

## RESOLUTION

**WHEREAS**, the City of Memphis Division of Police Services has been awarded grant funds in the amount of Three Million Sixty One Thousand Twenty Dollars (\$3,061,020.00) from the U.S. Department of Justice through the Recovery Act Edward Byrne Memorial Justice Assistance Grant Award routed through Shelby County Government; and

**WHEREAS**, the grant funding and any interest or other program income generated are intended to provide public safety programs, to include law enforcement equipment and vehicles; crime prevention programs; and law enforcement training projects; and

**WHEREAS**, it is necessary to accept the grant funding and amend the Fiscal Year 2010 Operating Budget to establish funds for the Recovery Act Edward Byrne Memorial Justice Assistance Grant; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Three Million Sixty One Thousand Twenty Dollars (\$3,061,020.00) for the Recovery Act Edward Byrne Memorial Justice Assistance Grant.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Justice Assistance Grant funds in the amount of Three Million Sixty One Thousand Twenty Dollars (\$3,061,020.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2010 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the Recovery Act Edward Byrne Memorial Justice Assistance Grant as follows:

### REVENUES

Shelby County Government Recovery Justice Assistance Grant	<u>\$3,061,020.00</u>
Total	\$3,061,020.00

### EXPENDITURES

Payment to Subgrantees for Crime Prevention Programs:	192,500.00
Crime Stoppers, Inc. (\$75,000.00)	
Second Chance (\$100,000.00)	
COMEC (\$17,500.00)	
Law Enforcement Training	106,410.00
Law Enforcement Overtime	100,000.00
Vehicles	442,000.00
Equipment	<u>2,220,110.00</u>
Total	\$3,061,020.00

## RESOLUTION

**WHEREAS**, the City of Memphis Division of Police Services has been awarded grant funds in the amount of Two Hundred Ten Thousand Three Hundred Twenty One Dollars (\$210,321.00) from the U.S. Department of Justice, Justice Assistance Grant Award through Shelby County government; and

**WHEREAS**, the grant funding and any interest or other program income generated are intended to provide public safety programs, to include law enforcement equipment; Crime Stoppers prevention program; and law enforcement training projects; and

**WHEREAS**, it is necessary to accept the grant funding and amend the Fiscal Year 2010 Operating Budget to establish funds for the Justice Assistance Grant; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Two Hundred Ten Thousand Three Hundred Twenty One Dollars (\$210,321.00) for the Justice Assistance Grant.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Justice Assistance Grant funds in the amount of Two Hundred Ten Thousand Three Hundred Twenty One Dollars (\$210,321.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2010 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the Justice Assistance Grant as follows:

### REVENUES

Shelby County Government Justice Assistance Grant	<u>\$210,321.00</u>
Total	\$210,321.00

### EXPENDITURES

Payment to Subgrantees for Crime Prevention Programs:	
Crime Stoppers, Inc. (\$30,000.00)	
Total Payment to Subgrantees	30,000.00
Law Enforcement Training	20,000.00
Equipment	<u>160,321.00</u>
Total	\$210,321.00

**RESOLUTION**

**WHEREAS**, the City of Memphis Division of Fire Services has received grant funds in the amount of Three Hundred Twenty-Five Thousand Three Hundred Ninety-Three Dollars and Forty-One Cents (\$325,393.41) from the State of Tennessee Bureau of TennCare Department of Finance and Administration; and

**WHEREAS**, it is necessary to accept the grant funding and amend the Fiscal Year 2010 Operating Budget to establish funds for emergency services; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Three Hundred Twenty-Five Thousand Three Hundred Ninety-Three Dollars and Forty-One Cents (\$325,393.41) for emergency services.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Emergency Services Grant funds in the amount of Three Hundred Twenty-Five Thousand Three Hundred Ninety-Three Dollars and Forty-One Cents (\$325,393.41) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2010 Operating budget be and is hereby amended by appropriating the Expenditures and Revenues for the Emergency Services Grant in the amount of Three Hundred Twenty-Five Thousand Three Hundred Ninety-Three Dollars and Forty-One Cents (\$325,393.41) as follows:

Revenue

State Grants	\$325,393.41
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Expenses

Equipment	\$325,393.41
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## RESOLUTION

**WHEREAS**, Project Number FS03002, Replace Aerial Trucks, purchase of one (1) Aerial Truck is included in the FY10 Capital Improvement Budget; and

**WHEREAS**, a total of two (2) bids were received May 2, 2008 with the lowest and best complying bid being from G & W Diesel; 892 Kansas Street, Memphis, TN 38106 at a total contract cost of \$663,815.00; and

**WHEREAS**, the funding for the purchase of one (1) Aerial Truck with optional equipment has been allocated in Capital Improvement Project Number FS03002, Replace Aerial Trucks;

**WHEREAS**, it is necessary to appropriate an additional \$284,490.00 in General Obligation Bonds for the purchase of one (1) Aerial Truck from G & W Diesel with optional equipment designated for annual replacement of fleet at a cost of \$663,815.00; and;

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that there be and is hereby appropriated the sum of \$284,490.00 in General Obligation Bonds chargeable to the FY 2010 Capital Improvement Budget and credited as follows:

**Replace Aerial Trucks**

Project Number FS03002

\$284,490.00

General Obligation Bonds

## RESOLUTION

**WHEREAS**, the Council of the City of Memphis approved Major Drainage Rehab/Replace, project number ST03098, as part of the Public Works Fiscal Year 2010 Capital Improvement Budget; and

**WHEREAS**, in Fiscal Year 2009, the Public Works Division accepted bids for Trenchless Rehab FY09 submitted by Moore Construction Company, Inc. with the option of extending the contract; and

**WHEREAS**, it is in the best interest of the City to extend the Moore Construction Company, Inc. contract in the Fiscal Year 2010 Capital Improvement Budget; and

**WHEREAS**, it is necessary to transfer an allocation of \$2,750,000.00 funded by GO Bonds - General (Storm Water) from Major Drainage Rehab/Replace, project number ST03098, to Trenchless Rehab FY09, project number ST03114, for the rehabilitation of stormwater structures; and

**WHEREAS**, it is necessary to appropriate \$2,750,000.00 funded by GO Bonds – General (Storm Water) in Trenchless Rehab FY09, project number ST03114, for the rehabilitation of stormwater structures as follows:

Contract Amount	\$2,500,000.00
Project Contingencies	<u>250,000.00</u>
	\$2,750,000.00

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Fiscal Year 2010 Capital Improvement Budget be and is hereby amended by transferring an allocation of \$2,750,000.00 funded by GO Bonds – General (Storm Water) from Major Drainage Rehab/Replace, project number ST03098, to Trenchless Rehab FY09, project number ST03114, for the rehabilitation of stormwater structures.

**BE IT FURTHER RESOLVED**, that there be and is here by appropriated the sum of \$2,750,000.00 funded by GO Bonds-General (Storm Water) chargeable to the Fiscal Year 2010 Capital Improvement Budget and credited as follows:

<b>Project Title</b>	<b>Trenchless Rehab FY09</b>
<b>Project Number</b>	<b>ST03114</b>
<b>Amount</b>	<b>\$2,750,000.00</b>

## RESOLUTION

**WHEREAS**, the Administration is requesting that the Council of the City of Memphis modify the FY10 Capital Improvement Budget by creating a new project, SWM Capital FY 10, project number PW05008; and

**WHEREAS**, the City of Memphis General Services Division Fleet Maintenance will refurbish 50 Solid Waste trucks for a total cost of \$2,327,610.00; and

**WHEREAS**, it is necessary to amend the FY10 Capital Improvement Budget by establishing an allocation in the amount of \$2,327,610.00 for SWM Capital FY10, project number PW05008; and

**WHEREAS**, it is necessary to appropriate \$2,327,610.00 in SWM Capital FY10, project number PW05008 in order for the General Services Division to refurbish 50 Solid Waste trucks.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the FY10 Capital Improvement Budget be modified to create SWM Capital FY10, project number PW05008.

**BE IT FURTHER RESOLVED**, that the FY10 Capital Improvement Budget be amended by establishing an allocation in the amount of \$2,327,610.00 for SWM Capital FY10, project number PW05008.

**BE IT FURTHER RESOLVED**, that there be and is hereby appropriated the sum of \$2,327,610.00 funded by G.O. Bonds chargeable to the Fiscal Year 2010 Capital Improvement Budget and credited as follows:

<b>Project Title:</b>	<b>SWM Capital FY10</b>
<b>Project Number:</b>	<b>PW05008</b>
<b>Project Amount:</b>	<b>\$2,327,610.00</b>

## RESOLUTION

**WHEREAS**, the Council of the City of Memphis approved ADA Curb Ramp, project number PW04007 as part of the Public Works Fiscal Year 2010 Capital Improvement Budget; and

**WHEREAS**, bids were taken on August 21, 2009 for the installation of ADA ramps at various locations in the City with the lowest complying bid of six bids being \$73,829.25 submitted by Ensco, LLC; and

**WHEREAS**, it is necessary to transfer an allocation of \$77,521.00 funded by GO Bonds - General from ADA Curb Ramp, project number PW04007 to ADA Curb Ramps Group 42, project number PW04076, for the installation of ADA ramps at various locations in the City; and

**WHEREAS**, it is necessary to appropriate \$77,521.00 funded by GO Bonds - General in ADA Curb Ramps Group 42, project number PW04076 as follows:

Contract Amount	\$73,829.00
Project Contingencies	<u>\$3,692.00</u>
	\$77,521.00

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the Fiscal Year 2010 Capital Improvement Budget be and is hereby amended by transferring an allocation of \$77,521.00 funded by GO Bonds – General from ADA Curb Ramp, project number PW04007 to ADA Curb Ramps Group 42, project number PW04076 for the installation of ADA ramps at various locations in the City.

**BE IT FURTHER RESOLVED**, that there be and is hereby appropriated the sum of \$77,521.00 funded by GO Bonds - General chargeable to the FY 2010 Capital Improvement Budget and credited as follows:

<b>Project Title</b>	<b>ADA Curb Ramps Group 42</b>
<b>Project Number</b>	<b>PW04076</b>
<b>Amount</b>	<b>\$77,521.00</b>

**RESOLUTION**

**WHEREAS**, the Council of the City of Memphis did include the Liberty Bowl Locker Rooms Phase II, CIP Project Number PK10010, as part of the Fiscal Year 2010 Capital Improvement Budget; and

**WHEREAS**, six bids were received on August 28, 2009 for the Liberty Bowl Locker Rooms Phase II, with the best complying bid from Barnes and Brower, Inc. in the amount of \$947,468.00; and

**WHEREAS**, part of the Liberty Bowl Locker Rooms Phase II, there is a Structural repairs/HVAC allowance in the amount of \$400,000.00; and

**WHEREAS**, it is necessary to appropriate \$1,616,962.00, CIP Project Number PK10010, Contract Construction funded by G. O. Bonds General for the Liberty Bowl Locker Rooms Phase II for the following:

Bid Amount:	\$ 947,468.00
Structural repairs/HVAC Allowance	\$ 400,000.00
Contingency:	\$ 269,494.00
Total:	\$1,616,962.00

**WHEREAS**, it is necessary to appropriate \$225,000.00, Furniture, Fixtures and Equipment, CIP Project Number PK10010 funded by G. O. Bonds General for the Liberty Bowl Locker Rooms Phase II; and

**WHEREAS**, it is necessary to appropriate \$85,000.00, Information Technology, CIP Project Number PK10010 funded by G. O. Bonds General for the Liberty Bowl Locker Rooms Phase II.

