

**IN THE COUNTY LEGISLATURE OF JACKSON COUNTY, MISSOURI**

**AN ORDINANCE** authorizing and directing the issuance, sale, and delivery of not to exceed \$1,180,000.00 principal amount of tax exempt special obligation bonds (MyARTS Building Project) Series 2010, of Jackson County, Missouri, and authorizing certain other documents and actions in connection therewith.

**ORDINANCE #4273**, November 29, 2010

**INTRODUCED BY** Dennis Waits, County Legislator.

WHEREAS, Jackson County, Missouri (the County) operates pursuant to a County Charter and is a political subdivision of the State of Missouri, duly created, organized, and existing under and by virtue of the Constitution and laws of the State of Missouri; and

WHEREAS, by Resolution 16765, dated November 24, 2008, the County did enter into a Cooperative Agreement for Environmental Remediation with the City of Independence, MO, whereunder the County agreed to provide the City the sum of \$175,000.00 to be used by the City to remediate certain environmental hazards which then existed at the City's property located at 315 N. Main in the City of Independence; and,

WHEREAS, the Agreement granted to the County the option to purchase the property from the City upon the completion of the remediation for the payment of \$1.00 and other valuable consideration, to be used as the future home of the Prosecuting Attorney's MyARTS program and for other County purposes; and,

WHEREAS, by Resolution 17410, dated November 8, 2010, the County did, upon receipt of notice from the City that environmental remediation had been completed, exercise the purchase option and accept the deed to the property from the City; and,

WHEREAS, the County now desires to finance the costs of certain capital improvements to the property and is authorized under the provisions of the Constitution of Missouri and its Charter to issue and sell special obligation bonds for the purpose of providing funds to finance the costs of certain capital improvements and to provide that the principal of and interest on such special obligations bonds shall be payable solely from the revenues derived from annual appropriations by the County Legislature; and

WHEREAS, it is hereby found and determined that it is necessary and advisable and in the best interest of the County and of its inhabitants that special obligation bonds be issued and secured in the form and manner as hereinafter provided to provide funds for such purpose; now therefore,

BE IT ORDAINED by the County Legislature of Jackson County, Missouri, as follows:

**Section 1. Authorization of Bonds.** There shall be issued and hereby are authorized and directed to be issued the Tax Exempt Special Obligation Bonds (MyARTS Building Project) Series 2010 (the "Bonds") of the County in the aggregate principal amount of not to exceed \$1,180,000.00 for the purpose of paying the costs to renovate and improve the My Arts Building of the County located in Independence, Missouri (the

“Project”) and paying the costs related to the issuance of such bonds. Capitalized terms not defined herein shall have the meanings set forth on **Exhibit A** hereto. The Bonds will be subject to the terms and conditions of this Ordinance and the following exhibits:

Exhibit A	Additional Terms of the Bonds
Exhibit B	Form of Bonds
Exhibit C	Description of Project
Exhibit D	Request for Disbursement
Exhibit E	Representation Letter

**Section 2. Description of Bonds.** The Bonds shall consist of fully registered bonds without coupons, numbered from R-1 upward in order of issuance, in denominations of \$5,000.00 or any integral multiple thereof. The Bonds shall be substantially in the form set forth in **Exhibit B** attached hereto, and shall be subject to registration, transfer and exchange as provided in **Section 203** of **Exhibit A**. All of the Bonds shall be dated December 15, 2010, and shall be issued in an aggregate principal amount of not to exceed \$1,180,000.00 to the Bank of Grain Valley (the “Purchaser”). The final terms of the Bonds shall be set forth in a closing certificate approved by the County Executive and the Purchaser upon the execution thereof, and the signatures of the officers of the County Executive executing the closing certificate shall constitute conclusive evidence of their approval and the County’s approval thereof; provided, however, the terms of the Bonds shall (a) provide for the principal amount of the Bonds in an amount not to

exceed \$1,180,000.00, (b) provide a net interest cost of the Bonds to be not greater than 4.50%, (c) provide the final maturity to be not later than the year 2020, and (d) provide for substantially equal annual payments of principal and interest. The Bonds shall bear interest at various interest rates, shall mature in principal installments and shall be subject to redemption and payment prior to their Stated Maturities in whole or in part at any time, and the signatures of the County Executive signing the closing certificate shall constitute conclusive evidence of his approval and the County's approval thereof.

