

**PROCEEDINGS OF THE CITY COUNCIL
OF THE CITY OF NATCHITOCHEs, STATE OF LOUISIANA,
REGULAR MEETING HELD ON
MONDAY, MARCH 08, 2021 AT 5:30 P.M.**

The City Council of the City of Natchitoches met in legal and regular session at the Natchitoches Council Chambers, 716 Second Street, Natchitoches, Louisiana on Monday, March 08, 2021 at 5:30 p.m.

There were present:

Mayor Ronnie Williams
Councilwoman At Large Betty Sawyer-Smith
Councilman Eddie Harrington
Councilman Dale Nielsen
Councilman Christopher Petite
Councilwoman Rosemary Elie

Guests: Michael Ferdinand, Executive director of the Natchitoches Community Alliance (NCA)
Absent: None

Mayor Ronnie Williams called the meeting to order and welcomed everyone for coming. Councilman Petite led the invocation and Councilwoman Rose Elie led the Pledge of Allegiance.

Mayor Williams then called for the reading and approval of the minutes for the February 22, 2021 meeting. Councilwoman At Large Smith moved that we dispense with the reading of the minutes and approval of same. Seconded by Councilwoman Elie,

A roll call vote was as follows:

Ayes:	Elie, Nielsen, Smith, Harrington, Petite
Nays:	None
Absent:	None
Abstain:	None

Executive Director of Natchitoches Community Alliance (NCA) Michael Ferdinand provided an introduction of himself and what he hopes to accomplish as the Director of NCA.

The following Resolution was introduced by Mrs. Smith and Seconded by Mrs. Elie as follows, to –wit:

RESOLUTION NO. 018 OF 2021

PROCLAMATION DECLARING THE MONTH OF MARCH AS WOMEN’S HISTORY MONTH IN THE CITY OF NATCHITOCHE

WHEREAS, American women of every race, class, and ethnic background have made historic contributions to the growth and strength of our Nation in countless recorded and unrecorded ways;

WHEREAS, American women have played and continue to play critical economic, cultural, and social role in every sphere of the life of the Nation by constituting a significant portion of the labor force working inside and outside of the home;

WHEREAS, American women were particularly important in the establishment of early charitable, philanthropic, and cultural institutions in our Nation;

WHEREAS, American women of every race, class, and ethnic background served as early leaders in the forefront of every major progressive social change movement;

WHEREAS, American women have served our country courageously in the military;

WHEREAS American women have been leaders, not only in securing their own rights of suffrage and equal opportunity, but also in the abolitionist movement, the emancipation movement, the industrial labor movement, the civil rights movement, and other movements, especially the peace movement, which create a more fair and just society for all; and

WHEREAS despite these contributions, the role of American women in history has been consistently overlooked and undervalued, in the literature, teaching and study of American history:

NOW, THEREFORE, I, MAYOR RONNIE WILLIAMS, Jr., of the City of Natchitoches hereby proclaim, that March is designated as

Women’s History Month

in the City of Natchitoches and I call upon all citizens to observe this month and to invite all citizens to visit www.WomensHistoryMonth.gov to learn more about the vital contribution of women to our Nation’s history.

This Resolution was then presented for a vote, and the vote was recorded as follows:

AYES: Elie, Nielsen, Smith, Harrington, Petite
NAYS: None
ABSENT: None
ABSTAIN: None

THEREUPON, Mayor Ronnie Williams, Jr., declared the Resolution passed by a vote of 5Ayes to 0 Nays on this 8th day of March, 2021.

RONNIE WILLIAMS, JR., MAYOR

Motion was made by Councilman Dale Nielsen to take Ordinance No. 004 of 2021 from the table, seconded by Councilwoman At Large Betty Smith.

A roll call vote was as follows:

Ayes:	Elie, Nielsen, Smith, Harrington, Petite
Nays:	None
Absent:	None
Abstain:	None

The following ordinance, having been previously introduced on January 11, 2021, published in the Official Journal of the City of Natchitoches, State of Louisiana, and a public hearing held thereon on March 8, 2021, was offered for final adoption by Mr. Harrington and seconded by Mr. Nielsen:

CITY OF NATCHITOCHEs,

STATE OF LOUISIANA

**SECOND SUPPLEMENTAL
BOND ORDINANCE NO. 004 OF 2021**

A Second Supplemental Bond Ordinance Amending and Supplementing Ordinance No. 1 of 2015 providing for the incurring of debt and issuance of not to exceed Four Million Dollars (\$4,000,000) of Utilities Revenue Refunding Bonds, Series 2021, of the City of Natchitoches, State of Louisiana; prescribing the form, terms and conditions of said Refunding Bonds, designating the date, denomination and place of payment of said Refunding Bonds, providing for the payment thereof in principal and interest; authorizing the agreement with the Paying Agent; and providing for other matters in connection therewith.

WHEREAS, the City of Natchitoches, State of Louisiana (the “*City*”), acting through its governing authority, this City Council of the City of Natchitoches, State of Louisiana (this “*Governing Authority*”), has by ordinance heretofore issued the following described bonds payable from a pledge and dedication of the income and revenues of the hereinafter-defined System:

(i) \$874,000 Utilities Revenue Bonds, Series 2009A (the “*Series 2009A Bonds*”), of which approximately \$584,000 is currently outstanding, having a final maturity of December 1, 2030, and having been issued pursuant to Ordinance No. 44 of 2009 adopted by this Governing Authority on August 10, 2009 (the “*2009 Bond Ordinance*”);

(ii) \$2,613,000 Utilities Revenue Bonds, Series 2009B (the “*Series 2009B Bonds*”), of which approximately \$1,748,000 is currently outstanding, having a final maturity of December 1, 2030, and having been issued pursuant to the 2009 Bond Ordinance;

(iii) \$2,000,000 Taxable Utilities Revenue Bond, Series 2015 (the “*Series 2015 Bonds*”) and, collectively with the Series 2009A Bonds and the Series 2009B Bonds, the “*Refunded Bonds*”), of which approximately \$1,134,000 is currently outstanding, having a final maturity of December 1, 2035, and having been issued pursuant to the General Bond Ordinance No. 1 adopted by this Governing Authority on January 26, 2015 (the “*General Bond Ordinance*”) and the First Supplemental Bond Ordinance No. 2 of 2015 adopted by this Governing Authority on January 26, 2015 (the “*First Supplemental Bond Ordinance*”); and

WHEREAS, in order to provide debt service savings, the City, acting through this Governing Authority, is authorized to and believes it to be in its best interest to refund the Refunded

Bonds pursuant to the provisions of the Act, the Refunding Act, the General Bond Ordinance, the First Supplemental Bond Ordinance, and other constitutional and statutory authority, through the issuance of its hereinafter-defined Refunding Bonds; and

WHEREAS, the City now desires to incur debt and issue not to exceed Four Million Dollars (\$4,000,000) of its Utilities Revenue Refunding Bonds, Series 2021 (the “*Refunding Bonds*”), in the manner authorized and provided by the Refunding Act, as hereinafter provided for the purpose of, along with funds on deposit, (i) refunding the Refunded Bonds; (ii) funding a debt service reserve fund or purchasing a reserve fund surety bond, if necessary; and (iii) paying costs of issuance of the Refunding Bonds, including the cost of bond insurance premium, if necessary; and

WHEREAS, pursuant to the Act, the Refunding Bonds will be secured by and payable from Net Revenues (as defined in the General Bond Ordinance) of the City derived from the operation of the City’s combined waterworks plant and system, electric power and light plant and system and sewer utility system (the “*System*”) as a combined revenue-producing work of public improvement; and

WHEREAS, the State Bond Commission, by action taken on December 17, 2020, has given final approval for the issuance of the Refunding Bonds; and

WHEREAS, it is the desire of this Governing Authority to fix the details necessary with respect to the issuance of the Refunding Bonds and to provide for their authorization and issuance; and

WHEREAS, it is further the desire of this Governing Authority to provide for the sale of the Refunding Bonds at the price and in the manner herein provided; and

WHEREAS, this Governing Authority held a public hearing on March 8, 2021, at which public hearing no one presented or had filed any petition or written objection to the issuance of the Refunding Bonds.

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of Natchitoches, State of Louisiana, acting as the governing authority of the City, as follows:

ARTICLE 1 DEFINITIONS AND INTERPRETATION

SECTION 1.1. Definitions. Unless the context shall clearly indicate some other meaning, all words and terms used in this Second Supplemental Bond Ordinance which are defined in the General Bond Ordinance shall, for all purposes of this Second Supplemental Bond Ordinance, have the respective meanings given to them in the General Bond Ordinance. In addition, unless the context shall clearly indicate some other meaning, the following terms shall, for all purposes of the General Bond Ordinance and of this this Second Supplemental Bond Ordinance or of any resolution or other instrument amendatory thereof or supplemental thereto have the following meanings:

“*Bond Counsel*” means Butler Snow LLP, or any other firm of attorneys satisfactory to the City and nationally recognized as experienced in matters relating to the issuance of bonds by states and political subdivisions.

“Bond Insurer” means any bond insurer issuing the Municipal Bond Insurance Policy, or any successors thereto or assigns thereof.

