

COUNTY COUNCIL OF PRINCE GEORGE'S COUNTY, MARYLAND
2017 Legislative Session

Bill No. CB-105-2017

Chapter No. 85

Proposed and Presented by The Chairman (by request – County Executive)

Introduced by Council Members Davis, Lehman, Turner, Glaros, Franklin and Taveras

Co-Sponsors _____

Date of Introduction October 17, 2017

BILL

1 AN ACT concerning

2 The Issuance and Sale of General Obligation
3 Stormwater Management Bonds

4 For the purpose of authorizing and empowering Prince George's County, Maryland to issue and
5 sell an amount not to exceed Eighty Million Six Hundred Ninety Thousand Dollars
6 (\$80,690,000) in aggregate principal amount of general obligation stormwater management
7 bonds for the purpose of providing funds for financing in whole or in part costs of the planning,
8 acquisition, construction, reconstruction, establishment, extension, enlargement, demolition or
9 purchase of certain capital projects set forth in the capital budget of the County for the fiscal year
10 ending June 30, 2018, constituting facilities (including without limitation any land, interest in
11 land or equipment) for the control and disposition of storm and surface waters, including
12 floodproofing, flood control or navigation programs and other stormwater programs and systems,
13 environmental restoration and/or wetlands construction, and the protection, conservation,
14 creation and acquisition of certain property described in the Maryland Annotated Code
15 Environment Article consistent with federal and Maryland laws and regulations on the subject of
16 nontidal and private wetlands, as applicable, including describing the capital projects to be
17 financed in whole or in part from the proceeds of the bonds hereby authorized and the estimated
18 costs thereof; prescribing or providing for the procedures for the issuance and sale of such bonds,
19 including at private (negotiated) sale or public sale; declaring the County's official intent to
20 reimburse itself for certain expenditures paid before the issuance of the bonds authorized hereby
21 in accordance with applicable Income Tax Regulations; authorizing the consolidation of such

1 | bonds with other bonds for purposes of such sale; directing the application of the proceeds of
2 | such bonds; providing for the levy and collection of taxes necessary for the payment of the
3 | principal of and interest on such bonds when due; pledging Clean Water Act Fees to the payment
4 | of the principal of and interest on such bonds when due; authorizing and empowering the County
5 | to issue and sell an amount not to exceed Eighty Million Six Hundred Ninety Thousand Dollars
6 | (\$80,690,000) in general obligation stormwater management bond anticipation notes in
7 | anticipation of the issuance and sale of the bonds authorized hereby; providing for the issuance
8 | of such bond anticipation notes in the form of commercial paper or revolving loan notes;
9 | providing for the issuance of such bond anticipation notes and the bonds authorized hereby in the
10 | form of variable rate demand obligations; authorizing certain determinations to be made in
11 | connection with the sale of any such bond anticipation notes; authorizing the consolidation of
12 | such bond anticipation notes with other notes for purposes of such sale; providing for the levy
13 | and collection of taxes necessary for the payment of the principal of and interest on such bond
14 | anticipation notes when due and covenanting to issue the bonds in anticipation of which such
15 | notes are issued; pledging Clean Water Act Fees to the payment of the principal of and interest
16 | on such bond anticipation notes when due; authorizing and empowering the County to issue, sell
17 | and deliver general obligation stormwater management refunding bonds for the purpose of
18 | refunding all or a part of the bonds authorized hereby in an aggregate principal amount not to
19 | exceed 150% of the outstanding principal amount of the bonds to be refunded thereby, the
20 | proceeds of such refunding bonds to be used for the public purpose of providing funds sufficient
21 | to pay principal of, redemption premium, if any, and interest on such refunded bonds at the
22 | respective maturity, redemption, and interest payment dates of such refunded bonds; prescribing
23 | or providing for the procedure for the issuance and sale of such refunding bonds; empowering
24 | the County Executive to determine the time and method for the sale of such refunding bonds and
25 | other details with respect to the sale of such refunding bonds; providing for the levy and
26 | collection of taxes necessary for the payment of the principal of and interest on such refunding
27 | bonds when due; pledging Clean Water Act Fees to the payment of the principal of and interest
28 | on such refunding bonds when due; covenanting or providing for the making of certain
29 | covenants on matters relating to the tax-exempt status of interest on such bonds, bond
30 | anticipation notes and refunding bonds, as applicable; providing for compliance with Securities
31 | and Exchange Commission Rule 15c2-12; providing for the authorization of and entry into

1 interest rate exchange agreements or contracts in connection with or incidental to any of the
2 obligations authorized by this Act; authorizing the County Executive to delegate to appropriate
3 officials the power to make certain determinations and sign certain documents, certificates or
4 agreements authorized to be made or signed by the County Executive herein; and otherwise
5 generally determining or providing for the determination of certain matters in connection with
6 the issuance, sale and delivery of the general obligation stormwater management bonds, bond
7 anticipation notes and refunding bonds authorized by this Act.

