

Village of Carol Stream

Debt Management Policies

Purpose

The Debt Management Policies set forth comprehensive guidelines for the Financing of capital projects and infrastructure. It is the objective of the policies that (1) the Village obtain financing only when necessary, (2) the process for identifying the timing and amount of debt or other financing be as efficient as possible and (3) the most favorable interest and other costs be obtained.

Responsibility

The primary responsibility for developing financing recommendations rests with the Finance Director. In developing the recommendations, the Finance Director shall be assisted by the Village Manager, Assistant Village Manager and Assistant Finance Director, the four of whom shall comprise a Debt Management Committee. The responsibilities of the committee shall be to:

- meet no less than annually to consider the need for financing and assess progress on the Capital Improvement Program;
- meet as necessary in preparation for a financing and review changes in state and federal legislation;
- review annually all debt issues to determine whether refinancing or restructuring may be in order. (The Finance Director will monitor such opportunities on an ongoing basis.);
- review annually the provisions of ordinances authorizing issuance of obligations; and,
- annually review services provided by the Financial Advisor, Bond Counsel, Paying Agent and other service providers to evaluate the extend and effectiveness of services being provided.

Annually, the Finance Director and Village Manager shall jointly prepare a written report on the status of Capital Improvement Program financing. The report shall be based in part on information collected from the Village Engineer and Public Works Director and shall include a projection of near term financing needs compared to available resources, an analysis of the impact of contemplated financings on the designated revenue source and user charges, and a financing recommendation, trends in interest rates and other factors as appropriate.

Bond Counsel Involvement

The Bond Counsel will issue an opinion as to the legality and tax-exempt status of any obligations. The Village will also seek the advice of Bond Counsel on all other types of financings and on any other questions involving federal tax or arbitrage law. Bond Counsel is also responsible for the preparation of the ordinance authorizing issuance of obligations

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and all of the closing documents to complete their sale and will perform other services as defined by contract approval by the Village Board.

Installment Contract

The Village may negotiate a short-term installment loan with a financial institution selected through a competitive process. The installment loan would be used to finance purchases of vehicles and/or equipment with a minimum cost of \$100,000. The item being financed must also have a minimum life of five years. The Debt Management Committee must approve and recommend the installment loan to the Village Board for approval.

Financial Advisor Involvement

The Village will seek the advice of a Financial Advisor when necessary. The Financial Advisor will advise on the structuring of obligations to be issued, inform the Village of various options, advise the Village as to how choices will impact the marketability of Village obligations and will provide other services as defined by the contract awarded by the Village Board. To ensure independence, the Financial Advisor will not bid on nor underwrite any Village debt issues on which it is advising.

Short Term Debt

General

Short-term obligations may be issued to finance projects or portions of projects for which the Village ultimately intends to issue long-term debt; i.e., it will be used to provide interim financing which will eventually be refunded with the proceeds of long-term obligations.

Short-term obligations may be backed with a tax or revenue pledge, or a pledge of other available resources.

Interim financing may be appropriate when timing of the financing is critical. Short-term obligations can often be obtained more quickly than long-term obligations and thus can be used in emergencies until long-term financing can be obtained. In addition, in some cases when the amount of financing required is relatively small, it may be cheaper for the Village to issue a small amount of short-term obligations to provide for its immediate needs than to issue a larger amount of long-term obligations to provide financing for both immediate and future needs when the carrying costs of issuing obligations which are not immediately needed are taken into account.

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Line of Credit

With the approval of the Village Board, the Village may establish a tax-exempt line of credit with a financial institution selected through a competitive process. Draws shall be made on the line of credit when (1) the need for financing is so urgent that time does not permit the issuance of a long-term debt, (2) the need for financing is so small that the total cost of issuance of long-term debt including carrying costs of debt proceeds not needed immediately is significantly higher, and (3) the Debt Management Committee approves the draw. Draws will be made on the line of credit to pay for projects designated for line of credit financing by the Village Board. Only projects which will ultimately be financed with the proceeds of authorized bonds may be designated.

Long Term Debt

Long-term obligations will not be used for operating purposes and the life of the obligations will not exceed the useful life of the projects financed, but in any case no longer than 20 years.

Level or declining debt service shall be employed unless operational matters dictate otherwise, or except to achieve overall level debt service with existing bonds. The Village may choose to delay principal payments or capitalized interest during project construction.

