

ORDINANCE NO. 18-98

AN ORDINANCE AMENDING ORDINANCE NO. 15-83 RELATING TO UTILITIES SYSTEM COMMERCIAL PAPER NOTES OF THE CITY; RATIFYING ACTION HERETOFORE TAKEN RELATING TO SUCH NOTES; AND PROVIDING OTHER MATTERS RELATING THERETO

WHEREAS, the City of Colorado Springs, El Paso County, Colorado (the "City") is a municipal corporation duly organized and existing under the laws of the State of Colorado and in particular under the provisions of Article XX of the Constitution of the State of Colorado and the City's Charter (the "Charter"); and

WHEREAS, the City now owns and operates a municipal water system, electric light and power system, gas system, wastewater system and certain other systems heretofore designated by the City Council (the "Council") of the City (the "System"), constituting the Utilities created by the Charter; and

WHEREAS, on November 24, 2015, the Council adopted Ordinance No. 15-83 ("Ordinance No. 15-83"), which authorized the issuance of the City of Colorado Springs, Colorado, Utilities System Commercial Paper Notes, Series A (the "Series A Notes") in an aggregate principal amount not to exceed \$75,000,000 and the City of Colorado Springs, Colorado, Utilities System Commercial Paper Notes, Series B (the "Series B Notes" and together with the Series A Notes, the "Notes") in an aggregate principal amount not to exceed \$75,000,000; and

WHEREAS, none of the Notes are currently outstanding; and

WHEREAS, the Notes are special obligations of the City payable from the gross revenues derived from the operation of the System (the "Gross Pledged Revenues"), after provision is made for the payment of the operation and maintenance expenses of the System (such remaining revenues the "Net Pledged Revenues"), and after provision for payment of certain senior lien utilities system revenue bonds; and the payment of the Notes is secured by a pledge of and by an irrevocable subordinate lien on the Net Pledged Revenues; and

WHEREAS, to support the payment of the principal of and interest on the Series A Notes and the Series B Notes as the same become due and payable pursuant to the provisions of Ordinance No. 15-83, Bank of America, N.A. (the "Bank") has issued irrevocable transferable direct pay letters of credit (the "Series A Letter of Credit" and the "Series B Letter of Credit," respectively); and

WHEREAS, the City desires to amend Ordinance No. 15-83 to provide that the Series A Letter of Credit shall be required to be in effect only if any of the Series A Notes are outstanding and that the Series B Letter of Credit shall be required to be in effect only if any of the Series B Notes are outstanding; and

WHEREAS, Barclays Capital Inc., as the Series A Dealer, Goldman, Sachs & Co., as the Series B Dealer, and the Bank have each consented to such amendment of Ordinance No. 15-83, as required by such Ordinance and related documents; and

WHEREAS, U.S. Bank, National Association has consented to such amendment of Ordinance No. 15-83, as required by such Ordinance and the Revolving Loan Agreement dated September 8, 2016 between the City and U.S. Bank, National Association.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF COLORADO SPRINGS:

Section 1. The first sentence of Section 730 of Ordinance No. 15-83 is hereby amended to read as follows:

The City will at all times, while any Series A Notes are Outstanding, maintain in effect the Series A Letter of Credit or an Alternate Facility and, while any Series B Notes are Outstanding, maintain in effect the Series B Letter of Credit or an Alternate Facility enabling the Issuing and Paying Agent to draw thereunder an amount equal to the principal amount of the applicable series of Notes Outstanding and an amount equal to 270 days accrued interest thereon computed at the rate of 12% per annum.

Section 2. All action heretofore taken (not inconsistent with the provisions of this ordinance) by the Council, the officers of the City and otherwise taken by the City directed toward the amendment of Ordinance No. 15-83 be, and the same hereby is, ratified, approved and confirmed.

Section 3. If any section, paragraph, clause or provision of this ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this ordinance.

