

Minutes  
Regular Meeting  
Hertford County Board of Commissioners  
County Commissioners' Meeting Room  
Tuesday, January 22, 2013  
7:00 P.M.

Present: Curtis A. Freeman, Sr., William F. Mitchell, Jr., Ronald J. Gatling, and Howard J. Hunter, III

Absent: Johnnie R. Farmer

Also Present with the Board: Loria D. Williams, County Manager; Charles L. Revelle, III, County Attorney; and Shelia W. Matthews, Clerk to the Board

Chairman Curtis A. Freeman, Sr., called the meeting to order.

The invocation for the meeting was provided by Vice-Chairman William F. Mitchell, Jr.

**MINUTES**

On a motion by Gatling and a second by Mitchell, the Board voted unanimously to approve the minutes from the November 19, 2012, Regular Meeting as presented.

On a motion by Mitchell and a second by Gatling, the Board voted unanimously to approve the minutes from the December 3, 2012, Organizational Meeting as presented.

**TAX**

On a motion by Hunter and a second by Gatling, the Board voted unanimously to approve the following Tax Releases for the month of December, 2012:

|  |        |
|--|--------|
| TOTAL VALUE APPROVED THIS REPORT (2012 LEVY)                 | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (2012 LEVY)                   | 00.00  |
| TOTAL VALUE APPROVED THIS REPORT (PRIOR LEVY)                | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (PRIOR LEVY)                  | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2012)       | 812.50 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2012) | 812.50 |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2011)       | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2011) | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2010)       | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2010) | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2009)       | 00.00  |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2009) | 00.00  |

|  |       |
|--|-------|
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2008)       | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2008) | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2007)       | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2007) | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2006)       | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2006) | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2005)       | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2005) | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2004)       | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2004) | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W01 COLL/RECYCLE 2003)       | 00.00 |
| TOTAL TAX RELEASED THIS REPORT (W02 LANDFILL OPERATION 2003) | 00.00 |

**PUBLIC COMMENT PERIOD**

There were no requests to speak during Public Comment Period.

**CADA**

On a motion by Hunter and a second by Gatling, the Board voted unanimously to approve the 2013-2014 CSBG Anti-Poverty Work Plan for the Choanoke Area Development Association (CADA).

**RESOLUTIONS/COURTHOUSE**

Commissioner Hunter moved that the following resolution, copies of which having been made available to the Board of Commissioners, be adopted:

**RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF HERTFORD, NORTH CAROLINA, REMOVING ALL DIRECTORS OF THE HERTFORD COUNTY FINANCE CORPORATION AND APPOINTING NEW DIRECTORS THERETO AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS**

*WHEREAS*, the Hertford County Finance Corporation (the “*Corporation*”), a North Carolina nonprofit corporation, was formed on August 20, 1990 pursuant to Articles of Incorporation filed with the Secretary of State of North Carolina (the “*Articles of Incorporation*”);

*WHEREAS*, pursuant to the Articles of Incorporation, the directors of the Corporation are elected or appointed in the manner provided by the Corporation's Bylaws adopted on August 23, 1990 (the “*Bylaws*”);

*WHEREAS*, the Board of Commissioners of the County has the power by resolution, pursuant to Section 2.4 of the Bylaws, to remove the directors of the Corporation at any time with or without cause;

*WHEREAS*, the Board of Commissions of the County has the power, pursuant to Section 2.5 of the Bylaws, to fill any vacancies on the Corporation's Board of Directors;

*WHEREAS*, the County has determined that it is in the best interest of the County to remove and replace the current directors of the Corporation in accordance with the Bylaws;

***NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF HERTFORD, NORTH CAROLINA, AS FOLLOWS:***

*Section 1. Removal of Directors.* Pursuant to Section 2.4 of the Bylaws, the removal of each of the following original directors of the Corporation's is hereby approved effective immediately: Stanley E. Dixon, John D. Horton and Julia M. Whitaker.

*Section 2. Appointment of Directors.* Pursuant to Section 2.5 of the Bylaws, the following persons shall serve as directors of the Corporation *ex officio* their positions with the County effective immediately: the Hertford County Manager, the Hertford County Finance Officer and the Hertford County Tax Collector.

*Section 3. Severability.* If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration will not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

*Section 4. Repealer.* All motions, orders, resolutions and parts thereof, in conflict herewith are hereby repealed.

