



A RESOLUTION BY

BY FINANCE/EXECUTIVE COMMITTEE

A RESOLUTION AUTHORIZING THE MAYOR TO ENTER INTO AN APPROPRIATE CONTRACTUAL AGREEMENT WITH UBS FINANCIAL SERVICES AND SIEBERT BRANDFORD SHANK FOR BANKING SERVICES TO UNDERWRITE 2004 WATER AND WASTEWATER REVENUE BONDS IN AN AMOUNT NOT TO EXCEED \$800 MILLION; AND FOR OTHER PURPOSES.

WHEREAS, the City of Atlanta, Georgia (the "CITY") Department of Watershed Management has developed and undertaken a capital improvement plan that includes the design and construction of facilities for the expansion and rehabilitation of the City's Water and Wastewater system; and

WHEREAS, it will be necessary to issue up to \$800 million in Revenue bonds to fund a portion of the capital improvement plan; and

WHEREAS, a syndicate of investment banking firms have been identified who are willing and able to assist the City in selling such bonds; and

WHEREAS, it is necessary that the City enter into an appropriate agreement with the recommended investment bankers;

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ATLANTA, GEORGIA, that the Mayor or her designee be and is hereby authorized to execute an agreement for investment banking services in connection with the issuance with up to \$800 million in Water and Wastewater Revenue Bonds with the following firms: UBS Financial Services and Siebert Brandford Shank & Co.

BE IT FURTHER RESOLVED, that the City Attorney be and is hereby directed to prepare an appropriate contractual agreement and to approve same as to form for execution by the Mayor.

BE IT FURTHER RESOLVED THAT the selected underwriting team shall be authorized to identify additional underwriters to serve as local co-managers or as members of a local selling group for the City's 2004 Water/Wastewater Bonds, so long as the selected firms have been pre-qualified by the City of Atlanta as senior managers or co-managers.

BE IT FURTHER RESOLVED THAT should the selected underwriting team identify additional underwriters to serve as local co-managers or as members of a local selling group for the City's 2004 Water/Wastewater Bonds, the total fees charged to the City shall not increase due to the addition of underwriters.

BE IT FINALLY BE RESOLVED, that this agreement shall not become binding on the City and the City shall incur no liability upon same until such contract has been executed by the Mayor and delivered to the Contractor.

OMC Amendment Incorporated by WHG 5/21/04

A true copy,

Phonla Daughin Johnson
Municipal Clerk

ADOPTED as amended by Council
APPROVED by the Mayor

April 19, 2004
April 27, 2004

RCS# 5590
4/19/04
4:10 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRANDFORD SHANK/UNDERWRITE \$800 MILLION
ADOPT AS AMEND

YEAS: 11
NAYS: 3
ABSTENTIONS: 0
NOT VOTING: 2
EXCUSED: 0
ABSENT 0

Y Smith	N Archibong	N Moore	Y Mitchell
Y Starnes	NV Fauver	Y Martin	Y Norwood
Y Young	N Shook	Y Maddox	Y Willis
Y Winslow	Y Muller	Y Boazman	NV Woolard

04-R-0453

RCS# 5589
4/19/04
3:44 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRANDFORD SHANK/UNDERWRITE \$800 MILLION
AMEND#2/MULER#1

YEAS: 13
NAYS: 1
ABSTENTIONS: 0
NOT VOTING: 2
EXCUSED: 0
ABSENT 0

Y Smith	Y Archibong	Y Moore	Y Mitchell
Y Starnes	NV Fauver	Y Martin	Y Norwood
Y Young	N Shook	Y Maddox	Y Willis
Y Winslow	Y Muller	Y Boazman	NV Woolard

04-R-0453

RCS# 5588
4/19/04
3:33 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRANDFORD SHANK/UNDERWRITE \$800 MILLION
AMEND#1/MADDOX#1

