

AN ORDINANCE PROVIDING FOR THE ISSUANCE AND SALE OF \$2,100,000 OF NOTES, IN ANTICIPATION OF THE ISSUANCE OF BONDS, FOR THE PURPOSE OF PAYING COSTS OF ACQUIRING AND INSTALLING EQUIPMENT AS PART OF THE CITY'S MUNICIPAL BROADBAND SERVICES SYSTEM PROJECT, AND DECLARING AN EMERGENCY.

WHEREAS, pursuant to Ordinance No. 15-81, passed on June 2, 2015, there were issued \$800,000 of notes (the Outstanding Notes) in anticipation of bonds for the purpose stated in Section 1 as part of a consolidated issue of \$1,266,667 Various Purpose Notes, Series 2015, which Outstanding Notes mature on July 22, 2016; and

WHEREAS, this Council finds and determines that the City should retire the Outstanding Notes with the proceeds of the Notes described in Section 3 and to provide additional money for the purpose stated in Section 1; and

WHEREAS, the Finance Director, as fiscal officer of the City, has certified to this Council that the estimated life or period of usefulness of the improvement described in Section 1 is at least five years, the estimated maximum maturity of the Bonds described in Section 1 is 10 years and the maximum maturity of \$800,000 of the Notes described in Section 3, to be issued in anticipation of the issuance of the Bonds, is July 24, 2030, and of \$1,300,000 of the Notes described in Section 3, to be issued in anticipation of the issuance of the Bonds, is 15 years from their date of issuance;

NOW, THEREFORE, BE IT ORDAINED by the Council of the City of Hudson, County of Summit, Ohio, that:

Section 1: Authorized Principal Amount of Anticipated Bonds; Purpose. It is necessary to issue bonds of the City in the aggregate principal amount of \$2,100,000 (the Bonds) for the purpose of paying costs of acquiring and installing equipment as part of the City's municipal broadband services system project, together with all incidental work and related appurtenances thereto.

Section 2: Estimated Bond Terms. The Bonds shall be dated approximately July 1, 2017, shall bear interest at the now estimated rate of 5% per year, payable semiannually until the principal amount is paid, and are estimated to mature in 10 annual principal installments on December 1 of each year that are substantially equal. The first interest payment on the Bonds is estimated to be December 1, 2017, and the first principal payment of the Bonds is estimated to be December 1, 2017.

Section 3: Authorized Principal Amount of Notes; Dating; Interest Rate. It is necessary to issue and this Council determines that notes in the aggregate principal amount of \$2,100,000 (the Notes) shall be issued in anticipation of the issuance of the Bonds to retire the Outstanding Notes and to provide additional money for the purpose stated in Section 1. The Notes shall be dated the date of issuance and shall mature on July 21, 2017. The Notes shall bear interest at the rate of 0.50% per

year (computed on the basis of a 360-day year consisting of 12 30-day months), payable at maturity and until the principal amount is paid or payment is provided for.

Section 4: Payment of Debt Charges; Paying Agent. The debt charges on the Notes shall be payable in lawful money at the office of the Finance Director (the Paying Agent).

Section 5: Execution of Notes. The Notes shall be signed by the City Manager and the Finance Director, in the name of the City and in their official capacities, provided that one of those signatures may be a facsimile. The entire principal shall be represented by a single note, which shall not have coupons attached, shall be numbered as determined by the Finance Director and shall express upon its face the purpose, in summary terms, for which it is being issued and that it is issued pursuant to this Ordinance.

Section 6: Sale of the Notes. The Notes are offered at a purchase price, not less than par, as shall be determined by the Finance Director, plus any accrued interest, to the Treasury Investment Board of the City for investment under Section 731.56 of the Revised Code. Any Notes not purchased by the Treasury Investment Board shall be sold at not less than 100% of par plus accrued interest at private sale by the Finance Director in accordance with law and the provisions of this Ordinance. The Finance Director shall cause the Notes to be prepared, and have the Notes signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Notes if requested by the original purchaser, to the original purchaser upon payment of the purchase price. The City Manager, the Mayor, the Finance Director, the Solicitor, the Clerk of Council and other City officials, as appropriate, are each authorized and directed to sign any transcript certificates, financial statements and other documents and instruments and to take such actions as are necessary or appropriate to consummate the transactions contemplated by this Ordinance.

