

RESOLUTION NO. 2020-008

A RESOLUTION OF THE CITY OF PAOLA, KANSAS DECLARING IT NECESSARY AND ADVISABLE TO AUTHORIZE AND PROVIDE FOR THE UNDERWRITING AND OFFERING FOR SALE OF THE CITY'S GENERAL OBLIGATION REFUNDING BONDS, IN THE APPROXIMATE PRINCIPAL AMOUNT OF \$4,255,000.

WHEREAS, the City of Paola, Kansas (the "City") has previously issued its General Obligation Refunding and Improvement Bonds, Series 2012, dated April 17, 2012, in the original principal amount of \$7,525,000 of which \$4,695,000.00 remain outstanding (the "2012 Bonds"); and

WHEREAS, in order to achieve interest costs savings and to accomplish a comprehensive and orderly plan of financing it is necessary and desirable to provide for the refunding and redemption of the 2012 Bonds maturing on or after September 1, 2021 (the "Refunded Bonds") on September 1, 2020, and in advance of their scheduled maturity; and

WHEREAS, the City intends to issue approximately \$4,255,000 of General Obligation Refunding Bonds (the "Bonds") to provide for the refunding of the Refunded Bonds, provided the City's parameters for the refunding can be achieved; and

WHEREAS, the City has selected Raymond James & Associates, Inc., Kansas City, Missouri (the "Underwriter") to underwrite the Bonds; and

WHEREAS, the City desires to authorize the use of a Preliminary Official Statement to offer the Bonds for sale and take such other actions as are necessary to offer the Bonds and redeem the Refunded Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF PAOLA, KANSAS:

SECTION 1. Authorization of Bond Offering. The City is authorized to proceed with the offering for sale of approximately \$4,255,000 of the City's General Obligation Refunding Bonds (the "Bonds") for the purpose of refunding and retiring any portion of the Refunded Bonds (all as defined above). The offering for sale of the Bonds shall be accomplished in consultation with the City Manager, Triplett Woolf Garretson, LLC ("Bond Counsel"), and the Raymond James & Associates, Inc., Kansas City, Missouri (the "Underwriter"). The confirmation of the sale of the Bonds shall be subject to the subsequent execution of a bond purchase agreement between the Underwriter and the City (the "Bond Purchase Agreement") in a form approved by Bond Counsel, the approval of an ordinance and adoption of a resolution by the governing body of the City authorizing the issuance of the Bonds, and the execution of various documents necessary to deliver the Bonds.

SECTION 2. Authorization of Preliminary Official Statement and Official Statement. The Underwriter is authorized and directed to prepare or provide for the preparation of the

Preliminary Official Statement for the Bonds. The Mayor is authorized to execute the Preliminary Official Statement on behalf of the City. The City consents to and authorizes the Underwriter to use and publicly distribute the Preliminary Official Statement (but only in its entirety) to prospective purchasers of the Bonds. Upon a successful offering of the Bonds, the Underwriter is authorized to prepare or provide for the preparation of a final Official Statement by amending, supplementing and completing the Preliminary Official Statement and the City authorizes the execution of the final Official Statement by its Mayor, with such changes and additions as such officer deems appropriate. The final Official Statement is authorized to be distributed to the public (in its entirety) in connection with the offering and sale of the Bonds.

SECTION 3. SEC Rule Compliance. To permit the Underwriter to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the “SEC Rule”) the Mayor or the City Clerk are authorized, if requested to do so, to certify that the City deems the information in the Preliminary Official Statement “final” as of its date except for the omission of information as permitted by the SEC Rule and to take such other actions as such officers find necessary to permit any selected underwriter to comply with the SEC Rule. The City further agrees that, on or before the date the Bonds are delivered, it will enter into a written undertaking, along with all obligated persons on the Bonds, to provide continuing disclosure if required by the applicable sections of the SEC Rule.

SECTION 4. Authorization of Bond Purchase Agreement. The Mayor is authorized to execute a Bond Purchase Agreement, on behalf of the City, prior to the passage of an ordinance and resolution that authorize the issuance of the Bonds, provided that the following parameters are met: (a) the principal amount of the Bonds shall not exceed \$4,545,000; (b) the true interest cost of the Bonds shall not exceed 2.50%; and (c) the present value savings associated with refunding the Refunded Bonds shall be not less than 3.00% of the outstanding principal of the Refunded Bonds.

SECTION 5. Authorization of Additional Actions as Required. The Mayor, City Clerk, Underwriter, Bond Counsel and any other officers, employees and representatives of the City are hereby authorized and directed to take all such other actions as may be appropriate or desirable to accomplish the purposes contemplated by this Resolution and to complete the offering of the Bonds, including the execution and delivery of any redemption notice(s) for the Refunded Bonds conditional upon the issuance and sale of the Bonds.

SECTION 6. Effective Date. This Resolution shall take effect and be in force from and after its adoption.

PASSED AND APPROVED by the governing body of the City of Paola, Kansas this April 14, 2020.

CITY OF PAOLA, KANSAS

[seal]

By \_\_\_\_\_  
Artie Stuteville, Mayor

ATTEST:

By \_\_\_\_\_  
Stephanie Marler, City Clerk

## EXCERPT OF MINUTES

The governing body of the City of Paola, Kansas met in regular session, at the usual meeting place in the City on April 14, 2020, at 6:00 p.m., with Mayor Artie Stuteville presiding, and the following members of the governing body present: Council Member Dave Smail, Trent Upshaw, Leigh House and Aaron Nickelson.

The following members absent: None

A Resolution was presented to the governing body entitled:

A RESOLUTION OF THE CITY OF PAOLA, KANSAS DECLARING IT NECESSARY AND ADVISABLE TO AUTHORIZE AND PROVIDE FOR THE UNDERWRITING AND OFFERING FOR SALE OF THE CITY'S GENERAL OBLIGATION REFUNDING BONDS, IN THE APPROXIMATE PRINCIPAL AMOUNT OF \$4,255,000.

The Resolution was considered and discussed; and on motion of Council Member Upshaw, seconded by Council Member Smail, the Resolution was adopted by a majority vote of the members present and was assigned No. 2020-008.

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CITY CLERK'S  
CERTIFICATION OF EXCERPT OF MINUTES

I certify that the foregoing is a true and correct Excerpt of Minutes of the April 14, 2020 meeting of the governing body of the City of Paola, Kansas.

[seal]

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Stephanie Marler, City Clerk