



City of Conway, Arkansas  
CITY COUNCIL  
Agenda • October 24<sup>th</sup>, 2023  
[www.conwayarkansas.gov](http://www.conwayarkansas.gov)

Elected Officials  
Mayor Bart Castleberry  
City Clerk Michael O. Garrett  
City Attorney Charles Finkenbinder

Ward 1 Position 1 – Andy Hawkins  
Ward 1 Position 2 – David Grimes  
Ward 2 Position 1 – Anne Tucker  
Ward 2 Position 2 – Shelley Mehl  
Ward 3 Position 1 – Mark Ledbetter  
Ward 3 Position 2 – Cindy Webb  
Ward 4 Position 1 – Theodore Jones Jr.  
Ward 4 Position 2 – Shelia Isby

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<b>5:30pm:</b>	No Committee Meeting
<b>6:00pm:</b>	City Council Meeting • City Council Chambers • 1111 Main Street
<u>Call to Order:</u>	Bart Castleberry, Mayor
<u>Roll Call:</u>	Michael O. Garrett, Clerk/Treasurer
<u>Minutes Approval:</u>	October 10 <sup>th</sup> , 2023
<u>Monthly Financial Report:</u>	Month ending September 30, 2023

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**A. Public Hearings:**

1. Consideration to approve waiving all three readings for the ordinances on the Oct. 24<sup>th</sup>, 2023, City Council agenda.
2. Public hearing to discuss the Ordinance to approve the issuance of industrial development revenue bonds to finance the acquisition, construction, and equipment of land, buildings, or facilities for International Paper Company.
  - i. Ordinance to approve the issuance of industrial development revenue bonds to finance the acquisition, construction, and equipment of land, buildings, or facilities for International Paper Company.
3. Public hearing to discuss the Ordinance to approve the issuance of taxable industrial development revenue bonds to own, acquire, construct, reconstruct, improve, equip, and lease facilities for Tempus Conway DC LLC.
  - i. Ordinance to approve the issuance of taxable industrial revenue bonds to own, acquire, construct, reconstruct, improve, equip, and lease facilities for Tempus Conway DC LLC.
4. Public hearing to discuss the Ordinance to approve the issuance of taxable industrial development improvement revenue bonds to own, acquire, construct, reconstruct, improve, equip, and lease facilities to secure and develop industry for Westrock Beverage Company, LLC.
  - i. Ordinance to approve the issuance of taxable industrial development improvement revenue bonds to own, acquire, construct, reconstruct, improve, equip, and lease facilities for Westrock Beverage Company, LLC.

**B. Economic Development Committee (Conway Area Chamber of Commerce, Conway Development Corporation, Conway Downtown Partnership, & Conway Corporation).**

1. Resolution certifying local government endorsement of Westrock Beverage Company to participate in the Tax Back program.
2. Resolution certifying local government endorsement of FarmaKeio to participate in the Tax Back program.

**C. Community Development Committee (Airport, Community Development, Code Enforcement, Permits, Inspections, & Transportation, Planning & Development)**

1. Resolution requesting the Faulkner County Tax Collector to place a lien on 1310 Hamilton St. for expenses incurred by the City.
2. Ordinance to approve waiving the competitive bid process for demolishing a structure located at 811 Court Street for the Conway Transportation Department.
3. Ordinance to rezone property located at Lewis Ranch Road from A-1 to MF-2.

**D. Public Safety Committee (District Court, Department of Information Systems & Technology, Animal Welfare, CEOC (Communication Emergency Operations Center), Police, Fire, & Office of the City Attorney)**

1. Resolution to approve the bid for a roof replacement at Station #4 for the Conway Fire Department.
2. Ordinance appropriating funding to replenish the fuel budget for the Conway Police Department.
3. Ordinance waiving the bid process and approving the purchase of vehicles for the Conway Police Department.

**New Business:**

1. Resolution of a voluntary levy of two-tenths (.2) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for an Animal Shelter for the City of Conway.
2. Resolution of a voluntary levy of four-tenths (.4) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for a recreation assessment raising special revenue for the sole and exclusive purpose of providing additional funds for the purpose of construction, equipping, operating and maintaining the public recreation and playgrounds of City of Conway.
3. Resolution of a voluntary levy of four-tenths (.4) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for raising special revenue the exclusive purpose of operating and maintaining the cemeteries for the City of Conway.
4. Resolution of a levy of four-tenths (.4) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for raising special revenue for the Pension and Relief Fund for a Policeman's Pension and Relief Fund.
5. Resolution of a levy of four-tenths (.4) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for raising special revenue for the Pension and Relief Fund for a Fireman's Pension and Relief Fund.
6. Resolution of a levy of four-tenths (.4) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for raising special revenue for the Pension and Relief Fund for paid Non-uniformed employees.
7. Resolution of a levy of three (3.0) mill on the dollar be made upon the assessed valuation of all taxable real estate and personal property tax for raising General Fund Revenues.

**Adjournment**



City of Conway, Arkansas  
Monthly Financial Reports  
September 30, 2023

City of Conway  
 Monthly Financial Report - General Fund  
 For the month ended September 30, 2023



	<u>Budget</u>	<u>Month</u> <u>Activity</u>	<u>Year to Date</u>	<u>Encumbered</u>	<u>(Over)/Under</u> <u>Budget</u>	<u>%</u> <u>Expend/Collect</u>
<b>Revenues</b>						
Ad Valorem Tax	4,200,000	121,801	2,390,551		1,809,449	57%
Payments in Lieu of Tax	20,000	105,281	170,933		(150,933)	855%
State Tax Turnback	950,000	65,727	777,929		172,071	82%
Insurance Tax Turnback - LOPFI	1,300,000	445,992	1,131,021		168,979	87%
Sales Tax	28,200,000	2,328,357	21,524,230		6,675,770	76%
Beverage Tax	600,000	-	270,251		329,749	45%
Franchise Fees	3,829,200	334,442	3,246,242		582,958	85%
Office Space Leases	67,400	-	39,317		28,083	58%
Permits	560,500	77,271	564,271		(3,771)	101%
Public Safety	2,249,629	85,613	1,555,733		693,896	69%
Parks	630,000	20,071	731,091		(101,091)	116%
Insurance Proceeds	274,316	-	287,330		(13,014)	105%
Federal Grant Revenues	221,900	-	90,768		131,132	41%
State Grant Revenues	100,000	-	100,000		-	100%
Other Grant Revenues	3,000	-	3,000		-	100%
Interest Income	123,000	1,384	838,166		(715,166)	681%
Proceeds from Sale of Assets	-	-	9,684		(9,684)	-
Donations	9,250	3,800	12,830		(3,580)	139%
Miscellaneous Revenues	121,867	14,372	167,039		(45,172)	137%
Transfers from Other Funds	820,000	-	-		820,000	0%
<b>Total Revenues</b>	<b>44,280,063</b>	<b>3,604,111</b>	<b>33,910,386</b>		<b>10,369,677</b>	<b>77%</b>
<b>Expenditures</b>						
Admin (Mayor, HR)	1,148,291	115,086	781,281	28,021	338,989	68%
Finance	509,830	41,587	288,152	2,853	218,825	57%
City Clerk/Treasurer	170,444	18,234	121,216	-	49,228	71%
City Council	99,297	6,866	57,720	-	41,577	58%
Planning	712,567	125,258	517,799	9,284	185,484	73%
Physical Plant	936,928	115,266	651,487	5,236	280,205	70%
Information Technology	1,927,853	275,594	1,134,913	23,100	769,840	59%
Permits and Inspections	574,676	49,804	389,083	1,644	183,948	68%
Nondepartmental	1,786,992	23,779	1,508,392	20,036	258,564	84%
Police	16,619,711	1,713,713	11,805,249	246,469	4,567,993	71%
CEOC	1,721,095	131,207	924,081	18,338	778,676	54%
Animal Welfare	651,043	55,116	372,359	88,420	190,264	57%
Municipal District Court	1,021,716	100,392	780,519	62	241,135	76%
City Attorney	650,696	62,516	401,560	1,648	247,488	62%
Fire	15,755,873	1,503,964	10,938,493	399,194	4,418,185	69%
Parks	4,291,949	386,608	2,818,001	34,498	1,439,450	66%
<b>Total Expenditures</b>	<b>48,578,960</b>	<b>4,724,990</b>	<b>33,490,307</b>	<b>878,802</b>	<b>14,209,852</b>	<b>69%</b>
<b>Net Revenue/(Expense)</b>	<b>(4,298,897)</b>		<b>420,079</b>			

\*All figures are unaudited

Notes:

1) Budget column is current budget which includes all year-to-date adjustments, if any.

City of Conway  
General Fund  
2023



Fund Balance Appropriations

<u>Ordinance</u>	<u>Date</u>	<u>Description</u>	<u>Amount</u>
O-23-16	2/14/23	Contribution to Non-uniform pension plan	570,000
O-23-27	3/28/23	District Court building repair	12,242
O-23-32	4/25/23	Police overtime for ballparks	120,000
O-23-35	4/25/23	Downtown landscape maintenance; flower watering	30,000
O-23-50	7/11/23	Cybersecurity tools and services	90,871
			<u>\$ 823,113</u>

City of Conway  
 Balance Sheet - General Fund  
 As of September 30, 2023



Cash - Operating	16,603,667
Cash - Reserve	1,767,203
Petty Cash	715
Taxes Receivable	5,001,922
Accounts Receivable	4,905,836
Due from Other Funds	5,532
Due from Street	135,941
Due from Component Unit	252,255
Due from Municipal Court	55,548
Fuel Inventory	(10,672)
General Inventory	585
<b><i>Assets</i></b>	<b><u>28,718,534</u></b>
Accounts Payable	(54,147)
Insurance and Benefits Payable	193,166
Event Deposits	5,150
Held for Others - Crimestopper Reward	5,000
Held for Others - Performance Bonds	5,195
Due to Other Funds	16,078
Deferred Revenue	4,388,742
Unearned Revenue - City Hall Lease	960,000
<b><i>Liabilities</i></b>	<b><u>5,519,185</u></b>
<b><i>Fund Balance</i></b>	<b><u>23,199,349</u></b>
<b><i>Total Liabilities &amp; Fund Balance</i></b>	<b><u>28,718,534</u></b>

\*All figures are unaudited

City of Conway  
 Monthly Financial Report - Street Fund  
 For the month ended September 30, 2023



