

## RESOLUTION 2009-47

### A RESOLUTION BY THE COMMISSIONERS COURT OF COMAL COUNTY, TEXAS APPROVING AND AUTHORIZING PUBLICATION OF NOTICE OF INTENTION TO ISSUE OF ONE OR MORE SERIES OF CERTIFICATES OF OBLIGATION; COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12; AND RESOLVING OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Commissioners Court (the *Court*) of Comal County, Texas (the *County*), has determined that it is advisable and necessary to issue certificates of obligation (the *Certificates*) in an amount not to exceed \$36,000,000 as provided pursuant to the provisions of the Certificate of Obligation Act of 1971, as amended, Texas Local Government Code, Section 271.041 through Section 271.065, for the purpose of paying contractual obligations of the County to be incurred for making permanent public improvements and for other public purposes, to-wit: (1) constructing, acquiring, renovating, or otherwise improving the new County Justice Center to be located in downtown New Braunfels, Texas, (2) the purchase of materials, supplies, equipment, machinery, land, rights-of-way for authorized needs and purposes relating to the new Justice Center, and (3) payment for professional services relating to the construction and financing of the aforementioned project. The Certificates will be payable from the levy of an annual ad valorem tax, within the limitations prescribed by law, upon all taxable property within the County and from a lien on and pledge of certain of the net revenues derived from the operation of the County's Solid Waste Management System. The Certificates are to be issued, and this notice is given, under and pursuant to the provisions of the Certificate of Obligation Act of 1971, as amended, Texas Local Government Code Section 271.041 through Section 271.065; and

WHEREAS, prior to the issuance of the Certificates, the Court is required to publish notice of its intention to issue the Certificates in a newspaper of general circulation in the County, such notice stating (i) the time and place the Commissioners Court tentatively proposes to pass the order authorizing the issuance of the Certificates, (ii) the maximum amount proposed to be issued, (iii) the purposes for which the Certificates are to be issued, and (iv) the manner in which the Commissioners Court proposes to pay the Certificates; and

WHEREAS, prior to the offering, sale, and issuance of the Certificates the appropriate officials of the County must review and approve the distribution of a "deemed final" official statement (the *Official Statement*) in order to comply with the requirements contained in 17 C.F.R. §240.15c2-12 (the *Securities and Exchange Rule*); and

WHEREAS, based upon their review of the Official Statement, the appropriate officials of the County must find to the best of their knowledge and belief, after reasonable investigation, that the representations of facts pertaining to the County contained in the Official Statement are true and correct and that, except as disclosed in the Official Statement, there are no facts pertaining to the County that would adversely affect the issuance of the Certificates or the County's ability to pay the debt service requirements on the Certificates when due; and

WHEREAS, the Court will comply with the requirements contained in the Securities and Exchange Rule concerning the creation of a contractual obligation between the County and the

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proposed purchasers of the Certificates (the *Purchaser*) to provide the Purchaser with the Official Statement in a time and manner that will enable the Purchaser to comply with the continuing disclosure requirements and the distribution requirements contained in the Securities and Exchange Rule; and

WHEREAS, the Court hereby finds and determines that such documents pertaining to the sale of the Certificates should be approved, and the County should proceed with the giving of notice of intention to issue the Certificates in the time, form, and manner provided by law;

WHEREAS, the Court authorizes the County Judge, County Auditor, County Clerk, and the District Attorney, as appropriate, to review, approve, and execute any document or certificate in order to allow the County to comply with the requirements contained in the Securities and Exchange Rule; and

WHEREAS, the Court hereby finds and determines that these actions are in the best interests of the citizens of the County; now, therefore

BE IT RESOLVED BY THE COMMISSIONERS COURT OF COMAL COUNTY, TEXAS THAT:

