

1 **..Title**

2 **Issuance of General Obligation Bonds and Bond Anticipation Notes** - For the purpose of
3 authorizing and empowering the City of Annapolis (the “City”) to issue and sell, upon its full
4 faith and credit, (i) one or more series of its general obligation bonds in the aggregate principal
5 amount not to exceed \$44,079,109 (the “Bonds”), pursuant to Sections 19-301 through 19-309,
6 inclusive, of the Local Government Article of the Annotated Code of Maryland, as amended,
7 and Article VII, Section 11 of the Charter of the City of Annapolis, as amended (the “Charter”),
8 (ii) one or more series of its general obligation bond anticipation notes in anticipation of the
9 issuance of the Bonds in the maximum aggregate principal amount equal to the maximum
10 aggregate principal amount of the Bonds (the “Notes”), pursuant to Sections 19-211 through 19-
11 221, inclusive, of the Local Government Article of the Annotated Code of Maryland, as
12 amended and the Charter and (iii) one or more series of its general obligation bonds to refund
13 specified bonds previously issued by the City in the aggregate principal amount not to exceed
14 120% of the principal amount of bonds to be refunded (the “Refunding Bonds”), pursuant to
15 Section 19-207 and Sections 19-301 through 19-309, inclusive, of the Local Government Article
16 of the Annotated Code of Maryland, as amended, and the Charter; providing that the Bonds,
17 Notes and Refunding Bonds shall be issued and sold for the public purpose of financing and
18 refinancing certain capital projects of the City as provided in this Ordinance; prescribing the
19 form and tenor of the Bonds, Notes and Refunding Bonds; providing for the method of sale of
20 the Bonds, Notes and Refunding Bonds and other matters relating to the issuance and sale
21 thereof; providing for the disbursement of the proceeds of the Bonds, Notes and Refunding
22 Bonds; covenanting to levy and collect all taxes necessary to provide for the payment of the
23 principal of and interest on the Bonds, Notes and Refunding Bonds; and generally providing for
24 and determining various matters relating to the issuance, sale and delivery of the Bonds, Notes
25 and Refunding Bonds.

26 **..Body**

27 **CITY COUNCIL OF THE**
28 **City of Annapolis**

29 **Ordinance 15-24**

30 **Introduced by: Mayor Buckley**

31 **Referred to:**

32 Finance Committee
33 Financial Advisory Commission

34 **AN ORDINANCE** concerning

35 **Issuance of General Obligation Bonds and Bond Anticipation Notes**
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42

1 **FOR** the purpose of authorizing and empowering the City of Annapolis (the “City”) to issue
2 and sell, upon its full faith and credit, (i) one or more series of its general obligation bonds in
3 the aggregate principal amount not to exceed \$44,079,109 (the “Bonds”), pursuant to Sections
4 19-301 through 19-309, inclusive, of the Local Government Article of the Annotated Code of
5 Maryland, as amended, and Article VII, Section 11 of the Charter of the City of Annapolis, as
6 amended (the “Charter”), (ii) one or more series of its general obligation bond anticipation notes
7 in anticipation of the issuance of the Bonds in the maximum aggregate principal amount equal
8 to the maximum aggregate principal amount of the Bonds (the “Notes”), pursuant to Sections
9 19-211 through 19-221, inclusive, of the Local Government Article of the Annotated Code of
10 Maryland, as amended and the Charter and (iii) one or more series of its general obligation bonds
11 to refund specified bonds previously issued by the City in the aggregate principal amount not to
12 exceed 120% of the principal amount of bonds to be refunded (the “Refunding Bonds”),
13 pursuant to Section 19-207 and Sections 19-301 through 19-309, inclusive, of the Local
14 Government Article of the Annotated Code of Maryland, as amended, and the Charter; providing
15 that the Bonds, Notes and Refunding Bonds shall be issued and sold for the public purpose of
16 financing and refinancing certain capital projects of the City as provided in this Ordinance;
17 prescribing the form and tenor of the Bonds, Notes and Refunding Bonds; providing for the
18 method of sale of the Bonds, Notes and Refunding Bonds and other matters relating to the
19 issuance and sale thereof; providing for the disbursement of the proceeds of the Bonds, Notes
20 and Refunding Bonds; covenanting to levy and collect all taxes necessary to provide for the
21 payment of the principal of and interest on the Bonds, Notes and Refunding Bonds; and
22 generally providing for and determining various matters relating to the issuance, sale and
23 delivery of the Bonds, Notes and Refunding Bonds.

24
25 **RECITALS**

26
27 For convenience of reference, the City of Annapolis, a municipal body corporate and politic of
28 the State of Maryland, is hereinafter sometimes referred to as the “City” or as “Annapolis”.

29
30 The authority for the powers herein exercised with respect to the City’s bonds is contained in
31 Article VII, Section 11 of the Charter of the City (the “Charter”) and Sections 19-301 through
32 19-309, inclusive, of the Local Government Article of the Annotated Code of Maryland, as
33 amended (the “Bond Enabling Act”); the authority for the powers herein exercised with respect
34 to the City’s bond anticipation notes is contained in the Charter and Sections 19-211 through
35 19-221, inclusive, of the Local Government Article of the Annotated Code of Maryland, as
36 amended (the “Bond Anticipation Note Act”); and the authority for the powers herein exercised
37 with respect to the City’s refunding bonds is contained in the Charter, the Bond Enabling Act
38 and Section 19-207 of the Local Government Article of the Annotated Code of Maryland, as
39 amended (the “Refunding Act”).

40
41 The Charter and the Bond Enabling Act authorize and empower the City to borrow money for
42 any proper public purpose and to evidence such borrowing by the issuance and sale of its general
43 obligation bonds in accordance with the procedure prescribed by the Charter and the Bond
44 Enabling Act, subject to the limitation imposed by the Charter, as modified by Chapter 80, Acts
45 of 2000 by the Maryland General Assembly, that no bonds shall be issued by the City if, by the

1 issuance thereof, the total bonded indebtedness of the City incurred, less the amount of sinking
2 funds established for the retirement thereof, would then exceed the sum of (i) 4% of the assessed
3 value of all real property in the City taxable for municipal purposes and (ii) 10% of the assessed
4 value of all personal property in the City taxable for municipal purposes. The Charter further
5 provides that, in computing compliance with such limitation, outstanding bonds or other
6 indebtedness of the City issued pursuant to the authority of any public local law enacted by the
7 General Assembly of Maryland prior to January 1, 1955, or pursuant to the authority of any
8 public general law of the State of Maryland, other than the Bond Enabling Act, together with
9 tax anticipation notes issued pursuant to the Charter and applicable State law, revenue bonds
10 payable as to principal and interest solely from the revenues from revenue-producing projects,
11 and short-term obligations issued pursuant to certain sections of the Charter, shall not be taken
12 into account.

13
14 Pursuant to Article VII, Section 11 of the Charter, the City Council of the City (the “City
15 Council”) may in its discretion hold a referendum on any such bond issue or may be required to
16 do so as a result of a proper petition of registered voters filed for the purpose after the giving of
17 notice to the City as prescribed in the Charter.

18
19 The City proposes to spend the proceeds of the Bonds and Notes authorized pursuant to this
20 Ordinance to (i) finance and refinance the costs of certain public projects of the City, subject to
21 the provisions of this Ordinance and (ii) pay (A) the costs of issuing the Bonds and Notes, (B)
22 capitalized interest on the Bonds and the Notes and (C) other related costs. The City proposes
23 to spend the proceeds of the Refunding Bonds authorized pursuant to this Ordinance to (i) refund
24 all or a portion of some or all of the bonds listed on Exhibit II to this Ordinance and (ii) pay the
25 costs of issuing the Refunding Bonds and other related costs.

26
27 The Refunding Act authorizes the City to issue bonds for the purpose of refunding outstanding
28 bonds issued by the City in order to realize debt service savings on either a direct comparison
29 or present value basis, or restructure debt that (1) in the aggregate effects such a reduction in the
30 cost of debt service or (2) is determined to be in the best interests of the City, to be consistent
31 with the City’s long-term financial plan, and to realize a financial objective of the City including
32 improving the relationship of debt service to a source of payment such as taxes, assessments or
33 other charges.

34
35 The Charter contains no limitations upon the rate at which ad valorem taxes may be levied by
36 the City for the payment of the principal of and interest on said indebtedness.

