

FULTON COUNTY COUNCIL MEETING

Tuesday, September 19, 2017

MEETING CALLED TO ORDER at 6:30 p.m. with Pledge to the Flag. Present: Gary Sriver, Lorie Hurst, Jim Showley, Barry Hazel, Jim Widman, Randy Sutton, Phyl Olinger and Auditor Christina Sriver.

FEDCO – Terry Lee discussed the recent purchase of real estate downtown (the old Baily's Hardware building). The LLC that purchased the building is requesting help to restore the building in the amount of \$10,000. Council questioned if FEDCO funds could support the request. Terry Lee reported that the operating reserve has approximately \$72,000 and could support the request. He commented that some of the later renovations that will include renovating upstairs apartments may bring another request for financial help. Council reminded Terry that Rochester City has gotten a good amount of economic development funds already and until the county budget is approved the amount of EDIT funds for appropriations is unknown.

HIGHWAY – John Geier reported on activities including mowing and paving. John is working with USI to mediate the remaining bump at the bridge on Old 31. The only left to finish on the Lucas Street project is the extension riser for a dry well at the southwest corner of the railroad crossing. He reported that Commissioners approved that he provide labor to pave at the recycle center and the same for the parking lot at Aubbeenaubbee Township fire department. John requested to purchase a power washer that is currently on sale that is in the capital purchase plan for next year; Council approved the purchase. John is working with Gail (E-911) on getting new handheld radios; Council approves. He discussed his additional appropriations that are being presented later in the meeting.

SHERIFF – Chris Sailors reviewed the August reports. As of this morning the jail population was at 107. The Lieberman financial software is up and running and the department is currently only going to be taking payments from 8 a.m. to 5 p.m. Josh is finalizing some things on the camera system. Within the next 30-45 days he hopes to be accepting credit card payments. He is planning to hold a second gun user class in October. The e-tickets/mobile data will kick-off October 4, 5 and 6th with Spillman. One mobile unit has been ordered for a trial version. Larry is applying for a grant for the mobile units. The jail inspection was completed last week and Commissioners should be receiving information soon on the results. The recently damaged vehicle has been repaired and was more than anticipated; he is likely going to have an additional appropriation to cover cost. He asked Council's permission to trade three vehicles that are in need of repair for used pool vehicles; Council approves.

EMA – He is waiting on responses for grants applied for radios, mobile data units and a snow removal vehicle for maintenance.

LIT REFUNDING BOND ORDINANCE – Heidi Ampsbaugh from Umbaugh presented information pertaining to refunding the 2010 EDIT bond. A debt service reserve fund would not be necessary for the refunding issuance. The total amount of savings through the life of the bond is \$262,266. She reviewed the bond ordinance. The next step will be to take a pledge resolution to the Fulton County Redevelopment Commission for proposed approval, the sale of the bonds is on October 11th and the appropriation public hearing is on October 24th and October 25th is the anticipated closing date.

Barry moved to read the ordinance by title only, seconded by Randy; passed 7-0. Jim Widman read Ordinance 09-19-17 by title only for the first reading:

An Ordinance of Fulton County, Indiana, authorizing the issuance and sale of bonds of the County for the purpose of providing funds to be applied on the cost of the current refunding of its outstanding Economic Development Income Tax Revenue Bonds of 2010 and other matters connected therewith, together with the incidental expenses in connection therewith and on account of the issuance of bonds therefor

Jim Showley moved to do the second reading of Ordinance 09-19-17 by title only, Lorie seconded; passed 7-0. Jim read the ordinance title aloud.

Barry motioned to suspend the rules and go to the third reading by title only, seconded by Lorie; passed 7-0. Jim read aloud the ordinance by title only.

Barry moved to approve the ordinance, seconded by Phyl; passed 7-0.

ORDINANCE NO. 09-19-17

An Ordinance of Fulton County, Indiana, authorizing the issuance and sale of bonds of the County for the purpose of providing funds to be applied on the cost of the current refunding of its outstanding Economic Development Income Tax Revenue Bonds of 2010 and other matters connected therewith, together with the incidental expenses in connection therewith and on account of the issuance of bonds therefor

WHEREAS, a county is authorized by IC 5-1-14, IC 5-1-5, IC 6-3.6 and IC 36-2-6, as in effect on the date of issuance of the bonds authorized herein, to issue bonds to refund bonds issued for the purposes authorized under IC 6-3.6; and

WHEREAS, the County Council ("Council") of Fulton County, Indiana ("County") finds that certain hereinafter described outstanding bonds of the County should be refunded to obtain a reduction in interest payments and effect a savings to the County; that the refunding of said outstanding bonds, together with the accrued interest thereon and including costs related to the refunding cannot be provided for out of funds of the County now on hand and the refunding should be accomplished by the issuance of bonds of the County; and

WHEREAS, the Council finds that there are now outstanding bonds issued to finance the construction of certain sewage works and drainage improvements in the County ("Project") designated "Economic Development Income Tax Revenue Bonds of 2010," dated December 28, 2010 ("2010 Bonds"), originally issued in the amount of \$1,500,000, now outstanding in the amount of \$1,430,000, and maturing semiannually over a period ending January 15, 2026; and

WHEREAS, the Council now finds that the 2010 Bonds (hereinafter referred to as the "Refunded Bonds") should be refunded pursuant to the provisions of IC 5-1-5 to enable the County to obtain a reduction in interest payments to effect a savings to the County; and

WHEREAS, the Council finds that it is advisable to issue its refunding bonds in an amount not to exceed \$1,650,000; and

WHEREAS, the County has previously imposed the county economic development income tax pursuant to IC 6-3.5-7 and the County was a recipient of a distributive share pursuant to IC 6-3.5-7; and

WHEREAS, IC 6-3.5-7 has been repealed effective January 1, 2017 and replaced with IC 6-3.6 ("LIT Statute"); and

WHEREAS, IC 6-3.6-4-3 of the LIT Statute prohibits the adopting body from reducing the tax rate below a rate that would produce 1.25 times the total of the highest annual outstanding debt service or lease rental for the bonds authorized herein; and

WHEREAS, IC 6-3.6-6-5 of the LIT Statute prohibits the adopting body from reducing the proportional allocation of the additional revenue that was allocated the preceding year below an amount necessary to pay the bonds authorized herein; and

WHEREAS, IC 6-3.6-10-2(2) of the LIT Statute permits the issuance of Bonds by the County payable from the County's economic development allocation set forth in IC 6-3.6-6-4(2) of the LIT Statute ("EDIT Allocation") for the retirement of bonds issued for economic development projects; and

WHEREAS, the Board of Commissioners previously adopted a Capital Improvement Plan ("Plan") with respect to the EDIT Allocation and has or will amend the Plan to include the refunding of the Refunded Bonds; and

WHEREAS, except for the Refunded Bonds, there are no prior liens, encumbrances or other restrictions on the EDIT Allocation or on the County's ability to pledge the EDIT Allocation; and

