

(Published in The Topeka Metro News on December 15, 2014.)

ORDINANCE NO. 19932

**AN ORDINANCE INTRODUCED BY CITY MANAGER JIM COLSON
AUTHORIZING THE ISSUANCE OF \$45,510,000 AGGREGATE
PRINCIPAL AMOUNT OF COMBINED UTILITY IMPROVEMENT AND
REFUNDING REVENUE BONDS, SERIES 2014-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, pursuant to K.S.A. 10-1201 et seq., as amended (the "Act"), the governing body of the **City of Topeka, Shawnee County, Kansas**, (the "City") by its Ordinances Nos. 19556, 19743, 19744, 19793 and 19807 all of which were adopted by two-thirds vote of the members thereof, and published as required by law, expressed its intent to improve the City's stormwater, wastewater and water supply systems (collectively, the "System") by making certain stormwater collection, sanitary sewer and water distribution improvements together with all things necessary and incidental thereto (the "Improvements") and authorizing that notice of the City's intention to make the Improvements and finance the costs thereof be given in accordance with the requirements of the Act; and

WHEREAS, pursuant to the Act, the City did cause to be published in its official newspaper, a paper of general circulation in the City, its Notice(s) of Intention to complete the Improvements and finance the cost thereof by issuing revenue bonds of the City, in the maximum principal amount of \$13,425,401.00, to pay all or part of the cost of the Improvements incurred or to be incurred by the City in connection with the Improvements; and

WHEREAS, a sufficient protest against the making of the Improvements and the issuance of revenue bonds of the City in the maximum principal amount of \$13,425,401.00 to pay the cost thereof was not received by the City Clerk within fifteen (15) days of the date of the publication of the City's Notice(s) of Intention; and

WHEREAS, the governing body of 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 December 1, 2014, there remains outstanding of the Series 2005-A Bonds the principal amount of \$12,465,000 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
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 \$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 Ordinance No. 18717 (the Series 2006-B Bond Ordinance") and Resolution No. 7866 (the "Series 2006-B Bond Resolution") adopted on 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 December 1, 2014, there remains outstanding of the Series 2006-B Bonds the principal amount of \$16,445,000 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
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-B 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-B 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 governing body of the City has heretofore duly authorized, issued and delivered its \$5,210,000 principal amount of Combined Utility Improvement and Refunding Revenue Bonds, Series 2007-B, dated July 17, 2007, (the "Series 2007-B Bonds") pursuant to its Ordinance No. 18906 (the "Series 2007-B Bond Ordinance") and Resolution No. 7963 (the "Series 2007-B Bond Resolution") adopted June 19, 2007, 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 December 1, 2014, there remains outstanding of the Series 2007-B Bonds the principal amount of \$5,210,000 bearing interest payable semiannually on February 1 and August 1 each year and maturing on August 1, as follows:

TERM BONDS

2027	\$1,770,000	4.625%
2029	1,065,000	4.750
2037	2,375,000	4.750

WHEREAS, the Series 2007-B Bonds are a multipurpose issue issued to (1) finance construction of new projects in the City and (2) currently refund certain then outstanding current refunding and construction issues of the City including the City's Combined Utility Improvement and Refunding Revenue Bonds, Series 2004-A (the "Series 2004-A Bonds") and Combined Utility Refunding Revenue Bonds, Series 2006-B (the "Series 2006-B Bonds"). The Series 2004-A Bonds were a multipurpose issue issued to (1) finance construction of new

133 projects in the City and (2) currently refund an outstanding current refunding of the City, a
134 portion of which advance refunded certain prior issues of the City. The Series 2006-B Bonds
135 advance refunded the City's Water and Water Pollution Control Utility Revenue Bonds, Series
136 2001-A and, as such, the pro-rata portion of the Series 2007-B Bonds attributable to the prior
137 advance refunding portions of the Series 2004-A Bonds and the Series 2006-B Bonds cannot and
138 will not be advance refunded by the Series 2014-A Bonds; and
139

140 **WHEREAS**, pursuant to Section 203 of the Series 2007-B Bond Resolution, the State
141 Treasurer of the State of Kansas, Topeka, Kansas, was designated as the City's Paying Agent and
142 Bond Registrar for the payment of the principal of and interest on the Series 2007-B Bonds; and
143

