

**VILLAGE OF FRANKLIN  
VILLAGE COUNCIL REGULAR MEETING  
MONDAY, APRIL 17, 2017, 7:00 PM  
FRANKLIN VILLAGE HALL – BROUGHTON HOUSE  
32325 FRANKLIN ROAD, FRANKLIN, MICHIGAN 48025**

**I. CALL TO ORDER**

The meeting was called to order by President Pam Hansen, at 7:06 PM at the Franklin Village Hall, Franklin, Michigan.

**II. ROLL CALL**

Present: Fred Gallasch, Brian Gordon, Pam Hansen, Judy Moenck, Mira Stakhiv  
Absent: Tom Morrow, Mike Seltzer  
Also Present: Jim Creech, Village Administrator  
Chief Dan Roberts, Police Department  
Eileen Pulker, Village Clerk  
Lance Vainik, Treasurer  
John Staran, Village Attorney

Hansen noted that Morrow and Seltzer were absent.

**III. ADOPTION OF AGENDA**

**Motion by Moenck, seconded by Gallasch to adopt the agenda, as presented.**

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**IV. MINUTES**

**A. Regular Meeting of March 13, 2017.**

**Motion by Gordon, seconded by Moenck to approve the Regular Meeting minutes for March 13, 2017, as presented .**

Stakhiv questioned the use of the word, “Mayor” on page 7, in the Arbor Day Proclamation, after Pamela Hansen’s name. Hansen replied that it was a common exchange of the titles President and Mayor of a community.

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**V. REPORTS OF VILLAGE OFFICERS AND AGENTS**

**Dan Roberts, Police Chief**, referred to his written report and noted several crime problems in Franklin and Bingham Farms, including several residential burglaries which have occurred during daylight hours. With the warmer weather, burglaries are on the rise; the most recent one being last week in Bingham Farms. Roberts added that Franklin has not had any. The Police Department dealt with two (2) house parties: one (1) in Franklin and one (1) in Bingham Farms.

The one (1) in Franklin got out of control due to uninvited guests and included some thefts. The parents were not at home at the time. The other one (1) in Bingham Farms was more serious with uninvited guests showing up and underage drinking. A teenage girl was taken to the hospital due to her blood alcohol content being so high, and again, the parents were not home. The Chief warned that parents can be charged for such incidents. Referring to Creech's weekly memo, several Police Chiefs were invited to meet with John Walsh of the Governor's office to discuss possible legislation regarding retirement plans and benefits. Roberts outlined the subjects of several of the meetings and the possible ramifications for Franklin police and firefighters. He reminded residents that the Police Department's Facebook page is up and running and the department hopes to update it regularly.

**Tony Averbuch**, Fire Chief, referred to his written report. During the spring the department will be performing its annual fire truck inspections and testings. Depending on weather, they will start next week. Moenck noticed that in his report there were incidents which were listed as "billable" and inquired as to how many were actually collected. Pulker explained the process. Hansen commented on the price of a Knoxbox which she had found online and wondered if the Chief knew of a more economical place to purchase them.

**Main Street Franklin, Deanna Yow**, Executive Director Main Street Franklin, reported that the business mixer was held last week and was very successful bringing the merchants together. Council members Gallasch and Moenck and the Village Clerk attended. These mixers are held quarterly. The DIA installation of seven (7) art pieces throughout the Village happened last week, as well. Hansen and Pulker were in attendance at the art installation at the Post Office. The Eagle had an article about the show and plans on running additional articles throughout the summer. The "Paint the Town" event will be in May in conjunction with the DIA project. The "masterpieces" created will be displayed on the north side of the "Market Basket" building, as was done last year. MSF is coordinating events with Plymouth around the DIA event and Yow has spoken with the library about coordinating events with it, as well. She introduced John Bry, Main Street Oakland County Coordinator. She explained that Oakland County has assisted and will be assisting MSF with the signage committee and with the preservation workshop MSF will be having this summer. The next mixer will be at Cranbrook Realty.

John Bry, coordinator for Main Street Oakland County, introduced himself and gave a brief background of the organization. He updated Council on MSF's successful accreditation for this year. He explained the accreditation process and the different steps needed to achieve this honor. Main Street is changing on the national level as well as on the local level. He is hoping to send around a draft of those changes to all communities in June. The annual press conference will be held June 8, 2017 in Rochester. He added that in May, which is National Historic and Preservation Month, Oakland County Main Street would be launching a poster initiative highlighting all of the Oakland County communities and their activities. Hansen noted Bry's past experiences with small communities and asked that he give his view of the value that Main Street might bring to a very small village like Franklin. He commented that no matter the size, the value was depended on the level of engagement in the community and the value it placed on the main street and the downtown. He commented that communities are recognizing that having a vibrant historic core was important to their overall economic success. He continued by saying that in the

future Oakland County Main Street will be more engaged with Main Street Franklin as MSF asks for assistance with the different services.

**Lance Vainik, Treasurer**, referred to his monthly report and noted that the amounts on the Bills List are consistent with normal monthly spending. Vainik stated that the expenditures are generally consistent with the FY 2016-17 Budget. The Bills List for this month includes a large entry for FY2020 FAC Engineering Services paid to Hubbell, Roth & Clark. Vainik added that the list provided of account balances is as of April 13, 2017. He concluded by saying that the Village has sufficient funds to meet its current and anticipated obligations.

## **VI. SUBMISSION OF CURRENT BILLS**

**Motion by Moenck, seconded by Gordon, to approve the Bill's List, as submitted.**

Moenck inquired about what portion, if any, of the Block Grant was reimbursable. Creech replied that the amount will be refunded once the proof of payment is received by Oakland County. Moenck also requested that Creech compile a one year expenses list for the Kreger House and those items covered by the Cable Grant. Creech explained the required documentation and process he goes through for the cable and internet grants which is required by the the Birmingham Area Cable Board.

Stakhiv inquired as to the scheduling of the CDBG grant request. Creech answered Gallasch's question about the portioning of the some of expenses between the Major Roads and Local Roads.

### **TOTALS**

General Administration	\$	17,466.38
Building	\$	6,240.53
Insurance	\$	46,726.33
Legal	\$	1,881.50
Police	\$	20,375.80
Pressure Sewer	\$	2,294.00
General Debt Service	\$	-
Major Roads	\$	29,715.74
Local Road	\$	50,209.21
Rubbish	\$	14,881.70
Trust & Agency	\$	800.00
Tax Fund	\$	38,130.06
Waste Water	\$	46.76
<b>ALL FUNDS</b>	<b>\$</b>	<b>228,768.01</b>

**Ayes:** Gallasch, Gordon, Hansen, Moenck, Stakhiv

**Absent:** Morrow, Seltzer

**Nays:** None

**Motion carried.**

**VII. PUBLIC REQUESTS AND COMMENTS**

Hansen opened the meeting for public comments on non-agenda items with no one from the public responding.

**VIII. SPECIAL REPORTS**

**President's Report**

Council met today for its annual Budget Workshop to review the draft FY2017-2018 operating budget for the Village and discuss areas where Council members agree or disagree and areas which needed more assessment. A Public Hearing will be scheduled for May 8, 2017 and she encouraged the public to attend. The DIA paintings in conjunction with MSF have been installed around the Village with the exhibit running through the summer. Brochures will be available and she encouraged residents to walk around and learn about each piece.

**Council Report**

Moенck reminded Council of Gallasch's idea of the Village hosting an Open House. This would also be an opportunity for MSF to co-host. Gallasch suggesting having the Kreger House available to walk through.

Stakhiv inquired if there had been any follow-up on the concerns expressed by those residents on Sunset Drive about a particular tree situation, as well as looking at other potentially hazardous ones. Creech thought that Johnson Landscaping had taken care of those particular trees. Stakhiv also had questions about the plans for Arbor Day and asked what kind of trees and where would they be planted. Creech stated that Johnson Landscaping would be selecting the type of tree and location where it would be planted. The kinds, amount, and locations for the new trees were discussed.