*Section 5. Effective Date.* This Resolution is effective on the date of its adoption.

The Board moved on with further business until time to go into the Public Hearing scheduled for 7:30 P.M.

## **PERSONNEL**

Holly Brooks, Human Resources Director, presented a proposal for staff reclassifications. On a motion by Hunter and a second by Mitchell, the Board voted unanimously to reclassify the following positions: Housekeeper, Housekeeping Coordinator, Community Social Services Assistant, and Veterans Service Officer and to allow her to conduct a further study of all Grade 21 positions.

## **COURTHOUSE/CONTRACTS/RESOLUTIONS**

On a motion by Hunter and a second by Gatling, the Board voted unanimously to approve the Hertford County Finance Corporation and U.S. Bank National Association Indenture of Trust as presented for the Courthouse project.

On a motion by Gatling and a second by Hunter, the Board voted unanimously to approve the Installment Financing Contract between Hertford County Finance Corporation and County of Hertford, North Carolina, as presented for the Courthouse project.

On a motion by Mitchell and a second by Hunter, the Board voted unanimously to approve the Deed of Trust, Security Agreement and Fixture Filing as presented for the Courthouse project.

Commissioner Hunter moved that the following resolution, copies of which having been made available to the Board of Commissioners, be adopted:

**RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF HERTFORD,  
NORTH CAROLINA, APPROVING A CONTRACT AND A DEED OF TRUST AND THE  
DELIVERY THEREOF AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS**

**WHEREAS**, the County of Hertford, North Carolina (the “*County*”) is a validly existing political subdivision of the State of North Carolina, existing as such under and by virtue of the Constitution, statutes and laws of the State of North Carolina (the “*State*”);

**WHEREAS**, the County has the power, pursuant to the General Statutes of North Carolina to (1) purchase real and personal property, (2) enter into installment financing contracts in order to finance the purchase of real and personal property used, or to be used, for public purposes, and (3) finance the construction of fixtures or improvements on real property by contracts that create in the fixtures or improvements and in the real property on which such fixtures or improvements are located a security interest to secure repayment of moneys advanced or made available for such construction;

**WHEREAS**, the County has previously determined that it is in the best interest of the County to enter into (a) an installment financing contract (the “*Contract*”) with the Hertford County Finance Corporation, a North Carolina nonprofit corporation (the “*Corporation*”), in order to finance or refinance (1) all or a portion of the costs of acquiring real property and constructing and equipping thereon a new courthouse and county administration building and various real and personal property improvements related to the foregoing (the “*Project*”) and (2) the costs related to the execution and delivery of the Contract;

**WHEREAS**, in order to secure the County’s obligations under the Contract, the County will enter into a Deed of Trust, Security Agreement and Fixture Filing dated as of February 1, 2013 (the “*Deed of Trust*”) related to the real property on which the Project (the “*Site*”) will be located and the improvements thereon;

**WHEREAS**, the Corporation will issue its Limited Obligation Bonds (County of Hertford, North Carolina), Series 2013 (the “*Bonds*”) in an aggregate principal amount not to exceed \$14,250,000, evidencing proportionate undivided interests in rights to receive certain Revenues (as defined in the Contract) pursuant to the Contract;

**WHEREAS**, in connection with the sale of the Bonds by the Corporation to Robert W. Baird & Co. (the “*Underwriter*”), the Corporation will enter into a Bond Purchase Agreement to be dated on or about February 7, 2013 (the “*Bond Purchase Agreement*”) among the County, the Corporation and the Underwriter;

**WHEREAS**, there have been described to the Board the forms of the following documents (collectively, the “*Instruments*”), copies of which have been made available to the Board, which the Board proposes to approve, enter into and deliver, as applicable, to effectuate the proposed installment financing:

- (1) the Contract;
- (2) the Deed of Trust;
- (3) an Indenture of Trust dated as of February 1, 2013 (the “*Indenture*”) between the Corporation and U.S. Bank National Association, as trustee; and
- (4) the Bond Purchase Agreement;

**WHEREAS**, to make an offering and sale of the Bonds, there will be prepared a Preliminary Official Statement with respect to the Bonds (the “*Preliminary Official Statement*”), a draft thereof having

been presented to the Board, and a final Official Statement relating to the Bonds (together with the Preliminary Official Statement, the “*Official Statement*”), which Official Statement will contain certain information regarding the Bonds and the County;