WHEREAS, the Fulton County Redevelopment Commission ("Redevelopment Commission") adopted a declaratory resolution on October 12, 2010 ("Declaratory Resolution"), establishing the Fourth & Blacketer Economic Development Area ("Area") as an economic development area and an allocation area within the meaning of IC 36-7-14 for the purposes of capturing incremental real personal property tax revenues levied and collected in the Area ("Tax Increment"), and the Declaratory Resolution was confirmed by a confirmatory resolution adopted on November 15, 2010; and

WHEREAS, in connection with the issuance of the bonds authorized under this ordinance, the Redevelopment Commission has adopted or will adopt a resolution pledging Tax Increment to the payment of debt service on the bonds authorized herein; and

WHEREAS, the Redevelopment Commission has no prior liens, encumbrances, or other restrictions on its ability to pledge the Tax Increment; and

WHEREAS, in its resolution pledging the Tax Increment, the Redevelopment Commission has or will reserve its right to enter into additional obligations payable from Tax Increment for future public improvements; and

WHEREAS, the Council finds that the Refunded Bonds were issued for construction of the Project, a project that is the type of economic development project as defined in IC 6-3.6-2-8; and

WHEREAS, the bonds to be issued pursuant to this ordinance are to be issued subject to the provisions of the laws of the State of Indiana, including, without limitation, IC 36-2-6, IC 6-3.6, IC 5-1-5, IC 5-1-14-4, IC 36-7-14 and IC 36-7-25, each as in effect on the date of delivery of the bonds authorized herein (collectively, "Act"), and the terms and restrictions of this ordinance; and

WHEREAS, the total indebtedness of the County, including the amount of the bonds authorized by this ordinance (assuming all such indebtedness constitutes debt in the constitutional sense under the Indiana Constitution) is \$4,165,000, excluding the Refunded Bonds, and does not exceed any constitutional or statutory limitations on indebtedness, and the net assessed valuation of taxable property in the County, as shown by the last complete and full assessment for state and county taxes, is \$1,023,117,491; and

WHEREAS, the Council will publish notice in accordance with IC 5-3-1 and hold a public hearing regarding the proposed additional appropriation of the proceeds of the bonds authorized herein and will approve the appropriation of the bond proceeds to pay the costs of the refunding of the Refunded Bonds;

WHEREAS, the Council now finds that all conditions precedent to the adoption of an ordinance authorizing the issuance of the bonds have been complied with in accordance with the provisions of the Act;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNTY COUNCIL OF FULTON COUNTY, INDIANA, THAT:

Section 1. Authorization of the Refunding of Refunded Bonds. The Council hereby finds that it is necessary to provide funds for the refunding of the Refunded Bonds, thereby reducing its interest payments and effecting a savings, as reported by the County's financial advisor, H.J. Umbaugh & Associates, Certified Public Accountants, LLP ("Financial Advisor"). The refunding shall be completed and the bonds herein authorized shall be issued pursuant to and in accordance with the Act.

Section 2. Authorization of the Bonds; Registrar and Paying Agent; Book-Entry Provisions. (a) In order to procure funds with which to pay the costs of the refunding of the Refunded Bonds, including the costs of issuance of the bonds on account of the refunding, the Board of Commissioners is authorized and directed to have prepared and to issue and sell the bonds of the County, to be designated as "Local Income Tax Refunding Revenue Bonds of _____," to be completed with the year in which issued ("Bonds") in an

aggregate principal amount not to exceed \$1,650,000 for the purpose of procuring funds to apply on the costs of the refunding, issuance costs and all other related costs.

The Bonds shall be sold at a price of not less than 99% of the par value thereof, issued in fully registered form in denominations of \$5,000 or integral multiples thereof. If the Bonds are sold to a sophisticated investor, the Bonds may be issued in minimum denominations of \$100,000 and integral multiples of \$5,000 thereafter. The Bonds shall be numbered consecutively from 1 upward, dated as of the date of delivery, and shall bear interest at a rate or rates not exceeding three percent (3%) per annum (the exact rate or rates to be determined by negotiation), which interest shall be payable semiannually on January 15 and July 15 of each year, commencing on the first January 15 or the first July 15 after the issuance of Bonds as determined by the County with the advice of the County's financial advisor. The Bonds shall mature semiannually, or shall be subject to mandatory sinking fund redemption if term bonds are issued, on January 15 and July 15 of each year with a final maturity no later than January 15, 2026 and in such amounts which will produce as level annual debt service as practicable with \$5,000 denominations.

Interest on the Bonds shall be calculated according to a 360-day calendar year containing twelve 30-day months.

All or a portion of the Bonds may be issued as one or more term bonds, upon election of the purchaser of the Bonds. Such term bonds shall have a stated maturity or maturities of January 15 or July 15, on the dates as determined by the purchaser of the Bonds, but in no event later than the last serial maturity date of the Bonds as determined in accordance with the above paragraph. The term bonds shall be subject to mandatory sinking fund redemption and final payment(s) at maturity at 100% of the principal amount thereof, plus accrued interest to the redemption date, on dates and in the amounts in accordance with the schedule to be determined in accordance with the above paragraph.

(b) The Board of Commissioners and the Auditor are authorized and directed to appoint a qualified banking institution to serve as Registrar and Paying Agent ("Registrar" or "Paying Agent") for the Bonds, which shall be charged with the responsibility of authenticating the Bonds. The Auditor is hereby authorized to enter into such agreements or understandings with such bank as will enable the bank to perform the services required of a Registrar and Paying Agent. The Auditor is further authorized to pay such fees as the Registrar may charge for the services it provides as Registrar and Paying Agent, and such fees may be paid from the Bond and Interest Account established to pay the principal of and interest on the Bonds as fiscal agency charges. Upon agreement between the County and the purchaser of the Bonds, the Auditor may be designated as the Registrar and Paying Agent, and, in that case, shall be charged with all responsibilities of a Registrar and Paying Agent.

The principal of the Bonds shall be payable at the principal corporate trust office of the Paying Agent. Interest on the Bonds shall be paid by check mailed by first class mail one business day prior to the interest payment date to the registered owner, as of the first day of the month containing an interest payment date ("Record Date"), to the address as it appears on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by such registered owner. If payment of principal or interest is made to a depository, payment shall be made by wire transfer on the payment date in same-day funds. If the payment date occurs on a date when financial institutions are not open for business, the wire transfer shall be made on the next succeeding business day. The Paying Agent shall be instructed to wire transfer payments by 1:00 p.m. (New York City time) so such payments are received at the depository by 2:30 p.m. (New York City time). All payments on the Bonds shall be made in any coin or currency of the United States of America, which on the date of such payment shall be legal tender for the payment of public and private debts.

Each Bond shall be transferable or exchangeable only upon the books of the County kept for that purpose at the principal corporate trust office of the Registrar by the registered owner or by its attorney duly authorized in writing, upon surrender of such Bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the registered owner or its attorney duly authorized in writing, and thereupon a new fully registered Bond or Bonds in the same aggregate principal amount and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or the registered owner, as the case may be, in exchange therefor. The County, Registrar and Paying Agent for the Bonds may treat and consider the person in whose name such Bonds are registered as the absolute owner thereof for all purposes including for the purpose of receiving payment of, or on account of, the principal thereof and interest due thereon.

