

CERTIFICATE FOR RESOLUTION

I, the undersigned City Clerk of the CITY OF SAN ANTONIO, TEXAS (the "*City*"), hereby certify as follows:

1. The City Council of the City (the "*City Council*") convened in Regular Meeting on June 18, 2015 at the designated meeting place (the "*Meeting*"), and the roll was called of the duly constituted officers and members of the City Council, to wit:

Ivy R. Taylor, Mayor
Roberto C. Treviño, Councilmember, District 1
Alan E. Warrick, II, Councilmember, District 2
Rebecca J. Viagran, Councilmember, District 3
Rey Saldaña, Councilmember, District 4
Shirley Gonzales, Councilmember, District 5

Ray Lopez, Councilmember, District 6
Cris Medina, Councilmember, District 7
Ron Nirenberg, Councilmember, District 8
Joe Krier, Councilmember, District 9
Mike Gallagher, Councilmember District 10

all of the officers and members of the City Council were present, except the following absentees:

REBECCA J. VIAGRAN
Whereupon, among other business, the following was transacted at the Meeting: a written

RESOLUTION NO. 2015-06-18-0047R

RESOLUTION APPROVING THE FORM, CONTENT, AND DISTRIBUTION OF (I) THE PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE, SALE AND DELIVERY OF UP TO \$130,000,000 IN PRINCIPAL AMOUNT OF CITY OF SAN ANTONIO, TEXAS CUSTOMER FACILITY CHARGE REVENUE BONDS, TAXABLE SERIES 2015 (CONSOLIDATED RENTAL CAR SPECIAL FACILITIES PROJECT), AND (II) THE PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE OF UP TO \$45,000,000 IN PRINCIPAL AMOUNT OF CITY OF SAN ANTONIO, TEXAS AIRPORT SYSTEM REVENUE IMPROVEMENT BONDS, SERIES 2015 (AMT); COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15C2-12; AND AUTHORIZING THE CITY'S STAFF, CO-FINANCIAL ADVISORS AND BOND COUNSEL TO TAKE ALL ACTIONS DEEMED NECESSARY IN CONNECTION WITH THE SALE OF SUCH BONDS

(the "*Resolution*") was duly introduced for the consideration of the City Council. It was then duly moved and seconded that the Resolution be passed on first reading and, after due discussion, said motion carrying with it the adoption of the Resolution, prevailed and carried by the following vote:

AYES: 10 NOES: 0 ABSTENTIONS: 0

2. A true, full and correct copy of the Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; the Resolution has been duly recorded in the City Council's minutes of the Meeting; the above and foregoing paragraph is a true, full and correct excerpt from the City Council's minutes of the Meeting pertaining to the passage of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the City Council as indicated therein; each of the officers and members of the City Council was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the Meeting, and that the Resolution would be introduced and considered for passage at the Meeting, and each of said officers and members consented, in advance, to the holding of the Meeting for such purpose, and that the Meeting was open to the public and public notice of the time, place and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code.

SIGNED AND SEALED the 18th day of June, 2015



City Clerk, City of San Antonio, Texas



Execution Page to Certificate for Resolution Approving Offering Documents Relating to
City of San Antonio, Texas Customer Facility Charge Revenue Bonds, Taxable Series 2015
(Consolidated Rental Car Special Facilities Project)

and

City of San Antonio, Texas Airport System Revenue Improvement Bonds, Series 2015 (AMT)

RESOLUTION NO. **2015-06-18-0047R**

RESOLUTION APPROVING THE FORM, CONTENT, AND DISTRIBUTION OF (I) THE PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE, SALE AND DELIVERY OF UP TO \$130,000,000 IN PRINCIPAL AMOUNT OF CITY OF SAN ANTONIO, TEXAS CUSTOMER FACILITY CHARGE REVENUE BONDS, TAXABLE SERIES 2015 (CONSOLIDATED RENTAL CAR SPECIAL FACILITIES PROJECT), AND (II) THE PRELIMINARY OFFICIAL STATEMENT PERTAINING TO THE ISSUANCE OF UP TO \$45,000,000 IN PRINCIPAL AMOUNT OF CITY OF SAN ANTONIO, TEXAS AIRPORT SYSTEM REVENUE IMPROVEMENT BONDS, SERIES 2015 (AMT); COMPLYING WITH THE REQUIREMENTS CONTAINED IN SECURITIES AND EXCHANGE COMMISSION RULE 15C2-12; AND AUTHORIZING THE CITY'S STAFF, CO-FINANCIAL ADVISORS AND BOND COUNSEL TO TAKE ALL ACTIONS DEEMED NECESSARY IN CONNECTION WITH THE SALE OF SUCH BONDS

* * * * *

WHEREAS, the City owns and operates the San Antonio International Airport (the "***San Antonio International Airport***" or the "***Airport***"); and

WHEREAS, the City has been undertaking a major construction program to renovate and expand the Airport, which is being funded by a combination of federal grants, proceeds derived from revenue bonds secured with Airport-related revenues, and other available revenues; and

