in the purchase of the bonds, that the underwriters will neither offer nor sell unsold bonds of any maturity to which the hold-the-offering-price rule shall apply to any person at a price that is higher than the initial offering price to the public during the period starting on the sale date and ending on the earlier of the following:
- a. the close of the fifth (5th) business day after the sale date; or
 - b. the date on which the underwriters have sold at least 10% of that maturity of the bonds to the public at a price that is no higher than the initial offering price to the public;

The winning bidder shall promptly advise the City when the underwriters have sold 10% of that maturity of the bonds to the public at a price that is no higher than the initial offering price to the public, if that occurs prior to the close of the fifth (5th) business day after the sale date.

- c. The City acknowledges that, in making the representation set forth above, the winning bidder will rely on (i) the agreement of each underwriter to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, as set forth in an agreement among underwriters and the related pricing wires, (ii) in the event a selling group has been created in connection with the initial sale of the bonds to the public, the agreement of each dealer who is a member of the selling group to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, as set forth in a selling group agreement and the related pricing wires, and (iii) in the event that an underwriter or dealer who is a member of the selling group is a party to a third-party distribution agreement that was employed in connection with the initial sale of the bonds to the public, the agreement of each broker-dealer that is a party to such agreement to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, as set forth in the third-party distribution agreement and the related pricing wires. The City further acknowledges that each underwriter shall be solely liable for its failure to comply with its agreement regarding the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, and that no underwriter shall be liable for the failure of any other underwriter, or of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a third-party distribution agreement to comply with its corresponding agreement to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable

to the bonds.

By submitting a bid, each bidder confirms that:

- a. any agreement among underwriters, any selling group agreement and each third-party distribution agreement (to which the bidder is a party) relating to the initial sale of the bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such third-party distribution agreement, as applicable, (A)(i) to report the prices at which it sells to the public the unsold bonds of each maturity allocated to it, whether or not the closing date has occurred, until either all bonds of that maturity allocated to it have been sold or it is notified by the winning bidder that the 10% Test has been satisfied as to the bonds of that maturity, provided that, the reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the winning bidder, and (ii) to comply with the hold-the-offering-price rule, if applicable, if and for so long as directed by the winning bidder and as set forth in the related pricing wires, (B) to promptly notify the winning bidder of any sales of bonds that, to its knowledge, are made to a purchaser who is a related party to an underwriter participating in the initial sale of the bonds to the public (each such term being used as defined below), and (C) to acknowledge that, unless otherwise advised by the underwriter, dealer or broker-dealer, the winning bidder shall assume that each order submitted by the underwriter, dealer or broker-dealer is a sale to the public.
- b. any agreement among underwriters or selling group agreement relating to the initial sale of the bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter or dealer that is a party to a third-party distribution agreement to be employed in connection with the initial sale of the bonds to the public to require each broker-dealer that is a party to such third-party distribution agreement to (i) report the prices at which it sells to the public the unsold bonds of each maturity allocated to it, whether or not the closing date has occurred, until either all bonds of that maturity allocated to it have been sold or it is notified by the winning bidder or such underwriter that the 10% Test has been satisfied as to the bonds of that maturity, provided that, the reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the winning bidder or such underwriter, and (ii) comply with the hold-the-offering-price rule, if applicable, if and for so long as directed by the winning bidder or the underwriter and as set forth in the related pricing wires.
- c. sales of any bonds to any person that is a related party to an underwriter shall not constitute sales to the public for purposes of this Notice of Sale.

Further, for purposes of this Notice of Sale:

- a. “public” means any person other than an underwriter or a related party;
- b. “underwriter” means (A) any person that agrees pursuant to a written contract with the City (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the bonds to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the bonds to the public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the bonds to the public);

- c. a purchaser of any of the bonds is a “related party” to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) more than 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other); and
- d. “sale date” means the date that the bonds are awarded by the City to the winning bidder.

LEGAL OPINION: Bids shall be conditioned upon the approving opinion of Miller, Canfield, Paddock and Stone, P.L.C., attorneys of Detroit, Michigan, a copy of which opinion will be furnished without expense to the purchaser of the bonds at the delivery thereof. The fees of Miller, Canfield, Paddock and Stone, P.L.C. for services rendered in connection with such approving opinion are expected to be paid from bond proceeds. Except to the extent necessary to issue its approving opinion as to validity of the above bonds, Miller, Canfield, Paddock and Stone, P.L.C. has not been requested to examine or review and has not examined or reviewed any financial documents, statements or materials that have been or may be furnished in connection with the authorization, issuance or marketing of the bonds, and accordingly will not express any opinion with respect to the accuracy or completeness of any such financial documents, statements or materials.

DELIVERY OF BONDS: The City will furnish bonds ready for execution at its expense. Bonds will be delivered without expense to the purchaser through DTC in New York, New York, or such other place to be agreed upon. The usual closing documents, including a certificate that no litigation is pending affecting the issuance of the bonds, will be delivered at the time of delivery of the bonds. If the bonds are not tendered for delivery by twelve o’clock noon, prevailing Eastern Time, on the 45th day following the date of sale, or the first business day thereafter if said 45th day is not a business day, the successful bidder may on that day, or any time thereafter until delivery of the bonds, withdraw its proposal by serving notice of cancellation, in writing, on the undersigned in which event the City shall promptly return the good faith deposit, if any. Payment for the bonds shall be made in Federal Reserve Funds.

CUSIP NUMBERS: CUSIP identification numbers will be printed on the bonds at the option of the purchaser, but neither the failure to print such numbers on any bonds nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the bonds in accordance with terms of the purchase contract. All expenses in relation to the printing of CUSIP numbers on the bonds shall be paid for by the purchaser, and the CUSIP Service Bureau charge for the assignment of such numbers shall be the responsibility of and shall be paid for by the purchaser.

