

Santaquin, Utah

May 16, 2012

A regular meeting of the City Council of Santaquin City, Utah, was held on May 16, 2012, at 7:00 p.m. at the regular meeting place of said City Council, at which meeting there were present and answering roll call the following members who constituted a quorum:

James E. DeGraffenreid	Mayor
Keith Broadhead	Councilmember
Matthew Carr	Councilmember
James Linford	Councilmember
Richard Payne	Councilmember
Rick Steele	Councilmember

Also present:

Susan Farnsworth	City Recorder
Ben Reeves	City Manager

Absent:

After the meeting had been duly called to order and after other matters not pertinent to this resolution had been discussed, the City Recorder presented to the Council a Certificate of Compliance with Open Meeting Law with respect to this May 16, 2012, meeting, a copy of which is attached hereto as Exhibit A.

The following resolution was then introduced in writing, was fully discussed, and pursuant to motion duly made by Councilmember B. Linford and seconded by Councilmember Broadhead, adopted by the following vote:

AYE: Broadhead
Carr
Linford
Payne
Carr

NAY: N/A

The resolution was then signed by the Mayor in open meeting and recorded by the City Recorder. The resolution is as follows:

RESOLUTION NO. 05-03-2012

A RESOLUTION OF THE CITY COUNCIL OF SANTAQUIN CITY, UTAH (THE "ISSUER"), AUTHORIZING THE ISSUANCE AND SALE OF NOT MORE THAN \$750,000 AGGREGATE PRINCIPAL AMOUNT OF SEWER REVENUE REFUNDING BONDS, SERIES 2012; FIXING THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF THE BONDS, THE MAXIMUM NUMBER OF YEARS OVER WHICH THE BONDS MAY MATURE, THE MAXIMUM INTEREST RATE WHICH THE BONDS MAY BEAR, AND THE MAXIMUM DISCOUNT FROM PAR AT WHICH THE BONDS MAY BE SOLD; DELEGATING TO CERTAIN OFFICERS OF THE ISSUER THE AUTHORITY TO APPROVE THE FINAL TERMS AND PROVISIONS OF THE BONDS WITHIN THE PARAMETERS SET FORTH HEREIN; PROVIDING FOR THE PUBLICATION OF A NOTICE OF BONDS TO BE ISSUED AND THE RUNNING OF A CONTEST PERIOD; AUTHORIZING AND APPROVING THE EXECUTION OF A MASTER RESOLUTION, A BOND PURCHASE AGREEMENT AND OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION; AND RELATED MATTERS.

WHEREAS, pursuant to the provisions of the Utah Refunding Bond Act, Title 11, Chapter 27, Utah Code Annotated 1953, as amended (the "Act"), the City Council (the "Council") of the Issuer has the authority to issue its Sewer Revenue Refunding Bonds, Series 2012 (or with such other series or title designation as may be determined by the Issuer) (the "Series 2012 Bonds"), payable from the net revenues of its existing sewer system (the "System"), to achieve a debt service savings; and

WHEREAS, the Issuer has previously issued certain outstanding sewer revenue bonds (the "Refunded Bonds"); and

WHEREAS, subject to the limitations set forth herein, the Issuer desires to issue its Series 2012 Bonds to (a) refund all or a portion of the outstanding Refunded Bonds, (b) fund a debt service reserve fund, if necessary, and (c) pay costs of issuance of the Series 2012 Bonds, pursuant to this Resolution and a Master Resolution (the "Master Resolution"), in substantially the form presented to the meeting at which this Resolution was adopted and which is attached hereto as Exhibit B; and

WHEREAS, there has been presented to the Council at this meeting a form of a bond purchase agreement (the "Bond Purchase Agreement") to be entered into between the Issuer and the purchaser selected by the Issuer for the Series 2012 Bonds (the "Purchaser"), in substantially the form attached hereto as Exhibit C; and

