

Ivins, Utah

November 17, 2011

The City Council (the "Council") of Ivins City, Utah (the "Issuer"), met in regular public session at the regular meeting place of the Council in Ivins, Utah, on November 17, 2011, at the hour of 5:30 p.m., with the following members of the Council being present, either personally or telephonically:

| | |
|------------------|---------------|
| Chris Hart | Mayor |
| George E. Elwell | Councilmember |
| Steve Jolley | Councilmember |
| Cheyne McDonald | Councilmember |
| Steve Roberts | Councilmember |
| Barbara Rusick | Councilmember |

Also present:

| | |
|--------------|---------------|
| Kari Jimenez | City Recorder |
| Judy Gubler | City Manager |

Absent:

After the meeting had been duly called to order and after other matters not pertinent to this resolution had been discussed, the City Recorder presented to the Council a Certificate of Compliance with Open Meeting Law with respect to this November 17, 2011 meeting, a copy of which is attached hereto as Exhibit A.

The following resolution was then introduced in writing, was fully discussed, and pursuant to motion duly made by Councilmember McDonald and seconded by Councilmember Jolley adopted by the following vote:

AYE: All Council Members voted in favor.

NAY: None

The resolution was then signed by the Mayor in open meeting and recorded by the City Recorder in the official records of Ivins City, Utah. The resolution is as follows:

RESOLUTION NO. 26R

A RESOLUTION OF THE CITY COUNCIL OF IVINS CITY, UTAH (THE "ISSUER"), AUTHORIZING THE ISSUANCE AND SALE OF NOT MORE THAN \$550,000 AGGREGATE PRINCIPAL AMOUNT OF SEWER REVENUE REFUNDING BONDS, SERIES 2011; FIXING THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF THE BONDS, THE MAXIMUM NUMBER OF YEARS OVER WHICH THE BONDS MAY MATURE, THE MAXIMUM INTEREST RATE WHICH THE BONDS MAY BEAR, AND THE MAXIMUM DISCOUNT FROM PAR AT WHICH THE BONDS MAY BE SOLD; DELEGATING TO CERTAIN OFFICERS OF THE ISSUER THE AUTHORITY TO APPROVE THE FINAL TERMS AND PROVISIONS OF THE BONDS WITHIN THE PARAMETERS SET FORTH HEREIN; PROVIDING FOR THE PUBLICATION OF A NOTICE OF BONDS TO BE ISSUED; PROVIDING FOR THE RUNNING OF A CONTEST PERIOD; AUTHORIZING AND APPROVING THE EXECUTION OF A MASTER RESOLUTION, A BOND PURCHASE AGREEMENT, AND OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION; AND RELATED MATTERS.

WHEREAS, pursuant to the provisions of the Utah Refunding Bond Act, Title 11, Chapter 27, Utah Code Annotated 1953, as amended (the "Act"), the City Council (the "Council") of the Issuer has the authority to issue its Sewer Revenue Refunding Bonds, Series 2011 (the "Series 2011 Bonds") to refund and retire its outstanding: Sewer Revenue Bonds, Series 1991B (the "Series 1991B Bonds"), to achieve a debt service savings; and

WHEREAS, subject to the limitations set forth herein, the Issuer desires to issue its Series 2011 Bonds to pursuant to this Resolution and a Master Resolution dated as of December 1, 2011 (the "Master Resolution"), in substantially the form presented to the Council at the meeting at which this Resolution was adopted and which are attached hereto as Exhibit B; and

WHEREAS, there has been presented to the Council at this meeting a form of a bond purchase agreement (the "Bond Purchase Agreement") to be entered into between the Issuer and the purchaser Bonds (the "Purchaser") selected by the Issuer to purchase the Series 2011, in substantially the form attached hereto as Exhibit C; and

