ORDINANCE NO. 18531

AN ORDINANCE INTRODUCED BY CITY MANAGER NEIL DOBLER
AUTHORIZING THE ISSUANCE OF $14,875,000 AGGREGATE
PRINCIPAL AMOUNT OF COMBINED UTILITY IMPROVEMENT
REVENUE BONDS, SERIES 2005-A, OF THE CITY OF TOPEKA,
KANSAS, UNDER THE AUTHORITY OF K.S.A. 10-1201 ET SEQ., AND
ALL AMENDMENTS THERETO.

WHEREAS, pursuant to K.S.A. 10-1201 et seq., as amended (the "Act"), the governing
body of the City of Topeka, Shawnee County, Kansas, (the "City") by its Ordinances Nos.
18441, 18491, 18509, 18518, 18519 and 18520 adopted by two-thirds vote of the members
thereof, and published as required by law, expressed its intent to improve the City's stormwater,
wastewater and water supply systems (collectively, the "System") by making certain stormwater
collection, sanitary sewer and water distribution improvements together with all things necessary
and incidental thereto (the "Improvements") and authorizing that notice of the City's intention to
make the Improvements and finance the costs thereof be given in accordance with the
requirements of the Act; and

WHEREAS, pursuant to the Act, the City did cause to be published in its official
newspaper, a paper of general circulation in the City, its Notice(s) of Intention to complete the
Improvements and finance the cost thereof by issuing revenue bonds of the City, in the
maximum principal amount of $15,019,738, to pay all or part of the cost of the Improvements
incurred or to be incurred by the City in connection with the Improvements; and

WHEREAS, a sufficient protest against the making of the Improvements and the
issuance of revenue bonds of the City in the maximum principal amount of $15,019,738 to pay
the cost thereof was not received by the City Clerk within fifteen (15) days of the date of the
publication of the City's Notice of Intention; and

WHEREAS, it is necessary at this time that the City proceed forthwith to sell and deliver
its Combined Utility Improvement Revenue Bonds, Series 2005-A, in the principal sum of
$14,875,000 (the "Series 2005-A Bonds"), together with premium thereon, for the purpose of
providing funds to (1) pay the costs of the Improvements (i.e., $15,019,500), (2) fund a debt
service reserve fund for the Bonds and (3) pay the costs of issuing the Bonds; and

WHEREAS, the City on June 30, 1998, issued its Water and Water Pollution Control
Utility Revenue Bonds, Series 1998B in the amount of $31,440,000 (the "Series 1998B Bonds"); and
WHEREAS, the City on January 8, 2002, issued its Water and Water Pollution Control
Utility Revenue Bonds, Series 2001-A in the amount of $25,365,000 (the “Series 2001-A
Bonds”); and

WHEREAS, on March 25, 2003, the City combined its stormwater utility with the water
and water pollution control utility creating a water, water pollution control and stormwater utility
system (the “Combined Utility”); and

WHEREAS, the City on February 19, 2004, issued its Combined Utility Improvement
and Refunding Revenue Bonds, Series 2004-A in the amount of $46,180,000 (the “Series 2004-
A Bonds”); and

WHEREAS, the Series 2005-A Bonds are parity obligations of the City’s System and, as
such shall have equal lien status with the Series 1998-B Bonds, Series 2001-A Bonds and Series
2004-A Bonds; and

WHEREAS, the City has authorized certain loans in the maximum authorized amount of
$123,363,063 from the Kansas Department of Health and Environment revolving fund loan
program (the “Permitted Loans”) and pledged the revenues from the System to the payment of
such Permitted Loans and any additional loans which would constitute Permitted Loans under
the Resolution hereinafter provided for; and

WHEREAS, the lien of the Permitted Loans upon the revenues of the System is superior
to the lien of the City’s outstanding Series 1998B Bonds, Series 2001-A Bonds, and Series 2004-
A Bonds and the Series 2005-A hereby authorized and directed to be issued.

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF
TOPEKA, SHAWNEE COUNTY, KANSAS:

Section 1. That for the purposes of providing funds to (1) pay the costs of making the
Improvements (2) fund a debt service reserve fund for the Bonds and (3) pay the costs of issuing
the Bonds as aforesaid, there is hereby authorized and directed to be issued Combined Utility
Improvement Revenue Bonds of the City in the aggregate principal amount of Fourteen Million
Eight Hundred Seventy-five Thousand Dollars ($14,875,000) (the "Bonds") as provided by the
Act. The Bonds shall be dated and bear interest, shall mature and be payable at such times, shall
be in such form, shall be subject to redemption and payment prior to the maturity thereof and
shall be issued in the manner prescribed and subject to the provisions, covenants and agreements
set forth in a resolution of the Governing Body of the City adopted the same date as the date of
the passage and approval of this Ordinance (the "Resolution").

Section 2. That the Mayor and City Clerk are hereby authorized to prepare and execute
the Bonds and when so executed, the Bonds shall be registered as required by law and the
Governing Body shall annually make provisions for the payment of the principal of, redemption
premium, if any, and interest on the Bonds as the same shall become due from the revenues
derived by the City from the rates, fees or charges collected by the City from the operation of the
System, including all improvements, extensions and enlargements thereto hereafter constructed
or acquired by the City and not from any other fund or source. The Bonds shall constitute a lien upon the revenues produced from the System of the City.

Section 3. That the City shall, and the officers, agents and employees of the City are hereby authorized and directed to, take such action and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the provisions of this Ordinance and to carry out, comply with and perform the duties of the City with respect to the Bonds and the Resolution all as necessary to carry out and give effect to the transaction contemplated hereby and thereby.

Section 4. That if any portion or provision of this Ordinance or the Bonds shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such portion or provisions shall not effect any of the remaining provisions of this Ordinance or the Bonds, but this Ordinance and said Bonds shall be construed and enforced as if such illegal or invalid provision had not been contained herein.

Section 5. That the Bonds shall be issued and sold to the purchaser thereof in accordance with both its bid for the purchase thereof and the terms and conditions of this Ordinance.

Section 6. That this Ordinance shall take effect and be in force from and after its passage and publication in the official City newspaper.

Passed by the Governing Body and approved by the Council of the City of Topeka, Kansas, this 8th day of November, 2005.

CITY OF TOPEKA, KANSAS

ATTEST:

William W. Bunten, Mayor

Iris E. Walker, City Clerk

Iris E. Walker, City Clerk, City Clerk of the City of Topeka, Shawnee County, Kansas, do hereby certify that the above and foregoing is a true and correct copy of Ordinance No. 18531 adopted and approved by the City Council on November 8, 2005.