

AN ORDINANCE AUTHORIZING THE EXECUTION OF A CONTRACT TO PURCHASE WATER FROM THE COUNTY OF NATRONA, WYOMING-TOWN OF MILLS, WYOMING-WARDWELL WATER AND SEWER DISTRICT-IMPACT JOINT POWERS BOARD, APPROVING THE ISSUANCE OF TWO SERIES OF WATER REVENUE BONDS BY SAID IMPACT JOINT POWERS BOARD; PRESCRIBING OTHER DETAILS, INCLUDING COVENANTS AND AGREEMENTS IN CONNECTION THEREWITH; RATIFYING ACTION PREVIOUSLY TAKEN; AND DECLARING AN EMERGENCY.

WHEREAS, the Town of Mills (the "Town") in the County of Natrona (the "County") and State of Wyoming is a Town organized and existing under and by virtue of the Constitution and general laws of the State of Wyoming; and

WHEREAS, the Wyoming Joint Powers Act, §§ 9-1-129 to 9-1-136, W.S. 1977 (the "Project Act"), authorizes two or more agencies (which term includes municipal corporations, counties, and special districts) to jointly plan, create, finance and operate water facilities, and to create a joint powers board for such purpose; and

WHEREAS, the County of Natrona, Wyoming-Town of Mills, Wyoming-Wardwell Water and Sewer District-Impact Joint Powers Board (herein "Board") was created by the Town, the Wardwell Water and Sewer District (the "District") and the County, pursuant to the Project Act for the purpose of providing an orderly and economical method of joint planning, creating, expanding, financing, and operating systems for the delivery of adequate and properly treated water to the Town and the District; and

WHEREAS, the Board proposes to plan, create, expand, finance, and operate water facilities for the purpose of supplying water to the Town and to other members of the Board; and

WHEREAS, the Town needs an economical, reliable source of Treated Water to meet the growing demands of its customers and has determined to purchase such water from the Board; and

WHEREAS, the Town desires to purchase, and the Board desires to sell water on the terms and conditions set forth in a Water Sale Contract (the "Contract") with the Board; and

Clerk's Copy

STATE OF WYOMING)
)
COUNTY OF NATRONA) SS.
)
TOWN OF MILLS)

A regular meeting of the Town Council (the "Council") of the Town of Mills, Wyoming (the "Town"), was held at 8:00 p.m., on November 7, 1979, at the Mills Town Hall, in Mills, Wyoming, the regular meeting place of the Board, pursuant to due notice and call.

The Mayor called the meeting to order, and upon roll call the following were found to be present, constituting a quorum:

Mayor: Robert L. Moore
Councilmembers: Newton Weber
Kenneth Barrett
Wesley Johnson
Robert W. Lamb

Absent:

constituting all the members thereof.

There were also present:

Town Attorney: Robert Skar
Town Clerk: Norene Kilmer

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

Councilmember Barrett introduced the following ordinance, copies of which were distributed to all members of the Council and filed with the Clerk and which was thereupon read by title and is as follows:

WHEREAS, payments under the Contract shall be made only from the revenues of the Town's municipal water system and other funds legally available on due authorization by the Town Council; and

WHEREAS, the Project Act further provides that a joint project to be owned by a joint powers board may be financed by revenue bonds issued by a joint powers board, which bonds shall meet the procedural requirements of §§ 35-2-425 to 35-2-428, W.S. 1977 (the "Bond Act"), and shall be paid solely by the revenues received by a joint powers board from the ownership, lease or operation of any property or interest in property owned, leased or controlled by the Board; and

WHEREAS, the Board has determined that it is necessary and in the best interests of the Board that it issue water revenue bonds, Series A, in the aggregate principal amount of \$1,100,000 for the purpose of financing a portion of the cost of such water treatment facility (the "Project"), said bonds to meet the procedural requirements of the Bond Act, and said bonds to be payable solely from that portion of the revenues received by the Board from the ownership and operation of the System which consists of all revenues derived from payments made by the Town pursuant to the Contract, less the Town's Share of System Operation and Maintenance Expenses; and

WHEREAS, the Board has determined that it is necessary and in the best interests of the Board that it issue its water revenue bonds, Series B, for the purpose of financing the remaining portion of the cost of such water treatment facility and the cost of certain other water facilities, said Series B bonds to be payable from that portion of the revenues received by the Board from the ownership and operation of the System which consists of all revenues derived from payments made by the District pursuant to a Water Sale Contract between the Board and said District dated as of November 1, 1979 (the "Wardwell Contract") less said District's Share of System Operation and Maintenance Expenses; and

