

November 1, 2016  
Green River, WY

The Board of County Commissioners met this day at 8:30 a.m. in Regular Session with all commissioners present. The meeting opened with the Pledge of Allegiance.

**Approval of Agenda**

*Commissioner West moved to approve the agenda. Commissioner Wendling seconded the motion. The motion carried.*

**Approval of Minutes: October 18, 2016**

*Commissioner Kolb moved to approve the minutes dated October 18, 2016. Commissioner Van Matre seconded the motion. The motion carried.*

**Acceptance of Bills**

**Approval of County Vouchers/Warrants, and Bonds**

*Commissioner Wendling moved to approve the county vouchers/warrants. Commissioner Van Matre seconded the motion. The motion carried with Commissioner Kolb recusing himself. Commissioner Wendling moved to approve the acceptance of the bonds. Commissioner West seconded the motion. The motion carried.*

WARRANT NO.s	PAYEE	DESCRIPTION	AMOUNT
71605 & ADVICE	EMPLOYEES AND PAYROLL VENDORS	PAYROLL RUN	1,072.84
18693	OPTUM BANK 76411492	CONTRIBUTIONS	355.88
71606	CHEMICAL TESTING PROGRAM	KITS	199.00
71607	DEPARTMENT OF TRANSPORTATION	PLATE	5.00
71608	GROATHOUSE CONSTRUCTION, INC	CONSTRUCTION	744,989.00
71609	HOME DEPOT CREDIT SERVICES	SUPPLIES	685.71
71610	PAYMENT REMITTANCE CENTER - 3009	SUPPLIES/SHOVELS	172.31
71611	PAYMENT REMITTANCE CENTER - 7860	LODGING/CLASSES/REGISTRATION/ SUPPLIES/DUES	3,571.73
71612	PAYMENT REMITTANCE CENTER - 2452	MEALS	353.48
71613	PAYMENT REMITTANCE CENTER - 4720	MEALS	252.25
71614	PAYMENT REMITTANCE CENTER - 2486	MEALS	59.03
71615	PAYMENT REMITTANCE CENTER - 2478	MEALS	62.25
71616	PAYMENT REMITTANCE CENTER - 2460	MEALS	238.76
71617	PAYMENT REMITTANCE CENTER - 3065	MEALS	332.88
71618	QUESTAR GAS	UTILITIES	4,033.08
71619	ROCKY MTN POWER	UTILITIES	6,578.26
71620	UNION TELEPHONE COMPANY INC	PHONES	207.48
71621	UNION TELEPHONE COMPANY INC	PHONES/AIRCARDS/EQUIPMENT	2,774.41
71622	VERIZON WIRELESS	PHONES/AIRCARDS/EQUIPMENT	3,976.46
71623	WALMART COMMUNITY/RFCSELLC- PURCHASING	SUPPLIES	10.02
71624	WALMART COMMUNITY/RFCSELLC-FAC	SUPPLIES	9.96
71625	WEX BANK	FUEL	4,131.05
71626	AMAZON	OFFICE SUPPLIES/SUPPLIES/EQUIPMENT	1,396.24
71627	CENTURYLINK	PHONE	27.05
71628	CENTURYLINK	PHONE BILL	256.49
71629	DIRECTV	TV'S	74.99
71630	QUESTAR GAS	UTILITIES	1,787.26
71631	ROCKY MTN POWER	UTILITIES	9,177.00
71632	VERIZON WIRELESS	BROADBAND	423.20
71633	VONAGE BUSINESS INC	PHONE BILL	2,423.78
71634	AARMS	SUBSCRIPTION	530.00
71635	ACE HARDWARE	SUPPLIES	215.66
71636	ACE HARDWARE #11263-C	SUPPLIES	67.95
71637	AIRGAS USA LLC	SUPPLIES	25.41
71638	ALPHA PETROLEUM SERVICE INC	SERVICES	2,480.00
71639	ALPINE PURE WATER	RENTAL/WATER	126.00
71640	AUTOSPA INC	CLEANING	14.15
71641	BEST WESTERN - RAMKOTA HOTEL CASPER	LODGING	249.00
71642	BI	MONITORING	142.80
71643	BOOKCLIFF SALES INC	PARTS/SUPPLIES	142.16
71644	CARQUEST AUTO PARTS	PARTS	45.39
71645	CDW GOVERNMENT	TONER	488.92
71646	CIGNA	PREMIUMS	21,870.33
71647	CITY OF ROCK SPRINGS	BILLING	12,715.83
71648	CITY OF ROCK SPRINGS	RENT	1,218.92
71649	COMMUNICATION TECHNOLOGIES INC	RENT/SUPPLIES	863.96
71650	COPIER & SUPPLY CO INC	CONTRACTS	1,766.30
71651	DELL MARKETING L P	EQUIPMENT	106,181.48
71652	DELTA DENTAL	FEES	2,023.00
71653	ELECTION SYSTEMS & SOFTWARE INC	CARDS	913.77
71654	EMPLOYERS COUNCIL SERVICES INC	PRE-EMPLOYMENT	45.00
71655	F B MCFADDEN WHOLESALE COMPANY	SUPPLIES	432.28
71656	F B MCFADDEN WHOLESALE COMPANY	COMMISSARY/INMATE FOOD	5,527.09

