



MURIEL BOWSER
MAYOR

November 16, 2020

The Honorable Phil Mendelson, Chairman
Council of the District of Columbia
1350 Pennsylvania Avenue, N.W., Suite 504
Washington, DC 20004

Dear Chairman Mendelson:

Enclosed for consideration by the Council of the District of Columbia the proposed resolutions, entitled "KIPP D.C. Public Charter Schools Revenue Bonds Project Approval Resolution of 2020;" "KIPP D.C. Public Charter Schools Revenue Bonds Project Emergency Approval Resolution of 2020;" and "KIPP D.C. Public Charter Schools Revenue Bonds Project Emergency Declaration Resolution of 2020."

KIPP D.C. Public Charter Schools ("KIPP D.C.") has requested that the District issue up to \$52 million of District of Columbia revenue bonds in one or more series and authorize and provide for the loan of the proceeds of the bonds to assist KIPP D.C. in the financing, refinancing, or reimbursing of costs associated with an authorized project pursuant to section 490 of the District of Columbia Home Rule Act.

KIPP D.C. is a network of college-preparatory charter schools in Washington, D.C., which serves the under-resourced communities in the city. KIPP D.C. is part of a network of more than thirty schools nationwide, serving students in under-resourced areas throughout the United States.

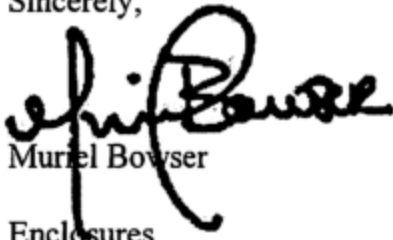
The proposed resolution will provide for the debt financing (or refinancing) on a tax exempt or taxable basis of all of the costs incurred in connection with the acquisition, construction, equipping and development of the real estate comprising a high school campus for KIPP D.C. and an adjacent recreation center located at 3999 8th Street, SE (also known as 700 Yuma Street, SE), Washington, D.C., together with associated parking facilities and other property, real and personal, and certain expenditures associated therewith including the cost of issuance, reserve funds, credit costs, and working capital.

In accordance with Section 490 of the Home Rule Act, we have determined that the bonds, when, as, and if issued, shall be without recourse to the District. The bonds shall not be general obligations of the District; shall not be a pledge of or involve the full faith and credit or the taxing power of the District; shall not constitute a debt of the District; and shall not constitute a lending of public credit for private undertakings as prohibited by section 602(a)(2) of the Home Rule Act. The bonds shall not give rise to any pecuniary liability of the District, and the District shall have no obligation with respect to the purchase of the bonds.

I have found that the proposed financing will assist in furthering the efforts of KIPP D.C. in providing, education, association, trade, commerce and employment opportunities to the residents of the District of Columbia.

I urge the Council to take prompt and favorable action on the proposed resolution.

Sincerely,

A handwritten signature in black ink, appearing to read "Muriel Bowser", with a large, stylized flourish extending from the bottom of the signature.

Muriel Bowser

Enclosures



Chairman Phil Mendelson
at the request of the Mayor

A PROPOSED RESOLUTION

IN THE COUNCIL OF THE DISTRICT OF COLUMBIA

To authorize and provide for the issuance, sale, and delivery in an aggregate principal amount not to exceed \$52 million of District of Columbia revenue bonds in one or more series and to authorize and provide for the loan of the proceeds of such bonds to assist KIPP D.C. Public Charter Schools in the financing, refinancing, or reimbursing of costs associated with an authorized project pursuant to section 490 of the District of Columbia Home Rule Act.

RESOLVED, BY THE COUNCIL OF THE DISTRICT OF COLUMBIA, that this resolution may be cited as the "KIPP D.C. Public Charter Schools Revenue Bonds Project Approval Resolution of 2020".

Sec. 2. Definitions.

For the purpose of this resolution, the term:

(1) "Authorized Delegate" means the Mayor or the Deputy Mayor for Planning and Economic Development, or any officer or employee of the Executive Office of the Mayor to whom the Mayor has delegated or to whom the foregoing individuals have subdelegated any of the Mayor's functions under this resolution pursuant to section 422(6) of the Home Rule Act.

