

The Council of the Village of New Concord, Ohio, met in regular session on the 8th day of October, 2012, with the following members present:

There was presented and read to Council Ordinance No. H-10-12-1, entitled:

AN ORDINANCE PROVIDING FOR THE ISSUANCE OF \$190,000 NOTES BY THE VILLAGE OF NEW CONCORD, OHIO, IN ANTICIPATION OF THE ISSUANCE OF BONDS FOR THE PURPOSE OF PAYING THE COST OF STREET AND ALLEY IMPROVEMENTS, CURB AND SIDEWALK REPLACEMENTS, WATER AND SEWER IMPROVEMENTS, UTILITY RELOCATIONS AND EASEMENTS, TOGETHER WITH ALL NECESSARY APPURTENANCES THERETO, AND DECLARING AN EMERGENCY.

WHEREAS, this council hereby declares the necessity of making street and alley improvements, curb and sidewalk replacements, water and sewer improvements, utility relocations and easements in the Village of New Concord, Ohio;

WHEREAS, the fiscal officer of this Village has heretofore estimated that the life of the improvements hereinafter described is at least five (5) years, and certified that the maximum maturity of the bonds issued therefore is fifteen (15) years, and of the notes to be issued in anticipation thereof is fifteen (15) years;

NOW, THEREFORE, BE IT ORDAINED by the Council of the Village of New Concord (the "Village"), County of Muskingum, State of Ohio:

SECTION 1. That it is necessary to issue bonds of the Village in the principal amount of \$190,000 for the purpose of paying the cost of street and alley improvements, curb and sidewalk replacements, water and sewer improvements, utility relocations and easements, together with all necessary appurtenances thereto. Said bonds shall be dated approximately October 1, 2013, shall bear interest at the rate of approximately five and one-half per centum (5.5%) per annum and shall mature in annual installments for a period not exceeding fifteen (15) years after their issuance such that the total principal and interest in any fiscal year in which principal is payable will be substantially equal. The first payment of principal on the bonds is estimated to be December 1, 2014.

SECTION 2. That it is hereby determined that notes (the "Notes") in the principal amount of \$190,000 shall be issued in anticipation of the issuance of said bonds.

SECTION 3. That the Notes shall be dated October 24, 2012; shall bear interest at the rate of not to exceed 1.9973 per centum (1.9973%) per annum payable at maturity, shall mature on October 23, 2013, and shall be of such number and denomination as may be requested by the purchaser subject to this Ordinance.

SECTION 4. That the Notes shall be executed by the Mayor and the Village Clerk, provided that one of such signatures may be a facsimile signature, and may bear the seal of the Village. The Notes shall be designated "General Obligation Limited Tax Bond Anticipation Notes, Series 2012" and shall be payable at the principal office of a financial institution designated by the Village Clerk without deduction for exchange, collection or service charges, and shall express upon their faces the purpose for which they are issued and that they are issued in pursuance of this ordinance.

SECTION 5. That the Notes are sold and awarded to Century National Bank, which is not less than par and accrued interest. The proceeds from such sale, except any premium or accrued interest thereon, shall be paid into the proper fund and used for the purpose aforesaid and for no other purpose, and for which purpose said proceeds are hereby appropriated. Any premium and accrued interest shall be transferred to the bond retirement fund to be applied to the payment of principal and interest of the Notes in the manner provided by law. The Notes shall be issued in denominations of not less than \$100,000.

SECTION 6. That the Notes shall be the full general obligations of the Village, and the full faith, credit and revenue of the Village are hereby pledged for the prompt payment of the same. The par value received from the sale of bonds anticipated by the Notes, and any excess funds resulting from the issue of the Notes, shall to the extent necessary be used only for the retirement of the Notes at maturity, together with interest thereon and is hereby pledged for such purpose.

SECTION 7. That during the period while the Notes run there shall be levied upon all of the taxable property in the Village within applicable limitations, in addition to all other taxes, a direct tax annually, not less than that which would have been levied if bonds had been issued without the prior issue of the Notes; said tax shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers in the same manner and at the same time that taxes for general purposes for each of said years are certified, extended and collected; provided, however, that in each year to the extent that revenues are available from other sources for the payment of the Notes or such bonds, such as TIF fund receipts (the anticipated revenue) and are appropriated for such purpose, the amount of such direct tax upon all of the taxable property in the Village shall be reduced by the amount of such revenues so available and appropriated.

The funds derived from said tax levy hereby required shall be placed in a separate and distinct fund and, together with interest collected on the same, shall be irrevocably pledged for the payment of the interest on and principal of the Notes and the bonds in anticipation of which they are issued when and as the same fall due.

SECTION 8. That this Council, for and on behalf of the Village, hereby covenants that it will restrict the use of the proceeds of the Notes hereby authorized in such manner and to such extent, if any, and take such other actions as are necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute obligations the interest on which is subject to federal income taxation or "arbitrage bonds" under Sections 103(b)(2) and 148 of the Internal Revenue Code of 1986, as amended (the "Code") and the regulations prescribed thereunder. The Village Clerk, or any other officer having responsibility with respect to the issuance of the Notes is authorized and directed to give an appropriate

certificate on behalf of the Village, on the date of delivery of the notes for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to the use of the proceeds thereof and the provisions of said Sections 103(b)(2) and 148 and regulations thereunder.

SECTION 9. That the Notes are hereby designated as "qualified tax-exempt obligations" to the extent permitted by Section 265(b)(3) of the Code. This Council finds and determines that the reasonable anticipated amount of qualified tax-exempt obligations, which will be issued by the Village during the calendar year does not and the Council hereby covenants that, during such year, the amount of tax-exempt obligations issued by the Village and designated as "qualified tax-exempt obligations" for such purpose will not exceed \$10,000,000. The Village Clerk and other appropriate officers, and any of them, are authorized to take such actions and give such certifications on behalf of the Village with respect to the reasonably anticipated amount of tax-exempt obligations to be issued by the Village during this calendar year and with respect to such other matters as appropriate under Section 265(b)(3).

SECTION 10. That the Village Clerk is hereby directed to forward a certified copy of this ordinance to the County Auditor.

SECTION 11. That it is found and determined that all formal actions of this Council concerning and relating to the adoption of this ordinance were adopted in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code. This Council determines that all acts and conditions necessary to be done or performed by the Village or to have been met precedent to and in the issuing of the Notes in order to make them legal, valid and binding limited tax general obligations of the Village have been performed and have been met, or will at the time of delivery of the Notes have been performed and have been met, in regular and due form as required by law; that the full faith and credit and general property taxing power (as described in Section 6) of the Village are pledged for the timely payment of the debt charges on the Notes; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Notes

SECTION 12. That this ordinance is hereby declared to be an emergency measure necessary for the immediate preservation of the public peace, health, safety and welfare for the reason that the immediate issuance and sale of the Notes is necessary to provide for the prompt funding of the project, therefore, this ordinance shall take effect immediately upon its passage.

PASSED IN COUNCIL this 8th day of October, 2012.



R. Gregory Adams, Mayor

ATTEST:



Sue Wilson, Village Fiscal Officer/Clerk