

RESOLUTION NO. 2011-05

A RESOLUTION OF THE MAYOR AND COUNCIL OF THE TOWN OF FOUNTAIN HILLS, ARIZONA, ORDERING AND CALLING A SPECIAL BOND ELECTION TO BE HELD IN AND FOR THE TOWN OF FOUNTAIN HILLS, ARIZONA, ON NOVEMBER 8, 2011, TO SUBMIT TO THE QUALIFIED ELECTORS THEREOF THE QUESTION OF AUTHORIZING THE ISSUANCE AND SALE OF TWENTY-NINE MILLION SIX HUNDRED THIRTY-FIVE THOUSAND DOLLARS (\$29,635,000) PRINCIPAL AMOUNT OF GENERAL OBLIGATION BONDS, PROJECT OF 2012.

WHEREAS, the Mayor and Council of the Town of Fountain Hills, Arizona, (the "Town Council") believe it to be in the best interest of the Town of Fountain Hills (the "Town") to authorize the issuance and sale of twenty-nine million six hundred thirty-five thousand dollars (\$29,635,000) principal amount of General Obligation Bonds, which bonds would provide funding for the purposes set forth in the form of the ballot attached hereto as Exhibit A; and

WHEREAS, it is necessary that the Town Council submit the question of the issuance and sale of such bonds to the qualified electors of the Town.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND COUNCIL OF THE TOWN OF FOUNTAIN HILLS as follows:

SECTION 1. The recitals above are hereby incorporated as if fully set forth herein.

SECTION 2. A special bond election in the Town of Fountain Hills, Arizona, is hereby ordered and called to be held on November 8, 2011, to submit to the qualified electors of the Town the question as shown on the form of ballot attached hereto and marked Exhibit A. The maximum principal amount of the bonds to be issued shall be \$29,635,000, as described in Exhibit A hereto. If approved, the bonds may be issued as general obligation bonds pursuant Title 35, Chapter 3, Article 3, as amended, payable from an ad valorem tax levied on all taxable property within the corporate limits of the Town. The bonds may be refunded by the issuance of refunding bonds of a weighted average maturity of less than 75% of the weighted average maturity of the bonds being refunded.

SECTION 3. Pursuant to ARIZ. REV. STAT. § 35-455(B) the aggregate amount of bonds set forth above shall bear a maximum rate of interest of twelve percent (12%), may run for a minimum number of years from their date of one (1) year or fraction thereof and a maximum of twenty-five (25) years. The current outstanding general obligation debt of the Town for the purposes included in the twenty percent debt limit is \$5,415,000.00 and for the purposes included in the six percent (6%) debt limit category is \$0.00. The twenty percent (20%) and six percent (6%) constitutional debt limits of the Town are \$115,307,143.00 and \$34,592,143.00, respectively.

SECTION 4. The Town Clerk is hereby directed to cause the preparation and distribution of an information pamphlet and sample ballot for the Town pursuant to, and meeting the requirements of, ARIZ. REV. STAT. § 35-454 and, if the Town Clerk determines it to be in the

Town's best interests, combine such informational pamphlet and sample ballot with any other informational pamphlet that may be prepared by the Town or another political subdivision for the election. The Town Clerk shall establish a process for submitting arguments for and against the bond question. The Town Clerk is hereby authorized and directed to cause the informational pamphlet to be mailed as required by law and to cause a copy of the informational pamphlet to be submitted to the Arizona Department of Revenue within thirty (30) days after the election.

SECTION 5. Notice of the special bond election is ordered to be given by causing the information pamphlet to be mailed not less than thirty-five (35) days before the date of election to the residence of each registered voter within the corporate limits of the Town as shown on the general county register.

SECTION 6. The election will be conducted by mail ballot according to ARIZ. REV. STAT. § 16-409, as amended, and the returns thereof will be made in the manner provided by law. Only persons who are qualified electors of the Town will be allowed to vote at the election. The Fountain Hills Town Hall, located at 16705 E. Avenue of the Fountains, is hereby designated as a ballot repository pursuant to ARIZ. REV. STAT. § 16-411, as amended, at which location voters may deposit marked ballots until 7:00 p.m. on November 8, 2011. The Town Clerk shall determine and develop the processes for conducting an all mail ballot election for the question submitted to the qualified electors of the Town.

SECTION 7. In order to comply with the Voting Rights Act of 1965, as amended, the following proceedings pertaining to this election will be translated into Spanish and posted, published and recorded in each instance where posting, publication and recording of such proceedings are required, to-wit: this Resolution, the ballot, the voter information pamphlet and all instructions contained in the mail ballot materials.

