

ORDINANCE NO. 2977

AN ORDINANCE OF THE COUNCIL (THE “COUNCIL”) OF THE CITY OF SALISBURY AMENDING AND SUPPLEMENTING ORDINANCE NO. 2675, PASSED BY THE COUNCIL ON JULY 26, 2021, APPROVED BY THE MAYOR OF CITY OF SALISBURY (THE “CITY”) ON JULY 26, 2021 AND EFFECTIVE ON JULY 26, 2021 (“ORDINANCE NO. 2675”), IN ORDER TO (1) AUTHORIZE AND EMPOWER THE CITY TO USE AND APPLY A PORTION OF THE PRINCIPAL AMOUNT OF THE \$8,965,000 CITY OF SALISBURY TAX-EXEMPT PUBLIC IMPROVEMENT AND REFUNDING BONDS OF 2021 ISSUED ON SEPTEMBER 1, 2021 (THE “2021 TAX-EXEMPT BONDS”) TO THE PROJECT IDENTIFIED HEREIN AS “112 W. CHURCH STREET – CITY HALL,” AND (2) IDENTIFY SUCH ADDITIONAL PROJECT AS A “PROJECT” FOR ALL PURPOSES OF ORDINANCE NO. 2675 (AS AMENDED AND SUPPLEMENTED); PROVIDING THAT THIS TITLE IS A FAIR STATEMENT OF THE SUBSTANCE OF THIS ORDINANCE; AUTHORIZING CERTAIN CITY OFFICIALS TO TAKE CERTAIN ACTIONS IN CONNECTION WITH THE TRANSACTIONS CONTEMPLATED BY THIS ORDINANCE; PROVIDING THAT THE PROVISIONS OF THIS ORDINANCE SHALL BE LIBERALLY CONSTRUED; AND OTHERWISE GENERALLY RELATING TO THE USE OF PROCEEDS OF THE 2021 TAX-EXEMPT BONDS.

RECITALS

WHEREAS, City of Salisbury, a municipal corporation of the State of Maryland (the “City”), is authorized and empowered by Sections 19-301 to 19-309, inclusive, of the Local Government Article 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 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 the authority of the Enabling Act, Sections SC7-45 and SC7-46 of the Charter, and Ordinance No. 2675, passed by the Council of the City (the “Council”) on July 26, 2021, approved by the Mayor of the City (the “Mayor”) on July 26, 2021 and effective on July 26, 2021 (“Ordinance No. 2675”), the City authorized general obligation bonds to be issued from time to time in one or more series in an original aggregate principal amount not to exceed Six Million One Hundred Twenty-Four Thousand Seventy-Six Dollars (\$6,124,076) (the “Authorized Bonds”) in order to finance, reimburse or refinance “costs” and “Costs of the Projects” (each as defined in Section 3(b) of Ordinance No. 2675) of the projects identified in the table below (herein collectively referred to as the “Original Authorized New Money Projects” or individually as an “Original Authorized New Money Project,” and referred to as the “Projects” in Ordinance No. 2675) in the maximum principal amounts set forth opposite each such Original Authorized New Money Project in such Section 3(b):

	<u>Project Name</u>	<u>Maximum Principal Amount</u>
1.	GOB Air Handler Replacement ⁽¹⁾	\$ 178,750
2.	Apparatus Replacement - Aerial Ladder ⁽¹⁾	1,400,000
3.	Field Operations Facility Plan – Phase 3 Garage ⁽¹⁾⁽²⁾	1,890,000
4.	Downtown Street Scaping ⁽¹⁾	381,326
5.	Market Street Shoreline Improvements ⁽¹⁾	330,000
6.	Northwood and Brewington Branch Culvert ⁽¹⁾	290,000
7.	ADA: Ramp and Bathroom Conversion ⁽³⁾	40,000
8.	Field Operations Facility Plan - Phase 2 ⁽³⁾⁽⁴⁾	1,500,000
9.	Port Exchange Riverwalk Replacement ⁽³⁾	114,000
	TOTAL	\$6,124,076

¹ Project was approved for bond funding in the fiscal year 2022 budget ordinance (Ordinance No. 2660).

