

COUNTY COUNCIL OF WICOMICO COUNTY, MARYLAND

2013 Legislative Session

Legislative Session Day No. 21

Resolution No. 13-2013

Introduced by: The President of the Council at the Request of the County Executive

A RESOLUTION OF THE COUNTY COUNCIL (THE "COUNTY COUNCIL") OF WICOMICO COUNTY, MARYLAND (THE "COUNTY"), SUPPLEMENTAL TO BILL NO. 2013-07 OF THE LEGISLATIVE SESSION OF THE COUNTY COUNCIL PASSED AND ADOPTED ON JULY 16, 2013 AND APPROVED BY THE COUNTY EXECUTIVE OF THE COUNTY (THE "COUNTY EXECUTIVE") ON JULY 18, 2013 ("BILL NO. 2013-07"), AS SUPPLEMENTED BY RESOLUTION NO. 124-2013 OF THE LEGISLATIVE SESSION OF THE COUNTY COUNCIL ADOPTED ON SEPTEMBER 17, 2013 (THE "BOND RESOLUTION"), PROVIDING FOR THE PRELIMINARY AWARD OF TWELVE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$12,500,000) AGGREGATE PRINCIPAL AMOUNT OF WICOMICO COUNTY, MARYLAND PUBLIC IMPROVEMENT BONDS OF 2013; FIXING THE MATURITIES OF THE BONDS SO AUTHORIZED, FIXING THE INTEREST RATES PAYABLE UPON THE BONDS AND PRELIMINARILY AWARDING THE BONDS TO THE SUCCESSFUL BIDDER THEREFOR UPON THE BASIS OF THE BIDS RECEIVED THIS DAY, IN ACCORDANCE WITH THE OFFICIAL NOTICE OF SALE OF SAID BONDS DESCRIBED IN THE BOND RESOLUTION; AND DETERMINING VARIOUS MATTERS IN CONNECTION THEREWITH.

RECITALS

A public sale of up to Twelve Million Five Hundred Thousand Dollars (\$12,500,000) aggregate principal amount of Wicomico County, Maryland Public Improvement Bonds of 2013 (the "Bonds") was held this day, in accordance with the terms of the Notice of Sale (duly published in summary form in The Salisbury Daily Times on October 4, 2013 and October 11, 2013 and disseminated in full in the Preliminary Official Statement dated October 4, 2013 relating to the Bonds (the "Notice of Sale")), in the offices of the Director of Finance, Government Office Building, Room 102, 125 N. Division Street, Salisbury, Maryland 21801.

The Bond Resolution provides that the award of the Bonds, if any, shall be made by supplemental Resolution of the County Council.

The Preliminary Official Statement dated October 4, 2013 relating to the Bonds (the "Preliminary Official Statement") and the Notice of Sale provided for the issuance of the Bonds in a preliminary aggregate principal amount of \$12,500,000 and maturing on October 1 in the years 2014 to 2033, inclusive, subject to adjustment both pre- and post-sale as provided for in the

Bond Resolution and the Notice of Sale; provided that, the final aggregate principal amount of the Bonds may not exceed \$12,500,000.

The Notice of Sale provides that after receipt of bids, adjustments may be made by the County's financial advisor (within the limitations stated therein) to the aggregate principal amount and principal maturities of the Bonds, and that any such changes shall be communicated to the successful bidder by 5:00 p.m. on the date hereof. The County's financial advisor advises that no additional adjustments will be made to the award of the Bonds provided for in this supplemental Resolution.

After study and computation, the Director of Finance reported to the County Council that the names of the bidders for the Bonds, and, as to each such bidder, the true interest cost to the County represented by their respective bids, are as set forth on Exhibit A hereto.

The Director of Finance of the County has determined (and the financial advisor to the County concurs) that the bid made by Bank of America Merrill Lynch, by whatever legal name known, is the best bid received for the Bonds in accordance with the Notice of Sale.

The County is now prepared to accept the best bid for the Bonds at the price named by the bidder in such bid (the Bonds to bear interest in accordance with the terms of such bid), and also to fix the interest rates payable on the Bonds in accordance with the terms of such bid.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COUNCIL OF WICOMICO COUNTY, MARYLAND,

Section 1: That the Recitals to this Resolution set forth above are incorporated by reference in and made a substantive part hereof. Capitalized terms used in the Sections of this Resolution and not otherwise defined herein shall have the meanings given to such terms in the title of or Recitals to this Resolution, as applicable.

Section 2: That the bid of Bank of America Merrill Lynch, by whatever legal name known (the "Successful Bidder"), for the Bonds be and the same is hereby accepted.

