REQUEST FOR DECLARATION OF EMERGENCY

REQUEST OF THE MAYOR OF THE CITY OF COFFEYVILLE, KANSAS FOR THE DECLARATION BY THE CITY COMMISSION OF SAID CITY OF THE EXISTENCE OF A PUBLIC EMERGENCY REQUIRING THE FINAL PASSAGE OF AN ORDINANCE BELOW DESIGNATED.

TO THE MEMBERS OF THE CITY COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS:

I, David George, Mayor of the City of Coffeyville, Kansas, hereby request that the City Commission declare that a public emergency exists requiring the final passage on April 17, 2012, the date of introduction, of an Ordinance entitled:

> **ORDINANCE AUTHORIZING THE CITY OF COFFEYVILLE, KANSAS TO ENTER INTO A SUPPLEMENTAL LEASE OF THE COFFEYVILLE REGIONAL MEDICAL CENTER WITH THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS; AUTHORIZING THE CITY TO ENTER INTO A SUPPLEMENTAL SUBLEASE OF THE COFFEYVILLE REGIONAL MEDICAL CENTER; AND AUTHORIZING AND APPROVING CERTAIN RELATED DOCUMENTS IN CONNECTION WITH THE ISSUANCE BY THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS ITS HEALTH CARE FACILITIES REFUNDING REVENUE BONDS, SERIES 2012 (COFFEYVILLE REGIONAL MEDICAL CENTER).**

The general nature of such emergency is that such Ordinance needs to be adopted on the date of its introduction in order to permit the Public Building Commission of the City of Coffeyville, Kansas (the "PBC") to obtain permanent financing to refund its outstanding Health Care Facilities Revenue Bonds, Series 2002 (Coffeyville Regional Medical Center), thereby reducing interest costs to the City and the PBC.

It is therefore expedient at this time that the City Commission find and declare that a public emergency exists by reason of the foregoing and that the above entitled ordinance be finally adopted on the day of its introduction.

Executed at the City of Coffeyville, Kansas on April 17, 2012.

_____
David George, Mayor

(Seal)

ATTEST:

_____
Cindy Price, City Clerk

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

(Published in the *Montgomery County Chronicle* on April __, 2012)

ORDINANCE NO. S-12-04

AN ORDINANCE AUTHORIZING THE CITY OF COFFEYVILLE, KANSAS TO ENTER INTO A SUPPLEMENTAL LEASE OF THE COFFEYVILLE REGIONAL MEDICAL CENTER WITH THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS; AUTHORIZING THE CITY TO ENTER INTO A SUPPLEMENTAL SUBLEASE OF THE COFFEYVILLE REGIONAL MEDICAL CENTER; AND AUTHORIZING AND APPROVING CERTAIN RELATED DOCUMENTS IN CONNECTION WITH THE ISSUANCE BY THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS 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 construct 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 Improvements; and

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, title to the Hospital is held by the PBC and is leased by the PBC to the City pursuant to a Lease with Option to Purchase dated as of December 15, 2002 (the "2002 Lease"); and

WHEREAS, the Hospital is operated by Coffeyville Regional Medical Center, Inc., a Kansas nonprofit corporation (the "Corporation"), and the City, the Board of Trustees of Coffeyville Regional Medical Center (the "Hospital Board"), and the Corporation have entered into an operating Lease and a Pledge of Revenues and Supplemental Lease Agreement dated as of December 15, 2002 (collectively, the "2002 Sublease") relating to the operation of the Hospital and disposition of revenues generated from the operation of the Hospital.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS:

SECTION 1. The governing body of the City hereby finds and determines, pursuant to the Act, that (i) the issuance by the PBC of its Health Care Facilities Refunding Revenue Bonds, Series 2012 (Coffeyville Regional Medical Center) (the "Bonds") for the purpose of providing funds to refund the Refunded Bonds; (ii) continuing to lease the Hospital from the PBC pursuant to the 2002 Lease, as supplemented and amended by a certain Supplemental Lease with Option to Purchase between the same parties; (iii) continuing to provide for the operation of the Hospital by the Corporation and disposition of revenues therefrom pursuant to the 2002 Sublease, as supplemented and amended by a certain Supplement and Amendment to Pledge of Revenues and Supplemental Lease Agreement between the same parties; and (iv) authorizing the sale of the Bonds by the PBC to Stifel Nicolaus & Company, Inc. (the "Underwriter") subject to the conditions set forth herein, are necessary, convenient and in furtherance of the governmental purposes of the City.