WHEREAS, in order to allow the Issuer (with the consultation and approval of the Issuer's Financial Advisor, Zions Bank Public Finance (the "Financial Advisor")) flexibility in setting the pricing date of the Series 2011 Bonds to optimize debt service savings to the Issuer, the Council desires to grant to the Mayor and the City Manager (the "Designated Officers") of the Issuer the authority to approve the final interest rates, principal amounts, terms, maturities, redemption features, and purchase price at which

the Series 2011 Bonds shall be sold and to execute a Terms Certificate setting forth the final terms of the Series 2011 Bonds, in substantially the form attached hereto as Exhibit D, and any changes with respect thereto from those terms which were before the Council at the time of adoption of this Resolution, provided such terms do not exceed the parameters set forth for such terms in this Resolution (the "Parameters").

NOW, THEREFORE, it is hereby resolved by the City Council of Ivins City, Utah, as follows:

Section 1. For the purpose of (a) refunding the Refunded Bonds, (b) funding a deposit to a debt service reserve fund, if necessary, and (c) paying costs of issuance, the Issuer hereby authorizes the issuance of the Series 2011 Bonds which shall be designated "Ivins City, Utah Sewer Revenue Refunding Bonds, Series 2011" in the initial aggregate principal amount of not to exceed \$550,000. The Series 2011 Bonds shall mature in not more than twenty (20) years from their date or dates, shall be sold at a price not less than ninety-eight percent (98%) of the total principal amount thereof, shall bear interest at a rate or rates of not to exceed five and one-half percent (5.5%) per annum, as shall be approved by the Designated Officers, all within the Parameters set forth herein. The issuance of the Series 2011 Bonds shall be subject to the final approval of Bond Counsel and to the approval of the City Attorney for the Issuer.

Section 2. The Master Resolution and the Bond Purchase Agreement in substantially the forms presented to the Council at this meeting and attached hereto as Exhibits B and C, respectively, are hereby authorized, approved, and confirmed. The Designated Officers are hereby authorized to execute and deliver the Master Resolution and the Bond Purchase Agreement in substantially the forms and with substantially the content as the forms presented at this meeting for and on behalf of the Issuer, with final terms as may be established by the Designated Officers, in consultation with the Financial Advisor, within the Parameters set forth herein, and with such alterations, changes or additions as may be necessary or as may be authorized by Section 8 hereof. The Designated Officers are each hereby authorized to select the Purchaser and to specify and agree as to the final principal amounts, terms, discounts, maturities, interest rates, redemption features, and purchase price with respect to the Series 2011 Bonds for and on behalf of the Issuer, provided that such terms are within the Parameters set by this Resolution.

Section 3. The appropriate officials of the Issuer are authorized to make any alterations, changes or additions to the Master Resolution, the Series 2011 Bonds, the Bond Purchase Agreement or any other document herein authorized and approved which may be necessary to conform the same to the final terms of the Series 2011 Bonds (within the Parameters set by this Resolution), to conform to any applicable bond insurance or reserve instrument or to remove the same, to correct errors or omissions therein, to complete the same, to remove ambiguities therefrom, or to conform the same to other provisions of said instruments, to the provisions of this Resolution or any resolution adopted by the Council or the provisions of the laws of the State of Utah or the United States.

Section 4. The form, terms, and provisions of the Series 2011 Bonds and the provisions for the signatures, authentication, payment, registration, transfer, exchange, redemption, and number shall be as set forth in the Master Resolution. The Mayor or Mayor pro tem and the City Recorder are hereby authorized and directed to execute and seal the Series 2011 Bonds. The signatures of the Mayor or Mayor pro tem and the City Recorder may be by facsimile or manual execution.

Section 5. Upon their issuance, the Series 2011 Bonds will constitute special limited obligations of the Issuer payable solely from and to the extent of the sources set forth in the Series 2011 Bonds and the Master Resolution. No provision of this Resolution, the Master Resolution, the Series 2011 Bonds, or any other instrument, shall be construed as creating a general obligation of the Issuer, or of creating a general obligation of the State of Utah or any political subdivision thereof, or as incurring or creating a charge upon the general credit of the Issuer or its taxing powers.