WHEREAS, an integral component at the Airport includes having facilities to be able to provide rental car services to serve the traveling public as well as other members of the general public; and

WHEREAS, the facilities being operated by the rental car companies at the Airport are located in various areas of the Airport property, which results in inefficiencies and additional costs for the rental car operators and is inconvenient to passengers at the Airport desiring to utilize rental car services; and

WHEREAS, the City and the rental car operators serving the Airport desire to consolidate all rental car operations at the Airport into a single facility known as a Consolidated Rental Car Facility (the "***CONRAC***"); and

WHEREAS, in order to locate the CONRAC in close proximity to Terminals A and B at the Airport for the convenience of the traveling public and for the benefit of the rental car operators, the City and

6/18/15
Item #68.A

the rental car operators have determined that it is advantageous to construct the CONRAC on the site currently occupied by the City's existing short-term parking garage, which currently is used for public parking and from which the City derives a significant portion of the gross revenues of the Airport System; and

WHEREAS, because the existing short-term parking garage will be demolished to provide an appropriate site for the CONRAC, the City deems it necessary to construct a new short-term parking garage (to be located immediately below the CONRAC) to essentially replace the parking spaces in the existing short-term parking garage; and

WHEREAS, the City has determined to finance the CONRAC through the issuance of a series of revenue bonds (defined below as the "Series 2015 CFC Bonds") that will be secured with a lien on and pledge of certain other revenues generally described as revenues derived from the collection of a "customer facility charge" on imposed by the City on rental car transactions occurring on or about the Airport (referred to herein as "**CFC Revenues**"); and

WHEREAS, the City has further determined to finance the new short-term parking garage through the issuance of an additional series of revenue bonds secured with a lien on and pledge of the gross revenues of the City's Airport System (defined below as the "Series 2015 GARBs"); and

WHEREAS, the City Council hereby deems it necessary and desirable to issue and deliver, pursuant to applicable laws of the State of Texas, up to \$130,000,000 in principal amount of revenue bonds secured primarily with revenues derived from CFC Revenues to be designated **CITY OF SAN ANTONIO, TEXAS CUSTOMER FACILITY CHARGE REVENUE BONDS, TAXABLE SERIES 2015 (CONSOLIDATED RENTAL CAR SPECIAL FACILITIES PROJECT)** (the "**Series 2015 CFC Bonds**") for the purpose of (i) providing a portion of the funds to acquire, construct and equip the CONRAC, (ii) funding a deposit into certain funds and accounts related to the financing, including a debt service reserve fund, and (iii) paying the costs of issuing the Series 2015 CFC Bonds; and

WHEREAS, the City Council of the City hereby further deems it necessary and desirable to issue and deliver, pursuant to applicable laws of the State of Texas, up to \$45,000,000 in principal amount of revenue bonds secured with revenues derived from a the gross revenues of the City's municipal airport system (the "Airport System") to be designated **CITY OF SAN ANTONIO, TEXAS AIRPORT SYSTEM REVENUE BONDS, SERIES 2015 (AMT)** (the "**Series 2015 GARBs**"), for the purpose of (i) providing a portion of the funds to construct and equip a new public parking garage to be located across from Terminals A and B at the Airport, (ii) making a deposit into the debt service reserve fund, and (iii) paying the costs of issuing the Series 2015 GARBs; and

WHEREAS, the United States Securities and Exchange Commission Rule 15c2-12, codified at 17 C.F.R. §240.15c2-12, as amended ("**Rule 15c2-12**"), requires that the Preliminary Official Statement prepared and distributed in connection with the issuance of the Series 2015 CFC Bonds and the separate Preliminary Official Statement prepared and distributed in connection with the issuance of the Series 2015 GARBs (collectively referred to herein as the "**Preliminary Official Statements**") be "deemed final" as of their date by the City (except for the omission of no more than the information permitted by Rule 15c2-12); and

WHEREAS, the Preliminary Official Statements have been reviewed by the City Council and representatives of the City's staff; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code, as amended; **NOW THEREFORE:**

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO, TEXAS THAT:

SECTION 1. APPROVAL OF FORM OF PRELIMINARY OFFICIAL STATEMENTS. The form and content of the Preliminary Official Statement, attached hereto as Exhibit A, in connection with the issuance and sale of the Series 2015 CFC Bonds, and the form and content of the Preliminary Official Statement, attached hereto as Exhibit B, in connection with the issuance and sale of the the Series 2015 GARBs, are each hereby approved.

SECTION 2. PRELIMINARY OFFICIAL STATEMENTS DEEMED FINAL. The Preliminary Official Statements referenced above and relating to the proposed sale of the Series 2015 CFC Bonds and the Series 2015 GARBs are hereby "deemed final" as of their respective date (subject to the permissible omissions described in Rule 15c2-12) within the meaning of the provision of 17 C.F.R. §240.15c2-12(b)(1), as amended.

