

Resolution No. 2123

A RESOLUTION OF THE CITY OF SALISBURY AMENDING AND SUPPLEMENTING RESOLUTION NO. 2119, ADOPTED BY THE COUNCIL OF CITY OF SALISBURY (THE "CITY"), AS AMENDED ("RESOLUTION NO. 2119"), ON NOVEMBER 28, 2011, APPROVED BY THE MAYOR OF THE CITY ON NOVEMBER 30, 2011 AND EFFECTIVE ON NOVEMBER 30, 2011, TO CHANGE CERTAIN REFERENCES IN RESOLUTION NO. 2119 FROM "ACTING DIRECTOR OF INTERNAL SERVICES" TO "DIRECTOR OF INTERNAL SERVICES" AS DESCRIBED HEREIN.

RECITALS

WHEREAS, City of Salisbury, a municipal corporation of the State of Maryland (the "City"), is authorized and empowered by Sections 31 to 37, inclusive, of Article 23A of the Annotated Code of Maryland, as replaced, supplemented or amended (the "Enabling Act"), and Sections SC7-45 and SC7-46 of the Charter of the City of Salisbury, as published in Municipal Charters of Maryland, Volume 7, 2008 Replacement Edition, as replaced, supplemented or amended (the "Charter"), to borrow money for any proper public purpose and to evidence such borrowing by the issuance and sale of its general obligation bonds; and

WHEREAS, pursuant to Section 24 of Article 31 of the Annotated Code of Maryland, as replaced, supplemented or amended (the "Refunding Act"), the City is authorized to issue bonds for the purpose of refunding any of its bonds or other evidences of obligation by whatever name known or source of funds secured then outstanding for the public purpose of realizing debt service savings or debt restructuring; and

WHEREAS, pursuant to the authority of the Enabling Act, the Refunding Act and the Charter, on November 28, 2011, the Council of the City (the "Council") adopted Resolution No. 2119 ("Resolution No. 2119"), as amended, providing for the issuance, sale and delivery of two separate series of general obligation refunding bonds of the City referred to therein as the "Series 2011A Bond" and the "Series 2011B Bond", respectively, and, collectively, as the "2011 Bonds", and Resolution No. 2119 was approved by the Mayor of the City on November 30, 2011 and became effective on November 30, 2011; and

WHEREAS, in connection with its consideration of Resolution No. 2119, the Council amended certain Sections of and Exhibit A to Resolution No. 2119, as introduced, to refer to the "Acting Director of Internal Services" in place of the "Director of Internal Services"; and

WHEREAS, bond counsel to the City prepared Resolution No. 2119, as introduced, and bond counsel has advised that references to the Director of Internal Services throughout the Sections of and Exhibit A to Resolution No. 2119, as introduced, were deliberate because certain of the rights and duties granted to or imposed upon the Director of Internal Services in the Sections of and Exhibit A to Resolution No. 2119, as introduced, apply throughout the term of the 2011 Bonds and, while there is currently an Acting Director of Internal Services, it is anticipated that the appointment of a Director of Internal Services will be made at some point

while the 2011 Bonds are outstanding, even though such appointment is not expected to be made before the 2011 Bonds are issued and delivered; and

WHEREAS, bond counsel to the City has further advised that Section 1(b) of Resolution No. 2119, which provides “[r]eferences in this Resolution to any City official or employee by title shall be deemed to include references to a person serving in such capacity on an ‘acting’ basis (e.g., the Acting Director of Internal Services)”, was included in Resolution No. 2119, as introduced, specifically to account for the fact that until such time as a new Director of Internal Services is appointed, the Acting Director of Internal Services should undertake the rights and duties granted to or imposed on the Director of Internal Services by Resolution No. 2119, as introduced; and

WHEREAS, bond counsel to the City has requested that the Council adopt this Resolution in order to correct certain amendatory references to the Acting Director of Internal Services contained in Resolution No. 2119; as adopted, because such amendatory references had unintended consequences.

SECTION 1. NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SALISBURY, MARYLAND that the Recitals hereto constitute an integral part of this Resolution and are incorporated herein by reference. Capitalized terms used in the Recitals to this Resolution and not otherwise defined herein shall have the meanings given to such terms in the Recitals.

SECTION 2. BE IT FURTHER RESOLVED that (a) from and after the effective date of this Resolution, Resolution No. 2119 shall be deemed amended and supplemented as follows: all references to the Acting Director of Internal Services in Sections 3, 4, 7, 10, 11, 13, 16 and 17 of Resolution No. 2119 and in the form of 2011 Bonds set forth as Exhibit A to Resolution No. 2119, shall be deemed and construed to refer to the Director of Internal Services.

(b) It is deliberate that by adoption of this Resolution, the Council is *not* amending or supplementing references to the Acting Director of Internal Services contained in the Recitals to Resolution No. 2119 or in Section 1(b) of Resolution No. 2119.

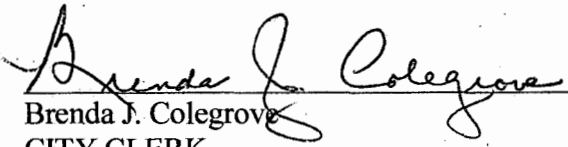
SECTION 3. BE IT FURTHER RESOLVED that from and after the effective date of this Resolution, Resolution No. 2119 shall be deemed amended and supplemented as provided herein and all other terms and provisions of Resolution No. 2119 shall remain in full force and effect.

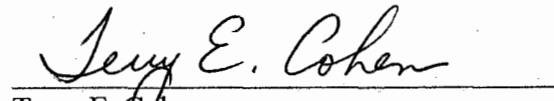
SECTION 4. BE IT FURTHER RESOLVED that this Resolution shall become effective upon adoption by the Council and approval by the Mayor. Pursuant to Charter Section SC7-46A, this Resolution may not be petitioned to referendum.

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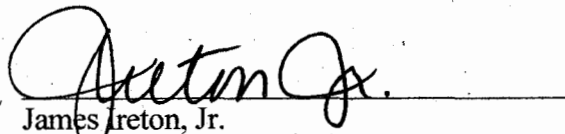
THIS RESOLUTION was introduced, read and adopted at a meeting of the Council of the City of Salisbury held on the 12th day of December, 2011.

ATTEST:


Brenda J. Colegrove
CITY CLERK


Terry E. Cohen
PRESIDENT, City Council

Approved by me this 12th day of
December, 2011.


James Ireton, Jr.
MAYOR, City of Salisbury

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