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**G.O. SALE DOCUMENTS**

- A. Excerpt of Minutes of Meeting authorizing offering for sale of Bonds and Notes
  - B. Resolution for a Public Sale
  - C. Certificate Deeming Preliminary Official Statement Final
-

**EXCERPT OF MINUTES OF A MEETING  
OF THE GOVERNING BODY OF  
THE CITY OF OLATHE, KANSAS  
HELD ON MAY 17, 2022**

The governing body met in regular session at the usual meeting place in the City, at 7:00 p.m., the following members being present and participating, to-wit:

Present: Mayor Bacon, Councilmembers, Felter, McCoy, Gilmore, Vogt, Mickelson, and Essex.

Absent: None.

The Mayor declared that a quorum was present and called the meeting to order.

\* \* \* \* \*

(Other Proceedings)

The matter of providing for the offering for sale of general obligation bonds and general obligation temporary notes came on for consideration and was discussed.

Councilmember Gilmore presented and moved the adoption of a Resolution entitled:

**RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL  
OBLIGATION BONDS AND GENERAL OBLIGATION TEMPORARY NOTES OF  
THE CITY OF OLATHE, KANSAS.**

Councilmember Vogt seconded the motion to adopt the Resolution. Thereupon, the Resolution was read and considered, and, the question being put to a roll call vote, the vote thereon was as follows:

Aye: Mayor Bacon, Councilmembers, Felter, McCoy, Gilmore, Vogt, Mickelson, and Essex.

Nay: None

The Mayor declared the Resolution duly adopted; the Clerk designating the same Resolution No. 22-1033.

\* \* \* \* \*

(Other Proceedings)

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### CERTIFICATE

I hereby certify that the foregoing Excerpt of Minutes is a true and correct excerpt of the proceedings of the governing body of the City of Olathe, Kansas, held on the date stated therein, and that the official minutes of such proceedings are on file in my office.



Brenda A. Long  
City Clerk

**RESOLUTION NO. 22-1033**

**RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF GENERAL  
OBLIGATION BONDS AND GENERAL OBLIGATION TEMPORARY NOTES OF  
THE CITY OF OLATHE, KANSAS.**

**WHEREAS**, the City of Olathe, Kansas (the “Issuer”), has previously authorized certain public improvements described as follows (the “Improvements”):

<b>PN#</b>	<b>PROJECT NAME</b>	<b>SERIES 235 BONDS</b>	<b>SERIES 2022- A NOTES</b>
3-B-099-21	Bluestem, 107th Terr and Cedar Creek Pkwy (Phase I)	\$1,378,744.60	-
3-B-099-21	Bluestem, 107th Terr and Cedar Creek Pkwy (Cedar Creek Parkway Phase)	-	\$18,695.52
3-B-027-19	Cedar Creek Parkway South of College	-	6,027,980.85
3-B-065-21	Clare Road, 106th Terrace to College	-	3,165,088.60
6-C-031-22	Modernization of Fire Stations	-	1,075,000.00
6-C-031-21	Modernization of Fire Stations	-	1,015,000.00
7-C-041-22	Future Fire Station Land Procurement	-	1,045,000.00
3-C-114-20	Pflumm Road, 143rd to 151st, Improvements	-	8,089,876.10
3-C-026-16	I-35 & 119th Interchange Improvements	4,646,079.64	-
3-C-006-16	159th Street & Black Bob Road Improvements	80,482.52	-
3-C-084-17	Lone Elm Road, Old 56 Highway to 151st	3,873,859.08	-
3-C-058-19	Ridgeview, 143rd to 151 <sup>st</sup>	-	2,683,152.80
3-C-024-21	119th St., Woodland to Northgate	-	4,180,723.00
TBD	167th & 169 Highway Overpass Preliminary Engineering	-	1,285,000.00
3-C-025-18	Santa Fe, Ridgeview to Mur-Len	-	2,686,941.97
6-C-020-20	Downtown Library	-	23,612,916.08
6-C-010-20	Police Building Expansion-Phase II	-	12,516,884.32
3-C-022-18	159th Street and Pflumm Road	986,637.05	-
3-C-072-22	Sidewalk Construction	415,000.00	-
3-P-000-22	Street Preservation	1,000,000.00	-
3-R-000-22	Street Reconstruction	5,250,000.00	-
3-TS-000-22	Traffic Signals	575,000.00	-
3-C-093-22	ADA Sidewalk Repair and Replacement	300,000.00	-
3-C-037-22	Advanced Transportation Management System Replacement & Repair	100,000.00	-
3-G-000-22	Structures Repair	250,000.00	-
3-C-009-21/22	Streetlight LED Conversion	540,000.00	-
3-C-071-18	119th & Pflumm	1,087,138.64	-
7-C-006-22	Digital Reliability Network	400,000.00	-
6-C-032-22	Facility & Parking Lot Improvements & Maintenance	400,000.00	-
<b>Total Estimated Improvement Fund Deposit:</b>		<b>\$21,282,941.53</b>	<b>\$67,402,259.24</b>