(2) "Bond Counsel" means a firm or firms of attorneys designated as bond counsel from time to time by the Mayor.

1 (3) "Bonds" means the District of Columbia revenue bonds, notes, or other
2 obligations (including refunding bonds, notes, and other obligations), in one or more series,
3 authorized to be issued pursuant to this resolution.

4 (4) "Borrower" means the owner, operator, manager and user of the assets
5 financed, refinanced, or reimbursed with proceeds from the Bonds, which shall be KIPP D.C.
6 Public Charter Schools, a corporation organized under the laws of the District of Columbia, which
7 is exempt from federal income taxes under 26 U.S.C § 501(a) as an organization described in 26
8 U.S.C. § 501(c)(3), and which is liable for the repayment of the Bonds.

9 (5) "Chairman" means the Chairman of the Council of the District of Columbia.

10 (6) "Closing Documents" means all documents and agreements other than
11 Financing Documents that may be necessary and appropriate to issue, sell, and deliver the Bonds
12 and to make the Loan contemplated thereby, and includes agreements, certificates, letters, opinions,
13 forms, receipts, and other similar instruments.

14 (7) "District" means the District of Columbia.

15 (8) "Financing Documents" means the documents other than Closing Documents
16 that relate to the financing or refinancing of transactions to be effected through the issuance, sale,
17 and delivery of the Bonds and the making of the Loan, including any offering document, and any
18 required supplements to any such documents.

19 (9) "Home Rule Act" means the District of Columbia Home Rule Act, approved
20 December 24, 1973 (87 Stat. 774; D.C. Official Code § 1-201.01 et seq.).

21 (10) "Issuance Costs" means all fees, costs, charges, and expenses paid or incurred
22 in connection with the authorization, preparation, printing, issuance, sale, and delivery of the Bonds
23 and the making of the Loan, including, but not limited to, underwriting, legal, accounting, rating

1 agency, and all other fees, costs, charges, and expenses incurred in connection with the development
2 and implementation of the Financing Documents, the Closing Documents, and those other
3 documents necessary or appropriate in connection with the authorization, preparation, printing,
4 issuance, sale, marketing, and delivery of the Bonds and the making of the Loan contemplated
5 thereby, together with financing fees, costs, and expenses, including program fees and
6 administrative fees charged by the District, fees paid to financial institutions and insurance
7 companies, initial letter of credit fees (if any), compensation to financial advisors and other persons
8 (other than full-time employees of the District) and entities performing services on behalf of or as
9 agents for the District.

10 (11) "Loan" means the District's lending of proceeds from the sale, in one or more
11 series, of the Bonds to the Borrower.

12 (12) "Project" means the financing, refinancing or reimbursing of all or a portion of
13 the Borrower's costs of:

14 (A) the acquisition, construction, equipping and development of an
15 approximately 110,000 square foot public charter school facility, approximately 4,000 square
16 foot community benefit space, and associated parking facilities benefitting both the public
17 charter school facility and the community benefit space (together, the "Facility"), and an
18 approximately 18,710 square adjacent recreation center, and associated parking facilities (the
19 "Recreation Center"), which are both to be located at 3999 8th Street, S.E. (also known as 700
20 Yuma Street, S.E.), Washington, D.C.;

21 (B) the purchase of certain equipment and furnishings for the Facility and
22 Recreation Center, together with other property, real and personal, functionally related and
23 subordinate thereto;

1 (C) funding certain working capital costs, to the extent financeable
2 relating to the Bonds;

3 (D) funding any credit enhancement costs, liquidity costs or debt service
4 reserve fund relating to the Bonds; and

5 (E) Paying allowable Issuance Costs.

6 Sec. 3. Findings.

7 The Council finds that:

8 (1) Section 490 of the Home Rule Act provides that the Council may by resolution
9 authorize the issuance of District revenue bonds, notes, or other obligations (including refunding
10 bonds, notes, or other obligations) to borrow money to finance, refinance, or reimburse and to assist
11 in the financing, refinancing, or reimbursing of undertakings in certain areas designated in section
12 490 and may effect the financing, refinancing, or reimbursement by loans made directly or
13 indirectly to any individual or legal entity, by the purchase of any mortgage, note, or other security,
14 or by the purchase, lease, or sale of any property.

