October 11, 2021

STATE OF TENNESSEE

COUNTY OF WILLIAMSON

 The Williamson County Commission, the Legislative Body of Williamson County, was called to order by Chair Pro-Tempore Steve Smith on October 11, 2021, at 7:00 p.m. at the Administrative Complex, Franklin, Tennessee.

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 The invocation was given by Commissioner Paul Webb.

 The Pledge of Allegiance was led by Commissioner Ricky Jones.

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ROLL CALL

 Chief Deputy County Clerk Jeff Whidby announced 21 ‘present’, with 3 ‘absent’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| PRESENT | PRESENT | PRESENT | ABSENT |
| Sean Aiello | Meghan Guffee | Jerry Rainey | Thomas Little |
| Dana Ausbrooks | David Landrum | Steve Smith | Gregg Lawrence |
| Brian Beathard | Dwight Jones | Chad Story | Erin Nations |
| Bert Chalfant | Ricky Jones | Barb Sturgeon |  |
| Judy Herbert | Beth Lothers | Tom Tunnicliffe |  |
| Betsy Hester | Jennifer Mason | Paul Webb |  |
| Keith Hudson | Chas Morton | Matt Williams |  |

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APPROVAL OF MINUTES

 Commissioner Guffee moved to approve the minutes of the regular September 13, 2021, meeting of the Williamson County Commission, the Legislative Body of Williamson County. Seconded by Commissioner Lothers. Motion passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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 Chair Pro-Tempore Smith asked if there were any objections to suspending the rules of the County Commission and allowing Mayor Anderson to conduct the meeting as a non-voting Chair. There were no objections.

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CITIZENS’ COMMUNICATION

 Mayor Anderson explained the rules for Citizens Communication. Nine individuals signed up to address the Commission.

 Elliott Franklin, 1068 Amelia Park Dr., Franklin, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date. Mr. Franklin also stated that he is a nominee for the vacant position and asked the Commission for its support.

 Susan Masie, 9531 Sanctuary Place, Brentwood, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Shannon Cranford, 1038 Gracelawn Dr., Brentwood, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Julie Nimmons, 708 Azalea Ct., Franklin, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Nick Schreiber, 3124 Southall Rd., Franklin, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Jeff Price, 1103 Lowestoft Ct., Thompsons Station, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Carolyn Browne, 319 Canton Stone Dr., Franklin, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Marisa Diplock, 2135 Spring Hill Circle, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

 Robin Steenman, 269 Snowden Street West, Franklin, addressed the Board of Commissioners and asked the Commission to postpone their vote to fill the vacant District Four School Board position until a later date.

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COMMUNICATIONS AND MESSAGES

 Mayor Anderson asked if there were any objections to hearing Late-Filed Resolution No. 10-21-15, Resolution Appropriating and Amending the 2021-22 Solid Waste Budget by $38,340 – Revenue to Come From Unappropriated Solid Waste/Sanitation Fund Balance. There were no objections. Mayor Anderson stated that Late-Filed Resolution No. 10-21-15 would be heard in the Appropriations section of the Agenda.

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 Mayor Rogers Anderson read the following proclamation into the record:

**PROCLAMATION**

**RECOVERY COURT AWARENESS DAY**

**WHEREAS,** the Williamson County DUI Recovery Court began in 2010 with the Honorable General Sessions Judge Denise Andre’ in response to a growing problem of DUI recidivism among multiple offenders, as well as the underlying issues of addiction to alcohol and substance abuse; and,

**WHEREAS,** the mission of the DUI Recovery Court is to enhance public safety by the reduction of DUI recidivism by increasing accountability, treatment and supervision for those with addiction to help them live a healthier and more productive life; and,

**WHEREAS,** the 21st Judicial District Drug Court (later renamed Recovery Court) began in Williamson County in 2001 with the Honorable Circuit Judges Timothy Easter and Donald P. Harris to provide an addiction recovery solution and is currently presided over by the Honorable Jim Martin; and,

**WHEREAS,** the need for intervention and treatment of addiction in an accountable and compassionate program continues in our community; and

**WHEREAS,**  since their inception, both recovery courts have successfully graduated more than 365 participants, resulting in reduced recidivism and court costs, while reuniting families and helping individuals return to gainful employment; and,

**WHEREAS,** it is fitting and proper to recognize and celebrate the success of these programs and the individuals they serve;

**NOW, THEREFORE, BE IT RESOLVED,** that I, Rogers C. Anderson, as Mayor of Williamson County, do hereby proclaim Monday, November 1, 2021, as

 **RECOVERY COURT AWARENESS DAY**

in Williamson County and encourage all citizens to recognize the mission and celebrate the successes of these programs which changes and saves lives through recovery, accountability and restores family relationships.

**IN WITNESS WHEREOF**, I have hereunto set my hand and caused the Great Seal of the County of Williamson to be affixed at Franklin, Tennessee, this the 11th day of October, 2021.

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 Rogers Anderson – County Mayor

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REPORTS

COUNTY MAYOR

 Mayor Anderson asked Phoebe Reilly, Assistant Budget Director, to give the financial report.

Ms. Reilly stated that the August Budget Report shows that everything is on track. She stated that the County has $55,518,921 in Education Impact Fees that are available to use on projects and stated that Resolution Nos. 10-21-8 and 10-21-9 will use $19 million of the Education Impact Fees. Ms. Reilly stated that the Privilege Tax Report for July shows collections of approximately $1 million.

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SCHOOLS

 Director of Schools Jason Golden reported that the School System has seen an increase of 49 students since last month bringing the current enrollment to 42,081. He also stated that work continues on several construction projects and stated that the projects are on schedule.

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WILLIAMSON MEDICAL CENTER

 Chief Executive Officer Phil Mazzuca provided Covid numbers from Williamson Medical Center for the past 18 months.

 Chief Financial Officer Mike Jennesse stated that August was a very strong month financially for Williamson Medical Center and stated that the hospital’s cash position is very strong.

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ELECTIONS AND APPOINTMENTS

COUNTY MAYOR

PUBLIC BUILDING AUTHORITY

To Fill an Unexpired Term - Expiring 7/22

 Resigned – James Carbine Nomination – Matthew McQueen

 Commissioner Smith moved to accept Matthew McQueen to the Public Building Authority. Seconded by Commissioner Dwight Jones. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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WATER & WASTEWATER AUTHORITY

To Fill an Unexpired Term - Expiring 7/24

 Deceased – Rick Buerger Nomination – Jim Petersen

 Commissioner Dwight Jones moved to accept Jim Petersen to the Water & Wastewater Authority. Seconded by Commissioner Tunnicliffe. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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ETHICS COMMITTEE

To Fill an Unexpired Term - Expiring 9/22

 Deceased – Rick Buerger Nomination – Jim Petersen

 Commissioner Ausbrooks moved to accept Jim Petersen to the Ethics Committee. Seconded by Commissioner Herbert. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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 County Attorney Jeff Moseley provided the Commission’s guidelines for filling vacancies and stated that the Commission’s rules state that school board vacancies are required to be filled at the next regularly scheduled meeting.

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COUNTY COMMISSION

SCHOOL BOARD REPRESENTATIVE – 4TH DISTRICT

To Fill an Unexpired Term - Expiring 8/22

 Resigned – Brad Fiscus Nomination – Anita Aluotto

 Josh Brown

 Elliott Franklin

 Aaron Greeno

 Edina Kishonthy

 Timothy A. Malone

 Michael Eric Miller

 Bridget Parkes

 Pete Stresser

 Seth Yu

 Commissioner Story nominated Josh Brown to fill the vacant 4th District School Board Representative position seconded by Commissioner Dwight Jones.

 Commissioner Sturgeon nominated Bridget Parkes to fill the vacant 4th District School Board Representative position.

 Commissioner Lothers nominated Seth Yu to fill the vacant 4th District School Board Representative position.

 Commissioner Story thanked every candidate that submitted an application to be nominated to fill the vacancy. He stated that after a lengthy process, he and Commissioner Lawrence individually nominated Josh Brown as their candidate for the 4th District School Board vacancy.

 Commissioner Sturgeon read a letter that was submitted by Bridget Parkes as follows.

It was a pleasure to talk to you this morning. As we discussed, I am a mom of a second grader in Williamson County Schools with another one that will be starting kindergarten in the fall. I understand the importance of the school board appointment and the impact it has not only on our children in Williamson County, but also the entire community. I, along with all the other candidates, spoke many times and at great length over the past couple of months with both Chad Story and Gregg Lawrence regarding this position. Based on the vetting I know they did from my own experience, I trust their decision. However, I also understand that there are people in Williamson County with concerns about the choice. Therefore, if it is in the best interest of the community, I agree to be nominated.

Thank You,

      Bridget Parkes

 Commissioner Lothers stated that her nomination of Seth Yu was about the process of bringing the entire community together.

 Commissioner Williams asked Josh Brown to address the Commission.

 Josh Brown thanked the Commission for considering him to fill the vacancy. He stated that it is an honor to be nominated for the position and stated that he is a lifelong resident of Williamson County. Mr. Brown stated that if there are conflicts of interest that arise during his appointed term, that he will abstain from voting on the matter.

 Mayor Anderson stated that the Commission would vote on the appointment by roll call vote.

 Chief Deputy County Clerk Jeff Whidby recorded the votes by roll call as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| **JOSH BROWN** | **BRIDGET PARKES** | **SETH YU** | **ABSTAIN** |
| Sean Aiello | Barb Sturgeon | Keith Hudson | Dana Ausbrooks |
| Brian Beathard |  | Beth Lothers |  |
| Bert Chalfant |  | Jennifer Mason |  |
| Meghan Guffee |  |  |  |
| Judy Herbert |  |  |  |
| Betsy Hester |  |  |  |
| Dwight Jones |  |  |  |
| Ricky Jones |  |  |  |
| David Landrum |  |  |  |
| Chas Morton |  |  |  |
| Jerry Rainey |  |  |  |
| Steve Smith |  |  |  |
| Chad Story |  |  |  |
| Tom Tunnicliffe |  |  |  |
| Paul Webb |  |  |  |
| Matt Williams |  |  |  |
| **16** | **1** | **3** | **1** |

STATUTORY COMMITTEES

INVESTMENT COMMITTEE

 Jennifer Mason

 Barb Sturgeon

 Paul Webb

 Karen Paris, Trustee

 Rogers Anderson, Mayor

 Mayor Anderson read into the record the Investment Committee nominees. Commissioner Smith moved to accept the nominees to the 2021-2022 Investment Committee. Seconded by Commissioner Dwight Jones. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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AUDIT COMMITTEE

 Brian Beathard

 Judy Herbert

 Chad Story

 Mayor Anderson read into the record the Audit Committee nominees. Commissioner Smith moved to accept the nominees to the 2021-2022 Audit Committee. Seconded by Commissioner Dwight Jones. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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STANDING COMMITTEESS

LAW ENFORCEMENT/PUBLIC SAFETY COMMITTEE

Jennifer Mason (Former VC)

Dana Ausbrooks

Betsy Hester

David Landrum

Chas Morton

Erin Nations

Barb Sturgeon

 Commissioner Webb moved to accept the Steering Committee’s recommendations for the 2021-2022 Law Enforcement/Public Safety Committee. Seconded by Commissioner Smith. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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PROPERTY COMMITTEE

Jerry Rainey (Former VC)

Dana Ausbrooks

Brian Beathard

Judy Herbert

Gregg Lawrence

Paul Webb

Matt Williams

 Commissioner Dwight Jones moved to accept the Steering Committee’s recommendations for the 2021-2022 Property Committee. Seconded by Commissioner Sturgeon. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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EDUCATION COMMITTEE

Brian Beathard

Judy Herbert

Ricky Jones

Chas Morton

Jerry Rainey

 Commissioner Dwight Jones moved to accept the Steering Committee’s recommendations for the 2021-2022 Education Committee. Seconded by Commissioner Tunnicliffe. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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TAX STUDY COMMITTEE

Meghan Guffee

Betsy Hester

Keith Hudson

Chad Story

Matt Williams

 Commissioner Sturgeon moved to accept the Steering Committee’s recommendations for the 2021-2022 Tax Study Committee. Seconded by Commissioner Ausbrooks. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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PUBLIC HEALTH COMMITTEE

Bert Chalfant

David Landrum

Beth Lothers

Chad Story

Paul Webb

 Commissioner Ausbrooks moved to accept the Steering Committee’s recommendations for the 2021-2022 Public Health Committee. Seconded by Commissioner Herbert. Passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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CONSENT AGENDA

 The following items were placed on the Consent Agenda:

NOTARIES

**NEW**

ALLRED, WES

BALTZ, MACKENZIE ANN

BARR, VALERIE R.

BEECH, IRIS I.

BENESH, EMILY CROSS

BLACKWELL, ASHLEY ANNE

BLOSSER, HANNAH NICOLE

BOLTON, TANGELYN SHONTREL

BREWINGTON, CASEY

BRITTIAN, AMBER

BROOKS, NICOLE GARNER

BUDDE, ELIZABETH CARBINE

BULAY, ALLA

BURKS, GLENN EVERETT

BURNS, FRANCESCA M.

CARROLL, CAMERSON JULIAN

CRANE, JEFFREY KEITH

CUNNINGHAM, LINDA

DALY, BRUNETTE TERI

DAVENPORT, RACHEL LEANNE

DAVIS, CARRIE ANN

DAVIS, DANIEL WILLIAM

DECKER, JESSICA DOUGLASS

DOBIAS, RILEY RAE

FINN, VALERIE ELAINE

FISHER, PEGGY S.

