



## **Debt Management Policy**

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### I. Introduction

The City of Bloomington, the Housing and Redevelopment Authority in and for the City of Bloomington (the “HRA”), and the Port Authority of the City of Bloomington (the “Port”) (collectively the “City”) has significant capital improvement program (the “CIP”) requirements, both for the funding of new facilities, the renovation and replacement of existing assets, and other qualified capital purposes such as but not limited to land acquisition, construction, equipment, and other capital requirements as may arise from time to time.

This Debt Management Policy provides guidance for the issuance of bonds and other forms of indebtedness and contingent liabilities (the “Debt Policy”). Contingent liabilities are generally defined as the Bloomington Fire Department Relief Association required pension contributions, and Public Employee Retirement Association (“PERA”), Other Postemployment Benefits (“OPEB”), debt with pledged City levies or taxes where other revenues are the primary source of payment, and interfund loans.

While the issuance of debt is an appropriate method of financing capital projects and major equipment acquisitions, such issuance shall be carefully monitored to preserve the City’s credit strength and to provide the necessary flexibility to fund future capital needs. In addition, the issuance of debt shall be closely aligned with the cash flow requirements of the projects being financed. The City provides funding for its capital program from a variety of resources, including debt which is payable from property tax levies, utility revenues, utility fees, sales taxes, or other such identified revenues. Debt may be double barreled (meaning the debt is secured by multiple revenue sources) with a primary repayment source and a tax levy as a backup.

This Debt Policy shall govern, except as otherwise covered by the City Charter and City Code, the issuance and management of all debt and lease financings funded in the capital markets. While adherence to the Debt Policy is required in applicable circumstances, the City recognizes that changes in the capital markets as well as unforeseen circumstances may from time to time produce situations that are not covered by the Debt Policy and may require modifications or exceptions to achieve City goals. As appropriate, the Chief Financial Officer shall seek City Manager or City Council, or both, direction and approval for such modifications or exceptions.

The City recognizes that one of the attributes of sound financial management is a comprehensive debt management policy. Adherence to a debt management policy signals to residents, credit rating agencies, and the capital markets that a government entity is well managed and will meet its financial obligations in a timely manner. It is an important tool in ensuring that the City maintains appropriate resources and

funding capacity to meet both present and future capital needs as well as long term contingent liabilities. The development of a debt management policy is a recommended best practice by the Government Finance Officers Association.

## II. Purpose

The purpose of the City's Debt Policy is to ensure that all financings are completed in a manner such that the City:

- Achieves the lowest cost of capital;
- Preserves the City's high credit triple A ratings;
- Maximizes access to the capital debt markets;
- Preserves financial flexibility;
- Aligns debt repayment to the available cash flows;
- Manages interest rate risk exposure; and
- Limits exposure to third party credit and financial risk.

With respect to managing interest rate risk and the overall cost of capital, the City, in addition to the issuance of long-term fixed rate debt in favorable interest rate environments, may make use of several variable rate instruments and tools to manage its borrowing costs and access to the capital debt markets. While these types of structures and products provide opportunities to lower the cost of borrowing, they also introduce types of risks not found in the fixed rate market that require more intensive and ongoing oversight. To ensure that if the City uses these structures and products in the future prudently and effectively, this policy also provides a framework outlining purposes, procedures and limitations that addresses:

- The management of interest rate risk with respect to the City's debt portfolio;
- The use of variable interest rate debt;
- The use of third-party liquidity facilities; and
- The future use and management of derivative products.

This Debt Policy is for the benefit of the City and no provision of this Debt Policy shall give to any person other than the City any benefit, right, remedy or claim. The City may, at any time and without notice of any sort, amend or supplement the policy in such a manner as approved by the City Council and acknowledged by the Port Authority Board and HRA Board.

## III. Application

This Debt Policy shall apply to any debt issued by the City and its related entities, the HRA and the Port. Indebtedness shall include all long-term general obligation and revenue secured debt. The City's Finance Department will be responsible for ensuring adherence to the Debt Policy.

## IV. Considerations for Debt Issuance

### A. Authorization and Approval

The City is permitted to issue fixed rate obligations, variable rate obligations and to enter into interest rate swaps pursuant to a variety of state statutes. Such debt may be general obligations of the City or revenue debt secured by a specifically identified resources. All long-term debt issuance shall be approved by the appropriate governing body City, Port, or HRA and in cases where debt is issued by the HRA or Port, the City must also approve the issuance.