37
38 Since the adoption of Article XI-E as an amendment of the Constitution of Maryland, the
39 General Assembly of Maryland has passed no law proposing a limitation upon the rate at which
40 taxes may be levied by the City or a limitation upon the amount of bonded indebtedness which
41 may be incurred by the City different from that set forth in the Charter.
42

1 **NOW, THEREFORE, BE IT ESTABLISHED AND ORDAINED BY THE ANNAPOLIS**
2 **CITY COUNCIL, that:**

3
4 SECTION 1. All terms used herein which are defined in the Recitals hereof shall have
5 the meanings given such terms therein.
6

7 SECTION 2. It is in the best interest of the City to borrow money and incur
8 indebtedness, and the City is authorized and empowered to issue and sell upon its full faith and
9 credit one or more series of its general obligation, fully-registered bonds in the aggregate
10 principal amount not to exceed \$44,079,109, to be known as the “Public Improvements Bonds,
11 Series ___” (the “Bonds”), with the year in which the Bonds are issued in the foregoing blank,
12 or such other designation as deemed appropriate by the Mayor of Annapolis (the “Mayor”) for
13 the purposes of financing and refinancing the costs of the public projects set forth in the table
14 attached to this Ordinance as Exhibit I and incorporated herein (the “Projects”) and costs of
15 issuance of and capitalized interest on the Bonds and other costs and expenses related to the
16 Bonds.
17

18 The table attached to this Ordinance as Exhibit I lists (a) certain capital projects including
19 capital projects that appear in the capital budget of the City for fiscal year ending June 30, 2025
20 or in the capital budgets for prior fiscal years, which are to be financed in whole or in part with
21 the proceeds of the Bonds or Notes authorized hereunder, (b) the portion of the costs of each
22 Project to be financed hereunder, (c) the source or sources of other funds to finance a portion of
23 the cost of each such Project and (d) the average useful life of each such Project. Totals listed
24 in Exhibit I may not foot due to rounding.
25

26 SECTION 3. The City hereby covenants that any Bonds issued hereunder shall comply
27 with all limitations of the Charter and that no Bonds shall be issued by the City if, by the issuance
28 thereof, the total bonded indebtedness of the City incurred, less the amount of sinking funds
29 established for the retirement thereof, would then exceed the sum of (i) 4% of the assessed value
30 of all real property in the City taxable for municipal purposes and (ii) 10% of the assessed value
31 of all personal property in the City taxable for municipal purposes.
32

33 SECTION 4. The Bonds authorized by this Ordinance shall be dated the date of their
34 delivery, shall be fully-registered bonds without coupons in the denomination of Five Thousand
35 Dollars (\$5,000) each or any integral multiple thereof and shall bear interest at the interest rate
36 or rates fixed at the time of the awarding of the Bonds in accordance with an executive order of
37 the Mayor and the provisions of this Ordinance as hereinafter provided. Interest on the Bonds
38 shall be payable semiannually on the dates and in the years as may be determined by the Mayor
39 in an executive order. The Bonds shall mature, subject to the option of prior redemption, in
40 annual installments, including any mandatory sinking fund installments, in the years as shall be
41 determined by the Mayor pursuant to an executive order; provided however, that the final
42 maturity of the Bonds shall not exceed 30 years from the date of delivery of the Bonds. Each
43 Bond shall bear interest from the interest payment date next preceding the date on which it is
44 authenticated, unless authenticated upon an interest payment date, in which event it shall bear
45 interest from such interest payment date, or unless authenticated prior to the first interest

1 payment date, in which event it shall bear interest from the date of the Bonds; provided,
2 however, that if at the time of authentication any bond interest is in default, such bond shall bear
3 interest from the date to which interest has been paid.
4

5 SECTION 5. Certain of the Bonds may be subject to redemption prior to maturity as
6 may be determined by the Mayor in an executive order. The Bonds so subject to redemption, if
7 any, the redemption dates and the redemption prices shall be specified in an executive order by
8 the Mayor.
9

10 The Bonds shall be redeemed only in integral multiples of \$5,000. If less than all of the
11 outstanding Bonds shall be called for optional redemption, the City shall choose the maturities
12 of the Bonds to be redeemed and the principal amount of each such maturity to be redeemed, in
13 its sole discretion; and if any such maturity consists of term Bonds, the City shall choose the
14 mandatory sinking fund redemption installments of such term Bonds to be reduced and the
15 amount of each such reduction, in its sole discretion. If less than all of the Bonds of any one
16 maturity are called for redemption, the particular bonds to be redeemed from such maturity shall
17 be selected by lot by the bond registrar for the Bonds (the "Bond Registrar") in such manner as
18 the Bond Registrar in its sole discretion may determine or under the procedures for book-entry
19 bonds if the Bonds are under a book-entry system.
20

21 When less than all of a Bond in a denomination in excess of \$5,000 shall be so redeemed,
22 then upon the surrender of such Bond, there shall be issued to the registered owner thereof,
23 without charges, for the unredeemed balance of the principal amount of such Bond, at the option
24 of such owner, Bonds in any of the authorized denominations, the aggregate face amount of
25 such Bonds not to exceed the unredeemed balance of the Bond so surrendered, and to bear the
26 same interest rate and to mature on the same date as said unredeemed balance.
27

28 If the City elects to redeem all or a portion of the Bonds outstanding, it shall give or cause
29 to be given a redemption notice by first class mail, postage prepaid, at least 20 days prior to the
30 date fixed for redemption to each registered owner appearing on the books kept by the Bond
31 Registrar. Notwithstanding the foregoing, so long as all of the Bonds are registered in the name
32 of Cede & Co., as nominee for the Depository Trust Company, New York, New York ("DTC"),
33 such notice shall be given by a secure means (e.g., legible facsimile transmission, registered or
34 certified mail or overnight express delivery) in a timely manner designed to assure that such
35 notice is in DTC possession no later than the close of business on such 20th day; provided,
36 however, that the failure to mail the redemption notice or any defect in the notice so mailed or
37 in the mailing thereof shall not affect the validity of the redemption proceedings. The
38 redemption notice shall state (i) whether the Bonds are to be redeemed in whole or in part and,
39 if in part, the maturities and numbers of the Bonds to be redeemed, (ii) the date fixed for
40 redemption and the redemption price or prices, (iii) that the Bonds to be redeemed shall be
41 presented for redemption at the office of the Bond Registrar, (iv) that interest on the Bonds
42 called for redemption shall cease to accrue on the date fixed for redemption and (v) other
43 conditions, if any, for the redemption on the date fixed for redemption, including but not limited
44 to the availability of funds for such redemption.
45

1 From and after the date fixed for redemption, if notice has been duly and properly given
2 and if funds sufficient for the payment of the redemption price of the Bonds called for
3 redemption plus accrued interest due thereon are available on such date, the Bonds so called for
4 redemption shall become due and payable at the redemption price or prices provided for
5 redemption of such Bonds on such date, interest on the Bonds shall cease to accrue and the
6 registered owners of the Bonds so called for redemption shall have no rights in respect thereof
7 except to receive payment of the redemption price plus accrued interest to the date fixed for
8 redemption. Upon presentation and surrender of a Bond called for redemption in compliance
9 with the redemption notice, the Bond Registrar shall pay the redemption price of such bond plus
10 accrued interest thereon to the date fixed for redemption. If bonds so called for redemption are
11 not paid upon presentation and surrender as described above, such bonds shall continue to bear
12 interest at the rates stated therein until paid.

13
14 SECTION 6. The Bonds shall be executed in the name of the City and on its behalf by
15 the Mayor. The signature of the Mayor shall be imprinted or otherwise included on the Bonds
16 manually or by facsimile and a facsimile of the corporate seal of Annapolis shall also be
17 imprinted thereon, attested by the manual or facsimile signature of the City Clerk of Annapolis
18 (the "City Clerk").

19
20 In the event any official whose signature shall appear on the Bonds shall cease to be such
21 official prior to the delivery of the Bonds, or in the event any such official whose signature shall
22 appear on the Bonds shall have become such after the date of issue thereof, the Bonds shall
23 nevertheless be valid and legally binding obligations of Annapolis in accordance with their
24 terms.

25
26 No Bond shall be valid or obligatory for any purpose unless and until the certificate of
27 authentication substantially in the form set forth in the form of the Bonds in Section 8 of this
28 Ordinance shall have been duly executed by the Bond Registrar, and such executed certificate
29 of the Bond Registrar upon any such Bond shall be conclusive evidence that such Bond has been
30 authenticated and delivered pursuant to this Ordinance. The Bond Registrar's certificate of
31 authentication on any Bond shall be deemed to have been executed by it if manually signed by
32 an authorized signer of the Bond Registrar, but it shall not be necessary that the same person
33 sign the certificate of authentication on all of the Bonds issued hereunder.

34
35 All Bonds shall be issued as fully-registered bonds without coupons and shall be registered
36 in the name or names of the owner or owners thereof, on books kept for such purpose at the
37 principal office of the Bond Registrar. Unless the Mayor otherwise elects, the Bonds initially
38 will be issued in book-entry form without any physical distribution of certificates made to the
39 public. DTC will act as securities depository for the Bonds and the Bonds will be registered in
40 the name of DTC's partnership nominee, Cede & Co. The City reserves the right to terminate
41 maintenance of the Bonds in a book-entry only system and to issue fully certificated bonds. The
42 Mayor or his or her designee is hereby authorized to appoint a financial institution to act as the
43 Bond Registrar and as paying agent (the "Paying Agent") for the Bonds, unless the Mayor
44 determines after consulting with the financial advisor to the City (the "Financial Advisor") that
45 the City shall act as the Bond Registrar or the Paying Agent or both. Payment of the principal

1 of and interest on the Bonds shall be made to the person appearing on the registration books
2 maintained by the Bond Registrar as the registered owner thereof, such principal to be payable
3 at the principal office of the Paying Agent upon presentation and surrender of such bonds as the
4 same become due and payable, and such interest to be payable by check mailed by the Paying
5 Agent to the persons in whose names the bonds are registered on the regular record date which
6 shall be the 15th day of the month immediately preceding each regular interest payment date, or
7 such other day specified in the bond (the "Regular Record Date"), at the registered owner's
8 address as shown on the registration books maintained by the Bond Registrar.

