

ORDINANCE NO. 2008-06-12-0535

AN ORDINANCE COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12, INCLUDING THE APPROVAL AND DISTRIBUTION OF A PRELIMINARY OFFERING MEMORANDUM PERTAINING TO THE ISSUANCE OF APPROXIMATELY \$135,000,000 "CITY OF SAN ANTONIO, TEXAS HOTEL OCCUPANCY TAX SUBORDINATE LIEN VARIABLE RATE DEMAND REVENUE AND REFUNDING BONDS, SERIES 2008"; AUTHORIZING THE CITY'S STAFF, CO-FINANCIAL ADVISORS, AND 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 and refunding bonds described in the caption above (the *Obligations*); and

WHEREAS, the preliminary offering memorandum, including the City's audited financial statements for the period ending September 30, 2006 (the *Preliminary Offering Memorandum*) has been prepared in connection with the proposed issuance and sale of the *Obligations*, and the Preliminary Offering Memorandum has been submitted to and reviewed by proper officials of the City; and

WHEREAS, though the City is exempt from compliance with 17 C.F.R. §240.15c2-12 (the *Securities and Exchange Commission Rule*) by its provisions, the City nevertheless desires prior to the offering, sale, and issuance of the *Obligations*, to have the Offering Memorandum relating to the *Obligations* reviewed by appropriate officials of the City and to approve the distribution thereof; and

WHEREAS, based upon their review of the Preliminary Offering Memorandum and of the final Offering Memorandum (the *Final Offering Memorandum* and collectively with the Preliminary Offering Memorandum, the *Offering Memorandum*), the City requires that the appropriate officials thereof find to the best of their knowledge and belief, after reasonable investigation, that the representations of facts pertaining to the City contained in the Offering Memorandum are true and correct and that, except as disclosed in the Offering Memorandum, 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 hereby finds and determines that the Offering Memorandum should be approved and authorization to distribute such document 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, 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 carry out the intent of this Ordinance or to comply with applicable law; 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 Preliminary Offering Memorandum, including the City's audited financial statements for the period ending September 30, 2006, prepared in connection with the issuance and sale of the Obligations is 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 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, City Clerk, and the City Attorney, as appropriate, or their designees, are authorized to review and approve the Final Offering Memorandum, including any amendment thereto, pertaining to the offering, sale, and issuance of the Obligations and to execute any document or certificate in order to carry out the intent of this Ordinance or to comply with the applicable law.

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

SECTION 4: The 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.

PASSED AND APPROVED, this the 12th day of June, 2008.

CITY OF SAN ANTONIO


Mayor

ATTEST:


City Clerk



(CITY SEAL)

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.



Michael D. Bernard, City Attorney
City of San Antonio, Texas

Exhibit A

Preliminary Offering Memorandum

See Tab No. __