

RESOLUTION NO. 2016-39

A RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION SALES TAX BONDS OF LEAVENWORTH COUNTY, KANSAS.

WHEREAS, Leavenworth County, Kansas (the "Issuer") is authorized under K.S.A. 12-187 *et seq.* (the "Act"), to incur indebtedness and to issue and sell general obligation sales tax bonds of the Issuer to evidence such indebtedness for the purpose of financing certain public facilities upon obtaining the approval of at least a majority of the qualified electors of the Issuer voting on the question; and

WHEREAS, pursuant to Resolution No. 2014-41 and K.S.A. 12-187 *et seq.* (the "Act"), a special election was duly held in the Issuer on February 3, 2015, on the question of whether to issue the general obligation sales tax bonds of the Issuer in the amount of not to exceed \$40,000,000 for the purpose of providing funds to finance capital improvements, infrastructure, facilities, the purchase of equipment, debt reduction and economic development projects in the county and cities within the county (collectively the "Project"), and it was found and determined that more than a majority of the qualified electors of the Issuer voting on the question had voted in favor of the issuance of said bonds for the purpose aforesaid; and

WHEREAS, pursuant to Resolution No. 2016-35, K.S.A. 68-580 *et seq.* and Charter Resolution 2016-1, the Issuer has previously authorized certain road improvements described as follows:

1. The improvement of 147th Street from Fairmount Road to Parallel Road;
2. The improvement of McIntyre Road from K-7/U.S. 73 Highway to K-5 Highway;
3. The improvement of Eisenhower Street (County Road 34) from approximately one-half mile east of 20th Street of the City of Leavenworth to County Road 5; and
4. The improvement of the secondary road system of the County;

(collectively, the "Road Improvements"); and

WHEREAS, pursuant to Resolution No. 2016-32 and K.S.A. 19-101 *et seq.*, the Issuer has previously authorized the issuance of general obligation bonds to fund an economic development contribution to the Leavenworth County Port Authority for the purposes of providing an economic development contribution and grant related to a new industrial park within the City of Leavenworth, Kansas (the "Leavenworth Industrial Park Contribution"); and

WHEREAS, pursuant to Resolution No. 2016-33 and K.S.A. 19-101 *et seq.*, the Issuer has previously authorized the issuance of general obligation bonds to fund an economic development contribution to the Leavenworth County Port Authority for the purposes of providing an economic development contribution and grant related to a new industrial park within the City of Tonganoxie, Kansas (the "Tonganoxie Industrial Park Contribution"); and

WHEREAS, the Issuer proposes to issue a portion of such general obligation sales tax bonds authorized at the February 3, 2015 election to pay a portion of the costs of the Road Improvements, the Leavenworth Industrial Park Contribution and the Tonganoxie Industrial Park Contribution (collectively referred to herein as the "Improvements"); and

WHEREAS, the Issuer hereby selects the firm of Piper Jaffray & Co., Leawood, Kansas ("Financial Advisor"), as financial advisor for one or more series of general obligation sales tax bonds of the Issuer to be issued in order to provide funds to permanently finance the Improvements; and

WHEREAS, the Issuer desires to authorize the Financial Advisor to proceed with the offering for sale of said general obligation sales tax 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 sales tax bonds; and

WHEREAS, the Issuer desires to authorize the Financial Advisor and Gilmore & Bell, P.C., Kansas City, Missouri, the Issuer's bond counsel ("Bond Counsel"), in conjunction with the Clerk 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 sales tax bonds.

BE IT RESOLVED BY THE GOVERNING BODY OF LEAVENWORTH COUNTY, KANSAS, AS FOLLOWS:

Section 1. The Issuer is hereby authorized to offer for sale the Issuer's General Obligation Sales Tax Bonds, Series 2016-A and Taxable General Obligation Sales Tax Bonds, Series 2016-B (collectively, the "Bonds") described in the Notice of Bond Sale, which is hereby approved in substantially the form presented to the governing body this date. 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 Chairman, Financial Advisor and Bond Counsel, as soon after the submittal hour as possible. All proposals for the purchase of the Bonds shall be delivered to the governing body at its meeting to be held immediately following the sale date referenced in the Notice of Bond Sale, at which meeting the governing body shall review such bids and ratify the award of the sale of the Bonds or the rejection of all proposals.

Section 2. The Chairman and Clerk, in conjunction with the Financial Advisor and 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 sale of the Bonds.

Section 3. The Clerk, in conjunction with the Financial Advisor and Bond Counsel, is hereby authorized and directed to give notice of said bond sale by publishing a summary of the Notice of Bond Sale not less than 6 days before the date of the bond sale in a newspaper of general circulation in Leavenworth County, Kansas, and the *Kansas Register* and 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 said Notice of Bond Sale, and shall be delivered to the governing body at its meeting to be held on the sale date referenced in the Notice of Bond Sale, at which meeting the governing body shall review such bids and shall award the sale of the Bonds or reject all proposals.

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 and Exchange Commission (the "Rule"), the Chairman 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. The Issuer hereby approves the form of Omnibus Continuing Disclosure Undertaking presented herewith, the provisions of which will apply to the Bonds.

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 the Rule and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

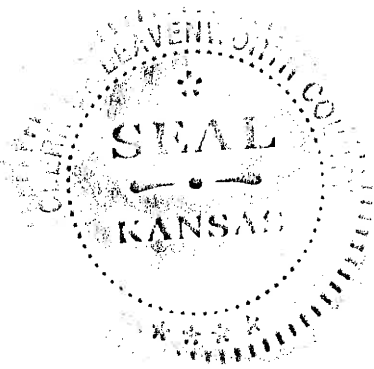
Section 6. The Chairman, Clerk and the other officers and representatives of the Issuer, the Financial Advisor and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to carry out the sale of the Bonds.

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

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ADOPTED by the governing body on November 17, 2016.

(SEAL)



ATTEST:

Janet Klavnski
Clerk

Robert W. Holland
Chairman

[Signature]
Commissioner

[Signature]
Commissioner