

**MUNICIPALITY OF SKAGWAY, ALASKA**

**RESOLUTION NO. 15-10R**

**A RESOLUTION of the Municipality of Skagway, Alaska, approving the Municipality's participation in a proposed refinancing by the Alaska Municipal Bond Bank of the Bond Bank's general obligation bonds that provided funds to purchase the Municipality's General Obligation Bond, 2008, under a loan agreement between the Municipality and the Bond Bank; and authorizing the Borough Manager to approve a revised schedule of principal and interest payments on the Municipality's 2008 Bond, in accordance with the loan agreement, if the Bond Bank successfully refinances its bonds.**

**WHEREAS**, the Municipality of Skagway, Alaska (the "Municipality"), to finance the cost of constructing and equipping the Edward A. and Jenny Rasmuson Community Health Center, issued and sold its General Obligation Bond, 2008, in the original principal amount of \$4,990,000 (the "2008 Bond") to the Alaska Municipal Bond Bank (the "Bond Bank"), as authorized by Ordinance No. 08-11 of the Municipality adopted April 3, 2008 (the "Bond Ordinance"), on the terms and conditions set forth in the Bond Ordinance and in a loan agreement between the Municipality and the Bond Bank dated as of July 1, 2008 (the "Loan Agreement"); and

**WHEREAS**, the Bond Bank issued and sold its General Obligation Bonds, 2008 Series Two (the "Bond Bank Bonds"), to provide funds to purchase the 2008 Bond, as provided in the Loan Agreement; and

**WHEREAS**, Section 6 of the Loan Agreement provides that payments of principal of and interest on the 2008 Bond may be adjusted to reduce debt service on the 2008 Bond if the Bond Bank is able to achieve debt service savings by refunding the Bond Bank Bonds; and

**WHEREAS**, the Bond Bank now intends to issue a series of its general obligation refunding bonds (the "Bond Bank Refunding Bonds") for the purpose, among others, of refunding the Bond Bank Bonds and achieving debt service savings; and

**WHEREAS**, the Assembly wishes to approve the Municipality's participation in this refinancing and to authorize the Borough Manager to accept a revised debt service schedule for the 2008 Bond if the Bond Bank successfully refinances the Bond Bank Bonds;

**NOW, THEREFORE, BE IT RESOLVED** by the Assembly of the Municipality of Skagway, Alaska, as follows:

Section 1. Approval of Refinancing. The Assembly hereby approves the Municipality's participation in the Bond Bank's refinancing of the Bond Bank Bonds and authorizes the Borough Manager to approve a revised schedule of principal payment amounts and

interest rates for the 2008 Bond, in accordance with Section 6 of the Loan Agreement, so long as the revised debt service schedule is financially advantageous to the Municipality. The revised schedule of debt service on the 2008 Bond and other provisions as may be required by the Bond Bank will be set forth in an Amendatory Loan Agreement and a refunding bond (the "2015 Bond") to be issued in exchange for the 2008 Bond. The Borough Manager or Treasurer is authorized to execute and deliver the Amendatory Loan Agreement on behalf of the Municipality and to deliver the 2015 Bond, executed in accordance with the provisions of the Bond Ordinance and this resolution, to the Bond Bank in exchange for the 2008 Bond. The Treasurer and other appropriate officers and employees of the Municipality are also hereby authorized to provide financial information about the Municipality that the Bond Bank may require for the official statement for the Bond Bank Refunding Bonds.

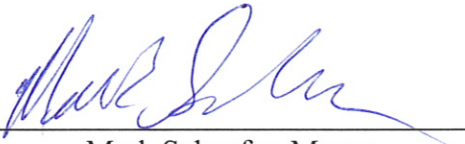
Section 2. Tax Covenants; Special Designation. The Municipality covenants to undertake all actions required to maintain the tax-exempt status of interest on the 2015 Bond under Section 103 of the Code.

Section 3. General Authorization. The Mayor, Borough Manager, Borough Treasurer, Borough Clerk, Borough Attorney, and any other appropriate officers, agents, attorneys and employees of the Municipality are each hereby authorized and directed to cooperate with the Bond Bank and to take such steps, do such other acts and things, and execute such letters, certificates, agreements, papers, financing statements, assignments or instruments as in their judgment may be necessary, appropriate or desirable to carry out the terms and provisions of, and complete the transactions contemplated by, this resolution.


Section 4. Prior Acts. Any and all acts heretofore taken by officers, agents, attorneys and employees of the Municipality in connection with refinancing the 2008 Bond are hereby ratified and confirmed.

Section 5.    Effective Date.    This resolution will take effect immediately upon its adoption.

**ADOPTED** this 19<sup>th</sup> day of March, 2015.

By   
Mark Schaefer, Mayor

ATTEST:

  
Emily Deach, Borough Clerk



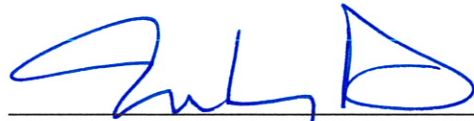
CLERK'S CERTIFICATE

I, the undersigned, Borough Clerk of the Municipality of Skagway, Alaska (the "Municipality"), and keeper of the records of the Borough Assembly (the "Assembly"), DO HEREBY CERTIFY:

1. That the attached resolution (the "Resolution") is a true and correct copy of Resolution No. 15-10R of the Municipality, as adopted at a meeting of the Assembly held on March 19, 2015, and duly recorded in my office.

2. That said meeting was duly convened and held in all respects in accordance with law, and to the extent required by law, due and proper notice of such meeting was given; that a quorum was present throughout the meeting and a legally sufficient number of members of the Assembly voted in the proper manner for the adoption of the Resolution; that all other requirements and proceedings incident to the proper adoption of the Resolution have been fully fulfilled, carried out and otherwise observed, and that I am authorized to execute this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this March 20, 2015.



Borough Clerk  
Municipality of Skagway

