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**File #: 240242**

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ORDINANCE NO. 240242

Approving the issuance by the City of Kansas City Missouri of its special obligation bonds in more than one series (collectively, the “Series 2024 Bonds”), including a series of bonds to finance certain costs of the Main Streetcar Extension project on a tax-exempt basis with an estimated cost of \$16,741,084.00, a series of bonds to finance certain projects on a tax-exempt basis with an estimated cost of \$43,758,064.00 and a series of bonds to finance certain projects on a taxable basis with an estimated cost of \$5,250,015.00, such Series 2024 Bonds to be issued in an aggregate principal amount not to exceed \$75,000,000.00; approving and authorizing certain documents and actions relating to the issuance of the Series 2024 Bonds; estimating and appropriating revenue in Fund No. 3449, the Special Obligation Series 2024A Streetcar Project Fund, Fund No. 3452, the Special Obligation Series 2024B Project Fund and Fund No. 3451, the Taxable Special Obligation Series 2024C Project Fund; designating requisitioning authority; declaring the City’s intent to reimburse itself from bond proceeds; authorizing the Director of Finance to modify and close project accounts; and recognizing this ordinance as having an accelerated effective date.

WHEREAS, the City of Kansas City, Missouri (the “City”) is authorized under its charter to issue its bonds or other obligations in evidence thereof; and

WHEREAS, pursuant to the Missouri Transportation Development District Act, Sections 238.200, et seq., RSMo, as amended (the “TDD Act”), the Kansas City Downtown Streetcar Transportation Development District (the “Downtown Streetcar District”) was established on August 2, 2012 by Order of the Circuit Court of Jackson County, Missouri, for the purpose of undertaking or causing to be undertaken, and funding, along with other sources, the design, construction, ownership and/or operation of a modern streetcar line running generally along Main Street from River Market to Union Station, which began operations on May 6, 2016 and is currently operating (the “Initial Phase” or the “Downtown Streetcar System”); and

WHEREAS, the City, the Downtown Streetcar District and the Kansas City Streetcar Authority, Inc. (the “Authority”) entered into a Streetcar Design, Construction, Management and Operations Agreement, as from time to time amended and restated (the “Initial Phase Cooperative Agreement”), pursuant to which the City, the Downtown Streetcar District and the Authority established the roles and responsibilities of the parties in connection with the design, construction, management and operation of the Downtown Streetcar System and the City agreed to deposit certain sums into the Phase 1 Fund established under the Initial Phase Cooperative Agreement; and

WHEREAS, pursuant to the Initial Phase Cooperative Agreement, the Downtown Streetcar District agreed to make monthly deposits of sales tax revenues and receipts from special assessments with the City for deposit into the Phase 1 Fund, and the City agreed to use such funds for purposes of the Downtown Streetcar System as more fully set forth therein, including but not limited to paying debt service on the City's Special Obligation Bonds (Downtown Streetcar Project), Series 2014A Bonds (the "Series 2014A Bonds") issued to finance costs of the Initial Phase; such Series 2014A Bonds were refunded by the herein-described Series 2022C Bonds; and

WHEREAS, pursuant to the TDD Act, The Kansas City Main Street Rail Transportation Development District (the "District") was established on August 11, 2017 by Order of the Circuit Court of Jackson County, Missouri, for the purpose of undertaking or causing to be undertaken, and funding, along with other sources, the design, construction, ownership and/or operation of (a) the Initial Phase in the place and stead of the Downtown Streetcar District, and (b) an extension of the Initial Phase, running south from Union Station generally along Main Street with a terminus in the general vicinity of the University of Missouri – Kansas City's Volker campus (the "Phase 2 Line" or the "Main Streetcar Extension," and collectively with the Initial Phase, the "Streetcar System"); and

WHEREAS, the District is intended to replace the existing Downtown Streetcar District, and to assume any financial obligations of the Downtown Streetcar District, and in furtherance of such intent, City, Authority, District and Downtown Streetcar District entered into that Cooperative Agreement for Streetcar Transition Process dated July 15, 2019 (the "Transition Agreement"); and

