

CITY COUNCIL MEETING
RAND CENTER
APRIL 3, 2012
7:00 P.M.

Mayor Sargent presided over and called the meeting to order with the following Council members present: Dinsmore, Isom, Dillinger, Struble and Ratliff. Also present were City Clerk/Administrator Miller, Chief Murray and visitors: Renea Anderson, John Riley, Judy Holcombe, Gary Rodewald, Johnnie Walker, Max Dungan, Mark Warner, Kent Strain, Sandra Strain.

The Pledge of Allegiance was recited.

Moved by Council member Struble to approve the agenda for April 3, 2012 as presented, seconded by Council member Dillinger. Motion carried on a 4-0 vote.

Moved by Council member Struble to approve the consent agenda, seconded by Council member Isom. Motion carried on a 4-0 vote.

Judy Holcombe addressed the Council regarding additional insurance coverage that was now being offered by ICAP that she felt the City might be interested in.

Council member Ratliff arrived at 7:10 p.m.

Moved by Council member Dillinger to approve the endorsement for additional insurance coverage, seconded by Council member Struble. Motion carried on a 5-0 vote.

Mr. & Mrs. Strain addressed the Council with their concerns about a neighbor's dog. Chief Murray informed Council the person has been cited and the matter is going to trial. The Strains stated this was an on-going daily problem. Mayor Sargent directed them to call the Chief if there continues to be a problem and additional charges could be filed.

Gary Rodewald presented the Park Board's proposal for a splash pad. They would do the project in steps with the plumbing for the features and the concrete slab to start. The proposed equipment is \$52,000 and \$40,000 for labor. The Board is talking with a civic organization that might be interested in doing the fundraising.

Moved by Council member Struble for the Park Board to proceed with research and development of a splash pad at the pool, seconded by Council member Isom. Motion carried on a 5-0 vote.

Mark Warner informed Council the Watson Steam Train had been awarded a Harrison County Foundation grant of \$3,000 for signage. They would like to put a sign on the east side of the station about 8' off the ground. The sign would be on I-beams, stand against the building and be approximately 8' x 14' in size. The cost is \$1,800.00. With the remaining money, the Steam Train Committee would like to put a sign along Hwy 30 and are looking for a location. Moved

by Council member Dillinger to grant approval to erect the sign on the east side of the station up against the building, seconded by Council member Struble.

AYES: Dillinger, Dinsmore, Ratliff, Struble
NAYS: Isom. Motion carried.

Renea Anderson gave an update from Harrison County Development Corporation including legislative updates, county-wide broadband access, Keep Iowa Beautiful grant, and the Loess Hills Alliance grant. She reiterated one of their primary goals is tourism for the area. She also informed Council the HDCD annual meeting will be April 26th at the Logan Community Center.

City Clerk/Administrator Miller presented the request from Town and Country Arts for a donation toward the Artists in the Park program. Moved by Council member Isom to table the item pending additional information, seconded by Council member Dillinger. Motion carried on a 5-0 vote.

Moved by Council member Dinsmore to approve the agreement with Mosquito Control of Iowa for \$6,950.00, seconded by Council member Dillinger. Motion carried on a 5-0 vote.

Moved by Council member Struble to read resolutions by title only on longer resolutions, seconded by Council member Dillinger. Motion carried on a 5-0 vote.

Moved by Council member Struble to approve Resolution 12-10, "Resolution Providing For The Issuance of \$3,170,000 General Obligation Rescue Vehicle and Refunding Bonds, Series 2012A And Providing For The Levy Of Taxes To Pay The Same", seconded by Council member Dillinger. Motion carried on a 5-0 vote.

RESOLUTION 12-10

Resolution Providing For The Issuance Of \$3,170,000 General Obligation Rescue Vehicle And Refunding Bonds, Series 2012A And Providing For The Levy Of Taxes To Pay The Same

WHEREAS, the City of Missouri Valley (the "City"), in the County of Harrison, State of Iowa, previously issued its \$980,000 General Obligation Corporate Purpose and Refunding Bonds, Series 2005A, dated November 15, 2005 (the "2005A Bonds") a portion of which currently remain outstanding maturing on such dates and in such amounts and bearing interest at such rates as follows:

Maturity Date (June 1)	Principal	Rate	Maturity Date (June 1)	Principal	Rate
2012	\$90,000	3.80%	2014	\$100,000	4.00%
2013	\$95,000	3.90%	2015	\$100,000	4.10%

; and

WHEREAS, pursuant to the resolution (the “2005A Issuance Resolution”) authorizing the issuance of the 2005A Bonds, the City reserved the right to call the 2005A Bonds maturing in the years 2011 through 2015 (the “Callable 2005A Bonds”) for early redemption on any date on or after June 1, 2010, subject to the provisions of the 2005A Issuance Resolution; and

WHEREAS, the City previously issued its \$2,980,000 General Obligation Water Improvement Bonds, Series 2008A, dated April 15, 2008 (the “2008A Bonds”) a portion of which currently remain outstanding maturing on such dates and in such amounts and bearing interest at such rates as follows:

Maturity Date (June 1)	Principal	Rate	Maturity Date (June 1)	Principal	Rate
2012	\$125,000	3.00%	2020	\$170,000	4.15%
2013	\$130,000	3.20%	2021	\$175,000	4.20%
2014	\$135,000	3.40%	2022	\$185,000	4.25%
2015	\$140,000	3.60%	2023	\$190,000	4.30%
2016	\$145,000	3.80%	2024	\$200,000	4.35%
2017	\$150,000	3.90%	2025	\$210,000	4.40%
2018	\$155,000	4.00%	2026	\$215,000	4.45%
2019	\$165,000	4.10%	2027	\$225,000	4.50%

; and

WHEREAS, pursuant to the resolution (the “2008A Issuance Resolution”) authorizing the issuance of the 2008A Bonds, the City reserved the right to call the 2008A Bonds maturing in the years 2016 through 2027 (the “Callable 2008A Bonds”) for early redemption on any date on or after June 1, 2015, subject to the provisions of the 2008A Issuance Resolution; and

WHEREAS, the City previously issued its \$1,050,000 General Obligation Street Improvement and Refunding Bonds, Series 2009, dated November 24, 2009 (the “2009 Bonds”) a portion of which currently remain outstanding maturing on such dates and in such amounts and bearing interest at such rates as follows:

Maturity Date (June 1)	Principal	Rate	Maturity Date (June 1)	Principal	Rate
2012	\$200,000	1.80%	2015	\$105,000	3.15%
2013	\$100,000	2.35%	2016	\$110,000	3.40%
2014	\$100,000	2.75%			

; and

WHEREAS, pursuant to the resolution (the “2009 Issuance Resolution”) authorizing the issuance of the 2009 Bonds, the City reserved the right to call the 2009 Bonds maturing in the years 2015 and 2016 (the “Callable 2009 Bonds”) for early redemption on any date on or after June 1, 2014, subject to the provisions of the 2009 Issuance Resolution; and

WHEREAS, the City, pursuant to a resolution of the City Council adopted on January 19, 2010 (the "2010 Note Resolution"), previously issued its \$235,000 General Obligation Fire Truck Acquisition Note, dated February 4, 2010 (the "2010 Note"), a portion of which remains outstanding

WHEREAS, pursuant to the 2010 Note Resolution, the City reserved the right to call the 2010 Note for redemption prior to maturity, in whole or in part at the option of the City, on any date upon payment of the par value of the principal amount of the 2010 Note plus accrued interest thereon to the date of such redemption; and

WHEREAS, the City has heretofore proposed to enter into a General Obligation Loan Agreement (the "Loan Agreement") in a principal amount not to exceed \$3,240,000 pursuant to the provisions of Section 384.24A of the Code of Iowa for the purpose of paying the cost, to that extent, of (1) current refunding a portion of the Callable 2005A Bonds and the outstanding principal balance of the 2010 Note (the "Current Refundings"); (2) advance refunding the Callable 2008A Bonds and the Callable 2009 Bonds (the "Advance Refundings"); and (3) acquiring a rescue vehicle (the "Rescue Vehicle Acquisition"), and has published notice of the proposed action and has held a hearing thereon on March 20, 2012; and

WHEREAS, a Preliminary Official Statement (the "P.O.S.") has been prepared to facilitate the sale of \$3,170,000 General Obligation Rescue Vehicle and Refunding Bonds, Series 2012A (the "Bonds") in evidence of the obligation of the City under the Loan Agreement, and the City has approved the P.O.S. and has authorized its use by Ruan Securities, a Division of D.A. Davidson & Co. (the "Underwriter"); and

WHEREAS, the Underwriter has prepared a certain Bond Purchase Agreement (the "Bond Purchase Agreement") with respect to the Loan Agreement and the Bonds, and the City Council has approved the Bond Purchase Agreement on March 20, 2012; and

WHEREAS, the City Council has authorized the calling of the Callable 2005A Bonds and the 2010 Note, for early redemption; and

WHEREAS, it is now necessary to make provision for the issuance of the Bonds to the Underwriter;

NOW, THEREFORE, Be It Resolved by the City Council of the City of Missouri Valley, Iowa, as follows:

Section 1. The City shall enter into the Loan Agreement with the Underwriter, in substantially the form as has been placed on file with the City Council, providing for a loan to the City in the principal amount of \$3,170,000 for the purpose or purposes set forth in the preamble hereof.

The Mayor and City Clerk are hereby authorized and directed to sign the Loan Agreement on behalf of the City, and the Loan Agreement is hereby approved.