	<u>Budget</u>	<u>Month Activity</u>	<u>Year to Date</u>	<u>Encumbered</u>	<u>(Over)/Under Budget</u>	<u>% Expend/Collect</u>
<b>Revenues</b>						
Ad Valorem Tax	1,500,000	44,986	886,452		613,548	59%
Payments in Lieu of Tax	6,000	-	-		6,000	0%
State Tax Turnback	3,000,000	417,436	2,389,038		610,962	80%
State Tax Turnback - Other	1,800,000	14,722	1,249,710		550,290	69%
Severance Tax	279,000	5,085	131,413		147,587	47%
State Tax Turnback - Wholesale	400,000	36,356	307,403		92,597	77%
Sales Tax	400,000	32,624	301,593		98,407	75%
Sign Permits	-	-	540		(540)	-
Engineering Fees	15,000	400	5,450		9,550	36%
Interest Income	100,000	-	148,304		(48,304)	148%
Proceeds from Sale of Assets	-	-	24,600		(24,600)	-
Miscellaneous Revenues	-	-	759		(759)	-
<b>Total Revenues</b>	<b>7,500,000</b>	<b>551,610</b>	<b>5,445,262</b>	<b>-</b>	<b>2,054,738</b>	<b>73%</b>
<b>Expenditures</b>						
Personnel Costs	3,358,630	279,822	1,922,854	-	1,435,776	57%
Other Operating Costs	<u>4,240,370</u>	<u>103,814</u>	<u>2,774,382</u>	<u>87,282</u>	<u>1,378,705</u>	<u>65%</u>
Total Operating Costs	7,599,000	383,636	4,697,237	87,282	2,814,481	62%
Capital Outlay	<u>902,022</u>	<u>-</u>	<u>439,896</u>	<u>309,093</u>	<u>153,033</u>	<u>49%</u>
<b>Total Expenditures</b>	<b>8,501,022</b>	<b>383,636</b>	<b>5,137,133</b>	<b>396,375</b>	<b>2,967,514</b>	<b>60%</b>
<b>Net Revenue/(Expense)</b>	<b>(1,001,022)</b>		<b>308,129</b>			

\*All figures are unaudited

Notes:

- 1) Budget column is current budget which includes all year-to-date adjustments, if any.

City of Conway  
Street Fund  
2023



Fund Balance Appropriations

<u>Ordinance</u>	<u>Date</u>	<u>Description</u>	<u>Amount</u>
O-23-16	2/14/23	Contribution to Non-uniform pension plan	110,000



City of Conway  
Balance Sheet - Street Fund  
As of September 30, 2023



Cash - Operating	3,977,838
Taxes Receivable	70,086
Accounts Receivable	2,171,818
Due from Other Funds	9,647
<b><i>Assets</i></b>	<b><u>6,229,389</u></b>
Insurance and Benefits Payable	3,964
Due to General	135,941
Deferred Revenue	1,614,736
<b><i>Liabilities</i></b>	<b><u>1,754,641</u></b>
<b><i>Fund Balance</i></b>	<b>4,474,747</b>
<b><i>Total Liabilities &amp; Fund Balance</i></b>	<b><u>6,229,389</u></b>

\*All figures are unaudited

City of Conway  
 Monthly Financial Report - Sanitation  
 For the month ended September 30, 2023



	<u>Budget</u>	<u>Month Activity</u>	<u>Year to Date</u>	<u>Encumbered</u>	<u>(Over)/Under Budget</u>	<u>% Expend/Collect</u>
<b>Revenues</b>						
Sanitation Fee Rev-Residential	9,800,000	944,082	7,669,770		2,130,230	78%
Proceeds - Recycled Materials	350,000	27,815	331,206		18,794	95%
Landfill Fees - General	250,000	29,850	257,334		(7,334)	103%
Insurance Proceeds	-	-	196,717		(196,717)	-
Interest Income	200,000	-	766,330		(566,330)	383%
Proceeds from Sale of Assets	-	-	144,312		(144,312)	-
<b>Total Revenues</b>	<b>10,600,000</b>	<b>1,001,746</b>	<b>9,365,667</b>	<b>-</b>	<b>1,234,333</b>	<b>88%</b>
<b>Expenditures</b>						
Personnel Costs	5,898,153	611,678	4,251,257	1,850	1,645,045	72%
Other Operating Costs	<u>3,703,439</u>	<u>244,758</u>	<u>2,243,518</u>	<u>297,418</u>	<u>1,162,503</u>	<u>61%</u>
Total Operating Costs	9,601,592	856,436	6,494,775	299,268	2,807,548	68%
Capital Outlay	<u>3,065,316</u>	<u>1,752</u>	<u>2,368,672</u>	<u>-</u>	<u>696,644</u>	<u>77%</u>
<b>Total Expenditures</b>	<b>12,666,908</b>	<b>858,187</b>	<b>8,863,447</b>	<b>299,268</b>	<b>3,504,193</b>	<b>70%</b>
<b>Net Revenue/(Expense)</b>	<b>(2,066,908)</b>		<b><u>502,220</u></b>			

\*All figures are unaudited

Notes:

- 1) Budget column is current budget which includes all year-to-date adjustments, if any.
- 2) Capital outlay is shown here for budgeting purposes, but only depreciation expense will be recorded at year end.

City of Conway  
Sanitation Fund  
2023



Fund Balance Appropriations

<u>Ordinance</u>	<u>Date</u>	<u>Description</u>	<u>Amount</u>
O-23-16	2/14/23	Contribution to Non-uniform pension plan	310,000
O-23-57	8/8/23	Relocation of sanitary sewer force main pipe	300,000
			<u>\$ 610,000</u>

City of Conway  
 Balance Sheet - Sanitation  
 As of September 30, 2023



Cash - Operating	15,002,271
Petty Cash	200
Post Closure Cash Account	6,526,517
Due from Component Unit	938,781
General Inventory	2,122
Land & Buildings	2,325,821
Infrastructure	735,789
Machinery, Equipment & Vehicles	2,600,651
Deferred Outflows of Resources	1,333,878
Deferred Outflows of Resources-OPEB	263,454
<b><i>Assets</i></b>	<b><u>29,729,484</u></b>
Accounts Payable	1,532
Insurance and Benefits Payable	1,171
Compensated Absences	229,958
Net Pension Obligation	12,456,380
Deferred Inflows of Resources	1,982,402
Deferred Inflows of Resources-OPEB	114,568
Net OPEB Liability	1,069,934
Due to Other Funds	4,104
Landfill Close/Post Close	8,362,165
<b><i>Liabilities</i></b>	<b><u>24,222,213</u></b>
<b><i>Net Position</i></b>	<b><u>5,507,271</u></b>
<b><i>Total Liabilities and Net Position</i></b>	<b><u>29,729,484</u></b>

\*All figures are unaudited

Note: Capital assets shown at book value (cost less accumulated depreciation).

City of Conway  
 Monthly Financial Report - Airport  
 For the month ended September 30, 2023



<b>Revenues</b>	<b>Budget</b>	<b>Month Activity</b>	<b>Year to Date</b>	<b>Encumbered</b>	<b>(Over)/Under Budget</b>	<b>% Expend/Collect</b>
Sales Tax	25,000	3,499	32,915		(7,915)	132%
Airport Fuel Sales	1,638,224	176,545	1,430,473		207,751	87%
T-Hangar Rent	183,780	6,415	149,179		34,601	81%
Community Hangar Rent	48,000	3,000	33,000		15,000	69%
Ground Leases	20,257	-	20,258		(1)	100%
Misc Revenue - Non air	9,700	200	18,543		(8,843)	191%
Insurance Proceeds	10,682	-	-		10,682	0%
Proceeds from Sale of Assets	2,000	-	8,713		(6,713)	436%
Miscellaneous Revenues	20,090	1,924	19,655		435	98%
<b>Total Revenues</b>	<b>1,957,733</b>	<b>191,583</b>	<b>1,712,735</b>	<b>-</b>	<b>244,998</b>	<b>87%</b>
<b>Expenditures</b>						
Personnel Costs	408,999	36,902	265,020	-	143,979	65%
Fuel for Resale	1,100,000	137,608	1,164,346	-	(64,346)	106%
Other Operating Costs	203,982	5,522	109,296	7,920	86,766	54%
Total Operating Costs	1,712,981	180,032	1,538,661	7,920	166,399	90%
Capital Outlay	110,400	-	24,918	25,159	60,323	23%
<b>Total Expenditures</b>	<b>1,823,381</b>	<b>180,032</b>	<b>1,563,579</b>	<b>33,079</b>	<b>226,723</b>	<b>86%</b>
<b>Net Revenue/(Expense)</b>	<b>134,352</b>		<b>149,156</b>			

\*All figures are unaudited

Notes:

- 1) Budget column is current budget which includes all year-to-date adjustments, if any.
- 2) Capital outlay is shown here for budgeting purposes, but only depreciation expense will be recorded at year end.

City of Conway  
Airport Fund  
2023



Fund Balance Appropriations

<u>Ordinance</u>	<u>Date</u>	<u>Description</u>	<u>Amount</u>
O-23-16	2/14/23	Contribution to Non-uniform pension plan	10,000
O-23-31	4/11/23	Add a Line Technician position	35,210
			<u>\$ 45,210</u>

City of Conway  
 Balance Sheet - Airport  
 As of September 30, 2023



Cash - Operating	352,439
Taxes Receivable	6,101
Accounts Receivable - Fuel Vendor	54,718
Fuel Inventory	81,345
Land	1,254,473
Buildings	5,173,716
Machinery & Equipment	121,754
Infrastructure	22,007,474
Deferred Outflows of Resources-OPEB	10,784
<b><i>Assets</i></b>	<b><u>29,062,802</u></b>
Compensated Absences	17,855
Net OPEB Liability	43,795
Deferred Inflows of Resources-OPEB	4,690
Due to General	1,429
Note Payable	600,000
<b><i>Liabilities</i></b>	<b><u>667,769</u></b>
<b><i>Net Position</i></b>	<b><u>28,395,034</u></b>
<b><i>Total Liabilities &amp; Net Position</i></b>	<b><u>29,062,802</u></b>

\*All figures are unaudited

Note: Capital assets shown at book value (cost less accumulated depreciation).

