

OFFICIAL PROCEEDINGS OF  
THE ST. MARY PARISH COUNCIL OF THE  
PARISH OF ST. MARY, STATE OF LOUISIANA

APRIL 14, 2021  
FRANKLIN, LOUISIANA

The St. Mary Parish Council met on this date in Regular Session with Chairman Dean S. Adams presiding and the following members present: Rev. Craig A. Mathews, J Ina, Rodney Olander, Scott Ramsey, Leslie “Les” Rulf, Jr., James W. Bennett, Jr., Mark A. Duhon, Kristi Prejeant Rink, M.D., and Gwendolyn L. Hidalgo. Absent was Patrick J. Hebert.

The Invocation was pronounced by Mr. Ramsey and the Pledge of Allegiance was led by Mr. Olander.

Mr. Olander moved that the reading of the minutes of the Second Regular Meeting, March 24, 2021, be dispensed with and that the same is approved. Mrs. Hidalgo seconded the motion, which carried.

Mr. Adams requested to move up Item 16D, “Mr. Ramsey to discuss an incident relative to the Patterson Police Department.”

Mr. Ramsey moved to table the discussion of an incident relative to the Patterson Police Department. Rev. Mathews seconded the motion, which carried.

Patti Holland, Teche Project Council Member, appeared before the Council to present an update on the TECHE Project, status of the Bayou Teche National Water and Paddle Trail, efforts to clean up the bayou, and funding needs. She asked for consideration of an allocation of \$1,000.00 per year to help with operating funds.

President Hanagriff stated that the current budget is finalized but will consider Ms. Holland’s request next year.

In response to Rev. Mathews’ inquiry relative to the pig farm in the Sorrell area and Andy Aucoin, Ms. Holland stated that her concern is water quality. She informed that she has been in contact with reporters and has pictures of the flooded pig farm due to the recent rain events.

Parish President, David Hanagriff expounded on the recent rain events and that bids on the new pump station on the lake in Morgan City will be received tomorrow.

President Hanagriff stated that he attended the Chamber of Commerce Luncheon where guest speaker Attorney General Jeff Landry gave an update on several current topics relative to Louisiana.

In response to Mr. Ramsey’s inquiry relative to mutual aid agreements between St. Mary Parish Government, St. Mary Parish Water & Sewer Commission, and Municipalities regarding water system interconnection, Legal Counsel, Eric Duplantis stated an agreement is being prepared.

Chief Administrative Officer, Henry “Bo” LaGrange, presented his report for a three (3) week period ending April 14, 2021.

Item 1 in Mr. LaGrange’s report stated, “Mr. John Schroder, State Treasurer, has written to advise that the July 1, 2020 population estimate as submitted by the LSU AgCenter, Dept. of Agricultural Economics and Agribusiness and Dr. Troy C. Blanchard from the LSU Dept. of Sociology has been submitted for St. Mary Parish. This estimate is based on the written adjustments to the 2010 Federal Census count and will be used in accordance with statutes governing distribution to parishes for fiscal year 2021-2022 (i.e. State Revenue Sharing, Parish Transportation Funds, 2% Fire Insurance Rebate Program). The population estimate for St. Mary Parish is 49,331.”

In response to Mr. Adams' inquiry relative to the census count, Mr. LaGrange stated that this is a decrease.

Mr. Olander thanked administration and the parish for delivering the roll-off dumpster to Cypremort Point for their first annual cleanup day.

Mr. Bennett moved that the Public Hearing Report, March 24, 2021 be approved. Dr. Rink seconded the motion, which carried.

Mr. Ina introduced the following ordinances:

## **ORDINANCE NO.**

### **An Ordinance Amending Ordinance 2159 (2018) Regarding Public Comment During Parish Council Meetings**

**BE IT ORDAINED** by the St. Mary Parish Council, in regular session convened:

**SECTION 1.** That Ordinance Number 967, enacted on the 29th day of August, 1985, entitled "An Ordinance providing a procedure whereby persons shall be given an opportunity to be heard at meeting of the St. Mary Parish Council" was amended by Ordinance 2159 (2018) on the 12<sup>th</sup> day of September, 2018, styled "An Ordinance Amending Ordinance 967 (1985) Regarding Public Comment During Parish Council Meetings, is proposed to be amended to read as follows:

#### **SECTION 2: Public Comment on an item appearing on the meeting agenda**

A public comment section shall be placed at the beginning of each meeting, or at any other point on the agenda, to allow and encourage citizen comment to occur on any item appearing on the meeting agenda.

Prior to the commencement of the meeting, any person wishing to address the St. Mary Parish Council or its committees on matters appearing on the meeting agenda, shall complete a speaker participation sheet located in the meeting room that includes the name and address of the speaker, along with a brief description of the item or items about which they wish to speak.

Persons shall be given a period of five (5) minutes to address the Council, which may be extended by questions from the Council and at the discretion of the Chairman of the Council.

#### **SECTION 3: Public Comment on a matter relating to Parish government as noted in Section 2-07 (E) of the Home Rule Charter, which does not appear on the meeting agenda**

Persons wishing to address the St. Mary Parish Council on a matter relating to Parish government as noted in Section 2-07 (E) of the Home Rule Charter which does not appear on the meeting agenda shall call the clerk of the Council and request to be placed on the agenda. Persons may be placed on the agenda by so requesting not later than 12:00 noon on the Friday prior to the regular Wednesday meeting or in cases of a special meeting, two hours before the deadline for publication of the agenda of that meeting.

Persons shall be given a period of five (5) minutes to address the Council, which may be extended by questions from the Council and at the discretion of the Chairman of the Council.

This ordinance shall become effective and be in full force upon publication in the official journal of the Parish.

This ordinance having been offered and read on this the 14<sup>th</sup> day of April 2021, having been published in accordance with law.

## **ORDINANCE NO.**

An ordinance authorizing the issuance of Taxable Public Improvement Sales Tax Bonds, Series 2021 of the Parish of St. Mary, State of Louisiana; prescribing the form, terms and conditions of such bonds and providing for the payment thereof; providing for the sale of such bonds; authorizing an agreement with the Paying Agent; and providing for other matters in connection therewith.

**WHEREAS**, the Parish of St. Mary, State of Louisiana (the "Issuer") is now levying and collecting a special one percent (1%) sales and use tax (the "Tax"), pursuant to an election held within the corporate boundaries of the Issuer on December 7, 1965 (the "Election"), at which election the following proposition was approved by a majority of the qualified electors voting at such election, the proceeds of which tax may be funded into bonds for the purposes contained in said proposition, viz:

### **PROPOSITION**

Shall the Parish of St. Mary, State of Louisiana, under the provisions of Act No. 27 of the Extra Session of the Legislature of Louisiana for the year 1956, as amended, be authorized to levy and collect a tax of one percent (1%) upon the sale at retail, the use, the lease or rental, the consumption, and the storage for use or consumption of tangible personal property and upon the sale of services, as presently defined in R. S. 47:301 to 47:317, inclusive, with the avails or proceeds of said tax (after paying the reasonable and necessary costs and expenses of collecting and administering the tax) being allocated and distributed monthly between the City of Morgan City, the Towns of Berwick, Patterson, Franklin and Baldwin, St. Mary Parish, Louisiana, the School Board of the Parish of St. Mary, Louisiana, and the Police Jury of the Parish of St. Mary, Louisiana, as follows, to-wit:

Of the first One Million Five Hundred Thousand and 00/100 (\$1,500,000) Dollars of net taxes collected each calendar year, 22.1502% shall be payable to the City of Morgan City, 14.1883% shall be payable in the Town of Franklin, 6.3473% shall be payable to the Town of Berwick, 4.7818% shall be payable to the Town of Patterson and 2.5324% shall be payable to the Town of Baldwin. 50% of net taxes collected each calendar year, in excess of said sum of One Million Five Hundred Thousand and 00/100 (\$1,500,000) Dollars, shall be distributed among the City of Morgan City and the Towns of Berwick, Patterson, Franklin and Baldwin, proportionately, according to their respective populations as reflected by the most recent Federal Census as of the time of collection of said sums in excess of One Million Five Hundred Thousand and 00/100 (\$1,500,000) Dollars. 30% of net taxes collected shall be payable to the School Board of the Parish of St. Mary and 20% of net taxes collected shall be payable to the Police Jury of the Parish of St. Mary;

Until the State of Louisiana provides funds sufficient to implement the salary schedule set forth in Act No. 28 of the Extra Session of the Legislature of Louisiana for the year 1964 and in the event the sum received by the School Board of the Parish of St. Mary should not be sufficient to provide implementation of salaries provided for in said act, a sum sufficient to provide said implementation shall be deducted each month from the fifty (50%) percent share of the City of Morgan City and the Towns of Berwick, Patterson, Franklin and Baldwin and shall be withheld, placed in a special fund and shall, at the end of every twelve month period, be paid to the School Board of the Parish of St. Mary to be used for the purpose of implementing salaries as set forth in said Act No. 28 of the Extra Session of the Legislature of Louisiana for the year 1964, provided that any such deductions from the share of the City of Morgan City and the Towns of Berwick, Patterson, Franklin and Baldwin shall not exceed a sum sufficient to bring the total sales tax receipts of the School Board of the Parish of

St. Mary hereunder, during any twelve (12) month period, to the sum and amount of Three Hundred Sixty-Six Thousand and 00/100 (\$366,000.00) Dollars, and any excess thereafter remaining in said special fund shall be returned to the City of Morgan City, the Towns of Berwick, Patterson, Franklin and Baldwin in the proportions set forth above;

And shall the avails or proceeds of the tax be subject to the funding into negotiable bonds by the several political subdivisions receiving the benefit of the avails of said tax in the manner provided in Act 27 of the extra session of the Legislature of Louisiana for the year 1956, as amended, such avails or proceeds to be dedicated and used by the various political subdivisions for the following purposes:

- (i) The avails or proceeds of said tax received by the School Board of the Parish of St. Mary, shall be dedicated and used exclusively to supplement other revenues available to said School Board for the payment of salaries of teachers employed by the public elementary and secondary schools of St. Mary Parish and for the operation of the public elementary and secondary schools of St. Mary Parish, including the payment of salaries of all school employees;
- (ii) The avails or proceeds of said tax received by the City of Morgan City and the Towns of Berwick, Patterson, Franklin and Baldwin shall be used for the purposes of the construction, acquisition, improvements, maintenance and repair of streets, capital improvements, public works and buildings, including the acquisition of sites and necessary fixtures, equipment, furnishings and appurtenances, and including the payment of obligations and refunding obligations which have been or may be issued for the purpose of acquiring and improving public works and buildings, for paying or supplementing the salaries of all municipal employees, for the operation of recreational facilities, and for the acquisition, maintenance, repair and payment of operating expenses of equipment and vehicles and other machinery owned or acquired by said municipalities, individually and in conjunction with other public bodies or agencies and for any other public purpose authorized by the Constitution and Statutes of the State of Louisiana;
- (iii) The avails or proceeds of said tax received by the Police Jury of the Parish of St. Mary shall be used for the purpose of the acquisition, construction, improvement, maintenance and repair of roads, capital improvements, public works and buildings, including particularly the construction and improvement of navigation channels and water and flood control projects, both within and without the boundaries of St. Mary Parish, including the acquisition of sites and necessary fixtures, equipment, furnishings and appurtenances, and including the payment of obligations and refunding obligations which have been or may be issued for the purpose of acquiring and improving public works and buildings, for paying or supplementing the salaries of all parish employees, for the operation of recreational facilities, for the acquisition, maintenance and repair and payment of operating expenses of equipment and vehicles and other machinery owned or acquired by said Police Jury, individually and in conjunction with other public bodies or agencies and for any other public purpose authorized by the Constitution and Statutes of the State of Louisiana. A minimum of Two Hundred Thousand and 00/100 (\$200,000) Dollars of the surplus of funds received by the Police Jury of the Parish of St. Mary in any

calendar year in excess of an amount necessary to pay the annual payments of principal of and interest on an initial issue of bonds to be issued by said Police Jury, in a principal amount or amounts not exceeding a total of Three Million and 00/100 (\$3,000,000) Dollars, shall be expended without the corporate limits of the City of Morgan City and the Towns of Berwick, Patterson, Franklin and Baldwin. Said Two Hundred Thousand and 00/100 (\$200,000) Dollars and any sum in excess thereof may also be funded into bonds?

**WHEREAS**, pursuant to the authority of the Election, the governing authority of the Issuer adopted a resolution on January 12, 1966, providing for the levy and collection of the Tax, under the provisions of Act No. 27 of the Extra Session of the Legislature of Louisiana for the year 1956, as amended, and other constitutional and statutory authority and, by Ordinance No. 1604 adopted by the governing authority of the Parish on November 12, 2003, as amended, the Tax is now being collected under the provisions of Chapter 2D of Subtitle II, Title 47 of the La. Revised Statutes of 1950, as amended; and

**WHEREAS**, under the authority granted at the Election, the avails or proceeds of the Issuer's twenty percent (20%) portion of the Tax (said 20% portion is hereafter referred to as the "Net Revenues of the Tax") are authorized to be funded into bonds and are pledged to the payment of the Bonds and the Outstanding Parity Bonds as herein provided; and

**WHEREAS**, pursuant to Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority (the "Act"), it is now the desire of this Parish Council to adopt this ordinance to provide for the issuance of One Million Dollars (\$1,000,000) of its Taxable Public Improvement Sales Tax Bonds, Series 2021 (the "Bonds"), for the purpose of improving, equipping and furnishing the Parish jail facilities and paying the costs of issuance of the Bonds; and

**WHEREAS**, it is the intention of the Issuer that the Bonds authorized herein be secured by, equally with the Outstanding Parity Bonds (hereinafter defined), and payable from the Net Revenues of the Tax subject to the prior payment of the reasonable and necessary costs and expenses of collecting and administering the Tax; and

**WHEREAS**, after the delivery of the Bonds, the Issuer will have no outstanding bonds or other obligations of any kind or nature payable from or enjoying a lien on the Net Revenues of the Tax herein pledged, EXCEPT its (i) Public Improvement Sales Tax Bonds, Series 2011, (ii) Taxable Public Improvement Sales Tax Refunding Bonds, Series 2020, and (iii) Public Improvement Sales Tax Bonds, Series 2020A (collectively, the "Outstanding Parity Bonds"); and

**WHEREAS**, under the terms and conditions of ordinances adopted by the Issuer on July 27, 2011 and January 8, 2020, respectively, authorizing the issuance of the Outstanding Parity Bonds (the "Outstanding Parity Bond Ordinances"), the Issuer has authority to issue additional bonds under the terms and conditions provided therein; and

**WHEREAS**, it is the further desire of this Governing Authority to provide for the sale of the Bonds to the Purchaser (as defined herein).

**NOW, THEREFORE, BE IT ORDAINED** by the St. Mary Parish Council (the "Governing Authority"), acting as the governing authority of the Parish of St. Mary, State of Louisiana, that:

## **ARTICLE I DEFINITIONS AND INTERPRETATION**

SECTION 1.1. **Definitions.** The following terms shall have the following meanings unless the context otherwise requires:

"Act" shall mean Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority.

"Additional Parity Bonds" shall mean any *pari passu* additional bonds which may hereafter be issued pursuant to Section 8.1 hereof on a parity with the Outstanding Parity Bonds and the Bonds.

**"Bond" or "Bonds"** shall mean the \$1,000,000 of Taxable Public Improvement Sales Tax Bonds, Series 2021, of the Issuer, issued pursuant to this Bond Ordinance, whether initially delivered or issued in exchange for, upon transfer of, or *in lieu* of any previously issued Bonds, in the form attached hereto as **Exhibit A**.

**"Bond Counsel"** shall mean Foley & Judell, L.L.P., or any other attorney or firm of attorneys whose experience in matters relating to the issuance of obligations by states and their political subdivisions is nationally recognized.

**"Bond Obligation"** shall mean, as of the date of computation, the principal amount of the Bonds then Outstanding.

**"Bond Ordinance"** shall mean this ordinance, as further amended and supplemented as herein provided.

**"Bond Year"** shall mean the one-year period ending on July 1 of each year, the principal payment date for the Bonds.

**"Business Day"** shall mean a day of the year other than a day on which banks located in New York, New York and the cities in which the designated offices of the Escrow Agent and the Paying Agent are located are required or authorized to remain closed.

**"Code"** shall mean the Internal Revenue Code of 1986, as amended.

**"Costs of Issuance"** shall mean all items of expense, directly or indirectly payable or reimbursable and related to the authorization, sale and issuance of the Bonds, including but not limited to printing costs, costs of preparation and reproduction of documents, filing and recording fees, initial fees and charges of any fiduciary, legal fees and charges, if paid by the Issuer, fees and disbursements of consultants financial advisors and professionals, costs of credit ratings, fees and charges for preparation, execution, transportation and safekeeping of the Bonds, costs and expenses of refunding, and any other cost, charge or fee paid or payable by the Issuer in connection with the original issuance of Bonds.

**"Date of Delivery"** shall mean the date on which the Issuer receives payment for the Bonds, which is anticipated to be [June 10, 2021].

**"Defeasance Obligations"** shall mean (a) cash, or (b) non-callable Government Securities.

**"Election"** shall mean the election held within the corporate boundaries of the Issuer on December 7, 1965.

**"Executive Officers"** shall mean collectively the Parish President, the Council Chairman and Clerk of Council of the Parish of St. Mary, State of Louisiana.

**"Fiscal Year"** shall mean the one-year period commencing on January 1 of each year, or such other one-year period as may be designated by the Governing Authority as the fiscal year of the Issuer.

**"Governing Authority"** shall mean the St. Mary Parish Council, or its successor in function.

**"Government Securities"** shall mean direct general obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America, which may be United States Treasury Obligations such as the State and Local Government Series and may be in book-entry form.

**"Interest Payment Date"** shall mean January 1 and July 1 of each year, commencing January 1, 2022.

**"Issuer"** shall mean the Parish of St. Mary, State of Louisiana.

**"Net Revenues of the Tax"** shall mean the avails or proceeds of the Issuer's 20% portion of the one percent (1%) sales and use tax authorized at the Election, after there have first been paid therefrom the reasonable and necessary costs and expenses of collecting and administering the Tax,

which may not have been previously withheld by the sales tax collector for the Issuer, which revenues are authorized to be funded into bonds under the Act and are pledged to the payment of the Bonds and the Outstanding Parity Bonds as herein provided.

**"Outstanding"**, when used with reference to the Bonds, shall mean, as of any date, all Bonds theretofore issued under this Bond Ordinance, except:

(A) Bonds theretofore cancelled by the Paying Agent or delivered to the Paying Agent for cancellation;

(B) Any Bond for which payment sufficient funds or government securities, or both, have been theretofore deposited in trust for the owners of such Bonds with the effect specified in this Bond Ordinance or by law;

(C) Bonds in exchange for or *in lieu* of which other Bonds have been registered and delivered pursuant to this Bond Ordinance; and

(D) Bonds alleged to have been mutilated, destroyed, lost, or stolen which have been paid as provided in this Bond Ordinance or by law.

**"Outstanding Parity Bonds"** collectively, shall mean the Issuer's (i) Public Improvement Sales Tax Bonds, Series 2011, (ii) Taxable Public Improvement Sales Tax Refunding Bonds, Series 2020, and (iii) Public Improvement Sales Tax Bonds, Series 2020A.

**"Outstanding Parity Bond Ordinances"** collectively, shall mean the ordinances adopted by the Governing Authority on July 27, 2011 and January 8, 2020, respectfully, authorizing the issuance of the Outstanding Parity Bonds.

**"Owner"** shall mean the Person reflected as registered owner of any of the Bonds on the registration books maintained by the Paying Agent.