71657	G & K SERVICES	SERVICES	288.28
71658	GOLDEN HOUR SENIOR CENTER INC	BUDGET ALLOCATION	20,250.00
71659	GRAINGER	SUPPLIES	799.50
71660	GREEN RIVER STAR	AD/SUBSCRIPTION	296.00
71661	HOMAX OIL SALES INC	FUEL/OIL	2,422.40
71662	HORIZON LABORATORY LLC	TOXICOLOGY	841.50
71663	IBS INCORPORATED	SUPPLIES	83.02
71664	IDENTISYS INC	SUPPLIES	124.74
71665	INBERG-MILLER ENGINEERS	SPEED STUDIES	1,246.90
71666	INDUSTRIAL HOIST AND CRANE	INSPECTION	171.38
71667	INDUSTRIAL SUPPLY	VESTS	135.00
71668	INFOGROUP	DIRECTORIES	1,525.00
71669	JACK'S TRUCK & EQUIPMENT	PARTS	41.64
71670	JFC ENGINEERS & SURVEYORS	TESTING	948.00
71671	LEVIN STRATEGIC RESOURCES LLC	SPONSORSHIP	232.55
71672	LEXISNEXIS RISK SOLUTIONS	SUBSCRIPTION	305.96
71673	MACY'S TRUCK REPAIR INC	PARTS/REPAIRS	1,043.81
71674	MATHEY LAW OFFICE - ASSIGNOR	FEES	1,910.00
71675	MATTHEW BENDER & CO INC	BOOKS	126.43
71676	MCKEE FOODS CORPORATION	INMATE FOOD	815.36
71677	MEADOW GOLD DAIRIES SLC	INMATE FOOD	1,502.35
71678	MEDICAL PRODUCTS LTD INC	SUPPLIES	949.84
71679	MEMORIAL HOSPITAL OF SWEETWATER CO	INMATE MEDICAL	2,733.00
71680	MOORE MEDICAL, LLC	SUPPLIES	617.38
71681	MOUNTAIN WEST BUSINESS SOLUTIONS	CONTRACT	15.00
71682	NICHOLAS & COMPANY	INMATE FOOD	2,288.21
71683	NUTECH SPECIALTIES INC	SUPPLIES	313.55
71684	OCEGUERA ALVAREZ, MIREYA YASMIN	TRANSLATION	50.00
71685	LAW OFFICE OF BOBBY W PINEDA	FEES	740.00
71686	PLAINS TIRE CO	TIRES	1,096.40
71687	PM AUTOGLASS INC	REPAIRS	193.00
71688	PROFESSIONAL SYSTEMS TECHNOLOGY INC	REPAIRS	593.75
71689	PTS OF AMERICA LLC	EXTRADITION	1,531.80
71690	ROCK SPRINGS CHAMBER OF COMMERCE	ADVERTISING/FEES	3,620.00
71691	ROCK SPRINGS NEWSPAPERS INC	ADS	5,714.94
71692	ROCKY MOUNTAIN SERVICE BUREAU INC	COMMISSION	239.74
71693	S & L INDUSTRIAL	STRIPING	188,271.77
71694	SECRETARY OF STATE	FEES	30.00
71695	SHADOW MOUNTAIN WATER OF WYOMING INC	RENTAL	27.00
71696	SHOPKO HOMETOWN - PHARMACY	INMATE PRESCRIPTIONS	3,392.37
71697	SKAGGS COMPANIES INC	UNIFORMS/EMBROIDERY	1,002.73
71698	SLAUGHTER, ROBERT D	MILEAGE	87.48
71699	SMYTH PRINTING INC	SUPPLIES	6,783.12
71700	SNAP-ON CREDIT LLC	SUBSCRIPTION	108.25
71701	SOLARWINDS INC	MAINTENANCE	102.00
71702	SOURCE OFFICE & TECHNOLOGY	OFFICE SUPPLIES	87.77
71703	SPECIALIZED PATHOLOGY CONSULTANTS	AUTOPSIES	3,495.00
71704	STAPLES ADVANTAGE - DEPT LA	OFFICE SUPPLIES	187.63
71705	SWCO CONSERVATION DISTRICT	BUDGET ALLOCATION	25,832.36
71706	SWEETWATER COUNTY INSURANCE	PREMIUMS/BENEFITS/CLAIMS	358,033.61
71707	SWEETWATER TRANSIT AUTHORITY	BUDGET ALLOCATION	29,497.50
71708	SWEETWATER TROPHIES	SHIPPING	85.99
71709	SWISHER	SUPPLIES	472.13
71710	THE TIRE DEN INC	REPAIRS/TIRES	1,011.95
71711	THE UPS STORE - #3042	SHIPPING	31.33
71712	TRUSTED NETWORK SOLUTIONS INC	INSTALLATION	2,000.00
71713	U S FOODS INC	INMATE FOOD	2,777.74
71714	UMR INC	FEES	11,638.70
71715	UNION PACIFIC RAILROAD COMPANY	RENT	2,884.00
71716	UNITED HEALTHCARE INSURANCE COMPANY	FEES	16,515.84
71717	UNITED SITE SERVICES	RESTROOM	192.00
71718	VAN MATRE, DON	MEALS/MILEAGE	451.40
71719	VENTURE TECHNOLOGIES	SERVICE	416.25
71720	VIRS	BUDGET ALLOCATION	26,246.38
71721	VISION SERVICE PLAN	PREMIUMS	7,574.17
71722	WATCH SYSTEMS LLC	MAILINGS	218.55
71723	WESTERN RELIEF LLC	RESTROOMS	228.00
71724	WESTERN WYOMING FAMILY HEALTH	BUDGET ALLOCATION	2,870.28
71725	WORKFORCEQA LLC	TESTING	200.00
71726	WYOMING CLERKS DISTRICT COURT ASSN	DUES	125.00
71727	WYOMING LAW ENFORCEMENT ACADEMY	TRAINING	455.00
71728	WYOMING MACHINERY COMPANY	PARTS/REPAIRS	907.95
71729	WYOMING SHERIFF'S ASSOCIATION	DUES/FEES	587.00
71730	WYOMING WORK WAREHOUSE	SUPPLIES	99.99
71731	YOUNG AT HEART CENTER	BUDGET ALLOCATION	23,223.14
71732	YOUTH HOME INC	BUDGET ALLOCATION	15,075.00

