

**ORDINANCE #105**

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**FIRST READING**     -     November 26, 1996  
**SECOND READING**  -     December 10, 1996  
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**TO AUTHORIZE AND DIRECT THE INCURRING OF NON-ELECTORAL DEBT THROUGH THE ISSUANCE OF GENERAL OBLIGATION BONDS OF THE COUNTY OF LACKAWANNA, PENNSYLVANIA, DESIGNATED AS "GENERAL OBLIGATION BONDS, SERIES OF 1996A (THE "BONDS") IN THE PRINCIPAL AMOUNT OF EIGHT MILLION FOUR HUNDRED SEVENTY-FIVE THOUSAND DOLLARS (\$8,475,000) FOR THE PURPOSE OF PROVIDING FUNDS FOR A PROJECT CONSISTING OF IMPROVEMENT AND EXPANSION OF THE COUNTY'S NURSING HOME FACILITIES, CAPITALIZING A PORTION OF THE INTEREST ON THE BONDS, AND PAYING THE COSTS AND EXPENSES RELATED TO ISSUING AND INSURING THE BONDS; (ALL AS MORE SPECIFICALLY SET FORTH HEREIN); DETERMINING THE ESTIMATED REALISTIC USEFUL LIVES OF THE COMPONENTS OF THE PROJECT; DIRECTING THE PROPER OFFICERS OF THE GOVERNING BODY TO PREPARE, CERTIFY AND FILE THE REQUIRED DEBT STATEMENT AND BORROWING BASE CERTIFICATE; COVENANTING THAT THE COUNTY SHALL INCLUDE THE APPROPRIATE AMOUNT OF ANNUAL DEBT SERVICE ON THE BONDS IN ITS BUDGET FOR EACH FISCAL YEAR AND SHALL PAY SUCH DEBT SERVICE IN EACH SUCH FISCAL YEAR; PLEDGING THE FULL FAITH, CREDIT AND TAXING POWER OF THE COUNTY TO THE PAYMENT OF AMOUNTS DUE ON THE BONDS; PROVIDING FOR FULLY REGISTERED BONDS, DATE OF THE BONDS, INTEREST AND PRINCIPAL PAYMENT AND REDEMPTION DATES, PROVISIONS FOR REDEMPTION AND STATED PRINCIPAL MATURITY AND MANDATORY REDEMPTION AMOUNTS AND FIXING THE RATES OF INTEREST ON SUCH BONDS; AUTHORIZING THE PROPER OFFICERS OF THE COUNTY TO CONTRACT WITH A BANK OR BANK AND TRUST COMPANY FOR ITS SERVICES AS SINKING FUND DEPOSITORY, PAYING AGENT AND REGISTRAR AND STATING A COVENANT AS TO PAYMENT OF PRINCIPAL AND INTEREST WITHOUT DEDUCTION FOR CERTAIN TAXES; PROVIDING FOR THE REGISTRATION, TRANSFER AND EXCHANGE OF BONDS, PROVIDING FOR FACSIMILE SIGNATURES AND SEAL AND AUTHENTICATION OF THE BONDS; APPROVING THE FORM OF THE BONDS, PAYING AGENT'S AUTHENTICATION CERTIFICATE AND ASSIGNMENT AND PROVIDING FOR CUSIP NUMBERS TO BE PRINTED ON THE BONDS; PROVIDING FOR TEMPORARY BONDS; AWARDED SUCH BONDS AT PRIVATE SALE AND STATING THAT SUCH PRIVATE SALE IS IN THE BEST FINANCIAL INTEREST OF THE COUNTY; CREATING A SINKING FUND; AUTHORIZING AND DIRECTING THE PROPER OFFICERS OF THE COUNTY TO CERTIFY AND TO FILE WITH THE PENNSYLVANIA DEPARTMENT OF COMMUNITY AND ECONOMIC DEVELOPMENT CERTIFIED COPIES OF THE NECESSARY PROCEEDINGS; COVENANTING THAT THE PROCEEDS OF THE BONDS SHALL NOT BE USED IN SUCH A MANNER AS TO CAUSE THE BONDS TO BE ARBITRAGE BONDS UNDER FEDERAL TAX LAW PROVISIONS; APPROVING THE CONTENT AND FORM OF A PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING THE DISTRIBUTION THEREOF AND AUTHORIZING THE PREPARATION, EXECUTION AND DELIVERY OF AN OFFICIAL STATEMENT; AUTHORIZING AND DIRECTING THE PROPER OFFICERS OF THE COUNTY TO DO ALL THINGS NECESSARY TO CARRY OUT THE ORDINANCE; AUTHORIZING AND DIRECTING THE PROPER OFFICERS OF THE COUNTY TO PAY ISSUANCE COSTS; APPOINTING BOND COUNSEL; APPROVING THE PURCHASE OF MUNICIPAL BOND INSURANCE FOR THE BONDS; PROVIDING PROCEDURES FOR PAYMENT OF THE BONDS PURSUANT TO SUCH POLICY, AND PROVIDING CERTAIN RIGHTS TO THE ISSUER OF SUCH POLICY; AUTHORIZING CONTINUING DISCLOSURE; APPROVING THE REPORT OF WHEAT FIRST BUTCHER SINGER PREPARED IN ACCORDANCE WITH SECTION 206(a) OF THE PENNSYLVANIA LOCAL GOVERNMENT UNIT DEBT ACT AND AUTHORIZING AND DIRECTING THE FILING THEREOF AND THE PREPARATION AND FILING OF ANY OTHER STATEMENTS AND REPORTS REQUIRED TO QUALIFY THE BONDS FOR EXCLUSION FROM THE APPROPRIATE DEBT LIMIT AS SELF-LIQUIDATING; AND REPEALING ALL INCONSISTENT ORDINANCES.**

The Board of County Commissioners (the "Governing Body") of the County of Lackawanna, Pennsylvania (the "County"), pursuant to the Pennsylvania Local Government Unit Debt Act, as amended (the "Act"), here ORDAINS AND ENACTS as follows:

**Section 1. Incurrence of Debt; Amount and Purpose of Bonds.** The Governing Body of the County hereby authorizes and directs the incurring of non-electoral debt through the issuance of \$8,475,000 General Obligation Bonds, Series of 1996A (the "Bonds").

The Bonds are being issued to provide funds for a project (the "Project") consisting of improvement and expansion of the County's nursing home facilities, capitalizing a portion of the interest on the Bonds, and paying the costs and expenses related to issuing and insuring the Bonds.

