


RESOLUTION # 42 - 94


A RESOLUTION APPROVING THE PROPOSED LINWOOD MINING & MINERAL CORP. BOND PROJECT:

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF AN AGGREGATE PRINCIPAL AMOUNT OF \$2,085,000 OF THE CITY OF BUFFALO, IOWA, INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS (LINWOOD MINING AND MINERALS CORP. PROJECT) SERIES 1994; FOR THE PURPOSE OF MAKING A LOAN TO ASSIST LINWOOD MINING AND MINERALS CORP. IN REFUNDING THE CITY'S \$3,000,000 INDUSTRIAL DEVELOPMENT REVENUE BONDS (LINWOOD STONE PRODUCTS COMPANY, INC. PROJECT) SERIES 1985; APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN FINANCING DOCUMENTS, CERTIFICATES AND OTHER DOCUMENTS PERTAINING TO THE REFUNDING OF THE REFUNDED BONDS, INCLUDING THE APPROVAL OF A CERTAIN PRIVATE PLACEMENT MEMORANDUM; AUTHORIZING AN ASSIGNMENT OF CERTAIN FINANCING DOCUMENTS TO SECURE THE PAYMENT OF SAID REFUNDING BONDS; AUTHORIZING THE SALE OF SAID REFUNDING BONDS; APPOINTING A TRUSTEE; AND RELATED MATTERS.

Passed by the Council of the City of Buffalo, IA this 19 day of July,
1994.

Approved and signed by the Mayor of Buffalo, IA this 19 day of July,
1994.

Signed: 
Phil C. Hoover,
Mayor of Buffalo, IA

Attest: 
Carol A. Bernauer,
City Clerk of Buffalo, IA

RESOLUTION NO. 42-94

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF AN AGGREGATE PRINCIPAL AMOUNT OF \$2,085,000 OF THE CITY OF BUFFALO, IOWA, INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS (LINWOOD MINING AND MINERALS CORP. PROJECT), SERIES 1994; FOR THE PURPOSE OF MAKING A LOAN TO ASSIST LINWOOD MINING AND MINERALS CORP. IN REFUNDING THE CITY'S \$3,000,000 INDUSTRIAL DEVELOPMENT REVENUE BONDS (LINWOOD STONE PRODUCTS COMPANY, INC. PROJECT), SERIES 1985; APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN FINANCING DOCUMENTS, CERTIFICATES AND OTHER DOCUMENTS PERTAINING TO THE REFUNDING OF THE REFUNDED BONDS, INCLUDING THE APPROVAL OF A CERTAIN PRIVATE PLACEMENT MEMORANDUM; AUTHORIZING AN ASSIGNMENT OF CERTAIN FINANCING DOCUMENTS TO SECURE THE PAYMENT OF SAID REFUNDING BONDS; AUTHORIZING THE SALE OF SAID REFUNDING BONDS; APPOINTING A TRUSTEE; AND RELATED MATTERS.

WHEREAS, the City of Buffalo, Iowa (the "Issuer"), is a municipal corporation organized and existing under the constitution and laws of the State of Iowa, and is authorized and empowered by Chapter 419 of the Code of Iowa (the "Act"), to issue industrial development revenue bonds and loan the proceeds from the sale of said bonds to one or more parties to be used to refund prior issues issued for the purpose of defraying all or a portion of the cost of acquiring and improving land, buildings, and equipment suitable for projects as defined therein, for the purpose of securing and developing industry and trade within or near the Issuer in order to create jobs and employment opportunities and to improve the economic welfare of the residents of the Issuer and of the State of Iowa; and

WHEREAS, the Issuer has been requested by Linwood Mining and Minerals Corp. (formerly known as Linwood Stone Products Company, Inc. and referred to herein as the "Borrower"), to authorize and issue \$2,085,000 in aggregate principal amount of its Industrial Development Refunding Revenue Bonds (Linwood Mining and Minerals Corp. Project), Series 1994 (the "Refunding Bonds") pursuant to the provisions of the Act and loan the proceeds thereof to the Borrower for the purpose of refunding the outstanding principal amount of the Issuer's \$3,000,000 Industrial Development Revenue Bonds (Linwood Stone Products Company, Inc. Project), Series 1985 (the "Refunded Bonds"); and