; and

**WHEREAS**, the Issuer has previously issued the following temporary notes to temporarily finance a portion of the costs of the Improvements (the “Existing Notes”):

<u>Series</u>	<u>Dated Date</u>	<u>Maturity Date</u>	<u>Outstanding Amount</u>
2021-A	July 15, 2021	August 1, 2022	\$47,595,000

; and

**WHEREAS**, the Issuer has previously issued and has outstanding general obligation bonds; and

**WHEREAS**, due to the current interest rate environment, the Issuer has the opportunity to issue its general obligation refunding bonds in order to achieve an interest cost savings on all or a portion of the debt represented by such general obligation bonds described as follows (collectively, the “Refunded Bonds”):

<u>Description</u>	<u>Series</u>	<u>Dated Date</u>	<u>Years</u>	<u>Amount</u>
General Obligation Improvement Bonds	223	June 12, 2014	2023-2024	\$2,855,000

; and

**WHEREAS**, the Issuer proposes to issue its general obligation temporary notes in order to provide cash funds to meet its obligations incurred in connection with constructing certain Improvements prior to the completion thereof and to retire a portion of the Existing Notes; and

**WHEREAS**, the Issuer desires to issue its general obligation bonds in order to permanently finance the costs of certain Improvements that are now complete, to retire a portion of the Existing Notes and refund the Refunded Bonds; and

**WHEREAS**, the Issuer has selected the firm of Columbia Capital Management, LLC, Merriam, Kansas (“Financial Advisor”), as financial advisor for one or more series of temporary notes and bonds of the Issuer; and

**WHEREAS**, the Issuer desires to authorize the Financial Advisor to proceed with the offering for sale of said temporary notes and bonds and related activities; and

**WHEREAS**, one of the duties and responsibilities of the Issuer is to prepare and distribute a preliminary official statement relating to said general obligation temporary notes and general obligation bonds; and

**WHEREAS**, the Issuer desires to authorize the Financial Advisor and Gilmore and Bell, P.C. (“Bond Counsel”) to proceed with the preparation of a preliminary official statement and notice of sale and to authorize the distribution thereof and all other preliminary actions necessary to sell said general obligation temporary notes and general obligation bonds.

**BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF OLATHE, KANSAS, AS FOLLOWS:**

**Section 1.** The Issuer is hereby authorized to offer at competitive public sale one or more series of general obligation bonds (the “Bonds”) and one or more series of general obligation temporary notes (the

“Notes”), all to provide funds to retire the Existing Notes, finance the cost of the Improvements, and to refund the Refunded Bonds.

All proposals for the purchase of the Bonds and the Notes shall be submitted upon the terms and conditions set forth in the Notice of Sale, and shall be reviewed by the Mayor, Clerk, Treasurer and Chief Financial Officer, the Financial Advisor and Bond Counsel as soon after the submittal hour as possible.

The Mayor is hereby authorized to award the sale of the Bonds to the submitter of the best proposal as determined pursuant to the provisions of the Notice of Sale or to reject all proposals; provided, however, that the principal amount of the Bonds shall not exceed \$25,500,000, the true interest cost of the Bonds shall not exceed 5.50%, the Bonds may refund all or a portion or none of the Refunded Bonds, the net present value savings related to refunding the Refunded Bonds shall produce positive present value savings.

The Mayor is hereby authorized to award the sale of the Notes to the submitter of the best proposal as determined pursuant to the provisions of the Notice of Sale or to reject all proposals; provided, however, that the principal amount of the Notes shall not exceed \$70,000,000 and the true interest cost of the Notes shall not exceed 4.50%.

All proposals for the purchase of the Bonds and the Notes shall be delivered to the Governing Body at its next meeting following the award of the Bonds and Notes, at which meeting the Governing Body shall review such proposals and ratify the award of the sale of the Bonds and the Notes or the rejection of all proposals.

