

RESOLUTION NO. 2022-1502

**A RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL OBLIGATION BONDS, SERIES 2022-A, OF ATCHISON COUNTY, KANSAS.**

**WHEREAS**, Atchison County, Kansas (the "Issuer"), has previously authorized certain improvements described as follows (the "Improvements"):

| <u>Project Description</u>    | <u>Res. No.</u> | <u>Authority</u>                                    | <u>Bond Amount</u> |
|-------------------------------|-----------------|---|--------------------|
| 2022 County Road Improvements | 2022-____       | K.S.A. 68-580 <i>et seq.</i><br>Charter Res. 2022-1 | \$2,000,000        |

**WHEREAS**, the Board of County Commissioners of the Issuer (the "Governing Body") has selected the firm of Stifel, Nicolaus & Company, Incorporated, Kansas City, Missouri (the "Financial Advisor"), as Financial Advisor for general obligation bonds of the Issuer to be issued in order to provide funds to permanently finance the Improvements; and

**WHEREAS**, the Issuer desires to authorize the Financial Advisor to proceed with the offering for sale of said general obligation bonds and related activities, including request for proposals, related materials and all other preliminary action necessary to sell said general obligation bonds, in conjunction with the Finance Director, County Clerk, County Counselor and Gilmore & Bell, P.C., Wichita, Kansas, the Issuer's bond counsel ("Bond Counsel").

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ATCHISON COUNTY, KANSAS, AS FOLLOWS:**

**Section 1.** The Financial Advisor, in conjunction with the Finance Director and County Clerk, is hereby authorized to proceed with the offering for sale of the Issuer's General Obligation Bonds, Series 2022-A (the "Bonds"). The Bonds shall be sold, subject to the approving opinion of Bond Counsel, on a negotiated basis to a purchaser or purchasers (collectively the "Purchaser") to be designated by the Finance Director, in consultation with the County Clerk and Financial Advisor, after evaluating proposals submitted by prospective purchasers based on a request for proposals prepared by the Financial Advisor. The timing of offering for sale, the pricing, the determination of the structuring and repayment terms of the Bonds and the selection of various other professionals necessary to complete the issuance of the Bonds, shall be determined by the Finance Director, in consultation with the County Clerk, the Financial Advisor and Bond Counsel.

The confirmation of the sale of the Bonds shall be subject to publication of a notice of intent to sell the Bonds as hereinafter set forth, the execution of a bond purchase agreement between the Purchaser and the Issuer (the "Bond Purchase Agreement") in a form approved by Bond Counsel and the County Counselor, the adoption of a resolution by the Governing Body authorizing the issuance of the Bonds and the execution of various documents necessary to deliver the Bonds. Prior to the execution of the Bond Purchase Agreement, the County Clerk, in conjunction with the Financial Advisor and Bond Counsel, shall publish a Notice of Intent to Seek Private Placement relating to the Bonds in a newspaper of general circulation in Atchison County, Kansas, and the *Kansas Register*.

**Section 2.** The Chairman, County Clerk, Finance Director, County Counselor, and the other officers and representatives of the Issuer, the Financial Advisor, the Purchaser 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. In addition, the Chairman is hereby authorized and directed to execute the Financial Advisory Agreement between the County and the Financial Advisor.

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 3.** This Resolution shall be in full force and effect from and after its adoption.

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ADOPTED by the Board of County Commissioners of Atchison County, Kansas on May 17, 2022.

(Seal)



Eric Noll, Chairman  
District 2 Commissioner

ATTEST:

Jack Bower  
District 1 Commissioner

Michelle Phillips  
County Clerk

Casey Quinn  
District 3 Commissioner

#### CERTIFICATE

I hereby certify that the above and foregoing is a true and correct copy of Resolution No. 2022-1502 of Atchison County, Kansas adopted by the Board of County Commissioners on May 17, 2022, as the same appears of record in my office.

DATED: May 17, 2022.

Michelle Phillips  
County Clerk