GRAND TOTAL: 1,736,755.06

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The following bonds were placed on file:

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**Commissioner Comments/Reports****Chairman Johnson**

Chairman Johnson read aloud the facility report received from Facilities Manager Chuck Radosevich. Chairman Johnson reported that he, along with Public Lands Specialist Mark Kot, attended the Rock Springs RMP meeting. Chairman Johnson further reported that he, along with Commissioner Kolb, met with Hospital Board Sub-Committee members Richard Mathey and Joe Manatos to address diverse interpretations of Wyoming Statutes applicable to Memorial Hospital.

**Commissioner Van Matre**

Commissioner Van Matre reported on the meetings he attended including the Meet and Greet at the Golden Hour Senior Center and the two County Commissioner Forums. Commissioner Van Matre noted that he visited with County Treasurer Robb Slaughter.

**Commissioner West**

Commissioner West reported that he, along with Commissioner Kolb, attended a meeting called by Judge James relative to Title 25. Commissioner West further reported on meetings he attended for the Fair Board, and the Southwest Counseling Board. Commissioner West reported that he, along with Commissioner Wendling and Representative Don Hartley, attended a meeting for Communities Protecting the Green where General Manager of the Colorado River Conservation District Eric Kuhn addressed the study to determine the risk to current users of additional diversions from the Colorado/Green River System.

**Commissioner Kolb**

Commissioner Kolb reported that he, along with Chairman Johnson met with Hospital Board Sub-Committee members Richard Mathey and Joe Manatos to address diverse interpretations of Wyoming Statutes applicable to Memorial Hospital. Commissioner Kolb reported that he attended the County Commissioners debate at the White Mountain Library. Commissioner Kolb reported that he, along with Commissioner West, attended a meeting called by Judge James relative to Title 25. Commissioner Kolb further reported that he attended a Memorial Hospital Foundation Board meeting in regards to a recent impact study and took a tour of the new stall project at the Fairgrounds. Commissioner Kolb noted that he spoke with County Attorney Danny Erramouspe, Land Use Director Eric Bingham, Grants Manager Krisena Marchal and Human Resource Director Garry McLean. Lastly, Commissioner Kolb expressed his displeasure with a comment made by one of the radio personalities that he was on his smart phone during a meeting. Commissioner Kolb reiterated that he can multi-task and, more specifically, was reviewing documents on his phone pertaining to the meeting.