“Bond Ordinance” means the General Bond Ordinance as supplemented and amended by the First Supplemental Bond Ordinance and this Second Supplemental Bond Ordinance.

“Closing Date” means the date on which the Refunding Bonds are delivered and payment therefor is received by the City.

“Costs of Issuance” means all items of expense, directly or indirectly payable or reimbursable and related to the authorization, sale and issuance of the Refunding Bonds, including but not limited to printing costs, costs of preparation and reproduction of documents, filing and recording fees, initial fees and charges of any fiduciary, legal fees and charges, fees and disbursements of consultants and professionals, fees and charges for preparation, execution, transportation and safekeeping of the Refunding Bonds, costs and expenses of refunding, and any other cost, charge or fee payable by the City in connection with the original issuance of the Refunding Bonds.

“Executive Officers” means the Mayor of the City and the Clerk of this Governing Authority.

“Governing Authority” means the City Council of the City of Natchitoches, State of Louisiana.

“Interest Payment Date” means June 1 and December 1 of each year in which the Refunding Bonds are outstanding, commencing June 1, 2021.

“Maximum Annual Debt Service” means, as of the date of calculation, the highest aggregate debt service requirements and debt service payable on the Refunding Bonds and any additional Parity Bonds issued during the then-current Fiscal Year or any succeeding Fiscal Year over the remaining term of the Refunding Bonds.

“Municipal Bond Insurance Policy” means the municipal bond insurance policy issued by the Bond Insurer guaranteeing the scheduled payments of principal and interest on the Refunding Bonds.

“Net Revenues” means for the period in question the Revenues of the System, determined in accordance with then generally accepted accounting principles, after the payment of all reasonable and necessary expenses of operating and maintaining of the System as are not provided for from other lawfully available sources, except that there shall be excluded from the calculation of Net Revenues the following:

- (a) Gains on the sale or other disposition of investments or fixed or capital assets, which do not result from the ordinary course of business;
- (b) Investment income that is restricted to a purpose inconsistent with the payment of operating expenses or debt service, including (whether or not so restricted) interest earned on any construction fund or construction account created with the proceeds of borrowing by the City;

- (c) Any amounts received by way of government grants; and
- (d) Any capital outlay moneys received from the State;

Furthermore, there shall be added back to net income for purposes of calculating Net Revenues hereunder the following:

- (e) Losses on the sale or other disposition of investments or capital assets which do not result from the ordinary course of business;
- (f) Depreciation and amortization allowances;
- (g) Amounts paid as principal interest or redemption premium on any of the Refunding Bonds; and
- (h) Interest earnings on any of the funds described in Section 5.01 of the General Bond Ordinance.

“Outstanding” when used with respect to the Refunding Bonds means, as of the date of determination, all Refunding Bonds theretofore issued and delivered under the Bond Ordinance, except:

- (1) Refunding Bonds theretofore cancelled by the Paying Agent or delivered to the Paying Agent for cancellation;
- (2) Refunding Bonds for which payment or redemption sufficient funds have been theretofore deposited in trust for the owners of such Refunding Bonds, provided that if such Refunding Bonds are to be redeemed, irrevocable notice of such redemption has been duly given or provided for pursuant to the Bond Ordinance or waived;
- (3) Refunding Bonds in exchange for or in lieu of which other Refunding Bonds have been registered and delivered pursuant to the Bond Ordinance;
- (4) Refunding Bonds alleged to have been mutilated, destroyed, lost or stolen which have been paid as provided in the Bond Ordinance or by law; and
- (5) Refunding Bonds for the payment of the principal (or redemption price, if any) of and interest on which money or Qualified Investments or both are held in trust with the effect specified in the Bond Ordinance.

“Owner” or **“Owners”** or **“Bondholder”** when used with respect to any Refunding Bond means the person in whose name the Refunding Bond is registered in the Bond Register.

“Paying Agent” means Regions Bank, in the City of Baton Rouge, State of Louisiana.

“Paying Agent Agreement” means the agreement to be entered into between the City and the Paying Agent pursuant to this Second Supplemental Bond Ordinance.

“**Person**” means any individual, corporation, partnership, joint venture, association, joint-stock company, trust, other juridical entity, unincorporated organization or government or any agency or political subdivision thereof.

“**Placement Agent**” means Piper Sandler & Co., in the City of Baton Rouge, State of Louisiana.

“**Purchase Agreement**” means the agreement between the purchaser of the Refunding Bonds and the City regarding the purchase and sale of the Refunding Bonds.

“**Qualified Investments**” means investments permitted by La. Rev. Stat. § 33:2955 or any investment authorized by the laws and Constitution of the State.

“**Record Date**” for the interest payable on any Interest Payment Date means the fifteenth (15th) calendar date of the month next preceding such Interest Payment Date.

“**Redemption Price**” means, when used with respect to a Refunding Bond, the principal amount thereof plus the applicable premium, if any, payable upon redemption thereof pursuant to the Refunding Bond.

“**Refunding Bond**” or “**Refunding Bonds**” means any Refunding Bond of the City authorized to be issued by this Second Supplemental Bond Ordinance, whether initially delivered or issued in exchange for, upon transfer of, or in lieu of any Refunding Bond previously issued.

“**Reserve Fund Alternate Investment**” means an irrevocable letter of credit issued by a bank or surety bond issued by an insurance company meeting the requirements set forth herein to secure the Refunding Bonds in lieu of satisfying the Reserve Fund Requirement.

“**Reserve Fund Requirement**” means with respect to the Refunding Bonds if the Refunding Bond Reserve Fund is funded with the proceeds of the Refunding Bonds, an amount equal to the lesser of: (i) 100% of the maximum annual principal and interest due on the Refunding Bonds, (ii) 10% of the aggregate proceeds of the Refunding Bonds or (iii) 125% of the aggregate average annual debt service on the Refunding Bonds.

“**State**” means the State of Louisiana.

SECTION 1.2. Interpretation. In this Second Supplemental Bond Ordinance, unless the context otherwise requires, (a) words importing the singular include the plural and vice versa, and (b) words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders.

SECTION 1.3. Findings and Determinations. The Governing Authority hereby finds and determines that: the City is authorized under the Refunding Act to issue the Refunding Bonds for the purpose of: (i) refunding all or a portion of the Refunded Bonds; (ii) funding a debt service reserve fund or purchasing a reserve fund surety bond, if necessary; and (iii) paying costs of issuance associated therewith, including the cost of for a Bond Insurance Policy, if necessary, by means of this Second Supplemental Bond Ordinance adopted pursuant to and in accordance with

Article IX of the General Bond Ordinance.

ARTICLE 2
AUTHORIZATION AND ISSUANCE OF BONDS

SECTION 2.1. Authorization and Designation of Refunding Bonds. Pursuant to the provisions of the Bond Ordinance and the Act, there is hereby authorized the issuance of not to exceed Four Million Dollars (\$4,000,000) in aggregate principal amount of Refunding Bonds of the City to be designated "*Utilities Revenue Refunding Bonds of the City of Natchitoches, State of Louisiana, Series 2021*" for the purposes of, along with funds on deposit, (i) refunding the Refunded Bonds; (ii) funding a debt service reserve fund or purchasing a reserve fund surety bond, if necessary; and (iii) paying costs of issuance of the Refunding Bonds, including the cost of bond insurance premium. The Refunding Bonds shall be special obligations of the City payable solely from Net Revenues and shall be entitled pursuant to and in accordance with the General Bond Ordinance to the pledge and first lien created thereby and shall be otherwise entitled to the security and benefits thereof. This pledge and first lien shall be effective as described in this Second Supplemental Bond Ordinance without the necessity of any filing under Title 10, Chapter 9 of the Louisiana Revised Statutes of 1950, pursuant to La. Rev. Stat. § 39:1430 and the Refunding Act.

SECTION 2.2. Denominations, Dates, Maturities and Interest. The Refunding Bonds are issuable in fully registered form and will be dated the date of their delivery. The Refunding Bonds will be in the denominations of Five Thousand Dollars (\$5,000) each, or any integral multiple thereof within any single maturity and will bear interest from the date thereof or the most recent Interest Payment Date (June 1 or December 1) to which interest has been paid or duly provided for, said interest to be payable semi-annually on June 1 and December 1 (the "***Interest Payment Dates***") of each year, commencing June 1, 2021 or such date set forth therein and in the Purchase Agreement.

The Refunding Bonds shall mature on December 1 in the years and in the principal amounts and shall bear interest, in such principal amounts and as such rates of interest *per annum* as to be provided in the Purchase Agreement; provided that the annual interest rate shall not exceed three and one-half percent (3.50%) *per annum*. The final maturity of the Refunding Bonds shall be no later than December 1, 2035.

