



**MORGANTOWN**  
Building Commission

304-284-7439  
Morgantownwv.gov  
389 Spruce St.  
Morgantown, WV 26505

**AGENDA**  
**MORGANTOWN BUILDING COMMISSION**  
**October 7, 2025**  
**4:00 p.m.**

**City Hall, Third Floor Conference Room**  
**389 Spruce Street, Morgantown, WV 26505**

**Members:** Chair Anna Marlene Robinson-Savino, Vice Chair Charles McEwuen, Secretary Aaron Reel

**1. CALL TO ORDER**

**2. APPROVAL OF MINUTES:** August 14, 2025

**3. NEW BUSINESS**

- A.** Consideration of adoption of a Supplemental Parameters Resolution of the Morgantown Building Commission authorizing the acquisition of real property from The City of Morgantown, the leasing of such property to The City of Morgantown, the sale and issuance by the Building Commission of its Lease Revenue Bonds, Series 2025 A (Marilla Park Improvement Project), in an amount not to exceed \$11,000,000, and the execution of all documents which may be necessary in connection with the foregoing and matters relating thereto, all relating to the construction of improvements at Marilla Park entitled as follows:

SUPPLEMENTAL PARAMETERS RESOLUTION AUTHORIZING THE ISSUANCE OF THE MORGANTOWN BUILDING COMMISSION (THE "ISSUER") LEASE REVENUE BONDS, SERIES 2025 A (MARILLA PARK IMPROVEMENT PROJECT), AND THE ACQUISITION OF CERTAIN PROPERTY BY THE ISSUER FROM THE CITY OF MORGANTOWN (THE "CITY") AND THE LEASING OF SUCH PROPERTY TO THE CITY; APPROVING THE FORM OF A BOND INDENTURE AND SECURITY AGREEMENT, LEASE AGREEMENT, CREDIT LINE DEED OF TRUST, FIXTURE FILING AND SECURITY AGREEMENT, ASSIGNMENT OF LEASES, BOND PURCHASE AGREEMENT, PRELIMINARY OFFICIAL STATEMENT AND OTHER INSTRUMENTS, AGREEMENTS AND DOCUMENTS, AND AUTHORIZING THE DELIVERY OF SUCH PRELIMINARY OFFICIAL STATEMENT AND THE EXECUTION AND DELIVERY OF THE OFFICIAL STATEMENT; THE OBTAINING OF A CREDIT RATING FOR THE SERIES 2025 A BONDS, IF DEEMED ADVANTAGEOUS; ALL RELATING TO THE ISSUANCE OF THE SERIES 2025 A BONDS HERETOFORE APPROVED BY A BOND AUTHORIZING ORDINANCE OF THE ISSUER.

**4. ADJOURNMENT**

**Please contact us at 304-284-7434 for any accommodation.**

## **MORGANTOWN BUILDING COMMISSION**

### **SUPPLEMENTAL PARAMETERS RESOLUTION**

SUPPLEMENTAL PARAMETERS RESOLUTION AUTHORIZING THE ISSUANCE OF THE MORGANTOWN BUILDING COMMISSION (THE “ISSUER”) LEASE REVENUE BONDS, SERIES 2025 A (MARILLA PARK IMPROVEMENT PROJECT), AND THE ACQUISITION OF CERTAIN PROPERTY BY THE ISSUER FROM THE CITY OF MORGANTOWN (THE “CITY”) AND THE LEASING OF SUCH PROPERTY TO THE CITY; APPROVING THE FORM OF A BOND INDENTURE AND SECURITY AGREEMENT, LEASE AGREEMENT, CREDIT LINE DEED OF TRUST, FIXTURE FILING AND SECURITY AGREEMENT, ASSIGNMENT OF LEASES, BOND PURCHASE AGREEMENT, PRELIMINARY OFFICIAL STATEMENT AND OTHER INSTRUMENTS, AGREEMENTS AND DOCUMENTS, AND AUTHORIZING THE DELIVERY OF SUCH PRELIMINARY OFFICIAL STATEMENT AND THE EXECUTION AND DELIVERY OF THE OFFICIAL STATEMENT; THE OBTAINING OF A CREDIT RATING FOR THE SERIES 2025 A BONDS, IF DEEMED ADVANTAGEOUS; ALL RELATING TO THE ISSUANCE OF THE SERIES 2025 A BONDS HERETOFORE APPROVED BY A BOND AUTHORIZING ORDINANCE OF THE ISSUER.