Section 6. The appropriate officials of the Issuer, and each of them, are hereby authorized and directed to execute and deliver for and on behalf of the Issuer any or all additional certificates, documents and other papers and to perform all other acts they may deem necessary or appropriate in order to implement and carry out the matters authorized in this Resolution and the documents authorized and approved herein.

Section 7. After the Series 2011 Bonds are delivered to the Purchaser, and upon receipt of payment therefor, this Resolution shall be and remain irrevocable until the principal of, premium, if any, and interest on the Series 2011 Bonds are deemed to have been duly discharged in accordance with the terms and provisions of the Master Resolution.

Section 8. The appropriate officials of the Issuer are authorized to make any alterations, changes or additions to the Master Resolution, the Series 2011 Bonds, the Bond Purchase Agreement, or any other document herein authorized and approved which may be necessary to conform the same to the final terms of the Series 2011 Bonds (within the Parameters set by this Resolution), to correct errors or omissions therein, to complete the same, to remove ambiguities therefrom, or to conform the same to other provisions of said instruments, to the provisions of this Resolution or any resolution adopted by the Council or the provisions of the laws of the State of Utah or the United States.

Section 9. In accordance with the provisions of the Act, the City Recorder shall cause the following "Notice of Bonds to be Issued" to be (i) published one (1) time in The Spectrum, a newspaper of general circulation in the Issuer, (ii) posted on the Utah Public Notice Website (<http://pnm.utah.gov>) and (iii) posted on the Utah Legal Notices website (www.utahlegals.com) created under Section 45-1-101, Utah Code Annotated 1953, as amended, and shall cause a copy of this Resolution and the Master Resolution to be kept on file in the City Recorder's office in Ivins, Utah, for public examination during the regular business hours of the Council until at least thirty (30) days from and after the date of publication thereof. The "Notice of Bonds to be Issued" shall be in substantially the following form:

NOTICE OF BONDS TO BE ISSUED

NOTICE IS HEREBY GIVEN pursuant to the provisions of the Utah Refunding Bond Act, Title 11, Chapter 27, Utah Code Annotated 1953, as amended, that on November 17, 2011, the City Council (the "Council") of Ivins City, Utah (the "Issuer"), adopted a resolution (the "Resolution") in which it authorized the issuance of the Issuer's Sewer Revenue Refunding Bonds, Series 2011 (the "Series 2011 Bonds") in the aggregate principal amount of not more than Five Hundred Fifty Thousand Dollars (\$550,000), to mature in not more than twenty (20) years from their date or dates, to be sold at a price not less than ninety-eight percent (98%) of the total principal amount thereof, and to bear interest at a rate or rates of not to exceed five and one-half percent (5.50%) per annum, plus accrued interest to the date of delivery. No deposit is currently contemplated in connection with the sale of the Series 2011 Bonds.

The Series 2011 Bonds will be issued for the purpose of (a) refunding and retiring the Issuer's outstanding Sewer Revenue Bonds, Series 1991B, (b) funding a debt service reserve fund, if necessary, and (c) paying costs of issuance of the Series 2011 Bonds.

The Series 2011 Bonds are to be issued and sold by the Issuer pursuant to the Resolution, including as part of said Resolution, a Master Resolution which was before the Council at the time the Resolution was adopted.

The Series 2011 Bonds are special limited obligations of the Issuer payable from the net revenues of the Issuer's sewer system.

A copy of the Resolution and the Master Resolution are on file in the office of the City Recorder, 55 North Main, Ivins, Utah, where they may be examined during regular business hours of the City Recorder from 8:00 a.m. to 5:00 p.m. Monday through Friday, for a period of at least thirty (30) days from and after the date of publication of this notice.