GOMEZ, CRISTEN JOYCE

GONZALES, ALEXIS GRACE

HANKINS, LAUREN WEY

**NEW**

HINES, MELISSA HUNTER

HOWARD, SHANNON NICOLE

HOUSTON, DENNIS RAY

HUBBARD, TAYLOR ANNETTE

JONES, PAMELA DONELSON

KELLEY, JERRY WAYNE

KELLEY-CURRY, SHANNON L.

KIM, SO YUN PARK

LAYSON, GRETA

LEITNER, SIGRID W.

LILLIG, JONI D.

LINDSEY, VONDA KAYE

LIPSEY, VANCE STEVEN

LYNCH, KELLY KAY

MARLIN, AMANDA LEIGH

MARSHALL, BRENDA K.

McCORD, KEITH HAYES

MEBERG, MARY ELIZABETH

MENNEL, JENNIFER L.

MONROE, SUZANNE

MYERS, CYNTHIA ANN

NATIONS, ERIN WALKER

NEWTON, JESSICA L.

ODELL, MINNIE RUTH

PHILLIPS, STEPHANIE DENISE

PLUMLEY, KELLI J.

POTEETE, GAIL

PYBURN, MIRANDA W.

RATCLIFF, ANGELA LAUREN

READ, CHRISTINA M.

RICHARDSON, CASSIE TANNA

RIJOS, ZULMARIE

RIMMER, ANGIE

RUSHLOW, MARY

SAYLOR, MICHAEL STUART

SHEFFIELD, KATIE

SNIDER, BETHANY

STAMPLEY, MADELYN LEIGH

STEPHENS, SUSANNA MARIA

STRINGER, KAREN

SWITZER, JEROLYN LYNNETTE

TALFORD, JESSE DOUGLAS

TANNER, TOD BISHOP

VAUGHN-BURKS, HANNAH R.

VEILLETTE, STEPHANIE MICHELLE

VERBETER, CYNTHIA MARIE

VUNCANNON, VALENTINA L.

WEATHERBY, DEBORAH SUE

WHEELER, TYLER

WILLIAMS, HUNTER

YANTA, KARRAH ASHLEY

YORK, KAREN ACKERMANN

YU, MINHEE HEO

**RENEWALS**

ASKINS, CATHY S.

BAIRD, SHAWNA E.

BEASLEY, TRACY

**RENEWALS**

BENNETT, TAWNEE A.

BLACKSTONE, SANDY

BOSTIC, LORI

BOUCHARD, LYNN H.

BRANCH, KATIE

BUTCHER, JACINDA

CHRISMAN, CASEY

CLARK, LISA P.

CLIFTON, MARY

COPELAND, KRISTEN D.

DABBS, DEBBIE

FARLER, CHEVONNE WRENN

FISHER, REBEKAH E.

GARDNER, ERIC J.

GILBERT, ALDRICA

GRAY, ROBIN

HALL, SUZANNE

HAMMONS, LINDSEY

HARRELL, DEONTE

HASSELL, JENNIFER LYNN

HAYES, LANCE

HESTLE, MARCIA H.

HOEKSEMA, CARLA

HORN, BETTY W.

HRABOSKY, PAUL

HUFF, PATRICIA B.

JOHNSON, MALISSIA A.

KOLLER, TODD W.

LAWSON, NICOLE DEAL

LEHMAN, J. TRENT

LEMASTER, RANDY

MATTHEWS, TONYA P.

McDOUGAL, TRACIE

McFARLAND, MARIA

McHANEY, KRISTAN J.

MILLER, CHRIS C.

MILLER, LEAH E.

MOSIER, CRYSTAL

NEIGHBORS, DEBORAH H.

NESTO, STEPHANIE

NGUYEN, TUAN

OLSON, CAITLIN

PALISE, MARYANN

PASSONS, STEPHANIE

RAGSDALE, TONI RENEE

REED, JACQUELINE S.

SAULSBURY, LORI

SAWYER, MELISSA

SAWYER, SUSAN

SHELTON, BRIAN S.

SIDWELL, K. THOMAS

SIMPLOT, DIANA L.

THORBURN, TONI R.

TRAMA, KIMBERLY C.

TURNER, JAMIE RAE

WEBB, DEDRA W.

WELLS, JAMES M.

WOOD, CORY

WRENNE, JILL

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ACCEPTING ROADS

RESOLUTION NO. 10-21-5

**RESOLUTION ACCEPTING ROADS IN FALLS GROVE SUBDIVISION, SECTION TWO AS A PART OF THE COUNTY ROAD SYSTEM FOR MAINTENANCE BY THE COUNTY HIGHWAY DEPARTMENT LOCATED OFF EUDAILEY COVINGTON ROAD**

**WHEREAS,** a report has been prepared and included herein as specified in Section 18 of the Williamson County Private Acts, 1937, Chapter No. 373 as Amended, prescribing the acceptance of roads as County Roads; and

**WHEREAS,** it is the responsibility of the Williamson County Board of Commissioners through its Highway Commission to accept and maintain public roads for the general welfare;

**NOW, THEREFORE, BE IT RESOLVED** by the County Board of Commissioners that:

 The following roads be accepted as part of the County Road System for maintenance by the Williamson County Highway Department.

Subdivision Road(s) Length District Assessed Value Of Roadway Cost Property Adjoining Estimate

 Roadway

Falls Grove Edgemore Dr. .280 Southeast $12,249,200.00 $119,840.00

Section Two Pleasant Gate Ln. .523 Southeast $16,856,000.00 $223,844.00

 Wellsford Ln. .145 Southeast $7,561,100.00 $62,060.00

 /s/ Thomas Little

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Highway Commission For: 4 Against: 0\_

Budget Committee For: 5 Against: 0\_

\*Attachments – On file in Clerk’s Office

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 Commissioner Smith moved to accept the complete Consent Agenda. Seconded by Commissioner Dwight Jones. The motion passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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APPROPRIATIONS

RESOLUTION NO. 10-21-1

 Commissioner Dwight Jones moved to accept Resolution No. 10-21-1, seconded by Commissioner Smith.

**RESOLUTION TO TRANSFER FUNDS FROM GENERAL PURPOSE SCHOOL FUNDS TO FEDERAL PROJECTS FUND FOR FISCAL YEAR ENDING JUNE 30, 2022**

**WHEREAS,** Federal Projects grants operate on a reimbursement basis and funds are requested from the State of Tennessee by Williamson County School District for non-payroll expenditures on a monthly basis, and,

**WHEREAS,** the Federal Projects Fund operates with a cash deficit at various times throughout the fiscal year due to a slow turnaround time for reimbursements from the State of Tennessee, and,

**WHEREAS,** Generally Accepted Accounting Principles (GAAP) consider a cash deficit in any fund to be a significant deficiency in internal control; and,

**WHEREAS,** Williamson County School District does not desire to operate any fund with a cash deficit.

**NOW, THEREFOR, BE IT RESOLVED,** by the Board of Education of Williamson County School District, a school district in Tennessee, meeting in regular session on September 20, 2021 and by the County Commission of Williamson County, a county in Tennessee, meeting in regular session on October 11, 2021:

**SECTION 1:** The General Purpose School Fund shall transfer $550,000 to the Federal Projects Fund on October 11, 2021.

**SECTION 2:** The $550,000 transfer shall remain in the Federal Projects Fund as a designated fund balance from the General Purpose School Fund and may be repaid at any time as noted in a resolution passed by the Board of Education and the County Commission.

**SECTION 3:** This resolution will take effect on October 11, 2021, The Secretary of the Board of Education shall include this Resolution in the minutes of the Williamson County School District. The County Clerk shall include this Resolution in the minutes of Williamson County.

**Adopted this 11th day of October 2021.**

 /s/ Tom Tunnicliffe

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

School Board For: 12 Against: 0\_

Education Committee For: 4 Against: 0\_

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-1 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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RESOLUTION NO. 10-21-2

 Commissioner Tunnicliffe moved to accept Resolution No. 10-21-2, seconded by Commissioner Dwight Jones.

**RESOLUTION OF THE WILLIAMSON COUNTY BOARD OF COUNTY COMMISSIONERS’ APPROVAL OF AN INTENT TO FUND OF $2,100,000 for the BUILDING OF MIDDLE SCHOOL SPLIT LOG**

**WHEREAS,** the Williamson County Board of Education has completed their five-year capital plan and the plan has projects for 2021-2022 that have not been funded; and

**WHEREAS,** there is a need for a middle school projected for the fall of 2024 in the east section of the county.  In order to start the building design and some site prep there is a need for approximately **$2,100,000** now with an estimated pre-Covid completion cost of $42,000,000;

**NOW THEREFORE BE IT RESOLVED** that the Williamson County Board of County Commissioners meeting in regular session on October 11, 2021 approve their intent to fund an amount not to exceed **$2,100,000** for this project and take the appropriate actions as necessary to provide funding; and

**BE IT ALSO FURTHER RESOLVED,** that the County may fund the above noted project in anticipation of the issuance of tax exempt bonds, with the expectation that the County will reimburse itself for any funding with the proceeds of the tax-exempt bond issues; and that this resolution shall be placed in the minutes of the Williamson County Board of County Commissioners and made available for inspection by the general public at the office thereof; and that this resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

 /s/ Tom Tunnicliffe

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

School Board For: 12 Against: 0\_

Education Committee For: 4 Against: 0\_

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-2 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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RESOLUTION NO. 10-21-6

 Commissioner Smith moved to accept Resolution No. 10-21-6, seconded by Commissioner Dwight Jones.

**RESOLUTION ACCEPTING A DONATION OF $10,000 FROM DR. KEN AND**

**LINDA MOORE ON BEHALF OF WILLIAMSON COUNTY ANIMAL CONTROL AND APPROPRIATING AND AMENDING THE 2021-22 ANIMAL CONTROL**

 **CAPITAL PROJECTS BUDGET BY $10,000 – REVENUES TO COME FROM DONATIONS**

**WHEREAS*,*** Tennessee Code Annotated, Section 5-8-101, provides that a county government may accept donations of money, intangible personal property, tangible personal property, and real property that are subject to conditional or restrictive terms if the county legislative body takes action to accept the conditional donation; and

**WHEREAS*,*** Dr. Ken and Linda Moore have made a generous conditional donation of $10,000 to Williamson County to be used for costs associated with a dog exercise yard at the new Animal Care facility;

**NOW, THEREFORE, BE IT RESOLVED,** that the Williamson County Board of Commissioners, meeting in regular session this the 11th day of October, 2021, on behalf of Williamson County Animal Control, accepts the generous donation ; and

**AND BE IT FURTHER RESOLVED** that the 2021-2022 Williamson County Animal Control budget be amended, and the funds be appropriated as follows:

 **REVENUE:**

 Donations

171.00000.486109.00000.00.00.00 **$10,000**

**EXPENDITURE:**

 Animal Control Center Building Construction

 171.91140.570601.00000.00.00.00.HW016 **$10,000**

 /s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-6 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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RESOLUTION NO. 10-21-7

 Commissioner Smith moved to accept Resolution No. 10-21-7, seconded by Commissioner Beathard.

**RESOLUTION APPROPRIATING AND AMENDING THE 2021-22 HEALTH DEPARTMENT BUDGET BY $2,856.28 - REVENUES TO COME FROM STATE GRANT FUNDING AND UNAPPROPRIATED COUNTY GENERAL FUND BALANCE**

**WHEREAS,** the Williamson County Health Department was awarded grant funding from the Tennessee Department of Health’s Injury Prevention Program; and

**WHEREAS,** the funds are used to provide child safety seats or other appropriate restraint devices to caregivers who meet financial criteria; and

**WHEREAS,** car seats and other appropriate restraint devices will ensure the safety of the child passenger and reduce the number of motor vehicle crash injuries and fatalities of unrestrained or improperly restrained children; and

**WHEREAS,** the health department purchased and installed forty (40) car seats for Williamson county families; and

**WHEREAS,** the unexpended balance for the 2020-21 fiscal year in the amount of $1,765.59 needs to be brought forward to be utilized in the 2021-22 Health Department budget to continue working towards the established goals; and

**WHEREAS,** the Williamson County Health Department received the first quarter installment of $1,090.69 in fiscal year 2021-22.

**NOW, THEREFORE, BE IT RESOLVED,** that the 2021-22 Health Department budget be amended, as follows:

**REVENUES:**

Fund Balance$1,765.59

101.00000.390000.00000.00.00.00

Other State Revenue

101.00000.469900.00000.00.00.00 $1,090.69

 **$2,856.28**

**EXPENDITURES:**

Other Contracted Services **$2,856.28**

101.55110.530906.00000.00.00.00

 /s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-7 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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RESOLUTION NO. 10-21-8

 Commissioner Smith moved to accept Resolution No. 10-21-8, seconded by Commissioner Dwight Jones.

**RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND PAYMENT OF NOT TO EXCEED $25,750,000 OF COUNTY DISTRICT SCHOOL BONDS OF WILLIAMSON COUNTY, TENNESSEE, PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT OF DEBT SERVICE ON THE BONDS, AND ALLOCATING EDUCATIONAL IMPACT FEE COLLECTIONS TO DEFRAY**

**PUBLIC IMPROVEMENT EXPENSES**

**WHEREAS,** pursuant to Sections 49-3-1001, et seq., Tennessee Code Annotated (the “Act”), counties in Tennessee are authorized through their respective governing bodies to issue and sell their bonds to finance school projects; and

**WHEREAS,** the Board of County Commissioners (the “Governing Body”) of Williamson County, Tennessee (the “County”) hereby determines that it is necessary and desirable to issue county district school bonds of the County to provide funds for the (i) acquisition, design, construction, improvement, renovation and equipping of County K-8 school facilities; (ii) acquisition of property real and personal appurtenant to the foregoing; (iii) payment of engineering, architectural, legal, fiscal and administrative costs incident to the foregoing (collectively, the “Projects”); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the foregoing costs; and (v) payment of costs incident to the issuance and sale of such bonds; and

**WHEREAS,** the Governing Body wishes to allocate Educational Impact Fee collections to certain costs of the Projects; and

**WHEREAS,** it is the intention of the Governing Body to adopt this Resolution for the purpose of authorizing the issuance, sale and payment of not to exceed $25,750,000 in aggregate principal amount of its county district school bonds; providing for the levy of a tax for the payment of debt service on such bonds; and allocating Educational Impact Fee collections to certain costs of the Projects.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee, as follows:

 Section 1. Authority. The bonds authorized by this resolution are issued pursuant to the Act and other applicable provisions of law.

 Section 2. Definitions. The following terms shall have the following meanings in this resolution unless the text expressly or by necessary implication requires otherwise:

(a) “Bonds” means not to exceed $25,750,000 in aggregate principal amount of County District School Bonds of the County, authorized herein;

 (b) “Book-Entry Form” or “Book-Entry System” means a form or system, as applicable, under which physical bond certificates in fully registered form are issued to a Depository, or to its nominee as Registered Owner, with the certificate of bonds being held by and “immobilized” in the custody of such Depository, and under which records maintained by persons, other than the County or the Registration Agent, constitute the written record that identifies, and records the transfer of, the beneficial “book-entry” interests in those bonds;

 (c) “Code” shall mean the Internal Revenue Code of l986, as amended, and all regulations promulgated thereunder;

 (d) “County” shall mean Williamson County, Tennessee;

 (e) “Debt Management Policy” means the Debt Management Policy adopted by the Governing Body as required by the State Funding Board of the State of Tennessee;

 (f) “Depository” means any securities depository that is a clearing agency under federal laws operating and maintaining, with its participants or otherwise, a Book-Entry System, including, but not limited to, DTC;

 (g) “DTC” means the Depository Trust Company, a limited purpose company organized under the laws of the State of New York, and its successors and assigns;

 (h) “DTC Participant(s)” means securities brokers and dealers, banks, trust companies and clearing corporations that have access to the DTC System;

 (i) “Governing Body” means the Board of County Commissioners of the County;

(j) “Impact Fees” shall mean Educational Impact Fees imposed and collected by the County in the manner and at the time specified in Resolutions No. 11-16-6 and 11-16-7, adopted November 14, 2016;

(k) “Municipal Advisor” means Stephens Inc., Nashville, Tennessee;

(l) “Projects” shall have the meaning ascribed to it in the preamble hereto; and

 (o) “Registration Agent” means the registration and paying agent for the Bonds appointed by the County Mayor pursuant to Section 4 hereof.

 Section 3. Findings of the Governing Body; Compliance with Debt Management Policy. The Governing Body hereby finds that the issuance and sale of the Bonds, as proposed herein, is consistent with the County’s Debt Management Policy. The estimated debt service costs and costs of issuance of the Bonds are set forth in Sections 4 and 9 below. The Projects include capital improvements with varying estimated useful lives. In accordance with the terms of the Debt Management Policy, the following table identifies an estimated breakdown of the Projects by cost and useful life. The Governing Body acknowledges that all Projects will be amortized pro rata with the amortization of the Bonds, as projected in Section 4 below. As required by the Debt Management Policy, the weighted average maturity of the Bonds will be shorter than the weighted average useful life of the Projects.

|  |  |  |
| --- | --- | --- |
| Project Component | Estimated Cost | Estimated Useful Life (Years) |
| Land Acquisition and Construction  |  $ 15,226,587  |  | 40 |  |  |
| Asphalt, Roofs and Major Maintenance  |  $ 5,159,055  |  | 20 |  |  |
| Wastewater Infrastructure |  $ 1,600,000 |  | 10 |  |  |
| School Technology Equipment |  $ 3,411,360  |  | 5 |  |  |
|  |  |  |  |  |  |
|  | Weighted Average Life | 29.3 |  |  |

 Section 4. Authorization and Terms of the Bonds.

1. For the purpose of providing funds to (i) finance the costs of the Projects, (ii) reimburse the County for funds previously expended for such costs (if applicable); and (iii) pay the costs incident to the issuance and sale of the Bonds, as more fully set forth in Section 9 hereof, there are hereby authorized to be issued bonds of the County in an aggregate principal amount not to exceed $25,750,000. The Bonds shall be issued in fully registered, book-entry only form, without coupons, shall be issued in one or more series, shall be known as “County District School Bonds” and shall have such series designation and dated date as shall be determined by the County Mayor pursuant to Section 8 hereof. The aggregate true interest rate on the Bonds shall not exceed the maximum interest rate permitted by applicable law at the time of the sale of the Bonds, or any series thereof. Interest on the Bonds shall be payable semi-annually on April 1 and October 1 in each year, commencing April 1, 2022. The Bonds shall be issued initially in $5,000 denominations or integral multiples thereof, as shall be requested by the original purchaser.
2. Subject to modifications permitted in Section 8 hereof, the Bonds shall mature on April 1 of each year, subject to prior optional redemption as hereinafter provided, either serially or through mandatory redemption, in the years and amounts provided in the table below. The interest amounts set forth below are estimates and are included herein solely for purpose of presenting estimated debt service costs as contemplated by the County’s debt management policies. Actual principal and interest payments will depend upon market conditions on the date on which the Bonds are competitively bid and the structure of the winning bid, as described in Section 8.



 (c) Subject to the adjustments permitted pursuant to Section 8 hereof, Bonds maturing on or before April 1, 2031 shall mature without option of prior redemption and Bonds maturing April 1, 2032 and thereafter, shall be subject to redemption prior to maturity at the option of the County on April 1, 2031 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date. If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

 (i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

 (ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

 (d) Pursuant to Section 8 hereof, the County Mayor is authorized to sell the Bonds, or any maturities thereof, as term bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as determined by the County Mayor. In the event any or all the Bonds are sold as term bonds, the County shall redeem term bonds on redemption dates corresponding to the maturity dates set forth herein, in aggregate principal amounts equal to the maturity amounts established pursuant to Section 8 hereof for each redemption date, as such maturity amounts may be adjusted pursuant to Section 8 hereof, at a price of par plus accrued interest thereon to the date of redemption. The term bonds to be redeemed within a single maturity shall be selected in the manner described in subsection (b) above.

 At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such mandatory redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

 (e) Notice of call for redemption, whether optional or mandatory, shall be given by the Registration Agent on behalf of the County not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date (“Conditional Redemption”). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the County pursuant to written instructions from an authorized representative of the County (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date (unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

 (f) The County Mayor is hereby authorized and directed to appoint the Registration Agent for the Bonds and the Registration Agent so appointed is authorized and directed to maintain Bond registration records with respect to the Bonds, to authenticate and deliver the Bonds as provided herein, either at original issuance or upon transfer, to effect transfers of the Bonds, to give all notices of redemption as required herein, to make all payments of principal and interest with respect to the Bonds as provided herein, to cancel and destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer, to furnish the County at least annually a certificate of destruction with respect to Bonds canceled and destroyed, and to furnish the County at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds. The County Mayor is hereby authorized to execute and the County Clerk is hereby authorized to attest such written agreement between the County and the Registration Agent as they shall deem necessary and proper with respect to the obligations, duties and rights of the Registration Agent. The payment of all reasonable fees and expenses of the Registration Agent for the discharge of its duties and obligations hereunder or under any such agreement is hereby authorized and directed.

 (g) The Bonds shall be payable, both principal and interest, in lawful money of the United States of America at the main office of the Registration Agent. The Registration Agent shall make all interest payments with respect to the Bonds by check or draft on each interest payment date directly to the registered owners as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the “Regular Record Date”) by depositing said payment in the United States mail, postage prepaid, addressed to such owners at their addresses shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the County in respect of such Bonds to the extent of the payments so made. Payment of principal of and premium, if any, on the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable. All rates of interest specified herein shall be computed on the basis of a three hundred sixty (360) day year composed of twelve (12) months of thirty (30) days each. In the event the Bonds are no longer registered in the name of DTC, or a successor Depository, if requested by the Owner of at least $1,000,000 in aggregate principal amount of the Bonds, payment of interest on such Bonds shall be paid by wire transfer to a bank within the continental United States or deposited to a designated account if such account is maintained with the Registration Agent and written notice of any such election and designated account is given to the Registration Agent prior to the record date.

 (h) Any interest on any Bond that is payable but is not punctually paid or duly provided for on any interest payment date (hereinafter “Defaulted Interest”) shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such Defaulted Interest shall be paid by the County to the persons in whose names the Bonds are registered at the close of business on a date (the “Special Record Date”) for the payment of such Defaulted Interest, which shall be fixed in the following manner: the County shall notify the Registration Agent in writing of the amount of Defaulted Interest proposed to be paid on each Bond and the date of the proposed payment, and at the same time the County shall deposit with the Registration Agent an amount of money equal to the aggregate amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Registration Agent for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the persons entitled to such Defaulted Interest as in this Section provided. Thereupon, not less than ten (10) days after the receipt by the Registration Agent of the notice of the proposed payment, the Registration Agent shall fix a Special Record Date for the payment of such Defaulted Interest which Date shall be not more than fifteen (15) nor less than ten (10) days prior to the date of the proposed payment to the registered owners. The Registration Agent shall promptly notify the County of such Special Record Date and, in the name and at the expense of the County, not less than ten (10) days prior to such Special Record Date, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first class postage prepaid, to each registered owner at the address thereof as it appears in the Bond registration records maintained by the Registration Agent as of the date of such notice. Nothing contained in this Section or in the Bonds shall impair any statutory or other rights in law or in equity of any registered owner arising as a result of the failure of the County to punctually pay or duly provide for the payment of principal of, premium, if any, and interest on the Bonds when due.

 (i) The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in $5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the publication of notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the County to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

 (j) The Bonds shall be executed in such manner as may be prescribed by applicable law, in the name, and on behalf, of the County with the manual or facsimile signature of the County Mayor and with the official seal, or a facsimile thereof, of the County impressed or imprinted thereon and attested by the manual or facsimile signature of the County Clerk.

 (k) Except as otherwise provided in this resolution, the Bonds shall be registered in the name of Cede & Co., as nominee of DTC, which will act as securities depository for the Bonds. References in this Section to a Bond or the Bonds shall be construed to mean the Bond or the Bonds that are held under the Book-Entry System. One Bond for each maturity shall be issued to DTC and immobilized in its custody. A Book-Entry System shall be employed, evidencing ownership of the Bonds in authorized denominations, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants pursuant to rules and procedures established by DTC.

 Each DTC Participant shall be credited in the records of DTC with the amount of such DTC Participant's interest in the Bonds. Beneficial ownership interests in the Bonds may be purchased by or through DTC Participants. The holders of these beneficial ownership interests are hereinafter referred to as the “Beneficial Owners.” The Beneficial Owners shall not receive the Bonds representing their beneficial ownership interests. The ownership interests of each Beneficial Owner shall be recorded through the records of the DTC Participant from which such Beneficial Owner purchased its Bonds. Transfers of ownership interests in the Bonds shall be accomplished by book entries made by DTC and, in turn, by DTC Participants acting on behalf of Beneficial Owners. SO LONG AS CEDE & CO., AS NOMINEE FOR DTC, IS THE REGISTERED OWNER OF THE BONDS, THE REGISTRATION AGENT SHALL TREAT CEDE & CO., AS THE ONLY HOLDER OF THE BONDS FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS, RECEIPT OF NOTICES, VOTING AND REQUESTING OR DIRECTING THE REGISTRATION AGENT TO TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THIS RESOLUTION.

 Payments of principal, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid by the Registration Agent directly to DTC or its nominee, Cede & Co. as provided in the Letter of Representation relating to the Bonds from the County and the Registration Agent to DTC (the “Letter of Representation”). DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners. The County and the Registration Agent shall not be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants.

 In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the Book-Entry System of evidence and transfer of ownership of the Bonds would adversely affect their interests or the interests of the Beneficial Owners of the Bonds, the County shall discontinue the Book-Entry System with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully registered Bonds to each Beneficial Owner. If the purchaser of the Bonds, or any series thereof, does not intend to reoffer the Bonds to the public, then the County Mayor and the purchaser may agree that the Bonds be issued in the form of fully-registered certificated Bonds and not utilize the Book-Entry System.

 THE COUNTY AND THE REGISTRATION AGENT SHALL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO ANY DTC PARTICIPANT OR ANY BENEFICIAL OWNER WITH RESPECT TO (i) THE BONDS; (ii) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DTC PARTICIPANT; (iii) THE PAYMENT BY DTC OR ANY DTC PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE BONDS; (iv) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC OR ANY DTC PARTICIPANT OF ANY NOTICE DUE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED UNDER THE TERMS OF THIS RESOLUTION TO BE GIVEN TO BENEFICIAL OWNERS, (v) THE SELECTION OF BENEFICIAL OWNERS TO RECEIVE PAYMENTS IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (vi) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC, OR ITS NOMINEE, CEDE & CO., AS OWNER.

 (l) The Registration Agent is hereby authorized to take such action as may be necessary from time to time to qualify and maintain the Bonds for deposit with DTC, including but not limited to, wire transfers of interest and principal payments with respect to the Bonds, utilization of electronic book entry data received from DTC in place of actual delivery of Bonds and provision of notices with respect to Bonds registered by DTC (or any of its designees identified to the Registration Agent) by overnight delivery, courier service, telegram, telecopy or other similar means of communication. No such arrangements with DTC may adversely affect the interest of any of the owners of the Bonds, provided, however, that the Registration Agent shall not be liable with respect to any such arrangements it may make pursuant to this section.