SECTION 2. The preliminary official statement relating to the Bonds (the "Preliminary Official Statement") as it relates to the City, is hereby approved in substantially the form presented to the governing body this date. 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 City are hereby authorized: (a) to provide the Underwriter a letter or certification to the effect that the governing body of the City deems the information relating to the City and the Bonds 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; (b) covenant to provide secondary market disclosure by transmitting certain financial information and operating data and other information necessary to comply with the Rule; 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 governing body 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. The confirmation of the sale of the Bonds shall be subject to the execution of a bond purchase agreement among the PBC, the Underwriter, the City, the Hospital Board and the Corporation (the "Bond Purchase Agreement") in a form approved by Gilmore & Bell, P.C., as 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 Mayor and City Clerk are hereby authorized to indicate the approval of the City by executing the Bond Purchase Agreement, subject to the following parameters: (a) principal amount not to exceed $8,025,000. (b) a true interest cost ("TIC") of not to exceed 2.00%, and (c) present value savings of not less than 12% of refunded principal.

SECTION 4. **.** The following documents are hereby approved in substantially the forms presented to and reviewed by the governing body this date, copies of which documents shall be filed in the records of the City (collectively, the "City Documents") with such changes therein as shall be approved by the officers executing such documents, such officers' signatures thereon being conclusive evidence of their approval and the Trustee's approval thereof:

(a) Supplemental Lease with Option to Purchase, supplementing and amending the 2002 Lease, between the PBC and the City with respect to the continued lease of the Hospital by the City;

(b) Supplement and Amendment to Pledge of Revenues and Supplemental Lease, supplementing and amending the 2002 Sublease, among the City, the Hospital Board and the Corporation with respect to operation of the Hospital and the disposition of revenues from the operation of the Hospital;

(c) Continuing Disclosure Agreement relating to continuing disclosure of certain financial information, operating data and material events for the benefits of the owners of the Bonds and to assist the Underwriter in complying with Rule 15c2-12 of the Securities and Exchange Commission;

(d) Tax Compliance Agreement among the PBC, the City, the Hospital Board, the Corporation and UMB Bank, n.a., as Trustee, setting forth certain representations, facts, expectations, terms and conditions relating to the use and investment of the proceeds of the Bonds, to establish and maintain the exclusion of interest on the Bonds from gross income for federal income tax purposes, and to provide guidance in complying with the arbitrage rebate provisions of Section 148(f) of the Internal Revenue Code.

(e) Such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Ordinance.

SECTION 5. The Mayor is hereby authorized and directed to execute and deliver the City Documents for and on behalf of and as the act and deed of the City, with such changes therein as shall be approved by such officer, such officer's signature thereon being conclusive evidence of his or her approval thereof. The City Clerk is hereby authorized and directed to attest the City Documents.

SECTION 6. The Mayor and City Clerk are hereby authorized to execute any and all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the intent of this Ordinance.

SECTION 7. All action heretofore taken (not inconsistent with the provisions of this Ordinance by the City or the officials of the City, directed toward the continued leasing and subleasing of the Hospital, or the issuance of the Bonds by the PBC, are hereby ratified, approved and confirmed.

SECTION 8. This Ordinance shall be effective from and after its passage by the governing body and publication once in the official City newspaper.

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PASSED by the governing body of the City of Coffeyville, Kansas, and **APPROVED AND SIGNED** by the Mayor on April 17, 2012.

(SEAL)

_____
David George, Mayor

ATTEST:

_____
Cindy Price, City Clerk

CERTIFICATE

I, hereby certify that the above and foregoing is a true and correct copy of Ordinance No. S-12-04 of governing body of the City of Coffeyville, Kansas passed on April 17, 2012 and published on April __, 2012, as the same appears of record in my office.

DATED: April 17, 2012.

_____
Cindy Price, City Clerk

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 Mayor and Director of Finance of the City of Coffeyville, Kansas (the "City") and are authorized to deliver this Certificate to the addressee (the "Purchaser") on behalf of the City. The Public Building Commission of the City of Coffeyville, Kansas has heretofore caused to be delivered to the Purchaser copies of the Preliminary Official Statement (the "Preliminary Official Statement"), relating to the above-referenced bonds (the "Bonds").

For the purpose of enabling the Purchaser to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the "Rule"), the City hereby deems the information regarding the City and the Bonds 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,

CITY OF COFFEYVILLE, KANSAS

By: _____
David George, Mayor

By: _____
Stephanie Richardson, Director of Finance