

RESOLUTION DECLARING AN INTENT TO CLOSE FRANCIS STREET
LOCATED BETWEEN SOUTH TRADE STREET AND ITS CURRENT
TERMINUS AT THE END OF STUMPTOWN PARK, IN THE TOWN OF
MATTHEWS, MECKLENBURG COUNTY, NORTH CAROLINA

WHEREAS, the Town Board of Commissioners has made a motion to close Francis Street in the Town of Matthews; and

WHEREAS, Francis Street to be closed lies between South Trade Street and its current terminus at the end of Stumptown Park as shown on a map marked "Exhibit A", and is more particularly described by metes and bounds in a document marked "Exhibit B" both of which are available for inspection in the Office of the Town Clerk, Town Hall, Matthews, North Carolina.

WHEREAS, the procedure for closing streets and alleys as outlined in North Carolina General Statutes, Section 160A-299, requires that Board first adopt a resolution declaring its intent to close the street and calling a public hearing on the question; said Statute further requires that the resolution shall be published once a week for four successive weeks prior to the hearing, and a copy thereof be sent by registered or certified mail to all owners of property adjoining the street as shown on the county tax records, and a notice of the closing and public hearing shall be prominently posted in at least two places along said street; and

NOW THEREFORE, BE IT RESOLVED by the Board of Commissions of the Town of Matthews, at its scheduled session of January 11, 1999, that it intends to close Francis Street lying between South Trade street and its current terminus at the end of Stumptown Park, said street being more particularly described on a map and by a metes and bounds description available for inspection in the Town Clerk's Office, and hereby calls a public hearing on the question to be held at 7:00, p.m., on Monday, the 8th day of February, 1999, at Matthews Town Hall. The Town Clerk is hereby directed to publish a copy of this resolution in a local newspaper once a week for four successive weeks next preceding the date fixed here for such hearing, as required by N.C.G.S. 160A-299.

RESOLVED, this the 11th day January, 1999.


MAYOR

Attest: 
TOWN CLERK

RESOLUTION IDENTIFYING AREAS AROUND THE TOWN OF MATTHEWS AS BEING UNDER CONSIDERATION FOR ANNEXATION.

WHEREAS, Article 4A of Chapter 160A of the General Statutes of North Carolina require that municipalities may not adopt a Resolution of Intent to annex any areas through the use of the involuntary annexation process unless at least one year prior to the adoption of the Resolution of Intent the Council identifies the area being under consideration for annexation; and

WHEREAS, the Board of Commissioners of the Town of Matthews is desirous to identify all areas that it is considering for annexation, pursuant to the involuntary

WHEREAS, the Board of Commissioner of the Town of Matthews, pursuant to the provisions of NCGS Section 160A-37(f)(i) hereby notifies any person subject to the possible annexation described herein who owns agricultural land, horticultural land, or forest land upon the effective date of any annexation that is: (1) land that is being taxed at present-use value pursuant to GS 105-277.4; or (2) land that: (a) was on the date of Resolution of Intent for Annexation being used for actual production and is eligible for present-use value taxation under GS 105-277.4, but the land has not been in use for actual production for the required time under GS 105-277.3; and (b) the assessor for Mecklenburg County has certified to the Town of Matthews that the land meets the requirements of NCGS Section 160A-37(f1), then, in that event, the annexation becomes effective as to that property as follows:

- (1) Upon effective date of an annexation ordinance, the property is considered part of the Town of Matthews only (i) for the purpose of establishing the town's boundaries for additional annexation pursuant to statute and (ii) for the exercise of the Town's authority pursuant to Article 19 of Chapter 160A.
- (2) For all other purposes, the annexation becomes effective as to each tract of such property or part thereof on the last day of the month in which the tract or part thereof becomes ineligible for classification pursuant to GS 105-27.4 or no longer meets requirements of 160A-37(f1), (f2).

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Town of Matthews that it hereby identifies all those areas as being under consideration for annexation as follows: Being all those areas shown on a map of the areas herein identified and filed with the Town Clerk showing the areas being under consideration for annexation pursuant to this Resolution;

FURTHER BE IT RESOLVED that all persons owning land classified as agricultural land, horticultural land, or forest land as stated above, are hereby notified of their rights as hereinabove stated under GS 160A-37(f1) and (f2).

RESOLVED, this the 8th day of February, 1999.



Mayor

ATTEST:



Town Clerk

APPROVED AS TO FORM:



Town Attorney



TOWN OF MATTHEWS

P.O. Box 398
212 N. Trade Street
Matthews, North Carolina 28106
704/847-4411 • Fax: 704/845-1964

R. LEE MYERS - Mayor

BOARD OF COMMISSIONERS
Chris M. Kallianos - Mayor Pro-Tem
Paul F. Bailey
George M. Fossett
Karina Glass
Martha W. Krauss
W. Kress Query

RESOLUTION APPROVING A TRANSIT GOVERNANCE INTERLOCAL AGREEMENT

WHEREAS, N.C. General Statute 160A-460, *et seq.*, authorizes units of local government to jointly exercise any function which they have been granted the power to exercise alone, or to contract with the other for the exercise of any governmental function which they have been granted the power to exercise alone, and to enter into contracts and agreements to specify the details of these joint undertakings; and

WHEREAS, the County of Mecklenburg, the City of Charlotte, and the Towns of Cornelius, Davidson, Huntersville, Matthews, Mint Hill, and Pineville have developed a Transit Governance Interlocal Agreement to provide the relationships and mechanisms that will guide the planning, financing, and implementation of an effective, efficient, responsive, and accountable integrated regional transit system; and

WHEREAS, N. C. General Statute 160A-461 requires that such an Agreement "... shall be ratified by resolution of the governing board of each unit spread upon its minutes";

NOW, THEREFORE BE IT RESOLVED by the Board of Commissioners of the Town of Matthews that the Mayor of the Town of Matthews is hereby authorized and directed to execute the Transit Governance Interlocal Agreement in substantially the form attached to this resolution, with any necessary minor additions, deletions, or changes, and that this resolution shall be spread upon the minutes

Witnessed this the 8th day of February, 1999



Jill Pleimann, Town Clerk



R. Lee Myers, Mayor

(SEAL)



**STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG**

**Transit Governance
Interlocal Agreement**

This Interlocal Agreement made as of February 16, 1999 by and among the **COUNTY OF MECKLENBURG**, a political subdivision of the State of North Carolina, the **CITY OF CHARLOTTE**, a municipal corporation organized under the laws of the State of North Carolina, and such other **MUNICIPAL CORPORATIONS ORGANIZED UNDER THE LAWS OF THE STATE OF NORTH CAROLINA LISTED IN SECTION III OF THIS AGREEMENT** whose governing board has adopted a resolution approving this Agreement and who are signatories to this Agreement.

WITNESSETH:

WHEREAS, the parties hereto have the power pursuant to General Statute 153A-445(a)(1) and Article 20 of Chapter 160A of the North Carolina General Statutes to jointly exercise any function which they have been granted the power to exercise alone, or to contract with the other for the exercise of any governmental function which they have been granted the power to exercise alone, and to enter into contracts and agreements to specify the details of these joint undertakings; and

WHEREAS, the purpose of this Agreement is to provide the relationships and mechanisms that will guide the planning, financing, and implementation of an effective, efficient, responsive, and accountable integrated regional transit system as more fully described in Section I of this Agreement;

NOW, THEREFORE, in consideration of the premises and the fulfillment of the terms of this Agreement, the parties hereto agree as follows:

I. Purpose

Building on a ten-year regional transit planning process, the parties to this Agreement recently undertook an intensive six-month community effort to develop a regional transit/land-use plan for the future. That process culminated in the production of the "2025 Integrated Transit/Land-Use Plan for Charlotte-Mecklenburg - July, 1998."

Based, in part, on the 2025 Integrated Plan, and pursuant to Article 43 of Chapter 105 of the North Carolina General Statutes (Session Laws 1997, ch. 417, sec. 1), the Mecklenburg County Board of Commissioners called an advisory referendum on the levy of a one-half percent local sales and use tax (hereinafter "transit sales tax") for the

purpose of financing public transit systems. The voters of Mecklenburg County approved the measure on November 3, 1998.

The 2025 Integrated Plan included a section on governance that called for the units of local government engaged in this regional effort to share responsibility and accountability for transit services under the following guiding principles:

Provide for coordinated transit operations on a county-wide basis.

Retain for the elected bodies the responsibility of approving long-range transit plans and the capital and operating programs that support these plans.

Ensure that public involvement is a component.

Assure that Town interests are represented.

Be flexible and expandable so jurisdictions outside Mecklenburg County could become part of the system.

Consistent with the guiding principles and other components of the 2025 Integrated Plan's governance recommendations, the parties have cooperatively developed this Interlocal Agreement to provide the relationships and mechanisms that will guide the planning, financing, and implementation of an effective, efficient, responsive, and accountable integrated regional transit system.

II. Authority

The parties to this Agreement derive their authority to provide transit services through this Interlocal Agreement from, *inter alia*, the following:

Article 43 of Chapter 105 of the North Carolina General Statutes (Session Laws 1997, ch. 417, sec. 1)(Local Government Public Transportation Sales Tax Act);

N.C.G.S. 160A-460 *et seq.* (Interlocal joint exercise of powers);

N.C.G.S. 160A-311 *et seq.* (Municipal public enterprises); and

N.C.G.S. 153A-274 *et seq.* (County public enterprises).

III. Parties

Each of the following units of local government may become a party to this Agreement upon approval of its governing board:

- Mecklenburg County
- City of Charlotte
- Town of Cornelius
- Town of Davidson
- Town of Huntersville
- Town of Matthews
- Town of Mint Hill
- Town of Pineville

The Towns of Cornelius, Davidson, Huntersville, Matthews, Mint Hill, and Pineville are referred to in this Agreement individually as "Town" and collectively as "Towns."

Other units of local government may become a party to this Agreement pursuant to Section IX.B.

IV. Metropolitan Transit Commission (MTC)

A. Composition

A public body composed of two representatives from each party to this Agreement. One representative of each party shall be its mayor (chairman of the board of county commissioners) or his/her designee who shall serve at the pleasure of the mayor (chairman), and the other representative shall be the party's manager (administrator) or his/her designee who shall serve at the pleasure of the manager (administrator). The mayor (chairman) or designee shall be a party's primary voting representative and the manager (administrator) or designee shall be the alternate voting representative authorized to cast a vote in the absence of the primary voting representative.

The MTC shall appoint or provide for the appointment of a minimum of three non-voting members representative of local governments from outside Mecklenburg County to ensure regional representation. In addition, the MTC shall appoint or provide for the appointment of one non-voting representative of the North Carolina Department of Transportation and one non-voting representative of the South Carolina Department of Transportation.

B. Officers

The MTC shall choose from its members a chair and vice-chair.

C. Quorum

A majority of the voting membership of the MTC shall constitute a quorum.

D. Responsibilities

Review and recommend long-range public transportation plans.

Work with all affected local Metropolitan Planning Organizations to develop the long-range transportation plan (including public transportation).

Establish priorities for two-year operating and five-year capital programs.

Review and recommend two-year transit operating programs and second-year program adjustments.

Review and recommend five-year capital programs.

Conduct public involvement programs to provide community input on proposed five-year capital and two-year operating programs.

V. Citizens Transit Advisory Group (CTAG)

A. Composition, Terms, and Officers

An advisory body composed of two members appointed by the Mecklenburg County Board of Commissioners, two members appointed by the Charlotte City Council, one member appointed by The Charlotte-Mecklenburg Board of Education, one member appointed by each Town that is a party to this Agreement, one member appointed by the Chairman of the Mecklenburg County Board of Commissioners who shall serve as co-chair, and one member appointed by the Mayor of the City of Charlotte who shall serve as co-chair. A publicly elected office holder shall not serve on the CTAG.