 (m) The Registration Agent is hereby authorized to authenticate and deliver the Bonds to the original purchaser, upon receipt by the County of the proceeds of the sale thereof and to authenticate and deliver Bonds in exchange for Bonds of the same principal amount delivered for transfer upon receipt of the Bond(s) to be transferred in proper form with proper documentation as hereinabove described. The Bonds shall not be valid for any purpose unless authenticated by the Registration Agent by the manual signature of an officer thereof on the certificate set forth herein on the Bond form.

 (n) In case any Bond shall become mutilated, or be lost, stolen, or destroyed, the County, in its discretion, shall issue, and the Registration Agent, upon written direction from the County, shall authenticate and deliver, a new Bond of like tenor, amount, maturity and date, in exchange and substitution for, and upon the cancellation of, the mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond, or if any such Bond shall have matured or shall be about to mature, instead of issuing a substituted Bond the County may pay or authorize payment of such Bond without surrender thereof. In every case the applicant shall furnish evidence satisfactory to the County and the Registration Agent of the destruction, theft or loss of such Bond, and indemnity satisfactory to the County and the Registration Agent; and the County may charge the applicant for the issue of such new Bond an amount sufficient to reimburse the County for the expense incurred by it in the issue thereof.

 Section 5. Source of Payment. The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within that portion of the County lying outside the territorial boundaries of the Franklin Special School District. For the prompt payment of the debt service on the Bonds, and subject to the limitation set forth in the preceding sentence, the full faith and credit of the County are hereby irrevocably pledged.

 Section 6. Form of Bonds. The Bonds shall be in substantially the following form, the omissions to be appropriately completed when the Bonds are prepared and delivered:

(Form of Face of Bond)

REGISTERED REGISTERED

Number \_\_\_\_\_\_ $\_\_\_\_\_\_\_\_\_\_\_\_

UNITED STATES OF AMERICA

STATE OF TENNESSEE

COUNTY OF WILLIAMSON

COUNTY DISTRICT SCHOOL BOND, SERIES \_\_\_\_

Interest Rate: Maturity Date: Date of Bond: CUSIP No.:

Registered Owner: CEDE & CO.

Principal Amount:

 FOR VALUE RECEIVED, Williamson County, Tennessee (the “County”) hereby promises to pay to the registered owner hereof, hereinabove named, or registered assigns, in the manner hereinafter provided, the principal amount hereinabove set forth on the maturity date hereinabove set forth (or upon earlier redemption as set forth herein), and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on said principal amount at the annual rate of interest hereinabove set forth from the date hereof until said maturity date or redemption date, said interest being payable on April 1, 2022, and semi-annually thereafter on the first day of April and October in each year until this Bond matures or is redeemed. Both principal hereof and interest hereon are payable in lawful money of the United States of America by check or draft at the principal corporate trust office of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, as registration agent and paying agent (the “Registration Agent”). The Registration Agent shall make all interest payments with respect to this Bond on each interest payment date directly to the registered owner hereof shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the “Regular Record Date”) by check or draft mailed to such owner at such owner's address shown on said Bond registration records, without, except for final payment, the presentation or surrender of this Bond, and all such payments shall discharge the obligations of the County to the extent of the payments so made. Any such interest not so punctually paid or duly provided for on any interest payment date shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such defaulted interest shall be payable to the person in whose name this Bond is registered at the close of business on the date (the “Special Record Date”) for payment of such defaulted interest to be fixed by the Registration Agent, notice of which shall be given to the owners of the Bonds of the issue of which this Bond is one not less than ten (10) days prior to such Special Record Date. Payment of principal of this Bond shall be made when due upon presentation and surrender of this Bond to the Registration Agent.

 Except as otherwise provided herein or in the Resolution, as hereinafter defined, this Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds of the series of which this Bond is one. One Bond for each maturity of the Bonds shall be issued to DTC and immobilized in its custody. A book-entry system shall be employed, evidencing ownership of the Bonds in $5,000 denominations, or multiples thereof, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants, as defined in the Resolution, pursuant to rules and procedures established by DTC. So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the County and the Registration Agent shall treat Cede & Co., as the only owner of the Bonds for all purposes under the Resolution, including receipt of all principal of and interest on the Bonds, receipt of notices, voting and requesting or taking or not taking, or consenting to, certain actions hereunder. Payments of principal and interest with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid directly to DTC or its nominee, Cede & Co. DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners, as defined in the Resolution. Neither the County nor the Registration Agent shall be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants. In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect its interests or the interests of the Beneficial Owners of the Bonds, the County may discontinue the book-entry system with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully registered Bonds to each Beneficial Owner. Neither the County nor the Registration Agent shall have any responsibility or obligations to any DTC Participant or any Beneficial Owner with respect to (i) the Bonds; (ii) the accuracy of any records maintained by DTC or any DTC Participant; (iii) the payment by DTC or any DTC Participant of any amount due to any Beneficial Owner in respect of the principal or maturity amounts of and interest on the Bonds; (iv) the delivery or timeliness of delivery by DTC or any DTC Participant of any notice due to any Beneficial Owner that is required or permitted under the terms of the Resolution to be given to Beneficial Owners, (v) the selection of Beneficial Owners to receive payments in the event of any partial redemption of the Bonds; or (vi) any consent given or other action taken by DTC, or its nominee, Cede & Co., as owner.

 Bonds of the issue of which this Bond is one maturing on or before April 1, 2031 shall mature without option of prior redemption and Bonds maturing April 1, 2032 and thereafter, shall be subject to redemption prior to maturity at the option of the County on April 1, 2031 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

 If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be designated by the Board of County Commissioners of the County, in its discretion. If less than all the principal amount of the Bonds of a maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

 (i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the amount of the interest of each DTC Participant in the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

 (ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.]

 [Subject to the credit hereinafter provided, the County shall redeem Bonds maturing \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC, or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | FinalMaturity |  | RedemptionDate |  | Principal Amountof BondsRedeemed |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |

 \*Final Maturity

 At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.]

 Notice of call for redemption[, whether optional or mandatory,] shall be given by the Registration Agent not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for the redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date (“Conditional Redemption”). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant will not affect the validity of such redemption. From and after any redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth in the Resolution, as hereafter defined.]

 This Bond is transferable by the registered owner hereof in person or by such owner’s attorney duly authorized in writing at the principal corporate trust office of the Registration Agent set forth on the front side hereof, but only in the manner, subject to limitations and upon payment of the charges provided in the Resolution, as hereafter defined, and upon surrender and cancellation of this Bond. Upon such transfer a new Bond or Bonds of authorized denominations of the same maturity and interest rate for the same aggregate principal amount will be issued to the transferee in exchange therefor. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bond shall be overdue. Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in authorized denomination or denominations, upon the terms set forth in the Resolution. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular Record Date or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor during a period following the receipt of instructions from the County to call such Bond for redemption].

This Bond is one of a total authorized issue aggregating $\_\_\_\_\_\_\_\_\_\_ and issued by the County for the purpose of providing funds to finance County K-8 school projects and payment of costs of issuing the Bonds, under and in full compliance with the constitution and statutes of the State of Tennessee, including Sections 49-3-1001 et seq., Tennessee Code Annotated and pursuant to a resolution duly adopted by the Board of County Commissioners of the County on October 11, 2021 (the “Resolution”).

This Bond shall be payable from unlimited ad valorem taxes to be levied on all taxable property within that portion of the County lying outside the territorial boundaries of the Franklin Special School District. For the prompt payment of the debt service on the Bonds, and subject to the limitation set forth in the preceding sentence, the full faith and credit of the County are hereby irrevocably pledged.

 This Bond and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) Tennessee excise taxes on interest on the Bond during the period the Bond is held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (b) Tennessee franchise taxes by reason of the inclusion of the book value of the Bond in the Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

 It is hereby certified, recited, and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Bond, together with all other indebtedness of the County, does not exceed any limitation prescribed by the constitution and statutes of the State of Tennessee.

 IN WITNESS WHEREOF, the County has caused this Bond to be signed by its County Mayor and attested by its County Clerk under the corporate seal of the County, all as of the date hereinabove set forth.

 WILLIAMSON COUNTY

 BY:

 County Mayor

(SEAL)

ATTESTED:

 County Clerk

Transferable and payable at the

principal corporate trust office of:

Date of Registration: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 This Bond is one of the issue of Bonds issued pursuant to the Resolution hereinabove described.

 Registration Agent

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

 Authorized Officer

(FORM OF ASSIGNMENT)

 FOR VALUE RECEIVED, the undersigned sells, assigns, and transfers unto \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, whose address is \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (Please insert Federal Identification or Social Security Number of Assignee \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_), the within Bond of Williamson County, Tennessee, and does hereby irrevocably constitute and appoint \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, attorney, to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

Dated: \_\_\_\_\_\_\_\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 NOTICE: The signature to this assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature guaranteed:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

NOTICE: Signature(s) must be guaranteed

by a member firm of a Medallion Program

acceptable to the Registration Agent.

 Section 7. Levy of Tax. The County, through its Governing Body, shall annually levy and collect a tax upon all taxable property within that portion of the County lying outside the territorial boundaries of the Franklin Special School District, in addition to all other taxes authorized by law, sufficient to pay the debt service on the Bonds when due, and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay debt service coming due on the Bonds in said year. Principal and interest falling due at any time when there are insufficient funds from this tax levy on hand shall be paid from the current funds of the County and reimbursement therefor shall be made out of the taxes hereby provided to be levied when the same shall have been collected. The tax herein provided may be reduced to the extent of any direct appropriations from other funds, taxes and revenues of the County to the payment of debt service on the Bonds.

# Section 8. Sale of Bonds.

## The Bonds shall be offered for public sale, in one or more series, as required by law at a price of not less than ninety-nine percent (99%) of par, as a whole or in part, from time to time, as shall be determined by the County Mayor in consultation with the Municipal Advisor. The County Mayor is authorized to award the Bonds to the bidder whose bid results in the lowest true interest cost to the County, provided the rate or rates on none of the Bonds exceeds the maximum interest rate permitted by applicable law at the time of the sale of the Bonds or any series thereof. The award of the Bonds by the County Mayor to the lowest bidder shall be binding on the County, and no further action of the Governing Body with respect thereto shall be required.

## The County Mayor is further authorized with respect to Bonds, or any series thereof:

#### change the dated date of the Bonds, to a date other than the date of issuance of the Bonds;

#### to designate the Bonds, or any series thereof, to a designation other than “County District School Bonds” and to specify the series designation of the Bonds, or any series thereof;

#### change the first interest payment date on the Bonds or any series thereof to a date other than April 1, 2022, provided that such date is not later than twelve months from the dated date of such series of Bonds;

#### adjust the principal and interest payment dates and the maturity amounts of the Bonds, or any series thereof, provided that (A) the total principal amount of all series of the Bonds does not exceed the total amount of Bonds authorized herein; (B) the final maturity date of each series shall not exceed the 21st fiscal year following the fiscal year of such series; (C) the principal payment dates and amounts of any series of Bonds shall be structured so that the resulting debt service on such series of Bonds is consistent with the provisions of Section 4 hereof.

#### establish the terms upon which the Bonds will be subject to redemption at the option of the County; and

#### sell the Bonds, or any series thereof, or any maturities thereof as Term Bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as otherwise determined by the County Mayor, as he shall deem most advantageous to the County.

## The County Mayor is authorized to sell the Bonds, or any series thereof, simultaneously with any other bonds or notes authorized by resolution or resolutions of the Governing Body. The County Mayor is further authorized to sell the Bonds, or any series thereof, as a single issue of bonds with any other bonds with substantially similar terms authorized by resolution or resolutions of the Governing Body, in one or more series as he shall deem to be advantageous to the County and in doing so, the County Mayor is authorized to change the designation of the Bonds to a designation other than “County District School Bonds”; provided, however, that the total aggregate principal amount of combined bonds to be sold does not exceed the total aggregate principal amount of Bonds authorized by this resolution or bonds authorized by any other resolution or resolutions adopted by the Governing Body.

## The form of the Bond set forth in Section 6 hereof, shall be conformed to reflect any changes made pursuant to this Section 8 hereof.

## The County Mayor and County Clerk are authorized to cause the Bonds, in book-entry form (except as otherwise permitted herein), to be authenticated and delivered by the Registration Agent to the successful bidder and to execute, publish, and deliver all certificates and documents, including an official statement and closing certificates, as they shall deem necessary in connection with the sale and delivery of the Bonds. The County Mayor is hereby authorized to enter into a contract with the Municipal Advisor, for Municipal Advisory services in connection with the sale of the Bonds and to enter into a contract with Bass, Berry & Sims PLC to serve as bond counsel in connection with the Bonds, in forms approved by the County Mayor as evidenced by his execution thereof.

## Section 9. Disposition of Bond Proceeds.

## (a) The proceeds of the sale of each series of the Bonds shall be paid to the County Trustee to be deposited with a financial institution regulated by the Federal Deposit Insurance Corporation or similar or successor federal agency in a special fund known as the County District School Construction Fund (the “Construction Fund”), or such other designation as shall be determined by the County Mayor to be kept separate and apart from all other funds of the County. The funds in the Construction Fund shall be disbursed solely to (i) pay costs of the Projects or reimburse the County for the prior payment thereof and (ii) pay costs of issuance of the Bonds. Moneys in the Construction Fund shall be invested as directed by the County Trustee in such investments as shall be permitted by applicable law and the earnings thereon shall be retained in the Construction Fund and applied to the purposes described above. Any funds remaining in the Construction Fund following completion of the Projects shall be deposited to the applicable County Debt Service Fund to be used to pay debt service on the Bonds, subject to any modifications by the Governing Body.

