

**ORDINANCE NO. 2014-15**

**COMMON COUNCIL OF THE CITY OF LEBANON**

**AN ORDINANCE OF THE COMMON COUNCIL OF THE CITY OF LEBANON, INDIANA, AUTHORIZING THE ISSUANCE OF THE CITY OF LEBANON, INDIANA ECONOMIC DEVELOPMENT MULTIPURPOSE REVENUE BONDS, SERIES 2014 (SKJODT-BARRETT PROJECT), AND AUTHORIZING AND APPROVING OTHER ACTIONS IN RESPECT THERETO**

WHEREAS, the City of Lebanon, Indiana (the "City"), is a municipal corporation and political subdivision of the State of Indiana and by virtue of I.C. 36-7-11.9 and I.C. 36-7-12 (collectively, the "Act"), is authorized and empowered to adopt this ordinance (this "Bond Ordinance") and to carry out its provisions; and

WHEREAS, in accordance with the Act and pursuant to Ordinance No. 2011-22, adopted by the Common Council of the City on November 18, 2011 (the "2011 Ordinance"), the County previously issued its Economic Development Revenue Bonds, Series 2011 (Skjodt-Barrett Project), in the original principal amount of \$2,380,000 (the "Series 2011 Bonds"), pursuant to a Trust Indenture, dated as of December 1, 2011, by and between the City and UMB Bank, n.a., as trustee (the "Trustee"), and provided the proceeds thereof to Skjodt-Barrett Contract Packaging LLC or an affiliate thereof (the "Company") for the purpose of financing the acquisition, renovation and equipping of an existing building in the Lebanon Business Park in the City for use in the Company's specialty food manufacturing operations (the "Original Project"); and

WHEREAS, the Company completed the Original Project in the area that is in the Lebanon Business Park Building # 11 Economic Development Area; and

WHEREAS, the Company and the City now desire to refinance the Series 2011 Bonds in accordance with the terms of the 2011 Indenture; and

WHEREAS, the Company now desires to finance further expenses for the renovation, equipping, installation and improvement of an additional existing building, including a packaging line and a production line, in the Lebanon Business Park in the City for use in the Company's specialty food manufacturing operations (the "2014 Project") (the Original Project and the 2014 Project, together, the "Projects"); and

WHEREAS, the Company will complete the 2014 Project in an area that is in the Lebanon Business Park Building # 11 Economic Development Area; and

WHEREAS, the Company has advised the City of Lebanon Economic Development Commission (the "Commission") and the City that it proposes that the City issue its Economic Development Multipurpose Revenue Bonds, Series 2014 (Skjodt-Barrett Project) in an amount not to exceed Two Million Nine Hundred Seventy-Five Thousand Dollars (\$2,975,000) (the "Series 2014 Bonds") under the Act for the purpose of (i) current refunding the outstanding Series 2011 Bonds, (ii) providing proceeds of the Series 2014 Bonds to the Company for the

purpose of financing the 2014 Project as described in the proposed Financing Agreement between the City and the Company (the “Financing Agreement”); and

WHEREAS, the past completion of the Original Project and the future completion of the 2014 Projects result in the diversification of industry and the creation of jobs and business opportunities in the City; and

WHEREAS, pursuant to I.C. § 36-7-12-24, the Commission published notice of a public hearing (the “Public Hearing”) on the proposed issuance of the Series 2014 Bonds to refinance and finance the Projects; and

WHEREAS, on the date specified in the notice of the Public Hearing, the Commission held the Public Hearing on the Projects; and

WHEREAS, the Commission has performed all actions required of it by the Act preliminary to the adoption of this Bond Ordinance and has approved and forwarded to the Common Council the forms of: (1) the Financing Agreement; (2) a Trust Indenture between the City and a trustee to be selected by the Clerk-Treasurer of the City (the “Trustee”) (the “Indenture”); (3) the Series 2014 Bonds; and (4) this Bond Ordinance (the Financing Agreement, the Indenture, the Series 2014 Bonds, and this Bond Ordinance, collectively, the “Financing Agreements”).

NOW, THEREFORE, BE IT ORDAINED BY THE COMMON COUNCIL OF THE CITY OF LEBANON, INDIANA, THAT:

1. Findings; Public Benefits. The Common Council hereby reaffirms its findings and determinations as set forth in the 2011 Ordinance with respect to the Original Project and hereby finds and determines with respect to the 2014 Project that the Projects involve the acquisition, construction and equipping of an “economic development facility” as that phrase is used in the Act; that the Projects will increase employment opportunities and increase diversification of economic development in the City, will improve and promote the economic stability, development and welfare in the City, will encourage and promote the expansion of industry, trade and commerce in the City and the location of other new industries in the City; that the public benefits to be accomplished by this Bond Ordinance, in tending to overcome insufficient employment opportunities and insufficient diversification of industry, are greater than the cost of public services (as that phrase is used in the Act) which were or will be required by the Projects; and, therefore, that the refinancing and financing of the Projects by the issuance of the Series 2014 Bonds under the Act: (i) will be of benefit to the health and general welfare of the City; and (ii) complies with the Act.

2. Approval of Financing. The proposed refinancing and financing of the Projects by the issuance of the Series 2014 Bonds under the Act, in the form that such financing was approved by the Commission, is hereby approved.

3. Authorization of the Series 2014 Bonds. The issuance of the Series 2014 Bonds, payable solely from revenues and receipts derived from the Financing Agreements, is hereby authorized.