**"Paying Agent"** shall mean \_\_\_\_\_, in \_\_\_\_\_, \_\_\_\_\_, as paying agent and registrar hereunder, unless and until a successor Paying Agent shall have become such pursuant to the applicable provisions of the Bond Ordinance, and thereafter "Paying Agent" shall mean such successor Paying Agent.

**"Person"** shall mean any individual, corporation, partnership, joint venture, association, joint-stock company, trust, unincorporated organization, or government or any agency or political subdivision thereof.

**"Purchaser"** shall mean \_\_\_\_\_, in \_\_\_\_\_, \_\_\_\_\_, the original purchaser of the Bonds.

**"Record Date"** shall mean, with respect to an Interest Payment Date, the fifteenth day of the calendar month next preceding such Interest Payment Date, whether or not such day is a Business Day.

**"Reserve Fund Requirement"** shall mean, as of any date of calculation, a sum equal to the lesser of (i) 10% of the proceeds of the Bonds, the Outstanding Parity Bonds and any issue of Additional Parity Bonds payable from the Net Revenues of the Tax, (ii) the highest combined principal and interest requirements for any succeeding Bond Year on the Bonds, the Outstanding Parity Bonds and any issue of Additional Parity Bonds payable from the Net Revenues of the Tax, or (iii) 125% of the average aggregate amount of principal installments and interest becoming due in any Bond Year on the Bonds, the Outstanding Parity Bonds, and any issue of Additional Parity Bonds payable from the Net Revenues of the Tax.

**"Reserve Product"** shall mean a policy of bond insurance, a surety bond or a letter of credit or other credit facility used in lieu of a cash deposit in the Reserve Fund that is provided by a bond insurance provider or a bank or other financial institution whose bond insurance policies insuring, or whose letters of credit, surety bonds or other credit facilities securing, the payment, when due, of debt service on bond issues by public entities, at the time such surety bond, insurance policy, or letter of credit is obtained, result in such issues being rated in one of the two highest full rating categories by one or more of the nationally recognized rating agencies.

"State" shall mean the State of Louisiana.

"Tax" shall mean the one percent (1%) sales and use tax authorized at the Election.

"Tax Ordinance" shall mean and includes the resolution adopted by the Police Jury of the Parish of St. Mary, State of Louisiana, on January 12, 1966, as amended, and Ordinance No. 1604 adopted by the Governing Authority on November 12, 2003, as amended, providing for the levy and collection of the Tax.

SECTION 1.2. **Interpretation.** In this Bond Ordinance, unless the context otherwise requires, (a) words importing the singular include the plural and vice versa, (b) words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders and (c) the title of the offices used in this Bond Ordinance shall be deemed to include any other title by which such office shall be known under any subsequently adopted charter.

## ARTICLE II AUTHORIZATION AND ISSUANCE OF BONDS

SECTION 2.1. **Authorization of Bonds.** This Bond Ordinance creates a series of bonds of the Issuer to be designated "Taxable Public Improvement Sales Tax Bonds, Series 2021, of the Parish of St. Mary, State of Louisiana" and provides for the full and final payment of the principal of and interest on the Bonds.

SECTION 2.2. **Bond Ordinance to Constitute Contract.** In consideration of the purchase and acceptance of the Bonds by those who shall own the same from time to time, the provisions of this Bond Ordinance shall be a part of the contract of the Issuer with the Owners and shall be deemed to be and shall constitute a contract between the Issuer and the Owners from time to time of the Bonds. The provisions, covenants and agreements herein set forth to be performed by or on behalf of the Issuer shall be for the equal benefit, protection and security of the Owners, each of which Bonds, regardless of the time or times of its issue or maturity, shall be of equal rank without preference, priority or distinction over any other thereof except as expressly provided in this Bond Ordinance.

SECTION 2.3. **Obligation of Bonds; Pledge of Tax Revenues.** The Bonds, equally with the Outstanding Parity Bonds and any Additional Bonds issued hereafter, shall be secured by and payable in principal and interest solely from an irrevocable pledge and dedication of the Net Revenues of the Tax. The Net Revenues of the Tax are hereby irrevocably and irrevocably pledged and dedicated in an amount sufficient for the payment of the Bonds in principal and interest as they shall respectively become due and payable, and for the other purposes hereinafter set forth in this Bond Ordinance. All of the Net Revenues of the Tax shall be set aside in a separate fund, as hereinafter provided, and shall be and remain pledged for the security and payment of the Bonds, the Outstanding Parity Bonds and any Additional Parity Bonds in principal of and interest and for all other payments provided for in this Bond Ordinance until such bonds shall have been fully paid and discharged.

SECTION 2.4. **Bonds issued on a Parity with Outstanding Parity Bonds.** The Bonds are hereby issued on a parity with the Outstanding Parity Bonds, and the Bonds shall rank equally with and shall enjoy complete parity of lien with the Outstanding Parity Bonds and any Additional Parity Bonds on all of the Net Revenues of the Tax or other funds specially applicable to the payment of the Outstanding Parity Bonds, including funds established by the Outstanding Parity Bond Ordinances.

This Governing Authority does hereby find, determine and declare that the Issuer has complied, or will comply prior to the delivery of the Bonds, with all the terms and conditions set forth in the Outstanding Parity Bond Ordinances with respect to authorizing the issuance of the Bonds on a parity with the Outstanding Parity Bonds.

SECTION 2.5. **Authorization and Designation.** Pursuant to the provisions of the Act, there is hereby authorized the issuance of One Million Dollars (\$1,000,000) principal amount of Bonds of the Issuer to be designated "Taxable Public Improvement Sales Tax Bonds, Series 2021, of the Parish of St. Mary, State of Louisiana," for the purpose of improving, equipping and furnishing the Parish jail facilities and paying the costs of issuance of the Bonds. The Bonds shall be in substantially the form set forth as **Exhibit B** hereto, with such necessary or appropriate variations, omissions and insertions as are required or permitted by the Act and this Bond Ordinance.

SECTION 2.6. **Denominations, Dates, Maturities and Interest.** The Bonds shall be issued in the form of a single, fully registered bond, numbered R-1, in the principal amount of \$1,000,000, shall be dated the Date of Delivery and mature in installments as set forth in Section 5.2 of this Bond Ordinance. The Bonds shall bear interest from the date thereof or from the most recent Interest Payment Date to which interest has been paid or duly provided for, payable on each Interest Payment Date, commencing January 1, 2022, at the interest rate of \_\_\_\_% per annum and shall mature on July 1, 20\_\_\_\_.

The principal of and interest on the Bonds shall be payable by wire transfer or check of the Issuer mailed directly to the Owner or the Paying Agent mailed by the Paying Agent to the Owner (determined as of the close of business on the Record Date) at the address shown on the Bond Register, provided, however, that principal of the Bonds at final maturity shall be payable at the designated office of the Paying Agent upon presentation and surrender thereof. Each Bond delivered under this Ordinance upon transfer of, in exchange for or in lieu of any other Bonds shall carry all the rights to interest accrued and unpaid, and to accrue, which were carried by such other Bonds, and each such Bond shall bear interest (as herein set forth) so neither gain nor loss in interest shall result from such transfer, exchange or substitution.

Except as otherwise provided in this Section, Bonds shall bear interest from date thereof or from the most recent Interest Payment Date to which interest has been paid or duly provided for, as the case may be, provided, however, that if and to the extent that the Issuer shall default in the payment of the interest on any Bonds due on any Interest Payment Date, then all such Bonds shall bear interest from the most recent Interest Payment Date to which interest has been paid on the Bonds, or if no interest has been paid on the Bonds, from the Date of Delivery.

The person in whose name any Bond is registered at the close of business on the Record Date with respect to an Interest Payment Date shall in all cases be entitled to receive the interest payable on such Interest Payment Date notwithstanding the cancellation of such Bond upon any registration of transfer or exchange thereof subsequent to such Record Date and prior to such Interest Payment Date.

SECTION 2.7. **Payment of Principal and Interest.** The principal of the Bonds are payable in such coin or currency of the United States of America as at the time of payment is legal tender for payment of public and private debts at the designated [corporate trust] office of the Paying Agent, upon presentation and surrender thereof. Interest on the Bonds are payable by check mailed on or before the Interest Payment Date by the Paying Agent to each Owner (determined as of the close of business on the applicable Record Date) at the address of such Owner as it appears on the registration books of the Paying Agent maintained for such purpose. Except as otherwise provided in this Section, the Bonds shall bear interest from date thereof or from the most recent Interest Payment Date to which interest has been paid or duly provided for, as the case may be. The Person in whose name any Bond is registered at the close of business on the Record Date with respect to an Interest Payment Date shall in all cases be entitled to receive the interest payable on such Interest Payment Date (unless such Bonds have been called for redemption on a redemption date which is prior to such Interest Payment Date) notwithstanding the cancellation of such Bonds upon any registration of transfer or exchange thereof subsequent to such Record Date and prior to such Interest Payment Date.

### ARTICLE III GENERAL TERMS AND PROVISIONS OF THE BONDS

SECTION 3.1. **Exchange of Bond; Persons Treated as Owners.** The Issuer shall cause books for the registration and for the registration of transfer of the Bonds as provided in this Bond Ordinance to be kept by the Paying Agent at its designated [corporate trust] office, and the Paying Agent is hereby constituted and appointed the registrar for the Bonds. At reasonable times and under reasonable regulations established by the Paying Agent said list may be inspected and copied by the Issuer or by the Owners (or a designated representative thereof) of 15% of the Bond Obligation.

Any Bonds presented for registration of transfer or exchange shall be accompanied by a written instrument or instruments of transfer in form and with a guaranty of signature satisfactory to the Paying Agent, duly executed by the Owner or his attorney duly authorized in writing.

Subject to the provisions of Section 2.7, the Bonds may be transferred, registered and assigned only on the Bond Register, and such registration shall be at the expense of the Issuer. A Bond may be assigned by the execution of an assignment form on the Bonds or by other instruments

of transfer and assignment acceptable to the Paying Agent. A new Bond or Bonds will be delivered by the Paying Agent to the last assignee (the new Owner) in exchange for such transferred and assigned Bonds after receipt of the Bonds to be transferred in proper form. Such new Bond or Bonds shall be in an authorized denomination. Neither the Issuer nor the Paying Agent shall be required to issue, register, transfer or exchange any Bonds during a period beginning at the opening of business on a Record Date and ending at the close of business on the Interest Payment Date.

No service charge to the Owners shall be made by the Paying Agent for any exchange or registration of transfer of Bonds. The Paying Agent may require payment by the person requesting an exchange or registration of transfer of Bonds of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto.

The Issuer and the Paying Agent shall not be required to issue, register the transfer of or exchange any Bond during a period beginning at the opening of business on a Record Date or any date of selection of Bonds to be redeemed and ending at the close of business on the Interest Payment Date.

All Bonds delivered upon any registration of transfer or exchange of Bonds shall be valid obligations of the Issuer, evidencing the same debt and entitled to the same benefits under this Bond Ordinance as the Bonds surrendered.

Prior to due presentment for registration of transfer of any Bonds, the Issuer and the Paying Agent, and any agent of the Issuer or the Paying Agent may deem and treat the person in whose name any Bond is registered as the absolute owner thereof for all purposes, whether or not such Bonds shall be overdue, and shall not be bound by any notice to the contrary.

**SECTION 3.2. Bonds Mutilated, Destroyed, Stolen or Lost.** In case any Bond shall become mutilated or be improperly cancelled, or be destroyed, stolen or lost, the Issuer may in its discretion adopt an ordinance and thereby authorize the issuance and delivery of a new Bond or Bonds in exchange for and substitution for such mutilated or improperly cancelled Bond, or *in lieu* of and in substitution for the Bond destroyed, stolen or lost, upon the Owner (i) furnishing the Issuer and the Paying Agent proof of his ownership thereof and proof of such mutilation, improper cancellation, destruction, theft or loss satisfactory to the Issuer and the Paying Agent, (ii) giving to the Issuer and the Paying Agent an indemnity bond in favor of the Issuer and the Paying Agent in such amount as the Issuer may require, (iii) compliance with such other reasonable regulations and conditions as the Issuer may prescribe and (iv) paying such expenses as the Issuer and the Paying Agent may incur. Any Bond so surrendered shall be delivered to the Paying Agent for cancellation pursuant to Section 3.3 hereof. If any Bond shall have matured or be about to mature, instead of issuing a substitute Bond, the Issuer may pay the same, upon being indemnified as aforesaid, and if such Bond be lost, stolen or destroyed, without surrender thereof. Any such duplicate Bond issued pursuant to this Section shall constitute an original, additional, contractual obligation on the part of the Issuer, whether or not the lost, stolen or destroyed Bond be at any time found by anyone. Such duplicate Bond shall be in all respects identical with those replaced except that it shall bear on its face the following additional clause:

“This bond is issued to replace a lost, cancelled or destroyed bond under the authority of R.S. 39:971 through 39:974.”

Such duplicate Bond may be signed by the facsimile signatures of the same officers who signed the original Bond, provided, however, that in the event the officers who executed the original Bond are no longer in office, then the new Bond may be signed by the officers then in office. Such duplicate Bond shall be entitled to equal and proportionate benefits and rights as to lien and source and security for payment as provided herein with respect to all other Bonds hereunder, the obligations of the Issuer upon the duplicate Bond being identical to its obligations upon the original Bond and the rights of the Owner of the duplicate Bond being the same as those conferred by the original Bond.

**SECTION 3.3. Cancellation of Bonds.** All Bonds paid or redeemed either at or before maturity, together with all Bonds purchased by the Issuer, shall thereupon be promptly cancelled by the Paying Agent. The Paying Agent shall thereupon promptly furnish to the Clerk of Council of the Issuer an appropriate certificate of cancellation.

**SECTION 3.4. Execution.** The Bonds shall be executed in the name and on behalf of the Issuer by the manual or facsimile signatures of the Executive Officers, and the corporate seal of the

Issuer (or a facsimile thereof) shall be thereunto affixed, imprinted, engraved or otherwise reproduced thereon. In case any one or more of the officers who shall have signed or sealed the Bond shall cease to be such officer before the Bonds so signed and sealed shall have been actually delivered, the Bonds may, nevertheless, be delivered as herein provided, and may be issued as if the person who signed or sealed the Bonds had not ceased to hold such office. Said officers shall, by the execution of the Bonds, adopt as and for their own proper signatures their respective facsimile signatures appearing on the Bonds, and the Issuer may adopt and use for that purpose the facsimile signature of any person or persons who shall have been such officer at any time on or after the date of such Bonds, notwithstanding that at the date of such Bond such person may not have held such office or that at the time when such Bonds shall be delivered such person may have ceased to hold such office.

SECTION 3.5. **Registration by Paying Agent.** No Bond shall be valid or obligatory for any purpose or entitled to any security or benefit under this Bond Ordinance unless and until a certificate of registration on such Bonds substantially in the form set forth in **Exhibit A** hereto shall have been duly manually executed on behalf of the Paying Agent by a duly authorized signatory, and such executed certificate of the Paying Agent upon any such Bond shall be conclusive evidence that such Bond has been executed, registered and delivered under this Bond Ordinance.

SECTION 3.6. **Regularity of Proceedings.** The Issuer, having investigated the regularity of the proceedings had in connection with the issuance of the Bonds, and having determined the same to be regular, the Bonds shall contain the following recital, to-wit:

"It is certified that this bond is authorized by and is issued in conformity with the requirements of the Constitution and statutes of this State."

#### **ARTICLE IV PAYMENT; DISPOSITION OF FUNDS**

SECTION 4.1. **Deposit of Funds With Paying Agent.** The Issuer covenants that it will deposit or cause to be deposited with the Paying Agent from the monies derived from the Net Revenues of the Tax or other funds available for such purpose, at least three (3) days in advance of each Interest Payment Date, funds fully sufficient to pay promptly the principal and interest so falling due on such date with respect to the Bonds.

SECTION 4.2. **Funds and Accounts.** All of the avails or proceeds of the Net Revenues of the Tax shall be deposited daily as the same may be collected in a separate and special bank account maintained with the regularly designated fiscal agent of the Issuer and designated as the "1965 Sales Tax Fund" (also known as the "Parish Sales Tax Fund" and hereafter called the "Sales Tax Fund"). The Sales Tax Fund shall constitute a dedicated fund of the Issuer, from which appropriations and expenditures by the Issuer shall be made solely for the purposes designated in the proposition authorizing the levy of the Tax, including the payment of the Bonds and the Outstanding Parity Bonds.

Out of the funds on deposit in the Sales Tax Fund, the Issuer shall first pay (if not previously withheld by the Parish Sales Tax Collector) its portion of the reasonable and necessary expenses of collection and administration of the Tax. After payment of such expenses, the remaining balance of the Net Revenues of the Tax shall constitute a dedicated fund of the Issuer, from which appropriations and expenditures by the Issuer shall be made solely for the purposes designated in the proposition authorizing the levy of the Tax, including the payment of the Bonds and the Outstanding Parity Bonds, which fund shall be administered and use in the following order of priority and for the following express purposes:

(a) The maintenance of a Sales Tax Bond Sinking Fund (the "Sinking Fund"), established pursuant to the Outstanding Parity Bond Ordinances and continued herein, sufficient in amount to pay promptly and fully the principal of and interest on the Bonds and the Outstanding Parity Bonds, including any Additional Parity Bonds issued hereafter in the manner provided by this Bond Ordinance, as they severally become due and payable, by transferring from the Sales Tax Fund to the regularly designated fiscal agent bank of the Issuer, on or before the 20th day of each month while any of the Bonds are Outstanding, a sum equal to one-sixth (1/6) of the interest due on the next Interest Payment Date and a sum equal to one-twelfth (1/12) of the principal falling due on the next principal payment date on all bonds payable from the Sinking Fund, together with such additional proportionate sum as may be required to pay said principal and interest as the same respectively

become due. Said fiscal agent shall transfer from the Sinking Fund to the paying agent bank or banks for all bonds payable from the Sinking Fund, at least three (3) days in advance of the date on which payment of principal or interest falls due, funds fully sufficient to pay promptly the principal and interest so falling due on such date.

(b) The maintenance of a Sales Tax Bond Reserve Fund (the "Reserve Fund"), established pursuant to the Outstanding Parity Bond Ordinances, by depositing or retaining in the Reserve Fund cash (or cash equivalents) or one or more Reserve Products, or a combination of the foregoing, in a cumulative amount equal to the Reserve Fund Requirement, the money in the Reserve Fund to be retained solely for the purpose of paying the principal of and the interest on the Bonds payable from the Sinking Fund as to which there would otherwise be default. In the event that Additional Parity Bonds are issued hereafter in the manner provided by this Bond Ordinance, there shall be transferred from the proceeds of such additional bonds and/or from the said Sales Tax Fund into the Reserve Fund monthly or annually, such amounts (as may be designated in the ordinance authorizing the issuance of such Additional Parity Bonds) as will increase the total amount on deposit in the Reserve Fund within a period not exceeding five (5) years to a sum equal to the Reserve Fund Requirement for all outstanding bonds payable from the Sinking Fund and any such Additional Parity Bonds.

If at any time it shall be necessary to use monies in the Reserve Fund for the purpose of paying principal or interest on bonds payable from the Sinking Fund as to which there would otherwise be default, then the monies so used shall be replaced from the revenues first thereafter received from the Net Revenues of the Tax not hereinabove required to pay the expenses of collecting the Tax or to pay current principal and interest requirements, it being the intention hereof that there shall as nearly as possible be at all time in the Reserve Fund an amount equal to the Reserve Fund Requirement.