WHEREAS, the District, the City and the Authority have entered into a Cooperative Agreement for Streetcar Phase 2, as may be amended and restated from time to time (the "Cooperative Agreement"), pursuant to which the City, the District and the Authority establish the roles and responsibilities of the parties in connection with the design, construction, management and operation of the Streetcar System and the City agrees to deposit, subject to annual appropriation, certain sums (the "City's Annual Contribution") into the Streetcar Fund established under the Cooperative Agreement, and the Initial Phase Cooperative Agreement has been terminated; and

WHEREAS, pursuant to the Cooperative Agreement, the District agrees to make monthly deposits of sales tax revenues and receipts from special assessments with the City for deposit into the Streetcar Fund, and the City agrees to use such funds for purposes of the Streetcar System as more fully set forth therein, including but not limited to paying debt service on any bonds or other obligations issued to finance costs of the design, acquisition and construction of the Streetcar System; and

WHEREAS, the City previously issued its Special Obligation Bonds (Streetcar System Expansion Project), Series 2020C in the original aggregate principal amount of \$9,100,000.00 (the "Series 2020C Bonds") to pay a portion of the cost related to the Phase II expansion of the City's Streetcar System related to the Main Streetcar Extension within the corporate limits of the City; such Series 2020C Bonds were refunded by the herein-described Series 2022C Bonds; and

WHEREAS, the City previously issued its Special Obligation Bonds (Main Streetcar Extension Project), Series 2021D in the original aggregate principal amount of \$4,680,000.00 (the “Series 2021D Bonds”) to pay a portion of the cost related to the Phase II expansion of the City’s Streetcar System related to the Main Streetcar Extension within the corporate limits of the City, which Series 2021D Bonds will remain outstanding following the issuance of the herein-defined Series 2024A Bonds; and

WHEREAS, the City previously issued its Special Obligation Refunding and Improvement Bonds (Main Streetcar Extension Project), Series 2022C in the original aggregate principal amount of \$167,455,000.00 (the “Series 2022C Bonds”) to pay a portion of the cost related to the Phase II expansion of the City’s Streetcar System related to the Main Streetcar Extension within the corporate limits of the City and to refund the Series 2014A Bonds and Series 2020C Bonds, which Series 2022C Bonds will remain outstanding following the issuance of the herein-defined Series 2024A Bonds; and

WHEREAS, the City previously issued its Special Obligation Bonds (Main Streetcar Extension Project), Series 2023B in the original aggregate principal amount of \$8,515,000.00 (the “Series 2023B Bonds”) to pay a portion of the cost related to the Phase II expansion of the City’s Streetcar System related to the Main Streetcar Extension within the corporate limits of the City, which Series 2023B Bonds will remain outstanding following the issuance of the herein-defined Series 2024A Bonds; and

WHEREAS, the City proposes to issue its Special Obligation Bonds (Main Streetcar Extension Project), which shall be designated the Series 2024A Bonds or such other series designation as the Director of Finance shall determine (the “Series 2024A Bonds”), to provide funds: (a) to pay a portion of the costs of the design, acquisition and construction of the Main Streetcar Extension with an estimated cost of \$16,741,084.00, (b) to fund a debt service reserve fund for the Series 2024A Bonds and (c) to pay certain costs related to the issuance of the Series 2024A Bonds; and

WHEREAS, the Series 2024A Bonds shall be issued pursuant to a Trust Indenture (the “Series 2024A Indenture”) by and between the City and UMB Bank, N.A. as Trustee (the “Trustee”); and

WHEREAS, the City proposes to issue its Special Obligation Bonds (Kansas City, Missouri Projects), which shall be designated the Series 2024B Bonds or such other series designation as the Director of Finance shall determine (the “Series 2024B Bonds”), to provide funds: (a) to design, construct, reconstruct and/or improve certain projects within the City with an estimated aggregate cost of \$43,758,064.00, as set forth on Schedule I attached hereto and made a part hereof by reference (the “Tax-Exempt City Projects”), and (b) to pay certain costs related to the issuance of the Series 2024B Bonds; and