The City typically issues debt obligations once or twice a year to fund various capital projects. Generally speaking, the proceeds of the debt obligations issued fund necessary capital projects that are completed over a short term (e.g., 12-24 months) and may reimburse current capital activities. As bond proceeds are depleted, new debt can be issued to provide funding for additional projects. This capital cash-flow borrowing approach is intended to help safeguard against over issuance and unnecessary interest costs. In addition, it encourages a rate of spend-down that is consistent with arbitrage temporary periods and the exceptions to rebate.

The City may also consider borrowing on a “project” basis, where debt is issued upfront to pay for a particular capital project with a multi-year spend-down. This approach may be implemented to lock-in known long-term interest rates, minimize cost of issuance, and facilitate repayment from a specific City entity (such as an enterprise).

### B. Guidelines for Funding the Capital Improvement Program with Debt

Capital program and general obligation debt issuance should be managed so that the property tax levy remains relatively consistent from year to year, contingencies and unforeseen emergencies can be addressed. The overall calculated debt service levy should not exceed 15 percent (15%) of the total annual property tax levy of the City, unless debt issuance is necessary for significant City facilities (e.g. Fire Stations and Public Works Garage).

Bonding should not be used to fund (i) on-going operations, (ii) projects smaller than \$50,000, the threshold for projects to be included in the CIP document, and (iii) projects for which the life expectancy of the project does not exceed the average maturity of the bonds.

To maintain its AAA ratings, the City generally considers the following guidelines when deciding how much additional long-term City general obligation debt to issue in the ten-year CIP period:

#### Overall Debt Per Capita:

Total net general obligation debt net of utilities supported debt, tax increment supported debt, and any debt supported by other pledged revenues like special assessments shall not exceed seventy-five percent (75%) of the per capita debt limit for the current year. Per Capita Debt Limit is calculated using 3% of the estimated market value of all properties in the City divided by the population.

### C. Credit Rating Objectives

As of 2022, the City has the highest possible long-term credit ratings for its general obligation bonds from three of the major rating agencies: Fitch Ratings (AAA), Moody's Investors Service (Aaa), and Standard & Poor's Ratings (AAA). The HRA and Port's bonds could be similarly rated if the City's General Obligation ("GO") tax levy is pledged. Revenue Bonds are rated based on the strength of the revenues pledged for that bond issue. Annual appropriation bonds are usually one or two notches below the City's GO rating to reflect that ability of the City to non-appropriate. Bank Loans typically do not require a rating but is dependent on the transaction and the lender.

These ratings enable the City to borrow at the lowest interest cost and are a reflection of the City's strong management, favorable economy, financial control practices, high liquidity and reasonable debt levels. The City's Chief Financial Officer shall determine the number and firms that will provide credit ratings on each issue of City debt. The Chief Financial Officer will regularly brief rating agency analysts on information relevant to their credit analysis, as well as proactively inform the agencies of material changes in financial condition and/or developing events that may influence outstanding or future ratings. The City shall strive to maintain its strong financial management practices and resultant high ratings.

## V. Debt Issuance and Management

### A. Types of Debt Permitted

To the extent authorized by state and federal law, the City may issue the types of debt outlined below.

i. Tax Status – The City should generally issue debt on a tax-exempt basis whenever permissible under federal tax law. However, the City should compare tax-exempt obligations versus taxable obligations to provide flexibility in financing various types of capital improvements.

ii. Fixed Rate Debt - The City may issue debt with a rate of interest that is fixed at the time of issuance in the following forms:

- General obligation bonds;
- Limited tax bonds;
- Revenue bonds; and
- Other forms as allowed by federal and state laws.

iii. Variable Rate Debt - The City may issue debt with a rate of interest that varies and that is set via a periodic remarketing of the securities by a remarketing agent or according to a pre-determined formula based on a spread to an interest rate index. This debt may be issued in the following forms:

- General obligation bonds;
- Limited tax bonds;
- Revenue bonds;
- Commercial paper;
- Floating rate notes; and
- Other forms as allowed by federal and state laws.

iv. Use and Allocation of Fixed and Variable Rate Debt - The City will make determinations and allocations among the different types and modes of debt based on cost/benefit and risk factors, including but not limited to the following:

- Interest cost and market conditions;
- Self-liquidity costs and capacity as discussed elsewhere in this Policy;
- Cost and availability of third-party liquidity;
- Exposure and/or concentration to third-party credit and financial risk;
- Integration of fixed rate and alternative modes of variable rate debt within the framework of this Policy; and
- Risk to taxpayers (debt funded 100% by ad valorem taxation should look to a stable repayment where revenue streams may benefit from variability).

