

OFFICIAL MINUTES  
COMMISSION OF THE CITY OF BRUNSWICK, GEORGIA  
REGULAR MEETING  
8:30 A. M., NOVEMBER 7, 1990

PRESENT: His Honor Mayor Homer L. Wilson, Commissioners James A. Stephens, Thomas P. Williams, Larry Credle and Ken Tollison.

INVOCATION

The invocation was given by Commissioner James A. Stephens.

APPROVAL OF MINUTES

Commissioner Williams moved that the minutes of the meeting of October 17, 1990 be approved. Motion was seconded by Commissioner Stephens and was unanimously carried.

DELEGATION

Ken Plyman appeared before the Commission to discuss the uniformed Police Officer at the Commission meeting. Mr. Plyman questioned the necessity of an officer at the meeting. Commissioner Credle stated that the uniform officer was not directed at any particular citizen, but was present for security reasons. He further stated that the police officer was not meant to intimidate anyone, but was there for the safety of the citizens of the City of Brunswick.

RECOGNITION OF FIREFIGHTER OF THE YEAR

Mayor Wilson presented a resolution to Firefighter Henry L. Johnson, in recognition of his dedicated public service to the community as Firefighter of the Year.

RECOGNITION OF GRADUATES OF SMOKE DIVER'S SCHOOL

Mayor Wilson read a resolution commending Firefighter Michael P. Waters and Engineer John Madala for graduating successfully from Smoke Diver's School.

RITZ THEATER REPORT

Larry Evans appeared before the Commission to submit the 1990 operating statement of the Ritz Theatre. Received as information.

REZONING APPLICATION

Debra Chapman, Zoning Administrator, presented the following application for rezoning :

Jimmie Ann Abner to rezone Lot No. 6, Block L in Goodyear Park subdivision from R-9, One Family Residential District to LM Limited Medical.

Commissioner Stephens moved that the proposed rezoning be held at 7:00 P.M., on November 21 at City Hall. Motion was seconded by Commissioner Credle and was unanimously carried.

#### FISCAL YEAR 1989-90 AUDIT

The Director of Finance submitted the 1989-90 Fiscal year audit. Commissioner Williams moved that the fiscal year 1989-90 Audit be approved as submitted. Motion was seconded by Commissioner Stephens and was unanimously carried.

#### HISTORIC PRESERVATION APPOINTMENT

Commissioner Credle moved that Joy Craft be reappointed for a term of two years to the CGRDC Advisory on Historic Preservation. Motion was seconded by Commissioner Stephens and was unanimously carried.

#### PARK AND TREE APPOINTMENT

The Commission deferred the appointment to the Park and Tree Commission to January 2, 1991.

#### LIABILITY INSURANCE

The Director of Finance submitted proposals for the City's Liability Insurance. He recommended that the low bid of Scotsdale Insurance Company in the amount of \$39,302 for Law Enforcement Liability, and the amount of \$ 11,438 for Public Officials Liability be accepted. Commissioner Stephens moved that the recommendation of the Director of Finance be approved. Motion was seconded by Commissioner Tollison and was unanimously carried. There was no recommendation for Workman's Compensation and General Liability.

#### CITY TAXES DUE DATE

Commissioner Williams moved that the due date for City Taxes be set for January 31, 1991. Motion was seconded by Commissioner Credle and was unanimously carried.

#### WATER PUBLICATIONS

Commissioner Credle moved that the City Manager be authorized to mail a brochure detailing the upcoming Water System Improvements to Water Customers. Motion was seconded by Commissioner Williams and was unanimously carried.

#### GMA POOL LEASE PROGRAM RESOLUTION

Commissioner Stephens moved adoption of the following resolution. Motion was seconded by Commissioner Credle and was unanimously carried.

BE IT RESOLVED by the Commission of the City of Brunswick that the sum of \$94,693 be allocated from the non- departmental budget appropriation for Contingencies (Account No. 607 as published and set forth in the City of

Brunswick Budget for Fiscal Year 1990-1991) and that said sum be and the same is hereby committed to be paid from said account for the payment of the Program Obligations of the City of Brunswick for the current calendar year for participation in the Georgia Municipal Association Lease Pool as authorized by Ordinance No. 895 adopted simultaneously herewith this 6th day of November, 1990.

