

Monica Walden

From: Kent Cooper <kcooper@co.titus.tx.us>
Sent: Thursday, April 18, 2024 9:13 AM
To: mwalden@co.titus.tx.us
Subject: FW: Republic Services Bond Financing - Titus County
Attachments: Transmittal Letter to Titus County (Republic 2024).pdf; Certificate and Order - Titus County (Republic Services 2024).pdf; Prior 2020 Titus County Approving Order with AER Approval.pdf; Titus County - Staff Report (Republic Waste).docx

From: Lee McCormick <lmccormick@cdafinance.com>
Sent: Wednesday, April 17, 2024 3:29 PM
To: kcooper@co.titus.tx.us
Subject: Republic Services Bond Financing - Titus County

Hello Judge Cooper,

Our municipal advisory firm is working with the Mission Economic Development Corporation ("MEDC") and Republic Services on a \$50,000,000 multi-county tax-exempt financing for eight (8) of their Texas facilities, including a facility in Titus County. This is part of a three-year plan of finance to upgrade their facilities with up to \$133,000,000 of capital improvements statewide. Republic Services has already received bond allocation from the Texas Bond Review Board for the \$50,000,000 financing in 2024.

In order to permit Republic Services to use proceeds of tax-exempt Bonds for the solid waste disposal facilities located in your County, approval of the Titus County Commissioners Court is required under Texas law pursuant to the Development Corporation Act, Local Government Code, Chapter 501, as amended, and approval of either the Commissioners Court or the County Judge is required under federal tax law pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended. This is identical to the approval given by the Titus County Commissioners Court in 2020. (Attached)

The approval of the County is not to be construed as a representation or warranty or other undertaking of any kind by the County with respect to the Bonds or the solid waste disposal facilities, and the County will not be obligated to pay the Bonds or otherwise incur any liability in respect thereof. Rather, the approval is to be granted solely for purposes of complying with Texas law and federal tax law.

We would greatly appreciate having the attached Order considered at the May 28th Commissioner's Court meeting. (Unless you think we can have it considered at the April 23rd meeting on such short notice.) I have attached the following documents for review by your and the county attorney and we would be happy to get Bond Counsel, Bracewell, on a call to discuss in more detail.

Documents Attached

1. Bond Counsel Transmittal Letter
2. 2024 Certificate & Order
3. Prior 2020 Approved Certificate & Order
4. Draft Staff Report

Any assistance you can give is greatly appreciated.

Thank You,
Lee

BRACEWELL

April 11, 2024

Honorable Kent Cooper
County Judge of Titus County
100 West First Street, Suite 200
Mt. Pleasant, Texas 75455

Re: Approval of Tax-Exempt Bonds To Be Issued on Behalf of Republic Services, Inc. — Proposed Order of
Commissioner's Court

Dear Judge Cooper:

Enclosed is a proposed Order of the Titus County Commissioners Court relating to the approval required in connection with the proposed issuance by the Mission Economic Development Corporation (the "Issuer") of its Solid Waste Disposal Revenue Bonds (Republic Services, Inc. Project) Series 2024 (the "Bonds").

At the request of Republic Services, Inc. ("Republic Services"), the Issuer proposes to issue the Bonds and loan the proceeds thereof to Republic Services to provide funds to finance the costs of improvements to certain solid waste disposal facilities, including certain facilities located in Titus County as described in the proposed Order.

In order to permit Republic Services to use proceeds of tax-exempt Bonds for the solid waste disposal facilities located in your County, approval of the County Commissioners Court is required under Texas law pursuant to the Development Corporation Act, Local Government Code, Chapter 501, as amended, and approval of either the Commissioners Court or the County Judge is required under federal tax law pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended.

As expressly stated in the Order, the approval of the County is not to be construed as a representation or warranty or other undertaking of any kind by the County with respect to the Bonds or the solid waste disposal facilities, and the County will not be obligated to pay the Bonds or otherwise incur any liability in respect thereof. Rather, the approval is to be granted solely for purposes of complying with Texas law and federal tax law.

Please let me know if you or any of the Commissioners have any comments or questions regarding the proposed Order. I can be reached at (713) 221-1172 or garrett.merville@bracewell.com. Thank you for your assistance.