WHEREAS, the City proposes to issue its Taxable Special Obligation Bonds (Kansas City, Missouri Projects), which shall be designated the Series 2024C Bonds or such other series designation as the Director of Finance shall determine (the “Series 2024C Bonds”), to provide

funds: (a) to design, construct, reconstruct and/or improve certain projects within the City with an estimated aggregate cost of \$5,250,015.00, as set forth on Schedule II attached hereto and made a part hereof by reference (the “Taxable City Projects”), and (b) to pay certain costs related to the issuance of the Series 2024C Bonds; and

WHEREAS, the Series 2024B Bonds and the Series 2024C Bonds shall be issued pursuant to a Trust Indenture (the “Series 2024B and Series 2024C Indenture”) by and between the City and the Trustee; and

WHEREAS, the Series 2024A Bonds, Series 2024B Bonds and Series 2024C Bonds are referred to collectively herein as the “Series 2024 Bonds;” and

WHEREAS, the Series 2024A Indenture and the Series 2024B and Series 2024C Indenture are referred to collectively herein as the “Indentures,” the Series 2024 Bonds issued on a tax-exempt basis are referred to collectively herein as the “Tax-Exempt Bonds” and the Series 2024 Bonds issued on a taxable basis are referred to collectively herein as the “Taxable Bonds”; and

WHEREAS, in order to enhance the security for the Series 2024 Bonds and achieve a lower cost of borrowing, it may be desirable for the City to arrange for a municipal bond insurance policy, letter of credit or other credit enhancement facility, insuring or guaranteeing the payment of the principal of and interest on the Series 2024 Bonds and/or a surety bond or debt service reserve fund policy for any debt service reserve fund, to be issued by a bond insurance company, commercial bank or other financial institution acceptable to the City; and

WHEREAS, the City has found and determined that the financing of the Tax-Exempt City Projects and the Taxable City Projects as described above will benefit the citizens of the City; and

WHEREAS, it is expected that the Tax-Exempt City Projects will be financed with the proceeds of Tax-Exempt Bonds, however, any such project may be financed with the proceeds of Taxable Bonds in whole or in part, and it is further expected that the Taxable City Projects will be financed with the proceeds of Taxable Bonds, however, any such project may be financed with the proceeds of Tax-Exempt Bonds in whole or in part, in each case if the Director of Finance determines that such issuance would be in the best interests of the City, acting upon the recommendation of co-bond counsel; and

WHEREAS, it is expected that each of the Series 2024A Bonds and Series 2024B Bonds will be issued as Tax-Exempt Bonds, however, each such series may be issued as Taxable Bonds in whole or in part if the Director of Finance, acting upon the recommendation of co-bond counsel, determines that such issuance would be in the best interests of the City; and

WHEREAS, it is expected that the Series 2024 Bonds will be issued as three series of bonds pursuant to the applicable Indenture for the purposes described herein, however, any such series of bonds may be combined with another series of bonds and may be issued pursuant to

another Indenture if the Director of Finance, acting upon the recommendation of co-bond counsel, determines that such issuance would be in the best interests of the City; and

WHEREAS, in order to accomplish the foregoing, it is necessary and desirable that the City approve the transactions described in this Ordinance and the execution and delivery of the financing documents and certain other matters in connection with the transaction, as herein provided; NOW, THEREFORE,

BE IT ORDAINED BY THE COUNCIL OF KANSAS CITY:

**Section 1. Authorization of Bonds; Authorization and Execution of Bond Purchase Agreement and Certificates of Final Terms.** The City hereby authorizes the issuance of its Series 2024 Bonds in the aggregate principal amount not to exceed \$75,000,000.00. The City hereby authorizes the issuance of its Series 2024A Bonds for the purpose of providing funds for the following: (a) to finance certain costs of the Main Streetcar Extension Project, (b) to fund a debt service reserve fund and (c) to pay certain costs related to the issuance of the Series 2024A Bonds. The City hereby authorizes the issuance of its Series 2024B Bonds for the purpose of providing funds for the following: (a) to finance the Tax-Exempt City Projects and (b) to pay certain costs of issuance of the Series 2024B Bonds. The City hereby authorizes the issuance of its Series 2024C Bonds for the purpose of providing funds for the following: (a) to finance the Taxable City Projects and (b) to pay certain costs of issuance of the Series 2024C Bonds. Each series of the Series 2024 Bonds shall be dated the date set forth in the applicable Indenture and applicable form of Bond. The Tax-Exempt Bonds shall bear interest at rates initially not to exceed a true interest cost of 6.00% and the Taxable Bonds shall bear interest at rates initially not to exceed a true interest cost of 8.00%. Each series of the Series 2024 Bonds shall have such other terms and provisions as shall be provided in the applicable Indenture and the Bond Purchase Agreement approved by the Director of Finance.