In lieu of the required transfers or deposits to the Reserve Fund, the Issuer may cause to be deposited into the Reserve Fund a Reserve Product for the benefit of the owners of the applicable bonds secured by the Reserve Fund. Any Reserve Product shall be payable (upon the giving of notice as required thereunder) or any due date on which monies will be required to be withdrawn from the Reserve Fund and applied to the payment of principal, premium, if any, or interest on the related series of the Bonds and such withdrawal cannot be met by amounts on deposit in the Reserve Fund. If a disbursement is made pursuant to a Reserve Product, the Issuer shall be obligated either (i) to reinstate the maximum limits of such Reserve Product or (ii) to deposit into the Reserve Fund, funds in the amount for the disbursement made under such Reserve Product, or a combination of such alternatives, as such shall provide that the amount in or available to the Reserve Fund equals the Reserve Fund Requirement for that series of the Bonds. Cash on deposit in the Reserve Fund shall be used (or investments purchased with such cash shall be liquidated and the proceeds applied as required) prior to any drawing on any Reserve Product. If more than one Reserve Product is deposited in the Reserve Fund, drawings thereunder shall be made on a pro rata basis, calculated by reference to the maximum amount available thereunder.

**SECTION 4.03. Investment of Funds.** All or any part of the monies in the Sales Tax Fund, the Sinking Fund or the Reserve Fund shall at the written request of the Governing Authority be invested in the manner provided by Louisiana law in obligations maturing in five (5) years or less, in which event all income derived from such investments shall be added to the Sales Tax Fund, with the exception that any interest earnings from invested funds of the Reserve Fund shall, if necessary, be retained therein until an amount equal to the Reserve Fund Requirement is on deposit therein, and such investments shall, to the extent at any time necessary, be liquidated and the proceeds thereof applied to the purposes for which the Sales Tax Fund has been created.

**SECTION 4.04. Use of Surplus Revenues of the Tax.** All monies remaining in the Sales Tax Fund on the 20th day of each month in excess of all reasonable and necessary expenses of collection and administration of the Tax and after making the required payments into the Sinking Fund and the Reserve Fund for the current month and for prior months during which the required payments may not have been made, shall be considered as surplus. Such surplus may be used by the Issuer for any of the purposes for which the Tax is authorized or for the purpose of retiring the Bonds and the Outstanding Parity Bonds in advance of their maturities, either by purchase of the Bonds and the Outstanding Parity Bonds then outstanding at prices not greater than the then redemption prices of said bonds, or by redeeming such bonds at the prices and in the manner set forth in this Bond Ordinance and the Outstanding Parity Bond Ordinance.

**ARTICLE V  
REDEMPTION; INSTALLMENTS**

SECTION 5.1. **Optional Redemption of Bond.** The unpaid principal of the Bonds shall be subject to redemption prior to maturity in whole or in part at any time after July 1, 20\_\_ at the option of the Issuer, at the redemption price equal to the principal amount of the Bonds to be redeemed plus accrued interest on the Bonds, if any, to the redemption date.

Official notice of such call of all or any portion of the Bonds for optional redemption will be given by first class mail, postage prepaid, by notice deposited in the United States mails, or by accepted means of electronic communication, not less than twenty (20) days prior to the redemption date addressed to the registered owner of each bond to be redeemed at his address as shown on the registration books of the Paying Agent. The notice provided for any optional redemption may provide that such optional redemption is conditioned upon the availability of funds therefor.

SECTION 5.2. **Installment Payments.** The Bonds shall mature in installments without necessity of notice on July 1 in the years and in the principal amounts set forth below:

<u>Year</u> <u>(July 1)</u>	<u>Principal</u> <u>Amount</u>
2022	\$
2023	
2024	
2025	
2026	
2027	
2028	
2029	
2030	
2031*	

\* Final Maturity

**ARTICLE VI  
PARTICULAR COVENANTS**

SECTION 6.1. **Application of Proceeds.** The Executive Officers are hereby empowered, authorized and directed to do any and all things necessary and incidental to carry out all of the provisions of this Bond Ordinance, to cause the necessary Bonds to be printed, to issue, execute and seal the Bonds, and to effect delivery thereof as hereinafter provided. The proceeds derived from the sale of the Bonds shall be deposited by the Issuer with its fiscal agent bank or banks in a special fund entitled "*Parish of St. Mary Public Improvement Sales Tax Revenue Bonds, Series 2021-Construction Fund*" to be used only for the purpose for which the Bonds are issued, including paying any and all costs of issuance incurred in connection with the issuance of the Bonds.

SECTION 6.2. **Payment of Bonds.** The Issuer shall duly and punctually pay or cause to be paid as herein provided, the principal of every Bond and the interest thereon, at the dates and places and in the manner stated in the Bonds according to the true intent and meaning thereof.

SECTION 6.3. **Reserved.**

SECTION 6.4. **Disclosure Under SEC Rule 15c2-12.** The Issuer will not be required to comply with the continuing disclosure requirements described in Rule 15c2-12 of the Securities and Exchange Commission [17 CFR 240.15c2-12].

SECTION 6.5. **Obligation to Collect Tax.** The Issuer does hereby obligate itself and is bound under the terms and provisions of law to cause to be levied, imposed, enforced and collected the Tax and to provide for all reasonable and necessary rules, regulations, procedures and penalties in connection therewith, including the proper application of the Net Revenues of the Tax, until all of the Bonds and the Outstanding Parity Bonds have been retired as to both principal and interest. Nothing herein contained shall be construed to prevent the Issuer from altering, amending or repealing from time to time as may be necessary the Tax Ordinance or any subsequent resolution/ordinance providing with respect to the Tax, said alterations, amendments or repeals to be conditioned upon the continued preservation of the rights of the Owners with respect to the Net Revenues of the Tax. The Tax Ordinance and the obligation to continue to levy, collect and allocate

the Tax and to apply the Net Revenues of the Tax in accordance with the provisions of this Bond Ordinance, shall be irrevocable until the Bonds have been paid in full as to both principal and interest, and shall not be subject to amendment, alteration or repeal in any manner which would impair the rights of the Owners from time to time of the Bonds or which would in any way jeopardize the prompt payment of principal thereof and interest thereon. More specifically, neither the Legislature of Louisiana nor the Issuer may discontinue or decrease the Tax or permit to be discontinued or decreased the Tax in anticipation of the collection of which the Bonds have been issued, or in any way make any change which would diminish the amount of the Net Revenues of the Tax pledged to the payment of the Bonds and the Outstanding Parity Bonds received by the Issuer, until all of such Bonds shall have been retired as to both principal and interest.

SECTION 6.6. **Indemnity Bonds.** So long as the Bonds are outstanding and unpaid, the Issuer shall require all of its officers and employees who may be in a position of authority or in possession of money derived from the collection of the Tax, to obtain or be covered by a blanket fidelity or faithful performance bond, or independent fidelity bonds written by a responsible indemnity company in amounts adequate to protect the Issuer from loss.

SECTION 6.7. **Issuer to Maintain Books and Records.** So long as the Bonds are outstanding and unpaid in principal or interest, the Issuer shall maintain and keep proper books of records and accounts separate and apart from all other records and accounts in which shall be made full and correct entries of all transactions relating to the collection and expenditure of the Net Revenues of the Tax, including specifically but without limitation, all reasonable and necessary costs and expenses of collection. Not later than six (6) months after the close of each Fiscal Year, the Issuer shall cause an audit of such books and accounts to be made by the Legislative Auditor of the State of Louisiana (or his successor) or by a recognized independent firm of certified public accountants showing the receipts of and disbursements made for the account of the aforesaid Sales Tax Fund. Such audit shall be available for inspection upon request by the Owners of the Bonds. The Issuer further agrees that the Paying Agent and the Owners of the Bonds shall have at all reasonable times the right to inspect the records, accounts and data of the Issuer relating to the Tax.

## ARTICLE VII SUPPLEMENTAL BOND ORDINANCES

SECTION 7.1. **Supplemental Bond Ordinances Effective Without Consent of Owners.** For any one or more of the following purposes and at any time from time to time, an ordinance supplemental hereto may be adopted, which, upon the filing with the Paying Agent of a certified copy thereof, but without any consent of Owners, shall be fully effective in accordance with its terms:

(a) to add to the covenants and agreements of the Issuer in the Bond Ordinance other covenants and agreements to be observed by the Issuer which are not contrary to or inconsistent with the Bond Ordinance as theretofore in effect;

(b) to add to the limitations and restrictions in the Bond Ordinance other limitations and restrictions to be observed by the Issuer which are not contrary to or inconsistent with the Bond Ordinance as theretofore in effect;

(c) to surrender any right, power or privilege reserved to or conferred upon the Issuer by the terms of the Bond Ordinance, but only if the surrender of such right, power or privilege is not contrary to or inconsistent with the covenants and agreements of the Issuer contained in the Bond Ordinance;

(d) to cure any ambiguity, supply any omission, or cure or correct any defect or inconsistent provision of the Bond Ordinance; or

(e) to insert such provisions clarifying matters or questions arising under the Bond Ordinance as are necessary or desirable and are not contrary to or inconsistent with the Bond Ordinance as theretofore in effect.

SECTION 7.2. **Supplemental Bond Ordinances Effective With Consent of Owners.** Except as provided in Section 7.1, any modification or amendment of the Bond Ordinance or of the rights and obligations of the Issuer and of the Owners hereunder, in any particular, may be made by a supplemental ordinance, with the written consent of the Owners of a majority of the Bond Obligation at the time such consent is given. No such modification or amendment shall permit a change in the

terms of redemption or maturity of the principal of any outstanding Bond or of any installment of interest thereon or a reduction in the principal amount thereof or in the rate of interest thereon without the consent of the Owner thereof, or shall reduce the percentages of Bond Obligation the consent of the Owner of which is required to effect any such modification or amendment, or change the obligation of the Issuer to levy and collect the Tax for the payment of the Bond as provided herein, without the consent of the Owners of 100% of the Bond Obligation, or shall change or modify any of the rights or obligations of either the Paying Agent or the Escrow Agent without its written assent thereto.

## **ARTICLE VIII ADDITIONAL PARITY BONDS**

**SECTION 8.1. Issuance of Additional Parity Bonds.** The Bonds and the Outstanding Parity Bonds shall enjoy complete parity of lien on the Net Revenues of the Tax despite the fact that any of the Bonds may be delivered at an earlier date than any other of the Bonds. The Issuer shall issue no other bonds or obligations of any kind or nature payable from or enjoying a lien on the Net Revenues of the Tax having priority over or parity with the Bonds and the Outstanding Parity Bonds, except that bonds may hereafter be issued on a parity with the Bonds and the Outstanding Parity Bonds under the following conditions:

(i) The Bonds, or any part thereof, including interest thereon, may be refunded and the refunding bonds so issued shall enjoy complete equality of lien with the portion of the Bonds which is not refunded, if there be any, and the refunding bonds shall continue to enjoy whatever priority of lien over subsequent issues which may have been enjoyed by the Bonds refunded; provided, however, that if only a portion of the Bonds outstanding is so refunded and the refunding bonds require total principal and interest payments during any Bond Year in excess of the principal and interest which would have been required in such Bond Year to pay the Bonds refunded thereby, then such Bonds may not be refunded without consent of the Owners of the unrefunded portion of the Bonds and any Additional Parity Bonds issued hereunder (provided such consent shall not be required if such refunding bonds meet the requirements set forth in (b)(ii) below.

(ii) Additional Parity Bonds may also be issued if all of the following conditions are met:

(1) The average annual Net Revenues of the Tax when computed for the two (2) completed calendar years immediately preceding the issuance of the additional bonds must have been not less than 1.35 times the highest combined principal and interest requirements for any succeeding period on all bonds then outstanding, and payable from the Sinking Fund, including any Additional Parity Bonds theretofore issued and then outstanding and any other bonds or other obligations whatsoever then outstanding which are payable from the Net Revenues of the Tax (but not including bonds which have been refunded or provision otherwise made for their full and complete payment and redemption) and the bonds so proposed to be issued.

(2) The payments to be made into the various funds provided for in Section 4.02 hereof must be current.

(3) The existence of the facts required by paragraphs (i) and (ii) above must be determined and certified by a firm of certified or registered public accountants who have previously audited the books of the Issuer or by such successors thereof as may have been employed for that purpose, except that after all of the Issuer's outstanding Public Improvement Sales Tax Bonds, Series 2011 are redeemed, defeased or mature, such facts may be determined and certified by the chief financial officer of the Issuer.

(4) The Additional Parity Bonds must be payable as to principal on July 1st of each year in which principal falls due beginning not later than three (3) years from the date of issuance of said additional bonds and payable as to interest on January 1st and July 1st of each year.

## ARTICLE IX REMEDIES ON DEFAULT

SECTION 9.1. **Events of Default**. If one or more of the following events (in this Bond Ordinance called "Events of Default") shall happen, that is to say:

(a) if default shall be made in the due and punctual payment of the principal of any Bond when and as the same shall become due and payable, whether at maturity or otherwise; or

(b) if default shall be made in the due and punctual payment of any installment of interest on any Bond when and as such interest installment shall become due and payable; or

(c) if default shall be made by the Issuer in the performance or observance of any other of the covenants, agreements or conditions on its part in the Bond Ordinance, any supplemental ordinance or in the Bond, and such default shall continue for a period of forty-five (45) days after written notice thereof to the Issuer by the Owners of not less than 25% of the Bond Obligation; or

(d) if the Issuer shall file a petition or otherwise seek relief under any Federal or State bankruptcy law or similar law;

then, upon the happening and continuance of any Event of Default the Owners of the Bond shall be entitled to exercise all rights and powers for which provision is made under Louisiana law. Under no circumstances may the principal or interest of the Bonds or any portion thereof be accelerated. All remedies shall be cumulative with respect to the Paying Agent and the Owners; if any remedial action is discontinued or abandoned, the Paying Agent and the Owners shall be restored to the former positions.

## ARTICLE X CONCERNING FIDUCIARIES

SECTION 10.1. **Paying Agent; Appointment and Acceptance of Duties**. The original Paying Agent shall be \_\_\_\_\_, in \_\_\_\_\_, Louisiana. The Issuer will at all times maintain a Paying Agent meeting the qualifications hereinafter described for the performance of the duties hereunder for the Bonds. The designation of the initial Paying Agent in this Bond Ordinance is hereby confirmed and approved. The Issuer reserves the right to appoint a successor Paying Agent by (a) filing with the Person then performing such function a certified copy of a resolution or ordinance giving notice of the termination of the Agreement and appointing a successor and (b) causing notice to be given to each Owner. If required, the Executive Officers are hereby authorized and directed to execute an appropriate Agreement with the Paying Agent for and on behalf of the Issuer in such form as may be satisfactory to said officers, the signatures of said officers on such Agreement to be conclusive evidence of the due exercise of the authority granted hereunder.

SECTION 10.2. **Successor Paying Agent**. Any successor Paying Agent shall (i) be a trust company or bank in good standing, located in or incorporated under the laws of the State, duly authorized to exercise trust powers and subject to examination by federal or state authority and (ii) have a reported capital and surplus of not less than \$50,000,000; provided, however, that the Clerk of the Council of the Governing Authority may serve in such capacity without meeting such requirements.

## ARTICLE XI SALE OF THE BONDS

SECTION 11.1. **Award of Bonds**. The Issuer hereby accepts the offer of \_\_\_\_\_, of \_\_\_\_\_, \_\_\_\_\_, for the Bonds, which offer is attached as **Exhibit B** hereto, and an Executive Officer is hereby authorized to execute said offer on behalf of the Issuer. As a condition to the delivery of the Bonds to the Purchaser, the Purchaser will execute a standard letter, acceptable to it and the Issuer, indicating it has conducted its own analysis with respect to the Bonds and is extending credit in the form of the Bonds as a vehicle for making a commercial loan to the Issuer.

## ARTICLE XII MISCELLANEOUS

SECTION 12.1. **Defeasance**. If the Issuer shall pay or cause to be paid to the Owners, the principal and interest to become due thereon, at the times and in the manner stipulated therein and in this Bond Ordinance, then the covenants, agreements and other obligations of the Issuer to the Owners shall be discharged and satisfied. In such event, the Paying Agent shall, upon the request of the Issuer, execute and deliver to the Issuer all such instruments as may be desirable to evidence such discharge and satisfaction and the Paying Agent shall pay over or deliver to the Issuer all moneys, securities and funds held by them pursuant to this Bond Ordinance which are not required for the payment of Bonds not theretofore surrendered for such payment.

Bonds or principal or interest installments for the payment of which money shall have been set aside and shall be held in trust (through deposit by the Issuer of funds for such payment or otherwise) at the maturity date thereof shall be deemed to have been paid within the meaning and with the effect expressed above in this Section. Bonds shall be deemed to have been paid, prior to their maturity, within the meaning and with the effect expressed above in this Section if they have been defeased pursuant to Chapter 14 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, or any successor provisions thereto.

SECTION 12.2. **Moneys Held for the Bonds**. The amounts held by the Paying Agent for the payment due on any date with respect to the Bond shall, on and after such date and pending such payment, be set aside on its books and held in trust by it, without liability for interest, for the Owners entitled thereto.

SECTION 12.3. **Parties Interested Herein**. Nothing in this Bond Ordinance expressed or implied is intended or shall be construed to confer upon, or to give to, any person or corporation, other than the Issuer, the Paying Agent and the Owners any right, remedy or claim under or by reason of this Bond Ordinance or any covenant, condition or stipulation thereof; and all the covenants, stipulations, promises and agreements in this Bond Ordinance contained by and on behalf of the Issuer shall be for the sole and exclusive benefit of the Issuer, the Paying Agent and the Owners.

SECTION 12.4. **No Recourse on the Bonds**. No recourse shall be had for the payment of the principal installments of or interest on the Bonds or for any claim based thereon or on this Bond Ordinance against the Executive Officers or any member of the Governing Authority or officer of the Issuer or any person executing the Bonds.

SECTION 12.5. **Successors and Assigns**. Whenever in this Bond Ordinance the Issuer is named or referred to, it shall be deemed to include its successors and assigns and all the covenants and agreements in this Bond Ordinance contained by or on behalf of the Issuer shall bind and ensure to the benefit of its successors and assigns whether so expressed or not.

SECTION 12.6. **Subrogation**. In the event the Bonds herein authorized to be issued, or any of them, should ever be held invalid by any court of competent jurisdiction, the Owner or Owners thereof shall be subrogated to all the rights and remedies against the Issuer had and possessed by the owner or owners of the Refunded Bonds.

SECTION 12.7. **Severability**. In case any one or more of the provisions of this Bond Ordinance or of the Bonds issued hereunder shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of this Bond Ordinance or of the Bonds, but this Bond Ordinance and the Bonds shall be construed and enforced as if such illegal or invalid provisions had not been contained therein. Any constitutional or statutory provision enacted after the date of this Bond Ordinance which validates or makes legal any provision of this Bond Ordinance or the Bonds which would not otherwise be valid or legal shall be deemed to apply to this Bond Ordinance and to the Bonds.

SECTION 12.8. **Post-Issuance Compliance**. The Executive Officers and/or their designees are directed to establish, continue, and/or amend, as applicable, written procedures to assist the Issuer in complying with various State and Federal statutes, rules and regulations applicable to the Bonds and are further authorized to take any and all actions as may be required by said written procedures to ensure continued compliance with such statutes, rules and regulations throughout the term of the Bonds.

SECTION 12.9. **Publication of Bond Ordinance.** This Bond Ordinance shall be published one time in the official journal of the Issuer; however, it shall not be necessary to publish any exhibits hereto if the same are available for public inspection and such fact is stated in the publication.

