

CITY OF SMITHS GROVE  
SMITHS GROVE, KENTUCKY

Minutes of the meeting of the Board of Trustees of Smiths Grove, Kentucky, Wednesday, December 4, 1963.

The Board met at 7 PM at the American National Bank and Trust Company with all members present.

Since members of the Industrial Development Board and other guests were present, it was decided to dispense with the regular business in order for them to state their business. Chairman Jordan introduced Carroll Bevarly as a representative of the Industrial Development Board. Other members present were L. Carl Rasdall and Thomas Webb along with representatives of the Kentucky Bonding Company of Louisville. Also present was Harold Huffman of the Chamber of Commerce in Bowling Green. Mr. Bevarly stated Mr. Huffman had been good enough to bring us a lead for a factory. The Board has been in contact with these people, and they have looked over the plant sites and the locations. We have what they need, and they have what we need. These people have been checked out. Mr. Huffman has been in St. Louis and looked over a plant they have there. Mr. Taylor of the Bonding Company suggested that if a contract is made with the Company, that it be done in such a manner legally, so the Company cannot pull out and leave the Board holding the bag. The Company in question is a feather processing plant. Mr. Huffman has been in contact with them for approximately two years. There are four poultry houses near us. It seems this is a central location for this project. Arrangements have to be made if this project is to go ahead. The City will be under no obligation as far as the bonding issue is concerned. The plant will employ from 20-40 people. The Ark Del Company, Inc. is a marginal Company, but Mr. Taylor emphasized the Kentucky Company is not going to put their name on a bond issue which they think is not going to be successful. The question before the Board of Trustees is whether the City would like to go along with the bond issue. Trustee McGuffey made a motion to accept the contract of the Kentucky Company of Louisville as its fiscal agent of the city in negotiating with the Ark Del Company, Inc. subject to the approval of the city attorney and subject to the approval of the Ark-Del Company, Inc. Trustee Madison seconded the motion, there were no dissenting votes. The meeting was dismissed but not adjourned.

*Gertie Byler*  
*Clark*

*F. M. Jordan,*  
*Chairman*

MINUTES OF MEETING OF CITY COUNCIL OF  
THE CITY OF SMITHS GROVE, KENTUCKY, HELD  
ON THE \_\_\_\_\_ DAY OF \_\_\_\_\_, 1963.

A \_\_\_\_\_ meeting of the City Council of the City of Smiths Grove, Kentucky, was held on the \_\_\_\_\_ day of \_\_\_\_\_, 1963, at \_\_\_\_\_ .M., Central Standard Time, at the regular meeting place in the City of Smiths Grove, Kentucky, such meeting having been duly convened according to law, either as a regular meeting or as a special meeting, notice of the time and place of which and of the business to be transacted having been given to each member of the City Council in ample time for each member to attend. The meeting was presided over by the Mayor, and the following members of the City Council were present:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

There were absent: \_\_\_\_\_  
\_\_\_\_\_

Thereupon, a motion was made by \_\_\_\_\_ and seconded by \_\_\_\_\_ that the following resolution be adopted:

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SMITHS GROVE, KENTUCKY, ENTERING INTO A FISCAL AGENCY CONTRACT WITH THE KENTUCKY COMPANY IN CONNECTION WITH THE ISSUANCE OF REVENUE BONDS OF THE CITY TO FINANCE THE CONSTRUCTION OF AN INDUSTRIAL BUILDING.**

Whereas, The Kentucky Company, of Louisville, Kentucky, a firm of wide experience in investment banking, has presented a form of agreement by which it will act as fiscal agent of the City and supervise the proceedings in connection with the issuance of revenue bonds to finance the construction of an industrial building, which form of agreement is deemed for the best interests of the City.

**NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF SMITHS GROVE, KENTUCKY, DOES HEREBY RESOLVE AS FOLLOWS:**

The City of Smiths Grove, Kentucky, does hereby accept the following proposal:

OFFICES

LEXINGTON, KY.  
139 NORTH UPPER STREET  
PHONE 2-1858

OWENSBORO, KY.  
304 FREDERICA STREET  
PHONE MURRAY 4-1451

PADUCAH, KY.  
111 GUTHRIE BLDG.  
PHONE 443-5333

THE KENTUCKY COMPANY

INVESTMENT SECURITIES

320 SOUTH FIFTH STREET  
LOUISVILLE 2, KY.

PHONE JUNIPER 5-5011

MEMBER

MIDWEST STOCK EXCHANGE

December 3, 1963

The Honorable Mayor and  
Members of the City Council  
Smiths Grove, Kentucky

**C**  
Gentlemen:

**O**  
We have been advised that you would like to construct an industrial building, and finance the cost thereof through the issuance of industrial building revenue bonds. Such bonds would be issued pursuant to KRS 103.200 through 103.280 or other applicable Kentucky law. Such revenue bonds would be payable only from the revenues of the project and would not be a direct obligation of the City. The rentals under a proposed lease to Ark-Del Company, Inc. would be sufficient to amortize the principal and interest payments within the period of the original lease.

**P**  
In view of the many difficulties and responsibilities involved in working out the financing of such a project and in view of our wide experience in municipal planning and municipal financing and in the issuance of bonds, we propose that you enter into this agreement, by which we will act as your exclusive fiscal agent in assisting you in connection with the foregoing.