WHEREAS, the Morgantown Building Commission (the “Issuer”) duly enacted on November 6, 2024, a Bond Authorizing Ordinance (the “Ordinance”) entitled:

AN ORDINANCE AUTHORIZING THE ISSUANCE BY THE MORGANTOWN BUILDING COMMISSION (THE “ISSUER”) OF NOT MORE THAN \$11,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF MORGANTOWN BUILDING COMMISSION (WEST VIRGINIA) LEASE REVENUE BONDS, IN ONE OR MORE SERIES, TO PROVIDE ALL OR A PORTION OF THE FUNDS TO ACQUIRE CERTAIN REAL PROPERTY FROM THE CITY OF MORGANTOWN, WEST VIRGINIA (THE “CITY”) AND TO DESIGN, ACQUIRE, CONSTRUCT, FURNISH, AND EQUIP IMPROVEMENTS TO CERTAIN RECREATIONAL FACILITIES OF THE CITY LOCATED AT MARILLA PARK, POTENTIALLY INCLUDING, BUT NOT LIMITED TO, THE CONSTRUCTION OF TENNIS COURTS, A

SHELTER, PARKING FACILITIES, IMPROVEMENTS TO MARILLA CENTER, A BIKE/SKATE PARK, RESTROOM AND SHELTER FACILITIES, RECREATIONAL FIELD GREEN SPACE, PICKLEBALL COURTS AND A BASKETBALL COURT TOGETHER WITH ALL APPURTENANT FACILITIES, AND TO PAY OTHER COSTS IN CONNECTION THEREWITH; APPROVING A LEASE AGREEMENT BETWEEN THE ISSUER AND THE CITY PROVIDING FOR THE LEASING OF SAID RECREATIONAL FACILITIES TO THE CITY, ALL AS MORE FULLY SET FORTH HEREIN; AUTHORIZING THE EXECUTION AND DELIVERY OF A CREDIT LINE DEED OF TRUST, FIXTURE FILING AND SECURITY AGREEMENT, ASSIGNMENT OF LEASES, BOND INDENTURE AND SECURITY AGREEMENT AND BOND PURCHASE AGREEMENT; AUTHORIZING THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT, IF NECESSARY, AND THE EXECUTION, DELIVERY AND DISTRIBUTION OF AN OFFICIAL STATEMENT; AUTHORIZING, IF DEEMED ADVISABLE, THE PURCHASE OF A BOND INSURANCE POLICY AND/OR THE OBTAINING OF A RATING WITH RESPECT TO THE BONDS; AUTHORIZING THE SALE OF SUCH BONDS AND TAKING OTHER NECESSARY ACTIONS IN CONNECTION WITH THE ISSUANCE AND SALE OF SUCH BONDS.

**WHEREAS**, capitalized terms used herein and not otherwise defined herein shall have the same meaning set forth in the Ordinance when used herein;

**WHEREAS**, the Ordinance provides for the issuance by the Issuer of its Lease Revenue Bonds, in one or more series, as described in the title thereof, in an aggregate principal amount not to exceed \$11,000,000, for the purposes of, among other things, financing all or a portion of the Project described therein;

**WHEREAS**, the Issuer now desires to proceed with authorizing the issuance of its Lease Revenue Bonds, Series 2025 A (Marilla Park Improvement Project) (the “Series 2025 A Bonds”) to finance all or a portion of (i) the costs of the Marilla Park Project (as defined in the Indenture), and (ii) the costs of issuance of the Series 2025 A Bonds;

**WHEREAS**, the Series 2025 A Bonds will be sold pursuant to a Bond Purchase Agreement (the “Bond Purchase Agreement”), between the Issuer and Crews & Associates, Inc. (the “Underwriter”), and acknowledged and agreed to by The City of Morgantown (the “City”) to be dated as of the date of execution and delivery of the Certificate of Determinations, as hereinafter defined;

**WHEREAS**, the Ordinance provides that the determination of whether the Series 2025 A Bonds would be sold pursuant to a Private Placement or a Public Offering, the appointment of the Trustee and the forms of certain documents in connection with the Series 2025 A Bonds,

being the Bond Purchase Agreement, the Indenture, the Lease, the Deed of Trust, the Assignment of Leases, the Tax Agreement and the Preliminary Official Statement would be approved pursuant to a Supplemental Resolution; and

**WHEREAS**, the members of the Issuer deem it essential and desirable that this Supplemental Parameters Resolution be adopted, and that the Series 2025 A Bonds be sold pursuant to a Public Offering to the Underwriter, that Wesbanco Bank, Inc. be appointed as Trustee, Registrar and Paying Agent for the Series 2025 A Bonds, that the Bond Purchase Agreement, the Indenture, the Lease, the Deed of Trust, the Assignment of Leases, the Tax Agreement and the Preliminary Official Statement in the forms as presented be approved, and that the delivery of the Preliminary Official Statement and the execution and delivery of the Official Statement for the Series 2025 A Bonds be authorized and approved, all in accordance with the Ordinance;

**NOW, THEREFORE, THE MORGANTOWN BUILDING COMMISSION HEREBY RESOLVES:**

**Section 1.** Pursuant to the Ordinance and the Act, this Supplemental Parameters Resolution is adopted and there are hereby authorized and ordered to be issued the Series 2025 A Bonds.

