

OAK RIDGE CITY COUNCIL MEETING
Municipal Building Courtroom

November 16, 2015—7:00 p.m.

AGENDA

- I. INVOCATION
Reverend Curtis McClane, Highland View Church of Christ
- II. PLEDGE OF ALLEGIANCE
- III. ROLL CALL
- IV. APPEARANCE OF CITIZENS
- V. PROCLAMATIONS AND PUBLIC RECOGNITIONS
(NONE)
- VI. SPECIAL REPORTS
 - a. Oak Ridge Heritage Railroad Authority Annual Report 2015 from Gordon Fee, Chairman of the Board of Directors
- VII. CONSENT AGENDA
 - a. Approval of the October 12, 2015 City Council meeting minutes.
 - b. Approval of the October 20, 2015 City Council meeting minutes.
- VIII. RESOLUTIONS
 - a. A RESOLUTION AUTHORIZING AN AGREEMENT WITH THE ARTS COUNCIL OF OAK RIDGE TO PROVIDE ENTERTAINMENT, PRODUCTION SUPPORT, ACTIVITIES AND PROGRAMS RELATED TO THE UPCOMING 2016 SECRET CITY FESTIVAL AND AUTHORIZING THE REIMBURSEMENT OF ACTUAL COSTS INCURRED IN AN AMOUNT NOT TO EXCEED \$150,000.00.
 - b. A RESOLUTION APPROVING A CONTRACT WITH STRATEGIC SERVICES COMPANY, LLC, KNOXVILLE, TENNESSEE, FOR DEVELOPMENT OF A NUTRIENT MANAGEMENT PLAN FOR THE WASTEWATER TREATMENT PLANT IN THE ESTIMATED AMOUNT OF \$85,000.00.
 - c. A RESOLUTION AUTHORIZING THE MAYOR TO SIGN THE REQUIRED LOCAL GOVERNMENT ISSUED CERTIFICATES WHICH MUST ACCOMPANY APPLICATIONS TO THE TENNESSEE ALCOHOLIC BEVERAGE COMMISSION FOR A RETAIL FOOD STORE WINE LICENSE.
 - d. A RESOLUTION AUTHORIZING THE CITY MANAGER TO MAKE APPLICATION TO THE NATIONAL PARKS SERVICE FOR THE TRANSFER OF CERTAIN SURPLUS FEDERAL PROPERTY (SPECIFICALLY AN APPROXIMATE 0.66 ACRE PARCEL AT THE CORNER OF ADMINISTRATION ROAD AND LABORATORY ROAD) TO THE CITY OAK RIDGE, AND AUTHORIZING THE CITY MANAGER TO ACCEPT SAID PROPERTY IF SAID APPLICATION IS APPROVED.
 - e. A RESOLUTION ENDORSING AND SUPPORTING THE EFFORTS OF THE OAK RIDGE

CHAMBER OF COMMERCE'S STRATEGY COMMITTEE ON HOUSING TO DEVELOP A PROPOSED TEN-YEAR VISION AND MISSION STATEMENT ON HOUSING DEVELOPMENT AND REDEVELOPMENT IN OAK RIDGE.

- f. A RESOLUTION AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS OF THE CITY OF OAK RIDGE, TENNESSEE IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$20,000,000, IN ONE OR MORE SERIES; MAKING PROVISION FOR THE ISSUANCE, SALE AND PAYMENT OF SAID BONDS, ESTABLISHING THE TERMS THEREOF AND THE DISPOSITION OF PROCEEDS THEREFROM; AND PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT OF PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS.
- g. **PLACEHOLDER:** A RESOLUTION TO TRANSMIT THE DOCUMENT ENTITLED *CITY OF OAK RIDGE COMMENTS ON THE U.S. DEPARTMENT OF ENERGY PROPOSED ENVIRONMENTAL MANAGEMENT DISPOSAL FACILITY* TO THE U.S. DEPARTMENT OF ENERGY, THE U.S. ENVIRONMENTAL PROTECTION AGENCY, AND THE TENNESSEE DEPARTMENT OF ENVIRONMENT AND CONSERVATION AS THE OFFICIAL COMMENTS OF THE CITY OF OAK RIDGE. **(Additional information will be forthcoming)**

IX. PUBLIC HEARINGS AND FIRST READING OF ORDINANCES

First Reading of Ordinances
(None)

X. FINAL ADOPTION OF ORDINANCES
(None)

XI. ELECTIONS/APPOINTMENTS, ANNOUNCEMENTS AND SCHEDULING

- a. Elections/Appointments
Elect four (4) members to serve on the Oak Ridge Corridor Initiative Committee
- b. Announcements
- c. Scheduling

XII. COUNCIL REQUESTS FOR NEW BUSINESS ITEMS OR FUTURE BRIEFINGS

XIII. SUMMARY OF CURRENT EVENTS

- a. City Manager's Report
City Council discussions regarding City Clerk's memorandum on the Inaugural Board of Directors for the 501(C)(3) for the Secret City Festival/Celebration.
- b. City Attorney's Report

XIV. ADJOURNMENT

SPECIAL REPORTS



Oak Ridge
Heritage Railroad Authority

P. O. Box 5163
Oak Ridge, TN 37831-5163

Phone: 865.220.4264

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Authority Members

Gordon G. Fee, Chairman
Dr. Pete Craven, Secretary/Treasurer

November 9, 2015

Mayor City of Oak Ridge
P.O. Box 1
Oak Ridge, TN 37831-0001

Subject: Oak Ridge – Heritage Railroad Authority Annual Report 2015
(Covers from October 1, 2014 to September 30, 2015)

Dear Mayor:

The Oak Ridge – Heritage Railroad Authority is pleased to submit it's 2014/2015 Annual Report to City Council in accordance with Council's resolution and State Law.

The Oak Ridge – Heritage Railroad Authority was established by the Oak Ridge City Council on August 20, 2001. By State Law Railroad Authorities are chartered to assist cities and counties to maintain adequate and safe railroad service. Historically Authorities, in fulfillment of this role, have been eligible to receive State appropriated funds to upgrade short-line railroads that fall in their service area. In this capacity the Oak Ridge – Heritage Railroad Authority has received from the State of Tennessee \$2,282.796.04 from 2002 through June 30, 2013. These funds have been used to upgrade the bridges and track owned by the Heritage Railroad Corporation that services the East Tennessee Technology Park. (A summary of the annual appropriations is provided in Exhibit A.) Heritage Railroad Corporation, which is a wholly owned subsidiary of EnergySolutions, contracts for the actual operations and maintenance of the railroad with Walden's Ridge Railway Corporation. THIS IS THE ONLY RAIL SERVICE AVAILABLE TO THE CITY OF OAK RIDGE.

During State fiscal year 2013/2014 and continuing into this fiscal year, no State Funds have been made available to any Railroad Authority or short-line railroad. The reason for this is that the large Class I main line railroads e.g. Norfolk Southern and CSX sued the State of Tennessee on the grounds that the taxing system that funded the short-line railroad upgrade program was unconstitutional. The Federal Judge who heard the case agreed and the case is now on appeal. To fix the problem the State Legislature passed legislation that changed the way the tax funds were collected and the Governor signed it into law. However the Class I railroads immediately filed suit again claiming it was still unconstitutional and that case is now moving forward through the court system. Therefore the State has now advised the Short Line Railroad Association that the earliest any new funds might be available is the fall of 2016 and that if funds are available there may be a change in the way they are distributed to the 18 short-lines across the State.

As a result of the State not providing any new funds to the Heritage Railroad Authority, EnergySolutions paid for all administrative costs created by the Authority e.g. secretarial assistance. Energy Solutions also pays for all maintenance and upgrades to the Heritage Railroad which they own.

Since the Authority had no funds available and as a result no fiscal transactions of any kind were completed, no fiscal audit was done. The State was advised of the situation by letter dated June 24, 2015.

Report on the status of rail service

- A. Upgrade Status: As a result of receiving the \$2,000,000 from the State of Tennessee, and funding provided by the Railroad owners i.e. EnergySolutions and previously CROET, approximately 5 miles of the 11.5 miles of track have been upgraded to the 286 standard. (This means that that portion of the line can carry fully loaded freight cars weighing 286,000 pounds.) This is now the standard for all Class I railroads. NOTE: This is a standard and not a requirement. However, as previously stated, we have 5 miles of this standard 286 track. Energy Solutions plans on upgrading the remainder of the 6.5 miles of track to this standard over the next few years. State funds have also been used to rebuild several bridges and two major crossings. Without State funding in the future, it will be very difficult to complete upgrading the rest of the line.
- B. Bridge Inspection: To participate in the State-funding program, all bridges on the Heritage Railroad must be inspected each year by a qualified engineering firm. Crouch Engineering completed this annual inspection in May of 2015 and their final report was submitted to TDOT soon thereafter. THEIR INSPECTION INDICATED THAT ALL FIVE BRIDGES ON THE LINE ARE IN SATISFACTORY CONDITION AND THAT THERE WERE NO ISSUES REQUIRING IMMEDIATE REPAIR.
- C. Traffic Count: As in the past, the primary user of the Heritage Railroad was the Southern Appalachian Railroad Museum that operates passenger excursion trains. In 2015 ridership has shown significant growth. Now that a new site for the depot has been agreed to with CROET it is hoped that ridership can be increased to previous levels.

Other customers who use the railroad include EnergySolutions, East Tennessee Rail Car Services, JM Huber, Unitrac, Tex-Par and Olin Chemical. Overall car count is up which due to a significant increase in passengers at SARM and an increase in car storage business. Car Storage traffic has been steadily on the rise and projects to be strong during the 4th quarter. A summary of the traffic carried over last several years is shown below.

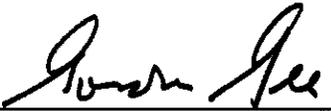
<u>Year</u>	<u>Rail Cars</u>	<u>Passengers Carried</u>
2012	1,491	6,209
2013	282	3,278
2014	276	3,826
2015 YTD	418	3,029 through September

- D. Conversion to a "Private Carrier": In April of 2015, EnergySolutions applied to the US Surface Transportation Board to convert the Heritage Railroad Line from a Common Carrier to a Private Carrier. In its petition, ES claims that, in 2009, it acquired an easement from the United States Department of Energy (DOE) to operate the Line as a common carrier. ES states that it proposes to convert the Line from a regulated common carrier and continuing rail operations over the Line in private carriage, transporting commodities pursuant to contracts with the shippers. In early June the Surface Transportation Board issued a decision indicating that in order to proceed with hearing this petition the Board would require significant additional information by July of 2015. As a result of this decision, EnergySolutions elected to continue to operate the Line as a common carrier.

- E. State Sunshine Law: The Heritage Railroad Authority, an entity established by Ordinance of the City of Oak Ridge, operates under regulations established by the State of Tennessee. In 2015 these regulations and hence all Authorities were set to expire. After a series of hearings and dialogue with the Short Line Railroad Association the Legislature agreed to set a new Sunset provision for all Authorities to be June 30, 2020.

The Oak Ridge – Heritage Railroad Authority met and approved this report on October 26, 2015. We would be happy to provide any additional information needed by the City of Oak Ridge.

Sincerely,



Gordon Fee, Chairman



Pete Craven, Secretary/Treasurer

cc: Mike Lahr, Chief Executive Officer
Ken Krushenski, Oak Ridge City Attorney
Mark Watson, Oak Ridge City Manager
George Moss, TDOT

Exhibit A
Annual Funding Received From State of Tennessee

Fiscal Year	Engineering	Bridge Upgrade	Track Upgrade	Total Allocation
2002/2003	\$ 44,981.00	\$ 54,942.00	\$ 191,004.00	\$ 290,927.00
2003/2004	\$ 25,915.00	\$ 60,896.00	\$ 191,004.00	\$ 277,815.00
2004/2005	\$ 24,293.00	\$ 48,454.00	\$ 197,721.00	\$ 270,468.00
2005/2006	\$ 19,328.00	\$ 50,661.00	\$ 97,788.00	\$ 167,777.00
2006/2007	\$ 20,197.00	\$ 49,374.00	\$ 119,635.00	\$ 189,207.00
2007/2008	\$ 20,197.00	\$ 49,374.00	\$ 119,635.00	\$ 189,206.00
2008/2009	\$ 20,197.00	\$ 49,374.00	\$ 119,635.00	\$ 189,206.00
2009/2010	\$ 19,576.00	\$ 52,291.84	\$ 103,176.20	\$ 175,044.04
2010/2011	\$ 25,842.00	\$ 37,368.00	\$ 105,084.00	\$ 168,294.00
2011/2012	\$ 17,743.00	\$ 37,368.00	\$ 107,981.00	\$ 163,092.00
2012/2013*	\$ 20,481.00	\$ 46,427.00	\$ 134,852.00	\$ 201,760.00
2013/2014	\$0	\$0	\$0	\$0
2014/2015	\$0	\$0	\$0	\$0
Total	\$ 258,750.00	\$ 536,529.84	\$ 1,487,515.20	\$ 2,282,796.04

In order to receive these funds from the State of Tennessee, the Railroad had to provide matching funds that ranged from 10 to 20% in any given year. In all cases, in accordance with the City Ordinance that created the Authority, no City funds were used. All matching funds were provided by the Railroad Owners, i.e. EnergySolutions or CROET.

CONSENT AGENDA

**MINUTES OF THE
OAK RIDGE CITY COUNCIL MEETING**

October 12, 2015

The regular meeting of the City Council of the City of Oak Ridge, Tennessee convened at 7:00 p.m. on October 12, 2015 in the Courtroom of the Municipal Building with Mayor Warren L. Gooch presiding.

INVOCATION

The Invocation was delivered by the Reverend Lloyd Johnson, West Village Christian Church.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance to the Flag of the United States of America was led by Councilmember Charles J. Hope, Jr.

ROLL CALL

Upon roll call the following councilmembers were present: Councilmember Trina Baughn; Councilmember Kelly Callison; Councilmember Rick Chinn, Jr; Mayor Warren L. Gooch; Councilmember L. Charles Hensley; Councilmember Charles J. Hope, Jr.; Mayor Pro Tem Ellen D. Smith.

Also present were Mark S. Watson, City Manager; Janice E. McGinnis, Finance Director; Diana R. Stanley, City Clerk; and Tammy M. Dunn, Senior Staff Attorney serving in the absence of City Attorney Kenneth R. Krushenski.

APPEARANCE OF CITIZENS

Mr. Jack Mansfield, 103 Hendrix Drive, expressed his disapproval for a recent situation involving former Oak Ridge Police Officer Cassen Jackson-Garrison.

Ms. Anne Garcia Garland, 120 Outer Drive, commented regarding attendance of city and community officials at the Community Matters Event on October 11, 2015 and inquired about the cancellation of a Harrah's Hotel and Casino bus trip scheduled for senior centers through the Oak Ridge Senior Center.

The Mayor had requested that the City Manager responded to Ms. Garcia Garland's inquiries to which the City Manager remarked that bus safety of those participating was the primary factor for canceling the trip.

Mr. Joe Lee, 99 East Pasadena Road, commented about the remarkableness of the Oak Ridge School Systems and how his participation in the school system has afforded him opportunities, such as traveling abroad.

PROCLAMATIONS AND PUBLIC RECOGNITIONS

A proclamation in recognition of the community work performed by and the Bill Wilcox Bow Tie Award presented to Mrs. Cande Seay.

Councilmember Hensley moved, seconded by Mayor Pro Tem Smith that the proclamation be adopted.

The proclamation was adopted by unanimous voice vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

A proclamation designating October 17, 2015 as "Historically Black Colleges and Universities Expo Day."

Councilmember Hope moved, seconded by Councilmember Hensley that the proclamation be adopted.

The proclamation was adopted by unanimous voice vote with Councilmembers Baughn, Callison, Chinn,

Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

At this point in the agenda, the City Manager requested a point of special privilege to introduce two (2) International City Manager Association (ICMA) Professional Fellows Exchange Program as funded by the United States Department of State, Bureau of Educational and Cultural Affairs—Ms. Aliya Mhd Zahir and Ms. Iis Masiar Taqia. Ms. Aliya Mhd Zahir serves as a Civil Engineer and Assistant Director, Draining and Irrigation Department, Ministry of Natural Resource and Environment in Malaysia; and Ms. Iis Masiar Taqia serves as the Infrastructure and Utilities Division Staff for Bappeda Kota Tangerang, Indonesia.

SPECIAL REPORTS

Presentation by Coulter and Justus, P.C. (city auditors) on the finances of the renovation of the Melton Lake Marina Bathrooms.

Mr. Adam Alan, Principal with Coulter and Justus, provided a City Manager requested overview to the City Council of the renovations to the Melton Lake Marina Bathrooms and responded to questions and comments of City Council. Mr. Alan noted that they had received a letter from the State of Tennessee Comptroller's Office that requested that the auditors reexamine the Melton Lake Marina Bathroom Project. As part of this review, Mr. Alan noted that the auditors had not found any irregularities regarding procedures of city bid processes or practices of other municipalities.

Mr. Alan inquired if members of City Council had any additional requests of the auditors to which Councilmember Baughn requested additional reviews of the costs and procedures related to this project, such as a review of a contract associated with the renovations. During these discussions, Councilmember Hensley remarked that this project review and presentation was outside of the normal scope of performing the City's audit and required additional costs and because of such should require a vote of the Council to determine if the auditors should perform further work. Councilmember Hensley moved for the review to be terminated based on the findings presented by Coulter and Justus, P.C. The motion was seconded by Councilmember Callison and approved by board vote with Councilmembers Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye," and Councilmember Baughn voting "Nay."

Presentation by the Environmental Quality Advisory Board Chair Mr. Steve Kenworthy on the progress of the Climate Action Plan (CAP).

Environmental Quality Advisory Board Chair Steve Kenworthy provided an overview of the progress of the City's effort and progress of reducing greenhouse gases for calendar year 2014, noting that the City is making good progress to achieving its 10% reduction goals for 2015. Specifically, Mr. Kenworthy encouraged the City to continue to look for opportunities to reduce costs, energy usage, and emission of greenhouse gases. Mr. Kenworthy noted that the continual support of the Climate Action Plan (CAP) would be great toward achieving a community goal to reduce usage and use as a marketing tool. As part of the presentation, Mr. Kenworthy responded to questions and comments of City Council.

CONSENT AGENDA

Councilmember Hope moved, seconded by Mayor Pro Tem Smith to approve the Consent Agenda as presented. Councilmember Baughn requested to remove the following item from the Consent Agenda "a resolution awarding a contract (FY2016-065) to Service One, Inc., Knoxville, Tennessee, for the abatement and demolition of four (4) city-owned 4-plex residential structures, in the estimated amount of \$82,000.00."

Following removal of the item, the remainder of the Consent Agenda was approved by unanimous voice vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye," thereby:

- Approving the September 14, 2015 City Council meeting minutes.

- Confirming Dr. Pete Craven to serve as the Mayor's Appointment on the Oak Ridge Railroad Authority for a three-year term of office that will expire on October 9, 2018.
- Approving **Resolution No. 10-114-2015** waiving the competitive bid process and approving a contract with Tyco SimplexGrinnell, Knoxville, Tennessee, for the repair of HVAC smoke alarms at the Central Services Complex damaged as a result of a lightning strike; said contract in the estimated amount of \$31,686.00 with \$25,841.75 being reimbursed to the City by the TML risk management pool for a net estimated cost to the city of \$5,844.25.
- Approving **Resolution No. 10-115-2015** awarding a contract (FY2016-070) to Performance Training, Inc., (PTI), Knoxville, Tennessee, to provide physical fitness training and a nutrition and education program to all Oak Ridge firefighters; said contract in an amount not to exceed \$34,000.00.

Item Removed from the Consent Agenda

Resolution No. 10-116-2015

A resolution awarding a contract (FY2016-065) to Service One, Inc., Knoxville, Tennessee, for the abatement and demolition of four (4) city-owned 4-plex residential structures, in the estimated amount of \$82,000.00.

As part of consideration for this item, City Council discussed this request to purchase houses with city funds from commercial property owners as a solution to remedying blighted housing. During this discussion, Community Development Housing Specialist Matt Widner and Community Development Director Kathryn Baldwin responded to questions and comments of City Council regarding the goal of utilizing this method to remove blight to improve and invest in neighborhoods.

Mr. Joe Lee, 99 East Pasadena Road, expressed his approval in granting this contract and remarked that housing is a community effort.

Councilmember Callison moved, seconded by Mayor Pro Tem Smith to adopt the resolution. The resolution was adopted by board vote with Councilmembers Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye," and Councilmember Baughn voting "Nay."

RESOLUTIONS

Resolution No. 10-117-2015

A RESOLUTION TO TRANSFER SIX (6) CITY-OWNED REAL PROPERTIES TO THE OAK RIDGE LAND BANK CORPORATION FOR DISPOSITION AS SET FORTH IN RESOLUTION 11-108-2013.

Councilmember Callison moved, seconded by Mayor Pro Tem Smith to adopt the resolution. The resolution was adopted by board vote with Councilmembers Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye," and Councilmember Baughn voting "Nay."

Resolution No. 10-118-2015

A RESOLUTION AUTHORIZING CHANGE ORDERS TO THE CONTRACT (FY2015-220) WITH WRIGHT CONTRACTING, INC., KNOXVILLE, TENNESSEE, FOR THE REPLACEMENT OF WINDOWS AT THE WATER TREATMENT PLANT AS APPROVED BY RESOLUTION 3-28-2015; SAID CHANGE ORDERS IN THE ESTIMATED AMOUNT OF \$84,000.00 TO ADDRESS UNFORESEEN STRUCTURAL ISSUES.

Mayor Pro Tem Smith moved, seconded by Councilmember Callison to adopt the resolution. Electric Department and Interim Public Works Director Jack Suggs responded to questions and comments of City

Council regarding the change order.

The resolution was unanimously adopted by board vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

Resolution No. 10-119-2015

A RESOLUTION AUTHORIZING THE CITY TO PURCHASE PERSONAL PROTECTIVE EQUIPMENT (BUNKER GEAR) FOR FIREFIGHTERS IN AN AMOUNT NOT TO EXCEED \$46,500.00, PROVIDED SUCH ITEMS ARE PURCHASED UNDER THE CITY'S BIDDING REQUIREMENTS.

Councilmember Hensley moved, seconded by Councilmember Hope to adopt the resolution. The resolution was unanimously adopted by board vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

Resolution No. 10-120-2015

A RESOLUTION ESTABLISHING A FIVE (5) MEMBER OAK RIDGE CORRIDOR INITIATIVE COMMITTEE, CHAIRED BY COUNCILMAN RICHARD CHINN, JR., TO STUDY THE ECONOMICAL, REGIONAL, AND MARKETABLE BENEFITS OF SENATOR LAMAR ALEXANDER'S PROPOSAL TO RENAME THE FOUR-LANE HIGHWAY FROM THE KNOXVILLE AIRPORT TO OAK RIDGE THE "OAK RIDGE CORRIDOR."

Mayor Gooch moved, seconded by Councilmember Hope to adopt the resolution. Following brief discussions, the resolution was unanimously adopted by board vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

Resolution No. 10-121-2015

A RESOLUTION ACCEPTING NOTICE OF THE CHAMBER OF COMMERCE'S REFINANCING OF ITS CURRENT LOANS WITH Y-12 FEDERAL CREDIT UNION ON THE CHAMBER'S LEASEHOLD INTEREST ON ITS BUILDING LOCATED AT 1400 OAK RIDGE TURNPIKE, WHICH PROPERTY IS LEASED FROM THE CITY OF OAK RIDGE.

Councilmember Hope moved, seconded by Councilmember Callison to adopt the resolution. Senior Staff Attorney Tammy Dunn explained that this formal acceptance of notice for the Oak Ridge Chamber of Commerce's refinancing was under the advisement of the City Attorney even though formal acceptance of such notices were not performed in previous years.

The resolution was adopted by board vote Councilmembers Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye," and Councilmember Baughn voting "Nay."

PUBLIC HEARINGS AND FIRST READING OF ORDINANCES

First Reading of Ordinances

(NONE)

FINAL ADOPTION OF ORDINANCES

(NONE)

ELECTIONS/APPOINTMENTS, ANNOUNCEMENTS AND SCHEDULING

Elections/Appointments

Appointment of the seven (7) member 2015 Charter Review Committee

Councilmember Hope moved, seconded by Mayor Pro Tem Smith to confirm the appointments as follows:

City Council Member	Appointment
Trina Baughn	Mr. Lin Phillips
Kelly Callison	Ms. Martha Wallus
Rick Chinn, Jr.	Mr. Aaron Wells
Warren L. Gooch	Mr. Chip Dooley
L. Charles Hensley	Mr. Matt Bailey
Charles J. Hope, Jr.	Mr. Phil Yager
Ellen D. Smith	Ms. Jessica Hill

The appointments as outlined above were confirmed by unanimous board vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

Announcements

2015 End-of-Year Election for Boards and Commissions

The City Manager noted that the end-of-year Election Notice was provided in the agenda packet for Council's information with the election scheduled to occur at December 14, 2015 City Council Meeting. Mr. Watson explained that the Boards and Commissions recruitment deadline and process would be different from the election for the Board of Directors for the 501 (c) (3) non-profit organization who will assume responsibility of implementing the Secret City Festival/Celebration.

The City Manager noted that deadline for material for the Board of Directors for the 501 (c) (3) non-profit organization who will assume responsibility of implementing the Secret City Festival/Celebration and the newly created Oak Ridge Corridor Initiative Committee would be November 6, 2015 with the election occurring on November 16, 2015.

Scheduling

City Council Meetings and Events

The City Manager noted the following scheduling for City Council:

First, a City Council and Board of Education Joint Work Session was scheduled for Tuesday, October 20, 2015 beginning at 6:00 p.m. in the Municipal Building Courtroom for discussions on receiving of the Pre-K School Task Force Report as presented by Chairman Raines. Additionally, Mr. Watson noted that city staff would be scheduling a City Council Special Meeting the same evening to consider amendments to the tax increment financing (TIF) for the Oak Ridge Main Street Project.

Second, the City Council "Advance" was scheduled for October 24, 2015 from 9:00 a.m. to 2:00 p.m. at the The MCLinc Conference Facility at Heritage Center with Facilitator Christina Kloker Younger to discuss housing and capital infrastructure planning.

Lastly, a second date was proposed regarding the Pre-K School Task Force Report for November 2; however, a determination was not yet made as to whether that date was set and Mr. Watson requested that City Council reserve that date on their calendars. Also, due to Manhattan Project National Historical Park Signing Ceremony in Washington, D.C., Mr. Watson requested to reschedule the November 9, 2015 City Council Meeting to November 16, 2015 to accommodate travel, and noted that the November 17, 2015 City Council Work Session would be **canceled**.

The City Manager also noted the City Council Special Work Session was scheduled for October 15, 2015 to receive the Municipal Technical Advisory Service (MTAS) police review.

Also, Mr. Watson announced that a Manhattan Project National Historical Park Memorandum of Agreement Signing Day was scheduled in Oak Ridge on November 12, 2015 at 2:00 p.m. in the Oak Ridge High School Auditorium. Following the presentation, a photo reenactment was scheduled in Jackson Square at 4:00 p.m.

No action was taken regarding the scheduling as it was presented for informational purposes only.

COUNCIL REQUESTS FOR NEW BUSINESS ITEMS OR FUTURE BRIEFINGS

Councilmember Hensley requested that councilmembers complete their FY 2015 City Manager Evaluation Forms.

Councilmember Chinn requested that cemestros housing plans be published on the City's website.

Councilmember Baughn inquired about the fountain at Jackson Square and a completion date to which the City Manager explained that work was still being performed to finalize the project.

Regarding an inquiry from Mayor Pro Tem Smith regarding timing signalization of traffic lights for pedestrian and motorcycles, Electric Department and Interim Public Works Director Jack Suggs noted that city staff was working on solutions with new equipment to address problems to equalize traffic signalization.

SUMMARY OF CURRENT EVENTS

CITY MANAGER'S REPORT

CITY ATTORNEY'S REPORT

ADJOURNMENT

The meeting adjourned at 9:00 p.m.

Diana R. Stanley, City Clerk
CITY OF OAK RIDGE, TENNESSEE

**MINUTES OF THE
OAK RIDGE CITY COUNCIL
SPECIAL MEETING**

October 20, 2015

The special meeting of the City Council of the City of Oak ridge, Tennessee convened at 7:15 p.m. on October 20, 2015 in the Courtroom of the Municipal Building with Mayor Warren L. Gooch presiding.

ROLL CALL

Upon roll call the following councilmembers were present: Councilmember Trina Baughn; Councilmember Kelly Callison; Councilmember Rick Chinn, Jr; Mayor Warren L. Gooch; Councilmember L. Charles Hensley; Councilmember Charles J. Hope, Jr.; Mayor Pro Tem Ellen D. Smith.

Also present were Mark S. Watson, City Manager; Kenneth R. Krushenski, City Attorney; Janice E. McGinnis, Finance Director; and Diana R. Stanley, City Clerk.

RESOLUTIONS

Resolution No. 10-122-2015

A RESOLUTION APPROVING THE ATTACHED AMENDMENT TO THE ECONOMIC IMPACT PLAN FOR THE REDEVELOPMENT OF THE OAK RIDGE MALL ECONOMIC DEVELOPMENT AREA AS ORIGINALLY APPROVED BY RESOLUTION 11-105-2013.

Mayor Gooch moved, seconded by Councilmember Hensley that the resolution be adopted.

The City Manager and City Contractor Ray Evans noted the changes (amendments) to the Economic Impact Plan for the redevelopment of the Oak Ridge Mall Economic Development Area which included substituting a new developer TN Oak Ridge Rutgers, LLC (RealtyLink) for Crosland Southeast, extending the tax increment revenue allocation one-year to December 31, 2017, establishing a new tax amount, and adjusting descriptions of the project as it relates to the new site plan of the project.

Mr. Evans remarked that Anderson County Commission and the Industrial Development Board unanimously approved the amendments. Additionally, Mr. Evans responded to questions and comments of City Council.

The resolution was approved by board vote with Councilmembers Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Beehan voting "Aye," and Councilmember Baughn voting "Nay."

Following approval of the resolution, Mr. Evans introduced Mr. Neil Wilson, Principal with TN Oak Ridge Rutgers, LLC (RealtyLink) who addressed the Council and remarked that he was excited to complete this project in Oak Ridge.

Resolution No. 10-123-2015

A RESOLUTION AUTHORIZING THE MAYOR TO SIGN A PROCLAMATION DESIGNATING THE WEEK OF NOVEMBER 9-15, 2015 AS "THE MANHATTAN PROJECT NATIONAL HISTORICAL PARK WEEK" AND AUTHORIZING THE MAYOR TO SIGN OTHER CEREMONIAL DOCUMENTS ASSOCIATED WITH THE MANHATTAN PROJECT NATIONAL HISTORICAL PARK SIGNING CEREMONIES OCCURRING IN WASHINGTON D.C. AND OAK RIDGE, TENNESSEE, THE SECOND WEEK OF NOVEMBER 2015.

Councilmember Hope moved, seconded by Councilmember Hensley that the resolution be adopted.

Mayor Pro Tem Smith inquired about clarifying a typographical error in the resolution regarding the reference to a singular Manhattan Project National Historical Park to which the City Manager noted that staff would address those matters in the resolution.

The resolution was approved by unanimous voice vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

Resolution No. 10-124-2015

A RESOLUTION INVITING OFFICIALS FROM FEDERAL GOVERNMENT AGENCIES TO A CITY COUNCIL MEETING TO ADDRESS TRAVEL PRACTICES IN OAK RIDGE SO AS TO PROVIDE A BETTER UNDERSTANDING OF THESE PRACTICES AND TO EXPRESS TO THESE AGENCIES THE BENEFIT OF HOSTING CONFERENCES, MEETINGS, AND SEMINARS IN OAK RIDGE.

Councilmember Chinn moved, seconded by Councilmember Hensley that the resolution be adopted.

During discussions on this item, Mayor Pro Tem Smith noted that the resolution should address federal government agencies' travel practices, not just that of the Department of Energy. The City Manager requested a "friendly amendment" to the resolution to have the notation addressed in the resolution.

The resolution was approved by unanimous voice vote with Councilmembers Baughn, Callison, Chinn, Hensley, Hope, Mayor Pro Tem Smith, and Mayor Gooch voting "Aye."

ADJOURNMENT

The meeting adjourned at 7:35 p.m.