(c) The Bonds shall bear an original date which shall be the date of delivery, and each Bond shall also bear the date of its authentication. Bonds authenticated on or before the Record Date immediately preceding the first interest payment date shall be paid interest from the original date. Bonds authenticated thereafter shall be paid interest from the interest payment date to which interest has been paid next preceding the date of authentication of such Bonds unless the Bonds are authenticated after the Record Date and on or before the corresponding interest payment date, in which case interest thereon shall be paid from such interest payment date. If at the time of authentication of any Bond interest is in default thereon, that Bond shall bear interest from the date to which interest has been paid in full.

(d) The Bonds shall be signed in the name of the County by the manual or facsimile signature of the Board of Commissioners, and the seal of the County shall be affixed, imprinted, engraved or otherwise reproduced thereon and attested by the manual or facsimile signature of the Auditor. The Bonds shall be authenticated with the manual signature of an authorized representative of the Registrar, and no Bond shall be valid or become obligatory for any purpose until the certificate of authentication thereon shall have been so executed. Subject to registration provisions, the Bonds shall be negotiable under the laws of the State of Indiana.

(e) The County has determined that it may be beneficial to the County to have the Bonds held by a central depository system pursuant to an agreement between the County and The Depository Trust Company, New York, New York ("Depository Trust Company") and have transfers of the Bonds effected by book-entry on the books of the central depository system ("Book Entry System"). The Bonds may be initially issued in the form of a separate single authenticated fully registered Bond for the aggregate principal amount of each separate maturity of the Bonds. In such case, upon initial issuance, the ownership of such Bonds shall be registered in the register kept by the Registrar in the name of CEDE & CO., as nominee of the Depository Trust Company.

With respect to the Bonds registered in the register kept by the Registrar in the name of CEDE & CO., as nominee of the Depository Trust Company, the County and the Paying Agent shall have no responsibility or obligation to any other holders or owners (including any beneficial owner ("Beneficial Owner")) of the Bonds with respect to (i) the accuracy of the records of the Depository Trust Company, CEDE & CO., or any Beneficial Owner with respect to ownership questions, (ii) the delivery to any bondholder (including any Beneficial Owner) or any other person, other than the Depository Trust Company, of any notice with respect to the Bonds including any notice of redemption, or (iii) the payment to any bondholder (including any Beneficial Owner) or any other person, other than the Depository Trust Company, of any amount with respect to the principal of, or premium, if any, or interest on the Bonds except as otherwise provided herein.

No person other than the Depository Trust Company shall receive an authenticated Bond evidencing an obligation of the County to make payments of the principal of and premium, if any, and interest on the Bonds pursuant to this ordinance. The County and the Registrar and Paying Agent may treat as and deem the Depository Trust Company or CEDE & CO. to be the absolute bondholder of each of the Bonds for the purpose of (i) payment of the principal of and premium, if any, and interest on such Bonds; (ii) giving notices of redemption and other notices permitted to be given to bondholders with respect to such Bonds; (iii) registering transfers with respect to such Bonds; (iv) obtaining any consent or other action required or permitted to be taken of or by bondholders; (v) voting; and (vi) for all other purposes whatsoever. The Paying Agent shall pay all principal of and premium, if any, and interest on the Bonds only to or upon the order of the Depository Trust Company, and all such payments shall be valid and effective fully to satisfy and discharge the County's and the Paying Agent's obligations with respect to principal of and premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. Upon delivery by the Depository Trust Company to the County of written notice to the effect that the Depository Trust Company has determined to substitute a new nominee in place of CEDE & CO., and subject to the provisions herein with respect to consents, the words "CEDE & CO." in this ordinance shall refer to such new nominee of the Depository Trust Company. Notwithstanding any other provision hereof to the contrary, so long as any Bond is registered in the name of CEDE & CO., as nominee of the Depository Trust Company, all payments with respect to the principal of and premium, if any, and interest on such Bonds and all notices with respect to such Bonds shall be made and given, respectively, to the Depository Trust Company as provided in a representation letter from the County to the Depository Trust Company.

Upon receipt by the County of written notice from the Depository Trust Company to the effect that the Depository Trust Company is unable or unwilling to discharge its responsibilities and no substitute depository willing to undertake the functions of the Depository Trust Company hereunder can be found which is willing and able to undertake such functions upon reasonable and customary terms, then the Bonds shall no longer be restricted to being registered in the register of the County kept by the Registrar in the name of CEDE & CO., as nominee of the Depository Trust Company, but may be registered in whatever name or names the bondholders transferring or exchanging the Bonds shall designate, in accordance with the provisions of this ordinance.

If the County determines that it is in the best interest of the bondholders that they be able to obtain certificates for the fully registered Bonds, the County may notify the Depository Trust Company and the Registrar, whereupon the Depository Trust Company will notify the Beneficial Owners of the availability through the Depository Trust Company of certificates for the Bonds. In such event, the Registrar shall prepare, authenticate, transfer and exchange certificates for the Bonds as requested by the Depository Trust Company and any Beneficial Owners in appropriate amounts, and whenever the Depository Trust Company requests the County and the Registrar to do so, the Registrar and the County will cooperate with the Depository Trust Company by taking appropriate action after reasonable notice (i) to make available one or more separate certificates evidencing the fully registered Bonds of any Beneficial Owner's Depository Trust

Company account or (ii) to arrange for another securities depository to maintain custody of certificates for and evidencing the Bonds.

If the Bonds shall no longer be restricted to being registered in the name of the Depository Trust Company, the Registrar shall cause the Bonds to be printed in blank in such number as the Registrar shall determine to be necessary or customary; provided, however, that the Registrar shall not be required to have such Bonds printed until it shall have received from the County indemnification for all costs and expenses associated with such printing.

In connection with any notice or other communication to be provided to bondholders by the County or the Registrar with respect to any consent or other action to be taken by bondholders, the County or the Registrar, as the case may be, shall establish a record date for such consent or other action and give the Depository Trust Company notice of such record date not less than fifteen (15) calendar days in advance of such record date to the extent possible.

So long as the Bonds are registered in the name of the Depository Trust Company or CEDE & CO. or any substitute nominee, the County and the Registrar and Paying Agent shall be entitled to request and to rely upon a certificate or other written representation from the Beneficial Owners of the Bonds or from the Depository Trust Company on behalf of such Beneficial Owners stating the amount of their respective beneficial ownership interests in the Bonds and setting forth the consent, advice, direction, demand or vote of the Beneficial Owners as of a record date selected by the Registrar and the Depository Trust Company, to the same extent as if such consent, advice, direction, demand or vote were made by the bondholders for purposes of this ordinance and the County and the Registrar and Paying Agent shall for such purposes treat the Beneficial Owners as the bondholders. Along with any such certificate or representation, the Registrar may request the Depository Trust Company to deliver, or cause to be delivered, to the Registrar a list of all Beneficial Owners of the Bonds, together with the dollar amount of each Beneficial Owner's interest in the Bonds and the current addresses of such Beneficial Owners.

(f) The Bonds are not subject to optional redemption prior to maturity.