**Commissioner Wendling**

Commissioner Wendling reported on the meetings he attended including the Rock Springs City Council, the Rock Springs Resource Management Plan, the Sweetwater Economic Development Coalition, the Sweetwater County Commissioner Forum, the Rock Springs Young at Heart Board, and the Joint Communications Board meeting. Commissioner Wendling reported that he, along with Commissioner West, Public Lands Specialist Mark Kot, and Communities Protecting the Green River representative Don Hartley attended a presentation at the Joint Water Powers building by the General Manager of the Colorado River Conservation District Eric Kuhn who addressed the risk study to determine the risk to current users of additional diversions from the Colorado/Green River System. Commissioner Wendling noted that he listened in on a conference call with the WCCA (Wyoming County Commissioners Association) and the BLM quarterly meeting. Commissioner Wendling met with the BLM in regards to County Road Right of Way renewal as well as the Sage Grouse Focal area. Lastly, Commissioner Wendling reported that he sat in on the WPLI (Wyoming Public Lands Initiative) Commissioner Roundtable Conference Call.

**Break**

Chairman Johnson called for a break.

After coming back from break, Commissioner West explained that Events Complex Director Larry Lloyd requested a letter of support for an appointment to the Wyoming Tourism Board for District 4. ***Commissioner West moved to send a letter of support to the Governor in him appointing Larry Lloyd to the Wyoming State Tourism Board and authorize the Chairman to sign. Commissioner Van Matre seconded the motion.*** Following discussion, ***Commissioner Kolb moved to amend the motion to have all commissioners sign the letter of support. Commissioner West seconded the motion.*** Following discussion, both motions carried.

**County Resident Concerns**

Chairman Johnson opened county resident concerns. Hearing no comments, the county resident concerns comment period was closed.

**Action/Presentation Items****Inventorizing Lands with Wilderness Characteristics in the BLM Rock Springs Planning Area**

BLM Wild Lands Community Organizer Shaleas Harrison provided a PowerPoint Presentation and requested two letters of support, one to release preliminary management alternatives for the Rock Springs RMP and the second regarding field tour to citizen-proposed lands with wilderness characteristics. Following discussion, the commission expressed their appreciation for Ms. Harrison's presentation.

**Letter of Support by the County Commissioners to Southwest Counseling Service for Gatekeeping in SWCO in Southwest**

Southwest Counseling Director Linda Acker and Outpatient Manager Mike Bauer requested a letter of support to complete an application for funding to develop and implement gatekeeping in relationship to Title 25. Following discussion, Chairman Johnson entertained a motion to approve the letter of support for the gatekeeping application for Southwest Counseling to be designated as the gatekeeper for the Title 25 process and authorize the Chairman to sign. ***Commissioner West so moved. Commissioner Kolb seconded the motion.*** The motion carried.

**Request Adoption of Bond Resolution to Refund Certain Tax Exempt Bonds and Approval of Related Documents**

Ryan Bjerke from the law firm of Chapman and Cutler LLP, representing FMC, presented Resolution 16-11-CC-01. Following discussion, Chairman Johnson entertained a motion to approve Resolution 16-11-CC-01. *Commissioner Kolb so moved. Commissioner Wendling seconded the motion.* Following further discussion, the motion carried.

**RESOLUTION No. 16-11-CC-01**

**RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF \$90,000,000 SOLID WASTE DISPOSAL REFUNDING REVENUE BONDS (FMC CORPORATION PROJECT) SERIES 2016 OF SWEETWATER COUNTY, WYOMING, TO REFUND REFUNDING REVENUE BONDS PREVIOUSLY ISSUED TO REFUND BONDS ISSUED TO FINANCE COSTS OF CERTAIN SOLID WASTE DISPOSAL FACILITIES FOR FMC CORPORATION; AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDENTURE OF TRUST FROM SAID COUNTY TO THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., AS TRUSTEE, WITH RESPECT TO SAID BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT BETWEEN SAID COMPANY AND SAID COUNTY PROVIDING FOR THE REPAYMENT OF THE LOAN OF THE PROCEEDS OF SAID BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT AMONG SAID COUNTY, SAID COMPANY AND MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED, AS THE UNDERWRITER OF SAID BONDS; AND RELATED MATTERS.**