The Director of Finance or designee is hereby authorized and directed to approve the purchase price for each series of the Series 2024 Bonds, the principal amounts by maturity, the interest rates, the terms of credit enhancement, if any, and the other final terms of the Series 2024 Bonds, including applicable redemption provisions, subject to the limitations set forth in this Section, and in that connection, to execute and deliver, for each series of the Series 2024 Bonds, the Certificate of Final Terms for and on behalf of and as the act and deed of the City, which approval will be conclusively evidenced by the Director of Finance's execution of the Certificate of Final Terms. Upon execution, the Certificate of Final Terms for the Series 2024A Bonds will be attached to this Ordinance as **Exhibit A-1**, the Certificate of Final Terms for the Series 2024B Bonds will be attached to this Ordinance as **Exhibit A-2**, the Certificate of Final Terms for the Series 2024C Bonds will be attached to this Ordinance as **Exhibit A-3** and the City Clerk is hereby authorized to file each such Certificate of Final Terms with this Ordinance. The City is authorized to enter into a Bond Purchase Agreement for the Series 2024 Bonds in accordance with the Certificates of Final Terms. The Director of Finance is authorized to execute the Bond Purchase Agreement for and on behalf of and as the act and deed of the City.

**Section 2. Limited Obligations.** Each series of the Series 2024 Bonds and the interest thereon shall be special, limited obligations of the City payable solely out of Appropriated

Moneys (as defined in the applicable Indenture) and moneys in the Funds and Accounts held by the Trustee under such Indenture (other than the Rebate Fund), and shall be secured by a transfer, pledge and assignment of and a grant of a security interest in the Trust Estate to the Trustee and in favor of the owners of the applicable Bonds. Each series of the Series 2024 Bonds and interest thereon shall not be deemed to constitute a debt or liability of the City within the meaning of any constitutional, statutory or charter limitation or provision, and shall not constitute a pledge of the full faith and credit of the City, but shall be payable solely from the funds provided for in the Indenture. The issuance of the Series 2024 Bonds shall not, directly, indirectly or contingently, obligate the City to levy any form of taxation therefor or to make any appropriation for their payment.

**Section 3. Authorization and Approval of Financing Documents.** The proposed documents relating to the financing (the “Financing Documents”) are hereby approved in substantially the forms submitted to the City Council, and the Director of Finance or designee is authorized to execute and deliver the Financing Documents with such changes therein and additions thereto as the Director of Finance deems necessary or appropriate.

(a) Indentures.

(b) Tax Compliance Agreement between the City and the Trustee relating to the Tax-Exempt Bonds, or any series thereof, which sets forth certain representations, facts, expectations, terms and conditions relating to the use and investment of the proceeds of such Tax-Exempt Bonds, to establish and maintain the exclusion of interest on such Bonds from gross income for federal income tax purposes, and to provide guidance for complying with the arbitrage rebate provisions of Section 148(f) of the Internal Revenue Code.

(c) Continuing Disclosure Undertaking relating to the Series 2024 Bonds, or any series thereof, under which the City agrees to provide continuing disclosure of certain financial information, operating data and material events, for the benefit of the owners of such Bonds and to assist the Underwriters thereof in complying with Rule 15c2-12 of the Securities and Exchange Commission.

(d) Bond Purchase Agreement relating to the Series 2024 Bonds, or any series thereof, between the City and the Underwriters of such Bonds, under which the City agrees to sell, and the Underwriters agree to purchase the Series 2024 Bonds, upon such terms and conditions thereof as set in such Bond Purchase Agreement and the Certificates of Final Terms, as described in **Section 1**.

