

RESOLUTION NO. _____ OF 2021

A RESOLUTION AUTHORIZING THE CITY OF SHREVEPORT (THE “CITY”) TO HIRE PROFESSIONALS IN CONJUNCTION WITH THE POTENTIAL REFUNDING OF ANY ELIGIBLE WATER AND SEWER REVENUE BONDS OR WATER AND SEWER REVENUE REFUNDING BONDS OF THE CITY, FOR THE PURPOSE OF ATTAINING SAVINGS FOR THE CITY AND/OR ITS TAXPAYERS THROUGH THE ISSUANCE OF TAXABLE OR TAX-EXEMPT WATER AND SEWER REVENUE REFUNDING BONDS IN AN AMOUNT NOT TO EXCEED ONE HUNDRED NINETY MILLION DOLLARS (\$190,000,000), IN ONE OR MORE SERIES; AND OTHERWISE PROVIDING WITH RESPECT THERETO.

By: _____

WHEREAS, the City desires to explore any opportunities that will result in savings to the City, and/or its taxpayers by current or advance refunding of any Water and Sewer Revenue Bonds or Water and Sewer Revenue Refunding Bonds of the City; and

WHEREAS, the City has determined the need to engage professionals to assist with the issuance of any Taxable Water and Sewer Revenue Refunding Bonds, in one or more series (the “Bonds”) that will achieve such savings;

NOW, THEREFORE, BE IT RESOLVED, BY THE City Council of the City of Shreveport, in legal session convened, acting as the governing authority thereof (the “Governing Authority”), that:

Section 1. Employment of Bond Counsel. The City hereby finds and determines that a real necessity exists for the employment of bond counsel in connection with the issuance of the Bonds, and accordingly Washington & Wells, LLC, Shreveport, Louisiana together (“Bond Counsel”), are hereby appointed and employed to do and perform comprehensive legal and coordinate professional work with respect to the issuance of the Bonds. Said Bond Counsel shall prepare and submit to such officials of the City for adoption all proceedings incidental to, and shall counsel and advise the Mayor and City Council on the issuance of the Bonds. The fees of Bond Counsel shall be contingent upon the issuance of the Bonds. The fees to be paid to Bond Counsel shall be in the amount approved by the Governing Authority and shall not exceed the Attorney General's then current Bond Counsel Fee Schedule as negotiated and other guidelines for comprehensive, legal and coordinate professional work in the issuance of bonds applied to the actual aggregate principal amount of the Bonds at the time the Bonds are issued, together with reimbursement of out-of-pocket expenses incurred and advanced in connection with the issuance of the Bonds, said fee to be payable out of Bond proceeds.

Section 2. Employment of Municipal Advisor. Government Consultants of Baton Rouge, Louisiana is hereby appointed and employed as municipal advisor (“Municipal Advisor”) in connection with the issuance of the Bonds, any compensation to be subsequently approved by the Governing Authority and to be paid from the proceeds of the Bonds. The fees to be paid for such services, together with reimbursement of out-of-pocket expenses incurred and advanced are contingent upon issuance of the Bonds.

Section 3. Employment of Investment Banker(s)/Underwriter(s). The City hereby finds and determines that a real necessity exists for the employment of investment banker(s)/underwriter(s) (“Underwriters”), in connection with the issuance of the Bonds. Any compensation to the Underwriters shall be subsequently approved by the Governing Authority and paid from the proceeds of the refunding bonds and contingent upon the issuance of such refunding bonds and Crews & Associates, Rice Capital and Frazier Lanier hereby appointed and employed as Underwriters in such manner as determined by the Municipal Advisor.

Section 4. Employment of Disclosure Counsel. The City finds and determines that a real necessity exists for counsel to assist the City with respect to continuing disclosure matters in connection with the issuance of the Bonds and accordingly, the Law Office of Lori C. Graham is hereby appointed and employed as disclosure counsel with respect to the issuance of the Bonds. The fees to be paid for such services shall be submitted to and approved by this Governing Authority and shall be contingent upon the issuance of the Bonds.

Section 5. Employment of Paying Agent/Registrar. The City hereby finds and determines that a real necessity exists for a Paying Agent/Registrar with respect to the Bonds and Regions Bank is hereby appointed and employed to act as Paying Agent, in paying to the registered owners of the Bonds the principal, premium, if any, and interest on the bonds and to act as Registrar of the Bonds on the Bond register, all in accordance with the terms of the Bonds. The fees to be paid for such services shall be submitted to and approved by the Governing Authority.

Section 6. Counsel to the City. Ronald Lattier, City Attorney for the City of Shreveport, shall serve as counsel to the City in connection and delivery of the Bonds.

Section 7. Employment of Other Professionals. Should it be necessary to engage other professionals, the Authorized Officers (as defined below) shall be entitled to engage such professionals provided that any contracts employing such professionals shall be promptly submitted to the Governing Authority.

BE IT FURTHER RESOLVED, that the City Council hereby authorizes and directs its Mayor, Chief Administrative Officer, Director of Finance, Clerk and such other officials of the City (the “Authorized Officers”) to do any and all things necessary and incidental to carry out the provisions of these resolutions.

BE IT FURTHER RESOLVED, that if any provision or item of these resolutions or the application thereof is held invalid, such invalidity shall not affect other provisions, items or applications of this resolution which can be given effect without the invalid provisions, items or applications, and to this end, the provisions of this resolution are hereby declared to be severable.

BE IT FURTHER RESOLVED that all resolutions in conflict herewith are hereby repealed.

APPROVED AS TO LEGAL FORM:

City Attorney’s Office

RESOLUTION NO. ____ OF 2021

November 9, 2021

Read by title and read motion by Councilman _____, seconded by Councilman _____ for adoption. Approved by the following vote:

Ayes: _____

Nays: _____

Absent: _____

Abstaining: _____

November 23, 2021

Read by title and read motion by Councilman _____, seconded by Councilman _____ for adoption. Approved by the following vote:

Ayes: _____

Nays: _____

Absent: _____

Abstaining: _____

Chairman

Approved:

Adrian Perkins, Mayor

Approved by the City Council _____

Approved by the Mayor _____

And Effective On _____

At 12:01 O'Clock A.M.

Danielle Farr-Ewing, Clerk of Council