CITY OF SHERMAN
CITY COUNCIL REGULAR MEETING AGENDA
COUNCIL CHAMBERS OF THE CITY HALL
220 WEST MULBERRY STREET
SHERMAN, TEXAS
MONDAY, OCTOBER 18, 2010
5:00 P.M.

A.1 CALL TO ORDER, QUORUM DETERMINED, MEETING DECLARED OPEN

A.2 PLEDGE OF ALLEGIANCE

A.3 INVOCATION BY COUNCIL MEMBER CAROLYN S. WACKER

A.4 APPROVE MINUTES OF THE REGULAR CITY COUNCIL MEETING OF OCTOBER 4, 2010

Proclamation

A.5 PROCLAMATION
"Chamber of Commerce Week" – October 18-22, 2010

Consent Agenda

B.1 CONSENT AGENDA
Asterisked (*) items are considered to be routine and will be enacted in one motion without discussion unless a Council Member or a citizen requests a specific item be discussed and voted on separately

Resolutions

C.1 RESOLUTION NO. 5531
Approving the Form of Resolution of the Texoma Area Solid Waste Authority Authorizing the Issuance of Refunding Bonds to Refund All or a Portion of the Authority's Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project) and the Authority's Regional Solid Waste Disposal Contract Revenue Bonds, Series 2008; Approving the Form of Offering Document to be Used in the Marketing of Such Refunding Bonds; and Containing Other Provisions Relating to the Subject

C.2 ** RESOLUTION NO. 5532*
Authorizing Execution of Deeds for the Resale of Six Tracts of Land within the Sherman City Limits Seized for Delinquent Taxes

Requests to Advertise

D.1 ** REQUEST TO ADVERTISE*
Annual Supply of Chemicals

D.2 ** REQUEST TO ADVERTISE*
Submersible Pump for the Wastewater Treatment Plant Headworks

Other Business

D.3 OTHER BUSINESS
Receive Presentation from Parks and Recreation Administrator Kevin Winkler on the Grounds Maintenance Department

D.4 OTHER BUSINESS
Receive Presentation from Development Services Director Scott Shadden on the Development Services and Animal Control Departments

D.5 OTHER BUSINESS
Consider Scheduling the City Council's Long-Term Planning Meeting for Friday, November 19, 2010

D.6 CITIZEN REQUESTS

D.7 MEDIA QUESTIONS

D.8 COUNCIL COMMENTS

Executive Session

E.1 EXECUTIVE SESSION
In Accordance with Chapter 551, Government Code, V.T.C.S. (Open Meetings Law), "The City Council Will Now Hold a Closed Executive Meeting Pursuant to the Provisions of the Open Meetings Law, Chapter 551, Government Code, Vernon's Texas Codes Annotated, in Accordance with the Authority Contained in the Following Sections"

Section 551.071 Consultation with the City Attorney:
(a) Receive Advice from the City Attorney for Matters Related to the Legal Structure of the Sherman Economic Development Corporation

Section 551.087 Deliberations Regarding Economic Development Negotiations:
(a) Deliberate Regarding Commercial or Financial Information that the City has Received from Business Prospects and Deliberate any Offers or Incentives to the Business Prospects, including the following:
(i) Tax Abatement

The Council reconvenes into General Session

F.1 OPEN MEETING

Reconvene into Open Meeting and consider action, if any, on items discussed in Executive Session

F.2 ADJOURNMENT

COUNCIL CALENDAR

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. A.1

CALL TO ORDER, QUORUM DETERMINED, MEETING DECLARED OPEN

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. A.2

PLEDGE OF ALLEGIANCE

The Honorable Carolyn S. Wacker, Council Member

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. A.3

INVOCATION BY COUNCIL MEMBER CAROLYN S. WACKER

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. A.4

APPROVE MINUTES
OF THE REGULAR CITY COUNCIL MEETING OF OCTOBER 4, 2010

STATE OF TEXAS §

October 4, 2010

COUNTY OF GRAYSON §

BE IT REMEMBERED THAT A Regular Meeting of the City Council of the City of Sherman, Grayson County, Texas was begun and held in the Council Chambers of City Hall on October 4, 2010.

MEMBERS PRESENT: MAYOR BILL MAGERS; DEPUTY MAYOR WILLIE STEELE. COUNCIL MEMBERS ADAMI, HOWETH, SMITH, SOFTLY, WACKER.

MEMBERS ABSENT: NONE.

CALL TO ORDER

CALL TO ORDER

Mayor Magers called the meeting to order at 5:00 p.m. The Pledge of Allegiance and the Invocation were given by Council Member Joe Smith.

APPROVE MINUTES

APPROVE MINUTES

The Council reviewed the Minutes of the Regular City Council Meeting of September 20, 2010; the Called City Council Meeting (held Jointly with the Sherman Economic Development Corporation Board of Directors) of September 23, 2010; and the Called City Council Meeting (Fair Housing Impediment Analysis Focus Group Session for Sherman Government Agencies) of September 23, 2010. Council Member Adami moved to approve the Minutes as presented; Second by Council Member Wacker. All present voted AYE. MOTION CARRIED.

PROCLAMATION

"DOMESTIC VIOLENCE AWARENESS MONTH" – OCTOBER 2010

DOMESTIC VIOLENCE AWARENESS MONTH (OCTOBER 2010)

Mayor Magers presented a proclamation to Misty Thompson, Family Violence Program Director, Crisis Center, designating October 2010 as "Domestic Violence Awareness Month." Ms. Thompson thanked the Mayor and Council for the proclamation.

INTRODUCTION AND PUBLIC HEARING OF ORDINANCES

ORD 5673 CEMETERY FEES

Mayor Magers introduced Ordinance 5673 and called for a public hearing:

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS, AMENDING ORDINANCE NO. 5064 TO INCREASE THE RATES CHARGED FOR CEMETERY SPACES AND SERVICES; PROVIDING SEVERABILITY; PROVIDING FOR A REPEALER.

No citizens appeared before the City Council to discuss Ordinance 5673.

The Public Hearing was closed.

CLOSE PUBLIC HEARING

ADOPTION OF ORDINANCES

Ordinance 5673

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS, AMENDING ORDINANCE NO. 5064 TO INCREASE THE RATES CHARGED FOR CEMETERY SPACES AND SERVICES; PROVIDING SEVERABILITY; PROVIDING FOR A REPEALER.

ORD 5673
CEMETERY FEES

Council Member Adami said the Capital Improvement Program includes updates to some of the buildings around the Cemetery. He said if the Council is going to increase the rates that are charged, they need to make sure there is a quality facility. The grounds crew has done a fantastic job of maintaining the grounds.

ACTION TAKEN.

Motion by Council Member Adami to approve Ordinance No. 5673, as presented. Second by Deputy Mayor Steele.

VOTING AYE: Adami, Howeth, Smith, Softly, Steele, Wacker.
VOTING NAY: None.
MOTION CARRIED.

CONSENT AGENDA

CONSENT AGENDA

The Council reviewed the Consent Agenda. Council Member Wacker moved to approve the Consent Agenda, as presented. Second by Council Member Howeth. All present voted AYE.

RESOLUTIONS

RESOLUTION NO. 5528 – AUTHORIZING EXECUTION OF AN AGREEMENT WITH THE SHERMAN INDEPENDENT SCHOOL DISTRICT FOR THE NON-EXCLUSIVE USE OF PORTIONS OF THE CITY'S GALLAGHER ROAD ELEVATED WATER TANK FOR THE INSTALLATION AND OPERATION OF A COMMUNICATIONS SYSTEM

RES 5528
SISD USE
OF WATER
TOWER FOR
COMMUNICATIONS

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS, AUTHORIZING EXECUTION OF AN AGREEMENT WITH THE SHERMAN INDEPENDENT SCHOOL DISTRICT FOR THE NON-EXCLUSIVE USE OF PORTIONS OF THE CITY'S GALLAGHER ROAD ELEVATED WATER TANK FOR THE INSTALLATION AND OPERATION OF A COMMUNICATIONS SYSTEM.
CONSENT AGENDA.

RESOLUTION NO. 5529 – AUTHORIZING THE CITY MANAGER TO EXECUTE CONTRACTS WITH THE SHERMAN COUNCIL FOR THE ARTS & HUMANITIES, INC. AND THE FRIENDS OF THE RED RIVER HISTORICAL MUSEUM (AKA RED RIVER HISTORICAL MUSEUM)

RES 5529
SHERMAN COUNCIL
FOR THE ARTS &
HUMANITIES &
RED RIVER
HISTORICAL MUSEUM

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS, AUTHORIZING THE CITY MANAGER TO EXECUTE CONTRACTS WITH THE SHERMAN COUNCIL FOR THE ARTS & HUMANITIES, INC. AND THE FRIENDS OF THE RED RIVER HISTORICAL MUSEUM (AKA RED RIVER HISTORICAL MUSEUM).
CONSENT AGENDA.

RES 5530 RESIDENTIAL TAX ABATEMENT (707 S. THROCKMORTON)

RESOLUTION NO. 5530 – AUTHORIZING EXECUTION OF AN AGREEMENT WITH HABITAT FOR HUMANITY OF GRAYSON COUNTY FOR THE ABATEMENT OF AD VALOREM PROPERTY TAXES FOR THE CONSTRUCTION OF A NEW SINGLE-FAMILY RESIDENCE AT 707 SOUTH THROCKMORTON STREET

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS, AUTHORIZING EXECUTION OF AN AGREEMENT WITH HABITAT FOR HUMANITY OF GRAYSON COUNTY FOR THE ABATEMENT OF AD VALOREM PROPERTY TAXES FOR THE CONSTRUCTION OF A NEW SINGLE-FAMILY RESIDENCE AT 707 SOUTH THROCKMORTON STREET.
CONSENT AGENDA.

CHANGE ORDER PELTON ST. WATER MAIN

CHANGE ORDER NO. 1
PELTON STREET WATER MAIN REPLACEMENT PROJECT; DICKERSON CONSTRUCTION CO., INC.; $2,694.00, INCREASE

The City Council approved Change Order No. 1 for the Pelton Street Water Main Replacement Project, between Ricketts Street and Travis Street. The change order is a final reconciliatory change order to adjust the final project quantities.

The change order results in a $2,694 increase in the contract amount, yielding a final contract price of $167,500. The Capital Improvement Program budget for the project is $250,000.
CONSENT AGENDA.

OTHER BUSINESS

STREET DEPT. UPDATE

RECEIVE PRESENTATION FROM EXECUTIVE DIRECTOR OF PLANNING AND PUBLIC WORKS DON W. KEENE ON PROJECTS AND ACTIVITIES WITHIN THE STREET DEPARTMENT

Don Keene, Executive Director of Planning and Public Works, presented an update on the Street Department's projects and activities. He introduced Scott Taylor, the City's new Assistant Director of Engineering and Public Works. Mr. Taylor has assumed the duties of Jeff Miller, Director of Public Works, who recently retired. He also introduced Jim Cullen, Street Superintendent.

Mr. Keene presented information that would help the City Council during the November Planning Meeting and also as the City continues to look for ways to more efficiently use its resources.

Currently the Street Department has 23 employees, down from 28 a few years ago. The City has allowed the reduction through attrition. Even with the reduction in staff, the boundaries, the number of streets, and the services have increased. Mayor Magers confirmed that the City maintains approximately 280 miles of streets in the City limits.

On an annual basis, the Street Department's budget includes 34% spent on seal coating and 24% spent on street or pothole repair. Seal coating is now done internally. The cost for a contractor to provide the service was approximately $800,000 to $900,000. By providing the service in-house, the City saves several hundred thousand dollars. This allows the City to sealcoat more miles per year.

During the Summer of 2010, Mr. Keene said the City seal coated about 15 miles of streets, which is about half of what the staff feels they should be doing annually. On the average, a street should be seal coated about every seven years. By seal coating 30 miles annually, the staff could keep up and not get behind on maintaining the streets.

Council Member Smith verified that it was mainly money for materials that has kept the City from seal coating additional streets.

Mayor Magers asked about the mill and overlay that was being paid through the sales tax for street maintenance initiative. Mr. Keene said that money was separate and was outside the money for seal coating. He added that it was important to keep up with the maintenance for City streets so they don't deteriorate.

Deputy Mayor Steele verified that the streets can only be seal coated so many times and then it must have a mill and overlay. Mr. Cullen explained that if the streets aren't maintained as they should be, it will cost more in the long run. The seal coating helps extend the life of the street.

Mayor Magers added that the sales tax for street maintenance expires in 2011. The 26 miles of mill and overlay that were provided with the sales tax money, are a critical part of the street maintenance budget and keep the City moving forward.

Mr. Keene said of the City's 280 miles of streets, approximately 60 miles are concrete and 220 miles are asphalt. Approximately 2,500 potholes are repaired annually.

Street crews also provide drainage maintenance and keep the bridges free of debris after flood events. The City must also meet storm water regulations. There is approximately 100 miles of storm water infrastructure in Sherman and thousands of storm water inlets that must be maintained and cleaned.

The Street Department also handles signals and signs, which is an ongoing task. There are approximately 10,000 signals and signs in the City, including regulatory, warning, and informational signs. They also provide marking and painting including street lines, parking places, and curbs to designate no parking areas.

The Street Department also maintains utility cut repairs, for areas where curbs are cut for a water, sewer, or other utility repair. After the repair the City replaces the curb or any pavement damaged during the repair.

Mr. Keene said the staff also reviewed the cost for internal repairs versus external repairs. The City performs approximately 120 to 140 repairs annually and the staff felt that by providing that service internally, it saves between $60,000 and $90,000 per year. Mayor Magers verified that the savings includes labor, materials, and some equipment.

Deputy Mayor Steele said since the City has been repairing utility cuts in-house for about a year, he asked if the repairs were being made faster than previously done. Mr. Keene said he would come back to the Council with data concerning the length of time it took to get the repairs made. He felt the City provided as good or better response time as the contractor did at a higher cost.

Deputy Mayor Steele asked if utility cut repairs were always the City's responsibility or if sometimes it was the contractor's responsibility. Mr. Cullen said the City has a good relationship with Atmos and they usually repair their own utility cuts. Standard plumber cuts are handled by the City, as are internal water or wastewater cuts. Deputy Mayor Steele verified that the City does charge for the repair of cuts by a private contractor.

Mr. Keene said the Street Department also provides tree trimming, mostly safety related, such as a tree that has fallen in the street. A 14 foot clearance must also be maintained for emergency response vehicles and so that trash trucks can operate. They must also trim for visibility issues. The staff also provides street sweeping, alley maintenance, mowing, and they assist with the demolition of substandard structures.

Council Member Howeth verified that the street sweeper runs every day, five days a week. Mr. Cullen said they are tracking the street sweeping and are currently running about three to three and one-half months per cycle. They are covering the community from three to four times annually. George Olson, City Manager, added that the sweeping is performed by quadrant. Mr. Keene added that there are some storm water regulations tied into the street sweeping too.

Mr. Keene said the staff will continue to review the procedures to better utilize the City's resources.

Council Member Howeth said she understood that Federal law was mandated that signs be changed to upper and lower case. Mr. Cullen said the City currently has both types of signs. The mandate says that the signs can be replaced by attrition. Any new signs must be upper and lower case, but there will not need to be a "mass" replacement of signs.

<u>RECEIVE PRESENTATION FROM EXECUTIVE DIRECTOR OF PLANNING AND PUBLIC WORKS DON W. KEENE ON THE CITY OF SHERMAN'S CAPITAL IMPROVEMENT PROJECTS</u>

CIP PROJECTS

Mr. Keene presented an update on the City's Capital Improvement Projects, where the staff continues to strive for cost effectiveness, quality, timeliness, and value. The CIP maintains and upgrades the current infrastructure as well as building new infrastructure. The breakdown of the types of projects are 38% are sewer projects, 25% are water projects, 25% are street projects, 9% are park projects, and 3% are other projects.

Eleven projects have been completed in the past 12 months valued at $10.6 million. These projects include Pecan Grove Park West, Brockett Street Improvements, Relief Sewer K-4 Phase I, and the Storm Water Drainage near Archer Drive.

Mr. Keene said there are currently 17 projects in progress, valued at approximately $16 million. Major projects in progress include the Washington Street Rebuild/Resurface Project which includes the rebuild of the bridge which should be completed by the end of November 2010. This project is being completed in two phases.

Another project underway is the Lamberth Road West Expansion, which should be complete in late Spring or Early Summer 2011.

The Waste Water Treatment Plant Fine Screen Installation Project is also underway and will allow for cleaner biosolids and will keep more of the trash and debris out of the system. With cleaner biosolids, the City will have additional options on how those are dispositioned. This should also save the City hundreds of thousands of dollars annually. Another Waste Water Treatment Plant Project is the Digester Roof Replacement.

Also underway, the U.S. Highway 75 Sewer Project will take sewer service to F.M. 691. There are four phases of the project which will include two bores under U.S. 75 and a couple of lift stations. The new sewer line will tie in with the existing sewer line behind Wal-Mart.

He added that the current year is probably the busiest CIP program year the City has ever seen. Mr. Keene outlined a shorter list of projects planned for 2011. Projects for 2011 include the Shade Replacement at Old Settlers Park, a couple of Texas Department of Transportation related highway projects, a couple of sewer projects, and continued work on the Watershed Management Plan.

Deputy Mayor Steele asked if the Canyon Grove to U.S. Highway 82 Access Project would address the intersection or just the road approaching the intersection. Mr. Keene said the project is partnering with TxDOT to bring in a road from Pecan Grove Road to the U.S. 82 Access. There will

also be work done at the overpass intersection to keep traffic flowing.

Mayor Magers thanked the Sherman Economic Development Corporation for their participation in the Water and Sewer Project on U.S. 75. The project was a joint effort between SEDCO and the City. He reiterated that when the project is complete, the City will have water and sewer infrastructure for the Commercial District from U.S. 82 to F.M. 691 on both sides of the highway. Developers will be able to run their lines from the water and sewer mains, but the area will be open for development.

CLOSE STREETS AUSTIN COLLEGE HOMECOMING

<u>CONSIDER REQUEST OF THE AUSTIN COLLEGE KAPPA GAMMA CHI TO TEMPORARILY CLOSE CERTAIN STREETS FOR THE HOMECOMING 2010 'ROO RUN AND JOEY WALK ON SATURDAY, OCTOBER 23, 2010</u>
The City Council approved the request of Austin College Kappa Gamma Chi to temporarily close certain streets for the Homecoming 2010 'Roo Run and Joey Walk on Saturday, October 23, 2010. The event will require traffic control assistance and barricades from the City.
CONSENT AGENDA.

CITIZENS REQUESTS

<u>CITIZENS REQUESTS</u>
There were no citizens requests.

MEDIA QUESTIONS

<u>MEDIA QUESTIONS</u>
There were no media questions.

<u>COUNCIL COMMENTS</u>

TRAILERS, BOATS, CAMPERS IN THE FRONT YARD OF RESIDENCES

<u>TRAILERS, BOATS, CAMPERS IN THE FRONT YARD OF RESIDENCES</u>
Council Member Adami asked the staff to review the current ordinances dealing with trailers, boats, and campers that are parked in the front yards, on grass, of residences.

COMMERCIAL DISTRICT IN BLALOCK DISTRICT

<u>COMMERCIAL DISTRICT IN BLALOCK INDUSTRIAL PARK</u>
Mayor Magers said as of October 1, 2010, the hayfield in front of the old Johnson & Johnson facility was rezoned for commercial or retail development. He thanked the plant managers in Blalock Industrial District for their support of the project. That property can now be developed with something other than manufacturing and agricultural production. He also thanked Scott Shadden, Director of Development Services, for his help with the change.

EXECUTIVE SESSION

<u>EXECUTIVE SESSION – IN ACCORDANCE WITH CHAPTER 551, GOVT. CODE, V.T.C.S., (OPEN MEETINGS LAW)</u>
THE CITY COUNCIL WILL NOW HOLD AN EXECUTIVE SESSION PURSUANT TO THE PROVISIONS OF THE OPEN MEETINGS LAW, CHAPTER 551, GOVERNMENT CODE, VERNONS TEXAS CODES ANNOTATED, IN ACCORDANCE WITH THE AUTHORITY CONTAINED IN THE FOLLOWING SECTIONS.

SECTION 551.071 **CONSULTATION WITH CITY ATTORNEY CONCERNING PENDING OR CONTEMPLATED LITIGATION:**
RECEIVE THE CITY ATTORNEY'S BRIEFING ON PENDING LITIGATION

SECTION 551.074 **PERSONNEL MATTERS CONSIDER THE QUALIFICATIONS, APPOINTMENT AND REMOVAL OF MEMBERS TO BOARDS AND COMMISSIONS: SHERMAN ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS (2)**

On Motion duly made and carried, the Open Meeting recessed and reconvened in Executive Session at 5:33 p.m.

On Motion duly made and carried, the Executive Session recessed at 6:37 p.m. and reconvened in Open Meeting.

OPENING MEETING

<u>OPEN MEETING</u>
Reconvene into Open Meeting and take action, if any, on items discussed in Executive Session.

SEDCO BOARD OF DIRECTORS

<u>APPOINT/REMOVE OR CONSIDER QUALIFICATIONS TO BOARDS AND COMMISSIONS:</u>
<u>SHERMAN ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS (2)</u>
Mayor Magers said he was abstaining from the vote, however he wanted to state his support for the appointment of Dean Gilbert, Jr.

