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**G.O. SALE DOCUMENTS**

- A. Excerpt of Minutes of Meeting authorizing offering for sale of Bonds
  - B. Resolution for a Negotiated Sale
  - C. Certificate Deeming Preliminary Official Statement Final
-

**EXCERPT OF MINUTES OF A MEETING  
OF THE GOVERNING BODY OF  
THE CITY OF ST. GEORGE, KANSAS  
HELD ON AUGUST 12, 2021**

The City Council (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: Mayor Tim Drake, Dobby Werth, Matt Luhnke, Nicol Castro, Scott Moses, Jeremy Holliday

Absent: N/A

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 General Obligation Refunding Bonds, Series 2021-A, came on for consideration and was discussed.

Councilmember Matt Luhnke presented and moved the adoption of a Resolution entitled:

**A RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2021-A, OF THE CITY OF ST. GEORGE, KANSAS.**

Councilmember Dobby Werth 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 Ayes

Nay: 0 Nays

The Mayor declared the Resolution duly adopted by the Governing Body and the Clerk designated the same Resolution No. 2021-12.

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(Other Proceedings)

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**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 St. George, Kansas, held on the date stated therein, and that the official minutes of such proceedings are on file in my office.

(SEAL)



*Elizabeth Wagner*  
Clerk

RESOLUTION NO. 2021-12

**A RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2021-A, OF THE CITY OF ST. GEORGE, KANSAS.**

**WHEREAS**, the City of St. George, Kansas (the “Issuer”), has previously authorized certain improvements described as follows (the “Improvements”):

<u>Project Description</u>	<u>Ordinance No.</u>	<u>Authority (K.S.A.)</u>	<u>Amount Authorized</u>
2 <sup>nd</sup> Street and 6 <sup>th</sup> Street Improvements	2021-07	12-685 <i>et seq.</i>	\$380,000

**WHEREAS**, the Issuer desires to issue its general obligation bonds in order to permanently finance the costs of such Improvements; and

**WHEREAS**, the Issuer has previously issued and has outstanding general obligation bonds; and

**WHEREAS**, due to the current interest rate environment, the Issuer has the opportunity to issue its general obligation refunding bonds in order to achieve an interest cost savings on all or a portion of the debt represented by such general obligation bonds described as follows (collectively the “Refunded Bonds”):

<u>Description</u>	<u>Series</u>	<u>Dated Date</u>	<u>Years</u>	<u>Amount</u>
General Obligation Improvement Bonds	B, 1999	April 6, 1999	2022 to 2039	\$68,700
General Obligation Improvement Bonds	C, 1999	April 6, 1999	2022 to 2039	\$26,000
General Obligation Improvement Bonds	2009-A	July 15, 2009	2021 to 2029	\$740,000

; and

**WHEREAS**, the Issuer has selected the firm of Stifel, Nicolaus & Company, Inc., Kansas City, Missouri (the “Municipal Advisor”), as municipal advisor for one or more series of general obligation bonds of the Issuer to be issued in order to provide funds to permanently finance the Improvements and to refund the Refunded Bonds; and

**WHEREAS**, the Issuer desires to authorize the Municipal Advisor to proceed with the offering for sale of said general obligation bonds 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 general obligation bonds; and

**WHEREAS**, the Issuer desires to authorize the Municipal Advisor and Gilmore & Bell, P.C., Kansas City, Missouri, the Issuer’s bond counsel (“Bond Counsel”), in conjunction with Issuer staff and officials, to proceed with the preparation and distribution of a preliminary official statement and notice of bond sale and to authorize the distribution thereof and all other preliminary action necessary to sell said general obligation bonds.

**BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF ST. GEORGE, KANSAS, AS FOLLOWS:**

**Section 1.** The Municipal Advisor, in conjunction with the Mayor, is hereby authorized to proceed with the offering for sale of the Issuer's General Obligation Refunding Bonds, Series 2021-A (the "Bonds"). The Bonds shall be sold, subject to the approving opinion of Bond Counsel, on a negotiated basis to a purchaser or purchasers (collectively the "Purchaser") to be designated by the Mayor, in consultation with the Clerk and Municipal Advisor, after evaluating proposals submitted by prospective purchasers based on a request for proposals prepared by the Municipal Advisor. The timing of offering for sale, the pricing, the determination of the structuring and repayment terms of the Bonds and the selection of various other professionals necessary to complete the issuance of the Bonds, shall be determined by the Mayor, in consultation with the Clerk, the Municipal Advisor and Bond Counsel.

The confirmation of the sale of the Bonds shall be subject to the execution of a bond purchase agreement between the Purchaser and the Issuer (the "Bond Purchase Agreement") in a form approved by Bond Counsel, the adoption of a resolution by the Governing Body authorizing the issuance of the Bonds and the execution of various documents necessary to deliver the Bonds. The Mayor is hereby authorized to execute the Bond Purchase Agreement subject to the following parameters: (a) the principal amount of the Bonds shall not exceed \$1,350,000; and (b) the true interest cost of the Bonds shall not exceed 3.0%; and (c) the present value savings associated with refunding the Refunded Bonds shall be not less than 5.0% of the outstanding principal of the Refunded Bonds.

**Section 2.** The Purchaser, in conjunction with the Mayor, Clerk, the Municipal Advisor and Bond Counsel, is hereby authorized to cause to be prepared a Preliminary Official Statement relating to the Bonds (the "Preliminary Official Statement"). The Issuer hereby consents to the use and public distribution by the Purchaser of the Preliminary Official Statement in connection with the offering for sale of the Bonds.

**Section 3.** For the purpose of enabling the purchaser of the Bonds (the "Purchaser") to comply with the requirements of Rule 15c2-12 of the Securities and Exchange Commission (the "Rule"), the Mayor, City Administrator and Clerk are hereby authorized: (a) to approve the form of the 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 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 Bond Purchase Agreement 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 the Rule and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

**Section 5.** The Mayor, Clerk and the other officers and representatives of the Issuer, the Municipal Advisor and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to: (a) carry out the sale of the Bonds and (b) provide for notice of redemption of the Refunded Bonds.

The transactions described in this Resolution may be conducted, and documents related to the Bonds may be sent, received, executed, and stored, by electronic means or transmissions. Copies, telecopies, electronic files and other reproductions of original executed documents (or documents executed by electronic means or transmissions) shall be deemed to be authentic and valid counterparts of such documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

**Section 7.** This Resolution shall be in full force and effect from and after its adoption by the Governing Body.


**ADOPTED** by the Governing Body on August 12, 2021.

(SEAL)

ATTEST:

  
Clerk



  
Mayor

**EXHIBIT A**

**CERTIFICATE DEEMING  
PRELIMINARY OFFICIAL STATEMENT FINAL**

\_\_\_\_\_, 2021

To: \_\_\_\_\_  
\_\_\_\_\_

Re: City of St. George, Kansas, General Obligation Refunding Bonds, Series 2021-A

The undersigned are the duly acting Mayor and Clerk of the City of St. George, Kansas (the "Issuer"), and are authorized to deliver this Certificate to the purchaser (the "Purchaser") of the above-referenced bonds (the "Bonds") on behalf of the Issuer. The Issuer has previously caused to be delivered to the Purchaser copies of the Preliminary Official Statement (the "Preliminary Official Statement") relating to the Bonds.

For the purpose of enabling the Purchaser to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the "Rule"), the Issuer hereby deems the information regarding the Issuer contained in the Preliminary Official Statement to be final as of its date, except for the omission of such information as is permitted by the Rule, such as offering prices, interest rates, selling compensation, aggregate principal amount, principal per maturity, delivery dates, ratings, identity of the underwriters and other terms of the Bonds depending on such matters.

**CITY OF ST. GEORGE, KANSAS**

By: \_\_\_\_\_  
Title: Mayor



By: \_\_\_\_\_  
Title: Clerk

