Gilmore & Bell, P.C.
04/16/2012

PBC RESOLUTION NO. R-12-01

A RESOLUTION AUTHORIZING THE OFFERING FOR SALE BY THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS OF ITS HEALTH CARE FACILITIES REFUNDING REVENUE BONDS, SERIES 2012 (COFFEYVILLE REGIONAL MEDICAL CENTER).

WHEREAS, under the authority of K.S.A. 12-1757 *et seq*., as amended by Charter Ordinance No. 24 (collectively, the "PBC Act") of the City of Coffeyville, Kansas (the "City") and Ordinance No. G-02-01 of the City, the Public Building Commission of the City of Coffeyville, Kansas, a municipal corporation of the State of Kansas (the "PBC"), has heretofore been created by action duly taken by the governing body of the City; and

WHEREAS, the PBC has the power and authority under the PBC Act and K.S.A. 10-116a (collectively, the "Act") to issue revenue bonds to provide funds for the purpose of paying all or a portion of the costs to an addition (the "Improvements") to the acute care hospital facility in the City (as so improved, the "Hospital") and to refund any such revenue bonds previously issued; and

WHEREAS, the PBC has heretofore issued its Health Care Facilities Revenue Bonds, Series 2002 (Coffeyville Regional Medical Center), in the original aggregate principal amount of $16,000,000 (the "Series 2002 Bonds") for purpose of paying the costs of the Hospital; and

WHEREAS, the Hospital, is leased by the PBC to the City and operated by Coffey Regional Medical Center, Inc., a Kansas nonprofit corporation (the "Corporation")

WHEREAS, due to the current interest rate environment, the PBC has the opportunity to issue its refunding revenue bonds in order to achieve an interest cost savings on all or a portion of the debt represented by the Series 2002 Bonds maturing in the years 2012 to 2022, inclusive (the "Refunded Bonds"); and

WHEREAS, the PBC hereby selects the firm of Stifel Nicolaus & Company, Inc. (the "Underwriter"), as underwriter for one or more series of refunding revenue bonds of the PBC in order to provide funds to refund the Refunded Bonds, fund a debt service reserve fund and pay financing costs; and

WHEREAS, the Issuer desires to authorize the Underwriter to proceed with the offering for sale of said refunding revenue bonds and related activities; and

WHEREAS, one of the duties and responsibilities of the PBC is to prepare and distribute a preliminary official statement relating to said refunding revenue bonds; and

WHEREAS, the Issuer desires to authorize the Underwriter, in conjunction with the City Clerk, to proceed with the preparation and distribution of a preliminary official statement and all other preliminary action necessary to sell said refunding revenue bonds; and

WHEREAS, due to the volatile nature of the municipal bond market and the desire of the PBC to achieve maximum benefit of timing of the sale of said refunding revenue bonds, the PBC desires to authorize the President to confirm the sale of such refunding revenue bonds, if necessary, prior to the next meeting of the PBC to adopt the necessary resolution providing for the issuance thereof.

NOW, THEREFORE, BE IT RESOLVED BY THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS:

Section 1. The Underwriter is hereby authorized to proceed with the offering for sale of the PBC's Health Care Facilities Refunding Revenue Bonds, Series 2012 (Coffeyville Regional Medical Center) (the "Bonds") in accordance with the presentation made by the Underwriter this date. The offering for sale of the Bonds shall be accomplished in consultation with the City Clerk, Gilmore & Bell, P.C. ("Bond Counsel"), the City Attorney and the Underwriter. The confirmation of the sale of the Bonds shall be subject to the execution of a bond purchase agreement among the Underwriter, the PBC, the City, the Board of Trustees of Coffeyville Regional Medical Center (the "Hospital Board") and the Corporation (the "Bond Purchase Agreement") in a form approved by Bond Counsel and the City Attorney, the adoption of a resolution by the PBC authorizing the issuance of the Bonds, the approval of the City, the Hospital Board, and the Corporation, and the execution of various documents necessary to deliver the Bonds. The Chairman is hereby authorized to execute the Bond Purchase Agreement subject to the following parameters: (a) principal amount not to exceed $8,205,000, (b) the approval of the City, the Hospital Board and the Corporation; (c) a true interest cost ("TIC") of not to exceed 2.00%, and (d) present value savings of not less than 12% of refunded principal.

Section 2. The preliminary official statement relating to the Bonds (the "Preliminary Official Statement") as it relates to the PBC, is hereby approved in substantially the form presented to the PBC this date. The PBC hereby consents to the use and public distribution by the Underwriter of the Preliminary Official Statement in connection with the offering for sale of the Bonds

Section 3. For the purpose of enabling the Underwriter to comply with the requirements of Rule 15c2-12 of the Securities Exchange Commission (the "Rule"), the appropriate officers of the PBC 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 PBC'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 certain national repositories and the Municipal Securities Rulemaking Board, as applicable; and (c) take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the Underwriter to comply with the requirement of the Rule. The PBC agrees to provide to the Underwriter within seven business days of the date of the Bond Purchase Agreement or within sufficient time to accompany any confirmation that requests payment from any customer of the Underwriter, whichever is earlier, sufficient copies of the final Official Statement to enable the Underwriter to comply with the requirements of Rule 15c2-12(3) and (4) of the Securities and Exchange Commission and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

Section 4. The President, Secretary and the other officers and representatives of the PBC, the Underwriter 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. Such officials are also authorized and directed to take such

action as may be necessary, after consultation with the Underwriter and Bond Counsel, to subscribe for the United States Treasury Securities to be purchased and deposited in the escrow for the Refunded Bonds and to provide for notice of redemption of the Refunded Bonds.

Section 5. This Resolution shall be effective from and after its adoption.

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ADOPTED by the Public Building Commission of the City of Coffeyville, Kansas on April 17, 2012.

_____
Jim Miller, President

ATTEST:

_____
Cindy Price, Secretary

CERTIFICATE

I, hereby certify that the above and foregoing is a true and correct copy of the PBC Resolution No. R-12-01 of the Public Building Commission of the City of Coffeyville, Kansas adopted on April 17, 2012 as the same appears of record in my office.

DATED: April 17, 2012

_____
Cindy Price, Secretary

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Gilmore & Bell, P.C.
04/05/2012

EXHIBIT A

CERTIFICATE DEEMING
PRELIMINARY OFFICIAL STATEMENT FINAL

April 17, 2012

To: Stifel Nicolaus & Company, Inc.

Re: Health Care Facilities Refunding Revenue Bonds, Series 2012 (Coffeyville Regional Medical Center) of the Public Building Commission of the City of Coffeyville, Kansas

Ladies and Gentlemen:

The undersigneds are the duly acting President and Secretary of the Public Building Commission of the City of Coffeyville, Kansas (the "PBC"), and are authorized to deliver this Certificate to the addressee (the "Underwriter") on behalf of the PBC. The PBC has heretofore caused to be delivered to the Underwriter copies of the Preliminary Official Statement (the "Preliminary Official Statement"), relating to the above-referenced bonds (the "Bonds").

For the purpose of enabling the Underwriter to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the "Rule"), the PBC hereby deems the information regarding the PBC 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 and other terms of the Bonds depending on such matters.

Very truly yours,

PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS

By: _____
Jim Miller, President

By: _____
Cindy Price, Secretary