



Atchison County Commission Meeting

Atchison County Courthouse
423 North 5th St
Atchison, Kansas 66002
[October 25, 2016]
AGENDA

Commissioner Jeff Schuele, 1st District

Commissioner Eric Noll, 2nd District

Chairman Henry W. Pohl, 3rd District

1. Call To Order

The County Commission is called to order by the Chairman

2. Presentation And Approval Of Claims

3. Pledge Of Allegiance

4. Reading And Approval Of Minutes

Approval of Minutes from Last commission meeting

4.1. Commission Minutes, October 18, 2016

**Disclaimer-This document represents the "unofficial" minutes of the Atchison County Board of Commissioners. At this point it is a working document and does not become official until the Board approves the minutes at a subsequent meeting. It is to be used for informational purposes only.*

Documents:

[10182016.PDF](#)
[RESOLUTION 2016-1421.PDF](#)

5. Commissioner Comments And Committee Reports

6. Reports Of Elected Officials And Department Heads

7. New Business Before The Board

7.1. 1:15 PM Seth Howard, Road And Bridge Superintendent
Signing Bridge Project on 266th road

7.2. 1:30 PM Bid Opening Lease Purchase

bids from banks on a lease purchase for two dump trucks and tractor mower for Road and Bridge Department

- 7.3.** 2:00 PM Staci Joice, Solid Waste Supervisor
Discussion of used oil barrel
- 8.** Old Or Unfinished Business Before The Board
- 9.** County Counselor Updates
- 10.** Public Comment
- 11.** Executive Sessions (Time Reserved For Executive Sessions)
- 12.** Presentation Of Petitions, Memorials, And Remonstrance's
- 13.** Introduction And Consideration Of Resolutions
- 14.** Notices And Communications
- 15.** Adjournment

Tuesday, October 18, 2016

Pursuant to the law, the board met in regular session at 1:00 pm on the 1st floor of the courthouse with Chairman Bill Pohl calling the meeting to order, along with Commissioners Eric Noll and Jeff Schuele present along with Pat Henderson, County Counselor present and County Clerk Pauline M Lee recording the minutes.

Board recited the pledge of allegiance before the meeting.

Board reviewed the minutes of October 11, 2016, Commissioner Schuele had a spelling error on page 2 paragraph 1 from signifiante to significant and Commissioner Noll on page 2 on the paragraph with Melissa Crane from future classed to future classes, Commissioner Schuele made the motion to approve with the corrections and Commissioner Noll second and Chairman Pohl called for a vote, all voted aye, motion carried, 3-0.

Committee reports; Commissioner Noll said he attended a NEKES board meeting last Thursday, they are one short in a tech, they will be advertising for a new one, Chairman Pohl said he attended a JCAB meeting in Leavenworth, Lucas Schmalbeck who was interium is now director, communication is better. Commissioner Schuele said he attended a Chamber Wednesday, October 12, still discussing long term planning also talked on 2nd vice chairman position, chamber board decided not to approve position, not in the by laws.

Pauline Lee, County Clerk presented to the board a purchase order for joint communication department from AT&T on annual maintenance in the amount of \$12,000.00, Commissioner Schuele asked about why on the bill it states contract from July 1 2016 thru July 1, 2017 and bill was sent out in September and we are just now paying it, Board called and ask Kim Pruett, Joint Communication Director to come over to ask her about the bill, Kim said this is the first bill she has received this year, Commissioner Schuele didn't think it was not good practice to send a bill after the start of the contract, Commissioner Noll said that will have to pay it is for 911 phone system, have Kim call AT&T and ask why didn't receive on time. Commissioner Noll made a motion to approve the purchase order in the amount of \$12,000.00 to AT&T for 911 annual maintenance, Chairman Pohl second and called for a vote, both Commissioner Noll and Chairman Pohl voted aye, Commissioner Schuele voted nay, reason not goo practice to send bill after start of contract, motion carried 2-1.

Seth Howard, Road and Bridge Superintendent appeared with a quote on road name signs and corner marker posts, total cost \$11,304.00 from National Sign Co. Commissioner Schuele made a motion to approve the request as presented with Commissioner Noll second and Chairman Pohl calling for a vote, all voted aye, motion carried, 3-0.