**Section 2. The Project; Realistic Estimated Useful Lives Thereof.**

The Project is hereby approved and authorized to be undertaken. The realistic cost estimate for the Project improvements is \$7,832,963.

The realistic estimated useful life of the Project improvements is determined to be in excess of twenty-six (26) years.

**Section 3. Debt Statement and Borrowing Base Certificate.** The Chairman or Vice Chairman of the Governing Body, the County Treasurer and the County Administrator, or any one of them, and/or any other duly authorized or appointed officer of the County, are hereby authorized and directed to prepare and certify a debt statement required by Section 410 of the Act and a Borrowing Base Certificate.

**Section 4. Covenant to Pay Bonds.** It is covenanted with the registered owners from time to time of the bonds that the County shall (i) include the amount of the annual debt service on the Bonds in its budget for each fiscal year in which such sums are payable, (ii) in each fiscal year in which such sums are payable, appropriate such amounts from its general revenues for the payment of such debt service, and (iii) duly and punctually pay, or cause to be paid, from its sinking fund or any other of its revenues or funds the principal of, and the interest on, the Bonds at the dates and places and in the manner stated in the Bonds according to the true intent and meaning thereof. For such budgeting, appropriation and payment, the County pledges its full faith, credit and taxing power. As provided by the Act, this covenant shall be specifically enforceable.

**Section 5. Description of Bonds; Maturity Schedule; Redemption of Bonds; Notices of Redemption.** The Bonds shall be in fully registered form without coupons, shall be numbered, shall be in the denomination of Five Thousand Dollars (\$5,000.00) or any integral multiple thereof, shall be dated January 1, 1997, and shall bear interest from the dates, which interest is payable at the rates provided herein, until maturity or prior redemption, all as set forth in the form of Series 1996A Bonds attached hereto as Exhibit A and made a part hereof.

If the date for payment of the principal or redemption price of, and interest on, the Bonds shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in each of the municipalities where a corporate trust office of the Paying Agent (as hereinafter defined) is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such date shall have the same force and effect as if made on the nominal date of payment.

The Bonds shall bear interest, until maturity or prior redemption, at the rates per annum, and shall mature in the amounts and on January 1 of certain years, all as follows:

Series 1996A Bonds

<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Maturity Year</u>
\$190,000	4.200%	1999
200,000	4.300%	2000
210,000	4.400%	2001
220,000	4.500%	2002
230,000	4.550%	2003
240,000	4.650%	2004
250,000	4.750%	2005
260,000	4.850%	2006
275,000	5.000%	2007
290,000	5.000%	2008
305,000	5.150%	2009
320,000	5.250%	2010
335,000	5.350%	2011
355,000	5.400%	2012
370,000	5.500%	2013
395,000	5.500%	2014
415,000	5.500%	2015
435,000	5.500%	2016
460,000	5.500%	2017
485,000	5.600%	2018
515,000	5.600%	2019
540,000	5.600%	2020
575,000	5.600%	2021
605,000	5.600%	2022

The stated maturities of the Bonds have been fixed in compliance with Section 602(b)(1) of the Act.

(a) Optional Redemption:

The Bonds maturing on or after January 1, 2006, are subject to redemption prior to maturity at the option of the County, at par plus accrued interest to the date fixed for redemption, in whole or in part (and if in part, in such order of maturity as the County shall select and within a maturity by lot), at any time on and after January 1, 2005.

(b) Mandatory Redemption:

The Bonds maturing on January 1, 2017 are subject to mandatory redemption prior to maturity in part, by lot, on January 1 of each of the years 2013 through 2017, at a redemption price of par and accrued interest to the date fixed for redemption, from funds which the County hereby covenants to deposit in the Sinking Fund (as hereinafter defined) annually on or before January 1 of each of the following years, sufficient to redeem by lot on each such January 1 the following respective principal amounts of Bonds:

<u>Mandatory Redemption Date (January 1)</u>	<u>Principal Amount to be Redeemed</u>
2013	370,000
2014	395,000
2015	415,000
2016	435,000
2017	460,000

The Bonds maturing on January 1, 2002 are subject to mandatory redemption prior to maturity in part, by lot, on January 1 of each of the years 2018 through 2022, at a redemption price of par and accrued interest to the date fixed for redemption, from funds which the County hereby covenants to deposit in the Sinking Fund (as hereinafter defined) annually on or before January 1 of each of the following years, sufficient to redeem by lot on each sum January 1 the following respective principal amounts of Bonds:

<u>Mandatory Redemption Date (January 1)</u>	<u>Principal Amount to be Redeemed</u>
2018	485,000
2019	515,000
2020	540,000
2021	575,000
2022	605,000

The Paying Agent (as hereinafter defined) is hereby authorized and directed, (i) upon notification by the County of its election to exercise its option to redeem Bonds in part, to select by lot the particular Bonds or portions thereof to be redeemed, (ii) without further authorization of the County with respect to a redemption pursuant to (b) above to select by lot the particular Bonds or portions thereof to be redeemed, and (iii) upon notification by the County of its election to exercise its option to redeem Bonds in whole or in part and when required pursuant to (b) above, to cause a notice of redemption to be given once by first-class United States mail, postage prepaid, at least thirty (30) days prior to the redemption date, to each registered owner of Bonds to be redeemed. Such notice shall be mailed to the address of such registered owner appearing on the registration books of the Paying Agent, unless such notice is waived by the registered owner of the Bonds to be redeemed. Any such notice shall be given in the name of the County, shall identify the Bonds to be redeemed, including CUSIP numbers, if applicable, which may, if appropriate, be expressed in designated blocks of numbers (and, in the case of partial redemption of any Bonds, the respective principal amounts thereof to be redeemed), shall specify the redemption date and the place where such Bonds are to be surrendered for payment, shall state the redemption price, and shall state that on the redemption date the Bonds called for redemption will be payable and from such redemption date interest will cease to accrue. Failure to give any notice of redemption or any defect in the notice or in the giving thereof to the registered owner of any Bond to be redeemed shall not affect the validity of the redemption as to other Bonds for which proper notice shall have been given. The costs incurred for such redemptions shall be paid by the County.

In addition to the notice described in the preceding paragraph, further notice shall be given by the Paying Agent as set out below, but no defect in said further notice nor any failure to give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as prescribed above.

