

**Minutes of the Joint Special Meeting  
of the Greene County Building Corporation,  
and  
Greene County Redevelopment Authority  
November 17, 2020**

The Greene County Building Corporation met in a joint special meeting with the Greene County Redevelopment Authority at the Greene County Courthouse on November 17, 2020 at 9:00 a.m. Those present from the Greene County Building Corporation were Stephen Schantz, Thomas Pafford and Tim Barker. Those present from the Greene County Redevelopment Authority were Stephen Schantz, Thomas Pafford and Tim Barker. Also present were County Attorney Marvin Abshire, Barnes & Thornburg attorney Richard Starkey, and Commissioner Rick Graves.

The joint special meeting was called to order by President of the Building Corporation and the President of the Redevelopment Authority, Stephen Schantz.

The purpose of the joint special meeting was to consider refinancing of their respective outstanding bonds and take such action as may be appropriate to initiate bond refinancing if refinancing is approved.

The first item of business was discussion of refunding the Greene County Building Corporation's 2010 and 2011 Bonds. Barnes & Thornburg attorney Rich Starkey reported that the county can save approximately \$124,484.00 in net present value including all issuance costs by refinancing the Greene County Building Corporation's Lease Rental Revenue Bonds, Series 2010, and Series 2011. If the Building Corporation passes Resolution 2020-02, the next step will be to get a rating from Standard and Poor's. The plan is to sell the bonds right before Christmas, with December 23, 2020 as a projected closing date. Due to COVID, there could be some delay in getting ratings, so the anticipated closing date will be dependent upon Standard and Poor's schedule. Rich Starkey stated that if the Building Corporation passes Resolution 2020-02, the refinancing proposal then would go before the County Commissioners and County Council.

A motion was made by Greene County Building Corporation Director Tom Pafford and seconded by Director Tim Barker to adopt Resolution 2020-02, "Resolutions of a Special Meeting of the Board of Directors of Greene County Building Corporation". The motion passed unanimously.

The next item of business was consideration of two engagement letters with LWG CPA's & Advisors for municipal advisory services; an engagement letter with Stifel, Nicolaus & Company, Incorporated ("Stifel") as the underwriter/placement agent; and an engagement letter with Barnes & Thornburg as bond counsel; all serving the Building Corporation as it relates to the refinancing of the Corporations Lease Rental Revenue Bonds, Series 2010 and Series 2011. A motion was made by Greene County Building Corporation Director Tom Pafford and seconded by Director Tim Barker to approve the engagement letters. The motion passed unanimously.

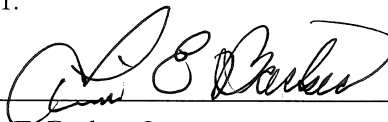
The next item of business was discussion of refunding the Redevelopment Authority's 2013 Bonds. Barnes & Thornburg attorney Rich Starkey reported that the county can save approximately \$810,306.00 in net present value including all issuance costs by refinancing the Greene County Redevelopment Authority's Lease Rental Revenue Bonds, Series 2013. If the Redevelopment Authority passes Resolution 2020-01, the next step will be to get a rating from Standard and Poor's. The plan is to sell the bonds right before Christmas, with December 23, 2020 as a projected closing date. Due to COVID, there could be some delay in getting ratings, so the anticipated closing date will be dependent upon Standard and Poor's schedule. Rich Starkey stated that if the Redevelopment Authority passes Resolution 2020-01, the refinancing proposal would go before the Greene County Redevelopment Commission.

A motion was made by Redevelopment Authority member Tim Barker and seconded by member Tom Pafford to adopt Resolution 2020-01, "A Resolution of the Greene County Redevelopment Authority Authorizing the Issuance of Redevelopment Authority Lease Rental Revenue Refunding Bonds, Authorizing the Execution of an Addendum to a Certain Lease Agreement, and Approving Certain Matters Related Thereto". The motion passed unanimously.

The next item of business was consideration of an engagement letter with LWG CPA's & Advisors for municipal advisory services; an engagement letter with Stifel, Nicolaus & Company, Incorporated ("Stifel") as the underwriter/placement agent; and an engagement letter with Barnes & Thornburg as bond counsel; all serving the Redevelopment Authority as it relates to the refinancing of the Redevelopment Authority's Lease Rental Revenue Bonds, Series 2013. A motion was made by Redevelopment Authority member Tom Pafford and seconded by member Tim Barker to approve the engagement letters. The motion passed unanimously.

There being no further business, a motion was made by Greene County Building Corporation Director and Redevelopment Authority member Tom Pafford and seconded by Greene County Building Corporation Director and Redevelopment Authority member Tim Barker to adjourn the joint special meeting. The motion passed unanimously.

APPROVED this 28th day of January, 2021.

A handwritten signature in black ink, appearing to read "Tim E. Barker", written over a horizontal line.

Tim E. Barker, Secretary