Very truly yours,



Garrett Merville

Enclosures

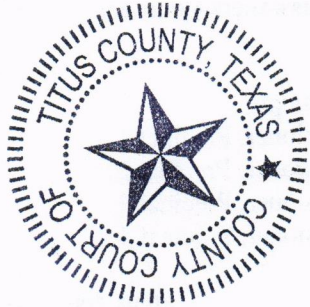
T: 713.221.1172
711 Louisiana Street, Suite 2300, Houston, Texas 77002-2770

SIGNED AND SEALED this May 13, 2024

Jessie Brasnow

County Clerk

(SEAL)



[Signature Page – Titus County Certificate for Order]

and the issuance of the Bonds for such purpose. Notice of such hearing was published no less than seven days prior to such hearing in a newspaper of general circulation available to residents of the County, and an affidavit of publication of such notice and a copy of such notice are each attached to Exhibit A hereto. Based upon the results of such hearing (as shown in the certificate of public hearing officer attached hereto as Exhibit A), and for purposes of complying with Section 147(f) of the Code, the Plan of Finance, including the issuance of the Bonds for the Local Portion of the Project, is hereby approved. If requested by bond counsel for the Bonds, the County Judge is hereby authorized and directed to execute a certificate certifying approval of the Plan of Finance and the Bonds for the Local Portion of the Project.

SECTION 3. DISCLAIMER OF LIABILITY. THE COUNTY, THE COMMISSIONERS COURT, THE COUNTY JUDGE AND ALL OTHER COUNTY OFFICIALS MAKE NO REPRESENTATION OR WARRANTY OF ANY KIND WHATSOEVER WITH RESPECT TO THE PROJECT OR THE ISSUANCE, CREDITWORTHINESS OR REPAYMENT OF THE BONDS TO BE ISSUED BY THE ISSUER WITH RESPECT TO THE PROJECT. UNDER NO CIRCUMSTANCES SHALL THE COUNTY HAVE ANY LIABILITY, FINANCIAL OBLIGATION OR RESPONSIBILITY OF ANY KIND WITH RESPECT TO THE PAYMENT OF BONDS ISSUED FOR THE PROJECT OR FOR THE CONSTRUCTION, MAINTENANCE, OPERATION OR ANY OTHER ASPECT OF THE PROJECT.

ADOPTED this May 13, 2024.

**ORDER WITH RESPECT TO
REPUBLIC SERVICES, INC.
PROJECT**

WHEREAS, REPUBLIC SERVICES, INC. and its subsidiaries or affiliates (collectively, the "Company") own and operate various solid waste disposal facilities throughout the State of Texas (collectively, the "Facilities"); and

WHEREAS, the Company has requested that Mission Economic Development Corporation (the "Issuer") issue its Mission Economic Development Corporation Solid Waste Disposal Revenue Bonds (Republic Services, Inc. Project) or similarly captioned bonds in one or more series (the "Bonds") to finance the costs of acquiring, constructing, equipping and/or improving the Facilities (collectively, the "Project"); and

WHEREAS, a portion of the Project consisting of the following site(s) is located in Titus County, Texas (the "County"): 3031 FM 3417, Mount Pleasant, Texas 75455 (the "Local Portion of the Project"); and

WHEREAS, the aggregate maximum stated principal amount of the Bonds to be used to finance the Project is \$133,000,000, and the aggregate maximum stated principal amount of the Bonds to be used to finance the Local Portion of the Project is \$10,000,000; and

WHEREAS, in order for the Local Portion of the Project to be financed with the proceeds of the Bonds, the Commissioners Court (the "Commissioners Court") of the County must request that the Issuer exercise its powers within the County for the purpose of issuing such Bonds to finance the Local Portion of the Project, such request being intended to satisfy the requirements of Section 501.159 of the Texas Development Corporation Act, Texas Local Government Code, Chapter 501, as amended (the "Act"); and

WHEREAS, the Commissioners Court desires hereby to make such request of the Issuer and to take other actions to enable the Issuer to issue the Bonds and the Company to use the proceeds thereof to finance the Local Portion of the Project; and

WHEREAS, approval of the Commissioners Court or the County Judge as the "applicable elected representative" is also required in connection with the issuance of the Bonds as tax-exempt bonds, in order to satisfy the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), and the Commissioners Court desires hereby to give such approval.

NOW, THEREFORE, BE IT ORDERED, ADJUDGED AND DECREED BY THE COMMISSIONERS COURT OF TITUS COUNTY, TEXAS:

Section 1. Third Party Financing. In order for the Local Portion of the Project to be financed as a part of the entire Project through the Issuer's issuance of the Bonds, the Issuer is hereby requested to exercise its powers within the County for the purpose of issuing such Bonds in one or more series over the next thirty-six months to finance the Local Portion of the Project (the "Plan of Finance"). This request is intended to satisfy the requirements of Section 501.159 of the Act.