144 **WHEREAS**, pursuant to Section 301 of the Series 2007-B Bond Resolution, the Series
145 2007-B Bonds maturing on August 1, 2016, and thereafter, are subject to redemption and
146 payment at the option of the City on August 1, 2015, and thereafter in whole or in part on any
147 date, at the redemption price equal to 100% of the principal amount thereof, plus accrued interest
148 thereon to the date fixed for redemption and payment; and
149

150 **WHEREAS**, the City has determined and hereby determines that it is in the best interest
151 of the City and the patrons and taxpayers thereof that (i) the Series 2005-A Bonds maturing on
152 and after August 1, 2016, (i.e., \$12,150,000) (the "Series 2005-A Refunded Bonds") be advanced
153 refunded on August 1, 2015; (ii) all of the outstanding Series 2006-B Bonds maturing on and
154 after August 1, 2015, (i.e., \$16,445,000) be currently refunded on December 24, 2014; and (iii)
155 that portion of the Series 2007-B Bonds allocable on a pro-rata basis to construction and current
156 refunding purposes maturing on August 1, 2027, August 1, 2029 and August 1, 2037, (i.e.,
157 \$4,730,000) (the "Series 2007-B Refunded Bonds") be advanced refunded on August 1, 2015,
158 and that refunding revenue bonds of the City payable from the revenues derived from the
159 operation of its combined water, water pollution control and stormwater utility system (the
160 "System") of the City be issued in the aggregate principal amount of \$32,885,000 to be utilized
161 for such purpose; and
162

163 **WHEREAS**, such refunding would provide a more orderly plan of financing for the City
164 and result in a general restructuring of the debt service obligation of the City with respect to its
165 combined utility, as hereinafter defined; and
166

167 **WHEREAS**, it is necessary at this time that the City proceed forthwith to sell and deliver
168 its Combined Utility Improvement and Refunding Revenue Bonds, Series 2014-A, in the
169 principal sum of \$45,510,000 (the "Bonds"), for the purpose of providing funds to (1)
170 permanently finance the costs of making the Improvements (i.e., \$12,625,000), (2) advance
171 refund the Series 2005-A Refunded Bonds, (3) currently refund the Series 2006-B Bonds, (4)
172 advance refund the Series 2007-B Refunded Bonds, and (5) pay the costs of issuing the Bonds,
173 under the authority of K.S.A. 10-116a, K.S.A. 10-1201 et seq. and Article 1 of Chapter 10,
174 Kansas Statutes Annotated, all as amended; and
175

176 **WHEREAS**, a portion of the proceeds derived from the sale of the Combined Utility
177 Improvement and Refunding Revenue Bonds, Series 2014-A, herein authorized shall, subject to
178 the provisions of an escrow trust agreement authorized herein, be placed in an escrow trust

account to be established as herein authorized for the purpose of paying and redeeming the Series 2005-A Refunded Bonds and Series 2007-B Refunded Bonds as to both principal and interest as the same become subject to redemption and payment on August 1, 2015, all as more particularly described herein; and

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

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

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

225 **WHEREAS**, the City on May 21, 2013, issued its Combined Utility Refunding Revenue
226 Bonds, Series 2013-A in the amount of \$35,985,000 (the "Series 2013-A Bonds") which (1)
227 currently refunded the August 1, 2013, maturity of the Series 2005-A Bonds, Series 2006-B
228 Bonds, and Series 2012-A Bonds and (ii) advanced refunded all of the remaining outstanding
229 Series 2006-A Bonds on August 1, 2014; and
230

231 **WHEREAS**, the Bonds are parity obligations of the City's System and, as such shall
232 have equal lien status with the outstanding the Series 2005-A Bonds, the Series 2006-B Bonds,
233 the Series 2007-B Bonds, the Series 2007-C Bonds, the Series 2010-A Bonds, the Series 2010-B
234 Bonds, the Series 2010-C Bonds, the Series 2011-A Bonds, the Series 2012-A Bonds, and the
235 Series 2013-A Bonds; and
236

237 **WHEREAS**, the City has authorized certain loans in the outstanding amount of
238 \$58,529,809 from the Kansas Department of Health and Environment revolving fund loan
239 program (the "Permitted Loans") and pledged the revenues from the System to the payment of
240 such Permitted Loans and any additional loans which would constitute Permitted Loans under
241 the Resolution hereinafter provided for; and
242

