

**MEMORANDUM
FINANCE DEPARTMENT**

TO: Randy Tweet, City Manager **Number:** 052-21
SUBJECT: 2021 Refunding Bond Ordinance – First Reading **Date:** 08-16-2021

Attached is a copy of the bond ordinance for the issuance of general obligation refunding bonds. The bonds will be issued for the refunding of all or a portion of the outstanding debt:

General Obligation Refunding Bonds, Series 2021A, \$8,100,000

General Obligation Bonds, Series 2012A – Marina, Special Assessments and 11th Street

General Obligation Bonds, Series 2013A – Police Station and 23rd Avenue

General Obligation Refunding Bonds, Series 2021B, \$13,700,000

Illinois Environmental Protection Agency (IEPA) Water Pollution Control Program – 2012 Mill Street Wastewater Treatment Plan Expansion Phase 2

Illinois Environmental Protection Agency (IEPA) Water Pollution Control Program – 2016 Farmall Storage Tank Wastewater Project

The tentative financing timetable is as follows:

July 26 – City Council Discussion of Financing
August 23 – First Reading of Bond Ordinance
September 13 – Second Reading and Approval of Bond Ordinance
Week of September 13 or 20 – Bond Pricing
Week of October 11 – Bond Closing

Recommendation: Council consider the 2021 bond ordinance for refunding general obligation bonds in the amount of \$8,100,000 (2021A) and IEPA loans in the amount of \$13,700,000 (2021B).

Submitted by: Linda Barnes, Interim Finance Director

Approved: Randy Tweet, City Manager

ORDINANCE NO. _____

ORDINANCE AUTHORIZING THE ISSUANCE OF GENERAL
OBLIGATION REFUNDING BONDS OF 2021 OF THE CITY OF ROCK
ISLAND, ILLINOIS

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF ROCK ISLAND,
ILLINOIS, AS FOLLOWS:

Section 1. Authority, Purposes and Findings. This ordinance is adopted pursuant to Section 6 of Article VII of the Illinois Constitution of 1970 and authorizes the issuance of two series of unlimited tax general obligation bonds of the City of Rock Island, Illinois (the “City”) for financing the following purposes:

(A) General Obligation Refunding Bonds, Series 2021A (the “2021A Bonds”) for the refunding of all or a portion of the outstanding General Obligation Bonds, Series 2012A, of the City (the “2012A Bonds”) and the General Obligation Bonds, Series 2013A, of the City (the “2013A Bonds”).

(B) General Obligation Refunding Bonds, Series 2021B (the “2021B Bonds”) for the refunding of all or a portion of the outstanding Illinois Environmental Protection Agency Water Pollution Control Program Loan Payable of 2012 - Mill Street Wastewater

Treatment Plant Expansion Phase 2 (the “2012 IEPA Loan”) and the Illinois Environmental Protection Agency Water Pollution Control Program Loan Payable of 2016 - Farmall Storage Tank Wastewater Project (the “2016 IEPA Loan”).

The 2021A Bonds, the 2021B Bonds, are herein collectively referred to as the “2021 Bonds”.

It is found and determined that the borrowing of money as authorized by this ordinance is necessary for the welfare of the government and affairs of the City, is for proper public purposes and is in the public interest.

Section 2. Refunding Plan. The City hereby authorizes the refunding of the 2012A Bonds, the 2013A Bonds, the 2012 IEPA Loan and the 2016 IEPA Loan. The City Council hereby delegates to the Mayor the authority to select the particular 2012A Bonds, 2013A Bonds, 2012 IEPA Loan principal installments and 2016 IEPA Loan principal installments to be refunded. Any 2012A Bond so selected is herein called a “2012A Prior Bond”. Any 2013A Bonds so selected is herein called a “2013A Prior Bond”. Any 2012 IEPA Loan principal installment so selected is herein called a “2012 Prior IEPA Loan”. Any 2016 IEPA Loan principal installment so selected is herein called a “2016 Prior IEPA Loan”. The 2012A Prior Bonds and the 2013A Prior Bonds are herein collectively called the “Prior Bonds”. The 2012 Prior IEPA Loan and the 2016 Prior IEPA Loan are herein collectively called the “Prior IEPA Loans”. The City Council hereby delegates to the Mayor the authority to elect to redeem prior to maturity any one or more of the Prior Bonds that are subject to optional redemption prior to maturity (the “Callable Prior Bonds”). Each Callable Prior Bond currently callable shall be redeemed within 90 days of the date of issuance of the 2021 Bonds on a date determined by the Mayor.

The Mayor, the City Manager, the Finance Director and the other officers and officials of the City are authorized and directed to do, or cause to be done, all things necessary to accomplish the refunding of the Prior Bonds, the refunding of the Prior IEPA Loans and the redemption of the Callable Prior Bonds and Prior IEPA Loans.

Section 3. Approval of Finance Plan. The City determines to proceed with the refunding of the Prior Bonds and Prior IEPA Loans. In order to accommodate current market practices and to provide the opportunity to sell the 2021 Bonds under the most favorable terms, the City Council hereby delegates to the Mayor the authority to offer and sell the 2021 Bonds pursuant to a negotiated sale and to make the various determinations with respect to the 2021 Bonds as provided in this ordinance.