² Project is also referred to in certain City budgetary materials as “Field Operations Master Plan – Phase III New Vehicle Maintenance Facility.”

³ Project was approved for bond funding in fiscal year 2022 through the fiscal year 2021 budget ordinance (Ordinance No. 2593).

⁴ Project is also referred to in certain City budgetary materials as “Field Operations Master Plan – Phase II New Administrative Building;” and

WHEREAS, pursuant to the authority of the Enabling Act, Sections SC7-45 and SC7-46 of the Charter, Ordinance No. 2675, certain other Ordinances of the City identified in Resolution No. 3117 (defined below) and Resolution No. 3117, adopted by the Council on August 9, 2021, approved by the Mayor on August 10, 2021 and effective on August 10, 2021 (“Resolution No. 3117”), the City determined to borrow money for the public purpose (in part) of financing or reimbursing “costs” and “Costs of the 2021 New Money Projects” (each as defined in Section 2(b) of Resolution No. 3117, which definitions mirror the definitions of “costs” and “Costs of the Projects” set forth in Section 3(b) of Ordinance No. 2675) of the projects specified in Section 2(b) of Resolution No. 3117 (which included all of the Original Authorized Projects), and evidenced this borrowing by the issuance on September 1, 2021 of a single series of general obligation bonds of the City in the original aggregate principal amount of Eight Million Nine Hundred Sixty-Five Thousand Dollars (\$8,965,000) and designated as the “City of Salisbury Tax-Exempt Public Improvement and Refunding Bonds of 2021” (the “2021 Tax-Exempt Bonds”); and

WHEREAS, a portion of the original aggregate principal amount of the 2021 Tax-Exempt Bonds was issued for the purpose of currently refunding all or a portion of certain outstanding general obligation bonds of the City, which portion of the 2021 Tax-Exempt Bonds was not issued pursuant to the authority of Ordinance No. 2675; and

WHEREAS, due to net original issue premium received by the City in connection with the sale of the 2021 Tax-Exempt Bonds, the City was able to reduce the portion of the original aggregate principal amount of the 2021 Tax-Exempt Bonds actually issued to finance or reimburse costs of the Original Authorized New Money Projects from the maximum original aggregate principal amount of the Authorized Bonds provided for in Ordinance No. 2675, and thereby to

allocate a portion of such net original issue premium, together with a portion of the par amount of the 2021 Tax-Exempt Bonds, to fund the Original New Money Authorized Projects in the maximum aggregate principal amount of \$6,124,076 contemplated by Ordinance No. 2675; and

WHEREAS, a portion of the principal amount of the 2021 Tax-Exempt Bonds, together with a portion of net original issue premium, was originally appropriated and allocated to (i) the Original New Money Authorized Projects identified in the table in the fourth preceding WHEREAS clause above, in the amounts specified in such table (for a total of \$6,124,076); and

WHEREAS, the City now desires to reallocate a portion of the principal amount of the 2021 Tax-Exempt Bonds to a project generally identified in City materials as “112 W. Church Street – City Hall,” which project consists of the acquisition of the property with a street address of 112 W. Church Street, Salisbury, Maryland which is improved with the old City Hall, and the renovation, improvement, furnishing and equipping of such property (the “2026 Additional Project”); and

WHEREAS, the City desires to reallocate \$217,282.00 of the principal amount of the 2021 Tax-Exempt Bonds originally allocated to the Original Authorized New Money Project identified in Ordinance No. 2675 as “Northwood and Brewington Branch Culvert” to the 2026 Additional Project; and

WHEREAS, accordingly, the City desires to expand the list of the Original Authorized New Money Projects as set forth in Ordinance No. 2675, in order to allow a portion of the principal amount of the Authorized Bonds (meaning a portion of the 2021 Tax-Exempt Bonds) to be applied to the 2026 Additional Project and to identify such 2026 Additional Project as part of the “Projects” for all purposes of Ordinance No. 2675, as amended and supplemented.