 (b) In accordance with state law, the various department heads responsible for the fund or funds receiving and disbursing funds are hereby authorized to amend the budget of the proper fund or funds for the receipt of proceeds from the issuance of the Bonds, including bond proceeds, accrued interest, reoffering premium, Impact Fees allocated pursuant to Section 13 hereof, and other receipts from this transaction. The department heads responsible for the fund or funds are further authorized to amend the proper budgets to reflect the appropriations and expenditures of the receipts authorized by this resolution.

##  (c) The following is an estimate of the non-underwriting costs of issuance of the Bonds (any underwriting discount will be determined by competitive bid):

|  |  |
| --- | --- |
| Financial Advisor: | $28,500 |
| Bond Counsel: | $25,000 |
| Rating Agency: | $24,000 |
| Paying Agent: | $750 |
| Official Statements: | $439 |
| Miscellaneous: | $1,311 |
| Total: |  | $80,000 |

# Section 10. Official Statement; Continuing Disclosure Agreement.

## The officers of the County are hereby authorized and directed to provide for the preparation and distribution of a Preliminary Official Statement and Official Statement describing the Bonds in accordance with the requirements of Rule 15c2-12(e)(3) of the Securities and Exchange Commission (the “Rule”). The officers of the County are authorized, on behalf of the County, to deem the Preliminary Official Statement and the Official Statement in final form, each to be final as of its date within the meaning of the Rule. Notwithstanding the foregoing, no Official Statement is required to be prepared if the Rule does not require it.

## The County hereby covenants and agrees that it will provide annual financial information and material event notices if and as required by the Rule. The County Mayor is authorized to execute at the Closing of the sale of the Bonds a continuing disclosure agreement satisfying the requirements of the Rule. Failure of the County to comply with the continuing disclosure agreement shall not be a default hereunder, but any such failure shall entitle the owner or owners of any of the Bonds to take such actions and to initiate such proceedings as shall be necessary and appropriate to cause the County to comply with the agreement, including the remedies of mandamus and specific performance.

# Section 11. Federal Tax Matters.

## The Bonds will be issued as federally tax-exempt obligations. The County hereby covenants that it will not use, or permit the use of, any proceeds of the Bonds in a manner that would cause the Bonds to be subjected to treatment under Section 148 of the Code, and applicable regulations thereunder, as an “arbitrage bond”. To that end, the County shall comply with applicable regulations adopted under said Section 148. The County further covenants with the registered owners from time to time of the Bonds that it will, throughout the term of the Bonds and through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code, comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on the Bonds shall be and continue to be excluded from gross income for federal income tax purposes under Section 103 of the Code.

## The appropriate officers of the County are authorized and directed, on behalf of the County, to execute and deliver all such certificates and documents that may be required of the County in order to comply with the provisions of this Section related to the issuance of the Bonds.

## It is reasonably expected that the County will reimburse itself for certain expenditures made by it in connection with the Projects by issuing the Bonds. This resolution shall be placed in the minutes of the Governing Body and shall be made available for inspection by the general public at the office of the Governing Body. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

 Section 12. Discharge and Satisfaction of Bonds. If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in any one or more of the following ways, to wit:

 (a) By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

 (b) By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers (“an Agent”; which Agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Federal Obligations, as hereafter defined, the principal of and interest on which, when due and payable, will provide sufficient moneys to pay or redeem such Bonds and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice);

 (c) By delivering such Bonds to the Registration Agent, for cancellation by it;

and if the County shall also pay or cause to be paid all other sums payable hereunder by the County with respect to such Bonds, or make adequate provision therefor, and by resolution of the Governing Body instruct any such Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on such Bonds when due, then and in that case the indebtedness evidenced by such Bonds shall be discharged and satisfied and all covenants, agreements and obligations of the County to the holders of such Bonds shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

 If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Federal Obligations deposited as aforesaid.

 Except as otherwise provided in this Section, neither Federal Obligations nor moneys deposited with the Registration Agent pursuant to this Section nor principal or interest payments on any such Federal Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and interest on said Bonds; provided that any cash received from such principal or interest payments on such Federal Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the County as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Federal Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on said Bonds on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the County, as received by the Registration Agent. For the purposes of this Section, Federal Obligations shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, which bonds or other obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

 Section 13. Allocation of Impact Fees to Public Improvement Expenses. The Governing Body hereby determines to defray the costs of the Projects listed below by allocating and appropriating Impact Fees thereto:

|  |  |  |
| --- | --- | --- |
| Project Identification | Project Expense | Portion of Expense to be Defrayed by Impact Fees |
| East Elementary School | Capital improvement costs | $11,273,412.56 |
|  |  |  |

Impact Fees which have been allocated for the purpose of defraying capital acquisition, construction and improvements costs of a Project will be applied to the payment of such capital costs prior to the application of Bond proceeds to such capital costs. The County’s finance and school officials are authorized and directed to maintain records detailing the allocation of all Impact Fees to the Project Expenses described above.

 Section 15. Resolution a Contract. The provisions of this resolution shall constitute a contract between the County and the registered owners of the Bonds, and after the issuance of the Bonds, no change, variation or alteration of any kind in the provisions of this resolution shall be made in any manner until such time as the Bonds and interest due thereon shall have been paid in full.

 Section 16. Authorization of Additional Actions. The officers of the County are hereby authorized and directed to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of and intent of this Resolution.

 Section 17. Separability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

 Section 18. Repeal of Conflicting Resolutions and Effective Date. All other resolutions and orders, or parts thereof, in conflict with the provisions of this resolution are, to the extent of such conflict, hereby repealed and this resolution shall be in immediate effect from and after its adoption.

Adopted and approved this 11th day of October, 2021.

 /s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-8 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

RESOLUTION NO. 10-21-9

 Commissioner Smith moved to accept Resolution No. 10-21-9, seconded by Commissioner Sturgeon.

**RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND PAYMENT OF NOT TO EXCEED $60,900,000 OF GENERAL OBLIGATION PUBLIC IMPROVEMENT AND SCHOOL BONDS OF WILLIAMSON COUNTY, TENNESSEE, PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT OF DEBT SERVICE ON THE BONDS AND ALLOCATING EDUCATIONAL IMPACT FEE COLLECTIONS TO DEFRAY PUBLIC IMPROVEMENT EXPENSES**

**WHEREAS,** pursuant to Section 9-21-101, et seq., Tennessee Code Annotated and Sections 49-3-1001, et seq., Tennessee Code Annotated (the “Acts”), counties in Tennessee are authorized through their respective governing bodies to issue and sell their bonds to finance public works projects and school projects; and

**WHEREAS,** the Board of County Commissioners (the “Governing Body”) of Williamson County, Tennessee (the “County”) hereby determines that it is necessary and desirable to issue general obligation bonds of the County to provide funds for the (i) design, construction, improvement, renovation and equipping of public buildings and facilities for the County, including but not limited to (A) County high schools, (B) replacement and repair of HVAC, blacktop and roofing at various County facilities, (C) public safety, emergency management and Sheriff facilities, (D) parks and recreational facilities, (E) County archives facilities, and (F) County jail, sheriff, juvenile justice and court facilities; (ii) acquisition of all real and personal property related thereto; (iii) payment of engineering, legal, fiscal and administrative costs incident to the foregoing (collectively, the “Projects”); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the costs of the Projects; and (v) payment of costs incident to the issuance and sale of such bonds; and

**WHEREAS,** the issuance of general obligation bonds to finance public works projects other than school projects must be preceded by the adoption and publication of an initial resolution and the statutory notice required by Section 9-21-206, Tennessee Code Annotated; and

**WHEREAS,** the Governing Body did on September 13, 2021 adopt an initial resolution proposing the issuance of not to exceed $39,500,000 in aggregate principal amount of general obligation bonds to finance the Projects other than those related to County high schools, which initial resolution has been published as required by law, together with the statutory notice required by Section 9- 21-206, Tennessee Code Annotated; and

**WHEREAS,** the Governing Body wishes to allocate Educational Impact Fee collections to certain costs of the Projects; and

**WHEREAS,** it is the intention of the Governing Body to adopt this Resolution for the purpose of authorizing the issuance, sale and payment of not to exceed $60,900,000 in aggregate principal amount of its general obligation public improvement and school bonds; providing for the levy of a tax for the payment of debt service on such bonds; and allocating Educational Impact Fee collections to certain costs of the Projects.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of Williamson County, Tennessee, as follows:

 Section 1. Authority. The bonds authorized by this resolution are issued pursuant to the Acts and other applicable provisions of law.

 Section 2. Definitions. The following terms shall have the following meanings in this resolution unless the text expressly or by necessary implication requires otherwise:

(a) “Bonds” means not to exceed $60,900,000 in aggregate principal amount of General Obligation Public Improvement and School Bonds of the County, authorized herein;

 (b) “Book-Entry Form” or “Book-Entry System” means a form or system, as applicable, under which physical bond certificates in fully registered form are issued to a Depository, or to its nominee as Registered Owner, with the certificate of bonds being held by and “immobilized” in the custody of such Depository, and under which records maintained by persons, other than the County or the Registration Agent, constitute the written record that identifies, and records the transfer of, the beneficial “book-entry” interests in those bonds;

 (c) “Code” shall mean the Internal Revenue Code of l986, as amended, and all regulations promulgated thereunder;

 (d) “County” shall mean Williamson County, Tennessee;

 (e) “Debt Management Policy” means the Debt Management Policy adopted by the Governing Body as required by the State Funding Board of the State of Tennessee;

 (f) “Depository” means any securities depository that is a clearing agency under federal laws operating and maintaining, with its participants or otherwise, a Book-Entry System, including, but not limited to, DTC;

 (g) “DTC” means the Depository Trust Company, a limited purpose company organized under the laws of the State of New York, and its successors and assigns;

 (h) “DTC Participant(s)” means securities brokers and dealers, banks, trust companies and clearing corporations that have access to the DTC System;

(i) “Governing Body” means the Board of County Commissioners of the County;

(j) “Impact Fees” shall mean Educational Impact Fees imposed and collected by the County in the manner and at the time specified in Resolutions No. 11-16-6 and 11-16-7, adopted November 14, 2016;

(k) “Municipal Advisor” means Stephens Inc., Nashville, Tennessee;

(l) “Projects” shall have the meaning ascribed to it in the preamble hereto; and

 (m) “Registration Agent” means the registration and paying agent for the Bonds appointed by the County Mayor pursuant to Section 4 hereof.

 Section 3. Findings of the Governing Body; Compliance with Debt Management Policy. The Governing Body hereby finds that the issuance and sale of the Bonds, as proposed herein, is consistent with the County’s Debt Management Policy. The estimated debt service costs and costs of issuance of the Bonds are set forth in Sections 4 and 9 below. The Projects include capital improvements with varying estimated useful lives. In accordance with the terms of the Debt Management Policy, the following table identifies an estimated breakdown of the Projects by cost and useful life. The Governing Body acknowledges that all Projects will be amortized pro rata with the amortization of the Bonds, as projected in Section 4 below. As required by the Debt Management Policy, the weighted average maturity of the Bonds will be shorter than the weighted average useful life of the Projects.

|  |  |  |
| --- | --- | --- |
| Project Component | Estimated Cost | Estimated Useful Life (Years) |
| Land Acquisition and Construction  |  $ 40,841,355  |  | 40 |  |  |
| Asphalt, Roofs, Major Maintenance  |  $ 8,498,600  |  | 20 |  |  |
| Heavy Equipment/Machinery |  $ 2,900,667 |  | 15 |  |  |
| HS Turf Fields |  $ 3,600,000 |  | 10 |  |  |
| Vehicles and Technology Equipment |  $ 4,284,806  |  | 5 |  |  |
|  |  |  |  |  |  |
|  | Weighted Average Life | 31.7 |  |  |

Section 4. Authorization and Terms of the Bonds.

1. For the purpose of providing funds to (i) finance the costs of the Projects, (ii) reimburse the County for funds previously expended for such costs (if applicable); and (iii) pay the costs incident to the issuance and sale of the Bonds, as more fully set forth in Section 9 hereof, there are hereby authorized to be issued bonds of the County in an aggregate principal amount not to exceed $60,900,000. The Bonds shall be issued in fully registered, book-entry only form, without coupons, shall be issued in one or more series, shall be known as “General Obligation Public Improvement and School Bonds” and shall have such series designation and dated date as shall be determined by the County Mayor pursuant to Section 8 hereof. The aggregate true interest rate on the Bonds shall not exceed the maximum interest rate permitted by applicable law at the time of the sale of the Bonds, or any series thereof. Interest on the Bonds shall be payable semi-annually on April 1 and October 1 in each year, commencing April 1, 2022. The Bonds shall be issued initially in $5,000 denominations or integral multiples thereof, as shall be requested by the original purchaser.
2. Subject to modifications permitted in Section 8 hereof, the Bonds shall mature on April 1 of each year, subject to prior optional redemption as hereinafter provided, either serially or through mandatory redemption, in the years and amounts provided in the table below. The interest amounts set forth below are estimates and are included herein solely for purpose of presenting estimated debt service costs as contemplated by the County’s debt management policies. Actual principal and interest payments will depend upon market conditions on the date on which the Bonds are competitively bid and the structure of the winning bid, as described in Section 8.



