

ORDINANCE NO. 0220

AN ORDINANCE authorizing the execution and delivery of an Interlocal Cooperation Agreement and certain documents in connection therewith; and related matters.

WHEREAS, the County of Madison, Kentucky, is a political subdivision duly organized and validly existing under the Constitution and the laws of the Commonwealth of Kentucky (the "County"); and

WHEREAS, pursuant to the Constitution and the laws of the Commonwealth of Kentucky, and particularly Section 67.083 of the *Kentucky Revised Statutes*, as supplemented and amended (the "Act"), the County is authorized carry out the public purposes specified in the Act, in order to "provide counties as units of general purpose local government with the necessary latitude and flexibility to provide and finance various governmental services. . ." including "facilitating the purchase and construction of new and existing housing" within its boundaries, which is expressly determined and construed herein to include the issuance of revenue bonds to acquire residential mortgages to facilitate such construction and purchase of new and existing housing and to pledge such residential mortgages as security for the payment of the principal of and interest on such bonds, and including the entering into of any agreements in connection therewith, which constitutes a valid public purpose for the issuance of revenue bonds by the County; and

WHEREAS, the County has now determined that it is necessary, desirable and in the public interest to issue revenue bonds to facilitate the purchase and construction of new and existing housing for low and moderate income persons and families within the County, which such persons and families can afford, in accordance with the Act; and

WHEREAS, pursuant to the Constitution and laws of the Commonwealth of Kentucky, and particularly Section 65.210 through 65.300 of the *Kentucky Revised Statutes*, as supplemented and amended (the "Interlocal Cooperation Act"), public agencies may exercise and enjoy with any other public agency in the Commonwealth of Kentucky any power, privilege or authority

which may be exercised by such public agency individually, and pursuant to the Act, one or more public agencies may join together or cooperate with one another in the exercise, either jointly or otherwise, of any one or more of the powers conferred by the Act pursuant to a written agreement, and, accordingly, it is now determined that it is necessary, desirable and in the public interest for the County to enter into an Interlocal Cooperation Agreement (the "*Cooperation Agreement*") dated as of June 1, 2002, by and among the County and certain other counties named therein (the "*Counties*"), to provide for the joint issuance of such revenue bonds to facilitate the purchase and construction of new and existing housing in such Counties (the "*Program*"); and

WHEREAS, to provide for the Program, the County of Warren, Kentucky (the "*Issuer*"), proposes to issue, sell and deliver its Collateralized Single Family Mortgage Revenue Bonds, Series 2002 in an aggregate principal amount not to exceed \$50,000,000 (the "*Bonds*") in one or more series to obtain funds to finance the acquisition of mortgage-backed securities (the "*GNMA Securities*") of the Government National Mortgage Association ("*GNMA*"), evidencing a guarantee by GNMA of timely payment, the acquisition of mortgage-backed securities (the "*FNMA Securities*") of the Federal National Mortgage Association ("*FNMA*"), evidencing a guarantee by FNMA of timely payment, and the acquisition of mortgage-backed securities (the "*FHLMC Securities*") of the Federal Home Loan Mortgage Corporation ("*FHLMC*"), evidencing a guarantee by FHLMC of timely payment, of monthly principal of and interest on certain qualified mortgage loans under the Program (the "*Mortgage Loans*"), on behalf of the County and the other Counties all under and in accordance with the Constitution and the laws of the Commonwealth of Kentucky; and

WHEREAS, the Fiscal Court Clerk of the County has caused a notice of public hearing with respect to the plan of finance of the costs of the Program through the issuance of the Bonds to be published in the *Richmond Register*, a newspaper of general circulation in the County, pursuant to

Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), on April 25, 2002, and the respective Fiscal Courts or appropriately designated hearing officers of the Issuer and of the County of Madison, Kentucky, have conducted said combined public hearing on May 10, 2002, and May 14, 2002, respectively; and

WHEREAS, a form of the Cooperation Agreement has been presented to and is before this meeting;

NOW, THEREFORE, Be It Ordained by the Fiscal Court of the County of Madison, Kentucky, as follows:

Section 1. That it is the finding and declaration of the Fiscal Court of the County that the issuance of the Bonds by the Issuer is advantageous to the County, as set forth in the preamble to this authorizing ordinance, and therefore serves a valid public purpose; that this authorizing ordinance is adopted pursuant to the Constitution and the laws of the Commonwealth of Kentucky, and more particularly the Act and the Interlocal Cooperation Act; and that, by the adoption of this authorizing ordinance, the Fiscal Court of the County hereby approves the issuance of the Bonds for the purposes as provided in the preamble hereto, the text hereof and the notice of public hearing referred to in the preamble hereto, which notice is hereby incorporated herein by reference, and the conduct of the combined public hearing referred to in the preamble hereto, which public approval shall satisfy the provisions of Section 147(f) of the Code.