15 (2) The Borrower has requested the District to issue, sell, and deliver revenue
16 bonds, in one or more series, in an aggregate principal amount not to exceed \$52 million, and to
17 make the Loan for the purpose of financing, refinancing, or reimbursing costs of the Project.

18 (3) The Project is located in the District and will contribute to the health, education,
19 safety, or welfare of, or the creation or preservation of jobs for, residents of the District, or to
20 economic development of the District.

21 (4) The Project is an undertaking in the area of elementary, secondary and college
22 and university facilities within the meaning of section 490 of the Home Rule Act.

1 (5) The authorization, issuance, sale, and delivery of the Bonds and the Loan to the
2 Borrower are desirable, are in the public interest, will promote the purpose and intent of section 490
3 of the Home Rule Act, and will assist the Project.

4 Sec. 4. Bond authorization.

5 (a) The Mayor is authorized pursuant to the Home Rule Act and this resolution to assist in
6 financing, refinancing, or reimbursing the costs of the Project by:

7 (1) The issuance, sale, and delivery of the Bonds, in one or more series, in an
8 aggregate principal amount not to exceed \$52 million; and

9 (2) The making of the Loan.

10 (b) The Mayor is authorized to make the Loan to the Borrower for the purpose of financing,
11 refinancing, or reimbursing the costs of the Project and establishing any fund with respect to the
12 Bonds as required by the Financing Documents.

13 (c) The Mayor may charge a program fee to the Borrower, including, but not limited to, an
14 amount sufficient to cover costs and expenses incurred by the District in connection with the
15 issuance, sale, and delivery of each series of the Bonds, the District's participation in the monitoring
16 of the use of the Bond proceeds and compliance with any public benefit agreements with the
17 District, and maintaining official records of each bond transaction and assisting in the redemption,
18 repurchase, and remarketing of the Bonds.

19 Sec. 5. Bond details.

20 (a) The Mayor and each Authorized Delegate is authorized to take any action reasonably
21 necessary or appropriate in accordance with this resolution in connection with the preparation,
22 execution, issuance, sale, delivery, security for, and payment of the Bonds of each series, including,

1 but not limited to, determinations of:

2 (1) The final form, content, designation, and terms of the Bonds, including a
3 determination that the Bonds may be issued in certificated or book-entry form;

4 (2) The principal amount of the Bonds to be issued and denominations of the
5 Bonds;

6 (3) The rate or rates of interest or the method for determining the rate or rates of
7 interest on the Bonds;

8 (4) The date or dates of issuance, sale, and delivery of, and the payment of interest
9 on the Bonds, and the maturity date or dates of the Bonds;

10 (5) The terms under which the Bonds may be paid, optionally or mandatorily
11 redeemed, accelerated, tendered, called, or put for redemption, repurchase, or remarketing before
12 their respective stated maturities;

13 (6) Provisions for the registration, transfer, and exchange of the Bonds and the
14 replacement of mutilated, lost, stolen, or destroyed Bonds;

15 (7) The creation of any reserve fund, sinking fund, or other fund with respect to the
16 Bonds;

17 (8) The time and place of payment of the Bonds;

18 (9) Procedures for monitoring the use of the proceeds received from the sale of the
19 Bonds to ensure that the proceeds are properly applied to the Project and used to accomplish the
20 purposes of the Home Rule Act and this resolution;

21 (10) Actions necessary to qualify the Bonds under blue sky laws of any jurisdiction
22 where the Bonds are marketed; and

1 (11) The terms and types of credit enhancement under which the Bonds may be
2 secured.

3 (b) The Bonds shall contain a legend, which shall provide that the Bonds are special
4 obligations of the District, are without recourse to the District, are not a pledge of, and do not
5 involve the faith and credit or the taxing power of the District, do not constitute a debt of the
6 District, and do not constitute lending of the public credit for private undertakings as prohibited in
7 section 602(a)(2) of the Home Rule Act.

