

4 **ORDINANCE NO. 18647**
5

6 **AN ORDINANCE INTRODUCED BY CITY MANAGER NORTON N.**
7 **BONAPARTE, JR. AUTHORIZING THE CITY OF TOPEKA, KANSAS,**
8 **TO ISSUE ITS SALES TAX REVENUE BONDS, SERIES 2006, (TOPEKA**
9 **BOULEVARD BRIDGE) IN THE AGGREGATE PRINCIPAL AMOUNT**
10 **OF \$30,625,000 FOR THE PURPOSE OF FINANCING THE COSTS OF**
11 **REMOVING AND REPLACING THE TOPEKA BOULEVARD BRIDGE**
12 **LOCATED IN THE CITY; AUTHORIZING THE EXECUTION OF AN**
13 **INDENTURE BY AND BETWEEN THE CITY AND U.S. BANK**
14 **NATIONAL ASSOCIATION, ST. LOUIS, MISSOURI, AS TRUSTEE; AND**
15 **AUTHORIZING AND APPROVING CERTAIN ADDITIONAL**
16 **DOCUMENTS AND ACTIONS IN CONNECTION WITH THE ISSUANCE**
17 **OF SAID BONDS.**
18

19 **WHEREAS**, the City of Topeka, Kansas, (the "City") is a political subdivision, duly
20 created, organized and existing under the laws of the State of Kansas; and
21

22 **WHEREAS**, pursuant to K.S.A. 12-187 *et seq.*, as amended, (the "Act") a special
23 election was duly held in Shawnee County, Kansas, (the "County") on August 3, 2004, on the
24 question of whether to implement a special County-wide retailer sales tax at a rate of one-half of
25 one percent (0.5%) (the "Sales Tax") to be used for the purpose of among other things, financing
26 the cost to remove and replace the Topeka Boulevard Bridge located in the City (the "Project")
27 and it was found and determined that more than a majority of the qualified electors of the County
28 voting on the question had voted in favor of the implementation of the Sales Tax for the purpose
29 aforesaid; and
30

31 **WHEREAS**, the governing body of the City, as the recipient of funds derived from the
32 Sales Tax, has authority under the Act, specifically K.S.A. 12-195, as amended, to issue and sell
33 revenue bonds in the maximum principal amount of \$33,416,800 for the purpose of paying all or
34 part of the cost of the Project (the "Bonds") and notice of such intention was published by the
35 City in accordance with the Act and no sufficient written protest thereto was filed with the City
36 Clerk within thirty (30) days after said publication date all as set forth in the Act; and
37

38 **WHEREAS**, the City is authorized under the provisions of the Act to issue and sell
39 Bonds for the purpose of paying all or part of the cost of the Project, provided that the principal
40 of and interest on such Bonds shall be payable solely from the revenues received by the City
41 from the Sales Tax; and
42

43 **WHEREAS**, the governing body of the City has caused plans and specifications for the
44 Project and an estimate of the cost thereof to be made and the same are hereby accepted and
45 approved and shall be placed on file in the office of the City Clerk, the amount of said estimated
46 cost being not less than \$33,416,800; and

1
2 **WHEREAS**, the City does not have outstanding any bonds payable from the revenues
3 received by the City from the Sales Tax; and
4

5 **WHEREAS**, the City hereby finds and determines that it is necessary to authorize the
6 issuance of the Bonds for the purposes set forth herein; and
7

8 **WHEREAS**, the City further finds and determines that it is necessary and desirable in
9 connection with the issuance of the Bonds to execute and deliver a Bond Trust Indenture dated as
10 of June 1, 2006, (the "Indenture") with U.S. Bank National Association, St. Louis, Missouri, as
11 Trustee, (the "Trustee") for the purpose of issuing and securing the Bonds as provided therein.
12

