

RESOLUTION NO. 7196

RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION TEMPORARY NOTES AND GENERAL OBLIGATION BONDS OF THE CITY OF LAWRENCE, KANSAS.

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

<u>Project</u>	<u>Resolution No.</u>	<u>Authority</u>	<u>Estimated Improvement Debt Fund Deposit</u>
Fire Station #1	7192	Charter Ord. No. 40	\$6,000,000

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 Project; 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 Project 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 authorized certain internal improvements described as follows (the “Bond Projects,” collectively referred to with the Note Project as the “Improvements”):

SERIES 2017-A BOND PROJECTS

<u>Project</u>	<u>Resolution No.</u>	<u>Authority</u>	<u>Estimated Improvement Debt Fund Deposit</u>
707 Vermont Parking Garage	6995	K.S.A. 12-6a01 <i>et seq.</i>	\$870,000
Mesa Way – Pioneer Ridge Center	7116	K.S.A. 12-6a01 <i>et seq.</i>	12,900
Mesa Way – Pioneer Ridge	7117	K.S.A. 12-6a01 <i>et seq.</i>	26,500
Corpus Christi Benefit District	7094	K.S.A. 12-6a01 <i>et seq.</i>	220,000
Maple Street Pump Station	7141	<u>Charter Ord. No. 28</u>	<u>2,000,000</u>
Approximate Total:			\$3,129,400

SERIES 2017-B BOND PROJECTS

<u>Project</u>	<u>Resolution No.</u>	<u>Authority</u>	<u>Estimated Improvement Debt Fund Deposit</u>
Community Health: Install Electronic Air Cleaner Filtration	7191	Charter Ord. No. 40	\$96,294
Indoor Aquatic Center: Energy & Indoor Air Quality Improvements	7191	Charter Ord. No. 40	1,760,249
Lawrence Arts Center: Replace Air Cooled Chiller with Premium Efficiency Unit	7191	Charter Ord. No. 40	185,472

Holcom Recreation Center: New Packaged HVAC System	7191	Charter Ord. No. 40	382,439
Community Health: Replace Air Cooled Chiller with Premium Efficiency Unit	7191	Charter Ord. No. 40	209,897
Prairie Park: New Ground-Source HCAC System	7191	Charter Ord. No. 40	159,136
Community Health: Replace Boilers	7191	Charter Ord. No. 40	270,409
Outdoor Aquatic Center: Boiler Replacement	7191	Charter Ord. No. 40	71,566
City Hall: Replace Vestibule and Stairwell Cabinet Heaters	7191	Charter Ord. No. 40	18,488
Solid Waste Office: Replace Package Unit	7191	Charter Ord. No. 40	18,637
Public Works: City-Wide Pole Lighting (Downtown, Parking Lots, etc.)	7191	Charter Ord. No. 40	381,913
Parks and Rec: Parks Area Lighting	7191	Charter Ord. No. 40	299,049
Vehicle Maintenance Office: Add Ductless Mini Split for Server Room	7191	Charter Ord. No. 40	6,685
New Hampshire Parking Garage: Replace Wall Pack HVAC Units with Gas Heat	7191	Charter Ord. No. 40	49,923
Airport Terminal: HVAC System Replacements	7191	Charter Ord. No. 40	30,148
East Lawrence Recreation Center: Replace RTU-2,3 & 4	7191	Charter Ord. No. 40	154,399
Community Building: Replace Aging Packaged Units	7191	Charter Ord. No. 40	394,559
Fire Station #2: Replace Outdated RTUs	7191	Charter Ord. No. 40	44,824
Fire Station #3: Replace Roof	7191	Charter Ord. No. 40	129,138
Outdoor Aquatic Center: Concession Stand HVAC	7191	Charter Ord. No. 40	46,716
City-Wide: HVAC Controls Upgrades, Additions and Optimization	7191	Charter Ord. No. 40	1,108,567
Fire Station #5: Solar Power Installation	7191	Charter Ord. No. 40	241,308
City-Wide Building Weatherization	7191	Charter Ord. No. 40	145,831
City Hall: Replace Windows	7191	Charter Ord. No. 40	347,017
Community Health: Replace Roof	7191	Charter Ord. No. 40	278,593
Fire Station #3: Replace Rooftop Units, Relocate One	7191	Charter Ord. No. 40	58,451
Community Building: Replace Roof	7191	Charter Ord. No. 40	281,462
City-Wide: Building LED Retrofits, Replacements & Controls	7191	Charter Ord. No. 40	1,457,914
Parks & Rec: Sports Field Lighting	7191	Charter Ord. No. 40	1,288,718
Holcom Recreation Center: Sports Field Lighting	7191	Charter Ord. No. 40	955,669
Required Program Costs (FCIP Fee and IGA Fee)	7191	<u>Charter Ord. No. 40</u>	<u>159,688</u>
Approximate Total:			\$11,033,159