The City Council further approves the execution and delivery by the City of any documents which may be required in connection with the execution and delivery by the City of the Indentures and issuance of the Series 2024 Bonds and of such other documents as the Director of Finance deems necessary or appropriate in connection with the transactions authorized by this Ordinance.

**Section 4. Credit Enhancement.** The City hereby authorizes the Director of Finance or designee to obtain a bond insurance policy, letter of credit or other credit enhancement (“Credit Enhancement”) for some or all of the Series 2024 Bonds and the purchase or a surety bond or debt service reserve fund policy for any debt service reserve fund, if necessary or desired, from a credit provider with such credit rating that, in the opinion of the applicable Underwriters, the Financial Advisors and the Director of Finance, there will be achieved an economic benefit for the City if the Series 2024 Bonds are secured by such Credit Enhancement. The purchase of such Credit Enhancement and the entering into of such agreements with respect thereto as may be necessary or appropriate are hereby approved. Such credit enhancement may be such type, in such amount and provided by such entity or entities as the Director of Finance or designee shall determine to be in the best interest of the City. The officials of the City are authorized and directed to execute all documents, agreements, instruments and certificates in connection with such credit enhancement.

**Section 5. Official Statement.** The City hereby delegates authority to the Director of Finance or designee to prepare, approve and deem final any Preliminary Official Statement and any final Official Statement, with the signature of the Director of Finance or designee thereon being conclusive evidence of the Director's approval and the City's approval thereof and to approve the final terms of each series of the Series 2024 Bonds, including any credit enhancement of a series of the Series 2024 Bonds. The City hereby consents to the use and public distribution of any Preliminary Official Statement and any final Official Statement in connection with the offering for sale of each series of the Series 2024 Bonds.

**Section 6. Approval of Selection of Professionals.**

(a) The City approves the selection of Hilltop Securities Inc., and Moody Reid Financial Advisors to act as Co-Financial Advisors in connection with the issuance of the Series 2024 Bonds. The City approves the selection of Kutak Rock LLP and the Hardwick Law Firm LLC to act as Co-Bond Counsel in connection with the issuance of the Series 2024 Bonds. The City approves the selection of Kutak Rock LLP and the Hardwick Law Firm LLC to act as Co-Disclosure Counsel in connection with the issuance of the Series 2024 Bonds.

(b) The City approves the selection of RBC Capital Markets, LLC or an affiliate thereof to act as senior Underwriter in connection with the issuance of the Series 2024 Bonds, and authorizes the Director of Finance or designee to select the remaining members of the underwriting syndicate.

**Section 7. Further Authority.** The officials of the City are further authorized and directed to execute such documents, instruments and certificates and to take such further actions on behalf of the City as shall be necessary or desirable to effect the terms and provisions of this Ordinance.

**Section 8. Estimated Revenue.** That revenue of \$2,175,000.00 is hereby increased in Fund No. 3449, the Special Obligation Series 2024A Streetcar Project Fund, in the following accounts in the following amounts:

|                       |                       |                     |
|-----------------------|-----------------------|---------------------|
| AL-3449-120000-590000 | Bond Proceeds         | \$ 525,000.00       |
| AL-3449-120000-485100 | Premium on Bonds Sold | <u>1,650,000.00</u> |
|                       | TOTAL                 | \$2,175,000.00      |

**Section 9. Appropriations.** That the sum of \$2,175,000.00 is hereby appropriated from the Unappropriated Fund Balance of Fund No. 3449, the Special Obligation Series 2024A Streetcar Project Fund, to the following accounts in the following amounts:

|                  |   |                     |
|------------------|---|---------------------|
| AL-3449-129632-B | Discount on Sale of Bonds               | \$ 500,000.00       |
| AL-3449-129620-B | Cost of Issuance                        | 240,000.00          |
| AL-3449-129686-B | Arbitrage Rebate Calculation<br>Expense | 5,000.00            |
| AL-3449-129631-B | Underwriter Discount                    | 130,000.00          |
| AL-3449-129611-G | Debt Service Reserve                    | <u>1,300,000.00</u> |
|                  | TOTAL                                   | \$2,175,000.00      |

