

1 Introduced March 23, 2010, by Councilman
2 Hicks, seconded by Councilman Cusimano

3
4 **RESOLUTION R10-05**

5 A resolution authorizing the advertising for bids for the purchase of Nine
6 Million Nine Hundred Fifty Thousand Dollars (\$9,950,000) of General Obligation Bonds,
7 Series 2010, of the City of Slidell, State of Louisiana; approving the distribution of a
8 Preliminary Official Statement and Official Notice of Bond Sale; and providing for other
9 matters in connection therewith.

10 WHEREAS, the City of Slidell, State of Louisiana (the "City" or "Issuer") has
11 complied with the provisions of Article VI, Section 33 of the Constitution of the State of
12 Louisiana of 1974, Sub-Part A, Part III, Chapter 4, Title 39 of the Louisiana Revised
13 Statutes of 1950 (La. R.S. 39:551 *et seq.*), and other constitutional and statutory authority
14 (collectively, the "Act"), and is authorized to borrow money and issue general obligation
15 bonds payable from ad valorem taxes after being granted authorization by a majority of the
16 electors voting on a proposition at an election in the City; and

17 WHEREAS, an ordinance providing for the incurring of debt and issuance of
18 not to exceed \$10,000,000 General Obligation Bonds, Series 2010 (the "Bonds"), of
19 the Issuer; prescribing the form, terms and conditions of such Bonds; designating the date,
20 denomination, time and place of payment thereof; authorizing an agreement with the
21 Paying Agent; and providing for other matters in connection therewith was duly introduced,
22 published and, after public hearing, was subsequently adopted by the City Council, acting
23 as governing authority of the City, at a duly advertised meeting held on March 23, 2010
24 (the "Ordinance").

25 WHEREAS, pursuant to the Act and the Ordinance, the City now desires to
26 advertise for bids for the purchase of its Nine Million Nine Hundred Fifty Thousand Dollars
27 (\$9,950,000) of General Obligation Bonds, Series 2010, to approve any and all necessary
28 offering documents and other agreements, including, but not limited to, a Preliminary
29 Official Statement, an Official Notice of Bond Sale and to provide for other matters in
30 connection therewith.

31 NOW THEREFORE BE IT RESOLVED by the City Council of the City of
32 Slidell, acting as the governing authority of the City of Slidell, State of Louisiana (the
33 "Governing Authority"), that:

34 SECTION 1. The President of the Governing Authority, be and is hereby
35 empowered, authorized and directed to advertise in accordance with the provisions of law
36 for bids for the purchase of the Bonds, said Bonds having been authorized at a special
37 election held in the City on October 17, 2009, for the purpose of acquiring, constructing
38 and improving drainage, streets and bridges. The Bonds will mature twenty (20) years
39 from the date of their issuance, will be in fully registered form, will be dated May 6, 2010,
will be in the denomination of Five Thousand Dollars (\$5,000) each, or any integral

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4 multiple thereof within a single maturity, will be payable from unlimited ad valorem taxation
5 and will bear interest from date thereof or the most recent interest payment date to which
6 interest has been paid or duly provided for, at a rate or rates not exceeding nine per
7 centum (9%) per annum on any Bond in any interest payment period, said interest to be
8 payable on March 1, 2011, and semiannually thereafter on March 1 and September 1 of
9 each year. The Bonds will be numbered from R-1 upwards and will mature serially on
10 March 1 of each year.

11 SECTION 2. Those Bonds maturing March 1, 2021, and thereafter, will be callable
12 for redemption by the Issuer in full at any time on or after March 1, 2020, or in part, in the
13 inverse order of their maturities, and if less than a full maturity, then by lot within such
14 maturity, on any interest payment date on or after March 1, 2020, at the principal amount
15 thereof and accrued interest to the date fixed for redemption. In the event a Bond to be
16 redeemed is of a denomination larger than \$5,000, a portion of such Bond (\$5,000 or any
17 multiple thereof) may be redeemed. Official notice of such call of any of the Bonds for
18 redemption will be given by first class mail, postage prepaid, by notice deposited in the
19 United States mails not less than thirty (30) days prior to the redemption date addressed to
20 the registered owner of each bond to be redeemed at his address as shown on the
21 registration books of the Paying Agent.