9
10 SECTION 7. Any interest on any Bond which is payable but is not punctually paid or
11 provision for the payment of which has not been made ("Defaulted Interest") shall forthwith
12 cease to be payable to the registered owner of such Bond on the relevant Regular Record Date
13 solely by virtue of such registered owner having been such registered owner; and such Defaulted
14 Interest may be paid by the City, at its election in each case, as provided in paragraph (1) or (2)
15 below:

16
17 (1) The City may elect to make payment of any Defaulted Interest on the Bonds
18 to the persons in whose names such Bonds are registered at the close of business on a record
19 date for the payment of such Defaulted Interest (the "Special Record Date"), which shall be
20 fixed in the following manner. The City shall notify the Paying Agent in writing of the amount
21 of Defaulted Interest proposed to be paid on the Bonds and the date of the proposed payment
22 (which date shall be such as will enable the Paying Agent to comply with the next sentence
23 hereof), and at the same time the City shall deposit or cause to be deposited with the Paying
24 Agent an amount of money equal to the aggregate amount proposed to be paid in respect of such
25 Defaulted Interest or shall make arrangements satisfactory to the Paying Agent for such deposit
26 prior to the date of the proposed payment, such money when deposited to be held in trust for the
27 benefit of the persons entitled to such Defaulted Interest as provided in this paragraph.
28 Thereupon the Paying Agent shall fix a Special Record Date for the payment of such Defaulted
29 Interest which shall be not more than 15 nor less than 10 days prior to the date of the proposed
30 payment after the receipt by the Paying Agent of the notice of the proposed payment. The Paying
31 Agent shall promptly notify the City of such Special Record Date and, in the name of the City,
32 shall cause notice of the proposed payment of such Defaulted Interest and the Special Record
33 Date therefor to be mailed, first-class postage prepaid, to each registered owner at his or her
34 address as it appears in the registration books maintained by the Bond Registrar not less than 10
35 days prior to such Special Record Date. The Paying Agent may, in its discretion, in the name of
36 the City, cause a similar notice to be published at least once in a newspaper of general circulation
37 in Annapolis, Maryland but such publication shall not be a condition precedent to the
38 establishment of such Special Record Date. Notice of the proposed payment of such Defaulted
39 Interest and the Special Record Date therefor having been mailed as aforesaid, such Defaulted
40 Interest shall be paid to the registered owners of the Bonds as of the close of business on such
41 Special Record Date.

42
43 (2) The City may make payment of any Defaulted Interest in any other lawful
44 manner not inconsistent with the requirements of any securities exchange on which the Bonds
45 may be listed, and upon such notice as may be required by such exchange, if after notice given

1 by the City to the Paying Agent of the proposed payment pursuant to this paragraph, such
2 payment shall be deemed practicable, and approved in writing, by the Paying Agent.

3
4 SECTION 8. Except as provided hereinafter or in other ordinances of the City adopted
5 prior to the issuance and delivery of the Bonds, all Bonds shall be substantially in the following
6 form, with appropriate insertions as therein indicated and such other modifications as shall be
7 approved by the Mayor, which form and all of the covenants therein contained are hereby
8 adopted by Annapolis as and for the form of obligation to be incurred by Annapolis, and said
9 covenants and conditions are hereby made binding upon Annapolis, including the promise to
10 pay therein contained:

11
12 No. R-____ \$ _____

13
14 UNITED STATES OF AMERICA
15 STATE OF MARYLAND
16 CITY OF ANNAPOLIS, MARYLAND
17
18 GENERAL OBLIGATION BOND
19
20 PUBLIC IMPROVEMENTS BOND
21 _____ SERIES

22
23 Interest Rate Per Annum Maturity Date Date of Original Issue CUSIP

24
25 REGISTERED OWNER:

26
27 PRINCIPAL AMOUNT: DOLLARS

28
29 CITY OF ANNAPOLIS (the "City"), a municipal corporation created and existing under the
30 laws of the State of Maryland, hereby acknowledges itself indebted, and, for value received,
31 promises to pay to the Registered Owner shown above or registered assigns or legal
32 representatives on the Maturity Date shown above (unless this bond shall be redeemable, shall
33 have been called for prior redemption and payment of the redemption price made or provided
34 for), the Principal Amount shown above or so much thereof as shall not have been paid upon
35 prior redemption in any coin or currency which, at the time of payment, is legal tender for the
36 payment of public and private debts upon presentation and surrender of this bond on the date
37 such principal is payable or if such date is not a Business Day (hereinafter defined) then on the
38 next succeeding Business Day at the principal office of the Paying Agent, and to pay to the
39 registered owner hereof by check or draft, mailed to such registered owner at his or her address
40 as it appears on said registration books (the "Bond Register") maintained by the Bond Registrar
41 interest on said principal amount at the Interest Rate shown above until payment of such
42 principal amount, or until the prior redemption hereof, such interest being payable semiannually
43 on the days of and in each year, in like coin or currency to the registered owner in whose name
44 this bond is registered on the Bond Register as of the close of business on the regular record
45 date, which shall be the fifteenth day of the month immediately preceding each regular interest

Explanation: ~~Strikethrough~~ -- matter stricken from the resolution
Underlining & red -- new matter added to the resolution

1 payment date (the “Regular Record Date”). Any such interest not so punctually paid or duly
2 provided for shall forthwith cease to be payable to the registered owner on the Regular Record
3 Date, and may be paid to the person in whose name this bond is registered at the close of business
4 on a date fixed by the Paying Agent for such defaulted interest payment (the “Special Record
5 Date”), notice of which is given to the registered owner hereof not less than 10 days prior to
6 such Special Record Date, or may be paid at any time in any other lawful manner not inconsistent
7 with the requirement of any securities exchange on which the bonds of this series may be listed
8 and upon such notice as may be required by such exchange.

9
10 “Business Day” means a day other than a Saturday, Sunday or day on which banking institutions
11 under the laws of the state governing the Paying Agent are authorized or obligated by law or
12 required by executive order to remain closed.

13
14 This bond shall not be valid or become obligatory for any purpose until this bond shall have
15 been authenticated by an authorized officer of the Bond Registrar.

16
17 This bond is one of a duly authorized issue of general obligation bonds of the City aggregating
18 _____ Dollars (\$ _____) in principal amount (the “Bonds”).

19
20 The Bonds are numbered from one consecutively upwards prefixed by the letter “R”, are in
21 denominations of \$5,000 or any integral multiple thereof and are of like tenor and effect except
22 as to maturity, number, interest rate, denomination and redemption provisions, and are issued
23 pursuant to and in full conformity with the provisions of Sections 19-301 through 19-309,
24 inclusive, of the Local Government Article of the Annotated Code of Maryland, as amended,
25 and Article VII, Section 11 of the Charter of the City of Annapolis, as amended, and by virtue
26 of due proceedings had and taken by the Mayor and Aldermen/Alderwomen of the City of
27 Annapolis, particularly Ordinance No. ____ adopted on the ___ day of _____, 2024
28 (approved _____, 2024) (the “Ordinance”).

29
30 The Bonds which mature on or before _____ are not subject to redemption prior to
31 their maturities. The Bonds which mature on or after _____ are subject to redemption
32 prior to their maturities on or after _____ at the option of the City either as a whole or
33 in part at any time, in any order of maturities, at a redemption price expressed as a percentage
34 of the principal amount of the Bonds to be redeemed, set forth in the table below, together with
35 interest accrued to the date fixed for redemption:

36
37 Redemption Period (both dates inclusive) Redemption Price

38
39
40 If less than all of the outstanding Bonds shall be called for optional redemption, the City shall
41 choose the maturities of the Bonds to be redeemed and the principal amount of each such
42 maturity to be redeemed, in its sole discretion. If less than all of the Bonds of any one maturity
43 of this issue shall be called for redemption, the Bonds to be redeemed shall be selected by lot
44 by the Bond Registrar in such manner as, in its discretion, it shall determine.

1 When less than all of a bond in a denomination in excess of \$5,000 shall be so redeemed, then,
2 upon the surrender of such bond, there shall be issued to the registered owner thereof, without
3 charge, for the unredeemed balance of the principal amount of such bond, at the option of such
4 owner, Bonds in any of the authorized denominations, the aggregate face amount of such
5 Bonds not to exceed the unredeemed balance of the bond so surrendered, and to bear the same
6 interest rate and to mature on the same date as said unredeemed balance.

7
8 If the City elects to redeem all or a portion of the Bonds outstanding, it shall give a redemption
9 notice by first class mail, postage prepaid, at least 20 days prior to the date fixed for redemption
10 to each registered owner appearing on the books kept by the Bond Registrar. Notwithstanding
11 the foregoing, so long as all of the Bonds are registered in the name of Cede & Co., as nominee
12 for the Depository Trust Company, New York, New York (“DTC”), such notice shall be given
13 by a secure means (e.g. legible facsimile transmission, registered or certified mail or overnight
14 express delivery) in a timely manner designed to assure that such notice is in DTC possession
15 no later than the close of business on such 20th day; provided, however, that the failure to mail
16 the redemption notice or any defect in the notice so mailed or in the mailing thereof shall not
17 affect the validity of the redemption proceedings. The redemption notice shall state (i) whether
18 the Bonds are to be redeemed in whole or in part and, if in part, the maturities and numbers of
19 the Bonds to be redeemed, (ii) the date fixed for redemption and the redemption price or prices,
20 (iii) that the Bonds to be redeemed shall be presented for redemption at the office of the Bond
21 Registrar and (iv) that interest on the Bonds called for redemption shall cease to accrue on the
22 date fixed for redemption.

23
24 From and after the date fixed for redemption, if notice has been duly and properly given and if
25 funds sufficient for the payment of the redemption price of the Bonds called for redemption plus
26 accrued interest due thereon are available on such date, the Bonds so called for redemption shall
27 become due and payable at the redemption price or prices provided for redemption of such
28 Bonds, on such date interest on the Bonds shall cease to accrue and the registered owners of the
29 Bonds so called for redemption shall have no rights in respect thereof except to receive payment
30 of the redemption price plus accrued interest to the date fixed for redemption. Upon presentation
31 and surrender of a bond called for redemption in compliance with the redemption notice, the
32 Bond Registrar shall pay the redemption price of such Bond plus accrued interest thereon to the
33 date fixed for redemption. If Bonds so called for redemption are not paid upon presentation and
34 surrender as described above, such Bonds shall continue to bear interest at the rates stated
35 therein until paid.

