

**PROCEEDINGS OF THE POLICE JURY, PARISH OF OUACHITA,
STATE OF LOUISIANA, TAKEN AT A SPECIAL CALLED MEETING
HELD THURSDAY, JULY 16, 2009 AT 6:07 P.M.**

The Police Jury of the Parish of Ouachita, State of Louisiana met in a special called legal session in the Ouachita Parish Police Jury Meeting Room, Courthouse Building, Monroe, Louisiana on Thursday, July 16, 2009 at 6:07 p.m., and was duly convened by Mr. Shane Smiley, President, who stated that the Police Jury was ready for the transaction of business.

<u>Members Present</u>	(5)
Charles Jackson	District A
Mack Calhoun	District B
Ruby Blade	District D
Shane Smiley	District E
Pat Moore	District F

<u>Members Absent</u>	(1)
Walt Caldwell	District C

The invocation was given by the president. The Pledge of Allegiance to the flag was led by the president.

The president acknowledged and thanked various visitors of the audience for their support by attending the meeting which included Mayor Jamie Mayo, City of Monroe; Mayor Dave Norris, City of West Monroe; Assessor Rich Bailey, Van Purdue of Community Trust Bank, Grant Schlueter of Foley & Judell, Billy Boles of Boles Law Firm, Sue Nicholson of the Monroe Chamber of Commerce, and Bob Fudikar, Louisiana Economic Development.

The president spoke regarding the process involving the V-Vehicle Car Company coming to the parish. The president recognized Mr. Grant Schlueter of Foley & Judell, L.L.P. Mr. Schlueter spoke regarding the proposed tax and millage. Discussion ensued.

The following resolution was offered by Mr. Smiley and seconded unanimously with Mr. Caldwell absent:

RESOLUTION NO. 09-62

A resolution ordering and calling a special election to be held in the Parish of Ouachita, State of Louisiana, to authorize the levy of a special tax therein; making application to the State Bond Commission in connection therewith; and providing for other matters in connection therewith.

BE IT RESOLVED by the Police Jury of the Parish of Ouachita, State of Louisiana (the "Governing Authority"), acting as the governing authority of the Parish of Ouachita, State of Louisiana (the "Parish"), that:

SECTION 1. Election Call. Subject to the approval of the State Bond Commission, and under the authority conferred by Article VI, Section 26(B) of the Constitution of the State of Louisiana of 1974, the applicable provisions of Chapter 5 and Chapter 6-A of the Louisiana Election Code, and other constitutional and statutory authority, a special election is hereby called and ordered to be held in the Parish on **SATURDAY, OCTOBER 17, 2009**, between the hours of six o'clock (6:00) a.m., and eight o'clock (8:00) p.m., in accordance with the provisions of La. R.S. 18:541, and at the said election there shall be submitted to all registered voters qualified and entitled to vote at the said election under the Constitution and laws of this State and the Constitution of the United States, the following proposition, to-wit:

PROPOSITION
(ECONOMIC DEVELOPMENT)

Summary: Not exceeding 15 year, not exceeding 1.80 mills property tax solely to provide funding for the obligations of Ouachita Parish, the City of Monroe and the City of West Monroe in securing the location of a vehicle manufacturer in, and the expansion of, the old Guide facility; provided, however, upon full payment of said obligations and any bonds issued to provide such funding, the Parish shall cease to levy and collect the Tax for the remainder of the authorized term.

Shall the Parish of Ouachita, State of Louisiana (the "Parish"), levy a special tax of not exceeding one and eighty hundredths (1.80) mills on all property subject to taxation in the Parish (an estimated \$1,445,000 reasonably expected at this time to be collected from the levy of the tax for an entire year), for a period of not exceeding fifteen (15) years, beginning with the year 2009 and ending not later than the year 2023, solely to provide funding for the obligations of the Parish, the City of Monroe and the City of West Monroe in securing the location of a vehicle manufacturer in, and the expansion of, the old Guide facility; provided, however, upon full payment of said obligations and any bonds issued to provide such funding, the Parish shall cease to levy and collect the Tax for the remainder of the authorized term?

SECTION 2. Publication of Notice of Election. A Notice of Special Election shall be published in *The Ouachita Citizen*, a weekly (Thursday) newspaper of general circulation within the Parish, published in West Monroe, Louisiana, and being the official journal of the Parish, once a week for four consecutive weeks, with the first publication to be made not less than forty-five (45) days nor more than ninety (90) days prior to the date of the election, which Notice shall be substantially in the form attached hereto as "Exhibit A" and incorporated herein by reference the same as if it were set forth herein in full.

SECTION 3. Canvass. This Governing Authority shall meet at its regular meeting place, the Police Jury Room of the Courthouse, Monroe, Louisiana, on **TUESDAY, OCTOBER 20, 2009**, at **FIVE-THIRTY O'CLOCK (5:30) P.M.**, and shall then and there in open and public session proceed to examine and canvass the returns and declare the result of the said special election.

