
**THE VILLAGE OF WILLOW SPRINGS
COOK COUNTY, ILLINOIS**

ORDINANCE

NUMBER 2012-O-03

AN ORDINANCE authorizing the issuance of \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois, for the purpose of paying certain police pension obligations, and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay the same.

**ALAN NOWACZYK, President
ADENA BASKOVICH, Village Clerk**

**Trustees
GEORGE BARTIK
MARIO IMBARRATO
ANNETTE KAPTUR
KEVIN MALONEY
KATHRYN STANPHILL
JERRY STRAZZANTE**

Adopted by the President and
Board of Trustees on the
23rd day of February, 2012.

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This Table of Contents is for convenience only and is not a part of the ordinance.

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WHEREAS, the Village of Willow Springs, Cook County, Illinois (the "*Village*"), is a duly organized and existing municipality created under the provisions of the laws of the State of Illinois, and is now operating under the provisions of the Illinois Municipal Code, as supplemented and amended (the "*Municipal Code*"); and

WHEREAS, the President and Board of Trustees of the Village (the "*Corporate Authorities*") have heretofore determined that it was advisable, necessary and in the best interests of the Village and its residents, in order to promote the public health, welfare, safety and convenience to pay certain outstanding police pension obligations (the "*Police Pension Obligations*") of the Village; and

WHEREAS, pursuant to the provisions of the Local Government Debt Reform Act (the "*Reform Act*"), "*Alternate Bonds*" as defined in the Reform Act may be issued pursuant to "*Applicable Law*", as defined in the Reform Act, whenever the Village has available one or more "revenue sources" as defined in the Reform Act; and

WHEREAS, pursuant to Section 8-5-16 of the Municipal Code, the Village is authorized to issue from time to time certain "limited tax bonds," being bonds which are payable from taxes unlimited as to rate but limited as to amount to the Village's debt service extension base; and

WHEREAS, the proceeds of such limited tax bonds (the "*LTB Proceeds*") constitute a "revenue source" as defined in the Reform Act; and

WHEREAS, the expenses and contingencies related to the funding of the Police Pension Obligations (said expenses and contingencies and the funding of the Police Pension Obligations being the "*Alternate Bond Purpose*") include legal, financial, accounting services related to the accomplishment of said purpose and the issuance of bonds therefor; bond discount; bond registrar and other related banking fees; printing and publication costs; and other miscellaneous costs; and, for the Alternate Bond Purpose, as follows:

The Village has one or more "revenue sources," as defined in the Reform Act available for the funding of the Police Pension Obligations being the proceeds of general obligation limited tax bonds issued from time to time, supported by taxes unlimited as to rate but limited as to amount to the Village's debt service extension base, and accordingly the Village is authorized to issue Alternate Bonds, secured by such revenue source or any portion thereof, all pursuant to the provisions of the Reform Act;

WHEREAS, the Corporate Authorities have heretofore, and it hereby expressly is, determined that it is necessary and for the best interests of the Village that the Police Pension Obligations be funded, and in order to raise the funds required for such purpose, it is necessary for the Village to borrow the amount of \$1,100,000 and in evidence thereof to issue Alternate Bonds, being general obligation bonds payable from said revenue sources, all as provided by the Reform Act, in an aggregate principal amount of \$1,100,000; and

WHEREAS, to such ends and in accordance with the provisions of Applicable Law, the Corporate Authorities have heretofore, and it is expressly hereby, determined that there has heretofore been adopted an authorizing ordinance (the "*2012A Alternate Bond Authorizing Ordinance*"), authorizing the issuance of one or more series of alternate bonds (being the "*2012A Authorized Alternate Bonds*"), being bonds issued payable from said LTB Proceeds, as provided in the Reform Act, to the amount of not more than \$1,200,000 for the funding of the Police Pension Obligations as therein described, and that the 2012A Alternate Bond Authorizing Ordinance, together with a notice of intent to issue the 2012A Authorized Alternate Bonds, was

timely published in a newspaper of general circulation in the Village, and an affidavit evidencing the publication of the Alternate Bond Authorizing Ordinance and said notice of intent has heretofore been presented to the Corporate Authorities and made a part of the permanent records of the Corporate Authorities; and

WHEREAS, the Corporate Authorities have heretofore determined, and it is hereby expressly determined, that more than thirty (30) days have expired since the date of publication of the 2012A Alternate Bond Authorizing Ordinance and said notice, and the Village has determined that no legally sufficient petition with the requisite number of valid signatures thereon was timely filed with the Village Clerk of the Village, requesting that the question of the issuance of any of the 2012A Authorized Alternate Bonds be submitted to referendum; and

WHEREAS, the Village has heretofore given notice of and held and finally adjourned a public hearing on the intent of the Corporate Authorities to issue the 2012A Authorized Alternate Bonds, all as provided for and required by the Bond Issue Notification Act, as amended; and

WHEREAS, the Corporate Authorities have heretofore, and it hereby expressly is, determined that the Village has been authorized to issue the 2012A Authorized Alternate Bonds to pay the costs of the funding of the Police Pension Obligations to the amount of \$1,100,000 in accordance with the provisions of Applicable Law, and the Corporate Authorities hereby determine that it is necessary and desirable that there be issued at this time only so much of the 2012A Authorized Alternate Bonds as are currently necessary to fund the Police Pension Obligations; and

WHEREAS, no 2012A Authorized Alternate Bonds have yet been issued pursuant to the 2012A Alternate Bond Authorizing Ordinance, leaving 2012A Authorized Alternate Bonds in the amount of \$1,200,000 authorized but unissued; and

WHEREAS, those particular 2012A Authorized Alternate Bonds to be issued to pay the costs of funding the Police Pension Obligations shall constitute the hereinafter defined "*Bonds*"; and

WHEREAS, the Bonds will be payable from the LTB Proceeds and the Full Faith and Credit Taxes, as hereinafter defined; and

WHEREAS, the Village has no other outstanding bonds or obligations secured by the LTB Proceeds; and

WHEREAS, the Corporate Authorities have heretofore and it is herein more explicitly determined that the LTB Proceeds will be sufficient to provide or pay in each year to final maturity of the Bonds an amount not less than 1.25 times debt service of the Bonds proposed to be issued; and

WHEREAS, such determination of the sufficiency of the LTB Proceeds is supported by reference either to the audit (the "*Audit*") of the Village for the most recently concluded fiscal year of the Village or, if the Audit is not available at the time any of the Bonds are issued, to the report (the "*Report*") of Speer Financial, Inc.; and

WHEREAS, Speer Financial, Inc. is an independent feasibility analyst having a national reputation for expertise in municipal finances; and

WHEREAS, prior to the issuance of the Bonds, the Audit or the Report will have been presented to and accepted by the Corporate Authorities and will constitute conclusive evidence that the conditions of the Reform Act have been met; and

WHEREAS, the Corporate Authorities hereby expressly recite that the Bonds proposed to be issued are issued in part pursuant to the Reform Act and that such recital shall be conclusive as against the Village, the Corporate Authorities and any other person as to the validity of the Bonds proposed to be issued and as to their compliance with the Reform Act:

NOW THEREFORE Be It Ordained by the President and Board of Trustees of the Village of Willow Springs, Cook County, Illinois, as follows:

SECTION 1. DEFINITIONS.

A. The following words and terms are as defined in the preambles.

2012A Alternate Bond Authorizing Ordinance

Alternate Bond Purpose

Applicable Law

Audit

2012A Authorized Alternate Bonds

Corporate Authorities

Municipal Code

LTB Proceeds

Police Pension Obligations

Reform Act

Report

Village

B. The words and terms used in this Ordinance shall have the meanings set forth and defined for them herein unless the context or use clearly indicates another or different meaning is intended, including the words and terms as follows:

“Additional Bonds” means any bonds or obligations issued in the future on a parity with and sharing ratably and equally in the LTB Proceeds with the Bonds.

“Alternate Bonds” means any Outstanding Bonds issued as alternate bonds under and pursuant to the provisions of the Reform Act, and includes, expressly, the Bonds.

“Applicable Law” means, collectively, the Municipal Code, including, specifically, the Reform Act.

“Authorized Denomination” means \$5,000 or any integral multiple thereof.

“*Bond*” or “*Bonds*” means one or more, as applicable, of the \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, authorized to be issued by this Ordinance.

“*Bond Counsel*” means Chapman and Cutler LLP, Chicago, Illinois.

“*Bond Fund*” means, the Alternate Bond Fund established hereunder and further described by (Section 15 of) this Ordinance.

“*Bond Register*” means the books of the Village kept by the Bond Registrar to evidence the registration and transfer of the Bonds.