See Section **VI. Variable Rate Debt Exposure and Liquidity** for standards relating to the use of variable rate debt, limitations on variable rate exposure and the use of liquidity facilities.

## B. Structuring Considerations

i. Term and Repayment - Principal payment schedules will not exceed the average economic life of the asset being financed, the limits of state and/or federal law, or related bond covenants. Principal and interest payments will be structured within the revenues available for debt service. With respect to refunding debt issued solely to achieve economic savings, the final maturity should not exceed the final maturity of the debt being refunded.

ii. Debt Service Payment Structure - In general, City debt should be structured to produce level annual debt service payments. Debt service for non-property tax supported debt should be structured to match the revenue stream used for repayment.

iii. Coupon Structure - City debt can be structured using original issue discount, par or original issue premium coupons or any combination thereof within any limitations in statute or the resolution authorizing a bond issue. The permitting couponing structure will be determined in consultation with the City's municipal advisor.

iv. Optional Redemption Provisions - All City debt issues will include an option for the City to redeem the outstanding principal after a specific date at a price at or above par. Exceptions will be shorter term obligations (typically less than 10 years) for which inclusion of an optional redemption feature may have an adverse impact on the interest rate or marketability of the debt. The optional redemption provisions will be determined in consultation with the City's municipal advisor and should consider, among other market factors, the following:

- Special requirements of the City due to program or business conditions; and
- The earliest date at which bonds may be redeemed at the lowest price which does not have a material adverse impact on the price or marketability of the bonds.

v. Serial and Term Bonds - City debt may be structured with serial or term bonds or any combination thereof. All terms bonds shall be subject to mandatory annual sinking fund redemptions.

vi. Credit Enhancement - Normally, due to the high ratings on City general obligation debt, credit enhancement in the form of third party guarantees ensuring timely payment of debt service will not be cost effective. Such credit enhancement may be beneficial on certain revenue secured obligations, variable rate debt, or other specially secured debt. If finance staff determines that credit enhancement may be financially beneficial, providers of such enhancement will typically be selected by competitive proposal.

### C. Method of Sale

Debt issues of the City may be sold by competitive, negotiated, or private placement sale methods unless otherwise limited by state law. The selected method of sale will be the option that is expected to result in the lowest cost and most favorable terms given the debt structure used, market conditions and prior experience.

The City will use the competitive sale method unless there are compelling reasons which indicate that a negotiated sales or private placement would have a more favorable result. Circumstances that might cause consideration of a negotiated sale or private placement include:

- A need for special premarketing efforts, such as for a new credit structure;
- A below investment grade or no credit rating;
- A complex security structure or other transaction features;
- Factors that are expected to result in a lack of competitive bids; or
- A proprietary or innovative financing concept brought to the City.

For example, market conventions for variable rate transactions, including bonding for the City's Affordable Housing Trust Fund, are such that a negotiated sale is typically pursued. The City has a separate policy specifically for conduit bonds.

### D. Refundings and Restructurings

The City and its municipal advisor will monitor its outstanding debt in relation to existing conditions in the capital markets. The City will consider refunding outstanding debt on either a current or advance (if the IRS provides for the ability to use advance refundings in the future) basis in order to (i) achieve debt service savings, (ii) restructure outstanding principal, and/or (iii) eliminate burdensome bond covenants. Due to federal tax law changes effective in January 2018, tax-exempt advance refundings are no longer permitted although taxable advance refundings and the use of other financial products that provide similar results of a tax-exempt advance refunding are still allowed.