Any Bonds issued as term bonds, upon election of the purchaser of the Bonds, shall be subject to mandatory sinking fund redemption on January 15 and July 15 at 100% of face value in accordance with the maturity schedule hereinafter determined in accordance with subsection (a). The Registrar shall credit against the mandatory sinking fund requirement for any term bonds, and any corresponding mandatory redemption obligation, in the order determined by the County, any term bonds maturing on the same date which have previously been redeemed (otherwise than as a result of a previous mandatory redemption requirement) or delivered to the Registrar for cancellation or purchased for cancellation by the County and not theretofore applied as a credit against any redemption obligation. Each term bond so delivered or canceled shall be credited by the Registrar at 100% of the principal amount thereof against the mandatory sinking fund obligation on such mandatory redemption date for that term bond. Any excess of such amount shall be credited on future redemption obligations, and the principal amount of that term bond to be redeemed by operation of the mandatory sinking fund requirement shall be accordingly reduced.

Each Five Thousand Dollars (\$5,000) principal amount shall be considered a separate Bond for purposes of mandatory redemption. If less than an entire maturity is called for redemption, the Bonds to be called shall be selected by lot by the Registrar.

Notice of such redemption shall be mailed to the address of the registered owner as shown on the registration records of the Registrar, as of the date which is forty-five (45) days prior to the date fixed for redemption, but not less than thirty (30) days prior to such redemption date, unless notice is waived by the owner of the Bond or Bonds redeemed. The notice shall specify the date and place of redemption and sufficient identification of the Bonds called for redemption. The place of redemption may be determined by the County. Interest on the Bonds so called for redemption shall cease and the Bonds will no longer be deemed outstanding under this ordinance on the redemption date fixed in such notice if sufficient funds are available at the place of redemption to pay the redemption price on the date so named. Coincidentally with the payment of the redemption price, the Bonds so called for redemption shall be surrendered for cancellation.

Section 3. Form of Bond. The Bonds shall be issued in substantially the following form, all blanks to be filled in properly prior to delivery:

[Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to Fulton County, Indiana, or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]

NO. ____

UNITED STATES OF AMERICA

STATE OF INDIANA

COUNTY OF FULTON

FULTON COUNTY

LOCAL INCOME TAX REFUNDING REVENUE BOND OF ____

		ORI GIN AL DAT E		
[INTEREST RATE]	[MATU RITY DATE]		AUTHENTICATI ON DATE	[CUSI P]

REGISTERED OWNER:

PRINCIPAL SUM:

Fulton County, Indiana ("County"), a municipal corporation organized and existing under the laws of the State of Indiana, in Fulton County, Indiana, for value received, hereby acknowledges itself indebted and promises to pay to the Registered Owner named above, or registered assigns, the Principal Sum set forth above on [the Maturity Date set forth above] **OR** [January 15 and July 15 on the dates and in the amounts set forth on Exhibit A attached hereto] [(unless this bond be subject to and shall be called for redemption prior to maturity as hereinafter described)] and to pay interest hereon at the interest rate[s] per annum [stated above] **OR** [set forth on Exhibit A attached hereto] from the interest payment date next preceding the date of authentication hereof unless this bond is authenticated on or before _____ 1, 20__, in which case interest shall be paid from the Original Date, or unless this bond is authenticated on or after the first day of the month containing an interest payment date and on or before such interest payment date in which case interest shall be paid from such interest payment date, which interest is payable semiannually on January 15 and July 15, beginning on _____ 15, 20__.

The principal of and premium, if any, on this bond is payable at the principal office of _____ "Registrar" or "Paying Agent", in the _____ of _____, [Indiana]. All payments of interest on this bond shall be paid by check mailed one business day prior to the interest payment date to the registered owner hereof, as of the first day of the month containing an interest payment date, at the address as it appears on the registration books kept by the Registrar or at such other address as is provided to the Paying Agent in writing by the registered owner. [Notwithstanding anything to the contrary herein, this bond shall not be required to be presented or surrendered to receive payment in connection with any mandatory sinking fund redemption until the final maturity date of this bond or earlier payment in full of this bond. In addition and notwithstanding the foregoing, the registered owner may receive payment of principal and interest on this bond as it becomes due via wire transfer so long as the registered owner has provided written wire instructions to the Registrar and Paying Agent on or before the Record Date.] If payment of principal or interest is made to a depository, payment shall be made by wire transfer on the payment date in same-day funds. If the payment date occurs on a date when financial institutions are not open for business, the wire transfer shall be made on the next succeeding business day. The Paying Agent shall wire transfer payments by 1:00 p.m. (New York City time) so such payments are received at the depository by 2:30 p.m. (New York City time). All payments on the bond shall be made in any lawful money of the United States of America, which on the dates of such payment, shall be legal tender for the payment of public and private debts.

[The County has designated the bonds as qualified tax-exempt obligations to qualify the bonds for the \$10,000,000 exception from the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986 relating to the disallowance of the deduction for interest expense allocable to tax-exempt obligations.]

[The bonds shall be initially issued in a Book Entry System (as defined in the Ordinance). The provisions of this bond and of the Ordinance are subject in all respects to the provisions of the Letter or Representations between the County and The Depository Trust Company, or any substitute agreement, effecting such Book Entry System.]

This bond is [the only] one of an authorized issue of bonds of the County[, of like date, tenor and effect, except as to numbering, rates of interest and dates of maturity]; in the total amount of _____ Dollars (\$_____), numbered consecutively from 1 up; issued by the County pursuant to an ordinance adopted by the County Council of the County on _____, 2017 entitled "An Ordinance of Fulton County, Indiana, authorizing the issuance and sale of bonds of the County for the purpose of providing funds to be applied on the cost of the refunding of its outstanding Economic Development Income Tax Revenue Bonds of 2010 and other matters connected therewith, together with the incidental expenses in connection therewith and on account of the issuance of bonds therefor" ("Ordinance"), and in strict compliance with the governing statutes of the State of Indiana, particularly the Indiana Code, Title 36, Article 2, Chapter 6; Title 6, Article 3.6; Title 5, Article 1, Chapter 5; Title 5, Article

1, Chapter 14, Section 4; and Title 36, Article 7, Chapter 14 and Title 36, Article 7, Chapter 25 , each as in effect on the issue date of this bond (collectively, "Act"), for the purpose of refunding the Refunded Bonds (as defined in the Ordinance) and to pay issuance expenses.

Pursuant to the Ordinance and the Escrow Agreement defined therein, the County has set aside [securities (purchased from proceeds of the bonds of this issue and funds on hand of the County) and certain] cash in an Trust Account to provide payment of principal of and interest on the Refunded Bonds by the purchase of obligations of the United States of America.

This bond is transferable or exchangeable only upon the books of the County kept for that purpose at the office of the Registrar, by the registered owner hereof in person, or by its attorney duly authorized in writing, upon surrender of this bond together with a written instrument of transfer or exchange satisfactory to the Registrar duly executed by the registered owner, or its attorney duly authorized in writing, and thereupon a new fully registered bond or bonds in an authorized aggregate principal amount and of the same maturity, shall be executed and delivered in the name of the transferee or transferees or to the registered owner, as the case may be, in exchange therefor. This bond may be transferred or exchanged without cost to the registered owner except for any tax or governmental charge required with respect to the transfer. The County, the Registrar and any paying agent for this bond may treat and consider the person in whose name this bond is registered as the absolute owner hereof for all purposes including for the purpose of receiving payment of, or on account of, the principal hereof and interest due hereon.

