

October 10, 2016

STATE OF TENNESSEE

COUNTY OF WILLIAMSON

The Williamson County Commission, the Legislative Body of Williamson County, was called to order by Chairman Jack Walton on October 10, 2016, at 7:00 p.m. at the Administrative Complex, Franklin, Tennessee.

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The invocation was given by Commissioner Beathard.

The Pledge of Allegiance was led by Commissioner Hester.

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ROLL CALL

County Clerk Elaine Anderson announced 23 'present', with 1 'absent' as follows:

<u>PRESENT</u>	<u>PRESENT</u>	<u>PRESENT</u>	<u>PRESENT</u>
Dana Ausbrooks	Lewis Green, Jr.	Thomas Little	Paul Webb
Tom Bain	Judy Herbert	Matt Milligan	Matt Williams
Brian Beathard	Betsy Hester	David Pair	
Bert Chalfant	Dwight Jones	Brandon Ryan	<u>ABSENT</u>
Sherri Clark	Todd Kaestner	Steve Smith	Ricky Jones
Kathy Danner	David Landrum	Barb Sturgeon	
Jeff Ford	Gregg Lawrence	Jack Walton	

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APPROVAL OF MINUTES

Commissioner Dwight Jones moved to approve the minutes of the regular September 12, 2016, meeting of the Williamson County Commission, the Legislative Body of Williamson County. Seconded by Commissioner Lawrence. Motion passed by unanimous voice vote.

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CITIZENS' COMMUNICATION

Chairman Walton explained the rules for Citizens' Communication. Seven individuals signed up to address the Commission.

Bill MacDonald, 4515 South Carothers Road, Franklin, addressed the Commission regarding the safety of bicyclists on County roads and asked the Commission to provide funding for a public safety campaign.

Stan Davey, 9423 Gentlewind Drive, Brentwood, addressed the Commission regarding the safety of bicyclists on County roads.

Jennifer MacDonald, 4515 South Carothers Road, Franklin, addressed the Commission regarding the safety of bicyclists on County roads.

Myles MacDonald, 4515 South Carothers Road, Franklin, addressed the Commission regarding the safety of bicyclists on County roads.

David Patterson, 105 General's Retreat, Franklin, addressed the Commission regarding the safety of bicyclists on County roads.

Stephen Moore, 4840 Byrd Lane, College Grove, addressed the Commission regarding the safety of bicyclists on County roads. Mr. Moore provided a handout regarding Tennessee traffic laws relating to bicycles to be e-mailed to each Commissioner (handout on file in Clerk's office).

Laura Turner, 1108 Dickinson Lane, Franklin, addressed the Commission regarding her opposition to a turn lane from Sneed Road onto Natchez Trace Road. Ms. Turner also stated that she believes citizens should be able to address the Planning Commission during their meetings.

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#### COMMUNICATIONS and MESSAGES

Chairman Walton asked if there were any objections to hearing Late-Filed Resolution No. 10-16-22, Resolution Authorizing the Issuance, Sale and Payment of Not to Exceed \$26,000,000 of General Obligation Public Improvement and School Bonds of Williamson County, Tennessee; Authorizing the Issuance of General Obligation Bond Anticipation Notes; and Providing for the Levy of Taxes for the Payment of Debt Service on the Bonds and the Notes. There were no objections. Chairman Walton stated that Late-Filed Resolution No. 10-16-22 would be heard at the end of the Appropriations section of the Agenda.

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Chairman Walton asked if there were any objections to hearing Late-Filed Resolution No. 10-16-23, Resolution Appropriating and Amending the 2016-17 Capital Projects Budget by \$125,000 for the Academy Park Enrichment Center – Revenues to Come from J.L. Clay Center Donations. There were no objections. Chairman Walton stated that Late-Filed Resolution No. 10-16-23 would be heard at the end of the Appropriations section of the Agenda.

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Chairman Walton asked if there were any objections to hearing Late-Filed Resolution No. 10-16-24, Resolution Appropriating and Amending the 2016-17 Parks & Recreation Budget by \$17,458.75 - Revenues to Come from Donations. There were no objections. Chairman Walton stated that Late-Filed Resolution No. 10-16-24 would be heard at the end of the Appropriations section of the Agenda.

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Chairman Walton asked if there were any objections to hearing Late-Filed Resolution No. 10-16-25, Resolution Authorizing the County Mayor to Execute a Rental Agreement with Rolling Hills Community Church for Periodic Use of Their Auditorium for Dance/Theatre Performances. There were no objections. Chairman Walton stated that Late-Filed Resolution No. 10-16-25 would be heard at the end of the Other section of the Agenda.

## REPORTS

### COUNTY MAYOR

Mayor Anderson asked Nena Graham, Budget Director, to give the financial report.

Ms. Graham stated that the August Budget Report shows that everything is on track. She stated that the Privilege Tax Report for August shows a continuing positive trend. Ms. Graham stated that the Cool Springs Marriot Conference Center report for August shows positive collections for the County.

Ms. Graham stated that each Commissioner received information pertaining to General Obligation Refunding Bond, 2017 A. She stated that the refunding plan estimates a total savings of \$722,399 over five years and does not extend the life of the bond. (Copy of information on file in the Clerk's office)

Ms. Graham stated that the information provided to the Commission can also be found on the County's website, [www.williamson-tn.gov](http://www.williamson-tn.gov).

Ms. Graham stated that the payback schedule for Late-Filed Resolution No. 10-16-22, Resolution Authorizing the Issuance, Sale and Payment of Not to Exceed \$26,000,000 of General Obligation Public Improvement and School Bonds of Williamson County, Tennessee; Authorizing the Issuance of General Obligation Bond Anticipation Notes; and Providing for the Levy of Taxes for the Payment of Debt Service on the Bonds and the Notes, requires the County to pay more up front but allows the County to pay less in principle over the life of the bond.

Commissioner Ryan asked what the County's total debt will be if all of the proposed bonds are passed this evening.

Ms. Graham stated that if all of the bonds are passed tonight then the County's total debt would be approximately \$597 Million.

Commissioner Ryan asked about the County's total debt payment for next year.

Ms. Graham stated that the County will make approximately \$47 million in debt payments next year.

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Mayor Anderson stated that his office had received a letter from the city of Thompson's Station stating that they would be voting on two Resolutions pertaining to the annexation of the Two Farms property. He stated that the first Resolution would correct a previous Resolution that included a parcel of land that should not have been included and the second Resolution would call for a referendum on the Baker tract. Mayor Anderson asked County Attorney Jeff Moseley to explain the County's position and what actions are available for the County.

Mr. Moseley stated that there are two ways for annexation to take place. He stated that the land within the Urban Growth Boundary (UGB) can be annexed by a municipality with agreement from the landowner. However, if a tract of land is not within the UGB, the land can only be annexed by a called referendum.

Mayor Anderson stated that the annexation would not be a problem if it was within the UGB but he stated that since it is outside of the UGB, it must be annexed by a referendum.

Mr. Moseley stated that the municipality determines if the referendum is to be voted on by the entire town/city or only by the effected landowner.

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Mayor Anderson asked Juvenile Judge Sharon Guffee to address the Commission.

Judge Guffee presented a PowerPoint slideshow to the Commission discussing the current Juvenile facility and the needs of the Juvenile Court System in the future. (Copy of slideshow on file in the Clerk's office)

Judge Guffee stated that the Juvenile Court System has been in the same facility for over 20 years and stated that they are running low on space.

Commissioner Milligan thanked Judge Guffee for the presentation and stated that the Juvenile Court System is doing a great job with the limited resources that it is working with.

Mayor Anderson stated that it is important to realize that there are many areas on the County General side that will need to be addressed in the future. He stated that the County will begin looking at these issues after the first of the year.

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Commissioner Lawrence asked Mayor Anderson to address the issue of bicycles on County roads.

Mayor Anderson stated that education for both motorists and bicyclists is the key to making bicycling safe on County roads. He stated that the County is in the process

of having public meetings regarding future road improvements that may include bicycle lanes on rural roads.

Dr. Mike Looney, Director of Schools, stated that the School System currently has 38,236 students enrolled and has \$9.8 million in its General Fund. He also stated that construction work has started at the Thompson's Station school and stated that the site work should be completed in the near future.

Commissioner Dwight Jones asked about the School System's policy regarding other County Departments using its facilities. He stated that it has recently been brought to his attention that the Parks & Recreation Department is renting a facility because it is not being allowed to use a school auditorium.

Dr. Looney stated that the School System is more than willing to allow County departments to use its facilities as long as they are available and are not under contract to be rented by non-profit agencies. In response to questioning, he stated that the County would have priority in using the facilities as long as a contract is not already in place.

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Commissioner Smith asked Ellie Westman Chin, CEO of the Williamson County Convention and Visitor's Bureau, to address the Commission.

Ms. Chin stated that the County had over 1.31 million visitors in 2015 with an economic impact of just over \$410 Million. She stated that the County retained its ranking of 6<sup>th</sup> in the state for tourism spending. Ms. Chin stated that tourism last year allowed a savings on taxes of \$487.82 per household on State and Local taxes and generated about 3,000 jobs in the hospitality industry.

Ms. Chin stated that the WCCVB has been working on a 4 year strategic plan that is called the Tourism 2020 Plan. She stated that the first priority of the plan is to maximize the effectiveness of branding. The second priority is to assume a leadership role and be a key partner in the County and beyond. The third priority is to promote Williamson County for amateur sporting events both locally and nation wide. The fourth priority is to educate the community on the importance and impact of tourism.

Ms. Chin thanked the County for its continued partnership with the WCCVB.

Commissioner Lawrence asked Ms. Chin if she has heard any plans regarding the A-Game facility.

Ms. Chin stated that a potential buyer is currently doing due diligence on the facility. She stated that this buyer would like to keep it as a sports facility.

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ELECTIONS AND APPOINTMENTS

COUNTY MAYOR:

ECONOMIC DEVELOPMENT COUNCIL

Four Year Term – Expiring 10/20

Term Expiring – Travis Anderson	Nomination – Travis Anderson
Term Expiring – Gayle Moyer Harris	Nomination – Gayle Moyer Harris
Term Expiring – Robert Ring	Nomination – Robert Ring

Commissioner Smith moved to accept the above nominations to the Economic Development Council. Seconded by Commissioner Ausbrooks. Passed by unanimous voice vote.

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MUNICIPAL SOLID WASTE

Six Year Term – Expiring 10/22

Term Expiring – Judy Hayes	Nomination – Judy Hayes
Term Expiring – Ricky Jones	Nomination – Ricky Jones
Term Expiring – Stephen Wherley	Nomination – Stephen Wherley

Commissioner Dwight Jones moved to accept the above nominations to the Municipal Solid Waste Board for six year terms. Seconded by Commissioner Little. Passed by unanimous voice vote.

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CONSENT AGENDA

The following items were placed on the Consent Agenda:

NOTARIES

**NEW**  
 BASS, HALEY NICOLE  
 BEAUBEAUX, TERRI LEIGH  
 BOEGER, A. NICOLE  
 BRADLEY, SARAH DAWN  
 BROOKE, AMANDA M.

**NEW**  
 BUGG, CORTNEY  
 BUMPUS, CAITLIN ANNE  
 BUSELLI, JENNIFER ERIN  
 CAPALDI, ALEA A.  
 CLAXTON, AVA M.

**NEW**

COLLINS, KRISTIE DAWN  
 CRAIG, LEONARD JASPER  
 CRUNK, PATRICIA  
 DENNY, PEARLANNE LUKA  
 DIAMOND, CARLI STOVER  
 DIECKHAUS, JOSHUA STEPHEN  
 DURAKIEWICZ, MICHAL  
 FORKUO, CHRIS ANDREA  
 FRYMIRE, KELI RENEE  
 GRIGGS, HOLLEY KAY  
 GUY, KELLY S.  
 JONES, HEATHER ANN  
 KIMBLE, TRACI A.  
 LAWSON, ASHLEY B.  
 MAROON, CHRISTINE NICOLE  
 MARSH, TERRY LATROY, JR.  
 McCARTHY, MONICA SHEREE  
 McLAUGHLIN, CONNIE SUE  
 MITCHELL, PRISCILLA SMITH  
 PAUTIENUS, ROBERT M., III  
 PETERSON, KIMBERLY K.  
 ROGERS, ERIKA LYNN  
 SARCHET, JENE R.  
 SARFEHJOO, AMANDA  
 SHERIDAN, VICTORIA MICHELLE  
 SIKORA, ELISA GENEVA  
 SOLOMON, MARY D.  
 SPIVEY, SANDRA M.  
 STEVENSON, ERIN D.  
 STRESSER, ANNE-MARY PULLAR  
 SULKOWSKI, ALYSHA HELEEN  
 TIDWELL, NICHOLAS M.  
 WALKER, STEPHANIE E.  
 WILKERSON, COURTNEY CANDIS  
 WILLIAMS, ALYSSA KATE  
 WOOD, BRITTANY L.  
 YORK, REBECCA DAWN  
 YORK, SAMUEL RADFORD  
 ZERINGUE, PHILLIP R.

**RENEWALS**

ARNOLD, NANCY A.  
 BRISON, KENNETH E.  
 COOK, CONNIE R.  
 CORNETT, CATHY  
 CRECRAFT, ANNA GRAY  
 CRYAR, MELANIE  
 DAVIS, BRINTON SMITHER  
 DAVIS, KAREN L.  
 DUNCAN, MARILYN  
 FITZ, ASHLEY A.  
 FORTUGNO, DANA  
 FREE, LYNN S.  
 FURMAN, SUSAN E.  
 GANNO, VICKI S.

**RENEWALS**

GILLESPIE, MICHAEL S.  
 GLASS, MICHELLE S.  
 GOETSCH, DOUGLAS G.  
 GRASSMANN, PAUL  
 GREEN, DONNA L.  
 GUEST, DONNA M.  
 HALL, CHARLOTTE B.  
 HARTSOCK, RENITA D.  
 HENDRIX, LINDA  
 HILL, TRACY S.  
 HODGES, BAILIE RHEA  
 HOLENSTEIN, DENNIS W.  
 JACKSON, WAYNE  
 JONES, BECKY L.  
 JONES, THOMAS H.  
 JUDAH, BRIDGET  
 KAVIN, R. FRANCENE  
 KEASLER, ANDREA  
 KELLEY, DIANE  
 KHAILA, SOHEILA  
 KNIGHT, BARBARA G.  
 LAYMAN, MICHAEL  
 LOWERY, CHRISTA M.  
 MALATAK, JULIA  
 MARLIN, LINDA  
 MARTIN, ANDREA  
 MEEHAN, COLETTE M.  
 MILES, SAMUEL T.  
 MILES, WILLIAM H.  
 MILLER, WILLIAM E.  
 MITCHELL, ERIN L.  
 MORTON, CHERYL L.  
 MULLOY, LINDSEY  
 MUNDIE, CARRIE  
 OWEN, ROBBIN  
 PATTERSON, JOEY  
 PECK, ANDREW  
 PETERSON, M. KIRK  
 POYNOR, MELANIE A.  
 RAINEY, LEAH  
 RIFFEL, JILL M.  
 SAVAGE, JUDY D.  
 SCHWALB, JOHN D.  
 SHAVER, SHARON H.  
 SMITH, TAMMY G.  
 STEWART, SANDRA L.  
 STINSON, CLARK STEPHEN  
 STORY-SZELY, LINDSEY LEIGH  
 TORRENCE, HILLARY  
 VANDEN OEVER, J.C.  
 VAUGHN, SANDRA L.  
 WEAVER, STEPHANIE  
 WELCH, JACKSON M., JR.  
 WILSON, BARBARA H.

Commissioner Little moved to accept the complete Consent Agenda, seconded by Commissioner Bain.

The Consent Agenda passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

APPROPRIATIONS

RESOLUTION NO. 10-16-5

Commissioner Sturgeon moved to accept Resolution No. 10-16-5, seconded by Commissioner Chalfant.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17 COUNTY GENERAL BUDGET BY \$89,020.14 - REVENUES TO COME FROM VICTIM ASSESSMENT FEES**

**WHEREAS,** Tennessee Code Annotated, Section 40-24-109, gives a county legislative body the ability to provide a fee of \$45.00 on behalf of an existing program established to assist victims of crime, their families or survivors by authorizing a victims assistance assessment to be collected by the clerks of all courts of general sessions, circuit and criminal courts, municipal courts exercising general sessions court jurisdiction and any other court exercising similar criminal jurisdiction; and,

**WHEREAS,** in May 2007, the Williamson County Board of Commissioners, finding that the cost of assisting victims of crime should not be borne by the law-abiding taxpayers of Williamson County, but rather by the individuals who are responsible for the commission of criminal offenses, adopted and implemented the victims assistance assessment which it has collected since the effective date; and,

**WHEREAS,** the Victims of Crime Assistance Program 21<sup>st</sup> District operates for the purpose of assisting all victims of crime, their families and/or survivors; and,

**WHEREAS,** the Victims of Crime Assistance Program 21<sup>st</sup> District is established as a non-profit entity that satisfies the requirements contained in Tennessee Code Annotated, Section 40-24-109; and,

**WHEREAS,** Tennessee Code Annotated, Section 5-9-109, authorizes the Williamson County Board of Commissioners to make appropriations to non-profit charitable organizations that satisfy the requirements contained in the statute; and,

**WHEREAS**, the Board of County Commissioners of Williamson County has determined that it is in the interest of the citizens of Williamson County to appropriate the funds that have been collected for the Victim’s Assistance Program through June 30, 2016 be appropriated to the Victims of Crime Assistance Program 21<sup>st</sup> District;

**NOW, THEREFORE, BE IT RESOLVED**, that the 2016-17 County General Budget be amended, as follows:

**REVENUES:**

Reserve-Victims Assistance Programs **\$ 89,020.14**  
(101.00000.341590.00000.00.00.00)

**EXPENDITURES:**

Victims of Crime Assistance Programs,  
21<sup>st</sup> District Incorporated **\$ 89,020.14**  
(101.53930.531600.00000.00.00.00)

/s/ Barb Sturgeon  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Law Enforcement/Public Safety Committee For: 4 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-5 passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’

as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

**RESOLUTION NO. 10-16-6**

Commissioner Sturgeon moved to accept Resolution No. 10-16-6, seconded by Commissioner Little.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17 SHERIFF’S DEPARTMENT BUDGET BY \$16,841.99 - REVENUES TO COME FROM COUNTY GENERAL FUND BALANCE**

**WHEREAS**, in the 2015-16 fiscal year, the Williamson County Sheriff’s Department was awarded grant funding in the amount of \$49,999.92 from the State of Tennessee Department of Transportation; and

**WHEREAS**, a portion of the funding has been used to undertake Alcohol Countermeasures Highway Safety Project(s) as defined in the Tennessee Highway Safety Plan; and

**WHEREAS,** the unexpended grant balance for the 2015-16 fiscal year needs to be appropriated to be utilized by the Sheriff’s Department to continue working toward the established goals;

**NOW, THEREFORE, BE IT RESOLVED,** that the 2016-17 Sheriff’s Department budget be amended, as follows:

**REVENUES:**

County General Fund Balance  
(101.00000.390000.00000.00.00.00) \$16,841.99

**EXPENDITURES:**

Salaries (101.54110.518700.00000.00.00.00) \$12,051.99

Other Capital Outlay – Tactical  
(101.54110.571600.00000.00.00.00) \$ 4,790.00  
**\$ 16,841.99**

/s/ Barb Sturgeon  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Law Enforcement/Public Safety Committee For: 4 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-6 passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

**RESOLUTION NO. 10-16-7**

Commissioner Sturgeon moved to accept Resolution No. 10-16-7, seconded by Commissioner Little.

