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1 of financing District Court Facility Improvements, Park and Recreational Improvements and Fire Apparatus  
2 (collectively, the "Series 2024A Improvements"); and

3 **WHEREAS**, the Board of Directors has determined to issue a fourth series of capital improvement  
4 bonds in the aggregate principal amount of \$10,745,000 designated as "City of Little Rock, Arkansas  
5 Limited Tax General Obligation Capital Improvement Bonds, Taxable Series 2024B" (the "Series 2024B  
6 Bonds") for the purpose of financing Port Industrial Park Improvements; and

7 **WHEREAS**, the Series 2024A Bonds and the Series 2024B Bonds (collectively, the "Series 2024  
8 Bonds") are being issued pursuant to Ordinance No. 22,192 as "Additional Parity Bonds" thereunder; and

9 **WHEREAS**, the City has fixed, established and levied an ad valorem tax on taxable property located  
10 within the City at the rate of 3.0 mills on the dollar of assessed valuation (the "Special Tax") which will,  
11 subject to rollback as provided in Amendment No. 59 to the Arkansas Constitution ("Amendment 59"),  
12 constitute a continuing annual tax to be collected each year so long as necessary to pay the principal of and  
13 interest on the Series 2022 Bonds and the Series 2024 Bonds; and

14 **WHEREAS**, the City has made arrangements for the sale of the Series 2024A Bonds to Stephens Inc.  
15 and Crews & Associates, Inc. (the "Underwriters"), at a price of \$26,857,483.40 (principal amount less  
16 Underwriters' discount of \$199,237.50 plus net original issue premium of \$491,720.90) (the "Series 2024A  
17 Purchase Price"), pursuant to a Bond Purchase Agreement between the Underwriters and the City (the  
18 "Bond Purchase Agreement"), which has been exhibited to and is before the Board of Directors at the  
19 meeting at which this Ordinance is adopted; and

20 **WHEREAS**, the City has made arrangements for the sale of the Series 2024B Bonds to the  
21 Underwriters, at a price of \$10,664,412.50 (principal amount less Underwriters' discount of \$80,587.50)  
22 (the "Series 2024B Purchase Price"), pursuant to the Bond Purchase Agreement; and

23 **WHEREAS**, the Preliminary Official Statement dated November 12, 2024, offering the Series 2024  
24 Bonds for sale (the "Preliminary Official Statement"), has been exhibited to and is before the Board of  
25 Directors at the meeting at which this Ordinance is adopted; and

26 **WHEREAS**, the Continuing Disclosure Agreement (the "Disclosure Agreement"), providing for the  
27 ongoing disclosure obligations of the City with respect to the Series 2024 Bonds, has been exhibited to and  
28 is before the Board of Directors at the meeting at which this Ordinance is adopted;

29 **NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF DIRECTORS OF THE CITY**  
30 **OF LITTLE ROCK, ARKANSAS:**

31 **Section 1.** The Series 2024 Bonds are hereby sold to the Underwriters at the purchase prices specified  
32 above. The Bond Purchase Agreement, in substantially the form exhibited to this meeting, is approved and  
33 confirmed. The Mayor is hereby authorized and directed to execute and deliver the Bond Purchase

1 Agreement for and on behalf of the City and to take all action required on the part of the City to fulfill its  
2 obligations under the Bond Purchase Agreement.

3 **Section 2.** The Preliminary Official Statement is hereby approved and the previous use of the  
4 Preliminary Official Statement by the Underwriters in connection with the sale of the Series 2024 Bonds is  
5 in all respects authorized, approved and confirmed. The Mayor is hereby authorized and directed, for and  
6 on behalf of the City, to execute a final official statement and deliver the same to the Underwriters for use  
7 in connection with the sale of the Series 2024 Bonds as set forth in the Bond Purchase Agreement.

8 **Section 3.** The Disclosure Agreement, in substantially the form submitted to this meeting, is  
9 approved, and the Mayor is hereby authorized and directed to execute and deliver the Disclosure Agreement  
10 for and on behalf of the City. The Mayor and other officials of the City are authorized and directed to take  
11 all action required on the part of the City to fulfill the City's obligations under the Disclosure Agreement.

