RESOLUTION NO. 07-28-22B

RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION BONDS, SERIES 2022A, OF THE CITY OF EDGERTON, KANSAS.

WHEREAS, the City of Edgerton, Kansas (the "Issuer"), pursuant to Charter Ordinance No. 22 of the Issuer, has previously authorized certain improvements described as follows (the "Improvements"):

Project Description	Authority (K.S.A.)	Amount
Acquisition of a portion of Big Bull Creek Wastewater Treatment Facility	Charter Ord. No. 22; Art. 12, Sec. 5 of the Constitution of the State of Kansas	$4,500,000

WHEREAS, the Issuer proposes to issue its general obligation bonds to permanently finance a portion of the costs of the Improvements; and

WHEREAS, the Issuer has selected the firm of Columbia Capital Management, LLC, ("Municipal Advisor"), as Municipal Advisor and Gilmore & Bell, P.C. ("Bond Counsel") as Bond Counsel for a series of general obligation bonds of the Issuer to be issued in order to provide funds to permanently finance a portion of the Improvements; and

WHEREAS, the Issuer desires to authorize the Municipal Advisor to proceed with the offering for sale of said general obligation bonds and related activities; and

WHEREAS, one of the duties and responsibilities of the Issuer is to prepare and distribute a preliminary official statement relating to said general obligation bonds; and

WHEREAS, the Issuer desires to authorize the Municipal Advisor and Bond Counsel, in conjunction with Issuer staff, to proceed with the preparation and distribution of a preliminary official statement and notice of bond sale and to authorize the distribution thereof and all other preliminary action necessary to sell said general obligation bonds.

BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF EDGERTON, KANSAS, AS FOLLOWS:

Section 1. The Issuer is hereby authorized to offer for sale the Issuer's General Obligation Bonds, Series 2022A (the "Bonds") as described by the presentation of the Municipal Advisor on this date. The Mayor, City Administrator, Finance Director and City Clerk, in conjunction with the Municipal Advisor and Bond Counsel, are hereby authorized and directed to cause to be prepared a Notice of Bond Sale describing the terms of the Bonds, and to use such document in connection with the sale of the Bonds. All proposals for the purchase of the Bonds shall be delivered to the governing body at its meeting to be held on the sale date referenced in the Notice of Bond Sale, at which meeting the governing body shall review such bids and award the sale of the Bonds or reject all proposals.

Section 2. The Mayor, City Administrator, Finance Director and City Clerk, in conjunction with the Municipal Advisor and Bond Counsel, are hereby authorized and directed to cause to be prepared a Preliminary Official Statement related to the Bonds (the "Preliminary Official Statement") and to use such document in connection with the sale of the Bonds.

Section 3. The City Clerk, in conjunction with the Municipal Advisor and Bond Counsel, is hereby authorized and directed to give notice of said bond sale by publishing a summary of the Notice of Bond Sale not less than 6 days before the date of the bond sale in a newspaper of general circulation in Johnson County, Kansas, and the ***Kansas Register*** and by distributing copies of the Notice of Bond Sale and Preliminary Official Statement to prospective purchasers of the Bonds. Proposals for the purchase of the Bonds shall be submitted upon the terms and conditions set forth in the Notice of Bond Sale and awarded or rejected in the manner set forth in the Notice of Bond Sale.

Section 4. For the purpose of enabling the purchaser of the Bonds (the "Purchaser") to comply with the requirements of Rule 15c2-12 of the Securities and Exchange Commission (the "Rule"), the Mayor and Finance Director or other appropriate officers of the Issuer are hereby authorized: (a) to approve the form of said Preliminary Official Statement and to execute the "Certificate Deeming Preliminary Official Statement Final" in substantially the form attached hereto as ***Exhibit A*** as approval of the Preliminary Official Statement, such official's signature thereon being conclusive evidence of such official's and the Issuer's approval thereof; (b) covenant to provide continuous secondary market disclosure by annually transmitting certain financial information and operating data and other information necessary to comply with the Rule to the Municipal Securities Rulemaking Board; and (c) take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the Purchaser to comply with the requirement of the Rule.

Section 5. The Issuer agrees to provide to the Purchaser within seven business days of the date of the sale of the Bonds or within sufficient time to accompany any confirmation that requests payment from any customer of the Purchaser, whichever is earlier, sufficient copies of the final Official Statement to enable the Purchaser to comply with the requirements of the Rule and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

Section 6. The Mayor, Finance Director and the other officers and representatives of the Issuer, the Municipal Advisor and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to carry out the sale of the Bonds.

Section 7. The transactions described in this Resolution may be conducted, and documents related to the Bonds may be sent, received, executed, and stored, by electronic means or transmissions. Copies, telecopies, electronic files and other reproductions of original executed documents (or documents executed by electronic means or transmissions) shall be deemed to be authentic and valid counterparts of such documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

Section 8. This Resolution shall be in full force and effect from and after its adoption.

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ADOPTED AND APPROVED by the governing body of the City of Edgerton, Kansas, on July 28, 2022.

(Seal)

Donald Roberts, Mayor

ATTEST:

Christopher Clinton, Deputy City Clerk

APPROVED AS TO FORM:

Gilmore & Bell, P.C., Bond Counsel

EXHIBIT A

CERTIFICATE DEEMING
PRELIMINARY OFFICIAL STATEMENT FINAL

_____ __, 2022

To: _____
_____

Re: City of Edgerton, Kansas, General Obligation Bonds, Series 2022A

The undersigned is the duly acting Finance Director of the City of Edgerton, Kansas (the "Issuer"), and is authorized to deliver this Certificate to the purchaser (the "Purchaser") of the above-referenced bonds (the "Bonds") on behalf of the Issuer. The Issuer has previously caused to be delivered to the Purchaser copies of the Preliminary Official Statement (the "Preliminary Official Statement") relating to the Bonds.

For the purpose of enabling the Purchaser to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the "Rule"), the Issuer hereby deems the information regarding the Issuer contained in the Preliminary Official Statement to be final as of its date, except for the omission of such information as is permitted by the Rule, such as offering prices, interest rates, selling compensation, aggregate principal amount, principal per maturity, delivery dates, ratings, identity of the underwriters and other terms of the Bonds depending on such matters.

CITY OF EDGERTON, KANSAS

By: _____
Title: Finance Director