

Reso.

2004-0158

INTRODUCED BY: BARRY MINNICH
COUNCILMAN, DISTRICT VII
RESOLUTION NO. 5173

A resolution authorizing the advertising for sealed bids for the purchase of Seven Hundred Ninety Thousand Dollars (\$790,000) of Sales Tax Revenue Bonds, Series 2004, of the Parish of St. Charles, State of Louisiana; making application to the State Bond Commission to issue, sell and deliver said bonds; and providing for other matters in connection therewith.

BE IT RESOLVED by the St. Charles Parish Council, acting as the governing authority of the Parish of St. Charles, State of Louisiana (the "Issuer"), that:

SECTION 1. Advertisement for Sale. The Chairman and Secretary of the Issuer be and he is hereby empowered, authorized and directed to advertise in accordance with the provisions of law for sealed bids for the purchase of Seven Hundred Ninety Thousand Dollars (\$790,000) of Sales Tax Revenue Bonds, Series 2004, of the Issuer (the "Bonds"). The Bonds will be issued under the authority conferred by Sub-Part F, Part III, Chapter 4, Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority supplemental thereto, for the purpose of acquiring buildings, machinery and equipment, including both real and personal property, to be used in giving fire protection to the property in said Parish, for providing a reserve for such bonds and for paying the issuance costs thereof. The Bonds shall be payable solely from and secured by an irrevocable pledge and dedication of the avails or proceeds of the Issuer's one-eighth of one percent (1/8%) sales and use tax now being levied and collected by the Issuer pursuant to an election held in the Issuer on December 8, 1979.

SECTION 2. Basic Terms of Bonds. The Bonds will be in fully registered form, will be dated August 1, 2004, will be in the denomination of Five Thousand Dollars (\$5,000) each, or

any integral multiple thereof within a single maturity, and will bear interest from date thereof, or the most recent interest payment date to which interest has been paid or duly provided for, at a rate or rates not exceeding seven per centum (7%) per annum on any Bond in any interest payment period, said interest to be payable semiannually on February 1 and August 1 of each year, commencing February 1, 2005, will be numbered from R-1 upwards, and will mature serially on February 1 of each year as follows, to-wit:

<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>
2005	\$35,000
2006	70,000
2007	75,000
2008	80,000
2009	80,000
2010	85,000
2011	85,000
2012	90,000
2013	95,000
2014	95,000

SECTION 3. Redemption Provisions. Those Bonds maturing February 1, 2012, and thereafter, will be callable for redemption by the Issuer in full or in part at any time on or after February 1, 2011, at the redemption prices, expressed as a percentage of the principal amount of each Bond redeemed set forth below, together with accrued interest to the date fixed for redemption:

<u>Redemption Period (both dates inclusive)</u>	<u>Redemption Price</u>
February 1, 2011 to January 31, 2012	101%
February 1, 2012 to January 31, 2013	100-1/2%
February 1, 2013 and thereafter	100%

Official notice of such call of any of the Bonds for redemption will be given by first class mail, postage prepaid, by notice deposited in the United States mails not less than thirty (30) days prior

to the redemption date addressed to the registered owner of each Bond to be redeemed at his address as shown on the registration books of the Paying Agent.

SECTION 4. Sale of Bonds. The Bonds shall be sold in the manner required by law, and in accordance with the terms of this resolution, the official Notice of Bond Sale herein set forth and the Official Statement referred to in Section 8 hereof. In advertising the Bonds for sale, the governing authority of the Issuer shall reserve the right to reject any and all bids received.

SECTION 5. Notice of Sale. The Chairman of the Issuer be and he is hereby further empowered, authorized and directed to issue a Notice of Bond Sale and cause the same to be published as required by law, which Notice of Bond Sale shall be in substantially the following form:

**OFFICIAL
NOTICE OF BOND SALE**

**\$790,000 OF SALES TAX REVENUE BONDS,
SERIES 2004**

**OF THE
PARISH OF ST. CHARLES, STATE OF LOUISIANA**

NOTICE IS HEREBY GIVEN that the St. Charles Parish Council (the "Governing Authority"), acting as the governing authority of the Parish of St. Charles, State of Louisiana (the "Issuer"), will receive sealed bids for the purchase of Seven Hundred Ninety Thousand Dollars (\$790,000) of Sales Tax Revenue Bonds, Series 2004 (the "Bonds"), at 15045 Highway 18, 2nd Floor, Hahnville, Louisiana, for the purchase of the above described Bonds aggregating \$790,000 (the "Bonds"), until six (6:00) o'clock p.m., Louisiana Time, on **Monday, June 21, 2004**.

