

1 AN ABSTRACT OF PROCEEDINGS

2 STATE OF NEW MEXICO )

3 ) ss.

4 COUNTY OF SANTA FE )

5 The Governing Body of the City (the "Governing Body") of the City of Santa Fe (the "City")  
6 in the County of Santa Fe, State of New Mexico, met in regular session in full conformity with law  
7 and ordinances and rules of the City, at City Hall, 200 Lincoln Avenue, Santa Fe, New Mexico, being  
8 the regular meeting place of the Governing Body, at the hour of 7:00 p.m., on Wednesday, the 27<sup>th</sup>  
9 day of August, 2014.

10 Upon roll call the following were found to be present, constituting a quorum of the  
11 Governing Body:

- |    |          |            |                                |
|----|----------|------------|--------------------------------|
| 12 | PRESENT: | Mayor:     | <u>Javier M. Gonzales</u>      |
| 13 |          | Councilor: | <u>Patti J. Bushee</u>         |
| 14 |          | Councilor: | <u>Bill Dimas</u>              |
| 15 |          | Councilor: | <u>Carmichael A. Dominguez</u> |
| 16 |          | Councilor: | <u>Peter N. Ives</u>           |
| 17 |          | Councilor: | <u>Signe I. Lindell</u>        |
| 18 |          | Councilor: | <u>Joseph M. Maestas</u>       |
| 19 |          | Councilor: | <u>Christopher M. Rivera</u>   |
| 20 |          | Councilor: | <u>Ronald S. Trujillo</u>      |
| 21 | ABSENT:  |            | <u>None</u>                    |

22 Thereupon the following proceedings, among others, were had and taken:

23 PUBLIC HEARINGS

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25 CONSIDERATION OF BILL NO. 2014-22

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**ADOPTION OF ORDINANCE NO. 2014-27**

**Issuance of Gross Receipts Tax Improvement Revenue Bonds, Series 2014**



1           **WHEREAS**, pursuant to Section 7-1-6.4 NMSA 1978 the City receives monthly State-  
2 Shared Gross Receipts Tax Revenues from the New Mexico Department of Taxation and Revenue  
3 equal to one and two hundred and twenty-five thousandths percent (1.225%) of the gross receipts of  
4 persons engaging in business within the City, as determined and adjusted under the Gross Receipts  
5 and Compensating Tax Act, Chapter 7, Article 9 NMSA 1978; and

6           **WHEREAS**, pursuant to the Municipal Local Option Gross Receipts Taxes Act, Sections 7-  
7 19D-1 through 7-19D-16, NMSA 1978, and the One-Half Percent Municipal Gross Receipts Tax  
8 Ordinance, the City has imposed a municipal gross receipts tax on persons engaging in business in the  
9 City in the amount of one-half of one percent (0.50%) and receives monthly One-Half Percent  
10 Municipal Gross Receipts Tax Revenues from the New Mexico Department of Taxation and Revenue  
11 equal to one-half of one percent (0.50%) of the gross receipts of persons engaging in business within  
12 the City, as determined and adjusted under the Municipal Local Option Gross Receipts Taxes Act.  
13 The One-Half Percent Municipal Gross Receipts Tax was imposed by City Ordinance No. 1981-45  
14 and is dedicated for capital improvements to City facilities and street and road construction and  
15 reconstruction as authorized by the Municipal Gross Receipts Tax Act. Other increments of  
16 Municipal Gross Receipts Tax are imposed by the City which are not pledged for payment of Parity  
17 Obligations or Subordinate Obligations; and

18           **WHEREAS**, pursuant to Section 7-19D-11 NMSA 1978 and City Ordinance No. 1993-21,  
19 the City has imposed an infrastructure gross receipts tax on persons engaging in business in the City  
20 and receives monthly distributions of Infrastructure Gross Receipts Tax Revenues from the New  
21 Mexico Department of Taxation and Revenue equal to 1/16th of one percent (0.0625%) of the gross  
22 receipts of persons engaging in business within the City, as determined and adjusted under the  
23 Municipal Local Option Gross Receipts Taxes Act and the Tax Administration Act. The  
24 Infrastructure Gross Receipts Tax is dedicated for purposes authorized by Section 7-19D-11 NMSA  
25 1978; and

1           **WHEREAS**, pursuant to Section 7-19D-10 NMSA 1978, and City Ordinance No. 1993-20,  
2 the City has imposed an environmental services gross receipts tax on persons engaging in business in  
3 the City and receives monthly distributions of Environmental Services Gross Receipts Tax Revenues  
4 from the New Mexico Department of Taxation and Revenue equal to 1/16th of one percent (0.0625%)  
5 of the gross receipts of persons engaging in business within the City, as determined and adjusted  
6 under the Municipal Local Option Gross Receipts Taxes Act and the Tax Administration Act. The  
7 Environmental Services Gross Receipts Tax is dedicated for purposes authorized by Section 7-19D-  
8 10 NMSA 1978; and

9           **WHEREAS**, pursuant to Ordinance No. 2004-28, passed and adopted by the Governing  
10 Body on August 11, 2004, the City has entered into a Taxable Loan Agreement dated September 24,  
11 2004 with the New Mexico Finance Authority in an aggregate principal amount of \$579,025 (herein,  
12 the “2004 Railyard Project Finance Authority Taxable Loan”) payable from and constituting a  
13 subordinate (but not an exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues,  
14 the One-Half Percent Municipal Gross Receipts Tax Revenues and the Infrastructure Gross Receipts  
15 Tax Revenues (of which \$401,798 of such 2004 Railyard Project Finance Authority Taxable Loan  
16 remains unpaid); and

17           **WHEREAS**, pursuant to Ordinance No. 2005-30, passed and adopted by the Governing  
18 Body on July 27, 2005, the City has issued its “City of Santa Fe Municipal Recreation  
19 Complex/Subordinate Lien Gross Receipts Tax Refunding Bonds, Series 2005” (herein the “Series  
20 2005 Bonds”) in an aggregate principal amount of \$15,315,000 payable from and constituting a  
21 subordinate (but not an exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues,  
22 the One-Half Percent Municipal Gross Receipts Tax Revenues and the Infrastructure Gross Receipts  
23 Tax Revenues (of which \$8,265,000 of such Series 2005 Bonds remain outstanding); and

24           **WHEREAS**, pursuant to Ordinance No. 2006-04, passed and adopted by the Governing  
25 Body on January 11, 2006, the City has issued its “City of Santa Fe Gross Receipts Tax Improvement

1 Revenue Bonds, Series 2006” (herein the “Series 2006 Bonds”) in an aggregate principal amount of  
2 \$17,710,000, payable from and constituting a first (but not an exclusive first) lien on the State-Shared  
3 Gross Receipts Tax Revenues, the One-Half Percent Municipal Gross Receipts Tax Revenues, and  
4 the Infrastructure Gross Receipts Tax Revenues (of which \$2,045,000 of such Series 2006 Bonds  
5 remain outstanding); and

6 **WHEREAS**, pursuant to Ordinance No. 2006-27, passed and adopted by the Governing  
7 Body on June 26, 2006, the City has issued its “City of Santa Fe Gross Receipts Tax Refunding  
8 Revenue Bonds, Series 2006B” (herein the “Series 2006B Bonds”) in an aggregate principal amount  
9 of \$15,160,000, payable from and constituting a first (but not an exclusive first) lien on the State-  
10 Shared Gross Receipts Tax Revenues, the One-Half Percent Municipal Gross Receipts Tax Revenues,  
11 the Infrastructure Gross Receipts Tax Revenues and the Environmental Services Gross Receipts Tax  
12 (of which \$9,360,000 of such Series 2006B Bonds remain outstanding); and

13 **WHEREAS**, pursuant to Ordinance No. 2006-51, passed and adopted by the Governing  
14 Body on August 28, 2006, the City has issued its “City of Santa Fe Subordinate Lien Gross Receipts  
15 Tax/Wastewater System Improvement Revenue Bonds, Series 2006C” (herein the “Series 2006C  
16 Bonds”) in an aggregate principal amount of \$9,780,000, payable from and constituting a subordinate  
17 (but not an exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues, the One-  
18 Half Percent Municipal Gross Receipts Tax Revenues, the Infrastructure Gross Receipts Tax  
19 Revenues and the Environmental Services Gross Receipts Tax Revenues (of which \$5,430,000 of  
20 such Series 2006C Bonds remain outstanding); and

21 **WHEREAS**, pursuant to Ordinance No. 2006-54, passed and adopted by the Governing  
22 Body on September 13, 2006, the City has entered into a Taxable Loan Agreement dated October 20,  
23 2006 with the New Mexico Finance Authority in an aggregate principal amount of \$892,227 (herein  
24 the “2006 Railyard Project Finance Authority Taxable Loan”) payable from and constituting a  
25 subordinate (but not an exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues,

1 the One-Half Percent Municipal Gross Receipts Tax Revenues and the Infrastructure Gross Receipts  
2 Tax Revenues (of which \$712,409 of such 2006 Railyard Project Finance Authority Taxable Loan  
3 remains unpaid); and

4 **WHEREAS**, pursuant to Ordinance No. 2008-11, passed and adopted by the Governing  
5 Body on February 27, 2008, the City has issued its "City of Santa Fe Gross Receipts Tax Revenue  
6 Bonds, Series 2008" (herein the "Series 2008 Bonds") in an aggregate principal amount of  
7 \$28,705,000, payable from and constituting a first (but not an exclusive first) lien on the State-Shared  
8 Gross Receipts Tax Revenues, the One-Half Percent Municipal Gross Receipts Tax Revenues and the  
9 Infrastructure Gross Receipts Tax Revenues (of which \$27,040,000 of such Series 2008 Bonds  
10 remain outstanding); and

11 **WHEREAS**, pursuant to Ordinance No. 2008-35, passed and adopted by the Governing  
12 Body on June 25, 2008, the City has entered into a Loan Agreement dated August 1, 2008, with the  
13 New Mexico Finance Authority in an aggregate principal amount of \$3,610,000 (herein the "2008  
14 Land Acquisition Finance Authority Loan") payable from and constituting a subordinate (but not an  
15 exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues, the One-Half Percent  
16 Municipal Gross Receipts Tax Revenues and the Infrastructure Gross Receipts Tax Revenues (of  
17 which \$2,817,334 of such 2008 Land Acquisition Finance Authority Loan remains unpaid); and

18 **WHEREAS**, pursuant to Ordinance No. 2009-35, passed and adopted by the Governing  
19 Body on July 29, 2009, Resolution No. 2009-85 adopted on August 26, 2009 and Resolution 2009-94  
20 adopted on September 30, 2009, the City has entered into a Loan Agreement dated September 14,  
21 2009, with the New Mexico Finance Authority in an aggregate principal amount of \$29,615,000  
22 (herein the "2009 College Acquisition Finance Authority Loan") payable from and constituting a  
23 subordinate (but not an exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues,  
24 the One-Half Percent Municipal Gross Receipts Tax Revenues and the Infrastructure Gross Receipts  
25 Tax Revenues (of which \$27,060,000 of such 2009 College Acquisition Finance Authority Loan

1 remains unpaid); and

2       **WHEREAS**, pursuant to Ordinance No. 2010-27, passed and adopted by the Governing  
3 Body on November 10, 2010, the City issued its “City of Santa Fe Gross Receipts Tax Refunding  
4 Revenue Bonds, Series 2010A” (herein the “Series 2010A Bonds”) in an aggregate principal amount  
5 of \$15,005,000 payable from and constituting a first (but not an exclusive first) lien on the State-  
6 Shared Gross Receipts Tax Revenues, the One-Half Percent Municipal Gross Receipts Tax Revenues,  
7 the Infrastructure Gross Receipts Tax Revenues (of which \$3,945,000 of such Series 2010A Bonds  
8 remain outstanding); and

9       **WHEREAS**, pursuant to Ordinance No. 2010-26, passed and adopted by the Governing  
10 Body on November 10, 2010, the City issued its “City of Santa Fe, New Mexico Subordinate Lien  
11 Gross Receipts Tax Refunding Revenue Bonds, Series 2010B (herein the “Series 2010B Bonds”) in  
12 an aggregate principal amount of \$10,490,000 payable from and constituting a subordinate (but not an  
13 exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues, the One-Half Percent  
14 Municipal Gross Receipts Tax Revenues, and the Infrastructure Gross Receipts Tax Revenues (of  
15 which \$9,175,000 of such Series 2010B Bonds remains outstanding); and

16       **WHEREAS**, pursuant to Ordinance No. 2012-7, passed and adopted by the Governing Body  
17 on January 25, 2012, the City issued its “City of Santa Fe, New Mexico Gross Receipts Tax  
18 Improvement and Refunding Revenue Bonds, Series 2012A (herein the “Series 2012A Bonds”) in an  
19 aggregate principal amount of \$32,725,000 (of which \$32,475,000 of such Series 2012A Bonds  
20 remain outstanding); and

21       **WHEREAS**, pursuant to Ordinance No. 2012-6, passed and adopted by the Governing Body  
22 on January 25, 2012, the City issued its “City of Santa Fe, New Mexico Gross Receipts Tax  
23 (Subordinate Lien)/Wastewater Systems Refunding Revenue Bonds, Series 2012B (“herein the  
24 “Series 2012B Bonds”) in an aggregate principal amount of \$14,280,000 payable from and  
25 constituting a subordinate (but not an exclusive subordinate) lien on the State-Shared Gross Receipts



1 Tax Revenues, the One-Half Percent Municipal Gross Receipts Tax Revenues, the Environmental  
2 Services Gross Receipts Tax Revenues, and the Infrastructure Gross Receipts Tax Revenues and a  
3 first (but not an exclusive first) lien on the Waste Water System Revenues (of which \$11,665,000 of  
4 such Series 2012B Bonds remain outstanding); and

5 **WHEREAS**, pursuant to Ordinance No. 2012-35, passed and adopted by the Governing  
6 Body on November 14, 2012, the City issued its “City of Santa Fe, New Mexico Subordinate Lien  
7 Gross Receipts Tax Improvement Revenue Bonds, Series 2012C (herein the “Series 2012C Bonds”)  
8 in an aggregate principal amount of \$4,685,000 payable from and constituting a subordinate (but not  
9 an exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues, the One-Half  
10 Percent Municipal Gross Receipts Tax Revenues, and the Infrastructure Gross Receipts Tax Revenues  
11 (of which \$4,600,000 of such Series 2012C Bonds remain outstanding); and

12 **WHEREAS**, pursuant to Ordinance No. 2013-18, passed and adopted by the Governing  
13 Body on June 18, 2013, the City issued its “City of Santa Fe, New Mexico Gross Receipts Tax  
14 Refunding Revenue Bonds, Series 2013A (“herein the “Series 2013A Bonds”) in an aggregate  
15 principal amount of \$10,880,000 (of which \$10,800,000 of such Series 2013A Bonds remain  
16 outstanding); and

17 **WHEREAS**, pursuant to Ordinance No. 2013-19, passed and adopted by the Governing  
18 Body on May 8, 2013, the City issued its “City of Santa Fe, New Mexico Subordinate Lien Gross  
19 Receipts Tax Refunding Revenue Bonds, Series 2013B (herein the “Series 2013B Bonds”) in an  
20 aggregate principal amount of \$13,780,000 payable from and constituting a subordinate (but not an  
21 exclusive subordinate) lien on the State-Shared Gross Receipts Tax Revenues, the One-Half Percent  
22 Municipal Gross Receipts Tax Revenues, and the Infrastructure Gross Receipts Tax Revenues (of  
23 which \$13,575,000 of such Series 2013B Bonds remain outstanding); and

24 **WHEREAS**, except for the outstanding 2004 Railyard Project Finance Authority Taxable  
25 Loan, the Series 2005 Bonds, the Series 2006 Bonds, the Series 2006B Bonds, the Series 2006C

1 Bonds, the 2006 Railyard Project Finance Authority Taxable Loan, the Series 2008 Bonds, the 2008  
2 Land Acquisition Finance Authority Loan, the 2009 College Acquisition Finance Authority Loan, the  
3 Series 2010A Bonds, the Series 2010B Bonds, the Series 2012A Bonds, the Series 2012B Bonds, the  
4 Series 2012C Bonds, the Series 2013A Bonds, and the Series 2013B Bonds, there are no obligations  
5 presently outstanding to which the State-Shared Gross Receipts Tax Revenues, the One-Half Percent  
6 Municipal Gross Receipts Tax Revenues, the Infrastructure Gross Receipts Tax Revenues or the  
7 Environmental Services Gross Receipts Tax Revenues have been pledged by the City; and

8         **WHEREAS**, the Governing Body hereby determines that issuance of the "City of Santa Fe  
9 Gross Receipts Tax Improvement Revenue Bonds, Series 2014" (the "Bonds" or the "Series 2014  
10 Bonds") to pay the cost of public projects related to public utilities, public works, parks and  
11 recreation, and community services as authorized by law and the City's home rule charter (the  
12 "Improvement Project"), will provide for the public health, peace and safety of the City and its  
13 citizens and will reduce debt service costs for the City; and

14         **WHEREAS**, the Bonds shall be issued pursuant to Sections 3-31-1 through 3-31-12, NMSA  
15 1978, and with a first (but not an exclusive first) lien on the Pledged Revenues; and

16         **WHEREAS**, the City has received an offer to purchase the Bonds from George K. Baum &  
17 Company, as representative of the underwriters of the Bonds pursuant to a Bond Purchase  
18 Agreement; and

19         **WHEREAS**, Section 3-31-6(C) NMSA 1978, provides:

20                 "C. Any law which authorizes the pledge of any or all of the pledged  
21 revenues to the payment of any revenue bonds issued pursuant to Sections 3-31-1  
22 through 3-31-12, NMSA 1978, or which affects the pledged revenues, or any law  
23 supplemental thereto or otherwise appertaining thereto, shall not be repealed or  
24 amended or otherwise directly or indirectly modified in such a manner as to impair  
25 adversely any such outstanding revenue bonds, unless such outstanding revenue

1 bonds have been discharged in full or provision has been fully made therefor;" and

2 **WHEREAS**, the Exchange Act permits a municipality, including the City, that has issued or  
3 proposes to issue bonds to enter into an agreement for an exchange of interest rates as provided  
4 therein; and

5 **WHEREAS**, in connection with the Bonds or Parity Obligations which may be issued in the  
6 future by the City, the Governing Body may determine to enter into a Qualified Exchange Agreement  
7 for all or a portion of the Bonds or Parity Obligations which may provide for the payment by the City  
8 of a Variable Exchange Rate or a Fixed Exchange Rate and the payment by the Qualified  
9 Counterparty of a Fixed Exchange Rate or Variable Exchange Rate; and

10 **WHEREAS**, there has been on deposit with the City Clerk and presented to the Governing  
11 Body:

12 (A) the proposed form of Bond Purchase Agreement;

13 (B) the proposed form of Continuing Disclosure Undertaking; and

14 (C) the proposed forms of the Preliminary Official Statement and Official  
15 Statement; and

16 **WHEREAS**, the Governing Body has determined that it is in the best interest of the City to  
17 accept the offer of the Underwriter to purchase the Bonds and to enter into the Related Documents.