**RESOLUTION AUTHORIZING THE WILLIAMSON COUNTY MAYOR TO EXECUTE A GRANT AGREEMENT WITH THE US DEPARTMENT OF HOMELAND SECURITY AND FEDERAL EMERGENCY MANAGEMENT AGENCY AND APPROPRIATING AND AMENDING THE 2016-17 CAPITAL PROJECTS BUDGET FOR THE OFFICE OF PUBLIC SAFETY BY \$472,728 – REVENUES TO COME FROM FEDERAL GRANT FUNDS**

**WHEREAS,** the Williamson County Emergency Management Agency is responsible for ensuring a coordinated response to emergencies and disasters in Williamson County; and

**WHEREAS,** the Williamson County Emergency Management Agency applied for and received a \$520,000 grant from the Assistance to Firefighter’s Grant 2015

for turnout gear and the SCBA (Self Contained Breathing Aparatus) replacement program; and

**WHEREAS**, the purpose of the Assistance to Firefighters Program is to protect the health and safety of the public and firefighting personnel against fire and fire-related hazards; and

**WHEREAS**, the required 10% matching funds totaling \$472,728, are included in the 2016-17 Emergency Management budget; and

**WHEREAS**, these grant funds are awarded as a reimbursable expense;

**NOW, THEREFORE, BE IT RESOLVED**, that the Williamson County Board of Commissioners, meeting in regular session this the 10<sup>th</sup> day of October, 2016, authorizes the Williamson County Mayor to execute a grant agreement with the the US Department of Homeland Security and Federal Emergency Management Agency, as well as all other related documents and amendments, necessary to receive the grant funds;

**AND, BE IT FURTHER RESOLVED** that the 2016-17 Capital Projects budget for the Office of Public Safety be amended as follows:

**REVENUE**

Federal Grant – FEMA/Assistance to Firefighter’s Grant  
171.00000.479900.00000.00.00.00 G0070 **\$472,728**

**EXPENDITURES**

Equipment – FEMA/Assistance to Firefighter’s Grant  
171.91130.579000.00000.00.00.00 G0070 **\$472,728**

/s/ Barb Sturgeon  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Law Enforcement/Public Safety Committee For: 4 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-7 passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’

as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

**RESOLUTION NO. 10-16-8**

Commissioner Sturgeon moved to accept Resolution No. 10-16-8, seconded by Commissioner Dwight Jones.

**RESOLUTION AUTHORIZING THE WILLIAMSON COUNTY MAYOR TO ENTER INTO A GRANT AGREEMENT WITH THE ADMINISTRATIVE OFFICE OF THE COURTS AND APPROPRIATING AND AMENDING THE 2016-17 JUVENILE COURT BUDGET BY \$15,000 - REVENUES TO COME FROM GRANT FUNDS**

**WHEREAS,** Williamson County Juvenile Court applied for and was awarded the Access to Visitation Grant through the Administrative Office of the Courts; and

**WHEREAS,** the grant is in the amount of \$15,000 and the funds will be used to provide mediation services and a pro se legal clinic to self-represented, never married parents with child access and visitation issues in Juvenile Court in Williamson County; and

**WHEREAS,** these funds will provide the court with a mechanism to relieve crowded dockets, clarify issues, discuss options, and reach agreements with parties involved; and

**WHEREAS,** the grant does not require matching funds from the County; and

**WHEREAS,** the Williamson County Board of Commissioners finds it in the interest of the citizens of Williamson County to accept these grant funds.

**NOW, THEREFORE, BE IT RESOLVED,** that the Williamson County Board of Commissioners, meeting in regular session this the 10<sup>th</sup> day of October, 2016, authorizes the Williamson County Mayor to execute the grant agreement with the Administrative Office of the Courts, as well as all other related documents necessary to receive \$15,000 in grant funds for the 2016-17 budget year.

**AND BE IT FURTHER RESOLVED,** that the 2016-17 Juvenile Court Budget be amended as follows:

**REVENUES:**

Access to Visitation Grant  
(101.00000.469800.00000.00.00.00.G0045) **\$15,000**

**EXPENDITURES:**

Contracted Services – Access to Visitation Grant  
(101.54240.530900.00000.00.00.00.G0045) **\$15,000**

/s/ Barb Sturgeon  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Law Enforcement/Public Safety Committee For: 4 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-8 passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-9

Commissioner Dwight Jones moved to accept Resolution No. 10-16-9, seconded by Commissioner Little.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17 PARKS AND RECREATION BUDGET BY \$338,900.00 FOR START UP OPERATING AND SALARY COSTS FOR THE WILLIAMSON COUNTY ENRICHMENT CENTER AND PERFORMING ARTS CENTER - REVENUES TO COME FROM UNAPPROPRIATED COUNTY GENERAL FUNDS**

**WHEREAS,** the Williamson County Board of Commissioners approved the construction of the WC Enrichment Center along with the renovation of old Coverdale Hall for a Performing Arts Center, on the Academy Park site; and

**WHEREAS,** the current estimated opening date for the facility is projected for February 1, 2017, and additional operating costs will be required for the efficient operation of the facilities, which are not included within the current budget; and

**WHEREAS,** offsetting revenues will be derived from various programs, classes and events and will be deposited to the County General Fund; and

**NOW, THEREFORE, BE IT RESOLVED,** that the 2016-17 Parks & Recreation budget be amended as follows:

**REVENUES:**

Unappropriated County General Funds **\$ 338,900.00**  
(101.00000.390000.00000.00.00.00)

**EXPENDITURES:**

		February - June '17
101.56700.530200	Advertising	\$8,000.00
101.56700.530700	Communications	\$6,000.00
101.56700.533500	Maint/Repair Building	\$15,500.00
101.56700.533700	Maint/Repair Office Equip	\$2,850.00
101.56700.531200	Contract w/Private Agency	\$5,000.00
101.56700.534900	Printing, Stationary, Forms	\$10,500.00
101.56700.536100	Permits	\$400.00
101.56700.539900	Other Contracted Services	\$3,750.00
101.56700.541000	Custodian Supplies	\$18,000.00

101.56700.541300	First Aid Supplies	\$550.00
101.56700.541500	Electricity	\$22,500.00
101.56700.542000	Lawn Supplies	\$3,000.00
101.56700.542200	Food Supplies	\$8,000.00
101.56700.542900	Instructional Supplies & Materials	\$10,000.00
101.56700.543400	Natural Gas	\$5,000.00
101.56700.543500	Office Supplies	\$3,000.00
101.56700.543700	Periodicals	\$300.00
101.56700.545100	Uniforms (staff shirts)	\$1,500.00
101.56700.545400	Water & Sewer	\$2,500.00
101.56700.549900	Other Supplies & Materials	\$5,000.00
101.56700.550900	Refunds	\$5,000.00
101.56700.551700	Surcharge	\$550.00
101.56700.559900	Special Events/Theater/ Dance Programs	\$12,000.00
101.56700.559902	Senior Citizens Program	\$4,000.00
		\$152,900.00
101.56700.510300	Assistant(s) (6 months)	\$170,250.00
101.56700.516200	Clerical Personnel (6 months)	\$15,750.00
	<b>TOTAL</b>	<b>\$338,900.00</b>

**AND BE IT FURTHER RESOLVED**, that the personnel requests are hereby approved, as more specifically outlined below:

				<b>1 YEAR</b>	<b>January – June 2017</b>
		<b>Enrichment Center and Performing Arts Center</b>			
.5103	[1]	Theater Technical Coordinator		38,000.00	19,000.00
.5103	[1]	Theater House Manager		33,000.00	16,500.00
.5103	[1]	ENC Facility Manager		37,000.00	18,500.00
.5103	[1]	ENC Senior Citizens Coordinator		36,000.00	18,000.00
.5103	[1]	ENC Senior Citizens Programmer		34,000.00	17,000.00
.5103	[1]	ENC Senior Citizens Athletics Programmer		33,500.00	16,750.00
.5103	[2]	General Recreation Programmers	33,500.00	67,000.00	33,500.00

		Responsibilities in Both Facilities			
.5162	[1]	Administrative Clerk II Responsibilities in Both Facilities		31,500.00	15,750.00
.5103	[2]	Facilities Maintenance Responsibilities in Both Facilities	31,000.00	62,000.00	31,000.00

/s/ Dwight Jones  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Human Resources Committee	For: <u>5</u>	Against: <u>0</u>	
Parks & Recreation Committee	For: <u>3</u>	Against: <u>0</u>	Abstain: <u>1</u>
Budget Committee	For: <u>4</u>	Against: <u>0</u>	

Commissioner Danner moved to amend the Resolution by starting the employees as part-time employees for the first year with the opportunity to become full time employees after one year. Seconded by Commissioner Ryan.

Commissioner Kaestner asked if there is any information that could be provided that would allow the Commission to measure the success of such a large financial investment.

Commissioner Pair asked if the people moving to the facility are currently full time or part-time employees.

Parks & Recreation Director Gordon Hampton stated that the employees would be new hires.

Commissioner Ryan asked about the potential savings if the employees are brought in as part-time instead of full time.

Mr. Hampton stated that if the 11 employees are part-time the facility will only be able to be open a few hours a day and he stated that there would be no way to do the job with 11 part-time employees.

Commissioner Lawrence asked about hiring additional part-time employees instead of full time employees.

Mr. Hampton stated that it would be impossible to run a state of the art facility with only part-time employees.

Commissioner Little called for the question. Seconded by Commissioner Ausbrooks.

The call to question passed by voice vote, 15 'Yes' and 8 'No'.

The motion to amend failed by recorded vote, 4 'Yes' and 19 'No' as follows:

<u>YES</u>	<u>NO</u>	<u>NO</u>	<u>NO</u>
Kathy Danner	Dana Ausbrooks	Judy Herbert	Steve Smith
Gregg Lawrence	Tom Bain	Betsy Hester	Barb Sturgeon
Matt Milligan	Brian Beathard	Dwight Jones	Jack Walton
Brandon Ryan	Bert Chalfant	Todd Kaestner	Paul Webb
	Sherri Clark	David Landrum	Matt Williams
	Jeff Ford	Thomas Little	
	Lewis Green, Jr.	David Pair	

Commissioner Ford asked if current Parks & Recreation employees are being brought from other facilities to help with the start up.

Mr. Hampton stated that other current employees are being brought to the facility.

Commissioner Ford asked if the costs for the listed employees include benefits.

Nena Graham stated that the benefit costs would be addressed during the next fiscal year.

Commissioner Ford stated that he would like to see operating statements for the facilities as well.

Commissioner Kaestner asked how success at the facility will be measured.

Mr. Hampton stated that Parks & Recreation measures success by participation numbers.

Commissioner Ryan asked who would be using the new facility.

Mr. Hampton stated that all three new facilities will be open to the public.

Commissioner Ryan asked why the County is renting a facility for a performance if it already has a new facility.

Mr. Hampton stated that the County does not have a venue that has enough room for the production.

Commissioner Danner stated that she appreciates the work that the Parks & Recreation Department does for the County and she thanked Mr. Hampton for bringing

in money from the private sector to help offset the budget for Parks & Recreation. She stated that the State requires schools but not Parks & Recreation and she stated that the County goes above and beyond what is required by State law. Commissioner Danner asked Mr. Hampton how many additional part-time employees will he have working at the facility besides the employees requested in the Resolution.

Mr. Hampton stated that he will use as many additional employees as necessary to run the facility and perform the activities that are scheduled.

Commissioner Clark asked if any specific training or certification is needed for employees.

Mr. Hampton stated that several positions require certifications especially when dealing with senior citizens.

Commissioner Green asked about the cost to rent Rolling Hills Church.

Mr. Hampton stated that the cost is approximately \$10,000 and he stated that the entire cost will be covered by sign up fees.

Commissioner Lawrence asked Mr. Hampton if he could give an estimate regarding an amount of revenue that will be generated to help offset costs.

Mr. Hampton stated that he has provided the Commission with a worksheet that shows the potential revenue that will be generated by the facility during its first six months of operation. He stated that the Parks & Recreation Department will do everything in its power to keep costs as reasonable as possible.

Commissioner Herbert stated that the senior citizens in the County deserve a nice facility with staffing to meet their needs just like all of the other facilities in the County.

Commissioner Williams called for the question. Seconded by Commissioner Beathard. The motion passed by unanimous voice vote.

Resolution No. 10-16-9 passed by recorded vote, 20 'Yes' and 3 'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>NO</u>
Dana Ausbrooks	Dwight Jones	Brandon Ryan	Tom Bain
Brian Beathard	Todd Kaestner	Steve Smith	Kathy Danner
Bert Chalfant	David Landrum	Barb Sturgeon	Jeff Ford
Sherri Clark	Gregg Lawrence	Jack Walton	
Lewis Green, Jr.	Thomas Little	Paul Webb	
Judy Herbert	Matt Milligan	Matt Williams	
Betsy Hester	David Pair		

RESOLUTION NO. 10-16-10

Commissioner Webb moved to accept Resolution No. 10-16-10, seconded by Commissioner Green.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17  
LIBRARY BUDGET BY \$ 13,046.00 – REVENUES  
TO COME FROM LIBRARY FINES**

**WHEREAS,** the Williamson County Public Library has received fines from individuals which can be utilized for library collections and services; and

**WHEREAS,** these funds were not anticipated during the preparation of the current operating budget;

**NOW, THEREFORE, BE IT RESOLVED,** that the 2016-17 Library Budget be amended, as follows:

**REVENUES:**

Library Fines  
(101-00000-433601-00000-26-00-00) **\$ 13,046**

**EXPENDITURES:**

Library Other Supplies & Materials  
(101-56500-549901-00000-00-00-00) \$ 5,316  
Data Processing  
(101-56500-541101-00000-00-00-00) \$ 7,730  
**\$13,046**

/s/ Paul Webb  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Library Board For: 6 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-10 passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-11

Commissioner Webb moved to accept Resolution No. 10-16-11, seconded by Commissioner Green.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17  
LIBRARY BUDGET BY \$ 15,065 - REVENUES  
TO COME FROM MISCELLANEOUS DONATIONS**

**WHEREAS,** *Tennessee Code Annotated, Section 5-8-101*, provides that a county government may accept donations of money, intangible personal property, tangible personal property and real property that are subject to conditional or restrictive terms if the county legislative body accepts them by majority vote; and

**WHEREAS,** the Williamson County Public Library has received donations from individuals and organizations which can be utilized for library collections and services; and

**WHEREAS,** these funds were not anticipated during the preparation of the current operating budget;

**NOW, THEREFORE, BE IT RESOLVED,** that the 2016-17 Library Budget be amended, as follows:

**REVENUES:**

Memorial/Gift (101-00000-486101-00000-00-00-00)	\$ 260.00
Cities (101-00000-486102-00000-00-00-00)	<u>\$14,805.00</u>
	<b>\$15,065.00</b>

**EXPENDITURES:**

Library Books (101-56500-543201-00000-00-00-00)	<b>\$15,065.00</b>
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/s/ Paul Webb  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Library Board	For: <u>6</u>	Against: <u>0</u>
Budget Committee	For: <u>4</u>	Against: <u>0</u>

Resolution No. 10-16-11 passed by unanimous recorded vote, 23 'Yes' and 0

'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-12

Commissioner Webb moved to accept Resolution No. 10-16-12, seconded by Commissioner Green.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17  
LIBRARY BUDGET BY \$9,684 - REVENUES  
TO COME FROM LIBRARY FINES**

**WHEREAS**, the Williamson County Public Library has received donations from individuals and organizations which can be utilized for library services and collections; and

**WHEREAS**, these funds were not spent at the end of the fiscal year, and are now available to be appropriated in the 2016-17 budget;

**NOW, THEREFORE, BE IT RESOLVED**, that the 2016-17 Library budget be amended, as follows:

**REVENUES:**

Reserve - Library Fines **\$ 9,684**  
(101.00000.351210.00000.00.00.00)

**EXPENDITURES:**

Other Contracted Services **\$ 9,684**  
(101.56500.539900.00000.00.00.00)

/s/ Paul Webb \_\_\_\_\_  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Library Board For: 6 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-12 passed by unanimous recorded vote, 23 'Yes' and 0 'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-15

Commissioner Ausbrooks moved to accept Resolution No. 10-16-15, seconded by Commissioner Chalfant.

**RESOLUTION ACCEPTING A DONATION OF \$1,500 FROM THE FRIENDS OF WILLIAMSON COUNTY ANIMAL CENTER ON BEHALF OF WILLIAMSON COUNTY ANIMAL CONTROL AND ADOPTION CENTER AND APPROPRIATING AND AMENDING THE 2016-2017 ANIMAL CONTROL AND ADOPTION CENTER BUDGET BY \$1,500 – REVENUES TO COME FROM DONATIONS**

**WHEREAS,** Tennessee Code Annotated, Section 5-8-101, provides that a county government may accept donations of money, intangible personal property, tangible personal property, and real property that are subject to conditional or restrictive terms if the county legislative body takes action to accept the conditional donation; and

**WHEREAS,** the Animal Control and Adoption Center would like to open the Center on Sundays for the period lasting between November 1, 2016 and December 31, 2016; and

**WHEREAS,** to permit the Center to open on Sundays, additional funding is needed to fund the costs of staffing the Center during this period; and

**WHEREAS,** the Friends of Williamson County Animal Center has made a generous donation of \$1,500 to Williamson County, to be used to pay staffing costs to permit the Center to open on Sundays; and

**WHEREAS,** the Williamson County Board of Commissioners finds it in the interest of the citizens of Williamson County to accept the generous donation of \$1,500 from the Friends of Williamson County Animal Center on behalf of the Williamson County Control and Adoption Center:

**NOW, THEREFORE, BE IT RESOLVED,** that the Williamson County Board of Commissioners, meeting in regular session this the 10th of October, 2016, on behalf of the Williamson County Animal Control and Adoption Center, accepts the generous donation of \$1,500 from the Friends of Williamson County Animal Center, to be used to pay staffing costs to permit the Center to open on Sundays from November 1, 2016 through December 31, 2016.

**AND BE IT FURTHER RESOLVED** that the Williamson County Animal Control and Adoption Center budget be amended, and the funds be appropriated as follows:

**REVENUE:**

Donations  
101.00000.486109.00000.00.00.00 **\$1,500**

**EXPENDITURE:**

Part-Time Personnel  
101.55120.516900.00000.00.00.00 **\$1,500**

/s/ Dana Ausbrooks  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Public Health Committee For: 4 Against: 0  
Budget Committee For: 4 Against: 0

Resolution No. 10-16-15 passed by recorded vote, 21 'Yes', 0 'No', 1 'Abstain' and 1 'Out' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>ABSTAIN</u>
Dana Ausbrooks	Lewis Green, Jr.	Thomas Little	Matt Williams
Tom Bain	Judy Herbert	Matt Milligan	
Brian Beathard	Betsy Hester	Brandon Ryan	
Bert Chalfant	Dwight Jones	Steve Smith	<u>OUT</u>
Sherri Clark	Todd Kaestner	Barb Sturgeon	David Pair
Kathy Danner	David Landrum	Jack Walton	
Jeff Ford	Gregg Lawrence	Paul Webb	

RESOLUTION NO. 10-16-16

Commissioner Ausbrooks moved to accept Resolution No. 10-16-16, seconded by Commissioner Chalfant.

**RESOLUTION ACCEPTING A DONATION OF \$3,000 FROM MARS PETCARE ON BEHALF OF THE WILLIAMSON COUNTY ANIMAL CONTROL AND ADOPTION CENTER AND APPROPRIATING AND AMENDING THE 2016-17 WILLIAMSON COUNTY ANIMAL CONTROL BUDGET BY \$3,000**

**WHEREAS**, Tennessee Code Annotated, Section 5-8-101, provides that a county government may accept donations of money, intangible personal property, tangible personal property, and real property that are subject to conditional or restrictive terms if the county legislative body accepts them by majority vote; and

**WHEREAS**, Williamson County is participating in the Animal Planet's Puppy Bowl 2017 in New York City, an event that teams with animal shelters and NFL teams across the country to promote pet adoptions; and

**WHEREAS**, in response to a request submitted by the Animal Control Director, MARS Petcare has agreed to donate \$3,000 to fund the costs associated with traveling to New York for the filming of the Puppy Bowl segments; and

**WHEREAS**, the Williamson County Board of Commissioners finds it in the best interest of the citizens of Williamson County to accept the generous donation of \$3,000 from MARS Petcare.

**NOW, THEREFORE, BE IT RESOLVED**, that the Williamson County Board of Commissioners, meeting in regular session this 10th day of October, 2016, on behalf of the Williamson County Animal Control and Adoption Center, accepts the generous donation of \$3,000.00 from MARS Petcare;

**AND BE IT FURTHER RESOLVED** that the Animal Control budget be amended and the funds be appropriated as follows:

**REVENUES:**

Donations – Animal Control  
(101.00000.486109.00000.00.00.00) **\$3,000**

**EXPENDITURES:**

In-Service – Staff Development **\$3,000**  
(101.55120.552400.00000.00.00.00)

/s/ Paul Webb \_\_\_\_\_  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Public Health Committee For: 4 Against: 0  
 Budget Committee For: 4 Against: 0

Resolution No. 10-16-16 passed by recorded vote, 22 'Yes', 0 'No', and 1'Out' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Barb Sturgeon
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Jack Walton
Brian Beathard	Judy Herbert	Thomas Little	Paul Webb
Bert Chalfant	Betsy Hester	Matt Milligan	Matt Williams
Sherri Clark	Dwight Jones	Brandon Ryan	<u>OUT</u>
Kathy Danner	Todd Kaestner	Steve Smith	David Pair

**RESOLUTION NO. 10-16-17**

Commissioner Ausbrooks moved to accept Resolution No. 10-16-17, seconded by Commissioner Little.