Except as provided herein, the principal of and premium, if any, on the Refunding Bonds shall be payable upon maturity or prior to redemption to the registered owners thereof upon presentation and surrender of such Refunding Bonds at the principal corporate trust office of the Paying Agent upon presentation and surrender thereof. Interest on the Refunding Bonds shall be payable to the registered owner thereof (determined as of the Regular Record Date, which shall be the May 15 or November 15, as the case may be, next preceding said Interest Payment Date). If the Refunding Bonds will be issued in book-entry only form registered in the name of Cede & Co., as nominee of the Depository Trust Company ("***DTC***"), principal, premium if any, and interest on the Refunding Bonds will be payable by the Paying Agent/Registrar to DTC which shall remit such

payments in accordance with its normal procedures, as described herein. Interest is also payable, at the option of the registered owner, to the registered owners of \$1,000,000 or more in aggregate principal amount of the Refunding Bonds, by wire transfer to the bank account number filed with the Paying Agent/Registrar in writing not later than the Record Date.

The person in whose name any Refunding Bond is registered at the Record Date with respect to an Interest Payment Date shall in all cases be entitled to receive any payment properly due and payable on such Interest Payment Date notwithstanding the cancellation of such Refunding Bond upon any registration of transfer or exchange thereof subsequent to such Record Date and prior to such Interest Payment Date. Any interest not punctually paid or duly provided for shall be payable as provided in the General Bond Ordinance.

Subject to the limitations and upon payment of the charges provided in the General Bond Ordinance, the transfer of the Refunding Bonds may be registered on the registration books of the Paying Agent/Registrar upon surrender of the Refunding Bonds at the principal corporate trust office of the Paying Agent/Registrar as Bond Registrar, duly endorsed by, or accompanied by an written instrument or instruments of transfer in form and with a guaranty of signature satisfactory to the City and Paying Agent/Registrar, duly executed by the registered owner or his attorney duly authorized in writing, and thereupon a new bond or bonds of the same maturity and of authorized denomination or denominations, for the same aggregate principal amount, will be issued to the transferee. Prior to due presentment for transfer of the Refunding Bonds and subject to provisions of the General Bond Ordinance, the City and the Paying Agent/Registrar may deem and treat the registered owner thereof as the absolute owner for all purposes, whether or not such Refunding Bond shall be overdue, and shall not be bound by any notice to the contrary.

Upon any such registration of transfer or exchange, the Paying Agent/Registrar may require payment of a sum sufficient to cover any tax or other governmental charge payable in connection therewith. The Paying Agent/Registrar shall not be required (a) to issue, register the transfer of or exchange any Refunding Bonds during a period beginning at the opening of business fifteen (15) days next preceding an Interest Payment Date or any date of selection of Refunding Bonds to be redeemed and ending at the close of business on the Interest Payment Date or day on which the applicable notice of redemption is given or (b) to register the transfer of or exchange any Refunding Bonds so selected for redemption in whole or in part.

SECTION 2.3. Book-Entry System.

(a) If the Refunding Bonds are issued in book-entry form, they shall be issued in the form of a separate single certified fully registered Refunding Bond per maturity. Unless the book-entry system is terminated as provided in this Section 2.3, this Section 2.3 shall override any other conflicting provisions of this Second Supplemental Bond Ordinance. The registered owner of all the Refunding Bonds shall be Cede & Co., as nominee for DTC, provided that Cede & Co. may register the transfer of the Refunding Bonds to another nominee for DTC if the Blanket Letter of Representations provides for such transfer. All payments of principal of and premium and interest on the Refunding Bonds shall be made in the manner provided in the Blanket Letter of Representations. The Paying Agent is hereby authorized and directed to comply with all terms of the Blanket Letter of Representations.

(b) Neither the City nor the Paying Agent shall be liable to any Person, including any Participant and any Person claiming any interest in any Refunding Bond under or through DTC or any Participant, for any action or failure to act or delay in action by DTC or any Participant. In particular, neither the City nor the Paying Agent shall have any obligation with respect to the accuracy of any records maintained by DTC or any Participant, the payment by DTC or any Participant of any amount in respect of the principal of or premium or interest on the Refunding Bonds, any notice which is permitted or required to be given to the Owners under the Bond Ordinance or which is permitted or required to be given under the Blanket Letter of Representations, the selection by DTC or any Participant of any Person to receive payment in the event of a partial redemption of the Refunding Bonds or any consent given by DTC as owner.

(c) If DTC gives notice to the City or the Paying Agent pursuant to the Blanket Letter of Representations that it will discontinue providing its services as securities depository with respect to the Refunding Bonds, the City shall, in its sole discretion, either appoint a successor securities depository or terminate the book-entry system for the Refunding Bonds. The City shall give the Paying Agent written notice of such appointment or termination. If a successor securities depository has not accepted such position prior to the effective date of DTC's termination of its services, the book-entry system shall automatically terminate and may not be reinstated without the consent of all the Owners.

(d) The City may also, in its sole discretion, elect to terminate the book-entry system at any time by giving written notice to DTC and the Paying Agent. Upon termination of the book-entry only system, the City shall cause the execution of certificated Refunding Bonds.

(e) Any successor securities depository must be a clearing agency registered with the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934, as amended, and must enter into an agreement with the City and the Paying Agent agreeing to act as the depository and clearing agency for all the Refunding Bonds. After such agreement has become effective, DTC shall present the Refunding Bonds for registration of transfer in accordance with Section 2.3 of this Second Supplemental Bond Ordinance and the Paying Agent shall register them in the name of the successor securities depository or its nominee.

(f) On the effective date of any termination of the book-entry system, the provisions of Section 2.3(a) hereof shall cease to be in effect. After such termination, the Paying Agent shall, upon presentation of Refunding Bonds by DTC or its nominee for registration of transfer or exchange in accordance with the General Bond Ordinance make such transfer or exchange in accordance with the General Bond Ordinance.

(g) Upon the appointment of a successor securities depository or termination of the book-entry system, the Paying Agent shall give notice of such event to the Owners (through DTC) and (i) the name and address of the successor securities depository or (ii) that Bonds may now be obtained by beneficial owners of the Refunding Bonds, or their nominees, upon proper instructions being given to DTC by the relevant Participant and compliance by DTC with the provisions of the General Bond Ordinance regarding registration of transfers.

ARTICLE 3

REDEMPTION PROVISIONS

SECTION 3.1. Redemption Provisions. The Refunding Bonds may be callable as set forth therein and in the Purchase Agreement. Any Refunding Bond made the subject of such call or calls shall be redeemed at the principal amount thereof plus accrued interest to the redemption date.

Notice of any optional redemption shall be given by the Paying Agent by mailing a copy of the redemption notice by first class mail, postage prepaid, not less than thirty (30) days prior to the date fixed for redemption, to the Owner of each Refunding Bond to be redeemed in whole or in part at the address shown on the registration books maintained by the Paying Agent.

If fewer than all of the Refunding Bonds of a particular maturity are called for redemption, the Refunding Bonds within such maturity to be redeemed will be selected by DTC or any successor securities depository pursuant to its rules or procedures or, if the book-entry system is discontinued, will be selected by the Paying Agent by lot in such manner as the Paying Agent in its discretion may determine.

In the event the Refunding Bond to be redeemed is of a denomination larger than \$5,000, a portion of such Refunding Bond (\$5,000 or any multiple thereof) may be redeemed. Any Refunding Bond which is to be redeemed only in part shall be surrendered at the principal corporate trust office of the Paying Agent and there shall be delivered to the owner of such Refunding Bond, a Refunding Bond or Refunding Bonds of the same maturity and of any authorized denomination or denominations as requested by the owner in aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Refunding Bond so surrendered.

ARTICLE 4 PAYING AGENT

SECTION 4.1. Paying Agent, Successor Paying Agent, and Paying Agent Agreement. The City will at all times maintain a Paying Agent meeting the qualifications hereinafter described for the performance of the duties hereunder for the Refunding Bonds. The designation of Regions Bank, in the City of Baton Rouge, Louisiana as the initial Paying Agent for the Refunding Bonds is hereby confirmed and approved. The City reserves the right to appoint a successor Paying Agent by (a) filing with the Paying Agent then performing such function a certified copy of a resolution or resolutions giving notice of the termination of the Paying Agent Agreement and appointing a successor, and (b) causing notice to be given to each Owner. Every Paying Agent appointed hereunder shall at all times be a bank or trust company organized and doing business under the laws of the United States of America or of any state, authorized under such laws to exercise trust powers, and subject to supervision or examination by Federal or State authority.

The Executive Officers are hereby authorized and directed to execute an appropriate Paying Agent Agreement for and on behalf of the City in such form as may be satisfactory to the Executive Officers, the signatures of the Executive Officers on such Paying Agent Agreement to be conclusive evidence of the due exercise of the authority granted hereunder.

ARTICLE 5

GENERAL TERMS AND PROVISIONS OF THE REFUNDING BONDS

SECTION 5.1. Execution and Form of Refunding Bonds. The Refunding Bonds and the endorsements to appear on all such Refunding Bonds issuable hereunder shall be, respectively, substantially in the form set forth in **EXHIBIT A** hereto, with such necessary or appropriate variation, omissions and insertions as are required or permitted by law or by the General Bond Ordinance, as amended and supplemented by this Second Supplemental Bond Ordinance.