8 SECTION 1. BE IT ENACTED by the County Council of Prince George's County,
9 Maryland, that the issuance, sale and delivery of general obligation stormwater management
10 bonds (the "Bonds") of Prince George's County, Maryland (the "County"), in one or more series
11 from time to time in an aggregate principal amount not exceeding Eighty Million Six Hundred
12 Ninety Thousand Dollars (\$80,690,000) is hereby authorized, pursuant to Subtitle 6 of Title 21
13 of Md. Local Government Code Ann., as amended, replaced or recodified from time to time
14 ("Subtitle 6"), in order to finance in whole or part costs of the planning, acquisition, construction,
15 reconstruction, establishment, extension, enlargement, demolition or purchase of capital projects
16 (the "Authorized Projects") listed in the table set forth in Attachment 1, attached to and made a
17 part of this Act (the "Table of Projects"), constituting facilities (including without limitation
18 land, interests in land or equipment) for the control and disposition of storm and surface waters,
19 including floodproofing, flood control or navigation programs, environmental restoration and
20 wetlands construction, and other stormwater programs and systems, environmental restoration
21 and/or wetlands construction, and the protection, conservation, creation and acquisition of certain
22 property described in the Maryland Annotated Code Environment Article consistent with federal
23 and Maryland laws and regulations on the subject of nontidal and private wetlands, as applicable.
24 Each Authorized Project is described in the Capital Budget of the County for the fiscal year
25 ended June 30, 2018 under the heading set forth in the Table of Projects and has the
26 identification number set forth in the Table of Projects. The descriptions of the Authorized
27 Projects contained in the Capital Budget are incorporated herein by reference as if set forth fully
28 herein. The powers granted under this Act are additional and cumulative, and the Bonds
29 authorized by this Act may be issued, notwithstanding that other bond acts or laws may provide
30 for the same or similar purposes. This Act does not modify or repeal any prior acts granting
31 bond issuing authority for the same or similar purposes.

1 SECTION 2. BE IT FURTHER ENACTED that the attached Table of Projects lists the
2 Authorized Projects that are to be financed in whole or in part with the proceeds of the Bonds,
3 the currently estimated cost of each Authorized Project (the "Total Authorized Amount") and the
4 portion of the Total Authorized Amount of each Authorized Project to be financed hereunder
5 (the "Amount of Bonds Requested").

6 It is hereby recognized and acknowledged that the information regarding the Total
7 Authorized Amount and the Amount of Bonds Requested for each Authorized Project set forth in
8 the Table of Projects is derived from information and estimates referenced in the Capital Budget
9 and the Capital Improvement Program of the County for fiscal years 2018 through 2023,
10 inclusive (the "Capital Improvement Program"), and is necessarily subject to change because of
11 corresponding changes in construction and other costs, project time schedules, and other
12 circumstances not now known or anticipated. It is the purpose and intent of this Act to authorize
13 the borrowing of money to finance the Authorized Projects as such projects are referenced in the
14 Capital Budget and Capital Improvement Program and in any amended or subsequent capital
15 budget or capital improvement program. To implement the intent and purpose of this Act in the
16 most expeditious manner, the County Executive of the County (the "County Executive") may (i)
17 add to the Table of Projects any project contained in the Capital Improvement Program or in any
18 amended or subsequent capital budget or capital improvement program, provided that such
19 project is a project that may be financed by bonds issued pursuant to Subtitle 6 and this Act; (ii)
20 delete any Authorized Project from the Table of Projects; and (iii) revise the amounts set forth in
21 the Table of Projects representing the Total Authorized Amount and the Amount of Bonds
22 Requested for any Authorized Project to be consistent with the information set forth in regard to
23 such project in any amended or subsequent capital budget or capital improvement program. In
24 the event that the Amount of Bonds Requested for an Authorized Project is less than the amount
25 appropriated for such project in the Capital Budget or any amended or subsequent capital budget
26 and the entire principal amount of bonds issued for the Authorized Projects is not required for
27 such projects, the County Executive may revise the Table of Projects to increase the Amount of
28 Bonds Requested of such Authorized Project to an amount not to exceed the appropriated
29 amount for such project and, correspondingly, may reduce the Amount of Bonds Requested of
30 such other Authorized Projects and make other appropriate adjustments. Nothing contained in
31 this Act shall be deemed to preclude the County Council by resolution from effecting such a

1 revision in the Table of Projects. The authority granted in this Act to revise the Table of Projects
2 shall not be construed to permit an increase in the aggregate principal amount of Bonds to be
3 issued pursuant to this Act or to effect results inconsistent with applicable laws, including
4 without limitation Subtitle 6.