Seth also had a figure on the replacement of culvert project on 210th road formerly old highway 74, it is a 50/50 with the state, box culvert cost of \$41,000 does not include labor, Seth said the road department is planning on putting it in will need someone to take old one out, Commissioner Schuele made a motion to approve the request for culvert replacement on 210th road formerly old highway 74 for an aluminum box culvert in the amount of \$41,000, Commissioner Noll second with Chairman Pohl calling for a vote, all voted aye, motion carried, 3-0.

Chairman Pohl asked Seth about the money that is in the Special Highway fund, Seth said he had that set aside for next year to do work on 286th road.

At 1:30 pm board met with Roger Edgars, George K. Baum & Company, he presented a refinancing presentation to go over on the refinancing of the Sports complex bonds, in 2007 county financed bonds for a sports complex, in 2012 board refinanced the bonds for a lower interest rate of 3.60% and after talking with the Capital One concerning refinancing they agreed to a lower interest rate, and after discussion with Exchange Bank since they are the trustees of the account, learned that the county has approximately \$83,062.47 in surplus sales tax which can be used to pay off a portion of the outstanding bonds in advance. Benefits of the refinancing are lower interest rate which save county approximately \$271,488 in interest savings, monthly bond payments remain unchanged interest rate reduced from 3.60% to 2.60% and also did a provision to fund maintenance reserve for the fields. Mr Edgars said that the county will need to sign off on a resolution authorizing Atchison County to issue its sales tax refunding revenue bonds, series 2016-A and approving the form of and authorizing the execution of a first supplemental bond trust indenture and certain other documents and authorizing certain other actions to be taken in connection therewith on the refinancing of the bonds.

Pat Henderson, County Counselor asked Mr. Edgars about a modification on audit cost, if there was one put into the agreement to pay for future audits, Mr. Edgar said he did not know would have to talk with bond counsel, But Mr. Edgars did say

that the past audit cost that the county had to incur last year can be paid from the savings.

Mr. Edgars also presented to the board the placement agent engagement agreement, he said he brought it the last time he was there but board did not take action on it, he needs it signed so that they can move forward on the refinancing. Board asked Pat Henderson, County Counselor if there was any problem on the agreement, Pat said he did not see any problem. Commissioner Schuele made a motion to have Chairman Pohl sign in behalf of the County on the placement agent engagement agreement with George K Baum & Company, Commissioner Noll second with Chairman Pohl calling for a vote, all voted aye, motion carried, 3-0.

Board was presented with Resolution 2016-1421 authorizing Atchison County Kansas to issue its sales tax refunding revenue bonds, series 2016-1 and to refinance them, Commissioner Noll made the motion to approve Resolution 2016-1421 as presented and attached to the minutes with Commissioner Schuele second and Chairman Pohl calling for a vote, all voted aye, motion carried, 3-0.

Board approved payroll for the week

Board signed off on invoices to be paid for the week.

Commissioner

Pat Henderson, County Counselor asked the board for an attorney client executive session for 30 minutes, Commissioner Schuele made the motion to go into executive session for thirty minutes and to come out at 2:50 pm on an attorney client privilege with County Counselor Pat Henderson being present, Commissioner Noll second with Chairman Pohl calling for a vote, all voted aye, motion carried. 3-0.

Commissioner Noll made a motion to come out of executive session and back into regular session at 2:53 pm with Commissioner Schuele second and Chairman Pohl calling for a vote, all voted, aye, motion carried, 3-0.

Commissioner Schuele made a motion to adjourn at 2:55 pm with Commissioner Noll second and Chairman Pohl calling for a vote, all voted aye, motion carried.

Attest: Pauline M Lee, County Clerk

2016-1421

RESOLUTION NO. []

A RESOLUTION AUTHORIZING ATCHISON COUNTY, KANSAS TO ISSUE ITS SALES TAX REFUNDING REVENUE BONDS, SERIES 2016-A; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION OF A SECOND SUPPLEMENTAL BOND TRUST INDENTURE AND CERTAIN OTHER DOCUMENTS; AND AUTHORIZING CERTAIN OTHER ACTIONS TO BE TAKEN IN CONNECTION THEREWITH.