ACTION TAKEN.
> **Motion by Council Member Smith to appoint Mayor Bill Magers and Dean Gilbert, Jr. to the Sherman Economic Development Corporation Board of Directors for a term from October 5, 2010 to October 1, 2012. Second by Deputy Mayor Steele.**

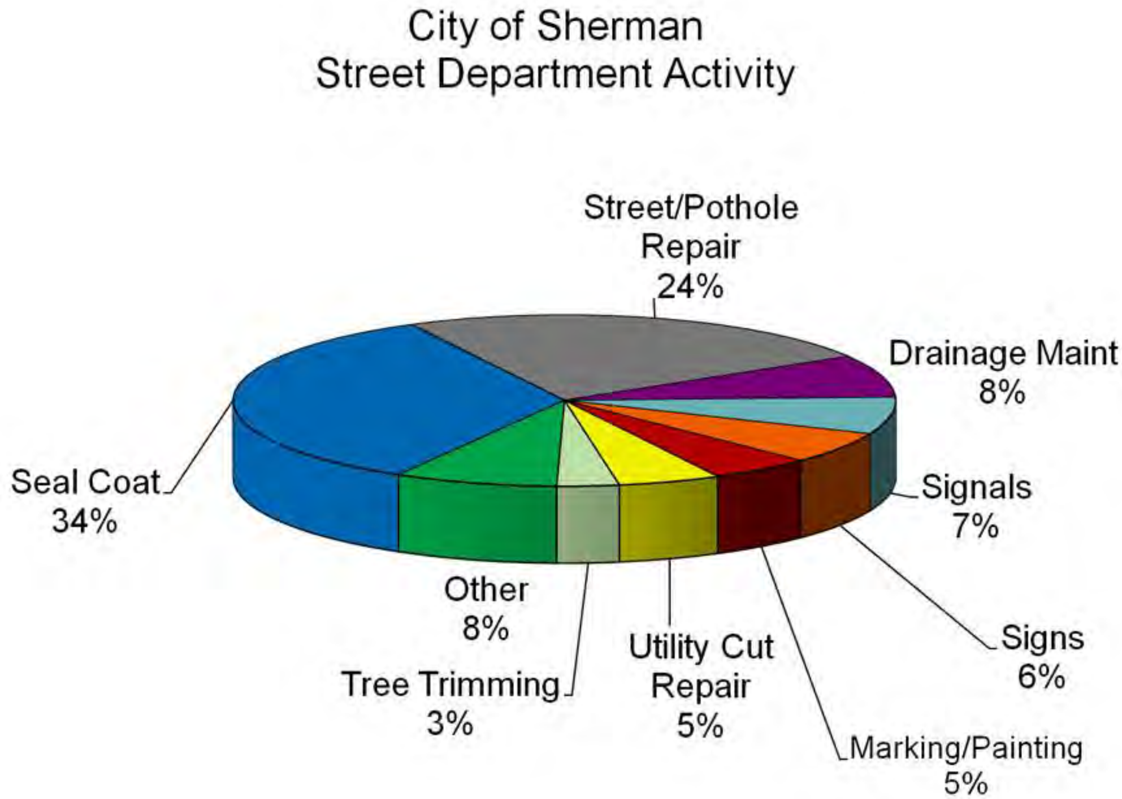
VOTING AYE: Adami, Howeth, Smith, Softly, Steele, Wacker.
VOTING NAY: None.
ABSTAIN: Magers.
MOTION CARRIED.

ADJOURNMENT

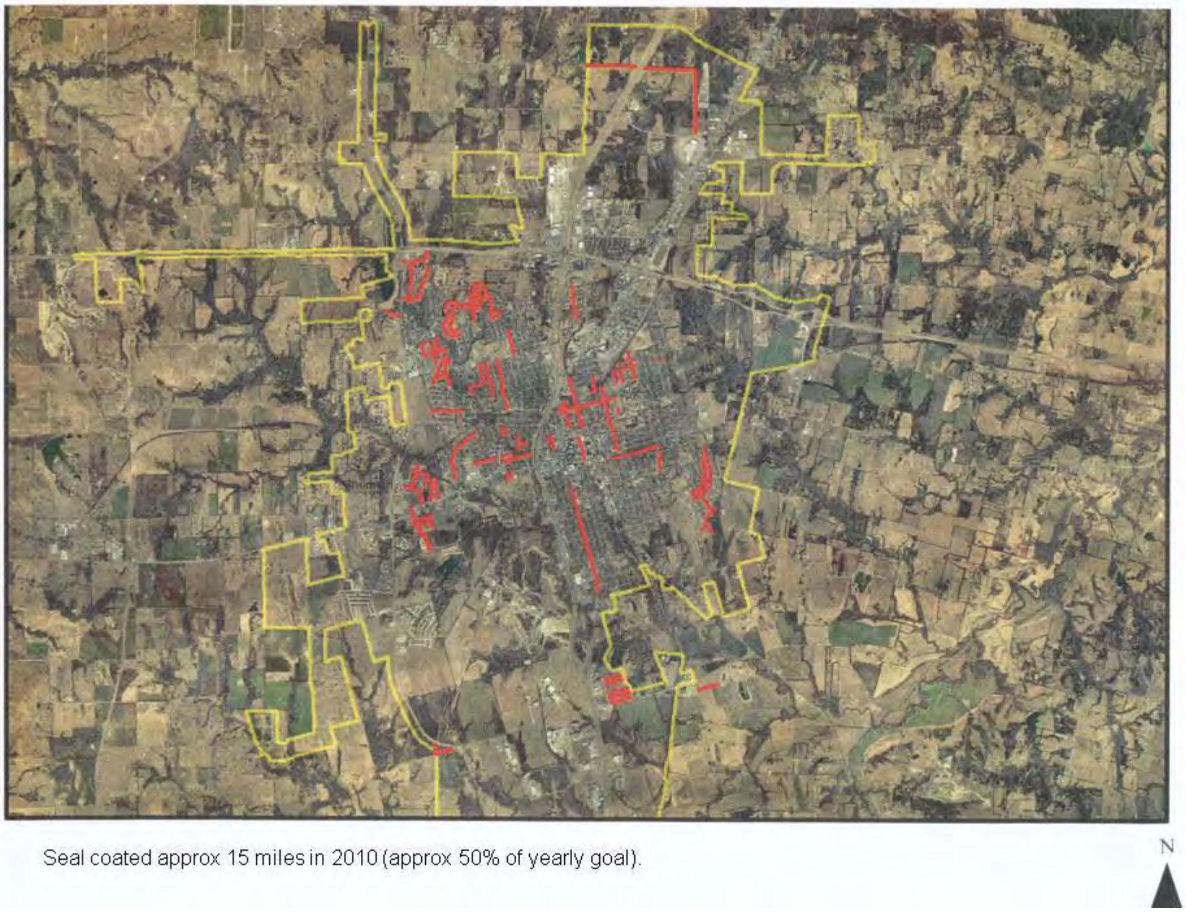
<u>ADJOURNMENT</u>
On Motion duly made and carried, the meeting adjourned at 6:38 p.m.

____
MAYOR

____
CITY CLERK

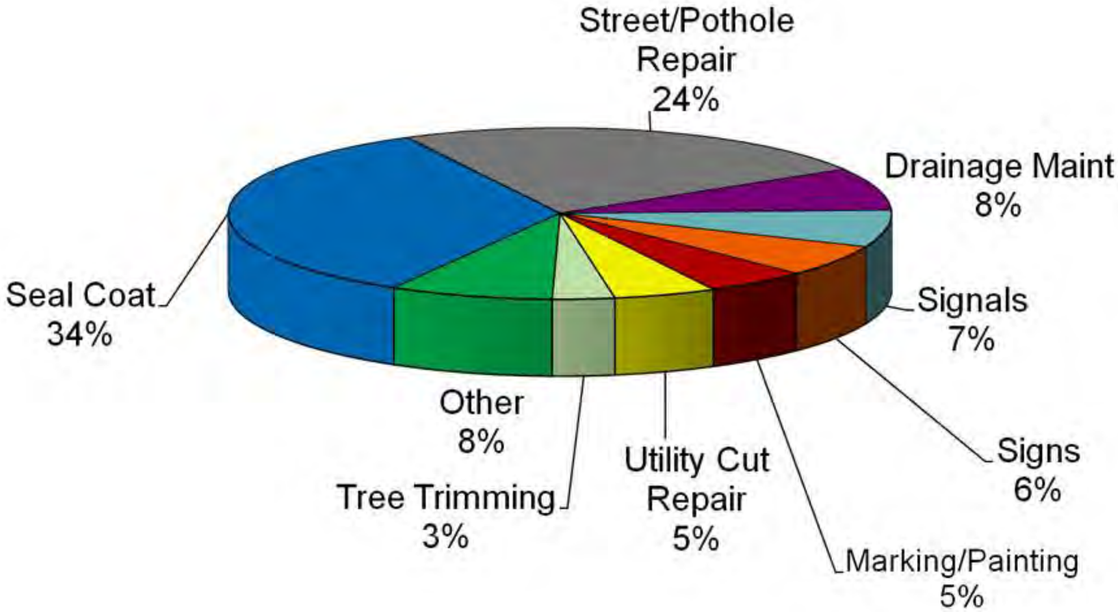

City of Sherman
Street Department Activity
Street/Pothole Repair 24%
Drainage Maint 8%
Signals 7%
Signs 6%
Marking/Painting 5%
Utility Cut Repair 5%
Tree Trimming 3%
Other 8%
Seal Coat 34%

City of Sherman
Street Department
Seal Coat Cost

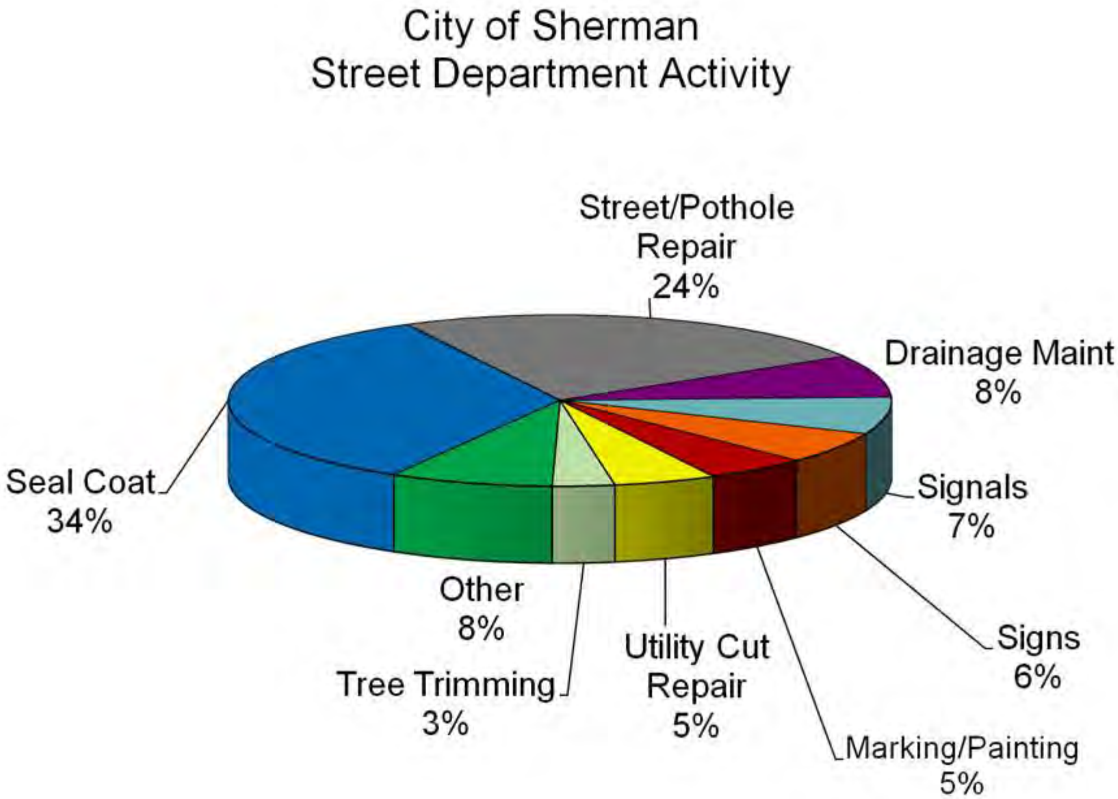


Seal coated approx 15 miles in 2010 (approx 50% of yearly goal).

City of Sherman
Street Department Activity



Approx 10,000 regulatory, warning, & informational signs & signals maintained within the City of Sherman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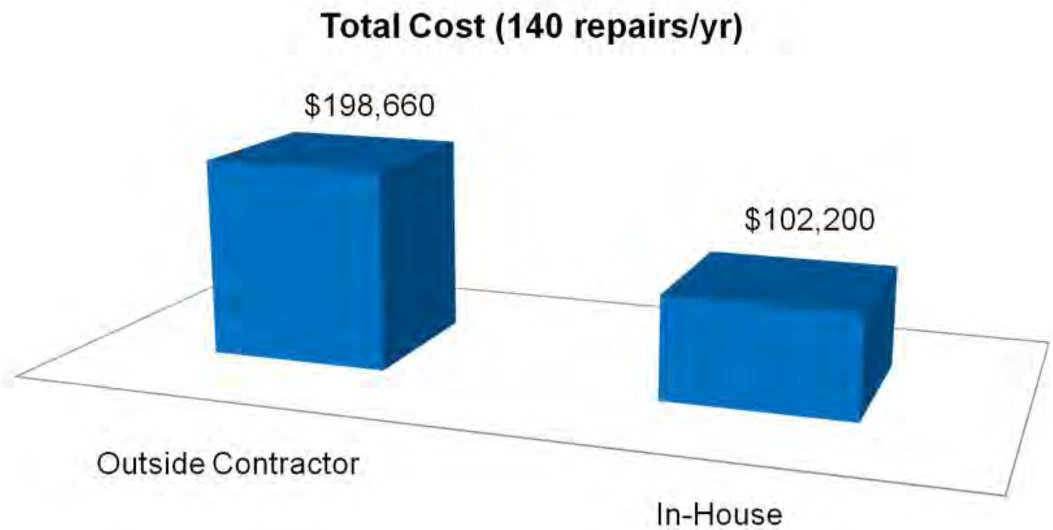
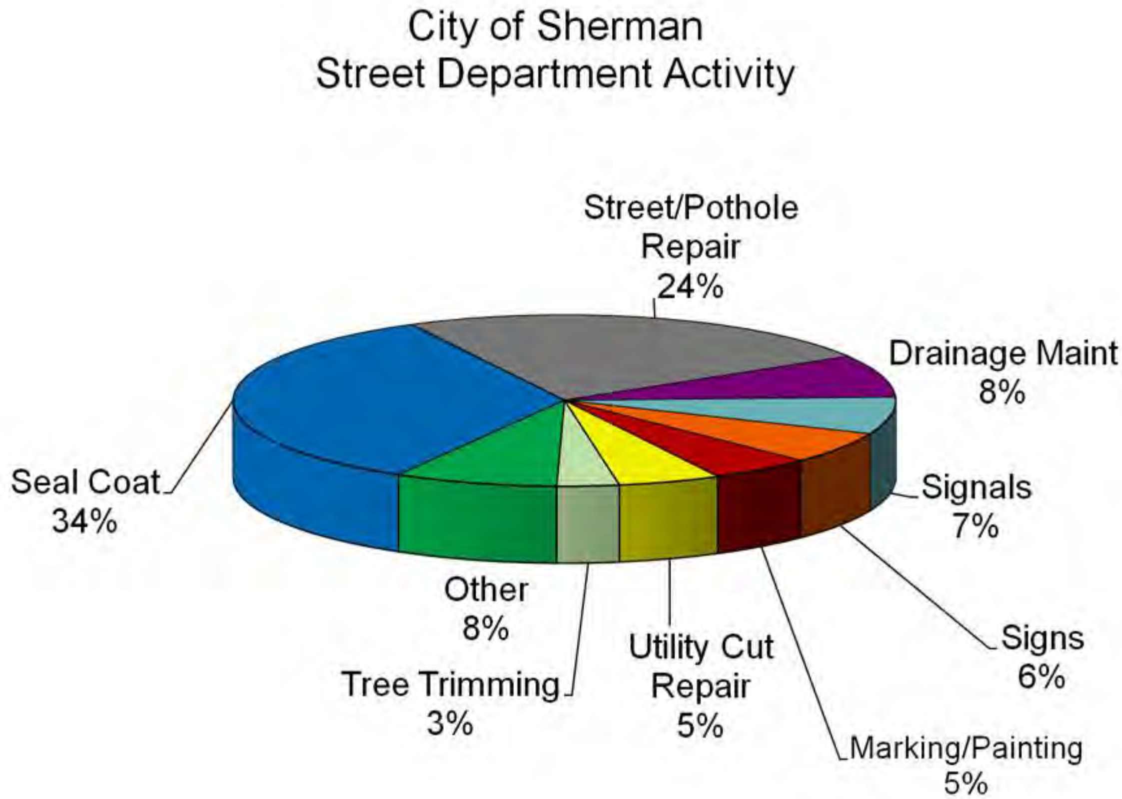
City of Sherman
Street Department
Utility Cut Repair Cost

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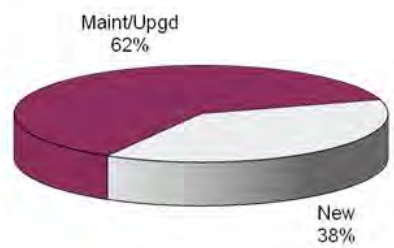
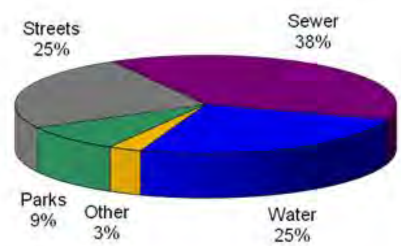
The City of Sherman
Capital Improvement Program
Update – October, 2010
Cost Effectiveness
Quality
Timeliness
Value

City of Sherman
Capital Improvement Program

A diversified plan...





City of Sherman - CIP
Projects Completed Within Past 12 Months (as of 10/4/10)

Project Name	$K Budget	Status
Pecan Grove Park - West	2,400	Complete
Practice Fields @ Hawn & MLK Parks	25	Complete
Brockett Street - Grand Ave. to Travis St.	1,600	Complete
Relief Sewer K-4 Ph 1	900 *	Complete
Relief Sewer K-4 Ph 2	900 *	Complete
Solid Waste Interior Drive Rebuild - Ph 4	60	Complete
Brents Street Sewer Replacement	150	Complete
Travis St Water Line Replacement - Wash. to Jones St	250	Complete
Willow St Water Line Replacement	95	Complete
Pelton St Water Line Replacement	250	Complete
Surface Water Storage	4,000 *	Complete
Total	10,630	

* Bonded


Pecan Grove Park – West
Entrance
9/2009

Pecan Grove Park – West Entrance
9/2010


Pecan Grove Park – West
SW View
9/2009


Pecan Grove Park – West
SW View
9/2010


Pecan Grove Park – West
East View – Amphitheater Site
9/2009


Pecan Grove Park – West
East View – Amphitheater Site
9/2010


Pecan Grove Park – West
9/2009


Pecan Grove Park – West
9/2010

Brockett St. – Grand Ave to Travis St.
College Park to Central Business District
East View from Walnut St.
9/2009

Brockett St. – Grand Ave to Travis St.
College Park to Central Business District
East View from Walnut St.
9/2010


Relief Sewer K - 4 Ph 1
South View from Taylor St.
9/2009


Relief Sewer K - 4 Ph 1
North View from Taylor St.


Relief Sewer K - 4 Ph 1
North View from Taylor St.
9/2010


Archer Drive
Stormwater Drainage
2010

City of Sherman - CIP
Projects In-Progress as of 10/4/10

Project Name	$K Budget	Status	Projected Completion
Washington Street Rebuild/Resurface	4,000	Construction in progress.	MAY '11
Lamberth Rd West Expansion	900	Franchise utility relocation in progress.	MAY '11
Travis St. Mill, Overlay, & Curb Repair	180	Combined with TIF project. Utilities engineering in progress.	3Q11
Street Right-of-Way & Oversize Fund	100	Ongoing	As Needed
Hwy 75 N. Sewer to 691	1,913 *	Construction of all 4 phases in progress.	MAR '11
Relief Sewer C-1 Replacement	1,000 *	Construction in progress.	NOV '10
WWTP - Primary Clarifier #2 Rehab	300 *	Demo almost complete. Awaiting fab of new eqpt.	AUG '11
WWTP - Digester Roof Replacement	2,000 *	Interior piping almost complete. Dome install began this wk.	FEB '11
WWTP - Fine Screen Installation	700 *	Screens received. Installation in progress.	DEC '10
WWTP - Cover Biological Clarifiers	1,100 *	Awaiting TWDB approval. Plan to advertise in OCT10.	3Q11
WWTP - Storm Water Storage Contingency	750 *	PH 1 complete. PH2 engineering in progress.	2Q11
WWTP - Mixers Upgrade - Ph1	160	Awaiting TWDB approval. Plan to advertise in OCT10.	3Q11
WTP - Raw Water Pump Station Upgrade	2,000 *	Eqpt being delivered. NTMWD driven.	1Q11
WTP - THHM Control Study	250	Researching options/alternatives.	2011
Utility Main Oversizing	100	Ongoing	As Needed
Drainage Improvement Projects	300	3 projects complete. WMP development underway.	Ongoing
GIS System	147	Ongoing collection & implementation of data.	Ongoing
Total	15,900		

* Bonded


Washington St. Bridge – West View
9/2010

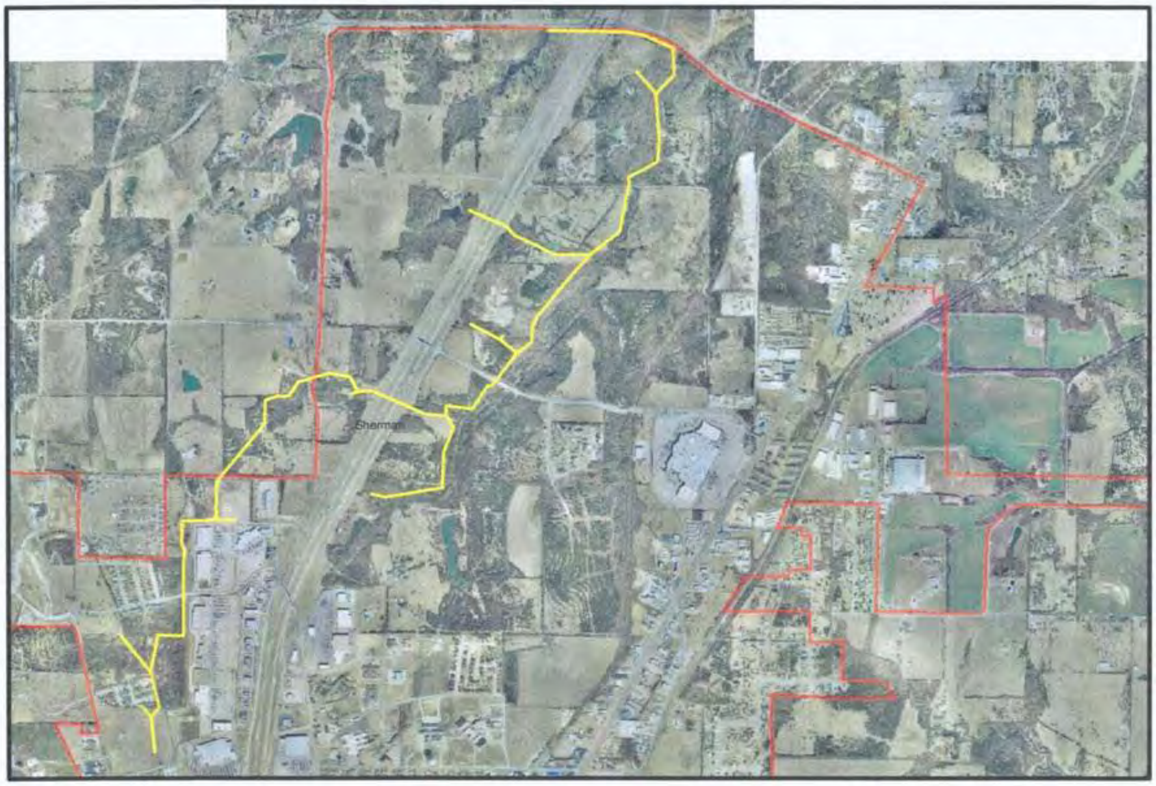

Washington St. Rebuild – East View
9/2010


WWTP Fine Screen Installation
9/2010
SHERMAN


WWTP Fine Screen Installation
9/2010


WWTP Fine Screen Installation
9/2010


WWTP Digester Roof Replacement
9/2010



HWY 75 Sewer to 691

0 480 960 1,920 2,880 3,840 Feet

N


HWY 75 N. Sewer to 691
Bore from East Side
9/2010


HWY 75 N. Sewer to 691
West end of bore
9/2010

City of Sherman
Capital Improvement Programs - 2011

General Services		*$K Budget*
Old Settlers Park - Quad Shade Replacement		55
Canyon Grove to Hwy 82 Access	*	100
TIF #3 - HWY 75 N. Third Lane	*	225
Solid Waste Interior Driveway Rebuild - Ph 4		60
GIS System		50
Drainage Improvement Projects		100
	Total	*590*
Utility Improvements		
WWTP - Headworks Variable Frequency Drive Upgrade - PH 1 & 2	*	500
Sewer Lift Station Study & Design	*	250
Utility Main Oversizing		50
Water Treatment Plant 2nd Feed - ROW and Engineering	*	250
	Total	*1,050*
	Total CIP	*1,640*

* TxDOT Participation
* Bonded
* Bonded

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. A.5

PROCLAMATION
"Chamber of Commerce Week" – October 18-22, 2010

Issue
To present a proclamation designating October 18 through 22, 2010 as "Chamber of Commerce Week" in the City of Sherman

Background
October 18 through 22, 2010 has been designated Texas Chamber of Commerce Week.