**Section 10. Estimated Revenue.** That revenue of \$1,553,490.00 is hereby increased in Fund No. 3452, the Special Obligation Series 2024B Project Fund, in the following accounts in the following amounts:

|                       |                       |                |
|-----------------------|-----------------------|----------------|
| AL-3452-120000-485100 | Premium on Bonds Sold | \$1,553,490.00 |
|-----------------------|-----------------------|----------------|

**Section 11. Appropriations.** That the sum of \$365,510.00 is hereby reduced from the appropriations of Fund No. 3452, the Special Obligation Series 2024B Project Fund, to the following accounts in the following amounts:

|                              |               |               |
|------------------------------|---------------|---------------|
| AL-3452- 237701-E- 23FLTEQ23 | Fire Vehicles | \$ 365,510.00 |
|------------------------------|---------------|---------------|

**Section 12. Appropriations.** That the sum of \$1,919,000.00 is hereby appropriated from the Unappropriated Fund Balance of Fund No. 3452, the Special Obligation Series 2024B Project Fund, to the following accounts in the following amounts:

|                  |   |                   |
|------------------|---|-------------------|
| AL-3452-129632-B | Discount on Sale of Bonds               | \$1,300,000.00    |
| AL-3452-129620-B | Cost of Issuance                        | 350,000.00        |
| AL-3452-129686-B | Arbitrage Rebate Calculation<br>Expense | 5,000.00          |
| AL-3452-129631-B | Underwriter Discount                    | <u>264,000.00</u> |
|                  | TOTAL                                   | \$1,919,000.00    |



**Section 13. Estimated Revenue.** That revenue of \$175,000.00 is hereby increased in Fund No. 3451, the Taxable Special Obligation Series 2024C Project Fund, in the following accounts in the following amounts:

|                       |               |               |
|-----------------------|---------------|---------------|
| AL-3451-120000-590000 | Bond Proceeds | \$ 175,000.00 |
|-----------------------|---------------|---------------|

**Section 14. Appropriations.** That the sum of \$175,000.00 is hereby appropriated from the Unappropriated Fund Balance of Fund No. 3451, the Taxable Special Obligation Series 2024C Project Fund, to the following accounts in the following amounts:

|                  |                      |                  |
|------------------|----------------------|------------------|
| AL-3451-129620-B | Cost of Issuance     | \$ 105,000.00    |
| AL-3451-129631-B | Underwriter Discount | <u>70,000.00</u> |
|                  | TOTAL                | \$ 175,000.00    |

**Section 15. Requisitioning Authority.** That the Director of Finance is designated as the requisitioning authority for Accounts Nos. AL-3449-129620-B, AL-3449-129632-B, AL-3449-129686-B, AL-3449-129631-B, AL-3449-129611-G, AL-3452-129620-B, AL-3452-129632-B, AL-3452-129686-B, AL-3452-129631-B, AL-3451-129620-B and AL-3451-129631-B.

**Section 16. Reimbursement.** That the City Council hereby declares its official intent to reimburse itself for certain expenditures made within sixty (60) days prior to or on and after the date of this Ordinance with respect to appropriations in **Section 9, Section 11, Section 12 and Section 14** (the “Appropriations”) with the proceeds of bonds expected to be issued by the City. The maximum principal amount of bonds expected to be issued for the Appropriations is not to exceed \$3,903,490.00. This constitutes a declaration of official intent under Treasury Regulation 1.150-2.

**Section 17. Modification of Accounts.** That the Director of Finance is hereby authorized to modify the previously approved estimated revenues and appropriations in **Sections 8, 9, 10, 11, 12, 13 and 14** as required to correctly record the budgetary amounts finalized through the sale of the Bonds into the marketplace.

**Section 18. Closing of Accounts.** That the Director of Finance is hereby authorized to close accounts, open encumbrances and retainage related to the accounts in **Section 9, Section 12 and Section 14**, and return the unspent portion to the Fund balance from which it came upon the earliest of: (i) the provisions of this ordinance; (ii) final maturity of financing or (iii) five years after issuance.