22 SECTION 3. The Bonds shall be sold in the manner required by law, and in
23 accordance with the terms of the Ordinance and this Resolution, the Official Notice of
24 Bond Sale herein set forth, and the Official Statement referred to in Section 6 hereof. In
25 advertising the Bonds for sale, the Governing Authority hereby reserves the right to reject
26 any and all bids received.

27 SECTION 4. The President be and is hereby further empowered, authorized and
28 directed to issue a Notice of Bond Sale, in substantially the form attached hereto as
29 **Exhibit A** and cause the same to be published as required by law.

30 SECTION 5. This Governing Authority will meet in open and public session at the
31 time and place set out in the Official Notice of Bond Sale incorporated herein, for the
32 purpose of receiving bids for the Bonds, considering and taking action upon the bids, and
33 taking any other action required by this resolution, or necessary to effectuate the issuance,
34 sale and delivery of the Bonds. If any award of the Bonds shall be made, such award shall
35 be made for not less than par and accrued interest to the highest bidder therefor, such
36 award and highest bidder to be determined in accordance with the aforesaid Official Notice
37 of Bond Sale.

38 SECTION 6. There shall be prepared a Preliminary Official Statement and an
39 Official Statement which shall contain complete bidding details, security features and other
pertinent information relative to the sale and issuance of the Bonds as may be deemed

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4 necessary, advisable or desirable, which Preliminary Official Statement shall be distributed
5 to all prospective bidders and other interested parties.

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7 SECTION 7. Prior to the delivery of the Bonds, the Issuer may pay a portion of the
8 costs of the project from the General Fund. The project includes acquiring, constructing
9 and improving drainage, streets and bridges; Upon the issuance of the Bonds, the Issuer
10 reasonably expects to reimburse any such expenditures of other available funds from a
11 portion of the proceeds of the Bonds. Any such allocation of proceeds of the Bonds for
12 reimbursement will be with respect to capital expenditures (as defined in Reg. 1.150-1(b))
13 and will be made upon the delivery of the Bonds and not later than one year after the later
14 of (i) the date such expenditure was paid or (ii) the date on which the project was placed in
15 service.

16 SECTION 8. The provisions of this Resolution shall supersede any prior resolutions
17 of the Governing Authority with respect to the transactions contemplated hereby to the
18 extent they are inconsistent with the provisions hereof.


19 This resolution having been submitted to a vote, the vote thereon was as follows:

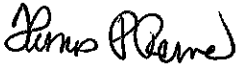
20 YEAS: 8 Cusimano, Harbison, Hicks, Crockett, Fraught, Canada,
21 Devereux, Borchert

22 NAYS: 0

23 ABSENT: 1 Hursey
24

25 And the resolution was declared adopted on this, the 23rd day of March, 2010.
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28 
29 Lionel Hicks
30 President of the Council
31 Councilman, District A

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33 Thomas P. Reeves
34 Council Administrator
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5 STATE OF LOUISIANA
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7 PARISH OF ST. TAMMANY
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9 I, the undersigned Council Administrator of the City Council of the City of Slidell, do
10 hereby certify that the foregoing pages constitute a true and correct copy of a resolution
11 adopted by said City Council of the City of Slidell on March 23, 2010, authorizing the
12 advertising for bids for the purchase of Nine Million Nine Hundred Fifty Thousand Dollars
13 (\$9,950,000) of General Obligation Bonds, Series 2010, of the City of Slidell, State of
14 Louisiana; approving the distribution of a Preliminary Official Statement and Official Notice
of Bond Sale; and providing for other matters in connection therewith.

15 IN FAITH WHEREOF, witness my official signature and the impress of the official
16 seal of said City of Slidell, Parish of St. Tammany, Louisiana, on this, the 23rd day of
17 March, 2010.
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21 _____
22 Thomas P. Reeves
23 Council Administrator
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4 EXHIBIT A

5
6 OFFICIAL NOTICE OF BOND SALE

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8 \$9,950,000
9 CITY OF SLIDELL
10 STATE OF LOUISIANA
11 GENERAL OBLIGATION BONDS,
12 SERIES 2010

13 **Electronic Bids:** The City Council of the City of Slidell (the "Governing
14 Authority"), will receive and publicly examine electronic bids for the purchase of Nine
15 Million Nine Hundred Fifty Thousand Dollars (\$9,950,000) principal amount of General
16 Obligation Bonds, Series 2010 (the "Bonds") of the City of Slidell, State of Louisiana (the
17 "City") until 10:00 a.m., Louisiana (Central Time), on Tuesday, April 13, 2010. Bids
18 received after 10:00 a.m. on such date will not be considered.