12 **Section 4.** Under the authority of the Constitution and laws of the State of Arkansas, including  
13 particularly Amendment No. 62 to the Constitution of the State of Arkansas, and Title 14, Chapter 164,  
14 Subchapter 3 of the Arkansas Code of 1987 Annotated, the Series 2024 Bonds are hereby authorized and  
15 ordered issued in the following principal amounts: \$26,565,000 of Series 2024A Bonds and \$10,745,000  
16 of Series 2024B Bonds. The proceeds of the Series 2024A Bonds shall be used to finance the Series 2024A  
17 Improvements and to pay costs of issuing the Series 2024A Bonds. The proceeds of the Series 2024B  
18 Bonds shall be used to finance Port Industrial Park Improvements and to pay costs of issuing the Series  
19 2024B Bonds.

20 The Series 2024 Bonds shall be dated the date of issuance and delivery to the Underwriters. Interest  
21 shall be payable semiannually on February 1 and August 1 of each year commencing August 1, 2025. The  
22 Series 2024 Bonds shall be fully registered bonds in the denomination of \$5,000 or an integral multiple  
23 thereof. Payment of each installment of interest shall be made to the person in whose name the Series 2024  
24 Bond is registered on the registration books of the City maintained by First Security Bank, Searcy,  
25 Arkansas, as Trustee and Paying Agent (the "Trustee"), at the close of business on the fifteenth day of the  
26 month (whether or not a business day) next preceding each interest payment date (the "Record Date"),  
27 irrespective of any transfer or exchange of any such bond subsequent to such Record Date and prior to such  
28 interest payment date, by check or draft mailed by the Trustee to such owner at his address on such  
29 registration books; provided, however, payment of interest shall be made by wire transfer if requested by a  
30 registered owner of the Series 2024 Bonds of a particular series in the aggregate principal amount of  
31 \$1,000,000 or more. Principal of the Series 2024 Bonds shall be payable at the principal corporate trust  
32 office of the Trustee. Each Series 2024 Bond shall have a CUSIP number but the failure of a CUSIP number  
33 to appear on any Series 2024 Bond shall not affect its validity.

The Series 2024 Bonds of each series shall be numbered from R-1 upward in order of issuance and shall mature (or become subject to mandatory sinking fund redemption) on February 1 of each year and bear interest as follows:

**SERIES 2024A BONDS**

<b>Maturity Date (February 1)</b>	<b>Principal Amount</b>	<b>Interest Rate</b>
2029	\$ 1,090,000	5.000%
2030	1,140,000	5.000
2031	1,195,000	5.000
2032	1,255,000	5.000
2033	1,315,000	5.000
2034	1,385,000	4.000
2035	1,435,000	4.000
2036	1,500,000	4.000
2037	1,555,000	4.000
2045*	14,695,000	3.625

\* Term Bonds

**SERIES 2024B BONDS**

<b>Maturity Date (February 1)</b>	<b>Principal Amount</b>	<b>Interest Rate</b>
2026	\$4,300,000	4.518%
2027	3,150,000	4.502
2028	3,295,000	4.518

Each Series 2024 Bond shall bear interest from the payment date next preceding the date on which it is authenticated unless it is authenticated on an interest payment date, in which event it shall bear interest from such date, or unless it is authenticated prior to the first interest payment date, in which event it shall bear interest from its dated date, or unless it is authenticated during the period from the Record Date to the next interest payment date, in which case it shall bear interest from such interest payment date, or unless at the time of authentication thereof interest is in default thereon, in which event it shall bear interest from the date to which interest has been paid.

Only such Series 2024 Bonds as shall have endorsed thereon a Certificate of Authentication substantially in the form set forth in Section 5 hereof (the "Certificate") duly executed by the Trustee shall be entitled to any right or benefit under this Ordinance. No Series 2024 Bond shall be valid and obligatory for any purpose unless and until the Certificate shall have been duly executed by the Trustee, and the Certificate of the Trustee upon any such Series 2024 Bond shall be conclusive evidence that such Series 2024 Bond has been authenticated and delivered under this Ordinance. The Certificate on any Series 2024

Bond shall be deemed to have been executed if signed by an authorized officer of the Trustee, but it shall not be necessary that the same officer sign the Certificate on all of the Series 2024 Bonds.

