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City of Conway

ORDINANCE NO. O-17-110

AN ORDINANCE AUTHORIZING THE ISSUANCE OF INDUSTRIAL DEVELOPMENT REVENUE BONDS FOR THE PURPOSE OF FINANCING CERTAIN INDUSTRIAL FACILITIES; AUTHORIZING A LEASE AND FINANCING AGREEMENT, AMONG THE CITY OF CONWAY, ARKANSAS, INTERNATIONAL PAPER COMPANY AND THE PURCHASER NAMED THEREIN, SECURING THE BONDS; AUTHORIZING THE SALE OF THE BONDS; AUTHORIZING AND PRESCRIBING OTHER MATTERS PERTAINING THERETO; AND DECLARING AN EMERGENCY.

WHEREAS, the City of Conway, Arkansas (the “City”), is authorized and empowered under the provisions of Title 14, Chapter 164, Subchapter 2 of the Arkansas Code of 1987 Annotated (the “Act”), to issue revenue bonds and to expend the proceeds thereof to finance the acquisition, construction and equipment of land, buildings or facilities which can be used in securing or developing industry; and

WHEREAS, International Paper Company, a New York corporation (the “Company”), operates an industrial plant in the City located at 730 Enterprise Drive, Conway, Arkansas 72032 (the “Plant”); and

WHEREAS, it is proposed that the City issue its revenue bonds under the Act for the purpose of financing the cost of acquiring, constructing and equipping facilities at the Plant, including, but not limited to, a laminator and diecutter and related equipment and modifications at the Plant (the “Project”), and paying the expenses of issuing such bonds; and

WHEREAS, pursuant to and in accordance with applicable provisions of Arkansas law, including the Act, a public hearing was held on the date hereof before the City Council on the question of the issuance of such revenue bonds under the Act; and

WHEREAS, after due consideration, the City is now prepared to proceed with financing the Project and to issue and sell its revenue bonds under the provisions of the Act in the aggregate principal amount of not to exceed \$12,500,000 (the “Bonds”), to provide such financing; and

WHEREAS, the Project will be leased by the City to the Company for lease rentals sufficient to provide for the payment of the principal of, premium, if any, and interest on the Bonds, as due; and

WHEREAS, a copy of the hereinafter described Lease and Financing Agreement in substantially final form has been presented to and is before this meeting.

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Conway, Arkansas:

Section 1. The City Council hereby finds that the completion of the Project, and the issuance of the Bonds to finance the same, will retain substantial employment and payrolls and will thereby secure and develop industry in the City.

Section 2. The issuance of the Bonds is hereby authorized. The Bonds shall be issued in the aggregate principal amount of \$12,500,000, or such lesser amount as shall be requested by the Company. The Bonds shall be in the forms and denominations, shall be numbered, shall be designated, shall be dated, shall be payable, and shall be subject to redemption prior to maturity all upon the terms and conditions recommended by the Company and to be set forth in the Lease and Financing Agreement (hereinafter authorized) securing the Bonds. The Bonds shall mature in the year 2038 and shall bear interest at a fixed rate per annum as shall be recommended by the Company, but not to exceed 8% per annum.

Section 3. The Bonds shall be sold to IP Eagle LLC, or such other purchaser as shall be designated by the Company (the "Purchaser"), for the purchase price of 100% of par.

Section 4. To prescribe the terms and conditions upon which the Bonds are to be executed, authenticated, issued, accepted, held and secured, the Mayor is hereby authorized and directed to execute and acknowledge a Lease and Financing Agreement (the "Lease and Financing Agreement"), by and among the City, the Company and the Purchaser, and the City Clerk is hereby authorized and directed to execute and acknowledge the Lease and Financing Agreement and to affix the seal of the City thereto, and the Mayor and City Clerk are hereby authorized and directed to cause the Lease and Financing Agreement to be accepted, executed and acknowledged by the Company and the Purchaser. The Lease and Financing Agreement is hereby approved in substantially the form submitted to this meeting, and the Mayor is hereby authorized to confer with the Company and the Purchaser and others in order to complete the Lease and Financing Agreement in substantially the form submitted to this meeting with such changes as shall be approved by such persons executing the document, their execution to constitute conclusive evidence of such approval.

Section 5. Because the undertaking authorized hereby involves the accomplishment of industrial facilities, pursuant to applicable laws of the State of Arkansas, including particularly the Act, competitive bidding is waived.

Section 6. 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 documents herein authorized and the performance of all obligations of the City thereunder, the issuance, execution, sale and delivery of the Bonds, and the performance of all acts of whatever nature necessary to effect and carry out the authority conferred by this Ordinance. The Mayor and 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 7. The City Clerk is hereby authorized and directed to file in the office of the City Clerk, 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 Lease and Financing Agreement, and such document shall be on file for inspection by any interested person.

Section 8. The provisions of this Ordinance are hereby declared to be separable, and if any section, phrase or provision shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions.

Section 9. All ordinances, resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.


Section 10. There is hereby found and declared to be an immediate need for the securing and developing of industry in order to retain substantial employment and payrolls, thereby alleviating unemployment and otherwise benefiting the public health, safety and welfare of the City and the inhabitants thereof, and the issuance of the Bonds authorized hereby and the taking of the other action authorized hereby are immediately necessary for the accomplishing of these public benefits and purposes. It is, therefore, declared that an emergency exists and this Ordinance being necessary for the preservation of the public peace, health and safety shall be in force and effect immediately upon and after its passage.

PASSED: October 10<sup>th</sup>, 2017

Approved:

  
\_\_\_\_\_  
Mayor Bart Castleberry

Attest:

  
\_\_\_\_\_  
Michael O. Garrett  
City Clerk/Treasurer

(SEAL)



**CERTIFICATE**

**STATE OF ARKANSAS  
COUNTY OF FAULKNER  
CITY OF CONWAY**

I, Michael Garrett, the duly elected, qualified, and acting: Clerk-Treasurer of the City of Conway, Arkansas, do hereby certify that the attached and foregoing is a true and correct copy of an ordinance presented to the City Council of the City of Conway, Arkansas, at a meeting of that body held on the 10th day of October, 2017 same is duly recorded in the minutes of meeting of said Council.

Witness, my hand, and seal of the City of Conway, Arkansas this 19<sup>th</sup> day of October, 2017.

  
**CITY CLERK-TREASURER**



**CERTIFICATE of RECORD**

**Instrument #201716901**

Real Estate Book

Ordinance

Filed: 10/27/2017 10:01 am

Faulkner County, Arkansas

Crystal Taylor, Circuit Clerk

By: Diana Varner, D.C.

**4 Pages**

**\$30.00**