18 **NOW, THEREFORE, BE IT ORDAINED BY THE GOVERNING BODY OF THE CITY OF**  
19 **SANTA FE, NEW MEXICO:**

20 **Section 1. Definitions.** The terms in this section are defined for all purposes of this  
21 ordinance and of any ordinance amendatory hereof or supplemental hereto, or relating hereto, and of  
22 any instrument or document appertaining hereto, except where the context by clear implication herein  
23 otherwise requires, shall have the following meanings:

24 "2004 Railyard Project Finance Authority Taxable Loan" means the Loan with the New  
25 Mexico Finance Authority, dated September 24, 2004 and authorized by Ordinance No. 2004-28.

1           "2006 Railyard Project Finance Authority Taxable Loan" means the Loan with the New  
2 Mexico Finance Authority, dated October 20, 2006 and authorized by Ordinance No. 2006-54.

3           "2008 Land Acquisition Finance Authority Loan" means the Loan with the New Mexico  
4 Finance Authority, dated August 1, 2008 and authorized by Ordinance No. 2008-35.

5           "2009 College Acquisition Finance Authority Loan" means the Loan with the New Mexico  
6 Finance Authority, dated September 14, 2009 and authorized by Ordinance No. 2009-35, Resolution  
7 2009-85 and Resolution No. 2009-94.

8           "Act" means the general laws of the State, including Sections 3-31-1 through 3-31-12 NMSA  
9 1978, as amended, and enactments of the Governing Body relating to the issuance of the Bonds,  
10 including this ordinance.

11           "Acquisition Fund" means the "City of Santa Fe, New Mexico Gross Receipts Tax  
12 Improvement Revenue Bonds, Series 2014 Improvement Project Acquisition Fund" created in  
13 Section 17 of this ordinance.

14           "Authorized Officer" means the following officers of the City: Mayor, City Manager, Finance  
15 Director, or other officer of the City when designated by a certificate signed by the Mayor of the City  
16 from time to time, a certified copy of which shall be delivered to the Paying Agent and the Registrar.

17           "Bonds," or "Series 2014 Bonds" means the "City of Santa Fe Gross Receipts Tax  
18 Improvement Revenue Bonds, Series 2014" which are authorized by this ordinance.

19           "Bond Counsel" means an attorney or firm of attorneys nationally recognized for expertise in  
20 the area of municipal bonds and the exemption of interest on municipal bonds from federal income  
21 taxation.

22           "Bond Fund" or "Bond Service Fund" means the "City of Santa Fe Gross Receipts Tax  
23 Improvement Revenue Bonds, Series 2014, Bond Service Fund," established in Paragraph A of  
24 Section 18 of this ordinance.

25           "Bond Purchase Agreement" means the bond purchase agreement between the City and the

1 Underwriter.

2 "Business Day" means any day other than (i) a Saturday or Sunday, (ii) any day on which the  
3 following offices are authorized or required to remain closed: offices of the City and of banks located  
4 in the cities in which the principal offices of the Paying Agent, Registrar, and Escrow Bank are  
5 located or (iii) a day on which the New York Stock Exchange is closed.

6 "City," "Municipal," or "Municipality" means the municipal corporation and body corporate  
7 and politic known as the City of Santa Fe, Santa Fe County, New Mexico.

8 "Continuing Disclosure Undertaking" means the continuing disclosure undertaking with  
9 respect to the Bonds to be executed on the day of issuance and delivery of the Bonds to the  
10 Underwriter.

11 "Costs of Issuance" means all costs relating to issuance of the Bonds, including, without  
12 limitation, costs of advertising and publication, costs of preparing the Bonds, fees and expenses of the  
13 financial advisor, bond counsel, the Paying Agent, the Registrar, the Escrow Bank, rating fees and  
14 other reasonable and necessary fees and costs, including applicable gross receipts taxes, related to the  
15 issuance of the Bonds.

16 "Credit Facility" means a letter of credit, standby bond purchase agreement, line of credit,  
17 bond insurance policy or reserve account insurance policy, guaranty or similar agreement provided by  
18 a bank, insurer or other provider of a Credit Facility rated, at the time the Credit Facility is provided,  
19 "A" or better by Fitch and S&P (if such rating agencies are then rating the Bonds), including any  
20 substitute therefor, to provide support to pay the purchase price of, or the payment of the principal of  
21 and interest on, Obligations.

22 "Cross-over Refunding Bonds" means bonds or obligations issued for the purpose of  
23 refunding Obligations if the proceeds thereof are irrevocably deposited in escrow to secure repayment  
24 on an applicable redemption date or maturity date of the principal of and redemption premium on the  
25 related Obligations being refunded and the earnings on such escrow are required to be used to pay

1 interest on the Cross-over Refunding Bonds.

2        "Debt Service Requirements" for any period means the sum of: (i) the amount required to pay  
3 the interest, or to make reimbursements for payments of interest, becoming due on the applicable  
4 Obligations during such period; plus (ii) the amount required to pay the principal or accreted value, or  
5 to make reimbursements for the payment of principal or accreted value, becoming due on the  
6 applicable Obligations during that period, whether at maturity, an accretion term date or upon  
7 mandatory sinking fund redemption dates, plus (iii) any net periodic payments on a notional amount  
8 required to be made by the City pursuant to a Qualified Exchange Agreement minus (iv) any net  
9 periodic payments on a notional amount to be received by the City pursuant to a Qualified Exchange  
10 Agreement.

11           (a) No payments required on the applicable Obligations shall be included in any  
12 computation of Debt Service Requirements for any computation period prior to the maturity or  
13 otherwise certain due dates thereof which may occur because of the exercise of an option by the City,  
14 or which may otherwise become due by reason of any other circumstance or contingency, including  
15 acceleration, which constitute other than regularly scheduled payments of principal, accreted value,  
16 interest or other regularly scheduled payments on the applicable Obligations.

17           (b) Debt Service Requirements required to be made pursuant to a Qualified  
18 Exchange Agreement shall be based upon the actual amount required to be paid by the City, if any, to  
19 the Qualified Counterparty. In determining that amount, any payments required to be made by either  
20 party to the Qualified Exchange Agreement at a Variable Exchange Rate shall be computed, in  
21 determining the obligation of the City under the Qualified Exchange Agreement, using the procedures  
22 set forth in the applicable sections of this ordinance.

23           (c) The computation of interest for the purposes of this definition shall be made  
24 without considering the interest rate payable pursuant to a Credit Facility, unless, at the time of  
25 computation of Debt Service Requirements, payments on Obligations are owed to, or Obligations are

1 owned or held by, the provider of a Credit Facility pursuant to the provisions of that Credit Facility.

2 (d) The accreted value of capital appreciation bonds shall be included in the  
3 calculation of interest and principal only for the applicable year during which the accreted value  
4 becomes payable.

5 (e) In any computation of Debt Service Requirements relating to the issuance of  
6 additional Parity Obligations:

7 (1) There shall be deducted from that computation (i) amounts on  
8 deposit in an escrow account related to an issue of Cross-over Refunding Bonds and (ii) proceeds of a  
9 series of Obligations deposited to the credit of an account for the payment of capitalized interest on  
10 Obligations included as part of the computation during the applicable period.

11 (2) There may be made the adjustment to the Debt Service Requirements  
12 applicable to Bond Anticipation Notes described in Paragraph E of Section 21 of this ordinance.

13 (f) Except as provided in Paragraph F of Section 21, the purchase or tender price  
14 of Put Obligations resulting from the optional or mandatory tender or presentment for purchase of  
15 those Put Obligations shall not be included in any computation of Debt Service Requirements.

16 "Depository" means The Depository Trust Company, New York, New York, or such other  
17 securities depository as may be designated by an officer of the City.

18 "Environmental Services Gross Receipts Tax" means the environmental services gross  
19 receipts tax imposed pursuant to Section 7-19D-10 NMSA 1978 by the Environmental Services Gross  
20 Receipts Tax Ordinance on persons engaging in business in the City in the amount of 1/16th of one  
21 percent (0.0625%) of the gross receipts of such persons.

22 "Environmental Services Gross Receipts Tax Ordinance" means the City Ordinance No.  
23 1993-20 imposing the Environmental Services Gross Receipts Tax, as amended.

24 "Environmental Services Gross Receipts Tax Revenue Fund" means the "City of Santa Fe,  
25 New Mexico Environmental Services Gross Receipts Tax Revenue Fund," maintained by the City and

1 continued by Paragraph D of Section 17 of this ordinance, into which the City shall deposit the  
2 Environmental Services Gross Receipts Tax Revenues.

3 "Environmental Services Gross Receipts Tax Revenues" means the environmental services  
4 gross receipts tax revenues received by the City pursuant to Section 7-19D-10 NMSA 1978 and the  
5 Environmental Services Gross Receipt Tax Ordinance.

6 "Exchange Act" means Section 6-18-8.1 NMSA 1978, as amended and supplemented.

7 "Exchange Termination Payment" means the net amount payable pursuant to a Qualified  
8 Exchange Agreement by the City or a Qualified Counterparty to compensate the other party for any  
9 losses and costs that such other party may incur as a result of the early termination of the obligations,  
10 in whole or in part, of the parties under such Qualified Exchange Agreement.

11 "Federal Securities" means direct obligations of, or obligations the principal of and interest  
12 on which are unconditionally guaranteed by the United States of America.

13 "Fiscal Year" for the purposes of this ordinance means the twelve months commencing on the  
14 first day of July of any calendar year and ending on the last day of June of the next calendar year; but  
15 it may mean any other 12-month period which the City hereafter may establish.

16 "Fitch" means Fitch Ratings Group, its successors and their assigns, and, if such corporation  
17 is dissolved or liquidated or no longer performs the functions of a securities rating agency, any other  
18 nationally recognized securities rating agency designated by the City.

19 "Fixed Exchange Rate" means a fixed rate of interest payable by the City or a Qualified  
20 Counterparty pursuant to a Qualified Exchange Agreement.

21 "Governing Body" means the members of the governing body designated as councilors who,  
22 together with the mayor, are the governing body of the City.

23 "Government Obligations" means direct obligations of, or obligations the principal of and  
24 interest on which are unconditionally guaranteed by, the United States of America or certificates or  
25 receipts established by the United States Government or its agencies or instrumentalities representing



1 direct ownership of future interests or principal payments on direct obligations of, or obligations fully  
2 guaranteed by, the United States of America or any of its agencies or instrumentalities the obligations  
3 of which are backed by the full faith and credit of the United States.

4 "Historic Test Period" means any twelve consecutive calendar months designated by an  
5 Authorized Officer from time to time out of the eighteen-calendar months next preceding the date of  
6 adoption of the City ordinance authorizing the issuance of Parity Obligations without regard to any  
7 resolution or ordinance supplementing or amending the authorizing ordinance.

8 "Improvement Project" means defraying the cost of public projects related to public utilities,  
9 public works, parks and recreation, and community services as authorized by law and the City's  
10 Home Rule Powers.

11 "Independent Accountant" means (A) an accountant employed by the State of New Mexico  
12 and under supervision of the State Auditor of the State of New Mexico, or (B) any registered or  
13 certified public accountant or firm of such accountants duly licensed to practice and practicing as  
14 such under the laws of the State of New Mexico, appointed and paid by the City, who (1) is, in fact,  
15 independent and not under the domination of the City, (2) does not have any substantial interest,  
16 direct or indirect, with the City, and (3) is not connected with the City as an officer or employee of  
17 the City, but who may be regularly retained to make annual or similar audits of the books or records  
18 of the City.

19 "Infrastructure Gross Receipts Tax" means the infrastructure gross receipts tax imposed  
20 pursuant to Section 7-19D-11 NMSA 1978 by the Infrastructure Gross Receipts Tax Ordinance on  
21 persons engaged in business in the City in an amount of 1/16th of one percent (0.0625%) of the gross  
22 receipts of such persons.

23 "Infrastructure Gross Receipts Tax Ordinance" means City Ordinance No. 1993-21 imposing  
24 the Infrastructure Gross Receipts Tax, as amended.

25 "Infrastructure Gross Receipts Tax Revenue Fund" means the "City of Santa Fe Infrastructure

1 Gross Receipts Tax Revenue Fund" maintained by the City and continued by Paragraph C of Section  
2 17 of this ordinance, into which the City shall deposit the Infrastructure Gross Receipts Tax  
3 Revenues.

4 "Infrastructure Gross Receipts Tax Revenues" means the infrastructure gross receipts tax  
5 revenues received by the City pursuant to Section 7-19D-11 NMSA 1978 and the Infrastructure Gross  
6 Receipts Tax Ordinance.

7 "Insured Bank" means any federally or state-chartered savings and loan association or  
8 federally or state-chartered commercial bank, the deposits of which are insured by the Federal  
9 Deposit Insurance Corporation and which has, or is the lead bank of a parent holding company which  
10 has (i) unsecured, uninsured and unguaranteed obligations which are rated AA or better by Fitch and  
11 S&P or (ii) combined capital, surplus and undivided profits of not less than \$10,000,000.

12 "Moody's" means Moody's Investors Service, its successors and their assigns, and, if such  
13 corporation is dissolved or liquidated or no longer performs the functions of a securities rating  
14 agency, any other nationally recognized securities rating agency designated by the City.

15 "Obligations" means bonds, notes or any other instrument which evidences a borrowing or  
16 other obligation of the City, including Qualified Exchange Agreements, secured by Pledged  
17 Revenues, issued or incurred for any purpose permitted by the Act or the Exchange Act, as amended  
18 from time to time.

19 "One-Half Percent Municipal Gross Receipts Tax Ordinance" means the City of Santa Fe  
20 Ordinance No. 1981-45 imposing a one-half of one percent municipal gross receipts tax.

21 "One-Half Percent Municipal Gross Receipts Tax Revenue Fund" means the "City of Santa  
22 Fe, New Mexico One-Half Percent Municipal Gross Receipts Tax Revenue Fund" maintained by the  
23 City and continued by Paragraph B of Section 18 of this ordinance, into which the City shall deposit  
24 the One-Half Percent Municipal Gross Receipts Tax Revenues.

25 "One-Half Percent Municipal Gross Receipts Tax Revenues" means those revenues received

1 by the City pursuant to the Municipal Local Option Gross Receipts Taxes Act, Sections 7-19D-1  
2 through 7-19D-12 NMSA 1978, and the One-Half Percent Municipal Gross Receipts Tax Ordinance.

3 "Parity Obligations" means the Bonds, the Series 2013A Bonds, the Series 2012A Bonds, the  
4 Series 2010A Bonds, the Series 2008 Bonds, the Series 2006B Bonds, and the Series 2006 Bonds,  
5 scheduled periodic payments (but not Exchange Termination Payments) required to be made by the  
6 City pursuant to a Qualified Exchange Agreement, and any other Obligations hereafter issued or  
7 incurred payable from the Pledged Revenues and issued with a lien on the Pledged Revenues on  
8 parity with the lien thereon of the Bonds.

9 "Paying Agent" means BOKF, N.A., dba Bank of Albuquerque., as agent for the City for the  
10 payment of the Bonds, the interest thereon, and any successor.