City of Conway  
Monthly Financial Report - Major Project Funds  
As of September 30, 2023



Parks and Rec A&P Tax

Balance, 8/31/23	3,120,648
Receipts	429,421
Payments	(187,194)
Balance, 9/30/23	\$ 3,362,875

Pay as you go Sales Tax

Balance, 8/31/23	11,235,306
Receipts	53,616
Payments	(276,729)
Balance, 9/30/23	\$ 11,012,193

Street Impact Fees

Balance, 8/31/23	2,377,616
Receipts	51,414
Payments	(227,107)
Balance, 9/30/23	\$ 2,201,923

Parks Impact Fees

Balance, 8/31/23	670,757
Receipts	18,080
Payments	-
Balance, 9/30/23	\$ 688,837

Street Sales Tax

Balance, 8/31/23	22,873,798
Receipts	109,694
Payments	(1,992)
Balance, 9/30/23	\$ 22,981,501



City of Conway, Arkansas  
Office of the Mayor

# Memo:

**To:** Mayor Bart Castleberry  
**CC:** City Council Members  
**From:** Felicia Rogers  
**Date:** October 19<sup>th</sup>, 2023  
**Re:** October 24<sup>th</sup>, 2023 City Council Agenda

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The following ordinances are included on the October 24<sup>th</sup>, 2023, agenda for consideration of waiving the three readings of each ordinance:

1. A-2
  - i. Ordinance to approve the issuance of revenue bonds to finance the acquisition, construction, and equipment of land, buildings, or facilities for International Paper Company.
2. A-3
  - i. Ordinance to approve the issuance of revenue bonds to own, acquire, construct, reconstruct, improve, equip, and lease facilities for Tempus Conway DC LLC.
3. A-4
  - i. Ordinance to approve the issuance of revenue bonds to own, acquire, construct, reconstruct, improve, equip, and lease facilities for Westrock Beverage Company, LLC.
4. C-2 - Ordinance to approve waiving the competitive bid process for demolishing a structure located at 811 Court Street for the Conway Transportation Department.
5. C-3 - Ordinance to rezone property located at Lewis Ranch Road from A-1 to MF-2.
6. D-2 - Ordinance appropriating funding to replenish the fuel budget for the Conway Police Department.
7. D-3 - Ordinance waiving the bid process and approving the purchase of vehicles for the Conway Police Department.

## NOTICE OF PUBLIC HEARING

Notice is hereby given that a public hearing will be held before the City Council of the City of Conway, Arkansas (the “City Council”), at 6:00 p.m., on Tuesday, October 24, 2023, in the usual meeting place of the City Council in the City of Conway Council Chambers Building at 1111 Main Street, Conway, Arkansas 72032, on the question of the adoption of an ordinance authorizing the issuance of not to exceed \$14,000,000 principal amount of industrial development revenue bonds on application of International Paper Company, a New York corporation (the “Company”). The bonds will be issued under applicable laws of the State of Arkansas, including particularly Title 14, Chapter 164, Subchapter 2 of the Arkansas Code of 1987 Annotated, to finance the costs of acquiring, constructing and equipping facilities at the Company’s plant located at 730 Enterprise Drive, Conway, Arkansas 72032, including, but not limited to, a lithographic press and sheeter and roof improvements and related equipment and modifications at the plant.

The Company will pay lease rentals to the City of Conway, Arkansas (the “City”) sufficient to provide for the payment of the principal of, premium, if any, and interest on the bonds, as due. The bonds will not be general obligations of the City, but will be special obligations, and in no event will they constitute an indebtedness of the City within the meaning of any constitutional or statutory limitation.

Interested persons may appear at the public hearing and express their views on the proposed issuance of the bonds. At the hearing all objections and suggestions will be heard and considered, and the City Council will take such action as is deemed proper in the premises.

Dated: October \_\_, 2023  
City of Conway, Arkansas

PUBLICATION INSTRUCTIONS: Publish one time on or before October 13, 2023 in *The Log Cabin Democrat*. Send two (2) proofs of publication to McGuireWoods, 500 East Pratt Street, Suite 1000, Baltimore, Maryland 21202, Attention: Barbara Larson.

ORDINANCE NO. 23-\_\_\_

**AN ORDINANCE AUTHORIZING THE ISSUANCE OF INDUSTRIAL DEVELOPMENT REVENUE BONDS FOR THE PURPOSE OF FINANCING CERTAIN INDUSTRIAL FACILITIES; AUTHORIZING A LEASE AND FINANCING AGREEMENT, AMONG THE CITY OF CONWAY, ARKANSAS, INTERNATIONAL PAPER COMPANY AND THE PURCHASER NAMED THEREIN, SECURING THE BONDS; AUTHORIZING AN AGREEMENT FOR PAYMENTS IN LIEU OF TAXES FROM INTERNATIONAL PAPER COMPANY AND ACCEPTED BY THE CITY OF CONWAY, ARKANSAS; AUTHORIZING THE SALE OF THE BONDS; AND AUTHORIZING AND PRESCRIBING OTHER MATTERS PERTAINING THERETO.**

WHEREAS, the City of Conway, Arkansas (the “City”), is authorized and empowered under the provisions of Title 14, Chapter 164, Subchapter 2 of the Arkansas Code of 1987 Annotated, as amended (the “Act”), to issue revenue bonds and to expend the proceeds thereof to finance the acquisition, construction and equipment of land, buildings or facilities which can be used in securing or developing industry; and

WHEREAS, International Paper Company, a New York corporation (the “Company”), operates an industrial plant in the City located at 730 Enterprise Drive, Conway, Arkansas 72032 (the “Plant”); and

WHEREAS, it is proposed that the City issue its revenue bonds under the Act for the purpose of financing the cost of acquiring, constructing and equipping facilities at the Plant, including, but not limited to, a lithographic press and sheeter and roof improvements and related equipment and modifications at the Plant (the “Project”), and paying the expenses of issuing such bonds; and

WHEREAS, pursuant to and in accordance with applicable provisions of Arkansas law, including the Act, a public hearing was held on the date hereof before the City Council of the City (the “City Council”) on the question of the issuance of such revenue bonds under the Act; and

WHEREAS, after due consideration, the City is now prepared to proceed with financing the Project and to issue and sell its revenue bonds under the provisions of the Act in the aggregate principal amount of not to exceed \$14,000,000 (the “Bonds”), to provide such financing; and

WHEREAS, the Project will be leased by the City to the Company for lease rentals sufficient to provide for the payment of the principal of, premium, if any, and interest on the Bonds, as due; and

WHEREAS, copies of the hereinafter described Lease and Financing Agreement and Agreement for Payments in Lieu of Taxes, each in substantially final form, have been presented to and are before this meeting.

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Conway, Arkansas:

Section 1. The City Council hereby finds that the completion of the Project, and the issuance of the Bonds to finance the same, will retain substantial employment and payrolls and will thereby secure and develop industry in the City.

Section 2. The issuance of the Bonds is hereby authorized. The Bonds shall be issued in the aggregate principal amount of \$14,000,000, or such lesser amount as shall be requested by the Company. The Bonds shall be in the forms and denominations, shall be numbered, shall be designated, shall be dated, shall be payable, and shall be subject to redemption prior to maturity all upon the terms and conditions recommended by the Company and to be set forth in the Lease and Financing Agreement (hereinafter authorized) securing the Bonds. The Bonds shall mature in the year 2044 and shall bear interest at a fixed rate per annum as shall be recommended by the Company, but not to exceed 8% per annum.

Section 3. The Bonds shall be sold to IP Eagle LLC, or such other purchaser as shall be designated by the Company (the “Purchaser”), for the purchase price of 100% of par.

Section 4. To prescribe the terms and conditions upon which the Bonds are to be executed, authenticated, issued, accepted, held and secured, the Mayor is hereby authorized and directed to execute and acknowledge a Lease and Financing Agreement (the “Lease and Financing Agreement”), by and among the City, the Company and the Purchaser, and the City Clerk is hereby authorized and directed to execute and acknowledge the Lease and Financing Agreement and to affix the seal of the City thereto, and the Mayor and City Clerk are hereby authorized and directed to cause the Lease and Financing Agreement to be accepted, executed and acknowledged by the Company and the Purchaser. The Lease and Financing Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor is hereby authorized to confer with the Company and the Purchaser and others in order to complete the Lease and Financing Agreement in substantially the form submitted to this meeting with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

Section 5. To prescribe certain terms and conditions related to the Project, the Mayor is hereby authorized and directed to execute and acknowledge an Agreement for Payments in Lieu of Taxes (the “PILOT Agreement”), from the Company and accepted by the City, and the Mayor is hereby authorized and directed to cause the PILOT Agreement to be accepted, executed and acknowledged by the Company. The PILOT Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor is hereby authorized to confer with the Company and others in order to complete the PILOT Agreement in substantially the form submitted to this meeting with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

Section 6. Because the undertaking authorized hereby involves the accomplishment of industrial facilities, pursuant to applicable laws of the State of Arkansas, including particularly the Act, competitive bidding is waived.

Section 7. The Mayor and City Clerk, for and on behalf of the City, are hereby authorized and directed to do any and all things necessary to effect the execution and delivery of the documents herein authorized and the performance of all obligations of the City thereunder, the issuance, execution, sale and delivery of the Bonds, and the performance of all acts of whatever nature necessary to effect and carry out the authority conferred by this Ordinance. The Mayor and City Clerk are hereby further authorized and directed, for and on behalf of the City, to execute all papers, documents, certificates and other instruments that may be required for the carrying out of such authority or to evidence the exercise thereof.

Section 8. The City Clerk is hereby authorized and directed to file in the office of the City Clerk, as a part of the minutes of the meeting at which this Ordinance is adopted, for inspection by any interested person a copy of the Lease and Financing Agreement, and such document shall be on file for inspection by any interested person.

Section 9. The provisions of this Ordinance are hereby declared to be separable, and if any section, phrase or provision shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions.

Section 10. All ordinances, resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

PASSED: October 24<sup>th</sup>, 2023

APPROVED:

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Mayor Bart Castleberry

ATTEST:

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Michael O. Garrett  
City Clerk/Treasurer

(SEAL)

## NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held at the time and place set forth below before the Mayor and the City Council of the City of Conway, Arkansas (the “City”), on the question of the adoption of an ordinance authorizing the issuance of not to exceed \$85,000,000 in aggregate principal amount of a Taxable Industrial Development Revenue Bond (Tempus Conway DC, LLC Project), Series 2023 (the “Bond”), by the City, under the authority of Act No. 9 of the First Extraordinary Session of the Sixty-Second General Assembly of the State of Arkansas, approved January 21, 1960, as amended. The Bond will be issued to provide financing for the acquisition, construction and equipping of certain industrial facilities (the “Project”) to be located on approximately 30.85 acres at 1430 William J. Clark Drive in the City to be utilized in the distribution and sale of coffee, tea, liquid extracts and allied products by Westrock Beverage Company, LLC, an Arkansas limited liability company, or an affiliate thereof or a successor thereto (the “Company”).

The Project will be owned by the City and leased to Tempus Conway DC, LLC, an Arkansas limited liability company (the “Lessee”), pursuant to a lease agreement providing for rental payments by the Lessee sufficient in amount to provide for the payment of principal, premium, if any, and interest on the Bond. The Lessee’s leasehold interest in the Project will be subleased by the Lessee to the Company.

Any persons interested may express their views, both orally and in writing, on the proposed issuance of the Bond and on the location and nature of Project improvements to be financed before the Mayor and City Council at a public hearing to be held on Tuesday, October 24, 2023, at 6:00 p.m. in the City Council Chambers, 1111 Main Street, Conway, Arkansas. At such hearing, all objections and suggestions will be heard and considered, and such action will be taken as is deemed proper in response to said suggestion and objections.