All determinations delegated to the Mayor pursuant to this ordinance shall be made by the Mayor by the execution of one or more bond orders (each a "Bond Order"). The delegated authority granted to the Mayor pursuant to this ordinance shall expire on December 31, 2021. In the event that the Mayor determines that he is not able to exercise any delegation set forth in this ordinance, the Mayor may designate the Finance Director to exercise such delegated authority by filing with the City Clerk a certificate setting forth such delegation to the Finance Director.

Section 4. Authorization of Series 2021A Bonds. To meet part of the costs of refunding the Prior Bonds, including costs of issuance of the bonds authorized by this Section, there is hereby appropriated the sum of \$8,100,000. Pursuant to the home rule powers of the City to incur debt payable from ad valorem property tax receipts and for the purpose of financing said appropriation, unlimited tax general obligation bonds of the City are authorized to be issued in an aggregate principal amount of not to exceed \$8,100,000

and shall be sold as a single series designated as the “General Obligation Refunding Bonds, Series 2021A” (the “2021A Bonds”).

Section 5. Authorization of Series 2021B Bonds. To meet part of the costs of refunding the Prior IEPA Loans, including costs of issuance of the bonds authorized by this Section, there is hereby appropriated the sum of \$13,700,000. Pursuant to the home rule powers of the City to incur debt payable from ad valorem property tax receipts and for the purpose of financing said appropriation, unlimited tax general obligation bonds of the City are authorized to be issued in an aggregate principal amount of not to exceed \$13,700,000 and shall be sold as a single issue designated as the “General Obligation Refunding Bonds, Series 2021B” (the “2021B Bonds”).

Section 6. General Terms of 2021 Bonds. The 2021 Bonds of each series shall be issuable in the denominations of \$5,000 or any integral multiple thereof and may bear such identifying numbers or letters as shall be useful to facilitate the registration, transfer and exchange of 2021 Bonds. Unless otherwise determined in the Bond Order, each 2021 Bond delivered upon the original issuance of the 2021 Bonds shall be dated as of its date of issuance. Each 2021 Bond thereafter issued upon any transfer, exchange or replacement of 2021 Bonds shall be dated so that no gain or loss of interest shall result from such transfer, exchange or replacement.

The principal of the 2021 Bonds shall be payable in lawful money of the United States of America upon presentation and surrender thereof at the corporate trust office of Amalgamated Bank of Chicago, in the City of Chicago, Illinois, which is hereby appointed as bond registrar and paying agent for the 2021 Bonds. Each 2021 Bond shall bear interest from its date, computed on the basis of a 360 day year consisting of twelve 30

day months and payable in lawful money of the United States of America on each interest payment date to the registered owners of record thereof appearing on the registration books maintained by the City for such purpose at the corporate trust office of the bond registrar, as of the close of business on the 15th day of the calendar month next preceding the applicable interest payment date. Interest on the 2021 Bonds shall be paid by check or draft mailed to such registered owners at their addresses appearing on the registration books or by wire transfer pursuant to an agreement by and between the City and the registered owner.

The principal amount of each series of the 2021 Bonds shall be as specified in the Bond Order, provided that the principal amount of each series shall not exceed the maximum principal amount for such series authorized by this ordinance.

The 2021 Bonds shall mature on December 1 in such years and in such principal amounts as shall be specified in the Bond Order, provided that no 2021A Bond shall mature later than December 1, 2040, and no 2021B Bond shall mature later than December 1, 2035.

Interest on each 2021 Bond shall be payable on an initial interest payment date of June 1, 2022 or December 1, 2022, as specified in the Bond Order, and semiannually thereafter on each June 1 and December 1, at the rates per annum as shall be specified in the Bond Order, provided that no 2021 Bond shall bear interest at a rate exceeding five and one-half percent (5.50%) per annum.

No series of the 2021 Bonds shall be sold pursuant to this ordinance unless the sum of the taxes levied pursuant to this ordinance for the payment of such series and the moneys to be deposited into the applicable debt service fund or account for such series

concurrently with the issuance of the 2021 Bonds of such series is sufficient to provide for the punctual payment of the principal of and interest on the 2021 Bonds of such series.

The 2021 Bonds of any series may be subject to redemption prior to maturity as determined in the Bond Order, at the option of the City and upon notice as herein provided, in such principal amounts and from such maturities as the City shall determine as determined in the Bond Order. Any optional redemption shall be at redemption prices that may include a redemption premium for each 2021 Bond to be redeemed expressed as a percentage, not exceeding 3% of the principal amount to be redeemed.

2021 Bonds of like series and maturity may be subject to mandatory redemption, by the application of sinking fund installments, all as determined in the Bond Order.

All 2021 Bonds subject to mandatory sinking fund redemption shall be redeemed at a redemption price equal to the principal amount thereof to be redeemed. The bond registrar is hereby authorized and directed to mail notice of the mandatory sinking fund redemption of 2021 Bonds in the manner provided in this Section.

Whenever 2021 Bonds subject to mandatory sinking fund redemption are redeemed at the option of the City, the principal amount thereof so redeemed shall be credited against the unsatisfied balance of future sinking fund installments or final maturity amount established with respect to such 2021 Bonds, in such amounts and against such installments or final maturity amount as shall be determined by the City in the proceedings authorizing such optional redemption or, in the absence of such determination, shall be credited against the unsatisfied balance of the applicable sinking fund installments next ensuing, and with respect to which notice of redemption has not yet been given.

On or prior to the 60th day preceding any sinking fund installment date, the City may purchase 2021 Bonds subject to mandatory redemption on such sinking fund installment date, at such prices as the City shall determine. Any 2021 Bond so purchased shall be cancelled and the principal amount thereof so purchased shall be credited against the unsatisfied balance of the next ensuing sinking fund installment.