Section 4. All bylaws, orders, resolutions and ordinances, or parts hereof, inconsistent herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution or ordinance, or part thereof.

Section 5. Except as amended hereby, the provisions of Ordinance No. 15-83 are hereby ratified, approved and confirmed.

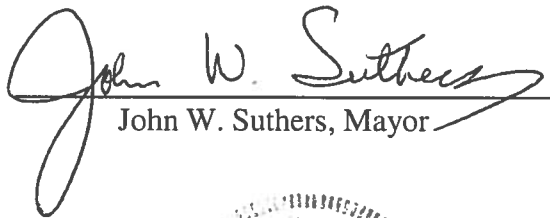
Section 6. This ordinance upon passage shall be entered upon the journal of the Council's proceedings, shall be kept in the book marked "Ordinance Record" and authenticated as required by the Charter, shall be published twice in a legal newspaper of general circulation in the City in compliance with the requirements of the Charter, with the first publication to be at least ten (10) days before final passage by Council of this ordinance, and the second publication to be any time after its final adoption. The Council hereby determines that it is appropriate that publication of this ordinance by title with a summary written by the City Clerk, together with a statement that this ordinance is available for public inspection and acquisition in the office of the City Clerk, shall be sufficient publication pursuant to Section 3-80 of the Charter and this ordinance shall be so published. This ordinance shall be in full force and effective five (5) days after its final publication.


INTRODUCED, READ, PASSED ON FIRST READING, APPROVED AND ORDERED PUBLISHED BY TITLE AND SUMMARY this 25th day of September, 2018.


Finally Passed: October 9th, 2018


Richard Skorman, Council President

ATTEST:


John W. Suthers, Mayor


Sarah B. Johnson, City Clerk

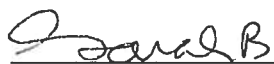



(Attach Affidavit of Publication, by Title and Summary, of Ordinance No. 18-__ upon First Reading)

(Attach Affidavit of Publication, by Title and Summary, of Ordinance No. 18-__ upon Second Reading)

I HEREBY CERTIFY, that the foregoing ordinance entitled **“AN ORDINANCE AMENDING ORDINANCE NO. 15-83 RELATING TO UTILITIES SYSTEM COMMERCIAL PAPER NOTES OF THE CITY; RATIFYING ACTION HERETOFORE TAKEN RELATING TO SUCH NOTES; AND PROVIDING OTHER MATTERS RELATING THERETO”** was introduced and read at a regular meeting of the City Council of the City of Colorado Springs, held on September 25th, 2018; that said ordinance was finally passed at a regular meeting of the City Council of said City, held on the 9th day of October, 2018, and that the same was published by title and summary, in accordance with Section 3-80 of Article III of the Charter, in the Transcript, a newspaper published and in general circulation in said City, at least ten days before its passage.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the City, this 9th day of October, 2018.


Sarah B. Johnson, City Clerk



1st Publication Date: September 28th, 2018
2nd Publication Date: October 12th, 2018

Effective Date: October 17th, 2018

Initial: SBS
City Clerk

(Attach Affidavit of Publication, by Title and Summary, of
Ordinance No. 18-__ upon Second Reading)

Proof of Publication

THE TRANSCRIPT
Colorado Springs, Colorado

STATE OF COLORADO, } ss.
COUNTY OF EL PASO }

I, Amy Sweet, Publisher and Executive Editor, or the undersigned Authorized Agent of the Publisher and Executive Editor, do solemnly swear that I am the Publisher and Executive Editor, or Authorized Agent of the Publisher and Executive Editor of The Transcript; that the same is a tri-weekly newspaper and published in the County of El Paso, State of Colorado, and has a general circulation therein; that said newspaper has been published continuously and uninterruptedly in said County of El Paso for a period of more than fifty-two consecutive weeks prior to the first publication of the annexed legal notice or advertisement; that said newspaper has been admitted to the United States mails as second-class matter under the provisions of the Act of March 3, 1879, or any amendments thereof, and that said newspaper is a tri-weekly newspaper duly qualified for publishing legal notices and advertisements within the meaning of the laws of the State of Colorado.

