Easton, Pennsylvania December 10, 2015

A regular meeting of the Northampton County Council was held on the above date with the following present: Margaret L. Ferraro, President; Mathew M. Benol (via telephone); Kenneth M. Kraft; Lamont G. McClure, Jr.; Scott Parsons; Hayden Phillips; Seth Vaughn; Robert F. Werner; Linda M. Zembo, Clerk to Council, and Philip D. Lauer, Solicitor to Council. Absent was Glenn A. Geissinger, Vice-President.

Prayer

Mrs. Ferraro led County Council in a moment of silence.

Pledge of Allegiance

Mr. McClure led County Council in the pledge of allegiance.

Mr. Vaughn arrived at the meeting at this time.

Approval of the Minutes

Mr. McClure made the following motion:

Be It Moved By the Northampton County Council that the minutes of the December 3, 2015 meeting shall be approved.

Mr. Kraft seconded the motion.

The minutes were approved by voice acclamation.

Courtesy of the Floor

Ms. Heather Kincaid, 1005 Main Road, Lehighton, PA and Ms. Joan Webb, 1031 Fourth Street, Catasaqua, PA - Ms. Kincaid stated she worked at Gracedale for almost 20 years as a Certified Occupational Therapist. She further stated she was one of three people who found out two days ago that her life was torn out from under her.
Ms. Kincaid advised she was the sole breadwinner for her family that included her disabled husband, who was on her insurance. She further advised he was having a surgery soon and luckily she would have the vacation time to use to take care of him because she would not have that with the new rehabilitation company.

Ms. Kincaid stated they were told that they would be okay when the new company took over, but that was not the case and now their vacation and sick leave, health insurance and pension were being affected. She further stated they were told they could get a job with the new company, but they did not offer insurance coverage for spouses, their health care plan was significantly more expensive for out of pocket expenses and monthly fees.

Ms. Kincaid advised they would have no sick or vacation time in the first year because it had to be accrued and after the first year you only received two weeks and the only compensation they would receive for working a holiday was another day off, but what was really upsetting was they could be removed from Gracedale by either being sent to another facility or if the company lost its contract with Gracedale.

Ms. Kincaid stated they have tried in the past few days to contact Mr. John A. Brown, County Executive, to share the devastating affect this was going to have on their families, but there was no call back, however, the Gracedale Administration did get in touch with Ms. Cathy Allen, Deputy Director of Administration. She further stated their union representatives and the Gracedale administration were not in favor of this change.

Ms. Kincaid advised their jobs created money for Gracedale because their salary was paid by the rehabilitation company and they also had people fill in for them when they were out on sick or vacation leave. She further advised the only thing the County was responsible for paying for their positions was their healthcare.

Ms. Kincaid stated Ms. Webb would be there 20 years and would be able to retire in seven months and she would be there 20 years in three months and five years away from retirement and they had excellent work records. She further stated one of the reasons they were given for this change was the money that was reimbursed from the rehabilitation company for them did not go
into the fund they wanted it to go into, which she felt was an accounting issue and seemed to be a simple fix.

Ms. Kincaid advised the other reason they were given was they felt there would be more consistency having everyone working for the rehabilitation company, but that was not true. She further advised the rehabilitation company has Physical Rehabilitation Network people and some rotating staff. She further advised during any given week the same resident could have anywhere from three or more different therapists treating them so consistency was not a viable argument.

Ms. Kincaid stated they have been there through four different rehabilitation companies and the only thing that remained consistent was them and they helped the new companies with the transitions. She further stated they were just very flabbergasted that three individuals in the large scheme of things that did not cost very much, but generated income could just be discarded so heartlessly.

Ms. Kincaid advised the other thing they were told was that getting rid of them was one of Premier's ten step plan, but that was not what was presented to the entire body of employees. She further advised they learned from Genesis, the former rehabilitation company, that what was in the plan about what they cost and who paid their salary was false. She noted if they were going on the basis of a recommendation that was based on false information, it was a pretty senseless and heartless thing to do to three individuals.

Ms. Webb stated working at Gracedale for 20 years they have built a rapport with so many residents and everyone that worked there and the residents were sick that they were just going to dismiss them.

Ms. Kincaid advised she was not just asking, but begging that this decision be reconsidered and they be allowed to remain like they were in the last contract. She further advised they stayed at Gracedale for so long because they wanted to work until the end of their time.