8 (c) The Bonds shall be executed in the name of the District and on its behalf by the manual
9 or facsimile signature of the Mayor, and attested by the Secretary of the District of Columbia by the
10 Secretary of the District of Columbia's manual or facsimile signature. The Mayor's execution and
11 delivery of the Bonds shall constitute conclusive evidence of the Mayor's approval, on behalf of the
12 District, of the final form and content of the Bonds.

13 (d) The official seal of the District, or a facsimile of it, shall be impressed, printed, or
14 otherwise reproduced on the Bonds.

15 (e) The Bonds of any series may be issued in accordance with the terms of a trust instrument
16 to be entered into by the District and a trustee to be selected by the Borrower subject to the approval
17 of the Mayor, and may be subject to the terms of one or more agreements entered into by the Mayor
18 pursuant to section 490(a)(4) of the Home Rule Act.

19 (f) The Bonds may be issued at any time or from time to time in one or more issues and in
20 one or more series.

21 Sec. 6. Sale of the Bonds.

1 (a) The Bonds of any series may be sold at negotiated or competitive sale at, above, or
2 below par, to one or more persons or entities, and upon terms that the Mayor considers to be in the
3 best interest of the District.

4 (b) The Mayor or an Authorized Delegate may execute, in connection with each sale of the
5 Bonds, offering documents on behalf of the District, may deem final any such offering document on
6 behalf of the District for purposes of compliance with federal laws and regulations governing such
7 matters and may authorize the distribution of the documents in connection with the sale of the
8 Bonds.

9 (c) The Mayor is authorized to deliver the executed and sealed Bonds, on behalf of the
10 District, for authentication, and, after the Bonds have been authenticated, to deliver the Bonds to the
11 original purchasers of the Bonds upon payment of the purchase price.

12 (d) The Bonds shall not be issued until the Mayor receives an approving opinion from Bond
13 Counsel as to the validity of the Bonds of such series and, if the interest on the Bonds is expected to
14 be exempt from federal income taxation, the treatment of the interest on the Bonds for purposes of
15 federal income taxation.

16 Sec. 7. Payment and security.

17 (a) The principal of, premium, if any, and interest on, the Bonds shall be payable solely from
18 proceeds received from the sale of the Bonds, income realized from the temporary investment of
19 those proceeds, receipts and revenues realized by the District from the Loan, income realized from
20 the temporary investment of those receipts and revenues prior to payment to the Bond owners, other
21 moneys that, as provided in the Financing Documents, may be made available to the District for the

1 payment of the Bonds, and other sources of payment (other than from the District), all as provided
2 for in the Financing Documents.

3 (b) Payment of the Bonds shall be secured as provided in the Financing Documents and by
4 an assignment by the District for the benefit of the Bond owners of certain of its rights under the
5 Financing Documents and Closing Documents, including a security interest in certain collateral, if
6 any, to the trustee for the Bonds pursuant to the Financing Documents.

7 (c) The trustee is authorized to deposit, invest, and disburse the proceeds received from the
8 sale of the Bonds pursuant to the Financing Documents.

9 Sec. 8. Financing and Closing Documents.

10 (a) The Mayor is authorized to prescribe the final form and content of all Financing
11 Documents and all Closing Documents that may be necessary or appropriate to issue, sell, and
12 deliver the Bonds and to make the Loan to the Borrower.

13 (b) The Mayor is authorized to execute, in the name of the District and on its behalf, the
14 Financing Documents and any Closing Documents to which the District is a party by the Mayor's
15 manual or facsimile signature.

16 (c) If required, the official seal of the District, or a facsimile of it, shall be impressed,
17 printed, or otherwise reproduced on the Financing Documents and the Closing Documents to which
18 the District is a party.

19 (d) The Mayor's execution and delivery of the Financing Documents and the Closing
20 Documents to which the District is a party shall constitute conclusive evidence of the Mayor's
21 approval, on behalf of the District, of the final form and content of the executed Financing
22 Documents and the executed Closing Documents.

