

FORSYTH COUNTY
BOARD OF COMMISSIONERS

**BRIEFING
DRAFT**

MEETING DATE: FEBRUARY 28, 2019

AGENDA ITEM NUMBER: 2 A+B

- SUBJECT:**
- A. NOTICE OF PUBLIC HEARING FOR THE BOARD OF COMMISSIONERS OF THE COUNTY OF FORSYTH, NORTH CAROLINA WITH RESPECT TO EDUCATION REVENUE BONDS (NORTH CAROLINA LEADERSHIP ACADEMY) SERIES 2019 TO BE ISSUED BY THE PUBLIC FINANCE AUTHORITY IN AN AMOUNT NOT TO EXCEED \$30,000,000**
 - B. RESOLUTION APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS EDUCATION REVENUE BONDS (NORTH CAROLINA LEADERSHIP ACADEMY) SERIES 2019 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000**

COUNTY MANAGER'S RECOMMENDATION OR COMMENTS:

SUMMARY OF INFORMATION:

ATTACHMENTS **YES** **NO**

SIGNATURE: _____ **DATE:** _____
COUNTY MANAGER

FORM OF TEFRA NOTICE

NOTICE OF PUBLIC HEARING
FOR THE BOARD OF COMMISSIONERS
OF THE COUNTY OF FORSYTH, NORTH CAROLINA
WITH RESPECT TO EDUCATION REVENUE BONDS
(NORTH CAROLINA LEADERSHIP ACADEMY) SERIES 2019
TO BE ISSUED BY THE PUBLIC FINANCE AUTHORITY
IN AN AMOUNT NOT TO EXCEED \$30,000,000

Notice is hereby given that on February 28, 2019, a public hearing, as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), will be held by the Board of Commissioners of the County of Forsyth, North Carolina (the "Board") with respect to the proposed issuance by the Public Finance Authority (the "Authority"), a commission organized under and pursuant to the provisions of Sections 66.0301, 66.0303 and 66.0304 of the Wisconsin Statutes, as amended, of its Education Revenue Bonds (North Carolina Leadership Academy) Series 2019, in one or more series (the "Series 2019 Bonds"), in an amount not to exceed \$30,000,000. The hearing will commence at 2:00 p.m., or as soon thereafter as the matter can be heard, and will be held in the Commissioners' Meeting Room, Fifth Floor, Forsyth County Government Center, 201 N. Chestnut, Winston-Salem, North Carolina 27101.

The Series 2019 Bonds are expected to be issued pursuant to Section 66.0304 of the Wisconsin Statutes, as amended, by the Authority, and the proceeds from the sale of the Series 2019 Bonds will be loaned to either a North Carolina limited liability company to be formed, of which NC Leadership Charter Academy, Inc. (the "Lessee"), a North Carolina nonprofit corporation and an organization described in Section 501(c)(3) of the Code, is the sole member, or to North Carolina Leadership Academy Foundation, Inc., a North Carolina nonprofit corporation and an organization described in Section 501(c)(3) of the Code (such entity, the "Borrower"), and used for the purpose of (a) financing and refinancing the acquisition of land and the acquisition, construction, renovation, improvement, and equipping of certain charter educational facilities by the Borrower to be leased to the Lessee for use as a charter school known as "North Carolina Leadership Academy," located at 4353 High Point Rd, Kernersville, North Carolina 27284, including approximately 39 acres of land and an existing one-story building containing approximately 49,000 square feet of educational space and a gymnasium, the construction of an approximately 17,200 square foot addition to the existing building to be used for educational space, and the construction of an approximately 45,500 square foot two-story building containing a gymnasium and educational space (collectively, the "Facilities"). The Facilities are located or are to be located at 4353 High Point Rd, Kernersville, North Carolina 27284. The Facilities are or are to be owned by the Borrower and leased to and operated by the Lessee.

The Series 2019 Bonds will be special limited obligations of the Authority payable solely from the loan repayments to be made by the Borrower to the Authority, and certain funds and accounts established by the bond indenture for the Series 2019 Bonds. The County will have no liability for the repayment of the Series 2019 Bonds.