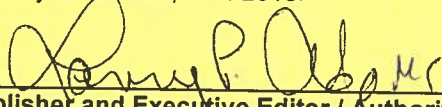
That the annexed legal notice or advertisement was published in the regular and entire issue of every number of said tri-weekly newspapers for the period of 1 consecutive insertion(s), and/or once each week and on the same days of each week; and that the first publication of said notice was in the issue of said newspaper dated:

28, SEPTEMBER, A.D. 2018.

And that the last publication of said notice was in the issue of said newspaper dated:


28, SEPTEMBER, A.D. 2018.

In witness whereof, I have hereunto set my hand this 10th day of October, A.D. 2018.



Publisher and Executive Editor / Authorized Agent

Subscribed and sworn to before me, a notary public in and for the County of El Paso, State of Colorado, this 10th day of October, A.D. 2018.



Notary Public

ROBYN KIRK
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20114063677
MY COMMISSION EXPIRES OCTOBER 5, 2019

ORDINANCE NO. 18-98

AN ORDINANCE AMENDING ORDINANCE NO. 15-83 RELATING TO UTILITIES SYSTEM COMMERCIAL PAPER NOTES OF THE CITY; RATIFYING ACTION HERETOFORE TAKEN RELATING TO SUCH NOTES; AND PROVIDING OTHER MATTERS RELATING THERETO

The above entitled ordinance ("Ordinance") was adopted on first reading at the regular meeting of the City Council held on September 25, 2018. The Ordinance is available for public inspection and acquisition in my office in the City Administration Building. The following is a summary of the Ordinance:

PREAMBLES: The preambles recite the legal organization and existence of the City; its ownership of a municipal water system, electric light and power system, gas system, wastewater system and certain other systems; the previous issuance by the City of its Utilities System Commercial Paper Notes, Series A (the "Series A Notes") and Series B (the "Series B Notes"); the issuance by Bank of America, N.A. of its letters of credit (the "Series A Letter of Credit" and the "Series B Letter of Credit," respectively) to support the payment of the principal of and interest on the Series A Notes and the Series B Notes as the same become due and payable; the desire of the City to amend Ordinance No. 15-83, which authorized the issuance of the Series A Notes and the Series B Notes, to provide that the Series A Letter of Credit shall be required to be in effect only if any of the Series A Notes are outstanding and that the Series B Letter of Credit shall be required to be in effect only if any of the Series B Notes are outstanding; and that certain parties have consented to such amendments.

SECTION 1: This section amends Ordinance No. 15-83 as described above.
SECTION 2: This section ratifies previous action of the City Council relating to the amendment of Ordinance No. 15-83.

SECTION 3: This section provides that if any portion of the Ordinance is for any reason invalid or unenforceable, that portion shall not affect any of the remaining provisions of the Ordinance.

SECTION 4: This section repeals inconsistent action heretofore taken to the extent only of such inconsistency.

SECTION 5: This section provides that, except as amended by the Ordinance, the provisions of Ordinance No. 15-83 are ratified, approved and confirmed.

SECTION 6: This section provides that the Ordinance shall be published twice, with the first publication to be at least ten days before final passage by Council, and the second publication to be any time after the final adoption of the Ordinance; provides that the Ordinance shall be in full force and effect five days after its final publication; and provides for the publications of the Ordinance by title with the summary written by me pursuant to the Charter.

This statement and summary were written by me on September 25, 2018.