**NOW THEREFORE BE IT RESOLVED** by the Council of the City of Memphis that there be and is hereby appropriated the amount of \$1,616,962.00, CIP Project Number PK10010, Contract Construction funded by G. O. Bonds General for the Liberty Bowl Locker Rooms Phase II including the Structural repairs/HVAC allowance; and

**BE IT FURTHER RESOLVED** by the City of Memphis that there be and is hereby appropriated the amount of \$225,000.00, Furniture, Fixtures and Equipment, CIP Project Number PK10010 funded by G. O. Bonds General for the Liberty Bowl Locker Rooms Phase II; and

**BE IT FURTHER RESOLVED** by the City of Memphis that there be and is hereby appropriated the amount of \$85,000.00, Information Technology, CIP Project Number PK10010 funded by G. O. Bonds General chargeable to the FY2010 Capital Improvement Budget for the Liberty Bowl Locker Rooms Phase II with said appropriations being credited as follows:

<b>Project Title:</b>	<b>Liberty Bowl Locker Rooms Phase II</b>
<b>CIP Project Number:</b>	<b>PK10010</b>
<b>Total Construction Cost:</b>	<b>\$1,616,962.00</b>
<b>Total FFE Costs:</b>	<b>\$ 225,000.00</b>
<b>Total Information Technology Costs:</b>	<b>\$ 85,000.00</b>

## **RESOLUTION**

**WHEREAS**, the Memphis Housing Authority (MHA) in collaboration with the City of Memphis will submit an application for HOPE VI funding to the U.S. Department of Housing and Urban Development (HUD) for the Triangle Noir Project by November 17, 2009; and

**WHEREAS**, the application planning process is underway and proposes to redevelop the Cleaborn Homes public housing development and the surrounding area and as critical tasks, consist of the completion of the master plan; resident relocation; site demolition; property acquisition; construction of affordable housing and related redevelopment activities; and

**WHEREAS**, to better facilitate the redevelopment of Cleaborn Homes under the planned Triangle Noir HOPE VI application, MHA must demonstrate site control of critical property necessary to expedite Phase 1 development activities; and

**WHEREAS**, the City of Memphis is the owner of approximately 6.3 acres of real property, known as L.E. Brown Park (hereafter "Park") located at 617 South Orleans near the southeast corner of the Cleaborn Homes site, a 34 acre, 466-unit public housing development owned and operated by the Memphis Housing Authority; and

**WHEREAS**, a portion of said real property is known as Ward 11, Block 23, Parcel 2 as more particularly described in Exhibit "A" attached hereto; and

**WHEREAS**, MHA and the City of Memphis have negotiated an Option Agreement, a copy of which is attached hereto as Exhibit "B" to purchase a portion of park land connected to L.E. Brown Park from the City upon notification of award of the HOPE VI Grant from HUD and sell the City adjacent land owned by MHA to make the Park whole; and

**WHEREAS**, MHA shall use the parcel of land purchased from City for the development of the first residential phase of the Triangle Noir Project.

**NOW, THEREFORE BE IT RESOLVED** by the Council of the City of Memphis that the Mayor is hereby authorized to execute the attached Option Agreement for the sale of the portion of L.E. Brown Park reflected on Exhibit A in the event MHA receives notice that it has been awarded the HOPE VI Grant from HUD and purchase the land adjacent to the Park from the Memphis Housing Authority to make the Park whole. The Mayor is further authorized to execute any other related documents necessary to effectuate this action.

EXHIBIT "A"  
LEGAL DESCRIPTION

## EXHIBIT "B"

### OPTION AGREEMENT BETWEEN THE CITY OF MEMPHIS AND THE MEMPHIS HOUSING AUTHORITY

This **OPTION AGREEMENT**, is made this \_\_\_\_\_ of \_\_\_\_\_, 2009 by and between the **Memphis Housing Authority**, hereinafter "MHA" and the **City of Memphis, Tennessee**, hereinafter "City".

#### WITNESSETH

1. **Grant of Option.** In consideration of the sum of Ten Dollars (\$10.00) and for other good and valuable consideration, City hereby grants MHA the exclusive option to purchase "as is" the Premises more particularly described in Paragraph 2 below as the Option Premises in the event MHA receives notice that it has been awarded the HOPE VI Grant from the U.S. Department of Housing and Urban Development (HUD).

2. **Description of Option Premises.** The Option Premises is described as follows:

Being a portion of L. E. Brown Park, Memphis, Tennessee 38104.

Parcel 2, Ward 11, Block 23

3. **Exercise/Expiration of Option.** MHA must give written notice to the City on or before June 30, 2010, and deposit an additional Ten Dollars (\$10.00) with the City of Memphis to exercise this Option. If not sooner exercised, this Option shall expire on June 30, 2010 and shall thereafter be null and void. MHA acknowledges this Option once exercised is also subject to HUD's approval of the HOPE VI Grant for Cleaborn Homes.

4. **Escrow Agent.** The Ten Dollars (\$10.00) to be paid upon execution of this Agreement and the Ten Dollars (\$10.00) to be paid on exercise of this Option shall be paid to the City of Memphis.

5. **Purchase Price.** The total purchase price shall be the fair market value of the property at the time of sale.

6. **Payment of Purchase Price.** The Purchase Price shall be paid at closing.

7. **Failure to Exercise Option.** If MHA does not exercise this option as herein provided, the sum of Ten Dollars (\$10.00) paid by MHA upon the execution of this Agreement shall be retained by City, free of all claims of MHA, and neither party shall have any further rights or claims against the other. Furthermore, if this Option is not exercised, MHA agrees that copies of all surveys, engineering studies and other like information related to the Option Premises will be delivered by MHA to the City of Memphis Division of Park Services and shall thereafter be the property of the City.

8. **Notice of Exercise of Option.** Notice of the exercise of this Option shall be given to City in person or by mailing a copy thereof, postage prepaid, to City at the address specified below or at such other address that City shall hereinafter specify in writing delivered to MHA. If this Option is exercised, City shall sell and convey the Option Premises to MHA, and MHA shall purchase and accept the Option Premises from City, subject to the terms and conditions contained in this Agreement.

9. **Condition of Sale.** The sale and conveyance of the Option Premises under this Agreement shall be subject to the following:

(a) Present and further laws, ordinances, regulations, restrictions, or orders of any federal, state, county, or municipal government or of any public authority, including without limitation, zoning and any other restrictions imposed by a governmental authority.

(b) Facts that would be disclosed by an accurate survey.

(c) Rights of way, easements, or conveyances of record that an accurate survey or inspection would disclose for roads, construction of roads, railroads, public utilities, telephone and power lines, borrow pits, outfall ditches, and drainage.

(d) All liens, charges, fines or other levies on the Optioned Premises (including, without limitation, real estate taxes, personal property taxes, utilities, assessments, fines or penalties levied by governmental agencies.

(e) Award of the Hope VI grant to MHA by HUD.

10. **Conveyance.**

(a) On the Date of Settlement, City shall convey the Optioned Premises to MHA by General Warranty Deed,(the same to be prepared at the expense of MHA), which conveyance shall be subject to all conditions, reservations, restrictions and easements of record affecting the Option Premises. MHA shall examine title prior to the date of closing, and at its election, may obtain an Abstract and/or Title Guaranty Policy at its expense. However, City shall not be required to execute any document related to the marketability of title including a "Seller's Affidavit as to Title". Should title to the Option Premises be found to be unmarketable, MHA shall notify City within sixty (60) days, setting out all specific objections to such title and upon such notice, City, at its election, may take appropriate action to eliminate such defects and enforce specific performance under this Agreement. Failure to clear such defects within a reasonable period of time shall cause this Agreement to be voidable at either MHA or City's option and any money deposited by MHA shall be returned. "Marketability" as defined herein is not related to or dependent upon "insurability".

(b) City makes no warranty and does not accept any liability arising out of the condition of the Option Premises, including without limitation, the environmental condition. MHA agrees to purchase and accept such property "as is".



Gregory L. Perry  
Memphis Housing Authority  
700 Adams Avenue  
Memphis, TN 38105

to City as Optionor: City of Memphis  
Division of Park Services  
2997 Avery  
Memphis, TN 38104

With copy to: City Attorney  
City of Memphis  
125 N. Main Street Room 336  
Memphis, TN 38103

19. **Construction.** The interpretation, construction, and performance of this contract shall be governed by the laws of the State of Tennessee.

20. **Benefit.** This option shall inure to the benefit of and shall bind the heirs, successors, and assigns of the respective parties.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the parties, by and through their duly authorized representatives, have executed this Option Agreement Between the City of Memphis and Memphis Housing Authority.

**CITY OF MEMPHIS, TENNESSEE**

Approved as to Form:

\_\_\_\_\_  
Elbert Jefferson, Jr.  
City Attorney

By: \_\_\_\_\_  
Mayor Pro Tem

**DIVISION OF PARK SERVICES**

By: \_\_\_\_\_  
Cynthia Buchanan, Director

**MEMPHIS HOUSING AUTHORITY**

ATTESTED:

\_\_\_\_\_  
Comptroller

By: \_\_\_\_\_  
Robert Lipscomb, Executive Director

## RESOLUTION

**WHEREAS**, the City of Memphis Workforce Investment Network has received grant funds in the amount of Seven Hundred Forty Seven Thousand Six Hundred Eighty Six Dollars (\$747,686.00) from the State of Tennessee Department of Labor Workforce Development; and

**WHEREAS**, these funds will be used to provide a contingency fund for WIA Title One Dislocated Workers Program; and

**WHEREAS**, it is necessary to accept the grant funding and amend the Fiscal Year 2010 Operating Budget to establish funds for the WIA Title One Dislocated Workers Program; and

**WHEREAS**, it is necessary to appropriate the grant funds in the amount of Seven Hundred Forty Seven Thousand Six Hundred Eighty Six Dollars (\$747,686.00) for the WIA Title One Dislocated Workers Program.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the WIA Title One Dislocated Workers Program in the amount of Seven Hundred Forty Seven Thousand Six Hundred Eighty Six Dollars (\$747,686.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED**, that the Fiscal Year 2010 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the WIA Title One Dislocated Worker Program in the amount of Seven Hundred Forty Seven Thousand Six Hundred Eighty Six (\$747,686.00) as follows:

Revenue

State of Tennessee Department of Labor	\$672,918.00
WIA Title One Dislocated Worker Program	<u>\$74,768.00</u>
Administration	
TOTAL	\$747,686.00

Expense

WIA Title One Dislocated Worker Program	\$672,918.00
Administration	<u>\$74,768.00</u>
TOTAL	\$747,686.00

## RESOLUTION

**WHEREAS,** the City of Memphis Workforce Investment Network has received grant funds in the amount of Five Hundred Four Thousand, Three Hundred Twenty Nine Dollars, (\$504,329.00) from the State of Tennessee Department of Labor and Workforce Development; and

**WHEREAS,** these funds will be used to provide a contingency fund for WIA Title One for Adult Program and Administrative Services; and

**WHEREAS,** it is necessary to accept the grant funding and amend the Fiscal Year 2010 Operating Budget to establish funds for the WIA Title One Adult Program and Administrative Services; and

**WHEREAS,** it is necessary to appropriate the grant funds in the amount Five Hundred Four Thousand, Three Hundred Twenty Nine Dollars, (\$504,329.00) for the WIA Title One Adult Program and Administrative Services.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Memphis that the WIA Title One Adult Program and Administrative Services Funds in the amount of Five Hundred Four Thousand, Three Hundred Twenty Nine Dollars (\$504,329.00) be accepted by the City of Memphis.

