

**ORDINANCE NO. 2013-17**

**AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF \$100,000 LAND ACQUISITION BONDS, SERIES 2013 AND DECLARING AN EMERGENCY.**

**WHEREAS**, The Village of Mount Sterling (the "Village"). County of Madison, Ohio desires to finance the acquisition of land and site improvements thereto (the "Project"); and

**WHEREAS**, The Fiscal Officer of the Village, has estimated that the life of such improvements and assets to be financed with the proceeds of the securities hereinafter referred to is at least five (5) years, and certified that the maximum maturity of securities issued therefore is twenty-five (25) years; and

**WHEREAS**, this Council (the "Council") desires to finance the Project by issuing securities in the form of bonds under the provisions of Section 133 of the Ohio Revised Code, as amended (the "Act"); and

**WHEREAS**, The County of Madison, Ohio (the "Purchaser") has offered to purchase such bonds upon the terms set forth in such proposal and herein;

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the Village of Mount Sterling, County of Madison, Ohio (all the members thereof concurring):

Section 1. That it is necessary to issue bonds of the Village in the principal sum of \$100,000, for the purpose of paying the cost of the Project and certain costs of issuance, under authority of the general laws of the State of Ohio, particularly the Act. Such bonds shall be dated the date of their issuance, shall be in fully registered form without coupons, and shall be of the denomination equal to the unpaid principal amount thereof. The bonds shall bear interest at the rate of three and one-half per cent (3.50%) per annum and payable each time principal is paid. The principal shall be payable in annual installments every September 1, commencing September 1, 2014 in principal amounts to be set forth on the bonds.

The Bonds shall be subject to redemption prior to maturity at the option of the Village, at any time, in whole or in part of 100% of the par amount outstanding plus accrued interest.

Section 2. That such bonds shall be signed by the Mayor and the Village Administrator, provided that such signatures may be facsimiles. Such bonds shall be designated "Land Acquisition Bonds, Series 2013". shall be payable to the registered holder thereof, in the case of interest, by check, draft or wire sent by the Village to such holder's address as it appears on the registration records, and as to principal, upon presentation and surrender at the Village's offices, in each case, without deduction for exchange, collection or service charges, and shall recite that they are issued pursuant to the provisions of the Act and this ordinance.

The bonds shall be transferable by the registered holder thereof in person or by his attorney duly authorized in writing at the office of the Village upon presentation and surrender thereof to the Village. No such transfer shall be effective until entered upon the registration records maintained by the Village. Upon such transfer, a new bond for the then unpaid principal amount will be issued to the transferee in exchange therefore.

The Village may deem and treat the registered holders of the bonds as the absolute owners thereof for all purposes, and the Council shall not be affected by any notice to the

contrary. The Village may appoint a bank or trust company to serve as paying agent, registrar and transfer agent for the bonds.

Section 3. That installments of principal of and interest on the Bonds shall be payable in lawful money of the United States of America to the registered owner thereof as shown on the registration records for the Bonds which shall be maintained by the Village. NO transfer of ownership of the Bonds shall be valid unless made at the request of the registered owner thereof on the registration records of the Village. The Village may deem and treat the registered owner of the Bonds as the absolute owner thereof for all purposes, and the Village shall not be affected by any notice to the contrary. The Fiscal Officer of the Village shall serve as registrar for the Bonds, and payments of installments of principal of and interest on the Bonds shall be made by check, draft or wire sent to the registered owner thereof at the address shown on the registration records of the Village, except that the final installment of principal of and interest on the Bonds shall be made upon presentation and surrender thereof to the Village.

Section 4. That the Council hereby covenants that it will restrict the use of the proceeds of the bonds hereby authorized in such manner and to such extent, if any, and take such other actions as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute obligations the interest in which is subject to federal income taxation or "arbitrage bonds" under Sections 103 (b)(2) and 148 of the Internal Revenue Code of 1986, as amended (the "Code") and the regulations prescribed thereunder, including any expenditure requirements, investment limitations, or rebate requirements. The Village Administrator or any other officer having responsibility with respect to the issuance of the bonds s authorized and directed to give an appropriate certificate on behalf of the Village, on the date of delivery of the bonds for inclusion in the transcript of proceedings, setting forth the date of delivery of the bonds for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to the use of the proceeds thereof and provisions of said Sections 103 (b)(2) and 148 and regulations thereunder.