“*Bond Registrar*” means a Amalgamated Bank of Chicago, Chicago, Illinois, or successor thereto, as bond registrar and paying agent for the Bonds.

“*Bond Year*” means that twelve-calendar month period beginning on December 16 of any calendar year and ending on December 15 of the subsequent calendar year.

“*Book Entry Form*” means the form of the Bonds as fully registered and available in physical form only to the Depository.

“*Business Day*” means any day other than a day on which banks in the city of the Bond Registrar’s principal corporate trust office are required or authorized to close.

“*Code*” means the Internal Revenue Code of 1986, as amended.

“*County Clerk*” means the County Clerk of The County of Cook, Illinois.

“*Depository*” means The Depository Trust Company, New York, New York, as securities depository for the Bonds hereunder, or successor or assign duly qualified to act as a securities depository under this Ordinance.

“*Designated Officers*” means the President, Village Clerk, Village Treasurer and Village Administrator, or any of them acting together, and successors or assigns.

“*Expense Fund*” means the fund established hereunder and further described by (Section 21 of) this Ordinance.

“*Fiscal Year*” means that twelve-calendar month period selected by the Corporate Authorities as the fiscal year for the Village.

“*Full Faith and Credit Taxes*” means the ad valorem taxes levied against all of the taxable property in the Village without limitation as to rate or amount, pledged hereunder by the Village as security for the Bonds.

“Government Securities” means bonds, notes, certificates of indebtedness, treasury bills or other securities constituting direct obligations of the United States of America and all securities or obligations, the prompt payment of principal and interest of which is guaranteed by a pledge of the full faith and credit of the United States of America.

“Interest Payment Date” means a Stated Maturity of interest on the Bonds.

“Interest Requirement” means for any Bonds or Additional Bonds and for any Bond Year the aggregate amount of interest on such Bonds or Additional Bonds having a Stated Maturity during such Bond Year.

“Ordinance” means this ordinance as originally adopted and as the same may from time to time be amended or supplemented.

“Outstanding” or *“outstanding”* refers to Bonds or Additional Bonds which are outstanding and unpaid; *provided, however*, such term shall not include Bonds or Additional Bonds which (i) have matured and for which moneys are on deposit with proper escrow agents or similar institutions having trust powers, or are otherwise properly available, sufficient to pay all principal and interest thereof, or (ii) the provision for payment of which has been made by the Village by the deposit in an irrevocable trust or escrow account of funds or direct, full faith and credit obligations of the United States of America, the principal of and interest on which will be sufficient to pay at maturity or as called for redemption all of the principal of and interest and any applicable premium on such Bonds or Additional Bonds.

“Pledged Moneys” means, collectively, (i) the LTB Proceeds and (ii) the Full Faith and Credit Taxes.

“Principal Requirement” means for any Bonds or Additional Bonds and for any Bond Year the aggregate principal amount of such Bonds or Additional Bonds having a Stated Maturity during such Bond Year.

“Purchase Price” means the price paid by the Purchaser for the Bonds, to-wit \$1,092,030.90 (being equal to the par amount of the Bonds, plus original issue premium in the amount of \$7,430.90 and net of underwriter’s discount in the amount of \$15,400.00), plus accrued interest to date of delivery, if any.

“Purchaser” means JJB Hillard, WL Lyons LLC, Indianapolis, Indiana.

“Qualified Investments” means Government Securities and such other investments as are authorized for the Village under Illinois law.

“Record Date” means the 15th day next preceding an Interest Payment Date and 15 days prior to any Interest Payment Date occasioned by a redemption of Bonds on other than a regular Interest Payment Date.

“Representation Letter” means the written letter or agreement to be executed by and between the Village and the Depository in order to effectuate a book-entry system for the Bonds.

“Stated Maturity” when used with respect to any Bond or Additional Bond or any interest thereon means the date specified in such Bond or Additional Bond as the fixed date on which the principal of such Bond or Additional Bond or such interest is due and payable whether by maturity, mandatory redemption, or otherwise.

“Taxable” means the status of interest paid and received thereon as includible in gross income of the owners thereof under the Code for federal income tax purposes.

“Tax Year” means the year for which an ad valorem tax levy is made by any and all taxing districts or municipal corporations having the power to tax real property in the Project Area. The 2011 Tax Year shall be that year during which ad valorem taxes levied for the year 2011 (collectible in the year 2012) are extended and collected, and so on.

“Term Bonds” means Bonds which are subject to mandatory redemption prior to maturity as hereinafter provided.

SECTION 2. INCORPORATION OF PREAMBLES. The Corporate Authorities hereby find that the recitals contained in the preambles to this Ordinance are true and correct and hereby incorporate them into this Ordinance by this reference.

SECTION 3. DETERMINATION TO ISSUE BONDS. It is necessary and in the best interests of the Village for the Village to fund the Police Pension Obligations in order to provide for the public health, safety and welfare, and to issue the Bonds to enable the Village to pay the costs thereof.

SECTION 4. DETERMINATION OF PUBLIC PURPOSE. The Corporate Authorities hereby determine the funding of the Police Pension Obligations to be a proper corporate and public purpose.

SECTION 5. BOND DETAILS. A. For the purpose of providing for the funding of the Police Pension Obligations, there shall be issued and sold Bonds in the aggregate principal amount of \$1,100,000.

B. The Bonds shall each be designated “*Taxable General Obligation Bond (Alternate Revenue Source), Series 2012A*” and shall be dated the date of issuance (the “*Dated Date*”); and each Bond shall also bear the date of authentication thereof. The Bonds shall be fully registered and in Book Entry Form, shall be in denominations of \$5,000 or integral multiples thereof (but no single Bond shall represent principal maturing on more than one date), and shall be numbered consecutively in such fashion as shall be determined by the Bond Registrar. The Bonds shall become due and payable serially or as Term Bonds (subject to right of prior redemption) on December 15 of the years and shall bear interest at the rates percent per annum as follows:

YEAR	AMOUNT(\$)	RATE (%)
2014	45,000	3.00
2015	45,000	3.00
2016	45,000	3.00
2017	45,000	3.00
2018	50,000	3.00
2019	50,000	3.00
2020	50,000	3.20
2021	55,000	3.50
2022	55,000	3.75
2023	60,000	4.00
2024	60,000	4.25
****	****	****
2027	210,000	4.75
****	****	****
2031	330,000	5.25

C. Each Bond shall bear interest from the later of its Dated Date as herein provided or from the most recent interest payment date to which interest has been paid or duly provided for, until the principal amount of such Bond is paid or duly provided for, such interest (computed upon the basis of a 360-day year of twelve 30-day months) being payable on June 15 and December 15 of each year, commencing on December 15, 2012. Interest on each Bond shall be paid by check or draft of the Bond Registrar, payable upon presentation thereof in lawful money of the United States of America, to the person in whose name such Bond is registered at the close

of business on the applicable Record Date and mailed to the registered owner of the Bond as shown in the Bond Registrar or at such other address furnished in writing by such Registered Owner, or as otherwise may be agreed with the Depository for so long as the Depository or its nominee is the registered owner as of a given Record Date. The principal of the Bonds shall be payable in lawful money of the United States of America upon presentation thereof at the office of the Bond Registrar maintained for the purpose or at successor Bond Register or locality.

SECTION 6. EXECUTION; AUTHENTICATION. The Bonds shall be executed on behalf of the Village with the manual or duly authorized facsimile signature of the President and attested with the manual or duly authorized facsimile signature of the Village Clerk, as they may determine, and shall have impressed or imprinted thereon the corporate seal or facsimile thereof of the Village. 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 delivery.

All Bonds shall have thereon a certificate of authentication substantially in the form hereinafter set forth duly executed by the Bond Registrar as authenticating agent of the Village and showing the date of authentication. No Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit under this Ordinance unless and until such certificate of authentication shall have been duly executed by the Bond Registrar by manual signature, and such certificate of authentication upon any such Bond shall be conclusive evidence that such Bond has been authenticated and delivered under this Ordinance. The certificate of authentication on any Bond shall be deemed to have been executed by it if signed by an authorized officer of the Bond Registrar, but it shall not be necessary that the same officer sign the certificate of authentication on all of the Bonds issued hereunder.

SECTION 7. REDEMPTION.

A. OPTIONAL REDEMPTION. The Bonds coming due on and after December 15, 2020, shall be subject to redemption prior to maturity at the option of the Village, from any available moneys, on December 15, 2019, and any date thereafter, in whole or in part, and if in part in such principal amounts and from such maturities as the Village shall determine and within any maturity by lot, at a redemption price of par plus accrued interest to the date fixed for redemption.

