

# CITY of ALBUQUERQUE

## TWENTIETH COUNCIL

COUNCIL BILL NO. F/S R-13-129 ENACTMENT NO. \_\_\_\_\_

SPONSORED BY: Dan Lewis, by request

1 **RESOLUTION**

2 **AUTHORIZING THE GIVING OF NOTICES FOR BIDS FOR THE SALE OF CITY OF**  
3 **ALBUQUERQUE, NEW MEXICO GENERAL OBLIGATION BONDS CONSISTING OF**  
4 **\$70,040,000 GENERAL OBLIGATION GENERAL PURPOSE BONDS, SERIES 2013A AND**  
5 **\$4,980,000 GENERAL OBLIGATION STORM SEWER BONDS, SERIES 2013B.**

6 WHEREAS, the City Council (the "Council") of the City of Albuquerque (the "City"), in the  
7 County of Bernalillo and State of New Mexico, at its municipal election of October 4, 2011, was  
8 given authority to issue general obligation bonds in the principal amounts stated in the schedule  
9 shown (the "Bond Schedule") below under the column entitled "Authorized at 2011 Election" (the  
10 "Authorized Bonds"); and

11 **BOND SCHEDULE**

12 GENERAL PURPOSE	Authorized at	Series 2012	Series 2013
13 <u>BONDS</u>	<u>2011 Election</u>	<u>Financing</u>	<u>Financing</u>
14 Public Safety	\$10,555,000	\$6,625,000	\$3,930,000
15 Citizens' Centers	11,514,000	500,000	11,014,000
16 Parks and Recreation	22,473,000	11,480,000	10,993,000
17 Facilities & Equipment	23,104,000	10,750,000	12,354,000
18 Library	9,545,000	500,000	9,045,000
19 Public Transportation	6,262,000	5,400,000	862,000
20 Museums, Cultural Facilities	3,889,000	350,000	3,539,000
21 Affordable Housing	10,100,000	4,000,000	6,100,000
22 Streets	50,051,000	33,660,000	16,391,000
23 Zoo and Bio Park Facilities	<u>3,414,000</u>	<u>1,500,000</u>	<u>1,914,000</u>
24 SUBTOTAL	\$150,907,000	\$74,765,000	76,142,000
25 Storm Sewer	<u>13,080,000</u>	<u>8,100,000</u>	<u>4,980,000</u>

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1 TOTAL \$163,987,000 \$82,865,000 81,122,000

2 WHEREAS, the City has issued a portion of the Authorized Bonds described in the Bond  
3 Schedule under the column entitled "Series 2012 Financing" (the "Series 2012 Bonds") for the  
4 purposes and the principal amounts stated in the Bond Schedule; and

5 WHEREAS, the City wishes to issue and sell (i) by competitive bid in a public sale,  
6 bonds in two series, consisting of \$70,040,000 General Obligation General Purpose Bonds,  
7 Series 2013A (the "Series 2013A Bonds"), and \$4,980,000 General Obligation Storm Sewer  
8 Bonds, Series 2013B (the "Series 2013B Bonds" and, collectively with the Series 2013A Bonds,  
9 the "Series 2013 Bonds"), and (ii) in a private sale to the State of New Mexico pursuant to  
10 Section 6-15-5 NMSA 1978, \$11,660,000 General Obligation Refunding Bonds, Series 2013C  
11 and (the "Series 2013C Bonds"), and \$6,102,000 Short Term General Obligation Bonds, Series  
12 2013D (the "Series 2013D Bonds"); and

13 BE IT RESOLVED BY THE COUNCIL, THE GOVERNING BODY OF THE CITY OF  
14 ALBUQUERQUE:

15 Section 1. NOTICE FOR SERIES 2013A AND SERIES 2013B BONDS. The City  
16 Clerk is authorized and directed to cause a "Notice of Bond Sale and Meeting – Series 2013A  
17 and Series 2013B Bonds" in the form set forth below to be published once in a daily newspaper  
18 having a local and general circulation in the City at least one week prior to the date of the sale.  
19 The City is authorized and directed to give such other notices of the bond sale as the Director of  
20 Finance and Administrative Services shall determine, including publication of the notice in  
21 financial newspapers and the distribution among investment bankers and others of a preliminary  
22 official statement relating to the Bonds. The notice of sale of the Bonds shall be published in  
23 substantially the following form:

24 [FORM OF NOTICE FOR PUBLICATION]  
25 NOTICE OF BOND SALE AND MEETING  
26 CITY OF ALBUQUERQUE, NEW MEXICO  
27 \$70,040,000  
28 GENERAL OBLIGATION GENERAL PURPOSE BONDS, SERIES 2013A

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1 \$4,980,000

2 GENERAL OBLIGATION STORM SEWER BONDS, SERIES 2013B

3 NOTICE IS GIVEN THAT the City of Albuquerque (the "City"), State of New Mexico (the  
4 "State"), will receive unconditional bids on Wednesday, February 20, 2013, until the hour of  
5 10:00 a.m., prevailing Mountain Time, submitted electronically through the facilities of PARITY  
6 for the purchase of the City's proposed general obligation bonds (collectively, the "Bonds" or the  
7 "Series 2013A and B Bonds") to be issued in two separate series in the aggregate principal  
8 amount of \$75,020,000 described as follows:

- 9 1. City of Albuquerque, New Mexico, General Obligation General Purpose Bonds,  
10 Series 2013A, in the total principal amount of \$70,040,000 (the "Series 2013A Bonds");
- 11 2. City of Albuquerque, New Mexico, General Obligation Storm Sewer Bonds,  
12 Series 2013B, in the total principal amount of \$4,980,000 (the "Series 2013B Bonds").