Section 2. The Bonds are hereby authorized to be issued in evidence of the obligation of the City under the Loan Agreement, in the total aggregate principal amount of \$3,170,000, to

be dated April 25, 2012, in the denomination of \$5,000 each, or any integral multiple thereof, maturing on June 1 in each of the years, in the respective principal amounts and bearing interest at the respective rates, as follows:

Date	Principal	Interest Rate	Date	Principal	Interest Rate
2013	\$145,000	.55%	2023	\$400,000	2.30%
2014	\$175,000	.65%	2024	\$205,000	2.60%
2015	\$275,000	.85%	2025	\$210,000	2.70%
2016	\$320,000	1.05%	2026	\$215,000	2.80%
2019	\$620,000	1.55%	2027	\$220,000	2.90%
2021	\$385,000	2.10%			

Section 3. Bankers Trust Company, Des Moines, Iowa, is hereby designated as the Registrar and Paying Agent for the Bonds and may be hereinafter referred to as the “Registrar” or the “Paying Agent.” The City shall enter into an agreement (the “Registrar/Paying Agent Agreement”) with the Registrar, in substantially the form as has been placed on file with the Council; the Mayor and City Clerk are hereby authorized and directed to sign the Registrar/Paying Agent Agreement on behalf of the City; and the Registrar/Paying Agent Agreement is hereby approved.

The City reserves the right to optionally prepay part or all of the principal of the Bonds maturing in the years 2019 to 2027, inclusive, prior to maturity on June 1, 2018, or on any date thereafter upon terms of par and accrued interest. If less than all of the Bonds of any like maturity are to be redeemed, the particular part of those Bonds to be redeemed shall be selected by the Registrar by lot. The Bonds may be called in part in one or more units of \$5,000.

Principal of the Bond maturing on June 1, 2019, is subject to mandatory redemption (by lot, as selected by the Registrar) on June 1 in each of the years 2017 and 2018, inclusive, at a redemption price of 100% of the principal amount thereof to be redeemed, plus accrued interest thereon to the redemption date, in the following principal amounts:

<u>Year</u>	<u>Principal Amount</u>
2017	\$215,000
2018	\$215,000
2019	\$190,000 (Maturity)

Principal of the Bond maturing on June 1, 2021, is subject to mandatory redemption (by lot, as selected by the Registrar) on June 1, 2020, at a redemption price of 100% of the principal amount thereof to be redeemed, plus accrued interest thereon to the redemption date, in the following principal amounts:

<u>Year</u>	<u>Principal Amount</u>
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2020	\$190,000
2021	\$195,000 (Maturity)

Principal of the Bond maturing on June 1, 2023, is subject to mandatory redemption (by lot, as selected by the Registrar) on June 1, 2022, at a redemption price of 100% of the principal amount thereof to be redeemed, plus accrued interest thereon to the redemption date, in the following principal amounts:

<u>Year</u>	<u>Principal Amount</u>
2022	\$200,000
2023	\$200,000(Maturity)

If less than the entire principal amount of any Bond in a denomination of more than \$5,000 is to be redeemed, the Registrar will issue and deliver to the registered owner thereof, upon surrender of such original Bond, a new Bond or Bonds, in any authorized denomination, in a total aggregate principal amount equal to the unredeemed balance of the original Bond. Notice of such redemption as aforesaid identifying the Bond or Bonds (or portion thereof) to be redeemed shall be sent by electronic means or mailed by certified mail to the registered owners thereof at the addresses shown on the City's registration books not less than 30 days and not more than 60 days prior to such redemption date. All of such Bonds as to which the City reserves and exercises the right of redemption and as to which notice as aforesaid shall have been given and for the redemption of which funds are duly provided, shall cease to bear interest on the redemption date.

Accrued interest on the Bonds shall be payable semiannually on the first day of June and December in each year, commencing December 1, 2012. Interest shall be calculated on the basis of a 360-day year comprised of twelve 30-day months. Payment of interest on the Bonds shall be made to the registered owners appearing on the registration books of the City at the close of business on the fifteenth day of the month next preceding the interest payment date and shall be paid by check or draft mailed to the registered owners at the addresses shown on such registration books. Principal of the Bonds shall be payable in lawful money of the United States of America to the registered owners or their legal representatives upon presentation and surrender of the Bond or Bonds at the office of the Paying Agent.

The Bonds shall be executed on behalf of the City with the official manual or facsimile signature of the Mayor and attested with the official manual or facsimile signature of the City Clerk, and shall be fully registered Bonds without interest coupons. In case any officer whose signature or the facsimile of whose signature appears on the Bonds shall cease to be such officer before the delivery of the Bonds, such signature or such facsimile signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

The Bonds shall not be valid or become obligatory for any purpose until the Certificate of Authentication thereon shall have been signed by the Registrar.

The Bonds shall be fully registered as to principal and interest in the names of the owners on the registration books of the City kept by the Registrar, and after such registration, payment of the principal thereof and interest thereon shall be made only to the registered owners or their legal representatives or assigns. Each Bond shall be transferable only upon the registration books of the City upon presentation to the Registrar, together with either a written instrument of transfer satisfactory to the Registrar or the assignment form thereon completed and duly executed by the registered owner or the duly authorized attorney for such registered owner.

The record and identity of the owners of the Bonds shall be kept confidential as provided by Section 22.7 of the Code of Iowa.

Section 4. Notwithstanding anything above to the contrary, the Bonds shall be issued initially as Depository Bonds, with one fully registered Bond for each maturity date, in principal amounts equal to the amount of principal maturing on each such date, and registered in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York (“DTC”). On original issue, the Bonds shall be deposited with DTC for the purpose of maintaining a book-entry system for recording the ownership interests of its participants and the transfer of those interests among its participants (the “Participants”). In the event that DTC determines not to continue to act as securities depository for the Bonds or the City determines not to continue the book-entry system for recording ownership interests in the Bonds with DTC, the City will discontinue the book-entry system with DTC. If the City does not select another qualified securities depository to replace DTC (or a successor depository) in order to continue a book-entry system, the City will register and deliver replacement Bonds in the form of fully registered certificates, in authorized denominations of \$5,000 or integral multiples of \$5,000, in accordance with instructions from Cede & Co., as nominee for DTC. In the event that the City identifies a qualified securities depository to replace DTC, the City will register and deliver replacement Bonds, fully registered in the name of such depository, or its nominee, in the denominations as set forth above, as reduced from time to time prior to maturity in connection with redemptions or retirements by call or payment, and in such event, such depository will then maintain the book-entry system for recording ownership interests in the Bonds.

Ownership interest in the Bonds may be purchased by or through Participants. Such Participants and the persons for whom they acquire interests in the Bonds as nominees will not receive certificated Bonds, but each such Participant will receive a credit balance in the records of DTC in the amount of such Participant’s interest in the Bonds, which will be confirmed in accordance with DTC’s standard procedures. Each such person for which a Participant has an interest in the Bonds, as nominee, may desire to make arrangements with such Participant to have all notices of redemption or other communications of the City to DTC, which may affect such person, forwarded in writing by such Participant and to have notification made of all interest payments.

The City will have no responsibility or obligation to such Participants or the persons for whom they act as nominees with respect to payment to or providing of notice for such Participants or the persons for whom they act as nominees.

As used herein, the term “Beneficial Owner” shall hereinafter be deemed to include the person for whom the Participant acquires an interest in the Bonds.

DTC will receive payments from the City, to be remitted by DTC to the Participants for subsequent disbursement to the Beneficial Owners. The ownership interest of each Beneficial Owner in the Bonds will be recorded on the records of the Participants whose ownership interest will be recorded on a computerized book-entry system kept by DTC.

When reference is made to any action which is required or permitted to be taken by the Beneficial Owners, such reference shall only relate to those permitted to act (by statute, regulation or otherwise) on behalf of such Beneficial Owners for such purposes. When notices are given, they shall be sent by the City to DTC, and DTC shall forward (or cause to be forwarded) the notices to the Participants so that the Participants can forward the same to the Beneficial Owners.

Beneficial Owners will receive written confirmations of their purchases from the Participants acting on behalf of the Beneficial Owners detailing the terms of the Bonds acquired. Transfers of ownership interests in the Bonds will be accomplished by book entries made by DTC and the Participants who act on behalf of the Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interest in the Bonds, except as specifically provided herein. Interest and principal will be paid when due by the City to DTC, then paid by DTC to the Participants and thereafter paid by the Participants to the Beneficial Owners.

Section 5. The Bonds shall be in substantially the following form:

(Form of Bond)

**UNITED STATES OF AMERICA
STATE OF IOWA COUNTY OF HARRISON
CITY OF MISSOURI VALLEY**

**GENERAL OBLIGATION RESCUE VEHICLE AND REFUNDING BOND,
SERIES 2012A**

No. _____ \$ _____

RATE	MATURITY DATE	BOND DATE	CUSIP
_____%	June 1, _____	April 25, 2012	

The City of Missouri Valley (the "City"), in the County of Harrison, State of Iowa, for value received, promises to pay on the maturity date of this Bond to

Cede & Co.

New York, NY

or registered assigns, the principal sum of

DOLLARS

in lawful money of the United States of America upon presentation and surrender of this Bond at the office of Bankers Trust Company, Des Moines, Iowa, (hereinafter referred to as the “Registrar” or the “Paying Agent”), with interest on said sum, until paid, at the rate per annum specified above from the date of this Bond, or from the most recent interest payment date on which interest has been paid, on June 1 and December 1 of each year, commencing December 1, 2012, except as the provisions hereinafter set forth with respect to redemption prior to maturity may be or become applicable hereto. Interest on this Bond is payable to the registered owner appearing on the registration books of the City at the close of business on the fifteenth day of the month next preceding the interest payment date, and shall be paid to the registered owner at the address shown on such registration books. Interest shall be calculated on the basis of a 360-day year comprised of twelve 30-day months.

This Bond shall not be valid or become obligatory for any purpose until the Certificate of Authentication hereon shall have been signed by the Registrar.