B. TERM BONDS; MANDATORY REDEMPTION AND COVENANTS; EFFECT OF PURCHASE OF TERM BONDS. The Bonds coming due on December 15 of the years 2027 and 2031 are Term Bonds and are subject to mandatory redemption (as Term Bonds) by operation of the Bond Fund at a price of not to exceed par and accrued interest, without premium, on December 15 of the years and in the amounts as follows:

FOR THE TERM BONDS DUE DECEMBER 15, 2027

YEAR	REDEMPTION AMOUNT (\$)
2025	65,000
2026	70,000

with \$75,000 remaining to be paid at maturity in 2027.

FOR THE TERM BONDS DUE DECEMBER 15, 2031:

YEAR	REDEMPTION AMOUNT (\$)
2028	75,000
2029	80,000
2030	85,000

with \$90,000 remaining to be paid at maturity in 2031.

The Village covenants that it will redeem Term Bonds pursuant to the mandatory redemption requirement for such Term Bonds. Proper provision for mandatory redemption having been

made, the Village covenants that the Term Bonds so selected for redemption shall be payable as at maturity, and taxes shall be levied and collected as provided herein accordingly. If the Village purchases Term Bonds of any maturity and cancels the same from Pledged Moneys, then an amount equal to the principal amount of Term Bonds so purchased shall be deducted from the mandatory redemption requirements provided for Term Bonds of such maturity, first, in the current year of such requirement, until the requirement for the current year has been fully met, and then in any order of such Term Bonds as due at maturity or subject to mandatory redemption in any year, as the Village shall determine. If the Village purchases Term Bonds of any maturity and cancels the same from moneys other than Pledged Moneys, then an amount equal to the principal amount of Term Bonds so purchased shall be deducted from the amount of such Term Bonds as due at maturity or subject to mandatory redemption requirement in any year, as the Village shall determine.

SECTION 8. REDEMPTION PROCEDURE. Bonds subject to redemption shall be identified, notice given, and paid and redeemed pursuant to the procedures as follows.

(1) *Redemption Notice.* For a mandatory redemption, unless otherwise notified by the Village, the Bond Registrar will proceed on behalf of the Village as its agent to provide for the mandatory redemption of such Term Bonds without further order or direction hereunder or otherwise. For an optional redemption, the Village shall, at least 45 days prior to any optional redemption date (unless a shorter time shall be satisfactory to the Bondholder), notify the Bond Registrar of such redemption date and of the principal amount of the Bond to be optionally redeemed.

(2) *Selection of Bonds within a Maturity.* For purposes of any redemption of less than all of the Bonds of a series of a single maturity, the particular Bonds or portions of Bonds of that series to be redeemed shall be selected by lot by the Bond Registrar for

the Bonds of that series of such maturity by such method of lottery as the Bond Registrar shall deem fair and appropriate; *provided*, that such lottery shall provide for the selection for redemption of Bonds or portions thereof so that any \$5,000 Bond or \$5,000 portion of a Bond shall be as likely to be called for redemption as any other such \$5,000 Bond or \$5,000 portion. The Bond Registrar shall make such selection (1) upon or prior to the time of the giving of official notice of redemption, or (2) in the event of a refunding or defeasance, upon advice from the Village that certain Bonds have been refunded or defeased and are no longer Outstanding as defined.

(3) *Official Notice of Redemption.* The Bond Registrar shall promptly notify the Village in writing of the Bonds or portions of Bonds selected for redemption and, in the case of any Bond selected for partial redemption, the principal amount thereof to be redeemed. Unless waived by the registered owner of Bonds to be redeemed, official notice of any such redemption shall be given by the Bond Registrar on behalf of the Village by mailing the redemption notice by first class U.S. mail not less than 30 days and not more than 60 days prior to the date fixed for redemption to each registered owner of the Bond or Bonds to be redeemed at the address shown on the Bond Register or at such other address as is furnished in writing by such registered owner to the Bond Registrar. All official notices of redemption shall include the name of the Bonds and at least the information as follows:

- (a) the redemption date;
- (b) the redemption price;
- (c) if less than all of the outstanding Bonds of a particular maturity are to be redeemed, the identification (and, in the case of partial redemption of Bonds

within such maturity, the respective principal amounts) of the Bonds to be redeemed;

(d) a statement that on the redemption date the redemption price will become due and payable upon each such Bond or portion thereof called for redemption and that interest thereon shall cease to accrue from and after said date; and

(e) the place where such Bonds are to be surrendered for payment of the redemption price, which place of payment shall be the office designated for that purpose of the Bond Registrar.

(4) *Conditional Redemption.* Unless moneys sufficient to pay the redemption price of the Bonds to be redeemed shall have been received by the Bond Registrar prior to the giving of such notice of redemption, such notice may, at the option of the Village, state that said redemption shall be conditional upon the receipt of such moneys by the Bond Registrar on or prior to the date fixed for redemption. If such moneys are not received, such notice shall be of no force and effect, the Village shall not redeem such Bonds, and the Bond Registrar shall give notice, in the same manner in which the notice of redemption was given, that such moneys were not so received and that such Bonds will not be redeemed.

(5) *Bonds Shall Become Due.* Official notice of redemption having been given as described, the Bonds or portions of Bonds so to be redeemed shall, subject to the stated condition in paragraph (4) immediately preceding, on the redemption date, become due and payable at the redemption price therein specified, and from and after such date (unless the Village shall default in the payment of the redemption price) such Bonds or portions of Bonds shall cease to bear interest. Upon surrender of such Bonds for

redemption in accordance with said notice, such Bonds shall be paid by the Bond Registrar at the redemption price. The procedure for the payment of interest due as part of the redemption price shall be as herein provided for payment of interest otherwise due.

(6) *Insufficiency in Notice Not Affecting Other Bonds; Failure to Receive Notice; Waiver.* Neither the failure to mail such redemption notice, nor any defect in any notice so mailed, to any particular registered owner of a Bond, shall affect the sufficiency of such notice with respect to other registered owners. Notice having been properly given, failure of a registered owner of a Bond to receive such notice shall not be deemed to invalidate, limit or delay the effect of the notice or redemption action described in the notice. Such notice may be waived in writing by a registered owner of a Bond entitled to receive such notice, either before or after the event, and such waiver shall be the equivalent of such notice. Waivers of notice by registered owners shall be filed with the Bond Registrar, but such filing shall not be a condition precedent to the validity of any action taken in reliance upon such waiver. In lieu of the foregoing official notice, so long as the Bonds are held in Book Entry Form, notice may be given as provided in the Letter of Representations, and the giving of such notice shall constitute a waiver by the Depository and the Book Entry Owner, as registered owner, of the foregoing notice. After giving proper notification of redemption to the Bond Registrar, as applicable, the Village shall not be liable for any failure to give or defect in such notice.

(7) *New Bond in Amount Not Redeemed.* Upon surrender for any partial redemption of any Bond, there shall be prepared for the registered owner a new Bond or Bonds of like tenor, of authorized denominations, of the series and the same maturity, and bearing the same rate of interest in the amount of the unpaid principal.

(8) *Effect of Nonpayment upon Redemption.* If any Bond or portion of Bond called for redemption shall not be so paid upon surrender thereof for redemption, the principal shall become due and payable on demand, as aforesaid, but, until paid or duly provided for, shall continue to bear interest from the redemption date at the rate borne by the Bond or portion of Bond so called for redemption.

(9) *Bonds to Be Cancelled; Payment to Identify Bonds.* All Bonds which have been redeemed shall be cancelled and destroyed by the Bond Registrar and shall not be reissued. Upon the payment of the redemption price of Bonds being redeemed, each check or other transfer of funds issued for such purpose shall bear the CUSIP number identifying, by issue and maturity, the Bonds being redeemed with the proceeds of such check or other transfer.

(10) *Additional Notice.* The Village agrees to provide such additional notice of redemption as it may deem advisable at such time as it determines to redeem Bonds, taking into account any requirements or guidance of the Securities and Exchange Commission, the Municipal Securities Rulemaking Board, the Governmental Accounting Standards Board, or any other federal or state agency having jurisdiction or authority in such matters; *provided, however,* that such additional notice shall be (1) advisory in nature, (2) solely in the discretion of the Village (unless a separate agreement shall be made), (3) not be a condition precedent of a valid redemption or a part of the Bond contract, and (4) any failure or defect in such notice shall not delay or invalidate the redemption of Bonds for which proper official notice shall have been given. Reference is also made to the provisions of the Continuing Disclosure Undertaking of the Village with respect to the Bonds, which may contain other provisions relating to notice of redemption of Bonds.

(11) *Bond Registrar to Advise Village.* As part of its duties hereunder, the Bond Registrar shall prepare and forward to the Village a statement as to notices given with respect to each redemption together with copies of the notices as mailed.