1 (e) The Mayor is authorized to deliver the executed and sealed Financing Documents and
2 Closing Documents, on behalf of the District, prior to or simultaneously with the issuance, sale, and
3 delivery of the Bonds, and to ensure the due performance of the obligations of the District contained
4 in the executed, sealed, and delivered Financing Documents and Closing Documents.

5 Sec. 9. Authorized delegation of authority.

6 To the extent permitted by District and federal laws, the Mayor may delegate to any
7 Authorized Delegate the performance of any function authorized to be performed by the Mayor
8 under this resolution.

9 Sec. 10. Limited liability.

10 (a) The Bonds shall be special obligations of the District. The Bonds shall be without
11 recourse to the District. The Bonds shall not be general obligations of the District, shall not be a
12 pledge of or involve the faith and credit or the taxing power of the District, shall not constitute a
13 debt of the District, and shall not constitute lending of the public credit for private undertakings as
14 prohibited in section 602(a)(2) of the Home Rule Act.

15 (b) The Bonds shall not give rise to any pecuniary liability of the District and the District
16 shall have no obligation with respect to the purchase of the Bonds.

17 (c) Nothing contained in the Bonds, in the Financing Documents, or in the Closing
18 Documents shall create an obligation on the part of the District to make payments with respect to
19 the Bonds from sources other than those listed for that purpose in section 7.

20 (d) The District shall have no liability for the payment of any Issuance Costs or for any
21 transaction or event to be effected by the Financing Documents.

22 (e) All covenants, obligations, and agreements of the District contained in this resolution,
23 the Bonds, and the executed, sealed, and delivered Financing Documents and Closing Documents to

1 which the District is a party, shall be considered to be the covenants, obligations, and agreements of
2 the District to the fullest extent authorized by law, and each of those covenants, obligations, and
3 agreements shall be binding upon the District, subject to the limitations set forth in this resolution.

4 (f) No person, including, but not limited to, the Borrower and any Bond owner, shall have
5 any claims against the District or any of its elected or appointed officials, officers, employees, or
6 agents for monetary damages suffered as a result of the failure of the District or any of its elected or
7 appointed officials, officers, employees or agents to perform any covenant, undertaking, or
8 obligation under this resolution, the Bonds, the Financing Documents, or the Closing Documents,
9 nor as a result of the incorrectness of any representation in or omission from the Financing
10 Documents or the Closing Documents, unless the District or its elected or appointed officials,
11 officers, employees, or agents have acted in a willful and fraudulent manner.

12 Sec. 11. District officials.

13 (a) Except as otherwise provided in section 10(f), the elected or appointed officials, officers,
14 employees, or agents of the District shall not be liable personally for the payment of the Bonds or be
15 subject to any personal liability by reason of the issuance, sale or delivery of the Bonds, or for any
16 representations, warranties, covenants, obligations, or agreements of the District contained in this
17 resolution, the Bonds, the Financing Documents, or the Closing Documents.

18 (b) The signature, countersignature, facsimile signature, or facsimile countersignature of
19 any official appearing on the Bonds, the Financing Documents, or the Closing Documents shall
20 be valid and sufficient for all purposes notwithstanding the fact that the individual signatory
21 ceases to hold that office before delivery of the Bonds, the Financing Documents, or the Closing
22 Documents.

23 Sec.12. Maintenance of documents.

1 Copies of the specimen Bonds and of the final Financing Documents and Closing
2 Documents shall be filed in the Office of the Secretary of the District of Columbia.

3 Sec.13. Information reporting.

4 Within three (3) days after the Mayor's receipt of the transcript of proceedings relating to
5 the issuance of the Bonds, the Mayor shall transmit a copy of the transcript to the Secretary to the
6 Council.