#### GMA POOL LEASE PROGRAM ORDINANCE

Commissioner Williams moved adoption of the following Ordinance. Motion was seconded by Commissioner Credle and was unanimously carried: (Ordinance No. 895)

AN ORDINANCE OF THE CITY OF BRUNSWICK (THE "MUNICIPALITY"), AUTHORIZING, INTER ALIA, THE EXECUTION OF DOCUMENTS RELATING TO THE LEASE OF CERTAIN EQUIPMENT LOCATED IN THE MUNICIPALITY, AND CONSENTING TO THE ISSUANCE OF CERTIFICATES OF PARTICIPATION IN THE GEORGIA MUNICIPAL ASSOCIATION POOL NOT TO EXCEED THE AGGREGATE PRINCIPAL AMOUNT OF \$130,000,000 AND TO THE MUNICIPALITY'S PRORATA SHARE OF SUCH CERTIFICATES

WHEREAS, the Georgia Municipal Association, Inc., and Georgia non-profit corporation ("GMA"), has found it to be in furtherance of the purposes for which GMA was created, that GMA enter into a lease with each of the municipalities participating in the Georgia Municipal Association Pool (collectively, the "Lessees") for the acquisition of equipment to be used by the participating municipalities (the "Equipment"); and

WHEREAS, pursuant to a Lease dated as of October 1, 1990, by and between GMA and the Municipality (the "Lease") GMA will acquire and lease to the Municipality the Equipment (as more fully described in the Lease); and

WHEREAS, pursuant to an Administration and Servicing Agreement dated as of October 1, 1990 (the "Servicing Agreement"), among GMA, the Lessees and The First National Bank of Atlanta, Atlanta, Georgia, as servicer, the Servicer will service the Leases for GMA and transfer the moneys collected pursuant to the Servicing Agreement and the Leases and deposited in the funds and accounts established under the Servicing Agreement to the Trustee (as defined hereafter) pursuant to the terms of the Servicing Agreement and the Trust Agreement (as defined hereafter); and

WHEREAS, GMA will transfer its interest in the Lease (and all other leases with the Lessees) to The First National Bank of Atlanta, Atlanta, Georgia, as trustee (the "Trustee") for the holders of the Certificates of participation in the Georgia Municipal Association Pool representing proportionate undivided interests in all of the leases so transferred (the "Certificates") pursuant to a Trust Agreement dated as of October 1, 1990 (the "Trust Agreement"); and

WHEREAS, payment of amounts due with respect to the Certificates will be insured by Municipal Bond Investors Assurance Corporation (the "Credit Facility Issuer") under the terms of its financial guaranty insurance policy (the "Policy") and in accordance with the terms of a Reimbursement and Indemnity Agreement by and between the Credit Facility Issuer and GMA; and

WHEREAS, some or all of the purchase price for Certificates tendered pursuant to a tender right under the Trust Agreement will be supplied by a bank, pursuant to a Standby Purchase Agreement; and

WHEREAS, Certificates tendered pursuant to a tender right under the Trust Agreement will be remarketed by a bank and/or securities underwriting firm, as remarketing agent (referred to collectively hereafter as the "Remarketing Agent");

WHEREAS, the Certificates will be purchased by the underwriter upon issuance pursuant to a certificate purchase agreement by and between the underwriter thereof and GMA; and

WHEREAS, in order to give effect to, and comply with, the foregoing agreements and instruments, and in order to authorize payment of its obligations incurred under the Lease (collectively, the "Program Obligations"), either (i) the Municipality has available to satisfy Program Obligations uncommitted and inappropriate funds in its current operating budget in an amount no less than the Minimum Annual Appropriated Amount as set forth in Schedule A or (ii) the Municipality must amend its current operating budget in accordance with Title 36, Chapter 81 of the Official Code of Georgia Annotated (the "Code") to authorize the payment of the Program Obligations; and

WHEREAS, if required, in order to amend its current operating budget, the Municipality has heretofore taken the following actions, all in accordance with Title 36, Chapter 81 of the Code: (i) through the Municipality's budget officer, prepared a proposed amended budget providing for payment of Municipality's Program Obligations in accordance with the requirements of Code Section 36-81-5(b) (the "Amended Budget", a copy of which is attached hereto as Schedule B) which was previously submitted to the governing body of the Municipality, (ii) at the time of receipt of the Amended Budget from the Municipality's budget officer, placed a copy of the Amended Budget in a public place in the Municipality, which place is convenient to the residents of the Municipality, (iii) published a notice in the official organ of the Municipality advising residents of the Municipality that the Amended Budget is available for inspection; (iv) conducted a public hearing on the Amended Budget at least one week prior to the date of adoption hereof; and (v) taken all other action necessary to effect the foregoing;

NOW, THEREFORE, BE IT ORDAINED, as follows:

Section I. Consent to Certificates. The execution and delivery of the Certificates in an aggregate principal amount no to exceed \$130,000,000 and to the execution and delivery of the Municipality's pro-rata share of Certificates in the amount specified on Schedule A hereto is hereby approved. It is hereby acknowledged that interest on the Certificates will be payable on each Interest Payment Date (as defined in the Trust Agreement). The Certificates will mature in such amounts and will bear interest at such rates of interest per annum calculated as set forth in the Trust Agreement, in substantially the form attached hereto as Schedule C and hereby incorporated herein.