In order to ensure stability and continuity, the members of the CTAG shall serve two-year staggered terms that begin on July 1 and end on June 30. The initial terms of the appointees of the Mecklenburg County Board of Commissioners, the Charlotte City Council, The Charlotte-Mecklenburg Board of Education and the Mayor of the City of Charlotte shall end on June 30, 2001. The initial terms of the appointees of the Towns and the Chairman of the Mecklenburg County Board of Commissioners shall end on June 30, 2002.

B. Responsibilities

Review the chief transit official's proposed two-year operating programs and second-year program adjustments and five-year capital programs and make recommendations to the MTC.

Provide such other advisory functions as directed by the MTC.

Conduct the mandatory governance review pursuant to Section IX.C of this Agreement.

In addition to the CTAG, the MTC may establish and appoint other standing and/or *ad hoc* advisory committees as it deems appropriate.

VI. Administration

A. Chief Transit Official

The chief transit official shall be a City of Charlotte employee appointed by the Charlotte City Manager with the concurrence of the Mecklenburg County Manager and a MTC member representative (not a Charlotte or Mecklenburg County representative) selected by the MTC.

The chief transit official is subject to review and evaluation by the Charlotte City Manager with input from the Mecklenburg County Manager and an MTC member representative (not a Charlotte or Mecklenburg County representative) selected by the MTC.

The chief transit official's salary and benefits shall be established by the Charlotte City Manager.

The Charlotte City Manager has the authority to remove the chief transit official. In addition, if a majority of the total voting membership of the MTC approves a vote of "no confidence," the City Manager shall remove or reassign the chief transit official.

B. Organization and Staffing

Except as may otherwise be provided for in a two-year operating program, transit activities will be organized and staffed by the City of Charlotte.

C. Responsibilities

The chief transit official shall develop and submit to the MTC:

- (1) proposed long-range public transportation plans;
- (2) lists of programs and services for MTC prioritization and approval;
- (3) proposed two-year transit operating programs and second-year program adjustments;
- (4) proposed five-year capital programs; and
- (5) annual assessments of service and other plan items.

The chief transit official shall carry out the approved operating and capital programs.

VII. Programs and Budgets

A. Five-year capital program and two-year operating program

Five-year capital programs are developed and approved annually and cover a rolling five-year term.

Two-year operating programs are developed and approved biennially. Adjustments and revisions may be made in the second year of an operating program. The two-year operating program cycle will coincide with the City of Charlotte's two-year budget cycle.

Capital and operating programs shall specify those transit service investments in the Towns that demonstrate that such investments are at a level that equals or exceed each Town's theoretical local transit sales tax share.

Capital and operating programs shall implement the statutory obligation for the County's net transit sales tax proceeds to be equitably allocated in consideration of the identified needs of local public transportation systems in the county, countywide human service transportation systems, and expansion of public transportation service to unserved areas in the county.

B. Annual process and schedule for development and recommendation of capital and operating programs

By December 15 of 1999 and each year thereafter, the chief transit official shall submit to the MTC a proposed capital program and operating program/second-year adjustments. (The initial operating program shall be a one-year program so as to synchronize the two-year operating program cycle with the City of Charlotte's two-year budget cycle.)

The MTC review and recommendation process shall provide opportunities for input from the parties to this Agreement and the public.

By March 31 of 2000 and each year thereafter, the MTC shall approve a recommended capital program and operating program/second-year adjustments. (The initial operating program shall be a one-year program so as to synchronize the two-year operating program cycle with the City of Charlotte's two-year budget cycle.)

The Mecklenburg County Board of Commissioners and the Charlotte City Council must each approve the capital program and operating program/second-year adjustments. After the initial five-year capital program is approved, approval for subsequent five-year capital programs may be withheld only as to changes to the immediately preceding capital program and the new fifth year. Upon approval by both governing boards, the Charlotte City Council shall fund the programs through budget and/or project ordinances.

In the event that the Charlotte City Council and the Mecklenburg County Board of Commissioners do not both approve the recommended capital and/or operating programs/second-year adjustments, the Mayor of the City of Charlotte shall appoint three Charlotte City Council Members and the Chairman of the

Mecklenburg County Board of Commissioners shall appoint three County Commissioners to a conference committee which shall, within 60 days of appointment, develop and recommend to the Charlotte City Council and the Mecklenburg County Board of Commissioners a conference committee program report.

Any Town dissatisfied with the recommendation of the MTC or the capital and operating programs approved by the Mecklenburg County Board of Commissioners and the Charlotte City Council may withdraw pursuant to Section X.D of this Agreement.

C. Budget and Project Ordinances

Through its budget ordinance, each party shall appropriate for transfer to the City of Charlotte:

- (1) transit sales tax receipts;
- (2) transit fares, fees, rents, or other charges;
- (3) maintenance of effort obligation;
- (4) state and federal transit grants and other intergovernmental transit related transfers; and
- (5) other transit appropriations.

The City of Charlotte shall fund and implement approved capital and operating programs through budget, project, and other ordinances, resolutions, contracts, and other legislative and administrative measures.

In the event that the Charlotte City Council and Mecklenburg County Board of Commissioners have not both approved the capital and operating programs prior to the Charlotte City Council's adoption of a budget ordinance, the City Council shall appropriate only such funds that are sufficient to service previously approved debt and to fund the maintenance and operation of previously approved levels of transit service. If the Charlotte City Council and Mecklenburg County Board of Commissioners approve a capital and operating program after the Charlotte City Council adopts a budget ordinance, the Charlotte City Council shall adopt such budget ordinance amendments and/or project ordinances as are necessary to fully fund the approved capital and operating programs.

VIII. Financing

A. Transit Sales Tax Revenues

Beginning in FY00, each party eligible for receipt of a share of the transit sales tax shall annually appropriate all transit sales tax revenues for transfer to the City of Charlotte. Quarterly sales tax receipts shall be transferred to the City of Charlotte within five business days of receipt of the distribution.

B. Fares, Fees, Rents, and other Charges

Beginning in FY00, and except as may otherwise be provided in the two-year operating program, each party receiving transit fares, fees, rents and other transit charges shall annually appropriate same for transfer to the City of Charlotte. Such funds shall be transferred to the City of Charlotte by the tenth day of the month immediately following the month during which such funds are received.

C. Maintenance of Effort¹

Beginning in FY00, each party shall annually appropriate for transfer to the City of Charlotte a "maintenance of effort" amount equal to its agreed upon FY98 "local expenditure for transit services." Maintenance of effort obligations shall be transferred to the City of Charlotte no later than December 31 of each fiscal year. The City of Charlotte shall annually supplement all other sources of transit revenue with an appropriation equal to its agreed upon FY98 "local expenditure for transit services."

"Local expenditure for transit services" shall mean all capital and operating expenditures for transit services other than (1) those funded through state or federal grants; (2) other intergovernmental transfers; or (3) from fares, fees, rents, or other service charges.

D. State and Federal Grants and other Intergovernmental Transfers

¹ N.C.G.S. 105-510(b) provides, in part, that "[e]very unit of government shall use the net proceeds to supplement and not to supplant or replace existing funds or other resources for public transportation systems."

Beginning in FY00, and except as may otherwise be provided in the five-year capital or two-year operating programs, each party receiving other transit revenues such as state and federal grants and other intergovernmental transfers shall annually appropriate same for transfer to the City of Charlotte. Such funds shall be transferred to the City of Charlotte within five business days of receipt.

E. Other Appropriations

Any party may appropriate and transfer other funds to the City of Charlotte for identified activities.

F. Debt

All transit debt shall be issued in accordance with approved five-year capital programs.

G. Annual Reporting

The chief transit officer shall provide annual financial reports.

IX. Miscellaneous

A. Interim Program and Budget

Since, pursuant to Section VII of this Agreement, the MTC's first capital and operating program cycle will lead to budgetary actions that fund the programs in FY01, the MTC may recommend interim transit programs to be funded in FY00. Interim transit programs recommended by the MTC must be approved by the Mecklenburg County Board of Commissioners and the Charlotte City Council prior to any action by the City of Charlotte to fund such interim programs.

Notwithstanding the preceding paragraph, the Charlotte City Council may fully fund through its FY00 budget the FY00 capital and operating components of the City's approved five-year transit program and requested Mecklenburg County Human Services transportation activities.

B. Addition of other units of local government

Other units of local government may become party to this Agreement upon approval of all parties to this Agreement.

C. Mandatory Governance Review

During FY04, the CTAG shall undertake a comprehensive governance review which shall consider the effectiveness of this Agreement and the governance structure established hereunder as well as other possible governance structures including, but not limited to, various forms of a transit authority. The governance review shall be conducted in a manner that ensures public and transit stakeholder input and participation. No later than June 30, 2004, the CTAG shall provide the governing boards of the parties to this Agreement with its report and recommendations.

D. Except as modified or limited herein, and to the fullest extent authorized by law, the City of Charlotte and its officers, agents, and employees shall, with respect to public transit, have the jurisdiction, powers, functions, public enterprises, rights, privileges, and immunities of the other parties to this Agreement.

X. Effective Date, Term, Amendment, and Withdrawal

A. Effective Date

This Agreement shall become effective upon approval by the Charlotte City Council and Mecklenburg County Board of Commissioners, and the adoption by the Mecklenburg County Board of Commissioners of a resolution levying the transit sales tax.

B. Term

This Agreement shall continue until the later of: (1) June 30, 2024; or (2) the end of the fiscal year that expires at least five years but no more than six years after the maturation date of latest maturing debt issued pursuant to an approved five-year capital program.

C. Amendment

This Agreement may be amended or terminated by authorized agreement of all parties hereto other than those that have withdrawn from the MTC.

D. Town Withdrawal

Any Town may withdraw from this Agreement effective at the start of a fiscal year (July 1) by giving written notice to the other parties to this Agreement no later than the end of the immediately preceding fiscal year (June 30).

Except as provided herein, upon withdrawal from this agreement, a Town: (1) shall lose all rights under this Agreement; and (2) shall, except as provided in the following paragraph, no longer be obligated to appropriate and transfer to the City of Charlotte transit sales tax receipts, transit fares, fees, rents, or other charges, maintenance of effort obligation, or state and federal grants and other intergovernmental transfers.

Upon withdrawal from this Agreement, a Town shall be liable for, and shall annually appropriate and transfer to the City of Charlotte no later than December 31 of each fiscal year, a sum of money determined by multiplying (1) the current fiscal year costs of servicing all debt issued pursuant to this Agreement while the Town was a party to this Agreement (including any refunding debt) by (2) the Town's per capita percentage basis among Mecklenburg County and the other units of local government in Mecklenburg County that receive a distribution of the transit sales and use tax.

A town that has withdrawn may regain its status as a full party to this Agreement upon approval of its governing board effective on the first date of the fiscal year beginning immediately following the governing board's approval.

Executed as of the day and year first above stated by authority duly granted by the governing boards of the parties hereto.

COUNTY OF MECKLENBURG

CITY OF CHARLOTTE

(SEAL)

(SEAL)

Clerk to the Board

City Clerk

Approved as to form:

County Attorney

This instrument has been preaudited
in the manner required by the Local
Government Budget and Fiscal
Control Act.

This instrument has been preaudited
In the manner required by the Local
Government Budget and Fiscal
Control Act.

Director of Finance
Mecklenburg County

Director of Finance
City of Charlotte

TOWN OF _____

(SEAL)

Clerk to the Town

This instrument has been preaudited
in the manner required by the Local
Government Budget and Fiscal
Control Act.

