

**RESOLUTION NO. R218 – 08/09**

**A RESOLUTION EXPRESSING OFFICIAL INTENT  
TO  
ISSUE BONDS PURSUANT TO VOTER APPROVAL**

**WHEREAS**, the City Council has determined that it is desirable and in the City's best interest to submit to the qualified electors of the City for their determination by ballot approval for issuance of up to \$10,400,000 aggregate principal amount of tax-exempt bonds (the "Bonds") in order to provide financing for certain public projects as determined by such electors (the "Projects") including improvements for public works, parks and recreation, public safety, information technology, capital improvements for certain public buildings, and public transportation;

**WHEREAS**, pursuant to Article 2 of Chapter 81 of Title 11 of the Code of Alabama of 1975, as amended, the City expects to call for a special municipal election (the "Bond Referendum") on October 27, 2009, for the purpose of determination by the qualified electors of approval of the Bonds for the financing of the Projects. Such Bonds will constitute general obligations of the City for the payment of principal and interest on which the City will pledge its full faith and credit.

**WHEREAS**, the City Council has determined that it may become necessary to make certain preliminary expenditures with respect to the Projects out of its own funds prior to the issuance of the Bonds and the City expects to be reimbursed for any such expenditures out of the proceeds of the Bonds;

**WHEREAS**, the City Council has been advised that in order to preserve the City's ability to be reimbursed out of the proceeds of the Bonds, the City must declare its official intent to provide for the issuance of the Bonds pursuant to voter approval for the purpose of financing the costs of the Projects;

**WHEREAS**, the City Council has determined that it is necessary and appropriate to adopt this resolution for the purposes described above;

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SELMA** as follow:

**Section 1. Approval of Plan of Financing.** The City Council does hereby approve, authorize, ratify and confirm (a) subject to voter approval, the issuance of the Bonds not to exceed a maximum principal amount of \$10,400,000, for the purpose of financing certain Projects, including without limitation, the Projects generally described in Appendix A, (b) the preparation of documentation relating to the Bond Referendum, ballot and related election proceedings, (c) the preparation and distribution of the Preliminary Official Statement to prospective purchasers of the Bonds, (d) the preparation, execution and delivery of the financing documents relating to the issuance of the Bonds, and (e) the consummation of all other transactions described above in the recitals to this resolution and contemplated by the Bond Referendum and the Financing Documents relating to the issuance of the Bonds (collectively, the "Plan of Financing"). Upon voter approval, the Bonds shall be issued and sold only upon such terms and conditions as shall be determined to be appropriate and desirable by the City Council by separate resolution.

**Section 2. Intent to Reimburse.** The City Council hereby acknowledges that certain costs related to the Projects are expected to be paid by the City out of its General Fund prior to the issuance of the

Bonds (including costs heretofore incurred within sixty days prior to the adoption of this resolution). To the extent that any such capital expenditures are or have been incurred and paid prior to the issuance of the Bonds, the City hereby states that it reasonably expects to apply a portion of the proceeds of the Bonds to reimburse the City for the moneys expended out of its General Fund for the payment of such expenditures for the Projects. This resolution is a declaration of official intent for purposes of Section 1.150-2 of the United States Treasury Regulations.

**Section 3. Intent to Authorize Bond Referendum.** The City Council does hereby express its intent to authorize and approve the calling of a special municipal election for the purpose of approval of the Plan of Financing by the qualified electors of the City and the preparation, execution and delivery of any and all documents relating to such election including the ballot and any required notifications under the direction and supervision of the Mayor and the appropriate city election officials. The final form of the Bond Referendum and related ballot will be approved by the City Council by separate resolution.

**Section 4. Use and Distribution of Disclosure Documents.** The preparation, use and distribution of the Preliminary Official Statement and any disclosure documents to be prepared by the Underwriters to assist in the sale of the Bonds is hereby approved. Such disclosure documents shall be consistent with the Plan of Financing and shall be in a form approved by the Mayor, and the use and distribution of such disclosure document shall be conclusive evidence of such approval. In addition, the City Council hereby delegates to the Mayor, the right to approve the final disclosure document to be distributed at the time any obligations are sold to the public in connection with the financing of the Projects.

**Section 5. Authorization of the Financing Documents.** Pursuant to voter approval, the execution, delivery and performance of any and all financing documents evidencing the issuance and delivery of the Bonds, including but not limited to any resolutions or ordinances, the Bond Purchase Agreement and Continuing Disclosure Agreement, are hereby authorized to be prepared for circulation to bond insurers and rating agencies, as necessary.