WHEREAS, in order to allow the Issuer (with the consultation and approval of the Issuer's Financial Advisor, Zions Bank Public Finance (the "Financial Advisor")) flexibility in setting the pricing date of the Series 2012 Bonds to optimize debt service savings to the Issuer, the Council desires to grant to the Mayor or Mayor pro tem (collectively, the "Mayor") and City Manager (the "City Manager") of the Issuer (the "Designated Officers") the authority to select the Purchaser and paying agent (if any), and approve the final interest rates, principal amounts, terms, maturities, redemption features, and purchase price at which the Series 2012 Bonds shall be sold, to determine whether the Series 2012 Bonds should be sold, and any changes with respect thereto from those terms which were before the Council at the time of adoption of this Resolution, provided such terms do not exceed the parameters set forth for such terms in this Resolution (the "Parameters");

NOW, THEREFORE, it is hereby resolved by the City Council of Santaquin City, Utah, as follows:

Section 1. For the purpose of (a) refunding the Refunded Bonds, (b) funding a deposit to a debt service reserve fund, if necessary, and (c) paying costs of issuance, the Issuer hereby authorizes the issuance of the Series 2012 Bonds which shall be designated "Santaquin City, Utah Sewer Revenue Refunding Bonds, Series 2012" (or with such other series or title designation as may be determined by the Issuer) in the initial aggregate principal amount of not to exceed \$750,000. The Series 2012 Bonds shall mature in not more than eleven (11) years from their date or dates, shall be sold at a price not less than ninety-eight percent (98%) of the total principal amount thereof, shall bear interest at a maximum net effective rate or rates of not to exceed five percent (5.0%) per annum, as shall be approved by the Designated Officers, all within the Parameters set forth herein. The issuance of the Series 2012 Bonds shall be subject to the final approval of Bond Counsel and to the approval of the City Attorney for the Issuer.

Section 2. The Master Resolution and the Bond Purchase Agreement, in substantially the forms presented to this meeting and attached hereto as Exhibits B and C respectively, are hereby authorized, approved, and confirmed. The Mayor and the City Recorder are hereby authorized to execute and deliver the Master Resolution and the Bond Purchase Agreement, in substantially the forms and with substantially the content as the forms presented at this meeting for and on behalf of the Issuer, with final terms as may be established by the Designated Officers, in consultation with the Financial Advisor, within the Parameters set forth herein, and with such alterations, changes or additions as may be necessary or as may be authorized by Section 3 hereof. The Designated Officers are each hereby authorized to select the Purchaser and paying agent (if any), to specify and agree as to the final principal amounts, terms, discounts, maturities, interest rates, redemption features, and purchase price with respect to the Series 2012 Bonds for and on behalf of the Issuer, provided that such terms are within the Parameters set by this Resolution. The execution of the Bond Purchase Agreement shall signify the approval of the Designated Officers.

Section 3. The appropriate officials of the Issuer are authorized to make any alterations, changes or additions to the Master Resolution, the Series 2012 Bonds, the

Bond Purchase Agreement, or any other document herein authorized and approved which may be necessary to conform the same to the final terms of the Series 2012 Bonds (within the Parameters set by this Resolution), to conform to any applicable bond insurance or reserve instrument or to remove the same, to correct errors or omissions therein, to complete the same, to remove ambiguities therefrom, or to conform the same to other provisions of said instruments, to the provisions of this Resolution or any resolution adopted by the Council or the provisions of the laws of the State of Utah or the United States.

Section 4. The form, terms, and provisions of the Series 2012 Bonds and the provisions for the signatures, authentication, payment, registration, transfer, exchange, redemption, and number shall be as set forth in the Master Resolution. The Mayor or Mayor pro tem and the City Recorder are hereby authorized and directed to execute and seal the Series 2012 Bonds and to deliver said Series 2012 Bonds to the Purchaser. The signatures of the Mayor or Mayor pro tem and the City Recorder may be by facsimile or manual execution.

