

Scott Co./Ridgecrest Village/ Hearing Auth
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HEARING AND AUTHORIZATION
PROCEEDINGS

Davenport, Iowa

May 14, 2020

The Board of Supervisors of Scott County, Iowa, met telephonically in regular session on the above date at 5 o'clock, p.m. The Board is conducting this meeting telephonically due to federal and state government recommendations in response to COVID-19 pandemic conditions, and Governor Reynolds' Proclamation of Disaster Emergency dated March 19, 2020, and a telephone conference number was included in the posted agenda of this public meeting.

The meeting was called to order and there were present the Chair and the following named Board Members:

Present: _____

Absent: _____

Other Business

The Board investigated and found that notice of intention to enter certain amendments to the County's previously issued Revenue Refunding Bond (Ridgecrest Village Project), Series 2016 (the "Bond") and to enter into certain amendments to agreements related to the Bond, had, as directed by the Board, been duly published according to law.

This being the time and place specified in the notice for the conduct of a public hearing on the proposal to amend the Bond and related agreements, the Chairperson announced that all local residents attending the hearing would now be given an opportunity to express their views for or against the proposal to amend the Bond. The following local residents attending the hearing expressed their views as follows:

[None or describe]

The following local residents who had submitted written comments prior to the hearing expressed their views in such written comments as follows:

[None or describe]

After all local residents who appeared at the hearing who desired to do so had expressed their views for or against the proposal to amend the Bond, Board Member _____ introduced the following resolution and moved its adoption, seconded by Board Member _____; and after due consideration thereof by the Board, the Chairperson put the question on the motion and upon the roll being called, the following named Board Members voted:

Ayes: _____

Nays: _____

Whereupon, the Chairperson declared the motion duly carried and the resolution adopted as follows:

RESOLUTION NO. _____

RESOLUTION AUTHORIZING AMENDMENTS TO THE REVENUE REFUNDING BOND (RIDGECREST VILLAGE PROJECT), SERIES 2016 (THE “BOND”) ISSUED BY SCOTT COUNTY, IOWA; THE EXECUTION AND DELIVERY OF CERTAIN AMENDMENTS TO THE LOAN DOCUMENTS PURSUANT TO WHICH THE BOND WAS ISSUED; AND THE EXECUTION OF OTHER DOCUMENTS RELATED TO AMENDMENTS TO THE BOND

WHEREAS, the County of Scott, State of Iowa (the “Issuer”), is a County authorized and empowered by the provisions of Chapter 419 of the Code of Iowa, as amended (the “Act”), to issue revenue bonds or notes for the purpose of financing the cost of acquiring, by construction or purchase, land, buildings, improvements and equipment, or any interest therein, suitable for the use of any facility for an organization described in Section 501(c)(3) of the Internal Revenue Code (the “Code”) which is exempt from federal income tax under Section 501(a) of the Code (a “Tax Exempt Organization”) and to refund any bonds or notes issued pursuant to the Act; and

WHEREAS, at the request of Christian Retirement Homes, Inc. d/b/a Ridgecrest Village (the “Borrower”), a Tax Exempt Organization, the Issuer issued its Revenue Refunding Bond (Ridgecrest Village Project), Series 2016, in the original principal amount of \$13,175,000 (the “Bond”) pursuant to the Act and loaned the proceeds thereof to the Borrower pursuant to the Loan Agreement dated as of November 1, 2016 (the “Original Loan Agreement”) between the Issuer and the Borrower for the purpose of: (i) refunding the Issuer’s outstanding Revenue Refunding Bonds (Ridgecrest Village), Series 2006, originally issued in the principal amount of \$13,820,000 (the “Prior Bonds”), the proceeds of which were used to (a) refund the Issuer’s previous issues of \$11,500,000 Revenue Bonds (Ridgecrest Village Project), Series 2000A and \$2,500,000 Revenue Bonds (Ridgecrest Village Project), Series 2000B, Extendable Rate Adjustment SecuritiesSM (EXTRASSM), (b) fund a debt service reserve fund for the Prior Bonds, and (c) pay costs of issuance and certain other costs associated with the issuance of the Prior Bonds; (ii) funding a debt service reserve fund for the Bond; and (iii) paying costs of issuance and certain other costs associated with the issuance of the Bond; and