5 The County expects that certain costs of the Authorized Projects will be paid before the
6 date of issuance of the Bonds (or other obligations of the County to be issued after the date of
7 adoption of this Act) from a source of funds other than a County borrowing (each, a "Prior
8 Expenditure" and collectively, the "Prior Expenditures"). The County hereby declares, in
9 accordance with Section 1.150-2 of the Income Tax Regulations, its intention to use a portion of
10 the proceeds of the Bonds (or other obligations of the County to be issued after the date of
11 adoption of this Act) to reimburse itself for Prior Expenditures paid no earlier than 60 days
12 before the date of adoption of this Act. In accordance with Section 1.150-2 of the Income Tax
13 Regulations, the maximum principal amount of obligations expected to be issued for the
14 Authorized Projects is set forth in the Table of Projects. The County recognizes that, under
15 Section 1.150-2 of the Income Tax Regulations, the use of proceeds of the Bonds to reimburse
16 the County for a Prior Expenditure (other than certain de minimis or preliminary expenditures
17 described in Section 1.150-2(f) of the Income Tax Regulations) generally will be permitted only
18 to the extent that: (i) the Prior Expenditure constitutes a capital expenditure for federal income
19 tax purposes; (ii) the Prior Expenditure was paid not earlier than 60 days before the date of
20 adoption of this Act; and (iii) the allocation of proceeds of the Bonds to such reimbursement is
21 made not later than 18 months after the later of (a) the date the Prior Expenditure was paid, or (b)
22 the date the applicable Authorized Project is placed in service or abandoned, but in no event
23 more than three years after the Prior Expenditure was paid.

24 SECTION 3. BE IT FURTHER ENACTED that as determined by the County Executive,
25 the Bonds (or any portion of them, as applicable) may be issued, sold and delivered as a single
26 series of Bonds or as two or more series of Bonds, or may be consolidated for issuance, sale and
27 delivery with other bonds of the County (including bonds sold for new money and/or refunding
28 purposes) as contemplated by Md. Local Government Code Ann. § 19-101, as amended,
29 replaced or recodified from time to time. The Bonds of each series issued solely pursuant to the
30 authority of this Act shall each be designated "Prince George's County, Maryland Stormwater
31 Management Bonds, Series 20___," and the Bonds of each series consolidated for issuance with

1 other bonds of the County as authorized by this Section 3 shall each be designated "Prince
2 George's County, Maryland Consolidated Stormwater Management Bonds, Series 20___," and, in
3 the event any such Bonds are issued at more than one time, the County Executive may specify
4 such additional designation as he shall deem appropriate. Moreover, the County Executive is
5 hereby authorized to provide such other or alternative designation as he deems necessary or
6 convenient.

7 Upon consolidation of any of the Bonds with general obligation bonds issued pursuant to
8 Md. Local Government Code Ann. §10-203, as amended, and determination of the County
9 Executive, there shall be pledged to the payment of said Bonds the full faith and credit of the
10 County and the power of the County to levy ad valorem taxes upon all the legally assessable
11 property within the corporate limits of the County (in addition to the pledge and levy of taxes
12 within the Stormwater Management District (hereinafter defined) and the pledge of Clean Water
13 Act Fees (hereinafter defined) effected pursuant to Section 10 hereof).

14 SECTION 4. BE IT FURTHER ENACTED that, subject to and in accordance with the
15 provisions of this Act, the County Executive shall determine all matters relating to the sale,
16 issuance, delivery and payment of the Bonds, including all matters relating to the forms, dates
17 and denominations of the Bonds, the dates and amounts of principal maturities, whether all or
18 any portion of the Bonds shall be term bonds subject to mandatory sinking fund redemption and
19 the dates and amounts of any such redemptions, the methods to be used in determining interest
20 payable on the Bonds and the dates on which such interest is payable, the provision of bond
21 insurance on all or any portion of the Bonds, and provisions for registration of the Bonds, for
22 their redemption prior to stated maturity, and for the use of facsimile signatures or seals, whether
23 the Bonds are to be issued in book-entry form and all matters incident to the issuance of the
24 Bonds in book-entry form. The County Executive shall provide for the form, numbering, term
25 and authentication of the Bonds and the form and manner of execution and delivery of all
26 documents necessary or deemed appropriate in connection with the authorization, issuance,
27 execution, sale, delivery and payment of and for the Bonds. The County Executive may provide
28 that no Bonds shall be issued for certain Authorized Projects authorized by this Act to be
29 financed by the Bonds and reduce the aggregate principal amount of Bonds to be issued
30 accordingly. The County Executive may provide for a reduction in the aggregate principal
31 amount of Bonds to be issued consistent with a determination of the minimum bond

1 denomination size based on municipal security market practices regarding denomination size,
2 and for a corresponding reduction in the principal amount of Bonds issued to finance the cost of
3 any Authorized Project. It is hereby recognized and acknowledged that, in order to manage
4 prudently the capital programs of the County, particularly in light of federal income tax laws and
5 regulations that impose penalties and other financial consequences for the failure to expend the
6 proceeds of tax-exempt bonds in a timely manner, the County Executive, pursuant to Section 3
7 of this Act, may provide for the financing of the Amount of Bonds Requested for an Authorized
8 Project by the issuance of Bonds at more than one time and from time to time. Notwithstanding
9 the provisions of Sections 2, 3 and 4 of this Act, no order of the County Executive permitted
10 under this Act shall authorize or permit a reduction in the principal amount of Bonds issued for
11 an Authorized Project below the amount for which the County Council has authorized temporary
12 borrowing from other County funds.

