

RESOLUTION 772: Approving a Tax-exempt Bond Record-Keeping Policy for the Glencoe Park District, Cook County, Illinois.

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WHEREAS, the Glencoe Park District, Cook County, Illinois (the “*District*”), has issued bonds or other obligations (each an “*Obligation*” and collectively, the “*Obligations*”) the interest on which is not includable in “gross income” for federal income tax purposes; and

WHEREAS, pursuant to the proceedings and agreements under which the Obligations were issued, the District has covenanted generally to take all action necessary to preserve the tax exemption of the interest paid on the Obligations; and

WHEREAS, it is necessary and in the best interest of the District to maintain sufficient records to demonstrate compliance with such covenants and to adopt policies with respect thereto:

NOW, THEREFORE, Be It and It Is Hereby Resolved by the Board of Park Commissioners of the Glencoe Park District, Cook County, Illinois, as follows:

*Section 1. Incorporation of Preambles.* The Board of Park Commissioners of the District (the “*Board*”) hereby finds that all of the recitals contained in the preambles to this Resolution are full, true and correct and does incorporate them into this Resolution by this reference.

*Section 2. Co-Compliance Officers Are Responsible for Records.* The Director of Finance/Human Resources and Director of Operations of the District (known, for purposes of this Resolution only, as the “*Compliance Officers*”) are hereby designated as the keepers of all records of the District with respect to the Obligations, and such officers shall report to the Board at least annually that they have all of the required records in their possession, or are taking appropriate action to obtain or recover such records.

*Section 3. Closing Transcripts.* For each issue of Obligations, the Compliance Officers shall receive, and shall keep and maintain, a true, correct and complete counterpart of each and every document and agreement delivered in connection with the issuance of the Obligations, including without limitation (a) the proceedings of the District authorizing the Obligations, (b) any offering document with respect to the offer and sale of the Obligations, (c) any legal opinions with respect to the Obligations delivered by any lawyers, and (d) all written representations of any person delivered in connection with the issuance and initial sale of the Obligations.

*Section 4. Arbitrage Rebate Liability.* The Compliance Officers shall review the agreements of the District with respect to the Obligations and shall prepare a report for the Board stating whether or not the District has any rebate liability to the U.S. Treasury, and setting forth any applicable exemptions that the Obligations may have from rebate liability. Such report shall be updated annually and delivered to the Board.

*Section 5. Recommended Records.* The Compliance Officers shall review the records related to the Obligations and shall determine what requirements the District must meet in order to maintain the tax-exemption of interest paid on the Obligations. The Compliance Officers shall then prepare a list of the contracts, requisitions, invoices, receipts, and other information that may be needed in order to establish that the interest paid on the Obligations is entitled to be excluded from “gross income” for federal income tax purposes. Notwithstanding any other policy of the District, such retained records shall be kept for as long as the Obligations relating to such records (and any obligations issued to refund the Obligations) are outstanding, plus three years, and shall at least include:

- (a) complete copies of the bond transcripts delivered when any issue of Obligations is initially issued and sold;

(b) copies of account statements showing the disbursements of all bond proceeds for their intended purposes;

(c) copies of account statements showing all investment activity of any and all accounts in which the proceeds of any issue of Obligations has been held;

(d) copies of all bid requests and bid responses used in the acquisition of any special investments used for the proceeds of any tax-exempt obligations, including any swaps, swaptions, or other financial derivatives entered into with respect to any tax-exempt obligations in order to establish that such instruments were purchased at *fair market value*;

(e) copies of any subscriptions to the U.S. Treasury for the purchase of State and Local Government Series (SLGS) obligations;

(f) any calculations of liability for *arbitrage rebate* that is or may become due with respect to any issue of tax-exempt obligations, and any calculations prepared to show that no arbitrage rebate is due, together, if applicable, with account statements or cancelled checks showing the payment of any rebate amounts to the U.S. Treasury together with any applicable IRS Form 8038-T; and

(g) copies of all contracts of the District, including any leases, with respect to the use of any property owned by the District and acquired or financed with the proceeds of tax-exempt obligations, any part of which property is used by a private person at any time when such bonds are or have been outstanding.

*Section 6. Training.* The Compliance Officers shall undertake to maintain reasonable levels of knowledge concerning the rules related to tax-exempt bonds (and build America bonds and tax credit bonds to the extent the District has outstanding build America bonds or tax-credit bonds) so that such officers may fulfill the duties described herein. The Compliance Officers may consult with counsel, attend conferences and presentations of trade groups, read materials posted on various web sites, including the web site of the Tax-Exempt Bond function of the Internal Revenue Service (“IRS”), and use other means to maintain such knowledge. Recognizing that the Compliance Officers may not be fully knowledgeable in this area, the Compliance Officers may consult with outside counsel, consultants and experts to assist them in exercising their duties hereunder. The Compliance Officers will endeavor to make sure that staff

of the District is aware of the need for continuing compliance. The Compliance Officers will provide copies of this Resolution and the Tax Exemption Certificate and Agreement or other applicable tax documents for each of the tax-exempt bond issues of the District then currently outstanding (the “*Tax Agreements*”) to staff members who may be responsible for taking actions described in such documents. The Compliance Officers will review this Resolution and each of the Tax Agreements periodically to determine if there are portions that need further explanation and, if so, will attempt to obtain such explanation from counsel or from other experts, consultants or staff.

*Section 7. IRS Examination.* In the event the IRS commences an examination of any Obligations, the Compliance Officers shall inform the Board of such event, and are authorized to respond to inquiries of the IRS, and to hire outside, independent professional counsel to assist in the response to the examination.

*Section 8. Severability.* If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this Resolution.

*Section 9. Repeal.* All resolutions or parts thereof in conflict herewith be and the same are hereby repealed and this Resolution shall be in full force and effect forthwith upon its adoption.

Adopted April 17, 2012.

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Trent P. Cornell  
President, Board of Park Commissioners

Attest:

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Donald P. Van Arsdale  
Secretary, Board of Park Commissioners