The Bonds will be issued under the authority conferred by Sub-Part F, Part III, Chapter 4, Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority supplemental thereto, for the purpose of acquiring buildings, machinery and equipment, including both real and personal property, to be used in giving fire protection to the property in said Parish, for providing a reserve for such bonds and for paying the issuance costs thereof. The Bonds shall be payable solely from and secured by an irrevocable pledge and dedication of the avails or proceeds of the Issuer's one-eighth of one percent (1/8%) sales and use tax now being levied and collected by the Issuer pursuant to an election held in the Issuer on December 8, 1979.

The Bonds will be in fully registered form, will be dated August 1, 2004, will be in the denomination of Five Thousand Dollars (\$5,000) each, or any integral multiple thereof within a single maturity, and will bear interest from date thereof, or the most recent interest payment date to which interest has been paid or duly provided for, at a rate or rates not exceeding five per centum (5%) per annum on any Bond in any interest payment period, said interest to be payable semiannually on February 1 and August 1 of each year, commencing February 1, 2005, will be numbered from R-1 upwards, and will mature serially on February 1 of each year as follows, to-wit:

<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>
2005	\$35,000
2006	70,000
2007	75,000
2008	80,000
2009	80,000
2010	85,000
2011	85,000
2012	90,000
2013	95,000
2014	95,000

The Bonds maturing February 1, 2012, and thereafter, will be callable for redemption by the Issuer in full or in part, at any time on or after February 1, 2011, at the redemption prices, expressed as a percentage of the principal amount of each Bond redeemed set forth below, together with accrued interest to the date fixed for redemption:

<u>Redemption Period</u> <u>(both dates inclusive)</u>	<u>Redemption</u> <u>Price</u>
February 1, 2011 to January 31, 2012	101%
February 1, 2012 to January 31, 2013	100-1/2%
February 1, 2013 and thereafter	100%

Official notice of such call of any of the Bonds for redemption will be given by first class mail, postage prepaid, by notice deposited in the United States mails not less than thirty (30) days prior to the redemption date addressed to the registered owner of each Bond to be redeemed at his address as shown on the registration books of the Paying Agent.

The principal of the Bonds, upon maturity or redemption, will be payable at the principal corporate trust office of the Paying Agent upon presentation and surrender thereof, and except as otherwise provided in the resolution providing for the issuance of the Bonds, interest on the Bonds will be payable by the Paying Agent by check mailed by the Paying Agent to the registered owner (determined as of the 15th calendar day of the month next preceding said interest payment date) at the address as shown on the books of said Paying Agent. Said Paying Agent will be a qualified bank or trust company selected by the Issuer.

The Bonds may be transferred, registered and assigned only on the registration books of the Paying Agent, and such registration shall be at the expense of the Issuer. A Bond may be assigned by the execution of an assignment form on the Bonds or by other instruments of transfer and assignment acceptable to the Paying Agent. A new Bond or Bonds will be delivered by the Paying Agent to the last assignee (the new registered owner) in exchange for such transferred and assigned Bonds after receipt of the Bonds to be transferred in proper form. Such new Bond or Bonds must be in the denomination of \$5,000 for any one maturity or any integral multiple thereof. Neither the Issuer nor the Paying Agent shall be required to issue, register, transfer or exchange (i) any Bond during a period beginning at the opening of business on the 15th day of the month next preceding an interest payment date and ending at the close of business on the interest payment date, or (ii) any Bond called for redemption prior to maturity during a period beginning at the opening of business fifteen (15) days before the date of the mailing of a notice of redemption of such Bonds and ending on the date of such redemption.

If the Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor, the purchase of any such insurance policy or the issuance of any such commitment therefor shall be at the sole option and expense of such bidder and any increased costs of issuance of the Bonds resulting by reason of the same, shall be paid by such bidder. Any failure of the Bonds to be so insured or of any such policy of insurance to be issued, shall not constitute cause for a failure or refusal by the purchaser of the Bonds to accept delivery of and pay for said Bonds in accordance with the terms of the Official Bid Form.