**Administrator Report**

Creech reported that the bids for the Village Road Project had been delayed a few days. He stated that the office had received a full application for the old Market Basket building which would be going to HDC and Planning Commission for reviews and referrals to the Village Council for possible approval.

Moенck questioned if the Road bid included the removal or re-positioning of the rocks/boulders. Hansen requested this item be put on next month's agenda.

**Birmingham Next Joint Senior Services Agreement, Cris Braun, Executive Director**

Cris Braun, Executive Director of NEXT, introduced some Board Members, President, Ed Pugh, Franklin resident, and Gordon Rinschler. She reviewed a PowerPoint presentation explaining the Joint Senior Commission, including recommendations, the Guiding Principles, Strategic Plan 2016, Where NEXT is today, and What is "next."

Hansen inquired about where NEXT wanted to go from here. Braun noted she would like to get the Commission back together to investigate the needs, move forward, and include all the communities.

Gordon Rinschler addressed the Council and explained that NEXT would like to encourage the formalizing of a relationship with the municipalities which might possibly take over the governing of it as a non-profit organization. It is hoped that it would result in an agreement that documents the responsibility, the funding, and if it involved a facility, how it would be managed. Currently NEXT is not in a crisis mode; however it is planning for the future.

Braun answered Stakhiv's question that there were about 50 Franklin members of NEXT but more non-members take advantage of its services. Braun added that she would like to have a Franklin Council member as a representative on the NEXT board.

## **IX. UNFINISHED BUSINESS**

### **A. Consider Updated Firearms Training Simulator Agreement**

Council members received a memo from Creech, dated April 12, 2017, INTERGOVERNMENTAL AGREEMENT FOR FIREARMS AND USE OF FORCE TRAINING VIDEO SIMULATOR. Chief Roberts addressed the Council about the updating of the agreement with the City of Farmington Hills which it had been previously approved. The substance of the agreement was the same but the legal language had been changed. Staran has reviewed and recommends approval of the new agreement. Roberts added that there would be no impact on the budget as forfeiture funds will be used for the payment.

Gallasch confirmed this would be a one-time payment.

**Motion by Moenck, seconded by Gallasch to approve the Intergovernmental Agreement For Firearms and Use of Force Training Video Simulator.**

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**

**Absent: Morrow, Seltzer**

**Nays: None**

**Motion carried.**

## **X. NEW BUSINESS**

### **A. Consider Proposed Lease for Police Administrative Vehicle.**

Roberts explained that the current lease on the Detective's car is up next month. Following the usual process, the Village had requested sealed bids. One company, Snethkamp Chrysler, submitted two (2) bids on it. The department is familiar with this dealership as it has serviced the police department for several years. They chose the least expensive bid at a competitive price. Roberts noted that minimum hardware would be put in it, but nothing like the other patrol cars.

**Motion by Gallasch, seconded by Stakhiv to approve the lease bid for a 2017 Jeep Patriot Latitude for 36 months at a rate \$270 per month from Snethkamp Chrysler Dodge Jeep Ram.**

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**B. Consider Village Cell Phone Coverage, referral to Planning Commission.**

Hansen explained that this would refer the research and discussions on the wireless service to the Planning Commission, which would then bring it back to Council with a recommendation.

Gallasch would like the Historic District Commission and Historical Society to be consulted. Creech confirmed that the budget would be amended to reflect any added expenses related to this project.

**Motion by Stakhiv, seconded by Gallasch to direct the Planning Commission in consultation with the Historic District Commission (HDC) and other appropriate community groups to study and report back to Village Council within six (6) months concerning the feasibility options and means to improve wireless telecommunications services for residents in the Village.**

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**C. Consider Civic Event Permit Application for “Garden Walk”.**

**Motion by Moenck, seconded by Gordon to approve the Civic Events Permit Application for the Franklin Garden Club Garden Walk to be held on June 14, 2017.**

Creech noted that the application was complete.

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**D. Consider Civic Event Permit Application for Main Street Franklin’s “Paint the Town” on May 20, 2017.**

**Motion by Moenck, seconded by Stakhiv to approve the Civic Event Permit Application for Main Street Franklin “Paint the Town” on May 20, 2017.**

Creech stated that this was a normal activity in the Village. Hansen noted that several signatures were missing from the application.

**Motion by Moenck, seconded by Stakhiv to approve the Civic Event Permit Application for Main Street Franklin “Paint the Town” on May 20, 2017, subject to final review and approval by appropriate department heads, as amended.**

Moenck confirmed with Yow that the owner of the former market building has given his permission for the “masterpieces” to be displayed on the side wall.

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**E. Consider Scheduling Budget Public Hearing, May 8, 2017, 7:00 PM.**

**Motion by Gordon, seconded by Moenck to schedule the Budget Public Hearing, May 8, 2017, 7:00 PM during the Regular Council Meeting.**

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**XI. RESOLUTIONS/ORDINANCES/PROCLAMATIONS**

**A. Consider Bonding Resolution, Authorization of Bonds – Purpose: Bonds of the Village aggregating the principal sum of not to exceed Eight Million Five Hundred Thousand Dollars (\$8,500,000) shall be issued for the purpose of defraying part of the cost of the Project.**

Paul Wyzgoski, Bond Counselor with Dickinson Wright, detailed the lengthy bond resolution for Council. Staran stated that he has reviewed and approved the document.

**Motion by Gordon, seconded by Moenck to approve the Bonding Resolution, Authorization of Bonds – Purpose: Bonds of the Village aggregating the principal sum of not to exceed Eight Million Five Hundred Thousand Dollars (\$8,500,000) shall be issued for the purpose of defraying part of the cost of the Project, as provided in attachment #1.**

Gordon clarified that this was the next step in the process. Wyzgoski explained that after the bonding process is completed the Village would have the bond proceeds which would be placed in a construction bond fund and would be used to pay for the projects the Village is lining up right now.

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**  
**Absent: Morrow, Seltzer**  
**Nays: None**  
**Motion carried.**

**XII. ADJOURNMENT**

**Motion by Moenck, seconded by Stakhiv to adjourn the meeting.**

**Ayes: Gallasch, Gordon, Hansen, Moenck, Stakhiv**

**Absent: Morrow, Seltzer**

**Nays: None**

**Motion carried.**

There being no further business, the meeting adjourned at 8:25 P.M.

Respectfully submitted,

Gail Beke, Recording Secretary

\_\_\_\_\_  
Eileen H. Pulker, Clerk

\_\_\_\_\_  
Pamela Hansen, President

**Attachment #1**

**BOND RESOLUTION**

At a regular meeting of the Village Council of the Village of Franklin, Oakland County, Michigan (the "Village"), held on the 17<sup>th</sup> day of April, 2017.

**PRESENT:** H. Frederick Gallasch, Brian Gordon, Pamela Hansen, Judy Moenck, Mira Stakhiv

**ABSENT:** Thomas Morrow, Michael Seltzer

**BOND RESOLUTION**

The following resolution was offered by Gordon and seconded by Moenck:

WHEREAS, at an election held in the Village on November 8, 2016, the issuance of general obligation bonds of the Village, in one or more series, in the principal amount of not to exceed



\$15,000,000 for the purpose of constructing improvements to Village streets, including but not limited to pulverizing, constructing, repairing and otherwise improving major and local roads, streets and rights of way and appurtenances and attachments thereto, and making related drainage and safety improvements, was approved by a majority of the qualified electors of the Village voting thereon; and

WHEREAS, this Council has determined that it is in the best interest of the Village to issue bonds in the amount of not to exceed \$8,500,000 to finance the acquisition and construction of street improvements in the Village (the "Project").