WHEREAS, the form of the Contract and of the resolutions of the Board authorizing the Series A Bonds and the Series B Bonds are attached hereto as Exhibit A; and

WHEREAS, the Town Council has found and determined and hereby finds and determines that it is in the best interest of the Town and the inhabitants thereof that it enter into the

Contract and approve the issuance of the Series A Bonds and Series B Bonds; and

WHEREAS, due to the necessity of commencing construction on the Project as quickly as possible so as to have treated water available to the Town when needed, and due to rapidly increasing construction costs and for other good and sufficient reasons, it is hereby declared that an emergency exists, that this ordinance is necessary for the immediate preservation of the public peace, health and safety, and that it shall be in full force and effect from and after its passage.

NOW, THEREFORE, BE IT ORDAINED BY THE GOVERNING BODY OF THE TOWN OF MILLS, WYOMING:

Section 1. Ratification. All consistent action taken previously by the Council and the officers of the Town directed toward the Project, the Contract, and toward the issuance of the Board's water revenue bonds, Series A and B is ratified, approved and confirmed.

Section 2. Execution of Contract. The Mayor and the Clerk of the Town are hereby authorized to execute the Water Sale Contract dated as of November 1, 1979 between the Board and the Town in substantially the form attached hereto as a part of Exhibit A, subject to such corrections, additions, and omissions prior to delivery of the Bonds as such officers may determine advisable or necessary to the effect the intent and purpose hereby authorized. Payments under the Contract shall be made by the Town solely from the revenues of the Town's municipal water system and other revenues legally available on due authorization by the Town Council.

Section 3. Approval of Issuance of Bonds and of Form of Resolutions. The Town hereby approves the issuance of the Board's water revenue bonds, Series A and Series B, pursuant to the provisions of the Resolutions authorizing such bonds attached hereto as a part of Exhibit A and hereby approves the form of such Resolutions and agreements to all provisions of such resolutions which relate to the Town.

Section 4. Impairment of Contract. The Town agrees that any law, ordinance, resolution, or contract of the Town, including, without limitation, the Contract, in any manner affecting the water revenues of the Town or the Series A water revenue bonds of the Board, or otherwise appertaining thereto, shall not be repealed or otherwise directly or indirectly modified, in such a manner as to impair adversely any of such bonds outstanding, unless such bonds have been discharged in full or provision has been fully made therefor or

unless the consent of the specified percentage of the holders of the then outstanding bonds is obtained pursuant to the provisions of the resolution authorizing the bonds.

Section 5. Further Assurances. The Town will at any and all times adopt such further ordinances, resolutions, or make, execute, acknowledge, deliver, or record such further instruments and further assurances, and undertake such further action as may now or hereafter be authorized by law, and as may reasonably be required by the Board to comply with the terms and provisions of the Contract. The Town hereby specifically agrees to maintain water rates and charges at a level sufficient to make all payments due to the Board under the Contract.

Section 6. Amendment of Ordinance. This ordinance may not be amended during the term of the Contract without the consent of the Board and the District.

Section 7. Delegated Powers. The officers of the Town be, and they hereby are, authorized and directed to take all action necessary or appropriate to effectuate the provisions of this ordinance.

Section 8. Ordinance Irrepealable. After any of the Series A or Series B water revenue bonds of the Board are issued, this Ordinance shall constitute an irrevocable contract between the Town and the Board and shall be and shall remain irrepealable until such bonds, as to all principal and interest, are fully paid, cancelled, and discharged, except as otherwise provided in the resolutions of the Board authorizing such bonds.

Section 9. Repealer. All bylaws, orders, resolutions, and other ordinances or parts thereof, inconsistent herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed to revive any bylaw, order, resolution or other ordinance, or part thereof, heretofore repealed.

Section 10. Severability. If any section, subsection, paragraph, clause, or other provision of this ordinance for any reason is invalid or unenforceable, the invalidity or unenforceability of such section, subsection, paragraph, clause, or other provision shall not affect any of the remaining provisions of this ordinance.

