

(Published in The Topeka Metro News on April 29, 2013.)

**ORDINANCE NO. 19811**

**AN ORDINANCE INTRODUCED BY CITY MANAGER JIM COLSON  
AUTHORIZING THE ISSUANCE OF \$35,985,000 AGGREGATE  
PRINCIPAL AMOUNT OF COMBINED UTILITY REFUNDING  
REVENUE BONDS, SERIES 2013-A, OF THE CITY OF TOPEKA,  
KANSAS, UNDER THE AUTHORITY OF K.S.A. 10-116a AND K.S.A. 10-  
1201 ET SEQ., AND ALL AMENDMENTS THERETO.**

**WHEREAS**, the governing body of the City of **Topeka, Shawnee County, Kansas**, (the "City") has heretofore duly authorized, issued and delivered its \$14,875,000 principal amount of Combined Utility Improvement Revenue Bonds, Series 2005-A, dated December 8, 2005, (the "Series 2005-A Bonds") pursuant to its Ordinance No. 18531 (the "Series 2005-A Bond Ordinance") and Resolution No. 7709 (the "Series 2005-A Bond Resolution") adopted November 8, 2005, in accordance with the requirements of K.S.A. 10-1201 et seq., all as amended; and

**WHEREAS**, as of April 1, 2013, there remains outstanding of the Series 2005-A Bonds the principal amount of \$13,025,000 bearing interest payable semiannually on February 1 and August 1 each year and maturing on August 1, as follows:

**SERIAL BONDS**

<b>MATURITY</b> <b>(August 1)</b>	<b>PRINCIPAL</b> <b>AMOUNT</b>	<b>INTEREST</b> <b>RATE</b>
2013	\$270,000	7.50%
2014	290,000	7.50
2015	315,000	7.50
2016	335,000	7.50
2017	360,000	4.25

**TERM BONDS**

2020	\$1,200,000	6.00%
2023	1,430,000	6.00
2025	1,100,000	6.00
2027	1,235,000	6.00
2035	6,490,000	5.25

**WHEREAS**, pursuant to Section 203 of the Series 2005-A Bond Resolution, the State Treasurer of the State of Kansas, Topeka, Kansas, was designated as the City's Paying Agent and Bond Registrar for the payment of the principal of and interest on the Series 2005-A Bonds; and

**WHEREAS**, pursuant to Section 301 of the Series 2005-A Bond Resolution, the Series 2005-A Bonds maturing on August 1, 2016, and thereafter, are subject to redemption and payment at the option of the City on August 1, 2015, and thereafter in whole or in part on any date, at the redemption price equal to the principal amount thereof with a redemption premium of one percent of the principal amount redeemed, such redemption premium to decline one-quarter of one percent (1/4 of 1%) each August 1 thereafter, plus accrued interest thereon to the date fixed for redemption and payment; and

**WHEREAS**, the City has heretofore duly authorized, issued and delivered its \$32,375,000 principal amount of Combined Utility Refunding Revenue Bonds, Series 2006-A, dated October 18, 2006, (the "Series 2006-A Bonds") pursuant to its Ordinance No. 18717 (the "Series 2006 Bond Ordinance") and Resolution No. 7866 (the "Series 2006 Bond Resolution") adopted September 26, 2006, in accordance with the requirements of K.S.A. 10-116a and K.S.A. 10-1201 et seq., all as amended; and

**WHEREAS**, as of April 1, 2013, there remains outstanding of the Series 2006-A Bonds the principal amount of \$32,375,000 bearing interest payable semiannually on February 1 and August 1 each year and maturing on August 1, as follows:

## SERIAL BONDS

MATURITY (August 1)	PRINCIPAL AMOUNT	INTEREST RATE
2021	\$2,490,000	4.250%
2022	3,180,000	4.250
2023	3,330,000	4.375
2024	3,475,000	4.375
2025	3,630,000	4.375
2026	3,790,000	4.375
2027	3,960,000	4.250
2028	4,135,000	4.250
2029	1,400,000	4.250
2030	1,460,000	4.250
2031	1,525,000	4.250