The Village shall be mindful of the potential benefits of bank qualification and will strive to limit its annual issuance of debt to \$10 million or less when such estimated benefits are greater than the benefits of exceeding the bank qualification limit. Should subsequent changes in the law raise this limit, then the Village policy will be adjusted accordingly.

The cost of issuance of private activity bonds is usually higher than for governmental purpose bonds. Consequently, private activity bonds will be issued only when they will economically benefit the Village.

The cost of taxable debt is higher than for tax-exempt debt. However, the issuance of taxable debt is mandated in some circumstances and may allow valuable flexibility in subsequent contracts with users or managers of the improvement constructed with the bond proceeds. Therefore, the Village will usually issue obligations tax exempt, but may occasionally issue taxable obligations.

Variable Rate Debt

The Village may choose to issue bonds that pay a rate of interest that varies according to a pre-determined formula or results from a periodic remarketing of the securities, consistent

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with state laws and covenants of pre-existing bonds, and depending on market conditions. The Village will have no more than 15% of its outstanding general obligation bonds in variable rate form.

Revenue Bonds

The Village shall seek to finance the capital needs of its revenue producing enterprise activities through the issuance of Alternate Revenue-debt obligations. Prior to issuing Alternate Revenue-debt obligations, the Debt Management Committee will develop financial plans and projections showing the feasibility of the planned financing, required rates and charges needed to support the planned financing and the impact of the planned financing on rate payers, property owners and the other affected parties. The amount of Alternate Revenue-debt obligations issued by the Village will be limited by the feasibility of the overall financing plan as determined by the Debt Management Committee. If it is not feasible to issue an Alternate Revenue obligation, then a revenue-secured debt obligation should be considered.

Interest Rate Swaps

Debt instruments utilizing imbedded swaps or having other less traditional characteristics may be issued, provided the Village is not unduly exposed to third party risk and that utilization of such an instrument does not precipitate an adverse rating agency reaction.

Negotiated versus Competitive Sale versus Private Placement

When feasible and economical, obligations shall be issued by competitive rather than negotiated sale. A sale may be negotiated when the issue is predominantly a refunding issue or in other non-routine situations which require more flexibility than a competitive offer allows. Whenever the option exists to offer an issue either for competition or for negotiation, analysis of the options shall be performed to aid in the decision-making process. When a sale is not competitively bid, the Village will publicly present the reasons and will participate with the Financial Advisor in the selection of the underwriter or direct purchaser.

The criteria used to select an underwriter in a competitive sale shall be the true interest cost. In a negotiated sale, the underwriter may be selected with or without a request for proposals (RFP). The criteria used to select an underwriter in a negotiated sale should include the following:

- Overall experience
- Marketing philosophy
- Capability

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- Previous experience as managing a co-managing partner
- Financial statements
- Public Finance team and resources
- Underwriter's discount

When cost/beneficial, the Village may privately place its debt. Since no underwriter participates in a private placement, it may result in lower costs of issuance. Private placement is sometimes an option for small issues. The opportunity may be identified by the Financial Advisor.

Refunding

The Village shall consider refunding debt whenever an analysis indicates the potential for present value savings of approximately 3 to 5% of the principal being refunded. Depending on the time to maturity and the absolute level of interest rates of the refunding candidate this target may change. For longer maturities the target can be higher, for shorter maturities, lower. For higher interest rates the target may be higher, for lower rates it could be lower.

Private activity bonds may be refunded in a current refunding or by using taxable debt.

Capital Leasing

Capital leasing is an option for the acquisition of a piece or package of equipment costing less than \$500,000.

Leasing shall not be considered when funds are on hand and could be made available for the acquisition unless the interest expense associated with the lease is less than the interest that can be earned by investing the funds on hand or when other factors such as budget constraints or vendor responsiveness override the economic consideration.

Whenever a lease is arranged with a private sector entity, a tax-exempt rate shall be sought. Whenever a lease is arranged with a government or other tax-exempt entity, the Village shall strive to obtain an explicitly defined taxable rate so that the lease will not be counted in the Village's total annual borrowing subject to arbitrage rebate.

The lease agreement shall permit the Village to refinance the lease at no more than reasonable cost should the Village decide to do so. A lease which can be called at will is preferable to one which can merely be accelerated.

