

ORDINANCE 92-6

AN ORDINANCE OF NASSAU COUNTY, FLORIDA, ESTABLISHING THE BOARD OF COUNTY COMMISSIONERS AS THE TEMPORARY SUCCESSOR TO THE NASSAU COUNTY HOUSING FINANCE AUTHORITY; RATIFYING THE APPROVAL BY THE BOARD OF A RESOLUTION AUTHORIZING A PURCHASE CONTRACT PROVIDING FOR THE SALE OF MORTGAGE LOANS OWNED ON BEHALF OF THE NASSAU COUNTY HOUSING FINANCE AUTHORITY; AND AUTHORIZING THE USE OF THE EXCESS PROCEEDS FROM SUCH SALE.

WHEREAS, the Nassau County Housing Finance Authority (the "Authority") was established by Ordinance No. 79-4, enacted March 13, 1979 by the Board of County Commissioners (the "Board") of Nassau County, Florida (the "County") pursuant to the provisions of Part IV of Chapter 159, Florida Statutes; and

WHEREAS, the Authority has previously issued its Single Family Mortgage Revenue Bonds, 1980 Series A (the "Bonds") for the purpose of financing the origination of mortgage loans (the "Mortgage Loans") at below-market interest rates for single family residences for persons of moderate, middle or lesser income; and

WHEREAS, the Bonds are secured by payments derived from the Mortgage Loans and from certain reserve funds established under the Trust Indenture (the "Indenture"), dated as of October 1, 1980, between the Authority and Barnett Banks Trust Company, N.A., as Trustee; and

WHEREAS, the Board has received an offer to purchase the Mortgage Loans and, pursuant to a resolution of the Board adopted December 16, 1991 (the "Resolution"), has entered into a Purchase Contract, dated as of December 1, 1991 (the "Purchase Contract") with Crye-Leike Mortgage Company, Inc. (the "Purchaser") for the sale of said Mortgage Loans, such Purchase Contract being subject to the enactment of this Ordinance and certain other conditions precedent; and

WHEREAS, the Board desires to temporarily re-establish itself as the Authority pursuant to the provisions of Section 159.604(3), Florida Statutes and Section 159.605(3), Florida Statutes, due to the fact that the Authority has been inactive since 1981, that no members are currently appointed or serving as the Authority, that the records of the Authority have been lost and that an opportunity to redeem the Bonds and reap benefits for the community is present which requires swift action; and

WHEREAS, the Board desires to provide for the use of the excess proceeds derived from the sale of the Mortgage Loans;

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF NASSAU COUNTY, FLORIDA, as follows:

SECTION 1. DESIGNATION OF BOARD AS TEMPORARY SUCCESSOR TO AUTHORITY. Due to the reasons aforementioned, including: (a) the Authority having been inactive since 1981; (b) that no members are currently appointed to or functioning as the Authority; (c) that all records of the Authority have been lost; (d) that a proposal to purchase the Mortgage Loans originated under the Authority's bond program has been presented to the Board, which proposal requires swift action in order to preserve substantial benefits to the citizens of the County; (e) Section 159.605(3) grants the governing body of a county for which the housing finance authority is created and the chairman of the housing finance authority the full powers to carry out the purposes of a housing finance authority until the members of the authority are appointed; (f) since there are no current members of the Authority, there is no designated chairman; and (g) the County deems it necessary to provide for an orderly and measured approach to selecting new members of the Authority meeting the qualifications required by Florida law, which approach is incompatible with a timely response to the proposal presented by the Purchaser, the Board is hereby designated the temporary successor to the Authority. All powers vested in the Authority by law or by operation of contract shall be exercisable by the Board pending appointment of new members to the Authority. All actions taken by the Board in its temporary capacity as the Authority shall be deemed actions of the Nassau County Housing Finance Authority for all purposes of law and contract.

SECTION 2. RATIFICATION OF RESOLUTION AND PURCHASE CONTRACT. The Board hereby ratifies and approves the provisions of the Resolution and the Purchase Contract.

SECTION 3. ESTABLISHMENT OF HOUSING FINANCE AUTHORITY. The Board shall use its best efforts to expeditiously re-establish the Authority and appoint new members thereto with the qualifications required by Florida law. Prior to such appointment, the Board shall be entitled and obligated to take such actions as may from time to time be required, necessary or deemed desirable in connection with the Authority. Upon the appointment of 5 new members to the Authority, the establishment of the Board as the Authority shall be no longer in effect and the newly appointed Authority members shall be entitled and obligated to take all actions required, necessary or desirable in connection with the Authority.

SECTION 4. USE OF PROCEEDS OF MORTGAGE SALE. The proceeds derived from the sale of the Mortgage Loans, including the amounts held in the reserve funds established under the Indenture, shall be utilized to redeem the Bonds at the earliest possible redemption date and to pay costs incurred in the sale of the Mortgage Loans

as set forth in the Resolution. All proceeds in excess of amounts necessary to pay the foregoing shall be held by the Clerk in a separate fund pending the appointment of new members to the Authority. Upon such appointment, such monies shall be transferred to an account for the benefit of the Authority and applied for such purposes as the Authority shall deem appropriate.

SECTION 5. GENERAL AUTHORITY. The members of the Board and the officers, attorneys and other agents or employees of the County are hereby authorized to do all acts and things required of them by this Ordinance or desirable or consistent with the requirements hereof for the full, punctual and complete performance of all the terms, covenants and agreements contained herein, and each member, employee, attorney and officer of the County and the Clerk is hereby authorized and directed to execute and deliver any and all papers and instruments and to be and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated hereunder.

SECTION 6. SEVERABILITY AND INVALID PROVISIONS. If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereof.

SECTION 6. EFFECTIVE DATE. This Resolution shall become effective as provided by law.

PASSED AND ADOPTED this 27th day of January, 1992.

**BOARD OF COUNTY COMMISSIONERS
OF NASSAU COUNTY, FLORIDA**

By: 
Chairman

ATTEST:

Clerk