**RESOLUTION AMENDING THE 2016-2017 HIGHWAY DEPARTMENT BUDGET AND APPROPRIATING UP TO \$ 87,470.85 FOR THE PURCHASE OF THREE PICKUP TRUCKS - REVENUES TO COME FROM UNAPPROPRIATED HIGHWAY FUND BALANCE**

**WHEREAS**, the W. C. Highway Department was approved to purchase three (3) pickup trucks from capital funding during 2015-16 fiscal year; and,

**WHEREAS**, those trucks were ordered in January of 2016 from Golden Circle Ford, under the State of Tennessee Contract and Purchase Agreement; and,

**WHEREAS**, Golden Circle Ford is currently in dispute with the State of Tennessee over their vehicle contract and is unable to fulfill pending contract orders at this time; and,

**WHEREAS**, prior year funding reverts back to the highway department fund balance and these funds will need to be appropriated for the current year in order to reorder these vehicles in the current fiscal year;

**NOW, THEREFORE, BE IT RESOLVED**, that the 2016-17 Highway budget be amended, as follows:

**REVENUES:**

Highway Fund Balance **\$87,470.85**  
 (131.00000.390000.00000.00.00.00)

**EXPENDITURES:**

Highway Equipment **\$87,470.85**  
 (131.68000.571400.00000.00.00.00)

/s/ Dana Ausbrooks  
 County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Highway Commission For: 5 Against: 0  
 Budget Committee For: 4 Against: 0

Resolution No. 10-16-17 passed by unanimous recorded vote, 23 'Yes' and 0 'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-18

Commissioner Ausbrooks moved to accept Resolution No. 10-16-18, seconded by Commissioner Dwight Jones.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17  
ELECTION COMMISSION BUDGET BY \$180,000 – REVENUES TO COME FROM  
COUNTY GENERAL FUND BALANCE**

**WHEREAS**, Williamson County Election Commission submitted an operating budget for the 2016-17 fiscal year, reflecting the guidelines for operational increases; and

**WHEREAS**, the expenses for the November 8, 2016 Federal, State and Municipal Elections were not included in the budget process since they are a one-time expense; and

**WHEREAS**, the operating budget will need to be amended to cover the cost;

**NOW, THEREFORE, BE IT RESOLVED**, that the 2016-17 Election Commission budget be amended as follows:

**REVENUES**

County General Fund Balance (101.00000.390000.00000.00.00.00)	<b>\$180,000</b>
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**EXPENDITURES:**

Temporary Personnel (101.51500.516800.00000.00.00)	\$38,000
Overtime Pay (101.51500.518700.00000.00.00)	\$18,000
Election Workers (101.51500.519300.00000.00.00)	\$50,000
Advertising (101.51500.530200.00000.00.00.00)	\$ 8,000
Freight Expenses (101.51500.532700.00000.00.00.00)	\$12,000
Maintenance & Repair-Voting (101.51500.533600.00000.00.00.00)	\$20,000
Maintenance & Repair-Office (101.51500.533700.00000.00.00.00)	\$8,000
Postage Charges (101.51500.534800.0000.00.00.00)	\$10,000

Printing, Stationery and Forms (101.51500.534900.00000.00.00.00)	\$13,000
Office Supplies (101.51500.543500.00000.00.00.00)	<u>\$3,000</u>
<b>TOTAL</b>	<b>\$180,000</b>

/s/ Dana Ausbrooks  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Budget Committee For: 4 Against: 0

Resolution No. 10-16-18 passed by unanimous recorded vote, 23 'Yes' and 0 'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

**RESOLUTION NO. 10-16-19**

Commissioner Ausbrooks moved to accept Resolution No. 10-16-19, seconded by Commissioner Little.

**INITIAL RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$23,000,000 OF GENERAL OBLIGATION BONDS OF WILLIAMSON COUNTY, TENNESSEE**

**BE IT RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee (the "County") that for the purpose of providing funds for the (i) acquisition, design, construction, improvement, renovation and equipping of public buildings and facilities for the County, including but not limited to elections facilities, archives storage facilities, information technology equipment, administrative complex renovation and facility roof replacements, sheriff department vehicles and other equipment, detention facility, office of public safety vehicles, equipment and facilities, animal control facility, Franklin recreational facility, Fairview recreational facility, ball field facilities, Ag Expo Park and solid waste and sanitation facilities; (ii) acquisition of property real and personal appurtenant to the foregoing; (iii) payment of engineering, legal, fiscal and administrative costs incident to the foregoing (collectively, the "Project"); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the foregoing costs; (v) paying the principal and interest on any bond anticipation notes issued for the costs of the Project and costs of issuance related thereto; and (vi) payment of costs incident to the issuance and sale of the bonds authorized herein; there shall be issued bonds of the County in an aggregate principal amount of not to exceed \$23,000,000, which bonds shall bear interest at a rate or rates per annum not to exceed the maximum rate or rates permitted by Tennessee law, and shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County.

**BE IT FURTHER RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee that the County Clerk be, and is, hereby directed and instructed to cause the foregoing initial resolution relative to the issuance of not to exceed \$23,000,000 general obligation bonds to be published in full in a newspaper having a general circulation in the County, for one issue of said paper followed by the statutory notice, to-wit:

NOTICE

The foregoing resolution has been adopted. Unless within twenty (20) days from the date of publication hereof a petition signed by at least ten percent (10%) of the registered voters of the County shall have been filed with the County Clerk protesting the issuance of the bonds, such bonds will be issued as proposed.

Elaine H. Anderson, County Clerk

Adopted and approved this 10<sup>th</sup> day of October, 2016.

/s/ Dana Ausbrooks  
County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 4 Against: 0

Resolution No. 10-16-19 passed by unanimous recorded vote, 23 'Yes' and 0

'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-20

Commissioner Ausbrooks moved to accept Resolution No. 10-16-20, seconded by Commissioner Smith.

**RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND PAYMENT OF GENERAL OBLIGATION REFUNDING BONDS OF WILLIAMSON COUNTY, TENNESSEE; AND PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT OF DEBT SERVICE ON THE BONDS**

**WHEREAS**, Tennessee Code Annotated Sections 9-21-101 et seq. authorize Williamson County, Tennessee (the "County"), by resolution of the Board of County Commissioners (the "Governing Body"), to issue and sell bonds to refinance its outstanding bonds; and

**WHEREAS**, under current market conditions, the County can refinance all or a portion of its outstanding General Obligation Refunding Bonds, Series 2006, dated December 20, 2006 (the "2006 Bonds") by issuing refunding bonds

at lower interest rates and thereby reducing the County's debt service requirements; and

**WHEREAS**, said refunding bonds may not be issued on a tax-exempt basis under applicable federal tax laws until the 90th day preceding April 1, 2017, which is the first optional redemption date for the 2006 Bonds; and

**WHEREAS**, the plan of refunding for the 2006 Bonds has been submitted to the Director of State and Local Finance (the "State Director") as required by Section 9-21-903, Tennessee Code Annotated, as amended, and the State Director has acknowledged receipt thereof and reported thereon to the County, which report has been presented to the Governing Body; and

**WHEREAS**, the Governing Body intends to adopt this resolution for the purpose of authorizing the issuance, sale and payment of bonds to refinance the 2006 Bonds and providing for the levy of a tax for the payment of debt service on the new bonds.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee, as follows:

Authority. The bonds authorized by this resolution are issued pursuant to Tennessee Code Annotated Sections 9-21-101 et seq. and other applicable provisions of law.

Definitions. In addition to the terms defined in the preamble above, the following terms shall have the following meanings in this resolution unless the text expressly or by necessary implication requires otherwise:

"Bonds" means the General Obligation Refunding Bonds authorized to be issued by this Resolution.

"Book-Entry Form" or "Book-Entry System" means a form or system, as applicable, under which physical bond certificates in fully registered form are issued to a Depository, or to its nominee as Registered Owner, with the certificate of bonds being held by and "immobilized" in the custody of such Depository, and under which records maintained by persons, other than the County or the Registration Agent, constitute the written record that identifies, and records the transfer of, the beneficial "book-entry" interests in those bonds.

"Code" means the Internal Revenue Code of 1986, as amended, and all regulations promulgated thereunder.

"County Mayor" shall mean the County Mayor of the County.

"Depository" means any securities depository that is a clearing agency under federal laws operating and maintaining, with its participants or otherwise, a Book-Entry System, including, but not limited to, DTC.

"DTC" means the Depository Trust Company, a limited purpose company organized under the laws of the State of New York, and its successors and assigns.

"DTC Participant(s)" means securities brokers and dealers, banks, trust companies and clearing corporations that have access to the DTC System.

"Escrow Agent" means the escrow agent appointed by the County Mayor, or its successor.

“Municipal Advisor” for the Bonds authorized herein means Stephens Inc., Nashville, Tennessee.

“Refunding Escrow Agreement” shall mean the Refunding Escrow Agreement between the County and the Escrow Agent, in the form of the document attached hereto as Exhibit A.

“Registration Agent” means the registration and paying agent appointed by the County Mayor pursuant to the terms hereof, or any successor designated by the Governing Body.

“2006 Bonds” shall have the meaning ascribed in the preamble.

Compliance with Debt Management Policy. The Governing Body hereby finds that the issuance and sale of the Bonds, as proposed herein, is consistent with the County’s Debt Management Policy. The debt service costs on the Bonds will be less than the debt service on the Refunded Bonds. The estimated issuance costs associated with the Bonds are set forth in Section 9 hereof.

Authorization and Terms of the Bonds.

The Governing Body hereby authorizes the issuance of general obligation refunding bonds of the County (the “Bonds”) in an amount sufficient to provide for the refunding of the 2006 Bonds as set forth herein. The proceeds of the Bonds shall be used to refund all or a portion of the 2006 Bonds and pay bond issuance costs. The Bonds shall bear interest at fixed rates not to exceed the maximum rate permitted by applicable Tennessee law at the time of issuance of the Bonds, payable semiannually. The Bonds shall be issued initially in \$5,000 denominations or integral multiples thereof. The Bonds shall mature annually on dates and in principal amounts that correspond with the 2006 Bonds being refunded.

The Bonds shall not be subject to redemption prior to maturity at the option of the County.

The County Mayor is authorized to sell the Bonds, or any maturities thereof, as term bonds (“Term Bonds”) with mandatory redemption requirements. In the event any or all the Bonds are sold as Term Bonds, the County shall redeem Term Bonds on the established redemption dates, in the established aggregate principal amounts, at a price of par plus accrued interest thereon to the date of redemption. If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such mandatory redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which

prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and cancelled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

Notice of any call for redemption shall be given by the Registration Agent on behalf of the County not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the County pursuant to written instructions from an authorized representative of the County (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date (unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository, if applicable, or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

The Governing Body hereby authorizes and directs the County Mayor to appoint the Registration Agent for the Bonds and hereby authorizes the Registration Agent so appointed or the Registration Agent for the Bonds to maintain Bond registration records with respect to the Bonds, to authenticate and deliver the Bonds as provided herein, either at original issuance or upon transfer, to effect transfers of the Bonds, to give all notices of redemption as required herein, to make all payments of principal and interest with respect to the Bonds as provided herein, to cancel and destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer, to furnish the County at least annually a certificate of destruction with respect to Bonds cancelled and destroyed, and to furnish the County at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds. The County Mayor is hereby authorized to execute and the

County Clerk is hereby authorized to attest such written agreement between the County and the Registration Agent as they shall deem necessary and proper with respect to the obligations, duties and rights of the Registration Agent. The payment of all reasonable fees and expenses of the Registration Agent for the discharge of its duties and obligations hereunder or under any such agreement is hereby authorized and directed.

The Bonds shall be payable, both principal and interest, in lawful money of the United States of America at the main office of the Registration Agent. The Registration Agent shall make all interest payments with respect to the Bonds by check or draft on each interest payment date directly to the registered owners as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by depositing said payment in the United States mail, postage prepaid, addressed to such owners at their addresses shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the County in respect of such Bonds to the extent of the payments so made. Payment of principal of and premium, if any, on the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable. Unless otherwise designated by the County Mayor, all rates of interest specified herein shall be computed on the basis of a 360 day year composed of twelve months of 30 days each. In the event the Bonds are no longer registered in the name of DTC, or a successor Depository, if requested by the Owner of at least \$1,000,000 in aggregate principal amount of the Bonds, payment of interest on such Bonds shall be paid by wire transfer to a bank within the continental United States or deposited to a designated account if such account is maintained with the Registration Agent and written notice of any such election and designated account is given to the Registration Agent prior to the record date.

Any interest on any Bond that is payable but is not punctually paid or duly provided for on any interest payment date (hereinafter "Defaulted Interest") shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such Defaulted Interest shall be paid by the County to the persons in whose names the Bonds are registered at the close of business on a date (the "Special Record Date") for the payment of such Defaulted Interest, which shall be fixed in the following manner: the County shall notify the Registration Agent in writing of the amount of Defaulted Interest proposed to be paid on each Bond and the date of the proposed payment, and at the same time the County shall deposit with the Registration Agent an amount of money equal to the aggregate amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Registration Agent for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the persons entitled to such Defaulted Interest as in this Section provided. Thereupon, not less than ten (10) days after the receipt by the Registration Agent of the notice of the proposed payment, the Registration Agent shall fix a Special Record Date for the payment of such Defaulted Interest which date shall be not more than fifteen (15) nor less than ten (10) days prior to the date of the proposed payment to the registered Owners. The Registration Agent shall promptly notify the County of such Special Record Date and, in the name and at the expense of the County, not less than ten (10) days prior to such Special Record Date, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first-class postage prepaid, to each registered owner at the address thereof as it appears in the Bond registration records maintained by the Registration Agent as of the date of such notice. Nothing contained in this Section or in the Bonds shall impair any statutory or other rights in law or in equity of any registered owner arising as a result of the failure of the County to punctually pay or duly provide for the payment of principal of, premium, if any, and interest on the Bonds when due.

The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in \$5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the publication of notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the County to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

The Bonds shall be executed in such manner as may be prescribed by applicable law, in the name, and on behalf, of the County with the signature of the County Mayor and the attestation of the County Clerk.

Except as otherwise provided in this resolution, the Bonds shall be registered in the name of Cede & Co., as nominee of DTC, which will act as securities depository for the Bonds. References in this Section to a Bond or the Bonds shall be construed to mean the Bond or the Bonds that are held under the Book-Entry System. One Bond for each maturity shall be issued to DTC and immobilized in its custody or a custodian of DTC. The Bond Registrar is a custodian and agent for DTC, and the Bond will be immobilized in its custody. A Book-Entry System shall be employed, evidencing ownership of the Bonds in authorized denominations, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants pursuant to rules and procedures established by DTC.

Each DTC Participant shall be credited in the records of DTC with the amount of such DTC Participant's interest in the Bonds. Beneficial ownership interests in the Bonds may be purchased by or through DTC Participants. The holders of these beneficial ownership interests are hereinafter referred to as the "Beneficial Owners." The Beneficial Owners shall not receive the Bonds representing their beneficial ownership interests. The ownership interests of each Beneficial Owner shall be recorded through the records of the DTC Participant from which such Beneficial Owner purchased its Bonds. Transfers of ownership interests in the Bonds shall be accomplished by book entries made by DTC and, in turn, by DTC Participants acting on behalf of Beneficial Owners. SO LONG AS CEDE & CO., AS NOMINEE FOR DTC, IS THE REGISTERED OWNER OF THE BONDS, THE REGISTRATION AGENT SHALL TREAT CEDE & CO. AS THE ONLY HOLDER OF THE BONDS FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS, RECEIPT OF NOTICES, VOTING AND REQUESTING OR DIRECTING THE REGISTRATION AGENT TO

TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THIS RESOLUTION.

Payments of principal, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid by the Registration Agent directly to DTC or its nominee, Cede & Co., as provided in the Letter of Representation relating to the Bonds from the County and the Registration Agent to DTC (the "Letter of Representation"). DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners. The County and the Registration Agent shall not be responsible or liable for payment by DTC or DTC Participants for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants.

In the event that (1) DTC determines not to continue to act as securities depository for the Bonds, or (2) the County determines that the continuation of the Book-Entry System of evidence and transfer of ownership of the Bonds would adversely affect their interests or the interests of the Beneficial Owners of the Bonds, then the County shall discontinue the Book-Entry System with DTC or, upon request of such original purchaser, deliver the Bonds to the original purchaser in the form of fully-registered Bonds, as the case may be. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully-registered Bonds to each Beneficial Owner. If the purchaser(s) certifies that it intends to hold the Bonds for its own account, then the County may issue certificated Bonds without the utilization of DTC and the Book-Entry System.

THE COUNTY AND THE REGISTRATION AGENT SHALL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO ANY PARTICIPANT OR ANY BENEFICIAL OWNER WITH RESPECT TO (i) THE BONDS; (ii) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DTC PARTICIPANT; (iii) THE PAYMENT BY DTC OR ANY DTC PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE BONDS; (iv) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC OR ANY DTC PARTICIPANT OF ANY NOTICE DUE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED UNDER THE TERMS OF THIS RESOLUTION TO BE GIVEN TO BENEFICIAL OWNERS; (v) THE SELECTION OF BENEFICIAL OWNERS TO RECEIVE PAYMENTS IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (vi) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC OR ITS NOMINEE, CEDE & CO., AS OWNER.

The Registration Agent is hereby authorized to take such action as may be necessary from time to time to qualify and maintain the Bonds for deposit with DTC, including but not limited to, wire transfers of interest and principal payments with respect to the Bonds, utilization of electronic book entry data received from DTC in place of actual delivery of Bonds and provision of notices with respect to Bonds registered by DTC (or any of its designees identified to the Registration Agent) by overnight delivery, courier service, telegram, telecopy or other similar means of communication. No such arrangements with DTC may adversely affect the interest of any of the owners of the Bonds; provided, however, that the Registration Agent shall not be liable with respect to any such arrangements it may make pursuant to this Section.

The Registration Agent is hereby authorized to authenticate and deliver the Bonds to the original purchaser, upon receipt by the County of the proceeds of the sale thereof and to authenticate and deliver Bonds in exchange for Bonds of the same principal amount delivered for transfer upon receipt of the Bond(s) to be transferred in proper form with proper documentation as hereinabove described. The Bonds shall not

be valid for any purpose unless authenticated by the Registration Agent by the manual signature of an officer thereof on the certificate set forth herein on the Bond form.

In case any Bond shall become mutilated, or be lost, stolen, or destroyed, the County, in its discretion, shall issue, and the Registration Agent, upon written direction from the County, shall authenticate and deliver, a new Bond of like tenor, amount, maturity and date, in exchange and substitution for, and upon the cancellation of, the mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond, or if any such Bond shall have matured or shall be able to mature, instead of issuing a substituted Bond the County may pay or authorize payment of such Bond without surrender thereof. In every case, the applicant shall furnish evidence satisfactory to the County and the Registration Agent of the destruction, theft or loss of such Bond, and indemnify satisfactory to the County and the Registration Agent; and the County may charge the applicant for the issue of such new Bond an amount sufficient to reimburse the County for the expense incurred by it in the issue thereof.

Source of Payment. The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of debt service on the Bonds, the full faith and credit of the County are hereby irrevocably pledged.

Form of Bonds. The Bonds shall be in substantially the following form, the omissions to be appropriate completed when the Bonds are prepared and delivered:

(Form of Bond)

REGISTERED            REGISTERED  
Number \_\_\_\_\_ \$ \_\_\_\_\_

UNITED STATES OF AMERICA  
STATE OF TENNESSEE  
COUNTY OF WILLIAMSON  
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2017A

Interest Rate:            Maturity Date:            Date of Bond:            CUSIP No.:

Registered Owner:

Principal Amount:

FOR VALUE RECEIVED, Williamson County, Tennessee (the "County") hereby promises to pay to the registered owner hereof, hereinabove named, or registered assigns, in the manner hereinafter provided, the principal amount hereinabove set forth on the maturity date hereinabove set forth (or upon earlier redemption as set forth herein), and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on said principal amount at the annual rate interest hereinabove set forth from the date hereof until said maturity date or redemption date, said interest being payable on \_\_\_\_\_, and semi-annually thereafter on the first day of \_\_\_\_\_ and \_\_\_\_\_ in each year until this Bond matures or is redeemed. The principal hereof and interest hereon are payable in lawful money of the United States of America by check or draft at the principal corporate trust office of \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, as registration and agent and paying agent (the "Registration Agent"). The Registration Agent shall make all interest payments with respect to this Bond on each interest payment date directly to the registered owner hereof shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by check or draft mailed to such owner at such owner's address shown on said Bond registration records, without, except for final payment, the

presentation or surrender of this Bond, and all such payments shall discharge the obligations of the County to the extent of the payments so made. Any such interest not so punctually paid or duly provided for on any interest payment date shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such defaulted interest shall be payable to the person in whose name this Bond is registered at the close of business on the date (the "Special Record Date") for payment of such defaulted interest to be fixed by the Registration Agent, notice of which shall be given to the owners of the Bonds of the issue of which this Bond is one not less than ten (10) days prior to such Special Record Date. Payment of principal of this Bond shall be made when due upon presentation and surrender of this Bond to the Registration Agent.