 (c) Subject to the adjustments permitted pursuant to Section 8 hereof, Bonds maturing on or before April 1, 2031 shall mature without option of prior redemption and Bonds maturing April 1, 2032 and thereafter, shall be subject to redemption prior to maturity at the option of the County on April 1, 2031 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date. If less than all of the Bonds within a single maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

 (i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

 (ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

 (d) Pursuant to Section 8 hereof, the County Mayor is authorized to sell the Bonds, or any maturities thereof, as term bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as determined by the County Mayor. In the event any or all the Bonds are sold as term bonds, the County shall redeem term bonds on redemption dates corresponding to the maturity dates set forth herein, in aggregate principal amounts equal to the maturity amounts established pursuant to Section 8 hereof for each redemption date, as such maturity amounts may be adjusted pursuant to Section 8 hereof, at a price of par plus accrued interest thereon to the date of redemption. The term bonds to be redeemed within a single maturity shall be selected in the manner described in subsection (b) above.

 At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such mandatory redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

 (e) Notice of call for redemption, whether optional or mandatory, shall be given by the Registration Agent on behalf of the County not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date (“Conditional Redemption”). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the County pursuant to written instructions from an authorized representative of the County (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date (unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

 (f) The County Mayor is hereby authorized and directed to appoint the Registration Agent for the Bonds and the Registration Agent so appointed is authorized and directed to maintain Bond registration records with respect to the Bonds, to authenticate and deliver the Bonds as provided herein, either at original issuance or upon transfer, to effect transfers of the Bonds, to give all notices of redemption as required herein, to make all payments of principal and interest with respect to the Bonds as provided herein, to cancel and destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer, to furnish the County at least annually a certificate of destruction with respect to Bonds canceled and destroyed, and to furnish the County at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds. The County Mayor is hereby authorized to execute and the County Clerk is hereby authorized to attest such written agreement between the County and the Registration Agent as they shall deem necessary and proper with respect to the obligations, duties and rights of the Registration Agent. The payment of all reasonable fees and expenses of the Registration Agent for the discharge of its duties and obligations hereunder or under any such agreement is hereby authorized and directed.

 (g) The Bonds shall be payable, both principal and interest, in lawful money of the United States of America at the main office of the Registration Agent. The Registration Agent shall make all interest payments with respect to the Bonds by check or draft on each interest payment date directly to the registered owners as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the “Regular Record Date”) by depositing said payment in the United States mail, postage prepaid, addressed to such owners at their addresses shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the County in respect of such Bonds to the extent of the payments so made. Payment of principal of and premium, if any, on the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable. All rates of interest specified herein shall be computed on the basis of a three hundred sixty (360) day year composed of twelve (12) months of thirty (30) days each. In the event the Bonds are no longer registered in the name of DTC, or a successor Depository, if requested by the Owner of at least $1,000,000 in aggregate principal amount of the Bonds, payment of interest on such Bonds shall be paid by wire transfer to a bank within the continental United States or deposited to a designated account if such account is maintained with the Registration Agent and written notice of any such election and designated account is given to the Registration Agent prior to the record date.

 (h) Any interest on any Bond that is payable but is not punctually paid or duly provided for on any interest payment date (hereinafter “Defaulted Interest”) shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such Defaulted Interest shall be paid by the County to the persons in whose names the Bonds are registered at the close of business on a date (the “Special Record Date”) for the payment of such Defaulted Interest, which shall be fixed in the following manner: the County shall notify the Registration Agent in writing of the amount of Defaulted Interest proposed to be paid on each Bond and the date of the proposed payment, and at the same time the County shall deposit with the Registration Agent an amount of money equal to the aggregate amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Registration Agent for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the persons entitled to such Defaulted Interest as in this Section provided. Thereupon, not less than ten (10) days after the receipt by the Registration Agent of the notice of the proposed payment, the Registration Agent shall fix a Special Record Date for the payment of such Defaulted Interest which Date shall be not more than fifteen (15) nor less than ten (10) days prior to the date of the proposed payment to the registered owners. The Registration Agent shall promptly notify the County of such Special Record Date and, in the name and at the expense of the County, not less than ten (10) days prior to such Special Record Date, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first class postage prepaid, to each registered owner at the address thereof as it appears in the Bond registration records maintained by the Registration Agent as of the date of such notice. Nothing contained in this Section or in the Bonds shall impair any statutory or other rights in law or in equity of any registered owner arising as a result of the failure of the County to punctually pay or duly provide for the payment of principal of, premium, if any, and interest on the Bonds when due.

 (i) The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in $5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the publication of notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the County to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

 (j) The Bonds shall be executed in such manner as may be prescribed by applicable law, in the name, and on behalf, of the County with the manual or facsimile signature of the County Mayor and with the official seal, or a facsimile thereof, of the County impressed or imprinted thereon and attested by the manual or facsimile signature of the County Clerk.

 (k) Except as otherwise provided in this resolution, the Bonds shall be registered in the name of Cede & Co., as nominee of DTC, which will act as securities depository for the Bonds. References in this Section to a Bond or the Bonds shall be construed to mean the Bond or the Bonds that are held under the Book-Entry System. One Bond for each maturity shall be issued to DTC and immobilized in its custody. A Book-Entry System shall be employed, evidencing ownership of the Bonds in authorized denominations, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants pursuant to rules and procedures established by DTC.

 Each DTC Participant shall be credited in the records of DTC with the amount of such DTC Participant's interest in the Bonds. Beneficial ownership interests in the Bonds may be purchased by or through DTC Participants. The holders of these beneficial ownership interests are hereinafter referred to as the “Beneficial Owners.” The Beneficial Owners shall not receive the Bonds representing their beneficial ownership interests. The ownership interests of each Beneficial Owner shall be recorded through the records of the DTC Participant from which such Beneficial Owner purchased its Bonds. Transfers of ownership interests in the Bonds shall be accomplished by book entries made by DTC and, in turn, by DTC Participants acting on behalf of Beneficial Owners. SO LONG AS CEDE & CO., AS NOMINEE FOR DTC, IS THE REGISTERED OWNER OF THE BONDS, THE REGISTRATION AGENT SHALL TREAT CEDE & CO., AS THE ONLY HOLDER OF THE BONDS FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS, RECEIPT OF NOTICES, VOTING AND REQUESTING OR DIRECTING THE REGISTRATION AGENT TO TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THIS RESOLUTION.

 Payments of principal, interest, and redemption premium, if any, with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid by the Registration Agent directly to DTC or its nominee, Cede & Co. as provided in the Letter of Representation relating to the Bonds from the County and the Registration Agent to DTC (the “Letter of Representation”). DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners. The County and the Registration Agent shall not be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants.

 In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the Book-Entry System of evidence and transfer of ownership of the Bonds would adversely affect their interests or the interests of the Beneficial Owners of the Bonds, the County shall discontinue the Book-Entry System with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully registered Bonds to each Beneficial Owner. If the purchaser of the Bonds, or any series thereof, does not intend to reoffer the Bonds to the public, then the County Mayor and the purchaser may agree that the Bonds be issued in the form of fully-registered certificated Bonds and not utilize the Book-Entry System.

 THE COUNTY AND THE REGISTRATION AGENT SHALL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO ANY DTC PARTICIPANT OR ANY BENEFICIAL OWNER WITH RESPECT TO (i) THE BONDS; (ii) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DTC PARTICIPANT; (iii) THE PAYMENT BY DTC OR ANY DTC PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE BONDS; (iv) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC OR ANY DTC PARTICIPANT OF ANY NOTICE DUE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED UNDER THE TERMS OF THIS RESOLUTION TO BE GIVEN TO BENEFICIAL OWNERS, (v) THE SELECTION OF BENEFICIAL OWNERS TO RECEIVE PAYMENTS IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (vi) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC, OR ITS NOMINEE, CEDE & CO., AS OWNER.

 (l) The Registration Agent is hereby authorized to take such action as may be necessary from time to time to qualify and maintain the Bonds for deposit with DTC, including but not limited to, wire transfers of interest and principal payments with respect to the Bonds, utilization of electronic book entry data received from DTC in place of actual delivery of Bonds and provision of notices with respect to Bonds registered by DTC (or any of its designees identified to the Registration Agent) by overnight delivery, courier service, telegram, telecopy or other similar means of communication. No such arrangements with DTC may adversely affect the interest of any of the owners of the Bonds, provided, however, that the Registration Agent shall not be liable with respect to any such arrangements it may make pursuant to this section.

 (m) The Registration Agent is hereby authorized to authenticate and deliver the Bonds to the original purchaser, upon receipt by the County of the proceeds of the sale thereof and to authenticate and deliver Bonds in exchange for Bonds of the same principal amount delivered for transfer upon receipt of the Bond(s) to be transferred in proper form with proper documentation as hereinabove described. The Bonds shall not be valid for any purpose unless authenticated by the Registration Agent by the manual signature of an officer thereof on the certificate set forth herein on the Bond form.

 (n) In case any Bond shall become mutilated, or be lost, stolen, or destroyed, the County, in its discretion, shall issue, and the Registration Agent, upon written direction from the County, shall authenticate and deliver, a new Bond of like tenor, amount, maturity and date, in exchange and substitution for, and upon the cancellation of, the mutilated Bond, or in lieu of and in substitution for such lost, stolen or destroyed Bond, or if any such Bond shall have matured or shall be about to mature, instead of issuing a substituted Bond the County may pay or authorize payment of such Bond without surrender thereof. In every case the applicant shall furnish evidence satisfactory to the County and the Registration Agent of the destruction, theft or loss of such Bond, and indemnity satisfactory to the County and the Registration Agent; and the County may charge the applicant for the issue of such new Bond an amount sufficient to reimburse the County for the expense incurred by it in the issue thereof.

 Section 5. Source of Payment. The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of the debt service on the Bonds, the full faith and credit of the County are hereby irrevocably pledged.

 Section 6. Form of Bonds. The Bonds shall be in substantially the following form, the omissions to be appropriately completed when the Bonds are prepared and delivered:

(Form of Face of Bond)

REGISTERED REGISTERED

Number \_\_\_\_\_\_ $\_\_\_\_\_\_\_\_\_\_\_\_

UNITED STATES OF AMERICA

STATE OF TENNESSEE

COUNTY OF WILLIAMSON

GENERAL OBLIGATION PUBLIC IMPROVEMENT AND SCHOOL BOND, SERIES \_\_\_\_

Interest Rate: Maturity Date: Date of Bond: CUSIP No.:

Registered Owner: CEDE & CO.

Principal Amount:

 FOR VALUE RECEIVED, Williamson County, Tennessee (the “County”) hereby promises to pay to the registered owner hereof, hereinabove named, or registered assigns, in the manner hereinafter provided, the principal amount hereinabove set forth on the maturity date hereinabove set forth (or upon earlier redemption as set forth herein), and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on said principal amount at the annual rate of interest hereinabove set forth from the date hereof until said maturity date or redemption date, said interest being payable on April 1, 2022, and semi-annually thereafter on the first day of [April] and [October] in each year until this Bond matures or is redeemed. Both principal hereof and interest hereon are payable in lawful money of the United States of America by check or draft at the principal corporate trust office of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, as registration agent and paying agent (the “Registration Agent”). The Registration Agent shall make all interest payments with respect to this Bond on each interest payment date directly to the registered owner hereof shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the “Regular Record Date”) by check or draft mailed to such owner at such owner's address shown on said Bond registration records, without, except for final payment, the presentation or surrender of this Bond, and all such payments shall discharge the obligations of the County to the extent of the payments so made. Any such interest not so punctually paid or duly provided for on any interest payment date shall forthwith cease to be payable to the registered owner on the relevant Regular Record Date; and, in lieu thereof, such defaulted interest shall be payable to the person in whose name this Bond is registered at the close of business on the date (the “Special Record Date”) for payment of such defaulted interest to be fixed by the Registration Agent, notice of which shall be given to the owners of the Bonds of the issue of which this Bond is one not less than ten (10) days prior to such Special Record Date. Payment of principal of this Bond shall be made when due upon presentation and surrender of this Bond to the Registration Agent.

 Except as otherwise provided herein or in the Resolution, as hereinafter defined, this Bond shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds of the series of which this Bond is one. One Bond for each maturity of the Bonds shall be issued to DTC and immobilized in its custody. A book-entry system shall be employed, evidencing ownership of the Bonds in $5,000 denominations, or multiples thereof, with transfers of beneficial ownership effected on the records of DTC and the DTC Participants, as defined in the Resolution, pursuant to rules and procedures established by DTC. So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the County and the Registration Agent shall treat Cede & Co., as the only owner of the Bonds for all purposes under the Resolution, including receipt of all principal of and interest on the Bonds, receipt of notices, voting and requesting or taking or not taking, or consenting to, certain actions hereunder. Payments of principal and interest with respect to the Bonds, so long as DTC is the only owner of the Bonds, shall be paid directly to DTC or its nominee, Cede & Co. DTC shall remit such payments to DTC Participants, and such payments thereafter shall be paid by DTC Participants to the Beneficial Owners, as defined in the Resolution. Neither the County nor the Registration Agent shall be responsible or liable for payment by DTC or DTC Participants, for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC or DTC Participants. In the event that (1) DTC determines not to continue to act as securities depository for the Bonds or (2) the County determines that the continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect its interests or the interests of the Beneficial Owners of the Bonds, the County may discontinue the book-entry system with DTC. If the County fails to identify another qualified securities depository to replace DTC, the County shall cause the Registration Agent to authenticate and deliver replacement Bonds in the form of fully registered Bonds to each Beneficial Owner. Neither the County nor the Registration Agent shall have any responsibility or obligations to any DTC Participant or any Beneficial Owner with respect to (i) the Bonds; (ii) the accuracy of any records maintained by DTC or any DTC Participant; (iii) the payment by DTC or any DTC Participant of any amount due to any Beneficial Owner in respect of the principal or maturity amounts of and interest on the Bonds; (iv) the delivery or timeliness of delivery by DTC or any DTC Participant of any notice due to any Beneficial Owner that is required or permitted under the terms of the Resolution to be given to Beneficial Owners, (v) the selection of Beneficial Owners to receive payments in the event of any partial redemption of the Bonds; or (vi) any consent given or other action taken by DTC, or its nominee, Cede & Co., as owner.