**WHEREAS**, it appears that each of the Instruments and the Preliminary Official Statement is in an appropriate form and is an appropriate instrument for the purposes intended;

**WHEREAS**, the Board conducted a public hearing on January 7, 2013 to receive public comment on the proposed Contract, the Deed of Trust and the Project to be financed thereby; and

**WHEREAS**, the County has filed an application to the LGC for approval of the Contract;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF HERTFORD, NORTH CAROLINA, AS FOLLOWS:**

*Section 1. Ratification of Instruments.* All actions of the County, the Chairman of the Board, the Clerk to the Board, the County Manager, the Finance Director of the County, the County Attorney and their respective designees, whether previously or hereinafter taken, in effectuating the proposed financing and refinancing are hereby approved, ratified and authorized pursuant to and in accordance with the transactions contemplated by the Instruments.

*Section 2. Authorization of the Official Statement.* The form, terms and content of the Preliminary Official Statement are in all respects authorized, approved and confirmed, and the use of the Preliminary Official Statement and of the final Official Statement by the Underwriter in connection with the sale of the Bonds is hereby in all respects authorized, approved and confirmed. The Chairman of the Board, the County Manager and the Finance Director are each hereby authorized and directed, individually or collectively, to deliver, on behalf of the County, the Official Statement in substantially such form, with such changes, insertions and omissions as he or she may approve.

*Section 3. Authorization to Execute the Contract.* The County hereby approves the financing of the Project in accordance with the terms of the Contract, which will be a valid, legal and binding obligation of the County in accordance with its terms. The form and content of the Contract are hereby in all respects authorized, approved and confirmed, and the Chairman of the Board, the Clerk to the Board and the County Manager are hereby authorized, empowered and directed, individually or collectively, to execute and deliver the Contract, including necessary counterparts, in substantially the form and content presented to the Board, but with such changes, modifications, additions or deletions therein as they deem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of the County’s approval of any and all changes, modifications, additions or deletions therein from the form and content of the Contract presented to the Board. From and after the execution and delivery of the Contract, the Chairman of the Board, the Clerk to the Board, the County Manager and the Finance Director of the County and their respective designees, are hereby authorized, empowered and directed, individually or collectively, 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 the Contract as executed.

*Section 4. Authorization to Execute the Deed of Trust.* The County approves the form and content of the Deed of Trust, and the Deed of Trust is in all respects authorized, approved and confirmed. The Chairman of the Board, the Clerk to the Board and the County Manager are hereby authorized, empowered and directed, individually or collectively, to execute and deliver the Deed of Trust, including necessary counterparts, in substantially the form and content presented to the Board, but with such changes, modifications, additions or deletions therein as they deem necessary, desirable or appropriate. Execution by the Chairman of the Board, the Clerk to the Board and the County Manager, individually or

collectively, constitutes conclusive evidence of the County's approval of any and all such changes, modifications, additions or deletions therein from the form and content of the Deed of Trust presented to the Board, and from and after the execution and delivery of the Deed of Trust, the Chairman of the Board, the Clerk to the Board, the County Manager and the Finance Director of the County and their respective designees, are hereby authorized, empowered and directed, individually or collectively, 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 the Deed of Trust as executed.

*Section 5.       **Bond Purchase Agreement.*** The form and content of the Bond Purchase Agreement shall be and the same hereby are in all respects authorized, approved and confirmed, and the Chairman of the Board, the County Manager, the Finance Director of the County, individually or collectively, shall be and they hereby are authorized, empowered and directed to execute and deliver the Bond Purchase Agreement, including necessary counterparts, in substantially the form and content presented to the Board, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of the County's approval of any and all changes, modifications, additions or deletions therein from the form and content of the Bond Purchase Agreement presented to the Board, and that from and after the execution and delivery of the Bond Purchase Agreement, the Chairman of the Board, the County Manager and the Finance Director of the County and their respective designees, individually or collectively, 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 the Bond Purchase Agreement as executed.

