

A Resolution of the Haines Borough Assembly approving the Borough's participation in a proposed refinancing by the Alaska Municipal Bond Bank of certain of the Bond Bank's general obligation bonds, which provided funds to purchase the Borough's General Obligation School Bond, 2005, under a loan agreement between the Borough and the Bond Bank; and authorizing the Borough's finance director to approve a revised schedule of principal and interest payments on the Borough's 2005 Bond, in accordance with the loan agreement, if the Bond Bank successfully refinances its bonds.

WHEREAS, the Haines Borough (the "Borough"), issued and sold its General Obligation School Bond, 2005, in the original principal amount of \$17,500,000 (the "Bond") to the Alaska Municipal Bond Bank (the "Bond Bank"), as authorized by Ordinance No. 05-07-116 of the Borough (the "Bond Ordinance"), on the terms and conditions set forth in the Bond Ordinance and in a loan agreement between the Borough and the Bond Bank dated as of October 1, 2005 (the "Loan Agreement"); and

WHEREAS, the Bond Bank issued and sold its General Obligation Bonds, 2005 Series C (the "Bond Bank Bonds"), to provide funds to purchase the 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 Bond may be adjusted to reduce debt service on the 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 Borough's participation in this refinancing and to authorize the Borough's finance director to accept a revised debt service schedule for the Bond if the Bond Bank successfully refinances the Bond Bank Bonds;

NOW, THEREFORE, BE IT RESOLVED by the Assembly of the Haines Borough, as follows:

Section 1. Definitions. Except as otherwise defined herein, capitalized terms used in this resolution have the meanings set forth in the Bond Ordinance.

Section 2. Approval of Refinancing. The Assembly hereby approves the Borough's participation in the Bond Bank's refinancing of the Bond Bank Bonds and authorizes the Finance Director to approve a revised schedule of principal payment amounts and interest rates for the Bond, in accordance with Section 6 of the Loan Agreement, so long as the revised schedule provides reasonable debt service savings to the Borough. The revised schedule of debt service on the Bond and other provisions as may be required by the Bond Bank will be set forth in an Amendatory Loan Agreement and an amended Bond. The Borough Manager or Finance Director is authorized to execute and deliver the Amendatory Loan Agreement on behalf of the Borough and to deliver the amended Bond, executed in accordance with the provisions of the Bond Ordinance, to the Bond Bank in exchange for the original Bond. The Finance Director and other appropriate officers and

employees of the Borough are also hereby authorized to provide financial information about the Borough that the Bond Bank may require for the official statement for the Bond Bank Refunding Bonds.

Section 3. Tax Covenants; Special Designation. The Borough covenants to undertake all actions required to maintain the tax-exempt status of interest on the amended Bond under Section 103 of the Code.

Section 4. General Authorization. The Mayor, Borough Manager, Finance Director, Borough Clerk, Borough Attorney, and any other appropriate officers, agents, attorneys and employees of the Borough 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 5. Prior Acts. Any and all acts heretofore taken by officers, agents, attorneys and employees of the Borough in connection with refinancing the Bond are hereby ratified and confirmed.

Section 6. Effective Date. This resolution will take effect immediately upon its adoption.

Adopted by a duly-constituted quorum of the Haines Borough Assembly on this 12th day of August, 2014.



By Stephanie K Scott
Stephanie Scott, Mayor

ATTEST:

Julie Cozzi
Julie Cozzi, MMC, Borough Clerk

CLERK'S CERTIFICATE

I, the undersigned, Borough Clerk of the Haines Borough (the "Borough"), 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. _____ of the Borough, as adopted at a meeting of the Assembly held on August 12, 2014, 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 August ____, 2014.

Borough Clerk
Haines Borough