



**Town of Sullivan's Island
Town Council Special Meeting
Monday, June 4, 2018
Immediately Following the Public Hearing**

- 1. Call to Order**
- 2. Second Reading, Ordinance 2018-01, An Ordinance to Adopt the Water and Sewer Utility Budget for July 1, 2018 through June 30, 2019.**
- 3. Second Reading, Ordinance 2018-02, An Ordinance to Adopt General Fund Budget for July 1, 2018 through June 30, 2019.**
- 4. Second Reading, Ordinance 2018-03, An Ordinance Authorizing the Issuance of Town of Sullivan's Island Public Facilities Corporation Installment Purchase Revenue Bonds, Series 2018; Authorizing the Lease of Certain Real Property to Town of Sullivan's Island Public Facilities Corporation; Authorizing the Execution and Delivery of Certain Instruments Relating to the Issuance and Sale of the Aforesaid Bonds, Including a Base Lease Agreement and a Municipal Facilities Purchase Agreement, Each Between the Town of Sullivan's Island, South Carolina and Town of Sullivan's Island Public Facilities Corporation, a Bond Purchase Agreement Among the Town, Town of Sullivan's Island Public Facilities Corporation and Wells Fargo Securities, and a Preliminary Official Statement and an Official Statement of the Town; and Other Matters Relating Thereto.**
- 5. Executive Session: Legal Advice: Ward Lasso v. Town of Sullivan's Island 2016-CP-100-6404.**
- 6. Upon Returning to Open Session, Council may take action on matters discussed in Executive Session.**
- 7. Adjourn**

ORDINANCE NO. 2018-01
AN ORDINANCE TO ADOPT THE WATER AND SEWER OPERATING
BUDGET FOR FISCAL YEAR 2018-19

WHEREAS, The Town of Sullivan’s Island owns and operates a municipal waste water collection system and treatment plant; and

WHEREAS, the Town of Sullivan’s Island owns and operates a water distribution system; and

WHEREAS, The Town of Sullivan’s Island operates the Water and Sewer Systems on a July 1 through June 30 budget cycle; and

WHEREAS, The Town of Sullivan’s Island collects user fees and rates for the operation of the Water and Sewer Systems; and

WHEREAS, The Water and Sewer Committee has reviewed the operating expenses and revenue of the Water and Sewer Department and recommends adoption;

NOW THEREFORE BE IT ORDAINED by the Mayor and Town Council of the Town of Sullivan’s Island in Council assembled, that the operating budget for the Water and Sewer Department for the period of July 1, 2018 through June 30, 2019 be adopted.

THIS ORDINANCE SHALL BE EFFECTIVE IMMEDIATELY UPON RATIFICATION.

SIGNED, SEALED AND DELIVERED THIS _____ day of June 2018.

Patrick M. O’Neil, Mayor

Attest:

Courtney E. Liles, Town Clerk

First Reading: May 7, 2018
Second Reading: June 4, 2018
Third Reading and Ratification:

Ordinance 2018-02

AN ORDINANCE
TO ADOPT BUDGET FOR JULY 1, 2018 THROUGH JUNE 30, 2019

WHEREAS, Section 5-7-260 (3) of the South Carolina Code requires that a municipal council shall act by ordinance to adopt budgets pursuant to public notice.

NOW, THEREFORE, BE IT ORDAINED by the Governing Body of the Town of Sullivan’s Island in Council duly assembled and by the authority of same:

SECTION 1: That the prepared budget and the estimated revenue for payment of same is hereby adopted and is hereby made a part thereof as fully as if incorporated herein and copy thereof is attached hereto.

SECTION 2: That budgeted revenues and expenses cover the period from the First Day of July 2018 to the Last Day of June 2019, both inclusive.

SECTION 3. That budgeted expenses must be matched by budgeted revenues to be generated so as to effect a balanced budget, in a manner deemed feasible by the Town Council, and consistent with the Constitution and Statues of the State of South Carolina.

SECTION 4. The billing dates, the penalty dates, and the amount of the penalty which shall be levied for delinquent taxes shall be as established theretofore.

SECTION 5. The Town Council shall be responsible for the collection of delinquent taxes.

SECTION 6. The Town Council shall administer the budget and may authorize the transfer of appropriated fund within and between departments as are necessary to achieve the goals of the budget.

SECTION 7. If for any reason why any sentence, clause or provision of this ordinance shall be declared invalid, such shall not affect the remaining provisions thereof.

This Ordinance to take effect upon its enactment.

Adopted this ____ day of June, 2018.

