

BOARD OF COUNTY COMMISSIONERS
COUNTY OF BUCKS
Pennsylvania

ORDINANCE NO. 75.
Enacted September 9, 1987

AUTHORIZING AND DIRECTING INCURRING OF NON ELECTORAL DEBT THROUGH ISSUANCE OF GENERAL OBLIGATION BONDS OF COUNTY OF BUCKS IN AGGREGATE PRINCIPAL AMOUNT OF \$9,355,000 FOR PURPOSES OF FINANCING THE COSTS OF MULTIPLE CONSTRUCTION CONTRACTS AND CERTAIN NEEDED REPAIRS AND IMPROVEMENTS TO DESIGNATED COUNTY BUILDINGS AND FACILITIES AND PROVIDING FUNDS FOR PAYMENT OF COSTS OF ISSUANCE: AUTHORIZING AND DIRECTING ISSUANCE OF BONDS AND DESCRIBING SAME; FIXING MANNER OF EXECUTION OF BONDS; STATING CERTAIN PAYMENT PROVISIONS AND ASSUMING PAYMENT OF CERTAIN TAXES IF NECESSARY; SETTING FORTH INTEREST RATES AND MATURITY DATES AND AMOUNTS OF BONDS; SETTING FORTH AND APPROVING FORM OF BOND; AWARDED BONDS AT PRIVATE SALE BY NEGOTIATION; COVENANTING AS TO ARBITRAGE; PROVIDING FOR REBATE OF ARBITRAGE; COVENANTING TO INCLUDE DEBT SERVICE IN ANNUAL BUDGETS, TO MAKE APPROPRIATIONS AND TO PAY SAME EACH FISCAL YEAR PUNCTUALLY AND PLEDGING FULL FAITH, CREDIT AND TAXING POWER OF COUNTY; APPOINTING SINKING FUND DEPOSITARY AND PAYING AGENT; ESTABLISHING A SINKING FUND FOR THE BONDS; AUTHORIZING AND DIRECTING PREPARATION, VERIFICATION AND FILING OF REQUIRED DEBT STATEMENT AND PROVIDING FOR CERTIFICATION AND FILING OF PROCEEDING WITH DEPARTMENT OF COMMUNITY AFFAIRS: APPROVING FORM OF OFFICIAL STATEMENT; AUTHORIZING PREPARATION, PRINTING, EXECUTION AND DELIVERY OF BONDS AND OTHER DOCUMENTS AND SUCH OTHER ACTION AS MAY BE NECESSARY TO EFFECTUATE ISSUANCE, SALE AND DELIVERY OF BONDS; PROVIDING FOR SETTLEMENT ACCOUNT; STATING AUTHORITY FOR ENACTMENT OF ORDINANCE AND APPLYING MANDATORY PROVISIONS OF LOCAL GOVERNMENT UNIT DEBT ACT WHETHER OR NOT SET FORTH; STATING THAT ORDINANCE IS CONTRACT WITH REGISTERED OWNERS OF BONDS AND REMEDIES THERE TO ENTITLED; PROVIDING FOR AMENDMENT OF ORDINANCE; SETTING FORTH SEVERABILITY CLAUSE; STATING THAT COVENANTS ARE FOR SOLE AND EXCLUSIVE BENEFIT OF COUNTY AND REGISTERED OWNERS OF BONDS; AMENDING COUNTY ORDINANCE NO. 67, ENACTED JULY 17, 1985, IN ORDER TO ADJUST THE CALL DATE OF CERTAIN PREVIOUSLY CALLED BONDS; SETTING EFFECTIVE DATE OF ORDINANCE; AND RESCINDING, CANCELLING AND ANNULLING INCONSISTENT ORDINANCES OR RESOLUTIONS

WHEREAS, the County of Bucks ("County") has determined to undertake a capital project consisting of the construction, improvement, repair and refurbishing of certain Court and District Justice facilities, Library and Arts facilities, Park and Recreation facilities and Public Safety facilities, all set forth in more detail on Exhibit A hereto (the "Project"); and