SECTION 9. BOOK-ENTRY SYSTEM AUTHORIZED; REGISTRATION OF BONDS; OWNERS.

A. BOOK-ENTRY SYSTEM AUTHORIZED The Bonds shall be initially issued in Book Entry Form. Upon initial issuance, the ownership of each such Bond shall be registered in the Bond Register in the name of "Cede & Co.", or any successor thereto, as nominee of the Depository. All of the outstanding Bonds from time to time shall be registered in the Bond Register in the name of Cede & Co., as nominee of the Depository. The Treasurer of the Village and the Bond Registrar are authorized to execute and deliver on behalf of the Village a Representation Letter. Without limiting the generality of the authority given with respect to entering into such Representation Letter, it may contain provisions relating to (a) payment procedures, (b) transfers of the Bonds or of beneficial interests therein, (c) redemption notices and procedures unique to the Depository, (d) additional notices or communications, and (e) amendment from time to time to conform with changing customs and practices with respect to securities industry transfer and payment practices.

With respect to Bonds registered in the Bond Register in the name of Cede & Co., as nominee of the Depository, the Village and the Bond Registrar shall have no responsibility or obligation to any broker-dealer, bank or other financial institution for which the Depository holds Bonds from time to time as securities depository (each such broker-dealer, bank or other financial institution being referred to herein as a "*Depository Participant*") or to any person on behalf of whom such a Depository Participant holds an interest in the Bonds. Without limiting the meaning of the immediately preceding sentence, the Village and the Bond Registrar shall have no responsibility or obligation with respect to (a) the accuracy of the records of the

Depository, Cede & Co., or any Depository Participant with respect to any ownership interest in the Bonds, (b) the delivery to any Depository Participant or any other person, other than a registered owner of a Bond as shown in the Bond Register, of any notice with respect to the Bonds, including any notice of redemption, or (c) the payment to any Depository Participant or any other person, other than a registered owner of a Bond as shown in the Bond Register, of any amount with respect to principal of or interest on the Bonds. No person other than a registered owner of a Bond as shown in the Bond Register shall receive a Bond certificate with respect to any Bond. Upon delivery by the Depository to the Bond Registrar of written notice to the effect that the Depository has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions hereof with respect to the payment of interest to the registered owners of Bonds at the close of business on the applicable record date, the name "*Cede & Co.*" in this Ordinance shall refer to such new nominee of the Depository.

In the event that (a) the Village determines that the Depository is incapable of discharging its responsibilities described herein and in the Representation Letter, (b) the agreement among the Village, the Bond Registrar and the Depository evidenced by the Representation Letter shall be terminated for any reason or (c) the Village determines that it is in the best interests of the Village or of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, the Village shall notify the Depository and the Depository Participants of the availability of Bond certificates, and the Bonds shall no longer be restricted to being registered in the Bond Register in the name of Cede & Co., as nominee of the Depository. The Village may determine that the Bonds shall be registered in the name of and deposited with a successor depository operating a book-entry system, as may be acceptable to the Village, or such depository's agent or designee, and if the Village does not select such alternate book-entry system, then the Bonds may be registered in whatever name or names registered owners of

Bonds transferring or exchanging Bonds shall designate, in accordance with the provisions hereof. Notwithstanding any other provision of this Ordinance to the contrary, so long as any Bond is registered in the name of Cede & Co., as nominee of the Depository, 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.

B. REGISTRATION. The Village shall cause the Bond Register to be kept at the principal corporate trust office of the Bond Registrar, which is hereby constituted and appointed the Registrar of the Village. the Village is authorized to prepare, and the Bond Registrar shall keep custody of, multiple Bond blanks executed by the Village for use in the transfer and exchange of Bonds.

Subject to the provisions hereof relating to the Bonds in Book Entry Form, upon surrender for transfer of any Bond at the principal corporate trust office of the Bond Registrar, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Bond Registrar and duly executed by, the registered owner or his or her attorney duly authorized in writing, the Village shall execute and the Bond Registrar shall authenticate, date and deliver in the name of the transferee or transferees a new fully registered Bond or Bonds of the same tenor, of the same interest rate and Stated Maturity, of Authorized Denominations, for a like aggregate principal amount. Subject to the provisions of this Ordinance relating to Book Entry Form any fully registered Current Interest Bond or Bonds or may be exchanged at said office of the Bond Registrar or its proper agent for a like aggregate principal amount of such Bonds of the same tenor, of the same interest rate and Stated Maturity, of other Authorized Denominations.

The execution by the Village of any fully registered Bond shall constitute full and due authorization of such Bond, and the Bond Registrar or its proper agent shall thereby be

authorized to authenticate, date and deliver such Bond in accordance with the terms of this Ordinance and of any Indenture.

The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of the principal of, premium (if any) or interest on any Bond shall be made only to or upon the order of the registered owner thereof or his or her legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

No service charge shall be made for any transfer or exchange of Bonds, but the Village or the Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any transfer or exchange of Bonds exchanged in the case of the issuance of a Bond or Bonds for the outstanding portion of a Bond surrendered for redemption.

If any Bond, whether in temporary or definitive form, is lost (whether by reason of theft or otherwise), destroyed (whether by mutilation, damage, in whole or in part, or otherwise) or improperly cancelled, the Bond Registrar or its proper agent may authenticate a new Bond of like series, date, maturity date, interest rate or principal amount and bearing a number not contemporaneously outstanding; *provided* that (a) in the case of any mutilated Bond, such mutilated Bond shall first be surrendered to the Bond Registrar, and (b) in the case of any lost Bond or Bond destroyed in whole, there shall be first furnished to the Bond Registrar evidence of such loss or destruction, together with indemnification of the Village and the Bond Registrar, satisfactory to the Bond Registrar. In the event any lost, destroyed or improperly cancelled Bond shall have matured or is about to mature, or has been called for redemption, instead of issuing a duplicate Bond, the Bond Registrar shall pay the same without surrender thereof if there shall be first furnished to the Bond Registrar evidence of such loss, destruction or cancellation, together

with indemnity, satisfactory to it. Upon the issuance of any substitute Bond, the Bond Registrar may require the payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto.

SECTION 10. FORM OF BONDS. The Bonds shall be in substantially the form hereinafter set forth; *provided, however*, that if the text of the Bonds is to be printed in its entirety on the front side of the Bonds, then the second paragraph on the front side and the legend "See Reverse Side for Additional Provisions" shall be omitted and the text of paragraphs set forth for the reverse side shall be inserted immediately after the first paragraph.

[Form of Bond - Front Side]

REGISTERED
No. _____

REGISTERED
\$ _____

UNITED STATES OF AMERICA

STATE OF ILLINOIS

COUNTY OF COOK

VILLAGE OF WILLOW SPRINGS

**TAXABLE GENERAL OBLIGATION BOND
(ALTERNATE REVENUE SOURCE)
SERIES 2012A**

See Reverse Side for
Additional Provisions

Interest	Maturity	Dated	
Rate: _____%	Date: December 15, _____	Date: March 8, 2012	CUSIP 971201

Registered Owner: CEDE & Co.

Principal Amount:

KNOW ALL PERSONS BY THESE PRESENTS that the Village of Willow Springs, Cook County, Illinois, a municipality and unit of local government and political subdivision of the State of Illinois (the "*Village*"), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner identified above, or registered assigns as hereinafter provided, on the Maturity Date identified above, (without right of prior redemption) the Principal Amount identified above and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on such Principal Amount from the later of the Dated Date of this Bond identified above or from the most recent Interest Payment Date to which interest has been paid or duly provided for at the Interest Rate per annum identified above, such interest to be payable semiannually on June 15 and December 15 of each year, commencing on December 15, 2012, until the Principal Amount is paid or duly provided for. The Principal Amount of this Bond and premium, if any, hereon are payable in lawful money of the United States of America upon

presentation at the principal office maintained for the purpose by Amalgamated Bank of Chicago, Chicago, Illinois, as bond registrar and paying agent (the "*Bond Registrar*"). Payment of interest shall be made to the Registered Owner hereof, as shown on the registration books of the Village maintained by the Bond Registrar at the close of business on the Record Date and shall be paid by check or draft of the Bond Registrar, payable upon presentation in lawful money of the United States of America, mailed to the address of such Registered Owner as it appears on such registration books or at such other address furnished in writing by such Registered Owner to the Bond Registrar, or as shall otherwise be agreed by the Village and the Depository. If an Interest Payment Date is not a Business Day at the place of payment, then payment may be made at that place on the next Business Day, and no interest shall accrue for the intervening period.

Reference is hereby made to the further provisions of this Bond set forth on the reverse hereof, and such further provisions shall for all purposes have the same effect as if set forth at this place.