7 Sec. 14. Disclaimer.

8 (a) The issuance of Bonds is in the discretion of the District. Nothing contained in this
9 resolution, the Bonds, the Financing Documents, or the Closing Documents shall be construed as
10 obligating the District to issue any Bonds for the benefit of the Borrower or to participate in or assist
11 the Borrower in any way with financing, refinancing, or reimbursing the costs of the Project. The
12 Borrower shall have no claims for damages or for any other legal or equitable relief against the
13 District, its elected or appointed officials, officers, employees, or agents as a consequence of any
14 failure to issue any Bonds for the benefit of the Borrower.

15 (b) The District reserves the right to issue the Bonds in the order or priority it determines in
16 its sole and absolute discretion. The District gives no assurance and makes no representations that
17 any portion of any limited amount of bonds or other obligations, the interest on which is excludable
18 from gross income for federal income tax purposes, will be reserved or will be available at the time
19 of the proposed issuance of the Bonds.

20 (c) The District, by adopting this resolution or by taking any other action in connection with
21 financing, refinancing, or reimbursing costs of the Project, does not provide any assurance that the
22 Project is viable or sound, that the Borrower is financially sound, or that amounts owing on the

1 Bonds or pursuant to the Loan will be paid. Neither the Borrower, any purchaser of the Bonds, nor
2 any other person shall rely upon the District with respect to these matters.

3 Sec. 15. Expiration.

4 If any Bonds are not issued, sold, and delivered to the original purchaser within three (3)
5 years of the date of this resolution, the authorization provided in this resolution with respect to the
6 issuance, sale, and delivery of the Bonds shall expire.

7 Sec. 16. Severability.

8 If any particular provision of this resolution, or the application thereof to any person or
9 circumstance is held invalid, the remainder of this resolution and the application of such provision
10 to other persons or circumstances shall not be affected thereby. If any action or inaction
11 contemplated under this resolution is determined to be contrary to the requirements of applicable
12 law, such action or inaction shall not be necessary for the purpose of issuing the Bonds, and the
13 validity of the Bonds shall not be adversely affected.

14 Sec. 17. Compliance with public approval requirement.

15 This approval shall constitute the approval of the Council as required in section 147(f) of the
16 Internal Revenue Code of 1986, as amended, and section 490(k) of the Home Rule Act, for the
17 Project to be financed, refinanced, or reimbursed with the proceeds of the Bonds. This resolution
18 approving the issuance of the Bonds for the Project has been adopted by the Council after a public
19 hearing held at least seven (7) days after publication of notice in a newspaper of general circulation
20 in the District.

21 Sec. 18. Transmittal.

22 The Secretary to the Council shall transmit a copy of this resolution, upon its adoption, to
23 the Mayor.

1 Sec. 19. Fiscal impact statement.

2 The Council adopts the fiscal impact statement in the committee report as the fiscal impact
3 statement required by section 602(c)(3) of the Home Rule Act.

4 Sec. 20. Effective date.

5 This resolution shall take effect immediately.

KIPP D.C. Public Charter Schools Revenue Bond Project

FACT SHEET

KIPP D.C. Public Charter Schools has requested that the District issue up to \$52,000,000 in tax-exempt or taxable bonds to finance or refinance all the costs incurred by KIPP DC, (the "Borrower"), in connection with their new location 3999 8th SE, in Ward 8.

The Applicant

KIPP D.C. Public Charter Schools (formerly known as KIPP DC) ("KIPP DC") is a network of high performing, public, college-preparatory charter schools in Washington, D.C., which serves the City's under-resourced communities. In 2001, founder Susan Schaeffler and a team of dedicated educators established KIPP DC's first school, KEY Academy middle school, in a church basement in Anacostia. Beginning with 80 5th graders, KEY Academy has grown to become one of the highest performing public middle schools in the District. Today, KIPP DC serves more than 6,300 students in 16 schools at 6 campuses in D.C.'s most underserved neighborhoods - Shaw, Marshall Heights, Trinidad, and Anacostia. At full scale, KIPP DC expects to educate more than 7,480 students.

