

## ORDINANCE NO. 200706

First Amendment to Master Bond Ordinance for the issuance and incurrence of General Airport Revenue Bonds and Obligations to provide for debt obligations to be designated as Senior Appropriation Obligations; authorizing certain actions and prescribing other matters relating thereto.

WHEREAS, the City of Kansas City, Missouri (the “**City**”), is a constitutional charter city and political subdivision duly organized and existing under the laws of the State of Missouri, and owns and operates a revenue producing airport system (the “**Airport System**” as defined in the hereinafter defined Master Bond Ordinance) serving the City and its inhabitants and others; and

WHEREAS, the City Council of the City (the “**City Council**”) duly passed Ordinance No. 190026 (as amended and supplemented from time to time, including by this Ordinance, the “**Master Bond Ordinance**”), which sets forth the terms and provisions for issuing or incurring revenue bonds, revenue refunding bonds and other obligations (including, but not limited to, Senior Appropriation Obligations (as defined therein)), for the purpose of financing additions, extensions and improvements to the Airport System, among other things; and

WHEREAS, on November 7, 2017, the voters of the City approved a proposition which authorizes the City to construct a new passenger terminal at Kansas City International Airport (the “**Terminal Modernization Project**”); and

WHEREAS, at the request of the City, The Industrial Development Authority of the City of Kansas City, Missouri (the “**Authority**”) previously issued its \$824,765,000 Airport Special Obligation Bonds (Kansas City International Airport Terminal Modernization Project) Series 2019B (AMT) (the “**Series 2019B Bonds**”) and its \$61,520,000 Airport Special Obligation Bonds (Kansas City International Airport Terminal Modernization Project) Series 2019C (Non-AMT) (the “**Series 2019C Bonds**,” and together with the Series 2019B Bonds, the “**Series 2019 Bonds**”), pursuant to the Trust Indenture dated as of June 1, 2019 (the “**Original Indenture**”), by and between the Authority and BOKF, N.A. as trustee (the “**Trustee**”), the proceeds of which have been and are being used (a) to finance certain improvements to the Airport System as provided in the Original Indenture, including the construction of the Terminal Modernization Project, (b) to fund capitalized interest on the Series 2019 Bonds, (c) to fund a deposit to the Debt Service Reserve Fund and (d) to pay costs of issuance of the Series 2019 Bonds; and

WHEREAS, pursuant to Ordinance No. \_\_\_, the City is requesting the Authority to issue its Airport Special Obligation Bonds (Kansas City International Airport Terminal Modernization Project) Series 2020 in one or more series to finance additional costs of the Terminal Modernization Project pursuant to a First Supplemental Trust Indenture (the “**First Supplemental Indenture**”) supplementing the Original Indenture; and

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WHEREAS, the City previously issued its General Improvement Airport Refunding Revenue Bonds, Series 2013A (AMT) (the "**Series 2013A Bonds**"), which constitute Senior Bonds pursuant to the Master Bond Ordinance as defined therein; and

WHEREAS, the City wishes to amend the Master Bond Ordinance pursuant to this Ordinance (the "**First Amendment to Master Bond Ordinance**") to permit the designation by the City of bonds and obligations which would otherwise constitute Senior Bonds, as Senior Appropriation Obligations as defined in the Master Bond Ordinance, and thereby permit the refunding of the outstanding Series 2013A Bonds by the Authority pursuant to the First Supplemental Indenture with proceeds of Additional Bonds as defined in the Original Indenture; and

WHEREAS, the City further finds and determines that it is necessary and desirable in connection with the issuance of the Series 2020 Bonds that the City execute and deliver certain documents and that the City take certain other actions as herein provided; NOW, THEREFORE,

BE IT ORDAINED BY THE COUNCIL OF KANSAS CITY:

**Section 1. Revisions to Section 1.01 of Master Bond Ordinance; Definitions.**

(a) The definition of "Senior Appropriation Obligation" or "Senior Appropriation Obligations" in the Master Bond Ordinance is deleted in its entirety and replaced by the following:

**"Senior Appropriation Obligation" or "Senior Appropriation Obligations"** shall mean any debt obligation of the City issued or incurred with respect to the Airport System as a taxable or tax-exempt obligation under and in accordance with the provisions of **Article II** hereof, that either has not received voter approval in accordance with the provisions of Section 27 of Article VI of the Constitution of Missouri or is designated by the City in a Supplemental Ordinance as a Senior Appropriation Obligation, including, but not limited to, bonds, notes, bond anticipation notes, commercial paper notes and other instruments constituting a debt obligation of the City, and obligations incurred through lease or installment purchase agreements or other agreements or certificates of participation therein and Repayment Obligations to the extent provided in **Section 5.08** hereof. Senior Appropriation Obligations shall have a senior and prior lien on Net Revenues, on parity with the Senior Bonds, as set forth in **Section 4.01** hereof, provided, however, such lien on Net Revenues shall only be enforceable during a Fiscal Year that the Senior Lien Requirements have been satisfied. The term "Senior Appropriation Obligation" or "Senior Appropriation Obligations" does not include any Senior Bonds or Subordinate Obligations. No bond, note or other instrument of indebtedness shall be deemed to be a "Senior Appropriation Obligation" for purposes of this Master Bond Ordinance unless specifically designated by the City as a "Senior Appropriation Obligation" in a Supplemental Ordinance or other written instrument. In connection with any Senior Appropriation Obligation with respect to which a Swap is in effect or proposes to be in effect, the term "Senior Appropriation Obligation" includes,

collectively, both such Senior Appropriation Obligation and either such Swap or the obligations of the City under each such Swap, as the context requires. The term "Senior Appropriation Obligation" also includes a Swap or the obligations of the City under such Swap which has been entered into in connection with a Senior Appropriation Obligation, as the context requires, although none of the Senior Appropriation Obligations with respect to which such Swap was entered into remain outstanding.

(b) The definition of "Senior Bond" or "Senior Bonds" in the Master Bond Ordinance is deleted in its entirety and replaced by the following:

**"Senior Bond" or "Senior Bonds"** shall mean any debt obligation of the City issued or incurred with respect to the Airport System as a taxable or tax-exempt obligation under and in accordance with the provisions of **Article II** hereof, that has received voter approval in accordance with the provisions of Section 27 of Article VI of the Constitution of Missouri, including, but not limited to, bonds, notes, bond anticipation notes, commercial paper notes and other instruments creating an indebtedness of the City, and obligations incurred through lease or installment purchase agreements or other agreements or certificates of participation therein and Repayment Obligations to the extent provided in **Section 5.08** hereof. Senior Bonds shall have a senior and prior lien on Net Revenues, on parity with Senior Appropriation Obligations (subject to the limitations set forth herein), as set forth in **Section 4.01** hereof. The term "Senior Bond" or "Senior Bonds" does not include any Senior Appropriation Obligations or Subordinate Obligations. No bond, note or other instrument of indebtedness shall be deemed to be a "Senior Bond" for purposes of this Master Bond Ordinance unless specifically designated by the City as a "Senior Bond" in a Supplemental Ordinance or other written instrument. In connection with any Senior Bond with respect to which a Swap is in effect or proposes to be in effect, the term "Senior Bond" includes, collectively, both such Senior Bond and either such Swap or the obligations of the City under each such Swap, as the context requires. The term "Senior Bond" also includes a Swap or the obligations of the City under such Swap which has been entered into in connection with a Senior Bond, as the context requires, although none of the Senior Bonds with respect to which such Swap was entered into remain outstanding.

**Section 2. Further Authority.** The officials of the City are further authorized and directed to execute such documents, instruments and certificates and to take such further actions on behalf of the City as shall be necessary or desirable to effect the terms and provisions of this First Amendment to Master Bond Ordinance.

**Section 3. Applicability of Master Bond Ordinance.** Except as otherwise provided in this First Amendment to Master Bond Ordinance, the provisions of the Master Bond Ordinance are hereby ratified, approved and confirmed and incorporated herein.

**Section 4. Governing Law.** This First Amendment to Master Bond Ordinance shall be governed by and construed and enforced in accordance with the laws of the State and the Charter.

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Section 5. **Severability.** If any provision of this First Amendment to Master Bond Ordinance shall be determined to be unenforceable, that shall not affect any other provision of this First Amendment to Master Bond Ordinance.

Approved as to form and legality:

  
Katherine Chandler  
Assistant City Attorney



Authenticated as Passed

  
Quinton Lucas, Mayor

  
Marilyn Sanders, City Clerk

SEP 17 2020

Date Passed