Origination
The request came from the Chamber of Commerce.

Financial Consideration
There is no financial consideration.

Staff Recommendation
The staff recommendation is to present a proclamation designating October 18 through 22, 2010 as "Chamber of Commerce Week" in Sherman.

Alternatives
The City Council could choose not to present the proclamation.

Attachments
The proclamation is attached.

Prepared by:
Linda Ashby, City Clerk

Approved by:
George Olson, City Manager

SHERMAN

Proclamation

WHEREAS, more than six hundred local chambers of commerce in Texas distinguish themselves as the voice of business in our State, and

WHEREAS, the work accomplished by those local chambers has benefited our State through their economic development and community development programs, and

WHEREAS, the local chambers of commerce unceasingly promote their community for quality growth and development, and

WHEREAS, the business community, represented through local chambers of commerce, has been a driving force in fostering enhanced educational opportunities, infrastructure improvements, leadership development, the creation of jobs, and a positive vision of the future, and

WHEREAS, the chamber of commerce community in Texas has sought to achieve successful results for our State in a cooperative spirit with other organizations, and

WHEREAS, the Sherman Chamber of Commerce is the largest voice of business in Grayson County with over 650 business members.

NOW THEREFORE, I, Bill Magers, Mayor of the City of Sherman, Texas, by the authority vested in me, do hereby proclaim October 18 through 22, 2010 as

CHAMBER OF COMMERCE WEEK

in the City of Sherman and encourage all citizens to recognize the many contributions the Sherman Chamber of Commerce has made to our community.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of the City of Sherman to be affixed this the 18th day of October, 2010.

____
Mayor

ATTEST:

Linda Ashby
City Clerk

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. B.1

CONSENT AGENDA

Asterisked (*) items are considered to be routine and will be enacted in one motion without discussion unless a Council Member or a citizen requests a specific item be discussed and voted on separately

C.2 **** RESOLUTION NO. 5532***
Authorizing Execution of Deeds for the Resale of Six Tracts of Land within the Sherman City Limits Seized for Delinquent Taxes

D.1 **** REQUEST TO ADVERTISE***
Annual Supply of Chemicals

D.2 **** REQUEST TO ADVERTISE***
Submersible Pump for the Wastewater Treatment Plant Headworks

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. C.1

RESOLUTION NO. 5531

Approving the Form of Resolution of the Texoma Area Solid Waste Authority Authorizing the Issuance of Refunding Bonds to Refund All or a Portion of the Authority's Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project) and the Authority's Regional Solid Waste Disposal Contract Revenue Bonds, Series 2008; Approving the Form of Offering Document to be Used in the Marketing of Such Refunding Bonds; and Containing Other Provisions Relating to the Subject

Issue
Approval of the Refunding Bonds to refund all or a portion of the original 2004 series for the Texoma Area Solid Waste Authority (TASWA) landfill facility in Whitesboro, Texas

Background
As a member city of TASWA, the City of Sherman is required to approve any issuance of debt by TASWA. TASWA issued bonds for the initial construction of the landfill in April 2004, pursuant to the authority of the Sherman City Council's Resolution No. 4538, approved at the March 1, 2004 meeting. Due to lower market interest rates, TASWA's financial advisors, First Southwest, have identified an opportunity for interest savings on the remaining balance of about $17.5 million of the $19.225 million issued originally. The potential interest savings over the next 19 years is expected to be $600,000 to $1.1 million, depending on the actual rates achieved at the bond sale. This resolution authorizes the sale of refunding bonds that meet refunding criteria that will guarantee savings of at least 3.5% (present value) and a refunding rate no greater than 4.75%. The weighted average remaining interest rate on the original bonds is 5.23%.

Origination
Sara A. Tangen of McCall, Parkhurst & Horton L.L.P.

Financial Consideration
The issuance of this refunding debt is expected to save about $600,000, at a minimum, over the remaining life of 19 years. If the bonds were issued at today's rates, the savings would be about $1 million.

Staff Recommendation
The staff recommends approval of this agenda item.

Alternatives
There is no viable alternative to approving the issuance of these refunding bonds.

Attachments
Resolution No. 5531; Certificate for Resolution; Form of TASWA Bond Resolution

Prepared by:
Robby Hefton, Assistant City Manager/CFO

Approved by:
George Olson, City Manager

RESOLUTION NO. 5531

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS APPROVING THE FORM OF RESOLUTION OF THE TEXOMA AREA SOLID WASTE AUTHORITY AUTHORIZING THE ISSUANCE OF REFUNDING BONDS TO REFUND ALL OR A PORTION OF THE AUTHORITY'S REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE BONDS, SERIES 2004 (INITIAL FACILITY PROJECT) AND THE AUTHORITY'S REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE BONDS, SERIES 2008; APPROVING THE FORM OF OFFERING DOCUMENT TO BE USED IN THE MARKETING OF SUCH REFUNDING BONDS; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT; FINDING AND DETERMINING THAT THE MEETING AT WHICH THE RESOLUTION IS PASSED WAS NOTICED AND IS OPEN TO THE PUBLIC AS REQURIRED BY LAW.

WHEREAS, the Texoma Area Solid Waste Authority (the "Authority"), a Texas nonprofit corporation, was created pursuant to Subchapter D of Chapter 431, Texas Transportation Code, as amended ("Chapter 431") and Chapter 394, Texas Local Government Code ("Chapter 394" and together with Chapter 431, the "Act") to aid, assist and act on behalf of the City of Denison, Texas ("Denison"), the City of Gainesville, Texas ("Gainesville"), and the City of Sherman, Texas ("Sherman"), each a home rule municipal corporation (Denison, Gainesville and Sherman, individually, a "Member City" and collectively, the "Member Cities") and Cooke County, Texas and Grayson County, Texas (collectively, the "Counties", and together with the Member Cities, the "Local Governments") in the performance of their governmental functions to promote the common good and general welfare of the Local Governments, including, without limitation, (1) the financing, construction, ownership, and operation of a Type I municipal solid waste landfill to be located in western Grayson County, Texas (the "Initial Facility" and as may be improved, extended or enlarged, the "Facility"), (2) the collection, handling, transportation, storage, collection, processing, and disposal of solid waste and (3) to perform such other governmental purposes of the Local Governments as may be determined from time to time by the governing bodies of the Local Governments; and

WHEREAS, pursuant to the Act and Chapter 362, Texas Health and Safety Code, the Solid Waste Resource Recovery Financing Act, the Member Cities and the Authority entered into the Texoma Area Member City Landfill Contract, dated as of February 4, 2004 with respect to the payment of maintenance and operation expenses of the Facility and for the payment of debt service, the funding and maintenance of a debt service reserve and other payments and obligations related to the issuance of bonds by the Authority for the purposes specified therein (the "Member City Landfill Contract"); and

WHEREAS, the Authority issued its Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project) in the aggregate principal amount of $19,225,000 to finance certain costs of the Initial Facility (the "Series 2004 Bonds"); and

WHEREAS, the Authority issued its Regional Solid Waste Disposal Contract Revenue Bonds, Series 2008 in the aggregate principal amount of $2,415,000 to finance the construction of extensions and improvements to the Initial Facility (the "Series 2008 Bonds"); and

WHEREAS, under the Member City Landfill Contract, the Series 2004 Bonds, the Series 2008 Bonds and any bonds issued to refund such bonds are payable from amounts paid by the Member Cities, including Sherman (the "City"); and

WHEREAS, the Authority plans to issue its refunding bonds (the "Refunding Bonds") to refund all or a portion of the callable Series 2004 Bonds and the callable Series 2008 Bonds (together, the "Eligible Refunded Bonds") pursuant to a bond resolution (the "Bond Resolution") to be adopted by the Board of Directors of the Authority and to market such Refunding Bonds pursuant to an offering document (the "Offering Document") and has delivered the form of the Bond Resolution and the form of the Offering Document to the City with a request that the City Council approve the form of such instruments; and

WHEREAS, the City's staff has recommended that all or a portion of the Eligible Refunded Bonds be refunded to realize a debt service saving which would result in lowering the City's payments under the Member City Landfill Contract; and

WHEREAS, the City Council of the City deems it appropriate and in the best interests of the City that the Authority proceed to issue such Refunding Bonds;

NOW, THEREFORE, **BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS:**

SECTION 1. That the City Council hereby approves the form of the Bond Resolution, a copy of which is attached hereto and made a part hereof as Exhibit A, to be adopted by the Board of Directors of the Authority authorizing the sale, issuance and delivery of the Refunding Bonds to refund all or a portion of the Eligible Refunded Bonds.

SECTION 2. That the City Council acknowledges and agrees that the Refunding Bonds authorized pursuant to the Bond Resolution will be issued pursuant to the Member City Landfill Contract and that the City will be unconditionally obligated to make the payments as required by the Member City Landfill Contract which will be pledged by the Authority to the payment of the Refunding Bonds.

SECTION 3. That the City Council hereby approves Appendix C of the form of Offering Document, setting forth financial and operating information regarding the City's solid waste disposal system, to be used in marketing the Refunding Bonds and all other information regarding the City or the Member City Landfill Contract as set forth in the Offering Document and agrees to annually provide and file updated financial information, operating data and general purpose financial statements of the City in the manner set forth in the Member City Landfill Contact.

<u>SECTION 4</u>. That the City Manager is hereby authorized to take such actions and to approve such instruments as are necessary to effect the refunding of all or a portion of the Eligible Refunded Bonds as permitted under the Bond Resolution. A true and correct copy of the proceedings relating to the issuance of the Refunding Bonds shall be provided to the City promptly after their execution and delivery.

<u>SECTION 5</u>. That the recitals set forth in the preamble to this resolution are hereby incorporated in and made a part of this resolution for all purposes.

<u>SECTION 6</u>. That all ordinances and resolutions of the City in conflict or inconsistent with this Resolution are hereby expressly repealed to the extent of such conflict or inconsistency.

<u>SECTION 7</u>. That this Resolution shall take effect immediately from and after its adoption.

<u>SECTION 8</u>. That it is hereby officially found and determined that the meeting at which this Resolution was adopted 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.

PASSED AND APPROVED on this the _____ day of ________________, 2010.

CITY OF SHERMAN, TEXAS

ATTEST:

BY: ______________________________
LINDA ASHBY, CITY CLERK

BY: ______________________________
BILL MAGERS, MAYOR

APPROVED AS TO FORM
AND CONTENT:

BY: ______________________________
BRANDON S. SHELBY,
CITY ATTORNEY

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
COUNTY OF GRAYSON §
CITY OF SHERMAN §

We, the undersigned officers of the City of Sherman (the "City"), hereby certify as follows:

l. The City Council of the City (the "City Council") convened in REGULAR MEETING ON THE 18th DAY OF OCTOBER, 2010, at the City Hall (the "Meeting"), and the roll was called of the duly constituted officers and members of the City Council, as follows:

Bill Magers, Mayor
Willie Steele, Deputy Mayor
Cary Wacker, Councilmember
Joe N. Smith, Councilmember
Robert G. Softly, Councilmember
Pamela L. Howeth, Councilmember
Chip Adami, Councilmember

Linda Ashby, City Clerk

and all of such persons were present, except _______________, thus constituting a quorum. Whereupon, among other business, the following was transacted at the Meeting: a written

RESOLUTION APPROVING THE FORM OF RESOLUTION OF THE TEXOMA AREA SOLID WASTE AUTHORITY AUTHORIZING THE ISSUANCE OF REFUNDING BONDS TO REFUND ALL OR A PORTION OF THE AUTHORITY'S REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE BONDS, SERIES 2004 (INITIAL FACILITY PROJECT) AND THE AUTHORITY'S REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE BONDS, SERIES 2008; APPROVING THE FORM OF OFFERING DOCUMENT TO BE USED IN THE MARKETING OF SUCH REFUNDING BONDS; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

was duly introduced for the consideration of the Council and duly read (the "Resolution"). It was then duly moved and seconded that the Resolution be adopted; and the motion, carrying with it the adoption of the Resolution, prevailed and carried by the following vote:

AYES: All members of the City Council shown present above voted "Aye", except as shown below.

NOES:

2. That a true, full and correct copy of the Resolution passed at the Meeting is attached to and follows this Certificate; that the Resolution has been duly recorded in the City Council's minutes of the Meeting; that 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; that 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; that 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 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.

3. That the Mayor and the City Clerk of the City certify that they have duly signed the Resolution and that the Resolution has not been modified, amended or repealed and is in full force and effect on and as of the date hereof.

SIGNED AND SEALED this ________day of _________________, 2010

______________________________	______________________________
City Clerk, City of Sherman	Mayor, City of Sherman

APPROVED AS TO FORM AND CONTENT:

____
Brandon Shelby, City Attorney
City of Sherman

(CITY SEAL)

Exhibit A

DRAFT FORM OF BOND RESOLUTION

RESOLUTION NO. 2010 -___

RESOLUTION AUTHORIZING THE ISSUANCE OF TEXOMA AREA SOLID WASTE AUTHORITY REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE REFUNDING BONDS, SERIES 2010; ESTABLISHING PROCEDURES FOR THE SALE AND DELIVERY OF THE BONDS; APPROVING AN AGREEMENT FOR LEGAL SERVICES; AND ENACTING OTHER PROVISIONS RELATING TO THE SUBJECT

DATE OF APPROVAL: OCTOBER 20, 2010

RESOLUTION AUTHORIZING THE ISSUANCE OF TEXOMA AREA SOLID WASTE AUTHORITY REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE REFUNDING BONDS, SERIES 2010; ESTABLISHING PROCEDURES FOR THE SALE AND DELIVERY OF THE BONDS; APPROVING AN AGREEMENT FOR LEGAL SERVICES; AND ENACTING OTHER PROVISIONS RELATING TO THE SUBJECT

STATE OF TEXAS	**§**
COUNTIES OF COOKE AND GRAYSON	**§**
TEXOMA AREA SOLID WASTE AUTHORITY	**§**

WHEREAS, the Texoma Area Solid Waste Authority (the "Authority" or the "Issuer"), a Texas nonprofit corporation, was created pursuant to Subchapter D of Chapter 431, Texas Transportation Code, as amended ("Chapter 431") and Chapter 394, Texas Local Government Code ("Chapter 394" and together with Chapter 431, the "Act") to aid, assist and act on behalf of the City of Denison, Texas ("Denison"), the City of Gainesville, Texas ("Gainesville"), and the City of Sherman, Texas ("Sherman"), each a home rule municipal corporation (Denison, Gainesville and Sherman, individually, a "Member City") and collectively, the "Member Cities") and Cooke County, Texas and Grayson County, Texas (collectively, the "Counties", and together with the Member Cities, the "Local Governments") in the performance of their governmental functions to promote the common good and general welfare of the Local Governments, including, without limitation, (1) the financing, construction, ownership, and operation of a Type I municipal solid waste landfill to be located in western Grayson County, Texas (the "Initial Facility") and as may be improved, extended or enlarged, the "Facility"), (2) the collection, handling, transportation, storage, collection, processing, and disposal of solid waste and (3) to perform such other governmental purposes of the Local Governments as may be determined from time to time by the governing bodies of the Local Governments; and

WHEREAS, pursuant to the Act and Chapter 362, Texas Health and Safety Code, the Solid Waste Resource Recovery Financing Act, the Member Cities and the Authority have previously entered into the Texoma Area Member City Landfill Contract, dated as of February 4, 2004, with respect to the payment of maintenance and operation expenses of the Facility and for the payment of debt service, debt service reserve and other payments related to the issuance of bonds, including refunding bonds, by the Authority for the purposes specified therein (the "Member City Landfill Contract"); and

WHEREAS, the Texoma Area Solid Waste Authority (the "Authority") has previously issued, and there are presently outstanding, bonds of the Authority payable from revenues derived from payments to be made to the Authority by the Member Cities pursuant to the Member City Landfill Contract; and

WHEREAS, the Authority now desires to refund all or part of the bonds described in Schedule I attached hereto, collectively, the "Eligible Refunded Bonds", that may be refunded and the Authority comply with the provisions of Section 29, hereof, and those Eligible Refunded Obligations designated by the Pricing Officer in the Pricing Certificate, each as defined below, to be refunded are herein referred to as the "Refunded Bonds"; and

WHEREAS, the Board of Directors of the Authority (the "Board" or the "Board of Directors") hereby finds and determines that it is a public purpose and in the best interests of the Authority to refund the Refunded Bonds in order to achieve a present value debt service savings of not less than 3.50%, with such savings, among other information and terms to be included in a pricing certificate (the "Pricing Certificate") to be executed by the Pricing Officer (hereinafter designated), all in accordance with Section 26 of the resolution that authorized the issuance of the Refunded Bonds, the Act and other applicable law; and

WHEREAS, the bonds hereafter authorized are being issued and delivered pursuant to the Act, the Texas Non-Profit Corporation Act, Article 1396-1.01 et seq., Vernon's Texas Civil Statutes, and other applicable laws; and

WHEREAS, it is officially found, determined and declared that the meeting at which this Resolution has been adopted was open to the public, and public notice of the date, hour, place and subject of said meeting, including this Resolution, was given, all as required by the applicable provisions of Chapter 551, Texas Government Code.

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TEXOMA AREA SOLID WASTE AUTHORITY, THAT:

SECTION 1. RECITALS, AMOUNT, PURPOSE AND DESIGNATION OF THE BONDS.

(a) The recitals set forth in the preamble hereof are incorporated herein and shall have the same force and effect as if set forth in this Section.

(b) The bonds of Texoma Area Solid Waste Authority (the "Authority") are hereby authorized to be issued and delivered in the maximum aggregate principal amount hereinafter set forth for the public purpose of providing funds to refund a portion of the Authority's outstanding indebtedness payable from revenues and to pay the costs incurred in connection with the issuance of the Bonds.

(c) Each bond issued pursuant to this Resolution shall be designated: "TEXOMA AREA SOLID WASTE AUTHORITY REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE REFUNDING BONDS, SERIES 2010," and initially there shall be issued, sold, and delivered hereunder fully registered Bonds, without interest coupons, payable to the respective registered owners thereof (with the initial bonds being made payable to the initial purchaser as described in Section 12 hereof), or to the registered assignee or assignees of said bonds or any portion or portions thereof (in each case, the "Registered Owner" or the "registered owner"). The Bonds shall be in the respective denominations and principal amounts, shall be numbered, shall mature and be payable on the date or dates in each of the years and in the principal amounts or amounts due at maturity, as applicable, and shall bear interest to their respective dates of maturity or redemption prior to maturity at the rates per annum, as set forth in the Pricing Certificate.

SECTION 2. [RESERVED]

SECTION 3. DELEGATION TO PRICING OFFICER.

(a) The President of the Board or the Executive Director of the Authority (each, a "Pricing Officer") is each hereby authorized to act on behalf of the Authority in selling and delivering the Bonds, determining which of the Eligible Refunded Bonds shall be refunded and carrying out the other procedures specified in this Resolution, including, determining the date of the Bonds, any additional or different designation or title by which the Bonds shall be known, the price at which the Bonds will be sold, the years in which the Bonds will mature, the principal amount to mature in each of such years, the rate of interest to be borne by each such maturity, the interest payment and record dates, the price and terms upon and at which the Bonds shall be subject to redemption prior to maturity at the option of the Authority, as well as any mandatory sinking fund redemption provisions, and all other matters relating to the issuance, sale, and delivery of the Bonds and the refunding of the Refunded Bonds, including without limitation establishing the redemption date for and effecting the redemption of the Refunded Bonds, procuring municipal bond insurance, and approving modifications to this Resolution and executing such instruments, documents and agreements as may be necessary with respect thereto, if it is determined that such insurance would be financially desirable and advantageous, all of which shall be specified in the Pricing Certificate; provided that:

(i) the aggregate original principal amount of the Bonds shall not exceed $20,000,000;

(ii) the refunding must produce a present value debt service savings of at least 3.50%;

(iii) the true interest cost of the Bonds shall not exceed 4.75% per annum provided that the net effective interest rate on the Bonds shall not exceed the maximum rate set forth in Chapter 1204, Texas Government Code, as amended;

(iv) the delegation made hereby shall expire if not exercised by the Pricing Officer on or before April 20, 2011.

(b) In establishing the aggregate principal amount of the Bonds, the Pricing Officer shall establish an amount not exceeding the amount authorized in Subsection (a) hereof, which shall be sufficient in amount to provide for the purposes for which the Bonds are authorized and to pay costs of issuing the Bonds. The Bonds shall be sold with and subject to such terms as set forth in the Pricing Certificate.

(c) The Bonds may be issued as serial maturities or term bonds, or a combination thereof, as set forth in the Pricing Certificate.