Diana R. Stanley, City Clerk
CITY OF OAK RIDGE, TENNESSEE

RESOLUTIONS

RECREATION & PARKS MEMORANDUM

15-07

DATE: October 30, 2015
TO: Mark S. Watson, City Manager
FROM: Jonathan W. Hetrick, Recreation & Parks Director
SUBJECT: ARTS COUNCIL AGREEMENT WITH THE SECRET CITY FESTIVAL

Introduction

An item for City Council's consideration is a resolution approving an agreement with the Arts Council of Oak Ridge to provide services and activity support for the Secret City Festival and authorizes the reimbursement of actual costs incurred in an amount not to exceed \$150,000.

Funding

The proposed award will allow the City to contract with the Arts Council of Oak Ridge to provide entertainment, production support, activities and programs for the Secret City Festival and reimburses the organization for actual costs incurred. These costs are already included in the Secret City Festival 2016 budget and will be offset by sponsorships, ticket sales and event vendor booth fees. The proposed agreement will not result in additional compensation for the Arts Council of Oak Ridge.

Review

City Council is in the process of creating a Special Events Board to plan and implement future festivals and events. While this board is being developed, the Arts Council will again join the Oak Ridge Convention and Visitor's Bureau and the City of Oak Ridge as presenters of the festival. The Arts Council schedules and manages the entertainment and production set-up for the two-day event. The agreement will designate certain responsibilities to the Arts Council and will provide them with the flexibility to secure the services of professional artists and performers in a timely fashion. Under this agreement, the Arts Council of Oak Ridge will be able to expedite the process of contacting, negotiating, contracting and accommodating the festival entertainers and service providers. In addition to providing a more flexible process, the agreement will reduce the amount of staff time spent on securing services, preparing contracts and processing individual invoices for performers.

With the planning effort for the 2016 festival well underway, securing the Friday and Saturday night entertainment within the next two months is essential. The Arts Council has already started the process of evaluating performers and expects to have arrangements finalized no later than February 1, 2016. The Secret City Festival Executive Committee will continue its role of directing and managing the festival and will rely heavily on the Arts Council for its expertise in entertainment.

Recommendation

Staff recommends approval of the accompanying Resolution as submitted. Funding for this agreement and the reimbursement of actual costs incurred will be provided from sponsorships, booth fees and ticket sales.

Attachment


Jonathan W. Hetrick

City Manager's Comments:

I have reviewed the above issue and recommend Council action as outlined in this document.

Mark S. Watson
Mark S. Watson

Nov. 6, 2015
Date

RESOLUTION

A RESOLUTION AUTHORIZING AN AGREEMENT WITH THE ARTS COUNCIL OF OAK RIDGE TO PROVIDE ENTERTAINMENT, PRODUCTION SUPPORT, ACTIVITIES AND PROGRAMS RELATED TO THE UPCOMING 2016 SECRET CITY FESTIVAL AND AUTHORIZING THE REIMBURSEMENT OF ACTUAL COSTS INCURRED IN AN AMOUNT NOT TO EXCEED \$150,000.00.

WHEREAS, the City of Oak Ridge has a need for services to provide entertainment, production support, activities, and programs related to the upcoming 2016 Secret City Festival; and

WHEREAS, the Arts Council of Oak Ridge has been providing such services in the past to the satisfaction of the City; and

WHEREAS, the City and the Arts Council of Oak Ridge desire to enter into an agreement to provide such services for the upcoming 2016 Secret City Festival, which agreement the City Manager recommends be accepted.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF OAK RIDGE, TENNESSEE:

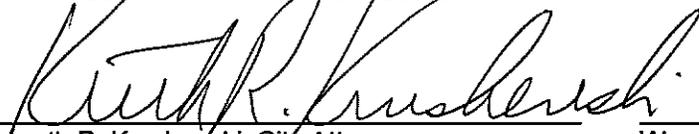
That the recommendation of the City Manager is approved and an agreement between the City of Oak Ridge and the Arts Council of Oak Ridge, P.O. Box 4324, Oak Ridge, Tennessee 37831, to provide entertainment, production support, activities, and programs related to the upcoming 2016 Secret City Festival is hereby approved; said agreement in an amount not to exceed \$150,000.00.

BE IT FURTHER RESOLVED that said agreement is for reimbursement of actual costs incurred and the funding will be provided from sponsor donations, event vendor booth fees, and ticket sales.

BE IT FURTHER RESOLVED that the Mayor is hereby authorized to execute the appropriate legal instruments to accomplish the same.

This the 16th day of November 2015.

APPROVED AS TO FORM AND LEGALITY:



Kenneth R. Krushenski, City Attorney

Warren L. Gooch, Mayor

Bruce M. Applegate, Jr., Acting City Clerk

PUBLIC WORKS DEPARTMENT MEMORANDUM
15-27

DATE: October 29, 2015
TO: Mark S. Watson, City Manager
FROM: Jack L. Suggs, Interim Public Works Director
SUBJECT: PROFESSIONAL SERVICES AGREEMENT – NUTRIENT MANAGEMENT PLAN

Introduction

An item for City Council consideration is a resolution authorizing the award of a professional services agreement to Strategic Services Company, LLC, for the development of a Nutrient Management Plan for the Oak Ridge Wastewater Treatment Plant, not to exceed amount of \$85,000.

Funding

Funding for these services is available in the FY2016 Waterworks Fund budget.

Background

Discharges from the Wastewater Treatment Plant are regulated by a National Pollutant Discharge Elimination System (NPDES) permit to ensure that receiving stream water quality is not impaired. The elimination of the water augmentation by DOE to the East Fork Poplar Creek has had a significant effect on the stream quality. The stream quality has also been affected by a gradual elimination of sewer overflows due to the collection system work under the EPA administrative order. The current NPDES permit requires the City to initiate the preparation of a Nutrient Management Plan (NMP) at the conclusion of the EPA order, which occurred August 27, 2015. The NMP will guide the plant in minimizing the discharge of Phosphorus and Nitrogen compounds into the stream. The first quarterly report to the Tennessee Department of Environment and Conservation (TDEC), as specified in the NPDES permit, is due at the end of December 2015.

Staff recommends the utilization of a professional engineering firm for the development of the NMP due to the highly technical nature and the need to consider the newest developments in this field. The success of this plan and its implementation could significantly impact future permit limits placed on the Wastewater Treatment Plant. If existing equipment can be used without major reconstruction in the plant, large capital costs can be avoided.

Strategic Services Company, LLC, is recommended for this project due to the long standing association of the principal, Mr. Lamar Dunn, P.E., with the construction and operations of the plant. His familiarity with the plant and its operations will reduce the time and expense that would be required by other engineers to come up to speed. Other projects Mr. Dunn has been involved with spans approximately twenty-five (25) years and includes the following:

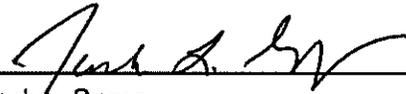
- Design of the Wastewater Plant upgrade
- Design of the Rarity Ridge Wastewater Treatment Plant
- Wrote the latest applications for the NPDES permits for the treatment plants
- Presented a recent technical review, *Sludge Handling and Disposal*, which has become the basis for substantial and beneficial change in operations at the Wastewater Plant
- Currently developing the Industrial User Discharge Permits, which are to include nutrient requirements related to this NMP

Strategic Services Company will implement a detailed approach for the development of the NMP, which includes the following:

- Secure and review historical and current plant and collection system records and data
- Develop trial options that optimize the management of nutrient discharges
- Monitor on a weekly basis each trial over the two (2) year period to determine the degree of optimization with long-term application
- Present an engineering report at the conclusion of the trials to the City and TDEC

Recommendation

Based on the qualifications of Mr. Lamar Dunn, as well as his extensive experience with the City of Oak Ridge Wastewater Plant, staff recommends approval of the attached resolution as submitted.



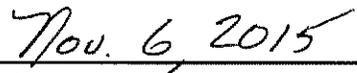
Jack L. Suggs

City Manager's Comments:

I have reviewed the above issue and recommend Council action as outlined in this document.



Mark S. Watson



Date

RESOLUTION

A RESOLUTION APPROVING A CONTRACT WITH STRATEGIC SERVICES COMPANY, LLC, KNOXVILLE, TENNESSEE, FOR DEVELOPMENT OF A NUTRIENT MANAGEMENT PLAN FOR THE WASTEWATER TREATMENT PLANT IN THE ESTIMATED AMOUNT OF \$85,000.00.

WHEREAS, a National Pollutant Discharge Elimination System (NPDES) permit regulates discharges from the Wastewater Treatment Plant to ensure that receiving stream water quality is not impaired; and

WHEREAS, the NPDES permit requires the City to initiate preparation of a Nutrient Management Plan for the Wastewater Treatment Plant at the conclusion of the EPA Administrative Order; and

WHEREAS, the EPA Administrative Order was concluded on August 27, 2015; and

WHEREAS, Strategic Services Company, LLC, Knoxville, Tennessee, has been selected by the Public Works Department to prepare the Nutrient Management Plan based upon the company's experience and knowledge of the Wastewater Treatment Plant; and

WHEREAS, the City Manager recommends approval of a contract with Strategic Services Company, LLC.

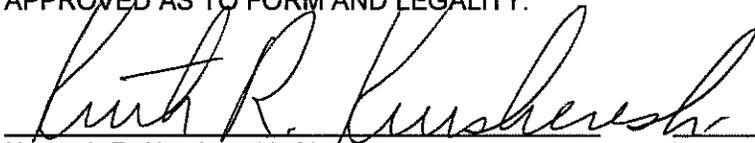
NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF OAK RIDGE, TENNESSEE:

That the recommendation of the City Manager is approved and the City is hereby authorized to enter into a contract with Strategic Services Company, LLC, Knoxville, Tennessee, for development of a Nutrient Management Plan for the Wastewater Treatment Plan as required by the National Pollutant Discharge Elimination System (NPDES) permit; said contract in the estimated amount of \$85,000.00.

BE IT FURTHER RESOLVED that the Mayor is hereby authorized to execute the appropriate legal instruments to accomplish the same.

This the 16th day of November 2015.

APPROVED AS TO FORM AND LEGALITY:



Kenneth R. Krushenski, City Attorney

Warren L. Gooch, Mayor

Bruce M. Applegate, Jr. Acting City Clerk

LEGAL DEPARTMENT MEMORANDUM
15-32

DATE: November 3, 2015

TO: Honorable Mayor and Members of City Council

FROM: Tammy M. Dunn, Senior Staff Attorney
Kenneth R. Krushenski, City Attorney

SUBJECT: WINE IN RETAIL FOOD STORES – AUTHORIZING THE MAYOR TO SIGN THE
REQUIRED LOCAL GOVERNMENT ISSUED CERTIFICATE

Introduction

An item for the agenda is a resolution authorizing the Mayor to sign the required local government issued certificate that must accompany an application to the Tennessee Alcoholic Beverage Commission for a Retail Food Store Wine License. By state law, the certificate must state that (1) the applicant has not been convicted of a felony within the ten (10) years preceding the application and (2) that the applicant has secured a location for the business which complies with all zoning laws adopted by the local government as to the location of the business.

Funding

Staff time will be required in order to complete the background investigation on the applicant as well as a zoning compliance review on the business location. A procedure for applicants to follow is still under development by staff; however, it is anticipated that the cost of the required background investigation will be incurred by the applicant as there are not any funds budgeted to complete background investigations for this purpose. As an example of the estimated cost of a background investigation, the Tennessee Bureau of Investigation currently charges \$29 per criminal history check, which can be processed online or by mail.

Background

With the passage of 2014 Public Chapter 554 (Tennessee Code Annotated §57-3-801 et seq.), the State created a new wine license category for retail food stores. On November 4, 2014, Oak Ridge voters approved the sale of wine by retail food stores by local option election pursuant to Tennessee Code Annotated §57-3-801. By state law, the Tennessee Alcoholic Beverage Commission may not issue Retail Food Store Wine Licenses until July 1, 2016; however, the Commission may begin accepting and processing applications prior to that date.

As part of the application process, applicants are required to obtain a certificate from the local government stating that the applicant has not been convicted of a felony within the ten (10) years preceding the application and that the applicant has secured a location for the business which complies with all zoning laws adopted by the local government as to the location of the business. State law authorizes certain officials to sign the certificate, which for Oak Ridge is the Mayor or a majority of City Council.

By state law, the City has sixty (60) days from the date of written application from an applicant to grant or deny the request for the certificate; and failure to act within this timeframe is deemed to be a granting of the certificate. The City has received one request for the certificate so far, however, the applicant withdrew the request and will reapply in January 2016 hoping that by that time there will defined rules and regulations by the Commission on the process. Specifically, the applicant is looking for guidance from the Commission on which individuals associated with the business (one executive officer, all executive officers, the local managers, etc.) must receive a certificate from the local government. The Commission

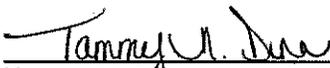
is in the process of finalizing rules and regulations, with a Rulemaking Hearing scheduled for December 9, 2015 in Nashville.

The Legal Department is in the process of developing a procedure for applicants to follow in order to submit a request for a certificate. This procedure is in the development stage and will be finalized once additional guidance is received from the Commission. Based upon information received so far, it appears all of the executive officers of a corporation will have to obtain a certificate from the City as well as the local managers. While the City does not have many businesses that might seek a Retail Food Store Wine License, if all executive officers and local managers of a business need a certificate there will be many requests to process.

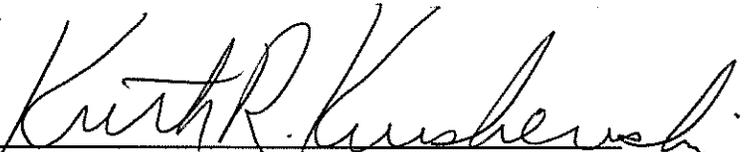
In order to expeditiously respond to requests for certificates, it is recommended that City Council approve the attached resolution which will grant the Mayor authority to sign the certificates thereby eliminating the necessity of bringing each certificate back to Council. The Legal Department, in conjunction with the Police Department (for background investigations) and the Community Development Department (zoning compliance), will review and process all requests for the certificate. If the applicant does not have a felony conviction within the past ten (10) years and has secured a location for the business that meets local zoning ordinances pertaining to the business location, the Legal Department will prepare the required certificate for the Mayor's signature. If the applicant does not meet both of the above requirements, the Legal Department will send a denial letter to the applicant stating the reason(s) for the denial. By state law, the issuance of a certificate may not be conditioned upon anything except the background investigation and zoning compliance. Further, by state law, applicants are afforded the opportunity to seek judicial review of a denial in chancery court if filed within sixty (60) days of the denial.

Recommendation

Passage of this resolution will indicate Council's approval of allowing the Mayor to sign the certificates. Approval of the attached resolution is recommended.



Tammy M. Dunn

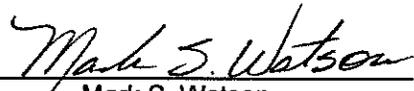


Kenneth R. Krushenski

Attachment: Resolution

City Manager's Comments:

I have reviewed the above issue and recommend Council action as outlined in this document.



Mark S. Watson

11/06/2015

Date

RESOLUTION

A RESOLUTION AUTHORIZING THE MAYOR TO SIGN THE REQUIRED LOCAL GOVERNMENT ISSUED CERTIFICATES WHICH MUST ACCOMPANY APPLICATIONS TO THE TENNESSEE ALCOHOLIC BEVERAGE COMMISSION FOR A RETAIL FOOD STORE WINE LICENSE.

WHEREAS, with the passage of 2014 Public Chapter 554 (Tennessee Code Annotated §57-3-801 et seq.), the State created a new wine license category for retail food stores; and

WHEREAS, on November 4, 2014, Oak Ridge voters approved the sale of wine by retail food stores by local option election pursuant to Tennessee Code Annotated §57-3-801; and

WHEREAS, applicants for a Retail Food Store Wine License must include a local government issued certificate as part of their application to the Tennessee Alcoholic Beverage Commission; and

WHEREAS, the certificate must state that the applicant has not been convicted of a felony within the last ten (10) years and that the applicant has secured a location for the business which complies with all zoning laws adopted by the local government as to the location of the business; and

WHEREAS, the local government has sixty (60) days from the date of an applicant's written application to grant or deny the request for a certificate, and failure to act within this timeframe is deemed to be a granting of the certificate; and

WHEREAS, Tennessee Code Annotated §57-3-806 authorizes certain officials to sign the certificate, which for Oak Ridge is the Mayor or a majority of City Council; and

WHEREAS, City Council desires to authorize the Mayor to sign the certificates.

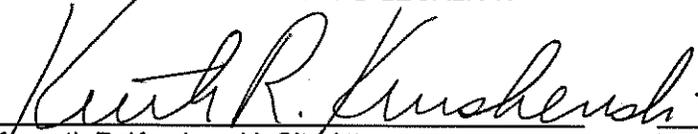
NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF OAK RIDGE, TENNESSEE:

That the Mayor is hereby authorized to sign all required local government issued certificates which must accompany applications to the Tennessee Alcoholic Beverage Commission for a Retail Food Store Wine License.

BE IT FURTHER RESOLVED that City Staff will investigate the applicant's criminal background and will conduct a zoning compliance review on the business location and, if the applicant meets both requirements, will prepare the required certificates for the Mayor's signature.

This the 16th day of November 2015.

APPROVED AS TO FORM AND LEGALITY:


Kenneth R. Krushenski, City Attorney

Warren L. Gooch, Mayor

Bruce M. Applegate, Jr. Acting City Clerk

CITY COUNCIL MEMOANDUM
15-44

DATE: November 4, 2015
TO: Honorable Mayor and Members of City Council
FROM: Mark S. Watson, City Manager
SUBJECT: SURPLUS FEDERAL PROPERTY

Introduction

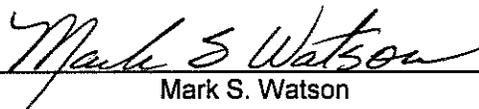
An item for the agenda is a resolution authorizing the City Manager to make application to the National Parks Service for the transfer of certain surplus Federal property (specifically an approximate 0.66 acre parcel at the corner of Administration Road and Laboratory Road) to the City of Oak Ridge and authorizing the City Manager to accept the property if the application is approved.

Background

The City of Oak Ridge has been approached by the General Services Administration (GSA) about surplus property located in the City. After being made available to Federal agencies and homeless agencies, there has been no interest expressed in the property. The property is now available for conveyance to non-Federal public agencies, including local governments. The City was approached and has agreed to accept the parcel if for no cost. This has been confirmed by the GSA and application has been received to transfer the property. The City Manager will be the party submitting the grant for the transfer.

Recommendation

Approval of the attached resolution is recommended.



Mark S. Watson

Attachment

RESOLUTION

A RESOLUTION AUTHORIZING THE CITY MANAGER TO MAKE APPLICATION TO THE NATIONAL PARKS SERVICE FOR THE TRANSFER OF CERTAIN SURPLUS FEDERAL PROPERTY (SPECIFICALLY AN APPROXIMATE 0.66 ACRE PARCEL AT THE CORNER OF ADMINISTRATION ROAD AND LABORATORY ROAD) TO THE CITY OAK RIDGE, AND AUTHORIZING THE CITY MANAGER TO ACCEPT SAID PROPERTY IF SAID APPLICATION IS APPROVED.

WHEREAS, certain real property owned by the United States of America, located in the City of Oak Ridge, County of Anderson, State of Tennessee, has been declared surplus and, at the discretion of the General Services Administration, may be assigned to the Secretary of the Interior for disposal for public park or recreational purposes under the provisions of 40 U.S.C. §550(e), and any regulations and policies promulgated pursuant thereto, more particularly described as an approximate 0.66 acre parcel at the corner of Administration Road and Laboratory Road (GSA Control Number: 4-B-TN-0664-AD); and

WHEREAS, the City of Oak Ridge needs and will use said property in perpetuity for public park or recreational purposes as set forth in its application (which may include parking or stormwater management for the park/recreational area) and in accordance with the requirements of said Act and any regulations and policies promulgated thereunder.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF OAK RIDGE, TENNESSEE:

That the City of Oak Ridge, Tennessee, shall make application to the National Park Service for, and secure the transfer to, the above-mentioned property for said use and subject to such exceptions, reservations, terms, covenants, agreements, conditions, and restrictions as the National Park Service and the Federal disposal agency may require in connection with the disposal of said property under said Act and the regulations and policies issued pursuant thereto.

BE IT FURTHER RESOLVED that the City of Oak Ridge, Tennessee, has the legal authority, and is willing and able, to properly develop, maintain, operate, and assume liability of the property, and that Mark S. Watson, City Manager, is hereby authorized, for and on behalf of the City of Oak Ridge, Tennessee, to do and perform any and all acts and things which may be necessary to carry out the foregoing resolution, including the preparing, making, and filing of plans, applications, reports, and other documents, the execution, acceptance, delivery, and recordation of agreements, deeds, and other instruments pertaining to the transfer of said property, including the filing of copies of the application and the conveyance documents in the records of the governing body, and the payment of any and all sums necessary on account of the purchase price thereof or fees or costs incurred in connection with the transfer of said property for survey, title searches, recordation or instruments, or other costs identified with the acquisition of said property.

This the 16th day of November 2015.

APPROVED AS TO FORM AND LEGALITY:



Kenneth R. Krushenski, City Attorney

Warren L. Gooch, Mayor

Bruce M. Applegate, Jr., Acting City Clerk

CITY COUNCIL MEMOANDUM
15-45

DATE: November 5, 2015
TO: Honorable Mayor and Members of City Council
FROM: Mark S. Watson, City Manager
SUBJECT: RESOLUTION SUPPORTING THE EFFORTS OF THE OAK RIDGE
CHAMBER OF COMMERCE'S STRATEGY COMMITTEE ON HOUSING

Introduction

An item for the agenda is a resolution endorsing and supporting the efforts of the Oak Ridge Chamber of Commerce's Strategy Committee on Housing to develop a proposed ten-year vision and mission statement on housing development and redevelopment in Oak Ridge.

Background

In February, the City Manager's Office was approached by the Oak Ridge Chamber of Commerce offering assistance through a report and analysis by their Strategy Committee on Housing. Housing is one of the initiatives recognized by the Chamber of Commerce as a critical element to be addressed in the overall business and public agenda of Oak Ridge.

The Chamber of Commerce has provided a summary of their proposed actions in the attached report. Their request is for City Council endorsement and support of the project, which will be under the leadership of Austin Lance, Board Member, and Parker Hardy, President and CEO, Oak Ridge Chamber of Commerce.

Recommendation

Approval of the attached resolution is recommended.



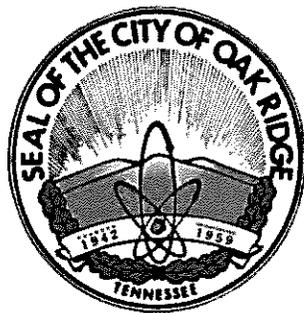
Mark S. Watson

Attachments

Statement of Work Proposal

TO: City of Oak Ridge Tennessee
The Honorable Warren Gooch, Mayor
Oak Ridge City Council
City Manager Mark Watson

From: Oak Ridge Chamber of Commerce



Subject: Development of Oak Ridge Housing Vision-Mission-Strategy

Prepared By:

**Oak Ridge Chamber of Commerce Strategy Committee on Housing
Development and Redevelopment**

Austin Lance, Committee Chairman

Date: February 25, 2015

Summary

The Oak Ridge Chamber of Commerce's **Mission** is to enhance the economic vitality and the business climate of the greater Oak Ridge community and provide exceptional and valuable business, leadership and advocacy opportunities for our members.

Our **Vision** is to be recognized as the community's business voice, representing our members and leading in advocacy for quality growth, convening pro-growth, pro-business partnerships and mobilizing business and community leadership to assure the economic vitality and business climate of the Oak Ridge community.

In late 2013 the chamber established 5 key strategic initiatives to focus on in achieving its established vision. These included **retail, commercial and residential growth; new capital investment and quality job growth; pro-growth advocacy; leadership growth; and chamber growth**. Strategic Executive committees were formed to advance each of these strategic initiatives. As the chamber completed a situational analysis of the Oak Ridge community in its strategic planning process, multiple key strategic issues and opportunities surfaced. One in particular was voiced as both an issue and an opportunity by the majority of chamber members... "the availability of adequate quality housing to enable economic growth of the community."

As a result of the chamber membership desire to address this perceived issue/opportunity, the chamber created a new strategic committee to focus on evaluating and understanding legacy housing in Oak Ridge as it relates to economic growth for the City. Conclusions from this study have led the chamber to develop this proposed Statement of Work between the Chamber of Commerce and the City of Oak Ridge.

The chamber strategy committee spent the year 2014 studying this issue/opportunity in an attempt to quantify it. We interviewed multiple constituents whose work is focused on impacting housing in Oak Ridge.

We studied comparable zip code areas competing with Oak Ridge. We also evaluated the recent study completed by the City in partnership with a UT intern student: "An Econometric and Geographic Analysis of Oak Ridge's Legacy Houses". You will find attached to this statement of work an appendix summarizing interview sessions and the data table depicting variables comparing Oak Ridge to competitive zip codes areas.

As a result of this work, the chamber strategy committee on housing concludes that the City of Oak Ridge has developed some significant demographic shifts over the past several decades that have negatively impacted economic development and growth.

First, a large gap has developed in the 22 to 48 year old residential age group relative to surrounding zip code communities and to comparable other USA cities of its size. This 22-48 year old age group typically fuels community success and growth of retail development, commercial development, education and housing to name a few key drivers of economic growth. Ironically, the employment base in Oak Ridge does not appear to show this age group gap, but the City residential population does. It is evident that since 1979, the competitive zip code areas surrounding Oak Ridge (Hardin Valley, Cedar Bluff, Farragut, Maryville, Lenoir City and Karns) have grown in housing, retail, recreation, education and other factors thus attracting the 22-48 year old age group at Oak Ridge's expense. While this occurred, Oak Ridge's demographics shifted to a lower income density with a higher poverty rate fueled by an aging and declining value housing stock.

Oak Ridge has the oldest housing stock and lowest housing values of the comparison zip codes studied. 75% of Oak Ridge's housing stock was constructed pre 1979 with 50% pre 1959. The comparable zip code areas are mostly single digit pre 1959 age housing stock. 47% of Oak Ridge's owner occupied housing values are below \$150,000; almost double that of comparable zip code areas. Oak Ridge has 37% of its occupied housing stock in rental units with a significant

number generating lower rental rates than competitive zip codes. For example, 19% of rental units in Oak Ridge generate less than \$500 per month in rental income, a significantly higher % than comparative zip codes. Less than 17% of the rental units in Oak Ridge generate over \$1,000 per month in rental income, drastically below comparative zip codes. The medium home value in Oak Ridge is \$151,000, lowest of the comparative zip codes.

The poverty rate in Oak Ridge, almost 16%, is higher than the other zip codes. Data indicates 4 of the 6 comparable zip codes are single digit. The population employed is also lowest of the zip codes comparisons at 45%. Oak Ridge has a lower high school graduation rate of age group 18+ to 4 of the 6 comparable zip codes...surprising given the education quality of Oak Ridge Schools. Even more surprising, due to the Oak Ridge's being a center for science and energy development, is that its residential population has a lower bachelor degree % in the age group 25+ compared to 4 of the 6 competitive zip codes studied.

We conclude that Oak Ridge has become reactive not proactive in addressing housing issues and opportunities over time. We see no vision, mission, or strategy addressing community development and redevelopment of housing in Oak Ridge.

We thus propose to the City of Oak Ridge that it sanction the Chamber of Commerce Strategy Committee on housing to develop a proposed 10 year vision, mission and strategy to be presented to the City Council and City Manager as the basis of work for their moving forward with development of a formally adopted 10 year housing development and redevelopment vision, mission and strategy for the City that will attract and grow the 22-48 year old age group population.

Deliverables

1. A concise Vision Statement demonstrating where the City of Oak Ridge will be in 10 years in housing development and redevelopment
2. A concise Mission Statement for the City of Oak Ridge related to housing development and redevelopment

3. A strategy to achieve this housing development and redevelopment vision including tactics, initiatives, metrics and mapping

Duration of Engagement

We propose to complete this deliverable by year end 2015.

Project team

The current project team will be increased to no more than 12 members, not including the facilitator. It will be the City Manager and City Mayor's responsibility to add the remaining 3 members to the team. The team should be given the autonomy to perform its work efficiently and effectively once sanctioned by the City Manager and City Council.

CNS has agreed to support this effort by providing Tom Smith to facilitate the strategy team.

Current Housing Strategy Committee Team Members from the Chamber are:

Mike Belbeck - President/Chief Administrative Officer Methodist Medical Center

David Bradshaw - EVP Capital Mark Bank and Trust

Ray Evans - Economic Development Consultant, CORTN

Parker Hardy - President Oak Ridge Chamber of Commerce

Len Hart - Developer/ Owner Len Hart Construction Company Inc.

Charlie Jernigan - Chairman of the Oak Ridge Land Bank Corporation

Chris Johnson - Past Chairman, Oak Ridge Chamber of Commerce

Austin Lance – Committee Chair/President Lance Associates Management Consulting

Jana Martin - VP Citizens First Bank

Partners

Dave Beck – Consolidated Nuclear Security

Warren Gooch – Mayor, City of Oak Ridge

Melinda Hillman – Chairman of Board, Oak Ridge Chamber of Commerce

Thom Mason – UT-Battelle

Mark Watson – Oak Ridge City Manager

Proposed Process Plan

1. Complete a review of work to date
2. Develop an up to date situational analysis
 - a. Complete a review of work to date
 - b. Incorporate target age group survey work on needs/perceptions
 - i. Engage ORNL; Y-12; DOE; Subcontractors; Retail Employers; Commercial Employers; Others
 - c. Incorporate residential and commercial developer survey work
 - d. Incorporate further competitive city/community assessments
 - e. Incorporate City of Oak Ridge residential survey input
 - f. Research best practices in developing/redeveloping community housing
 - g. Incorporate other research and benchmarking to be defined
3. Develop a SWOT assessment
4. Develop the Vision Statement
5. Develop the Mission Path to accomplish this Vision
6. Create the Strategy Path; tactics; metrics; initiatives and strategy map for housing development/redevelopment 10 year vision

Reporting

1. Team to meet with Partners quarterly to review progress
2. Team to present final recommendations to City Manager and City Council in the form of a formal written report and summary presentation

Expenses

This body of work is to be done on a volunteer basis by committee members. We do not anticipate significant financial outlay for materials that cannot be covered by the Chamber. Should any team proposal lead to need for significant financial outlay, the committee will return to the Partners for dialog before moving forward.

Background Information Appendix

1. January 2014 Committee Basis:

The committee will formulate a fact based position on legacy housing neighborhoods over the next several months by accomplishing the following:

The committee will engage and use the results of the upcoming UT MBA student partnership with the City of Oak Ridge to help build this fact based baseline of legacy housing.

The committee will reach out to the Highland View Redevelopment Authority, City Attorney, City Planning Department, KCDC, State of Tennessee, OR Housing Development Authority, and the Land Bank to gain insight into Legacy Housing issues and current programs to address these issues.

The committee will work with residential developers in the metro area of Knoxville/Oak Ridge to understand the implications of private funded neighborhood transitions

The committee will also utilize the data analysis from the Chamber completed last year and the upcoming updates being made to this study.

2. Summary Report

Chamber Legacy Housing Committee

August 18, 2014

The Oak Ridge Chamber of Commerce Legacy Housing Committee has the challenge of identifying strategic levers the Chamber can pull or assist the City of Oak Ridge in pulling to transition targeted legacy neighborhoods that are declining in value and or rising in crime into vibrant neighborhoods that will attract middle income work force residents to relocate to Oak Ridge.