13 The Series 2013 Bonds will be issued as fully registered bonds. The Series 2013A  
14 Bonds will mature on July 1 of each year, commencing on July 1, 2014, and the Series 2013B  
15 Bonds will mature on July 1, 2026.

16 The Bonds will be the general obligation of the City payable from general (*ad valorem*)  
17 property taxes levied against all taxable property in the City, without limitation as to rate or  
18 amount, and the full faith and credit of the City will be pledged for the payment of the Bonds.

19 The maximum net effective interest rate on the Series 2013A and B Bonds shall not  
20 exceed ten percent (10%) per annum. Discounts shall not be permitted as part of the sale price  
21 of a series of the Series 2013 A and B Bonds, in whole, although discounts may be offered on  
22 any single maturity of a series of Bonds. Interest on each Bond shall be evidenced until  
23 maturity by only one interest rate.

24 Interest on the Series 2013 A and B Bonds will be payable on January 1 and July 1 in  
25 each year while the Bonds are outstanding, beginning January 1, 2014. The Bonds will bear  
26 interest until maturity from the most recent date to which interest has been paid or provided for  
27 or, if no interest has been paid or provided for, from the date of the Bonds.

28 Each bid shall be deemed an irrevocable offer to purchase the Bonds on the terms  
29 provided therein and in the Official Notice of Bond Sale. Each bidder is required to submit an  
30 unconditional electronic bid for the Series 2013 A and B Bonds.

31 Each bid must be submitted electronically through the facilities of PARITY. THE CITY

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1 WILL NOT ACCEPT TELEPHONE, FACSIMILE OR HAND-DELIVERED BIDS. The City shall  
2 not be responsible for any malfunction or mistake made by, or as a result of the use of the  
3 facilities of, PARITY, the use of such facilities being at the sole risk of the bidder.

4 *This Notice is not a disclosure document, and it is not the Official Notice of Bond Sale.*  
5 *Prior to submitting a bid to the City for the Bonds, a full review should be made of the Official*  
6 *Notice of Bond Sale and the entire Preliminary Official Statement ("Preliminary Official*  
7 *Statement") for the Bonds. The offering of Bonds to potential investors is made only by means*  
8 *of the Preliminary Official Statement.*

9 Copies of the Official Notice of Bond Sale, the Preliminary Official Statement and the  
10 Required Bid Form are available for viewing in electronic format at [www.i-dealprospectus.com](http://www.i-dealprospectus.com)  
11 or may be obtained upon request from Cilia Agliodoro, City Treasurer, Albuquerque/Bernalillo  
12 County Government Center, One Civic Plaza, N.W., First Floor, Room 1080B, Albuquerque,  
13 New Mexico, 87102; telephone (505) 768-3309.

14 NOTICE IS ALSO GIVEN that the Council will hold a meeting on February 20, 2013, at  
15 5:00 p.m., prevailing Mountain Time, at the Council Chambers of the Albuquerque/Bernalillo  
16 County Government Center, One Civic Plaza, N.W., Albuquerque, New Mexico to ratify the  
17 award of the Bonds, adopt an ordinance to authorize the issuance of the Bonds, and consider  
18 such other matters as may come before the Council.

19 Further information relating to the City and the Bonds will be contained in the Preliminary  
20 Official Statement, which will be "deemed final" by the City at its date for purposes of Rule 15c2-  
21 12 promulgated by the Securities and Exchange Commission, except with respect to offering  
22 prices, interest rates, identity of the underwriter, selling compensation, delivery date, or other  
23 terms required to be specified in the bids, ratings, and other terms depending on such matters.

24 The validity and enforceability of the Bonds will be approved by Brownstein Hyatt Farber  
25 Schreck, LLP, 201 Third Street NW, Albuquerque, New Mexico 87102.

26 Dated as of \_\_\_\_\_, 2013.

27 By \_\_\_\_\_

28 City Clerk

29 [END OF FORM OF NOTICE FOR PUBLICATION FOR SERIES 2013A AND 2013B BONDS]

30 Section 2. OFFICIAL NOTICE OF BOND SALE – SERIES 2013A AND 2013B  
31 BONDS. The Official Notice of the Bond Sale shall be in substantially the following form:

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1 [FORM OF OFFICIAL NOTICE OF BOND SALE]  
2 NOTICE OF BOND SALE AND MEETING  
3 CITY OF ALBUQUERQUE, NEW MEXICO

