

RESOLUTION NO. 2009-141

SPONSOR Mr. Pry

DATE \_\_\_\_\_

COMMITTEE Finance

**A Resolution authorizing the issuance of notes in the maximum principal amount of \$224,000.00 in anticipation of bonds for the purpose of paying costs of improving, renovating, equipping, and furnishing facilities for the Ninth District Court of Appeals, for the Executive's Department of Finance and Budget, and declaring an emergency.**

WHEREAS, the County has previously renovated, improved, equipped and furnished the facilities for the Ninth District Court of Appeals, and now desires to issue notes in the maximum principal amount of \$224,000.00; and

WHEREAS, the County Executive has requested the County Fiscal Officer, as the investing authority of the County, to purchase said notes authorized under the authority of Section 135.35, Ohio Revised Code; and

WHEREAS, the purchase of these notes by the County Fiscal Officer will (1) achieve cost savings for the County in terms of issuance expenses for the issuance of the Notes, and (2) accomplish the issuance of the Notes in a timely fashion so as to preserve the County's ability to finance the project on a tax-exempt basis with the bonds anticipated by the notes; and

WHEREAS, the County Fiscal Officer has agreed to purchase the notes in a private placement in accordance with the County's investment policy; and

WHEREAS, this Council finds and determines that it is necessary and in the best interest of this County to authorize the issuance of said notes in the maximum principal amount of \$224,000.00 in anticipation of bonds for the purpose of paying the costs of renovating, improving, equipping, and furnishing the facilities for the Ninth District Court of Appeals.

NOW THEREFORE, BE IT RESOLVED by the Council of the County of Summit, State of Ohio, that:

SECTION 1

**Findings and Determinations.** This Council finds and determines the following matters:

- (a) It is necessary for the County to issue the Bonds to pay the costs of renovating, improving, equipping, and furnishing the facilities for the Ninth District Court of Appeals. It is necessary to issue the Notes in anticipation of the Bonds for the purpose of (1) paying the costs of the Project, and (2) paying the Financing Costs of the Notes.
- (b) The County Fiscal Officer has certified to this Council the maximum maturity of the Bonds and Notes.

SECTION 1 (cont'd.)

- (c) The Notes will be issued in accordance with the County’s Note Program. This Note Resolution and the General Program Ordinance, together, constitute the legislation for the Notes required by Section 133.22(A) of the Ohio Revised Code.
- (d) This Note Resolution incorporates the terms of the General Program Ordinance, except as specifically changed for the Notes by this Note Resolution. Because the Notes are being issued in a private placement, the provisions of Section 190.10 of the General Program Resolution relating to primary and secondary market disclosure will not apply to the Notes. The provisions of Section 190.14 of the General Program Ordinance relating to tax-exemption will apply to the Notes. This Council designates the Notes as “qualified tax-exempt obligations” under Code Section 265(b)(3).
- (e) All acts and conditions necessary to be performed by the County or to have been met for the issuance of the Notes in order to make them legal, valid, and binding general obligations of the County, have been performed and met, or will have been performed and met, at the time of delivery of the Notes, as required by law.
- (f) No statutory or constitutional limitation of indebtedness or taxation will be exceeded by the issuance of the Notes.

SECTION 2

**Bond Terms.** The Bonds to be issued hereunder shall have the following terms:

- (a) **Amount and Rate.** The Bonds will be issued in the maximum principal amount of \$224,000.00 and will bear interest at the estimated average annual interest rate of 5%.
- (b) **Term.** The Bonds will mature serially over a period of 23 years in accordance with the following estimated principal payment schedule:

Year	Principal	Year	Principal
1	\$ 9,000	13	10,000
2	9,000	14	10,000
3	9,000	15	10,000
4	9,000	16	10,000
5	9,000	17	10,000
6	9,000	18	10,000
7	10,000	19	10,000
8	10,000	20	10,000
9	10,000	21	10,000
10	10,000	22	10,000
11	10,000	23	10,000
12	10,000		

SECTION 2 (cont'd.)

- (c) **Debt Service.** The Debt Service on the Bonds will be payable from the revenues of the County available and appropriated for the purpose and, if those revenues are insufficient, from the property tax described in Section 190.04 of the General Program Ordinance.

