

**RESOLUTION NO. 7266**

**A RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF WATER AND SEWAGE SYSTEM IMPROVEMENT REVENUE BONDS, SERIES 2018, OF THE CITY OF LAWRENCE, KANSAS.**

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**WHEREAS**, the City of Lawrence, Kansas (the “Issuer”), owns and operates a water and sewage system (the “System”); and

**WHEREAS**, the Issuer is authorized under the provisions of K.S.A. 10-1201 *et seq.*, as amended and supplemented (the “Act”) to issue and sell revenue bonds for the purpose of paying all or part of the cost of the acquisition, construction, reconstruction, alteration, repair, improvement, extension or enlargement of the System, provided that the principal of and interest on such revenue bonds shall be payable solely from the Net Revenues derived from the operation of the System; and

**WHEREAS**, the Issuer has previously authorized certain improvements to the System, as described in Resolution No. 7265 (the “Project”); and

**WHEREAS**, the Issuer desires to issue its revenue bonds in order to permanently finance a portion of the costs of such Project; and

**WHEREAS**, the Issuer has selected the firm of Springsted Incorporated, Saint Paul, Minnesota, (“Municipal Advisor”), as municipal advisor for one or more series of System revenue bonds of the Issuer to be issued in order to provide funds to permanently finance the Project; and

**WHEREAS**, the Issuer desires to authorize the Municipal Advisor to proceed with the offering for sale of said System revenue bonds 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 System revenue bonds; and

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

**WHEREAS**, due to the volatile nature of the municipal bond market and the desire of the Issuer to achieve maximum benefit of timing of the sale of said System revenue bonds, the governing body of the Issuer desires to authorize the Mayor to confirm the sale of such System revenue bonds, if necessary, prior to the meeting of the governing body of the Issuer to adopt the necessary ordinance and resolution providing for the issuance thereof.

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

**Section 1.** The Issuer is hereby authorized to offer for sale one or more series of water and sewer system revenue bonds (the “Bonds”) as described in the Notice of Bond Sale, which is to be prepared by Bond Counsel in conjunction with City staff and the Municipal Advisor. 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 reviewed by the Finance Director, Municipal Advisor and Bond Counsel as soon after the submittal hour as possible.

The Mayor is hereby authorized to award the sale of the Bonds to the submitter of the best proposal as determined pursuant to the provisions of the Notice of Bond Sale or to reject all proposals; provided, however, that (a) the principal amount of the Bonds shall not exceed \$23,000,000, (b) the true interest cost of the Bonds shall not exceed 4.50%, (c) the final maturity of the Bonds shall be no later than November 1, 2038 with principal payments of the Bonds to begin no earlier than November 1, 2019, and (d) the Bonds maturing November 1, 2027 and thereafter shall be subject to prepayment on any day on or after November 1, 2026, at a price equal to 100% of the principal amount thereof.

In the event the Mayor is unavailable to award the sale of the Bonds on the sale date, award of the sale of the Bonds pursuant to the terms of the preceding paragraph may be authorized by the Vice Mayor.

All proposals for the purchase of the Bonds shall be delivered to the governing body of the Issuer at its meeting to be held on the date referenced in the Notice of Bond Sale, at which meeting the governing body of the Issuer shall review such proposals and ratify the award of the sale of the Bonds or the rejection of all proposals.

**Section 2.** The Mayor, City Manager, Finance Director 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 Bonds.

**Section 3.** The Finance Director, in conjunction with the Municipal 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 Preliminary 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 the Notice of Bond Sale, and awarded or rejected in the manner set forth in the Notice of Bond Sale and this Resolution.

**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 Exchange Commission (the "Rule"), the Mayor, City Manager, Finance Director 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 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 Rule 15c2-12(3) and (4) of the Securities and Exchange Commission and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

**Section 6.** The Mayor, City Manager, Finance Director and Clerk 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 carry out the sale of the Bonds.

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

**ADOPTED** by the governing body on September 18, 2018.

(SEAL)

ATTEST:

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Mayor

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City Clerk