Director of Finance
Town of _____

RESOLUTION AUTHORIZING THE ACCEPTANCE BY THE TOWN OF
MATTHEWS AS TO ALL RIGHT, TITLE AND INTEREST IN THE
DEPOT CENTER TRACT

WHEREAS, the Town of Matthews as "purchaser" heretofore entered into that certain Agreement of Purchase and Sale with the Depot Center LTD. as "seller" for the purchase by the Town of the Depot Center Tract as defined therein; and

THAT WHEREAS, pursuant to said Purchase and Sale Agreement the Town of Matthews as "purchaser" was to perform certain obligations therein to close on the said purchase; and

THAT WHEREAS, the Town has undertaken its "due diligence" obligations under the said Purchase and Sale Agreement; and

THAT WHEREAS, pursuant to Section 6.0, Title Examination of said Agreement the Town has examined the title and has found it acceptable to accept the property; and

THAT WHEREAS, Section 11.0 of said Agreement outlined Conditions to the Purchaser's Obligations and "due diligence" has determined that no objections have been found.

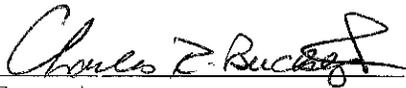
NOW THEREFORE, the Town Board of Commissioners for the Town of Matthews hereby adopts this resolution for the uses and purposes contained herein:

RESOLVED, by the Town Board of Commissioners for the Town of Matthews at its regular session on the 22nd day of February, 1999 that it hereby authorizes and directs the acceptance of the Depot Center Tract by officials of the Town of Matthews pursuant to the said Agreement of Purchase and Sale heretofore entered into with the Depot Center LTD. as seller; and it

HEREBY FURTHER RESOLVES, that the purchase price of \$1,390,000.00 is further authorized to be expended by said officials of the Town in closing the purchase by the Town of said Depot Center Tract.

RESOLVED this the 22nd day of February, 1999.

APPROVED AS TO FORM


Town Attorney


Mayor

ATTEST:


Town Clerk

RESOLUTION CLOSING A PORTION OF FRANCIS STREET
LOCATED NEAR ITS INTERSECTION WITH SOUTH TRADE STREET
IN THE TOWN OF MATTHEWS, MECKLENBURG COUNTY, NORTH CAROLINA

WHEREAS, pursuant to the provisions of Chapter 160A-299 of the General Statutes of North Carolina, the Board of Commissioners has caused to be published a Resolution of Intent to Close a portion of Francis Street which calls for a public hearing on the question; and

WHEREAS, the petitioner has caused a copy of the Resolution of Intent to Close a portion of Francis Street to be sent by registered or certified mail to all owners of property adjoining the said street (or portion thereof), and prominently posted a notice of the closing and public hearing in at least two places along a portion of Francis Street, all as required by G.S. 160-299; and

WHEREAS, the public hearing was held on the 8th day of February, 1999, and the Board of Commissioners hereby determines that the closing of a portion of Francis Street is not contrary to the public interest, and that no individual, firm or corporation owning property in the vicinity thereof will be deprived of reasonable means of ingress and egress to his or its property.

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Town of Matthews, North Carolina at its regularly assembled meeting of March 8, 1999, that the Board hereby orders the closing of a portion of Francis Street in the Town of Matthews, Mecklenburg County, North Carolina as described below;

See Exhibit A attached hereto and incorporated herein for a more particular description and pursuant to the provisions of 160A-299(C), see also a recorded plat which shows the street or alley closing and a portion of the closed street or alley to be taken by each adjacent property owner.

BE IT FURTHER RESOLVED that a certified copy of this Resolution be filed in the Office of Registered Deeds for Mecklenburg, North Carolina.

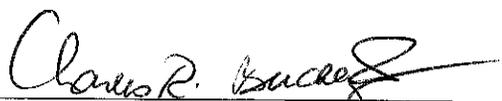
RESOLVED, this the 8th day of March, 1999.



Mayor

Approved as to form:

[ATTEST]



Town Attorney



Town Clerk



TOWN OF MATTHEWS

P.O. Box 398
212 N. Trade Street
Matthews, North Carolina 28106
704/847-4411 • Fax: 704/845-1964

R. LEE MYERS - Mayor

BOARD OF COMMISSIONERS
Chris M. Kallanos - Mayor Pro-Tem
Paul F. Bailey
George M. Fossett
Karlna Glass
Martha W. Krauss
W. Kress Query

A Resolution Accepting A Greenway Planning Grant From the County Of Mecklenburg

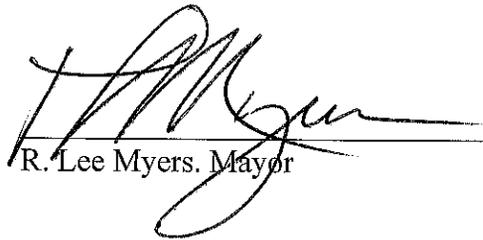
Whereas, the County of Mecklenburg has offered a grant to the Town of Matthews for the purpose of Greenway planning and development, and

Whereas, it is the desire of the Town of Matthews to develop a Greenway system and accept the said grant to fund the start of this process,

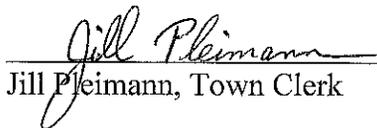
Be it therefore resolved by The Board of Commissioners of the Town of Matthews that the Town accept the Greenway Planning Grant offered by the County of Mecklenburg with appreciation and,

Be it further resolved that the Town Manager be authorized to sign any necessary documents relation to the grant and to budget for the expenditure of the same for Greenway Planning and Development purposes.

Adopted, this the 22 day of March, 1999.



R. Lee Myers, Mayor



Jill Fleimann, Town Clerk





TOWN OF MATTHEWS

P.O. Box 398
212 N. Trade Street
Matthews, North Carolina 28106
704/847-4411 • Fax: 704/845-1964

R. LEE MYERS - Mayor

BOARD OF COMMISSIONERS
Chris M. Kallanos - Mayor Pro-Tem
Paul F. Bailey
George M. Fossett
Karina Glass
Martha W. Krauss
W. Kress Query

RESOLUTION TO AUTHORIZE TOWN MANAGER TO FILE APPLICATION FOR GOVERNOR'S HIGHWAY SAFETY PROGRAM GRANT

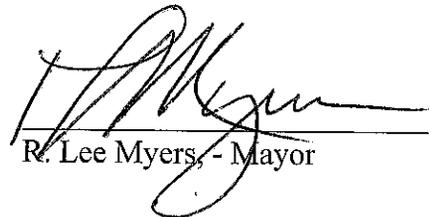
WHEREAS, the Town of Matthews, herein called the "Applicant", has thoroughly considered the problem, addressed in the application entitled Matthews Safe Roads Program and has reviewed the project described in the application; and

WHEREAS, under the terms of Public Law 89-564 as amended, the United States of America has authorized the Department of Transportation, through the North Carolina Governor's Highway Safety Program to make federal contracts to assist local governments in the improvement of highway safety,

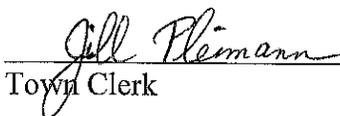
NOW, THEREFORE, BE IT RESOLVED by the Matthews Town Board of Commissioners in open meeting assembled in the Town of Matthews, North Carolina, this the 22nd day of March, 1999, as follows:

1. That the project referenced above is in the best interest of the Applicant and the general public.
2. That Ralph Messera, Town Manager, be authorized to file, in behalf of the Applicant, an application in the form prescribed by the Governor's Highway Safety Program for federal funding in the amount of \$61,901.00 to be made to the Applicant to assist in defraying the cost of the project described in the contract application.
3. That the Applicant anticipates appropriating the cash contribution of \$54,901.00 as required by the project.
4. That the Project Director designated in the application form shall furnish or make arrangement for other appropriate persons to furnish such information, data, documents and reports pertaining to the project, if approved, as may be required by the Governor's Highway Safety Program.
5. That certified copies of this resolution be included as part of the application referenced above.
6. That this resolution shall take effect immediately upon its adoption.

Adopted the 22nd day of March, 1999.


R. Lee Myers, - Mayor

ATTEST:


Town Clerk





TOWN OF MATTHEWS

P.O. Box 398
212 N. Trade Street
Matthews, North Carolina 28106
704/847-4411 • Fax: 704/845-1964

R. LEE MYERS - Mayor

BOARD OF COMMISSIONERS
Chris M. Kallianos - Mayor Pro-Tem
Paul F. Bailey
George M. Fossett
Karina Glass
Martha W. Krauss
W. Kress Query

RESOLUTION TO SELECT PROGRAM ADMINISTRATOR FOR THE COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM

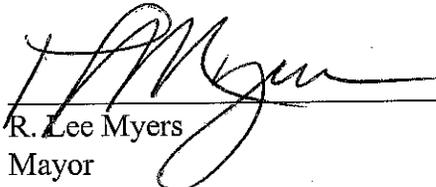
WHEREAS, the Town of Matthews has been awarded a Community Development Block Grant (CDBG) from the State of North Carolina for Scattered Site housing improvements;

WHEREAS, the Town of Matthews wishes to designate Centralina Council of Governments as its program administrator for said 1999-2000 CDBG Program;

WHEREAS, the Town of Matthews wishes to negotiate an administrative services contract with Centralina Council of Governments for administration of its 1999-2000 CDBG Program;

NOW THEREFORE BE IT RESOLVED, that the Board of Commissioners for the Town of Matthews authorizes the Town Manager to enter into negotiations with Centralina Council of Governments to propose a contract with scope of services and method of reimbursement for Town Board consideration.

Done this 22nd day of March, 1999



R. Lee Myers
Mayor

SEAL



Jill Pleimann
Town Clerk



RESOLUTION AUTHORIZING INSTALLMENT CONTRACT FINANCING BY THE TOWN OF MATTHEWS FOR THE PURCHASE OF A ZETOR TRACTOR-MOWER AND THE AUTHORIZATION OF THE EXECUTION OF SAID INSTALLMENT FINANCE CONTRACT DOCUMENTS

WHEREAS, the Town of Matthews is desirous to purchase a Zetor Tractor-Mower; and

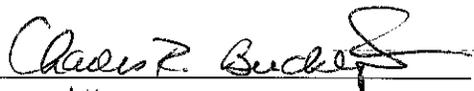
WHEREAS, the Town Attorney has rendered opinion that the purchase of the said Zetor Tractor-Mower has complied with North Carolina bidding laws pursuant to North Carolina General Statutes Section 143-129 and further said Town Attorney having rendered opinion that Installment Contract financing is further authorized by North Carolina General Statutes 160A-20; and

WHEREAS, the Town Attorney has reviewed the installment financing documents submitted by First Charter Bank and has found said installment financing documents to be in further compliance of North Carolina General Statutes Section 160A-20.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Town of Matthews, North Carolina, at its regular session this date hereby approves the purchase of a Zetor Tractor-Mower and further authorizes the purchase to be by installment financing by First Charter National Bank and hereby further authorizes and directs the Mayor and/or the manager to execute the necessary financing documents including a Promissory Note in the amount of \$33,125.00 and other financing documents as required by said Bank.

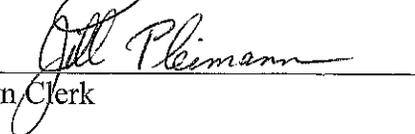
RESOLVED, this the 10th of May, 1999.

APPROVED AS TO FORM:


Town Attorney


Mayor

[ATTEST]


Town Clerk

A RESOLUTION OF THE TOWN BOARD OF COMMISSIONERS OF THE TOWN OF MATTHEWS, NORTH CAROLINA, AUTHORIZING THE ASSISTANT TOWN MANAGER TO FILE APPLICATION FOR APPROVAL OF ADDITIONAL INSTALLMENT FINANCING CONTRACT WITH THE LOCAL GOVERNMENT COMMISSION TO FINANCE THE RENOVATION AND EXPANSION OF THE MATTHEWS COMMUNITY CENTER, BEING REAL PROPERTY OWNED BY THE TOWN OF MATTHEWS.

