

THE CITY OF WARWICK  
STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

CHAPTER 66

SEWERS AND SEWAGE DISPOSAL

No..... Date.....

Approved.....Mayor

**AN ORDINANCE OF THE CITY OF WARWICK APPROVING THE FINANCING OF THE DESIGN, CONSTRUCTION, REPAIR, REHABILITATION, EQUIPPING AND EXTENSION OF THE CITY’S SEWAGE COLLECTION SYSTEM, INCLUDING BUT NOT LIMITED TO INTERCEPTORS, TRUNK LINES, PUMPS, MANHOLES, AND PIPES AND DESIGN, FEASIBILITY, ENGINEERING, ASSESSMENTS OR OTHER SUTIDES WHICH MAY BE NECESSARY OR DESIRABLE IN CONNCTION THEREWITH AND APPROVING THE ISSUANCE OF SEWER SYSTEM REVENUE BONDS AND NOTES THEREFOR IN AN AMOUNT NOT TO EXCEED \$7,000,000**

WHEREAS, the health, safety and welfare of the citizens of the City of Warwick (the “City”) are matters of paramount importance to the City Council; and

WHEREAS, the City Council desires that revenue bonds be issued to provide a funding source for continued sewer improvements within the City in furtherance of the health, safety and welfare of its citiznes.

*NOW THEREFORE, BE IT ORDAINED BY THE CITY OF WARWICK:*

Section I: Chapter 66 of the Code of Ordinances of the City of Warwick is hereby amended by adding the following section:

**Sec. 66-5.1 Borrowing Payable from City’s Sewer System Revenues Authorized.**

(a) In addition to the authority granted by Sections 66-3 and 66-4 of the Code of Ordinances, the sum of Seven Million Dollars (\$7,000,000) is appropriated for the design, construction, repair, rehabilitation, equipping, and extension of the City’s sewage collection system, including but not limited to interceptors, trunk lines, pumps, manholes, pipes, and design, feasibility, engineering, assessment or other studies which may be necessary or desirable in connection therewith, and the costs of issuance of the Bonds and Notes (defined below) (collectively, the “Project”). The period of usefulness of the Project is expected to be not less than twenty-five (25) years.

1           (b) This Ordinance is adopted in accordance with the Rhode Island Infrastructure Bank  
2 Act, Chapter 46-12.2 of the Rhode Island General Laws, which requires that the City comply  
3 with the City Charter to the extent it is not in conflict with Chapter 46-12.2. The Mayor and the  
4 City Treasurer are hereby authorized to borrow an amount not exceeding Seven Million Dollars  
5 (\$7,000,000) from the Rhode Island Infrastructure Bank, and to evidence such loan, such officers  
6 are hereby authorizes to issue and refund on behalf of the Warwick Sewer Authority, in an  
7 amount not exceeding Seven Million Dollars (\$7,000,000) wastewater system revenue bonds  
8 (the “Bonds”), at one time, or from time to time, in order to meet the foregoing appropriation.  
9

10           (c) The said officers from time to time may issue and refund not exceeding Seven Million  
11 Dollars (\$7,000,000) interest bearing or discounted wastewater system revenue notes (the  
12 “Notes”) in anticipation of the issuance of said Bonds.  
13

14           (d) The estimated maximum cost of the Project is \$7,000,000.  
15

16           (e) The Bonds and Notes shall be payable solely from revenues of the City’s sewer  
17 system including, but not limited to, annual charges, sewer assessments and connect capable  
18 charges (the “Sewer Revenues”). The Bonds and Notes are not and shall never be general  
19 obligations of the City and therefore the authorization of the Bonds and Notes is not subject to  
20 the referendum requirements of the City Charter as the City’s full faith and credit is not pledged  
21 to the payment of the Bond and Notes. The City may issue bonds, notes, or other obligations on a  
22 parity with the Bonds. The manner of sale, amount, denominations, maturities, conversion or  
23 registration privileges, interest rates, medium of payment, and other terms, conditions and details  
24 of the Bonds or Notes may be fixed by the officers authorized to sign the Bonds or Notes. The  
25 net debt of the City is not affected by the issuance of the Bonds or Notes as the Bonds and Notes  
26 will not be general obligations of the City but will be payable solely from wastewater system  
27 revenues. The Bonds and Notes authorized hereby will be within all debt and other limitations  
28 prescribed by the Constitution and the laws of Rhode Island.  
29

30           (f) The Mayor, the City Treasurer and the Chairperson of the Warwick Sewer Authority  
31 are also authorized, empowered and directed, to: (i) execute, acknowledge and deliver a  
32 Supplemental Indenture by and among the City, the Warwick Sewer Authority and the U.S.  
33 Bank National Association, as trustee (the “Trustee”) (the “Supplemental Indenture”) amending  
34 and supplementing the Trust Indenture dated December 30, 2004 by and between the City and  
35 the Trustee (as amended, the “Trust Indenture”), and any and all other loan agreements,  
36 documents, certificates or instruments necessary to effectuate such borrowing; (ii) amend,  
37 modify or supplement the Trust Indenture, the Supplemental Indenture, the Bonds or Notes and  
38 any and all other loan agreements, documents, certificates or instruments at any time and from  
39 time to time, in such manner and for such purposes as such officers shall deem necessary,  
40 desirable or advisable; and (iii) do and perform all such other acts and things deemed by such  
41 officers to be necessary, desirable or advisable with respect to any matters contemplated by this  
42 Ordinance in order to effectuate said borrowing and the intent thereof.  
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44           (g) The Mayor, the City Treasurer and the Chairperson of the Warwick Sewer Authority  
45 are hereby authorized to deliver the Bonds or Notes to the purchaser and, if the Bonds and Notes  
46 are to be issued on a tax-exempt basis, said officers are hereby authorized and instructed to take

1 all actions necessary to ensure that interest on the Bonds and Notes will be excludable from gross  
2 income for federal income tax purposes and to refrain from all actions which would cause  
3 interest on the Bonds or Notes to become subject to federal income taxes.  
4

5 (h) The Mayor, the City Treasurer and the Chairperson of the Warwick Sewer Authority  
6 are authorized to take all actions necessary to comply with federal tax and securities laws  
7 including Rule 15c2-12 of the Securities and Exchange Commission (the “SEC Rule”) and to  
8 execute and deliver a Continuing Disclosure Certificate in connection with the Bonds or Notes in  
9 the form as shall be deemed advisable by the Mayor, the City Treasurer and the Chairperson of  
10 the Warwick Sewer Authority in order to comply with the SEC Rule. The City hereby covenants  
11 and agrees that it will comply with and carry out all of the provisions of the Continuing  
12 Disclosure Certificate, as it may be amended from time to time. Notwithstanding any other  
13 provision of this Ordinance or the Bonds or Notes, failure of the City to comply with the  
14 Continuing Disclosure Certificate shall not be considered an event of default; however, any  
15 Bondholder or Noteholder may take such actions as may be necessary and appropriate, including  
16 seeking mandate or specific performance by court order, to cause the City to comply with its  
17 obligations under this Section and under the Continuing Disclosure Certificate.  
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19 Section II: This Ordinance shall take effect immediately upon its passage.  
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21 SPONSORED BY: COUNCILMAN HOWE  
22 COUNCILWOMAN TRAVIS

23 COMMITTEE: FINANCE  
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