36
37 This bond is transferable only upon the registration books kept at the principal office of the
38 Bond Registrar, by the registered owner hereof in person, or by his or her attorney duly
39 authorized in writing, upon surrender hereof together with a written instrument of transfer in the
40 form attached hereto and satisfactory to the Bond Registrar duly executed by the registered
41 owner or his or her duly authorized attorney, and thereupon, within a reasonable time, the City
42 shall issue in the name of the transferee a new registered bond or bonds of any authorized
43 denominations in aggregate principal amount equal to the principal amount of this bond or the
44 unredeemed portion hereof, and maturing on the same date and bearing interest at the same rate.
45 Said new bond or bonds shall be delivered to the transferee only after payment of any tax or

1 governmental charge required to be paid with respect to and any shipping expenses or insurance
2 relating to, such transfer and only after due authentication thereof by an authorized officer of
3 the Bond Registrar. The City shall not be required to issue, transfer or exchange any bond during
4 the period beginning fifteen days before any selection of Bonds to be redeemed and ending on
5 the day of publication and mailing of the notice of redemption or to transfer or exchange any
6 bond called or being called for redemption in whole or in part. The City may deem and treat the
7 person in whose name this bond is registered as the absolute owner hereof for the purpose of
8 receiving payment of or on account of the principal or redemption price hereof and interest due
9 hereon and for all other purposes.

10
11 The full faith and credit and unlimited taxing power of the City are hereby irrevocably pledged
12 to the prompt payment of the principal of and interest on this bond according to its terms, and
13 the City does hereby covenant and agree to pay the principal of this bond and the interest thereon
14 at the dates and in the manner mentioned herein, according to the true intent and meaning hereof.

15
16 It is hereby certified and recited that all conditions, acts and things required by the Constitution
17 or statutes of the State of Maryland, the Charter of the City and the Ordinance to exist, to have
18 happened or to have been performed precedent to or in the issuance of this bond, exist, have
19 happened and have been performed, and that the issue of Bonds of which this is one, together
20 with all other indebtedness of the City, is within every debt and other limit prescribed by said
21 Constitution or statutes or Charter, and that due provision has been made for the levy and
22 collection of an ad valorem tax or taxes upon all legally assessable property within the corporate
23 limits of the City in rate and amount sufficient to provide for the payment, when due, of the
24 principal of and interest on this bond.
25

Explanation:

~~Strikethrough~~ -- matter stricken from the resolution

Underlining & red -- new matter added to the resolution

1 IN WITNESS WHEREOF, this bond has been executed by the manual or facsimile signature of
2 the Mayor of the City, which signature has been imprinted hereon, a facsimile of the corporate
3 seal of the City has been imprinted hereon, attested by the manual or facsimile signature of the
4 City Clerk as of the _____ day of _____, _____.

5
6 ATTEST: CITY OF ANNAPOLIS

7
8
9 _____ By: _____
10 City Clerk Mayor

11
12
13
14 CERTIFICATION OF AUTHENTICATION

15
16 The undersigned hereby certifies that this bond is one of the registered Bonds of the City of
17 Annapolis.

18
19
20
21 [Authorized Officer of Bond Registrar]

22 Date of Authentication: _____

23
24
25 (Form of Assignment)

26
27
28 FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto _____
29 the within bond and all rights thereunder, and does hereby constitute and appoint _____
30 to transfer the within bond on the books kept for the registration thereof, with full power of
31 substitution in the premises.

32
33 Dated:
34 _____

35
36
37 In the presence of:
38
39 _____

40
41 Notice: The signature to this assignment must correspond with the name as it appears upon the
42 face of the within bond in every particular, without alteration or enlargement or any change
43 whatever.

1 SECTION 9. All of the Bonds authorized by this Ordinance may be sold by solicitation
2 of competitive sealed proposals at public sale in accordance with the provisions of the following
3 Notice of Sale at the principal office of the City, on such date as may be selected by the Mayor,
4 for cash at no less than par, to the bidder therefor whose bid is deemed to be for the best interests
5 of Annapolis. Bids shall be received as provided in the Notice of Sale. The Bonds authorized
6 by this Ordinance may also be sold, if the Mayor, after consultation with the Finance Director
7 of Annapolis (the "Finance Director") and the City's Financial Advisor, determines that it would
8 be in the best interest of the City, at private (negotiated) sale without advertisement, publication,
9 notice of sale, or solicitation of competitive bids. The Mayor shall award the Bonds by
10 executive order.

11
12 Unless the Bonds are sold at private (negotiated) sale, the City Clerk is authorized and
13 directed to publish a notice of sale at least twice in a daily or weekly newspaper having general
14 circulation in Annapolis. The first publication of such notice of sale shall be made at least 10
15 days prior to the date of sale. The City Clerk may give such other notice of the sale of the
16 Bonds, within or without this State, by publication or otherwise, as the Mayor may deem
17 appropriate.

18
19 The Finance Director is hereby authorized and directed to make all necessary
20 arrangements for the tabulation and comparison of the proposals received, including the
21 employment of specially qualified personnel, if necessary, so that he or she will be able
22 promptly to advise the Mayor as to the proposal which produces the lowest true interest cost for
23 the Bonds sold.

24
25 The Mayor and the Finance Director are hereby authorized to prepare and distribute a
26 preliminary official statement and final official statement in connection with the sale of the
27 Bonds.

28
29 The Notice of Sale, if used for the issue of the Bonds authorized by this Ordinance, shall
30 be in substantially the form hereinafter set forth, with the insertions therein indicated. The terms
31 and conditions stated in such Notice of Sale are hereby adopted and approved as the terms and
32 conditions under which and the manner in which the Bonds shall be sold, issued and delivered
33 at public sale, subject to such insertions, alterations, additions or deletions as the Mayor may
34 deem advisable due to financial or market conditions or other circumstances prevailing at the
35 time based upon the advice of the Financial Advisor.

36
37

NOTICE OF SALE

\$ _____
CITY OF ANNAPOLIS, MARYLAND
General Obligation Bonds
Public Improvements Bonds, _____ Series

Electronic bids via the BiDCOMP/Parity Competitive Bidding System (“PARITY”) will be received until _____, prevailing Eastern time, on _____ (unless such date or time is changed as described herein) by City of Annapolis (the “City”) for the City of Annapolis, Maryland Public Improvements Bonds, _____ Series (the “Bonds”).

Terms of the Bonds

The Bonds shall be dated the date of their delivery and in the denomination of Five Thousand Dollars (\$5,000) each or any integral multiple thereof.

Interest on the Bonds is payable on _____, 202_ and semiannually thereafter on _____ and _____ until maturity. The Bonds will mature on _____, _____ in the following respective years and principal amounts:

Maturing _____	Principal <u>Amount</u>	Maturing _____	Principal <u>Amount</u>
-------------------	----------------------------	-------------------	----------------------------

The proceeds of the Bonds will be used to finance the costs of certain public projects of the City and to pay costs of issuance of and capitalized interest on the Bonds and other costs and expenses related to the Bonds.

Authority

The Bonds are issued pursuant to Sections 19-301 through 19-309, inclusive, of the Local Government Article of the Annotated Code of Maryland, as amended, and Article VII, Section 11 of the Charter of the City of Annapolis, as amended. The Bonds are authorized pursuant to Ordinance No. _____. The Bonds are general obligations of the City and will constitute an irrevocable pledge of its full faith and credit and unlimited taxing power.

Book-Entry System

One bond representing each maturity of the Bonds will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), as registered owner of the Bonds and each such bond shall be held in the custody of DTC. DTC will act as securities depository for the Bonds. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000 or any integral multiple thereof. Purchasers will

Explanation: ~~Strikethrough~~ -- matter stricken from the resolution
Underlining & red -- new matter added to the resolution

1 not receive physical delivery of certificates representing their interest in the Bonds purchased.
2 The winning bidder, as a condition to delivery of the Bonds, will be required to deposit the bond
3 certificates representing each maturity with DTC.
4

5 Interest on the Bonds shall be payable when due and the principal or redemption price of the
6 Bonds shall be payable at maturity or upon earlier redemption to DTC or its nominee as
7 registered owner of the Bonds. Transfer of principal and interest payments to beneficial owners
8 of the Bonds by participants of DTC (“Participants”) will be the responsibility of Participants
9 and other nominees of beneficial owners. The City shall not be responsible or liable for such
10 transfers of payments or for maintaining, supervising or reviewing the records maintained by
11 DTC, Participants or persons acting through Participants.
12

13 Optional Redemption

14
15 Bonds maturing on or before _____, ____ are not subject to redemption prior to their
16 stated maturities. Bonds maturing on or after _____, ____ are subject to redemption
17 prior to their maturities at the option of the City on or after _____, ____ either as a whole
18 or in part at any time in any order of maturity at the option of the City, at par plus accrued
19 interest thereon to the date fixed for redemption.
20

21 Change of Bid Date or Time and Closing Date

22
23 The City reserves the right to change, from time to time, the date or time established for the
24 receipt of bids and will undertake to notify prospective bidders via notification published on
25 TM3. A change of the bid date or time will be announced via TM3 not later than ____ p.m.,
26 prevailing Eastern Time, on the last business day prior to any announced date for receipt of bids,
27 and an alternative sale date and time will be announced via TM3 at that time or at a later date.
28 On any such alternative date and time for receipt of bids, the City will accept electronic bids for
29 the purchase of the Bonds, such bids to conform in all respects to the provisions of this Notice
30 of Sale, except for the changes in the date and time for receipt of bids and any other changes
31 announced via TM3. The City reserves the right to change the scheduled delivery date for the
32 Bonds. See “Delivery” below.
33

34 Bid Parameters

35
36 No bid of less than 100% of par or more than ____% on an “all-or-none” basis, no oral bid and
37 no bid for less than all of the Bonds described in this Notice of Sale, will be considered. The
38 Bonds are expected to be awarded by approximately ____ p.m., prevailing Eastern Time, on
39 _____, _____. All proposals shall remain firm until the time of award.
40

41 Bidders are requested to name the interest rate or rates in multiples of 1/8 or 1/20 of 1%, the
42 highest rate may not exceed the lowest rate by more than ____% and no interest rate may exceed
43 ____%. A zero rate may not be named. No Bond shall bear more than one rate of interest which
44 rate shall be uniform for the life of such Bond.
45

1 Basis of Award

2
3 The Mayor of the City shall not accept and shall reject any bid for less than all of the Bonds.
4 The City shall award all of the Bonds to one bidder. The City reserves the right to reject any
5 and all bids and to waive any irregularities in any of the bids. The judgment of the City shall
6 be final and binding upon all bidders with respect to the form and adequacy of any proposal
7 received and as to its conformity with the terms of this Notice of Sale. The Bonds shall be
8 awarded to the bidder naming the lowest true interest cost (TIC) for the Bonds in any legally
9 acceptable proposal and offering to pay not less than par. The lowest true interest cost with
10 respect to the Bonds shall be determined by doubling the semiannual interest rate, compounded
11 semiannually, necessary to discount the debt service payments from the payment dates to the
12 date of the Bonds and to the amount bid.