SECTION 12.10. **Execution of Documents.** In connection with the issuance and sale of the Bonds, the Executive Officers and the Finance Director are each authorized, empowered and directed to execute on behalf of the Issuer such documents, certificates and instruments as they may deem necessary, upon the advice of Bond Counsel, to effect the transactions contemplated by this Bond Ordinance, the signatures of the Executive Officers and Finance Director on such documents, certificates and instruments to be conclusive evidence of the due exercise of the authority granted hereunder.

SECTION 12.11. **Effective Date.** This Bond Ordinance shall become effective immediately.

This ordinance having been offered and read on this the 14<sup>th</sup> day of April 2021, having been published in accordance with law.

**EXHIBIT A  
TO BOND ORDINANCE**

NO. R-1

PRINCIPAL AMOUNT \$ \_\_\_\_\_

**UNITED STATES OF AMERICA  
STATE OF LOUISIANA  
PARISH OF ST. MARY**

**TAXABLE PUBLIC IMPROVEMENT SALES TAX BONDS, SERIES 2021  
OF THE  
PARISH OF ST. MARY, STATE OF LOUISIANA**

<u>Bond Date</u>	<u>Final Maturity Date</u>	<u>Interest Rate</u>
_____, 2021	July 1, 20__	_____%

**The Parish of St. Mary, State of Louisiana** (the "Issuer"), promises to pay, but solely from the source and as hereinafter provided, to:

\_\_\_\_\_

or registered assigns, on the Maturity Date set forth above, the Principal Amount set forth above, together with interest thereon from the Bond Date set forth above, or from the most recent interest payment date to which interest has been paid or duly provided for, payable on January 1 and July 1 of each year (each an "Interest Payment Date"), commencing January 1, 2022, at the Interest Rate per annum set forth above until said Principal Amount is paid, unless this Bond shall have been previously called for redemption and payment shall have been made or duly provided for. The principal of this Bond, upon maturity or redemption, is payable in such coin or currency of the United States of America which at the time of payment is legal tender for payment of public and private debts at the designated [corporate trust] office of \_\_\_\_\_, in the City of \_\_\_\_\_, \_\_\_\_\_, or any successor thereto (the "Paying Agent"), upon presentation and surrender hereof. Interest on this Bond is payable by check mailed by the Paying Agent to the registered owner. The interest so payable on any Interest Payment Date will, subject to certain exceptions provided in the hereinafter defined Bond Resolution, be paid to the person in whose name this Bond is registered at the close of business on the Record Date (which is the 15<sup>th</sup> calendar day of the month next preceding an Interest Payment Date). Any interest not punctually paid or duly provided for shall be payable as provided in the Bond Ordinance (hereinafter defined).

This Bond is one of an authorized issue aggregating in principal the sum of One Million Dollars (\$1,000,000) (the "Bonds"), all of like tenor and effect except as to number, interest rate and maturity, the Bonds having been issued by the Issuer pursuant to an ordinance adopted by its governing authority on \_\_\_\_\_, 2021 (the "Bond Ordinance"), for the purpose of improving, equipping and furnishing the Parish jail facilities and paying the costs of issuance of the Bonds,

under the authority conferred by Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority, and other constitutional and statutory authority, pursuant to all requirements therein specified.

The Bonds or any portion thereof, are callable at the option and direction of the Issuer in full or in part at any time on and after July 1, 20\_\_\_\_, at the principal amount thereof being redeemed plus accrued interest to the date of redemption.

Official notice of such call of all or any portion of the Bonds for optional redemption will be given by first class mail, postage prepaid, by notice deposited in the United States mails, or by accepted means of electronic communication, not less than twenty (20) days prior to the redemption date addressed to the registered owner of each bond to be redeemed at his address as shown on the registration books of the Paying Agent. The notice provided for any optional redemption may provide that such optional redemption is conditioned upon the availability of funds therefor.

The Bonds shall mature in installments without necessity of notice on July 1 in the years and in the principal amounts set forth:

<u>Year</u> <u>(July 1)</u>	<u>Principal</u> <u>Amount</u>
2022	\$
2023	
2024	
2025	
2026	
2027	
2028	
2029	
2030	
2031*	

\* Final Maturity

This Bond may be transferred, registered and assigned only on the registration books of the Paying Agent, and such registration shall be at the expense of the Issuer. This Bond may be assigned by the execution of an assignment form on the Bond or by other instruments of transfer and assignment acceptable to the Paying Agent. A new Bond or Bonds will be delivered by the Paying Agent to the last assignee (the new registered owner) in exchange for such transferred and assigned Bonds after receipt of the Bond to be transferred in proper form. Such new Bond or Bonds shall be in the denomination of \$5,000 or any integral multiple in excess thereof within a single maturity. Neither the Issuer nor the Paying Agent shall be required to issue, register the transfer of, or exchange any Bond during a period beginning at the opening of business on the 15<sup>th</sup> calendar day of the month next preceding an Interest Payment Date and ending at the close of business on the Interest Payment Date.

This Bond is issued on a complete parity with the (i) Public Improvement Sales Tax Bonds, Series 2011, (ii) Taxable Public Improvement Sales Tax Refunding Bonds, Series 2020, and (iii) Public Improvement Sales Tax Bonds, Series 2020A (collectively, the "Outstanding Parity Bonds"). It is certified that the Issuer, in issuing this Bond and the issue of which it forms a part, has complied with all the terms and conditions set forth in the ordinance authorizing the Outstanding Parity Bonds.

This Bond and the issue of which it forms a part, equally with the Outstanding Parity Bonds, are payable solely from and secured by an irrevocable pledge and dedication of the avails or proceeds of the Issuer's 20% portion of the special one percent (1%) sales and use tax authorized at an election held in the Issuer on December 7, 1965 (said 20% portion is hereafter referred to as the "Tax") which is being levied and collected by the Issuer pursuant to Act No. 27 of the Extra Session of the Legislature of Louisiana for the year 1956, as amended, and other constitutional and statutory authority, subject only to the prior payment of the Issuer's portion of the reasonable and necessary costs and expenses of collecting and administering the Tax.

This Bond constitutes a borrowing solely upon the credit of the Net Revenues of the Tax received by the Issuer and does not constitute an indebtedness or pledge of the general credit of the Issuer within the meaning of any constitutional or statutory provisions relating to the incurring of indebtedness. The Issuer has covenanted and agreed and does hereby covenant and agree to continue



who by its execution below hereby certifies to the Paying Agent that (a) it is (i) an affiliate of the original owner of this Bond, or (ii) a bank, or entity directly or indirectly controlled by a bank, or under common control with a bank, other than a broker dealer or municipal securities dealer, which certifies that it is a "qualified institutional buyer" as defined in Rule 144A of the Securities Act of 1933, as amended, and (b) it consents to the terms of the Lender Certificate executed by the original owner of this Bond as referenced in the Ordinance.

\_\_\_\_\_, Assignee \_\_\_\_\_, Assignor

By: \_\_\_\_\_ By: \_\_\_\_\_  
Its: \_\_\_\_\_ Its: \_\_\_\_\_

Date: \_\_\_\_\_

\* \* \* \* \*

**EXHIBIT B  
TO BOND ORDINANCE**

**OFFER TO PURCHASE**

**ORDINANCE NO.**

An Ordinance levying and imposing a tax of 5.72 mills for the purpose of maintaining and supporting the St. Mary Parish Public Library and its branches as directed by a special election held April 30, 2011 in the Parish of St. Mary, excluding the municipality of Morgan City, for the year 2021; and levying and imposing a thirty-one hundredths (0.31) mills tax on all the property subject to taxation in the Parish of St. Mary, State of Louisiana, excluding the City of Morgan City, for the year 2021.

**BE IT ORDAINED**, by the St. Mary Parish Council of the Parish of St. Mary, Louisiana, in a public meeting held on May 11, 2021, which meeting was conducted in accordance with the open meetings law and the additional requirements of Article VII, Section 23(C) of the Constitution, that the taxing authority voted to adopt and impose the following millage rate(s), on all taxable property shown on the official assessment roll for the year 2021, and when collected, the revenues from said taxes shall be used only for the specific purposes for which said taxes have been levied. Said millage rate(s) are:

	<u><b>2021 Levy</b></u>
Library Tax (Maintaining and Supporting)	5.72
Library Tax (Debt Service)	0.31

**BE IT FURTHER RESOLVED** that the Assessor of the Parish of St. Mary, shall extend upon the assessment roll for the year 2021 the taxes herein levied, and the tax collector of said Parish shall collect and remit the same to said taxing authority in accordance with law.

This ordinance shall become effective and be in full force upon publication in the official journal of the Parish.

This ordinance having been offered and read on this the 14<sup>th</sup> day of April 2021, having been published in accordance with law.

**ORDINANCE NO.**

An Ordinance levying a tax of 7.60 mills Parish Tax located outside the municipalities for all parochial purposes and segregating for local and parochial purposes and levying and imposing a 3.80 mills tax located within the municipalities to help defray the expenses of the Criminal Justice System of the Parish of St. Mary, State of Louisiana.

**BE IT ORDAINED**, by the St. Mary Parish Council of the Parish of St. Mary, Louisiana, in a public meeting held on May 11, 2021, which meeting was conducted in accordance with the open meetings law and the additional requirements of Article VII, Section 23(C) of the Constitution, that the following millage rate(s) be and they are hereby levied upon the dollar of the assessed valuation of all property subject to ad valorem taxation within said Parish and within the incorporated municipalities and towns within the Parish for the year 2021, for the purpose of raising revenue:

**MILLAGE**

Parish Tax (Outside Municipalities Parochial Purposes) (Purpose of defraying the expenses of the Parochial Government, and for other legal purposes shown by the budget.)	7.60
Criminal Justice System Tax (Within the Incorporated Municipalities and Towns) (Purpose of helping defray the expenses of the Criminal Justice System of the Parish.)	3.80

**BE IT FURTHER RESOLVED** that the Assessor of the Parish of St. Mary, shall extend upon the assessment roll for the year 2021 the taxes herein levied, and the tax collector of said Parish shall collect and remit the same to said taxing authority in accordance with law.

This ordinance shall become effective and be in full force upon publication in the official journal of the Parish.

This ordinance having been offered and read on this the 14<sup>th</sup> day of April 2021, having been published in accordance with law.

Mr. Olander moved that the following ordinances be adopted. Mrs. Hidalgo seconded the motion, which carried by the following 10-0-0-1 Roll Call vote:

YEAS: Mathews, Ina, Olander, Ramsey, Rulf, Bennett, Duhon, Rink, Hidalgo, and Adams

NAYS: None

ABSTAIN: None

ABSENT: Hebert

**ORDINANCE NO. 2252**

An Ordinance in compliance with Ordinance No. 1973, DIVISION 5.4 General Procedures for Public Hearings, Section 5.4.3 Specific Use Permits granting a Specific Use.

**WHEREAS**, on March 12, 2014, the St. Mary Parish Council adopted Ordinance No. 1973 – St. Mary Parish Unified Development Code, and

**WHEREAS**, DIVISION 5.4 General Procedures for Public Hearings, Section 5.4.3 Specific Use Permits provides a process for the granting of a specific use, and

**THEREFORE, BE IT ORDAINED** by the Parish Council of the Parish of St. Mary, State of Louisiana, acting as the governing authority of the Parish of St. Mary, State of Louisiana:

**SECTION I** - That certain tract of land described in Exhibit "A" is hereby approved and granted a specific use to allow for a Pond in an Agricultural (AG) Zoned District.

This ordinance shall become effective and be in full force upon publication in the official journal of the Parish.

This ordinance having been offered and read on this the 24<sup>th</sup> day of March 2021, having been published in accordance with law and having been heard in a public meeting in Franklin, Louisiana on the 14<sup>th</sup> day of April 2021 was adopted.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

This ordinance was submitted to the President of St. Mary Parish on this the 14<sup>th</sup> day of April 2021, at the hour of 7:04 p.m.

**APPROVED:**

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**DAVID HANAGRIFF, PRESIDENT  
ST. MARY PARISH**

This ordinance was returned to the Clerk of the Council on this the 14<sup>th</sup> day of April 2021, at the hour of 7:09 p.m.

**Exhibit "A"**

**Name: Redbird Rentals LLC, represented by David Lipari  
Address: 128 Cypremort Rd., Franklin, LA**

**Parcel Id# Sec.16 T14S R8E;  
Parcel Id# 1904861021.00- 38.36 Ac Tract A-B-C-D-E-F-G-H-I-A per Plat 18N 159064 BD I  
Bodin Et Al – I Bodin Et Al Hwy. 83 – Mcguire Acq. 361 328911.**

**Currently Zoned: Agricultural (AG) Zoned District**

**Specific Use Purpose: to allow for a Pond in an Agricultural (AG) Zoned District.**

**ORDINANCE NO. 2253**

An ordinance providing for the incurring of debt and issuance of Limited Tax Refunding Bonds, Series 2021 of the Parish of St. Mary, State of Louisiana; prescribing the form, terms and conditions of said Bonds; providing for the acceptance of an offer for the purchase of said Bonds; and providing for other matters in connection therewith.

**WHEREAS**, the Parish Council of the Parish of St. Mary, State of Louisiana (the "Governing Authority"), acting as the governing authority of the Parish of St. Mary, State of Louisiana (the "Issuer"), currently levies and collects an ad valorem tax of 7.60 mills (3.80 mills within incorporated municipalities) (the "Tax") within the Issuer, such rate being subject to adjustment from time to time due to reassessment, under the authority conferred by Article VI, Section 26 of the Constitution of the State of Louisiana of 1974, as amended, and other constitutional and statutory authority; and

**WHEREAS**, the Issuer acting through its Governing Authority previously issued its (i) Limited Tax Revenue Bond, Series 2018 (the "Series 2018 Bonds"), of which \$9,825,000 is outstanding, and (ii) Limited Tax Revenue Bond, Series 2019 (the "Series 2019 Bonds"), of which \$9,835,000 is outstanding; and

**WHEREAS**, Capital One Public Funding, LLC ("COPF"), the owner of the Series 2018 Bonds and the Series 2019 Bonds, has consented to the refunding of the June 1, 2022 through June 1, 2038 mandatory redemptions of the Series 2018 Bonds and the June 1, 2022 through June 1, 2039 mandatory redemptions of the Series 2019 Bonds (such Series 2018 Bonds and Series 2019 Bonds being refunded are hereinafter referred to as the "Refunded Bonds"), as further described on **Exhibit A** hereto, such consent being expressly contingent upon the payment of the accrued interest due on the Refunded Bonds on the delivery of the Bonds (as defined herein) to COPF; and

**WHEREAS**, the Issuer has found and determined that the refunding of the Refunded Bonds will be financially advantageous to the Issuer, and pursuant to Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority, it is now the desire of this Governing Authority to adopt this ordinance to provide for the issuance of Nineteen Million Ninety-Five Thousand Dollars (\$19,095,000) of its Limited Tax Refunding Bonds, Series 2021 (the "Bonds"), for the purpose of refunding the Refunded Bonds and paying the costs of issuance of the Bonds, to fix the details of the Bonds and to sell the Bonds as set forth herein; and

**WHEREAS**, it is necessary to provide for the application of the proceeds of the Bonds and to provide for other matters in connection with the payment or redemption of the Refunded Bonds; and

**WHEREAS**, upon the issuance of the Bonds, the Issuer will have no outstanding bonds or other obligations of any kind or nature payable from or enjoying a lien on the revenues of the Tax pledged, EXCEPT the (i) unrefunded Series 2018 Bonds, and (ii) unrefunded Series 2019 Bonds (collectively, the "Outstanding Parity Bonds"); and

**WHEREAS**, the maximum amount of principal and interest due in any year on the Bonds and the Outstanding Parity Bonds does not exceed seventy-five percent (75%) of the income estimated to be realized from the Tax; and

**WHEREAS**, in connection with the issuance of the Bonds, it is necessary that provision be made for the payment of the principal and interest of the Refunded Bonds and to provide for the call for prepayment of the Refunded Bonds; and

**WHEREAS**, the Issuer desires to sell the Bonds to the Lender thereof and to fix the details of the Bonds and the terms of the sale of the Bonds, pursuant to the Offer to Lend attached hereto;

**NOW, THEREFORE, BE IT ORDAINED** by the Parish Council of the Parish of St. Mary, State of Louisiana, acting as the governing authority of the Issuer, that:

## **ARTICLE I DEFINITIONS AND INTERPRETATION**

SECTION 1.1. **Definitions.** The following terms shall have the following meanings unless the context otherwise requires:

"Act" shall mean Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other applicable constitutional and statutory authority.

**"Additional Parity Bonds"** shall mean any *pari passu* additional bonds which may hereafter be issued pursuant to Section 9.1 hereof on a parity with the Bonds.

**"Bond" or "Bonds"** shall mean any or all of the Limited Tax Refunding Bonds, Series 2021, of the Issuer, issued pursuant to this Bond Ordinance, as the same may be amended from time to time, whether initially delivered or issued in exchange for, upon transfer of, or in lieu of any previously issued Bond.

**"Bond Obligation"** shall mean as of the date of computation, the principal amount of the Bonds then Outstanding.

**"Bond Ordinance" or "Ordinance"** shall mean this ordinance, as it may be amended and supplemented as herein provided.

**"Bond Register"** shall mean the registration books of the Paying Agent in which registration of the Bonds and transfers of the Bonds shall be made as provided herein.

**"Business Day"** shall mean a day of the year other than a day on which banks located in New York, New York and the cities in which the principal offices of the Paying Agent are located are required or authorized to remain closed.

**"Code"** shall mean the Internal Revenue Code of 1986, as amended, and all regulations promulgated thereunder.

**"Costs of Issuance"** shall mean all items of expense, directly or indirectly payable or reimbursable and related to the authorization, sale and issuance of the Bonds, including but not limited to printing costs, costs of preparation and reproduction of documents, filing and recording fees, initial fees and charges of any fiduciary, legal fees and charges, fees and disbursements of consultants and advisory professionals, placement agent fees, costs of credit ratings, fees and charges for preparation, execution, transportation and safekeeping of the Bonds, costs and expenses of refunding, premiums for the insurance of the payment of the Bonds, if any, and any other cost, charge or fee paid or payable by the Issuer in connection with the original issuance of Bonds.

**"Executive Officers"** means collectively the Parish President, the Council Chairman and Clerk of Council of the Parish of St. Mary, State of Louisiana.

**"Fiscal Year"** means the Issuer's one-year accounting period determined from time to time by the Governing Authority as the fiscal year of the Issuer, currently being the year ending each December 31<sup>st</sup>.

**"Governing Authority"** means the Parish Council of the Parish of St. Mary, State of Louisiana.

**"Government Securities"** shall mean direct obligations of the United States of America, or obligations the timely payment of principal of and interest on which are unconditionally guaranteed by the United States of America, which are non-callable prior to their maturity and may be United States Treasury obligations such as the State and Local Government Series.

**"Interest Payment Date"** shall mean June 1 and December 1 of each year, commencing June 1, 2021.

**"Issuer" or "Parish"** means the Parish of St. Mary, State of Louisiana, a political subdivision of the State of Louisiana, and its successors or assigns.

**"Lender"** means Capital One Public Funding, LLC, the original owner of the Bonds, and its successors and assigns as permitted herein.

**"Offer to Lend"** means the Offer to Lend of the Lender attached hereto as **Exhibit C**.

**"Outstanding"** when used with respect to Bonds means, as of the date of determination, all Bonds or portions thereof theretofore issued and delivered under this Bond Ordinance, except:

1. Bonds theretofore canceled by the Paying Agent or delivered to the Paying Agent for cancellation;
2. Bonds or portions thereof for which payment sufficient funds or Government Securities have been paid to or theretofore deposited in trust for the owners of such Bonds; and
3. Bonds in exchange for or in lieu of which other Bonds have been registered and delivered pursuant to this Bond Ordinance;
4. Bonds alleged to have been mutilated, destroyed, lost or stolen which have been paid as provided in this Bond Ordinance or by law.