The Bonds shall bear interest (computed on the basis of a 360-day year of twelve 30-day months) from the date thereof or from the most recent Interest Payment Date to which interest has been paid or duly provided for, payable semiannually on June 1 and December 1 in each year, beginning on June 1, 2011. Principal of the Bonds shall be paid on each December 1, beginning December 1, 2011.

The Bonds shall be special obligations of the County payable as to both principal and interest solely from annual appropriations of funds by the County for such purpose to be deposited in the Debt Service Fund. The obligation of the County to make payments into the Debt Service Fund and any other obligations of the County to make payments under the Ordinance do not constitute a general obligation or indebtedness of the County for which the County is obligated to levy or pledge any form of taxation, or for which the County has levied or pledged any form of taxation and shall not be construed to be a debt of the County in contravention of any applicable constitutional, statutory or charter limitation or requirement but in each Fiscal Year shall be payable solely from the amounts pledged

or appropriated therefor (i) out of the income and revenues provided for such year, plus (ii) any unencumbered balances for previous years. Subject to the preceding sentence, the obligations of the County to make payments hereunder and to perform and observe any other covenant and agreement contained herein shall be absolute and unconditional.

**Section 3. Sale of the Bonds.** The sale of the Bonds to the Purchaser at a purchase price of 100% of the principal amount thereof, plus accrued interest to the date of delivery, is hereby ratified and confirmed. Delivery of the Bonds shall be made to the Purchaser as soon as practicable after the adoption of this Ordinance, upon payment therefor in accordance with the terms of sale and this Ordinance.

**Section 4. Further Authority.** The officers of the County, including the County Executive and County Clerk, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Ordinance and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

**Section 5. Parties Interested Herein.** Nothing in this Ordinance expressed or implied is intended or shall be construed to confer upon, or to give or grant to, any person or entity, other than the County, the Paying Agent and the Bondowners, any right, remedy

or claim under or by reason of this Ordinance or any covenant, condition or stipulation hereof, and all covenants, stipulations, promises and agreements in this Ordinance contained by and on behalf of the County shall be for the sole and exclusive benefit of the County, the Paying Agent and the Bondowners.

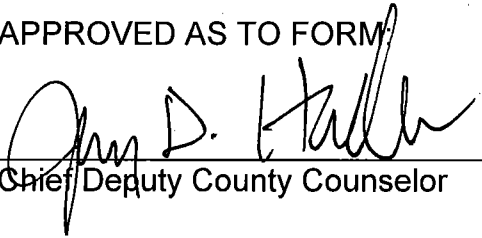
**Section 6. Severability.** If any section or other part of this Ordinance, whether large or small, is for any reason held invalid, the invalidity thereof shall not affect the validity of the other provisions of this Ordinance.

**Section 7. Governing Law.** This Ordinance shall be governed exclusively by and construed in accordance with the applicable laws of the State of Missouri.

**Section 8. Effective Date.** This Ordinance shall take effect and be in full force from and after its adoption and approval by the County Executive in accordance with the Charter of the County.

Effective Date: This Ordinance shall be effective immediately upon its signature by the County Executive.

APPROVED AS TO FORM

  
Chief Deputy County Counselor

  
Acting County Counselor

I hereby certify that the attached Ordinance, Ordinance #4273 introduced on November 29, 2010, was duly passed on December 6, 2010 by the Jackson County Legislature. In the votes thereon were as follows:

Yeas 7

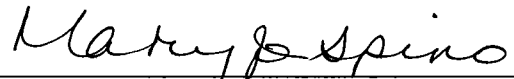
Nays 2

Abstaining 0

Absent 0

This Ordinance is hereby transmitted to the County Executive for his signature.

12.6.10  
Date

  
Mary Jo Spino, Clerk of Legislature

I hereby approve the attached Ordinance #4273.

12-6-2010  
Date

  
Michael D. Sanders, County Executive