Harward, Sonya

From: Webb, Carol <Carol.Webb@DINSMORE.COM>
Sent: Friday, October 14, 2022 9:46 AM
To: 'legals@courier-journal.com'
Cc: Franklin, Mark; Kidwell, Callie; Harward, Sonya; Ferguson, Laura; Herman, Shawna; Ward, Monica
Subject: Masonic - Publication of Notice regarding Adoption of Ordinance - Courier Journal
Attachments: Masonic 2022 - ONB - Bond Ordinance Summary_(25987369)_(5).DOCX

Good morning,

We wish to have the attached Notice regarding Adoption of Ordinance published one time in The Courier-Journal as soon as possible.

Please reply to this email to confirm receipt.

Please send us a proof and cost of the notice prior to publication.

After publication we will need a tearsheet and affidavit.

If you have any questions, please do not hesitate to contact us.

Thank you,

Carol

Dinsmore

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Legal Transactional Assistant to Mark S. Franklin
and Callie A. Kidwell
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DINSMORE & SHOHL LLP
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PHONE (502) 540-2356

October 14, 2022

The Courier-Journal
525 West Broadway
Louisville, Kentucky 30201-7431
(800) 765-4011

legals@courier-journal.com

Ladies and Gentlemen:

We wish to have the enclosed Notice regarding Adoption of Ordinance published as soon as possible in The Courier-Journal. We shall also require an affidavit and tearsheet of the publication of such notice.

You may bill us at the following address: Dinsmore & Shohl LLP
c/o Carol Webb
101 South Fifth Street, Suite 2500
Louisville, Kentucky 40202

Please reference "Masonic 2022A" on your billing statement and acknowledge receipt of this correspondence by replying to this email. Thank you for your assistance in this matter.

Very truly yours,
Dinsmore & Shohl LLP

/s/ Mark S. Franklin

The undersigned acknowledges receipt of the foregoing request for publication as soon as possible of a Notice regarding Adoption of Ordinance.

Dated: ______________________________

THE COURIER-JOURNAL

By: ________________________________

Title: ______________________________

Enclosure

NOTICE REGARDING ADOPTION OF ORDINANCE

The Louisville/Jefferson County Metro Government, Kentucky ("Metro Government"), hereby gives public notice, as provided by KRS 67.077 and KRS 103.210, that at a meeting of the Metro Council held at 601 West Jefferson Street, 3rd Floor, City Hall, Louisville, Kentucky 40202, on October 13, 2022, beginning at 6:00 p.m., local time, an Ordinance identified by its title and summarized as follows was given second reading and adopted by the Metro Council of Metro Government:

> AN ORDINANCE OF THE LOUISVILLE/JEFFERSON COUNTY METRO GOVERNMENT (THE "ISSUER") AUTHORIZING THE ISSUANCE OF REVENUE REFUNDING BONDS, SERIES 2022A (MASONIC HOMES OF KENTUCKY OBLIGATED GROUP) IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED $25,000,000 FOR THE PURPOSES OF (A) REFUNDING EXISTING CREDIT FACILITIES BY AND BETWEEN MASONIC HOMES OF KENTUCKY, INC. (THE "CORPORATION" OR THE "BORROWER") AND CERTAIN AFFILIATES OF THE BORROWER AND OLD NATIONAL BANK F/K/A FIRST MIDWEST BANK, THE PROCEEDS OF WHICH WERE COLLECTIVELY USED TO FINANCE THE COSTS OF A DAY CARE, PRESCHOOL FACILITY, CORPORATE RESOURCES CENTER, SENIOR ADULT ASSISTED LIVING FACILITIES, AND SENIOR ADULT INDEPENDENT LIVING FACILITIES KNOWN AS THE VILLAGES, ALL LOCATED ON THE CAMPUS OF CORPORATION WITHIN THE JURISDICTIONAL BOUNDARIES OF THE ISSUER, AND (B) PAYING COSTS OF ISSUANCE OF THE BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND FINANCING AGREEMENT AND A TAX COMPLIANCE CERTIFICATE AND AGREEMENT; AUTHORIZING AND APPROVING CERTAIN OTHER MATTERS, INCLUDING THE EXECUTION OF RELATED DOCUMENTS, IN CONNECTION WITH THE SALE AND ISSUANCE OF THE BONDS.