Section 1. NOW, THEREFORE, BE IT ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, as follows:

(a) The Recitals to this Ordinance are incorporated by reference herein and deemed a substantive part of this Ordinance. Capitalized terms used in the Sections of this Ordinance that are not defined therein shall have the meanings given to such terms in the Recitals.

(b) References in this Ordinance to any official by title shall be deemed to refer (i) to any official authorized under the Charter, the code of ordinances of the City (the “City Code”) or other applicable law or authority to act in such titled official’s stead during the absence or disability of such titled official, (ii) to any person who has been elected, appointed or designated to fill such position in an acting or interim capacity under the Charter, the City Code or other applicable law or authority, (iii) to any person who serves in a “deputy,” “associate” or “assistant” capacity as such an official, provided that the applicable responsibilities, rights or duties referred to herein have been delegated to such deputy, associate or assistant in accordance with the Charter, the City Code or other applicable law or authority, and/or (iv) to the extent an identified official commonly uses another title not provided for in the Charter or the City Code, the official, however known, who is charged under the Charter, the City Code or other applicable law or authority with the applicable responsibilities, rights or duties referred to herein.

(c) References in this Ordinance to “investment earnings” shall be construed to include interest income.

(d) References in this Ordinance to “par amount” shall be construed to mean principal amount. In addition, references in this Ordinance to “principal amount” shall be construed to refer to the original aggregate principal amount of the 2021 Bonds issued for new money purposes.

Section 2. BE IT FURTHER ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, as follows:

(a) Pursuant to the authority of the Enabling Act, Sections SC7-45 and SC7-46 of the Charter and Ordinance No. 2675, from and after the effective date of this Ordinance, and subject to Sections 2(d) and 7 hereof, Section 3(b) of Ordinance No. 2675 is hereby deleted in its entirety and inserted in place thereof shall be the following:

“(b) With respect to the projects listed below, the word “costs” as used in Section 2 hereof shall include, as applicable, costs of the following activities and expenses: land and right-of-way acquisition and development; acquisition of other property rights; site and utility improvements, including, without limitation, grading, landscaping, paving and repaving, sidewalk, curb, gutter, storm water, water and sewer improvements, street lights, amenities, and related or similar activities and expenses; demolition, razing and removal; acquisition, construction, expansion, reconstruction, replacement, renovation, rehabilitation, upgrading, improvement, installation, furnishing and equipping activities and expenses, and related or similar activities and expenses; planning, design, engineering, testing, study, architectural, feasibility, surveying, document development, bidding, permitting, inspection, construction management, financial, administrative and legal expenses, and related or similar activities and expenses; contingencies; costs of issuance (which may include costs of bond insurance or other credit or liquidity enhancement); interest during construction and for a reasonable period thereafter (whether or not expressly so stated); and any such costs that may represent the City’s share or contribution to the financing, reimbursement or refinancing of any such project (collectively, “Costs of the Projects”). The maximum original aggregate principal amount of the Bonds (or the BANs, as identified in Section 6 hereof) to be appropriated or applied to the Costs of the Projects (exclusive of any net original issue premium realized upon sale or investment earnings that may be applied for such purposes) shall be allocated among the following public purpose projects in the maximum principal amount set forth opposite each, except as otherwise herein provided:

	<u>Project Name</u>	<u>Maximum Principal Amount</u>
1.	GOB Air Handler Replacement ⁽¹⁾	\$ 178,750
2.	Apparatus Replacement - Aerial Ladder ⁽¹⁾	1,400,000
3.	Field Operations Facility Plan – Phase 3 Garage ⁽¹⁾⁽²⁾	1,890,000
4.	Downtown Street Scaping ⁽¹⁾	381,326
5.	Market Street Shoreline Improvements ⁽¹⁾	330,000
6.	Northwood and Brewington Branch Culvert ⁽¹⁾	72,718
7.	ADA: Ramp and Bathroom Conversion ⁽³⁾	40,000
8.	Field Operations Facility Plan - Phase 2 ⁽³⁾⁽⁴⁾	1,500,000
9.	Port Exchange Riverwalk Replacement ⁽³⁾	114,000
10.	112 W. Church Street – City Hall ⁽⁵⁾	<u>217,282</u>
TOTAL		<u>\$6,124,076</u>

¹ Project was approved for bond funding in the fiscal year 2022 budget ordinance (Ordinance No. 2660).