243 **WHEREAS**, the lien of the Permitted Loans upon the revenues of the System is superior
244 to the lien of the City's outstanding Series 2005-A Bonds, Series 2006-B Bonds, Series 2007-B
245 Bonds, Series 2007-C Bonds, Series 2010-A Bonds, Series 2010-B Bonds, Series 2010-C Bonds,
246 Series 2011-A Bonds, Series 2012-A Bonds, Series 2013-A Bonds and the Bonds hereby
247 authorized and directed to be issued.
248

249 **NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF**
250 **TOPEKA, SHAWNEE COUNTY, KANSAS:**
251

252 **Section 1.** That there is hereby authorized and directed to be issued Combined Utility
253 Improvement and Refunding Revenue Bonds, Series 2014-A, of the City in the aggregate
254 principal amount of \$45,510,000 for the purposes of providing funds to (1) permanently finance
255 the costs of making the Improvements, (2) advance refund the Series 2005-A Refunded Bonds
256 on August 1, 2015, (3) currently refund the Series 2006-B Bonds, on December 24, 2014, (4)
257 advance refund the Series 2007-B Refunded Bonds on August 1, 2015, and (5) pay the costs of
258 issuing the Bonds, as provided by Article 1 of Chapter 10, Kansas Statutes Annotated, K.S.A.
259 10-116a and Article 12 of Chapter 10 of the Kansas Statutes Annotated, all as amended. The
260 Bonds shall be dated and bear interest, shall mature and be payable at such times, shall be in such
261 form, shall be subject to redemption and payment prior to the maturity thereof and shall be
262 issued in the manner prescribed and subject to the provisions, covenants and agreements set forth
263 in a resolution of the Governing Body of the City adopted the same date as the date of the
264 passage and approval of this Ordinance (the "Resolution").
265

266 **Section 2.** That the Mayor and City Clerk are hereby authorized to prepare and execute
267 the Bonds and when so executed, the Bonds shall be registered as required by law and the
268 Governing Body shall annually make provisions for the payment of the principal of, redemption
269 premium, if any, and interest on the Bonds as the same shall become due from the revenues
270 derived by the City from the rates, fees or charges collected by the City from the operation of the

271 System, including all improvements, extensions and enlargements thereto hereafter constructed
272 or acquired by the City and not from any other fund or source. The Bonds shall constitute a lien
273 upon the revenues produced from the System of the City.
274

275 **Section 3.** That the City shall, and the officers, agents and employees of the City are
276 hereby authorized and directed to, take such action and execute such other documents,
277 certificates and instruments as may be necessary or desirable to carry out and comply with the
278 provisions of this Ordinance and to carry out, comply with and perform the duties of the City
279 with respect to the Bonds and the Resolution all as necessary to carry out and give effect to the
280 transaction contemplated hereby and thereby.
281

282 **Section 4.** That if any portion or provision of this Ordinance or the Bonds shall for any
283 reason be held to be invalid or unenforceable, the invalidity or unenforceability of such portion
284 or provisions shall not affect any of the remaining provisions of this Ordinance or the Bonds, but
285 this Ordinance and said Bonds shall be construed and enforced as if such illegal or invalid
286 provision had not been contained herein.
287

288 **Section 5.** That the Bonds shall be issued and sold to the purchaser thereof in accordance
289 with both its bid for the purchase thereof and the terms and conditions of this Ordinance.
290

291 **Section 6.** That this Ordinance shall take effect and be in force from and after its passage
292 and publication in the official City newspaper.
293

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295

296 Passed and approved by the governing body of the City of Topeka, Kansas, this 9th day
297 of December, 2014.

298
299 **CITY OF TOPEKA, KANSAS**

300
301
302 **ATTEST:**

302 /s/Larry E. Wolgast
303 **Larry E. Wolgast, Mayor**

304
305 /s/ Brenda Younger
306 **Brenda Younger, City Clerk**

307
308 **(SEAL)**

309
310 **I, BRENDA YOUNGER**, City Clerk of the City of Topeka, Shawnee County, Kansas,
311 do hereby certify that the above and foregoing is a true and correct copy of Ordinance No. 19932
312 adopted and approved by the City Council on December 9, 2014.

313
314
315
316 /s/ Brenda Younger
317 **Brenda Younger, City Clerk**