



1 WHEREAS, the City now desires to extend, improve, purchase, acquire, construct, and enlarge  
2 the City’s Waterworks System (as further defined herein, the “Series 2013 Project”) and to participate in  
3 the Direct Loan Program to implement the Series 2013 Project;

4 WHEREAS, the City has determined that it is in the best interest of the City to authorize and  
5 direct the issuance of the Series 2013 Bonds to reimburse and fund the costs of the Series 2013 Project  
6 and the costs of issuance of the Series 2013 Bonds, and to enter into a negotiated sale of the Series 2013  
7 Bonds to the MDNR in connection with the Direct Loan Program;

8 WHEREAS, the Board of Aldermen of the City desires to issue the Series 2013 Bonds on a parity  
9 with the Series 2011 Bonds pursuant to the terms of the Indenture (as hereinafter defined), and to pledge  
10 as security for the Series 2013 Bonds the Net Revenues (as defined in the Indenture) of the Waterworks  
11 System (as hereinafter defined); and

12 WHEREAS, it is necessary and desirable in connection with the issuance of the Series 2013  
13 Bonds for the City to execute and deliver certain documents and take certain other actions as herein  
14 provided.

15 NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:

16 **Section 1. Definitions.** Capitalized terms used herein and not otherwise defined in this  
17 Ordinance or the preambles hereto shall have the meanings ascribed to such terms in the Indenture. As  
18 used in this Ordinance, the following words shall be defined as follows:

19 “Bonds” means the Series 2011 Bonds and the Series 2013 Bonds, and any other bonds issued  
20 pursuant to and under the Indenture.

21 “Bond Counsel” means Armstrong Teasdale LLP, Bond Counsel to the City with respect to the  
22 Series 2013 Bonds.

23 “City Documents” means any or all of the Fourth Supplemental Indenture, the Purchase  
24 Agreement, the Escrow Agreement, certain other documents relating to Direct Loan Program, and such

1 other documents, certificates, and instruments as may be necessary or desirable to facilitate the issuance  
2 of the Series 2013 Bonds and to carry out and comply with the intent of this Ordinance.

3 “Direct Loan Program” means the State of Missouri Direct Loan Program of the MDNR in  
4 cooperation with the Safe Drinking Water Commission of the State of Missouri.

5 “Escrow Agreement” means the Escrow Trust Agreement entered into by the City and UMB  
6 Bank, N.A., as escrow agent and paying agent under the Direct Loan Program.

7 “Financial Advisor” means Public Financial Management, Inc., the financial advisor to the City  
8 with respect to the Series 2013 Bonds.

9 “Fourth Supplemental Indenture” means the Fourth Supplemental Indenture of Trust executed by  
10 the City and the Trustee, pursuant to which the City shall issue the Series 2013 Bonds.

11 “Indenture” means the Original Indenture, as amended and supplemented in accordance with the  
12 terms thereof.

13 “MDNR” means the Missouri Department of Natural Resources.

14 “Original Indenture” means the Indenture of Trust by and between the City and the Trustee,  
15 dated as of April 1, 1994.

16 “Purchase Agreement” means the Purchase Agreement entered into by the City and MDNR,  
17 pursuant to which MDNR shall purchase the Series 2013 Bonds.

18 “Series 2011 Bonds” means the City’s Water Revenue Refunding Bonds, Series 2011 issued in  
19 the aggregate principal amount of \$11,480,000.

20 “Series 2013 Bonds” means the Water Revenue Bonds (State of Missouri – Direct Loan  
21 Program), Series 2013 authorized to be issued by the City in an aggregate principal amount not to exceed  
22 \$10,000,000.

23 “Series 2013 Project” means the extension, improvement, purchase, acquisition, construction,  
24 and enlargement of the City’s Waterworks System as further described in the Purchase Agreement.

1           “Trustee” means The Bank of New York Mellon Trust Company, N.A., St. Louis, Missouri, as  
2 trustee, or any successor thereto under the Indenture.

3           “Waterworks System” means the waterworks system owned and operated by the City, including  
4 all land now owned or hereafter acquired by the City (by lease or otherwise) for purposes of such  
5 waterworks system and all improvements and facilities now in existence and located on any such land, as  
6 said system may be hereafter added to, extended, improved, or constructed and equipped.