The bonds are hereby designated "qualified tax-exempt obligations" for the purposes set forth in Section 265(b) (3) (B) of the Code. The Council does not anticipate issuing and covenants that it will not issue more than \$10,000,000 of such "qualified tax-exempt obligations" during this calendar year.

Section 5. That it is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuance of such bonds in order to make the same legal, valid and binding obligations of the Village have been done, have happened and have been performed in regular and due form as required by law, and that such issue of bonds and the tax for the payment of their principal and interest as the same fall due and are payable do not exceed any limitations of indebtedness or taxation fixed by law. Any actions heretofore taken by the Village, its officers and employees with respect to the issuance and sale of the bonds are hereby approved, ratified and confirmed.

Section 6. That said bonds shall be sold to the Purchaser in accordance with its offer to purchase, which is hereby accepted. The proceeds from the sale of such bonds, except the premium, if any, shall be used for the purpose aforesaid and for no other purpose and for which purpose such proceeds are hereby appropriated; any premium shall be transferred to the bond retirement fund to be applied to the payment of the principal of and interest on the bonds in the manner provided by law.

Section 7. That for the payment of such bonds and the interest thereon, the full faith, credit and revenue of the Village are hereby irrevocably pledged and for the purpose of providing the necessary funds to pay the interest in the bonds promptly when and as the same

falls due, and also to provide a fund sufficient to discharge the bonds at maturity, there shall be and is hereby levied on all the taxable property in the Village within applicable limitations, in addition to all other taxes, a direct tax annually during the period the bonds are to run in an amount sufficient to provide funds to pay interest upon the bonds as and when the same falls due and also to provide a fund for the discharge of the principal of the bonds at maturity, which tax shall not be less than the interest and sinking fund tax required by article XII, Section 11 of the Constitution of Ohio.

Said tax shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner and at the same time that taxes for general purposes for each of said years are certified, extended or collected. Said tax shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from said tax levies hereby required shall be placed in a separate and distinct fund, which, together with interest collected on the same, shall be irrevocably pledged for the payment of the interest on and the principal of the bonds when and as the same shall fall due; provided, that in each year to the extent that revenues from other sources are available for the payment of the bonds and are appropriated for such purpose, the amount of such tax shall be reduced by the amount of such revenues so available and appropriate.

Section 8. That it is found and determined that all formal actions of the Council concerning and relating to the adoption of this ordinance were adopted in an open meeting of the Council; and that all deliberations of the Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Section 9. That the Clerk of Council be and is hereby directed to forward a certified copy of this ordinance to the County Auditor.

Section 10. An emergency is declared to exist to provide timely issuance of the Bonds to provide the funds necessary to timely acquire the land and make site improvements thereto, and passage of this ordinance as an emergency ordinance is necessary for the immediate preservation of the public peace, health, safety, morals and welfare. Therefore, this ordinance shall become effective immediately upon passage.

PASSED this 23rd day of September, 2013.

---

Mayor

Attest:

---

Clerk of Council.

**EXTRACT FROM MINUTES OF MEETING**

The Council of the Village of Mount Sterling, Ohio, met in regular session at 7 p.m. on the 23<sup>rd</sup> day of September, 2013 at the Council Chambers, Mount Sterling, Ohio with the following members present: Mayor Charles Neff, Council Persons Diane Spradlin, David Timmons, Lowell Anderson, Jim Davis and Scott McClelland.

There was presented and read to Council by title only Ordinance No. 2013-17 entitled:

AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF \$100,000  
LAND ACQUISITION BONDS, SERIES 2013 AND DECLARING AN  
EMERGENCY.

Jim Davis then moved that Ordinance No. 2013-17 be passed. David Timmons seconded the motion and, the roll being called upon the question, the vote resulted as follows:

AYES: 5

NAYS 0

The Ordinance was declared passed September 23, 2013.

**CERTIFICATE**

The undersigned, clerk of Council, hereby certifies that the foregoing is a true and correct extract from the minutes of meeting of Council of said Village, held on the 23<sup>rd</sup> day of September, 2013, to the extent pertinent to consideration and passage of the above-entitled legislation.

---

Clerk of Council

**CERTIFICATE**

I hereby certify that the foregoing is a true and correct copy of an ordinance passed on September 23, 2013, and that on September 24, 2013, I filed a certified copy of said ordinance with the county auditor.

---

Clerk of Council

**RECEIPT**

Received this day a certified copy of the foregoing ordinance.

---

County Auditor  
Madison County, Ohio

Dated September \_\_\_\_\_, 2013