This Bond is one of a series of General Obligation Rescue Vehicle and Refunding Bonds, Series 2012A (the “Bonds”) issued by the City, pursuant to a resolution adopted on April 3, 2012 (the “Resolution”) to evidence its obligation under a certain loan agreement, dated as of April 25, 2012 (the “Loan Agreement”), entered into by the City for the purpose of (1) current refunding a portion of the City’s outstanding General Obligation Corporate Purpose and Refunding Bonds, Series 2005A, dated November 15, 2005 and the outstanding principal balance of the City’s General Obligation Fire Truck Acquisition Note, dated February 4, 2010; (2) advance refunding the City’s outstanding General Obligation Water Improvement Bonds, Series 2008A, dated April 15, 2008 and the City’s outstanding General Obligation Street Improvement Bonds, Series 2009, dated November 24, 2009; and (3) acquiring a rescue vehicle.

The Bonds are issued pursuant to and in strict compliance with the provisions of Chapters 384 and 76 of the Code of Iowa, 2011, and all other laws amendatory thereof and supplemental thereto, and in conformity with the Resolution authorizing and approving the Loan Agreement and providing for the issuance and securing the payment of the Bonds, and reference is hereby made to the Resolution and the Loan Agreement for a more complete statement as to the source of payment of the Bonds and the rights of the owners of the Bonds.

The City reserves the right to optionally prepay part or all of the principal of the Bonds maturing in the years 2019 to 2027, inclusive, prior to and in any order of maturity on June 1, 2018, or on any date thereafter upon terms of par and accrued interest. Principal of the Bonds maturing on June 1, 2019, June 1, 2021 and June 1, 2023 is subject to mandatory redemption (by lot, as selected by the Registrar) on June 1 in each of the years 2017 and 2018, 2020 and 2022, respectively, in accordance with the mandatory redemption schedule set forth in the Resolution at a redemption price of 100% of the principal amount thereof to be redeemed, plus accrued interest thereon to the redemption date.

If less than all of the Bonds of any like maturity are to be redeemed, the particular part of those Bonds to be redeemed shall be selected by the Registrar by lot. The Bonds may be called in part in one or more units of \$5,000. If less than the entire principal amount of any Bond in a denomination of more than \$5,000 is to be redeemed, the Registrar will issue and deliver to the

registered owner thereof, upon surrender of such original Bond, a new Bond or Bonds, in any authorized denomination, in a total aggregate principal amount equal to the unredeemed balance of the original Bond. Notice of such redemption as aforesaid identifying the Bond or Bonds (or portion thereof) to be redeemed shall be sent by certified mail to the registered owners thereof at the addresses shown on the City's registration books not less than 30 nor more than 60 days prior to such redemption date. All of such Bonds as to which the City reserves and exercises the right of redemption and as to which notice as aforesaid shall have been given and for the redemption of which funds are duly provided, shall cease to bear interest on the redemption date.

This Bond is fully negotiable but shall be fully registered as to both principal and interest in the name of the owner on the books of the City in the office of the Registrar, after which no transfer shall be valid unless made on said books and then only upon presentation of this Bond to the Registrar, together with either a written instrument of transfer satisfactory to the Registrar or the assignment form hereon completed and duly executed by the registered owner or the duly authorized attorney for such registered owner.

The City, the Registrar and the Paying Agent may deem and treat the registered owner hereof as the absolute owner for the purpose of receiving payment of or on account of principal hereof, premium, if any, and interest due hereon and for all other purposes, and the City, the Registrar and the Paying Agent shall not be affected by any notice to the contrary.

And It Is Hereby Certified and Recited that all acts, conditions and things required by the laws and Constitution of the State of Iowa, to exist, to be had, to be done or to be performed precedent to and in the issue of this Bond were and have been properly existent, had, done and performed in regular and due form and time; that provision has been made for the levy of a sufficient continuing annual tax on all the taxable property within the City for the payment of the principal of and interest on this Bond as the same will respectively become due; that the faith, credit, revenues and resources and all the real and personal property of the City are irrevocably pledged for the prompt payment hereof, both principal and interest; and that the total indebtedness of the City, including this Bond, does not exceed any constitutional or statutory limitations.

IN TESTIMONY WHEREOF, the City of Missouri Valley, Iowa, by its City Council, has caused this Bond to be executed with the duly authorized facsimile signature of its Mayor and attested with the duly authorized facsimile signature of its City Clerk, all as of April 25, 2012.

CITY OF MISSOURI VALLEY, IOWA

By (DO NOT SIGN)

Mayor

Attest:

(DO NOT SIGN)

City Clerk

Registration Date: (Registration Date)

REGISTRAR'S CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds described in the within-mentioned Resolution.

BANKERS TRUST COMPANY
Des Moines, Iowa
Registrar

By (Authorized Signature)
Authorized Officer

ABBREVIATIONS

The following abbreviations, when used in this Bond, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM	-	as tenants in common	UTMA	_____
TEN ENT	-	as tenants by the entireties		(Custodian)
JT TEN	-	as joint tenants with right of survivorship and not as tenants in common	As Custodian for	_____
				(Minor)
			under Uniform Transfers to Minors Act	_____
				(State)

Additional abbreviations may also be used though not in the list above.

ASSIGNMENT

For valuable consideration, receipt of which is hereby acknowledged, the undersigned assigns this Bond to

(Please print or type name and address of Assignee)

PLEASE INSERT SOCIAL SECURITY OR OTHER IDENTIFYING NUMBER OF ASSIGNEE

and does hereby irrevocably appoint _____, Attorney, to transfer this Bond on the books kept for registration thereof with full power of substitution.

Dated: _____

Signature guaranteed:

(Signature guarantee must be provided in accordance with the prevailing standards and procedures of the Registrar and Transfer Agent. Such standards and procedures may require signatures to be guaranteed by certain eligible guarantor institutions that participate in a recognized signature guarantee program.)

NOTICE: The signature to this Assignment must correspond with the name of the registered owner as it appears on this Bond in every particular, without alteration or enlargement or any change whatever.

Section 6. The Bonds shall be executed as herein provided as soon after the adoption of this resolution as may be possible, and thereupon they shall be delivered to the Registrar for registration, authentication and delivery to or on behalf of the Underwriter, upon receipt of the loan proceeds (the "Loan Proceeds"), and all action heretofore taken in connection with the Loan Agreement is hereby ratified and confirmed in all respects.

A portion of the Loan Proceeds, \$176,474.46 (the "Rescue Vehicle Acquisition Proceeds"), received from the sale of the Bonds shall be deposited in a dedicated fund (the "Rescue Vehicle Fund"), which is hereby created, to be used for the payment of (1) costs of acquiring the rescue vehicle; (2) costs of issuance of the Bonds; and (3) to the extent that Rescue Vehicle Acquisition Proceeds remain after the full payment of the costs set forth in (1) and (2), such Proceeds shall be transferred to the Debt Service Fund for the payment of interest on the Bonds.

A portion of the Loan Proceeds, \$442,000 (the "Current Refunding Proceeds") received from the sale of the Bonds shall be deposited into a separate and segregated fund and used to (1) carry out the Current Refundings within 90-days of April 25, 2012.

The remainder of the Loan Proceeds, \$2,499,220.54 (the "Advance Refunding Proceeds") received from the sale of the Bonds shall be deposited with the Escrow Agent and shall be invested and used in accordance with the terms of the Escrow Agreement as set forth in Section 10.

The City shall keep a detailed and segregated accounting of the expenditure of, and investment earnings on, the Project Proceeds and the Refunding Proceeds to ensure compliance with the requirements of the Internal Revenue Code, as hereinafter defined.

Section 7. For the purpose of providing for the levy and collection of a direct annual tax sufficient to pay the principal of and interest on the Bonds as the same become due, there is hereby ordered levied on all the taxable property in the City in each of the years while the Bonds are outstanding, a tax sufficient for that purpose, and in furtherance of this provision, but not in limitation thereof, there is hereby levied on all the taxable property in the City the following direct annual tax for collection in each of the following fiscal years, to-wit:

For collection in the fiscal year beginning July 1, 2013,
sufficient to produce the net annual sum of \$232,130;

For collection in the fiscal year beginning July 1, 2014,
sufficient to produce the net annual sum of \$330,993;

For collection in the fiscal year beginning July 1, 2015,
sufficient to produce the net annual sum of \$373,655;

For collection in the fiscal year beginning July 1, 2016,
sufficient to produce the net annual sum of \$265,295;

For collection in the fiscal year beginning July 1, 2017,
sufficient to produce the net annual sum of \$261,963;

For collection in the fiscal year beginning July 1, 2018,
sufficient to produce the net annual sum of \$233,630;

For collection in the fiscal year beginning July 1, 2019,
sufficient to produce the net annual sum of \$230,685;

For collection in the fiscal year beginning July 1, 2020,
sufficient to produce the net annual sum of \$231,695;

For collection in the fiscal year beginning July 1, 2021,
sufficient to produce the net annual sum of \$232,600;

For collection in the fiscal year beginning July 1, 2022,
sufficient to produce the net annual sum of \$228,000;

For collection in the fiscal year beginning July 1, 2023,
sufficient to produce the net annual sum of \$228,400;

For collection in the fiscal year beginning July 1, 2024,
sufficient to produce the net annual sum of \$228,070;

For collection in the fiscal year beginning July 1, 2025,
sufficient to produce the net annual sum of \$227,400;

For collection in the fiscal year beginning July 1, 2026,
sufficient to produce the net annual sum of \$226,380.

Section 8. A certified copy of this resolution shall be filed with the County Auditor of Harrison County, and the County Auditor is hereby instructed to enter for collection and assess the tax hereby authorized. When annually entering such taxes for collection, the County Auditor shall include the same as a part of the tax levy for Debt Service Fund purposes of the City and when collected, the proceeds of the taxes shall be converted into the Debt Service Fund of the City and set aside therein as a special account to be used solely and only for the payment of the principal of and interest on the Bonds hereby authorized and for no other purpose

whatsoever. Any amount received by the City as accrued interest on the Bonds shall be deposited into such special account and used to pay interest due on the Bonds on the first interest payment date.