WHEREAS, the Town of Matthews on September 14, 1998 adopted a Resolution authorizing the Assistant Town Manager to file Application for Approval of installment financing contract with a Local Government Commission to finance the renovation expansion of the Matthews Community Center, being real property owned by the Town of Matthews; and

WHEREAS, the Local Government Commission approved an installment financing contract in the amount of 2.7 million dollars to finance the renovation and expansion of the Town of Matthews Community Center; and

WHEREAS, subsequently the Town submitted for bids pursuant to Chapter 143 of the General Statutes; and

WHEREAS, the said bids for the renovation and expansion of the Matthews Community Center came in a little over \$500,000.00 greater than the projected budget for the renovation and expansion; and

WHEREAS, First Union National Bank has tentatively approved an additional \$500,000.00 for the purpose of financing renovation and expansion of the Matthews Community Center over and above the 2.7 million that the said First Union National Bank has been awarded the installment financing contract; and

WHEREAS, the Town of Matthews is desirous to complete the renovation and expansion of the Matthews Community Center as quickly as possible; and

WHEREAS, the Town Attorney has rendered an opinion to the Town Board of Commissioners that the proposed undertaking is authorized by law and is a purpose for which public funds may be presented pursuant to the Constitution of Laws of North Carolina; and

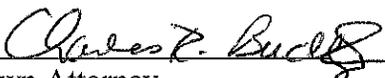
WHEREAS, the additional installment financing contract is a preferable means of financing the construction and renovation and expansion of the town owned property over general obligation and revenue bond issues because the project is faced with a time is of the essence factor and additionally the local government commission has already approved the previous submission for 2.7 million dollars for installment financing and additionally First Union National Bank and the Town of Matthews are ready to proceed with the financing of the additional \$500,000.00.

NOW, THEREFORE, BE IT RESOLVED, by the Town Board of Commissioners of the Town of Matthews, North Carolina, at its regular session held on May 10, 1999, that the Town proposes to improve property already owned by the Town by renovating and expanding a

community building located on South Trade Street next to the existing Matthews Elementary School, and to finance the renovations and expansion by an already approved installment contract with a loan of 2.7 million dollars and now seeks to add an additional \$500,000.00 to finance the renovation and expansion by an additional installment contract, and that the Assistant Town Manager, Kay Thompson, is hereby designated the representative of the Town to file Application for Approval of the additional installment financing contract in the amount of \$500,000 with the Local Government Commission.

RESOLVED, this the 10th day of May, 1999.

APPROVED AS TO FORM:


Town Attorney


Mayor

[ATTEST]


Town Clerk

RESOLUTION OF THE TOWN BOARD OF COMMISSIONERS OF THE TOWN OF MATTHEW DECLARING ITS INTENTION TO REIMBURSE ITSELF FROM THE PROCEEDS OF A TAX EXEMPT FINANCING FOR CERTAIN EXPENDITURES TO BE MADE IN CONNECTION WITH THE ACQUISITION, CONSTRUCTION AND/OR EQUIPPING OF THE PUBLIC WORKS FACILITY.

WHEREAS, the Town of Matthews (the "Issuer") is a political subdivision organized and existing under the laws of the State of North Carolina; and

WHEREAS, the Town of Matthews will make expenditures on and after the date hereof with respect to expenses incurred and to be incurred (the "Expenditures") in connection with the acquisition, construction and/or equipping of the public works facility of the Town of Matthews; and

WHEREAS, the Board of Commissioners of the Town of Matthews (the "Board") has determined that the funds advanced and to be advanced to pay Expenditures are or will be available for a temporary period and it is necessary to reimburse the Town of Matthews for Expenditures made on and after the date hereof with respect to the Project from the proceeds of tax-exempt installment contract financing;

WHEREAS, as of the date hereof, there are no funds of the Town of Matthews or of any other entity that is part of the controlled group of entities of which the Town of Matthews is deemed a part under Treasury Regulation Sections 1.103-18 and 1.150-1(f) (the "Controlled Group"), that are, or are reasonably expected to be, allocated on a long-term basis, reserved or otherwise available pursuant to the budgets of the Town of Matthews or any other entity that is part of the Controlled Group to finance the project;

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Town of Matthews, North Carolina as follows:

Section 1. The Board hereby adopts this declaration of official intent under Treasury Regulations Section 1.103-18(c) (2) (i) and declares its intent to reimburse the Town of Matthews with the proceeds of a tax-exempt financing for Expenditures made on and after the date hereof with respect to the acquisition, construction and/or equipping of the public works facility for the Town of Matthews.

Section 2. On the date of the expenditures, all reimbursable costs of the Project will be of a type properly chargeable to a capital account under general Federal Income Tax principals.

Section 3. The maximum principal amount of the debt expected to be issued for the project is \$ 2.5 MILLION.

Section 4. The adoption of this resolution is consistent with the budgetary and financial circumstances of the Town of Matthews and all other entities that are a part of the Controlled Group.

Section 5. This resolution shall take effect immediately upon adoption.

Section 6. Beginning no later than thirty days after the adoption of this resolution and ending on the date on which the installment contract financing is executed, closed and documents recorded, this resolution will be reasonably and continuously available for inspection by the general public during normal business hours in the office of the Town Clerk, Town Hall, Matthews, North Carolina.

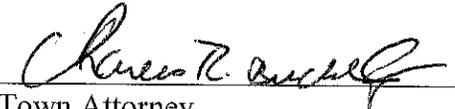
RESOLVED, this the 10th day of May, 1999.



Mayor

Approved as to form:

[ATTEST]



Town Attorney



Town Clerk

RESOLUTION OF THE TOWN BOARD OF COMMISSIONERS OF THE TOWN OF MATTHEW DECLARING ITS INTENTION TO REIMBURSE ITSELF FROM THE PROCEEDS OF A TAX EXEMPT FINANCING FOR CERTAIN EXPENDITURES TO BE MADE IN CONNECTION WITH THE ACQUISITION, CONSTRUCTION AND/OR EQUIPPING OF THE POLICE/EMS FACILITY.

WHEREAS, the Town of Matthews (the "Issuer") is a political subdivision organized and existing under the laws of the State of North Carolina; and

WHEREAS, the Town of Matthews will make expenditures on and after the date hereof with respect to expenses incurred and to be incurred (the "Expenditures") in connection with the acquisition, construction and/or equipping of the Police/EMS facility of the Town of Matthews; and

WHEREAS, the Board of Commissioners of the Town of Matthews (the "Board") has determined that the funds advanced and to be advanced to pay Expenditures are or will be available for a temporary period and it is necessary to reimburse the Town of Matthews for Expenditures made on and after the date hereof with respect to the Project from the proceeds of tax-exempt installment contract financing;

WHEREAS, as of the date hereof, there are no funds of the Town of Matthews or of any other entity that is part of the controlled group of entities of which the Town of Matthews is deemed a part under Treasury Regulation Sections 1.103-18 and 1.150-1(f) (the "Controlled Group"), that are, or are reasonably expected to be, allocated on a long-term basis, reserved or otherwise available pursuant to the budgets of the Town of Matthews or any other entity that is part of the Controlled Group to finance the project;

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Town of Matthews, North Carolina as follows:

Section 1. The Board hereby adopts this declaration of official intent under Treasury Regulations Section 1.103-18(c) (2) (i) and declares its intent to reimburse the Town of Matthews with the proceeds of a tax-exempt financing for Expenditures made on and after the date hereof with respect to the acquisition, construction and/or equipping of the public works facility for the Town of Matthews.

Section 2. On the date of the expenditures, all reimbursable costs of the Project will be of a type properly chargeable to a capital account under general Federal Income Tax principals.

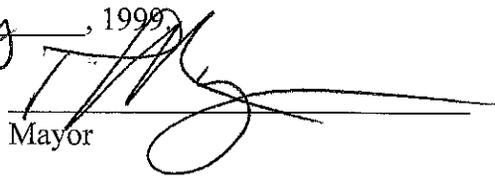
Section 3. The maximum principal amount of the debt expected to be issued for the project is \$ 3 million .

Section 4. The adoption of this resolution is consistent with the budgetary and financial circumstances of the Town of Matthews and all other entities that are a part of the Controlled Group.

Section 5. This resolution shall take effect immediately upon adoption.

Section 6. Beginning no later than thirty days after the adoption of this resolution and ending on the date on which the installment contract financing is executed, closed and documents recorded, this resolution will be reasonably and continuously available for inspection by the general public during normal business hours in the office of the Town Clerk, Town Hall, Matthews, North Carolina.

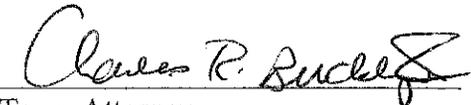
RESOLVED, this the 24 day of May, 1999



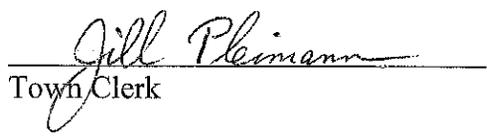
Mayor

Approved as to form:

[ATTEST]



Town Attorney



Town Clerk

RESOLUTION ADDING STREETS TO THE MATTHEWS STREET SYSTEM

BE IT RESOLVED, by the Town Board of Commissioners, Town of Matthews, North Carolina, at its regular session, held on June 14, 1999, that it hereby adds the following streets to the Town's street system:

Matthews Plantation Subdivision

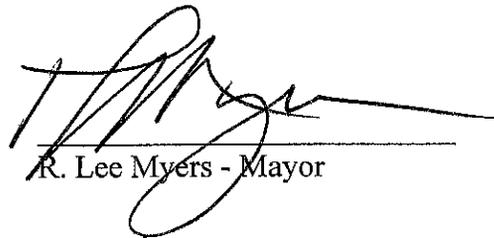
Biltmore Forest Drive	.28	
Jamesville Drive	.15	
	—	.43

Matthews Commons Subdivision

Ashby Woods Court	.16	
Creek Court	.04	
Tory Oak Place	.16	
	—	.36

Total Miles .79

RESOLVED, this the 14th day of June, 1999.



R. Lee Myers - Mayor

ATTEST:



Town Clerk



TOWN OF MATTHEWS

P.O. Box 398
212 N. Trade Street
Matthews, North Carolina 28106
704/847-4411 • Fax: 704/845-1964

R. LEE MYERS - Mayor

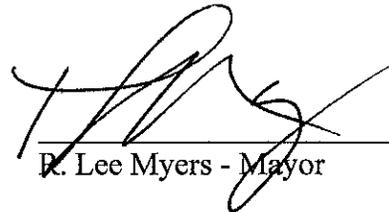
BOARD OF COMMISSIONERS
Chris M. Kallianos - Mayor Pro-Tem
Paul F. Bailey
George M. Fossett
Karina Glass
Martha W. Krauss
W. Kress Query

RESOLUTION ADDING STREETS TO THE MATTHEWS STREET SYSTEM

BE IT RESOLVED, by the Town of Matthews, North Carolina, at its regular session, held on June 14, 1999, that it hereby requests that the State of North Carolina upgrade and delete the following streets from the State System and that these Streets be added to the Town of Matthews' System:

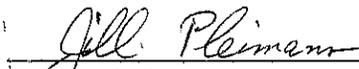
SR #3438	Elizabeth Lane	.84
SR #	Team Road	.20
		—
	Total miles	1.04

RESOLVED, this the 14th day of June, 1999.



R. Lee Myers - Mayor

ATTEST:


Town Clerk



COPY OF A RESOLUTION PASSED BY THE BOARD OF COMMISSIONERS
OF THE TOWN OF MATTHEWS, NORTH CAROLINA

A motion was made by Commissioner Paul Bailey and seconded by Commissioner Kuriaa Glass for the adoption of the following Resolution, and upon being put to a vote was duly adopted:

WHEREAS, the Town of Matthews has requested that the Department maintain the municipally-owned traffic signal at the intersection of Old NC 51 and Crestdale Avenue; and,

WHEREAS, the Department has agreed to maintain the signal subject to reimbursement by the Town of Matthews; and,

WHEREAS, the Town of Matthews has agreed to reimburse the Department the actual cost of all equipment and work performed by the Department within sixty (60) days of invoicing by the Department.