13 The County Executive may provide for certain maturities of the Bonds to be subject to prior
14 redemption at the option of the County. If the County Executive so provides and the Bonds are
15 issued with such option, then in the event that the County determines to exercise such option for
16 the purpose of effecting certain cost savings by refinancing a portion of the indebtedness
17 evidenced by the Bonds through the issuance and sale of refunding bonds, it is the intent of the
18 County that such refunding bonds be issued under the authority contained in Subtitle 6 and that
19 such refunding bonds, if issued, shall constitute a refunding of indebtedness authorized by this
20 Act and shall not constitute additional indebtedness under such authority or under any other
21 authority. The aggregate principal amount of Bonds authorized to be issued hereunder may be
22 increased by a supplemental ordinance.

23 SECTION 5. BE IT FURTHER ENACTED that the County Executive shall determine
24 whether the Bonds shall be sold at public sale by electronic bids and/or written sealed proposals
25 or by private (negotiated) sale and the procedures to be followed in connection with any such
26 sale. Authority is hereby expressly delegated to the County Executive to (i) fix the date and the
27 time of the sale of the Bonds; (ii) determine the form and terms of any Notice of Sale; (iii) to
28 determine whether any Notice of Sale shall be disseminated in electronic form and/or whether
29 such Notice of Sale or a summary thereof shall be published in connection with any public sale
30 of the Bonds; and (iv) to award the Bonds at public sale or to approve the form and terms of, and
31 authorize the execution and delivery by and on behalf of the County of, a bond purchase

1 agreement with underwriters purchasing the Bonds in any private (negotiated) sale. The Bonds
2 may be sold at, above or below the par value thereof.

3 SECTION 6. BE IT FURTHER ENACTED that there may be printed on each of the Bonds
4 the text of the approving legal opinion of bond counsel or co-bond counsel with respect to such
5 Bonds. Any such printed text shall be certified to be a correct copy of said opinion by the
6 manual or facsimile signature of the County Executive.

7 The Bonds shall contain similar provisions and be in substantially the form set forth in
8 Attachment 2, attached hereto and made a part hereof, and Bonds issued substantially in
9 accordance with said form, with appropriate insertions as indicated, when properly executed and
10 authenticated as required by this Section 6 shall be deemed to constitute unconditional general
11 obligations of the County, to the payment of which, in accordance with the terms thereof, its full
12 faith and credit are pledged, and all the covenants and conditions contained in the Bonds shall be
13 deemed to be binding upon the County.

14 Authority is hereby conferred on the County Executive to complete, delete or modify the
15 blanks in such bond form with necessary information, to insert applicable paragraphs as
16 indicated or needed and to make such additions, deletions and substitutions in such bond form,
17 not inconsistent with this Act or the County Charter, as may be necessary or desirable for the sale
18 of the Bonds, including (without limitation) such additions, deletions and substitutions as may be
19 necessary or desirable in connection with the establishment or discontinuance of a book-entry
20 registration system for the Bonds and such changes as may be necessary to reserve to the County
21 the option to call for mandatory tender for purchase of all or any portion of the Bonds.

22 SECTION 7. BE IT FURTHER ENACTED that the County Executive may authorize on
23 behalf of the County the preparation and distribution of a preliminary official statement and a
24 final official statement or similar offering documents in connection with the issuance and sale of
25 the Bonds.

26 SECTION 8. BE IT FURTHER ENACTED that the proceeds of the sale of the Bonds,
27 including any premium and accrued interest received therefor, shall be paid directly to the
28 Director of Finance of the County, who shall deposit the same in the proper accounts of the
29 County. The costs of issuance of the Bonds shall be allocated to the Authorized Projects
30 financed by the Bonds and shall be charged to the appropriate debt service accounts of the
31 County by the Director of Finance. There shall be deducted from the total gross proceeds

1 received for the Bonds any amount received on account of accrued interest and premium on such
2 Bonds, which amounts shall be set apart by the Director of Finance in separate accounts and
3 applied to the first interest payment on the Bonds; provided that, if so determined by the County
4 Executive, any premium on such Bonds may be applied to other purposes, including (without
5 limitation) payment of the costs of issuance. The balance of the proceeds of the sale of the
6 Bonds shall be expended by the County for costs of the Authorized Projects for which Bonds
7 have been issued in accordance with this Act and the provisions of Subtitle 6. If the principal
8 amount of Bonds issued for any Authorized Project exceeds the amount needed to finance such
9 Authorized Project, the excess shall be applied to any other Authorized Project or if no such
10 Authorized Project requires additional funds, to any other capital project permitted by the laws of
11 the State of Maryland (including without limitation Subtitle 6) and of the County.

12 Unless otherwise provided by act or resolution of the County Council or by the County
13 Executive pursuant to Section 12 of this Act, earnings derived from the investment of the
14 proceeds of the Bonds may be treated as general revenues of the County and applied to general
15 County purposes and such use of investment proceeds is hereby acknowledged and authorized.