WHEREAS, the County has determined that issuance of general obligation bonds in an amount sufficient to provide funds for the Project and for the costs and expenses of the financing is necessary and advisable and is in the best financial interest of the County; and

WHEREAS, the County has determined that the private sale by negotiation of the Bonds to finance the Project and the expenses of the financing is in the best financial interest of the County; and

WHEREAS, the increase of debt to be authorized hereby, and the existing net debt of the County, as determined under the provisions of Article II of the Local Government Unit Debt Act, Act NO. 185 of July 12, 1972, P.L. 781, as amended and reenacted, 53 P.S. §6780-1 et seq. (the "Act"), do not in the aggregate exceed the limitations of the Act; and

WHEREAS, the County has received a proposal dated September 9, 1987 (the "Purchase Proposal") for the purchase at private sale of its general obligation bonds in the principal amount of \$9,355,000 (the "Bonds")

from Dolphin & Bradbury Incorporated, Philadelphia, Pennsylvania (the "Purchaser"), which Bonds are to be issued in accordance with the terms and conditions fo the Purchase Proposal and as described in detail in the form of the County's prekunubart iffucuaak statenebt dated August 31, 1987 (the "Preliminary Official Statement") previously distributed and the County's official statement dated September 9, 1987 (the "Official Statement") which has been submitted concurrently with the Purchase Proposal and both of which contain detailed reports of the material and essential facts relating to the County in connection with the issuance and sale of the Bonds, and the Board of County Commissioners desires to accept such proposal and to authorize and direct certain acts and things necessary and proper to effectuate the issuance, sale and delivery of the Bonds.

NOW, THEREFORE, BE IT ENACTED by the Board of County Commissioners as follows:

Section 1. an increase in the authorized nonelectoral debt of the County is hereby authorized and directed in the principal amount of \$9,355,000 which increase together with the existing net debt of the County will not result in a violation of the limitations of the Constitution of the Commonwealth of Pennsylvania or of the Act, through the issuance of general obligation bonds of the County in the principal amount of \$9,355,000 designated "County of Bucks General Obligation Bonds, Series of 1987," issued for the purpose of providing funds to pay the costs of issuance of the Bonds, and for and toward the payment of costs of the Project, the realistic cost estimates of which, as determined by persons qualified by experience, are hereby established and approved as set forth in detail in the schedule attached hereto as "Schedule A" and incorporated herein by reference, subject to modification by subsequent ordinance of the Board of County Commissioners as provided in Section 403(4) of the Act.

Section 2. The private sale by negotiation of the Bonds to finance the Project and the costs and expenses of the financing is hereby determined to be in the best financial interest of the County.

Section 3. The realistic estimated useful life of each of the improvements and acquisitions which comprise the project for which the Bonds are to be issued is determined to be in excess of 20 years or exceeds the apportioned aggregate principal amount of the Bonds allocated by maturities to such improvements and acquisitions.

Section 4. The execution, issuance, sale and delivery of the Bonds, as evidence of said increase of nonelectoral debt, is hereby authorized and directed. The Bonds maturing October 1 in the years 1988 to 1998, inclusive, shall be issued in fully registered form, in the denomination of \$5,000 each or any integral multiple thereof, dated and bearing interest from October 1, 1987, payable until maturity or redemption, on April 1st and October 1st of each year, commencing April 1, 1988; and be subject to redemption prior to maturity at the times, in the manner, on the dates, and upon the terms and conditions set forth in the form of bond in Section 8 hereof.

Section 5. The Bonds shall be executed by the facsimile signature of any two members of the Board of County Commissioners, shall have a facsimile of the corporate seal of the County affixed thereto, duly attested by the facsimile signature of the Chief Clerk (or the Acting Chief Clerk duly appointed for this purpose) of said Board and shall be authenticated by the certificate endorsed thereon, manually signed by a duly authorized officer of the Paying Agent hereinafter designated.