Pursuant to the provisions of Section 76.4 of the Code of Iowa, each year while any of the Bonds remain outstanding and unpaid, any other alternative funds of the City which may lawfully be applied for such purpose, anticipated to be received from time-to-time may be appropriated, budgeted and, if received, used for the payment of the principal of and interest on the Bonds as the same become due. In the event of such an appropriation, the taxes for the next succeeding fiscal year, as provided for in Section 7 of this Resolution, shall be reduced by the amount of such alternative funds as have been appropriated for such purpose.

Section 9. The interest or principal and both of them falling due in any year or years shall, if necessary, be paid promptly from current funds on hand in advance of taxes levied and when the taxes shall have been collected, reimbursement shall be made to such current funds in the sum thus advanced.

The City hereby pledges the faith, credit, revenues and resources and all of the real and personal property of the City for the full and prompt payment of the principal of and interest on the Bonds.

Section 10. It is hereby determined that the City shall enter into an escrow agreement (the "Escrow Agreement") with the Registrar, as Escrow Agent, in such form as will be presented to the City Council. The Escrow Agreement is hereby approved, and the Mayor and City Clerk are hereby authorized and directed to execute the Escrow Agreement on behalf of the City.

Section 11. It is the intention of the City that interest on the Bonds be and remain excluded from gross income for federal income tax purposes pursuant to the appropriate provisions of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations in effect with respect thereto (all of the foregoing herein referred to as the "Internal Revenue Code"). In furtherance thereof, the City covenants to comply with the provisions of the Internal Revenue Code as they may from time to time be in effect or amended and further covenants to comply with the applicable future laws, regulations, published rulings and court decisions as may be necessary to insure that the interest on the Bonds will remain excluded from gross income for federal income tax purposes. Any and all of the officers of the City are hereby authorized and directed to take any and all actions as may be necessary to comply with the covenants herein contained.

The City hereby designates the Bonds as "Qualified Tax Exempt Obligations" as that term is used in Section 265(b)(3)(B) of the Internal Revenue Code.

Section 12. The Securities and Exchange Commission (the "SEC") has promulgated certain amendments to Rule 15c2-12 under the Securities Exchange Act of 1934 (17 C.F.R. § 240.15c2-12) (the "Rule") that make it unlawful for an underwriter to participate in the primary offering of municipal securities in a principal amount of \$1,000,000 or more unless, before submitting a bid or entering into a purchase contract for such securities, an underwriter has reasonably determined that the issuer or an obligated person has undertaken in writing for the

benefit of the holders of such securities to provide certain disclosure information to prescribed information repositories on a continuing basis so long as such securities are outstanding.

On the date of issuance and delivery of the Bonds, the City will execute and deliver a Continuing Disclosure Certificate pursuant to which the City will undertake to comply with the Rule. The City covenants and agrees that it will comply with and carry out the provisions of the Continuing Disclosure Certificate. Any and all of the officers of the City are hereby authorized and directed to take any and all actions as may be necessary to comply with the Rule and the Continuing Disclosure Certificate.

Section 13. All resolutions or parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

Passed and approved on April 3, 2012.

Mayor

Attest:

City Clerk

STATE OF IOWA
COUNTY OF HARRISON
CITY OF MISSOURI VALLEY

SS:

I, the undersigned, City Clerk of the City of Missouri Valley, do hereby certify that as such City Clerk I have in my possession or have access to the complete corporate records of the City and of its Council and officers and that I have carefully compared the transcript hereto attached with the aforesaid corporate records and that the transcript hereto attached is a true, correct and complete copy of all the corporate records in relation to the adoption of a resolution authorizing and approving a certain Loan Agreement and providing for the issuance of \$3,170,000 General Obligation Rescue Vehicle and Refunding Bonds, Series 2012A of said City evidencing the City's obligation under the Loan Agreement and that the transcript hereto attached contains a true, correct and complete statement of all the measures adopted and proceedings, acts and things had, done and performed up to the present time with respect thereto.

I further certify that no appeal has been taken to the District Court from the decision of the City Council to enter into the Loan Agreement, to issue the Bonds or to levy taxes to pay the principal of and interest on the Bonds.

WITNESS MY HAND this _____ day of _____, 2012.

City Clerk

STATE OF IOWA

SS:

COUNTY OF HARRISON

I, the undersigned, County Auditor of Harrison County, in the State of Iowa, do hereby certify that on the _____ day of _____, 2012, the City Clerk of the City of Missouri Valley filed in my office a certified copy of a resolution of such City shown to have been adopted by the City Council and approved by the Mayor thereof on April 3, 2012, entitled: "Resolution providing for the issuance of \$3,170,000 General Obligation Rescue Vehicle and Refunding Bonds, Series 2012A and providing for the levy of taxes to pay the same" and that I have duly placed the copy of the resolution on file in my records.

I further certify that the taxes provided for in that resolution will in due time, manner and season be entered on the State and County tax lists of this County for collection in the fiscal year beginning July 1, 2013, and subsequent years as provided in the resolution.

WITNESS MY HAND this _____ day of _____, 2012.

County Auditor

Moved by Council member Struble to approve Resolution 12-11, "Resolution Providing For The Issuance And Security The Payment Of \$1,360,000 Water Revenue Refunding Bonds, Series 2012B", seconded by Council member Dinsmore. Motion carried on a 5-0 vote.

RESOLUTION 12-11

Resolution Providing For The Issuance And Securing The Payment Of
\$1,360,000 Water Revenue Refunding Bonds, Series 2012B

WHEREAS, the City of Missouri Valley, in the County of Harrison, State of Iowa (hereinafter referred to as the "City"), did heretofore establish a Municipal Waterworks System (the "Utility") in and for the City which has continuously supplied water and water service in and to the City and its inhabitants since its establishment; and

WHEREAS, the management and control of the Utility are vested in the City Council and no board of trustees exists for this purpose; and

WHEREAS, the City previously issued its \$1,725,000 Water Revenue Bonds, Series 2008, dated April 15, 2008 (the “2008 Bonds”) a portion of which currently remain outstanding maturing on such dates and in such amounts and bearing interest at such rates as follows:

Maturity Date (June 1)	Principal	Rate	Maturity Date (June 1)	Principal	Rate
2012	\$70,000	3.15%	2020	\$95,000	4.30%
2013	\$70,000	3.35%	2021	\$100,000	4.35%
2014	\$75,000	3.55%	2022	\$105,000	4.40%
2015	\$80,000	3.75%	2023	\$110,000	4.45%
2016	\$80,000	3.95%	2024	\$115,000	4.50%
2017	\$85,000	4.05%	2025	\$120,000	4.55%
2018	\$85,000	4.15%	2026	\$125,000	4.60%
2019	\$90,000	4.25%	2027	\$130,000	4.65%

; and

WHEREAS, pursuant to the resolution (the “2008 Issuance Resolution”) authorizing the issuance of the 2008 Bonds, the City reserved the right to call the 2008 Bonds maturing in the years 2016 through 2027 (the “Callable 2008 Bonds”) for early redemption on any date on or after June 1, 2015, subject to the provisions of the 2008 Issuance Resolution; and

WHEREAS, the City has heretofore proposed to enter into a Water Revenue Refunding Loan Agreement (the “Loan Agreement”) in a principal amount not to exceed \$1,375,000 pursuant to the provisions of Section 384.24A of the Code of Iowa for the purpose of paying the cost, to that extent, of advance refunding a portion of the Callable 2008 Bonds, and has published notice of the proposed action and has held a hearing thereon on March 20, 2012; and

WHEREAS, a Preliminary Official Statement (the “P.O.S.”) has been prepared to facilitate the sale of \$1,360,000 Water Revenue Refunding Bonds, Series 2012B (the “Bonds”) in evidence of the obligation of the City under the Loan Agreement, and the City has approved the P.O.S. and authorized its use by Ruan Securities, a Division of D.A. Davidson & Co. (the “Underwriter”); and

WHEREAS, the Underwriter has prepared a certain Bond Purchase Agreement (the “Bond Purchase Agreement”) with respect to the Loan Agreement and the Bonds, and the City Council has approved the Bond Purchase Agreement on March 20, 2012; and

WHEREAS, it is now necessary to make provision for the issuance of the Bonds to the Underwriter;

NOW, THEREFORE, Be It Resolved by the City Council of the City of Missouri Valley, Iowa, as follows:

Section 1. The City shall enter into the Loan Agreement with the Underwriter in substantially the form as has been placed on file with the City, providing for a loan to the City in the amount of \$1,360,000 for the purpose or purposes set forth in the preamble hereof.

The Mayor and City Clerk are authorized and directed to sign the Loan Agreement on behalf of the City, and the Loan Agreement is hereby approved.

Section 2. The Bonds are hereby authorized to be issued in evidence of the obligation of the City under the Loan Agreement, in the total aggregate principal amount of \$1,360,000, to be dated April 25, 2012, in the denomination of \$5,000 each, or any integral multiple thereof, maturing on June 1 in each of the years, in the respective principal amounts and bearing interest at the respective rates, as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate Per Annum</u>	<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate Per Annum</u>
2016	\$105,000	1.15%	2024	\$120,000	2.75%
2021	\$545,000	2.00%	2025	\$125,000	2.85%
2022	\$115,000	2.50%	2026	\$130,000	2.90%
2023	\$120,000	2.65%	2027	\$100,000	3.00%

Section 3. Bankers Trust Company, Des Moines, Iowa, is hereby designated as the Registrar and Paying Agent for the Bonds and may be hereinafter referred to as the “Registrar” or the “Paying Agent.” The City shall enter into an agreement (the “Registrar/Paying Agent Agreement”) with the Registrar, in substantially the form as has been placed on file with the Council; the Mayor and City Clerk are hereby authorized and directed to sign the Registrar/Paying Agent Agreement on behalf of the City; and the Registrar/Paying Agent Agreement is hereby approved.