**"Outstanding Parity Bonds"** means, collectively, the Issuer's outstanding (i) Limited Tax Revenue Bond, Series 2018, and (ii) Limited Tax Revenue Bond, Series 2019.

**"Owner" or "Owners"** shall mean the Person reflected as registered owner of any of the Bonds on the registration books maintained by the Paying Agent.

**"Paying Agent"** means the Clerk of the Governing Authority, in the City of Franklin, Louisiana, until a successor Paying Agent shall have been appointed pursuant to the applicable provisions of this Ordinance, and thereafter "Paying Agent" shall mean such successor Paying Agent.

**"Person"** shall mean any individual, corporation, partnership, joint venture, association, joint-stock company, trust, unincorporated organization or government or any agency or political subdivision thereof.

**"Record Date"** shall mean, with respect to an Interest Payment Date, the fifteenth day of the calendar month next preceding such Interest Payment Date, whether or not such day is a Business Day.

**"Refunded Bonds"** shall mean the June 1, 2022 through June 1, 2038 mandatory redemptions of the Series 2018 Bonds in the aggregate principal amount of \$9,505,000, and the June 1, 2022 through June 1, 2039 mandatory redemptions of the Series 2019 Bonds in the aggregate principal amount of \$9,490,000, which are being refunded by the Bonds, as more fully described in **Exhibit A** hereto.

**"Series 2018 Bonds"** shall mean the Issuer's outstanding Limited Tax Revenue Bond, Series 2018.

**"Series 2019 Bonds"** shall mean the Issuer's outstanding Limited Tax Revenue Bond, Series 2019.

**"State"** shall mean the State of Louisiana.

**"Tax"** means the ad valorem tax of 7.60 mills (3.80 mills within incorporated municipalities) currently being levied within the Issuer, such rate being subject to adjustment from time to time due to reassessment.

SECTION 1.2. **Interpretation**. In this Bond Ordinance, unless the context otherwise requires, (a) words importing the singular include the plural and vice versa, (b) words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders and (c) the title of the offices used in this Bond Ordinance shall be deemed to include any other title by which such office shall be known under any subsequently adopted charter.

## ARTICLE II AUTHORIZATION AND ISSUANCE OF BONDS

SECTION 2.1. **Authorization of Bonds; Refunding of Refunded Bonds**. This Bond Ordinance creates a series of Bonds, consisting of a single bond, of the Issuer to be designated

"Limited Tax Refunding Bonds, Series 2021, of the Parish of St. Mary, State of Louisiana" and provides for the full and final payment of the principal of and interest on all the Bonds.

The Bonds issued under this Bond Ordinance shall be issued for the purpose of refunding the Refunded Bonds and paying the Cost of Issuance. Provision having been made herein for the orderly redemption of all the Refunded Bonds and payment of accrued interest thereon to COPF, in accordance with their terms, it is hereby recognized and acknowledged that as of the date of delivery of the Bonds under this Bond Ordinance, the Issuer is expected to have no future obligation with reference to the Refunded Bonds.

SECTION 2.2. **Bond Ordinance to Constitute Contract.** In consideration of the purchase and acceptance of the Bonds when, as and if delivered by those who shall own the same from time to time, the provisions of this Bond Ordinance shall be a part of the contract of the Issuer with the Owners of the Bonds and shall be deemed to be and shall constitute a contract between the Issuer and the Owners from time to time of the Bonds. The provisions, covenants and agreements herein set forth to be performed by or on behalf of the Issuer shall be for the equal benefit, protection and security of the Owners of any and all of the Bonds, each of which Bonds, regardless of the time or times of its issue or maturity, shall be of equal rank without preference, priority or distinction over any other thereof except as expressly provided in this Bond Ordinance.

SECTION 2.3. **Obligation of Bonds.** The Bonds shall be secured by and payable solely from an irrevocable pledge and dedication of the avails or proceeds of the Tax. This Governing Authority does hereby obligate itself and its successors in office to impose and collect the Tax in each year, and does hereby irrevocably and irrepealably dedicate, appropriate and pledge the annual income to be derived from the assessment, levy and collection of the Tax in each year to the payment of the Bonds.

SECTION 2.4. **Authorization and Designation.** Pursuant to the provisions of the Act there is hereby authorized the incurrence of debt and the issuance of Nineteen Million Ninety-Five Thousand Dollars (\$19,095,000) principal amount of Bonds of the Issuer to be designated "Limited Tax Refunding Bonds, Series 2021, of the Parish of St. Mary, State of Louisiana," for the purpose of refunding the Refunded Bonds and paying the Costs of Issuance. The Bonds shall be in substantially the form set forth as **Exhibit B** hereto, with such necessary or appropriate variations, omissions and insertions as are required or permitted by the Act and this Bond Ordinance.

SECTION 2.5. **Dates, Maturities and Interest.** The Bonds shall be issued in the form of a single, fully registered bond, numbered R-1, in the principal amount of \$19,095,000, shall be dated the date of delivery thereof (expected to be April 16, 2021) and mature in installments as set forth in Section 5.2 of this Bond Ordinance. The Bonds shall bear interest from the date thereof or from the most recent Interest Payment Date to which interest has been paid or duly provided for, payable on each Interest Payment Date, at the interest rate of 2.95% per annum and shall mature on June 1, 2039.

The principal of and interest on the Bonds shall be payable by wire transfer or other form of electronic payment in accordance with the written account instructions provided by the Owner or, with the Owner's written consent, by such other commercially reasonable method of payment, directly to the Owner shown on the Bond Register, provided, however, that principal of the Bonds at final maturity shall be payable at the designated office of the Paying Agent upon presentation and surrender thereof. Notwithstanding anything in this Ordinance to the contrary, prior to the Maturity Date or the earlier payment in full of the Bonds, payments of principal of and interest on the Bonds will be payable without presentation and surrender hereof. Each Bond delivered under this Ordinance upon transfer of, in exchange for or in lieu of any other Bonds shall carry all the rights to interest accrued and unpaid, and to accrue, which were carried by such other Bonds, and each such Bond shall bear interest (as herein set forth) so neither gain nor loss in interest shall result from such transfer, exchange or substitution.

Except as otherwise provided in this Section, Bonds shall bear interest from date thereof or from the most recent Interest Payment Date to which interest has been paid or duly provided for, as the case may be, provided, however, that if and to the extent that the Issuer shall default in the payment of the interest on any Bonds due on any Interest Payment Date, then all such Bonds

shall bear interest from the most recent Interest Payment Date to which interest has been paid on the Bonds, or if no interest has been paid on the Bonds, from their dated date.

The person in whose name any Bond is registered at the close of business on the Record Date with respect to an Interest Payment Date shall in all cases be entitled to receive the interest payable on such Interest Payment Date notwithstanding the cancellation of such Bond upon any registration of transfer or exchange thereof subsequent to such Record Date and prior to such Interest Payment Date.

### **ARTICLE III GENERAL TERMS AND PROVISIONS OF THE BONDS**

SECTION 3.1. **Exchange of Bonds; Persons Treated as Owners.** The Issuer shall cause books for the registration and for the registration of transfer of the Bonds as provided in this Bond Ordinance to be kept by the Paying Agent at its designated corporate trust office, and the Paying Agent is hereby constituted and appointed the registrar for the Bonds.

Any Bonds presented for registration of transfer or exchange shall be accompanied by a written instrument or instruments of transfer in form satisfactory to the Paying Agent, duly executed by the Owner or his attorney duly authorized in writing.

The Bonds may be transferred, registered and assigned only on the Bond Register, and such registration shall be at the expense of the Issuer. A Bond may be assigned by the execution of an assignment form on the Bonds or by other instruments of transfer and assignment acceptable to the Paying Agent. A new Bond or Bonds will be delivered by the Paying Agent to the last assignee (the new Owner) in exchange for such transferred and assigned Bonds after receipt of the Bonds to be transferred in proper form. Such new Bond or Bonds shall be in the denomination of \$250,000, or any integral of \$5,000 in excess thereof. Neither the Issuer nor the Paying Agent shall be required to issue, register, transfer or exchange any Bonds during a period beginning at the opening of business on a Record Date and ending at the close of business on the Interest Payment Date.

No service charge to the Owners shall be made by the Paying Agent for any exchange or registration of transfer of Bonds. The Paying Agent may require payment by the person requesting an exchange or registration of transfer of Bonds of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto.

The Issuer and the Paying Agent shall not be required to issue, register the transfer of or exchange any Bond during a period beginning at the opening of business on a Record Date or any date of selection of Bonds to be prepaid and ending at the close of business on the Interest Payment Date.

All Bonds delivered upon any registration of transfer or exchange of Bonds shall be valid obligations of the Issuer, evidencing the same debt and entitled to the same benefits under this Bond Ordinance as the Bonds surrendered.

Prior to due presentment for registration of transfer of any Bonds, the Issuer and the Paying Agent, and any agent of the Issuer or the Paying Agent may deem and treat the person in whose name any Bond is registered as the absolute owner thereof for all purposes, whether or not such Bonds shall be overdue, and shall not be bound by any notice to the contrary.

SECTION 3.2. **Bonds Mutilated, Destroyed, Stolen or Lost.** In case any Bond shall become mutilated or be improperly cancelled, or be destroyed, stolen or lost, the Issuer may in its discretion adopt an ordinance and thereby authorize the issuance and delivery of a new Bond in exchange for and substitution for such mutilated or improperly cancelled Bond, or in lieu of and substitution for the Bond destroyed, stolen or lost, upon the Owner (i) furnishing the Issuer and the Paying Agent proof of his ownership thereof and proof of such mutilation, improper cancellation, destruction, theft or loss reasonably satisfactory to the Issuer and the Paying Agent, (ii) giving to the Issuer and the Paying Agent an indemnity in form and substance reasonably acceptable to the Issuer and the Paying Agent, (iii) complying with such other reasonable regulations and conditions as the Issuer may prescribe and (iv) paying such expenses as the Issuer and the Paying Agent may incur. All Bonds so surrendered shall be delivered to the

Paying Agent for cancellation pursuant to Section 3.3 hereof. If any Bond shall have matured or be about to mature, instead of issuing a substitute Bond, the Issuer may pay the same, upon being indemnified as aforesaid, and if such Bond be lost, stolen or destroyed, without surrender thereof.

Any such duplicate Bond issued pursuant to this Section shall constitute an original, additional, contractual obligation on the part of the Issuer, whether or not the lost, stolen or destroyed Bond be at any time found by anyone. Such duplicate Bond shall be in all respects identical with those replaced except that it shall bear on its face the following additional clause:

"This bond is issued to replace a lost, cancelled or destroyed bond under the authority of the Act."

Such duplicate Bond may be signed by the facsimile signatures of the same officers who signed the original Bonds, provided, however, that in the event the officers who executed the original Bonds are no longer in office, then the new Bonds may be signed by the officers then in office. Such duplicate Bonds shall be entitled to equal and proportionate benefits and rights as to lien and source and security for payment as provided herein with respect to all other Bonds hereunder, the obligations of the Issuer upon the duplicate Bonds being identical to its obligations upon the original Bonds and the rights of the Owner of the duplicate Bonds being the same as those conferred by the original Bonds.

SECTION 3.3. **Cancellation of Bonds.** All Bonds paid, together with all Bonds purchased by the Issuer, shall thereupon be promptly cancelled by the Paying Agent. The Paying Agent shall thereupon promptly furnish to the Chief Financial Officer of the Issuer an appropriate certificate of cancellation.

SECTION 3.4. **Execution.** The Bonds shall be executed in the name and on behalf of the Issuer by the manual or facsimile signatures of the Executive Officers, and the corporate seal of the Issuer (or a facsimile thereof) shall be thereunto affixed, imprinted, engraved or otherwise reproduced thereon. In case any one or more of the officers who shall have signed or sealed any of the Bonds shall cease to be such officer before the Bonds so signed and sealed shall have been actually delivered, such Bonds may, nevertheless, be delivered as herein provided, and may be issued as if the person who signed or sealed such Bonds had not ceased to hold such office. Said officers shall, by the execution of the Bonds, adopt as and for their own proper signatures their respective facsimile signatures appearing on the Bonds or any legal opinion certificate thereon, and the Issuer may adopt and use for that purpose the facsimile signature of any person or persons who shall have been such officer at any time on or after the date of such Bond, notwithstanding that at the date of such Bond such person may not have held such office or that at the time when such Bond shall be delivered such person may have ceased to hold such office.

SECTION 3.5. **Registration by Paying Agent.** No Bond shall be valid or obligatory for any purpose or entitled to any security or benefit under this Bond Ordinance unless and until a certificate of registration on such Bond substantially in the form set forth in **Exhibit B** hereto shall have been duly executed on behalf of the Paying Agent by a duly authorized signatory, and such executed certificate of the Paying Agent upon any such Bond shall be conclusive evidence that such Bond has been executed, registered and delivered under this Bond Ordinance.

SECTION 3.6. **Recital of Regularity.** This Governing Authority, having investigated the regularity of the proceedings had in connection with this issue of Bonds, and having determined the same to be regular, the Bonds shall contain the following recital, to-wit:

"It is certified that this indebtedness is authorized by and is issued in conformity with the requirements of the Constitution and statutes of Louisiana."

#### **ARTICLE IV SINKING FUND; PAYMENT OF BONDS**

SECTION 4.1. **Sinking Fund.** (a) There has previously been created a special fund known as "Parish of St. Mary, State of Louisiana, Revenue Refunding Bonds, Series 2012 Sinking Fund," said Sinking Fund to be maintained with the regularly designated fiscal agent

bank of the Issuer. From the proceeds of the Tax received by the Issuer in a Fiscal Year, the Issuer shall deposit in the Sinking Fund at least one (1) day in advance of the date on which each payment of principal and/or interest falls due, funds fully sufficient to promptly pay the principal and/or interest so falling due on the Bonds, the Outstanding Parity Bonds, and any Additional Parity Bonds theretofore issued and outstanding in such Fiscal Year. The depository for the Sinking Fund shall transfer from the Sinking Fund to the Paying Agent or Owners, as the Issuer may direct, funds fully sufficient to pay promptly the principal and interest falling due on such date.

(b) It shall be specifically understood and agreed, however, and this provision shall be a part of this contract, that after the funds have actually been set aside out of the revenues of the Tax for any year sufficient to pay the principal and interest on the Bonds for that year, and all required amounts have been deposited in the aforesaid Sinking Fund established for the Bonds, then any annual revenues of the Tax remaining in that year shall be free for expenditure by the Issuer for the purposes for which the Tax is authorized.

(c) All moneys deposited with the regularly designated fiscal agent bank or banks of the Issuer or the Paying Agent under the terms of this Ordinance shall constitute sacred funds held in trust for the benefit of the Owners of the Bonds and shall be secured by said fiduciaries at all times to the full extent thereof in the manner required by law for the securing of deposits of public funds.

(d) All or any part of the moneys in the Sinking Fund shall be invested or secured in accordance with the provisions of the laws of the State.

SECTION 4.2. **Payment of Bonds.** The Issuer shall duly and punctually pay or cause to be paid as herein provided, the principal of and the interest on the Bonds, at the dates and places and in the manner stated in the Bonds according to the true intent and meaning thereof.

## **ARTICLE V PREPAYMENT OF BONDS**

SECTION 5.1. **Optional Prepayment of Bonds.** The Bonds are not subject to prepayment prior to June 1, 2032, without the written consent of the Owner. The unpaid principal of the Bonds shall be subject to prepayment prior to maturity in whole only, and not in part, at any time after June 1, 2032 at the option of the Issuer, at the prepayment price equal to 100% of the principal amount of the Bonds to be prepaid plus accrued interest on the Bonds, if any, to the prepayment date.

Official notice of such call of all or any portion of the Bonds for optional prepayment will be given by accepted means of electronic communication, not less than thirty-five (35) days prior to the prepayment date addressed to the registered owner of each bond to be prepaid at his address as shown on the registration books of the Paying Agent. The notice provided for any optional prepayment may provide that such optional prepayment is conditioned upon the availability of funds therefor.

SECTION 5.2. **Payments of Principal.** The Bonds shall be issued for convenience as a single Bond, the principal of which (plus accrued interest thereon) shall be paid in installments without necessity of notice on June 1 in the years and in the principal amounts set forth below:

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<u>Year</u> <u>(June 1)</u>	<u>Principal</u> <u>Amount</u>
2022	\$ 815,000
2023	840,000
2024	865,000
2025	890,000
2026	915,000
2027	945,000
2028	970,000
2029	1,000,000
2030	1,030,000
2031	1,060,000
2032	1,090,000
2033	1,125,000
2034	1,155,000
2035	1,195,000
2036	1,235,000
2037	1,265,000
2038	1,305,000
2039*	1,395,000

\* Final Maturity

## ARTICLE VI APPLICATION OF BOND PROCEEDS

SECTION 6.1. **Application of Bond Proceeds**. As a condition to the issuance of the Bonds, there is hereby authorized and directed the application of the proceeds from the sale of the Bonds to the payment and redemption of the Refunded Bonds in principal and interest and the remainder to the Costs of Issuance thereof.

## ARTICLE VII SUPPLEMENTAL BOND ORDINANCES

SECTION 7.1. **Supplemental Ordinances Effective With Consent of Owners**. Any modification or amendment of the Bond Ordinance or of the rights and obligations of the Issuer and of the Owners of the Bonds hereunder, in any particular, may be made by a supplemental ordinance, with the written consent of the Owners of a majority of the Bond Obligation at the time such consent is given. No such modification or amendment shall permit a change in the terms of maturity or prepayment of the principal of any outstanding Bond or of any installment of interest thereon or a reduction in the principal amount thereof or in the rate of interest thereon without the consent of the Owner of such Bond, or shall reduce the percentages of Bonds the consent of the Owner of which is required to effect any such modification or amendment, or change the obligation of the Issuer to levy and collect taxes for the payment of the Bonds as provided herein, without the consent of the Owners of all of the Bonds then outstanding, or shall change or modify any of the rights or obligations of either the Paying Agent without its written assent thereto. For the purposes of this Section, Bonds shall be deemed to be affected by a modification or amendment of the Bond Ordinance if the same adversely affects or diminishes the rights of the Owners of said Bonds.

A supplemental ordinance, upon the filing with the Paying Agent of a certified copy thereof, shall become fully effective in accordance with its terms.

## ARTICLE VIII TAX COVENANTS; CONTINUING DISCLOSURE

SECTION 8.1. **Tax Covenants**. The Issuer covenants and agrees that, to the extent permitted by the laws of the State of Louisiana, it will comply with the requirements of the Code to in order to establish, maintain and preserve the exclusion from "gross income" of interest on the Bonds under the Code. The Issuer shall not take any action or fail to take any action, nor shall it permit at any time or times any of the proceeds of the Bonds or any other funds of the

Issuer to be used directly or indirectly in any manner, to acquire any securities or obligations the acquisition of which would cause any Bond to be an "arbitrage bond" as defined in the Code or would result in the inclusion of the interest on any Bond in "gross income" under the Code, including, without limitation, (i) the failure to comply with the limitation on investment of the proceeds of the Bonds, (ii) the failure to pay any required rebate of arbitrage earnings to the United States of America, or (iii) the use of the proceeds of the Bonds in a manner which would cause the Bonds to be "private activity bonds" under the Code.

The Executive Officers are hereby empowered, authorized and directed to take any and all action and to execute and deliver any instrument, document or certificate necessary to effectuate the purposes of this Section.

SECTION 8.2. **Qualified Tax-Exempt Obligations.** The Bonds are not designated as "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code.