Except as otherwise provided herein or in the Resolution, as hereinafter defined, this Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds of the series of which this Bond is one. One Bond for each maturity of the Bonds shall be issued to DTC and immobilized in its custody. A book-entry system shall be employed, evidencing ownership of the Bonds in \$5,000 denominations, or multiples thereof, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants, as defined in the Resolution, pursuant to rules and procedures established by DTC. So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the County and the Registration Agent shall treat Cede & Co. as the only owner of the Bonds for all purposes under the Resolution, including receipt of all principal and maturity amounts of, premium, if any, and interest on the Bonds, receipt of notices, voting and requesting or taking or not taking, or consenting to, certain actions hereunder. Payments of principal, maturity amounts, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid directly to DTC or its nominee, Cede & Co. DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners, as defined in the Resolution. Neither the County nor the Registration Agent shall be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants. In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect its interests or the interests of the Beneficial Owners of the Bonds, the County may discontinue the book-entry system with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully-registered Bonds to each Beneficial Owner. Neither the County nor the Registration Agent shall have any responsibility or obligations to DTC Participant or any Beneficial Owner with respect to (i) the Bonds; (ii) the accuracy or any records maintained by DTC or any DTC Participant; (iii) the payment by DTC or any DTC Participant of any amount due to any Beneficial Owner in respect of the principal or maturity amounts of and interest on the Bonds; (iv) the delivery or timeliness of delivery by DTC or any DTC Participant of any notice due to any Beneficial Owner that is required or permitted under the terms of the Resolution to be given to Beneficial Owners; (v) the selection of Beneficial Owners to receive payments in the event of any partial redemption of the Bonds; or (vi) any consent given or other action taken by DTC, or its nominee, Cede & Co., as owner.

Bonds of the issue of which this Bond is one are not subject to redemption prior to maturity at the option of the County.

Subject to the credit hereinafter provided, the County shall redeem Bonds maturing \_\_\_\_\_ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts

set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

Final Maturity	Redemption Date	Principal Amount of Bonds Redeemed
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**\*Final Maturity**

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and cancelled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

Notice of any call for redemption shall be given by the Registration Agent not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for the redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC

Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant will not affect the validity of such redemption. From and after any redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth in the Resolution, as hereafter defined. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the [Depository or the] affected Bondholders that the redemption did not occur and that the Bond called for redemption and not so paid remain outstanding.

This Bond is transferable by the registered owner hereof in person or by such owner's attorney duly authorized in writing at the principal corporate trust office of the Registration Agent set forth on the front side hereof, but only in the manner, subject to limitations and upon payment of the charges provided in the Resolution, as hereafter defined, and upon surrender and cancellation of this Bond. Upon such transfer, a new Bond or Bonds of authorized denominations of the same maturity and interest rate for the same aggregate principal amount will be issued to the transferee in exchange therefor. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bond shall be overdue. Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in authorized denomination or denominations, upon the terms set forth in the Resolution. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular Record Date or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor during a period following the receipt of instructions from the County to call such Bond for redemption.

This Bond is one of a total authorized issue aggregating \$\_\_\_\_\_ and issued by the County to refund its General Obligation Refunding Bonds, Series 2006 and pay bond issuance costs, pursuant to 9-21-101 et seq., Tennessee Code Annotated, and pursuant to a resolution adopted by the Board of County Commissioners of the County on October 10, 2016 (the "Resolution").

The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of the principal of, premium, if any, and interest on the Bonds, the full faith and credit of the County are hereby irrevocably pledged.

This Bond and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) inheritance, transfer and estate taxes, (b) Tennessee excise taxes on interest on the Bond during the period the Bond is held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (c) Tennessee franchise taxes by reason of the inclusion of the book value of the Bond in Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

It is hereby certified, recited, and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Bond, together with all other indebtedness

of the County, does not exceed any limitation prescribed by the constitution and statutes of the State of Tennessee.

IN WITNESS WHEREOF, the County has caused this Bond to be signed by its County Mayor and attested by its County Clerk under the corporate seal of the County, all as of the date hereinabove set forth.

WILLIAMSON COUNTY, TENNESSEE

By:  
County Mayor

(SEAL)

ATTESTED:

County Clerk

Transferable and payable at the principal corporate trust office of:

,

Date of Registration:

This Bond is one of the issue of Bonds issued pursuant to the Resolution hereinabove described.

Registration Agent

By:  
Authorized Officer

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto \_\_\_\_\_, whose address is \_\_\_\_\_ (Please insert Federal Identification or Social Security Number of Assignee \_\_\_\_\_), the within Bond of Williamson County, Tennessee, and does hereby irrevocably constitute and appoint \_\_\_\_\_, attorney, to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

Dated:

NOTICE: The signature to this assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature guaranteed:

NOTICE: Signature(s) must be guaranteed  
by a member firm of a Medallion Program  
acceptable to the Registration Agent

**Levy of Tax.** The County, through its Governing Body, shall annually levy and collect a tax upon all taxable property within the County, in addition to all other taxes authorized by law, sufficient to pay the debt service on the Bonds when due; and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay debt service coming due on the Bonds in said year. At any time when there are insufficient funds from this tax levy on hand to pay debt service coming due, the County shall pay such debt service from current funds of the County and then reimburse itself out of the taxes hereby provided to be levied, when such taxes shall have been collected. The County may reduce the tax levy to the extent it directly appropriates other funds, taxes or revenues of the County to the payment of debt service on the Bonds.

**Sale of Bonds.**

The Bonds shall be offered for competitive public sale at a price of not less than 99% of par, plus accrued interest, as shall be determined by the County Mayor, in consultation with the Municipal Advisor. The County Mayor is authorized to award the Bonds to the bidder whose bid results in the lowest true interest cost to the County. The award of the Bonds by the County Mayor to the lowest bidder shall be binding on the County, and no further action of the Governing Body with respect thereto shall be required.

The County Mayor is authorized to (i) establish and/or change the date and designation of the Bonds; (ii) establish the semiannual interest payment dates and the annual principal payment dates; (iii) establish the annual principal amounts of the Bonds consistent with the parameters set forth in Section 4(a); (iv) adjust the optional redemption provisions by providing for the right of the County to optionally redeem the Bonds; and (v) select the maturities of the 2006 Bonds (and portions thereof) to be refunded.

The County Mayor is authorized to sell the Bonds simultaneously with any other bonds or notes authorized by resolution or resolutions of the Governing Body.

The County Mayor and County Clerk are authorized to cause the Bonds to be authenticated and delivered by the Registration Agent to the successful bidder and to execute, publish, and deliver all certificates and documents, including an official statement and closing certificates, as they shall deem necessary in connection with the sale and delivery of the Bonds. The County Mayor is hereby authorized to enter into a contract with the Municipal Advisor, for Municipal Advisory services in connection with the sale of the Bonds and to enter into a contract with Bass, Berry & Sims PLC to serve as bond counsel in connection with the Bonds, and all actions heretofore taken by the officers of the County in that regard are hereby ratified and approved.

**Disposition of Bond Proceeds.** The proceeds of the sale of the Bonds shall first be transferred to the Escrow Agent under the Refunding Escrow Agreement in an amount which, together with any legally available funds of the County identified by the County Mayor to be directed to the redemption of the refunded 2006 Bonds, is sufficient to retire the refunded 2006 Bonds through April 1, 2017. The remainder of the proceeds of the sale of the Bonds shall be used to pay bond issuance costs. The following is an estimate of the costs of issuance of the Bonds:

Cost	Amount
Bond Counsel	\$17,500

Financial Advisor	25,000
Credit Ratings	13,500
POS/OS Printing/Distribution	2,000
Miscellaneous	1,200
Paying Agent	400
Escrow Agent	400
TOTAL	\$60,000

Refunding Escrow Agreement. For the purpose of providing for the payment of the refunded 2006 Bonds, the County Mayor is hereby authorized and directed to execute and the County Clerk to attest on behalf of the County the Refunding Escrow Agreement with the Escrow Agent and to deposit with the Escrow Agent the amounts described in Section 9. The form of the Refunding Escrow Agreement presented to this meeting and attached hereto as Exhibit A is hereby approved and the County Mayor and the County Clerk are hereby authorized and directed to execute and deliver the Refunding Escrow Agreement on behalf of the County in substantially the form thereof presented to this meeting, or with such changes as may be approved by the County Mayor and County Clerk, their execution thereof to constitute conclusive evidence of their approval of all such changes. The Escrow Agent is hereby authorized and directed to hold and administer all funds deposited in trust for the payment when due of principal of, premium, if any, and interest on the refunded 2006 Bonds and to exercise such duties as set forth in the Refunding Escrow Agreement.

Notices of Refunding and Prepayment. The officers of the County are hereby authorized and directed to give all notices relating to the refunding of the 2006 Bonds as they may deem necessary or appropriate.

Official Statement; Continuing Disclosure Agreement.

The officers of the County are hereby authorized and directed to provide for the preparation and distribution of a Preliminary Official Statement and Official Statement describing the Bonds in accordance with the requirements of Rule 15c2-12©(3) of the Securities and Exchange Commission (the "Rule"). The officers of the County are authorized, on behalf of the County, to deem the Preliminary Official Statement and the Official Statement in final form, each to be final as of its date within the meaning of the Rule. Notwithstanding the foregoing, no Official Statement is required to be prepared if the Rule does not require it.

The County hereby covenants and agrees that it will provide annual financial information and material event notices if and as required by the Rule. The County Mayor is authorized to execute at the Closing of the sale of the Bonds a continuing disclosure agreement satisfying the requirements of the Rule. Failure of the County to comply with the continuing disclosure agreement shall not be a default hereunder, but any such failure shall entitle the owner or owners of any of the Bonds to take such actions and to initiate such proceedings as shall be necessary and appropriate to cause the County to comply with the agreement, including the remedies of mandamus and specific performance.

Federal Tax Matters.

The Bonds will be issued as federally tax-exempt bonds. The County hereby covenants that it will not use, or permit the use of, any proceeds of the Bonds in a manner that would cause the Bonds to be subjected to treatment under Section 148 of the Code, and applicable regulations thereunder, as an "arbitrage bond". To that end, the County shall comply with applicable regulations adopted under said Section 148. The County further covenants with the registered owners from time to time of the Bonds that it will,

throughout the term of the Bonds and through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code, comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on the Bonds shall be and continue to be excluded from gross income for federal income tax purposes under Section 103 of the Code.

It is reasonably expected that the County will reimburse itself for certain expenditures made by it in connection with the Projects by issuing the Bonds. This resolution shall be placed in the minutes of the Governing Body and shall be made available for inspection by the general public at the office of the Governing Body. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

The appropriate officers of the County are authorized and directed, on behalf of the County, to execute and deliver all such certificates and documents that may be required of the County in order to comply with the provisions of this Section related to the issuance of the Bonds.

**Discharge and Satisfaction of Bonds.** If the County shall pay and discharge the indebtedness evidenced by any series of the Bonds in any one or more of the following ways, to wit:

By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers (an "Agent"; which agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Defeasance Obligations, as hereafter defined, the principal of and interest on which, when due and payable, will provide sufficient moneys to pay or redeem such Bonds and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice);

By delivering such Bonds to the Registration Agent for cancellation by it;

and if the County shall also pay or cause to be paid all other sums payable hereunder by the County with respect to such Bonds, or make adequate provision therefor, and by resolution of the Governing Body instruct any such Escrow Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on such Bonds when due, then and in that case the indebtedness evidenced by such Bonds shall be discharged and satisfied and all covenants, agreements and obligations of the County to the holders of such Bonds shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Defeasance Obligations deposited as aforesaid.

Except as otherwise provided in this Section, neither Defeasance Obligations nor moneys deposited with the Registration Agent pursuant to this Section nor principal or interest payments on any such Defeasance Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and

interest on said Bonds; provided that any cash received from such principal or interest payments on such Defeasance Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the County as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Defeasance Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on said Bonds on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the County, as received by the Registration Agent. For the purposes of this Section, Defeasance Obligations shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America; provided that such obligations, at the time of the purchase thereof, are permitted investments under Tennessee law for the purposes described in this Section, and provide further that such obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

Resolution a Contract. The provisions of this resolution shall constitute a contract between the County and the registered owners of the Bonds, and after the issuance of the Bonds, no change, variation or alteration of any kind in the provisions of this resolution shall be made in any manner until such time as the Bonds and interest due thereon shall have been paid in full.

Authorization of Additional Actions. The officers of the County are hereby authorized and directed to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of and intent of this Resolution.

Separability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Repeal of Conflicting Resolutions and Effective Date. All other resolutions and orders, or parts thereof in conflict with the provisions of this resolution, are, to the extent of such conflict, hereby repealed and this resolution shall be in immediate effect from and after its adoption.

Duly adopted and approved on October 10, 2016.

/s/ Dana Ausbrooks  
County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Education Committee	For: <u>  6  </u>	Against: <u>  0  </u>
Budget Committee	For: <u>  4  </u>	Against: <u>  0  </u>

\*Attachments on file in Clerk’s Office

Resolution No. 10-16-20 passed by unanimous recorded vote, 23 ‘Yes’ and 0 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-21

Commissioner Ausbrooks moved to accept Resolution No. 10-16-21, seconded by Commissioner Little.

**RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND PAYMENT OF COUNTY DISTRICT SCHOOL BONDS OF WILLIAMSON COUNTY, TENNESSEE IN AN AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$54,400,000; AND PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT OF DEBT SERVICE ON THE BONDS**

**WHEREAS**, Tennessee Code Annotated Sections 49-3-1001 et seq. authorize Williamson County, Tennessee (the “County”), by resolution of the Board of County Commissioners (the “Governing Body”), to issue and sell bonds to finance capital projects for public schools; and

**WHEREAS**, the Governing Body hereby determines that it is necessary and advisable to issue county district school bonds for the purpose of providing funds for the design, construction, renovation and equipping of County K-8 schools, including but not limited to Thompson’s Station K-8 and Northern K-8; (ii) acquisition of property real and personal appurtenant to the foregoing; (iii) payment of engineering, legal, fiscal and administrative costs incident to the foregoing (collectively, the “Projects”); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the foregoing costs; and (v) payment of costs incident to the issuance and sale of the bonds authorized herein; and

**WHEREAS**, the Governing Body intends to adopt this resolution for the purpose of authorizing the issuance, sale and payment of not to exceed \$54,400,000 in aggregate principal amount of bonds for the above-described purposes, and providing for the levy of a tax for the payment of debt service thereon.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee, as follows:

Section 1. Authority. The bonds authorized by this resolution are issued pursuant to Tennessee Code Annotated Sections 49-3-1001 et seq. and other applicable provisions of law.

Section 2. Definitions. In addition to the terms defined in the preamble above, the following terms shall have the following meanings in this resolution unless the text expressly or by necessary implication requires otherwise:

(a) “Bonds” means the county district school bonds authorized to be issued by this Resolution.

(b) “Book-Entry Form” or “Book-Entry System” means a form or system, as applicable, under which physical bond certificates in fully registered form are issued to a Depository, or to its nominee as Registered Owner, with the certificate of bonds being held by and “immobilized” in the custody of such Depository, and under which records maintained by persons, other than the County or the Registration Agent, constitute the written record that identifies, and records the transfer of, the beneficial “book-entry” interests in those bonds.

(c) “Code” means the Internal Revenue Code of 1986, as amended, and all regulations promulgated thereunder.

(d) “County Mayor” shall mean the County Mayor of the County.

(e) “Depository” means any securities depository that is a clearing agency under federal laws operating and maintaining, with its participants or otherwise, a Book-Entry System, including, but not limited to, DTC.

(f) “DTC” means the Depository Trust Company, a limited purpose company organized under the laws of the State of New York, and its successors and assigns.

(g) “DTC Participant(s)” means securities brokers and dealers, banks, trust companies and clearing corporations that have access to the DTC System.

(h) “Municipal Advisor” for the Bonds authorized herein means Stephens Inc., Nashville, Tennessee.

(i) “Projects” shall have the meaning ascribed in the preamble.

(j) “Registration Agent” means the registration and paying agent appointed by the County Mayor pursuant to the terms hereof, or any successor designated by the Governing Body.

Section 3. Compliance with Debt Management Policy. The Governing Body hereby finds that the issuance and sale of the Bonds, as proposed herein, is consistent with the County’s Debt Management Policy. The estimated debt service costs and costs of issuance of the Bonds are set forth in Sections 4 and 9 below.

Section 4. Authorization and Terms of the Bonds.

(a) The Governing Body hereby authorizes the issuance of county district school bonds of the County (the “Bonds”) in an aggregate principal amount of not to exceed \$54,400,000. The proceeds of the Bonds shall be used to pay the costs of the Projects, reimburse the County for the prior payment of such costs (if applicable) and pay bond issuance costs. The Bonds shall bear interest at fixed rates not to exceed the maximum rate permitted by applicable Tennessee law at the time of issuance of the Bonds, payable semiannually. The Bonds shall be issued initially in \$5,000 denominations or integral multiples thereof.

(b) Subject to the adjustments permitted by Section 8(c), the Bonds shall mature each April 1, either serially or through mandatory redemption, in the years and amounts provided in the table below. The interest amounts set forth below are estimates and are included herein solely for purpose of presenting estimated debt service costs as contemplated by the County’s debt management policies. Actual principal and interest payments will depend upon market conditions on the date on which the Bonds are competitively bid and the structure of the winning bid, as described in Section 8.

Date	Principal	Interest	Total P+I
04/01/2017	-	480,044.11	480,044.11
04/01/2018	1,000,000.00	1,270,705.00	2,270,705.00
04/01/2019	2,365,000.00	1,260,705.00	3,625,705.00
04/01/2020	2,390,000.00	1,234,690.00	3,624,690.00
04/01/2021	2,420,000.00	1,206,010.00	3,626,010.00
04/01/2022	2,450,000.00	1,174,550.00	3,624,550.00
04/01/2023	2,485,000.00	1,140,250.00	3,625,250.00
04/01/2024	2,525,000.00	1,101,732.50	3,626,732.50
04/01/2025	2,570,000.00	1,058,807.50	3,628,807.50
04/01/2026	2,615,000.00	1,012,547.50	3,627,547.50
04/01/2027	2,665,000.00	962,862.50	3,627,862.50
04/01/2028	2,720,000.00	904,232.50	3,624,232.50
04/01/2029	2,790,000.00	836,232.50	3,626,232.50
04/01/2030	2,865,000.00	762,297.50	3,627,297.50
04/01/2031	2,945,000.00	682,077.50	3,627,077.50
04/01/2032	3,030,000.00	596,672.50	3,626,672.50
04/01/2033	3,120,000.00	507,287.50	3,627,287.50
04/01/2034	3,210,000.00	413,687.50	3,623,687.50
04/01/2035	3,310,000.00	317,387.50	3,627,387.50
04/01/2036	3,410,000.00	216,432.50	3,626,432.50
04/01/2037	3,515,000.00	110,722.50	3,625,722.50
<b>Total</b>	<b>\$54,400,000.00</b>	<b>\$17,249,934.11</b>	<b>\$71,649,934.11</b>

(c) The Bonds shall be subject to redemption prior to maturity at the option of the County at any time on or after April 1, 2027, at a price of par plus accrued interest to the redemption date. If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be selected by the Governing Body in its discretion. If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

(d) The County Mayor is authorized to sell the Bonds, or any maturities thereof, as term bonds ("Term Bonds") with mandatory redemption requirements. In the event any or all the Bonds are sold as Term Bonds, the County shall redeem Term Bonds on the established redemption dates, in the established aggregate principal amounts, at a price of par plus accrued interest thereon to the date of redemption. If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

At its option, to be exercised on or before the forty-fifth (45<sup>th</sup>) day next preceding any such mandatory redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and cancelled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45<sup>th</sup>) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

Notice of any call for redemption shall be given by the Registration Agent on behalf of the County not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the County pursuant to written instructions from an authorized representative of the County (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date (unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository, if applicable, or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

(e) The Governing Body hereby authorizes and directs the County Mayor to appoint the Registration Agent for the Bonds and hereby authorizes the Registration Agent so appointed or the Registration Agent for the Bonds to maintain Bond registration records with respect to the Bonds, to authenticate and deliver the Bonds as provided herein, either at original issuance or upon transfer, to effect transfers of the Bonds, to give all notices of redemption as required herein, to make all payments of principal and interest with respect to the Bonds as provided herein, to cancel and

destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer, to furnish the County at least annually a certificate of destruction with respect to Bonds cancelled and destroyed, and to furnish the County at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds. The County Mayor is hereby authorized to execute and the County Clerk is hereby authorized to attest such written agreement between the County and the Registration Agent as they shall deem necessary and proper with respect to the obligations, duties and rights of the Registration Agent. The payment of all reasonable fees and expenses of the Registration Agent for the discharge of its duties and obligations hereunder or under any such agreement is hereby authorized and directed.