Section 6. Interest on the Bonds, if any, shall be payable by check or draft drawn on the Paying Agent hereinafter appointed and mailed to the registered owner of the Bonds as appears on the registration books of the Paying Agent, as provided for herein, as of the fifteenth (15th) day of the calendar month (whether or not a business day) preceding each of the interest payment date(s) specified hereinafter. The principal of the Bonds shall be payable to the registered owner or assignee, when due, upon surrender of the Bonds at the principal corporate trust office of the Sinking Fund Depository and Paying Agent hereinafter appointed, or at the principal office of any successor appointed by the County pursuant to the Act, in such coin or currency of the United States of America which at the respective times of payment is legal tender for the payment of public and private debts, without deduction of any tax or taxes (except gift, estate, succession or inheritance taxes or any other taxes not levied directly on the Bonds, the transfer thereof, the income therefrom, or the realization of profits on the sale thereof) which the County or the Treasurer thereof may be required to pay thereon or retain therefrom under or by virtue of any present or future law of the Commonwealth of Pennsylvania, all of which taxes, except as herein provided, the County assumes and agrees to pay.

Section 7. The bonds maturing October 1 in years 1988 to 1998, inclusive shall bear interest, until maturity or redemption, at the rates per annum, and shall mature in the amounts and on October 1 of certain years as set forth on the Bond Maturity Schedule attached hereto as Exhibit A and incorporated herein by reference. The Bonds are subject to redemption as set forth in the form of the Bond. If at the time of giving notice of redemption the County has not deposited with the paying agent moneys sufficient to redeem all Bonds called for redemption, such notice shall be stated to be conditioned upon the deposit of the redemption money with the paying agent not later than the date of redemption.

Section 8. The form of the Bonds maturing October 1 of the years 1988 to 1998, inclusive, the Paying Agent's authentication certificate and the notation for registration, hereby approved, shall be with appropriate insertions, omissions and variations substantially as follows:

(Form of Bond not typed)

Section 9. The proposal of Dolphin & Bradbury Incorporated, Philadelphia, Pennsylvania, the Purchaser, for the purchase of the Bonds at private sale by negotiation as set forth in the Purchase Proposal is hereby approved and accepted in compliance with Section 407 of the Act which provides that such obligations may be sold by the County at negotiated or invited sale upon receipt of an acceptable proposal for the purchase thereof and the Bonds are hereby awarded to the Purchaser upon the terms set forth in the Purchase Proposal. The Chairman of the Board of County Commissioners hereby is authorized, empowered and directed to execute an agreement of purchase for the Bonds by signing on behalf of the County a copy or copies of the Purchase Proposal in the form as submitted and approved at this meeting and to cause the corporate seal of the County to be affixed thereto and duly attested by the Chief Clerk or Acting Chief Clerk. The Bonds, if, as and when issued, shall be delivered to the Purchaser after execution and authentication thereof against receipt of the full purchase price therefor. A copy of the Purchase Proposal as presented, approved and accepted is to be attached to the minutes of the meeting and is hereby made a part hereof by reference. As set forth in the Purchase Proposal, the Bonds are purchased at a bid price of \$9,219,352.50 being 98.55% of the principal amount thereof and bear interest at rates ranging from 4.50% to 6.85% per annum.

Section 10. The County hereby covenants with the holder from time to time of the Bonds that it will make no investments or other use of the proceeds of the Bonds, which, if such investment or use had been reasonably expected on the date of issuance of the Bonds, would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and the rules and regulations promulgated under the former Section 103(c) of the Internal Revenue Code of 1954 and that this covenant shall extend throughout the term of the Bonds and shall apply to all amounts which are proceeds of the Bonds for the purposes of said section, rules and regulations. Neither the Paying Agent nor any other official or agent of the County shall make any investment inconsistent with the foregoing covenant. The Treasurer and all other County officials responsible for investment shall follow the advice or directions of Bond Counsel in respect to the Bonds as to investments which may be made in compliance with this covenant.