11 "Permitted Investments" means any of the following which at the time of such investment are  
12 legal investments for the City pursuant to adopted City investment policies and the laws of the State:

13 (a) Government Obligations;

14 (b) Obligations of, or obligations guaranteed as to principal and interest by any  
15 agency or instrumentality of the United States which are backed by the full faith and credit of the  
16 United States, including, but not limited to: General Services Administration--participation  
17 certificates; Government National Mortgage Association (GNMA)--GNMA guaranteed mortgage-  
18 backed securities and GNMA guaranteed participation certificates; U.S. Department of Housing &  
19 Urban Development--local authority bonds; and U.S. Export-Import Bank--all fully guaranteed  
20 obligations;

21 (c) Obligations of the following government-sponsored agencies: Federal Home  
22 Loan Mortgage Corporation--participation certificates and senior debt obligations; Farm Credit  
23 System (formerly: Federal Land Banks and Banks for Cooperatives)--consolidated system-wide  
24 bonds and notes; Federal Home Loan Banks--consolidated debt obligations; Federal National  
25 Mortgage Association--senior debt obligations and mortgage-backed securities (excluding stripped

1 mortgage securities which are valued greater than par on the portion of unpaid principal); Student  
2 Loan Marketing Association--senior debt obligations (excluding securities that do not have a fixed  
3 par value and/or whose terms do not promise a fixed dollar amount at maturity or call date) and letter  
4 of credit backed issues; Financing Corporation--debt obligations; and Resolution Funding  
5 Corporation--debt obligations;

6 (d) Bank time deposits evidenced by certificates of deposit and bankers  
7 acceptances issued by an Insured Bank, provided that such time deposits and bankers' acceptances (1)  
8 do not exceed at any one time in the aggregate five percent (5%) of the combined total of the capital,  
9 surplus and undivided profits of such Insured Bank, or (2) are secured by obligations described in  
10 paragraphs (a), (b), (c) and (h) of this definition which obligations at all times have a market value  
11 (exclusive of accrued interest) at least equal to 102% of such time deposits so secured;

12 (e) Obligations, other than specified private activity bonds (as defined in Section  
13 57(a)(5)(C) of the Internal Revenue Code, as amended (the "Tax Code")), the interest on which is  
14 excluded from gross income of the recipient for federal income tax purposes and any other instrument  
15 which does not constitute "investment property" under Section 148 of the Tax Code (excluding  
16 securities that do not have a fixed par value and/or whose terms do not promise a fixed dollar amount  
17 at maturity or call date), as amended from time to time, which is rated in the highest major Rating  
18 Category by S&P and Fitch (if such rating agency is then rating the Bonds);

19 (f) Money market instruments and other securities of commercial banks, broker-  
20 dealers or recognized financial institutions, which securities or instruments are rated in the highest  
21 Rating Category by S&P and Fitch, (if such rating agency is then rating the Bonds), or which  
22 securities are guaranteed by a person or entity whose long-term debt obligations are rated in the  
23 highest Rating Category by S&P and Fitch (if such rating agency is then rating the Bonds) including,  
24 without limitation, securities of, or other interests in, any open-end or closed-end management type  
25 investment company or investment trust registered under the provisions or 15 U.S.C. Sections 80(a)-1

1 et. seq., which invest only in, or whose securities are secured only by, obligations of the type set forth  
2 in paragraphs (a), (b), (c) and (h) of this definition;

3 (g) Stripped Securities: (1) U.S. Treasury STRIPS and (2) REFCORP STRIPS  
4 (stripped by Federal Reserve Bank of New York);

5 (h) Repurchase agreements involving the purchase and sale of, and guaranteed  
6 investment contracts, the par value of which is collateralized by a perfected first pledge of, or security  
7 interest in, or the payments of which are unconditionally guaranteed by, securities described in parts  
8 (a), (b), (c) and (h) of this definition, which collateral is held by the City, or for the benefit of the  
9 City, by a party other than the provider of the guaranteed investment contract or repurchase  
10 agreement, with a collateralized value of at least 102% of the par value of such repurchase agreement  
11 or guaranteed investment contract or 102% of the market value thereof, valued at intervals of no less  
12 than monthly and which collateral is not subject to any other pledge or security interest; and

13 (i) Such other investments as are now or may be hereafter authorized as legal  
14 investments for the City by the legislature of the State under Section 6-10-10, NMSA 1978, or a  
15 similar statutory provision applicable to the City, provided that such investment is rated, at the time of  
16 purchase, "A" or better by Fitch and "A" or better by S&P (if such rating agency is then rating the  
17 Bonds).

18 "Pledged Gross Receipts Tax Revenues" or "Pledged Revenues" means (1) the State-Shared  
19 Gross Receipts Tax Revenues; (2) the One-Half Percent Municipal Gross Receipts Tax Revenues; (3)  
20 the Infrastructure Gross Receipts Tax Revenues; (4) the portion of the gross receipts tax distribution  
21 to the City made pursuant to Section 7-1-6.46 NMSA 1978, which represents the amount of State-  
22 Shared Gross Receipts Tax Revenues, One-Half Percent Municipal Gross Receipts Tax Revenues,  
23 and Infrastructure Gross Receipts Tax Revenues that would have been remitted to the City but for the  
24 deductions (effective January 1, 2005) provided by Section 7-9-92 and 7-9-93 NMSA 1978 and any  
25 similar distributions made to the City in lieu of State-Shared Gross Receipts Tax Revenues, One-Half

1 Percent Municipal Gross Receipts Tax Revenues and Infrastructure Gross Receipts Tax Revenues  
2 pursuant to law; and (5) any other gross receipts tax revenues received by the City, whether from  
3 distribution by the State or pursuant to gross receipts taxes imposed by the City, and hereafter (i.e.  
4 after the adoption of this ordinance) pledged to the payment of the Bonds by affirmative act of the  
5 Governing Body.

6 "Preliminary Official Statement" and "Official Statement" mean the disclosure documents  
7 utilized by the Underwriter in connection with the offer and sale of the Bonds to investors.

8 "Put Obligations" means any Obligations which have put or similar features requiring the  
9 City to purchase such Obligations upon notice from the owners thereof.

10 "Qualified Counterparty" means, with respect to a Qualified Exchange Agreement, any party  
11 whose senior long term debt obligations, or whose obligations under a Qualified Exchange  
12 Agreement are guaranteed by a party whose senior long term debt obligations, are rated (at the time  
13 of execution of the Qualified Exchange Agreement) in one of the top two Rating Categories by Fitch  
14 and S&P.

15 "Qualified Exchange Agreement" means any financial arrangement between the City and a  
16 Qualified Counterparty which satisfies the requirements of the Exchange Act at the time the  
17 agreement is entered into.

18 "Rating Category" means a generic securities rating category, without regard, in the case of a  
19 long-term rating category, to any refinement or gradation of such long-term rating category by a  
20 numerical modifier or otherwise.

21 "Registrar" means BOKF, N.A. dba Bank of Albuquerque, as registrar and transfer agent for  
22 the Bonds, and any successor.

23 "Regular Record Date" means the 15th day of the calendar month (whether or not a business  
24 day) preceding each regularly scheduled interest payment date on the Bonds.

25 "Related Documents" means the Bond Purchase Agreement, the Continuing Disclosure

1 Undertaking and any other document or agreement containing an obligation of the City as may be  
2 required in connection with the issuance of the Bonds.

3 "S&P" means Standard & Poor's Ratings Service, its successors and their assigns, and, if such  
4 entity is dissolved or liquidated or no longer performs the functions of a securities rating agency, any  
5 other nationally recognized securities rating agency designated by the City.

6 "Series 2005 Bonds" or "2005 Bonds" means the "City of Santa Fe Municipal Recreation  
7 Complex/Subordinate Lien Gross Receipts Tax Refunding Revenue Bonds, Series 2005" authorized  
8 by Ordinance No. 2005-30.

9 "Series 2006 Bonds" or "2006 Bonds" means the "City of Santa Fe Gross Receipts Tax  
10 Improvement Revenue Bonds, Series 2006" authorized by Ordinance No. 2006-04.

11 "Series 2006B Bonds" or "2006B Bonds" means the "City of Santa Fe Gross Receipts Tax  
12 Refunding Revenue Bonds, Series 2006B" authorized by Ordinance No. 2006-27.

13 "Series 2006C Bonds" or "2006C Bonds" means the "City of Santa Fe Subordinate Lien  
14 Gross Receipts Tax/Wastewater System Improvement Revenue Bonds, Series 2006C" authorized by  
15 Ordinance No. 2006-51.

16 "Series 2008 Bonds" or "2008 Bonds" means the "City of Santa Fe Gross Receipts Tax  
17 Revenue Bonds, Series 2008" authorized by Ordinance No. 2008-11.

18 "Series 2010A Bonds" or "2010A Bonds" means the City of Santa Fe Gross Receipts Tax  
19 Refunding Revenue Bonds, Series 2010A" authorized by Ordinance No. 2010-27.

20 "Series 2010B Bonds" or "2010B Bonds" means the "City of Santa Fe Subordinate Lien  
21 Gross Receipts Tax Refunding Revenue Bonds, Series 2010B" authorized by Ordinance No. 2010-27.

22 "Series 2012A Bonds" or "2012A Bonds" means the "City of Santa Fe Gross Receipts Tax  
23 Refunding Revenue Bonds, Series 2012A" authorized by Ordinance No. 2012-7.

24 "Series 2012B Bonds" or "2012B Bonds" means the "City of Santa Fe Gross Receipts Tax  
25 (Subordinate Lien)/Wastewater System Refunding Revenue Bonds, Series 2012B" authorized by

1 Ordinance No. 2012-6.

2 "Series 2012C Bonds" or "2012C Bonds" means the "City of Santa Fe Gross Receipts Tax  
3 (Subordinate Lien)/Gross Receipts Tax Improvement Revenue Bonds, Series 2012C" authorized by  
4 Ordinance No. 2012-35.

5 "Series 2013A Bonds" or "2013A Bonds" means the "City of Santa Fe Gross Receipts Tax  
6 Refunding Revenue Bonds, Series 2013A" authorized by Ordinance No. 2013-18.

7 "Series 2013B Bonds" or "2013B Bonds" means the "City of Santa Fe Gross Receipts Tax  
8 (Subordinate Lien)/ Gross Receipts Tax Refunding Revenue Bonds, Series 2013B" authorized by  
9 Ordinance No. 2013-19.

10 "Series Date" means the date of issuance and delivery of the Bonds to the Underwriter.

11 "Special Record Date" means a special date fixed to determine the names and addresses of  
12 registered owners of the Bonds for purposes of paying interest on a special interest payment date for  
13 the payment of defaulted interest thereon, all as further provided in Section 5B hereof.

14 "State-Shared Gross Receipts Tax Revenues" means the revenues distributed to the City  
15 monthly by the New Mexico Department of Taxation and Revenue pursuant to Sections 7-1-6 and 7-  
16 1-6.4, NMSA 1978, at the rate authorized (currently 1.225% of the gross receipts of persons doing  
17 business within the City) from the proceeds of a state-wide gross receipts tax imposed pursuant to  
18 Chapter 7, Article 9, NMSA 1978.

19 "State-Shared Gross Receipts Tax Revenue Fund" means the "City of Santa Fe, New Mexico  
20 State-Shared Gross Receipts Tax Revenue Fund" maintained by the City and continued by Paragraph  
21 17 Section A of this ordinance, into which the City shall deposit the State-Shared Gross Receipts Tax  
22 Revenues.

23 "Subordinate Obligations" means the Series 2013B Bonds, the Series 2012B Bonds, the  
24 Series 2012C Bonds, the Series 2010B Bonds, the 2009 College Acquisition Finance Authority Loan,  
25 the 2008 Land Acquisition Finance Authority Loan, the Series 2006C Bonds, the 2006 Railyard



1 Project Finance Authority Taxable Loan, the Series 2005 Bonds, the 2004 Railyard Project Finance  
2 Authority Taxable Loan, any Exchange Termination Payments, and any other Obligations hereafter  
3 issued or incurred payable from the Pledged Revenues and issued with a lien on the Pledged  
4 Revenues junior and inferior to the lien thereon of the Bonds.

5 "Tax Compliance Certificate" means the Tax Compliance Certificate delivered by the City at  
6 the time of issuance of the Bonds, as the same may be supplemented in accordance with its terms.

7 "Underwriter" means George K. Baum & Company, as representative of the underwriters of  
8 the Bonds.

9 "Variable Exchange Rate" means a Variable Interest Rate payable by the City or a Qualified  
10 Counterparty pursuant to a Qualified Exchange Agreement.

11 "Variable Interest Rate" means an interest rate which varies or fluctuates from time to time.

12 Any provision of this ordinance regarding a Qualified Counterparty shall be deemed to be of  
13 no effect if no Qualified Exchange Agreement is in effect or if a Qualified Counterparty is in default  
14 in its obligations under a Qualified Exchange Agreement and no amount is due and owing under a  
15 Qualified Exchange Agreement.

16 **Section 2. Ratification.** All action heretofore taken (not inconsistent with the express  
17 provisions of this ordinance) by the Governing Body and officers of the City directed toward the  
18 Improvement Project and the Refunding Project, and toward the authorization, sale and issuance of  
19 the Bonds to the Underwriter herein authorized be, and the same hereby is ratified, approved and  
20 confirmed.

21 **Section 3. Authorization of the Improvement Project.** The Improvement Project is  
22 hereby authorized at a total cost not to exceed the proceeds of the Bonds, excluding any such cost  
23 defrayed or to be defrayed by any source other than proceeds of the Bonds and the necessity thereof is  
24 hereby so declared.

25 **Section 4. Authorization of Bonds.** For the purpose of protecting the public health,

1 conserving the property and advancing the general welfare of the citizens of the City, and for the  
2 purpose of defraying the cost of the Improvement Project, it is hereby declared that the interest and  
3 necessity of the City and the inhabitants of the City require the issuance by the City of its fully  
4 registered (i.e., registered as to payment of both principal and interest) revenue bonds without  
5 coupons to be designated "City of Santa Fe Gross Receipts Tax Improvement Bonds, Series 2014," in  
6 an aggregate principal amount of Fifteen Million Four Hundred Sixty Thousand Dollars  
7 (\$15,460,000). The Bonds shall be payable and collectible, both as to principal and interest, solely  
8 from the Pledged Revenues. The Bonds shall be sold by a private sale to the Underwriter pursuant to  
9 the Bond Purchase Agreement at the price established in the Bond Purchase Agreement which is  
10 hereby ratified and approved.

11 **Section 5. Bond Details.**

12 A. Basic Details. The Bonds shall be issued in the aggregate principal amount of  
13 \$15,460,000 for the Improvement Project. The Bonds shall be dated the date of their issuance and  
14 delivery to the Underwriter (herein "Series Date"), and are issuable in the denomination of \$5,000  
15 each or any integral multiple thereof (provided that no Bond may be in a denomination which exceeds  
16 the principal coming due on any maturity date and no individual Bond will be issued for more than  
17 one maturity). The Bonds shall be numbered consecutively from 1 upwards.

18 The Bonds shall bear interest from the Series Date, payable semi-annually on June 1 and  
19 December 1 each year, commencing on December 1, 2014, until their respective maturities and shall  
20 bear the rates of interest and shall mature on June 1 in each of the designated amounts and years as set  
21 forth below:

22  
23 [REMAINDER OF PAGE LEFT BLANK INTENTIONALLY]  
24  
25

Year	Amounts	Interest Rate
<u>Maturing</u>	<u>Maturing</u>	<u>(Per Annum)</u>
2020	\$ 390,000	5.00 %
2021	455,000	5.00
2022	545,000	2.25
2023	1,475,000	3.00
2024	1,515,000	5.00
2025	1,580,000	5.00
2026	1,670,000	5.00
2027	2,485,000	5.00
2028	2,605,000	5.00
2029	2,740,000	5.00

1           The net effective interest rate on the Bonds is less than the statutory maximum rate of twelve  
2 percent (12%) per annum.

3           B.     Payment-Regular Record Date. The principal of any Bond shall be payable to the  
4 registered owner thereof as shown on the registration books kept by the Registrar which is hereby  
5 appointed as registrar (and transfer agent) for the Bonds, upon maturity or prior redemption thereof  
6 and upon presentation and surrender at the Paying Agent which also is hereby appointed as the paying  
7 agent for the Bonds. If any Bond shall not be paid upon such presentation and surrender at or after  
8 maturity or on a designated prior redemption date on which the City may have exercised its right to  
9 prior redeem any Bond pursuant to Section 6 of this ordinance, it shall continue to draw interest at the  
10 rate borne by the Bond until the principal thereof is paid in full. Payment of interest on any Bond  
11 shall be made to the registered owner of the Bond as of the Regular Record Date by check or draft  
12 mailed by the Paying Agent, on or before each interest payment date (or, if such interest payment date  
13 is not a Business Day, on or before the next succeeding Business Day), to the registered owner

1   thereof on the Regular Record Date at his address as it last appears on the registration books kept by  
2   the Registrar on the Regular Record Date (or by such other arrangements as may be mutually agreed  
3   to by the Paying Agent and any registered owner on such Regular Record Date). All such payments  
4   shall be made in lawful money of the United States of America. The person in whose name any Bond  
5   is registered at the close of business on any Regular Record Date with respect to any interest payment  
6   date shall be entitled to receive the interest payable thereon on such interest payment date  
7   notwithstanding any transfer or exchange thereof subsequent to such Regular Record Date and prior  
8   to such interest payment date; but any such interest not so timely paid or duly provided for shall cease  
9   to be payable as provided above and shall be payable to the person in whose name any Bond is  
10  registered at the close of business on a Special Record Date fixed by the Registrar for the payment of  
11  any such defaulted interest. Such Special Record Date shall be fixed by the Registrar whenever  
12  moneys become available for defaulted interest, and notice of any such Special Record Date shall be  
13  given not less than ten days prior thereto in the manner required by the Depository or by first-class  
14  mail, to the registered owners of the Bonds as of a date selected by the Registrar, stating the Special  
15  Record Date and the date fixed for the payment of such defaulted interest.