**Section 2.** The Mayor, Clerk, Treasurer, and Chief Financial Officer are hereby authorized to cause to be prepared a Preliminary Official Statement, and such officials and other representatives of the Issuer are hereby authorized to use such document in connection with the sale of the Bonds and Notes.

**Section 3.** The Clerk, Treasurer and Chief Financial Officer in conjunction with the Financial Advisor and Bond Counsel, are hereby authorized and directed to give notice of said sale by distributing copies of the Notice of Sale and Preliminary Official Statement to prospective purchasers of the Notes and the Bonds. Proposals for the purchase of the Notes and the Bonds shall be submitted upon the terms and conditions set forth in said Notice of Sale and shall be delivered to the governing body at its meeting to be held on such date, at which meeting the governing body shall review such bids and shall award the sale of the Notes and the Bonds or reject all bids.

**Section 4.** For the purpose of enabling the purchaser(s) of the Bonds and Notes to comply with the requirements of Rule 15c2-12 of the Securities and Exchange Commission (the “Rule”), the appropriate officers of the Issuer are hereby authorized: (a) to approve the form of said Preliminary Official Statement and to execute the “Certificate Deeming Preliminary Official Statement Final” in substantially the form attached hereto as **Exhibit A** as approval of the Preliminary Official Statement, such official’s signature thereon being conclusive evidence of such official’s and the Issuer’s approval thereof; (b) covenant to provide continuous secondary market disclosure by annually transmitting certain financial information and operating data and other information necessary to comply with the Rule to the Municipal Securities Rulemaking Board; and (c) take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the purchaser(s) to comply with the requirement of the Rule.

**Section 5.** The Issuer agrees to provide to the purchaser(s) within seven business days of the date of the sale of Bonds and Notes or within sufficient time to accompany any confirmation that requests payment from any customer of the purchaser(s), whichever is earlier, sufficient copies of the final Official Statement to enable the purchaser(s) to comply with the requirements of the Rule and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

**Section 6.** The Mayor, Clerk, Treasurer and Chief Financial Officer, and the other officers and representatives of the Issuer, the Financial Advisor and Bond Counsel are hereby authorized and directed to take such other action as may be necessary to carry out the sale of the Bonds and Notes. Such officials are also directed and authorized to make provision for payment and/or redemption of the Existing Notes from proceeds of the Bonds and Notes and other available funds.

**Section 7.** The officers and representatives of the Issuer are hereby authorized and directed to take such action as may be necessary, after consultation with the Financial Advisor and Bond Counsel, to provide for notice of redemption of the Refunded Bonds.

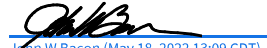
**Section 8.** The sale of the Bonds and Notes and the transactions related thereto and described herein may be conducted and documents may be stored by electronic means. All sale documents, certificates, and related instruments may be executed by electronic transmission. Copies, telecopies, facsimiles, electronic files and other reproductions of original executed documents (or documents executed by electronic transmission) shall be deemed to be authentic and valid counterparts of such documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

**Section 9.** This Resolution shall be in full force and effect from and after its adoption.

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**ADOPTED** by the governing body of the Issuer on May 17, 2022.

(SEAL)

  
John W Bacon (May 18, 2022 13:09 CDT)

Mayor

ATTEST:



City Clerk





***EXHIBIT A***

**CERTIFICATE DEEMING  
PRELIMINARY OFFICIAL STATEMENT FINAL**

May 17, 2022

To: \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_  
  
\_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_

Re: City of Olathe, Kansas, General Obligation Temporary Notes, Series 2022-A

City of Olathe, Kansas, General Obligation Improvement [and Refunding ]Bonds, Series  
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The undersigned is the Chief Financial Officer of the City of Olathe, Kansas (the “Issuer”), and is authorized to deliver this Certificate to the addressee(s) (the “Purchaser(s)”) on behalf of the Issuer. The Issuer has previously caused to be delivered to the Purchaser(s) copies of the Preliminary Official Statement (the “Preliminary Official Statement”) relating to the above-referenced notes and bonds (the “Obligations”).

For the purpose of enabling the Purchaser(s) to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the “Rule”), the Issuer hereby deems the information regarding the Issuer contained in the Preliminary Official Statement to be final as of its date, except for the omission of such information as is permitted by the Rule, such as offering prices, interest rates, selling compensation, aggregate principal amount, principal per maturity, delivery dates, ratings, identity of the underwriters and other terms of the Obligations depending on such matters.

Very truly yours,

**CITY OF OLATHE, KANSAS**

By: \_\_\_\_\_  
Title: Chief Financial Officer