Dated: October 13, 2023

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PUBLICATION INSTRUCTIONS: Publish one time on or before October 14, 2023 in *The Log Cabin Democrat*. Send two (2) proofs of publication to Kutak Rock LLP, 124 West Capitol Avenue, Suite 2000, Little Rock, AR 72201, Attn: Gordon M. Wilbourn.

**ORDINANCE NO. \_\_\_\_\_**

**AN ORDINANCE AUTHORIZING THE ISSUANCE OF A TAXABLE INDUSTRIAL DEVELOPMENT REVENUE BOND UNDER THE AUTHORITY OF ACT NO. 9 OF 1960, AS AMENDED, FOR THE PURPOSE OF SECURING AND DEVELOPING INDUSTRY WITHIN THE CITY; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT PROVIDING FOR THE SALE OF THE BOND; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE SECURING THE BOND; AUTHORIZING THE EXECUTION AND DELIVERY OF A LEASE AGREEMENT BETWEEN THE CITY, AS LESSOR, AND TEMPUS CONWAY DC, LLC, AS LESSEE; AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT FOR PAYMENTS IN LIEU OF TAXES; AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS RELATING TO THE ISSUANCE OF THE BOND; AND PRESCRIBING OTHER MATTERS RELATING THERETO.**

**WHEREAS**, the City of Conway, Arkansas (the “City”) is authorized under the provisions of Amendment 65 to the Constitution of the State of Arkansas (“Amendment 65”) and the Municipalities and Counties Industrial Development Revenue Bond Law, Arkansas Code Annotated Sections 14-164-201 *et seq.* (the “Act”), to own, acquire, construct, reconstruct, improve, equip and lease facilities to secure and develop industry and to assist in the financing thereof by the issuance of bonds payable from the revenues derived from such facilities; and

**WHEREAS**, as defined in the Act, “industry” includes manufacturing facilities, warehouses, distribution facilities, repair and maintenance facilities, and corporate and management offices for industry; and

**WHEREAS**, the necessary arrangements have been made with Tempus Conway DC, LLC, an Arkansas limited liability company (the “Company”), to provide for the financing of an industrial project consisting of the acquisition, construction and equipping of distribution facilities of approximately 540,000 square feet (the “Project”) to be located on approximately 30.85 acres at 1430 William J. Clark Drive within the corporate boundaries of the City; and

**WHEREAS**, in order to secure and develop industry within the City in accordance with the provisions of Amendment 65 and the Act, the City desires to assist the Company in the financing of the Project costs through the issuance of the City’s Not to Exceed \$85,000,000 Taxable Industrial Development Revenue Bond (Tempus Conway DC, LLC Project), Series 2023 (the “Bond”); and

**WHEREAS**, an open public hearing on the question of the issuance of the Bond was held before the City Council on October 24, 2023, following publication of notice in *The Log Cabin Democrat* on October 14, 2023; and



**WHEREAS**, the Bond will be issued pursuant to the terms and provisions of a Trust Indenture to be dated as of the date of delivery of the Bond (the “Indenture”), by and between the City and First Security Bank, Searcy, Arkansas, as trustee (the “Trustee”); and

**WHEREAS**, the necessary arrangements have been made by the City to lease the property constituting the Project to the Company pursuant to the terms of a Lease Agreement to be dated as of the date of delivery of the Bond (the “Lease Agreement”); and

**WHEREAS**, the Company’s leasehold interest in the property constituting the Project will be subleased by the Company to Westrock Beverage Company, LLC, an Arkansas limited liability company (“Westrock”), to be utilized by Westrock in the distribution and sale of its coffee, tea, liquid extracts and allied products; and

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS, THAT:**

Section 1. The City Council makes the following findings and determinations:

(a) Based on information compiled and released by the Arkansas Division of Workforce Services, unemployment in Faulkner County during August of 2023 averaged 2.9%. Completion of the Project is expected to provide additional employment and other benefits to residents of the City.

(b) The Company intends to sublease the Project to Westrock for use in the distribution and sale of Westrock’s coffee, tea, liquid extracts and allied products.

(c) The Company’s and Westrock’s presence within the City is expected to be an important factor in the economic well-being and employment base for the City and its inhabitants.

(d) The Bond shall not constitute a general obligation of the City within the meaning of any constitutional or statutory limitation, but shall be a special limited obligation of the City as provided in the Act, the principal and interest on which shall be payable solely from the revenues or other receipts, funds, monies and property pledged therefor under the Indenture.

Section 2. There is hereby authorized and directed the issuance from time to time of the Bond and the sale thereof to the Company or an affiliate thereof (the “Purchaser”), pursuant to the terms and provisions of a Bond Purchase Agreement to be dated as of the date of delivery of the Bond (the “Bond Purchase Agreement”), which Bond Purchase Agreement is specifically approved in Section 3 hereof. The Bond shall be sold at the purchase price of par plus accrued interest, if any, and shall be issued and delivered according to the terms and provisions of the Bond Purchase Agreement. The Bond shall be issued in the original aggregate principal amount of not to exceed Eighty-Five Million Dollars (\$85,000,000), shall be dated as of the date of its delivery, shall have a final maturity of December 1, 2053, shall bear interest at the rate of 5.00% per annum, shall be in the form, and shall be issued upon the terms and conditions recommended by the Company, all as more particularly set forth in the Trust Indenture approved in Section 4 hereof. The Mayor is hereby authorized and directed to execute and deliver the Bond at such time as requested by the Company, and the City Clerk is hereby authorized and directed to execute and deliver the Bond and to affix the seal of the City thereto, and the Mayor and City Clerk are hereby authorized and directed to cause the Bond to be authenticated by the Trustee.

Section 3. To prescribe the terms and conditions upon which the Bond is to be sold to the Purchaser, the Mayor is hereby authorized and directed to execute at the request of the Company the Bond Purchase Agreement on behalf of the City, by and between the City and the Purchaser, and approved by the Company. The Bond Purchase Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Purchaser, the Company and Kutak Rock LLP, Little Rock, Arkansas (“Bond Counsel”), in order to complete the Bond Purchase Agreement in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the Bond Purchase Agreement in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 4. To prescribe the terms and conditions upon which the Bond is to be secured, executed, authenticated, issued, accepted and held, the Mayor and the City Clerk are hereby authorized and directed to execute, acknowledge and deliver the Trust Indenture, by and between the City and the Trustee, and the Mayor and City Clerk are hereby authorized and directed to cause the Trust Indenture to be accepted, executed and acknowledged by the Trustee. The Trust Indenture is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Trustee, the Company, the Purchaser and Bond Counsel in order to complete the Trust Indenture in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the Trust Indenture in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 5. There is hereby authorized and directed the execution and delivery of the Lease Agreement by and between the City, as lessor, and the Company, as lessee, and the Mayor and the City Clerk are hereby authorized to execute, acknowledge and deliver the Lease Agreement for and on behalf of the City. The Lease Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Company, the Trustee, the Purchaser and Bond Counsel in order to complete the Lease Agreement in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the Lease Agreement in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 6. The City and the Company recognize that under Article 16, Section 5, of the Constitution of the State of Arkansas, as interpreted under past decisions of the Supreme

Court of the State of Arkansas applicable to facilities financed pursuant to the Act, including particularly the case of Wayland v. Snapp, 232 Ark. 57, 334 S.W.2d 663 (1960), the Project will be exempt from *ad valorem* taxation. Although the City makes no representation as to the continued precedential value of such past decisions, the Company has agreed to enter into an Agreement for Payments in Lieu of Taxes to be dated as of the date of its execution (the “PILOT Agreement”) requiring the Company to make certain payments in lieu of all *ad valorem* taxes which would otherwise be levied on the Project real property by local public bodies with taxing power. In order to provide for such payments, there is hereby authorized and directed the execution and delivery of the PILOT Agreement, and the Mayor is hereby authorized to execute and deliver the PILOT Agreement for and on behalf of the City. The PILOT Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Company and Bond Counsel in order to complete the PILOT Agreement in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the PILOT Agreement in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 7. The Mayor and City Clerk, for and on behalf of the City, are hereby authorized and directed to do any and all things necessary to effect the execution and delivery of the Bond, the Bond Purchase Agreement, the Trust Indenture, the Lease Agreement and the PILOT Agreement, and to perform all of the City’s obligations under and pursuant thereto. The Mayor and the City Clerk are hereby further authorized and directed, for and on behalf of the City, to execute all papers, documents, certificates and other instruments that may be required for the carrying out of such authority or to evidence the exercise thereof.

Section 8. Because the City is here involved with the acquisition and equipping of a complex industrial project requiring highly specialized work and specialized types of machinery and equipment, it has been and is hereby determined by the City Council that competitive bidding be, and the same is hereby, waived as to this particular industrial project. This action is taken by the City pursuant to applicable laws of the State of Arkansas, including particularly the Act.

Section 9. Kutak Rock LLP, Little Rock, Arkansas, is hereby appointed as Bond Counsel with respect to the issuance of the Bond, the fees and expenses of which firm shall be costs of the Project and paid from the proceeds of the Bond or by Westrock.

Section 10. The provisions of this Ordinance are hereby declared to be severable, and if any section, phrase or provision shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions.

Section 11. All ordinances, resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

ADOPTED: \_\_\_\_\_, 2023.

\_\_\_\_\_  
Mayor

ATTEST:

\_\_\_\_\_  
City Clerk

(S E A L)

## NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held at the time and place set forth below before the Mayor and the City Council of the City of Conway, Arkansas (the “City”), on the question of the adoption of an ordinance authorizing the issuance of not to exceed \$300,000,000 in aggregate principal amount of a Taxable Industrial Development Revenue Improvement and Refunding Bond (Westrock Beverage Company, LLC Project), Series 2023 (the “Series 2023 Bond”), by the City, under the authority of Act No. 9 of the First Extraordinary Session of the Sixty-Second General Assembly of the State of Arkansas, approved January 21, 1960, as amended. The Series 2023 Bond will be issued (i) to refund the City’s outstanding not to exceed \$160,000,000 Taxable Industrial Development Revenue Bond (Westrock Beverage Company, LLC Project), Series 2021 (the “Series 2021 Bond”), and (ii) to provide financing for the acquisition, renovation, refurbishment and equipping of certain industrial facilities (the “Project”) located at 480 Exchange Avenue in the City to be utilized in the production and sale of coffee, tea, liquid extracts and allied products by Westrock Beverage Company, LLC, an Arkansas limited liability company, or an affiliate thereof or successor thereto (the “Company”). The Series 2021 Bond financed initial portions of the Project.

The Project will be owned by the City and leased to the Company pursuant to a lease agreement providing for rental payments by the Company sufficient in amount to provide for the payment of principal, premium, if any, and interest on the Series 2023 Bond.