 Bonds of the issue of which this Bond is one maturing on or before April 1, 2031 shall mature without option of prior redemption and Bonds maturing April 1, 2032 and thereafter, shall be subject to redemption prior to maturity at the option of the County on April 1, 2031 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

 If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be designated by the Board of County Commissioners of the County, in its discretion. If less than all the principal amount of the Bonds of a maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

 (i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the amount of the interest of each DTC Participant in the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or

 (ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

 [Subject to the credit hereinafter provided, the County shall redeem Bonds maturing \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC, or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | FinalMaturity |  | RedemptionDate |  | Principal Amountof BondsRedeemed |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |

 \*Final Maturity

 At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.]

 Notice of call for redemption[, whether optional or mandatory,] shall be given by the Registration Agent not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for the redemption of any of the Bonds for which proper notice was given. The notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to effect the redemption with the Registration Agent no later than the redemption date (“Conditional Redemption”). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant will not affect the validity of such redemption. From and after any redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth in the Resolution, as hereafter defined.]

 This Bond is transferable by the registered owner hereof in person or by such owner’s attorney duly authorized in writing at the principal corporate trust office of the Registration Agent set forth on the front side hereof, but only in the manner, subject to limitations and upon payment of the charges provided in the Resolution, as hereafter defined, and upon surrender and cancellation of this Bond. Upon such transfer a new Bond or Bonds of authorized denominations of the same maturity and interest rate for the same aggregate principal amount will be issued to the transferee in exchange therefor. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bond shall be overdue. Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in authorized denomination or denominations, upon the terms set forth in the Resolution. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular Record Date or Special Record Date and ending on the corresponding interest payment date of such Bond[, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor during a period following the receipt of instructions from the County to call such Bond for redemption].

This Bond is one of a total authorized issue aggregating $\_\_\_\_\_\_\_\_\_\_ and issued by the County for the purpose of providing funds to (i) finance public works and public facilities improvements for the County and high school construction and improvement projects, and (ii) pay costs of issuing the Bonds, under and in full compliance with the constitution and statutes of the State of Tennessee, including Sections 9-21-101 et seq., Tennessee Code Annotated and Sections 49-3-1001 et seq., Tennessee Code Annotated and pursuant to a resolution duly adopted by the Board of County Commissioners of the County on October 11, 2021 (the “Resolution”).

 This Bond is payable from unlimited ad valorem taxes to be levied on all taxable properly located within the County. For the prompt payment of principal of and interest on this Bond, the full faith and credit of the County are irrevocably pledged. For a more complete statement of the general covenants and provisions pursuant to which this Bond is issued, reference is hereby made to the Resolution.

 This Bond and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) Tennessee excise taxes on interest on the Bond during the period the Bond is held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (b) Tennessee franchise taxes by reason of the inclusion of the book value of the Bond in the Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

 It is hereby certified, recited, and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Bond exist, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Bond, together with all other indebtedness of the County, does not exceed any limitation prescribed by the constitution and statutes of the State of Tennessee.

 IN WITNESS WHEREOF, the County has caused this Bond to be signed by its County Mayor and attested by its County Clerk under the corporate seal of the County, all as of the date hereinabove set forth.

 WILLIAMSON COUNTY

 BY:

 County Mayor

(SEAL)

ATTESTED:

 County Clerk

Transferable and payable at the

principal corporate trust office of:

Date of Registration: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 This Bond is one of the issue of Bonds issued pursuant to the Resolution hereinabove described.

 Registration Agent

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

 Authorized Officer

(FORM OF ASSIGNMENT)

 FOR VALUE RECEIVED, the undersigned sells, assigns, and transfers unto \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, whose address is \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (Please insert Federal Identification or Social Security Number of Assignee \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_), the within Bond of Williamson County, Tennessee, and does hereby irrevocably constitute and appoint \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, attorney, to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

Dated: \_\_\_\_\_\_\_\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 NOTICE: The signature to this assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature guaranteed:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

NOTICE: Signature(s) must be guaranteed

by a member firm of a Medallion Program

acceptable to the Registration Agent.

 Section 7. Levy of Tax. The County, through its Governing Body, shall annually levy and collect a tax upon all taxable property within the County, in addition to all other taxes authorized by law, sufficient to pay principal of and interest on the Bonds when due, and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay principal and interest coming due on the Bonds in said year. Principal and interest falling due at any time when there are insufficient funds from this tax levy on hand shall be paid from the current funds of the County and reimbursement therefor shall be made out of the taxes hereby provided to be levied when the same shall have been collected. The tax herein provided may be reduced to the extent of any appropriations from other funds, taxes and revenues of the County to the payment of debt service on the Bonds.

# Section 8. Sale of Bonds.

## The Bonds shall be offered by competitive sale, in one or more series, as required by law at a price of not less than ninety-nine percent (99%) of par exclusive of original issue discount, as a whole or in part, from time to time, as shall be determined by the County Mayor in consultation with the Municipal Advisor. The County Mayor is authorized to award the Bonds to the bidder whose bid results in the lowest true interest cost to the County, provided the rate or rates on none of the Bonds exceeds the maximum interest rate permitted by applicable law at the time of the sale of the Bonds or any series thereof. The award of the Bonds by the County Mayor to the lowest bidder shall be binding on the County, and no further action of the Governing Body with respect thereto shall be required.

## The County Mayor is further authorized with respect to Bonds, or any series thereof:

#### change the dated date of the Bonds, to a date other than the date of issuance of the Bonds;

#### to designate the Bonds, or any series thereof, to a designation other than “General Obligation Public Improvement and School Bonds” and to specify the series designation of the Bonds, or any series thereof;

#### change the first interest payment date on the Bonds or any series thereof to a date other than April 1, 2022, provided that such date is not later than twelve months from the dated date of such series of Bonds;

#### adjust the principal and interest payment dates and the maturity amounts of the Bonds, or any series thereof, provided that (A) the total principal amount of all series of the Bonds does not exceed the total amount of Bonds authorized herein; (B) the final maturity date of each series shall not exceed the 21st fiscal year following the fiscal year of such series; (C) the principal payment dates and amounts of any series of Bonds shall be structured so that the resulting debt service on such series of Bonds is consistent with the provisions of Section 4 hereof.

#### establish the terms upon which the Bonds will be subject to redemption at the option of the County; and

#### sell the Bonds, or any series thereof, or any maturities thereof as Term Bonds with mandatory redemption requirements corresponding to the maturities set forth herein or as otherwise determined by the County Mayor, as he shall deem most advantageous to the County; and

## The County Mayor is authorized to sell the Bonds, or any series thereof, simultaneously with any other bonds or notes authorized by resolution or resolutions of the Governing Body. The County Mayor is further authorized to sell the Bonds, or any series thereof, as a single issue of bonds with any other bonds with substantially similar terms authorized by resolution or resolutions of the Governing Body, in one or more series as he shall deem to be advantageous to the County and in doing so, the County Mayor is authorized to change the designation of the Bonds to a designation other than “General Obligation Public Improvement and School Bonds”; provided, however, that the total aggregate principal amount of combined bonds to be sold does not exceed the total aggregate principal amount of Bonds authorized by this resolution or bonds authorized by any other resolution or resolutions adopted by the Governing Body.

## The form of the Bond set forth in Section 6 hereof, shall be conformed to reflect any changes made pursuant to this Section 8 hereof.

## The County Mayor and County Clerk are authorized to cause the Bonds, in book-entry form (except as otherwise permitted herein), to be authenticated and delivered by the Registration Agent to the successful bidder and to execute, publish, and deliver all certificates and documents, including an official statement and closing certificates, as they shall deem necessary in connection with the sale and delivery of the Bonds. The County Mayor is hereby authorized to enter into a contract with the Municipal Advisor, for Municipal Advisory services in connection with the sale of the Bonds and to enter into a contract with Bass, Berry & Sims PLC to serve as bond counsel in connection with the Bonds, in forms approved by the County Mayor as evidenced by his execution thereof.

## Section 9. Disposition of Bond Proceeds.

## (a) The proceeds of the sale of each series of the Bonds shall be paid to the County Trustee to be deposited with a financial institution regulated by the Federal Deposit Insurance Corporation or similar or successor federal agency in one or more special funds, each known as the Public Improvement and School Construction Fund (the “Construction Fund”), or such other designation as shall be determined by the County Mayor to be kept separate and apart from all other funds of the County. The funds in the Construction Fund shall be disbursed solely to (i) pay costs of the Projects or reimburse the County for the prior payment thereof and (ii) pay costs of issuance of the Bonds. Moneys in the Construction Fund shall be invested as directed by the County Trustee in such investments as shall be permitted by applicable law and the earnings thereon shall be retained in the Construction Fund and applied to the purposes described above. Any funds remaining in the Construction Fund following completion of the Projects shall be deposited to the applicable County Debt Service Fund to be used to pay debt service on the Bonds, subject to any modifications by the Governing Body.

##  (b) In accordance with state law, the various department heads responsible for the fund or funds receiving and disbursing funds are hereby authorized to amend the budget of the proper fund or funds for the receipt of proceeds from the issuance of the Bonds, including bond proceeds, accrued interest, reoffering premium, Impact Fees allocated pursuant to Section 13 hereof, and other receipts from this transaction. The department heads responsible for the fund or funds are further authorized to amend the proper budgets to reflect the appropriations and expenditures of the receipts authorized by this resolution.

## (c) The following is an estimate of the non-underwriting costs of issuance of the Bonds (any underwriting discount will be determined by competitive bid):

#

# Section 10. Official Statement; Continuing Disclosure Agreement.

## The officers of the County are hereby authorized and directed to provide for the preparation and distribution of a Preliminary Official Statement and Official Statement describing the Bonds in accordance with the requirements of Rule 15c2-12(e)(3) of the Securities and Exchange Commission (the “Rule”). The officers of the County are authorized, on behalf of the County, to deem the Preliminary Official Statement and the Official Statement in final form, each to be final as of its date within the meaning of the Rule. Notwithstanding the foregoing, no Official Statement is required to be prepared if the Rule does not require it.

## The County hereby covenants and agrees that it will provide annual financial information and material event notices if and as required by the Rule. The County Mayor is authorized to execute at the Closing of the sale of the Bonds a continuing disclosure agreement satisfying the requirements of the Rule. Failure of the County to comply with the continuing disclosure agreement shall not be a default hereunder, but any such failure shall entitle the owner or owners of any of the Bonds to take such actions and to initiate such proceedings as shall be necessary and appropriate to cause the County to comply with the agreement, including the remedies of mandamus and specific performance.

# Section 11. Federal Tax Matters.

## The Bonds will be issued as federally tax-exempt obligations. The County hereby covenants that it will not use, or permit the use of, any proceeds of the Bonds in a manner that would cause the Bonds to be subjected to treatment under Section 148 of the Code, and applicable regulations thereunder, as an “arbitrage bond”. To that end, the County shall comply with applicable regulations adopted under said Section 148. The County further covenants with the registered owners from time to time of the Bonds that it will, throughout the term of the Bonds and through the date that the final rebate, if any, must be made to the United States in accordance with Section 148 of the Code, comply with the provisions of Sections 103 and 141 through 150 of the Code and all regulations proposed and promulgated thereunder that must be satisfied in order that interest on the Bonds shall be and continue to be excluded from gross income for federal income tax purposes under Section 103 of the Code.

## The appropriate officers of the County are authorized and directed, on behalf of the County, to execute and deliver all such certificates and documents that may be required of the County in order to comply with the provisions of this Section related to the issuance of the Bonds.

## It is reasonably expected that the County will reimburse itself for certain expenditures made by it in connection with the Projects by issuing the Bonds. This resolution shall be placed in the minutes of the Governing Body and shall be made available for inspection by the general public at the office of the Governing Body. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

 Section 12. Discharge and Satisfaction of Bonds. If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in any one or more of the following ways, to wit:

 (a) By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

 (b) By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers (“an Agent”; which Agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Federal Obligations, as hereafter defined, the principal of and interest on which, when due and payable, will provide sufficient moneys to pay or redeem such Bonds and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice);

 (c) By delivering such Bonds to the Registration Agent, for cancellation by it;

and if the County shall also pay or cause to be paid all other sums payable hereunder by the County with respect to such Bonds, or make adequate provision therefor, and by resolution of the Governing Body instruct any such Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on such Bonds when due, then and in that case the indebtedness evidenced by such Bonds shall be discharged and satisfied and all covenants, agreements and obligations of the County to the holders of such Bonds shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

 If the County shall pay and discharge the indebtedness evidenced by any of the Bonds in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Federal Obligations deposited as aforesaid.