SECTION 4. CHARACTERISTICS OF THE BONDS. (a) Registration, Transfer, Conversion and Exchange. The Authority shall keep or cause to be kept at the principal corporate trust office of U.S. Bank National Association, Dallas, Texas (the "Paying Agent/Registrar") books or records for the registration of the transfer, conversion and exchange of the Bonds (the "Registration Books"), and the Authority hereby appoints the Paying Agent/Registrar as its registrar and transfer agent to keep such books or records and make such registrations of transfers, conversions and exchanges under such reasonable regulations as the Authority and Paying Agent/Registrar may prescribe; and the Paying Agent/Registrar shall make such registrations, transfers, conversions and exchanges as herein provided within three business days of presentation in due and proper form. The Paying Agent/Registrar shall obtain and record in the Registration Books the address of the registered owner of each Bond to which payments with respect to the Bonds shall be mailed, as herein provided; but it shall be the duty of each registered owner to notify the Paying Agent/Registrar in writing of the address to which payments shall be mailed, and such interest payments shall not be mailed unless such notice has been given. The Authority shall have the right to inspect the Registration Books during regular business hours of the Paying Agent/Registrar, but otherwise the Paying Agent/Registrar shall keep the Registration Books confidential and, unless otherwise required by law, shall not permit their inspection by any other entity. The Authority shall pay the Paying Agent/Registrar's standard or customary fees and charges for making such registration, transfer, conversion, exchange and delivery of a substitute Bond or Bonds. Registration of assignments, transfers, conversions and exchanges of Bonds shall be made in the manner provided and with the effect stated in the FORM OF BOND set forth in this Resolution. Each substitute Bond shall bear a letter and/or number to distinguish it from each other Bond.

(b) Authentication. Except as provided in Section 4(e) hereof, an authorized representative of the Paying Agent/Registrar shall, before the delivery of any such Bond, date and manually sign said Bond, and no such Bond shall be deemed to be issued or outstanding unless such Bond is so executed. The Paying Agent/Registrar promptly shall cancel all paid Bonds and Bonds surrendered for conversion and exchange. No additional ordinances, orders or resolutions need be passed or adopted by the governing body of the Authority or any other body or person so as to accomplish the foregoing conversion and exchange of any Bond or portion thereof, and the Paying Agent/Registrar shall provide for the printing, execution and delivery of the substitute Bonds in the manner prescribed herein. Pursuant to Subchapter D, Chapter 1201, Texas Government Code, the duty of conversion and exchange of Bonds as aforesaid is hereby imposed upon the Paying Agent/Registrar, and, upon the execution of said Bond, the converted and exchanged Bond shall be valid, incontestable, and enforceable in the same manner and with the same effect as the Bonds which initially were issued and delivered pursuant to this Resolution, approved by the Attorney General, and registered by the Comptroller of Public Accounts.

(c) Payment of Bonds and Interest. The Authority hereby further appoints the Paying Agent/Registrar to act as the paying agent for paying the principal of and interest on the Bonds, all as provided in this Resolution. The Paying Agent/Registrar shall keep proper records of all payments made by the Authority and the Paying Agent/Registrar with respect to the Bonds, and of all conversions and exchanges of Bonds, and all replacements of Bonds, as provided in this Resolution. However, in the event of a nonpayment of interest on a scheduled payment date, and for thirty (30) days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the Authority. Notice of the Special Record Date and of the scheduled payment date of the past due interest (which shall be 15 days after the Special Record Date) shall be sent at least five (5) business days prior to the Special Record Date by United States mail, firstclass postage prepaid, to the address of each registered owner appearing on the Registration Books at the close of business on the last business day next preceding the date of mailing of such notice.

(d) Substitute Paying Agent/Registrar. The Authority covenants with the registered owners of the Bonds that at all times while the Bonds are outstanding the Authority will provide a competent and legally qualified bank, trust company, financial institution or other agency to act as and perform the services of Paying Agent/Registrar for the Bonds under this Resolution, and that the Paying Agent/Registrar will be one entity. The Authority reserves the right to, and may, at its option, change the Paying Agent/Registrar upon not less than 120 days written notice to the Paying Agent/Registrar, to be effective not later than 60 days prior to the next principal or interest payment date after such notice. In the event that the entity at any time acting as Paying Agent/Registrar (or its successor by merger, acquisition, or other method) should resign or otherwise cease to act as such, the Authority covenants that promptly it will appoint a competent and legally qualified bank, trust company, financial institution, or other agency to act as Paying Agent/Registrar under this Resolution. Upon any change in the Paying Agent/Registrar, the previous Paying Agent/Registrar promptly shall transfer and deliver the Registration Books (or a copy thereof), along with all other pertinent books and records relating to the Bonds, to the new Paying Agent/Registrar designated and appointed by the Authority. Upon any change in the Paying Agent/Registrar, the Authority promptly will cause a written notice thereof to be sent by the new Paying Agent/Registrar to each registered owner of the Bonds, by United States mail, first-class postage prepaid, which notice also shall give the address of the new Paying Agent/Registrar. By accepting the position and performing as such, each Paying Agent/Registrar shall be deemed to have agreed to the provisions of this Resolution, and a certified copy of this Resolution shall be delivered to each Paying Agent/Registrar.

(e) General Characteristics of the Bonds. The Bonds (i) shall be issued in fully registered form, without interest coupons, with the principal of and interest on such Bonds to be payable only to the Registered Owners thereof, (ii) may and shall be redeemed prior to their scheduled maturities, (iii) may be transferred and assigned, (iv) may be converted and exchanged for other Bonds, (v) shall have the characteristics, (vi) shall be signed, sealed, executed and authenticated, (vii) the principal of and interest on the Bonds shall be payable, and (viii) shall be administered and the Paying Agent/Registrar and the Authority shall have certain duties and responsibilities with respect to the Bonds, all as provided, and in the manner and to the effect as required or indicated, in the FORM OF BOND set forth in this Resolution. The Bonds initially issued and delivered pursuant to this Resolution is not required to be, and shall not be, authenticated by the Paying Agent/Registrar, but on each substitute Bond issued in conversion of and exchange for any Bond or Bonds issued under this Resolution the Paying Agent/Registrar shall execute the Paying Agent/registrar's Authentication Certificate, in the FORM OF BOND set forth in this Resolution.

(f) Book-Entry Only System. The Bonds issued in exchange for the Bonds initially issued to the purchaser specified herein shall be initially issued in the form of a separate single fully registered Bond for each of the maturities thereof. Upon initial issuance, the ownership of each such Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company of New York ("DTC"), and except as provided in subsection (g) hereof, all of the outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC.

With respect to Bonds registered in the name of Cede & Co., as nominee of DTC, the Authority and the Paying Agent/Registrar shall have no responsibility or obligation to any securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created ("DTC Participant") to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants or to any person on behalf of whom such a DTC Participant holds an interest in the Bonds. Without limiting the immediately preceding sentence, the Authority and the Paying Agent/Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Bonds, (ii) the delivery to any DTC Participant or any other person, other than a registered owner of Bonds, as shown on the Registration Books, of any notice with respect to the Bonds, or (iii) the payment to any DTC Participant or any other person, other than a registered owner of Bonds, as shown in the Registration Books of any amount with respect to principal of or interest on the Bonds. Notwithstanding any other provision of this Resolution to the contrary, the Authority and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Bond is registered in the Registration Books as the absolute owner of such Bond for the purpose of payment of principal and interest with respect to such Bond, for the purpose of registering transfers with respect to such Bond, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all principal of and interest on the Bonds only to or upon the order of the registered owners, as shown in the Registration Books as provided in this Resolution, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the Authority's obligations with respect to payment of principal of and interest on the Bonds to the extent of the sum or sums so paid. No person other than a registered owner, as shown in the Registration Books, shall receive a Bond certificate evidencing the obligation of the Authority to make payments of principal and interest pursuant to this Resolution. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Resolution with respect to interest checks being mailed to the registered owner at the close of business on the Record Date, the words "Cede & Co." in this Resolution shall refer to such new nominee of DTC.

(g) <u>Successor Securities Depository; Transfers Outside Book-Entry Only System</u>. In the event that the Authority determines that DTC is incapable of discharging its responsibilities described herein and in the representation letter of the Authority to DTC (the ""representation letter" or the "Letter of Representations") or that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, the Authority shall (i) appoint a successor securities depository, qualified to act as such under Section 17A of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants of the appointment of such successor securities depository and transfer one or more separate Bonds to such successor securities depository or (ii) notify DTC and DTC Participants of the availability through DTC of Bonds and transfer one or more separate Bonds to DTC Participants having Bonds credited to their DTC accounts. In such event, the Bonds shall no longer be restricted to being registered in the Registration Books in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names registered owners transferring or exchanging Bonds shall designate, in accordance with the provisions of this Resolution.

(h) <u>Payments to Cede & Co</u>. Notwithstanding any other provision of this Resolution to the contrary, so long as any Bond is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of and interest on such Bond and all notices with respect to such Bond shall be made and given, respectively, in the manner provided in the representation letter of the Authority to DTC.

(i) <u>Cancellation of Initial Bond</u>. On the closing date, one initial Bond representing the entire principal amount of the Bonds, payable in stated installments to the order of the initial purchaser of the

Bonds or its designee, executed by manual or facsimile signature of the President and Secretary of the Board, approved by the Attorney General of Texas, and registered and manually signed by the Comptroller of Public Accounts of the State of Texas, will be delivered to such purchaser or its designee. Upon payment for the initial Bond, the Paying Agent/Registrar shall cancel the initial Bond and deliver to The Depository Trust Company ("DTC") on behalf of such purchaser one registered definitive Bond for each year of maturity of the Bonds, in the aggregate principal amount of all of the Bonds for such maturity, registered in the name of Cede & Co., as nominee of DTC. To the extent that the Paying Agent/Registrar is eligible to participate in DTC's FAST System, pursuant to an agreement between the Paying Agent/Registrar and DTC, the Paying Agent/Registrar shall hold the definitive Bonds in safekeeping for DTC.

SECTION 5. FORM OF BONDS. The form of the Bonds, including the form of Paying Agent/Registrar's Authentication Certificate, the form of Assignment and the form of Registration Certificate of the Comptroller of Public Accounts of the State of Texas (to be attached to the Bond initially issued and delivered pursuant to this Resolution), shall be, respectively, substantially as follows, with such appropriate variations, omissions, or insertions as are permitted or required by this Resolution, and with the Bonds to be completed with information set forth in the Pricing Certificate.

(a) Form of Bond

R- PRINCIPAL AMOUNT $____________

UNITED STATES OF AMERICA
STATE OF TEXAS
TEXOMA AREA SOLID WASTE AUTHORITY
REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE REFUNDING BOND, SERIES 2010

INTEREST RATE	DATE OF BONDS	MATURITY DATE	CUSIP NO.

REGISTERED OWNER:

PRINCIPAL AMOUNT: DOLLARS

ON THE MATURITY DATE specified above, TEXOMA AREA SOLID WASTE AUTHORITY (the "Issuer"), being a political subdivision of the State of Texas, hereby promises to pay to the Registered Owner set forth above, or registered assigns (hereinafter called the "registered owner") the principal amount set forth above, and to pay interest thereon from the Date of Bonds forth above, on __________ and on each ___________ thereafter to the Maturity Date specified above, the date of redemption prior to maturity, at the interest rate per annum specified above; except that if this Bond is required to be authenticated and the date of its authentication is later than the first Record Date (hereinafter defined), such principal amount shall bear interest from the interest payment date next preceding the date of authentication, unless such date of authentication is after any Record Date but on or before the next following interest payment date, in which case such principal amount shall bear interest from such next following interest payment date; provided, however, that if on the date of authentication hereof the interest on the Bond or Bonds, if any, for which this Bond is being exchanged or converted from is due but has not been paid, then this Bond shall bear interest from the date to which such interest has been paid in full.

THE PRINCIPAL OF AND INTEREST ON THIS BOND are payable in lawful money of the United States of America, without exchange or collection charges. The principal of this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity, or upon the date fixed for its redemption prior to maturity, at the corporate trust office of U.S. Bank National Association, Dallas, Texas, which is the "Paying Agent/Registrar" for this Bond. The payment of interest on this Bond shall be made by the Paying Agent/Registrar to the registered owner hereof on each interest payment date by check or draft, dated as of such interest payment date, drawn by the Paying Agent/Registrar on, and payable solely from, funds of the Issuer required by the resolution authorizing the issuance of the Bonds (the "Resolution") to be on deposit with the Paying Agent/Registrar for such purpose as hereinafter provided; and such check or draft shall be sent by the Paying Agent/Registrar by United States mail, first-class postage prepaid, on each such interest payment date, to the registered owner hereof, at its address as it appeared on the __________ business day of the month next preceding each such date (the "Record Date") on the Registration Books kept by the Paying Agent/Registrar, as hereinafter described. In the event of a non-payment of interest on a scheduled payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the Issuer. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date" which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class, postage prepaid, to the address of each registered owner of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last business day next preceding the date of mailing of such notice.

ANY ACCRUED INTEREST due at maturity or upon redemption of this Bond prior to maturity as provided herein shall be paid to the registered owner at the principal corporate trust office of the Paying Agent/Registrar. The Issuer covenants with the registered owner of this Bond that on or before each principal payment date and interest payment date for this Bond it will make available to the Paying Agent/Registrar, from the "Interest and Sinking Fund" created by the Resolution, the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due.

IF THE DATE for any payment due on this Bond shall be a Saturday, Sunday, a legal holiday, or a day on which banking institutions in the city where the principal corporate trust office of the Paying Agent/Registrar is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not such a Saturday, Sunday, legal holiday, or day on which such banking institutions are authorized to close, and payment on such date shall have the same force and effect as if made on the original date payment was due.

THIS BOND is one of a series of bonds dated as of ________________, authorized in accordance with the Constitution and laws of the State of Texas in the principal amount of $____________ for the purpose of providing funds to refund a portion of the Issuer's outstanding Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project), and to pay the costs incurred in connection with the issuance of the Bonds.

*ON ________________, or on any date thereafter, the Bonds of this series maturing on and after ________________, may be redeemed prior to their scheduled maturities, at the option of the Issuer, with funds derived from any available and lawful source, as a whole, or in part (and if less than all Bonds of a particular maturity are to be redeemed, the Bonds to be redeemed shall be selected by the Paying Agent/Registrar at random and by lot), at the redemption price equal to the principal amount being called for redemption plus accrued interest to the date fixed for redemption.

* THE BONDS scheduled to mature on ___________ in the years ____ and ____ (the "Term Bonds") are subject to scheduled mandatory redemption by the Paying Agent/Registrar by lot, at a price equal to the principal amount thereof plus accrued interest to the redemption date, out of moneys available for such purposes in the interest and sinking fund for the Bonds, on the dates and in the respective principal amounts set forth in the following schedule:

TERM BOND MATURITY: ____________		TERM BOND MATURITY: ____________	
MANDATORY REDEMPTION DATE	**PRINCIPAL AMOUNT**	**MANDATORY REDEMPTION DATE**	**PRINCIPAL AMOUNT**
______________, ____	$____________	______________, ____	$____________
______________, ____	$____________	______________, ____	$____________

The principal amount of the Term Bonds of a stated maturity required to be redeemed on any mandatory redemption date pursuant to the operation of the mandatory sinking fund redemption provisions may be reduced, at the option of the Issuer, by the principal amount of any Term Bonds of the same maturity which, at least 45 days prior to a mandatory redemption date, (1) shall have been acquired by the Issuer and delivered to the Paying Agent/Registrar for cancellation, (2) shall have been purchased and canceled by the Paying Agent/Registrar at the request of the Issuer, or (3) shall have been redeemed pursuant to the optional redemption provisions and not theretofore credited against a mandatory redemption requirement.

*AT LEAST 30 days prior to the date fixed for any redemption of Bonds or portions thereof prior to maturity a written notice of such redemption shall be sent by the Paying Agent/Registrar by United States mail, first-class postage prepaid, to the registered owner of each Bond to be redeemed at its address as it appeared on the business day next preceding the day such notice of redemption is mailed and to major securities depositories, national bond rating agencies and bond information services; provided, however, that the failure of the registered owner to receive such notice, or any defect therein or in the sending or mailing thereof, shall not affect the validity or effectiveness of the proceedings for the redemption of any Bond. By the date fixed for any such redemption, due provision shall be made with the Paying Agent/Registrar for the payment of the required redemption price for the Bonds or portions thereof which are to be so redeemed. If such written notice of redemption is sent and if due provision for such payment is made, all as provided above, the Bonds or portions thereof which are to be so redeemed thereby automatically shall be treated as redeemed prior to their scheduled maturities, and they shall not bear interest after the date fixed for redemption, and they shall not be regarded as being outstanding except for the right of the registered owner to receive the redemption price from the Paying Agent/Registrar out of the funds provided for such payment. If a portion of any Bond shall be redeemed a substitute Bond or Bonds having the same maturity date, bearing interest at the same rate, in any denomination or denominations in any integral multiple of $5,000, at the written request of the registered owner, and in aggregate amount equal to the unredeemed portion thereof, will be issued to the registered owner upon the surrender thereof for cancellation, at the expense of the Issuer, all as provided in the Resolution.

ALL BONDS OF THIS SERIES are issuable solely as fully registered Bonds, without interest coupons, in the denomination of any integral multiple of $5,000. As provided in the Resolution, this Bond may, at the request of the registered owner or the assignee or assignees hereof, be assigned, transferred, converted into and exchanged for a like aggregate amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee or assignees, as the case may be, having any authorized denomination or denominations as requested in writing by the appropriate registered owner, assignee or assignees, as the case may be, upon surrender of this Bond to the Paying Agent/Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Paying Agent/Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Paying Agent/Registrar, evidencing assignment of this Bond or any portion or portions hereof in any authorized denomination to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Paying Agent/Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. The Paying Agent/Registrar's reasonable standard or customary fees and charges for assigning, transferring, converting and exchanging any Bond or portion thereof will be paid by the Issuer. In any circumstance, any taxes or governmental charges required to be paid with respect thereto shall be paid by the one requesting such assignment, transfer, conversion or exchange, as a condition precedent to the exercise of such privilege. The Paying Agent/Registrar shall not be required to make any such transfer or exchange of this Bond (i) during the period commencing with the close of business on any Record Date and ending with the opening of business on the next following principal or interest payment date, or (ii) with respect to any Bond or any portion thereof called for redemption prior to maturity, within 45 days prior to its redemption date.

IN THE EVENT any Paying Agent/Registrar for the Bonds is changed by the Issuer, resigns, or otherwise ceases to act as such, the Issuer has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, and cause written notice thereof to be mailed to the registered owners of the Bonds.

IT IS HEREBY certified, recited, and covenanted that this Bond has been duly and validly authorized, issued, and delivered; that all acts, conditions, and things required or proper to be performed, exist, and be done precedent to or in the authorization, issuance, and delivery of this Bond have been performed, existed, and been done in accordance with law; that this Bond is a special obligation of the Issuer, secured by and payable from an irrevocable first lien on and pledge of "Gross Revenues" (as defined in the Resolution) primarily derived by the Issuer from the Member Cities (as defined in the Resolution) pursuant to the Member City Landfill Contract (as defined and described in the Resolution), as such Member City Landfill Contract may be amended pursuant to its terms.

THE REGISTERED OWNER hereof shall never have the right to demand payment of this Bond out of any funds raised or to be raised by taxation.

THE ISSUER HAS RESERVED THE RIGHT, subject to the restrictions stated in the Resolution, to issue "Additional Parity Obligations" which also may be secured by and payable from an irrevocable first lien on and pledge of the aforesaid Gross Revenues on a parity and of equal dignity in all respects with this Bond.

THE ISSUER ALSO HAS RESERVED THE RIGHT to amend the Resolution with the approval of the registered owners of at least a majority in principal amount of all outstanding "Parity Obligations" (which term is defined in the Resolution and includes the Bonds and all Additional Parity Obligations issued on a parity therewith), subject to the restrictions stated in the Resolution, or without the consent of the registered owners of the Parity Obligations if each rating agency then maintaining a rating on the Parity Obligations at the request of the Issuer confirms in writing that such amendment would not cause such rating agency to withdraw or reduce its then current rating on the Parity Obligations.

BY BECOMING the registered owner of this bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the governing body of the Issuer, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Issuer.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the Issuer has caused this Bond to be signed with the manual or facsimile signature of the President of the Board of Directors of the Issuer and countersigned with the manual or facsimile signature of the Secretary of the Board of Directors of the Issuer, and has caused the official seal of the Issuer to be duly impressed, or placed in facsimile, on this Bond.

(signature)	(signature)
Secretary, Board of Directors Texoma Area Solid Waste Authority	President, Board of Directors Texoma Area Solid Waste Authority

(SEAL)

*These paragraphs to be included only on the Bonds to the extent applicable.

(b) Form of Paying Agent/Registrar's Authentication Certificate:

PAYING AGENT/REGISTRAR'S AUTHENTICATION CERTIFICATE

(To be executed if this Bond is not accompanied by an Executed Registration Certificate of the Comptroller of Public Accounts of the State of Texas)

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in the text of this Bond; and that this Bond has been issued in conversion or replacement of, or in exchange for, a bond, bonds, or a portion of a bond or bonds of a Series which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Date of authentication: _______________

U.S. BANK NATIONAL ASSOCIATION
Paying Agent/Registrar

By:_______________________________________
Authorized Signatory

(c) Form of Assignment:

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto
____
____

Please insert Social Security or Taxpayer Identification Number of Transferee

____

____
(Please print or typewrite name and address, including zip code of Transferee)
____

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints ____, attorney, to register the transfer of the within Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: ___________________________

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution participating in a securities transfer association recognized signature guarantee program.	NOTICE: The signature above must correspond with the name of the registered owner as it appears upon the front of this Bond in every particular, without alteration or enlargement or any change whatsoever.

(d) Form of Registration Certificate of the Comptroller of Public Accounts:

REGISTRATION CERTIFICATE OF
COMPTROLLER OF PUBLIC ACCOUNTS

OFFICE OF THE COMPTROLLER	§	
OF PUBLIC ACCOUNTS	§	REGISTER NO. ____________
OF THE STATE OF TEXAS	§	

I HEREBY CERTIFY that there is on file and of record in my office a certificate of the Attorney General of the State of Texas to the effect that this Bond has been examined by him as required by law, that he finds that it has been issued in conformity with the Constitution and laws of the State of Texas, and that it is a valid and binding obligation of Texoma Area Solid Waste Authority, and that this Bond has this day been registered by me.

WITNESS MY SIGNATURE AND SEAL this _______________________.

_________xxxxxxxx_________
Comptroller of Public Accounts
of the State of Texas

(COMPTROLLER'S SEAL)

(e) Insertions for the Initial Bond

(i) The Initial Bond shall be in the form set forth in paragraph (a) of this Section, except that:

(A) immediately under the name of the Bond, the headings "INTEREST RATE" and "MATURITY DATE" shall both be completed with the words "As shown below" and "CUSIP NO. _____" shall be deleted.

