

RESOLUTION NO. 2012-06-14-0020R

**A RESOLUTION BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO, TEXAS APPROVING THE CITY'S PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE SALE OF OBLIGATIONS DESIGNATED AS "CITY OF SAN ANTONIO, TEXAS GENERAL IMPROVEMENT BONDS, SERIES 2012" AND "CITY OF SAN ANTONIO, TEXAS COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2012"; COMPLYING WITH THE REQUIREMENTS CONTAINED IN THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION'S RULE 15c2-12; AND OTHER MATTERS IN CONNECTION THEREWITH**

WHEREAS, the City Council (the *Council*) of the City of San Antonio, Texas (the *City*) hereby finds and determines that the current tax-exempt bond market is favorable to negotiate the sale of its "City of San Antonio, Texas General Improvement Bonds, Series 2012" and its "City of San Antonio, Texas Combination Tax and Revenue Certificates of Obligation, Series 2012" (collectively, the *Obligations*); and

WHEREAS, the City has previously retained Coastal Securities, Inc., and Estrada Hinojosa & Company, Inc., as its co-financial advisors (the *Financial Advisors*) relating to the proposed issuance of any obligations; and

WHEREAS, in order to maximize the City's flexibility on the timing of entering this tax-exempt market, the City ratifies the appointment of the investment banks identified in the Preliminary Official Statement (hereinafter defined) which will also be approved on the date that this Resolution is adopted as the syndicate of underwriters for the proposed issuance of the Obligations (the *Underwriters*); and

WHEREAS, the City is contemplating the sale of the Obligations at a negotiated sale currently scheduled to occur on or about August 2, 2012; and

WHEREAS, prior to the offering, sale, and delivery of the Obligations the appropriate officials of the City must review and approve the distribution of a "deemed final" preliminary official statement (the *Preliminary Official Statement*) prepared by the City for use by the Underwriters in their marketing and sale of the Obligations in order to comply with the requirements contained in 17 C.F.R. §240.15c2-12 (the *Securities and Exchange Commission Rule*); and

WHEREAS, the Council hereby approves the Preliminary Official Statement and delegates to the City's authorized representatives the authority to approve the final official statement relating to the Obligations (the *Final Official Statement*, and collectively with the Preliminary Official Statement, the *Official Statement*), which approval and delegation, respectively, includes selection and inclusion in such documents of portions of the City's Comprehensive Annual Financial Report for the period ending September 30, 2011; and

WHEREAS, the Council hereby approves the Preliminary Official Statement, including the City's audited financial statements for the period ending September 30, 2011, pertaining to the proposed issuance of the Obligations; and

WHEREAS, based upon their review of 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 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 the Official Statement in a time and manner that will enable the Underwriters to comply with the distribution requirements and the continuing disclosure requirements contained in the Securities and Exchange Commission Rule; and

WHEREAS, the Council authorizes the Mayor, Mayor Pro Tem, City Manager, City Clerk, Chief Financial Officer, and 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 Council hereby finds and determines that these actions are in the best interests of the residents of the City; now, therefore,

BE IT RESOLVED 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, 2011, 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 Resolution for all purposes, and the Mayor and the City Clerk are hereby authorized to execute and cause distribution to be made of such document for and on behalf of the City.

SECTION 2: The Financial Advisors will also coordinate the sale of the Obligations with the national rating services and will otherwise coordinate the financial aspects relating to this transaction to ensure that the City receives the lowest possible interest rates on the Obligations from the Underwriters at a negotiated sale currently scheduled to occur on or about August 2, 2012 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 3: The Underwriters (as heretofore approved by the Council) are confirmed to serve as the underwriting syndicate for the proposed issuance of the Obligations by the City.

SECTION 4: The Mayor, Mayor Pro Tem, City Manager, City Clerk, Chief Financial Officer, and City Attorney, as appropriate, are authorized to review and approve the Official

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

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

SECTION 7: This Resolution 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 Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and this Council hereby declares that this Resolution would have been enacted without such invalid provision.

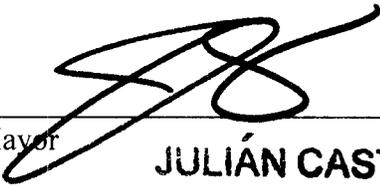
SECTION 9: It is officially found, determined, and declared that the meeting at which this Resolution is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Resolution, was given, all as required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

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

*[The remainder of this page intentionally left blank.]*

PASSED AND APPROVED, this the 14th day of June, 2012.

CITY OF SAN ANTONIO, TEXAS

  
\_\_\_\_\_  
Mayor **JULIÁN CASTRO**

ATTEST:

  
\_\_\_\_\_  
City Clerk

(CITY SEAL)



I, the undersigned, City Attorney of the City of San Antonio, Texas, hereby certify that I read, passed upon, and approved as to form the foregoing Ordinance prior to its adoption and passage as aforesaid.