**BE IT FURTHER RESOLVED,** that the Fiscal Year 2010 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the WIA Title One Adult Program and Administrative Services Funds in the amount of Five Hundred Four Thousand, Three Hundred Twenty Nine Dollars, (\$504,329.00) as follows:

### Revenue

State of Tennessee Department of Labor	
WIA Title One Adult Program Funds	\$453,896.00
Administration	<u>\$50,433.00</u>
TOTAL	\$504,329.00

### Expense

WIA Title One Program Funds	\$453,896.00
Administration	<u>\$50,433.00</u>
TOTAL	\$504,329.00

**ORDINANCE NO. \_\_\_\_\_**

**AN ORDINANCE TO AMEND CHAPTER 15, CODE OF ORDINANCES,  
CITY OF MEMPHIS, TO INCLUDE REGULATIONS FOR THE PROPER DISPOSAL  
OF TIRES AND THE REGISTRATION OF CERTAIN TIRE BUSINESSES AND TIRE  
HAULERS WITHIN THE CITY OF MEMPHIS**

**WHEREAS**, the City administration has determined that tires are being improperly disposed of throughout the City of Memphis; and

**WHEREAS**, tires provide habitats for rodents, insects, and other vermin and serve as excellent breeding grounds for mosquitoes that carry diseases and present a fire hazard; and

**WHEREAS**, the improper disposal of waste tires found throughout various areas of the city of Memphis is a major fiscal and waste management problem to the City; and

**WHEREAS**, it is the intent and purpose of the City to provide for the public health, safety and welfare of the residents of the City of Memphis specifically as it relates to the improper disposal of tires in the City and to eliminate the fiscal and waste management problem resulting from such improper activity; and

**WHEREAS**, the City Administration and Council of the City of Memphis have determined it to be in the best interest of the citizens of Memphis to adopt this ordinance for the protection of the citizens and to establish standards for the proper disposal of tires and the permitting of tire businesses engaging in the resale of tires or that generate waste tires; and

**WHEREAS**, the City Administration and Council of the City of Memphis deem it necessary to also require the permitting and registration of waste tire haulers engaged for the purpose of transporting used or waste tires to tire recycling or disposal facilities; and

**WHEREAS**, the City and Shelby County Government shall agree to establish a Redemption Program for the purpose of compensating citizens presenting an illegally disposed used or waste tire to an authorized tire disposal or recycling facility for redemptive value; and

**WHEREAS**, the City and County shall each agree to contribute fifty-thousand dollars (\$50,000) to fund such Redemption Program.

**NOW THEREFORE,**

**SECTION 1. BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS,**  
That Chapter 15, Article III, Code of Ordinances, City of Memphis, be included to read as follows:

**CHAPTER 15, ARTICLE III**  
**TIRE BUSINESS AND TIRE HAULER REGISTRATION**

**Sec. 15-46. Purpose and Intent.** It is declared to be the purpose and intent of the City to protect the public health, safety, and welfare of its citizens, prevent the spread of disease and creation of nuisances, and to protect and enhance the quality of its environment. The purpose of this Article is to institute and maintain a comprehensive city-wide program for tire disposal which will assure that the storage, transportation, collection, processing and disposal of tires does not adversely affect the health, safety, and well-being of the public and does not degrade the quality of the environment.

**Sec. 15-47. Definitions.** As used in this Article, the following words and phrases shall have the meaning ascribed to them herein:

- A. "*Dump*" shall mean to throw, discard, place, deposit, discharge, bury, or dispose of.
- B. "*Manifest*" shall mean a form or document used for identifying the quantity and the origin, routing, and destination of tires during transportation from the point of generation, through any intermediate points, to an end user, processor or disposer.
- C. "*Person*" shall mean any and all persons, natural or artificial, including any individual, firm or association.
- D. "*Tire*" shall mean a continuous solid or pneumatic rubber covering encircling the wheel of a bicycle, motorcycle, automobile, truck, trailer, tractor or other vehicle.
- E. "*Tire Business*" shall mean and include any place or establishment engaged in the business of reselling tires or that generates waste tires and is occupied, used or maintained for the purpose of offering, transporting, repairing, processing, storing, utilizing, and disposing of any and all types of such tires.
- F. "*Tire Recycling Facility*" shall mean a Shelby County facility, mandated and licensed pursuant to the Tennessee Solid Waste management Act, which recycles or properly disposes tires.
- G. "*Waste tire*" shall mean a tire that is no longer suitable for its original intended purpose because of wear, damage, or defect. Waste tire also include any tire that is destined for a tire disposer or reprocessor (i.e., recapper).
- H. "*Waste tire hauler*" shall mean any person engaged in the business of picking up or transporting waste tires for the purpose of removal to a tire recycling facility, waste tire disposer, processor, end user, or disposal facility.
- I. "*Waste tire disposer*" shall mean any person who is approved by the Tennessee Department of Environment and Conservation to receive waste tires from waste tire

generators or waste tire haulers for the purpose of waste tire processing, shredding or otherwise facilitating recycling or resource recovery techniques for waste tires.

- J. *“Waste tire generator”* shall mean any person or entity that generates waste tires. Generators may include, but are not limited to, retail tire dealers, retreaders, waste tire disposers, automobile dealers, private company vehicle maintenance shops, garages, service stations, and city, county, and state governments.

**Sec. 15-48. Tire Business Permits.** All tire businesses located within the city limits engaging in the resale of tires or the generation of waste tires shall be issued a permit annually by the City of Memphis, by and through its Permits Office for a non-refundable fee of Twenty-five (\$25.00) dollars. Tire businesses with multiple locations must purchase a permit for each location. Tire businesses that have their own trucks utilized to transport waste tires will receive one (1) decal included with the permit fee. A separate decal must be purchased by such business for any additional truck utilized by the tire business to transport waste tires at a cost of \$15 per decal. The City will conduct random inspections of such tire businesses for the sake of monitoring compliance with the foregoing requirement.

- A. **Application.** Every person, firm or corporation obligated to comply with the permit requirement set forth herein shall make written application to the City. The application shall be made on a form obtained from the City of Memphis Permits Office setting forth, among other things, the following:

1. Name, physical address, telephone and facsimile number of the applicant;
2. Tax identification number or tax payer identification number;
3. Proof of current Shelby County Business License, issued to the applicant at the proposed business address;
4. Shelby County Code Enforcement Use and Occupancy Certificate;
5. Name, mailing address, telephone and facsimile number of the owner of the tire business (if different from number 1 above);
6. The estimated number of tires that will be stored on site;
7. The current physical address of the site;
8. A statement setting forth and describing the available space for properly accommodating and protecting all tires;
9. Proof of insurance required in accordance with the Tennessee Financial Responsibility laws.
10. Such other and further information as the Permits Office may require.

- B. **Annual Fees.**

1. All permit and decal fees are due annually by July 1st, of each calendar year at the City of Memphis Permits Office. These annual fees shall be paid in advance of the issuance of such permit and decal and shall be prorated as necessary.

2. A current valid permit or decal may be replaced by the Permits Office for a fee of Fifteen dollars (\$15.00).

**C. Issuance.** The Permits Office shall issue a permit and decal to a tire business which submits the required and completed application, pays to the city the fee as required in this Article, and has demonstrated compliance with this Article and all applicable city ordinances. Each tire business registered in accordance with the provisions of this Article shall immediately post such permit and decal in a prominent manner, or cause such permit to be posted in a conspicuous place within the premises where such tire business is thereby authorized to be established, maintained or operated. The decal shall be conspicuously displayed on each vehicle owned by such tire business that is utilized to transport used or waste tires. Any permit or decal issued hereunder shall not be sold, assigned, mortgaged or otherwise transferred without approval by the City Office of Permits and shall expire upon termination of the existence of the tire business or revocation of such business' permit.

**D. Effective Period.** The permit shall be effective beginning on July first until the next ensuing thirtieth day of June, on and after which date it shall be null and void.

**Sec. 15-49. Tire Hauler Permit.** All tire haulers, not affiliated with a tire business that is properly permitted as required herein, transporting used or waste tires within the city limits shall be issued a permit and decal annually by the City of Memphis, by and through its Permits Office for a non-refundable fee of Twenty-five (\$25.00) dollars. Tire haulers with multiple locations must purchase a permit for each location. Tire haulers will receive one (1) decal included with the permit fee. A separate decal must be purchased by such hauler for any additional vehicles utilized by the hauler to transport waste tires at a cost of \$15 per decal.

**A. Application.** Every person, firm or corporation obligated to comply with the permit and decal requirement set forth herein shall make written application to the City. The application shall be made on a form obtained from the City of Memphis Permits Office setting forth, among other things, the following:

1. Name, physical address, telephone and facsimile number of the applicant;
2. Tax identification number or tax payer identification number (if applicable);
3. Proof of current Shelby County Business License, issued to the applicant at the proposed business address;
4. Proof of insurance required in accordance with the Tennessee Financial Responsibility laws.
5. Such other and further information as the Permits Office may require.

**B. Annual Fees.**

1. All permit and decal fees are due annually by July 1st, of each calendar year at the City of Memphis Permits Office. These annual fees shall be paid in advance of the issuance of such permit, such fee shall be prorated as necessary.
2. A current valid permit or decal may be replaced by the Permits Office for a fee of Fifteen dollars (\$15.00).

**C. Issuance.** The Permits Office shall issue a permit and decal to a tire hauler who submits the required and completed application, pays to the city the fee as required in this Article, and has demonstrated compliance with this Article and all applicable city ordinances. Each waste tire hauler registered in accordance with the provisions of this Article shall conspicuously post and maintain such decal in his/her vehicle which is used for transporting tires, at all times. Any permit or decal issued hereunder shall not be sold, assigned, mortgaged or otherwise transferred without approval by the City Office of Permits and shall expire upon termination of the tire hauler's business or revocation of such hauler's permit.

**D. Effective Period.** The permit shall be effective beginning on July first until the next ensuing thirtieth day of June, on and after which date it shall be null and void.