NOW, THEREFORE, BE IT RESOLVED that Project 4.6100121, Mecklenburg County, is hereby formally approved by the Board of Commissioners of the Town of Matthews and that the Mayor and Clerk of this Municipality are hereby empowered to sign and execute the Agreement with the Department of Transportation.

I, Gill Pleimann, Clerk of the Town of Matthews do hereby certify that the foregoing is a true and correct copy of excerpts from the Minutes of the meeting of the Board of Commissioners duly held on the 14th day of June, 1999.

WITNESS, my hand and the official seal of said Municipality on this the 15th day of June, 1999.

(SEAL)

Gill Pleimann
CLERK
TOWN OF MATTHEWS
NORTH CAROLINA

TOWN OF MATTHEWS

309 South Trade Street
P.O. Box 398
Matthews, N.C. 28106
704/847-3640

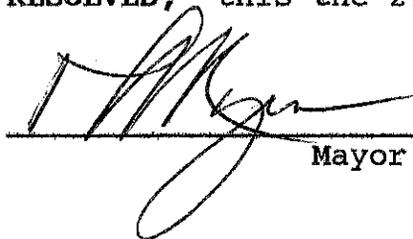
**Public Works Department**

John J. Goins, Director

RESOLUTION ADDING STREETS TO THE MATTHEWS STREET SYSTEM

BE IT RESOLVED, by the Town of Matthews, North Carolina, at its regular session, held on June 27, 1994, that it hereby adds the streets, in the Heathers II sub-division, to the Town's Street System. (street list attached)

RESOLVED, this the 27th day of June, 1994.



Mayor

ATTEST



Town Clerk



STREETS IN HEATHER II
JUNE 23, 1994

<u>STREET</u>	<u>TYPE</u>	<u>LENGTH</u>	<u>MILES</u>
BATHGATE LN	P16	1,685	0.32
KIRKHOLM DR	P16	1,830	0.35
WESTER ROSS CT	P16	355	0.07
<hr/>			
Total:		3,870	0.74
<hr/>			

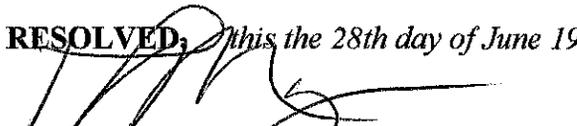
RESOLUTION ADDING STREETS TO THE MATTHEWS STREET SYSTEM

BE IT RESOLVED, by the Town of Matthews, North Carolina, at its regular session, held on *June 28, 1999* that it hereby adds the following streets, to the Town's Street System.

Matthews Commons Subdivision

Ashby Woods Court	(400 feet)	.08
Macie Glen Court	(470 feet)	.09
	Total Miles	<u>.17</u>

RESOLVED, *this the 28th day of June 1999*



Mayor

ATTEST



Town Clerk

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF MATTHEWS, NORTH CAROLINA, APPROVING AMENDMENT NUMBER ONE TO INSTALLMENT FINANCING CONTRACT AND DELIVERY THEREOF AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS

WHEREAS, the Town of Matthews, North Carolina (the "Town") is a municipal corporation, duly and regularly created, organized and validly existing as such under and by virtue of the Constitution, statutes and laws of the State of North Carolina (the "State");

WHEREAS, the Town has the power, pursuant to Section 160A-20 of the General Statutes of North Carolina, as amended, to (i) purchase real and personal property, (ii) enter into installment financing contracts in order to finance the purchase of real and personal property used, or to be used, for public purposes, and (iii) finance the construction of fixtures or improvements on real property by contracts that create in the fixtures or improvements and in the real property on which such fixtures or improvements are located a security interest to secure repayment of moneys advanced or made available for such construction;

WHEREAS, the Town previously entered into an Installment Financing Contract, dated as of December 30, 1998 (the "Contract"), with the Bank, pursuant to which the Bank advanced funds in the aggregate principal amount \$2,700,000 to the Town to finance the costs of the renovation and expansion of the Matthews Community Center (the "Project");

WHEREAS, in order to secure the obligations of the Town under the Contract, the Town executed and delivered a Deed of Trust and Security Agreement, dated as of December 30, 1998 (the "Deed of Trust"), from the Town to S. Alex Wallace, as deed of trust trustee, placing a lien on certain real property described therein for the benefit of the Bank;

WHEREAS, the Town Council of the Town (the "Town Council"), hereby determines that it is in the best interests of the Town to receive an additional advance of funds in an aggregate principal amount of not more than \$500,000 by entering into an Amendment Number One to the Contract to be dated on or about August 4, 1999 (the "Amendment") with the Bank, secured by the Deed of Trust, in order to provide additional funds necessary for the renovation, expansion and completion of the Project;

WHEREAS, the Project will be owned and operated by the Town to serve the citizens of the Town;

WHEREAS, the Town hereby determines that the Project is essential to the Town's proper, efficient and economic operation and to the general health and welfare of its inhabitants, that the Project will provide an essential use and will permit the Town to carry out public functions that it is authorized by law to perform, and that entering into the Contract, as amended by the Amendment, is necessary and expedient for the Town by virtue of the findings presented herein;

WHEREAS, the Town hereby determines that the estimated additional cost of completion of the Project is not less than \$500,000 and that such cost of the Project exceeds the total sum of

certain grants the Town expects to receive in connection with the Project and the amount that can be prudently raised from currently available appropriations, unappropriated fund balances and nonvoted bonds that could be issued by the Town in the current fiscal year pursuant to Article V, Section 4 of the Constitution of the State;

WHEREAS, although the cost of financing the completion of the Project pursuant to the Amendment, is expected to exceed the cost of financing the completion of the Project pursuant to a bond financing for the same undertaking, the Town hereby determines that the cost of financing the completion of the Project pursuant to the Amendment, and the obligations of the Town thereunder are preferable to a general obligation bond financing or revenue bond financing for several reasons, including but not limited to the following: (i) the cost of a special election necessary to approve a general obligation bond financing, as required by the laws of the State, would result in the expenditure of significant funds, (ii) the time required for a general obligation bond election would cause an unnecessary delay which would thereby decrease the financial benefits of acquiring the Project, and (iii) no revenues are produced by the Project so as to permit as revenue bond financing;

WHEREAS, the Town hereby determines that the estimated cost of financing the completion of the Project pursuant to the Amendment, reasonably compares with an estimate of similar costs under a bond financing for the same undertaking as a result of the findings delineated in the above preambles;

WHEREAS, the obligation of the Town to make Installment Payments under the Amendment, is a limited obligation of the Town payable solely from currently budgeted appropriations of the Town and does not constitute a pledge of the faith and credit of the Town within the meaning of any constitutional debt limitation;

WHEREAS, the Town does not anticipate future property tax increases solely to pay installment payments falling due under the Contract, as amended by the Amendment, in any fiscal year during the term of the Contract, as amended by the Amendment;

WHEREAS, the sums to fall due under the Amendment, without regard to the sums falling due under the Contract prior to being amended, will not exceed \$50,000.00 for each of the fifteen (15) fiscal years that the Contract will be in effect;

WHEREAS, Parker, Poe, Adams & Bernstein L.L.P., as special counsel ("Special Counsel"), will render an opinion to the effect that entering into the Amendment and the transactions contemplated thereby are authorized by law and constitute a purpose for which public funds may be expended pursuant to the Constitution and laws of the State;

WHEREAS, no deficiency judgment may be rendered against the Town in any action for its breach of the Amendment, and the taxing power of the Town is not and may not be pledged in any way directly or indirectly or contingently to secure any moneys due under the Contract, as amended by the Amendment;

WHEREAS, the Town is not in default under any of its debt service obligations;

WHEREAS, the Town's budget process and Annual Budget Ordinance are in compliance with the Local Government Budget and Fiscal Control Act, and external auditors have determined that the Town has conformed with generally accepted accounting principles in preparing its Annual Budget Ordinance;

WHEREAS, past audit reports of the Town indicate that its debt management and contract obligation payment policies have been carried out in strict compliance with the law, and the Town has not been censured by the North Carolina Local Government Commission (the "LGC"), external auditors or any other regulatory agencies in connection with such debt management and contract obligation payment policies;

WHEREAS, the Town Council conducted a public hearing with respect to the Amendment on June 14, 1999 to receive public comments on the Amendment;

WHEREAS, there has been presented to the Town Council the form of the Amendment, a copy of which is attached hereto, which the Town proposes to approve, enter into and deliver, as applicable, to effectuate the proposed additional financing as contemplated in the Amendment at an interest rate of 4.50% per annum and for a maximum principal amount of \$500,000 as specified in the Amendment; and

WHEREAS, it appears that the Amendment is in appropriate form and is an appropriate instrument for the purposes intended;

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF MATTHEWS, NORTH CAROLINA, AS FOLLOWS:

Section 1. **Ratification of Prior Actions.** All actions of the Town, the Town Manager, the Finance Officer of the Town, the Town Attorney and the Town Clerk and their respective designees in effectuating the proposed financing are hereby approved, ratified, and authorized pursuant to and in accordance with the transactions contemplated by the Contract and the Amendment.

Section 2. **Approval, Authorization and Execution of Amendment.** The Town hereby approves the amount advanced by the Bank to the Town pursuant to the Amendment in an aggregate principal amount of \$500,000, such amount to be repaid by the Town to the Bank as provided in the Contract, as amended by the Amendment, in monthly installments of principal and interest in arrears beginning September 1, 1999 and ending January 2, 2014 at an interest rate of 4.50% per annum. The form, terms and content of the Amendment are in all respects authorized, approved and confirmed, and the Mayor, the Town Manager, the Finance Officer of the Town and the Town Clerk or their respective designees are authorized, empowered and directed to execute and deliver the Amendment for and on behalf of the Town, including necessary counterparts, in substantially the form attached hereto, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of their approval of any and all such changes, modifications, additions or deletions, and that

from and after the execution and delivery of the Amendment, the Mayor, the Town Manager, the Finance Officer of the Town and the Town Clerk or their respective designees are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Contract, as amended by the Amendment.

Section 3. **Further Actions.** The Town Manager, the Mayor of the Town Council and the Finance Officer of the Town are hereby designated as the Town's representatives to act on behalf of the Town in connection with the transactions contemplated by the Amendment. The Mayor, the Town Manager and the Finance Officer of the Town are hereby authorized to designate one or more employees of the Town to take all actions which the Mayor, the Town Manager and the Finance Officer of the Town are authorized to perform under this Resolution, and the Mayor, the Town manager, the Finance Officer of the Town or their designees are in all respects authorized on behalf of the Town to supply all information pertaining to the transactions contemplated by the Amendment. The Town Clerk, the Town Manager, the Mayor of the Board and the Finance Officer of the Town are authorized to execute and deliver for and on behalf of the Town any and all additional certificates, documents, opinions or other papers and perform all other acts as may be required by the Amendment or as they may deem necessary or appropriate in order to implement and carry out the intent and purposes of this Resolution. The Town Manager, the Mayor, and the Finance Officer of the Town are authorized and directed to proceed with the Project in accordance with the terms of the Contract, as amended by the Amendment, and to seek opinions on matters of law from the Town Attorney, which the Town Attorney is authorized to furnish on behalf of the Town, and opinions of law from such other attorneys for all documents contemplated hereby as required by law.

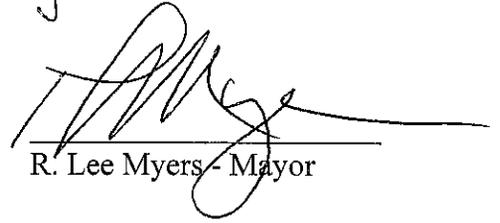
Section 4. **Designation as Bank Qualified.** The Town hereby designates the Amendment as a "qualified tax-exempt obligation" eligible for the exception from the disallowance of the deduction of interest by financial institutions allocable to the cost of carrying tax-exempt obligations in accordance with the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Town does not reasonably anticipate issuing more than \$10,000,000 of qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Code, including all entities which issue obligations on behalf of the Town and all subordinate entities of the Town, during calendar year 1999 and the Town will not designated more than \$10,000,000 of qualified tax-exempt obligations pursuant to Section 265(b)(3) of the code during calendar year 1999.