Over the past 5 months, the committee has received presentations from individuals and organizations that are focused on legacy housing in some aspect. These parties include:

- The Oak Ridge Land Bank...Charlie Jernigan
- KCDC... Alvin Nance
- The Oak Ridge Community Development Dept.... Kathryn Baldwin
- Oak Ridge City Judge... Robert McNees
- UT MBA Project on Woodland Transition.... David Bonner
- Oak Ridge Administrative Hearing OfficerHugh Ward

Several further interviews are recommended that can be accomplished as the year proceeds including:

- City of Oak Ridge Attorney
- City of Oak Ridge Manager
- City of Oak Ridge Mayor
- Regional Housing Developers

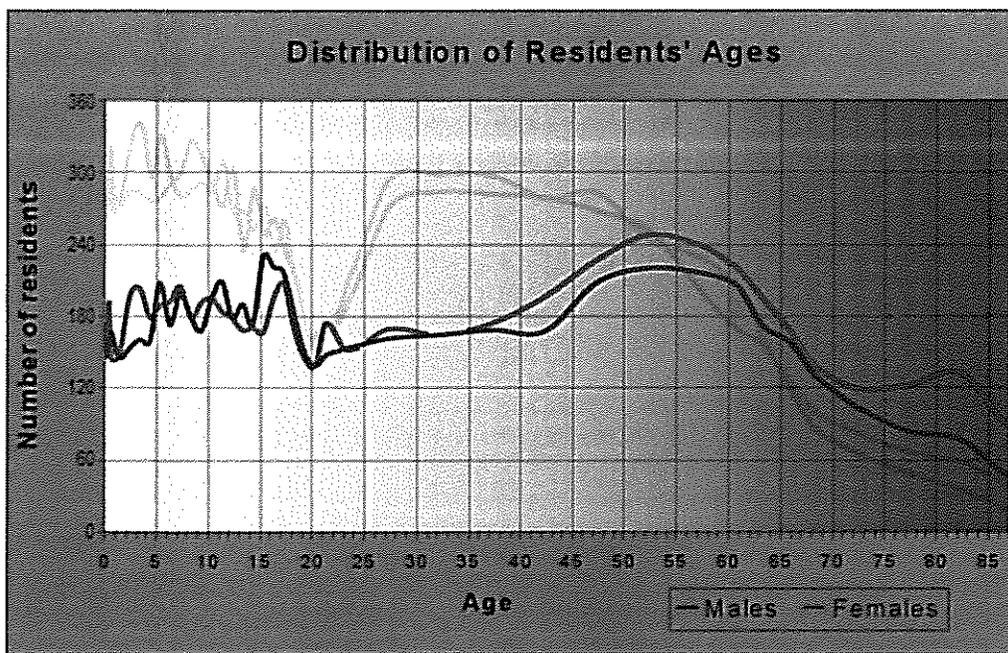
At this point in the process, the committee needs to assess and review the findings to date and initiate a "Key Issue List" and "Action Plans" focused on

these issues. This summary report is intended to provide a framework from which this work can be initiated.

Land Bank Findings:

- Distribution of housing property values heavily skewed toward the lower values
- Distribution of resident ages shows deficit of younger families of child bearing age affecting school population and long term community stability
- 50% of housing stock is WWII vintage and 50% of these are rentals
- Tennessee Pilot Land Bank Legislation lacks important features
 - Funding for operations
 - Ties to streamlined tax delinquent foreclosures
 - Automatic quieting of title
- Blighted property affects neighbors' property values
- Reputation for blight affects community's property values

Oak Ridge Residents Compared to a Similar City



KCDC Findings:

- Code enforcement is critical...requires engagement and coordinating effort of Housing Authority, Advisory Boards, City, Judicial System and Land Bank
- OR Housing Authority has not shown a willingness to engage in OR blighted legacy housing condemnation, removal, and renovation...rather they focus on enabling housing for the low income.
- Condemnation should be a last resort strategy and focus should be on empty homes to minimize cost implications...basically a title clearing process.
- TIF is a great tool for infrastructure improvements to blighted areas
- Focus should be on “Workforce Housing” which is recommended at 60% to 120% of medium area housing.
- Engage local not for profits in the process of renewal planning...Habitat, KLF, etc.
- Deploy a dedicated organization such as a housing authority, redevelopment task team, etc. with defined redevelopment and urban renewal plans.
- KCDC was hired by the City in 2004 to develop a Highland View Redevelopment and Urban Renewal Plan. This plan was developed. KCDC was not retained to implement the plan. An advisory board was put in place but the plan ultimately failed to achieve redevelopment. The advisory board was disbanded in 2013. Lack of leadership within the City, friction between groups, legal battles along with other issues led to this plan’s failure.

○ **HVR&UR Plan Components:**

▪ 2004 Situation:

- 6000 legacy homes out of 12,000 City homes
- Intended life of legacy homes 7 years
- Of DOE's workforce...17% Oak Ridge residents
- Flat population growth
- 18% of City rental units stand vacant deteriorating
- Key City Economic Needs: new housing; commercial growth; vibrant downtown district; vision and strategy

▪ Plan:

- Title 13, Chapter 20 Tennessee Code authorizes municipalities to establish and utilize housing, redevelopment and urban renewal authorities to undertake redevelopment and urban renewal projects for the elimination of blight and dilapidated or deteriorating structures within their corporate limits. To that end the Housing Authority or the City may 1) acquire blighted areas; 2) acquire other real property for the purpose of removing preventing or reducing blight, blighting factors or the causes of blight; 3) acquire real property where the condition of the title, the diverse ownership of the real property to be assembled, the street or lot layouts, or other conditions prevent a proper development of the property and where the acquisition of the area by the authority is necessary to carry out a redevelopment plan; 4) clear any areas acquired and install, construct, or reconstruct streets, utilities, and site improvements essential to the

preparation of sites for uses in accordance with the redevelopment plan; 5) sell or lease land so acquired for uses in accordance with the redevelopment plan; or 6) accomplish a combination of the foregoing to carry out a redevelopment plan.

- The HVRURP established boundaries, objectives, methods and procedures for orderly and fair process to accomplish goals
- Plan consisted of mixed use including retail, institutional, residential and service businesses.
- Pay attention to bills before state government inspections; historic designations; land banks expansion;
- Understand Tennessee Affordable Housing Coalition; Federal Home Loan Bank fit; TIF applicability; bridge gap resources

City of Oak Ridge Community Development Findings:

- Oak Ridge “not in my city” campaign has facilitated legacy area improvements related to parking, clean up, crime. It spelled out in August 2013 that the MDO area was the geographic region of the City that is now subject to the provisions of the Title 13 Chapter 5 ordinance.
- CDD is implementing a Residential Rental Dwelling Unit Inspection Program which requires all landlords to register with the City
- Identification of all rental properties underway with failure to register resulting in a \$50/day fine.
- Failure to address violations assessed will result in potential meter locking and citing to City Court and Board of Building and Housing Code Appeals.
- Article #13 Chapter #5 Residential Rental Dwelling Unit Inspections spells out requirements

- New inspectors have been hired by the City and this inspection process is underway.
- Code violations being evaluated by the City Judge are not being vigorously adjudicated. The City has adopted a new City Hearing Officer who has legal authority to hear applicable cases in the future vs. the City Judge with significantly fining capability to those not correcting ordinance violations.

City Judge Findings:

- It's clear that Judge McNees has compassion for the poor in our City and uses his position to help those he can. This can and has resulted in correction of ordinance violation delays.
- Judge McNees did not appear to be aware of the actual statistics on the number of landlords, absentee landlords, or rental property % within the City and the degree of deterioration of many of these properties both inside and outside. Nor did he seem aware of the deteriorating living condition that many of the lessers of these landlord properties incur. He listened to our data presentation and expressed compassion for this situation. He explained he does not hear these cases anymore that they are now directed to the hearing officer where applicable. Those he does hear, he tries to be respectful of time required for landlords to repair problems.

UT MBA Study Woodland Legacy Homes Study Findings:

- Study Approach Mindset...
 - Vision/City/Neighborhood/Property/People
 - Become people centric in development
 - Evolve Woodland to bridge east - west greenways
- Summary of Recommendations
 - Start with a vision

- Develop Woodland as a mixed income neighborhood with a range of housing types
- Create community spaces
- Brand Woodland and Oak Ridge

Statement of Work:

Do the research and benchmarking to develop a predictable set of recommendations as to how the City of Oak Ridge can revitalize legacy home neighborhoods using the Woodland neighborhood as a model.

Project Development:

The UT MBA team kicked off the project with a meeting with the City of Oak Ridge to learn the history of legacy housing and the challenges that the city faces. Among those challenges are aging housing stock, blight, a declining tax base, and difficulty attracting new residents. The MBA students then documented the strengths, weaknesses, opportunities, and threats of Oak Ridge by interviewing community leaders, local retailers, and residents. The next step involved researching demographics, market trends, and housing trends within the city and the Woodland neighborhood. After capturing information related to housing, the students researched benchmarks to gain a more in-depth understanding of comprehensive neighborhood redevelopment, development partnerships, land banks, revitalization through community amenities, and gentrification challenges. Taking into account stakeholder input, demographic and market trends, and benchmark research, the MBA team developed a set of recommendations for revitalizing legacy using the Woodland neighborhood as a model.

Recommendations:

The MBA team developed four key recommendations to revitalize Oak Ridge's legacy housing.

- 1) Start with a vision** – the vision proposed by the Team is a mixed-use, pedestrian-oriented City Center with a variety of easily accessible housing options.

- 2) Develop Woodland as a mixed income neighborhood with a range of housing types**, such as upgraded apartments, townhomes, cottages homes, and moderate-density, single-family homes. The key tools for accomplishing housing revitalization include a revitalization plan,

increased code enforcement fines, land-bank acquisitions, homeownership tax credits, forgivable loans for new homeowners, and “Live Where You Work” grants.

3) Create community spaces – utilize Woodland Elementary as a gathering place, develop a neighborhood pocket park, and connect Woodland to the Oak Ridge’s existing greenbelt network with enhanced crosswalks and signage. The goal of this proposal is to further connect Woodland to other areas of Oak Ridge while increasing resident interaction within the neighborhood.

4) Brand Woodland and Oak Ridge – promote the revitalization vision, range of housing, affordability, recreational amenities, and great schools to attract new residents. The purpose here is to take advantage of a

- Sense of community unity and use that to encourage positive attitudes about the city and neighborhood.

City Hearing Officer Findings

- Hugh Ward has been appointed to the new City position of Administrative Hearing Officer.
- This position will hear housing code/ordinance violation cases that cannot be resolved by the City with the Landlord or Property owner/occupier.
- The position has the legal capability to institute significant fines that accumulate daily...a potential large deterrent to ordinance correction avoidance.
- Conclusion that this is a major step in the right direction to correcting code violations

Data Collection Findings:

- Oak Ridge has significant advantages and disadvantages to competing surrounding communities/cities. The data table on the next page provides a comparison of many of the demographic, educational, housing gaps to other local communities.

Data Table Comparing Oak Ridge to Competitive Local Zip Code Areas

Data Category	Oak Ridge	Hardin Valley	Cedar Bluff	Karns	Farragut	Lenior City	Maryville
Households:							
Medium Income Level	\$31.8K	\$77.6K	\$53.4K	\$59.8K	\$85.6K	\$66.2K	\$46.8K
% of Knox County Med Level	111%	166%	114%	128%	183%	141%	100%
Medium Home Value \$	\$151K	\$222K	\$182K	\$176K	\$277K	\$227K	na
Housing Units	14622	5757	13636	10947	9200	4849	10257
% Occupied	87.2%	90.4%	89.7%	92.7%	95.4%	91.7%	92.8%
% Owned	62.8%	83.1%	56.4%	76.2%	89.4%	82.8%	75.7%
% Rented	37.2%	16.7%	43.6%	23.8%	10.6%	17.2%	24.3%
Owner Occupied House Values:							
< \$50K	3.2%	2.9%	2.1%	5.7%	1.5%	4.6%	7.3%
\$50K - \$99.9K	24.3%	4.3%	9.6%	9.0%	1.8%	9.0%	14.4%
\$100K - \$149.9K	23.0%	15.6%	20.5%	15.4%	8.9%	16.0%	25.3%
\$150K - \$199.9K	17.7%	17.6%	33.0%	24.3%	19.0%	15.8%	24.9%
\$200K - \$299.9K	20.5%	35.1%	27.8%	32.7%	22.3%	22.8%	19.3%
\$300K - \$499.9K	8.6%	19.9%	5.7%	10.4%	37.5%	21.7%	7.15
\$500K - \$999.9K	2.6%	4.0%	1.2%	2.1%	8.8%	7.2%	1.1%
>1,000K	.2%	--	--	.3%	.2%	2.8%	.6%
Renter Payment Levels \$:							
<\$500 Per Month	19.2%	4.6%	1.8%	10.1%	.9%	14.7%	14.3%
\$500 - \$999 Per Month	64.6%	43.3%	74.9%	57.4%	24.9%	65.6%	70.2%
>\$1000 Per Month	16.2%	52.0%	23.3%	32.5%	74.2%	19.7%	15.5%
Owner Home Age							
Built post 2000	7.9%	32.3%	10.4%	30.1%	17.1%	25.6%	19.3%
Built 1980-1999	15.7%	42.9%	47.3%	44.4%	56.0%	41.8%	27.2%
Built 1960-1979	24.8%	18.5%	39.3%	16.5%	23.9%	21.2%	26.5%
Built Pre 1959	51.5%	6.3%	3.1%	9.0%	3.0%	11.6%	27.0%
Population Data:							
Population Count	30501	15649	29965	26771	25008	11659	24483
Households	13201	6139	13504	13328	9364	4683	9518

Population Employed %	44.6%	50.7%	54.4%	51.7%	48.2%	48.9%	50.1%
Growth Estimate 2014-19	3.3%	9.1%	5.2%	7.7%	4.8%	5.9%	na
% Below Poverty	15.9%	5.4%	10.6%	8.6%	4.5%	7.5%	13.5%
Age Distribution:							
<17	16.6%	18.8%	16.0%	19.0%	21.2%	12.0%	15.8%
18-24	7.2%	7.8%	11.3%	6.4%	6.2%	4.5%	9.6%
25-39	16.2%	18.9%	23.3%	23.3%	13.9%	18.0%	18.2%
40-59	30.1%	32.3%	28.4%	30.0%	31.6%	33.8%	28.8%
60-79	16.9%	13.2%	10.5%	11.7%	18.0%	21.2%	17.7%
>80	7.4%	1.7%	2.2%	2.7%	4.0%	4.7%	4.2%
Race Demographics:							
White	82.7%	90.7%	82.6%	90.0%	89.0%	94.7%	92.8%
Black	9.2%	3.4%	6.7%	4.4%	2.2%	1.2%	2.7%
Asian	2.6%	2.7%	4.3%	1.8%	6.2%	.9%	.8%
Hispanic	4.8%	4.1%	7.1%	4.0%	3.2%	3.2%	4.8%
Education:							
% High School Grad 18+	90.6%	94.2%	94.7%	92.6%	96.6%	89.0%	88.1%
% Bachelor Degree 18+	15.8%	29.4%	25.3%	22.0%	31.7%	16.9%	13.8%
% Graduate Degree 18+	16.1%	15.0%	13.8%	9.9%	16.0%	8.7%	10.6%

3. Econometric and Geographic Analysis of Oak Ridge’s Legacy Houses

Mark Watson presented to the committee the results of this econometric study in December 2014. This 51 page study completed by Aaron Gold, a summer intern from UT presents an exhaustive study of legacy housing reviewing appraisal values, lot sizes, house sizes, and house age and showing geographical distribution. It provides proximity effects of appraisal value to multiple variables using an OLS regression model.

Specific conclusions:

- Lot size – the size of a house’s lot is positively associated with its appraisal value on average of between \$24,000 and \$29,000 for every increase of one acre.

- House size – the size of the house is positively associated with its appraisal value on average of between \$51 and \$56 for every increase of one square foot.
- House age – the age of the house is negatively associated with its appraisal value on average between \$837 and \$1234 for every increase of one year.
- Effect of proximity on appraised value
 - To a golf course, park or recreation center is not associated with a higher appraisal value
 - To a greenway or trail is positively associated with its appraisal value on average of between \$3.34 and \$17.42 for every meter a house is closer to that greenway or trail
 - To a public school is positively associated with its appraisal value on average of between \$1.55 and \$9.16 for every meter a house is closer to that public school.
 - To a river or lake is positively associated with an increase in appraisal value on average of \$22.65 for every meter a house is closer to that river or lake.
 - Legacy houses monthly average electricity usage is positively associated with appraisal value of between \$5.06 and \$6.29 for every kilowatt hour used
 - Violent crime at a 1,000 and 500 meter buffer quickly moves from a negative association of \$95 to a negative association of \$541 on appraisal value

RESOLUTION

A RESOLUTION ENDORSING AND SUPPORTING THE EFFORTS OF THE OAK RIDGE CHAMBER OF COMMERCE'S STRATEGY COMMITTEE ON HOUSING TO DEVELOP A PROPOSED TEN-YEAR VISION AND MISSION STATEMENT ON HOUSING DEVELOPMENT AND REDEVELOPMENT IN OAK RIDGE.

WHEREAS, the Oak Ridge Chamber of Commerce has identified housing as a critical element to be addressed in the overall business and public agenda of Oak Ridge; and

WHEREAS, as an initial step in the process of addressing housing, the Chamber authorized a Strategy Committee on Housing to examine this issue; and

WHEREAS, the Chamber is proposing that the Committee develop a proposed ten-year vision, mission, and strategy on housing development and redevelopment with particular focus on attracting and growing the 22-48 year old age group population which age group has been determined by the Committee to have a decline in residency when compared to surrounding competitive zip codes which negatively impacts economic development and growth; and

WHEREAS, the Committee is currently comprised of nine (9) members, which the Chamber proposes to increase to twelve (12) with the City Manager and Mayor to designate the additional three (3) members; and

WHEREAS, the Chamber's timeline is twelve (12) months for a recommendation from the Committee to City Council, with quarterly updates provided to the City Manager and/or City Council; and

WHEREAS, the Committee's efforts are at no cost to the City and the City is not obligated to implement the final recommendations of the Committee, however, the Chamber requests the City consider the Committee's report as a basis for development of a final vision, strategy, tactics, initiatives, and metrics to address the issue of housing in Oak Ridge; and

WHEREAS, the City Manager recommends endorsement and support of this project.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF OAK RIDGE, TENNESSEE:

That the recommendation of the City Manager is approved and the City hereby endorses and supports the efforts of the Oak Ridge Chamber of Commerce's Strategy Committee on Housing to develop a proposed ten-year vision, mission, and strategy on housing development and redevelopment with particular focus on attracting and growing the 22-48 year old age group population which age group has been determined by the Committee to have a decline in residency when compared to surrounding competitive zip codes which negatively impacts economic development and growth.

BE IT FURTHER RESOLVED that the City Manager and Mayor are authorized to designate three (3) members to the Committee.

BE IT FURTHER RESOLVED that the Committee will develop a concise Vision Statement and Mission Statement on housing development and redevelopment with a strategy to achieve the vision including tactics, initiatives, metrics, and mapping, and will present final recommendations to the City Manager and City Council in the form of a formal written report and summary presentation.

This the 16th day of November 2015.

APPROVED AS TO FORM AND LEGALITY:



Kenneth R. Krushenski, City Attorney

Warren L. Gooch, Mayor

Bruce M. Applegate, Jr. Acting City Clerk

FINANCE DEPARTMENT MEMORANDUM

15-13

DATE: November 6, 2015
TO: Mark S. Watson, City Manager
FROM: Janice E. McGinnis, Finance Director
SUBJECT: DEBT REFUNDING

Introduction

An item for City Council's consideration is the issuance of not to exceed \$20,000,000 in General Obligation Refunding Bonds, in one or more series. The bond proceeds will be used to refund the outstanding Series B-9-A and Series B-11-A Bonds which were issued in 2005 and 2006 to finance a portion of the Oak Ridge High School renovation project. The Bonds will be sold at competitive public sale.

Analysis

The B-9-A and B-11-A loans are being refunded by the issuance of General Obligation Refunding Bond Series 2015A and 2015B. The Bonds are being issued in two Series in order to achieve bank qualification status for the 2015B Bonds.

Attached is the Preliminary Refunding Analysis for the debt refunding. On Page 1 is a chart of the current combined outstanding debt supported by the General Fund. Page 2 contains a graph of that debt and highlights the current amortization of the B-9-A and B-11-A Bonds. On Page 18 is a chart which incorporates the proposed 2015A and 2015B bonds into the debt supported by the General Fund. For comparison purposes, the black line on the graph is the current combined outstanding debt. The B-11-A Bonds have only 2 principal payments which occur in 2037 and 2038. The savings on the refunding allowed for the overall shortening of the debt to 2032 from 2038. The savings on the refunding is estimated at \$5,547,632 and is outlined on page 17 of the Preliminary Refunding Analysis.

Comptroller Review

In accordance with Tennessee Code Annotated, Title 9, Chapter 21, the City submitted the attached Plan of Refunding to the Comptroller's Office of State and Local Finance for review. The Letter and Reports of the Director of the Office of State and Local Finance on the proposed refunding have been incorporated into the Bond Issuance Resolution as Exhibit A. The Directors Report does not constitute approval or disapproval of the proposed refunding plan.

Recommendation

Staff recommends adoption of attached Bond Issuance Resolution. The refunding shortens the refunded debt by 5 years and contains considerable overall debt service savings.

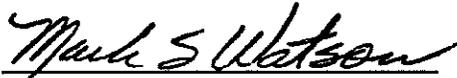
Chris Bessler with Cumberland Securities will be at the meeting on Monday night to answer any questions regarding the refunding.

Attachment(s)
Bond Issuance Resolution
Plan of Refunding and Preliminary Refunding Analysis


Janice E. McGinnis

City Manager's Comments:

I have reviewed the above issue and recommend Council action as outlined in this document.


Mark S. Watson

11/6/15
Date

Plan of Refunding – City of Oak Ridge, Tennessee

A) Identification of Key Professionals (including financial advisors, bond counsel, underwriters, or lenders) who have provided advice or proposals on which the Entity relied to prepare the Plan):

1. Underwriter: Determined at Competitive Public Sale
2. Bond Counsel: Bass, Berry & Sims
3. Financial Advisor: Cumberland Securities Company, Inc.

B) Purpose(s) of Refunding, including parameters:

1. **Cost Savings: include a projection of the savings and amortization schedules for both refunding and refunded debt:**
 - a. See attached Preliminary Refunding Analysis page 3 (2015A Bonds) and page 8 (2015B Bonds) and page 17 (Combined Savings)
2. **Restructuring: provide a comparison of existing and proposed structures, describing why debt is being restructured:**
 - a. N/A
3. **Covenant change: Clearly describe covenant to be eliminated or revised and any change in the structure:**
 - a. N/A
4. **Reduction or elimination of risk: describe risk to be reduced or eliminated:**
 - a. The proposed refunded bonds are fixed rate and will be refunded with fixed rate bonds, therefore, there will be no change in risk.

C) Statement that the proposed refunding complies with the Entity's adopted debt management policy and a description of how the transaction is consistent with the policy, including any savings threshold. If there is no adopted policy or the transaction is not consistent, the Entity shall provide a detailed explanation.

1. The City of Oak Ridge, Tennessee (the "City") has an adopted debt management policy. The proposed structure does have savings in excess of 3% and does not extend debt past the original life of the issue which is consistent with the policy of the City.

D) Other Information

1. **Amortization schedules for both (proposed) refunding and (outstanding) debt to be refunded,**
 - a. Proposed refunding debt schedule: See attached Preliminary Refunding Analysis page 4 (2015A Bonds) and page 9 (2015B Bonds)
 - b. Outstanding debt schedule(s): See attached Preliminary Refunding Analysis page 7 (2015A Bonds) and pages 14-16 (2015B Bonds)

As well as the following:

2. **Refunding Debt:**
 - a. **Maximum size to be authorized by the governing body, identifying all outstanding debt that could be included in the refunding:**
 - i. Maximum size authorized by governing body = \$20,000,000. To refund the (1) Local Government Public Improvement Bonds, Series B-9-A, dated February 16, 2005, maturing June 1, 2016 through June 1, 2025 in the principal amount of

\$13,650,000 and its Local Government Public Improvement Bonds, Series B-11-A, dated December 21, 2006, maturing June 1, 2037 through June 1, 2038 in the principal amount of \$5,325,000 (collectively, the "Refunded Bonds").

- b. **Anticipated Size = \$9,820,000 (2015A Bonds) and \$9,615,000 (2015B Bonds)**
- c. **Anticipated final maturity and weighted average maturity. If the final maturity is extended beyond the fiscal year of final maturity of debt to be refunded or the weighted average maturity is increased, list the projects as required below for refunded debt:**
 - i. **Final Maturity =**
 - 1.) **2015A Bonds = 6/1/2025 expected**
 - 2.) **2015B Bonds = 6/1/2032 expected (Earlier than Refunded Bonds)**
 - ii. **Weighted Average Maturity =**
 - 1.) **2015A Bonds = 5.491 Years (0.517 Years Less Than Refunded Bonds)**
 - 2.) **2015B Bonds = 8.92 Years (7.478 Years Less Than Refunded Bonds)**
- d. **Estimated Breakdown of Costs of Issuance :** See attached Preliminary Refunding Analysis page 6 (2015A Bonds) and page 11 (2015B Bonds)
- e. **Estimated Sources and Uses of Funds :** See attached Preliminary Refunding Analysis page 5 (2015A Bonds) and page 10 (2015B Bonds)

3. Refunded Debt: Information must be provided with respect to *each debt issue to be refunded*; (if all currently outstanding debt will not be refunded, identify maturities that are candidates for refunding).

- a. **Name of issue, type of debt, original terms, including whether the debt is federally tax-exempt or taxable.**
 - i. Local Government Public Improvement Bonds, Series B-9-A, dated February 16, 2005 (the "Series B-9-A Bonds"). The Series B-9-A Bonds are tax-exempt, fixed-rate debt, with a final maturity on February 1, 2025.
- b. **Date of issue and copy of CT-0253 filed.**
 - i. Date of Issue = February 16, 2005. The CT-0253 was filed with the Office of State and Local Finance in connection with the issuance of the Series B-9-A Bonds and was filed with the Office of State and Local Finance and is no longer available.
- c. **Date of authorization by the governing body.**
 - i. The Series B-9-A Bonds were authorized by the City's governing body on August 16, 2004 and October 4, 2004.
- d. **Whether bank-qualified or under other small issuer exception.**
 - i. No
- e. **Projects funded with proceeds of issue and remaining average life of projects (if final maturity or weighted average maturity of debt is extended).**
 - i. The purpose of the Series B-9-A Bonds was for the purpose of financing the (i) acquisition of land for and the construction, improvement, renovation, equipping and/or repair of school facilities, including Oak Ridge High School; (ii) payment of legal, fiscal, administrative, architectural and engineering costs incident to the foregoing; (iii) payment of capitalized interest during construction and for up to six months thereafter (the "Project"); and (iv) payment of costs of issuance in connection with the issuance and sale of the Series B-9-A Bonds. The

average life of the proposed refunding bonds will not be longer than the average remaining life of the assets financed.

f. Derivative product, if any, and copy of Report of Compliance:

- 1.) There is no derivative agreement associated with the Series B-9-A Bonds.

4. Refunded Debt: Information must be provided with respect to *each debt issue to be refunded*; (if all currently outstanding debt will not be refunded, identify maturities that are candidates for refunding).

a. Name of issue, type of debt, original terms, including whether the debt is federally tax-exempt or taxable.

- i. Local Government Public Improvement Bonds, Series B-11-A, dated December 21, 2006 (the "Series B-11-A Bonds"). The Series B-11-A Bonds are tax-exempt, fixed-rate debt, with a final maturity on June 1, 2038.

b. Date of issue and copy of CT-0253 filed.

- i. Date of Issue = December 21, 2006. The CT-0253 was filed with the Office of State and Local Finance in connection with the issuance of the Series B-11-A Bonds and was filed with the Office of State and Local Finance and is no longer available.

c. Date of authorization by the governing body.

- i. The Series B-11-A Bonds were authorized by the City's governing body on August 16, 2004 and October 4, 2004.

d. Whether bank-qualified or under other small issuer exception.

- i. No

e. Projects funded with proceeds of issue and remaining average life of projects (if final maturity or weighted average maturity of debt is extended).

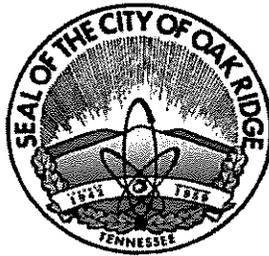
- i. The purpose of the Series B-11-A Bonds was for the purpose of financing the (i) acquisition of land for and the construction, improvement, renovation, equipping and/or repair of school facilities, including Oak Ridge High School; (ii) payment of legal, fiscal, administrative, architectural and engineering costs incident to the foregoing; (iii) payment of capitalized interest during construction and for up to six months thereafter (the "Project"); and (iv) payment of costs of issuance in connection with the issuance and sale of the Series B-11-A Bonds. The average life of the proposed refunding bonds will not be longer than the average remaining life of the assets financed.

f. Derivative product, if any, and copy of Report of Compliance:

- 1.) There is no derivative agreement associated with the Series B-11-A Bonds.

