

**RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF
BUNCOMBE, NORTH CAROLINA, APPROVING THE ISSUANCE BY THE PUBLIC
FINANCE AUTHORITY OF LENOIR-RHYNE UNIVERSITY'S EDUCATIONAL
FACILITIES REVENUE AND REVENUE REFUNDING BONDS IN AN
AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$63,000,000.**

WHEREAS, Lenoir-Rhyne University (the “*Borrower*”), a North Carolina nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (“*Code*”) has requested that the Public Finance Authority, a public authority existing under the laws of the State of Wisconsin (the “*Authority*”), issue its educational facilities revenue bonds, in one or more series, including tax-exempt and taxable bonds (the “*Bonds*”), in an aggregate principal amount not to exceed \$63,000,000. The Bonds will constitute “qualified 501(c)(3) bonds” within the meaning of Section 145(a) of the Code. Proceeds of the Bonds will be loaned to the Borrower to be used to finance and refinance the costs of educational facilities (the “*Projects*”) owned and operated by the Borrower;

WHEREAS, the Projects are or will be located on the Borrower’s Hickory campus at 625 7th Avenue NE, Hickory, North Carolina 28601, on the Borrower’s Asheville campus at 36 Montford Avenue, Asheville, North Carolina 28801 and on the Borrower’s Columbia campus at 4201 N. Main Street, Columbia, South Carolina 29203 and the proceeds of the Bonds in an amount not to exceed (1) \$52,000,000 will be used to finance and refinance Projects on the Borrower’s Hickory campus, (2) \$4,000,000 will be used to finance and refinance Projects on the Borrower’s Asheville campus and (3) \$7,000,000 will be used to finance and refinance Projects on the Borrower’s Columbia campus;

WHEREAS, pursuant to Section 147(f) of the Code and related treasury regulations (collectively, “*Federal Tax Requirements*”) and pursuant to Section 66.0304(11)(a) of the Wisconsin Statutes and Section 4 of the Amended and Restated Joint Exercise of Powers Agreement Relating to the Public Finance Authority dated as of September 28, 2010 (collectively, “*Authority Requirements*”), prior to their issuance and after a public hearing held following reasonable public notice, the Bonds are required to be approved by the “applicable elected representative” of a governmental unit having jurisdiction over the area in which the Projects are located;

WHEREAS, the Board of Commissioners (the “*Board*”) of Buncombe County, North Carolina (the “*County*”) is the “applicable elected representative” of the County for the Projects located on the Borrower’s Asheville campus;

WHEREAS, the Borrower has requested that the Board approve the Authority’s issuance of the Bonds and financing and refinancing of the Projects in order to satisfy the requirements Federal Tax Requirements and the Authority Requirements; and

WHEREAS, the Board, following notice duly given in the form attached hereto as Exhibit A (the “*TEFRA Notice*”), held a public hearing today regarding the Authority’s issuance of the Bonds and the financing and refinancing of the Projects and now desires to approve the Authority’s issuance of the Bonds and the financing and refinancing of the Projects in accordance with the Code;

WHEREAS, under trust agreement and loan agreement for the Bonds, the Borrower is solely responsible for the payment of the principal of or interest on the Bonds and for any costs incurred by the Borrower with respect to the Bonds or the Projects and the County has no responsibility therefor;

BE IT RESOLVED by the Board as follows:

Section 1. Pursuant to and in satisfaction of the requirements of the Federal Tax

Requirements and the Authority Requirements, the Board hereby approves (a) the Authority's issuance of the Bonds in an aggregate principal amount of not to exceed \$63,000,000, and (b) the financing and refinancing of the Projects located in the County.

Section 2. The County has no responsibility for the payment of the principal of or interest on the Bonds or for any costs incurred by the Borrower with respect to the Bonds or the Projects.

Section 3. This resolution is effective immediately on its passage.

Read, approved and adopted this 19th day of April, 2022.

