

COUNTY COUNCIL RESOLUTION NO. 2009-4

**A RESOLUTION OF THE COUNTY COUNCIL
OF DAVIESS COUNTY, INDIANA
PROVIDING PRELIMINARY APPROVAL OF THE
ISSUANCE OF BONDS FOR THE PURPOSE OF FINANCING
AND REFINANCING CERTAIN ECONOMIC DEVELOPMENT FACILITIES**

RESOLVED, by the County Council of Daviess County, Indiana (the "County Council" and "County," respectively), as follows:

WHEREAS, the County is authorized by Indiana Code 36-7-11.9 and 12, as supplemented and amended (the "Act"), to issue revenue bonds for the financing of economic development facilities, the funds from said financing to be used for the acquisition, construction, installation and equipping of said facilities or the refinancing of indebtedness incurred for such purpose or the reimbursement of the borrower of funds expended for such purpose, and said facilities to be either leased to another person or directly owned by another person; and

WHEREAS, Parkview Village Christian Care, Inc. an Indiana nonprofit public benefit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Borrower") has advised the Daviess County Economic Development Commission (the "Commission") and the County that it proposes that the County issue and sell its economic development revenue bonds (the "Bonds") for the purpose of providing funds to the Borrower for the financing of certain economic development facilities to be owned and operated by the Borrower consisting of the acquisition, construction, installation and equipping of an approximately 38,000 square foot assisted living facility located at 800 S. West Street, Odon, Indiana 47562 ("Project"), and the Commission has adopted a Resolution, containing the requisite findings of the Commission, recommending that the County adopt a resolution giving preliminary approval to a proposed issuance of economic development revenue bonds for the financing and refinancing of the Project; and

WHEREAS, it appears that the creation and retention of opportunities for gainful employment and the creation of business opportunities to be achieved by the Project will serve a public purpose and will be of benefit to the health and general welfare of the County; and

WHEREAS, the Project will be owned and operated by the Borrower for use as an economic development facility; and

WHEREAS, it appears that the Project will not have adverse competitive effect on any similar facility already constructed or operating in the County;

FURTHER RESOLVED, by the County Council of Daviess County, Indiana, as follows:

SECTION 1. The County Council finds, determines, ratifies and confirms that the creation and retention of opportunities for gainful employment and the creation of business opportunities to be achieved by the Project in the County will be of benefit to the health and general welfare of the citizens of the County; and that it is in the public interest that this County

Council take such action as it lawfully may to encourage diversification of industry and promotion of job opportunities in and near said County.

SECTION 2. The County Council further finds, determines, ratifies and confirms that the issuance and sale of one or more series of economic development revenue bonds of the County under the Act in an amount not to exceed \$4,500,000 for the Project and the loan of the proceeds of the revenue bonds to the Borrower will serve the public purposes referred to above, in accordance with the Act.

SECTION 3. The proposed economic development facilities will not have an adverse competitive effect on any similar facilities already under construction or in operation in the County.

SECTION 4. In order to induce the Borrower to proceed with the Project, the County Council hereby finds, determines, ratifies and confirms that:

- (i) It will take or cause to be taken such actions pursuant to the Act as may be reasonably required to implement the aforesaid financing and refinancing, or as it may deem reasonably appropriate in pursuance thereof; provided that all of the foregoing shall be mutually acceptable to the County and the Borrower; and
- (ii) It will adopt such ordinances and resolutions and authorize the execution and delivery of such instruments and the taking of such action as may be reasonably necessary and advisable for the authorization, issuance and sale of said economic development bonds.

SECTION 5. All costs of the Project incurred for planning, engineering, interest paid during construction, underwriting expenses, attorney and bond counsel fees, acquisition, construction, installation and equipping of the Project, including reimbursement or repayment to the Borrower of moneys expended prior to the adoption by the County Council of this resolution will be permitted to be included as part of the Project costs to be financed out of the loan of the proceeds from the sale of the bonds to the extent permitted by the Act and applicable regulations promulgated under the Internal Revenue Code of 1986, as amended. This Resolution shall also be deemed to constitute a declaration of the County's official intent pursuant to Treasury Regulation Section 1.150-2 to permit the Borrower to be reimbursed from proceeds of the bonds for all expenditures for the Project paid during the period beginning sixty (60) days prior to the date hereof until the date of issuance of the bonds.

SECTION 6. All action taken and approvals given by the County with regard to the Borrower are based upon the evidence submitted and representations made by the Borrower, its agents or counsel to the Commission and the County. No independent examination, appraisal or inspection of the Project was made, requested, or is contemplated by the County.

SECTION 7. The County does not, by this or any other approval or finding, guarantee, warrant or even suggest that the bonds, coupons or series thereof will be a reasonable investment for any person, firm or corporation.

SECTION 8. The County shall not be obligated, directly or indirectly, to see to the application or use of the proceeds from the sale of the bonds or to see that the contemplated improvements, if any, are constructed. The County is in no way responsible to the holders of any bonds for any payment obligation created by the bonds.

SECTION 9. The County does not warrant, guarantee or even suggest that interest to be paid to or income to be received by the holders of any bond, coupon, or series thereof is exempt from taxation by any local, state or federal government.

SECTION 10. The bonds shall be special, limited obligations of the County, payable solely from the funds provided therefor as described in the indenture authorizing the bonds, and shall not constitute an indebtedness of the Commission or the County or a loan of the credit thereof.

SECTION 11. This resolution does not constitute a binding obligation of the Commission or the County to issue the bonds, but instead, is a commitment by the County to proceed with " negotiations for the financing and refinancing described herein with the Borrower and is subject to the adoption of a bond ordinance by the County in accordance with the provisions of the Act.

SECTION 12. This resolution shall be in full force and effect upon adoption and compliance with Indiana Code 36-2-4.

COUNTY COUNCIL OF DAVIESS COUNTY, INDIANA

By Jack Graber
Jack Graber, President

By _____
Jo Arthur, Council Member

By Jo Ann McCracken
Jo Ann McCracken, Council Member

By Loretta Kendall
Loretta Kendall, Council Member

By Dave Smith
Dave Smith, Council Member

By Kenneth C. Solliday
Kenneth Solliday, Council Member

By Michael Sprinkle
Michael Sprinkle, Council Member

ATTEST:

Gail Doades
Gail Doades, Auditor
Daviess County, Indiana