(B) the first paragraph shall be deleted and the following will be inserted:

"TEXOMA AREA SOLID WASTE AUTHORITY (the "Issuer"), being a political subdivision of the State of Texas, hereby promises to pay to the Registered Owner specified above, or registered assigns (hereinafter called the "registered owner"), on the dates, in the principal installments and bearing interest at the per annum rates set forth in the following schedule:

Maturity Date	Principal Amount	Interest Rate

(Information for the Bonds from Section 3 to be inserted)

The Issuer promises to pay interest on the unpaid principal amount hereof (calculated on the basis of a 360-day year of twelve 30-day months) from _________ at the respective Interest Rate per annum specified above. Interest is payable on __________, and on each __________ and __________ thereafter to the date of payment of the principal installment specified above, or the date of redemption prior to maturity; except, that if this Bond is required to be authenticated and the date of its authentication is later than the first Record Date (hereinafter defined), such principal amount shall bear interest from the interest payment date next preceding the date of authentication, unless such date of authentication is after any Record Date but on or before the next following interest payment date, in which case such principal amount shall bear interest from such next following interest payment date; provided, however, that if on the date of authentication hereof the interest on the Bond or Bonds, if any, for which this Bond is being exchanged is due but has not been paid, then this Bond shall bear interest from the date to which such interest has been paid in full."

(C) The initial Bond shall be numbered "T-1."

SECTION 6. [RESERVED].

SECTION 7. DEFINITIONS. In addition to the capitalized terms which are defined in the recitals or in Section 1 through Section 4 of this Resolution, the following words and terms used in this Resolution shall have the following meanings unless the context or use indicates another meaning or intent.

"Additional Parity Obligations" shall mean the additional bonds, notes and other obligations which the Authority reserves the right to issue or enter into, as the case may be, in the future under the terms and conditions provided in Sections 23 and 24 of this Resolution and which are equally and ratably secured wholly or in part by a lien on and pledge of the Gross Revenues on a parity with the lien on and pledge of the Gross Revenues which secures the then Outstanding Parity Obligations.

"Additional Member City" or "Additional Member Cities" means any city or cities in addition to Denison, Gainesville, and Sherman, or any county or other political subdivision with which the Authority may enter into a contract under the Member City Landfill Contract, following consent by Denison, Gainesville, and Sherman to the addition of each such Additional Member City, for receiving, transporting, treating, and/or disposing of MSW through the Facility.

"Annual Debt Service Requirements" shall mean, as of the date of calculation, the principal of and interest on all Parity Obligations coming due at Maturity or Stated Maturity (or that could come due on demand of the owner thereof other than by acceleration or other demand conditioned upon default by the Authority on such debt, or be payable in respect of any required purchase of such debt by the Authority) in such Fiscal Year, and, for such purposes, any one or more of the following rules shall apply at the election of the Authority:

(1) Committed Take Out. If the Authority has entered into a Credit Agreement constituting a binding commitment within normal commercial practice to discharge any of its Funded Debt at its Stated Maturity (or, if due on demand, at any date on which demand may be made) or to purchase any of its Funded Debt at any date on which such Funded Debt is subject to required purchase, all under arrangements whereby the Authority's obligation to repay the amounts advanced for such discharge or purchase constitutes Funded Debt, then the portion of the Funded Debt committed to be discharged or purchased shall be excluded from such calculation and the principal of and interest on the Funded Debt incurred for such discharging or purchase that would be due in the Fiscal Year for which the calculation is being made, if incurred at the Stated Maturity or purchase date of the Funded Debt to be discharged or purchased, shall be added;

(2) Balloon Parity Debt. If the principal (including the accretion of interest resulting from original issue discount or compounding of interest) of any series or issue of Funded Debt due (or payable in respect of any required purchase of such Funded Debt by the Authority) in any Fiscal Year either is equal to at least 25% of the total principal (including the accretion of interest resulting from original issue discount or compounding of interest) of such Funded Debt or exceeds by more than 50% the greatest amount of principal of such series or issue of Funded Debt due in any preceding or succeeding Fiscal Year (such principal due in such Fiscal Year for such series or issue of Funded Debt being referred to herein and throughout this Resolution as ABalloon Parity Debt@), the amount of principal of such Balloon Parity Debt taken into account during any Fiscal Year shall be equal to the debt service calculated using the original principal amount of such Balloon Parity Debt amortized over the Term of Issue on a level debt service basis at an assumed interest rate equal to the rate borne by such Balloon Parity Debt on the date of calculation;

(3) Consent Sinking Fund. In the case of Balloon Parity Debt, if the Designated Financial Officer shall deliver to the Authority a certificate providing for the retirement of (and the instrument creating such Balloon Parity Debt shall permit the retirement of), or for the accumulation of a sinking fund for (and the instrument creating such Balloon Parity Debt shall permit the accumulation of a sinking fund for), such Balloon Parity Debt according to a fixed schedule stated in such certificate ending on or before the Fiscal Year in which such principal (and premium, if any) is due, then the principal of (and, in the case of retirement, or to the extent provided for by the sinking fund accumulation, the premium, if any, and interest and other debt service charges on) such Balloon Parity Debt shall be computed as if the same were due in accordance with such schedule, provided that this clause (3) shall apply only to Balloon Parity Debt for which the installments previously scheduled have been paid or deposited to the sinking fund established with respect to such debt on or before the times required by such schedule; and provided further that this clause (3) shall not apply where the Authority has elected to apply the rule set forth in clause (2) above;

(4) Prepaid Debt. Principal of and interest on Parity Obligations, or portions thereof, shall not be included in the computation of the Annual Debt Service Requirements for any Fiscal Year for which such principal or interest are payable from funds on deposit or set aside in trust

for the payment thereof at the time of such calculations (including without limitation capitalized interest and accrued interest so deposited or set aside in trust) with a financial institution acting as fiduciary with respect to the payment of such debt; and

(5) Variable Rate. As to any Parity Obligations that bear interest at a variable interest rate which cannot be ascertained at the time of calculation of the Annual Debt Service Requirement then, at the option of the Authority, either (A) an interest rate equal to the average rate borne by such Parity Obligations (or by comparable debt in the event that such Parity Obligations has not been Outstanding during the preceding 24 months) for any 24 month period ending within 30 days prior to the date of calculation, or (B) an interest rate equal to the 30-year Revenue Bond Index (as most recently published in The Bond Buyer), shall be presumed to apply for all future dates, unless such index is no longer published in The Bond Buyer, in which case an index of revenue bonds with maturities of at least 20 years which is published in a financial newspaper or journal with national circulation may be used for this purpose (if two series of Parity Obligations which bear interest at variable interest rate, or one or more maturities within a Series, of equal par amounts, are issued simultaneously with inverse floating interest rates providing a composite fixed interest rate for such Parity Obligations taken as a whole, such composite fixed rate shall be used in determining the Annual Debt Service Requirement with respect to such Parity Obligations);

(6) Guarantee. In the case of any guarantee, as described in clause (2) of the definition of Debt, no obligation will be counted as Parity Obligations for the purpose of the definition of AAnnual Debt Service Requirements@ unless the Authority has made such guarantee payable from the Gross Revenues on a parity basis to the lien created on the Gross Revenues hereby to secure the Parity Obligations, or if the Authority does not anticipate in its annual budget that it will make any payments on the guarantee. If, however, the guarantee is secured by the Gross Revenues, as aforesaid, and the Authority is making payments on a guarantee or anticipates doing so in its annual budget, such obligation shall be treated as Parity Obligations and calculations of annual debt service requirements with respect to such guarantee shall be made assuming that the Authority will make all additional payments due under the guaranteed obligation. If the entity whose obligation is guaranteed cures all defaults and the Authority no longer anticipates making payments under the guarantee, the guaranteed obligations shall not be included in the calculation of Annual Debt Service Requirements;

(7) Commercial Paper. With respect to any Parity Obligations issued in the form of commercial paper with maturities not exceeding 270 days, the interest on such Parity Obligations shall be calculated in the manner provided in clause (5) of this definition and the maturity schedule shall be calculated in the manner provided in clause (2) of this definition; and

(8) Credit Agreement Payments. If the Authority has entered into a Credit Agreement in connection with an issue of Debt and secured its obligation under the Credit Agreement from the Gross Revenues on a parity basis to the lien created on the Gross Revenues hereby to secure the Parity Obligations, payments due under the Credit Agreement (other than payments for fees and expenses), for either the Authority or the Credit Provider, shall be included in such calculation, except to the extent that the payments are already taken into account under (1) through (7) above and any payments otherwise included above under (1) through (7) which are to be replaced by payments under a Credit Agreement, from either the Authority or the Credit Provider, shall be excluded from such calculation.

With respect to any calculation of historic data, only those payments actually made in the subject period shall be taken into account in making such calculation and, with respect to prospective calculations, only those payments reasonably expected to be made in the subject period shall be taken into account in making the calculation.

"Bond Counsel" shall mean an attorney or firm of attorneys nationally recognized as bond counsel and selected by the Authority.

"Bonds" means and includes the Bonds initially issued and delivered pursuant to this Resolution and all Bonds exchanged therefor, as well as all other substitute bonds and replacement bonds issued pursuant hereto, and the term "Bond" shall mean any of the Bonds.

"Business Day" shall mean any day which is not a Saturday, Sunday, legal holiday, or a day on which banking institutions in the City of New York, New York or in the city where the designated payment office of the Paying Agent/Registrar is located are authorized by law or executive order to close.

"Code" shall mean the Internal Revenue Code of 1986, and any amendments thereto.

"Credit Agreement" shall mean collectively, a loan agreement, revolving credit agreement, agreement establishing a line of credit, letter of credit, reimbursement agreement, insurance contract, commitments to purchase Parity Obligations, purchase or sale agreements, interest rate swap agreements, currency exchange agreements, interest rate floor or cap agreements, or commitments or other contracts or agreements authorized, recognized and approved by the Board of Directors of the Authority as a Credit Agreement in connection with the authorization, issuance, security, or payment of Parity Obligations.

"Credit Facility" shall mean (i) a policy of insurance or a surety bond, issued by an issuer of policies of insurance insuring the timely payment of debt service on governmental obligations, provided that a Rating Agency having an outstanding rating on the Parity Obligations would rate the Parity Obligations fully insured by a standard policy issued by the issuer in its two highest generic rating categories for such obligations; and (ii) a letter or line of credit issued by any financial institution, provided that a Rating Agency having an outstanding rating on the Parity Obligations would rate the parity obligations in its two highest generic rating categories for such obligations if the letter or line of credit proposed to be issued by such financial institution secured the timely payment of the entire principal amount of the Parity Obligations and the interest thereon.

"Credit Provider" shall mean any bank, financial institution, insurance company, surety bond provider, or other entity which provides, executes, issues, or otherwise is a party to or provider of a Credit Agreement or Credit Agreement.

"Debt" shall mean all:

(1) indebtedness incurred or assumed by the Authority for borrowed money (including indebtedness arising under Credit Agreements) and all other financing obligations of the Authority that, in accordance with generally accepted accounting principles, are shown on the liability side of a balance sheet;

(2) other indebtedness (other than indebtedness otherwise treated as Debt hereunder) for borrowed money or for the acquisition, construction, or improvement of property or capitalized lease obligations that is guaranteed, directly or indirectly, in any manner by the Authority, or that is in effect guaranteed, directly or indirectly, by the Authority through an agreement, contingent or otherwise, to purchase any such indebtedness or to advance or supply funds for the payment or purchase of any such indebtedness or to purchase property or services primarily for the purpose of enabling the debtor or seller to make payment of such indebtedness, or to assure the owner of the indebtedness against loss, or to supply funds to or in any other manner invest in the debtor (including any agreement to pay for property or services irrespective of whether or not such property is delivered or such services are rendered), or otherwise; and

(3) indebtedness secured by any mortgage, lien, charge, encumbrance, pledge or other security interest upon property owned by the Authority whether or not the Authority has assumed or become liable for the payment thereof.

For the purpose of determining the "Debt" of the Authority, there shall be excluded any particular Debt if, upon or prior to the Maturity thereof, there shall have been deposited with the proper depository (a) in trust the necessary funds (or investments that will provide sufficient funds, if permitted by the instrument creating such Debt) for the payment, redemption, or satisfaction of such Debt or (b) evidence of such Debt deposited for cancellation; and thereafter it shall not be considered Debt. No item shall be considered Debt unless such item constitutes indebtedness under generally accepted accounting principles applied on a basis consistent with the financial statements prepared by or for the benefit of the Authority in prior Fiscal Years.

"Designated Financial Officer" shall mean the chief financial officer of the Authority, which is, at the time of adoption of this Resolution, Dale Sissney, or such other financial or accounting official of the Authority so designated by the Executive Director of the Authority.

"Fiscal Year" shall mean the twelve-month period commencing on July 1 and ending on the next June 30, or such other period commencing on the date designated by the Authority and ending one year later.

"Funded Debt" - All Parity Obligations created or assumed by the Authority, either through the use of the proceeds or by an obligation of the Authority to pay, guarantee or otherwise provide for the payment thereof which mature by their terms (in the absence of the exercise of any earlier right of demand), or that are renewable at the option of the Authority to a date, more than one year after the original creation or assumption of such debt by the Authority.

"Government Obligations" shall mean direct obligations of the United States of America, including obligations the principal of and interest on which are unconditionally guaranteed by the United States of America, which may be United States Treasury Obligations such as its State and Local Government Series, which may be in book-entry form.

"Gross Revenues" shall mean, for any period, all revenues derived by the Authority from:

(1) the Member City Participants pursuant to the Member City Landfill Contract, or the Additional Member City Participants pursuant to the Additional Member City Landfill Contracts, which constitute the "Bond Service Component" and the "Operation and Maintenance Component" (as such "Components" are defined in such Member City Landfill Contract or the Additional Member City Landfill Contracts, as the case may be);

(2) any other person or entity not described in clause (1) which utilizes the Facility on retail basis; and

(3) interest income from funds on deposit in the Revenue Fund, the Interest and Sinking Fund, and the Reserve Fund.

"Holder", "Bondholder" and "Registered Owner" or words of similar import each shall mean the registered owner of any Parity Obligation as shown on the Registration Books maintained by the Paying Agent/Registrar.

"Maturity" shall mean, when used with respect to any Debt payable in whole or in part from Gross Revenues, the date on which the principal of such Debt or any installment thereof becomes due and payable as therein provided, whether at the Stated Maturity thereof or by declaration of acceleration, call for redemption, or otherwise.

"Member City Participants" shall mean, collectively, the Member Cities and the Additional Member Cities, and the term "Member Participant" shall mean any one of such Member City Participants. For purposes of clarification, but without limiting the definition of the term "Member City Participants" or excluding additional entities as "Member City Participants" after the date of passage of this Resolution, the following entities are considered "Member City Participants" as of the date of passage of this Resolution: Denison, Gainesville, and Sherman.

"Net Revenues" shall mean, for any period, all Gross Revenues less Operation and Maintenance Expenses.

"Operation and Maintenance Expenses" means all costs of operation and maintenance of the Initial Facility Project including, but not limited to, repairs and replacements for which no special fund is created in this Resolution, the cost of utilities, supervision, engineering, accounting, auditing, regulatory costs, legal services, insurance premiums, and any other supplies, services, administrative costs, and equipment necessary for proper operation and maintenance of the Initial Facility Project, payments made for the use or operation of any property, payments of fines, and payments made by the Authority in satisfaction of judgments or other liabilities resulting from claims not covered by the Authority's insurance or not paid by one particular Member City arising in connection with the operation and maintenance of the Initial Facility Project. Depreciation shall not be considered an item of Operation and Maintenance Expense.

"Outstanding" shall mean, when used with respect to Parity Obligations, as of the date of determination, all Parity Obligations theretofore delivered under this Resolution and any resolution authorizing Additional Parity Obligations, except:

(1) Parity Obligations theretofore canceled and delivered to the Authority or delivered to the Paying Agent/Registrar for cancellation;

(2) Parity Obligations deemed paid pursuant to the provisions of Section 26 of this Resolution or any comparable section of any resolution authorizing Additional Parity Obligations;

(3) Parity Obligations upon transfer of or in exchange for and in lieu of which other Parity Obligations have been authenticated and delivered pursuant to this Resolution and any resolution authorizing Additional Parity Obligations; and

(4) Parity Obligations under which the obligations of the Authority have been released, discharged or extinguished in accordance with the terms thereof.

"Parity Obligations" shall mean, collectively, the Outstanding Series 2004 Bonds, the Bonds, and any Additional Parity Obligations.

"Paying Agent/Registrar" shall mean the respective bank, trust company, financial institution or other entity named in the resolution authorizing the issuance of each issue of Parity Obligations to provide paying agency and registrar services in connection with such issue of Parity Obligations.

"Rating Agency" shall mean one or more nationally recognized credit rating agencies then maintaining a rating on the Parity Obligations at the request of the Authority.

"Reimbursement Obligation" shall mean any obligation contained in a Credit Agreement entered into by the Authority in connection with any Reserve Fund Credit Facility pursuant to which the Authority obligates itself to reimburse a financial institution, insurance company or other entity for amounts paid or advanced by such entity pursuant to a Reserve Fund Credit Facility. Reimbursement Obligations may be payable from and secured by a lien on Gross Revenues which is on parity with, or subordinate to, the lien on Gross Revenues which secures the Parity Obligations pursuant to this Resolution.

"Reserve Fund Credit Facility" shall mean a Credit Facility which (i) may not be terminated by the Credit Provider providing such Credit Facility prior to the final maturity date of the series of Parity Obligations in connection with which such Credit Facility was issued, and (ii) may be drawn upon demand by the Authority to provide funds to pay principal and/or interest on the Parity Obligations in the event moneys on deposit in the Interest and Sinking Fund are insufficient to make such payment.

"Reserve Fund Requirement" shall mean, as of the date of issuance of any series of Parity Obligations, an amount equal to the average Annual Debt Service Requirements on the Parity Obligations Outstanding as of such date.

"Series 2004 Bonds" shall mean the Texoma Area Solid Waste Authority Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project).

"Term of Issue" shall mean with respect to any Balloon Parity Debt, a period of time equal to the greater of (i) the period of time commencing on the date of issuance of such Balloon Parity Debt and ending on the final maturity date of such Balloon Parity Debt or (ii) twenty-five years.

SECTION 8. PLEDGE; RATE COVENANTS. (a) Pledge. The Parity Obligations, and the interest thereon, are and shall be payable from and secured by an irrevocable first lien on and pledge of the Gross Revenues, and the Gross Revenues are further pledged irrevocably to the establishment and maintenance of the Interest and Sinking Fund and the Reserve Fund hereinafter confirmed and maintained.

(b) Covenants Relating to Rates and Charges. The Authority covenants and agrees with the holders of the Parity Obligations as follows:

(i) It will at all times fix, revise, maintain, charge and collect for services rendered by the Initial Facility Project, rates and charges which will produce Gross Revenues at least sufficient (A) to pay the Annual Debt Service Requirements on the Parity Obligations, (B) to pay all Operation and Maintenance Expenses, and (C) to make all deposits now or hereafter required to be made into the Funds created, established, or maintained by this Resolution; and

(ii) If the Initial Facility Project should become legally liable for any other obligations or indebtedness, the Authority shall fix, maintain, charge and collect additional rates and charges for services rendered by the Initial Facility Project sufficient to establish and maintain funds for the payment thereof.

SECTION 9. FUNDS. There is hereby confirmed and shall be maintained on the financial records of the Authority, for the pro rata benefit of all Parity Obligations, the following funds:

(a) Texoma Area Solid Waste Authority - Initial Facility Project Revenue Fund, hereinafter called the "Revenue Fund".

(b) Texoma Area Solid Waste Authority - Regional Solid Waste Disposal Contract Revenue Bonds (Initial Facility Project) Interest and Sinking Fund, hereinafter called the "Interest and Sinking Fund".

(c) Texoma Area Solid Waste Authority - Initial Facility Project Reserve Fund, hereinafter called the "Reserve Fund".

(d) Texoma Area Solid Waste Authority - Initial Facility Project Construction Fund hereinafter called the "Construction Fund".

SECTION 10. REVENUE FUND. All Gross Revenues collected by the Authority shall be deposited upon receipt to the credit of the Revenue Fund. The Funds on deposit in the Revenue Fund shall be used by the Authority, first, to make the deposit into the Interest and Sinking Fund at the times and in the amounts required by Section 11 hereof, and second, to pay all Operation and Maintenance Expenses. The remaining funds on deposit therein shall be transferred from the Revenue Fund into the Reserve Fund hereinafter described, and to satisfy any Reimbursement Obligation, in the manner and amounts hereinafter provided, and each of such Funds and the payment of such Reimbursement Obligation shall have priority as to such deposits in the order in which they are treated in the following sections.

SECTION 11. INTEREST AND SINKING FUND. (a) Use of Funds. The Interest and Sinking Fund shall be used solely to pay the principal of and interest on the Parity Obligations when due, and the Executive Director and the Designated Financial Officer of the Authority are hereby authorized to cause funds to be transferred from the Interest and Sinking Fund to the Paying Agent/Registrar at the times and in the amounts to pay Annual Debt Service Requirements.

(b) Deposit of Accrued Interest and Capitalized Interest. Immediately after the delivery of any series of Parity Obligations, all moneys representing accrued interest, if any, received by the Authority upon the sale and delivery of such Parity Obligations to the initial purchaser thereof, together with all capitalized interest being financed with proceeds of such Parity Obligations, if any (but in no event in excess of the amount permitted by Section 1201.042(a)(1), Texas Government Code, as amended, or other applicable law), shall be deposited to the credit of the Interest and Sinking Fund.

(c) Monthly Deposits. In addition, there shall be transferred Gross Revenues from the Revenue Fund and deposited into the Interest and Sinking Fund the following:

> (a) on or before the 25th day of each month, commencing with the month immediately following the issuance of any series of Parity Obligations, there shall be deposited into the Interest and Sinking Fund in approximately equal installments an amount as will be sufficient, together with other amounts, if any, then on deposit therein and available for such purpose, to pay the interest scheduled to come due on all Outstanding Parity Obligations on the next interest payment date.
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> (b) on or before the 25th day of each month, commencing with the twelfth (12th) month preceding the first principal payment date for a series of Parity Obligations, or commencing with the month immediately following the issuance of any series of Parity Obligations if delivery of such series of Parity Obligations is made less than twelve months preceding the first principal payment date for such series of Parity Obligations, there shall be deposited into the Interest and Sinking Fund in approximately equal installments an amount as will be sufficient, together with other amounts, if any, then on deposit therein and available for such purpose, to pay the principal scheduled to come due (either at stated maturity or due to mandatory sinking fund redemption) on all Outstanding Parity Obligations on the next principal payment date.
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> (c) on or before any optional redemption date set by the Authority for any Parity Obligations, there shall be deposited into the Interest and Sinking Fund an amount as will be sufficient to pay the principal of, premium, if any, and interest on the Parity Obligations scheduled to be redeemed on such optional redemption date.