Any persons interested may express their views, both orally and in writing, on the proposed issuance of the Series 2023 Bond and on the location and nature of the Project improvements to be financed before the Mayor and City Council at a public hearing to be held on Tuesday, October 24, 2023, at 6:00 p.m. in the City Council Chambers, 1111 Main Street, Conway, Arkansas. At such hearing, all objections and suggestions will be heard and considered, and such action will be taken as is deemed proper in response to said suggestion and objections.

Dated: October 13, 2023

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PUBLICATION INSTRUCTIONS: Publish one time on or before October 14, 2023 in *The Log Cabin Democrat*. Send two (2) proofs of publication to Kutak Rock LLP, 124 West Capitol Avenue, Suite 2000, Little Rock, AR 72201, Attn: Gordon M. Wilbourn.

**ORDINANCE NO. \_\_\_\_\_**

**AN ORDINANCE AUTHORIZING THE ISSUANCE OF A TAXABLE INDUSTRIAL DEVELOPMENT REVENUE IMPROVEMENT AND REFUNDING BOND UNDER THE AUTHORITY OF ACT NO. 9 OF 1960, AS AMENDED, FOR THE PURPOSE OF SECURING AND DEVELOPING INDUSTRY WITHIN THE CITY; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT PROVIDING FOR THE SALE OF THE BOND; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE SECURING THE BOND; AUTHORIZING THE EXECUTION AND DELIVERY OF A LEASE AGREEMENT BETWEEN THE CITY, AS LESSOR, AND WESTROCK BEVERAGE COMPANY, LLC, AS LESSEE; AUTHORIZING THE EXECUTION AND DELIVERY OF AN AMENDED AND RESTATED AGREEMENT FOR PAYMENTS IN LIEU OF TAXES; AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS RELATING TO THE ISSUANCE OF THE BOND; AND PRESCRIBING OTHER MATTERS RELATING THERETO.**

**WHEREAS**, the City of Conway, Arkansas (the “City”) is authorized under the provisions of Amendment 65 to the Constitution of the State of Arkansas (“Amendment 65”) and the Municipalities and Counties Industrial Development Revenue Bond Law, Arkansas Code Annotated Sections 14-164-201 *et seq.* (the “Act”), to own, acquire, construct, reconstruct, improve, equip and lease facilities to secure and develop industry and to assist in the financing thereof by the issuance of bonds payable from the revenues derived from such facilities; and

**WHEREAS**, as defined in the Act, “industry” includes manufacturing facilities, warehouses, distribution facilities, repair and maintenance facilities, and corporate and management offices for industry; and

**WHEREAS**, Westrock Beverage Company, LLC, an Arkansas limited liability corporation engaged in the production and sale of coffee, tea, liquid extracts and allied products (the “Company”), has acquired, and is in the process of renovating, rehabilitating and equipping, a production facility (the “Project”) located on approximately 44 acres at 480 Exchange Avenue within the corporate boundaries of the City;

**WHEREAS**, in accordance with the Act, by the adoption of Ordinance No. O-21-125 on December 27, 2021, the City Council has previously authorized and there has previously been issued the City’s Not to Exceed \$160,000,000 Taxable Industrial Development Revenue Bond (Westrock Beverage Company, LLC Project), Series 2021 (the “Series 2021 Bond”), for the purpose of financing acquisition, renovation, rehabilitation and equipment costs associated with the Project; and

**WHEREAS**, because the scope of the Project has expanded beyond the Company’s expectations at the time of issuance of the Series 2021 Bond, the Company has requested the City’s assistance in financing and refinancing the total costs of the Project through the issuance of a revenue bond under the authority of Amendment 65 and the Act; and

**WHEREAS**, in order to secure and develop industry within the City in accordance with the provisions of Amendment 65 and the Act, the City desires to assist the Company in the financing of the total costs of the Project and the refunding of the Series 2021 Bond through the issuance of the City’s Not to Exceed \$300,000,000 Taxable Industrial Development Revenue Improvement and Refunding Bond (Westrock Beverage Company, LLC Project), Series 2023 (the “Series 2023 Bond”);

**WHEREAS**, an open public hearing on the question of the issuance of the Series 2023 Bond was held before the City Council on October 24, 2023, following publication of notice in *The Log Cabin Democrat* on October 14, 2023; and

**WHEREAS**, the Bond will be issued pursuant to the terms and provisions of a Trust Indenture to be dated as of the date of delivery of the Bond (the “Indenture”), by and between the City and First Security Bank, Searcy, Arkansas, as trustee (the “Trustee”); and

**WHEREAS**, the necessary arrangements have been made by the City to lease the financed and refinanced property constituting the Project to the Company pursuant to the terms of a Lease Agreement to be dated as of the date of delivery of the Bond (the “Lease Agreement”);

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS, THAT:**

Section 1. The City Council makes the following findings and determinations:

(a) Based on information compiled and released by the Arkansas Division of Workforce Services, unemployment in Faulkner County during August of 2023 averaged 2.9%. Completion of the Project is expected to provide additional employment and other benefits to residents of the City.

(b) The Company currently intends to utilize the Project in its coffee, tea, liquid extracts and allied products business.

(c) The Company’s presence within the City is expected to be an important factor in the economic well-being and employment base for the City and its inhabitants.

(d) The Series 2023 Bond shall not constitute a general obligation of the City within the meaning of any constitutional or statutory limitation, but shall be a special limited obligation of the City as provided in the Act, the principal and interest on which shall be payable solely from the revenues or other receipts, funds, monies and property pledged therefor under the Indenture.

Section 2. There is hereby authorized and directed the issuance from time to time of the Series 2023 Bond and the sale thereof to Westrock Beverage Solutions, LLC, an Arkansas limited liability company and an affiliate of the Company (the “Purchaser”), pursuant to the terms and provisions of a Bond Purchase Agreement to be dated as of the date of delivery of the Series 2023 Bond (the “Bond Purchase Agreement”), which Bond Purchase Agreement is specifically approved in Section 3 hereof. The Series 2023 Bond shall be sold at the purchase price of par plus accrued interest, if any, and shall be issued and delivered according to the terms and provisions of the Bond Purchase Agreement. The Series 2023 Bond shall be issued in the original aggregate principal

amount of not to exceed Three Hundred Million Dollars (\$300,000,000), shall be dated as of the date of its delivery, shall have a final maturity of December 1, 2053, shall bear interest at the rate of 5.50% per annum, shall be in the form, and shall be issued upon the terms and conditions recommended by the Company, all as more particularly set forth in the Trust Indenture approved in Section 4 hereof. The Mayor is hereby authorized and directed to execute and deliver the Series 2023 Bond at such time as requested by the Company, and the City Clerk is hereby authorized and directed to execute and deliver the Series 2023 Bond and to affix the seal of the City thereto, and the Mayor and City Clerk are hereby authorized and directed to cause the Series 2023 Bond to be authenticated by the Trustee.

Section 3. To prescribe the terms and conditions upon which the Series 2023 Bond is to be sold to the Purchaser, the Mayor is hereby authorized and directed to execute at the request of the Company the Bond Purchase Agreement on behalf of the City, by and between the City and the Purchaser, and approved by the Company. The Bond Purchase Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Purchaser, the Company and Kutak Rock LLP, Little Rock, Arkansas (“Bond Counsel”), in order to complete the Bond Purchase Agreement in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the Bond Purchase Agreement in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 4. To prescribe the terms and conditions upon which the Series 2023 Bond is to be secured, executed, authenticated, issued, accepted and held, the Mayor and the City Clerk are hereby authorized and directed to execute, acknowledge and deliver the Trust Indenture, by and between the City and the Trustee, and the Mayor and City Clerk are hereby authorized and directed to cause the Trust Indenture to be accepted, executed and acknowledged by the Trustee. The Trust Indenture is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Trustee, the Company, the Purchaser and Bond Counsel in order to complete the Trust Indenture in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the Trust Indenture in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 5. There is hereby authorized and directed the execution and delivery of the Lease Agreement by and between the City, as lessor, and the Company, as lessee, and the Mayor and the City Clerk are hereby authorized to execute, acknowledge and deliver the Lease Agreement for and on behalf of the City. The Lease Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Company, the Trustee, the Purchaser and Bond



Counsel in order to complete the Lease Agreement in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the Lease Agreement in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 6. The City and the Company recognize that under Article 16, Section 5, of the Constitution of the State of Arkansas, as interpreted under past decisions of the Supreme Court of the State of Arkansas applicable to facilities financed pursuant to the Act, including particularly the case of Wayland v. Snapp, 232 Ark. 57, 334 S.W.2d 663 (1960), the Project will be exempt from *ad valorem* taxation. Although the City makes no representation as to the continued precedential value of such past decisions, the Company has agreed to enter into an Amended and Restated Agreement for Payments in Lieu of Taxes to be dated as of the date of its execution (the “PILOT Agreement”) requiring the Company to make certain payments in lieu of all *ad valorem* taxes which would otherwise be levied on the Project real and personal property by local public bodies with taxing power. In order to provide for such payments, there is hereby authorized and directed the execution and delivery of the PILOT Agreement, and the Mayor is hereby authorized to execute and deliver the PILOT Agreement for and on behalf of the City. The PILOT Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor, with the counsel of the City Attorney, is hereby authorized to confer with the Company and Bond Counsel in order to complete the PILOT Agreement in substantially the form submitted to this meeting, with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

(Advice is given that a copy of the PILOT Agreement in substantially the form authorized to be executed is on file with the City Clerk and is available for inspection by any interested person.)

Section 7. The Mayor and City Clerk, for and on behalf of the City, are hereby authorized and directed to do any and all things necessary to effect the execution and delivery of the Series 2023 Bond, the Bond Purchase Agreement, the Trust Indenture, the Lease Agreement and the PILOT Agreement, and to perform all of the City’s obligations under and pursuant thereto. The Mayor and the City Clerk are hereby further authorized and directed, for and on behalf of the City, to execute all papers, documents, certificates and other instruments that may be required for the carrying out of such authority or to evidence the exercise thereof.

Section 8. Because the City is here involved with the acquisition and equipping of a complex industrial project requiring highly specialized work and specialized types of machinery and equipment, it has been and is hereby determined by the City Council that competitive bidding be, and the same is hereby, waived as to this particular industrial project. This action is taken by the City pursuant to applicable laws of the State of Arkansas, including particularly the Act.

Section 9. Kutak Rock LLP, Little Rock, Arkansas, is hereby appointed as Bond Counsel with respect to the issuance of the Series 2023 Bond, the fees and expenses of which

firm shall be costs of the Project and paid from the proceeds of the Series 2023 Bond or by the Company.

Section 10. The provisions of this Ordinance are hereby declared to be severable, and if any section, phrase or provision shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions.

Section 11. All ordinances, resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

ADOPTED: \_\_\_\_\_, 2023.