16       C.     Book-Entry. The Bonds may be issued or registered, in whole or in part, in book-  
17  entry form from time to time with no physical distribution of bond certificates made to the public,  
18  with a Depository acting as securities depository for the Bonds. A single certificate for each maturity  
19  date of the Bonds issued in book-entry form will be delivered to the Depository and immobilized in  
20  its custody. The book-entry system will evidence ownership of the Bonds in authorized  
21  denominations, with transfer of ownership effected on the books of the Depository and its participants  
22  ("Participants"). As a condition to delivery of the Bonds in book-entry form, the Underwriter will,  
23  immediately after acceptance of delivery thereof, deposit, or cause to be deposited, the Bond  
24  certificates with the Depository, registered in the name of the Depository or its nominee. Principal  
25  and interest will be paid to the Depository or its nominee as the registered owner of the Bonds. The

1 transfer of principal and interest payments to Participants will be the responsibility of the Depository;  
2 the transfer of principal and interest payments to the beneficial owners of the Bonds (the "Beneficial  
3 Owners") will be the responsibility of Participants and other nominees of Beneficial Owners  
4 maintaining a relationship with Participants (the "Indirect Participants"). The City will not be  
5 responsible or liable for maintaining, supervising or reviewing the records maintained by the  
6 Depository, Participants or Indirect Participants.

7 If (i) the Bonds are not eligible for the services of the Depository, (ii) the Depository  
8 determines to discontinue providing its services with respect to the Bonds or (iii) the City determines  
9 that a continuation of the system of book-entry transfers through the Depository ceases to be  
10 beneficial to the City or the Beneficial Owners, the City will either identify another Depository or  
11 certificates for the Bonds will be delivered to the Beneficial Owners or their nominees, and the  
12 Beneficial Owners or their nominees, upon authentication of Bonds and registration of those Bonds in  
13 the Beneficial Owners' or nominees' names, will become the owners of the Bonds for all purposes. In  
14 that event, the City shall mail an appropriate notice to the Depository for notification to Participants,  
15 Indirect Participants and Beneficial Owners of the substitute Depository or the issuance of bond  
16 certificates to Beneficial Owners or their nominees, as applicable.

17 Authorized Officers of the City are authorized to sign agreements with Depositories relating  
18 to the matters set forth in this Section.

19 Notwithstanding any other provision of this ordinance, so long as all of the Bonds are  
20 registered in the name of the Depository or its nominee, all payments of principal and interest on the  
21 Bonds, and all notices with respect to the Bonds, shall be made and given by the Paying Agent,  
22 Registrar or the City to the Depository as provided in this ordinance and by the Depository to its  
23 Participants or Indirect Participants and notices to the Beneficial Owners of the Bonds in the manner  
24 provided in an agreement or letter of the City to the Depository.

25 **Section 6. Redemption.**

1           A.     Optional Redemption. The Bonds maturing on and after June 1, 2025, shall be  
2 subject to redemption prior to maturity at the City's option in one or more units of principal of \$5,000  
3 on and after June 1, 2024, in whole or in part at any time, in such order of maturities as the City may  
4 determine (and by lot if less than all of the Bonds of such maturity is called, such selection by lot to  
5 be made by the Registrar in such manner considered appropriate and fair) at a redemption price equal  
6 to the principal amount of the Bonds or portions thereof to be redeemed plus accrued interest, if any,  
7 to the date fixed for redemption.

8           B.     Notice by City. At least 60 days prior to any date selected by the City for optional  
9 redemption of any of the Bonds, the City shall give written instructions to the Registrar with respect  
10 to the optional redemption. The Registrar shall not be required to give notice of any optional  
11 redemption unless the Registrar has received written instructions from the City in regard thereto at  
12 least 60 days prior to such redemption date (unless such deadline is waived by the Registrar).  
13 Additionally, notice of optional redemption shall be given by the City by sending a copy of such  
14 notice by first-class, postage prepaid mail, not less than thirty days prior to the optional redemption  
15 date to the Paying Agent, if the Registrar is not the Paying Agent.

16           C.     Notice by Registrar. Additionally, notice of redemption shall be given by the  
17 Registrar by sending a copy of such notice in the manner required by the Depository or by first-class,  
18 postage prepaid mail, not more than 60 days and not less than 30 days prior to the redemption date to  
19 each registered owner of each Bond selected for redemption as shown on the registration books kept  
20 by the Registrar as of the date of mailing of notice. Failure to give such notice by mailing to the  
21 registered owner of any Bond, or any defect therein, shall not affect the validity of the proceedings for  
22 the redemption of any of the Bonds.

23           D.     Other Redemption Details. The notice required by paragraph C of this Section shall  
24 specify the number or numbers of the Bond or Bonds or portions thereof to be so redeemed (if less  
25 than all are to be redeemed); and all notices required by this Section shall specify the date fixed for

1 redemption, and shall further state that on such redemption date there will become and be due and  
2 payable upon each \$5,000 unit of principal so to be redeemed at the Paying Agent the principal  
3 thereof, accrued interest, if any, to the redemption date, and the applicable prior redemption premium  
4 thereon (if any), and that from and after such date interest will cease to accrue. Accrued interest to  
5 the redemption date will be paid by check or draft mailed to the registered owner (or by alternative  
6 means if so agreed to by the Paying Agent and the registered owner). Notice having been given in the  
7 manner hereinbefore provided, the Bond or Bonds so called for redemption shall become due and  
8 payable on the redemption date so designated; and upon presentation thereof at the Paying Agent, the  
9 City will pay the Bond or Bonds so called for redemption and the applicable prior redemption  
10 premium (if any). In the event that only a portion of the principal amount of a Bond is so redeemed, a  
11 new Bond representing the unredeemed principal shall be duly completed, authenticated and  
12 delivered by the Registrar to the registered owner pursuant to Section 9 of this ordinance and without  
13 charge to the registered owner thereof. The Registrar and Paying Agent shall comply with any other  
14 terms regarding redemption and notice of redemption as required by any applicable agreement with a  
15 Depository.

16 E. Conditional Redemption. If money or Government Obligations sufficient to pay the  
17 redemption price of the Bonds to be called for redemption are not on deposit with the Paying Agent  
18 prior to the giving of notice of redemption pursuant to Paragraph D of this Section 6, such notice shall  
19 state such Bonds will be redeemed in whole or in part on the redemption date in a principal amount  
20 equal to that part of the redemption price received by the Paying Agent on the applicable redemption  
21 date. If the full amount of the redemption price is not received as set forth in the preceding sentence,  
22 the notice shall be effective only for those Bonds for which the redemption price is on deposit with  
23 the Paying Agent. If all Bonds called for redemption cannot be redeemed, the Bonds to be redeemed  
24 shall be selected in a manner deemed reasonable and fair by the City and the Registrar shall give  
25 notice, in the manner in which the original notice of redemption was given, that such money was not

1 received and the information required by paragraph E of this Section. In that event, the Registrar  
2 shall promptly return to the Owners thereof the Bonds or certificates which it has received evidencing  
3 the part thereof which have not been redeemed.

4 Section 7. Negotiability. Subject to the provisions specifically made or necessarily  
5 implied herein, the Bonds shall be fully negotiable, and shall have all the qualities of negotiable  
6 paper, and the registered owner or owners thereof shall possess all rights enjoyed by the holders of  
7 negotiable instruments under the provisions of the Uniform Commercial Code.

8 Section 8. Execution.

9 A. Filing Manual Signatures. Prior to the execution and authentication of any Bond  
10 pursuant to Sections 6-9-1 through 6-9-6, NMSA 1978, the Mayor and City Clerk may each forthwith  
11 file with the Secretary of State of New Mexico, his or her manual signature certified by him or her  
12 under oath; provided, that such filing shall not be necessary for any officer where any previous such  
13 filing may have legal application to the Bonds.

14 B. Method of Execution. Each Bond of the issue shall be signed and executed by the  
15 facsimile or manual signature of the Mayor under facsimile or manual imprint of the seal of the City,  
16 which shall be printed, stamped, engraved or otherwise placed thereon; each Bond shall be executed  
17 and attested with the facsimile or manual signature of the City Clerk; and each Bond shall be  
18 authenticated by the manual signature by an Authorized Officer of the Registrar as hereafter provided.  
19 The Bonds bearing the facsimile or manual signature of the officers in office at the time of the  
20 authorization thereof shall be the valid and binding obligations of the City (subject to the requirement  
21 of authentication by the Registrar as hereinafter provided) notwithstanding that before the delivery  
22 thereof and payment therefor, or before the issuance thereof upon transfer or exchange, any or all of  
23 the persons whose facsimile signatures appear thereon shall have ceased to fill their respective  
24 offices. The Mayor and City Clerk of the City shall, by the execution of a signature certificate  
25 pertaining to the Bonds, adopt as and for their respective signatures the facsimiles thereof appearing



1 on the Bonds; and, at the time of the execution of the signature certificate, the Mayor and City Clerk  
2 may each adopt as and for his or her facsimile signature the facsimile signature of his or her  
3 predecessor in office in the event that such facsimile signature appears upon any of the Bonds.

4 C. Certificate of Authentication. No Bond shall be valid or obligatory for any purpose  
5 unless the certificate of authentication, substantially in the form hereinafter provided, has been duly  
6 executed by the Registrar. The Registrar's certificate of authentication shall be deemed to have been  
7 duly executed by it if manually signed by an Authorized Officer of the Registrar, but it shall not be  
8 necessary that the same officer sign the certificate of authentication on all of the Bonds issued under  
9 this ordinance.

10 **Section 9. Provisions Relating to Registration, Transfer, Replacement and**  
11 **Cancellation of and Registration Records for the Bonds.**

12 A. Registration Books -- Transfer and Exchange -- Authentication. Books for the  
13 registration and transfer of the Bonds shall be kept by the Registrar. Upon the surrender for transfer  
14 of any Bonds at the Registrar, duly endorsed for transfer or accompanied by an assignment duly  
15 executed by the registered owner or his attorney duly authorized in writing, the Registrar shall  
16 authenticate and deliver in the name of the transferee or transferees a new Bond or Bonds of a like  
17 aggregate principal amount and of the same maturity, bearing a number or numbers not  
18 contemporaneously outstanding. Bonds may be exchanged at the Registrar for an equal aggregate  
19 principal amount of Bonds of the same maturity of other authorized denominations. The Registrar  
20 shall authenticate and deliver a Bond or Bonds which the registered owner making the exchange is  
21 entitled to receive, bearing a number or numbers not contemporaneously outstanding. Exchanges and  
22 transfers of Bonds as provided in this ordinance shall be without charge to the owner or any  
23 transferee, but the Registrar may require the payment by the owner of any Bond requesting exchange  
24 or transfer of any tax or other governmental charge required to be paid with respect to such exchange  
25 or transfer.

1           B.     Times When Transfer or Exchange Not Required. The Registrar shall not be  
2 required (1) to transfer or exchange all or a portion of any Bond subject to prior redemption during  
3 the period of fifteen days next preceding the mailing of notice to the registered owners calling any  
4 Bonds for prior redemption pursuant to Section 6 of this ordinance or (2) to transfer or exchange all  
5 or a portion of a Bond after the mailing to registered owners of notice calling such Bond or portion  
6 thereof for prior redemption.

7           C.     Payment - Registered Owners. The person in whose name any Bond is registered on  
8 the registration books kept by the Registrar shall be deemed and regarded as the absolute owner  
9 thereof for the purpose of making payment thereof and for all other purposes except as may otherwise  
10 be provided with respect to payment of defaulted interest as provided in Section 5B of this ordinance;  
11 and payment of or on account of either principal or interest on any Bond shall be made only to or  
12 upon the written order of the registered owner thereof or his legal representative, but such registration  
13 may be changed upon transfer of such Bond in the manner and subject to the conditions and  
14 limitations provided in this ordinance. All such payments shall be valid and effectual to discharge the  
15 liability upon the Bond to the extent of the sum or sums so paid.

16           D.     Replacement Bonds. If any Bond shall be lost, stolen, destroyed or mutilated, the  
17 Registrar shall, upon receipt of such evidence, information or indemnity relating thereto as it may  
18 reasonably require, authenticate and deliver a replacement Bond or Bonds of a like aggregate  
19 principal amount and of the same subseries and maturity, bearing a number or numbers not  
20 contemporaneously outstanding. If such lost, stolen, destroyed or mutilated Bond shall have matured,  
21 the Registrar may direct the Paying Agent to pay such Bond in lieu of replacement.

22           E.     Delivery of Bond Certificates to Registrar. The officers of the City are authorized to  
23 deliver to the Registrar fully executed but unauthenticated Bonds in such quantities as may be  
24 convenient to be held in custody by the Registrar pending use as provided in this ordinance.

25           F.     Cancellation of Bonds. Whenever any Bond shall be surrendered to the Paying

1 Agent upon payment of the Bond, or to the Registrar for transfer, exchange or replacement as  
2 provided in this ordinance, the Bond shall be promptly canceled by the Paying Agent or Registrar,  
3 and counterparts of a certificate of such cancellation shall be furnished by the Paying Agent or  
4 Registrar to the City.

5 **Section 10. Successor Registrar or Paying Agent.** If the Registrar or Paying Agent  
6 initially appointed under this ordinance shall resign or is prohibited by law from continuing as  
7 Registrar or Paying Agent, or if the City shall reasonably determine that the Registrar or Paying  
8 Agent has become incapable of fulfilling its duties under this ordinance, the City may, upon notice  
9 mailed to each registered owner of Bonds at the address last shown on the registration books, appoint  
10 a successor Registrar or Paying Agent, or both. Every such successor Registrar or Paying Agent shall  
11 be a bank or trust company located in and in good standing in the United States and having a  
12 shareholder's equity (e.g., capital stock, surplus and undivided profits), however denominated, not  
13 less than \$50,000,000. It shall not be required that the same institution serve as both Registrar and  
14 Paying Agent hereunder, but the City shall have the right to have the same institution serve as both  
15 Registrar and Paying Agent hereunder.

16 **Section 11. Special Limited Obligations.** The Bonds and all payments of principal and  
17 interest thereon, (whether at maturity or on a redemption date) and the obligations of the City for all  
18 other payments, fees, costs, interest and expenses of the City under this ordinance and under the  
19 Related Documents, including all payments due from the City under a Qualified Exchange  
20 Agreement, shall be special limited obligations of the City. The principal of and interest on the  
21 Bonds and all obligations of the City under the Related Documents shall be payable solely from the  
22 Pledged Revenues (and in the case of Exchange Termination Payments, after payment of Parity  
23 Obligations and Subordinate Obligations), which revenues are hereby pledged.

24 Owners of the Bonds and other parties to the Related Documents, including a Qualified  
25 Counterparty, may not look to any general or other fund of the City for the payment of the principal

1 of or interest on, or the fees, costs and expenses relating to, such obligations, except the designated  
2 special funds pledged therefor. Neither the Bonds nor the obligations of the City under the Related  
3 Documents shall constitute an indebtedness of the City within the meaning of any constitutional,  
4 charter or statutory prohibition or limitation, nor shall they be considered or held to be general  
5 obligations of the City, and the Bonds, any Related Document and any Qualified Exchange  
6 Agreement shall recite that they are payable and collectable solely out of the Pledged Revenues (and  
7 in the case of Exchange Termination Payments, after payment of Parity Obligations and Subordinate  
8 Obligations), and from the other sources stated in this Section, and that the Owners of the Bonds, any  
9 other party or a Qualified Counterparty may not look to any general or other municipal fund for the  
10 payment of the principal or interest, as applicable, on the Bonds or for the payment of any amounts  
11 owed under the Related Documents.

12 Nothing herein shall prevent or prohibit the City from applying other funds of the City legally  
13 available therefor to the payment or redemption of the Bonds or to the payment of any amounts owed  
14 under a Related Document, in its sole discretion.

