

9-26-08

RESOLUTION NO. 2008-12

RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION TEMPORARY NOTES, SERIES 2008, OF THE CITY OF BASEHOR, KANSAS.

WHEREAS, pursuant to the provisions of the laws of the State of Kansas applicable thereto, by proceedings duly had, the governing body of the City of Basehor Kansas (the "Issuer") has heretofore authorized certain internal improvements (jointly the "Improvements") to be made in the City, to-wit:

<u>Description</u>	<u>Resolution No.</u>	<u>Authority</u>	<u>Estimated Cost</u>
155 th Street Improvements	Res. No. 2008-08	K.S.A. 12-6a01 <i>et seq.</i>	\$935,000
Basehor Boulevard Improvements	Res. No. 2008-07	K.S.A. 12-6a01 <i>et seq.</i>	<u>2,825,000</u>
		Total	\$3,760,000

WHEREAS, the governing body of the Issuer is authorized by law to issue general obligation bonds to pay the costs of the Improvements; and

WHEREAS, the Issuer has not issued any general obligation bonds or temporary notes heretofore authorized; and

WHEREAS, it is necessary for the Issuer to provide cash funds (from time to time) to meet its obligations incurred in constructing the Improvements prior to the completion thereof and the issuance of the Issuer's general obligation bonds, and it is desirable and in the interest of the Issuer that such funds be raised by the issuance of temporary notes of the Issue; and

WHEREAS, the Issuer, has selected the firm of Piper Jaffray & Co, Leawood, Kansas (the "Purchaser"), as underwriter for one series of temporary notes of the Issuer in order to provide funds to temporarily finance the Improvements; and

WHEREAS, the Issuer desires to authorize the Purchaser to proceed with the offering for sale of said temporary notes and related activities; and

WHEREAS, one of the duties and responsibilities of the Issuer is to prepare and distribute a preliminary official statement relating to said temporary notes; and

WHEREAS, the Issuer desires to authorize the Purchaser, in conjunction with the Clerk, to proceed with the preparation and distribution of a preliminary official statement and all other preliminary action necessary to sell said temporary notes; and

WHEREAS, due to the volatile nature of the municipal bond market and the desire of the Issuer to achieve maximum benefit of timing of the sale of said temporary, the governing body desires to authorize the Mayor to confirm the sale of such temporary notes, if necessary, prior to the next meeting of the governing body to adopt the necessary resolution providing for the issuance thereof.

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

Section 1. The Purchaser is hereby authorized to proceed with negotiating the sale of approximately \$3,760,000 principal amount of General Obligation Temporary Notes, Series 2008 (the "Notes") in accordance with the presentation made by the Purchaser this date. The offering for sale of the Notes shall be accomplished in consultation with the City Administrator, the Clerk, Gilmore & Bell, P.C. ("Bond Counsel"), and the Purchaser. The confirmation of the sale of the Notes shall be subject to the execution of a note purchase agreement between the Purchaser and the Issuer and the adoption of a resolution by the governing body of the Issuer authorizing the issuance of the Notes and the execution of various documents necessary to deliver the Notes. The Mayor is hereby authorized to execute a note purchase agreement (the "Note Purchase Agreement") in a form approved by Bond Counsel, provided that the sale of the Notes is subject to the following parameters: (a) principal amount shall not exceed \$3,760,000; (b) the Notes shall mature on September 1, 2010; (c) the Notes shall be subject to optional redemption at any time on or after September 1, 2009; and (d) a true interest cost ("TIC") of not to exceed 4.00%.

Section 2. The Preliminary Official Statement, dated August 18, 2008, is hereby approved in substantially the form presented to the governing body this date, with such changes or additions as the Mayor and Clerk shall deem necessary and appropriate.

Section 3. For the purpose of enabling the Purchaser to comply with the requirements of Rule 15c2-12 of the Securities Exchange Commission (the "Rule"), the appropriate officers of the Issuer are hereby authorized: (a) to approve the form of said Preliminary Official Statement, and to execute the "Certificate Deeming Preliminary Official Statement Final", in substantially the form attached hereto as *Exhibit A*, as approval of the Preliminary Official Statement, such official's signature thereon being conclusive evidence of such official's and the Issuer's approval thereof; (b) covenant to provide continuous secondary market disclosure by annually transmitting certain financial information and operating data and other information necessary to comply with the Rule to certain national repositories and the Municipal Securities Rulemaking Board, as applicable; and (c) take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary; to enable the Purchaser to comply with the requirement of the Rule.