Section 11. Emergency. For the reasons set forth in the preambles to this ordinance, the Council finds and declares that an emergency exists; that this ordinance is for the immediate preservation of the public peace, health, safety

and welfare, and that it shall be in full force and effect from and after its passage and approval.

Section 12. Suspension of Readings. The rule requiring ordinances, except emergency ordinances, to have public readings on 3 different days unless three-fourths of the governing body vote to suspend the rule, as provided by Section 15-1-115 Wyoming Statutes, 1977, as amended, is hereby suspended for the purpose of permitting the adoption of this ordinance at this meeting.

PASSED, ADOPTED AND APPROVED this November 7, 1979.

(SEAL)

Robert L. Moore
Mayor

ATTEST:

Norene Kilmer
Town Clerk

Ordinance No. 284, passed, adopted and approved on November 7, 1979, was duly published in the Casper-Star-Tribune on November 10, 1979.

PROCLAMATION

The foregoing emergency Ordinance No. 284, passed, adopted and approved this November 7, 1979, which operates for the immediate preservation of the public peace, health, safety and welfare, shall become effective immediately.

(SEAL)

Robert L. Moore

Mayor

ATTEST:

Norene Kilmner
Town Clerk

It was thereupon moved by Councilmember Johnson and seconded by Councilmember Barrett that the rules of this Council and any statutory provisions which might prevent, unless suspended, the final passage and adoption of the foregoing ordinance at this meeting be, and the same hereby are, suspended for the purpose of permitting the final passage and adoption of said ordinance at this meeting.

The question being upon the adoption of said motion and the suspension of the rules, the roll was called with the following result:

Those Voting Aye:	Robert L. Moore
	Newton Weber
	Kenneth Barrett
	Wesley Johnson
	Robert W. Lamb

Those Voting Nay:

Those Absent:

At least three-fourths of the members of the Town Council having voted in favor of said motion, the presiding officer declared said motion carried and the rules suspended.

Councilmember Weber then moved that said ordinance, introduced and read in full at this meeting, be now passed and adopted as read. Councilmember Lamb seconded the motion, and the question being upon the passage and adoption of said ordinance, the roll was called with the following result:

Those Voting Aye:	Robert L. Moore
	Newton Weber
	Kenneth Barrett
	Wesley Johnson
	Robert W. Lamb

Those Voting Nay:

Those Absent:

At least three-quarters of the Councilmembers having voted in favor, the presiding officer declared that said motion was carried, and that said ordinance duly passed and was adopted.

EXHIBIT A

STATE OF WYOMING)
)
COUNTY OF NATRONA) SS.
)
TOWN OF MILLS)

I, Noreene Kilmer, Town Clerk of the Town of Mills, Wyoming, do hereby certify:

1. That the foregoing pages numbered from 1 to inclusive, are a true, correct, and complete copy of the record of proceedings had and taken by the Town Council of the Town of Mills, Wyoming, at a regular meeting thereof held at the Town Hall, in said municipality, on November 7, 1979, insofar as said proceedings relate to the passage and adoption of an ordinance, a copy of which is hereinbefore set forth; that said ordinance has been signed by the Mayor, sealed with the corporate seal of said Town, attested by me as Town Clerk, and duly recorded in the books of said Town; and that the same remains of record in the book of records of said Town in my office.

2. That the Mayor and 4 members of the Town Council were present at said meeting, and that members of said Council voted on the passage of said ordinance as in said minutes set forth.

3. The proceedings of said meeting, including the title of the ordinance were published on November 7, 1979, in the Casper Star-Tribune which is the legal newspaper of the Town, and a copy of said proceedings were furnished by me to said newspaper within 48 hours after the adjournment of the meeting.

4. The ordinance was published once in full in said newspaper on November 7, 1979.

5. Notice of said meeting has been given as required by the statutes of the State of Wyoming relating to meetings of governmental agencies (Sections 9-11-101 through 9-11-107). The governing body of the governmental agency mentioned above has provided for the holding of its regular meeting at 7:30 .m. on the first and third Wednesday of each month. Notice of said meeting, if it was a special meeting, has been given by the presiding officer of said governing body by giving each member of the governing body and to each newspaper of general circulation, radio or television station requesting the same a notice specifying the time and place of the special meeting and the

business to be transacted. Said meeting was a public meeting, open to the public at all times.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of the Town of Mills, Wyoming, this November 10, 1979.

(SEAL)



Town Clerk