4 \$70,040,000  
5 GENERAL OBLIGATION GENERAL PURPOSE BONDS, SERIES 2013A  
6 \$4,980,000

7 GENERAL OBLIGATION SEWER BONDS, SERIES 2013B

8 NOTICE IS GIVEN THAT the City of Albuquerque (the "City"), County of Bernalillo, State  
9 of New Mexico (the "State"), will receive unconditional bids on Wednesday, February 20, 2013,  
10 until the hour of 10:00 a.m., prevailing Mountain Time<sup>1</sup>, in the City Treasurer's Conference  
11 Room, Albuquerque/Bernalillo County Government Center, One Civic Plaza, N.W., 1<sup>st</sup> Floor,  
12 Albuquerque, New Mexico, by electronic submission through the facilities of PARITY, for the  
13 purchase of the City's proposed Series 2013A and Series 2013B general obligation bonds  
14 (collectively, the "Bonds" or the "Series 2013A and B Bonds") in two separate series in the  
15 aggregate principal amount of \$75,020,000 described as follows:

- 16 1. City of Albuquerque, New Mexico General Obligation General Purpose Bonds,  
17 Series 2013A, in the total principal amount of \$70,040,000 (the "Series 2013A Bonds"); and
- 18 2. City of Albuquerque, New Mexico General Obligation Storm Sewer Bonds, Series  
19 2013B, in the total principal amount of \$4,980,000 (the "Series 2013B Bonds").

20 The bids will be publicly examined immediately thereafter in the City Treasurer's  
21 Conference Room. Following verification, verbal notification of the award will be given to the  
22 successful bidder (the "Purchaser"), subject to ratification of the award by the City Council at its  
23 regular meeting to be held at 5:00 p.m., on Wednesday, February 20, 2013.

24 NOTICE IS ALSO GIVEN that the Council will hold a meeting on Wednesday, February  
25 20, 2013, at 5:00 p.m., prevailing Mountain Time<sup>1</sup>, at the Council Chambers of the  
26 Albuquerque/Bernalillo County Government Center, One Civic Plaza, N.W., Albuquerque,  
27 New Mexico, to ratify the award of the Bonds, adopt an ordinance to authorize the issuance of  
28 the Bonds and consider such other matters as may come before the Council.

29 *This Notice is not a disclosure document. Prior to submitting a bid to the City for the*  
30 *Bonds, a full review should be made of the entire Preliminary Official Statement for the Bonds*  
31 *(the "Preliminary Official Statement"). The offering of Bonds to potential investors is made only*

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1 *by means of the Preliminary Official Statement.*

2                                   ADJUSTMENT OF PRINCIPAL AMOUNTS, MODIFICATION  
3                                   OR CLARIFICATION PRIOR TO EXAMINATION OF BIDS

4           The City's Director of Finance and Administrative Services (the "Director"), in  
5 consultation with the City's financial and bond advisors, in the Director's sole discretion and prior  
6 to the examination of bids, may (i) adjust the aggregate principal amount set forth herein or may  
7 adjust the principal amount of each series without increasing the aggregate principal amount of  
8 Bonds; (ii) adjust individual maturities, and/or (iii) modify or clarify any other term hereof,  
9 including the date on which bids for the Bonds will be received, by issuing a notification of the  
10 adjusted series, amounts, modification or clarification via Thomson Municipal News ("TM3")  
11 and/or BIDCOMP/PARITY and/or Bloomberg Financial Services no later than 8:00 a.m.,  
12 prevailing Mountain Time, on the Bid Date.

13                                   ADJUSTMENTS TO PRINCIPAL AMOUNTS AFTER DETERMINATION OF BEST BID

14           The aggregate principal amount of the Series 2013 Bonds is subject to increase or  
15 reduction, and each scheduled maturity thereof is subject to increase or reduction, by the  
16 Director after the determination of the Best Bid (defined below). Such adjustments will be made  
17 within no more than two (2) hours after the end of the time of bid examination and will be in the  
18 sole discretion of the City. To cooperate with any adjustment in the principal amounts, the  
19 Purchaser is required to indicate by facsimile transmission to the City at (505) 768-3447 or such  
20 other number as may be indicated by the Director within one-half (1/2) hour after the end of the  
21 time of bid examination, the amount of any original issue discount or premium on any maturity of  
22 the Series 2013 Bonds, the initial offering price of each maturity, the cost of bond insurance, if  
23 any, and the amount received from the sale of the Bonds to the public that will be retained by  
24 the Purchaser as its compensation.

25           The Director, in consultation with the City's financial and bond advisors, may change the  
26 dollar amount bid by the Purchaser if the aggregate principal amount of the Bonds is adjusted  
27 as described below, but the interest rates specified by the Purchaser for all maturities will not  
28 change. The Director, in consultation with the City's financial and bond advisors, will make  
29 every effort to ensure that the percentage net compensation to the Purchaser (i.e., the  
30 percentage resulting from dividing (i) the aggregate difference between the offering price of the  
31 Bonds to the public and the price to be paid to the City, less any bond insurance premium to be

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1 paid by the bidder, by (ii) the principal amount of the Bonds) does not increase or decrease from  
2 what it would have been if no adjustment was made to principal amounts shown in the maturity  
3 schedule. The City will notify the Purchaser of the final principal amounts and the resulting  
4 adjusted prices no later than 12:00 p.m. prevailing Mountain Time on the day of the sale and  
5 award of the Bonds. THE PURCHASER MAY NOT WITHDRAW OR MODIFY ITS BID ONCE  
6 SUBMITTED TO THE CITY FOR ANY REASON, INCLUDING, WITHOUT LIMITATION, AS A  
7 RESULT OF ANY INCREASE OR DECREASE IN THE FINAL PRINCIPAL AMOUNTS AND  
8 THE AGGREGATE PURCHASE PRICE OF THE BONDS.

