

MINUTES OF MEETING HELD MARCH 28, 2011

The Common Council of the City of Somerset, Kentucky met in a regular session on Monday, March 28, 2011 at 7:00 p.m. with the following present: Mayor Eddie Girdler. Council Members: Jerry Wheeldon, Mark Beasley, Jerry Girdler, Mike New, Donna Hunley, John Minton, Jim Mitchell, Pat Bourne, Tom Eastham, and Linda Stringer. City Attorney Carrie Wiese, and City Clerk David Godsey. Absent: Council Members Jerry Burnett, and Jim Rutherford.

Mr. Mitchell moved to approve the minutes of the regular meeting held on March 14, 2011, along with the reports as mailed. Mr. Eastham seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Wheeldon, Mr. Beasley, Mr. Girdler, Mr. New, Mrs. Hunley, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Eastham, and Mrs. Stringer.

Second reading was given the following Ordinance # 11-05:

ORDINANCE NO. 11-05

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF SOMERSET, KENTUCKY, AUTHORIZING AND APPROVING AMENDMENTS TO THE LOAN AGREEMENT BETWEEN THE CITY OF SOMERSET, KENTUCKY AND ARMSTRONG HARDWOOD FLOORING COMPANY, A TENNESSEE CORPORATION (THE "COMPANY") AND THE TRUST INDENTURE BETWEEN U.S. BANK NATIONAL ASSOCIATION AND THE CITY OF SOMERSET, KENTUCKY AND ANY AND ALL OTHER RELATED DOCUMENTS NECESSARY THERETO REGARDING THE \$10,000,000 PRINCIPAL AMOUNT OF CITY OF SOMERSET, KENTUCKY VARIABLE RATE DEMAND INDUSTRIAL BUILDING REVENUE REFUNDING BONDS (ARMSTRONG HARDWOOD FLOORING COMPANY PROJECT), SERIES 2009 (THE "BONDS") ISSUED REGARDING THE MANUFACTURING FACILITY LOCATED AT 630 INDUSTRY ROAD, SOMERSET, PULASKI COUNTY, KENTUCKY, 42501, AND APPROVING, AUTHORIZING AND ACKNOWLEDGING THE EXECUTION AND DELIVERY OF A FIRST AMENDMENT TO THE LOAN AGREEMENT BETWEEN THE CITY OF SOMERSET, KENTUCKY AND THE COMPANY; A SUPPLEMENTAL INDENTURE BETWEEN U.S. BANK NATIONAL ASSOCIATION AND THE CITY OF SOMERSET, KENTUCKY; AND ANY AND ALL OTHER RELATED DOCUMENTS NECESSARY THERETO.

***Document too large to be included in minutes. Complete copy on file in the City Clerk's Office.

Mr. Wheeldon moved to approve the above Ordinance # 11-05 on its second reading regarding the Armstrong Hardwood Flooring Bonds.. Mr. Eastham seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Wheeldon, Mr. Beasley, Mr. Girdler, Mr. New, Mrs. Hunley, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Eastham, and Mrs. Stringer.

Mr. Beasley moved to approve the appointment of Frances Smith to the Housing Authority Board. Term to expire 2015. Mrs. Stringer seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Wheeldon, Mr. Beasley, Mr. Girdler, Mr. New, Mrs. Hunley, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Eastham, and Mrs. Stringer.

Mr. Wheeldon moved to approve the following Resolution for the General Preparation for bonds. Mr. New seconded the motion. Upon roll call the following Council Members voted “Aye”: Mr. Wheeldon, Mr. Beasley, Mr. Girdler, Mr. New, Mrs. Hunley, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Eastham, and Mrs. Stringer.

RESOLUTION NO. _____

A RESOLUTION OF THE CITY OF SOMERSET, KENTUCKY, AUTHORIZING AND RATIFYING ACTIONS IN THE STRUCTURING, STAFFING, PLANING AND PREPARATION OF ALL DOCUMENTATION FOR THE ISSUANCE OF CERTAIN GENERAL OBLIGATION BONDS OF THE CITY.

WHEREAS, the Governing Body of the City of Somerset, Kentucky (the "City") has determined that it is necessary, desirable and in the public interest to finance and/or refinance the costs associated with certain public projects (the "Project") through the incurrence of indebtedness by the sale and issuance of the Issuer's "General Obligation Bonds, Series 2011" (the "Bonds"), pursuant to Sections 66.011 through 66.191 of the Kentucky Revised Statutes (the "Act"), for the payment of which the full faith, credit and taxing power of the City will be pledged pursuant to a Bond Ordinance to be considered at a later date.

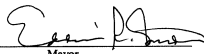
NOW THEREFORE, BE IT RESOLVED BY THE CITY OF SOMERSET, KENTUCKY, AS FOLLOWS:


Section 1. Designation of Bond Counsel and Financial Advisor. The law firm of Wyatt, Tarrant & Combs, LLP is designated as Bond Counsel in connection with the Bonds as contemplated by the engagement letter attached hereto. The firm of Ross, Sinclair & Associates, LLC is designated as Fiscal Agent in connection with the Bonds as contemplated by the proposed Contract of Agreement attached hereto.

Section 2. Conflicts. All resolutions, orders or parts thereof in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed and the provisions of this Resolution shall prevail and be given effect.

Section 3. Effective Date. This Resolution shall take effect from and after its passage, as provided by law.

INTRODUCED AND ADOPTED, at a duly convened meeting of the Governing Body, held on 3/28, 2011 signed by the Mayor of the City, attested by the City Clerk, filed and indexed as provided by law.

By: 
Mayor

Attest: 
City Clerk

15220861.1

Mr. Bourne moved to refund the following amounts paid on 2010 City taxes to Barbara Schmeing, in the amount of \$48.04. Mr. Eastham seconded the motion. Upon roll call the following Council Members voted “Aye”: Mr. Wheeldon, Mr. Beasley, Mr. Girdler, Mr. New, Mrs. Hunley, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Eastham, and Mrs. Stringer.

There being no further business the meeting adjourned.

APPROVED _____

MAYOR

ATTEST: _____

CITY CLERK