SECTION 1: The County Clerk is hereby authorized and directed to cause notice to be published of the Commissioners Court's intention to issue Certificates in an amount not to exceed \$36,000,000 for the purpose of paying contractual obligations of the County to be incurred for making permanent public improvements and for other public purposes, to-wit: (1) constructing, acquiring, renovating, or otherwise improving the new County Justice Center to be located in downtown New Braunfels, Texas, (2) the purchase of materials, supplies, equipment, machinery, land, rights-of-way for authorized needs and purposes relating to the new Justice Center, and (3) payment for professional services relating to the construction and financing of the aforementioned project. The Certificates will be payable from the levy of an annual ad valorem tax, within the limitations prescribed by law, upon all taxable property within the County and are additionally secured by a lien on and pledge of certain of the net revenues derived from the operation of the County's Solid Waste Management System. The notice hereby approved and authorized to be published shall read substantially in the form and content of Exhibit A attached hereto, which notice is incorporated herein by reference as a part of this Resolution for all purposes.

SECTION 2: The County Clerk shall cause the aforesaid notice to be published in a newspaper of general circulation in the County, once a week for two consecutive weeks, the date of the first publication to be at least thirty (30) days prior to the date stated therein for passage of the order authorizing the issuance of the Certificates.

SECTION 3: The County Judge, County Auditor, County Clerk, and the District Attorney, as appropriate, are authorized to review and approve the Official Statement pertaining to the offering, sale, and issuance of the Certificates and to execute any document or certificate in order to comply with the requirements contained in the Securities and Exchange Rule.

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**SECTION 4:** The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Resolution for all purposes and are adopted as a part of the judgment and findings of the Court.

**SECTION 5:** All orders and resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Resolution are hereby repealed to the extent of such conflict, and the provisions of this Resolution shall be and remain controlling as to the matters resolved herein.

**SECTION 6:** This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

**SECTION 7:** If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and this Commissioners Court hereby declares that this Resolution would have been enacted without such invalid provision.

**SECTION 8:** It is officially found, determined, and declared that the meeting at which this Resolution is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Resolution, was given, all as required by Chapter 551, as amended, Texas Government Code.

**SECTION 9:** This Resolution shall be in force and effect from and after its final passage, and it is so resolved.

*[The remainder of this page intentionally left blank.]*

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PASSED AND ADOPTED on the 15th day of October, 2009.

COMAL COUNTY, TEXAS

  
County Judge

ATTEST:

  
County Clerk and Ex-Officio Clerk of the  
Commissioners Court



1900

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*[Handwritten signature]*

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**EXHIBIT A**

**NOTICE OF INTENTION TO ISSUE  
COMAL COUNTY, TEXAS  
CERTIFICATES OF OBLIGATION**

TAKE NOTICE that the Commissioners Court (the *Court*) of Comal County, Texas (the *County*), shall convene at 8:15 o'clock A.M. on the 19<sup>th</sup> day of November, 2009, at its regular meeting place in the Comal County Courthouse, and, during such meeting, the Court will consider the passage of an order authorizing the issuance of one or more series of certificates of obligation in an amount not to exceed \$36,000,000 for the purpose of paying contractual obligations of the County to be incurred for making permanent public improvements and for other public purposes, to-wit (1) constructing, acquiring, renovating, or otherwise improving the new County Justice Center to be located in downtown New Braunfels, Texas, (2) the purchase of materials, supplies, equipment, machinery, land, rights-of-way for authorized needs and purposes relating to the new Justice Center, and (3) payment for professional services relating to the construction and financing of the aforementioned project. The Certificates will be payable from the levy of an annual ad valorem tax, within the limitations prescribed by law, upon all taxable property within the County and from a lien on and pledge of certain of the net revenues derived from the operation of the County's Solid Waste Management System.

The Certificates are to be issued, and this notice is given, under and pursuant to the provisions of the Certificate of Obligation Act of 1971, as amended, Texas Local Government Code Section 271.041 through Section 271.065

/s/ Joy Streater

County Clerk and Ex-Official Clerk of the  
Commissioners Court  
Comal County, Texas

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