**Section 5.** The Series 2024 Bonds and the Trustee's Certificate of Authentication shall be in substantially the following form with appropriate variations between the Series 2024A Bonds and the Series 2024B Bonds:

**(Form of Series 2024 Bond)**

**REGISTERED**

No. \_\_\_\_\_

**REGISTERED**

\$ \_\_\_\_\_

**UNITED STATES OF AMERICA**

**STATE OF ARKANSAS**

**COUNTY OF PULASKI**

**CITY OF LITTLE ROCK**

**LIMITED TAX GENERAL OBLIGATION**

**CAPITAL IMPROVEMENT BOND**

**[SERIES 2024A]**

**[TAXABLE SERIES 2024B]**

**Dated Date:** \_\_\_\_\_, 2024

**Interest Rate:** \_\_\_\_\_%

**Maturity Date:** February 1, \_\_\_\_

**CUSIP:** \_\_\_\_\_

**Principal Amount:** \_\_\_\_\_ Dollars

**Registered Owner:** Cede & Co.

That the City of Little Rock, County of Pulaski, State of Arkansas (the "City"), for value received, hereby promises to pay to the Registered Owner shown above upon the presentation and surrender hereof at the principal corporate trust office of First Security Bank, Searcy, Arkansas, or its successor or successors, as Trustee and Paying Agent (the "Trustee"), on the Maturity Date shown above, the Principal Amount shown above, in such coin or currency of the United States of America as at the time of payment shall be legal tender for the payment of public and private debts and to pay by check or draft to the Registered Owner shown above interest thereon, in like coin or currency from the interest commencement date described below at the Interest Rate per annum shown above, payable on each February 1 and August 1 after the Dated Date shown above, commencing August 1, 2025, until payment of such Principal Amount or, if this bond or a portion hereof shall be duly called for redemption, until the date fixed for redemption, and to pay interest on overdue principal and interest (to the extent legally enforceable) at the rate borne by

1 this bond. Payment of each installment of interest shall be made to the person in whose name this bond is  
2 registered on the registration books of the City maintained by the Trustee at the close of business on the  
3 fifteenth day of the month (whether or not a business day) next preceding each interest payment date (the  
4 "Record Date"), irrespective of any transfer or exchange of this bond subsequent to such Record Date and  
5 prior to such interest payment date. Notwithstanding the above, payment of interest shall be made by wire  
6 transfer when requested by the Registered Owner hereof if it is the registered owner of bonds of this issue  
7 in the aggregate principal amount of \$1,000,000 or more.

8 Unless this bond is presented by an authorized representative of The Depository Trust Company, a New  
9 York corporation ("DTC"), to the Trustee for registration of transfer, exchange or payment, and any  
10 certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an  
11 authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is  
12 required by an authorized representative of DTC), ANY TRANSFER, PLEDGE OR OTHER USE  
13 HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the  
14 registered owner hereof, Cede & Co., has an interest herein.

15 This bond shall bear interest from the payment date next preceding the date on which it is authenticated  
16 unless it is authenticated on an interest payment date, in which event it shall bear interest from such date,  
17 or unless it is authenticated during the period from the Record Date to the next interest payment date, in  
18 which case it shall bear interest from such interest payment date, or unless it is authenticated prior to the  
19 first interest payment date, in which event it shall bear interest from the Dated Date shown above, or unless  
20 at the time of authentication hereof interest is in default hereon, in which event it shall bear interest from  
21 the date to which interest has been paid.

22 This bond is issued under the authority of the Constitution and laws of the State of Arkansas, including  
23 particularly Amendment 62 to the Arkansas Constitution ("Amendment 62") and Title 14, Chapter 164,  
24 Subchapter 3 of the Arkansas Code of 1987 Annotated (the "Authorizing Legislation"). It shall not be valid  
25 unless the Certificate of Authentication shall have been signed by the Trustee.