  
\_\_\_\_\_  
Michael D. Bernard, City Attorney  
City of San Antonio, Texas

|                     |   |                    |            |            |                |               |               |
|---------------------|---|--------------------|------------|------------|----------------|---------------|---------------|
| <b>Agenda Item:</b> | 39A ( in consent vote: 4, 5, 6, 8, 11, 12, 13, 15, 16, 17, 21, 22, 23, 24, 25, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37A, 38A, 38B, 39A, 39B, 39C, 39D, 39E, 40A, 40B, 40C, 40D, 40E, 40F )   |                    |            |            |                |               |               |
| <b>Date:</b>        | 06/14/2012  |                    |            |            |                |               |               |
| <b>Time:</b>        | 09:27:40 AM   |                    |            |            |                |               |               |
| <b>Vote Type:</b>   | Motion to Approve   |                    |            |            |                |               |               |
| <b>Description:</b> | This Resolution approves the City's preliminary official statement pertaining to the sale of obligations designated as "City of San Antonio, Texas General Improvement Bonds, Series 2012" in a maximum principal amount not to exceed \$175,000,000; and "City of San Antonio, Texas Combination Tax and Revenue Certificates of Obligation, Series 2012" in a maximum principal amount not to exceed \$35,000,000; complies with the requirements contained in the United States Securities and Exchange Commission's Rule 15c2-12; and approves other matters in connection therewith. |                    |            |            |                |               |               |
| <b>Result:</b>      | Passed  |                    |            |            |                |               |               |
|                     |   |                    |            |            |                |               |               |
| <b>Voter</b>        | <b>Group</b>  | <b>Not Present</b> | <b>Yea</b> | <b>Nay</b> | <b>Abstain</b> | <b>Motion</b> | <b>Second</b> |
| Julián Castro       | Mayor   |                    | x          |            |                |               |               |
| Diego Bernal        | District 1  |                    | x          |            |                |               | x             |
| Ivy R. Taylor       | District 2  |                    | x          |            |                |               |               |
| Leticia Ozuna       | District 3  |                    | x          |            |                |               |               |
| Rey Saldaña         | District 4  | x                  |            |            |                |               |               |
| David Medina Jr.    | District 5  |                    | x          |            |                |               |               |
| Ray Lopez           | District 6  |                    | x          |            |                | x             |               |
| Cris Medina         | District 7  |                    | x          |            |                |               |               |
| W. Reed Williams    | District 8  |                    | x          |            |                |               |               |
| Elisa Chan          | District 9  |                    | x          |            |                |               |               |
| Carlton Soules      | District 10   |                    | x          |            |                |               |               |

**EXHIBIT A**

Combined GI/CO Preliminary Official Statement

See Tab No. \_\_\_

**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 14th day of June, 2012 the City Council (the *Council*) of the City of San Antonio, Texas (the *City*) convened in regular session at its regular meeting place in the City Hall of the City (the *Meeting*), the duly constituted members of the Council being as follows:

|                   |               |
|-------------------|---------------|
| Julián Castro     | Mayor         |
| Elisa Chan        | Mayor Pro Tem |
| Diego M. Bernal   | Councilmember |
| Ivy R. Taylor     | Councilmember |
| Rey Saldaña       | Councilmember |
| David Medina, Jr. | Councilmember |
| Ray Lopez         | Councilmember |
| Cris Medina       | Councilmember |
| W. Reed Williams  | Councilmember |
| Leticia Ozuna     | Councilmember |
| Carlton Soules    | Councilmember |

and all of such persons were present at the Meeting, except the following: REY SALDAÑA, thus constituting a quorum. Among other business considered at the Meeting, the attached resolution (the *Resolution*) entitled:

A RESOLUTION BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO, TEXAS APPROVING THE CITY'S PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE SALE OF OBLIGATIONS DESIGNATED AS "CITY OF SAN ANTONIO, TEXAS GENERAL IMPROVEMENT BONDS, SERIES 2012" AND "CITY OF SAN ANTONIO, TEXAS COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2012"; COMPLYING WITH THE REQUIREMENTS CONTAINED IN THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION'S RULE 15c2-12; AND OTHER MATTERS IN CONNECTION THEREWITH

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

10 voted "For" 0 voted "Against" 0 abstained

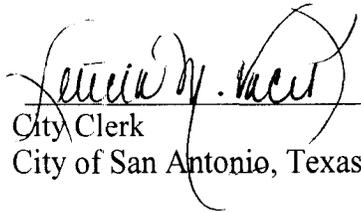
all as shown in the official Minutes of the Council for the Meeting.

2. The attached Resolution 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 Resolution would be considered; and the Meeting and deliberation of the aforesaid public business, including the subject of the Resolution, was open to the public, and 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 14th day of June, 2012.



(SEAL)

  
\_\_\_\_\_  
City Clerk  
City of San Antonio, Texas