

RESOLUTION
CITY OF NEWPORT, RHODE ISLAND

RESOLUTION OF THE CITY OF NEWPORT APPROVING THE ISSUANCE OF NOT TO EXCEED \$106,500,000 GENERAL OBLIGATION BONDS, NOTES AND OTHER EVIDENCES OF INDEBTEDNESS TO FINANCE ALL COSTS RELATING TO THE CONSTRUCTION, RENOVATION, IMPROVEMENT, ALTERATION, REPAIR, LANDSCAPING, FURNISHING AND EQUIPPING OF: (I) AN ADDITION TO THE CLAIBORNE PELL ELEMENTARY SCHOOL, INCLUDING, BUT NOT LIMITED TO, CLASSROOMS AND ASSOCIATED SUPPORT SPACE SITE IMPROVEMENTS, AND PARKING AND (II) A NEW SCHOOL FACILITY FOR THE WILLIAM S. ROGERS HIGH SCHOOL, PROVIDED THAT THE AUTHORIZATION SHALL BE REDUCED BY THE AMOUNT OF CERTAIN GRANTS RECEIVED FROM STATE BOND PROCEEDS, FROM THE RHODE ISLAND DEPARTMENT OF EDUCATION OR FROM THE RHODE ISLAND SCHOOL BUILDING AUTHORITY

RESOLVED, That:

SECTION 1. In accordance with the vote of the electors of the City at the election held on November 3, 2020 at which election the voters approved the issuance of not more than \$106,500,000 general obligation bonds, notes or other evidences of indebtedness for the Projects (defined below), an amount not to exceed \$106,500,000, plus any original issue premium, is hereby appropriated for the construction, renovation, improvement, alteration, repair, landscaping, furnishing and equipping of: (i) an addition to the Claiborne Pell Elementary School, including, but not limited to, classrooms and associated support space site improvements, and parking and (ii) a new school facility for the William S. Rogers High School (the "Projects").

SECTION 2. Pursuant to Rhode Island Local Acts and Resolves Chapters 58/82 of 2020, the Director of Finance and the Mayor be and hereby are authorized to issue on behalf of the City, an amount not exceeding One Hundred Six Million Five Hundred Thousand (\$106,500,0000) general obligation bonds of the City for the Projects, including but not limited to bonds or notes issued pursuant to financing agreements with the Rhode Island Health and Educational Building Corporation ("RIHEBC") or the Rhode Island Infrastructure Bank ("RIIB") from time to time in order to meet the foregoing appropriation.

SECTION 3. The said officers from time to time may issue interest bearing or discounted general obligation notes in anticipation of the issue of said bonds or in anticipation of the receipt of federal or state aid for the purpose specified in Section 1 hereof.

SECTION 4. The manner of sale, amount, denominations, maturities, conversion or registration privileges, interest rates, medium of payment, and other terms, conditions and details of the bonds or notes may be fixed by the officers authorized to sign the bonds or notes. The City may enter into a financing and/or other agreements with RIHEBC pursuant to Title 45,

Chapter 38.1 of the General Laws or with RIIB pursuant to Title 46, Chapter 12.2 of the General Laws.

SECTION 5. The said officers from time to time may, apply for, contract for and expend any federal or state advances or other grants or assistance which may be available for the purposes specified in Section 1 hereof.

SECTION 6. Pending the issuance of the bonds under Section 2 hereof or pending or in lieu of the issue of notes under Section 3 hereof, the Director of Finance, at the written direction of the City Council, may expend funds from the general treasury of the City or other monies on hand for the purposes specified in Section 1 hereof. Any advances made under this section shall be repaid without interest from the proceeds of the bonds or notes issued hereunder or from the proceeds of applicable federal or state assistance or from other available funds.

SECTION 7. The Director of Finance and the Mayor are also authorized, empowered and directed, on behalf of the City, to: (i) execute, acknowledge and deliver any and all other documents, certificates or instruments necessary to effectuate such borrowing, including, without limitation, a Preliminary Official Statement, a final Official Statement, all in such form and with such provisions as such officer shall deem advisable; (ii) amend, modify or supplement the bonds or notes any and all other documents, certificates or instruments at any time and from time to time, in such manner and for such purposes as such officers shall deem necessary, desirable or advisable; (iii) do and perform all such other acts and things deemed by such officers to be necessary, desirable or advisable with respect to any matters contemplated by this resolution in order to effectuate said borrowing and the intent hereof.

SECTION 8. The Director of Finance and the Mayor are authorized to take all actions necessary to comply with federal tax and securities laws including Rule 15c2-12 of the Securities and Exchange Commission (the "SEC Rule") and to execute and deliver a Continuing Disclosure Certificate in connection with the bonds or notes in the form as shall be deemed advisable by the Director of Finance and the Mayor in order to comply with the SEC Rule. The City hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate, as it may be amended from time to time. Notwithstanding any other provision of this resolution or the bonds or notes, failure of the City to comply with the Continuing Disclosure Certificate shall not be considered an event of default; however, any bondholder or noteholder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the City to comply with its obligations under this Section and under the Continuing Disclosure Certificate.

SECTION 9. To the extent the bonds or notes are issued on a tax-exempt basis, the Director of Finance and the Mayor are hereby authorized to take all lawful action necessary or desirable under the Internal Revenue Code of 1986, as amended (the "Code"), to insure that the interest on the bonds and notes will remain exempt from federal income taxation to the extent provided in Section 103 of the Code, and to refrain from taking any action which will cause interest on the bonds and notes to lose the benefit of exclusion from gross income provided by Section 103(a) of the Code.

SECTION 10. This resolution shall take effect upon its passage.

IN COUNCIL
READ AND PASSED

Laura C. Swistak
City Clerk