Each bid submitted (i) shall be for the full amount of \$790,000 in aggregate principal amount of the Bonds, (ii) shall name the rate or rates of interest to be borne by the Bonds, expressed in multiples of 1/8th or 1/20th of 1%, (iii) shall prescribe one rate of interest, not to exceed five per centum (5%) per annum, for the Bonds of any one maturity, (iv) shall limit the interest due on each Bond for each interest period to a single rate, (v) shall be unconditional, (vi) in the case of sealed bids, shall be made on the form furnished by the Issuer without alteration, omission or qualification, and (vii) shall be subject to the terms, conditions and restrictions set forth in the hereinafter described Official Statement.

The Issuer will receive sealed bids at the offices of the St. Charles Parish Council, 15045 Highway 18, 2nd Floor, Hahnville, Louisiana, for the purchase of \$790,000 of principal amount of the Bonds. Each bid must be in written form on the Official Bid Form in sealed enveloped marked "Proposal for the Purchase of Parish of St. Charles, State of Louisiana, Sales Tax Revenue Bonds, Series 2004".

A good faith deposit (the "Deposit") is required to accompany each bid in the form of (i) a certified or cashier's check on any member of the Federal Reserve System, or (ii) a Financial Surety Bond, in the amount of Fifteen Thousand Eight Hundred Dollars (\$15,800) (the "Deposit") made payable to the Issuer as a guarantee that the bidders will comply with the terms of their bids. If a Financial Surety Bond is used, it must be from an insurance company licensed to issue such a bond in the State of Louisiana, and such Financial Surety Bond must be submitted to the Governing Authority or its Bond Counsel by 10:00 a.m., Louisiana (Central) time, on the date of the sale. The Financial Surety Bond must identify each bidder whose Deposit is guaranteed by such Financial Surety Bond. If the Bonds are awarded to a bidder utilizing a Financial Surety Bond, then that purchaser is required to submit its Deposit to the Issuer in the form of a wire transfer not later than 3:30 p.m., Louisiana (Central) time, on the day following the award. If such Deposit is not received by that time, the Financial Surety Bond may be drawn by the Issuer to satisfy the Deposit requirement. The Deposits of the unsuccessful bidder or bidders will be returned promptly, and the Deposit of the successful bidder or bidders will be deposited and the proceeds credited against the purchase price of the Bonds, or in the case of neglect or refusal to comply with such bid, will be forfeited to the Issuer as and for liquidated damages. No interest will be allowed on the amount of the Deposit.

The Governing Authority will meet at the place and time hereinabove set forth for the receipt of bids. The Bonds will be awarded to the bidder whose bid offers the lowest "true interest cost" to the Governing Authority, to be determined by doubling the semiannual interest rate (compounded semiannually) necessary to discount the debt service payments on the Bonds from the payment dates to August 1, 2004, such that the sum of such present values is equal to the price bid, including any premium bid but not including interest accrued to the date of delivery (the preceding calculation is sometimes referred to as the "Canadian Interest Cost Method" or "Present Value Method"). In the case of a tie bid, the winning bid will be awarded by lot.

The successful bidder shall make a *bona fide* public offering of the Bonds, and, as a condition to the Issuer's obligation to deliver the Bonds, the successful bidder must furnish to the Issuer, by 5:30 p.m., Louisiana time, on the third business day after the date of sale, a certificate acceptable to Bond Counsel to the Issuer (i) specifying the reoffering prices at which a substantial amount of the Bonds was sold to the public (excluding bond houses, brokers or similar persons or

organizations acting in the capacity of underwriters or wholesalers) and (ii) certifying as to the accuracy of such reoffering prices. Bond Counsel advises that (i) such certificate must be made on the best knowledge, information and belief of the successful bidder, (ii) the sale to the public of 10% or more in par amount of the Bonds of each maturity at (or below) the initial reoffering prices would be sufficient to certify as to the sale of a substantial amount of the Bonds, and (iii) reliance on other facts as a basis for such certification would require evaluation by Bond Counsel to assure compliance with the applicable provisions of the Internal Revenue Code of 1986, as amended.

The Official Statement containing pertinent information relative to the authorization, sale and security of the Bonds is being prepared and may be obtained upon its completion from the Issuer's Bond Counsel, Foley & Judell, L.L.P., One Canal Place, Suite 2600, 365 Canal Street, New Orleans, Louisiana 70130. The purchaser will be furnished a reasonable number of final official statements on or before the seventh business day following the sale of the Bonds.