13 **NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF**
14 **TOPEKA, SHAWNEE COUNTY, KANSAS, AS FOLLOWS:**
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16 **Section 1. Authorization of the Bonds.** In order to obtain funds to be used for the
17 purposes aforesaid, the City is hereby authorized to issue the Bonds in the aggregate principal
18 amount of \$30,625,000 which shall be issued under and secured by and shall have the terms and
19 provisions set forth in the Indenture, and the signatures of the officers of the City executing such
20 Indenture shall constitute conclusive evidence of their approval and the City's approval thereof.
21 The Bonds shall be executed on behalf of the City by the manual or facsimile signature of the
22 Mayor and attested by the manual or facsimile signature of its City Clerk and shall have the
23 corporate seal of the City affixed thereto or imprinted thereon.
24

25 **Section 2. Special Obligations.** The Bonds shall be special obligations of the City
26 payable solely from the sources and in the manner as provided in the Indenture, and shall be
27 secured by a transfer, pledge and assignment of and a grant of a security interest in the Trust
28 Estate (as defined in the Indenture) to the Trustee (as herein defined) and in favor of the
29 registered owners of the Bonds, as provided in the Indenture. The Bonds and interest thereon
30 shall not in any respect be a general obligation of the City and shall not be payable in any
31 manner from *ad valorem* taxation, and shall not constitute a pledge of the full faith and credit of
32 the City, but shall be payable solely from the funds provided for in the Indenture. The issuance
33 of the Bonds shall not obligate the City directly, indirectly, or contingently, to levy any form of
34 taxation therefor or to make any appropriation for their payment. The City shall not in any event
35 be liable for the payment of the principal of, redemption premium, if any, or interest on the
36 Bonds or for the performance of any pledge, obligation or agreement of any kind whatsoever
37 which may be undertaken by the City. No breach by the City of any such pledge, obligation or
38 agreement may impose any liability, pecuniary or otherwise, upon the City or any charge upon
39 its general credit or against its taxing power.
40

41 **Section 3. Authorization and Approval of Documents.** The following documents (the
42 "City Documents") are hereby approved in substantially the forms presented to the City Council
43 at this meeting with such changes therein as shall be approved by the officer of the City
44 executing such documents, such officer's signature thereon being conclusive evidence of such
45 officer's approval and the City's approval thereof:
46

1 (a) Indenture dated as of June 1, 2006, between the City and the Trustee providing for
2 the issuance thereunder of the Bonds and setting forth the terms and provisions applicable to the
3 Bonds, including a pledge and assignment by the City of the Trust Estate to the Trustee for the
4 benefit and security of the registered owners of the Bonds upon the terms and conditions as set
5 forth in the Indenture.

6
7 (b) Pledge of Revenues Agreement by and between the City, the County and the Joint
8 Economic Development Organization dated as of June 1, 2006 (the "Pledge of Revenues
9 Agreement")

10
11 (c) Continuing Disclosure Agreement dated as of June 1, 2006, between the City and
12 the Trustee (the "Disclosure Agreement");

13
14 (d) Preliminary Official Statement and Official Statement to be in substantially the
15 same form with such changes and additions thereto as are necessary to conform to the
16 transaction, and which is to be given to the Purchaser in connection with the sale of the Bonds;
17 and

18
19 (e) Such other City Documents and certificates as may be deemed by the Mayor, City
20 Manager, or City Clerk of the City necessary in order to provide for the issuance and delivery of
21 the Bonds.

22
23 **Section 4. Execution of Bonds and Documents.** The Mayor of the City is hereby
24 authorized and directed to execute the Bonds by manual or facsimile signature and to deliver the
25 Bonds to the Trustee for authentication for and on behalf of and as the act and deed of, the City
26 in the manner provided in the Indenture. The Mayor of the City is hereby authorized and
27 directed to execute and deliver the City Documents for and on behalf of, and as the act and deed
28 of, the City. The Clerk or Deputy Clerk of the City is hereby authorized and directed to attest to
29 the Bonds by manual or facsimile signature, to such of the City Documents, and to such other
30 documents, certificates and instruments, as may be necessary or desirable to carry out and
31 comply with the intent of this Ordinance.

