



Legal Advertising

Paid for by the advertisers and staff of *The Westfield Leader* and *The Scotch Plains-Fanwood Times* as a service to the readers.

PUBLIC NOTICE

PUBLIC NOTICE

**UNION COUNTY BOARD OF CHOSEN FREEHOLDERS
ORDINANCE: 729-2012
FIRST READING: 2/23/2012
FINAL READING: 3/22/2012**

STATEMENT

The Guaranty Ordinance published herewith has been finally adopted by the Board of Chosen Freeholders of the County Of Union, New Jersey, by the recorded affirmative votes of at least two-thirds (2/3rds) of the full membership of the Board of Chosen Freeholders on March 22, 2012, and the twenty (20) day period of limitation within which a suit, action or proceeding questioning the validity of such ordinance can be commenced, as provided in the Local Bond Law, has begun to run from the date of the first publication of this statement.

James E. Pellettiere, Clerk of the Board of Chosen Freeholders

GUARANTY ORDINANCE OF THE COUNTY OF UNION, NEW JERSEY REGARDING THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON CERTAIN GUARANTEED LEASE REVENUE BONDS, SERIES 2012 (UNION COUNTY FAMILY COURT BUILDING PROJECT-ELIZABETH) OF THE UNION COUNTY IMPROVEMENT AUTHORITY IN AN AGGREGATE PRINCIPAL AMOUNT NOT EXCEEDING \$45,000,000 FOR THE PURPOSE OF PROVIDING ADDITIONAL SECURITY IN CONNECTION WITH THE AUTHORITY'S ISSUANCE OF BONDS

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by an ordinance of the Board of Chosen Freeholders (the "Board of Chosen Freeholders") of the County of Union, New Jersey (the "County"), as a public body corporate and politic of the State of New Jersey (the "State") pursuant to and in accordance with the County Improvement Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended and supplemented from time to time (the "Act"); and

WHEREAS, the County has requested that the Authority undertake and provide financing for the design and construction of a Union County Family Court Building and Office Facility to be located, in part, at 10 Cherry Street, Elizabeth, New Jersey, which is a facility owned and operated by the Authority, and on adjoining lands currently owned by the County (the "Project"); and

WHEREAS, the Project is expected to provide new Family Court facilities for the Union County Superior Court, and office facilities for the Authority and the County, and will include a parking structure; and

WHEREAS, the Authority is desirous of assisting in the financing of such Project, to the extent permitted by law; and

WHEREAS, the Authority expects to obtain funds to assist the financing of the Project through the issuance of its bonds in an amount not to exceed \$45,000,000 GUARANTEED LEASE REVENUE BONDS, SERIES 2012 (UNION COUNTY FAMILY COURT BUILDING PROJECT-ELIZABETH) (the "Bonds") issued pursuant to a Bond Resolution to be adopted by the Authority entitled "RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF COUNTY GUARANTEED LEASE REVENUE BONDS, SERIES 2012 (UNION COUNTY FAMILY COURT BUILDING PROJECT-ELIZABETH) OF THE UNION COUNTY IMPROVEMENT AUTHORITY IN THE AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$45,000,000 IN CONNECTION WITH THE AUTHORITY'S FINANCING OF THE PROJECT AND AUTHORIZING AND APPROVING THE EXECUTION AND DELIVERY OF A LEASE AGREEMENT AND RELATED INSTRUMENTS ANNEXED THERETO, A PURCHASE AGREEMENT ANNEXED THERETO, AND SUCH RELATED INSTRUMENTS AS NECESSARY AND DETERMINING OTHER MATTERS IN CONNECTION THEREWITH" (the "Bond Resolution"); and

WHEREAS, in order to induce the prospective purchasers of the Bonds to purchase same, the Bonds shall otherwise be secured by a guarantee ordinance adopted by the County unconditionally and irrevocably guaranteeing a portion of the principal of (including mandatory sinking fund installments, if any) and interest on the Bonds, all pursuant to Section 37 of the Act (N.J.S.A. 40:37A-80); and

WHEREAS, in accordance with Section 13 ("Section 13") of the Act (N.J.S.A. 40:37A-56), prior to the issuance of the Bonds, the Authority shall make a detailed report with respect to such financing to the Board of Chosen Freeholders of the County, which report shall include copies or a description of, without limitation, the various financing documents; and

WHEREAS, in accordance with N.J.S.A. 40A:5A-6 and N.J.S.A. 40:37A-80 the Authority shall make application, on behalf of the Authority and the County to the Local Finance Board in the Division of Local Government Services of the Department of Community Affairs of the State (the "Local Finance Board") for the Local Finance Board's review of the financing, including, *inter alia*, the Bond Resolution, the Lease Agreement, the County Guaranty, and Continuing Disclosure Agreement (the "Financing Documents"); and

WHEREAS, in accordance with the terms of Section 37 of the Act (N.J.S.A. 40:37A-80) and the County Guaranty, the County shall be obligated, if necessary, to levy *ad valorem* taxes upon all the taxable property within the County without limitation as to rate or amount to make the timely payment of the principal of (including mandatory sinking fund installments, if any) and interest on the Bonds; and