Section 3: That the Bonds are hereby preliminarily awarded to the Successful Bidder at the price named in its bid, and the said Bonds, when prepared in definitive form, shall be executed and delivered to the Successful Bidder in accordance with the terms and conditions of the Notice of Sale, such delivery to be made upon receipt of the total purchase price for the Bonds, less the good faith deposit from the Successful Bidder to secure its bid, which good faith deposit shall be delivered by federal funds wire transfer on the date hereof in accordance with the Notice of Sale; said remaining purchase price for the Bonds to be paid to or at the direction of the Director of Finance of the County. Notwithstanding anything to the contrary contained in this Resolution or in Section 9 of the Bond Resolution, in the event the good faith deposit is not delivered to the County on the date hereof by the time provided in the Notice of Sale, the County Executive, on behalf of the County, is hereby authorized and empowered (1) to withdraw the preliminary award of the Bonds to the Successful Bidder and to provide that the Bonds are not awarded (either by so indicating on Parity® or by executing an order to such effect that shall be

retained in the records of the County) and shall not be delivered in accordance with the provisions of this Resolution, or (2) in his discretion, to allow the Successful Bidder reasonable additional time to so deliver the good faith deposit and to then make the award of the Bonds to the Successful Bidder final by so indicating on Parity®.

Section 4: That the Bonds, to be designated as the "Wicomico County, Maryland Public Improvement Bonds of 2013", being general obligation bonds of Wicomico County, Maryland, shall be issued in the aggregate principal amount of \$12,500,000, shall mature on October 1 in the years and in the principal amounts set forth in Exhibit B hereto, and shall bear interest at the rates per annum set opposite the maturities thereof set forth in Exhibit B hereto. The County's financial advisor has advised that such maturity schedule will not be further subject to adjustment as authorized by the provisions of the Notice of Sale.

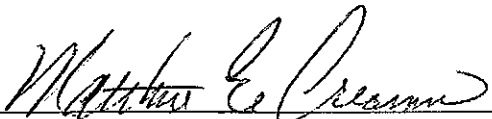
Section 5: That the interest rates set forth in the Exhibit B are hereby fixed and adopted as and for the rates of interest payable on the Bonds.

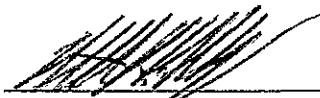
Section 6: That this Resolution shall take effect immediately.

Done at Salisbury, Maryland, this 15th day of October, 2013.

ATTEST:


COUNTY COUNCIL OF
WICOMICO COUNTY, MARYLAND


Matthew E. Creamer,
Council Administrator


Matt Holloway,
Council President

CERTIFICATION

This Resolution was Adopted , Adopted with Amendments , Failed , Withdrawn by the County Council on October 15, 2013.

Certified by 
Matthew E. Creamer, Council Administrator

#157956;58025.028

EXHIBIT A

TRUE INTEREST COST

[See Attached]

11:01:30 a.m. EDST [Upcoming Calendar](#) [Overview](#) [Compare](#) [Summary](#)

Bid Results

**Wicomico County
\$12,500,000 General Obligation Public Improvement
Bonds of 2013**

The following bids were submitted using **PARITY**[®] and displayed ranked by lowest TIC.
Click on the name of each bidder to see the respective bids.

Bid Award*	Bidder Name	TIC
1	Bank of America Merrill Lynch	3.294670
2	Janney Montgomery Scott LLC	3.298183
3	PNC Capital Markets	3.327872
4	UBS Financial Services Inc.	3.351327
5	Hutchinson, Shockey, Erley & Co.	3.445115
6	Robert W. Baird & Co., Inc.	3.468085
7	M&T Securities Inc.	3.472774
8	J.P. Morgan Securities LLC	3.513585
9	Citigroup Global Markets Inc.	3.616745

*Awarding the Bonds to a specific bidder will provide you with the Reoffering Prices and Yields.

EXHIBIT B

AMORTIZATION SCHEDULE

<u>Years of Maturity</u>	<u>Principal Amounts Maturing (Oct. 1)</u>	<u>Interest Rate</u>	<u>Years of Maturity</u>	<u>Principal Amounts Maturing (Oct. 1)</u>	<u>Interest Rate</u>
2014	\$625,000	3.000%	2024	\$625,000	4.000%
2015	625,000	4.000	2025	625,000	5.000
2016	625,000	3.000	2026	625,000	3.250
2017	625,000	4.000	2027	625,000	3.500
2018	625,000	4.000	2028	625,000	4.000
2019	625,000	4.000	2029	625,000	3.750
2020	625,000	5.000	2030	625,000	3.750
2021	625,000	4.000	2031	625,000	4.000
2022	625,000	5.000	2032	625,000	4.000
2023	625,000	5.000	2033	625,000	4.000