

Board of Supervisors

Robert "Bob" Thomas, Jr., Chairman
Laura A. Sellers, Vice Chairman
Meg Bohmke
Jack R. Cavalier
Wendy E. Maurer
Paul V. Milde, III
Gary F. Snellings

C. Douglas Barnes
Interim County Administrator

Finance, Audit & Budget Committee Meeting Agenda

September 20, 2016 – 1:30 PM
Conference Room A/B/C - Second Floor

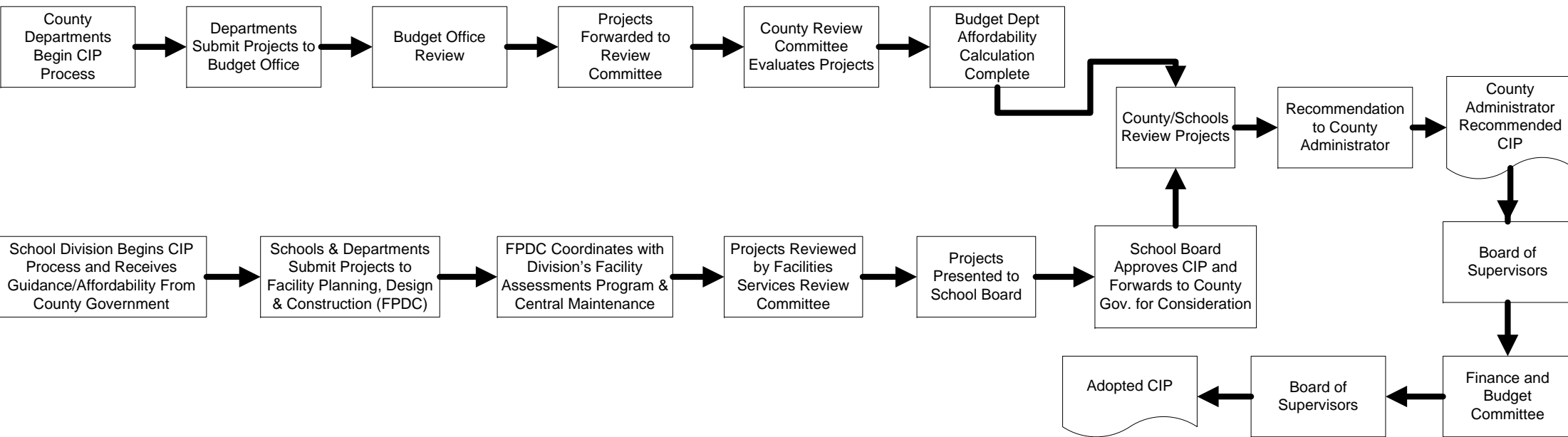
Committee Members: Chairman Jack Cavalier, Wendy Maurer and Bob Thomas

Agenda Item	
1.	Monthly Report, verbal Director Human Resources Shannon Wagner
2.	Monthly Report, verbal Chief Financial Officer Maria Perrotte
3.	Shared services -Finance/CIP, verbal updates
4.	Contracts Officer position follow-up, verbal update
5.	VPSA fall borrow
6.	Preliminary Year-end-Review
7.	VRA Fall Pool

FAB09202016



CIP Development Process Flowchart



Joint CIP	
Similarities	Differences
10 year CIP adopted by Board of Supervisors	Stafford is balanced for all years (vs. first 5 years only) Stafford is adopted annually (vs. 2 year process)
Both use cash capital and capital reserves, have debt ratios and cash funding goals	Stafford's CIP and Budget are in compliance with all financial policies
Use shorter term VPSA loans for Infrastructure	Stafford issues debt for 15 to 20 years for infrastructure to match the life of the assets
Same forms/format for School and County projects	
Specific criteria for inclusion in CIP	Some criteria are different
Specific criteria for funding decisions	Some differences in criteria/priorities
Process - Multiple staff committee reviews	Process - Stafford's staff committees are separate for Schools and County Process - Stafford does not have an "Oversight" Committee
Both publish document as part of the Budget	



BOARD OF SUPERVISORS

Agenda Item

Meeting Date:	September 20, 2016
Title:	Ratify Participation in the Fall 2016 VPSA Bond Sale
Department:	Finance and Budget
Staff Contact:	Maria Perrotte, Chief Financial Officer
Board Committee/ Other BACC:	Finance, Audit and Budget Committee
Staff Recommendation:	Approval
Fiscal Impact:	Included in the FY2017 Budget and CIP
Time Sensitivity:	Yes, to meet VPSA application deadlines

ATTACHMENTS:

1.	Background Report	4.	VPSA Project Worksheet
2.	Proposed Resolution R16-290	5.	Resolution R15-117 dtd 4/21/15
3.	School Board Resolution	6.	Resolution R16-97 dtd 4/19/16

<input checked="" type="checkbox"/>	Consent Agenda	<input type="checkbox"/>	Other Business	<input type="checkbox"/>	Unfinished Business
<input type="checkbox"/>	Discussion	<input type="checkbox"/>	Presentation	<input type="checkbox"/>	Work Session
<input type="checkbox"/>	New Business	<input type="checkbox"/>	Public Hearing	<input type="checkbox"/>	Add-On

REVIEW:

<input checked="" type="checkbox"/>	County Administrator	
<input checked="" type="checkbox"/>	County Attorney	

DISTRICT:	N/A
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BACKGROUND REPORT

In order to provide sufficient appropriation for the Schools' construction projects and to meet the completion schedules set forth in the adopted Capital Improvement Program (CIP), the Board previously authorized the issuance and sale of General Obligation (GO) School Bonds as follows:

Date	Resolution	Amount	Previous Issues	Balance
4/21/15	R15-117 (Attachment 6)	\$26,830,000	\$16,905,726	\$ 9,924,274
4/19/16	R16-97 (Attachment 7)	\$32,000,000	-0-	\$32,000,000

The bonds are to be issued over several fiscal years to meet cash flow needs and to limit debt service obligations by not incurring debt until it is necessary.

The School Board has requested a borrow of \$9,200,000 in the Fall 2016 bond pool. (Attachment 3) Attachment 4 provides details of the proposed borrow schedule for FY 2017. This is consistent with the adopted CIP which allows for a borrow not to exceed \$20,297,000 for bond-funded School capital projects in FY2016.

CIP projects to be funded by the bond issue include:

• Mountain View High School expansion	\$6,000,000
• Design of Moncure Elementary School	\$2,000,000
• Mechanical Repairs at Gayle, HH Poole Middle Schools	<u>\$1,200,000</u>
Total	\$9,200,000

Funding for Moncure Elementary School is to complete the design which is currently underway. Construction will be funded with later bond sales.

Virginia Public School Authority (VPSA) bond documents must be completed prior to each bond sale. Bond counsel has advised staff that Board action is required to confirm authorization of the Fall 2016 bond sale issues.

The Board is requested to ratify participation in the bond sale as previously authorized. Proposed Resolution R16-290 ratifies the issuance of the Fall 2017 VPSA bonds in the amount of \$9,200,000. Staff recommends approval.

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, George L. Gordon, Jr., Government Center, Stafford, Virginia, on the 20th day of September, 2016:

MEMBERS:

Robert "Bob" Thomas, Jr., Chairman
Laura A. Sellers, Vice Chairman
Meg Bohmke
Jack R. Cavalier
Wendy E. Maurer
Paul V. Milde, III
Gary F. Snellings

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$9,200,000 GENERAL OBLIGATION SCHOOL BOND OF THE COUNTY OF STAFFORD, VIRGINIA, TO BE SOLD TO THE VIRGINIA PUBLIC SCHOOL AUTHORITY AND PROVIDING FOR THE FORM AND DETAILS THEREOF

WHEREAS, on April 14, 2015, the Board of Supervisors (the "Board") of the County of Stafford, Virginia (the "County") held a public hearing, duly noticed, on the issuance of the County's general obligation school bonds in accordance with the requirements of Section 15.2-2606, Code of Virginia 1950, as amended (the "Virginia Code") and adopted a resolution identified as Resolution R15-117 ("Resolution R15-117"), approving the issuance and sale of general obligation school bonds in an amount not to exceed \$26,830,000 for the purpose of financing certain projects more particularly specified therein (the "R15-117 Projects"), subject to the adoption of a subsequent resolution authorizing and setting forth the terms of such bonds; and

WHEREAS, the County has previously issued its general obligation school bonds pursuant to Resolution R15-117 in the approximate amount of \$16,905,726; and

WHEREAS, on April 5, 2016, the Board held a public hearing, duly noticed, on the issuance of the County's general obligation school bonds in accordance with the requirements of Section 15.2-2606 of the Virginia Code, and on April 19, 2016, the Board adopted a resolution identified as Resolution R16-97 ("Resolution R16-97" and together with Resolution R15-117, the "Prior Resolutions"), approving the issuance and sale of general obligation school bonds in an amount not to exceed \$32,000,000 for the purposes of financing certain projects more particularly specified therein (the "R16-97 Projects")

together with the R15-117 Project, the "Projects"), subject to the adoption of a subsequent resolution authorizing and setting forth the terms of such bonds; and

WHEREAS, the County has not previously issued its general obligation school bonds pursuant to Resolution R16-97; and

WHEREAS, the Board has now determined that it is necessary and expedient to borrow an amount not to exceed the amount specified in paragraph 1 below and to issue from the authorization under the Prior Resolutions its general obligation school bond (as more specifically defined below, the "Local School Bond") for the purpose of financing a portion of the Projects, and to authorize and set forth the details thereof, as required by the Prior Resolutions; and