Controller’s Report

Mr. Stephen Barron, Controller, stated it was a pleasure to serve with the two members of County Council that were leaving.
He further stated he would miss working with Mr. Parsons and admired his work ethic.

With regard to Mr. McClure, Mr. Barron advised they had been friends since he became Controller. He further advised he wanted to thank him for keeping him on task and being one of his top defenders.

In conclusion, Mr. Barron stated he looked forward to working with the new Council.

County Executive Report

Mr. Brown advised he had no report.

Consideration of Collective Bargaining Agreement Between Northampton County and Council #13, District Council #88 and Local #1435 AFSCME, AFL-CIO

Mr. Kraft introduced the following resolution:

R. 116-2015 WHEREAS, Northampton County Charter Section 202 (12) provides that, "the County Council shall have the power to approve any collective bargaining agreements with officers and employees".

NOW, THEREFORE, IT IS HEREBY RESOLVED by the Northampton County Council that the Collective Bargaining Unit Agreement between the County of Northampton and Council #13 and District Council #88 and Local #1435 of the American Federation of State, County and Municipal Employees, AFL-CIO, shall be approved this 10th day of December 2015.

Mr. Kraft stated that Mr. Brown agreed with the contract and the union members ratified it.

As there were no further questions or comments, Mrs. Ferraro called for the vote.

The vote: Kraft, "yes"; McClure, "yes"; Parsons, "yes"; Phillips, "yes"; Vaughn, "yes"; Werner, "yes"; Benol, "yes." and Ferraro, "yes".

The resolution was adopted by a vote of 8-0.
Introduction of an Ordinance Establishing "The Livable Landscapes" An Open Space Plan Program for Northampton County and Further Providing for the Administration of the 21st Century Open Space Initiative

Mrs. Ferraro advised at the request of Mr. Bryan Cope, Open Space Coordinator, an ordinance was prepared regarding establishment of "The Livable Landscapes" plan. She further advised the public hearing, debate and possible vote would be held at the meeting to be held on January 7, 2016.

Messrs. Parsons and Benol introduced the following ordinance:

AN ORDINANCE ESTABLISHING "THE LIVABLE LANDSCAPES" - AN OPEN SPACE PLAN PROGRAM FOR NORTHAMPTON COUNTY AND FURTHER PROVIDING FOR THE ADMINISTRATION OF THE 21ST CENTURY OPEN SPACE INITIATIVE

WHEREAS, in 2002, the Lehigh Valley Planning Commission created the "Northampton County Parks - 2010 Plan" document, which has been used to guide the implementation of activities for park, recreation and trail activities within Northampton County; and

WHEREAS, on or about November 4, 2004, the Northampton County Council adopted Ordinance #423-2004, entitled, "AN ORDINANCE ESTABLISHING THE NORTHAMPTON COUNTY 21ST CENTURY OPEN SPACE INITIATIVE, WHICH ORDINANCE, ACCEPTED THE REPORT OF THE NORTHAMPTON COUNTY COUNCIL OPEN SPACE COMMITTEE PREPARED WITH THE ASSISTANCE OF THE LEHIGH VALLEY PLANNING COMMISSION, CREATING THE NORTHAMPTON COUNTY OPEN SPACE ADVISORY BOARD AND ESTABLISHING ITS DUTIES, AND PROVIDING FOR THE ADMINISTRATION OF THE OPEN SPACE INITIATIVE" with the Northampton County 21st Century Open Space Initiative Guidelines which were also subsequently amended by the enactment of Ordinances #468-2007, #533-2011, #552 of 2012, 559-2012, and 582-2013; and

WHEREAS, Northampton County entered into an agreement with the Lehigh Valley Planning Commission which serves as the official planning commission for Northampton County to act in a research and consulting capacity in order to update the "Northampton County Parks - 2010" document and the "21st Century Open Space Initiative Guidelines"; and
WHEREAS, on or about October 3, 2013, the Northampton County Council adopted Resolution #85-2013, entitled "A RESOLUTION SUPPORTING THE DEVELOPMENT OF THE NORTHAMPTON COUNTY LIVABLE LANDSCAPES STRATEGIC OPEN SPACE PLAN"; and

WHEREAS, Northampton County and the Lehigh Valley Planning Commission has created the Livable Landscapes Plan Steering Committee to assist in the planning and creation of the "Livable Landscapes Plan"; and

WHEREAS, the Livable Landscapes Steering Committee has completed, with input from representatives from Northampton County, local municipalities, business, realtor and health sectors, non-profit organizations, sportsman’s groups, college and university representatives, a "Livable Landscapes Plan"; and

WHEREAS, Northampton County, Lehigh Valley Planning Commission and the Livable Landscapes Steering Committee held two rounds of public meetings to provide insight on the creation of the "Livable Landscapes Plan"; and

WHEREAS, Northampton County Council wishes to support and adopt the "Livable Landscapes Plan".

