

RESOLUTION NO. 14-31

**A RESOLUTION AUTHORIZING SALE OF THE GENERAL OBLIGATION BONDS
APPROVED BY THE VOTERS OF THE CITY ON MAY 20, 2014, AND RELATED MATTERS**

WHEREAS, on May 20, 2014, the voters of City of Oregon City (the "City") approved Measure 3-435 authorizing the issuance of up to \$6,000,000 of general obligation bonds (the "Bonds"); and,

WHEREAS, Measure 3-435 stated that the Bonds would finance capital costs related to renovation and expansion of the Oregon City Library at Carnegie Center as further described in the measure (the "Projects") and costs related to the Bonds, and would mature in 20 years or less; and,

WHEREAS, the City now desires to sell those bonds;

NOW, THEREFORE, OREGON CITY RESOLVES AS FOLLOWS:

Section 1. Authorization. The City hereby authorizes the sale and issuance of the Bonds in accordance with Measure 3-435 and this resolution.

Section 2. Security for Bonds. The Bonds shall be general obligations of the City. Pursuant to ORS 287A.315 the City hereby pledges its full faith and credit and taxing power to pay the Bonds. The City covenants for the benefit of the owners of the Bonds that the City will, as necessary, levy annually, as provided by law, in addition to its other ad valorem property taxes and outside the limitations of Sections 11 and 11b of Article XI of the Oregon Constitution, a direct ad valorem tax upon all of the taxable property within the City in sufficient amount, after considering discounts taken and delinquencies that may occur in the payment of such taxes, to pay the Bonds promptly as they mature.

The City intends to pay the debt service on the Bonds from revenues already available to the City and does not intend to levy property taxes to pay the Bonds.

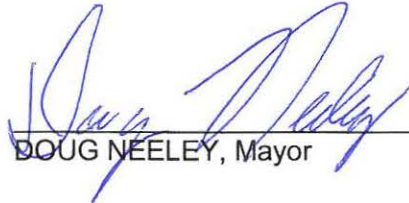
Section 3. Delegation. The City Manager, the City Recorder, or the Finance Director (each of whom is referred to in this resolution as a "City Official") are each hereby authorized, on behalf of the City and without further action by the City Commission, to:

- (1) Sell and issue all or any portion of the Bonds in one or more series which may be sold at different times.
- (2) Participate in the preparation of, authorize the distribution of, and deem final the preliminary and final official statements and any other disclosure documents for each series of the Bonds.
- (3) Establish the final principal amounts, maturity schedules, interest rates, sale prices, redemption terms, payment terms and dates, record dates and other terms for each series of the Bonds.

- (4) Solicit competitive bids for the purchase of each series of the Bonds and award the sale to the bidders offering the most favorable terms to the City, select one or more underwriters to purchase each series of the Bonds and negotiate the terms of the sales of those Bonds with those underwriters, or place any series of Bonds directly with a commercial bank or other lender.
- (5) Undertake to provide continuing disclosure for each series of the Bonds in accordance with Rule 15c2-12 of the United States Securities and Exchange Commission.
- (6) Apply for ratings for each series of the Bonds, determine whether to purchase municipal bond insurance or other forms of credit enhancements for each series of the Bonds, and enter into related agreements.
- (7) Prepare, execute and deliver one or more bond declarations, bond purchase agreements, or other evidence of indebtedness for each series of the Bonds. These documents shall specify the terms under which each series of the Bonds are issued, the administrative provisions that apply to each series of the Bonds and the form of each series of the Bonds. These documents may also contain covenants for the benefit of the owners of each series of the Bonds and any credit providers of the Bonds.
- (8) Appoint service providers and any other professionals whose services are desirable for each series of the Bonds and enter into agreements with those service providers and professionals.
- (9) Determine whether each series of Bonds will bear interest that is excludable from gross income under the Internal Revenue Code of 1986, as amended, or is includable in gross income under that code. If a series bears interest that is excludable from gross income under that code, the City Official may enter into covenants to maintain the excludability of interest on that series of the Bonds from gross income. If the federal government approves subsidy payments for municipal bonds and those subsidies are estimated to reduce the net debt service payments for the Bonds, the City Official may structure any series of Bonds so that series is eligible for those federal subsidies, and may enter into related covenants.
- (10) Designate any Bonds as a qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Code, if applicable.
- (11) Issue the Bonds in accordance with this resolution, execute any documents and take any other action in connection with the Bonds that the City Official finds will be advantageous to the City.

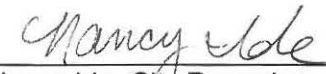
Section 4. Effective Date. This resolution shall take effect immediately upon its adoption by the City Commission.

Approved and adopted at a regular meeting of the City Commission held on the 19th day of November, 2014.



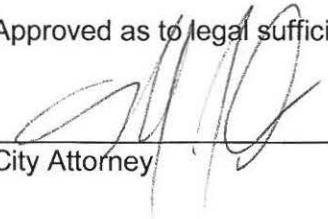
DOUG NEELEY, Mayor

Attested to this 19th day of November 2014:



Nancy Ide, City Recorder

Approved as to legal sufficiency:



City Attorney