The public hearing will provide an opportunity for all interested persons to express their views, both orally and in writing, on the proposed issuance of the Series 2019 Bonds and the financing of the Facilities. Any person interested in the issuance of the Series 2019 Bonds may appear and be heard or submit written comments. Any person wishing to submit written comments regarding the proposed issuance of the Series 2019 Bonds, the financing of the Facilities or any matter related thereto should do so within 10 days after the date of publication of this notice by mailing said written comments to the Board of Commissioners, c/o Clerk to the Board of Commissioners of the County of Forsyth, North Carolina, 201 North Chestnut Street, Winston-Salem, North Carolina 27101. This notice is given

pursuant to the provisions of Section 147 of the Code. Additional information concerning the Facilities may be obtained from North Carolina Leadership Academy, 4353 High Point Road, Kernersville, North Carolina 27284.

Clerk to the Board of Commissioners
County of Forsyth, North Carolina

**RESOLUTION APPROVING THE ISSUANCE BY THE PUBLIC
FINANCE AUTHORITY OF ITS EDUCATION REVENUE BONDS
(NORTH CAROLINA LEADERSHIP ACADEMY) SERIES 2019 IN AN
AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000**

WHEREAS NC Leadership Charter Academy, Inc. (the "Lessee"), a North Carolina nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), has requested that the Public Finance Authority, a public authority existing under the laws of the State of Wisconsin (the "Authority"), issue its Education Revenue Bonds (North Carolina Leadership Academy) Series 2019, in one or more series (the "Series 2019 Bonds"), in an aggregate principal amount not to exceed \$30,000,000, and loan the proceeds thereof to either a North Carolina limited liability company to be formed, of which the Lessee is the sole member, or to North Carolina Leadership Academy Foundation, Inc., a North Carolina nonprofit corporation and an organization described in Section 501(c)(3) of the Code (such entity, the "Borrower"), for the purpose of, among other things, financing and refinancing the acquisition of land and the acquisition, construction, renovation, improvement, and equipping of certain charter educational facilities by the Borrower to be leased to the Lessee for use as a charter school known as "North Carolina Leadership Academy," located at 4353 High Point Rd, Kernersville, North Carolina 27284, including approximately 39 acres of land and an existing one-story building containing approximately 49,000 square feet of educational space and a gymnasium, the construction of an approximately 17,200 square foot addition to the existing building to be used as educational space, and the construction of an approximately 45,500 square foot two-story building containing a gymnasium and educational space (collectively, the "Facilities");

WHEREAS pursuant to Section 147(f) of the Code, prior to their issuance, the Series 2019 Bonds are required to be approved by the "applicable elected representative" of a governmental unit having jurisdiction over the area in which the Facilities are or are to be located, after a public hearing held following reasonable public notice;

WHEREAS pursuant to the laws under which the Authority was formed, prior to their issuance, bonds issued by the Authority must be approved by the governing body or highest ranking executive or administrator of the political jurisdiction within whose boundaries the Facilities are or are to be located;

WHEREAS the Board of Commissioners (the "Board") of the County of Forsyth, North Carolina (the "County") is the "applicable elected representative" of the County under the Code for the Facilities located within the County;

WHEREAS the Borrower has requested that the Board approve the Authority's issuance of the Series 2019 Bonds and the financing of the Facilities located within the County in order to satisfy the requirements of Section 147(f) of the Code;

WHEREAS the Borrower has requested that the Board approve the financing of the Facilities and the issuance of the Series 2019 Bonds in order to satisfy the requirements of the laws under which the Authority was formed for issuing the Series 2019 Bonds;

WHEREAS the Board has this day held a public hearing regarding the Authority's issuance of the Series 2019 Bonds and the financing of the Facilities, as evidenced by the Certificate and Summary of Public Hearing attached hereto as Exhibit A, and now desires to approve the Authority's issuance of the Series 2019 Bonds and the financing of the Facilities in accordance with the Code;