19 **Bid Submission:** Notice is hereby given that electronic proposals will be received
20 via PARITY®, in the manner described below, until 10:00 a.m. (Central Time), on Tuesday,
21 April 13, 2010. Bids may be accepted electronically via PARITY® pursuant to this Notice
22 until 10:00 a.m., local time, but no bid will be received after the time for receiving bids
23 specified above. To the extent any instructions or directions set forth in PARITY® conflict
24 with this Notice, the terms of this Notice shall control. For further information about
25 PARITY®, potential bidders may contact the City or PARITY® at (212) 849-5021.

26 **Date of Sale:** Tuesday, April 13, 2010 (or such other date as may be determined
27 by the President of the Governing Authority and duly advertised).

28 **Hour of Sale:** 10:00 a.m. (Louisiana/Central Time).

29 **Place of Sale:** The Governing Authority will meet at 6:30 p.m. on April 13, 2010 at
30 the Slidell City Council Chambers located at 2055 Second Street, Slidell, Louisiana to
31 formally accept the winning bid. The winning bidder will be notified by noon (12:00 p.m.)
32 on April 13, 2010, subject to the approval of the Governing Authority.

33 **Dated Date of Bonds:** May 6, 2010.

34 **Denomination:** \$5,000 or any integral multiple thereof within a single maturity.

35 **Maximum Interest Rate Allowable:** Nine percent (9%) per annum. The difference
36 between the highest and lowest interest rate bids for the Bonds may not be greater than
37 three percent (3%).
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5 **Paying Agent, Registrar:** Regions Bank, at its corporate trust office in Baton
6 Rouge, Louisiana (the "Paying Agent").

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8 **Interest Payment Dates:** The Bonds will bear interest from their date until paid,
9 commencing on March 1, 2011 and semiannually on each March 1 and September 1
10 thereafter.

11 **Principal Payment Dates:** The Bonds shall mature serially on March 1 of each
12 year, commencing on March 1, 2011 and with a final maturity of March 1, 2030.

13 **Form, Manner and Place of Payment of Bonds:** The Bonds will be issued initially
14 as fully registered bonds in book-entry only form and when issued will be registered to
15 Cede & Co., as nominee of The Depository Trust Company, New York; New York ("DTC"),
16 and (ii) deposited with DTC to be held in trust until maturity. DTC is an automated
17 depository for securities and clearinghouse for securities transactions, and will be
18 responsible for establishing and maintaining a book-entry system for recording the
19 ownership interests of its participants, which include certain banks, trust companies and
20 securities dealers, and the transfers of the interests among its participants. The DTC
21 participants will be responsible for establishing and maintaining records with respect to the
22 Bonds. Individual purchases of beneficial ownership interests in the Bonds will be made in
23 book-entry only form, in denominations of \$5,000 or integral multiples thereof. The City
24 will not be responsible or liable for payments by DTC to its participants or by DTC
25 participants to beneficial owners or for maintaining, supervising or reviewing the records
26 maintained by DTC, its participants or persons acting through such participants.

27 **Purpose of Issue:** The Bonds are being issued for the purpose of acquiring,
28 constructing and improving drainage, streets and bridges.

29 **Maturity Schedule:** Bonds will mature on March 1 of each of the following years
30 and in the principal amounts as follows:

<u>Date</u> <u>(March 1)</u>	<u>Principal</u> <u>Payment</u>
03/01/2011	\$225,000
03/01/2012	\$395,000
03/01/2013	\$405,000
03/01/2014	\$415,000
03/01/2015	\$430,000
03/01/2016	\$445,000
03/01/2017	\$455,000
03/01/2018	\$475,000
03/01/2019	\$490,000

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4	03/01/2020	\$510,000
5	03/01/2021	\$535,000
6	03/01/2022	\$555,000
7	03/01/2023	\$575,000
8	03/01/2024	\$600,000
9	03/01/2025	\$625,000
10	03/01/2026	\$650,000
11	03/01/2027	\$680,000
12	03/01/2028	\$710,000
13	03/01/2029	\$745,000

14 **Redemption:** The Bonds maturing March 1, 2021 and thereafter shall be subject
15 to redemption at the option of the City, acting through the Governing Authority, prior to
16 their stated maturities on and after March 1, 2020, in whole at any time, or in part on any
17 interest payment date, and if less than all of the Bonds are redeemed then the Bonds to be
18 redeemed shall be selected by the Governing Authority. Any Bonds made the subject of
19 such call or calls shall be redeemed at the principal amount thereof plus accrued interest.