In addition to operating high-performing schools, KIPP DC is supported by two critical programs central to the goal of helping underserved students get to and through college and onto lives of opportunity-KIPP Through College (KTC) and Capital Teaching Residency (CTR). KTC supports KIPP DC alumni on their journey to a college degree - helping them navigate the application process, access financial aid, connect to summer internships, and build the advocacy and decision-making skills needed to persist and graduate. CTR is a teacher-training program designed to increase the pipeline of highly effective educators in the District. These programs, coupled with exceptional PreK3 through high school, make KIPP DC one of the highest performing public-school networks in the District of Columbia and a national model of excellence in urban education.

Proposed Project

The project is to provide for the debt financing (or refinancing) on a tax exempt or basis of all the costs incurred in connection with:

To provide for the debt financing (or refinancing) on a tax exempt or taxable basis of all of the costs incurred in connection with the acquisition, construction, equipping and development of the real estate comprising a high school campus for KIPP D.C. Public

Charter Schools and an adjacent recreation center located at 3999 8th Street, SE (also known as 700 Yuma Street, SE), Washington, D.C., together with associated parking facilities and other property, real and personal, and certain expenditures associated therewith including cost of issuance, reserve funds, credit costs and working capital (the "Project").

Financing Plan

A summary of the proposed sources and uses of funds is attached (see Table 1).

Feasibility/Structure/Security of the Bonds

Wye River Independent Financial Advisors will serve as financial advisor to the KIPP DC, Inc. Wye River Independent Financial Advisors has deemed this transaction financially feasible based on its assessment and analysis.

Public Purpose Benefits

The District of Columbia supports a robust network of high performing public charter schools giving District students more options for a high-quality education. KIPP DC Public Charter Schools has been a leader in the local and national charter school movement since 2001. KIPP DC has educated over 10,000 District of Columbia children and has a current enrollment of more than 6,300 District of Columbia children.

Tax Revenue

KIPP DC currently generates \$2,314,456 in DC Income Tax Revenue.

Employment

KIPP DC has a total of 1,166 employees in DC, of these employees 543 or are District residents with full time positions.

Upon completion of the project KIPP DC estimates having 1,271 employees' network wide, of which 592 employees will be District residents.

3 Years after project completion KIPP DC is anticipated to employ 1,357 network wide of which 632 will be District residents.

Legal and Regulatory Review

The law firm, Orrick, Herrington & Sutcliffe, LLP, bond counsel to the Industrial Revenue Bond Program, has preliminarily determined that the applicant is a 501(c)(3) organization and the project constitutes a permissible undertaking in education under Section 490(a)(1) of the District of Columbia Home Rule Act.

Based on the foregoing, we have determined that the proposed project complies with criteria for approval of a proposed financing through the District's Revenue Bond Program, and that the proposed project will promote industry, trade and commerce, enhance employment opportunities and contribute to community betterment.

Table 1
Financing Plan

	Total Cost	Tax-Exempt Bond Proceeds	Equity
Land and Building acquisition			
New Construction		\$49,200,000	
Refinance/Refunding			
Other Site Improvements			
Building Renovation			
Machinery & Equip			
Architectural & Engineering			
Development Consultant			
Cost of Issuance:		\$800,000	
Program Fee			
Bond Counsel Fees			
Borrower counsel fees (Bond Issuance)			
Other Counsel Fees			
Origination Fee			
Trustee's fees			
Contingency		\$2,000,000	
Debt Service Reserve Fund			
TOTALS:	\$52,000,000	\$52,000,000	

GOVERNMENT OF THE DISTRICT OF COLUMBIA
OFFICE OF THE ATTORNEY GENERAL



Commercial Division
Tax & Finance Section



MEMORANDUM

TO: William Liggins
Director, Revenue Bond Program
Office of the Deputy Mayor for Planning and Economic Development

FROM: Patrick Allen
Senior Assistant Attorney General
Commercial Division

DATE: October 30, 2020

SUBJECT: Legal Sufficiency Certification of the "KIPP DC Public Charter Schools
Revenue Bonds Project Approval Resolution of 2020".

This is to certify that the Commercial Division has reviewed the above-referenced resolution and found it to be legally sufficient. If you have any questions in this regard, please do not hesitate to call me at (202) 870-7485.

Patrick Allen

Patrick Allen
Senior Assistant Attorney General