NOW, THEREFORE, IT IS HEREBY ORDAINED AND ENACTED by the NORTHAMPTON COUNTY COUNCIL:

1. The Livable Landscapes Plan, which is incorporated herein by reference as though the same were more fully set forth at length, as presented and adopted by the Lehigh Valley Planning Commission is hereby adopted by the Northampton County Council as its official Open Space Plan.

2. Northampton County, through the appropriate County Departments, Divisions and Authorities shall utilize guidelines and policies detailed in the Livable Landscapes Plan when taking actions associated with parks, recreation, trails, and land preservation located in Northampton County.

3. Further the Northampton County Council directs that the Livable Landscapes Plan shall be used when implementing and/or conducting activities under the current 21st Century Open Space Initiative.
4. The Northampton County Council strongly encourages all the Authorities, Boards, Commissions and Departments in Northampton County to follow the recommendations of the Livable Landscapes Plan that may apply to them; and

5. The Northampton County Council strongly urges all of the municipalities in Northampton County to follow the recommendations and studies of the Lehigh Valley Planning Commission, and closely follow the Livable Landscapes Plan as it applies to both local and regional planning.

Consideration of the Resolution Authorizing the Borrowing of Funds from Lafayette Ambassador Bank

Mr. Werner introduced the following resolution:

R. 117-2015

A RESOLUTION AUTHORIZING A BORROWING IN ANTICIPATION OF CURRENT TAXES AND REVENUES AND THE ISSUANCE OF A TAX AND REVENUE ANTICIPATION NOTE; ESTABLISHING THE FORM OF SUCH NOTE; APPROVING AND ACCEPTING A PROPOSAL OF LAFAYETTE AMBASSADOR BANK TO PURCHASE THE NOTE AND AUTHORIZING THE NEGOTIATED SALE THEREOF TO SAID BANK; PROVIDING FOR THE PAYMENT AND SECURITY OF THE NOTE; MAKING FEDERAL INCOME TAX COVENANTS WITH RESPECT TO THE NOTE; AUTHORIZING AND DIRECTING CERTAIN OFFICIALS TO DELIVER A CERTIFICATE AS TO TAXES AND REVENUES TO BE COLLECTED, TO CAUSE TO BE MADE THE FILINGS REQUIRED BY LAW, TO EXECUTE AND DELIVER THE NOTE, AND TO TAKE SUCH OTHER ACTION AS MAY BE NECESSARY OR DESIRABLE

WHEREAS, the Local Government Unit Debt Act, as amended (the "Act"), of the Commonwealth of Pennsylvania (the "Commonwealth") empowers and authorizes a local government unit to borrow money from time to time in any fiscal year in anticipation of the receipt of current taxes and revenues and to evidence said indebtedness by tax and revenue anticipation notes; and

WHEREAS, Lafayette Ambassador Bank (the "Bank") has submitted to Northampton County (the "County") a proposal to purchase a Tax and Revenue Anticipation Note of the County and the County desires, by the adoption of this Resolution and by
the affirmative vote of a majority of the members of the Northampton County Council (the "Council") now holding office, to accept such proposal and authorize the issuance and sale of its tax and revenue anticipation note.

**NOW THEREFORE, BE IT RESOLVED** by the Council of the County, and it is hereby resolved by and with the authority of the same as follows:

**SECTION 1.** The Council of the County hereby authorizes the borrowing, on and after January 1, 2016, of the principal sum of up to Forty-Five Million Dollars ($45,000,000) in anticipation of the receipt, in the fiscal year commencing on January 1, 2016, and ending on December 31, 2016, of current taxes and current revenues, said borrowing to be evidenced by the Tax and Revenue Anticipation Note, Series of 2016, of Northampton County (the "Note") in the principal sum of up to $45,000,000, which shall be dated the date of issuance thereof, with a maturity date of December 30, 2016, which shall bear interest at a fixed rate of interest of 1.40% per annum, and which shall be substantially in the form attached to and made a part of this Resolution as Exhibit "A".

