

★ Roll Call Number  
14.0328

Agenda Item Number  
51B

Date February 24, 2014

RESOLUTION DIRECTING THE ADVERTISEMENT  
FOR SALE OF NOT TO EXCEED \$18,000,000 SEWER  
REVENUE CAPITAL LOAN NOTES, SERIES 2014B,  
AND APPROVING ELECTRONIC BIDDING  
PROCEDURES AND FORM OF OFFICIAL STATEMENT

WHEREAS, it is deemed necessary and advisable that the City of Des Moines, Iowa should issue its Sewer Revenue Capital Loan Notes to the amount of not to exceed \$18,000,000, as authorized by Sections 384.24A and 384.82 of the City Code of Iowa, for the purpose of providing funds to pay costs of refunding and refinancing of the Series 2004G and 2004H Sewer Revenue Bonds, each dated as of November 17, 2004, and the construction of sanitary trunk and lateral sewer lining improvements, Lower Oak Park and Highland Park Sewer Separation improvements, and the Hamilton and Birdland Pump Station improvements, and

WHEREAS, pursuant to notice published as required by Sections 384.24A and 384.83 of the City Code of Iowa, a public meeting and hearing was held on February 24, 2014, upon the proposal to institute proceedings for the issuance of the above described Notes, and all objections, if any, to such action made by any resident or property owner of the City were received and considered; and, it is the decision of this governing body that additional action be taken for the issuance of the Notes, and that such action is considered to be in the best interests of the City and the residents thereof; and

WHEREAS, a preliminary form of Official Statement has been prepared for the purpose of offering the Notes for sale to the public; and

WHEREAS, it is appropriate that the form of the preliminary Official Statement be approved and deemed final and, upon completion of the same, that the preliminary Official Statement be used in connection with the offering of the Notes for sale to the public; and

WHEREAS, the Council has received information from its Financial Advisor evaluating and recommending the electronic bidding procedure hereinafter described, which is designed to maintain the integrity and security of the competitive bidding process and to facilitate the delivery of bids by interested parties; and

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WHEREAS, the Council deems it in the best interests of the City and the residents thereof to receive bids to purchase such Notes by means of both sealed and electronic internet communication.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DES MOINES, IOWA:

Section 1. That the receipt of electronic bids through the Parity Competitive Bidding System described in the Notice of Sale and Preliminary Official Statement are hereby found and determined to provide reasonable security and to maintain the integrity of the competitive bidding process, and to facilitate the delivery of bids by interested parties in connection with the offering at public sale.

Section 2. That the Preliminary Official Statement in the form presented to this meeting be and the same hereby is approved as to form and deemed final for purposes of Rule 15c2-12 of the Securities and Exchange Commission, subject to such revisions, corrections or modifications as the Finance Director/Treasurer, upon the advice of bond counsel and the City's financial consultant, shall determine to be appropriate, and is authorized to be distributed in connection with the offering of the Notes for sale.

Section 3. That the Clerk is hereby directed to publish notice of sale of said Notes at least once, the last one of which shall be not less than four clear days nor more than twenty days before the date of the sale. Publication shall be made in the Des Moines Register, a legal newspaper, printed wholly in the English language, published within the county in which the Notes are to be offered for sale or an adjacent county. Said notice is given pursuant to Chapter 75 of the Code of Iowa, and shall state that this Council, on the 12th day of March, 2014, will hold a meeting to act upon bids for said Notes, said notice shall be in substantially the following form:

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## NOTICE OF NOTE SALE

Time and Place of Sealed Bids: Bids for the sale of Sewer Revenue Capital Loan Notes, Series 2014B, of the City of Des Moines, Iowa will be received at the office of the Finance Director/Treasurer, City Hall, 400 Robert D. Ray Drive, Des Moines, Iowa (the "Issuer") at 10:00 o'clock A.M., on the 12th day of March, 2014. The bids will then be publicly opened and referred for action to the meeting of the City Council as stated below.