13
14 Where the proposals of two or more bidders result in the same lowest true interest cost for any
15 Bonds, such Bonds may be apportioned between such bidders, but if this shall not be acceptable,
16 the City shall have the right to award all of such Bonds to one bidder. There will be no auction.
17 The right is reserved to the City to reject any or all proposals and to waive any irregularity or
18 informality in any proposal. The City's judgment shall be final and binding upon all bidders
19 with respect to the form and adequacy of any proposal received and as to its conformity to the
20 terms of this Notice of Sale. Any award of the Bonds may be made as late as ___ p.m.,
21 prevailing Eastern Time, on the sale date. All bids remain firm until an award is made. Upon
22 notice of such award, the winning bidder shall advise the City of the initial reoffering prices to
23 the public of each maturity of the Bonds and the names of the members of the underwriting
24 groups.

25
26 Procedures for Electronic
27 Bidding

28
29 Bidders to Submit Bids by PARITY

30
31 Bids for the Bonds must be submitted electronically via PARITY pursuant to this Notice of Sale
32 until ____, prevailing Eastern time, on the sale date but no bid will be received after the time
33 for receiving bids specified above. To the extent any instructions or directions set forth in
34 PARITY conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For
35 further information about PARITY, potential bidders may contact i-Deal LLC at 1359
36 Broadway, 2nd Floor, New York, New York 10018, telephone (212) 849-5021.

37
38 Disclaimer

39
40 Each prospective electronic bidder shall be solely responsible to submit its bid via PARITY as
41 described above. Each prospective electronic bidder shall be solely responsible to make
42 necessary arrangements to access PARITY for the purpose of submitting its bid in a timely
43 manner and in compliance with the requirements of this Notice of Sale. Neither the City nor
44 PARITY shall have any duty or obligation to provide or assure access to PARITY to any
45 prospective bidder, and neither the City nor PARITY shall be responsible for proper operation

1 of, or have any liability for any delays or interruptions of, or any damages caused by PARITY.
2 The City is using PARITY as a communication mechanism, and not as the City's agent, to
3 conduct the electronic bidding for the Bonds. The City is not bound by any advice and
4 determination of PARITY to the effect that any particular bid complies with the terms of this
5 Notice of Sale and in particular the "Bid Parameters" set forth herein. All costs and expenses
6 incurred by prospective bidders in connection with their submission of bids via PARITY are the
7 sole responsibility of the bidders; the City is not responsible, directly or indirectly, for any of
8 such costs or expenses. If a prospective bidder encounters any difficulty in submitting,
9 modifying, or withdrawing a bid for the Bonds, such bidder should telephone i-Deal LLC at
10 (____) ____-____ and notify _____ by facsimile at (____) ____-____.

11 12 Electronic Bidding Procedures

13
14 Electronic bids must be submitted for the purchase of the Bonds (all or none) via PARITY.
15 Bids will be communicated electronically to the City at _____, prevailing Eastern time, on
16 _____, _____. Prior to that time, a prospective bidder may (1) submit the proposed terms
17 of its bid via PARITY, (2) modify the proposed terms of its bid, in which event the proposed
18 terms as last modified will (unless the bid is withdrawn as described herein) constitute its bid
19 for the Bonds or (3) withdraw its proposed bid. Once the bids are communicated electronically
20 via PARITY to the City, each bid shall constitute an irrevocable offer to purchase the Bonds
21 on the terms therein provided. For purposes of the electronic bidding process, the time as
22 maintained on PARITY shall constitute the official time.

23 24 Good Faith Deposit

25
26 A good faith deposit in the amount of \$_____ is required of the winning bidder for the
27 Bonds. The winning bidder for the Bonds is required to submit such good faith deposit payable
28 to the order of the City in the form of a wire transfer in federal funds as instructed by
29 _____, the City's Financial Advisor. The winning bidder shall submit the good faith
30 deposit not more than two hours after verbal award is made. The winning bidder should provide
31 as quickly as it is available, evidence of wire transfer by providing the City the federal funds
32 reference number. If the winning bidder fails to comply with the good faith deposit requirement
33 as described herein, that bidder is nonetheless obligated to pay to the City the sum of
34 \$_____ as liquidated damages due to the failure of the winning bidder to timely deposit
35 the good faith deposit.

36
37 Submission of a bid to purchase the Bonds serves as acknowledgement and acceptance of the
38 terms of the good faith deposit requirement.

39
40 The good faith deposit will be retained by the City until the delivery of the Bonds, at which
41 time the good faith deposit will be applied against the purchase price of the Bonds or the good
42 faith deposit will be retained by the City as partial liquidated damages in the event of the failure
43 of the successful bidder to take up and pay for such Bonds in compliance with the terms of this
44 Notice of Sale and of its bid. No interest on the good faith deposit will be paid by the City. The

1 balance of the purchase price must be wired in federal funds to the account detailed in the
2 closing memorandum, simultaneously with delivery of the Bonds.

3
4 Approving Legal Opinion

5
6 The approving legal opinion of _____, Bond Counsel, will be furnished to the
7 purchasers without cost. There will also be furnished the usual closing papers and, in addition,
8 a certificate signed by appropriate officers of the City, certifying that there is no litigation
9 pending or, to the knowledge of the signers of such certificate, threatened affecting the validity
10 of the Bonds and that on the date of the Official Statement mentioned below and at the time of
11 delivery of the Bonds the statements and information contained in such Official Statement
12 which are made and provided by the City are and will be true, correct and complete in all
13 material respects and the Official Statement does not and will not omit any statement or
14 information which is required to be stated therein or necessary to make the statements and
15 information therein, in the light of the circumstances under which they were made, not
16 misleading or incomplete in any material respect.

17
18 Preliminary Official Statement; Continuing Disclosure

19
20 The City has deemed the Preliminary Official Statement with respect to the Bonds dated _____
21 _____, _____ (the "Preliminary Official Statement") to be final as of its date for purposes of Rule
22 15c2-12 of the United States Securities and Exchange Commission (the "Rule"), except for the
23 omission of certain information permitted to be omitted by the Rule. The City agrees to deliver
24 to the successful bidder for its receipt no later than seven business days after the date of sale of
25 the Bonds such quantities of the final official statement as the successful bidder shall request;
26 provided, that the City shall deliver up to ___ copies of such official statement without charge to
27 the successful bidder.

28
29 The City has made certain covenants for the benefit of the holders from time to time of the Bonds
30 to provide certain continuing disclosure, in order to assist bidders for the Bonds in complying
31 with the Rule. Such covenants are described in the Preliminary Official Statement.

32
33 Delivery

34
35 The Bonds will be delivered on or about _____ ____, _____ through the facilities of DTC in
36 New York, New York, against payment therefor in federal or other immediately available funds.

37
38 Issue Price Determination

39
40 The City expects and intends that the bid for the Bonds will satisfy the federal tax requirements
41 for a qualified competitive sale of bonds, including, among other things, receipt of bids for the
42 Bonds from at least three underwriters, who have established industry reputations for
43 underwriting new issuances of municipal bonds (a "Qualified Competitive Bid"). The Mayor or
44 his or her designee will advise the successful bidder as promptly as possible after the bids are

1 opened whether the bid constitutes a Qualified Competitive Bid, or, in the alternative, a bid that
2 fails to satisfy such requirements (a “Nonqualified Competitive Bid”).

3
4 If the bid is a Qualified Competitive Bid, as promptly as possible after the bids are opened, the
5 Mayor or his or her designee will notify the successful bidder, and such bidder, upon such notice,
6 shall advise the Mayor or his or her designee of the reasonably expected initial offering price to
7 the public of each maturity of the Bonds. In addition, the winning bidder shall be required to
8 provide to the City information to establish the initial expected offering price for each maturity
9 of the Bonds for federal income tax purposes by completing a certificate acceptable to Bond
10 Counsel to the City, on or before the date of issuance of the Bonds, substantially in the form set
11 forth in Appendix ___ to the Preliminary Official Statement, with appropriate completions,
12 amendments and attachments.