Interest shall be calculated based upon a year of 360 days comprised of twelve (12) thirty (30) day months. Both principal and interest shall be payable at the times, and in the manner and pursuant to the terms of the Proposal (as subsequently defined), and in lawful money of the United States of America in immediately available funds.

**SECTION 2.** The proposal ("Proposal") of the Bank to purchase the Note as submitted to the County by the Bank, is hereby approved and accepted, and the Note shall be issued and sold, upon a negotiated sale, to the Bank at the principal amount thereof in accordance with the Proposal, a true and correct copy of which is attached to and made a part of this Resolution as Exhibit "B". The proceeds of the Tax and Revenue Anticipation Note shall be used to pay current expenses. The Council, having discussed the merits of alternative methods of selling the Note determines and concludes that a private, negotiated sale of the Note to the Bank is in the best interest of County. The appropriate officers of the Council and the County are hereby authorized and directed to execute the Proposal on behalf of the County and deliver it to the Bank.
SECTION 3. The Note shall be the general obligation of the County and the indebtedness evidenced thereby and the interest thereon shall be equally and ratably secured by the pledge of, security interest in, and a lien and charge on, the revenues to be received by the County during the period the Note shall be outstanding. Such pledge, lien and charge shall be fully perfected as against the County, all its creditors and all third parties from and after the filing of appropriate financing statements in accordance with the Uniform Commercial Code and Section 8125 of the Act. The filing of appropriate financing statements is hereby authorized and directed.

The Certification As To Taxes and Revenues To Be Collected attached to and made a part of this Resolution as Exhibit "C", prepared by the appropriate officers of the Council and the County, in accordance with Section 8126 of the Act, is hereby approved, and such officers are hereby authorized, empowered and directed to execute and deliver a counterpart of such certificate to the Department of Community and Economic Development (the "Department") of the Commonwealth as required by the Act, and to the Bank in connection with the issuance and delivery of the Note.

The appropriate officers of the Council and County are hereby authorized and directed to certify, as required by Section 8127 of the Act, to the Bank that the issuance and delivery of the Note does not exceed eighty-five (85%) percent of the taxes levied and other revenues to be received by the County during the period of the Note.

SECTION 4. The County covenants with the Bank, and subsequent registered owners of the Note, that it shall make no use of the proceeds of the Note and that no part of the proceeds of the Note shall, at any time, be used directly or indirectly to acquire securities or obligations, the acquisition of which would cause the Note to be an "arbitrage bond" as defined in subsection (a) of Section 148 of the Internal Revenue Code of 1986, as amended, or under any similar statutory provisions, or any currently enacted rule or regulation promulgated thereunder or under former Section 103(c) of the Internal Revenue Code of 1954 with the effect that interest on the Note would no longer be exempt from federal income taxes. The County further covenants that it will promptly and timely comply with the reporting and filing requirements of Section 149(e) of the Internal Revenue Code of 1986, and regulations issued thereunder.
SECTION 5. The appropriate officers of the Council and the County are hereby authorized, empowered and directed to cause the proceedings and documents in connection with the authorization, issuance and sale of the Note to be filed with the Department as required by Section 8128 of the Act. Such officers are further authorized, empowered and directed (a) to execute and deliver the Note to the Bank against receipt of the proceeds thereof, and (b) to take all such other action and execute all such other documents as may be necessary or desirable to effect the issuance and sale of the Note in conformity with the Proposal and the Act, and to consummate the transactions contemplated in this Resolution.

SECTION 6. The County hereby appoints Barley Snyder LLP, Lancaster, Pennsylvania, as Bond Counsel for the Note.

SECTION 7. This Resolution is enacted pursuant to, and the Note issued hereunder shall be issued subject to, the provisions of the Act, and all of the mandatory provisions thereof shall apply and be deemed incorporated herein by reference whether or not explicitly stated herein.

SECTION 8. Any Resolution or part of a Resolution conflicting with the provisions hereof is hereby repealed so far as the same affects this Resolution.

In answer to Mr. Phillips' question as to whether this was separate and distinct from the $50 million authorization that was given to resolve the State budget impasse, Mr. James Hunter, Director of Fiscal Affairs, stated the resolution that was previously adopted was to allow the Administration to acquire funding up to $50 million. He further stated the contract they negotiated with Lafayette Ambassador Bank was for $45 million and this was the actual borrowing resolution.

