

## REGIONAL DISTRICT OF CENTRAL OKANAGAN

### BYLAW NO. 1246

A bylaw to authorize the entering into of an Agreement respecting financing between the Regional District of Central Okanagan and the Municipal Finance Authority of British Columbia.

WHEREAS the Municipal Finance Authority of British Columbia ("the Authority") may provide financing of capital requirements for Regional Districts or for their member municipalities by the issue of debentures, or other evidence of indebtedness of the Authority and lending the proceeds there-from to the Regional District on whose request the financing is undertaken.

AND WHEREAS the City of Kelowna is a member municipality of the Regional District of Central Okanagan.

AND WHEREAS the Regional District is to finance from time to time on behalf of and at the sole cost of the member municipalities under the provisions of Section 824 of the "Local Government Act", the works to be financed pursuant to the following loan authorization bylaws:

Municipality	L/A Bylaw Number	Purpose	Amount of Borrowing Authorized	Amount Already Borrowed	Borrowing Authority Remaining	Term of Issue	Amount of Issue
City of Kelowna	9879	Cedar Creek Pump Stn & UV Treatment Plant	\$7,577,000.00	nil	\$7,577,000.00	20 years	\$7,577,000.00
City of Kelowna	9880	DCC Road Improvements	\$10,400,000.00	nil	\$10,400,000.00	20 years	\$10,400,000.00
City of Kelowna	9878	Wastewater Treatment Facility	\$40,000,000.00	nil	\$40,000,000.00	20 years	\$40,000,000.00
City of Kelowna	9559	Fisher Rd. Water System	\$ 496,109.00	nil	\$ 496,109.00	20 years	\$ 297,209.00
City of Kelowna	9558	Fisher Rd. Sewer System	\$2,260,627.00	nil	\$2,260,627.00	20 years	\$2,021,105.00
City of Kelowna	9576	Country Rhodes Sewer System	\$ 800,000.00	nil	\$ 800,000.00	20 years	\$435,038.00
City of Kelowna	9743	Clifton Road Sewer System	\$ 498,000.00	nil	\$ 498,000.00	20 years	\$267,073.00
<b>TOTAL FINANCING</b>			<b>\$62,031,736.00</b>	<b>nil</b>	<b>\$62,031,736.00</b>		<b>\$60,997,425.00</b>

AND WHEREAS the Regional Board, by this bylaw, hereby requests that such financing shall be undertaken through the Authority.

NOW THEREFORE the Regional Board of the Regional District of Central Okanagan in open meeting assembled enacts as follows;

1. The Regional Board hereby consents to financing the debt of the City of Kelowna in the amount of Sixty Million, Nine Hundred and Ninety Seven Thousand Four Hundred and Twenty Five dollars and 00 cents (\$60,997,425.00) in accordance with the following terms.
2. The Authority is hereby requested and authorized to finance from time to time the aforesaid undertakings at the sole cost and on behalf of the Regional District of Central Okanagan and its member municipalities hereinbefore referred to, in Canadian dollars or in such other currency or currencies as the Authority shall determine so that the amount realized does not exceed Sixty Million, Nine Hundred and Ninety Seven Thousand Four Hundred and Twenty Five dollars and 00 cents (\$60,997,425.00) in Canadian dollars and/or the equivalent there to and at such interest and with such discounts or premiums and expense as the Municipal Finance Authority of British Columbia may deem consistent with the suitability of the money market for the sale of the securities of the Authority.
3. Upon completion by the Authority of financing undertaken pursuant hereto, the Chair and the Treasurer of the Regional District, on behalf of the Regional District and under its seal shall, at such time or times that the Trustees of the Authority may request, enter into and deliver to the Authority one or more Agreements which said Agreement or Agreements shall be substantially in the form annexed hereto as "Schedule 'A'" and made part of the Bylaw (such Agreement or Agreements as may be entered into, delivered or substituted hereinafter referred to as "Agreement") providing for payment by the Regional District to the Authority of the amounts required to meet the obligations of the Authority with respect to its borrowings undertaken pursuant hereto, which Agreement shall rank as debenture debt of the Regional District.
4. The Agreement in the form of Schedule 'A' shall be dated and payable in the principal amount or amounts of money in Canadian dollars or as the Authority shall determine and subject to the Local Government Act, in such other currency or currencies as shall be borrowed by the Authority pursuant to Section 1 and shall set out the schedule of repayment of the principal amount together with interest on unpaid amounts as shall be determined by the Treasurer of the Authority.
5. The obligation incurred under the said Agreement shall bear interest from a date specified therein, which date shall be determined by the Treasurer of the Authority and shall bear interest at a rate to be determined by the Treasurer of the Authority.
6. The Agreement shall be sealed with the seal of the Regional District and shall bear the signatures of the Chair and the Director of Finance.
7. The obligations incurred under the said Agreement as to both principal and interest shall be payable at the Head Office of the Authority in Victoria and at such time or times as shall be determined by the Treasurer of the Authority.