ATTEST

BOARD OF COMMISSIONERS FOR THE
COUNTY OF BUNCOMBE

Lamar Joyner, Clerk

By: _____
Brownie Newman, Chairman

APPROVED AS TO FORM

County Attorney

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

I, *Lamar Joyner*, Clerk to the Board of Commissioners of the County of Buncombe, North Carolina ***DO HEREBY CERTIFY*** that the foregoing is a true and exact copy of a resolution entitled **“RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF BUNCOMBE, NORTH CAROLINA, APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY OF ITS EDUCATIONAL FACILITIES REVENUE AND REVENUE REFUNDING BONDS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$63,000,000”** adopted by the Board of Commissioners of the County of Buncombe, North Carolina, at a meeting held on April 19, 2022.

WITNESS my hand and the corporate seal of the County of Buncombe, North Carolina, this the ___ day of April, 2022.

[SEAL]

Lamar Joyner
Clerk to the Board
County of Buncombe, North Carolina

Exhibit A

NOTICE OF PUBLIC HEARING
FOR THE BOARD OF COMMISSIONERS
OF BUNCOMBE COUNTY, NORTH CAROLINA
WITH RESPECT TO THE
EDUCATIONAL FACILITIES REVENUE AND REVENUE REFUNDING BONDS
TO BE ISSUED BY THE PUBLIC FINANCE AUTHORITY
IN AN AMOUNT NOT TO EXCEED
\$63,000,000

NOTICE IS HEREBY GIVEN that on April 19, 2022, 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 Buncombe, 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 educational facilities revenue and revenue refunding bonds, in one or more series, including tax-exempt and taxable bonds (the “Bonds”), in an amount not to exceed \$63,000,000, the interest on which will be excludible from gross income for federal income tax purposes. The hearing will commence at 5:00 p.m., or as soon thereafter as the matter can be heard, and will be held in the County Administration Building located at 200 College Street, Room 326, Asheville, North Carolina.

The Bonds are expected to be issued by the Authority pursuant to Section 66.0304 of the Wisconsin Statutes, as amended, and the Authority will loan the proceeds from the sale of the Bonds to Lenoir-Rhyne University, a North Carolina nonprofit corporation (“*Borrower*”). Proceeds of the Bonds will be loaned to the Borrower to be used to finance and refinance the costs of educational facilities (the “*Projects*”). The Projects are or will be located on the Borrower’s Hickory campus at 625 7th Avenue NE, Hickory, North Carolina 28601, on the Borrower’s Asheville campus at 36 Montford Avenue, Asheville, North Carolina 28801 and on the Borrower’s Columbia campus at 4201 N. Main Street, Columbia, South Carolina 29203. Proceeds of the Bonds in an amount not to exceed (1) \$52,000,000 will be used to finance and refinance Projects on the Borrower’s Hickory campus, (2) \$4,000,000 will be used to finance and refinance Projects on the Borrower’s Asheville campus and (3) \$7,000,000 will be used to finance and refinance Projects on the Borrower’s Columbia campus. The Projects will be owned and operated by the Borrower.

The Bonds will be special limited obligations of the Authority payable only from the loan repayments to be made by the Borrower to the Authority, and certain accounts established by the trust agreement for the 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 Bonds and the financing and refinancing of the Projects. Any person interested in the issuance of the Bonds may appear and be heard or submit written comments. Any person wishing to submit written comments regarding the proposed issuance of the Bonds, the financing and refinancing of the Projects or any matter related thereto should do so between the date of publication of this notice and 24 hours prior to the public hearing by mailing said written comments to the Board of Commissioners via the Clerk to the Board, County Administration Building, 200 College Street, Suite 300, Asheville, North Carolina 28801, Attention: Lamar Joyner, Clerk to the Board of Commissioners. This notice is given pursuant to the provisions of Section 147(f) of the Code, Section 66.0304(11)(a) of the Wisconsin Statutes and Section 4 of the Amended and Restated Joint Exercise of Powers Agreement Relating to the Authority dated as of September 28, 2010. Additional information concerning the Projects may be obtained from Scott Leo, Esq., 620 S. Tryon St., Ste. 800 Charlotte, NC 28202; Phone (704) 335-9858; Email Address: scottleo@parkerpoe.com.

/s/ Lamar Joyner

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