WHEREAS, Atchison County, Kansas (the "County") is a political subdivision, duly created, organized and existing under the Constitution and the laws of the State; and

WHEREAS, the County is authorized under K.S.A. 12-187 *et seq.*, as amended (the "Act"), to submit to the electors of the County the question of imposing a Countywide retailers' sales tax and to issue and sell sales tax revenue bonds of the County to evidence such indebtedness for the purpose of financing the construction and maintenance of sports and recreational facilities in the County, with said sales tax to expire when funds have been collected to pay all costs incurred with the financing such improvements; and

WHEREAS, pursuant to the Act and Resolution No. 1268 adopted by the Board of County Commissioners (the "Board") of the County, a special question election was held on August 1, 2006, on the question of whether to: (i) impose a one-fourth percent (0.25%) retailers' sales tax (the "Sales Tax") for the purpose of financing the cost of constructing and maintenance of sports and recreational facilities in the County and making all other necessary improvements appurtenant thereto (the "Project"), collection of such Sales Tax to commence on January 1, 2007 and expire upon the payment of all costs incurred in the financing of such construction of the Project (including the retirement of any bonds issued and payable from such sales tax); and (ii) issue sales tax revenue bonds to pay the costs of the Project and related reserves and financing costs; and it was found and determined that more than a majority of the qualified electors of the County voting on the question had voted in favor of the question; and

WHEREAS, the collection of the Sales Tax commenced on January 1, 2007; and

WHEREAS, the County has heretofore issued its Sales Tax Revenue Bonds, Series 2007-A (the "Series 2007-A Bonds"), in order to provide funds to finance the Project and related reserves and financing costs, and has issued its Sales Tax Refunding Revenue Bonds, Series 2012 (the "Series 2012 Bonds"), in order to provide funds to refund the Series 2007-A Bonds; and

WHEREAS, due to the current interest rate environment, the County has the opportunity to issue its refunding revenue bonds in order to achieve an interest cost savings on all or a portion of the debt represented by the Series 2012 Bonds currently outstanding (the "Refunded Bonds"); and

WHEREAS, the Board hereby further finds and determines it advisable to authorize the issuance of its Sales Tax Refunding Revenue Bonds, Series 2016-A (the "Series 2016-A Bonds"), to provide funds to refund the Refunded Bonds and pay associated financing costs; and

WHEREAS, the Board hereby further finds and determines it necessary and desirable in connection with the issuance of the Series 2016-A Bonds to enter into a Second Supplemental bond trust indenture with the trustee named therein to provide further security for the Series 2016-A Bonds and enter into certain other documents relating to the issuance of the Series 2016-A Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ATCHISON COUNTY, KANSAS:

Section 1. Definitions of Words and Terms. In addition to the words and terms defined elsewhere in this Bond Resolution, the following words and terms as used in this Bond Resolution shall have the following meanings, unless some other meaning is plainly intended:

“Act” means the Constitution and Statutes of the State of Kansas, including K.S.A. 10-116a and K.S.A. 12-187 *et seq.*, as amended.

“Board” means the Board of County Commissioners of the County.

“Bond Resolution” means this Bond Resolution as amended and supplemented, and any Supplemental Bond Resolutions adopted in accordance with the provisions of this Bond Resolution.

“Chairman” means the Chairman of the Board, or the absence of the Chairman, any duly appointed Vice-Chairman or Acting Chairman.

“Clerk” means the County Clerk of Atchison County, Kansas, or the absence of the County Clerk, any duly appointed Deputy or Acting County Clerk.

“County” means Atchison County, Kansas.

“Dated Date” means, with respect to the Series 2016-A Bonds, the date of issuance thereof as set forth in the Second Supplemental Indenture.

“First Supplemental Indenture” means the First Supplemental Bond Trust Indenture, dated as of May 1, 2012, between the County and the Trustee and relating to the issuance of the Series 2012 Bonds, as may be amended or supplemented.

“Indenture” means collectively the Bond Trust Indenture, dated as of March 15, 2007, between the County and the Trustee, the First Supplemental Indenture, the Second Supplemental Indenture and any additional Supplemental Indenture authorized pursuant thereto.