Since the market for lease financings is relatively inefficient, the interest rate available at any one time may vary widely. Therefore, the Village shall obtain at least three competitive proposals for any major lease financing. The net present value of competitive bids shall be

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compared, taking into account whether payments are in advance or in arrears, and how frequently payments are made. The purchase price of equipment shall be competitively bid as well as the terms and cost of financing.

The advice of the Village's bond counsel shall be sought in any capital leasing arrangement and when federal tax forms are prepared to ensure that all federal tax laws are obeyed.

The Village may consider issuing certificates of participation to finance a very large project. Analysis will be performed because financing costs may be greater than other types of financing.

Other Types of Financing

From time to time other types of financing may become available. Examples of these options are debt pools with other entities and low-interest loans from state agencies such as the Illinois Environment Protection Agency. The Debt Management Committee will prepare a written analysis of an option. The analysis will include consideration of the advice of the Village's and Financial Advisor.

Ratios

The total general obligation debt will be limited to \$1,000 per capita, which will be reviewed annually.

The Water and Sewer Fund total long term debt outstanding shall not exceed the amount of fund equity.

The Village will endeavor to maintain 1.5 (times) coverage for all indebtedness of the Water and Sewer Fund.

The review of these ratios will be included in the annual report by the Debt Management Committee to the Village Board.

Official Statement

The Official Statement will be prepared by the Financial Advisor with assistance from the Debt Management Committee.

Ratings

The Village will strive to maintain and/or to improve its bond rating.

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When a general obligation bond is issued, the Village will receive a rating from at least two national rating agencies.

Full disclosure of operations will be made to the bond rating agencies. The Debt Management Committee, with the assistance of the Financial Advisor and, will prepare the necessary materials for and presentation to the rating agencies.

The Village shall maintain a line of communications with the rating agencies, informing them of major financial events in the Village as they occur. The Comprehensive Annual Financial Report (CAFR) shall be distributed to the rating agencies after it has been accepted by the Village Board.

The rating agencies will also be notified either by telephone or through written correspondence when the Village begins preparation for a debt issuance. After the initial contact, a formal ratings application will be prepared and sent along with a draft of the Official Statement relating to the bond sale to the rating agencies. This application and related documentation should be sent several weeks prior to the bond sale to give the rating agencies sufficient time to perform their review.

A personal meeting with representatives of the rating agencies will be scheduled every few years or whenever a major project is initiated.

Credit Enhancement

Credit enhancements are mechanisms which guarantee principal and interest payments. They include bond insurance and a line or letter of credit. A credit enhancement, while costly, will usually bring a lower interest rate on debt and a higher rating from the rating agencies, thus lowering overall costs.

During debt issuance planning, the Financial Advisor will advise the Village whether or not a credit enhancement is cost effective under the circumstances and what type of credit enhancement, if any, should be purchased. In a negotiated sale, bids will be taken during the period prior to pricing of the sale. In a competitive sale, bond insurance may be provided by the purchases if the issue qualifies for bond insurance.

Secondary Market Disclosure

SEC 15c2-12 regulations became effective July 3, 1995. The regulation requires municipal debt issuers to provide specified financial and operating information for fiscal years beginning on January 1, 1996, or later. The information provided should mirror the information provided in an official statement at the time of a primary offering. The annual financial information is to be sent to all Nationally Recognized Municipal Information

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Depositories (NRMSIRs) designated by the SEC. Additionally, issuers must notify the State Information Depositories (SIDs) if one exists.

In addition to the financial and operating information any material event must be provided to all NRMSIRs, Municipal Securities Rulemaking Board (MSRB) and to the state SID's. Municipal debt issuers will be obligated to provide ongoing disclosure on the status of the following material events:

- Principal and interest payment delinquencies
- Nonpayment-related defaults
- Unscheduled draws on reserves
- Unscheduled draws on credit enhancements
- Substitution of credit or liquidity providers, or the failure to perform
- Adverse tax opinions or events affecting the tax-exempt status of the security
- Modifications to rights of security holders
- Bond calls
- Defeasances
- Matters affecting collateral
- Rating changes

The Finance Director will be designated "Compliance Officer" for disclosure requirements. Levels of reporting will include:

- Annual compliance reports to the City Council Finance and Government Committee Notification by certified mail to NRMSIRs, and SIDs of material events, with copies to the Village Board. These reports will be included in the Annual report that is submitted to the Village Board by the Debt Management Committee.
- Copies of CAFR and updated tables from the Official Statement to NRMSIRs and SIDs within six months of fiscal year end.