The Notes shall be combined with the City's (i) \$233,334 of notes authorized by an ordinance passed by this Council on this date to be issued in anticipation of bonds for the purpose of paying costs of improving City property constituting the site of the former Cuyahoga County Youth Development Center by performing site clearance, improvement and preparation and placing the site in a condition for use and operation for City purposes and (ii) \$172,791 of notes authorized by an ordinance passed by this Council on this date to be issued in anticipation of bonds for the purpose of paying costs of acquiring an ambulance, including related equipment and apparatus, together with the necessary appurtenances thereto, into a consolidated issue of \$2,506,125 Various Purpose Notes, Series 2016, pursuant to Section 133.30(B) of the Revised Code.

Section 7: Application of Note Proceeds. The proceeds from the sale of the Notes, except any premium and accrued interest, shall be paid into the proper fund or funds and those proceeds are appropriated and shall be used for the purpose for which the Notes are being issued. Any portion of those proceeds representing premium and accrued interest shall be paid into the Bond Retirement Fund.

Section 8: Application and Pledge of Bond or Renewal Note Proceeds or Excess Funds. The par value to be received from the sale of the Bonds or of any renewal notes and any excess funds resulting from the issuance of the Notes shall, to the extent necessary, be used to pay the debt charges on the Notes at maturity and are pledged for that purpose.

Section 9: Provisions for Tax Levy. During the year or years in which the Notes are outstanding, there shall be levied on all the taxable property in the City, in addition to all other taxes, the same tax that would have been levied if the Bonds had been issued without the prior issuance of the Notes. The tax shall be within the ten-mill limitation imposed by law, shall be and is ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner, and at the same time that taxes for general purposes for each of those years are certified, levied, extended and collected, and shall be placed before and in preference to all other items and for the full amount thereof. The proceeds of the tax levy shall be placed in the Bond Retirement Fund, which is irrevocably pledged for the payment of the debt charges on the Notes or the Bonds when and as the same fall due. In each year, to the extent other money is lawfully available for the payment of debt charges on the Notes and Bonds and is appropriated for that purpose, the amount of the tax shall be reduced by the amount of money so available and appropriated.

Section 10: Certification and Delivery of Ordinance. The Clerk of Council is directed to deliver or cause to be delivered a certified copy of this Ordinance to the Summit County Fiscal Officer.

Section 11: Satisfaction of Conditions for Note Issuance. This Council determines that all acts and conditions necessary to be done or performed by the City or to have been met precedent to and in the issuing of the Notes in order to make them legal, valid and binding general obligations of the City have been performed and have been met, or will at the time of delivery of the Notes have been performed and have been met, in regular and due form as required by law; that the full faith and credit and general property taxing power (as described in Section 9) of the City are pledged for the timely payment of the debt charges on the Notes; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Notes.

Section 12: Retention of Bond Counsel. The legal services of Squire Patton Boggs (US) LLP, as bond counsel, be and are hereby retained. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the issuance and sale of the Notes and the rendering of the necessary legal opinion upon the delivery of the Notes. In rendering those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of the City in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the City or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those legal services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those legal services. The Director of Finance is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 13: Compliance with Open Meeting Requirements. This Council finds and determines that all formal actions of this Council and any of its committees concerning and relating to the passage of this Ordinance were taken in an open meeting of this Council or its committees, and that all deliberations of this Council and any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law.

Section 14: Captions and Headings. The captions and headings in this Ordinance are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Sections, subsections, paragraphs, subparagraphs or clauses hereof. Reference to a Section means a section of this Ordinance unless otherwise indicated.

Section 15: Declaration of Emergency; Effective Date. This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health and safety of the City, and for the further reason that this Ordinance is required to be immediately effective in order to enable the City to sell the Notes at the earliest possible date, which is necessary to enable the City to (i) timely enter into contracts for the acquisition and installation of the City's municipal broadband services system project which is necessary to establish an affordable high-speed broadband communications system in the City and (ii) timely retire the Outstanding Notes and thereby preserve its credit; wherefore, this Ordinance shall be in full force and effect immediately upon its passage, provided it receives the affirmative vote of five members of Council elected thereto or six affirmative votes if all members of Council are present at the meeting at which it is passed; otherwise, it shall be in full force and effect from and after the earliest period allowed by law.

PASSED: _____

David A. Basil, Mayor

ATTEST:

Elizabeth Slagle, Clerk of Council

I certify that the foregoing Ordinance was duly passed by the Council of said City on _____, 2016.

Elizabeth Slagle, Clerk of Council