**WHEREAS**, pursuant to Section 203 of the Series 2006 Bond Resolution, the State Treasurer of the State of Kansas, Topeka, Kansas, was designated as the City's Paying Agent and Bond Registrar for the payment of the principal of and interest on the Series 2006-A Bonds; and

**WHEREAS**, pursuant to Section 301 of the Series 2006 Bond Resolution, the Series 2006-A Bonds maturing on August 1, 2021, and thereafter, are subject to redemption and payment at the option of the City on August 1, 2014, and thereafter in whole or in part on any date, at the redemption price equal to the principal amount thereof with a redemption premium of

one percent of the principal amount redeemed, such redemption premium to decline one-quarter of one percent (1/4 of 1%) each Interest Payment Date thereafter, plus accrued interest thereon to the date fixed for redemption and payment; and

**WHEREAS**, the City has heretofore duly authorized, issued and delivered its \$22,600,000 principal amount of Combined Utility Refunding Revenue Bonds, Series 2006-B, dated October 18, 2006, (the "Series 2006-B Bonds") pursuant to the Series 2006 Bond Ordinance and Series 2006 Bond Resolution in accordance with the requirements of K.S.A. 10-116a and K.S.A. 10-1201 et seq., all as amended; and

**WHEREAS**, as of April 1, 2013, there remains outstanding of the Series 2006-B Bonds the principal amount of \$19,135,000 bearing interest payable semiannually on February 1 and August 1 each year and maturing on August 1, as follows:

**SERIAL BONDS**

<u>MATURITY</u> <u>(August 1)</u>	<u>PRINCIPAL</u> <u>AMOUNT</u>	<u>INTEREST</u> <u>RATE</u>
2013	\$ 815,000	5.00%
2014	1,875,000	5.00
2015	2,365,000	5.00
2016	2,485,000	4.00
2017	2,595,000	4.00
2018	2,695,000	4.00
2019	2,810,000	4.00
2020	2,935,000	4.00
2021	560,000	4.25

**WHEREAS**, pursuant to Section 203 of the Series 2006 Bond Resolution, the State Treasurer of the State of Kansas, Topeka, Kansas, was designated as the City's Paying Agent and Bond Registrar for the payment of the principal of and interest on the Series 2006-B Bonds; and

**WHEREAS**, pursuant to Section 301 of the Series 2006 Bond Resolution, the Series 2006-B Bonds maturing on August 1, 2015, and thereafter, are subject to redemption and payment at the option of the City on August 1, 2014, and thereafter in whole or in part on any date, at the redemption price equal to the principal amount thereof with a redemption premium of one percent of the principal amount redeemed, such redemption premium to decline one-quarter of one percent (1/4 of 1%) each Interest Payment Date thereafter, plus accrued interest thereon to the date fixed for redemption and payment; and

**WHEREAS**, the City has heretofore duly authorized, issued and delivered its \$22,045,000 principal amount of Combined Utility Refunding Revenue Bonds, Series 2012-A, dated June 12, 2012, (the "Series 2012-A Bonds") pursuant to its Ordinance No. 19732 (the "Series 2012-A Bond Ordinance") and Resolution No. 8428 (the "Series 2012-A Bond Resolution") adopted May 15, 2012, in accordance with the requirements of K.S.A. 10-116a and K.S.A. 10-1201 et seq., all as amended; and

**WHEREAS**, as of April 1, 2013, there remains outstanding of the Series 2012-A Bonds the principal amount of \$21,855,000 bearing interest payable semiannually on February 1 and August 1 each year and maturing on August 1, as follows:

**SERIAL BONDS**

<b>MATURITY</b>	<b>PRINCIPAL</b>	<b>INTEREST</b>
<u>(August 1)</u>	<u>AMOUNT</u>	<u>RATE</u>
2013	\$1,195,000	3.000%
2014	55,000	3.000
2015	60,000	3.000
2016	60,000	3.000
2017	60,000	3.000
2018	65,000	3.000
2019	65,000	3.000
2020	70,000	3.000
2021	70,000	3.000
2022	70,000	3.000
2023	75,000	3.000
2024	75,000	3.000
2025	1,935,000	3.000
2026	1,995,000	3.000
2027	2,060,000	3.125
2028	2,130,000	3.125
2029	2,200,000	3.250
2030	2,275,000	3.250
2031	2,360,000	3.375
2032	2,445,000	3.375
2033	2,535,000	3.50