WHEREAS, in order to secure repayment of the Bond and to provide for the issuance of the Series 2016 Note (as defined in the Original Loan Agreement), the Issuer, the Borrower and Cedar Rapids Bank and Trust Company (the “Lender”) entered into the Fifth Amendment to Loan Agreement, Mortgage and Security Agreement Fixture Financing Statement among the Issuer, the Borrower and the Lender (the “Fifth Amendment to Mortgage”) amending and supplementing the Loan Agreement, Mortgage and Security Agreement dated as of October 15, 1993 (the “Original Mortgage”) as previously amended and supplemented by the First Amendment to Loan Agreement, Mortgage and Security Agreement dated as of September 1, 2000 (the “First Amendment to Mortgage”), the Second Amendment to Loan Agreement, Mortgage and Security Agreement dated as of November 1, 2004 (the “Second Amendment to Mortgage”), the Third Amendment to Loan Agreement, Mortgage and Security Agreement dated as of September 1, 2006 (the “Third Amendment to Mortgage”), and the Fourth Amendment to Loan Agreement, Mortgage and Security Agreement dated as of December 1, 2015 (the “Fourth Amendment to Mortgage,” and together with the First Amendment to Mortgage, the Second Amendment to Mortgage, the Third Amendment to Mortgage, the Fifth Amendment to Mortgage and the Original Mortgage, the “Mortgage”), to subject the Borrower’s facilities and the real estate relating thereto to the lien of the Mortgage and to provide for the issuance of the Series 2016 Note; and

WHEREAS, the Bond was sold to Cedar Rapids Bank and Trust (the “Lender”); and

WHEREAS, the Borrower has requested the Issuer to amend the Bond, the Loan Agreement pursuant to a First Amendment to Loan Agreement (the “First Amendment to Loan Agreement”) between the Issuer and the Borrower and the Fifth Amendment to Mortgage pursuant to a First Amendment to Fifth Amendment to Loan Agreement, Mortgage, and Security Agreement Fixture Financing Statement (the “First Amendment to Fifth Amendment to Mortgage”) among the Issuer, the Borrower and the Lender in order to modify the interest rate on the Bond and to extend the maturity of the Bond;

WHEREAS, notice of intention to amend the Bond has, as directed by the Board of Supervisors of the Issuer, been duly given in compliance with Section 147(f) of the Internal Revenue Code; and

WHEREAS, a public hearing has been held on the proposal to amend the Bond at the time and place as specified in the notice and all objections or other comments relating to the amendments to the Bond have been heard; and

NOW, THEREFORE, Be It Resolved by the Board of Supervisors of Scott County, Iowa, as follows:

Section 1. The amendments to the Bond, the First Amendment to Loan Agreement

and the First Amendment to Fifth Amendment to Mortgage, in substantially the forms as have been presented to and considered by this Board are hereby approved, and the Chairperson and County Auditor are hereby authorized and directed to execute and delivery the amended Bond, the First Amendment to Loan Agreement and the First Amendment to Fifth Amendment to Mortgage, with such changes, modifications, deletions or additions as deemed appropriate by Bond Counsel.

Section 2. The Bond and interest and premium, if any, thereon shall never constitute the debt or indebtedness of the Issuer within the meaning of any constitutional or statutory provision or limitation and shall not constitute nor give rise to a pecuniary liability of the Issuer or a charge against its general credit or taxing powers, but the Bond and interest and premium, if any, thereon shall be payable solely and only from the revenues derived from the Loan Agreement and the debt obligations of the Borrower delivered pursuant thereto; and no part of the cost of financing the foregoing purposes will be payable out of the general funds or other contributions of the Issuer (except the proceeds of the Bond).

Section 3. The Chairperson and the County Auditor are hereby authorized and directed to execute, attest, seal and deliver any and all documents and do any and all things deemed necessary to effect the amendments to the Bond and the execution and delivery of the First Amendment to Loan Agreement and the First Amendment to Fifth Amendment to Mortgage, and certificates and agreements required to carry out the intent and purposes of this Resolution, including the preamble hereto and the execution by the Chairperson and the County Auditor of the amended Bond, the First Amendment to Loan Agreement, the First Amendment to Fifth Amendment to Mortgage, and the required certificates and agreements shall constitute conclusive evidence of their approval and this Board's approval thereof and of any and all changes, modifications, additions or deletions therein from the respective forms thereof now before this meeting.

Section 4. The provisions of this Resolution are hereby declared to be separable and if any action, phrase or provision shall for any reason by declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions.

Section 5. All resolutions or parts thereof in conflict herewith are repealed, to the extent of such conflict.

Section 6. That this Resolution shall become effective immediately upon its passage and approval.

Passed and approved May 14, 2020.

Chairperson, Board of Supervisors

Attest:

County Auditor

* * *Other Business***

On motion and vote, the meeting adjourned.

STATE OF IOWA)
)
COUNTY OF SCOTT) SS

I, the undersigned, being first duly sworn, do hereby depose and certify that I am the duly elected, qualified and acting County Auditor of the aforementioned County and that as such I have in my possession, or have access to, the complete corporate records of the County and of this Board of Supervisors and its members; that I have carefully compared the transcript hereto attached with the aforesaid corporate records; and that the transcript hereto attached is a true, correct and complete copy of all the corporate records in relation to the adoption of a Resolution authorizing amendments of the Revenue Refunding Bond (Ridgecrest Village Project), Series 2016, and amendments to certain agreements related thereto.

WITNESS my hand and the corporate seal of the County hereto affixed this ____ day of May, 2020.

County Auditor