

F2005258
May 14, 2020

TO THE HONORABLE BOARD OF COMMISSIONERS OF BERRIEN COUNTY, MICHIGAN: Your County Finance Committee respectfully recommends the adoption of the following:

RESOLUTION APPROVING THE UNDERTAKING TO PROVIDE CONTINUING DISCLOSURE BY THE COUNTY OF BERRIEN

WHEREAS, the County of Berrien (the "County") by resolution of its Board of Commissioners has approved the pledge of the County's Full Faith and Credit in connection with the issuance by the Blue Jay Drain #046 Drainage District (the "District") of its Blue Jay Drain #046 Drainage District, Drain Refunding Bonds, Series 2020 in the total principal amount of not to exceed \$2,580,000 (the "Bonds"); and

WHEREAS, the County must approve its undertaking to provide continuing disclosure regarding the Bonds.

NOW, THEREFORE, IT IS RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF BERRIEN as follows:

1. This Board of Commissioners, for and on behalf of the County of Berrien, hereby covenants and agrees, for the benefit of the beneficial owners of the Bonds to be issued by the District, to enter into a written undertaking (the "Undertaking") required by Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule") to provide continuing disclosure of certain financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be substantially in the form attached to the official statement for the Bonds. The Undertaking shall be enforceable by the beneficial owners of the Bonds or by the Underwriter on behalf of such beneficial owners (provided that the Underwriter's right to enforce the provisions of the Undertaking shall be limited to a right to obtain specific enforcement of the County's obligations hereunder and under the Undertaking), and any failure by the County to comply with the provisions of the Undertaking shall not be deemed a default with respect to the Bonds.

The County Administrator, County Treasurer or County Clerk shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the terms of the County's Undertaking.

2. The Disclosure Certificate as attached to the official statement for the Bonds is hereby approved as is the execution thereof by the designated officials.

3. All resolutions, or portions thereof, insofar as they may be in conflict with the foregoing, are hereby rescinded.

**Respectfully submitted,
BERRIEN COUNTY FINANCE COMMITTEE**

Mamie L. Yarbrough, Chairperson

Robert P. Harrison, Vice Chairman

Ezra A. Scott

Jon Hinkelman

RESOLUTION APPROVED AS TO FORM	
Administrator <u>h</u>	Date <u>6/12/20</u>
Comments Attached _____	
Corporate Counsel <u>J/Ac</u>	Date <u>5/12/20</u>
Comments Attached _____	