WHEREAS, the School Board of the County has, by resolution, requested the Board to authorize the issuance of the Local School Bond and consented to the issuance of the Local School Bond; and

WHEREAS, the Virginia Public School Authority ("VPSA") has offered to purchase the Local School Bond along with the local school bonds of certain other localities with a portion of the proceeds of certain bonds to be issued by VPSA in the fall of 2016 (the "VPSA Bonds"); and

WHEREAS, the Bond Sale Agreement (as defined below) shall indicate that \$9,200,000 is the amount of proceeds requested by the County (the "Proceeds Requested") from VPSA in connection with the sale of the Local School Bond; and

WHEREAS, VPSA's objective is to pay the County a purchase price for the Local School Bond which, in VPSA's judgment, reflects the Local School Bond's market value (the "VPSA Purchase Price Objective"), taking into consideration of such factors as the amortization schedule the County has requested for the Local School Bond relative to the amortization schedules requested by other localities, the purchase price to be received by VPSA from the sale of the VPSA Bonds, and other market conditions relating to the sale of the VPSA Bonds; and

WHEREAS, such factors may result in the Local School Bond having a purchase price other than par and consequently (i) the County may have to issue the Local School Bond in a principal amount that is greater than or less than the Proceeds Requested in order to receive an amount of proceeds that is substantially equal to the Proceeds Requested, or (ii) if the maximum authorized principal amount of the Local School Bond set forth in section 1 below does not exceed the Proceeds Requested by at least the amount of any discount, the purchase price to be paid to the County, given the VPSA Purchase Price Objective and market conditions, will be less than the Proceeds Requested;

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

1. Authorization of Local School Bond and Use of Proceeds. The Board hereby determines that it is advisable to contract a debt and issue and sell its general obligation school bond in an aggregate principal amount not to exceed \$9,200,000 (the "Local School Bond") for the purpose of financing a portion of the Projects. The Board hereby authorizes the issuance and sale of the Local School Bond in the form and upon the terms established pursuant to this Resolution.

2. Sale of the Local School Bond. The sale of the Local School Bond, within the parameters set forth in paragraph 4 of this Resolution, to VPSA is authorized. Given the VPSA Purchase Price Objective and market conditions, the County acknowledges that the limitation on the maximum principal amount of the Local School Bond set forth in paragraph 1 of this Resolution restricts VPSA's ability to generate the Proceeds Requested, however, the Local School Bond may be sold for a purchase price not lower than 95% of the Proceeds Requested. The Chairman of the Board, the Interim County Administrator, or either of them (each a "Delegate"), and such other officer or officers of the County as either may designate are hereby authorized and directed to enter into an agreement with VPSA providing for the sale of the Local School Bond to VPSA (the "Bond Sale Agreement"). The Bond Sale Agreement shall be in substantially the form required by VPSA, which form is hereby approved.

3. Details of the Local School Bond. The Local School Bond shall be dated 16 days prior to the date of its issuance and delivery or such other date designated by VPSA; shall be designated "General Obligation School Bond, Series 2016B"; shall bear interest from its dated date payable semi-annually on each January 15 and July 15 beginning July 15, 2017 (each an "Interest Payment Date"), at the rates established in accordance with paragraph 4 of this Resolution; and shall mature on July 15 in the years (each a "Principal Payment Date") and in the amounts acceptable to a Delegate (the "Principal Installments"), subject to the provisions of paragraph 4 of this Resolution.

4. Interest Rates and Principal Installments. Each Delegate is hereby authorized and directed to accept the interest rates on the Local School Bond established by VPSA, provided that each interest rate shall be five one-hundredths of one percent (0.05%) over the interest rate to be paid by VPSA for the corresponding principal payment date of the VPSA Bonds, a portion of the proceeds of which will be used to purchase the Local School Bond, and provided further that the true interest cost of the Local School Bond does not exceed five and fifty one-hundredths percent (5.50%) per annum. The Interest Payment Dates and the Principal Installments are subject to change at the request of VPSA. Each Delegate is hereby authorized and directed to accept changes in the Interest Payment Dates and the Principal Installments at the request of VPSA based on the final term to maturity of the VPSA Bonds, requirements imposed on VPSA by the nationally-recognized rating agencies and the final principal amount of the Local School Bond; provided, however, that the principal amount of the Local School Bond shall not exceed the amount authorized by this Resolution and the final maturity of the Local School Bond shall not exceed 21 years from the date of the issuance and delivery of the Local School Bond. The execution and delivery of the Local School Bond as described in paragraph 8 hereof shall conclusively evidence the approval and acceptance of all of the details of the Local School Bond by the Delegate as authorized by this Resolution.

5. Form of the Local School Bond. The Local School Bond shall be initially in the form of a single, temporary typewritten bond substantially in the form attached hereto as Exhibit A.

6. Payment; Paying Agent and Bond Registrar. The following provisions shall apply to the Local School Bond:

(a) For as long as VPSA is the registered owner of the Local School Bond, all payments of principal, premium, if any, and interest on the Local School Bond shall be made in immediately available funds to VPSA at, or before 11:00 a.m. on the applicable Interest Payment Date, Principal Payment Date or date fixed for prepayment or redemption, or if such date is not a business day for Virginia banks or for the Commonwealth of Virginia, then at or before 11:00 a.m. on the business day next succeeding such Interest Payment Date, Principal Payment Date or date fixed for prepayment or redemption.

(b) All overdue payments of principal and, to the extent permitted by law, interest shall bear interest at the applicable interest rate or rates on the Local School Bond.

(c) U.S. Bank National Association, Richmond, Virginia, is designated as Bond Registrar and Paying Agent for the Local School Bond. The County may, in its sole discretion, replace at any time the Bond Registrar with another qualified bank or trust company as successor Bond Registrar and Paying Agent for the Local School Bond. The County shall give prompt notice to VPSA of the appointment of any successor Bond Registrar and Paying Agent.

7. Prepayment or Redemption. The Principal Installments of the Local School Bond held by VPSA coming due on or before July 15, 2026, and the definitive bond for which the Local School Bond held by VPSA may be exchanged that mature on or before July 15, 2026, are not subject to prepayment or redemption prior to their stated maturities. The Principal Installments of the Local School Bond held by VPSA coming due on or after July 15, 2027, and the definitive bond(s) for which the Local School Bond held by VPSA may be exchanged that mature on or after July 15, 2027, are subject to prepayment or redemption at the option of the County prior to their stated maturities in whole or in part, on any date on or after July 15, 2026, upon payment of the prepayment or redemption prices (expressed as percentages of Principal Installments to be prepaid or the principal amount of the Local School Bond to be redeemed) set forth below plus accrued interest to the date set for prepayment or redemption:

<u>Dates</u>	<u>Prices</u>
July 15, 2026 through July 14, 2027	101%
July 15, 2027 through July 14, 2028	100½
July 15, 2028 and thereafter	100

Provided, however, that the Principal Installments of the Local School Bond shall not be subject to prepayment or redemption prior to their stated maturities as

described above without first obtaining the written consent of VPSA or other registered owner of the Local School Bond. Notice of any such prepayment or redemption shall be given by the Bond Registrar to VPSA or other registered owner by registered mail not more than ninety (90) and not less than sixty (60) days before the date fixed for prepayment or redemption.

If VPSA refunds the VPSA Bonds in the future and such refunding causes the Local School Bond to be deemed refunded, the prepayment or redemption of the Local School Bond will be subject to VPSA approval and subject to similar prepayment or redemption provisions as set forth above that correspond to the call period of the VPSA bonds issued in part to refund the Local School Bond.

8. Execution of the Local School Bond. The Chairman or Vice Chairman and the Clerk or any Deputy Clerk of the Board are authorized and directed to execute and deliver the Local School Bond and to affix the seal of the County thereto.

9. Pledge of Full Faith and Credit. For the prompt payment of the principal of, premium, if any, and the interest on the Local School Bond as the same shall become due, the full faith and credit of the County are hereby irrevocably pledged, and in each year while any portion of the Local School Bond shall be outstanding there shall be levied and collected in accordance with law an annual ad valorem tax upon all taxable property in the County subject to local taxation sufficient in amount to provide for the payment of the principal of and premium, if any, and the interest on the Local School Bond as such principal, premium, if any, and interest shall become due, which tax shall be without limitation as to rate or amount and in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purpose.

10. Use of Proceeds Certificate and Tax Compliance Agreement. The Chairman of the Board, the Interim County Administrator, and such other officer or officers of the County or the School Board as either may designate, are hereby authorized and directed to execute and deliver on behalf of the County a Use of Proceeds Certificate and Tax Compliance Agreement (the "Tax Compliance Agreement") setting forth the expected use and investment of the proceeds of the Local School Bond and containing such covenants as may be necessary in order to show compliance with the provisions of the Internal Revenue Code of 1986, as amended (the "Code"), and applicable regulations relating to the exclusion from gross income of interest on the VPSA Bonds. The Board covenants on behalf of the County that (i) the proceeds from the issuance and sale of the Local School Bond will be invested and expended as set forth in such Tax Compliance Agreement and that the County shall comply with the other covenants and representations contained therein; and (ii) the County shall comply with the provisions of the Code so that interest on the VPSA Bonds will remain excludable from gross income for federal income tax purposes.

11. State Non-Arbitrage Program; Proceeds Agreement. The Board hereby determines that it is in the best interests of the County to authorize and direct the County Treasurer to participate in the State Non-Arbitrage Program in connection with the Local

School Bond. The Chairman of the Board, the Interim County Administrator, and such officer or officers of the County as either may designate, are hereby authorized and directed to execute and deliver a Proceeds Agreement with respect to the deposit and investment of proceeds of the Local School Bond by and among the County, the other participants in the sale of the VPSA Bonds, VPSA, the investment manager and the depository, substantially in the form submitted to the Board at this meeting, which form is hereby approved.