16 SECTION 9. BE IT FURTHER ENACTED that the County Executive is hereby
17 authorized to determine the amount of stormwater management bonds issued for stormwater
18 projects permitted by the laws of the State of Maryland and the County, including without
19 limitation Subtitle 6, in excess of the amount needed to finance such stormwater projects and to
20 apply such excess amount to (i) finance an Authorized Project as defined in this Act or an
21 stormwater project defined as an authorized project in a previous act of the County Council, (ii)
22 the refunding of such stormwater management bonds or (iii) debt service on such stormwater
23 management bonds.

24 SECTION 10. BE IT FURTHER ENACTED that, for the purpose of paying the interest on
25 and redeeming and paying the Bonds, as they respectively mature or become subject to
26 mandatory redemption, the County shall include in the levy in each and every fiscal year during
27 which any of the Bonds are outstanding a direct ad valorem tax upon all property assessed for tax
28 purposes within the stormwater management district established by the County pursuant to
29 Subtitle 6 (the "Stormwater Management District") (except as otherwise provided therein) at a
30 rate required to produce the amount needed to pay, in addition to the other costs of stormwater
31 management to be paid from amounts in the Stormwater Management District Fund (defined

1 herein) pursuant to Subtitle 6, for the interest on the Bonds payable during such fiscal year and
2 the principal of all of the Bonds maturing or becoming subject to mandatory sinking fund
3 redemption in each such fiscal year, and in the event the proceeds from taxes so levied in any
4 such fiscal year shall prove insufficient for such purposes, additional taxes, unlimited as to rate
5 or amount, shall be levied within the Stormwater Management District in succeeding fiscal years
6 to make up such deficiency, all as authorized and provided for in Subtitle 6. The County may
7 apply to the payment of the principal of and interest on the Bonds any funds received by it from
8 the State of Maryland, the United States of America, or any agency or instrumentality thereof, or
9 from any other source, if such funds are granted for the purpose of assisting the County in
10 obtaining public facilities of the class or classes of public facilities for which the Bonds, or the
11 respective portions of the Bonds, are authorized or may be otherwise lawfully applied to such
12 payment; to the extent that any such funds are applied to such purposes in any fiscal year as
13 provided herein, the taxes hereby required to be levied shall be reduced proportionately.

14 The full faith and credit of the County and the unlimited taxing power of the County are
15 hereby irrevocably pledged both to the punctual payment of the maturing principal of and
16 interest on the Bonds as and when such principal and interest respectively become due, and to
17 the levy and collection of the taxes hereinabove prescribed as and when such taxes become
18 necessary in order to provide sufficient funds to meet the debt service requirements of the Bonds.
19 The County hereby solemnly covenants with each of the registered owners of any of the Bonds
20 to take all action as may be appropriate from time to time during the period that any of the Bonds
21 remain outstanding and unpaid to provide the funds necessary to make the principal and interest
22 payments on the Bonds. The debt service requirements of the Bonds shall have a first and prior
23 claim on all moneys of the Stormwater Management District Fund of the County established
24 pursuant to Subtitle 6 (the "Stormwater Management District Fund"), on a parity with the claim
25 for moneys required for payment of debt service on all other County general obligation
26 stormwater management bonds issued pursuant to the authority contained in Subtitle 6, whether
27 issued prior to or after the issuance of the Bonds, and the other purposes for which funds in the
28 Stormwater Management District Fund may be disbursed pursuant to Subtitle 6. The County
29 further covenants and agrees with each of the registered owners of any of the Bonds to levy and
30 collect the taxes hereinabove prescribed.

31 In addition, there is hereby pledged to the payment of the interest on and redeeming and

1 paying the Bonds, as they respectively mature or become subject to mandatory redemption, the
2 Clean Water Act Fees collected by the County (the "Clean Water Act Fees") in accordance with
3 Title 4 of the Environment Article of the Annotated Code of Maryland and Section 10-301 et
4 seq. of the Prince George's County Code, each as amended, replaced or recodified from time to
5 time (collectively, the "Stormwater Acts") and deposited in the Local Watershed Protection and
6 Restoration Fund. The debt service requirements of the Bonds shall have a first and prior claim
7 on all Clean Water Act Fees on deposit in the Local Watershed Protection and Restoration Fund
8 on a parity with the claim for moneys required for payment of debt service on all other County
9 bonds to which such Clean Water Act Fees shall be pledged, and the other purposes for which
10 funds in the Local Watershed Protection and Restoration Fund may be disbursed pursuant to the
11 Stormwater Acts.

12 SECTION 11. BE IT FURTHER ENACTED that in the event any official of the County
13 whose signature shall appear on any Bonds or on other instruments or documents pertaining
14 thereto, shall cease to be such official prior to the delivery of the Bonds or other instruments or
15 documents, or in the event that any official shall take office subsequent to the sale of the Bonds,
16 his or her signature shall nevertheless be valid, sufficient and binding for the purposes herein
17 intended.