SECTION 5.2. Sale of Refunding Bonds. The sale of the Refunding Bonds to the Placement Agent or such purchaser designated by the Placement Agent in the Purchase Agreement is hereby in all respects, approved, ratified and confirmed and after their execution, the Refunding Bonds shall be delivered to the Placement Agent or such purchaser, upon receipt by an Executive Officer of the City of the agreed purchase price. The Executive Officers of the City are hereby empowered, authorized and directed to execute and deliver or cause to be executed and delivered all documents required to be executed on behalf of the City or deemed by them necessary or advisable to implement this Second Supplemental Bond Ordinance or to facilitate the sale and issuance of the Refunding Bonds.

SECTION 5.3. Executive Officers; Authority. The Executive Officers are hereby empowered, authorized and directed to do any and all things necessary and incidental to carry out the provisions of this Supplemental Ordinance, to execute all documents including, but not limited to, the Purchase Agreement and the Paying Agent Agreement to cause the necessary Refunding Bonds to be printed, issued, executed, and delivered as hereinafter provided.

SECTION 5.4. Recital of Regularity. This Governing Authority having investigated the regularity of the proceedings had in connection with the Refunding Bonds and having determined the same to be regular, the Refunding Bonds contain the following recital:

“It is certified that this Refunding Bond is authorized by and is issued in conformity with the requirements of the Constitution and statutes of this State.”

SECTION 5.5. Registration by Paying Agent. No Refunding Bond shall be valid or obligatory for any purpose or entitled to any security or benefit under the Bond Ordinance unless and until a certificate of registration on such Refunding Bond substantially in the form set forth in **EXHIBIT A** hereto shall have been duly executed on behalf of the Paying Agent by a duly authorized signatory, and such executed certificate of the Paying Agent upon any such Refunding Bond shall be conclusive evidence that such Refunding Bond has been executed, registered and delivered under the Bond Ordinance.

SECTION 5.6. Exchange of Refunding Bonds; Persons Treated as Owners. The City shall cause books for the registration and for the registration of transfer of the Refunding Bonds as provided in the Bond Ordinance to be kept by the Paying Agent at its office in Baton Rouge, Louisiana, and the Paying Agent is hereby constituted and appointed the registrar for the Refunding Bonds. The provisions of this Section 5.6 are only applicable if a book-entry only system pursuant to Section 2.3 hereof is not in effect.

All Refunding Bonds presented for registration of transfer or exchange shall be accompanied by a written instrument or instruments of transfer in form and with a guaranty of signature satisfactory to the Paying Agent, duly executed by the Owner or his attorney duly authorized in writing.

The Refunding Bonds may be transferred, registered and assigned only on the registration books of the Paying Agent/Registrar, and the Paying Agent may require payment by the person requesting an exchange or registration of transfer of Refunding Bonds of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto and any other expenses (including the fees and expenses of the Paying Agent) connected therewith. Neither the City nor the Paying Agent shall be required to issue, register, transfer or exchange (i) any Refunding Bond during a period beginning at the opening of business on the 15th calendar day of the month next preceding an Interest Payment Date and ending at the close of business on the Interest Payment Date, or (ii) any Refunding Bonds called for redemption prior to maturity during a period beginning at the opening of business fifteen (15) days before the date of the mailing of a notice of redemption of such bonds and ending on the date of such redemption.

All Refunding Bonds delivered upon any registration of transfer or exchange of Refunding Bonds shall be valid obligations of the City, evidencing the same debt and entitled to the same benefits under the Bond Ordinance as the Refunding Bonds surrendered.

Prior to due presentment for registration of transfer of any Refunding Bond, the City and the Paying Agent, and any agent of the City or the Paying Agent may deem and treat the person in whose name any Refunding Bond is registered as the absolute Owner thereof for all purposes, whether or not such Refunding Bond shall be overdue, and shall not be bound by any notice to the contrary.

SECTION 5.7. Refunding Bonds Mutilated, Destroyed, Stolen or Lost. If (1) any mutilated Refunding Bond is surrendered to the Paying Agent, or the City and the Paying Agent receive evidence to their satisfaction of the destruction, loss or theft of any Refunding Bond, and (2) there is delivered to the City and the Paying Agent such security or indemnity as may be required by them to save each of them harmless, then, in the absence of notice to the City or the Paying Agent that such Refunding Bond has been acquired by a *bona fide* purchaser, the City shall execute, and upon its request the Paying Agent shall register and deliver, in exchange for or in lieu of any such mutilated, destroyed, lost or stolen Refunding Bond, a new Refunding Bond of the same maturity and of like tenor, interest rate and principal amount, bearing a number not contemporaneously outstanding. In case any such mutilated, destroyed, lost or stolen Refunding Bond has become or is about to become due and payable, the City in its discretion may, instead of issuing a new Refunding Bond, pay such Refunding Bond. Upon the issuance of any new Refunding Bond under this Section, the City may require the payment by the Owner of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto and any other expenses (including the fees and expenses of the Paying Agent) connected therewith. Every new Refunding Bond issued pursuant to this Section in lieu of any mutilated, destroyed, lost or stolen Refunding Bond shall constitute a replacement of the prior obligation of the City, whether or not the mutilated, destroyed, lost or stolen Refunding Bond shall be at any time enforceable by anyone and shall be entitled to all the benefits of the Bond Ordinance equally and ratably with all other

outstanding Refunding Bonds. Any additional procedures set forth in the Paying Agent Agreement or authorized in the Bond Ordinance, shall also be available with respect to mutilated, destroyed, lost or stolen Refunding Bonds. The provisions of this Section are exclusive and shall preclude (to the extent lawful) all other rights and remedies with respect to the replacement and payment of mutilated, destroyed, lost or stolen Refunding Bonds.

SECTION 5.8. Cancellation of Refunding Bonds. All Refunding Bonds paid or redeemed either at or before maturity, together with all Refunding Bonds purchased by the City, shall thereupon be promptly cancelled by the Paying Agent. The Paying Agent shall thereupon promptly furnish to the Clerk of the Governing Authority an appropriate certification of cancellation.

SECTION 5.9. Municipal Bond Insurance Policy and Reserve Policy. The specific terms and requirements relating to a Municipal Bond Insurance Policy, if any, and a municipal bond debt service reserve insurance policy (the “*Reserve Policy*”) issued by a Bond Insurer shall be set forth in a separate insurance agreement (the “*Insurance Agreement*”) and the Executive Officers are hereby authorized to execute and deliver such agreement, in a form acceptable to Bond Counsel. The terms and provisions of the Insurance Agreement are incorporated herein by reference as if set forth directly herein and in the event of any conflict in the terms of the Bond Ordinance and the Insurance Agreement, the terms of the Insurance Agreement shall control.

ARTICLE 6

SECURITY FOR THE REFUNDING BONDS, FUNDS AND ACCOUNTS

SECTION 6.1. Pledge of Net Revenues. The Refunding Bonds shall be secured and payable solely from an irrevocable pledge of the Net Revenues. The Net Revenues are hereby irrevocably and irrepealably pledged and dedicated to the payment of principal of and interest on the Refunding Bonds as they shall respectively become due and payable, as set forth herein. Net Revenues shall be set aside in the Revenue Fund as described in Section 5.01 of the General Bond Ordinance and shall be and remain so pledged for the security and payment of the principal and interest on the Refunding Bonds and any Parity Obligations until the same are paid in full.

SECTION 6.2. Rate Covenant. The City, through its Governing Authority, hereby covenants to fix, establish, maintain and collect, so long as any principal and interest is unpaid on the Refunding Bonds, such rates, fees, rents or other charges for the services and facilities of the System, and all parts thereof, as described in Article VII of the General Bond Ordinance.

SECTION 6.3. Funds and Accounts.

(a) **Bond Proceeds Fund.** There is hereby created a Bond Proceeds Fund (the “*Bond Proceeds Fund*”) to be held and maintained by the Paying Agent, on behalf of the City. Upon delivery of the Refunding Bonds, the proceeds of the Refunding Bonds shall be deposited into the Bond Proceeds Fund and, along with certain funds previously held for the benefit of the Refunded Bonds (in an amount set forth in the Paying Agent Agreement) shall be used to immediately redeem the Refunded Bonds. The remainder of the proceeds in the Bond Proceeds Fund shall be used to pay costs of issuance, in accordance with the Paying Agent Agreement; and, if required, to either transfer to the Reserve Fund an amount equal to the Reserve Fund Requirement or deposit a Reserve Fund Alternate Investment.

(b) **Flow of Funds.** All Net Revenues shall continue to be deposited daily as the same may be collected or become available in a separately identifiable fund or account to be maintained with the regularly designated fiscal agent bank of the City, and such fund shall be maintained and administered in the order of priority described in Article VII of the General Bond Ordinance, provided that, if required, the Reserve Fund Requirement with respect to the Refunding Bonds shall be deposited in an amount equal to the Reserve Fund Requirement or the deposit of a Reserve Fund Alternate Investment by the City in an account within the Reserve Fund to be designated the “*Series 2021 Account*” and where the Series 2021 Account shall be established and fully funded on the Delivery Date.