26 This bond is one of an issue of bonds of the City designated "Limited Tax General Obligation Capital  
27 Improvement Bonds, [Series 2024A] [Taxable Series 2024B]" (the "Series 2024\_ Bonds") in the aggregate  
28 principal amount of \$\_\_\_\_\_. The City is also issuing simultaneously with the issuance of the Series  
29 2024\_ Bonds, an issue of bonds of the City designated "Limited Tax General Obligation Capital  
30 Improvement Bonds, [Series 2024A] [Taxable Series 2024B] in the aggregate principal amount of  
31 \$\_\_\_\_\_ (the "Series 2024\_ Bonds"). The Series 2024A Bonds and the Series 2024B Bonds are equally  
32 and ratably secured and are hereafter collectively referred to as the "Bonds."

33 The Bonds are limited tax general obligations of the City, payable from the proceeds of a continuing  
34 annual tax of 3.0 mills on the dollar of the assessed valuation of the taxable real and personal property in

1 the City, subject to rollback as provided in Amendment No. 59 to the Arkansas Constitution (the "Special  
2 Tax"), including penalties and interest payable with respect thereto, and all payments received by the City  
3 from the State of Arkansas in lieu thereof under Amendment No. 79 to the Arkansas Constitution  
4 (collectively, the "Special Tax Collections"), levied by the Board of Directors under the authority of  
5 Amendment 62 and the Authorizing Legislation. The City hereby pledges the Special Tax Collections for  
6 the equal and ratable payment of the Bonds on a parity with the pledge in favor of the City's Limited Tax  
7 General Obligation Capital Improvement Bonds, Series 2022A (the "Series 2022 Bonds"). The Special  
8 Tax shall be collected with the property taxes payable in 2024 and continuing annually thereafter until all  
9 of the Bonds and interest thereon have been paid in full or deemed paid in accordance with the provisions  
10 of Ordinance No. 22,192 of the City duly adopted on November 15, 2022 and Ordinance No. \_\_\_\_\_ of  
11 the City duly adopted on November 19, 2024 (collectively, the "Authorizing Ordinance"). The City has  
12 reserved the right in the Authorizing Ordinance to issue additional bonds under the Authorizing Ordinance  
13 on a parity of security with the Bonds (the "Additional Parity Bonds").

14 The Bonds are not secured by any lien on or security interest in any physical properties.

15 This Bond is transferable by the Registered Owner shown above in person or by his attorney-in-fact  
16 duly authorized in writing at the principal corporate trust office of the Trustee, but only in the manner,  
17 subject to the limitations and upon payment of the charges provided in the Authorizing Ordinance, and  
18 upon surrender and cancellation of this bond. Upon such transfer a new fully registered Bond or Bonds of  
19 the same maturity and series, of authorized denomination or denominations, for the same aggregate  
20 principal amount, will be issued to the transferee in exchange therefor. This Bond is issued with the intent  
21 that the laws of the State of Arkansas shall govern its construction.

22 The City and the Trustee may deem and treat the Registered Owner shown above as the absolute owner  
23 hereof for the purpose of receiving payment of or on account of principal hereof and interest due hereon  
24 and for all other purposes, and neither the City nor the Trustee shall be affected by any notice to the contrary.

25 The Bonds are issuable only as fully registered bonds in the denomination of \$5,000, and any integral  
26 multiple thereof. Subject to the limitations and upon payment of the charges provided in the Authorizing  
27 Ordinance, fully registered bonds may be exchanged for a like aggregate principal amount of fully  
28 registered bonds of the same maturity, series and interest rate of other authorized denominations.

29 The Series 2024\_ Bonds are subject to special mandatory[, optional and mandatory sinking fund]  
30 redemption prior to maturity as follows:

31 [(1)] The Series 2024\_ Bonds shall be redeemed from Surplus Tax Collections (hereinafter defined)  
32 to the extent available therefor, on each February 1, in inverse order of maturity (and by lot within a maturity  
33 in such manner as the Trustee may determine), in whole or in part, at a redemption price equal to the  
34 principal amount being redeemed plus accrued interest to the redemption date. Surplus Tax Collections are

1 the Special Tax Collections in excess of the amount necessary to (1) make the next two interest payments,  
2 the next principal payment, the Trustee's fees and expenses and other administrative charges with respect  
3 to the Bonds, the Series 2022 Bonds and the Additional Parity Bonds and (2) pay any arbitrage rebate due  
4 under Section 148(f) of the Internal Revenue Code of 1986, as amended.