- 8. During the currency of the obligation incurred under the said Agreement to secure borrowings in respect of City of Kelowna Loan Authorization Bylaws No. 9576, 9558, 9559, 9743, 9878, 9879, and 9880, there shall be requisitioned from the City of Kelowna an amount sufficient to meet the annual payment of interest and the repayment of principal.
- 9. The Regional District shall provide and pay over to the Authority such sums as required to discharge its obligations in accordance with the terms of the Agreement, provided however that if the sums provided for in the Agreement are not sufficient to meet the obligations of the Authority, and deficiency in meeting such obligations shall be a liability of the Regional District to the Authority and the Regional District shall make provision to discharge such liability.
- 10. At the request of the Treasurer of the Authority and pursuant to Section 15 of the Municipal Finance Authority Act, the Regional District shall pay over to the Authority such sums and execute and deliver such promissory notes as are required pursuant to Section 15 of the Municipal Finance Authority of British Columbia Act, to form part of the Debt Reserve Fund established by the Authority in connection with the financing undertaken by the Authority on behalf of the Regional District pursuant to the Agreement.
- 11. This bylaw may be cited as the "Regional District of Central Okanagan Security Issuing Bylaw No. 1246, 2008".

READ A FIRST TIME THIS            9<sup>th</sup>            DAY OF            October            2008.

READ A SECOND TIME THIS        9<sup>th</sup>            DAY OF            October            2008.

READ A THIRD TIME THIS         9<sup>th</sup>            DAY OF            October            2008.

RECONSIDERED AND ADOPTED THIS 9<sup>th</sup>            DAY OF            October            2008.

  
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 CHAIR

  
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 DIRECTOR OF CORPORATE SERVICES

I hereby certify the foregoing to be a true and correct copy of Bylaw No. 1246 cited as the "Regional District of Central Okanagan Security Issuing Bylaw No. 1246, 2008" as read a first, second and third time and adopted by the Regional Board on the 9<sup>th</sup> day of October, 2008.

Dated at Kelowna, B.C. this  
 10<sup>th</sup> day of October 2008

  
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 DIRECTOR OF CORPORATE SERVICES

SCHEDULE 'A'

CANADA

PROVINCE OF BRITISH COLUMBIA

AGREEMENT

REGIONAL DISTRICT OF CENTRAL OKANAGAN

The Regional District of Central Okanagan (the "Regional District") hereby promises to pay to the Municipal Finance Authority of British Columbia (the "Authority") at its Head Office in Victoria, British Columbia the sum of Sixty Million, Nine Hundred and Ninety Seven Thousand Four Hundred and Twenty Five dollars and 00 cents (\$60,997,425.00) in lawful money of Canada, together with interest thereon from the day of 2008, at varying rates of interest calculated semi-annually in each and every year during the currency of this Agreement; and payments of principal and interest shall be as specified in the table appearing on the reverse hereof commencing on the day of 2008, provided in the event the payments of principal and interest hereunder are insufficient to satisfy the obligations of the Authority undertaken on behalf of the Regional District, the Regional District shall pay over to the Authority such further sums as are sufficient to satisfy the obligations of the Regional District to the Authority.

Dated at Kelowna, British Columbia, this day of , 2008.

IN TESTIMONY WHEREOF and under the authority of Bylaw No. 1246 cited as "Regional District of Central Okanagan Security Issuing Bylaw No. 1246, 2008". This Agreement is sealed with the Corporate Seal of the Regional District of Central Okanagan and signed by the Chairperson and Treasurer thereof.

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CHAIRPERSON

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TREASURER

Pursuant to the "Local Government Act", I hereby certify that the within Agreement has been lawfully and validly made and issued and that its validity is not open to question on any ground whatever in any court of the Province of British Columbia.

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INSPECTOR OF MUNICIPALITIES

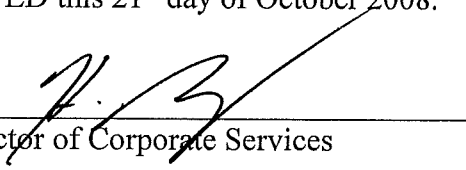
**CORPORATE OFFICER'S CERTIFICATE** (Form SI)

**The Regional District of Central Okanagan (the "Regional District")**

The undersigned, Corporate Officer, as the person responsible for corporate administration of the Regional District under section 198 of the *Local Government Act*, hereby certifies as follows:

1. That Security Issuing Bylaw No. 1246 (the "Security Issuing Bylaw") was duly and properly enacted in accordance with the provisions of the *Local Government Act* at a duly constituted meeting of the Regional District in accordance with the requirements of the Regional District's applicable procedure bylaw and at which a quorum was present and acting throughout. **(Attached is an adopted copy of the Security Issuing Bylaw)**
2. That the Security Issuing Bylaw has not been amended or repealed and is in full force and effect as at the date hereof.
3. More than ten days has elapsed since the adoption of the Security Issuing Bylaw and no application has been made or action or proceeding brought to quash or to set aside the Security Issuing Bylaw under section 262 of the *Local Government Act* or otherwise and the validity of the Security Issuing Bylaw has not been attacked, questioned or adjudicated in any court and to the best of the knowledge of the undersigned no such action is pending or has been threatened and the undersigned knows of no objections to the validity of the Security Issuing Bylaw.

DATED this 21<sup>st</sup> day of October 2008.

  
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Director of Corporate Services

Harold Reay

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(Please print full name)