**Section 6. General Authorization.** The officers of the City and any person or persons designated and authorized by any officer of the City to act in the name and on behalf of the City, or any one or more of them, are authorized to do and perform or cause to be done and performed in the name and on behalf of the City such other acts, to pay or cause to be paid on behalf of the City such related costs and expenses, and to execute and deliver or cause to be executed and delivered in the name and on behalf of the City such other notices, requests, demands, directions, consents, approvals, orders, applications, certificates, agreements, further assurances, or other instruments or communications, under the official seal of the City, or otherwise, as they or any of them may deem necessary, advisable, or appropriate in order to (a) complete the Bond Referendum and the Plan of Financing, (b) carry into effect the intent of the provisions of this resolution, the Bond Referendum and the Financing Documents, and (c) demonstrate the validity of the Bonds, the absence of any pending or threatened litigation with respect to the Bonds, the Financing Documents and the Plan of Financing, and the exemption of interest on the Bonds from federal and State of Alabama income taxation.

**Section 7. Ratification.** Each act of any officer or officers of the City or any person or persons designated and authorized to act by any officer of the City, which act would have been authorized by the foregoing provisions of this resolution except that such action was taken prior to the adoption of this resolution, is hereby ratified, confirmed, approved and adopted.

**Section 8. Final Terms and Conditions to be Approved by Separate Resolutions.** The City Council hereby declares its intent to adopt formal resolutions or ordinances approving the final terms and

conditions of the Bond Referendum and the issuance of the Bonds not inconsistent with the provisions of this resolution, including, without limitation, the form of the ballot, the form of the Bonds, and such terms and conditions as shall reasonably be required.

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**APPENDIX A**

**General Description of Projects**

Building Inspector's Office	
Cemetery Department	
Code Enforcement Department	
Finance Department	
Fire Department	
Inert Landfill	
Information Technology	
Planning and Development Department	
Police Department	
Public Buildings	
Public Transportation	
Public Works Department	
Recreation Department	
Selma Public Library	
General Government (existing contracts)	
Miscellaneous drainage and sewerage	
Miscellaneous structure demolition	
<b>Total</b>	

It was then moved by Council member Williamson and seconded Council member Bowie that the foregoing resolution be adopted and, upon said motion being put to vote, the following vote was recorded.

Yeas

Geraldine Allen  
Cecil Williamson  
Susan Keith  
Monica Newton  
Angela Benjamin  
Bennie L. Tucker  
Corey D. Bowie

Nays

Bennie Ruth Crenshaw

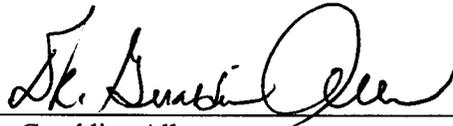
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There being no further business to come before the meeting, it was moved and seconded that the meeting be adjourned. Motion carried.

**APPROVED BY ACTION OF THE  
CITY COUNCIL OF THE CITY OF SELMA  
on the 14<sup>th</sup> day of July, 2009.**



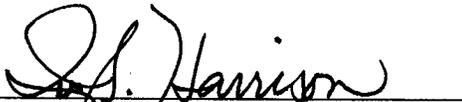
Dr. Geraldine Allen  
President of the City Council



George Patrick Evans  
Mayor of the City of Selma

[SEAL]

Attest:

  
City Clerk

**WAIVER**

The undersigned, constituting all of the members of the City Council of City of Selma (the "City"), hereby acknowledge timely receipt of notice of a regularly scheduled meeting held at City Hall in Selma, Alabama at 5:00 p.m. on July 14, 2009, for the purpose of (1) authorizing a resolution expressing official intent to issue certain bonds pursuant to voter approval and (2) transacting such other business as shall come before the City .

We do hereby waive any and all irregularities in such notice and any further notice of the date, time, place or purpose of such meeting, and we do hereby consent and agree that such meeting may be held for the aforesaid purposes.

Dr. Geraldine Allen, President

Dr. Cecil Williamson

Susan M. Keith

Dr. Monica Newton

Angela Benjamin

Samuel Randolph

Bennie L. Tucker

Bennie Ruth Crenshaw

Corey D. Bowie

**EXCERPTS FROM THE MINUTES OF A MEETING  
OF THE CITY COUNCIL OF CITY OF SELMA**

The City Council of the City of Selma (the "City ") met in public session at a regularly scheduled council meeting held at City Hall in Selma, Alabama at 5:00 p.m. on July 14, 2009.

The meeting was called to order by the President of the City Council, and the roll was called with the following results:

Present: President of the Council, Dr. Geraldine Allen  
Council members: Dr. Cecil Williamson  
Susan M. Keith  
Dr. Monica Newton  
Angela Benjamin  
Bennie L. Tucker  
Bennie Ruth Crenshaw  
Corey D. Bowie

Absent: Samuel Randolph

The President of the City Council stated that due notice of the date, time, place and purpose of this meeting had been given to all members of the City Council and that each member had waived any irregularities in such notice and any further or different notice.

The President of the City Council stated that a quorum was present and the meeting was open for the transaction of business.

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The following resolution was introduced in writing: