05- O -0408

AN ORDINANCE BY FINANCE/EXECUTIVE COMMITTEE

AN ORDINANCE TO AMEND ORDINANCE NO. 04-O-1801, ADOPTED AND APPROVED DECEMBER 6, 2004 IN CONNECTION WITH THE ISSUANCE OF $8,000,000 CITY OF ATLANTA VARIOUS PURPOSE GENERAL OBLIGATION BONDS, AND $47,500,000 CITY OF ATLANTA GENERAL OBLIGATION PUBLIC IMPROVEMENT BONDS SO AS TO CORRECT A TRANSPOSITION ERROR OF THE AMOUNT OF THE 2021 MATURITY OF THE SERIES 2004B BONDS FOR PUBLIC SIDEWALK IMPROVEMENTS; AND FOR OTHER PURPOSES.

WHEREAS, under the authority of the Constitution of the State of Georgia, as amended, particularly by amendments (the "Constitutional Amendments") which were ratified at the General Election of November 5, 1968 and proclaimed by the Governor of Georgia on December 13, 1968 (1968 Ga. Laws p. 1582 and 1968 Ga. Laws p. 1586), the Council (the "Council") of the City of Atlanta adopted, on December 6, 2004, an ordinance approved by the Mayor on December 6, 2004 (the "Sale Ordinance"), which, among other things, approved the sale, issuance and delivery by the City of Atlanta (the "City") of $8,000,000 in aggregate principal amount of general obligation bonds (the "Series 2004A Bonds"); and

WHEREAS, at an election duly called and held in the City on November 7, 2000 pursuant to an ordinance adopted by the Council of the City on July 5, 2000 and approved by the Mayor on July 13, 2000 (the "Referendum Ordinance"), after notice thereof had been given at the times and in the manner required by law, a majority of the qualified voters of the City voting in said election voted in favor of the issuance by the City of general obligation public improvement bonds of the City in the aggregate principal amount not to exceed One Hundred Fifty Million Dollars ($150,000,000), designated as the City of Atlanta General Obligation Public Improvement Bonds, consisting of $48,550,000 for the acquisition, construction, reconstruction, renovation, repair, improvement and equipping of public sidewalks and related public improvements, and costs incident thereto; $26,950,000 for the acquisition, construction, reconstruction, renovation, repair, improvement and equipping of public plazas and greenspace and related public improvements and costs incident thereto; $55,500,000 for the acquisition, construction, reconstruction, renovation, repair, improvement and equipping of public streets, bridges, viaducts and related public improvements including but not limited to sidewalks, bicycle lanes, and transit stops so as to improve the pedestrian and transit environment, and costs incident thereto; and $19,000,000 for the acquisition, construction, reconstruction, renovation, repair, improvement and equipping of public traffic control devices and related public improvements so as to improve pedestrian safety, and costs incident thereto (collectively, the "Referendum Bonds"), to be dated as of the first day of the month in which such Referendum Bonds are issued, to be in such denomination or denominations, to bear interest from such date at such rate or rates, but in no event exceeding the maximum rate of interest of eight and one half percent (8.50%)

per annum, all interest payable commencing on such date as Council of the City shall determine in a supplemental ordinance, and semiannually thereafter on the first day of June and December in each year, and the principal of the Referendum Bonds to mature on the first day of December, in the years and amounts as provided in the Referendum Ordinance; and

WHEREAS, pursuant to the provisions of the Referendum Ordinance and the Sale Ordinance, the City approved the sale, issuance and delivery of its $47,500,000 in aggregate principal amount of Referendum Bonds designated "City of Atlanta General Obligation Public Improvement Bonds, Series 2004B" (the "Series 2004B Bonds" and, together with the Series 2004A Bonds, the "Bonds"); and

WHEREAS, pursuant to the Sale Ordinance and the other applicable provisions of law, the Bonds were issued to or upon the order of the successful bidder identified in the Sale Ordinance on December 16, 2004; and

WHEREAS, it is deemed both necessary and desirable that the Council of the City should amend and restate a portion of the Sale Ordinance in order to correct a transposition of the amount of the 2021 maturity of the Series 2004B Bonds issued for the "Public Sidewalk Improvements" set forth in tabular form in Section 2 of said Sale Ordinance.

NOW, THEREFORE, in order to amend and restate a portion of the Sale Ordinance; particularly, to correct a transposition of the amount of the 2021 maturity of the Series 2004B Bonds issued for Public Sidewalk Improvements set forth in tabular form in Section 2 of said Sale Ordinance, and for certain other related purposes,

THE COUNCIL OF THE CITY OF ATLANTA, GEORGIA HEREBY ORDAINS as follows:

Section 1. **Certain Definitions.** All terms used in this Ordinance and not otherwise defined herein shall have the meanings ascribed to such terms in the Sale Ordinance unless the context clearly requires otherwise.

Section 2. **Terms of the Bonds.** Section 2 of the Sale Ordinance relating to the terms of the Series 2004B Bonds is hereby amended by deleting Paragraph (b) thereof and inserting in lieu of said Paragraph (b) and new Paragraph (b) to read in its entirety as follows (insertions shall be indicated by a double underscore and deletions shall be struck through):

"(b) Terms of the Series 2004B Bonds:

The $47,500,000 aggregate principal amount of City of Atlanta General Obligation Public Improvement Bonds, Series 2004B, shall be dated December 1, 2004, shall be numbered R-1 and upward or in some other convenient manner, shall bear interest from such date at the annual rates, and the principal of the Series 2004B Bonds

shall mature and be paid on December 1, in the years and amounts as follows (the actual form of Series 2004B Bond will combine each of the separate 2004B Bond issues of like principal maturity and interest rate into a single bond):

General Obligation Bonds for
Public Sidewalk Improvements

Year	Amount	Annual Interest Rate	Year	Amount	Annual Interest Rate
2005	$1,550,000	5.0%	2014	$768,144	5.0%
2006	1,540,000	5.0	2015	796,783	5.0
2007	1,670,000	5.0	2016	836,515	5.0
2008	1,735,000	5.0	2017	868,720	5.0
2009	570,599	5.0	2018	911,156	5.0
2010	599,915	5.0	2019	917,677	5.0
2011	692,241	5.0	2020	964,291	5.0
2012	715,094	5.0	2021	1,025,082	5.0
2013	741,237	5.0			

General Obligation Bonds for
Public Plazas and Greenspace Improvements

Year	Amount	Annual Interest Rate	Year	Amount	Annual Interest Rate
2005	$835,000	5.0%	2014	$300,473	5.0%
2006	805,000	5.0	2015	314,457	5.0
2007	890,000	5.0	2016	329,959	5.0
2008	920,000	5.0	2017	356,399	5.0
2009	301,062	5.0	2018	375,439	5.0
2010	308,244	5.0	2019	380,805	5.0
2011	259,591	5.0	2020	400,078	5.0
2012	273,268	5.0	2021	411,748	5.0
2013	286,048	5.0			

General Obligation Bonds for
Public Streets Bridges and Viaduct Improvements

Year	Amount	Annual Interest Rate	Year	Amount	Annual Interest Rate
2005	$1,525,000	5.0%	2014	$ 794,799	5.0%
2006	1,520,000	5.0	2015	825,155	5.0
2007	1,650,000	5.0	2016	862,075	5.0
2008	1,715,000	5.0	2017	890,995	5.0
2009	562,717	5.0	2018	935,307	5.0
2010	594,943	5.0	2019	942,648	5.0
2011	718,463	5.0	2020	986,860	5.0
2012	740,633	5.0	2021	1,057,249	5.0
2013	768,599	5.0			

General Obligation Bonds for
Public Traffic Control Devices Improvements

Year	Amount	Annual Interest Rate	Year	Amount	Annual Interest Rate
2005	$710,000	5.0%	2014	$186,584	5.0%
2006	665,000	5.0	2015	198,605	5.0
2007	750,000	5.0	2016	211,451	5.0
2008	770,000	5.0	2017	233,886	5.0
2009	250,622	5.0	2018	248,098	5.0
2010	251,898	5.0	2019	253,870	5.0
2011	154,705	5.0	2020	268,771	5.0
2012	166,005	5.0	2021	265,921	5.0
2013	174,116	5.0			

and all interest on the Bonds shall be payable commencing June 1, 2005, and semiannually thereafter on the first day of December and June in each of the years set forth above. The principal amount of the Bonds shall be payable at maturity, unless redeemed prior thereto as hereinafter provided, upon presentation and surrender thereof at the principal corporate trust office of Wachovia Bank, National Association, Atlanta, Georgia, Paying Agent and Bond Registrar, and payments of interest on the Bonds shall be made by check or draft payable to the registered owner at the close of business on the fifteenth (15th) day of the calendar month next preceding each such December and June as shown on the bond register of the City kept by the Bond Registrar. Such payments of interest shall be mailed to the registered owner at the address shown on the bond

registration book. Both the principal of and interest on the Bonds shall be payable in lawful money of the United States of America.

The Bonds maturing on December 1, 2015, and thereafter shall be subject to redemption prior to maturity at the option of the City, on or after December 1, 2014, in whole or in part on any time, from any monies available therefor, at par, plus accrued interest to the redemption date.

If the Bonds are redeemed in part, then any Bonds so called for redemption shall be called in such order of maturity as is selected and specified by the City and by lot within a maturity if less than all of the Bonds of a single maturity are to be redeemed.

The Paying Agent shall furnish the City on or before the forty-fifth (45th) day next preceding the redemption date, if such option is exercised, with its certificate setting forth the Bonds that have been selected for redemption either in whole or in part on such date.

Unless waived by any owner of Bonds to be redeemed, official notice of any such redemption shall be given by the Bond Registrar on behalf of the City by mailing a copy of an official redemption notice by first class mail at least thirty (30) days but not more than sixty (60) days prior to the date fixed for redemption to the registered owner of the Bond or Bonds to be redeemed at the address shown on the registration book maintained by the Bond Registrar or at such other address as is furnished in writing by such registered owner to the Bond Registrar.

Notice having been given in the manner and under the conditions hereinabove provided, the Bonds so designated for redemption or portion of the Bonds so designated for partial redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price hereinabove specified and, unless a default shall have occurred in the payment of the Bonds so designated for redemption or the portion of the Bonds so designated for partial redemption, interest on the principal amount of the Bonds so designated for redemption shall cease to accrue after the redemption date.

All official notices of redemption shall be dated, shall contain the complete official name of the bond issue and the series designation, and shall state:

(1) the redemption date;

(2) the redemption price;

(3) the interest rate and maturity date of the respective series of Bonds being redeemed;

(4) the date on which notice of redemption will be published;

(5) if less than all the outstanding Bonds are to be redeemed, the Bond numbers and, where part of the Bonds evidenced by one Bond certificate are being redeemed, the respective principal amounts of such series of Bonds to be redeemed;

(6) that on the redemption date the redemption price will become due and payable upon each such Bond or portion thereof called for redemption, and that interest thereon shall cease to accrue from and after such date; and

(7) the place where such Bonds are to be surrendered for payment of the redemption price (which place of payment shall be the principal corporate trust office of the Paying Agent) and the name, address, and telephone number of a person or persons at the Paying Agent who may be contacted with respect to the redemption.

Prior to any redemption date, the City shall deposit with the Paying Agent an amount of money sufficient to pay the redemption price of all the Bonds or portions of Bonds which are to be redeemed on that date.

Official notice of redemption having been given as aforesaid, the respective series of Bonds or portions of Bonds so to be redeemed shall on the redemption date, become due and payable at the redemption price therein specified, and from and after such date (unless the City shall default in the payment of the redemption price) such respective series of Bonds or portions of Bonds shall cease to bear interest. Upon surrender of such respective series of Bonds for redemption in accordance with such notice, such Bonds shall be paid by the Paying Agent at the redemption price. Installments of interest due on or prior to the redemption date shall be payable as provided herein. Upon surrender for any partial redemption of any Bond, there shall be prepared for the registered owner a new Bond or Bonds of the same series and maturity in the amount of the unpaid principal. All Bonds which have been redeemed shall be cancelled and destroyed by the Bond Registrar and shall not be reissued.

In addition to the foregoing notice, further notice shall be given by the Bond Registrar as set out below:

(1) Each further notice of redemption shall be sent at least 35 days before the redemption date by legible facsimile transmission, registered or certified mail, or overnight delivery service to all registered securities depositories then in the business of holding substantial amounts of obligations of types comprising the Bonds (such depositories now being The Depository Trust Company of New York, New York) and to one or more national information services that disseminate notices of redemption of obligations such as the Bonds.

(2) Each such further notice shall be published one time in *The Bond Buyer* of New York, New York or, if *The Bond Buyer* ceases to be published or if such publication is impractical or unlikely to reach a substantial number of the owners of the Bonds, in some other financial newspaper or journal

which regularly carries notices of redemption of other obligations similar to the Bonds, such publication to be made at least 30 days prior to the date fixed for redemption.

Upon the payment of the redemption price of Bonds being redeemed, each check or other transfer of funds issued for such purpose shall bear the CUSIP number identifying, by issue, maturity and series, the Bonds being redeemed with the proceeds of such check or other transfer.

Not less than 60 days after the redemption date, the Bond Registrar shall send a second copy of the official notice of redemption to the registered owner of any Bond or Bonds to be redeemed if, by such date, such registered owner has not surrendered any such Bond for redemption. Such notice shall be sent in the same manner as the original official notice of redemption.

Any defect in any notice of redemption shall not affect the validity of proceedings for redemption of the Bonds.

The Bonds designated for redemption as described above shall be payable at the redemption prices specified above, and interest will cease to accrue on the principal amount of such Bonds so called for redemption from and after the date of redemption if moneys for payment of the redemption price are being held by the Paying Agent and are available therefor.

Bonds for the payment or redemption of which sufficient monies or sufficient qualified permitted investments shall have been deposited with the Paying Agent (whether upon or prior to the maturity or the redemption date of such Bonds) shall be deemed to be paid and no longer outstanding under this Ordinance; provided, however, that if such Bonds are to be redeemed prior to maturity thereof, notice of such redemption shall have been duly given or arrangements satisfactory to the Paying Agent shall have been made for the giving thereof. Qualified permitted investments consist only of direct obligations of the United States or obligations unconditionally guaranteed by the United States and shall be considered sufficient for purposes of this Section only if such investments are not redeemable prior to maturity at the option of the issuer thereof and mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal and redemption premiums, if any, when due on the Bonds without adversely affecting the exclusion from gross income of the interest on any Bonds under the Internal Revenue Code of 1986, as amended.

Section 3. <u>General Authority</u>.

From and after the execution and delivery of this Ordinance, the proper officials, officers, directors, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of this Ordinance and are further authorized to take any and all further actions and execute and deliver any and all other

documents and certificates as may be necessary or desirable in connection with the issuance of the Bonds and in conformity with the purposes and intents of this Ordinance.

The Mayor and the Municipal Clerk are hereby authorized and directed to prepare and furnish to the purchasers of the Bonds, certified copies of all the proceedings and records of the City relating to the Bonds, and such other affidavits and certificates as may be required to show the facts relating to the legality and marketability of the Bonds as such facts appear from the books and records in the officers' custody and control or as otherwise known to them; and all such certified copies, certificates and affidavits, including any heretofore furnished, shall constitute representations of the City as to the truth of all statements contained therein.

Section 4. Severability of Invalid Provisions.

If any one or more of the agreements or provisions herein contained shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way affect the validity of any of the other agreements and provisions hereof or of the Bonds authorized hereunder.

Section 5. Repealing Clause; Ratification of Other Provisions of Sale Ordinance.

All ordinances or parts thereof of the City in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed. Other than as expressly set forth herein, the other terms and provisions of the Sale Ordinance shall survive and said terms and provisions are hereby expressly ratified and confirmed.

Section 6. Ordinance Constitutes a Contract.

The provisions, terms, and conditions of this Ordinance constitute a contract by and between the City and the owners of the Bonds, and such contract is a legal and validly binding obligation of the City and is made in part for inducing investors to buy the Bonds. The provisions of the United States and Georgia Constitutions prohibiting the passage of laws impairing the obligations of contracts protect the rights and security of the owners of the Bonds. This Ordinance may not be repealed, amended, or modified in any respect which would adversely affect the rights and interests of the owners of the Bonds, nor shall the City pass any ordinance or resolution in any way adversely affecting the rights of such owners, except as specifically provided for herein, so long as any of the Bonds, or the interest thereon, shall remain outstanding.

Because this Ordinance constitutes a contract binding the City, it is proper and appropriate for the Mayor of the City to execute the same on behalf of the City and for the Municipal Clerk or a Deputy Municipal Clerk to authenticate the same.

CITY OF ATLANTA

(CITY SEAL)

By: _____
Mayor

Attest:

_____
Municipal Clerk

Approved as to form:

_____
City Attorney