(f) The Bonds shall be payable, both principal and interest, in lawful money of the United States of America at the main office of the Registration Agent. The Registration Agent shall make all interest payments with respect to the Bonds by check or draft on each interest payment date directly to the registered owners as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by depositing said payment in the United States mail, postage prepaid, addressed to such owners at their addresses shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the County in respect of such Bonds to the extent of the payments so made. Payment of principal of and premium, if any, on the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable. Unless otherwise designated by the County Mayor, all rates of interest specified herein shall be computed on the basis of a 360 day year composed of twelve months of 30 days each. In the event the Bonds are no longer registered in the name of DTC, or a successor Depository, if requested by the Owner of at least \$1,000,000 in aggregate principal amount of the Bonds, payment of interest on such Bonds shall be paid by wire transfer to a bank within the continental United States or deposited to a designated account if such account is maintained with the Registration Agent and written notice of any such election and designated account is given to the Registration Agent prior to the record date.

(g) Any interest on any Bond that is payable but is not punctually paid or duly provided for on any interest payment date (hereinafter "Defaulted Interest") shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such Defaulted Interest shall be paid by the County to the persons in whose names the Bonds are registered at the close of business on a date (the "Special Record Date") for the payment of such Defaulted Interest, which shall be fixed in the following manner: the County shall notify the Registration Agent in writing of the amount of Defaulted Interest proposed to be paid on each Bond and the date of the proposed payment, and at the same time the County shall deposit with the Registration Agent an amount of money equal to the aggregate amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Registration Agent for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the persons entitled to such Defaulted Interest as in this Section provided. Thereupon, not less than ten (10) days after the receipt by the Registration Agent of the notice of the proposed payment, the Registration Agent shall fix a Special Record Date for the payment of such Defaulted Interest which date shall be not more than fifteen (15) nor less than ten (10) days prior to the date of the proposed payment to the registered Owners. The Registration Agent shall promptly notify the County of such Special Record Date and, in the name and at the expense of the County, not less than ten (10) days prior to such Special Record Date, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first-class postage prepaid, to each

registered owner at the address thereof as it appears in the Bond registration records maintained by the Registration Agent as of the date of such notice. Nothing contained in this Section or in the Bonds shall impair any statutory or other rights in law or in equity of any registered owner arising as a result of the failure of the County to punctually pay or duly provide for the payment of principal of, premium, if any, and interest on the Bonds when due.

(h) The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in \$5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the publication of notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the County to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

(i) The Bonds shall be executed in such manner as may be prescribed by applicable law, in the name, and on behalf, of the County with the signature of the County Mayor and the attestation of the County Clerk.

(j) Except as otherwise provided in this resolution, the Bonds shall be registered in the name of Cede & Co., as nominee of DTC, which will act as securities depository for the Bonds. References in this Section to a Bond or the Bonds shall be construed to mean the Bond or the Bonds that are held under the Book-Entry System. One Bond for each maturity shall be issued to DTC and immobilized in its custody or a custodian of DTC. The Bond Registrar is a custodian and agent for DTC, and the Bond will be immobilized in its custody. A Book-Entry System shall be employed, evidencing ownership of the Bonds in authorized denominations, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants pursuant to rules and procedures established by DTC.

Each DTC Participant shall be credited in the records of DTC with the amount of such DTC Participant's interest in the Bonds. Beneficial ownership interests in the Bonds may be purchased by or through DTC Participants. The holders of these beneficial ownership interests are hereinafter referred to as the "Beneficial Owners." The Beneficial Owners shall not receive the Bonds representing their beneficial ownership interests. The ownership interests of each Beneficial Owner shall be recorded through the records of the DTC Participant from which such Beneficial Owner purchased its Bonds. Transfers of ownership interests in the Bonds shall be accomplished by book entries made by DTC and, in turn, by DTC Participants acting on

behalf of Beneficial Owners. SO LONG AS CEDE & CO., AS NOMINEE FOR DTC, IS THE REGISTERED OWNER OF THE BONDS, THE REGISTRATION AGENT SHALL TREAT CEDE & CO. AS THE ONLY HOLDER OF THE BONDS FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS, RECEIPT OF NOTICES, VOTING AND REQUESTING OR DIRECTING THE REGISTRATION AGENT TO TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THIS RESOLUTION.

Payments of principal, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid by the Registration Agent directly to DTC or its nominee, Cede & Co., as provided in the Letter of Representation relating to the Bonds from the County and the Registration Agent to DTC (the "Letter of Representation"). DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners. The County and the Registration Agent shall not be responsible or liable for payment by DTC or DTC Participants for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants.

In the event that (1) DTC determines not to continue to act as securities depository for the Bonds, or (2) the County determines that the continuation of the Book-Entry System of evidence and transfer of ownership of the Bonds would adversely affect their interests or the interests of the Beneficial Owners of the Bonds, then the County shall discontinue the Book-Entry System with DTC or, upon request of such original purchaser, deliver the Bonds to the original purchaser in the form of fully-registered Bonds, as the case may be. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully-registered Bonds to each Beneficial Owner. If the purchaser(s) certifies that it intends to hold the Bonds for its own account, then the County may issue certificated Bonds without the utilization of DTC and the Book-Entry System.

THE COUNTY AND THE REGISTRATION AGENT SHALL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO ANY PARTICIPANT OR ANY BENEFICIAL OWNER WITH RESPECT TO (i) THE BONDS; (ii) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DTC PARTICIPANT; (iii) THE PAYMENT BY DTC OR ANY DTC PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE BONDS; (iv) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC OR ANY DTC PARTICIPANT OF ANY NOTICE DUE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED UNDER THE TERMS OF THIS RESOLUTION TO BE GIVEN TO BENEFICIAL OWNERS; (v) THE SELECTION OF BENEFICIAL OWNERS TO RECEIVE PAYMENTS IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (vi) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC OR ITS NOMINEE, CEDE & CO., AS OWNER.

(k) The Registration Agent is hereby authorized to take such action as may be necessary from time to time to qualify and maintain the Bonds for deposit with DTC, including but not limited to, wire transfers of interest and principal payments with respect to the Bonds, utilization of electronic book entry data received from DTC in place of actual delivery of Bonds and provision of notices with respect to Bonds registered by DTC (or any of its designees identified to the Registration Agent) by overnight delivery, courier service, telegram, telecopy or other similar means of communication. No such arrangements with DTC may adversely affect the interest of any of the owners of the Bonds; provided, however, that the Registration Agent shall not be liable with respect to any such arrangements it may make pursuant to this Section.

(l) The Registration Agent is hereby authorized to authenticate and deliver the Bonds to the original purchaser, upon receipt by the County of the proceeds of the sale thereof and to authenticate and deliver Bonds in exchange for Bonds of the same principal amount delivered for transfer upon receipt of the Bond(s) to be transferred in proper form with proper documentation as hereinabove described. The Bonds shall not be valid for any purpose unless authenticated by the Registration Agent by the manual signature of an officer thereof on the certificate set forth herein on the Bond form.

(m) In case any Bond shall become mutilated, or be lost, stolen, or destroyed, the County, in its discretion, shall issue, and the Registration Agent, upon written direction from the County, shall authenticate and deliver, a new Bond of like tenor, amount, maturity and date, in exchange and substitution for, and upon the cancellation of, the mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond, or if any such Bond shall have matured or shall be able to mature, instead of issuing a substituted Bond the County may pay or authorize payment of such Bond without surrender thereof. In every case, the applicant shall furnish evidence satisfactory to the County and the Registration Agent of the destruction, theft or loss of such Bond, and indemnify satisfactory to the County and the Registration Agent; and the County may charge the applicant for the issue of such new Bond an amount sufficient to reimburse the County for the expense incurred by it in the issue thereof.

Section 5. Source of Payment. The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within that portion of the County lying outside the territorial boundaries of the Franklin Special School District. For the prompt payment of the debt service on the Bonds, and subject to the limitation set forth in the preceding sentence, the full faith and credit of the County are hereby irrevocably pledged.

Section 6. Form of Bonds. The Bonds shall be in substantially the following form, the omissions to be appropriate completed when the Bonds are prepared and delivered:

(Form of Bond)

REGISTERED  
Number \_\_\_\_\_

REGISTERED  
\$\_\_\_\_\_

—

UNITED STATES OF AMERICA  
STATE OF TENNESSEE  
COUNTY OF WILLIAMSON  
COUNTY DISTRICT SCHOOL BONDS, SERIES 2016C

Interest Rate:                      Maturity Date:                      Date of Bond:                      CUSIP No.:

Registered Owner:

Principal Amount:

FOR VALUE RECEIVED, Williamson County, Tennessee (the "County") hereby promises to pay to the registered owner hereof, hereinabove named, or registered assigns, in the manner hereinafter provided, the principal amount hereinabove set forth on the maturity date hereinabove set forth (or upon earlier redemption as set forth herein), and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on said principal amount at the annual rate interest hereinabove set forth from the date hereof until said maturity date or redemption date, said interest being payable

on \_\_\_\_\_, and semi-annually thereafter on the first day of \_\_\_\_\_ and \_\_\_\_\_ in each year until this Bond matures or is redeemed. The principal hereof and interest hereon are payable in lawful money of the United States of America by check or draft at the principal corporate trust office of \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, as registration and agent and paying agent (the "Registration Agent"). The Registration Agent shall make all interest payments with respect to this Bond on each interest payment date directly to the registered owner hereof shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by check or draft mailed to such owner at such owner's address shown on said Bond registration records, without, except for final payment, the presentation or surrender of this Bond, and all such payments shall discharge the obligations of the County to the extent of the payments so made. Any such interest not so punctually paid or duly provided for on any interest payment date shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such defaulted interest shall be payable to the person in whose name this Bond is registered at the close of business on the date (the "Special Record Date") for payment of such defaulted interest to be fixed by the Registration Agent, notice of which shall be given to the owners of the Bonds of the issue of which this Bond is one not less than ten (10) days prior to such Special Record Date. Payment of principal of this Bond shall be made when due upon presentation and surrender of this Bond to the Registration Agent.

Except as otherwise provided herein or in the Resolution, as hereinafter defined, this Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds of the series of which this Bond is one. One Bond for each maturity of the Bonds shall be issued to DTC and immobilized in its custody. A book-entry system shall be employed, evidencing ownership of the Bonds in \$5,000 denominations, or multiples thereof, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants, as defined in the Resolution, pursuant to rules and procedures established by DTC. So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the County and the Registration Agent shall treat Cede & Co. as the only owner of the Bonds for all purposes under the Resolution, including receipt of all principal and maturity amounts of, premium, if any, and interest on the Bonds, receipt of notices, voting and requesting or taking or not taking, or consenting to, certain actions hereunder. Payments of principal, maturity amounts, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid directly to DTC or its nominee, Cede & Co. DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners, as defined in the Resolution. Neither the County nor the Registration Agent shall be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants. In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect its interests or the interests of the Beneficial Owners of the Bonds, the County may discontinue the book-entry system with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully-registered Bonds to each Beneficial Owner. Neither the County nor the Registration Agent shall have any responsibility or obligations to DTC Participant or any Beneficial Owner with respect to (i) the Bonds; (ii) the accuracy or any records maintained by DTC or any DTC Participant; (iii) the payment by DTC or any DTC Participant of any amount due to any Beneficial Owner in respect of the principal or maturity amounts of and interest on the Bonds; (iv) the delivery or timeliness of delivery by DTC or any DTC Participant of any notice due to

any Beneficial Owner that is required or permitted under the terms of the Resolution to be given to Beneficial Owners; (v) the selection of Beneficial Owners to receive payments in the event of any partial redemption of the Bonds; or (vi) any consent given or other action taken by DTC, or its nominee, Cede & Co., as owner.

Bonds of the issue of which this Bond is one shall be subject to redemption prior to maturity at the option of the County on \_\_\_\_\_ and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be designated by the Board of County Commissioners of the County, in its discretion. If less than all the principal amount of the Bonds of a maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the amount of the interest of each DTC Participant in the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

Subject to the credit hereinafter provided, the County shall redeem Bonds maturing \_\_\_\_\_ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

<u>Final Maturity</u>	<u>Redemption Date</u>	<u>Principal Amount of Bonds Redeemed</u>
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\*Final Maturity

At its option, to be exercised on or before the forty-fifth (45<sup>th</sup>) day next preceding any such redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory

redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and cancelled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45<sup>th</sup>) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

Notice of any call for redemption shall be given by the Registration Agent not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for the redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant will not affect the validity of such redemption. From and after any redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and it notice has been duly provided as set forth in the Resolution, as hereafter defined. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the [Depository or the] affected Bondholders that the redemption did not occur and that the Bond called for redemption and not so paid remain outstanding.

This Bond is transferable by the registered owner hereof in person or by such owner's attorney duly authorized in writing at the principal corporate trust office of the Registration Agent set forth on the front side hereof, but only in the manner, subject to limitations and upon payment of the charges provided in the Resolution, as hereafter defined, and upon surrender and cancellation of this Bond. Upon such transfer, a new Bond or Bonds of authorized denominations of the same maturity and interest rate for the same aggregate principal amount will be issued to the transferee in exchange therefor. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bond shall be overdue. Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in authorized denomination or denominations, upon the terms set forth in the Resolution. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular Record Date or Special Record Date and ending on

the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor during a period following the receipt of instructions from the County to call such Bond for redemption.

This Bond is one of a total authorized issue aggregating \$\_\_\_\_\_ and issued by the County to finance the cost of capital acquisitions and improvements to County K-8 schools and the issuance costs of the Bonds, pursuant to 49-3-1001, *et seq.*, Tennessee Code Annotated, and pursuant to a resolution adopted by the Board of County Commissioners of the County on October 10, 2016 (the "Resolution").

The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within that portion of the County lying outside the territorial boundaries of the Franklin Special School District. For the prompt payment of the debt service on the Bonds, and subject to the limitation set forth in the preceding sentence, the full faith and credit of the County are hereby irrevocably pledged.

This Bond and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) inheritance, transfer and estate taxes, (b) Tennessee excise taxes on interest on the Bond during the period the Bond is held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (c) Tennessee franchise taxes by reason of the inclusion of the book value of the Bond in Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

It is hereby certified, recited, and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Bond exist, happen and be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Bond, together with all other indebtedness of the County, does not exceed any limitation prescribed by the constitution and statutes of the State of Tennessee.

IN WITNESS WHEREOF, the County has caused this Bond to be signed by its County Mayor and attested by its County Clerk under the corporate seal of the County, all as of the date hereinabove set forth.

WILLIAMSON COUNTY, TENNESSEE

By: \_\_\_\_\_  
County Mayor

(SEAL)

ATTESTED:

\_\_\_\_\_  
County Clerk

Transferable and payable at the principal corporate trust office of: \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_

Date of Registration: \_\_\_\_\_

This Bond is one of the issue of Bonds issued pursuant to the Resolution hereinabove described.

\_\_\_\_\_  
Registration Agent

By: \_\_\_\_\_  
Authorized Officer

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto \_\_\_\_\_, whose address is \_\_\_\_\_ (Please insert Federal Identification or Social Security Number of Assignee \_\_\_\_\_), the within Bond of Williamson County, Tennessee, and does hereby irrevocably constitute and appoint \_\_\_\_\_, attorney, to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

Dated: \_\_\_\_\_

NOTICE: The signature to this assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature guaranteed:

\_\_\_\_\_  
NOTICE: Signature(s) must be guaranteed by a member firm of a Medallion Program acceptable to the Registration Agent

Section 7. Levy of Tax. The County, through its Governing Body, shall annually levy and collect a tax upon all taxable property within that portion of the County lying outside the territorial boundaries of the Franklin Special School District, in addition to all other taxes authorized by law, sufficient to pay the debt service on the Bonds when due, and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay debt service coming due on the Bonds in said year. Principal and interest falling due at any time when there are insufficient funds from this tax levy on hand shall be paid from the current funds of the County and reimbursement therefor shall be made out of the taxes hereby provided to be levied when the same shall have been collected. The tax herein provided may be reduced to the extent of any direct appropriations from other funds, taxes and revenues of the County to the payment of debt service on the Bonds.

Section 8. Sale of Bonds.

(a) The Bonds shall be offered for competitive public sale at a price of not less than 99% of par, plus accrued interest, as shall be determined by the County Mayor, in consultation with the Municipal Advisor. The County Mayor is authorized to award the Bonds to the bidder whose bid results in the lowest true interest cost to the County. The award of the Bonds by the County Mayor to the lowest bidder shall be binding on the County, and no further action of the Governing Body with respect thereto shall be required. The Bonds may be sold in multiple series, so long as the total aggregate principal amount of all series issued does not exceed the total aggregate of Bonds authorized to be issued herein.

(b) The County Mayor is further authorized with respect to Bonds, or any series thereof:

1) change the dated date of the Bonds, to a date other than the date of issuance of the Bonds;

2) to designate the Bonds, or any series thereof, to a designation other than "County District School Bonds" and to specify the series designation of the Bonds, or any series thereof;

3) change the first interest payment date on the Bonds or any series thereof to a date other than April 1, 2017, provided that such date is not later than twelve months from the dated date of such series of Bonds;

4) adjust the principal and interest payment dates and the maturity amounts of the Bonds, or any series thereof, provided that (A) the total principal amount of all series of the Bonds does not exceed the total amount of Bonds authorized herein; (B) the final maturity date of each series shall not exceed the 21<sup>st</sup> fiscal year following the fiscal year of such series; (C) the principal payment dates and amounts of any series of Bonds shall be structured so that the resulting debt service on such series of Bonds is consistent with the provisions of Section 4 hereof.

5) adjust (by duration and/or price) or remove the County's right to optionally redeem the Bonds;

6) sell the Bonds, or any series thereof, or any maturities thereof as Term Bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as otherwise determined by the County Mayor, as he shall deem most advantageous to the County; and

7) to cause all or a portion of the Bonds to be insured by a bond insurance policy issued by a nationally recognized bond insurance company if such insurance (a) is determined to be advantageous to the County and such premium to be paid by the County or (b) is requested and paid for by the winning bidder of the Bonds, or any series thereof, and to enter into an agreement with such bond insurance company with respect to such bond insurance on terms not inconsistent with the provisions of this resolution.

(c) The County Mayor is authorized to sell the Bonds simultaneously with any other bonds or notes authorized by resolution or resolutions of the Governing Body.

(d) The County Mayor and County Clerk are authorized to cause the Bonds to be authenticated and delivered by the Registration Agent to the successful bidder and to execute, publish, and deliver all certificates and documents, including an official statement and closing certificates, as they shall deem necessary in connection with the

sale and delivery of the Bonds. The County Mayor is hereby authorized to enter into a contract with the Municipal Advisor, for Municipal Advisory services in connection with the sale of the Bonds and to enter into a contract with Bass, Berry & Sims PLC to serve as bond counsel in connection with the Bonds, and all actions heretofore taken by the officers of the County in that regard are hereby ratified and approved.

Section 9. Disposition of Bond Proceeds.

(a) The proceeds of the sale of the Bonds shall be paid to the County Trustee to be deposited with a financial institution regulated by the Federal Deposit Insurance Corporation or similar or successor federal agency in a special fund known as the County District School Construction Fund (the "Construction Fund"), or such other designation as shall be determined by the County Mayor to be kept separate and apart from all other funds of the County. The funds in the Construction Fund shall be disbursed solely to pay costs of the Projects (or reimburse the County for the prior payment thereof) and costs of issuance of the Bonds. Moneys in the Construction Fund shall be invested as directed by the County Trustee in such investments as shall be permitted by applicable law and the earnings thereon may, at the direction of the County Mayor, either be retained in the Construction Fund to the extent needed to reimburse the Construction Fund for any costs of issuance paid related to the issuance of the Bonds or be deposited to the appropriate fund of the County to pay debt service on the Bonds. Any funds remaining in the Construction Fund shall be deposited to the appropriate fund of the County to be used to pay debt service on the Bonds, subject to any modifications by the Governing Body.