In the event of the redemption of less than all the 2021 Bonds of like series and maturity, the aggregate principal amount thereof to be redeemed shall be \$5,000 or an integral multiple thereof and the bond registrar shall assign to each 2021 Bond of such maturity a distinctive number for each \$5,000 principal amount of such 2021 Bond and shall select by lot from the numbers so assigned as many numbers as, at \$5,000 for each number, shall equal the principal amount of such 2021 Bonds to be redeemed. The 2021 Bonds to be redeemed shall be the 2021 Bonds to which were assigned numbers so selected; provided that only so much of the principal amount of each 2021 Bond shall be redeemed as shall equal \$5,000 for each number assigned to it and so selected.

Notice of the redemption of 2021 Bonds shall be mailed not less than 30 days nor more than 60 days prior to the date fixed for such redemption to the registered owners of 2021 Bonds to be redeemed at their last addresses appearing on said registration books. The 2021 Bonds or portions thereof specified in said notice shall become due and payable at the applicable redemption price on the redemption date therein designated, and if, on the redemption date, moneys for payment of the redemption price of all the 2021 Bonds or portions thereof to be redeemed, together with interest to the redemption date, shall be available for such payment on said date, and if notice of redemption shall have been mailed as aforesaid (and notwithstanding any defect therein or the lack of actual receipt

thereof by any registered owner) then from and after the redemption date interest on such Bonds or portions thereof shall cease to accrue and become payable. If there shall be drawn for redemption less than all of a 2021 Bond, the City shall execute and the bond registrar shall authenticate and deliver, upon the surrender of such 2021 Bond, without charge to the owner thereof, in exchange for the unredeemed balance of the 2021 Bond so surrendered, 2021 Bonds of like series, maturity and interest rate and of the denomination of \$5,000 or any integral multiple thereof.

The bond registrar shall not be required to transfer or exchange any 2021 Bond after notice of the redemption of all or a portion thereof has been mailed. The bond registrar shall not be required to transfer or exchange any 2021 Bond during a period of 15 days next preceding the mailing of a notice of redemption that could designate for redemption all or a portion of such 2021 Bond.

Section 7. Sale and Delivery. Subject to the limitations contained in this ordinance, authority is hereby delegated to the Mayor to sell one or more series of the 2021 Bonds pursuant to a negotiated sale to Robert W. Baird & Co. Incorporated (the "Underwriter"), on one or more sale dates prior to December 31, 2021 and to award and sell each series of the 2021 Bonds. No award of a series of 2021 Bonds shall be made unless the purchase price bid is not less than 98% of the principal amount of such series of 2021 Bonds sold. No award of 2021B Bonds shall be made unless the present value debt service savings derived by the City from the refunding of the Prior IEPA Loans is at least 2% of the aggregate principal amount of the Prior IEPA Loans. The sale and award of the 2021 Bonds and the determination of the details of the 2021 Bonds shall be evidenced by the Bond Order, which shall be signed by the Mayor. An executed

counterpart of the Bond Order shall be filed with the City Clerk and entered in the records of the City.

The Mayor or the Finance Director may determine to purchase a municipal bond insurance policy with respect to any of the 2021 Bonds.

The Mayor, City Clerk and other officials of the City are authorized and directed to do and perform, or cause to be done or performed for or on behalf of the City each and every thing necessary for the issuance of the 2021 Bonds, including the proper execution and delivery of the 2021 Bonds and, in connection with a public offering of 2021 Bonds, the preparation, distribution and approval of an Official Statement.

Section 8. Approval of Documents. The Official Statement prepared with respect to the 2021 Bonds is approved and “deemed final” as of its date for purposes of Securities and Exchange Commission Rule 15c2-12 promulgated under the Securities Exchange Act of 1934. The Mayor and the Finance Director are each authorized to execute and deliver the Official Statement on behalf of the City.

The form of the Bond Purchase Agreement by and between the City and the Underwriter with respect to the public offering and sale of the 2021 Bonds is approved and the Mayor and the Finance Director are authorized to complete, execute and deliver the final form of the Bond Purchase Agreement on behalf of the City.

Section 9. Execution and Authentication. Each 2021 Bond shall be executed in the name of the City by the manual or authorized facsimile signature of its Mayor and the corporate seal of the City, or a facsimile thereof, shall be thereunto affixed or otherwise reproduced thereon and attested by the manual or authorized facsimile signature of its City Clerk.

In case any officer whose signature, or a facsimile of whose signature, shall appear on any 2021 Bond shall cease to hold such office before the issuance of the 2021 Bond, such 2021 Bond shall nevertheless be valid and sufficient for all purposes, the same as if the person whose signature, or a facsimile thereof, appears on such 2021 Bond had not ceased to hold such office. Any 2021 Bond may be signed, sealed or attested on behalf of the City by any person who, on the date of such act, shall hold the proper office, notwithstanding that at the date of such 2021 Bond such person may not have held such office. No recourse shall be had for the payment of any 2021 Bonds against any officer who executes the 2021 Bonds.

Each 2021 Bond shall bear thereon a certificate of authentication executed manually by the bond registrar. No 2021 Bond shall be entitled to any right or benefit under this ordinance or shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by the bond registrar.