The City reserves the right to optionally prepay part or all of the principal of the Bonds maturing in years 2019 to 2027, inclusive, prior to maturity on June 1, 2018, or on any date thereafter upon terms of par and accrued interest. If less than all of the Bonds of any like maturity are to be redeemed, the particular part of those Bonds to be redeemed shall be selected by the Registrar by lot. The Bonds may be called in part in one or more units of \$5,000.

Principal of the Bond maturing on June 1, 2021, is subject to mandatory redemption (by lot, as selected by the Registrar) on June 1, in each of the years 2017, 2018, 2019 and 2020, inclusive, at a redemption price of 100% of the principal amount thereof to be redeemed, plus accrued interest thereon to the redemption date, in the following principal amounts:

<u>Year</u>	<u>Principal Amount</u>
2017	\$105,000
2018	\$105,000
2019	\$110,000
2020	\$110,000
2021	\$115,000 (Maturity)

If less than all of the Bonds of any like maturity are to be redeemed, the particular part of the Bonds to be redeemed shall be selected by the Registrar by lot. The Bonds may be called in part in one or more units of \$5,000. If less than the entire principal amount of any Bond in a denomination of more than \$5,000 is to be redeemed, the Registrar will issue and deliver to the registered owner thereof, upon surrender of such original Bond, a new Bond or Bonds, in any authorized denomination, in a total aggregate principal amount equal to the unredeemed balance of the original Bond. Notice of such redemption as aforesaid identifying the Bond or Bonds (or portion thereof) to be redeemed shall be sent by electronic means or mailed by certified mail to the registered owners thereof at the addresses shown on the City's registration books not less than 30 days prior to such redemption date. All of such Bonds as to which the City reserves and exercises the right of redemption and as to which notice as aforesaid shall have been given and for the redemption of which funds are duly provided, shall cease to bear interest on the redemption date.

Accrued interest on the Bonds shall be payable semiannually on the first day of June and December in each year, commencing December 1, 2012. Interest shall be calculated on the basis of a 360-day year comprised of twelve 30-day months. Payment of interest on the Bonds shall be made to the registered owners appearing on the registration books of the City at the close of business on the fifteenth day of the month next preceding the interest payment date and shall be paid by check or draft mailed to the registered owners at the addresses shown on such registration books. Principal of the Bonds shall be payable in lawful money of the United States of America to the registered owners or their legal representatives upon presentation and surrender of the Bond or Bonds at the office of the Paying Agent.

The Bonds shall be executed on behalf of the City with the official manual or facsimile signature of the Mayor and attested with the official manual or facsimile signature of the City Clerk, and shall be fully registered Bonds without interest coupons. The issuance of the Bonds shall be recorded in the office of the City Treasurer, and the certificate on the back of each Bond shall be executed with the official manual or facsimile signature of the City Treasurer. In case any officer whose signature or the facsimile of whose signature appears on the Bonds shall cease to be such officer before the delivery of such Bonds, such signature or such facsimile signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

The Bonds shall not be valid or become obligatory for any purpose until the Certificate of Authentication thereon shall have been signed by the Registrar.

All of the Bonds and the interest thereon, together with the 2008 Bonds any additional obligations as may be hereafter issued and outstanding from time to time ranking on a parity therewith under the conditions set forth herein (which additional obligations are hereinafter sometimes referred to as "Parity Obligations"), shall be payable solely from the Net Revenues of the Utility and the Sinking Fund hereinafter referred to, both of which are hereby pledged to the payment of the Bonds. The Bonds shall be a valid claim of the owners thereof only against said Net Revenues and Sinking Fund. None of the Bonds shall be a general obligation of the City, nor payable in any manner by taxation, and under no circumstances shall the City be in any

manner liable by reason of the failure of the Net Revenues of the Utility to be sufficient for the payment in whole or in part of the Bonds and the interest thereon.

The Bonds shall be fully registered as to principal and interest in the names of the owners on the registration books of the City kept by the Registrar, and after such registration, payment of the principal and interest thereof shall be made only to the registered owners, their legal representatives or assigns. Each Bond shall be transferable only upon the registration books of the City upon presentation to the Registrar, together with either a written instrument of transfer satisfactory to the Registrar or the assignment form thereon completed and duly executed by the registered owner or the duly authorized attorney for such registered owner.

The record and identity of the owners of the Bonds shall be kept confidential as provided by Section 22.7 of the Code of Iowa.

Section 4. Notwithstanding anything above to the contrary, the Bonds shall be issued initially as Depository Bonds, with one fully registered Bond for each maturity date, in principal amounts equal to the amount of principal maturing on each such date, and registered in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York (“DTC”). On original issue, the Bonds shall be deposited with DTC for the purpose of maintaining a book-entry system for recording the ownership interests of its participants and the transfer of those interests among its participants (the “Participants”). In the event that DTC determines not to continue to act as securities depository for the Bonds or the City determines not to continue the book-entry system for recording ownership interests in the Bonds with DTC, the City will discontinue the book-entry system with DTC. If the City does not select another qualified securities depository to replace DTC (or a successor depository) in order to continue a book-entry system, the City will register and deliver replacement Bonds in the form of fully registered certificates, in authorized denominations of \$5,000 or integral multiples of \$5,000, in accordance with instructions from Cede & Co., as nominee for DTC. In the event that the City identifies a qualified securities depository to replace DTC, the City will register and deliver replacement Bonds, fully registered in the name of such depository, or its nominee, in the denominations as set forth above, as reduced from time to time prior to maturity in connection with redemptions or retirements by call or payment, and in such event, such depository will then maintain the book-entry system for recording ownership interests in the Bonds.

Ownership interests in the Bonds may be purchased by or through Participants. Such Participants and the persons for whom they acquire interests in the Bonds as nominees will not receive certificated Bonds, but each such Participant will receive a credit balance in the records of DTC in the amount of such Participant’s interest in the Bonds, which will be confirmed in accordance with DTC’s standard procedures. Each such person for which a Participant has an interest in the Bonds, as nominee, may desire to make arrangements with such Participant to have all notices of redemption or other communications of the City to DTC, which may affect such person, forwarded in writing by such Participant and to have notification made of all interest payments.

The City will have no responsibility or obligation to such Participants or the persons for whom they act as nominees with respect to payment to or providing of notice for such Participants or the persons for whom they act as nominees.

As used herein, the term "Beneficial Owner" shall hereinafter be deemed to include the person for whom the Participant acquires an interest in the Bonds.

DTC will receive payments from the City, to be remitted by DTC to the Participants for subsequent disbursement to the Beneficial Owners. The ownership interest of each Beneficial Owner in the Bonds will be recorded on the records of the Participants whose ownership interest will be recorded on a computerized book-entry system kept by DTC.

When reference is made to any action which is required or permitted to be taken by the Beneficial Owners, such reference shall only relate to those permitted to act (by statute, regulation or otherwise) on behalf of such Beneficial Owners for such purposes. When notices are given, they shall be sent by the City to DTC, and DTC shall forward (or cause to be forwarded) the notices to the Participants so that the Participants can forward the same to the Beneficial Owners.

Beneficial Owners will receive written confirmations of their purchases from the Participants acting on behalf of the Beneficial Owners detailing the terms of the Bonds acquired. Transfers of ownership interests in the Bonds will be accomplished by book entries made by DTC and the Participants who act on behalf of the Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interest in the Bonds, except as specifically provided herein. Interest and principal will be paid when due by the City to DTC, then paid by DTC to the Participants and thereafter paid by the Participants to the Beneficial Owners.

Section 5. The Bonds shall be in substantially the following form:

(Form of Bond)

**UNITED STATES OF AMERICA
STATE OF IOWA COUNTY OF HARRISON
CITY OF MISSOURI VALLEY**

WATER REVENUE REFUNDING BOND, SERIES 2012B

No. _____ \$ _____

RATE	MATURITY DATE	BOND DATE	CUSIP
	June 1, 20__	April 25, 2012	

The City of Missouri Valley (the "City"), in the County of Harrison, State of Iowa, for value received, promises to pay on the maturity date of this Bond to:

Cede & Co.
New York, NY

or registered assigns, the principal sum of

DOLLARS

in lawful money of the United States of America upon presentation and surrender of this Bond at the office of Bankers Trust Company, Des Moines, Iowa (hereinafter referred to as the “Registrar” or the “Paying Agent”), with interest on said sum, until paid, at the rate per annum specified above from the date of this Bond, or from the most recent interest payment date on which interest has been paid, on June 1 and December 1 of each year, commencing December 1, 2012. Interest on this Bond is payable to the registered owner appearing on the registration books of the City at the close of business on the fifteenth day of the month next preceding the interest payment date, and shall be paid to the registered owner at the address shown on such registration books. Interest shall be calculated on the basis of a 360-day year comprised of twelve 30-day months.

This Bond shall not be valid or become obligatory for any purpose until the Certificate of Authentication hereon shall have been signed by the Registrar.

This Bond is one of a series of Water Revenue Refunding Bonds, Series 2012B (the “Bonds”) issued by the City to evidence its obligation under a certain Loan Agreement, dated as of April 25, 2012 (the “Loan Agreement”), entered into by the City for the purpose of providing funds to pay costs, to that extent, of advance refunding a portion the City’s outstanding Water Revenue Bonds, Series 2008, dated April 15, 2008.

The Bonds are issued pursuant to and in strict compliance with the provisions of Chapter 384 and 76 of the Code of Iowa, 2011, and all other laws amendatory thereof and supplemental thereto, and in conformity with a resolution of the City Council authorizing and approving the Loan Agreement and providing for the issuance and securing the payment of the Bonds (the “Resolution”), and reference is hereby made to the Resolution and the Loan Agreement for a more complete statement as to the source of payment of the Bonds and the rights of the owners of the Bonds.