YEAS: 13
NAYS: 1
ABSTENTIONS: 0
NOT VOTING: 2
EXCUSED: 0
ABSENT 0

Y Smith	Y Archibong	Y Moore	Y Mitchell
Y Starnes	NV Fauver	Y Martin	Y Norwood
Y Young	N Shook	Y Maddox	Y Willis
Y Winslow	Y Muller	Y Boazman	NV Woolard

04-R-0453

RCS# 5587
4/19/04
3:06 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRANDFORD SHANK/UNDERWRITE \$800 MILLION
RECONSIDER

YEAS: 13
NAYS: 1
ABSTENTIONS: 0
NOT VOTING: 2
EXCUSED: 0
ABSENT 0

Y Smith	Y Archibong	N Moore	Y Mitchell
Y Starnes	Y Fauver	Y Martin	Y Norwood
Y Young	Y Shook	Y Maddox	NV Willis
Y Winslow	Y Muller	Y Boazman	NV Woolard

04-R-0453

RCS# 5552
3/15/04
3:55 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRADFORD SHANK/UNDERWRITE \$800 MILLION
ADOPT

YEAS: 7
NAYS: 6
ABSTENTIONS: 0
NOT VOTING: 1
EXCUSED: 0
ABSENT 2

Failed

Y Smith	N Archibong	N Moore	Y Mitchell
Y Starnes	Y Fauver	B Martin	N Norwood
Y Young	Y Shook	N Maddox	N Willis
B Winslow	Y Muller	N Boazman	NV Woolard

RCS# 5551
3/15/04
3:53 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRADFORD SHANK/UNDERWRITE \$800 MILLION
TABLE

YEAS: 7
NAYS: 6
ABSTENTIONS: 0
NOT VOTING: 1
EXCUSED: 0
ABSENT 2

Failed

N Smith	Y Archibong	Y Moore	Y Mitchell
N Starnes	N Fauver	B Martin	Y Norwood
N Young	N Shook	Y Maddox	Y Willis
B Winslow	N Muller	Y Boazman	NV Woolard

04-R-0453

RCS# 5550
3/15/04
3:45 PM

Atlanta City Council

Regular Session

04-R-0453

AGRMNT W/UBS FINANCIAL SER & SIEBERT
BRADFORD SHANK/UNDERWRITE \$800 MILLION
REFER

Failed

YEAS: 6
NAYS: 7
ABSTENTIONS: 0
NOT VOTING: 1
EXCUSED: 0
ABSENT 2

N Smith	Y Archibong	Y Moore	N Mitchell
N Starnes	N Fauver	B Martin	Y Norwood
N Young	N Shook	Y Maddox	Y Willis
B Winslow	N Muller	Y Boazman	NV Woolard

**COUNCIL FLOOR AMENDMENT
APRIL 19, 2004**

**COUNCILMEMBERS JIM MADDOX, CLETA WINSLOW
AND C.T. MARTIN
RESOLUTION 04-R-0453**

Amend Resolution by adding an additional "Resolved" clause which shall read as follows:

"BE IT FURTHER RESOLVED THAT the selected underwriting team shall be authorized to identify additional underwriters to serve as local co-managers or as members of a local selling group for the City's 2004 Water/Wastewater Bonds, so long as the selected firms have been pre-qualified by the City of Atlanta as senior managers or co-managers."

WAG
dk

Approved by RES

**COUNCIL FLOOR AMENDMENT
APRIL 19, 2004**

**COUNCILMEMBER CLAIR MULLER
RESOLUTION 04-R-0453**

Amend Resolution by adding an additional "Resolved" clause which shall read as follows:

"BE IT FURTHER RESOLVED THAT should the selected underwriting team identify additional underwriters to serve as local co-managers or as members of a local selling group for the City's 2004 Water/Wastewater Bonds, the total fees charged shall not increase due to the addition of underwriters."