Section 5. **Repealer.** All motions, orders, resolutions, ordinances and parts thereof, in conflict herewith are hereby repealed.

Section 6. **Severability.** If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

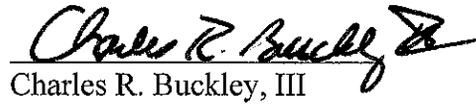
Section 7. **Effective Date.** This Resolution shall become effective on the date of its adoption.

Passed, Adopted and Approved this 26th day of July, 1999.



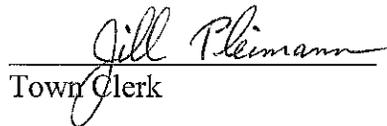
R. Lee Myers - Mayor

APPROVED AS TO FORM:



Charles R. Buckley, III

ATTEST:



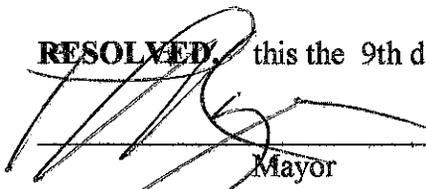
Town Clerk

**RESOLUTION ADDING STREETS TO THE MATTHEWS STREET
SYSTEM**

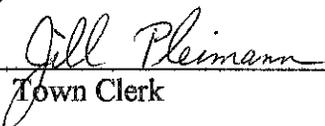
BE IT RESOLVED, by the Town of Matthews, North Carolina, at its regular session, held on August 9, 1999 that it hereby adds the following streets, to the Town's Street System.

<u>Location:</u>	<u>Street:</u>	<u>Miles:</u>
Sardis Plantation	Bowen Court	0.02
	Bramwell Place	0.05
	Clairview Lane	0.13
	Hampden Lane	0.07
	Rosedale Lane	0.09
	Sardis Plantation Drive	0.03
	Southern Cross Lane	0.20
	Walnut Point Drive	0.18
	Total Miles	0.77

RESOLVED, this the 9th day of August 1999



Mayor

ATTEST 

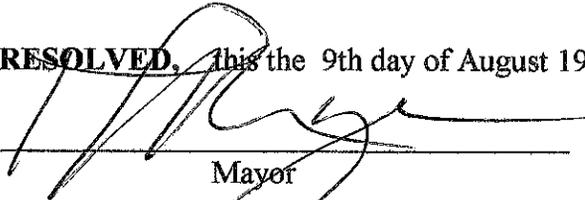
Town Clerk

**RESOLUTION ADDING STREETS TO THE MATTHEWS STREET
SYSTEM**

BE IT RESOLVED, by the Town of Matthews, North Carolina, at its regular session, held on August 9, 1999 that it hereby adds the following street, to the Town's Street System.

<u>Location:</u>	<u>Street:</u>	<u>Miles:</u>
Off Sam Newell Road	Crews Road	.23

RESOLVED, this the 9th day of August 1999



Mayor

ATTEST



Town Clerk

BOARD OF COMMISSIONERS
OF THE
TOWN OF MATTHEWS, NORTH CAROLINA

Excerpt of Minutes
of Meeting on
September 13, 1999

Present: Mayor R. Lee Myers presiding, and

Commissioners: Bailey, Fossett, Glass, Kallianos, Krauss, Query

Absent: None

The following resolution was discussed and its title read:

**RESOLUTION APPROVING INSTALLMENT FINANCING
AGREEMENT AND AUTHORIZING THE EXECUTION AND
DELIVERY OF DOCUMENTS IN CONNECTION
THEREWITH**

WHEREAS, pursuant to the North Carolina General Statutes, the Town of Matthews, North Carolina (the "Town") acting by and through its Board of Commissioners (the "Board") is authorized to acquire real or personal property or to construct or repair fixtures or improvements on real property; and

WHEREAS, the Town desires to acquire the Crews III Building and to construct and equip therein a facility to house certain police, EMS, administration and planning functions of the Town, all as more particularly described in on Exhibit A to the Agreement (hereafter defined) (collectively, the "Project"); and

WHEREAS, the Town desires to finance the Project by the use of an installment contract authorized under North Carolina General Statutes Chapter 160A, Article 3, Section 20; and

WHEREAS, the North Carolina Local Government Commission is expected to approve the Project and the financing thereof contemplated hereby and the approval herein provided is subject thereto; and

WHEREAS, there have been presented to the Board substantially final forms of the following documents which Bank of America, N.A. (the "Lender") and the Town propose to use in connection with the financing of the Project:

(a) Installment Financing Agreement between the Town and the Lender in the principal amount of not to exceed \$3,000,000 (the "Agreement");

(b) Promissory Notes in the amount of \$1,700,000 to be executed in September, 1999 (the "1999 Note"), and in the amount of \$1,300,000 to be executed in March, 2000 (the "2000 Note," and together with the 1999 Note, the "Notes");

(b) Deed of Trust and Security Agreement from the Town to a trustee in favor of the Lender (the "Deed of Trust" and, together with all other security documents required by the Lender, the "Security Documents");

NOW, THEREFORE, the Board of the Town, meeting in regular session at Matthews, North Carolina, on September 13, 1999, does the following:

BE IT RESOLVED BY THE BOARD OF THE TOWN:

1. The Mayor of the Town is hereby authorized and directed to execute and deliver the Agreement, the Notes and the Deed of Trust, which shall be in substantially the forms presented to the Board, which are hereby approved, and the other Security Documents, with such completions, omissions, insertions, and changes as may be approved by the Mayor, including such changes as may be required by the North Carolina Local Government Commission, such execution to constitute conclusive evidence of his/her approval of any such completions, omissions, insertions and changes. The Clerk of the Town shall attest and seal such documents as require the Clerk's attestation and the seal of the Town.

2. The officers and employees of the Town are hereby authorized and directed to deliver all certificates and instruments and to take all such further action as they may consider necessary or desirable in connection with execution of the Agreement, the Notes, the Deed of Trust and the other Security Documents and the undertaking of the Project.

3. To the extent permitted by law, the officer or employee of the Town as may be responsible from time to time for the preparation of the annual budget of the Town, is hereby authorized and directed to carry out the obligations imposed by the Agreement on such officer or employee.

4. All other actions of the officers of the Town which are in conformity with the purposes or intent of this resolution and in furtherance of the execution of the Agreement and the undertaking of the Project, including the execution of the Notes, the Deed of Trust and the other Security Documents, and the satisfaction of the conditions necessary to the issuance of the 2000 Note, are hereby ratified, approved and confirmed. The representations of the Town made in the Agreement, the Deed of Trust and the other Security Documents are hereby confirmed.

5. The obligation of the Town under the 1999 Note and under the 2000 Note are each hereby designated as a "qualified tax-exempt obligation" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), in connection therewith, the Town makes the following representations and certifications:

(a) The Board will in no event designate more than \$10,000,000 of obligations as qualified tax-exempt obligations in the calendar year in which the 1999 Note and the 2000 Note, respectively, is incurred, including such Note, for the purpose of such Section 265(b)(3);

(b) The Town and all its “subordinate entities” (within the meaning of Section 265(b)(3) of the Code) have not issued more than \$10,000,000 of tax-exempt obligations in the subject calendar years (not including “private activity bonds,” as defined in Section 141 of the Code, other than “qualified 501(c)(3) bonds,” as defined in Section 145 of the Code), including the obligation hereby approved;

(c) Barring circumstances unforeseen as of the date of delivery of the obligation hereby approved, the Board will not approve the issuance of tax-exempt obligations of the Town or such subordinate entities if the issuance of such tax-exempt obligations would, when aggregated with all other tax-exempt obligations theretofore issued in the subject calendar year by the Town and such subordinate entities, result in the Town and such subordinate entities having issued a combined total of more than \$10,000,000 of tax-exempt obligations in the applicable calendar year (not including private activity bonds other than qualified 501(c)(3) bonds), including the obligations hereby approved; and

(d) The Board has no reason to believe that the Town and such subordinate entities will issue tax-exempt obligations in each of the subject calendar years in an aggregate amount that will exceed such \$10,000,000 limit; provided, however, that if the Board receives an opinion of its bond counsel that compliance with any restriction set forth in (b) or (c) above is not required for the obligation hereby approved to be a qualified tax-exempt obligation, the Board need not comply with such restriction.

7. This resolution shall take effect immediately.

Commissioner Paul Bailey moved the passage of the foregoing resolution and Commissioner Kress Query seconded the motion, and the resolution was passed by the following vote:

Ayes: Commissioner Bailey, Fossett, Glass, Kallianos, Krauss, Query
and Mayor Myers

Nays: None

Not Voting: None

I, Jill Pleimann, Clerk for the Town, DO HEREBY CERTIFY that the foregoing is a true and complete copy of so much of the proceedings of the Board for said Town at a meeting duly called and held September 5, 1999, as it relates in any way to the resolution hereinabove set forth, and that said proceedings are recorded in Minute Book 6 of the minutes of said Board. Pursuant to G.S. Section 143-318.12, a current copy of a schedule of regular meetings of the Board for said Town is on file in my office.

WITNESS my hand and the common seal of said Town, this 14 day of September, 1999.

Jill Pleimann
Town Clerk

(SEAL)

A RESOLUTION OF THE TOWN BOARD OF COMMISSIONERS OF THE TOWN OF MATTHEWS, NORTH CAROLINA, AUTHORIZING THE TOWN STAFF TO PROCEED WITH THE ADVERTISING FOR BID FOR THE CONSTRUCTION OF THE PUBLIC WORKS FACILITY AND ADDITIONALLY AUTHORIZING THE TOWN STAFF TO PROCEED FOR THE INSTALLMENT CONTRACT FINANCING THROUGH REQUEST FOR PROPOSALS FOR SAME.

WHEREAS, the Town of Matthews has heretofore acquired land for the purpose of constructing, installing, developing, and creating a public works facility; and

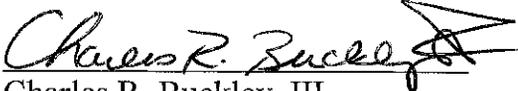
WHEREAS, the Town of Matthews has also heretofore retained the services of an architect to prepare construction drawings for the development of the said public works facility; and

WHEREAS, the Town Board of Commissioners is desirous to submit for bid the construction of the public works facility and additionally to seek request for proposals from financial institutions to do an installment contract financing for the construction and installation of a public works facility.

NOW, THEREFORE, BE IT RESOLVED, by the Town Board of Commissioners of the Town of Matthews, North Carolina, at its regular session held on October 11, 1999, that it hereby authorizes and directs the Town staff to proceed to submit for sealed bids the construction of the public works facility and additionally to proceed and submit for request for proposals for the installment contract financing for the construction of the said public works facility all to complete within a limit of \$2.5 million for the installment financing contract.

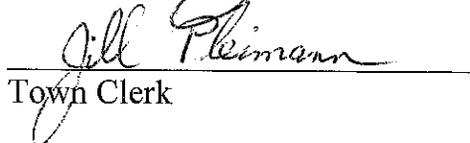
RESOLVED, this the 11th day of October, 1999.