THEREFORE, BE IT RESOLVED by the Village Council of the Village of Franklin, Michigan, as follows:

**I. AUTHORIZATION OF BONDS – PURPOSE. BONDS OF THE VILLAGE AGGREGATING THE PRINCIPAL SUM OF NOT TO EXCEED EIGHT MILLION FIVE HUNDRED THOUSAND DOLLARS (\$8,500,000) SHALL BE ISSUED AND SOLD FOR THE PURPOSE OF DEFRAYING PART OF THE COST OF THE PROJECT.**

**II. BOND DETAILS. THE BONDS SHALL BE DESIGNATED "GENERAL OBLIGATION UNLIMITED TAX BONDS, SERIES 2017", SHALL BE DATED THE DATE OF THEIR DELIVERY; SHALL BE NUMBERED FROM 1 UPWARDS; SHALL BE FULLY REGISTERED; SHALL BE IN THE DENOMINATION OF \$5,000 EACH OR ANY INTEGRAL MULTIPLE THEREOF NOT EXCEEDING THE AGGREGATE PRINCIPAL AMOUNT FOR EACH MATURITY AT THE OPTION OF THE PURCHASER THEREOF; SHALL BEAR INTEREST AT A RATE OR RATES NOT EXCEEDING 6% PER ANNUM TO BE DETERMINED UPON THE SALE THEREOF PAYABLE ON THE FIRST DAY OF MAY AND NOVEMBER IN EACH YEAR COMMENCING ON NOVEMBER 1, 2017; AND SHALL BE SERIAL AND/OR TERM BONDS AND MATURE ON SUCH DATES AND IN SUCH AMOUNTS AS SHALL BE DETERMINED BY ORDER OF THE PRESIDENT OR THE ADMINISTRATOR; PROVIDED, HOWEVER, THAT THE FINAL PRINCIPAL MATURITY OF THE BONDS SHALL BE NOT LATER THAN MAY 1, 2032. IF THE ORIGINAL PURCHASER OF THE BONDS SHALL DESIGNATE CERTAIN OF THE BONDS AS TERM BONDS, THE PRINCIPAL MATURITIES OF THE BONDS SHALL BECOME MANDATORY REDEMPTION REQUIREMENTS IN ACCORDANCE WITH THE PROVISIONS OF SECTION 6 AND THE FORM OF BOND SET FORTH IN SECTION 10. IF REQUESTED BY THE ORIGINAL PURCHASER OF THE BONDS AND DETERMINED BY THE PRESIDENT OR THE ADMINISTRATOR, THE BONDS MAY BE ISSUED IN THE FORM OF A SINGLE BOND WITH AN EXHIBIT CONTAINING THE PRINCIPAL MATURITY AMOUNTS AND APPLICABLE INTEREST RATES AND DUE DATES.**

**III. PAYMENT OF PRINCIPAL AND INTEREST. THE PRINCIPAL OF AND INTEREST ON THE BONDS SHALL BE PAYABLE IN LAWFUL MONEY OF THE UNITED STATES. PRINCIPAL SHALL BE PAYABLE UPON PRESENTATION AND SURRENDER OF THE BONDS TO THE BOND REGISTRAR AND PAYING AGENT AS THEY SEVERALLY MATURE; PROVIDED, HOWEVER, IF THE BONDS ARE ISSUED IN THE FORM OF A SINGLE BOND, THE PRESIDENT OR THE ADMINISTRATOR MAY DETERMINE THAT SUCH PRESENTATION AND SURRENDER OF THE BONDS IS NOT REQUIRED FOR PAYMENT AND ALL OTHER PRINCIPAL INSTALLMENTS SHALL BE PAID TO THE REGISTERED OWNER OF THE BOND AS SHOWN ON THE REGISTRATION BOOKS. INTEREST SHALL BE PAID TO THE REGISTERED OWNER OF EACH BOND AS SHOWN ON THE REGISTRATION BOOKS AT THE CLOSE OF BUSINESS ON THE 15<sup>TH</sup> DAY OF THE CALENDAR MONTH PRECEDING THE MONTH IN WHICH THE INTEREST PAYMENT IS DUE. INTEREST SHALL BE PAID WHEN DUE BY CHECK OR DRAFT DRAWN UPON AND MAILED BY THE BOND REGISTRAR AND PAYING AGENT TO THE REGISTERED OWNER AT THE REGISTERED ADDRESS.**

**IV. BOOK-ENTRY SYSTEM. INITIALLY, ONE FULLY-REGISTERED BOND FOR EACH MATURITY, IN THE AGGREGATE AMOUNT OF SUCH MATURITY, SHALL BE ISSUED IN THE NAME OF CEDE & CO., AS NOMINEE OF THE DEPOSITORY TRUST COMPANY ("DTC") FOR THE BENEFIT OF OTHER PARTIES (THE "PARTICIPANTS") IN THE BOOK-ENTRY-ONLY TRANSFER SYSTEM OF DTC. IN THE EVENT THE VILLAGE DETERMINES THAT IT IS IN THE BEST INTEREST OF THE VILLAGE NOT TO CONTINUE THE BOOK-ENTRY SYSTEM OF TRANSFER OR THAT THE INTERESTS OF THE HOLDERS OF THE BONDS MIGHT BE ADVERSELY AFFECTED IF THE BOOK-ENTRY SYSTEM OF TRANSFER IS CONTINUED, THE VILLAGE MAY NOTIFY DTC AND THE BOND REGISTRAR AND PAYING AGENT, WHEREUPON DTC WILL NOTIFY THE PARTICIPANTS OF THE AVAILABILITY THROUGH DTC OF BOND CERTIFICATES. IN SUCH EVENT, THE BOND REGISTRAR AND PAYING AGENT SHALL DELIVER, TRANSFER AND EXCHANGE BOND CERTIFICATES AS REQUESTED BY DTC AND ANY PARTICIPANT OR "BENEFICIAL OWNER" IN APPROPRIATE AMOUNTS IN ACCORDANCE WITH THIS RESOLUTION. DTC MAY DETERMINE TO DISCONTINUE PROVIDING ITS SERVICES WITH RESPECT TO THE BONDS AT ANY TIME BY GIVING NOTICE TO THE VILLAGE AND THE BOND REGISTRAR AND PAYING AGENT AND DISCHARGING ITS RESPONSIBILITIES WITH RESPECT THERETO UNDER APPLICABLE LAW OR THE VILLAGE MAY DETERMINE THAT DTC IS INCAPABLE OF DISCHARGING ITS DUTIES AND MAY SO ADVISE DTC. IN EITHER SUCH EVENT, THE VILLAGE SHALL USE REASONABLE EFFORTS TO LOCATE ANOTHER SECURITIES DEPOSITORY. UNDER SUCH CIRCUMSTANCES (IF THERE IS NO SUCCESSOR SECURITIES DEPOSITORY), THE VILLAGE AND THE BOND REGISTRAR AND PAYING AGENT SHALL BE OBLIGATED TO DELIVER BOND CERTIFICATES IN ACCORDANCE WITH THE PROCEDURES ESTABLISHED BY THIS RESOLUTION. IN THE EVENT BOND CERTIFICATES ARE ISSUED, THE PROVISIONS OF THIS RESOLUTION**

**SHALL APPLY TO, AMONG OTHER THINGS, THE TRANSFER AND EXCHANGE OF SUCH CERTIFICATES AND THE METHOD OF PAYMENT OF PRINCIPAL OF AND INTEREST ON SUCH CERTIFICATES. WHENEVER DTC REQUESTS THE VILLAGE AND THE BOND REGISTRAR AND PAYING AGENT TO DO SO, THE VILLAGE AND THE BOND REGISTRAR AND PAYING AGENT SHALL COOPERATE WITH DTC IN TAKING APPROPRIATE ACTION AFTER REASONABLE NOTICE TO MAKE AVAILABLE ONE OR MORE SEPARATE CERTIFICATES EVIDENCING THE BONDS TO ANY PARTICIPANT HAVING BONDS CREDITED TO ITS DTC ACCOUNT OR TO ARRANGE FOR ANOTHER SECURITIES DEPOSITORY TO MAINTAIN CUSTODY OF CERTIFICATES EVIDENCING THE BONDS.**

Notwithstanding any other provision of this resolution to the contrary, so long as any bond is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to the principal of, interest on and redemption premium, if any, on the bonds and all notices with respect to the bonds shall be made and given, respectively, to DTC. The President or the Administrator is authorized to sign the Blanket Issuer Letter of Representations on behalf of the Village in such form as such official deems necessary or appropriate in order to accomplish the issuance of the bonds in accordance with law and this resolution.