OFFICIAL STATEMENT: An electronic copy of the preliminary Official Statement that the City deems to be final as of its date, except for the omission of information permitted to be omitted by Rule 15c2-12 of the Securities and Exchange Commission, has been prepared and may be obtained from PFM Financial Advisors LLC, financial advisors to the City, at the address and telephone listed under MUNICIPAL ADVISOR below. PFM Financial Advisors LLC will provide the winning bidder with an electronic copy of the final Official Statement within 7 business days from the date of sale to permit the purchaser to comply with Securities and Exchange Commission Rule 15c2-12. Within 24 hours of the time of sale, the purchaser may request printed copies of the Official Statement from PFM Financial Advisors LLC. The purchaser agrees to pay the cost of additional copies.

BOND INSURANCE AT PURCHASER'S OPTION: If the bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of the bidder/purchaser, the purchase of any such insurance policy or the issuance of any such commitment shall be at the option and expense of the purchaser of the bonds. Any and all increased costs of issuance of the bonds resulting from such purchase of insurance shall be paid by the purchaser, except that if the City has requested and received a rating on the bonds from a rating agency, the City shall pay the fee for the requested rating. Any other rating agency fees shall be the responsibility of the purchaser. FAILURE OF THE MUNICIPAL BOND INSURER TO ISSUE THE POLICY AFTER THE BONDS HAVE BEEN AWARDED TO THE PURCHASER SHALL NOT CONSTITUTE CAUSE FOR FAILURE OR REFUSAL BY THE PURCHASER TO ACCEPT DELIVERY OF THE BONDS FROM THE CITY.

CONTINUING DISCLOSURE: As described more fully in the Official Statement, the City has agreed to provide or cause to be provided, in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission, (i) on or prior to the sixth month after the end of each fiscal year commencing with the fiscal year ended June 30, 2026, certain annual financial information and operating data, including audited financial statements for the preceding fiscal year, generally consistent with the information contained or cross-referenced in the Official Statement relating to the bonds, (ii) timely notice of the occurrence of certain material events with respect to the bonds and (iii) timely notice of a failure by the City to provide the required annual financial information on or before the date specified in (i) above.

BIDDER CERTIFICATION: NOT "IRAN-LINKED BUSINESS": By submitting a bid, the bidder shall be deemed to have certified that it is not an "Iran-Linked Business" as defined in Act 517 Michigan Public Acts of 2012, being MCL 129.311 et. seq.

MUNICIPAL ADVISOR: Further information relating to the bonds may be obtained from PFM Financial Advisors LLC, 555 Briarwood Circle, Suite 333, Ann Arbor, Michigan 48108. Telephone (734) 994-9700. Fax (734) 994-9710.

ENVELOPES containing the bids should be plainly marked "Proposal for 2026 Capital Improvements Bonds (Limited Tax General Obligation)."

THE RIGHT IS RESERVED TO REJECT ANY OR ALL BIDS.

Carly Lindahl
City Clerk

8. Useful Life of Projects. The estimated period of usefulness of the Projects is hereby declared to be not less than twenty-one (21) years.

9. Tax Covenant; Qualified Tax-Exempt Obligations. The City shall, to the extent permitted by law, take all actions within its control necessary to maintain the exclusion of the interest on the Bonds from gross income for federal income tax purposes under the Code, including, but not limited to, actions relating to any required rebate of arbitrage earnings and the expenditures and investment of Bond proceeds and moneys deemed to be Bond proceeds, and to prevent the Bonds from being or becoming “private activity bonds” as that term is used in Section 141 of the Code. The Bonds are designated as “qualified tax-exempt obligations” for purposes of deduction of interest expense by financial institutions pursuant to the Code.

10. Official Statement; Qualification for Insurance; Ratings. Any Authorized Officer is authorized and directed to cause the preparation and circulation of a preliminary and final Official Statement with respect to the Bonds; to procure qualification of the Bonds for a policy of municipal bond insurance if deemed appropriate by the City’s financial advisor; and to obtain ratings on the Bonds.

11. Continuing Disclosure. The City agrees to enter into a continuing disclosure undertaking for the benefit of the holders and beneficial owners of the Bonds in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission, and any Authorized Officer is hereby authorized to execute such undertaking prior to delivery of the Bonds.

12. Authorization of Other Actions. The Authorized Officers are each individually hereby authorized to adjust the final Bond details set forth herein to the extent necessary or convenient to complete the transaction authorized herein, and in pursuance of the foregoing are authorized to exercise the authority and make the determinations authorized pursuant to Section 315(1)(d) of Act 34, Public Acts of Michigan, 2001, as amended (“Act 34”), including but not limited to, determinations regarding interest rates, prices, discounts, maturities, principal amounts, denominations, dates of issuance, interest payment dates, redemption rights, series designation, the place of delivery and payment, and other matters, *provided* that the principal amount of Bonds issued shall not exceed the principal amount authorized in this resolution, the true interest cost per annum on the Bonds shall not exceed five percent (5.00%), the Bonds shall mature in not more than twenty-one (21) annual principal installments and the Bonds shall be sold at a price not more than 120% of the principal amount thereof. The Authorized Officers are each authorized and directed to take all other actions necessary or advisable, and to make such other filings with any parties, including the Michigan Department of Treasury, to enable the sale and delivery of the Bonds as contemplated herein.

13. Award of Sale of Bonds. Each of the Authorized Officers is hereby authorized on behalf of the City to award the sale of the Bonds to the bidder whose bid meets the requirements of law and which produces the lowest true interest cost to the City computed in accordance with the terms of the Official Notice of Sale as published.

14. Bond Counsel. Miller, Canfield, Paddock and Stone, P.L.C. is hereby approved as