**WHEREAS**, pursuant to Section 203 of the Series 2012-A Bond Resolution, the State Treasurer of the State of Kansas, Topeka, Kansas, was designated as the City's Paying Agent and Bond Registrar for the payment of the principal of and interest on the Series 2012-A Bonds; and

**WHEREAS**, pursuant to Section 301 of the Series 2012-A Bond Resolution, the Series 2012-A Bonds portions thereof either maturing or subject to mandatory redemption and payment on August 1, 2021, and thereafter, are subject to redemption and payment at the option of the City on August 1, 2020, and thereafter in whole or in part on any date, at the redemption price equal to 100% the principal amount thereof, plus accrued interest thereon to the date fixed for redemption and payment; and

**WHEREAS**, the City has determined and hereby determines that it is in the best interest of the City and the patrons and taxpayers thereof that (i) the Series 2005-A Bonds maturing on August 1, 2013, (i.e., \$270,000) (the "Series 2005-A Refunded Bonds"); the Series 2006-B Bonds maturing on August 1, 2013, (i.e., \$815,000) (the "Series 2006-B Refunded Bonds"); and the Series 2012-A Bonds maturing on August 1, 2013, (i.e., \$1,195,000) (the "Series 2012-A Refunded Bonds") be paid and redeemed as the same mature on August 1, 2013, and (ii) the

186 Series 2006-A Bonds maturing on and after August 1, 2021, (i.e., \$32,375,000) (the “Series  
187 2006-A Refunded Bonds”) be paid and redeemed as the same become subject to redemption and  
188 payment on August 1, 2014, and that refunding revenue bonds of the City payable from the  
189 revenues derived from the operation of its combined water, water pollution control and  
190 stormwater utility system (the “System”) of the City be issued in the aggregate principal amount  
191 of \$35,985,000 to be utilized for such purpose; and  
192

193 **WHEREAS**, such refunding would provide a more orderly plan of financing for the City  
194 and result in a general restructuring of the debt service obligation of the City with respect to its  
195 combined utility, as hereinafter defined; and  
196

197 **WHEREAS**, it is necessary at this time that the City proceed forthwith to sell and deliver  
198 its Combined Utility Refunding Revenue Bonds, Series 2013-A, in the principal sum of  
199 \$35,985,000 (the “Bonds”), for the purpose of providing funds to (1) currently refund the Series  
200 2005-A Refunded Bonds, the Series 2006-B Refunded Bonds, and the Series 2012-A Refunded  
201 Bonds on August 1, 2013, (2) advance refund the Series 2006-A Refunded Bonds on August 1,  
202 2014, and (3) pay the costs of issuing the Bonds, under the authority of K.S.A. 10-116a, K.S.A.  
203 10-1201 et seq. and Article 1 of Chapter 10, Kansas Statutes Annotated, all as amended; and  
204

205 **WHEREAS**, a portion of the proceeds derived from the sale of the Combined Utility  
206 Refunding Revenue Bonds, Series 2013-A, herein authorized shall, subject to the provisions of  
207 an escrow trust agreement authorized herein, be placed in an escrow trust account to be  
208 established as herein authorized for the purpose of paying and redeeming the Series 2006-A  
209 Refunded Bonds as to both principal and interest as the same become subject to redemption and  
210 payment on August 1, 2014, all as more particularly described herein; and  
211

212 **WHEREAS**, as previously herein recited, the City on December 8, 2005, issued its  
213 Combined Utility Improvement Revenue Bonds, Series 2005-A in the amount of \$14,875,000  
214 (the “Series 2005-A Bonds”); and  
215