WHEREAS, Sweetwater County, Wyoming (the "County"), is authorized pursuant to the provisions of Sections 15-1-701 to 15-1-710, inclusive, Wyoming Statutes, 1977, as amended (the "Act"), to issue revenue bonds to defray the cost of acquiring or improving any land, building, pollution control facility, including solid waste disposal facilities, or other improvement and all necessary and appurtenant real and personal properties, whether or not in existence, suitable for manufacturing, industrial, commercial or business enterprises, and to refund the same; and

WHEREAS, pursuant to and in accordance with the provisions of the Act, the County has heretofore issued its \$90,000,000 Solid Waste Disposal Refunding Revenue Bonds (FMC Corporation Project) Series 2005 (the "Prior Bonds") in order to refund certain bonds previously issued by the County to finance the costs of acquiring, improving, constructing and installing certain facilities for the disposal of solid wastes (the "Project") at the trona mining and soda ash manufacturing facilities previously owned by FMC Corporation, a Delaware corporation (the "Company") and now owned by Tronox US Holdings Inc. and operated by Tronox Alkali Wyoming Corporation, a subsidiary of Tronox US Holdings Inc., each a Delaware corporation (together, the "Owner/Operator"), located in the County; and

WHEREAS, the Company completed the acquisition, construction and installation of the Project prior to the sale of the Project to the Owner/Operator; and

WHEREAS, the County has determined that it is in the public interest to issue its \$90,000,000 Solid Waste Disposal Refunding Revenue Bonds (FMC Corporation Project) Series 2016 (the "Bonds"), pursuant to and in accordance with the provisions of the Act, in order to refund the Prior Bonds; and

WHEREAS, this Board of County Commissioners deems it necessary and desirable to authorize the issuance and sale of the Bonds; and

WHEREAS, the proceeds of the Bonds will be loaned to the Company for the purpose described above pursuant to a Loan Agreement, to be dated as of November 1, 2016 (the "Loan Agreement"), by and between the Company and the County, whereby the Company will covenant and agree (i) to make payments sufficient to provide for the payment of the principal of and interest and premium, if any, on the Bonds, as when the same become due and payable, and (ii) to make such other payments and satisfy such other obligations as may be required by the Act or the Loan Agreement; and

WHEREAS, the Bonds will be issued under and pursuant to, and are to be secured by, an Indenture of Trust, to be dated as of November 1, 2016 (the "Indenture"), by and between the County and The Bank of New York Mellon Trust Company, N.A., as Trustee (the "Trustee"), by which the County will, among other things, pledge to the Trustee as security for the Bonds all of its rights and interests in the Loan Agreement except for certain reserved rights; and

WHEREAS, it is proposed that the Bonds will be sold by the County to Merrill Lynch, Pierce, Fenner & Smith Incorporated (the "Underwriter"), pursuant to a Bond Purchase Agreement (the "Bond Purchase Agreement") among the County, the Company and the Underwriter; and

WHEREAS, it is necessary for the County, the Trustee and the Company to enter into a Tax Exemption Certificate and Agreement (the “*Tax Agreement*”), to be dated the date of the issuance and delivery of the Bonds, in order to implement certain procedures with respect to the tax-exempt status of interest on the Bonds; and

WHEREAS, it will be necessary for the Underwriter to distribute a Preliminary Official Statement (the “*Preliminary Official Statement*”) and a final Official Statement (the “*Official Statement*”) in connection with the offering and sale of the Bonds; and

WHEREAS, it is necessary that certain other instruments be executed and certain other actions be taken in connection therewith; and

WHEREAS, the County has caused to be prepared and presented to this meeting proposed forms of the Indenture, the Loan Agreement, the Bond Purchase Agreement, the Tax Agreement, the Preliminary Official Statement and the Bonds:

NOW, THEREFORE, Be It Resolved by the Board of County Commissioners of Sweetwater County, Wyoming, as follows:

*Section 1.* That pursuant to the provisions of the Act, and particularly pursuant to the provisions of Section 15-1-710(b)(ii) thereof, it is hereby found, determined and declared as follows:

(a) It is deemed desirable and in the best interests of the County for the purpose of reducing, preventing, abating and eliminating pollution in the County in order to facilitate and promote the protection of the natural environment of the County that the County issue the Bonds to refund the Prior Bonds which were issued for the purpose of providing funds to refund bonds issued to finance the costs of acquiring, improving, constructing and installing the Project, it having been and being hereby determined that the Project will assist in reducing, preventing, abating or eliminating pollution in the County and will facilitate and promote the protection of the natural environment of the County.

