

RESOLUTION NO. 97-180

A RESOLUTION APPROVING THE NEGOTIATED AND PRIVATE SALE OF NOT TO EXCEED \$230,000 PRINCIPAL AMOUNT OF THE CITY OF PARKER, FLORIDA, SEWER SYSTEM REVENUE BOND, SERIES 1997; AWARDING SAID BOND TO THE PURCHASER THEREOF; APPROVING THE TERMS OF SAID BOND; PROVIDING FOR THE DELIVERY OF SAID BOND TO THE PURCHASER; PROVIDING CERTAIN OTHER MATTERS IN CONNECTION THEREWITH; AND SETTING FORTH THE EFFECTIVE DATE OF THIS RESOLUTION.

WHEREAS, the City Council of the City of Parker, Florida (the "Issuer"), by Ordinance No. 96-225, enacted on December 3, 1996 (the "Ordinance"), authorized the issuance of not to exceed \$230,000 Sewer System Revenue Bond (the "Bond"), to provide funds for the purpose of financing a part of the cost of the construction of improvements to the sewer system of the Issuer (the "Project"); and

WHEREAS, all capitalized undefined terms used herein shall have the meanings set forth in the Ordinance; and

WHEREAS, it is the determination of the City Council of the Issuer that the purposes of the Issuer will be best facilitated and accomplished by selling the Bond through the means of a negotiated and private sale because the United States of America (the "Purchaser"), has offered to purchase said Bond at an interest rate less than the rates that could be obtained from private investors. The size of the issue and the rate of interest demanded by the current market for municipal bonds is such that if the Issuer must sell the Bond at a rate of interest in excess of the rate obtainable from said sale to the Purchaser, the Project would be less financially feasible; and

WHEREAS, the Issuer must also establish a maturity schedule for payment of such Bond and redemption provisions for such Bond; and

WHEREAS, the Issuer has been provided all applicable disclosure information required by Section 218.385, Florida Statutes, a copy of which is attached hereto as Exhibit "A"; and

WHEREAS, the Issuer has heretofore borrowed amounts not exceeding the principal amount of the Bond and has used that money for the purposes for which the Bond is being issued and it is the finding and determination of the City Council that it is necessary and appropriate to repay such amounts as soon as is practicable;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF PARKER, FLORIDA, THAT:

SECTION 1. The \$230,000 City of Parker, Florida Sewer System Revenue Bond is hereby designated as "Series 1997" (the "Series 1997 Bond").

SECTION 2. The negotiated and private sale of the Series 1997 Bond in the aggregate principal amount of not to exceed \$230,000 is hereby authorized and approved.

SECTION 3. The Bond is hereby sold to the United States of America. Said Bond bears interest at a rate of four and seven-eighths percent (4.875%) per annum, payable September 1, 1998, and on each September 1st thereafter. The Bond shall be dated as of the date of their delivery; shall mature on the 1st day of September in the years and amounts as provided in Exhibit "B" attached hereto and shall be subject to redemption as provided in Exhibit "C" attached hereto. The Series 1997 Bond shall be issued as one fully registered bond in the aggregate principal amount of not to exceed \$230,000. The Bond shall be secured in the manner described in the Ordinance.

SECTION 4. The Bond shall be delivered to the Purchaser on or about November 5, 1997, in Parker, Florida, or such other date and place as may be mutually agreed.

SECTION 5. The Mayor and the City Clerk are authorized and directed to deliver the Bond to the Purchaser upon receipt of payment therefor on the date as provided herein and to execute, sign and seal said Bond as provided in the Ordinance.

SECTION 6. Simultaneously with the delivery of the Bond to the original Purchaser thereof, the Issuer shall provide for the deposit of sums into the accounts established in the Ordinance. Such funds shall be accounted for separately from all other funds of the Issuer and the moneys on deposit therein shall be withdrawn, used and applied by the Issuer solely for the purposes set forth herein and in the Ordinance. The Clerk is authorized to transfer moneys of the Issuer, which with other moneys on deposit, will be sufficient for the purposes set forth in this Section. The Clerk is hereby further authorized to repay the money heretofore borrowed and used for the purposes for which the Bond is being issued as soon as is practicable without further authorization from the City Council.

SECTION 7. The appropriate officials of the Issuer are authorized and directed to receive on behalf of the Issuer the proceeds of the sale of the Bond and to deposit, apply and disburse the proceeds of said Bond, in the manner and for the purposes provided in the Ordinance authorizing the issuance of the Bond. The Mayor, the City Clerk, the City Attorney, and other appropriate officers of the Issuer are authorized to execute such delivery papers, receipts and documents as may be necessary in connection with the delivery of the Bond and receipt for the proceeds and to take all actions and do all things necessary to deliver said Bond to the Purchaser and to receive the proceeds of the sale of the Bond.

SECTION 8. The Issuer hereby covenants and agrees with the holder of said Bond to do all things necessary to maintain the tax-exempt status of interest of the Bond under the Internal Revenue Code in effect from time to time, including but not limited to compliance with the provisions of the Internal Revenue Code of 1986, as amended.

SECTION 9. The Issuer designates the Bond as "qualified tax exempt obligations" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Issuer and any subordinate entities of the Issuer and any issuer of "tax-exempt" debt that issues "on behalf of" the Issuer do not reasonably expect during calendar year 1997 to issue more than \$10,000,000 of "tax-exempt" obligations, exclusive of any private activity bonds, as defined in Section 141(a) of the Code.