In response to Mr. Phillips' question as to whether it was a Tax Anticipation Note, Mr. Hunter replied it was not a Tax Anticipation Note, but a Revenue Anticipation Note, but today they call it a Tax and Revenue Anticipation Note because they based it on the County's tax ability to repay the loan.

In answer to Mr. Phillips' question as to why it was $45 million and not the $50 million that was approved, Mr. Hunter advised Lafayette Ambassador Bank was able to do $45 million and they were comfortable with it.
In response to Mr. Benol’s question as to whether they were only going to borrow what was needed, Mr. Hunter stated it could be drawn on as needed and they were only going to borrow what was needed.

Mr. Phillips advised he wanted to make sure that County Council would be informed as to what was borrowed and the purpose.

Mr. Hunter stated he spoke with Mr. Barron this morning and he reassured him that would be the case.

As there were no further questions or comments, Mrs. Ferraro called for the vote.

The vote: Werner, "yes"; Kraft, "no"; McClure, "no"; Parsons, "yes"; Phillips, "yes"; Vaughn, "yes"; Benol, "yes" and Ferraro, "yes".

The resolution was adopted by a vote of 6-2.

Consideration of a Resolution Amending Resolution #45-2015

Mr. Parsons introduced the following resolution:

R. 118-2015  RESOLVED, By the Northampton County Council that resolution No. 45-2015 shall be amended as indicated hereafter (sections marked with strikeout have been deleted and sections marked with **bold underline** have been added):

**Number 45-2015**

**WHEREAS**, the County of Northampton implemented the Northampton County Open Space Initiative enacting the Northampton County Open Space Ordinance #423-2004 on November 5, 2004; and

**WHEREAS**, the Northampton County Open Space Advisory Board has recommended approval of the Kiefer Ball Field / Playground / Fitness Trail Improvements located in Lower Mount Bethel Township; and

**WHEREAS**, the Northampton County funding will be used as follows:

- **Property Owner:** Lower Mount Bethel Township
- **Site Location:** Bush Drive/Delhavon Road/Riverton Fields
County Council Minutes -12- December 10, 2015

Park Development Description: Kiefer Playground Equipment; Riverton Fitness Trail Equipment; Mulch at Kiefer Park.

Appraised Value: No acquisition involved

Phase II Municipal Allocation: $52,076.51

County Grant Request: $21,845.95 (50.0%) $21,565.99 (50%)

Municipal Contribution: $16,845.95 (39.0%) $16,565.99 (39%)

Other Grants: $5,000.00 D&L National Heritage Corridor, Inc. (11.0%)

NOW, THEREFORE, BE IT RESOLVED By the Northampton County Council:

(1) The Northampton County Council hereby approves the Village View Park - Phase II Development Project. Further, the Northampton County Executive, through the office of the Program Administrator of the Northampton County 21st Century Open Space Initiative, or his designee, is directed to take any and all steps necessary to administer and complete Northampton County's obligations in this project.

(2) The Northampton County Council further directs the Northampton County Executive to appropriate $21,845.95 $21,565.99 as the Northampton County contribution to the Kiefer Ball Field / Playground and Fitness Trail Improvements Project.

As there were no questions or comments, Mrs. Ferraro called for the vote.

The vote: Parsons, "yes"; McClure, "yes"; Phillips, "yes"; Vaughn, "yes"; Werner, "yes"; Benol, "yes"; Ferraro, "yes" and Kraft, "yes".

The resolution was adopted by a vote of 8-0.


Stone Bridge and Refreshment Stand Restoration Project - Nazareth Borough

Mr. Parsons introduced the following resolution:
WHEREAS, the County of Northampton implemented the Northampton County Open Space Initiative enacting the Northampton County Open Space Ordinance #423-2004 on November 5, 2004; and

WHEREAS, the Northampton County Open Space Advisory Board has recommended approval of the Stone Bridge and Refreshment Stand Restoration Project located in the Borough of Nazareth; and

WHEREAS, the Northampton County funding will be used as follows:

<table>
<thead>
<tr>
<th>Property Owner:</th>
<th>Borough of Nazareth</th>
</tr>
</thead>
<tbody>
<tr>
<td>Site Location:</td>
<td>475 North Broad Street</td>
</tr>
<tr>
<td></td>
<td>Nazareth PA</td>
</tr>
<tr>
<td>Park Development Description:</td>
<td>Restoration of the 1927 Refreshment Stand/Rebuild and restore Stone Bridge #1</td>
</tr>
<tr>
<td>Phase II Municipal Allocation:</td>
<td>$96,495.21</td>
</tr>
<tr>
<td>County Grant Request:</td>
<td>$60,499 (50%)</td>
</tr>
<tr>
<td>Municipal Contribution</td>
<td>$60,499 (50%)</td>
</tr>
<tr>
<td>Other Grants:</td>
<td>N/A</td>
</tr>
</tbody>
</table>

NOW, THEREFORE, BE IT RESOLVED By the Northampton County Council:

(1) The Northampton County Council hereby approves the Stone Bridge and Refreshment Stand Restoration Project. Further, the Northampton County Executive, through the office of the Program Administrator of the Northampton County 21st Century Open Space Initiative, or his designee, is directed to take any and all steps necessary to administer and complete Northampton County's obligations in this project.

(2) The Northampton County Council further directs the Northampton County Executive to appropriate $60,499 as the Northampton County contribution to the Stone Bridge and Refreshment Stand Restoration Project. Should an amount be less than the sum approved by County Council, the remaining balance shall be placed back into the appropriate fund from which it was allocated.
As there were no questions or comments, Mrs. Ferraro called for the vote.

The vote: Parsons, "yes"; Phillips, "yes"; Vaughn, "yes"; Werner, "yes"; Benol, "yes"; Ferraro, "yes"; Kraft, "yes" and McClure, "yes".

The resolution was adopted by a vote of 8-0.

Dugout and Storage Building Renovation Project - Walnutport Borough

Mr. Parsons introduced the following resolution:

R. 120-2015  WHEREAS, the County of Northampton implemented the Northampton County Open Space Initiative enacting the Northampton County Open Space Ordinance #423-2004 on November 5, 2004; and

WHEREAS, the Northampton County Open Space Advisory Board has recommended approval of the Dugout and Storage Building Renovation Project located in the Borough of Walnutport; and

WHEREAS, the Northampton County funding will be used as follows:

Property Owner: Borough of Walnutport
Site Location: 300 Block of Lincoln Avenue
Walnutport, PA
Park Development Description: Renovation dugout and storage area at Lincoln Avenue Ballfield - centrally locate and secure electrical panels within new storage area
Phase II Municipal Allocation: $34,762.46
County Grant Request: $9,957.50 (50%)
Municipal Contribution $5,107.50 (26%)
Other Grants: $4,850.00 (24%) Walnutport Playground Association

NOW, THEREFORE, BE IT RESOLVED By the Northampton County Council:
(1) The Northampton County Council hereby approves the Dugout and Storage Building Renovation Project. Further, the Northampton County Executive, through the office of the Program Administrator of the Northampton County 21st Century Open Space Initiative, or his designee, is directed to take any and all steps necessary to administer and complete Northampton County's obligations in this project.

(2) The Northampton County Council further directs the Northampton County Executive to appropriate $9,957.50 as the Northampton County contribution to the Dugout and Storage Building Renovation Project. Should an amount be less than the sum approved by County Council, the remaining balance shall be placed back into the appropriate fund from which it was allocated.

As there were no questions or comments, Mrs. Ferraro called for the vote.

The vote: Parsons, "yes"; Phillips, "yes"; Vaughn, "yes"; Werner, "yes"; Benol, "yes"; Ferraro, "yes"; Kraft, "yes" and McClure, "yes".

The resolution was adopted by a vote of 8-0.

Consideration of Approval of Financing by the General Purpose Authority of Certain Capital Projects for the Benefit of Moravian College Resolution

Mrs. Ferraro introduced the following resolution:

R. 121-2015

A RESOLUTION OF THE COUNTY COUNCIL OF THE COUNTY OF NORTHAMPTON, PENNSYLVANIA, APPROVING THE FINANCING BY THE NORTHAMPTON COUNTY GENERAL PURPOSE AUTHORITY OF CERTAIN CAPITAL PROJECTS FOR THE BENEFIT OF MORAVIAN COLLEGE, A PENNSYLVANIA NOT-FOR-PROFIT CORPORATION SERVING THE PUBLIC; DECLARING THAT IT IS DESIRABLE FOR THE HEALTH, SAFETY AND WELFARE OF THE PEOPLE OF THE COUNTY OF NORTHAMPTON, PENNSYLVANIA, AND THE AREA SERVED BY MORAVIAN COLLEGE AND THE CAPITAL PROJECTS TO HAVE THE PROJECTS PROVIDED BY AND FINANCED THROUGH THE AUTHORITY; AND AUTHORIZING OTHER NECESSARY AND APPROPRIATE ACTION
WHEREAS, the Northampton County General Purpose Authority (the "Authority") is a municipality authority incorporated and existing under and governed by the provisions of the Municipality Authorities Act of the Commonwealth of Pennsylvania, 53 Pa. C.S. §5601, et. seq., Act 22 of 2001, effective June 19, 2001, which codifies and amends the Municipality Authorities Act of 1945, amended and supplemented (the "Authorities Act"); and

