

THE INDUSTRIAL DEVELOPMENT AUTHORITY
OF THE COUNTY OF YAVAPAI

Bond Application Requirements

1. Application and Filing Fee. Each (Applicant, corporation or other entity) which seeks to have bonds issued on its behalf by the Industrial Development Authority of the County of Yavapai (“Authority”) to purchase, construct or acquire one or more Projects shall submit an application for consideration by the Board of Directors together with a \$7,500 non-refundable filing fee payable to the Authority. At least fifteen (15) days before the first meeting of the Authority, the Applicant shall an electronic copy of the application and all attachments together with the filing fee made payable to the Authority, to legal counsel for the Authority at the below address.

Stephen W. Polk
Boyle, Pecharich, Cline, Whittington
& Stallings, P.L.L.C.
125 North Granite Street
Prescott, AZ 86301

The Applicant is also responsible for the payment of all other fee costs and expenses incurred or charged by the Authority including attorneys’ fees and other costs and expenses incurred by the Authority’s legal counsel in the processing, handling and issuing of bonds at a rate of \$400.00 per hour. A copy of the Authority’s Bond Fee Schedule is attached as **Exhibit “A”**. An estimated total fee amount will be provided during the bond process and/or prior to the Closing. The above fees relate only to the initial issuance of this bond request. Any services requested of the Issuer or its legal counsel after the Closing will require the payment of an additional processing fee, legal fees and costs which are determined on a case by case basis, and/or such other amounts as may be specified in the bond documents.

2. Inducement Resolution.

- (a) If and when the Board of Directors of the Authority adopts an Inducement Resolution granting preliminary approval of the application for bond financing, the Applicant shall deposit the sum of \$10,000 as an advance toward the partial payment of legal fees with the Authority’s legal counsel, payable to Boyle, Pecharich, Cline, Whittington & Stallings, PLLC. The Applicant shall make the deposit of \$10,000 within thirty (30) days after the adoption of the Inducement Resolution. The Authority will be authorized to apply such deposit toward payment of its legal fees and other expenses incurred in connection with the proposed bond issue, in the event that such legal fees and expenses are not otherwise paid. Prior to the Closing, Applicant will be provided with the total legal fees and costs incurred by the Authority’s legal counsel, which shall be paid to its legal counsel before or at Closing (less the \$10,000 advance already paid). The Applicant is liable for the payment of all legal fees and expenses incurred by the Authority to the extent the same are not fully paid by such advance payment. The remaining legal fees due shall be paid at the closing.

- (b) The Board of Directors of the Authority will place a time limitation for closing the bond financing in its Inducement Resolution.

(c) The terms and conditions of all bond documents are subject to the approval of the Authority, in its sole and absolute discretion.

**THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE COUNTY OF
YAVAPAI**

APPLICATION FOR FINANCING

I. APPLICANT PROFILE

Applicant / Borrower		
Name:		
Street Address:		
City:	State:	Zip:
Contact Name:	Title:	
Phone:	Fax:	
E-mail:	Obligated Group Member:	

Business Specifics					
Current # of Full-time Employees:		Arizona:		Nationally:	
<input type="checkbox"/> Service Oriented	<input type="checkbox"/> Manufacturer	<input type="checkbox"/> Retailer	<input type="checkbox"/> _____	<input type="checkbox"/> _____	<input type="checkbox"/> Other
Please fill in when "Other" is specified:					

Occupant / User (If different from Applicant / Borrower)		
Name:		
Street Address:		
City:	State:	Zip:
Contact Name:	Title:	Phone:

Guarantor or Credit Enhancer (If Applicable)		
Name:		
Street Address:		
City:	State:	Zip:
Contact Name:	Title:	Phone:

Financial Advisor (If Applicable)		
Name:		
Street Address:		
City:	State:	Zip:
Contact Name:	Title:	Phone:

Underwriter		
Name:		
Street Address:		
City:	State:	Zip:
Contact Name:	Title:	Phone:

Bond Counsel		
Name:		
Street Address:		
City:	State:	Zip:
Contact Name:	Title:	Phone:

II. PROJECT

Project Description (please provide a detailed description and include any financial statements you wish the Authority to consider) _____

Is this application related to another previously submitted project? __yes __no

If yes, indicate previous project description: _____

III. PROJECT SITE LOCATION(S)

Site One:		
Street Address:		
City:	State:	Zip:
County:		
Current # Full-time Employees at Arizona:		
Full-time Jobs to be Created or Retained in Arizona:		

Site Two:		
Street Address:		
City:	State:	Zip:
County:		
Current # Full-time Employees at Arizona:		

Full-time Jobs to be Created or Retained in Arizona:

Site Three:

Street Address:

City: _____ State: _____ Zip: _____

County:

Current # Full-time Employees in Arizona:

Full-time Jobs to be Created or Retained in Arizona:

IV. TYPE OF ACTIVITY *(Check those that apply)*

Healthcare Cultural Education Social Services Other (Specify)

Please fill in when "Other" is specified: _____

V. PROJECT BUDGET

Summary of Sources of Funds:

	Amount
Bond Par Amount	
Premium (Discount)	
Equity from Cash Reserves	
Equity from Grants	
Equity from Contributions	
Equity from Other Sources	
Other _____	
Other _____	
Other _____	
Total Sources of Funds	

Summary of Uses of Funds:

	Amount
Land & Building(s) Acquisition	
Building(s) Expansion	
Building(s) Renovation	

New Construction	
Furniture, Fixtures & Equipment	
Architectural & Engineering	
Legal & Professional	

Other _____	
Total Project Costs	
Refinancing of Existing Debt	
Capitalized Interest	
Debt Service Reserve Fund	
Costs of Issuance	
Other _____	
Other _____	
Total Uses of Funds	

VI. ADDITIONAL INFORMATION

Please provide **10** complete sets of the following information as attachments to the Application.