The principal of and interest on this bond are payable from Tax Increment and, to the extent Tax Increment is not sufficient, the EDIT Allocation (each as defined in the Ordinance).

The bonds of this issue are not subject to optional redemption prior to maturity.

[The bonds maturing on _____ 15, ____ are subject to mandatory sinking fund redemption prior to maturity, at a redemption price equal to the principal amount thereof plus accrued interest, on the dates and in the amounts set forth below:

<u>Date</u>	<u>Term Bond</u>	<u>Amount</u>
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* Final Maturity

Each Five Thousand Dollars (\$5,000) principal amount shall be considered a separate bond for purposes of mandatory redemption. If less than an entire maturity is called for redemption, the bonds to be redeemed shall be selected by lot by the Registrar.

Notice of such redemption shall be mailed to the address of the registered owner as shown on the registration record of the County, as of the date which is forty-five (45) days prior to such redemption date, but not less than thirty (30) days prior to the date fixed for redemption unless said notice is waived by the registered owner of this bond. The notice shall specify the date and place of redemption and the series and the dates of maturity of the bonds called for redemption. The place of redemption may be determined by the County. Interest on the bonds so called for redemption shall cease on the redemption date fixed in such notice, if sufficient funds are available at the place of redemption to pay the redemption price on the date so named.]

If this bond shall not be presented for payment [or redemption] on the date fixed therefor, the County may deposit in trust with its depository bank, an amount sufficient to pay such bond [or the redemption price, as the case may be] and thereafter the registered owner shall look only to the funds so deposited in trust with said bank for payment and the County shall have no further obligation or liability in respect thereto.

This bond is subject to defeasance prior to [redemption] or payment as provided in the Ordinance referred to herein. THE OWNER OF THIS BOND, BY THE ACCEPTANCE HEREOF, HEREBY AGREES TO ALL THE TERMS AND PROVISIONS CONTAINED IN THE ORDINANCE. The Ordinance may be amended without the consent of the owners of the bonds as provided in the Ordinance if the County Council determines, in its sole discretion, that the amendment shall not adversely affect the rights of any of the owners of the bonds. Additional bonds payable from the Tax Increment and/or the EDIT Allocation and the bonds authorized by the Ordinance that may be issued as provided in the Ordinance.

The bonds maturing in any one year are issuable only in fully registered form in the denomination of [\$5,000 or integral multiples thereof] **OR** [minimum denominations of \$100,000 and any integral multiple of \$5,000 thereafter] not exceeding the aggregate principal amount of the bonds maturing in such year. [The sale or transfer of this bond in principal amounts of less than \$100,000 is prohibited other than through a primary offering.]

It is hereby certified, recited and declared that all acts, conditions and things required by law and the constitution of the State of Indiana to be done precedent to and in the sale, execution, issuance and delivery of this bond have been done and performed in regular and due form as provided by law; that this bond and the total issue of the bonds is within every limit of indebtedness as prescribed by the constitution

and laws of the State of Indiana. The Tax Increment and, to the extent Tax Increment is not sufficient, the EDIT Allocation received by the County are hereby irrevocably pledged to the punctual payment of the principal and interest of this bond according to its terms.

This bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been duly executed by an authorized representative of the Registrar.

IN WITNESS WHEREOF, Fulton County, Indiana, has caused this bond to be executed in the name of the County by the manual or facsimile signature of its Board of Commissioners, the seal of the County or a facsimile thereof to be affixed, imprinted, engraved or otherwise reproduced hereon and attested by the manual or facsimile signature of the Auditor.

FULTON COUNTY, INDIANA

By: _____
Commissioner

By: _____
Commissioner

By: _____
Commissioner
(SEAL)

ATTEST:

Auditor

REGISTRAR'S CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds described in the within mentioned Ordinance.

_____ as Registrar

By: _____
Authorized Representative

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto _____ the within bond and all rights hereunder and hereby irrevocably constitutes and appoints _____, attorney, to transfer this bond on the bond register kept for the County, with full power of substitution in the premises.

Dated: _____

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution participating in a Securities Transfer Association recognized signature guarantee program.

NOTICE: The signature to this assignment must correspond with the name as it appears upon the face of the within bond in every particular, without alteration or enlargement or any change whatever.

[EXHIBIT A]

[End of Bond Form]

Section 4. Sale of Bonds. (a) The Board of Commissioners and the Auditor may negotiate the sale of the Bonds at an interest rate not exceeding three percent (3%) per annum. The Board of Commissioners and the Auditor are hereby authorized to execute a bond purchase agreement or bond placement agreement ("Purchase Agreement") with the purchaser of the Bonds with terms conforming to this ordinance and sell such bonds upon such terms as are acceptable to the Board of Commissioners and the Auditor consistent with the terms of this ordinance. Such Purchase Agreement shall establish a final principal amount, purchase price, interest rates, maturity schedule and term bond mandatory redemptions, if any. The Purchase Agreement will also state that the Purchaser or placement agent, as the case may be, will agree to assist the County with establishing the issue price of the Bonds under Treas. Reg. Section 1.148-1(f).

(b) The Board of Commissioners and the Auditor may also take such other actions or deliver such other certificates as are necessary or desirable in connection with the issuance of the Bonds and the other documents needed for the financing as they deem necessary or desirable in connection therewith.

(c) Prior to the delivery of the Bonds, the Auditor shall obtain a legal opinion as to the validity of the Bonds from Ice Miller LLP, bond counsel, of Indianapolis, Indiana, and shall furnish this opinion to the purchaser of the Bonds. The cost of this opinion, the services of the County Attorney and the services of the County's financial advisor shall be considered as part of the costs incidental to these proceedings and may be paid out of proceeds of the Bonds.

Section 5. Authorization for Preparing Bonds; Official Statement; Continuing Disclosure; Escrow Agreement. (a) The Auditor is hereby authorized and directed to have the Bonds prepared, and the Board of Commissioners and Auditor are hereby authorized and directed to execute and attest the Bonds in the form and manner herein provided.

(b) If the Bonds are sold to an underwriter and will be re-offered, distribution of an Official Statement (preliminary and final) for the Bonds, prepared on behalf of the County, is hereby authorized and approved and the Board of Commissioners and Auditor are authorized and directed to execute the Official Statement on behalf of the County in a form consistent with this ordinance. The Board of Commissioners or Auditor is hereby authorized to designate the preliminary Official Statement as "nearly final" for purposes of Rule 15c2-12 ("Rule") as promulgated by the Securities and Exchange Commission.

In the alternative, if an Official Statement is not required, the County shall obtain an investment letter from the purchaser of the Bonds which satisfies federal and state securities laws applicable to the Bonds.