Section 5. Upon their issuance, the Series 2012 Bonds will constitute special limited obligations of the Issuer payable solely from and to the extent of the sources set forth in the Series 2012 Bonds and the Master Resolution. No provision of this Resolution, the Master Resolution, the Series 2012 Bonds, or any other instrument, shall be construed as creating a general obligation of the Issuer, or of creating a general obligation of the State of Utah or any political subdivision thereof, or as incurring or creating a charge upon the general credit of the Issuer or its taxing powers.

Section 6. The appropriate officials of the Issuer, and each of them, are hereby authorized and directed to execute and deliver for and on behalf of the Issuer any or all additional certificates, documents (including, but not limited to, tax compliance procedures and an escrow deposit agreement) and other papers and to perform all other acts they may deem necessary or appropriate in order to implement and carry out the matters authorized in this Resolution and the documents authorized and approved herein.

Section 7. After the Series 2012 Bonds are delivered to the Purchaser, and upon receipt of payment therefor, this Resolution shall be and remain irrevocable until the principal of, premium, if any, and interest on the Series 2012 Bonds are deemed to have been duly discharged in accordance with the terms and provisions of the Master Resolution.

Section 8. In accordance with the provisions of the Act, the City Recorder will cause a "Notice of Bonds to be Issued" to be (i) published one (1) time in The Payson Chronicle, a newspaper of general circulation in the Issuer, (ii) posted on the Utah Public Notice Website (<http://pmn.utah.gov>) and (iii) posted on the Utah Legal Notices website (www.utahlegals.com) created under Section 45-1-101, Utah Code Annotated 1953, as amended, and shall cause a copy of this Resolution and the Master Resolution to be kept on file in the City Recorder's office in Santaquin City, Utah, for public examination during the regular business hours of the Council until at least thirty (30) days

after the date of publication thereof. The "Notice of Bonds to be Issued" shall be in substantially the following form:

NOTICE OF BONDS TO BE ISSUED

NOTICE IS HEREBY GIVEN pursuant to the provisions of the Utah Refunding Bond Act, Title 11, Chapter 27, Utah Code Annotated 1953, as amended, that on May 16, 2012, the City Council (the "Council") of Santaquin City, Utah (the "Issuer"), adopted a resolution (the "Resolution") in which it authorized the issuance of the Issuer's Sewer Revenue Refunding Bonds, Series 2012 (or with such other series or title designation as may be determined by the Issuer) (the "Series 2012 Bonds") in the aggregate principal amount of not more than Seven Hundred Fifty Thousand Dollars (\$750,000), to mature in not more than eleven (11) years from their date or dates, to be sold at a price not less than ninety-eight percent (98%) of the total principal amount thereof, and to bear interest at a maximum net effective rate or rates of not to exceed five percent (5.0%) per annum, plus accrued interest to the date of delivery. No deposit is currently contemplated in connection with the sale of the Series 2012 Bonds.

The Series 2012 Bonds will be issued for the purpose of (a) refinancing certain outstanding sewer revenue bonds of the Issuer, (b) funding a debt service reserve fund, if necessary, and (c) paying costs of issuance of the Series 2012 Bonds.

The Series 2012 Bonds are to be issued and sold by the Issuer pursuant to the Resolution, including as part of said Resolution, a form of a Master Resolution (the "Master Resolution"), which was before the Council and attached to the Resolution in substantially final form at the time of adoption of the Resolution.

The Series 2012 Bonds are special limited obligations of the Issuer payable from the net revenues of the Issuer's sewer system.

A copy of the Resolution and the Master Resolution are on file in the office of the City Recorder, 45 West 100 South, Santaquin City, Utah, where they may be examined during regular business hours of the City Recorder from 9:00 a.m. to 5:00 p.m. Monday through Thursday and from 9:00 a.m. to 1:00 p.m. on Fridays, for a period of at least thirty (30) days from and after the date of publication of this notice.