Section 2. Public Hearing and Approval for Federal Tax Purposes. In order to comply with Section 147(f) of the Code, a public hearing has been held by or on behalf of the County, in which hearing members of the public were permitted to express their views with respect to the Project, the Plan of Finance

CERTIFICATE OF PUBLIC HEARING OFFICER
REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))

MISSION ECONOMIC DEVELOPMENT CORPORATION
SOLID WASTE DISPOSAL REVENUE BONDS
(REPUBLIC SERVICES, INC. PROJECT)

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the plan of finance including the issuance of the above-referenced bonds in one or more series (the "Bonds").

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing which was held telephonically in connection with the proposed plan of finance including the issuance of the Bonds on the date and at the time indicated in the Notice of Public Hearing included in Schedule 1 attached hereto.

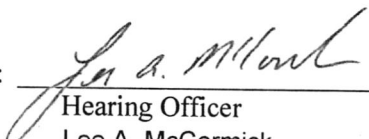
2. No less than seven days before the date of the public hearing, notice of the public hearing was published in a newspaper of general circulation available to residents of Titus County, Texas, as evidenced by the Affidavit of Publication of the Notice of Public Hearing attached hereto as Schedule 1.

3. All persons appearing telephonically at the public hearing were given an opportunity to comment on the proposed plan of finance, including the issuance of the Bonds, and the project to be financed by the plan of finance. No such persons appeared or made comments except as is set forth on Schedule 2 attached hereto.

4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND this 17th day of April, 2024.

By: _____


Hearing Officer
Lee A. McCormick

Schedule 1 - Affidavit of Publication of the Notice of Public Hearing & Notice of Public Hearing
Schedule 2 - Names and Comments of Persons Attending Public Hearing

EXHIBIT A

CERTIFICATE OF PUBLIC HEARING OFFICER REGARDING PUBLIC HEARING

(attached)

AFFIDAVIT OF PUBLICATION

State of Texas

County of Titus

Before me, the undersigned authority, personally appeared Miranda Oglesby known to me to be such person, who, being by me first duly sworn, upon oath stated as follows:

A copy of the above attached original notice was published, as provided in the Texas Estates Code for the service of citation or notice by publication, in the April 10, 2024 Issue of the Mount Pleasant Tribune, a general circulation newspaper published on that date and all during and exceeding twelve months prior to the date in Titus county, Texas, the county in which letters Testamentary were issued in reference to the above referenced. A copy of the notice that was published, clipped from the newspaper, is attached.

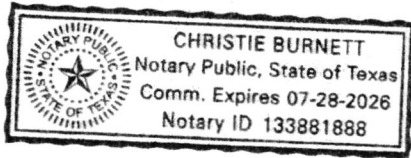
MLO

Publisher

SUBSCRIBED AND SWORN TO before me on April 15, 2024
By Miranda Oglesby.

Christie Burnett

Notary Public, State of Texas



SCHEDULE 1

AFFIDAVIT OF PUBLICATION OF THE NOTICE OF PUBLIC HEARING & NOTICE OF PUBLIC
HEARING

[ATTACHED]

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NOTICE OF PUBLIC HEARING
MISSION ECONOMIC DEVELOPMENT CORPORATION
SOLID WASTE DISPOSAL REVENUE BONDS
(REPUBLIC SERVICES, INC. PROJECT)

Notice is hereby given of a telephonic public hearing to be held on behalf of Mission Economic Development Corporation (the "Issuer") on April 17, 2024 at 10:00 a.m., with respect to a plan of finance including one or more series of bonds (the "Bonds") proposed to be issued by the Issuer. Interested parties may join the public hearing on the date and the time indicated above by dialing +1.855.282.6330 (US Toll Free) and, when prompted, entering the meeting code 2642 583 8208#.