32
33 **Section 5. Preliminary Official Statement.** The *Preliminary Official Statement*
34 respecting the Bonds, in substantially the form presented to the City Council of the City at this
35 meeting, with such changes and additions thereto as are necessary to conform to and describe the
36 transaction, is hereby authorized and approved. The Mayor of the City is hereby authorized and
37 directed to deem the information in the *Preliminary Official Statement* respecting the City to be
38 final as of its date for purposes of Rule 15c2-12 promulgated by the Securities and Exchange
39 Commission. The usage by the underwriters of the *Preliminary Official Statement* in connection
40 with the sale of the Bonds is hereby authorized and approved. The final *Official Statement*
41 respecting the Bonds, in substantially the form of the *Preliminary Official Statement*, with such
42 changes therein or amendments or supplements thereto as shall be approved by the representative
43 of the City executing said final *Official Statement*, said representative's execution thereof on
44 behalf of the City to be conclusive evidence of said representative's approval thereof, and the
45 public distribution of the same by the underwriter are hereby approved. Other than as to the
46 information respecting the City, the City has not participated in the preparation of the

1 *Preliminary Official Statement* or the final *Official Statement* and has not verified the accuracy of
2 the information therein. Accordingly, such approval does not constitute approval by the City of
3 such information or a representation by the City as to the completeness or accuracy of the
4 information contained therein.
5

6 **Section 6. Continuing Disclosure.** The City hereby covenants with the Purchaser and
7 the holders and owners of the Bonds to provide and disseminate such information, as required by
8 the SEC Rule and as set forth in the Disclosure Agreement, which are incorporated herein by
9 reference. Such covenant shall be for the benefit of and enforceable by the holder and owners of
10 the Bonds.
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12 **Section 7. Further Authority.** The City shall, and the officers, agents and employees of
13 the City are hereby authorized and directed to, take such further action and execute such other
14 documents, certificates and instruments, including, without limitation, any security documents,
15 arbitrage certificate, closing certificates and tax forms, as may be necessary or desirable to carry
16 out and comply with the intent of this Ordinance, and to carry out, comply with and perform the
17 duties of the City with respect to the Bonds and the City Documents.
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19 **Section 8. Repeal of Conflicting Ordinances.** All prior ordinances of the City or any
20 parts thereof in conflict with any or all of the foregoing ordinances are hereby repealed to the
21 extent of such conflict.
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23 **Section 9. Severability.** If any section, paragraph, clause or provision of this Ordinance
24 shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of
25 such section, paragraph, clause or provision shall not affect any remaining provisions of this
26 Ordinance.
27

28 **Section 10. Effective Date.** This Ordinance shall take effect and be in full force
29 immediately after its adoption by the City and publication once in the official newspaper of the
30 City.
31

32 (REMAINDER OF THIS PAGE LEFT INTENTIONALLY BLANK)
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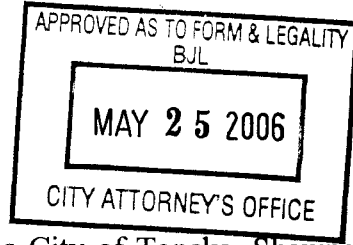
1 PASSED and approved by the City Council this 23rd day of May 2006.

2
3 CITY OF TOPEKA, KANSAS

4 ATTEST:

5
6 *William W. Bunten*
7 William W. Bunten, Mayor

8 *Iris E. Walker*
9 Iris E. Walker, City Clerk



10 IRIS E. WALKER, City Clerk of the City of Topeka, Shawnee County, Kansas, do
11 hereby certify that the above and foregoing is a true and correct copy of Ordinance No. 18647
12 adopted and approved by the City Council on May 23rd, 2006.
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Iris E. Walker, City Clerk