13
14 If the bid is a Nonqualified Competitive Bid, as promptly as possible after the bids are opened,
15 the Mayor or his or her designee will notify the successful bidder, and such bidder, upon such
16 notice, shall advise the Mayor or his or her designee of the initial sale price or initial offering
17 price to the public, as applicable, of each maturity of the Bonds. In addition, the winning bidder
18 shall be required to provide to the City information and assurances to establish the initial sale
19 price or the initial offering price to the public, as applicable, for each maturity of the Bonds for
20 federal income tax purposes by completing a certification acceptable to Bond Counsel in
21 substantially the form set forth in Appendix ___ to the Preliminary Official Statement, with
22 appropriate completions, omissions and attachments. It is noted that procedures for a
23 Nonqualified Competitive Bid may require the winning bidder and, if applicable, other
24 underwriters of the Bonds, to hold the initial offering prices for certain maturities of the Bonds
25 for up to five business days after the sale date, as further specified in the form of such certification.

26
27 **Miscellaneous**

28
29 It is expected that CUSIP numbers will be printed on the Bonds. However, the validity, sale,
30 delivery or acceptance of the Bonds will not be affected in any manner by any failure to print,
31 or any error in printing, the CUSIP numbers on the Bonds, or any of them.

32
33 The right to reject any or all bids, or to waive any irregularity or informality in any bid, is
34 reserved.

35
36 **CITY OF ANNAPOLIS, MARYLAND**

37
38
39 By: /s/ _____
40 **Mayor**

41
42
43 By: /s/ _____
44 **Finance Director**

1
2
3 SECTION 10. If any Bonds are sold pursuant to the foregoing Notice of Sale, the award
4 shall be made by order of the Mayor. Such action of the Mayor shall also fix the final principal
5 amount of each maturity of the Bonds and the interest rate or rates payable on the Bonds in
6 accordance with the accepted proposal. The Mayor shall also be authorized to make all changes
7 necessary to the form of the Bonds to comply with a book-entry only system.
8

9 SECTION 11. The proceeds of the Bonds shall be paid to the Finance Director. If
10 applicable, the first proceeds of the Bonds in anticipation of the sale of which Notes were issued
11 shall be applied to the payment of the principal of and interest on such Notes. Upon approval of
12 the appropriate vouchers, in accordance with the established procedure of the City, the Finance
13 Director shall pay, from the proceeds of the Bonds in his or her hands, all expenses incurred in
14 the issuance of the Bonds, including costs of advertising, printing, document reproduction and
15 counsel fees and expenses. The balance of such proceeds shall be credited by the Finance
16 Director to the several accounts on his or her books for the Projects described above and the
17 Finance Director shall make disbursements for such Projects in accordance with the established
18 procedure of Annapolis. Prior to expenditure of such proceeds, the same or any part thereof shall
19 be invested by the Finance Director, with the approval of the Mayor, in any authorized
20 investment of the City. If the funds derived from the sale of the Bonds shall exceed the amount
21 needed to finance any of the Projects described in this Ordinance, or if the City Council
22 determines that the public interest requires a change in the capital improvements program of
23 Annapolis, the funds so borrowed and not expended for the public improvements and other costs
24 provided by this Ordinance shall be set apart in a separate fund by the Finance Director and
25 applied in payment of the debt service on the Bonds, unless the City Council shall adopt an
26 ordinance allocating such funds to some other public capital improvement project or projects of
27 the City.
28

29 SECTION 12. In order to provide for the payment of the principal of and interest on the
30 Bonds hereby authorized when due, there shall be appropriated in the next ensuing fiscal year
31 of Annapolis and in each fiscal year thereafter, so long as any of the Bonds are outstanding and
32 unpaid, or until sufficient funds have been accumulated and irrevocably set aside for the
33 purpose, an amount sufficient to meet the debt service on the Bonds coming due in such fiscal
34 year and there shall be levied ad valorem taxes upon all property within the corporate limits of
35 the City subject to assessment for full City taxes, in rate and amount sufficient in each such year
36 to fund such appropriations and to provide for the payment when due of the principal of and
37 interest on all Bonds maturing in each such fiscal year. In the event the proceeds from the taxes
38 so levied in each such fiscal year shall prove inadequate for the above purposes, additional taxes
39 shall be levied in the subsequent fiscal year to make up any deficiency.
40

41 Thereafter, prior to each interest payment date, the Finance Director shall deposit with
42 the Paying Agent, from the tax proceeds above described, the amounts needed to pay the
43 principal of and interest on the Bonds coming due on each such interest payment date, all
44 moneys so deposited with the Paying Agent shall be deemed and treated by the Paying Agent
45 as trust funds for the use and benefit of the holders from time to time of the Bonds hereby

1 authorized. Any such trust funds so held by the Paying Agent for the payment of particular
2 Bonds for periods of more than two years from the payment dates of such Bonds shall, upon the
3 expiration of any such two-year period and the failure of the holders of such Bonds to present
4 the same for payment within such period, be returned by the Paying Agent to the City and,
5 thereafter, the holders of any such Bonds shall have claims only against the City for payment of
6 the obligations held by them and the Paying Agent shall be relieved of the trust hereby imposed.
7

8 To assure the performance by the City of the provisions of this Section, the full faith and
9 credit and unlimited taxing power of the City are hereby irrevocably pledged to the payment to
10 maturity of the principal of and interest on the Bonds as and when the same respectively mature
11 and become payable and to the levy and collection of the taxes hereinabove described as and
12 when such taxes may become necessary in order to provide sufficient funds to meet the debt
13 service requirements of the Bonds. This pledge is made hereby for the benefit of the holders,
14 from time to time, of the Bonds.
15

16 The City hereby solemnly covenants and agrees with each holder of any of the Bonds to
17 levy and collect the taxes hereinabove described and to take any other action that may be
18 appropriate from time to time during the period that any of the Bonds remain outstanding and
19 unpaid to provide the funds necessary to make principal and interest payments thereon when
20 due.
21

22 SECTION 13. This Ordinance and the question of the issuance of Bonds hereunder shall
23 not be submitted to a referendum of the registered voters of Annapolis, as permitted by law,
24 unless, within 10 days after the passage of this Ordinance, there shall be served upon the Mayor
25 a notice signed by not fewer than 200 of the registered voters of Annapolis, advising that a
26 petition for a referendum on the issuance of the Bonds is being circulated by one or more of the
27 persons signing said notice and unless, within 20 days after the delivery of such notice, there
28 shall also be filed with the Mayor a petition or petitions requesting the holding of such a
29 referendum, properly signed as required by the Charter, by not fewer than 25% of the registered
30 voters of Annapolis, as shown by the registered voters books of Annapolis, maintained by the
31 Board of Supervisors of Elections of the City (the "Board of Supervisors"). In view of the
32 foregoing, no action shall be taken by Annapolis pursuant to this Ordinance for a period of 10
33 days following its passage. If, within such ten-day period, the notice above described is filed as
34 aforesaid, then no action shall be taken by Annapolis pursuant to this Ordinance for a period of
35 20 days following the filing of such notice. If, within such twenty-day period, a petition for
36 referendum, as above-described, shall be filed as aforesaid, then no action shall be taken by
37 Annapolis under this Ordinance unless and until the Mayor shall receive written advice from
38 the City Attorney and the Board of Supervisors that such referendum petition does not meet the
39 requirements of the Charter or unless and until the referendum requested in such petition shall
40 be duly held in accordance with law and the Board of Supervisors shall certify to Annapolis
41 that, in the election at which such referendum is held, a majority of the registered voters of
42 Annapolis voting on the question referred duly cast their ballots in favor of the issuance of the
43 Bonds hereby authorized. If this Ordinance shall be ratified or approved on any such
44 referendum, then the Mayor and the City Clerk may proceed with the issuance of the Bonds
45 hereby authorized, without further action by Annapolis.

1
2 SECTION 14. CUSIP numbers may be printed on the Bonds; provided, however, that the
3 printing of CUSIP numbers on the Bonds (even if incorrect) shall have no legal effect and shall
4 not in any way affect the enforceability or validity of any Bond. Any expenses in relation to the
5 printing of CUSIP numbers on the Bonds, including any CUSIP Service Bureau charge for the
6 assignment of such numbers, in the discretion of the Finance Director, may be paid for by the
7 City from the proceeds of the Bonds.
8

9 SECTION 15. In addition to the insertions and variations prescribed by this Ordinance,
10 the Mayor is hereby authorized to make such further modifications in such forms as will not
11 materially alter the substance of such forms. In connection with the issuance of any Bonds
12 pursuant to this Ordinance, the City is hereby authorized to enter into one or more agreements
13 as the Mayor shall deem necessary or appropriate for the issuance, sale, delivery or security of
14 such Bonds, which may include (without limitation) (i) underwriting, purchase or placement
15 agreements for Bonds sold at private (negotiated) sale in accordance with the provisions of this
16 Ordinance; (ii) trust agreements with commercial banks or trust companies providing for the
17 issuance and security of such Bonds; (iii) any dealer, remarketing or similar agreements
18 providing for the placement or remarketing of such Bonds; (iv) agreements providing for any
19 credit or liquidity facilities supporting any Bonds; (v) agreements with commercial banks or
20 trust companies providing for the deposit of proceeds of any Bonds; and (vi) continuing
21 disclosure agreements, including any such agreements required to enable the underwriters of
22 any Bonds to meet the requirements of paragraph (b)(5) of Rule 15c2-12 promulgated by the
23 United States Securities and Exchange Commission (the "Rule"). Each such agreement shall be
24 in such form as shall be determined by the Mayor by executive order. The execution and
25 delivery of each such agreement by the Mayor shall be conclusive evidence of the approval of
26 the form of such agreement on behalf of the City.
27

28 SECTION 16. The provisions of this Section 16 shall only be applicable with respect to
29 Bonds and Notes (collectively, "Tax-Exempt Obligations") which are issued pursuant to this
30 Ordinance with the expectation that interest on such Tax-Exempt Obligations will be excludable
31 from gross income for federal income tax purposes.
32