**Section 2.** There are hereby authorized to be issued, and the Issuer hereby determines to issue, pursuant to the Act and as requested by the City, its Series 2025 A Bonds in an aggregate principal amount to be agreed upon by the Issuer and the City, not to exceed the maximum aggregate principal amount of \$11,000,000. The Series 2025 A Bonds shall be entitled “Morgantown Building Commission (West Virginia) Lease Revenue Bonds, Series 2025 A (Marilla Park Improvement Project)”, or a name of comparable import, the proceeds of which will be used to finance all or a portion of the costs of the Marilla Park Project, and the payment of costs relating to the issuance of the Series 2025 A Bonds and related costs.

The exact principal amounts, maturities, interest rates, redemption provisions and other terms of the Series 2025 A Bonds shall be approved by the Chairperson, such approval to be evidenced by the execution by the Chairperson of the Indenture setting forth such items and a Certificate of Determinations, the form of which is set forth in EXHIBIT A - CERTIFICATE OF DETERMINATIONS, attached hereto and incorporated herein by reference. The Series 2025 A Bonds shall contain a recital that they are issued pursuant to the Act, which recital shall be conclusive evidence of their validity and of the regularity of their issuance.

The Series 2025 A Bonds shall be issued under and secured pursuant to the Indenture and shall be payable solely from funds derived pursuant to the Lease. Payments of Lease Rentals by the City to the Issuer under the Lease shall be made at the times and in the amounts prescribed for payments to be made by the Issuer under the Indenture.

The designations of the Series 2025 A Bonds may be amended, and additional or fewer series may be issued, as approved by the Chairperson in the Certificate of Determinations,

and other changes may be made to reflect such matters as may be deemed appropriate by the Underwriter and acceptable to the Chairperson.

**Section 3.** The Series 2025 A Bonds shall be offered and sold pursuant to a Public Offering.

**Section 4.** The Bond Purchase Agreement, the Indenture, the Lease, the Deed of Trust, the Assignment of Leases, the Tax Agreement and the Preliminary Official Statement for the Series 2025 A Bonds (collectively the “Bond Documents”) in the forms as presented to this meeting, and the Official Statement, and the execution (as applicable) and delivery (in multiple counterparts) by the Chairperson and Secretary of the Issuer shall be and the same are hereby authorized, approved and directed. The Chairperson and Secretary shall execute, as applicable, and deliver the Bond Documents with such changes, insertions and omissions as may be approved by the Chairperson. The execution of the Bond Documents and the Official Statement, as applicable, by the Chairperson shall be conclusive evidence of any approval required by this Section, and authorization of any action required by the Bond Documents relating to the issuance and sale of the Series 2025 A Bonds, including the payment of all necessary fees and expenses in connection therewith.

**Section 5.** The distribution by the Underwriter of the Preliminary Official Statement for the Series 2025 A Bonds substantially in the form submitted to this meeting, and the distribution of the Official Statement, is hereby ratified and approved. The certificate of the Issuer relating to compliance with SEC Rule 15c2-12 and the execution and delivery thereof by the Chairperson is hereby ratified and approved.

**Section 6.** The Issuer does hereby appoint and designate WesBanco Bank, Inc., Wheeling, West Virginia, for the purpose of serving in the capacity of Trustee, Registrar and Paying Agent for the Series 2025 A Bonds.

**Section 7.** The Issuer is authorized to obtain a rating for the Series 2025 A Bonds and to pay the costs associated with such rating from the proceeds of such Series 2025 A Bonds.

**Section 8.** The Chairperson and Secretary of the Issuer are hereby authorized and directed to execute and deliver such other documents and certificates required or desirable in connection with the Series 2025 A Bonds, to the end that the Series 2025 A Bonds may be delivered on a timely basis to the Underwriter pursuant to the Bond Purchase Agreement.

**Section 9.** The Chairperson, Secretary and other appropriate officers and members of the Issuer are hereby authorized and directed to take all further actions necessary to cause the Series 2025 A Bonds to be issued and delivered at the earliest practicable date.

