

RESOLUTION NO. 030254
PASSED AUGUST 11, 2003

A RESOLUTION RATIFYING AND APPROVING THE TERMS OF THE CITY OF GAINESVILLE, FLORIDA'S \$115,925,000 UTILITIES SYSTEM REVENUE BONDS, 2003 SERIES C; MAKING CERTAIN AMENDMENTS TO THE RESOLUTIONS OF THE CITY AUTHORIZING THE ISSUANCE OF SAID BONDS; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF GAINESVILLE, FLORIDA:

SECTION 1. Authority for this Resolution. This resolution is adopted pursuant to the provisions of the Charter of the City of Gainesville, Florida (the "City"), Chapter 90-394, Laws of Florida, 1990, as amended, Chapter 166, Part II, Florida Statutes, as amended, and other applicable provisions of law.

SECTION 2. Findings. It is hereby ascertained, determined and declared that:

A. Pursuant to Resolution No. 030150, duly adopted by the City Commission of the City (the "Commission") on July 14, 2003 (the "Authorizing Resolution"), the City authorized the issuance of its Utilities System Revenue Bonds, 2003 Series C (the "2003 Series C Bonds") in an aggregate principal amount not to exceed \$125,000,000, for the purpose of refunding certain of the City's Outstanding Bonds (such terms, and all other capitalized terms used herein without definition, having the respective meanings ascribed thereto in the Utilities System Revenue Bond Resolution adopted by the City on June 6, 1983, as heretofore amended and supplemented (the "Bond Resolution")), subject to the terms and conditions therein set forth.

B. Pursuant to (1) the Authorizing Resolution and (2) the Thirteenth Supplemental Utilities System Revenue Bond Resolution duly adopted by the City on July 14, 2003 (the "Thirteenth Supplemental Resolution"), which Thirteenth Supplemental Resolution (x)

was attached to the Authorizing Resolution as Exhibit B thereto and incorporated by reference therein and (y) authorized the issuance of the 2003 Series C Bonds, the City delegated to the General Manager for Utilities of the City, or his designee, the authority to make certain determinations with respect to the 2003 Series C Bonds, subject to the limitations therein set forth. Among other things, the Authorizing Resolution and the Thirteenth Supplemental Resolution provided that (i) the true interest cost for the 2003 Series C Bonds could not exceed 3.50%, (ii) the net present value savings to be realized by the City as a result of the issuance of the 2003 Series C Bonds and the refunding of the Bonds refunded thereby could not be less than 6% of the principal amount of the 2003 Series C Bonds and (iii) the maximum rate of interest to be borne by the 2003 Series C Bonds maturing on any date could not exceed 3.50% per annum.

C. Based upon the delegation of authority set forth in the Authorizing Resolution and the Thirteenth Supplemental Resolution, on July 18, 2003, the General Manager for Utilities of the City agreed to the terms of the pricing of the 2003 Series C Bonds and executed and delivered to the Underwriters the Contract of Purchase (as such terms are defined in the Authorizing Resolution).

D. The terms of the pricing of the 2003 Series C Bonds, as agreed to by the General Manager for Utilities of the City, were consistent in all respects with the limitations contained in the Authorizing Resolution and the Thirteenth Supplemental Resolution, except that the interest rates to be borne by the 2003 Series C Bonds maturing on several dates exceeded 3.50%.

E. The Commission hereby ratifies, confirms and approves the terms of the 2003 Series C Bonds heretofore approved by the General Manager for Utilities of the City, as evidenced by his execution of the Contract of Purchase, including (without limitation) the rates of interest to be borne by the 2003 Series C Bonds.

F. The Commission hereby finds and determines that it is necessary and desirable that the maximum rate of interest to be borne by the 2003 Series C Bonds maturing on any date set forth in Section 5 of the Authorizing Resolution and in clause (b) of the second paragraph of Section 2.03 of the Thirteenth Supplemental Resolution be amended from 3.50% to 5.00%.

SECTION 3. Ratification and Approval of the Terms of the 2003 Series C Bonds. The terms of the 2003 Series C Bonds heretofore approved by the General Manager for Utilities of the City, as evidenced by his execution of the Contract of Purchase, including (without limitation) the rates of interest to be borne by the 2003 Series C Bonds, are hereby ratified, confirmed and approved.

SECTION 4. Amendment of Authorizing Resolution. The percentage set forth in clause (b) of the proviso to the penultimate sentence of Section 5 of the Authorizing Resolution is hereby amended from “3.50%” to “5.00%.”

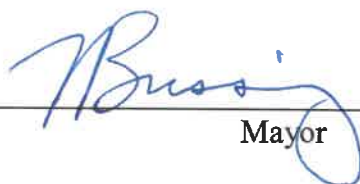
SECTION 5. Amendment of Thirteenth Supplemental Resolution. The percentage set forth in subclause (ii) of the proviso to clause (b) of the second paragraph of Section 2.03 of the Thirteenth Supplemental Resolution is hereby amended from “3.50%” to “5.00%.” For all purposes of the Bond Resolution, this Section 5 shall be and be deemed to be a “Supplemental Resolution” adopted in accordance with the provisions of clause (4) of Section 1001 of the Bond Resolution. Without limiting the generality of the foregoing, the amendment to the Thirteenth Supplemental Resolution contained in this Section 5 shall become effective only upon the satisfaction of the terms and conditions of the Bond Resolution applicable thereto, including, without limitation, Section 1004 thereof.

SECTION 6. Severability. If any one or more of the covenants, agreements or provisions of this resolution should be determined by a court of competent jurisdiction to be

contrary to law, such provisions shall be deemed to be severable from the remaining provisions hereof and shall in no way affect the validity or enforceability of such remaining provisions.

SECTION 7. Effective Date. This resolution shall take effect immediately upon its adoption; *provided, however,* that the amendment of the Thirteenth Supplemental Resolution contained in Section 5 hereof shall become effective only upon the satisfaction of the conditions set forth therein.

Dated this 11th day of August A.D., 2003.



Mayor

ATTEST:



Clerk of the Commission

Approved as to Form and Legality

By 

City Attorney