

**TOWN OF ST. FRANCISVILLE, STATE OF LOUISIANA**

The following Resolution was offered by Andrew D'Aquila and seconded by Al Lemoine :

**RESOLUTION 2022-5**

A RESOLUTION INDICATING THE INTENTION OF THE TOWN OF ST. FRANCISVILLE, STATE OF LOUISIANA, TO PROCEED WITH A FINANCING IN AN AMOUNT NOT TO EXCEED FIVE MILLION TWO HUNDRED FIFTY THOUSAND DOLLARS (\$5,250,000), THROUGH THE LOUISIANA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES AND COMMUNITY DEVELOPMENT AUTHORITY (THE "AUTHORITY"); REQUESTING THE AUTHORITY TO ISSUE ITS NOT TO EXCEED \$5,250,000 REVENUE BONDS (TOWN OF ST. FRANCISVILLE SEWER PROJECT), SERIES 2022, AND AUTHORIZING THE BORROWING BY THE TOWN OF ST. FRANCISVILLE FROM THE SALE THEREOF FOR THE PURPOSE OF PROVIDING SUFFICIENT FUNDS TO (I) CONSTRUCT, ACQUIRE, EXTEND, EXPAND, IMPROVE, MAINTAIN, OPERATE, AND DECOMMISSION SEWERAGE FACILITIES (INCLUDING BUT NOT BEING LIMITED TO SEWERAGE TREATMENT FACILITIES) SERVING THE TOWN OF ST. FRANCISVILLE, AND ACQUIRE IMMOVABLE PROPERTY, SERVITUDES, AND EQUIPMENT RELATED THERETO, (II) FUND A DEBT SERVICE RESERVE FUND, IF NECESSARY, AND (III) TO PAY THE COSTS OF ISSUANCE OF THE BONDS; AND PROVIDING FOR OTHER MATTERS WITH RESPECT THERETO.

**WHEREAS**, Chapter 10-D of Title 33 of the Louisiana Revised Statutes of 1950, as amended, comprised of La. R.S. 33:4548.1 through 33:4548.16, inclusive, is known as the Louisiana Local Government Environmental Facilities and Community Development Authority Act (the "**LCDA Act**"); and

**WHEREAS**, it is the purpose of the Louisiana Local Government Environmental Facilities and Community Development Authority (the "**Authority**") to encourage public infrastructure and public works of all types, and to assist political subdivisions in such financing needs; and

**WHEREAS**, the Town of St. Francisville, State of Louisiana (the "**Town**") is a participating political subdivision of the Authority in accordance with the LCDA Act; and

**WHEREAS**, pursuant to a resolution adopted by the Town on July 28, 2020, and in conformity with notices to voters published on October 7, 2020, October 14, 2020, October 21, 2020 and October 28, 2020, in the *St. Francisville Democrat*, there was held within the geographical boundaries of the Town on Saturday, December 5, 2020, a special election at which there was submitted to the qualified electors entitled to vote thereon the following proposition (the "**Election**"):

## PROPOSITION

Shall the Town of St. Francisville, State of Louisiana (“Town”) be authorized to levy and collect for 15 years, beginning April 1, 2021, a 1/2% tax (an estimated \$500,000 is reasonably expected to be collected from the levy of the tax for an entire year) (“Tax”), upon the sale at retail, the use, the lease or rental, the consumption and the storage for use or consumption, of tangible personal property and on sales of services in the Town, with net proceeds of the Tax (after paying reasonable and necessary costs and expenses of collecting and administering the Tax), to be dedicated for the following public purposes: (i) constructing, acquiring, extending, expanding, improving, maintaining, operating, and decommissioning sewerage facilities (including but not being limited to sewerage treatment facilities) serving the Town, and acquiring immovable property, servitudes, and equipment related thereto; and shall the Town be further authorized to fund the proceeds of the Tax into bonds for any of said capital improvements, as permitted by the laws of Louisiana?

**WHEREAS**, pursuant to said resolution and notices of said Election, the Town did meet on January 12, 2021, in open and public session, and did canvass the returns of the Election and did declare the Election to have resulted in favor of said proposition.

