

ORDINANCE NO. 8895

ORDINANCE AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION TEMPORARY NOTES, SERIES 2013-III AND GENERAL OBLIGATION IMPROVEMENT BONDS, SERIES 2013-A OF THE CITY OF LAWRENCE, KANSAS.

WHEREAS, the City of Lawrence Kansas (the "Issuer"), is proceeding with certain internal improvements described as follows (the "Note Projects"):

<u>Project</u>	<u>Ordinance/ Resolution No.</u>	<u>Authority</u>	<u>Approximate Allocable Principal Amount of Notes</u>
9 th & Tennessee	6927	K.S.A. 12-685 <i>et seq.</i>	\$124,801
Library Expansion	6917	Charter Ord. 40	18,110,176
6 th & Iowa	6957	K.S.A. 12-685 <i>et seq.</i>	909,023
2013 KLINK	6978	K.S.A. 12-685 <i>et seq.</i>	203,010
Iowa St – Bob Billings Parkway to Yale	6889	K.S.A. 12-685 <i>et seq.</i>	808,020
23 rd Street (K10 Hwy) and Iowa	6966	K.S.A. 12-685 <i>et seq.</i>	502,567
Rock Chalk Park	7008/7009/7010	Charter Ord. 40, Charter Ord. 27, K.S.A. 12-685 <i>et seq.</i> , Art. 12, Section 5 of Kansas Const.	10,250,000
Farmland Streets	7003	K.S.A. 12-6a01 <i>et seq.</i>	7,336,000
Farmland Sewer	7004	K.S.A. 12-6a01 <i>et seq.</i>	904,500
2014 KLINK	7034	K.S.A. 12-685 <i>et seq.</i>	326,625
Wakarusa, Clinton to 6 th	6936	K.S.A. 12-685 <i>et seq.</i>	1,005,000
Recycling Equipment	7029	K.S.A. 12-2101 <i>et seq.</i>	2,244,178
G. Williams & Bob Billings Parkway Signal	7030	K.S.A. 12-685 <i>et seq.</i>	276,375
6 th & G. Williams Signal	7027	K.S.A. 12-685 <i>et seq.</i>	276,375
6 th Street ITS	7038	K.S.A. 12-685 <i>et seq.</i>	402,000
Art Center and Health Dept.	7033	Charter Ord. 27	201,000
9 th and Kentucky Signal	7035	K.S.A. 12-685 <i>et seq.</i>	20,100
Emory and Michigan turn lane	7036	K.S.A. 12-685 <i>et seq.</i>	<u>50,250</u>
Total:			\$43,950,000

WHEREAS, the governing body of the Issuer desires to evidence its intent to pay the actual costs of certain infrastructure improvements related to Rock Chalk Park all as set forth in the Development Agreement approved pursuant to Ordinance No. 8842 and, as additional authority, to make an economic development grant to RCP, LLC, a Kansas limited liability company ("RCP"), Bliss Sports, LC, a Kansas limited liability company ("Bliss Sports") and/or Bliss Sports II, LC, a Kansas limited liability company ("Bliss Sports II"), pursuant to Article 12, Section 5 of the Kansas Constitution, in an amount not to exceed \$12,261,426.65 to pay such costs; 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 Projects; 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 Projects 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, a portion of the proceeds of the Series 2013-III Notes will be used to retire a portion of the Issuer's General Obligation Temporary Notes, Series 2012-I (the "Refunded Notes"); and

WHEREAS, the Issuer has heretofore authorized certain internal improvements described as follows (the "Bond Projects," collectively referred to with the Note Projects as the "Improvements"):

<u>Project</u>	<u>Resolution No.</u>	<u>Authority</u>	<u>Approximate Allocable Principal Amount of Bonds</u>
Facility Improvements – Garage	6937	Charter Ord. 27	\$449,466
Facility Improvements – Delaware 23 rd & O'Connell	6937 & 6979 6940	Charter Ord. 27 K.S.A. 12-685 <i>et</i> <i>seq.</i>	245,214 848,494
Farmland Master Plan	8659	Art. 12, Section 5 of Kansas Const.	149,761
Delaware – 19 th to 22 nd Terr.	6944	K.S.A. 12-685 <i>et</i> <i>seq.</i>	5,025
BTBC Expansion	8658 & 8727	Article 12, Section 5	1,005,000
County Radio	8778	Art. 12, Section 5 of Kansas Const.	1,005,000
Fire Truck	6999	K.S.A. 12-110c	726,138
23 rd Street ITS	6949	K.S.A. 12-685 <i>et</i> <i>seq.</i>	<u>90,902</u>
Total:			\$4,525,000