Town of Sullivan’s Island

Patrick M. O’Neil, Mayor

Attest:

Courtney E. Liles, Town Clerk

First Reading: May 7, 2018
Second Reading: June 4, 2018
Third Reading and Ratification:

ORDINANCE 2018-03

AUTHORIZING THE ISSUANCE OF TOWN OF SULLIVAN'S ISLAND PUBLIC FACILITIES CORPORATION INSTALLMENT PURCHASE REVENUE BONDS, SERIES 2018; AUTHORIZING THE LEASE OF CERTAIN REAL PROPERTY TO TOWN OF SULLIVAN'S ISLAND PUBLIC FACILITIES CORPORATION; AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN INSTRUMENTS RELATING TO THE ISSUANCE AND SALE OF THE AFORESAID BONDS, INCLUDING A BASE LEASE AGREEMENT AND A MUNICIPAL FACILITIES PURCHASE AGREEMENT, EACH BETWEEN THE TOWN OF SULLIVAN'S ISLAND, SOUTH CAROLINA AND TOWN OF SULLIVAN'S ISLAND PUBLIC FACILITIES CORPORATION, A BOND PURCHASE AGREEMENT AMONG THE TOWN, TOWN OF SULLIVAN'S ISLAND PUBLIC FACILITIES CORPORATION AND WELLS FARGO SECURITIES, AND A PRELIMINARY OFFICIAL STATEMENT AND AN OFFICIAL STATEMENT OF THE TOWN; AND OTHER MATTERS RELATING THERETO.

WHEREAS, the Town of Sullivan's Island, South Carolina, a municipal corporation duly organized and existing under the laws of the State of South Carolina (the "Town"), is authorized under the provisions of Section 5-7-40 of the Code of Laws of South Carolina 1976, as amended, to enter into the transactions set forth below; and

WHEREAS, the Town intends to enter into a Base Lease Agreement (the "Base Lease"), dated as of the first day of the month in which the Series 2018 Bonds are delivered, with Town of Sullivan's Island Public Facilities Corporation, a non-profit corporation organized and existing under the laws of the State of South Carolina (the "Corporation"), whereby the Corporation will lease from the Town the land and improvements thereon described in Exhibit A to the Base Lease (the "Real Property"); and

WHEREAS, pursuant to a Municipal Facilities Purchase Agreement (the "Facilities Agreement") between the Corporation and the Town, dated as of the first day of the month in which the Series 2018 Bonds are delivered, the Corporation will acquire and construct on behalf of the Town certain public improvements (the "Project Facilities"), in consideration for which the Town will purchase the Corporation's leasehold interest in the Real Property under the Base Lease; and

WHEREAS, the Corporation will, pursuant to a Trust Agreement (the "Trust Agreement") between the Corporation and U.S. Bank National Association (the "Trustee"), dated as of the first day of the month in which the Series 2018 Bonds are delivered, , assign all of its right, title and interest in, to and under the Facilities Agreement, except the rights of the Corporation to receive indemnity against claims and payment of its fees and expenses, to the Trustee for the benefit of the purchasers and owners from time to time of the Series 2018 Bonds hereinafter defined; and

WHEREAS, the Corporation intends to fund the acquisition, construction and installation of the Project Facilities, including necessary expenses incidental to the financing thereof, through the issuance of not exceeding \$20,000,000 Installment Purchase Revenue Bonds, Series 2018 (the “Series 2018 Bonds”); and

WHEREAS, the Series 2018 Bonds will be sold to Wells Fargo Bank, National Association, doing business as Wells Fargo Securities (the “Underwriter”), pursuant to the terms of a Bond Purchase Agreement (the “Purchase Agreement”) to be entered into by the Town, the Corporation and the Underwriter; and

WHEREAS, there have been prepared for review and consideration by the Town the form of: (a) the Base Lease; (b) the Facilities Agreement; (c) the Purchase Agreement; and (d) the Preliminary Official Statement of the Town to be used in connection with the sale of the Series 2018 Bonds (the “Preliminary Official Statement”).

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF SULLIVAN’S ISLAND, the governing body of the Town of Sullivan’s Island, South Carolina (the “Town Council”), in meeting duly assembled:

1. The conveyance of a leasehold interest in the Real Property by the Town to the Corporation pursuant to the terms of the Base Lease is hereby authorized, and the Base Lease in substantially the form filed with the Clerk prior to final reading of this ordinance is hereby approved. The Mayor of the Town (the “Mayor”) or the Town Administrator is hereby authorized and directed to execute and deliver the Base Lease, with such changes, insertions and omissions as may be approved by the Mayor or the Town Administrator, with the advice of counsel, such execution being conclusive evidence of such approval.

2. The purchase by the Town of the Corporation’s leasehold interest in the Real Property under the Base Lease, pursuant to the terms set forth in the Facilities Agreement, is hereby authorized, and the Facilities Agreement in substantially the form filed with the Clerk prior to final reading of this ordinance is hereby approved. The Mayor or the Town Administrator is hereby authorized and directed to execute and deliver the Facilities Agreement, with such changes, insertions and omissions as may be approved by the Mayor or the Town Administrator, with the advice of counsel, such execution being conclusive evidence of such approval.

