

ORDINANCE NO. 2011-06-02-0454

AN ORDINANCE COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12, INCLUDING THE APPROVAL AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE OF UP TO \$11,000,000 “CITY OF SAN ANTONIO, TEXAS TAX NOTES, SERIES 2011”; AUTHORIZING THE CITY’S STAFF, CO-FINANCIAL ADVISORS, AND CO-BOND COUNSEL TO TAKE ALL ACTIONS DEEMED NECESSARY IN CONNECTION WITH THE SALE OF SUCH OBLIGATIONS; AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, the City Council (the *City Council*) of the City of San Antonio, Texas (the *City*) is contemplating the issuance of one series of tax notes described in the caption above (the *Obligations*); and

WHEREAS, the City has previously retained Coastal Securities, Inc. and Estrada Hinojosa & Company, Inc., as its co-financial advisors (the *Co-Financial Advisors*), and Fulbright & Jaworski L.L.P. and West & Associates, L.L.P., as its co-bond counsel (*Co-Bond Counsel*), relating to the proposed issuance of the *Obligations*; and

WHEREAS, in order to maximize the City’s flexibility on the timing of entering this tax-exempt market, the City will, by action of the City Council, appoint a syndicate of investment banks as underwriters for the proposed issuance of the *Obligations* (collectively, the *Underwriters*); and

WHEREAS, the preliminary official statement, including the City’s audited financial statements for the period ending September 30, 2010 (the *Preliminary Official Statement*), has been prepared in connection with the proposed issuance and sale of the *Obligations*, and the Preliminary Official Statement has been submitted to and reviewed by proper officials of the City; and

WHEREAS, prior to the offering, sale, and issuance of the *Obligations*, the appropriate officials of the City must review and approve the distribution of the “deemed final” Preliminary Official Statement in order to comply with the requirements contained in 17 C.F.R. §240.15c2-12 (the *Securities and Exchange Commission Rule*); and

WHEREAS, based upon their review of the Preliminary Official Statement and of the final Official Statement (the *Final Official Statement* and collectively with the Preliminary Official Statement, the *Official Statement*), the appropriate officials of the City must find to the best of their knowledge and belief, after reasonable investigation, that the representations of facts pertaining to the City contained in the Official Statement are true and correct and that, except as disclosed in the Official Statement, there are no facts pertaining to the City that would adversely affect the issuance of the *Obligations* or the City’s ability to pay the debt service requirements on the *Obligations* when due; and

WHEREAS, the City Council will comply with the requirements contained in the Securities and Exchange Commission Rule concerning the creation of a contractual obligation between the City and the Underwriters to provide the Underwriters with a Preliminary Official Statement and a Final Official Statement in a time and manner that will enable the Underwriters to comply with the distribution requirements and continuing disclosure requirements contained in the Securities and Exchange Commission Rule; and

WHEREAS, the City Council hereby finds and determines that the Preliminary Official Statement is "deemed final" as that term is defined in the Securities and Exchange Commission Rule; and

WHEREAS, the City Council hereby finds and determines that the Official Statement should be approved and authorization to distribute such document concerning the negotiated sale of the Obligations should be given in the manner provided by applicable law; and

WHEREAS, the City Council authorizes the City Manager, Chief Financial Officer, City Clerk, and the City Attorney, as appropriate, or their designees, to review, approve, and execute any document or certificate in order to allow the City to comply with the requirements contained in the Securities and Exchange Commission Rule; and

WHEREAS, the City Council hereby finds and determines that such documents pertaining to the sale of the Obligations should be approved;

WHEREAS, the City Council hereby finds and determines that the adoption of this Ordinance is in the best interests of the citizens of the City; now, therefore,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO THAT:

SECTION 1: The Preliminary Official Statement, including the City's audited financial statements for the period ending September 30, 2010, prepared in connection with the issuance and sale of the Obligations is hereby approved, such documents to read substantially as attached hereto as Exhibit A and incorporated herein by reference and made a part of this Ordinance for all purposes, and the Mayor and the City Clerk are hereby authorized to execute and cause distribution to be made of such documents for and on behalf of the City.

SECTION 2: The City Manager, Chief Financial Officer, City Clerk, and the City Attorney, as appropriate, or their designees, are authorized to review and approve the Final Official Statement, including any amendment thereto, pertaining to the offering, sale, and issuance of the Obligations and to execute any document or certificate in order to comply with the requirements contained in the Securities and Exchange Commission Rule.

SECTION 3: The City Clerk is directed to maintain a copy of this Ordinance in the City's official records in a manner that will allow any member of the general public to review this Ordinance during the normal business hours of the City during the period beginning thirty (30) days after the adoption hereof and ending on the date of issuance of the Obligations.

SECTION 4: The Co-Financial Advisors and Co-Bond Counsel are hereby authorized to coordinate and take all necessary action to facilitate the sale of the Obligations by the City to the Underwriters, to apply for and receive ratings on the Obligations from the national rating services, and to otherwise coordinate the financial aspects relating to this transaction to ensure that the City's sale of the Obligations is accomplished in the most efficient and advantageous manner available, given then-prevailing market conditions, and to comply with all regulations and rules promulgated by the United States Securities and Exchange Commission and the Municipal Securities Rule Making Board.

SECTION 5: The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Ordinance for all purposes and are adopted as a part of the judgment and findings of the City Council.

SECTION 6: All ordinances and resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Ordinance are hereby repealed to the extent of such conflict, and the provisions of this Ordinance shall be and remain controlling as to the matters resolved herein.

SECTION 7: This Ordinance shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

SECTION 8: If any provision of this Ordinance or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Ordinance and the application of such provision to other persons and circumstances shall nevertheless be valid, and the City Council hereby declares that this Ordinance would have been enacted without such invalid provision.

