

RESOLUTION NO. 1977

**A RESOLUTION AUTHORIZING THE PUBLIC SALE OF APPROXIMATELY \$3,625,000 PRINCIPAL AMOUNT OF GENERAL OBLIGATION REFUNDING AND IMPROVEMENT BONDS OF THE CITY OF GARDNER, KANSAS.**

**WHEREAS**, the City of Gardner, Kansas (the “City”) has previously issued its General Obligation Bonds, Series 2009A in the original principal amount of \$7,705,000 and outstanding in the principal amount of \$3,370,000 (the “Series 2009A Bonds”);

**WHEREAS**, the Governing Body of the City has determined that, in order to achieve interest cost savings through early redemption of the October 1, 2020 through October 1, 2024 maturities of the Series 2009A Bonds (such maturities, the “Refunded Bonds”) and to provide an orderly plan of finance for the City, it has become desirable and in the best interest of the City and its inhabitants to provide for the sale of general obligation refunding bonds to refund the Refunded Bonds; and

**WHEREAS**, the Governing Body of the City has further determined that it is desirable to issue general obligation bonds to finance certain street improvements within the City;

**NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF GARDNER, KANSAS, AS FOLLOWS:**

**Section 1.** The General Obligation Refunding and Improvement Bonds, Series 2017A, of the City in the principal amount of approximately \$3,625,000 (the “Bonds”) shall be offered at competitive public sale November 20, 2017, at 11:00 a.m., Central Standard Time, or at such other date and time approved by the City Finance Director, provided such date is a City Council meeting date.

**Section 2.** The Finance Director, in conjunction with Ehlers & Associates, Inc., the City’s Municipal Advisor, is authorized and directed to receive bids for the purchase of the Bonds on behalf of the City at the specified time and place and to deliver a report on all bids so received to the Governing Body at its meeting to be held at 7:00 p.m. on the sale date at which meeting the Governing Body shall review the bids and act on the acceptance of the best bid. Such bids may be received electronically through an experienced municipal bond electronic bid provider and through other means determined by the Finance Director, in consultation with the City’s Bond Counsel, Kutak Rock LLP, and Municipal Advisor, to be in the best interest of the City. The issuance of the Bonds is conditioned on receipt of an opinion of the City’s Bond Counsel, Kutak Rock LLP (“Bond Counsel”), to the effect that the Bonds have been validly issued and that the interest on the Bonds is exempt from federal income taxation subject to the standard exceptions. The inclusion of the refunding component in the bond issue is conditioned on net present value savings from the refunding in an amount acceptable to the Governing Body of the City.

**Section 3.** The Mayor and City Clerk are authorized to cause to be prepared and executed a preliminary official statement and notice of sale for use in connection with the public sale of the Bonds.

**Section 4.** The Finance Director is authorized and directed to give, or cause to be given, notice of the bond sale by publishing a summary of the notice of bond sale not less than six days before the date of the bond sale in the official City newspaper and the *Kansas Register* and by making copies of the notice of bond sale and preliminary official statement available to prospective purchasers of the Bonds.

**Section 5.** For the purpose of enabling the purchaser of the Bonds (the “Original Purchaser”) to comply with the requirements of Rule 15c2-12(b)(1) of the Securities Exchange Commission, the appropriate officers of the City are authorized, if requested, to provide the Original Purchaser a letter or certification to the effect that the City deems the information contained in the preliminary official statement to be “final” as of its date, except for the omission of such information as is permitted by Rule 15c2-12(b)(1), and to take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the Original Purchaser to comply with the requirements of such Rule.

**Section 6.** The City agrees to provide to the Original Purchaser within seven business days of the date of the sale of the Bonds or within sufficient time to accompany any confirmation that requests payment from any customer of the Original Purchaser, whichever is earlier, sufficient copies of the final official statement to enable the Original Purchaser to comply with the requirements of Rule 15c2-12(b)(4) of the Securities and Exchange Commission and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

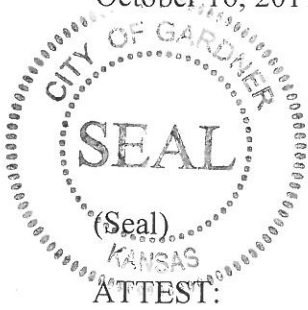
**Section 7.** The City agrees to enter into a written agreement or contract on or before the date of delivery of the Bonds to provide ongoing disclosure about the City for the benefit of the holders of the Bonds as required by Rule 15c2-12(b)(5)(i) of the Securities and Exchange Commission (the “Rule”). The City may further designate Kutak Rock LLP, upon the request of the City, as an agent of the City for the purpose of obtaining and disseminating information in connection with the Rule.

**Section 8.** The City Administrator; the Finance Director; the City Clerk; the City’s Bond Counsel; the Municipal Advisor; and the other officers and representatives of the City are authorized and directed to take such other action as may be necessary to carry out the public sale of the Bonds, including, but not limited to, selecting an escrow trustee and a certified public accountant for verification of the sufficiency of the refunding escrow.

**Section 9.** This Resolution shall be in full force and effect from and after its adoption.

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ADOPTED by the Governing Body of the City of Gardner, Kansas, on  
October 16, 2017.



CITY OF GARDNER, KANSAS

A handwritten signature in cursive script, appearing to read "C. M. ...", written over a horizontal line.

Mayor

A handwritten signature in cursive script, appearing to read "A. Walker", written over a horizontal line.

City Clerk