Notwithstanding any other provision of this resolution to the contrary, if the President or the Administrator deems it to be in the best interest of the Village, the bonds shall not initially be issued through the book-entry-only transfer system of DTC.

**V. OPTIONAL REDEMPTION. THE BONDS SHALL BE SUBJECT TO OPTIONAL REDEMPTION PRIOR TO MATURITY UPON SUCH TERMS AND CONDITIONS AS SHALL BE DETERMINED BY ORDER OF THE PRESIDENT OR THE ADMINISTRATOR.**

**VI. MANDATORY PRIOR REDEMPTION. IF ANY OF THE BONDS ARE DESIGNATED BY THE ORIGINAL PURCHASER AS TERM BONDS SUCH BONDS SHALL BE SUBJECT TO MANDATORY PRIOR REDEMPTION AT PAR AND ACCRUED INTEREST IN ACCORDANCE WITH THE MATURITY SCHEDULE DETERMINED BY THE PRESIDENT OR THE ADMINISTRATOR AND UPON THE TERMS AND CONDITIONS SET FORTH IN THE FORM OF BOND CONTAINED IN SECTION 10 HEREOF. THE BONDS TO BE REDEEMED SHALL BE SELECTED BY LOT.**

**VII. BOND REGISTRAR AND PAYING AGENT. THE PRESIDENT OR THE ADMINISTRATOR SHALL DESIGNATE, AND MAY ENTER INTO AN AGREEMENT WITH, A BOND REGISTRAR AND PAYING AGENT FOR THE BONDS THAT SHALL BE A BANK OR TRUST COMPANY LOCATED IN THE STATE OF MICHIGAN THAT IS QUALIFIED TO ACT IN SUCH CAPACITY UNDER THE LAWS OF THE UNITED**

**STATES OF AMERICA OR THE STATE OF MICHIGAN. THE PRESIDENT OR THE ADMINISTRATOR MAY FROM TIME TO TIME AS REQUIRED DESIGNATE A SIMILARLY QUALIFIED SUCCESSOR BOND REGISTRAR AND PAYING AGENT. ALTERNATIVELY, THE TREASURER MAY SERVE AS BOND REGISTRAR AND PAYING AGENT FOR THE BONDS IF THE PRESIDENT OR THE ADMINISTRATOR DETERMINES IT IS IN THE BEST INTEREST OF THE VILLAGE.**

**VIII. EXECUTION, AUTHENTICATION AND DELIVERY OF BONDS. THE BONDS SHALL BE EXECUTED IN THE NAME OF THE VILLAGE BY THE MANUAL OR FACSIMILE SIGNATURES OF THE PRESIDENT AND THE CLERK AND AUTHENTICATED BY THE MANUAL SIGNATURE OF AN AUTHORIZED REPRESENTATIVE OF THE BOND REGISTRAR AND PAYING AGENT, AND THE SEAL OF THE VILLAGE (OR A FACSIMILE THEREOF) SHALL BE IMPRESSED OR IMPRINTED ON THE BONDS. AFTER THE BONDS HAVE BEEN EXECUTED AND AUTHENTICATED FOR DELIVERY TO THE ORIGINAL PURCHASER THEREOF, THEY SHALL BE DELIVERED BY THE TREASURER OR THE ADMINISTRATOR TO THE PURCHASER UPON RECEIPT OF THE PURCHASE PRICE. ADDITIONAL BONDS BEARING THE MANUAL OR FACSIMILE SIGNATURES OF THE PRESIDENT AND THE CLERK AND UPON WHICH THE SEAL OF THE VILLAGE (OR A FACSIMILE THEREOF) IS IMPRESSED OR IMPRINTED MAY BE DELIVERED TO THE BOND REGISTRAR AND PAYING AGENT FOR AUTHENTICATION AND DELIVERY IN CONNECTION WITH THE EXCHANGE OR TRANSFER OF BONDS. THE BOND REGISTRAR AND PAYING AGENT SHALL INDICATE ON EACH BOND THE DATE OF ITS AUTHENTICATION.**

**IX. EXCHANGE AND TRANSFER OF BONDS. ANY BOND, AT THE OPTION OF THE REGISTERED OWNER THEREOF AND UPON SURRENDER THEREOF TO THE BOND REGISTRAR AND PAYING AGENT WITH A WRITTEN INSTRUMENT OF TRANSFER SATISFACTORY TO THE BOND REGISTRAR AND PAYING AGENT DULY EXECUTED BY THE REGISTERED OWNER OR HIS DULY AUTHORIZED ATTORNEY, MAY BE EXCHANGED FOR BONDS OF ANY OTHER AUTHORIZED DENOMINATIONS OF THE SAME AGGREGATE PRINCIPAL AMOUNT AND MATURITY DATE AND BEARING THE SAME RATE OF INTEREST AS THE SURRENDERED BOND.**

Each bond shall be transferable only upon the books of the Village, which shall be kept for that purpose by the bond registrar and paying agent, upon surrender of such bond together with a written instrument of transfer satisfactory to the bond registrar and paying agent duly executed by the registered owner or his duly authorized attorney.

Upon the exchange or transfer of any bond, the bond registrar and paying agent on behalf of the Village shall cancel the surrendered bond and shall authenticate and deliver to the transferee a new bond or bonds of any authorized denomination of the same aggregate principal amount and

maturity date and bearing the same rate of interest as the surrendered bond. If, at the time the bond registrar and paying agent authenticates and delivers a new bond pursuant to this section, payment of interest on the bonds is in default, the bond registrar and paying agent shall endorse upon the new bond the following: "Payment of interest on this bond is in default. The last date to which interest has been paid is [insert applicable date]."

The Village and the bond registrar and paying agent may deem and treat the person in whose name any bond shall be registered upon the books of the Village as the absolute owner of such bond, whether such bond shall be overdue or not, for the purpose of receiving payment of the principal of and interest on such bond and for all other purposes, and all payments made to any such registered owner, or upon his order, in accordance with the provisions of section 3 of this resolution shall be valid and effectual to satisfy and discharge the liability upon such bond to the extent of the sum or sums so paid, and neither the Village nor the bond registrar and paying agent shall be affected by any notice to the contrary. The Village agrees to indemnify and save the bond registrar and paying agent harmless from and against any and all loss, cost, charge, expense, judgment or liability incurred by it, acting in good faith and without negligence hereunder, in so treating such registered owner.

For every exchange or transfer of bonds, the Village or the bond registrar and paying agent may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to such exchange or transfer, which sum or sums shall be paid by the person requesting such exchange or transfer as a condition precedent to the exercise of the privilege of making such exchange or transfer.

**X. FORM OF BONDS. THE BONDS SHALL BE IN SUBSTANTIALLY THE FOLLOWING FORM:**

UNITED STATES OF AMERICA  
STATE OF MICHIGAN  
COUNTY OF OAKLAND  
VILLAGE OF FRANKLIN  
GENERAL OBLIGATION UNLIMITED TAX BOND, SERIES 2017

INTEREST RATE      MATURITY DATE      DATE OF ORIGINAL ISSUE      CUSIP  
\_\_\_\_\_, 2017

Registered Owner:

Principal Amount:

The Village of Franklin, County of Oakland, State of Michigan (the "Village"), acknowledges itself indebted to and for value received hereby promises to pay to the Registered Owner identified above, or registered assigns, the Principal Amount set forth above on the Maturity Date specified above, unless redeemed prior thereto as hereinafter provided, upon presentation and surrender of this bond at the corporate trust office of \_\_\_\_\_, \_\_\_\_\_, Michigan, the bond registrar and paying agent, or at such successor bond registrar and paying agent as may be designated pursuant to the Resolution (as hereinafter defined), and to pay to the Registered Owner, as shown on the registration books at the close of business on the 15<sup>th</sup> day of the calendar month preceding the month in which an interest payment is due, by check or draft drawn upon and mailed by the bond registrar and paying agent by first class mail postage prepaid to the Registered Owner at the registered address, interest on such Principal Amount until the Village's obligation with respect to the payment of such Principal Amount is discharged, at the rate per annum specified above. Interest is payable on the first day of \_\_\_\_\_ and \_\_\_\_\_ in each year, commencing on \_\_\_\_\_ 1, 20\_\_\_. Principal and interest are payable in lawful money of the United States of America. Interest shall be computed on the basis of a 360-day year of twelve 30-day months.