APPROVED AS TO FORM:


Charles R. Buckley, III


Mayor

[ATTEST]


Town Clerk



TOWN OF MATTHEWS

P.O. Box 398
212 N. Trade Street
Matthews, North Carolina 28106
704/847-4411 • Fax: 704/845-1964

R. LEE MYERS - Mayor

BOARD OF COMMISSIONERS
Chris M. Kallianos - Mayor Pro-Tem
Paul F. Bailey
George M. Fossett
Karina Glass
Martha W. Krauss
W. Kress Query

WHEREAS, Lead Regional Organizations have established productive voluntary working relationships with municipalities and counties across North Carolina; and

WHEREAS, the 1999 General Assembly recognized this need through the appropriation of \$900,000 for each year of the biennium to help the Lead Regional Organizations assist local governments with grant applications, economic development, community development, and to support local industrial development activities and other activities as deemed appropriate by their local governments; and

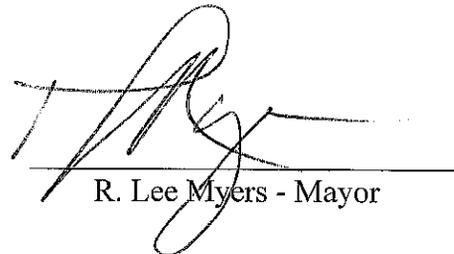
WHEREAS, these funds are not intended to be used for payment of member dues or assessments to a Lead Regional Organization or to supplant funds appropriated by the member governments; and

WHEREAS, in the event that a request is not made by the Town of Matthews for release of these funds to the Lead Regional Organization, the available funds will revert to State's general fund; and

WHEREAS, in Region F, funds in the amount of \$55,000 will be used to/for preparation of HOME and CDBG applications, land use corridor studies, hosting of regional seminars/conferences, regional data center, regional building permit tracking system, and other economic development activities that may deem appropriate;

NOW, THEREFORE, BE IT RESOLVED, that the Matthews Board of Commissioners requests the release of its share of these funds, \$918.04, to Centralina Council of Governments at the earliest possible time in accordance with the provisions of state laws.

Adopted this the 26th day of October, 1999.



R. Lee Myers - Mayor

ATTEST:



Jill Pleimann
Town Clerk



RESOLUTION AMENDING THE
PERSONNEL POLICY OF THE
TOWN OF MATTHEWS

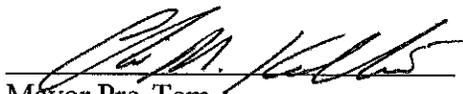
BE IT RESOLVED, by the Board of Commissioners of the Town of Matthews that the Personnel Policy of the Town of Matthews, specifically supplemental retirement benefits, is hereby amended by adding the following sentence:

A full-time employee retiring with at least 20 years service with the Town may continue on the Town's health insurance policy, at the retiree's expense, until such time as said retiree shall reach the age of 65 or become Medicare eligible.

RESOLVED, this the 8th day of November, 1999.

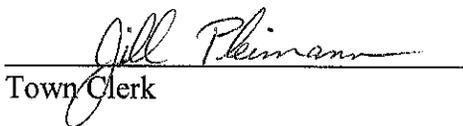
APPROVED AS TO FORM:

Charles R. Buckley, III



Mayor Pro-Tem

[ATTEST]



Town Clerk

**RESOLUTION OF THE TOWN OF MATTHEWS BOARD OF COMMISSIONERS CONCERNING
PROCUREMENT OF ARCHITECTURAL SERVICES FOR THE NEW MATTHEWS PUBLIC
SAFETY FACILITY**

Whereas, the 1987 General Assembly enacted GS Chapter 143, Article 3D, 143-64-32, which establishes a general public policy to announce all requirements for architectural and engineering services and that procurement of architectural and engineering services for state and local construction projects should normally be based upon a qualification-based selection process with later negotiation on the fee, rather than through a competitive bidding process based primarily on the fee; and

Whereas the act allows a governing body to deviate from the general public policy and exempt particular projects from the provisions of the act in the sole discretion of the local governing body; and

Whereas the Town of Matthews Board of Commissioners has determined it to be in the best interest of the Town of Matthews to exempt the new Matthews Public Safety Facility from the requirements of the act.

NOW THEREFORE BE IT RESOLVED by the Town of Matthews Board of Commissioners that:

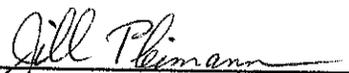
(1) For the following reasons, the Town of Matthews Board of Commissioners hereby finds that the new Public Safety Facility project shall be exempt from the general public policy requirements concerning the selection of architectural and engineering services.

- d. Mr. Frank Williams, II, President of 2Architecture Inc. was the architect of record when the existing building to be renovated as the new Matthews Public Safety Facility was originally constructed;
- e. Mr. Williams performed certain feasibility studies on the reuse of the building as a Public Safety Facility.
- f. Mr. Williams has performed programming services for renovation of the building as a Public Safety Facility.
- g. Mr. Williams possesses the qualifications and background knowledge of the project necessary to complete design of the renovations.

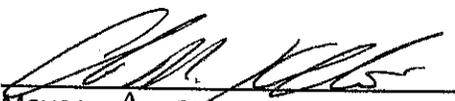
(2) The Board of Commissioners hereby authorizes the Town Manager to execute an agreement with 2Architecture to provide architectural services for renovation of the existing building as a new Public Safety Facility.

Adopted this 8th day of November, 1999

Attest:



Town Clerk



Mayor Pro-Tem

A RESOLUTION OF THE TOWN BOARD OF COMMISSIONERS OF THE TOWN OF MATTHEWS, NORTH CAROLINA, AUTHORIZING THE ASSISTANT TOWN MANAGER TO FILE APPLICATION FOR APPROVAL OF INSTALLMENT FINANCING CONTRACT WITH THE LOCAL GOVERNMENT COMMISSION TO FINANCE THE CONSTRUCTION OF A PUBLIC WORKS FACILITY ON REAL PROPERTY OWNED BY THE TOWN OF MATTHEWS.

WHEREAS, the Town of Matthews over the last eighteen years has increased population from 1,950 people to over 21,000 people within its city limits; and

WHEREAS, the Town of Matthews is continuing to increase its population at a rapid pace and is faced with an ever increasing demand for public works services; and

WHEREAS, the Town Board of Commissioners is desirous to provide public works services to its citizens; and

WHEREAS, the Town of Matthews has heretofore acquired vacant property located on Tank Town Road at its intersection with I-485 for the purpose of constructing and upfitting a public works facility; and

WHEREAS, the Town of Matthews has a need to construct and upfit a public works facility contingent upon installment contract financial approval by the Local Government Commission; and

WHEREAS, the Town Attorney has rendered an opinion to the Town Board of Commissioners that the proposed undertaking is authorized by law and is a purpose for which public funds may be expended pursuant to the Constitution and Laws of North Carolina; and

WHEREAS, the installment financing contract is a preferable means of financing the construction and upfitting of the property already owned by the Town over general obligation and revenue bond issues because the project is faced with a time is of the essence factor; and additionally the up front cost and the cost of the installment financing as well as the anticipated percentage interest rate are substantially the same as bonds; and finally, the estimated project cost to be financed is \$2.5 million for the construction and upfitting of a public works facility; and

WHEREAS, the Town's present budgetary process can absorb the monthly payments without any substantial or major increases anticipated in the property tax rate to payoff this debt service; and

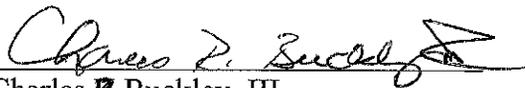
WHEREAS, the Town at present has only a small amount of debt service which is a nominal percentage of the 8% debt limitation as required by the North Carolina Constitution; and

WHEREAS, the Town has never defaulted on any of its debt service and it is necessary that the Town of Matthews designate an official to file Application for Approval of its installment financing contract with the Local Government Commission.

NOW, THEREFORE, BE IT RESOLVED, by the Town Board of Commissioners of the Town of Matthews, North Carolina, at a special session held on November 15, 1999, that the Town proposes to construct and upfit facilities on existing Town owned land to be used for public works facilities located on Tank Town Road at I-485 in Matthews, North Carolina, and to finance the construction and upfitting of the facilities with a loan to be \$2.5 million, and that the Assistant Town Manager, Kay Thompson, is hereby designated the representative of the Town to file Application for Approval of the installment financing contract in the amount of \$2.5 million with the Local Government Commission.

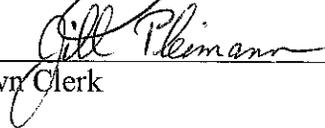
RESOLVED, this the 15th day of November, 1999.

APPROVED AS TO FORM:


Charles R Buckley, III


Mayor

[ATTEST]


Town Clerk

RESOLUTION ESTABLISHING A CAPITAL RESERVE FUND
TO BE ENTITLED "PARK AND RECREATION IMPROVEMENT FUND"

THAT WHEREAS, the Town of Matthews has adopted as a part of its subdivision ordinance a payment of fees in lieu of land dedication that may occur at the request of a subdivider, developer, or by the Town Board; and

THAT WHEREAS, any fees received in lieu of land dedication are required by ordinance to be deposited in a park and recreation improvement fund, said deposits to be used by the Town for improvement of a neighborhood park, playground, or recreation area including acquisition of property; and

THAT WHEREAS, the Town Board is desirous to establish a capital reserve fund pursuant to N.C.G.S. Sec. 159-18 creating this "Park and Recreation Improvement Fund" as a capital reserve fund.

NOW, THEREFORE, BE IT RESOLVED by the Town Board of the Town of Matthews that it hereby establishes a "Park and Recreation Improvement Fund" as a capital reserve fund pursuant to N.C.G.S. Sec. 159-18 for the purpose of receiving deposits of fees in lieu of land dedication by subdividers or developers to be used by the Town for improvement of neighborhood parks, playgrounds, or recreation areas including acquisition of property for facilities that actually will be available to and benefit persons in the subdivisions for which payment was made and be located in the general vicinity of the said subdivisions; that the said fund hereby established shall accumulate deposits for a period of approximately ten (10) years and further with an anticipation of approximately \$500,000.00 to be ultimately deposited into this fund.

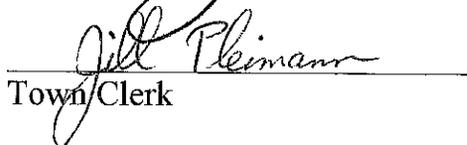
RESOLVED, this the 22 day of NOVEMBER, 1999.

APPROVED AS TO FORM:


Charles R. Buckley, III


Mayor

[ATTEST]


Town Clerk

**A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF
MATTHEWS, NORTH CAROLINA, APPROVING AN INSTALLMENT
FINANCING CONTRACT AND A DEED OF TRUST WITH RESPECT
THERE TO AND DELIVERY THEREOF AND PROVIDING FOR
CERTAIN OTHER RELATED MATTERS.**

WHEREAS, the Town of Matthews, North Carolina (the "*Town*") is a municipal corporation, duly and regularly created, organized and validly existing as such under and by virtue of the Constitution, statutes and laws of the State of North Carolina (the "*State*");

WHEREAS, the Town has the power, pursuant to Section 160A-20 of the General Statutes of North Carolina, as amended, to (i) purchase real and personal property, (ii) enter into installment financing contracts in order to finance the purchase of real and personal property used, or to be used, for public purposes, and (iii) finance the construction of fixtures or improvements on real property by contracts that create in the fixtures or improvements and in the real property on which such fixtures or improvements are located a security interest to secure repayment of moneys advanced or made available for such construction;

WHEREAS, the Town Council of the Town (the "*Town Council*"), hereby determines that it is in the best interests of the Town to receive an advance of funds in an aggregate principal amount of not more than \$2,500,000 by entering into an installment financing contract (the "*Contract*") with First Union National Bank, a national banking association (the "*Bank*"), and a deed of trust and security agreement related thereto (the "*Deed of Trust*") to secure the Town's obligations under the Contract, in order to provide a portion of the funds necessary for the construction, equipping and furnishing of a public works facility within the Town (the "*Project*") to be located on certain land owned by the Town as more specifically described in Exhibit A to the Contract;

WHEREAS, the Project will be owned and operated by the Town to serve the citizens of the Town;

WHEREAS, the Town hereby determines that the Project is essential to the Town's proper, efficient and economic operation and to the general health and welfare of its inhabitants, that the Project will provide an essential use and will permit the Town to carry out public functions that it is authorized by law to perform, and that entering into the Contract is necessary and expedient for the Town by virtue of the findings presented herein;