5 While the Series 2022 Bonds are outstanding, the City shall apply 100% of the Surplus Tax Collections  
6 to the redemption of the Series 2022 Bonds. Thereafter, Surplus Tax Collections shall be used to redeem  
7 the Series 2024B Bonds. Once the Series 2022 Bonds and the Series 2024B Bonds are no longer  
8 outstanding, Surplus Tax Collections shall be used to redeem the Series 2024A Bonds, and after the Series  
9 2024A Bonds are no longer outstanding, Surplus Tax Collections shall be used to redeem Additional Parity  
10 Bonds. In the event of a redemption from Surplus Tax Collections, the bonds of a particular series shall be  
11 redeemed in inverse order of maturity and by lot within a maturity in such manner as the Trustee shall  
12 determine.

13 In case of any defeasance of the Bonds, redemption of defeased Bonds shall be scheduled on the basis  
14 of mandatory redemption requirements and assuming annual Special Tax Collections in an amount equal  
15 to receipts for the most recent twelve-month period.

16 [(2) The Series 2024A Bonds may be redeemed at the option of the City on and after February 1,  
17 2030, from funds from any source, in whole or in part at any time, at a redemption price equal to the  
18 principal amount being redeemed plus accrued interest to the redemption date. If fewer than all of the  
19 Series 2024A Bonds shall be called for redemption, the particular maturities and interest rates of the Series  
20 2024A Bonds to be redeemed shall be selected by the City in its discretion. If fewer than all of the Series  
21 2024A Bonds of any one maturity and interest rate shall be called for redemption, the particular Series  
22 2024A Bonds or portion thereof to be redeemed from such maturity and interest rate shall be selected by  
23 lot by the Trustee.]

24 [(3) To the extent not previously redeemed, the Series 2024A Bonds maturing February 1, 2045 are  
25 subject to mandatory sinking fund redemption by lot in such manner as the Trustee may determine, on  
26 February 1 in the years and in the amounts set forth below, at a redemption price equal to the principal  
27 amount being redeemed plus accrued interest to the date of redemption:  
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1 **CITY OF LITTLE ROCK, ARKANSAS**

2  
3 By \_\_\_\_\_  
4 **Mayor**

5 **ATTEST:**

6  
7 By \_\_\_\_\_  
8 **City Clerk**

9  
10 **(SEAL)**

11  
12 **CERTIFICATE OF AUTHENTICATION**

13  
14 This bond is one of the bonds described in the within mentioned Authorizing Ordinance and is one of  
15 the Limited Tax General Obligation Capital Improvement Bonds, [Series 2024A] [Taxable Series 2024B],  
16 of the City of Little Rock, Arkansas.

17  
18 Date of Authentication: \_\_\_\_\_

19  
20 **FIRST SECURITY BANK**

21 **Searcy, Arkansas**

22 **Trustee**

23  
24 By: \_\_\_\_\_

25 **Authorized Officer**

26  
27 (A Form of Assignment shall be attached to the Series 2024 Bonds.)

28 **Section 6.** For the prompt payment of the Series 2024 Bonds with interest, the City pledges collections  
29 of the Special Tax (levied at the rate of 3.0 mills, subject to rollback as provided in Amendment 59) that it  
30 receives, including penalties and interest payable with respect thereto, and all payments received by the  
31 City from the State of Arkansas in lieu thereof under Amendment No. 79 to the Arkansas Constitution  
32 (collectively, the "Special Tax Collections"). The pledge of Special Tax Collections in favor of the Series  
33 2024 Bonds is on a parity with the pledge in favor of the Series 2022 Bonds. The Series 2024 Bonds are  
34 being issued as "Additional Parity Bonds" under Ordinance No. 22,192 and shall be a part of the "Bonds"  
35 within the meaning of such Ordinance. In this regard, all provisions of Ordinance No. 22,192 pertaining to

1 the "Bonds" shall inure and appertain to the Series 2024 Bonds to the same extent and with like force and  
2 effect as if herein set out in full. The effect of the above provisions shall be to continue the applicable  
3 provisions of Ordinance No. 22,192 in full force and effect after the Series 2022 Bonds are paid or provision  
4 is made therefor.