This bond is one of a series of bonds aggregating the principal sum of \_\_\_\_\_ Dollars (\$ \_\_\_\_\_) issued by the Village under and pursuant to and in full conformity with the Constitution and Statutes of Michigan and a bond authorizing resolution adopted by the Village Council of the Village (the "Resolution") for the purpose of financing the improvement of streets in the Village. The issuance of the bonds was approved at an election held in the Village on November 8, 2016, by a majority of the qualified electors of the Village voting on the question. The full faith and credit of the Village have been pledged for the prompt payment of the principal of and interest on this bond. The Village is required to levy annually such ad valorem taxes as may be necessary to pay such principal and interest as the same

shall become due. Taxes levied by the Village for the payment of the principal of and interest on this bond are not subject to limitation as to rate or amount.

This bond is transferable, as provided in the Resolution, only upon the books of the Village kept for that purpose by the bond registrar and paying agent, upon the surrender of this bond together with a written instrument of transfer satisfactory to the bond registrar and paying agent duly executed by the Registered Owner or his attorney duly authorized in writing. Upon the exchange or transfer of this bond a new bond or bonds of any authorized denomination, in the same aggregate principal amount and of the same interest rate and maturity, shall be authenticated and delivered to the transferee in exchange therefor as provided in the Resolution, and upon payment of the charges, if any, therein provided. Bonds so authenticated and delivered shall be in the denomination of \$5,000 or any integral multiple thereof not exceeding the aggregate principal amount for each maturity.

The bond registrar and paying agent shall not be required to transfer or exchange bonds or portions of bonds which have been selected for redemption.

MANDATORY PRIOR REDEMPTION

Bonds maturing in the year \_\_\_\_ are subject to mandatory prior redemption at par and accrued interest as follows:

Redemption Date	Principal Amount of Bonds to be Redeemed
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Bonds or portions of bonds to be redeemed by mandatory redemption shall be selected by lot.  
(REPEAT IF MORE THAN ONE TERM BOND)

OPTIONAL PRIOR REDEMPTION

Bonds maturing prior to \_\_\_\_\_ 1, 20\_\_, are not subject to redemption prior to maturity. Bonds maturing on and after \_\_\_\_\_ 1, 20\_\_, are subject to redemption prior to maturity at the option of the Village, in such order as shall be determined by the Village, on any date on and after \_\_\_\_\_ 1, 20\_\_. Bonds of a denomination greater than \$5,000 may be partially redeemed in the amount of \$5,000 or any integral multiple thereof. If less than all of the bonds maturing in any year are to be redeemed, the bonds or portions of bonds to be redeemed shall be selected by lot. The redemption price shall be the par value of the bond or portion of the bond called to be redeemed plus interest to the date fixed for redemption.

Not less than thirty nor more than sixty days' notice of redemption shall be given by first-class mail to the registered owners of bonds called to be redeemed at their registered addresses. Failure to receive notice of redemption shall not affect the proceedings for redemption. Bonds or portions of bonds called for redemption shall not bear interest after the date fixed for redemption, provided funds are on hand with the bond registrar and paying agent to redeem the same.

It is hereby certified, recited and declared that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of the bonds of this series, existed, have happened and have been performed in due time, form and manner as required by law, and that the total indebtedness of the Village, including the series of bonds of which this bond is one, does not exceed any constitutional, statutory or charter limitation.

IN WITNESS WHEREOF, the Village of Franklin, Michigan, by its Village Council, has caused this bond to be executed in its name by facsimile signatures of the President and Clerk and its corporate seal (or a facsimile thereof) to be impressed or imprinted hereon. This bond shall not be valid unless the Certificate of Authentication has been manually executed by an authorized representative of the bond registrar and paying agent.

VILLAGE OF FRANKLIN

By: \_\_\_\_\_

Its: President

And: \_\_\_\_\_

Its: Clerk



CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds described in the within mentioned Resolution.

\_\_\_\_\_  
Bond Registrar and Paying Agent

By: \_\_\_\_\_  
Authorized Representative

AUTHENTICATION DATE:

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto

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(please print or type name, address and taxpayer identification number of transferee) the within bond and all rights thereunder and hereby irrevocably constitutes and appoints

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attorney to transfer the within bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: \_\_\_\_\_

Signature Guaranteed: \_\_\_\_\_

Signature(s) must be guaranteed by an eligible guarantor institution participating in a Securities Transfer Association recognized signature guarantee program.

**XI. SECURITY. THERE SHALL BE LEVIED UPON ALL TAXABLE PROPERTY IN THE VILLAGE UPON THE TAX ROLL FOR THE FISCAL YEAR 2017-2018 AND UPON THE TAX ROLL FOR EACH FISCAL YEAR THEREAFTER WHILE ANY OF THE BONDS SHALL BE OUTSTANDING, AN AMOUNT SUCH THAT THE ESTIMATED COLLECTIONS THEREFROM WILL BE SUFFICIENT TO PAY PROMPTLY AT MATURITY THE PRINCIPAL AND INTEREST MATURING ON THE BONDS PRIOR TO THE TIME OF THE FOLLOWING FISCAL YEAR'S TAX COLLECTIONS. TAXES REQUIRED TO BE LEVIED TO PAY PRINCIPAL OF AND INTEREST ON THE BONDS SHALL NOT BE SUBJECT TO LIMITATION AS TO RATE OR AMOUNT. THE PROCEEDS OF SUCH TAXES (BOTH CURRENT AND DELINQUENT) SHALL BE DEPOSITED AS COLLECTED INTO A PRINCIPAL AND INTEREST FUND THAT SHALL BE ESTABLISHED FOR THE BONDS, AND UNTIL THE PRINCIPAL OF AND THE INTEREST ON THE BONDS ARE PAID IN FULL, SUCH PROCEEDS SHALL BE USED ONLY FOR PAYMENT OF SUCH PRINCIPAL AND INTEREST.**

**XII. PRINCIPAL AND INTEREST FUND. THERE SHALL BE ESTABLISHED FOR THE BONDS A PRINCIPAL AND INTEREST FUND WHICH SHALL BE KEPT IN A SEPARATE BANK ACCOUNT. FROM THE PROCEEDS OF THE SALE OF THE BONDS THERE SHALL BE SET ASIDE IN THE PRINCIPAL AND INTEREST FUND PREMIUM AND ACCRUED INTEREST RECEIVED FROM THE PURCHASER OF THE BONDS AT THE TIME OF DELIVERY OF THE SAME IN SUCH AMOUNTS AS DETERMINED BY THE PRESIDENT OR THE ADMINISTRATOR. ALL PAYMENTS MADE BY THE VILLAGE PURSUANT TO SECTION 11 OF THIS RESOLUTION ARE PLEDGED FOR PAYMENT OF THE PRINCIPAL OF AND INTEREST ON THE**