Section 10. Transfer, Exchange and Registry. The 2021 Bonds shall be negotiable, subject to the provisions for registration of transfer contained herein. Each 2021 Bond shall be transferable only upon the registration books maintained by the City for that purpose at the corporate trust office of the bond registrar, by the registered owner thereof in person or by his attorney duly authorized in writing, upon surrender thereof together with a written instrument of transfer satisfactory to the bond registrar and duly executed by the registered owner or his duly authorized attorney. Upon the surrender for transfer of any such 2021 Bond, the City shall execute and the bond registrar shall authenticate and deliver a new 2021 Bond or 2021 Bonds registered in the name of the transferee, of the same aggregate principal amount, series, maturity and interest rate as

the surrendered 2021 Bond. 2021 Bonds, upon surrender thereof at the corporate trust office of the bond registrar, with a written instrument satisfactory to the bond registrar, duly executed by the registered owner or his attorney duly authorized in writing, may be exchanged for an equal aggregate principal amount of 2021 Bonds of the same series, maturity and interest rate and of the denominations of \$5,000 or any integral multiple thereof.

For every such exchange or registration of transfer of 2021 Bonds, the City or the bond registrar may make a charge sufficient for the reimbursement of any tax, fee or other governmental charge required to be paid with respect to such exchange or transfer, which sum or sums shall be paid by the person requesting such exchange or transfer as a condition precedent to the exercise of the privilege of making such exchange or transfer. No other charge shall be made for the privilege of making such transfer or exchange. The provisions of the Illinois Bond Replacement Act shall govern the replacement of lost, destroyed or defaced 2021 Bonds.

The City and the bond registrar may deem and treat the person in whose name any 2021 Bond shall be registered upon the registration books as the absolute owner of such 2021 Bond, whether such 2021 Bond shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of or interest thereon and for all other purposes whatsoever, and all such payments so made to any such registered owner or upon his order shall be valid and effectual to satisfy and discharge the liability upon such 2021 Bond to the extent of the sum or sums so paid, and neither the City nor the bond registrar shall be affected by any notice to the contrary.

Section 11. General Obligations. The full faith and credit of the City are hereby irrevocably pledged to the punctual payment of the principal of and interest on the 2021 Bonds. The 2021 Bonds shall be direct and general obligations of the City, and the City shall be obligated to levy ad valorem taxes upon all the taxable property in the City for the payment of the 2021 Bonds and the interest thereon, without limitation as to rate or amount.

Section 12. Form of Bonds. The 2021 Bonds of each series shall be issued as fully registered bonds and shall be in substantially the following form, the blanks to be appropriately completed when the 2021 Bonds are printed:

No. _____

United States of America

State of Illinois

County of Rock Island

CITY OF ROCK ISLAND

GENERAL OBLIGATION REFUNDING BOND,
SERIES 2021[A] [B]

<u>INTEREST RATE</u>	<u>MATURITY DATE</u>	<u>DATED DATE</u>	<u>CUSIP</u>
. %	December 1, _____	_____, 2021	_____

REGISTERED OWNER: Cede & Co.

PRINCIPAL AMOUNT:

The CITY OF ROCK ISLAND, a municipal corporation and a home rule unit of the State of Illinois situated in the County of Rock Island, acknowledges itself indebted and for value received hereby promises to pay to the registered owner of this bond, or registered assigns, the principal amount specified above on the maturity date specified

above, and to pay interest on such principal amount from the date hereof at the interest rate per annum specified above, computed on the basis of a 360 day year consisting of twelve 30 day months and payable in lawful money of the United States of America on [June 1, 2022] or [December 1, 2022] and semiannually thereafter on June 1 and December 1 in each year until the principal amount shall have been paid, to the registered owner of record hereof as of the 15th day of the calendar month next preceding such interest payment date, by wire transfer pursuant to an agreement by and between the City and the registered owner, or otherwise by check or draft mailed to the registered owner at the address of such owner appearing on the registration books maintained by the City for such purpose at the corporate trust office of Amalgamated Bank of Chicago, in the City of Chicago, Illinois, as bond registrar or its successor (the "Bond Registrar"). This bond, as to principal when due, will be payable in lawful money of the United States of America upon presentation and surrender of this bond at the corporate trust office of the Bond Registrar. The full faith and credit of the City are irrevocably pledged for the punctual payment of the principal of and interest on this bond according to its terms.

This bond is one of a series of bonds issued in the aggregate principal amount of \$_____,000, which are authorized and issued under and pursuant to Section 6 of Article VII of the Illinois Constitution of 1970 and under and in accordance with an ordinance adopted by the City Council of the City on September 13, 2021 and entitled: "Ordinance Authorizing the Issuance of General Obligation Refunding Bonds of 2021 of the City of Rock Island, Illinois."

[The bonds of such series maturing on or after December 1, 20__ are subject to redemption prior to maturity at the option of the City and upon notice as herein provided,

from such maturities and in such principal amounts as the City shall determine and by lot within a maturity, on December 1, 20__ and on any date thereafter, at a redemption price equal to the principal amount thereof to be redeemed.]