[Remainder of Page Intentionally Left Blank]

**Section 10.** This Supplemental Parameters Resolution shall be effective immediately.

Adopted this 7<sup>th</sup> day of October, 2025.

**MORGANTOWN BUILDING COMMISSION**

By: \_\_\_\_\_  
Chairperson

**CERTIFICATION**

Certified a true copy of a Supplemental Parameters Resolution duly adopted by the Morgantown Building Commission on the 7<sup>th</sup> day of October, 2025 at a meeting of the Commission duly called and held in accordance with applicable law and its Bylaws which Resolution is in full force and effect without amendment as of the date hereof.

Dated: \_\_\_\_\_, 2025.

**MORGANTOWN BUILDING COMMISSION**

By: \_\_\_\_\_  
Secretary

## EXHIBIT A

### CERTIFICATE OF DETERMINATIONS

The undersigned, Anna Marlene Robinson-Savino, Chairperson of the Morgantown Building Commission (the “Issuer”), in accordance with a Bond Authorizing Ordinance enacted by the members of the Issuer on November 6, 2024 (the “Ordinance”) as the same has been supplemented by the Supplemental Parameters Resolution adopted by the Issuer on \_\_\_\_\_, 2025 (the “Supplemental Resolution”), with respect to the \$ \_\_\_\_\_ in aggregate principal amount of Morgantown Building Commission (West Virginia) Lease Revenue Bonds, Series 2025 A (Marilla Park Improvement Project) (the “Bonds”), hereby finds and determines this \_\_\_\_ day of \_\_\_\_\_, 2025 as follows:

### SERIES 2025 A BONDS

1. The Bonds shall be titled “Morgantown Building Commission (West Virginia) Lease Revenue Bonds, Series 2025 A (Marilla Park Improvement Project).”
2. The Bonds shall be dated as of \_\_\_\_\_, 2025.
3. The Bonds shall be issued in the aggregate principal amount of \$ \_\_\_\_\_.
4. The Bonds shall mature in the amounts and on the dates and shall be subject to mandatory sinking fund redemption in the amounts and on the dates set forth on **Schedule 1** attached hereto and incorporated herein.
5. The Bonds shall bear interest, payable semi-annually on \_\_\_\_\_ 1 and \_\_\_\_\_ 1, of each year, commencing \_\_\_\_\_ 1, 20\_\_, at the rates set forth on **Schedule 1** attached hereto and incorporated herein.
6. The Bonds shall be subject to optional redemption, mandatory sinking fund redemption and extraordinary optional redemption as set forth on **Schedule 1** attached hereto and incorporated herein.
7. The rating of \_\_\_\_ assigned to the Bonds by \_\_\_\_\_ is hereby approved for use in marketing the sale of the Bonds and the cost of such rating shall be paid from the proceeds of such Bonds.
8. The Bonds shall be sold to Crews & Associates, Inc. (the “Underwriter”), pursuant to the terms of the Bond Purchase Agreement by and between the Underwriter and the Issuer, with the acknowledgement and agreement of The City of Morgantown, at an aggregate purchase price of \$ \_\_\_\_\_ (representing par value, less an underwriting discount of \$ \_\_\_\_\_ and [plus/less] a [net] original issue [premium/discount] of \$ \_\_\_\_\_).

9. The Bonds proceeds shall be applied as set forth in the Bond Indenture and Security Agreement, dated \_\_\_\_\_, 2025 by and between the Issuer and the Trustee (the “Indenture”).

The undersigned hereby certifies that the foregoing terms and conditions of the Bonds are within the limitations prescribed by the Ordinance, and the Bonds may be issued with such terms and conditions as authorized by the Ordinance.

Dated as of the day and year first written above.

**MORGANTOWN BUILDING COMMISSION**

By: \_\_\_\_\_  
Its Chairperson

**SCHEDULE 1**

\$ \_\_\_\_\_  
**MORGANTOWN BUILDING COMMISSION**  
**(WEST VIRGINIA)**  
**LEASE REVENUE BONDS, SERIES 2025 A**  
**(MARILLA PARK IMPROVEMENT PROJECT)**

**MATURITIES, AMOUNTS, INTEREST RATES, YIELDS, PRICES AND CUSIPS**

\$ \_\_\_\_\_ Serial Bonds

<b>Maturity Date (____ 1)</b>	<b>Principal Amount</b>	<b>Interest Rate</b>	<b>Price</b>	<b>Yield</b>	<b>CUSIP</b>
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____
	\$	%	%	%	_____

**Term Bonds**

\$ \_\_\_\_\_ % Term Bond Due \_\_\_\_\_ 1, 20\_\_ Price: .\_\_\_\_% Yield .\_\_\_\_% CUSIP: \_\_\_\_\_

\$ \_\_\_\_\_ % Term Bond Due \_\_\_\_\_ 1, 20\_\_ Price: .\_\_\_\_% Yield .\_\_\_\_% CUSIP: \_\_\_\_\_

**Optional Redemption**

The Bonds maturing on and after \_\_\_\_\_ 1, 20\_\_, are subject to redemption prior to maturity, at the option of the Issuer, at the written direction of the City, in whole or in part on any date on or after \_\_\_\_\_ 1, 20\_\_, at a redemption price equal to the principal amount thereof, plus accrued interest to the date of redemption.