CITY OF OAK RIDGE, TENNESSEE
General Obligation Refunding Bonds, Series 2015A
General Obligation Refunding Bonds, Series 2015B

Preliminary
Refunding
Analysis



October 7, 2015

Prepared By:



CUMBERLAND SECURITIES

SINCE 1931

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City of Oak Ridge, Tennessee

Preliminary Refunding Analysis

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AGGREGATE DEBT SERVICE

City of Oak Ridge, Tennessee
Total Combined Outstanding Debt Service - General Fund

Date	Principal	Interest	Treasury Rebate	Sequester	Total P+I
06/30/2016	3,540,000.00	3,987,966.21	(209,015.64)	16,018.64	7,334,969.21
06/30/2017	3,925,722.00	3,866,709.96	(209,015.64)	16,018.64	7,599,434.96
06/30/2018	3,990,326.00	3,687,939.96	(206,915.64)	15,835.94	7,487,186.26
06/30/2019	4,120,251.00	3,529,225.30	(206,915.64)	15,835.94	7,458,396.60
06/30/2020	3,960,512.00	3,367,420.25	(202,059.38)	15,413.44	7,141,286.31
06/30/2021	4,136,145.00	3,185,297.21	(202,059.38)	15,413.44	7,134,796.27
06/30/2022	4,097,183.00	2,992,633.18	(202,059.38)	15,413.44	6,903,170.24
06/30/2023	4,298,625.86	2,804,072.44	(202,059.38)	15,413.44	6,916,052.36
06/30/2024	4,075,000.00	2,604,103.03	(202,059.38)	15,413.44	6,492,457.09
06/30/2025	3,805,000.00	2,401,303.03	(202,059.38)	15,413.44	6,019,657.09
06/30/2026	4,020,000.00	2,228,953.03	(191,231.26)	14,471.40	6,072,193.17
06/30/2027	3,857,288.01	2,033,306.91	(178,150.02)	13,333.32	5,725,778.22
06/30/2028	2,015,000.00	1,850,218.72	(165,812.50)	12,259.96	3,711,666.18
06/30/2029	1,985,000.00	1,745,468.80	(157,412.50)	11,529.16	3,584,585.46
06/30/2030	2,045,000.00	1,643,218.76	(151,112.50)	10,981.06	3,548,087.32
06/30/2031	1,820,000.00	1,537,968.76	(144,812.50)	10,432.96	3,223,589.22
06/30/2032	4,315,000.00	1,446,968.76	(144,812.50)	10,432.96	5,627,589.22
06/30/2033	4,515,000.00	1,231,218.76	(144,812.50)	10,432.96	5,611,839.22
06/30/2034	2,295,000.00	1,005,468.76	(144,812.50)	10,432.96	3,166,089.22
06/30/2035	2,390,000.00	890,718.76	(144,812.50)	10,432.96	3,146,339.22
06/30/2036	2,490,000.00	771,218.76	(144,812.50)	10,432.96	3,126,839.22
06/30/2037	2,600,000.00	646,718.76	(144,812.50)	10,432.96	3,112,339.22
06/30/2038	2,725,000.00	532,968.76	(144,812.50)	10,432.96	3,123,589.22
06/30/2039	2,500,000.00	413,750.00	(144,812.50)	10,432.96	2,779,370.46
06/30/2040	2,500,000.00	260,000.00	(91,000.00)	6,552.00	2,675,552.00
06/30/2041	1,500,000.00	97,500.00	(34,125.00)	2,457.00	1,565,832.00
	83,521,052.87	50,762,336.87	(4,316,375.12)	321,670.34	130,288,684.96

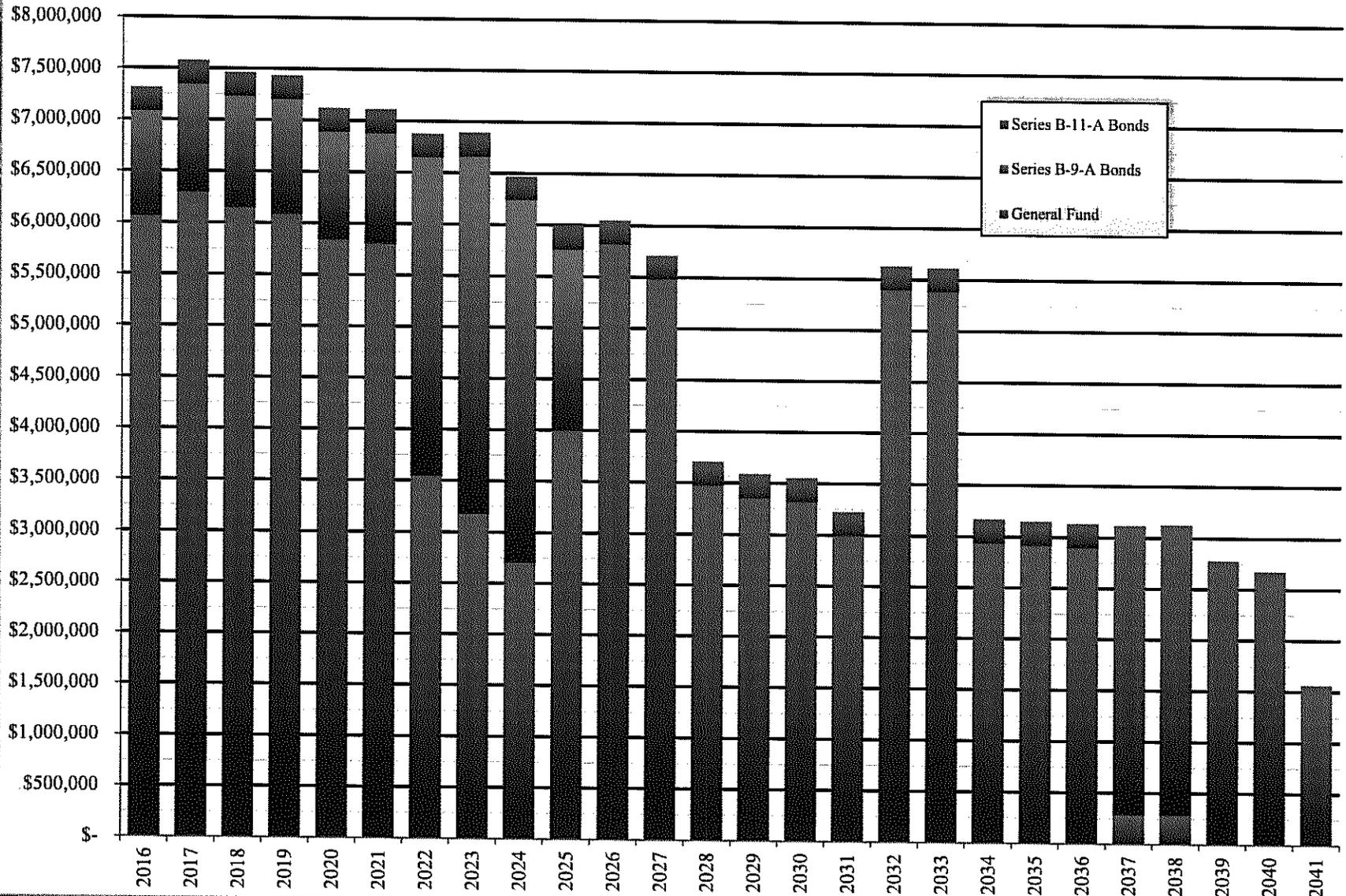
Par Amounts Of Selected Issues

\$7,500,000 TMBF Variable Rate Loan, Series 1994	568,764.86
\$15,000,000 Local Gov. Public Imp. Bonds, Series B-9-A (High School)	13,650,000.00
\$4,735,000 Local Gov. Public Imp. Bonds, Series VI-M-1 (High School)	4,735,000.00
\$5,325,000 Local Gov. Public Imp. Bonds, Series B-11-A (High School)	5,325,000.00
\$11,000,000 TMBF Variable Rate Loan, Series 2008 (High School)	5,760,652.40
\$11,000,000 TMBF Variable Rate Loan, Series 2008	1,876,635.61
\$27,285,000 General Obligation Refunding Bonds, Series 2009	16,210,000.00
\$21,140,000 Local Gov. Public Imp. Bonds, Series VII-E-1 (High School)	21,140,000.00
\$20,000,000 General Obligation Bonds, Series 2009B - (Equipment Rental Fund)	450,000.00
\$20,000,000 General Obligation Bonds, Series 2009B - (General Fund)	1,453,366.00
\$20,000,000 General Obligation Bonds, Series 2009B - (Schools)	1,366,640.00
\$20,000,000 General Obligation Bonds, Series 2009B - (High School)	6,479,994.00
\$5,240,000 General Obligation Refunding Bonds, Series 2010	3,155,000.00
\$23,205,000 General Obligation Bonds, Series 2013	1,350,000.00
TOTAL	83,521,052.87

Notes:
General Fund
Budget Variable Rates

City of Oak Ridge, Tennessee

Total Combined Outstanding General Fund Debt Service





SAVINGS ANALYSIS

City of Oak Ridge, Tennessee
 General Obligation Refunding Bonds, Series 2015A
 Refunding of Series B-9-A Bonds

Date	Principal	Coupon	Interest	Total P+I	Refunded D/S	Savings	Present Value to 12/01/2015 at 2.070428%
06/30/2016	700,000.00	0.450%	87,430.50	787,430.50	616,218.75	(171,211.75)	(169,457.50)
06/30/2017	750,000.00	0.790%	171,711.00	921,711.00	868,437.50	(53,273.50)	(50,414.47)
06/30/2018	750,000.00	1.140%	165,786.00	915,786.00	902,125.00	(13,661.00)	(11,813.43)
06/30/2019	750,000.00	1.390%	157,236.00	907,236.00	933,375.00	26,139.00	25,409.99
06/30/2020	750,000.00	1.600%	146,811.00	896,811.00	862,750.00	(34,061.00)	(30,027.00)
06/30/2021	775,000.00	1.810%	134,811.00	909,811.00	892,750.00	(17,061.00)	(14,272.63)
06/30/2022	1,875,000.00	2.050%	120,783.50	1,995,783.50	2,920,750.00	924,966.50	809,964.07
06/30/2023	1,920,000.00	2.230%	82,346.00	2,002,346.00	3,297,250.00	1,294,904.00	1,110,057.59
06/30/2024	1,005,000.00	2.480%	39,530.00	1,044,530.00	1,050,000.00	5,470.00	4,636.94
06/30/2025	545,000.00	2.680%	14,606.00	559,606.00		(559,606.00)	(460,212.57)
	9,820,000.00		1,121,051.00	10,941,051.00	12,343,656.25	1,402,605.25	1,213,871.00

Net Present Value Benefit	1,213,871.00
Net PV Benefit/ Refunded Principal	12.5790%
Dated	12/01/2015
First Coupon Date	06/01/2016
Weighted Average Maturity	5.49
Average Coupon	2.0791%
Bond Yield for Arbitrage Purpose	2.0704281%
True Interest Cost (TIC)	2.2175846%



DEBT SERVICE

**City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015A
Refunding of Series B-9-A Bonds**

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
06/01/2016	700,000.00	0.450%	87,430.50	787,430.50	
06/30/2016					787,430.50
12/01/2016			85,855.50	85,855.50	
06/01/2017	750,000.00	0.790%	85,855.50	835,855.50	
06/30/2017					921,711.00
12/01/2017			82,893.00	82,893.00	
06/01/2018	750,000.00	1.140%	82,893.00	832,893.00	
06/30/2018					915,786.00
12/01/2018			78,618.00	78,618.00	
06/01/2019	750,000.00	1.390%	78,618.00	828,618.00	
06/30/2019					907,236.00
12/01/2019			73,405.50	73,405.50	
06/01/2020	750,000.00	1.600%	73,405.50	823,405.50	
06/30/2020					896,811.00
12/01/2020			67,405.50	67,405.50	
06/01/2021	775,000.00	1.810%	67,405.50	842,405.50	
06/30/2021					909,811.00
12/01/2021			60,391.75	60,391.75	
06/01/2022	1,875,000.00	2.050%	60,391.75	1,935,391.75	
06/30/2022					1,995,783.50
12/01/2022			41,173.00	41,173.00	
06/01/2023	1,920,000.00	2.230%	41,173.00	1,961,173.00	
06/30/2023					2,002,346.00
12/01/2023			19,765.00	19,765.00	
06/01/2024	1,005,000.00	2.480%	19,765.00	1,024,765.00	
06/30/2024					1,044,530.00
12/01/2024			7,303.00	7,303.00	
06/01/2025	545,000.00	2.680%	7,303.00	552,303.00	
06/30/2025					559,606.00
	9,820,000.00		1,121,051.00	10,941,051.00	

Date Structure

Date	12/01/2015
First Coupon Date	06/01/2016

Yield Statistics

Average Coupon	2.0791005%
Weighted Average Maturity	5.491
True Interest Cost (TIC)	2.2175846%



SOURCES AND USES OF FUNDS

**City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015A
Refunding of Series B-9-A Bonds**

Dated Date 12/01/2015
Delivery Date 12/01/2015

Sources:

Bond Proceeds:	
Par Amount	9,820,000.00
	<hr/>
	9,820,000.00

Uses:

Refunding Escrow Deposits:	
Cash Deposit	9,650,000.00
Delivery Date Expenses:	
Cost of Issuance	96,350.00
Underwriter's Discount:	
Underwriter's Discount	73,650.00
	<hr/>
	9,820,000.00



COST OF ISSUANCE

**City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015A
Refunding of Series B-9-A Bonds**

Cost of Issuance	\$/1000	Amount
Financial Advisor	5.00000	49,100.00
Bond Counsel	2.03666	20,000.00
Rating Agency	1.47658	14,500.00
Paying Agent	0.12729	1,250.00
POS/Official Statement	0.56008	5,500.00
Advertising	0.14257	1,400.00
Miscellaneous	0.46843	4,600.00
	9.81161	96,350.00



DEBT SERVICE TO MATURITY AND TO CALL

City of Oak Ridge, Tennessee
Local Gov. Public Imp. Bonds, Series B-9-A

Date	Refunded Bonds	D/S To Call	Principal	Coupon	Interest	Refunded D/S
12/01/2015	9,650,000.00	9,650,000.00				
06/01/2016			400,000.00	3.500%	216,218.75	616,218.75
12/01/2016					209,218.75	209,218.75
06/01/2017			450,000.00	3.625%	209,218.75	659,218.75
12/01/2017					201,062.50	201,062.50
06/01/2018			500,000.00	3.750%	201,062.50	701,062.50
12/01/2018					191,687.50	191,687.50
06/01/2019			550,000.00	3.750%	191,687.50	741,687.50
12/01/2019					181,375.00	181,375.00
06/01/2020			500,000.00	4.000%	181,375.00	681,375.00
12/01/2020					171,375.00	171,375.00
06/01/2021			550,000.00	4.000%	171,375.00	721,375.00
12/01/2021					160,375.00	160,375.00
06/01/2022			2,600,000.00	4.750%	160,375.00	2,760,375.00
12/01/2022					98,625.00	98,625.00
06/01/2023			3,100,000.00	4.750%	98,625.00	3,198,625.00
12/01/2023					25,000.00	25,000.00
06/01/2024			1,000,000.00	5.000%	25,000.00	1,025,000.00
	9,650,000.00	9,650,000.00	9,650,000.00		2,693,656.25	12,343,656.25

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculation	12/01/2015
Average Life	6.008
Average Coupon	4.6462376%
Weighted Average Maturity (Par Basis)	6.008

Refunding Bond Information

Refunding Dated Date	12/01/2015
Refunding Delivery Date	12/01/2015



SAVINGS ANALYSIS

City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015B

Date	Principal	Coupon	Interest	Total P+I	Refunded D/S	Savings	Present Value to 12/01/2015 at 2.701241%
06/30/2016	150,000.00	0.450%	119,062.50	269,062.50	209,046.88	(60,015.62)	(59,215.84)
06/30/2017	175,000.00	0.790%	237,450.00	412,450.00	418,093.76	5,643.76	6,592.91
06/30/2018	215,000.00	1.140%	236,067.50	451,067.50	418,093.76	(32,973.74)	(29,684.96)
06/30/2019	255,000.00	1.390%	233,616.50	488,616.50	418,093.76	(70,522.74)	(63,067.24)
06/30/2020	200,000.00	1.600%	230,072.00	430,072.00	418,093.76	(11,978.24)	(9,490.55)
06/30/2021	225,000.00	1.810%	226,872.00	451,872.00	418,093.76	(33,778.24)	(28,029.65)
06/30/2022	1,180,000.00	2.050%	222,799.50	1,402,799.50	418,093.76	(984,705.74)	(826,001.93)
06/30/2023	1,050,000.00	2.230%	198,609.50	1,248,609.50	418,093.76	(830,515.74)	(677,916.06)
06/30/2024	2,245,000.00	2.480%	175,194.50	2,420,194.50	2,718,093.76	297,899.26	238,454.33
06/30/2025	1,620,000.00	2.680%	119,518.50	1,739,518.50	2,003,093.76	263,575.26	205,229.93
06/30/2026	160,000.00	2.900%	76,102.50	236,102.50	232,968.76	(3,133.74)	(1,565.09)
06/30/2027	160,000.00	3.100%	71,462.50	231,462.50	232,968.76	1,506.26	1,907.45
06/30/2028	420,000.00	3.200%	66,502.50	486,502.50	232,968.76	(253,533.74)	(180,486.84)
06/30/2029	430,000.00	3.300%	53,062.50	483,062.50	232,968.76	(250,093.74)	(173,250.62)
06/30/2030	445,000.00	3.400%	38,872.50	483,872.50	232,968.76	(250,903.74)	(169,147.83)
06/30/2031	465,000.00	3.450%	23,742.50	488,742.50	232,968.76	(255,773.74)	(167,815.26)
06/30/2032	220,000.00	3.500%	7,700.00	227,700.00	232,968.76	5,268.76	4,361.14
06/30/2033					232,968.76	232,968.76	146,654.79
06/30/2034					232,968.76	232,968.76	142,772.13
06/30/2035					232,968.76	232,968.76	138,992.26
06/30/2036					232,968.76	232,968.76	135,312.46
06/30/2037					2,832,968.76	2,832,968.76	1,592,015.13
06/30/2038					2,844,218.76	2,844,218.76	1,555,598.01
	9,615,000.00		2,336,707.50	11,951,707.50	16,096,734.60	4,145,027.10	1,782,218.64

Net Present Value Benefit	1,783,222.76
Net PV Benefit/ Refunded Principal	19.1230%
Dated	12/01/2015
First Coupon Date	06/01/2016
Weighted Average Maturity	8.92
Average Coupon	2.7238%
Bond Yield for Arbitrage Purpose	2.7012410%
True Interest Cost (TIC)	2.7976503%
Negative Arbitrage	70,882.44



DEBT SERVICE

**City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015B**

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
06/01/2016	150,000.00	0.450%	119,062.50	269,062.50	
06/30/2016					269,062.50
12/01/2016			118,725.00	118,725.00	
06/01/2017	175,000.00	0.790%	118,725.00	293,725.00	
06/30/2017					412,450.00
12/01/2017			118,033.75	118,033.75	
06/01/2018	215,000.00	1.140%	118,033.75	333,033.75	
06/30/2018					451,067.50
12/01/2018			116,808.25	116,808.25	
06/01/2019	255,000.00	1.390%	116,808.25	371,808.25	
06/30/2019					488,616.50
12/01/2019			115,036.00	115,036.00	
06/01/2020	200,000.00	1.600%	115,036.00	315,036.00	
06/30/2020					430,072.00
12/01/2020			113,436.00	113,436.00	
06/01/2021	225,000.00	1.810%	113,436.00	338,436.00	
06/30/2021					451,872.00
12/01/2021			111,399.75	111,399.75	
06/01/2022	1,180,000.00	2.050%	111,399.75	1,291,399.75	
06/30/2022					1,402,799.50
12/01/2022			99,304.75	99,304.75	
06/01/2023	1,050,000.00	2.230%	99,304.75	1,149,304.75	
06/30/2023					1,248,609.50
12/01/2023			87,597.25	87,597.25	
06/01/2024	2,245,000.00	2.480%	87,597.25	2,332,597.25	
06/30/2024					2,420,194.50
12/01/2024			59,759.25	59,759.25	
06/01/2025	1,620,000.00	2.680%	59,759.25	1,679,759.25	
06/30/2025					1,739,518.50
12/01/2025			38,051.25	38,051.25	
06/01/2026	160,000.00	2.900%	38,051.25	198,051.25	
06/30/2026					236,102.50
12/01/2026			35,731.25	35,731.25	
06/01/2027	160,000.00	3.100%	35,731.25	195,731.25	
06/30/2027					231,462.50
12/01/2027			33,251.25	33,251.25	
06/01/2028	420,000.00	3.200%	33,251.25	453,251.25	
06/30/2028					486,502.50
12/01/2028			26,531.25	26,531.25	
06/01/2029	430,000.00	3.300%	26,531.25	456,531.25	
06/30/2029					483,062.50
12/01/2029			19,436.25	19,436.25	
06/01/2030	445,000.00	3.400%	19,436.25	464,436.25	
06/30/2030					483,872.50
12/01/2030			11,871.25	11,871.25	
06/01/2031	465,000.00	3.450%	11,871.25	476,871.25	
06/30/2031					488,742.50
12/01/2031			3,850.00	3,850.00	
06/01/2032	220,000.00	3.500%	3,850.00	223,850.00	
06/30/2032					227,700.00
	9,615,000.00		2,336,707.50	11,951,707.50	

Date Structure

Date 12/01/2015
First Coupon Date 06/01/2016

Yield Statistics

Average Coupon 2.7238321%
Weighted Average Maturity 8.922
True Interest Cost (TIC) 2.7976503%



SOURCES AND USES OF FUNDS

City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015B

Dated Date 12/01/2015
Delivery Date 12/01/2015

Sources:

Bond Proceeds:	
Par Amount	9,615,000.00
	<hr/>
	9,615,000.00

Uses:

Refunding Escrow Deposits:	
Cash Deposit	4,000,000.42
SLGS Purchases	<u>5,439,852.00</u>
	9,439,852.42
Delivery Date Expenses:	
Cost of Issuance	102,030.96
Underwriter's Discount:	
Underwriter's Discount	72,112.50
Other Uses of Funds:	
Rounding Amount	1,004.12
	<hr/>
	9,615,000.00



COST OF ISSUANCE

**City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015B**

Cost of Issuance	\$/1000	Amount
Financial Advisor	5.00000	48,075.00
Bond Counsel	2.08008	20,000.00
Rating Agency	1.50806	14,500.00
Paying Agent	0.13001	1,250.00
POS/Official Statement	0.52002	5,000.00
Advertising	0.14561	1,400.00
Miscellaneous	0.44784	4,305.96
Accounting Fees	0.31201	3,000.00
Escrow Bidding Agent	0.46802	4,500.00
	10.61164	102,030.96



ESCROW COST

City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015B

Type of Security	Maturity Date	Par Amount	Rate	Total Cost
SLGS	06/01/2016	5,439,852	0.060%	5,439,852.00
		5,439,852		5,439,852.00

Purchase Date	Cost of Securities	Cash Deposit	Total Escrow Cost
12/01/2015	5,439,852	4,000,000.42	9,439,852.42
	5,439,852	4,000,000.42	9,439,852.42



ESCROW CASH FLOW

**City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015B**

Date	Principal	Interest	Net Escrow Receipts	Present Value to 12/01/2015 @ 0.0600002%
06/01/2016	5,439,852.00	1,631.96	5,441,483.96	5,439,852.00
	5,439,852.00	1,631.96	5,441,483.96	5,439,852.00

Escrow Cost Summary

Purchase date	12/01/2015
Purchase cost of securities	5,439,852.00
Target for yield calculation	5,439,852.00



DEBT SERVICE TO MATURITY AND TO CALL

City of Oak Ridge, Tennessee
Local Gov. Public Imp. Bonds, Series B-9-A

Date	Refunded Bonds	D/S To Call	Principal	Coupon	Interest	Refunded D/S
12/01/2015	4,000,000.00	4,000,000.00				
06/01/2016					92,562.50	92,562.50
12/01/2016					92,562.50	92,562.50
06/01/2017					92,562.50	92,562.50
12/01/2017					92,562.50	92,562.50
06/01/2018					92,562.50	92,562.50
12/01/2018					92,562.50	92,562.50
06/01/2019					92,562.50	92,562.50
12/01/2019					92,562.50	92,562.50
06/01/2020					92,562.50	92,562.50
12/01/2020					92,562.50	92,562.50
06/01/2021					92,562.50	92,562.50
12/01/2021					92,562.50	92,562.50
06/01/2022					92,562.50	92,562.50
12/01/2022					92,562.50	92,562.50
06/01/2023					92,562.50	92,562.50
12/01/2023					92,562.50	92,562.50
06/01/2024			2,300,000.00	5.000%	92,562.50	2,392,562.50
12/01/2024					35,062.50	35,062.50
06/01/2025			1,700,000.00	4.125%	35,062.50	1,735,062.50
	4,000,000.00	4,000,000.00	4,000,000.00		1,643,687.50	5,643,687.50

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculation	12/01/2015
Average Life	8.925
Average Coupon	4.6041667%
Weighted Average Maturity (Par Basis)	8.925

Refunding Bond Information

Refunding Dated Date	12/01/2015
Refunding Delivery Date	12/01/2015



DEBT SERVICE TO MATURITY AND TO CALL

**City of Oak Ridge, Tennessee
Local Gov. Public Imp. Bonds, Series B-11-A**

Date	Refunded Bonds	Refunded Interest	D/S To Call	Principal	Coupon	Interest	Refunded D/S
06/01/2016	5,325,000.00	116,484.38	5,441,484.38			116,484.38	116,484.38
12/01/2016						116,484.38	116,484.38
06/01/2017						116,484.38	116,484.38
12/01/2017						116,484.38	116,484.38
06/01/2018						116,484.38	116,484.38
12/01/2018						116,484.38	116,484.38
06/01/2019						116,484.38	116,484.38
12/01/2019						116,484.38	116,484.38
06/01/2020						116,484.38	116,484.38
12/01/2020						116,484.38	116,484.38
06/01/2021						116,484.38	116,484.38
12/01/2021						116,484.38	116,484.38
06/01/2022						116,484.38	116,484.38
12/01/2022						116,484.38	116,484.38
06/01/2023						116,484.38	116,484.38
12/01/2023						116,484.38	116,484.38
06/01/2024						116,484.38	116,484.38
12/01/2024						116,484.38	116,484.38
06/01/2025						116,484.38	116,484.38
12/01/2025						116,484.38	116,484.38
06/01/2026						116,484.38	116,484.38
12/01/2026						116,484.38	116,484.38
06/01/2027						116,484.38	116,484.38
12/01/2027						116,484.38	116,484.38
06/01/2028						116,484.38	116,484.38
12/01/2028						116,484.38	116,484.38
06/01/2029						116,484.38	116,484.38
12/01/2029						116,484.38	116,484.38
06/01/2030						116,484.38	116,484.38
12/01/2030						116,484.38	116,484.38
06/01/2031						116,484.38	116,484.38
12/01/2031						116,484.38	116,484.38
06/01/2032						116,484.38	116,484.38
12/01/2032						116,484.38	116,484.38
06/01/2033						116,484.38	116,484.38
12/01/2033						116,484.38	116,484.38
06/01/2034						116,484.38	116,484.38
12/01/2034						116,484.38	116,484.38
06/01/2035						116,484.38	116,484.38
12/01/2035						116,484.38	116,484.38
06/01/2036						116,484.38	116,484.38
12/01/2036						116,484.38	116,484.38
06/01/2037				2,600,000.00	4.375%	116,484.38	2,716,484.38
12/01/2037						59,609.38	59,609.38
06/01/2038				2,725,000.00	4.375%	59,609.38	2,784,609.38
	5,325,000.00	116,484.38	5,441,484.38	5,325,000.00		5,128,047.10	10,453,047.10

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculation	12/01/2015
Average Life	22.012
Average Coupon	4.3750002%
Weighted Average Maturity (Par Basis)	22.012

Refunding Bond Information

Refunding Dated Date	12/01/2015
Refunding Delivery Date	12/01/2015



DEBT SERVICE TO MATURITY AND TO CALL

**City of Oak Ridge, Tennessee
Local Gov. Public Imp. Bonds, Series B-9-A & B-11-A**

Date	Refunded Bonds	Refunded Interest	D/S To Call	Principal	Coupon	Interest	Refunded D/S
12/01/2015	4,000,000.00		4,000,000.00				
06/01/2016	5,325,000.00	116,484.38	5,441,484.38			209,046.88	209,046.88
12/01/2016						209,046.88	209,046.88
06/01/2017						209,046.88	209,046.88
12/01/2017						209,046.88	209,046.88
06/01/2018						209,046.88	209,046.88
12/01/2018						209,046.88	209,046.88
06/01/2019						209,046.88	209,046.88
12/01/2019						209,046.88	209,046.88
06/01/2020						209,046.88	209,046.88
12/01/2020						209,046.88	209,046.88
06/01/2021						209,046.88	209,046.88
12/01/2021						209,046.88	209,046.88
06/01/2022						209,046.88	209,046.88
12/01/2022						209,046.88	209,046.88
06/01/2023						209,046.88	209,046.88
12/01/2023						209,046.88	209,046.88
06/01/2024				2,300,000.00	5.000%	209,046.88	2,509,046.88
12/01/2024						151,546.88	151,546.88
06/01/2025				1,700,000.00	4.125%	151,546.88	1,851,546.88
12/01/2025						116,484.38	116,484.38
06/01/2026						116,484.38	116,484.38
12/01/2026						116,484.38	116,484.38
06/01/2027						116,484.38	116,484.38
12/01/2027						116,484.38	116,484.38
06/01/2028						116,484.38	116,484.38
12/01/2028						116,484.38	116,484.38
06/01/2029						116,484.38	116,484.38
12/01/2029						116,484.38	116,484.38
06/01/2030						116,484.38	116,484.38
12/01/2030						116,484.38	116,484.38
06/01/2031						116,484.38	116,484.38
12/01/2031						116,484.38	116,484.38
06/01/2032						116,484.38	116,484.38
12/01/2032						116,484.38	116,484.38
06/01/2033						116,484.38	116,484.38
12/01/2033						116,484.38	116,484.38
06/01/2034						116,484.38	116,484.38
12/01/2034						116,484.38	116,484.38
06/01/2035						116,484.38	116,484.38
12/01/2035						116,484.38	116,484.38
06/01/2036						116,484.38	116,484.38
12/01/2036						116,484.38	116,484.38
06/01/2037				2,600,000.00	4.375%	116,484.38	2,716,484.38
12/01/2037						59,609.38	59,609.38
06/01/2038				2,725,000.00	4.375%	59,609.38	2,784,609.38
	9,325,000.00	116,484.38	9,441,484.38	9,325,000.00		6,771,734.60	16,096,734.60

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculation	12/01/2015
Average Life	16.398
Average Coupon	4.4285030%
Weighted Average Maturity (Par Basis)	16.398

Refunding Bond Information

Refunding Dated Date	12/01/2015
Refunding Delivery Date	12/01/2015



ESTIMATED SAVINGS ANALYSIS

City of Oak Ridge, Tennessee
General Obligation Refunding Bonds, Series 2015A & Series 2015B

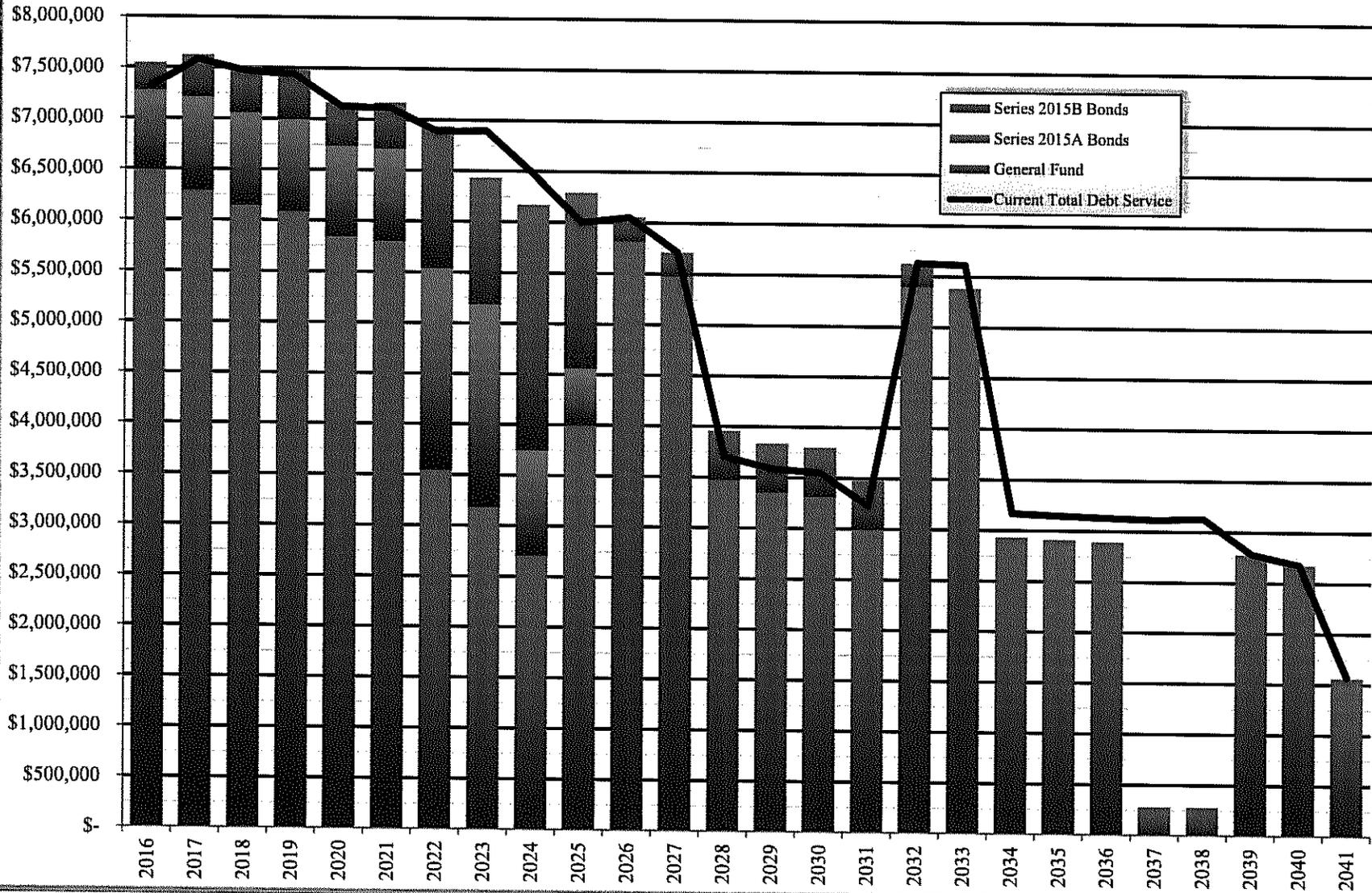
Date	Principal	Estimated Interest Rate	Interest	Total P+I	Refunded D/S	Savings	Present Value to 12/01/2015 at 2.452212%
06/30/2016	850,000.00	0.450%	206,493.00	1,056,493.00	825,265.63	(231,227.37)	(228,426.62)
06/30/2017	925,000.00	0.790%	409,161.00	1,334,161.00	1,286,531.26	(47,629.74)	(43,393.92)
06/30/2018	965,000.00	1.140%	401,853.50	1,366,853.50	1,320,218.76	(46,634.74)	(41,464.82)
06/30/2019	1,005,000.00	1.390%	390,852.50	1,395,852.50	1,351,468.76	(44,383.74)	(38,443.10)
06/30/2020	950,000.00	1.600%	376,883.00	1,326,883.00	1,280,843.76	(46,039.24)	(39,037.54)
06/30/2021	1,000,000.00	1.810%	361,683.00	1,361,683.00	1,310,843.76	(50,839.24)	(42,321.13)
06/30/2022	3,055,000.00	2.050%	343,583.00	3,398,583.00	3,338,843.76	(59,739.24)	(48,918.55)
06/30/2023	2,970,000.00	2.230%	280,955.50	3,250,955.50	3,715,343.76	464,388.26	388,513.58
06/30/2024	3,250,000.00	2.480%	214,724.50	3,464,724.50	3,768,093.76	303,369.26	247,865.76
06/30/2025	2,165,000.00	2.680%	134,124.50	2,299,124.50	2,003,093.76	(296,030.74)	(234,021.85)
06/30/2026	160,000.00	2.900%	76,102.50	236,102.50	232,968.76	(3,133.74)	(1,681.63)
06/30/2027	160,000.00	3.100%	71,462.50	231,462.50	232,968.76	1,506.26	1,886.18
06/30/2028	420,000.00	3.200%	66,502.50	486,502.50	232,968.76	(253,533.74)	(186,196.22)
06/30/2029	430,000.00	3.300%	53,062.50	483,062.50	232,968.76	(250,093.74)	(179,178.14)
06/30/2030	445,000.00	3.400%	38,872.50	483,872.50	232,968.76	(250,903.74)	(175,371.59)
06/30/2031	465,000.00	3.450%	23,742.50	488,742.50	232,968.76	(255,773.74)	(174,423.15)
06/30/2032	220,000.00	3.500%	7,700.00	227,700.00	232,968.76	5,268.76	4,447.89
06/30/2033					232,968.76	232,968.76	153,007.77
06/30/2034					232,968.76	232,968.76	149,323.59
06/30/2035					232,968.76	232,968.76	145,728.12
06/30/2036					232,968.76	232,968.76	142,219.22
06/30/2037					2,832,968.76	2,832,968.76	1,678,347.57
06/30/2038					2,844,218.76	2,844,218.76	1,644,033.84
	19,435,000.00		3,457,758.50	22,892,758.50	28,440,390.85	5,547,632.35	3,122,495.23

Net Present Value Benefit	3,122,308.83
Net PV Benefit/ Refunded Principal	16.4549%
Dated	12/01/2015
First Coupon Date	06/01/2016
Weighted Average Maturity	7.19
Average Coupon	2.4750%
Bond Yield for Arbitrage Purpose	2.4522115%
True Interest Cost (TIC)	2.5691055%
Negative Arbitrage	64,278.26

City of Oak Ridge, Tennessee

Total Combined Outstanding General Fund Debt Service

Estimated Total Debt Service After Refunding of B-9-A Bonds & B-11-A Bonds



RESOLUTION

A RESOLUTION AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS OF THE CITY OF OAK RIDGE, TENNESSEE IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$20,000,000, IN ONE OR MORE SERIES; MAKING PROVISION FOR THE ISSUANCE, SALE AND PAYMENT OF SAID BONDS, ESTABLISHING THE TERMS THEREOF AND THE DISPOSITION OF PROCEEDS THEREFROM; AND PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT OF PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS

WHEREAS, 9-21-101, et seq., inclusive, Tennessee Code Annotated, as amended, authorizes the City of Oak Ridge, Tennessee (the "Municipality"), by resolution of the City Council, to issue and sell bonds and to refund and refinance outstanding indebtedness; and

WHEREAS, the Municipality has previously incurred indebtedness pursuant to a Loan Agreement (Series B-9-A) dated as of February 25, 2005, entered into between The Public Building Authority of Blount County, Tennessee (the "Authority") and the Municipality (the "2005 Loan Agreement"), and a Loan Agreement (Series B-11-A) dated as of December 21, 2006, entered into between the Authority and the Municipality (the "2006 Loan Agreement," and together with the 2005 Loan Agreement, the "Outstanding Indebtedness"); and

WHEREAS, all or a portion of the Outstanding Indebtedness can now be refunded for the purpose of reducing the interest cost related to such indebtedness; and

WHEREAS, the City Council hereby determines that it is advisable to issue general obligation bonds, in one or more series, for the purpose of refunding all or a portion of the Outstanding Indebtedness; and

WHEREAS, a plan of refunding for the Outstanding Indebtedness has been filed with the Director of State and Local Finance (the "State Director") as required by Section 9-21-903, Tennessee Code Annotated, as amended, and the State Director has submitted to the Municipality a report thereon (the "Refunded Report"), a copy of which has been made available to the members of the City Council and is attached hereto as Exhibit A; and

WHEREAS, it is the intention of the City Council of the Municipality to adopt this resolution for the purpose of authorizing not to exceed \$20,000,000 in aggregate principal amount of bonds for the above-described purposes, providing for the issuance, sale and payment of said bonds, establishing the terms thereof, and the disposition of proceeds therefrom, and providing for the levy of a tax for the payment of principal thereof, premium, if any, and interest thereon.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Oak Ridge, Tennessee, as follows:

Section 1. Authority. The bonds authorized by this resolution are issued pursuant to 9-21-101, et seq., Tennessee Code Annotated, as amended, and other applicable provisions of law.