SECTION 10. In accordance with the Code, the Issuer represents and covenants that it is a governmental unit with general taxing powers; that the Bond is not a private activity bond as defined in Section 141(a) of the Code; that 95% or more of the net proceeds of the Bond (i.e., the face amount of the Bond), are to be used for the local governmental activities of the Issuer and that the aggregate face amount of all obligations of the Issuer (including all subordinate entities of the Issuer and entities, if any, which cause bonds to be issued on behalf of the Issuer), the interest on which is not includable in federal gross income (other than private activity bonds as defined in Section 141(a) of the Code), issued during the calendar year 1997 will not exceed \$5,000,000.

SECTION 11. All resolutions of the City of Parker, Florida, which are in conflict or inconsistent with this Resolution are to the extent of such conflict or inconsistency hereby repealed.

SECTION 12. This Resolution shall take effect immediately upon passage.

PASSED AND ADOPTED by the City Council of the City of Parker this 4th day of
November, 1997.

(SEAL)

CITY COUNCIL OF THE CITY OF
PARKER, FLORIDA

By: Brenda Y. Hendricks
Mayor

ATTEST:

[Signature]
City Clerk

Approved as to form and
correctness:

[Signature]
City Attorney

EXHIBIT "A"

DISCLOSURE STATEMENT

City Council
Parker, Florida

(1) An itemized list of estimated expenses to be incurred by the United States of America (the "Purchaser") in connection with the issuance of the not to exceed \$230,000 City of Parker, Florida, Sewer System Revenue Bond, Series 1997 (the "Bond").

NONE

(2) The names, addresses, and estimated amounts of compensation of any person who enters into an understanding with either the Issuer or the Purchaser, or both, for any paid or promised compensation or valuable consideration, directly or indirectly, expressed or implied, to act solely as an intermediary between the Issuer and the Purchaser or who exercises or attempts to exercise any influence to affect any transaction in the purchase of the Bond.

NONE

(3) The amount of underwriting spread expected to be realized.

NONE

(4) The amount of the management fee to be charged by the Purchaser.

NONE

(5) Any other fee, bonus, and other compensation estimated to be paid by the Purchaser in connection with the bond issue to any person not regularly employed or retained by the Purchaser.

NONE

(6) The name and address of the Purchaser

United States of America
c/o U.S. Department of Agriculture
Rural Development
932 North Ferdon Boulevard
Suite B
Crestview, Florida 32536

(7) The City of Parker, Florida is proposing to issue the Bond for the purpose of providing funds which, together with other available funds of the City of Parker will be used to construct improvements to the sewer system of the City and to pay certain costs of issuance of the Bond. The Bond is expected to be repaid over a period of forty (40) years. At a fixed interest rate of 4.875%, total interest paid over the life of the Bond will not exceed \$292,890.

(8) The source of repayment or security for the Bond is the Net Revenues derived from the operation of the sewer system. Authorizing this Bond will result in a maximum of \$13,920 of the City of Parker's Net Revenues not being available to finance the other services of the City of Parker each year during the term of the Bond.

(9) All capitalized undefined terms used herein shall have the meaning set forth in Ordinance No. 96-225 enacted on December 3, 1996.

DATED this 5th day of November, 1997.

Respectfully submitted,

By: _____
Jacquelyn L. DeAngelo
Rural Development Specialist
Rural Development

EXHIBIT "B"

NOT TO EXCEED
\$230,000
CITY OF PARKER, FLORIDA
SEWER SYSTEM REVENUE Bond
SERIES 1997

Not to Exceed \$230,000 City of Parker, Florida, Sewer System Revenue Bond, Series 1997, consisting of one fully registered Bond dated November 5, 1997, bearing interest at the rate of 4.875% and maturing on September 1 in the years and amounts as follows:

<u>YEAR</u>	<u>AMOUNT</u>	<u>YEAR</u>	<u>AMOUNT</u>	<u>YEAR</u>	<u>AMOUNT</u>
1998	0	2011	4,000	2024	7,000
1999	2,000	2012	4,000	2025	7,000
2000	2,000	2013	4,000	2026	8,000
2001	2,000	2014	4,000	2027	8,000
2002	3,000	2015	5,000	2028	9,000
2003	3,000	2016	5,000	2029	9,000
2004	3,000	2017	5,000	2030	9,000
2005	3,000	2018	5,000	2031	10,000
2006	3,000	2019	6,000	2032	10,000
2007	3,000	2020	6,000	2033	11,000
2008	3,000	2021	6,000	2034	11,000
2009	4,000	2022	6,000	2035	12,000
2010	4,000	2023	7,000	2036	12,000
				2037	5,000

EXHIBIT "C"

The Bond or principal installments thereof maturing on or before September 1, 2001, are not subject to redemption prior to their respective stated dates of maturity. The Bond or principal installments thereof maturing on September 1, 2002, and thereafter shall, at the option of the Issuer, be redeemable in whole or in part, in inverse numerical and maturity order, on September 1, 2001, or on any interest payment date thereafter at par and accrued interest, plus the following premiums, expressed as a percentage of the principal amount thereof, if redeemed in the following years:

3% if redeemed September 1, 2001, or thereafter,
but prior to August 31, 2002;

2% if redeemed September 1, 2002, or thereafter,
but prior to August 31, 2003;

1% if redeemed September 1, 2003, or thereafter,
but prior to August 31, 2004;

Without premium, if redeemed September 1, 2004,
or thereafter;

provided, however, that Bond or principal installments thereof held by the United States of America may be redeemed on any date, including dates prior to September 1, 2001, without the payment of a premium; that the Issuer shall have the right to call Bond or principal installments thereof redeemable at no premium prior to calling Bond or principal installments thereof redeemable at a premium.