WHEREAS, said Refunded Bonds were issued for the purpose of defraying all or a portion of the cost of an addition to the Borrower's then-existing facility, remodeling such facility, and purchasing equipment, all suitable for use in the Borrower's limestone processing business located at 401 East Front Street, Buffalo, Iowa, which facilities and equipment were and are now owned and operated by the Borrower (the "Project"); and

WHEREAS, pursuant to published notice of intention the Issuer has heretofore conducted a public hearing on July 11, 1994 on the proposal to issue the Refunding Bonds, all as may be required and provided by Section 419.9 of the Act and Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), and the Issuer has deemed it to be in the best interests of the Issuer that the Refunding Bonds be issued as proposed in an amount not to exceed \$2,085,000; and

WHEREAS, the Refunding Bonds are to be issued pursuant to the provisions of an Indenture of Trust, dated as of July 1, 1994 (the "Indenture"), between the Issuer and Norwest Bank Iowa, National Association, as Trustee thereunder (the "Trustee"); and

WHEREAS, the proceeds from the sale of the Refunding Bonds are to be loaned by the Issuer to the Borrower pursuant to the provisions of a Loan Agreement, dated as of July 1, 1994 (the "Loan Agreement"), between the Issuer and the Borrower; and

WHEREAS, the payment of principal of and premium, if any, and interest on the Refunding Bonds are to be secured by an irrevocable letter of credit to be issued by Norwest Bank Minnesota, National Association (the "Letter of Credit Bank") at the request of Norwest Bank Iowa, National Association (in such capacity, the "Reimbursement Bank"), pursuant to the provisions of a Letter of Credit and Reimbursement Agreement, dated as of July 1, 1994 (the "Reimbursement Agreement"), between the Reimbursement Bank and the Borrower; and

WHEREAS, the Borrower has arranged with Norwest Bank Minnesota, National Association, acting by and through its Corporate Finance Division (in such capacity the "Placement Agent") for the placement of the Refunding Bonds pursuant to a Private Placement Agreement (the "Private Placement Agreement") among the Placement Agent, the Borrower and the Issuer; and

WHEREAS, there has been presented to this meeting the following documents (the "Financing Documents"), which the Issuer proposes to approve or enter into:

1. The form of Loan Agreement between the Issuer and the Borrower; and
2. The form of Indenture between the Issuer and the Trustee setting forth the terms of the Refunding Bonds including, without limitation, the conditions and security for payment of the Refunding Bonds; and
3. The form of Private Placement Agreement; and
4. The Private Placement Memorandum (the "Private Placement Memorandum") to be used by the Placement Agent in connection with the placement of the Refunding Bonds; and
5. The form of Remarketing Agreement, dated as of July 1, 1994 (the "Remarketing Agreement") among the Issuer, the Trustee and the Borrower; and

6. The form of Refunding Bonds as set forth in the Indenture.

WHEREAS, the Borrower has requested and recommended that the Issuer approve and authorize the execution and delivery of the foregoing documents to which the Issuer is a party by and on behalf of the Issuer, approve and ratify the use of and distribution by the Placement Agent of the Private Placement Memorandum in connection with the placement of the Refunding Bonds and take such other necessary and appropriate action in connection with the authorization and issuance of the Refunding Bonds; and

WHEREAS, it appears that each of the instruments above referred to which are now before each of the members of the City Council of the Issuer, is in appropriate form and is an appropriate instrument for the purposes intended.

NOW, THEREFORE, Be It Resolved by the City Council of the Issuer as follows:

SECTION 1. That based on the recommendations of the Borrower, the City Council has determined to approve the documents and transactions described in this Resolution. All terms and phrases not otherwise defined herein shall have the respective meanings set forth in the Indenture and Loan Agreement herein authorized.