15 **Section 12. Form of Bonds, Certificate of Authentication and Assignment.** The  
16 Bonds, Registrar's Certificate of Authentication and Form of Assignment shall be in substantially the  
17 following forms, with such changes therein as are not inconsistent with this ordinance:

18 **(Form of 2014 Bond)**

19 UNITED STATES OF AMERICA

20 COUNTY OF SANTA FE

21 STATE OF NEW MEXICO

22 No. \_\_\_\_\_

\$ \_\_\_\_\_

23 CITY OF SANTA FE

24 GROSS RECEIPTS TAX IMPROVEMENT REVENUE BOND

25 SERIES 2014

INTEREST RATE                      MATURITY DATE                      SERIES DATE                      CUSIP  
\_\_\_\_\_% per annum                      \_\_\_\_\_, \_\_\_\_\_                      \_\_\_\_\_, 2014                      \_\_\_\_\_

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23

REGISTERED OWNER: \_\_\_\_\_  
PRINCIPAL AMOUNT: \_\_\_\_\_ DOLLARS

The City of Santa Fe (herein "City"), in the County of Santa Fe and State of New Mexico, for value received, hereby promises to pay upon presentation and surrender of this bond, solely from the special funds provided therefor as hereinafter set forth, to the registered owner named above, or registered assigns, on the Maturity Date specified above, upon the presentation and surrender hereof at BOKF, N.A. dba Bank of Albuquerque, in Albuquerque, New Mexico, as paying agent, or its successor (herein the "Paying Agent"), the Principal Amount stated above, in lawful money of the United States of America, and to pay to the registered owner hereof as of the Regular Record Date (being the 15th day of the calendar month whether or not a business day preceding each regularly scheduled interest payment date as defined in Ordinance No. 2014-27, adopted August 27, 2014, which authorizes this bond and which is referred to herein as the "Bond Ordinance"), by check or draft mailed to such registered owner, on or before each interest payment date as hereinafter provided (or, if such interest payment date is not a business day, on or before the next succeeding business day), at his address as it last appears on the Regular Record Date on the registration books kept for that purpose by BOKF, N.A. dba Bank of Albuquerque, in Albuquerque, New Mexico, as registrar (i.e., transfer agent) for the bonds, or its successor (herein the "Registrar") or by such other arrangement as may be agreed to by the Paying Agent and the registered owner hereof, interest on such sum in lawful money of the United States of America from the Series Date specified above or the most recent interest payment date to which interest has been fully paid or duly provided for in full (as more fully provided in the Bond Ordinance) until maturity at the per annum Interest Rate specified above, payable on December 1, 2014 and semiannually thereafter on June 1 and December

1 | l in each year. Any such interest not so timely paid or duly provided for shall cease to be payable to  
2 | the registered owner as of the Regular Record Date and shall be payable to the registered owner as of  
3 | a Special Record Date (as defined in the Bond Ordinance), as further provided in the Bond  
4 | Ordinance. If upon presentation and surrender to the Paying Agent at or after maturity, payment of  
5 | this bond is not made as herein provided, interest hereon shall continue at the rate herein designated  
6 | until the principal hereof is paid in full. If the Bonds are issued in book-entry only form, an  
7 | authorized officer of the City and the applicable securities depository ("Depository") may make other  
8 | arrangements for the payments on the Bonds.

9 |         The bonds of the series of which this bond is a part maturing on and after June 1, 2025, are  
10 | subject to prior redemption at the City's option in one or more units of principal of \$5,000 on and  
11 | after June 1, 2024, in whole or in part at any time, in such order of maturities as the City may  
12 | determine (and by lot if less than all of the Bonds of such maturity is called, such selection by lot to  
13 | be made by the Registrar in such manner considered appropriate and fair), at a redemption price equal  
14 | to the principal amount of the Bonds or portion thereof to be redeemed plus accrued interest, if any, to  
15 | the redemption date.

16 |         Redemption shall be made upon notice to each registered owner of each bond selected for  
17 | redemption as shown on the registration books kept by the Registrar in the manner and upon the  
18 | conditions provided in the Bond Ordinance.

19 |         The bonds of the series of which this is one are fully registered (i.e., registered as to payment  
20 | of both principal and interest), and are issuable in the denomination of \$5,000 or any denomination  
21 | which is an integral multiple of \$5,000 (provided that no bond may be in a denomination which  
22 | exceeds the principal coming due on any maturity date and no individual bond will be issued for more  
23 | than one maturity). Upon surrender of any of such bonds at the Registrar with a written instrument  
24 | satisfactory to the Registrar duly executed by the registered owner or his duly authorized attorney,  
25 | such bond may, at the option of the registered owner or his duly authorized attorney, be exchanged

1 for an equal aggregate principal amount of such bonds of the same maturity of other authorized  
2 denominations, subject to such terms and conditions as set forth in the Bond Ordinance.

3 This bond is fully transferable by the registered owner hereof in person or by his duly  
4 authorized attorney on the registration books kept by the Registrar upon surrender of this bond  
5 together with a duly executed written instrument of transfer satisfactory to the Registrar. Upon such  
6 transfer a new fully registered bond of authorized denomination or denominations of the same  
7 aggregate principal amount and maturity will be issued to the transferee in exchange for this bond,  
8 subject to such terms and conditions as set forth in the Bond Ordinance. The City and the Registrar  
9 and Paying Agent may deem and treat the person in whose name this bond is registered as the  
10 absolute owner hereof for the purpose of making payment and for all other purposes.

11 This bond is one of a series of bonds designated "City of Santa Fe Gross Receipts Tax  
12 Improvement Revenue Bonds, Series 2014," of like tenor and date, except as to interest rate, number  
13 and maturity, authorized for the purpose of defraying the cost of public projects related to public  
14 utilities, public works, parks and recreation, and community services and refunding outstanding bonds  
15 of the City, all as set forth in the Bond Ordinance.

16 This bond is issued pursuant to and in strict compliance with the Constitution and laws of the  
17 State of New Mexico.

18 This bond does not constitute an indebtedness of the City within the meaning of any  
19 constitutional or statutory provision or limitation, shall not be considered or be held to be a general  
20 obligation of the City, and is payable and collectible solely out of the City's Pledged Gross Receipts  
21 Tax Revenues pursuant to the pledge made by and as defined in the Bond Ordinance, which revenues  
22 are so pledged; and the holder of this bond may not look to any general or other fund for the payment  
23 of the principal and interest on this obligation, except the special funds pledged therefor. Payment of  
24 the bonds of the series of which this bond is one and the interest thereon shall be made solely from,  
25 and as security for such payment, there are pledged pursuant to the Bond Ordinance special funds

1 identified as the "One-Half Percent Gross Receipts Tax Revenue Fund," the "Infrastructure Gross  
2 Receipts Tax Revenue Fund" and the "State-Shared Gross Receipts Tax Revenue Fund" into which  
3 the City covenants to pay the Pledged Gross Receipts Tax Revenues, concurrently with debt service  
4 payments for outstanding parity bonds, sums sufficient to pay when due the principal of and the  
5 interest on the bonds of the series of which this bond is one. For a description of the funds, the nature  
6 and extent of the security afforded thereby for the payment of the principal of and interest on the  
7 bonds, and other details concerning the bonds, reference is made to the Bond Ordinance. The bonds  
8 of the series of which this bond is one are equally and ratably secured by a first lien on the City's  
9 Pledged Gross Receipts Tax Revenues; the Bonds constitute an irrevocable first lien, but not  
10 necessarily an exclusive first lien, upon the Pledged Gross Receipts Tax Revenues. Parity bonds and  
11 other obligations, in addition to the series of which this bond is one, may be issued and made payable  
12 from the City's Pledged Gross Receipts Tax Revenues having a lien thereon inferior and junior to the  
13 lien or, subject to designated conditions, having a lien thereon on a parity with the lien of the bonds of  
14 the series of which this bond is one, in accordance with the provisions of the Bond Ordinance. No  
15 obligations may be issued with a lien on the Pledged Gross Receipts Tax Revenues which is superior  
16 to the lien thereon of the Bonds.

17       The City covenants and agrees with the registered owner of this bond and with each and  
18 every person who may become the registered owner hereof that it will keep and perform all of the  
19 covenants of the Bond Ordinance.

20       This bond is subject to the conditions, and every registered owner hereof by accepting the  
21 same agrees with the obligor and every subsequent registered owner hereof that the principal of and  
22 the interest on this bond shall be paid, and this bond is transferable, free from, and without regard to  
23 any equities between the obligor and the original or any intermediate registered owner hereof for any  
24 setoffs or cross-claims.

25       It is further certified, recited and warranted that all the requirements of law have been fully





BOKF, N.A. dba Bank of Albuquerque,  
Albuquerque, New Mexico, as Registrar

By \_\_\_\_\_  
Authorized Officer

**(End of Form of Registrar's Certificate of Authentication)**

**(Form of Assignment)**

**ASSIGNMENT**

For value received, \_\_\_\_\_  
hereby sells, assigns and transfers unto \_\_\_\_\_ the within bond and hereby  
irrevocably constitutes and appoints \_\_\_\_\_ attorney, to transfer the same on the  
books of the Registrar, with full power of substitution in the premises.

Signature Guaranteed: \_\_\_\_\_  
Name and Address of Transferee

\_\_\_\_\_  
\_\_\_\_\_

Dated: \_\_\_\_\_ Social Security Number or other  
Tax Identification Number

\_\_\_\_\_  
\_\_\_\_\_

**(End of Form of Assignment)**

**(End of Form of 2014 Bond)**

**Section 13. Period of Project's Usefulness. It is hereby determined and recited that the**

1 useful life of the Improvement Project is not less than the final maturity date of the Bonds.

2           **Section 14.    Delivery of Bonds and Initial Registration.** When the Bonds have been  
3 duly executed, authenticated, registered and sold, the City Finance Director shall deliver them to the  
4 Underwriter on receipt of the agreed purchase price. The Registrar shall initially register the Bonds in  
5 the name of the Depository.

6           **Section 15.    Approval and Execution of Documents and Delegated Authority.**

7           A.    Approval of Documents; Ratification. The forms of Preliminary Official Statement,  
8 final Official Statement, the Continuing Disclosure Undertaking, the Bond Purchase Agreement and  
9 the Escrow Agreement as filed with the City Clerk are hereby approved.

10          B.    Delegated Authority and Execution of Documents. The officers, agents and  
11 employees of the City are authorized, empowered and directed to take all action required by this  
12 ordinance, and all such other action as may be necessary or appropriate to effectuate the provisions of  
13 this ordinance, the Related Documents and any other documents as may be necessary or appropriate  
14 to carry out and comply with the provisions of this ordinance.

15           The Mayor is authorized and directed to execute and the City Clerk is authorized and directed  
16 to affix the seal of the City to and attest where applicable, the Bond Purchase Agreement, the final  
17 Official Statement, the Escrow Agreement and the Continuing Disclosure Undertaking in  
18 substantially the form as hereby approved or with such changes therein as are not inconsistent with  
19 this ordinance and as shall be approved by the Mayor, his execution thereof to constitute conclusive  
20 evidence of his approval of any and all changes or revisions thereof from the form presented to the  
21 Governing Body. The Mayor is further authorized and directed to execute and the City Clerk is  
22 authorized and directed to affix the seal of the City to and attest where applicable, a Tax Compliance  
23 Certificate in such form as shall be approved by the Mayor, his execution thereof to constitute  
24 conclusive evidence of his approval. From and after adoption of this ordinance and the execution and  
25 delivery of the Bond Purchase Agreement, the Tax Compliance Certificate, the final Official

1 Statement, the Escrow Agreement and the Continuing Disclosure Undertaking, the officers, agents  
2 and employees of the City are hereby authorized, empowered and directed to do all such acts and to  
3 execute all such documents as may be necessary to carry out and comply with the provisions of the  
4 Bond Purchase Agreement, the final Official Statement, the Tax Compliance Certificate, the Escrow  
5 Agreement and the Continuing Disclosure Undertaking as executed.

6 The Mayor, City Clerk, City Finance Director, any other officer or employee of the City and  
7 the Underwriter are authorized and directed to distribute the Preliminary Official Statement and an  
8 Official Statement related to the sale of the Bonds. The use and distribution of the Preliminary  
9 Official Statement and the Official Statement by the Underwriter in connection with the sale of the  
10 Bonds to the public is hereby authorized, approved and acknowledged.

11 **Section 16. Use of Bond Proceeds; Underwriter Not Responsible.** Except as herein  
12 otherwise specifically provided in this ordinance, the proceeds from the sale of the Bonds shall be  
13 used and paid solely for the valid costs of the Improvement Project.

14 A. Acquisition Fund Deposit. An amount of proceeds received from the sale of the  
15 Improvement Bonds shall be deposited in the Acquisition Fund and used to pay the costs of the  
16 Improvement Project.

17 B. Payment of Costs of Issuance. An amount of proceeds received from the sale of the  
18 Bonds shall be used to pay Costs of Issuance, and to the extent not needed to pay Costs of Issuance,  
19 shall be deposited in the Acquisition Fund.

20 C. Underwriter Not Responsible. The validity of the Bonds is not dependent on nor  
21 affected by the validity or regularity of any proceedings related to the completion of the Improvement  
22 Project as defined in this ordinance. The Underwriter of the Bonds, and any subsequent owner of any  
23 Bonds, shall in no manner be responsible for the application or disposal by the City or by any officer  
24 or any employee or other agent of the City of the moneys derived from the sale of the Bonds or of any  
25 other moneys designated in this ordinance.

1           **Section 17.    Funds and Accounts.** The City hereby creates, or continues, as applicable,  
2 the following special and separate trust funds:

3           A.    Acquisition Fund. Creates the Acquisition Fund to be maintained by the City.

4           B.    State-Shared Gross Receipts Tax Revenue Fund. The "City of Santa Fe, New  
5 Mexico State-Shared Gross Receipts Tax Revenue Account of the General Fund of the City," to be  
6 maintained by the City and deposited in an Insured Bank, into which the City shall deposit the State-  
7 Shared Gross Receipts Tax Revenues.

8           C.    One-Half Percent Municipal Gross Receipts Tax Revenue Fund. The "City of Santa  
9 Fe, New Mexico One-Half Percent Municipal Gross Receipts Tax Revenue Fund," to be maintained  
10 by the City and deposited in an Insured Bank, into which the City shall deposit the One-Half Percent  
11 Municipal Gross Receipts Tax Revenues.

12           D.    Infrastructure Gross Receipts Tax Revenue Fund. The "City of Santa Fe, New  
13 Mexico Infrastructure Gross Receipts Tax Revenue Fund," to be maintained by the City and  
14 deposited in an Insured Bank, into which the City shall deposit the Infrastructure Gross Receipts Tax  
15 Revenues.

16           E.    Environmental Services Gross Receipts Tax Revenue Fund. The "City of Santa Fe,  
17 New Mexico Environmental Services Gross Receipts Tax Revenue Fund," to be maintained by the  
18 City and deposited in an Insured Bank, into which the City shall deposit the Environmental Services  
19 Gross Receipts Tax Revenues.

20           **Section 18.    Administration of Pledged Gross Receipts Tax Revenue Funds.** So long  
21 as any of the Bonds shall be outstanding, either as to principal or interest or both, the following  
22 payments shall be made monthly from the Pledged Gross Receipts Tax Revenues:

23           A.    Bond Service Fund Payments. First, as a first charge on the Pledged Gross Receipts  
24 Tax Revenues and on a parity with other outstanding Parity Obligations, the following amounts shall  
25 be withdrawn from the One-Half Percent Municipal Gross Receipts Tax Revenue Fund, and from the

1 Infrastructure Gross Receipts Tax Revenue Fund if the moneys in the One-Half Percent Municipal  
2 Gross Receipts Tax Revenue Fund are not sufficient to make the required payment, and, if such  
3 moneys are still insufficient, then from the State-Shared Gross Receipts Tax Revenue Fund (unless  
4 the City determines that such amounts shall be withdrawn from such funds in some other order) and  
5 shall be concurrently credited to the "City of Santa Fe Gross Receipts Tax Improvement and  
6 Refunding Revenue Bonds, Series 2014, Bond Service Fund" (herein the "Bond Fund") hereby  
7 created and to be maintained by the City:

8 (1) Interest Payments. Monthly, commencing on the first day of the first month  
9 following the delivery of the Bonds, an amount in equal monthly installments necessary, together  
10 with any moneys therein and available therefor, to pay the next maturing installment of interest on the  
11 Bonds then outstanding and monthly thereafter commencing on each interest payment date, one-sixth  
12 (1/6th) of the amount necessary to pay the next maturing installment of interest on the outstanding  
13 Bonds, and

14 (2) Principal Payments. Monthly, commencing on the first day of the first  
15 month following delivery of the Bonds, an amount in equal monthly installments necessary, together  
16 with any moneys therein and available therefor, to pay the next maturing installment of principal on  
17 the Bonds then outstanding and monthly thereafter commencing on the first day of the twelfth month  
18 preceding each principal payment date, one-twelfth (1/12th) of the amount necessary to pay the next  
19 maturing installment of principal on the Bonds.

20 If prior to any interest payment date or principal payment date, there has been accumulated in  
21 the Bond Fund the entire amount necessary to pay the next maturing installment of interest or  
22 principal, or both, the payment required in subparagraphs (1) and (2) (whichever is applicable) of this  
23 paragraph, may be appropriately reduced and the required monthly amounts again shall be so credited  
24 to such account commencing on such interest payment date or principal payment date (whichever is  
25 applicable).

1 B. Debt Service Reserve Fund. No debt service reserve fund will be created or required  
2 for the Bonds.

3 C. Termination Upon Deposits to Maturity. No payment need be made into the Bond  
4 Fund if the amount in such fund totals a sum at least equal to the entire amount of the Bonds then  
5 outstanding, both as to principal and interest to their respective maturities, and both accrued and not  
6 accrued, in which case, moneys in the Bond Fund in an amount at least equal to such principal and  
7 interest requirements shall be used solely to pay such as the same accrue and any moneys in excess  
8 thereof in the Bond Fund and any other moneys derived from the Pledged Revenues may be used in  
9 any lawful manner determined by the City.

10 D. Defraying Delinquencies in the Bond Fund; Use of Moneys in the Bond Fund. If, in  
11 any month, amounts in the One-Half Percent Municipal Gross Receipts Tax Revenue Fund are  
12 insufficient to make the payments into the Bond Fund required by Paragraph A of this Section 18,  
13 there shall be withdrawn first from the Infrastructure Gross Receipts Tax Revenue Fund and then  
14 from the State-Shared Gross Receipts Tax Revenue Fund, and deposited in the Bond Fund the  
15 additional amounts necessary to make the payments into the Bond Fund required by Paragraph A of  
16 this Section 18. The moneys in the Bond Fund shall be used solely and only for the purpose of  
17 paying the principal of and the interest on the Bonds issued under this ordinance; provided, however,  
18 that any moneys in the Bond Fund in excess of accrued and unaccrued principal and interest  
19 requirements to the respective maturities of the outstanding Bonds may be used in any lawful manner.

