

MINUTES TO SET DATE FOR SALE OF
BONDS AND TO AUTHORIZE
OFFICIAL STATEMENT FOR BONDS

420024-35

Knoxville, Iowa

April 18, 2016

The City Council of the City of Knoxville, Iowa, met on April 18, 2016, at _____ o'clock __.m. at the _____, in the City. The meeting was called to order by the Mayor, and the roll being called, the following named Council Members were present and absent:

Present: _____

Absent: _____.

After due consideration and discussion, Council Member _____ introduced the following resolution and moved its adoption, seconded by Council Member _____. The Mayor put the question upon the adoption of said resolution, and the roll being called, the following Council Members voted:

Ayes: _____

Nays: _____.

Whereupon, the Mayor declared the resolution duly adopted, as hereinafter set out.

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At the conclusion of the meeting and, upon motion and vote, the Council adjourned.

Mayor

Attest:

City Clerk

RESOLUTION NO. 04-22-16

Resolution setting the date for sale of General Obligation Corporate Purpose and Refunding Bonds, Series 2016A and authorizing the use of a preliminary official statement in connection therewith

WHEREAS, the City of Knoxville (the “City”), in Marion County, State of Iowa, previously issued its \$1,765,000 General Obligation Refunding Capital Loan Notes, Series 2007A, dated September 19, 2007 (the “2007 Notes”) a portion of which currently remains outstanding maturing on such dates and in such amounts and bearing interest at such rates as follows as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2016	\$140,000	3.95%
2017	\$150,000	4.00%
2018	\$150,000	4.05%
2019	\$160,000	4.05%

;and

WHEREAS, pursuant to the resolution (the “2007 Note Resolution”) authorizing the issuance of the 2007 Notes, the City reserved the right to call the portion of the 2007 Notes maturing in the years 2016 through 2019 (the “Callable 2007 Notes”) for early redemption on any date on or after June 1, 2015, subject to the provisions of the 2007 Note Resolution; and

WHEREAS, the City has heretofore proposed to enter into a Loan Agreement (the “Essential Purpose Loan Agreement”), pursuant to the provisions of Section 384.24A of the Code of Iowa, and to borrow money thereunder in a principal amount not to exceed \$2,100,000 for the purpose of paying the costs, to that extent, of (1) current refunding the Callable 2007 Notes; and (2) constructing street improvements, including incidental water, sanitary sewer, sidewalk and storm water drainage infrastructure (the “Street Project”), and has published notice of the proposed action and has held a hearing thereon on February 15, 2016; and

WHEREAS, the City also proposed to enter into a General Obligation Recreational Trails Improvement Loan Agreement (the “Rec Trails Loan Agreement”) and to borrow money thereunder in a principal amount not to exceed \$700,000, pursuant to the provisions of Section 384.24A of the Code of Iowa, for the purpose of paying the cost, to that extent, of constructing public recreation trails and related improvements, and in lieu of calling an election upon such proposal, has published notice of the proposed action and has held a hearing thereon, and as of July 20, 2015, no petition had been filed with the City asking that the question of entering into the Rec Trails Loan Agreement be submitted to the registered voters of the City; and

WHEREAS, pursuant to Section 384.28 of the Code of Iowa, the City Council has combined the Essential Purpose Loan Agreement and the Rec Trails Loan Agreement into a single loan agreement (the “Loan Agreement”) and has proposed to issue General Obligation

Corporate Purpose and Refunding Bonds, Series 2016A (the “Bonds”) in evidence of its obligations thereunder; and

WHEREAS, a Preliminary Official Statement (the “P.O.S.”) has been prepared to facilitate the sale of the Bonds, and it is now necessary to make provision for the approval of the P.O.S. and to authorize its use by Public Financial Management, Inc. (the “Financial Advisor”); and

WHEREAS, it is now necessary to set the date for the sale of the Bonds and to authorize the Financial Advisor to carry out such sale;

NOW, THEREFORE, Be It Resolved by the City Council of the City of Knoxville, as follows:

Section 1. The City Clerk and Assistant City Manager are hereby authorized to take such action as shall be deemed necessary and appropriate, with assistance from Dorsey & Whitney, LLP and the Financial Advisor, to set the date of May 2, 2016 as the date for the sale of the Bonds to be issued in evidence of the City's obligation under the Loan Agreement.

Section 2. The City Clerk and Assistant City Manager are hereby authorized to take such action as shall be deemed necessary and appropriate, with the assistance of the Financial Advisor, to prepare the P.O.S. describing the Bonds and providing for the terms and conditions of their sale, and all action heretofore taken in this regard is hereby ratified and approved.

Section 3. The use by the Financial Advisor of the P.O.S. relating to the Bonds in substantially the form as has been presented to and considered by the City is hereby approved, and the Financial Advisor is hereby authorized to prepare and use a final Official Statement for the Bonds substantially in the form of the P.O.S. but with such changes therein as are required to conform the same to the terms of the Bonds and the resolution, when adopted, providing for the sale and issuance of the Bonds, and the City Clerk is hereby authorized and directed to execute a final Official Statement for the Bonds, if requested. The P.O.S. as of its date is deemed final by the City within the meaning of Rule 15(c)(2)-12 of the Securities and Exchange Commission.

Section 4. Pursuant to Section 75.14 of the Code of Iowa, the City Council hereby authorizes the use of electronic bidding procedures for the sale of the Bonds through PARITY[®], and hereby finds and determines that the PARITY[®] competitive bidding system will provide reasonable security and maintain the integrity of the competitive bidding process and will facilitate the delivery of bids by interested parties under the circumstances of this bond sale.

Section 5. All resolutions or parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

Section 6. This resolution shall be in full force and effect immediately upon its adoption and approval, as provided by law.

Passed and approved April 18, 2016.

Mayor

Attest:

City Clerk

ATTESTATION CERTIFICATE:

STATE OF IOWA
COUNTY OF MARION
CITY OF KNOXVILLE

SS:

I, the undersigned, City Clerk of the City of Knoxville, do hereby certify that attached hereto is a true and correct copy of the proceedings of the City Council relating to fixing a date for the sale of General Obligation Corporate Purpose and Refunding Bonds, Series 2016A and the approval of a preliminary official statement for the issuance of such Bonds.

WITNESS MY HAND this _____ day of _____, 2016.

City Clerk