**Section 19. Accelerated Effective Date.** That this ordinance, appropriating money, is recognized as an ordinance with an accelerated effective date as provided by Section 503(a)(3)(C) of the City Charter as shall take effect in accordance with Section 503 of the City Charter.

**SCHEDULE I**

**Tax-Exempt City Projects**

| <u>Description of Project</u>   | <u>Estimated Project Cost*</u> | <u>Appropriated by Ordinance:</u> |
|---------------------------------|--------------------------------|-----------------------------------|
| Fire Pumpers and Heavy Vehicles | \$43,758,064.00                | 230888                            |
|                                 |                                |                                   |
| TOTAL                           | <u>\$43,758,064.00</u>         |                                   |

\* Estimated Project costs represent the estimates of the City as of the date hereof and are included for informational purposes only. Nothing contained herein shall limit or prevent the City from expending Series 2024B proceeds or proceeds of another series of Series 2024 Bonds (subject to satisfaction of the requirements of the applicable Tax Compliance Agreement) on any of the identified Series 2024B Projects in such amounts as the Director of Finance determines is necessary and appropriate.

**SCHEDULE II**

**Taxable City Projects**

| <u>Description of Project</u> | <u>Estimated Project Cost*</u> | <u>Appropriated by Ordinance:</u> |
|-------------------------------|--------------------------------|-----------------------------------|
| Midland Theatre Parking Lot   | \$5,250,015.00                 | 250146                            |
|                               |                                |                                   |
| TOTAL                         | <u>\$5,250,015.00</u>          |                                   |

\* Estimated Project costs represent the estimates of the City as of the date hereof and are included for informational purposes only. Nothing contained herein shall limit or prevent the City from expending Series 2024C proceeds or proceeds of another series of Series 2024 Bonds (subject to satisfaction of the requirements of the applicable Tax Compliance Agreement) on any of the identified Series 2024C Projects in such amounts as the Director of Finance determines is necessary and appropriate.

**EXHIBIT A-1  
CERTIFICATE OF FINAL TERMS  
SERIES 2024A BONDS**

The undersigned Director of Finance of the City of Kansas City, Missouri (the “City”), in connection with the issuance of the City’s \$\_\_\_\_\_ Special Obligation Bonds (Main Streetcar Extension Project) Series 2024A (the “Series 2024A Bonds”), certifies pursuant to Section 1 of Ordinance No. \_\_\_\_\_ of the City (the “Ordinance”), as follows:

- 1. Original Principal Amount. The Series 2024A Bonds are issued in the original principal amount of \$\_\_\_\_\_.
  
- 2. Maturity Schedule. The Series 2024A Bonds will mature on the dates and in the amounts and bear interest at the rates as set forth in the First Supplemental Trust Indenture dated as of April 1, 2024 (the “Supplemental Indenture”), supplementing the Trust Indenture dated as of April 1, 2023 (collectively, the “Streetcar Indenture”) by and between the City and UMB Bank, N.A., as Trustee, and as summarized on Schedule \_\_ to this Certificate.
  
- 3. True Interest Cost: The true interest cost of the Series 2024A Bonds is \_\_\_\_\_%, as shown on Schedule \_\_ to this Certificate.
  
- 4. Purchase Price. The purchase price of the Series 2024A Bonds is \$\_\_\_\_\_, representing \$\_\_\_\_\_ principal amount, plus net original issue premium of \$\_\_\_\_\_, less Underwriters’ discount of \$\_\_\_\_\_.
  
- 5. Optional Redemption. The Series 2024A Bonds are subject to optional redemption pursuant to the Indenture on the dates and in the amounts as set forth therein.

The terms set forth in this Certificate of Final Terms are within the limitations of Section 1 of the Ordinance.

Delivered this \_\_\_\_ day of April, 2024.