18 SECTION 12. BE IT FURTHER ENACTED that the County Executive shall be the officer
19 of the County responsible for the issuance of any Bonds within the meaning of the "arbitrage
20 regulations" (defined below).

21 In the event that Bonds are issued pursuant to this Act with the expectation that interest on
22 such Bonds will be excludable from gross income for federal income tax purposes, the County
23 Executive shall be the officer of the County responsible for the execution and delivery (on the
24 date of issuance of the Bonds) of a certificate of the County (the "Tax and Section 148
25 Certificate") which complies with the requirements of Section 148 of the Internal Revenue Code
26 of 1986, as amended ("Section 148"), and the applicable regulations thereunder (the "arbitrage
27 regulations"), and such official is hereby directed to execute the Tax and Section 148 Certificate
28 and to deliver the same to bond counsel or co-bond counsel on the date of the issuance of the
29 Bonds.

30 The County shall set forth in the Tax and Section 148 Certificate its reasonable expectations
31 as to relevant facts, estimates and circumstances relating to the use of the proceeds of the Bonds,

1 or of any moneys, securities or other obligations on deposit to the credit of any account of the
2 County which may be deemed to be proceeds of the Bonds pursuant to Section 148 or the
3 arbitrage regulations (collectively, "Bond Proceeds"). The County covenants that the facts,
4 estimates and circumstances set forth in the Tax and Section 148 Certificate will be based on the
5 County's reasonable expectations on the date of issuance of the Bonds and will be, to the best of
6 the certifying official's knowledge, true and correct, as of that date. The County shall also set
7 forth in the Tax and Section 148 Certificate any elections provided for or permitted under the
8 provisions of the Internal Revenue Code of 1986, as amended, that the official executing the Tax
9 and Section 148 Certificate deems advisable.

10 In the event that Bonds are issued pursuant to this Act with the expectation that interest on
11 such Bonds will be excludable from gross income for federal income tax purposes, the County
12 covenants with each of the registered owners of any of the Bonds that it will not make, or (to the
13 extent that it exercises control or direction) permit to be made, any use of the Bond Proceeds
14 which would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 and the
15 arbitrage regulations. The County further solemnly covenants that it will comply with Section
16 148 and the regulations thereunder which are applicable to the Bonds on the date of issuance
17 thereof and which may subsequently lawfully be made applicable thereto as long as the Bonds
18 remain outstanding and unpaid. The County Executive is hereby authorized and directed to
19 prepare or cause to be prepared and to approve and execute, respectively, any certification,
20 opinion or other document, including, without limitation, the Tax and Section 148 Certificate
21 which may be required to assure that the Bonds will not be deemed to be "arbitrage bonds"
22 within the meaning of Section 148 and the regulations thereunder.

23 In the event that Bonds are issued pursuant to this Act with the expectation that interest on
24 such Bonds will be excludable from gross income for federal income tax purposes, the County
25 Executive may make such covenants or agreements in connection with the issuance of such
26 Bonds as he or she shall deem advisable in order to assure the registered owners of such Bonds
27 that interest thereon shall be and remain excludable from gross income for federal income tax
28 purposes, and such covenants or agreements shall be binding on the County so long as the
29 observance by the County of any such covenants or agreements is necessary in connection with
30 the maintenance of the exclusion of the interest on such Bonds from gross income for federal
31 income tax purposes. The foregoing covenants and agreements may include such covenants or

1 agreements on behalf of the County regarding compliance with the provisions of the Internal
2 Revenue Code of 1986, as amended, as the County Executive shall deem advisable in order to
3 assure the registered owners of such Bonds that the interest thereon shall be and remain
4 excludable from gross income for federal income tax purposes, including (without limitation)
5 covenants or agreements relating to the investment of Bond Proceeds, the payment of certain
6 earnings resulting from such investment to the United States (or certain payments in lieu thereof
7 as provided in the Internal Revenue Code of 1986, as amended), limitations on the times within
8 which, and the purpose for which, Bond Proceeds may be expended, or the use of specified
9 procedures for accounting for and segregating Bond Proceeds. Any covenant or agreement made
10 pursuant to this paragraph may be set forth in the Tax and Section 148 Certificate.

11 SECTION 13. BE IT FURTHER ENACTED that the County Executive is hereby
12 authorized to select and appoint a bank or other financial institution to act as paying agent for the
13 payment of the principal and redemption price, if any, of and interest on the Bonds and to act as
14 registrar for the Bonds. The selection of the paying agent and bond registrar shall be
15 accomplished in accordance with applicable provisions of law. In the event that the Bonds are
16 issued in book-entry form, the County Executive may determine that a bond registrar and paying
17 agent need not be designated or that the County shall act as bond registrar and paying agent.

