



Angela D. Alsobrooks
County Executive

PRINCE GEORGE'S COUNTY GOVERNMENT

EXECUTIVE ORDER

NO. 16- 2021

June 9, 2021

An order authorizing the Chief Administrative Officer, the Deputy Chief Administrative Officer and the Director of Finance of Prince George's County, Maryland (the "County") to (i) determine certain matters relating to the offering for sale of Prince George's County, Maryland Certificates of Participation (Behavioral Health Facility and Capital Equipment), Series 2021 (the "Series 2021 Certificates"), (ii) deliver a Preliminary Official Statement in connection with the sale of the Series 2021 Certificates, (iii) approve the execution, delivery and distribution of a final Official Statement, (iv) execute and deliver a multi-year Funding Agreement for the contract payments with respect to the Series 2021 Certificates, (v) execute and deliver a Certificates of Participation Trust Agreement, and (vi) execute and deliver a Behavioral Health Services Grant Agreement.

RECITALS

WHEREAS, the County has determined to provide financing for the design, construction and equipping of a behavioral health facility to provide care for the citizens of the County and to be operated and staffed by the Luminis Health Doctors Community Medical Center (the "Behavioral Health Center") to be located in Lanham, Maryland, by the issuance of certificates pursuant to a Certificates of Participation Trust Agreement; and

WHEREAS, the County has determined to finance the refunding of the County's Certificates of Participation (Public Safety Communications Center (PSCC)), Series 2011 (the "Refunded Certificates"); and

WHEREAS, the County has determined to finance the acquisition and purchase of certain equipment essential to the operations of the County; and

WHEREAS, pursuant to Section 402 of the County Charter, all executive power vested in the County by the Constitution and laws of the State of Maryland and the County Charter are vested in the County Executive of the County (the "County Executive"), including but not limited to signing or causing to be signed on the County's behalf all deeds, contracts, and other instruments; and

WHEREAS, the County Executive may direct the Chief Administrative Officer, the Deputy Chief Administrative Officer, or the Director of Finance of the County to perform such administrative duties as the County Executive decides.

NOW, THEREFORE, BE IT ORDERED BY THE COUNTY EXECUTIVE OF PRINCE GEORGE'S COUNTY, MARYLAND THAT:

Section 1. The offering for sale of certificates designated the "Prince George's County, Maryland Certificates of Participation (Behavioral Health Facility and Capital Equipment), Series 2021" (the "Series 2021 Certificates"), or such other designation as determined the Director of Finance in the aggregate principal amount not to exceed Fifty-Eight Million Dollars (\$58,000,000), subject to adjustment by the County Executive by executive order both before and after the receipt of bids for purchase on the date of sale in accordance with the Notice of Sale referred to in Section 5 below, for the purposes of (i) financing the Behavioral Health Center, (ii) refunding the Refunded Certificates and (iii) financing the purchase of certain capital equipment for the County. The Series 2021 Certificates may be sold in one or more series as determined by the Director of Finance.

Section 2. The delivery by the Director of Finance of a Preliminary Official Statement (the "Preliminary Official Statement") by printed and electronic means in connection with the offering for sale of the Series 2021 Certificates is hereby authorized, the final form of such Preliminary Official Statement to be approved by the Director of Finance, such approval thereof to be evidenced by the Director of Finance's execution of a Rule 15c2-12 Certificate at or before the Preliminary Official Statement's distribution.

Section 3. The official Notice of Sale relating to the Series 2021 Certificates shall be in the form set forth in an appendix to the Preliminary Official Statement, subject to amendment and change as provided herein. Bids for the Series 2021 Certificates may be submitted electronically as provided in such Notice of Sale.

Section 4. The publication of the Notice of Sale in summary form as determined by the Director of Finance is hereby approved.

Section 5. The Chief Administrative Officer, the Deputy Chief Administrative Officer or the Director of Finance shall authorize and approve the form of and the execution, delivery, and distribution of a final Official Statement in connection with the sale of the Series 2021 Certificates.