(c) If necessary to sell the Bonds and comply with the Rule, the Board of Commissioners and Auditor are hereby authorized and directed to complete, execute and attest, on behalf of the County, a Continuing Disclosure Undertaking ("Undertaking") that complies with the requirements of the Rule. Notwithstanding any other provisions of this ordinance, failure of the County to comply with the Undertaking shall not be considered an event of default under the Bonds or this ordinance.

(d) To the extent required, the Auditor is hereby authorized to appoint a financial institution to serve as escrow trustee ("Escrow Trustee") for the Refunded Bonds in accordance with the terms of the Escrow Agreement between the County and the Escrow Trustee ("Escrow Agreement"). The Council hereby authorizes the Board of Commissioners and the Auditor to complete, execute and attest the same on behalf of the County so long as its provisions are consistent with this ordinance and the Purchase Agreement.

(e) The execution, by either the Board of Commissioners, the Auditor, the purchaser of the Bonds, or the County's municipal advisor, of a subscription for United States Treasury Obligations – State and Local Government Series ("SLGs"), or open market securities if SLGs are not available, for investments of proceeds of the Bonds to be held under the Escrow Agreement in a manner consistent with this ordinance is hereby approved.

(f) The Auditor shall obtain a verification of an accountant as to the sufficiency of the funds deposited in the Trust Account under the Escrow Agreement to accomplish said refunding and legal defeasance of the Refunded Bonds.

Section 6. Defeasance. If, when the Bonds or any portion thereof shall have become due and payable in accordance with their terms or shall have been duly called for redemption or irrevocable instructions to call the Bonds or a portion thereof for redemption shall have been given, and the whole amount of the principal and the interest and the premium, if any, so due and payable upon all of the Bonds then outstanding or any portion thereof shall be paid, or (i) sufficient moneys, or (ii) direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America, the principal of and the interest on which when due will provide sufficient moneys, or shall be held in trust for such purpose, and provision shall also be made for paying all fees and expenses for the redemption, then and in that case the Bonds issued hereunder or any designated portion thereof shall no longer be deemed outstanding or entitled to the pledge of the Tax Increment or the EDIT Allocation.

Section 7. Tax Increment and Pledge of the EDIT Allocation. The Bonds, as to both principal and interest, are payable from and secured by an irrevocable pledge of Tax Increment pursuant to a resolution of the Redevelopment Commission and, to the extent Tax Increment is not sufficient, from the EDIT Allocation. The County hereby pledges the EDIT Allocation, and investment earnings on the EDIT Allocation, to the extent Tax Increment is not sufficient, to secure the payment of the Bonds, such pledge to be effective under IC 5-1-14-4 without filing or recording of this ordinance or any other instrument. The Bonds are within every limit of indebtedness of the County as prescribed by the Constitution of the State of Indiana.

Section 8. Refunding of the Refunded Bonds and Costs of Issuance. (a) The Auditor shall, with the assistance of the County's Financial Advisor and legal counsel, determine the date the Refunded Bonds will be paid, which date will be as soon as legally possible after delivery of the Refunding Bonds. The County shall use Refunding Bond proceeds and funds on hand allocable to the Refunded Bonds to pay the principal of and interest and redemption premium, if any, on the Refunded Bonds due on the date on which the

Refunded Bonds may be called for redemption. Concurrently with the delivery of the Refunding Bonds, the County may acquire, with the proceeds of the Refunding Bonds and cash on hand, direct obligations of or obligations the principal and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations") to be used, together with certain cash from the proceeds of the Refunding Bonds and cash on hand as set forth in the Escrow Agreement, to refund and legally defease the Refunded Bonds all as set forth in the Escrow Agreement. In order to refund the Refunded Bonds, the County shall deposit Government Obligations and certain cash with the Escrow Trustee under the Escrow Agreement in an amount sufficient to provide moneys for the payment of the principal of and interest and redemption premium, if any, on the Refunded Bonds until the earliest date upon which the Refunded Bonds may be called for redemption.

(b) The County shall obtain a verification of an accountant as to the sufficiency of the funds used to accomplish said refunding and legal defeasance of the Refunded Bonds.

Costs of issuance of the Refunding Bonds not otherwise paid shall be paid from the remaining proceeds by the Auditor. When all the costs of issuance of the Refunding Bonds have been paid, the Auditor shall then transfer any amount then remaining from the proceeds of the Refunding Bonds to the hereinafter described Bond and Interest Account.

Section 9. Deposit and Application of Bond Proceeds. There is hereby created a Revenue Fund ("Revenue Fund"). Any Tax Increment and EDIT Allocation, to the extent Tax Increment is not sufficient, received by the County and available to pay debt service on the Bonds shall be deposited in the Revenue Fund. All moneys in the Revenue Fund shall be used solely for the purpose of paying principal of and interest on the Bonds. The moneys deposited into the Revenue Fund, on an annual basis, shall not exceed the amount of principal and interest due on the Bonds for the next succeeding year.

(a) Bond and Interest Account. There is hereby created, within the Revenue Fund, the Bond and Interest Account. Any moneys heretofore accumulated in the existing Bond and Interest Account to pay principal and interest for the Refunded Bonds shall be used to refund the Refunded Bonds. These moneys will be spent first before any Refunding Bond proceeds are applied to the refunding of the Refunded Bonds. There shall be credited, immediately upon receipt of by the County, the Tax Increment and, to the extent Tax Increment is not sufficient, the EDIT Allocation to the Bond and Interest Account equal to at least one sixth (1/6) of the interest on and principal of all then outstanding bonds payable on the then next succeeding interest and principal payment date, until the amount of interest and principal on the then next succeeding interest and principal payment date shall have been so credited. There shall similarly be credited to the account any amount necessary to pay the bank fiscal agency charges for paying principal and interest on outstanding bonds as the same become payable. The County shall, from the sums deposited in the Revenue Fund and credited to the Bond and Interest Account, remit promptly to the registered owner or to the bank fiscal agency sufficient moneys to pay the interest and principal on the due dates thereof together with the amount of bank fiscal agency charges.

The County has not pledged or otherwise encumbered the Tax Increment or the EDIT Allocation and there are no prior liens, encumbrances or other restrictions on the Tax Increment or the EDIT Allocation or on the County's ability to pledge the Tax Increment or the EDIT Allocation.

Section 10. Additional EDIT Allocation Bonds. The County reserves the right to authorize and issue additional bonds or enter into leases or other obligations payable from the EDIT Allocation, ranking on a parity with the Bonds ("EDIT Allocation Parity Obligations"), subject to the following conditions:

(a) all interest and principal payments of the Bonds, and all payments on any EDIT Allocation Parity Obligations shall have been paid to date in accordance with the terms thereof, with no payment in arrears and all required payments into the Revenue Fund shall have been made in accordance with the terms of this ordinance;

(b) for EDIT Allocation Parity Obligations without a property tax back up authorized to pay such EDIT Allocation Parity Obligations, the County shall have received a certificate prepared by an independent, qualified accountant or feasibility consultant ("Certifier") certifying that the amount of the EDIT Allocation in the most recent certified distributions for the County from the Indiana Department of Local Government Finance (or its successor agency for such matters), shall be at least equal to 125% of the maximum annual lease rental and/or principal and interest requirements of the outstanding Bonds and the proposed EDIT Allocation Parity Obligations. The County shall approve and confirm the figures and estimates set forth by the Certifier in a certificate delivered to the County by the Certifier. If the EDIT Allocation Parity Obligations will be secured by a property tax levy, the requirements in this subsection (b) need not be met.

