

Introduced by \_\_\_\_\_

First Reading \_\_\_\_\_

Second Reading \_\_\_\_\_

Ordinance No. \_\_\_\_\_

Council Bill No. B 257-21

**AN ORDINANCE**

amending Ordinance No. 020519 of the City of Columbia, Missouri authorizing the issuance of not to exceed \$59,335,000 principal amount of Sewerage System Revenue Bonds (State of Missouri – Direct Loan Program – ARRA) Series 2010A; and authorizing certain actions in connection therewith; and fixing the time when this ordinance shall become effective.

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**WHEREAS**, the City of Columbia, Missouri (the “City”), a constitutional charter city and a political subdivision of the State of Missouri duly organized and existing under the constitution and laws of the State of Missouri and the City’s charter, as amended, owns and operates a revenue producing sewerage system (the “System”); and

**WHEREAS**, pursuant to Ordinance No. 020519, adopted by the City Council of the City on January 4, 2010 (the “Series 2010A Bond Ordinance”), the City issued its Sewerage System Revenue Bonds (State of Missouri – Direct Loan Program – ARRA) Series 2010A (the “Bonds”) in the maximum principal amount of \$59,335,000, dated January 14, 2010, for the purpose of providing funds to extend and improve the System; and

**WHEREAS**, the City hereby finds that it is necessary and advisable to amend the Series 2010A Bond Ordinance as provided herein; and

**WHEREAS**, Section 1101 of the Series 2010A Bond Ordinance authorizes amendments to the Series 2010A Bond Ordinance with the prior written consent of the owner of the Bonds; and

**WHEREAS**, the Missouri Department of Natural Resources (“DNR”), as the sole registered owner of the Bonds, has consented to the amendments to the Series 2010A Bond Ordinance set forth herein.

**NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF COLUMBIA, MISSOURI, AS FOLLOWS:**

**Section 1. Definition of Words and Terms.** The definition of “Interest Rate” in Section 101 of the Series 2010A Bond Ordinance is hereby amended and restated as follows:

“Interest Rate” means (a) with respect to the period from the Closing Date to and including July 15, 2021, the annual rate equal to 1.49% and (b) with respect to the period from July 16, 2021 to and including the Stated Maturity of the Bonds, the annual rate equal to 0.72%.

**Section 2. Replacement Bond.** Bond No. R-1 is hereby authorized to be replaced by Bond No. R-2, reflecting the amendments authorized herein. The City Manager and City Clerk are hereby authorized and directed to prepare and execute Bond No. R-2 as herein specified, and when duly executed, to deliver Bond No. R-2 to the Paying Agent for authentication. Bond No. R-2 shall be signed by the manual

or facsimile signature of the City Manager, attested by the manual or facsimile signature of the City Clerk, and shall have the official seal of the City affixed thereto or imprinted thereon. In case any officer whose signature appears on any Bond ceases to be such officer before the delivery of such Bond, such signature shall nevertheless be valid and sufficient for all purposes, as if such person had remained in office until delivery.

**Section 3. Ratification of Series 2010A Bond Ordinance.** Except as otherwise provided in this Ordinance, the provisions of the Series 2010A Bond Ordinance are hereby ratified, approved and confirmed.

**Section 4. Further Authority.** The officers of the City, including the Mayor, City Manager and City Clerk, are authorized and directed to execute all documents and take the actions as are necessary or advisable in order to carry out and perform the purposes of this Ordinance and to make ministerial changes in the documents approved by this Ordinance which they may approve. The execution of any document or taking of any related action constitutes conclusive evidence of the necessity or advisability of the action or change.

**Section 5. Electronic Transactions.** The transactions described in this Ordinance and the Bonds may be conducted and related documents may be sent, received or stored by electronic means. Copies, telecopies, facsimiles, electronic files and other reproductions of original executed documents shall be deemed to be authentic and valid counterparts of such original documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

**Section 6. Severability.** If any section or other part of this Ordinance is for any reason held invalid, the invalidity will not affect the validity of the other provisions of this Ordinance.

**Section 7. Governing Law.** This Ordinance is governed by and will be construed in accordance with the laws of the State of Missouri.

**Section 8. Effective Date.** This Ordinance shall take effect and be in full force from and after its passage by the City Council.

PASSED this \_\_\_\_\_ day of \_\_\_\_\_, 2021.

ATTEST:

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

\_\_\_\_\_  
Mayor and Presiding Officer

APPROVED AS TO FORM:

\_\_\_\_\_  
City Counselor

**CONSENT OF OWNER**

The Missouri Department of Natural Resources (“DNR”) is the sole registered owner of the Sewerage System Revenue Bonds (State of Missouri – Direct Loan Program – ARRA) Series 2010A, issued by the City of Columbia, Missouri (the “City”) pursuant to Ordinance No. 020519 adopted by the City Council of the City on January 4, 2010 (the “Series 2010A Bond Ordinance”). DNR hereby consents to the amendments to the Series 2010A Bond Ordinance adopted by the City Council of the City pursuant to Ordinance No. \_\_\_\_\_ on August 16, 2021 and further consents to the replacement of Bond No. R-1 currently held by DNR with Bond No. R-2 of the City reflecting such amendments.

**MISSOURI DEPARTMENT  
OF NATURAL RESOURCES**

By: \_\_\_\_\_  
Director, Financial Assistance Center

**ACKNOWLEDGMENT**

STATE OF MISSOURI                    )  
  ) SS.  
COUNTY OF COLE                    )

On this 25th day of August, 2021, before me, the undersigned, a Notary Public, appeared **HANNAH HUMPHREY**, who being before me duly sworn did say that she is the Director of the Financial Assistance Center of the Water Protection Program of the **MISSOURI DEPARTMENT OF NATURAL RESOURCES**, a department of the State of Missouri organized and existing under the laws of the State of Missouri, and that said instrument was signed on behalf of DNR by authority of its Director, and said official acknowledged said instrument to be the free act and deed of DNR.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my notarial seal, the day and year last above written.

(SEAL)

\_\_\_\_\_  
Printed Name: Shannon Walsh Creighton  
Notary Public in and for said State

[FORM OF OPINION OF BOND COUNSEL]

August 25, 2021

Mayor and City Council  
Columbia, Missouri

Missouri Department of Natural Resources  
Jefferson City, Missouri

UMB Bank, N.A., as Paying Agent  
St. Louis, Missouri

Re: Sewerage System Revenue Bonds (State of Missouri – Direct Loan Program – ARRA)  
Series 2010A of the City of Columbia, Missouri

Ladies and Gentlemen:

This opinion is being delivered to you in connection with the adoption of Ordinance No. \_\_\_\_\_ by the governing body of the City of Columbia, Missouri (the “City”) on August 16, 2021 (the “*Amending Ordinance*”). The Amending Ordinance amends Ordinance No. 020519 adopted by the City on January 4, 2010 (the “*Series 2010A Bond Ordinance*”), which authorized the issuance of the above-captioned bonds in the maximum principal amount of \$59,335,000 (the “*Bonds*”). Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Series 2010A Bond Ordinance.

We have examined the law and such certified proceedings and other documents as we deem necessary to render this opinion. As to questions of fact material to our opinion, we have relied upon the certified proceedings and other certifications of public officials and others furnished to us, without undertaking to verify the same by independent investigation.

Based upon and subject to the foregoing, we are of the opinion, under existing law, that the Amending Ordinance is permitted by the Series 2010A Bond Ordinance and the Act, complies with their respective terms, and is valid and binding upon the City in accordance with its terms.

This opinion is given as of the date hereof, and we assume no obligation to revise or supplement this opinion to reflect any events, facts or circumstances that may come to our attention or any changes in law that may occur after the date of this opinion. This opinion is delivered to you for your use only and may not be used or relied upon by any third party for any purpose whatsoever without our prior written approval in each instance.

Very truly yours,