

Stokes County

Finance Department

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TO: Board of County Commissioners

FROM: Julia E. Edwards, Finance Director

DATE: August 19, 2020

RE: Resolution for Installment Financing Contract and Deed of Trust

Attached is the resolution approving an installment financing contract and deed of trust for the Walnut Cove EMS Station and Maintenance Building. Please approve the resolution in the consent agenda.

If you have any questions, please contact me.

EXTRACTS FROM MINUTES OF THE BOARD OF COMMISSIONERS

A regular meeting of the Board of Commissioners of the County of Stokes, North Carolina, was duly held on August 24, 2020 at 6:00 p.m. in the Commissioners' Chambers on the 2nd Floor of the Ronald Wilson Reagan Memorial Building (Administration Building) located at 1014 Main Street, Danbury, North Carolina 27016. Chairman Andy Nickelston presiding.

The following members were present:

The following members were absent:

_____ presented the following resolution, copies of which having been made available to the Board of Commissioners, for adoption:

RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF STOKES, NORTH CAROLINA, APPROVING AN INSTALLMENT FINANCING CONTRACT AND A DEED OF TRUST WITH RESPECT THERETO AND DELIVERY THEREOF AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS

WHEREAS, the County of Stokes, North Carolina (the "*County*") is a validly existing political subdivision of the State of North Carolina, existing as such under and by virtue of the Constitution, statutes and laws of the State of North Carolina (the "*State*");

WHEREAS, the County has the power, pursuant to the General Statutes of North Carolina to (1) purchase real and personal property, (2) enter into installment financing contracts in order to finance the purchase of real and personal property used, or to be used, for public purposes, and (3) finance the construction of fixtures or improvements on real property by contracts that create in the fixtures or improvements and in the real property on which such fixtures or improvements are located a security interest to secure repayment of money advanced or made available for such construction;

WHEREAS, the Board of Commissioners of the County of Stokes, North Carolina (the "*Board*"), has previously determined that it was in the best interest of the County to (a) enter into an installment financing contract (the "*Contract*") with Truist Bank (the "*Bank*") in order to obtain sufficient funds to construct (i) a new Emergency Medical Services Station (the "*EMS Station*") in the County, and (ii) a new Maintenance Facility in the County (collectively, the "*Project*") and (b) to enter into a deed of trust, security agreement and fixture filing (the "*Deed of Trust*") related to the County's fee simple interest in the real property on which the EMS Station will be located (the "*Mortgaged Property*") that will provide security for the County's obligations under the Contract;

WHEREAS, the Board previously conducted a public hearing with respect to the Project to receive public comments on the proposed financing, the Contract, and the Deed of Trust, and the County has filed an application with the LGC for approval of the LGC with respect to the County entering into the Contract;

WHEREAS, there has been presented to the Board the forms of the Contract and the Deed of Trust (collectively, the "Instruments"), copies of which are attached hereto, which the County proposes to approve, enter into and deliver, as applicable, to effectuate the proposed financing at a fixed rate of interest and for a maximum principal amount of \$1,265,000, all as further specified in the Instruments;

WHEREAS, it appears that each of the Instruments is in appropriate form and is an appropriate instrument for the purposes intended;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF STOKES, NORTH CAROLINA, AS FOLLOWS:

Section 1. Ratification of Prior Actions. All actions of the County, the County Manager, the Finance Director of the County, and the Clerk to the Board and their respective designees in effectuating the proposed financing are hereby approved, ratified and authorized pursuant to and in accordance with the transactions contemplated by the Instruments.

Section 2. Approval, Authorization and Execution of Instruments. The County hereby approves the financing of the Project in accordance with the terms of the Contract, which will be a valid, legal and binding obligation of the County in accordance with its terms. The County hereby approves the amount advanced by the Bank to the County pursuant to the Contract in an aggregate principal amount not to exceed \$1,265,000, such amount to be repaid by the County to the Bank as provided in the Contract. The form, terms and content of the Instruments are in all respects authorized, approved and confirmed, and the Chairman, the County Manager, the Finance Director of the County, and the Clerk to the Board or their respective designees are authorized, empowered and directed to execute and deliver the Instruments for and on behalf of the County, including necessary counterparts, in substantially the forms attached hereto, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of their approval of any and all such changes, modifications, additions or deletions, and that from and after the execution and delivery of the Instruments, the Chairman, the County Manager, the Finance Director of the County and the Clerk to the Board or their respective designees are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Instruments as executed.

Section 3. Repealer. All motions, orders, resolutions, ordinances and parts thereof in conflict herewith are hereby repealed.

Section 4. Severability. If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration does not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

Section 5. Effective Date. This Resolution is effective on the date of its adoption.

On motion of _____, seconded by _____, the foregoing resolution entitled: "**RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF STOKES, NORTH CAROLINA, APPROVING AN INSTALLMENT FINANCING CONTRACT AND A DEED OF**

TRUST WITH RESPECT THERETO AND DELIVERY THEREOF AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS” was duly adopted by the following vote:

AYES:

NAYS:

STATE OF NORTH CAROLINA)
) SS:
COUNTY OF STOKES)

I, SHANNON SHAVER, Clerk to the Board of Commissioners of the County of Stokes, North Carolina, ***DO HEREBY CERTIFY*** that the foregoing is a true and exact copy of a resolution entitled: **“RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF STOKES, NORTH CAROLINA, APPROVING AN INSTALLMENT FINANCING CONTRACT AND A DEED OF TRUST WITH RESPECT THERETO AND DELIVERY THEREOF AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS”** was adopted by the Board of Commissioners of the County of Stokes, North Carolina, at a meeting held on the 24th day of August, 2020.

WITNESS my hand and the corporate seal of the County of Stokes, North Carolina, this the 24th day of August, 2020.

(SEAL)

Shannon Shaver
Clerk to the Board of Commissioners
County of Stokes, North Carolina

OFFICE OF THE STOKES COUNTY ATTORNEY



MEMORANDUM OF APPROVAL


To: Julia Edwards

From: County Attorney, J. Tyrone Browder

Date: August 14, 2020

Re: Resolution approving Installment Financing, Installment Financing Contract, Deed of Trust and Closing Memorandum in connection with installment financing for the construction of a new EMS station and a new County Maintenance Facility

This memorandum serves as documentation that the above referenced documents have been approved as to form and legal sufficiency by the undersigned.



J. Tyrone Browder, Stokes County Attorney