NOTICE IS FURTHER GIVEN that a period of thirty (30) days from and after the date of the publication of this notice is provided by law during which any person in interest shall have the right to contest the legality of the Resolution, the Master Resolution (only as it relates to the Series 2011 Bonds), or the Series 2011 Bonds, or any provision made for the security and payment of the Series 2011 Bonds, and that after such time, no one shall have any cause of action to contest the regularity, formality, or legality thereof for any cause whatsoever.

DATED this November 17, 2011.

/s/Kari Jimenez

City Recorder

Section 10. All resolutions or parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this Resolution shall be in full force and effect immediately upon its approval and adoption.

APPROVED AND ADOPTED this November 17, 2011.

(SEAL)



By: _____

A handwritten signature in cursive script, appearing to read "Chris Hart".

Mayor

ATTEST:

By: _____

A handwritten signature in cursive script, appearing to read "Kari Jimenez".

City Recorder

(Other business not pertinent to the foregoing appears in the minutes of the meeting.)

Upon the conclusion of all business on the Agenda, the meeting was adjourned.

(SEAL)



By: _____

A handwritten signature in cursive script, appearing to read "Chris Hart".

Mayor

ATTEST:

By: _____

A handwritten signature in cursive script, appearing to read "Kai Jimenez".

City Recorder

STATE OF UTAH)
 : ss.
COUNTY OF WASHINGTON)

I, Kari Jimenez, the duly appointed and qualified City Recorder of Ivins City, Utah (the "City"), do hereby certify according to the records of the City Council of the City (the "City Council") in my official possession that the foregoing constitutes a true and correct excerpt of the minutes of the meeting of the City Council held on November 17, 2011, including a resolution (the "Resolution") adopted at said meeting as said minutes and Resolution are officially of record in my possession.

I further certify that the Resolution, with all exhibits attached, was deposited in my office on November 17, 2011, and pursuant to the Resolution, there was published a Notice of Bonds to be Issued (a) one time in The Spectrum, a newspaper having general circulation within the City, with the affidavit of such publication attached hereto upon availability, (b) on the Utah Public Notice Website created under Section 63F-1-701 Utah Code Annotated 1953, as amended and (c) on the Utah Legal Notices website (www.utahlegals.com) created under Section 45-1-101, Utah Code Annotated 1953, as amended.

IN WITNESS WHEREOF, I have hereunto subscribed my signature and impressed thereon the official seal of said City, this November 17, 2011.



By: Kari Jimenez
City Recorder

Attachment:

Proof of Publication of Notice of Bonds to be Issued (when available)

EXHIBIT A

CERTIFICATE OF COMPLIANCE WITH
OPEN MEETING LAW

I, Kari Jimenez, the undersigned City Recorder of Ivins City, Utah (the "City"), do hereby certify, according to the records of the City in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-202, Utah Code Annotated, 1953, as amended, I gave not less than twenty-four (24) hours public notice of the agenda, date, time and place of the November 17, 2011, public meeting held by the City Council of the City (the "City Council") as follows:

(a) By causing a Notice, in the form attached hereto as Schedule 1, to be posted at the principal offices of the City on November 16, 2011, at least twenty-four (24) hours prior to the convening of the meeting, said Notice having continuously remained so posted and available for public inspection until the completion of the meeting;

(b) By causing a copy of such Notice, in the form attached hereto as Schedule 1, to be delivered to The Spectrum on November 16, 2011, at least twenty-four (24) hours prior to the convening of the meeting; and

(c) By causing a copy of such Notice, in the form attached hereto as Schedule 1, to be posted on the Utah Public Notice Website (<http://pmn.utah.gov>) at least twenty-four (24) hours prior to the convening of the meeting.