Section 2. Definitions. In addition to the terms defined in the preamble above, the following terms shall have the following meanings in this resolution unless the text expressly or by necessary implication requires otherwise:

(a) "Bonds" means the not to exceed \$20,000,000 General Obligation Refunding Bonds of the Municipality, to be dated their date of issuance, and having such series designation or such other dated date as shall be determined by the Mayor pursuant to Section 8 hereof.

(b) "Book-Entry Form" or "Book-Entry System" means a form or system, as applicable, under which physical bond certificates in fully registered form are issued to a Depository, or to its nominee as Registered Owner, with the certificate of bonds being held by and "immobilized" in the custody of such Depository, and under which records maintained by persons, other than the Municipality or the Registration Agent, constitute the written record that identifies, and records the transfer of, the beneficial "book-entry" interests in those bonds.

(c) "Code" means the Internal Revenue Code of 1986, as amended, and all regulations promulgated thereunder.

(d) "Depository" means any securities depository that is a clearing agency under federal laws operating and maintaining, with its participants or otherwise, a Book-Entry System, including, but not limited to, DTC.

(e) "DTC" means the Depository Trust Company, a limited purpose company organized under the laws of the State of New York, and its successors and assigns.

(f) "DTC Participant(s)" means securities brokers and dealers, banks, trust companies and clearing corporations that have access to the DTC System.

(g) "Financial Advisor" for the Bonds authorized herein means Cumberland Securities Company, Inc., Knoxville, Tennessee.

(h) "Mayor" shall mean the Mayor of the Municipality.

(i) "Refunding Escrow Agent" means the registration and paying agent appointed by the Mayor pursuant to the terms hereof, or any successor designated by the Governing Body.

(j) "Refunding Escrow Agreement" means the Refunding Escrow Agreement, dated as of the date of the Bonds, between the Municipality and the Refunding Escrow Agent, in substantially the form of the document attached hereto as Exhibit B, subject to such changes thereto as shall be permitted by the terms of this resolution.

(k) "Outstanding Indebtedness" means the maturities or portions of the maturities of the Outstanding Indebtedness designated for refunding by the Mayor pursuant to the terms hereof.

(l) "Registration Agent" means the registration and paying agent appointed by the Mayor pursuant to the terms hereof, or any successor designated by the Governing Body.

Section 3. Findings of the Governing Body; Compliance with Debt Management Policy.

(a) In conformance with the directive of the State Funding Board of the State of Tennessee, the Municipality has heretofore adopted its Debt Management Policy. The Governing Body hereby finds that the issuance and sale of the Bonds, as proposed herein, is consistent with the Municipality's Debt Management Policy.

(b) The estimated interest expense and costs of issuance of the Bonds have been made available to the Governing Body.

(c) The refunding of the Outstanding Indebtedness authorized herein through the issuance of the Bonds will result in reducing the Municipality's interest expense.

(d) The Refunding Report of the State Director has been presented to the members of the Governing Body in connection with their consideration of this resolution.

Section 4. Authorization and Terms of the Bonds.

(a) For the purposes of providing funds to finance, in whole or in part the refunding of the Outstanding Indebtedness and payment of costs incident to the issuance and sale of the Bonds, there is hereby authorized to be issued bonds, in one or more series, of the Municipality in the aggregate principal amount of not to exceed \$20,000,000. The Bonds shall be issued in one or more series, in fully registered, book-entry form (except as otherwise set forth herein), without coupons, and subject to the adjustments permitted hereunder, shall be known as "General Obligation Refunding Bonds", shall be dated their date of issuance, and shall have such series designation or such other dated date as shall be determined by the Mayor pursuant to the terms hereof. The Bonds shall bear interest at a rate or rates not to exceed five percent (5.00%) per annum, payable (subject to the adjustments permitted hereunder) semi-annually on June 1 and December 1 in each year, commencing June 1, 2016. The Bonds shall be issued initially in \$5,000 denominations or integral multiples thereof, as shall be requested by the original purchaser thereof. Subject to the adjustments permitted pursuant to the terms hereof, the Bonds shall mature serially or be subject to mandatory redemption and shall be payable on June 1 of each year, subject to prior optional redemption as hereinafter provided, in substantially the manner presented to the State Director in requesting the State Report in the years 2016 through 2035, inclusive; provided, however, such amortization may be adjusted in accordance with the terms hereof.

(b) Subject to the adjustments permitted under Section 8 hereof, the Bonds maturing June 1, 2022 and thereafter shall be subject to redemption prior to maturity at the option of the Municipality on June 1, 2021 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

If, after adjustment, the Bonds are subject to optional redemption and less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be selected by the Governing Body in its discretion. If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

(c) Pursuant to the terms hereof, the Mayor is authorized to sell the Bonds, or any maturities thereof, as term bonds ("Term Bonds") with mandatory redemption requirements corresponding to the maturities set forth herein or as determined by the Mayor. In the event any or all the Bonds are sold as Term Bonds, the Municipality shall redeem Term Bonds on redemption dates corresponding to the maturity

dates set forth herein, in aggregate principal amounts equal to the maturity amounts established pursuant to the terms hereof for each redemption date, as such maturity amounts may be adjusted pursuant to the terms hereof, at a price of par plus accrued interest thereon to the date of redemption. The Term Bonds to be redeemed within a single maturity shall be selected as follows:

If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such mandatory redemption date, the Municipality may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and cancelled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the Municipality on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The Municipality shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

Notice of any call for redemption shall be given by the Registration Agent on behalf of the Municipality not less than twenty (20) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the Municipality nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the Municipality pursuant to written instructions from an authorized representative of the Municipality (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date

(unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the Municipality to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository, if applicable, or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

(d) The Governing Body hereby authorizes and directs the Mayor to appoint the Registration Agent for the Bonds and hereby authorizes the Registration Agent so appointed or the Registration Agent for the Bonds to maintain Bond registration records with respect to the Bonds, to authenticate and deliver the Bonds as provided herein, either at original issuance or upon transfer, to effect transfers of the Bonds, to give all notices of redemption as required herein, to make all payments of principal and interest with respect to the Bonds as provided herein, to cancel and destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer, to furnish the Municipality at least annually a certificate of destruction with respect to Bonds cancelled and destroyed, and to furnish the Municipality at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds. The Mayor is hereby authorized to execute and the City Clerk is hereby authorized to attest such written agreement between the Municipality and the Registration Agent as they shall deem necessary and proper with respect to the obligations, duties and rights of the Registration Agent. The payment of all reasonable fees and expenses of the Registration Agent for the discharge of its duties and obligations hereunder or under any such agreement is hereby authorized and directed.

(e) The Bonds shall be payable, both principal and interest, in lawful money of the United States of America at the main office of the Registration Agent. The Registration Agent shall make all interest payments with respect to the Bonds by check or draft on each interest payment date directly to the registered owners as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by depositing said payment in the United States mail, postage prepaid, addressed to such owners at their addresses shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the Municipality in respect of such Bonds to the extent of the payments so made. Payment of principal of and premium, if any, on the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable. All rates of interest specified herein shall be computed on the basis of a three hundred sixty (360) day year composed of twelve (12) months of thirty (30) days each. In the event the Bonds are no longer registered in the name of DTC, or a successor Depository, if requested by the Owner of at least \$1,000,000 in aggregate principal amount of the Bonds, payment of interest on such Bonds shall be paid by wire transfer to a bank within the continental United States or deposited to a designated account if such account is maintained with the Registration Agent and written notice of any such election and designated account is given to the Registration Agent prior to the record date.

(f) Any interest on any Bond that is payable but is not punctually paid or duly provided for on any interest payment date (hereinafter "Defaulted Interest") shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such Defaulted Interest shall be paid by the Municipality to the persons in whose names the Bonds are registered at the close of business on a date (the "Special Record Date") for the payment of such Defaulted Interest, which shall be fixed in the following manner: the Municipality shall notify the Registration Agent in writing of the amount of Defaulted Interest proposed to be paid on each Bond and the date of the proposed payment, and at the same time the Municipality shall deposit with the Registration Agent an amount of money equal to the aggregate

amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Registration Agent for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the persons entitled to such Defaulted Interest as in this Section provided. Thereupon, not less than ten (10) days after the receipt by the Registration Agent of the notice of the proposed payment, the Registration Agent shall fix a Special Record Date for the payment of such Defaulted Interest which date shall be not more than fifteen (15) nor less than ten (10) days prior to the date of the proposed payment to the registered Owners. The Registration Agent shall promptly notify the Municipality of such Special Record Date and, in the name and at the expense of the Municipality, not less than ten (10) days prior to such Special Record Date, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first-class postage prepaid, to each registered owner at the address thereof as it appears in the Bond registration records maintained by the Registration Agent as of the date of such notice. Nothing contained in this Section or in the Bonds shall impair any statutory or other rights in law or in equity of any registered owner arising as a result of the failure of the Municipality to punctually pay or duly provide for the payment of principal of, premium, if any, and interest on the Bonds when due.

(g) The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in \$5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the publication of notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the Municipality to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the Municipality nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

(h) The Bonds shall be executed in such manner as may be prescribed by applicable law, in the name, and on behalf, of the Municipality with the signature of the Mayor and the attestation of the City Clerk.

(i) Except as otherwise provided in this resolution, the Bonds shall be registered in the name of Cede & Co., as nominee of DTC, which will act as securities depository for the Bonds. References in this Section to a Bond or the Bonds shall be construed to mean the Bond or the Bonds that are held under the Book-Entry System. One Bond for each maturity shall be issued to DTC and immobilized in its custody or a custodian of DTC. The Bond Registrar is a custodian and agent for DTC, and the Bond will be immobilized in its custody. A Book-Entry System shall be employed, evidencing ownership of the Bonds in authorized denominations, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants pursuant to rules and procedures established by DTC.

Each DTC Participant shall be credited in the records of DTC with the amount of such DTC Participant's interest in the Bonds. Beneficial ownership interests in the Bonds may be purchased by or through DTC Participants. The holders of these beneficial ownership interests are hereinafter referred to as the "Beneficial Owners." The Beneficial Owners shall not receive the Bonds representing their beneficial ownership interests. The ownership interests of each Beneficial Owner shall be recorded through the records of the DTC Participant from which such Beneficial Owner purchased its Bonds. Transfers of ownership interests in the Bonds shall be accomplished by book entries made by DTC and, in turn, by DTC Participants acting on behalf of Beneficial Owners. SO LONG AS CEDE & CO., AS NOMINEE FOR DTC, IS THE REGISTERED OWNER OF THE BONDS, THE REGISTRATION AGENT SHALL TREAT CEDE & CO. AS THE ONLY HOLDER OF THE BONDS FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS, RECEIPT OF NOTICES, VOTING AND REQUESTING OR DIRECTING THE REGISTRATION AGENT TO TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THIS RESOLUTION.

Payments of principal, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid by the Registration Agent directly to DTC or its nominee, Cede & Co., as provided in the Letter of Representation relating to the Bonds from the Municipality and the Registration Agent to DTC (the "Letter of Representation"). DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners. The Municipality and the Registration Agent shall not be responsible or liable for payment by DTC or DTC Participants for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants.

In the event that (1) DTC determines not to continue to act as securities depository for the Bonds, or (2) to the extent permitted by the rules of DTC, the Municipality determines that the continuation of the Book-Entry System of evidence and transfer of ownership of the Bonds would adversely affect their interests or the interests of the Beneficial Owners of the Bonds, then the Municipality shall discontinue the Book-Entry System with DTC or, upon request of such original purchaser, deliver the Bonds to the original purchaser in the form of fully-registered Bonds, as the case may be. If the Municipality fails to identify another qualified securities depository to replace DTC, the Municipality shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully-registered Bonds to each Beneficial Owner. If the purchaser(s) certifies that it intends to hold the Bonds for its own account, then the Municipality may issue certificated Bonds without the utilization of DTC and the Book-Entry System.

THE MUNICIPALITY AND THE REGISTRATION AGENT SHALL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO ANY PARTICIPANT OR ANY BENEFICIAL OWNER WITH RESPECT TO (i) THE BONDS; (ii) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DTC PARTICIPANT; (iii) THE PAYMENT BY DTC OR ANY DTC PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE BONDS; (iv) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC OR ANY DTC PARTICIPANT OF ANY NOTICE DUE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED UNDER THE TERMS OF THIS RESOLUTION TO BE GIVEN TO BENEFICIAL OWNERS; (v) THE SELECTION OF BENEFICIAL OWNERS TO RECEIVE PAYMENTS IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (vi) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC OR ITS NOMINEE, CEDE & CO., AS OWNER.

(j) The Registration Agent is hereby authorized to take such action as may be necessary from time to time to qualify and maintain the Bonds for deposit with DTC, including but not limited to, wire transfers of interest and principal payments with respect to the Bonds, utilization of electronic book entry

data received from DTC in place of actual delivery of Bonds and provision of notices with respect to Bonds registered by DTC (or any of its designees identified to the Registration Agent) by overnight delivery, courier service, telegram, telecopy or other similar means of communication. No such arrangements with DTC may adversely affect the interest of any of the owners of the Bonds; provided, however, that the Registration Agent shall not be liable with respect to any such arrangements it may make pursuant to this Section.

(k) The Registration Agent is hereby authorized to authenticate and deliver the Bonds to the original purchaser, upon receipt by the Municipality of the proceeds of the sale thereof and to authenticate and deliver Bonds in exchange for Bonds of the same principal amount delivered for transfer upon receipt of the Bond(s) to be transferred in proper form with proper documentation as hereinabove described. The Bonds shall not be valid for any purpose unless authenticated by the Registration Agent by the manual signature of an officer thereof on the certificate set forth herein on the Bond form.

(l) In case any Bond shall become mutilated, or be lost, stolen, or destroyed, the Municipality, in its discretion, shall issue, and the Registration Agent, upon written direction from the Municipality, shall authenticate and deliver, a new Bond of like tenor, amount, maturity and date, in exchange and substitution for, and upon the cancellation of, the mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond, or if any such Bond shall have matured or shall be able to mature, instead of issuing a substituted Bond the Municipality may pay or authorize payment of such Bond without surrender thereof. In every case, the applicant shall furnish evidence satisfactory to the Municipality and the Registration Agent of the destruction, theft or loss of such Bond, and indemnify satisfactory to the Municipality and the Registration Agent; and the Municipality may charge the applicant for the issue of such new Bond an amount sufficient to reimburse the Municipality for the expense incurred by it in the issue thereof.

Section 5. Source of Payment. The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the Municipality. For the prompt payment of the principal of, premium, if any, and interest on the Bonds, the full faith and credit of the Municipality are hereby irrevocably pledged. The Bonds shall also be payable from and secured by the Municipality's share of revenues derived from the sales and use tax levied and collected within the Municipality pursuant to Sections 67-6-701, et seq., Tennessee Code Annotated (the "Sales Tax"), subject to any prior lien with respect to such Sales Tax in favor of the holders of other outstanding obligations of the Municipality.

Section 6. Form of Bonds. The Bonds shall be in substantially the following form, the omissions to be appropriate completed when the Bonds are prepared and delivered:

(Form of Bond)

REGISTERED
Number _____

REGISTERED
\$ _____

UNITED STATES OF AMERICA
STATE OF TENNESSEE
COUNTY OF ANDERSON
CITY OF OAK RIDGE, TENNESSEE
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2015[]

Interest Rate: Maturity Date: Date of Bond: CUSIP No.:

Registered Owner:

Principal Amount:

FOR VALUE RECEIVED, the City of Oak Ridge, Tennessee (the "Municipality") hereby promises to pay to the registered owner hereof, hereinabove named, or registered assigns, in the manner hereinafter provided, the principal amount hereinabove set forth on the maturity date hereinabove set forth (or upon earlier redemption as set forth herein), and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on said principal amount at the annual rate interest hereinabove set forth from the date hereof until said maturity date or redemption date, said interest being payable on June 1, 2016, and semi-annually thereafter on the first day of June and December in each year until this Bond matures or is redeemed. The principal hereof and interest hereon are payable in lawful money of the United States of America by check or draft at the principal corporate trust office of _____, _____, _____, as registration and agent and paying agent (the "Registration Agent"). The Registration Agent shall make all interest payments with respect to this Bond on each interest payment date directly to the registered owner hereof shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by check or draft mailed to such owner at such owner's address shown on said Bond registration records, without, except for final payment, the presentation or surrender of this Bond, and all such payments shall discharge the obligations of the Municipality to the extent of the payments so made. Any such interest not so punctually paid or duly provided for on any interest payment date shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such defaulted interest shall be payable to the person in whose name this Bond is registered at the close of business on the date (the "Special Record Date") for payment of such defaulted interest to be fixed by the Registration Agent, notice of which shall be given to the owners of the Bonds of the issue of which this Bond is one not less than ten (10) days prior to such Special Record Date. Payment of principal of [and premium, if any, on] this Bond shall be made when due upon presentation and surrender of this Bond to the Registration Agent.

Except as otherwise provided herein or in the Resolution, as hereinafter defined, this Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds of the series of which this Bond is one. One Bond for each maturity shall be issued to DTC and immobilized in its custody or a custodian of DTC. The Bond Registrar is a custodian and agent for DTC, and the Bond will be immobilized in its custody. A book-entry system shall be employed, evidencing ownership of the Bonds in \$5,000 denominations, or multiples thereof, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants, as defined in the Resolution, pursuant to rules and procedures established by DTC. So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the Municipality and the Registration Agent shall treat Cede & Co. as the only owner of the Bonds for all purposes under the Resolution, including receipt of all principal and maturity amounts of, premium, if any, and interest on the Bonds, receipt of notices, voting and requesting or taking or not taking, or consenting to, certain actions hereunder. Payments of principal, maturity amounts, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid directly to DTC or its nominee, Cede & Co. DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners, as defined in the Resolution. Neither the Municipality nor the Registration Agent shall be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants. In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) to the extent permitted by the rules of DTC, the Municipality determines that the continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect its interests or the interests of the Beneficial Owners of the Bonds, the Municipality may discontinue the book-entry system with DTC. If the Municipality fails to identify another qualified securities depository to replace DTC, the Municipality shall cause the Registration Agent to authenticate and deliver replacement

Bonds in the form of fully-registered Bonds to each Beneficial Owner. Neither the Municipality nor the Registration Agent shall have any responsibility or obligations to DTC Participant or any Beneficial Owner with respect to (i) the Bonds; (ii) the accuracy or any records maintained by DTC or any DTC Participant; (iii) the payment by DTC or any DTC Participant of any amount due to any Beneficial Owner in respect of the principal or maturity amounts of and interest on the Bonds; (iv) the delivery or timeliness of delivery by DTC or any DTC Participant of any notice due to any Beneficial Owner that is required or permitted under the terms of the Resolution to be given to Beneficial Owners; (v) the selection of Beneficial Owners to receive payments in the event of any partial redemption of the Bonds; or (vi) any consent given or other action taken by DTC, or its nominee, Cede & Co., as owner.

Bonds of this issue of which this Bond is one maturing on or after June 1, 2022 shall be subject to redemption prior to maturity at the option of the Municipality on June 1, 2021 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be designated by the City Council of the Municipality, in its discretion. If less than all the principal amount of the Bonds of a maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the amount of the interest of each DTC Participant in the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

[Subject to the credit hereinafter provided, the Municipality shall redeem Bonds maturing _____ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

<u>Final Maturity</u>	<u>Redemption Date</u>	<u>Principal Amount of Bonds Redeemed</u>
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*Final Maturity

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such redemption date, the Municipality may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and cancelled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the Municipality on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The Municipality shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.]

Notice of any call for redemption shall be given by the Registration Agent not less than twenty (20) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for the redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the Municipality nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant will not affect the validity of such redemption. From and after any redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and it notice has been duly provided as set forth in the Resolution, as hereafter defined. In the case of a Conditional Redemption, the failure of the Municipality to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the [Depository or the] affected Bondholders that the redemption did not occur and that the Bond called for redemption and not so paid remain outstanding.

This Bond is transferable by the registered owner hereof in person or by such owner's attorney duly authorized in writing at the principal corporate trust office of the Registration Agent set forth on the front side hereof, but only in the manner, subject to limitations and upon payment of the charges provided in the Resolution, as hereafter defined, and upon surrender and cancellation of this Bond. Upon such transfer, a new Bond or Bonds of authorized denominations of the same maturity and interest rate for the same aggregate principal amount will be issued to the transferee in exchange therefor. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the Municipality nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bond shall be overdue. Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in authorized denomination or denominations, upon the terms set forth in the Resolution. The Registration Agent shall not be required to transfer or exchange any Bond during

the period commencing on a Regular Record Date or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor during a period following the receipt of instructions from the Municipality to call such Bond for redemption.

This Bond is one of a total authorized issue aggregating \$_____ and issued by the Municipality to refinance the Municipality's outstanding indebtedness under a Loan Agreement (Series B-9-A) dated as of February 25, 2005, entered into between The Public Building Authority of Blount County, Tennessee (the "Authority") and the Municipality, and a Loan Agreement (Series B-11-A) dated as of December 21, 2006, entered into between the Authority and the Municipality, and the issuance costs of the Bonds, pursuant to 9-21-101, et seq., Tennessee Code Annotated, as amended, and pursuant to a resolution adopted by the City Council of the Municipality on November 16, 2015 (the "Resolution").]

The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the Municipality. For the prompt payment of the principal of, premium, if any, and interest on the Bonds, the full faith and credit of the Municipality are hereby irrevocably pledged. The Bonds shall also be payable from and secured by the Municipality's share of revenues derived from the sales and use tax levied and collected within the Municipality pursuant to Sections 67-6-701, et seq., Tennessee Code Annotated (the "Sales Tax"), subject to any prior lien with respect to such Sales Tax in favor of the holders of other outstanding obligations of the Municipality.

This Bond and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) inheritance, transfer and estate taxes, (b) Tennessee excise taxes on interest on the Bond during the period the Bond is held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (c) Tennessee franchise taxes by reason of the inclusion of the book value of the Bond in Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

It is hereby certified, recited, and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Bond exist, happen and be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Bond, together with all other indebtedness of the Municipality, does not exceed any limitation prescribed by the constitution and statutes of the State of Tennessee.

IN WITNESS WHEREOF, the Municipality has caused this Bond to be signed by its Mayor and attested by its City Clerk as of the date hereinabove set forth.

CITY OF OAK RIDGE, TENNESSEE

By: _____
Mayor

ATTESTED:

City Clerk

Transferable and payable at the principal corporate trust office of: _____
_____, _____

Date of Registration: _____

This Bond is one of the issue of Bonds issued pursuant to the Resolution hereinabove described.

Registration Agent

By: _____
Authorized Officer

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto _____, whose address is _____ (Please insert Federal Identification or Social Security Number of Assignee _____), the within Bond of City of Oak Ridge, Tennessee, and does hereby irrevocably constitute and appoint _____, attorney, to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature guaranteed:

NOTICE: Signature(s) must be guaranteed by a member firm of a Medallion Program acceptable to the Registration Agent

Section 7. Levy of Tax. The Municipality, through its Governing Body, shall annually levy and collect a tax upon all taxable property within the Municipality, in addition to all other taxes authorized by law, sufficient to pay principal of, premium, if any, and interest on the Bonds when due, and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay principal and interest coming due on the Bonds in said year. Principal and interest falling due at any time when there are insufficient funds from this tax levy on hand shall be paid from the current funds of the Municipality and reimbursement therefor shall be made out of the taxes hereby provided to the levied when the same shall have been collected. The tax herein provided may be reduced to the extent of any direct

appropriations from other funds, taxes and revenues of the Municipality, including the Sales Tax, to the payment of debt service on the Bonds.

Section 8. Sale of Bonds.

(a) The Bonds shall be offered for competitive public sale in one or more series, at a price of not less than 98% of par, plus accrued interest, as a whole or in part from time to time as shall be determined by the Mayor, in consultation with the Financial Advisor. The Bonds, or any series thereof, shall be sold by delivery of bids via physical delivery, mail, fax, or telephone or by electronic bidding means of an Internet bidding service as shall be determined by the Mayor, in consultation with the Financial Advisor.

(b) If the Bonds are sold in more than one series, the Mayor is authorized to cause to be sold in each series an aggregate principal amount of Bonds less than the total principal amount authorized hereby, so long as the total aggregate principal amount of all series issued does not exceed the total aggregate of Bonds authorized to be issued herein.

(c) The Mayor is further authorized with respect to each series of Bonds to:

(1) change the dated date of the Bonds, or any series thereof; to a date other than the date of issuance of the Bonds;

(2) change the designation of the Bonds, or any series thereof, to a designation other than "General Obligation Refunding Bonds" and to specify the series designation of the Bonds, or any series thereof;

(3) change the first interest payment date on the Bonds, or any series thereof, to a date other than June 1, 2016, provided that such date is not later than twelve months from the dated date of such series of Bonds;

(4) adjust the principal and interest payment dates and the maturity amounts of the Bonds, or any series thereof, provided that (A) the total principal amount of all series of the Bonds does not exceed the total amount of Bonds authorized herein; (B) the final maturity date of each series shall not be later than calendar year 2035; (C) the debt service schedule for the Bonds shall not be materially different than what was presented to the State Director in connection with the Refunding Report; and (D) the debt service schedule shall not result in balloon indebtedness, the issuance of which would require the approval of the State Director.

(5) adjust or remove the Municipality's optional redemption provisions of the Bonds, provided that the premium amount to be paid on Bonds or any series thereof does not exceed two percent (2%) of the principal amount thereof;

(6) refund less than all of the Outstanding Indebtedness;

(7) sell the Bonds, or any series thereof, or any maturities thereof as Term Bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as otherwise determined by the Mayor, as he shall deem most advantageous to the Municipality; and

(8) cause all or a portion of the Bonds to be insured by a bond insurance policy issued by a nationally recognized bond insurance company if such insurance is requested and paid for by the winning bidder of the Bonds, or any series thereof.

The form of the Bond set forth in Section 6 hereof shall be conformed to reflect any changes made pursuant to this Section 8 hereof.

(d) The Mayor is authorized to sell the Bonds, or any series thereof, simultaneously with any other bonds or notes authorized by resolution or resolutions of the Governing Body. The Mayor is further authorized to sell the Bonds, or any series thereof, as a single issue of bonds with any other bonds with substantially similar terms authorized by resolution or resolutions of the Governing Body, in one or more series as the Mayor shall deem to be advantageous to the Municipality and in doing so, the Mayor is authorized to change the designation of the Bonds to a designation other than "General Obligation Refunding Bonds"; provided, however, that the total aggregate principal amount of combined bonds to be sold does not exceed the total aggregate principal amount of Bonds authorized by this resolution or bonds authorized by any other resolution or resolutions adopted by the Governing Body.

(e) The Mayor is authorized to award the Bonds, or any series thereof, in each case to the bidder whose bid results in the lowest true interest cost to the Municipality, provided the rate or rates on the Bonds does not exceed the maximum rate prescribed by Section 4 hereof. The award of the Bonds by the Mayor to the lowest bidder shall be binding on the Municipality, and no further action of the Governing Body with respect thereto shall be required.

(f) The Mayor and City Clerk are authorized to cause the Bonds, in book-entry form (except as otherwise permitted herein), to be authenticated and delivered by the Registration Agent to the successful bidder and to execute, publish, and deliver all certificates and documents, including an official statement and closing certificates, as they shall deem necessary in connection with the sale and delivery of the Bonds. The Mayor is hereby authorized to enter into a contract with the Financial Advisor, for financial advisory services in connection with the sale of the Bonds and to enter into an engagement letter with Bass, Berry & Sims PLC to serve as bond counsel in connection with the Bonds, and all actions heretofore taken by the officers of the Municipality in that regard are hereby ratified and approved.

Section 9. Disposition of Bond Proceeds. The proceeds of the sale of the Bonds shall be disbursed as follows:

(a) An amount sufficient, together with such other Municipality funds as may be identified by the Mayor and, if applicable, investment earnings on the foregoing, to refund the Outstanding Indebtedness shall be applied to the refunding thereof by depositing such funds with the Escrow Agent and/or paying such funds directly to the holders (or paying agents or trustees for the holders) of the Refunded Bonds.