*Section 6.       **County Representative.*** The Chairman of the Board, the County Manager and the Finance Director of the County, are each hereby designated as the County's representative to act on behalf of the County in connection with the transactions contemplated by the Instruments and the Preliminary Official Statement, and the Chairman of the Board, the County Manager and the Finance Director, individually or collectively, are authorized to proceed with the financing of the Project in accordance with the Instruments and to seek opinions as a matter of law from the County Attorney, which the County Attorney is authorized to furnish on behalf of the County, and opinions of law from such other attorneys for all documents contemplated hereby as required by law. The County's representative and/or designee or designees are in all respects authorized on behalf of the County to supply all information pertaining to the County for use in the Official Statement and the transactions contemplated by the Instruments or the Preliminary Official Statement. The County's representatives or their respective designees are hereby authorized, empowered and directed, individually or collectively, to do any and all other acts and to execute any and all other documents, which they, in their discretion, deem necessary and appropriate to consummate the transactions contemplated by the Instruments or the Preliminary Official Statement or as they deem necessary or appropriate to implement and carry out the intent and purposes of this Resolution.

*Section 7.       **Severability.*** If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration will not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

*Section 8.       **Repealer.*** All motions, orders, resolutions and parts thereof, in conflict herewith are hereby repealed.

*Section 9.       **Effective Date.*** This Resolution is effective on the date of its adoption.

## **COUNTY MANAGER'S UPDATE**

Loria D. Williams, County Manager, distributed and discussed the Traffic Impact Analysis that had been prepared in regards to the intersection at the site of the new Courthouse/Administration Building. She shared that there is conflicting information about where the turnarounds will be located. She also explained that there will not be a high enough volume of traffic for a stoplight at the intersection.

The Board decided to set up a meeting between the Working Group and Mr. Jerry Jennings with N.C.D.O.T.

At this time, the County Manager allowed Robbin Stephenson, Finance Director, to present the Board with a new financial report that will replace the old and lengthy Monthly Revenue and Expenditure Report. She reviewed it and requested their feedback once they get a chance to study it.

Commissioner Hunter and Chairman Freeman commended Mrs. Stephenson on her work. This report was a lot better and easier to understand. Commissioner Hunter suggested a comparison by months for consideration.

On a motion by Gatling and a second by Hunter, the Board voted unanimously to recess Regular Session to go into a scheduled Public Hearing as advertised:

#### NOTICE OF PUBLIC HEARING

Notice is hereby given, in accordance with NCGS 158-7.1, that the Hertford County Board of Commissioners will hold a public hearing on Tuesday, January 22, 2013, at 7:30 P.M. in the Commissioners' Meeting Room, Office Building Number One, King Street, Winton, North Carolina. The purpose of the hearing is to receive public comments on a proposed "Incentive Agreement Between Hertford County, North Carolina and Enviva Pellets Ahoskie, LLC."

Copies of the proposed Agreement are available in the Hertford County Manager's Office in Winton, NC. Office hours are from 8:30 A.M. to 5:00 P.M., Monday through Friday. The office is located in Office Building Number One, 704 King Street, Winton, NC.

This the 10<sup>th</sup> day of January, 2013.

#### **PUBLIC HEARING**

Mr. Bill Early, EDC Director, shared the Incentive Agreement with the Board that has already been executed by Enviva Pellets Ahoskie, LLC.

There were no comments from the public.

On a motion by Hunter and a second by Gatling, the Board voted unanimously to leave the Public Hearing and return to Regular Session.

#### **REGULAR SESSION**

### **ECONOMIC DEVELOPMENT**

On a motion by Mitchell and a second by Hunter, the Board voted unanimously to approve the Incentive Agreement with Enviva Pellets Ahoskie, LLC.

### **COMMISSIONERS' COMMENTS**

- Commissioner Hunter reminded the Board that it was not too late to submit legislative goals for the upcoming Legislative Goals Conference
- Chairman Freeman announced the Grand Opening of Abram's at 11:00 A.M. on Thursday, January 24

On a motion by Gatling and a second by Mitchell, the Board voted unanimously to recess Regular Session to go into a scheduled Closed Session as allowed under G. S. 143-318.11 (a) (3) to consult with the County Attorney, (5) to discuss acquisition of property, and (6) to discuss personnel matters.

### **CLOSED SESSION**

Minutes of Closed Session are on file in the office of the Clerk to the Board.

### **REGULAR SESSION**

On a motion by Hunter and a second by Mitchell, the Board voted unanimously to adjourn the meeting.