7           **Section 2. Findings and Determinations.** The Board of Aldermen hereby finds and  
8 determines that it is necessary and in the best interests of the City:

9           (a) to authorize and direct the issuance of the Series 2013 Bonds to reimburse and fund the  
10 costs of the Series 2013 Project and the costs of issuance of the Series 2013 Bonds;

11           (b) to issue the Series 2013 Bonds on a parity with the Series 2011 Bonds pursuant to the  
12 terms of the Indenture, and to pledge as security for the Series 2013 Bonds the Net Revenues;

13           (c) to sell the Series 2013 in a negotiated sale to the MDNR in connection with the Direct  
14 Loan Program; and

15           (d) to authorize the Mayor and Comptroller to enter into the City Documents and to take  
16 certain other actions as herein provided.

17           **Section 3. Authority and Direction to Issue the Series 2013 Bonds.** The City hereby  
18 authorizes and directs the issuance of the Series 2013 Bonds in an aggregate principal amount not to  
19 exceed \$10,000,000 for the purposes set forth in Section 2 hereof. The Series 2013 Bonds (i) shall have a  
20 final maturity not more than 25 years from their date of issuance, and (ii) shall bear interest at such  
21 interest rate or rates as the City reasonably expects will achieve an economic benefit to the City. The  
22 terms and provisions of the Series 2013 Bonds shall be as provided in the Indenture.

23           **Section 4. Limited Obligations.** The Series 2013 Bonds and the interest thereon shall be  
24 limited obligations payable by the City solely from proceeds of the Series 2013 Bonds, Net Revenues,  
25 and certain funds pledged therefor under the Indenture. The Bonds and the interest thereon do not and

1 shall not constitute an indebtedness of the City or the State of Missouri within the meaning of any  
2 constitutional or statutory limitation or provision, and the taxing power of the City is not pledged to the  
3 payment of the Bonds. The issuance of the Series 2013 Bonds will not directly or contingently obligate  
4 the City to make any payments other than from Net Revenues.

5 **Section 5. Authority and Direction to Sell the Series 2013 Bonds in a Negotiated Sale.**

6 In connection with the issuance of the Series 2013 Bonds, the City hereby authorizes and directs the  
7 negotiated sale thereof to the MDNR, subject to the provisions of this Ordinance.

8 **Section 6. Authority and Direction to Execute and Deliver City Documents.** The City

9 hereby authorizes and directs the Mayor and the Comptroller of the City to execute and deliver the City  
10 Documents in forms prepared and approved by Bond Counsel that are consistent with the provisions of  
11 this Ordinance, as such City Documents are approved by the Mayor and the Comptroller with the advice  
12 of the Financial Advisor, and as are approved as to form by the City Counselor, with the respective  
13 signatures of such officials thereon to be evidence of the approval of the City; and the Register of the City  
14 is hereby authorized and directed to affix the corporate seal of the City to the City Documents and to  
15 attest the same.

16 **Section 7. Authorized Representative.** Curtis B. Skouby, P.E., Water Commissioner of

17 the City, and any successor appointee as Water Commissioner (provided written notification is given to  
18 MDNR of such appointment), is hereby authorized and directed to furnish such information as MDNR  
19 may reasonably request in connection with the application for assistance under the Direct Loan Program,  
20 to sign all necessary documents on behalf of the City (other than the City Documents), to furnish such  
21 assurances to MDNR as may be required by law or regulation, and to request payment on behalf of the  
22 City.

23 **Section 8. Further Authority.** The Mayor, the Comptroller, the Treasurer (as to permitted

24 investments only), the Register, and other appropriate officers, agents, and employees of the City are  
25 hereby authorized to take such further actions and execute such other documents as may be necessary or

1 desirable to carry out and comply with the intent of this Ordinance, and to carry out, comply with and  
2 perform the duties of the City with respect to the City Documents.

3           **Section 9.       Superseding of Inconsistent Provisions.** The provisions of this Ordinance  
4 hereby amend any provision of any ordinance of the City inconsistent with the terms hereof, but only to  
5 the extent of such inconsistency.