

At a regular meeting of the Charlotte County Board of Supervisors held in the Administration Building of said county on July 11, 2017 at 1:30 p.m.

Present: Gary D. Walker - Chairman
Garland H. Hamlett, Jr. Vice Chairman
Warren E. Weston
Robert L. Shook, Jr.
Nancy R. Carwile
Haywood J. Hamlet
Royal S. Freeman

Absent:

Chairman Walker called the meeting to order.

Royal S. Freeman gave the invocation.

The Chairman approved the agenda as amended.

The Chairman approved the minutes as presented.

Motion was made by Garland H. Hamlett, Jr., seconded by Nancy R. Carwile and approved to adopt the Lease Revenue Bond Resolution as presented;

WHEREAS, the Board of Supervisors (the "Board") of the County of Charlotte, Virginia (the "County") has determined that it is advisable to finance all or a portion of the costs (or to reimburse the County for payment of such costs) of various capital improvements, including, but not limited to, the acquisition and construction of and the equipping of improvements to capital projects for public school purposes primarily including, but not limited to, the repair and renovation of Eureka Elementary School and vehicles to be used for school purposes (collectively, the "Project");

WHEREAS, the County proposes to undertake the financing of the Project by obtaining a loan (the "Loan"), which Loan will be evidenced by a lease revenue bond (the "Bond"), issued by the Industrial Development Authority of Charlotte County, Virginia (the "Authority");

WHEREAS, the Bond will be issued pursuant to the following documents: (i) Lease from the County and the School Board of Charlotte County, Virginia (the "School Board") to the Authority; (ii) Financing Lease (the "Lease") between the Authority, the School Board and the County; (iii) Leasehold Deed of Trust and Security Agreement from the Authority to the deed of trust trustees named therein; and (iv) Assignment of Rents and Leases between the Authority and Branch Banking and Trust Company, as the maker of the Loan (the "Lender"). All of the documents listed above, except the Bond, are referred to in this Resolution as the "Basic Documents;" and

WHEREAS, the Bond will be payable solely from the revenues derived from the Lease pursuant to which the County will agree to make rental payments, subject to annual appropriation, sufficient to pay the principal of and interest on the Bond.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF CHARLOTTE, VIRGINIA:

1. Issuance of the Bond. The County hereby requests the Authority issue its Bond for the purpose of financing the Project and financing costs of issuing the Bond. The County hereby determines that the issuance of the Bond for the purposes described in the previous sentence is advisable and will benefit the inhabitants of the County through the promotion of their safety, health, welfare and prosperity. The Bond shall be dated the date of its issuance and delivery and shall, except as otherwise agreed to by the Lender and the County, be issued and sold to the Lender on the terms and conditions set forth in the term sheet dated June 22, 2017 (as amended from time to time, the "Term Sheet"), which Term Sheet is approved, and may contain such additional terms as may be approved by the County's Chairman of the Board of

Supervisors, the County Administrator or the Finance Director (each an "Authorized Representative") an Authorized Representative, such approval to be evidenced by the execution and delivery of the Bond.

2. Authorization of Basic Documents. The execution and delivery of and performance by the County of its obligations under the Basic Documents, to which the County is a party, are hereby authorized. The Basic Documents and the Bond shall be in such form and contain such provisions as the County Administrator, or his designee, shall approve, such approval to be evidenced conclusively by the execution and delivery of the Basic Documents, to which the County is a party.

3. Execution of Basic Documents. The County Administrator, or his designee, is hereby authorized to execute on behalf of the County the Basic Documents, to which the County is a party, and, if required, to affix or to cause to be affixed the seal of the County to the Basic Documents and to attest such seal. The County Administrator, or his designee, is hereby authorized to execute and deliver and record, if appropriate, on behalf of the County such leases, agreements, instruments, documents or certificates, and to do and perform such things and acts, as the County Administrator, or his designee, shall deem necessary or appropriate to carry out the transactions authorized by this Resolution or contemplated by the Basic Documents; and all of the foregoing, previously done or performed by such officers or agents of the County, are in all respects approved, ratified and confirmed. The County Administrator, or his designee, is hereby authorized to determine the final form of the Basic Documents; provided such documents are consistent with the terms and conditions in the Term Sheet and otherwise consistent with the intent of this Resolution.

