

RESOLUTION NO. B-2-15

RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION BONDS, SERIES 2015-A AND GENERAL OBLIGATION TEMPORARY NOTES, SERIES 2015-1 OF THE CITY OF LANSING, KANSAS.

WHEREAS, the City of Lansing, Kansas (the “Issuer”), has previously authorized certain internal improvements described as follows (the “Note Improvements”):

<u>Project Description</u>	<u>Ordinance No.</u>	<u>Authority</u>	<u>Estimated Improvement Fund Deposit*</u>
7 Mile Creek Sewer Project	947	K.S.A. 12-618, 619	\$4,395,000

; and

WHEREAS, the governing body of the Issuer is authorized by law to issue general obligation bonds to pay a portion of the costs of the Note Improvements; and

WHEREAS, it is necessary for the Issuer to provide cash funds (from time to time) to meet its obligations incurred in constructing the Note Improvements prior to the completion thereof and the issuance of the Issuer’s general obligation bonds, and it is desirable and in the interest of the Issuer that such funds be raised by the issuance of temporary notes of the Issuer; and

WHEREAS, the Issuer has previously authorized certain internal improvements described as follows (the “Bond Improvements,” and together with the Note Improvements, the “Improvements”):

<u>Project Description</u>	<u>Ord./Res. No.</u>	<u>Authority</u>	<u>Estimated Improvement Fund Deposit*</u>
DeSoto Road/147 th Street	B-2-13 and B-4-14	K.S.A. 12-6a01 <i>et seq.</i>	\$2,265,000

; and

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

<u>Series</u>	<u>Dated Date</u>	<u>Maturity Date</u>	<u>Original Amount</u>
2014-1	September 23, 2014	October 1, 2015	\$2,170,000

; and

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

WHEREAS, due to the current interest rate environment, the Issuer may have the opportunity to issue its general obligation refunding bonds in order to achieve an interest cost savings on all or a portion

* Represents estimated amount of Note and Bond proceeds to be deposited into the Improvement Fund; excludes costs of issuance and interest on any temporary financing.

of the debt represented by general obligation bonds described as follows (collectively, the “Refunded Bonds”):

<u>Description</u>	<u>Series</u>	<u>Dated Date</u>	<u>Years</u>	<u>Amount</u>
General Obligation Refunding and Improvement	2006-A	March 15, 2006	2017 to 2026	\$1,740,000
General Obligation Bonds	2008-A	October 15, 2008	2018 to 2028	\$4,165,000

WHEREAS, the Issuer has selected the firm of George K. Baum & Co., Kansas City, Missouri (“Financial Advisor”), as financial advisor for one or more series of general obligation bonds of the Issuer to be issued in order to provide funds to permanently finance the Bond Improvements, retire the Refunded Notes and refund the Refunded Bonds, and a series of general obligation temporary notes of the Issuer to be issued in order to provide funds to temporarily finance the Note Improvements; and

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

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

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

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

Section 1. The Issuer is hereby authorized to offer for sale the Issuer’s General Obligation Bonds, Series 2015-A (the “Bonds”) and General Obligation Temporary Notes, Series 2015-1 (the “Notes,” and together with the Bonds, the “Obligations”) described in the Notice of Sale, which is to be prepared by Bond Counsel in conjunction with Issuer staff, for the purpose of funding the Improvements.

If the City Administrator and Finance Director, in consultation with the Financial Advisor, determine that it is likely that refunding all or a portion of the Refunded Bonds will achieve a net present value savings that meets or exceeds 5.0% of the principal amount of the Refunded Bonds, then the Issuer is authorized to proceed with the offer for sale of general obligation refunding bonds in a principal amount sufficient to refund all or a portion of the Refunded Bonds, pursuant to K.S.A. 10-427 *et seq.*

Section 2. The Mayor and Clerk, in conjunction with the Financial Advisor and Bond Counsel, are hereby authorized to cause to be prepared a Preliminary 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 Obligations.

Section 3. The Clerk, in conjunction with the Financial Advisor and Bond Counsel, is hereby authorized and directed to give notice of sale of the Bonds by publishing a summary of the Notice of Bond Sale not less than 6 days before the date of the bond sale in a newspaper of general circulation in Leavenworth County, Kansas, and the *Kansas Register* and by distributing copies of the Notice of Sale and Preliminary Official Statement to prospective purchasers of the Obligations. Proposals for the purchase of

the Obligations shall be submitted upon the terms and conditions set forth in said Notice of 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 Obligations or reject all proposals.

Section 4. For the purpose of enabling the purchaser(s) of the Obligations (the “Purchaser(s)”) 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 Preliminary Official Statement and to execute the “Certificate Deeming Preliminary Official Statement Final” in substantially the form attached hereto as *Exhibit A* as approval of the Preliminary 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(s) to comply with the requirement of the Rule.

Section 5. The Issuer agrees to provide to the Purchaser(s) within seven business days of the date of the sale of the Obligations or within sufficient time to accompany any confirmation that requests payment from any customer of the Purchaser(s), whichever is earlier, sufficient copies of the final Official Statement to enable the Purchaser(s) 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 Obligations. Such officials are also directed and authorized to make provision for payment and/or redemption of the Refunded Notes from proceeds of the Bonds and other available funds.

Section 7. If the Issuer proceeds with the offer for sale of general obligation refunding bonds pursuant to **Section 1** hereof, then the officers and representatives of the Issuer are hereby authorized and directed to take such action as may be necessary, after consultation with the Financial Advisor and Bond Counsel, to subscribe for the securities to be purchased and deposited in the escrow for the Refunded Bonds and to provide for notice of redemption of the Refunded Bonds.

Section 8. The Mayor, Clerk, and the other officers and representatives of the Issuer are hereby authorized and directed to execute the engagement letter related to services to be provided by the Financial Advisor, in substantially the form attached hereto as *Exhibit B*.

Section 9. This Resolution shall be in full force and effect from and after its adoption.

[BALANCE OF THIS PAGE INTENTIONALLY LEFT BLANK]

ADOPTED by the governing body on July 16, 2015.

(SEAL)

Mayor

ATTEST:

Clerk