\_\_\_\_\_  
Mayor

ATTEST:

\_\_\_\_\_  
City Clerk

(S E A L)



City of Conway , Arkansas

Resolution No. R-23 \_\_\_\_\_

**RESOLUTION OF THE CITY OF CONWAY CERTIFYING LOCAL GOVERNMENT ENDORSEMENT OF BUSINESS TO PARTICIPATE IN THE TAX BACK PROGRAM (AS AUTHORIZED BY SECTION 15-4-2706(d) OF THE CONSOLIDATED INCENTIVE ACT OF 2003).**

*Whereas*, in order to be considered for participation in the Tax Back Program, the local government must endorse a business to participate in the Tax Back Program; and

*Whereas*, the local government must authorize the refund of local sales and use taxes as provided in the Consolidated Incentive Act of 2003; and

*Whereas*, said endorsement must be made on a specific form available from the Arkansas Economic Development Commission; and

*Whereas*, Westrock Beverage Company, LLC located at 480 Exchange Avenue Conway, AR 72032 has sought to participate in the program and more specifically, has requested benefits accruing from the construction of the specific facility; and

*Whereas*, Westrock Beverage Company, LLC has agreed to furnish the local government with all necessary information for compliance.

**NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF CONWAY, ARKANSAS, THAT:**

1. Westrock Beverage Company, LLC be endorsed by the City Council of Conway for benefits from the sales & use tax refunds as provided by Section 15-4-2706(d) of the Consolidated Incentive Act of 2003.
2. The Department of Finance and Administration is authorized to refund local sales and use taxes to Westrock Beverage Company, LLC.
3. This resolution shall take effect immediately.

Passed this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
**City Clerk/Treasurer**



**City of Conway , Arkansas**  
**Resolution No. R-23\_\_\_\_\_**

**RESOLUTION OF THE CITY OF CONWAY CERTIFYING LOCAL GOVERNMENT ENDORSEMENT OF BUSINESS TO PARTICIPATE IN THE TAX BACK PROGRAM (AS AUTHORIZED BY SECTION 15-4-2706(d) OF THE CONSOLIDATED INCENTIVE ACT OF 2003).**

**Whereas**, in order to be considered for participation in the Tax Back Program, the local government must endorse a business to participate in the Tax Back Program; and

**Whereas**, the local government must authorize the refund of local sales and use taxes as provided in the Consolidated Incentive Act of 2003; and

**Whereas**, said endorsement must be made on a specific form available from the Arkansas Economic Development Commission; and

**Whereas**, FarmaKeio is located at 1270 Dons Ln in Conway, AR has sought to participate in the program and more specifically has requested benefits accruing from the expansion of an existing building; and

**Whereas**, FarmaKeio has agreed to furnish the local government all necessary information for compliance.

**NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS, THAT:**

- Section 1. FarmaKeio is endorsed by the City of Conway for benefits from the sales & use tax refunds as provided by Section 15-4-2706(d) of the Consolidated Incentive Act of 2003.
- Section 2. The Department of Finance and Administration is authorized to refund local sales and use taxes to FarmaKeio.
- Section 3. This resolution shall take effect immediately.

Passed this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
**City Clerk/Treasurer**



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_**

**A RESOLUTION REQUESTING THE FAULKNER COUNTY TAX COLLECTOR PLACE A CERTIFIED LIEN AGAINST REAL PROPERTY AS A RESULT OF INCURRED EXPENSES BY THE CITY OF CONWAY, AND FOR OTHER PURPOSES.**

**WHEREAS**, in accordance with Ark. Code Ann. § 14-54-901, the City of Conway has corrected conditions existing on 1310 Hamilton St., within the City of Conway and is entitled to compensation pursuant to Ark. Code § 14-54-904: and

**WHEREAS**, State law also provides for a lien against the subject property, with the amount of lien to be determined by the City Council at a hearing held after the notice to the owner thereof by certified mail with said amount \$187.08 (\$142.80 + Penalty \$14.28 + filing fee \$30.00) to be thereafter certified to the Faulkner County Tax Collector; and

**WHEREAS**, a hearing for the purpose of determine such lien has been set for **October 24th, 2023** in order to allow for service of the attached notice of same upon the listed property owners, by certified or publication as is necessary.

**NOW THEREFORE BE IT RESOLVED** that the City Council of the City of Conway, Arkansas that:

**SECTION 1:** That after said public hearing the amount listed above is hereby certified and is to be forwarded to the Faulkner County Tax Collector and Assessor by the City of Conway.

**SECTION 2:** That this Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** this 24th day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
City Clerk/Treasurer

**City of Conway**  
**Code Enforcement &**  
**Public Works**  
822 Locust Ave  
Conway, Arkansas 72032  
[www.conwayarkansas.gov](http://www.conwayarkansas.gov)



Phone 501-450-6191  
Fax 501-450-6144

SRM MANLEY ENTERPRISES, LLC  
PO Box 181  
Conway, Ar 72033

Parcel # 710-01615-000

**RE: Nuisance Abatement at 1310 Hamilton St., Conway AR**  
**Cost of Clean-Up, Amount Due: \$142.80**

To whom it may concern:

Because you failed or refused to remove, abate, or eliminate certain conditions on the aforementioned real property in the City of Conway, after having been given seven (7) days notice in writing to do so, the City of Conway was forced to undertake the cleanup of this property to bring it within compliance of the Conway Municipal Code.

The City of Conway is requesting payment for all costs expended in correcting said condition. If after thirty (30) days from the receipt of this letter notifying you of the cost to correct said condition, such payment has not been remitted to the City, the City has the authority to file a lien against real estate property for the cost expended after City Council approval.

At its **October 24th, 2023 Meeting**, 6:00 p.m. located at 1111 Main Street, the City Council will conduct a public hearing on three items:

1. Consideration of the cost of the clean-up of your real property.
2. Consideration of placing a lien on your real property for this amount.
3. Consideration of certifying this amount determined at the hearing, plus a ten percent (10%) penalty for collection & filing fees, to the Tax Collector of Faulkner County to be placed on the tax books as delinquent taxes and collected accordingly.

None of these actions will be necessary if full payment is received before the meeting date. Please make check payable to the **City of Conway** and mail to **822 Locust Ave Conway Arkansas 72032** with the **attention** to **Lily Couch**. If you have any questions, please feel free to call me at 501-450-6191.

Respectfully,

City of Conway  
Code Enforcement

# INVOICE

**City of Conway**  
**Code Enforcement &**  
**Public Works Dept.**

DATE: SEPTEMBER 15TH, 2022

822 Locust Ave.  
Conway, AR 72034  
Phone: 501-450-6191  
Fax 501-450-6144  
Lily.couch@conwayarkansas.gov

TO SRM MANLEY ENTERPRISES, LLC  
PO Box 181  
Conway, Ar 72033

Description: Mowing/Clean-up/Admin Fees  
associated with the nuisance abatement at  
1310 Hamilton St, Conway Arkansas

CODE ENFORCEMENT OFFICER	PARCEL NUMBER	PAYMENT TERMS	DUE DATE
Charles Gann	710-01615-000		October 24th, 2023

HOURS	DESCRIPTION	UNIT PRICE	LINE TOTAL
1	MOWING & DEBRIS REMOVAL BY C.E.P.P.	32.41	32.41
	Maintenance Fee (Mower/bush hog/weed eat)	25.00	25.00
	Sanitation Ticket #865119	32.63	32.63
	Sanitation Ticket #865121	3.00	3.00
1	Administrative Fee (Code Enforcement)	20.00	20.00
1	Administrative Fee (Code Officer)	17.46	17.46
2	Regular Letter	.55	1.10
2	Certified Letter	5.60	11.20
	(10% penalty + \$30.00 filing fees= \$44.28)		

- **Total amount due after October 24th, 2023 includes collection penalty & filing fees**

TOTAL	\$142.80
TOTAL WITH PENALTY & FILING FEES	\$187.08

Make all checks payable to City of Conway Code Enforcement @ 822 Locust Ave. Conway Arkansas 72032



## CODE CASE HISTORY REPORT RESPROP-0823-0664 FOR CITY OF CONWAY

Changed On	User	Description	Before	After	Additional Info
08/30/2023	Charles Gann	Code Case added			Code Case (RESPROP-0823-0664)
08/30/2023	Charles Gann	Due Date	[none]	8/30/2023	Code Case Workflow Step (Violations)
	Charles Gann	Step Workflow Status	Not Started	Started	Code Case Workflow Step (Violations)
	Charles Gann	Code Case Workflow Step Action added			Code Case Workflow Step Action (3.2.1 Sanitation)
	Charles Gann	Code Case Workflow Step Action added			Code Case Workflow Step Action (3.5.1 Accumulation of Rubbish or Garbage)
	Charles Gann	Code Case Workflow Step Action added			Code Case Workflow Step Action (4.1.3.(B) (Tires))
09/06/2023	Charles Gann	Violation Compliance Date	9/6/2023	9/13/2023	Violation (4.1.3(B) Tires)
	Charles Gann	Violation Compliance Date	9/6/2023	9/13/2023	Violation (3.5.1 Accumulation of Rubbish or Garbage)
	Charles Gann	Violation Compliance Date	9/6/2023	9/13/2023	Violation (3.2.1 Sanitation)





**City of Conway, Arkansas  
Ordinance No. O-23-\_\_\_**

**AN ORDINANCE APPROPRIATING FUNDS AND WAIVING THE COMPETITIVE BID PROCESS TO APPROVE THE DEMOLITION OF PROPERTY LOCATED AT 811 COURT STREET; AS PART OF THE CITY OF CONWAY AMERICAN RESCUE PLAN DRAINAGE PROJECT; DECLARING AN EMERGENCY; AND FOR OTHER PURPOSES**

**Whereas**, the City of Conway solicited responses for the demolition of property located at 811 Court Street as part of the Chestnut Drainage Improvement Project; and

**Whereas**, one qualified proposal was received to demo the property; and

**Whereas**, the demolition of this property will be the first step in the Chestnut Drainage Improvement Project which will include drainage ditch enclosures and a pocket park in Downtown Conway; and

**Whereas**, Resolution No. R-22-36 approved the American Rescue Plan ACT project listing for the City of Conway, the above project is included in R-22-36, as part of the Drainage project.

**NOW THEREFORE BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS THAT:**

**Section 1.** The City of Conway shall approve waving the competitive bid process for the demolition of the property located at 811 Court Street and enter into an agreement with Nabholz Environmental Services for \$211,227 for demolition and also enter into an agreement for the removal and disposal of asbestos in the amount of \$24,000.

**Section 2.** The City of Conway shall appropriate \$235,227 from the Grant Fund Balance Appropriation Account (399.000.4900) into the Transportation Department Grant Account (399.201.5990).

