

ORDINANCE NO. 592

AN ORDINANCE OF THE CITY OF ARMA, KANSAS, AUTHORIZING CERTAIN CAPITAL IMPROVEMENTS AND THE ISSUANCE OF THE CITY'S GENERAL OBLIGATION BONDS, SERIES 2013, IN THE AGGREGATE PRINCIPAL AMOUNT OF \$445,000, FOR THE PURPOSE OF FINANCING THE COSTS OF SAID CAPITAL IMPROVEMENTS IN THE CITY AND PREPAYING A CERTAIN OUTSTANDING LOAN ENTERED INTO TO PAY COSTS OF SUCH IMPROVEMENTS; PROVIDING FOR THE LEVY AND COLLECTION OF AN ANNUAL TAX FOR THE PURPOSE OF PAYING THE PRINCIPAL AND INTEREST ON SAID BONDS; AUTHORIZING CERTAIN OTHER DOCUMENTS AND ACTIONS; AND MAKING CERTAIN COVENANTS WITH RESPECT THERETO.

WHEREAS, pursuant to K.S.A. 12-617 et seq. (the "Sewer Act"), the City of Arma, Kansas (the "City") is authorized to provide for one or more systems of sewerage, or drainage, or both, for such city, or for any part thereof; and

WHEREAS, the City is located in Crawford County, Kansas, which County has a population of less than 80,000; and

WHEREAS, the City has not previously established a sewer district under the Sewer Act; and

WHEREAS, the governing body of the City, by authority of Sewer Act and Article 12, § 5 of the Constitution of the State of Kansas, all as amended and supplemented (collectively, the "Project Act"), authorizes the making of certain improvements to the City's wastewater treatment system through the expansion and modification of the City's lagoon facility and repair and rehabilitation of the City's sanitary sewer collection system (collectively, the "Project"), and the prepayment of outstanding loan between the City and the Kansas Department of Health and Environment entered into to pay costs of the Project and described as KWPCRF Project No. C20 1317 01 (the "Loan"); and

WHEREAS, the governing body determines it necessary and appropriate to authorize and provide for the issuance of such general obligation bonds for the purpose of providing the necessary funds for the purposes described; and to specify the terms, details, form and conditions of the general obligation bonds.

NOW, THEREFORE, BE IT ORDAINED BY THE GOVERNING BODY OF THE CITY OF ARMA, KANSAS:

SECTION 1. Authorization of the Project and the Bonds. The Project (as defined above) is hereby authorized pursuant to the Project Act (as defined above). To provide funds to pay the costs of the Project, and as authorized by the Project Act, the City authorizes the issuance of its General Obligation Bonds, Series 2013, in the total principal amount of Four Hundred Forty-Five Thousand Dollars (\$445,000) (the "Bonds") for the purpose of providing funds to prepay the Loan (as defined above) and pay the costs of issuing such Bonds.

SECTION 2. Security for the Bonds. The Bonds are general obligations of the City. The full faith, credit and resources of the City are pledged to secure the payment of the principal of and the interest on the Bonds as the same severally become due and payable. The governing body of the City covenants that it shall annually make provision for the payment of the principal of and the interest on the Bonds as and when the same become due and payable by levying and collecting the necessary ad valorem taxes upon all of the taxable tangible property located within the territorial limits of the City, in such amounts as are necessary to provide for such annual payment.

SECTION 3. Terms, Details and Conditions of the Bonds. The Bonds shall be dated and bear interest, shall mature and be payable at such times, shall be in such forms, shall be subject to redemption and payment prior to maturity thereof, and shall be issued and delivered in the manner prescribed and subject to the provisions, covenants and agreements set forth in a resolution hereafter adopted by the governing body of the City (the "Resolution").

SECTION 4. Designation of Paying Agent and Bond Registrar; Issuer/Agent Agreement. Pursuant to K.S.A. 10-620 et seq., the governing body elects to have the provisions of the Kansas Bond Registration Law apply to the Bonds and designates and appoints the Treasurer of the State of Kansas, Topeka, Kansas, as the Bond Registrar and Paying Agent for the bonds (the "Paying Agent"). The terms, conditions and provisions under which the Paying Agent will perform its duties are set forth in an Agreement between Issuer and Paying Agent dated as of March 13, 2013 (the "Issuer/Agent Agreement"). The form and text of the Issuer/Agent Agreement are approved and accepted by the governing body, and all of the covenants, duties and responsibilities therein to be performed by and on behalf of the City are hereby declared to be the covenants, duties and responsibilities of the City as though fully set forth at this place. The Mayor and City Clerk are authorized to execute and deliver the Issuer/Agent Agreement for and on behalf of the City. The Issuer/Agent Agreement is incorporated in and made a part of this Ordinance as though fully set forth at this place; provided however, the inclusion of the Issuer/Agent Agreement in the publication of this Ordinance shall not be required.