12. Continuing Disclosure Agreement. The Chairman of the Board, the Interim County Administrator and such other officer or officers of the County as either may designate are hereby authorized and directed to execute a Continuing Disclosure Agreement, as set forth in Appendix D to the Bond Sale Agreement, setting forth the reports and notices to be filed by the County and containing such covenants as may be necessary in order to show compliance with the provisions of the Securities and Exchange Commission Rule 15c2-12, under the Securities Exchange Act of 1934, as amended, and directed to make all filings required by Section 3 of the Bond Sale Agreement should the County be determined by VPSA to be a MOP (as defined in the Bond Sale Agreement).

13. Refunding. The Board hereby acknowledges that VPSA may issue refunding bonds to refund any bonds previously issued by VPSA, including the VPSA Bonds issued to purchase the Local School Bond, and that the purpose of such refunding bonds would be to enable VPSA to pass on annual debt service savings to the local issuers, including the County. Each of the Delegates is authorized to execute and deliver to VPSA such allonge to the Local School Bond, revised debt service schedule, IRS Form 8038-G or such other documents reasonably deemed necessary by VPSA and VPSA's bond counsel to be necessary to reflect and facilitate the refunding of the Local School Bond and the allocation of the annual debt service savings to the County by VPSA. The Clerk to the Board is authorized to affix the County's seal on any such documents and attest or countersign the same.

14. Filing of Resolution. The appropriate officers or agents of the County are hereby authorized and directed to cause a certified copy of this Resolution to be filed with the Circuit Court of the County.

15. Election to Proceed under Public Finance Act. In accordance with Section 15.2-2601 of the Virginia Code, the Board elects to issue the Local School Bond pursuant to the provisions of the Public Finance Act of 1991, Chapter 26 of Title 15.2 of the Virginia Code.

16. Further Actions. The members of the Board and all officers, employees and agents of the County are hereby authorized to take such action as they or any one of them may consider necessary or desirable in connection with the issuance and sale of the Local School Bond and otherwise in furtherance of this Resolution and any such action previously taken is hereby ratified and confirmed.

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

The undersigned Clerk of the Board of Supervisors of the County of Stafford, Virginia, hereby certifies that the foregoing constitutes a true and correct extract from the minutes of a meeting of the Board of Supervisors held on September _____, 2016, and of the whole thereof so far as applicable to the matters referred to in such extract. I hereby further certify that such meeting was a regularly scheduled meeting and that, during the consideration of the foregoing resolution, a quorum was present. Members present at the meeting were: _____. Members absent from the meeting were: _____. Members voting in favor of the foregoing resolution were: _____. Members voting against the foregoing resolution were: _____. Members abstaining from voting on the foregoing resolution were: _____.

WITNESS MY HAND and the seal of the Board of Supervisors of the County of Stafford, Virginia, this _____ day of September, 2016.

Clerk, Board of Supervisors of
the County of Stafford, Virginia

[SEAL]

EXHIBIT A
(FORM OF TEMPORARY BOND)

NO. TR-1

\$_____

UNITED STATES OF AMERICA
COMMONWEALTH OF VIRGINIA
COUNTY OF STAFFORD
General Obligation School Bond
Series 2016B

Dated Date: _____ [16 days prior to issuance], 2016

Issue Date: _____, 2016

The **COUNTY OF STAFFORD, VIRGINIA** (the "County"), for value received, hereby acknowledges itself indebted and promises to pay to the **VIRGINIA PUBLIC SCHOOL AUTHORITY** ("VPSA") the principal amount of _____ DOLLARS (\$_____), in annual installments in the amounts set forth on Schedule I attached hereto payable on July 15, 20__ and annually on July 15 thereafter to and including July 15, 20__ (each a "Principal Payment Date"), together with interest from the dated date of this Bond on the unpaid installments, payable semi-annually on January 15 and July 15 of each year, commencing on January 15, 2017 (each an "Interest Payment Date"; together with any Principal Payment Date, a "Payment Date"), at the rates per annum set forth on Schedule I attached hereto, subject to prepayment or redemption as hereinafter provided. Principal of and interest and premium, if any, on this Bond are payable in lawful money of the United States of America.

For as long as VPSA is the registered owner of this Bond, U.S. Bank National Association, as bond registrar (the "Bond Registrar"), shall make all payments of the principal of and interest and premium, if any, on this Bond, without the presentation or surrender hereof, to VPSA, in

immediately available funds at or before 11:00 a.m. on the applicable Payment Date or date fixed for prepayment or redemption. If a Payment Date or date fixed for prepayment or redemption is not a business day for banks in the Commonwealth of Virginia or for the Commonwealth of Virginia, then the payment of the principal of and interest and premium, if any, on this Bond shall be made in immediately available funds at or before 11:00 a.m. on the business day next succeeding the scheduled Payment Date or date fixed for prepayment or redemption. Upon receipt by the registered owner of this Bond of said payments of principal, premium, if any, and interest, written acknowledgment of the receipt thereof shall be given promptly to the Bond Registrar, and the County shall be fully discharged of its obligation on this Bond to the extent of the payment so made. Upon final payment, this Bond shall be surrendered to the Bond Registrar for cancellation.

The full faith and credit of the County are irrevocably pledged for the payment of the principal of and the premium, if any, and interest on this Bond. The resolution adopted by the Board of Supervisors authorizing the issuance of this Bond provides, and Section 15.2-2624, Code of Virginia 1950, as amended (the "Virginia Code"), requires, that there shall be levied and collected an annual tax upon all taxable property in the County subject to local taxation sufficient to provide for the payment of the principal of and interest and premium, if any, on this Bond as the same shall become due which tax shall be without limitation as to rate or amount and shall be in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purpose.

This Bond is duly authorized and issued in compliance with and pursuant to the Constitution and laws of the Commonwealth of Virginia, including the Public Finance Act of 1991, Chapter 26, Title 15.2 of the Virginia Code, and resolutions duly adopted by the Board of Supervisors of the

County and the School Board of the County to provide funds for capital projects for school purposes.

This Bond may be exchanged without cost, on twenty (20) days written notice from the VPSA, at the office of the Bond Registrar on one or more occasions for one or more temporary bonds or definitive bonds in marketable form and, in any case, in fully registered form, in denominations of \$5,000 and whole multiples thereof, and having an equal aggregate principal amount, having principal installments or maturities and bearing interest at rates corresponding to the maturities of and the interest rates on the installments of principal of this Bond then unpaid. This Bond is registered in the name of the VPSA on the books of the County kept by the Bond Registrar, and the transfer of this Bond may be effected by the registered owner of this Bond only upon due execution of an assignment by such registered owner. Upon receipt of such assignment and the surrender of this Bond, the Bond Registrar shall exchange this Bond for definitive bonds as hereinabove provided, such definitive bonds to be registered on such registration books in the name of the assignee or assignees named in such assignment.

The principal installments of this Bond coming due on or before July 15, 2026 and the definitive bonds for which this Bond may be exchanged that mature on or before July 15, 2026, are not subject to prepayment or redemption prior to their stated maturities. The principal installments of this Bond coming due on or after July 15, 2027, and the definitive bonds for which this Bond may be exchanged that mature on or after July 15, 2027, are subject to prepayment or redemption at the option of the County prior to their stated maturities in whole or in part, on any date on or after July 15, 2026, upon payment of the prepayment or redemption prices (expressed as percentages of principal installments to be prepaid or the principal amount of this Bond to be redeemed) set forth below plus accrued interest to the date set for prepayment or redemption:

<u>Dates</u>	<u>Prices</u>
July 15, 2026 through July 14, 2027	101%
July 15, 2027 through July 14, 2028	100½
July 15, 2028 and thereafter	100

Provided, however, that the principal installments of this Bond shall not be subject to prepayment or redemption prior to their stated maturities as described above without the prior written consent of VPSA or other registered owner of this Bond. Notice of any such prepayment or redemption shall be given by the Bond Registrar to VPSA or other registered owner by registered mail not more than ninety (90) and not less than sixty (60) days before the date fixed for prepayment or redemption.

If VPSA refunds its bonds issued in part to purchase this Bond in the future and such refunding causes this Bond to be deemed refunded, the prepayment or redemption of this Bond will be subject to VPSA approval and subject to similar prepayment or redemption provisions as set forth above that correspond to the call period of the VPSA bonds issued in part to refund this Bond.

All acts, conditions and things required by the Constitution and laws of the Commonwealth of Virginia to happen, exist or be performed precedent to and in the issuance of this Bond have happened, exist and have been performed in due time, form and manner as so required, and this Bond, together with all other indebtedness of the County, is within every debt and other limit prescribed by the Constitution and laws of the Commonwealth of Virginia.

IN WITNESS WHEREOF, the Board of Supervisors of the County of Stafford, Virginia has caused this Bond to be issued in the name of the County of Stafford, Virginia, to be signed by its Chairman or Vice-Chairman, its seal to be affixed hereto and attested by the signature of its Clerk or any of its Deputy Clerks, and this Bond to be dated [_____] __ [16 days prior to the closing date], 2016.

**COUNTY OF STAFFORD,
VIRGINIA**

(SEAL)

ATTEST:

Clerk, Board of Supervisors of the
County of Stafford, Virginia

Chairman, Board of Supervisors of the
County of Stafford, Virginia

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

(PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS, INCLUDING ZIP CODE, OF ASSIGNEE)

PLEASE INSERT SOCIAL SECURITY OR OTHER
IDENTIFYING NUMBER OF ASSIGNEE: _____

the within Bond and irrevocably constitutes and appoints

_____ attorney to exchange said Bond for definitive bonds in lieu of which this Bond is issued and to register the transfer of such definitive bonds on the books kept for registration thereof, with full power of substitution in the premises.