(i) Each further notice or redemption given hereunder shall contain the information required above for an official notice of redemption, plus (A) the date of issue of the Bonds as originally issued; (B) the rate of interest borne by each Bond being redeemed; (C) the maturity date of each Bond being redeemed; and (D) any other descriptive information needed to identify accurately the Bonds being redeemed.

(ii) Each further notice of redemption shall be sent at least twenty-five (25) days before the redemption date by registered or certified mail or overnight delivery service to all registered securities depositories then in the business of holding substantial amounts of obligations of types comprising the Bonds (such depositories being Depository Trust Company of New York, New York, Midwest Securities Trust Company of Chicago, Illinois, and Philadelphia Depository Trust Company of Philadelphia, Pennsylvania on the date of execution and delivery hereof) and to one or more national information services that disseminate notices of redemption of obligations such as the Bonds (such as Moody's Investors Service, Inc.).

(iii) Such further notice shall be mailed by first class United States mail, postage prepaid, to The Bond Buyer of New York, New York, or to another financial newspaper or journal which regularly carries notices of redemption of other obligations similar to the Bonds.

(iv) Upon the payment of the redemption price of Bonds being redeemed, each check or other transfer of funds issued for such purpose shall bear the CUSIP number identifying, by issue and maturity, the Bonds being redeemed with the proceeds of such check or other transfer.

The notices required to be given by this Section shall state that no representation is made as to the correctness or accuracy of CUSIP numbers listed in such notice or stated on the Bonds.

In lieu of redeeming the principal amount of Bonds set forth in (a) above on a mandatory redemption date, or any portion thereof, the County or the Paying Agent with the approval of the County may apply the moneys required to be deposited in the Sinking Fund (as hereinafter defined) to the purchase of a like amount of Bonds at prices not in excess of the principal amount thereof, provided that the following provisions are met:

- (a) no purchase of any Bonds of any later maturity shall be made if any Bonds of any earlier maturity will remain outstanding; and
- (b) firm commitments for the purchase must be made prior to the time notice of redemption would otherwise be required to be given; and
- (c) if Bonds aggregating the amount required to be redeemed cannot be purchased, a principal amount of such Bonds equal to the difference between the principal amount required to be redeemed and the amount purchased shall be redeemed as aforesaid.

In the event of purchases of Bonds at less than the principal amount thereof, the balance remaining in the Sinking Fund representing the difference between the purchase price and the principal amount of Bonds purchased shall be paid to the County.

If at the time of the mailing of any notice of redemption the County shall not have deposited with the Paying Agent moneys sufficient to redeem all the Bonds called for redemption, such notice shall state that it is conditional, that is, subject to the deposit or transfer of the redemption moneys with the Paying Agent not later than the opening of business on the redemption date, and that such notice shall be of no effect unless such moneys are so deposited.

**Section 6. Paying Agent, Sinking Fund Depository and Registrar; Payment of Principal and Interest Without Deduction for Taxes.** The County Treasurer, or such other duly authorized official of the County, is hereby authorized and directed to contract with NBO National Bank, Scranton, Pennsylvania, for its services as sinking fund depository, paying agent and registrar with respect to the Bonds and such bank or its successors or assigns is hereby appointed to act in such capacities with respect to the Bonds.

The principal or redemption price of the Bonds shall be payable upon surrender thereof when due in lawful money of the United States of America at the principal corporate trust office of NBO National Bank, in Scranton, Pennsylvania, or its successors or assigns, or at the designated office of any additional or appointed alternate or successor paying agent or agents (the "Paying Agent"). Such payments shall be made to the registered owners of the Bonds so surrendered, as shown on the registration books of the County on the date of payment. Interest on the Bonds shall be paid by check mailed to the registered owner of such Bond as shown on the registration books kept by the Paying Agent, as of the close of business on the fifteenth (15th) day of the calendar month (whether or not a business day) immediately preceding the interest payment date in question (the "Regular Record Date"), irrespective of any transfer or exchange of such Bond subsequent to such Regular Record Date and prior to such interest payment date. If the County shall default in the payment of interest due on such interest payment date, such interest shall thereupon cease to be payable to the registered owners of the Bonds shown on the registration books as of the Regular Record Date. Whenever moneys thereafter become available for the payment of the defaulted interest, the Paying Agent on behalf of the County shall immediately establish a "special interest payment date" for the payment of the defaulted interest and a "special record date" (which shall be a business day) for determining the registered owners of Bonds entitled to such payments; provided, however, that the special record date shall be at least ten (10) days but not more than fifteen (15) days prior to the special interest payment date. Notice of each date so established shall be mailed by the Paying Agent on behalf of the County to each registered owner of a Bond at least ten (10) days prior to the special record date, but not more than thirty (30) days prior to the special interest payment date. The defaulted interest shall be paid on the special interest payment date by check mailed to the registered owners of the Bonds, as shown on the registration books kept by the Paying Agent as of the close of business on the special record date.

The principal or redemption price of, and interest on, the Bonds are payable without deduction for any tax or taxes, except gift, succession, franchise, excise or inheritance taxes, now or hereafter levied or assessed thereon under any present or future laws of the Commonwealth of Pennsylvania, all of which taxes, except as above provided, the County assumes and agrees to pay.

**Section 7. Registration, Transfer and Exchange of Bonds.** The County shall keep, at the principal corporate trust office of the Paying Agent, as registrar, books for the registration, transfer and exchange of Bonds. The Governing Body hereby authorizes and directs the Paying Agent, as registrar and transfer agent, to keep such books and to make such transfers or exchanges on behalf of the County.

The ownership of each Bond shall be recorded in the registration books of the County, which shall contain such information as is necessary for the proper discharge of the Paying Agent's duties hereunder as Paying Agent, registrar and transfer agent.

The Bonds may be transferred or exchanged as follows:

- (a) Any Bond may be transferred if endorsed for such transfer by the registered owner thereof and surrendered by such owner or his duly appointed attorney or other legal representative at the principal corporate trust office of the Paying Agent, whereupon the Paying Agent shall authenticate and deliver to the transferee a new Bond or Bonds of the same series and maturity and in the same denomination as the Bond surrendered for transfer or in different authorized denominations equal in the aggregate to the principal amount of the surrendered Bond.

(b) Bonds of a particular maturity may be exchanged for one or more Bonds of the same maturity and series and in the same principal amount, but in a different authorized denomination or denominations. Each Bond so to be exchanged shall be surrendered by the registered owner thereof or his duly appointed attorney or other legal representative at the principal corporate trust office of the Paying Agent, whereupon a new Bond or Bonds shall be authenticated and delivered to the registered owner.