ARTICLE 7 PARTICULAR COVENANTS OF THE CITY

SECTION 7.1. Tax Covenants. To the extent permitted by the laws of the State, the City will comply with the requirements of the Code to establish, maintain and preserve the exclusion from “*gross income*” of interest on the Refunding Bonds under the Code. The City shall not take any action or fail to take any action, nor shall it permit at any time or times any of the proceeds of the Refunding Bonds or any other funds of the City to be used directly or indirectly to acquire any securities or obligations the acquisition of which would cause the Refunding Bonds to be an “*arbitrage bond*” as defined in the Code, or would result in the inclusion of the interest on the Refunding Bonds in “*gross income*” under the Code, including without limitation, the failure to comply with the limitation on investment of the proceeds of said Refunding Bonds, the failure to pay any required rebate of arbitrage earnings to the United States of America, or the use of the proceeds of the Refunding Bonds in a manner which would cause the Refunding Bond to be a “*private activity bond*” under the Code.

SECTION 7.2. Refunding Bonds as a “Qualified Tax-Exempt Obligation”. The City hereby designates the Refunding Bonds as a “*qualified tax-exempt obligation*” within the meaning of Section 265(b)(3) of the Code.

SECTION 7.3. Refunding Bonds Legal Obligations. The Refunding Bonds shall constitute legal, binding and valid obligations of the City and shall be the only representations of the indebtedness as herein authorized and created.

ARTICLE 8 MISCELLANEOUS PROVISIONS

SECTION 8.1. Successors and Assigns. Wherever in this Second Supplemental Bond Ordinance the City is named or referred to, it shall be deemed to include its successors and assigns and all the covenants and agreements in this Second Supplemental Bond Ordinance contained by or on behalf of the City shall bind and enure to the benefit of the successors and assigns whether so expressed or not.

SECTION 8.2. Second Supplemental Bond Ordinance a Contract. The provisions of this Second Supplemental Bond Ordinance shall constitute a contract between the City, or its

successor, and the Owners from time to time of the Refunding Bonds, and any such Owners may, at law or in equity, by suit, action, *mandamus* or other proceedings, enforce and compel the performance of all duties required to be performed by this Governing Authority or the City as a result of issuing the Refunding Bonds.

SECTION 8.3. Amendment. No material modification or amendment of the Bond Ordinance, or any resolution amendatory hereof or supplemental hereto, may be made except as provided in Section 9.02 of the General Bond Ordinance.

SECTION 8.4. Publication. A copy of this Supplemental Ordinance shall be published immediately after its adoption in the official journal of the City. The Refunding Bonds herein authorized shall be incontestable in the hands of *bona fide* purchasers thereof for value and no court shall have the authority or jurisdiction to inquire into the legality thereof from a date thirty (30) days from the date of publication thereof.

SECTION 8.5. Headings. The headings of the various sections hereof are inserted for convenience of reference only and shall not control or affect the meaning or construction of any of the provisions hereof

SECTION 8.6. Filing of Ordinance. A certified copy of this Supplemental Ordinance shall be filed and recorded as soon as possible in the Mortgage Records of the Parish.

SECTION 8.7. Effective Date. This Second Supplemental Bond Ordinance shall become effective immediately.

[Remainder of this page intentionally left blank]

Said Ordinance having been read and considered by a quorum of the City Council, on motion to adopt by Mr. Harrington, seconded by Mr. Nielsen, a record vote was taken and the following result was had:

YEAS: Elie, Nielsen, Smith, Harrington, Petite
NAYS: None
ABSTAIN: None
ABSENT: None

WHEREUPON, the presiding officer declared the above Ordinance duly adopted in full on this 8th day of March, 2021

_____/s/_____
Ronnie Williams, Jr., Mayor

_____/s/_____
Betty Smith, Mayor Pro Tempore

_____/s/_____
Stacy McQueary, City Clerk

EXHIBIT A
FORM OF REFUNDING BOND

Unless this Refunding Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“**DTC**”) to the City or its agent for registration of transfer, exchange, or payment, and any Refunding Bond issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), **ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL** inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

As provided in the Bond Ordinance referred to herein, until the termination of the system of book-entry-only transfers through The Depository Trust Company, New York, New York (together with any successor security depository appointed pursuant to the Bond Ordinance), and notwithstanding any other provision of the Bond Ordinance to the contrary, this Refunding Bond may be transferred, in whole but not in part, only to a nominee of DTC, or by a nominee of DTC to DTC or a nominee of DTC, or by DTC or a nominee of DTC to any successor securities depository or any nominee thereof.

No. R-1

Principal Amount \$ _____

UNITED STATES OF AMERICA
STATE OF LOUISIANA
PARISH OF NATCHITOCHE

CITY OF NATCHITOCHE, STATE OF LOUISIANA
UTILITIES REVENUE REFUNDING BONDS,
SERIES 2021

Bond Date

Maturity Date

Interest Rate

CUSIP

The **CITY OF NATCHITOCHE, STATE OF LOUISIANA** (the “**City**”), promises to pay, but only from the source as hereinafter provided, to:

CEDE & CO. (TAX ID #13-2555119)

or registered assigns, on the Maturity Date set forth above, the Principal Amount set forth above, together with interest thereon from the Bond Date as set forth above, or from the most recent interest payment date to which interest has been paid or duly provided for, payable on June 1 and December 1 of each year, commencing June 1, 2021 (each an “**Interest Payment Date**”), at the Interest Rate *per annum* (using a year of three hundred sixty (360) days comprised of twelve (12) thirty (30)-day months) set forth above until said Principal Amount is paid, unless this Refunding Bond shall have

been previously called for redemption and payment shall have been made or duly provided for. The principal of this Refunding Bond, upon maturity or redemption, is payable in such coin or currency of the United States of America which at the time of payment is legal tender for payment of public and private debts at Regions Bank, in the City of Baton Rouge, Louisiana, or any successor thereto (the "**Paying Agent**"), upon presentation and surrender hereof. Interest on this Refunding Bond is payable by check mailed by the Paying Agent to the registered owner thereof. The interest so payable on any Interest Payment Date, subject to certain exceptions provided in the hereinafter-defined Bond Ordinance, will be paid to the person in whose name this Refunding Bond is registered as of the close of business on the Record Date (which is the fifteenth (15th) calendar day of the month next preceding an Interest Payment Date). Any interest not punctually paid or duly provided shall be payable as provided in the Bond Ordinance.

This Refunding Bond is an authorized issue of Utilities Revenue Refunding Bonds, Series 2021, said Refunding Bonds having been issued by the City pursuant to the General Bond Ordinance No. 1 of 2015, adopted by this Governing Authority on January 26, 2015 (the "**General Bond Ordinance**"), the First Supplemental Bond Ordinance No. 2 of 2015 adopted by this Governing Authority on January 26, 2015 (the "**First Supplemental Bond Ordinance**"), and the Second Supplemental Bond Ordinance No. 004 of 2021 adopted by this Governing Authority on March 8, 2021 (the "**Second Supplemental Bond Ordinance**" and, together with the General Bond Ordinance and the First Supplemental Bond Ordinance, the "**Bond Ordinance**"), for the purpose of, along with funds on deposit, (i) refunding the Refunded Bonds; (ii) funding a debt service reserve fund or purchasing a reserve fund surety bond, if necessary; and (iii) paying costs of issuance of the Refunding Bonds, by virtue of the authority conferred by the Act and the Refunding Act, as amended, the Bond Ordinance and other constitutional and statutory authority.

The Refunding Bonds are issued as a single fully registered bond in denominations of at least \$5,000 or integrals of \$5,000 in excess thereof within a single maturity, exchangeable for an equal aggregate principal amount of Bonds of the same maturity of any other authorized denomination.

Subject to the limitations and requirements provided in the Bond Ordinance, the transfer of this Refunding Bond shall be registered on the registration books of the Paying Agent upon surrender of this Refunding Bond at the office of the Paying Agent, as Bond Registrar, duly endorsed by, or accompanied by a written instrument of transfer in form and with a guaranty of signature satisfactory to the Paying Agent, duly executed by the registered owner or his attorney duly authorized in writing, and thereupon a new Refunding Bond or Refunding Bonds of the same maturity and of authorized denomination or denominations, for the same aggregate principal amount, will be issued to the transferee. Prior to due presentment for transfer of this Refunding Bond, the City and the Paying Agent and any agent of either thereof may deem and treat the registered owner hereof as the absolute owner hereof (whether or not this Refunding Bond shall be overdue) for the purpose of receiving payment of or on account of principal thereof and interest hereon and for all other purposes, and neither the City nor the Paying Agent shall be affected by any notice to the contrary. Upon any such registration of transfer or exchange, the Paying Agent may require payment of an amount sufficient to cover any tax or other governmental charge in connection therewith.

The Refunding Bonds maturing December 1, 20__ and thereafter, shall be callable for redemption prior to their stated maturities, at the option of the City, as a whole at any time on or after December 1, 20__, or in part on any Interest Payment Date on or after December 1, 20__, in inverse order of maturity. Any Refunding Bond made the subject of such call or calls shall be redeemed at the principal amount thereof plus accrued interest to the redemption date.

