

STATE OF INDIANA

BEFORE THE BOARD OF CLARK COUNTY COMMISSIONERS

RESOLUTION NO. 6-2020

**A RESOLUTION OF THE CLARK COUNTY, INDIANA BOARD OF COMMISSIONERS APPROVING THE FORM OF A LEASE WITH THE CLARK COUNTY JAIL HOLDING CORPORATION AND TAKING CERTAIN OTHER ACTIONS REGARDING THE LEASE AND THE ISSUANCE OF BONDS**

WHEREAS, Clark County, Indiana (the "County") and the Clark County Jail Holding Corporation (the "Corporation") have previously entered into a Lease, dated October 11, 1989, as amended by the Addendum to Lease, dated as of January 9, 1990, as further amended by the First Amendment to Lease, dated as of August 1, 1993, and as further amended by the Amendment No. 2 to Lease, dated as of November 20, 2003, each of which is between the Corporation (as assignee of the Clark County Detention Building Corporation (the "Detention Corporation")), as lessor, and the County, as lessee, concerning the lease of certain real property and improvements comprising the juvenile detention facility (collectively, the "Improvements Lease"); and

WHEREAS, the Corporation has previously entered a separate Lease, dated as of October 11, 1989, as amended by the Addendum to Lease, dated as of January 9, 1990, as further amended by the First Amendment to Lease, dated as of August 1, 1993, as further amended by the Amendment No. 2 to Lease, dated November 20, 2003, as further amended by Amendment No. 3 to Lease, dated December 29, 2006, as further amended by the Third Amendment to Lease, dated as of July 1, 2013, and as further amended by the Fifth Amendment to Lease dated as of November 21, 2013, each of which is between the Corporation (as assignee of the Detention Corporation), as lessor, and the County, as lessee, concerning the lease of certain real property and improvements comprising the jail facility (collectively, the "Jail Lease") (the Improvements Lease and the Jail Lease, collectively, the "Leases"); and

WHEREAS, the Corporation has previously entered in a Trust Indenture with JP Morgan Trust Company, National Association (as succeeded by The Bank of New York Mellon Trust Company, N.A.), dated as of December 1, 2003 (the "Original Indenture"), as supplemented and amended by the First Supplemental Trust Indenture, dated as of February 1, 2007 (the "First Supplemental Indenture"), as further supplemented and amended by the Second Supplemental Trust Indenture, dated as of July 1, 2013 (the "Second Supplemental Indenture"), as supplemented and amended by the Third Supplemental Trust Indenture, dated as of December 1, 2013 (the "Third Supplemental Indenture") (the Original Indenture, the First Supplemental Indenture, the Second Supplemental Indenture, and the Third Supplemental Indenture, collectively, the "Indenture"); and

WHEREAS, the Corporation issued its Lease Rental Revenue Bonds, Series 2007 (the "2007 Bonds"), in the original aggregate principal amount of Three Million One Hundred Thousand Dollars (\$3,100,000), pursuant to the Original Trust Indenture as supplemented by the

First Supplemental Trust Indenture, and the 2007 Bonds are secured by the lease rental payment payable by the County directly to the Corporation under the Leases; and

WHEREAS, the Corporation issued its Lease Rental Revenue Refunding Bonds, Series 2013 (the “2013 Refunding Bonds”), in the original aggregate principal amount of Thirteen Million Seven Hundred Thirty Thousand Dollars (\$13,730,000), pursuant to the Original Trust Indenture as supplemented and amended by the Second Supplemental Trust Indenture, and the 2013 Refunding Bonds are secured by the lease rental payments payable by the County directly to the Corporation under the Leases; and

WHEREAS, the Corporation issued its Lease Rental Revenue Bonds, Series 2013 (the “2013 Bonds” and, collectively, with the 2013 Refunding Bonds and the 2007 Bonds, the “Outstanding Bonds”), in the original aggregate principal amount of One Million Two Hundred Thousand Dollars (\$1,200,000), pursuant to the Original Trust Indenture, as supplemented and amended by the Third Supplemental Trust Indenture, and the 2013 Bonds are secured by the lease rental payments payable by the County directly to the Corporation under the Leases; and

WHEREAS, the Corporation has determined it to be beneficial to issue lease rental revenue and revenue refunding bonds (or such other designation as may be appropriate) (the “2020 Bonds”) to (a) reimburse certain expenditures, if any, that have been made by the County for the benefit of the Corporation; (b) provide for certain improvements to the jail facility and related facilities by the Corporation, including but not limited to the construction of two (2) boilers; (c) refund the Outstanding Bonds; (d) amend and restate the Indenture; (e) amend, restate, and consolidate the Leases to modify the payments; (f) fund a debt service reserve, if necessary; and (g) pay for all costs related to the issuance of the 2020 Bonds (collectively, the “Project”); and

WHEREAS, a petition signed by fifty (50) or more taxpayers of the County has been previously filed with the Board of Commissioners of the County (the “Board”) requesting that the County enter into a lease for the acquisition of the existing juvenile detention center, acquisition and renovation of the existing jail facility, and construction of an addition to the existing jail facility; and