[The bonds of such series maturing in the years 20__, 20__ and 20__ (the “Term Bonds”) are subject to mandatory redemption, in part and by lot, on December 1 of the years and in the respective principal amounts set forth in the following tables, by the application of sinking fund installments, at a redemption price equal to the principal amount thereof to be redeemed:

<u>20__ Term Bonds</u>		<u>20__ Term Bonds</u>		<u>20__ Term Bonds</u>	
<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
20__	\$,000	20__	\$,000	20__	\$,000
20__	,000	20__	,000	20__	,000
20__	,000	20__	,000	20__	,000]

Notice of the redemption of bonds will be mailed not less than 30 days nor more than 60 days prior to the date fixed for such redemption to the registered owners of bonds to be redeemed at their last addresses appearing on such registration books. The bonds or portions thereof specified in said notice shall become due and payable at the applicable redemption price on the redemption date therein designated, and if, on the redemption date, moneys for payment of the redemption price of all the bonds or portions thereof to be redeemed, together with interest to the redemption date, shall be available for such payment on said date, and if notice of redemption shall have been mailed as aforesaid (and notwithstanding any defect therein or the lack of actual receipt thereof by any registered owner) then from and after the redemption date interest on such bonds or portions thereof shall cease to accrue and become payable.

This bond is transferable only upon such registration books by the registered owner hereof in person, or by his attorney duly authorized in writing, upon surrender hereof at the corporate trust office of the Bond Registrar together with a written instrument of transfer satisfactory to the Bond Registrar duly executed by the registered owner or by his duly authorized attorney, and thereupon a new registered bond or bonds, in the authorized denominations of \$5,000 or any integral multiple thereof and of the same aggregate principal amount, series, maturity and interest rate as this bond shall be issued to the transferee in exchange therefor. In like manner, this bond may be exchanged for an equal aggregate principal amount of bonds of the same maturity and interest rate and of any of such authorized denominations. The City or the Bond Registrar may make a charge sufficient for the reimbursement of any tax, fee or other governmental charge required to be paid with respect to the transfer or exchange of this bond. No other charge shall be made for the privilege of making such transfer or exchange. The City and the Bond Registrar may treat and consider the person in whose name this bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal and interest due hereon and for all other purposes whatsoever.

This bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been duly executed by the Bond Registrar.

It is hereby certified, recited and declared that all acts, conditions and things required to be done, exist and be performed precedent to and in the issuance of this bond in order to make it a legal, valid and binding obligation of the City have been done, exist and have been performed in regular and due time, form and manner as required by law,

and that the series of bonds of which this bond is one, together with all other indebtedness of the City, is within every debt or other limit prescribed by law.

IN WITNESS WHEREOF, the City of Rock Island has caused this bond to be executed in its name and on its behalf by the manual or facsimile signature of its Mayor, and its corporate seal, or a facsimile thereof, to be hereunto affixed or otherwise reproduced hereon and attested by the manual or facsimile signature of its City Clerk.

Dated: _____, 2021

CITY OF ROCK ISLAND

Mayor

Attest:

CERTIFICATE OF AUTHENTICATION

This bond is one of the General Obligation Refunding Bonds, Series 2021[A] [B], described in the within mentioned Ordinance.

AMALGAMATED BANK OF CHICAGO,
as Bond Registrar

City Clerk

By _____
Authorized Signer

ASSIGNMENT

For value received the undersigned sells, assigns and transfers unto _____

the within bond and hereby irrevocably constitutes and appoints _____

attorney to transfer the said bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated _____

Signature Guarantee:

Section 13. Levy and Extension of Taxes. (A) For the purpose of providing the money required to pay the interest on the 2021A Bonds when and as the same falls due and to pay and discharge the principal thereof (including any mandatory sinking fund installments) as the same shall mature, there is hereby levied upon all the taxable property in the City, in each year while any of the 2021A Bonds shall be outstanding, a direct annual tax sufficient for that purpose in addition to all other taxes, as follows:

<u>Tax Levy Year</u>	<u>A Tax Sufficient to Produce</u>
2021	\$750,000
2022	750,000
2023	750,000
2024	750,000
2025	750,000
2026	750,000
2027	750,000
2028	750,000
2029	750,000
2030	750,000
2031	750,000
2032	750,000
2033	750,000
2034	750,000
2035	750,000
2036	750,000
2037	750,000
2038	750,000
2039	750,000

(B) For the purpose of providing the money required to pay the interest on the 2021B Bonds when and as the same falls due and to pay and discharge the principal thereof (including any mandatory sinking fund installments) as the same shall mature, there is hereby levied upon all the taxable property in the City, in each year while any of the 2021B Bonds shall be outstanding, a direct annual tax sufficient for that purpose in addition to all other taxes, as follows:

<u>Tax Levy Year</u>	<u>A Tax Sufficient to Produce</u>
2021	\$1,231,568
2022	1,231,568
2023	1,231,568
2024	1,231,568
2025	1,231,568
2026	1,231,568
2027	1,231,568
2028	1,231,568
2029	1,231,568
2030	1,231,568
2031	1,231,568
2032	1,231,568
2033	273,084
2034	273,084

(C) Interest or principal coming due at any time when there shall be insufficient funds on hand to pay the same shall be paid promptly when due from current funds on hand in advance of the collection of the taxes herein levied; and when said taxes shall have been collected, reimbursement shall be made to the said funds in the amounts thus advanced.

(D) After the sale of the 2021 Bonds and the execution of the Bond Order, an executed copy of the Bond Order and a copy of this ordinance, certified by the City Clerk which certificate shall recite that this ordinance has been duly adopted, shall be filed with the County Clerk of Rock Island County, Illinois, who is hereby directed to ascertain the rate per cent required to produce the aggregate taxes hereinbefore provided to be levied in the years 2021 to 2039, both inclusive, and subject to adjustment as provided in paragraph (E) of this Section, to extend the same for collection on the tax books in connection with other taxes levied in said years, in and by the City for general corporate purposes of the City, and in said years such annual tax shall be levied and collected in

like manner as taxes for general corporate purposes for said years are levied and collected and, when collected, such taxes shall be used for the purpose of paying the principal of and interest on the applicable series of the 2021 Bonds as the same become due and payable.