4. Essentiality of the Project and Real Estate. The Project and the real estate and the improvements leased under the Basic Documents are hereby declared to be essential to the efficient operation of the County, and the County anticipates that the Project and such real estate and improvements will continue to be essential to the operation of the County during the term of the Loan.

5. Annual Budget. While recognizing that it is not empowered to make any binding commitment to make payments under the Basic Documents beyond the current fiscal year, the Board hereby states its intent to make annual appropriations for future fiscal years in amounts sufficient to make all such payments and hereby recommends that future Boards do likewise during the term of the Lease. The Board directs the County Administrator, or such other officer who may be charged with the responsibility for preparing the County's annual budget, to include in the budget request for each fiscal year during the term of the Lease amount sufficient to pay the amounts due under the Basic Documents during such fiscal year. If at any time during any fiscal year of the County throughout the term of the Lease, the amount appropriated in the County's annual budget in any such fiscal year is insufficient to pay when due the payments required under the Basic Documents, the Board directs the County Administrator, or such other officer who may be charged with the responsibility for preparing the County's annual budget, to submit to the Board at the next scheduled meeting, or as promptly as practicable but in any event within 45 days, a request for a supplemental appropriation sufficient to cover the deficit.

6. Rental Payments Subject to Appropriation. The County's obligation to make the payments pursuant to the Basic Documents is hereby specifically stated to be subject to annual appropriation therefore by the Board, and nothing in this Resolution or the Basic Documents shall constitute a pledge of the full faith and credit nor taxing power of the County or compel the Board to make any such appropriation.

7. Designation for Purchase by Financial Institutions. The Bond is hereby designated as a "qualified tax-exempt obligation" eligible for the exception from the disallowance of the deduction of interest by financial institutions allocable to the cost of carrying tax-exempt obligations in accordance with the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code") (to the extent that it is not deemed to be eligible for such exception pursuant to the provisions of such Section 265(b)(3)). The County does not reasonably anticipate that the County, the County's subordinate entities, and the entities which issue obligations on the County's behalf will issue, in the aggregate, more than

\$10,000,000 in tax-exempt obligations during calendar year 2017 (not including any refunding obligations that are not required to be counted against such \$10,000,000 limit pursuant to Section 265(b)(3) of the Code), and the County will not designate more than \$10,000,000 of qualified tax-exempt obligations in calendar year 2017.

8. Costs and Expenses. All costs and expenses in connection with the financing of the Project and the issuance of the Bond, including the Authority's fees and expenses and the fees and expenses of bond counsel and counsel for the Authority, shall be paid from the proceeds of the Bond, or other legally available funds of the County. If for any reason the Bond is not issued, it is understood that all such expenses shall be paid by the County from its legally available funds and that the Authority shall have no responsibility therefor.

9. Tax Covenants. The Finance Director, or her designee, is hereby authorized and directed to execute and deliver simultaneously with the issuance of the Bond the interest on which is intended to be excludable from gross income for federal income tax purposes a tax certificate or agreement, or both (collectively, the "Tax Agreement") setting forth the expected use and investment of the proceeds of the Bond and containing such covenants as may be necessary in order to comply with the provisions of the Code, including the provisions of Section 148 of the Code and applicable regulations relating to "arbitrage bonds." The proceeds from the issuance and sale of the Bond will be invested and expended as set forth in the Tax Agreement and that the County will comply with the other covenants and representations contained in it.

10. Further Actions. (a) The County Administrator, or his designee, and the Finance Director, or her designee, are hereby authorized and directed to take further action as each deems necessary or appropriate regarding the issuance and sale of the Bond and the financing of the Project, including the execution and delivery of such construction and project funding documents as may be required by the Lender.

(b) All actions taken by officers and agents of the County in connection with the issuance and sale of the Bond are hereby ratified and confirmed. The officers and agents of the County are hereby authorized and directed to take such further actions as each deems necessary regarding the issuance and sale of the Bond and all actions taken by such officers and agents in connection with the issuance and sale of the Bond are hereby ratified and confirmed.