Date: _____

Signature Guaranteed:

(NOTICE: Signature(s) must be guaranteed by an "eligible guarantor institution" meeting the requirements of the Bond Registrar which requirements will include Membership or participation in STAMP or such other "signature guarantee program" as may be determined by the Bond Registrar in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Registered Owner

(NOTICE: The signature above must correspond with the name of the Registered Owner as it appears on the front of this Bond in every particular, without alteration or change.)

SCHOOL BOARD MEMBERS

HOLLY HAZARD
Chair

IRENE EGAN
Vice-Chair

MELISSA Y. AYRES
PATRICIA HEALY
C. SCOTT HIRONS
NANETTE KIDBY
DEWAYNE McOSKER, JR.

STAFFORD COUNTY PUBLIC SCHOOLS

W. BRUCE BENSON, Ed.D.
Superintendent



**RESOLUTION REQUESTING THE BOARD OF SUPERVISORS
TO ISSUE GENERAL OBLIGATION SCHOOL BONDS FOR
SCHOOL PURPOSES AND CONSENTING TO THE ISSUANCE THEREOF**

BE IT RESOLVED the School Board of Stafford County, Virginia (the "School Board") hereby (i) requests, pursuant to Section 15.2-2640 of the Code of Virginia, 1950, as amended (the "Code"), that the Board of Supervisors of Stafford County, Virginia (the "County") cause the County to issue its general obligation school bonds (the "Bonds") in an aggregate principal amount not in excess of \$9,200,000, but with the objective of providing up to \$9,200,000 in net proceeds, to finance Anne E. Moncure Elementary School rebuild, Mountain View High School additions, repair of mechanical systems at the Gari Melchers Complex, and the repair of mechanical systems at H.H. Poole Middle School, each of which constitutes a capital project for public school purposes and (ii) consents, pursuant to Section 15.2-2638.B(iii) of the Code and Article VII, Section 10(b) of the Constitution of Virginia, to the issuance of the Bonds.

Further, the School Board consents to and authorizes an application to the Virginia Public School Authority (the "VPSA") for the purchase of the Bonds by the VPSA as part of its 2016 Fall Pooled Bond Sale. The Chairman of the School Board, the Superintendent of the schools of Stafford County] School Division (the "Schools"), and such other officer or officers of the School Board or the Schools as either may designate (the "Authorized Officers") are hereby authorized to decrease the amount of proceeds requested to the extent the County and such Authorized Officers deem it necessary to issue the Bonds in an amount less than provided in paragraph 1 above.

The Authorized Officers are hereby authorized and directed to execute and deliver on behalf of the School Board a Use of Proceeds Certificate and Tax Compliance Agreement (the "Tax Compliance Agreement") setting forth the expected use and investment of the proceeds of


the Bonds and containing such covenants as may be necessary for the bonds issued by VPSA in the Fall of 2016 (the "VPSA Bonds") to show compliance with the provisions of the Internal Revenue Code of 1986, as amended (the "Tax Code"), and the applicable regulations. The School Board covenants on behalf of itself and the Schools under its governance that the School Board and the Schools shall comply with the provisions of the Tax Compliance Agreement and the Tax Code so that the interest on the VPSA Bonds is excludable from gross income under the Tax Code.

This resolution shall take effect immediately.

* * *

Members present at the meeting were: Melissa Y. Ayres; Irene M. Egan; Holly H. Hazard; Patricia A. Healy; and Dewayne McOsker, Jr.. Members present electronically: C. Scott Hirons. Members voting in favor of the foregoing resolution were: Melissa Y. Ayres; Irene M. Egan; Holly H. Hazard; Patricia A. Healy; C. Scott Hirons; and Dewayne McOsker, Jr..


Holly Hazard, Chairman
Stafford County School Board


Roberta Euring, Clerk
Stafford County School Board

**STAFFORD COUNTY PUBLIC SCHOOLS
VIRGINIA PUBLIC SCHOOL AUTHORITY
FALL AND SPRING BORROWS - FISCAL YEAR 2017**

Project Name	Project Cost Estimate	Project Amount Funded to Date	Project Amount to be borrowed in Fall 2016	Project Amount to be borrowed in Spring 2017	Est. Project Completion Date	Project Purpose
New Construction						
MES Rebuild	35,306,305	800,000	2,000,000	8,280,000	May-18	Design/Construction
Renewal/Renovation						
MVHS Addition	8,066,000	750,000	6,000,000	1,315,000	Aug-17	Construction
Support Facilities						
Infrastructure Projects						
Repair Mechanical Systems - GMC	500,000		200,000	300,000	Aug-17	Design/Construction
Repair Mechanical Systems - HHPMS Phase II	2,200,000		1,000,000	1,200,000	Aug-17	Construction
		Total Fall Borrow	\$ 9,200,000			
		Total Spring Borrow		\$ 11,095,000		
		Total FY2017 VPSA Borrow		\$ 20,295,000		

Note: Project cost for MES Rebuild reflects the design changes approved by the School Board on 7/22/2016.

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, George L. Gordon, Jr., Government Center, Stafford, Virginia, on the 21st day of April, 2015:

<u>MEMBERS:</u>	<u>VOTE:</u>
Gary F. Snellings, Chairman	Yes
Laura A. Sellers, Vice Chairman	Yes
Meg Bohmke	Yes
Jack R. Cavalier	Yes
Paul V. Milde III	Yes
Cord A. Sterling	Absent
Robert "Bob" Thomas, Jr.	Yes

On motion of Mr. Thomas, seconded by Mr. Cavalier, which carried by a vote of 6 to 0, the following was adopted:

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF
NOT TO EXCEED \$26,830,000 GENERAL OBLIGATION SCHOOL
BONDS OF THE COUNTY OF STAFFORD, VIRGINIA TO BE SOLD
TO THE VIRGINIA PUBLIC SCHOOL AUTHORITY

WHEREAS, the Board of Supervisors (Board) of the County of Stafford, Virginia (the "County") has received a request from the Stafford County School Board (the "School Board") to contract a debt and issue general obligation school bonds (the "Bonds") of the County in an amount not to exceed \$26,830,000 to finance (a) capital school improvement projects for public school purposes (collectively, the "Projects"), including, but not limited to, the expansion of Brooke Point High School, Colonial Forge High School and Mountain View High School; rebuild of Moncure Elementary School; repair track at Colonial Forge High School; and repair mechanical system at HH Pool Middle School and (b) costs of issuing the Bonds;

WHEREAS, the Board determined that it is necessary and expedient to issue the Bonds in an amount not to exceed \$26,830,000 to finance the Projects;

WHEREAS, the Board held public hearings on June 18, 2013 and April 14, 2015, on the issuance of the Bonds in accordance with the requirements of Section 15.2-2606, Code of Virginia of 1950, as amended (the "Virginia Code"); and

WHEREAS, the Board has determined that it may be necessary or desirable to advance money to pay the costs for the Projects and to reimburse such advances with proceeds from one or more series of Bonds.

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

1. Authorization of Bonds and Use of Proceeds. The Board hereby determines that it is advisable to contract a debt and to issue and sell the Bonds of the County in the aggregate principal amount not to exceed \$26,830,000 for the purpose of financing the Projects. The issuance and sale of Bonds to Virginia Public School Authority ("VPSA") in one or more series is hereby authorized and approved, provided, no more than \$19,150,000 in aggregate principal amount of Bonds may be issued in fiscal year 2016 and the remainder may be issued in fiscal year 2017 or any subsequent fiscal year.
2. Declaration of Intent. The Board hereby adopts this declaration of official intent under Treasury Regulation § 1.150.2. The Board reasonably expects to reimburse advances made or to be made by the County or School Board to pay the cost of the Projects.
3. Submission of Application to VPSA. The Board hereby authorizes and directs the County Administrator of the County (the "County Administrator") to submit an application to VPSA in order to sell the Bonds to VPSA at such sale or sales of VPSA as the County Administrator may determine in his sole discretion, subject to the limitations set forth in paragraph 1 above.
4. Form of the Bonds. Each series of Bonds shall be in such form as may be attached to any subsequent resolution that approves the details of such series of Bonds.
5. Payment. All payment terms of a series of Bonds shall be set forth in a subsequent resolution that approves the details of such series of Bonds.
6. Execution of the Bonds. No Bonds shall be executed until the Board adopts a subsequent resolution approving of and setting forth the details of the Bonds.
7. Pledge of Full Faith and Credit. For the prompt payment of the principal of, and the premium, if any, and the interest on the Bonds as the same shall become due, the full faith and credit of the County are hereby irrevocably pledged, and in each year while any of the Bonds shall be outstanding there shall be levied and collected in accordance with law an annual ad valorem tax upon all taxable property in the County subject to local taxation sufficient in amount to provide for the payment of the principal of, and the premium, if any, and the interest on the Bonds as such principal, premium, if any, and interest shall become due, which tax shall be without limitation as to rate or amount and in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purpose.


8. Filing of Resolution. The appropriate officers or agents of the County are hereby authorized and directed to cause a certified copy of this Resolution to be filed with the Circuit Court of the County.

9. Further Actions. Subject to the limitation on the execution of Bonds set forth in Section 6, the County Administrator, the Chairman of the Board, and all such other officers, employees and agents of the County as either of them may designate are hereby authorized to take such action as the County Administrator or the Chairman of the Board may consider necessary or desirable in connection with the issuance and sale of the Bonds and the filing of any application with VPSA and any such action previously taken is hereby ratified and confirmed.