The Ordinance authorizes the issuance of the "Louisville/Jefferson County Metro Government, Kentucky, Revenue Refunding Bonds, Series 2022A (Masonic Homes of Kentucky Obligated Group)" (the "Bonds") in an aggregate principal amount not to exceed $25,000,000 and the loan of the proceeds of the Bonds to Masonic Homes of Kentucky, Inc. (the "Corporation") for the purpose of (a) refunding existing credit facilities by and between the Corporation and certain affiliates of the Corporation and Old National Bank f/k/a First Midwest Bank, the proceeds of which were collectively used to finance the costs of a day care, preschool facility, corporate resources center, senior adult assisted living facilities, and senior adult independent living facilities known as the Villages, all located on the campus of the Corporation in St. Matthews, Kentucky; and (b) paying costs of issuance of the Bonds.

The Bonds will be issued pursuant to a Bond Financing Agreement (the "Bond Financing Agreement") by and among Metro Government, the Corporation, and Old National Bank. The

Ordinance authorizes and approves the execution and delivery of the Bond Financing Agreement and various related documents.

Pursuant to the Act, the Bonds constitute special and limited obligations of Metro Government payable solely and only from payments made by (i) the Corporation under the Bond Financing Agreement and (ii) the obligations of an obligated group established pursuant to an Amended and Restated Master Trust Indenture dated as of September 1, 2017, by and among the Corporation, Masonic Home Independent Living II, Inc., Masonic Homes of Kentucky Pediatric Daycare, Inc., Masonic Retirement Village of Taylor Mill, Inc., Masonic Homes Properties, LLC,, and Wells Fargo Bank, as master trustee thereunder, and the Bonds will not constitute a debt or pecuniary obligation of Metro Government or be payable from any Metro Government funds or assets whatsoever.

The Ordinance authorizes the Mayor and other officials of Metro Government to take any other necessary actions and to execute on behalf of Metro Government any necessary or appropriate documents in order to issue and deliver the Bonds.

The full text of the Ordinance and related documents described above are on file in the office of the undersigned Metro Council Clerk, 601 West Jefferson Street, Louisville, Kentucky 40202, where it will be available for public inspection between the hours of 9:00 a.m. and 4:30 p.m., Monday through Friday.

CERTIFICATION

I, the undersigned Metro Council Clerk of the Louisville/Jefferson County Metro Government, Kentucky ("Metro Government"), hereby certify that the foregoing Summary was approved by the Metro Council of Metro Government for first reading on September 22, 2022, and for second reading on October 13, 2022, and was further approved for publication following adoption according to law. I further certify that the foregoing summary was prepared for Metro Government by Mark S. Franklin of Dinsmore & Shohl LLP, Attorneys at Law, 101 South Fifth Street, Suite 2500, Louisville, Kentucky 40202.

WITNESS my hand this October 13, 2022.

/s/ Sonya Harward
Metro Council Clerk
Louisville/Jefferson County Metro
Government, Kentucky

PREPARATION CERTIFICATE

The undersigned Attorney at Law, licensed to practice in Kentucky, hereby certifies that the foregoing Summary was prepared by the undersigned and constitutes a general summary of certain essential provisions of the designated Ordinance, reference to the full text of which Ordinance is made for a complete statement of its provisions and terms.

/s/ Mark S. Franklin

Mark S. Franklin
Dinsmore & Shohl LLP
101 South Fifth Street, Suite 2500
Louisville, Kentucky 40202