3. The Mayor or the Town Administrator of the Town is hereby authorized and empowered to determine the original date of the Series 2018 Bonds, the aggregate principal amount not to exceed \$20,000,000 of the Series 2018 Bonds and the prices at which they are to be sold, the principal amount and amortization schedule of the Series 2018 Bonds, the interest rates and interest payment dates for the Series 2018 Bonds, the Series 2018 Bonds to be subject to optional redemption, the redemption prices, redemption methodology and redemption dates of the Series 2018 Bonds subject to optional redemption, the designation of any Series 2018 Bonds as term bonds and the determination of sinking fund installments therefor, the funding of any capitalized interest from proceeds of the Series 2018 Bonds, and any Underwriter's or original issue discount or original issue premium at which the Series 2018 Bonds will be sold; provided,

that (i) aggregate debt service on the Series 2018 Bonds in any Fiscal Year shall not exceed \$2,000,000, (ii) the final maturity of the Series 2018 Bonds shall occur no later than June 1, 2048, and (iii) the true interest cost on the Series 2018 Bonds shall not exceed 5.00%.

The Council hereby approves the form of Bond Purchase Agreement, in substantially the form filed with the Clerk prior to final reading of this ordinance, together with such amendments and modifications as the Mayor or the Town Administrator shall negotiate and approve. The Town hereby finds and determines that the form of Bond Purchase Agreement to be dated the date of its execution, submitted by the Underwriter for the purchase of the Series 2018 Bonds is fair and reasonable and in the best interest of the Town; that the Series 2018 Bonds shall be sold to the Underwriter upon the terms and conditions set forth in the Bond Purchase Agreement and upon the basis of the representations therein set forth, together with such amendments and modifications to the form thereof as the Mayor or the Town Administrator shall negotiate and approve, and authorizes and directs the Mayor or the Town Administrator to execute the Bond Purchase Agreement, as so modified and amended, and deliver the same to the Underwriter, the execution and delivery of the Bond Purchase Agreement by the Mayor or the Town Administrator constituting conclusive evidence of his approval of the matters therein contained.

4. The Preliminary Official Statement in substantially the form filed with the Clerk prior to final reading of this ordinance, its execution and delivery by the Mayor or the Town Administrator, and its use in the offering and sale of the Series 2018 Bonds are hereby confirmed and ratified. The Mayor or the Town Administrator is hereby authorized to “deem final” the Preliminary Official Statement for purposes of complying with the requirements set forth in Rule 15c2-12 of the Securities and Exchange Commission, promulgated under the Securities Exchange Act of 1934, as amended (and if “deemed final” before the date of enactment of this Ordinance, such act is hereby ratified and approved).

5. The Town hereby authorizes the Official Statement of the Town to be dated of even date with the Bond Purchase Agreement, relating to the Series 2018 Bonds, in substantially the form of the Preliminary Official Statement filed with the Clerk of the Town prior to final reading of this ordinance, with such amendments or modifications as the Mayor or the Town Administrator approves (the “Official Statement”). The Mayor or the Town Administrator is hereby authorized and directed to execute copies of the Official Statement and deliver the same to the Underwriter, which execution and delivery shall be conclusive evidence of the approval of any such modifications, and the Town hereby authorizes the use of the Official Statement and the information contained therein in connection with the public offering and sale of the Series 2018 Bonds by the Underwriter.

6. The consummation of all transactions contemplated by the Base Lease, the Facilities Agreement, the Purchase Agreement, the Preliminary Official Statement and the Official Statement are hereby approved.

7. The Mayor, the Clerk, the Town Administrator and such other appropriate officials of the Town are hereby authorized to execute, deliver and receive any and all such other agreements and documents as may be required by the Town in order to carry out, give effect to and consummate the transactions contemplated by the Base Lease, the Facilities Agreement, the

Purchase Agreement, the Preliminary Official Statement and the Official Statement, including without limitation a continuing disclosure certificate evidencing the Town's compliance with the requirements of Securities and Exchange Commission Rule 15c2-12(b)(5) for the Series 2018 Bonds.

8. This Ordinance shall be construed and interpreted in accordance with the laws of the State of South Carolina.

9. This Ordinance shall become effective immediately upon final reading by Town Council.

10. The provisions of this Ordinance are hereby declared to be separable and if any section, phrase or provisions shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions hereunder.

11. All orders, resolutions and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and the Ordinance shall take effect and be in full force from and after its passage and approval.

THIS ORDINANCE SHALL BE EFFECTIVE IMMEDIATELY UPON FINAL READING.

SIGNED, SEALED AND DELIVERED THIS _____ DAY OF _____, 2018.

Patrick M. O'Neil, Mayor
Town of Sullivan's Island, South Carolina

ATTEST:

Courtney E. Liles
Town Clerk
Town of Sullivan's Island, South Carolina

_____, 2018

First Reading: May 15, 2018
Second Reading: June 4, 2018
Third Reading and Ratification: _____, 2018

APPROVED AS TO FORM:

Town Attorney