

RESOLUTION 14-65

**A RESOLUTION TO ACCEPT ENGAGEMENT LETTER
OF BASS, BERRY & SIMS, PLC**

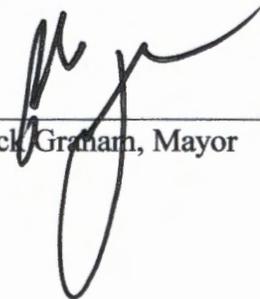
WHEREAS, Bass, Berry and Sims, PLC has been selected to serve as disclosure counsel with the offering of its General Obligation Public Improvement Bonds, Series 2014 for the City of Spring Hill, Tennessee;

WHEREAS, the engagement letter sets out the specific services to be provided as bond counsel and outlines the services which are excluded from such service; and

WHEREAS, the fee is to be estimated at \$12,500.00 if the transaction is consummated. If the fee is to exceed such payment this Board must specifically authorize such additional fees to be paid prior to closing.

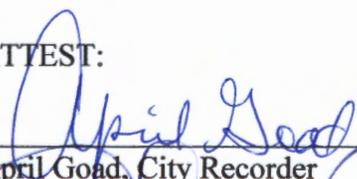
NOW THEREFORE, BE IT RESOLVED, by the Spring Hill Board of Mayor and Aldermen that the Mayor be granted authority and authorization to execute the attached engagement letter from Bass, Berry and Sims, PLC.

Passed and adopted by the Spring Hill Board of Mayor and Aldermen on the 19th day of May, 2014.



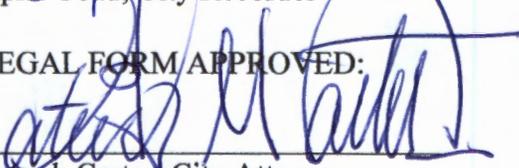
Rick Graham, Mayor

ATTEST:



April Goad, City Recorder

LEGAL FORM APPROVED:



Patrick Carter, City Attorney