**E. Permit Exemptions.** The following persons are exempt from the tire hauler permit requirements set forth herein:

1. A tire hauler who is regulated or licensed by, and is currently in compliance with, state or federal agencies such as the Department of Transportation; or
2. A private individual transporting the individual's own waste tires to an approved tire disposal or tire recycling facility.

**Sec. 15-50. Denial of permit or renewal; suspension or revocation of permit.** In addition to the penalties set forth in Sec.15-57, the Permits Office may refuse to issue or renew a tire business or tire hauler permit or may suspend or revoke such permit if:

1. The applicant or permit holder refuses to allow entry into the tire business by the authorized representatives of the City or otherwise willfully obstructs the inspection of the tire business; or
2. There are repeated or a serious violation(s) of any city ordinance by the tire business or tire hauler; or
3. The tire business or tire hauler fails to comply with any provisions of this Article and/or any other applicable city ordinance(s); or

4. The tire business or tire hauler fails to comply with any applicable state or federal law, rule or regulation;
5. The tire business knowingly authorizes a tire hauler who is not properly permitted as required in Section 15-49 to transport tires on behalf of such business.

**Sec. 15-51. Destruction of Tires.** Any tire that is no longer suitable for its original intended purpose or deemed unfit for resale by a tire business shall be rendered unusable and properly disposed of at an authorized tire disposal or recycling facility. Each tire business shall have six (6) months from the effective date of this ordinance to comply with this provision. Failure to comply with this requirement shall be grounds for revocation of the permit holder's permit in accordance with Section 15-50 set forth above.

**Sec. 15-52. Storage of Tires.**

Tire Businesses shall properly store tires at each facility in accordance with local, state and federal law. To eliminate potential nuisances of litter, insect breeding, fire hazards and other health risks, each tire business shall at all times during storage:

1. Store tires in covered or enclosed areas, or under an impermeable cover, in accordance with applicable health and safety laws, including but not limited to the City's fire prevention code, to prevent the accumulation of water;
2. Secure tires at each facility to prevent easy access or theft. Lock, chain, or store inside a building or other securable structure;
3. Accumulate tires in piles in accordance with the City's fire prevention code;
4. Isolate tires from other stored materials that may create hazardous products if there is a fire, including, but not limited to, lead acid batteries, fuel tanks, solvent barrels, and pesticide containers.
5. Store no more than 100 tires in each bay or 100 tires per 1,500 square feet of inside storage space.

**Sec. 15-53. Place for Disposal of Tires.**

- (a) It shall be unlawful for any person or tire business to cause, suffer or allow the dumping of tires at any place in the City of Memphis including, without limitation, in or on any public highway, road, street, alley, or thoroughfare, including any portion of the right of way thereof, any public or private property in the City or any waters in the City. Notwithstanding the foregoing, residential property owners within the City may properly discard up to four (4) rimless used or waste tires on the curbside immediately in front of the property owner's residence for normal trash pick-up without violating this provision; provided that such tires are discarded for removal within twenty-four (24) hours of the property owner's designated day for trash pick-up.
- (b) It shall be unlawful for any person or tire business to cause, suffer, or allow the disposal of whole tires in a landfill.

- (c) Tires shall be properly disposed of in accordance with Section 15-54 by the delivery and manifesting of tires to an authorized tire disposal or tire recycling facility designated by the City. Tire Businesses contracting with a tire hauler(s) for the proper disposal of tires generated by such business shall require such hauler(s) utilize a transmittal manifest documenting the pick-up and delivery of the tires to an authorized tire disposal or tire recycling facility.

**Sec. 15-54. Disposal Records/Transmittal Manifest**

- A. Tire Businesses shall keep disposal records in the form of a transmittal manifest, as prescribed by the City, at each business location for a minimum of three (3) years and make such records readily available upon request at reasonable hours for inspection by representatives of the City. The manifest must be maintained and signed off in triplicate and clearly state the following:
  - 1. Name, address, telephone number, permit number and authorized signature of the tire hauler; and
  - 2. Name, address, telephone number, and authorized signature of the tire business who is contracting for the removal of the tires along with the permit number for such business; and
  - 3. Date of removal/transport and the number of tires being transported; and
  - 4. Name, address, and telephone number of the location where the tires are to be delivered; and
  - 5. Upon delivery, the name and signature of the person accepting the tires, including the date of acceptance.
- B. The manifest required by this section shall at all times accompany tires while in transit. Any tire business directly delivering waste or used tires generated at its business location to a tire disposal or tire recycling facility must also utilize the transmittal manifest and make such manifest available for production or inspection by representatives of the City, upon request. The original manifest shall be maintained by the tire business notwithstanding the use of a tire hauler or direct delivery by the tire business. A tire hauler contracted to deliver tires to a recycling facility or disposal facility must maintain a duplicate copy of the manifest reflecting the delivery of such tires for proper disposal. The tire recycling or tire disposal facility shall sign the manifest upon acceptance of the tires and also maintain a copy of the manifest for the facility's records. The tire business shall maintain a copy of the manifest evidencing all information and signatures required herein.

**Sec. 15-55. Redemption Program.**

- A. For the purpose of assisting with the proper disposal of waste or scrap tires, any person, other than a tire business or waste tire carrier, generator, hauler, disposer, or sorter, presenting an illegally disposed used or waste tire to an authorized tire disposal or recycling facility shall receive a redemptive value of fifty cents (.50)

per tire, notwithstanding the absence of the required tire marking included on such tires. The tire disposal or tire recycling facility receiving such tires shall require that the person presenting such tires for redemption execute an affidavit certifying that the tires were not stolen and that such person was not hired to haul such used or waste tires for disposal. Upon execution of such affidavit, the Office of Permits is hereby authorized to make payment to the affiant after five (5) calendar days and shall properly record and retain documentation reflecting such payment for a period of twelve (12) months. Any person presenting a used or waste tire for redemption shall present valid Tennessee identification. Information regarding the location of authorized tire disposal and tire recycling facilities shall be made available through the Office of Permits.

- B. The Redemption Program established herein shall commence immediately upon the effective adoption of this ordinance and shall expire within twelve (12) months of same, unless prior to such date the City Council, after conducting public hearings, finds that the purpose of the program has yet to be fully achieved, in which case it may extend the effective period of the program for an additional two (2) years.

**Sec. 15-56. Administration/Enforcement.**

- A. Administration and enforcement of this Article shall be the responsibility of the City of Memphis Permits Office, Memphis Police Department, Public Works Division, and Community Enhancement Division. The City, by and through its authorized representatives, is hereby authorized to enter any property regulated by this ordinance, at reasonable or necessary times in order to properly inspect for violations.
- B. The Office of Permits is hereby authorized to promulgate all such rules and regulations considered necessary and proper to effectuate the implementation and enforcement of this Ordinance.

**Sec. 15-57. Violations and Penalties.** In addition to the penalties set forth in Sec. 15-50, any tire business or tire hauler violating or failing to comply with any provision of this ordinance shall be guilty of a misdemeanor, subject to a civil penalty of \$50 for each offense as determined by a division of the City Court. Each day of continued violation shall constitute a separate offense.

- (a) The improper storage of one or more tires shall constitute a separate offense per tire and be punishable by a fine of fifty dollars (\$50) for each improperly stored tire on the location of the tire business. Each day of continued violation of this subsection constitutes a separate offense.
- (b) The transport of one or more tires without the required permit and decal shall constitute a separate offense per tire and be punishable by a fine of fifty dollars (\$50) for

each tire being transported in violation of this Article. Each day of continued violation of this subsection constitutes a separate offense.

(c) The improper dumping of a tire shall constitute a separate offense per tire and be punishable by a fine of fifty dollars (\$50) for each tire found improperly dumped that is related back to a specific tire business. Each day of continued violation of this subsection constitutes a separate offense.

**Sec. 15-58. Injunctive relief.** In addition to, and cumulative of, all other penalties herein provided, the City shall have the right to seek injunctive relief, for any violation(s) of this Article.

**Sec. 15-59. Tire Disposal Fund.** All funds received by the City pursuant to this article shall solely be used to pay for the administrative and operational costs resulting from the enforcement and implementation of this Ordinance. The City shall also contribute \$50,000 for the establishment of a special fund designated by the City Comptroller as the Tire Disposal Fund which shall be used to fund the City's share of the Redemption Program.

**Secs. 15-60. – 15-65. Reserved.**

**SECTION 2. BE IT FURTHER ORDAINED,** That the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

**SECTION 3. BE IT FURTHER ORDAINED,** That this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the office of the Mayor in writing by the Comptroller, and become effective as otherwise provided by law.

Harold Collins,  
Chairman of the Council

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Attest  
Patrice Thomas, Comptroller

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## City Council Resolution

**WHEREAS**, vacant and secluded properties in Memphis and Shelby County have become dumping grounds for illegally disposed tires which raises significant concerns regarding public health and safety, property values and quality of life; and

**WHEREAS**, the health risks associated with dump sites with scrap tires are significant; they provide an ideal breeding ground for mosquitoes, which can multiply 100 times faster than normal in the warm, stagnant water standing in scrap tires and several illnesses have been attributed to disease-carrying mosquitoes originating from scrap tire piles; and

**WHEREAS**, some areas have been evacuated and property damage has been significant because of dumped tires that have caught fire, either by spontaneous combustion or by arson; and

**WHEREAS**, dump sites serve as magnets for additional dumping and other criminal activities and as a result, property values decrease and the community becomes unattractive for commercial and residential development; and

**WHEREAS**, the Memphis City Council is considering an Ordinance to Amend Chapter 15 of the Code of Ordinances to include regulations for the proper disposal of tires and the registration of certain tire businesses and tire haulers, otherwise known as the Tire Ordinance; and

**WHEREAS**, the Tire Ordinance includes a Tire Redemption Program, a tire roundup program to assist with the clean up of our community and proper disposal of scrap tires by authorizing the compensation of any individual presenting an illegally disposed used or waste tire to an authorized tire disposal or recycling facility in the amount of .50 cents per tire after 5 days of such presentment; and

**WHEREAS**, the Redemption Program established by the ordinance shall commence immediately upon the adoption of the ordinance and shall expire within twelve months if the purpose of the program has been achieved; and

**WHEREAS**, in order to help implement the Tire Ordinance Redemption Program, funding is required to establish the roundup program; and

**WHEREAS**, Shelby County is expected to provide match funding of \$50,000.00 for the Tire Redemption Program.

**NOW, THEREFORE, BE IT RESOLVED**, by the Council of the City of Memphis, that pursuant to the Tire Ordinance being adopted and enacted, the FY 2010 Operating Budget is hereby amended by appropriating \$50,000.00 match funds and establishing the Tire Redemption Program budget line in the amount of \$50,000 (Fifty Thousand Dollars & 00/100).