SECTION 4. Polling Places. The polling places set forth in the aforesaid Notice of Special Election are hereby designated as the polling places at which to hold the said election, and the Commissioners-in-Charge and Commissioners, respectively, will be the same persons as those designated in accordance with law.

SECTION 5. Election Commissioners; Voting Machines. The officers designated to serve as Commissioners-in-Charge and Commissioners pursuant to Section 4 hereof, or such substitutes therefore as may be selected and designated in accordance with La. R.S. 18:1287, shall hold the said special election as herein provided, and shall make due returns of said election for the meeting of the Governing Authority to be held on Tuesday, October 20, 2009, as provided in Section 3 hereof. All registered voters in the Parish will be entitled to vote at the special election, and voting machines shall be used.

SECTION 6. Authorization of Officers. The Secretary of the Governing Authority is hereby empowered, authorized and directed to arrange for and to furnish to said election officers in ample time for the holding of said election, the necessary equipment, forms and other paraphernalia essential to the proper holding of said election and the President and/or Secretary of the Governing Authority are further authorized, empowered and directed to take any and all further action required by State and/or Federal law to arrange for the election, including but not limited to, appropriate submission to the Federal Department of Justice under Section 5 of the Federal Voting Rights Act of 1965, as amended.

SECTION 7. Furnishing Election Call to Election Officials. Certified copies of this resolution shall be forwarded to the Secretary of State, the Clerk of Court and *Ex-Officio* Parish Custodian of Voting Machines of Ouachita Parish and the Registrar of Voters of Ouachita Parish, as notification of the special election, in order that each may prepare for said election and perform their respective functions as required by law.

SECTION 8. Application to State Bond Commission. Application is made to the State Bond Commission for consent and authority to hold the special election as herein provided, and in the event said election carries for further consent and authority to levy and collect the special tax provided for therein. A certified copy of this resolution shall be forwarded to the State Bond Commission on behalf of this Governing Authority, together with a letter requesting the prompt consideration and approval of this application.

SECTION 9. Employment of Bond Counsel. A real necessity is hereby found for the employment of special counsel in connection with the issuance of bonds or other obligations secured by the aforesaid tax, and accordingly Foley & Judell, L.L.P. and The Boles Law Firm, A.P.C., as Co-Bond Counsel, are hereby requested to do and perform comprehensive legal and coordinate professional work as co-bond counsel with respect to the issuance and sale of each series of the bonds. Said Co-Bond Counsel shall prepare and submit to this Governing Authority for adoption all of the proceedings incidental to the authorization, issuance, sale and delivery of such bonds, shall counsel and advise the Issuer as to the issuance and sale thereof and shall furnish its opinion covering the legality of the issuance of the Bonds. The total combined fee of said Co-Bond Counsel for each series of bonds shall not exceed the fee allowed by the Attorney General's fee guidelines for comprehensive, legal and coordinate professional work in connection with the issuance of revenue bonds and based on the amount of said bonds actually issued, sold, delivered and paid for, plus "out-of-pocket" expenses, said fees to be contingent upon the issuance, sale and delivery of said bonds. A certified copy of this resolution shall be submitted to the Attorney General of the State of Louisiana for his written approval of said employment and of the fees herein designated, and the Treasurer is hereby empowered and directed to issue vouchers to said Co-Bond Counsel in payment for the work herein provided for upon completion of the work herein specified and under the conditions herein enumerated.

SECTION 10. Declaration of Official Intent. Prior to the delivery of bonds or other obligations secured by the aforesaid tax, the Governing Authority anticipates that a portion of the costs of the capital projects may be paid with other available funds. The projects include capital expenses related to the conversion and expansion of the old Guide facility. Upon the issuance of the Bonds, the Issuer reasonably expects to reimburse any such expenditures from the proceeds of the Bonds. Any such allocation of proceeds of the Bonds for reimbursement will be with respect to capital expenditures (as defined in Reg. 1.150-1(b)) and will be made upon the delivery of the Bonds and not later than one year after the later of (i) the date such expenditure was paid or (ii) the date on which the project was placed in service. This Section is intended to be a declaration of official intent within the meaning of Reg. 1.150-2.

This resolution having been submitted to a vote, the vote thereon was as follows:

<u>MEMBERS:</u>	<u>YEAS:</u>	<u>NAYS:</u>	<u>ABSENT:</u>	<u>ABSTAINING:</u>
Charles E. Jackson, III	<u> x </u>	<u> </u>	<u> </u>	
Mack Calhoun	<u> x </u>	<u> </u>	<u> </u>	
Walt Caldwell	<u> </u>	<u> </u>	<u> x </u>	
Ruby Blade	<u> x </u>	<u> </u>	<u> </u>	
Shane Smiley	<u> x </u>	<u> </u>	<u> </u>	
Pat Moore	<u> x </u>	<u> </u>	<u> </u>	

And the resolution was declared adopted on this, the 16th day of July 2009.

 /s/Brad Cammack
Acting Secretary

 /s/ Shane Smiley
President

There being no other business to come before the jury, a motion to adjourn was offered by Mr. Jackson, seconded by Mr. Calhoun. The meeting was adjourned at 6:23 pm.

ADJOURN