(c) In the case of any Bond properly surrendered for partial redemption, the Paying Agent shall authenticate and deliver a new Bond in exchange therefor, such new Bond to be of the same maturity and series and in a denomination equal to the unredeemed principal amount of the surrendered Bond; provided that, at its option, the Paying Agent may certify the amount and date of partial redemption upon the partial redemption certificate, if any, printed on the surrendered Bond and return such surrendered Bond to the registered owner in lieu of an exchange.

Except as provided in subparagraph (c) above, the Paying Agent shall not be required to effect any transfer or exchange during the fifteen (15) days immediately preceding the date of mailing of any notice of redemption or at any time following the mailing of any such notice, if the Bond to be transferred or exchanged has been called for such redemption. No charge shall be imposed in connection with any transfer or exchange except for taxes or governmental charges related thereto.

No transfers or exchanges shall be valid for any purposes hereunder except as provided above.

New Bonds delivered upon any transfer or exchange shall be valid general obligations of the County, evidencing the same debt as the Bonds surrendered.

The County and the Paying Agent may treat the registered owner of any Bond as the absolute owner thereof for all purposes, whether or not such Bond shall be overdue, and any notice to the contrary shall not be binding upon the County or the Paying Agent.

**Section 8. Execution of Bonds.** The Bonds shall be executed by the manual or facsimile signature of the members of the Governing Body and shall have the corporate seal of the County or a facsimile thereof affixed thereto, duly attested by the manual or facsimile signature of the County Administrator and countersigned by the manual or facsimile signature of the County Treasurer, and the said officers are hereby authorized and directed to execute the Bonds in such manner. The Chairman of the Governing Body, the County Treasurer and the County Administrator, or any one of them, and/or any other duly authorized or appointed officers of the County, are authorized and directed to deliver, or cause to be delivered, the Bonds to the purchasers thereof against the full balance of the purchase price therefor. The Bonds shall be authenticated by the Paying Agent.

**Section 9. Forms of Bonds; CUSIP Numbers.** The form of the Bonds, Paying Agent's authentication certificates and assignments shall be substantially as set forth in Exhibit "A" attached hereto.

The Bonds shall be executed in substantially the form as set forth in said Exhibit with such appropriate changes, additions or deletions as may be approved by the officers executing the Bonds in the manner provided in Section 8 hereof; such execution shall constitute approval by such officers on behalf of the Governing Body. The opinion of bond counsel is authorized and directed to be printed upon the Bonds.

The County, pursuant to recommendations promulgated by the Committee on Uniform Security Identification Procedures (CUSIP) has caused CUSIP numbers to be printed on the Bonds. No representation is made as to the accuracy of said numbers either as printed on the Bonds or as contained in any notice of redemption, and the County shall have no liability of any sort with respect thereto. Reliance with respect to any redemption notice with respect to the Bonds may be placed only on the identification numbers printed thereon.

**Section 10. Temporary Bonds.** Until Bonds in definitive form are ready for delivery, the proper officers of the Governing Body may execute and, upon their request in writing, the Paying Agent shall authenticate and deliver in lieu of such Bonds in definitive form one or more printed or typewritten bonds in temporary form, substantially of the tenor of the Bonds hereinbefore described with appropriate omissions, variations and insertions, as may be required. Such bond or bonds in temporary form may be for the principal amount of Five Thousand Dollars (\$5,000.00) or any whole multiple or multiples thereof, as such officers may determine. The aforesaid officers, without unnecessary delay, shall prepare, execute and deliver Bonds in definitive form to the Paying Agent, and thereupon, upon presentation and surrender of the bond or bonds in temporary form, the Paying Agent shall authenticate and deliver, in exchange therefor, Bonds in definitive form in an authorized denomination of the same maturity for the same aggregate principal amount as the bond or bonds in temporary form surrendered. Such exchange shall be made by the County at its own expense and without any charge therefor. When and as interest is paid upon bonds in temporary form without coupons, the fact of such payment shall be endorsed thereon. Until so exchanged, the temporary bond or bonds shall be in full force and effect according to their terms.

**Section 11. Manner of Sale; Award of Bonds; Bid Price; Range of Interest Rates.** The Governing Body of the County after due deliberation and investigation has found that a private sale by negotiation is in the best financial interest of the County and based upon such finding the Governing Body of the County hereby awards the Bonds, at private sale, to Wheat First Butcher Singer (the "Underwriter"), upon the terms set forth in their proposal, a copy of which is attached hereto and made a part hereof. As set forth in such proposal, the Bonds are purchased for a total purchase price of \$8,304,629.20 representing the par amount of the Bonds, less Underwriter's discount of \$84,750.00 and original issue discount of \$85,620.80, plus accrued interest. The Bonds bear interest ranging as set forth in Exhibit B attached hereto and made a part hereof. Original issue discount increases the effective yield on Bonds of certain maturities, as set forth in Exhibit B. Such details are hereby approved.

**Section 12. Sinking Fund; Appropriation of Annual Amounts for Payment of Debt Service.** There is hereby established a sinking fund for the County designated as "Sinking Fund - General Obligation Bonds, Series 1996A" (the "Sinking Fund") and into the Sinking Fund shall be paid, when and as required, all moneys necessary to pay the debt service on the Bonds, and the Sinking Fund shall be applied exclusively to the payment of the interest covenanted to be paid upon the Bonds and to the principal thereof at maturity or prior redemption and to no other purpose whatsoever, except as may be authorized by law, until the same shall have been fully paid. The County shall make deposits to the Sinking Fund not later than the date when interest or principal is due on the Bonds. The Paying Agent is hereby authorized without further authorization or direction from the County to pay from the Sinking Fund the principal or redemption price of and interest on the Bonds as the same becomes due and payable. Funds on deposit in the Sinking Fund, to the extent not required for immediate payment of the Bonds, shall be secured and invested at the direction of the County as permitted by Section 1004 of the Debt Act.