(E) In the event that 2021 Bonds are to be issued in principal amounts and bearing interest such that for any tax levy year an amount less than that set forth in paragraphs (A) and (B) of this Section is required to be produced to pay when due the principal of and interest on the applicable series of 2021 Bonds, then the Finance Director is authorized and directed to file with the aforesaid County Clerk, on or prior to the date of delivery of the 2021 Bonds, a direction for abatement of taxes specifying the exact amount of taxes to be levied to produce the required amounts for each of the various tax levy years.

Section 14. Taxes Levied for Payment of Prior Bonds. After the issuance of the 2021 Bonds, the Finance Director shall file with the County Clerk of Rock Island County a certificate listing the Prior Bonds and the taxes theretofore levied for the payment of the principal of and interest on the Prior Bonds due after December 1, 2021 and said certificate shall direct the abatement of such taxes.

Section 15. Escrow Deposit Agreement. The form of 2021 Escrow Deposit Agreement, by and between the City and Amalgamated Bank of Chicago, as Escrow Agent, on file in the office of the City Clerk and presented at this meeting, is hereby approved. The proper officers of the City are authorized and directed to execute and deliver the 2021 Escrow Deposit Agreement on behalf of the City.

Section 16. Application of Bond Proceeds. (A) The proceeds of sale of the 2021A Bonds shall be deposited as follows:

1. To the Escrow Fund maintained under the 2021 Escrow Deposit Agreement, the amount, together with any other moneys of the City deposited therein, necessary to provide for the payment of the redemption price of the 2012A Prior Bonds and 2013A Prior Bonds on December 1, 2021.

2. To the 2021 Expense Fund, which is hereby established as special fund of the City, the amount of such proceeds of sale remaining after making the foregoing deposit.

(B) The proceeds of sale of the 2021B Bonds shall be applied as follows:

1. To the payment of the Prior IEPA Loans.

2. To the 2021 Expense Fund, the amount of such proceeds of sale remaining after making the foregoing deposit.

Section 17. Debt Service Funds. (A) The tax receipts derived from the taxes levied pursuant to paragraph (A) of Section 13 of this ordinance to pay the principal of and interest on the 2021A Bonds and all other moneys to be used for the payment of the principal of and interest on the 2021A Bonds, shall be deposited in the "2021A Debt Service Fund," which is hereby established as special fund of the City and shall be administered as a bona fide debt service fund under the Internal Revenue Code of 1986 (the "Code").

(B) The tax receipts derived from the taxes levied pursuant to paragraph (B) of Section 13 of this ordinance to pay the principal of and interest on the 2021B Bonds and all other moneys to be used for the payment of the principal of and interest on the 2021B

Bonds shall be deposited in the “2021B Debt Service Fund,” which is hereby established as special fund of the City and shall be administered as a bona fide debt service fund under the Internal Revenue Code of 1986 (the “Code”).

Section 18. Pledge Securing Bonds. The moneys deposited or to be deposited into the applicable Debt Service Funds for each series of the 2021 Bonds, including the tax receipts derived from the taxes levied pursuant to this ordinance, are pledged as security for the payment of the principal of and interest on such series of the 2021 Bonds. These pledges are made pursuant to Section 13 of the Local Government Debt Reform Act and shall be valid and binding from the date of issuance of the 2021 Bonds. All such tax receipts and the moneys held in such Debt Service Funds shall immediately be subject to the lien of such pledge without any physical delivery or further act and the lien of such pledge shall be valid and binding as against all parties having claims of any kind in tort, contract or otherwise against the City irrespective of whether such parties have notice thereof.

Section 19. Expense Fund. Moneys in the 2021 Expense Fund shall be used for the payment of costs of issuance of the 2021 Bonds but may hereafter be reappropriated and used for other purposes if such reappropriation is permitted under Illinois law.

Section 20. Investment Regulations. No investment shall be made of any moneys in the Escrow Fund, the 2021 Expense Fund, the 2021A Debt Service Fund or the 2021B Debt Service Fund, except in accordance with the tax covenants set forth in Section 21 of this ordinance. All income derived from investments in respect of moneys

or securities in any Fund shall be credited in each case to the Fund in which such moneys or securities are held.

Any moneys in any Fund that are subject to investment yield restrictions may be invested in United States Treasury Securities, State and Local Government Series, pursuant to the regulations of the United States Treasury Department, Bureau of the Fiscal Service, or in any tax-exempt bond that is not an “investment property” within the meaning of Section 148(b)(2) of the Code. The Finance Director and agents designated by her are hereby authorized to submit, on behalf of the City, subscriptions for such United States Treasury Securities and to request redemption of such United States Treasury Securities.

Section 21. Tax Covenants. The City shall not take, or omit to take, any action lawful and within its power to take, which action or omission would cause interest on any 2021 Bond to become subject to federal income taxes in addition to federal income taxes to which interest on such 2021 Bond is subject on the date of original issuance thereof.

The City shall not permit any of the proceeds of the 2021 Bonds, or any facilities financed with such proceeds, to be used in any manner that would cause any 2021 Bond to constitute a “private activity bond” within the meaning of Section 141 of the Code.