SECTION 8.3. **Disclosure Under SEC Rule 15c2-12.** The Issuer will not be required to comply with the continuing disclosure requirements described in Rule 15c2-12 of the Securities and Exchange Commission [17 CFR 240.15c2-12].

## **ARTICLE IX ADDITIONAL PARITY BONDS**

SECTION 9.1. **Issuance of Additional Parity Bonds.** The Issuer shall issue no other bonds or obligations of any kind or nature payable from or enjoying a lien on the proceeds of the Tax having priority over or parity with the Bonds and the Outstanding Parity Bonds, except that additional bonds may hereafter be issued on a parity with the Bonds and the Outstanding Parity Bonds under the following conditions:

(a) The Bonds herein authorized, or any part thereof, including the interest thereon, may be refunded, and the refunding bonds so issued shall enjoy complete equality of lien with the portion of the Bonds which is not refunded, if there be any, and the refunding bonds shall continue to enjoy whatever priority of lien over subsequent issues may have been enjoyed by the Bonds refunded; provided, however, that if only a portion of the Bonds outstanding is so refunded and the refunding bonds require total principal and interest payments during any year in excess of the principal and interest which would have been required in such year to pay the Bonds refunded thereby, then such Bonds may not be refunded without the consent of the Owner of the unrefunded portion of the Bonds issued hereunder (provided such consent shall not be required if such refunding bonds meet the requirements set forth in clause (b) of this Section).

(b) Additional bonds may be issued on and enjoy a full and complete parity with the Bonds and the Outstanding Parity Bonds with respect to the Tax, provided that:

(1) the highest amount of the combined principal and interest requirements for any future Fiscal Year on the Bonds, the Outstanding Parity Bonds and the said additional bonds may not exceed 75% of the revenues estimated to be realized by the Issuer from the levy of the Tax in the year in which such additional bonds are issued; and

(2) the revenues of the Tax actually received by the Issuer in each of the prior two (2) Fiscal Years prior to the issuance of such additional bonds is greater than 135% of the highest amount of the combined principal and interest requirements for any future Fiscal Year on the Bonds, the Outstanding Parity Bonds and the said additional bonds.

As a condition to the issuance of additional bonds pursuant to this Section 9.1, the Issuer must be in full compliance with all covenants and undertakings in connection with the Bonds and there must be no delinquencies in payments required to be made in connection therewith.

It is expressly provided that junior and subordinate bonds may be issued so long as the highest amount of the combined principal and interest requirements for any future Fiscal Year on the Bonds, the Outstanding Parity Bonds, any additional bonds issued pursuant to the provisions of Section 9(a) or (b) above, and the proposed junior and subordinate bonds do not exceed 100% of the revenues estimated to be realized by the Issuer from the levy of the Tax in the year in

which such additional bonds are issued. The restriction in the forgoing sentence shall apply only to bonds or other obligations of the Issuer payable exclusively from a lien on the Tax.

## **ARTICLE X REMEDIES ON DEFAULT**

SECTION 10.1. **Events of Default.** If one or more of the following events (in this Bond Ordinance called "Events of Default") shall happen, that is to say,

- (a) if default shall be made in the due and punctual payment of the principal of any Bond when and as the same shall become due and payable, whether at maturity or otherwise; or
- (b) if default shall be made in the due and punctual payment of any installment of interest on any Bond when and as such interest installment shall become due and payable; or
- (c) if default shall be made by the Issuer in the performance or observance of any other of the covenants, agreements or conditions on its part in the Bond Ordinance, any supplemental ordinance or in the Bonds contained and such default shall continue for a period of forty-five (45) days after written notice thereof to the Issuer by any Owner; or
- (d) if the Issuer shall file a petition or otherwise seek relief under any Federal or State bankruptcy law or similar law;

then, upon the happening and continuance of any Event of Default the Owners shall be entitled to exercise all remedies available at law and at equity, including mandamus or other civil proceeding to compel performance of all duties of the officials of the Issuer, including levying and collecting the Tax and the proper segregation of the revenues of the Tax, and shall be entitled to exercise all rights and powers for which provision is made under Louisiana law.

## **ARTICLE XI CONCERNING FIDUCIARIES**

SECTION 11.1. **Paying Agent; Appointment and Acceptance of Duties.** The Issuer will at all times maintain a Paying Agent having the necessary qualifications for the performance of the duties described in this Bond Ordinance. The designation of the Council Clerk as the initial Paying Agent is hereby confirmed and approved. The Paying Agent shall signify its acceptance of the duties and obligations imposed on it by the Bond Ordinance by executing and delivering to the Executive Officers a written acceptance thereof. The Governing Authority reserves the right to appoint a successor Paying Agent by filing with the Person then performing such function a certified copy of an ordinance giving notice of the termination of the agreement and appointing a successor and causing notice to be given to each Owner. Furthermore, the Paying Agent may be removed by the Issuer at any time for any breach of its duties set forth herein, affective upon appointment of a successor Paying Agent as set forth above. Every Paying Agent appointed hereunder shall at all times be a trust company or bank organized and doing business under the laws of the United States of America or of any State, authorized under such laws to exercise trust powers, and subject to supervision or examination by Federal or State authority.

## **ARTICLE XII MISCELLANEOUS**

SECTION 12.1. **Defeasance.** If the Issuer shall pay or cause to be paid to the Owners of all Bonds then outstanding, the principal and interest become due thereon, at the times and in the manner stipulated therein and in the Bond Ordinance, then the covenants, agreements and other obligations of the Issuer to the Owners shall be discharged and satisfied. In such event, the Paying Agent shall, upon the request of the Issuer, execute and deliver to the Issuer all such instruments as may be desirable to evidence such discharge and satisfaction and the Paying Agent shall pay over or deliver to the Issuer all moneys, securities and funds held by them

pursuant to the Bond Ordinance which are not required for the payment of Bonds not theretofore surrendered for such payment.

Bonds or interest installments for the payment of which money shall have been set aside and shall be held in trust (through deposit by the Issuer of funds for such payment or otherwise) at the maturity date thereof shall be deemed to have been paid within the meaning and with the effect expressed above in this Section. Bonds shall be deemed to have been paid, prior to their maturity, within the meaning and with the effect expressed above in this Section if they have been defeased pursuant to Chapter 14 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, or any successor provisions thereto.

The investments in any defeasance escrow relating to the Bonds shall be limited to noncallable Government Securities or as otherwise may be approved by the Lender. At least ten (10) Business Days prior to any defeasance, the Issuer shall deliver to the Lender copies of an escrow agreement, an opinion regarding the validity and enforceability of the escrow agreement and no adverse tax opinion and a verification report (a "**Verification Report**") prepared by a nationally recognized independent financial analyst or firm of certified public accountants regarding sufficiency of the escrow. Such opinion and Verification Report shall be addressed to the Lender and shall be in form and substance satisfactory to the Lender. In addition, the escrow agreement shall provide that:

- (1) Any substitution of securities following the execution and delivery of the escrow agreement shall require the delivery of a Verification Report, an opinion of bond counsel that such substitution will not adversely affect the exclusion (if interest on the Bonds is excludable) from gross income of the holders of the Bonds of the interest on the Bonds for federal income tax purposes and the prior written consent of the Lender, which consent will not be unreasonably withheld;
- (2) The Issuer will not exercise any prior optional redemption of the Bonds secured by the escrow agreement or any other redemption other than mandatory sinking fund redemptions unless as a condition to any such redemption there shall be provided to the Lender a Verification Report as to the sufficiency of escrow receipts without reinvestment to meet the escrow requirements remaining following any such redemption; and
- (3) The Issuer shall not amend the escrow agreement or enter into a forward purchase agreement or other agreement with respect to rights in the escrow without the prior written consent of the Lender.

SECTION 12.2. **Evidence of Signatures of Owners and Ownership of Bonds.** Any request, consent, revocation of consent or other instrument which the Bond Ordinance may require or permit to be signed and executed by the Owners may be in one or more instruments of similar tenor, and shall be signed or executed by such Owners in person or by their attorneys-in-fact appointed in writing. Proof of the execution of any such instrument, or of an instrument appointing any such attorney, or the ownership by any person of the Bonds shall be sufficient for any purpose of the Bond Ordinance (except as otherwise therein expressly provided) if made in the following manner, or in any other manner satisfactory to the Paying Agent, which may nevertheless in its discretion require further or other proof in cases where it deems the same desirable:

- (a) the fact and date of the execution by any Owner or his attorney-in-fact of such instrument may be proved by the certificate, which need not be acknowledged or verified, of an officer of a bank or trust company or of any notary public (except in the case of any consent delivered by the Owner, such consent shall be notarized) or other officer authorized to take acknowledgments of deeds, that the person signing such request or other instrument acknowledged to him the execution thereof, or by an affidavit of a witness of such execution, duly sworn to before such notary public or other officer. Where such execution is by an officer of a corporation or association or a member of a partnership, on behalf of such corporation, association or

partnership, such certificate or affidavit shall also constitute sufficient proof of his authority;

- (b) the ownership of Bonds and the amount, numbers and other identification, and date of owning the same shall be proved by the registration books of the Paying Agent.
- (c) Any request or consent by the Owner of any Bond shall bind all future Owners of such Bond in respect of anything done or suffered to be done by the Issuer or the Paying Agent in accordance therewith.

SECTION 12.3. **Moneys Held for Particular Bonds.** The amounts held by the Paying Agent for the payment due on any date with respect to particular Bonds shall, on and after such date and pending such payment, be set aside on its books and held in trust by it, without liability for interest, for the Owners of the Bonds entitled thereto.

SECTION 12.4 **Parties Interested Herein.** Nothing in the Bond Ordinance expressed or implied is intended or shall be construed to confer upon, or to give to, any person or entity, other than the Issuer, the Paying Agent, and the Owners of the Bonds any right, remedy or claim under or by reason of the Bond Ordinance or any covenant, condition or stipulation thereof; and all the covenants, stipulations, promises and agreements in the Bond Ordinance contained by and on behalf of the Issuer shall be for the sole and exclusive benefit of the Issuer, the Paying Agent and the Owners of the Bonds and the owners of the Refunded Bonds.

SECTION 12.5. **No Recourse on the Bonds.** No recourse shall be had for the payment of the principal of or interest on the Bonds or for any claim based thereon or on this Bond Ordinance against any member of the Governing Authority or officer of the Issuer or any person executing the Bonds.

SECTION 12.6. **Successors and Assigns.** Whenever in this Bond Ordinance the Issuer is named or referred to, it shall be deemed to include its successors and assigns and all the covenants and agreements in this Bond Ordinance contained by or on behalf of the Issuer shall bind and ensure to the benefit of its successors and assigns whether so expressed or not.

SECTION 12.7. **Subrogation.** In the event the Bonds herein authorized to be issued, or any of them, should ever be held invalid by any court of competent jurisdiction, the Owner or Owners thereof shall be subrogated to all the rights and remedies against the Issuer had and possessed by the owner or owners of the Refunded Bonds.

SECTION 12.8. **Severability; Contingency.** In case any one or more of the provisions of the Bond Ordinance or of the Bonds issued hereunder shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of the Bond Ordinance or of the Bonds, but the Bond Ordinance and the Bonds shall be construed and enforced as if such illegal or invalid provisions had not been contained therein. Any constitutional or statutory provision enacted after the date of the Bond Ordinance which validates or makes legal any provision of the Bond Ordinance or the Bonds which would not otherwise be valid or legal shall be deemed to apply to the Bond Ordinance and to the Bonds.

Notwithstanding anything herein to the contrary, this Bond Ordinance, and each and every term contained herein, is expressly made contingent upon approval of the sale and delivery of the Bonds by the Louisiana State Bond Commission.

SECTION 12.9. **Publication and Effective Date of Bond Ordinance.** This Bond Ordinance shall be published one time in the official journal of the Issuer; however, it shall not be necessary to publish any exhibits hereto if the same are available for public inspection and such fact is stated in the publication. This Bond Ordinance shall be effective and in force immediately upon its adoption by this Governing Authority and acceptance by the Parish President, or if not accepted, upon the expiration of the time set forth in the Home Rule Charter.

SECTION 12.10. **Execution of Documents.** In connection with the issuance and sale of the Bonds, the Executive Officers are each authorized, empowered and directed to execute on behalf of the Issuer such documents, certificates and instruments as they may deem necessary,

upon the advice of bond counsel, to effect the transactions contemplated by this Bond Ordinance, the signatures of the Executive Officers on such documents, certificates and instruments to be conclusive evidence of the due exercise of the authority granted hereunder.

SECTION 12.11. **Post-Issuance Compliance**. The Executive Officers and/or their designees are directed to establish written procedures to assist the Issuer in complying with various State and Federal statutes, rules and regulations applicable to the Bonds and are further authorized to take any and all actions as may be required by said written procedures to ensure continued compliance with such statutes, rules and regulations throughout the term of the Bonds.

SECTION 12.12. **Audit; Budget**. The Issuer shall provide the Owner of the Bonds upon his, her, or its request with the following items:

- (a) the Issuer's annual audited financial statements as soon as available after the Issuer's Fiscal Year end; and
- (b) the Issuer's annual operating budget for a Fiscal Year as soon as available following the beginning of such Fiscal Year.

SECTION 12.13. **Waiver**. No consent or waiver, express or implied, to or of any breach or default in the performance of any obligation hereunder will constitute a consent or waiver to or of any other breach or default in the performance of the same or any other obligation.

SECTION 12.14. **No Separate Rating; No CUSIP**. The Bonds shall not be (i) assigned a separate rating by any municipal securities rating agency, (ii) registered with The Depository Trust Company or any other securities depository, (iii) issued pursuant to any type of offering document or official statement, or (iv) assigned a CUSIP number by Standard & Poor's CUSIP Service.

SECTION 12.15. **EMMA Postings**. In the event the Issuer files with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access system, or its successor ("EMMA"), this Ordinance or any description of the material terms thereof or notice of any agreement to covenants, events of default, remedies, priority rights or other similar terms, or any other document or certificate signed or delivered by the Lender, either voluntarily or as required pursuant to a continuing disclosure agreement or Rule 15c2-12 promulgated pursuant to the Securities and Exchange Act of 1934, as amended (the "Rule") (each such posting, an "EMMA Posting"), the Issuer shall (i) provide the Lender with a copy of each EMMA Posting prior to submitting or posting on EMMA and (ii) shall not file or permit the filing of any EMMA Posting that includes Confidential Information. The Issuer acknowledges and agrees that the Lender is not responsible for the Issuer's or any other entity's (including, but not limited to, any broker-dealer's) compliance or noncompliance (or any claims, losses or liabilities arising therefrom) with any continuing disclosure agreement or any applicable securities or other laws, including, but not limited to, those relating to the Rule. "Confidential Information" means any sensitive or confidential information regarding the Issuer or the Lender including, without limitation, address and account and wiring information, e-mail addresses, telephone numbers, facsimile numbers, names and signatures of officers, employees or representatives of the Issuer and the Lender.

### **ARTICLE XIII SALE OF BONDS**

SECTION 13.1. **Award of Bonds**. The Issuer hereby accepts the Offer to Lend of the Lender for the Bonds, which Offer to Lend is attached as **Exhibit C** hereto, and the execution of the Offer to Lend by the Parish President is hereby accepted; provided, however, the at the schedule of maturities set forth in Section 5.2 hereof shall supersede and replace that schedule attached to the Offer to Lend. As a condition to the delivery of the Bonds to the Lender, the Lender will execute a standard letter, acceptable to it and the Issuer, indicating it has conducted its own analysis with respect to the Bonds and is extending credit in the form of the Bonds as a vehicle for making a commercial loan to the Issuer; however, nothing herein shall limit the right of the Owner or its permitted assignees to sell any participation interests in the Bonds.

**ARTICLE XIV  
PREPAYMENT OF REFUNDED BONDS**

SECTION 14.1 **Call for Prepayment**. Pursuant to the consent set forth in the Offer to Lend, and subject only to the actual delivery of the Bonds, the Refunded Bonds are hereby irrevocably called for redemption at the principal amount thereof and accrued interest to the call date in compliance with the ordinance authorizing their issuance.

SECTION 14.2. **Notices of Call for Redemption**. In accordance with the ordinance authorizing the issuance of the Refunded Bonds, Notices of Call for Redemption for the Refunded Bonds in substantially the forms attached hereto as **Exhibit D**, have been sent by the paying agent for the Refunded Bonds to the registered owners as the same appear on the registration books of said paying agent, which notices are hereby ratified and approved.

This ordinance having been offered and read on this the 24<sup>th</sup> day of March 2021, having been published in accordance with law and having been heard in a public meeting in Franklin, Louisiana on the 14<sup>th</sup> day of April 2021 was adopted.

**APPROVED:**

\_\_\_\_\_  
**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

\_\_\_\_\_  
**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

This ordinance was submitted to the President of St. Mary Parish on this the 14<sup>th</sup> day of April 2021, at the hour of 7:04 p.m.

**APPROVED:**

\_\_\_\_\_  
**DAVID HANAGRIFF, PRESIDENT  
ST. MARY PARISH**

This ordinance was returned to the Clerk of the Council on this the 14<sup>th</sup> day of April 2021, at the hour of 7:09 p.m.

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**EXHIBIT A  
TO BOND ORDINANCE**

**OUTSTANDING BONDS TO BE REFUNDED**

**Limited Tax Revenue Bond, Series 2018**

<u>Year (June 1)</u>	<u>Principal Payment</u>	<u>Interest Rate Per Annum</u>
2022	\$405,000	3.830%
2023	420,000	3.830
2024	435,000	3.830
2025	455,000	3.830
2026	470,000	3.830
2027	490,000	3.830
2028	510,000	3.830
2029	530,000	3.830
2030	550,000	3.830
2031	570,000	3.830
2032	595,000	3.830
2033	615,000	3.830
2034	640,000	3.830
2035	665,000	3.830
2036	690,000	3.830
2037	720,000	3.830
2038	745,000	3.830

**EXHIBIT A  
TO BOND ORDINANCE**

**OUTSTANDING BONDS TO BE REFUNDED**

**Limited Tax Revenue Bond, Series 2019**

<u>Year (June 1)</u>	<u>Principal Payment</u>	<u>Interest Rate Per Annum</u>
2022	\$ 360,000	3.350%
2023	370,000	3.350
2024	385,000	3.350
2025	395,000	3.350
2026	410,000	3.350
2027	425,000	3.350
2028	435,000	3.350
2029	455,000	3.350
2030	470,000	3.350
2031	485,000	3.350
2032	500,000	3.350
2033	520,000	3.350
2034	535,000	3.350
2035	555,000	3.350
2036	575,000	3.350
2037	590,000	3.350
2038	615,000	3.350
2039	1,410,000	3.350

**EXHIBIT B  
TO BOND ORDINANCE**

**FORM OF BOND**

NO. R-1

PRINCIPAL AMOUNT \$19,095,000

UNITED STATES OF AMERICA  
STATE OF LOUISIANA  
PARISH OF ST. MARY

LIMITED TAX REFUNDING BOND, SERIES 2021  
OF  
THE PARISH OF ST. MARY, STATE OF LOUISIANA

<u>Bond Date</u>	<u>Maturity Date</u>	<u>Interest Rate</u>
_____, 2021	[June 1, 2039]	[2.95%]

**THE PARISH OF ST. MARY, STATE OF LOUISIANA** (the "Issuer"), promises to pay, but solely from the source and as hereinafter provided, to:

**CAPITAL ONE PUBLIC FUNDING, LLC**

or its successors or registered assigns, the Principal Amount set forth above, to the extent not already paid, together with interest thereon from the Bond Date set forth above or the most recent interest payment date to which interest has been paid or duly provided for, at the Interest Rate per annum set forth above on a 30/360 basis, payable semiannually on June 1 and December 1 of each year, commencing June 1, 2021 (each an "Interest Payment Date"). The principal of this Bond, on the Maturity Date set forth above or upon earlier prepayment in whole but not in part, is payable in lawful money of the United States of America at the designated office of the Clerk of the St. Mary Parish Council, in the City of Franklin, Louisiana, or successor thereto (the "Paying Agent"), upon presentation and surrender hereof. Prior to the final payment on the Maturity Date, payments of principal and interest on this Bond are payable by the Paying Agent or the Issuer to the Owner (determined as of the close of business on the Record Date) by wire transfer or other form of electronic payment in accordance with the written instructions provided by the Owner or, with the Owner's written consent, by such other commercially reasonable method of payment. Notwithstanding anything in this Bond or the Ordinance (as hereafter defined) to the contrary, prior to the Maturity Date or the earlier payment in full of this Bond, payments of principal of and interest on this Bond will be payable without presentation and surrender hereof.