Manner of Bidding: Open bids will not be received. Bids will be received in any of the following methods:

- Sealed Bidding: Sealed bids may be submitted and will be received at the office of the Finance Director/Treasurer, City Hall, 400 Robert D. Ray Drive, Des Moines, Iowa.
- Electronic Internet Bidding: Electronic internet bids will be received at the office of the Finance Director/Treasurer, Des Moines, Iowa. The bids must be submitted through the PARITY® competitive bidding system.

Consideration of Bids: After the time for receipt of bids has passed, the close of sealed bids will be announced. Sealed bids will then be publicly opened and announced. Finally, electronic internet bids will be accessed and announced.

Sale and Award: The sale and award of the Notes will be held at the Council Chambers, City Hall, 400 Robert D. Ray Drive, Des Moines, Iowa at a meeting of the City Council on the above date at 4:30 o'clock P.M.

The Notes: The Notes to be offered are the following:

SEWER REVENUE CAPITAL LOAN NOTES, SERIES  
2014B, in the amount of \$16,240,000, to be dated the date of  
delivery (the "Notes").

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Principal Adjustment: The aggregate principal amount of the Notes, and each scheduled maturity thereof, are subject to increase or reduction by the City or its designee after the determination of the successful bidder. The City may increase or decrease each maturity in increments of \$5,000 but the total amount to be issued will not exceed \$18,000,000. Interest rates specified by the successful bidder for each maturity will not change. Final adjustments shall be in the sole discretion of the City.

The dollar amount of the purchase price proposed by the successful bidder will be changed if the aggregate principal amount of the Notes is adjusted as described above. Any change in the principal amount of any maturity of the Notes will be made while maintaining, as closely as possible, the successful bidder's net compensation, calculated as a percentage of Note principal. The successful bidder may not withdraw or modify its bid as a result of any post-bid adjustment. Any adjustment shall be conclusive, and shall be binding upon the successful bidder.

Official Statement: The Issuer has issued an Official Statement of information pertaining to the Notes to be offered, including a statement of the Terms of Offering and an Official Bid Form, which is incorporated by reference as a part of this notice. The Official Statement may be obtained by request addressed to the Finance Director/Treasurer, City Hall, 400 Robert D. Ray Drive, Des Moines, Iowa 50309 (telephone: 515/283-4523) or the financial consultant, Public Financial Management, Inc., 801 Grand Avenue, Suite 3300, Des Moines, Iowa, 50309, Telephone: 515-243-2600.

Terms of Offering: All bids shall be in conformity with and the sale shall be in accord with the Terms of Offering as set forth in the Official Statement.

Legal Opinion: The Notes will be sold subject to the opinion of Ahlers & Cooney, P.C., Attorneys of Des Moines, Iowa, as to the legality and their opinion will be furnished together with the printed Notes without cost to the purchaser and all bids will be so conditioned. Except to the extent necessary to issue their opinion as to the legality of the Notes, the attorneys will not examine or review or express any opinion with respect to the accuracy or completeness of documents, materials or statements made or furnished in connection with the sale, issuance or marketing of the bonds.

Rights Reserved: The right is reserved to reject any or all bids, and to waive any irregularities as deemed to be in the best interests of the public.

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By order of the City Council of the City of Des Moines, Iowa.

\_\_\_\_\_  
City Clerk, City of Des Moines, Iowa

Published in The Des Moines Register on \_\_\_\_\_, 2013.

(End of Notice)

(Council Communication No. 14-084)

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Moved by:

Hensley

to adopt.

FORM APPROVED:

Deputy City Attorney

00997294-1\10387-250

CERTIFICATE

I, DIANE RAUH, City Clerk of said City hereby certify that at a meeting of the City Council of said City of Des Moines, held on the above date, among other proceedings the above was adopted.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal the day and year first above written.

6 Diane Rauh

City Clerk

COUNCIL ACTION	YEAS	NAYS	PASS	ABSENT
COWNIE	✓			
COLEMAN	✓			
GRAY	✓			
HENSLEY	✓			
MAHAFFEY	✓			
VOSS	✓			
MOORE	✓			
TOTAL	7			
MOTION CARRIED			APPROVED	

J. M. Franklin Council