

Resolution No 12-24

THE CITY OF DADEVILLE

Resolution Authorizing Transfer of Water and Sewer Systems to The Water Works and Sewage Board of the City of Dadeville and Related Matters

BE IT RESOLVED by the City Council (the "Council") of the City of Dadeville (the "City") as follows:

Section 1. Findings. The Council has determined and hereby finds and declares that the following facts are true and correct:

(a) The City has heretofore issued its General Obligation Warrants, Series 2002 and its General Obligation Warrants, Series 2008 (the "Prior Warrants") in order to finance or refinance improvements to the water and sewer systems ("Systems") serving the residents of the City and surrounding areas. The City hereby declares that it is not in default on any of the Prior Warrants.

(b) In order to manage the Systems on a rational basis, the City has heretofore approved the formation of a public corporation, The Water Works and Sewage Board of the City of Dadeville (the "Water Works Board"), to own and operate the water and sewer systems on an exclusive basis.

(c) To accomplish the consolidation of the Systems under the authority of the Water Works Board, the City has heretofore approved the amendment of the organizing documents pursuant to which The Gas Board of the City of Dadeville (the "Gas Board", formerly known as "The Water Supply and Gas Board of the City of Dadeville") was incorporated to provide that the Gas Board no longer possesses the power to own and operate the water system.

(d) The City has agreed with Water Works Board that proper and sound management of the water and sewer systems requires consolidating under the Water Works Board the water and sewer systems and all debt issued for water and sewer system purposes by the City and the establishment of all contracts for purchase and sale of water under the control of the Water Works Board.

(e) To provide money to accomplish the foregoing purposes, the Water Works Board intends to issue its Water and Sewer Revenue Bonds, Series 2012 (the "Series 2012 Bonds") and to secure repayment of the Series 2012 Bonds by pledging the net revenues derived from operation of its water and sewer systems.

(f) The City wishes to facilitate the consolidation of the water and sewer systems in the Water Works Board, the defeasance of the Prior Warrants, and the issuance of the Series 2012 Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DADEVILLE, as follows:

Section 1. The City hereby approves the transfer to the Water Works Board of all assets whatsoever necessary or convenient for the operation of the water and sewer systems heretofore operated by the City or the Gas Board and authorizes and directs all appropriate officers of the City to take all actions and deliver all documents necessary or convenient to consummate the transfer of all such systems assets and related material to the Water Works

Board at the earliest possible date.

Section 2. The City hereby approves the issuance of the Series 2012 Bonds and calls for redemption the Prior Warrants on the date provided by the documents pursuant to which the Series 2012 Bonds are issued. The date of such redemption shall be as provided in an escrow agreement executed on behalf of the City by the Mayor, such agreement being hereby approved in a form deemed acceptable to the Mayor as conclusively established by his execution thereof.

Section 3. All existing contracts for purchase or sale of water or sewer service or otherwise related to the water and sewer systems are hereby assigned or otherwise transferred to the Water Works Board.

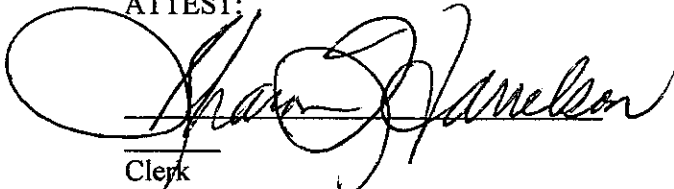
Section 4. The City hereby grants an exclusive franchise to operate water and sewer systems in the jurisdiction of the City to the Water Works Board and authorizes the Mayor to execute a franchise agreement with the Water Works Board containing all provisions necessary or convenient to evidence such franchise.

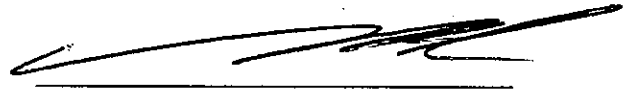
Section 5. Insofar as the Water Works Board has heretofore used assets that are owned by the City or exercised powers or responsibilities that are properly held by the City, the City hereby approves and ratifies the actions of the Water Works Board as if the Water Works Board was acting as agent of the City from the date of the creation of the Water Works Board.

Section 6. This resolution shall take effect immediately upon its adoption.

PASSED, ADOPTED and APPROVED this 11th day of September, 2012.

ATTEST:


Clerk


Mayor



Robin Reynolds <robinreynolds.law@gmail.com>

Dadeville Water and Sewer Board

1 message

Nancy Meadows <NANCY@chlaw.com>
To: Robin Reynolds <robinreynolds.law@gmail.com>
Cc: "J. Scott Pierce" <JSP@chlaw.com>

Thu, Sep 13, 2012 at 3:53 PM

Scott Pierce asked me to send you the two attached resolutions.

Nancy Meadows

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2 attachments

 **Resolution (City) -Transfer Issues.doc**
27K

 **Resolution (Gas Board) -Transfer Issues.doc**
26K