Section 11. The County, if required by the Code, covenants to rebate to the United States an amount equal to the sum of (A) the excess of (i) the amount earned on all nonpurpose investments (other than investments attributable to an excess described in this section), over (ii) the amount which would have been earned if such nonpurpose investments were invested at a rate not equal to the yield on the Bonds, plus (B) any income attributable to the excess described in (A) above except as regulations may otherwise provide. The amount which is required by this Section to be paid to the United States shall be paid in installments at least once every five years. Each installment shall be in an amount which ensures that 90% of the amount calculated under this section at the time payment is required shall have been paid to the United States. The last installment shall be made no later than 60 days after the day on which the last Bond is redeemed and shall be in an amount sufficient to pay the remaining balance of the amount calculated with respect to the Bonds.

Section 12. It is hereby covenanted with the holders from time to time of the Bonds that the County shall include the amount of the debt service (as specified, subject to appropriate adjustment in the event of optional redemption of the Bonds prior to maturity, and any taxes payable pursuant to Section 6 hereof) on the Bonds for each fiscal year in which such sums are payable in its budget for that year, shall appropriate such amounts to the payment of such debt service, and shall duly and punctually pay or cause to be paid the principal of the Bonds and the interest thereon at the dates and places and in the manner stated in the Bonds according to the true intent and meaning thereof, and for such budgeting, appropriation and payment, the County pledges its full faith, credit and taxing power. As provided in Section 404 of the Act, this covenant shall be specifically enforceable.

Section 13. There is hereby established a sinking fund to be known as "Sinking Fund—County of Bucks, General Obligation Bonds, Series of 1987", which shall be held by the Sinking Fund Depository hereinafter appointed and into said Sinking Fund there shall be paid all moneys necessary to pay the debt service on the Bonds when and as the same are collected, and said Sinking Fund shall be applied exclusively to the payment of the principal of and the interest on the Bonds as covenanted and to no other purpose whatsoever, except as may be authorized by law, until the same shall have been fully paid.

In each of the following County fiscal years, commencing January 1, 1988, the following amounts shall be pledged to pay the debt service on the Bonds, and such amounts are annually hereby appropriated to the said Sinking Fund for the payment thereof:

<u>Fiscal Year</u>	<u>Amount</u>	<u>Fiscal Year</u>	<u>Amount</u>
1988	\$667,475	1992	\$654,975
1989	665,225	1993	652,100
1990	662,850	1995	649,100
1991	660,350	1996	3,980,975
1992	657,725	1997	4,105,950
		1998	1,955,040

The County shall deposit in the said Sinking Fund not later than the business day next preceding each date when interest and principal is to become due on the Bonds a sufficient part of each aforementioned appropriation so that on each such payment date the said Sinking Fund will contain, together with any other available funds therein, sufficient money to pay in full interest and principal, if any, then due on the Bonds.

The said Sinking Fund shall be secured and invested by the Sinking Fund Depository in securities or deposits authorized by the Act, upon direction of the County, all as provided in the act. Said deposits and securities shall be in the name of the County but subject to withdrawal or collection only by the Sinking Fund Depository, and said deposits and securities, together with the interest thereon shall be a part of the said Sinking Fund. The Sinking Fund Depository and Paying Agent without further action of the County is hereby authorized and directed to pay from the said Sinking Fund the principal of and interest on the Bonds when due and payable.

The County may purchase on the open market Bonds, at less than 100% of the face value thereof, with its own funds available for the purpose. No such purchases shall be made within thirty (30) days of any Bond maturity date. The Bonds of the next stated maturity coming due which have been purchased by the County shall be delivered to the Paying Agent and shall be a credit in the amount of the full face value thereof against the amount of the payments next due into the Sinking Fund by the County.