(c) principal of and interest on any EDIT Allocation Parity Obligations or lease rentals on parity obligations which are leases shall be payable semiannually on January 15 and July 15.

Section 11. Investment of Funds; Financial Records. The Auditor is hereby authorized to invest moneys pursuant to IC 5-1-14-3 and the provisions of this ordinance at a yield (subject to

applicable requirements of federal law to insure such yield is then current market rate) to the extent necessary or advisable to preserve the exclusion from gross income of interest on the Bonds under federal law.

The Auditor shall keep full and accurate records of investment earnings and income from moneys held in the funds and accounts created or referenced herein. In order to comply with the provisions of the ordinance, the Auditor is hereby authorized and directed to employ consultants or attorneys from time to time to advise the County as to requirements of federal law to preserve the tax exclusion.

Section 12. Further Covenants of the County; Contract with Bondholders. (a) The provisions of this ordinance shall constitute a contract by and between the County and the owners of the Bonds. After the issuance of the Bonds, this ordinance or the definition of, the manner of collecting and distributing, or pledge of the EDIT Allocation or the lien created by this ordinance, shall not be repealed or amended (except as specifically provided in Sections 14 and 15), or impaired in any respect which will adversely affect the rights of owners of the Bonds, nor shall the County adopt any law, resolution, order or ordinance which in any way adversely affects the rights of such owners so long as any of the Bonds or the interest thereon remains unpaid.

(b) The County will take no action to rescind the EDIT Allocation or to reduce the tax rate below a rate that would produce one and twenty-five hundredths (1.25) times the total of the highest annual outstanding debt service or lease rental on the Bonds to their final maturity based upon a study by a qualified public accountant or financial advisor.

Section 13. Supplemental Ordinances. The County may, without the consent of, or notice to, any of the owners of the Bonds, adopt a supplemental ordinance for any one or more of the following purposes:

- (a) To cure any ambiguity or formal defect or omission in this ordinance;
- (b) To grant to or confer upon the owners of the Bonds any additional benefits, rights, remedies, powers or authorities that may lawfully be granted to or conferred upon the owners of the Bonds;
- (c) To modify, amend or supplement this ordinance to permit the qualification of the Bonds for sale under the securities laws of the United States of America or of any of the states of the United States of America or the qualification of this ordinance under the Trust Indenture Act of 1939, as amended, or any similar federal statute hereafter in effect if such modification, amendment or supplement will not have a material adverse effect on the owners of the Bonds;
- (d) To provide for the refunding or advance refunding of all or a portion of the Bonds;
- (e) To provide for the issuance of parity obligations by the County; or
- (f) For any other purpose which does not adversely affect the interests of the owners of the Bonds in any material way.

Section 14. Amendments with Consent of Bondholders. The owners of not less than fifty-one percent (51%) in aggregate principal amount of the Bonds then outstanding who are, in the sole judgment of the County, affected shall have the right, from time to time, anything contained in the ordinance to the contrary notwithstanding, to consent to and approve the adoption by the County of such supplemental ordinances as shall be deemed necessary and desirable by the County for the purpose of modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained in this ordinance or in any supplemental ordinance other than those provisions covered by Section 14; provided however, that nothing in this Section contained shall permit, or be construed as permitting, without the consent of the owners of all the then outstanding Bonds affected, any of the following: (a) an extension of the maturity, or mandatory sinking fund redemption schedule, of the principal of and interest on any Bonds payable from Tax Increment and, to the extent Tax Increment is not sufficient, the EDIT Allocation; (b) a reduction in the principal amount of any Bond or change in the rate of interest; (c) a privilege or priority of any Bond or Bonds over any other bond or bonds; (d) a reduction in the aggregate principal amount of the Bonds required for consent to such supplemental ordinance; (e) the creation of any lien securing any Bonds other than a lien ratably securing all of the Bonds at any time outstanding hereunder (except as now provided in this ordinance); or (f) a change in the method of accrual of interest on any Bonds.

If at any time the Council desires to adopt a supplemental ordinance for any of the purposes set forth in this Section, the County shall cause notice of the proposed adoption of such supplemental ordinance to be mailed by registered or certified mail to each owner of a Bond at the address shown on the registration books maintained by the Registrar. Such notice shall briefly set forth the nature of the proposed supplemental ordinance and shall state that copies thereof are on file at its office for inspection by all owners of Bonds. If, within 60 days, or such longer period as shall be prescribed by the County, following the mailing of such notice, the owners of not less than fifty-one percent (51%) in aggregate principal amount of the Bonds outstanding at the time of the execution of any such supplemental ordinance shall have consented to and approved the execution of such supplemental ordinance, no owner of any Bond shall have any right to object to any of the terms and provisions contained therein, or the operation thereof, or in any manner to question the propriety of the adoption thereof, or to enjoin or restrain the County from adopting the same or from taking any action pursuant to the provisions thereof. Upon the adoption of any such supplemental

ordinance as is permitted and provided by this Section, this ordinance shall be and be deemed to be modified and amended in accordance therewith.

Any consent, request, direction, approval, objection or other instrument required by this ordinance to be signed and executed by the owners of the Bonds may be in any number of concurrent writings of similar tenor and may be signed or executed by such owners of the Bonds in person or by agent appointed in writing. Proof of the execution of any such consent, request, direction, approval, objection or other instrument or of the writing appointing any such agent and of the ownership of the Bonds, if made in the following manner, shall be sufficient for any of the purposes of this ordinance, and shall be conclusive in favor of the County with regard to any action taken by it or them under such request or other instrument, namely:

(i) The fact and date of the execution by any person of any such writing may be proved (i) by the certificate of any officer in any jurisdiction who by law has power to take acknowledgments within such jurisdiction that the person signing such writing acknowledged before him the execution thereof, or (ii) by an affidavit of any witness to such execution.

(ii) The fact of ownership of Bonds and the amount or amounts, numbers and other identification of Bonds, and the date of holding the same shall be proved by the registration books maintained by the Registrar.