SECTION 8. The Town Clerk is hereby directed to cause ballots to be printed and mailed to the qualified electors offering to vote at the election. The special bond election may be conducted in the manner determined to be in the best interests of the Town by the Maricopa County Election Department and the Mayor and Town Clerk or either of them. The Mayor and the Town Clerk, or either of them, is authorized and directed to enter into a contract with the Maricopa County Recorder to obtain precinct registers for the election and to enter into an agreement with the Maricopa County Elections Department for election services.

SECTION 9. As soon as the polls are closed, the election officials will forward the votes cast to the Town Council for canvassing. The Town Council will meet at the Council Chambers on a day that is within twenty (20) days after the election date to canvass the returns of the election and will file and record a certificate of result of election in the office of the Maricopa County Recorder. The Town Council will be governed by the vote of the majority on the question submitted.

[SIGNATURES ON FOLLOWING PAGE]

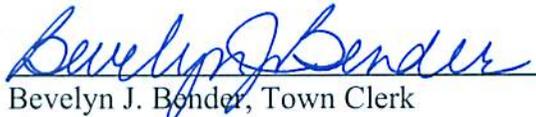
PASSED AND ADOPTED by the Mayor and Council of the Town of Fountain Hills, Arizona, January 20, 2011.

FOR THE TOWN OF FOUNTAIN HILLS:

ATTESTED TO:



Jay T. Schlum, Mayor



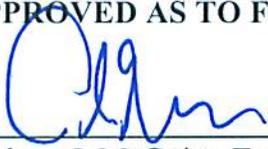
Bevelyn J. Bender, Town Clerk

REVIEWED BY:

APPROVED AS TO FORM:



Richard L. Davis, Town Manager



Andrew J. McGuire, Town Attorney

CERTIFICATION

I, Bevelyn J. Bender, the duly appointed and acting Town Clerk of the Town of Fountain Hills, Arizona, do hereby certify that the above and foregoing Resolution No. 2011-05 was duly passed by the Town Council of the Town of Fountain Hills, Arizona, at a regular meeting held on January 20, 2011, and the vote was 7 aye's and 0 nay's and that the Mayor and 7 Council Members were present thereat.



Bevelyn J. Bender, Town Clerk

EXHIBIT A
TO
RESOLUTION NO. 2011-05

OFFICIAL BALLOT

**FOR SPECIAL ELECTION IN AND FOR THE TOWN OF FOUNTAIN HILLS,
ARIZONA ON NOVEMBER 8, 2011**

Question

Shall the Mayor and Council of the Town of Fountain Hills, Arizona, be authorized to issue and sell bonds of the Town of Fountain Hills in the principal amount of \$29,635,000, to provide funds to design, improve, construct, reconstruct and rehabilitate the streets, avenues, alleys and highways, including any appurtenances thereto, of or within the Town; to design, acquire, install, construct and reconstruct street lighting, traffic signal/control systems, underground utility lines, landscape improvements and transit/bicycle program improvements; to acquire land and interests in land for transportation purposes; and to liquidate any indebtedness already incurred for such purposes; such bonds to be issued as general obligation bonds of the Town, payable from the levy of an ad valorem tax against the taxable property located within the Town; such bonds to bear interest at a rate of not to exceed twelve percent (12%) per annum; said interest payable semiannually on the first day of January and the first day of July of each year until the maturity of each bond and the bonds to mature over a period of not to exceed twenty-five (25) years from the date of their issuance; said bonds, and any bonds issued to refund the Town's bonds, may be sold at prices that include premiums not greater than permitted by law; said bonds to be in the amount of \$5,000 each or multiples thereof and to mature on the first day of the same month of each year which may be either January or July? The bonds may be refunded by the issuance of refunding bonds of a weighted average maturity of less than 75% of the weighted average maturity of the bonds being refunded.

The issuance of these bonds will result in a property tax increase sufficient to pay the annual debt service on the bonds.

| | |
|-------------------|--------------------------|
| FOR THE BONDS | <input type="checkbox"/> |
| AGAINST THE BONDS | <input type="checkbox"/> |

NOTICE TO VOTERS:

The voter shall place a mark in the square opposite the words "For the Bonds" or "Against the Bonds", whichever words express the voter's choice. Only qualified electors of the Town of Fountain Hills, Arizona are eligible to vote at this election.