

1 RESOLUTION NO. 2016-209

Late Filing

2
3 SPONSOR Mr. Pry

4
5 DATE June 13, 2016

COMMITTEE: Planning

6
7 **A Resolution authorizing a guarantee by the County from non-tax revenues of certain loan**
8 **payments to be made by Summit Workforce Solutions to the Development Finance Authority**
9 **of Summit County in connection with Bonds to be issued by the Authority, and authorizing**
10 **the Executive to execute and deliver a Guaranty Agreement, for the Executive's Department**
11 **of Finance and Budget, and declaring an emergency.**

12
13 WHEREAS, Summit Workforce Solutions, an Ohio nonprofit corporation ("SWS")
14 previously requested the Development Finance Authority of Summit County (the "Authority") to
15 assist it with acquiring and financing improvements to a commercial condominium unit located
16 at 1040 East Tallmadge Avenue (the "Unit") in the City of Akron to house the County's One-
17 Stop Delivery System as defined in the Workforce Investment Act of 1998, 20 U.S.C.A. Section
18 9201; and

19
20 WHEREAS, to finance the acquisition of the Unit and the renovation and improvement to
21 the Unit to accommodate the One-Stop Delivery System, the Authority issued its \$4,725,000 Bond
22 Fund Program Tax-Exempt Development Revenue Bonds, Series 2005F (Summit County
23 Workforce Policy Board Project) on December 1, 2005 (the "Series 2005 Bonds") and loaned the
24 proceeds of the Series 2005 Bonds to SWS pursuant to a Loan Agreement dated as of December 1,
25 2005 (the "Series 2005 Loan Agreement") between the Authority and SWS; and

26
27 WHEREAS, the County agreed to unconditionally guarantee payment of all loan payments
28 (the "Series 2005 Loan Payments") to be made by SWS to the Authority under the Series 2005
29 Loan Agreement and, in furtherance thereof, the County executed and delivered a Guaranty
30 Agreement dated as of December 1, 2005 (the "Guaranty") in favor of the Authority and U.S. Bank
31 National Association (the "Trustee"), as Trustee of the Series 2005 Bonds; and

32
33 WHEREAS, SWS has now requested the Authority to issue its Jobs & Investment Fund
34 Program Bonds in a principal amount not to exceed \$4,500,000 (the "Series 2016 Bonds") to (a)
35 refund the Series 2005 Bonds in order to achieve interest rate savings for SWS and (b) finance the
36 costs of the acquisition, construction and improvement of a new roof structure for the Unit and to
37 complete other Unit improvements (the "Series 2016 Project"); and

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39 WHEREAS, in connection with the issuance of the Series 2016 Bonds by the Authority, it
40 will be necessary for SWS to enter into a new Loan Agreement with the Authority (the "Series
41 2016 Loan Agreement") pursuant to which the Authority will loan the proceeds of the Series 2016
42 Bonds to SWS; and

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44 WHEREAS, in connection with the issuance of the Series 2016 Bonds and the Series 2016
45 Loan Agreement, SWS has requested the County to execute and deliver to the Authority and the
46 Trustee a Guaranty Agreement (the "Series 2016 Guaranty Agreement") pursuant to which the
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4 County will unconditionally guarantee all loan payments (the "Series 2016 Loan Payments") to be
5 made by SWS to the Authority under the Series 2016 Loan Agreement, but solely from the County
6 Nontax Revenues (as defined in the Guaranty Agreement).

7
8 NOW, THEREFORE, BE IT RESOLVED by the County Council of the County of
9 Summit, in the State of Ohio:

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11 SECTION 1

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13 This Council hereby authorizes the Executive to execute and deliver the Series 2016
14 Guaranty Agreement to the Authority and the Trustee, which Series 2016 Guaranty Agreement
15 shall be in substantially the form attached hereto as Exhibit A, with such revisions and
16 modifications as shall be in furtherance of the provisions of the Series 2016 Guaranty Agreement
17 and not substantially adverse to the County, all of which shall be conclusively evidenced by
18 execution thereof by the Executive.

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20 SECTION 2

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22 To secure the County's obligations under the Series 2016 Guaranty Agreement, this Council
23 authorizes a pledge of County Nontax Revenues (as defined in the Series 2016 Guaranty
24 Agreement) to the extent and subject to the conditions set forth in the Series 2016 Guaranty
25 Agreement.

26
27 SECTION 3

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29 The Executive will to deliver the Series 2016 Guaranty Agreement only if the following
30 conditions are met:

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32 (a) The Authority shall issue and sell the Series 2016 Bonds and loan the proceeds of
33 the Bonds to SWS pursuant to the Series 2016 Loan Agreement.

34
35 (b) SWS agrees, in an agreement acceptable to the County, to repay the County for any
36 amounts paid by the County to the Authority under the Series 2016 Guaranty Agreement (the
37 "Reimbursement Obligation").

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39 (c) SWS shall deliver to, or for the benefit of, the County a mortgage lien on the Unit to
40 secure SWS' Reimbursement Obligation to the County.

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SECTION 4

This Resolution is hereby declared an emergency in the interest of the health, safety and welfare of the citizens of the County of Summit and for the further purpose of immediately authorizing the aforementioned Series 2016 Guaranty Agreement to provide for the timely issuance of the Series 2016 Bonds to provide interest rate savings and the financing of the Series 2016 Project.

SECTION 5

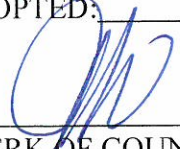
Provided this Resolution receives the affirmative vote of eight members, it shall take effect immediately upon its adoption and approval by the Executive; otherwise it shall take effect and be in force at the earliest time provided by law.

SECTION 6

It is found and determined that all formal actions of this Council concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Council, and that all deliberations of this Council and any of its committees that resulted in such formal action were in meetings open to the public, in compliance with legal requirements, including Section 121.22 of the Ohio Revised Code.

INTRODUCED: May 23, 2016

ADOPTED: June 13, 2016

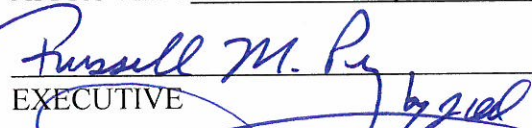


CLERK OF COUNCIL



PRESIDENT OF COUNCIL

APPROVED: June 13, 2016



EXECUTIVE

ENACTED EFFECTIVE: June 13, 2016

1048726_1
Voice Vote: 9-0 YES: Crawford, Donofrio, Feeman, Kostandaras, Prentice, Rodgers, Schmidt, Walters, Wilhite
ABSENT: Lee, Shapiro