WHEREAS the Series 2019 Bonds shall not be deemed to constitute a debt of the County or a pledge of the faith and credit of the County, but shall be special limited obligations of the Authority

payable solely from the loan repayments to be made by the Borrower to the Authority, and shall contain on the face thereof a statement to the effect that the County has no liability whatsoever for the repayment of the Series 2019 Bonds, and that neither the faith and credit nor the taxing power of the County is pledged to the payment of the principal of or interest on the Series 2019 Bonds; and

WHEREAS the Board has determined that approval of the issuance of the Series 2019 Bonds is to satisfy the requirements of the Code and of the Authority, and shall in no event constitute an endorsement of the Series 2019 Bonds or the Facilities or the creditworthiness of the Borrower, nor shall such approval in any event be construed to obligate the County for the payment of the principal of or premium or interest on the Series 2019 Bonds or for the performance of any pledge, mortgage or obligation or agreement of any kind whatsoever which may be undertaken by the Authority, or to constitute the Series 2019 Bonds or any of the agreements or obligations of the Authority an indebtedness of the County, within the meaning of any constitutional or statutory provision whatsoever;

NOW, THEREFORE, BE IT RESOLVED, by the Forsyth County Board of Commissioners as follows:

Section 1. The Board hereby approves the Authority's issuance of the Series 2019 Bonds in an aggregate principal amount not to exceed \$30,000,000 and the financing or refinancing of the Facilities.

Section 2. The County has no responsibility for the payment of the principal of or interest on the Series 2019 Bonds or for any costs incurred by the Borrower with respect to the Series 2019 Bonds or the Facilities, and the Series 2019 Bonds do not constitute a debt or pledge of the faith and credit of the County. The approval of the issuance of the Series 2019 Bonds does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Borrower or the Lessee, the feasibility of the Project or the credit quality of the Series 2019 Bonds.

Section 3. The approval of the issuance of the Series 2019 Bonds contained in this resolution is independent of any other approval or approvals by the Board of Commissioners that may be required in connection with the Facilities (the "Additional Approvals"), and nothing contained in this resolution shall be construed to imply that any such Additional Approvals will be granted or to bind the County in any way with respect to any Additional Approvals.

Section 4. This resolution is effective immediately on its passage.

Adopted this 28th day of February, 2019.

STATE OF NORTH CAROLINA)
)
COUNTY OF FORSYTH) ss:

I, _____, Clerk to the Board of Commissioners of the County of Forsyth, North Carolina, **DO HEREBY CERTIFY** that the foregoing is a true copy of so much of the proceedings of the Board of Commissioners of the County of Forsyth, North Carolina at a regular meeting held on February __, 2019, as it relates to the adoption of a resolution entitled "**RESOLUTION APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS EDUCATION REVENUE BONDS (NORTH CAROLINA LEADERSHIP ACADEMY) SERIES 2019 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000**" and the holding of a public hearing related thereto, and that said proceedings will be recorded in the minutes of the Board of Commissioners of the County of Forsyth, North Carolina.

WITNESS my hand and the seal of the County of Forsyth, North Carolina, this the __ day of February, 2019.

Clerk to the Board of Commissioners
County of Forsyth, North Carolina

(SEAL)

EXHIBIT A

Certificate and Summary

The undersigned Clerk of the Board of Commissioners of the County of Forsyth, North Carolina, hereby certifies:

1. Notice of a public hearing (the "Hearing") to be held on February 28, 2019, with respect to the issuance of Bonds by the Public Finance Authority (the "Authority") for the benefit of North Carolina Leadership Academy was published on _____, 2019, in the [_____]. A copy of the Affidavit of Publication of such notice is attached hereto.

2. The presiding officer of the Hearing was _____.

3. The following is a list of the names and addresses of all persons who spoke at the Hearing:

4. The following is a summary of the oral comments made at the Hearing:

IN WITNESS WHEREOF, my hand and the seal of the County of Forsyth, this 28th day of February, 2019.

(SEAL)

Clerk to the Board of Commissioners
County of Forsyth, North Carolina