SERIES 2017-C BOND PROJECTS

<u>Project</u>	<u>Resolution No.</u>	<u>Authority</u>	<u>Estimated Improvement Debt Fund Deposit</u>
Fire Truck	7163	K.S.A. 12-110c	\$641,600

WHEREAS, the Issuer desires to offer at competitive public sale the Issuer’s General Obligation Temporary Notes, Series 2017-I (the “Notes”); General Obligation Improvement Bonds, Series 2017-A (the “Series 2017-A Bonds”); and General Obligation Energy Improvement Bonds, Series 2017-B (Green Bonds) (the “Series 2017-B Bonds;” collectively, the Notes, Series 2017-A Bonds, and Series 2017-B Bonds are referred to herein as the “Competitively Offered Securities”); and

WHEREAS, the Issuer has selected the firm of Neighborly Corporation, Delaware, Massachusetts (the “Series 2017-C Purchaser”), as underwriter for its General Obligation Improvement Bonds, Series 2017-C Bonds (the “Series 2017-C Bonds,” and together with the Competitively Offered Securities, the “Securities”); and

WHEREAS, the Issuer desires to issue its general obligation bonds in order to permanently finance the costs of the Bond Projects and to retire a portion of the Refunded Notes, which were issued to temporarily finance a portion of the costs of the Bond Projects; and

WHEREAS, a portion of the proceeds of the Series 2017-A Bonds will be used to retire a portion of the Issuer’s General Obligation Temporary Notes, Series 2015-I (the “Refunded Notes”); and

WHEREAS, the Series 2017-B Bonds will be used to finance certain energy conservation improvements at various city buildings and facilities, and thus the Issuer desires to designate the Series 2017-B Bonds as “Green Bonds” to denote the environmental benefits of such improvements; and

WHEREAS, the Issuer has selected the firm of Springsted Incorporated, Saint Paul, Minnesota, (“Municipal Advisor”), as municipal advisor for the Securities; and

WHEREAS, the Issuer desires to authorize the City Clerk, Finance Director, Municipal Advisor, Bond Counsel and other officers and representatives of the Issuer to proceed with the offering for sale of the Competitively Offered Securities (as defined herein), and related activities; and

WHEREAS, the Issuer desires to authorize the Municipal Advisor, Series 2017-C Purchaser and Bond Counsel, in conjunction with the Clerk, Finance Director, and other officers and representatives of the Issuer to proceed with the preparation and distribution of a preliminary official statement and to authorize the distribution thereof and all other preliminary action necessary to sell said Series 2017-C Bonds.

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

Section 1. *Series 2017-A/B/I.* The Issuer is hereby authorized to offer at competitive public sale the Competitively Offered Securities, all as described in a Notice of Sale to be prepared by Gilmore &

Bell, P.C., Kansas City (“Bond Counsel”), in conjunction with the City Clerk and other appropriate officers of the Issuer.

Series 2017-C. The Series 2017-C Purchaser is hereby authorized to proceed with the offering for sale of the Issuer’s General Obligation Improvement Bonds, Series 2017-C (the “Series 2017-C Bonds”). The offering for sale of the Series 2017-C Bonds shall be accomplished in consultation with the Finance Director, the Municipal Advisor and Bond Counsel.

The confirmation of the sale of the Series 2017-C Bonds shall be subject to publication of a notice of intent to sell the Series 2017-C Bonds as hereinafter set forth, the execution of a bond purchase agreement between the Series 2017-C Purchaser and the Issuer (the “Bond Purchase Agreement”) in a form approved by Bond Counsel, the passage of an ordinance and adoption of a resolution by the Issuer authorizing the issuance of the Series 2017-C Bonds and the execution of various documents necessary to deliver the Series 2017-C Bonds.