20 E. Payment of Additional Obligations and Qualified Exchange Agreements. Second,  
21 either concurrently with or subsequent to the payments required by Paragraph A of this Section 18,  
22 depending upon whether the additional Obligations are Parity Obligations or Subordinate Obligations  
23 as provided in this ordinance, the Pledged Gross Receipts Tax Revenues shall be used by the City for  
24 the payment of Debt Service Requirements on additional Obligations, if any, hereafter authorized to  
25 be issued and payable from the Pledged Revenues as the same accrue. In the event that such

1 obligations are Parity Obligations, the payments of Debt Service Requirements on such additional  
2 Obligations shall be made concurrently with the payments required by Paragraphs A and D of this  
3 Section 18 (provided that such payments may be made at any intervals as may be provided in the  
4 ordinance or resolution authorizing such additional Obligations). The following amounts required to  
5 be paid by the City shall be paid from Pledged Gross Receipts Tax Revenues with the same priority  
6 as other payments of Debt Service Requirements on Parity Obligations:

7 (1) Any amount to reimburse or pay a bond insurer or reserve account insurer or  
8 guarantor, or to make payments or reimbursements pursuant to another Credit Facility, for payments  
9 of Debt Service Requirements made on Parity Obligations; and amounts payable to a Qualified  
10 Counterparty under a Qualified Exchange Agreement, excluding Exchange Termination Payments, if  
11 such payments are designated in a City ordinance relating to that Qualified Exchange Agreement as  
12 having a lien on Pledged Revenues on a parity with the lien thereon of Parity Obligations;

13 (2) Reimbursement of any reserve fund Credit Facility obtained for any issue of  
14 Parity Obligations; and

15 (3) Cash deposits to any required reserve fund established with respect to any  
16 issue of Parity Obligations.

17 Each payment of Debt Service Requirements on Parity Obligations shall be transferred to the  
18 Paying Agent for payment of Parity Obligations, or directly to a Qualified Counterparty, bond insurer,  
19 reserve account insurer or guarantor or other provider of a Credit Facility entitled to receive payments  
20 on Parity Obligations, on or before the due date of such payment.

21 F. Payment of Expenses and Certain Obligations which are not Parity Obligations.

22 After and subject to the payments required, and provisions contained in, any of the preceding  
23 paragraphs of this Section, any remaining Pledged Gross Receipts Tax Revenues shall be used, to the  
24 extent necessary, for payment of: (i) any other amounts, expenses, fees and interest owed by the City  
25 relating to the issuance, delivery, servicing, payment, redemption and refunding of Parity Obligations



1 and (ii) other Obligations relating to Parity Obligations owed by the City pursuant to the Related  
2 Documents, any Qualified Exchange Agreement (excluding Exchange Termination Payments), bond  
3 insurance policy, reserve fund insurance policy or similar documents which are not payable pursuant  
4 to any other prior paragraph of this Section.

5 G. Subordinate Obligations. After and subject to the payments required by, and  
6 provisions contained in, the preceding paragraphs of this Section 18, any remaining Pledged Gross  
7 Receipts Tax Revenues shall be used, as necessary, by the City for the payment of the principal of,  
8 and interest on, all Obligations with a lien on the Pledged Revenues which is subordinate and junior  
9 to the lien of the Parity Obligations on Pledged Revenues, including without limitation, the 2004  
10 Railyard Project Finance Authority Taxable Loan, the 2005 Bonds, the 2006C Bonds, the 2006  
11 Railyard Project Finance Authority Taxable Loan, the 2008 Land Acquisition Finance Authority  
12 Loan, the 2009 College Acquisition Finance Authority Loan, the Series 2010B Bonds, the Series  
13 2012B Bonds, the Series 2012C Bonds, the Series 2013B Bonds, and any Exchange Termination  
14 Payments.

15 H. Use of Surplus Revenues. After making the payments required to be made by  
16 Paragraphs A to H of this Section 18, the remaining Pledged Gross Receipts Tax Revenues, if any,  
17 may be applied to any other lawful purposes. The One-Half Percent Municipal Gross Receipts Tax  
18 Revenues received by the City pursuant to the One-Half Percent Municipal Gross Receipts Tax  
19 Ordinance shall be used only for the purposes authorized by that ordinance. The Infrastructure Gross  
20 Receipts Tax Revenues received by the City pursuant to the Infrastructure Gross Receipts Tax  
21 Ordinance shall be used only for the purposes authorized by that ordinance. The Environmental  
22 Services Gross Receipts Tax Revenues received by the City pursuant to the Environmental Services  
23 Gross Receipts Tax Ordinance shall be used only for the purposes authorized in that ordinance.

24 I. Variable Interest Rate. In making the computations required by this Section, interest  
25 on Obligations which bear a Variable Interest Rate shall be computed: (i) at the actual Variable

1 Interest Rate or Variable Exchange Rate for the computation period, if such rate can be computed  
2 exactly, or (ii) if the Variable Interest Rate or Variable Exchange Rate cannot be computed exactly, at  
3 the actual rate for the immediately preceding computation period.

4 **Section 19. General Administration of Funds.** The funds and accounts designated in  
5 Sections 16 through 18 of this ordinance shall be administered as follows:

6 A. **Investment of Money.** Any moneys in any fund designated in Sections 16 through 18  
7 may be invested in any Permitted Investments. The obligations so purchased as an investment of  
8 moneys in a fund shall be deemed at all times to be part of the fund, and the interest accruing thereon  
9 and any profit realized therefrom shall be credited to the fund, and any loss resulting from each  
10 investment shall be charged to the fund. The City Finance Director shall present for redemption or  
11 sale on the prevailing market any obligations so purchased as an investment of moneys in the fund  
12 whenever it shall be necessary to do so in order to provide moneys to meet any payment or transfer  
13 from such fund.

14 B. **Deposits of Funds.** Except for direct investments in Permitted Investments allowed  
15 by Paragraph A of this Section 19, the moneys and investments comprising each of the funds and  
16 accounts hereinabove designated in Sections 16 through 18 of this ordinance shall be maintained and  
17 kept separate from all other funds and accounts in an Insured Bank or Insured Banks. The amounts  
18 prescribed shall be paid to the appropriate funds as specified in Sections 16 through 18. Each  
19 payment shall be made into the proper bank account and credited to the proper fund not later than the  
20 last day designated; provided that when the designated date is a Sunday or a legal holiday, then such  
21 payment shall be made on the next preceding secular day. Nothing in this ordinance shall prevent the  
22 establishment of one such bank account or more (or consolidation with any existing bank account),  
23 for all of the funds and accounts in Sections 16 through 18 of this ordinance.

24 **Section 20. Lien on Pledged Revenues.** The Pledged Gross Receipts Tax Revenues and  
25 the amounts and securities on deposit in the Bond Fund, and the proceeds thereof, are hereby

1 authorized to be pledged to, and are hereby pledged, and the City grants a security interest therein, for  
2 the payment of the principal of and interest on the Bonds, subject to the uses thereof permitted by,  
3 and the priorities set forth in, this ordinance. The Bonds constitute an irrevocable first lien (but not an  
4 exclusive first lien) on the Pledged Revenues on parity with the lien thereon of Parity Obligations.

5 **Section 21. Additional Bonds and Other Obligations.**

6 A. Limitations Upon Issuance of Parity Obligations. No provision of this ordinance  
7 shall be construed in such a manner as to prevent the issuance by the City of additional Obligations  
8 payable from Pledged Revenues and constituting a lien upon such revenues on parity with or  
9 subordinate to the lien of the Bonds on Pledged Revenues.

10 Before any additional Parity Obligations are actually issued (excluding refunding bonds the  
11 proceeds of which are used to refund Parity Obligations as provided in Section 22, but including  
12 Parity Obligations which are refunding bonds which refund subordinate obligations), the following  
13 conditions shall be met:

14 (i) The Parity Obligations must be Obligations; and

15 (ii) The City shall then be current in all of the deposits required to be made with  
16 respect to the Parity Obligations (including, if applicable, any obligation to fund any reserve account  
17 required by the terms of any ordinance authorizing the issuance of any such Obligations), as set forth  
18 in Section 18; and

19 (iii) (a) No additional Parity Obligations shall be issued unless the Pledged  
20 Gross Receipts Tax Revenues for the Historic Test Period shall have been sufficient to pay an amount  
21 representing two hundred percent (200%) of the combined maximum annual Debt Service  
22 Requirements coming due in any subsequent Fiscal Year on the then outstanding Parity Obligations  
23 and the Parity Obligations proposed to be issued (excluding the accumulation of any reserves  
24 therefor); and  
25

1 (b) The One-Half Percent Municipal Gross Receipts Tax Revenues and the  
2 Infrastructure Gross Receipts Tax Revenues, together with the other gross receipts tax revenues  
3 received by the City, whether from distribution by the State or pursuant to gross receipts taxes  
4 imposed by the City (other than the State-Shared Gross Receipts Tax Revenues) pledged to the Parity  
5 Obligations and the Parity Obligations proposed to be issued, for the Historic Test Period shall be  
6 sufficient to pay an amount representing one hundred percent (100%) of the combined maximum  
7 annual Debt Service Requirements coming due in any subsequent Fiscal Year on the then outstanding  
8 Parity Obligations and the Parity Obligations proposed to be issued (excluding the accumulation of  
9 any reserves therefor); and

10 (c) No additional Parity Obligations shall be issued unless the Pledged Gross  
11 Receipts Tax Revenues for the Historic Test Period shall have been sufficient to pay an amount  
12 representing one hundred fifty percent (150%) of the combined maximum annual Debt Service  
13 Requirements coming due in any subsequent Fiscal Year on the then outstanding Parity Obligations  
14 and Subordinate Obligations (excluding Exchange Termination Payments) and the Parity Obligations  
15 proposed to be issued (excluding the accumulation of any reserves therefor); and

16 (d) In making the computations required by this subparagraph (iii) other gross  
17 receipts tax revenues, including without limitation, the Environmental Services Gross Receipts Tax  
18 Revenues, received by the City, whether from distribution by the State or pursuant to gross receipts  
19 taxes imposed by the City (other than State-Shared Gross Receipts Tax Revenues) pledged to the  
20 Parity Obligations, Subordinate Obligations and the Parity Obligations proposed to be issued, may be  
21 included only to the extent such gross receipts tax revenues are pledged to a particular series of such  
22 outstanding Obligations or proposed Parity Obligations and only to the extent of the maximum annual  
23 Debt Service Requirements on such outstanding Obligations or proposed Parity Obligations.

24 B. Superior Obligations Prohibited; Subordinate Obligations Permitted.

25 (i) The City shall not be permitted to issue additional Obligations payable from

1 Pledged Revenues with a lien on Pledged Revenues superior to the lien of Parity Obligations thereon;  
2 and

3 (ii) No provision of this ordinance shall be construed in such a manner as to prevent  
4 the issuance by the City of additional Obligations payable from the Pledged Revenues with a lien on  
5 Pledged Revenues subordinate and junior to the lien of the Bonds thereon, nor to prevent the issuance  
6 of Obligations refunding all or part of the Bonds as permitted by Section 22.

7 C. Variable Interest Rate. In making the computations required by this Section 21 and  
8 Section 22, Obligations which bear a Variable Interest Rate shall be deemed to bear interest at the  
9 maximum rate permitted for those Obligations.

10 D. Certificate of City Finance Director. A written certificate or opinion of the City  
11 Finance Director that the Pledged Revenues for the applicable Historic Test Period are sufficient to  
12 pay the amounts required in this Section 21 shall be required in making a determination that the  
13 requirements set forth in this Section have been satisfied and shall be conclusively presumed to be  
14 accurate in determining that such requirements have been satisfied.

15 E. Bond Anticipation Notes. Whenever the City shall have authorized the issuance of  
16 Parity Obligations under the Act and the City shall, at the time, be permitted by the laws of the State  
17 to issue notes representing loans in anticipation of the sale of such Parity Obligations ("Bond  
18 Anticipation Notes"), the City may by resolution or ordinance authorize the issuance of Bond  
19 Anticipation Notes in anticipation of the sale of such Parity Obligations, provided, however, that  
20 before any Bond Anticipation Notes are actually issued, the conditions of Paragraph A of Section 21  
21 shall be met. Bond Anticipation Notes shall not be issued in an amount exceeding the principal  
22 amount of the Parity Obligations in anticipation of the sale of which such notes are proposed to be  
23 issued.

24 For the purposes of determining compliance with this Section, as of the date of issuance of  
25 any Bond Anticipation Notes, the aggregate principal amount of all outstanding Bond Anticipation

1 Notes (including such proposed Bond Anticipation Notes) shall never exceed the principal amount of  
2 a hypothetical issue of Parity Obligations which could be issued hereunder having an assumed final  
3 maturity of twenty (20) years, bearing an assumed rate of interest equal to the highest rate then borne  
4 by any Bond Anticipation Note then outstanding (or, if none, the interest rate borne by the proposed  
5 Bond Anticipation Notes to be issued) and having debt service due in each Fiscal Year in  
6 approximately equal amounts.

7 F. Put Obligations. In making the computations required by this Section 21 and Section  
8 22, the principal amount of any Put Obligations to be outstanding in the Fiscal Year when the  
9 combined maximum annual Debt Service Requirements come due shall be excluded from the  
10 maximum annual Debt Service Requirements only if the Credit Facility providing liquidity or standby  
11 purchase support for Put Obligations is rated, on the date the computations are made, "A" or better by  
12 Fitch or S&P (if such rating agencies are then rating the Bonds). If there is no Credit Facility for the  
13 Put Obligations or the rating requirement for the Credit Facility set forth in the preceding sentence is  
14 not satisfied, the principal amount of the Put Obligations to be outstanding in the Fiscal Year when  
15 combined maximum annual Debt Service Requirements come due shall be considered in computing  
16 maximum annual Debt Service Requirements.

17 **Section 22. Refunding Bonds**. The provisions of Section 21 hereof are subject to the  
18 following exceptions:

19 A. Privilege of Issuing Refunding Obligations. If at any time after the Bonds, or any  
20 part thereof, shall have been issued and remain outstanding, the City shall find it desirable to refund  
21 any outstanding Parity Obligations or other outstanding obligations payable from the Pledged  
22 Revenues, such bonds or other obligations, or any part thereof, may be refunded (but only with the  
23 consent of the registered owner or owners thereof, unless the bonds or other obligations, at the time of  
24 their required surrender for payment, shall then mature, or shall then be callable for prior redemption  
25 at the City's option), regardless of whether the priority of the lien for the payment of the refunding

1 obligations on the Pledged Revenues is changed (except as provided in Paragraph A of Section 21  
2 and in Paragraphs B and C of this Section 22).

3 B. Limitations Upon Issuance of Refunding Obligations. No refunding bonds or other  
4 refunding obligations payable from the Pledged Revenues shall be issued on a parity with the Bonds  
5 herein authorized, unless:

6 (1) The lien on the Pledged Revenues of the outstanding obligations so refunded  
7 is on a parity with the lien thereon of the Bonds herein authorized; or

8 (2) The refunding bonds or other refunding obligations are issued in compliance  
9 with Paragraph A of Section 21 of this ordinance.

10 C. Refunding Part of an Issue. The refunding bonds or other obligations so issued shall  
11 enjoy complete equality of lien with the portion of any bonds or other obligations of the same issue  
12 which is not refunded, if any there be; and the registered owner or owners of such refunding bonds or  
13 such other refunding obligations shall be subrogated to all of the rights and privileges enjoyed by the  
14 registered owner or owners of the bonds or other obligations of the same issue refunded thereby.

15 D. Limitations Upon Issuance of any Refunding Obligations. Any refunding bonds or  
16 other refunding obligations payable from the Pledged Revenues shall be issued with such details as  
17 the City may by ordinance provide, subject to the inclusion of any such rights and privileges  
18 designated in Paragraph C of this Section 22, but without any impairment of any contractual  
19 obligations imposed upon the City by any proceedings authorizing the issuance of any unrefunded  
20 portion of such outstanding obligations of any one or more issues (including but not necessarily  
21 limited to the issue herein authorized). If only a part of the outstanding bonds and any other  
22 outstanding obligations of any issue or issues payable from the Pledged Revenues are refunded, then  
23 such obligations may not be refunded without the consent of the registered owner or owners of the  
24 unrefunded portion of such obligations, unless:

25 (1) The refunding bonds or other refunding obligations do not increase any

1 aggregate annual principal and interest requirements evidenced by such refunding obligations and by  
2 the outstanding obligations not refunded on and prior to the last maturity date of such unrefunded  
3 obligations, or

4 (2) The refunding bonds or other refunding obligations are issued in compliance  
5 with Paragraph A of Section 21 hereof, or

6 (3) The lien on the Pledged Revenues for the payment of the refunding  
7 obligations is subordinate to each such lien for the payment of any obligations not refunded.

