

ORDINANCE NO. 0-90-03

AN ORDINANCE APPROVING THE ISSUANCE OF HOSPITAL REFUNDING REVENUE BONDS; APPROVING A SUPPLEMENTAL TRUST INDENTURE AND SUPPLEMENTAL LEASE AGREEMENT; DECLARING AN EMERGENCY; AND FOR OTHER PURPOSES

WHEREAS, the City of Conway, Arkansas (the "City") issued its Hospital Revenue Bonds, Series 1985, dated January 1, 1985 (the "Outstanding Bonds") for the purpose of financing the acquisition, construction and equipping of an expansion to the City's general, acute care hospital, Conway Regional Hospital (the "Hospital"); and

WHEREAS, it has been determined that the Outstanding Bonds can be refunded, with substantial savings in interest costs, by the issuance of refunding bonds, as set forth herein (the "Refunding Bonds"); and

WHEREAS, notice of the issuance of the Refunding Bonds has been published, in a newspaper of general circulation in the City, at least fourteen days prior to the date hereof; and

WHEREAS:

(1) The purpose of the Refunding Bonds is to refund the Outstanding Bonds (and thereby achieve savings in interest cost);

(2) The principal amount of the Refunding Bonds will be not greater than \$20,000,000;

(3) The location of the Hospital is

College and Western Streets  
Conway, Arkansas;

(4) the Hospital is owned by the City and is leased to Conway Regional Hospital, Inc., an Arkansas nonprofit corporation (the "Lessee"), pursuant to the Lease and Agreement dated as of November 1, 1977, as supplemented; and

WHEREAS, pursuant to such notice, a public hearing was conducted before the City Council of the City on the 23rd day of January, 1990, at which hearing no one appeared to object to the issuance of the Refunding Bonds; and

WHEREAS the Refunding Bonds will be special obligations only and will not in any event constitute an

indebtedness for which the faith and credit of the City are pledged; and

WHEREAS, the Outstanding Bonds were issued and are secured on a parity of security with the City's Hospital Revenue Bonds, Series 1977, dated November 1, 1977 and the City's Hospital Revenue Bonds, Series 1979, dated November 1, 1979, all of which are secured under the Trust Indenture between the City and The First National Bank of Conway, Conway, Arkansas, dated as of November 1, 1977, as supplemented; and

WHEREAS, copies of the Supplemental Indenture and the Supplemental Lease Agreement (all being identified hereinbelow) have been presented to the City Council;

NOW, THEREFORE, be it ordained by the City Council of the City of Conway, Arkansas:

Section 1. That, under the authority of the Constitution and laws of the State of Arkansas, including particularly Arkansas Code of 1987 Annotated, Title 14, Chapter 265 (the "Act") the issuance of the Refunding Bonds in the aggregate principal amount of not to exceed \$20,000,000 is hereby authorized. The details of the Refunding Bonds, including interest rates, principal amount, maturities, purchase price and terms for redemption prior to maturity, shall be presented to the City Council for approval upon the Refunding Bonds having been offered and such details thereby determined.

Section 2. That the Mayor is hereby authorized and directed to execute and acknowledge the Second Supplemental Trust Indenture (the "Supplemental Indenture") and the Second Supplemental Lease Agreement (the "Supplemental Lease Agreement"), and the City Clerk is hereby authorized and directed to execute and acknowledge the Supplemental Indenture and the Supplemental Lease Agreement and to affix the seal of the City thereto. The Supplemental Indenture and the Supplemental Lease Agreement are hereby approved in substantially the form heretofore presented, and the Mayor is hereby authorized to execute the Supplemental Indenture and the Supplemental Lease Agreement on behalf of the City, with such insubstantial changes as may be approved by him.

Section 3. That there is hereby authorized, ratified and confirmed the preparation and distribution to various prospective and actual purchasers of the Refunding Bonds of an Official Statement and a Preliminary Official Statement, in the name of the City, describing the City and the Hospital and the Refunding Bonds and setting forth such other information as may be determined to be necessary or desirable. The Mayor, of and

on behalf of the Cit . is authorized to execute such Official Statement and Preliminary Official Statement.

Section 4. That the Mayor and City Clerk, for and on behalf of the City, are hereby authorized and directed to do any and all things necessary to effect the execution and delivery of the Supplemental Indenture and the Supplemental Lease Agreement, the issuance, execution, sale and delivery of the Refunding Bonds, the execution, delivery and distribution of a Preliminary Official Statement and an Official Statement and the performance of all acts of whatever nature necessary, to effect and carry out the authority conferred by this Ordinance. The Mayor and the City Clerk are hereby further authorized and directed, for and on behalf of the City, to execute all papers, documents, certificates and other instruments that may be required for the carrying out of such authority or to evidence the exercise thereof.

Section 5. That, pursuant to the provisions of the Act, competitive bidding is hereby waived.

Section 6. That the law firm of Friday, Eldredge & Clark, Little Rock, Arkansas, is hereby appointed Bond Counsel to the City.

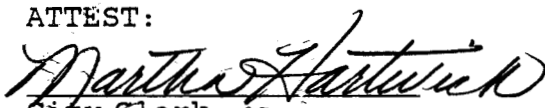
Section 7. That Stephens Inc. is hereby appointed as underwriter for the Refunding Bonds.

Section 8. That the City shall maintain, as a part of the minutes of the meeting at which this Ordinance is adopted, for inspection by any interested person, a copy of the Supplemental Indenture, the Supplemental Lease Agreement and the Preliminary Official Statement.

Section 9. That it has been determined that the issuance of the Refunding Bonds will result in substantial interest savings, beginning on the date of issuance of the Refunding Bonds. Therefore, an emergency is declared to exist and this Ordinance, being necessary for the public peace, health and safety, shall be in force upon its passage and approval.

ADOPTED: January 23, 1990.

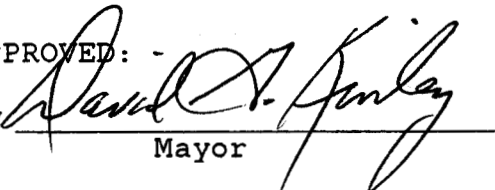
ATTEST:

  
City Clerk

(SEAL)

APPROVED:

By

  
Mayor