/s/ Sarah B. Johnson

Sarah B. Johnson, City Clerk
City of Colorado Springs

Publication Date: September 28, 2018

Published in The Transcript

DT34244

Proof of Publication

THE TRANSCRIPT
Colorado Springs, Colorado

STATE OF COLORADO, } ss.
COUNTY OF EL PASO }

I, Amy Sweet, Publisher and Executive Editor, or the undersigned Authorized Agent of the Publisher and Executive Editor, do solemnly swear that I am the Publisher and Executive Editor, or Authorized Agent of the Publisher and Executive Editor of The Transcript; that the same is a tri-weekly newspaper and published in the County of El Paso, State of Colorado, and has a general circulation therein; that said newspaper has been published continuously and uninterruptedly in said County of El Paso for a period of more than fifty-two consecutive weeks prior to the first publication of the annexed legal notice or advertisement; that said newspaper has been admitted to the United States mails as second-class matter under the provisions of the Act of March 3, 1879, or any amendments thereof, and that said newspaper is a tri-weekly newspaper duly qualified for publishing legal notices and advertisements within the meaning of the laws of the State of Colorado.


That the annexed legal notice or advertisement was published in the regular and entire issue of every number of said tri-weekly newspapers for the period of 1 consecutive insertion(s), and/or once each week and on the same days of each week; and that the first publication of said notice was in the issue of said newspaper dated:

17, OCTOBER, A.D. 2018.

And that the last publication of said notice was in the issue of said newspaper dated:

17, OCTOBER, A.D. 2018.

In witness whereof, I have hereunto set my hand this 17th day of October, A.D. 2018.



Publisher and Executive Editor / Authorized Agent

Subscribed and sworn to before me, a notary public in and for the County of El Paso, State of Colorado, this 17th day of October, A.D. 2018.



Notary Public

ROBYN KIRK
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20114063677
MY COMMISSION EXPIRES OCTOBER 5, 2019

ORDINANCE NO. 18-98
AN ORDINANCE AMENDING ORDINANCE NO. 15-83 RELATING TO UTILITIES SYSTEM COMMERCIAL PAPER NOTES OF THE CITY; RATIFYING ACTION HERETOFORE TAKEN RELATING TO SUCH NOTES; AND PROVIDING OTHER MATTERS RELATING THERETO
The above entitled ordinance ("Ordinance") was adopted on second reading at the regular meeting of the City Council held on October 9, 2018. The Ordinance is available for public inspection and acquisition in my office in the City Administration Building. The following is a summary of the Ordinance:
PREAMBLES: The preambles recite the legal organization and existence of the City; its ownership of a municipal water system, electric light and power system, gas system, wastewater system and certain other systems; the previous issuance by the City of its Utilities System Commercial Paper Notes, Series A (the "Series A Notes") and Series B (the "Series B Notes"); the issuance by Bank of America, N.A. of its letters of credit (the "Series A Letter of Credit" and the "Series B Letter of Credit," respectively) to support the payment of the principal of and interest on the Series A Notes and the Series B Notes as the same become due and payable; the desire of the City to amend Ordinance No. 15-83, which authorized the issuance of the Series A Notes and the Series B Notes, to provide that the Series A Letter of Credit shall be required to be in effect only if any of the Series A Notes are outstanding and that the Series B Letter of Credit shall be required to be in effect only if any of the Series B Notes are outstanding; and that certain parties have consented to such amendments.
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SECTION 2: This section ratifies previous action of the City Council relating to the amendment of Ordinance No. 15-83.
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SECTION 4: This section repeals inconsistent action heretofore taken to the extent only of such inconsistency.
SECTION 5: This section provides that, except as amended by the Ordinance, the provisions of Ordinance No. 15-83 are ratified, approved and confirmed.
SECTION 6: This section provides that the Ordinance shall be published twice, with the first publication to be at least ten days before final passage by Council, and the second publication to be any time after the final adoption of the Ordinance; provides that the Ordinance shall be in full force and effect five days after its final publication; and provides for the publications of the Ordinance by title with the summary written by me pursuant to the Charter.
This statement and summary were written by me on October 9, 2018.
/s/ Sarah B. Johnson
Sarah B. Johnson, City Clerk
City of Colorado Springs
Publication Date: October 17, 2018
Published in The Transcript
DT34323