Section 14. Bucks County Bank and Trust Company, Perkasie, Pennsylvania, is hereby appointed as Paying Agent and Sinking Fund Depository for the Bonds as required by Section 406 of the Act. The Paying Agent is further appointed as registrar of the Bonds and directed to maintain a registry book for the Bonds. The proper officers of the County are hereby authorized, empowered and directed to contract with said Bank for such services and also to appoint and contract with any successor in such duties, except during the existence of any default hereunder or under the Act or the Bonds.

Upon receipt of the proceeds of the sale of the Bonds, the Paying Agent is further requested and directed to deposit same in a settlement account from which the Paying Agent pursuant to written directions of the County signed by the Chairman or a member of the Board of County Commissioners shall pay the costs of the financing.

Section 15. The Chairman of the Board of County Commissioners, or the Chief Clerk, or the Assistant Chief Clerk in the absence of the Chairman or Chief Clerk, or a duly appointed successor, as the case may be, are hereby authorized, empowered and directed to prepare, execute and verify the Debt Statement of the County, with an appended Borrowing Base Certificate, certified by the Chief Clerk, as required by Section 410 of the Act, and to cause a complete and accurate copy of the proceedings in connection with the authorization, issuance and sale of the Bonds, certified by the Chief Clerk or Acting Chief Clerk, including the aforesaid Debt Statement, to be filed with the Pennsylvania Department of Community Affairs as required by Sections 411 and 801 of the Act, and to pay the necessary filing fees in connection therewith.

Section 16. The Preliminary Official Statement dated August 31, 1987 as previously distributed and the Official Statement dated September 9, 1987 are hereby approved in the form submitted to the Board of County Commissioners at this meeting, and the preparation and the arrangements by the Purchasers for the printing and distribution (as appropriate) thereof heretofore are hereby authorized, approved, affirmed and ratified, as appropriate. The Chairman or any member of the Board of County Commissioners is hereby authorized, empowered and directed on behalf of the County to execute the Official Statement in substantially the form submitted which is hereby approved with such additions, deletions or changes as are necessary to make such document in its final form conform to the terms and conditions of the Purchase Proposal and to deliver same to the Purchaser. The form of the Official Statement as submitted and approved is to be attached to the minutes of the meeting at which this ordinance is adopted and hereby is made a part hereof by reference.

Section 17. The appropriate officers as designated in Section 5 hereof are hereby authorized, empowered and directed to execute the Bonds as aforesaid in Section 5 and to cause the Bonds to be authenticated by the certificate endorsed thereon, manually signed by a duly authorized officer of the Paying Agent designated in Section 13 hereof. The Chairman or any member of the Board of County Commissioners and the Chief Clerk of the County, as the case may be, are further authorized, empowered and directed to deliver the Bonds upon receipt of the purchase money and in accordance with the terms of the Purchase Proposal for the purchase thereof and to execute and deliver any and all papers and documents with such additions, deletions or changes as such officers shall deem appropriate and in accordance with this resolution and to take such further action and to do or cause to be done any and all acts and things as may be necessary or appropriate to execute or carry out the purposes of this resolution, to incur the debt hereby authorized and to effectuate the issuance, sale and delivery of the Bonds, and such actions of such officers shall be deemed the actions of the County.

The County's Bond Counsel, Curtin and Heefner, Esquires, are hereby authorized and directed to prepare all documents required in connection with the issuance, sale and delivery of the Bonds as Bond Counsel deems necessary or appropriate and to arrange for the printing thereof and of the Bonds. The Purchaser hereby is requested to prepare the County's Official Statement for the Bonds in final form and to arrange for the printing and distribution thereof.