(b) The remainder of the proceeds of the sale of the Bonds shall be used to pay costs of issuance of the Bonds, including necessary legal, accounting and fiscal expenses, printing, engraving, advertising and similar expenses, administrative and clerical costs, Registration Agent fees, bond insurance premiums, if any, and other necessary miscellaneous expenses incurred in connection with the issuance and sale of the Bonds. Notwithstanding the foregoing, costs of issuance of the Bonds may be withheld from the good faith deposit or purchase price of the Bonds and paid to the Financial Advisor to be used to pay costs of issuance of the Bonds.

Section 10. Official Statement. The officers of the Municipality, or any of them, are hereby authorized and directed to provide for the preparation and distribution of a Preliminary Official Statement describing the Bonds. After bids have been received and the Bonds have been awarded, the officers of the Municipality, or any of them, shall make such completions, omissions, insertions and changes in the Preliminary Official Statement not inconsistent with this resolution as are necessary or desirable to complete it as a final Official Statement for purposes of Rule 15c2-12(e)(3) of the Securities and Exchange Commission. The officers of the Municipality, or any of them, shall arrange for the delivery to the

successful bidder on the Bonds of a reasonable number of copies of the Official Statement within seven business days after the Bonds have been awarded for delivery, by the successful bidder on the Bonds, to each potential investor requesting a copy of the Official Statement and to each person to whom such bidder and members of his bidding group initially sell the Bonds.

The officers of the Municipality, or any of them, are authorized, on behalf of the Municipality, to deem the Preliminary Official Statement and the Official Statement in final form, each to be final as of its date within the meaning of Rule 15c2-12(b)(1), except for the omission in the Preliminary Official Statement of certain pricing and other information allowed to be omitted pursuant to such Rule 15c2-12(b)(1). The distribution of the Preliminary Official Statement and the Official Statement in final form shall be conclusive evidence that each has been deemed in final form as of its date by the Municipality except for the omission in the Preliminary Official Statement of such pricing and other information.

Notwithstanding the foregoing, no Official Statement is required to be prepared if the Bonds, or any series thereof, are purchased by a purchaser that certifies that such purchaser intends to hold the Bonds, or any series thereof, for its own account and has no present intention to reoffer the Bonds, or any series thereof.

Section 11. Refunding Escrow Agreement. With respect to each emission of Bonds, for the purpose of providing for the payment of the principal of and premium, if any, and interest on all or a portion of the Outstanding Indebtedness, the Mayor is hereby authorized and directed to execute and the City Clerk to attest on behalf of the Municipality the Refunding Escrow Agreement with the Escrow Agent and to deposit with the Escrow Agent the amounts to be used by the Escrow Agent to purchase Government Securities as provided therein; provided, however, that the yield on such investments shall be determined in such manner that none of the Bonds will be an "arbitrage bond" within the meaning of Section 148(a) of the Code. The form of the Refunding Escrow Agreement presented to this meeting and attached hereto as Exhibit B is hereby in all respects approved and the Mayor and the City Clerk are hereby authorized and directed to execute and deliver same on behalf of the Municipality in substantially the form thereof presented to this meeting, or with such changes as may be approved by the Mayor and the City Clerk, their execution thereof to constitute conclusive evidence of their approval of all such changes, including modifications to the Refunding Escrow Agreement. The Escrow Agent is hereby authorized and directed to hold and administer all funds deposited in trust for the payment when due of principal of and premium, if any, and interest on the Outstanding Indebtedness and to exercise such duties as set forth in the Refunding Escrow Agreement.

Section 12. Discharge and Satisfaction of Bonds. If the Municipality shall pay and discharge the indebtedness evidenced by any series of the Bonds in any one or more of the following ways:

(a) By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

(b) By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers (an "Agent"; which agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Defeasance Obligations, as hereafter defined, the principal of and interest on which, when due and payable, will provide sufficient moneys to pay or redeem such Bonds and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice); or

(c) By delivering such Bonds to the Registration Agent for cancellation by it;

and if the Municipality shall also pay or cause to be paid all other sums payable hereunder by the Municipality with respect to such Bonds, or make adequate provision therefor, and by resolution of the Governing Body instruct any such Escrow Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on such Bonds when due, then and in that case the indebtedness evidenced by such Bonds shall be discharged and satisfied and all covenants, agreements and obligations of the Municipality to the holders of such Bonds shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

If the Municipality shall pay and discharge the indebtedness evidenced by any of the Bonds in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Defeasance Obligations deposited as aforesaid.

Except as otherwise provided in this Section, neither Defeasance Obligations nor moneys deposited with the Registration Agent pursuant to this Section nor principal or interest payments on any such Defeasance Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and interest on said Bonds; provided that any cash received from such principal or interest payments on such Defeasance Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the Municipality as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Defeasance Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on said Bonds on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the Municipality, as received by the Registration Agent. For the purposes of this Section, Defeasance Obligations shall direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, or any agency thereof, obligations of any agency or instrumentality of the United States or any other obligations at the time of the purchase thereof are permitted investments under Tennessee law for the purposes described in this Section, which bonds or other obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

Section 13. Federal Tax Matters Related to the Bonds.

(a) The Bonds will be issued as federally tax-exempt bonds. The Municipality hereby covenants that it will not use, or permit the use of, any proceeds of the Bonds in a manner that would cause the Bonds to be subjected to treatment under Section 148 of the Code, and applicable regulations thereunder, as an "arbitrage bond." To that end, the Municipality shall comply with applicable regulations adopted under said Section 148. The Municipality further covenants with the registered owners from time to time of the Bonds that it will, throughout the term of the Bonds and through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code, comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on the Bonds shall be and continue to be excluded from gross income for federal income tax purposes under Section 103 of the Code.

(b) The Governing Body hereby delegates to the Mayor the authority to designate, and determine whether to designate, any series of the Bonds as "qualified tax-exempt obligations," as defined in Section 265 of the Code, to the extent the Bonds are not deemed designated as such and may be designated as such.

(c) The appropriate officers of the Municipality are authorized and directed, on behalf of the Municipality, to execute and deliver all such certificates and documents that may be required of the Municipality in order to comply with the provisions of this Section related to the issuance of the Bonds.

Section 14. Refinancing of Outstanding Indebtedness. The Mayor and/or City Clerk are authorized to take such actions as are required to refinance the Outstanding Indebtedness, including giving notice of the prepayment of such Outstanding Indebtedness.

Section 15. Continuing Disclosure. The Municipality hereby covenants and agrees that it will provide annual financial information and material event notices if and as required by Rule 15c2-12 of the Securities Exchange Commission for the Bonds. The Mayor is authorized to execute at the Closing of the sale of the Bonds an agreement for the benefit of and enforceable by the owners of the Bonds specifying the details of the financial information and material event notices to be provided and its obligations relating thereto. Failure of the Municipality to comply with the undertaking herein described and to be detailed in said closing agreement shall not be a default hereunder, but any such failure shall entitle the owner or owners of any of the Bonds to take such actions and to initiate such proceedings as shall be necessary and appropriate to cause the Municipality to comply with their undertaking as set forth herein and in said agreement, including the remedies of mandamus and specific performance.

Section 16. Resolution a Contract. The provisions of this resolution shall constitute a contract between the Municipality and the registered owners of the Bonds, and after the issuance of the Bonds, no change, variation or alteration of any kind in the provisions of this resolution shall be made in any manner until such time as the Bonds and interest due thereon shall have been paid in full.

Section 17. Separability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Section 18. Repeal of Conflicting Resolutions and Effective Date. All other resolutions and orders, or parts thereof in conflict with the provisions of this resolution, are, to the extent of such conflict, hereby repealed and this resolution shall be in immediate effect from and after its adoption.

Duly adopted and approved on November 16, 2015.

APPROVED AS TO FORM AND LEGALITY:

City Attorney

Mayor

City Clerk

EXHIBIT A

REFUNDING REPORT FROM STATE DIRECTOR



**STATE OF TENNESSEE
COMPTROLLER OF THE TREASURY
OFFICE OF STATE AND LOCAL FINANCE
JAMES K. POLK STATE OFFICE BUILDING
505 DEADERICK STREET, SUITE 1600
NASHVILLE, TENNESSEE 37243-1402
PHONE (615) 401-7872
FAX (615) 741-5986**

October 29, 2015

Honorable Mayor and City Council
Mr. Mark S. Watson, City Manager
City of Oak Ridge
P.O. Box 1
Oak Ridge, TN 37830

Dear Mayor Gooch, Mr. Watson, and Councilmembers:

Please provide a copy of these reports to each member of the City Council at the public meeting during which these reports are reviewed and the proposed refunding bond resolution is presented. Additionally, this letter, the reports, and the plan of refunding (the "Plan"), are to be posted on the City of Oak Ridge's (the "City's") website, if the City has a website.

This letter acknowledges receipt on October 19, 2015, of the City's request to review the Plan for the issuance of a maximum of \$20,000,000 of general obligation refunding bonds.

Pursuant to the provisions of Tennessee Code Annotated Title 9 Chapter 21, a plan must be submitted to our Office for review. The information presented in the Plan includes the assertions of the City and may not reflect either current market conditions or market conditions at the time of sale.

CITY'S PROPOSED REFUNDING OBJECTIVE

The City indicated the purpose of the refunding is for debt service savings.

PLAN OF REFUNDING

The City plans to issue two series of refunding bonds:

- The \$9,820,000 General Obligation Refunding Bonds, Series 2015A, (the "Series 2015A Refunding Bonds"), that current refunds an estimated \$9,650,000 of the Loan Agreement associated with the Public Building Authority of Blount County (the "PBA") Local Government Public Improvement Bonds, Series B-9-A (the "Series B-9-A PBA Loan Agreement").
- The \$9,615,000 General Obligation Refunding Bonds, Series 2015B, (the "Series 2015B Refunding Bonds"), that current refunds an estimated \$4,000,000 of the Loan Agreement associated with the Public Building Authority of Blount County Local Government Public Improvement Bonds, Series B-9-A (the "Series B-9-A PBA Loan Agreement") and that advance refunds \$5,325,000 Loan Agreement associated with the Public Building Authority of Blount County Local Government Public Improvement Bonds,

Series B-11-A (the "Series B-11-A PBA Loan Agreement"). The Series B-9-A PBA Loan Agreement and Series B-11-A PBA Loan Agreement are the "Refunded Loan Agreements" for the Series 2015B Refunding Bonds. Total refunded principal is \$9,325,000.

Enclosed with this letter is a review for each proposed series of bonds. The City intends to issue each series as bank-qualified for federal tax purposes.

BALLOON INDEBTEDNESS

The structure of the Series 2015A Refunding Bonds and the Series 2015B Refunding Bonds (the "Refunding bonds") presented in the Plan does not appear to be balloon indebtedness. If the Refunding Bonds' structure is revised, the City should determine if the new structure complies with the requirements of T.C.A. § 9-21-134 concerning balloon indebtedness. If it is determined that the bond structure constitutes balloon indebtedness, the City must submit a Plan of Balloon Indebtedness to the Director of the Office of State and Local Finance for approval prior to the City adopting the resolution authorizing the issuance of the debt.

FINANCIAL PROFESSIONALS

The City has reported Cumberland Securities Company, Inc. as its financial advisor. Financial advisors have a fiduciary responsibility to the City. Underwriters have no fiduciary responsibility to the City. They represent the interests of their firm and are not required to act in the City's best interest without regard to their own or other interests. The Plan was prepared by the City with the assistance of its financial advisor.

COMPLIANCE WITH THE CITY'S DEBT MANAGEMENT POLICY

The City provided a copy of its debt management policy, and within forty-five (45) days of issuance of the debt approved in this letter, is required to submit a Report on Debt Obligation that indicates that this debt complies with its debt policy. If the City amends its policy, please submit the amended policy to this office.

REPORT OF THE REVIEW OF A PLAN OF REFUNDING

The enclosed report does not constitute approval or disapproval for the proposed plan or a determination that a refunding is advantageous or necessary nor that any of the outstanding obligations should be called for redemption on the first or any subsequent available redemption date or remain outstanding until their respective dates of maturity. This letter and the enclosed report do not address the compliance with federal tax regulations and are not to be relied upon for that purpose. The City should discuss these issues with a bond counsel.

This report is effective for a period of one hundred and twenty (120) days. If the refunding has not been completed during this time, a supplemental plan of refunding must be submitted to this Office. At that time we will issue a report thereon pursuant to the statutes. In lieu of submitting a supplemental plan, a statement may be submitted to our Office after the 120-day period has elapsed stating that the information contained in the current plan of refunding remains valid. Such statement must be submitted by either the Chief Executive Officer or the Chief Financial Officer of the local government. We will acknowledge receipt of such statement and will issue our letter confirming that this refunding report remains valid for an additional 120-day period. However, with regard to the report currently being issued by this Office, during the initial 120-day period or any subsequent 120-day period no refunding reports will be issued relating to the debt obligations indicated herein as being refunded unless the Chief Executive Officer or the Chief Financial Officer notifies our Office that the plan of refunding which has been submitted is no longer valid.

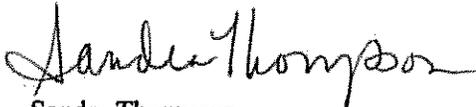
We recognize that the information provided in the plan submitted to our Office is based on preliminary analysis and estimates, and that actual results will be determined by market conditions at the time of sale of the debt obligations. However, if it is determined prior to the issuance of these obligations that the actual results will be significantly different from the information provided in the plan which has been submitted, and the local government determines to proceed with the issue, our Office should subsequently be notified by either the Chief Executive Officer or the Chief Financial Officer of the local government regarding these differences, and that the local government was aware of the differences and determined to proceed with the issuance of the debt obligations. Notification to our Office will be necessary only if there is an increase or decrease of greater than fifteen percent (15%) in any of the following: (1) the principal amount of the debt obligations issued; (2) the costs of issuance; (3) the cumulative savings or loss with regard to any refunding proposal. We consider this notification necessary to insure that this Office and officials of the local government are aware of any significant changes that occur with regard to the issuance of the proposed indebtedness.

REPORT ON DEBT OBLIGATION

We are enclosing the Report on Debt Obligation. The form must be completed for all debt issued. Pursuant to T.C.A. § 9-21-151, this form is to be completed and filed with the governing body of the City no later than forty-five days after the issuance of this debt, with a copy (including attachments, if any) filed with the Director of the Office of State and Local Finance by mail to the address on this letterhead or by email to stateandlocalfinance.publicdebtform@cot.tn.gov. No public entity may enter into additional debt if it has failed to file the Report on Debt Obligation. The form can be found at <http://www.comptroller.tn.gov/sl/pubdebt.asp>.

If you should have any questions or we may be of assistance, please feel free to call.

Sincerely,



Sandra Thompson
Director of the Office of State & Local Finance

Cc: Mr. Jim Arnette, Director of Local Government Audit, COT
Ms. Janice McGinnis, City of Oak Ridge
Mr. Chris Bessler, Cumberland Securities Company, Inc.
Mr. Mark Mamantov, Bass Berry & Sims

Enclosures: Report of the Director of the Office of State & Local Finance for the Series 2015A Refunding Bonds
Report of the Director of the Office of State & Local Finance for the Series 2015B Refunding Bonds
Report on Debt Obligation

**REPORT OF THE DIRECTOR OF THE OFFICE OF STATE AND LOCAL FINANCE
CONCERNING THE PROPOSED ISSUANCE
BY THE CITY OF OAK RIDGE, TENNESSEE OF
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2015A**

The City of Oak Ridge (the "City") submitted a plan of refunding (the "Plan"), as required by T.C.A. § 9-21-903 regarding the issuance of \$9,820,000 General Obligation Refunding Bonds, Series 2015A, (the "Series 2015A Refunding Bonds"), that current refunds an estimated \$9,650,000 of the Loan Agreement associated with the Public Building Authority of Blount County (the "PBA") Local Government Public Improvement Bonds, Series B-9-A (the "Series B-9-A PBA Loan Agreement").

The Plan was prepared with the assistance of the City's municipal advisor, Cumberland Securities Company, Inc. An evaluation of the preparation, support, and underlying assumptions of the Plan has not been performed by this Office. This letter and report provide no assurances of the reasonableness of the underlying assumptions. Present this report to the governing body prior to the adoption of a refunding bond resolution. The Refunding Bonds may be issued with a structure different to that of the Plan. The City provided a copy of its debt management policy.

BALLOON INDEBTEDNESS

The structure of the Series 2015A Refunding Bonds presented in the Plan does not appear to be balloon indebtedness. If the Refunding Bonds' structure is revised, the City should determine if the new structure complies with the requirements of T.C.A. § 9-21-134 concerning balloon indebtedness. If it is determined that the bond structure constitutes balloon indebtedness, the City must submit a Plan of Balloon Indebtedness to the Director of the Office of State and Local Finance for approval prior to the City adopting the resolution authorizing the issuance of the debt.

CITY'S PROPOSED REFUNDING OBJECTIVE

The City indicated the purpose of the refunding is for debt service savings.

REFUNDING ANALYSIS

- The results of the refunding are based on the assumption that \$9,820,000 Series 2015A Refunding Bonds will be sold by competitive sale and priced at par.
- The City intends to sell the Series 2015A Refunding Bonds as bank-qualified for federal tax purposes.
- The estimated net present value savings of the refunding is \$1,213,871 or 12.58% of the refunded principal amount of \$9,650,000.
- The refunding generates savings by reducing the average coupon of the Series B-9-A PBA Loan Agreement from 4.65% to an average coupon of 2.08% for the Series 2015A Refunding Bonds.
- The final maturity of the Series 2015A Bonds extends one year beyond the final maturity of, the Series B-9-A PBA Loan Agreement of June 1, 2024.
- Estimated cost of issuance of the Refunding Bonds is \$170,000 or \$17.31 per \$1,000 of the par amount. See Table 1 for individual costs of issuance.

Table 1
City of Oak Ridge
Costs of Issuance
General Obligation Public Improvement Refunding Bonds, Series 2015A

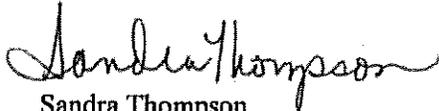
	Amount	Price per \$1,000 Bond
Underwriter (TBD)*	\$ 73,650.00	\$ 7.50
Municipal Advisor (Cumberland Securities, Inc.)	49,100.00	5.00
Bond Counsel (Bass Berry & Sims)	20,000.00	2.04
Rating Agency Fee	14,500.00	1.48
Other Costs	12,750.00	1.30
Total Cost of Issuance	\$ 170,000.00	\$ 17.31

* Subject to competitive bid

The City has identified Cumberland Securities Company, Inc. as its municipal advisor. Municipal advisors have a fiduciary responsibility to you, the issuer. Underwriters have no fiduciary responsibility to you. They represent the interests of their firm.

This report of the Office of State and Local Finance does not constitute approval or disapproval by the Office for the Plan or a determination that a refunding is advantageous or necessary nor that any of the refunded obligations should be called for redemption on the first or any subsequent available redemption date or remain outstanding until their respective dates of maturity. This report is based on information as presented in the Plan by the City. The assumptions included in the City's Plan may not reflect either current market conditions or market conditions at the time of sale.

If all of the Refunded Bonds are not refunded as a part of the Refunding Bonds, and the City wishes to refund them in a subsequent bond issue, then a new plan will have to be submitted to this Office for review.



Sandra Thompson
 Director of the Office of State and Local Finance
 Date: October 29, 2015

**REPORT OF THE DIRECTOR OF THE OFFICE OF STATE AND LOCAL FINANCE
CONCERNING THE PROPOSED ISSUANCE
BY THE CITY OF OAK RIDGE, TENNESSEE OF
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2015B**

The City of Oak Ridge (the "City") submitted a plan of refunding (the "Plan"), as required by T.C.A. § 9-21-903 regarding an issuance of a maximum of \$9,615,000 General Obligation Refunding Bonds, Series 2015B, (the "Series 2015B Refunding Bonds") to:

- current refund an estimated \$4,000,000 of the Loan Agreement associated with the Public Building Authority of Blount County Local Government Public Improvement Bonds, Series B-9-A (the "Series B-9-A PBA Loan Agreement") and
- advance refund \$5,325,000 Loan Agreement associated with the Public Building Authority of Blount County Local Government Public Improvement Bonds, Series B-11-A (the "Series B-11-A PBA Loan Agreement").

The Series B-9-A PBA Loan Agreement and Series B-11-A PBA Loan Agreement are the "Refunded Loan Agreements" for the Series 2015B Refunding Bonds. Total refunded principal is \$9,325,000.

The Plan was prepared with the assistance of the City's municipal advisor, Cumberland Securities Company, Inc. This Office has not performed an evaluation of the preparation, support, and underlying assumptions of the Plan. This letter and report provide no assurances of the reasonableness of the underlying assumptions. Present this report to the governing body prior to the adoption of a refunding bond resolution. The Refunding Bonds may be issued with a structure different to that of the Plan. The City provided a copy of its debt management policy.

BALLOON INDEBTEDNESS

The structure of the Series 2015B Refunding Bonds presented in the Plan does not appear to be balloon indebtedness. If the Refunding Bonds' structure is revised, the City should determine if the new structure complies with the requirements of T.C.A. § 9-21-134 concerning balloon indebtedness. If it is determined that the bond structure constitutes balloon indebtedness, the City must submit a Plan of Balloon Indebtedness to the Director of the Office of State and Local Finance for approval prior to the City adopting the resolution authorizing the issuance of the debt.

CITY'S PROPOSED REFUNDING OBJECTIVE

The City indicated the purpose of the refunding is for debt service savings.

REFUNDING ANALYSIS

- The results of the refunding are based on the assumption that \$9,615,000 Series 2015B Refunding Bonds will be sold by competitive sale and priced at par.
- The City intends to sell the Series 2015B Refunding Bonds as bank-qualified for federal tax purposes.
- The estimated net present value savings of the refunding is \$1,783,223 or 19.12% of the refunded principal amount of \$9,325,000.
- The refunding generates savings by reducing the average coupon of the Refunded Loan Agreements from 4.43% to an average coupon of 2.72% for the Series 2015B Refunding Bonds.
- The final maturity of the Series 2015B Bonds is June 1, 2032, and the final maturity of Refunded Loan Agreements is June 1, 2038. The weighted average maturity of the Refunded Loan Agreements is 16.44

years versus 8.92 years for the Series 2015B Refunding Bonds, which means that the Series 2015B Refunding Bonds are repaid at a faster rate than the Refunded Loan Agreements.

- Estimated cost of issuance of the Refunding Bonds is \$174,143 or \$18.11 per \$1,000 of the par amount. See Table 1 for individual costs of issuance.

Table 1
City of Oak Ridge
Costs of Issuance
General Obligation Public Improvement Refunding Bonds, Series 2015B

	Amount	Price per \$1,000 Bond
Underwriter (TBD)*	\$ 72,112.50	\$ 7.50
Municipal Advisor (Cumberland Securities, Inc.)	48,075.00	5.00
Bond Counsel (Bass Berry & Sims)	20,000.00	2.08
Rating Agency Fee	14,500.00	1.51
Other Costs	19,455.96	2.02
Total Cost of Issuance	\$ 174,143.46	\$ 18.11

* Subject to competitive bid

The City has identified Cumberland Securities Company, Inc. as its municipal advisor. Municipal advisors have a fiduciary responsibility to you, the issuer. Underwriters have no fiduciary responsibility to you. They represent the interests of their firm.

This report of the Office of State and Local Finance does not constitute approval or disapproval by the Office for the Plan or a determination that a refunding is advantageous or necessary nor that any of the refunded obligations should be called for redemption on the first or any subsequent available redemption date or remain outstanding until their respective dates of maturity. This report is based on information as presented in the Plan by the City. The assumptions included in the City's Plan may not reflect either current market conditions or market conditions at the time of sale.

If all of the Refunded Bonds are not refunded as a part of the Refunding Bonds, and the City wishes to refund them in a subsequent bond issue, then a new plan will have to be submitted to this Office for review.



Sandra Thompson
Director of the Office of State and Local Finance
Date: October 29, 2015

EXHIBIT B

FORM OF REFUNDING ESCROW AGREEMENT

**CITY OF OAK RIDGE, TENNESSEE
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2015B**

REFUNDING ESCROW AGREEMENT

This Refunding Escrow Agreement (this "Agreement") is made and entered into as of the _____ day of _____, 2015 by and between the City of Oak Ridge, Tennessee (the "Municipality"), and _____, _____, Tennessee (the "Agent").

WITNESSETH:

WHEREAS, the Municipality has previously authorized, issued and delivered its Loan Agreement (Series B-11-A), dated as of December 21, 2006 (the "Outstanding Loan"), funded by the issuance of Local Government Public Improvement Bonds, Series B-11-A (the "Outstanding Bonds") of The Public Building Authority of Blount County, Tennessee (the "Authority"); and

WHEREAS, the Municipality has determined to provide for payment of the debt service requirements of the Outstanding Loan by depositing in escrow with the Agent funds that, with the investment income therefrom, will be sufficient to pay the principal of and interest on the Outstanding Loan as set forth on Exhibit A hereto; and

WHEREAS, in order to obtain the funds needed to refund the Outstanding Loan and the corresponding the Outstanding Bonds, the Municipality has authorized and issued its General Obligation Refunding Bonds, Series 2015B, dated _____, 2015 (the "Refunding Bonds"); and

WHEREAS, a portion of the proceeds derived from the sale of the Refunding Bonds will be deposited in escrow with the Agent hereunder and applied to the purchase of certain securities described herein, the principal amount thereof together with interest thereon to mature at such times and in such amounts as shall be sufficient to pay when due all of the principal of and interest on the Outstanding Loan and the corresponding Outstanding Bonds as set forth on Exhibit A; and

WHEREAS, in order to create the escrow hereinabove described, provide for the deposit of said Refunding Bond proceeds and the application thereof, and to provide for the payment of the Outstanding Loan, the parties hereto do hereby enter into this Agreement;

NOW, THEREFORE, the Municipality, in consideration of the foregoing and the mutual covenants herein set forth and in order to secure the payment of the Outstanding Loan does by these presents hereby grant, warrant, demise, release, convey, assign, transfer, alien, pledge, set over and confirm, to the Agent, and to its successors hereunder, and to it and its assigns forever, in escrow, all and singular the property hereinafter described to wit:

DIVISION I

All right, title and interest of the Municipality in and to \$_____ derived from the proceeds of the sale of the Refunding Bonds.

DIVISION II

All right, title and interest of the Municipality in and to the Government Obligations purchased with the funds described in Division I hereof and to all income, earnings and increment derived from or accruing to the Government Obligations.

DIVISION III

Any and all other property of every kind and nature from time to time hereafter, by delivery or by writing of any kind, conveyed, pledged, assigned or transferred in escrow hereunder by the Municipality or by anyone in its behalf to the Agent, which is hereby authorized to receive the same at any time to be held in escrow hereunder.

DIVISION IV

All property that is by the express provisions of this Agreement required to be subject to the pledge hereof and any additional property that may, from time to time hereafter, by delivery or by writing of any kind, be subject to the pledge hereof, by the Municipality or by anyone in its behalf, and the Agent is hereby authorized to receive the same at any time to be held in escrow hereunder.

TO HAVE AND TO HOLD, all and singular, the escrowed property, including all additional property which by the terms hereof has or may become subject to this Agreement, unto the Agent, and its successors and assigns, forever.

The escrowed property shall be held in escrow for the benefit and security of the owners from time to time of the Outstanding Bonds; but if the principal of and interest on the Outstanding Bonds shall be fully and promptly paid when due in accordance with the terms hereof, then this Agreement shall be and become void and of no further force and effect, otherwise the same shall remain in full force and effect, subject to the covenants and conditions hereinafter set forth.

ARTICLE I DEFINITIONS AND CONSTRUCTION

Section 1.01 Definitions. In addition to words and terms elsewhere defined in this Agreement, the following words and terms as used in this Agreement shall have the following meanings, unless some other meaning is plainly intended:

"Code" shall mean the Internal Revenue Code of 1986, as amended, and any lawful regulations promulgated thereunder;

"Escrow Fund" shall have the meaning ascribed to it in Section 2.01 hereof;

"Escrow Property", "escrow property" or "escrowed property" shall mean the property, rights and interest of the Municipality that are described in Divisions I through IV of this Agreement and hereinabove conveyed in escrow to the Agent;

"Government Obligations" shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, or any agency thereof, obligations of any agency or instrumentality of the United States or any other obligations at the time of the purchase thereof are permitted investments under Tennessee law for the purposes described herein, which bonds or other obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof; and

"Written Request" shall mean a request in writing signed by the Mayor of the Municipality or by any other officer or official of the Municipality duly authorized by the Municipality to act in his place.

Section 1.02 Construction. Words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders. Words importing the singular number shall include the plural number and vice versa unless the context shall otherwise indicate. The word "person" shall include corporations, associations, natural persons and public bodies unless the context shall otherwise indicate. Reference to a person other than a natural person shall include its successors.

ARTICLE II ESTABLISHMENT AND ADMINISTRATION OF FUNDS

Section 2.01 Creation of Escrow; Deposit of Funds. The Municipality hereby creates and establishes with the Agent a special and irrevocable escrow composed of the Escrow Property and hereby deposits with the Agent and the Agent hereby acknowledges receipt of \$ _____ as described in Division I hereof. The monies so deposited, together with investment income therefrom, is herein referred to as the "Escrow Fund" and shall constitute a fund to be held by the Agent as a part of the Escrowed Property created, established, and governed by this Agreement.

Section 2.02 Investment of Funds. The monies described in Section 2.01 hereof shall be held or invested as follows:

(a) the amount of \$ _____ shall be used to purchase the Government Obligations described in Exhibit B attached hereto; and

(b) the amount of \$ _____ shall be held as cash in a non-interest-bearing account.

Except as provided in Sections 2.04 and 2.06 hereof, the investment income from the Government Obligations in the Escrow Fund shall be credited to the Escrow Fund and shall not be reinvested. The Agent shall have no power or duty to invest any monies held hereunder or to make substitutions of Government Obligations held hereunder or to sell, transfer, or otherwise dispose of the Government Obligations acquired hereunder except as provided herein.

Section 2.03 Disposition of Escrow Funds. The Agent shall without further authorization or direction from the Municipality collect the principal and interest on the Government Obligations promptly as the same shall fall due. From the Escrow Fund, to the extent that monies therein are sufficient for such purpose, the Agent shall make timely payments to the proper paying agent or agents, or their successors, for the Outstanding Bonds of monies sufficient for the payment of the principal of and interest on the Outstanding Bonds as the same shall become due and payable. Amounts and dates of principal and interest payments and the name and address of the paying agent with respect to the Outstanding Bonds are set forth on Exhibit A. Payment on the dates and to the paying agent in accordance with Exhibit A shall constitute full performance by the Agent of its duties hereunder with respect to each respective payment. The Municipality represents and warrants that the Escrow Fund, if held, invested and disposed of by the Agent

in accordance with the provisions of this Agreement, will be sufficient to make the foregoing payments. No paying agent fees, fees and expenses of the Agent, or any other costs and expenses associated with the Refunding Bonds, the Outstanding Bonds shall be paid from the Escrow Fund, and the Municipality agrees to pay all such fees, expenses, and costs from its legally available funds as such payments become due. When the Agent has made all required payments of principal and interest on the Outstanding Bonds to the paying agents as hereinabove provided, the Agent shall transfer any monies or Government Obligations then held hereunder to the Municipality and this Agreement shall terminate.

Section 2.04 Excess Funds. Except as provided in Section 2.06 hereof, amounts held by the Agent, representing interest on the Government Obligations in excess of the amount necessary to make the corresponding payment of principal of and/or interest on the Outstanding Bonds, shall be held by the Agent without interest and shall be applied before any other Escrow Fund monies to the payment of the next ensuing principal and/or interest payment on the Outstanding Bonds. Upon retirement of all the Outstanding Bonds, the Agent shall pay any excess amounts remaining in the Escrow Fund to the Municipality.

Section 2.05 Reports. The Escrow Agent shall deliver to the City Clerk of the Municipality a monthly report summarizing all transactions relating to the Escrow Fund; and on or before the first day of August of each year shall deliver to the City Clerk a report current as of June 30 of that year, which shall summarize all transactions relating to the Escrow Fund effected during the immediately preceding fiscal year of the Municipality and which also shall set forth all assets in the Escrow Fund as of June 30 and set forth opening and closing balances thereof for that fiscal year.