If fewer than all of the Refunding Bonds of a particular maturity are called for redemption, the Refunding Bonds within such maturity to be redeemed will be selected by DTC or any successor securities depository pursuant to its rules or procedures or, if the book-entry system is discontinued, will be selected by the Paying Agent/Registrar by lot in such manner as the Paying Agent/Registrar in its discretion may determine.

In the event the Refunding Bond to be redeemed is of a denomination larger than \$5,000, a portion of such Refunding Bond (\$5,000 or any multiple thereof) may be redeemed. Any Refunding Bond which is to be redeemed only in part shall be surrendered at the principal corporate trust office of the Paying Agent/Registrar and there shall be delivered to the owner of such Refunding Bond, a Refunding Bond or Refunding Bonds of the same maturity and of any authorized denomination or denominations as requested by the owner in aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Refunding Bond so surrendered.

Official notice of such call of any of the Refunding Bonds for redemption shall be given by first class mail, postage prepaid, not less than ten (10) days prior to the date fixed for redemption to the registered owner of each Refunding Bond to be redeemed in whole or in part at the address shown on the registration books maintained by the Paying Agent/Registrar.

This Refunding Bond and the issue of which it forms a part constitute limited obligations of the City and are payable solely from Net Revenues, and shall be entitled pursuant to and in accordance with the General Bond Ordinance to the pledge and lien created thereby and shall be otherwise entitled to the security and benefits thereof.

The Bond Ordinance permits, with certain exceptions as therein provided, the amendment thereof and the modification of the rights and obligations of the City and the rights of the owners of the Refunding Bonds at any time by the City with the consent of the owners of a majority of the Outstanding principal amount of the Refunding Bonds at the time such consent is given and the provider of Credit Enhancement for any affected series of Bonds.

The City shall cause to be kept at the office of the Paying Agent in Baton Rouge, Louisiana the registration books of the Paying Agent/Registrar in which registration of the Refunding Bonds and of transfers of the Refunding Bonds shall be made as provided in the Refunding Bond Ordinance. This Refunding Bond may be transferred, registered and assigned only on the registration books of the Paying Agent/Registrar, and such registration shall be at the expense of the City. This Refunding Bond may be assigned by the execution of the assignment form hereon or by other instrument of transfer and assignment acceptable to the Paying Agent. A new Refunding Bond or Refunding Bonds will be delivered by the Paying Agent to the last assignee (the new

registered owner) in exchange for this transferred and assigned Refunding Bond after receipt of this Refunding Bond to be transferred in proper form. Such new Refunding Bond or Refunding Bonds shall be in the denomination of \$5,000 or integrals of \$5,000 in excess thereof within a single maturity. Neither the City nor the Paying Agent shall be required to issue, register, transfer or exchange (i) any Refunding Bond during a period beginning at the opening of business on the fifteenth (15th) calendar day of the month next preceding an Interest Payment Date and ending at the close of business on the Interest Payment Date, or (ii) any Refunding Bonds called for redemption prior to maturity during a period beginning at the opening of business fifteen (15) days before the date of the mailing of a notice of redemption of such bonds and ending on the date of such redemption.

This Refunding Bond is payable as to principal and interest solely from Combined Utility System Enterprise Fund Net Revenues. Neither this Refunding Bond nor the debt it represents constitutes an indebtedness or pledge of the general credit of the City within the meaning of any constitutional or statutory limitation of indebtedness. For a complete statement of the revenues from which and conditions under which this Refunding Bond is issued and under which additional parity obligations may be issued, reference is hereby made to the Bond Ordinance.

This Refunding Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Bond Ordinance until the certificate of registration hereon shall have been signed by the Paying Agent.

It is certified that this Refunding Bond is authorized by and is issued in conformity with the requirements of the Constitution and statutes of the State of Louisiana. It is further certified, recited and declared that all acts, conditions and things required to exist, to happen and to be performed precedent to and in the issuance of this Refunding Bond and the issue of which it forms a part to constitute the same legal, binding and valid obligations of the City have existed, have happened and have been performed in due time, form and manner as required by law.

**CITY OF NATCHITOCHEs,
STATE OF LOUISIANA**

Stacy McQueary, City Clerk

Ronnie Williams, Jr., Mayor

* * * * *

PAYING AGENT'S CERTIFICATE OF REGISTRATION

This Refunding Bond is one of the Refunding Bonds referred to in the within-mentioned Bond Ordinance.

REGIONS BANK

Baton Rouge, Louisiana

By: _____

Authorized Officer

Date of Registration: _____

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned, hereby sells, assigns and transfers unto

Please Insert Social Security or other Identifying Number of Assignee

the within Refunding Bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____ attorney or agent to transfer the within Refunding Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name as it appears on the face of the within Refunding Bond in every particular, without alteration or enlargement or any change whatever.

LEGAL OPINION CERTIFICATE

I, the undersigned City Clerk of the City of Natchitoches, State of Louisiana, the governing authority of the City, do hereby certify that the following is a true copy of the complete legal opinion of Butler Snow LLP, Bond Counsel, the original of which was manually executed, dated and issued as of the date of payment for and delivery of the original bonds of the issue described therein and was delivered to the Purchaser thereof.

I further certify that an executed copy of the above legal opinion is on file in my office, and that an executed copy thereof has been furnished to the Paying Agent for this Refunding Bond.

Stacy McQueary, City Clerk

* * * * *

STATE OF LOUISIANA

PARISH OF NATCHITOCHES

I, **STACY MCQUEARY**, certify that I am the duly qualified and acting City Clerk of the City Council of the City of Natchitoches, State of Louisiana, acting as the governing authority of the City of Natchitoches, State of Louisiana (the “*City*”).

I further certify that the above and foregoing is a true and correct copy of an ordinance of the City Council of the City of Natchitoches, State of Louisiana, acting as the governing authority of the City, adopted on March 8, 2021, entitled:

A SECOND SUPPLEMENTAL BOND ORDINANCE AMENDING AND SUPPLEMENTING ORDINANCE NO. 1 OF 2015 PROVIDING FOR THE INCURRING OF DEBT AND ISSUANCE OF NOT TO EXCEED FOUR MILLION DOLLARS (\$4,000,000) OF UTILITIES REVENUE REFUNDING BONDS, SERIES 2021, OF THE CITY OF NATCHITOCHES, STATE OF LOUISIANA; PRESCRIBING THE FORM, TERMS AND CONDITIONS OF SAID REFUNDING BONDS, DESIGNATING THE DATE, DENOMINATION AND PLACE OF PAYMENT OF SAID REFUNDING BONDS, PROVIDING FOR THE PAYMENT THEREOF IN PRINCIPAL AND INTEREST; AUTHORIZING THE AGREEMENT WITH THE PAYING AGENT; AND PROVIDING FOR OTHER MATTERS IN CONNECTION THEREWITH.

I further certify that this Ordinance has not been amended or rescinded.

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of said City of Natchitoches, State of Louisiana, on this 8th day of March, 2021.

Stacy McQueary, City Clerk

(Seal)

Mikki Matthews of Piper/Sandler explained the freeing of funds that had been restricted and will be ready for use of Ordinance No. 4 Of 2021

Mike Busada of Butler/Snow Law and Counsel explained when the funds would be ready for use.

The following Ordinance was Introduced by Mrs. Elie at the March 8, 2021 City Council meeting as follows:

ORDINANCE NO. 010 OF 2021

**AN ORDINANCE AUTHORIZING THE MAYOR OF THE CITY
OF NATCHITOCHEES TO AWARD
THE BID FOR CAUSTIC SODA FOR THE WATER TREATMENT PLANT**

(BID NO. 0634)

WHEREAS, Resolution No.005 of 2021 was passed by the Natchitoches City Council on January 11, 2021 authorizing the Mayor to advertise for bids for Caustic Soda for the Water Treatment Plant (Bid No. 0634); and

WHEREAS, this bid was advertised in the *Natchitoches Times* on, January 14, 2021, January 21, 2021 and January 28, 2021 in accordance with law; and

WHEREAS, three bid proposals were received and opened as follows:

- (1) Harcross Chemicals, Inc.,
Shreveport, LA..... \$0.102 cents per pound
- (2) Brenntag Southwest, Inc.,
Lancaster, Tx..... \$0.114 cents per pound
- (3) Premier Chemicals and Services
Baton Rouge, LA \$0.115 cents per pound

WHEREAS, on February 12, 2021 the appointed committee of Debbie Miley, Finance Director; Edd Lee, Director of Purchasing; Matt Anderson, Utility Director; and Christopher Petite, Councilman, reviewed the bid proposals for bids for Caustic Soda for the Water Treatment Plant (Bid No. 0634); and

WHEREAS, the above appointed committee members unanimously recommend the City award the bid to the lowest bidder **Harcros Chemicals, Inc.**, in the amount of **\$0.102 cents per pound**.

NOW, THEREFORE, BE IT ORDAINED, that the Honorable Ronnie Williams, Jr., Mayor, is hereby authorized, empowered and directed to sign any and all documents necessary for acceptance of this bid.

Matt Anderson, Utility Director, explained the use of Caustic Soda for treating the City's water supply. This bid is done every six months.

