

ORDINANCE NO.

99227

**AN ORDINANCE COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12, INCLUDING THE APPROVAL AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE OF APPROXIMATELY \$11,085,000 "CITY OF SAN ANTONIO, TEXAS HOTEL OCCUPANCY TAX SUBORDINATE LIEN REVENUE REFUNDING BONDS, SERIES 2004A" AND A PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE OF APPROXIMATELY \$115,105,000 "CITY OF SAN ANTONIO, TEXAS HOTEL OCCUPANCY TAX SUBORDINATE LIEN REVENUE AND REFUNDING BONDS, SERIES 2004B"; AUTHORIZING THE CITY'S STAFF, CO-FINANCIAL ADVISORS, AND CO-BOND COUNSEL TO TAKE ALL ACTIONS DEEMED NECESSARY IN CONNECTION WITH THE SALE OF SUCH OBLIGATIONS; AND PROVIDING FOR AN EFFECTIVE DATE**

WHEREAS, the City Council (the *City Council*) of the City of San Antonio, Texas (the *City*) is contemplating the issuance of hotel occupancy tax revenue bonds described in the caption above (the *Obligations*); and

WHEREAS, preliminary official statements, including the City's audited financial statements for the period ending September 30, 2003 (the *Official Statements*) have been prepared in connection with the proposed issuance and sale of the Obligations, and the Official Statements have been submitted to and reviewed by proper officials of the City; and

WHEREAS, prior to the offering, sale, and issuance of the Obligations, the appropriate officials of the City must review and approve the distribution of a "deemed final" preliminary official statement in order to comply with the requirements contained in 17 C.F.R. §240.15c2-12 (the *Securities and Exchange Commission Rule*); and

WHEREAS, based upon their review of the Official Statements, the appropriate officials of the City must find to the best of their knowledge and belief, after reasonable investigation, that the representations of facts pertaining to the City contained in the Official Statements are true and correct and that, except as disclosed in the Official Statements, there are no facts pertaining to the City that would adversely affect the issuance of the Obligations or the City's ability to pay the debt service requirements on the Obligations when due; and

WHEREAS, the City Council will comply with the requirements contained in the Securities and Exchange Commission Rule concerning the creation of a contractual obligation between the City and the proposed purchasers of the Obligations (the *Underwriters*) to provide the Underwriters with an Official Statements in a time and manner that will enable the Underwriters to comply with the distribution requirements and continuing disclosure requirements contained in the Securities and Exchange Commission Rule; and

WHEREAS, the City Council hereby finds and determines that the Official Statements are "deemed final" as that term is defined in the Securities and Exchange Commission Rule; and

WHEREAS, the City Council hereby finds and determines that the Official Statements should be approved and authorization to distribute such documents concerning the negotiated sale of the Obligations should be given in the manner provided by applicable law; and

WHEREAS, the City Council authorizes the City Manager, Director of Finance, Acting City Clerk, and the City Attorney, as appropriate, or their designees, to review, approve, and execute any document or certificate in order to allow the City to comply with the requirements contained in the Securities and Exchange Commission Rule; and

WHEREAS, the City Council hereby finds and determines that such documents pertaining to the sale of the Obligations should be approved;

WHEREAS, the City Council hereby finds and determines that the adoption of this Ordinance is in the best interests of the citizens of the City; now, therefore,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO THAT:

SECTION 1: The Official Statements, including the City's audited financial statements for the period ending September 30, 2003, prepared in connection with the issuance and sale of the Obligations are hereby approved, such documents to read substantially as attached hereto as Exhibit A and incorporated herein by reference and made a part of this Ordinance for all purposes, and the Mayor and the Acting City Clerk are hereby authorized to execute and cause distribution to be made of such documents for and on behalf of the City.

SECTION 2: The City Manager, Director of Finance, Acting City Clerk, and the City Attorney, as appropriate, or their designees, are authorized to review and approve the Official Statements, including any amendment thereto, pertaining to the offering, sale, and issuance of the Obligations and to execute any document or certificate in order to comply with the requirements contained in the Securities and Exchange Commission Rule.

SECTION 3: The Underwriters (as identified on the Official Statements) are confirmed to serve as the underwriting syndicate for the proposed issuance of the Obligations by the City.

SECTION 4: The Acting City Clerk is directed to maintain a copy of this Ordinance in the City's official records in a manner that will allow any member of the general public to review this Ordinance during the normal business hours of the City during the period beginning thirty (30) days after the adoption hereof and ending on the date of issuance of the Obligations.

SECTION 5: The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Ordinance for all purposes and are adopted as a part of the judgment and findings of the City Council.

SECTION 6: All ordinances and resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Ordinance are hereby repealed to the extent of such conflict, and the provisions of this Ordinance shall be and remain controlling as to the matters resolved herein.

SECTION 7: This Ordinance shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

SECTION 8: If any provision of this Ordinance or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Ordinance and the application of such provision to other persons and circumstances shall nevertheless be valid, and the City Council hereby declares that this Ordinance would have been enacted without such invalid provision.

SECTION 9: It is officially found, determined, and declared that the meeting at which this Ordinance is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Ordinance, was given, all as required by Chapter 551, as amended, Texas Government Code.

SECTION 10: This Ordinance shall be in force and shall take effect on the tenth day after the date of its adoption by the City Council, and it is so ordained.

*[The remainder of this page intentionally left blank]*

PASSED AND APPROVED, this the 20th day of May, 2004.

CITY OF SAN ANTONIO

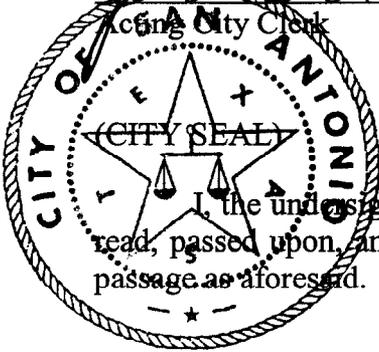


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Mayor

ATTEST:



John L. Ledcum  
Acting City Clerk



I, the undersigned, City Attorney of the City of San Antonio, Texas, hereby certify that I read, passed upon, and approved as to form the foregoing Ordinance prior to its adoption and passage as aforesaid.



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Andrew Martin, City Attorney  
City of San Antonio, Texas