Section 2.06 Investment of Moneys Remaining in Escrow Fund. The Agent may invest and reinvest any monies remaining from time to time in the Escrow Fund until such time as they are needed. Such monies shall be invested in Government Obligations, maturing no later than the next interest payment date of the Outstanding Bonds, or for such periods or at such interest rates as the Agent shall be directed by Written Request, provided, however, that the Municipality shall furnish the Agent, as a condition precedent to such investment, with an opinion from nationally recognized bond counsel stating that such reinvestment of such monies will not, under the statutes, rules and regulations then in force and applicable to obligations issued on the date of issuance of the Refunding Bonds, cause the interest on the Refunding Bonds or the Outstanding Bonds not to be excluded from gross income for Federal income tax purposes and that such investment is not inconsistent with the statutes and regulations applicable to the Refunding Bonds or the Outstanding Bonds. Any interest income resulting from reinvestment of monies pursuant to this Section 2.06 shall be applied first to the payment of principal of and interest on the Outstanding Bonds to the extent the Escrow is or will be insufficient to retire the Outstanding Bonds as set forth on Exhibit A and any excess shall be paid to the Municipality to be applied to the payment of the Refunding Bonds or the expenses of issuance thereof.

Section 2.07 Irrevocable Escrow Created. The deposit of monies, Government Obligations, matured principal amounts thereof, and investment proceeds therefrom in the Escrow Fund shall constitute an irrevocable deposit of said monies and Government Obligations for the benefit of the holders of the Outstanding Bonds, except as provided herein with respect to amendments permitted under Section 4.01 hereof. All the funds and accounts created and established pursuant to this Agreement shall be and constitute escrow funds for the purposes provided in this Agreement and shall be kept separate and distinct from all other funds of the Municipality and the Agent and used only for the purposes and in the manner provided in this Agreement.

Section 2.08 Redemption of Outstanding Loan. The Municipality shall give notice of the prepayment of the Outstanding Loan and cause the redemption of the Outstanding Bonds by sending the prepayment notice attached hereto as Exhibit C.

ARTICLE III
CONCERNING THE AGENT

Section 3.01 Appointment of Agent. The Municipality hereby appoints the Agent as escrow agent under this Agreement.

Section 3.02 Acceptance by Agent. By execution of this Agreement, the Agent accepts the duties and obligations as Agent hereunder. The Agent further represents that it has all requisite power, and has taken all corporate actions necessary to execute the escrow hereby created.

Section 3.03 Liability of Agent. The Agent shall be under no obligation to inquire into or be in any way responsible for the performance or nonperformance by the Municipality or any paying agent of its obligations, or to protect any of the Municipality's rights under any bond proceedings or any of the Municipality's other contracts with or franchises or privileges from any state, county, municipality or other governmental agency or with any person. The Agent shall not be liable for any act done or step taken or omitted to be taken by it, or for any mistake of fact or law, or anything which it may do or refrain from doing, except for its own gross negligence or willful misconduct in the performance or nonperformance of any obligation imposed upon it hereunder. The Agent shall not be responsible in any manner whatsoever for the recitals or statements contained herein or in the Outstanding Bonds or in the Refunding Bonds or in any proceedings taken in connection therewith, but they are made solely by the Municipality. The Agent shall have no lien whatsoever upon any of the monies or investments in the Escrow Fund for the payment of fees and expenses for services rendered by the Agent under this Agreement.

The Agent shall not be liable for the accuracy of the calculations as to the sufficiency of Escrow Fund monies and Government Obligations and the earnings thereon to pay the Outstanding Bonds. So long as the Agent applies any monies, the Government Obligations and the interest earnings therefrom to pay the Outstanding Bonds as provided herein, and complies fully with the terms of this Agreement, the Agent shall not be liable for any deficiencies in the amounts necessary to pay the Outstanding Bonds caused by such calculations. The Agent shall not be liable or responsible for any loss resulting from any investment made pursuant to this Agreement and in full compliance with the provisions hereof.

In the event of the Agent's failure to account for any of the Government Obligations or monies received by it, said Government Obligations or monies shall be and remain the property of the Municipality in escrow for the benefit of the holders of the Outstanding Bonds, as herein provided, and if for any improper reason such Government Obligations or monies are applied to purposes not provided for herein or misappropriated by the Agent, the assets of the Agent shall be impressed with a trust for the amount thereof until the required application of such funds shall be made or such funds shall be restored to the Escrow Fund.

Section 3.04 Permitted Acts. The Agent and its affiliates may become the owner of or may deal in the Refunding Bonds or Outstanding Bonds as fully and with the same rights as if it were not the Agent. The Agent may consult with counsel of its choice with respect to any question relating to its duties and responsibilities hereunder or otherwise in connection herewith, and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or not taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel. The Agent is entitled to rely and shall be protected in acting in reliance upon any instructions or directions furnished to it in writing or pursuant to the provisions of this Agreement and shall be entitled to treat as genuine, and as the document it purports to be, any letter, paper or other document furnished to it and believed by it to be genuine and to have been signed and presented by the proper party or parties. The Agent shall be under no duty to inquire into or investigate the validity, accuracy or content of any such document. The Agent may execute any of

its trusts or powers and perform any of its duties under this Agreement by or through attorneys, agents or employees.

Section 3.05 Exculpation of Funds of Agent. Except as set forth in Section 3.03, none of the provisions contained in this Agreement shall require the Agent to use or advance its own funds or otherwise incur personal financial liability in the performance of any of its duties or the exercise of any of its rights or powers hereunder. The Agent shall be under no liability for interest on any funds or other property received by it hereunder, except as herein expressly provided.

Section 3.06 Payment of Deficiency by Municipality. The Municipality agrees that it will promptly and without delay remit or cause to be remitted to the Agent within ten (10) days after receipt of the Agent's written request, such additional sum or sums of money as may be necessary in excess of the sums provided for under Section 2.01 hereof to assure the payment when due of the principal of and interest on the Outstanding Bonds.

Section 3.07 No Redemption or Acceleration of Maturity. The Agent will not pay any of the principal of or interest on the Outstanding Bonds, except as provided in Exhibit A attached hereto, and will not redeem or accelerate the maturity of any of the Outstanding Bonds except as provided in Section 2.08 hereof.

Section 3.08 Qualifications of Agent. There shall at all times be an Agent hereunder that shall be a corporation or banking association organized and doing business under the laws of the United States or any state, located in the State of Tennessee, authorized under the laws of its incorporation to exercise the powers herein granted, having a combined capital, surplus, and undivided profits of at least \$75,000,000 and subject to supervision or examination by federal or state authority. If such corporation or association publishes reports of condition at least annually, pursuant to law or to the requirements of any supervising or examining authority above referred to, then for the purposes of this paragraph the combined capital, surplus, and undivided profits of such corporation or association shall be deemed to be its combined capital, surplus, and undivided profits as set forth in its most recent report of condition as published. In case at any time the Agent shall cease to be eligible in accordance with the provisions of this section, the Agent shall resign immediately in the manner and with the effect specified herein.

Section 3.09 Resignation of Agent. The Agent may at any time resign by giving direct written notice to the Municipality and by giving the holders of the Outstanding Bonds notice by first-class mail of such resignation. Upon receiving such notice of resignation, the Municipality shall promptly appoint a successor escrow agent by resolution of its governing body. If no successor escrow agent shall have been appointed and have accepted appointment within thirty (30) days after the publication of such notice of resignation, the resigning Agent may petition any court of competent jurisdiction located in Anderson County, Tennessee, for the appointment of a successor, or any holder of the Outstanding Bonds may, on behalf of himself and others similarly situated, petition any such court for the appointment of a successor. Such court may thereupon, after such notice, if any, as it may deem proper, appoint a successor meeting the qualifications set forth in Section 3.08. The Agent shall serve as escrow agent hereunder until its successor shall have been appointed and such successor shall have accepted the appointment.

Section 3.10 Removal of Agent. In case at any time the Agent shall cease to be eligible in accordance with the provisions of Section 3.08 hereof and shall fail to resign after written request therefor by the Municipality or by any holder of the Outstanding Bonds, or the Agent shall become incapable of acting or shall be adjudged a bankrupt or insolvent or a receiver of the Agent or any of its property shall be appointed, or any public officer shall take charge or control of the Agent or its property or affairs for the purpose of rehabilitation, conservation, or liquidation, then in any such case, the Municipality may remove the Agent and appoint a successor by resolution of its governing body or any such bondholder may, on

behalf of himself and all others similarly situated, petition any court of competent jurisdiction situated in the Municipality for the removal of the Agent and the appointment of a successor. Such court may thereupon, after such notice, if any, as it may deem proper, remove the Agent and appoint a successor who shall meet the qualifications set forth in Section 3.08. Unless incapable of serving, the Agent shall serve as escrow agent hereunder until its successor shall have been appointed and such successor shall have accepted the appointment.

The holders of a majority in aggregate principal amount of all the Outstanding Bonds at any time outstanding may at any time remove the Agent and appoint a successor by an instrument or concurrent instruments in writing signed by such bondholders and presented, together with the successor's acceptance of appointment, to the Municipality and the Agent.

Any resignation or removal of the Agent and appointment of a successor pursuant to any of the provisions of this Agreement shall become effective upon acceptance of appointment by the successor as provided in Section 3.11 hereof.

Section 3.11 Acceptance by Successor. Any successor escrow agent appointed as provided in this Agreement shall execute, acknowledge and deliver to the Municipality and to its predecessor an instrument accepting such appointment hereunder and agreeing to be bound by the terms hereof, and thereupon the resignation or removal of the predecessor shall become effective and such successor, without any further act, deed or conveyance, shall become vested with all the rights, powers, duties and obligations of its predecessor, with like effect as if originally named as Agent herein; but, nevertheless, on Written Request of the Municipality or the request of the successor, the predecessor shall execute and deliver an instrument transferring to such successor all rights, powers and escrow property of the predecessor. Upon request of any such successor, the Municipality shall execute any and all instruments in writing for more fully and certainly vesting in and confirming to such successor all such rights, powers and duties. No successor shall accept appointment as provided herein unless at the time of such acceptance such successor shall be eligible under the provisions of Section 3.08 hereof.

Any corporation into which the Agent may be merged or with which it may be consolidated, or any corporation resulting from any merger or consolidation to which the Agent shall be a party, or any corporation succeeding to the corporate trust business of the Agent, shall be the successor of the Agent hereunder without the execution or filing of any paper or any further act on the part of any of the parties hereto, anything herein to the contrary notwithstanding, provided that such successor shall be eligible under the provisions of Section 3.08 hereof.

Section 3.12 Payment to Agent. The Municipality agrees to pay the Agent, as reasonable and proper compensation under this Agreement, an annual fee of \$ _____. The Municipality also agrees to reimburse the agent for all advances, counsel fees and expenses, and other costs made or incurred by the Agent in connection with its services and/or its capacity as Agent or resulting therefrom. In addition, the Municipality agrees to pay to the Agent all out-of-pocket expenses and costs of the Agent incurred by the Agent in the performance of its duties hereunder, including all publication, mailing and other expenses associated with the redemption of the Outstanding Bonds; provided, however, that the Municipality agrees, to the extent permitted by applicable law, to indemnify, defend and save harmless the Agent from any and all claims, liabilities, losses, damages, fines, penalties and expenses (including out-of-pocket and incidental expenses and fees and expenses of in house or outside counsel) ("Losses") arising out of or in connection with (i) its execution and performance of this Agreement, except to the extent that such Losses are due to the gross negligence or willful misconduct of the Agent, or (ii) its following any instructions or other directions from the Municipality, except to the extent that its following any such instruction or direction is expressly forbidden by the terms hereof, such indemnification being paid from available funds of the Municipality and shall not give rise to any claim against the escrow. The provisions of this Section 3.12

shall survive the termination of this Agreement and the resignation or removal of the Agent for any reason. The indemnifications set forth herein are intended to and shall include the indemnification of all affected agents, directors, officers and employees of the Agent.

ARTICLE IV MISCELLANEOUS

Section 4.01 Amendments to this Agreement. This Agreement is made for the benefit of the Municipality, the holders from time to time for the Outstanding Bonds, and it shall not be repealed, revoked, altered or amended without the written consent of all such holders, the Agent and the Municipality; provided, however, that the Municipality and the Agent may, without the consent of, or notice to, such holders, enter into such agreements supplemental to this Agreement as shall not adversely affect the rights of such holders and as shall not be inconsistent with the terms and provisions of this Agreement, for any one or more of the following purposes:

- (a) to cure any ambiguity or formal defect or omission in this Agreement;
- (b) to grant to, or confer upon, the Agent for the benefit of the holders of the Outstanding Bonds, any additional rights, remedies, powers or authority that may lawfully be granted to, or conferred upon, such holders or the Agent; and
- (c) to subject to this Agreement additional funds, securities or properties.

The Agent shall be entitled to rely exclusively upon an unqualified opinion of nationally recognized bond counsel with respect to compliance with this Section, including the extent, if any, to which any change, modification, addition or elimination affects the rights of the holders of the Outstanding Bonds, or that any instrument executed hereunder complies with the conditions and provisions of this Section.

Notwithstanding the foregoing or any other provision of this Agreement, upon Written Request and upon compliance with the conditions hereinafter stated, the Agent shall have the power to and shall, in simultaneous transactions, sell, transfer, otherwise dispose of or request the redemption of the Government Obligations held hereunder and to substitute therefor direct obligations of, or obligations the principal of and interest on which are fully guaranteed by the United States of America, subject to the condition that such monies or securities held by the Agent shall be sufficient to pay principal of, premium, if any, and interest on the Outstanding Bonds. The Municipality hereby covenants and agrees that it will not request the Agent to exercise any of the powers described in the preceding sentence in any manner which will cause the Refunding Bonds or Outstanding Bonds to be arbitrage bonds within the meaning of Section 148 of the Code in effect on the date of such request and applicable to obligations issued on the issue date of the Refunding Bonds. The Agent shall purchase such substituted securities with the proceeds derived from the maturity, sale, transfer, disposition or redemption of the Government Obligations held hereunder or from other monies available. The transactions may be effected only if there shall have been submitted to the Agent: (1) an independent verification by a nationally recognized independent certified public accounting firm concerning the adequacy of such substituted securities with respect to principal and the interest thereon and any other monies or securities held for such purpose to pay when due the principal of, premium, if any, and interest on the Outstanding Bonds in the manner required by the proceedings which authorized their issuance; and (2) an opinion from nationally recognized bond counsel to the effect that the disposition and substitution or purchase of such securities will not, under the statutes, rules and regulations then in force and applicable to obligations issued on the date of issuance of the Refunding Bonds, or Outstanding Bonds cause the interest on the Refunding Bonds not to be exempt from Federal income taxation. Any surplus monies resulting from the sale, transfer, other disposition or redemption of the Government Obligations held hereunder and the substitutions therefor of direct obligations of, or obligations the principal of and

interest on which is fully guaranteed by, the United States of America, shall be released from the Escrow Fund and shall be transferred to the Municipality.

Section 4.02 Severability. If any provision of this Agreement shall be held or deemed to be invalid or shall, in fact, be illegal, inoperative or unenforceable, the same shall not affect any other provision or provisions herein contained or render the same invalid, inoperative or unenforceable to any extent whatever.

Section 4.03 Governing Law. This Agreement shall be governed and construed in accordance with the law of the State of Tennessee.

Section 4.04 Notices. Any notice, request, communication or other paper shall be sufficiently given and shall be deemed given when delivered or mailed by Registered or Certified Mail, postage prepaid, or sent by telegram as follows:

To the Municipality:

Mayor
City of Oak Ridge, Tennessee
P. O. Box 1
Oak Ridge, Tennessee 37831

To the Agent:

The Municipality and the Agent may designate in writing any further or different addresses to which subsequent notices, requests, communications or other papers shall be sent.

Section 4.05 Agreement Binding. All the covenants, promises and agreements in this Agreement contained by or on behalf of the parties shall bind and inure to the benefit of their respective successors and assigns, whether so expressed or not.

Section 4.06 Termination. This Agreement shall terminate when all transfers and payments required to be made by the Agent under the provisions hereof shall have been made.

Section 4.07 Execution by Counterparts. This Agreement may be executed in several counterparts, all or any of which shall be regarded for all purposes as one original and shall constitute and be but one and the same instrument.

(signature page follows)

IN WITNESS WHEREOF, the Municipality has caused this Agreement to be signed in its name by its Mayor and attested by its City Clerk, and the Agent has caused this Agreement to be signed in its corporate name by its duly authorized representative, all as of the day and date first above written.

CITY OF OAK RIDGE, TENNESSEE

By: _____
Mayor

City Clerk

Escrow Agent

By: _____
Title: _____

EXHIBIT A

Debt Service Schedule of Loan Agreement (Series B-11-A) between The Public Authority of Blount County, Tennessee and the Municipality and the corresponding Local Government Public Improvement Bonds, Series B-11-A, dated as of December 21, 2006, maturing June 1, 2037 through June 1, 2038 to the Redemption Date.

<u>Payment Date</u>	<u>Principal Payable</u>	<u>Principal Redeemed</u>	<u>Interest Payable</u>	<u>Redemption Premium</u>	<u>Total Debt Service</u>
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

EXHIBIT B

Government Securities

Total Cost of Securities: \$ _____

Initial Cash Deposit: \$ _____

Total: \$ _____

EXHIBIT C

(Municipality's Letterhead)

_____, 2015

VIA REGISTERED OR CERTIFIED MAIL

Paul Williams (and via fax 615-770-4350)
Regions Bank, as Trustee
Corporate Trust Services
150 4th Avenue North
Suite 900
Nashville, TN 37219

Joe Ayres (and via fax 865-988-1863)
TN-LOANS Program Administrators, Inc.
813 S. Northshore Drive
Suite 201A
Knoxville, TN 37919

Re: Notice of Prepayment of:

Series B-11-A Loan Agreement, dated as of December 21, 2006 (the "Outstanding Loan Agreement"), between the City of Oak Ridge, Tennessee (the "Municipality") and The Public Building Authority of Blount County, Tennessee (the "Authority");

Ladies and Gentlemen:

Pursuant to Article 6.03 of the Outstanding Loan Agreement, the City hereby gives the following notice of its intent to prepay in part its:

Series B-11-A Loan Agreement

Prepayment Date: On or before June 1, 2016

Principal Amount of Prepayment: \$ _____

Related Bonds: Local Government Public Improvement Bonds, Series B-11-A, dated December 21, 2006, of The Public Building Authority of Blount County, Tennessee

Bond Redemption Date: June 1, 2016

The Municipality hereby directs the Administrator to instruct the Trustee as to the investment of the funds to be deposited and the amount of the Optional Prepayment Price required to be paid by the Borrower. Pursuant to the Loan Agreement, the City hereby instructs that the prepayment be applied to the principal payments payable under the Loan Agreement on June 1, 2016 and thereafter.

All questions should be directed to City Manager, P. O. Box 1, Oak Ridge, Tennessee 37831, telephone number 865-425-3617.

Very truly yours,

Bruce M. Applegate, Jr., Acting City Clerk
City of Oak Ridge, Tennessee

ELECTIONS

&

APPOINTMENTS

ANNOUNCEMENTS

SCHEDULING

CITY CLERK MEMORANDUM

15-68

DATE: November 6, 2015

TO: Honorable Mayor and Members of City Council

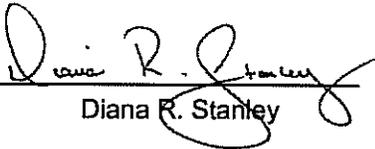
FROM: Diana R. Stanley, City Clerk

SUBJECT: OAK RIDGE CORRIDOR INITIATIVE COMMITTEE ELECTION

At the October 12, 2015 City Council Meeting, City Council approved Resolution No. 10-120-2015 which established a five (5) member Oak Ridge Corridor Initiative Committee, Chaired by Councilman Richard Chinn, Jr., to study the economical, regional, and marketable benefits of Senator Lamar Alexander's proposal to rename the four-lane highway from the Knoxville airport to Oak Ridge the Oak Ridge Corridor. This committee shall also report its findings to the City Council by May 31, 2016.

Following approval of the resolution, the City Clerk's Office began a recruitment to accept resumes and letters of interests from the public for City Council to select members to the four (4) remaining positions.

Attached for City Council's consideration is material that was submitted by the applicants, as well as a sample ballot that will be provided at the November 16, 2015 in its final format.


Diana R. Stanley

Attachments:
Resolution No. 10-120-2015
Applicants' Resumes and Letters of Interests
Sample Ballot

RESOLUTION

A RESOLUTION ESTABLISHING A FIVE (5) MEMBER *OAK RIDGE CORRIDOR INITIATIVE COMMITTEE*, CHAIRED BY COUNCILMAN RICHARD CHINN, JR., TO STUDY THE ECONOMICAL, REGIONAL, AND MARKETABLE BENEFITS OF SENATOR LAMAR ALEXANDER'S PROPOSAL TO RENAME THE FOUR-LANE HIGHWAY FROM THE KNOXVILLE AIRPORT TO OAK RIDGE THE "OAK RIDGE CORRIDOR."

WHEREAS, United States Senator Lamar Alexander has proposed the renaming of the four-lane highway from the Knoxville airport to Oak Ridge to be the "Oak Ridge Corridor;" and

WHEREAS, the "Oak Ridge Corridor represents excellence in science, research, technology, and supercomputing, and will give the area a signature and identity not unlike the Research Triangle in North Carolina or Silicon Valley in California; and

WHEREAS, Senator Alexander stated that showcasing the country's largest concentrations of brainpower in these areas will be a magnet for advanced manufacturing companies with good-paying jobs; and

WHEREAS, City Council desires to establish a committee to study Senator Alexander's proposal.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF OAK RIDGE, TENNESSEE:

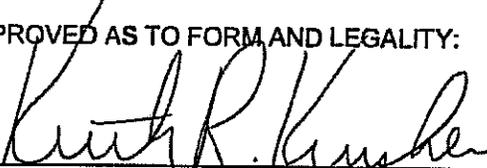
That City Council hereby creates a five (5) member Oak Ridge Corridor Initiative Committee to study the economical, regional, and marketable benefits of United States Senator Lamar Alexander's proposal to rename the four-lane highway from the Knoxville airport to Oak Ridge the "Oak Ridge Corridor," with the Committee to report their findings to City Council by May 31, 2016.

BE IT FURTHER RESOLVED that the five (5) members of the Committee shall be selected by City Council at the November meeting or as soon as practical, and the Committee shall be chaired by Councilman Richard Chinn, Jr.

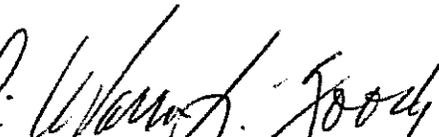
BE IT FURTHER RESOLVED that the *Oak Ridge Corridor Initiative Committee* shall cease to exist following Council's acceptance of its report in accordance with Article V, Section C, Item 2 of City Council's Rules and Procedures.

This the 12th day of October 2015.

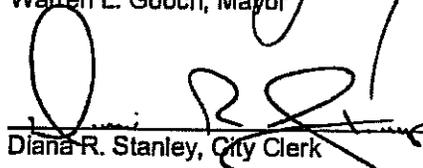
APPROVED AS TO FORM AND LEGALITY:



Kenneth R. Krushenski, City Attorney



Warren L. Gooch, Mayor



Diana R. Stanley, City Clerk

Oak Ridge Corridor Initiative Committee

Submission Date	2015-10-22 16:25:25
First Name	Darrell
Last Name	Akins
Address	Street Address: 102 Crest Pointe Lane City: Oak Ridge State / Province: Tennessee Postal / Zip Code: 37830
Phone Number	(865) 679-6985
Email Address	dakins@akinsps.com
Additional Information	I have had the opportunity to have been engaged with Sen. Alexander on this matter for many years and welcome the opportunity to assist the city in developing a strategy to pursue a plan to implement the concept. Thank you.
Upload your CV Here	<u>DDA bio.docx</u>

Darrell Akins – Founder and CEO – Akins Public Strategies

Since founding his company in 1989, Darrell has become one of the leading public strategists in the Tennessee Valley region. His career in community, business and political leadership has well prepared him to advise many of our nation's and region's leading companies and organizations.

With special expertise in reputation and relationship management, Darrell has forged his own reputation as a go-to person for those seeking to do business, impact opinion or shape public policy in the Valley region.

A native East Tennessean, he began his professional career following graduation from the University of Tennessee in 1972 working on the staff of Knoxville Mayor Kyle Testerman and afterwards he worked as Vice President at the Bank of Maryville.

With the election of fellow Blount Countian Lamar Alexander as Tennessee's Governor in 1978, Darrell joined the new administration as Deputy Commissioner of Human Services and then as Deputy Commissioner of Transportation. At the age of thirty-one, he became the youngest member of the Alexander cabinet with his appointment as Commissioner of Personnel.

Following his state service, Darrell became Chief Executive Officer of the Greater Knoxville Chamber of Commerce in 1984, where he is credited with providing the leadership to form Tennessee's first regional economic development effort, then known as Tennessee's Resource Valley, and also starting the state's second community leadership program, Leadership Knoxville.

Among many community honors, Darrell is a life member of the Florence Crittenton Agency of Knoxville, received the Southeast U.S. Volunteer of Year Award of the Child Welfare League of America, and was awarded the Maryville College Distinguished Service Award for his many contributions as a long-time MC Board member.

He is a former Vice President of the Tennessee Business Roundtable and past Vice Chairman of the Tennessee Independent College and Universities Association. He is also Past Chairman of the United Way of Greater Knoxville and the United Way of Roane County.

In the 1995 he helped coordinate the efforts to organize and manage the first Tennessee Valley Corridor (TVC) Summit. Since then, he has become the Executive Manager of the five-state, non-profit organization that manages the TVC to advocate for federal missions in the Tennessee Valley region and to leverage those investments into private sector job development. In 2004 the TVC was named the best regional economic development organization in the nation by the U.S. Department of Commerce in a tie with North Carolina's Research Triangle.

He serves on the boards of the East Tennessee Economic Council, the Knoxville-area Advisory Board of SunTrust Bank and is the president of the Rotary Club of Oak Ridge. In 2011 he received the East Tennessee Economic Council's 'Muddy Boot Award' for career-long service to the Oak Ridge community particularly for his efforts to promote regional economic partnerships.

Oak Ridge Corridor Initiative Committee

Submission Date	2015-10-28 15:40:21
First Name	Jim
Last Name	Campbell
Address	Street Address: 122 Center Park Lane City: Oak Ridge State / Province: Tennessee Postal / Zip Code: 37830
Phone Number	(865) 4834577
Email Address	campbell@eteconline.org
Upload your CV Here	<u>Campbell Bio 2015.doc</u>

James E. (Jim) Campbell
Oak Ridge, TN 37830

Vita

Jim Campbell, an Oak Ridge resident for over 30 years, is president of the East Tennessee Economic Council and a Fellow at the Howard Baker Jr. Center for Public Policy at the University of Tennessee. He is a 2005 graduate of Leadership Knoxville, and graduated from Leadership Oak Ridge in 1991.

Campbell started his career in the newspaper business, serving in various positions with The Oak Ridger, Oak Ridge's daily newspaper since the end of the Manhattan Project. He was editor of the newspaper from 1989 to 1994. During that time he was also a contributing editor to the "Forum for Applied Research and Public Policy," a publication of the University of Tennessee's Energy, Environment and Research Center. Campbell also assisted in the publication of two books on Oak Ridge history.

Currently serving on the boards of Technology 2020, the Oak Ridge Public Schools Education Foundation, East Tennessee Quality Growth, and First Presbyterian Church of Oak Ridge, Campbell is the past chairman of the United Way of Anderson County, and a former member of the boards of the American Museum of Science and Energy, the Tennessee Humanities Council, and the Oak Ridge Sister City Support Group.

Jim is married to Priscilla Campbell, recently retired from ORAU, and has three daughters.

Oak Ridge Corridor Initiative Committee

Submission Date	2015-10-28 14:02:27
First Name	William
Last Name	Logan
Address	Street Address: 28 Riverside Drive City: Oak Ridge State / Province: TN Postal / Zip Code: 37830
Phone Number	(865) 4826698
Email Address	loganmm1@comcast.net
Upload your CV Here	<u>Logan, Mark - Resume - 2015.doc</u>

W. Mark Logan

Home: 865-482-6698

Email: loganmm1@comcast.net

cell: 865-805-1123

ATKINS

Relevant Highlights

- Information, Physical, & Personnel Security

Education

- MA., Business Administration, 1984
- B.S., Business Administration, 1969
- Honor Graduate, U.S. Army Command and General Staff College, 1986

Training/Certifications

- U.S. Military leadership & Department of Energy Courses including-
- Counterintelligence
- TSCM and Operations Security
- National Security Agency OPSEC
- Program Manager's Course
- Vulnerability Assessment
- Multinational Treaties
- Sensor Systems
- Access Systems
- Derivative Classification
- Conduct of Inquiries
- Information Security
- Classified Matter Protection and Control
- Facility Security Officer
- SAP Program Management
- SAP Classification Training

Clearance

- NRC Q (Active)
- DOE Q (inactive)
- DOD Top Secret (inactive)
- SCI & SAP Access (inactive)
- Current OPM background Investigation 9/11/2012

Experience Overview

Mr. Logan has 44 years of experience in organizational leadership including proficiency in project and program management, expertise in analysis of complex situations, report writing and document preparation requiring original thought. He was a Derivative Classifier at Y-12, K-25, and Oak Ridge National Laboratory and was a contractor lead for a Department of Energy Work for Others Special Access Program. In this capacity he was adept at resolving complex problems including the analysis, research, and determination of classification levels involving safeguards and security information, special access programs, and Unclassified Controlled Nuclear Information. He has consistently received outstanding performance appraisals for efforts throughout his experience.

Specific Experience

Atkins Global Nuclear Solutions [2014-Present] Principal Consulting Safeguards and Security Specialist. Upon termination of the GE-Hitachi project, Mr. Logan was retained by Atkins as a part time Security Consultant.

Nuclear Safety Associates [2011 –2014] Senior Classification Specialist. Nuclear Regulatory Commission (NRC) certified Nuclear Classification Specialist. Performed classification decisions on documents, parts, material, assemblies and subassemblies in support of General Electric-Hitachi project. Performed classification duties in both an engineering design and manufacturing environment. This project was terminated during September 2014 by the NRC due to lack of funding .

UT-Battelle/Oak Ridge National Laboratory (ORNL) [1999-2011]

[2006-2011] Group Leader, Information Security and Special Access Program Special Security Officer - Managed and supervised the ORNL Information Security Program including Classification and Technical Information Office. Rendered numerous classification decisions on safeguards and security information, special access program information, Unclassified Controlled Nuclear Information, Official Use Only, and foreign military information. Classified Matter Protection and Control, Personally Identifiable Information Protection, Operations Security, and Technical Surveillance Countermeasures programs. Responsible for incident inquiries including those associated with Incidents of Security Concern, property theft, misuse, and/or diversion. Managed and arranged interfaces with local, state, and federal law enforcement officials necessary to resolve incidents. Served as Special Security Officer for Special Access Program including facility security, physical security and access control, program access grants and terminations and customer services, Worked with the Office of Science, various universities, and local DOE management officials in this capacity. Department of Defense Facility Security Officer for Cage 1PW69 who managed the access authorizations/security clearances and classified interests and level determinations associated with these activities. Served on ORNL Emergency Operations Center staff. Recipient of Awards Night and Significant Event Awards.

[2003-2006] Team Leader, Security Program Management and Plans - Responsible for Site Safeguards and Security Plans, Graded Safeguards/Design Basis Threat (GSP/DBT) Implementation, and Vulnerability and Radiological Sabotage Assessment programs. Prepared briefings for high level U. S. Department of Energy (DOE) and UT-Battelle

leadership team and Office of Science concerning GSP/DBT implementation status. Prepared base implementation plan and updates for submission to DOE Headquarters. Managed Foreign Ownership Control or Influence and Classified Security Facility Registration programs. Developed and implemented security training and assessments, monitored internal and external assessment reports and findings, and was responsible for the Standards Based Management program implementation.

[1999-2003] Team Leader, Personnel Security - Responsible for visitor, vendor, subcontractor and Foreign National site access control and processing, Security Clearances, Foreign Ownership Control or Influence, Facility Security Registration, Classified Matter Protection and Control, Incidents of Security Concern, Foreign Travel Management, Personnel Security Assurance/Human Reliability and Security Education and Awareness programs. Derivative Classifier for safeguards and security information. Member of the National Classification Management Society in former capacity as ORNL Department of Defense (DOD) Facility Security Officer. Awarded UT-Battelle Awards Night and Significant Transition Contribution Awards.