The City reserves the right to prepay part or all of the Bonds maturing in each of the years 2019 to 2027, inclusive, prior to and in any order of maturity on June 1, 2018, or on any date thereafter upon terms of par and accrued interest. Principal of the Bond maturing on June 1, 2021, is subject to mandatory redemption (by lot, as selected by the Registrar) on June 1, in each of the years 2017, 2018, 2019 and 2020, in accordance with the mandatory redemption schedule set forth in the Resolution at a redemption price of 100% of the principal amount thereof to be redeemed, plus accrued interest thereon to the redemption date

If less than all of the Bonds of any like maturity are to be redeemed, the particular part of the Bonds to be redeemed shall be selected by the Registrar by lot. The Bonds may be called in part in one or more units of \$5,000. If less than the entire principal amount of any Bond in a denomination of more than \$5,000 is to be redeemed, the Registrar will issue and deliver to the registered owner thereof, upon surrender of such original Bond, a new Bond or Bonds, in any authorized denomination, in a total aggregate principal amount equal to the unredeemed balance of the original Bond. Notice of such redemption as aforesaid identifying the Bond or Bonds (or portion thereof) to be redeemed shall be sent by electronic means or mailed by certified mail to the registered owners thereof at the addresses shown on the City’s registration books not less

than 30 days prior to such redemption date. All of such Bonds as to which the City reserves and exercises the right of redemption and as to which notice as aforesaid shall have been given and for the redemption of which funds are duly provided, shall cease to bear interest on the redemption date.

The Bonds are not general obligations of the City but, together with the City's Water Revenue Bonds, Series 2008 and any additional obligations as may be hereafter issued and outstanding from time to time ranking on a parity therewith under the conditions set forth in the Resolution, are payable solely and only out of the future Net Revenues of the Municipal Waterworks System of the City, a sufficient portion of which has been ordered set aside and pledged for that purpose. This Bond is not payable in any manner by taxation, and under no circumstances shall the City be in any manner liable by reason of the failure of the said Net Revenues to be sufficient for the payment of this Bond and the interest hereon.

This Bond is fully negotiable but shall be fully registered as to both principal and interest in the name of the owner on the books of the City in the office of the Registrar, after which no transfer shall be valid unless made on said books and then only upon presentation of this Bond to the Registrar, together with either a written instrument of transfer satisfactory to the Registrar or the assignment form hereon completed and duly executed by the registered owner or the duly authorized attorney for such registered owner.

The City, the Registrar and the Paying Agent may deem and treat the registered owner hereof as the absolute owner for the purpose of receiving payment of or on account of principal hereof, premium, if any, and interest due hereon and for all other purposes, and the City, the Registrar and the Paying Agent shall not be affected by any notice to the contrary.

And It Is Hereby Certified, Recited and Declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of the Bonds have existed, have happened and have been performed in due time, form and manner, as required by law, and that the issuance of the Bonds does not exceed or violate any constitutional or statutory limitation or provision.

IN TESTIMONY WHEREOF, the City of Missouri Valley, Iowa, by its City Council, has caused this Bond to be executed with the duly authorized facsimile signature of its Mayor and attested with the duly authorized facsimile signature of its City Clerk, all as of April 25, 2012.

CITY OF MISSOURI VALLEY, IOWA

By: (DO NOT SIGN)
Mayor

Attest:

(DO NOT SIGN)
City Clerk

Registration Date: (Closing Date)

REGISTRAR'S CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds described in the within-mentioned Resolution.

BANKERS TRUST COMPANY
Des Moines, Iowa
Registrar

By (Authorized Signature)
Authorized Officer

STATE OF IOWA
CITY OF MISSOURI VALLEY
COUNTY OF HARRISON

SS: CITY TREASURER'S CERTIFICATE

The original issuance of the Bonds, of which this Bond is a part, was duly and properly recorded in my office as of April 25, 2012.

By: (DO NOT SIGN)
City Treasurer

ABBREVIATIONS

The following abbreviations, when used in this Bond, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM	-	as tenants in common	UTMA	_____
TEN ENT	-	as tenants by the entireties		(Custodian)
JT TEN	-	as joint tenants with right of survivorship and not as tenants in common	As Custodian for	_____
				(Minor)
			under Uniform Transfers to Minors Act	_____
				(State)

Additional abbreviations may also be used though not in the list above.

ASSIGNMENT

For valuable consideration, receipt of which is hereby acknowledged, the undersigned assigns this Bond to

(Please print or type name and address of Assignee)

PLEASE INSERT SOCIAL SECURITY OR OTHER
IDENTIFYING NUMBER OF ASSIGNEE

and does hereby irrevocably appoint _____, Attorney, to transfer this Bond on the books kept for registration thereof with full power of substitution.

Dated: _____

Signature guaranteed:

(Signature guarantee must be provided in accordance with the prevailing standards and procedures of the Registrar and Transfer Agent. Such standards and procedures may require signatures to be guaranteed by certain eligible guarantor institutions that participate in a recognized signature guarantee program.)

NOTICE: The signature to this Assignment must correspond with the name of the registered owner as it appears on this Bond in every particular, without alteration or enlargement or any change whatever.

Section 6. The Bonds shall be executed as herein provided as soon after the adoption of this resolution as may be possible and thereupon they shall be delivered to the Registrar for registration, authentication and delivery to or on behalf of the Underwriter, upon receipt of the loan proceeds (the "Loan Proceeds"), and all action heretofore taken in connection with the Loan Agreement is hereby ratified and confirmed in all respects.

The Loan Proceeds received from the sale of the Bonds shall be deposited with the Escrow Agent and shall be invested in accordance with the terms of the Escrow Agreement as set forth in Section 19.

Section 7. So long as any of the Bonds, the 2008 Bonds or any Parity Obligations are outstanding, the City shall continue to maintain the Utility in good condition, and the Utility shall continue to be operated in an efficient manner and at a reasonable cost as a revenue producing undertaking. The City shall establish, impose, adjust and provide for the collection of rates to be charged to customers of the Utility, including the City, to produce gross revenues (hereinafter sometimes referred to as the "Gross Revenues") at least sufficient to pay the expenses of operation and maintenance of the Utility, which shall include salaries, wages, cost of maintenance and operation, materials, supplies, insurance and all other items normally included under recognized accounting practices (but does not include allowances for depreciation in the valuation of physical property) (which such expenses are hereinafter sometimes referred to as the "Operating Expenses") and to leave a balance of net revenues (herein referred to as the "Net Revenues") equal to at least 110% of the amount of annual installments of principal of and interest on all of the Bonds, the 2008 Bonds and any other Parity Obligations outstanding from time to time, as the same become due, and to maintain a reasonable reserve for the payment of such principal and interest, as hereinafter provided.

Section 8. From and after the issuance of the Bonds, the Gross Revenues of the Utility shall continue to be set aside into a separate and special fund which is hereby established,

to be known and hereinafter referred to as the “Water Revenue Fund”. The Water Revenue Fund shall be used in maintaining and operating the Utility, and after payment of the Operating Expenses shall, to the extent hereinafter provided, be used to pay the principal of and interest on the Bonds, the 2008 Bonds and any Parity Obligations, and to create and maintain the several separate funds hereinafter established.

Section 9. There shall continue to be maintained, an account to be known as the “Water Revenue Bond Sinking Fund” (herein referred to as the “Sinking Fund”), into which there shall be set aside from the future Net Revenues of the Utility such portion thereof as will be sufficient to pay the interest on and principal of all of the Bonds, the 2008 Bonds and any Parity Obligations at any time outstanding as the same become due, and it is hereby determined that the minimum amounts to be set aside into the Sinking Fund from the Net Revenues during each month of each year shall be not less than as follows:

(Full provision for the payment of interest on the Bonds through June 1, 2015 has been made in the Escrow Agreement (as defined in Section 19). Principal payments on the Bonds do not begin until June 1, 2016.)

Commencing June 1, 2015, an amount equal to 1/6th of the installment of interest coming due on the next succeeding interest payment date on the then outstanding Bonds plus an amount equal to 1/12th of the installment of principal coming due on such Bonds on the next succeeding principal payment date until the full amount of such installment is on deposit in the Sinking Fund.

Money in the Sinking Fund shall be used solely for the purpose of paying principal of and interest on the Bonds, the 2008 Bonds and any Parity Obligations as the same shall become due and payable. Whenever Parity Obligations are issued under the conditions and restrictions hereinafter set forth, provisions shall be made for additional payments to be made into the Sinking Fund for the purpose of paying the interest on and principal of such Parity Obligations.

If at any time there be a failure to pay into the Sinking Fund the full amount above stipulated, then an amount equivalent to the deficiency shall be paid into the Sinking Fund from the Net Revenues of the Utility as soon as available, and the same shall be in addition to the amount otherwise required to be so set apart and paid into the Sinking Fund.

No further payments need be made into the Sinking Fund when and so long as the amount therein is sufficient to retire all of the Bonds, the 2008 Bonds and any Parity Obligations then outstanding which are payable from the Sinking Fund and to pay all interest to become due thereon prior to such retirement, or if provision for such payment has been made.

All of such payments required to be made into the Sinking Fund shall be made in equal monthly installments on the first day of each month, except that when the first day of any month shall be a Sunday or legal holiday, then such payments shall be made on the next succeeding secular day.

Section 10. There is hereby created a special fund to be known and designated as the Principal and Interest Reserve Fund (hereinafter referred to as the “Reserve Fund”) into which there shall be set apart and paid from cash on hand of the City at the time of the delivery of the

Bonds a sum equal to \$137,355 (the "Required Reserve Fund Balance"). Thereafter, whenever the sum on deposit in the Reserve Fund has been reduced to less than the Required Reserve Fund Balance by the expenditure of all or a portion of the funds on deposit therein for any of the purposes specified herein, there shall be deposited into the Reserve Fund the remaining Net Revenues after first making the required deposits into the Sinking Fund, until the sum on deposit in the Reserve Fund has been restored to the Required Reserve Fund Balance.