In each of the following fiscal years the following amounts shall be pledged to pay the debt service on the Bonds, and such amounts are annually hereby appropriated to the Sinking Fund for the payment thereof:

<u>Year</u>	<u>Amount</u>
1999	413,063
2000	638,145
2001	639,545
2002	640,305
2003	640,405
2004	639,940
2005	638,780
2006	636,905
2007	639,295
2008	640,545
2009	641,045
2010	640,338
2011	638,538
2012	640,615
2013	636,445
2014	641,095
2015	639,370
2016	636,545
2017	637,620
2018	637,320
2019	640,160
2020	636,320
2021	641,080
2022	638,880

**Section 13. Debt Proceedings.** The County Administrator is hereby authorized and directed to certify to and file with the Pennsylvania Department of Community and Economic Development, in accordance with the Act, a complete and accurate copy of the proceedings taken in connection with the increase of debt authorized hereunder, including the debt statement and borrowing base certificate referred to hereinabove, and to pay the filing fees necessary in connection therewith.

**Section 14. Tax Covenants and Designations.** The County hereby covenants that:

(i) The County will make no use of the proceeds of the Bonds or do or suffer any other action during the term thereof which would cause such Bonds to be "arbitrage bonds" within the meaning of section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and that it will comply with the requirements of all Code sections and Treasury Regulations necessary to ensure that the Bonds are described in Code section 103(a) and not described in Code section 103(b) throughout the term of the Bonds;

(ii) If the gross proceeds of the Bonds are invested at a yield which exceeds the yield on the Bonds and are not expended within six months from the date of issuance of the Bonds, the County will calculate and pay amounts representing excess investment income thereon (the "Rebate Amounts") in the manner required by Code section 148(f) and the regulations thereunder. The obligation to remit the Rebate Amounts and to comply with all other requirements of this Section shall survive the defeasance and payment in full of the Bonds;

(iii) Not more than ten percent (10%) of the proceeds of the Bonds ("Allowable Portion") will be used directly or indirectly in any trade or business carried on by any person other than a governmental unit;

(iv) If the Allowable Portion is used directly or indirectly in any trade or business carried on by any person other than a governmental unit, the amount used (i) for purposes that are not related to the purposes for which the Bonds are being issued and (ii) for purposes that are disproportionate but related to the purposes for which the Bonds are being issued shall not exceed five percent (5%) of the proceeds of the Bonds. For purposes of this subsection (iv) the terms "related" and "disproportionate" shall have the meanings given thereto in Section 141(b)(3) of the Code;

(v) If proceeds of the Bonds are used directly or indirectly to make or finance loans to any person other than a governmental unit, the amount so used will not exceed five percent (5%) of the proceeds of the Bonds;

(vi) The County shall timely file with the Philadelphia, Pennsylvania office of the Internal Revenue Service, Form 8038-G, Information Return for Tax-Exempt Governmental Bond Issues required by and in accordance with Section 149(e) of the Code;

(vii) The County shall take no action that would cause the Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Code; and

(viii) No "nonpurpose investments" purchased with "gross proceeds" of the Bonds (as defined in applicable Treasury Regulations) shall be purchased for an amount exceeding the fair market value of such nonpurpose investment as of the date of purchase.

**Section 15. Preliminary Official Statement; Official Statement.** The Preliminary Official Statement dated November 26, 1996 (a copy of which shall be filed with the records of the County), is hereby approved. The use and distribution of the Preliminary Official Statement by the Underwriter in the form hereby approved in connection with the public offering by the Underwriter of the Bonds is hereby ratified and approved. The Preliminary Official Statement is hereby deemed final by the County within the meaning of Rule 15c2-12 of the Securities and Exchange Commission ("Rule 15c2-12"), except for the omission of such information as is permitted to be omitted therefrom by Rule 15c2-12. An Official Statement in substantially the same form as the Preliminary Official Statement, with such additions and other changes, if any, as may be permitted or required by Rule 15c2-12 or otherwise required and approved by the Governing Body of the County, or its designee, with the advice of the County Solicitor, is hereby authorized and directed to be prepared and upon its preparation, to be executed by the Chairman and members of the Governing Body following such investigation as deemed necessary as to the contents thereof, such execution being conclusive evidence of the County's approval thereof. The County hereby further approves the distribution and use of the Official Statement as so prepared and executed in connection with the sale of the Bonds.

**Section 16. Continuing Disclosure.** The County hereby agrees to provide certain continuing disclosure for the benefit of the holders of the Bonds. The County hereby agrees to file:

(i) with each nationally recognized municipal securities information repository ("NRMSIR"), recognized by the Securities and Exchange Commission ("SEC") pursuant to SEC Rule 15c2-12 (the "Rule") and the state information depository, if any, of the Commonwealth of Pennsylvania ("SID"), recognized by the SEC pursuant to the Rule, within 180 days after the end of each fiscal year, a copy of its audited financial statements, prepared in accordance with the guidelines adopted by the Government Accounting Standards Board and the American Institute of Certified Public Accountants' Audit Guide, Audits of State and Local Government, and an annual updating of the information contained in the Official Statement under the heading "COUNTY FINANCES - Tax Structure", -- "Trend in Assessed Valuation" and - "Realty Tax Collection".

(ii) in a timely manner, with each NRMSIR and the SID, notice of the occurrence of any of the following events (if material) with respect to the Bonds: (a) principal and interest payment delinquencies; (b) non-payment related defaults; (c) unscheduled draws on any debt service reserve or any credit enhancements reflecting financial difficulties; (d) substitution of any credit or liquidity provider, or their failure to perform, (e) adverse tax opinions or events affecting the tax-exempt status of the Bonds; (f) modifications to rights of holders of the Bonds; (g) Bond calls; (h) defeasance; (i) release, substitutions, or sale of property securing repayment of the Bonds; and (j) rating changes.

(iii) in a timely manner to the Paying Agent, each NRMSIR and to the SID, notice of a failure by the County to provide its financial statements within the time limit specified above.

The County may modify from time to time the specific types of information provided or the format of the presentation of such information, to the extent necessary as a result of a change in legal requirements or change in the nature of the County; provided that any such modification will be done in a manner consistent with the Rule and will not, in the opinion of the Paying Agent (who may rely on an opinion of counsel) substantially impair the interest of the holders of the Bonds. The County acknowledges that its undertaking pursuant to the Rule described herein and in the Official Statement under the heading "CONTINUING DISCLOSURE" is intended to be for the benefit of the holders of the Bonds. Breach of the undertaking will not be a default under this Ordinance but the undertaking may be enforced by any bondholder exclusively by mandamus action.

**Section 17. Incidental Actions.** The proper officers of the County are hereby authorized, directed and empowered on behalf of the County to execute any and all agreements, papers and documents and to do or cause to be done any and all acts and things necessary or proper for the carrying out of the purposes of this Ordinance and in connection with the application for, and issuance of, municipal bond insurance on the Bonds.