Lockheed Martin Energy Systems, Y-12 National Security Complex [1992-1999]

[1995-1999] Department Head, Personnel and Operations Security - Responsible for visitor control, personnel badging, security clearance processing, Personnel Nuclear Reliability Program, Foreign W. Ownership Control or Influence, Security Education and Awareness, Operations Security, and Automated Access Control (badge reader) system for the Oak Ridge Reservation. Supervised Counterintelligence and Technical Surveillance Countermeasures functions. Derivative Classifier trained and appointed by the Y-12 Classification Officer. Determined classification levels of safeguards and security matter up to Secret Restricted Data (SRD), Unclassified Controlled Nuclear Information (UCNI), and Official Use Only (OUO). Controlled \$2.0M budget, supervised 12 direct and 4 matrixed employees. Recipient of Lockheed Martin President's Award, 1995, Awards of Excellence and Achievement during 1995, 1997 and 1999.

[1993-1995] Project Leader, Automated Access Control and Rebadging - Responsible for the efficient operation and integration of STRATUS and Sun badge reader system computers located throughout the Oak Ridge Reservation. Integrated the efforts of Data System Research and Development, Protective Services, and Engineering to ensure continuous system operation. Derivative Classifier trained and appointed by the K-25 Site Classification Officer. Determined classification levels of safeguards and security matter up to SRD, UCNI, and OUO. Responsible for the development and management of Energy Systems and Department of Energy employee and subcontractor rebadging efforts destined for completion during Fiscal Year (FY) 1996. Directed resources totaling \$2.1M. Recipient of Significant Event Monetary Award, 1994.

[1992-1993] Department Head, Technical Security Group - Functional manager responsible for Energy Systems Operations Security, Counterintelligence and Technical Surveillance Countermeasures Programs at the 3 Oak Ridge Sites, Portsmouth, OH and Paducah, KY. Supervised 7 Counter surveillance technicians and managed a departmental budget of \$750K. Derivative Classifier trained and appointed by the Y-12 Classification Officer. Determined classification levels of safeguards and security matter up to SRD, UCNI, and OUO. Author of article published in National Technical Bulletin. Recipient of Energy Systems Significant Event Monetary Award, 1992.

Martin Marietta Energy Systems [1990-1992] Security Specialist, Staff Assistant to the Manager, Energy Systems Safeguards and Security; Safeguards and Securities Division, Oak Ridge, Tennessee - Derivative Classifier trained and appointed by the Y-12 Classification Officer. Determined classification levels of safeguards and security matter up to SRD. Responsible for Operations Security, Technical Surveillance Countermeasures, Counterintelligence programs, Inter-Plant Protective Forces Standardization, Use of Force, Fresh Pursuit, and Arrest Authority, physical protection policies and, Site Security Alert Procedures.

Military Experience Highlights

United States Army – [1988-1990] Chief Training Division/G3, U.S. Army Center and School, Fort Knox, Kentucky – Scheduled, resourced, and directed a 65 course, 40,000 students per year training program for the Armor and Cavalry force. Controlled execution of \$22 million budget necessary to resource M1A2 Abrams Tank and tracked vehicle training. Handled classified military employment and readiness information.

[1986 to 1988] Chief, Operations and Training – Planned, scheduled, and resourced the student training programs of a region encompassing 92 Universities scattered throughout a nine state area.

Headquarters, 4th U.S. Army [1982 to 1984] Inspector General, Fort Sheridan, Illinois – Conducted investigations, inquiries and interviews and prepared reports. Administered oaths and took sworn testimony in the conduct of formal investigations. Handled classified military employment and readiness information up to Top Secret.

W. Mark Logan

[1984 to 1986] Headquarters Battalion Commander – Commanded a 750 person headquarters battalion consisting of Military Police, Army Headquarters, tactical, support and maintenance personnel. Handled classified military employment and readiness information.

Headquarters, Berlin Brigade and U. S. Command Berlin [1980-1982] Battalion Operations Officer, S3; Berlin, Germany – Planned, scheduled, and managed training for an 800 man Infantry Battalion. Planned joint military operations involving U.S., British, French and German forces. Handled classified military employment, readiness, and war plans information including foreign military information up to Top Secret. Coordinated military troop movements including rail operations with German Police, British, French, and Soviet armed forces. Planned and coordinated the US Guard for Spandau Prison, Berlin, Germany.including prisoner Rudolph Hess and other WWII war criminals.

[1978 to 1980] Deputy Assistant Chief of Staff, G1 (Personnel) – Assisted the Assistant Chief of Staff in managing personnel management, officer and enlisted personnel assignments, recreation and morale, organizational effectiveness, and equal opportunity programs for a 3500 person combined arms brigade.

Other Military Duties

- Company Commander, 5th Battalion, 7th Cavalry, 1st Cavalry Division, Fort Hood, Texas.
- Deputy G1 (Personnel Officer) III Corps, Fort Hood, Texas
- Air Cavalry Platoon Leader, 1st Cavalry Division, Vietnam.
- Rifle Platoon Leader, 4th Infantry Division, Vietnam

Professional Certifications and Accomplishments

Awards and Recognitions

- Corporate Fellow, Oak Ridge Strategies Group, 2011
- Significant Event Award, 2010
- Awards Night Operations Award, 2007
- Leadership Oak Ridge Graduate, 2004
- UT-Battelle, Awards Night Achievement Award, November, 2004
- UT-Battelle, Awards Night Achievement Award, November, 2000
- UT-Battelle, LLC Significant Transition Contribution Award, April, 2000
- Protective Services Certificate of Achievement, 1999
- Tennessee Quality Organizational Award–Personnel Security, 1998
- Protective Services Certificate of Achievement, 1997
- Protective Services Award of Excellence, 1996
- Lockheed Martin President’s Award, 1995
- Significant Event Monetary Awards, 1992, 1994, and 2002.
- Numerous military awards, decorations, and commendations including the Combat Infantryman’s Badge (CIB), Air Assault Badge, Air Medal, 3 Bronze Stars and 2 Meritorious Service Medals.

Personal Data

Excellent Health. Retired U. S. Army Lieutenant Colonel, Combat Veteran. Active in local Civic and Charitable Organizations.

Oak Ridge Corridor Initiative Committee

Submission Date	2015-11-05 14:17:51
First Name	Ken
Last Name	Rueter
Address	Street Address: P.O. Box 4699 City: Oak Ridge State / Province: Tennessee Postal / Zip Code: 37831-7294
Phone Number	(865) 576-8321
Email Address	Kenneth.Rueter@ettp.doe.gov
Upload your CV Here	Ken Rueter bio (11-2015).pdf
Upload Letter of Interest	11-2015 UCOR Rueter.pdf



UCOR
URS | CH2M
Oak Ridge LLC

P.O. Box 4699 ♦ Oak Ridge, TN 37831

November 5, 2015

Ms. Diana R. Stanley
City Clerk
City of Oak Ridge
Municipal Building
220 South Tulane Avenue
Oak Ridge, TN 37830

RE: Oak Ridge Corridor Initiative Committee, City Council Resolution No. 10-120-2015

Dear Ms. Stanley:

I would like to formally express my interest in serving on the Oak Ridge Corridor Initiative Committee to be established by Oak Ridge City Council. This committee will study the economic, regional and marketing benefits of Sen. Lamar Alexander's proposal to rename the four-lane highway from the Knoxville airport to Oak Ridge as The Oak Ridge Corridor.

As President and Project Manager for URS | CH2M Oak Ridge, LLC (UCOR), I have a strong interest in future economic development opportunities for Oak Ridge and the broader region. Since August 2011, our company has been devoting its efforts to deactivation and demolition of former gaseous diffusion facilities at the East Tennessee Technology Park with the goal of assisting the Department of Energy in transferring reclaimed land to private interests for economic development purposes.

As a resident of Oak Ridge, I take my responsibilities personally and strive to do all I can to complete our sizeable task as safely and promptly as possible so that the city and its residents can begin realizing the positive economic benefits that our work will ultimately produce.

I have followed with interest Sen. Alexander's proposal and am intrigued by the opportunities this idea presents. I believe it deserves careful analysis to confirm the benefits that have been outlined. Sen. Alexander makes a compelling argument in pointing out that along the corridor, there are more than 45,000 people in Anderson, Blount, Knox and Roane counties with graduate or professional degrees, representing one of the most formidable concentrations of brainpower anywhere in our country.

Please accept this letter as my expression of interest in being part of this deliberation and contributing to a future course that can help Oak Ridge and our region grow and prosper. I look forward to your response.

Sincerely,

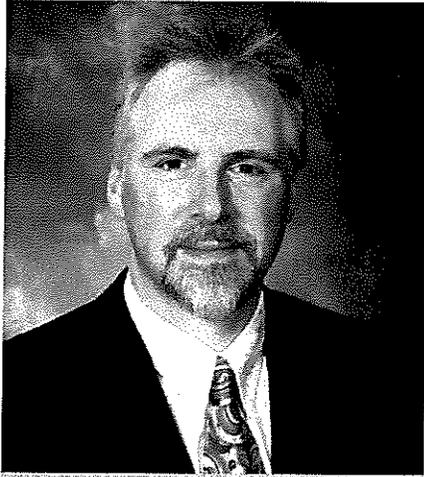
Ken Rueter



UCOR
URS | CH2M
Oak Ridge LLC

Executive Profile

Safely Delivering the U.S. Department of Energy's Vision for the East Tennessee Technology Park Mission



UCOR President and ETTP Cleanup Project Manager

Ken Rueter

Ken Rueter is UCOR's President and Cleanup Project Manager for the East Tennessee Technology Park (ETTP). As President of UCOR, Ken has guided and motivated a professional management team and hundreds of skilled workers as they successfully undertake the largest environmental cleanup in the Department of Energy's history.

Under Ken's oversight, UCOR has experienced an unmatched record of success – not only finishing major projects ahead of schedule and under budget but doing so safely as demonstrated by the Department of Energy's awarding UCOR Star status in its Voluntary Protection Program. As a result of Ken's leadership, UCOR's incentive award fees from DOE have been among the highest in the complex.

During more than 25 years of industry experience, Ken has led all aspects of site cleanup and remediation, radioactive waste treatment and project integration, including construction, risk management as well as cost and schedule development. Previously, Ken served as President of Savannah River Remediation LLC and as Project Manager for the Savannah River Liquid Waste Project.

Earlier in his career, Ken served as Chief Operating Officer for the Hanford Tank Operations Contract in Washington State and as Director of Project Integration for Washington River Protection Solutions at DOE's Hanford site.

Ken is most proud of building investment-worthy enterprises that deliver more value to the customer for every dollar spent. That philosophy is paying off as DOE has exercised the option period of UCOR's Oak Ridge contract, opening the door for even more work through 2020.

In Oak Ridge, Ken is an active community leader, representing UCOR as a member of local organizations that promote economic development, entrepreneurship, outdoor recreational opportunities and civic pride. These groups include the East Tennessee Economic Council, the Energy, Technology and Environmental Business Association and the Tennessee Valley Corridor. Under Ken's oversight, UCOR, its employees and subcontractors also donate more than \$100,000 to area United Way organizations each year.

Education

*Bachelor of Science
Chemical Engineering
Cleveland State University*

*Executive Management Program
Moore School of Business
University of South Carolina*

Previous Positions

*President and Project Manager
Savannah River Remediation LLC
Savannah River Site*

*Chief Operating Officer
UCOR
Oak Ridge, Tennessee*

*Chief Operating Officer
Washington River Protection Solutions
Hanford Site*

*Director, Project Integration
Washington River Protection Solutions
Hanford Site*

Oak Ridge Corridor Initiative Committee

Submission Date	2015-10-22 00:12:25
First Name	Ray
Last Name	Smith
Address	Street Address: 127 Newell Lane City: Oak Ridge State / Province: Tennessee Postal / Zip Code: 37830
Phone Number	(865) 6609527
Email Address	draysmith@comcast.net
Additional Information	I would like to be considered to serve on the Oak Ridge Corridor Initiative Committee.
Upload your CV Here	<u>Ray Smith bio for Oak Ridge Corridor Committee 10-21-15.pdf</u>
Upload Letter of Interest	<u>Oak Ridge Corridor letter 10-21-15.pdf</u>

Oak Ridge Corridor Initiative Committee

October 21, 2015

Ray Smith
127 Newell Lane
Oak Ridge, TN 37830

Oak Ridge City Council

Oak Ridge Corridor Initiative Committee

For several years I have been aware that Senator Alexander thought the name of "Oak Ridge" was a tremendous asset for East Tennessee, Tennessee, the Southeast United States and the nation as a whole. I have heard him promote the "Oak Ridge brand" as being what might be called the most underutilized yet potentially powerful name brand of which he was aware.

When he left the Governor's office in 1987 after having been the first Tennessee governor to serve two consecutive four-year terms, he is said to have provided some specific instructions to a few hand-picked individuals. Darrell Akins being one of those staff members with whom the departing governor shared the following insight, that the Oak Ridge name should be promoted as "the" brand for East Tennessee.

After nearly 30 years, the time has come. *Nothing is more powerful than an idea whose time has come!* – Victor Hugo

I would be pleased to serve the effort to see this initiative become a reality. It is of interest to note that someone has already taken the initiative to launch an "Oak Ridge Corridor" web site:

<http://www.oakridgecorridor.com/>

They have used much of the Senator's commentary and some standard information that is easily pulled from the internet. However, there is room for more specificity and I don't think the way to introduce the concept is to do so by first stating, "The name 'Oak Ridge' may not ring a bell for those who are not from East Tennessee, or haven't done much reading into the Manhattan Project. And that was by design. Sometimes known as 'The Secret City' or 'The City Behind the Fence,' Oak Ridge was established in 1942 as the top secret site where scientists and engineers from the U.S., Britain and Canada came together to produce the supplies needed to develop and build the first atomic bomb."

Rather, I would recommend an introductory statement such as, "Oak Ridge is a name recognized worldwide without the need to even include the state of Tennessee. It is one of the birthplaces of the Nuclear Age and THE birthplace of Nuclear Medicine and Nuclear Energy as well as having provided the Uranium 235 for Little Boy, the first atomic bomb used in warfare."

I would continue by stating, "Having been created out of East Tennessee farmland along ridges and in valleys in 1942 and grown rapidly to the fifth largest city in the state of Tennessee at 75,000 residents by August, 1945, Oak Ridge today, at 30,000 residents, has a superior quality of life, excellent education programs, an expanding retail development and other amenities for both young and old. Oak Ridge has what has to be one of the world's largest collections of human brainpower, technical resources and dedicated innovation when the workers from 17 counties are included."

The Oak Ridge Corridor marks the passageway connecting the East Tennessee region's major airport with the nation's largest and most diverse national laboratory. The Oak Ridge National Laboratory and the Y-12 National Security Complex form two of the top 10 largest industrial workplaces in the state. The city of Oak Ridge, swells to at least half again its size during the work day, maybe even more. These workers as well as Oak Ridge residents take great pride in the accomplishments from Oak Ridge that directly impact many world situations from energy production to basic materials research to neutron science, computer science and advanced manufacturing.

Oak Ridge Corridor Initiative Committee

It is my belief that we have become lackadaisical in our promotion of Oak Ridge. During the "Energy Crisis" of the 1970's we may have become ashamed of our nuclear past, and in the 1980's we just quietly said nothing about the huge effort being made to win the Cold War through the production of massive quantities of nuclear weapons components at Y-12. During the 1990's we struggled for an identity and even into the turn of the millennium we have vacillated between themes and slogans with little real sustained success or momentum. Since 2010, we have steadily prepared to expand our industrial base and rejuvenate retail areas or actually build new ones. I believe we are now poised for tremendous quality growth!

Therefore, I stand ready to tackle the research, study and dialog to understand what might be gained by adopting the "Oak Ridge Corridor" for the name of the road between Oak Ridge and Alcoa Highway near the McGee Tyson Airport. I would like to better understand if the perceived value added that Senator Alexander proclaims can be assured. Can the mere naming of a road make a substantial difference to our region's economic development potential?

Or is it merely the dream of an aging statesman who refuses to let go of a pet idea? I sincerely don't think that is the case, but understand that for the concept to prevail it must stand up to scrutiny and that we, the initiative committee, are being charged to prove the concept has inherent value and potential to enhance the Oak Ridge image in tangible ways.

Thanks for considering my request,



Ray Smith
Historian, Author, Photographer
865-660-9527

Y-12 Historian, Author, Film Producer and Photographer, Ray Smith



With over 44 years living and working in Oak Ridge, TN, Ray Smith has developed an extensive understanding and appreciation of the heritage of Oak Ridge's history, especially the Manhattan Project era and resulting technological advances during ensuing years. He has co-produced a number of award-winning documentary films featuring the history of Oak Ridge.

Ray has written *Historically Speaking*, a weekly historical newspaper column for the past nine years and compiled the articles into annual books as well as several books of topical columns, such as the Oak Ridge International Friendship Bell. He has also produced a number of photography books and had his photographs displayed in local art shows.

He has been a featured speaker on Oak Ridge history at local colleges and state universities as well as middle schools, high schools and conferences, seminars and other DOE sites across the nation. He was a featured speaker at the National Atomic Testing Museum's National Day of Remembrance for Cold War Patriots in Las Vegas, NV, the Los Alamos National Laboratory's 70th Anniversary Public Lecture Series in

Los Alamos, NM, the Richland, WA, Public Library Speakers Series, and the Appalachian Writers Series in Rugby, TN.

Ray was selected to testify at the United States House of Representatives Subcommittee on National Parks, Forests and Public Lands on H. R. 5987, A BILL TO ESTABLISH THE MANHATTAN PROJECT NATIONAL HISTORICAL PARK IN OAK RIDGE, TENNESSEE, LOS ALAMOS, NEW MEXICO AND HANFORD, WASHINGTON. The Congressman for the third district of Tennessee recommended him for this honor.

Ray serves in a support role for the implementation of the Manhattan Project National Historical Park. Ray has provided tours of Oak Ridge government sites and city to national, state and local elected officials, the National Park Service leadership and Department of Energy leadership as the Manhattan Project National historical Park is being implemented. He was chosen to participate in the National Park Service's select Scholars' Forum Roundtable to determine the main themes for the implementation and interpretation of this, the nation's 50th and newest national park.

He was instrumental in bringing the Medal of Honor National Convention to Knoxville in 2014 and continues to work with Visit Knoxville to attract veteran's organizations to East Tennessee for annual conferences. He provides "step on" tours for conventions in Knoxville who choose to tour Oak Ridge and twice per year provides tours for Introduction Knoxville classes.

He also provides sets of DVD's containing award winning historical documentary films to visitors to the Y-12 History Center as well as audiences in all speaking engagements. The Department of Energy's public tours are provided complimentary DVD's as well.

As the Y-12 Historian, Ray serves to inform the public of the heritage and history of the Y-12 National Security Complex by speaking before a wide range of audiences ranging from school children to retired seniors. He has become recognized for his knowledge of Y-12 and his ability to present the details of Y-12's mission to the public in non-technical terms that are easily understood.

Finally, Ray serves on the board of trustees for the Tennessee Children's Home at the state level, has served on the boards of directors of three regional organizations and remains on the board of one of them at present, and has served on three boards of directors for charitable organization in Oak Ridge and remains on the board of one of them at present. He is being considered for a fourth Oak Ridge charitable organization's board of directors at this time. He is on the board of directors for the newly forming Special Events Non-profit organization to recommend ways to expand and enhance the Secret City Festival.

Oak Ridge Corridor Initiative Committee

Submission Date	2015-10-21 12:00:34
First Name	Benjamin
Last Name	Stephens
Address	Street Address: 105 Tamara Lane City: Oak Ridge State / Province: TN Postal / Zip Code: 37830
Phone Number	(865) 4837553
Email Address	benjamin_ste@msn.com
Additional Information	Resume and cover letter attached
Upload your CV Here	Ben Resume A1 [106859].docx
Upload Letter of Interest	OR Corridor Letter [106858].pdf

Benjamin J. Stephens II

105 Tamara Lane, Oak Ridge, TN (865) 483-7553 | Benjamin_ste@msn.com

October 21, 2015

Oak Ridge City Council
Municipal Building
200 South Tulane Avenue,
Oak Ridge, TN 37830

Dear Council Members:

I am requesting your support for appointment to the Oak Ridge Corridor Initiative Committee. I am an active member of the Oak Ridge community and would like to see Oak Ridge evolve into a shining beacon of the future. The city has an outstanding historic past and must now become the vision of the future. The business opportunities articulated by Senator Alexander, (a) Manufacturing Demonstration Facility (MDF), with additive manufacturing; (b) Uranium Process Facility (UPF); (c) Environmental Clean-up of Oak Ridge Reservation and (d) Super-computing efforts at the Oak Ridge National Lab place Oak Ridge at a very critical junction.

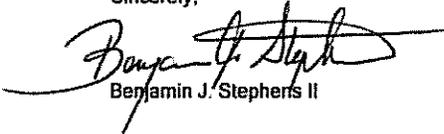
I want to be a part of this community's effort to build not only the business sector but also the academic and social sectors that all contribute to an outstanding quality of life for a diverse population. Oak Ridge National Laboratory is known for its exceptional inventiveness and has an industry leading computation centers in the world. Y-12 National Security Complex is known as the National Prototype Center and has a tremendous "can do" spirit with its innovative and astute problem solving capabilities. Building on the creative, innovative and technological prowess of these organizations and other DOE sites, Oak Ridge should serve as a platform or showcase for ground-breaking advances in many areas.

Oak Ridge's innovative vision of the digital future should be presented in a way that captures its critically important role in the past and provides insights into its future by becoming a showcase for the world. Leveraging opportunities like becoming a Google Fiber City provides opportunities to offer free public high speed Wi-Fi that enhances educational, business and community growth. Oak Ridge City School system goals of providing a digital tablet for each student in the near future are heightened by providing free access to Wi-Fi services and reducing the digital chasm in education across the socio-economic continuum.

A key goal in the City of Oak Ridge community is the growth of families in the 24-45 age groups which are tech savvy, use high speed internet services tremendously and expects to have access to those services to the maximum extent possible. Digital globalization has shaped communities expectations to include the use of free high speed internet services at many organizations, educational, health, retail and service related. This is only one worthy vision for the Oak Ridge Corridor, one that honors our past and charts the course of our global future. We must set the stage for the 23rd century today.

I request your support in appointing me as a member of the Oak Ridge Corridor Initiative Committee.

Sincerely,



Benjamin J. Stephens II

Benjamin J. Stephens II

105 Tamara Lane, Oak Ridge, TN 37830 Benjamin_ste@msn.com
Work: (865) 576-8381/Home: (865) 483-7553/ Cell: (865) 617-2932

OBJECTIVE: Building a successful inclusive and cohesive workforce that demonstrates leadership, compassion and agility in overcoming the challenges of the 21st century.

EXPERIENCE: Over 25 years in Leadership/Human Resources

- Diversity/Equal Employment Opportunity
- University Partnerships/Leadership Development
- Training/Facilitation/Instructor/Recruiting

12 years of experience in Aviation Maintenance (Avionics)

Assignments

Adjunct Instructor Tennessee Tech University (Human Resources & Leadership)
August 2012 - Present Oak Ridge, TN

Y-12 National Security Complex Oak Ridge, TN
November 2007 – Present

- | | |
|--|-------------------|
| (1) Manager of Academic Partnerships | (06/11 – present) |
| (2) Talent Management Internal HR Consultant | (05/10 – 06/11) |
| (3) Diversity & Employee Concerns Manager | (10/07 – 05/10) |

I manage college and university partnerships at the Y-12 complex, matching university capability with the needs of the complex. I coordinated a Masters of Industrial Engineering degree from the University of Tennessee Knoxville being offered in Oak Ridge, TN on Fridays, a non-work day for plant personnel. I also coordinated the offering of Associate and Bachelors' degree programs with Roane State and Tennessee Tech University respectively also offered on Fridays. I manage the graduate assistantship program with University of Tennessee Knoxville and the Joint Assignment Agreement program which is an employee loan agreement between college and universities and the complex.

I developed, implemented and monitored diversity strategy, Equal Employment Opportunity (EEO) and Affirmative Action Plan (AAP) compliance. My investigated and resolved employee concerns, complaints and allegations of discrimination, workplace harassment and retaliation. I have provided individual and team coaching and counseling. I have conducted organizational development interventions, mentoring, management consulting on diversity, EEO, leadership and other HR related issues.

Office of Naval Intelligence Suitland, MD
May 2003 – November 2007

- (1) Complaints Programs Manager
- (2) Acting Director of EEO/EO & Diversity
- (3) EEO/EO and Diversity Specialist

My duties included the successful leadership of a 3 person Civilian EEO/Diversity/Military EO office and includes recommending, initiating, and developing agency EEO and Diversity policies and procedures; planning, administering and evaluating the EEO complaint processing system.

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I developed a very successful lecture and film series titled: "Around the World in 80 Days" designed to improve the cultural competencies of the workforce consisting of over 15 lectures and 45 films.

I conducted reasonable accommodation assessments and I was the Alternative Dispute Resolution (ADR) manager for all disputes. I was a Registered Neutral in the State of Georgia. I trained supervisors and non-supervisors in EEO, Diversity, Prevention of Workplace Harassment, Interpersonal Communication and Conflict Resolution. I developed a program designed to enhance the cultural competencies of the workforce.

I have developed and administered a 300K budget and a comprehensive EEO program evaluation system; I reviewed evaluation reports for information concerning effectiveness of the EEO program; provide EEO consulting services to managers, supervisors, and key staff officials throughout the Department. I conducted organizational climate assessments and trend analysis of multiple years of assessment data. I identified, defined, analyzed, and recommend solutions for systemic EEO issues. I reviewed, revised, and analyzed personnel policy proposals to determine their impact on EEO and Diversity. I maintained a good relationship with the Equal Employment Opportunity Commission.

Facilitator/Trainer/Consultant (Independent Private Contactor)

November 1999 – 2009

Washington, DC

I facilitated very large group discussions as part of an organizational development or policy development effort for public and private organizations. I taught facilitation techniques and served as a floor managing facilitator for large group 21st century town hall meetings across the country

Airport Baggage Screening Trainer (Independent Private Contactor)

Advanced Interactive Systems

Renton, WA

Nov 2002 – Jan 2003

I trained and coached personnel on the process of baggage screening for municipal and international airports in the United States. I trained personnel in the operation of various Airport Explosive Detection Systems, CTX 2500/5500, Barringer 4000, Itemizer, and Egis II equipment, and baggage search methods.

Manager, Diversity & EEO Compliance

CitiFinancial

Baltimore, MD

March 2002 – Sept 2002

I managed an office of 3 direct reports that was responsible for the creation, design, organization and implementation of the Diversity program for Field Operations and Home Office. I conducted investigations into complaints of discrimination and sexual harassment. I coached managers in the leadership of a diverse workforce. Other responsibilities included interfacing with all levels of employees and managers, the resolution of internal and external EEO complaints, and training, staffing and recruiting activities.

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Senior Trainer and University Partnership Consultant

Booz-Allen & Hamilton Inc.

McLean, VA

August 1998- March 2002

I was an instructor for interviewing, basics consulting skills, customer service, and intercultural communications, management, and workplace harassment policy and prevention skills. I developed a two-day problem solving course. I established a partnership with Johns Hopkins University to provide two on-site degree programs and with the University of Maryland for discounted tuition rates for Booz Allen employees and their families. I was the event planner for two Career Development Conferences and one Health and Fitness Fair.

Equal Opportunity Program / Diversity Specialist & Avionics Technician

United States Navy

June 1973- August 1998

Instructor/Facilitator: 14 years. I have developed and conducted seminars and panel discussions on Equal Opportunity, Sexual Harassment, Diversity, Leadership, Management, Focus Groups, Substance Abuse Prevention and Organizational Climate Assessments. I have conducted over 300 focus groups facilitating a total over 6000 people. I was a guest instructor at the Defense Equal Opportunity Management Institute for new Navy Equal Opportunity Specialist.

Manager/Advisor: I have 12 years of experience as advisor or Special Assistant for Equal Opportunity, and Diversity, serving as a central advisory source for all Equal Opportunity issues, military and civilians, with my last military assignment being the Office of the Naval Inspector General. I have an excellent working knowledge of the Federal EEO guidelines, 29 C.F.R. Part 1614 and EEO MD-110. I also served three years as Community Manager of 125 Navy Equal Opportunity Specialists worldwide.

Counselor/Investigator/Inspector/Examiner: I have 12 years of experience as an Equal Opportunity and Sexual Harassment Counselor, Investigator, Inspector, Examiner. I have conducted over 168 investigations of discrimination, sexual harassment and misuse of authority. I served as a complaint manager for 10 years. I am proficient in the art of data collection, research, analysis and evaluation. I was a compliance inspector of equal opportunity programs (military and civilian), Drug and Alcohol Abuse Prevention, and Total Quality Management Programs. I was a trained examiner for performance inspections based on Malcolm Baldrige National Quality Awards Criteria.

Aviation Electronics Technician and Supervisor: (E-8) 8 years as aviation anti-submarine and avionics technician with two squadrons. I was as a Division, Quality Assurance and Maintenance Chief with direct reports of 4 to 40 personnel.

Navy Recruiter in Navy Recruiting District San Francisco: Three years as an award winning recruiter in Oakland and San Leandro CA. Worked both as a independent and in a 3 person station recruiting enlisted and officers for the active duty Navy and Navy Reserve.

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EDUCATION:

Doctoral Student in Leadership Studies (2013 - present)
Johnson University, Knoxville TN

Masters of Science in Human Resources Administration (1998)
Central Michigan University, Mt Pleasant MI

Bachelor of Science in Professional Aeronautics (1990)
Embry-Riddle Aeronautical University, Daytona Beach, FL

Military Certification Programs

Defense Equal Opportunity Management Institute Cocoa Beach, FL
• Civilian Equal Employment Opportunity Officer course (2 weeks)
• Military Equal Opportunity Specialist course (16 weeks)

Navy Recruiting School (4 weeks) Orlando FL

Certified Administrator of the following instruments:

Myers-Briggs Type Indicator (MBTI) Conflict Dynamics Profile (CDP)
Intercultural Development Inventory (IDI) Intercultural Conflict Styles (ICS)

Certified Mediator

Atlanta Justice Center (40 hours)

Guest Columnist:

Oak Ridger Newspaper 2008 - Present
Oak Ridge, Tennessee

Reflection Magazine (1990 – 1998)
Defense Equal Opportunity Management Institute Cocoa Beach, FL

Associations:

- Center for Leadership and Community Development (Chairman) A Chamber of Commerce Non-Profit
- Past President of Atomic City Sportsmen Club
- East Tennessee Regional Leadership Association (2010)
- Leadership Oak Ridge (2009)
- Oak Ridge Rotary Club
- National Association of Black SCUBA Divers

Voting Ballot for Oak Ridge Corridor Initiative Committee
Elect Four (4) Members

Applicant

Darrell Akins

Abstain

Jim Campbell

Abstain

William Logan

Abstain

Ken Rueter

Abstain

Ray Smith

Benjamin Stephens

Member, Oak Ridge City Council
11/16/2015

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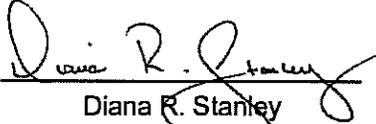
CITY MANAGER'S REPORT

CITY CLERK MEMORANDUM

15-68

DATE: November 6, 2015
TO: Mark S. Watson, City Manager
FROM: Diana R. Stanley, City Clerk
SUBJECT: INAUGURAL BOARD OF DIRECTORS FOR THE 501(C)(3) FOR THE SECRET CITY FESTIVAL/CELEBRATION

As of the date of this memorandum, the City Clerk's Office has only received one (1) application for the recruitment for the Inaugural Board of Directors for a forthcoming 501 (c) (3) non-profit organization who will be responsible for implementing the Secret City Festival/Celebration to fill the remaining eight (8) positions. As advertised, an election for this board was planned for the November 16, 2015 City Council Meeting; however, due to the limited number of applications received I would recommend that the election be postponed and the recruitment period extended. This would allow additional time to further advertise and receive additional applications. The election for this board could then be scheduled to correlate with the election for the existing Boards and Commissions on December 14, 2015.


Diana R. Stanley