It is hereby certified and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond have been done and have happened and have been performed in regular and due form of law; that the indebtedness of the Village, including the issue of Bonds of which this is one, does not exceed any limitation imposed by law; that provision has been made for the collection of the Full Faith and Credit Taxes, and the segregation of the Pledged Moneys to pay the interest hereon as it falls due and also to pay and discharge the principal hereof at maturity; and that the Village hereby covenants and agrees that it will properly account for said Pledged Moneys and will comply with all the covenants of and maintain the funds and accounts as provided by the Ordinance. For the prompt payment of this Bond, both principal and interest at maturity, the full faith, credit and resources of the Village are hereby irrevocably pledged.

This Bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been signed by the Bond Registrar.

IN WITNESS WHEREOF, the Village of Willow Springs, Cook County, Illinois, by its President and Board of Trustees, has caused this Bond to be executed with the manual or duly authorized facsimile signature of its President and attested by the manual or duly authorized facsimile signature of its Village Clerk and its corporate seal or a facsimile thereof to be impressed or reproduced hereon, all as appearing hereon and as of the Dated Date identified above.



President, Village of Willow Springs
Cook County, Illinois

ATTEST:



Village Clerk, Village of Willow Springs
Cook County, Illinois



[SEAL]

CERTIFICATE OF AUTHENTICATION

Date of Authentication: _____, _____

This Bond is one of the Bonds described in the within-mentioned Ordinance and is one of the Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois.

AMALGAMATED BANK OF CHICAGO,
Chicago, Illinois, as Bond Registrar

By _____
Authorized Officer

[Form of Bond - Reverse Side]

VILLAGE OF WILLOW SPRINGS, COOK COUNTY, ILLINOIS

TAXABLE GENERAL OBLIGATION BOND

(ALTERNATE REVENUE SOURCE)

SERIES 2012A

This bond and the bonds of the series of which it forms a part ("*Bond*" and "*Bonds*" respectively) are of an authorized issue of \$1,100,000 of like dated date and tenor except as to maturity, right of redemption and rate of interest and are issued pursuant to the Illinois Municipal Code and pursuant to the Local Government Debt Reform Act, all acts of the General Assembly of the State of Illinois, and as supplemented and amended (collectively, the "*Applicable Law*"), for the purpose of paying the costs of funding the Police Pension Obligations, as more fully described in the Ordinance as hereinbelow defined. The Bonds are issued pursuant to an authorizing ordinance passed by the Corporate Authorities and by a more complete bond ordinance passed by the Corporate Authorities on the 23rd day of February, 2012 (the "*Ordinance*"), to which reference is hereby expressly made for further definitions and terms and to all the provisions of which the Registered Owner by the acceptance of this Bond assents. The Bonds are payable from (A) the proceeds of certain limited tax bonds issued from time to time by the Village (the "*LTB Proceeds*"), and (B) *ad valorem* taxes levied against all of the taxable property in the Village without limitation as to rate or amount (the "*Full Faith and Credit Taxes*") (the LTB Proceeds and the Full Faith and Credit Taxes being, collectively, the "*Pledged Moneys*"), all in accordance with the provisions of the Applicable Law.

This Bond shall not constitute an indebtedness of the Village within the meaning of any constitutional or statutory provision or limitation, unless the Full Faith and Credit Taxes shall have been extended pursuant to the general obligation, full faith and credit promise supporting the Bonds, in which case the amount of the Bonds then Outstanding shall be included in the

computation of indebtedness of the Village for purposes of all statutory provisions or limitations until such time as an audit of the Village shall show that the Bonds shall have been paid from the LTB Proceeds for a complete Fiscal Year.

Bonds may be issued in the future to share in the LTB Proceeds, or any portion of the LTB Proceeds, on a parity as to lien with the Bonds. The Full Faith and Credit Taxes secure, solely and only, the Bonds, and are not pledged to and will not be available for payment of any Additional Bond.

The Bonds coming due on December 15 of the years 2027 and 2031 are Term Bonds and are subject to mandatory redemption (as Term Bonds) by operation of the Bond Fund at a price of not to exceed par and accrued interest, without premium, on December 15 of the years and in the amounts as follows:

FOR THE TERM BONDS DUE DECEMBER 15, 2027

YEAR	REDEMPTION AMOUNT (\$)
2025	65,000
2026	70,000

with \$75,000 remaining to be paid at maturity in 2027.

FOR THE TERM BONDS DUE DECEMBER 15, 2031:

YEAR	REDEMPTION AMOUNT (\$)
2028	75,000
2029	80,000
2030	85,000

with \$90,000 remaining to be paid at maturity in 2031.

The Bonds coming due on and after December 15, 2020, are subject to redemption prior to maturity, at the option of the Village, from any available moneys, on December 15, 2019, and

any date thereafter, in whole or in part, and if in part in such principal amounts and from such maturities as determined by the Village and within any maturity by lot, at a redemption price of par plus accrued interest to the date fixed for redemption. Further provisions relating to any such redemption are as set out more fully in the Ordinance.

This Bond may be transferred or exchanged, but only in the manner, subject to the limitations, and upon payment of the charges as set forth in the Ordinance.

The Village and the Bond Registrar may deem and treat the Registered Owner hereof as the absolute owner hereof for the purpose of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes, and neither the Village nor the Bond Registrar shall be affected by any notice to the contrary.

UNDER VARIOUS SUBSECTIONS OF SECTION 141 OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, INTEREST ON THE BONDS IS INCLUDIBLE IN THE GROSS INCOME OF THE OWNERS THEREOF FOR FEDERAL INCOME TAX PURPOSES. BONDHOLDERS SHOULD CONSULT THEIR OWN TAX ADVISORS CONCERNING TAX CONSEQUENCES OF OWNERSHIP OF THE BONDS.

[HERE INSERT ADDITIONAL LANGUAGE IF BONDS ARE OID BONDS]

INSERT ANY INSURANCE LEGEND HERE

ASSIGNMENT

FOR VALUE RECEIVED the undersigned sells, assigns and transfers unto

[Identifying Numbers]

(Name and Address of Assignee)

the within Bond and does hereby irrevocably constitute and appoint _____

as attorney to transfer the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

Signature guaranteed: _____

SECTION 11. TREATMENT OF BONDS AS DEBT. The Bonds shall be payable from the Pledged Moneys and shall not constitute an indebtedness of the Village within the meaning of any constitutional or statutory limitation, unless the Full Faith and Credit Taxes shall have been extended pursuant to the general obligation, full faith and credit promise supporting the Bonds, as set forth in (Section 14 of) this Ordinance, in which case the amount of the Bonds then Outstanding shall be included in the computation of indebtedness of the Village for purposes of all statutory provisions or limitations until such time as an audit of the Village shall show that the Bonds have been paid from the LTB Proceeds for a complete Fiscal Year, in accordance with the Applicable Law.

SECTION 12. LTB PROCEEDS PLEDGED. The Village hereby pledges the LTB Proceeds to the payment of the Bonds, and the Corporate Authorities covenant and agree to provide for, collect and apply the LTB Proceeds to the payment of the Bonds and to deposit the LTB Proceeds to the hereinafter defined Alternate Bond Fund as hereinabove provided and the provision of not less than an additional .25 times debt service. The determination of the sufficiency of the LTB Proceeds pursuant to this Section shall be supported at any time by reference to the most recent audit of the Village, and the reference to and acceptance of such audit by the Corporate Authorities shall be conclusive evidence that the conditions of Section 15 of the Reform Act have been met.

SECTION 13. CONTINUING DISCLOSURE UNDERTAKING. The Designated Officers are hereby authorized, empowered and directed to execute and deliver the Continuing Disclosure Undertaking (the "*Continuing Disclosure Undertaking*") in customary form as approved by the Village Attorney. When the Continuing Disclosure Undertaking is executed and delivered on behalf of the Village as herein provided, the Continuing Disclosure Undertaking will be binding on the Village and the officers, employees and agents of the Village, and the officers, employees

and agents of the Village are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Continuing Disclosure Undertaking as executed. Notwithstanding any other provision of this Ordinance, the sole remedies for failure to comply with the Continuing Disclosure Undertaking shall be the ability of the beneficial owner of any Bond to seek mandamus or specific performance by court order, to cause the Village to comply with its obligations under the Continuing Disclosure Undertaking.