33 The Mayor and the Finance Director shall be the officers of the City responsible for the
34 issuance of such Tax-Exempt Obligations within the meaning of the "Arbitrage Regulations"
35 (defined herein).
36

37 The Mayor and the Finance Director shall also be the officers of the City responsible for
38 the execution and delivery (on the date of issuance of such Bonds) of a certificate of the City
39 (the "Tax and Section 148 Certificate") which complies with the requirements of Section 148
40 of the Internal Revenue Code of 1986, as amended ("Section 148"), and the applicable
41 regulations thereunder (the "Arbitrage Regulations"), and such officials are hereby authorized
42 and directed to execute the Tax and Section 148 Certificate and to deliver the same to Bond
43 Counsel on the date of the issuance of such Bonds.
44

1 The City shall set forth in the Tax and Section 148 Certificate its reasonable expectations
2 as to relevant facts, estimates and circumstances relating to the use of the proceeds of such Tax-
3 Exempt Obligations, or of any moneys, securities or other obligations to the credit of any
4 account of the City which may be deemed to be proceeds of such Tax-Exempt Obligations
5 pursuant to Section 148 or the Arbitrage Regulations (collectively, "Tax-Exempt Proceeds").
6 The City covenants with each of the holders of any of such Tax-Exempt Obligations that the
7 facts, estimates and circumstances set forth in the Tax and Section 148 Certificate will be based
8 on the City's reasonable expectations on the date of issuance of such Tax-Exempt Obligations
9 and will be, to the best of the certifying officials' knowledge, true and correct as of that date.

10
11 The City covenants with each of the registered owners of any of such Tax-Exempt
12 Obligations that it will not make, or (to the extent that it exercises control or direction) permit
13 to be made, any use of the Tax-Exempt Proceeds which would cause such Tax-Exempt
14 Obligations to be "arbitrage bonds" within the meaning of Section 148 and the Arbitrage
15 Regulations. The City further solemnly covenants that it will comply with Section 148 and the
16 regulations thereunder which are applicable to such Tax-Exempt Obligations on the date of
17 issuance of such Tax-Exempt Obligations and which may subsequently lawfully be made
18 applicable to such Tax-Exempt Obligations as long as such Tax-Exempt Obligations remain
19 outstanding and unpaid. The Mayor and the Finance Director are hereby authorized and directed
20 to prepare or cause to be prepared and to execute any certification, opinion or other document,
21 including, without limitation, the Tax and Section 148 Certificate, which may be required to
22 assure that such Tax-Exempt Obligations will not be deemed to be "arbitrage bonds" within the
23 meaning of Section 148 and the regulations thereunder.

24
25 The City further covenants with each of the registered owners of any of such Tax-Exempt
26 Obligations (i) that it will not take any action or (to the extent that it exercises control or
27 direction) permit any action to be taken that would cause such Tax-Exempt Obligations or a
28 portion of such Tax-Exempt Obligations to be "federally guaranteed" within the meaning of
29 Section 149(b) of the Internal Revenue Code of 1986, as amended, and (ii) that it will not make,
30 or (to the extent that it exercises control or direction) permit to be made, any use of the proceeds
31 of such Tax-Exempt Obligations or a portion of such proceeds that would cause such Tax-
32 Exempt Obligations or a portion of such Tax-Exempt Obligations to be "private activity bonds"
33 within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended.

34
35 The Mayor may make such covenants or agreements in connection with the issuance of
36 such Tax-Exempt Obligations as he or she shall deem advisable in order to assure the registered
37 owners of such Tax-Exempt Obligations that interest thereon shall be and remain excludable
38 from gross income for federal income tax purposes and such covenants or agreements shall be
39 binding on the City so long as the observance by the City of any such covenants or agreements
40 is necessary in connection with the maintenance of the exclusion of the interest on such Tax-
41 Exempt Obligations from gross income for federal income tax purposes. The foregoing
42 covenants or agreements may include such covenants or agreements on behalf of the City
43 regarding compliance with the provisions of the Internal Revenue Code of 1986, as amended,
44 as the Mayor shall deem advisable in order to assure the registered owners of such Tax-Exempt
45 Obligations that the interest thereon is and shall remain excludable from gross income for

1 federal income tax purposes, including (without limitation) covenants or agreements relating to
2 the investment of Tax-Exempt Proceeds, the payment of certain earnings resulting from such
3 investment to the United States, limitations on the times within which, and the purposes for
4 which, Tax-Exempt Proceeds may be expended, or the use of specified procedures for
5 accounting for and segregating Tax-Exempt Proceeds.
6

7 In order to comply with United States Treasury Regulation Section 1.150-2, the City
8 declares that it reasonably expects that (i) it will issue tax-exempt bonds or other obligations to
9 finance all or a portion of the projects referenced herein, (ii) such bonds or other obligations
10 will be issued in the maximum principal amounts described herein and (iii) for such projects it
11 may pay capital expenditures prior to the issuance of such bonds or other obligations and
12 reimburse such expenditures from the proceeds of such bonds or other obligations. This
13 declaration is made only to comply with the requirements of United States Treasury Regulation
14 Section 1.150-2, and it shall not obligate the City to issue any tax-exempt bonds or other
15 obligations, undertake any project or perform any other action.
16

17 Any covenant or agreement made by the Mayor pursuant to this section may be set forth
18 in or authorized by the Tax and Section 148 Certificate or an order executed by the Mayor.
19

20 SECTION 17. Bonds issued under this Ordinance are specifically exempted from the
21 provisions of Sections 19-205 and 19-206 of the Local Government Article of the Annotated
22 Code of Maryland.
23

24 SECTION 18. Bonds authorized under this Ordinance may be combined for purposes of
25 sale with bonds of the City authorized under other prior or future ordinances of the City.
26

27 SECTION 19. The City is also hereby authorized, pursuant to the Bond Anticipation Note
28 Act and Article VII, Section 11 of the Charter, to issue and sell one or more series of its general
29 obligation bond anticipation notes (the "Notes"). The maximum aggregate principal amount of
30 Notes outstanding hereunder shall not exceed the maximum aggregate principal amount of the
31 Bonds authorized and unissued under this Ordinance. The proceeds of the Notes shall be applied
32 to finance or refinance the Projects, and to pay costs of issuance of the Notes, not more than 12
33 months' interest on the Notes and other related costs in anticipation of the issuance of the Bonds
34 authorized to be issued and sold under this Ordinance, subject to the provisions of this
35 Ordinance.
36

37 SECTION 20. Except as otherwise expressly provided in this Ordinance, the Notes shall
38 be issued in the same manner as the Bonds issued pursuant to this Ordinance and shall have the
39 terms and provisions determined in an executive order of the Mayor, and the Mayor is hereby
40 authorized to make the determinations with respect to any Notes as if such Notes were Bonds.
41

42 All Notes authorized hereby shall mature on or before that date which is 30 years after
43 the date of the first Note issued pursuant to this Ordinance.
44

1 The Mayor is hereby authorized to determine the form of any Notes issued hereunder.
2 The execution and delivery of the Notes as herein provided shall be conclusive evidence of the
3 approval of the form of such Notes on behalf of the City.
4

5 SECTION 21. The Notes hereby authorized may be sold for cash at no less than par, plus
6 accrued interest to the date of delivery. The Notes may bear interest at fixed or variable rates as
7 determined by executive order of the Mayor. Authority is hereby conferred on the Mayor to sell
8 the Notes through a public sale or through a private (negotiated) sale, without solicitation of
9 competitive bids, as the Mayor, after consultation with the Finance Director and the City's
10 Financial Advisor, shall determine to be in the best interests of the City. Any sale of the Notes
11 hereunder by private negotiation is hereby determined to be in the best interests of the City.
12

13 If the Mayor shall determine in accordance with this Section to sell any Notes at a public
14 sale through the solicitation of competitive bids, then the Mayor may sell such Notes in
15 accordance with such procedures as shall be determined by the Mayor.
16

17 SECTION 22. Notes issued under this Ordinance are specifically exempted from the
18 provisions of Sections 19-205 and 19-206 of the Local Government Article of the Annotated
19 Code of Maryland.
20

21 SECTION 23. The City hereby covenants and agrees with the holders of the Notes issued
22 under this Ordinance to issue the Bonds in anticipation of the sale of which such Notes are issued
23 when, and as soon as, the reason for deferring the issuance thereof no longer exists, and to pay
24 the principal of and interest on such Notes from the first proceeds of such Bonds. This covenant
25 shall be binding upon the City notwithstanding any limitation set forth in this Ordinance. If the
26 City shall not, for any reason, issue and sell such Bonds as aforesaid, or if the proceeds from the
27 sale of such Bonds shall be insufficient to pay the principal of and interest on any Notes, then
28 the tax or other revenue which the City Council shall have previously determined to apply to the
29 payment of such Bonds and the interest thereon shall be applied to the payment of the interest
30 on and principal of such Notes. The foregoing provisions shall not be construed so as to prohibit
31 the City from paying the principal or redemption price of and interest on any Note issued
32 hereunder from the proceeds of the sale of any other Note issued hereunder or from any other
33 funds legally available for that purpose.
34

35 If the City shall not, for any reason, issue and sell any Bonds in anticipation of which any
36 Notes are issued, or if the proceeds from the sale of such Bonds shall be insufficient to pay the
37 principal of or interest on such Notes, then the City shall include in the levy in each and every
38 fiscal year that any of such Notes are outstanding ad valorem taxes upon all property within the
39 corporate limits of the City subject to assessment for full City taxes, in rate and amount sufficient
40 in each such year to fund such appropriations and to provide for the payment when due of the
41 principal of and interest on all Notes maturing in each such fiscal year. In the event the proceeds
42 from the taxes so levied in each such fiscal year shall prove inadequate for the above purposes,
43 additional taxes shall be levied in the subsequent fiscal year to make up any deficiency.
44