WHEREAS, the Authorities Act permits the Authority to assist in the financing or refinancing of buildings and facilities for eligible educational institutions; and

WHEREAS, Moravian College (the "College"), has represented to the Authority that it qualifies as an "eligible educational institution" under the regulations of the Authority and for purposes of the Authorities Act and is a nonprofit corporation existing under laws of the Commonwealth of Pennsylvania (the "Commonwealth"); and

WHEREAS, the College is requesting that the Authority finance, refinance and/or reimburse a project (the "2016 Project") consisting of, among other things, all or any of the following: (1) refunding all or any portion of the outstanding Northampton County Industrial Development Authority Revenue Note (Moravian College Project), Series of 2011 issued for the benefit of the College, (2) financing the acquisition, design, construction, renovation, equipping and furnishing of new facilities and improvements and additions to the existing facilities of the College, including, but not limited to, renovations and improvements to the College's athletic facilities and the acquisition, design, construction, equipping and furnishing of a new 3-story, approximately 56,000 square foot Health Sciences Building; (3) financing site and infrastructure improvements and various other capital improvements to the College's existing facilities and the acquisition of capital equipment for use in or in connection with the facilities of the College; (4) financing the acquisition (directly or indirectly) of an ownership interest in certain real property located at 370 Main Street, Bethlehem, PA 18018 and known as The Hurd Integrated Living and Learning Complex; (5) funding, if applicable, capitalized interest on the Bonds (as hereinafter defined) and a debt service reserve fund for the Bonds; and (4) financing contingencies and paying the costs and expenses incident to the issuance of the Bonds, including bond insurance or other credit enhancement, if advantageous to the College; and
WHEREAS, in order to finance the Project, the Authority will issue its College Revenue Bonds (Moravian College Project), Series of 2016 (the "Bonds") on behalf of the College; and

WHEREAS, the County of Northampton, Pennsylvania (the "County") approves the financing of the 2016 Project for the benefit of the College, and has determined that it is in the best interests of the people in the County and the area served by the College and the 2016 Project, and is desirable for the health, safety and welfare of the people in the County and in the area served by the College and the 2016 Project to have the 2016 Project provided, and undertaken, by the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Northampton County Council as follows:

1. In connection with the financing of the 2016 Project by the Authority, the Council hereby declares it to be desirable for the health, safety and welfare of the people of the County and in the area served by the College and the 2016 Project, to have the 2016 Project provided by, and financed through, the Authority.

2. The approval granted hereby shall not, in any way, pledge or obligate the credit or taxing power of the County, nor shall the County be liable for the payment of the principal of, or interest on, any obligations issued by the Authority in connection with the 2016 Project.

3. The County acknowledges that the Authority is entitled to rely upon, and will rely upon, the findings and determinations of the County as set forth in Paragraph 1 above.

4. This Resolution shall become effective immediately.

5. In the event that any provision, section, sentence, clause or part of this Resolution shall be held to be invalid, such invalidity shall not affect or impair any remaining provision, section, sentence or clause of this Resolution, it being the intent of the County that such remainder shall be and remain in full force and effect.

6. All resolutions or parts of resolutions inconsistent herewith are hereby repealed.

As there were no questions or comments, Mrs. Ferraro called for the vote.
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The vote: Ferraro, "yes"; Vaughn, "yes"; Werner, "yes"; Benol, "yes"; Kraft, "yes"; McClure, "yes"; Parsons, "yes" and Phillips, "yes".

The resolution was adopted by a vote of 8-0.