(b) The amount necessary to pay the principal and interest on the Bonds is set forth in the Loan Agreement as a formula.

(c) The payments to be received by the County pursuant to the Loan Agreement, and assigned to the Trustee under the Indenture, are designed to be sufficient to pay the principal of and premium, if any, and interest on the Bonds proposed to be issued by the County.

(d) It is not necessary to establish a reserve fund for the retirement of any of the Bonds or the maintenance of the Project or to determine the estimated cost of maintaining the Project in good repair and keeping it properly insured since the Owner/Operator is responsible for such costs, and the Project and any revenues therefrom are not pledged as security for the Bonds and furthermore as under the terms of the Loan Agreement the Company is obligated to make payments fully sufficient to pay the principal of, premium, if any, and interest on the Bonds.

(e) It is not necessary for the Loan Agreement to require that the Company pay any charge or fee in lieu of ad valorem taxes, because the Project will not be exempt from ad valorem taxes, with the Owner/Operator being responsible for ad valorem taxes and, furthermore, the Project and any revenues therefrom are not pledged as security for the Bonds.

(f) The Loan Agreement requires that the proceeds of the Bonds be used to refund the Prior Bonds and further requires the Company to pay the County amounts sufficient: (i) to pay, when due, the principal of, premium, if any, and interest on the Bonds, and to pay any other expenses incurred by the County in connection therewith, and (ii) to build up and maintain any reserves deemed by this Board to be necessary and advisable in connection therewith, it being determined that no such payments are necessary and advisable; it being further determined that it is not necessary to include provisions in the Loan Agreement relating to payment of taxes on the Project or maintenance and insurance of the Project since the Owner/Operator is responsible for such items and the Project and any revenues therefrom are not pledged as security for the Bonds.

*Section 2.* That, in order to refund the Prior Bonds, the Bonds be and the same are hereby authorized and ordered to be issued at an interest rate not to exceed six percent (6%) per annum, with a maturity date not later than December 1, 2035, which interest rate and maturity date shall be determined on or prior to the issuance and delivery of the Bonds and shall be approved by the Chairman of the Board of County Commissioners (the “*Chairman*”) (his execution of the Bond Purchase Agreement to constitute conclusive evidence of such approval), and in the aggregate principal amount of \$90,000,000 pursuant to the Indenture, such Bonds to be in substantially the form submitted to this meeting, to be dated the date of issuance and delivery thereof, to be executed in the manner, to be in such denominations and tenor, in fully registered form, payable at the places, may be subject to redemption (including optional redemption at a redemption price or redemption prices not in excess of 102% of the principal amount redeemed plus accrued interest, if any, to the redemption date) and containing substantially the terms and provisions set forth therein and in the Indenture, and the forms, terms and provisions of the Bonds and the Indenture are hereby approved, and the Chairman and the County Clerk of the County (the “*County Clerk*”) are hereby authorized and directed to execute, attest, seal and deliver the Indenture, with

such changes therein as shall be approved by the Chairman (his execution thereof to constitute conclusive evidence of such approval), and the Chairman and the County Clerk are hereby authorized and directed to execute, attest, seal and deliver the Bonds as provided in the Indenture, with such changes therein as shall be approved by the Chairman (his execution thereof to constitute conclusive evidence of such approval), including the use of facsimile signatures on the Bonds, which Bonds shall not constitute nor give rise to a pecuniary liability of the County or a charge against the general credit or taxing powers. In accordance with Section 15-1-703(b) of the Act, it is hereby deemed that the foregoing form, terms and provisions of the Bonds are in the best interest of the County. If any of the officers who shall have signed or sealed any of the Bonds shall cease to be such officers of the County before the Bonds so signed and sealed shall have been actually authenticated by the Trustee or delivered by the County, such Bonds nevertheless may be authenticated, issued and delivered with the same force and effect as though the person or persons who signed or sealed such Bonds had not ceased to be such officer or officers of the County, and also any such Bonds may be signed and sealed on behalf of the County by those persons who, at the actual date of the execution of such Bonds, shall be the proper officers of the County, although at the nominal date of such Bonds any such person shall not have been such officer of the County.