The City shall not permit any of the proceeds of the 2021 Bonds or other moneys to be invested in any manner that would cause any 2021 Bond to constitute an “arbitrage bond” within the meaning of Section 148 of the Code or a “hedge bond” within the meaning of Section 149(g) of the Code.

The City shall comply with the provisions of Section 148(f) of the Code relating to the rebate of certain investment earnings at periodic intervals to the United States of America.

Section 22. Continuing Disclosure. For the benefit of the beneficial owners of the 2021 Bonds, the City covenants and agrees to provide to the Municipal Securities Rulemaking Board (the “MSRB”) for disclosure on the Electronic Municipal Market Access (“EMMA”) system, in an electronic format as prescribed by the MSRB, (i) an annual report containing certain financial information and operating data relating to the City and (ii) timely notices of the occurrence of certain enumerated events. All documents provided to the MSRB shall be accompanied by identifying information as prescribed by the MSRB.

The annual report shall be provided to the MSRB for disclosure on EMMA within 210 days after the close of the City’s fiscal year. The information to be contained in the annual report shall consist of the annual audited financial statement of the City and such additional information as noted in the Official Statement under the caption “Continuing Disclosure.” Each annual audited financial statement will conform to generally accepted accounting principles applicable to governmental units and will be prepared in accordance with standards of the Governmental Accounting Standards Board. If the audited financial statement is not available, then an unaudited financial statement shall be included in the annual report and the audited financial statement shall be provided promptly after it becomes available.

The City, in a timely manner not in excess of ten business days after the occurrence of the event, shall provide notice to the MSRB for disclosure on EMMA of any failure of the City to provide any such annual report within the 210 day period and of the

occurrence of any of the following events with respect to the 2021 Bonds: (1) principal and interest payment delinquencies; (2) non-payment related defaults, if material; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax-exempt status of the 2021 Bonds, or other events affecting the tax-exempt status of the 2021 Bonds; (7) modifications to rights of Bondholders, if material; (8) 2021 Bond calls, if material and tender offers; (9) defeasances; (10) release, substitution or sale of property securing repayment of the 2021 Bonds, if material; (11) rating changes; (12) bankruptcy, insolvency, receivership or similar event of the City; (13) the consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of the assets of the City, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (14) appointment of a successor or additional trustee or the change of name of a trustee, if material; (15) incurrence of a financial obligation of the City, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the City, any of which affect bondholders, if material; and (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation of the City, any of which reflect financial difficulties. For the

purposes of the event identified in clause (12), the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the City in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the City, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan or reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the City. As used in clauses (15) and (16), the term financial obligation means a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) guarantee of (i) or (ii). The term financial obligation shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with Securities and Exchange Commission Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (the "Rule").

It is found and determined that the City has agreed to the undertakings contained in this Section in order to assist participating underwriters of the 2021 Bonds and brokers, dealers and municipal securities dealers in complying with paragraph (b)(5) of the Rule. The Finance Director or her designee is authorized and directed to do and perform, or cause to be done or performed, for or on behalf of the City, each and every thing necessary to accomplish the undertakings of the City contained in this Section for so long

as paragraph (b)(5) of the Rule is applicable to the 2021 Bonds and the City remains an “obligated person” under the Rule with respect to the 2021 Bonds.

The undertakings contained in this Section may be amended by the City upon a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of the obligated person, or type of business conducted, provided that (a) the undertaking, as amended, would have complied with the requirements of paragraph (b)(5) of the Rule at the time of the primary offering, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances and (b) in the opinion of nationally recognized bond counsel selected by the City, the amendment does not materially impair the interests of the beneficial owners of the 2021 Bonds.

Section 23. Bond Registrar. The City covenants that it shall at all times retain a bond registrar with respect to the 2021 Bonds, that it will maintain at the designated office of such bond registrar a place where 2021 Bonds may be presented for payment and registration of transfer or exchange and that it shall require that the bond registrar maintain proper registration books and perform the other duties and obligations imposed upon the bond registrar by this ordinance in a manner consistent with the standards, customs and practices of the municipal securities business.

The bond registrar shall signify its acceptance of the duties and obligations imposed upon it by this ordinance by executing the certificate of authentication on any 2021 Bond, and by such execution the bond registrar shall be deemed to have certified to the City that it has all requisite power to accept, and has accepted such duties and obligations not only with respect to the 2021 Bond so authenticated but with respect to all

the 2021 Bonds. The bond registrar is the agent of the City and shall not be liable in connection with the performance of its duties except for its own negligence or default. The bond registrar shall, however, be responsible for any representation in its certificate of authentication on the 2021 Bonds.

The City may remove the bond registrar at any time. In case at any time the bond registrar shall resign or shall be removed or shall become incapable of acting, or shall be adjudged a bankrupt or insolvent, or if a receiver, liquidator or conservator of the bond registrar, or of its property, shall be appointed, or if any public officer shall take charge or control of the bond registrar or of its property or affairs, the City covenants and agrees that it will thereupon appoint a successor bond registrar. The City shall mail notice of any such appointment made by it to each registered owner of 2021 Bonds within twenty days after such appointment.

Section 24. Book-Entry System. In order to provide for the initial issuance of the 2021 Bonds in a form that provides for a system of book-entry only transfers, the ownership of one fully registered bond for each maturity of each series of the 2021 Bonds, in the aggregate principal amount of such maturity, shall be registered in the name of Cede & Co., as a nominee of The Depository Trust Company, as securities depository for the 2021 Bonds. The Finance Director is authorized to execute and deliver on behalf of the City such letters to, or agreements with, the securities depository as shall be necessary to effectuate such book-entry system.

