

INTRODUCED BY: Council Member Reuter

1 **AN ORDINANCE OF JEFFERSON COUNTY, MISSOURI,**
2 **AUTHORIZING THE ISSUANCE OF NEIGHBORHOOD IMPROVEMENT**
3 **DISTRICT REFUNDING BONDS (BUENA VISTA PROJECT), SERIES 2012;**
4 **AND AUTHORIZING AND APPROVING CERTAIN DOCUMENTS AND**
5 **ACTIONS IN CONNECTION WITH THE EXECUTION AND DELIVERY**
6 **THEREOF.**

7 **WHEREAS**, pursuant to Article III, Section 38(c) of the Constitution of
8 Missouri, and Sections 67.453 to 67.475 of the Revised Statutes of Missouri, as amended,
9 named the Neighborhood Improvement District Act (the "Act"), and all other provisions
10 of the laws of the State of Missouri applicable thereto, by proceedings duly had, Jefferson
11 County, Missouri (the "County") has duly authorized and created the Buena Vista
12 Neighborhood Improvement District (the "District");

13 **WHEREAS**, the District was created to finance the Buena Vista Project (the
14 "Project"), said Project consisting of the acquisition, construction, extension and equipping
15 of sanitary sewer, storm sewer and waterworks improvements within the District;

16 **WHEREAS**, pursuant to Order No. 06-16-2004 adopted on June 16, 2004, the
17 County issued its Neighborhood Improvement District Bonds (Buena Vista Project),
18 Series 2004 (the "Prior Bonds") in the aggregate principal amount of \$1,430,000 to
19 finance the costs of the Project; and

FILED

AUG 28 2012

1 **WHEREAS**, the County desires to refund all of the outstanding the Prior Bonds
2 through the issuance of the County's Neighborhood Improvement District Refunding
3 Bonds (Buena Vista Project), Series 2012 (the "Bonds") for the purpose of (a) refunding
4 the Prior Bonds, (b) funding a debt service reserve fund for the Bonds, and (c) paying the
5 costs of issuance of the Bonds.

6 **BE IT ENACTED BY THE JEFFERSON COUNTY, MISSOURI,**
7 **COUNCIL, AS FOLLOWS:**

8 **Section 1. Approval of Execution and Delivery of the Bonds.** The County
9 Council hereby authorizes and approves the execution, delivery and sale by the County of
10 the Bonds in the aggregate principal amount of not to exceed \$1,011,000 for the purposes
11 set forth in the recitals to this Ordinance. The Bonds shall mature, be subject to
12 redemption, bear interest at the rates and be secured as provided in the herein-approved
13 Trust Indenture.

14 **Section 2. Authorization of Documents.** The County is hereby authorized to
15 enter into the following documents (the "Financing Documents"), in substantially the
16 forms presented to and approved by the County Council at this meeting and attached to
17 this Ordinance (copies of which documents are on file in the office of the County Clerk
18 and shall be permanently filed in the records of the County), with such changes therein as
19 shall be approved by the officers of the County executing the documents, such officers'
20 signatures thereon being conclusive evidence of their approval thereof:

21 (a) Trust Indenture by and between the County and UMB Bank, N.A.,
22 as trustee (the "Trustee") (attached hereto as **Exhibit A**);

- (b) Bond Purchase Agreement by and between the County and Stifel, Nicolaus & Company, Incorporated (attached hereto as **Exhibit B**);
- (c) Continuing Disclosure Agreement by and between the County and UMB Bank, N.A., as dissemination agent (attached hereto as **Exhibit C**);
- (d) Tax Compliance Agreement by and between the County and the Trustee (attached hereto as **Exhibit D**); and
- (e) Official Statement to be dated the date of execution and delivery of the Bond Purchase Agreement (in the form of a Preliminary Official Statement which is hereby approved and attached hereto as **Exhibit E**).

Section 3. Execution of Documents. The County is hereby authorized to
into and the County Executive, the Director of Administration and the County Clerk
(Deputy County Clerk) are hereby authorized and directed to execute and deliver, for
behalf of and as the act and deed of the County, the Financing Documents and
other documents, certificates and instruments as may be necessary or desirable to
put and comply with the intent of this Ordinance.

Section 4. Use of Official Statement. The County hereby authorizes the use of an Official Statement in connection with the sale of the Bonds.

18 **Section 5. Severability.** The sections, paragraphs, sentences, clauses and
19 phrases of this Ordinance shall be severable. If any such section, paragraph, sentence,
20 clause or phrase of this Ordinance is found by a court of competent jurisdiction to be
21 invalid, the remaining portions of this Ordinance are valid, unless the court finds the valid
22 portions of the Ordinance are so essential to and inseparably connected with and

1 dependent upon the void portion that it cannot be presumed that the County Council has
2 enacted the valid portions without the void ones, or unless the court finds that the valid
3 portions, standing alone, are incomplete and are incapable of being executed in
4 accordance with the legislative intent.

5 **Section 6. Governing Law.** This Ordinance shall be governed exclusively by
6 and construed in accordance with the applicable laws of the State of Missouri.

7 **Section 7. Further Authorization.** The County Executive and the Director of
8 Administration are hereby authorized and directed to execute and deliver for and on
9 behalf of the County, and the County Clerk (or Deputy County Clerk) is hereby
10 authorized and directed where appropriate to attest, all certificates, documents,
11 agreements or other instruments in connection with the issuance of the Bonds and to
12 carry out, comply with and perform the duties of the County with respect to the Financing
13 Documents. The County Executive and the Director of Administration are hereby
14 authorized and directed to take any and all actions, as may be necessary, desirable,
15 convenient or proper to carry out and comply with the provisions of all agreements or
16 contracts, necessary or reasonably incidental to the implementation of this Ordinance.

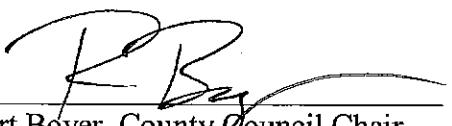
17 **Section 9. Effective Date.** Ordinance shall be in full force and effect
18 immediately upon approval.

THIS ORDINANCE BEING DULY INTRODUCED, THE MEMBERS OF
THE JEFFERSON COUNTY, MISSOURI, COUNCIL VOTED AS FOLLOWS:

Council Member District 1, Don Bickowski	<u>Yes</u>
Council Member District 2, Renee Reuter	<u>Yes</u>
Council Member District 3, Robert Boyer	<u>Yes</u>
Council Member District 4, Charles Groeteke	<u>Yes</u>
Council Member District 5, Terri Kreitler	<u>Yes</u>
Council Member District 6, Cliff Lane	<u>Yes</u>
Council Member District 7, Kelly Waymon	<u>Yes</u>

2012.

THIS ORDINANCE IS PASSED THIS 21 DAY OF August


Robert Boyer, County Council Chair

(SEAL)

ATTEST:


Wes Wagner, County Clerk

BY: 

APPROVED THIS 27TH DAY OF AUGUST 2012.

Kenneth B. Waller
Kenneth B. Waller, Jefferson County, Missouri, Executive

(SEAL)

ATTEST:

Wes Wagner
Wes Wagner, County Clerk

BY: Amy O'Dowd

First Reading: 08-13-2012

Second Reading: 08-27-2012

Third Reading: 08-27-2012

EXHIBIT A

TRUST INDENTURE

EXHIBIT B

BOND PURCHASE AGREEMENT

EXHIBIT C

CONTINUING DISCLOSURE AGREEMENT

EXHIBIT D

TAX COMPLIANCE AGREEMENT

EXHIBIT E

PRELIMINARY OFFICIAL STATEMENT