SECTION 14. FULL FAITH AND CREDIT TAXES; TAX LEVY. The Bonds are Alternate Bonds. For the purpose of providing funds to pay the principal of and interest on the Bonds, and as provided in Section 15 of the Reform Act, there is hereby levied upon all of the taxable property within the Village, in the years for which any of the Bonds are Outstanding, a direct annual tax for each of the years while the Bonds or any of them are Outstanding, in amounts sufficient for that purpose, and there be and there hereby is levied upon all of the taxable property in the Village the direct annual taxes in the amounts and for the years as follows:

FOR THE YEAR

A TAX SUFFICIENT TO PRODUCE THE DOLLAR (\$) SUM OF:

2011	\$35,577.19	for interest up to and including December 15, 2012
2012	\$46,237.50	for interest
2013	\$91,237.50	for interest and principal
2014	\$89,887.50	for interest and principal
2015	\$88,537.50	for interest and principal
2016	\$87,187.50	for interest and principal
2017	\$90,837.50	for interest and principal
2018	\$89,337.50	for interest and principal
2019	\$87,837.50	for interest and principal
2020	\$91,237.50	for interest and principal
2021	\$89,312.50	for interest and principal
2022	\$92,250.00	for interest and principal
2023	\$89,850.00	for interest and principal
2024	\$92,300.00	for interest and principal
2025	\$94,212.50	for interest and principal
2026	\$95,887.50	for interest and principal
2027	\$92,325.00	for interest and principal
2028	\$93,387.50	for interest and principal
2029	\$94,187.50	for interest and principal
2030	\$94,725.00	for interest and principal

Following any extension of the Full Faith and Credit Taxes, interest or principal coming due at any time when there are insufficient funds on hand from the Full Faith and Credit Taxes to pay the same shall be paid promptly when due from current funds on hand in advance of the collection of the Full Faith and Credit Taxes herein levied; and when the Full Faith and Credit Taxes shall have been collected, reimbursement shall be made to said funds in the amount so advanced.

SECTION 15. FILING WITH COUNTY CLERK; BOND FUND. After this Ordinance becomes effective, a copy hereof, certified by the Village Clerk shall be filed with the County Clerk. The County Clerk shall in and for each of the years required ascertain the rate percent required to produce the aggregate Full Faith and Credit Taxes hereinbefore provided to be levied in each of said years; and the County Clerk shall extend the same for collection on the tax books in connection with other taxes levied in said years in and by the Village for general corporate

faithfully observe and perform all of the conditions, covenants and requirements thereof and hereof.

B. The Village will pay and discharge, or cause to be paid and discharged, from the Alternate Bond Fund any and all lawful claims which, if unpaid, might become a lien or charge upon the Pledged Moneys, or any part thereof, or which might impair the security of the Bonds. Nothing herein contained shall require the Village to make any such payment so long as the Village in good faith shall contest the validity of said claims.

C. The Village will keep, or cause to be kept, proper books of record and accounts, separate from all other records and accounts of the Village, in which complete and correct entries shall be made of all transactions relating to the Pledged Moneys and the Alternate Bond Fund.

D. The Village will preserve and protect the security of the Bonds and the rights of the registered owners of the Bonds, and will warrant and defend their rights against all claims and demands of all persons. From and after the sale and delivery of any of the Bonds by the Village, the Bonds shall be incontestable by the Village.

E. The Village will adopt, make, execute and deliver any and all such further ordinances, resolutions, instruments and assurances as may be reasonably necessary or proper to carry out the intention of, or to facilitate the performance of, this Ordinance, and for the better assuring and confirming unto the registered owners of the Bonds of the rights and benefits provided in this Ordinance.

F. As long as any Bonds are Outstanding, the Village will continue to apply the LTB Proceeds as provided herein and, if applicable, will deposit the Full Faith and Credit Taxes to the Alternate Bond Fund. The Village covenants and agrees with the purchasers of the Bonds and with the registered owners thereof that so long as any Bonds remain Outstanding, the Village will take no action or fail to take any action which in any way would adversely affect the ability of the Village (i) to allocate or collect the LTB Proceeds, (ii) to levy the Full Faith and Credit Taxes or (iii) to collect and to segregate the Pledged Moneys. The Village and its officers will comply with all present and future applicable laws in order to assure that the LTB Proceeds can be allocated and collected, that the Full Faith and Credit Taxes can be levied and extended and deposited to the credit of the Alternate Bond Fund, as provided herein.

G. The Outstanding Bonds shall be and forever remain until paid or defeased the general obligation of the Village, for the payment of which its full faith and credit are pledged, and shall be payable, both from the LTB Proceeds as herein provided, and from the levy of the Full Faith and Credit Taxes, all as provided in the Reform Act.

SECTION 18. ADDITIONAL BONDS. The Village reserves the right to issue without limit Additional Bonds from time to time payable from the LTB Proceeds, or any portion thereof, and

any such Additional Bonds shall share ratably and equally in the LTB Proceeds with the Bonds; *provided, however,* that no Additional Bonds shall be issued except upon compliance with the provisions of the Reform Act as the Reform Act is written at this time.

SECTION 19. PAYMENT AND DISCHARGE; REFUNDING. The Bonds may be discharged, payment provided for, and the Village's liability terminated as follows:

(a) *Discharge of Indebtedness.* If (i) the Village shall pay or cause to be paid to the registered owners of the Bonds the principal, premium, if any, and interest to become due thereon at the times and in the manner stipulated therein and herein, (ii) all fees and expenses of the Bond Registrar shall have been paid, and (iii) the Village shall keep, perform and observe all and singular the covenants and promises in the Bonds and in this Ordinance expressed as to be kept, performed and observed by it or on its part, then these presents and the rights hereby granted shall cease, determine and be void. If the Village shall pay or cause to be paid to the registered owners of all Outstanding Bonds of a particular series, or of a particular maturity within a series, the principal, premium, if any, and interest to become due thereon at the times and in the manner stipulated therein and herein, such Bonds shall cease to be entitled to any lien, benefit or security under this Ordinance, and all covenants, agreements and obligations of the Village to the holders of such Bonds shall thereupon cease, terminate and become void and discharged and satisfied.

(b) *Provision for Payment.* Bonds for the payment or redemption of which sufficient monies or sufficient Government Securities shall have been deposited with the Bond Registrar (whether upon or prior to the maturity or the redemption date of such Bonds) or similar institution having trust powers shall be deemed to be paid within the meaning of this Ordinance and no longer outstanding under this Ordinance; *provided, however,* that if such Bonds are to be redeemed prior to the maturity thereof, notice of such redemption shall have been duly given as provided in this Ordinance or arrangements satisfactory to the Bond Registrar shall have been made for the giving thereof. Government Securities shall be considered sufficient only if said investments are not redeemable prior to maturity at the option of the issuer and mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal and redemption premiums if any when due on the Bonds.

The Village may at any time surrender to the Bond Registrar for cancellation by it any Bonds previously authenticated and delivered hereunder, which the Village may have acquired in any manner whatsoever, and such Bonds, upon such surrender and cancellation, shall be deemed to be paid and retired.

(c) *Termination of Village's Liability.* Upon the discharge of indebtedness under paragraph (a) hereof, or upon the deposit with the Bond Registrar or similar institution having trust powers of sufficient money and Government Securities (such

sufficiency being determined as provided in paragraph (b) hereof) for the retirement of any particular Bond or Bonds, all liability of the Village in respect of such Bond or Bonds shall cease, determine and be completely discharged and the holders thereof shall thereafter be entitled only to payment out of the money and the proceeds of the Government Securities deposited with the Bond Registrar or similar institution as aforesaid for their payment.

SECTION 20. SALE OF THE BONDS. The Bonds shall be executed as in this Ordinance provided as soon after the passage hereof as may be, shall be deposited with the Village Treasurer, and shall be delivered to the Purchaser upon the payment of the Purchase Price. The contract for the sale of the Bonds to the Purchaser (evidenced by the Official Notice of Sale and executed Official Bid Form) as presented to the Corporate Authorities at this meeting (the "*Purchase Contract*") is hereby in all respects ratified, approved and confirmed, it being hereby declared that no person holding any office of the Village, either by election or appointment, is in any manner financially interested, either directly in his own name or indirectly in the name of any other person, association, trust or corporation, in such contract.

The Preliminary Final Official Statement of the Village, relating to the Bonds and heretofore presented to the Corporate Authorities, is hereby ratified and approved. The Final Official Statement of the Village, dated within seven days of the date of sale of the Bonds, relating to the Bonds (the "*Final Official Statement*"), presented to the Corporate Authorities at this meeting is hereby approved, and the Purchaser is hereby authorized on behalf of the Village to distribute copies of the Final Official Statement to the ultimate purchasers of the Bonds. The Designated Officers are hereby further expressly authorized to take any action as may be required on the part of the Village to consummate the transactions contemplated by the Purchase Contract, this Ordinance, said Preliminary Official Statement, said final Official Statement, and the Bonds, and customary closing documents, their execution thereof to constitute ratification of the terms and provisions thereof by the Corporate Authorities without any further official action or direction thereby.