**BONDS AND AS MADE SHALL BE PLACED IN THE PRINCIPAL AND INTEREST FUND.**

**XIII. ESTIMATES OF PERIOD OF USEFULNESS AND COST. THE ESTIMATED PERIOD OF USEFULNESS OF THE PROJECT FOR WHICH THE BONDS ARE TO BE ISSUED IS HEREBY DETERMINED TO BE FIFTEEN (15) YEARS AND UPWARDS, AND THE ESTIMATED COST OF THE PROJECT IN THE AMOUNT OF NOT LESS THAN \$8,500,000 AS SUBMITTED TO THE COUNCIL IS HEREBY APPROVED AND ADOPTED.**

**XIV. USE OF BOND PROCEEDS – CONSTRUCTION FUND. THE REMAINDER OF THE PROCEEDS OF THE SALE OF THE BONDS NOT DEPOSITED IN THE PRINCIPAL AND INTEREST FUND PURSUANT TO SECTION 12 OF THIS RESOLUTION SHALL BE SET ASIDE IN A CONSTRUCTION FUND AND USED TO PAY THE COSTS OF ISSUING THE BONDS AND TO ACQUIRE AND CONSTRUCT THE PROJECT.**

**XV. TAX COVENANT. THE VILLAGE COVENANTS TO COMPLY WITH ALL REQUIREMENTS OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE") NECESSARY TO ASSURE THAT THE INTEREST ON THE BONDS WILL BE AND WILL REMAIN EXCLUDABLE FROM GROSS INCOME FOR FEDERAL INCOME TAX PURPOSES.**

**XVI. QUALIFIED TAX-EXEMPT OBLIGATIONS. THE BONDS ARE DESIGNATED AS "QUALIFIED TAX-EXEMPT OBLIGATIONS" AS DESCRIBED IN SECTION 265(B)(3)(B) OF THE CODE.**

**XVII. DEFEASANCE. IN THE EVENT CASH OR DIRECT OBLIGATIONS OF THE UNITED STATES OR OBLIGATIONS THE PRINCIPAL OF AND INTEREST ON WHICH ARE GUARANTEED BY THE UNITED STATES, OR A COMBINATION THEREOF, THE PRINCIPAL OF AND INTEREST ON WHICH, WITHOUT REINVESTMENT, COME DUE AT TIMES AND IN AMOUNTS SUFFICIENT TO PAY, AT MATURITY OR IRREVOCABLE CALL FOR EARLIER OPTIONAL REDEMPTION, THE PRINCIPAL OF, REDEMPTION PREMIUM, IF ANY, AND INTEREST ON THE BONDS, OR ANY PORTION THEREOF, SHALL HAVE BEEN DEPOSITED IN TRUST, THIS RESOLUTION SHALL BE DEFEASED WITH RESPECT TO SUCH BONDS, AND THE OWNERS OF THE BONDS SHALL HAVE NO FURTHER RIGHTS UNDER THIS RESOLUTION EXCEPT TO RECEIVE PAYMENT OF THE PRINCIPAL OF, REDEMPTION PREMIUM, IF ANY, AND INTEREST ON THE BONDS FROM THE CASH OR SECURITIES DEPOSITED IN TRUST AND THE INTEREST AND GAINS THEREON AND TO TRANSFER AND EXCHANGE BONDS AS PROVIDED HEREIN.**

**XVIII. REPLACEMENT OF BONDS. UPON RECEIPT BY THE TREASURER OF PROOF OF OWNERSHIP OF AN UNMATURED BOND, OF SATISFACTORY EVIDENCE THAT THE BOND HAS BEEN LOST, APPARENTLY DESTROYED OR WRONGFULLY TAKEN AND OF SECURITY OR INDEMNITY THAT COMPLIES WITH APPLICABLE LAW AND IS SATISFACTORY TO THE TREASURER, THE TREASURER MAY AUTHORIZE THE BOND REGISTRAR AND PAYING AGENT TO DELIVER A NEW EXECUTED BOND TO REPLACE THE BOND LOST, APPARENTLY DESTROYED OR WRONGFULLY TAKEN IN COMPLIANCE WITH APPLICABLE LAW. IN THE EVENT AN OUTSTANDING MATURED BOND IS LOST, APPARENTLY DESTROYED OR WRONGFULLY TAKEN, THE TREASURER MAY**

**AUTHORIZE THE BOND REGISTRAR AND PAYING AGENT TO PAY THE BOND WITHOUT PRESENTATION UPON THE RECEIPT OF THE SAME DOCUMENTATION REQUIRED FOR THE DELIVERY OF A REPLACEMENT BOND. THE BOND REGISTRAR AND PAYING AGENT, FOR EACH NEW BOND DELIVERED OR PAID WITHOUT PRESENTATION AS PROVIDED ABOVE, SHALL REQUIRE THE PAYMENT OF EXPENSES, INCLUDING COUNSEL FEES, WHICH MAY BE INCURRED BY THE BOND REGISTRAR AND PAYING AGENT AND THE VILLAGE IN THE PREMISES. ANY BOND DELIVERED PURSUANT TO THE PROVISIONS OF THIS SECTION 18 IN LIEU OF ANY BOND LOST, APPARENTLY DESTROYED OR WRONGFULLY TAKEN SHALL BE OF THE SAME FORM AND TENOR AND BE SECURED IN THE SAME MANNER AS THE BOND IN SUBSTITUTION FOR WHICH SUCH BOND WAS DELIVERED.**

**XIX. APPROVAL OF DEPARTMENT OF TREASURY. THE ISSUANCE AND SALE OF THE BONDS IS SUBJECT TO APPROVAL BEING GRANTED THEREFOR BY THE DEPARTMENT OF TREASURY OF THE STATE OF MICHIGAN IN ACCORDANCE WITH ACT NO. 34, PUBLIC ACTS OF MICHIGAN, 2001, AS AMENDED, IF THE VILLAGE IS UNABLE TO OBTAIN QUALIFIED STATUS FROM THE DEPARTMENT OF TREASURY. THE PRESIDENT OR THE ADMINISTRATOR IS HEREBY AUTHORIZED TO FILE WITH THE DEPARTMENT OF TREASURY, IF NECESSARY, AN APPLICATION FOR APPROVAL WITH RESPECT TO THE BONDS AND PAY SUCH FEES AND REQUEST SUCH WAIVERS AND EXEMPTIONS AS MAY BE NECESSARY OR DESIRABLE IN CONNECTION WITH THE FILING**

**XX. SALE, ISSUANCE, DELIVERY, TRANSFER AND EXCHANGE OF BONDS. THE PRESIDENT OR THE ADMINISTRATOR IS AUTHORIZED TO SET THE TIME**

**AND DATE FOR THE SALE OF THE BONDS IN ACCORDANCE WITH THE NOTICE OF SALE SET FORTH IN SECTION 22 HEREOF. AFTER THE RECEIPT OF BIDS, THE PRESIDENT OR THE ADMINISTRATOR, IF DETERMINED THAT IT IS IN THE BEST INTEREST OF THE VILLAGE TO DO SO, SHALL ENTER AN ORDER AWARDING THE BONDS TO THE BIDDER WHOSE BID PRODUCES THE LOWEST INTEREST COST IN ACCORDANCE WITH THE NOTICE OF SALE. THE PRESIDENT, THE ADMINISTRATOR, THE CLERK, THE TREASURER AND OTHER OFFICERS AND EMPLOYEES OF THE VILLAGE ARE AUTHORIZED TO DO ALL THINGS NECESSARY TO EFFECTUATE THE SALE, ISSUANCE, DELIVERY, TRANSFER AND EXCHANGE OF BONDS IN ACCORDANCE WITH THIS RESOLUTION.**

**XXI. OFFICIAL STATEMENT; CONTINUING DISCLOSURE: THE ADMINISTRATOR IS HEREBY AUTHORIZED TO CAUSE THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT AND A FINAL OFFICIAL STATEMENT FOR THE BONDS FOR THE PURPOSE OF ENABLING COMPLIANCE WITH SEC RULE 15C2-12 (THE "RULE") BY THE SUCCESSFUL BIDDER OR BIDDERS AND TO DO ALL OTHER THINGS NECESSARY TO ENABLE COMPLIANCE WITH THE RULE BY THE SUCCESSFUL BIDDER OR BIDDERS. AFTER THE AWARD OF THE BONDS, THE VILLAGE SHALL PROVIDE, ON A TIMELY BASIS AND IN REASONABLE QUANTITY AS REQUESTED BY THE SUCCESSFUL BIDDER OR BIDDERS TO ENABLE THE SUCCESSFUL BIDDER OR BIDDERS TO COMPLY WITH PARAGRAPH (B)(4) OF THE RULE AND THE RULES OF THE MUNICIPAL SECURITIES RULEMAKING BOARD.**

The Administrator is hereby authorized to execute and deliver in the name of and on behalf of the Village (i) a certificate of the Village to comply with the requirement for a continuing disclosure undertaking of the Village pursuant to subsection (b)(5) or (d)(2) of the Rule, as applicable, and (ii) amendments to such certificate from time to time in accordance with the terms of such certificate (the certificate and any amendments thereto are collectively referred to herein as the "Continuing Disclosure Certificate"). The Village hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate. The remedies for any failure of the Village to comply with or carry out the provisions of the Continuing Disclosure Certificate shall be as set forth therein.