4. Terms of the Series 2014 Bonds. (a) The Series 2014 Bonds, in the aggregate principal amount not to exceed Two Million Nine Hundred Seventy-Five Thousand Dollars (\$2,975,000) shall (i) be executed at or prior to the closing date by the manual or facsimile signatures of the Mayor and the Clerk-Treasurer of the City; (ii) be dated as of the date of their delivery; (iii) mature on a date not later than eighteen (18) years after the first interest payment date on the Series 2014 Bonds; (iv) bear interest at such rates as determined with the purchaser thereof (the "Purchaser"), but not to exceed three percent (3.00%) per annum; (v) be issuable in such denominations as set forth in the Financing Agreements; (vi) be issuable only in fully registered form; (vii) be subject to registration on the bond register as provided in the Indenture; (viii) be payable in lawful money of the United States of America; (ix) be payable at an office of the Trustee as provided in the Indenture; (x) be subject to optional redemption prior to maturity and subject to redemption as otherwise provided in the Financing Agreements; (xi) be issued in one or more series; and (xii) contain such other terms and provisions as may be provided in the Financing Agreements. The Series 2014 Bonds may be issued on a taxable or tax-exempt basis, at the direction of the Company.

(b) The Series 2014 Bonds and the interest thereon do not and shall never constitute an indebtedness of, or a charge against the general credit or taxing power of, the City, but shall be special and limited obligations of the City, payable solely from revenues and other amounts derived from the Financing Agreements. Forms of the Financing Agreements are before this meeting and are by this reference incorporated in this Bond Ordinance, and the Clerk-Treasurer of the City is hereby directed, in the name and on behalf of the City, to insert them into the minutes of the Common Council and to keep them on file.

5. Sale of the Series 2014 Bonds. The Mayor and the Clerk-Treasurer of the City are hereby authorized and directed, in the name and on behalf of the City, to sell the Series 2014 Bonds to the Purchaser at such prices as are determined on the date of sale and approved by the Mayor and the Clerk-Treasurer of the City.

6. Execution and Delivery of Financing Agreements. The Mayor and the Clerk-Treasurer of the City are hereby authorized and directed, in the name and on behalf of the City, to execute or endorse and deliver the Financing Agreement, the Indenture, and the Series 2014 Bonds, submitted to the Common Council, which are hereby approved in all respects.

7. Changes in Financing Agreements. The Mayor and the Clerk-Treasurer of the City are hereby authorized, in the name and on behalf of the City, without further approval of the Common Council or the Commission, to approve such changes in the Financing Agreements as may be permitted by the Act, such approval to be conclusively evidenced by their execution thereof.

8. General. The Mayor and the Clerk-Treasurer of the City, and each of them, are hereby authorized and directed, in the name and on behalf of the City, to execute or endorse any and all agreements, documents and instruments, perform any and all acts, approve any and all matters, and do any and all other things deemed by them, or either of

them, to be necessary or desirable in order to carry out and comply with the intent, conditions and purposes of this Bond Ordinance (including the preambles hereto and the documents mentioned herein), the Projects, the issuance and sale of the Series 2014 Bonds, and the securing of the Series 2014 Bonds under the Financing Agreements, and any such execution, endorsement, performance or doing of other things heretofore effected be, and hereby is, ratified and approved.

9. Binding Effect. The provisions of this Bond Ordinance and the Financing Agreements shall constitute a binding contract between the City and the holders of the Series 2014 Bonds, and after issuance of the Series 2014 Bonds this Bond Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of the holders of the Series 2014 Bonds as long as the Series 2014 Bonds or interest thereon remains unpaid.

10. Repeal. All ordinances or parts of ordinances in conflict herewith are hereby repealed.

11. Effective Date. This Bond Ordinance shall be in full force and effect immediately upon adoption and compliance with I.C. § 36-4-6-14.

12. Copies of Financing Agreements on File. Two copies of the Financing Agreements incorporated into this Bond Ordinance were duly filed in the office of the Clerk-Treasurer of the City, and are available for public inspection in accordance with I.C. § 36-1-5-4.

DULY PASSED on this 27<sup>th</sup> day of OCTOBER, 2014, by the Common Council of the City of Lebanon, Indiana.

COMMON COUNCIL OF THE  
CITY OF LEBANON, INDIANA

  
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Jeremy Lamar, Presiding Officer

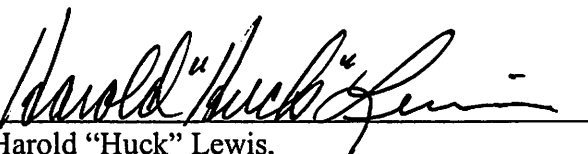
ATTEST:

  
\_\_\_\_\_  
Tonya Thayer, Clerk-Treasurer

Presented by me to the Mayor of the City of Lebanon for his approval or veto pursuant to Indiana Code § 36-4-6-15 and 16, this 27<sup>th</sup> day of October, 2014 at 8:30 o'clock a.m.

  
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Tonya Thayer, Clerk-Treasurer

This Ordinance having been passed by the legislative body and presented to me is approved by me and duly adopted, pursuant to Indiana Code § 36-4-6-16 (a)(1), this 27<sup>th</sup> day of October, 2014 at 8:30 o'clock a.m.

  
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Harold "Huck" Lewis,  
Mayor of the City of Lebanon, Indiana

Attest:

  
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Tonya Thayer, Clerk-Treasurer