SECTION 2. That refunding of the Refunded Bonds described in the representations and certifications of the Borrower in the Loan Agreement and exhibits thereto qualifies under the Act for financing with the proceeds of the Refunding Bonds. Therefore, it is found and determined that the Issuer proceed with the sale and issuance of the Refunding Bonds and that the Issuer defray all or a portion of the cost of refunding the Refunded Bonds by issuing the Refunding Bonds and loaning the proceeds of the sale of the Refunding Bonds to the Borrower.

SECTION 3. That in order to refund the Refunded Bonds, the issuance of the Refunding Bonds in an aggregate principal amount of \$2,085,000, maturing on such date or dates, in such amount or amounts and bearing interest at various rates, whether at a variable rate or fixed rate as set forth in the Indenture now before this meeting, provided such interest rate shall exceed 10.0% per annum. The initial variable rate shall be determined by the Company and the Placement Agent on or prior to the date of issuance or delivery of the Refunded Bonds and the execution and delivery of the Refunding Bonds by the Mayor or Mayor Pro Tem and the City Clerk or Deputy City Clerk shall constitute approval thereof by the Issuer. The rate or rates of interest as set forth in the Indenture now before this meeting, subject to appropriate insertion and revision in order to comply with provisions of the Indenture, be and the same hereby as in all respects authorized, approved and confirmed, and the form and content of the Refunding Bonds set forth in the Indenture (including, without limitation, Exhibit A thereto) now before this meeting be and the same hereby are in all respects authorized, approved, ratified and confirmed, and the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk be and they are hereby authorized, empowered and directed to execute, whether by manual or facsimile signature, impress the official seal of the Issuer (or cause to have printed a facsimile thereof) thereon and

deliver for and on behalf of the Issuer the Refunding Bonds to the Trustee for authentication and the Trustee is hereby authorized and directed to authenticate the Refunding Bonds, and the provisions of the Indenture with respect to the Refunding Bonds (including without limitation the maturity date or dates, rate or rates of interest and redemption provisions), be and the same hereby are authorized, approved and confirmed and are incorporated herein by reference but with such changes, modifications, additions and deletions therein as shall be approved by counsel to the Issuer.

SECTION 4. That the Issuer loan to the Borrower the proceeds from the sale of the Refunding Bonds pursuant to the Loan Agreement, which provides for repayment by the Borrower of such loan in an amount equal to principal of and premium, if any, and interest on the Refunding Bonds when and as due, and the form and content of the Loan Agreement, the provisions of which are incorporated herein by reference, be and the same hereby are in all respects authorized, approved and confirmed and the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk be and hereby are authorized, empowered and directed to execute, attest, seal and deliver the Loan Agreement prior to or simultaneously with the issuance of the Refunding Bonds for and on behalf of the Issuer, including necessary counterparts in substantially the form and content now before this meeting but with such changes, modifications, additions or deletions therein as shall be approved by counsel to the Issuer, and that from and after the execution and delivery of the Loan Agreement the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk 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 the Loan Agreement as executed.

SECTION 5. That Norwest Bank Iowa, National Association, Des Moines, Iowa, is hereby appointed Trustee under the Indenture and the form and content of the Indenture, the provisions of which are incorporated herein by reference, and the assignment of the Issuer's rights and interest in and to the Loan Agreement (with certain exceptions as stated in the Indenture), be and the same hereby are in all respects authorized, approved and confirmed, and the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk be and hereby are authorized, empowered and directed to execute, attest, seal and deliver the Indenture for and on behalf of the Issuer to the Trustee for the security of the Refunding Bonds and the interest thereon, including necessary counterparts in substantially the form and content now before this meeting but with such changes, modifications, additions and deletions therein as shall be approved by counsel to the Issuer, and that from and after the execution and delivery of the Indenture the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk 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 the Indenture as executed.

SECTION 6. That the placement of the Refunding Bonds by the Placement Agent to the Original Purchaser, subject to the terms and conditions set forth in Section 3 hereof and in the Private Placement Agreement, is hereby authorized, approved and confirmed, and that the form and content of the Private Placement Agreement be and the same hereby are, authorized, approved and confirmed and the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk

be and hereby are authorized, empowered and directed to execute and deliver the Private Placement Agreement for and on behalf of the Issuer, including necessary counterparts in the form and content now before this meeting but with such changes, modifications, additions and deletions therein as shall be approved by counsel to the Issuer, and that from and after the execution and delivery of the Private Placement Agreement, the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk 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 the Private Placement Agreement as executed.