 Except as otherwise provided in this Section, neither Federal Obligations nor moneys deposited with the Registration Agent pursuant to this Section nor principal or interest payments on any such Federal Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and interest on said Bonds; provided that any cash received from such principal or interest payments on such Federal Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the County as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Federal Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on said Bonds on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the County, as received by the Registration Agent. For the purposes of this Section, Federal Obligations shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, which bonds or other obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

Section 13. Allocation of Impact Fees to Public Improvement Expenses. The Governing Body hereby determines to defray the costs of the Projects listed below by allocating and appropriating Impact Fees thereto:

|  |  |  |  |
| --- | --- | --- | --- |
| Project Identification | Portion | Project Expense | Portion of Expense to be Defrayed by Impact Fees |
| Ravenwood and Summit Expansions | FSSD | Capital improvements costs | $209,819.63 |
|  |  |  |  |
| Ravenwood and Summit Expansions | Non-FSSD | Capital improvements costs | $7,790,180.37 |

Impact Fees which have been allocated for the purpose of defraying capital acquisition, construction and improvements costs of a Project will be applied to the payment of such capital costs prior to the application of Bond proceeds to such capital costs. The County’s finance and school officials are authorized and directed to maintain records detailing the allocation of all Impact Fees to the Project Expenses described above.

Section 14. Resolution a Contract. The provisions of this resolution shall constitute a contract between the County and the registered owners of the Bonds, and after the issuance of the Bonds, no change, variation or alteration of any kind in the provisions of this resolution shall be made in any manner until such time as the Bonds and interest due thereon shall have been paid in full.

 Section 15. Authorization of Additional Actions. The officers of the County are hereby authorized and directed to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of and intent of this Resolution.

 Section 16. Separability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

 Section 17. Repeal of Conflicting Resolutions and Effective Date. All other resolutions and orders, or parts thereof, in conflict with the provisions of this resolution are, to the extent of such conflict, hereby repealed and this resolution shall be in immediate effect from and after its adoption.

 Adopted and approved this 11th day of October, 2021.

 /s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-9 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

RESOLUTION NO. 10-21-10

 Commissioner Smith moved to accept Resolution No. 10-21-10, seconded by Commissioner Ausbrooks.

**RESOLUTION OF THE WILLIAMSON COUNTY BOARD OF COUNTY COMMISSIONERS' APPROVAL OF AN INTENT TO FUND $150,000,000.00 FOR EXPANSION, RENOVATION AND UPGRADE OF WILLIAMSON MEDICAL CENTER AND ASSOCIATED COSTS**

**WHEREAS,** Williamson County has experienced unprecedented growth in the past thirty years, and expects significant population growth to continue into the foreseeable future; and

**WHEREAS,** Williamson Medical Center opened at its current location in 1986 and has been expanded intermittently to meet the needs for additional space and services, including a parking garage and medical office building; and

**WHEREAS,** The growth of Williamson County is projected to continue for the next twenty years, doubling the current population and the needs for medical services; and

**WHEREAS,**  Williamson Medical Center will pay the principal and interest on any bond financing by Williamson County government related to the expansion of the hospital; and

**WHEREAS,** Williamson County intends to fund the expansion, renovation and upgrade of Williamson Medical Center through tax-exempt bonds, American Rescue Plan Funds, or other sources in an aggregate amount not to exceed One Hundred Fifty Million Dollars ($150,000,000.00); and

**WHEREAS,** it is anticipated that the project will be funded with a tax-exempt bond issue in the latter portion of 2021:

**NOW THEREFORE BE IT RESOLVED,** that the Williamson County Board of County Commissioners meeting in regular session on October 11, 2021 approve an intent to fund an amount not to exceed **$150,000,000** for Expansion, Renovation and Upgrade of Williamson Medical Center, and payment of costs and fees associated with the bond issue;

**BE IT ALSO FURTHER RESOLVED,** that the County Mayor is authorized to enter into a interlocal agreement with Williamson Medical Center requiring Williamson Medical Center to make payments to Williamson County in an amount equal to the principal and interest payments, as well as any associated costs or fees, on any bonds issued pursuant to this resolution; and

**BE IT ALSO FURTHER RESOLVED,** that this resolution shall be placed in the minutes of the Williamson County Board of County Commissioners and made available for inspection by the general public at the office thereof; and that this resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

 /s/ Bert Chalfant /s/ Steve Smith

 County Commissioner County Commissioner

 /s/ Paul Webb /s/ Chad Story

 County Commissioner County Commissioner

 /s/ Betsy Hester /s/ Matt Williams

 County Commissioner County Commissioner

 /s/ Paul Webb

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-10 passed by recorded vote, 20 ‘Yes’ and 1 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Paul Webb |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Matt Williams |
| Brian Beathard | Dwight Jones | Jerry Rainey |  |
| Bert Chalfant | Ricky Jones | Steve Smith | NO |
| Meghan Guffee | David Landrum | Chad Story | Barb Sturgeon |
| Judy Herbert | Beth Lothers | Tom Tunnicliffe |  |

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

RESOLUTION NO. 10-21-11

 Commissioner Smith moved to accept Resolution No. 10-21-11, seconded by Commissioner Ausbrooks.

**INITIAL RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED $150,000,000 OF GENERAL OBLIGATION BONDS OF WILLIAMSON COUNTY, TENNESSEE**

BE IT RESOLVED by the Board of County Commissioners of Williamson County, Tennessee (the "County") that for the purpose of providing funds for the (i) design, construction, improvement, renovation and equipping of facilities for the Williamson Medical Center; (ii) payment of engineering, legal, fiscal and administrative costs incident to the foregoing (collectively, the “Projects”); (iii) payment of the principal of and interest on any bond anticipation notes issued for the costs of the Projects; (iv) payment of capitalized interest on the bonds during the completion of the Projects; and (v) payment of costs incident to the issuance and sale of the bonds authorized herein; there shall be issued bonds of the County in an aggregate principal amount of not to exceed $150,000,000, which bonds shall bear interest at a rate or rates per annum not to exceed the maximum rate or rates permitted by Tennessee law, and shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County.

BE IT FURTHER RESOLVED by the Board of County Commissioners of Williamson County, Tennessee that the County Clerk be, and is, hereby directed and instructed to cause the foregoing initial resolution relative to the issuance of not to exceed $150,000,000 general obligation bonds to be published in full in a newspaper having a general circulation in the County, for one issue of said paper followed by the statutory notice, to-wit:

N O T I C E

The foregoing resolution has been adopted. Unless within twenty (20) days from the date of publication hereof a petition signed by at least ten percent (10%) of the registered voters of the County shall have been filed with the County Clerk protesting the issuance of the bonds, such bonds will be issued as proposed.

Elaine H. Anderson, County Clerk

Adopted and approved this 11th day of October, 2021.

 /s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-11 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

LATE-FILED RESOLUTION NO. 10-21-15

 Commissioner Smith moved to accept Late-Filed Resolution No. 10-21-15, seconded by Commissioner Tunnicliffe.

**RESOLUTION APPROPRIATING AND AMENDING THE 2021-22 SOLID WASTE BUDGETBY $38,340 - REVENUE TO COME FROM UNAPPROPRIATED SOLID WASTE/SANITATION FUND BALANCE**

**WHEREAS,** Williamson County operates a Solid Waste/Sanitation Landfill; and,

**WHEREAS,** the Landfill Director and the Operations Manager have submitted letters of resignation to effectuate their retirement; and,

**WHEREAS,** these individuals are long-term employees who have accumulated substantial vacation time and funds need to be appropriated to allow for payment of these accrued benefits

**NOW, THEREFORE, BE IT RESOLVED,** that the 2021-22 Solid Waste/Sanitation budget be amended, as follows:

 **EXPENDITURES:**

 Salary-Supervisor/Director $ 20,590

 (116.55710.510500.00000.00.00.00)

 Salary- Deputies $ 17,750

 (116.55710.510600.00000.00.00.00) **$ 38,340**

**REVENUES:**

 Unappropriated Solid Waste/Sanitation Fund Balance

 (116.00000.390000.00000.00.00.00) **$ 38,340**

/s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Human Resources Committee For: 5 Against: 0\_

Budget Committee For: 5 Against: 0\_

 Late-Filed Resolution No. 10-21-15 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

OTHER

RESOLUTION NO. 10-21-12

 Commissioner Smith moved to accept Resolution No. 10-21-12, seconded by Commissioner Dwight Jones.

**RESOLUTION AMENDING THE DEBT MANAGEMENT POLICY OF** **WILLIAMSON COUNTY, TENNESSEE**

**WHEREAS,** the Tennessee State Funding Board (the “Funding Board”) requires that each local government in the State of Tennessee adopt a debt management policy consistent with the Funding Board requirements; and

**WHEREAS,** the County Commission (the “Governing Body”) of Williamson County, Tennessee (the “County”) has heretofore adopted a debt management policy tailored to the needs of the County; and

**WHEREAS,** the Governing Body wishes to amend and restate its debt management policy to conform to the changes in Tennessee law regarding local government leases and other public finance matters set forth in the General Assembly’s 2021 Public Chapters 128, 196 and 256;

# **NOW, THEREFORE, BE IT RESOLVED** by the Governing Body of the County that the County’s debt management policy is hereby amended and restated as set forth in Exhibit A.

# **BE IT FURTHER RESOLVED** that this Resolution and this amended and restated debt management policy shall take effect immediately from and after the adoption of this resolution, the welfare of the County requiring it.

Adopted and approved this 11th day of October, 2021.

 /s/ Steve Smith

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-12 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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RESOLUTION NO. 10-21-13

 Commissioner Story moved to accept Resolution No. 10-21-13, seconded by Commissioner Dwight Jones.

**RESOLUTION AUTHORIZING THE WILLIAMSON COUNTY MAYOR TO EXECUTE AN AGREEMENT WITH SCHNEIDER ELECTRIC FOR INVESTMENT GRADE AUDIT**

**WHEREAS,** Williamson County, Tennessee (“County”) is a governmental entity that is authorized to enter into contracts with private entities for the provision of services; and

**WHEREAS,** Tennessee Code Annotated, Section 5-14-108 provides the county legislative body shall approve contracts for services that entail expenditures that exceed the current fiscal year; and

**WHEREAS,** Schneider Electric is an international company that provides energy management studies and solutions; and

**WHEREAS,** the Williamson County Board of Commissioners finds it is in the interest of the citizens of Williamson County to authorize the Williamson County Mayor to execute an agreement with Schneider Electric to conduct an investment grade audit for the purpose of identifying energy savings and efficiencies:

**NOW THEREFORE, BE IT RESOLVED,** that the Williamson County Board of Commissioners, meeting in regular session this the 11th day of October, 2021, hereby authorizes the Williamson County Mayor to execute an agreement with Schneider Electric and all other documents required for the provision of energy saving related services.

 /s/ Chad Story

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Property Committee For: 5 Against: 0\_

Budget Committee For: 5 Against: 0\_

 Resolution No. 10-21-13 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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RESOLUTION NO. 10-21-14

 Commissioner Story moved to accept Resolution No. 10-21-14, seconded by Commissioner Tunnicliffe.

**RESOLUTION TO OVERRULE THE DENIAL OF THE**

**CITY OF FRANKLIN PLANNING DEPARTMENT’S ACTION REGARDING THE**

**PROPOSED AGRICULTURAL EXPOSITION PARK SIGN**

**WHEREAS,**Williamson County owns and operates the Williamson County Agricultural Exposition Park located at 4215 Long Lane, Franklin, Tennessee (“Ag Expo Park”); and

**WHEREAS,**pursuant to *Tennessee Code Annotated, Section 13-4-104*, a county legislative body may overrule a municipalities planning’s decision by a majority vote of its members;and

**WHEREAS,** Columbia Neon Co., Inc., on behalf of Williamson County, submitted a request to the City of Franklin Planning Department for approval of the construction of a monument sign at the Ag Expo Park, to provide additional space to accommodate visitors to the Ag Expo Park; and

**WHEREAS,** on September 13, 2021, the Franklin Planning Department denied a plan to construct the monument sign based on several conditions that were not met (list of conditions are included as Attachment A and made a part of this resolution) and action for approval of this type of sign is achieved at staff level and does not go before the Franklin Municipal Planning Commission; and

**WHEREAS,** the Williamson County Board of Commissioners finds that the conditions placed on Williamson County’s application for the proposed monument sign would reduce the size of the sign as well as the type of sign needed at the Ag Expo Park:

**NOW, THEREFORE, BE IT RESOLVED,** the Board of County Commissioners of Williamson County meeting on this the 11th day of October, 2021, by a majority vote of its members, hereby overrules the City of Franklin Planning Department’s conditions detailed in Attachment A required for approval of Williamson County's plan for the construction of a monument sign at the Agricultural Exposition Park;

**AND FURTHER, BE IT RESOLVED** that a copy of this resolution and Attachment A be forwarded to the City of Franklin Planning Department to obtain its building permits to proceed with the construction of the monument sign.

 /s/ Chad Story

 County Commissioner

COMMITTEES REFERRED TO AND ACTION TAKEN:

Property Committee For: 5 Against: 0\_

 Resolution No. 10-21-14 passed by unanimous recorded vote, 21 ‘Yes’ and 0 ‘No’ as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| YES | YES | YES | YES |
| Sean Aiello | Betsy Hester | Jennifer Mason | Tom Tunnicliffe |
| Dana Ausbrooks | Keith Hudson | Chas Morton | Paul Webb |
| Brian Beathard | Dwight Jones | Jerry Rainey | Matt Williams |
| Bert Chalfant | Ricky Jones | Steve Smith |  |
| Meghan Guffee | David Landrum | Chad Story |  |
| Judy Herbert | Beth Lothers | Barb Sturgeon |  |

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 Commissioner Webb moved to adjourn, seconded by Commissioner Landrum. Motion passed by unanimous voice vote.

 Meeting Adjourned – 9:00 p.m.