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

The undersigned Clerk of the Board of Supervisors of the County of Stafford, Virginia, hereby certifies that the foregoing constitutes a true and correct extract from the minutes of a meeting of the Board of Supervisors held on April 21, 2015, and of the whole thereof so far as applicable to the matters referred to in such extract. I hereby further certify that such meeting was a regularly scheduled meeting and that, during the consideration of the foregoing resolution, a quorum was present. The front page of this Resolution accurately records (i) the members of the Board of Supervisors present at the meeting, (ii) the members who were absent from the meeting, and (iii) the vote of each member, including any abstentions.

WITNESS MY HAND and the seal of the Board of Supervisors of the County of Stafford, Virginia, this 21st day of April, 2015.


Clerk, Board of Supervisors
of the County of Stafford, Virginia

(SEAL)

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, George L. Gordon, Jr., Government Center, Stafford, Virginia, on the 19th day of April, 2016:

<u>MEMBERS:</u>	<u>VOTE:</u>
Robert "Bob" Thomas, Jr., Chairman	Yes
Laura A. Sellers, Vice Chairman	Yes
Meg Bohmke	Yes
Jack R. Cavalier	Yes
Wendy E. Maurer	Yes
Paul V. Milde, III	Yes
Gary F. Snellings	Yes

On motion of Mrs. Maurer, seconded by Ms. Sellers, which carried by a vote of 7 to 0, the following was adopted:

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF NOT TO EXCEED \$32,000,000 IN GENERAL OBLIGATION SCHOOL BONDS OF THE COUNTY OF STAFFORD, VIRGINIA TO BE SOLD TO THE VIRGINIA PUBLIC SCHOOL AUTHORITY

WHEREAS, the Board of Supervisors (Board) of the County of Stafford, Virginia (County) has received a request from the Stafford County School Board (School Board) to contract a debt and issue general obligation school bonds (Bonds) of the County in an amount not to exceed \$32,000,000 to finance (a) capital school improvement projects for public school purposes (collectively, Projects), including, but not limited to, the rebuilding of Anne E. Moncure Elementary School and other general school infrastructure projects that are approved for bond funding in the Capital Improvements Program (such as school site improvements, paving improvements and environmental upgrades) as the Board may amend it from time to time; and (b) costs of issuing the Bonds; and

WHEREAS, the Board has determined that it is necessary and expedient to issue the Bonds in an amount not to exceed \$32,000,000 to finance the Projects; and

WHEREAS, the Board held a public hearing on April 5, 2016, on the issuance of the Bonds in accordance with the requirements of Virginia Code § 15.2-2606; and

WHEREAS, the Board has determined that it may be necessary or desirable to advance money to pay the costs for the Projects and to reimburse such advances with proceeds from one or more series of Bonds;

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

1. Authorization of Bonds and Use of Proceeds. The Board hereby determines that it is advisable to contract a debt and to issue and sell the Bonds of the County in the aggregate principal amount not to exceed \$32,000,000 for the purpose of financing the Projects. The issuance and sale of Bonds to Virginia Public School Authority (VPSA) in one or more series is hereby authorized and approved, provided, no more than \$12,981,000 in aggregate principal amount of Bonds may be issued in fiscal year 2017 and the remainder may be issued in fiscal year 2018 or any subsequent fiscal year.
2. Declaration of Intent. The Board hereby adopts this declaration of official intent under Treasury Regulation § 1.150.2. The Board reasonably expects to reimburse advances made or to be made by the County or School Board to pay the cost of the Projects.
3. Submission of Application to VPSA. The Board hereby authorizes and directs the County Administrator of the County (the "County Administrator") to submit an application to VPSA in order to sell the Bonds to VPSA at such sale or sales of VPSA as the County Administrator may determine in his sole discretion, subject to the limitations set forth in paragraph 1 above.
4. Form of the Bonds. Each series of Bonds shall be in such form as may be attached to any subsequent resolution that approves the details of such series of Bonds.
5. Payment. All payment terms of a series of Bonds shall be set forth in a subsequent resolution that approves the details of such series of Bonds.
6. Execution of the Bonds. No Bonds shall be executed until the Board adopts a subsequent resolution approving of and setting forth the details of the Bonds.
7. Pledge of Full Faith and Credit. For the prompt payment of the principal of, and the premium, if any, and the interest on the Bonds as the same shall become due, the full faith and credit of the County are hereby irrevocably pledged, and in each year while any of the Bonds shall be outstanding there shall be levied and collected in accordance with law an annual ad valorem tax upon all taxable property in the County subject to local taxation sufficient in amount to provide for the payment of the principal of, and the premium, if any, and the interest on the Bonds as such principal, premium, if any, and interest shall become due, which tax shall be without

limitation as to rate or amount and in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purpose.


8. Filing of Resolution. The appropriate officers or agents of the County are hereby authorized and directed to cause a certified copy of this Resolution to be filed with the Circuit Court of the County.

9. Further Actions. Subject to the limitation on the execution of Bonds set forth in Section 6, the County Administrator, the Chairman of the Board, and all such other officers, employees and agents of the County as either of them may designate are hereby authorized to take such action as the County Administrator or the Chairman of the Board may consider necessary or desirable in connection with the issuance and sale of the Bonds and the filing of any application with VPSA and any such action previously taken is hereby ratified and confirmed.

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

The undersigned Clerk of the Board of Supervisors of the County of Stafford, Virginia, hereby certifies that the foregoing constitutes a true and correct extract from the minutes of a meeting of the Board of Supervisors held on April 19, 2016, and of the whole thereof so far as applicable to the matters referred to in such extract. I hereby further certify that such meeting was a regularly scheduled meeting and that, during the consideration of the foregoing resolution, a quorum was present. The front page of this Resolution accurately records (i) the members of the Board of Supervisors present at the meeting, (ii) the members who were absent from the meeting, and (iii) the vote of each member, including any abstentions.

WITNESS MY HAND and the seal of the Board of Supervisors of the County of Stafford, Virginia, this 19th day of April, 2016.



Clerk, Board of Supervisors of the
County of Stafford, Virginia

(SEAL)

FY2016 Preliminary Financial Results



September 20, 2016

Good News



- ❧ Another year of positive results of operations builds on our history of strong financial management.
- ❧ Revenues: 2% above budget
- ❧ Expenditures: 1% below budget
 - ❧ \$1M managed attrition achieved
- ❧ Policy-driven changes to reserves are fully funded.
- ❧ Funds are available for strategic investment set-asides.

Policy-Driven Changes to Reserves

\$ millions

Increases to fund new policies:

Revenue Stabilization Reserve enhancement	4.1
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Increases needed to maintain existing policies:

Rollback taxes reserved for PDR program	0.6
Increase to Health Insurance Claims Fluctuation	0.4
Proffers for Schools' artificial turf repays loan from Capital Projects Reserve (CPR)	0.8
Technology fees repay loan from CPR for Hansen update	0.2

Recommended Set-Asides



Fire & Rescue

Audio visual, upgrades to training room	70,000
Hand mics for all radios, purchase 6 mobile radios	111,000
IT/RM System Change	75,000
One time operating costs for new FY17 positions	225,000

Information Technology

Replace VOIP hardware and professional services	145,000
Update obsolete financial reporting module	70,000

Sheriff

Year-end savings for vehicle purchases, one time costs for new personnel	352,000
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Recommended Set-Asides



Registrar

Presidential election costs	68,000
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Treasurer

Imaging and retrieval of documents program	28,000
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Treasurer's revenue from DMV services not used to offset costs (cumulative)	100,000
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Recommended Set-Asides



Office Renovations

Commissioner of the Revenue	250,000
Economic Development	50,000
Juvenile & Domestic Court	300,000
Transportation/Human Resources/Human Services	150,000

Civil War Park - Pavilion	200,000
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Revenue



	Revised Budget	Actual	Change
Real Estate	149.7	150.5	0.8
Personal Property	44.8	46.6	1.8
Rollback	0.1	0.7	0.6
Sales Tax	12.2	12.9	0.7
Meals Tax	6.9	7.8	0.9
Development Fees	4.4	5.4	1.0
Recordation	2.8	3.1	0.3
State & Federal Revenue	14.3	14.4	0.2
Other	32.7	32.9	0.2
Total	267.9	274.3	6.4

\$ millions

Totals may not sum due to rounding.

FY2016 Preliminary Results

Subject to audit adjustments:

(\$ millions)		
Revenues	6.4	above budget
Expenditures*	2.0	below budget
	<u>8.4</u>	
allocation to reserves	(8.3)	{
to Capital Projects Reserve	0.1	
		Required, policy-driven changes to reserves including:
		· 12% unassigned fund balance
		· 2% Revenue Stabilization Reserve
		· Claims Fluctuation Reserve for health insurance
		· Purchase of Development Rights
		· Strategic Set-Asides
*Expenditure savings are net of expenditures, encumbrances, and commitments.		

Capital Projects Reserve



\$ millions

FY15 year-end Capital Projects Reserve	\$2.9
Abberly proffers	0.8
FY16 Positive Results of Operations (PRO), technology fees	<u>0.2</u>
FY16 year-end Capital Projects Reserve	\$3.9
Policy minimum	<u>(1.5)</u>
Balance 6/30/16	\$2.4
FY17 actions:	
Embrey Mill Park (next phase)	(0.5)
Loan to R-Board	(1.2)
Loan to Armed Services Memorial	<u>(0.2)</u>
Available Balance	\$0.6



- Capital Projects Reserve receivables: \$95K Technology fees for Hansen update, \$850K proffers for artificial turf fields, \$250k proffers for Embrey Mill Park; \$1.2M loan to R-Board, \$200K Armed Services Memorial.
- Totals may not sum due to rounding.