18 SECTION 14. BE IT FURTHER ENACTED that the powers granted by this Act are
19 additional and cumulative and the Bonds authorized by this Act may be issued, notwithstanding
20 that other bond acts or laws may provide for the issuance of other bonds or the borrowing of
21 money for the same or similar purposes on the same or other terms and conditions. This Act
22 shall be liberally construed to effectuate its purposes, namely, to authorize the borrowing of
23 money and the incurring of indebtedness to finance the Authorized Projects set forth in this Act.
24 Provisions of this Act shall be deemed met and satisfied if there is substantial compliance with
25 such provisions. This Act is not intended to provide or imply that this Act or any prior act not
26 containing a similar provision precludes the County from exercising any power or prerogative
27 provided by this Act or any other law whether exercised solely pursuant to such other law or in
28 conjunction with the powers provided by this Act so that, without limiting the generality of this
29 Section, the County may exercise the power to issue (i) bond anticipation notes (in anticipation
30 of the issuance of bonds pursuant to this Act or otherwise) and grant anticipation notes pursuant
31 to Md. Local Government Code Ann. § 19-211 et seq., as amended, replaced, or recodified from

1 time to time, (ii) bonds (or any related bond anticipation or other notes) authorized by Md.
2 Economic Development Code Ann. § 12-201 et seq. as amended, replaced, or recodified from
3 time to time, (iii) loan obligations authorized by Title 9, Subtitle 16 of the Environment Article
4 of the Annotated Code of Maryland, as amended, replaced, or recodified from time to time, and
5 in exercising such powers, the County may sell such notes, bonds or loan obligations at private
6 (negotiated) sale as authorized by these or any other applicable laws.

7 SECTION 15. BE IT FURTHER ENACTED that in order to avoid the issuance of a
8 greater amount of Bonds for the Authorized Projects listed in the Table of Projects than is needed
9 therefor, and in order to permit the construction of such projects to proceed prior to the issuance
10 of Bonds and at the same time afford the County maximum flexibility in selecting the most
11 advantageous times for such issuance, the County may provide needed capital funds by the issue
12 and sale of its bond anticipation notes (the "Notes") pursuant to the authority of Md. Local
13 Government Code Ann. § 19-211, as amended, replaced or recodified from time to time (the
14 "Bond Anticipation Note Act").

15 (1) The maximum principal amount of Notes issued pursuant to this Section which
16 may be outstanding at any time shall be Eighty Million Six Hundred Ninety Thousand Dollars
17 (\$80,690,000) unless and until otherwise provided by the County Council by act. The proceeds
18 of the sale of the Notes, after any payment from such proceeds of the expenses of issuance of the
19 Notes, shall be expended only on the public purposes or any applicable portion thereof for which
20 the Bonds are authorized. Twelve months' interest on any issue of Notes, or any renewal thereof,
21 may be paid from the proceeds, or from the proceeds of the sale of the Bonds, accounting from
22 the initial date of issue thereof, as determined by the County Executive. The Notes may be paid
23 at or prior to maturity from the proceeds of the issuance and sale of the Bonds in anticipation of
24 which the Notes were issued or from the proceeds of refunding Notes. Except as otherwise
25 provided herein, in the event of such an advance refunding, the proceeds of such refunding
26 Bonds or Notes shall be held in escrow, to the extent and in the amount necessary to refund the
27 outstanding series of Notes, for the benefit of the holders of the outstanding series of Notes.
28 Such refunding Notes, if issued, will constitute a reissuance of the Notes authorized by this Act
29 and shall not constitute additional indebtedness under such authorization.

30 (2) All or any part of the Notes may be issued in series as funds are required, as
31 determined by the County Executive.

1 (3) The Notes may be sold at, above or below the par value thereof, including
2 Commercial Paper Notes (hereinafter defined) as hereinafter provided; none of such Notes shall
3 bear interest at a rate in excess of the maximum interest rate, if any, specified by the County
4 Council by public local law to be payable on obligations of Prince George's County, Maryland.

5 (4) With respect to any Notes issued, the County hereby covenants and agrees with
6 the holder or holders thereof to issue, upon its full faith and credit, the Bonds in anticipation of
7 the sale of which the Notes are issued when, and as soon as, the reason for deferring the issuance
8 thereof no longer exists and to pay the principal of and interest on (to the extent such interest has
9 not been capitalized, or otherwise paid, by appropriations from current revenues) such Notes
10 from the proceeds of such Bonds. This covenant shall be binding upon the County
11 notwithstanding any limitation set forth in this Act, including (without limitation) any limitation
12 with respect to the interest rate or rates that the Bonds may bear. If the County shall be unable,
13 for reasons beyond its control, to issue and sell its Bonds as described above, or if the proceeds
14 from the sale of such Bonds shall be insufficient to pay the principal of and interest on any Notes
15 issued, then the revenues from taxes and other sources intended for application to debt service on
16 such Bonds shall be applied to the payment of the interest on and principal of the Notes. The
17 foregoing provisions shall not be construed so as to prohibit the County from paying the
18 principal or redemption price of and interest on any Note issued hereunder from the proceeds of
19 the sale of any other Note issued hereunder, or from any other funds legally available for that
20 purpose.