*Section 3.* That the County lend the proceeds of the Bonds to the Company to refund the Prior Bonds pursuant to the Loan Agreement in substantially the form submitted to this meeting and containing substantially the terms and provision set forth therein, and the form, terms and provisions of the Loan Agreement are hereby approved, and the Chairman and the County Clerk are hereby authorized and directed to execute, attest, seal and deliver the Loan Agreement, with such changes therein as shall be approved by the Chairman (his execution thereof to constitute conclusive evidence of such approval).

*Section 4.* That the sale of the Bonds to the Underwriter at a purchase price of 100% of the principal amount thereof, there being no accrued interest, with the Underwriter's fee to be paid by the Company, pursuant to the Bond Purchase Agreement, in substantially the form submitted to this meeting and containing substantially the terms and provisions set forth therein, is hereby authorized and approved, and the form, terms and provisions of the Bond Purchase Agreement are hereby approved, and the Chairman is hereby authorized and directed to execute and deliver the Bond Purchase Agreement, with such changes therein as shall be approved by the Chairman (his execution thereof to constitute conclusive evidence of such approval).

*Section 5.* That the form, terms and provisions of the Tax Agreement, in substantially the form submitted to this meeting and containing substantially the terms and provisions set forth therein, are hereby authorized and approved and the Chairman is hereby authorized and directed to execute and deliver the Tax Agreement, with such changes therein as shall be approved by the Chairman (his execution thereof to constitute conclusive evidence of such approval).

*Section 6.* That the use by the Underwriter of the Preliminary Official Statement, in substantially the form presented at this meeting, is hereby ratified and approved, and the use by the Underwriter of the final Official Statement, in substantially the form of the Preliminary Official Statement, is hereby authorized and approved, with such changes therein as shall be approved by the Chairman; *provided*, that this authorization does not extend to the information contained in or incorporated by reference in Appendix A to said Preliminary Official Statement or in Appendix A to said Official Statement, but nothing herein shall be construed as prohibiting the Underwriter from including such information in each said Appendix A pursuant to authorization from the Company.

*Section 7.* That the Chairman and the County Clerk are each hereby authorized and directed to execute, attest, seal and deliver any and all documents, including without limitation an Information Return for Private Activity Bond Issues (Form 8038) to be filed with the Internal Revenue Service, Uniform Commercial Code Financing Statements and escrow agreements related to the defeasance of the Prior Bonds if deemed desirable by the Company, and do any things deemed necessary or advisable to effect the issuance and delivery of the Bonds and the execution and delivery of the Loan Agreement, the Indenture, the Bond Purchase Agreement, the Tax Agreement and the Official Statement and to carry out the intent and purpose of this Resolution, including the preambles hereto.

*Section 8.* That the determinations of the County with respect to the Bonds of the matters set forth in Section 16-5-502, Wyoming Statutes, 1977, as amended, shall be as set forth herein and in the Indenture.

*Section 9.* The appointment and designation of The Bank of New York Mellon Trust Company, N.A., as Trustee, with respect to the Bonds as provided in the Indenture, is hereby approved.

*Section 10.* That the forms of Indenture, the Loan Agreement, the Tax Agreement, the Bond Purchase Agreement and the Preliminary Official Statement authorized by this Resolution are on file in the office of the County Clerk for public inspection.

*Section 11.* That this Resolution and the entire proceedings had in its adoption shall forthwith be published in the *Rock Springs Daily Rocket-Miner*, a newspaper published in Rock Springs, Wyoming, and of general circulation in Sweetwater County, Wyoming.

*Section 12.* That the provisions of this Resolution are hereby declared to be separable and if any section, phrase or provision shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions.

*Section 13.* That all resolutions or parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

*Section 14.* Immediately after its adoption, this Resolution shall be signed by the Chairman and the County Clerk, shall be recorded in a book kept for that purpose and shall take immediate effect.

Passed and approved November 1, 2016.

THE BOARD OF COUNTY COMMISSIONERS  
OF SWEETWATER COUNTY, WYOMING

\_\_\_\_\_  
Wally J. Johnson, Chairman

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John K. Kolb, Member

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Don Van Matre, Member

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Randal M. Wendling, Member

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Reid O. West, Member

ATTEST:

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Steven Dale Davis, County Clerk

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**Vehicle Transfer/Exchange**

Purchasing Manager Marty Dernovich presented two vehicle transfer requests. The first request was to transfer a 2004 Chevrolet Malibu from the County Attorney's Office to the Pool/GR/VSO. The second request was to transfer a 2007 Jeep from the Facilities Department to the County Attorney's Office. Following discussion, Chairman Johnson entertained a motion to accept the recommendation from staff to transfer the vehicles involved. ***Commissioner Kolb so moved. Commissioner Van Matre seconded the motion.*** The motion carried.