In addition, the Notice of 2011 Annual Meeting Schedule for the City Council (attached hereto as Schedule 2) was given specifying the date, time, and place of the regular meetings of the City Council to be held during the year, by causing said Notice to be (a) posted on November 19, 2010 at the principal office of the City Council, (b) provided to at least one newspaper of general circulation within the City on December 3, 2010 and (c) published on the Utah Public Notice Website (<http://pmn.utah.gov>) during the current calendar year.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature this
November 17, 2011



By: Kari Jimenez
City Recorder

SCHEDULE 1

NOTICE OF MEETING

IVINS CITY

COUNCIL MEETING

AMENDED AGENDA

November 17, 2011



Mayor Chris Hart
City Council Members
George E. Elwell, Jr.
Steve Jolley
Cheyne McDonald
Steven Roberts
Barbara Rusick

City Manager Judy Gubler
City Attorney Dale Coulam

The Ivins City Council will hold a regular meeting in the City Council Chambers, 55 N. Main St., Ivins, UT, on Thursday, November 17, 2011. The meeting will begin at 5:30 P.M.

Note: The order of items discussed on this amended agenda is subject to change

1) WELCOME AND CALL TO ORDER

- A. Acknowledgement of Quorum
- B. Flag Salute
- C. Invocation
- D. Disclosures

2) REPORTS, PRESENTATIONS AND APPOINTMENTS

- A. Department Reports: Building Department, Public Works and Engineering
- B. Planning Commission Report

3) PUBLIC HEARING AND ACTION ITEMS

- A. Public Hearing to receive public input on road construction projects including Snow Canyon Drive/Center Street roundabout and proposed CIB loan to fund the projects
- B. Discussion regarding road construction projects including Snow Canyon Drive/Center Street roundabout and proposed CIB loan to fund the projects

4) CITIZEN COMMENT & REQUEST FOR FUTURE AGENDA ITEMS

Any person wishing to bring an item not otherwise on the Agenda to the attention of the Mayor and City Council may address the City Council at this point by stepping to the microphone and giving his or her name and address for the record. Speaker cards should be filled out in advance and given to the City Recorder. Remarks should be limited to no more than two minutes, unless the Governing Body allocates additional time. The Mayor and City Council will take no action this evening.

5) DISCUSSION AND POTENTIAL ACTION ITEMS

- A. Canvass returns from the Municipal General Election pursuant to section 20A-4-301(2)(a) of the Utah Code
- B. Discuss and consider approval of Ordinance No. 2011-18, an Ordinance of Ivins City, Utah, certifying the information contained in the Canvass Report of the General Election held on November 8, 2011
- C. Discuss and consider for adoption Resolution No. 2011-26R, a Resolution of the City Council of Ivins City, Utah (the "Issuer"), authorizing the issuance and sale of not more than \$550,000 aggregate principal amount of sewer revenue refunding bonds, series 2011; fixing the maximum aggregate principal amount of the bonds, the maximum number of years over which the bonds may mature, the maximum interest rate which the bonds may bear, and the maximum discount from par at which the bonds may be sold; delegating to certain officers of the issuer the authority to approve the final terms and provisions of the bonds within the parameters set forth herein; providing for the publication of a notice of bonds to be issued; providing for the running of a contest period;

authorizing and approving the execution of a master resolution, a bond purchase agreement, and other documents required in connection therewith; authorizing the taking of all other actions necessary to the consummation of the transactions contemplated by this resolution; and related matters