**Section 18. Payment of Issuance Costs.** The proper officers of the County are hereby authorized and directed to pay the costs of issuing and insuring the Bonds at the time of delivery of the Bonds to the Underwriter, such costs being estimated in the proposal attached hereto; provided that the total of such costs shall not exceed the amount of Bond proceeds available therefor.

**Section 19. Appointment of Bond Counsel.** The County hereby appoints the law firm of OBERMAYER REBMANN MAXWELL & HIPPEL LLP, as Bond Counsel for the 1996 Project.

**Section 20. Municipal Bond Insurance.** The purchase of a Municipal Bond Insurance Policy guaranteeing the payment of the principal of and interest on the Bonds when due is hereby authorized and approved. The commitment of AMBAC Indemnity Corporation ("AMBAC" or the "Bond Insurer") to provide such insurance on the terms and conditions set forth therein is hereby accepted, and the proper officers of the County are hereby authorized and directed to execute such commitment on behalf of the County. The cost of such municipal bond insurance shall be paid by the County from the proceeds of the sale of the Bonds.

**Section 20.1. Notice.**

- (a) While the Municipal Bond Insurance Policy is in effect, the County shall furnish to AMBAC:
- (i) as soon as practicable after such becomes available, a copy of any financial statement of the County and a copy of any audit and annual report of the County;
- (ii) a copy of any notice to be given to the registered owners of the Bonds, including, without limitation, notice of any redemption of or defeasance of Bonds, and any certificate rendered pursuant to this Ordinance relating to the security for the Bonds;
- (iii) such additional information AMBAC may reasonably request; and
- (iv) a copy of all notices given under its Continuing Disclosure Certificate with respect to the Bonds.
- (b) The County shall notify AMBAC of any failure of the County to provide relevant notices, certificates, etc.
- (c) The County will permit AMBAC to discuss the affairs, finances and accounts of the County or any information AMBAC may reasonably request regarding the security for the Bonds with appropriate officers of the County. The County will permit AMBAC to have access to the Project and have access to and to make copies of all books and records relating to the Bonds at any reasonable time.
- (d) AMBAC shall have the right to direct an accounting at the County's expense, and the County's failure to comply with such direction within thirty (30) days after receipt of written notice of the direction from AMBAC shall be deemed a default hereunder; provided, however, that if compliance cannot occur within such period, then such period will be extended so long as compliance is begun within such period and diligently pursued, but only if such extension would not materially adversely affect the interests of any registered owner of the Bonds.
- (e) Notwithstanding any other provision of this Ordinance, the County shall immediately notify AMBAC if at any time there are insufficient moneys to make any payments of principal and/or interest on the Bonds as required by this Ordinance and immediately upon the occurrence of any event of default hereunder.

**Section 20.2. Payment Procedure Pursuant to the Policy.** As long as the Municipal Bond Insurance Policy shall be in full force and effect, the County and the Paying Agent shall agree to comply with the following provisions:

- (a) At least one (1) day prior to all interest payment dates the Paying Agent will determine whether there will be sufficient funds to pay the principal of or interest on the Bonds on such interest payment date. If the Paying Agent determines that there will be insufficient funds for such purpose, the Paying Agent shall so notify AMBAC. Such notice shall specify the amount of the anticipated deficiency, the Bonds to which such deficiency is applicable and whether such Bonds will be deficient as to principal or interest, or both. If the Paying Agent has not so notified AMBAC at least one (1) day prior to an interest payment date, AMBAC will make payments of principal or interest due on the Bonds on or before the first day next following the date on which AMBAC shall have received notice of nonpayment from the Paying Agent.
- (b) The Paying Agent shall, after giving notice to AMBAC as provided in (a) above, make available to AMBAC and, at AMBAC's direction, to the United States Trust Company of New York, as insurance trustee for AMBAC or any successor insurance trustee (the "Insurance Trustee"), the registration books of the County maintained by the Paying Agent and all records relating to the funds and accounts maintained under this Ordinance.
- (c) The Paying Agent shall provide AMBAC and the Insurance Trustee with a list of registered owners of Bonds entitled to receive principal or interest payments from AMBAC under the terms of the Municipal Bond Insurance Policy, and shall make arrangements with the Insurance Trustee (i) to mail checks or drafts to the registered owners of Bonds entitled to receive full or partial interest payments from AMBAC and (ii) to pay principal upon Bonds surrendered to the Insurance Trustee by the registered owners of Bonds entitled to receive full or partial principal payments from AMBAC.
- (d) The Paying Agent shall, at the time it provides notice to AMBAC pursuant to (a) above, notify registered owners of Bonds entitled to receive the payment of principal or interest thereon from AMBAC (i) as to the fact of such entitlement, (ii) that AMBAC will remit to them all or a part of the interest payments next coming due upon proof of Bondholder entitlement to interest payments and delivery to the Insurance Trustee, in form satisfactory to the Insurance Trustee, of an appropriate assignment of the registered owner's right to payment, (iii) that should they be entitled to receive full payment of principal from AMBAC, they must surrender their Bonds (along with an appropriate instrument of assignment in form satisfactory to the Insurance Trustee to permit ownership of such Bonds to be registered in the name of AMBAC) for payment to the Insurance Trustee, and not the Paying Agent, and (iv) that should they be entitled to receive partial payment of principal from AMBAC, they must surrender their Bonds for payment thereon first to the Paying Agent, who shall note on such Bonds the portion of the principal paid by the Paying Agent and then, along with an appropriate instrument of assignment in form satisfactory to the Insurance Trustee, to the Insurance Trustee, which will then pay the unpaid portion of principal.



(e) In the event that the Paying Agent has notice that any payment of principal of or interest on a Bond which has become due for payment and which is made to a Bondholder by or on behalf of the County has been deemed a preferential transfer and theretofore recovered from its registered owner pursuant to the United States Bankruptcy Code by a trustee in bankruptcy in accordance with the final, nonappealable order of a court having competent jurisdiction, the Paying Agent shall, at the time AMBAC is notified pursuant to (a) above, notify all registered owners that in the event that any registered owner's payment is so recovered, such registered owner will be entitled to payment from AMBAC to the extent of such recovery if sufficient funds are not otherwise available, and the Paying Agent shall furnish to AMBAC its records evidencing the payments of principal of and interest on the Bonds which have been made by the Paying Agent and subsequently recovered from registered owners and the dates on which such payments were made.