20 **Security:** The Bonds will be general obligations of the City and are authorized by
21 Article VI, Section 33 of the Constitution of the State of Louisiana of 1974, Sub-Part A, Part
22 III, Chapter 4, Title 39 of the Louisiana Revised Statutes of 1950, as amended, other
23 constitutional and statutory authority, and proceedings of the Governing Authority. The
24 Bonds were specifically authorized by special election held in the City on October 17,
25 2009, the results of which election have been duly promulgated in accordance with law.
26 The Bonds are payable from ad valorem taxes of the City pledged for the payment of the
27 principal of and interest on the Bonds, and the City is obligated under the aforesaid
28 provisions of law to impose and collect annually in excess of all other taxes, a tax on all the
29 property subject to such taxation in the City, in the manner prescribed by such provisions,
30 in an amount sufficient to pay such principal of and interest on the Bonds.

31 **Rating:** Standard & Poor's Rating Service has assigned an underlying rating of
32 "___" to the Bonds.

33 **Bid Requirements:** Each bid (i) shall not be less than the full amount of
34 \$9,950,000 in aggregate principal amount of the Bonds, (ii) shall name the rate or rates of
35 interest to be borne by the Bonds, expressed in multiples of 1/8th or 1/20th of 1%, (iii) shall
36 prescribe one rate of interest, not to exceed nine per centum (9%) per annum, for the
37 Bonds of any one maturity, (iv) shall limit the interest due on each Bond for each interest
38 period to a single rate, (v) shall be unconditional and (vi) shall be submitted electronically
39 via PARITY® as set forth above. No bid for less than par or which specifies the
cancellation of Bonds will be considered. Any premium bid must be paid in the funds
specified for the payment of Bonds as part of the purchase price.

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4 **Award of Bid:** The Bonds will be awarded to the bidder whose bid offers the
5 lowest true interest cost ("TIC") to the City, to be determined by doubling the semiannual
6 interest rate (compounded semiannually) necessary to discount the debt service payments
7 on the Bonds from their payment dates to May 6, 2010, such that the sum of such present
8 values is equal to the price bid, including any premium bid but not including interest
9 accrued to the date of delivery (the preceding calculation is sometimes referred to as the
10 "Canadian Interest Cost Method" or "Present Value Method"). In the case of a tie bid, the
11 winning bid will be awarded by lot. The TIC shall be specified by the Bidder, calculated to
12 six (6) decimal places; but this indication of TIC will not be considered part of the bid.

13 **Costs Paid by Governing Authority:** The costs of preparing, selling and
14 delivering the Bonds shall be paid by the Governing Authority.

15 **Rejection of Bids:** The Governing Authority reserves the right to reject any and all
16 bids.

17 **Waiver of Informalities:** The Governing Authority reserves the right to waive any
18 informalities or irregularities in any bid.

19 **Electronic Bidding:** Any prospective bidder that intends to submit a bid must
20 submit its bid electronically through the facilities of PARITY®. The Governing Authority will
21 neither confirm any subscription which may be required in order to submit an electronic bid
22 nor be responsible for the failure of any prospective bidder to subscribe. No other form of
23 electronic bid or provider of electronic bidding services will be accepted and no non-
24 electronic bid will be accepted. An electronic bid made through the facilities of PARITY®
25 will be deemed an irrevocable offer to purchase the Bonds on the terms provided in this
26 Notice of Bond Sale, and will be binding upon the bidder as if made by a signed bid
27 delivered to the Governing Authority. The Governing Authority will not be responsible for
28 any malfunction or mistake made by, or as a result of the use of the facilities of PARITY®.
29 The use of such facilities shall be the sole risk of the prospective bidder. To the extent any
30 instructions or direction set forth in PARITY® conflict with this Notice of Bond Sale, the
31 terms of this Notice of Bond Sale will control.