(b) In accordance with state law, the various department heads responsible for the fund or funds receiving and disbursing funds are hereby authorized to amend the budget of the proper fund or funds for the receipt of proceeds from the issuance of the obligations authorized by this resolution including bond and note proceeds, accrued interest, reoffering premium and other receipts from this transaction. The department heads responsible for the fund or funds are further authorized to amend the proper budgets to reflect the appropriations and expenditures of the receipts authorized by this resolution.

(c) The following is an estimate of the costs of issuance of the Bonds:

<u>Cost</u>	<u>Amount</u>
Bond Counsel	\$50,000
Financial Advisor	52,500
Credit Ratings	31,000
POS/OS	2,000
Printing/Distribution	
Miscellaneous	4,100
Paying Agent	<u>400</u>
TOTAL	\$140,000

Section 10. Official Statement; Continuing Disclosure Agreement.

(a) The officers of the County are hereby authorized and directed to provide for the preparation and distribution of a Preliminary Official Statement and Official Statement describing the Bonds in accordance with the requirements of Rule 15c2-12(e)(3) of the Securities and Exchange Commission (the "Rule"). The officers of the County are authorized, on behalf of the County, to deem the Preliminary Official Statement and the Official Statement in final form, each to be final as of its date within the meaning of the Rule. Notwithstanding the foregoing, no Official Statement is required to be prepared if the Rule does not require it.

(b) The County hereby covenants and agrees that it will provide annual financial information and material event notices if and as required by the Rule. The County Mayor is authorized to execute at the Closing of the sale of the Bonds a continuing disclosure agreement satisfying the requirements of the Rule. Failure of the County to comply with the continuing disclosure agreement shall not be a default hereunder, but any such failure shall entitle the owner or owners of any of the Bonds to take such actions and to initiate such proceedings as shall be necessary and appropriate to cause the County to comply with the agreement, including the remedies of mandamus and specific performance.

Section 11. Federal Tax Matters.

(a) The Bonds will be issued as federally tax-exempt bonds. The County hereby covenants that it will not use, or permit the use of, any proceeds of the Bonds in a manner that would cause the Bonds to be subjected to treatment under Section 148 of the Code, and applicable regulations thereunder, as an "arbitrage bond". To that end, the County shall comply with applicable regulations adopted under said Section 148. The County further covenants with the registered owners from time to time of the Bonds that it will, throughout the term of the Bonds and through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code, comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on the Bonds shall be and continue to be excluded from gross income for federal income tax purposes under Section 103 of the Code.

(b) It is reasonably expected that the County will reimburse itself for certain expenditures made by it in connection with the Projects by issuing the Bonds. This resolution shall be placed in the minutes of the Governing Body and shall be made available for inspection by the general public at the office of the Governing Body. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

(c) The appropriate officers of the County are authorized and directed, on behalf of the County, to execute and deliver all such certificates and documents that may be required of the County in order to comply with the provisions of this Section related to the issuance of the Bonds.

Section 12. Discharge and Satisfaction of Bonds. If the County shall pay and discharge the indebtedness evidenced by any series of the Bonds in any one or more of the following ways, to wit:

(a) By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

(b) By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers (an "Agent"; which Agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Defeasance Obligations, as hereafter defined, the principal of and interest on which, when due and payable, will provide sufficient moneys to pay or redeem such Bonds and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice);

(c) By delivering such Bonds to the Registration Agent for cancellation by it;

and if the County shall also pay or cause to be paid all other sums payable hereunder by the County with respect to such Bonds, or make adequate provision therefor, and by resolution of the Governing Body instruct any such Escrow Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on such Bonds when due, then and in that case the indebtedness evidenced by such Bonds shall be discharged and satisfied and all covenants, agreements and obligations of the County to the holders of such Bonds shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Defeasance Obligations deposited as aforesaid.

Except as otherwise provided in this Section, neither Defeasance Obligations nor moneys deposited with the Registration Agent pursuant to this Section nor principal or interest payments on any such Defeasance Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and interest on said Bonds; provided that any cash received from such principal or interest payments on such Defeasance Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the County as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Defeasance Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on said Bonds on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the County, as received by the Registration Agent. For the purposes of this Section, Defeasance Obligations shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, which obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

Section 13. Resolution a Contract. The provisions of this resolution shall constitute a contract between the County and the registered owners of the Bonds, and after the issuance of the Bonds, no change, variation or alteration of any kind in the provisions of this resolution shall be made in any manner until such time as the Bonds and interest due thereon shall have been paid in full.

Section 14. Authorization of Additional Actions. The officers of the County are hereby authorized and directed to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of and intent of this Resolution.

Section 15. Separability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Section 16. Repeal of Conflicting Resolutions and Effective Date. All other resolutions and orders, or parts thereof in conflict with the provisions of this resolution, are, to the extent of such conflict, hereby repealed and this resolution shall be in immediate effect from and after its adoption.

Adopted and approved this 10<sup>th</sup> day of October, 2016.

/s/ Dana Ausbrooks

## County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Education Committee	For: <u>6</u>	Against: <u>0</u>
Budget Committee	For: <u>3</u>	Against: <u>1</u>

Commissioner Dwight Jones asked why the school in Thompson's Station is \$10 million more than the school just built in Nolensville.

Jason Golden, Chief Operations Officer for the School System, stated that the School System does its projects based on the lowest and best bid. He also stated that the land in Thompson's Station generally costs more than the land in Nolensville.

Commissioner Dwight Jones asked if the School System has a snapshot of everything that it will be requesting in the next 5-10 years.

Mr. Golden stated that the School System provides a 5 year plan every November and he stated that the School System is planning to look at a 10 year plan based on growth projections.

Commissioner Dwight Jones made a motion to defer the Resolution until the January Commission meeting in order to get a big picture of what the School System will need in the future. Seconded by Commissioner Lawrence.

Mr. Golden stated that the Resolution came from the County as a way to fund something that the Commission has already approved. He stated that the School System has already signed a contract to begin work.

Commissioner Webb stated his support of the deferral.

Commissioner Lawrence stated his support of the deferral.

Commissioner Kaestner asked if the Commission could split the two projects represented in the bond issue and defer the land acquisition portion of the bond.

County Attorney Jeff Moseley stated that an Intent to Fund is not a contract but the School System can reasonably rely on the Intent to Fund in order to begin the process that is approved. However, the Intent to Fund does not give a time table for the money to be funded other than during the current term of court.

Mayor Anderson stated that the County has made obligations and needs to fulfill those but he stated that the County could still divide the two projects described in the Resolution.

Commissioner Dwight Jones and Commissioner Lawrence withdrew their motion and second to defer the Resolution until the January 2017 Commission meeting.

Commissioner Dwight Jones moved to amend the Resolution as follows: “Delete all references to Northern K-8, to reduce the amount of the Resolution by \$15 million and to adjust the principal schedule proportionately.” Seconded by Commissioner Kaestner.

Commissioner Milligan asked how long the School System has been looking for land in the northern portion of the County.

Mr. Golden stated that the School System has been looking for several years and does not have a proposed contract for the land.

Commissioner Milligan asked how deferring the \$15 million for land acquisition would affect the School System’s ability to search for land.

Mr. Golden stated that the School System will continue to look for land in the Northern portion of the County with the intention of opening a school by 2018. He stated that the School System chooses land based upon where citizens are located which drives the need for another school.

Commissioner Chalfant called for the question. Seconded by Commissioner Smith. The motion passed by unanimous voice vote.

Resolution No. 10-16-21, as amended, passed by recorded vote, 22 ‘Yes’ and 1 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Barb Sturgeon
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Jack Walton
Brian Beathard	Judy Herbert	Thomas Little	Paul Webb
Bert Chalfant	Betsy Hester	Matt Milligan	Matt Williams
Sherri Clark	Dwight Jones	David Pair	<u>NO</u>
Kathy Danner	Todd Kaestner	Steve Smith	Brandon Ryan

LATE-FILED RESOLUTION NO. 10-16-22

Commissioner Ausbrooks moved to accept Late-Filed Resolution No. 10-16-22, seconded by Commissioner Smith.

**RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND PAYMENT  
OF NOT TO EXCEED \$26,000,000 OF GENERAL OBLIGATION  
PUBLIC IMPROVEMENT AND SCHOOL BONDS OF WILLIAMSON  
COUNTY, TENNESSEE; AUTHORIZING THE ISSUANCE OF GENERAL  
OBLIGATION BOND ANTICIPATION NOTES; AND PROVIDING FOR  
THE LEVY OF TAXES FOR THE PAYMENT OF DEBT SERVICE ON  
THE BONDS AND THE NOTES**

**WHEREAS**, pursuant to Section 9-21-101, et seq., Tennessee Code Annotated and Sections 49-3-1001, et seq., Tennessee Code Annotated, counties in Tennessee are authorized through their respective governing bodies to issue and sell bonds and bond anticipation notes of said counties to finance public works projects and school projects; and

**WHEREAS**, the Board of County Commissioners (the "Governing Body") of Williamson County, Tennessee (the "County") hereby determines that it is necessary and desirable to issue general obligation bonds of the County to provide funds for the (i) acquisition, design, construction, improvement, renovation and equipping of public buildings and facilities for the County, including but not limited to County high schools, elections facilities, archives storage facilities, information technology equipment, administrative complex renovation and facility roof replacements, sheriff department vehicles and other equipment, detention facility, office of public safety vehicles, equipment and facilities, animal control facility, Franklin recreational facility, Fairview recreational facility, ball field facilities, Ag Expo Park and solid waste and sanitation facilities; (ii) acquisition of property real and personal appurtenant to the foregoing; (iii) payment of engineering, architectural, legal, fiscal and administrative costs incident to the foregoing (collectively, the "Projects"); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the foregoing costs; (v) payment of principal and interest on any bond anticipation notes issued for the costs

of the Projects and costs of issuance related thereto; and (vi) payment of costs incident to the issuance and sale of such bonds; and

**WHEREAS**, the Governing Body hereby determines that it is advisable to authorize the issuance of general obligation bond anticipation notes to finance the costs of the Projects in anticipation of the issuance of the bonds authorized herein; and

**WHEREAS**, the issuance of general obligation bonds or notes to finance public works projects must be preceded by the adoption and publication of an initial resolution and the statutory notice required by Section 9-21-206, Tennessee Code Annotated; and

**WHEREAS**, on the date hereof, the Governing Body adopted an initial resolution proposing the issuance of not to exceed \$23,000,000 in aggregate principal amount of general obligation bonds to finance the Projects other than those related to County high schools, which initial resolution will be published as required by law, together with the statutory notice required by Section 9-21-206, Tennessee Code Annotated; and

**WHEREAS**, it is the intention of the Governing Body to adopt this Resolution for the purpose of authorizing the issuance, sale and payment of not to exceed \$26,000,000 in aggregate principal amount of its general obligation public improvement and school bonds; authorizing the issuance of general obligation bond anticipation notes; and providing for the levy of a tax for the payment of debt service on such bonds and notes.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee, as follows:

Section 1. Authority. The bonds authorized by this resolution are issued pursuant to Sections 9-21-101 et seq., Tennessee Code Annotated and 49-3-1001, et seq., Tennessee Code Annotated, and other applicable provisions of law.

Section 2. Definitions. The following terms shall have the following meanings in this resolution unless the text expressly or by necessary implication requires otherwise:

(a) "Bonds" means not to exceed \$26,000,000 in aggregate principal amount of General Obligation Public Improvement and School Bonds of the County, to be dated

their date of delivery, with such series designation and such other dated date as the County Mayor shall determine pursuant to Section 8 hereof;

(b) “Book-Entry Form” or “Book-Entry System” means a form or system, as applicable, under which physical bond certificates in fully registered form are issued to a Depository, or to its nominee as Registered Owner, with the certificate of bonds being held by and “immobilized” in the custody of such Depository, and under which records maintained by persons, other than the County or the Registration Agent, constitute the written record that identifies, and records the transfer of, the beneficial “book-entry” interests in those bonds;

(c) “Code” shall mean the Internal Revenue Code of 1986, as amended, and all regulations promulgated thereunder;

(d) “County” shall mean Williamson County, Tennessee;

(e) “Debt Management Policy” means the Debt Management Policy adopted by the Governing Body as required by the State Funding Board of the State of Tennessee;

(f) “Depository” means any securities depository that is a clearing agency under federal laws operating and maintaining, with its participants or otherwise, a Book-Entry System, including, but not limited to, DTC;

(g) “DTC” means the Depository Trust Company, a limited purpose company organized under the laws of the State of New York, and its successors and assigns;

(h) “DTC Participant(s)” means securities brokers and dealers, banks, trust companies and clearing corporations that have access to the DTC System;

(i) “Financial Advisor” means Stephens Inc., Nashville, Tennessee;

(j) “Governing Body” means the Board of County Commissioners of the County;

(k) “Notes” shall mean general obligation bond anticipation notes issued pursuant to the authorization set forth in Section 9 hereof;

(l) “Projects” shall have the meaning ascribed to it in the preamble hereto; and

(m) “Registration Agent” means the registration and paying agent for the Bonds appointed by the County Mayor pursuant to Section 4 hereof.

Section 3. Findings of the Governing Body; Compliance with Debt Management Policy. The Governing Body hereby finds that the issuance and sale of the Bonds, as proposed herein, is consistent with the County’s Debt Management Policy. The estimated debt service costs and costs of issuance of the Bonds are set forth in Sections 4 and 10 below.

#### Section 4. Authorization and Terms of the Bonds.

(a) For the purpose of providing funds to (i) finance the costs of the Projects, (ii) reimburse the County for funds previously expended for such costs (if applicable); (iii) pay the principal and interest on the Notes; and (iv) pay the costs incident to the issuance and sale of the Bonds, as more fully set forth in Section 10 hereof, there are hereby authorized to be issued bonds of the County in an aggregate principal amount

not to exceed \$26,000,000. The Bonds shall be issued in fully registered, book-entry only form, without coupons, shall be issued in one or more series, shall be known as "General Obligation Public Improvement and School Bonds" and shall have such series designation and dated date as shall be determined by the County Mayor pursuant to Section 8 hereof. The aggregate true interest rate on the Bonds shall not exceed the maximum interest rate permitted by applicable law at the time of the sale of the Bonds, or any series thereof. Interest on the Bonds shall be payable semi-annually on April 1 and October 1 in each year, commencing April 1, 2017. The Bonds shall be issued initially in \$5,000 denominations or integral multiples thereof, as shall be requested by the original purchaser.

(b) Subject to modifications permitted in Section 8 hereof, the Bonds shall mature on April 1 of each year, subject to prior optional redemption as hereinafter provided, either serially or through mandatory redemption, in the years and amounts provided in the table below. The maturity amounts and dates set forth below have been structured to produce a repayment schedule that corresponds to the estimated useful lives of the projects financed, as defined by the Director of Accounts and Budgets, provided, however, that principal related to projects with useful lives exceeding twenty years shall be amortized over a period of approximately twenty years. The interest amounts set forth below are estimates and are included herein solely for purpose of presenting estimated debt service costs as contemplated by the County's debt management policies. Actual principal and interest payments will depend upon market conditions on the date on which the Bonds are competitively bid and the structure of the winning bid, as described in Section 8.

Year	5 Year Projects	15-Year Projects	20 Plus -Year Projects	Total Principal	Total Interest	Total Payments
2017					209,496	209,496
2018	386,307	415,352	713,341	1,515,000	554,548	2,069,548
2019	395,000	425,000	720,000	1,540,000	539,398	2,079,398
2020	400,000	430,000	730,000	1,560,000	522,458	2,082,458
2021	400,000	435,000	740,000	1,575,000	503,738	2,078,738
2022	410,000	440,000	745,000	1,595,000	483,263	2,078,263
2023		445,000	760,000	1,205,000	460,933	1,665,933
2024		450,000	770,000	1,220,000	442,255	1,662,255
2025		460,000	780,000	1,240,000	421,515	1,661,515
2026		470,000	795,000	1,265,000	399,195	1,664,195
2027		475,000	810,000	1,285,000	375,160	1,660,160
2028		490,000	830,000	1,320,000	346,890	1,666,890
2029		500,000	850,000	1,350,000	313,890	1,663,890
2030		515,000	875,000	1,390,000	278,115	1,668,115
2031		525,000	895,000	1,420,000	239,195	1,659,195
2032		545,000	925,000	1,470,000	198,015	1,668,015
2033			950,000	950,000	154,650	1,104,650
2034			980,000	980,000	126,150	1,106,150
2035			1,010,000	1,010,000	96,750	1,106,750
2036			1,040,000	1,040,000	65,945	1,105,945
2037			1,070,000	1,070,000	33,705	1,103,705
Total	1,991,307	7,020,352	16,988,341	26,000,000	6,555,765	32,555,765

(c) Subject to the adjustments permitted pursuant to Section 8 hereof, Bonds maturing on or before April 1, 2027 shall mature without option of prior redemption and Bonds maturing April 1, 2028 and thereafter, shall be subject to redemption prior to maturity at the option of the County on April 1, 2027 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

(d) Pursuant to Section 8 hereof, the County Mayor is authorized to sell the Bonds, or any maturities thereof, as term bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as determined by the County Mayor. In the event any or all the Bonds are sold as term bonds, the County shall redeem term bonds on redemption dates corresponding to the maturity dates set forth herein, in aggregate principal amounts equal to the maturity amounts established pursuant to Section 8 hereof for each redemption date, as such maturity amounts may be adjusted pursuant to Section 8 hereof, at a price of par plus accrued interest thereon to the date of redemption. The term bonds to be redeemed within a single maturity shall be selected in the manner described in subsection (b) above.

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such mandatory redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

(e) Notice of call for redemption, whether optional or mandatory, shall be given by the Registration Agent on behalf of the County not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered

owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the County pursuant to written instructions from an authorized representative of the County (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date (unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

(f) The County Mayor is hereby authorized and directed to appoint the Registration Agent for the Bonds and the Registration Agent so appointed is authorized and directed to maintain Bond registration records with respect to the Bonds, to authenticate and deliver the Bonds as provided herein, either at original issuance or upon transfer, to effect transfers of the Bonds, to give all notices of redemption as required herein, to make all payments of principal and interest with respect to the Bonds as provided herein, to cancel and destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer, to furnish the County at least annually a certificate of destruction with respect to Bonds canceled and destroyed, and to furnish the County at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds. The County Mayor is hereby authorized to execute and the County Clerk is hereby authorized to attest such written agreement between the County and the Registration Agent as they shall deem necessary and proper with respect to the obligations, duties and rights of the Registration Agent. The payment of all reasonable fees and expenses of the Registration Agent for the discharge of its duties and obligations hereunder or under any such agreement is hereby authorized and directed.

(g) The Bonds shall be payable, both principal and interest, in lawful money of the United States of America at the main office of the Registration Agent. The Registration Agent shall make all interest payments with respect to the Bonds by check or draft on each interest payment date directly to the registered owners as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by depositing said payment in the United States mail, postage prepaid, addressed to such owners at their addresses shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the County in respect of such Bonds to the extent of the payments so made. Payment of principal of and premium, if any, on the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable. All rates of interest specified herein shall be computed on the basis of a three hundred sixty (360) day year composed of twelve (12) months of thirty (30) days each. In the event the Bonds are no longer registered in the name of DTC, or a successor Depository, if requested by the Owner of at least \$1,000,000 in aggregate principal amount of the Bonds, payment of interest on such Bonds shall be paid by wire transfer to a bank within the continental United States or deposited to a designated account if such account is maintained with the Registration Agent and written notice of any such

election and designated account is given to the Registration Agent prior to the record date.

(h) Any interest on any Bond that is payable but is not punctually paid or duly provided for on any interest payment date (hereinafter "Defaulted Interest") shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such Defaulted Interest shall be paid by the County to the persons in whose names the Bonds are registered at the close of business on a date (the "Special Record Date") for the payment of such Defaulted Interest, which shall be fixed in the following manner: the County shall notify the Registration Agent in writing of the amount of Defaulted Interest proposed to be paid on each Bond and the date of the proposed payment, and at the same time the County shall deposit with the Registration Agent an amount of money equal to the aggregate amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Registration Agent for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the persons entitled to such Defaulted Interest as in this Section provided. Thereupon, not less than ten (10) days after the receipt by the Registration Agent of the notice of the proposed payment, the Registration Agent shall fix a Special Record Date for the payment of such Defaulted Interest which Date shall be not more than fifteen (15) nor less than ten (10) days prior to the date of the proposed payment to the registered owners. The Registration Agent shall promptly notify the County of such Special Record Date and, in the name and at the expense of the County, not less than ten (10) days prior to such Special Record Date, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first class postage prepaid, to each registered owner at the address thereof as it appears in the Bond registration records maintained by the Registration Agent as of the date of such notice. Nothing contained in this Section or in the Bonds shall impair any statutory or other rights in law or in equity of any registered owner arising as a result of the failure of the County to punctually pay or duly provide for the payment of principal of, premium, if any, and interest on the Bonds when due.

