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RESOLUTION NO. 2001-05

of the

ARKANSAS SOIL AND WATER CONSERVATION COMMISSION

RESOLUTION APPROVING A PROPOSAL TO ISSUE STATE OF ARKANSAS WATER, WASTE DISPOSAL AND POLLUTION ABATEMENT FACILITIES GENERAL OBLIGATION BONDS, SERIES 2001A; APPROVING THE FORM OF THE OFFICIAL NOTICE OF SALE, PRELIMINARY OFFICIAL STATEMENT AND OFFICIAL BID FORM; AUTHORIZING THE EXECUTIVE DIRECTOR OR THE CHAIRMAN TO REVIEW BIDS AND ACCEPT THE BID HAVING THE LOWEST TRUE INTEREST COST FOR THE BONDS; APPROVING THE FORM OF THE PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING THE EXECUTIVE DIRECTOR TO DEEM IT "FINAL" FOR PURPOSES OF THE SEC RULES; AND PROVIDING FOR OTHER MATTERS IN CONNECTION WITH THE ISSUANCE OF THE BONDS.

WHEREAS, the Arkansas Soil and Water Conservation Commission (the "Commission") proposes to offer for sale its State of Arkansas Water, Waste Disposal and Pollution Abatement Facilities General Obligation Bonds, Series 2001A (the "Series 2001A Bonds"); and

WHEREAS, by Proclamation dated October 25, 2000 (the "Proclamation"), the Governor of the State of Arkansas has approved the Arkansas Water, Waste Disposal and Pollution Abatement Facilities Act of 1997 General Obligation Bond Program Plan of Work for the 1999-2001 Biennium, as amended (the "Plan of Work"), and the issuance by the Commission of \$60,000,000 in principal amount of water, waste disposal and pollution abatement facilities general obligation bonds in the 1999-2001 Biennium; and

WHEREAS, the Series 2001A Bonds will be issued for projects described in the Plan of Work under Act No. 607 of the General Assembly of the State for the year 1997; and

WHEREAS, the \$60,000,000 limitation on principal amount of bonds that may be issued will not be exceeded; and

WHEREAS, the interest on the Series 2001A Bonds will be includable in gross income for federal income tax purposes; and

WHEREAS, the Commission has prepared, but not yet printed, and proposes to distribute an Official Notice of Sale and Official Bid

Form requesting bids for the purchase of the Series 2001A Bonds;
and

WHEREAS, the Commission has prepared, but not yet printed, and proposes to distribute a Preliminary Official Statement relating to the Series 2001A Bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE ARKANSAS SOIL AND WATER CONSERVATION COMMISSION AS FOLLOWS:

1. The Series 2001A Bonds shall be offered in a principal amount between \$9,700,000 and \$10,000,000 as the Executive Director and the Chairman shall determine is necessary to pay costs of issuance and to fund projects. The Series 2001A Bonds shall be offered for sale on sealed bids on the date to be specified in the Official Notice of Sale at the offices of the Financial Advisor, Morgan Keegan & Company, Inc., 100 Morgan Keegan Drive, Suite 400, Little Rock, Arkansas 72202, or such other location as may be approved by the Executive Director. The Executive Director or the Chairman, after consultation with Morgan Keegan & Company, Inc., as Financial Advisor, and Friday, Eldredge & Clark, LLP, as Bond Counsel, is authorized to select a date for the sale and to review the bids from prospective purchasers of the Series 2001A Bonds as they are received pursuant to the Official Notice of Sale and to accept the bid having the lowest true interest cost or to reject all bids, as the Executive Director or the Chairman, in his sole discretion, shall determine. The Executive Director or the Chairman shall have the authority to execute the Official Bid Form evidencing acceptance of the best bid.

2. An abbreviated Notice of Sale approved by the Executive Director shall be published in the Arkansas Democrat-Gazette at least 7 days before the date of the sale.

3. The Official Notice of Sale, Official Bid Form and Preliminary Official Statement, substantially in the forms exhibited to the Commission at this meeting, are hereby approved. The printing and distribution thereof are also hereby approved. The Chairman and Executive Director, or one or both of them, are authorized to complete, amend and modify these forms as the executing party or parties, in their discretion, shall determine with the advice of Bond Counsel and the Financial Advisor. The signatures of the Chairman or Executive Director on such documents conclusively establish his approval of any such changes.

4. The Executive Director is delegated by the Commission the authority to deem final, for purposes of Rule 15c2-12 issued by the Securities and Exchange Commission, the Preliminary Official

Statement at such time and in such form as is required by such Rule.

5. The Chairman and Executive Director, or one or both of them, are hereby authorized to execute the documents approved herein; to take such other actions and to approve such other documents as are, in their judgment, necessary or appropriate in order to prepare for the sale of and to sell the Series 2001A Bonds; to authorize the preparation of a Final Official Statement, to execute the Final Official Statement and to deliver copies of the same to the low bidder in accordance with the Official Notice of Sale; to authorize the preparation of a Series Resolution prescribing the terms and provisions of the Series 2001A Bonds, which Series Resolution is to be adopted at a subsequent meeting of the Commission; and to accomplish the intent of this Resolution and the Series Resolution.

RESOLUTION ADOPTED: March 15, 2001.

ARKANSAS SOIL AND WATER
CONSERVATION COMMISSION

By David Hillman
David Hillman
Chairman

ATTEST:

J. Randy Young, P.E.
Executive Director and Secretary

(SEAL)

CERTIFICATE

I, J. Randy Young, Executive Director and Secretary of the Arkansas Soil and Water Conservation Commission, hereby certify that the attached is a true and correct copy of Resolution 2001-05 adopted by a quorum of the members of the Commission at a duly held meeting in Little Rock, Arkansas, on March 15, 2001.

Dated: 3/21, 2001.



J. Randy Young, P.E.
Executive Director and Secretary

(SEAL)