Section 2. That the form, terms and provisions of the proposed Cooperation Agreement be, and they are hereby, in all respects approved; that the County Judge/Executive of the County be, and is hereby, authorized, empowered and directed to execute, and the Fiscal Court Clerk of the County be, and is hereby, authorized, empowered and directed to attest and to affix the official seal of the County to, the Cooperation Agreement in the name and on behalf of the County, and thereupon to cause the Cooperation Agreement to be delivered to the other Counties; that the Cooperation Agreement is to be in substantially the form presented to and

before this meeting and hereby approved or with such changes therein as shall be approved by the officer of the County executing the Cooperation Agreement, his or her execution thereof to constitute conclusive evidence of his or her approval of any and all changes or revisions therein from the form of Cooperation Agreement before this meeting; that from and after the execution and delivery of the Cooperation Agreement, the officers, officials, agents and employees of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Cooperation Agreement as executed; that the Cooperation Agreement shall be submitted to the Attorney General of the Commonwealth of Kentucky for his approval, and recorded in the office of the County Clerk of the County and the other Counties; and that the Cooperation Agreement shall constitute and is hereby made a part of this authorizing ordinance, and a copy of the Cooperation Agreement shall be placed in the official records of the County, and shall be available for public inspection at the principal office of the County.

Section 3. That the County Judge/Executive, the Fiscal Court Clerk and the proper officers, officials, agents and employees of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents and certificates as may be necessary to carry out and comply with the provisions of the Cooperation Agreement and to further the purposes and intent of this authorizing ordinance, including the preamble to this authorizing ordinance.

Section 4. That all acts of the officers, officials, agents and employees of the County heretofore or hereafter taken, which are in conformity with the purposes and intent of this authorizing ordinance and in furtherance of the issuance and sale of the Bonds, be, and the same hereby are, in all respects, ratified, confirmed and approved, including without limitation the publication of the notice of public hearing.

Section 5. That the County hereby allocates all unified volume cap received or to be received by the County from the Office of Financial Management of the Commonwealth of Kentucky, if any, for the Program, to the issuance of the Bonds; and that the County, by the adoption of this authorizing ordinance, hereby represents and certifies that such volume cap has not been allocated to any other bond issue or transferred back to the Office of Financial Management or otherwise.

Section 6. That after the Cooperation Agreement is executed by the County, this authorizing ordinance shall be and remain irrevocable until the Bonds and the interest thereon shall have been fully paid, cancelled and discharged.

Section 7. That the provisions of this authorizing ordinance are hereby declared to be separable, and if any section, phrase or provision of this authorizing ordinance shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions of this authorizing ordinance.

Section 8. That all ordinances, resolutions and orders, or parts thereof, in conflict with the provisions of this authorizing ordinance are, to the extent of such conflict, hereby superseded; and that this authorizing ordinance shall be in full force and effect upon its adoption and approval as provided by law.

INTRODUCED, SECONDED AND READ AT A DULY CONVENED MEETING OF THE FISCAL COURT OF THE COUNTY OF MADISON, KENTUCKY, held on the 14th day of May, 2002.

INTRODUCED, SECONDED, READ AND ADOPTED AT A DULY CONVENED MEETING OF
THE FISCAL COURT OF THE COUNTY OF MADISON, KENTUCKY, held on the 30th day of May,
2002, and on the same occasion signed in open session by the County Judge/Executive as
evidence of his approval, attested under seal by the Fiscal Court Clerk, ordered to be filed and
recorded as required by law, and declared to be in full force and effect according to law.



County Judge/Executive

[SEAL]

Attest:

Fiscal Court Clerk

Approved as to Form and Legality:

County Attorney

INTRODUCED, SECONDED, READ AND ADOPTED AT A DULY CONVENEED MEETING OF THE FISCAL COURT OF THE COUNTY OF MADISON, KENTUCKY, held on the 30th day of May, 2002, and on the same occasion signed in open session by the County Judge/Executive as evidence of his approval, attested under seal by the Fiscal Court Clerk, ordered to be filed and recorded as required by law, and declared to be in full force and effect according to law.

County Judge/Executive

[SEAL]

Attest:

Fiscal Court Clerk

Approved as to Form and Legality:

County Attorney

Fiscal Court Member _____ moved, and Fiscal Court Member _____ seconded the motion, that said ordinance as presented and read by the Fiscal Court Clerk be adopted.

After a full discussion thereof, the County Judge/Executive directed that the roll be called for a vote upon the motion to adopt said ordinance, as read.

Upon the roll being called, the following members of the Fiscal Court voted:

AYE: _____

NAY: _____

ABSENT OR NOT VOTING: _____

Whereupon the County Judge/Executive declared the motion carried and said ordinance adopted, and hereforth did approve and sign the same in open meeting, and did direct the Fiscal Court Clerk to record the same in full in the records of the Fiscal Court of the County of Madison, Kentucky.

* * *

(Other Business)

Upon motion duly made and seconded, the meeting was adjourned.

[SEAL]

Fiscal Court Clerk

CERTIFICATION

I, the undersigned, do hereby certify that I am the duly qualified and acting Fiscal Court Clerk of the Fiscal Court of the County of Madison, Kentucky, and as such Fiscal Court Clerk, I further certify that the foregoing is a true, correct and complete copy of the Ordinance duly adopted by the Fiscal Court of said County at a duly convened meeting held on the 30th day of May, 2002, signed by the County Judge/Executive, duly filed and recorded in my office, all as appears from the official records of said Fiscal Court in my possession and under my control.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County this ___ day of _____, 2002.

Fiscal Court Clerk

(SEAL)