Advance refundings undertaken to achieve debt service savings should demonstrate savings sufficient to meet, at a minimum, the state law requirement that net present value savings equal at least three percent (3%) of refunded interest. The manner in which debt service savings are realized (upfront or on

an annual basis) should be determined based upon the financial needs of the City. In most instances upfront savings will be used to reduce property levy support (one time), while an annual savings structure will be used to reduce ongoing revenue or appropriation requirements.

Refundings involving a restructuring of principal will be considered if there is no expected adverse impact on credit ratings or credit perception of the issue, or if the City can achieve a more favorable matching of revenues or other pledged resources to debt service payments. When restructuring principal, the City will seek to minimize the amount of refunding debt to be issued, along with possible interest savings as mentioned above. Therefore, savings should be sufficient to offset potential reduced future refunding flexibility.

Refundings undertaken to accomplish a change of legal covenants or to make pledged revenues available for other purposes should be considered only after an evaluation of the economic effects to the City as measured by the net present value of savings inclusive of cash contributions and/or debt service reserve fund earnings, if any. Such economic effects include:

- Limitations imposed by the Internal Revenue Code;
- Use of reserves;
- Future financing capacity;
- Future marketability of City debt; and
- Credit ratings which may be related to the specific circumstances of the refunding.

Debt service reserve funds that are released as a result of a refunding shall typically be used as a source of funds for that transaction, but in all cases shall not be used to pay operating expenses.

#### E. Debt Service Reserve Funds

Debt service reserve funds funded from proceeds of bonds or available cash may be created to provide an additional source of security for City revenue bonds. Since such reserve funds are subject to arbitrage rebate regulations, they should only be used when necessary to market a specific type of debt, achieve a desired credit rating or provide a source of liquidity for a debt issue. Such reserves will be pledged to the bondholders.

In certain cases, the City may establish an internal debt fund held by the City to provide a contingency reserve that is not pledged to bondholders. This is typically done in cases where a third party is providing part of the funds used for repayment and the bonds are tax-exempt.

#### F. Investment of Proceeds

Proceeds of debt issues will be invested in accordance with state law, the City's investment policy and any specific requirements contained in bond indentures or resolutions. Investments will be managed to maximize interest earned, subject to legal covenants, liquidity requirements and tax law limitations.

### G. Rating Agency Coordination

The Chief Financial Officer will be responsible, on behalf of the City, the HRA, and the Port, for the communication of information to the rating agencies, keeping the rating agencies informed of significant developments throughout the year, and for the scheduling of rating agency calls or visits, or both.

### H. Selection and Use of Professional Service Providers

The City will maintain ongoing agreements with certain professionals related to the issuance and management of its debt portfolio.

It will be the practice of the City to retain an independent, registered municipal advisor to provide services related to the structuring, rating, and issuance of all debt issues of the City. To ensure that there will be no conflict of interest, municipal advisors will not be permitted to underwrite debt issues of the City for which they provide municipal advisory services. Municipal advisors will be selected through a competitive process.

The Finance Department staff will work with the City Attorney's Office to select and retain bond counsel. Bond counsel's role is to render opinions on the validity, enforceability, and tax-exempt status of City debt issues, prepare all necessary resolutions, agreements and other legal documents, advise on all relevant state law issues, advise on all federal tax matters, as well as debt issuance matters generally. Bond counsel will be selected through a competitive process.

The Chief Financial Officer shall periodically solicit for providers of other services necessary to carry out the debt issuance activities of the City, including but not limited to underwriters, remarketing agents, dealers, liquidity providers, paying agents (the City is the paying agent on outstanding debt), escrow agents, verification agents and trustees.

The criteria for selection of all professional service providers will consider factors such as experience and qualifications, depth of staff, availability and location, and costs. Periodic reviews of the fees, quality of service and performance of such firms shall be completed by staff.

Annually, the City Council, the HRA Board, and the Port Authority Board will designate the City's Municipal Advisor and Bond Counsel.

## VI. Variable Rate Debt Exposure and Liquidity

### A. Rationale for Use of Variable Rate Debt

Variable rate debt may be utilized as part of a strategy to achieve the following objectives:

- Reduce borrowing costs by creating an exposure to short-term interest rates as compared to historically higher long-term fixed interest rates, especially when long-term fixed rates are high;



- Mitigate the interest rate risk of the City's asset and liability profile by creating short-term interest rate debt exposure to balance short-term interest rate exposure of the City's investment portfolio;
- Maintain the integrity of the City's investment portfolio by utilizing short-term taxable debt to bridge the low points of the City's cash flow, if economically beneficial; and
- Diversify the City's debt portfolio by introducing debt instruments that have a historically different investor base and risk profile.