“Project” means the construction and maintenance of sports and recreational facilities in the County and the making of all other necessary improvements appurtenant thereto authorized by the special question election held in the County on August 1, 2006.

“Purchaser” means, with respect the Series 2016-A Bonds, Capital One Public Funding, LLC, Melville, New York.

“Refunded Bonds” means the Outstanding Series 2012 Bonds.

“Sales Tax” means the one-fourth percent (0.25%) Countywide retailers’ sales tax collected within the boundaries of the County which was authorized under the Act by the special question election held August 1, 2006.

“Second Supplemental Indenture” means the Second Supplemental Bond Trust Indenture, dated as of the Dated Date, between the County and the Trustee and relating to the Series 2016-A Bonds, as may be amended or supplemented.

“Series 2007-A Bonds” means the County's Sales Tax Revenue Bonds, Series 2007-A, dated as of March 15, 2007.

“Series 2012 Bonds” means the County's Sales Tax Refunding Revenue Bonds, Series 2012, dated as of May 1, 2012.

“Series 2016-A Bonds” means the County's Sales Tax Refunding Revenue Bonds, Series 2016-A, dated as of the Dated Date.

“State” means the State of Kansas.

“Transaction Documents” means this Bond Resolution, the Series 2016-A Bonds, the Indenture and any and all other documents or instruments that evidence or are a part of the transactions referred to herein or contemplated hereby; and any and all future renewals and extensions or restatements of, or amendments or supplements to, any of the foregoing; provided, however, that when the words “Transaction Documents” are used in the context of the authorization, execution, delivery, approval or performance of Transaction Documents by a party hereto, the same shall mean only those Transaction Documents that provide for or contemplate authorization, execution, delivery, approval or performance by such party.

“Trust Estate” means the Trust Estate as defined in the Indenture.

“Trustee” means Exchange National Bank & Trust Co., Atchison, Kansas, its successors and assigns.

Section 2. Rules of Interpretation.

(a) Unless the context shall otherwise indicate, words importing the singular number shall include the plural and vice versa, and words importing persons shall include firms, associations and corporations, including public bodies, as well as natural persons.

(b) Wherever in this Bond Resolution it is provided that any party shall or will make any payment or perform or refrain from performing any act or obligation, each such provision shall, even though not so expressed, be construed as an express covenant to make such payment or to perform, or not to perform, as the case may be, such act or obligation.

(c) All references in this instrument to designated “Articles,” “Sections” and other subdivisions are, unless otherwise specified, to the designated Sections and subdivisions of this instrument as originally executed. The words “herein,” “hereof,” “hereunder” and other words of similar import refer to this Bond Resolution as a whole and not to any particular Section or subdivision.

(d) The Table of Contents and the Section headings of this Bond Resolution shall not be treated as a part of this Bond Resolution or as affecting the true meaning of the provisions hereof.

Section 3. Findings and Determinations. The County hereby finds and determines that the issuance of the Series 2016-A Bonds under the Act to provide funds to refund the Refunded Bonds and pay associated financing costs are in the public interest and within the power and authority vested in the County under the Act and will be in furtherance of the objectives and public purposes of the Act.

Section 4. Authorization of the Series 2016-A Bonds. For the purposes of financing the refunding of the Refunded Bonds and related reserves and financing costs, the County hereby authorizes the issuance and sale, pursuant to the Act, of its Sales Tax Refunding Revenue Bonds, Series 2016-A,

dated the Dated Date, in the aggregate principal amount of not to exceed \$3,650,000. The Series 2016-A Bonds shall be issued in such form, shall mature or be subject to redemption on the dates and in the principal amounts, shall bear interest at rate or rates of interest, not to exceed 2.60%, shall be payable, and shall be issued, executed and delivered in such manner and subject to such provisions, covenants and agreements, as are set forth in the hereinafter authorized Second Supplemental Indenture. The Series 2016-A Bonds shall be issued under and equally and ratably secured both as to principal and interest by the Indenture. The Indenture provides a complete description of the pledged property and revenues constituting the Trust Estate, the nature and extent of the security for the Series 2016-A Bonds, a statement of the terms and conditions on which the Series 2016-A Bonds are to be issued and secured, the rights, duties, obligations and immunities of the County, the rights, duties, obligations and immunities of the Trustee, and the rights of the holders or owners of the Series 2016-A Bonds.