WHEREAS, the Town hereby determines that the estimated cost of the Project is not less than \$2,500,000 and that such cost of the Project exceeds the total sum of certain grants the Town expects to receive in connection with the Project and the amount that can be prudently raised from currently available appropriations, unappropriated fund balances and nonvoted bonds that could be issued by the Town in the current fiscal year pursuant to Article V, Section 4 of the Constitution of the State;

WHEREAS, although the cost of financing the Project pursuant to the Contract is expected to exceed the cost of financing the Project pursuant to a bond financing for the same undertaking, the Town hereby determines that the cost of financing the Project pursuant to the Contract and the Deed of Trust and the obligations of the Town thereunder are preferable to a general obligation bond financing or revenue bond financing for several reasons, including but not limited to the following: (i) the cost of a special election necessary to approve a general obligation bond financing, as required by the laws of the State,

would result in the expenditure of significant funds, (ii) the time required for a general obligation bond election would cause an unnecessary delay which would thereby decrease the financial benefits of acquiring the Project, and (iii) insufficient revenues are produced by the Project so as to permit a revenue bond financing;

WHEREAS, the Town hereby determines that the estimated cost of financing the Project pursuant to the Contract reasonably compares with an estimate of similar costs under a bond financing for the same undertaking as a result of the findings delineated in the above preambles;

WHEREAS, the obligation of the Town to make Installment Payments under the Contract is a limited obligation of the Town payable solely from currently budgeted appropriations of the Town and does not constitute a pledge of the faith and credit of the Town within the meaning of any constitutional debt limitation;

WHEREAS, in order to secure the Town's obligations under the Contract, the Town will enter into the Deed of Trust with the deed of trust trustee named therein for the benefit of the Bank;

WHEREAS, the Town does not anticipate future property tax increases solely to pay installment payments falling due under the Contract in any fiscal year during the term of the Contract;

WHEREAS, the sums to fall due under the Contract will not exceed \$300,000.00 for each of the fifteen (15) fiscal years that the Contract will be in effect;

WHEREAS, Parker, Poe, Adams & Bernstein L.L.P., as special counsel ("*Special Counsel*"), will render an opinion to the effect that entering into the Contract and the transactions contemplated thereby are authorized by law and constitute a purpose for which public funds may be expended pursuant to the Constitution and laws of the State;

WHEREAS, no deficiency judgment may be rendered against the Town in any action for its breach of the Contract, and the taxing power of the Town is not and may not be pledged in any way directly or indirectly or contingently to secure any moneys due under the Contract;

WHEREAS, the Town is not in default under any of its debt service obligations;

WHEREAS, the Town's budget process and Annual Budget Ordinance are in compliance with the Local Government Budget and Fiscal Control Act, and external auditors have determined that the Town has conformed with generally accepted accounting principles in preparing its Annual Budget Ordinance;

WHEREAS, past audit reports of the Town indicate that its debt management and contract obligation payment policies have been carried out in strict compliance with the law, and the Town has not been censured by the North Carolina Local Government Commission (the "*LGC*"), external auditors or any other regulatory agencies in connection with such debt management and contract obligation payment policies;

WHEREAS, the Town Council conducted a public hearing with respect to the Project on November 15, 1999 to receive public comments on the Project, the proposed financing, the Contract and the Deed of Trust to complete the Project and the Town has filed an application with the LGC for approval of the LGC with respect to the Town entering into the Contract;

WHEREAS, there has been presented to the Town Council the forms of the Contract and the Deed of Trust (collectively, the "*Instruments*"), copies of which are attached hereto, which the Town proposes to approve, enter into and deliver, as applicable, to effectuate the proposed financing at an interest rate of 5.04% per annum and for a maximum principal amount of \$2,500,000 as specified in the Instruments; and

WHEREAS, it appears that each of the Instruments is in appropriate form and is an appropriate instrument for the purposes intended;

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF MATTHEWS, NORTH CAROLINA, AS FOLLOWS:

Section 1. Ratification of Prior Actions. All actions of the Town, the Town Manager, the Assistant Town Manager, the Finance Officer of the Town and the Town Clerk and their respective designees in effectuating the proposed financing are hereby approved, ratified and authorized pursuant to and in accordance with the transactions contemplated by the Instruments.

Section 2. Approval, Authorization and Execution of Contract. The Town hereby approves the Project in accordance with the terms of the Contract, which will be a valid, legal and binding obligation of the Town in accordance with its terms. The Town hereby approves the amount advanced by the Bank to the Town pursuant to the Contract in an aggregate principal amount of \$2,500,000, such amount to be repaid by the Town to the Bank as provided in the Contract in 180 monthly installments of principal and interest in arrears at an interest rate of 5.04% per annum. The form, terms and content of the Contract are in all respects authorized, approved and confirmed, and the Mayor, the Town Manager, the Assistant Town Manager, the Finance Officer of the Town and the Town Clerk or their respective designees are authorized, empowered and directed to execute and deliver the Contract for and on behalf of the Town, including necessary counterparts, in substantially the form attached hereto, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of their approval of any and all such changes, modifications, additions or deletions, and that from and after the execution and delivery of the Contract, the Mayor, the Town Manager, the Assistant Town Manager, the Finance Officer of the Town and the Town Clerk or their respective designees are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Contract as executed.

Section 3. Approval, Authorization and Execution of Deed of Trust. The form, terms and content of the Deed of Trust are in all respects authorized, approved and confirmed, and the Mayor, the Town Manager, the Assistant Town Manager, the Finance Officer of the Town and the Town Clerk or their respective designees are authorized, empowered and directed to execute and deliver the Deed of Trust for and on behalf of the Town, including necessary counterparts, in substantially the form attached hereto, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of their approval of any and all such changes, modifications, additions or deletions, and that from and after the execution and delivery of the Deed of Trust, the Mayor, the Town Manager, the Assistant Town Manager, the Finance Officer of the Town and the Town Clerk or their respective designees are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Deed of Trust as executed.

Section 4. Further Actions. The Town Manager, the Assistant Town Manager, the Mayor and the Finance Officer of the Town are hereby designated as the Town's representatives to act on behalf of the Town in connection with the transactions contemplated by the Instruments, and the Town Manager, the Assistant Town Manager, the Mayor and the Finance Officer of the Town are authorized and directed to proceed with the Project in accordance with the terms of the Instruments, and to seek opinions on matters of law from the Town Attorney, which the Town Attorney is authorized to furnish on behalf of the Town, and opinions of law from such other attorneys for all documents contemplated hereby as required by law. The Mayor, the Town Manager, the Assistant Town Manager and the Finance Officer of the Town are hereby authorized to designate one or more employees of the Town to take all actions which the Mayor, the Town Manager, the Assistant Town Manager and the Finance Officer of the Town are authorized to perform under this Resolution, and the Mayor, the Town Manager, the Assistant Town Manager, the Finance Officer of the Town or their designees are in all respects authorized on behalf of the Town to supply all information pertaining to the transactions contemplated by the Instruments. The Town Clerk, the Town Manager, the Assistant Town Manager, the Mayor and the Finance Officer of the Town are authorized to execute and deliver for and on behalf of the Town any and all additional certificates, documents, opinions or other papers and perform all other acts as may be required by the Instruments or as they may deem necessary or appropriate in order to implement and carry out the intent and purposes of this Resolution.

Section 5. Designation as Bank Qualified. The Town hereby designates the Contract as a "qualified tax-exempt obligation" eligible for the exception from the disallowance of the deduction of interest by financial institutions allocable to the cost of carrying tax-exempt obligations in accordance with the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Town does not reasonably anticipate issuing more than \$10,000,000 of qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Code, including all entities which issue obligations on behalf of the Town and all subordinate entities of the Town, during calendar year 1999 and the Town will not designate more than \$10,000,000 of qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Code during calendar year 1999.

Section 6. Repealer. All motions, orders, resolutions, ordinances and parts thereof, in conflict herewith are hereby repealed.

Section 7. Severability. If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

Section 8. Effective Date. This Resolution shall become effective on the date of its adoption.

YEAS Mayor Lee Myers; Mayor Pro-Tem Chris Kallianos
 Commissioners Paul Bailey, George Fossett,
 Karina Glass, Martha Krauss, Kress Query.

NAYES None

Adopted this 13th day of December, 1999.



R. Lee Myers - Mayor

ATTEST:



Jill Pleimann, Town Clerk

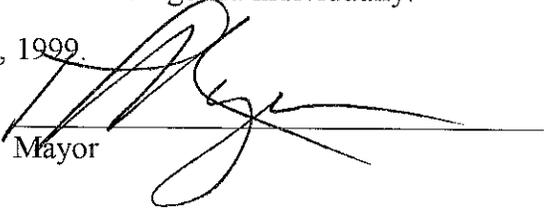
RESOLUTION ESTABLISHING THE TIME AND PLACE
FOR THE REGULAR MEETING OF THE TOWN BOARD OF
COMMISSIONERS OF THE TOWN OF MATTHEWS AND
FURTHER ESTABLISHING ITS RULES OF PROCEDURE

WHEREAS, N.C.G.S. 160A-71 requires that the Town Council shall fix the time and place for its regular meeting and further provides that the Council may adopt its own rules of procedure; and

WHEREAS, N.C.G.S. Section 143-318.12 requires that a current copy of a Resolution establishing the Town Board's regular meetings, showing time and place, be kept on file with the Town Clerk.

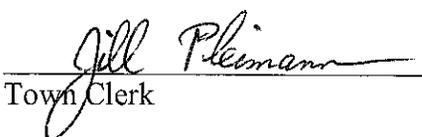
NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Town of Matthews, North Carolina, that beginning with January 2000 its regular meeting shall be held on the second and fourth Monday nights of each month at 7:00 P.M. at the Town Hall in Matthews, North Carolina; be it further RESOLVED, the meetings of the Board of Commissioners whether it be special or regular shall follow Roberts' Rules of Order and the Town Attorney shall act as parliamentarian; be it further RESOLVED, that the Agenda shall be prepared under the direction of the Mayor and, additionally, each Commissioner should he or she desire any business be placed on the Agenda shall so make a request to the Mayor; however, should the Mayor for whatever reason decline this request for a given Agenda, then the request by a second Commissioner shall make it mandatory that the item be placed on the given Agenda as required by the first Commissioner; be it further RESOLVED, that an item on each Agenda shall be designated as "Miscellaneous" intended to give citizens an opportunity to speak on any subject; speakers will be given up to four (4) minutes to speak unless the time period is changed by vote of the Board of Commissioners at that meeting; further this Miscellaneous item on zoning Agenda nights will be placed on the Agenda after "Action From Planning and Zoning Board; and on the second meeting of the month this Miscellaneous item will be placed on the Agenda after the "Pledge of Allegiance"; be it further RESOLVED, the necessity for a Board Closed Session will normally be listed on the Agenda when possible, however, if it is not possible, the individual Commissioner requesting the Closed Session shall contact all Board members, the Mayor, the Manager and the Attorney as time will allow; be it further RESOLVED, any Commissioner or the Mayor with just cause may request an item on the printed Agenda be deferred; it shall be the policy of the Board of Commissioners to defer the said requested Agenda item until the next regular meeting of Council, absent any compelling reason not to defer the item (normally absence of a Commissioner by itself is not just cause to have an item deferred); be it further RESOLVED, any item that needs to be added to an already printed Agenda will be announced at the beginning of each meeting, however, items to be added should only be added to the Agenda when time is a necessity; be it further RESOLVED, there is hereby established as a part of each Agenda as required an item to be designated as "Consent Agenda" and the items listed under the Consent Agenda will be voted on in one motion unless a Board member requests to deal with any items on the Consent Agenda individually.

RESOLVED, this the 13th day of December, 1999.



Mayor

ATTEST:



Town Clerk