SECTION 21. USE OF PROCEEDS. The proceeds derived from the sale of the Bonds shall be used as follows:

A. Accrued interest, together with capitalized interest, if any, shall be credited to the Alternate Bond Fund and applied to pay first interest due on the Bonds.

B. The sum necessary, as determined by the Designated Officers, of the principal proceeds of the Bonds shall be deposited into a separate and segregated fund, hereby created, to be known as the "2012A Expense Fund" (the "Expense Fund") and shall be disbursed by the Purchaser at the delivery of the Bonds or thereafter be used by the Village Treasurer to pay costs of issuance of the Bonds in accordance with normal Village disbursement procedures. Any funds remaining to the credit of the Expense Fund on the date which is six months following the date of delivery of the Bonds shall be transferred by the Village Treasurer to the Alternate Bond Fund.

C. The balance of the principal proceeds of the Bonds shall be used to fund the Police Pension Obligations of the Village, and shall be applied by the Village Treasurer to the appropriate fund or funds necessary to effectuate this funding.

SECTION 22. THIS ORDINANCE A CONTRACT. The provisions of this Ordinance shall constitute a contract between the Village and the registered owners of the Bonds, and no changes, additions or alterations of any kind shall be made hereto, except as herein provided.

SECTION 23. SUPPLEMENTAL ORDINANCES. The rights and obligations of the Village and of the owners of Outstanding Bonds may from time to time be modified or amended by a supplemental ordinance adopted by the Corporate Authorities with the written consent of the owners of not less than two-thirds (2/3rds) of the principal amount of all Outstanding Bonds (excluding any of said Bonds owned by or under the control of the Village); *provided, however*, that no such modification or amendment shall extend or change the maturity of or date of

redemption prior to maturity, or reduce the interest rate on, or permit the creation of a preference or priority of any Outstanding Bond or Outstanding Bonds over any other Outstanding Bond or Outstanding Bonds, or otherwise alter or impair the obligation of the Village to pay the principal of and interest on any of the Outstanding Bonds at the time, place, rate, and in the currency provided therein, or alter or impair the obligations of the Village with respect to registration, transfer, exchange or notice of redemption of Bonds, without the express consent of the owners of all the Outstanding Bonds affected; nor shall any such modification or amendment reduce the percentage of the owners of Outstanding Bonds required for the written consent of such modification or amendment without the consent of the owners of all of the Outstanding Bonds.

SECTION 24. BOND REGISTRAR COVENANTS. If requested by the Bond Registrar, the Designated Officers are authorized to execute a Bond Registrar's agreement between the Village and the Bond Registrar with respect to the obligations and duties of the Bond Registrar hereunder. Such duties shall include the following:

- (a) to act as Bond Registrar, authenticating agent, and transfer agent as provided herein;
- (b) to maintain a list of Bondholders as set forth herein and to furnish such list to the Village upon request, but otherwise to keep such list confidential to the extent permitted by law;
- (c) to give notice, if any, of redemption of Bonds as provided herein;
- (d) to cancel and/or destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer;
- (e) to furnish the Village at least annually a certificate with respect to Bonds cancelled and/or destroyed; and

(f) to furnish the Village at least annually an audit confirmation of Bonds paid, Outstanding Bonds and payments made with respect to interest on the Bonds.

The Village Clerk is hereby directed to file a certified copy of this Ordinance with the Bond Registrar.

The Village covenants with respect to the Bond Registrar, and the Bond Registrar further covenants and agrees as follows:

A. The Village shall at all times retain a bond registrar with respect to the Bonds; it will maintain at the designated office(s) of such bond registrar a place or places where Bonds may be presented for payment, registration, transfer or exchange; and it will require that the Bond Registrar properly maintain the Bond Register and perform the other duties and obligations imposed upon it by this Ordinance in a manner consistent with the standards, customs and practices of the municipal securities industry.

B. The Bond Registrar shall signify its acceptance of the duties and obligations imposed upon it by this Ordinance by executing the certificate of authentication on any Bond, and by such execution the Bond Registrar shall be deemed to have certified to the Village that it has all requisite power to accept and has accepted such duties and obligations not only with respect to the Bond so authenticated but with respect to all the Bonds. Any Bond Registrar shall be the agent of the Village and shall not be liable in connection with the performance of its duties except for its own negligence or willful wrongdoing. Any Bond Registrar shall, however, be responsible for any representation in its certificate of authentication on Bonds.

C. The Village may remove the Bond Registrar at any time. In case at any time the Bond Registrar shall resign, shall be removed, shall become incapable of acting, or shall be adjudicated a bankrupt or insolvent, or if a receiver, liquidator, or conservator of

the Bond Registrar or of the property thereof shall be appointed, or if any public officer shall take charge or control of the Bond Registrar or of the property or affairs thereof, the Village covenants and agrees that it will thereupon appoint a successor Bond Registrar. The Village shall give notice of any such appointment made by it to each registered owner of any Bond within twenty days after such appointment in the same manner, or as nearly the same as may be practicable, as for a redemption of Bonds. Any Bond Registrar appointed under the provisions of this Section shall be a bank, trust company, or national banking association maintaining a corporate trust office in Illinois, and having capital and surplus and undivided profits in excess of \$50,000,000.

SECTION 25. MUNICIPAL BOND INSURANCE. In the event the payment of principal of and interest on the Bonds or of a given series of the Bonds is insured pursuant to a municipal bond insurance policy (a "*Municipal Bond Insurance Policy*") issued by a bond insurer (a "*Bond Insurer*"), and as long as such Municipal Bond Insurance Policy shall be in full force and effect, the Village and the Bond Registrar agree to comply with such usual and reasonable provisions regarding presentment and payment of Bonds, subrogation of the rights of Bondholders to the Bond Insurer when holding Bonds, amendment hereof, or other terms, as approved by any of the Designated Officers on advice of counsel, his or her approval to constitute full and complete acceptance by the Village of such terms and provisions under authority of this Section.

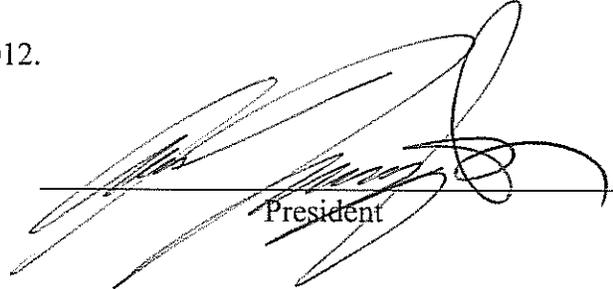
SECTION 26. SEVERABILITY. If any section, paragraph, clause or provision of this Ordinance shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this Ordinance.

SECTION 27. REPEALER. All ordinances, resolutions or orders, or parts thereof, in conflict with the provisions of this Ordinance are to the extent of such conflict hereby repealed.

SECTION 28. EFFECTIVE DATE. This ordinance shall be effective immediately upon its passage and approval.

PASSED this 23rd day of February, 2012.

APPROVED: this 23rd day of February, 2012.



President

AYES: George Bartik, Mario Imbarrato, Annette Kaptur, Kevin Maloney, Kathy Stanphill and Kevin Maloney

NAYS: None

ABSENT: None

RECORDED in the Village Records on February 23, 2012

Published in pamphlet form by authority of the Corporate Authorities on February 23, 2012.

ATTEST:



Village Clerk

[SEAL]



STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

CERTIFICATION OF ORDINANCE AND MINUTES

I, the undersigned, do hereby certify that I am the duly qualified and Village Clerk of the Village of Willow Springs, Cook County, Illinois (the "*Village*"), and as such officer I am the keeper of the books, records, files, and journal of proceedings of the Village and of the President and Board of Trustees (the "*Corporate Authorities*") thereof.

I do further certify that the foregoing constitutes a full, true and complete transcript of the minutes of the legally convened meeting of the Corporate Authorities held on the 23rd day of February, 2012, insofar as same relates to the adoption of an ordinance entitled:

AN ORDINANCE authorizing the issuance of \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois, for the purpose of paying certain police pension obligations, and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay the same.

a true, correct and complete copy of which said ordinance as adopted at said meeting appears in the foregoing transcript of the minutes of said meeting.