The Issuer proposes to issue the Bonds in an aggregate maximum stated principal amount of \$133,000,000 as exempt facilities bonds for solid waste disposal facilities pursuant to section 142(a)(6) of the Internal Revenue Code of 1986 (the "Code"). The proceeds of the Bonds will be loaned to Republic Services, Inc. and/or one or more subsidiaries or affiliates thereof collectively, the "Borrower" for the purpose of financing and/or refinancing capital improvements, site improvements, and equipment acquisitions related to the Borrower's solid waste disposal facilities and collections operations, including facilities, and operations located at any one or more of the following locations, in the aggregate maximum stated principal amounts at each location noted below: (i) 2200 FM 521, Fresno, Fort Bend County, Texas 77545 (\$25,000,000); (ii) 3031 FM 3417, Mount Pleasant, Titus County, Texas 75455 (\$10,000,000); (iii) 800 Mosier Valley Road, Euless, Tarrant County, Texas 76040 (\$13,000,000); (iv) 12035 West Murphy Street, Odessa, Ector County, Texas 79763 (\$14,000,000); (v) 6433 Labelle Road, Beaumont, Jefferson County, Texas 77705 (\$17,000,000); (vi) 2559 FM 66, Bixaca, Hill County, Texas 76055 (\$11,000,000); (vii) 2811 FM 1568, Campbell, Hunt County, Texas 75422 (\$10,000,000); and (viii) 5757 Oates Road, Suite A, Houston, Harris County, Texas 77078 (\$53,000,000) (collectively, the "Project"). The initial owner and/or operator of the Project will be the Borrower.

The aforementioned public hearing will be conducted by Lee McCormick or his designee. All interested persons are invited to telephonically attend such public hearing and express their views with respect to the Project and the Bonds. Questions or requests for additional information may be directed to Mr. McCormick (telephone: (214) 256-3121; email: lmcormick@pcstafinance.com). Any interested persons unable to attend the telephonic public hearing may submit their views in writing to Mr. McCormick at Community Development Associates, LLC, 6988 Lebanon Rd., Ste. 103, Fico, Texas 75034 or by emailing the address set forth above prior to the date scheduled for the hearing. This notice is published and the above-described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Code regarding the public approval prerequisite to the exemption from federal income taxation of the interest on the Bonds.

NOTICE TO CREDITORS

Notice is hereby given that original Letters Testamentary for the Estate of **JUANITA LESTER**, Deceased, were issued on March 25, 2024, in Cause No. PR-09-24, pending in the County Court of Franklin County, Texas, to: NETA J. KEMP.

All persons having claims against this Estate which is currently being administered are required to present them to the undersigned within the time and in the manner prescribed by law.

NETA J. KEMP
13161 FM 715
Seawigg, Texas 75480

DATED the 25th day of March, 2024.

LANNY RAMSAY
Attorney for NETA J. KEMP
State Bar No.: 16572000
P. O. BOX 518
MOUNT VERNON, TX 75457
Telephone: (903) 537-4949
Facsimile: (903) 537-2494
Email: lramsay@suddenlinkmail.com

MOUNT VERNON INDEPENDENT SCHOOL DISTRICT
INVITATION FOR PROPOSALS

Proposals for the Additions & Renovations for Mt. Vernon ISD as part of the 2023 Bond will be received until Tuesday, May 7th at 2:00 p.m., by email to bids@jacksonconstruction.com. This project will be built in multiple phases with an anticipated start date in June 2024 going through December 2026.

A subcontractor site walk will be held on April 12th starting at 10am. We will meet in front of the Central Admin Facility (Unit C per the drawings).

Bid Forms and the preliminary construction schedule will be posted to SmartBid.net no later than a week prior to the bid date. Please breakout pricing per Area as shown on the Bid Forms. Please send all questions and proposals to JD Hale at bids@jacksonconstruction.com.

Mount Vernon ISD and Jackson Construction Co., Inc. reserve the right to award the contract on any basis deemed in their best interest. They also reserve the right to reject any or all proposals or waive any formalities.

NOTICE TO CREDITORS

Notice is given that original Letters Testamentary for the Estate of **Mary Ruth Raney Averitt** were issued on March 18, 2024, in Cause No. PR-05-24, pending in the County Court of Franklin County, Texas, to Carolyn Condrey Bolin and Rita Condrey Hughes. All persons having claims against the estate, which is presently being administered, are required to submit them, within the time and manner prescribed by law, and before the estate is closed, addressed as follows:

Estate of Mary Ruth Raney Averitt
c/o Wyatt T. Hinson
Attorney at Law
3111 E 16th Street
Mt. Pleasant, TX 75455
Dated March 25, 2024.

By **Wyatt T. Hinson**
Attorney for Carolyn Condrey Bolin and Rita Condrey Hughes
State Bar No.: 241214667

NOTICE TO CREDITORS

Notice is given that original Letters of Independent Administration for the Estate of **Michael Lee Slaughter** were issued on April 2, 2024, in Cause No. PR-06-24, pending in the County Court of Franklin County, Texas, to Larry Wayne Slaughter. All persons having claims against the estate, which is presently being administered, are required to submit them, within the time and manner prescribed by law, and before the estate is closed, addressed as follows:

Estate of Michael Lee Slaughter
c/o Wyatt T. Hinson
Attorney at Law
3111 E 16th Street
Mt. Pleasant, TX 75455
Dated April 2, 2024.