**XXII. NOTICE OF SALE. THE NOTICE OF SALE FOR THE BONDS SHALL BE PUBLISHED IN ACCORDANCE WITH LAW IN THE BOND BUYER AND SHALL BE IN SUBSTANTIALLY THE FOLLOWING FORM:**



OFFICIAL NOTICE OF SALE

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

VILLAGE OF FRANKLIN, COUNTY OF OAKLAND, STATE OF MICHIGAN

GENERAL OBLIGATION UNLIMITED TAX BONDS, SERIES 2017

SEALED BIDS for the purchase of the above bonds will be received by the undersigned at the office of the \_\_\_\_\_, 32325 Franklin Road, Franklin, Michigan 48025, on \_\_\_\_\_, the \_\_\_\_\_ day of \_\_\_\_\_, 2017, at \_\_\_\_\_ .m., Eastern Daylight Time, at which time and place said bids will be publicly opened and read. Bids will also be received on the same date and until the same time by an agent of the undersigned at the offices of the Municipal Advisory Council of Michigan (the "MAC"), Buhl Building, 535 Griswold, Suite 1850, Detroit, Michigan 48226, where they will be opened and read publicly. Signed bids may be submitted by fax to the MAC at fax number (313) 963-0943, but no bid will be received after the time for receiving bids specified above and the bidder bears all risks of transmission failure

IN THE ALTERNATIVE: Bids may be submitted electronically via PARITY pursuant to this Notice on the same date and until the same time, but no bid will be received after the time for receiving bids specified above. To the extent any instructions or directions set forth in PARITY conflict with this Notice, the terms of this Notice shall control. For further information about PARITY, potential bidders may contact H.J. Umbaugh & Associates at (517) 321-0110 or PARITY at (212) 849-5021.

BOND DETAILS: The bonds will be fully registered bonds of the denomination of \$5,000 each or any integral multiple thereof not exceeding the aggregate principal amount for each maturity at the option of the purchaser thereof, dated the date of their delivery, and will bear interest from their date payable on November 1, 2017, and semiannually thereafter.

The bonds will mature on the first day of May as follows:

<u>YEAR</u>	<u>AMOUNT</u>	<u>YEAR</u>	<u>AMOUNT</u>
2018		2026	
2019		2027	
2020		2028	
2021		2029	
2022		2030	
2023		2031	
2024		2032	
2025			

TERM BOND OPTION: Bidders shall have the option of designating bonds as serial bonds or term bonds, or both. The bid must designate whether each of the principal amounts shown above for the years 20\_\_ through final maturity represents a serial maturity or a mandatory redemption requirement for a term bond maturity. There may be more than one term bond designated. In any

event, the above principal amount scheduled for the years 20\_\_ through final maturity shall be represented by either serial bond maturities or mandatory redemption requirements, or a combination of both. Any such designation must be made at the time bids are submitted.

PRIOR REDEMPTION:

A. MANDATORY REDEMPTION. Bonds designated as term bonds shall be subject to mandatory redemption at par and accrued interest on the dates and in the amounts corresponding to the annual principal maturities hereinbefore set forth. The bonds or portions of bonds to be redeemed shall be selected by lot.

B. OPTIONAL REDEMPTION. Bonds maturing prior to \_\_\_\_\_ 1, 20\_\_, are not subject to redemption prior to maturity. Bonds maturing on and after \_\_\_\_\_ 1, 20\_\_, are subject to redemption prior to maturity, at the option of the Village, in such order as determined by the Village, in whole or in part, on any date, on or after \_\_\_\_\_ 1, 20\_\_, in integral multiples of \$5,000 and by lot within a maturity, at the par value of the bond or portion of the bond called to be redeemed, plus accrued interest to the redemption date.

C. NOTICE OF REDEMPTION. Not less than thirty nor more than sixty days' notice of redemption shall be given by first class mail to the registered owner at the registered address. Failure to receive notice of redemption shall not affect the validity of the proceedings for redemption. Bonds or portions of bonds called for redemption shall not bear interest after the redemption date; provided, funds are on hand with the bond registrar and paying agent to redeem the bonds called for redemption.

INTEREST RATE AND BIDDING DETAILS: The bonds shall bear interest at a rate or rates not exceeding 6% per annum, to be fixed by the bids therefor, expressed in multiples of 1/8 or 1/100 of 1%, or both. The interest on any one bond shall be at one rate only and all bonds maturing in any one year must carry the same interest rate. The interest rate borne by bonds maturing in any one year shall not be less than the interest rate borne by bonds maturing in the preceding year. No proposal for the purchase of less than all of the bonds or at a price less than 99% of their par value will be considered.

BOOK-ENTRY-ONLY: The bonds will be issued in book-entry-only form as one fully-registered bond per maturity and will be registered in the name of Cede & Co., as nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the bonds. Purchase of the bonds will be made in book-entry-only form, in the denomination of \$5,000 or any multiple thereof. Purchasers will not receive certificates representing their interest in bonds purchased. The bonds will not be issued in book-entry form if the purchaser is willing to accept physical delivery of the bonds in denominations equal to the aggregate principal amount for each maturity and, if necessary, transfer the bonds only in such denominations. The book-entry-only system is described further in the preliminary official statement for the bonds.

BOND REGISTRAR AND PAYING AGENT: The bonds shall be payable as to principal in lawful money of the United States upon surrender thereof at the corporate trust office

\_\_\_\_\_, \_\_\_\_\_, Michigan, the bond registrar and paying agent. Interest shall be paid to the registered owner of each bond as shown on the registration books at the close of business on the 15<sup>th</sup> day of the calendar month preceding the month in which the interest payment is due. Interest shall be paid when due by check or draft drawn upon and mailed by the bond registrar and paying agent to the registered owner at the registered address. As long as DTC, or its nominee Cede & Co., is the registered owner of the bonds, payments will be made directly to such registered owner. Disbursement of such payments to DTC participants is the responsibility of DTC and disbursement of such payments to the beneficial owners of the bonds is the responsibility of DTC participants and indirect participants as described in the preliminary official statement for the bonds. The Village from time to time as required may designate a successor bond registrar and paying agent.

**PURPOSE AND SECURITY:** Issuance of the bonds was approved at an election held on November 8, 2016. The bonds are to be issued for the purpose of defraying part of the cost of constructing improvements to Village streets, including but not limited to pulverizing, constructing, repairing and otherwise improving major and local roads, streets and rights of way and appurtenances and attachments thereto, and making related drainage and safety improvements. The full faith and credit of the Village have been pledged for the payment of the principal of and interest on the bonds and the Village is authorized and required to levy such ad valorem taxes as may be necessary for the payment of such principal and interest, which taxes may be imposed without limitation as to rate or amount.