HAROLD B. COLLINS  
Chairman

AN INITIAL RESOLUTION DETERMINING TO ISSUE NOT TO EXCEED TWENTY MILLION DOLLARS (\$20,000,000) SANITARY SEWERAGE SYSTEM REVENUE BONDS OF THE CITY OF MEMPHIS, TENNESSEE, PURSUANT TO THE LOCAL GOVERNMENT PUBLIC OBLIGATIONS ACT OF 1986, BEING TITLE 9, CHAPTER 21, TENNESSEE CODE ANNOTATED, FOR THE PURPOSE OF FINANCING THE COST OF IMPROVEMENTS, ADDITIONS AND EXTENSIONS TO THE SANITARY SEWERAGE SYSTEM OF THE CITY OF MEMPHIS.

BE IT RESOLVED by the Council of the City of Memphis as follows:

1. It is hereby determined that there shall be issued and there are hereby authorized to be issued revenue bonds of the City of Memphis, Tennessee (the "City"), in the maximum principal amount of not to exceed Twenty Million Dollars (\$20,000,000) (the "Bonds"), pursuant to the Local Government Public Obligations Act of 1986, being Title 9, Chapter 21, Tennessee Code Annotated, for the purpose of financing the cost of improvements, additions and extensions to the Sanitary Sewerage System of the City.

2. The Bonds shall bear interest at such rate or rates not to exceed the maximum rate permitted by law at the time of sale thereof, and shall be payable in such a manner and at such times, as shall hereafter be determined by a subsequent resolution of the Council of the City.

3. The Bonds shall be payable exclusively from revenues of the Sanitary Sewerage System of the City.

4. In the event that it is determined that it is in the City's best financial interest (i) to expend moneys from other sources of the City prior to issuance of the Bonds and (ii) to reimburse such expenditures from such other sources from the proceeds of the Bonds when sold, the Director of Finance and Administration is hereby authorized to declare from time to time the official intent on behalf of the City as to such reimbursement.

5. This resolution shall be published in full once in a newspaper of general circulation in the City.

This resolution shall take effect immediately upon its adoption.

**A SERIES RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED TWENTY MILLION DOLLARS (\$20,000,000) PRINCIPAL AMOUNT OF SANITARY SEWERAGE SYSTEM REVENUE BONDS, SERIES 2009, OF THE CITY OF MEMPHIS, TENNESSEE, FOR THE PURPOSE OF FINANCING IMPROVEMENTS, ADDITIONS AND EXTENSIONS TO THE CITY'S SANITARY SEWERAGE SYSTEM; PROVIDING FOR CERTAIN DETAILS OF SAID BONDS; PROVIDING FOR THE POSSIBLE ISSUANCE OF ALL OR A PORTION OF SUCH BONDS AS BUILD AMERICA BONDS; APPOINTING THE PAYING AGENT AND REGISTRAR; AUTHORIZING THE PREPARATION AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT AND OFFICIAL STATEMENT RELATING TO SAID BONDS; AUTHORIZING NEGOTIATION WITH RICE FINANCIAL PRODUCTS COMPANY AND OTHERS AS TO THE PURCHASE OF SAID BONDS; AUTHORIZING A BOND PURCHASE AGREEMENT; AND AUTHORIZING AND RATIFYING CERTAIN OTHER ACTS IN CONNECTION WITH THE SALE AND ISSUANCE OF SAID BONDS.**

WHEREAS, the Council of the City of Memphis, Tennessee (the "City"), adopted on February 24, 1981 a resolution authorizing and providing for the issuance of revenue bonds of the City for the purposes of the Sanitary Sewerage System (the "System") of the City, as amended by resolutions adopted by the City on December 17, 1985, April 11, 2000, and June 1, 2004 (together, the "Bond Resolution");

WHEREAS, the Council of the City adopted an Initial Resolution on October 20, 2009 (the "2009 Resolution") determining to issue not to exceed \$20,000,000 principal amount of Sanitary Sewerage System Revenue Bonds of the City;

WHEREAS, no bonds have been issued pursuant to the 2009 Resolution; and

WHEREAS, it is deemed advisable to issue a series of bonds pursuant to the Bond Resolution and the 2009 Resolution to finance improvements, additions and extensions to the System;

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF MEMPHIS, TENNESSEE, AS FOLLOWS:

SECTION 1. Definitions. (a) Unless the context shall clearly indicate some other meaning, all words and terms used in this Series Resolution which are defined in the Bond Resolution (the Bond Resolution as from time to time amended or supplemented by Series Resolutions being defined in the Bond Resolution as the "Resolution") shall for all purposes of this Series Resolution have the respective meanings given to them in the Bond Resolution.

(b) Unless the context shall clearly indicate some other meaning, the following terms shall, for all purposes of the Bond Resolution and of any Series Resolution (including for all purposes, this Series Resolution) and for all purposes of any certificate, opinion, instrument or other document therein or herein mentioned, have the following

meanings, with the following definition to be equally applicable to both the singular and plural forms of such terms and vice versa:

“Code” means the Internal Revenue Code of 1986, as amended.

“Paying Agent” shall mean The Bank of New York Trust Company, National Association, or its successor by acquisition of corporate trust department or otherwise.

“Registrar” shall mean The Bank of New York Trust Company, National Association, or its successor by acquisition of corporate trust department or otherwise.

“Series 2009 Bonds” shall mean the Bonds issued pursuant to Section 2 hereof at any time Outstanding.

“Series 2009 Build America Bonds” shall mean any Series 2009 Bonds which the City elects pursuant to Section 2 hereof to treat as “build America bonds” within the meaning of Section 54AA(d) of the Code that are “qualified bonds” within the meaning of Section 54AA(g) of the Code.

(c) Unless or except as the context shall clearly indicate otherwise or may otherwise require in this Series Resolution: (i) all references to a particular Article, section and or subdivision of the Bond Resolution or this Series Resolution, as the case may be, are to the corresponding Article, section or subdivision of the Bond Resolution only, or this Series Resolution only, as the case may be; (ii) the terms “herein”, “hereunder”, “hereby”, “hereto”, “hereof”, and any similar terms refer to this Series Resolution as a whole and not to any particular section or subdivision hereof; (iii) the terms “therein”, “thereunder”, “thereby”, “thereto”, “thereof”, and any similar terms, refer to the Bond Resolution and to the Bond Resolution as a whole and not to any particular Article, section or subdivision thereof; and (iv) the term “heretofore” means before the time of effectiveness of this Series Resolution and the term “hereafter” means after the time of effectiveness of this Series Resolution.

SECTION 2. Authorization and Details of Series 2009 Bonds. (a) *Authorization of Series 2009 Bonds.* There is hereby authorized to be issued and shall be issued under and secured by the Bond Resolution a series of Bonds to be designated “Sanitary Sewerage System Revenue Bonds, Series 2009” (herein referred to as the “Series 2009 Bonds”) in the total principal amount of not to exceed Twenty Million Dollars (\$20,000,000) for the purpose of financing improvements, additions and extensions to the System.

(b) *Series 2009 Build America Bonds.* The Director of Finance and Administration may determine that any Series 2009 Bonds shall be issued as “build America bonds” under the American Recovery and Reinvestment Act of 2009, and on behalf of the City may make elections to treat the Series 2009 Build America Bonds as such, covenants, agreements or acknowledgements deemed appropriate relating to the status of such Series 2009 Build America Bonds under the Code and related matters. The Director of Finance and Administration and other officers and employees of the City are authorized to make any additional elections, make such filings (including filings to obtain the cash payments referred to

in the next paragraph), execute such documents and take such other actions as may be necessary or desirable in connection with the Series 2009 Build America Bonds as such.

Any cash payments received by the City from the United States Treasury with respect to the Series 2009 Build America Bonds shall be deposited in the Revenue Fund and constitute and be treated as Revenues, anything in the Bond Resolution to the contrary notwithstanding. Subject to all other provisions of the Bond Resolution, such cash payments received shall be used to pay principal and redemption price, if any, of and interest on Series 2009 Build America Bonds as and when due and payable. The City hereby finds and determines that the foregoing provisions of this paragraph are necessary or desirable to add to the Bond Resolution additional covenants and agreements of the City for the purpose of further securing the payment of Bonds and are not contrary to or inconsistent with the covenants and agreements of the City contained in the Bond Resolution, and as such are permitted by Section 8.1(2) of the Bond Resolution.

(c) *Certain Details of Series 2009 Bonds.* The Series 2009 Bonds shall mature, or the Series 2009 Bonds shall be redeemed from sinking fund payments, on the dates, in the years (not to exceed 20 years from their date), in the amounts, bear interest at the rates (not to exceed 9.25% per annum in the case of Series 2009 Build America Bonds and not to exceed 6.50% per annum in the case of other Series 2009 Bonds), and be payable on the dates, all as shall be determined by the Director of Finance and Administration.

The Series 2009 Bonds shall be dated as shall be determined by the Director of Finance and Administration, shall be issuable in the form of fully registered Bonds without coupons in the denomination of \$5,000 or any integral multiple of \$5,000, and shall be numbered in consecutive numerical order from R-1 upwards in chronological order as issued. The Paying Agent as Registrar shall endorse on the Series 2009 Bonds the date of their authentication. Interest on the Series 2009 Bonds shall be payable from the respective interest payment dates next preceding the date of authentication to which interest shall have been paid, unless such date of authentication is an interest payment date, in which case from such date if interest has been paid to such date; provided, however, that prior to the initial interest payment date such interest shall be payable from the date of the Series 2009 Bonds. Interest on the Series 2009 Bonds shall be payable to the registered owner as of the close of business on a record date as shall be determined by the Director of Finance and Administration.

One Series 2009 Bond representing each maturity initially will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), as registered owner of the Series 2009 Bonds. DTC will act as securities depository for the Series 2009 Bonds. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000 or any integral multiple thereof, and purchasers will not receive physical delivery of certificates representing their interest on the Series 2009 Bonds purchased, all subject to Section 3.

Principal, premium, if any, and interest payments on the Series 2009 Bonds will be made by the Paying Agent by wire transfer to DTC or its nominee, Cede & Co., as registered owner of the Series 2009 Bonds, which will in turn remit such payments to the DTC participants

for subsequent disbursement to the beneficial owners of the Series 2009 Bonds. Transfer of principal, premium, if any, and interest payments to DTC participants will be the responsibility of DTC. Transfers of such payments to beneficial owners of the Series 2009 Bonds by DTC participants will be the responsibility of such participants and other nominees of such beneficial owners. Transfers of ownership interests in the Series 2009 Bonds will be accomplished by book entries made by DTC and, in turn, by the DTC participants who act on behalf of the indirect participants of DTC and the beneficial owners of the Series 2009 Bonds.

The City will not be responsible or liable for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC, its participants or persons acting through such participants or for transmitting payments to, communicating with, notifying, or otherwise dealing with any beneficial owner of the Series 2009 Bonds.

SECTION 3. Procedure in the Event of Revision of Book-Entry Transfer System - Replacement Bonds. The City shall issue Bond certificates (the "Replacement Bonds") directly to the beneficial owners of the Series 2009 Bonds other than DTC, or its nominee, but only in the event that:

(a) DTC determines to discontinue providing its services with respect to the Series 2009 Bonds at any time by giving notice to the City and discharging its responsibilities; or

(b) the City discontinues use of DTC (or substitute depository or its successor) at any time upon determination by the City that the use of DTC (or substitute depository or its successor) is no longer in the best interests of the City and the beneficial owners of the Series 2009 Bonds, subject to DTC procedures.