I do further certify that the deliberations of the Corporate Authorities on the adoption of said ordinance were taken openly; that the vote on the adoption of said ordinance was taken openly; that said meeting was held at a specified time and place convenient to the public; that notice of said meeting was duly given to all of the news media requesting such notice of said meeting was duly given to all of the news media requesting such notice; that notice of the meeting was posted at the location where said meeting was held and at the principal office of the Corporate Authorities on a day which was not a Saturday, Sunday or legal holiday for Illinois municipalities and at least 48 hours in advance of holding said meeting; that said agenda

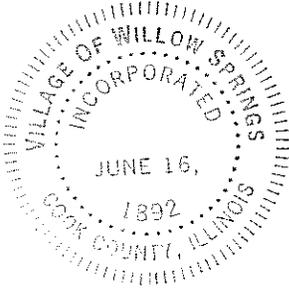
described or made specific reference to said ordinance; that a true, correct and complete copy of said agenda as so posted is attached hereto; that said meeting was called and held in strict accordance with the provisions of the Illinois Municipal Code and the Open Meetings Act of the State of Illinois, as amended; and that the Corporate Authorities have complied with all of the applicable provisions of said laws and its own procedural rules in the adoption of said ordinance.

IN WITNESS WHEREOF I have hereunto affixed my official signature and the seal of the Village, this 23rd day of February, 2012.



Village Clerk

[SEAL] **VILLAGE CLERK TO ATTACH AGENDA**



AGENDA
REGULAR VILLAGE BOARD MEETING
VILLAGE OF WILLOW SPRINGS
THE PRESIDENT AND BOARD OF TRUSTEES

February 23, 2012

Meeting to Order: President Nowaczyk 7:00 p.m.
Roll Call: Clerk Baskovich
President Nowaczyk
Trustees: Bartik, Kaptur, Imbarrato,
Maloney, Stanphill & Strazzante
Pledge of Allegiance
Public Hearing: None.
Presentations:
Open the Floor:
Approval of Minutes Minutes for the following meetings:
• Feb. 16, 2012 Public Hearing #1 Public Comment on Cook County Community Block Grant Projects
• Feb. 16, 2012 Public Hearing #2 Presentation of Willow Springs CCCBG Application for 2012
• Feb. 16, 2012 Committee of the Whole Meeting
• Feb. 16, 2012 Board Meeting
• Jan. 26, 2012 Public Hearing for 2012 Bond Issues (two items)
President's Report: Update
Engineer's Report: None
Administrator's Report: Update
Attorney's Report: Update
Ordinance Committee: Ordinance #2012-O-03 2012 A Bond

An Ordinance authorizing the issuance of \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois, for the purpose of paying certain police pension obligations, and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay the same.

Ordinance #2012-O-04 2012 B Bond

An Ordinance authorizing the issuance of \$1,765,000 General Obligation Refunding Bonds (Alternate Revenue Source), Series 2012B, of the Village of Willow Springs, Cook County, Illinois, for the purpose of refunding certain outstanding obligations of the Village and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay said bonds.

Ordinance #2012-O-05 2012 C Bond

An Ordinance providing for the issuance of \$160,825 General Obligation Limited Tax Bonds, Series 2012C, of the Village of Willow Springs, Cook County, Illinois, and providing for the levy and collection of a direct annual tax for the payment of the principal of and interest on said bonds.

Resolution #2012-R-02 Closure of Archer Avenue for Little League Opening Day April

Finance Committee: Warrants dated February 23, 2012
Acceptance Low Bid for sale of 2012 A Bond (see description above)
Acceptance Low Bid for sale of 2012 B Bond (see description above)
Acceptance Low Bid for sale of 2012 C Bond (see description above)

Treasurer's Report: None

Streets & Alleys: No report

J-WS Commission:

Police & Fire Committee: No report

Business License: No report

Building Committee: No report

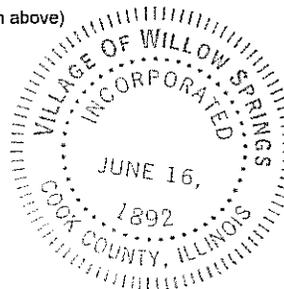
Clerk's Report: Update Newsletter/Vehicle Stickers

Executive Session: None

Old Business:

New Business:

Adjourned:



Next available numbers

Ord #2012-O-06

Res #2012-R-03

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

CERTIFICATE OF PUBLICATION IN PAMPHLET FORM

I, the undersigned, do hereby certify that I am the duly qualified and Village Clerk of the Village of Willow Springs, Cook County, Illinois (the "*Village*"), and as such official I am the keeper of the official journal of proceedings, books, records, minutes, and files of the Village and of the President and Board of Trustees (the "*Corporate Authorities*") thereof.

I do further certify that on the 23rd day of February, 2012, there was published in pamphlet form, by authority of the Corporate Authorities, a true, correct and complete copy of an ordinance entitled:

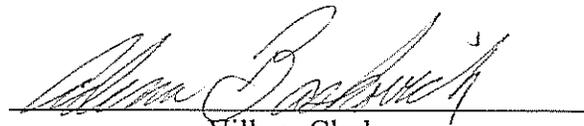
AN ORDINANCE authorizing the issuance of \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois, for the purpose of paying certain police pension obligations, and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay the same.

Adopted by the Corporate Authorities on the 23rd day of February, 2012, and that said ordinance as so published was on said date readily available for public inspection and distribution, in sufficient number to meet the needs of the general public, at my office as Village Clerk in Willow Springs, Illinois.

IN WITNESS WHEREOF I have affixed hereto my official signature and the seal of the Village this 23rd day of February, 2012.

[SEAL]




Village Clerk

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

FILING CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting County Clerk of The County of Cook, Illinois (the "*County*"), and as such officer I do hereby certify that on the ____ day of February, 2012, there was filed in my office a duly certified copy of an ordinance entitled:

AN ORDINANCE authorizing the issuance of \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois, for the purpose of paying certain police pension obligations, and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay the same.

passed by the President and Board of Trustees of the Village of Willow Springs, Cook County, Illinois, on the 23rd day of February, 2012, and approved by the President of said Village; and that the same has been deposited in the official files and records of my office.

IN WITNESS WHEREOF I have hereunto affixed my official signature and the seal of the County this ____ day of February, 2012.

County Clerk of The County of Cook, Illinois

[SEAL]

EXTRACT OF MINUTES of a regular public meeting of the President and Board of Trustees of the Village of Willow Springs, Cook County, Illinois, held at the Willow Springs Village Hall, Willow Springs, Illinois, at 7:00 p.m., on the 23rd day of February, 2012.

The President called the meeting to order and directed the Village Clerk of the Village to call the roll.

Upon the roll being called, the President and the following Trustees answered physically present at said location: President Nowaczyk, Trustees: George Bartik, Mario Imbarrato, Annette Kaptur, Kevin Maloney, Kathy Stanphill and Jerry Strazzante.

The following Trustees were allowed by a majority of the Trustees in accordance with and to the extent allowed by rules adopted by the President and Board of Trustees to attend the meeting by video or audio conference: N/A

No Trustee was not permitted to attend the meeting by video or audio conference.

The following Trustees were absent and did not participate in the meeting in any manner or to any extent whatsoever: N/A

The President announced that the President and Board of Trustees would next consider the adoption of an ordinance entitled:

AN ORDINANCE authorizing the issuance of \$1,100,000 Taxable General Obligation Bonds (Alternate Revenue Source), Series 2012A, of the Village of Willow Springs, Cook County, Illinois, for the purpose of paying certain police pension obligations, and providing for the imposition of taxes and the collection, segregation and distribution of certain revenues of the Village to pay the same.

(the "*Bond Ordinance*"). Thereupon, Trustee George Bartik presented and the Village Attorney explained the Bond Ordinance, which was before the President and Board of Trustees in words and figures as follows.

The President then gave a public recital of the nature and purpose of the ordinance, which included a reading of the title of the ordinance and statements (1) that the ordinance provided for the issuance of taxable general obligation alternate bonds for the purpose of paying certain outstanding police pension obligations of the Village, (2) that the bonds are issuable pursuant to authority of the Illinois Municipal Code, the Local Government Debt Reform Act and certain previous proceedings of the President and Board of Trustees, (3) that the ordinance provides for the bonds to be secured by the proceeds of general obligation limited tax bonds issued from time to time, supported by taxes unlimited as to rate but limited as to amount to the Village's debt service extension base, but there is also a back-up levy of taxes to pay the bonds, and (4) that the ordinance provides many details for the bonds, including provision for terms and form of the bonds, and appropriations.

Thereupon the President directed that the roll be called for a vote upon the motion to adopt such ordinance.

Upon the roll being called, the following Trustees voted:

AYE: George Bartik, Mario Imbarrato, Annette Kaptur, Kevin Maloney, Kathy Stanphill
and Jerry Strazzante

NAY: None.

ABSENT: None.

Whereupon the President declared the motion carried and the ordinance adopted, and did direct the Village Clerk to record the same in full in the records of the President and Board of Trustees, which was thereupon done.

Other business not pertinent to the adoption of said ordinance was duly transacted at said meeting.

Upon motion duly made and seconded, the meeting was adjourned.


Village Clerk