[^]
to the City

WTC
OK

Approved by RES



CITY OF ATLANTA

SHIRLEY FRANKLIN

MAYOR
March 10, 2004

DEPARTMENT OF FINANCE
68 MITCHELL STREET, S.W., SUITE 11100
ATLANTA, GEORGIA 30335-0312
TEL (404) 330-6454 · FAX (404) 658-6667

RICHARD J. ANDERSON
CHIEF FINANCIAL OFFICER
randerson@ci.atlanta.ga.us

MEMORANDUM

TO: Finance/Executive Committee Members

FROM: Rick Anderson, Chief Financial Officer


SUBJECT: Underwriting Team Selected for Water and Wastewater Financing

The following is provided for your information relating to the names and addresses of the selected bond underwriters for the subject financing.

Senior Managers – UBS Financial Services, Inc. (35%) and Siebert Brandford Shank & Co. (MBE/FBE) (35%)

Co-Managers – Bank of America (10%), Wachovia Bank (10%), and Iron Capital (MBE firm) (10%)

UBS Financial Services, Inc.
Jeffrey Scruggs - Managing Director
1285 Avenue of the Americas, 15th Floor
New York, New York 10019

Public corporation, formerly known as UBS Paine Webber, 7 offices in Georgia, 4 of which are in Atlanta.

Siebert Brandford Shank & Co., LLC
Ms. Suzanne Shank – President and CEO
660 Woodward Avenue, Suite 2450
Detroit, Michigan 48226

MBE/FBE Firm
Other Principals:
Muriel Siebert (**Partner**)
Napoleon Brandford, III (**Chairman**)

Bank of America
Mr. William A. Johnston – Managing Director, Municipal Finance
600 Peachtree Street, 4th Floor
Atlanta, Georgia 30308

Public corporation with 4,500 employees in Atlanta.

Wachovia Bank

Mr. Stephen J. Schemmel - Director, Municipal Securities Group
One Wachovia Center
301 South College Street, NC 0612
Charlotte, North Carolina 28202

Public corporation, 214 Georgia financial advisors in 33 offices in Georgia, 5,400 Atlanta employees.

Iron Capital Markets

Mr. John C. Robinson – Managing Director
7000 Peachtree-Dunwoody Road, Building 5
Atlanta, Georgia 30328

MBE Firm

Other Principals:

Laurence Gray, President

I hope that this information is adequate, please let me know if you need additional information.

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BY FINANCE/EXECUTIVE COMMITTEE

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WHEREAS, it will be necessary to issue up to \$800 million in Revenue bonds to fund a portion of the capital improvement plan; and

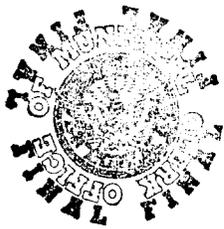
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**CITY COUNCIL
ATLANTA, GEORGIA**

04-R-0453

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(Do Not Write Above This Line)
04-0453

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Memoranda - Substitute Motion to Refer FAILED by Roll Call Vote

03/15/04 - Status Served Notice to Reconsider at Next Meeting 04/19/04

As Amended **ADOPTED BY**

- CONSENT REFER APR 19 2004
- REGULAR REPORT REFER
- ADVERTISE & REFER **COUNCIL**
- 1st ADOPT 2nd READ & REFER
- PERSONAL PAPER REFER

Date Referred _____
 Referred To: _____
 Date Referred _____
 Referred To: _____
 Date Referred _____
 Referred To: _____
 Date Referred _____
 Referred To: _____

First Reading

Committee _____
 Date _____
 Chair _____
 Referred To _____

FIN Committee
 Date *3-28-04*
 Chair *[Signature]*

Action
 Fav, Adv, Hold (see rev. side)
 Other

Members

[Signatures]
David J. Miller

Refer To _____

Committee _____

Date _____

Chair _____

Action
 Fav, Adv, Hold (see rev. side)
 Other

Members

Refer To _____

FINAL COUNCIL ACTION

- 2nd
- 1st & 2nd
- 3rd
- Consent
- V Vote
- RC Vote

CERTIFIED

CERTIFIED
 APR 19 2004
[Signature]

COUNCIL PRESIDENT PROTREM

CERTIFIED
 APR 19 2004
[Signature]
 MUNICIPAL CLERK

MAYOR'S ACTION

[Signature]
 APR 27 2004
 MAYOR