This Bond comprises the entire issue aggregating in principal the sum of Nineteen Million Ninety-Five Thousand Dollars (\$19,095,000) of Limited Tax Refunding Bonds, Series 2021, said Bond having been issued by the Issuer pursuant to an Ordinance adopted by its governing authority on April 14, 2021 (the "Ordinance"), for the purpose of refunding the outstanding June 1, 2022 through June 1, 2038 mandatory redemptions of the Issuer's Limited Tax Revenue Bond, Series 2018 and June 1, 2022 through June 1, 2039 mandatory redemptions of the Issuer's Limited Tax Revenue Bond, Series 2019, and paying the costs of issuance of this Bond, under the authority conferred by Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority.

This Bond is not subject to prepayment prior to June 1, 2032, without the consent of the Owner. The unpaid principal of this Bond shall be subject to prepayment prior to maturity in whole only, and not in part, at any time after June 1, 2032 at the option of the Issuer, at the prepayment price equal to 100% of the principal amount of this Bond to be prepaid plus accrued interest thereon, if any, to the prepayment date.

Official notice of such call of all or any portion of this Bond for optional prepayment will be given by accepted means of electronic communication, not less than thirty-five (35) days prior

to the prepayment date addressed to the registered owner of each bond to be prepaid at his address as shown on the registration books of the Paying Agent. The notice provided for any optional prepaid may provide that such optional prepaid is conditioned upon the availability of funds therefor.

The principal of this Bond shall be paid in installments without necessity of notice on June 1 in the years and in the principal amounts set forth below (plus accrued interest thereon):

<u>Year</u> <u>(June 1)</u>	<u>Principal</u> <u>Amount</u>
2022	\$ 815,000
2023	840,000
2024	865,000
2025	890,000
2026	915,000
2027	945,000
2028	970,000
2029	1,000,000
2030	1,030,000
2031	1,060,000
2032	1,090,000
2033	1,125,000
2034	1,155,000
2035	1,195,000
2036	1,235,000
2037	1,265,000
2038	1,305,000
2039*	1,395,000

\* Final Maturity

The Issuer shall cause to be kept at the designated office of the Paying Agent a register (the "Bond Register") in which registration of this Bond and of transfers of this Bond shall be made as provided in the Ordinance. This Bond may be transferred, registered and assigned only on the Bond Register, which such registration shall be at the expense of the Issuer, and only by the execution of an assignment form on this Bond. A new Bond or Bonds will be delivered by the Paying Agent to the last assignee (the new registered owner) in exchange for this transferred and assigned Bond after receipt of this Bond to be transferred in proper form.

This Bond is issued on a complete parity with the Issuer's outstanding (i) Limited Tax Revenue Bond, Series 2018, and (ii) Limited Tax Revenue Bond, Series 2019 (collectively, the "Outstanding Parity Bonds"). It is certified that the Issuer, in issuing this Bond, has complied with all the terms and conditions set forth in the ordinance authorizing the issuance of the Outstanding Parity Bonds.

This Bond, equally with the Outstanding Parity Bonds, is secured by an irrevocable pledge and dedication of the proceeds to be derived from the levy and collection of a 7.60 mill ad valorem tax (3.80 mills within incorporated municipalities) (the "Tax") being levied within the Issuer, such rate being subject to adjustment from time to time due to reassessment, under the authority conferred by Article VI, Section 26 of the Constitution of the State of Louisiana of 1974, as amended, and other constitutional and statutory authority. For a complete statement of the Tax revenues from which and conditions under which this Bond is issued, reference is hereby made to the Ordinance. The Issuer, in the Ordinance, has also entered into certain other covenants and agreements with the registered owner of this Bond for the terms of which reference is made to the Ordinance.

This Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Ordinance until the certificate of registration hereon shall have been signed by the Paying Agent.



## SCHEDULE I

[ADD A DEBT SERVICE SCHEDULE COVERING THE FOLLOWING:

Semiannual interest and principal payment dates and amounts, as well as a column for the total amount due and payable on each payment date.]

EXHIBIT C  
TO BOND ORDINANCE

## OFFER TO LEND



February 19, 2021

Lee Bressler  
[Lee.Bressler@raymondjames.com](mailto:Lee.Bressler@raymondjames.com)

Subject: St. Mary Parish, Louisiana  
2021 Tax-Exempt Limited Tax Revenue Refunding Bond (the "2021 Loan")

Dear Lee:

This Term Sheet is presented by Capital One Public Funding, LLC ("COPF") to St. Mary Parish, Louisiana ("Borrower or Parish") in connection with our discussions regarding the above-referenced potential refunding transaction. COPF owns 100% of the Parish's Limited Tax Revenue Bond Series 2018 and Series 2019 (the "2018 and 2019 Loans"). Although the 2018 and 2019 Loans are not currently callable, COPF is willing to allow the Parish to prepay the vast majority of the 2018 and 2019 Loans no later than April 16, 2021 ("Prepayment Date"), on the following terms:

- COPF is proposing a refunding of most of the maturities of the 2018 Loan, which carries an interest rate of 3.83% and is not callable until 6/2/25, and the 2019 Loan, which carries an interest rate of 3.35% and is not callable until 6/2/25;
- The 2018 and 2019 Loans will be amended to allow for a special prepayment;
- COPF shall allow the special prepayment of all mandatory redemptions due and payable on 6/01/22 through and including 6/01/39 (\$18,995,000) at 100% of the prepaid amount plus accrued interest to the Prepayment Date;
- The remaining 6/01/21 maturity of the 2018 and 2019 Loans (\$665,000) shall remain unrefunded;
- A new amortization schedule shall be attached to the 2021 Loan which shall substantially track to the combined amortization of the 2018 and 2019 Loans; and
- The 2021 Loan shall carry an interest rate of 2.95% and will be callable in whole at par beginning 6/1/32.

### Documentation

2021 Loan documentation shall be prepared by qualified bond counsel subject to review by COPF and its counsel. Borrower shall provide, at its expense, an opinion of legal counsel (acceptable to COPF) attesting to the legal, valid, and binding nature of the transaction and the tax-exempt nature of the interest component of the 2021 Loan payments.

### Costs of Issuance

The Borrower shall be responsible for normal borrower costs of issuance including a financial advisor, placement agent, bond counsel and \$7,500 (capped) of COPF's legal fees.

### Direct Loan

The 2021 Loan shall be directly funded by (and registered in the name of) COPF and delivered in physical, non-book-entry, certificated form. It shall not be (i) assigned a separate rating by any rating agency; (ii) registered with the Depository Trust Company or any other securities depository; (iii) issued pursuant to any type of official statement, private placement memorandum or other offering document; or (iv) assigned a CUSIP number.

### Audited Financial Statements

Upon request, as soon as available, the Borrower shall send COPF a copy of its audited financial statements as of the end of the fiscal year.



#### **Municipal Advisor Rules**

This term sheet is provided to the Borrower pursuant to and in reliance upon the "bank exemption" provided under the municipal advisor rules of the Securities and Exchange Commission, Rule 15Ba1-1 seq.

#### **Role of Capital One Public Funding, LLC**

The Borrower acknowledges and agrees that: (i) the information contained in this term sheet is for discussion purposes only and sets forth certain proposed terms and conditions of an arm's-length commercial transaction between the Borrower and COPF and does not constitute advice, an opinion or a recommendation by COPF; (ii) the Borrower will make its own determination regarding whether to enter into the proposed transaction and the terms thereof, and will consult with and rely on the advice of its own financial, accounting, tax, legal and other advisors; (iii) COPF is acting solely for its own account in connection with the proposed transaction, and is not acting as a municipal advisor, financial advisor, agent or fiduciary to the Borrower or any other person or entity (including to any financial advisor or placement agent engaged by the Borrower) and the Borrower, its financial advisor and placement agent are free to retain the services of such advisors (including as it relates to structure, timing, terms and similar matters and compliance with legal requirements applicable to such parties) as it deems necessary or appropriate; (iv) COPF has no fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934 to the Borrower with respect to the transaction contemplated hereby and the discussions, undertakings and procedures leading thereto; (v) neither COPF nor any of its affiliates is acting as a broker, dealer, underwriter or placement agent with respect to the transactions contemplated hereby; (vi) the only obligations COPF has to the Borrower with respect to the transaction contemplated hereby expressly are set forth in this term sheet; and (vii) COPF is not recommending that the Borrower take an action with respect to the transaction contemplated by this term sheet. Before taking any action with respect to the Loan, the Borrower should discuss the information contained herein with the Borrower's own legal, accounting, tax, financial and other advisors, as it deems appropriate. If the Borrower would like a municipal advisor in this transaction that has legal fiduciary duties to it, Borrower is free to engage a municipal advisor to serve in that capacity.

#### **Other Information**

To the extent that updated financial and other credit materials have not already been provided to COPF or are not available through public resources, COPF may require and request the following: audited and unaudited financial statements; budgets; information on outstanding bond issues, lease transactions, and contingent/material liabilities; tax base details; and other reasonable and customary information relevant to the Borrower's credit quality and the source of repayment.

#### **Confidentiality**

The information contained herein is strictly confidential and is intended for review by the parties, their advisors and legal counsel only and may not be disclosed to any other person or entity, except as required by law or otherwise consented to by COPF.

#### **Closing**

Closing is anticipated to take place on April 16, 2021. This Term Sheet does not represent a commitment. The funding of the 2021 Loan will only occur upon the approval and acceptance of the 2021 Loan documents by COPF, the Borrower, and their respective counsels.

#### **Term Sheet Expiration**

This term sheet shall expire if not accepted by the Borrower by February 26, 2021. Once accepted, this term sheet shall expire if the transaction has not closed by April 16, 2021, unless extended by COPF at its sole discretion.

#### **Conditions Precedent to Close**

Any obligation of COPF to provide financing or otherwise shall arise only upon the acceptance, approval, and execution of final 2021 Loan documents signed by authorized signatories of COPF and not from statements (oral or written) made during the course of discussions among the parties (whether or not prior to or after the date hereof).



Thank you for the opportunity to offer this term sheet. Should you have any questions, please do not hesitate to contact me at (505) 503-7629 or [jeffrey.sharp@capitalone.com](mailto:jeffrey.sharp@capitalone.com).

Sincerely,

**Jeffrey D. Sharp**  
Senior Vice President / Director of Business Development  
Capital One Public Funding, LLC

cc: Jonathan Lewis, Capital One Public Funding, LLC  
Brenda Barnes, Capital One Public Funding, LLC

**ACCEPTED BY: St. Mary Parish, Louisiana**

\_\_\_\_\_

By

\_\_\_\_\_

Name

\_\_\_\_\_

Title



**19,137,000.00** Par Amount - Includes Sample COI of \$142,000 (75bps)

**St. Mary Parish**

**Debt Service Schedule**

Date	Principal	Coupon	Interest	Total Pmt
06/01/2021	-	2.95%	70,567.69	70,567.69
12/01/2021	-	2.95%	282,270.75	282,270.75
06/01/2022	817,000.00	2.95%	282,270.75	1,099,270.75
12/01/2022	-	2.95%	270,220.00	270,220.00
06/01/2023	838,000.00	2.95%	270,220.00	1,108,220.00
12/01/2023	-	2.95%	257,859.50	257,859.50
06/01/2024	866,000.00	2.95%	257,859.50	1,122,859.50
12/01/2024	-	2.95%	245,100.75	245,100.75
06/01/2025	891,000.00	2.95%	245,100.75	1,136,100.75
12/01/2025	-	2.95%	231,958.50	231,958.50
06/01/2026	917,000.00	2.95%	231,958.50	1,148,958.50
12/01/2026	-	2.95%	218,432.75	218,432.75
06/01/2027	940,000.00	2.95%	218,432.75	1,167,432.75
12/01/2027	-	2.95%	204,435.00	204,435.00
06/01/2028	974,000.00	2.95%	204,435.00	1,178,435.00
12/01/2028	-	2.95%	190,068.50	190,068.50
06/01/2029	1,009,000.00	2.95%	190,068.50	1,199,068.50
12/01/2029	-	2.95%	175,185.75	175,185.75
06/01/2030	1,038,000.00	2.95%	175,185.75	1,213,185.75
12/01/2030	-	2.95%	159,875.25	159,875.25
06/01/2031	1,067,000.00	2.95%	159,875.25	1,226,875.25
12/01/2031	-	2.95%	144,137.00	144,137.00
06/01/2032	1,100,000.00	2.95%	144,137.00	1,244,137.00
12/01/2032	-	2.95%	127,912.00	127,912.00
06/01/2033	1,133,000.00	2.95%	127,912.00	1,260,912.00
12/01/2033	-	2.95%	111,200.25	111,200.25
06/01/2034	1,164,000.00	2.95%	111,200.25	1,275,200.25
12/01/2034	-	2.95%	94,031.25	94,031.25
06/01/2035	1,201,000.00	2.95%	94,031.25	1,295,031.25
12/01/2035	-	2.95%	76,316.50	76,316.50
06/01/2036	1,237,000.00	2.95%	76,316.50	1,313,316.50
12/01/2036	-	2.95%	58,070.75	58,070.75
06/01/2037	1,275,000.00	2.95%	58,070.75	1,331,070.75
12/01/2037	-	2.95%	39,294.00	39,294.00
06/01/2038	1,312,000.00	2.95%	39,294.00	1,351,294.00
12/01/2038	-	2.95%	19,942.00	19,942.00
06/01/2039	1,352,000.00	2.95%	19,942.00	1,371,942.00
<b>Total</b>	<b>519,137,000.00</b>		<b>55,812,621.00</b>	<b>574,949,621.00</b>

**EXHIBIT D  
TO BOND ORDINANCE**

**NOTICE OF CALL FOR REDEMPTION  
LIMITED TAX REVENUE BOND, SERIES 2018  
(MATURING JUNE 1, 2038)  
OF  
THE PARISH OF ST. MARY, STATE OF LOUISIANA**

**NOTICE IS HEREBY GIVEN** that, a portion of the Limited Tax Revenue Bond, Series 2018 of the Parish of St. Mary, State of Louisiana, consisting of all of the mandatory redemptions of said issue scheduled from June 1, 2022 through June 1, 2038, inclusive (the "Refunded Bonds") are hereby called for redemption on April 16, 2021, at the principal amount thereof and accrued interest to the call date. The Refunded Bonds are more fully described as follows:

<u>Year (June 1)</u>	<u>Principal Payment</u>	<u>Interest Rate Per Annum</u>
2022	\$405,000	3.830%
2023	420,000	3.830
2024	435,000	3.830
2025	455,000	3.830
2026	470,000	3.830
2027	490,000	3.830
2028	510,000	3.830
2029	530,000	3.830
2030	550,000	3.830
2031	570,000	3.830
2032	595,000	3.830
2033	615,000	3.830
2034	640,000	3.830
2035	665,000	3.830
2036	690,000	3.830
2037	720,000	3.830
2038	745,000	3.830

No further interest shall accrue and be payable on the Refunded Bonds from and after April 16, 2021. The Refunded Bonds should not be surrendered for payment until April 16, 2021, and then should be surrendered at Clerk of the Council of St. Mary Parish, State of Louisiana, as follows:

**By Hand, Express Mail  
or Courier Service**

Clerk of the Council  
St. Mary Parish  
Fifth Floor Courthouse  
Franklin, LA 70538

**By Mail**

Clerk of the Council  
St. Mary Parish  
Fifth Floor Courthouse  
Franklin, LA 70538

Withholding of 28% of gross redemption proceeds of any payment made within the United States may be required by the Jobs and Growth Tax Relief Reconciliation Act of 2003, unless the Paying Agent has the correct taxpayer identification number (social security or employer identification number) or exemption certificate of the payee.

**THE PARISH OF ST. MARY, STATE OF LOUISIANA**

By: /s/ Lisa Morgan  
Title: Clerk of the Council

Date: March 17, 2021

**NOTICE OF CALL FOR REDEMPTION**  
**LIMITED TAX REVENUE BOND, SERIES 2019**  
**(MATURING JUNE 1, 2039)**  
**OF**  
**THE PARISH OF ST. MARY, STATE OF LOUISIANA**

**NOTICE IS HEREBY GIVEN** that, a portion of the Limited Tax Revenue Bond, Series 2019 of the Parish of St. Mary, State of Louisiana, consisting of all of the mandatory redemptions of said issue scheduled from June 1, 2022 through June 1, 2039, inclusive (the "Refunded Bonds") are hereby called for redemption on April 16, 2021, at the principal amount thereof and accrued interest to the call date. The Refunded Bonds are more fully described as follows:

<u>Year</u> <u>(June 1)</u>	<u>Principal</u> <u>Payment</u>	<u>Interest Rate</u> <u>Per Annum</u>
2022	\$ 360,000	3.350%
2023	370,000	3.350
2024	385,000	3.350
2025	395,000	3.350
2026	410,000	3.350
2027	425,000	3.350
2028	435,000	3.350
2029	455,000	3.350
2030	470,000	3.350
2031	485,000	3.350
2032	500,000	3.350
2033	520,000	3.350
2034	535,000	3.350
2035	555,000	3.350
2036	575,000	3.350
2037	590,000	3.350
2038	615,000	3.350
2039	1,410,000	3.350

No further interest shall accrue and be payable on the Refunded Bonds from and after April 16, 2021. The Refunded Bonds should not be surrendered for payment until April 16, 2021, and then should be surrendered at Clerk of the Council of St. Mary Parish, State of Louisiana, as follows:

**By Hand, Express Mail**  
**or Courier Service**  
Clerk of the Council  
St. Mary Parish  
Fifth Floor Courthouse  
Franklin, LA 70538

**By Mail**  
Clerk of the Council  
St. Mary Parish  
Fifth Floor Courthouse  
Franklin, LA 70538

Withholding of 28% of gross redemption proceeds of any payment made within the United States may be required by the Jobs and Growth Tax Relief Reconciliation Act of 2003, unless the Paying Agent has the correct taxpayer identification number (social security or employer identification number) or exemption certificate of the payee.

**THE PARISH OF ST. MARY, STATE OF LOUISIANA**

By: /s/ Lisa Morgan  
Title: Clerk of the Council

Date: March 17, 2021

Dr. Rink moved that the following Resolution be adopted. The Council seconded the motion, which carried by the following 10-0-0-1 Roll Call vote:

YEAS: Ina, Olander, Ramsey, Rulf, Bennett, Duhon, Rink, Hidalgo, Adams, and Mathews

NAYS: None

ABSTAIN: None

ABSENT: Hebert

### **RESOLUTION OF RESPECT**

**WHEREAS**, the Lord Almighty in his Infinite mercy and goodness has seen fit to remove from our midst Mr. Thomas Frere McNulty, and

**WHEREAS**, Mr. McNulty was a Navy Veteran, whom served his country during the Korean War, and

**WHEREAS**, Mr. McNulty later retired from the Louisiana State Police and later served as an investigator for the 16<sup>th</sup> Judicial District, and

**WHEREAS**, Mr. McNulty will be remembered as a gentleman of integrity, kindness, loyalty, humor, and discipline, and

**WHEREAS**, Mr. McNulty enjoyed history, traveling, gardening, bird watching, and singing in the Church of the Assumption choir, and

**WHEREAS**, the members of the St. Mary Parish Council wish to acknowledge publicly their sorrow and sympathy to the family of Mr. McNulty, and

**WHEREAS**, the St. Mary Parish Council hopes that his family will find comfort in the thought that their grief and sorrow are shared by their friends.