WHEREAS, such petition has been carefully considered and investigations have been conducted by this Board; and

WHEREAS, the Board has previously determined a need for the Leases and procured the requisite petitions in connection therewith; and

WHEREAS, the Board desires to amend, restate and consolidate the Leases by approving the form of the Amended, Restated and Consolidated Lease (the “2020 Lease”), by and between the Corporation and County in substantially the form attached hereto as Exhibit A and approve the issuance of the 2020 Bonds to finance the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CLARK COUNTY, INDIANA, THAT:

Section 1. The proposed 2020 Lease with the Corporation, as lessor, provides for fair and reasonable rentals; the execution of the 2020 Lease is necessary and wise; service to be provided by the leased premises will serve the public purpose of the County and is in the best interests of its residents.

Section 2. Need exists for the Project, and the Project cannot be provided from any funds available to the County, and this Board shall proceed to take such steps as may be necessary to secure: (1) the acquisition of all or any portion of the Premises (as defined in the 2020 Lease) by the Corporation, if necessary, (2) the payment of all costs of the Project and all of the costs associated therewith by the Corporation and the County, and (3) the leasing of all or any portion of the Premises by the Corporation to the County as provided by Indiana Code 36-1-10, as amended, with a term not to exceed fifteen (15) years from the date the Bonds are issued, for an annual lease rental not to exceed \$2,500,000.

Section 3. It is hereby determined to be proper and in the public interest to ratify the incorporation of the Corporation for the purpose of financing, constructing, renovating, expanding and equipping certain County facilities and leasing the same to the County, including the Project. The Board hereby ratifies and approves the appointment of the following Directors of the Corporation:

President	Brian Lenfert
Vice President	Kevin Vissing
Secretary	Dennis Hill
Treasurer	Brian Jones
Member	<del>Monty</del> <sup>Jeremy</sup> Snelling

Section 4. The Corporation, being duly organized to conduct business, may issue, sell and deliver its 2020 Bonds, pursuant to the applicable laws of the State of Indiana, may encumber any real property or equipment acquired by it for the purpose of financing the Project and may enter into contracts for the sale of the Bonds and the acquisition, renovation and expansion of said facilities.

Section 5. The Board hereby authorizes the issuance of the 2020 Bonds by the Corporation. Upon the redemption or retirement of the 2020 Bonds to be issued by the Corporation in connection with the financing of the Project, the County will accept all or any portion of the Premises from the Corporation, as constructed, renovated and expanded, free and clear of all liens and encumbrances thereon, except as otherwise provided therefor in the 2020 Lease.

Section 6. The 2020 Lease, substantially in the form submitted at this meeting be, and hereby is, ratified and approved. Following the sale of the 2020 Bonds, the Board will be, and hereby is, authorized and directed to execute and deliver the 2020 Lease, with such changes to

the form thereof as the Board deems necessary or advisable, in the name and on behalf of the County, and the Auditor of the County (the "Auditor") will be, and hereby is, authorized and directed to attest such execution, and any such execution and delivery and any such attestation heretofore effected be, and hereby are, ratified and approved.

Section 7. A continuing disclosure undertaking agreement, to be dated as of the date the 2020 Bonds are issued (the "Undertaking"), executed by the County in favor of the holders of the 2020 Bonds, be, and hereby is, authorized and approved in a form and substance acceptable to the President of the Board. If necessary, the President or any other officer of the Board be, and hereby is, authorized and directed to execute and deliver the Undertaking, with such changes to the form thereof as such officer deems necessary or advisable, in the name and on behalf of the County, and the Auditor be, and hereby is, authorized and directed to attest such execution, and any such execution and delivery and any such attestation heretofore effected be, and hereby is, ratified and approved.

Section 8. The Auditor is directed to publish and post notice of execution and approval of the 2020 Lease as provided for herein as well as any other notices as required by law.

Section 9. The President, and any officer of the Board designated by the President and the Auditor and any other officer of the County be, and hereby are, authorized and directed to execute and deliver such documents and take such other actions as such officer deems necessary or desirable to effect the foregoing resolutions, and any such documents heretofore executed and delivered and any such other actions heretofore taken be, and hereby are, ratified and approved.

So RESOLVED this 3<sup>rd</sup> day of September, 2020.

Members voting "NO"

\_\_\_\_\_  
Jack Coffman, Commissioner

\_\_\_\_\_  
Connie Sellers, Commissioner

\_\_\_\_\_  
Bryan Glover, Commissioner

Attested by:

  
\_\_\_\_\_  
Danny Yost, Clark County Auditor

Members Voting "YES"

  
\_\_\_\_\_  
Jack Coffman, Commissioner

  
\_\_\_\_\_  
Connie Sellers, Commissioner

  
\_\_\_\_\_  
Bryan Glover, Commissioner

**EXHIBIT A**

**Form of Lease**

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