9 BOND PROVISIONS

10 SECURITY: The Bonds will be general obligations of the City payable as to both  
11 principal and interest from property taxes levied against all taxable property within the City,  
12 without limitation as to rate or amount, and the full faith and credit of the City will be pledged for  
13 payment of the Bonds.

14 RATINGS: The City has applied and will pay for ratings from Moody’s Investors Service,  
15 Inc., Standard & Poor’s Ratings Services and Fitch Ratings.

16 PAYING AGENT AND REGISTRAR: The registrar (the “Registrar”) and the paying  
17 agent (the “Paying Agent”) for the Bonds will be the Treasurer of the City.

18 GENERAL: The Bonds will be issued in two separate series, in fully registered form,  
19 dated the delivery date, numbered as determined by the Registrar, or as otherwise requested by  
20 the Purchaser, and issued in denominations of \$5,000 or integral multiples of \$5,000.

21 The Bonds will bear interest at the interest rate or rates stated in the Best Bid (described  
22 below). If a Bond is not paid at its maturity, the principal amount will continue to draw interest at  
23 the rate specified in the Bond until the principal amount is paid in full.

24 Interest on the Bonds will be payable on January 1 and July 1 in each year while the  
25 Bonds are outstanding, beginning January 1, 2014. The Bonds will bear interest until maturity  
26 from the most recent date to which interest has been paid or provided for or, if no interest has  
27 been paid or provided for, from the date of the Bonds. Unless adjustments are made, the  
28 Bonds will mature serially on July 1 in the following years and principal amounts:

29		Series 2013A	Series 2013B
30	Years	Bonds	Bonds
31	<u>Maturing</u>	<u>Principal Amount</u>	<u>Principal Amount</u>

1	2014	\$2,500,000	0
2	2015	\$6,035,000	0
3	2016	\$6,040,000	0
4	2017	\$6,040,000	0
5	2018	\$6,040,000	0
6	2019	\$6,040,000	0
7	2020	\$6,040,000	0
8	2021	\$6,040,000	0
9	2022	\$6,040,000	0
10	2023	\$6,050,000	0
11	2024	\$6,050,000	0
12	2025	\$6,050,000	0
13	2026	\$1,075,000	\$4,980,000

14           The Series 2013A Bonds and the Series 2013B Bonds maturing on and after  
 15 July 1, 2022 are subject to redemption prior to maturity, in whole or in part, at any time on or  
 16 after July 1, 2021, at par value.

17           INTEREST RATE, MINIMUM BID AND LIMITATIONS: The following matters and  
 18 limitations regarding interest rates are applicable:

19           1. Interest on the Bonds will be payable on January 1 and July 1 in each year,  
 20 beginning January 1, 2014, and will be computed on the basis of a 360-day year, consisting of  
 21 twelve, 30-day months.

22           2. The maximum net effective interest rate on the Bonds shall not exceed ten  
 23 percent (10%) per annum.

24           3. Each interest rate specified must not include fractions other than 1/8 or 1/20 and  
 25 must be stated as a decimal.

26           4. All Bonds of a series having the same maturity shall bear the same rate of  
 27 interest, but bonds of the same maturity of different series may bear different rates of interest.  
 28 No Bond shall have more than one rate of interest. Neither coupons nor a zero rate of interest  
 29 is permitted.

30           5. Each bid for Bonds must specify the expected reoffering price (the "Expected  
 31 Reoffering Price") for each maturity of each series of the Bonds to the "Public." As used in this



1 paragraph, "Public" does not include bond houses, brokers or similar persons or organizations  
2 acting in the capacity of underwriters, placement agents or wholesalers.

3 6. A zero interest rate may not be specified, and the rate of interest on any Bond  
4 may not exceed the rate of interest on any other Bond by more than 3.0% per annum.

5 7. The minimum bid for a series of Bonds shall be 104.25% of the par amount of  
6 such series.

7 8. Discounts shall not be permitted as part of the sale price of the Series 2013A  
8 Bonds or the Series 2013B Bonds, in whole, although discounts may be offered on any single  
9 maturity of Series 2013A Bonds or Series 2013B Bonds. Subject to the limitations stated  
10 above, it is permissible to bid a different interest rate for each maturity date and series of the  
11 Bonds without limitation as to the number of rates specified.