CITY OF KANSAS CITY, MISSOURI

By: \_\_\_\_\_  
Tammy L. Queen  
Director of Finance

**EXHIBIT A-2  
CERTIFICATE OF FINAL TERMS  
SERIES 2024B BONDS**

The undersigned Director of Finance of the City of Kansas City, Missouri (the “City”), in connection with the issuance of the City’s \$\_\_\_\_\_ Special Obligation Bonds (Kansas City, Missouri Projects) Series 2024B (the “Series 2024B Bonds”), certifies pursuant to Section 1 of Ordinance No. \_\_\_\_\_ of the City (the “Ordinance”), as follows:

1. Original Principal Amount. The Series 2024B Bonds are issued in the original principal amount of \$\_\_\_\_\_.
2. Maturity Schedule. The Series 2024B Bonds will mature on the dates and in the amounts and bear interest at the rates as set forth in the Trust Indenture dated as of April 1, 2024 (the “Indenture”) by and between the City and UMB Bank, N.A., as Trustee, and as summarized on Schedule \_\_ to this Certificate.
3. True Interest Cost: The true interest cost of the Series 2024B Bonds is \_\_\_\_\_%, as shown on Schedule \_\_ to this Certificate.
4. Purchase Price. The purchase price of the Series 2024B Bonds is \$\_\_\_\_\_, representing \$\_\_\_\_\_ principal amount, plus net original issue premium of \$\_\_\_\_\_, less Underwriters’ discount of \$\_\_\_\_\_.
5. Optional Redemption. The Series 2024B Bonds are subject to optional redemption pursuant to the Indenture on the dates and in the amounts as set forth therein.

The terms set forth in this Certificate of Final Terms are within the limitations of Section 1 of the Ordinance.

Delivered this \_\_\_\_ day of April, 2024.

CITY OF KANSAS CITY, MISSOURI

By: \_\_\_\_\_  
Tammy L. Queen  
Director of Finance

**EXHIBIT A-3  
CERTIFICATE OF FINAL TERMS  
SERIES 2024C BONDS**

The undersigned Director of Finance of the City of Kansas City, Missouri (the “City”), in connection with the issuance of the City’s \$\_\_\_\_\_ Taxable Special Obligation Bonds (Kansas City, Missouri Projects) Series 2024C (the “Series 2024C Bonds”), certifies pursuant to Section 1 of Ordinance No. \_\_\_\_\_ of the City (the “Ordinance”), as follows:

1. Original Principal Amount. The Series 2024C Bonds are issued in the original principal amount of \$\_\_\_\_\_.
2. Maturity Schedule. The Series 2024C Bonds will mature on the dates and in the amounts and bear interest at the rates as set forth in the Trust Indenture dated as of April 1, 2024 (the “Indenture”) by and between the City and UMB Bank, N.A., as Trustee, and as summarized on Schedule \_\_ to this Certificate.
3. True Interest Cost: The true interest cost of the Series 2024C Bonds is \_\_\_\_\_%, as shown on Schedule \_\_ to this Certificate.
4. Purchase Price. The purchase price of the Series 2024C Bonds is \$\_\_\_\_\_, representing \$\_\_\_\_\_ principal amount, plus net original issue premium of \$\_\_\_\_\_, less Underwriters’ discount of \$\_\_\_\_\_.
5. Optional Redemption. The Series 2024C Bonds are subject to optional redemption pursuant to the Indenture on the dates and in the amounts as set forth therein.

The terms set forth in this Certificate of Final Terms are within the limitations of Section 1 of the Ordinance.

Delivered this \_\_\_\_ day of April, 2024.

CITY OF KANSAS CITY, MISSOURI

By: \_\_\_\_\_  
Tammy L. Queen  
Director of Finance

\_\_\_\_\_

I hereby certify that there is a balance, otherwise unencumbered, to the credit of the appropriation to which the foregoing expenditure is to be charged, and a cash balance, otherwise unencumbered, in the treasury, to the credit of the fund from which payment is to be made, each sufficient to meet the obligation hereby incurred.

For Willie Chui  
Tammy L. Queen  
Director of Finance

Approved as to form:

Samuel E Miller  
Samuel Miller  
Assistant City Attorney



Authenticated as Passed  
[Signature]  
Quinton Lucas, Mayor  
[Signature]  
Marilyn Sanders, City Clerk  
MAR 07 2024  
Date Passed