The following Ordinance was Introduced by Mr. Nielsen as follows, to-wit:

ORDINANCE NO. 011 OF 2021

AN ORDINANCE AUTHORIZING THE MAYOR OF THE CITY OF NATCHITOCHES, LOUISIANA, TO ENTER INTO A WATER AGREEMENT WITH THE VILLAGE OF POWHATAN, WHICH SAID AGREEMENT PROVIDES FOR SALE AND DELIVERY OF WATER BY THE CITY OF NATCHITOCHES TO THE VILLAGE OF POWHATAN, PROVIDING FOR A FIVE YEAR TERM, PROVIDING FOR ADVERTISING, FURTHER PROVIDING FOR SEVERABILITY, AND FURTHER PROVIDING FOR A REPEALER AND EFFECTIVE DATE OF ORDINANCE.

WHEREAS, the City of Natchitoches (sometimes hereinafter referred to as the “City”) is a Municipality located in the State of Louisiana, Parish of Natchitoches governed under a Home Rule Charter and a Code of Ordinances adopted by Ordinance No. 5 of 1977; and

WHEREAS FURTHER, the City of Natchitoches is specifically authorized under Section 1.06 of the Charter of the City of Natchitoches to provide for the general welfare, safety, health, peace and good order of the City, and further authorized under Section 1.07 of the Charter of the City of Natchitoches to enter into Joint Service Agreements or Cooperative Efforts with other governmental agencies; and

WHEREAS FURTHER, the Village of Powhatan (sometimes hereinafter referred to as “Village”) is a political subdivision of the State of Louisiana that operates a water system and is in need of a supplemental source of potable water to provide to its water clients; and

WHEREAS FURTHER, the City has a safe and adequate supply of potable water; and

WHEREAS FURTHER, the City, has water production facilities capable of supplying its own requirements, the needs of the **VILLAGE** and other entities; and

WHEREAS FURTHER, the City and Village desire to enter into a Water Agreement wherein the City will provide a supply of potable water to the Village; and

WHEREAS FURTHER, it is the intent of the City to provide a ready supply of potable water to the Village; and

WHEREAS FURTHER, the City and the Village have drafted a Water Agreement which provides for the terms and conditions of the wholesale of potable water by the City to the Village, a copy of said Water Agreement being attached hereto as an Exhibit; and

WHEREAS FURTHER, the City Council of the City of Natchitoches has reviewed the proposed Water Agreement, attached hereto, and is of the opinion that the Water Agreement with the Village will promote the health, safety and welfare of the citizens of the City and Parish of Natchitoches, Louisiana and the City Council desires to authorize the Mayor of the City of Natchitoches to execute same; and

NOW THEREFORE BE IT ORDAINED by the City Council of the City of

Natchitoches, Louisiana, that the Mayor of the City of Natchitoches, Ronnie Williams, Jr., is hereby authorized to execute the attached Water Agreement Between City of Natchitoches and the Village of Powhatan.

BE IT FURTHER ORDAINED that the terms of the Water Agreement between City of Natchitoches and the Village of Powhatan, attached hereto, are approved and accepted by the City Council of the City of Natchitoches, Louisiana.

THIS ORDINANCE was introduced on March 8, 2021 and published in the *Natchitoches Times* on March 11, 2021.

The following Ordinance was Introduced by Mrs. Smith as follows, to-wit:

ORDINANCE NO. 012 OF 2021

AN ORDINANCE AUTHORIZING THE MAYOR OF THE CITY OF NATCHITOCHE, LOUISIANA, TO ENTER INTO AN AGREEMENT FOR EMERGENCY ASSISTANCE BY AND BETWEEN THE LEPA MEMBER CITIES, PROVIDING FOR EMERGENCY ASSISTANCE BETWEEN THE MEMBERS OF LEPA, COMPENSATION AND TERM, FURTHER PROVIDING FOR THE APPOINTMENT OF A DIRECTOR AND ALTERNATE DIRECTOR TO THE BOARD OF DIRECTORS OF LOUISIANA ENERGY AND POWER AUTHORITY, PROVIDING FOR ADVERTISING, FURTHER PROVIDING FOR SEVERABILITY, AND FURTHER PROVIDING FOR A REPEALER AND EFFECTIVE DATE OF ORDINANCE.

WHEREAS, the City of Natchitoches (sometimes hereinafter referred to as the “City”) is a Municipality located in the State of Louisiana, Parish of Natchitoches governed under a Home Rule Charter and a Code of Ordinances adopted by Ordinance No. 5 of 1977; and

WHEREAS FURTHER, the City of Natchitoches is specifically authorized under Section 1.06 of the Charter of the City of Natchitoches to provide for the general welfare, safety, health, peace and good order of the City, and further authorized under Section 1.07 of the Charter of the City of Natchitoches to enter into Joint Service Agreements or Cooperative Efforts with other governmental agencies; and

WHEREAS FURTHER, the City is a member of the Louisiana Energy and Power Authority (sometimes hereinafter “LEPA”); and

WHEREAS FURTHER, Member Cities of LEPA are authorized under the laws of the State of Louisiana to enter into certain agreements with each other to provide aid and assistance in restoring essential services in the event of natural disasters or other emergencies; and

WHEREAS FURTHER, the attached Agreement for Emergency Assistance by and Between the LEPA Member Cities (sometimes hereinafter “Agreement”), will allow the City to request emergency assistance directly or indirectly through the Regional Coordinator of LEPA for mutual aid in the time of system emergencies; and

WHEREAS FURTHER, a request for emergency assistance may include provisions for furnishing personnel, equipment, apparatus, supplies and/or materials; and

WHEREAS FURTHER, the City is willing to provide personnel, equipment, apparatus, supplies and/or materials to a requesting utility under the terms and provisions of the attached Agreement as the Agreement is mutually beneficial to all members of LEPA; and

WHEREAS FURTHER, the City Council of the City of Natchitoches has reviewed the attached Agreement for Emergency Assistance by and Between the LEPA Member Cities and has approved the terms of same; and

WHEREAS FURTHER, the City of Natchitoches may appoint a director and an alternate director to the Board of Directors of Louisiana Energy and Power Authority, and there are currently vacancies for both of these appointed positions; and

WHEREAS FURTHER, the City Council of the City of Natchitoches desires to name

and appoint its Director of Utilities, Matt Anderson, as a member of the Board of Directors of LEPA and name Mayor Ronnie Williams as the Alternate Director; and

WHEREAS FURTHER, under the general law and the Home Rule Charter of the City of Natchitoches, the City has the right, power, and authority to promote, protect, and preserve the general welfare, safety, health, peace and good order of the City; and

WHEREAS FURTHER, the City Council of the City of Natchitoches is of the opinion that the Agreement will promote the health, safety and welfare of the citizens of the City and Parish of Natchitoches, Louisiana; and

NOW THEREFORE BE IT ORDAINED by the City Council of the City of Natchitoches, Louisiana, that the terms of the Agreement for Emergency Assistance by and Between the LEPA Member Cities, attached hereto, are approved and accepted by the City Council of the City of Natchitoches, Louisiana.

BE IT FURTHER ORDAINED that the Mayor of the City of Natchitoches, Ronnie Williams is hereby authorized to execute the attached Agreement for Emergency Assistance by and Between the LEPA Member Cities on behalf of the City of Natchitoches.

BE IT FURTHER ORDAINED that Matt Anderson is named and appointed as Director to the Board of Directors of Louisiana Energy and Power Authority and that Ronnie Williams is named and appointed as Alternate Director to Board of Directors of Louisiana Energy and Power Authority.

Matt Anderson explained Ordinance No. 012 of 2021 is a to replace former Mayor Lee Posey and Charles Brossette with Mayor Williams and himself as a member of the Board of Directors of LEPA and name Mayor Ronnie Williams as the Alternate Director.

The following Ordinance was Introduced by Mr. Nielsen as follows, to-wit:

ORDINANCE NO. 013 OF 2021

AN ORDINANCE AUTHORIZING THE MAYOR OF THE CITY OF NATCHITOCHEs, RONNIE WILLIAMS, TO EXECUTE AN AMENDED AGREEMENT OR LEASE OF PUBLIC PROPERTY AND AIRSPACE WITH RED SKY ADVENTURES, LLC, WHEREBY THE CITY OF NATCHITOCHEs AND THE BOARD OF COMMISSIONERS OF WATERWORKS DISTRICT NUMBER 1 WILL LEASE PUBLIC GROUND AND AIRSPACE PURSUANT TO THE TERMS OF R. S. 33:4712 AND R. S. 33:4712.1 TO RED SKY ADVENTURES, LLC, TO PROVIDE FOR A PUBLIC HEARING, TO PROVIDE FOR ADVERTISING, AND A SAVINGS CLAUSE.