Section 15. Tax Covenants and Representations. In order to preserve the exclusion of interest on the Bonds from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as existing on the date of issuance of the Bonds and the Regulations in effect and applicable to the Bonds on the date of issuance of the Bonds (collectively, "Code") and as an inducement to purchasers of the Bonds, the Council represents, covenants and agrees that:

(a) Since the date of issuance of the Refunded Bonds and until the earlier of the last date of the reasonably expected economic life of the Project or the latest maturity date of the Bonds (the "Combined Measurement Period"), the Project will be available for use by members of the general public. Use by a member of the general public means use by natural persons not engaged in a trade or business. The Project consists of certain road improvements and related infrastructure and are available for general public use. During the Combined Measurement Period, no person or entity other than the County or another state or local governmental unit will use more than 10% of the proceeds of the Bonds or property financed by the Bond proceeds other than as a member of the general public. During the Combined Measurement Period, no person or entity other than the County or another state or local governmental unit will own property financed by Bond proceeds or will have any actual or beneficial use of such property pursuant to a lease, a management or incentive payment contract, arrangements such as take-or-pay or output contracts or any other type of arrangement that conveys other special legal entitlements and differentiates that person's or entity's use of such property from use by the general public, unless such uses in the aggregate relate to no more than 10% of the proceeds of the Bonds. If the County enters into a management contract for the Project, the terms of the contract will comply with IRS Revenue Procedure 2017-13, as it may be amended, supplemented or superseded from time to time, so that the contract will not give rise to private business use under the Code and the Regulations, unless such use in aggregate relates to no more than 10% of the proceeds of the Bonds.

(b) No more than 10% of the principal of or interest on the Bonds and the Refunded Bonds over the Combined Measurement Period is (under the terms of the Bonds, the Refunded Bonds, this ordinance or any underlying arrangement), directly or indirectly, secured by an interest in property used or to be used for any private business use or payments in respect of any private business use or payments in respect of such property or to be derived from payments (whether or not to the County) in respect of such property or borrowed money used or to be used for a private business use.

(c) During the Combined Measurement Period, no more than 5% of the Bond proceeds or the Refunded Bond proceeds will be or have been loaned to any person or entity other than another state or local governmental unit. No more than 5% of the Bond proceeds or the Refunded Bond proceeds will be or have been transferred, directly or indirectly, or deemed transferred to a nongovernmental person in any manner that would in substance constitute a loan of the Bond proceeds.

(d) The County reasonably expects, as of the date hereof, that the Bonds will not meet either the private business use test described in paragraph (a) and (b) above or the private loan test described in paragraph (c) above for the Combined Measurement Period.

(e) During the Combined Measurement Period, no more than 5% of the proceeds of the Bonds or the Refunded Bonds will be attributable to private business use as described in (a) and private security or payments described in (b) attributable to unrelated or disproportionate private business use. For this purpose, the private business use test is applied by taking into account only use that is not related to any governmental use of proceeds of the issue (Unrelated Use) and use that is related but disproportionate to any governmental use of those proceeds (Disproportionate Use).

(f) The County will not take any action nor fail to take any action with respect to the Bonds or the Refunded Bonds that would result in the loss of the exclusion from gross income for federal tax purposes on the Bonds or the Refunded Bonds pursuant to Section 103 of the Code, nor will the County act in

any other manner which would adversely affect such exclusion. The County covenants and agrees not to enter into any contracts or arrangements which would cause the Bonds or the Refunded Bonds to be treated as private activity bonds under Section 141 of the Code.

(g) It shall be not an event of default under this ordinance if the interest on any Bond is not excludable from gross income for federal tax purposes or otherwise pursuant to any provision of the Code which is not currently in effect and in existence on the date of issuance of the Bonds.

(h) These covenants are based solely on current law in effect and in existence on the date of delivery of such Bonds.

(i) The County represents that, if necessary, it will rebate any arbitrage profits to the United States of America in accordance with the Code.

(j) The County represents that:

(i) The Bonds are not private activity bonds as defined in Section 141 of the Code;

(ii) The County hereby designates the Bonds as qualified tax-exempt obligations for purposes of Section 265(b) of the Code;

(iii) The reasonably anticipated amount of qualified tax-exempt obligations (including qualified 501(c)(3) obligations and tax-exempt leases but excluding other private activity bonds) which will be issued by the County, and all entities subordinate to the County during 2017 does not exceed \$10,000,000; and

(iv) The County will not designate more than \$10,000,000 of qualified tax-exempt obligations during 2017.

Therefore, the Bonds qualify for the exception in the Code from the disallowance of 100% of the deduction by financial institutions of interest expense allocable to newly acquired tax-exempt obligations.

(k) Notwithstanding any other provisions of this ordinance, the covenants and authorizations contained in this ordinance ("Tax Sections") which are designed to preserve the exclusion of interest on the Bonds from gross income under federal law ("Tax Exemption") need not be complied with if the County receives an opinion of nationally recognized bond counsel that compliance with any Tax Section is unnecessary to preserve the Tax Exemption.

Section 16. Debt Limit Not Exceeded. The County represents and covenants that the Bonds herein authorized, when combined with other outstanding indebtedness of the County, will not exceed any applicable constitutional or statutory limitation on the County's indebtedness.

Section 17. Severability. If any section, paragraph or provision of this ordinance shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this ordinance.

Section 18. Repeal of Conflicting Provisions. All ordinances, or parts thereof, in conflict with the provisions of this ordinance, are, to the extent of such conflict, hereby repealed or amended; provided, however, that this ordinance shall not be construed as adversely affecting the rights of the owners of the Refunded Bonds.

Section 19. Effective Date. This ordinance shall be in full force and effect immediately upon its passage and signing by the Board of Commissioners. Presented to the County Council of Fulton County, Indiana and approved this 19th day of September, 2017, by a vote of ____ in favor, and ____ opposed.

MINUTES – Minutes from August 15th moved for approval by Phyl, seconded by Randy; passed 7-0.

TRANSFERS – Jim Showley motioned to approve, seconded by Barry; passed 7-0.

Department	Fund	From Account	To Account	Amount
Auditor	County General	Human Resources	Continuing Education	\$2,500
To pay for additional Continuing Education for 2017.				

ADDITIONAL APPROPRIATIONS -

Department	Fund	For	Amount
Highway	Motor Vehicle Highway	Bituminous	\$38,925

County portion for paving Park Street to State Road 14 and 13th Street to State Road 14 (partnering with Rochester City); and striping Olson Rd.

Randy moved to approve, seconded by Gary; passed 7-0.

Sheriff	Cum Cap Dev	Garage & Motor	\$9,200
To use reimbursement money from insurance company and additional money for repairs to vehicle (car vs. deer).			

Barry moved to approve, seconded by Jim S.; passed 7-0.

Sheriff	LIT Public Safety	Inmate housing	\$25,000
Funds to be used to pay for Fulton County inmates held by another county due to jail overcrowding.			

Phyl moved to approve, seconded by Lorie; passed 7-0.

Sheriff	LIT Public Safety	Utilities	\$10,000
To pay for utilities through remainder of year.			

Randy moved to approve, seconded by Phyl; passed 7-0.

Highway	MVH	Repair Road Equipment	\$13,529
To reimburse shop fund for expenses of a v-box sander approved by Council and Commissioners in the winter of 2017 in the sum of \$9,910.23. This also includes a request in the amount of \$3,618.31 which was deposited into MVH as a reimbursement for an insurance claim on county pickup #27.			

Barry moved to approve, seconded by Randy; passed 7-0.

OLD BUSINESS – None

NEW BUSINESS – None

ADJOURN – Jim Showley motioned to adjourn at 7:38 p.m., seconded by Phyl ; passed 7-0.

FULTON COUNTY COUNCIL

ATTEST: _____
Christina Sriver, Fulton County Auditor