12 BOOK-ENTRY: It is anticipated that the Bonds will be issued in book-entry form and  
13 deposited with a securities depository company (the "Depository") selected by the City with no  
14 physical distribution of Bond certificates to the public. Transfers of beneficial ownership of the  
15 Bonds will be effected on the records of participants (the "Participants") of the Depository and  
16 other nominees of beneficial owners of Bonds (the "Beneficial Owners") maintaining a  
17 relationship with the Participants (the "Indirect Participants"). As a condition to delivery of the  
18 Bonds, the Purchaser will be required, immediately after acceptance of delivery, to deposit the  
19 Bond certificates with the Depository on the date the Bonds are delivered, registered in the  
20 name of the Depository or its nominee. Principal and interest will be paid to the Depository or  
21 its nominee as registered owner of the Bonds. The transfer of principal and interest payments  
22 to the Beneficial Owners will be the responsibility of Participants. The City will not be  
23 responsible or liable for maintaining, supervising or reviewing the records maintained by the  
24 Depository, Participants or Indirect Participants. If (i) the Bonds are not eligible for the  
25 Depository services, (ii) the Depository determines to discontinue providing its services with  
26 respect to the Bonds, or (iii) the City determines that a continuation of the system of the book-  
27 entry transfers through the Depository is not in the best interest of the Beneficial Owners or the  
28 City, the City will either identify another qualified securities depository or Bond certificates will be  
29 delivered to Beneficial Owners or their nominees.

30 CUSIP NUMBERS: It is anticipated that CUSIP identification numbers will be printed on  
31 the Bonds, but neither the failure to print a CUSIP number on any Bond nor any error with

1 respect to the numbers will constitute cause for failure or refusal by the Purchaser to accept  
2 delivery of and to pay for the Bonds in accordance with the terms of the bid and this Official  
3 Notice of Bond Sale. All expenses relating to placing the CUSIP numbers on the Bonds will be  
4 paid by the City, but the CUSIP Service Bureau charge for the assignment of those numbers will  
5 be the responsibility of and shall be paid by the Purchaser of the Bonds.

6 PAYMENT: Except as otherwise provided by the Depository, the principal of and  
7 premium, if any, on the Bonds will be payable upon presentation and surrender of the Bonds at  
8 the office of the Paying Agent on or after their respective maturity dates. Except as otherwise  
9 provided by the Depository, interest on the Bonds is payable by check or draft mailed to the  
10 registered owners of the Bonds, as shown on the registration books maintained by the Registrar  
11 at the address appearing in the registration books at the close of business on the 15<sup>th</sup> day of the  
12 calendar month next preceding each interest payment date (the “regular record date”) or in such  
13 other manner as may be agreed upon by the Paying Agent and the registered owner. Any  
14 interest which is not timely paid or duly provided for will cease to be payable to the owners of  
15 the Bonds (or of one or more predecessor Bonds) as of the regular record date, but will be  
16 payable to the owners of the Bonds (or of one or more predecessor Bonds) as shown on the  
17 registration books of the Registrar at the close of business on a special record date for the  
18 payment of that overdue interest. The special record date will be fixed by the Registrar and  
19 Paying Agent whenever money becomes available for payment of the overdue interest and  
20 notice of the special record date will be given to owners not less than ten (10) days prior thereto.

21 AUTHORIZATION: The Series 2013A Bonds and the Series 2013B Bonds were  
22 authorized at the municipal election of the City held on October 4, 2011, pursuant to the  
23 Constitution and laws of the State and the City Charter. Each question on the ballot for which  
24 Bonds are being issued was approved by a majority of all electors of the City who voted on that  
25 question.

26 PURPOSES: The City purposes and the amounts for which the Series 2013A Bonds  
27 and the Series 2013D Bonds (to be sold in a private sale to the State of New Mexico) will be  
28 issued are as follows: \$3,930,000 for public safety; \$11,014,000 for citizens’ centers;  
29 \$10,993,000 for parks and recreation facilities; \$12,354,000 for facilities and equipment;  
30 \$9,045,000 for public libraries; \$862,000 for public transportation facilities; \$3,539,000 for  
31 museums and cultural facilities; \$6,100,000 for affordable housing; \$1,914,000 for zoo and

1 biological park facilities; and \$16,391,000 for streets. The City purpose and the amount for  
2 which the Series 2013B Bonds will be issued are as follows: \$4,980,000 for storm sewer  
3 improvements. To the extent permitted by law, an authorized officer of the City may adjust the  
4 amounts attributable to particular purposes for which the Bonds will be issued by a certificate  
5 describing the adjustment executed prior to delivery of the Bonds, so long as any such  
6 adjustment does not result in a change in the principal amount of the Bonds unless otherwise  
7 permitted by law.

8 BID PROPOSALS: Bidders are required to use the Required Bid Form attached to the  
9 Preliminary Official Statement and available for viewing in electronic format at  
10 [www.i-dealprospectus.com](http://www.i-dealprospectus.com). Additional bid forms may be obtained from the City Debt Manager  
11 whose address is listed below under "ADDITIONAL INFORMATION." Each bidder is required to  
12 submit one unconditional bid for the Bonds specifying the lowest rate or rates of interest and  
13 premium, if any, at or above 104.25% of par at which the bidder will purchase the Bonds. It is  
14 also requested that each bid disclose the total net interest cost by percent and in dollars and  
15 cents to the City. Bids must be submitted as an electronic bid using the facilities of PARITY.  
16 THE CITY WILL NOT ACCEPT TELEPHONE, FACSIMILE OR HAND-DELIVERED BIDS.  
17 Submission of bids is further discussed below.