(f) In addition to those rights granted AMBAC under this Ordinance, AMBAC shall, to the extent it makes payment of principal of or interest on the Bonds, become subrogated to the rights of the recipients of such payments in accordance with the terms of the Municipal Bond Insurance Policy, and to evidence such subrogation (i) in the case of subrogation as to claims for past due interest, the Paying Agent shall note AMBAC's rights as subrogee on the registration books of the County maintained by the Paying Agent upon receipt from AMBAC of proof of the payment of interest thereon to the registered owners of the Bonds, and (ii) in the case of subrogation as to claims for past due principal, the Paying Agent shall note AMBAC's rights as subrogee on the registration books of the County maintained by the Paying Agent upon surrender of the Bonds by the registered owners thereof together with proof of the payment of principal thereof.

(g) The County and the Paying Agent shall agree for the benefit of AMBAC that notwithstanding anything herein to the contrary, in the event that the principal and/or interest due on the Bonds shall be paid by AMBAC pursuant to the Municipal Bond Insurance Policy, the Bonds shall remain outstanding for all purposes, not be defeased or otherwise satisfied and not be considered paid by the County, and all covenants, agreements and other obligations of the County to the registered owners shall continue to exist and shall run to the benefit of AMBAC and AMBAC shall be subrogated to the rights of such registered owners.

**Section 20.3. Consent of Bond Insurer.**

(a) Any provision of this Ordinance expressly recognizing or granting rights in or to AMBAC may not be amended in any manner which affects the rights of AMBAC hereunder without the prior written consent of AMBAC.

(b) Unless otherwise provided in this Section, AMBAC's consent shall be required in addition to Bondholder consent, when required, for the following purposes: (i) execution and delivery of any supplemental Ordinance, (ii) removal of the Paying Agent and selection and appointment of any successor payment agent and (iii) initiation or approval of any action not described in (i) or (ii) above which requires Bondholder consent.

(c) Any reorganization plan with respect to the County must be acceptable to AMBAC. In the event of any reorganization, AMBAC shall have the right to vote on behalf of all bondholders who hold AMBAC-insured bonds absent a default by AMBAC under the applicable Municipal Bond Insurance Policy insuring such Bonds.

**Section 20.4. Interested Parties.** To the extent that this Ordinance confers upon or gives or grants to AMBAC any right, remedy or claim under or by reason of this Ordinance, AMBAC is hereby explicitly recognized as being a third-party beneficiary hereunder and may enforce any such right, remedy or claim conferred, given or granted hereunder.

**Section 21.** The report of Wheat First Butcher Singer, as submitted to this meeting, is hereby approved. The Chairman of the Board of County Commissioners, the County Controller and the County Treasurer are each further authorized and directed to prepare and file any statements required under Section 206 of the Debt Act which are necessary to qualify the principal amount of the Bonds for exclusion as self-liquidating debt in determining net non-electoral debt.

**Section 21. Effective Date.** This Ordinance shall be effective immediately upon its adoption, and shall be valid and effective for all purposes on the fifth day following advertisement of final enactment hereof, as provided in Section 103 of the Debt Act.

**Section 22. Inconsistent Ordinances.** All ordinances or parts of ordinances inconsistent herewith be and the same are hereby repealed.

**EXHIBIT A  
[FORM OF BOND]**

No. \_\_\_\_\_

\$ \_\_\_\_\_

UNITED STATES OF AMERICA  
COMMONWEALTH OF PENNSYLVANIA  
COUNTY OF LACKAWANNA  
GENERAL OBLIGATION BOND, SERIES OF 1996A

<u>INTEREST RATE</u>	<u>MATURITY RATE</u>	<u>SERIES ISSUANCE DATE</u>	<u>CUSIP</u>
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## REGISTERED OWNER

PRINCIPAL AMOUNT

DOLLARS

The County of Lackawanna, Pennsylvania (the "County"), existing by and under the laws of the Commonwealth of Pennsylvania, for value received, hereby acknowledges itself indebted and promises to pay to the registered owner named above on the maturity date specified above, unless this bond shall have been previously called for redemption in whole or in part and payment of the redemption price shall have been duly made or provided for, the principal amount shown above; and to pay interest thereon at the annual rate specified above (computed on the basis of a 360-day year of twelve 30-day months) from the most recent Regular Interest Payment Date (as hereinafter defined) to which interest has been paid or duly provided for, next preceding the authentication date hereof, unless the authentication date hereof (i) is a date on or after a Regular Record Date and before the net succeeding interest payment date, in which event interest on this bond will be paid from the next succeeding interest payment date, or (ii) is an interest payment date, in which event interest on this bond will be paid from the authentication date hereof or (iii) is prior to July 1, 1997, in which event interest on this bond will be paid from December 15, 1996. Such payments of interest shall be made on July 1, 1997 and on each January 1 and July 1 thereafter (each, a "Regular Interest Payment Date") until the principal or redemption price hereof has been paid or provided for as aforesaid. The principal or redemption price of, and interest on, this bond may be paid in any coin or currency of the United States of America which, at the time of payment, is legal tender for the payment of public and private debts.

The principal or redemption price of this bond is payable upon presentation and surrender hereof at the principal corporate trust office of NBO National Bank, in Scranton, Pennsylvania, or its successors or assigns, or at the designated office of any additional or appointed alternate or successor paying agent or agents (the "Paying Agent"). Interest shall be paid by check mailed to the registered owner hereof, as shown on the registration books kept by the Paying Agent as of the close of business on the applicable Regular or Special Record Date (each as hereinafter defined).

The record date for any Regular Interest Payment Date (each, a "Regular Record Date") shall be the fifteenth (15th) day (whether or not a business day) of the calendar month immediately preceding such Regular Interest Payment Date. In the event of a default in the payment of interest becoming due on any Regular Interest Payment Date, the interest so becoming due shall forthwith cease to be payable to the registered owners otherwise entitled thereto as of such date. Whenever moneys become available for the payment of such overdue interest, the Paying Agent shall on behalf of the County establish a special interest payment date (the "Special Interest Payment Date") on which such overdue interest shall be paid and a special record date (which shall be a business day) relating thereto (the "Special Record Date"), and shall mail a notice of each such date to the registered owners of all Bonds (as hereinafter defined) at least ten (10) days prior to the Special Record Date, but not more than thirty (30) days prior to the Special Interest Payment Date. The Special Record Date shall be at least ten (10) days but not more than fifteen (15) days prior to the Special Interest Payment Date.