Board's Bond Enhancement Strategy

- ❧ In November, 2015, the Board enhanced its financial policies, increasing the revenue stabilization reserve from 1/2 % of General Fund Revenues to 2%.
- ❧ It was fully funded as of 6/30/16.
- ❧ We expect that Fitch will look favorably on this when we make a presentation to them next week.

Board's Bond Enhancement Strategy

- ❧ Last year, **Standard & Poor's** upgraded the County's rating to AAA, citing:
 - ❧ Strong budgetary performance, with operating surpluses in the general fund
 - ❧ Very strong financial management, with strong financial policies and practices
 - ❧ Very strong budgetary flexibility and fund balances
- ❧ What could make the rating go down?
 - ❧ Reduced reserves, failure to maintain financial policies

Board's Bond Enhancement Strategy

- ❧ **Moody's** upgraded the County's rating to Aa1 citing:
 - ❧ Healthy financial position evidenced by strong reserve levels, strong financial management, conservative budgeting, and ample flexibility and liquidity
- ❧ What could make the rating go up?
 - ❧ Substantial tax base growth, material increases to reserves and liquidity
- ❧ What could make the rating go down?
 - ❧ Large increases in debt burden, significant declines in reserves and liquidity

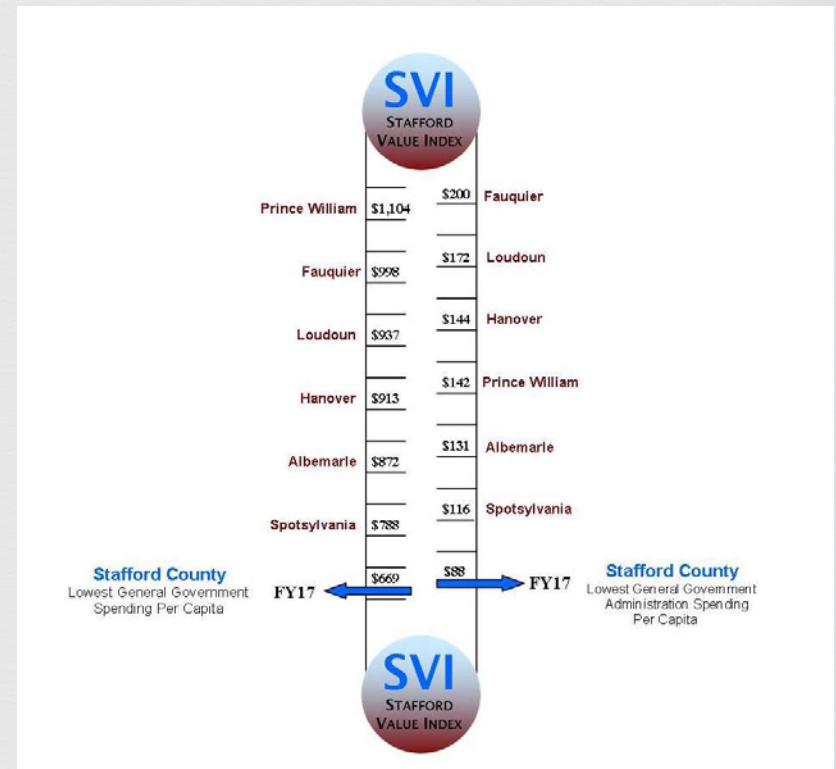
Board's Bond Enhancement Strategy

- ❧ **Fitch** upgraded the rating outlook from stable to positive, citing:
 - ❧ Economic vibrancy, sound fiscal management, strong demographics, and manageable debt profile.
 - ❧ Well managed finances, with longstanding policy guidelines, strong reserves, detailed planning for capital and operating needs, and conservative budgeting practices.
- ❧ What could make the rating go up?
 - ❧ Continued positive operating results, compliance with fund balance policies, sustained economic strength and debt metrics

Stafford Value Index



- For the ninth year in a row, Stafford County is the lowest among peers in both General Government and General Government Administration spending
- Under the Board's direction, the County continues to provide first rate services to its residents at a good value.



FY16 Financial Results: Schools



∞ Schools are finalizing year-end numbers in accordance with the audit schedule.

Conclusion



- ❧ The audit is underway.
- ❧ Audit results and final numbers will be presented to the Board at the conclusion of the audit.
- ❧ Questions?

BOARD OF SUPERVISORS

Agenda Item

Meeting Date:	September 20, 2016
Title:	Authorize Refinancing of the Virginia Resource Authority Loans
Department:	Finance and Budget
Staff Contact:	Maria J. Perrotte Chief Financial Officer
Board Committee/ Other BACC:	Finance, Audit and Budget Committee
Staff Recommendation:	Approval
Fiscal Impact:	See background report
Time Sensitivity:	Yes, to meet application deadlines for participation in fall pooled bond sale

ATTACHMENTS:

1.	Background Report	3.	Proposed Resolution R16-296
2.	Proposed Resolution R16-293		

<input checked="" type="checkbox"/>	Consent Agenda	<input type="checkbox"/>	Other Business	<input type="checkbox"/>	Unfinished Business
<input type="checkbox"/>	Discussion	<input type="checkbox"/>	Presentation	<input type="checkbox"/>	Work Session
<input type="checkbox"/>	New Business	<input type="checkbox"/>	Public Hearing	<input type="checkbox"/>	Add-On

REVIEW:

<input checked="" type="checkbox"/>	County Administrator	
<input checked="" type="checkbox"/>	County Attorney	

DISTRICT:	N/A
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BACKGROUND REPORT

Staff has determined that conditions are favorable to refinance portions of two outstanding bond issues:

- Series 2012A loan, which funded the Lake Mooney reservoir and other water system improvements
- Series 2008A loan, which funded Hidden Lake Dam Improvements
 - This loan was issued on behalf of the Hidden Lake Homeowners Association (HOA). The Hidden Lake property owners pay an ad valorem tax to pay for the debt service and costs related to the maintenance of the dam and subdivision roads.

Public Financial Management (PFM) and the Virginia Resources Authority (VRA) have both calculated savings to exceed 3%. The exact savings will depend on market conditions at the time of the sale. The bonds will be sold in November, 2016, as part of the VRA pooled bond sales. Staff will report to the Board once the bonds have been sold.

Proposed Resolution R16-293 approves the advance refunding of the Utilities bonds issued in 2012 for the reservoir and water system improvements. Proposed Resolution R16-296 approves the advanced refunding of the bonds issued in 2008 for improvements to the Hidden Lake Dam. Staff recommends approval.

R16-293

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, George L. Gordon, Jr., Government Center, Stafford, Virginia, on the 20th day of September, 2016:

MEMBERS:

Robert "Bob" Thomas, Jr., Chairman
Laura A. Sellers, Vice Chairman
Meg Bohmke
Jack R. Cavalier
Wendy E. Maurer
Paul V. Milde, III
Gary F. Snellings

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF STAFFORD, VIRGINIA, APPROVING THE ISSUANCE, SALE AND AWARD OF ITS WATER AND SEWER SYSTEM REVENUE REFUNDING BOND, SERIES 2016, AND SETTING FORTH THE FORM, DETAILS AND PROVISIONS FOR THE PAYMENT THEREOF

WHEREAS, the County of Stafford, Virginia, a political subdivision of the Commonwealth of Virginia (the "County"), presently owns, operates and maintains water and sewer facilities to provide for the water and sewer needs of the County's residents; and

WHEREAS, the Board of Supervisors of the County (the "Board") has determined it to be advisable, necessary and in the best interests of the public health, safety and welfare of the residents of the County to issue its revenue refunding bond (the "Bond"), and to use the proceeds thereof, along with other available funds, if any (i) to refund a portion of or all of one or more outstanding Water and Sewer System Revenue Bonds of the County, including but not limited to the Water & Sewer System Revenue Bond, Series 2012 (collectively, the "Prior Bonds") and (ii) to pay the costs of issuance of the Bond (collectively, the "Plan of Refunding"); and

WHEREAS, the County has requested that the Virginia Resources Authority ("VRA") purchase the Bond, and VRA has indicated its willingness to purchase such Bond from the proceeds of its Infrastructure and State Moral Obligation Revenue Bonds (Virginia Pooled Financing Program), Series 2016C (or such other series of bonds, all as more particularly defined in the below-defined Financing Agreement, collectively, the "VRA Bonds"), in accordance with the terms of a Local Bond Sale and Financing Agreement, between VRA and the County (the "Financing Agreement"), a form of which is on file with the County Administrator; and

WHEREAS, the Financing Agreement is expected to provide that the County will select the Prior Bonds to be refunded if the refunding of such bonds achieves an aggregate net present value debt service savings of not less than 3.00% of the refunded par amount of the Prior Bonds (the "Targeted Savings"); and

WHEREAS, VRA's objective is to pay the County a purchase price for the Bond which, in VRA's judgment, reflects its market value (the "VRA Purchase Price Objective") taking into consideration the Targeted Savings, the Prior Bonds selected for refunding, the issuance costs of the VRA Bonds (consisting of the underwriters' discount and other costs incurred by VRA (collectively, the "VRA Costs")), and other market conditions relating to the sale of the VRA Bonds; and

WHEREAS, VRA has advised the County that the sale of the VRA Bonds is tentatively scheduled for November 2, 2016, but, subject to market conditions, may occur prior to or after such date, and, in the event the Bond is not purchased by VRA on the scheduled sale date, the Bond may be sold to VRA under substantially the same terms and conditions on such other date; and