By **Wyatt T. Hinson**
Attorney for Larry Wayne Slaughter
State Bar No.: 241216667

NOTICE TO CREDITORS

Notice is hereby given that original Letters of Administration for the Estate of **Mikal Don Amick**, Deceased, were issued on March 20, 2024, in Cause No. P06767, pending in the County Court of Titus County, Texas, to: Mikal Lynn Amick

All persons having claims against this Estate which is currently being administered are required to present them to the undersigned within the time and in the manner prescribed by law.

c/o: John Mark Cobern
Attorney at Law
The Cobern Law Firm
www.cobernlaw.com
P.O. Box 2189
405 West Third Street, Suite B
Mt. Pleasant, Texas 75456

DATED the 25 day of March, 2024.

John Mark Cobern
Attorney for Mikal Lynn Amick
State Bar No.: 24027935
The Cobern Law Firm

NOTICE TO CREDITORS

Notice is hereby given that original Letters of Testamentary for the Estate of **JOSEPH ROBERT WALLACE**, Deceased, were issued on March 25, 2024, under Docket No. P06772, pending in the County Court of Titus County, Texas, to: Rose Marie Stierwalt

Claims may be presented in care of the attorney for the Estate addressed as follows:

Representative,
Estate of Joseph Robert Wallace, Deceased
c/o Ramsey R. Strubbe
114 College Street
Pittsburg, Texas 75666

All persons having claims against this Estate which is currently being administered are required to present them within the time and in the manner prescribed by law.

DATED this 26th day of March, 2024.

By: **Rose Marie Stierwalt**
RAMSEY R. STRUBBE
Attorney for Applicant
State Bar No. 24060677
114 College Street
Pittsburg, Texas 75666
903-856-4615
Fax No. 903-856-7234

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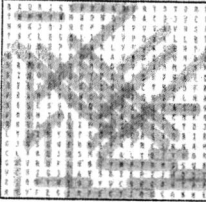
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LoboMineralsLLC@gmail.com



SCHEDULE 2

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

None.

AGENDA ITEM: **ADOPTION OF AN ORDER WITH RESPECT TO REPUBLIC SERVICES, INC. PROJECT AND AUTHORIZING THE COUNTY JUDGE TO EXECUTE CERTIFICATES APPROVING THE ORDER AND PUBLIC HEARING**

COMMISSIONERS COURT ACTION REQUESTED

It is requested that the Commissioners Court approve the “Order with Respect to Republic Services, Inc. Project” which authorizes the County Judge to execute certificates approving the Order and public hearing.

BACKGROUND

Republic Services, Inc. (“Republic Services”) has requested the MEDC issue \$50,000,000 of new bonds (the “New Money Bonds”) in 2024 as part of a plan of finance to issue up to \$133,000,000 in bonds for capital improvements at eight (8) of their facilities in Texas over the next three years including their facility in the Titus County. Republic Services has received \$50,000,000 in 2024 bond allocation from the Texas Bond Review Board.

The Order relates to approvals required for the proposed issuance by the MEDC of its Solid Waste Disposal Revenue Bonds (Republic Services, Inc. Project) (the “Bonds”). At the request of Republic Services, the MEDC proposes to issue Bonds and loan the proceeds thereof to Republic Services to provide funds to finance and/or refinance the costs of improvements to certain solid waste disposal facilities, including their facility located in Titus County.

In order to permit Republic Services to use proceeds of tax-exempt Bonds for the solid waste disposal facilities located in Titus County, approval of the Commissioners Court is required: (i) under Texas law (for the MEDC Issuer’s Bonds) pursuant to the Development Corporation Act, Local Government Code, Chapter 501, as amended and (ii) under federal tax law a public hearing must be held pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended. This is similar to the Commissioners Court approval in 2020 for Republic Services.

FISCAL IMPACT

Approval of this Order in no way imposes any payment or obligation on Titus County in connection with the financing. Under no circumstances shall the County have any liability, financial obligation or responsibility of any kind with respect to the payment of the bonds issued for the local portion of the Project.

DISPOSITION BY COMMISSIONERS COURT

APPROVED OTHER (Describe) _____

SUBMITTED BY: _____ PREPARED BY: _____