

## **ORDINANCE NO.**

**AN ORDINANCE APPROVING THE FIRST AMENDMENT TO THE AMENDED AND RESTATED LETTER OF CREDIT REIMBURSEMENT AGREEMENT RELATING TO THE “CITY OF AUSTIN, TEXAS, COMBINED UTILITY SYSTEMS COMMERCIAL PAPER NOTES, SERIES A”.**

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF AUSTIN:**

### **PART 1. FINDINGS**

**The City Council finds that:**

1. Pursuant to Ordinance No. 930318-A, as amended by Ordinance No. 961121-A and Ordinance No. 980513-A (collectively, the Ordinance), Council authorized “CITY OF AUSTIN COMBINED UTILITY SYSTEMS COMMERCIAL PAPER NOTES, SERIES A” (the Notes) up to an aggregate principal amount of \$350,000,000, and the City of Austin (City) has authorized, issued, sold, and resold the Notes to finance the costs of additions, improvements and extensions to the City's Waterworks and Sewer System and the City's Electric Light and Power System (collectively referred to as the Systems) in accordance with the provisions of Texas Government Code, Chapter 1371.
2. To provide liquidity and security for the payment of the Notes, the City has entered into an Amended and Restated Letter of Credit Reimbursement Agreement (the Reimbursement Agreement), dated March 1, 2010, with JPMorgan Chase Bank, National Association, Bank of America, N.A. and State Street Bank and Trust Company (the Banks), pursuant to which the Banks issued the Letter of Credit securing the Notes.
3. The Banks and the City desire to enter into a First Amendment to the Amended and Restated Letter of Credit Reimbursement Agreement (the First Amendment) to reflect a change in the terms of the commitment fee, letter of credit fee, and the expiration date.
4. Council finds that the First Amendment should be approved and that the City should authorize the execution of the First Amendment.

**PART 2. APPROVAL AND AUTHORIZATION FOR EXECUTION.**

- (A) Council approves the First Amendment substantially in the form attached as Exhibit A and the modifications to the Reimbursement Agreement set forth in the First Amendment.
- (B) The City Manager, City Clerk, and City Attorney are authorized and directed to execute and deliver the First Amendment on behalf of the City.

**PART 3. PUBLIC MEETING.** The meeting at which this ordinance was adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this ordinance, was given; all as required by Texas Government Code, Chapter 551.

**PART 4. EFFECTIVE DATE.** This ordinance takes effect on \_\_\_\_\_, 2011.

*[Remainder of page intentionally left blank]*

**PASSED AND APPROVED**

\_\_\_\_\_, 2011

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\_\_\_\_\_  
Lee Leffingwell  
Mayor

**APPROVED:** \_\_\_\_\_  
Karen Kennard  
Acting City Attorney

**ATTEST:** \_\_\_\_\_  
Shirley A. Gentry  
City Clerk

**EXHIBIT A**  
**FIRST AMENDMENT TO**  
**AMENDED AND RESTATED LETTER OF CREDIT**  
**REIMBURSEMENT AGREEMENT**

DRAFT