NOTICE IS FURTHER GIVEN that a period of thirty (30) days from and after the date of the publication of this notice is provided by law during which any person in interest shall have the right to contest the legality of the Resolution, the Master Resolution (only as it relates to the Series 2012 Bonds), or the Series 2012 Bonds, or any provision made for the security and payment of the Series 2012 Bonds, and that after such time, no one shall have any cause of action to contest the regularity, formality, or legality thereof for any cause whatsoever.

DATED this May 16, 2012

/s/ Susan Farnsworth
City Recorder

Section 9. All resolutions or parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this Resolution shall be in full force and effect immediately upon its approval and adoption.

APPROVED AND ADOPTED this May 16, 2012.

(SEAL)



By: *Jane Edrington*
Mayor

ATTEST:

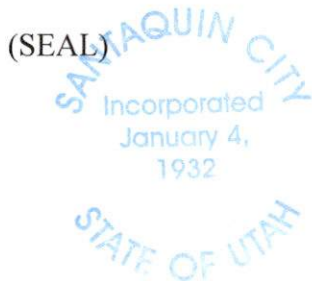
By: *S. Bjarnsworth*
City Recorder

STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

I, Susan Farnsworth, hereby certify that I am the duly qualified and acting City Recorder of Santaquin City, Utah.

I further certify that the above and foregoing instrument constitutes a true and correct copy of the proceedings of a public meeting of the City Council of Santaquin City, Utah, including a resolution (the "Resolution") adopted at said meeting held on May 16, 2012, as said proceedings and Resolution are officially of record in my possession, and that a copy of said Resolution was deposited in my office on May 16, 2012.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said City this May 16, 2012.



By: SBFarnsworth
City Recorder

EXHIBIT A

CERTIFICATE OF COMPLIANCE WITH OPEN MEETING LAW

I, Susan Farnsworth, the undersigned City Recorder of Santaquin City, Utah (the "City") do hereby certify according to the records of the City in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-202, Utah Code Annotated, (1953), as amended, I gave not less than twenty-four (24) hours public notice of the agenda, date, time and place of the May 16, 2012, public meeting held by the City as follows:

(a) By causing a Notice, in the form attached hereto as Schedule 1, to be posted at the City's principal offices on May 11, 2012, at least twenty-four (24) hours prior to the convening of the meeting, said Notice having continuously remained so posted and available for public inspection until the completion of the meeting;

(b) By causing a copy of such Notice, in the form attached hereto as Schedule 1, to be delivered to The Payson Chronicle on May 11, 2012, at least twenty-four (24) hours prior to the convening of the meeting; and

(c) By causing a copy of such Notice, in the form attached hereto as Schedule 1 to be posted on the Utah Public Meeting Notice Website (<http://pmn.utah.gov>) at least twenty-four (24) hours prior to the convening of the meeting.

In addition, the Notice of 2012 Annual Meeting Schedule for the City Council (attached hereto as Schedule 2) was given specifying the date, time, and place of the regular meetings of the City Council to be held during the year, by causing said Notice to be (a) posted on Jan 02, 2012, at the principal office of the City Council, (b) provided to at least one newspaper of general circulation within the City on Jan 02, 2012, and (c) published on the Utah Public Meeting Notice Website (<http://pmn.utah.gov>) during the current calendar year.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature this May 16, 2012.

(SEAL)



By: S Farnsworth
City Recorder

SCHEDULE 1

NOTICE OF MEETING

NOTICE AND AGENDA

Notice is hereby given that the City Council of the City of Santaquin will hold a City Council Meeting on Wednesday, May 16, 2012, in the Council Chambers, 45 West 100 South, at 7:00 pm.

