

NOTICE OF BOND SALE
\$1,600,000
SPECIAL ASSESSMENT BONDS,
SERIES 2014
OF
THE CITY OF OXFORD, MISSISSIPPI

Sealed proposals will be received and opened by the City Clerk of the City of Oxford, Mississippi (the “City”), in her office in the City Hall until the hour of 4:00 p.m. on the 15th day of April 2014 for subsequent presentation to the Mayor and Board of Aldermen (the “Governing Body”) of the City, in its meeting place in the City Hall of the City until the hour of 5:00 o’clock p.m. on the 15th day of April, 2014, at which time said bids will be publicly read, for the purchase in its entirety, at not less than par and accrued interest to the date of delivery thereof, of an issue of One Million Six Hundred Thousand Dollars (\$1,600,000) principal amount Special Assessment Bonds, Series 2014, of the City (the “Bonds”).

The Bonds will be dated the date of delivery, will be delivered in the denomination of Five Thousand Dollars (\$5,000) each, or integral multiples thereof up to the amount of a single maturity, will be numbered from one upward; will be issued in fully registered form; and will bear interest from the date thereof at the rate or rates offered by the successful bidder in its bid, payable on May 1 and November 1 in each year (each an “Interest Payment Date”), commencing May 1, 2015. The Bonds will mature serially on May 1 in each year and in the principal amounts as follows:

<u>YEAR</u>	<u>AMOUNT</u>	<u>YEAR</u>	<u>AMOUNT</u>
2015	\$85,000	2023	\$110,000
2016	85,000	2024	115,000
2017	90,000	2025	115,000
2018	95,000	2026	120,000
2019	95,000	2027	125,000
2020	100,000	2028	130,000
2021	100,000	2029	130,000
2022	105,000		

Bonds maturing on May 1, 2023 and thereafter, are subject to redemption prior to their stated dates of maturity at par, plus accrued interest to the date of redemption, either in whole, or in part, at any time on or after on May 1, 2022.

The City will appoint the Paying and Transfer Agent for the Bonds after receiving the recommendation of the successful bidder. The Paying and Transfer Agent shall be a bank or trust company located within the State of Mississippi (the “State”). The Paying Agent and/or Transfer Agent shall be subject to change by order of the Governing Body under the conditions and in the manner provided in the Bond Resolution under which the Bonds are issued.

The successful bidder must deliver to the Transfer Agent within thirty (30) days of the date of sale, or at such other later date as may be designated by the City, the names and addresses

of the Registered Owners of the Bonds and the denominations in which the Bonds of each maturity are to be issued. If the successful bidder fails to submit such information to the Transfer Agent by the required time, one bond may be issued for each maturity in the full amount maturing on that date registered in the name of the successful bidder.

Both principal of and interest on the Bonds will be payable by check or draft mailed on the Interest Payment Date to Registered Owners of the Bonds as of the 15th day of the month preceding the maturity date for such principal or interest payment at the addresses appearing in the registration records of the City maintained by the Transfer Agent. Payment of principal at maturity shall be conditioned on the presentation and surrender of the Bonds at the principal office of the Transfer Agent.

The Bonds will be transferable only upon the records of the City maintained by the Transfer Agent.

The Bonds shall not bear a greater overall maximum interest rate to maturity than eleven percent (11%) per annum, and shall mature in the amounts and on the dates hereinabove set forth; no Bond shall bear more than one (1) rate of interest; each Bond shall bear interest from its date to its stated maturity date at the interest rate or rates specified in the bid; all Bonds of the same maturity shall bear the same rate of interest from date to maturity. The lowest interest rate specified shall not be less than seventy percent (70%) of the highest interest rate specified; each interest rate specified must be an even multiple of one-eighth of one percent (1/8 of 1%) or one-tenth of one percent (1/10 of 1%) and a zero rate cannot be named. The interest rate for any one maturity shall not exceed eleven percent (11%) per annum.