Section 5. Security for the Series 2016-A Bonds; Limited Nature of Obligations.

(a) The principal of, redemption premium, if any, and the interest on the Series 2016-A Bonds shall be special limited obligations of the County payable solely and only from, and are secured as to the payment of principal of, redemption premium, if any, and interest on the Series 2016-A Bonds by a pledge by the County to the Trustee pursuant to the Indenture, of the Trust Estate in favor of the holders or owners of the Series 2016-A Bonds, and such payments, revenues and receipts shall be pledged and assigned to the Trustee as security for the payment of the Series 2016-A Bonds as provided in the Indenture.

(b) The principal of, redemption premium, if any, and the interest on the Series 2016-A Bonds shall not be a debt or general obligation of the County, the State or any municipal corporation or political subdivision thereof, or the Trustee, and neither the Series 2016-A Bonds, the interest thereon, nor any judgment thereon or with respect thereto, are payable in any manner from unlimited tax revenues of any kind or character, other than the Sales Tax. The principal of, redemption premium, if any, and interest on the Series 2016-A Bonds shall not constitute an indebtedness or a pledge of the faith and credit of the County, the State or any municipal corporation or political subdivision thereof, within the meaning of any constitutional or statutory limitation or restriction.

(c) No provision, covenant or agreement contained in this Bond Resolution, the Indenture or the Series 2016-A Bonds, or any obligation therein or herein imposed upon the County, or the breach thereof, shall constitute or give rise to or impose upon the County a pecuniary liability or a charge upon its general credit. In making the agreements, provisions and covenants set forth in this Bond Resolution, the County has not obligated itself except with respect to the Trust Estate established in the Indenture and the application of the revenues and receipts therefrom as hereinabove provided. Neither the officers, directors, agents or employees of the County nor any person executing the Series 2016-A Bonds shall be liable personally on the Series 2016-A Bonds by reason of the issuance thereof.

Section 6. Authorization of Indenture and Other Documents. The County is hereby authorized to enter into the following documents, in substantially the form presented and reviewed by the County at this meeting (copies of which documents shall be filed with the records of the County), with such final terms and such changes therein as shall be approved by the officers of the County executing such documents, such officers' signatures thereon being conclusive evidence of their approval thereof:

(a) Second Supplemental Bond Trust Indenture, dated as of the Dated Date, between the County and the Trustee; and

(b) Such other Transaction Documents and certificates as may be deemed by the Chairman or Clerk necessary in order to provide for the issuance and delivery of the Series 2016-A Bonds.

Section 7. Authorization of Letter of Instructions. The Chairman and Clerk are each hereby authorized and directed to execute a letter of instructions or certificate (a) requesting and authorizing the Trustee to authenticate and deliver the Series 2016-A Bonds to the Purchaser, (b) directing the Trustee as to the deposit of the proceeds of the Series 2016-A Bonds, (c) directing the Trustee as to the application of the proceeds of the Series 2016-A Bonds, and (d) setting forth how proceeds deposited in certain funds and accounts shall be invested and, in connection with said investments, authorizing the purchase of certain securities in accordance with the terms of the Second Supplemental Indenture.

Section 8. Execution of Bonds and Documents. The Chairman is hereby authorized and directed to execute the Series 2016-A Bonds, manually or by facsimile signature, and to deliver the Series 2016-A Bonds to the Trustee for authentication for and on behalf of and as the act and deed of the County in the manner provided in the Indenture. The Chairman and Clerk of the County are each hereby authorized and directed to execute and deliver the Transaction Documents for and on behalf of and as the act and deed of the County. The Clerk of the County is hereby authorized and directed to attest, manually or by facsimile signature, to the Series 2016-A Bonds and the Transaction Documents and such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Bond Resolution.

Section 9. Immunity of Officers, Employees and Agents of County. No recourse shall be had for the payment of the principal of, redemption premium, if any, or interest on any of the Series 2016-A Bonds or for any claim based thereon or upon any obligation, covenant or agreement in this Bond Resolution or other County document contained against any past, present or future officer, employee or agent of the County, or of any successor public corporation, as such, either directly or through the County or any successor public corporation, under any rule of law or equity, statute or constitution, or by the enforcement of any assessment or penalty or otherwise, and all such liability of any such officers, employees or agents as such is hereby expressly waived and released as a condition of and consideration for the execution of this Bond Resolution and the issuance of the Series 2016-A Bonds.