The approving legal opinion of Foley & Judell, L.L.P., who have supervised the proceedings, the printed Bonds and the transcript of record as passed upon will be furnished to the successful bidder without cost to him. Said transcript will contain the usual closing proofs, including a certificate that up to the time of delivery no litigation has been filed questioning the validity of the Bonds or the taxes necessary to pay the same.

It is anticipated that the American Bankers' Association Committee on Uniform Security Identification Procedures (CUSIP) identification numbers will be printed on the Bonds, but the failure to print such numbers shall not constitute cause for refusal by the successful bidder to accept delivery of and to pay for the Bonds. No CUSIP identification number shall be deemed to be part of any Bond or a part of the contract evidenced thereby, and no liability shall hereafter attach to the Issuer or any of the officers or agents thereof because of or on account of such numbers. All expenses in relation to the printing of the CUSIP identification numbers on the Bonds shall be paid by the Issuer. However, the CUSIP Service Bureau charge for the assignment of such numbers shall be the responsibility of and shall be paid by the successful bidder.

For information relative to the Bonds and not contained in the Notice of Bond Sale and Official Statement, address Barbara Jacob-Tucker, Secretary, P. O. Box 302, Hahnville, Louisiana 70057, or Foley & Judell, L.L.P., One Canal Place, Suite 2600, 365 Canal Street, New Orleans, Louisiana 70130-1138, Bond Counsel.

THUS DONE AND SIGNED at Hahnville, Louisiana, on this, the 19th day of April, 2004.

/s/ Lance Marino
Chairman

ATTEST:

/s/ Barbara Jacob-Tucker
Secretary

SECTION 6. Date and Time of Sale. This Governing Authority will meet in open and public session at the time and place set out in the Notice of Bond Sale incorporated herein, for the purpose of receiving bids for the Bonds, considering and taking action upon the bids, and taking any other action required by this resolution, or necessary to effectuate the issuance, sale and delivery of the Bonds. If any award of the Bonds shall be made, such award shall be made for not less than par and accrued interest to the highest bidder therefor, such award and highest bidder to be determined in accordance with the aforesaid Notice of Bond Sale.

SECTION 7. Bid Form and Official Statement. There shall be prepared an Official Bid Form for the submission of bids and an 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 necessary, advisable or desirable, which Official Bid Form and Official Statement shall be distributed to all prospective bidders and other interested parties.

SECTION 8. State Bond Commission. Application is hereby formally made to the State Bond Commission for consent and authority for the Issuer to issue, sell and deliver the Sales Tax Revenue Bonds at a rate or rates not exceeding 7% per annum and to be sold at a discount not more than 3% of the principal amount of the issue. A certified copy of this resolution shall be forwarded to said State Bond Commission by the Parish or the Parish's Bond Counsel, together with a letter requesting the prompt consideration and approval of this application.

SECTION 9. Declaration of Official Intent. Prior to the delivery of the Bonds, the Governing Authority anticipates that it may pay a portion of the costs of the projects from the General Fund, the Sales Tax Fund, or other available moneys, which projects consists of the purposes as set forth in this resolution. Upon the issuance of the Bonds, the Governing Authority reasonable expects to reimburse any such expenditures of other available funds from a portion of the proceeds of the Bonds. Any such allocation of proceeds of the Bonds for reimbursement will be with

respect to capital expenditures (as defined in Reg. 1.150-1(b)) and will be made upon the delivery of the Bonds and not later than one year after the later of (i) the date of such expenditure was paid or (ii) the date on which the project was placed in service. This Section is intended to be a declaration of official intent within the meaning of Reg. 1.150-2.

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

YEAS: MARINO, FAUCHEUX, RAMCHANDRAN, BLACK, DUHE,
MINNICH

NAYS: NONE

ABSENT: HILAIRE, FABRE, WALLS

And the resolution was declared adopted on this, the 19th day of April, 2004.

CHAIRMAN:

Lara Mauro

SECRETARY:

Barbara J. Fisher

DLVD/PARISH PRESIDENT:

April 20, 2004

APPROVED:

DISAPPROVED:

PARISH PRESIDENT:

Albert D. Lee

RETD/SECRETARY:

April 22, 2004

AT: 10:00 AM

RECD BY:

BJS