Section 4. The Issuer agrees to provide to the Purchaser within seven business days of the date of the sale of Notes or within sufficient time to accompany any confirmation that requests payment from any customer of the Purchaser, whichever is earlier, sufficient copies of the final Official Statement to enable the Purchaser to comply with the requirements of Rule 15c2-12(3) and (4) of the Securities and Exchange Commission and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

Section 5. The Mayor, City Administrator, Clerk and the other officers and representatives of the Issuer, and the Purchaser and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to carry out the sale of the Notes.

Section 6. This Resolution shall be in full force and effect from and after its adoption.

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**EXCERPT OF MINUTES OF A MEETING
OF THE GOVERNING BODY OF
THE CITY OF BASEHOR, KANSAS
HELD ON AUGUST 18, 2008**

The governing body met in regular session at the usual meeting place in the City, at 7:00 p.m., the following members being present and participating, to-wit:

Present: Dysart, Hill, Sifford, McDowell, Washington
Absent: None

The Mayor declared that a quorum was present and called the meeting to order.

(Other Proceedings)

The matter of providing for the offering for sale of approximately \$3,760,000 principal amount of General Obligation Temporary Notes, Series 2008, came on for consideration and was discussed.

Councilmember Washington presented and moved the adoption of a Resolution entitled:

**RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL
OBLIGATION TEMPORARY NOTES, SERIES 2008, OF THE CITY OF
BASEHOR, KANSAS.**

Councilmember Dysart seconded the motion to adopt the Resolution. Thereupon, the Resolution was read and considered, and, the question being put to a roll call vote, the vote thereon was as follows:

Aye: 5-0

Nay: _____

The Mayor declared the Resolution duly adopted; the Clerk designating the same Resolution No. 2008-12

(Other Proceedings)

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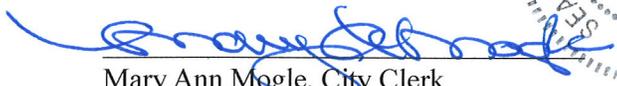
ADOPTED by the governing body on August 18, 2008.

(SEAL)

ATTEST:

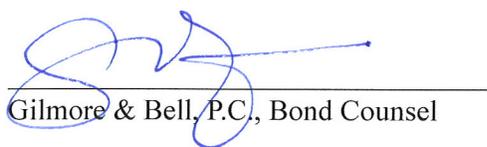


Mayor Chris Garcia



Mary Ann Mogle, City Clerk

APPROVED AS TO FORM:



Gilmore & Bell, P.C., Bond Counsel

CERTIFICATE

I hereby certify that the foregoing Excerpt of Minutes is a true and correct excerpt of the proceedings of the governing body of the City of Basehor, Kansas, held on the date stated therein, and that the official minutes of such proceedings are on file in my office.

(SEAL)



[Handwritten signature]
Clerk

**EXCERPT OF MINUTES OF A MEETING
OF THE GOVERNING BODY OF
THE CITY OF BASEHOR, KANSAS
HELD ON SEPTEMBER 15, 2008**

The governing body met in regular session at the usual meeting place in the City, at 7:00 p.m., the following members being present and participating, to-wit:

Absent:

The Mayor declared that a quorum was present and called the meeting to order.

(Other Proceedings)

Thereupon, there was presented a Resolution entitled:

A RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE, SALE AND DELIVERY OF \$3,760,000 PRINCIPAL AMOUNT OF GENERAL OBLIGATION TEMPORARY NOTES, SERIES 2008, OF THE CITY OF BASEHOR, KANSAS; PROVIDING FOR THE LEVY AND COLLECTION OF AN ANNUAL TAX, IF NECESSARY, FOR THE PURPOSE OF PAYING THE PRINCIPAL OF AND INTEREST ON SAID NOTES AS THEY BECOME DUE; MAKING CERTAIN COVENANTS AND AGREEMENTS TO PROVIDE FOR THE PAYMENT AND SECURITY THEREOF; AND AUTHORIZING CERTAIN OTHER DOCUMENTS AND ACTIONS CONNECTED THEREWITH.

Thereupon, Councilmember Washington moved that said Resolution be adopted. The motion was seconded by Councilmember Sifford. Said Resolution was duly read and considered, and upon being put, the motion for the adoption of said Resolution was carried by the vote of the governing body, the vote being as follows:

Yea: Dysart, Hill, McDowell, Sifford, Washington.

Nay: None.

Thereupon, the Mayor declared said Resolution duly adopted and the Resolution was then duly numbered Resolution No. 2008-13 and was signed by the Mayor and attested by the Clerk.

(Other Proceedings)

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On motion duly made, seconded and carried, the meeting thereupon adjourned.

CERTIFICATE

I hereby certify that the foregoing Excerpt of Minutes is a true and correct excerpt of the proceedings of the governing body of the City of Basehor, Kansas, held on the date stated therein, and that the official minutes of such proceedings are on file in my office.