All money credited to the Reserve Fund shall be used and is hereby pledged for the payment of the principal of and interest on the Bonds and the 2008 Bonds whenever for any reason the funds on deposit in the Sinking Fund are insufficient to pay such principal and interest when due. If and to whatever extent Parity Obligations shall be issued under the conditions set forth in this resolution, and the terms of such Parity Obligations require the establishment and maintenance of a debt service reserve fund, provision shall be made to create and maintain a reasonable reserve therefor. To the extent that the terms of future Parity Obligations do not require the establishment and maintenance of a debt service reserve fund relative to such Parity Obligations, then the City shall be under no obligation to make provision therefor beyond the ongoing maintenance of the Required Reserve Fund Balance set forth herein.

Section 11. There is hereby created a special fund to be known and designated as the Improvement and Extension Fund (hereinafter referred to as the "Improvement Fund") into which there shall be set apart and paid from the balance of the Net Revenues remaining, after first making the required payments into the Sinking Fund and the required payments, if any, into the Reserve Fund, and after the Reserve Fund contains the Required Reserve Fund Balance, the sum of \$750 on the first day of each month of each year until such time as there has been accumulated in the Improvement Fund the sum of \$50,000 (the "Required Improvement Fund Balance"). If and to whatever extent it may become necessary to use such accumulated reserve for any of the purposes hereinafter specified, payments into the Improvement Fund shall be resumed until such time as the Required Improvement Fund Balance has been restored. All money credited to the Improvement Fund shall be used and is hereby pledged solely and only for the following purposes and with the following priorities:

- a. First, if for any reason there exists a deficiency in the Sinking Fund and provided sufficient amounts are not available in the Revenue Fund to pay such deficiency, there shall be paid into the Sinking Fund an amount equal to the deficiency from the amounts on deposit in the Improvement Fund.
- b. Second, said money shall be transferred and credited to the Reserve Fund whenever any deficiency may exist in the Reserve Fund.
- c. Third, to (1) pay the costs of extraordinary maintenance expenses or repairs, renewals and replacements not included in the City's budget for any given fiscal year; (2) make any required rental payments of the Utility; (3) make payments due for any property purchased as part of the Utility; and (4) pay the costs of any capital improvements for the Utility.

Section 12. There is hereby created a special fund to be known and designated as the Surplus Fund into which there shall be set apart and paid all of the Net Revenues remaining after

first making the required payments into the Sinking Fund, the Reserve Fund and the Improvement Fund, and after the Reserve Fund contains the Required Reserve Fund Balance and the Improvement Fund contains the required Improvement Fund Balance. All money credited to the Surplus Fund shall be transferred and credited to the Sinking Fund whenever necessary to prevent or remedy a default in the payment of the principal of or interest on the Bonds, the 2008 Bonds and any Parity Obligations or shall be transferred and credited to the Reserve Fund whenever any deficiency may exist in the Reserve Fund or shall be transferred and credited to the Improvement Fund whenever any deficiency may exist in the Improvement Fund.

As long as the Sinking Fund, the Reserve Fund and the Improvement Fund have the full amounts required to be deposited therein by this resolution, any balance in the Surplus Fund may be made available to the City as the City Council, or such other duly constituted body as may then be charged with the operation of the Utility, may from time to time direct.

Section 13. All money held in any fund created or to be maintained under the terms of this resolution shall be deposited in lawful depositories of the City or invested in accordance with Chapters 12B and 12C of the Code of Iowa and continuously held and secured as provided by the laws of the State of Iowa relating to the depositing, securing, holding and investing of public funds. All interest received by the City as a result of investments under this section shall be deposited in or transferred to the Sinking Fund and used solely and only for the purposes specified herein for such fund.

Section 14. The City hereby covenants and agrees with the owner or owners of the Bonds, the 2008 Bonds and any Parity Obligations, or any of them, that from time to time may be outstanding, that it will faithfully and punctually perform all duties with reference to the Utility required and provided by the Constitution and laws of the State of Iowa, that it will segregate the Gross Revenues of the Utility and make application thereof in accordance with the provisions of this resolution and that it will not sell, lease or in any manner dispose of the Utility or any part thereof, including any and all extensions and additions that may be made thereto, until all of the Bonds, the 2008 Bonds and any Parity Obligations shall have been paid in full, both principal and interest, or unless and until provisions shall have been made for the payment of said Bonds, the 2008 Bonds and Parity Obligations and interest thereon in full; provided, however, that the City may dispose of any property which in the judgment of the City Council, or the duly constituted body as may then be charged with the operation of the Utility, is no longer useful or profitable in the operation of the Utility nor essential to the continued operation thereof and when the sale thereof will not operate to reduce the revenues to be derived from the operation of the Utility.

Section 15. Upon a breach or default of a term of the Bonds, the 2008 Bonds or Parity Obligations and this resolution, a proceeding may be brought in law or in equity by suit, action or mandamus to enforce and compel performance of the duties required under the terms of this resolution and Division V of Chapter 384 of the Code of Iowa or an action may be brought to obtain the appointment of a receiver to take possession of and operate the Utility and to perform the duties required by this resolution and Division V of Chapter 384 of the Code of Iowa.

Section 16. The Bonds, the 2008 Bonds or any Parity Obligations shall not be entitled to priority or preference one over the other in the application of the Net Revenues of the Utility regardless of the time or times of the issuance of the Bonds, the 2008 Bonds or any Parity

Obligations, it being the intention that there shall be no priority among the Bonds, the 2008 Bonds or Parity Obligations, regardless of the fact that they may have been actually issued and delivered at different times. The City hereby covenants and agrees that so long as any of the Bonds, the 2008 Bonds or any Parity Obligations are outstanding and unpaid, no bonds or other obligations payable from the Net Revenues of the Utility will be issued except upon the basis of such bonds or obligations being subject to the priority and security for payment of the Bonds, the 2008 Bonds or any Parity Obligations then outstanding; provided, however, that the City reserves the right and privilege of issuing additional obligations from time to time payable from the Net Revenues of the Utility and ranking on a parity with the Bonds (herein referred to as "Parity Obligations") in order to pay the cost of improvements and extensions to the Utility or for refunding any bonds or obligations payable from the Net Revenues of the Utility, but only if there shall have first been procured and filed with the City Clerk a statement of and Independent Certified Public Accountant or consulting engineer, not a regular employee of the City, reciting the opinion based on necessary investigations that the Net Revenues of the Utility for the last preceding fiscal year prior to the issuance of such Parity Obligations (with adjustments as hereinafter provided) were equal to at least 125% of the maximum amount of principal and interest that will become due in any subsequent year during the life of the Bonds, the 2008 Bonds and any then outstanding Parity Obligations for both the Bonds and any Parity Obligations then outstanding and the Parity Obligations then proposed to be issued.

The amount of Gross Revenues of the Utility may be adjusted for the purpose of the foregoing computations by an independent consulting engineer, not a regular employee of the City, so as to reflect any revision in the schedule of rates and charges being imposed at the time of the issuance of any such Parity Obligations.

Obligations issued to refund the Bonds, the 2008 Bonds or any Parity Obligations shall not be subject to the foregoing restrictions, provided the Bonds, the 2008 Bonds or Parity Obligations being refunded mature within three (3) months of the date of such refunding and no other funds are available to pay such maturing Bonds or Parity Obligations, or the issuance of the refunding obligations will not cause an increase in the annual debt service requirements during the life of any Bonds, the 2008 Bonds or Parity Obligations then outstanding which are not being refunded but otherwise any Parity Obligations shall only be issued subject to the restrictions of this resolution.

Section 17. The City agrees that so long as the Bonds, the 2008 Bonds or any Parity Obligations remain outstanding, it will maintain insurance for the benefit of the owners of the Bonds, the 2008 Bonds and any Parity Obligations on the insurable portions of the Utility of a kind and in an amount which usually would be carried by private companies or municipalities engaged in a similar type of business. The City will keep proper books of record and account, separate from all other records and accounts, showing the complete and correct entries of all transactions relating to the Utility, and the owners of the Bonds, the 2008 Bonds or any Parity Obligations shall have the right at all reasonable times to inspect the Utility and all records, accounts and data of the City relating thereto.

Section 18. The provisions of this resolution shall constitute a contract between the City and the owners of the Bonds, and after the issuance of the Bonds, no change, variation or alteration of any kind of the provisions of this resolution shall be made which will adversely

affect the owners of the Bonds until all of the Bonds and the interest thereon shall have been paid in full, except as hereinafter provided.

The owners of a majority in principal amount of the Bonds, the 2008 Bonds and Parity Obligations at any time outstanding (not including in any case any obligations which may then be held or owned by or for the account of the City, but including such obligations as may be issued for the purpose of refunding any of the Bonds, the 2008 Bonds or Parity Obligations if such obligations shall not then be owned by the City) shall have the right from time to time to consent to and approve the adoption by the City of a resolution or resolutions modifying or amending any of the terms or provisions contained in this resolution; provided, however, that this resolution may not be so modified or amended in such manner as to:

(a) Make any change in the maturity or redemption terms of the Bonds, the 2008 Bonds or any Parity Obligations.

(b) Make any change in the rate of interest borne by any of the Bonds, the 2008 Bonds or any Parity Obligations.

(c) Reduce the amount of the principal payable on any Bonds, the 2008 Bonds or any Parity Obligations.

(d) Modify the terms of payment of principal or interest on the Bonds, the 2008 Bonds or any Parity Obligations, or any of them, or impose any conditions with respect to such payment.

(e) Affect the rights of the owners of less than all of the Bonds, the 2008 Bonds or any Parity Obligations then outstanding.