Section 10. Limitation on County Obligations.

Any other term or provision in this Bond Resolution, in the Transaction Documents or elsewhere to the contrary notwithstanding:

(a) Any and all obligations (including without limitation, fees, claims, demands, payments, damages, liabilities, penalties, assessments and the like) of or imposed upon the County or its officers, agents, employees, representatives, advisors or assigns, whether under this Bond Resolution or any of the Transaction Documents or elsewhere and whether arising out of or based upon a claim or claims of tort, contract, misrepresentation, or any other or additional legal theory or theories whatsoever (collectively the "Obligations"), shall in all events be absolutely limited obligations and liabilities, payable solely out of the following, if any, available at the time the Obligation in question is asserted:

- (1) Bond proceeds, investments thereof and investment earnings thereon;
- (2) Payments derived from the Series 2016-A Bonds, this Bond Resolution (including the Trust Estate to the extent provided in the Indenture) and the Indenture (except for the fees and expenses of the County and the County's right to indemnification under the Indenture under certain circumstances); and
- (3) The Sales Tax.

The above provisions (1), (2) and (3) being collectively referred to as the “exclusive sources of the Obligations.”

(b) The Obligations shall not be deemed to constitute a debt or liability of the State or of any political subdivision thereof within the meaning of any State constitutional provision or statutory limitation and shall not constitute a pledge of the full faith and credit of the State or of any political subdivision thereof, but shall be payable solely from and out of the exclusive sources of the Obligations and shall otherwise impose no liability whatsoever, primary or otherwise, upon the State or any political subdivision thereof or any charge upon their general credit or taxing power. The County has no taxing power other than to impose and collect the Sales Tax.

(c) In no event shall any officer, agent, employee, representative or advisor of the County, or any successor or assign of any such person or entity, be liable, personally or otherwise, for any Obligation.

(d) In no event shall this Bond Resolution be construed as:

(1) Depriving the County of any right or privilege; or

(2) Requiring the County or any officer, agent, employee, representative or advisor of the County to take or omit to take, or to permit or suffer the taking of, any action by itself or by anyone else;

which deprivation or requirement would violate or result in the County being in violation of the Act or any other applicable state or federal law.

Section 11. Severability. If any provision of this Bond Resolution shall be held or deemed to be invalid, inoperative or unenforceable as applied in any particular case in any jurisdiction or jurisdictions or in all jurisdictions, or in all cases because it conflicts with any other provision or provisions hereof or any constitution or statute or rule of public policy, or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance, or of rendering any other provision or provisions herein contained invalid, inoperative or unenforceable to any extent whatever.

Section 12. Governing Law. This Bond Resolution shall be governed exclusively by and construed in accordance with the applicable laws of the State.

Section 13. Further Authority. The Chairman, Clerk and the other officers and representatives of the County, George K. Baum & Company, as Placement Agent and Gilmore & Bell, P.C., as Bond Counsel, are hereby authorized and directed to take such other action as may be necessary to carry out the sale and issuance of the Series 2016-A Bonds.

Section 14. Effective Date. This Bond Resolution shall take effect and be in full force from and after its adoption by the Board.

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ADOPTED by the Board of County Commissioners of Atchison County, Kansas, on October 18, 2016.

(SEAL)



Henry W. Pohl
Henry W. Pohl, Chairman
Commissioner - 3rd District

Jeffrey J. Schuele
Jeffrey Schuele, Commissioner - 1st District

Eric Noll
Eric Noll, Commissioner - 2nd District

Attest:

Pauline M. Lee
Pauline M. Lee, County Clerk

CERTIFICATE

I hereby certify that the above and foregoing is a true and correct copy of Resolution No. 2016-1421 adopted by the Board County Commissioners on October 18, 2016, as the same appears of record in my office.

DATED: October 18, 2016.

Pauline M. Lee
Pauline M. Lee, County Clerk

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