Upon occurrence of the events described in either (a) or (b) above, the City shall attempt to locate another qualified securities depository. If the City fails to locate another qualified securities depository to replace DTC, the City shall execute and deliver Replacement Bonds in substantially the form set forth in Exhibit A to this Series Resolution.

Prior to the execution and delivery of Replacement Bonds, the City shall notify the beneficial owners of the Series 2009 Bonds by mailing an appropriate notice to DTC. Principal of and interest on the Replacement Bonds shall be payable by check or draft mailed to each owner of such Replacement Bonds at the address of such owner as it appears in the books of registry maintained on behalf of the City by the Paying Agent as Registrar. Replacement Bonds will be transferred only by presentation and surrender to the Paying Agent as Registrar, together with an assignment duly executed by the owner of the Replacement Bond or by his representative in form satisfactory to the Paying Agent as Registrar and containing information required by the Paying Agent as Registrar in order to effect such transfer.

The City may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to an exchange or transfer of a Series 2009 Bond, and may charge the person requesting such exchange or transfer a sum or sums which shall be paid as a condition precedent to the exercise of the privilege of making such exchange or transfer.

SECTION 4. Redemption of Series 2009 Bonds. All or any portion of the Series 2009 Bonds shall be subject to redemption prior to maturity at the option of the City at such times and at such redemption prices, or shall not be subject to redemption prior to maturity at the option of the City, as may be determined by the Director of Finance and Administration. Series 2009 Build America Bonds redeemable prior to maturity may be redeemed at a fixed price or prices not to exceed 103%, or at make-whole prices, or a combination thereof, and other Series 2009 Bonds may be redeemed at a fixed price or prices not to exceed 103%, all as determined by the Director of Finance and Administration.

If any Series 2009 Bond (or any portion of the principal amount thereof in installments of \$5,000) shall be called for redemption, notice of the redemption thereof, specifying the date, number and maturity of such Series 2009 Bond, the date and place or places fixed for its redemption, the premium, if any, payable upon such redemption, and if less than the entire principal amount of such Series 2009 Bond is to be redeemed, that such Series 2009 Bond must be surrendered in exchange for the principal amount thereof to be redeemed and a new Series 2009 Bond or Series 2009 Bonds issued equalling in principal amount that portion of the principal amount thereof not to be redeemed, shall be mailed not less than thirty (30) days prior to the date fixed for redemption by first class mail, postage prepaid, to the registered holder of such Series 2009 Bond at such holder's address as it appears on the books of registry kept by the Paying Agent as Registrar for the Series 2009 Bonds as of the close of business on the forty-fifth (45th) day preceding the date fixed for redemption. If notice of the redemption of any Series 2009 Bond shall have been given as aforesaid, and payment of the principal amount of such Series 2009 Bond (or the portion of the principal amount thereof to be redeemed) and of the accrued interest and premium, if any, payable upon such redemption shall have been duly made or provided for, interest on such Series 2009 Bond shall cease to accrue from and after the date so specified for redemption thereof. So long as the Series 2009 Bonds are in book-entry only form, any notice of redemption will be given only to DTC or its nominee, and the City shall not be responsible for providing any beneficial owner of the Series 2009 Bonds with notice of redemption.

SECTION 5. Appointment of Paying Agent and Registrar. The Bank of New York Trust Company, National Association, Dallas, Texas, is hereby appointed initial Paying Agent and Registrar for the Series 2009 Bonds.

SECTION 6. Execution and Authentication of Series 2009 Bonds; Form of Series 2009 Bonds. The Series 2009 Bonds shall be executed in the name of the City by the manual or facsimile signature of the Mayor of the City and the seal of the City (or a facsimile thereof) shall be affixed thereto or impressed, imprinted, engraved or otherwise reproduced thereon and attested by the manual or facsimile signature of the Comptroller of the City, neither of which signatures shall be required to be manual, or in such other manner as may be required or permitted by law. In case any one or more of the officers who shall have signed or sealed any of the Series 2009 Bonds shall cease to be such officer before the Series 2009 Bonds so signed and sealed shall have been delivered by the City, such Series 2009 Bonds may, nevertheless, be delivered as herein provided, and may be issued as if the persons who signed or sealed such Series 2009 Bonds had not ceased to hold such offices. Any Series 2009 Bond may be signed and sealed on behalf of the City by such persons as at the time of the execution of such Series

2009 Bonds shall be duly authorized or hold the proper office in the City, although at the date borne by the Series 2009 Bonds such persons may not have been so authorized or have held such office.

The Series 2009 Bonds shall be in substantially the form set forth in Exhibit A to this Series Resolution and shall recite that they are issued pursuant to Chapter 21 of Title 9, Tennessee Code Annotated, as amended.

The Series 2009 Bonds shall bear thereon a certificate of authentication in the form set forth in Exhibit A to this Series Resolution executed manually by an authorized officer of the Registrar as registration agent for the City. Only such Series 2009 Bonds as shall bear thereon such certificate of authentication shall be entitled to any right or benefit under the Bond Resolution and this Series Resolution and no Series 2009 Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of the Registrar. Any such certificate of the Registrar upon any Bond executed on behalf of the City shall be conclusive evidence that the Series 2009 Bonds so authenticated has been duly authenticated and delivered under the Bond Resolution and this Series Resolution and that the holder of such Series 2009 Bond is entitled to the benefits and security of the Bond Resolution and this Series Resolution.

SECTION 7. Application of Proceeds of Sale of the Series 2009 Bonds; Construction Fund; Bond Reserve Account. (a) Proceeds of the sale of the Series 2009 Bonds shall be applied as follows:

(i) Accrued interest received on the Series 2009 Bonds, if any, from their date to the date of delivery of and payment for the Series 2009 Bonds shall be deposited into the Interest Sub-account of the Bond Account in the Revenue Fund to be applied to the payment of interest on the Series 2009 Bonds on the initial interest payment date.

(ii) If the amount required to be credited to the Bond Reserve Account in the Revenue Fund shall not then be on deposit therein, an amount shall be deposited in the Revenue Fund for credit to the Bond Reserve Account therein such that there shall be credited thereto an amount equal to the maximum Debt Service Requirement on the Bonds, including the Series 2009 Bonds.

(iii) An amount, equal to the amounts heretofore expended in anticipation of the issuance of the Series 2009 Bonds, if any, shall be reimbursed to the fund from which such expenditures were made.

(iv) The balance of the proceeds shall be deposited in the Construction Fund created by subsection (b) of this Section to be held by the City and applied to the payment of (A) costs of improvements, additions and extensions to the System and (B) fees and expenses in connection with the sale and issuance of the Series 2009 Bonds.

(b) There is hereby created a special fund of the City to be known as the "Series 2009 Bonds Construction Fund" (the "Construction Fund"), which shall be held in trust and administered by the City.

The Construction Fund shall be drawn upon for the sole purpose of paying (i) costs of improvements, additions and extensions to the System and (ii) fees and expenses in connection with the sale and issuance of the Series 2009 Bonds, including but not limited to the reimbursements authorized by subsection (a)(iii) of this Section to the extent not applied pursuant to said subsection.

Moneys in the Construction Fund not required for immediate disbursement for the purposes for which the Construction Fund is created shall, to the fullest extent practicable and reasonable, be invested and reinvested by the City solely in, and obligations deposited in the Construction Fund shall be, Investment Securities maturing, or subject to redemption at the option of the holder thereof, at or prior to the estimated time for the disbursement of such moneys. Notwithstanding the foregoing, the City may invest moneys set aside in the Construction Fund in accordance with the provisions of this Section and with the comprehensive investment program of the City.

All income resulting from the investment or reinvestment of the moneys in the Construction Fund shall accrue to and be deposited in the Construction Fund.

All moneys held or set aside by the City in the Construction Fund shall, until otherwise invested or applied as provided in this Section, be deposited by the City in its name, for the account of the Construction Fund, in such banks, trust companies, national banking associations or savings and loan associations as the City shall at any time or from time to time appoint for the purpose, and which are eligible under the laws of the State of Tennessee to receive deposits of state and municipal funds. Such deposits shall at all times be secured in accordance with the laws of the State of Tennessee and the Charter of the City.

(c) All income resulting from the investment or reinvestment of moneys on deposit in the Bond Reserve Account in the Revenue Fund shall accrue to and be deposited in the Revenue Fund.

SECTION 8. Federal Tax Covenant. The City hereby covenants with the registered owners from time to time of the Series 2009 Bonds other than Series 2009 Build America Bonds that (i) throughout the term of such Series 2009 Bonds and (ii) through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code it will comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on such Series 2009 Bonds shall be and continue to be excluded from gross income for federal income tax purposes under said Section 103.

SECTION 9. CUSIP Identification Numbers. CUSIP identification numbers, at the sole option of the City, may be placed on the Series 2009 Bonds but neither the failure to place any such number on any Bond nor any inaccuracy, error or omission with respect thereto

shall constitute cause for failure or refusal by the purchasers to accept delivery of and pay for the Series 2009 Bonds. No such CUSIP identification number shall constitute a part of the contract evidenced by the particular Series 2009 Bond upon which it is imprinted and no liability shall attach to the City or any officer or agent thereof, including any registrar or paying agent for the Series 2009 Bonds, by reason of such numbers or any use made thereof, including any use thereof made by the City, any such officer or any such agent, or by reason of any inaccuracy, error or omission with respect thereto or in such use.

SECTION 10. Sale of Series 2009 Bonds; Preliminary Official Statement; Final Official Statement; Continuing Disclosure Certificate; Bond Insurance. The Series 2009 Bonds shall be sold on a date to be determined by the Director of Finance and Administration and at a price not less than 97% of the par value thereof. The Director of Finance and Administration is hereby authorized to negotiate with Rice Financial Products Company and others, as shall be determined by the Director of Finance and Administration, which are hereby approved as the managing underwriters of the Series 2009 Bonds with respect to the purchase and sale of the Series 2009 Bonds. The appropriate officers of the City are hereby authorized and directed to execute and deliver to said underwriters a Bond Purchase Agreement substantially in the form presented to and filed with the minutes of the meeting at which this Series Resolution is being adopted, and having such terms as shall be determined by the Director of Finance and Administration in accordance with the terms of this Series Resolution, together with such changes as shall be approved by such officers, upon the advice of counsel (including the City Attorney and bond counsel), such approval to be conclusively evidenced by their execution thereof.

