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

PBC RESOLUTION NO. R-12-02

A RESOLUTION PROVIDING FOR THE ADOPTION OF A TAX-EXEMPT FINANCING COMPLIANCE PROCEDURE RELATING TO OBLIGATIONS ISSUED AND TO BE ISSUED BY THE PUBLIC BUILDING COMMISSION OF THE CITY OF COFFEYVILLE, KANSAS.

WHEREAS, the Public Building Commission of the City of Coffeyville, Kansas (the "Issuer") is a municipal corporation, duly created, organized and existing under the Constitution and laws of the State of Kansas (the "State"); and

WHEREAS, the Issuer is authorized, pursuant to the Constitution and statutes of the State to issue revenue bonds and other related instruments that evidence indebtedness (collectively, the "Obligations") to finance certain improvements, projects and programs on behalf of certain other governmental users, such as the City of Coffeyville, Kansas ("Conduit Borrowers"); and

WHEREAS, the Issuer has heretofore issued certain Obligations and anticipates future issuances of additional Obligations, the interest on which is intended to be excluded from gross income for federal income tax purposes (the "Tax-Exempt Obligations"); and

WHEREAS, the Internal Revenue Code of 1986, as amended and regulations promulgated thereunder (collectively, the "Code"), impose ongoing requirements related to the investment, use and expenditure of proceeds of Tax-Exempt Obligations and related funds and restrictions on use of the Project Facilities financed by such Tax-Exempt Obligations and separate restrictions on facilities financed on behalf of Conduit Borrowers by such Tax-Exempt Obligations; and

WHEREAS, the Issuer and Conduit Borrowers have entered into or anticipates entering into continuing disclosure undertakings to provide for the submission of annual reports and notices of certain material events relating to the Tax-Exempt Obligations for facilities financed on behalf of Conduit Borrowers; and

WHEREAS, the Issuer is committed to full compliance with all such requirements with respect to the Issuer's Tax-Exempt Obligations.

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

Section 1. **Compliance Procedure**. In order to comply with the requirements of the Code and directives of the Internal Revenue Service and SEC and to improve tax compliance and documentation, the governing body of the Issuer hereby adopts the Tax-Exempt Financing Compliance Procedure-Conduit, dated as April 17, 2012 (the "Compliance Procedure").

Section 2. **Permanent Record**. A copy of the Conduit Compliance Procedure shall be placed in the permanent records of the Issuer and shall be available for public inspection during regular business hours of the Issuer.

Section 3. **Effective Date.** This Resolution shall take effect and be in full force from and after its adoption by the governing body of the Issuer.

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ADOPTED AND APPROVED by the governing body of the Public Building Commission of the City of Coffeyville, Kansas, on April 17, 2012

(Seal)

_____
Jim Miller, President

ATTEST:

_____
Cindy Price, Secretary

CERTIFICATE

I hereby certify that the above and foregoing is a true and correct copy of PBC Resolution No. R-12-02 of the Public Building Commission of the City of Coffeyville, Kansas adopted by the governing body on April 17, 2012, as the same appears of record in my office.

DATED: April 17, 2012.

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Cindy Price, Secretary

(Signature page to Resolution)