SECTION 5. Levy and Collection of Annual Tax. The governing body of the City shall annually make provision for the payment of principal of, premium, if any, and interest on the Bonds as the same become due by levying and collecting the necessary taxes upon all of the taxable tangible property within the City in the manner provided by law.

The taxes above referred to shall be extended upon the tax rolls in each of the several years, respectively, and shall be levied and collected at the same time and in the same manner as other general ad valorem taxes of the City are levied and collected, shall be used solely for the payment of the principal of and interest on the Bonds as and when the same become due and the fees and expenses of the Paying Agent. The proceeds derived from said taxes shall be deposited in the Series 2013 Principal and Interest Account, as defined in the

Refinanced
Sewer Loan
(CASOONS)

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STATE OF K
CRAWFORD

Stephen Wade, being

That he is publisher of the
Kansas, and published
paid circulation on a
trade, religious or fraternal

Said newspaper has been
published continuously for
years prior to the first
Pittsburg, Kansas, in

That the entire issue of said
publication thereof, together
with subsequent publications

2nd _____
3rd _____
4th _____

Subscribed and sworn to
2013

My commission expires:

Printer's fee: \$ _____

Additional copies \$ _____

If at any time said taxes are not collected in time to pay the principal or interest on the Bonds when due, the City Treasurer is hereby authorized and directed to pay said principal or interest out of the general funds of the City and to reimburse said general funds for money so expended when said taxes are collected.

SECTION 6. Tax Covenants. The governing body of the City covenants that so long as any of the Bonds remain outstanding and unpaid, no use will be made of the proceeds thereof which, if such use had been reasonably expected on the date of issuance and delivery, would have caused the Bonds to be "at-risk bonds" within the meaning of Section 103(b)(2) of the Internal Revenue Code of 1986, as amended (the "Code"); and that it will comply with all applicable requirements of Section 148 of the Code and the Rules and Regulations of the United States Treasury Department thereunder for so long as any of the Bonds remain outstanding and unpaid. The governing body further covenants to take all such action in its power as may be required from time to time in order to ensure the continued tax-exempt status of the interest on the Bonds, and to comply with all provisions of the Code, as the same be amended, and any applicable Rules and Regulations of the United States Treasury Department thereunder.

SECTION 7. Authorization of Official Statement. The governing body of the City hereby ratifies and confirms its prior approval of the form and content of the "deemed final" Preliminary Official Statement dated January 28, 2013 and the use of the final Official Statement in the reoffering of the Bonds by Central States Capital Markets, LLC, Prairie Village, Kansas, as Original Purchaser is approved and authorized; and the Mayor is authorized to execute and the City Clerk to attest the Official Statement on behalf of the City.

SECTION 8. Designation as Qualified Tax-Exempt Obligations. The governing body of the City designates the Bonds as "qualified tax-exempt obligations" as defined in Section 265(b)(3) of the Code.

SECTION 9. Further Authority. The City and its officers, agents and employees are authorized and directed to, take such actions, expend such moneys and execute such other documents, certificates and instruments as may be necessary or desirable in order to carry out and comply with this Ordinance and to give effect to the transactions contemplated hereby, including final certificates required to be included in the official Transcript of Proceedings relating to the authorization and issuance of the Bonds, all without further action by the governing body.

SECTION 10. Severability. If any provision of this Ordinance shall be held or deemed to be invalid, inoperative or unenforceable as applied in any particular case in any jurisdiction or jurisdictions or in all jurisdictions, or in all cases because it conflicts with any other provision or provisions hereof or any constitution or statute or rule of public policy, or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance, or of rendering any other provision or provisions herein contained invalid, inoperative or unenforceable to any extent whatsoever.

SECTION 11. Governing Law. This Ordinance and the Bonds shall be governed exclusively by and construed in accordance with the applicable laws of the State of Kansas.

SECTION 12. Effective Date. This Ordinance shall not become effective unless and until the proper Notice of Intent to Seek Private Placement of the Bonds is published in both the Kansas Register and the official City newspaper, and shall thereafter be in force and take effect after its adoption and approval and its publication one time in the City's official newspaper.

ADOPTED AND APPROVED by the governing body of the City of Arma, Kansas on February 18, 2013.

CITY OF ARMA, KANSAS

By Marvin Bualle
Marvin Bualle, Mayor

ATTEST:
By Bette Lessen
Bette Lessen, City Clerk