**Mandatory Sinking Fund Redemption**

The Bonds maturing on \_\_\_\_\_ 1, 20\_\_, and \_\_\_\_\_ 1, 20\_\_, are subject to redemption prior to their stated maturity date, in part, from mandatory sinking fund payments deposited in the Principal Account on \_\_\_\_\_ 1 of each of the years set forth below, in the principal amounts set forth below, together with interest accrued thereon to the date fixed for redemption, without premium:

Bonds Maturing \_\_\_\_\_ 1, 20 \_\_\_\_\_

<u>Year</u>	<u>Principal Amount</u>
20__	\$
20__	\$
20__	\$
20__	\$
20__*	\$

\* Final Maturity

Bonds Maturing \_\_\_\_\_ 1, 20 \_\_\_\_\_

<u>Year</u>	<u>Principal Amount</u>
20__	\$
20__	\$
20__	\$
20__	\$
20__*	\$

\* Final Maturity

**Extraordinary Optional Redemption**

The Bonds are subject to extraordinary optional redemption by the Issuer, at the written direction of the City, at a redemption price of 100% of principal amount and accrued interest, of the entire unpaid principal balance of the Bonds upon the occurrence of any of the following events:

(i) The Project shall have been damaged or destroyed to such an extent that (1) it cannot reasonably be expected to be restored, within a period of six months, to the condition thereof immediately preceding such damage or destruction or (2) its normal use and operation is reasonably expected to be prevented for a period of six consecutive months;

(ii) Title to, or the temporary use of, all or a significant part of the Project shall have been taken under the exercise of the power of eminent domain (1) to such extent that the Project cannot reasonably be expected to be restored within a period of six months to a condition of usefulness comparable to that existing prior to the taking or (2) as a result of the taking, normal use and operation of the Project is reasonably expected to be prevented for a period of six consecutive months; or

(iii) The City also shall have the option, in the event that title to or the temporary use of a portion of the Project shall be taken under the exercise of the power of eminent domain, even if the taking is not of such nature as to permit the exercise of the redemption option upon an event specified in clause (ii) above, to direct the redemption, at a redemption price of 100% of the principal amount thereof prepaid, plus accrued interest to the date fixed for redemption, of that part of the outstanding principal balance of the Bonds as may be payable from the proceeds

received by the City (after the payment of costs and expenses incurred in the collection thereof) in the eminent domain proceeding, provided, that the City shall furnish to the Issuer and the Trustee a certificate of an Authorized Representative stating that (1) the property comprising the part of the Project taken is not essential to continued operations of the Project in the manner existing prior to that taking, (2) the Project has been restored to a condition substantially equivalent to that existing prior to the taking, or (3) other improvements have been acquired or made which are suitable for the continued operation of the Project.

### **Extraordinary Optional Prepayment**

The Bonds are subject to redemption in the maximum amount of \$ \_\_\_\_\_ in any Bond Year at the option of the City on any payment date to pay additional Lease Rentals directly to the Trustee for the purpose of prepayment of principal of the Bonds, solely from funds of the City and not from the proceeds of subsequently issued lease refunding revenue bonds of the Issuer issued for the purpose thereof (except as provided in Section 2.13(b) of the Indenture) or additional bonds issued by the City for the purpose of refinancing the Bonds. The Bonds shall be redeemed in inverse order of their maturity dates and within a maturity by lot or by such other method as the Trustee determines in its sole discretion to be fair and reasonable and in denominations of \$5,000. The Bonds may be redeemed at the redemption price of 100% of the principal amount thereof being redeemed, together with accrued interest, if any, to the date fixed for redemption. Any extraordinary optional redemption payments in part which are made pursuant to this provision and which are to be applied to the payment of term bonds which are subject to mandatory sinking fund payments shall be applied by the Trustee first to the payment due at maturity and then to reduce the mandatory sinking fund payments for such term bonds in the inverse order of the due dates of such payments. The City must provide at least 30 days prior written notice of such additional Lease Rentals to the Issuer and the Trustee for the purpose of this extraordinary redemption.