**WHEREAS**, pursuant to Ordinance 2021-1, the Town did meet on January 26, 2021, in open and public session, and adopt said ordinance authorizing the levy collection of the one-half of one percent (1/2%) tax (the “*Tax*”) approved at the Election; and

**WHEREAS**, the Mayor and the Board of Alderman of the Town of St. Francisville, State of Louisiana, have determined that it is in the best interest of the Town to request the Authority to proceed with the issuance of the Authority’s not to exceed \$5,250,000 Revenue Bonds (Town of St. Francisville Sewer Project), Series 2022, the proceeds of which shall be loaned by the Authority to the Town (the “*Loan*”) pursuant to the provisions of a Loan Agreement by and between the Authority and the Town (the “*Loan Agreement*”), with such Loan proceeds being used by the Town entirely and exclusively for the purpose of providing sufficient funds to (i) construct, acquire, extend, expand, improve, maintain, operate, and decommission sewerage facilities (including but not being limited to sewerage treatment facilities) serving the Town of St. Francisville, and acquire immovable property, servitudes, and equipment related thereto, (ii) fund a debt service reserve fund, if necessary, and (iii) to pay the costs of issuance of the bonds (the “*Project*”); and

**WHEREAS**, United States Treasury Regulations (the “*Regulations*”) require that the issuer of tax exempt bonds evidence “official intent” towards the issuance of such bonds within the meaning of the Internal Revenue Code of 1986, as amended (the “*Code*”) and the Regulations promulgated thereunder before reimbursing the Town for any prior or subsequent expenditures in connection with the Project from the proceeds of a portion of the Bonds to be used for the Project in accordance with the provisions of the Code and the Regulations promulgated thereunder for such reimbursement to be deemed an expenditure of bond proceeds.

**NOW, THEREFORE, BE IT RESOLVED** by the Mayor and Board of Alderman of the Town of St. Francisville, State of Louisiana, acting as the governing authority thereof, State of Louisiana (the “*Governing Authority*”), that:

**SECTION 1.** The Town hereby requests the Authority to authorize, issue and deliver the Authority’s Revenue Bonds (Town of St. Francisville Sewer Project), Series 2022, in one or more series (the “*Bonds*”), in an aggregate principal amount not to exceed Five Million Two Hundred Fifty Thousand Dollars (\$5,250,000), the proceeds of which shall be loaned by the Authority to the Town and used by the Town entirely and exclusively for the purposes of (i) funding the Project; (ii) funding a reserve fund, if necessary; and (iii) paying the costs of issuance of the Bonds.

**SECTION 2.** The Town will make the required Loan payments pursuant to the Loan Agreement from Lawfully Available Funds of the Town. “*Lawfully Available Funds*” shall mean, collectively, the funds, income, revenues, fees, receipts or charges of any nature and from any source whatsoever on deposit with or accruing from time to time to the Town, including specifically the proceeds of the herein defined Tax, provided that no such funds, income, revenue, fees, receipts or charges shall be so included in this definition which have been or are in the future legally dedicated and required for other purposes by the electorate, by the terms of specific grants, by the terms of particular obligations issued or to be issued (to the extent pledged or budgeted to pay debt service on such other obligations) or by operation of law, and provided further that neither the full faith and credit of the Town nor any specific tax of the Town, except for the Tax, is pledged and there is no obligation to levy or increase taxes or other sources of revenue above any legal limits applicable to the Town from time to time

**SECTION 3.** The Bonds shall mature not later than fourteen (14) years from the date of their issuance and shall bear interest at a fixed or rates of interest not to exceed four (4%) percent *per annum*.

**SECTION 4.** The Authority is hereby requested to take all actions necessary to issue and sell the Bonds, including, but not limited to, hiring the firm of Butler Snow LLP, as bond counsel (“*Bond Counsel*”), in connection with the issuance of the Bonds, making application to the State Bond Commission for approval of the Bonds and taking all other action necessary or appropriate in connection therewith. The fee for bond counsel services to be paid to Bond Counsel from Bond proceeds shall be (a) an aggregate amount equal to or less than the Attorney General’s then current Bond Counsel Fee Schedule and other guidelines, as negotiated, for comprehensive, legal and coordinate professional work in the issuance of revenue bonds applied to the actual aggregate principal amount issue, sold, delivered and paid for at the time such Bonds are delivered, together with the reimbursement of out-of-pocket expenses incurred and advanced in connection with the issuance of the Bonds, and (b) an hourly rate for legal work related to services not traditionally provided by bond counsel, if any, equal to or less than the Attorney General’s maximum hourly rates, as negotiated, together with the reimbursement of out-of-pocket expenses incurred and advanced in connection with the issuance of the Bonds, said fee to be payable out of Bond proceeds subject to the Attorney General’s written approval of said employment and fee as required by the LCDA Act.