Section 18. The bond proceeds shall be deposited in a Settlement Account from which the Paying Agent shall thereafter pay the costs and expenses of the financing and establish reserves therefore, if required. Any reserves in the Settlement Account shall be disbursed from time to time by the Paying Agent upon written instructions from the Chairman or any member of the Board of County Commissioners, and any balance ultimately remaining in any such reserve shall, upon written instructions of the Chairman or Chief Clerk of the Board of County Commissioners, be paid over to the County.

Section 19. This ordinance is enacted pursuant to the Act, the Third Class County Code, Act of July 28, 1953, P.L. 723, as amended, the laws and the Constitution of the Commonwealth of Pennsylvania and the County hereby determines and declares that each and every matter and thing provided for herein is necessary and desirable to carry out and effect the public purposes of the County in accordance with such laws. All of the mandatory provisions of the Act shall apply hereunder whether or not explicitly stated herein and are specifically incorporated herein by reference.

Section 20. In consideration of the purchase and acceptance of the Bonds authorized to be issued hereunder by those who shall purchase the same from time to time, this resolution shall be deemed to be and shall constitute a contract between the County and the holders from time to time of the Bonds; and the covenants and agreements herein set forth to be performed on behalf of the County shall be for the benefit, protection and security of the holders or registered owners from time to time of the Bonds. If the County shall default in the performance of any of its obligations hereunder, under the Bonds or under the Act, the holders or registered owners of the Bonds shall be entitled to all of the rights and remedies provided by the Act in the event of such default.

Section 21. In case any one or more of the provisions contained in this ordinance or in the Bonds issued pursuant hereto shall for any reason be held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision of this ordinance or of the Bonds, and this ordinance or the Bonds shall be construed and enforced as if such invalid, illegal or unenforceable provision had never been contained herein or therein.

Section 22. The County may, from time to time and at any time, enact a supplemental ordinance (a) to cure any ambiguity, formal defect or omission in this ordinance or in any supplemental ordinance or (b) to grant to and confer upon the holders from time to time of the Bonds any additional rights, remedies, powers, authority or security that may be lawfully granted to or conferred upon same; or (c) to comply with any requirements of the Code after regulations and rulings interpreting the Code are promulgated.

Section 23. Nothing in this ordinance, expressed or implied, is intended or shall be construed to confer upon, or to give any person, firm or corporation other than the County, its agents and the registered owners of the Bonds any right, remedy or claim under or by reason of this ordinance or any covenant, condition or stipulation hereof; and the covenants, stipulations and agreements contained in this ordinance are and shall be for the sole and exclusive benefit of the County, its agents and the registered owners of the Bonds.

Section 24. The first sentence of Section 17 of Ordinance No. 67 enacted July 17, 1985 is hereby amended to read as follows:

"Section 17. There are hereby also called for redemption prior to maturity on December 1, 1989, \$4,685,000 principal amount of the General Obligation Bonds, Second Series of 1984 (the "1984 Bonds"), being the 1984 Bonds maturing on or after December 1, 1994."

All other provisions of Ordinance NO. 67 are hereby authorized, ratified and confirmed.

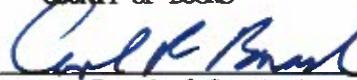
The form of First Supplement dated as of October 1, 1987 to the Escrow Deposit Agreement dated as of August 26, 1985 is approved in the form presented to this meeting and the appropriate officials of the County are hereby authorized to execute such First Supplement.

Section 25. The award of the Bonds at Section 9 hereof shall be effective immediately as required by Section 407 of the Act and the balance of this ordinance shall become effective in accordance with, and on the earliest date permitted by, the Act.

Section 26. All resolutions and ordinances or parts thereof inconsistent herewith are hereby rescinded, cancelled and annulled.

ENACTED by the Board of County Commissioners this 9th day of September, 1987.

COUNTY OF BUCKS

By: 
Chairman Board of Commissioners

By: 
Commissioner

By: 
Commissioner

[SEAL]

Attest: 
Chief Clerk