Section II. Authorization of Lease. The Lease in substantially the form attached hereto as Schedule D and hereby incorporated herein is hereby approved and all of the terms and provisions thereof are hereby incorporated herein by reference as if the Lease was set out in this Ordinance in its

entirety. The Mayor is hereby authorized, empowered and directed to execute, acknowledge and deliver the Lease under seal attested to by the Clerk of the Municipality (the "Clerk"). The Lease is to be in substantially the form now before this meeting and hereby approved, or with such changes therein as may be deemed necessary by the persons executing the same, upon advice of counsel, to accomplish the purposes of the transaction contemplated therein and in this Ordinance and as shall not be inconsistent with or contrary to such purposes. The execution of the Lease shall constitute conclusive evidence of the persons executing the same of their approval of any and all such changes.

Section III. Authorization of Administration and Servicing Agreement. The Servicing Agreement in substantially the form attached hereto as Schedule E and hereby incorporated herein is hereby approved and all of the terms and provisions thereof are hereby incorporated herein by reference as if the Servicing Agreement was set out in the Ordinance in its entirety. The Mayor is hereby authorized, empowered and directed to execute, acknowledge and deliver the Servicing Agreement under seal attested to by the Clerk. The Servicing Agreement is to be in substantially the form now before this meeting and hereby approved, or with such changes therein as may be deemed necessary by the persons executing the same, upon advice of counsel, to accomplish the purposes of the transaction contemplated therein and in the Ordinance and as shall not be inconsistent with or contrary to such purposes. The execution of the Servicing Agreement shall constitute conclusive evidence of the persons executing the same of their approval of any and all such changes.

Section IV. Information Reporting. Any officer of the Municipality is hereby authorized to sign and file or cause to be filed a completed I.R.S. Form 8038, "Information Return for Tax Exempt Private Activity Bond Issues:", as required by Section 149(e) of the Internal Revenue Code of 1986, as amended (the "Code" and by Applicable Georgia law.

Section V. Non-Arbitrage Tax Certification. Any officer of the Municipality is hereby authorized to execute a non-arbitrage certification in order to comply with Section 148 of the Code, and the applicable Income Tax Regulations thereunder.

Section VI. No Personal Liability. No stipulation, obligation or agreement herein contained or contained in the Lease, the Trust Agreement, the Servicing Agreement or any other agreement referred to herein, shall be deemed to be a stipulation, obligation or agreement of any councilman, officer, agent or employee of the Municipality in his or her individual capacity, and no such councilman, officer, director, agent or employee shall be personally liable on the Certificates or be subject to personal liability or accountability by reason of the issuance thereof.

Section VII. General Authority. From and after the execution and delivery of the documents hereinabove authorized, the Mayor and the Clerk are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of said documents as executed and are further authorized to take any and all further actions and execute and deliver any and all other documents and certificates as may be necessary or desirable in connection with the issuance of the Certificates and the execution and delivery of the Trust Agreement, the Lease, the Servicing Agreement or any other agreement necessary to effect the transactions contemplated herein and to document compliance with the Code.

The Mayor and the clerk are hereby authorized and directed to prepare and furnish to the purchaser or purchasers, when the Certificates are issued, certified copies of all the proceedings and records of the Municipality relating to the Certificates, and such other affidavits and certificates as may be required to show the facts relating to the legality and marketability of the Certificates as such facts appear from the books and records in the officers' custody and control or as otherwise known to them; and all such certified copies, certificates and affidavits, including any heretofore furnished, shall constitute representations of the Municipality as to the truth of all statements contained therein.

Section VIII. Appropriation; Amendment of Budget. In order to give effect to, comply with, and assume the liabilities associated with, the foregoing approvals, and authorize the expenditure of the amounts required to be expended pursuant to the Lease Agreement and the Servicing Agreement the Municipality does hereby adopt, ratify and approve the Amended Budget attached hereto as Schedule B or commit those portions of the current budget set forth on Schedule B to the Program Obligations and does hereby appropriate and commit moneys in an amount not less than the Minimum Annual Appropriated Amount to payment of Program Obligations for the current calendar year.

Section IX. Actions Approved and Confirmed. All acts and doings of the officers of the Municipality which are in conformity with the purposes and intents of this Ordinance and in the furtherance of the issuance of the Certificates and the execution, delivery and performance of the Servicing Agreement and the Lease shall be, and the same hereby are, in all respects approved and confirmed.

Section X. Severability of Invalid Provisions. If any one or more of the agreements or provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way effect the validity of any of the other agreements and provisions hereof.

Section XI. Repealing Clause. All resolutions or parts thereof of the Municipality in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

MEETING RECESSED.

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Mayor

Attest AAAAAAAAAAAAAAAAAAAAAAAAAAAAA Secretary of the City Commission

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