

RESOLUTION NO. 2013-05

RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION REFUNDING AND IMPROVEMENT BONDS, SERIES 2013A, OF THE CITY OF BALDWIN CITY, KANSAS.

WHEREAS, the City of Baldwin City, Kansas (the "Issuer"), has heretofore authorized certain internal improvements described as follows:

<u>Project Description</u>	<u>Ord./Res. No.</u>	<u>Authority</u>	<u>Amount</u>
Main Trafficway Improvements (6 th , High and Lawrence Streets)	2011-14 and 2013-03	K.S.A. 12-685 <i>et seq.</i>	\$2,350,000 and \$250,000
Sanitary Sewer improvements (Ames and 6 th)	2011-13 and 2013-04	K.S.A. 12-6a01 <i>et seq.</i>	\$155,000
Library expansion	2013-02	12-1736 <i>et seq.</i>	\$510,000
Total:			

; and

WHEREAS, the Issuer desires to issue its general obligation bonds in order to permanently finance the costs of such improvements and to retire the following temporary notes of the Issuer, which were issued to temporarily finance a portion of the costs of such improvements (the "Notes"):

<u>Series</u>	<u>Dated Date</u>	<u>Maturity Date</u>	<u>Original Amount</u>	<u>Outstanding Amount</u>	<u>Redemption Amount</u>	<u>Redemption Date</u>
2011	12/22/2011	09/01/2013	\$2,325,000	\$2,325,000	\$2,325,000	03/20/2013

; and

WHEREAS, the Issuer proposes to issue its general obligation bonds to pay a portion of the costs of the foregoing improvements and to retire the Notes; and

WHEREAS, the Issuer has authorized certain other internal improvements described as follows:

<u>Description</u>	<u>Res. No.</u>	<u>Authority</u>	<u>Original Cost</u>
Sewer system improvements	2013-04	Charter Ord. No. 24	\$4,621,161

; and

WHEREAS, the Issuer has arranged for financing of such sewer system improvements by the execution of various loan agreements described as follows:

<u>Lender</u>	<u>Loan No.</u>	<u>Original Amount</u>	<u>Outstanding Amount</u>	<u>Redemption Date</u>
KDHE	Project No. 1303-01	\$409,438	\$161,669	03/20/2013
KDHE	Project No. 1571-01	\$2,955,074	\$2,51,700	03/20/2013
KDHE	Project No. 1748-01	\$1,256,649	\$986,474	03/20/2013

* or as soon thereafter as possible (the "Loans"); and

WHEREAS, the Issuer desires to issue its general obligation bonds in order to permanently finance the costs of such sewer system improvements and to retire the Loans; and

WHEREAS, the Issuer has heretofore issued and has outstanding general obligation bonds; and

WHEREAS, due to the current interest rate environment, the Issuer has the opportunity to issue its general obligation refunding bonds in order to achieve an interest cost savings on the debt represented by such general obligation bonds described as follows (jointly, the "Refunded Bonds"):

<u>Description</u>	<u>Series</u>	<u>Dated Date</u>	<u>Years</u>	<u>Amount</u>
General Obligation Bonds	Series A, 1998	02/01/1998	2013	\$40,000
General Obligation Bonds	Series 2007A	10/01/2007	2016 - 2027	\$950,000

; and

WHEREAS, the Issuer has selected the firm of Springsted Incorporated, Kansas City, Missouri ("Financial Advisor"), as financial advisor for one or more series of general obligation refunding and improvement bonds of the Issuer to be issued in order to provide funds to permanently finance the aforementioned improvements, to prepay and refund the Loans and to refund the Refunded Obligations; and

WHEREAS, the Issuer desires to authorize the Financial Advisor to proceed with the offering for sale of said general obligation bonds and related activities; and

WHEREAS, one of the duties and responsibilities of the Issuer is to prepare and distribute an official statement relating to said general obligation bonds; and

WHEREAS, the Issuer desires to authorize the Financial Advisor and Gilmore & Bell, P.C., Wichita, Kansas ("Bond Counsel"), in conjunction with the Clerk, to proceed with the preparation and distribution of an official statement and notice of bond sale and to authorize the distribution thereof and all other preliminary action necessary to sell said general obligation bonds.

BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF BALDWIN CITY, KANSAS, AS FOLLOWS:

Section 1. The Issuer is hereby authorized to offer for sale the Issuer's General Obligation Refunding and Improvement Bonds, Series 2013A (the "Bonds") described in the Notice of Bond Sale, which is hereby approved in substantially the form presented to the governing body this date.

Section 2. The Mayor and Clerk in conjunction with the Financial Advisor and Bond Counsel, are hereby authorized to cause to be prepared an Official Statement, and such officials and other representatives of the Issuer are hereby authorized to use such document in connection with the sale of the Bonds.

Section 3. The Clerk, in conjunction with the Financial Advisor and Bond Counsel, is hereby authorized and directed to give notice of said bond sale by distributing copies of the Notice of Bond Sale and Official Statement to prospective purchasers of the Bonds. Proposals for the purchase of the Bonds shall be submitted upon the terms and conditions set forth in said Notice of Bond Sale, and shall be delivered to the governing body at its meeting to be held on such date, at which meeting the governing body shall review such bids and shall award the sale of the Bonds or reject all proposals.

Section 4. For the purpose of enabling the purchaser of the Bonds (the “Purchaser”) to comply with the requirements of Rule 15c2-12 of the Securities and Exchange Commission (the “Rule”), the Mayor and Clerk or other appropriate officers of the Issuer are hereby authorized: (a) to approve the form of said Official Statement, and to execute the “Certificate Deeming Official Statement Final” in substantially the form attached hereto as *Exhibit A*, as approval of the Official Statement, such official’s signature thereon being conclusive evidence of such official’s and the Issuer’s approval thereof; (b) covenant to provide continuous secondary market disclosure by annually transmitting certain financial information and operating data and other information necessary to comply with the Rule to the Municipal Securities Rulemaking Board; and (c) take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the Purchaser to comply with the requirement of the Rule.

Section 5. The Issuer agrees to provide to the Purchaser within seven business days of the date of the sale of Bonds or within sufficient time to accompany any confirmation that requests payment from any customer of the Purchaser, whichever is earlier, sufficient copies of the final Official Statement to enable the Purchaser to comply with the requirements of the Rule and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

Section 6. The Mayor, Clerk and the other officers and representatives of the Issuer, the Financial Advisor and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to carry out the sale of the Bonds. Such officials are also directed and authorized to provide notice of, and make provision for, prepayment of the Loans, redemption of the Notes and redemption of the Series A, 1998 Bonds from proceeds of the Bonds.

Section 7. This Resolution shall be in full force and effect from and after its adoption.

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ADOPTED by the governing body on January 22, 2013.

(SEAL)

ATTEST:



Tim Wagoner

Mayor

Benjamin Smith

Clerk