1 To assure the performance by the City of the provisions of this Section, the full faith and
2 credit and unlimited taxing power of the City are hereby irrevocably pledged to the payment to
3 maturity of the principal of and interest on the Notes hereby authorized as and when the same
4 respectively mature and become payable and to the levy and collection of the taxes hereinabove
5 described as and when such taxes may become necessary in order to provide sufficient funds to
6 meet the debt service requirements of the Notes hereby authorized to be issued. This pledge is
7 made hereby for the benefit of the holders, from time to time, of the Notes hereby authorized.
8

9 To the extent permitted by law, interest on the Notes hereby authorized may be capitalized
10 and paid from the proceeds of the sale of such Notes or from the proceeds of the sale of the
11 Bonds in anticipation of the sale of which such Notes are issued.
12

13 SECTION 24. The proceeds of Notes issued pursuant to this Ordinance may be used to
14 pay, at maturity, or at the time of redemption, the principal or redemption price of, or the
15 principal or redemption price of and interest on, Notes (“Refinanced Notes”) previously issued
16 pursuant to this Ordinance. If, and to the extent that, the proceeds from the issuance and sale of
17 Notes are used to repay the principal of Refinanced Notes, such Notes shall constitute a renewal,
18 continuance and reissuance of the indebtedness represented by the Refinanced Notes and
19 authorized by this Ordinance and shall not constitute additional indebtedness hereunder or under
20 any other authority.
21

22 SECTION 25. The City is hereby authorized to borrow money and incur indebtedness
23 otherwise authorized to be borrowed and incurred hereunder in the form of bonds or bond
24 anticipation notes by obtaining a loan (a “Water Infrastructure Loan”) from the Maryland Water
25 Infrastructure Financing Administration (the “Administration”) pursuant to and in accordance
26 with Sections 9-1601 through 9-1622, inclusive, of the Environment Article of the Annotated
27 Code of Maryland (2014 Replacement Volume and 2023 Supplement) (the “Act”). Such Water
28 Infrastructure Loans may be obtained by the City hereunder from time to time. Any such Water
29 Infrastructure Loan shall be evidenced by a loan agreement (a “Water Infrastructure Loan
30 Agreement”) between the City and the Administration and a bond issued by the City (a “Water
31 Infrastructure Bond”).
32

33 It is acknowledged that the proceeds of any Water Infrastructure Loan will be used for
34 the public purposes of financing a portion of the costs of acquiring, constructing and equipping
35 certain wastewater facilities or water supply systems, each as defined in the Act (collectively,
36 the “Water Infrastructure Facilities”), including the development of property, the acquisition
37 and installation of equipment and furnishings and any architectural, financial, legal, planning
38 and engineering expenses. It is intended that the proceeds of any Water Infrastructure Loan
39 undertaken by the City pursuant to this Section may be expended on the applicable Water
40 Infrastructure Facility and any related costs, including costs of the Administration and the
41 funding of reserves, to the extent permitted by the Act and to the extent provided in the
42 applicable Water Infrastructure Loan Agreement or Water Infrastructure Bond. It is
43 acknowledged that Water Infrastructure Facilities as defined above may include projects that
44 the City classifies as wastewater projects, water projects or under some other classification.
45

1 Unless otherwise provided in this Section, limitations, procedures or requirements set
2 forth in this Ordinance for the issuance, sale and delivery of bonds or bond anticipation notes,
3 as applicable, to the extent practicable, shall apply to obtaining any Water Infrastructure Loan
4 and to the execution and delivery of any Water Infrastructure Loan Agreement or Water
5 Infrastructure Bond.

6
7 The Mayor is hereby authorized to approve the form of any Water Infrastructure Loan
8 Agreement or Water Infrastructure Bond, the terms thereof, including the interest rate, maturity
9 schedule, redemption provisions and covenants to be set forth therein, and the manner of
10 executing and authenticating the same. The form of Water Infrastructure Bond need not
11 conform to the forms otherwise provided in this Ordinance.

12
13 Notwithstanding any other provision to the contrary in this Ordinance:

14
15 (a) Any Water Infrastructure Loans (including any Water Infrastructure Loan Agreements
16 and Water Infrastructure Bonds) need not be in denominations of \$5,000 or any integral multiple
17 thereof, and borrowings and evidences thereof shall be on an installment basis with annual
18 principal payments in the years as shall be determined by the Mayor pursuant to an executive
19 order;

20
21 (b) Any Water Infrastructure Loan (including any Water Infrastructure Loan Agreement
22 and Water Infrastructure Bond) may provide for interest payments on other than a semiannual
23 basis;

24
25 (c) Paying agents and registrars may be provided for in the discretion of the Mayor;

26
27 (d) The City is hereby authorized to sell any Water Infrastructure Loan (including any
28 Water Infrastructure Loan Agreement and Water Infrastructure Bond) at private (negotiated)
29 sale to the Administration, public advertisement and sale of the same not being required by the
30 terms of the Act and the best interests of the City being hereby declared to be served by such
31 private sale;

32
33 (e) Provisions for the redemption of any Water Infrastructure Loan (including any Water
34 Infrastructure Loan Agreement and Water Infrastructure Bond) may be provided for in the
35 discretion of the Mayor; and

36
37 (f) Any signature required in connection with the issuance and sale of any Water
38 Infrastructure Loan (including any Water Infrastructure Loan Agreement and Water
39 Infrastructure Bond) may be manual and any affixing of the City Seal may be accomplished by
40 impressing the same on the applicable document.

41
42 The Mayor or his or her designee is hereby authorized to take any and all actions in the
43 manner and to the extent that the Mayor or his or her designee, as the case may be, may deem
44 necessary or appropriate to accomplish the purposes of this Section.
45

1 In order to provide for the payment of the principal of and interest on the Water
2 Infrastructure Loan (including any Water Infrastructure Loan Agreement and Water
3 Infrastructure Bond) hereby authorized, there shall be appropriated in the next ensuing fiscal
4 year of Annapolis and in each fiscal year thereafter, so long as the Water Infrastructure Loan is
5 outstanding and unpaid, or until sufficient funds have been accumulated and irrevocably set
6 aside for the purpose, an amount sufficient to meet the debt service on the Water Infrastructure
7 Loan coming due in such fiscal year and there shall be levied ad valorem taxes upon all property
8 within the corporate limits of the City subject to assessment for full City taxes, in rate and
9 amount sufficient in each such year to fund such appropriations and to provide for the payment
10 when due of the principal of and interest on any Water Infrastructure Loan maturing in each
11 such fiscal year. In the event the proceeds from the taxes so levied in each such fiscal year shall
12 prove inadequate for the above purposes, additional taxes shall be levied in the subsequent fiscal
13 year to make up any deficiency.
14

15 To assure the performance by the City of the provisions of this Section, the full faith and
16 credit and unlimited taxing power of the City are hereby irrevocably pledged to the payment to
17 maturity of the principal of and interest on any Water Infrastructure Loan as and when the same
18 respectively mature and become payable and to the levy and collection of the taxes hereinabove
19 described as and when such taxes may become necessary in order to provide sufficient funds to
20 meet the debt service requirements of any Water Infrastructure Loan.
21

22 SECTION 26. Pursuant to the authority of the Bond Enabling Act, the Charter and the
23 Refunding Act, the issuance and sale of general obligation bonds of the City (the "Refunding
24 Bonds") are hereby authorized for the purpose of refunding all or a portion of some or all of the
25 outstanding issues of bonds of the City listed on Exhibit II attached hereto (the "Refunded Bonds").
26 The maximum aggregate principal amount of Refunding Bonds shall not exceed 120% of the
27 principal amount of the Refunded Bonds. The proceeds of the Refunding Bonds shall be applied
28 to (i) refund all or a portion of some or all of the Refunded Bonds and (ii) pay the costs of issuing
29 the Refunding Bonds and other related costs. Except as otherwise expressly provided in this
30 Ordinance, the Refunding Bonds shall be issued in the same manner as Bonds issued pursuant to
31 this Ordinance and shall have the terms and provisions determined in an executive order of the
32 Mayor, and the Mayor is hereby authorized to make the determinations with respect to any
33 Refunding Bonds as if such Refunding Bonds were Bonds.
34

35 The Mayor is hereby authorized to determine the form of any Refunding Bonds issued
36 hereunder. The execution and delivery of the Refunding Bonds as herein provided shall be
37 conclusive evidence of the approval of the form of such Refunding Bonds on behalf of the City.
38 The Refunding Bonds hereby authorized may be sold for cash at no less than par, plus accrued
39 interest to the date of delivery. Authority is hereby conferred on the Mayor to sell the Refunding
40 Bonds through a public sale or through a private (negotiated) sale, without solicitation of
41 competitive bids, as the Mayor, after consultation with the Finance Director and the City's
42 Financial Advisor, shall determine to be in the best interests of the City. Any sale of the
43 Refunding Bonds hereunder by private negotiation is hereby determined to be in the best
44 interests of the City. Refunding Bonds issued under this Ordinance are specifically exempted

1 from the provisions of Sections 19-205 and 19-206 of the Local Government Article of the
2 Annotated Code of Maryland.

3

4 SECTION 27. This Ordinance shall take effect from the date of its approval by the
5 Mayor, on or following the date of its final adoption and, thereafter, within not more than three
6 calendar days of such approval, notice of the adoption of this Ordinance shall be duly given by
7 publication of the title hereof at least once in “The Capital,” or another newspaper published
8 and of general circulation in the City.