8 E. Cross-over Refunding Bonds. If the refunding bonds to be issued are Cross-over  
9 Refunding Bonds, the ordinance providing for the issuance thereof shall provide (1) that until the date  
10 on which the principal portion of the related Obligations being refunded is to be paid or redeemed  
11 from the proceeds of such Cross-over Refunding Bonds, the Cross-over Refunding Bonds shall not be  
12 Parity Obligations and shall be payable solely from the escrow provided for in the related ordinance,  
13 and (2) a certificate of an Independent Accountant shall be prepared to demonstrate the sufficiency of  
14 the moneys and investments in the escrow to pay the principal of and interest on the Cross-over  
15 Refunding Bonds until the date on which the principal portion of the related Obligations being  
16 refunded is to be paid or redeemed and to pay or redeem the related Obligations being refunded.

17 **Section 23. Equality of Bonds.** The Bonds authorized to be issued hereunder and from  
18 time to time outstanding shall not be entitled to any priority one over the other in the application of  
19 the Pledged Revenues, regardless of the time or times of their issuance, it being the intention of the  
20 Governing Body that there shall be no priority among the Bonds regardless of the fact that they may  
21 be actually issued and delivered at different times.

22 **Section 24. Protective Covenants.** The City hereby covenants and agrees with each and  
23 every registered owner of the Bonds that:

24 A. Payment of Bonds Herein Authorized. The City will promptly pay the principal of  
25 and the interest on every Bond issued hereunder and secured hereby at the place, on the dates and in



1 the manner specified herein and in the Bonds according to the true intent and meaning hereof. Such  
2 principal and interest are payable solely from the Pledged Revenues. Nothing in the Bonds, any  
3 Qualified Exchange Agreement or this ordinance shall be construed as obligating the City to pay  
4 principal or interest on any of the Bonds from, and the holders of the Bonds and any Qualified  
5 Counterparty may not look to, any general or other fund of the City, except those specifically set forth  
6 herein.

7 B. Records. So long as any of the Bonds remain outstanding, proper books of record  
8 and account will be kept by the City, separate and apart from all other records and accounts, showing  
9 complete and correct entries of all transactions relating to the Pledged Revenues.

10 C. Audits. The City further agrees that it will, within 270 days following the close of  
11 each Fiscal Year, cause an audit of such books and accounts to be made by an Independent  
12 Accountant, showing the revenues and expenditures of the Pledged Revenues. The City agrees to  
13 furnish forthwith a copy of each of such audits and reports to the Underwriter upon request. Any  
14 registered owner of a Bond shall have the right to discuss, with the Independent Accountant or person  
15 making the audit, the report and the contents thereof and to ask for such additional information as he  
16 may reasonably require.

17 D. Extending Interest Payments. In order to prevent any accumulation of claims for  
18 interest after maturity, the City will not directly or indirectly extend or assent to extension of time for  
19 the payment of any claim for interest on any of the Bonds and it will not directly or indirectly be a  
20 party to or approve any arrangement for any such extension or for the purpose of keeping alive any of  
21 such interest.

22 E. Performing Duties. The City will faithfully and punctually perform all duties with  
23 respect to the Bonds required by the Constitution and laws of the State of New Mexico and the  
24 ordinances and resolutions of the City including but not limited to the proper segregation of the  
25 Pledged Revenues and their application of the respective funds.

1 F. Other Liens. Other than the outstanding Subordinate Obligations, the outstanding  
2 Parity Obligations and the Bonds as recited in this ordinance, there are no liens or encumbrances of  
3 any nature whatsoever on or against the Pledged Revenues. This ordinance does not prohibit the  
4 issuance of Parity Obligations with a lien on the Pledged Revenues on parity with the lien thereon of  
5 the Bonds.

6 G. City's Existence. The City will maintain its corporate identity and existence so long  
7 as any of the Bonds herein authorized remain outstanding unless another political subdivision by  
8 operation of law succeeds to the liabilities and rights of the City, without affecting to any substantial  
9 degree the privileges and rights of any registered Owner of any outstanding Bonds.

10 H. Duty With Respect to Pledged Revenues. If the statutes or any ordinance which  
11 materially affects the Pledged Revenues or any part of such ordinances, shall ever be held to be  
12 invalid or unenforceable, it shall be the duty of the City, to the extent authorized by law, to  
13 immediately take any action necessary to produce sufficient Pledged Revenues to comply with the  
14 contracted obligations of this ordinance, except as provided in Paragraph I of this Section 24.

15 I. Impairment of Contract. The City agrees that any law or ordinance or resolution of  
16 the City in any manner affecting the Pledged Revenues or the Bonds, or otherwise appertaining  
17 thereto, shall not be repealed or otherwise directly or indirectly modified, in such a manner as to  
18 impair adversely any Bonds outstanding, unless such Bonds have been discharged in full or provision  
19 has been fully made therefor, or unless the consent of the required percentage of the registered owners  
20 of the then outstanding Bonds is obtained pursuant to Section 32 of this ordinance.

21 J. Tax Covenant. The City covenants that it will use, and will restrict the use and  
22 investment of, the proceeds of the Bonds in such manner and to such extent as may be necessary so  
23 that (a) the Bonds will not (i) constitute private activity bonds, arbitrage bonds or hedge bonds under  
24 Sections 141, 148 or 149 of the Tax Code, including applicable regulations, rulings and judicial  
25 decisions, or (ii) be treated other than as bonds to which Section 103(a) of the Tax Code applies, and

1 (b) the interest thereon will not be treated as a preference item under Section 57 of the Tax Code. The  
2 City further covenants (a) that it will take or cause to be taken such actions that may be required of it  
3 for the interest on the Bonds to be and to remain excluded from gross income for federal income tax  
4 purposes, (b) that it will not take or authorize to be taken any actions that would adversely affect that  
5 exclusion, and (c) that it, or persons acting for it, will, among other acts of compliance, (i) apply the  
6 proceeds of the Bonds to the governmental purposes of the borrowings, (ii) restrict the yield on  
7 investment property, (iii) make timely and adequate rebate payments, yield reduction payments or  
8 payments of alternative amounts in lieu of rebate to the federal government, (iv) maintain books and  
9 records and make calculations and reports, and (v) refrain from certain uses of proceeds, all in such  
10 manner and to the extent necessary to assure such exclusion of that interest under the Tax Code.

11 Authorized Officers of the City are hereby authorized (a) to make or effect any election,  
12 selection, designation, choice, consent, approval, or waiver on behalf of the City with respect to the  
13 Bonds as the City is permitted or required to make or give under the federal income tax laws,  
14 including, without limitation thereto, any of the elections provided for in or available under Section  
15 148 of the Tax Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or  
16 status of the Bonds or interest thereon or assisting in the compliance with requirements for that  
17 purpose, reducing the burden or expense of such compliance, reducing the rebate amount, yield  
18 reduction payments or payments of penalties, or making payments of special amounts in lieu of  
19 making computations to determine, or paying, excess earnings as rebate or yield reduction payments,  
20 or obviating those amounts or payments, as determined by that officer, which action shall be in  
21 writing and signed by the officer, (b) to take any and all other actions, make or obtain calculations,  
22 make payments, including amounts required to be rebated to the United States pursuant to Section  
23 148(f) of the Tax Code, and make or give reports, covenants and certifications of and on behalf of the  
24 City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax  
25 status of the Bonds, and (c) to give one or more appropriate certificates of the City, for inclusion in

1 the transcript of the proceedings for the Bonds, setting forth the reasonable expectations of the City  
2 regarding the amount and use of all the proceeds of the Bonds, the facts, circumstances and estimates  
3 on which they are based, and other facts and circumstances relevant to the tax treatment of the interest  
4 on and the tax status of the Bonds.

5 K. Limitation on Parity Obligations with Variable Interest Rates. The City shall not  
6 issue Parity Obligations with a Variable Interest Rate which, at the time of issuance, are assigned a  
7 lower rating than the rating then assigned to the Bonds by Fitch or S&P, unless the written consent of  
8 such rating agency to a lower rating is obtained prior to issuance of such Parity Obligations.

9 L. Notice of Qualified Exchange Agreements to Rating Agencies. The City shall not  
10 enter into a Qualified Exchange Agreement which is a Parity Obligation or with respect to any Parity  
11 Obligations without first providing notice of such Qualified Exchange Agreement to Fitch and S&P  
12 and without first receiving written confirmation from Fitch and S&P that entering into such Qualified  
13 Exchange Agreement, in and of itself, would not result in a reduction of the ratings then assigned to  
14 the Bonds by Fitch and S&P.

15 M. Continuing Disclosure Undertaking. Authorized Officers of the City are authorized  
16 to sign such documents with respect to the City's continuing disclosure obligations as are necessary  
17 or desirable to comply with the Continuing Disclosure Undertaking and requirements of Rule 15c2-12  
18 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934,  
19 as amended.

20 **Section 25. Defeasance.** When all principal and interest in connection with the Bonds  
21 hereby authorized have been duly paid, the pledge and lien and all obligations hereunder shall thereby  
22 be discharged and the Bonds shall no longer be deemed to be outstanding within the meaning of this  
23 ordinance. There shall be deemed to be such due payment as to any Bond when the Governing Body  
24 has placed in escrow and in trust with a commercial bank located within or without the State of New  
25 Mexico and exercising trust powers, an amount sufficient (including the known minimum yield from

1 Federal Securities in which such amount may initially be invested) to meet all requirements of  
2 principal and interest as the same become due to its maturity or designated redemption date as of  
3 which the City shall have exercised or obligated itself to exercise its option to call the Bond. The  
4 Federal Securities shall become due prior to the respective times on which the proceeds thereof shall  
5 be needed, in accordance with a schedule established and agreed upon between the Governing Body  
6 and such bank at the time of the creation of the escrow or the Federal Securities shall be subject to the  
7 redemption at the option of the holders thereof to assure such availability as so needed to meet such  
8 schedule. Federal Securities within the meaning of this Section 25 shall include only direct  
9 obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by,  
10 the United States of America and which are not callable prior to maturity by the issuer of such  
11 obligations.

12 **Section 26. Events of Default.** Each of the following events is hereby declared an  
13 "event of default":

14 A. **Nonpayment of Principal.** If payment of the principal of any of the Bonds herein  
15 authorized to be issued shall not be made when the same become due and payable; or

16 B. **Nonpayment of Interest.** If payment of any installment of interest shall not be made  
17 when the same becomes due and payable; or

18 C. **Incapable to Perform.** If the City shall for any reason be rendered incapable of  
19 fulfilling its obligations (but not including any obligation of the City under any Qualified Exchange  
20 Agreement) hereunder; or

21 D. **Default of any Provision.** If the City shall default in the due and punctual  
22 performance of its covenants or conditions, agreements and provisions contained in the Bonds or in  
23 this ordinance on its part to be performed (other than defaults described in Subparagraphs A, B and C  
24 of this Section 26), and if such default shall continue for 60 days after written notice specifying such  
25 default and requiring the same to be remedied shall have been given to the City by the registered

1 owners of 25% in principal amount of the Bonds then outstanding.

2 E. Bankruptcy or Insolvency of City. (1) The City shall (a) apply for or consent to the  
3 appointment of or the taking of possession by, a receiver, custodian, trustee, liquidator or the like of  
4 the City or of all or a substantial part of its property, (b) commence a voluntary case under the Federal  
5 Bankruptcy Code, or (c) file a petition seeking to take advantage of any other law relating to  
6 bankruptcy, insolvency, or reorganization, or (2) a proceeding or case shall be commenced, without  
7 application or consent of the City, in any court of competent jurisdiction seeking (a) the liquidation,  
8 reorganization, dissolution, winding-up or adjustment of debts of the City, (b) appointment of a  
9 trustee, receiver, custodian, liquidator or the like of the City or of all or a substantial part of its assets,  
10 or (c) similar relief in respect of the City under any law relating to bankruptcy, insolvency,  
11 reorganization, winding-up or adjustment of debts.

12 **Section 27. Remedies of Defaults.** Upon the happening and continuance of any of the  
13 events of default as provided in Section 26 of this Ordinance, then and in every case the registered  
14 owner or owners of not less than 25% in principal amount of the Bonds then outstanding, including  
15 but not limited to a trustee or trustees, may proceed against the City, its Governing Body, and its  
16 agents, officers and employees to protect and enforce the rights of any registered owner of Bonds  
17 under this ordinance by mandamus or other suit, action or special proceedings in equity or at law, in  
18 any court of competent jurisdiction, either for specific performance of any covenant or agreement  
19 contained herein or award or execution of any power herein granted for the enforcement of any  
20 power, legal or equitable remedy as such registered owner or owners may deem most effectual to  
21 protect and enforce the rights aforesaid, or thereby to enjoin any act or thing which may be unlawful  
22 or in violation of any right of any registered owner, or to require the Governing Body of the City to  
23 act as if it were the trustee of an expressed trust, or any combination of such remedies. All such  
24 proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all  
25 registered owners of the Bonds then outstanding. The failure of any such registered owner so to

1 proceed shall not relieve the City or any of its officers, agents or employees of any liability for failure  
2 to perform any duty. Each right or privilege of any such registered owner (or trustee thereof) is in  
3 addition and cumulative to any other right or privilege, and the exercise of any right or privilege by or  
4 on behalf of any registered owner shall not be deemed a waiver of any other right or privilege thereof.

5 **Section 28. Duties Upon Default.** Upon the happening of any of the events of default as  
6 provided in Section 26 of this ordinance, the City, in addition, will do and perform all proper acts on  
7 behalf of and for the registered owners of the Bonds to protect and preserve the security created for  
8 the payment of the principal of and interest on the Bonds promptly as the same become due. All  
9 proceeds derived from the Pledged Revenues, so long as any of the Bonds herein authorized, either as  
10 to principal or interest, are outstanding and unpaid, shall be paid into the proper fund and used for the  
11 purposes therein provided. In the event the City fails or refuses to proceed as in this Section 28  
12 provided, the registered owner or registered owners of not less than 25% in principal amount of the  
13 Bonds then outstanding, after demand in writing, may proceed to protect and enforce the rights of the  
14 registered owners as hereinabove provided.

15 **Section 29. Enforcement.** Any registered owner of any one or more of the Bonds, may,  
16 either by law or in equity, by suit, action, mandamus or other appropriate proceedings in any court of  
17 competent jurisdiction enforce the payment of principal of, and interest on, any Bond on or after the  
18 date on which such payment is due, and may by suit, action, mandamus or other appropriate  
19 proceeding or proceedings enforce and compel the performance of such payment in accordance with  
20 the provisions of this ordinance.

21 **Section 30. Severability.** If any Section, paragraph, clause or provision of this ordinance  
22 shall be held to be invalid or unenforceable, the invalidity or unenforceability of such Section,  
23 paragraph, clause or provision shall not affect any of the remaining provisions of this ordinance.

24 **Section 31. Repealer Clause.** All ordinances or parts of ordinances inconsistent  
25 herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be

1 construed to revive any ordinance or part of any ordinance heretofore repealed.

2 **Section 32. Amendment.**

3 A. Limitations upon Amendments. This ordinance may be amended or supplemented by  
4 ordinance or resolution of the Governing Body without the consent of registered owners:

5 (1) To cure any ambiguity, or to cure, correct or supplement any defect or  
6 inconsistent provision contained in this ordinance;

7 (2) To grant to the registered owners any additional rights, remedies, powers or  
8 authority that may lawfully be granted to them;

9 (3) To obtain or maintain a rating on the Bonds from any rating agency which  
10 amendment, in the judgment of Bond Counsel, does not materially adversely affect the registered  
11 owners of the Bonds;

12 (4) To achieve compliance with federal securities or tax laws;

13 (5) To make any other changes in this ordinance which, in the opinion of Bond  
14 Counsel, is not materially adverse to the registered owners; and

15 (6) To make any other changes in this ordinance in connection with the  
16 execution of a Qualified Exchange Agreement, which changes do not adversely affect the rating(s)  
17 assigned to the Bonds by Fitch and S&P (if such rating agencies are then rating the Bonds) and do not  
18 adversely affect the registered owners.

19 B. Additional Amendments. Except as provided above, this ordinance may only be  
20 amended or supplemented by ordinance adopted by the Governing Body in accordance with the laws  
21 of the State, without receipt by the City of any additional consideration, but with the written consent  
22 of the registered owners of a majority of the principal amount of the outstanding Bonds which are  
23 affected by the amendment or supplement (not including Bonds which are then owned by or for the  
24 account of the City); provided, however, that, without first obtaining the consent of all registered  
25 owners of the outstanding Bonds, no such ordinances shall have the effect of permitting:



- 1 (1) An extension of the maturity of any Bond; or
- 2 (2) A reduction in the principal amount of or interest rate on any Bond; or
- 3 (3) The creation of a lien on or a pledge of Pledged Revenues ranking prior to
- 4 the lien or pledge of Parity Obligations on Pledged Revenues; or
- 5 (4) A reduction of the principal amount of Bonds required for consent to such
- 6 amendment or supplement.

7 C. Proof of Instruments. The fact and date of the execution of any instrument under the  
8 provisions of this Section may be proved by the certificate of any officer in any jurisdiction who by  
9 the laws of that jurisdiction is authorized to take acknowledgments of deeds within that jurisdiction  
10 that the person signing the instrument acknowledged before him the execution of that instrument, or  
11 may be proved by an affidavit of a witness to the execution sworn to before such officer.

12 D. Proof of Bonds. The principal amount and number of Bonds owned by any person  
13 executing such instrument and the date of holding that instrument may be proved by a certificate  
14 executed by a bank or trust company showing that on the date mentioned that person had on deposit  
15 with the bank or trust company the Bonds described in the certificate.