WHEREAS, the Financing Agreement will provide that the terms of the Bond may not exceed the parameters set forth below in paragraph 3;

NOW, THEREFORE BE IT RESOLVED, by the Stafford County Board of Supervisors on this the 20th day of September, 2016, that:

1. Authorization of Bond and Use of Proceeds. Pursuant to the Constitution and statutes of the Commonwealth of Virginia (the "Commonwealth"), including the Public Finance Act of 1991 (the "Act"), the Board hereby determines that it is in the best interest of the County to contract a debt and to issue the Bond and to award and sell the Bond to or at the direction of VRA, all pursuant to the Act and the terms of this Resolution and the Financing Agreement. The Board hereby finds that the issuance of the Bond will promote the health, safety, welfare, morals and propriety of the citizens served by the County and will promote the governmental purposes of the Act. Accordingly, the Board hereby authorizes the issuance, award and sale of the Bond in accordance with the terms of this Resolution, the Act, and the Financing Agreement. The Board hereby covenants that the proceeds from the issuance and sale of the Bond shall be used, together with other available funds, if any, to pay the costs of the Plan of Refunding. The Bond shall be delivered to or upon the order of VRA upon

VRA's payment of the purchase price set forth in the Financing Agreement. Subject to the Interim County Administrator of the County's (the "County Administrator") determination

of what will be in the County's best interests, the Bond may be sold to VRA in connection with any sale date of the VRA Bonds occurring prior to June 30, 2017.

2. Details of Bond. The Bond shall be issued as a single fully registered bond. The Board authorizes the issuance and sale of the Bond on terms as shall be determined by VRA subject to VRA's Purchase Price Objective and market conditions described above; provided, however, that (i) the County shall not refund any Prior Bonds unless the Targeted Savings is achieved in the aggregate, (ii) the Bond shall be payable in principal installments ending no later than the last fiscal year in which a refunded Prior Bond matures, and (iii) the Bond shall be subject to prepayment upon the terms set forth in the Financing Agreement. Subject to the preceding terms, the Board further authorizes the County Administrator to accept the final terms presented by VRA, including (a) the final principal amount of the Bond and (b) the amortization schedule (including the principal installment dates and amounts) for the Bond.

As set forth in the Financing Agreement, the County agrees to pay such "supplemental interest" and other charges as provided therein, including such amounts as may be necessary to maintain or replenish a VRA Reserve. The principal amount of and premium, if any, and interest on the Bond shall be payable in lawful money of the United States of America.

3. Payments under Financing Agreement. The County agrees to pay all amounts required by Section 6.1 of the Financing Agreement, including any "Supplemental Interest," as provided in such section.

4. Redemption of Bond. The principal of and premium, if any, and interest on the Bond shall be payable as set forth in the Bond and the Financing Agreement. The County may, at its option, redeem, prepay or refund the Bond upon the terms set forth in the Financing Agreement.

5. Pledge of Revenues; Other Security Provisions. Principal of, premium, if any, and interest on the Bond shall be payable as provided in the Bond and in the Financing Agreement in lawful money of the United States of America, but solely from the revenues of the System, except to the extent such payment shall be made from the proceeds of the Bond, certain escrow trust funds that may be established with respect to the Bond, the income, if any, derived from the investment thereof or the sources provided below. The Revenues of the System are hereby pledged upon the terms and conditions set forth in the Financing Agreement to secure the payment of the principal of and premium, if any, and interest on the Bond and the payment and performance of the County's obligations under the Financing Agreement, on parity with the pledge of water and sewer revenues set forth in the County's outstanding Water and Sewer System Revenue Bond, Series 2009A, Water and Sewer System Revenue Bond, Series 2009B, Water and Sewer System Revenue Refunding Bond, Series 2010, the Water and Sewer

System Revenue Bond, Series 2012, Water and Sewer System Revenue Bond, Series 2014 and Water and Sewer System Revenue Bond, Series 2015.

Nothing in the Bond, the Financing Agreement or this Resolution shall be deemed to constitute a pledge of the faith and credit of the Commonwealth of Virginia (the "Commonwealth") or any of its political subdivisions, including the County. The issuance of the Bond shall not directly, indirectly or contingently obligate the Commonwealth or any of its political subdivisions, including the County, to pledge its faith and credit or levy any taxes for the payment of the principal of or premium, if any, and interest on the Bond or other costs incident to them or make any appropriation for their payment except from the revenues and other funds pledged for such purpose under the provisions of the Bond, the Financing Agreement and this Resolution.

Hereby specifically approved for inclusion in the Financing Agreement is the provision providing that VRA may take action to the extent permitted by law pursuant to Sections 15.2-2659 and 62.1-216.1 of the Code of Virginia of 1950 (the "Virginia Code"), commonly referred to as the "state-aid intercept."

6. Approval of Financing Agreement. The Financing Agreement is approved in substantially the form on file with the County Administrator, with such changes, insertions or omissions as may be approved by the Chairman of the Board (the "Chairman") and the County Administrator, either of whom may act, whose approval shall be evidenced conclusively by the execution and delivery of the Financing Agreement on the County's behalf. The Chairman and the County Administrator, either of whom may act, are authorized to execute and deliver the Financing Agreement and such other documents and certificates as such officer may consider necessary in connection therewith.

The actions of the Chairman and the County Administrator in accepting the final terms of the Bond shall be conclusive, and no further action shall be necessary on the part of the Board.

7. Form of Bond. The Bond shall be in substantially the form on file with the County Administrator, with such variations, insertions, or deletions as may be approved by the Chairman and the County Administrator, either of whom may act. There may be endorsed on the Bond such legend or text as may be necessary or appropriate to conform to any applicable rules and regulations of any governmental authority or any usage or requirement of law with respect thereto.

8. Evidence of Approval. The Chairman's and the County Administrator's approval or determination of all of the details and provisions of the Bond that they have been authorized and/or directed to approve under this Resolution shall be evidenced conclusively by the execution and delivery of the Bond on the County's behalf.

9. Execution and Delivery of the Bond. The Chairman and the County Administrator are authorized and directed to execute the Bond and the Clerk of the Board (the "Clerk") is authorized and directed to affix the seal of the County thereon and to attest such seal. Such officers are further authorized and directed to deliver the Bond to or at the direction of VRA upon payment of the purchase price set forth in the Financing Agreement.

10. Registration, Transfer and Exchange. The Clerk is hereby appointed as the County's registrar and transfer agent to keep books for the registration and transfer of the Bond and to make such registrations and transfers under such reasonable regulations as the Board may prescribe.

Upon surrender for transfer or exchange of the Bond at the office of the Clerk, the County shall execute and deliver in the name of the transferee or transferees a new Bond in a principal amount equal to the Bond surrendered and of the same form and maturity and bearing interest at the same rate or rates as the Bond surrendered, subject in each case to such reasonable regulations as the Board may prescribe. If presented for transfer, exchange, redemption or payment, the Bond shall be accompanied by a written instrument or instruments of transfer or authorization for exchange, in form and substance reasonably satisfactory to the Clerk, duly executed by the registered owner or by his or her duly authorized attorney-in-fact or legal representative. No Bond may be registered to bearer.

A new Bond delivered upon any transfer or exchange shall be a valid limited obligation of the County, evidencing the same debt as the Bond surrendered and shall be secured by and entitled to all of the security and benefits of this Resolution and the Financing Agreement to the same extent as the Bond surrendered.

11. Charges for Exchange or Transfer. No charge shall be made for any exchange or transfer of a Bond, but the Clerk may require payment by the registered owner of the Bond of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto.

12. Mutilated, Lost, Stolen or Destroyed Bond. If a Bond has been mutilated, lost, stolen or destroyed, the County shall execute and deliver a new Bond of like date and tenor in exchange and substitution for, and upon delivery to the Clerk and cancellation of, such mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond; provided, however, that the County shall execute, authenticate and deliver a new Bond only if the registered owner thereof has paid the reasonable expenses and charges of the County in connection therewith and, in the case of a lost, stolen or destroyed Bond (i) has filed with the Clerk evidence satisfactory to him or her that such Bond was lost, stolen or destroyed and that the holder of the Bond was the registered owner thereof and (ii) has furnished to the County indemnity satisfactory to the Clerk. If the Bond has matured, instead of issuing a new Bond, the County may pay the same without surrender thereof upon receipt of the aforesaid evidence and indemnity.

13. Disclosure Documents. The County authorizes and consents to the inclusion of information with respect to the County to be contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both prepared in connection with the sale of the VRA Bonds, a portion of the proceeds of which will be used to purchase the Bond. If appropriate, such disclosure documents shall be distributed in such manner and at such times as any of them shall determine.

The County Administrator is authorized and directed to take whatever actions are necessary and/or appropriate to aid VRA in ensuring compliance with Securities and Exchange Commission Rule 15c2-12.

14. Tax Documents. The County Administrator and the Director of Finance, either of whom may act, are authorized to execute a Nonarbitrage Certificate and Tax Compliance Agreement or any related document (the "Tax Documents") setting forth the expected use and investment of the proceeds of the Bond and containing such covenants as may be necessary in order for the VRA Bonds to comply with the provisions of the Internal Revenue Code of 1986, as amended (the "Tax Code"), including the provisions of Section 148 of the Tax Code and applicable regulations relating to "arbitrage bonds." The County covenants that the proceeds from the issuance and sale of the Bond will be invested and expended as set forth in the Tax Documents, to be delivered simultaneously with the issuance and delivery of the Bond and that the County shall comply with the other covenants and representations contained therein.