11. Exercise of Discretion and Authorizations. Any authorization of an officer of the County under this Resolution entitles such officer to exercise his or her discretion in taking action on behalf of the County, unless expressly provided otherwise. The authorizations granted in this Resolution to the Chairman of the Board of Supervisors may be carried out by the Vice Chairman, in the absence or unavailability of the Chairman. The authorizations granted in this Resolution to the County Administrator may be carried out by any Interim, Acting or Assistant County Administrator, in the absence or unavailability of the County Administrator. The authorizations granted in this Resolution to the Finance Director may be carried out by any Interim, Acting or Assistant Finance Director, in the absence or unavailability of the Finance Director.

12. SNAP Investment Authorization. The County has heretofore received and reviewed the Information Statement (the "Information Statement") describing the State Non-Arbitrage Program of the Commonwealth of Virginia ("SNAP") and the Contract Creating the State Non-Arbitrage Program Pool I, and the County has determined to authorize the Treasurer to utilize SNAP in connection with the investment of the proceeds of the lease-leaseback transaction if the Treasurer determines that the utilization of SNAP is in the best interest of the County. The Board acknowledges that the Treasury Board of the Commonwealth of Virginia is not, and shall not be, in any way liable to the County in connection with SNAP, except as otherwise provided in the contract creating the investment program pool.

13. Effective Date. This Resolution shall take effect immediately.

Roll call vote as follows: Garland H. Hamlett, Jr.-Aye; Nancy R. Carwile-Aye; Robert L. Shook, Jr.-Aye; Warren E. Weston-Aye; Haywood J. Hamlet-Aye; Royal S. Freeman-Aye; and Gary D. Walker-Aye.

Motion was made by Garland H. Hamlett, Jr., seconded by Royal S. Freeman and carried with all other members present and voting yes to adopt the following VDOT 6 year plan resolutions;

WHEREAS, Sections 33.1-23.1 and 33.1-23.4 of the 1950 Code of Virginia, as amended, provides the opportunity for each county to work with the Virginia Department of Transportation in developing a Secondary Six-Year Road Plan,

WHEREAS, this Board had previously agreed to assist in the preparation of this Plan, in accordance with the Virginia Department of Transportation policies and procedures, and participated in a public hearing on the proposed Plan (2018 through 2023) as well as the Construction Priority List (2017) on June 13, 2017 after duly advertised so that all citizens of the County had the opportunity to participate in said hearing and to make comments and recommendations concerning the proposed Plan and Priority List,

WHEREAS, Scot Shippee, Residency Administrator, Virginia Department of Transportation, appeared before the board and recommended approval of the Six-Year Plan for Secondary Roads (2018 through 2023) and the Construction Priority List (2017) for Charlotte County,

NOW, THEREFORE, BE IT RESOLVED that since said Plan appears to be in the best interests of the Secondary Road System in Charlotte County and of the citizens residing on the Secondary System, said Secondary Six-Year Plan (2018 through 2023) and Construction Priority List (2017) are hereby approved as presented at the public hearing.

Motion was made by Nancy R. Carwile, seconded by Robert L. Shook, Jr. and carried with all other members present and voting yes to set a joint public hearing with the Charlotte County Planning Commission for August 7, 2017 at 7:00 p.m. to receive public comment on a conditional use permit for Wylliesburg Dollar General and a public hearing on August 7, 2017 at 7:30 p.m. to receive public comment on a conditional use permit for Twiddy's Creed Solar, LLC.

Motion was made by Haywood J. Hamlet, seconded by Royal S. Freeman and carried with all other members present and voting yes to approve the following 2017 appropriations;

10-3301-3001 Jail Operations-Professional Health	6,000
10-4302-3004 Building & Grounds –Repair & Maintenance	25,000
10-9203-2011 Fixed Charges – Worker’s Compensation	5,000

Motion was made by Garland H. Hamlett, Jr., seconded by Warren E. Weston and carried with all other members present and voting yes to approve the 2017 invoices in the amount of \$791,463.07.

Motion was made by Haywood J. Hamlet, seconded by Royal S. Freeman and carried with all other members present and voting yes to approve the 2018 invoices in the amount of \$110,844.68.

The meeting was adjourned until Tuesday August 8, 2017 at 1:30 p.m.