16 **Section 33. Ordinance Irrepealable.** After any of the Bonds herein authorized are  
17 issued, this ordinance shall be and remain irrepealable until the Bonds and interest thereon shall be  
18 fully paid, canceled and discharged as therein provided, or there has been defeasance as provided in  
19 Section 25 of this ordinance.

20 **Section 34. Effective Date, General Summary for Publication.** Upon due adoption of  
21 this ordinance, the ordinance shall be recorded and preserved by the City Clerk, authenticated by the  
22 signature of the Mayor and City Clerk, and the seal of the City impressed hereon, and the title and  
23 general summary of the subject matter contained in this ordinance (set out below) shall be published  
24 in a newspaper which maintains an office and is of general circulation in the City and this ordinance  
25 shall be in full force and effect after its publication in accordance with law.

1 Pursuant to Section 3-17-5 NMSA 1978, as amended, the title and a general summary of the  
2 subject matter contained in this ordinance shall be published in substantially the following form:

3 **(Form of Summary of Ordinance for Publication)**

4 CITY OF SANTA FE, NEW MEXICO

5 NOTICE IS HEREBY GIVEN of the title and of a general summary of the subject matter  
6 contained in an ordinance duly adopted and approved by the Governing Body of the City of Santa Fe  
7 on August 27, 2014. A complete copy of the ordinance is available for public inspection during the  
8 normal and regular business hours of the City Clerk in the office of the City Clerk, City Hall, 200  
9 Lincoln Avenue, Santa Fe, New Mexico.

10 The title of the ordinance is:

11 AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF THE CITY  
12 OF SANTA FE, NEW MEXICO GROSS RECEIPTS TAX IMPROVEMENT  
13 REVENUE BONDS, SERIES 2014 IN AN AGGREGATE PRINCIPAL AMOUNT  
14 OF \$15,460,000 FOR THE PURPOSE OF DEFRAYING THE COST OF PUBLIC  
15 PROJECTS RELATED TO PUBLIC UTILITIES, PUBLIC WORKS, PARKS AND  
16 RECREATION, AND COMMUNITY SERVICES AS AUTHORIZED BY LAW  
17 AND THE CITY'S HOME RULE POWERS; PROVIDING THAT THE BONDS  
18 WILL BE PAYABLE AND COLLECTIBLE FROM THE GROSS RECEIPTS TAX  
19 REVENUES DISTRIBUTED TO THE CITY; ESTABLISHING THE FORM,  
20 TERMS, MANNER OF EXECUTION AND OTHER DETAILS OF THE BONDS;  
21 APPROVING CERTAIN OTHER AGREEMENTS AND DOCUMENTS IN  
22 CONNECTION WITH THE BONDS; RATIFYING ACTION PREVIOUSLY  
23 TAKEN IN CONNECTION WITH THE BONDS; REPEALING ALL  
24 ORDINANCES IN CONFLICT HERewith; AND RELATED MATTERS.

25 A general summary of the subject matter contained in such ordinance is set forth in the title.

1 COMPLETE COPIES OF THE ORDINANCE ARE ON FILE IN THE OFFICE OF THE CITY  
2 CLERK AT THE CITY HALL, 200 LINCOLN AVENUE, SANTA FE, NEW MEXICO, AND ARE  
3 AVAILABLE FOR INSPECTION AND/OR PURCHASE DURING REGULAR OFFICE HOURS.  
4 THIS NOTICE ALSO CONSTITUTES COMPLIANCE WITH SECTION 3-17-5 AND SECTIONS  
5 6-14-4 THROUGH 6-14-7, NMSA 1978.

6 WITNESS my hand and the seal of the City on August 27, 2014.

7 CITY OF SANTA FE

8  
9 (SEAL)

\_\_\_\_\_  
10 Yolanda Y. Vigil, City Clerk

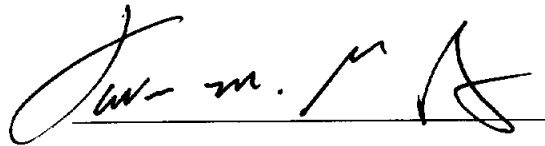
11 **(End of Form of Ordinance for Publication)**

12 PASSED, APPROVED and ADOPTED this 27<sup>TH</sup> day of August, 2014.

13 GOVERNING BODY OF THE

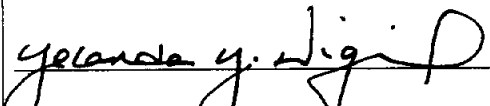
14 CITY OF SANTA FE

15  
16 (SEAL)


\_\_\_\_\_  
17 

JAVIER M. GONZALES, MAYOR

18 ATTEST:

19  
20   
21 YOLANDA Y. VIGIL, CITY CLERK

22 APPROVED AS TO FORM:

23   
24  
25 KELLEY A. BRENNAN, CITY ATTORNEY

26

1 After discussion, Councilor Dominguez moved for approval, with Councilor Trujillo  
2 seconding the motion. Bill No. 2014-22 passed upon the following roll call vote:

3 Those voting AYE: Councilor: Patti J. Bushee

4 Councilor: Bill Dimas

5 Councilor: Carmichael A. Dominguez

6 Councilor: Peter N. Ives

7 Councilor: Signe I. Lindell

8 Councilor: Joseph M. Maestas

9 Councilor: Christopher M. Rivera

10 Councilor: Ronald S. Trujillo

11 Those voting NAY: None

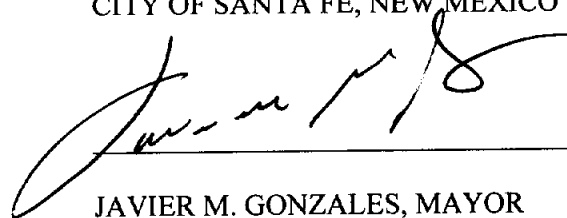
12 Those not present: Mayor: Javier M. Gonzales

13 The presiding officer thereupon declared that at least a three-fourths of all the members of the  
14 Governing Body having voted in favor of adoption of Bill No. 2014-22 the motion was carried and  
15 Ordinance No. 2014-27 was duly passed and adopted.

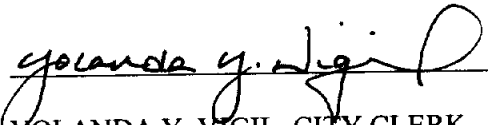
16 After consideration by the Governing Body of other business the meeting was duly  
17 adjourned.

18 GOVERNING BODY OF THE  
19 CITY OF SANTA FE, NEW MEXICO

20 (SEAL)

21   
22 JAVIER M. GONZALES, MAYOR

1 ATTEST:

2  
3   
4 YOLANDA Y. VIGIL, CITY CLERK

5 STATE OF NEW MEXICO )

6 ) ss.

7 COUNTY OF SANTA FE )

8 I, Yolanda Y. Vigil, City Clerk of the City of Santa Fe, New Mexico, do hereby certify:

9 1. The foregoing pages constitute a full and correct copy of the record of the  
10 proceedings of the Governing Body of the City at a regular meeting thereof, held on August 27, 2014,  
11 taken from the official minutes of the Governing Body, a copy of which is set forth in the record of  
12 proceedings; the copy of that Ordinance as contained in the record of proceedings is a full, true and  
13 correct copy of the original of Ordinance No. 2014-27 as passed by the Governing Body at that  
14 meeting, and the original Ordinance has been duly authenticated by the signatures of the Mayor of the  
15 City and the City Clerk on that date, sealed with the corporate seal of the City, and recorded in my  
16 office in a book of ordinances kept for that purpose.

17 2. Nine (9) members of the Governing Body were present at that meeting, and the  
18 members of the Governing Body voted on the passage of that Ordinance as set forth in the record of  
19 proceedings.

20 3. Notice of the August 27, 2014 meeting of the Governing Body was duly given as  
21 required by the Open Meetings Act, Sections 10-15-1 through 10-15-4, NMSA 1978, and Resolution  
22 No. 2014-1 which is the current resolution of the City which establishes the reasonable notice policy  
23 of the City as required by the Open Meetings Act.

24 4. On August 5, 2014, a Notice of Public Hearing on Adoption of Bill No. 2014-22 was  
25 published in *The Santa Fe New Mexican*, a newspaper which maintains an office in and is of general

1 Public Hearing is attached hereto as Exhibit A.

2 5. On August 29, 2014, a Notice of Adoption of Ordinance No. 2014-27 was published  
3 by title and summary of its subject matter in *The Santa Fe New Mexican*, a newspaper which  
4 maintains an office in and is of general circulation within the City. A true and correct copy of the  
5 affidavit of publication of the Notice of Adoption is attached hereto as Exhibit B.

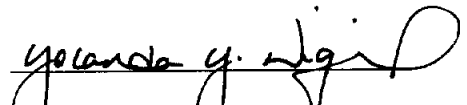
6 6. No other business concerning that Ordinance was taken at that meeting.

7 IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the City of Santa Fe,  
8 New Mexico this 27<sup>th</sup> day of August, 2014.

9 CITY OF SANTA FE

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11 (SEAL)

  
12 VOLANDA Y. VIGIL, CITY CLERK

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EXHIBIT A

(Notice of Public Hearing)

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SANTA FE  
**NEW MEXICAN**

Founded 1849

MODRALL SPERLING,  
123 E MARCY ST STE 201  
SANTA FE, NM 87501

ACCOUNT: 3821  
AD NUMBER: 0000080831  
LEGAL NO: 97176 P.O. #:  
1 TIME(S) 110.60  
AFFIDAVIT 10.00  
TAX 9.87  
TOTAL 130.47

**AFFIDAVIT OF PUBLICATION**

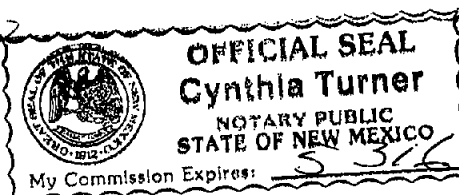
STATE OF NEW MEXICO  
COUNTY OF SANTA FE

I, M. Miera, being first duly sworn declare and say that I am Legal Advertising Representative of THE SANTA FE NEW MEXICAN, a daily newspaper published in the English language, and having a general circulation in the Counties of Santa Fe, Rio Arriba, San Miguel, and Los Alamos, State of New Mexico and being a newspaper duly qualified to publish legal notices and advertisements under the provisions of Chapter 167 on Session Laws of 1937; that the Legal No 97176 a copy of which is hereto attached was published in said newspaper 1 day(s) between 08/08/2014 and 08/08/2014 and that the notice was published in the newspaper proper and not in any supplement; the first date of publication being on the 8th day of August, 2014 and that the undersigned has personal knowledge of the matter and things set forth in this affidavit.

/s/ *Mark*  
LEGAL ADVERTISEMENT REPRESENTATIVE

Subscribed and sworn to before me on this 8th day of August, 2014

Notary *Cynthia Turner*  
Commission Expires: *5 3 16*





**LEGAL # 97176**

**CITY OF SANTA FE,  
NEW MEXICO  
NOTICE OF MEETING,  
PUBLIC HEARING  
AND INTENT TO  
ADOPT ORDINANCE**

The City of Santa Fe, New Mexico, hereby gives notice of a regular City Council meeting for Wednesday, August 27, 2014 at 7:00 p.m., at the City Council of the City of Santa Fe, New Mexico. At such meeting, the City Council will hold a public hearing concerning and will consider for adoption the ordinance described below. Complete copies of the proposed ordinance are available for public inspection during the normal and regular business hours of the City Clerk in the office of the City Clerk, City Hall, 200 Lincoln Avenue, Santa Fe, New Mexico.

The title of the ordinance is:

**AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF THE CITY OF SANTA FE, NEW MEXICO GROSS RECEIPTS TAX IMPROVEMENT REVENUE BONDS IN AN AGGREGATE PRINCIPAL AMOUNT OF \$18,000,000 FOR THE PURPOSE OF DEFRAYING THE COST OF PUBLIC PROJECTS RELATED TO PUBLIC UTILITIES, PUBLIC WORKS, PARKS AND RECREATION, AND COMMUNITY SERVICES AS AUTHORIZED BY LAW AND THE CITY'S HOME RULE POWERS; PROVIDING THAT THE BONDS WILL BE PAYABLE AND COLLECTIBLE FROM THE GROSS RECEIPTS TAX REVENUES DISTRIBUTED TO THE CITY; ESTABLISHING THE FORM, TERMS, MANNER OF EXECUTION AND OTHER DETAILS OF THE BONDS; AUTHORIZING THE EXECUTION AND**

**DELIVERY OF A BOND PURCHASE AGREEMENT; APPROVING CERTAIN OTHER AGREEMENTS AND DOCUMENTS IN CONNECTION WITH THE BONDS; RATIFYING ACTION PREVIOUSLY TAKEN IN CONNECTION WITH THE BONDS; REPEALING ALL ORDINANCES IN CONFLICT HERewith; AND RELATED MATTERS.**

The title contains a general summary of the subject matter contained in the Ordinance.

This Notice constitutes compliance with Section 3-17-3, NMSA 1978.

Published in The Santa Fe New Mexican on August 8, 2014.

Continued...

[www.santafenewmexican.com](http://www.santafenewmexican.com)

EXHIBIT B

(Notice of Adoption)

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SANTA FE  
NEW MEXICAN

Founded 1849

MODRALL LAW FIRM.  
PO BOX 2168  
ALBUQUERQUE, NM 87103

ACCOUNT: 1902  
AD NUMBER: 0000084297  
LEGAL NO 97404 P.O. #:  
1 TIME(S) 99.54  
AFFIDAVIT 20.00  
TAX 8.97  
TOTAL 118.51

AFFIDAVIT OF PUBLICATION

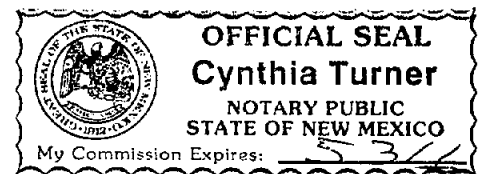
STATE OF NEW MEXICO  
COUNTY OF SANTA FE

I, M. Miera, being first duly sworn declare and say that I am Legal Advertising Representative of THE SANTA FE NEW MEXICAN, a daily newspaper published in the English language, and having a general circulation in the Counties of Santa Fe, Rio Arriba, San Miguel, and Los Alamos, State of New Mexico and being a newspaper duly qualified to publish legal notices and advertisements under the provisions of Chapter 167 on Session Laws of 1937; that the Legal No 97404 a copy of which is hereto attached was published in said newspaper 1 day(s) between 08/29/2014 and 08/29/2014 and that the notice was published in the newspaper proper and not in any supplement; the first date of publication being on the 29th day of August, 2014 and that the undersigned has personal knowledge of the matter and things set forth in this affidavit.

ISI [Signature]  
LEGAL ADVERTISEMENT REPRESENTATIVE

Subscribed and sworn to before me on this 29th day of August, 2014

Notary Cynthia Turner  
Commission Expires: 5 31 6



THE SANTA FE  
**NEW MEXICAN**  
Founded 1849

LEGAL # 97404

**CITY OF SANTA FE,  
NEW MEXICO  
NOTICE OF  
ADOPTION OF  
ORDINANCE**

NOTICE IS HEREBY GIVEN of the title and of a general summary of the subject matter contained in an ordinance duly adopted and approved by the Governing Body of the City of Santa Fe on August 27, 2014. A complete copy of the ordinance is available for public inspection during the normal and regular business hours of the City Clerk in the office of the City Clerk, City Hall, 200 Lincoln Avenue, Santa Fe, New Mexico.

A general summary of the subject matter contained in the ordinance is set forth in the title. Complete copies of the Ordinance are on file in the office of the City Clerk at the City Hall, 200 Lincoln Avenue, Santa Fe, New Mexico, and are available for inspection and/or purchase during regular office hours. This Notice also constitute compliance with Section 3-17-5 and Sections 6-14-4 through 6-14-7, NMSA 1978.

Published in The Santa Fe New Mexican on August 29, 2014.

The title of the ordinance is:

**AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF THE CITY OF SANTA FE, NEW MEXICO GROSS RECEIPTS TAX IMPROVEMENT REVENUE BONDS, SERIES 2014 IN AN AGGREGATE PRINCIPAL AMOUNT OF \$18,000,000 FOR THE PURPOSE OF DEFRAYING THE COST OF PUBLIC PROJECTS RELATED TO PUBLIC UTILITIES, PUBLIC WORKS, PARKS AND RECREATION, AND COMMUNITY SERVICES AS AUTHORIZED BY LAW AND THE CITY'S HOME RULE POWERS; PROVIDING THAT THE BONDS WILL BE PAYABLE AND COLLECTIBLE FROM THE GROSS RECEIPTS TAX REVENUES DISTRIBUTED TO THE CITY; ESTABLISHING THE FORM, TERMS, MANNER OF EXECUTION AND OTHER DETAILS OF THE BONDS; APPROVING CERTAIN OTHER AGREEMENTS AND DOCUMENTS IN CONNECTION WITH THE BONDS; RATIFYING ACTION PREVIOUSLY TAKEN IN CONNECTION WITH THE BONDS; REPEALING ALL ORDINANCES IN CONFLICT HERewith; AND RELATED MATTERS.**

Continued...

SantaFeNewMexican.com