18 Subscription to the BIDCOMP/PARITY Competitive Bidding System ("PARITY") is  
19 required in order to submit an electronic bid. The City will neither confirm any subscription nor  
20 be responsible for the failure of any prospective bidder to subscribe.

21 A bid made through the facilities of PARITY shall be deemed an irrevocable offer to  
22 purchase the Bonds on the terms provided in this Notice of Bond Sale, and the bid shall be  
23 binding upon the bidder. The City shall not be responsible for any malfunction or mistake made  
24 by, or as a result of the use of the facilities of, PARITY, the use of such facilities being the sole  
25 risk of the prospective bidder.

26 If any provisions of this Notice of Bond Sale shall conflict with information provided by  
27 PARITY as the approved provider of electronic bidding services, this Notice of Bond Sale will  
28 control. Further information about PARITY, including any fee charged, may be obtained from  
29 BIDCOMP/PARITY, 1359 Broadway, 2<sup>nd</sup> Floor, New York, New York, 10018, (212) 849-5021.

1 For information purposes only, bidders are requested to state in their electronic bids the  
2 true interest cost to the City. All electronic bids shall be deemed to incorporate the provisions of  
3 this Notice of Bond Sale and the Required Bid Form.

4 GOOD FAITH DEPOSIT: The Purchaser will be required to provide a deposit of  
5 \$1,500,400, which is equal to two percent (2%) of the preliminary issue size (the "Good Faith  
6 Deposit"), in immediately available funds wired to the City not later than 2:00 p.m., prevailing  
7 Mountain Time, on February 20, 2013. Wire information will be provided to the Purchaser by  
8 the City or the City's financial advisor upon bid award. The Good Faith Deposit will be  
9 deposited by the City in an account of the City (without interest thereon to the Purchaser) and  
10 will be applied against the purchase price of the Bonds. The Good Faith Deposit will be  
11 returned if the City does not accept the bid. If the bid is accepted and the Purchaser does not  
12 complete the purchase of the Bonds within thirty (30) days following the acceptance of its bid by  
13 the Council or within ten (10) days after the Bonds are ready and are offered by the City for  
14 delivery, whichever is later, the Good Faith Deposit will be forfeited to the City for  
15 noncompliance with the bid. In that event, the Council may accept the bid of the bidder making  
16 the next best bid for the Bonds, if that bidder elects to purchase the Bonds on that basis or, in  
17 the event of any failed purchase, or if all bids for Bonds are rejected, the Council may reoffer the  
18 Bonds for public sale or may sell them privately to the State or the United States.

19 SALE RESERVATIONS: The Council, in connection with the Bonds, reserves the  
20 privilege:

- 21 1. of waiving any irregularity or informality in any bid;
- 22 2. of rejecting any and all bids for the Bonds; and
- 23 3. of reoffering the Bonds for public sale or of selling the bonds at private sale to the  
24 State or the United States.

25 BASIS OF AWARD: The Bonds, subject to the sale reservations, will be sold to the  
26 responsible bidder making the Best Bid for the Bonds (the "Best Bid"). Subject to the right of the  
27 City to reject any and all bids, the Best Bid for the Bonds will be the bid which states the lowest  
28 true interest cost determined by discounting semi-annually all future payments of principal and  
29 interest on the Bonds to the date of the Bonds, and to the price paid, based upon a 360-day  
30 year. In the event of any error in interest cost calculation in a bid, the interest rate and any  
31 premium set forth in the bid form will be considered as determining the correct true interest cost.

1 If there are two or more equal bids which are the Best Bids received on the Bonds, the Council  
2 will determine which bid will be accepted.

3 TIME OF AWARD: Bids shall be submitted to be examined at the time and place stated  
4 above. Following verification of the bids, verbal notification of the award will be given to the  
5 Purchaser, subject to ratification of the award by the Council at its regular meeting to be held on  
6 the date on which the bids are examined in the Council Chambers, Albuquerque/Bernalillo  
7 County Government Center, One Civic Plaza, N.W., Albuquerque, New Mexico. At the meeting,  
8 the Council will take action awarding the Bonds or rejecting all bids for the Bonds.

9 MANNER AND TIME OF DELIVERY: The Purchaser will not be required to accept  
10 delivery of the Bonds if the Bonds are not tendered for delivery within sixty (60) days from the  
11 date stated for opening bids. If the Bonds are not tendered within that period of time, the Good  
12 Faith Deposit (without accruing interest thereon) will be returned to the Purchaser upon its  
13 request. The Bonds will be made available for delivery by the City to the Purchaser as soon as  
14 reasonably possible after the date of the sale. The City anticipates delivering the Bonds to The  
15 Depository Trust Company in New York, New York, on or about March 28, 2013. The  
16 Purchaser will be given seventy-two (72) hours' notice of the time fixed by the City for tendering  
17 Bonds for delivery. At such time any initiative or referendum available with respect to the Bonds  
18 will have lapsed.