SECTION 7. That the form and content of the Remarketing Agreement be and the same hereby is, authorized, approved and confirmed and the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk be and hereby are authorized, empowered and directed to execute and deliver the Remarketing Agreement for and on behalf of the Issuer, including necessary counterparts in the form and content now before this meeting but with such changes, modifications, additions and deletions therein as shall be approved by counsel to the Issuer, and that from and after the execution and delivery of the Remarketing Agreement, the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk 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 the Remarketing Agreement as executed.

SECTION 8. That the Mayor or Mayor Pro Tem and City Clerk or Deputy City Clerk of the Issuer be and hereby are authorized to execute and deliver for and on behalf of the Issuer any and all additional certificates, documents, opinions or other papers and perform all other acts (including without limitation the filing of any financing statements or any other documents to create and maintain a security interest on the properties and revenues pledged or assigned under the Financing Documents, the execution of any certificates or agreements regarding investment of Refunding Bond proceeds and funds, the Form 8038 and the execution of all closing documents as may be required by Dickinson, Mackaman, Tyler & Hagen, P.C., as Bond Counsel, and the acceptance of any documentation evidencing indemnification of the Issuer by the Borrower in connection with the transactions contemplated hereby) as they may deem necessary or appropriate in order to implement and carry out the intent and purposes of this Resolution.

SECTION 9. That the Loan Agreement requires the Borrower in each year to pay amounts as loan payments sufficient to pay the principal of and premium, if any, and interest on the Refunding Bonds when and as due, and the payment of such amounts by the Borrower to the Trustee pursuant to the Loan Agreement is hereby authorized, approved and confirmed.

SECTION 10. That the Refunding Bonds are a limited obligation of the Issuer, payable solely out of the loan payments required to be paid by Borrower pursuant to and in accordance with provisions of the Loan Agreement and as provided in the Indenture, and is secured pursuant to and in accordance with provisions of the Financing Documents. The Refunding Bonds and interest thereon shall never constitute an indebtedness of the Issuer, within the meaning of any state constitutional provision or statutory limitation, and shall not give rise to a pecuniary liability of the Issuer or a charge against its credit or general fund.

SECTION 11. That the use by the Placement Agent of the Private Placement Memorandum with such changes and additions as are necessary to reflect the final terms of the transaction and other changes from the form of Private Placement Memorandum presented to this meeting in connection with the placement of the Refunding Bonds is hereby authorized and approved; provided such authorization and approval shall not be deemed to include authorization and approval of information contained in the Private Placement Memorandum other than information contained under the caption "The Issuer," but nothing contained in this Resolution shall be construed as prohibiting or limiting the Placement Agent and the Borrower from including such information as they deem appropriate. The Mayor and City Clerk are authorized to execute the Private Placement Memorandum, if requested, in substantially the form as has been presented to and considered at this meeting, which is hereby approved in all respects, with such changes thereunder shall be approved by the officer of the Issuer executing the Private Placement Memorandum on behalf of the Issuer, said officer's execution thereof to be conclusive evidence of said officer's approval thereof; and such Private Placement Memorandum as of its date will be, by approval or execution thereof by the Mayor, deemed final by the Issuer within the meaning of Rule 15c2-12(b)(1) of the Securities and Exchange Commission.

SECTION 12. Without limiting the power or discretion granted herein, the Issuer hereby authorizes and directs the Mayor, the Mayor Pro Tem, the City Clerk and the Deputy City Clerk to carry out and to perform such obligations of the Issuer and such other obligations as they, in consultation with Bond Counsel, shall consider necessary, desirable or appropriate in connection with this Resolution, the Indenture, Loan Agreement, Private Placement Agreement and the Remarketing Agreement, and the issuance, sale and delivery of the Refunding Bonds, including the execution and delivery thereof and of all other related documents, instruments and certificates. The execution and delivery by the Mayor, Mayor Pro Tem, City Clerk or Deputy City Clerk of the Issuer of any such documents, instruments and certificates, or the doing by them of any act in connection with any of the matters made subject of this Resolution, shall constitute conclusive evidence of the Issuer's approval of all changes, modifications, amendments, revisions and alterations made therein and shall conclusively establish their authority with respect thereto from the Issuer and the authorization, approval and ratification by the Issuer of the documents, instruments and certifications so executed and the action so taken.