SECTION 3

**Note Authorization and Terms.** This Council authorizes the issuance of the Notes for the purpose described in Section 1(a). The Notes will have the following terms:

- (a) **Amount.** The Notes must be issued in the maximum principal amount of \$224,000.00, or any lesser principal amount as determined by the Authorized Officer in the Certificate of Award.
- (b) **Date.** The Notes must be dated the Closing Date, or any other date, not more than 31 days before the Closing Date, as determined by the Authorized Officer in the Certificate of Award.
- (c) **Maturity.** The Notes will mature five years from their date. The Authorized Officer may, if he determines it to be in the best interests of the County, establish a different maturity date, less than one year from the Closing Date.
- (d) **Interest.** The Notes must bear interest from their date at a rate not to exceed 8% per annum, payable at maturity. The rate of interest on the Notes must be determined by the Authorized Officer in the Certificate of Award.
- (e) **Redemption.** The Notes will be subject to redemption before maturity, in whole or in part, at any time or from time to time, on or after the Earliest Optional Redemption Date, at a redemption price of 100% of the principal amount being redeemed, plus interest accrued to the redemption date on the principal amount prepaid. The County Executive must give the Holder 10 days' notice of his election to redeem the Notes.
- (f) **Form.** The Notes will not be issued in Book-Entry Form. The Notes will be issued in fully registered form, registered in the name of the Holder, initially the County Fiscal Officer, and delivered to him in such manner as he requests.
- (g) **Payment.** Interest on the Notes will be payable on each Interest Payment Date, on each redemption date, and on the maturity date of the Notes. Interest payable on each Interest Payment Date will be for the period beginning on the previous Interest Payment Date—or, for the first Interest Payment Date, beginning on the Closing Date—and ending on the day before the Interest Payment Date. Interest payable on each redemption date will be for the period beginning on the previous Interest Payment Date and ending on the day before the redemption date, for the principal amount of the Notes being redeemed. Interest payable on the maturity date will be for all interest accrued but unpaid on the Notes. The principal on the Notes will be payable on the maturity date or earlier redemption date.

SECTION 3 (cont'd.)

- (h) **Designation.** The Notes will be designated "Court of Appeals Improvement Notes, Series 2009," unless otherwise designated in the Certificate of Award.

SECTION 4

**Sale of the Notes.** The Notes will be sold at private sale to the Original Purchaser, in accordance with law and the provisions of the Authorizing Legislation, at a purchase price to be determined by the Authorized Officer in the Certificate of Award.

The Authorized Officer is authorized, if he determines it to be in the best interests of the County, to combine the issue of the Notes with one or more other note issues of the County into a consolidated note issue in accordance with Section 133.30(B) of the Ohio Revised Code.

This Council authorizes and directs the Authorized Officer to sign and deliver the Certificate of Award. The Authorized Officer must state in the Certificate of Award: the principal amount of the Notes; the interest rate on the Notes; the purchase price for the Notes; and any other terms required by the Authorizing Legislation. The Authorized Officer may state in the Certificate of Award any changes in the date, the maturity date, and the designation of the Notes; whether the Notes are to be consolidated with other note issues; and any other terms authorized by the Authorizing Legislation, subject to the limits stated in the Authorizing Legislation.

SECTION 5

**Use of Note Proceeds.** The proceeds from the sale of the Notes must be deposited and used as provided in this Section and in Section 190.12 of the General Program Ordinance. After the deposit of any accrued interest and premium, the remainder of the proceeds of the Notes must be paid into the proper fund or funds and used for the payment of the costs of the Project and any Financing Costs of the Notes, to the extent that the Authorized Officer determines to pay those Financing Costs from the proceeds of the Notes. This Council appropriates the proceeds of the Notes for those purposes.

SECTION 6

**Definitions.** Capitalized terms in this Resolution shall have the meanings as set forth herein or the meaning given in the General Program Ordinance:

"Authorized Officer" means the County Executive.

"Authorizing Legislation" means, collectively, this Note Resolution and the General Program Ordinance.

"Bonds" means the bonds described in Section 2, in anticipation of which the Notes are being issued.

SECTION 6 (cont'd.)

“Certificate of Award” means the certificate authorized by Section 4.

“Earliest Optional Redemption Date” means a date six months after the Closing Date.

“General Program Ordinance” means Ordinance No. 2009-\_\_\_\_, enacted by the County Council on \_\_\_\_\_, 2009.

“Interest Payment Date” means each June 1 and December 1, beginning December 1, 2009.

“Note Resolution” means this resolution.

“Notes” means the unvoted, general obligation, bond anticipation notes authorized in Section 3.

“Original Purchaser” means the County Fiscal Officer, as the investing authority of Summit County.

“Project” means renovating, improving, equipping, and furnishing the facilities for the Ninth District Court of Appeals.

SECTION 7

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 to immediately allow for the prompt issuance of the Notes to preserve the County’s ability to issue the Bonds anticipated by those notes on a tax-exempt basis and thereby achieve interest cost savings to the County.

SECTION 8

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 9

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 of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements, including section 121.22 of the Ohio Revised Code.

RESOLUTION NO. 2009-141

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INTRODUCED March 30, 2009

ADOPTED \_\_\_\_\_

\_\_\_\_\_  
CLERK OF COUNCIL

\_\_\_\_\_  
PRESIDENT

\_\_\_\_\_  
APPROVED

\_\_\_\_\_  
EXECUTIVE

\_\_\_\_\_  
ENACTED EFFECTIVE