19 CONTINUING DISCLOSURE: In connection with the issuance of the Bonds, the City  
20 will deliver a continuing disclosure undertaking for purposes of Rule 15c2-12 of the Securities  
21 Exchange Act of 1934, as amended (the "Rule"), as described in the Official Statement for the  
22 Bonds (the "Official Statement"). For purposes of the Rule, the City is the only "obligated  
23 person" with respect to the Bonds and will agree, as described in the Official Statement, to  
24 provide or cause to be provided (i) certain annual financial information and operating data (the  
25 "Annual Information") for the preceding fiscal year, (ii) the City's audited financial statements,  
26 (iii) timely notice of the occurrence of certain material events with respect to the Bonds, and  
27 (iv) timely notice of any failure by the City to provide its Annual Information within the time  
28 specified in that agreement. See the more complete description of the agreement in the  
29 Preliminary Official Statement.

30 PAYMENT OF PURCHASE PRICE: The Purchaser will be required to make payment of  
31 the balance of the purchase price of the Bonds (after credit for the Purchaser's Good Faith

1 Deposit) in immediately available funds at a bank or trust company in Albuquerque, New Mexico  
2 designated by the City, simultaneously with the delivery of the Bonds. The balance of the  
3 purchase price, including any premium, must be paid in the funds specified and not by any  
4 waiver of interest, nor by any other concession as a substitution for those funds.

5 INFORMATION FROM WINNING BIDDER: Before delivery of the Bonds, the Purchaser  
6 shall furnish to the City a written statement in form and substance acceptable to Bond Counsel  
7 (a) stating the initial reoffering price of each maturity of the Bonds to the general public; (b)  
8 certifying that a bona fide offering of the Bonds has been made to the public (excluding bond  
9 houses, brokers, and other intermediaries); (c) stating the prices at which at least 10% of each  
10 maturity of the Bonds were reasonably expected to be sold to the public (excluding bond  
11 houses, brokers, and other intermediaries) prior to the sale of any Bonds of each maturity at  
12 other prices; (d) certifying that the price at which each maturity of Bonds was sold did not  
13 exceed the fair market value of such maturity as of the sale date; and (e) certifying to such other  
14 things as shall be required by Bond Counsel.

15 LEGAL OPINION AND TRANSCRIPT: The validity and legality of the Bonds will be  
16 approved by Brownstein Hyatt Farber Schreck, LLP, Albuquerque, New Mexico, bond counsel  
17 to the City ("Bond Counsel"). A letter will be delivered by Modrall, Sperling, Roehl, Harris &  
18 Sisk, P.A., as disclosure counsel to the City ("Disclosure Counsel") addressed to the City and  
19 the Purchaser, to the effect that the firm has not independently verified the information  
20 contained in the Official Statement, but that during the course of the participation by said firm in  
21 the preparation of the Official Statement no information came to the attention of the firm to lead  
22 it to believe that the Official Statement (except the information concerning the Depository, any  
23 insurance, and the financial statements and other statistical and financial data contained in the  
24 Official Statement, as to which such firm will make no statement) as of the date of the delivery of  
25 the Bonds either contains an untrue statement of any material fact or omits to state a material  
26 fact necessary to make the statements made, in the light of the circumstances under which they  
27 were made, not misleading. The approving opinion of Bond Counsel, the letter of Disclosure  
28 Counsel, the Bonds and a complete transcript of the legal proceedings will be furnished to the  
29 Purchaser without charge.

30 TAX EXEMPT STATUS: Bond Counsel will also provide an opinion substantially in the  
31 form included in the Preliminary Official Statement to the effect that, under existing law, the

1 interest on the Bonds (i) is excluded from gross income for federal income tax purposes and is  
2 not a specific preference item for purposes of the federal alternative minimum tax imposed on  
3 individuals and corporations, and (ii) is exempt from State of New Mexico income taxation.  
4 Bond Counsel will express no opinion as to any other tax consequences regarding the Bonds.

5 PRELIMINARY AND FINAL OFFICIAL STATEMENTS. The City has prepared a  
6 Preliminary Official Statement for each bidder to review in connection with the sale of the  
7 Bonds. The City deems final as of its date the Preliminary Official Statement for purposes of the  
8 Rule (except for certain omissions as described by the Rule). The Preliminary Official  
9 Statement is subject to revision, amendment and completion in a final Official Statement. The  
10 Preliminary Official Statement is available for viewing in electronic format at  
11 [www.i-dealprospectus.com](http://www.i-dealprospectus.com). All bidders must review the Preliminary Official Statement and, by  
12 submitting a bid for the Bonds, each bidder certifies that such bidder has done so prior to  
13 participating in the bidding. Upon the sale of the Bonds, the City agrees to provide to the  
14 Purchaser not later than seven (7) business days following the sale of the Bonds copies of a  
15 final Official Statement in quantities sufficient to comply with the Rule. The Purchaser must  
16 provide the City, within forty-eight (48) hours after the award of the Bonds, all necessary offering  
17 price information, selling compensation information, all other terms of sale which are dependent  
18 on such matters and any identification of the Purchaser, all as may be necessary to complete  
19 the final Official Statement.