(i) The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in \$5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the publication of notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the County to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

(j) The Bonds shall be executed in such manner as may be prescribed by applicable law, in the name, and on behalf, of the County with the manual or facsimile signature of the County Mayor and with the official seal, or a facsimile thereof, of the County impressed or imprinted thereon and attested by the manual or facsimile signature of the County Clerk.

(k) Except as otherwise provided in this resolution, the Bonds shall be registered in the name of Cede & Co., as nominee of DTC, which will act as securities depository for the Bonds. References in this Section to a Bond or the Bonds shall be construed to mean the Bond or the Bonds that are held under the Book-Entry System. One Bond for each maturity shall be issued to DTC and immobilized in its custody. A Book-Entry System shall be employed, evidencing ownership of the Bonds in authorized denominations, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants pursuant to rules and procedures established by DTC.

Each DTC Participant shall be credited in the records of DTC with the amount of such DTC Participant's interest in the Bonds. Beneficial ownership interests in the Bonds may be purchased by or through DTC Participants. The holders of these beneficial ownership interests are hereinafter referred to as the "Beneficial Owners." The Beneficial Owners shall not receive the Bonds representing their beneficial ownership interests. The ownership interests of each Beneficial Owner shall be recorded through the records of the DTC Participant from which such Beneficial Owner purchased its Bonds. Transfers of ownership interests in the Bonds shall be accomplished by book entries made by DTC and, in turn, by DTC Participants acting on behalf of Beneficial Owners. SO LONG AS CEDE & CO., AS NOMINEE FOR DTC, IS THE REGISTERED OWNER OF THE BONDS, THE REGISTRATION AGENT SHALL TREAT CEDE & CO., AS THE ONLY HOLDER OF THE BONDS FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS, RECEIPT OF NOTICES, VOTING AND REQUESTING OR DIRECTING THE REGISTRATION AGENT TO TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THIS RESOLUTION.

Payments of principal, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid by the Registration Agent directly to DTC or its nominee, Cede & Co. as provided in the Letter of Representation relating to the Bonds from the County and the Registration Agent to DTC (the "Letter of Representation"). DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners. The County and the Registration Agent shall not be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants.

In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the Book-Entry System of evidence and transfer of ownership of the Bonds would adversely affect their interests or the interests of the Beneficial Owners of the Bonds, the County shall discontinue the Book-Entry System with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully registered Bonds to each Beneficial Owner. If the purchaser of the Bonds, or any series thereof, does not intend to reoffer the Bonds to the public, then the County Mayor and the purchaser may agree that the Bonds be issued in the form of fully-registered certificated Bonds and not utilize the Book-Entry System.

THE COUNTY AND THE REGISTRATION AGENT SHALL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO ANY DTC PARTICIPANT OR ANY BENEFICIAL OWNER WITH RESPECT TO (i) THE BONDS; (ii) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DTC PARTICIPANT; (iii) THE PAYMENT BY DTC OR ANY DTC PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE BONDS; (iv) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC OR ANY DTC PARTICIPANT OF ANY NOTICE DUE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED UNDER THE TERMS OF THIS RESOLUTION TO BE GIVEN TO BENEFICIAL OWNERS, (v) THE SELECTION OF BENEFICIAL OWNERS TO RECEIVE PAYMENTS IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (vi) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC, OR ITS NOMINEE, CEDE & CO., AS OWNER.

(l) The Registration Agent is hereby authorized to take such action as may be necessary from time to time to qualify and maintain the Bonds for deposit with DTC, including but not limited to, wire transfers of interest and principal payments with respect to the Bonds, utilization of electronic book entry data received from DTC in place of actual delivery of Bonds and provision of notices with respect to Bonds registered by DTC (or any of its designees identified to the Registration Agent) by overnight delivery, courier service, telegram, telecopy or other similar means of communication. No such arrangements with DTC may adversely affect the interest of any of the owners of the Bonds, provided, however, that the Registration Agent shall not be liable with respect to any such arrangements it may make pursuant to this section.

(m) The Registration Agent is hereby authorized to authenticate and deliver the Bonds to the original purchaser, upon receipt by the County of the proceeds of the sale thereof and to authenticate and deliver Bonds in exchange for Bonds of the same principal amount delivered for transfer upon receipt of the Bond(s) to be transferred in proper form with proper documentation as hereinabove described. The Bonds shall not be valid for any purpose unless authenticated by the Registration Agent by the manual signature of an officer thereof on the certificate set forth herein on the Bond form.

(n) In case any Bond shall become mutilated, or be lost, stolen, or destroyed, the County, in its discretion, shall issue, and the Registration Agent, upon written direction from the County, shall authenticate and deliver, a new Bond of like tenor, amount, maturity and date, in exchange and substitution for, and upon the cancellation of, the mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond, or if any such Bond shall have matured or shall be about to mature, instead of issuing a substituted Bond the County may pay or authorize payment of such Bond without surrender thereof. In every case the applicant shall furnish evidence satisfactory to the County and the Registration Agent of the destruction, theft or loss of such Bond, and indemnity satisfactory to the County and the Registration Agent; and the County may charge the applicant for the issue of such new Bond an amount sufficient to reimburse the County for the expense incurred by it in the issue thereof.

Section 5. Source of Payment. The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of the debt service on the Bonds, the full faith and credit of the County are hereby irrevocably pledged.

Section 6. Form of Bonds. The Bonds shall be in substantially the following form, the omissions to be appropriately completed when the Bonds are prepared and delivered:

(Form of Face of Bond)

REGISTERED

REGISTERED

Number \_\_\_\_\_

\$ \_\_\_\_\_

UNITED STATES OF AMERICA  
STATE OF TENNESSEE  
COUNTY OF WILLIAMSON  
GENERAL OBLIGATION PUBLIC IMPROVEMENT AND SCHOOL BOND, SERIES

Interest Rate:

Maturity Date:

Date of Bond:

CUSIP No.:

Registered Owner: CEDE &amp; CO.

Principal Amount:

FOR VALUE RECEIVED, Williamson County, Tennessee (the "County") hereby promises to pay to the registered owner hereof, hereinabove named, or registered assigns, in the manner hereinafter provided, the principal amount hereinabove set forth on the maturity date hereinabove set forth (or upon earlier redemption as set forth herein), and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on said principal amount at the annual rate of interest hereinabove set forth from the date hereof until said maturity date or redemption date, said interest being payable on [April 1, 2017], and semi-annually thereafter on the first day of [April] and [October] in each year until this Bond matures or is redeemed. Both principal hereof and interest hereon are payable in lawful money of the United States of America by check or draft at the principal corporate trust office of \_\_\_\_\_

\_\_\_\_\_, as registration agent and paying agent (the "Registration Agent"). The Registration Agent shall make all interest payments with respect to this Bond on each interest payment date directly to the registered owner hereof shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the "Regular Record Date") by check or draft mailed to such owner at such owner's address shown on said Bond registration records, without, except for final payment, the presentation or surrender of this Bond, and all such payments shall discharge the obligations of the County to the extent of the payments so made. Any such interest not so punctually paid or duly provided for on any interest payment date shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such defaulted interest shall be payable to the person in whose name this Bond is registered at the close of business on the date (the "Special Record Date") for payment of such defaulted interest to be fixed by the Registration Agent, notice of which shall be given to the owners of the Bonds of the issue of which this Bond is one not less than ten (10) days prior to such Special Record Date. Payment of principal of [and premium, if any, on] this Bond shall be made when due upon presentation and surrender of this Bond to the Registration Agent.

Except as otherwise provided herein or in the Resolution, as hereinafter defined, this Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds of the series of which this Bond is one. One Bond for each maturity of the Bonds shall be issued to DTC and immobilized in its custody. A book-entry system shall be employed, evidencing ownership of the Bonds in \$5,000 denominations, or multiples thereof, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants, as defined in the Resolution, pursuant to rules and procedures established by DTC. So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the County and the Registration Agent shall treat Cede & Co., as the only owner of the Bonds for all purposes under the Resolution, including receipt of

all principal of, [premium, if any,] and interest on the Bonds, receipt of notices, voting and requesting or taking or not taking, or consenting to, certain actions hereunder. Payments of principal and interest [and redemption premium, if any,] with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid directly to DTC or its nominee, Cede & Co. DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners, as defined in the Resolution. Neither the County nor the Registration Agent shall be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants. In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect its interests or the interests of the Beneficial Owners of the Bonds, the County may discontinue the book-entry system with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully registered Bonds to each Beneficial Owner. Neither the County nor the Registration Agent shall have any responsibility or obligations to any DTC Participant or any Beneficial Owner with respect to (i) the Bonds; (ii) the accuracy of any records maintained by DTC or any DTC Participant; (iii) the payment by DTC or any DTC Participant of any amount due to any Beneficial Owner in respect of the principal or maturity amounts of and interest on the Bonds; (iv) the delivery or timeliness of delivery by DTC or any DTC Participant of any notice due to any Beneficial Owner that is required or permitted under the terms of the Resolution to be given to Beneficial Owners, (v) the selection of Beneficial Owners to receive payments in the event of any partial redemption of the Bonds; or (vi) any consent given or other action taken by DTC, or its nominee, Cede & Co., as owner.

[Bonds of the issue of which this Bond is one maturing on or before [\_\_\_\_\_1, 20\_\_], shall mature without option of prior redemption and Bonds maturing [\_\_\_\_\_ 1, 20\_\_] and thereafter, shall be subject to redemption prior to maturity at the option of the County on [\_\_\_\_\_ 1, 20\_\_] and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be designated by the Board of County Commissioners of the County, in its discretion. If less than all the principal amount of the Bonds of a maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

(i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the amount of the interest of each DTC Participant in the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

(ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

[Subject to the credit hereinafter provided, the County shall redeem Bonds maturing \_\_\_\_\_ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as

securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

<u>Final Maturity</u>	<u>Redemption Date</u>	<u>Principal Amount of Bonds Redeemed</u>
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\*Final Maturity

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.]

Notice of call for redemption[, whether optional or mandatory,] shall be given by the Registration Agent not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for the redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date ("Conditional Redemption"). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant will not affect the validity of such redemption. From and after any redemption date, all Bonds

called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth in the Resolution, as hereafter defined.]

This Bond is transferable by the registered owner hereof in person or by such owner's attorney duly authorized in writing at the principal corporate trust office of the Registration Agent set forth on the front side hereof, but only in the manner, subject to limitations and upon payment of the charges provided in the Resolution, as hereafter defined, and upon surrender and cancellation of this Bond. Upon such transfer a new Bond or Bonds of authorized denominations of the same maturity and interest rate for the same aggregate principal amount will be issued to the transferee in exchange therefor. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bond shall be overdue. Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in authorized denomination or denominations, upon the terms set forth in the Resolution. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular Record Date or Special Record Date and ending on the corresponding interest payment date of such Bond[, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor during a period following the receipt of instructions from the County to call such Bond for redemption].

This Bond is one of a total authorized issue aggregating \$\_\_\_\_\_ and issued by the County for the purpose of providing funds to finance public works and public facilities improvements for the County, high school construction projects and payment of costs of issuing the Bonds, under and in full compliance with the constitution and statutes of the State of Tennessee, including Sections 9-21-101 et seq., Tennessee Code Annotated and Sections 49-3-1001 et seq., Tennessee Code Annotated and pursuant to a resolution duly adopted by the Board of County Commissioners of the County on October 10, 2016 (the "Resolution").

This Bond is payable from unlimited ad valorem taxes to be levied on all taxable property properly located within the County. For the prompt payment of principal of and interest on this Bond, the full faith and credit of the County are irrevocably pledged. For a more complete statement of the general covenants and provisions pursuant to which this Bond is issued, reference is hereby made to the Resolution.

This Bond and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) inheritance, transfer and estate taxes, (b) Tennessee excise taxes on interest on the Bond during the period the Bond is held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (c) Tennessee franchise taxes by reason of the inclusion of the book value of the Bond in the Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

It is hereby certified, recited, and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Bond, together with all other indebtedness of the County, does not exceed any limitation prescribed by the constitution and statutes of the State of Tennessee.

IN WITNESS WHEREOF, the County has caused this Bond to be signed by its County Mayor and attested by its County Clerk under the corporate seal of the County, all as of the date hereinabove set forth.

WILLIAMSON COUNTY

BY: \_\_\_\_\_  
County Mayor

(SEAL)

ATTESTED:

\_\_\_\_\_  
County Clerk

Transferable and payable at the principal corporate trust office of: \_\_\_\_\_  
\_\_\_\_\_

Date of Registration: \_\_\_\_\_

This Bond is one of the issue of Bonds issued pursuant to the Resolution hereinabove described.

\_\_\_\_\_  
Registration Agent

By: \_\_\_\_\_  
Authorized Officer

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned sells, assigns, and transfers unto \_\_\_\_\_, whose address is \_\_\_\_\_ (Please insert Federal Identification or Social Security Number of Assignee \_\_\_\_\_), the within Bond of Williamson County, Tennessee, and does hereby irrevocably constitute and appoint \_\_\_\_\_, attorney, to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

Dated: \_\_\_\_\_

\_\_\_\_\_  
must  
owner  
enlargement  
NOTICE: The signature to this assignment correspond with the name of the registered as it appears on the face of the within Bond in every particular, without alteration or or any change whatsoever.

Signature guaranteed:  
\_\_\_\_\_

**NOTICE:** Signature(s) must be guaranteed by a member firm of a Medallion Program acceptable to the Registration Agent.

Section 7. Levy of Tax. The County, through its Governing Body, shall annually levy and collect a tax upon all taxable property within the County, in addition to all other taxes authorized by law, sufficient to pay principal of and interest on the Bonds when due, and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay principal and interest coming due on the Bonds in said year. Principal and interest falling due at any time when there are insufficient funds from this tax levy on hand shall be paid from the current funds of the County and reimbursement therefor shall be made out of the taxes hereby provided to be levied when the same shall have been collected. The tax herein provided may be reduced to the extent of any appropriations from other funds, taxes and revenues of the County to the payment of debt service on the Bonds.

Section 8. Sale of Bonds.

(a) The Bonds shall be offered for public sale, in one or more series, as required by law at a price of not less than ninety-nine percent (99%) of par exclusive of original issue discount, and accrued interest, if any, as a whole or in part, from time to time, as shall be determined by the County Mayor in consultation with the Financial Advisor. The Bonds shall be sold at public sale by physical delivery of bids or by electronic bidding by means of an Internet bidding service as shall be determined by the County Mayor in consultation with the Financial Advisor. The County Mayor is authorized to award the Bonds to the bidder whose bid results in the lowest true interest cost to the County, provided the rate or rates on none of the Bonds exceeds the maximum interest rate permitted by applicable law at the time of the sale of the Bonds or any series thereof. The award of the Bonds by the County Mayor to the lowest bidder shall be binding on the County, and no further action of the Governing Body with respect thereto shall be required.

(b) The County Mayor is further authorized with respect to Bonds, or any series thereof:

- 1) change the dated date of the Bonds, to a date other than the date of issuance of the Bonds;
- 2) to designate the Bonds, or any series thereof, to a designation other than "General Obligation Public Improvement and School Bonds" and to specify the series designation of the Bonds, or any series thereof;
- 3) change the first interest payment date on the Bonds or any series thereof to a date other than April 1, 2017, provided that such date is not later than twelve months from the dated date of such series of Bonds;
- 4) adjust the principal and interest payment dates and the maturity amounts of the Bonds, or any series thereof, provided that (A) the total principal amount of all series of the Bonds does not exceed the total amount of Bonds authorized herein; (B) the final maturity date of each series shall not exceed the 21<sup>st</sup> fiscal year following the fiscal year of such series; (C) the principal payment dates and amounts of any series of Bonds shall be structured so that the resulting debt service on such series of Bonds is consistent with the provisions of Section 4 hereof, taking into account the principal amount of such series of Bonds and the economic lives of the particular components of the Projects financed thereby.

5) adjust (by duration and/or price) or remove the County's right to optionally redeem the Bonds;

6) sell the Bonds, or any series thereof, or any maturities thereof as Term Bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as otherwise determined by the County Mayor, as he shall deem most advantageous to the County; and

7) to cause all or a portion of the Bonds to be insured by a bond insurance policy issued by a nationally recognized bond insurance company if such insurance (a) is determined to be advantageous to the County and such premium to be paid by the County or (b) is requested and paid for by the winning bidder of the Bonds, or any series thereof, and to enter into an agreement with such bond insurance company with respect to such bond insurance on terms not inconsistent with the provisions of this resolution.

(c) The County Mayor is authorized to sell the Bonds, or any series thereof, simultaneously with any other bonds or notes authorized by resolution or resolutions of the Governing Body. The County Mayor is further authorized to sell the Bonds, or any series thereof, as a single issue of bonds with any other bonds with substantially similar terms authorized by resolution or resolutions of the Governing Body, in one or more series as he shall deem to be advantageous to the County and in doing so, the County Mayor is authorized to change the designation of the Bonds to a designation other than "General Obligation Public Improvement and School Bonds"; provided, however, that the total aggregate principal amount of combined bonds to be sold does not exceed the total aggregate principal amount of Bonds authorized by this resolution or bonds authorized by any other resolution or resolutions adopted by the Governing Body.

(d) The form of the Bond set forth in Section 6 hereof, shall be conformed to reflect any changes made pursuant to this Section 8 hereof.

(e) The County Mayor and County Clerk are authorized to cause the Bonds, in book-entry form (except as otherwise permitted herein), to be authenticated and delivered by the Registration Agent to the successful bidder and to execute, publish, and deliver all certificates and documents, including an official statement and closing certificates, as they shall deem necessary in connection with the sale and delivery of the Bonds. The County Mayor is hereby authorized to enter into a contract with the Financial Advisor, for financial advisory services in connection with the sale of the Bonds and to enter into a contract with Bass, Berry & Sims PLC to serve as bond counsel in connection with the Bonds, in forms approved by the County Mayor as evidenced by his execution thereof.

#### Section 9. Bond Anticipation Notes.

(a) In anticipation of the issuance of the Bonds, the Governing Body hereby authorizes the issuance of one or more general obligation bond anticipation notes (the "Notes") in the maximum aggregate principal amount equal to the maximum unissued principal amount of the Bonds. The proceeds of the Notes shall be used to (i) pay or provide reimbursement to the County for the payment of the costs of the Projects and (ii) pay the costs of issuing the Notes. Any Note proceeds not immediately applied to the purposes described in the preceding sentence shall be deposited to the Construction Fund described in Section 10 below and applied as all other funds held therein. Each Note shall be in the form of a fully registered note, without coupons, shall be known as a General Obligation Public Improvement and School Bond Anticipation

Note, or such other name as may be selected by the County Mayor, and shall be dated as of the date of its delivery.

(b) Each Note shall mature not later than two years from its issuance, shall bear interest at a fixed or variable rate not to exceed the maximum rate permitted by applicable law, payable at such time as the County Mayor shall designate, and shall be subject to prepayment upon such terms as the County Mayor shall designate.

(c) The County Mayor shall select the purchaser(s) of the Notes and cause the Notes to be sold to such purchaser(s) at a price of par. In connection therewith, the County Mayor is authorized to establish the remaining terms of the Notes, without further action by the Governing Body. The County Mayor and the County Clerk are authorized to execute and deliver the Notes, to execute such certificates and documents and to take such other actions as they shall deem necessary to further evidence the County's obligations under the Notes.

The Notes shall be payable primarily from the proceeds of the Bonds. The Notes are additionally payable and secured in the same manner as the Bonds, as set forth in Sections 5 and 7 hereof.

Section 10. Disposition of Bond Proceeds. The proceeds of the sale of each series of the Bonds shall be applied by the County as follows:

The proceeds of the sale of the Bonds shall be applied first to the retirement of any then-outstanding Notes.