216 **WHEREAS**, as previously herein recited, the City on October 18, 2006, issued its  
217 Combined Utility Refunding Revenue Bonds, Series 2006-A in the amount of \$32,375,000 (the  
218 “Series 2006-A Bonds”) which currently refunded all of the City’s outstanding Series 1998B  
219 Water and Water Pollution Control Utility Revenue Bonds dated June 1, 1998; and  
220

221 **WHEREAS**, as previously herein recited, the City on October 18, 2006, issued its  
222 Combined Utility Refunding Revenue Bonds, Series 2006-B Bonds in the amount of  
223 \$22,600,000 (the “Series 2006-B Bonds”) which advanced refunded the City’s outstanding  
224 Series 2001-A Water and Water Pollution Control Utility Revenue Bonds maturing in the years  
225 2009 through and including 2031; and  
226

227 **WHEREAS**, the City on July 17, 2007, issued its Combined Utility Improvement and  
228 Refunding Revenue Bonds, Series 2007-B in the amount of \$5,210,000 (the “Series 2007-B  
229 Bonds”) which, in part, currently refunded the August 1, 2007, maturities of the City’s  
230 outstanding (1) Series 2001-A Water and Water Pollution Control Utility Revenue Bonds, (2)  
231 Series 2004-A Combined Utility Improvement and Refunding Revenue Bonds, (3) Series 2005-

A Combined Utility Improvement Revenue Bonds, and (4) Series 2006-B Combined Utility Refunding Revenue Bonds; and

**WHEREAS**, the City on July 17, 2007, issued its Taxable Combined Utility Improvement Revenue Bonds, Series 2007-C in the amount of \$2,140,000 (the “Series 2007-C Bonds”); and

**WHEREAS**, the City on September 22, 2010, issued its (1) Taxable Combined Utility Improvement Revenue Bonds (Build America Bonds – Direct Payment to Issuer) Series 2010-A in the amount of \$985,000, (the “Series 2010-A Bonds”) (2) Taxable Combined Utility Improvement Revenue Bonds (Recovery Zone Economic Development Bonds) Series 2010-B in the amount of \$9,155,000, (the “Series 2010-B Bonds”) and (3) Taxable Combined Utility Improvement Revenue Bonds, Series 2010-C in the amount of \$85,000 (the “Series 2010-C Bonds”); and

**WHEREAS**, the City on September 29, 2011, issued its Combined Utility Improvement and Refunding Revenue Bonds, Series 2011-A in the amount of \$18,900,000 (the “Series 2011-A Bonds”) which, in part, currently refunded the Series 2004-A Bonds maturing on August 1, 2014, through and including, August 1, 2021, the August 1, 2023 term bond and \$1,770,000 of the August 1, 2029 term bond subject to mandatory redemption and payment on August 1, 2024; and

**WHEREAS**, as previously herein recited, the City on June 12, 2012, issued its Combined Utility Refunding Revenue Bonds, Series 2012-A in the amount of \$22,045,000 (the “Series 2012-A Bonds”) which currently refunded all of the remaining outstanding Series 2004-A Bonds on June 13, 2012; and

**WHEREAS**, the Bonds are parity obligations of the City’s System and, as such shall have equal lien status with the outstanding the Series 2005-A Bonds, the Series 2006-A Bonds, the Series 2006-B Bonds, the Series 2007-B Bonds, the Series 2007-C Bonds, the Series 2010-A Bonds, the Series 2010-B Bonds, the Series 2010-C Bonds, the Series 2011-A Bonds and the Series 2012-A Bonds; and

**WHEREAS**, the City has authorized certain loans in the outstanding amount of \$72,123,938 from the Kansas Department of Health and Environment revolving fund loan program (the “Permitted Loans”) and pledged the revenues from the System to the payment of such Permitted Loans and any additional loans which would constitute Permitted Loans under the Resolution hereinafter provided for; and

**WHEREAS**, the lien of the Permitted Loans upon the revenues of the System is superior to the lien of the City’s outstanding Series 2005-A Bonds, Series 2006-A Bonds, Series 2006-B Bonds, Series 2007-B Bonds, Series 2007-C Bonds, Series 2010-A Bonds, Series 2010-B Bonds, Series 2010-C Bonds, Series 2011-A Bonds, Series 2012-A Bonds and the Bonds hereby authorized and directed to be issued.