**Section 3.** All ordinances in conflict herewith are repealed to the extent of the conflict.

**Section 4.** This ordinance is necessary for the protection of the public peace, health, and safety, an emergency is hereby declared to exist, and this ordinance shall be in full force and effect from and after its passage and approval.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
City Clerk/Treasurer



City of Conway, Arkansas  
Ordinance No. O-23- \_\_\_\_\_

**AN ORDINANCE AMENDING THE CONWAY ZONING DISTRICT BOUNDARY MAP REFERENCED IN SECTIONS 201.1 AND 201.3 OF THE CONWAY ZONING CODE TO REZONE PROPERTY LOCATED EAST OF THE TERMINUS OF LEWIS RANCH ROAD AND EAST OF LOT 2, LEWIS RANCH PHASE 2, FROM A-1 TO MF-2:**

**Whereas**, in accordance Arkansas Code Annotated § 14-56-416 has adopted a Zoning Code and Arkansas Code Annotated § 14-56-423 provides for the amendment of such regulations; and

**Whereas**, Proper public notice was given, and the Conway Planning Commission held a duly authorized public hearing on **October 16<sup>th</sup>, 2023**, and adopted the amendments.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS THAT:**

**SECTION 1:** The Zoning District Boundary Map of the Conway Land Development Code be amended by changing all the **A-1** symbols and indications as shown on the Zoning District Boundary Map in an area described as follows:

A PART OF THE SW1/4 NE1/4, SECTION 17, T-05-N, R-13-W, FAULKNER COUNTY, ARKANSAS BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A FOUND 1" PIPE FOR THE NW CORNER OF SAID SW1/4 NE1/4; THENCE ALONG THE NORTH LINE OF SAID SW1/4 NE1/4 S87°27'49"E A DISTANCE OF 260.00'; THENCE LEAVING SAID NORTH LINE S01°31'16"W A DISTANCE OF 956.42'; THENCE N88°27'48"W A DISTANCE OF 260.00' TO A FOUND TYLER CAP BEING ON THE WEST LINE OF SAID SW1/4 NW1/4 AND THE EAST BOUNDARY OF LEWIS RANCH SUBDIVISION PHASE 2, RECORDED AS DOC NO. P2018-00047, RECORDS OF FAULKNER COUNTY, ARKANSAS; THENCE ALONG SAID WEST LINE N01°31'06"E A DISTANCE OF 572.03' TO A FOUND 1" SQUARE TUBING FOR THE NE CORNER OF SAID SUBDIVISION; THENCE LEAVING SAID BOUNDARY LINE AND CONTINUE ALONG SAID WEST LINE N01°31'52"E A DISTANCE OF 388.93' TO THE POINT OF BEGINNING, CONTAINING 5.72 ACRES MORE OR LESS.

to those of **MF-2** and a corresponding use district is hereby established in the area above described and said property is hereby rezoned.

**SECTION 2:** All ordinances in conflict herewith are repealed to the extent of the conflict.

**PASSED** this 24<sup>th</sup> day October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_

**Michael O. Garrett**  
**City Clerk/Treasurer**



1111 Main Street • Conway, AR 72032  
(501) 450-6105 • [planning@conwayarkansas.gov](mailto:planning@conwayarkansas.gov)

## MEMO

To: Mayor Bart Castleberry  
cc: City Council Members

From: Rebekah Fincher, 2023 Planning Commission Chairman  
Date: October 24, 2023

Re: Request to rezone property located east of the terminus of Lewis Ranch Road and east of Lot 2, Lewis Ranch Ph 2, from A-1 to MF-2

---

Central Arkansas Professional Surveying, has requested to rezone property located east of the terminus of Lewis Ranch Road and east of Lot 2, Lewis Ranch Ph 2, from A-1 to MF-2, with the legal description:

A PART OF THE SW1/4 NE1/4, SECTION 17, T-05-N, R-13-W, FAULKNER COUNTY, ARKANSAS BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A FOUND 1" PIPE FOR THE NW CORNER OF SAID SW1/4 NE1/4; THENCE ALONG THE NORTH LINE OF SAID SW1/4 NE1/4 S87°27'49"E A DISTANCE OF 260.00'; THENCE LEAVING SAID NORTH LINE S01°31'16"W A DISTANCE OF 956.42'; THENCE N88°27'48"W A DISTANCE OF 260.00' TO A FOUND TYLER CAP BEING ON THE WEST LINE OF SAID SW1/4 NW1/4 AND THE EAST BOUNDARY OF LEWIS RANCH SUBDIVISION PHASE 2, RECORDED AS DOC NO. P2018-00047, RECORDS OF FAULKNER COUNTY, ARKANSAS; THENCE ALONG SAID WEST LINE N01°31'06"E A DISTANCE OF 572.03' TO A FOUND 1" SQUARE TUBING FOR THE NE CORNER OF SAID SUBDIVISION; THENCE LEAVING SAID BOUNDARY LINE AND CONTINUE ALONG SAID WEST LINE N01°31'52"E A DISTANCE OF 388.93' TO THE POINT OF BEGINNING, CONTAINING 5.72 ACRES MORE OR LESS.

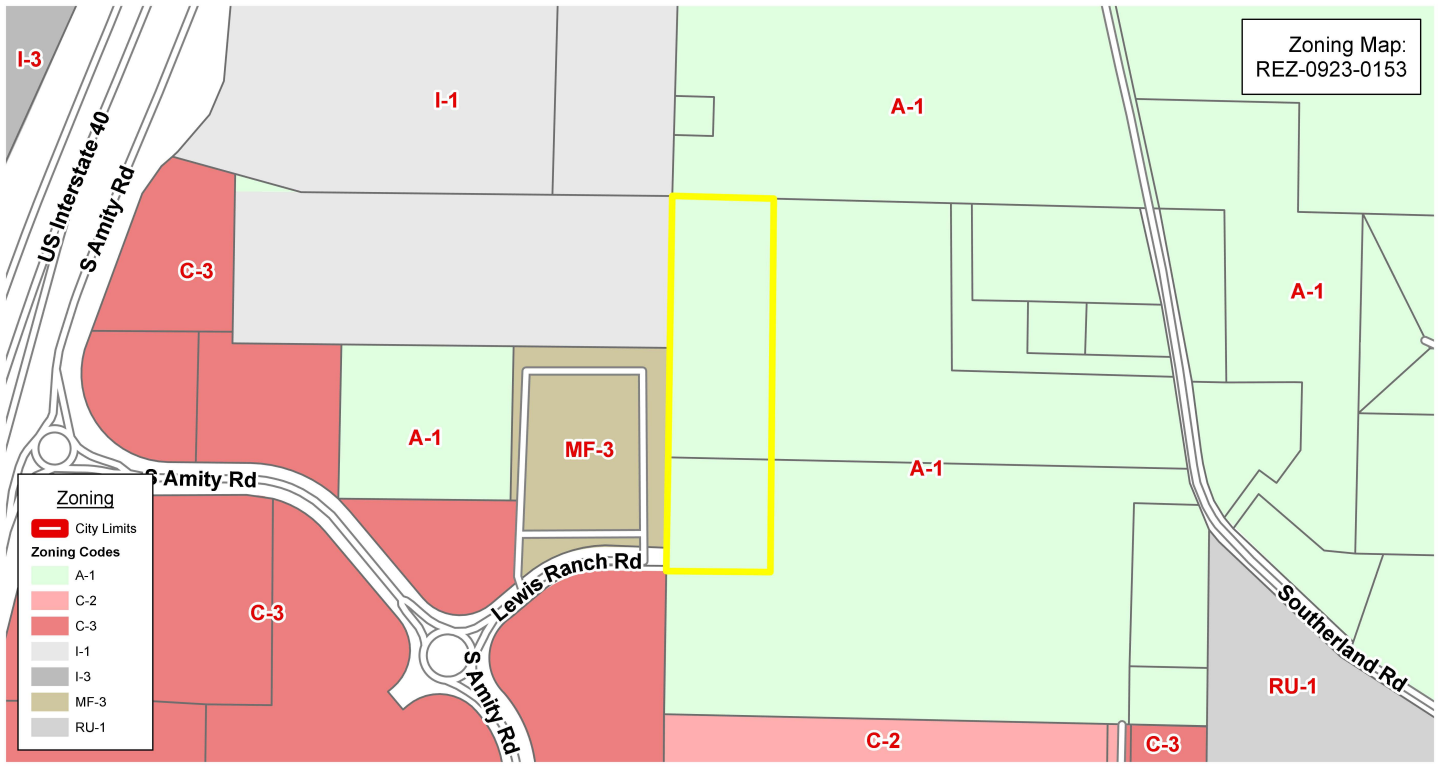
The applicant is seeking the rezoning from A-1 to MF-2 for the purpose of developing a second phase of the adjacent multi-family development, Encore at Lewis Ranch. The original rezoning request was for MF-3; however, as all abutting parcels to the east and north consist of rural single-family residential development, the medium density multifamily zoning, MF-2, is more suitable and would provide an appropriate decrease in density as a transition. The MF-2 zoning district provides a suitable area for medium to high density residential uses (up to 18 units per gross acre) and may exist as a buffer between single-family and non-compatible use districts. Zoning and development to the west is predominantly commercial and industrial. The proposed site and property to the east is significantly less intense in use and development. While the Comprehensive Plan supports the established development pattern of both areas it does indicate a severe transition from general industry (west) to single family residential (east). Therefore, an appropriate level of transition is necessary to step down the intensity of uses toward the east.

Staff recommendation: Staff recommended approval of the rezoning to MF-2. The medium-density multi-family district would provide an appropriate level of transition toward the low-density single-family development existing to the east, as is designated by the Comprehensive Plan.

The Planning Commission reviewed the request at its regular meeting on October 16, 2023, and voted 9-0 that the request be forwarded to the City Council with a recommendation for approval.

Please advise if you have any questions.

Zoning Map:  
REZ-0923-0153



**Zoning**

- City Limits
- Zoning Codes**
- A-1
- C-2
- C-3
- I-1
- I-3
- MF-3
- RU-1



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_**

**A RESOLUTION ACCEPTING THE LOW BID TO REPLACE THE ROOF AT CONWAY FIRE STATION #4;  
AND FOR OTHER PURPOSES**

**Whereas**, the City of Conway solicited bids to replace the roof at the City of Conway Fire Station #4; and

**Whereas**, the City of Conway received two bids from this solicitation from Eric Moix Construction, Inc. in the amount of \$68,950 and HD Roofing & Construction in the amount of \$102,000; and

**Whereas**, the City of Conway request Council approve the low bid and allow the City to enter into an agreement with Eric Moix Construction, Inc. to repair and replace roofs on several City buildings included in the 2023 budget, including but not limited to Conway Fire Department Stations #2 and #4; and

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS THAT:**

**Section 1.** The City of Conway shall accept the low bid from Eric Moix Construction, Inc. in the amount of \$68,950 to replace the roof on Conway Fire Station #4.

**Section 2.** The City of Conway shall enter into an agreement with Eric Moix Construction, Inc. based on the above-mentioned solicitation to replace roofs for the City of Conway.

