

Minutes Randolph County Commissioners

January 24, 2000

The Randolph County Board of Commissioners met in special session at 6:00 p.m. in the Commissioners Meeting Room, County Office Building, 725 McDowell Road, Asheboro, NC. Commissioners Kemp, Frye, Davis, and Holmes were present. The purpose of the meeting was to consider issues related to the 2000 Series of Certificates of Participation.

Change March and April Meeting Dates

On motion of Frye, seconded by Holmes, the Board unanimously agreed to change their March meeting from March 6 to March 13 (because of NACo Legislative Goals Conference) and the April meeting from April 3 to April 10 (because of the COPS pre-closing in Charlotte on April 3 that requires the attendance of the Chairman, County Manager, Clerk to the Board, and County Attorney).

Public Hearing on Series 2000 Certificates of participation

Chairman Kemp announced that this was the hour, day and place fixed for the public hearing for the purposes of (1) considering whether the Board of Commissioners for the County (the "Board") should approve a proposed installment financing agreement and certain related documents under which the county would obtain financing pursuant to Section 160A-20 of the North Carolina General Statutes, as amended, for a portion of various projects consisting of (a) the construction and equipping of an emergency services training facility to be used for the training of law enforcement and emergency services personnel and career and volunteer firefighters on land which is now owned by the Trustees of Randolph Community College (the "Community College Project"), (b) the acquisition, construction and equipping of an addition to the existing courthouse, the renovation of a portion of the existing courthouse and the demolition of three existing buildings on the site of the courthouse in order to provide for additional parking and landscaping (the "Courthouse Project"), and (c) the improvement, renovation and equipping of existing school facilities, including Archdale Elementary School, Charles W. McCrary Elementary School, Guy B. Teachey Elementary School and South Asheboro Middle School, the construction and equipping of additional school facilities, including two elementary schools and a middle school, and miscellaneous capital improvements to school facilities (the "School Projects" and collectively with the Community College Project and the Courthouse Project, the "Project"), as described in the notice of public hearing that was published in The Randolph Guide on January 12, 2000, and under which the County would secure the repayment by it of moneys advanced pursuant to such installment financing agreement by granting a security interest in a portion of the Project and certain related property and (2) considering whether the County should acquire real property included in the community College Project and some or all of the real property included in the School Projects, as described in the notice of public hearing that was published in The Randolph Guide on January 12, 2000.

Frank Willis, County Manager/Finance Officer, then described the Project as currently proposed, totaling \$52,400,000:

Randolph Community College

Emergency Training Facility - \$3,100,000

Randolph County

New Courthouse and Renovations - \$10,200,000 (plus \$4,660,000 from other sources)

Asheboro City Schools - \$5,300,000

Charles W. McCrary Elementary, new classrooms and multipurpose areas - \$1,300,000 (plus

\$1,000,000 from other sources)

Guy B. Teachey Elementary, new classrooms - \$1,330,000

South Asheboro Middle, new classrooms, science lab, and new media center - \$2,670,000

Randolph County Schools - \$33,800,000

Hopewell Elementary, new school - \$9,500,000

Southmont Elementary, new school - \$9,300,000

Uwharrie Middle, new school- \$12,000,000

Archdale Elementary, renovations and expansion - \$3,00,000

Mr. Willis then presented the following documents:

1. a draft of the form of Installment Financing Agreement to be dated on or about March 1, 2000 (the "Contract") between the County and the Randolph County Public Facilities Corporation (the "Corporation");
2. a draft of the form of Deed of Trust to be dated on or about March 1, 2000 (the "Deed of Trust"), from the County to a trustee for the benefit of the Corporation;
3. a draft of the form of Trust Agreement to be dated on or about March 1, 2000 (the "Indenture") between the Corporation and First Union National Bank, as trustee (the "Trustee");
4. a draft of the Lease to be dated on or about March 1, 2000 (the "Community College Lease") between the County and the Board of Trustees;
5. a draft of the Administrative Agreement to be dated on or about March 1, 2000 (the "Community College Administrative Agreement") between the Board of Trustees and the County;
6. a draft of the Lease to be dated on or about March 1, 2000 (the "School Lease") between the County and the Board of Education;
7. a draft of the Administrative Agreement to be dated on or about March 1, 2000 (the "School Administrative Agreement") between the Board of Education and the County;
8. a draft of the form of Preliminary Official Statement to be dated on or about March 2, 2000 (the "Preliminary Official Statement") relating to Certificates of Participation in revenues to be received by the Corporation under the Contract (the "Certificates");
9. a draft of the form of the Contract of Purchase to be dated on or about March 16, 2000 (the "Purchase Contract") among Wachovia Securities, Inc., A.G. Edwards and Scott & Stringfellow, Inc., trading as BB&T Capital Markets (collectively, the "Underwriters") and the Corporation; and
10. a draft of the form of the Letter of Representation to be dated on or about March 16, 2000 (the "Letter of Representation") from the County to the Underwriters.

Mr. Willis also described the real property included in the Community College Project and the School Projects and the need for the County to acquire (1) the land on which the Community College Project is located and the improvements thereon and (2) some or all of the land on which the School Projects and the improvements thereon are located. He said that in a financing done pursuant to Section 160A-20 of the N.C. General Statutes, real property that is owned by the County is used as security for the certificate holders. It is anticipated that the following real property will be used as security: Uwharrie Middle School, Hopewell Elementary School, Southmont Elementary School, Emergency Services Training Facility, part of the Courthouse property, and South Asheboro Middle School, if needed. Randolph County, as part of this financing, will acquire the real property listed above from the Randolph Community College, the Randolph County Board of Education, and (if needed) the Asheboro City Board of Education. The County will then lease these properties back to the original owners. When all the Certificates of Participation are paid, the original owners will repurchase the property from the County.

Chairman Kemp then announced that the Board would immediately hear anyone who might wish to be heard on such matters. No one spoke. Alice Dawson, Clerk to the Board, announced that no written statements related to such matters had been received. Chairman Kemp announced that the public hearing was closed.

*Thereupon Commissioner Frye introduced a resolution (ATTACHED) entitled **RESOLUTION (1) AUTHORIZING THE FILING OF AN APPLICATION FOR APPROVAL OF AN INSTALLMENT FINANCING AGREEMENT AUTHORIZED BY SECTION 160A-20 OF THE NORTH CAROLINA GENERAL STATUTES, (2) APPROVING THE ACQUISITION OF REAL PROPERTY TO BE USED BY THE BOARD OF TRUSTEES OF RANDOLPH COMMUNITY COLLEGE AND THE RANDOLPH COUNTY BOARD OF EDUCATION AND (3) APPROVING AN INSTALLMENT FINANCING AND AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS IN CONNECTION THEREWITH**, which was read by title, and moved it be adopted. Commissioner Davis seconded the motion and the motion was unanimously adopted.*

The meeting adjourned at 6:15 p.m.

Phil Kemp, Chairman

Darrell L. Frye

J. Harold Holmes

Robert B. Davis

Alice D. Dawson, Clerk to the Board