SECTION 13. That the final form of the Indenture, the Loan Agreement, the Private Placement Agreement, the Remarketing Agreement, the Private Placement Memorandum and any other documents and certificates relating to the Refunding Bonds are subject to review and approval by counsel to the Issuer.

SECTION 14. The Issuer hereby elects to qualify the Refunding Bonds within the exemption provided under subparagraph (4) of Section 144(a) of the Code with respect to an issue of \$10,000,000 or less.

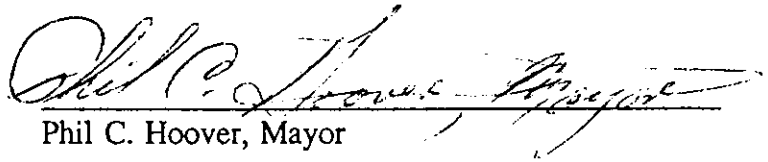
SECTION 15. That the provisions of this Resolution are hereby declared to be separable and if any section, phrase or provision shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions.

SECTION 16. All resolutions and orders 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 adoption.

Adopted and approved July 19, 1994.

CITY OF BUFFALO, IOWA

(Seal)


Phil C. Hoover, Mayor

ATTEST:


Carol Bernauer, City Clerk

CITY CLERK'S CERTIFICATE

I, Carol Bernauer, being first duly sworn do hereby depose and certify that I am the duly appointed, qualified, and acting City Clerk of the City of Buffalo, State of Iowa (the "City"); and that as such, I have in my possession or have access to the complete corporate records of said City and of its City Council and officers; that I have carefully compared the transcript hereto attached with the aforesaid corporate records; and that said transcript hereto attached is a true, correct and complete copy of all the corporate records showing the action taken by the City Council of said City at a special meeting open to the public on July 19, 1994, for the purpose of considering a resolution authorizing the issuance and sale of an aggregate principal amount of \$2,085,000 of the City of Buffalo, Iowa, Industrial Development Refunding Revenue Bonds (Linwood Mining and Minerals Corp. Project), Series 1994, for the purpose of making a loan to assist Linwood Mining and Minerals Corp. in refunding the City's \$3,000,000 Industrial Development Revenue Bonds (Linwood Stone Products Company, Inc. Project), Series 1985; approving and authorizing the execution and delivery of certain financing documents, certificates and other documents pertaining to the refunding of the Refunded Bonds, including the approval of a certain Private Placement Memorandum; authorizing an assignment of certain financing documents to secure the payment of said Refunding Bonds; authorizing the sale of said Refunding Bonds; appointing a trustee; and related matters; that said proceedings remain in full force and effect and have not been amended or rescinded in any way; that said meeting and elections thereat are duly and publicly held, with members of the public in attendance, in accordance with a notice of meeting and tentative agenda, a copy of which was timely served on each member of the City Council and posted on a bulletin board or other prominent place easily accessible to the public and clearly designated for that purpose at the principal office of the City Council (a copy of the face sheet of said agenda being attached hereto) pursuant to the local rules of the City Council and the provisions of Chapter 21 Iowa Code, and upon reasonable advance notice to the public and media at least twenty-four (24) hours prior to the commencement of the meeting as required by said law.

WITNESS my hand and corporate seal of said City hereto affixed this 19 day of July, 1994.

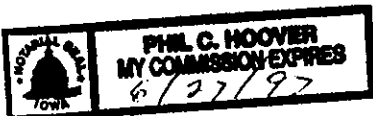
(SEAL)

Carol Bernauer

CAROL BERNAUER, City Clerk
City of Buffalo, Iowa

STATE OF IOWA)
)
COUNTY OF SCOTT)

Subscribed and sworn to before me this date, the date last above written.