**Y**  
Under the terms of our proposal we will cooperate with your representatives and Ark-Del Company, Inc. in working out appropriate lease and/or contractual arrangements so that there will be sufficient revenues for such project. We will retain Messrs. Skaggs, Hays & Fahey, nationally recognized municipal bond attorneys of Louisville, Kentucky, who will prepare all minutes, resolutions, ordinances, certificates, contracts and other legal papers for adoption in proper form and sequence. They will supervise and prepare the papers necessary and will represent one of the parties in a test suit in the Warren County Circuit Court to validate the bonds. You will provide, without expense to us, that your City Attorney will represent the City of record in such proceedings. Also, without expense to us, you are to cause to be furnished to us a certificate of title with reference to the land upon which the building is to be located.

We will prepare information furnished by you for bidders, which will be distributed to prospective bidders in connection with the public sale of the bonds, so that the best possible price will be obtained for same. We will advise with

you in regard to all aspects of issuing the bonds and as to all other matters which are necessary in connection therewith. The amount of such bonds will be determined after consultation with Ark-Del Company, Inc., the city, and a qualified architect and/or engineer. The exact maturities and call provisions will be mutually agreed upon. Bidders at the public sale or sales will have the right to name various coupon rates. We will exert our best efforts to obtain commitments from various retail purchasers in advance of the public sale of such bonds, in order to make it possible for us to bid on such bonds at the public sale of same, and will assist you in your effort to obtain a satisfactory bid at such sale.

We will pay the fees and expenses of our attorneys, our own expenses, the cost of advertising the bonds for sale, the cost of printing the bonds and coupons, the cost of the approving legal opinion issued in connection with such bonds and all other expenses which may be incurred in the issuance and sale of same.

As soon as you accept this proposal we will proceed as rapidly as possible to perform all of the services herein mentioned as your fiscal agent and to offer the bonds for public sale at the earliest possible date. If you receive a satisfactory bid at such public sale of the bonds which is accepted by you, simultaneously with the delivery of such bonds to the successful bidder we are to be paid a sum equal to 5% as compensation to us for our services rendered and expenses incurred.

You are to cooperate with us and our attorneys by furnishing any information which is needed or which is requested and by adopting and executing all necessary resolutions, minutes, notices of sale, certificates and other papers, in order that such bonds may be actually authorized, sold, issued and delivered. It is understood that if you accept this proposal the services of our organization, as well as our attorneys, will be continuously available to you and to Ark-Del Company, Inc. for whatever consultation you may require. Nevertheless, this is submitted to you with the idea of assisting you and working out your financing problems, and, if at any time the program here contemplated should be abandoned or if for any other reason the bonds are not issued, you are to owe us nothing, and we will absorb any expenses which we may have incurred up to that time. However, it is to be understood that if thereafter the presently contemplated project or a project similar thereto should be revived, we are to have the opportunity to serve you under the terms and conditions of this proposal if we elect to do so, in order that we may have a fair and reasonable opportunity to recoup such expenses, which would otherwise be unrecoverable.

Respectfully submitted,

THE KENTUCKY COMPANY

By \_\_\_\_\_

There being no further business to come before the City Council, a motion was made, seconded and unanimously carried that the meeting be adjourned. Whereupon, the meeting was adjourned.

(Seal of City)

\_\_\_\_\_  
Mayor, Smiths Grove, Kentucky

Attest:

\_\_\_\_\_  
City Clerk, Smiths Grove, Kentucky

Certificate

I, the duly qualified and acting City Clerk of Smiths Grove, Kentucky, certify that the foregoing is a true copy of the minutes of the meeting of the City Council of such City held on \_\_\_\_\_, 1963, in so far as they pertained to the matters hereinbefore set forth.

Dated this \_\_\_\_\_, 1963.

(Seal of City)

\_\_\_\_\_  
City Clerk, Smiths Grove, Kentucky

Approval of Tenant

Ark-Del Company, Inc., a duly qualified and acting corporation, hereby approves the foregoing agreement between the City of Smiths Grove, Kentucky, and The Kentucky Company, of Louisville, Kentucky, the undersigned officers being duly authorized to act upon behalf of such corporation in evidencing such approval.

Dated this \_\_\_\_\_, 1963.

ARK-DEL COMPANY, INC.

By \_\_\_\_\_

(Seal of Corporation)

\_\_\_\_\_  
Title

Attest: \_\_\_\_\_

Secretary

That in order for there to be a good agreement between The Kentucky Company and the City of Smiths Grove, Kentucky, it shall not be necessary that any separate contract be executed, but acceptance of the foregoing proposal shall be sufficiently evidenced by the execution of this resolution by the Mayor of the City, attested by its City Clerk.

Passed and approved this \_\_\_\_\_ day of \_\_\_\_\_, 1963.

CITY OF SMITHS GROVE, KENTUCKY

(Seal of City)

By \_\_\_\_\_  
Mayor

Attest:

\_\_\_\_\_  
City Clerk

Upon the resolution being read in open session, discussed and a vote being taken upon the motion to adopt same, the result was as follows:

Yeas for the Motion

Nays Against the Motion

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Thereupon, the Mayor declared that the motion to adopt the resolution had carried.