² Project is also referred to in certain City budgetary materials as “Field Operations Master Plan – Phase III New Vehicle Maintenance Facility.”

³ Project was approved for bond funding in fiscal year 2022 through the fiscal year 2021 budget ordinance (Ordinance No. 2593).

⁴ Project is also referred to in certain City budgetary materials as “Field Operations Master Plan – Phase II New Administrative Building.”

⁵ This project may be referred to by other names in City materials, including budget materials.

The projects identified in items 1-10 above are collectively referred to herein as the “Projects.” The Projects described in items 1-10 above are identified by approximately the same names as such Projects are identified in the City budget and related materials. The City, without notice to or the consent of any registered owners of any issued Bonds (or the registered owners of any issued BANs, as applicable), may allocate and reallocate the maximum principal amount of any issued Bonds (and of any issued BANs, as applicable) (exclusive of any net original issue premium realized upon sale or investment earnings that may be applied for such purposes) to be spent on Costs of the Projects among any of the Projects in compliance with applicable budgetary procedures or applicable law, including, to the extent applicable, by resolution. Further, it is the intention of the Council that the principal amount of any issued Bonds (or of any issued BANs, as applicable) may be spent on any applicable Costs of the Projects, notwithstanding the descriptive names used for the Projects in the table above, including, without limitation, costs related to changes in the scopes of and/or names of the Projects effected through applicable budgetary procedures or applicable law.”

(b) By undertaking the amendments to Section 3(b) of Ordinance No. 2675 provided for in subsection (a) of this Section 2, the City is in effect adding the 2026 Additional Project identified as item 10 “112 W. Church Street – City Hall” in the table set forth in subsection (a) above to the list

of the Original Authorized New Money Projects the costs of which may be financed or reimbursed from the original principal amount of the new money portion of the 2021 Tax-Exempt Bonds and investment earnings thereon, without taking into account the fact that a portion of net original issue premium allocated to the sale proceeds of the new money portion of the 2021 Tax-Exempt Bonds is or was being applied to pay costs of the Original Authorized New Money Projects. By adding the 2026 Additional Project identified in item 10 in the table set forth in subsection (a) to the list of Projects set forth in Section 3(b) of Ordinance No. 2675, the City is also providing authorization for net original issue premium of the 2021 Tax-Exempt Bonds and investment earnings on proceeds of the 2021 Tax-Exempt Bonds to be applied to the costs of the 2026 Additional Project once the provisions of subsection (d) below and Section 8 hereof have been complied with. The principal amounts of the 2021 Tax-Exempt Bonds are hereby appropriated/re-appropriated in the maximum principal amounts set forth in the table in Section 2(a) above.

(c) The projects identified in the table set forth in subsection (a) above (which amends and supplements Section 3(b) of Ordinance No. 2675) are collectively referred to herein as the “2026 Revised Projects.” Subject to the provisions of subsection (d) below and Section 7 of this Ordinance, from and after the effective date of this Ordinance, all references to the Projects in Ordinance No. 2675 shall be deemed to be references to the 2026 Revised Projects, as identified in this Ordinance. Subject to the provisions of subsection (d) below and Section 7 of this Ordinance, from and after the effective date of this Ordinance, the provisions of this Section 2 shall supersede the provisions of Section 3(b) of Ordinance No. 2675 with respect to the application of the principal amount of the Authorized Bonds as authorized by Ordinance No. 2675.

(d) Notwithstanding the foregoing provisions of this Section 2, the principal amount of the 2021 Tax-Exempt Bonds (including investment earnings thereon) may not be applied to costs of the 2026 Additional Project unless and until the City adopts a resolution making corresponding amendments to the provisions of Section 2(b) of Resolution No. 3117 to include the 2026 Additional Project in the list of the 2021 New Money Projects identified in Resolution No. 3117, thereby allowing a portion of the principal amount of the 2021 Tax-Exempt Bonds to be applied to costs of the 2026 Additional Project.