The Director of Finance and Administration is hereby authorized to cause to be prepared and distributed to prospective purchasers of and investors in the Series 2009 Bonds a Preliminary Official Statement of the City relating to the Series 2009 Bonds, substantially in the form presented to the meeting at which this Series Resolution is being adopted and filed with the minutes thereof. The Preliminary Official Statement is deemed final as of the date thereof, except for interest rate and other information permitted to be omitted pursuant to Rule 5c2-12(c)(3) of the Securities and Exchange Commission. Upon sale of the Series 2009 Bonds, the Director of Finance and Administration is hereby authorized to prepare an Official Statement, in substantially the form of the Preliminary Official Statement, after the same has been completed by the insertion of the maturities, interest rates, and other details of the Series 2009 Bonds and by making such other insertions, changes or corrections as the Director of Finance and Administration based on the advice of the City's financial advisor and legal counsel (including the City Attorney or bond counsel), deem necessary or appropriate; and the Council hereby authorizes the Official Statement and the information contained therein to be used by the purchasers in connection with the sale of the Series 2009 Bonds.

A Continuing Disclosure Certificate, in substantially the form of thereof included in the Preliminary Official Statement, is hereby authorized to be executed and delivered by the Director of Finance and Administration. The City covenants with the holders from time to time of the Series 2009 Bonds that it will, and hereby authorizes the appropriate officers and employees of the City to take all action necessary or appropriate to, comply with and carry out all of the provisions of the Continuing Disclosure Certificate as amended from time to time.

Notwithstanding any other provision of this Series Resolution, failure of the City to perform in accordance with the Continuing Disclosure Certificate shall not constitute a default under the Bond Resolution and the Continuing Disclosure Certificate may be enforced only as provided therein.

The obtaining of one or more policies of insurance insuring the payment of the principal (either at the stated maturity or when designated for redemption from mandatory sinking fund installments) of and interest on all or any portion of the Series 2009 Bonds (the "Policies"), and the execution and delivery of any agreements related thereto, which may include an agreement to reimburse amounts paid by the providers thereof together with interest on unreimbursed amounts, and payment to the providers of the Policies of the premiums payable on the Policies in the manner, at the times and in the amounts required by the commitments therefor, and the payment of any bond rating fees related thereto, are hereby authorized. Notwithstanding anything to the contrary in Section 7 hereof, the premiums payable on the Policies may be paid directly from the proceeds of the Series 2009 Bonds without the necessity of first depositing such proceeds to any fund or account referred to in said Section 7.

SECTION 11. Additional Findings and Determinations; Authority for This Series Resolution; Series 2009 Bonds are "Bonds" under the Bond Resolution. The City hereby finds and determines that (i) \$135,125,000 aggregate principal amount of Sanitary Sewerage System Revenue Bonds, Series 2000, Series 2002, Series 2004, Series 2005 and Series 2007, and Sanitary Sewerage System Revenue Refunding Bonds, Series 2001 and Series 2006 (collectively, the "Outstanding Bonds"), have been heretofore issued and were outstanding under the Bond Resolution as of June 30, 2009; (ii) the Series 2009 Bonds are issued under the authorization of Section 3.2 of the Bond Resolution; (iii) no default exists in the payment of the principal of or interest and premium (if any) on any Bond and (iv) all provisions and conditions of the Bond Resolution required to the date of adoption of this Series Resolution have been complied with in the issuance under the Bond Resolution of the Series 2009 Bonds.

This Series Resolution (i) supplements the Bond Resolution; (ii) is hereby found, determined and declared to constitute and to be a "Series Resolution" within the meaning of the quoted words as defined and used in the Bond Resolution; and (iii) is adopted pursuant to and under the authority of the Bond Resolution.

The Series 2009 Bonds are hereby found, determined and declared to be issued under the Bond Resolution and to constitute and be "Bonds" within the meaning of the quoted words as defined and used in the Bond Resolution. As more fully set forth in the Bond Resolution, the Series 2009 Bonds: (i) shall be entitled to the benefits, security and protection of the Bond Resolution, equally and ratably with one another, with the Outstanding Bonds and with any other Bonds hereafter issued thereunder; (ii) shall be payable as provided in the Bond Resolution subject to the prior payment of the Operating Expenses; and (iii) shall be equally and ratably secured under the Bond Resolution with one another, with the Outstanding Bonds and with all Bonds hereafter issued thereunder, without priority by reason of series, number, date of adoption of the Series Resolution providing for the issuance thereof, date of Bonds, date of sale, date of execution, date of issuance, date of delivery or otherwise, by the liens, pledges, charges and assignments created by the Bond Resolution.

SECTION 12. Economic Life. The reasonably expected economic life of the improvements, additions and extensions to the System to be financed from the proceeds of the Series 2009 Bonds is from 20 to 100 years.

SECTION 13. Amendment. The definition of “Revenues in Article II N. of the Bond Resolution was amended by resolution adopted by the Council of the City on June 1, 2004, by adding the following words “and shall include surplus moneys in the Revenue Fund upon determination of the Director of Finance and Administration upon the advice of the Director of Public Works,” such amendment to become effective at such time as the Bonds outstanding on June 1, 2004, are no longer outstanding under the Bond Resolution or the Bondholders of not less than sixty-six and two-thirds percent (66-2/3%) in principal amount of the aggregate amount of Bonds then outstanding consent to such amendment. The Bondholders of the Series 2009 Bonds are deemed to have consented to such amendment.

SECTION 14. Effect of Section Headings. The heading or titles of the several sections hereof shall be solely for convenience of reference and shall not affect the meaning, construction, interpretation or effect of this Series Resolution.

SECTION 15. Repeal of Inconsistent Resolutions. Any resolution of the City, or any portion thereof, in conflict or inconsistent with this Series Resolution is hereby repealed to the extent of such conflict or inconsistency.

SECTION 16. Effective Date. This Series Resolution shall take effect upon its adoption.

UNITED STATES OF AMERICA  
STATE OF TENNESSEE  
CITY OF MEMPHIS  
SANITARY SEWERAGE SYSTEM  
REVENUE BOND  
SERIES 2009

No. R - \$ \_\_\_\_\_

<u>Maturity Date</u>	<u>Interest Rate</u>	<u>Date of Issue</u>	<u>CUSIP</u>
_____, ____	%	_____, 200__	

Registered Owner:

Principal Amount:

THE CITY OF MEMPHIS, TENNESSEE (the "City"), a municipal corporation organized and existing under the laws of the State of Tennessee, hereby acknowledges itself indebted and for value received will pay, solely from the sources provided herein, to the Registered Owner named above, or registered assigns (herein, the "Holder"), on the Maturity Date specified above (subject to the right of prior redemption hereinafter mentioned), upon the presentation and surrender hereof, the principal sum as specified above and will pay interest on such principal sum from and including the date hereof until payment of such principal sum has been made or duly provided, at the rate per annum as specified above payable from the \_\_\_\_\_ or \_\_\_\_\_ next preceding the date of authentication to which interest shall have been paid; unless such authentication date is \_\_\_\_\_ or \_\_\_\_\_, in which case from such date if interest has been paid to such date; provided, however, that such interest shall be payable from \_\_\_\_\_, 200\_ if the date of authentication is prior to \_\_\_\_\_, 200\_. The principal of this Bond is payable at the principal office of The Bank of New York Trust Company, National Association, Dallas, Texas, or its successor, as paying agent (the "Bond Registrar" and "Paying Agent"). The interest hereon will be paid semi-annually on \_\_\_\_\_ and \_\_\_\_\_, commencing \_\_\_\_\_, 200\_ to the registered Holder in whose name this Bond is registered on the registration books at the close of business on the fifteenth day of the calendar month next preceding each \_\_\_\_\_ and \_\_\_\_\_. Interest on this Bond is payable by check or draft drawn upon the Paying Agent and mailed to the registered address of the registered Holder of this Bond. The principal of and premium, if any, and interest on this Bond shall be payable in any coin or currency of the United States of America as, at the respective times of payment, shall be legal tender for public and private debts. While this Bond is held in book-entry form, principal of and interest on this Bond shall be payable by wire transfer.

This Bond is one of a duly authorized series of Bonds of like designation herewith (the "Series 2009 Bonds"), issued in the principal amount of \$ \_\_\_\_\_ pursuant to a resolution adopted by the Council of the City on April 24, 1981 as amended and supplemented (the "Resolution") and a series resolution adopted by said Council on \_\_\_\_\_, 2009 (the "Series Resolution"), and pursuant to the provisions of Chapter 21 of Title 9, Tennessee Code Annotated, as amended, and the Charter of the City, as amended, for the purpose of financing the costs of improvements, additions and extensions to the City's Sanitary Sewerage System.

The Series 2009 Bonds constitute part of a duly authorized issue of Bonds (herein referred to as the "Bonds") issued, or to be issued, under the Resolution in one or more series in various principal amounts and of varying denominations, dates, maturities, interest rates and other provisions as provided in the Resolution for the purpose of financing the cost of the acquisition, construction, reconstruction, improvement, extension, enlargement and betterment of the City's Sanitary Sewerage System or for the refunding of Bonds issued therefor.

The Bonds, including the Series 2009 Bonds, are payable solely from and equally and ratably secured solely by the net revenues derived by the City through the ownership and operation of the Sanitary Sewerage System of the City which, by the terms of the Resolution, are pledged to the payment thereof, subject to the provisions of the Resolution permitting the application of such revenues to the purposes and on the terms and conditions set forth in the Resolution.

[The Series 2009 Bonds maturing on or before \_\_\_\_\_ shall not be subject to redemption prior to maturity. The Series 2009 Bonds maturing on or after \_\_\_\_\_ shall be subject to redemption prior to maturity in whole at any time or in part from time to time in such order of maturity as shall be determined by the City and by lot within a maturity on or after \_\_\_\_\_, at the prices and dates set forth below:

<u>Redemption Date</u> <u>(Both Dates Inclusive)</u>	<u>Redemption Price]</u>
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*[Make-Whole Optional Redemption.* The Series 2009 Bonds shall be subject to redemption prior to their stated maturities, at the option of the Agency, in whole or in part at any time on or after \_\_\_\_\_ at the "Make Whole Redemption Price." The Make Whole Redemption Price is equal to the greater of:

(a) the issue price of the Series 2009 Bonds set forth below (but not less than 100%) of the principal amount of the Series 2009 Bonds to be redeemed;  
or

(b) the sum of the present value of the remaining scheduled payments of principal of and interest on the Series 2009 Bonds to be redeemed to the maturity date of such Series 2009 Bonds, not including any portion of those

payments of interest accrued and unpaid as of the date on which the Series 2009 Bonds are to be redeemed, discounted to the date on which the Series 2009 Bonds are to be redeemed on a semi annual basis, assuming a 360 day year containing twelve 30 day months, at the Treasury Rate (defined below) plus \_\_\_ basis points (0. \_\_%),

plus in each case accrued interest on the Series 2009 Bonds to be redeemed to the redemption date.

The issue price of the Series 2009 Bonds of each maturity is \_\_\_\_\_%

“Treasury Rate” means, with respect to any redemption date for a particular Series 2009 Bond, the yield to maturity as of such redemption date of United States Treasury securities with a constant maturity (as compiled and published in the most recent Federal Reserve Statistical Release H.15 (519) that has become publicly available at least two business days prior to the redemption date, excluding inflation indexed securities, or, if such Statistical Release is no longer published, any publicly available source of similar market data) most nearly equal to the period from the redemption date to the maturity date of the Series 2009 Bonds to be redeemed; provided, however, that if the period from the redemption date to the maturity date is less than one year, the weekly average yield on actually traded United States Treasury securities adjusted to a constant maturity of one year shall be used.