20 The City will include in the Official Statement such additional information concerning the  
21 reoffering of the Bonds as the Purchaser may reasonably request. The Purchaser will be  
22 responsible to the City and its officials in all respects for the accuracy and completeness of  
23 information provided by the Purchaser with respect as to such reoffering. At the time of or prior  
24 to the delivery of the Bonds, the Purchaser will be required to file the Official Statement with the  
25 Municipal Securities Rulemaking Board's Electronic Municipal Market Access System and to  
26 advise the City of the date of such filing.

27 At the time of or prior to delivery of the Bonds, the Purchaser will be required to  
28 terminate its underwriting period or periods (as defined in the Rule). In the event that the  
29 Purchaser advises the City that its underwriting period has not been terminated at the time of  
30 delivery of the Bonds, the Purchaser shall terminate its underwriting period not later than five (5)  
31 days after the date of delivery of the Bonds, unless the City agrees to a longer period. The City

1 will consider seriously any good faith request by the Purchaser for a longer period during which  
2 to underwrite the Bonds.

3 ADDITIONAL INFORMATION: Copies of this Official Notice of Bond Sale, the  
4 Preliminary Official Statement and the Required Bid Form are available for viewing in electronic  
5 format at [www.i-dealprospectus.com](http://www.i-dealprospectus.com) or may be obtained upon request from Cilia Agliadoro, City  
6 Treasurer, Albuquerque/Bernalillo County Government Center, One Civic Plaza, N.W., First  
7 Floor, Room 1080B, Albuquerque, New Mexico 87102 or P.O. Box 1293, Albuquerque,  
8 New Mexico; Telephone (505) 768-3309, Fax (505) 768-3447.

9 Dated as of \_\_\_\_\_, 2013.

10 By \_\_\_\_\_

11 City Clerk

12 <sup>1</sup> The examination, acceptance and ratification of bids may be postponed by the City until  
13 10:00 a.m., prevailing Mountain Time on March 4, 2013, by publishing notice thereof in  
14 Munifacts and/or BIDCOMP/PARITY prior to 2:00 p.m., local time in the City of New York, New  
15 York, on Tuesday, February 19, 2013, in which case the examination and acceptance of the  
16 bids will take place at the same location, subject to ratification by the City Council at its meeting  
17 to be held by 5:00 p.m., prevailing Mountain Time on March 4, 2013. For purposes of the bids  
18 received through the electronic bidding process, the time maintained by PARITY shall constitute  
19 the official time.

20 [END OF FORM OF OFFICIAL NOTICE OF BOND SALE – SERIES 2013A AND 2013B BONDS]

21 Section 3. OTHER NOTICES. The Mayor, the Director of the Department of  
22 Finance and Administrative Services, the City Treasurer and the City Clerk are authorized and  
23 directed to give such other notices of the Series 2013 Bond sale and take such other actions not  
24 inconsistent with this Resolution as they shall individually or collectively determine, including but  
25 not limited to:

26 A. the publication of the notice in Section 2 of this Resolution or an excerpt  
27 of the notice in any financial newspaper or periodical in addition to the publication required by  
28 Section 1 of this Resolution;

29 B. the distribution among investment bankers and others of a Preliminary  
30 Official Statement and an Official Statement which include information relating to the Series  
31 2013 Bonds, the City, the public projects to be financed with the proceeds of the Series 2013



[+Bracketed Material+] - New  
[-Bracketed Material-] - Deletion

1 Bonds and other required information and information deemed necessary or advisable by the  
2 City;

3 C. the posting of the Official Notice of Bond Sale from Section 2 of this  
4 Resolution, the Required Bid Form, the Preliminary Official Statement and Official Statement for  
5 viewing in electronic format at [www.i-dealprospectus.com](http://www.i-dealprospectus.com), and the entering into of agreements  
6 to accomplish these matters;

7 D. based on cash flows and financial market and other relevant  
8 considerations, the adjustment of the maturity schedule or the principal amount of the Series  
9 2013A Bonds and the Series 2013B Bonds;

10 E. the assembly of financial and other information concerning the City and  
11 the Series 2013 Bonds;

12 F. the execution and delivery by authorized officers of the City of an  
13 agreement to provide annual reports and notices of certain events to assist bidders in complying  
14 with Securities and Exchange Commission Rule 15c2-12; and

15 G. the making of electronic transmission and document viewing  
16 arrangements.

17 Section 6. SERIES 2013C AND SERIES 2013D BONDS. The Series 2013C and  
18 Series 2013D Bonds, will be sold to the State of New Mexico at private sale pursuant to  
19 Section 6-15-5 NMSA 1978. The terms and conditions of the Series 2013C and Series 2013D  
20 Bonds shall be as set forth in an ordinance adopted by the City.

21 Section 7. RATIFICATION. All action previously taken by the Council and by the  
22 officers of the City on behalf of the Council directed toward the authorization, issuance or sale of  
23 the Series 2013 Bonds (including but not necessarily limited to any prior mailing of the Notice of  
24 Sale for the Series 2013 Bonds) is ratified, approved and confirmed by this Resolution.

25 Section 8. SEVERABILITY. If any section, paragraph, clause or provision of this  
26 Resolution is held to be invalid or unenforceable for any reason, the invalidity or unenforceability  
27 of that section, paragraph, clause or provision shall not affect any of the remaining provisions of  
28 this Resolution.

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