The Bonds are being issued for the purpose of providing funds for the construction of various infrastructure improvements, including but not limited to (a) opening, reopening, widening, grading, re-grading, paving, repaving, surfacing and resurfacing streets, highways, boulevards, avenues, squares, lanes, alleys and parks of any part thereof, including construction or reconstruction of curbs and gutters therein; (b) grading, regarding and levying, laying, relaying, paving, re-paving, surfacing or resurfacing sidewalks, (c) laying, relaying and constructing or reconstructing water mains, water connections, sanitary disposal systems, sanitary sewers, storm covers and other surface drains or drainage systems (together (a) through (c), the "Improvements") as authorized by House Bill No. 1706, Local and Private Laws of the State of Mississippi, Regular Session of the Mississippi Legislature of 2013 (the "Act"), which Improvements shall consist of the construction and related improvements to Oxford Commons Boulevard Extension, and paying the costs of issuing the Bonds (together, the "Project").

For the purpose of effectuating and providing for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue the full faith, credit and resources of the City is irrevocably pledged for the payment of the principal and interest on the Bonds. There shall be and is hereby levied a tax on all taxable property in the City, after taking into account any other monies available for such purpose. In addition, a direct and continuing special assessment to be made against the benefited property from the Improvements shall also be pledged for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue. Said special assessment extended upon the tax rolls and collected in the same manner and at the same time that the annual real property tax becomes due

and payable within the first tax levy which is payable after the issuance of the Bonds, and that the rate of the special assessment shall be sufficient in each year fully to produce the sums required to pay the annual principal and interest payments on the Bonds. The avails of said tax are hereby irrevocably pledged for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this section, such failure shall not impair the right of the Registered Owners of any of the Bonds in any subsequent year to have adequate taxes levied and collected to meet the obligations of the Bonds, both as to principal and interest.

The City will designate the Bonds as qualified tax-exempt obligations within the meaning and for the purposes of Section 265(b)(3) of the Code.

Proposals should be addressed to the Mayor and Board of Aldermen and should be plainly marked "Proposal for Special Assessment Bonds, Series 2014, of the City of Oxford, Mississippi," and should be filed with the Clerk of the City on or prior to the date and hour hereinabove named.

Each bid must be accompanied by a cashier's check, certified check, or exchange, issued or certified by a bank located in the State, payable to the City of Oxford, Mississippi, in the amount of Thirty-Two Thousand Dollars (\$32,000) as a guaranty that the bidder will carry out its contract and purchase the Bonds if its bid be accepted. If the successful bidder fails to purchase the Bonds pursuant to its bid and contract, then the amount of such good faith check shall be retained by the City as liquidated damages for such failure. No interest will be allowed on the amount of the good faith deposit. All checks of unsuccessful bidders will be returned immediately on award of the Bonds. All proposals shall remain firm for three hours after the time specified for the opening of proposals and an award of the Bonds, or rejection of proposals, will be made by the City within said period of time.

The award, if any, will be made to the bidder complying with the terms of sale and offering to purchase the Bonds at the lowest net interest cost to the City. The net interest cost will be determined by computing the aggregate interest on the Bonds over the life of the issue at the rate or rates of interest specified by the bidder, less premium offered, if any. It is requested that each proposal be accompanied by a statement of the net interest cost (computed to six decimal places), but such statement will not be considered a part of the proposal.

The Governing Body reserves the right to reject any and all bids submitted and to waive any irregularity or informality.

The obligation of the purchaser to purchase and pay for the Bonds is conditioned on the delivery, at the time of settlement of the Bonds, of the following: (1) the approving legal opinion of Butler Snow LLP, Bond Counsel, to the effect that the Bonds constitute valid and legally binding obligations of the City payable from and secured by the Bonds are and will continue to be payable as to principal and interest out of and secured by an irrevocable pledge of the avails of a special assessment to be levied annually against the property benefiting from the Project. Said special assessment shall be paid in cash or in such annual installments as shall correspond to the annual maturities of the Bonds, provided that the number of such installments shall not extend over more than twenty (20) years from the date of issuance of the Bonds. Interest on the