*Extraordinary Optional Redemption.* The Series 2009 Bonds shall be subject to extraordinary optional redemption prior to their stated maturities, at the option of the Agency, upon the occurrence of an Extraordinary Event (defined below), in whole or in part at any time before \_\_\_\_\_, at the “Extraordinary Make Whole Redemption Price.” The Extraordinary Make Whole Redemption Price is equal to the greater of:

(a) the issue price of the Series 2009 Bonds set forth above in “Make-Whole Optional Redemption” (but not less than 100%) of the principal amount of the Series 2009 Bonds to be redeemed; or

(b) the sum of the present value of the remaining scheduled payments of principal of and interest on the Series 2009 Bonds to be redeemed to the maturity date of such Series 2009 Bonds, not including any portion of those payments of interest accrued and unpaid as of the date on which the Series 2009 Bonds are to be redeemed, discounted to the date on which the Series 2009 Bonds are to be redeemed on a semi annual basis, assuming a 360 day year containing twelve 30 day months, at the Treasury Rate (defined in “Make-Whole Optional Redemption” above) plus \_\_\_ basis points ( \_\_%),

plus in each case accrued interest on the Series 2009 Bonds to be redeemed to the redemption date.

An “Extraordinary Event” will have occurred if the Agency determines that a material adverse change has occurred to Section 54AA or 6431 of the Code (as such Sections

were added by Section 1531 of the American Recovery and Reinvestment Act of 2009, pertaining to “build America bonds”) or there is a guidance published by the Internal Revenue Service or the United States Treasury with respect to such Sections or any other determination by the Internal Revenue Service or the United States Treasury, which determination is not the result of an act or omission by the Agency to satisfy the requirements to receive the 35 percent cash subsidy payment from the United States Treasury, pursuant to which the Agency’s 35 percent cash subsidy payment from the United States Treasury is reduced or eliminated.]

The Series 2009 Bonds maturing in \_\_\_\_ shall be subject to mandatory redemption in part prior to maturity on \_\_\_\_\_ and on \_\_\_\_\_ and \_\_\_\_\_ of each year therefor from monthly amounts credited to the Bond Retirement Sub-Account in the Bond Account in the Revenue Fund as sinking fund installments which shall be sufficient to redeem on \_\_\_\_\_ of each year set forth in the table below the principal amount of such Series 2009 Bonds specified for each of such years at a redemption price equal to the principal amount redeemed, together with accrued interest on such principal amount to the redemption date:

<u>Year</u>	<u>Principal Amount</u>
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The Series 2009 Bonds shall be selected for redemption in multiples of \$5,000. Where Series 2009 Bonds are issued in multiples greater than \$5,000, when such Series 2009 Bonds shall be redeemed in part only, then only that portion of such Series 2009 Bonds shall be called for redemption, and the City will issue and deliver at the office of the Registrar (or send by registered mail to the owner thereof at his expense), in the name of the Holder, a new registered Series 2009 Bond in the amount of the portion not so redeemed, of like form, interest rate and maturity, dated so that there shall be no gain or loss of interest as a result of the redemption of a portion of the Series 2009 Bond.

[If fewer than all of the Series 2009 Bonds of like maturity are called for prior redemption, the particular Series 2009 Bonds or portions of Series 2009 Bonds to be redeemed will be selected by the Paying Agent pro rata as nearly as practicable in proportion to the principal amounts of the Series 2009 Bonds owned by each registered owner, subject to the authorized denominations applicable to the Series 2009 Bonds. This will be calculated based on the formula: (principal to be redeemed) x (principal amount owned by owner) / (principal amount outstanding). In such event, the particular Series 2009 Bonds to be redeemed will be determined by the Paying Agent in such manner as the Paying Agent in its discretion may deem fair and appropriate.]

The City shall send notice of redemption of any Series 2009 Bonds to the Holder of this Bond at his address as shown on the books of registry, such notice to include the terms and conditions prescribed by the Resolution and to be mailed by first class mail, postage prepaid, not less than thirty (30) days prior to the date fixed for redemption.

This Bond shall not be deemed to constitute a general obligation of the City or a debt of the City within the meaning of any constitutional, Charter or statutory limitation, and no Holder of this Bond shall ever have the right to compel any exercise of the taxing powers of the City to pay this Bond or the interest hereon, but this Bond shall be payable solely from the revenues of the Sanitary Sewerage System as herein set forth.

This Bond is transferable only upon the registration books at the above mentioned office of the Paying Agent as Bond Registrar by the registered Holder hereof, or by his duly authorized attorney, upon surrender of this Bond, together with a written instrument of transfer satisfactory in form to the Bond Registrar duly executed by the registered Holder or his duly authorized attorney, which may be in the form endorsed hereon, and subject to the limitations and upon payment of the charges, if any, provided in the Resolution, and thereupon a new bond or bonds, in the same aggregate principal amount in authorized denominations and of the same series, interest rate and maturity as the bond surrendered, shall be issued to the transferee in exchange therefor as provided in the Resolution.

Reference is hereby made to the Resolution and Series Resolution, certified copies of which are on file in the principal office of the City Comptroller, and to all of the provisions of which any Holder of this Bond by his acceptance hereof hereby assents, for definitions of terms; the description of and the nature and extent of the security for the Bonds issued under the Resolution, including this Bond; the properties constituting the Sanitary Sewerage System; the revenues and other moneys pledged to the payment of the principal of and interest on the Bonds issued thereunder; the nature and extent and manner of enforcement of the pledge; the terms and conditions upon which this Bond and the series of which it is one are issued and upon which other Bonds may hereafter be issued thereunder, and certain reimbursement obligations under support facilities or interest rate exchange agreements may be incurred, payable on a parity from such revenues and equally and ratably secured therewith; the conditions upon which the Resolution may be amended or supplemented with or without the consent of the holders of the Bonds; the rights and remedies of the Holder hereof with respect thereto, including the limitations therein contained upon the right of a Holder hereof to institute any suit, action or proceeding in equity or at law with respect hereto and thereto; the rights, duties and obligations of the City and the Bondholders thereunder; the terms and provisions upon which the liens, pledges, charges, trusts, assignments and covenants made therein may be discharged at or prior to the maturity or redemption of this Bond, and this Bond thereafter no longer be secured by the Resolution or be deemed to be outstanding thereunder, if moneys or certain specified securities shall have been deposited with a Paying Agent sufficient and held in trust solely for the payment hereof; and for the other terms and provisions hereof.

It is hereby certified, recited and declared that all actions, conditions and things required to be done, exist, happen and be performed precedent to, and in the issuance of this Bond, have been done, have existed, have happened, and have been performed in regular and due form and manner as required by the Constitution and statutes of the State of Tennessee and the Charter of the City, and that this Bond, together with all other indebtedness of the City, does not exceed any limit prescribed by the Constitution and statutes of such State and the Charter of the City.

This Bond shall not be valid or become obligatory for any purpose until this Bond shall have been authenticated by the execution by the Bond Registrar, as authenticating agent, of the Certificate of Authentication endorsed hereon.

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## CITY COUNCIL RESOLUTION

WHEREAS, Dr. John McCall of Arkwings Foundation, has petitioned the Memphis City Council for cancellation of property taxes on several properties, including parcel numbers 072047 00192 for tax years 2005 through 2009, 072047 00193 for tax years 1999 through 2009, 072047 00194 for tax years 2005 through 2009, 072047 00295 for tax years 2008 through 2009 and 072047 00296 for tax year 2009; and

WHEREAS, these properties are being utilized for conservational and ecological purposes and is eligible for exemption under T.C.A. section 67-5-212 and has been granted such status effective December 10, 2008 by the State Board of Equalization and the matter has been corrected except for these tax bills; and

WHEREAS, the City Treasurer has reviewed the request and the Memphis City Council has been granted authority under the City Charter to cancel taxes.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS CITY COUNCIL THAT the City is hereby authorized to cancel taxes in the total amounts listed as follows:

1. \$359.21 for property located at 0 Woodlawn Terrace, identified as parcel number 072047 00192 for tax years 2005 through 2009;

2. \$16,018.46 for property located at 2690 Woodlawn Terrace, identified as parcel number 072047 00193 for tax years 1999 through 2009;

3. \$506.27 for property located at 2740 Woodlawn Terrace, identified as parcel number 072047 00194 for tax years 2005 through 2009;

4. \$121.16 for property located at 0 Woodlawn Terrace, identified as parcel 072047 00295 for tax years 2008 through 2009;

5. \$55.14 for property located at 0 Woodlawn Terrace, identified as parcel 072047 00296 for tax year 2009.

Barbara Swearengen Ware  
COUNCIL MEMBER

ADOPTED: October 6, 2009

## CITY COUCIL RESOLUTION

**WHEREAS**, upon occasion the Memphis City Council approves the naming of specific public thoroughfares to honor citizens who have served this community; and

**WHEREAS**, **William Thomas Fowlkes III** was an exemplary citizen worthy of this City's highest recognition and commendation; and

**WHEREAS**, born October 6, 1923 in Maywood, Illinois, to William and Arwilder Fowlkes, **Coach Bill Fowlkes** received his primary and secondary education through the Illinois school system, but was ultimately lead to the great state of Tennessee where he received his bachelors degree from Tennessee State University; and

**WHEREAS**, a member of Omega Psi Phi Fraternity, Incorporated, in 1943 **Coach Bill Fowlkes** accepted his time and served this country in the United States Army; and

**WHEREAS**, **Coach Bill Fowlkes'** coaching career at Booker T. Washington High School spanned from 1951 to 1968; in 1962, he reached the pinnacle of his career when he took BTW to a National Championship in Nashville and won the National Negro High School Basketball Championship with a winning streak including over 50 games; and

**WHEREAS**, **Coach Fowlkes** moved back to Illinois and continued coaching from 1969 – 1974 and in 1975 became Athletic Director of District 89 until his retirement in 1986; and

**WHEREAS**, in 1987 upon returning to Memphis, **Coach Bill Fowlkes'** constant love for children and devotion to community was evident as he advised many students in their choice to attend college and was very active with the Memphis Park Commission's After School Program until his death in 1999; it has been said that *'he made men out of boys and prepared them for a life of doing and being anything'*; and

**WHEREAS**, **Coach Fowlkes** was a joy and inspiration to his proud and loving family: daughters, Marva, Denny, Evelyn, Nina, Valerie, Geruthia, Cindy and son, Evangelist William Thomas Fowlkes IV and his accomplishments, contributions and generous pioneering spirit will long be remembered.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS CITY COUNCIL** That Lauderdale Street at Mississippi Boulevard be honorarily dedicated

### **“COACH BILL FOWLKES BOULEVARD”**

**BE IT FURTHER RESOLVED** That the City Engineer is requested to affix a suitable marker so designating such public thoroughfare.

**ADOPTED: October 6, 2009**

**JANIS FULLILOVE**  
**Council Member**

**HAROLD B. COLLINS**  
**Chairman**