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, the Issuer desires to authorize the Clerk, Finance Director, Bond Counsel and other officers and representatives of the Issuer to proceed with the offering for sale of said general obligation temporary notes and general obligation 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 general obligation temporary notes and general obligation bonds; and

WHEREAS, the Issuer desires to authorize 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 notice of bond sale and to authorize the distribution thereof and all other preliminary action necessary to sell said general obligation temporary notes and general obligation bonds.

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

Section 1. The Issuer is hereby authorized to offer at competitive public sale the Issuer's General Obligation Temporary Notes, Series 2013-III (the "Notes") and General Obligation Improvement Bonds, Series 2013-A (the "Bonds"), all as described in a Notice of Sale to be prepared by the Finance Director, in conjunction with Gilmore & Bell, P.C., Kansas City ("Bond Counsel"), the Clerk and other appropriate officers of the Issuer.

Section 2. The Mayor, Finance Director and Clerk, in conjunction with 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 public sale of the Notes and the Bonds.

Section 3. The Finance Director, in conjunction with Bond Counsel, is hereby authorized and directed to give notice of said bond sale 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 to prospective purchasers of the Notes and Bonds. Bids for the purchase of the Notes and Bonds 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 Notes and Bonds or reject all bids for a particular series of the Notes or Bonds.

Section 4. For the purpose of enabling the purchaser of the Notes and the purchaser of the Bonds (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 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 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 to the Purchasers within seven business days of the date of the sale of Notes and Bonds or within sufficient time to accompany any confirmation that requests payment from any customer of the Purchasers, whichever is earlier, sufficient copies of the final Official Statement to enable the Purchasers 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, Finance Director, and the other officers and representatives of the Issuer, and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to carry out the public sale of the Notes and Bonds.

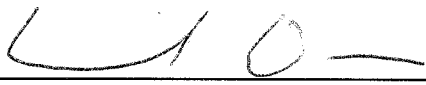
Section 7. The City Manager is hereby authorized and directed to pay the actual costs of certain infrastructure improvements related to Rock Chalk Park all as set forth in the Development Agreement approved pursuant to Ordinance No. 8842 and to make an economic development grant to RCP, LLC, a Kansas limited liability company ("RCP"), Bliss Sports, LC, a Kansas limited liability company ("Bliss Sports") and/or Bliss Sports II, LC, a Kansas limited liability company ("Bliss Sports II"), pursuant to Article 12, Section 5 of the Kansas Constitution, in an amount not to exceed \$12,261,426.65 to pay such costs. The issuance of general obligation bonds and/or temporary notes are hereby authorized to finance such costs, together with interest on any temporary financing and any costs of issuing such general obligation bonds and/or temporary notes..

Section 8. This Ordinance shall be in full force and effect from and after its adoption and publication in the official newspaper of the City.

PASSED by the governing body on August 20, 2013 and **APPROVED AND SIGNED** by the Mayor.

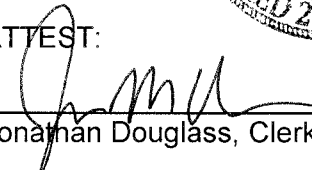
(SEAL)





Michael Dever, Mayor

ATTEST:



Jonathan Douglass, Clerk Clerk

EXHIBIT A
CERTIFICATE DEEMING
PRELIMINARY OFFICIAL STATEMENT FINAL

August 20, 2013

To: _____
_____, _____

_____, _____

Re: Approximately \$43,950,000 principal amount of General Obligation Temporary Notes, Series 2013-III and approximately \$4,525,000 principal amount of General Obligation Improvement Bonds, Series 2013-A

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 heretofore 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: Michael Dever
Title: Mayor
By: Jonathan Douglass
Title: City Clerk