WHEREAS, the City of Natchitoches (the “City”), along with the Board of Commissioners of Waterworks District No. One (the “Board”) are the owners of the bed of Sibley Lake, being all that portion of said lake complex which lies at and below the elevation of 116.0 feet above mean sea level;

AND WHEREAS, included in the property owned by the City and the Board is a small island located in Section 134, Township 9 North, Range 7 West, Natchitoches Parish, Louisiana, being situated due South of Property owned by Red Sky Adventures, LLC and West of Louisiana Highway 1 Bypass Bridge over Sibley Lake, said island being 200 feet, more or less, South of the tract owned by Red Sky Adventure, LLC and being 4,200 square feet, more or less, (sometimes hereinafter described as “Island”), said Island being shown and depicted on the attached copy of assessor’s map.

AND WHEREAS, Red Sky Adventures, LLC (sometimes hereinafter “Red Sky”) operates a restaurant, The Mariner, on its property located to the North of the island and has expressed an interest in utilizing the island for special events that would include dinner service; and

AND WHEREAS, Red Sky further desires to construct a walkway from its property to access the Island, and in order to have legal right to construct the walkway and utilize the Island, Red Sky has applied to the City and to the Board for a 20 year lease for the Island and of the air space situated above same together with an easement for the location of a walkway for access to the Island (collectively, the “Lease Property”) pursuant to the provisions of La. R. S. 33:4712 and 33:4712.1 (the “Applicable Laws”); and

AND WHEREAS, the City Council of the City of Natchitoches previously approved a lease to Red Sky for the pre-paid cash rental of (\$800.00) Dollars cash, to be divided equally between the City and Board, pursuant to a written Lease Agreement, but since that time has received an appraisal from Dranguet’s Appraisals reflecting a value of \$200.00 per year for the twenty year lease term contemplated in the lease; and

AND WHEREAS, in light of the appraisal, the City Council desires to amend the Lease Agreement to provide for an amended rental amount of \$200.00 per month, but only after the final adoption of this Ordinance and ratification approval of the same by the Board, and final compliance with due legal proceedings and advertisements required by law; and

AND WHEREAS, the proposed Lease Agreement, including the amended consideration and providing for limitations on use and access is attached hereto and has been reviewed by the City Council; and

NOW, THEREFORE, BE IT ORDAINED that notice of this proposed ordinance be published in accordance with law, in The Natchitoches Times, the legal journal for the City of Natchitoches, and that said Ordinance further be posted in the City Hall; and

BE IT FURTHER ORDAINED by the City that the Mayor, Ronnie Williams, on behalf of the City, be and he is hereby authorized after due proceedings had, and after the lapse of all the delays above set forth have run, to execute a 20 year lease to Red Sky on the Lease Property, for the annual consideration of Two Hundred and 00/100 (\$200.00) Dollars cash, said Mayor being authorized and directed to incorporate in said lease such terms, provisions and conditions as may be necessary and proper in the premises; and

BE IT FURTHER ORDAINED that the City Clerk is hereby authorized to advertise this Ordinance, and to report to the City Council if any opposition is made in writing prior to the time of final adoption of this Ordinance; and

BE IT FURTHER ORDAINED that, notwithstanding all of the above, this Ordinance shall not be effective until such time as it is ratified and approved by the Board; and

BE IT FURTHER ORDAINED that the City Council take cognizance of the fact that the Lease Property is not now used for public purposes, is not needed for public purposes, and in the opinion of this City Council constitutes surplus property which can be leased pursuant to the authority of the Applicable Laws.

The following Resolution was introduced by Mr. Petite and Seconded by Mr. Nielsen as follows, to –wit:

RESOLUTION NO. 019 OF 2021

**A RESOLUTION AUTHORIZING THE MAYOR TO ADVERTISE
AND ACCEPT BIDS FOR CHRISTMAS LIGHTING SUPPLIES**

(BID NO. 0635)

WHEREAS, the City wishes to advertise for Public Bids for Christmas Lighting Supplies (Bid No. 0635).

WHEREAS, sealed proposals shall be addressed to the City of Natchitoches, Office of the Director of Purchasing, P. O. Box 37, Natchitoches, Louisiana 71458 or received at the City of Natchitoches Purchasing Department, 1400 Sabine Street, Natchitoches, Louisiana; and

WHEREAS, the City of Natchitoches will accept sealed and electronic bids for the project until 2:00 pm on Tuesday, April 6, 2021 at the Office of the Director of Purchasing, 1400 Sabine Street; and

WHEREAS, bids will be publicly opened and read aloud at 2:00 pm, on Tuesday, April 6, 2021 held at the above mentioned Office of the Director of Purchasing; and

WHEREAS, upon receipt of proposals, the committee members consisting of Debbie Miley, Finance Director; Edd Lee, Director of Purchasing; Matt Anderson, Utility Director; and Betty Smith, Councilwoman At Large, are to review and make a recommendation of the bids received.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Natchitoches, in legal session convened, that the Honorable Ronnie Williams, Jr., Mayor, be and is hereby authorized, empowered and directed to order the publication of the above bid.

This Resolution was then presented for a vote, and the vote was recorded as follows:

AYES: Elie, Nielsen, Smith, Harrington, Petite
NAYS: None
ABSENT: None
ABSTAIN: None

THEREUPON, Mayor Ronnie Williams, Jr., declared the Resolution passed by a vote of 5 Ayes to 0 Nays on this 8th day of March, 2021.

RONNIE WILLIAMS, JR., MAYOR

Edd Lee of Purchasing spoke in reference to Resolution No. 19 of 2021, every year lights and lighting supplies are replaced as needed due to wear and tear in addition to needs requested by the Utility Department.

The following Resolution was introduced by Mrs. Elie and Seconded by Mr. Nielsen as follows, to – wit:

RESOLUTION NO. 020 OF 2021

A RESOLUTION APPOINTING MATT ANDERSON TO SERVE AS DIRECTOR AND MAYOR RONNIE WILLIAMS, JR., TO SERVE AS ALTERNATE DIRECTOR ON THE BOARD OF DIRECTORS OF LOUISIANA ENERGY AND POWER AUTHORITY (LEPA)

BE IT FURTHER RESOLVED, by the governing authority of the City of Natchitoches, Louisiana, that the Mayor’s appointment of Matt Anderson to serve as Director and Mayor Ronnie Williams, Jr., to serve as Alternate Director on the Board of Directors of Louisiana Energy and Power Authority (LEPA) is hereby approved.

This Resolution was then presented for a vote, and the vote was recorded as follows:

AYES: Elie, Nielsen, Smith, Harrington, Petite
NAYS: None
ABSENT: None
ABSTAIN: None

THEREUPON, Mayor Ronnie Williams, Jr., declared the Resolution passed by a vote of 5 Ayes to 0 Nays on this 8th day of March, 2021.

RONNIE WILLIAMS, JR., MAYOR

The following Resolution was introduced by Mr. Harrington and Seconded by Mr. Nielsen as follows, to –wit:

RESOLUTION NO. 021 OF 2021

**A RESOLUTION AUTHORIZING THE MAYOR TO ADVERTISE
AND ACCEPT BIDS FOR LWCF GRANT IMPROVEMENTS AT PARC
NATCHITOCHEs**

(BID NO. 0614)

WHEREAS, the City wishes to advertise for Public Bids for LWCF Grant Improvements at Parc Natchitoches (Bid No. 0614).

WHEREAS, sealed proposals shall be addressed to the City of Natchitoches, Office of the Director of Purchasing, P. O. Box 37, Natchitoches, Louisiana 71458 or received at the City of Natchitoches Purchasing Department, 1400 Sabine Street, Natchitoches, Louisiana; and

WHEREAS, the City of Natchitoches will accept sealed and electronic bids for the project until 11:30 a.m. on Tuesday, April 6, 2021 at the Office of the Director of Purchasing, 1400 Sabine Street; and

WHEREAS, bids will be publicly opened and read aloud at 11:30 a.m. on Tuesday, April 6, 2021 held at the above mentioned Office of the Director of Purchasing; and

WHEREAS, upon receipt of proposals, the committee members consisting of Debbie Miley, Finance Director; Edd Lee, Director of Purchasing; Kevin Warner, Recreation Director; and Dale Nielsen, Councilman are to review and make a recommendation of the bids received.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Natchitoches, in legal session convened, that the Honorable Ronnie Williams, Jr., Mayor, be and is hereby authorized, empowered and directed to order the publication of the above bid.

This Resolution was then presented for a vote, and the vote was recorded as follows:

AYES: Elie, Nielsen, Smith, Harrington, Petite
NAYS: None
ABSENT: None
ABSTAIN: None

THEREUPON, Mayor Ronnie Williams, Jr., declared the Resolution passed by a vote of 5 Ayes to 0 Nays on this 8th day of March, 2021.

RONNIE WILLIAMS, JR., MAYOR

In reference to Resolution No. 21 Randy LaCaze of Community Development, explained LWCF Grant. Where restrooms and playground equipment will be added in addition to walking trails being extended at Parc Natchitoches.

Financial Report for the month of December 2020 given by Director of Finance, Debbie Miley. The report shows a comparison between budget and actual.

The next scheduled City Council meeting will be **Monday, March 22, 2021**.

With no further discussion, Mayor Williams made a motion for adjournment and all were in favor.

The meeting was adjourned at 6:32 p.m.

RONNIE WILLIAMS, JR., MAYOR

BETTY SMITH, MAYOR PRO-TEMPORE