SECTION 3. AUTHORITY TO PRINT, POST AND DISTRIBUTE THE PRELIMINARY OFFICIAL STATEMENT AND THE FINAL OFFICIAL STATEMENT. The City Manager, the Aviation Director, the Chief Financial Officer, and the Director of Finance of the City, and the City's Co-Financial Advisors (Coastal Securities, Inc. and Estrada Hinojosa & Company, Inc.), Bond Counsel (McCall, Parkhurst & Horton L.L.P.), and the Underwriters in connection with the issuance of the Series 2015 CFC Bonds and the Series 2015 GARBs are authorized to take all actions deemed necessary in connection with (i) preparing for the sale of the Series 2015 CFC Bonds and the Series 2015 GARBs, including but not limited to approving all changes deemed necessary to the Preliminary Official Statements and printing, posting on appropriate internet websites, and distributing the Preliminary Official Statements to potential purchasers, and (ii) printing, posting on appropriate internet websites, and

6/18/15
Item #68.A

distributing the respective final Official Statement for the Series 2015 CFC Bonds and the Series 2015 GARBs, which shall be substantially similar to the related Preliminary Official Statements but revised to reflect the final terms of the Series 2015 CFC Bonds and the Series 2015 GARBs.

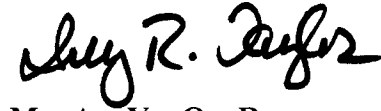
SECTION 4. INCORPORATION OF RECITALS. The City hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the City hereby incorporates such recitals as a part of this Resolution.

SECTION 5. EFFECTIVE DATE. This Resolution shall become effective immediately upon its passage by the City Council.

[The remainder of this page intentionally left blank]

6/18/15
Item #68.A

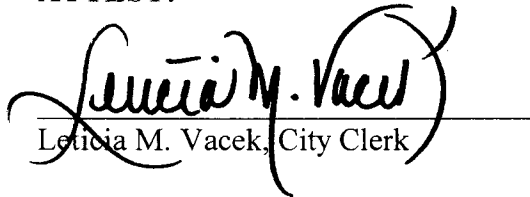
**PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO,
TEXAS AT A REGULAR MEETING ON THIS 18TH DAY OF JUNE, 2015.**



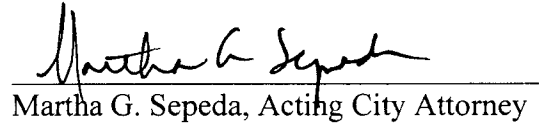
M A Y O R

Ivy R. Taylor

ATTEST:


Leticia M. Vacek, City Clerk

APPROVED AS TO FORM:


Martha G. Sepeda, Acting City Attorney

** ** * ** *

Signature Page to Resolution Approving the Form of the
Preliminary Official Statements Relating to the Issuance of
City of San Antonio, Texas Customer Facility Charge Revenue Bonds, Taxable Series 2015
(Consolidated Rental Car Special Facilities Project)
and
City of San Antonio, Texas Airport System Revenue Bonds, Series 2015 (AMT)

Agenda Item:	68A (in consent vote: 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21, 22, 24, 25A, 25B, 25C, 25D, 25E, 25F, 25G, 25H, 26, 28, 29, 30, 31, 32, 33, 34, 35A, 35B, 36, 37, 38, 39, 41, 42, 43, 44, 45, 46, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64A, 64B, 65A, 65B, 66A, 66B, 66C, 67A, 67B, 67C, 68A, 68B, 68C, 69A, 69B, 69C, 69D, 70A, 70B, 70C, 70D, 70E)						
Date:	06/18/2015						
Time:	10:00:14 AM						
Vote Type:	Motion to Approve						
Description:	A Resolution approving the form, content, and distribution of (i) the Preliminary Official Statement pertaining to the issuance, sale and delivery of up to \$130,000,000 in principal amount of City of San Antonio, Texas Customer Facility Charge Revenue Bonds, Taxable Series 2015 (Consolidated Rental Car Special Facilities Project), and (ii) the Preliminary Official Statement pertaining to the issuance of up to \$45,000,000 in principal amount of City of San Antonio, Texas Airport System Revenue Improvement Bonds, Series 2015 (AMT); complying with the requirements contained in Securities and Exchange Commission rule 15c2-12; and authorizing the City's staff, Co-Financial Advisors and Bond Counsel to take all actions deemed necessary in connection with the sale of such bonds.						
Result:	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Ivy R. Taylor	Mayor		x				
Roberto C. Trevino	District 1		x				
Alan Warrick	District 2		x				x
Rebecca Viagran	District 3	x					
Rey Saldaña	District 4		x				
Shirley Gonzales	District 5		x				
Ray Lopez	District 6		x			x	
Cris Medina	District 7		x				
Ron Nirenberg	District 8		x				
Joe Krier	District 9		x				
Michael Gallagher	District 10		x				

6/18/15
Item #68.A

EXHIBIT A

**FORM OF PRELIMINARY OFFICIAL STATEMENT
FOR THE SERIES 2015 CFC BONDS**

6/18/15
Item #68.A

EXHIBIT B

**FORM OF PRELIMINARY OFFICIAL STATEMENT
FOR THE SERIES 2015 GARBS**