277           **NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF**  
278 **TOPEKA, SHAWNEE COUNTY, KANSAS:**  
279

280           **Section 1.** That there is hereby authorized and directed to be issued Combined Utility  
281 Refunding Revenue Bonds, Series 2013-A, of the City in the aggregate principal amount of  
282 \$35,985,000 for the purposes of providing funds to (1) currently refund the Series 2005-A  
283 Refunded Bonds, the Series 2006-B Refunded Bonds, and the Series 2012-A Refunded Bonds on  
284 August 1, 2013, (2) advance refund the Series 2006-A Refunded Bonds on August 1, 2014, and  
285 (3) pay the costs of issuing the Bonds, as provided by Article 1 of Chapter 10, Kansas Statutes  
286 Annotated, K.S.A. 10-116a and Article 12 of Chapter 10 of the Kansas Statutes Annotated, all as  
287 amended. The Bonds shall be dated and bear interest, shall mature and be payable at such times,  
288 shall be in such form, shall be subject to redemption and payment prior to the maturity thereof  
289 and shall be issued in the manner prescribed and subject to the provisions, covenants and  
290 agreements set forth in a resolution of the Governing Body of the City adopted the same date as  
291 the date of the passage and approval of this Ordinance (the "Resolution").  
292

293           **Section 2.** That the Mayor and City Clerk are hereby authorized to prepare and execute  
294 the Bonds and when so executed, the Bonds shall be registered as required by law and the  
295 Governing Body shall annually make provisions for the payment of the principal of, redemption  
296 premium, if any, and interest on the Bonds as the same shall become due from the revenues  
297 derived by the City from the rates, fees or charges collected by the City from the operation of the  
298 System, including all improvements, extensions and enlargements thereto hereafter constructed  
299 or acquired by the City and not from any other fund or source. The Bonds shall constitute a lien  
300 upon the revenues produced from the System of the City.  
301

302           **Section 3.** That the City shall, and the officers, agents and employees of the City are  
303 hereby authorized and directed to, take such action and execute such other documents,  
304 certificates and instruments as may be necessary or desirable to carry out and comply with the  
305 provisions of this Ordinance and to carry out, comply with and perform the duties of the City  
306 with respect to the Bonds and the Resolution all as necessary to carry out and give effect to the  
307 transaction contemplated hereby and thereby.  
308

309           **Section 4.** That if any portion or provision of this Ordinance or the Bonds shall for any  
310 reason be held to be invalid or unenforceable, the invalidity or unenforceability of such portion  
311 or provisions shall not affect any of the remaining provisions of this Ordinance or the Bonds, but  
312 this Ordinance and said Bonds shall be construed and enforced as if such illegal or invalid  
313 provision had not been contained herein.  
314

315           **Section 5.** That the Bonds shall be issued and sold to the purchaser thereof in accordance  
316 with both its bid for the purchase thereof and the terms and conditions of this Ordinance.  
317

318           **Section 6.** That this Ordinance shall take effect and be in force from and after its passage  
319 and publication in the official City newspaper.  
320

321           (REMAINDER OF THIS PAGE LEFT INTENTIONALLY BLANK)  
322

323 Passed and approved by the governing body of the City of Topeka, Kansas, this 23rd day  
324 of April, 2013.

325  
326 **CITY OF TOPEKA, KANSAS**

327  
328  
329 **ATTEST:**

330 \_\_\_\_\_  
331 **Larry E. Wolgast, Mayor**

332 \_\_\_\_\_  
333 **Brenda Younger, City Clerk**

334  
335 **(SEAL)**

336  
337 **I, BRENDA YOUNGER,** City Clerk of the City of Topeka, Shawnee County, Kansas,  
338 do hereby certify that the above and foregoing is a true and correct copy of Ordinance No. 19811  
339 adopted and approved by the City Council on April 23, 2013.

340  
341  
342  
343 \_\_\_\_\_  
344 **Brenda Younger, City Clerk**