15. SNAP Investment Authorization. The County has heretofore received and reviewed the Information Statement describing the State Non-Arbitrage Program of the Commonwealth ("SNAP") and the Contract Creating the State Non-Arbitrage Program Pool I (the "Contract"), and the County has determined to authorize the Chief Financial Officer and the Treasurer to utilize SNAP in connection with the investment of the proceeds of the Bond, if the Chief Financial Officer or the Treasurer, either of whom may act, determines that the utilization of SNAP is in the best interest of the County. The County acknowledges the Treasury Board of the Commonwealth is not, and shall not be, in any way liable to the County in connection with SNAP, except as otherwise provided in the Contract.

16. Redemption of Prior Bonds. The Director of Finance is authorized and directed to take all proper steps to call for redemption such portions of the Prior Bonds as shall be refunded on the date the Bond is issued and to prepare and deliver any such notices and correspondence necessary therefor

17. Escrow Agreement. If needed, the County Administrator is authorized and directed to execute an escrow agreement (the "Escrow Agreement") between the County, an escrow agent (the "Escrow Agent") to be selected by the County Administrator, and such other parties as may be necessary, for purposes of providing for the redemption and defeasance of the refunded portion of the Prior Bonds.

The Escrow Agreement shall be in a form approved by the County Administrator, in collaboration with the County's bond counsel, the execution thereof by the County Administrator to constitute conclusive evidence of the County Administrator's approval of the Escrow Agreement.

18. Further Actions; Authorized Representations. All officers and agents of the Board and the County are authorized and directed to take such further actions in conformity with the purpose and intent of this Resolution as may be necessary or appropriate in connection with the issuance and sale of the Bond, and the execution, delivery and performance of the Financing Agreement, including the execution and delivery on behalf of the County of such instruments, documents or certificates as necessary or appropriate to carry out the transactions contemplated by this Resolution. All actions previously taken by such officers and agents in connection with the issuance and sale of the Bond are ratified and confirmed. The County Administrator is designated the County's Authorized Representative for purposes of the Financing Agreement.

19. Filing of Resolution. The County Attorney is authorized and directed to file a certified copy of this Resolution with the Circuit Court of Stafford County pursuant to Sections 15.2-2607 and 15.2-2627 of the Virginia Code.

20. Repeal of Conflicting Resolutions. All resolutions are repealed to the extent they are inconsistent with this Resolution.

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

CDB:nc:jae

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, George L. Gordon, Jr., Government Center, Stafford, Virginia, on the 20th day of September, 2016:

MEMBERS:

Robert "Bob" Thomas, Jr., Chairman
Laura A. Sellers, Vice Chairman
Meg Bohmke
Jack R. Cavalier
Wendy E. Maurer
Paul V. Milde, III
Gary F. Snellings

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF STAFFORD, VIRGINIA, APPROVING THE REFUNDING OF AMOUNTS PAYABLE UNDER A 2008 FINANCING LEASE WITH THE VIRGINIA RESOURCES AUTHORITY, AND SETTING FORTH THE FORM, DETAILS AND PROVISIONS FOR THE PAYMENT THEREOF

WHEREAS, the County of Stafford, Virginia, a political subdivision of the Commonwealth of Virginia (the "County"), entered into a Financing Lease dated as of June 1, 2008 (the "Financing Lease"), with Virginia Resources Authority ("VRA") in order to finance certain improvements and repairs to the Hidden Lake Dam, and VRA acquired the Financing Lease pursuant to a Local Lease Acquisition Agreement dated as of June 5, 2008, between VRA and the County; and

WHEREAS, VRA acquired the Financing Lease with the proceeds of its Infrastructure Revenue Bonds (Virginia Pooled Financing Program Bonds) Senior and Subordinate Series 2008A (Non-AMT) (the "VRA VPFP Bonds"); and

WHEREAS, the County entered into a Prime Lease dated as of June 1, 2008 (the "Prime Lease"), with VRA wherein VRA acquired a leasehold interest in certain real estate and improvements more particularly described on Exhibit A to the Prime Lease; and

WHEREAS, VRA has informed the County that the credit markets are currently favorable for the refunding of a portion of the VRA VPFP Bonds associated with the Financing Lease (the "Refunding Transaction"), which may enable VRA to pass on annual debt service savings to the County; and

WHEREAS, VRA will accomplish the Refunding Transaction through the issuance and sale of a series of refunding bonds issued under VRA's Virginia Pooled Financing Program (the "VRA Bonds"); and

WHEREAS, VRA has indicated that if the County participates in the Refunding Transaction, modifications will be required to some of the terms of the Financing Lease, including without limitation, to reconcile the Rental Payments and redemption provisions of the Financing Lease with the debt service payments and redemption provisions of the VRA Bonds and such modifications will be embodied in amendments to the Financing Lease and the Prime Lease, or in replacements thereof, or both (all as may be required by VRA) (the "Local Refunding Documents"); and

WHEREAS, the County's participation in the Refunding Transaction is expected to result in a minimum aggregate net present value debt service savings of not less than 3.00% of the principal portion of the Rental Payments to be refunded (the "Targeted Savings"); and

WHEREAS, the Local Refunding Documents will provide that the terms of the Bond may not exceed the parameters set forth below in paragraph 3; and

WHEREAS, unless otherwise defined, each capitalized term used in this Resolution shall have the meaning given it in the Financing Lease;

NOW, THEREFORE BE IT RESOLVED, by the Stafford County Board of Supervisors on this the 20th day of September, 2016, that:

1. Agreement to Participate. The Board of Supervisors of the County (the "Board") has determined it to be advisable, necessary and in the best interests of the public health, safety and welfare of the residents of the County to participate in the Refunding Transaction. The County's participation in the Refunding Transaction is hereby approved provided that (i) the Refunding Transaction results in savings of at least the Targeted Savings, (ii) the Refunding Transaction generates savings to the County in each fiscal year and (iii) the term of the Financing Lease as amended or replaced, or both, in the Refunding Transaction shall not be extended past the end of the last fiscal year in which a payment under the Financing Lease is due.

2. Approval of Local Refunding Documents. The Chairman of the Board (the "Chairman") and the Interim County Administrator (County Administrator), either of whom may act, are hereby authorized to execute and deliver the Local Refunding Documents in such form as will reflect and facilitate the Refunding Transaction within the parameters and intent of this Resolution, and such other documents and certificates as such officer may consider necessary in connection therewith.

The Clerk to the Board is authorized to affix the County's seal on any such documents and attest or counter-sign the same.

The actions of the Chairman and the County Administrator in accepting the final terms of the Local Refunding Documents shall be conclusive, and no further action shall be necessary on the part of the Board.

3. Evidence of Approval. The Chairman's and the County Administrator's approval or determination of all of the details and provisions of the Local Refunding Documents, and such other documents and certificates as such officer may consider necessary in connection therewith, that they have been authorized and/or directed to approve under this Resolution, shall be evidenced conclusively by the execution and delivery of the Local Refunding Documents on the County's behalf.

4. Disclosure Documents. The County authorizes and consents to the inclusion of information with respect to the County to be contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both prepared in connection with the sale of the VRA Bonds, a portion of the proceeds of which will be used to purchase the bonds associated with the Local Refunding Documents. If appropriate, such disclosure documents shall be distributed in such manner and at such times as any of them shall determine. The County Administrator is authorized and directed to take whatever actions are necessary and/or appropriate to aid VRA in ensuring compliance with Securities and Exchange Commission Rule 15c2-12.

5. Tax Documents. The County Administrator and the Director of Finance, either of whom may act, are authorized to execute a Nonarbitrage Certificate and Tax Compliance Agreement or any related document (the "Tax Documents") setting forth the expected use and investment of the proceeds of the VRA Bonds and containing such covenants as may be necessary in order for the VRA Bonds to comply with the provisions of the Internal Revenue Code of 1986, as amended (the "Tax Code"), including the provisions of Section 148 of the Tax Code and applicable regulations relating to "arbitrage bonds." The County covenants that the proceeds from the issuance and sale of the VRA Bonds will be invested and expended as set forth in the Tax Documents, to be delivered simultaneously with the issuance and delivery of the Local Refunding Documents and that the County shall comply with the other covenants and representations contained therein.

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

7. SNAP Investment Authorization. The County has heretofore received and reviewed the Information Statement describing the State Non-Arbitrage Program of the Commonwealth ("SNAP") and the Contract Creating the State Non-Arbitrage Program Pool I (the "Contract"), and the County has determined to authorize the Chief Financial Officer and the Treasurer to utilize SNAP in connection with the investment of the proceeds of the VRA Bonds, if the Chief Financial Officer or the Treasurer, either of whom may act, determines that the utilization of SNAP is in the best interest of the County. The County acknowledges the Treasury Board of the Commonwealth is not, and shall not be, in any way liable to the County in connection with SNAP, except as otherwise provided in the Contract.

8. Further Actions; Authorized Representations. All officers and agents of the Board and the County are authorized and directed to take such further actions in conformity with the purpose and intent of this Resolution as may be necessary or appropriate in connection with the refunding of all or a portion of the Financing Lease and the consummation of the Refunding Transaction, including the execution and delivery on behalf of the County of such instruments, documents or certificates as necessary or appropriate to carry out the transactions contemplated by this Resolution. All actions previously taken by such officers and agents in connection with the refunding of all or a portion of the Financing Lease and the consummation of the Refunding Transaction are ratified and confirmed. The County Administrator is designated the County's Authorized Representative for purposes of the Local Refunding Documents.

9. Repeal of Conflicting Resolutions. All resolutions are repealed to the extent they are inconsistent with this Resolution.

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