**Section 3.** All resolutions in conflict herewith are repealed to the extent of the conflict.

**PASSED** this 24<sup>th</sup> day of October 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett  
City Clerk/Treasurer**



**City of Conway, Arkansas  
Ordinance No. O-23-\_\_\_\_\_**

**AN ORDINANCE APPROPRIATING FUNDS TO REPLENISH THE FUEL BUDGET AT THE CONWAY  
POLICE DEPARTMENT; AND FOR OTHER PURPOSES**

**Whereas**, The Conway Police Department needs approximately \$80,000 to replenish their fuel expense account; and

**Whereas**, the Conway Police Department needs these funds in order to replenish their accounts due to a shortage of funds for the remainder of the year.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CONWAY,  
ARKANSAS THAT:**

**Section 1.** The City of Conway shall appropriate \$80,000 from the General Fund Balance Appropriation Account (001.119.4900) to the Conway Police Department Fuel Expense Account (001.121.5630).

**Section 2.** All ordinances in conflict herewith are repealed to the extent of the conflict.

**PASSED** this 24<sup>th</sup> day of October, 2023

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett  
City Clerk/Treasurer**



**City of Conway, Arkansas  
Ordinance No. O-23- \_\_\_\_\_**

**AN ORDINANCE TO WAIVE THE COMPETITIVE BID PROCESS FOR THE PURCHASE OF A NEW VEHICLE FOR THE CONWAY POLICE DEPARTMENT; DECLARING AN EMERGENCY; AND FOR OTHER PURPOSES**

**Whereas**, the Conway Police Department needs to purchase one new vehicle a 2023 Dodge Ram 1500 Quad Cab 4X4 Truck; and

**Whereas**, Red River Dodge is currently the only manufacturer who can supply this Police Vehicle; therefore, we request that the City Council waive the bid process and approve the purchase of this vehicle in the amount of \$37,048.

**Whereas**, funding for this purchase was included in the 2023 budget.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS THAT:**

**Section 1.** The City of Conway shall waive competitive bid requirements for one (1) Dodge Ram 1500 Quad Cab Truck.

**Section 2.** The City of Conway shall enter into an agreement to purchase one (1) Dodge Ram 1500 Quad Cab Truck from Red River Dodge in the amount of \$37,0483.00.

**Section 3.** All ordinances in conflict herewith are repealed to the extent of the conflict.

**Section 4.** This ordinance is necessary for the protection of the public peace, health and safety, an emergency is hereby declared to exist and this ordinance shall be in full force and effect from and after its passage and approval.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett  
City Clerk/Treasurer**





**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF A VOLUNTARY PROPERTY TAX FOR THE PURPOSE OF OPERATING THE CITY OF CONWAY ANIMAL WELFARE SHELTER, FOR THE YEAR 2023 TO BE COLLECTED IN 2024.**

**WHEREAS**, Ark. Code Ann. § 26-25-102 provides that a city may levy a voluntary property tax on the real and personal property located within the city for the City of Conway Animal Welfare Shelter, in any one year, pursuant to the provisions of the Arkansas Constitution; and

**WHEREAS**, Ark. Code Ann. § 26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**WHEREAS**, by vote of the electors of the City of Conway, Arkansas, at Special Election held on November 5<sup>th</sup>, 1968, and that the Mayor is hereby ordered and directed to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS:**

**Section 1.** The voluntary property tax rate for the City of Conway Animal Welfare Shelter on the real and personal property situated within the city and to be collected in the year 2024 shall be fixed and levied at the rate of Two Tenths (.2) mill on each dollar of assessed value of real and personal property.

**Section 2.** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3.** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
City/Clerk Treasurer



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF A VOLUNTARY PROPERTY TAX FOR THE PURPOSE OF OPERATING THE CITY OF CONWAY PUBLIC RECREATION AND PLAYGROUNDS, FOR THE YEAR 2023 TO BE COLLECTED IN 2024.**

**WHEREAS**, Ark. Code Ann. § 26-25-102 provides that a city may levy a voluntary property tax on the real and personal property located within the city for the City of Conway Public Recreation and Playgrounds, in any one year, pursuant to the provisions of the Arkansas Constitution; and

**WHEREAS**, Ark. Code Ann. § 26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**WHEREAS**, by vote of the electors of the City of Conway, Arkansas, at Special Election held on October 27<sup>th</sup>, 1964 under the provisions of Ordinance No. A-418, and that the Mayor is hereby ordered and directed to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS:**

**Section 1.** The voluntary property tax rate for the City of Conway public recreation and playgrounds on the real and personal property situated within the city and to be collected in the year 2024 shall be fixed and levied at the rate of **Four-Tenth's (.4) mill** on each dollar of assessed value of real and personal property.

**Section 2.** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3.** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
**City/Clerk Treasurer**



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF A VOLUNTARY PROPERTY TAX FOR THE PURPOSE OF OPERATING AND MAINTAINING THE CITY OF CONWAY CEMETERIES, FOR THE YEAR 2023 TO BE COLLECTED IN 2024.**

**WHEREAS**, Ark. Code Ann. §26-25-102 provides that a city may levy a voluntary property tax on the real and personal property located within the city for the City of Conway Cemeteries, in any one year, pursuant to the provisions of the Arkansas Constitution; and

**WHEREAS**, Ark. Code Ann. §26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**WHEREAS**, the City Council has determined that it is in the best interests of the City of Conway and its citizens to levy the rate of voluntary taxation on the real and personal property located within the said city as set forth herein, and to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS:**

**Section 1.** The voluntary property tax rate for the City of Conway Cemeteries on the real and personal property situated within the city and to be collected in the year 2023 shall be fixed and levied at the rate of Four-Tenth's (.4) mill on each dollar of assessed value of real and personal property.

**Section 2.** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3.** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
**City/Clerk Treasurer**



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF PROPERTY TAX FOR THE CITY OF CONWAY POLICE OFFICER PENSION, FOR THE YEAR 2023 TO BE COLLECTED IN 2024**

**WHEREAS**, Ark. Code Ann. § 26-25-102 provides that a city may levy a tax on the real and personal property located within the city for the City of Conway Police Officer Pension and Relief Fund, in any one year, pursuant to the provisions of the Arkansas Constitution; and

**WHEREAS**, Ark. Code Ann. § 26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**WHEREAS**, by vote of the electors of the City of Conway, Arkansas, at General Election held on November 4<sup>th</sup>, 1958, and that the Mayor is hereby ordered and directed to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF Conway, ARKANSAS:**

**Section 1.** The property tax rate for the City of Conway Policeman's Pension and Relief Fund on the real and personal property situated within the city and to be collected in the year 2024 shall be fixed and levied at the rate of **Four-Tenth's (.4) mill** on each dollar of assessed value of real and personal property.

**Section 2.** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3.** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett  
City/Clerk Treasurer**



**City of Conway, Arkansas  
Resolution No. R-23-\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF PROPERTY TAX FOR THE CITY OF CONWAY FIRE FIGHTER'S PENSION AND RELIEF FUND, FOR THE YEAR 2023 TO BE COLLECTED IN 2024**

**WHEREAS**, Ark. Code Ann. § 26-25-102 provides that a city may levy a tax on the real and personal property located within the city for the City of Conway Fire Fighter's Pension and Relief Fund, in any one year, pursuant to the provisions of the Arkansas Constitution; and

**WHEREAS**, Ark. Code Ann. § 26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**WHEREAS**, by vote of the electors of the City of Conway, Arkansas, at Special Election held on May 3<sup>rd</sup>, 1966, and that the Mayor is hereby ordered and directed to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF Conway, ARKANSAS:**

**Section 1.** The property tax rate for the City of Conway Fire Fighters Pension and Relief Fund on the real and personal property situated within the city and to be collected in the year 2024 shall be fixed and levied at the rate of Four-Tenth's (.4) mill on each dollar of assessed value of real and personal property.

**Section 2.** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3.** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett  
City/Clerk Treasurer**



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF PROPERTY TAX FOR THE CITY OF CONWAY NON-UNIFORM PENSION AND RELIEF FUND, FOR THE YEAR 2023 TO BE COLLECTED IN 2024**

**Whereas**, Ark. Code Ann. § 26-25-102 provides that a city may levy a tax on the real and personal property located within the city for the Conway Paid Non-Uniformed Pension and Relief Fund, in any one year, pursuant to the provisions of the Arkansas Constitution; and

**Whereas**, Ark. Code Ann. § 26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**Whereas**, by vote of the electors of the City of Conway, Arkansas, at Special Election held on May 3<sup>rd</sup>, 1966, and that the Mayor is hereby ordered and directed to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS:**

**Section 1:** The property tax rate for the City of Conway Paid Non-Uniformed Pension and Relief Fund on the real and personal property situated within the city and to be collected in the year 2024 shall be fixed and levied at the rate of Four Tenth's (.4) mill on each dollar of assessed value of real and personal property.

**Section 2:** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3:** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

Passed this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett  
City/Clerk Treasurer**



**City of Conway, Arkansas  
Resolution No. R-23-\_\_\_**

**A RESOLUTION AUTHORIZING THE MILLAGE RATE OF PROPERTY TAX FOR THE CITY OF  
CONWAY, ARKANSAS FOR THE YEAR 2023 TO BE COLLECTED IN 2024**

**WHEREAS**, Ark. Code Ann. § 26-25-102 provides that a city may levy a tax on the real and personal property located within the city for the purpose of raising **General Fund revenues** in any one year, pursuant to the provisions of the Arkansas Constitution; and

**WHEREAS**, Ark. Code Ann. § 26-73-202 requires the City Council of any municipal corporation to make out and certify to the county clerk the rate of taxation levied by the city on all the real and personal property within the city; and

**WHEREAS**, the City Council has determined that it is in the best interests of the City of Conway and its citizens to levy the rate of taxation on the real and personal property located within the said city as set forth herein, and to certify the same to the County Clerk, and authorize the Quorum Court of Faulkner County to levy said tax for the year 2023 to be collected in 2024.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS:**

**Section 1.** The property tax rate for the City of Conway **General Fund Revenue** on the real and personal property situated within the city and to be collected in the year 2024 shall be fixed and levied at the rate of **Three (3.0) mill** on each dollar of assessed value of real and personal property.

**Section 2.** The rate of taxation levied herein on the real and personal property within the city shall, by this Resolution, be certified to the County Clerk to be placed upon the tax books and collected in the same manner that the state and county taxes are collected.

**Section 3.** The Quorum Court of Faulkner County is hereby authorized to levy the said tax as set forth herein for real and personal property located within the City of Conway, for the year 2023, to be collected in 2024, at its regular meeting in November according to law.

**PASSED** this 24<sup>th</sup> day of October, 2023.

**Approved:**

\_\_\_\_\_  
**Mayor Bart Castleberry**

**Attest:**

\_\_\_\_\_  
**Michael O. Garrett**  
City/Clerk Treasurer