Arbitrage Liability Management

It is the Village's policy to minimize the cost of arbitrage rebate and yield restriction while strictly complying with the law.

General

Federal arbitrage legislation is intended to discourage entities from issuing tax-exempt obligations unnecessarily. In compliance with the spirit of this legislation, the Village will

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not issue obligations except for identifiable projects with very good prospects of timely initiation. Obligations will be issued as closely in time as feasible to the time, contracts are expected to be awarded so that they will be spent quickly.

Responsibility

Because of the complexity of arbitrage rebate regulations and the severity of non-compliance penalties, the advice of Bond Counsel and other qualified experts will be sought whenever questions about arbitrage rebate regulations arise.

The Finance Director will be responsible for identifying the amount of unspent debt proceeds including interest which is on hand and for ensuring that, to the extent feasible, the oldest proceeds on hand are spent first.

If necessary, the Village will contract with an arbitrage rebate service provider to maintain a system for computing and tracking the arbitrage rebate liability. The arbitrage service provider will notify the Village within 60 days of year end of the amount of any accrued liability and will also notify the Village 60 days in advance of when a rebate of excess arbitrage earnings is due to the Internal Revenue Service.

The Village's Bond Counsel and Financial Advisor shall review in advance any arbitrage rebate payments and forms sent to the Internal Revenue Service.

The expenditure of obligation proceeds will be tracked in the financial accounting system by [type of issue]. Investments will be pooled for financial accounting purposes and may, at the discretion of the Finance Director, be pooled for investment purposes. When investments of bond proceeds are co-mingled with other investments, the Village shall adhere to the Internal Revenue Service rules on accounting allocations.

Arbitrage rebate costs shall be charged as negative interest revenue to the funds in which the related obligation proceeds were originally deposited.

Internal Interim Financing

In order to defer the issuance of obligations, when sufficient non-restricted reserve funds are on hand, consideration shall be given to appropriating them to provide interim financing for large construction contracts or parts of contracts. When the appropriations are subsequently re-financed with the proceeds of obligations or other resources, the non-restricted reserve funds shall be repaid. When expenditures are reimbursed from debt issuances, applicable state law and the Internal Revenue Service rules on reimbursements will be complied with so that the reimbursements may be considered expenditures for arbitrage purposes. Requirements are in general:

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The Village shall declare its intention to reimburse any expenditure with debt proceeds before paying the expenditure via an inducement (reimbursement) resolution.

Reimbursement bonds must be issued and the reimbursement made within one year after the expenditure was made or the property financed by the expenditure was placed in service, whichever is later; and

The expenditure to be reimbursed must be a capital expenditure.

Two Year Spend-out Option

Arbitrage rebate legislation offers a safe harbor whereby obligations issued for construction will be exempt from arbitrage rebate if certain rules are adhered to and the proceeds are spent within two years. However, if this option is elected and all the proceeds are not spent according to the prescribed schedule, penalties are imposed. The option should be considered when circumstances indicate the Village will with certainty be successful in achieving a two-year spend-out goal. Such circumstances may include, but are not limited to the following:

Obligations are issued to finance a variety of small construction projects, not large projects which might be unexpectedly delayed after the issuance. Also, project management understands the requirements and is firmly committed to achieving the spend-out goal.

Obligations are issued for a single, large high-priority project with a relatively short construction period and there is a high level of commitment to speedy completion.

When the two-year spend-out option is elected, debt will be issued for an estimated one year of expenditures to provide for unexpected delays of up to a year without incurring penalties.

The exercise of the two-year spend-out option will always be coordinated with Bond Counsel and the Financial Advisor.

Investment of Bond Proceeds

The investment of bond proceeds will be dictated by the bond indenture and state statutes.

The Finance Director and Financial Advisor will prepare the cash flow requirements for the bond proceeds and shall be used as a guide in structuring the maturity of the bond proceeds portfolio.

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Debt covenants and arbitrage requirements will be designed to maintain compliance with both debt and investment policies with any arbitrage liability adjusting net investment income in the year in which the liability was incurred.

Debt service reserve funds shall be maintained and invested, as applicable, in compliance with the debt agreements.

Modification To Policies

These policies will be reviewed annually by the Debt Management Committee and minor changes may be made with the approval of the Village Manager. Significant policy changes will be presented to the Village Board for confirmation.

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