**NOW, THEREFORE BE IT RESOLVED**, by the St. Mary Parish Council through the unanimous adoption of this resolution that they solemnly deliberate with sincere condolences, sympathy, and understanding during this time of grief.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

Mrs. Hidalgo moved that the following Resolution be adopted. The Council seconded the motion, which carried by the following 10-0-0-1 Roll Call vote:

YEAS: Olander, Ramsey, Rulf, Bennett, Duhon, Rink, Hidalgo, Adams, Mathews, and Ina

NAYS: None

ABSTAIN: None

ABSENT: Hebert

### **RESOLUTION OF RESPECT**

**WHEREAS**, the Lord Almighty in his Infinite mercy and goodness has seen fit to remove from our midst Mr. Mark Ashton Bogan, and

**WHEREAS**, Mr. Bogan was a native of Verdunville, Louisiana, and lived there for many decades before becoming a resident of Geismar, Louisiana, and

**WHEREAS**, Mr. Bogan was an Air Force Veteran, where he served his country during Vietnam War and became the catalyst for his work as an advocate for Veterans, and

**WHEREAS**, Mr. Bogan could be found at Parish Council meetings on a regular basis, speaking up for Veterans, helped various government agencies, and was instrumental in establishing the Franklin VA Clinic, and

**WHEREAS**, Mr. Bogan also saw the need to support the senior citizens of the community and organized the annual Senior Citizens Holiday Extravaganza, and

**WHEREAS**, Mr. Bogan will be remembered as a gentleman of integrity, compassion, dependability, wit, and discipline, and

**WHEREAS**, the members of the St. Mary Parish Council wish to acknowledge publicly their sorrow and sympathy to the family of Mr. Bogan, and

**WHEREAS**, the St. Mary Parish Council hopes that his family will find comfort in the thought that their grief and sorrow are shared by their friends.

**NOW, THEREFORE BE IT RESOLVED**, by the St. Mary Parish Council through the unanimous adoption of this resolution that they solemnly deliberate with sincere condolences, sympathy, and understanding during this time of grief.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

---

**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

---

**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

Rev. Mathews moved that the following Resolution be adopted. The Council seconded the motion, which carried by the following 10-0-0-1 Roll Call vote:

YEAS: Ramsey, Rulf, Bennett, Duhon, Rink, Hidalgo, Adams, Mathews, Ina, and Olander

NAYS: None

ABSTAIN: None

ABSENT: Hebert

### **RESOLUTION OF RESPECT**

**WHEREAS**, the Lord Almighty in his Infinite mercy and goodness has seen fit to remove from our midst Ms. Dorothy M. Gabriel, and

**WHEREAS**, Ms. Gabriel was a native of Sorrell, Louisiana, and a dedicated citizen of the community, and

**WHEREAS**, Ms. Gabriel served faithfully until the time of her death as an original member of the Sorrell Community Park Advisory Committee since its inception in 2003, and

**WHEREAS**, Ms. Gabriel exemplified true leadership and servanthood in her family and community throughout her life, and she will be truly missed by her family, friends, and community, and

**WHEREAS**, the members of the St. Mary Parish Council wish to acknowledge publicly their condolences, sympathy, and undying support to the family of Ms. Gabriel, and

**WHEREAS**, the St. Mary Parish Council hopes that Ms. Gabriel's family will find comfort in the thought that their grief and sorrow are shared by their entire community.

**NOW, THEREFORE BE IT RESOLVED**, by the St. Mary Parish Council through the unanimous adoption of this resolution that they solemnly deliberate with sincere condolences, sympathy, and understanding during this time of grief.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

---

**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

---

**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

Rev. Mathews offered condolences to Chairman Dean Adams and family for the recent loss of his father.

Mr. Olander moved that the following Resolutions be adopted. Dr. Rink seconded the motion, which carried by the following 10-0-0-1 Roll Call vote:

YEAS: Rulf, Bennett, Duhon, Rink, Hidalgo, Adams, Mathews, Ina, Olander, and Ramsey

NAYS: None

ABSTAIN: None

ABSENT: Hebert

## **RESOLUTION**

Resolution approving the holding of an election in Recreation District No. 2 of the Parish of St. Mary, State of Louisiana, on Saturday, October 9, 2021, to authorize the renewal of a special tax and the incurring of debt and issuance of bonds therein.

**WHEREAS**, the Board of Commissioners of Recreation District No. 2 of the Parish of St. Mary, State of Louisiana (the "Governing Authority"), acting as the governing authority of Recreation District No. 2 of the Parish of St. Mary, State of Louisiana (the "District"), adopted a resolution on April 8, 2021, calling a special election in the District on Saturday, October 9, 2021, to authorize the renewal of a special tax and the incurring of debt and issuance of bonds therein; and

**WHEREAS**, the Governing Authority has requested that this Parish Council, acting as the governing authority of the Parish of St. Mary, State of Louisiana, give its consent and authority for the District to hold the aforesaid election, and in the event that the election carries to continue to levy and collect the special tax and to issue, sell and deliver the bonds provided for therein; and

**WHEREAS**, as required by Article VI, Section 15 of the Constitution of the State of Louisiana of 1974, it is now the desire of this Parish Council to approve the holding of said election and in the event that the election carries, to continue to levy and collect the special tax and to issue, sell and deliver the bonds provided for therein;

**NOW, THEREFORE, BE IT RESOLVED** by the Parish Council of the Parish of St. Mary, State of Louisiana, acting as the governing authority of said Parish, that:

SECTION 1. In compliance with the provisions of Article VI, Section 15 of the Constitution of the State of Louisiana of 1974, and in accordance with the request of the Board of Commissioners of Recreation District No. 2 of the Parish of St. Mary, State of Louisiana, this Parish Council hereby approves the holding of an election in the District, on Saturday, October 9, 2021, at which election there will be submitted the following propositions, to-wit:

### **PROPOSITION NO. 1 OF 2 (MILLAGE RENEWAL)**

Shall Recreation District No. 2 of the Parish of St. Mary, State of Louisiana (the "District"), continue to levy a thirteen and thirty-four hundredths (13.34) mills tax on all the property subject to taxation in the District (an estimated \$411,800 reasonably expected at this time to be collected from the levy of the Tax for an entire year), for a period of ten (10) years, beginning with the year 2022 and ending with the year 2031, for the purpose of maintaining, operating and improving recreational facilities in the District?

PROPOSITION NO. 2 OF 2  
(BOND)

Shall Recreation District No. 2 of the Parish of St. Mary, State of Louisiana (the "District"), incur debt and issue bonds to the amount of not exceeding \$2,550,000, to run not exceeding 10 years from the date thereof, with interest at a rate not exceeding 6% per annum, for the purpose of acquiring, constructing, improving, maintaining or operating parks, playgrounds, recreation centers and other recreational facilities, together with the necessary furnishings and equipment therefor, title to which shall be in the public, which bonds will be general obligations of the District and will be payable from ad valorem taxes to be levied and collected in the manner provided by Article VI, Section 33 of the Constitution of the State of Louisiana of 1974, and statutory authority supplemental thereto, with no increase in the estimated millage rate to be levied in the first year of issue above the 13.34 mills currently being levied to pay General Obligation Bonds of the District?

SECTION 2. In the event the election carries, this Parish Council does hereby further consent to and authorize the District to continue to levy and collect the special tax and to issue, sell and deliver the bonds provided for therein.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14th day of April 2021.

**APPROVED:**

\_\_\_\_\_  
**DEAN S. ADAMS, CHAIRMAN**  
**ST. MARY PARISH COUNCIL**

**ATTEST:**

\_\_\_\_\_  
**LISA C. MORGAN, CLERK**  
**ST. MARY PARISH COUNCIL**

In response to Dr. Rink's inquiry relative to intended usage of the bond, Mr. LaGrange explained that this is a renewal tax.

**RESOLUTION**

A resolution authorizing David Hanagriff, the President of St. Mary Parish to execute an Engineering Services Agreement with Miller Engineers & Associates, Inc. relative to Road Improvements for Proctor Road, Bergeron Road, and Sorrell Bridge Approach Road.

**BE IT RESOLVED**, that David Hanagriff, President of the Parish of St. Mary, be and he is hereby authorized and directed, for and on behalf of the Parish Council, to execute an Engineering Services Agreement with Miller Engineers & Associates, Inc. relative to Road Improvements for Proctor Road, Bergeron Road, and Sorrell Bridge Approach Road, with said agreement to contain such terms, conditions, and stipulations as he may best see fit, he being fully authorized in the premises.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

**RESOLUTION**

A resolution authorizing David Hanagriff, the President of St. Mary Parish to execute an Engineering Services Agreement with La Terre Engineering, LLC relative to Boudreaux to Gilmore Drainage Improvements – Pump Station Commissioning.

**BE IT RESOLVED**, that David Hanagriff, President of the Parish of St. Mary, be and he is hereby authorized and directed, for and on behalf of the Parish Council, to execute an Engineering Services Agreement with La Terre Engineering, LLC, 343 Third Street, Suite 511B, Baton Rouge, Louisiana 70801 relative to Boudreaux to Gilmore Drainage Improvements – Pump Station Commissioning, with said agreement to contain such terms, conditions, and stipulations as he may best see fit, he being fully authorized in the premises.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

**RESOLUTION**

A resolution authorizing David Hanagriff, the President of St. Mary Parish to execute a Master Fixed Term Rental Agreement with Deere Credit, Inc. relative to the rental of an excavator for the Harold J. “Babe” Landry Landfill.

**BE IT RESOLVED**, that David Hanagriff, President of the Parish of St. Mary, be and he is hereby authorized and directed, for and on behalf of the Parish Council, to execute a Master Fixed Term Rental Agreement with Deere Credit, Inc. relative to the rental of an excavator for the Harold J. "Babe" Landry Landfill, with said agreement to contain such terms, conditions, and stipulations as he may best see fit, he being fully authorized in the premises.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

#### **RESOLUTION**

A Resolution providing for the approval and authorization for Change Order No. 1 relative to the Pump Station 2 & 2A Drainage Improvements Project.

**WHEREAS**, a certain contract has been entered into between the St. Mary Parish Council and Ashley Savarino Unlimited Construction, LLC, 1000 Justin Road, Metairie, Louisiana 70001, relative to the Pump Station 2 & 2A Drainage Improvements Project, and

**WHEREAS**, the items as shown on Change Order No. 1 will result in an increase of \$40,728.61 in the contract price and an increase of 51 working days in the contract time.

**NOW, THEREFORE BE IT RESOLVED**, that the St. Mary Parish Council does hereby approve the issuance of Change Order No. 1 covering an increase of \$40,728.61 in the contract price and an increase of 51 working days in the contract time for the Pump Station 2 & 2A Drainage Improvements Project.

**BE IT FURTHER RESOLVED**, that the President of St. Mary Parish, David Hanagriff, be and he is hereby authorized to execute Change Order No. 1 on behalf of the St. Mary Parish Council.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

In response to Dr. Rink's inquiry relative to the change order, Mr. LaGrange stated that the increase was due to the contract price increase and contract days to complete the job.

In response to Mr. Duhon's inquiry relative to an additional section of discharge pipe, Mr. LaGrange stated that it is to extend the discharge to help with erosion.

### **RESOLUTION**

A Resolution indicating the intention of Parish of St. Mary, State of Louisiana, to approve the two (2) year appointment of Henry C. Lagrange as a Director to the Board Of The Louisiana Local Government Environmental Facilities and Community Development Authority (The "Authority") as provided by Chapter 10-D of Title 33 of The Louisiana Revised Statutes of 1950, as amended.

**WHEREAS**, Chapter 10-D of Title 33 of the Louisiana Revised Statutes of 1950, as amended, comprised of R.S. 33:4548.1 through 4548.16 is known as the Louisiana Local Government Environmental Facilities and Community Development Authority Act (the "Act"); and

**WHEREAS**, the Act creates the Louisiana Local Government Environmental Facilities and Community Development Authority (the "Authority") for the purpose of assisting political subdivisions, as defined in the Act, and other designated entities in acquiring, financing and constructing certain facilities, including environmental, public infrastructure, community and economic development purposes and to otherwise establish programs to aid in the financing of local government and economic development projects; and

**WHEREAS**, the Parish of St. Mary, State of Louisiana, previously passed a resolution to become a participating political subdivision of the Authority in accordance with the Act; and

**NOW THEREFORE, BE IT RESOLVED** by the governing authority of the St. Mary Parish, State of Louisiana, acting in such capacity: Section 1. Approve the appointment of Henry C. LaGrange to serve as a Director of the Authority for a term of two (2) years from the date hereof.

Section 2. This resolution shall take effect immediately and a certified copy hereof shall be forwarded to the offices of the Authority.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

**RESOLUTION OF ACCEPTANCE**

A Resolution authorizing and directing the President to execute for and on behalf of the Parish of St. Mary, a Certificate of Substantial Completion from Southern Constructors, LLC relative to the Harry P. Williams Memorial Airport Pump Station Rehabilitation Project – Trash Screens and Timber Bridge.

**WHEREAS**, Southern Constructors, LLC, 6313 Hwy. 90, New Iberia, Louisiana 70560, has substantially completed the Harry P. Williams Memorial Airport Pump Station Rehabilitation Project – Trash Screens and Timber Bridge.

**NOW THEREFORE, BE IT RESOLVED** by the Parish of St. Mary that the President be and he is hereby empowered, authorized and directed to execute a Certificate of Substantial Completion for and on behalf of the Parish of St. Mary accepting the Harry P. Williams Memorial Airport Pump Station Rehabilitation Project – Trash Screens and Timber Bridge.

**BE IT FURTHER RESOLVED**, that he be authorized and directed to have a copy of said Certificate of Substantial Completion recorded in the mortgage records of St. Mary Parish, Louisiana.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

\_\_\_\_\_  
**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

\_\_\_\_\_  
**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

**RESOLUTION**

A Resolution providing for the approval and authorization for Change Order No. 2 relative to St. Peter Street and surrounding area Sanitary Sewer Collection System Project.

**WHEREAS**, a certain contract has been entered into between the St. Mary Parish Council and LA Contracting Enterprise, LLC, 1645 St. Patrick Street, Thibodaux, Louisiana 70301, relative to the St. Peter Street and surrounding area Sanitary Sewer Collection System Project, and

**WHEREAS**, the items as shown on Change Order No. 2 will result in a decrease of \$56,904.49 in the contract price.

**NOW, THEREFORE BE IT RESOLVED**, that the St. Mary Parish Council does hereby approve the issuance of Change Order No. 2 covering a decrease of \$56,904.49 in the contract price for the St. Peter Street and surrounding area Sanitary Sewer Collection System Project.

**BE IT FURTHER RESOLVED**, that the President of St. Mary Parish, David Hanagriff, be and he is hereby authorized to execute Change Order No. 2 on behalf of the St. Mary Parish Council.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK  
ST. MARY PARISH COUNCIL**

In response to Dr. Rink's inquiry relative to the change order, Mr. LaGrange stated that the decrease is due to quantity adjustments.

#### **RESOLUTION OF ACCEPTANCE**

A Resolution authorizing and directing the President to execute for and on behalf of the Parish of St. Mary, a Certificate of Substantial Completion from LA Contracting Enterprise, LLC relative to the St. Peter Street and surrounding area Sanitary Sewer Collection System Project.

**WHEREAS**, LA Contracting Enterprise, LLC, 1645 St. Patrick Street, Thibodaux, Louisiana 70301, has substantially completed the St. Peter Street and surrounding area Sanitary Sewer Collection System Project.

**NOW THEREFORE, BE IT RESOLVED** by the Parish of St. Mary that the President be and he is hereby empowered, authorized and directed to execute a Certificate of Substantial Completion for and on behalf of the Parish of St. Mary accepting the St. Peter Street and surrounding area Sanitary Sewer Collection System Project.

**BE IT FURTHER RESOLVED**, that he be authorized and directed to have a copy of said Certificate of Substantial Completion recorded in the mortgage records of St. Mary Parish, Louisiana.

**ADOPTED AND APPROVED** by the St. Mary Parish Council in regular session convened on this the 14<sup>th</sup> day of April 2021.

**APPROVED:**

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**DEAN S. ADAMS, CHAIRMAN  
ST. MARY PARISH COUNCIL**

**ATTEST:**

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**LISA C. MORGAN, CLERK**  
**ST. MARY PARISH COUNCIL**  
**NEW BUSINESS:**

A. We received the following financial statements:

Fire Protection District No. 2 - year ended September 30, 2020  
Fire Protection District No. 11 - year ended September 30, 2020  
SMP Consolidated Gravity Drainage District No. 2 – year ended September 30, 2020  
Recreation District No. 1 - year ended September 30, 2020  
Recreation District No. 3 - year ended September 30, 2020  
Recreation District No. 4 - year ended September 30, 2020  
SMP Water & Sewer Commission No. 3 – year ended September 30, 2020  
Wax Lake East Drainage District – year ended September 30, 2020

B. Discussion and action relative to the May 12, 2021 Regular meeting date.

Lisa C. Morgan, Council Clerk explained that the regular meeting date needs to be moved up one day, to May 11, 2021 to allow Parish Council Members to attend the PJAL Convention.

Mr. Olander moved that the First Regular Meeting, May 12, 2021 be held on May 11, 2021 at 6:00 p.m., respectively. Mr. Rulf seconded the motion, which carried.

C. Mr. Olander to request an allocation of \$2,500 from Wards 1, 2, 3, 4, 7, & 10 3/10% Sales Tax Fund to St. Mary Center of Hope, Inc. for construction of sidewalks.

Mr. Olander moved to allocate funds in the amount of \$2,500.00 from Wards 1, 2, 3, 4, 7, & 10 3/10% Sales Tax Fund to St. Mary Center of Hope, Inc. for construction of sidewalks. Mr. Ramsey seconded the motion, which carried.

D. Mr. Ramsey to discuss an incident relative to the Patterson Police Department.

This item was discussed earlier.

E. Appointments to the following Boards and Commissions:

**Recreation District No. 2 (Bayou Vista Area) – 2 Vacancies**

Norma Jones Skinner

Darrell Hartman, Sr.

Mrs. Morgan stated that there is only one (1) vacancy.

Mr. Duhon moved that Norma Jones Skinner be appointed to Recreation District No. 2 (Bayou Vista Area). Rev. Mathews seconded the motion, which carried. Mr. Bennett was absent.

Mr. Duhon requested to send a letter to Darrell Hartman, Sr. to thank him for submitting his application.

**Wax Lake East Drainage District (Berwick, Bayou Vista, Patterson, and Calumet)**  
**- 1 Vacancy**

Chad Ross

Mr. Ramsey moved that Chad Ross be appointed to Wax Lake East Drainage District (Berwick, Bayou Vista, Patterson, and Calumet). Mr. Rulf seconded the motion, which carried. Mr. Bennett was absent.

There being no further business, Mr. Olander moved for adjournment. Mrs. Hidalgo seconded the motion, which carried.

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Lisa C. Morgan, Clerk

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Dean S. Adams, Chairman