In case at any time the securities depository shall resign or shall become incapable of acting, then the City shall appoint a successor securities depository to provide a system of book-entry only transfers for the 2021 Bonds, by written notice to the predecessor

securities depository directing it to notify its participants (those persons for whom the securities depository holds securities) of the appointment of a successor securities depository.

If the system of book-entry only transfers for the 2021 Bonds is discontinued, then the City shall issue and the bond registrar shall authenticate, register and deliver to the beneficial owners of the 2021 Bonds, bond certificates in replacement of such beneficial owners' beneficial interests in the 2021 Bonds, all as shown in the records maintained by the securities depository.

Section 25. Defeasance and Payment of Bonds. (A) If the City shall pay or cause to be paid to the registered owners of the 2021 Bonds, the principal and interest due or to become due thereon, at the times and in the manner stipulated therein and in this ordinance, then the pledge of taxes, securities and funds hereby pledged and the covenants, agreements and other obligations of the City to the registered owners and the beneficial owners of the 2021 Bonds shall be discharged and satisfied.

(B) Any 2021 Bonds or interest installments appertaining thereto, whether at or prior to the maturity date of such 2021 Bonds, shall be deemed to have been paid within the meaning of paragraph (A) of this Section if (1) in case any such 2021 Bonds are to be redeemed prior to the maturity thereof, there shall have been taken all action necessary to call such 2021 Bonds for redemption and notice of such redemption shall have been duly given or provision shall have been made for the giving of such notice, and (2) there shall have been deposited in trust with a bank, trust company or national banking association acting as fiduciary for such purpose either (i) moneys in an amount which shall be sufficient, or (ii) "Federal Obligations" as defined in paragraph (C) of this Section,

the principal of and the interest on which when due will provide moneys which, together with any moneys on deposit with such fiduciary at the same time for such purpose, shall be sufficient, to pay when due the principal of and interest due and to become due on said 2021 Bonds on and prior to the applicable redemption date or maturity date thereof.

(C) As used in this Section, the term "Federal Obligations" means (i) non-callable, direct obligations of the United States of America, (ii) non-callable and non-prepayable, direct obligations of any agency of the United States of America, which are unconditionally guaranteed by the United States of America as to full and timely payment of principal and interest, (iii) non-callable, non-prepayable coupons or interest installments from the securities described in clause (i) or clause (ii) of this paragraph, which are stripped pursuant to programs of the Department of the Treasury of the United States of America, or (iv) coupons or interest installments stripped from bonds of the Resolution Funding Corporation.

Section 26. Ordinance to Constitute a Contract. The provisions of this ordinance shall constitute a contract between the City and the registered owners of the 2021 Bonds. Any pledge made in this ordinance for the benefit of a series of the 2021 Bonds and the provisions, covenants and agreements herein set forth to be performed by or on behalf of the City with respect to the 2021 Bonds shall be for the equal benefit, protection and security of the owners of any and all of the 2021 Bonds of such series. All of the 2021 Bonds of such series, regardless of the time or times of their issuance, shall be of equal rank without preference, priority or distinction of any of the 2021 Bonds of such series over any other thereof except as expressly provided in or pursuant to this ordinance. This ordinance shall constitute full authority for the issuance of the 2021

Bonds and to the extent that the provisions of this ordinance conflict with the provisions of any other ordinance or resolution of the City, the provisions of this ordinance shall control. If any section, paragraph or provision of this ordinance shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this ordinance.

In this ordinance, reference to an officer of the City includes any person holding that office on an interim basis and any person delegated the authority to act on behalf of such officer.

Section 27. Publication. The City Clerk is hereby authorized and directed to publish this ordinance in pamphlet form and to file copies thereof for public inspection in her office.

Section 28. Effective Date. This ordinance shall become effective upon its passage and approval.

Passed and adopted this 13th day of September, 2021, by roll call vote, as follows:

Ayes:

Nays:

Approved: September 13, 2021

Mayor

Published in pamphlet form: September 14, 2021

(SEAL)

Attest:

City Clerk

CERTIFICATE

I, JOSHUA ADAMS, Interim City Clerk of the City of Rock Island, Illinois, hereby certify that the foregoing ordinance entitled: "Ordinance Authorizing the Issuance of General Obligation Refunding Bonds of 2021 of the City of Rock Island, Illinois," is a true copy of an original ordinance that was duly adopted by the recorded affirmative votes of a majority of the members of the City Council of the City, at a meeting thereof that was duly called and held at 6:45 p.m. on September 13, 2021, in the Council Chambers at the City Hall, and at which a quorum was present and acting throughout, and that said copy has been compared by me with the original ordinance signed by the Mayor on September 13, 2021 and thereafter published in pamphlet form on September 14, 2021, and recorded in the Ordinance Book of the City and that it is a correct transcript thereof and of the whole of said ordinance, and that said ordinance has not been altered, amended, repealed or revoked, but is in full force and effect.

I further certify that the agenda for said meeting included the ordinance as a matter to be considered at the meeting and that said agenda was posted at least 48 hours in advance of the holding of the meeting in the manner required by the Open Meetings Act, 5 Illinois Compiled Statutes 120, and was continuously available for public review during the 48 hour period preceding the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the City, this _____ day of _____, 2021.

(SEAL)

Interim City Clerk