- D. Discuss and consider for adoption Resolution No. 2011-27R, a Resolution of the City Council of Ivins City, Utah (the "Issuer"), authorizing the issuance and sale of not more than \$2,225,000 aggregate principal amount of Class C road revenue bonds, series 2012; fixing the maximum aggregate principal amount of the bonds, the maximum number of years over which the bonds may mature, the maximum interest rate which the bonds may bear, and the maximum discount from par at which the bonds may be sold; providing for the publication of a notice of public hearing and bonds to be issued; providing for the running of a contest period; authorizing the execution by the issuer of a master resolution, bond purchase agreement, term certificate, and other documents necessary for the issuance of the series 2012 bonds; authorizing the taking of all other actions necessary to the consummation of the transactions contemplated by this resolution, and related matters
- E. Discuss and consider approval of Resolution No. 2011-23, a Resolution of Ivins City, Utah, authorizing a free annual zoning ordinance amendment period
- F. Discuss and consider approval of a Settlement Agreement and Release between Ivins City and Tuacahn Center for the Arts
- G. Discuss and consider approval of Ordinance No. 2011-17, an Ordinance of Ivins City, Utah, adopting the City Council meeting schedule for the calendar year of 2012
- H. Discuss and consider approval of Ordinance No. 2011-16, an Ordinance of Ivins City, Utah, amending Chapter 4 of Title 10 of the Ivins City Municipal Code regarding backflow and cross-connections
- I. Discuss and consider approval of Resolution No. 2011-24R, a Resolution of Ivins City, Utah, adopting Ivins City's Retroreflectivity Sign policy
- J. Discuss and consider approval of Resolution No. 2011-25R, a Resolution of Ivins City, Utah, levying an assessment against benefitted property within the Special Assessment Area for the Historic Township (Assessment Area No. 2010-01)

6) CONSENT AGENDA

- A. Approval of Meeting Minutes for November 3, 2011

7) CONSENT AGENDA ITEMS FOR DISCUSSION

8) REPORTS

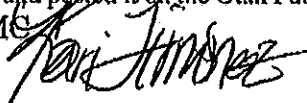
- A. Council
- B. Mayor
- C. City Manager, Judy Gubler
- D. City Attorney, Dale Coulam
- E. Items to be placed on future agendas

9) CLOSED MEETING

10) ADJOURNMENT

Reasonable accommodation: Ivins City will make efforts to provide reasonable accommodation to disabled members of the public in accessing City programs. Please contact the City Recorder at least 24 hours in advance if you have special needs. I hereby certify that I have posted copies of the amended agenda in three public and conspicuous places on November 16, 2011: Ivins City Hall, the Ivins Post Office, and the Kayenta Sales Office. I have also sent a copy of this amended agenda to The Spectrum newspaper and posted it on the Utah Public Notice website.

Kari Jimenez, CMC
City Recorder



SCHEDULE 2

ANNUAL MEETING SCHEDULE

ORDINANCE NO. 2010-17

AN ORDINANCE OF IVINS CITY, UTAH, ADOPTING THE CITY COUNCIL MEETING SCHEDULE FOR THE CALENDAR YEAR OF 2011

WHEREAS the Ivins City Council is to adopt its regular meeting schedule by ordinance pursuant to §10-3-502, Utah Code Ann. (1953), as amended;

NOW, THEREFORE, BE IT ORDAINED by the Ivins City Council that the City Council meeting schedule for the Calendar year of 2011 shall be as follows:

The City Council meets on the first and third Thursdays at 5:30 P.M. at 55 N. Main St., Ivins, Utah. (Except as noted*)

| | |
|-----------|--------|
| January | 6, 20 |
| February | 3, 17 |
| March | 3, 17 |
| April | 7, 21 |
| May | 5, 19 |
| June | 2, 16 |
| July | 7, 21 |
| August | 4, 18 |
| September | 1, 15 |
| October | *6, 20 |
| November | 3, 17 |
| December | 1, 15 |

*No meeting on October 6 due to Heritage Days Celebration week

Work Meetings for the Ivins City Council will be scheduled as needed.

Effective Date. This ordinance shall become effective immediately upon passage and publication.

PASSED AND ADOPTED BY THE IVINS CITY COUNCIL, STATE OF UTAH, ON THE 18th DAY OF NOVEMBER, 2010, BY A UNANIMOUS VOTE. ALL COUNCIL MEMBERS WERE PRESENT AT THE MEETING AND VOTED IN FAVOR.

EXHIBIT B

FORM OF MASTER RESOLUTION

(See Transcript Document No. ____)

EXHIBIT C

FORM OF BOND PURCHASE AGREEMENT

(See Transcript Document No. __)

EXHIBIT D

FORM OF TERMS CERTIFICATE

(See Transcript Document No. __)