WHEREAS, the Authority believes: (i) it is in the public interest to accomplish such purpose; (ii) said purpose is for the health, wealth, convenience or betterment of the inhabitants of the County of Union; (iii) the amounts to be expended for said purpose are not unreasonable or exorbitant; and (iv) the proposal is an efficient and feasible means of providing for the needs of the inhabitants of the County of Union and will not create an undue financial burden to be placed upon the County.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF CHOSEN FREEHOLDERS OF THE COUNTY OF UNION, NEW JERSEY (not less than two-thirds of the full membership thereof affirmatively concurring) as follows:

Section 1. This guaranty ordinance shall be adopted by the governing body of the County in the manner provided for adoption of a bond ordinance as provided in the Local Bond Law, constituting Chapter 169 of the Pamphlet Laws of 1960 of the State, as amended (the "Local Bond Law"), codified as N.J.S.A. 40A:2-1, *et seq.*

Section 2. Pursuant to and in accordance with the terms of the Act, specifically Section 37 of the Act (N.J.S.A. 40:37A-80), the County is hereby authorized to and hereby shall unconditionally and irrevocably guarantee the punctual payment of the principal of (including mandatory sinking fund installments, if any) and interest on the Bonds in an aggregate principal amount not exceeding \$45,000,000, which Bonds are to be issued to fund the Project as described in the preamble hereof, on such terms and conditions as may be agreed to by and between the County and the Authority. Upon the endorsement of the Bonds referred to in Section 3 below, the County shall be unconditionally and irrevocably obligated to pay the principal of (including mandatory sinking fund installments, if any) and interest on the Bonds, when due, in the same manner and to the same extent as in the case of bonds issued by the County and, accordingly, the County shall be unconditionally and irrevocably obligated to levy *ad valorem* taxes upon all the taxable property within the County for the payment thereof without limitation as to rate or amount when required under the provisions of applicable law.

Section 3. The Chairman of the Board of Chosen Freeholders, the County Manager, the Director of Finance of the County, the County Treasurer, or the Deputy County Treasurer (each an "Authorized Officer") shall, by manual or facsimile signature, execute an endorsement on each of the Bond evidencing this guaranty by the County as to the punctual payment of the principal of (including mandatory sinking fund installments, if any) and interest thereon. The endorsement on each Bonds shall be in substantially the following form, and absent the fully executed endorsement in such following form on any such Bond, such Bond shall not be entitled to the benefits of this guaranty ordinance:

GUARANTY OF THE COUNTY OF UNION.
The payment of the principal of (including mandatory sinking fund installments, if any) and interest on the within Bond is hereby fully, unconditionally and irrevocably guaranteed by the County of Union, New Jersey (the "County"), and the County shall be unconditionally and irrevocably obligated to pay the principal of (including mandatory sinking fund installments, if any) and interest on this Bond, when due, in the same manner and to the same extent as in the case of bonds issued by the County and, accordingly, the County shall be unconditionally and irrevocably obligated to levy *ad*

valorem taxes upon all the taxable property within the County for the payment hereof without limitation as to rate or amount when required under the provisions of applicable law.

IN WITNESS WHEREOF, the County has caused this Guaranty to be executed by the manual or facsimile signature of an Authorized Officer.

COUNTY OF UNION,
NEW JERSEY

By:

Name:

Title:

Section 4. The Authorized Officers are each hereby authorized to enter into, execute and deliver in the name of the County and on its behalf, a guaranty agreement or similar instrument (the "Guaranty Agreement") setting forth such matters with respect to the guaranty authorized by this guaranty ordinance as the County or the Authorized Officer (after consultation with counsel to the County) deems appropriate, and the Clerk of the Board of Chosen Freeholders is hereby authorized, if necessary, to attest to the signature of the Authorized Officer and to affix the seal of the County to the Guaranty Agreement.

Section 5. It is hereby found, determined and declared that:

(a) This guaranty ordinance may be adopted notwithstanding any statutory debt or other limitations, including particularly any limitation or requirement under or pursuant to the Local Bond Law, but the aggregate principal amount of the Bonds which shall be entitled to the benefits of this guaranty ordinance, being an amount not to exceed \$45,000,000, shall, after their issuance, be included in the gross debt of the County for the purpose of determining the indebtedness of the County under or pursuant to the Local Bond Law.

(b) The principal amount of the Bonds entitled to the benefits of this guaranty ordinance and included in the gross debt of the County shall be deducted and is hereby declared to be and to constitute a deduction from such gross debt under and for all the purposes of the Local Bond Law (i) from and after the time of issuance of the Bonds until the end of the fiscal year beginning next after the completion of the Project, and (ii) in any annual debt statement filed pursuant to the Local Bond Law as of the end of said fiscal year or any subsequent fiscal year if the revenues or other receipts or moneys of the Authority in such year are sufficient to pay its expenses of operation and maintenance in such year and all amounts payable in such year on account of the principal of (including mandatory sinking fund installments, if any) and interest on all such guaranteed Bonds, all bonds of the County issued as provided