Section 6. The Chief Administrative Officer or the Deputy Chief Administrative Officer in consultation with the Director of Finance, may determine with the advice of the County's financial advisor that it is in the best interests of the County to sell the Series 2021 Certificates by a negotiated sale. The Chief Administrative Officer, the Deputy Chief Administrative Officer or the Director of Finance may engage the services of underwriters and enter into a certificate purchase agreement, and such other documents deemed appropriate for a negotiated sale of the Series 2021 Certificates.

Section 7. The Chief Administrative Officer, the Deputy Chief Administrative Officer, or the Director of Finance, on behalf of the County, are each hereby authorized to approve, execute, and deliver a Funding Agreement, Escrow Deposit Agreement and a Certificates of Participation Trust Agreement on behalf of the County in connection with the sale and purchase of the Series 2021 Certificates.

Section 8. The Chief Administrative Officer, the Deputy Chief Administrative Officer, or the Director of Finance, on behalf of the County, are each hereby authorized to approve, execute, and deliver a Grant Agreement on behalf of the County in connection with the financing of the Behavioral Health Center and issuance of the Series 2021 Certificates.

Section 9. The County Executive hereby authorizes the Chief Administrative Officer, the Deputy Chief Administrative Officer, the Director of Finance, the County Attorney, the Clerk of the County Council of the County, and all other officers and officials of the County are hereby authorized on behalf of the County, to approve, execute and deliver any and all instruments, documents, agreements and certificates, to make any and all determinations and to take any and all other actions in order to effectuate the issuance, sale and delivery of the Series 2021 Certificates and consummate the transactions contemplated by this Executive Order, including but not limited to the execution and delivery of a Certificates of Participation Trust Agreement, a Funding Agreement, an Escrow Deposit Agreement and a Grant Agreement.

Section 10. The County Executive hereby authorizes the Chief Administrative Officer, the Deputy Chief Administrative Officer, or the Director of Finance, on behalf of the County, to engage the services of a trustee, paying agent, escrow deposit agent, verification agent, dissemination agent, and printer as necessary for the sale and issuance of the Series 2021 Certificates.

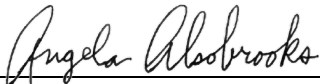
Section 11. The Chief Administrative Officer, the Deputy Chief Administrative Officer, the Director of Finance, the County Attorney, the Clerk of the County Council and such other officers and officials of the County are hereby authorized to approve, execute and deliver, for and on behalf of the County, any and all additional closing certificates and documents or other papers and to do all and any things necessary or appropriate in order to effectuate the sale and issuance of the Series 2021 Certificates and to consummate the transactions contemplated by this Executive Order, including, but not limited to, determining the form and contents of, and provisions for the execution and delivery of, such documents as is deemed necessary or desirable to evidence, secure or effectuate a Funding Agreement and other similar agreements securing the Series 2021 Certificates.

Section 12. The Chief Administrative Officer, the Deputy Chief Administrative Officer, or the Director of Finance, on behalf of the County, shall execute and deliver a Tax and Section 148 Certificate and Continuing Disclosure Agreement, each dated the date the Series 2021 Certificates are issued and in form satisfactory to the signatory. The statements, agreements, certifications, and covenants set forth in such Tax and Section 148 Certificate and such Continuing Disclosure Certificate in furtherance of this Executive Order shall be binding upon the County as if set forth in full in this Executive Order.

Section 13. The provisions of this Executive Order are severable, and if any provision, sentence, clause, section, or part hereof is held illegal, invalid, unconstitutional, or inapplicable to any person or circumstances, such illegality, invalidity, unconstitutionality or inapplicability shall not affect or impair any of the remaining provisions, sentences, clauses, sections or parts of this Executive Order or their application to other persons or circumstances. It is hereby declared that this Executive Order would have been adopted if such illegal, invalid, unconstitutional, or

inapplicable provision, sentence, clause, section, or part had not been included herein and as if the person or circumstances to which this Executive Order or any part hereof is inapplicable had been specifically exempted therefrom.

Section 14. This Executive Order shall take effect immediately upon its execution.



Angela D. Alsobrooks
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