Attachments:

- A. Applicant description, including services provided and / or products sold. Include Appendix A, if available.
- B. Audited financial statements for most recent three years and most recent interim period.
- C. Listing of utilization and / or sales data for the prior three years and most recent interim period.
- D. Organizational documents (articles of incorporation, articles of organization, partnership agreement, bylaws operating agreement) and § 501(c)(3) determination letter.
- E. Listing of governing board members, resumes of management staff and summary of outstanding indebtedness.
- F. Listing of public benefits associated with the Project.
- G. \$7,500 non-refundable application fee payable to The Industrial Development Authority of the County of Yavapai.

VII. CERTIFICATION

I hereby represent that all information contained in this documentation and attachments are true and correct to the best of my knowledge.

Signature: _____

Name: _____

Title: _____

Date: _____

General Requirements

1. Complete indemnification of the Authority and its Directors, Officers and attorneys by the applicant with respect to the financing and the project.
2. Review and approval of the financing structure and associated public benefits by the Board of Directors.
3. Review and approval of the financing documents by the Authority's legal counsel.
4. All offering materials and disclosure documents shall contain language to the effect that the Authority assumes no responsibility for the adequacy or accuracy of the disclosures contained therein (except for information relating to "The Authority" and "Litigation", to the extent such information pertains to the Authority).
5. The Authority and its counsel shall have the right to approve finance team participants selected by the applicant with respect to each transaction.
6. With respect to bond financings rated "BBB- or Baa3" or better:
 - (a) Bonds may be issued and sold through a public offering, private placement or limited public offering with appropriate disclosure of offering materials.
 - (b) Bonds may be issued in \$5,000 or other denominations as determined by the applicant and approved by the Authority.
7. With respect to bond financings rated below "BBB- or Baa3" or Unrated:
 - (a) Bonds may be privately placed with purchasers that are "qualified institutional buyers" as generally defined in Rule 144A promulgated pursuant to the Securities Act of 1933, as amended, or "accredited investors", as defined in Regulation D promulgated pursuant to the Securities Act of 1933, as amended, or "qualified investors" as defined in the Securities Exchange Act of 1934, as amended.

- (b) The offering material or disclosure document shall prominently indicate on the cover that bonds can only be sold to qualified institutional buyers, qualified investors or accredited investors, as the case may be.
- (c) The face of each bond must bear a legend stating that such bond can only be sold to qualified institutional buyers, qualified investors or accredited investors, as the case may be.
- (d) The bond documents must restrict transfers of the bonds to qualified institutional buyers, qualified investors or accredited investors, as the case may be.
- (e) Bonds may be issued and sold only in a private placement or limited public offering with appropriate disclosure in offering materials.
- (f) Bonds may be delivered in book-entry form or in physical form as approved by and at the discretion of the Authority.
- (g) Bonds may be required to be sold in denominations of \$25,000/\$100,000 or greater at the discretion of the Authority.
- (h) Initial bond purchasers may be required to sign a restricted transfer (or “Big Boy”) letter.

**EXHIBIT “A”
BOND FEE SCHEDULE**

**THE INDUSTRIAL DEVELOPMENT
AUTHORITY OF YAVAPAI COUNTY**
(Effective January 25, 2023)

Application Filing Fee: Applicant shall pay a non-refundable filing fee for a Bond Application in the amount of \$7,500, which must be paid at the time the Application is filed.

Meeting Extension or Special Meeting Fee: If the Applicant requests an extension of the regularly scheduled meetings for the preliminary or final approval of a bond issuance and/or requests a special meeting of the Board of Directors for consideration of a bond applicable, an additional fee of \$2,000 will be assessed.

Closing Fee: A Closing fee of 5 basis points (.0005) of the aggregate principal amount of the bonds is due by or on the Closing Date, with a minimum payment of \$1,000. By way of example, this Closing Fee would equal \$25,000 on a \$50 Million bond issuance.

Post-Closing Bond Requests: The YCIDA may assess additional fees and costs for any post-closing requests, meetings, bond modifications and/or other actions that require the approval of the YCIDA in an amount that will be determined on a case-by-case basis. In the event the borrower requests a post-closing modification, the borrower shall be subject to the then-in-effect Bond Fee Schedule for the remainder of the bond term.

YCIDA Legal Services Fees: Bond applicants shall pay all of the YCIDA’s legal fees incurred in connection with the bond application and bond issuance at the YCIDA attorney’s standard hourly rate. Additionally, in the event that Applicant requests any post-closing modifications, Applicant shall pay all of the YCIDA’s legal fees incurred in connection therewith.

ANNUAL ADMINISTRATIVE FEE: The borrower shall pay to the YCIDA an annual administrative fee of 1 basis point (.0001) on the outstanding principal of the bonds, maximum of \$5,000 per year and minimum of \$1,000 per year, beginning on the first year anniversary of the closing date and shall continue annually thereafter until the bonds are paid in full.