**SECTION 5.** The Town has determined that a real necessity exists for the employment of an Independent Registered Municipal Advisor to the Town in connection with the loan authorized herein and therefore the firm of Government Consultants, Inc. is hereby hired by the Town to advise them in connection therewith. The fee to be paid for such services shall be in an amount agreed upon by the Town.

**SECTION 6.** The Mayor, Chairman of the Board of Alderman and/or Town Clerk of the Governing Authority are hereby authorized, empowered and directed to execute such documents, certificates and instruments as are deemed necessary to effect the transactions contemplated by this Resolution.

**SECTION 7.** Prior to issuance of the Bonds, the Town anticipates that it may pay a portion of the costs of the Project from other available funds of the Town. Upon issuance of the Bonds, the Town reasonably expects to reimburse said expenditures from the proceeds of the Bonds. Any such allocation of the proceeds of the Bonds for reimbursement will be made with respect to the capital expenditures (as defined in Treasury Regulation 1.150-1(h) and will be made upon the delivery of the Bonds and not later than eighteen (18) months after the date of (i) the date such expenditure was made or (ii) the date improvements were placed in service. This Resolution is intended to be a declaration of intent to reimburse in accordance with the provisions of the Treasury Regulation 1.150-2.

**SECTION 8.** By virtue of the Authority's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's (the "**Commission**") approval, the Town hereby resolves that it understands and agrees that such approval is expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "*State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.*", adopted by the Commission on July 20, 2006 (the "**Policy**"), as to the borrowing and other matters subject to the approval, including subsequent application and approval under said Policy of the implementation or use of any swap or other products or enhancements covered thereby.

**SECTION 9.** A copy of this Resolution shall be published immediately after its adoption in one (1) issue of the Town's official journal. For a period of thirty (30) days from the date of such publication, any person in interest shall have the right to contest the legality of this Resolution and of the Bonds to be issued pursuant hereto and the provisions hereof securing the Bonds. After the expiration of said thirty (30) days, no one shall have any right to contest the validity of the Bonds or the provisions of this Resolution, and the Bonds shall be conclusively presumed to be legal and no court shall thereafter have the authority to inquire into such matters.

**SECTION 10.** This Resolution shall become effective immediately.

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This Resolution having been submitted to a vote, the vote thereon was as follows:

YEAS: Abby T. Cochran, Andrew D'Aquilla, James R. Leake, Al Lemoine & Gigi Robertson

NAYS: none

ABSENT: none

ABSTAIN: none

WHEREUPON, this Resolution was declared to be adopted by the Governing Authority on this 22<sup>nd</sup> day of February, 2022.

By: Shannon Sturgeon, Town Clerk

By: Robert P. Leake, Mayor

STATE OF LOUISIANA

PARISH OF WEST FELICIANA

I, the undersigned Clerk of the Board of Aldermen of the Town of St. Francisville, State of Louisiana (the “**Governing Authority**”), the governing authority of the Town of St. Francisville, State of Louisiana, do hereby certify that the foregoing constitutes a true and correct copy of a resolution adopted by the Governing Authority on February 22, 2022, indicating the intention of the Town of St. Francisville, State of Louisiana, to proceed with a financing in an amount not to exceed Five Million Two Hundred Fifty Thousand Dollars (\$5,250,000) through the Louisiana Local Government Environmental Facilities and Community Development Authority (the “Authority”); requesting the Authority to issue its not to exceed \$5,250,000 Revenue Bonds (Town of St. Francisville Sewer Project), Series 2022, and authorizing the borrowing by the Town of St. Francisville from the sale thereof for the purpose of providing sufficient funds to (i) construct, acquire, extend expand, improve, maintain, operate, and decommission sewerage facilities (including but not being limited to sewerage treatment facilities) serving the Town of St. Francisville, and acquire immovable property, servitudes, and equipment related thereto, (ii) fund a debt service reserve fund, if necessary, and (iii) to pay the costs of issuance of the bonds; and providing for other matters with respect thereto.

I further certify that this Resolution has not been amended or rescinded.

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of said Town of St. Francisville, State of Louisiana on this 22<sup>nd</sup> day of February, 2022.

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Shannon Sturgeon, Town Clerk

[SEAL]