The balance of the proceeds of the sale of the Bonds shall be paid to the County Trustee to be deposited with a financial institution regulated by the Federal Deposit Insurance Corporation or similar or successor federal agency in a special fund known as the Public Improvement and School Construction Fund (the "Construction Fund"), or such other designation as shall be determined by the County Mayor to be kept separate and apart from all other funds of the County. The funds in the Construction Fund shall be disbursed solely to pay costs of the Projects (or reimburse the County for the prior payment thereof) and costs of issuance of the Bonds. Moneys in the Construction Fund shall be invested as directed by the County Trustee in such investments as shall be permitted by applicable law and the earnings thereon may, at the direction of the County Mayor, either be retained in the Construction Fund to the extent needed to reimburse the Construction Fund for any costs of issuance paid related to the issuance of the Bonds or be deposited to the County's General Debt Service Fund to pay debt service on the Bonds. Any funds remaining in the Construction Fund shall be deposited to the County's General Debt Service Fund to be used to pay debt service on the Bonds, subject to any modifications by the Governing Body. Notwithstanding the foregoing to the contrary, amounts to be used to pay capitalized interest may be transferred to the County's General Debt Service Fund at any time.

(f) In accordance with state law, the various department heads responsible for the fund or funds receiving and disbursing funds are hereby authorized to amend the budget of the proper fund or funds for the receipt of proceeds from the issuance of the obligations authorized by this resolution including bond and note proceeds, accrued interest, reoffering premium and other receipts from this transaction. The department heads responsible for the fund or funds are further authorized to amend the proper budgets to reflect the appropriations and expenditures of the receipts authorized by this resolution.

(g) The following is an estimate of the costs of issuance of the Bonds:

<u>Cost</u>	<u>Amount</u>
-------------	---------------

Bond Counsel	\$30,000
Financial Advisor	27,500
Credit Ratings	26,000
POS/OS	2,000
Printing/Distribution	
Paying Agent	400
Miscellaneous	4,100
TOTAL	\$90,000

Section 11. Official Statement; Continuing Disclosure Agreement.

The officers of the County are hereby authorized and directed to provide for the preparation and distribution of a Preliminary Official Statement and Official Statement describing the Bonds in accordance with the requirements of Rule 15c2-12(e)(3) of the Securities and Exchange Commission (the "Rule"). The officers of the County are authorized, on behalf of the County, to deem the Preliminary Official Statement and the Official Statement in final form, each to be final as of its date within the meaning of the Rule. Notwithstanding the foregoing, no Official Statement is required to be prepared if the Rule does not require it.

(h) The County hereby covenants and agrees that it will provide annual financial information and material event notices if and as required by the Rule. The County Mayor is authorized to execute at the Closing of the sale of the Bonds a continuing disclosure agreement satisfying the requirements of the Rule. Failure of the County to comply with the continuing disclosure agreement shall not be a default hereunder, but any such failure shall entitle the owner or owners of any of the Bonds to take such actions and to initiate such proceedings as shall be necessary and appropriate to cause the County to comply with the agreement, including the remedies of mandamus and specific performance.

Section 12. Federal Tax Matters.

The Bonds and any Notes will be issued as federally tax-exempt obligations. The County hereby covenants that it will not use, or permit the use of, any proceeds of the Bonds or the Notes in a manner that would cause the Bonds or the Notes to be subjected to treatment under Section 148 of the Code, and applicable regulations thereunder, as an "arbitrage bond". To that end, the County shall comply with applicable regulations adopted under said Section 148. The County further covenants with the registered owners from time to time of the Bonds and the Notes that it will, throughout the term of the Bonds and the Notes and through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code, comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on the Bonds and the Notes shall be and continue to be excluded from gross income for federal income tax purposes under Section 103 of the Code.

(i) The appropriate officers of the County are authorized and directed, on behalf of the County, to execute and deliver all such certificates and documents that may be required of the County in order to comply with the provisions of this Section related to the issuance of the Bonds and the Notes.

(j) It is reasonably expected that the County will reimburse itself for certain expenditures made by it in connection with the Projects by issuing the Bonds or the Notes. This resolution shall be placed in the minutes of the Governing Body and shall be made available for inspection by the general public at the office of the Governing

Body. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

Section 13. Discharge and Satisfaction of Bonds. If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in any one or more of the following ways, to wit:

(a) By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

(b) By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers ("an Agent"; which Agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Federal Obligations, as hereafter defined, the principal of and interest on which, when due and payable, will provide sufficient moneys to pay or redeem such Bonds and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice);

(c) By delivering such Bonds to the Registration Agent, for cancellation by it;

and if the County shall also pay or cause to be paid all other sums payable hereunder by the County with respect to such Bonds, or make adequate provision therefor, and by resolution of the Governing Body instruct any such Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on such Bonds when due, then and in that case the indebtedness evidenced by such Bonds shall be discharged and satisfied and all covenants, agreements and obligations of the County to the holders of such Bonds shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Federal Obligations deposited as aforesaid.

Except as otherwise provided in this Section, neither Federal Obligations nor moneys deposited with the Registration Agent pursuant to this Section nor principal or interest payments on any such Federal Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and interest on said Bonds; provided that any cash received from such principal or interest payments on such Federal Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the County as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Federal Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on said Bonds on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the County, as received by the Registration Agent. For the purposes of this Section, Federal Obligations shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, which bonds or other obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

Section 14. Resolution a Contract. The provisions of this resolution shall constitute a contract between the County and the registered owners of the Bonds and the Notes, and after the issuance of the Bonds or the Notes, no change, variation or alteration of any kind in the provisions of this resolution shall be made in any manner until such time as the Bonds and interest due thereon shall have been paid in full.

Section 15. Authorization of Additional Actions. The officers of the County are hereby authorized and directed to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and the Notes and otherwise to effectuate the purposes of and intent of this Resolution.

Section 16. Separability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Section 17. Repeal of Conflicting Resolutions and Effective Date. All other resolutions and orders, or parts thereof, in conflict with the provisions of this resolution are, to the extent of such conflict, hereby repealed and this resolution shall be in immediate effect from and after its adoption.

Adopted and approved this 10<sup>th</sup> day of October, 2016.

/s/ Dana Ausbrooks  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Education Committee For: 6 Against: 0  
Budget Committee For: 4 Against: 0

Late-Filed Resolution No. 10-16-22 passed by unanimous recorded vote, 23

‘Yes’ and 0 ‘No’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

**LATE-FILED RESOLUTION NO. 10-16-23**

Commissioner Dwight Jones moved to accept Late-Filed Resolution No. 10-16-23, seconded by Commissioner Little.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17  
CAPITAL PROJECTS BUDGET BY \$125,000 FOR THE ACADEMY PARK  
ENRICHMENT CENTER – REVENUES TO COME  
FROM J. L. CLAY CENTER DONATIONS**

**WHEREAS,** Williamson County is currently constructing the Williamson County Enrichment Center at Academy Park; and

**WHEREAS**, effective February 1, 2017, services provided by the JL Clay Sr. Citizens Center of Williamson County will become a program under the county’s parks and recreation department and those senior citizens will utilize the new Williamson County Enrichment Center; and

**WHEREAS**, the current board of the J.L. Clay Senior Citizens Center of Williamson County has donated funds toward the construction of the court yard water feature at Academy Park;

**NOW, THEREFORE, BE IT RESOLVED**, that the 2016-17 Capital Projects budget be amended, as follows:

**REVENUES:**

Donations **\$ 125,000**  
(171.00000.486100.00000.00.00.00)

**EXPENDITURES:**

Other Capital Outlay **\$ 125,000**  
(171.91150.579900.00000.00.00.00.C0030)

/s/ Dwight Jones  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Parks & Recreation Committee For: 3 Against: 0 Abstain: 1  
Budget Committee For: 4 Against: 0

Commissioner Herbert stated that she will abstain from voting.

Late-Filed Resolution No. 10-16-23 passed by recorded vote, 22 ‘Yes’, 0 ‘No’ and 1 ‘Abstain’ as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	Gregg Lawrence	Barb Sturgeon
Tom Bain	Lewis Green, Jr.	Thomas Little	Jack Walton
Brian Beathard	Betsy Hester	Matt Milligan	Paul Webb
Bert Chalfant	Dwight Jones	David Pair	Matt Williams
Sherri Clark	Todd Kaestner	Brandon Ryan	<u>ABSTAIN</u>
Kathy Danner	David Landrum	Steve Smith	Judy Herbert

**LATE-FILED RESOLUTION NO. 10-16-24**

Commissioner Dwight Jones moved to accept Late-Filed Resolution No. 10-16-24, seconded by Commissioner Little.

**RESOLUTION APPROPRIATING AND AMENDING THE 2016-17  
PARKS & RECREATION BUDGET BY \$17,458.75  
- REVENUES TO COME FROM DONATIONS**

**WHEREAS**, the Parks & Recreation Department has received donations totaling \$17,458.75 from various youth associations for youth softball and volleyball leagues, and special event sponsors; and

**WHEREAS,** the Excel Swim Club has made a donation of \$3,000.00 toward the purchase of equipment for the pool at the Indoor Sports Complex; and

**WHEREAS,** these funds were unanticipated during the budget preparation process;

**NOW, THEREFORE, BE IT RESOLVED,** that the 2016-17 Parks & Recreation budget be amended, as follows:

**REVENUES:**

101.00000.486104.00000.00.00.00  
 Donations – Parks & Recreation **\$17,458.75**

**EXPENSES:**

Part-time Officials- 101.56700.516901.00000.00.00.00 10,858.75  
 Maint/Repair Buildings- 101.56700.533500.00000.00.00.00 3,000.00  
 Youth Awards- 101.56700.549902.00000.00.00.00 1,500.00  
 Special Events- 101.56700.559900.00000.00.00.00 2,100.00  
**\$17,458.75**

/s/ Dwight Jones  
 County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Parks & Recreation Committee For: 4 Against: 0  
 Budget Committee For: 4 Against: 0

Late-Filed Resolution No. 10-16-24 passed by unanimous recorded vote, 23

'Yes' and 0 'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

**OTHER**

**RESOLUTION NO. 10-16-4**

Commissioner Herbert moved to accept Resolution No. 10-16-4, seconded by Commissioner Dwight Jones.

**RESOLUTION TO REQUEST THE TENNESSEE GENERAL ASSEMBLY TO DELETE SECTION 2 OF CHAPTER 373 OF THE PRIVATE ACTS OF 1937 CONCERNING RESTRICTIONS ON THE TAX LEVY FOR ROAD PURPOSES**

**WHEREAS,** Williamson County is subject to Chapter 373 of the Private Acts of 1937 ("Acts") concerning Williamson County highway and roads; and

**WHEREAS,** Section 2 of the Acts provides that the County legislative body shall levy a tax which shall not be less than five cents nor more than one dollar on

each one hundred dollars' worth of property located only in the unincorporated area of Williamson County; and

**WHEREAS,** Tenn. Code Ann. § 67-3-901 requires counties to appropriate funds for road purposes from local revenue sources in an amount not less than the average of the preceding five fiscal years in order to receive their share of the gasoline tax distributions; and

**WHEREAS,** in the last few years, the Williamson County Board of Commissioners has adopted resolutions to rededicate funds collected from the business tax and the motor vehicle tax to the General Fund to manage its five year average; and

**WHEREAS,** deleting Section 2 of the Acts will remove any possible hindrance and provide Williamson County flexibility to optimize the management of the five year average as well as continue to maintain the current five year average through reallocation of revenue sources; and

**WHEREAS,** the Williamson County Board of Commissioners finds it in the interest of the citizens of Williamson County to urge the Tennessee General Assembly to delete Section 2 of Chapter 373 of the Private Acts of 1937:

**NOW THEREFORE,** the Williamson County Board of Commissioners, meeting in regular session, this the 10<sup>th</sup> day of October, 2016, by a two-thirds majority vote, urges the Tennessee General Assembly to amend Chapter 373 of the Private Acts of 1937 by deleting the following language found in Section 2:

SECTION 2. That the County Court of the Counties coming under the provisions of this act shall at the July term, 1947, and each succeeding year thereafter, levy a tax which shall not be less than five cents (5¢) nor more than one dollar (\$1.00) on each one hundred dollars worth of property as shown by the assessment made by the county assessors, outside of incorporated towns and taxing districts, and on privileges not more than one-fourth (1/4) of the assessment for county purposes.

**AND BE IT FURTHER RESOLVED,** that upon approval of this resolution and its signing, the Board of Commissioners directs the County Clerk's Office to mail a copy of this resolution to Williamson County's State Representatives and State Senator.

/s/ Judy Herbert  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Highway Commission	For: <u>4</u>	Against: <u>0</u>	Abstain: <u>1</u>
Tax Study Committee	For: <u>3</u>	Against: <u>0</u>	
Budget Committee	For: <u>4</u>	Against: <u>0</u>	

Resolution No. 10-16-4 passed by unanimous recorded vote, 23 'Yes' and 0 'No'

as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

RESOLUTION NO. 10-16-13

Commissioner Sturgeon moved to accept Resolution No. 10-16-13, seconded by Commissioner Clark.

**RESOLUTION AUTHORIZING THE WILLIAMSON COUNTY MAYOR TO ENTER INTO A LEASE AGREEMENT WITH TNHD PARTNERS, LLC d/b/a HARLEY-DAVIDSON OF COOL SPRINGS FOR MOTORCYCLES**

**WHEREAS,** Williamson County is a Tennessee governmental entity which is authorized to execute lease agreements for tangible personal property pursuant to *Tennessee Code Annotated, Section 7-51-904(a)*; and

**WHEREAS,** TNHD Partners, LLC commonly known as Harley-Davidson of Cool Springs, has offered to lease motorcycles to Williamson County for an annual rental fee of \$1.00 each; and

**WHEREAS,** Williamson County shall be responsible for purchasing or transferring police equipment and accessories to the motorcycles; and

**WHEREAS,** the lease is conditioned on the motorcycles being used for law enforcement purposes and is attached hereto; and

**WHEREAS,** the Williamson County Board of Commissioners have determined that it is in the interest of the citizens of Williamson County to authorize the Williamson County Mayor to execute a lease agreement with TNHD Partners, LLC d/b/a Harley Davidson of Cool Springs, for Harley Davidson motorcycles conditioned on the motorcycles being used for law enforcement purposes:

**NOW, THEREFORE, BE IT RESOLVED,** that the Williamson County Board of Commissioners, meeting in regular session, this the 10<sup>th</sup> day of October, 2016, hereby authorizes the Williamson County Mayor to execute the lease agreement and all other documentation to complete the transaction with TNHD Partners, LLC d/b/a Harley Davidson of Cool Springs for the use of motorcycles for law enforcement purposes.

/s/ Barb Sturgeon  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Law Enforcement/Public Safety Committee	For: <u>4</u>	Against: <u>0</u>
Property Committee	For: <u>4</u>	Against: <u>0</u>
Budget Committee	For: <u>4</u>	Against: <u>0</u>

Resolution No. 10-16-13 passed by recorded vote, 22 'Yes', 0 'No' and 1 'Abstain' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	<u>ABSTAIN</u>
Jeff Ford	David Landrum	Steve Smith	Tom Bain

RESOLUTION NO. 10-16-14

Commissioner Sturgeon moved to accept Resolution No. 10-16-14, seconded by Commissioner Little.

**A RESOLUTION TO LOWER THE SPEED LIMIT ON RESIDENTIAL ROADS LOCATED IN THE LEGENDS RIDGE SUBDIVISION**

**WHEREAS,** Chapel Lake Circle, Glen Lakes Court, Lake Ridge Court, Lake Ridge Way, Lake Valley Court, Lake Valley Drive, Legends Crest Drive, Legends Glen Court, Legends Park Circle, Legends Ridge Court, Legends Ridge Drive, Sundown Circle, and Sunset Ridge Drive are county roads located in the unincorporated area of Williamson County; and

**WHEREAS,** pursuant to Tennessee Code Annotated, Section 55-8-153(d), the legislative body of any county is authorized to lower speed limits as it may deem appropriate on any county road within its jurisdiction and such county shall post the appropriate signs depicting the new speed limit; and

**WHEREAS,** in response to a request made by the Legends Ridge Homeowners Association through Commissioner Sturgeon, and finding it to be appropriate due to the residential character of the roads, the Highway Superintendent recommends the speed limit be lowered from 30 mph to 25 mph on Chapel Lake Circle, Glen Lakes Court, Lake Ridge Court, Lake Ridge Way, Lake Valley Court, Lake Valley Drive, Legends Crest Drive, Legends Glen Court, Legends Park Circle, Legends Ridge Court, Legends Ridge Drive, Sundown Circle, and Sunset Ridge Drive; and

**WHEREAS,** the Board of Commissioners finds that it is appropriate and in the best interest of the citizens of Williamson County to lower the speed limit along those roads listed in the Legend Ridge subdivision from 30 miles per hour to 25 miles per hour:

**NOW, THEREFORE, BE IT RESOLVED,** that the Williamson County Board of Commissioners, meeting in regular session on this 10<sup>th</sup> day of October, 2016, pursuant to the authority granted by Tennessee Code Annotated, Section 55-8-153(d) and finding it to be appropriate, reduces the speed limit on Chapel Lake Circle, Glen Lakes Court, Lake Ridge Court, Lake Ridge Way, Lake Valley Court, Lake Valley Drive, Legends Crest Drive, Legends Glen Court, Legends Park Circle, Legends Ridge Court, Legends Ridge Drive, Sundown Circle, and Sunset Ridge Drive located in the Legends Ridge Subdivision from 30 miles per hour to 25 miles per hour;

**AND, BE IT FURTHER RESOLVED,** that the Williamson County Board of Commissioners directs that new traffic signs be installed depicting the new speed limit.

/s/ Barb Sturgeon  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Highway Commission For: 4 Against: 0

Resolution No. 10-16-14 passed by unanimous recorded vote, 23 'Yes' and 0

'No' as follows:

YES	YES	YES	YES
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Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

LATE-FILED RESOLUTION NO. 10-16-25

Commissioner Dwight Jones moved to accept Late-Filed Resolution No. 10-16-25, seconded by Commissioner Herbert.

**RESOLUTION AUTHORIZING THE COUNTY MAYOR TO EXECUTE A RENTAL AGREEMENT WITH ROLLING HILLS COMMUNITY CHURCH FOR PERIODIC USE OF THEIR AUDITORIUM FOR DANCE/THEATRE PERFORMANCES**

**WHEREAS**, Williamson County, ("County"), is a governmental entity that is authorized to enter into rental agreements upon approval of the Williamson County Board of Commissioners; and

**WHEREAS**, the Parks and Recreation Department occasionally conducts dance and theatre performances that are periodically held at the facility owned by Rolling Hills Community Church and located at 1810 Columbia Avenue, Franklin, Tennessee, 37064; and

**WHEREAS**, Rolling Hills Community Church has agreed to lease their auditorium and backstage area for the provision of the performances for a one year term; and

**WHEREAS**, the Williamson County Board of Commissioners finds it is in the interest of the citizens of Williamson County to authorize the County Mayor to execute the rental agreement with Rolling Hills Community Church for the periodic use:

**NOW THEREFORE, BE IT RESOLVED**, that the Williamson County Board of Commissioners, meeting in regular session this the 10<sup>th</sup> day of October, 2016, hereby authorizes the County Mayor to execute a rental agreement for the presentation of periodic dance and theatre performances as well as any subsequent amendments which do not materially alter the contract terms, and all other related documents required to rent the auditorium and backstage area from Rolling Hills Community Church located at 1810 Columbia Avenue, Franklin, Tennessee.

/s/ Dwight Jones  
County Commissioner

**COMMITTEES REFERRED TO AND ACTION TAKEN:**

Parks & Recreation Committee                      For:   3                        Against:   1    
Budget Committee    For:   4                        Against:   0  

Chairman Walton stated that he believes the School System should allow the Parks & Recreation Department to use its facilities whenever possible and stated that he would support the Resolution because of the need for a larger facility.

Late-Filed Resolution No. 10-16-25 passed by unanimous recorded vote, 23

'Yes' and 0 'No' as follows:

<u>YES</u>	<u>YES</u>	<u>YES</u>	<u>YES</u>
Dana Ausbrooks	Jeff Ford	David Landrum	Steve Smith
Tom Bain	Lewis Green, Jr.	Gregg Lawrence	Barb Sturgeon
Brian Beathard	Judy Herbert	Thomas Little	Jack Walton
Bert Chalfant	Betsy Hester	Matt Milligan	Paul Webb
Sherri Clark	Dwight Jones	David Pair	Matt Williams
Kathy Danner	Todd Kaestner	Brandon Ryan	

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Commissioner Chalfant moved to adjourn, seconded by Commissioner Bain.

Motion passed by unanimous voice vote.

Meeting Adjourned- 10:00 p.m.