(f) Reduce the percentage of the principal amount of the Bonds, the 2008 Bonds or any Parity Obligations, the consent of the owners of which shall be required to effect a further modification.

Whenever the City shall propose to amend or modify this resolution under the provisions of this section, it shall (1) prior to the publication of the notice hereinafter provided for in (2), cause notice of the proposed amendment to be mailed to each of the owners of the Bonds and Parity Obligations at the addresses appearing on the registration books of the City and also to the Underwriter, and (2) cause notice of the proposed amendment to be published one time in a newspaper published and/or having a general circulation in the City of Missouri Valley, Iowa. Such notice shall briefly set forth the nature of the proposed amendment and shall state that a copy of the proposed amendatory resolution is on file in the office of the City Clerk.

If the owners of at least a majority in aggregate principal amount of the Bonds, the 2008 Bonds and Parity Obligations outstanding at the time of the adoption of such amendatory resolution shall have consented to and approved the adoption thereof as herein provided, no owner of any Bonds, the 2008 Bonds or Parity Obligations shall have any right or interest to object to the adoption of such amendatory resolution or to object to any of the terms or provisions therein contained or to the operation thereof or to enjoin or restrain the City from taking any action pursuant to the provisions thereof.

Any consent given by the owners of a Bond, the 2008 Bond or Parity Obligation pursuant to the provisions of this section shall be irrevocable for a period of six (6) months from the date of such consent and shall be conclusive and binding upon all future owners of the same Bond, the 2008 Bond or Parity Obligation during such period. Such consent may be revoked at any time after six (6) months from the date of such consent by the owner who gave such consent or by a successor in title, but such revocation shall not be effective if the owners of a majority in aggregate principal amount of the Bonds, the 2008 Bonds and Parity Obligations outstanding as in this section defined shall have, prior to the attempted revocation, consented to and approved the amendatory resolution referred to in such revocation.

The fact and date of the execution of any instrument under the provisions of this section may be proved by the certificate of any officer in any jurisdiction who by the laws thereof is authorized to take acknowledgments of deeds within such jurisdiction, that the persons signing such instrument acknowledged before him the execution thereof, or may be proved by an affidavit of a witness to such execution sworn to before such officer.

Section 19. It is hereby determined that the City shall enter into an escrow agreement (the "Escrow Agreement") with the Registrar, as Escrow Agent, in such form as will be presented to the City Council. The Escrow Agreement is hereby approved, and the Mayor and City Clerk are hereby authorized and directed to execute the Escrow Agreement on behalf of the City.

Section 20. It is the intention of the City that interest on the Bonds be and remain excluded from gross income for federal income tax purposes pursuant to the appropriate provisions of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations in effect with respect thereto (all of the foregoing herein referred to as the "Internal Revenue Code"). In furtherance thereof the City covenants to comply with the provisions of the Internal Revenue Code as they may from time to time be in effect or amended and further covenants to comply with applicable future laws, regulations, published rulings and court decisions as may be necessary to insure that the interest on the Bonds will remain excluded from gross income for federal income tax purposes. Any and all of the officers of the City are hereby authorized and directed to take any and all actions as may be necessary to comply with the covenants herein contained.

The City hereby designates the Bonds as "Qualified Tax Exempt Obligations" as that term is used in Section 265(b)(3)(B) of the Internal Revenue Code.

Section 21. The Securities and Exchange Commission (the "SEC") has promulgated certain amendments to Rule 15c2-12 under the Securities Exchange Act of 1934 (17 C.F.R. § 240.15c2-12) (the "Rule") that make it unlawful for an underwriter to participate in the primary offering of municipal securities in a principal amount of \$1,000,000 or more unless, before submitting a bid or entering into a purchase contract for such securities, an underwriter has reasonably determined that the issuer or an obligated person has undertaken in writing for the benefit of the holders of such securities to provide certain disclosure information to prescribed information repositories on a continuing basis so long as such securities are outstanding.

On the date of issuance and delivery of the Bonds, the City will execute and deliver a Continuing Disclosure Certificate pursuant to which the City will undertake to comply with the

Rule. The City covenants and agrees that it will comply with and carry out the provisions of the Continuing Disclosure Certificate. Any and all of the officers of the City are hereby authorized and directed to take any and all actions as may be necessary to comply with the Rule and the Continuing Disclosure Certificate.

Section 22. If any section, paragraph, clause or provision of this resolution shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this resolution.

Section 23. All resolutions and orders or parts thereof in conflict with the provisions of this resolution are, to the extent of such conflict, hereby repealed.

Section 24. This resolution shall be in full force and effect immediately upon its adoption and approval, as provided by law.

Passed and approved April 3, 2012.

Mayor

Attest:

City Clerk

STATE OF IOWA
COUNTY OF HARRISON
CITY OF MISSOURI VALLEY

SS:

I, the undersigned, do hereby certify that I have in my possession or have access to the complete corporate records of the City and of its City Council and officers and that I have carefully compared the transcript hereto attached with the aforesaid corporate records and that the transcript hereto attached is a true, correct and complete copy of all the corporate records in relation to the authorization and approval of a certain Loan Agreement and the issuance of \$1,360,000 Water Revenue Refunding Bonds, Series 2012B of said City evidencing the City's obligation under the Loan Agreement and that the transcript hereto attached contains a true, correct and complete statement of all the measures adopted and proceedings, acts and things had, done and performed up to the present time with respect thereto.

I further certify that no appeal has been taken to the District Court from the decision of the City Council to enter into the Loan Agreement or to issue the Bonds.

WITNESS MY HAND this _____ day of _____, 2012.

City Clerk

STATE OF IOWA
COUNTY OF HARRISON SS:
CITY OF MISSOURI VALLEY

I, the undersigned, City Clerk of the City of Missouri Valley, do hereby certify that the City did heretofore establish a Municipal Waterworks System (hereinafter referred to as the "Utility"), that the management and control of the Utility are vested in the City Council of the City, and that no board of trustees exists which has any part of the control and management of such Utility.

I further certify that there is not pending or threatened any question or litigation whatsoever touching the establishment, improvement or operation of such Utility and that there are no bonds or other obligations of any kind now outstanding which are payable from or constitute a lien upon the revenues derived from the operation of such Utility, except for the City's Water Revenue Bonds, Series 2018B, dated April 15, 2008, and the Water Revenue Bonds, Series 2012B currently being issued by the City.

WITNESS MY HAND this _____ day of _____, 2012.

City Clerk

Moved by Council member Dillinger to approve Resolution 12-12, "Moratorium On Burn Ban – Spring 2012" as amended, seconded by Council member Dinsmore. Motion carried on a 5-0 vote.

RESOLUTION 12-12

MORATORIUM ON BURN BAN – SPRING 2012

Be It Resolved by the City Council of the City of Missouri Valley:

The City has issued a moratorium on the open burning ban (Section 105.05 of Missouri Valley City Code) to allow for the burning of landscape waste during designated times. These dates and times are:

April 13, 14, 15, 20, 21, 22, 27, 28, 29, May 4, 5, 6

Between the hours of 10:00 a.m. and 5:00 p.m. on Friday, Saturday, Sunday

“Landscape Waste”, per Section 105.02(5) of the Missouri Valley City Code, is defined as any vegetable or plant waste except garbage. The term includes trees, tree trimmings, branches, stumps, brush, weeds, leaves, grass, shrubbery and yard trimmings.

Anyone violating the provisions of this Section shall be subject to penalties as outlined in Resolution 11-08.

Passed and Approved this 3rd day of April, 2012.

Clint Sargent, Mayor

ATTEST:

Rita M. Miller
City Clerk/Administrator

Council discussed the 1961 LaFrance fire truck with the consensus being that the City has no use for the vehicle and has no room to store it. Fire Chief Walker stated he doesn't feel the department can keep and maintain it just for sentimental reasons and it is of no use to the department. The Fire Association does not want the truck. Moved by Council member Dinsmore to move forward to dispose of the 1961 LaFrance by sealed bid, seconded by Council member Struble. Motion carried on a 5-0 vote.

City Clerk/Administrator Miller presented the request from Century Link to use the sidewalk and parking adjacent to their building on April 12, 2012 from 2:00 – 6:00 p.m. for promotional activities. Moved by Council member Isom to approve the request, seconded by Council member Dillinger. Motion carried on a 5-0 vote.

Moved by Council member Struble to approve an additional \$350 for Bonham & Sons to mow the cemetery prior to the start of the annual contract, seconded by Council member Isom.

AYES: Struble, Isom, Dillinger, Ratliff

NAYS: Dinsmore. Motion carried.

Council member Isom reported he had been contacted about an alley repair off Michigan between 1st & 2nd Street. The Street Department will check on it. He also stated the surface on S 9th is nice and holds down the dust but people are speeding down it now, particularly after school.

City Clerk/Administrator Miller reported the County has signs posted “reduced speed ahead” on N 1st Street. The speed changes to 30 mph at George Street. Council requested she draft an ordinance reducing speed to 30 mph at city limits and 25 mph at George Street. She reported she has had an inquiry for additional public parking south of Erie west of the current parking lot. Council consensus was that the 4th Street lot was only a block from the business and could be utilized easily. She also informed Council her office has started a push to get more of the dogs in town licensed. They are sending out reminder notices to dog owners of record, putting out the city sign and have put notices in the paper. The street crew is patching Longview Road and should be finished this next week. She reported the City received \$5,000 from the Harrison County Community Foundation for the chair lift at the pool, but did not receive the housing rehab grant.

Council directed the City Clerk/Administrator set a date in June for the city board training and determined a Thursday evening would be best.

Moved to adjourn by Council member Dinsmore, seconded by Council member Struble. Motion carried on a 5-0 vote. Meeting adjourned at 8:50 p.m.

Clint Sargent, Mayor

Attest:
Rita Miller
City Clerk/Administrator