32 **Joint and Several Obligation to Purchase:** The obligation to purchase the
33 Bonds shall be the joint and several obligation of all members of the bidding group.

34 **Bidders' Check or Financial Surety Bond:** A good faith deposit (the "Deposit")
35 is required from the winning bidder, in the form of (i) a certified or cashier's check on a
36 national bank in the State of Louisiana, or (ii) a cashier's check on any Federal Reserve
37 Bank, or (iii) a Financial Surety Bond for a sum equal to One Hundred Ninety-Nine
38 Thousand Nine Hundred Dollars (\$199,900) made payable to the City Council of the City
39 of Slidell, as a guarantee that the bidder or bidders will comply with his or their bid. If a
Financial Surety Bond is used, it must be from an insurance company licensed to issue

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4 such a bond in the State of Louisiana. The winning bidder shall deliver a check
5 representing the good faith deposit (or, in lieu thereof, a Financial Surety Bond) by 10:00
6 a.m., Central Time on April 14, 2010 to Carmen M. Lavergne, Bond Counsel, McGlinchey
7 Stafford PLLC, 301 Main Street, 14th Floor, Baton Rouge, Louisiana 70802. The deposit
8 will be held in escrow and returned at closing, or in the case of neglect or refusal to comply
9 with such bid, will be forfeited to the Governing Authority as and for liquidated damages.
10 No interest will be allowed on the amount of the Deposit.

11 **Delivery of the Bonds:** The Bonds will be delivered as soon as practicable
12 through DTC on or about May 6, 2010. Payment for the Bonds shall be made in
13 immediately available funds acceptable to the City.

14 **Continuing Disclosure:** In order to assist bidders in complying with S.E.C. Rule
15 15c2-12(b)(5), the Governing Authority will undertake, pursuant to the ordinance providing
16 for the issuance of the Bonds and a Continuing Disclosure Certificate, to provide annual
17 reports and notices of certain events. A description of this undertaking is set forth in the
18 Preliminary Official Statement and will also be set forth in the Official Statement.

19 **Legal Opinion of Bond Counsel and Closing Documents:** The approving legal
20 opinion of McGlinchey Stafford PLLC, Bond Counsel, who have supervised the
21 proceedings, along with a complete transcript of the record of the legal proceedings will be
22 furnished to the purchaser without cost to him. Said transcript will contain the usual closing
23 proofs, including (i) a certificate that up to the time of delivery no litigation has been filed
24 questioning the validity of the Bonds or the tax necessary to pay the same, and (ii) a
25 continuing Disclosure Certificate providing for the furnishing of annual reports and notices
26 of certain events. For a further description of the Continuing Disclosure Certificate, please
27 refer to the Official Statement referred to above.

28 **CUSIP Numbers:** It is anticipated that the American Bankers' Association
29 Committee on Uniform Security Identification Procedures (CUSIP) identification numbers
30 will be printed on the Bonds, but neither the failure to print such numbers nor any error with
31 respect to any such numbers shall not constitute cause for refusal by the successful bidder
32 to accept delivery of and to pay for the Bonds. No CUSIP identification number shall be
33 deemed to be part of any Bond or a part of the contract evidenced thereby, and no liability
34 shall hereafter attach to the City or the Governing Authority or any of the officers or agents
35 thereof because of or on account of such numbers. All expenses in relation to the printing
36 of the CUSIP identification numbers on the Bonds shall be paid by the City.
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4 **Additional Information and Official Statements:** Further information and
5 particulars including the Preliminary Official Statement and the Official Notice of Bond Sale
6 relating to the Bonds will be furnished upon application to the undersigned.

7
8 Thomas P. Reeves
9 City of Slidell
10 2055 2nd Street
11 Slidell, Louisiana 70458
12 Telephone: (985) 646-4307

13 The Preliminary Official Statement shall be reviewed by bidders prior to submitting a
14 bid. Bidders may not rely on this Official Notice of Sale as to the complete information
15 concerning the Bonds. For additional information, please contact the financial advisor to
16 the City, Government Consultants of Louisiana, Inc., 700 North 10th Street, Annex
17 Building, Baton Rouge, Louisiana 70802, Telephone: (225) 344-2098, Email:
18 ryan7243@bellsouth.net.

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20 Dated: March 23, 2010
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