5 **Section 7.** The Series 2024 Bonds shall be callable for payment prior to maturity in accordance with  
6 the terms set out in the Series 2024 Bond form in Section 5 of this Ordinance.

7 **Section 8.** When the Series 2024A Bonds have been executed and sealed as herein provided, they  
8 shall be delivered to the Trustee, which shall authenticate them and deliver them to the Underwriters upon  
9 payment of the Series 2024A Purchase Price. The expenses of issuing the Series 2024A Bonds as set forth  
10 in the delivery instructions to the Trustee signed by the Mayor and City Clerk (the "Delivery Instructions")  
11 shall be paid from the Series 2024A Purchase Price.

12 The balance of the Series 2024A Purchase Price shall be deposited into three special accounts of the  
13 City hereby created in the Trustee (each a "2024A Construction Fund" and collectively, the "2024A  
14 Construction Funds"). Moneys shall be allocated among the 2024A Construction Funds in proportion to  
15 the principal amount of Series 2024A Bonds allocated for each purpose. Each 2024A Construction Fund  
16 shall be designated to reflect the purpose, e.g., "District Court Facility Construction Fund." The amounts  
17 credited to each 2024A Construction Fund shall be expended to accomplish the purpose for which the  
18 account was created. Costs of issuing the Series 2024A Bonds and other expenses not specific to any one  
19 purpose shall be joint obligations to be paid from each 2024A Construction Fund in proportion to the initial  
20 moneys credited thereto.

21 Disbursements shall be made from each 2024A Construction Fund on the basis of requisitions which  
22 shall specify: the name of the person, firm or corporation to whom payment is to be made; the amount of  
23 the payment; and the purpose by general classification of the payment. Each requisition must be signed by  
24 the Chief Financial Officer or Comptroller of the City or such person or persons serving on an interim basis  
25 in such offices. The Trustee shall keep records as to all payments made from the 2024A Construction  
26 Funds.

27 Moneys in each 2024A Construction Fund shall also be used to pay the principal of and interest on the  
28 Series 2024A Bonds when due if moneys in the Bond Fund are not sufficient for that purpose.

29 **Section 9.** When the Series 2024B Bonds have been executed and sealed as herein provided, they  
30 shall be delivered to the Trustee, which shall authenticate them and deliver them to the Underwriters upon  
31 payment of the Series 2024B Purchase Price. The expenses of issuing the Series 2024B Bonds as set forth  
32 in the Delivery Instructions shall be paid from the Series 2024B Purchase Price.

33 The balance of the Series 2024B Purchase Price shall be deposited in a special account of the City  
34 hereby created in the Trustee designated the "2024B Port Industrial Park Construction Fund" (the "2024B

Construction Fund"). Moneys credited to the 2024B Construction Fund shall be used to accomplish Port Industrial Park Improvements and to pay expenses of issuing the Series 2024B Bonds.

Disbursements shall be made from the 2024B Construction Fund on the basis of requisitions which shall specify: the name of the person, firm or corporation to whom payment is to be made; the amount of the payment; and the purpose by general classification of the payment. Each requisition must be signed by the Chief Financial Officer or Comptroller of the City or such person or persons serving on an interim basis in such offices. The Trustee shall keep records as to all payments made from the 2024B Construction Fund.

Moneys in the 2024B Construction Fund shall also be used to pay the principal of and interest on the Series 2024B Bonds when due if moneys in the Bond Fund are not sufficient for that purpose.

**Section 10.** Moneys held for the credit of the 2024A Construction Funds and the 2024B Construction Fund may be invested and reinvested in Permitted Investments (as defined in Ordinance No. 22,192) or other investments permitted by Arkansas law, which shall mature, or which shall be subject to redemption by the holder thereof, at the option of such holder, not later than the date or dates when such money will be required for the purposes intended. The Trustee may so invest and reinvest pursuant to the direction of the City and in the Trustee's discretion in the absence of any direct instructions from the City.