SECTION 12. RESERVE FUND. (a) Use of Funds. The Reserve Fund shall be used to pay the principal of or interest on the Parity Obligations at any time when there is not sufficient money available in the Interest and Sinking Fund for such purpose, or to pay the principal of or interest on the last maturing Parity Obligations. If the amount on deposit in the Reserve Fund consists of cash and investments and a Reserve Fund Credit Facility, all cash and investments shall be liquidated and withdrawn prior to drawing on the Reserve Fund Credit Facility. If more than one Reserve Fund Credit Facility is maintained in the Reserve Fund, any withdrawals on such Reserve Fund Credit Facilities shall be pro rata.

(b) Reserve Fund Requirement; Required Reserve Amount. Upon the delivery of the Bonds to the Underwriter (as defined in Section 30), if the amount on deposit in the Reserve Fund is not equal to the Reserve Fund Requirement, the Pricing Officer is authorized to make any required deposit to the Reserve Fund to fund any increase in the Reserve Fund Requirement as the result of the issuance of the Bonds from (1) proceeds of the Bonds (2) a Reserve Fund Credit Facility, or (3) a combination thereof as determined by the Pricing Officer. The Paying Agent/Registrar shall maintain records showing the total amount drawn on, and available to be drawn under, a Reserve Fund Credit Facility to satisfy all or a portion of the Reserve Fund Requirement. After the Outstanding Series 2004 Bonds are no longer Outstanding, the Authority may at any time deposit, supplement, replace or substitute a Reserve Fund Credit Facility for cash or investments on deposit in the Reserve Fund or in substitution for or replacement of any existing Reserve Fund Credit Facility, provided, that the deposit, supplement, replacement or substitution of the Reserve Fund Credit Facility will not, in and of itself, cause any ratings then assigned to the Bonds by any Rating Agency to be lowered. During such time as the Reserve Fund contains the total Reserve Fund Requirement, the Authority may, at its option, withdraw all surplus in the Reserve Fund in excess of the Reserve Fund Requirement and transfer such surplus to the Revenue Fund, provided that the face amount of any Reserve Fund Credit Facility may reduced at the option of the Authority in lieu of such transfer; and further provided that any such surplus funds that are withdrawn from the Reserve Fund and that consist of proceeds of Parity Obligations or interest thereon shall only be used for purposes for which such Parity Obligations were issued or deposited to the Interest and Sinking Fund.

(c) Additional Deposits Upon Issuance of Additional Parity Obligations. As and when Additional Parity Obligations are delivered, the amount on deposit in the Reserve Fund shall be increased, if necessary, to the Reserve Fund Requirement after giving effect to the issuance of such Additional Parity Obligations. Any additional amount required shall be so accumulated by the deposit in the Reserve Fund of all or any part of said required additional amount in cash or a Reserve Fund Credit Facility immediately after the delivery of the then proposed Additional Parity Obligations, or (with the prior written consent of each then-existing Credit Provider of a Reserve Fund Credit Facility) by the deposit of said required additional amount (or any balance of said required additional amount not deposited in cash or a Reserve Fund Credit Facility as permitted below) in not more than sixty (60) approximately equal monthly installments, made on or before the 25th day of each month, commencing with the month immediately following the delivery of the then proposed Additional Parity Obligations.

(d) Additional Deposits to Cure Deficiencies. When and so long as the money and investments in the Reserve Fund total not less than the Reserve Fund Requirement (including the amount available to be drawn under a Reserve Fund Credit Facility), no deposits need be made to the credit of the Reserve Fund; but when and if the Reserve Fund at any time contains less than the Reserve Fund Requirement (other than with respect to the issuance of Additional Parity Obligations), the Authority covenants and agrees to cure the deficiency in the Reserve Fund Requirement within twenty four (24) months from the date the deficiency occurred by (i) making monthly deposits from funds on deposit in the Revenue Fund (but only after making the required deposits into the Interest and Sinking Fund and paying all Operation and Maintenance Expenses then due) on the 25th day of each month in approximately equal amounts required to (A) first, if a draw has been made on the Reserve Fund Credit Facility, pay Reimbursement Obligations to restore the amount available to be drawn under such Reserve Fund Credit Facility to its original amount (and pay all other amounts required by such Reserve Fund Credit Facility) by the end of such 24-month period (or earlier as required in an agreement between the Authority and the Credit Provider providing the Reserve Fund Credit Facility), and (B) second, restore the balance in the Reserve Fund to the Reserve Fund Requirement by the end of such 24-month period, (ii) providing a Reserve Fund Credit Facility (but only if all Reimbursement Obligations on any then-existing Reserve Fund Credit Facility has been paid in full), or (iii) providing a combination of (i) and (ii) above.

(e) Computation of Reserve Fund. For the purpose of determining the amount on deposit to the credit of the Reserve Fund, investments in which money in such account shall have been invested shall be computed at cost, and any Reserve Fund Credit Facility shall be computed at the maximum amount available to be drawn thereunder. The amount on deposit to the credit of the Reserve Fund shall be computed by the Authority at least annually, and shall be computed immediately upon any withdrawal from the Reserve Fund.

SECTION 13. EXCESS REVENUES. Subject to making the deposits into the Interest and Sinking Fund and the Reserve Fund, when and as required by this Resolution in connection with the Parity Obligations, and after satisfying any Reimbursement Obligation in connection with a draw on any Reserve Fund Credit Facility and paying all Operation and Maintenance Expenses then due, the Authority may utilize the remaining funds on deposit in the Revenue Fund for any lawful purpose.

SECTION 14. DEFICIENCIES IN FUNDS. If by the 25th day of any month the Authority shall fail to deposit into the Interest and Sinking Fund or the Reserve Fund the full amounts required by this Resolution, amounts equivalent to such deficiencies shall be set apart and paid into said Funds from the first available and unallocated Gross Revenues for the following month or months, if necessary and whichever is the earliest, and such payments shall be in addition to the amounts otherwise required to be paid into said Funds on the 25th day of each month.

SECTION 15. [RESERVED] .

SECTION 16. INVESTMENTS. (a) In General. Funds on deposit in the Revenue Fund, the Interest and Sinking Fund, the Reserve Fund, and the Construction Fund shall be secured by the depository bank of the Authority in the manner and to the extent required by law to secure other public funds of the Authority and may be invested from time to time in any investment authorized in the Public Funds Investment Act (Chapter 2256, Texas Government Code) and in accordance with the Authority's Investment Policy; provided, however, that all such deposits and investments shall be made in such manner that the money required to be expended from any Fund will be available at the proper time or times when expected to be needed. Interest and income derived from such deposits and investments shall be credited to the Revenue Fund, except for interest and income derived from the Construction Fund which may remain in such Fund or be transferred to the Revenue Fund, at the discretion of the Designated Financial Officer (but in no event shall such earnings be used to pay Operation and Maintenance Expenses). Such investments shall be sold promptly when necessary to prevent any default in connection with the Parity Obligations.

(b) Transfer of Certain Investment Earnings to Rebate Fund. Notwithstanding the provisions of the preceding paragraph, interest and income derived from any investment of money on deposit in the Construction Fund, the Interest and Sinking Fund, and the Reserve Fund shall first be transferred to the Rebate Fund established by Section 30(b) of this Resolution at the times and in the amounts required to pay (or provide for the payment of) "Excess Earnings" as defined in Section 148(f) of the Internal Revenue Code of 1986, as amended.

SECTION 17. SECURITY FOR FUNDS. All Funds created by this Resolution shall be secured in the manner and to the fullest extent permitted or required by law, and such Funds shall be used only for the purposes and in the manner permitted or required by this Resolution.

SECTION 18. INSURANCE. The Authority shall cause the Initial Facility Project to be insured as would usually be insured by entities operating similar facilities, with a responsible insurance company or companies, against risks, accidents, or casualties against which and to the extent insurance is usually carried by entities operating similar facilities, including, to the extent reasonably obtainable, fire and extended coverage insurance, but excluding insurance against damage by floods. Public liability and property damage insurance also shall be carried. At any time while any contractor engaged in construction work shall be fully responsible therefor, the Authority shall not be required to carry insurance on the work being constructed if the contractor is required to carry appropriate insurance. All such policies shall be open to the inspection of the Bondholders and their representatives at all reasonable times. Upon the happening of any loss or damage covered by insurance from one or more of said causes, the Authority shall make due proof of loss and shall do all things necessary or desirable to cause the insuring companies to make payment in full directly to the Authority. The proceeds of insurance covering such property, together with any other funds necessary and available for such purpose, shall be used forthwith by the Authority for repairing the property damaged or replacing the property destroyed; provided, however, that if said insurance proceeds and other funds are insufficient for such purpose, then said insurance proceeds pertaining to the Initial Facility Project shall, at the option of the Authority, be (i) deposited in a special and separate fund, at an official depository of the Authority, to be designated the Insurance Account or (ii) deposited in the Interest and Sinking Fund and used to redeem the Outstanding Parity Obligations, but only if such insurance proceeds, together with all funds then on deposit in the Interest and Sinking Fund and in the Reserve Fund, are sufficient to immediately redeem all Outstanding Parity Obligations. The Insurance Account shall be held until such time as other funds become available which, together with the Insurance Account, will be sufficient to make the repairs or replacements originally required.

SECTION 19. OPERATION AND MAINTENANCE. While any of the Parity Obligations are Outstanding the Authority covenants and agrees to keep and cause to be kept the Initial Facility Project in good condition, repair, and working order, and to operate and maintain and cause to be operated and maintained the Initial Facility Project in an efficient manner.

SECTION 20. ACCOUNTS AND RECORDS. The Authority shall keep or cause to be kept proper books of records and accounts in which complete and correct entries shall be made of all transactions relating to the Gross Revenues, Net Revenues and the Funds created pursuant to this Resolution, and all books, documents and vouchers relating thereto shall at all reasonable times be made available for inspection upon request of any Holder.

SECTION 21. AUDITS. After the close of each Fiscal Year while any of the Parity Obligations are Outstanding, an audit will be made of the books and accounts relating to the Gross Revenues and Net Revenues, and the Funds created pursuant to this Resolution, by an independent certified public accountant or the Texas State Auditor. As soon as practicable after the close of each such Fiscal Year, and when said audit has been completed and made available to the Authority, a copy of such audit for the preceding year shall be mailed to the Paying Agent/Registrar and to any Holders who shall so request in writing. The annual audit reports shall be open to the inspection of the Holders and their agents and representatives at all reasonable times.

SECTION 22. SPECIAL COVENANTS. The Authority further covenants and agrees that:

(a) <u>Encumbrance and Sale</u>. (i) Other than with respect to the Parity Obligations and except as provided in this Resolution, the Gross Revenues have not been pledged in any manner to the payment of any Debt of the Authority, or otherwise, and while any of the Parity Obligations are Outstanding, the Authority will not incur additional Debt secured by the Gross Revenues in any manner, except as permitted by this Resolution in connection with Additional Parity Obligations, unless said Debt is made junior and subordinate in all respects to the liens, pledges, covenants, and agreements of this Resolution and any resolution authorizing the issuance of Parity Obligations.

(ii) So long as the Parity Obligations are Outstanding, and except as hereinafter specifically permitted in subparagraph (iii) below, the Authority shall not mortgage, encumber, sell, lease, or otherwise dispose of the Initial Facility Project or any significant or substantial part thereof.

(iii) Notwithstanding the provisions in subparagraph (ii) hereof prohibiting the sale of any substantial part of the Initial Facility Project, the Authority shall be authorized from time to time to sell any personal property contained in the Initial Facility Project if such personal property is no longer needed or is no longer useful, and the sale thereof will not adversely affect the Initial Facility Project or the operation and maintenance thereof. The proceeds from the sale of any personal property shall be used to replace or provide substitutes for the property sold, if, and to the extent, deemed necessary by the Authority, and all such proceeds which are not so used shall be deposited into the Interest and Sinking Fund.

(b) Title. The Authority represents that it lawfully owns or will lawfully own, and has or will have fee simple title and/or easement rights to the land upon which the Initial Facility Project is or will be located, that the Initial Facility Project will be constructed and completed in accordance with the plans to be approved and adopted by the Authority, that it warrants that it has or will obtain and will defend the title or easement rights to the aforesaid land for the benefit of the owners of the Parity Obligations against the claims and demands of all persons whomsoever, and that it is lawfully qualified to pledge the Gross Revenues to the payment of the Parity Obligations, in the manner prescribed herein, and has lawfully exercised such rights.

(c) Liens. The Authority will from time to time and before the same become delinquent pay and discharge all taxes, assessments, and governmental charges, if any, which shall be lawfully imposed upon it, or on the Initial Facility Project, that it will pay all lawful claims for rents, royalties, labor, materials, and supplies which if unpaid might by law become a lien or charge upon the Initial Facility Project, the lien of which would be prior to or interfere with the liens hereof, so that the priority of the liens granted hereunder shall be fully preserved in the manner provided herein, and that it will not create or suffer to be created any mechanic's, laborer's, materialman's or other lien or charge which might or could be prior to the liens hereof, or do or suffer any matter or thing whereby the liens hereof might or could be impaired; provided, however, that no such tax, assessment, or charge, and that no such claims which might be or other lien or charge, shall be required to be paid so long as the validity of the same shall be contested in good faith by the Authority.

(d) Performance. It will faithfully perform at all times any and all covenants, undertakings, stipulations, and provisions contained in this Resolution and each resolution authorizing the issuance of Additional Parity Obligations, and in each and every Parity Obligation and pay from the Gross Revenues the principal of and interest on every Parity Obligation on the dates and in the places and manner prescribed in this Resolution; and that it will, at the times and in the manner prescribed, deposit or cause to be deposited from the Gross Revenues the amounts required to be deposited into the Interest and Sinking Fund and the Reserve Fund; and the owner of the Parity Obligations may require the Authority, its officials, agents, and employees to carry out, respect, or enforce the covenants and obligations of this Resolution, including, but without limitation, the use and filing of mandamus proceedings, in any court of competent jurisdiction, against the Authority, its officials, agents, and employees.

(e) Legal Authority. The Authority is duly authorized under the laws of the State of Texas to create and issue the Parity Obligations; that all action on its part for the creation and issuance of the Parity Obligations has been duly and effectively taken, and that the Parity Obligations in the hands of the owners thereof are and will be valid and enforceable special obligations of the Authority in accordance with their terms.

(f) Permits. The Authority will comply with all of the terms and conditions of any and all franchises, permits, and authorizations applicable to or necessary with respect to the Initial Facility Project, and which have been obtained from any governmental agency; and the Authority has or will obtain and keep in full force and effect all franchises, permits, authorizations, and other requirements applicable to or necessary with respect to the acquisition, construction, equipment, operation, and maintenance of the Initial Facility Project.

(g) Compliance with Member City Landfill Contract and Additional Member City Landfill Contracts. The Authority will comply with the terms and conditions of the Member City Landfill Contract and Additional Member City Landfill Contracts and will cause the parties to such agreements, their officials, and employees to comply with all of their obligations under their agreements by all legal and equitable means, including specifically, but without limitation, the use and filing of mandamus proceedings in any court of competent jurisdiction; and the Member City Landfill Contract and Additional Member City Landfill Contracts will not be rescinded, modified, or amended in any way which would have a materially adverse effect on the rights of the owners of the Parity Obligations. If the Authority obtains written confirmation from each Rating Agency that any rescission, modification or amendment to the Member City Landfill Contract or one or more of the Additional Member City Landfill Contracts would not cause such Rating Agency to reduce or withdraw such Rating Agency's then current rating on the Parity Obligations, such written confirmation will serve as conclusive evidence that such rescission, modification or amendment would not have a materially adverse effect on the rights of the owners of the Parity Obligations for purposes of this subsection.

SECTION 23. ADDITIONAL PARITY OBLIGATIONS. (a) Authority to Issue. The Authority shall have the right and power at any time and from time to time, and in one or more series or issues, to authorize, issue, and deliver additional parity revenue bonds (herein called "Additional Parity Obligations"), in accordance with law, in any amounts, for the purpose of constructing extensions and improvements to, and acquiring equipment for, the Initial Facility Project, or for the purpose of refunding any Parity Obligations and/or the interest thereon. Such Additional Parity Obligations, if and when authorized, issued, and delivered in accordance with the provisions hereof, shall be secured by and made payable equally and ratably on a parity with the Parity Obligations, from a first lien on and pledge of the Gross Revenues.

(b) Provisions Related to Interest and Sinking Fund and Reserve Fund. The Interest and Sinking Fund and the Reserve Fund established pursuant to this Resolution shall secure and be used to pay all Additional Parity Obligations as well as the Parity Obligations, all on a parity. However, each resolution under which Additional Parity Obligations are issued shall provide and require that, in addition to the amounts required by the provisions of this Resolution and the provisions of each resolution authorizing Additional Parity Obligations to be deposited to the credit of the Interest and Sinking Fund, the Authority shall deposit to the credit of the Interest and Sinking Fund at least such amounts as are required for the payment of all principal of and interest on said Additional Parity Obligations then being issued, as the same come due; and that the aggregate amount to be accumulated and maintained in the Reserve Fund shall be increased (if and to the extent necessary) to an amount and in the manner set forth in Section 12 of this Resolution.

SECTION 24. FURTHER REQUIREMENTS FOR ADDITIONAL PARITY OBLIGATIONS. Additional Parity Obligations shall be issued only in accordance with the provisions hereof, but notwithstanding any provisions hereof to the contrary, no installment, series, or issue of Additional Parity Obligations shall be issued or delivered unless the President of the Board of Directors of the Authority, the Executive Director of the Authority, or the Designated Financial Officer of the Authority signs a written certificate to the effect that (i) the Authority is not in default as to any covenant, condition, or obligation in connection with all Outstanding Parity Obligations and the resolutions authorizing such Parity Obligations, that the Interest and Sinking Fund and the Reserve Fund both contain the amount then required to be therein, and (ii) the Member City Landfill Contract and Additional Member City Landfill Contracts, if any, are in full force and effect.

SECTION 25. RESOLUTION A CONTRACT; AMENDMENTS. (a) Resolution a Contract. This Resolution shall constitute a contract with the registered owners of the Parity Obligations, binding on the Authority and its successors and assigns, and shall not be amended or repealed by the Authority as long as any Parity Obligation remains Outstanding except as permitted in this Section.

(b) Amendments Without Notice to or Consent of Registered Owners. The Authority may, with notice to the provider of each Reserve Fund Credit Facility but without the consent of or notice to any registered owners, amend, change, or modify this Resolution (i) as may be required for the purpose of curing any ambiguity, inconsistency, or formal defect or omission herein, or (ii) in connection with any other change (other than any change described in clauses (i) through (iv) of the first sentence in subsection (c) below) with respect to which the Authority receives written confirmation from each Rating Agency then maintaining a rating on the Parity Obligations at the request of the Authority that such amendment would not cause such Rating Agency to withdraw or reduce its then current rating on the Parity Obligations.

(c) Amendments With Notice to and Consent of Registered Owners. In addition, the Authority may, with the written consent of the provider of each Reserve Fund Credit Facility and the registered owners of at least a majority in aggregate principal amount of the Parity Obligations then Outstanding affected thereby, amend, change, modify, or rescind any provisions of this Resolution; provided that without the consent of all of the registered owners affected, no such amendment, change, modification, or rescission shall (i) extend the time or times of payment of the principal of and interest on the Parity Obligations, reduce the principal amount thereof or the rate of interest thereof, (ii) give any preference to any Parity Obligation over any other Parity Obligation, (iii) extend any waiver of default to subsequent defaults, or (iv) reduce the aggregate principal amount of Parity Obligations required for consent to any such amendment, change, modification, or rescission.

(d) Notice of Amendment. Whenever the Authority shall desire to make any amendment or addition to or rescission of this Resolution requiring consent of the provider of each Reserve Fund Credit Facility and/or the registered owners of the Parity Obligations, the Authority shall cause notice of the amendment, addition, or rescission to be sent by first class mail, postage prepaid, to (i) the provider of each Reserve Fund Credit Facility, and (ii) the registered owners (if the registered owners of all Parity Obligations or least a majority in aggregate principal amount of the Parity Obligations are required to consent) at the respective addresses shown on the Registration Books. Whenever at any time within one year after the date of the giving of such notice, the Authority shall receive an instrument or instruments in writing executed by the provider of each Reserve Fund Credit Facility and the registered owners of all or a majority (as the case may be) in aggregate principal amount of the Parity Obligations then Outstanding affected by any such amendment, addition, or rescission requiring the consent of the registered owners, which instrument or instruments shall refer to the proposed amendment, addition, or rescission described in such notice and shall specifically consent to and approve the adoption thereof in substantially the form of the copy thereof referred to in such notice, thereupon, but not otherwise, the Authority may adopt such amendment, addition, or rescission in substantially such form, except as herein provided.

(e) Effect of Amendment on Registered Owners. No Registered Owner may thereafter object to the adoption of any amendment, addition, or rescission which is accomplished pursuant to and in accordance with the provisions of this Section, or to any of the provisions thereof, and such amendment, addition, or rescission shall be fully effective for all purposes.

SECTION 26. DEFEASANCE OF BONDS. (a) Defeased Bonds. Any Bond and the interest thereon shall be deemed to be paid, retired and no longer Outstanding (a "Defeased Bond") within the meaning of this Resolution, except to the extent provided in subsection (d) of this Section, when payment of the principal of such Bond, plus interest thereon to the due date (whether such due date be by reason of maturity or otherwise) either (i) shall have been made or caused to be made in accordance with the terms thereof, or (ii) shall have been provided for on or before such due date by irrevocably depositing with or making available to the Paying Agent/Registrar or other lawful entity, which entity, together with the Paying Agent/Registrar, is referred to collectively in this Section as the "Defeasance Agent"), which may include the use of an escrow agreement or other similar instrument - the "Future Escrow Agreement": (1) lawful money of the United States of America sufficient to make such payment or (2) Defeasance Securities that mature as to principal and interest in such amounts and at such times as will insure the availability, without reinvestment, of sufficient money to provide for such payment, and when proper arrangements have been made by the Authority with the Defeasance Agent for the payment of its services until all Defeased Bonds shall have become due and payable. At such time as a Bond shall be deemed to be a Defeased Bond hereunder, as aforesaid, such Series Bond and the interest thereon shall no longer be secured by, payable from, or entitled to the benefits of, the Gross Revenues, and such principal and interest shall be payable solely from such money or Defeasance Securities. Notwithstanding any other provision of this Resolution to the contrary, it is hereby provided that any determination not to redeem Defeased Bonds that is made in conjunction with the payment arrangements specified in subsection (a)(i) or (ii) of this Section shall not be irrevocable, provided that: (1) in the proceedings providing for such payment arrangements, the Authority expressly reserves the right to call the Defeased Bonds for redemption; (2) gives notice of the reservation of that right to the owners of the Defeased Bonds immediately following the making of the payment arrangements; and (3) directs that notice of the reservation be included in any redemption notices that it authorizes.