(e) Subject to the provisions of the subsections above and Section 7 of this Ordinance, it is the intention of the Council that any investment earnings earned on the new money portion of the proceeds of the 2021 Tax-Exempt Bonds (i) prior to the effective date of this Ordinance, to the extent not already spent in accordance with the provisions of the Ordinance No. 2675, Resolution No. 3117 or applicable budgetary procedures or applicable law, and (ii) on and after the effective date of this Ordinance, shall be applied to costs of any of the 2026 Revised Projects; provided that, any such investment earnings may be allocated otherwise in accordance with applicable budgetary procedures or applicable law, including, to the extent applicable, by resolution.

(f) References in this Ordinance to applying principal or net original issue premium of the 2021 Tax-Exempt Bonds and any investment earnings on the proceeds of the 2021 Tax-Exempt Bonds to costs of the 2026 Additional Project shall be construed to refer solely to proceeds constituting the new money portion of the 2021 Tax-Exempt Bonds and not to any proceeds of the 2021 Tax-Exempt Bonds issued for current refunding purposes.

Section 3. BE IT FURTHER ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, that, subject to the provisions of Sections 2(d) and 7 of this Ordinance, any of the Mayor, the City Administrator, the Director of Finance and all

other appropriate officials and employees of the City, to the extent acting within the scope of their respective authority, are hereby authorized and empowered to take any and all action necessary or appropriate to provide for the application of the proceeds of the 2021 Tax-Exempt Bonds to finance or reimburse costs of the 2026 Revised Projects and to approve, execute and deliver all documents, certificates or instruments necessary or appropriate in connection therewith or in connection with the transactions contemplated by this Ordinance, including, without limitation, any amendments, modifications or supplements to any documents, certificates or instruments delivered in connection with the 2021 Tax-Exempt Bonds.

Section 4. BE IT FURTHER ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, that from and after the effective date of this Ordinance, Ordinance No. 2675 shall be deemed amended and supplemented as provided herein and all other terms and provisions of Ordinance No. 2675 shall remain in full force and effect.

Section 5. BE IT FURTHER ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, that the title of this Ordinance shall be deemed to be, and is, a fair statement of the substance of this Ordinance for posting and all other purposes.

Section 6. BE IT FURTHER ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, that the provisions of this Ordinance shall be liberally construed in order to effectuate the transactions contemplated by this Ordinance.

Section 7. BE IT FURTHER ENACTED AND ORDAINED BY THE COUNCIL OF THE CITY OF SALISBURY, MARYLAND, that this Ordinance shall become effective following approval by the Mayor or subsequent passage by the Council following the Mayor's veto in accordance with the provision of Section SC2-12 of the Charter; provided, however, that, notwithstanding the effective date of this Ordinance, no portion of the principal amount of the 2021 Tax-Exempt Bonds or investment earnings thereon may be applied to costs of the 2026 Additional Project unless Resolution No. 3117 is amended and supplemented as described herein. Pursuant to Charter Section SC2-16, this Ordinance shall not be subject to petition to referendum.

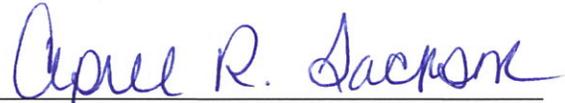
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THIS ORDINANCE was introduced and read at a meeting of the Council of the City of Salisbury held on the 9 day of February, 2026, and thereafter, a statement of the substance of this Ordinance having been posted or published as required by law, was finally passed by the Council X [as introduced] _____ [as amended] [CHECK APPLICABLE LINE] on the 2 day of March, 2026.

ATTEST:

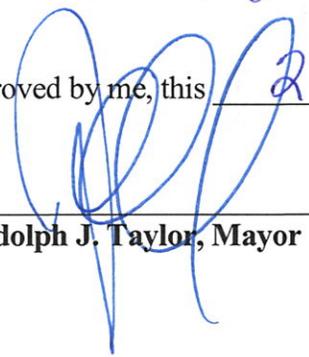


Julie A. English, City Clerk



April R. Jackson, City Council President

Approved by me, this 2 day of March , 2026:



Randolph J. Taylor, Mayor