**Break**

Chairman Johnson called for a break.

**Acceptance of 2016-2017 MOA with the City of Rock Springs for the DSP Program**

DSP Program Coordinator/Caseworker Kimmie Diehl Rouse and Juvenile Probation Director Karin Kelly presented the MOA between the City of Rock Springs and Sweetwater County for the DSP Program. Following discussion, Chairman Johnson entertained a motion to approve the Memorandum of Understanding. ***Commissioner Wendling so moved. Commissioner Van Matre seconded the motion.*** The motion carried.

**Approval of the Amendment to the Volunteers of America Northern Rockies 2014/2015 Subaward Grant Agreement**

Grants Manager Krisena Marchal and Juvenile Probation Director Karin Kelly presented the amendment to the Volunteers of America Northern Rockies 2014-2015 Subaward Grant Agreement. ***Commissioner West moved to approve, and authorize the Chairman to sign, the Amendment to the Volunteers of America Northern Rockies 2014/2015 Subaward Grant Agreement. Commissioner Kolb seconded the motion.*** The motion carried.

**Approval of the FY 2017 Selective Traffic Enforcement Grant Agreement**

Grants Manager Krisena Marchal and Sheriff Lowell presented the Fiscal Year 2017 Selective Traffic Enforcement Grant Agreement. Following discussion, Chairman Johnson entertained a motion to approve. ***Commissioner Wendling moved to***

*approve, and authorize the Chairman to sign, the Fiscal Year 2017 Selective Traffic Enforcement Grant Agreement. Commissioner West seconded the motion.* The motion carried.

**MOU between DCI and the Sweetwater County Sheriff's Office- Livescan Fingerprint Machine**

Sheriff Lowell presented the MOU between DCI and the Sweetwater County Sheriff's Office. Following discussion, Chairman Johnson entertained a motion to approve the MOU between the State of Wyoming, Office of the Attorney General, Division of Criminal Investigation and the Sweetwater County Sheriff's Office for a livescan fingerprint machine. *Commissioner West so moved. Commissioner Van Matre seconded the motion.* The motion carried.

**Request Approval of Health Insurance Plan Summary Plan Description**

Human Resource Manager Garry McLean presented the UMR Health Insurance Summary Plan Description Amendment. Following discussion, Chairman Johnson entertained a motion to accept staff recommendation for the UMR plan summary plan description amendments. *Commissioner West moved to approve and authorize the Chairman to sign. Commissioner Wendling seconded the motion.* The motion carried.

**Other**

The commission addressed the joint press release between the Sweetwater County Board of County Commissioners and the Memorial Hospital of Sweetwater County Board of Trustees regarding the two boards reconciling interpretations of hospital statutes. Chairman Johnson entertained a motion to approve the press release as drafted and proceed accordingly. *Commissioner Kolb moved to approve the wording of the press release. Commissioner Van Matre seconded the motion.* The motion carried.

**Break**

Chairman Johnson called for a break.

**Updates between the SWCO Board of County Commissioners and the Memorial Hospital Board of Trustees**

Memorial Hospital Attorney George Lemich, Board Chairman Joe Manatos, Board Members Grant Christensen, Richard Mathey, Taylor Jones, Artis Kalivas were present and shared that each board unanimously approved the press release regarding the two boards reconciling interpretations of hospital statutes. Each board expressed appreciation for the improved relationship and the opportunity to move forward in working together for the public.

The commission addressed the deed to the women's clinic. Mr. Manatos explained that they will make a motion to deed the property to the county during their regular Board of Trustees meeting tomorrow.

**Executive Session(s)-Personnel/Legal**

Chairman Johnson entertained a motion to enter into executive session for legal and personnel issues. *Commissioner Kolb so moved. Commissioner Wendling seconded the motion.* The motion carried. A quorum of the commission was present.

After coming out of executive session, Chairman Johnson explained that no action was required.

**Adjourn**

There being no further business to come before the Board this day, the meeting was adjourned subject to the call of the Chairman.

This meeting was recorded and is available from the County Clerk's office at the Sweetwater County Courthouse in Green River, Wyoming

THE BOARD OF COUNTY COMMISSIONERS  
OF SWEETWATER COUNTY, WYOMING

\_\_\_\_\_  
Wally J. Johnson, Chairman

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John K. Kolb, Member

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Don Van Matre, Member

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Randal M. Wendling, Member

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Reid O. West, Member

ATTEST:

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Steven Dale Davis, County Clerk

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