



**Watkins & Young** PLLC  
Attorneys at Law

**REQUEST FOR PROPOSAL**

**PROPOSAL DEADLINE:                   APRIL 14, 2011, 10:30 A.M., LOCAL TIME**  
**SALE TO BE AWARDED:               APRIL 14, 2011**

**RE:   \$2,275,000 TUPELO PUBLIC SCHOOL DISTRICT LIMITED-TAX NOTE,  
      SERIES 2011**

The Tupelo Public School District, Tupelo, Mississippi, is soliciting proposals for the purchase of a Two Million Two Hundred Seventy-Five Thousand and No/100 Dollars (\$2,275,000.00) Limited-Tax Note, Series 2011 (the "Note") described herein.

**Description of the Note**

The Note as initially issued shall be dated May 15, 2011, or date of delivery, as agreed to by the parties. The District will serve as Paying Agent on the Note. Principal and interest are payable by check or draft mailed or otherwise delivered by the District to the registered owner(s). Payment on the final maturity date shall be made upon the presentation and surrender of the Note at the main office of the District. Principal of the Note shall mature and be payable, subject to optional prepayment as set forth herein, on September 1 of each year, commencing September 1, 2011, as set forth on the attached Proposal Form. Interest shall be payable on March 1 and September 1 of each year, commencing September 1, 2011.

The principal of the Note shall be subject to redemption prior to its maturity at the option of the District, in whole or in part at any time, at the par value of the Note (or outstanding portion thereof) to be redeemed together with accrued interest to the date fixed for redemption.

The Note shall not bear a greater overall maximum interest rate to maturity than eleven percent (11%) per annum, nor shall the interest rate for any one maturity exceed eleven percent (11%) per annum. The Note shall bear interest from its date to its stated maturity date at the interest rates specified in the winning proposal.

The Note will be issued pursuant to a resolution (the "Note Resolution") adopted by the District's Board of Trustees on March 29, 2011, and under the authority of Miss. Code Ann. §§ 37-59-101, et seq. (the "Act"). A special ad valorem tax, not to exceed three mills, will be levied each year by the Board of Aldermen of Tupelo, Mississippi on taxable property within the District to provide funds to pay debt service on the Note, and on any other notes issued under the Act.

The Note is being issued to provide funds for the purpose of making capital improvements within the District, purchasing school buses, and to pay the costs of such borrowing. The Note will be offered subject to the unqualified approval of the legality thereof by Watkins & Young PLLC, Jackson, Mississippi, Bond Counsel. In the opinion of Watkins & Young PLLC, interest on the Note is not includable in gross income for federal income tax purposes and is exempt from Mississippi income taxes under existing laws, regulations, rulings and judicial decisions with such exceptions as shall be required by the Internal Revenue Code of 1986. The Note has been designated as bank-qualified for purposes of Section 265 (b) of the Internal Revenue Code of 1986.

The Note will be issued subject to the terms of an Investment Letter to be executed by the Purchaser stating: (1) that the Note is being purchased to be held by the Purchaser for investment purposes and not to be resold, (2) that the Purchaser will not transfer the Note in violation of any securities laws, and (3) that the Purchaser has received the information necessary to make an informed investment decision to purchase the Note.

The Note will be submitted for validation.

The Note is subject to the further details and provisions contained in the Note Resolution.

### **Sales Logistics**

Please deliver your proposal to Clare Hanlon, Watkins & Young PLLC, Jackson, Mississippi, **prior to 10:30 a.m., local time, on April 14, 2011.** Proposals may be sent to Mrs. Hanlon via facsimile at (601)354-3656. All proposals shall remain firm until acted upon by the District's Board of Trustees on April 14, 2011. A good faith check is not required.

The District anticipates awarding the sale of the Note at its meeting on April 14, 2011. The award, if any, will be made to the party complying with the terms of sale and offering to purchase the Note at the lowest net interest cost to the District, which shall be determined by computing the aggregate interest on the Note over the life of the issue at the rate or rates of interest specified in the winning proposal. The District reserves the right to reject any or all proposals and to waive any irregularity or defect in any proposal.

The District anticipates closing on the Note on or about May 15, 2011.

Please direct any inquiries with regard to this Request for Proposal to Jim Young, Watkins & Young PLLC, Jackson, Mississippi (601) 354-3660.

DATED: April 8, 2011

**TUPELO PUBLIC SCHOOL DISTRICT  
TUPELO, MISSISSIPPI  
PROPOSAL FORM**

April 14, 2011

Board of Trustees  
Tupelo Public School District  
72 South Green Street  
Tupelo, MS 38804

Ladies and Gentlemen:

We hereby offer to pay \$2,275,000 plus accrued interest to the date of delivery for the purchase of the District's \$2,275,000 Limited-Tax Note, Series 2011, dated May 15, 2011, or date of delivery and maturing on September 1, as set forth below, subject to optional prepayment, and bearing interest as set forth below:

**MATURITY SCHEDULE**

<u>SEPTEMBER 1 MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2011	\$205,000	___% ___
2012	85,000	___ ___
2013	85,000	___ ___
2014	90,000	___ ___
2015	95,000	___ ___
2016	100,000	___ ___
2017	275,000	___ ___
2018	525,000	___ ___
2019	475,000	___ ___
2020	340,000	___ ___

Based upon the maturities and interest rate or rates specified above, we compute the net interest cost to the District to be \$ \_\_\_\_\_ and the net interest rate from the date of the Note to its maturity to be \_\_\_\_\_ percent.

This proposal is submitted subject to the terms and conditions of the Request for Proposal of the District dated April 8, 2011.

Name: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

E-mail: \_\_\_\_\_

Telephone: \_\_\_\_\_