(SEAL)



[Handwritten Signature]
Clerk

SCANNED

9-26-08

CA

816-221-1000
FAX: 816-221-1018
WWW.GILMOREBELL.COM

GILMORE & BELL
A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW
2405 GRAND BOULEVARD, SUITE 1100
KANSAS CITY, MISSOURI 64108-2521

ST. LOUIS, MISSOURI
WICHITA, KANSAS
LINCOLN, NEBRASKA

September 15, 2008

VIA HAND DELIVERY

Mary Ann Mogle
City Clerk
City of Basehor
2620 N. 155th Street
Basehor, Kansas 66007

Re: \$3,760,000 General Obligation Temporary Notes, Series 2008

Dear Mary Ann:

Enclosed please find the following documents for execution in connection with the above-captioned Bonds and Notes. I have enclosed one complete copy together with three sets of signature pages (unless otherwise indicated):

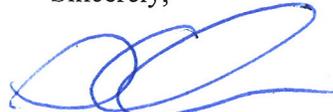
1. Excerpt of Minutes of the September 15, 2008 meeting of the governing body to be signed by you with the seal of the City affixed thereto.
2. Resolution authorizing the issuance of the Notes to be signed by the Mayor and you with the seal of the City affixed thereto.
3. Note Purchase Agreement to be signed by the Mayor and you with the seal of the City affixed thereto.
4. Transcript Certificate to be signed by the Mayor and you with the seal of the City affixed thereto.
5. Federal Tax Certificate to be signed by the Mayor and you.
6. Closing Certificate to be signed by the Mayor and you with the seal of the City affixed thereto.
7. Receipt for Purchase Price to be signed by you.
8. IRS Form 8038-G to be signed by the Mayor at the place indicated.
9. Underwriting Safekeeping Agreement to be signed by you (2 copies).

10. Agreement Between Issuer and Agent to be signed by the Mayor and you with the seal of the City affixed thereto.
11. Continuing Disclosure Instructions to be signed by the Mayor and you with the seal of the City affixed thereto.
12. Uniform Facsimile Signature Certificates to be signed by the Mayor and Treasurer such signatures being acknowledge by a notary public.
13. Certificate Deeming the Preliminary Official Statement Final to be signed by the Mayor and you.

Please have the appropriate parties execute all of the enclosed signature pages where indicated. When they are completed, please call Julie Cassmeyer at 816-221-1000 and she will arrange a courier to pick them up. We will need to receive them in our office by **Wednesday, September 17, 2008** and will hold them in trust until the closing date.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Gary A. Anderson

GAA:jac
Enclosures

Public portion of the meeting closed.

SCHEDULED DISCUSSION ITEMS

None

BUSINESS

a. Consider resolution authorizing the offering for sale of General Obligation Temporary Notes, Series 2008, for 155th Street and Basehor Boulevard Improvement Benefit Districts.

Gina Riekhof, Gilmore and Bell, stated the resolution would approve the sale of General Obligation Temporary Notes in the amount \$3,760,000. The resolution would allow Piper Jaffray to prepare the necessary paperwork and authorize the mayor to confirm the sale of such temporary notes, if necessary, prior to the next meeting of the governing body. The notes would be for a period of two years with an option for an early payoff after twelve months with no prepayment penalty.

A motion was made by Councilmember Washington and seconded by Councilmember Dysart to approve resolution 2008-12 as presented. A show of hands was taken with all members voting in favor. Motion passed 5-0.

RES 2008-12. RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION TEMPORARY NOTES, SERIES 2008, OF THE CITY OF BASEHOR, KANSAS.

b. Consider ordinances adopting 2008 edition of the State of Kansas Standard Traffic Ordinance and Uniform Public Offense Code

A motion was made by Councilmember Washington and seconded by Councilmember Sifford to approve the ordinances adopting 2008 edition of the State of Kansas Standard Traffic Ordinance and Uniform Public Offense Code as presented. A show of hands was taken with all members voting in favor. Motion passed 5-0.

ORD 539. AN ORDINANCE AMENDING CHAPTER XI, PUBLIC OFFENSES, ARTICLE 11-101 OF THE CODE OF THE CITY OF BASEHOR, KANSAS.

ORD 540. AN ORDINANCE AMENDING CHAPTER XIV, TRAFFIC ARTICLE 14-101, OF THE CODE OF THE CITY OF BASEHOR, KANSAS

c. Consider a change in price quote from EIMCO for equipment for the wastewater treatment plant expansion.

Mr. Slaugh stated there was very little information available comparing EIMCO EMU and Flygt equipment. Councilmember Washington stated he still wanted justification for