#### B. Limitation on Variable Rate Exposure and Interest Rate Risk Management

The amount of the City's variable rate exposure shall be limited to no more than 10% of the total outstanding principal of all outstanding general obligation bonds. The variable rate exposure risk may not exceed 25% of the total outstanding principal of all outstanding non-general obligation bonds.

State statutes requires that debt service for all general obligation bonds payable from unlimited ad valorem property taxes be levied at 105% of the amount due in each year. In addition, certain sales taxes used to pay for statutorily authorized purposes may accumulate funds that can only be used for those limited purposes. The City shall budget conservatively for variable rate interest payments and may utilize the excess interest and/or other legally available funds to periodically prepay outstanding variable rate principal when beneficial.

#### C. Liquidity Facilities for Variable Rate Debt

Third-Party Liquidity Facilities – The use of third-party liquidity providers should be carefully considered due to the additional risks associated with such products, including exposure to the providers and renewal risk. Where the use of third-party providers is useful or appropriate, the City will consider the following factors in selecting a provider:

- Type of liquidity facility – Different forms of liquidity should be evaluated in order to balance the protection offered against the costs associated with each. These forms may include, but are not limited to, standby bond purchase agreements, direct pay letters of credit and lines of credit.
- Provider credit ratings – The City shall generally seek out liquidity providers that have the highest short-term ratings.
- Agreements between the provider and the City – The City should seek providers willing to accept contractual provisions most favorable to the City, such as term, interest rate and repayment/reimbursement provisions, default and termination events, and pass-through costs from the provider.
- Provider trading values – The City shall seek information from its municipal advisor and other market participants, as appropriate, on anticipated trading levels and general market acceptance of bonds secured by various providers.
- Costs – All costs associated with a proposed liquidity facility, including commitment fees, standby fees, draw fees, legal fees and interest rates charged when a draw occurs will be considered.
- Term of the facility – The City shall generally select the provider offering the longest term of a facility when all other factors are equal.

## VII. General Provisions

### A. Arbitrage Rebate Compliance

The City will comply with all arbitrage rebate requirements as established by the Internal Revenue Service. This effort shall include tracking investment earnings on bond proceeds, calculating rebate payments in compliance with tax laws, and rebating positive arbitrage earnings, if any, to the federal government in a timely manner in order to preserve the tax-exempt status of the City's outstanding bonds. The City may use outside professionals, including its bond counsel and municipal advisor, to assist in preparing such reports, completing the necessary forms and making payments, if any.

### B. Primary and Continuing Market Disclosure

Official statements, offering memoranda, financial reports, and other financial disclosure materials, including continuing disclosure will be prepared and disseminated in a timely fashion and in accordance with relevant bond documents, regulatory requirements, and industry best practices. The City has adopted internal policies and procedures with respect to its disclosure activities.

### C. Post-Issuance Compliance

The City has adopted a Post Issuance Compliance Policy designed to assist in ensuring compliance with federal tax laws over the term of each series of tax-exempt bonds.

### D. Dodd-Frank and Related Regulatory Compliance

The City shall implement this policy in compliance with the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act") and its related regulatory reforms. To this end, the City shall engage one or more registered municipal advisors to provide advice with respect to debt issuance activities. Such engagement will include the evaluation of proposals made to the City by third parties. The City will make a representation to the appropriate third party that its municipal advisor is serving as an Independent Registered Municipal Advisor (an "IRMA") and that the City will independently evaluate and take into account the advice of its municipal advisor in the review of such proposals.

### E. Policy Review and Revision

The City shall periodically review and update this policy at least every five years to ensure that the Debt Policy meets all statutory, regulatory, or other requirements, as well as the City's fundamental objectives of prudent debt and interest rate risk management. The changes and updates made shall be approved by the City Council prior to taking effect as part of the policy.

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Prepared by: \_\_\_\_\_ November 29, 2022  
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Policy should be updated every 5 years.