Section 2. *Series 2017-A/B/I.* The Municipal Advisor, in conjunction with Bond Counsel and appropriate officers and representatives of the Issuer, is hereby authorized to cause to be prepared one or more preliminary official statements, and such officials and other representatives of the Issuer are hereby authorized to use such document(s) in connection with the public sale of the Competitively Offered Securities.

Series 2017-C. The Series 2017-C Purchaser, in conjunction with the appropriate officers and representatives of the Issuer, the Municipal Advisor and Bond Counsel, is hereby authorized to cause to be prepared a preliminary official statement relating to the Series 2017-C Bonds. The Issuer hereby consents to the use and public distribution by the Series 2017-C Purchaser of such preliminary official statement in connection with the offering for sale of the Series 2017-C Bonds.

Section 3. *Series 2017-A/B/I.* The Finance Director, in conjunction with Bond Counsel and appropriate officers and representatives of the Issuer, is hereby authorized and directed to give notice of the sale of the Series 2017-A Bonds and the Series 2017-B Bonds by publishing a summary of the Notice of Sale not less than 6 days before the date of the bond sale in a newspaper of general circulation in Douglas County, Kansas, and the ***Kansas Register*** and by distributing copies of the Notice of Sale and preliminary official statement(s) to prospective purchasers of the Competitively Offered Securities.

Bids for the purchase of the Competitively Offered Securities 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 the date of such sale, at which meeting the governing body shall review such bids and shall award the sale of the Competitively Offered Securities or reject all bids for a particular series.

Series 2017-C. Prior to the execution of the Bond Purchase Agreement, the City Clerk, in conjunction with the Municipal Advisor and Bond Counsel, shall publish a Notice of Intent to Seek Private Placement relating to the Series 2017-C Bonds in a newspaper of general circulation in Douglas County, Kansas, and the ***Kansas Register***.

Section 4. For the purpose of enabling the purchaser(s) of the Competitively Offered Securities and the Series 2017-C Purchaser (collectively, the “Purchasers”) to comply with the requirements of Rule 15c2-12 of the Securities Exchange Commission (the “Rule”), the appropriate officers of the Issuer are hereby authorized: (a) to approve the form of the respective 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 respective 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 certain national repositories and the Municipal Securities Rulemaking Board, as applicable; and (c) take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary; to enable the Purchasers to comply with the requirement of the Rule.

Section 5. The Issuer agrees to provide (a)(i) to the purchasers of the Competitively Offered Securities, within seven business days of the date of the sale of the Competitively Offered Securities, and (ii) to the Series 2017-C Purchaser, within seven business days of the date of the Bond Purchase Agreement, or (b) with regard to all Purchasers, within sufficient time to accompany any confirmation that requests payment from any customer of the respective Purchaser, whichever is earlier, sufficient copies of the respective final Official Statement to enable the respective 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, City Clerk, Finance Director, and the other officers and representatives of the Issuer, the Municipal Advisor, and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to: (a) carry out the sale of the notes and bonds described herein; and (b) make provision for payment and/or redemption of the Refunded Notes.

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 March 7, 2017 and **APPROVED AND SIGNED** by the Mayor.

(SEAL)

Mayor

ATTEST:

City Clerk

EXHIBIT A

**CERTIFICATE DEEMING
PRELIMINARY OFFICIAL STATEMENT FINAL**

March 7, 2017

To: _____
_____, _____

_____, _____

Re: General Obligation [Energy] [Improvement] [Temporary Notes][Bonds], Series
2017-__

Ladies and Gentlemen:

The undersigned are the duly acting Mayor and Clerk of the City of Lawrence, Kansas (the "Issuer"), and are authorized to deliver this Certificate to the addressee(s) (the "Purchaser(s)") on behalf of the Issuer. The Issuer has caused to be delivered to the Purchasers copies of the Preliminary Official Statement (the "Preliminary Official Statement"), relating to the above-referenced [notes (the "Notes")][[and] bonds (the "Bonds")].

For the purpose of enabling the Purchasers to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the "Rule"), the Issuer hereby deems the information regarding the Issuer contained in the Preliminary Official Statement to be final as of its date, except for the omission of such information as is permitted by the Rule, such as offering prices, interest rates, selling compensation, aggregate principal amount, principal per maturity, delivery dates, ratings, identity of the underwriters and other terms of the Notes and Bonds depending on such matters.

Very truly yours,

CITY OF LAWRENCE, KANSAS

By: _____
Title: Mayor

By: _____
Title: City Clerk