(b) Investment in Defeasance Securities. Any moneys so deposited with the Defeasance Agent may at the written direction of the Authority be invested in Defeasance Securities, maturing in the amounts and times as hereinbefore set forth, and all income from such Defeasance Securities received by the Defeasance Agent that is not required for the payment of the Bonds and interest thereon, with respect to which such money has been so deposited, shall be turned over to the Authority, or deposited as directed in writing by the Authority. Any account or Future Escrow Agreement pursuant to which the money and/or Defeasance Securities are held for the payment of Defeased Bonds may contain provisions permitting the investment or reinvestment of such moneys in Defeasance Securities or the substitution of other Defeasance Securities upon the satisfaction of the requirements specified in subsections (a)(i) or (ii) of this Section 26. All income from such Defeasance Securities received by the Defeasance Agent which is not required for the payment of the Defeased Bonds, with respect to which such money has been so deposited, shall be remitted to the Authority or deposited as directed in writing by the Authority.

(c) Definition of Defeasance Securities. The term "Defeasance Securities" means any securities and obligations now or hereafter authorized by State law that are eligible to discharge obligations such as the Bonds.

(d) Paying Agent/Registrar Services. Until all Defeased Bonds shall have become due and payable, the Paying Agent/Registrar shall perform the services of Paying Agent/Registrar for such Defeased Bonds the same as if they had not been defeased, and the Authority shall make proper arrangements to provide and pay for such services as required by this Resolution.

(e) Selection of Bonds for Defeasance. In the event that the Authority elects to defease less than all of the principal amount of Bonds of a maturity, the Paying Agent/Registrar shall select, or cause to be selected, such amount of Bonds by such random method as it deems fair and appropriate.

SECTION 27. DAMAGED, MUTILATED, LOST, STOLEN, OR DESTROYED BONDS. (a) Replacement Bonds. In the event any Outstanding Bond is damaged, mutilated, lost, stolen, or destroyed, the Paying Agent/Registrar shall cause to be printed, executed, and delivered, a new bond of the same principal amount, maturity, and interest rate, as the damaged, mutilated, lost, stolen, or destroyed Bond, in replacement for such Bond in the manner hereinafter provided.

(b) Application for Replacement Bonds. Application for replacement of damaged, mutilated, lost, stolen, or destroyed Bonds shall be made by the registered owner thereof to the Paying Agent/Registrar. In every case of loss, theft, or destruction of a Bond, the registered owner applying for a replacement bond shall furnish to the Authority and to the Paying Agent/Registrar such security or indemnity as may be required by them to save each of them harmless from any loss or damage with respect thereto. Also, in every case of loss, theft, or destruction of a Bond, the registered owner shall furnish to the Authority and to the Paying Agent/Registrar evidence to their satisfaction of the loss, theft, or destruction of such Bond, as the case may be. In every case of damage or mutilation of a Bond, the registered owner shall surrender to the Paying Agent/Registrar for cancellation the Bond so damaged or mutilated.

(c) No Default Occurred. Notwithstanding the foregoing provisions of this Section, in the event any such Bond shall have matured, and no default has occurred which is then continuing in the payment of the principal of, redemption premium, if any, or interest on the Bond, the Authority may authorize the payment of the same (without surrender thereof except in the case of a damaged or mutilated Bond) instead of issuing a replacement Bond, provided security or indemnity is furnished as above provided in this Section.

(d) Charge for Issuing Replacement Bonds. Prior to the issuance of any replacement bond, the Paying Agent/Registrar shall charge the registered owner of such Bond with all legal, printing, and other expenses in connection therewith. Every replacement bond issued pursuant to the provisions of this Section by virtue of the fact that any Bond is lost, stolen, or destroyed shall constitute a contractual obligation of the Authority whether or not the lost, stolen, or destroyed Bond shall be found at any time, or be enforceable by anyone, and shall be entitled to all the benefits of this Resolution equally and proportionately with any and all other Bonds duly issued under this Resolution.

(e) Authority for Issuing Replacement Bonds. This Section shall constitute authority for the issuance of any such replacement bond without necessity of further action by the governing body of the Authority or any other body or person, and the duty of the replacement of such bonds is hereby authorized and imposed upon the Paying Agent/Registrar, and the Paying Agent/Registrar shall authenticate and deliver such Bonds in the form and manner and with the effect, as provided in Section 4(b) of this Resolution for Bonds issued in conversion and exchange for other Bonds.

SECTION 28. CUSTODY, APPROVAL, AND REGISTRATION OF BONDS; BOND COUNSEL'S OPINION; CUSIP NUMBERS AND CONTINGENT INSURANCE PROVISION, IF OBTAINED. The President of the Board is hereby authorized to have control of the Bonds initially issued and delivered hereunder and all necessary records and proceedings pertaining to the Bonds pending their delivery and their investigation, examination, and approval by the Attorney General of the State of Texas, and their registration by the Comptroller of Public Accounts of the State of Texas. Upon registration of the Bonds said Comptroller of Public Accounts (or a deputy designated in writing to act for said Comptroller) shall manually sign the Comptroller's Registration Certificate attached to such Bonds, and the seal of said Comptroller shall be impressed, or placed in facsimile, on such Certificate. The approving legal opinion of the Authority's Bond Counsel, and the assigned CUSIP numbers may, at the option of the Authority, be printed on the Bonds issued and delivered under this Resolution, but neither shall have any legal effect, and shall be solely for the convenience and information of the registered owners of the Bonds.

SECTION 29. COVENANTS REGARDING TAX-EXEMPTION OF INTEREST ON THE BONDS. (a) Covenants. The Authority covenants to take any action necessary to assure, or refrain from any action which would adversely affect, the treatment of the Bonds as obligations described in section 103 of the Code, the interest on which is not includable in the "gross income" of the Holder for purposes of federal income taxation. In furtherance thereof, the Authority covenants as follows:

(1) to take any action to assure that no more than 10 percent of the proceeds of the Bonds or the projects finance therewith (less amounts deposited to a reserve fund, if any) are used for any "private business use," as defined in section 141(b)(6) of the Code or, if more than 10 percent of the proceeds or the projects financed therewith are so used, such amounts, whether or not received by the Authority, with respect to such private business use, do not, under the terms of this Resolution or any underlying arrangement, directly or indirectly, secure or provide for the payment of more than 10 percent of the debt service on the Bonds, in contravention of section 141(b)(2) of the Code;

(2) to take any action to assure that in the event that the "private business use" described in subsection (1) hereof exceeds 5 percent of the proceeds of the Bonds or the projects financed therewith (less amounts deposited into a reserve fund, if any) then the amount in excess of 5 percent is used for a "private business use" which is "related" and not "disproportionate," within the meaning of section 141(b)(3) of the Code, to the governmental use;

(3) to take any action to assure that no amount which is greater than the lesser of $5,000,000, or 5 percent of the proceeds of the Bonds (less amounts deposited into a reserve fund, if any) is directly or indirectly used to finance loans to persons, other than state or local governmental units, in contravention of section 141(c) of the Code;

(4) to refrain from taking any action which would otherwise result in the Bonds being treated as "private activity bonds" within the meaning of section 141(b) of the Code;

(5) to refrain from taking any action that would result in the Bonds being "federally guaranteed" within the meaning of section 149(b) of the Code;

(6) to refrain from using any portion of the proceeds of the Bonds, directly or indirectly, to acquire or to replace funds which were used, directly or indirectly, to acquire investment property (as defined in section 148(b)(2) of the Code) which produces a materially higher yield over the term of the Bonds, other than investment property acquired with --

(A) proceeds of the Bonds invested for a reasonable temporary period until such proceeds are needed for the purpose for which the bonds are issued,

(B) amounts invested in a bona fide debt service fund, within the meaning of section 1.148-1(b) of the Treasury Regulations, and

(C) amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed 10 percent of the proceeds of the Bonds;

(7) to otherwise restrict the use of the proceeds of the Bonds or amounts treated as proceeds of the Bonds, as may be necessary, so that the Bonds do not otherwise contravene the requirements of section 148 of the Code (relating to arbitrage) and, to the extent applicable, section 149(d) of the Code (relating to advance refundings); and

(8) to pay to the United States of America at least once during each five-year period (beginning on the date of delivery of the Bonds) an amount that is at least equal to 90 percent of the "Excess Earnings," within the meaning of section 148(f) of the Code and to pay to the United States of America, not later than 60 days after the Bonds have been paid in full, 100 percent of the amount then required to be paid as a result of Excess Earnings under section 148(f) of the Code.

(b) Rebate Fund. In order to facilitate compliance with the above covenant (8), a "Rebate Fund" is hereby established by the Authority for the sole benefit of the United States of America, and such Fund shall not be subject to the claim of any other person, including without limitation the Holders. The Rebate Fund is established for the additional purpose of compliance with section 148 of the Code.

(c) Proceeds. The Authority understands that the term "proceeds" includes "disposition proceeds," as defined in the Treasury Regulations and, in the case of refunding bonds, transferred proceeds (if any) and proceeds of the Refunded Bonds expended prior to the date of issuance of the Bonds. It is the understanding of the Authority that the covenants contained herein are intended to assure compliance with the Code and any regulations or rulings promulgated by the U.S. Department of the Treasury pursuant thereto. In the event that regulations or rulings are hereafter promulgated which modify or expand provisions of the Code, as applicable to the Bonds, the Authority will not be required to comply with any covenant contained herein to the extent that such failure to comply, in the opinion of nationally recognized bond counsel, will not adversely affect the exemption from federal income taxation of interest on the Bonds under section 103 of the Code. In the event that regulations or rulings are hereafter promulgated which impose additional requirements which are applicable to the Bonds, the Authority agrees to comply with the additional requirements to the extent necessary, in the opinion of nationally recognized bond counsel, to preserve the exemption from federal income taxation of interest on the Bonds under section 103 of the Code. In furtherance of such intention, the Board of Directors hereby authorizes and directs the Executive Director and Designated Financial Officer of the Authority to execute any documents, certificates or reports required by the Code and to make such elections, on behalf of the Authority, which may be permitted by the Code as are consistent with the purpose for the issuance of the Bonds.

(d) Disposition of Project. The Authority covenants that neither the property constituting the project financed with the proceeds of the Refunded Bonds will not be sold or otherwise disposed in a transaction resulting in the receipt by the Authority of cash or other compensation, unless the Authority obtains an opinion of nationally recognized bond counsel that such sale or other disposition will not adversely affect the tax-exempt status of the Bonds. For purposes of the foregoing, the portion of the property comprising personal property and disposed of in the ordinary course shall not be treated as a transaction resulting in the receipt of cash or other compensation. For purposes hereof, the Authority shall not be obligated to comply with this covenant if it obtains an opinion that such failure to comply will not adversely affect the excludability for federal income tax purposes from gross income of the interest on the Bonds.

SECTION 30. SALE OF BONDS; OFFICIAL STATEMENT. (a) The Bonds shall be sold and delivered subject to the provisions of Section 1 and Section 3 and pursuant to the terms and provisions of a bond purchase agreement (the "Purchase Agreement") which the Pricing Officer is hereby authorized to execute and deliver and in which the purchaser or purchasers (individually or collectively, the "Underwriter") of the Bonds shall be designated. The Bonds shall initially be registered in the name of the Underwriter as set forth in the Pricing Certificate.

(b) The Pricing Officer is hereby authorized, in the name and on behalf of the Authority, to approve, distribute, and deliver a preliminary official statement and a final official statement relating to the Bonds to be used by the Underwriter in the marketing of the Bonds.

SECTION 31. AUTHORITY FOR OFFICERS TO EXECUTE DOCUMENTS AND APPROVE CHANGES. The President, Vice President and the Secretary of the Board of Directors of the Authority, the Pricing Officer and the Designated Financial Officer of the Authority, and all other officers, employees, and agents of the Authority, and each of them, shall be and they are hereby expressly authorized, empowered, and directed from time to time and at any time to do and perform all such acts and things and to execute, acknowledge, and deliver in the name and under the corporate seal and on behalf of the Authority a Paying Agent/Registrar Agreement with the Paying Agent/Registrar and all other instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Resolution, the Letter of Representations, the Bonds, the sale of the Bonds and the Official Statement. Notwithstanding anything to the contrary contained herein, while the Bonds are subject to DTC's Book-Entry Only System and to the extent permitted by law, the Letter of Representations is hereby incorporated herein and its provisions shall prevail over any other provisions of this Resolution in the event of conflict. In case any officer whose signature shall appear on any Bond shall cease to be such officer before the delivery of such Bond, such signature shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such delivery.

Furthermore, at any time prior to the delivery of the Bonds, the President or Vice President of the Board and the Pricing Officer each are hereby individually authorized and directed to approve any changes or corrections to this Resolution or to any of the instruments authorized and approved by this

Resolution necessary in order to (i) correct any ambiguity or mistake or properly or more completely document the transaction contemplated and approved by this Resolution, (ii) obtain a rating from any of the Rating Agencies, (iii) to obtain a municipal bond insurance policy to further secure the Bonds, or (iv) obtain a Reserve Fund Credit Facility and (v) obtain the approval of the Bonds by the Texas Attorney General's office.

(b) The obligation of the Underwriter to accept delivery of the Bonds is subject to the Underwriter being furnished with the final, approving opinion of McCall, Parkhurst & Horton L.L.P., bond counsel to the Authority, which opinion shall be dated as of and delivered on the date of initial delivery of the Bonds to the Underwriter. The engagement of such firm as bond counsel to the Authority is hereby approved and confirmed. The execution and delivery of an engagement agreement between the Authority and such firm, with respect to such services as bond counsel for the term therein stated, is hereby authorized in such form as may be approved by the President of the Board and the President of the Board is hereby authorized to execute such engagement agreement.

SECTION 32. COMPLIANCE WITH RULE 15c2-12. (a) Applicability of this Section. This Section 33 shall apply only if the terms of sale of the Bonds require that the Authority enter into a continuing disclosure agreement with the purchaser of the Bonds pursuant to the Rule (as hereinafter defined).

(b) Definitions. That as used in this Section, the following terms have the meanings ascribed to such terms below:

"MSRB" means the Municipal Securities Rulemaking Board.

"Rule" means SEC Rule 15c2-12, as amended from time to time.

"SEC" means the United States Securities and Exchange Commission.

(c) Continuing Disclosure Agreement. (a) Pursuant to Section 8.06 of the Member City Landfill Contract, the Authority and Denison, Gainesville and Sherman have undertaken for the benefit of the beneficial owners of the Bonds and any series of bonds to be issued by the Authority pursuant to the Member City Landfill Contract, to the extent set forth therein, to provide continuing disclosure of financial information and operating data with respect to the Authority and Denison, Gainesville and Sherman, respectively, in accordance with the Rule as promulgated by the SEC.

(d) Material Event Notices. The Authority shall notify the MSRB in an electronic format as prescribed by the MSRB, in a timely manner, of any of the following events with respect to the Bonds, if such event is material within the meaning of the federal securities laws:

1. Principal and interest payment delinquencies;

2. Non-payment related defaults;

3. Unscheduled draws on debt service reserves reflecting financial difficulties;

4. Unscheduled draws on credit enhancements reflecting financial difficulties;

5. Substitution of credit or liquidity providers, or their failure to perform;

6. Adverse tax opinions or events affecting the tax-exempt status of the Bonds;

7. Modifications to rights of holders of the Bonds;

8. Bond calls;

9. Defeasances;

10. Release, substitution, or sale of property securing repayment of the Bonds; and

11. Rating changes.

(e) Future Continuing Disclosure Agreements. In the event the Authority executes an Additional Member City Landfill Contract with a public entity or executes a landfill service contract with a private entity, the Authority shall obligate the contracting public or private entity to abide by the terms of a Continuing Disclosure Agreement, in the form approved by Bond Counsel in order to comply with the then-current requirements of the Rule, if such contracting public or private entity's payments to the Authority for the use of or service from the Facility in any previous calendar year, throughout the term of the contract, exceeded 10% of the Gross Revenues of the Facility.

(f) Limitations, Disclaimers, and Amendments.

The Authority shall be obligated to observe and perform or cause a Member City or Additional Member City to observe and perform the covenants specified in this Section for so long as, but only for so long as, such Member City or other Additional Member City remains a "Significant Obligated Person" with respect to the Bonds, except that the Authority in any event will give notice of any deposit made in accordance with this Resolution that causes the Bonds to no longer be outstanding.

The provisions of this Section are for the sole benefit of (and may be enforced by) the holders and beneficial owners of the Bonds, and nothing in this Section, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The Authority undertakes to provide or cause to be provided only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Section and does not hereby undertake to provide or cause to be provided any other information that may be relevant or material to a complete presentation of the Authority's, a Member City's or any other Additional Member City=s financial results, condition or prospects or hereby undertake to update any information provided in accordance with this Section or otherwise, except as expressly provided herein. The Authority does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE AUTHORITY BE LIABLE TO THE HOLDER OR BENEFICIAL OWNER OF ANY BOND OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE AUTHORITY, WHETHER NEGLIGENT OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS SECTION, BUT EVERY RIGHT AND REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR MANDAMUS OR SPECIFIC PERFORMANCE.

No default by the Authority in observing or performing its obligations under this Section shall comprise a breach of or default under this Contract for purposes of any other provision of this Contract.

Nothing in this Section is intended or shall act to disclaim, waive, or otherwise limit the duties of the Authority under federal and state securities laws.

The provisions of this Section may be amended by the Authority from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the Authority, the Member Cities or any other Additional Member City, but only if (1) the provisions of this Section, as so amended, would have permitted an underwriter to purchase or sell Bonds in the primary offering of the Bonds in compliance with the Rule, taking into account any amendments or interpretations of the Rule since such offering as well as such changed circumstances, and (2) either (a) the owners of a majority in aggregate principal amount (or any greater amount required by any other provision of this Contract that authorizes such an amendment) of the outstanding Bonds consent to such amendment or (b) an entity that is unaffiliated with the Authority (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interest of the owners and beneficial owners of the Bonds. If the Authority so amends the provisions of this Section, it, or any Member City or other Additional Member City shall include or cause to be included with any amended financial information or operating data next provided in accordance with Subsection (a) hereof, an explanation, in narrative form, of the reason for the amendment and the impact of any change in the type of financial information or operating data to be so provided. The Authority may also amend or repeal the provisions of this Section if the SEC amends or repeals the applicable provision of the Rule or a court of final jurisdiction enters judgment that such provisions of the Rule are invalid, but only if and to the extent that the provisions of this sentence would not prevent an underwriter from lawfully purchasing or selling Bonds in the primary offering of the Bonds.

SECTION 33. APPROVAL OF ESCROW AGREEMENT AND TRANSFER OF FUNDS. In furtherance of authority granted by Section 26 of the Resolution authorizing the issuance of the Refunded Bonds, the Pricing Officer is authorized and directed to approve the form and substance of an escrow agreement with U.S. Bank, National Association (the "Escrow Agreement") and the Pricing Officer or the President of the Board, are hereby authorized and directed to execute and deliver, and the Secretary of the Board is hereby authorized to attest the Escrow Agreement, which Escrow Agreement will provide for the payment in full of the Refunded Bonds. In addition, the President of the Board or the Pricing Officer is authorized to enter into and execute any acknowledgment or other agreement necessary or ancillary with respect to the investment of the Escrowed Securities (as defined in the Escrow Agreement), or any agreement or instrument necessary to purchase such securities, to execute such subscriptions for the purchase of United States Treasury Securities, State and Local Government Series and to authorize such contributions, including the lawful withdrawal of funds from the Reserve Fund for such contribution, for the escrow fund as provided in the Escrow Agreement.

SECTION 34. REDEMPTION OF REFUNDED BONDS. (a) Subject to execution and delivery of the Purchase Agreement with the Purchaser, the Authority hereby directs that the Refunded Bonds be called for redemption on the dates and at the prices set forth in the Pricing Certificate. The Pricing Officer is hereby authorized and directed to issue or cause to be issued the Notice of Redemption of the Refunded Bonds in substantially the form set forth in Exhibit A attached hereto as may be applicable, completed with information from the Pricing Certificate, to the paying agent for the Refunded Bonds.

(b) The paying agent/registrar for the Refunded Bonds is hereby directed to provide the appropriate notices of redemption as required by the Refunded Bonds and is hereby directed to make appropriate arrangements so that the Refunded Bonds may be redeemed on the redemption dates.

(c) If the redemption of the Refunded Bonds results in the partial refunding of any maturity of the Refunded Bonds, the Pricing Officer shall direct the paying agent/registrar for the Refunded Bonds to designate at random and by lot which of the Refunded Bonds will be payable from and secured solely from revenues of the Authority pursuant to the resolution of the Authority authorizing the issuance of such Refunded Bonds (the "Refunded Bonds Resolution"). For purposes of such determination and designation, all Refunded Bonds registered in denominations greater than $5,000 shall be considered to be registered in separate $5,000 denominations. The paying agent/registrar shall notify by first-class mail all registered owners of all affected bonds of such maturities that: (i) a portion of such bonds have been refunded and are secured until final maturity solely with cash and investments maintained by the Escrow Agent in the Escrow Fund, (ii) the principal amount of all affected bonds of such maturities registered in the name of such registered owner that have been refunded and are payable solely from cash and investments in the Escrow Fund and the remaining principal amount of all affected bonds of such maturities registered in the name of such registered owner, if any, have not been refunded and are payable and secured solely from revenues of the Authority described in the Refunded Bonds Resolution, (iii) the registered owner is required to submit his or her Refunded Bonds to the paying agent/registrar, for the purposes of re-registering such registered owner's bonds and assigning new CUSIP numbers in order to distinguish the source of payment for the principal and interest on such bonds, and (iv) payment of principal of and interest on such bonds may, in some circumstances, be delayed until such bonds have been re-registered and new CUSIP numbers have been assigned as required by (iii) above.

(d) The source of funds for payment of the principal of and interest on the Refunded Bonds on their respective maturity or redemption dates shall be from the funds deposited with the Escrow Agent, pursuant to the Escrow Agreement approved in Section 34 of this Resolution.

SECTION 35. INCORPORATION OF RECITALS. The Authority hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the Authority hereby incorporates such recitals as a part of this Resolution.

SECTION 36. EFFECTIVE DATE. This Resolution shall become effective immediately after its adoption.

[The remainder of this page is intentionally left blank.]

ADOPTED BY THE BOARD OF DIRECTORS OF THE TEXOMA AREA SOLID WASTE AUTHORITY AT A REGULAR MEETING HELD ON THE 20TH DAY OF OCTOBER, 2010.

APPROVED:

____
President, Board of Directors
Texoma Area Solid Waste Authority

ATTEST:

____
Secretary, Board of Directors
Texoma Are Solid Waste Authority

[SIGNATURE PAGE TO BOND RESOLUTION]

SCHEDULE I

SCHEDULE OF ELIGIBLE REFUNDED BONDS

Texoma Area Solid Waste Authority Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project), maturities February 15, 2011 through February 15, 2023, inclusive, and February 15, 2025 and February 15, 2029, aggregating $16,795,000 in principal amount.