If the date for payment of the principal or redemption price of, and interest on, this bond shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in each of the municipalities where a corporate trust office of the Paying Agent is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such date shall have the same force and effect as if made on the nominal date of payment.

The principal or redemption price of, and interest on, this bond are payable without deduction for any tax or taxes, except gift, succession, franchise, excise or inheritance taxes, now or hereafter levied, or assessed thereon under any present or future laws of the Commonwealth of Pennsylvania, all of which taxes, except as above provided, the County assumes and agrees to pay.

This bond is one of a duly authorized issue of \$8,475,000 aggregate principal amount of general obligation bonds of the County known as "County of Lackawanna General Obligation Bonds, Series of 1996A" (the "Bonds"), all of like tenor, except as to interest rate, date of maturity and provisions for redemption. The Bonds are issuable only in the form of fully registered bonds without coupons in the denomination of \$5,000 or integral multiples thereof and are issued in accordance with the provisions of the Pennsylvania Local Government Unit Debt Act, as amended (the "Act"), and by virtue of an ordinance of the County duly enacted (the "Ordinance"), and the sworn statement of the duly authorized officers of the County as appears on record in the office of the Pennsylvania Department of Community and Economic Development, Harrisburg, Pennsylvania.

It is covenanted with the registered owners from time to time of this bond that the County shall (i) include the amount of the debt service on the Bonds for each fiscal year in which such sums are payable in its budget for that year, (ii) appropriate such amounts from its general revenues for the payment of such debt services, and (iii) duly and punctually pay or cause to be paid from its sinking fund or any other of its revenues or funds the principal or redemption price of, and the interest on, this bond at the dates and places and in the manner stated in this bond, according to the true intent and meaning thereof. For such budgeting, appropriation and payment, the County pledges its full faith, credit and taxing power. As provided in the Act, this covenant shall be specifically enforceable; subject, however, as to the enforceability of remedies to any applicable principles affecting the enforcement of creditors' rights generally. Nothing in this paragraph shall be construed to give the County any taxing power not granted by another provision of law.

**[BOND TEXT - BACK OF BOND]**

**COUNTY OF LACKAWANNA  
PENNSYLVANIA  
GENERAL OBLIGATION BOND, SERIES OF 1996A**

**OPTIONAL REDEMPTION**

The Bonds maturing on or after January 1, 2006, are subject to redemption prior to maturity at the option of the County, at par and accrued interest to the date fixed for redemption, in whole or in part (and if in part, in such order of maturity as the County shall select and within a maturity by lot) at any time on and after January 1, 2005.

**MANDATORY REDEMPTION**

The Bonds maturing on January 1, 2017 are subject to mandatory redemption prior to maturity in part, by lot, on January 1 of each of the years 2013 through 2017, at a redemption price of par and accrued interest to the date fixed for redemption, in the principal amounts and as set forth in the Ordinance.

The Bonds maturing on January 1, 2022 are subject to mandatory redemption prior to maturity in part, by lot, on January 1 of each of the years 2018 through 2022, at a redemption price of par and accrued interest to the date fixed for redemption, in the principal amounts as set forth in the Ordinance.

Any redemption of this bond under the preceding paragraphs shall be made as provided in the Ordinance, upon not less than thirty (30) days' notice, by mailing a copy of the redemption notice by first-class United States mail, postage prepaid, to each registered owner of the Bonds to be redeemed. Such notice shall be mailed to the address of such registered owner appearing on the registration books of the Paying Agent, unless such notice is waived by the registered owner of the Bonds to be redeemed; provided, however, that failure to give notice of redemption by mailing or any defect in the notice as mailed or in the mailing thereof to the registered owner of any Bond to be redeemed shall not affect the validity of the redemption as to other Bonds for which proper notice shall have been given. In the event that less than the full principal amount hereof shall have been called for redemption, the registered owner hereof shall surrender this bond in exchange for one or more Bonds in an aggregate principal amount equal to the unredeemed portion of the principal amount hereof.

In lieu of redeeming the principal amount of Bonds set forth in the Ordinance on a mandatory redemption date, or any portion thereof, purchases of such Bonds of the particular maturity may be made in accordance with the provisions of the Ordinance.

If at the time of the mailing of any notice of redemption the County shall not have deposited with the Paying Agent moneys sufficient to redeem all the Bonds called for redemption, such notice shall state that it is conditional, that is, subject to the deposit or transfer of the redemption moneys with the Paying Agent not later than the opening of business on the redemption date, and that such notice shall be of no effect unless such moneys are so deposited.

The County has established a Sinking Fund with the Paying Agent, as the sinking fund depository, into which funds for the payment of the principal or redemption price of, and the interest on, the Bonds shall be deposited not later than the date fixed for disbursement thereof. The County has covenanted in the Ordinance to make payments out of such Series 1996A Sinking Fund or out of any other of its revenues or funds, at such times and in such annual amounts, as shall be sufficient for prompt and full payment of the principal or redemption price of, and interest on, this bond.

The County, pursuant to recommendations promulgated by the Committee on Uniform Security Identification Procedures (CUSIP), has caused CUSIP numbers to be printed on the Bonds. No representation is made as to the accuracy of said numbers either as printed on the Bonds or as contained in any notice of redemption, and the County shall have no liability of any sort with respect thereto. Reliance with respect to any redemption notices with respect to the Bonds may be placed only on the identification numbers printed hereon.

No recourse shall be had for the payment of the principal or redemption price of, or interest on, this bond, or for any claim based hereon or on the Ordinance, against any member, officer or employee, past, present, or future, of the County or of any successor body, either directly or through the County or any such successor body, under any constitutional provision, statute, or rule of law, or by the enforcement of any assessment or by any legal or equitable proceeding or otherwise, and all such liability of such members, officers or employees is released as a condition of and as consideration for the execution and issuance of this bond.



COUNTY OF LACKAWANNA

*Joseph J. Corcoran*  
\_\_\_\_\_  
JOSEPH J. CORCORAN

*Ray A. Alberigi*  
\_\_\_\_\_  
RAY A. ALBERIGI

*John Senio*  
\_\_\_\_\_  
JOHN SENIO

ATTEST:

*William A. Jenkins*  
\_\_\_\_\_  
WILLIAM A. JENKINS  
ACTING ADMINISTRATIVE DIRECTOR

Approved as to form and legality:

*Joseph A. O'Brien*  
\_\_\_\_\_  
JOSEPH A. O'BRIEN, ESQUIRE  
COUNTY SOLICITOR