SECTION 9: It is officially found, determined, and declared that the meeting at which this Ordinance is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Ordinance, was given, all as required by Chapter 551, as amended, Texas Government Code.

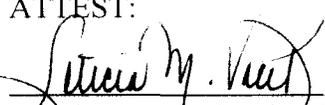
SECTION 10: Effective Date. The effective date of this Ordinance shall be governed by the provisions of Section 1-15 of the City Code of San Antonio, Texas. This Ordinance shall take effect immediately if passed by eight (8) affirmative votes; otherwise, this Ordinance shall take effect ten (10) days from the date of passage.

[The remainder of this page intentionally left blank]

PASSED and APPROVED this 2nd day of June, 2011.

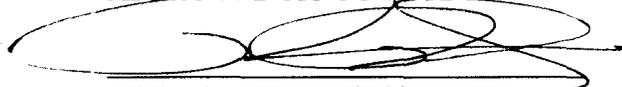

M A Y O R
Julián Castro

ATTEST:



Leticia M. Vacek, City Clerk

APPROVED AS TO FORM:



Michael D. Bernard, City Attorney

(SEAL)



Exhibit A

Preliminary Official Statement

CERTIFICATE OF CITY CLERK

THE STATE OF TEXAS §
 §
COUNTIES OF BEXAR, COMAL AND §
MEDINA §
 §
CITY OF SAN ANTONIO §

THE UNDERSIGNED HEREBY CERTIFIES that:

1. On the 2nd day of June, 2011, the City Council (the *Council*) of the City of San Antonio, Texas (the *City*) convened in regular session at its regular meeting place at the City Hall (the *Meeting*), the duly constituted members of the Council being as follows:

Julián Castro	Mayor
Ray Lopez	Mayor Pro Tem
Mary Alice P. Cisneros	Councilmember
Ivy R. Taylor	Councilmember
Jennifer V. Ramos	Councilmember
Rey Saldaña	Councilmember
David Medina, Jr.	Councilmember
Justin Rodriguez	Councilmember
W. Reed Williams	Councilmember
Elisa Chan	Councilmember
Carlton Soules	Councilmember

and all of such persons were present at the Meeting, except the following: NONE, thus constituting a quorum. Among other business considered at the Meeting, the attached Ordinance (the *Ordinance*) entitled:

AN ORDINANCE COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12, INCLUDING THE APPROVAL AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE OF UP TO \$11,000,000 "CITY OF SAN ANTONIO, TEXAS TAX NOTES, SERIES 2011"; AUTHORIZING THE CITY'S STAFF, CO-FINANCIAL ADVISORS, AND CO-BOND COUNSEL TO TAKE ALL ACTIONS DEEMED NECESSARY IN CONNECTION WITH THE SALE OF SUCH OBLIGATIONS; AND PROVIDING FOR AN EFFECTIVE DATE

was introduced and submitted to the Council for passage and adoption. After presentation and due consideration of the Ordinance, a motion was made by Councilmember CISNEROS that the Ordinance be finally passed and adopted in accordance with the City's Home Rule Charter. The motion was seconded by Councilmember RODRIGUEZ and carried by the following vote:

11 voted "For" ~~0~~ voted "Against" ~~0~~ abstained

all as shown in the official Minutes of the Council for the Meeting.

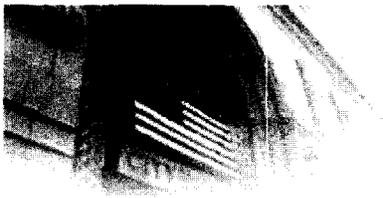
2. The attached Ordinance is a true and correct copy of the original on file in the official records of the City; the duly qualified and acting members of the Council of the City on the date of the Meeting are those persons shown above, and, according to the records of my office, each member of the Council was given actual notice of the time, place, and purpose of the Meeting and had actual notice that the Ordinance would be considered; and the Meeting and deliberation of the aforesaid public business, including the subject of the Ordinance, was posted and given in advance thereof in compliance with the provisions of Chapter 551, as amended, Texas Government Code.

IN WITNESS WHEREOF, I have signed my name officially and affixed the seal of the City, this 2nd day of June, 2011.



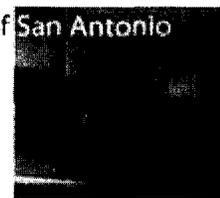
Leanne M. West

City Clerk, City of San Antonio, Texas



Request for
COUNCIL
ACTION

City of San Antonio



Agenda Voting Results - 29B

Name:	6, 7, 8, 9, 11, 13, 14, 16, 18, 19, 20, 21, 25, 26, 28, 29A, 29B, 29C, 30, 31						
Date:	06/02/2011						
Time:	09:43:57 AM						
Vote Type:	Motion to Approve						
Description:	An Ordinance complying with the requirements contained in United States Securities and Exchange Commission Rule 15c2-12, including the approval and distribution of a preliminary official statement pertaining to the issuance of up to \$11,000,000.00 "City of San Antonio, Texas Tax Notes, Series 2011"; authorizing the City's staff, Co-Financial Advisors, and Co-Bond Counsel to take all actions deemed necessary in connection with the sale of such obligations; and providing for an effective date.						
Result:	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Julián Castro	Mayor		x				
Mary Alice P. Cisneros	District 1		x			x	
Ivy R. Taylor	District 2		x				
Jennifer V. Ramos	District 3		x				
Rey Saldaña	District 4		x				
David Medina Jr.	District 5		x				
Ray Lopez	District 6		x				
Justin Rodriguez	District 7		x				x
W. Reed Williams	District 8		x				
Elisa Chan	District 9		x				
Carlton Soules	District 10		x				