**GOOD FAITH:** A good faith deposit in the form of a certified or cashier's check drawn upon an incorporated bank or trust company, or wire transfer, in the amount of \$ \_\_\_\_\_ payable to the order of the Treasurer will be required of the successful bidder. The successful bidder is required to submit its good faith deposit to the Village not later than Noon, Eastern Daylight Time, on the next business day following the sale. The good faith deposit will be applied to the purchase price of the bonds. In the event the purchaser fails to honor its accepted bid, the good faith deposit will be retained by the Village. No interest shall be allowed on the good faith check. The good faith check of the successful bidder will be cashed and payment for the balance of the purchase price of the bonds shall be made at the closing.

**AWARD OF BONDS:** The bonds will be awarded to the bidder whose bid produces the lowest true interest cost to the Village. True interest cost shall be computed by determining the annual interest rate (compounded semiannually) necessary to discount the debt service payments on the bonds from the payment dates thereof to \_\_\_\_\_, 2017, and to the price bid.

**LEGAL OPINION:** Bids shall be conditioned upon the approving opinion of Dickinson Wright PLLC, attorneys of Detroit, Michigan, the original of which will be furnished without expense to the Purchaser at the delivery of the bonds. The fees of Dickinson Wright PLLC for services rendered in connection with such approving opinion are expected to be paid from bond proceeds. Except to the extent necessary to issue its approving opinion as to the validity of the above bonds, Dickinson Wright PLLC has made no inquiry as to any financial information, statements or material contained in any financial documents, statements or materials that have been or may be furnished in connection with the authorization, issuance or marketing of the bonds and, accordingly, will not express any opinion with respect to the accuracy or completeness of any such financial information, statements or materials.

**TAX MATTERS:** The approving opinion will include an opinion to the effect that under existing law, the interest on the bonds (a) is excluded from gross income for federal income tax purposes, and (b) is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; such opinion will note, however, that certain corporations must take into account interest on the bonds in determining adjusted current earnings for the purpose of computing such alternative minimum tax. The opinion set forth in clause (a) above will be subject to the condition that the Village comply with all requirements of the Internal Revenue Code of 1986, as amended (the "Code"), that must be satisfied subsequent to the issuance of the bonds in order that interest thereon be (or continue to be) excluded from gross income for federal income tax purposes. Failure to comply with certain of such requirements could cause the interest on the bonds to be included in gross income retroactive to the date of issuance of the bonds. The Village has covenanted to comply with all such requirements. The opinion will express no opinion regarding other federal tax consequences arising with respect to the bonds.

The Village has designated the bonds as "qualified tax-exempt obligations" for purposes of Section 265(b)(3) of the Code.

**The successful bidder will be required to furnish, at delivery of the bonds, a certificate as to the "issue price" of the bonds within the meaning of Section 1273 of the Code. Such certificate will include (i) for those maturities where 10% of each such maturity of the bonds has been sold to members of the general public (excluding underwriters, brokers and dealers) prior to delivery of the bonds, the price at which the first 10% of each such maturity was sold to members of the general public, and (ii) for those maturities where 10% of such maturity has not been sold to members of the general public (excluding underwriters, brokers and dealers) prior to delivery of the bonds, an agreement by the successful bidder to provide bond counsel with the prices at which the first 10% of each such maturity is ultimately sold to members of the general public.** In addition, if the successful bidder will obtain a municipal bond insurance policy or other credit enhancement for the bonds in connection with their original issuance, the successful bidder will be required, as a condition of delivery of the bonds, to certify that the premium therefor will be less than the present value of the interest expected to be saved as a result of such insurance or other credit enhancement. The form of an acceptable certificate will be provided by bond counsel.

In addition, the approving opinion will include an opinion to the effect that under existing law, the bonds and the interest thereon are exempt from all taxation by the State of Michigan or a political subdivision thereof, except estate taxes and taxes on gains realized from the sale, payment or other disposition thereof.

**OFFICIAL STATEMENT:** A copy of the Village's preliminary official statement relating to the bonds may be obtained by contacting H.J. Umbaugh & Associates at the address referred to below. In addition, the preliminary official statement is available on the internet and can be viewed and downloaded at [www.i-dealprospectus.com](http://www.i-dealprospectus.com). The preliminary official statement is in a form deemed final by the Village for purposes of paragraph (b)(1) of SEC Rule 15c2-12 (the "Rule"), but is subject to revision, amendment and completion in a final official statement.

After the award of the bonds, the Village will provide on a timely basis 100 copies of a final official statement, at the Village's expense (and such additional copies of the final official statement as reasonably requested by, and at the expense of, the successful bidder or bidders). Requests for such additional copies of the final official statement shall be made to H.J. Umbaugh & Associates at the address set forth below within 24 hours of the award of the bonds.

CONTINUING DISCLOSURE: In order to assist bidders in complying with paragraph (b)(5) of the Rule, the Village will undertake, pursuant to a resolution adopted by its governing body and a continuing disclosure certificate, to provide annual reports and notices of certain events. A description of these undertakings is set forth in the preliminary official statement and will also be set forth in the final official statement.

CUSIP: CUSIP numbers will be imprinted on all bonds of this issue at the Village's expense. An improperly printed number will not constitute basis for the Purchaser to refuse to accept delivery. The Purchaser shall be responsible for requesting assignment of numbers and for payment of any charges for the assignment of numbers.

BIDDER CERTIFICATION: NOT "IRAN-LINKED BUSINESS". By submitting a bid, the bidder shall be deemed to have certified that it is not an "Iran-Linked Business" as defined in Act No. 517, Public Acts of Michigan, 2012; MCL 129.311 et seq.

DELIVERY OF BONDS: The Village will furnish bonds ready for execution at its expense. Bonds will be delivered without expense to the Purchaser through DTC in New York, New York. The usual closing documents, including a continuing disclosure certificate and a certificate that no litigation is pending affecting the issuance of the bonds, will be delivered at the time of the delivery of the bonds. If the bonds are not tendered for delivery by twelve o'clock noon, Eastern Daylight Time, on the 45<sup>th</sup> day following the date of sale, or the first business day thereafter if said 45<sup>th</sup> day is not a business day, the successful bidder on that day, or any time thereafter until delivery of the bonds, may withdraw its proposal by serving notice of cancellation, in writing, on the undersigned, in which event the Village shall return the good faith deposit. Payment for the bonds shall be made in Federal Reserve Funds. Accrued interest to the date of delivery of the bonds shall be paid by the purchaser at the time of delivery.

THE RIGHT IS RESERVED TO REJECT ANY OR ALL BIDS.

ENVELOPES containing the bids should be plainly marked "Proposal for Bonds."

**REGISTERED MUNICIPAL ADVISORS:** Further information regarding the bonds may be obtained from H.J. Umbaugh & Associates, 2150 Association Drive, Okemos, Michigan 48864, Telephone (517) 321-0110, Fax (517) 321-8866, Financial Consultant to the Village.

\_\_\_\_\_, \_\_\_\_\_  
Village of Franklin

**XXIII. CONFLICTING RESOLUTIONS. ALL RESOLUTIONS AND PARTS OF RESOLUTIONS, INsofar AS THEY ARE IN CONFLICT HEREWITH, ARE RESCINDED.**

YEAS: Gallasch, Gordon, Moenck, Stakhiv, Hansen

NAYS: None

ABSENT: Morrow, Seltzer

RESOLUTION DECLARED ADOPTED.

STATE OF MICHIGAN     )  
  )ss  
COUNTY OF OAKLAND    )

I, the undersigned Clerk of the Village of Franklin, County of Oakland, Michigan, hereby certify that the foregoing is a true and complete copy of a resolution duly adopted by the Village Council at a regular meeting held on the 17<sup>th</sup> day of April, 2017, the original of which resolution is on file in my office. I further certify that notice of said meeting was given in accordance with the provisions of the Open Meetings Act, MCL 15.261 et seq.

\_\_\_\_\_  
Eileen H. Pulker, Clerk  
Village of Franklin