**Section 11.** (a) The City covenants that it shall not take any action or suffer or permit any action to be taken or condition to exist which causes or may cause the interest payable on the Series 2024A Bonds to be included in gross income for federal income tax purposes. Without limiting the generality of the foregoing, the City covenants that the proceeds of the sale of the Series 2024A Bonds and the Special Tax Collections will not be used directly or indirectly in such manner as to cause the Series 2024A Bonds to be treated as "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code").

(b) The City represents that it has not used or permitted the use of, and covenants that it will not use or permit the use of the Series 2024A Improvements financed by the Series 2024A Bonds or the proceeds of the Series 2024A Bonds, in such manner as to cause the Series 2024A Bonds to be "private activity bonds" within the meaning of Section 141 of the Code. In this regard, the City covenants that (i) it will not use (directly or indirectly) the proceeds of the Series 2024A Bonds to make or finance loans to any person, and (ii) that while the Series 2024A Bonds are outstanding the Series 2024A Improvements financed by the Series 2024A Bonds will only be used by state and local governmental entities and by persons on a basis as members of the general public.

(c) The City covenants that it will not reimburse itself from Series 2024A Bond proceeds for any costs paid prior to the date the Series 2024A Bonds are issued except in compliance with United States Treasury Regulation § 1.150-2 (the "Regulation"). This Ordinance shall constitute an "official intent" within the meaning of the Regulation.

(d) The City covenants that it will, in compliance with the requirements of Section 148(f) of the Code, pay with moneys in the Bond Fund to the United States Government in accordance with the requirements of Section 148(f) of the Code, from time to time, an amount equal to the sum of (1) the excess of (A) the amount earned on all Non-purpose Investments (as therein defined) attributable to the Series 2024A Bonds, other than investments attributable to such excess over (B) the amount which would have been earned if such Non-purpose Investments attributable to the Series 2024A Bonds were invested at a rate equal to the Yield (as defined in the Code) on the Series 2024A Bonds, plus (2) any income attributable to the excess described in (1), subject to the exceptions set forth in Section 148 of the Code. The City further covenants that in order to assure compliance with its covenants herein, it will employ a qualified consultant to advise the City in making the determination required to comply with this subsection (d). Anything herein to the contrary notwithstanding this provision may be modified or rescinded if in the opinion of Bond Counsel such modification or rescission will not affect the tax-exempt status of the Series 2024A Bonds for federal income tax purposes.

**Section 12.** The City covenants that it will take no action which would cause the Series 2024A Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Code. The City further covenants that it will submit to the Secretary of the Treasury of the United States, not later than the 15th day of the second calendar month after the close of the calendar quarter in which the Series 2024A Bonds are issued, a statement concerning the Series 2024A Bonds which contains the information required by Section 149(e) of the Code.

**Section 13. Severability.** In the event any title, section, paragraph, item, sentence, clause, phrase, or word of this ordinance is declared or adjudged to be invalid or unconstitutional, such declaration or adjudication shall not affect the remaining portions of the ordinance which shall remain in full force and effect as if the portion so declared or adjudged invalid or unconstitutional was not originally a part of the ordinance.

**Section 14. Repealer.** All laws, ordinances, resolutions, or parts of the same that are inconsistent with the provisions of this ordinance are hereby repealed to the extent of such inconsistency.

**Section 15. Emergency Clause.** *It is hereby ascertained and declared that the improvements to be financed with proceeds of the Bonds are immediately needed for the preservation of the public peace, health and safety and to remove existing hazards thereto. Such improvements cannot be accomplished without the issuance of the Bonds, which cannot be sold at the interest rates specified herein unless this ordinance is immediately effective. Therefore, it is declared that an emergency exists and this ordinance being necessary for the preservation of the public peace, health and safety shall be in force and take effect immediately upon and after its passage.*

1 **PASSED: November 19, 2024**

2 **ATTEST:**

**APPROVED:**

3

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5 **Allison Segars, Acting City Clerk**

**Frank Scott, Jr., Mayor**

6 **APPROVED AS TO LEGAL FORM:**

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9 **Thomas M. Carpenter, City Attorney**

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