Consideration of Approval of Memorandum of Understanding Between the Northampton County District Attorney and the Lehigh County District Attorney Resolution

Mr. Benol introduced the following resolution:

R. 122-2015 WHEREAS, at the Budget Hearing held on October 21, 2015, District Attorney of Northampton County advised the $40,000 increase in Professional Services was to join Lehigh County for forensic service work and that contract would be presented to County Council for approval; and

WHEREAS, on November 18, 2015, the Northampton County Council received a Memorandum of Understanding between the District Attorney of Lehigh County and the District Attorney of Northampton County for forensic service work.

NOW, THEREFORE, BE IT RESOLVED By the Northampton County Council that the attached Memorandum of Understanding (refer to Exhibit "A") between District Attorney of Lehigh County and the District Attorney of Northampton County for forensic service work is approved. Further, the District Attorney of Northampton County is hereby authorized and empowered to execute the attached Memorandum of Understanding.

As there were no questions or comments, Mrs. Ferraro called for the vote.

The vote: Benol, "yes"; Werner, "yes"; Ferraro, "yes"; Kraft, "yes"; McClure, "yes"; Parsons, "yes"; Phillips, "yes:" and Vaughn, "yes".

The resolution was adopted by a vote of 8-0.
Discussion Regarding the Airport Authority’s Request to Extend Their Term for an Additional 50 Years

Mrs. Ferraro stated the Lehigh Northampton Airport Authority was requesting their lease be extended for another 50 years and she called on Mr. Ryan Durkin, County Solicitor, to address the issue.

Mr. Durkin advised a call was received from Lehigh County Commissioner Brad Osborne asking what Northampton County’s status was of the requested resolution to extend the lease. He further advised Mr. Osborne indicated at their meeting a motion was approved to request a meeting with the LNAA and representatives from both Lehigh and Northampton Counties, but nothing was set up so the Administration’s position was to wait until there was a meeting to address the issue and then receive guidance as to how to proceed.

Mrs. Ferraro stated a suggestion was made that since they wanted to extend their lease that it might be a good time to review the structure of their board and the purview of the Counties.

Mr. Werner advised he, along with Mr. Geissinger and Mr. Phillips, met with Mr. Osborne, but it was just a board based discussion with nothing specific being mentioned. He further advised he did not believe Northampton County should be in the business of running the airport, however, he did not see a problem with discussing this with the Lehigh County Commissioners.

Mr. Werner stated an extension for 50 years bothered him and he felt clarification was needed as to why they were requesting it. He further stated he would like to know if it affected the FedEx deal and what was involved.

Mr. Durkin advised he believed that was why Mr. Osborne wanted to have a meeting and he felt it should be a public meeting so people could have input.

In answer to Mr. Phillips’ question as to when he received the letter, Mr. Durkin stated he received the request in August, but there was nothing in the letter about a meeting. He further stated after notice was received that Lehigh County Commissioners wanted to have a meeting, it was the Administration’s position to let County Council take it up and let them know where they wanted to go with it.
Mr. Parsons advised since he had been on County Council, the LNAA had been one of the most screwed up of any authority. He further advised County Council better take a long hard look at things before they approved anything.

Mr. Phillips stated he would contact Mr. Osborne and work with Mr. Geissinger on this matter.

Mr. Werner advised everything should be done before the public.

Departing County Council Members

Mr. Werner stated he wanted to thank Mr. Parsons for the work he had done and it was nice to work with someone whose feet touched the earth.

Mr. Werner advised he also wanted to thank Mr. McClure for the legal expertise he brought to County Council and for his service.

Mrs. Ferraro stated she wanted to thank Mr. Parsons for his incredible work ethic and Mr. McClure for his legal expertise and knowledge of the Home Rule Charter.

Mr. McClure advised there were different party governing philosophies, but he felt this was a really good group of members of County Council and everyone approached their work with sincerity and a maximum of civility. He further advised even with the disagreements, it had been a pleasure to serve with this particular group.

Mr. McClure stated he was very fortunate when he was appointed in February 2006 and then to be re-elected by the voters in District 3 for two more terms. He further stated he wanted to thank those voters for the opportunity to work for them.

Mr. McClure advised he would be able to say that he served with Mrs. Ferraro, a legend in Northampton County politics. He further advised he also served with former County Council President and member Wayne A. Grube, who taught him how special Gracedale was to Northampton County and will be into the future. He noted he felt people were starting to get the sense of the moral obligation to keep Gracedale a County owned facility.
Adjournment

Mr. McClure made a motion to adjourn the meeting.

Mr. Kraft seconded the motion.

The motion to adjourn passed unanimously by acclamation.

Linda M. Zembo
Clerk to Council