(SEAL)

Phil C. Hoover

Notary Public in and for the State of Iowa

(This Notice to be Posted)


NOTICE AND CALL OF CITY COUNCIL MEETING

GOVERNMENTAL BODY: City Council of the
City of Buffalo, Iowa
DATE OF MEETING: July 19, 1994
TIME OF MEETING 6:00 p.m.
PLACE OF MEETING: City Hall
Buffalo, Iowa

PUBLIC NOTICE IS HEREBY GIVEN THAT THE ABOVE-MENTIONED GOVERNMENTAL BODY WILL MEET AT THE DATE, TIME AND PLACE ABOVE SET OUT. THE TENTATIVE AGENDA FOR SAID MEETING IS AS FOLLOWS:

1. **A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF AN AGGREGATE PRINCIPAL AMOUNT OF \$2,085,000 OF THE CITY OF BUFFALO, IOWA, INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS (LINWOOD MINING AND MINERALS CORP. PROJECT), SERIES 1994; FOR THE PURPOSE OF MAKING A LOAN TO ASSIST LINWOOD MINING AND MINERALS CORP. IN REFUNDING THE CITY'S \$3,000,000 INDUSTRIAL DEVELOPMENT REVENUE BONDS (LINWOOD STONE PRODUCTS COMPANY, INC. PROJECT), SERIES 1985; APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN FINANCING DOCUMENTS, CERTIFICATES AND OTHER DOCUMENTS PERTAINING TO THE REFUNDING OF THE REFUNDED BONDS, INCLUDING THE APPROVAL OF A CERTAIN PRIVATE PLACEMENT MEMORANDUM; AUTHORIZING AN ASSIGNMENT OF CERTAIN FINANCING DOCUMENTS TO SECURE THE PAYMENT OF SAID REFUNDING BONDS; AUTHORIZING THE SALE OF SAID REFUNDING BONDS; APPOINTING A TRUSTEE; AND RELATED MATTERS.**
2. Such additional matters as set forth on the additional 1 page(s) attached hereto. (Attach copy of agenda.)

This Notice is given at the direction of the Chairperson, pursuant to Chapter 21, Iowa Code, as amended, and the local rules of said Governmental Body.



CAROL BERNAUER, City Clerk
City of Buffalo, Iowa

CITY OF BUFFALO

409 3rd STREET
BUFFALO, IOWA 52728
(319) 381-2226

JULY 18, 1994

AGENDA FOR SPECIAL COUNCIL MTG., TUESDAY, JULY 19, 1994, 6:00 P.M. CITY HALL:

1. Meeting called to order by Mayor Phil Hoover
2. Roll call of councilmembers
3. Resolution "AUTHORIZING THE ISSUANCE AND SALE OF AN AGGREGATE PRINCIPAL AMOUNT OF \$2,085,000 OF THE CITY OF BUFFALO, IOWA, INDUSTRIAL DEVELOPMENT REFUNDING REVENUE BONDS (LINWOOD MINING AND MINERALS CORP. PROJECT) SERIES 1994; FOR THE PURPOSE OF MAKING A LOAN TO ASSIST LINWOOD MINING AND MINERALS CORP. IN REFUNDING THE CITY'S \$3,000,000 INDUSTRIAL DEVELOPMENT REVENUE BONDS (LINWOOD STONE PRODUCTS COMPANY, INC. PROJECT) SERIES 1985; APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN FINANCING DOCUMENTS, CERTIFICATES AND OTHER DOCUMENTS PERTAINING TO THE REFUNDING OF THE REFUNDED BONDS, INCLUDING THE APPROVAL OF A CERTAIN PRIVATE PLACE-
MENT MEMORANDUM; AUTHORIZING AN ASSIGNMENT OF CERTAIN FINANCING DOCUMENTS TO SECURE THE PAYMENT OF SAID REFUNDING BONDS; AUTHORIZING THE SALE OF SAID REFUNDING BONDS; APPOINTING A TRUSTEE; AND RELATED MATTERS."
4. Set date for any special meetings
5. Public input
6. Motion to adjourn