unpaid amount of such special assessment shall accrue at a rate not to exceed the rate required for the payment of the principal and interest on the Bonds as the same shall mature and come due, plus any fees, and recurring costs pertaining to the Bonds. Additionally, the Bonds are and will levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the City. The City, if necessary, will levy annually a special tax upon all taxable property within the geographical limits of the City adequate and sufficient to provide for the payment of the principal of and the interest on the Bonds as the same falls due, and to the effect that the interest on the Bonds is exempt from Federal and State income taxes under existing laws, regulations, rulings and judicial decisions with such exceptions as shall be required by the Internal Revenue Code of 1986; and (2) the delivery of certificates in form and tenor satisfactory to Bond Counsel evidencing the proper execution and delivery of the Bonds and receipt of payment therefor, including a statement of the City, dated as of the date of such delivery, to the effect that there is no litigation pending or, to the knowledge of the signer or signers thereof, threatened relating to the issuance, sale and delivery of the Bonds. A copy of said approving legal opinion will appear on or accompany the Bonds.

Delivery of the Bonds is expected to be made within sixty (60) days after the aforesaid date of sale of the Bonds at a place to be designated by the purchaser and without cost to the purchaser. Simultaneously with the delivery of the Bonds, the purchaser shall furnish to the City a certificate, in form acceptable to Bond Counsel, stating that: (i) it purchased the Bonds as an investment for its own account and not with a view toward distribution or resale in the capacity of a bond house, broker, or intermediary; or (ii) pursuant to a bona fide public offering of all of the Bonds, it sold a substantial amount (ten percent (10%), or more, in par amount) of each maturity of the Bonds to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at or below the initial public offering prices set forth in such certificate. The purchaser shall also furnish a certificate, in form acceptable to Bond Counsel, setting forth the yield on the Bonds and issue price thereof, calculated in accordance with the requirements of the Code.

It is anticipated that CUSIP identification numbers will be printed on the Bonds unless specifically declined by the purchaser, but neither the failure to print such number on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Bonds in accordance with the terms of the purchase contract. All expenses in relation to the printing of CUSIP numbers on the Bonds shall be paid by the City; the CUSIP Service Bureau charge for the assignment of said numbers shall be the responsibility of and shall be paid for by the purchaser.

The City has covenanted in its Bond Resolution that under SEC Rule 15c2-12, the City will deliver or cause to be delivered annually, commencing with the fiscal year of the City ending on September 30, 2014, to each "nationally recognized municipal securities information repository," within the meaning of SEC Rule 15c2-12, and certain other entities described in SEC Rule 15c2-12 (said repositories and other entities are collectively referred to as the "Repositories"), (i) annual financial information and operating data relating to the City, including audited financial statements of the City and (ii) notice of certain events, if any, relating to the Bonds and the City, if the City deems such events to be material, as set forth in SEC Rule 15c2-12. Anyone requesting information under the continuing disclosure requirements of SEC Rule

15c2-12 should contact the City Clerk, City Hall, 107 Courthouse Square, Oxford, Mississippi 38655 Telephone Number: (662) 232-2312.

The Preliminary Official Statement, dated April 1, 2014, has been “deemed final” as of such date by the City with permitted omissions, subject to change without notice and to completion or modification in a final Official Statement (the “Official Statement”). The City will make available to the successful bidder a reasonable number of Official Statements within seven (7) business days (excluding Saturdays, Sundays and national holidays) of the award of the Bonds. The successful bidder shall conform to the requirements of Securities Exchange Act 15c2-12 (“SEC Rule 15c2-12”), including an obligation, if any, to update the Official Statement and shall bear all costs relating thereto. During the period from the delivery of the Official Statement to and including the date which is twenty-five (25) days following the end of the underwriting period for the Bonds (as described below) the City shall notify the successful bidder if any event of which it has knowledge shall occur which might or would cause the Official Statement, as then supplemented or amended, to contain any untrue statement of a material fact or to omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading.

The successful bidder shall file the Official Statement with Repository at the earliest practicable date after the date of delivery of the Bonds. The end of the underwriting period shall mean the earlier of (a) the date of the Closing unless the City has been notified in writing to the contrary by the representative of the successful bidder on or prior to such date, or (b) the date on which the “end of the underwriting period” for the Bonds has occurred under SEC Rule 15c2-12. The successful bidder shall notify the City of the date which is the “end of the underwriting period” within the meaning of the SEC Rule 15c2-12.

By order of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, on April 1, 2014.

/s/ Lisa D. Carwyle
CITY CLERK

PUBLISH: April 4 and 11, 2014