AGENDA

1. ROLL CALL
2. PLEDGE OF ALLEGIANCE
3. INVOCATION/INSPIRATIONAL THOUGHT
4. CONSENT AGENDA
 - a. Minutes
 1. April 18, 2012 Work Session
 2. April 18, 2012 Council Meeting
 3. April 25, 2012 Work Session
 4. May 02, 2012 Work Session
 5. May 02, 2012 Council Meeting
 6. May 09, 2012 Work Session
 - b. Bills
 1. \$64,503.31
5. FORUM, BID OPENINGS, AWARDS, AND APPOINTMENTS
Public Forum is held to a 30-minute maximum with each speaker given no more than 5 minutes each. If more than 6 Speakers, time will be adjusted accordingly to meet the 30 minute requirement
6. FORMAL PUBLIC HEARINGS
7. UNFINISHED BUSINESS
 - a. Award of the Solid Waste Collection Contract and authorization for the Mayor to sign appropriate documents (continued from May 2, 2012 Meeting)
8. BUSINESS LICENSES
9. REPORTS OF OFFICERS, STAFF, BOARDS, AND COMMITTEES
10. NEW BUSINESS
 - a. Discussion and Possible Action with regard to the Extension of Preliminary Plat Approvals for Oak Summit Plats G, H, I and J.
11. INTRODUCTIONS AND ADOPTION OF ORDINANCES AND RESOLUTIONS (Roll Call Vote)
 - a. Ordinance 05-01-2012 "An Ordinance Clarifying Noticing Procedures for Land Use Applications"
 - b. Ordinance 05-02-2012 "An Ordinance Modifying Subdivision Plat Validity Periods "
 - c. Ordinance 05-03-2012 "An Ordinance Clarifying Responsibility for Sewer Laterals"
 - d. Resolution 05-01-2012 "A Resolution Amending City Construction Standards."
 - e. Resolution 05-02-2012 "Adoption of the Tentative FY2012/2013 Budget"
 - f. Resolution 05-03-2012 "A Resolution Authorizing the Issuance of Approximately \$750,000 of Sewer Revenue Bonds and Related Matters" (*Possible Refinance of Existing 1993 Debt Service at Lower Interest Rates*)
 - g. Resolution 05-04-2012 "A Resolution Authorizing the Issuance of Approximately \$6,600,000 of Water Revenue Refunding Bonds and Related Matters" (*Possible Refinance of Existing Pressurized Irrigation Debt Service at Lower Interest Rates*)
12. PETITIONS AND COMMUNICATIONS
13. REPORTS BY MAYOR AND COUNCIL MEMBERS
 - a. Mayor DeGraffenried
 - b. Council Members
14. EXECUTIVE SESSION (May be called to discuss the character, professional competence, or physical or mental health of an individual)
15. EXECUTIVE SESSION (May be called to discuss the pending or reasonably imminent litigation, and/or purchase, exchange, or lease of real property)
16. ADJOURNMENT

If you are planning to attend this Public Meeting and, due to a disability, need assistance in understanding or participating in the meeting, please notify the City ten or more hours in advance and we will, within reason, provide what assistance may be required.

CERTIFICATE OF MAILING

The undersigned duly appointed City Recorder for the municipality of Santaquin City hereby certifies that a copy of the foregoing Notice and Agenda was e-mailed to the Payson Chronicle, Payson, UT, 84651.

BY: _____
Susan B. Farnsworth, City Recorder

SCHEDULE 2

ANNUAL MEETING SCHEDULE

NOTICE

Santaquin City Council 2012 Meeting Schedule

City Council Meetings will be held on the 1st and 3rd Wednesdays of each month beginning at 7:00 pm with Special Meetings being called as deemed necessary.

Published/noticed

Payson Chronicle the week of January 2, 2012.

Zions Bank

City Center

Post Office

EXHIBIT B

FORM OF MASTER RESOLUTION

[See Transcript Document No. ____]

EXHIBIT C

FORM OF BOND PURCHASE AGREEMENT

[See Transcript Document No. ____]