Texoma Area Solid Waste Authority Regional Solid Waste Disposal Contract Revenue Bonds, Series 2008, maturities February 15, 2011 through February 15, 2013, inclusive, aggregating $1,940,000 in principal amount.

<u>EXHIBIT A-1</u>

NOTICE OF REDEMPTION AND DEFEASANCE

TEXOMA AREA SOLID WASTE AUTHORITY REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE BONDS, SERIES 2004 (INITIAL FACILITY PROJECT)
CUSIP Prefix No. 88305M

NOTICE IS HEREBY GIVEN that Texoma Area Solid Waste Authority (the "Authority") has called for redemption the outstanding bonds of the District described as follows:

> **Texoma Area Solid Waste Authority Regional Solid Waste Disposal Contract Revenue Bonds, Series 2004 (Initial Facility Project)**, dated April 1, 2004 maturing February 15, ________, in the aggregate principal amount of $______________ (the "Refunded Series 2004 Bonds"), as follows:

Original Maturity Date	Principal Amount Outstanding	Principal Amount To Be Refunded	CUSIP Suffix

> to the call date of the Refunded Series 2004 Bonds so called for redemption at U.S. Bank National Association. Call date: _____ __, 20__.
>
> On ____ __, 20__, interest on the Refunded Series 2004 Bonds shall cease to accrue and be payable.

THE REFUNDED SERIES 2004 BONDS shall be redeemed at U.S. Bank National Association, as the Paying Agent/Registrar for the Refunded Series 2004 Bonds. Upon presentation of the Refunded Series 2004 Bonds at the Paying Agent/Registrar on the aforementioned redemption date, the holder thereof shall be entitled to receive the redemption price equal to par and accrued interest to the redemption date.

NOTICE IS FURTHER GIVEN that due and proper arrangements have been made for providing the place of payment of the Refunded Series 2004 Bonds called for redemption with funds sufficient to pay the principal amount of the Refunded Series 2004 Bonds and the interest thereon to the redemption date. In the event the Refunded Series 2004 Bonds are not presented for redemption by the respective date fixed for their redemption, they shall not thereafter bear interest.

UNDER THE PROVISIONS of Section 3406 of the Internal Revenue Code of 1986, as amended, paying agents making payments of interest and principal on municipal securities may be obligated to withhold a tax from remittance to individuals who have failed to furnish the paying agent with a valid taxpayer identification number. Registered bondholders who wish to avoid the imposition of the tax should submit certified taxpayer identification numbers (via form W-9) when presenting the Refunded Series 2004 Bonds for payment.

THIS NOTICE is issued and given pursuant to the redemption provisions in the proceedings authorizing the issuance of the Refunded Series 2004 Bonds and in accordance with the recitals and provisions of each of the Refunded Series 2004 Bonds, respectively.

NOTICE IS FURTHER GIVEN that the Refunded Series 2004 Bonds should be submitted to any of the following addresses:

By Hand	By Mail
U.S. Bank National Association	U.S. Bank National Association
Attention:______________	Attention:_____________
[Address]	[Address]

EXHIBIT A-2

NOTICE OF REDEMPTION AND DEFEASANCE

TEXOMA AREA SOLID WASTE AUTHORITY REGIONAL SOLID WASTE DISPOSAL CONTRACT REVENUE BONDS, SERIES 2008
CUSIP Prefix No. 88305M

NOTICE IS HEREBY GIVEN that Texoma Area Solid Waste Authority (the "Authority") has called for redemption the outstanding bonds of the District described as follows:

> **Texoma Area Solid Waste Authority Regional Solid Waste Disposal Contract Revenue Bonds, Series 2008**, dated April 15,2008 maturing February 15, ________, in the aggregate principal amount of $______________ (the "Refunded Series 2004 Bonds"), as follows:

Original Maturity Date	Principal Amount Outstanding	Principal Amount To Be Refunded	CUSIP Suffix

> to the call date of the Refunded Series 2008 Bonds so called for redemption at U.S. Bank National Association. Call date: _____ __, 20__.
>
> On ____ __, 20__, interest on the Refunded Series 2008 Bonds shall cease to accrue and be payable.

THE REFUNDED SERIES 2008 BONDS shall be redeemed at U.S. Bank National Association, as the Paying Agent/Registrar for the Refunded Series 2008 Bonds. Upon presentation of the Refunded Series 2008 Bonds at the Paying Agent/Registrar on the aforementioned redemption date, the holder thereof shall be entitled to receive the redemption price equal to par and accrued interest to the redemption date.

NOTICE IS FURTHER GIVEN that due and proper arrangements have been made for providing the place of payment of the Refunded Series 2008 Bonds called for redemption with funds sufficient to pay the principal amount of the Refunded Series 2008 Bonds and the interest thereon to the redemption date. In the event the Refunded Series 2008 Bonds are not presented for redemption by the respective date fixed for their redemption, they shall not thereafter bear interest.

UNDER THE PROVISIONS of Section 3406 of the Internal Revenue Code of 1986, as amended, paying agents making payments of interest and principal on municipal securities may be obligated to withhold a tax from remittance to individuals who have failed to furnish the paying agent with a valid taxpayer identification number. Registered bondholders who wish to avoid the imposition of the tax should submit certified taxpayer identification numbers (via form W-9) when presenting the Refunded Series 2004 Bonds for payment.

THIS NOTICE is issued and given pursuant to the redemption provisions in the proceedings authorizing the issuance of the Refunded Series 2008 Bonds and in accordance with the recitals and provisions of each of the Refunded Series 2008 Bonds, respectively.

NOTICE IS FURTHER GIVEN that the Refunded Series 2008 Bonds should be submitted to any of the following addresses:

By Hand	By Mail
U.S. Bank National Association	U.S. Bank National Association
Attention:_____________	Attention:____________
[Address]	[Address]

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. C.2

**** RESOLUTION NO. 5532***
Authorizing Execution of Deeds for the Resale of Six Tracts of Land within the Sherman City Limits Seized for Delinquent Taxes

Issue
The attached resolution authorizes the acceptance of bids and the execution of deeds for the resale of six tracts of land in Sherman's city limits due to unpaid property taxes.

Background
Grayson County sold six tracts of real property located within the Sherman city limits on North Montgomery, East Chaffin, West Jones, Inwood and South Branch, as trustee for all taxing entities involved. The Grayson County Tax-Assessor and Collector received offers ranging from $134.10 to $850.00 for each of the six tracts, a total offer of $3,195.71 for the six properties, and is seeking the City Council's approval for the sale, including the acceptance of the high bids received and the execution of deeds to the new property owners.

Origination
John Ramsey, Assessor and Collector of Taxes for Grayson County

Financial Consideration
The proceeds of the sale would be applied to the cost of the sale and the delinquent taxes, with the City of Sherman receiving its pro-rata share. The sale would also return the six properties to the tax rolls.

Staff Recommendation
The staff recommends approval of this resolution.

Alternatives
The City Council could deny this resolution.

Attachments
Resolution No. 5532
Letter and attachments from Tax Assessor-Collector John Ramsey
Location Map with Aerial View of Properties
Photos of Individual Properties

Prepared by:
Robby Hefton, Assistant City Manager/CFO

Approved by:
George Olson, City Manager

RESOLUTION NO. 5532

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS, AUTHORIZING EXECUTION OF DEEDS FOR THE RESALE OF SIX TRACTS OF LAND WITHIN THE SHERMAN CITY LIMITS SEIZED FOR DELINQUENT TAXES; FINDING AND DETERMINING THAT THE MEETING AT WHICH THIS RESOLUTION IS PASSED WAS NOTICED AND IS OPEN TO THE PUBLIC AS REQUIRED BY LAW.

WHEREAS, six tracts of real property located within the Sherman city limits have been struck-off/sold to Grayson County, Grayson County College, City of Sherman, and Sherman Independent School District for delinquent taxes; and

WHEREAS, Grayson County, Grayson County College, City of Sherman, and Sherman Independent School District conducted a resale auction on October 12, 2010 to sell these properties and the highest bids received are reflected on the attached list; and

WHEREAS, the City of Sherman desires to accept the highest bids received at said auction pursuant to Texas Property Tax Code, Section 34.05(i) and thereby place them back on the tax rolls; and

WHEREAS, the City of Sherman believes the sale of these properties for the prices listed is in the best interests of the City; and

WHEREAS, the funds received pursuant to this sale shall be distributed according to the Texas Property Tax Code;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SHERMAN, TEXAS:

SECTION 1. That the highest bids received as set forth on the attached list of properties are hereby accepted by the City of Sherman.

SECTION 2. That the Mayor, as the presiding officer of the City of Sherman, is hereby authorized, subject to all documents being properly completed and approved as to form and content by the City Attorney, to execute any deed or deeds on behalf of the City of Sherman necessary to complete the sale of said properties in conformance with this resolution and without further approval by this governing body.

SECTION 3. That it is hereby officially found and determined that the meeting at which this resolution is passed is open to the public and that public notice of the time, place, and purpose of said meeting was given as required by law.

PASSED AND APPROVED on this the _____ day of ________________, 2010.

CITY OF SHERMAN, TEXAS

BY: ______________________________
BILL MAGERS, MAYOR

ATTEST:

BY: ______________________________
LINDA ASHBY, CITY CLERK

APPROVED AS TO FORM
AND CONTENT:

BY: ______________________________
BRANDON S. SHELBY,
CITY ATTORNEY

OFFICE OF
JOHN W. RAMSEY
ASSESSOR and COLLECTOR of TAXES
GRAYSON COUNTY

COURTHOUSE
100 W. HOUSTON - SUITE 11
P.O. BOX 2107
SHERMAN, TEXAS 75091-2107

(903) 892-TAXS (8297)
(903) 893-VOTE (8683)
(903) 813-4225 (AUTO)
FAX: (903) 893-4973

TO: Judge Drue Bynum, Grayson County, Commissioner Johnny Waldrip, Pct. 1, Commissioner David Whitlock, Pct. 2, Commissioner Jackie Crisp, Pct. 3, Commissioner Gene Short, Pct. 4

TO: **Mr. Robby Hefton, Assistant City Manager, City of Sherman**

FROM: **John Ramsey**

SUBJECT: **2010 Tax Resale Auction**

DATE: **October 12, 2010**

The 2010 Tax Resale Auction was held on Tuesday, October 12 at 10:00 A.M. at the Grayson County Courthouse, Assembly Room, 2nd Floor Annex, 100 W. Houston, Sherman, Texas. The auction included various tracts of real property that had been struck off/sold to Grayson County, Grayson County College, City and School of Sherman, City and School of Denison, City and School of Van Alstyne, City and School of Whitesboro, City and School of Whitewright, and Pottsboro Independent School District.

Enclosed find a Resolution and a list of the properties that were sold in the auction. Please present the Resolution to your jurisdiction for signatures at the next board or council meeting and send a copy of the minutes approving the sale and the Resolution to this office.

Sincerely,

John Ramsey

JR:cv

enclosure:

GRAYSON COUNTY RE-SALE AUCTION - PROPERTIES SOLD ON OCTOBER 12, 2010

CAUSE #	HIGHEST BIDDER	PROPERTY ID#	LEGAL DESCRIPTION	HIGHEST BID $
02-3240	Vanessa C Wynn	S033-2044051	LOT 6,& W 1/2 OF LOT 7, BLK 8, CHAFFIN'S FIRST ADDN	$ 511.61
07-3531	Vanessa C Wynn	S034-2020035	S 8.33' OF LOT 4 & N 25' OF LOT 5, BLK 5 GW BONDS ADDN	$ 134.10
07-3531	Michael Atnip	S041-0056172	.138 AC± SAM BLAGG SURVEY, ABSTRACT #56	$ 600.00
07-3232	Douglass Distributing	S056-2238003	LOT D, TEXAS NURSERY COMPANY'S REPLAT OF BLKS	$ 550.00
			23, 47 & 48 OF SOUTH SIDE ADDN	
07-3232	Douglass Distributing	S056-2238002	LOT C, TEXAS NURSERY COMPANY'S REPLAT OF BLKS	$ 550.00
			23, 47 & 48 OF SOUTH SIDE ADDN	
02-3441	Buddy Seals	S057-2221159	LOT 4, BLK 51 SOUTH SIDE ADDN	$ 850.00

PROPERTY TO BE SOLD TO THE HIGHEST BIDDER

RE-SALE AUCTION LIST
FOR
Tuesday, October 12, 2010

The following real properties are scheduled to be auctioned at 10:00 a.m. on the 2nd floor in the Assembly Room of the Grayson County Courthouse. The data reflected on this list is for information only.

All sales are "as-is" to the highest bidder and for cash, on a "buyer beware basis".

Any and all questions concerning the properties offered shall be directed to the proper attorney. The attorney listed as PBFCM is Perdue, Brandon, Fielder, Collins & Mott / PO Box 13430 / Arlington TX 76094 / Attn: Charles Brady. The attorney listed as LGBS is Linebarger, Goggan, Blair & Sampson / 115 E Lamar St / Sherman TX 75090 / Attn: Glenn Smith. You may also contact the office of John Ramsey - Tax Assessor-Collector at 903-813-4220 and speak with Cynthia Vrla.

All previous taxes are abolished as of the date of sale. The current year taxes are pro-rated from the date of sale and will become the responsibility of the highest bidder.

The right of redemption period has expired on all listed properties.

Location Map

E Chaffin
S033 2044051

610 N Montgomery
S034 2020035

520 W Jones
S041 0056172

Inwood
S056 2238003

Inwood
S056 2238002

2116 S Branch
S057 2221159

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.1

**** REQUEST TO ADVERTISE***
Annual Supply of Chemicals

Issue
Request to advertise for the annual supply of chemicals for fiscal year 2010-2011

Background
Annually, the City requests bids for the supply of our industrial chemical purchases, primarily for use at the Water Treatment Plant and the Wastewater Treatment Plant.

Origination
Department 710, Utilities Administration

Financial Consideration
Funds for the purchase of chemicals were appropriated in the recently approved budget for fiscal year 2010-2011. Advertising costs are estimated to be about $200.

Staff Recommendation
It is recommended that the City Council approve the advertising related to the purchase of the annual supply of chemicals.

Alternatives
As may be directed by the City Council

Attachments
None

Prepared by:
Mark Gibson, Engineering & Public Works Director

Approved by:
George Olson, City Manager

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.2

**** REQUEST TO ADVERTISE***
Submersible Pump for the Wastewater Treatment Plant Headworks

Issue
Request to advertise for a Submersible Pump for the Wastewater Treatment Plant Headworks

Background
One of the pumps at the Wastewater Treatment Plant Headworks has failed and requires immediate replacement.

Origination
Department of Utilities Administration

Financial Consideration
Adequate funding is available in the Department 722 (Treatment Services) budget for the maintenance and replacement of equipment.

Staff Recommendation
It is recommended that the request to advertise be approved.

Alternatives
As may be directed by the City Council

Attachments
None

Prepared by:
Mark Gibson, Engineering & Public Works Director

Approved by:
George Olson, City Manager

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.3

OTHER BUSINESS
Receive Presentation from Parks and Recreation Administrator Kevin Winkler on the Grounds Maintenance Department

Issue
Presentation about the City of Sherman's Grounds Maintenance Department

Background
In order to provide the City Council with information and updates about City departments and activities, brief presentations will be given periodically to enhance this knowledge base. This particular presentation focuses on the cemetery and park maintenance functions of the Grounds Maintenance Department.

Origination
City Manager

Financial Consideration
There is no cost associated with this presentation.

Council Action Requested
The Council need take no action on this presentation – for information purposes only.

Alternatives
None

Attachments
None

Prepared by:
Kevin Winkler, Parks and Recreation Administrator

Approved by:
George Olson, City Manager

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.4

OTHER BUSINESS
Receive Presentation from Development Services Director Scott Shadden on the Development Services and Animal Control Departments

Issue
Presentation about the City of Sherman's Development Services and Animal Control Departments

Background
In order to provide the City Council with information and updates about City departments and activities, brief presentations will be given periodically to enhance this knowledge base. This particular presentation focuses on the Development Services and Animal Control Departments.

Origination
City Manager

Financial Consideration
There is no cost associated with this presentation.

Council Action Requested
The Council need take no action on this presentation – for information purposes only.

Alternatives
None

Attachments
None

Prepared by:
Scott Shadden, Director of Development Services

Approved by:
George Olson, City Manager

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.5

OTHER BUSINESS

Consider Scheduling the City Council's Long-Term Planning Meeting for Friday, November 19, 2010

Issue

To consider scheduling a date, time and location for a long-term planning session for the City Council

Background

At the June 17, 2010 Budget Workshop, the City Council and staff discussed the need for a long-term planning session to provide visibility into addressing financial and operational challenges facing the City over the next several years. This meeting is the first proposed meeting of perhaps several to help establish a plan to identify and discuss these challenges, and provide direction for an intermediate-term plan to proactively meet these challenges.

Origination

City Council and City Management

Staff Recommendation

It is recommended that the City Council schedule their long-term planning session to begin at 8:00 a.m. on Friday, November 19th in the City Council Chambers.

Alternatives

The City Council could set the meeting for 8:00 a.m. on Friday, December 3rd or for another date, time or location more convenient.

Attachments

None

Prepared by:
Robby Hefton, Assistant City Manager/CFO

Approved by:
George Olson, City Manager

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.6

CITIZEN REQUESTS

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.7

MEDIA QUESTIONS

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. D.8

COUNCIL COMMENTS

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. E.1

EXECUTIVE SESSION

In Accordance with Chapter 551, Government Code, V.T.C.S. (Open Meetings Law), "The City Council Will Now Hold a Closed Executive Meeting Pursuant to the Provisions of the Open Meetings Law, Chapter 551, Government Code, Vernon's Texas Codes Annotated, in Accordance with the Authority Contained in the Following Sections"

Section 551.071 **Consultation with the City Attorney:**
- **(a) Receive Advice from the City Attorney for Matters Related to the Legal Structure of the Sherman Economic Development Corporation**

Section 551.087 **Deliberations Regarding Economic Development Negotiations:**
- **(a) Deliberate Regarding Commercial or Financial Information that the City has Received from Business Prospects and Deliberate any Offers or Incentives to the Business Prospects, including the following:**
  - **(i) Tax Abatement**

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. F.1

OPEN MEETING
Reconvene into Open Meeting and consider action, if any, on items discussed in Executive Session

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL

Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. F.2

ADJOURNMENT

The Honorable Bill Magers, Mayor

SHERMAN CITY COUNCIL
Agenda Communication Form

From: The Office of the City Manager **Date:** 10-18-2010

Subject: Agenda Item No. N/A

COUNCIL CALENDAR

2010
CITY COUNCIL MEETINGS

JANUARY

Sun	Mon	Tue	Wed	Thu	Fri	Sat
					1	2
3	**4**	5	6	7	8	9
10	11	12	13	14	15	16
17	**18**	19	20	21	22	23
24	25	26	27	28	29	30
31						

FEBRUARY

Sun	Mon	Tue	Wed	Thu	Fri	Sat
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	**15**	16	17	18	19	20
21	22	23	24	25	26	27
28						

MARCH

Sun	Mon	Tue	Wed	Thu	Fri	Sat
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	**15**	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

APRIL

Sun	Mon	Tue	Wed	Thu	Fri	Sat
				1	2	3
4	**5**	6	7	8	9	10
11	12	13	14	15	16	17
18	**19**	20	21	22	23	24
25	26	27	28	29	**30**	

MAY

Sun	Mon	Tue	Wed	Thu	Fri	Sat
						1
2	**3**	4	5	6	7	8
9	10	11	12	13	14	15
16	**17**	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

JUNE

Sun	Mon	Tue	Wed	Thu	Fri	Sat
		1	2	3	4	5
6	**7**	8	9	10	11	12
13	14	15	16	**17**	**18**	19
20	**21**	22	23	24	25	26
27	28	29	30			

JULY

Sun	Mon	Tue	Wed	Thu	Fri	Sat
				1	2	3
4	**5**	**6**	7	8	9	10
11	12	13	14	15	16	17
18	**19**	20	21	22	23	24
25	26	27	28	29	30	31

AUGUST

Sun	Mon	Tue	Wed	Thu	Fri	Sat
1	**2**	3	4	5	6	7
8	**9**	10	11	12	13	14
15	**16**	17	18	19	20	21
22	23	24	25	26	27	28
29	30	**31**				

SEPTEMBER

Sun	Mon	Tue	Wed	Thu	Fri	Sat
			1	2	3	4
5	**6**	**7**	8	9	10	11
12	13	14	15	16	17	18
19	**20**	21	22	**23**	24	25
26	27	28	29	30		

OCTOBER

Sun	Mon	Tue	Wed	Thu	Fri	Sat
					1	2
3	**4**	5	6	7	8	9
10	11	12	13	14	15	16
17	**18**	19	20	21	22	23
24	25	26	27	28	29	30
31						

NOVEMBER

Sun	Mon	Tue	Wed	Thu	Fri	Sat
	1	**2**	3	4	5	6
7	8	9	10	11	12	13
14	**15**	16	17	18	**19**	20
21	22	23	24	25	26	27
28	29	30				

DECEMBER

Sun	Mon	Tue	Wed	Thu	Fri	Sat
			1	2	3	4
5	**6**	7	8	9	10	11
12	13	14	15	16	17	18
19	**20**	21	22	23	24	25
26	27	28	29	30	31	

01/04/10 - January 4th Council meeting cancelled - holiday schedules
01/18/10 - M.L.K., Jr. Birthday / Regular Council Meeting
02/15/10 - Washington's Birthday / Regular Council Meeting
04/30/10 - 12 Noon Budget Planning Meeting in Council Chambers
~~05/08/10 - City Council Election~~
~~05/11/10 - Called Meeting to Canvass Election Results~~
~~06/17-18/10 - Budget Workshop/Long Range Planning Workshop in Council Chambers~~
06/17/10 - Budget Workshop/Long Range Planning Workshop in Council Council Chambers
~~07/05/10 - Independence Day - Called Council Meeting on 07/06/10~~

08/09/10 - 5PM Called (Town Hall) Meeting - Public Hearing on Proposed Charter Amendments for November 2nd Election
08/31/10 - 12 Noon Called Meeting for Executive Session
09/06/10 - Labor Day / Called Council Meeting on 09/07/10
09/23/10 - 12 Noon Joint Meeting with SEDCO Board
09/23/10 - 3:30 PM Called Meeting - Focus Group Session for Sherman Govt. Agencies on Sherman Fair Housing Impediment Analysis
11/02/10 - Called Charter Amendment Election
11/15/10 - Canvass of Election Results during Regular Meeting
11/19/10 - Proposed Strategic Long-Term Planning Meeting