21 If the County shall be unable, for reasons beyond its control, to issue and sell its Bonds,
22 or if the proceeds from the sale of such Bonds shall be insufficient to pay the principal of or
23 interest on any Notes issued, then the County shall include in the levy in each and every fiscal
24 year during which any of the Notes are outstanding a direct ad valorem tax upon all property
25 assessed for tax purposes within the Stormwater Management District (except as otherwise
26 provided in Subtitle 6) at a rate required to produce the amount needed to pay, in addition to the
27 other costs of stormwater management to be paid from amounts in the Stormwater Management
28 District Fund pursuant to Subtitle 6, for the interest on the Notes payable during such fiscal year
29 and the principal of all of the Notes maturing or becoming subject to mandatory sinking fund
30 redemption in each such fiscal year; and in the event the proceeds from taxes so levied in any
31 such fiscal year shall prove insufficient for such purposes, additional taxes, unlimited as to rate

1 and amount, shall be levied within the Stormwater Management District in succeeding fiscal
2 years to make up such deficiency, all as authorized and provided for in Subtitle 6. The County
3 may apply to the payment of the principal of and interest on the Notes any funds received by it
4 from the State of Maryland, the United States of America, or any agency or instrumentality
5 thereof, or from any other source, if such funds are granted for the purposes of assisting the
6 County in obtaining public facilities of the class or classes of public facilities for which the
7 Notes, or the respective portions of the Notes, are authorized or may be otherwise lawfully
8 applied to such payment; to the extent that any such funds are applied to such purposes in any
9 fiscal year as provided herein, the taxes hereby required to be levied shall be reduced
10 proportionately.

11 The full faith and credit of the County and the unlimited taxing power of the County
12 are hereby irrevocably pledged both to the punctual payment of the maturing principal of and
13 interest on the Notes as and when such principal and interest respectively become due, and to the
14 levy and collection of the taxes hereinabove prescribed as and when such taxes become
15 necessary in order to provide sufficient funds to meet the debt service requirements of the Notes.
16 The County hereby solemnly covenants with each of the owners of any of the Notes to take all
17 action as may be appropriate from time to time during the period that any of the Notes remain
18 outstanding and unpaid to provide the funds necessary to make the principal and interest
19 payments on the Notes. The debt service requirements of the Notes shall have a first and prior
20 claim on all moneys of the Stormwater Management District Fund on a parity with the claim for
21 moneys required for payment of debt service on all other County general obligation stormwater
22 management indebtedness issued pursuant to the authority contained in Subtitle 6, whether
23 issued prior to or after the issuance of the Notes, and the other purposes for which funds in the
24 Stormwater Management District Fund may be disbursed pursuant to Subtitle 6. The County
25 further covenants and agrees with each of the owners of any of the Notes to levy and collect the
26 taxes hereinabove prescribed.

27 In addition, there is hereby pledged to the payment of the interest on and redeeming and
28 paying the Notes, as they respectively mature or become subject to mandatory redemption, the
29 Clean Water Act Fees collected by the County in accordance with the Stormwater Acts and
30 deposited in the Local Watershed Protection and Restoration Fund. The debt service
31 requirements of the Notes shall have a first and prior claim on all Clean Water Act Fees on

1 deposit in the Local Watershed Protection and Restoration Fund on a parity with the claim for
2 moneys required for payment of debt service on all other County general obligation stormwater
3 management indebtedness to which such Clean Water Act Fees shall be pledged, and the other
4 purposes for which funds in the Local Watershed Protection and Restoration Fund may be
5 disbursed pursuant to the Stormwater Acts.

6 (5) In the event that any Notes (the "Outstanding Notes") issued hereunder are
7 outstanding on the date that the Bonds in anticipation of which such Notes are issued are
8 delivered in exchange for the purchase price thereof (the "Delivery Date"), the Director of
9 Finance shall deposit with the paying agent for the Notes, or a trustee or escrow agent, on the
10 Delivery Date (i) cash in an amount equal to the principal of the Outstanding Notes and/or (ii)
11 direct obligations of, or obligations the payment of which is unconditionally guaranteed by, the
12 United States of America, the principal of and interest on which will be sufficient without
13 reinvestment to pay in a timely manner the principal of the Outstanding Notes when due whether
14 at maturity or upon prior redemption. Such paying agent or trustee or escrow agent is hereby
15 irrevocably directed to apply such cash or the proceeds of such obligations to the payment of the
16 principal of the Outstanding Notes when due whether at maturity or upon prior redemption. The
17 County may provide such cash or obligations from the proceeds of the sale of such Bonds or
18 from any other funds legally available for such purpose. On the Delivery Date, the Director of
19 Finance shall also deposit with the paying agent for the Outstanding Notes, or a trustee or escrow
20 agent (i) cash in an amount equal to the interest on the Outstanding Notes when due and/or (ii)
21 direct obligations of, or obligations the payment of which is unconditionally guaranteed by, the
22 United States of America, the principal of and interest on which will be sufficient without
23 reinvestment to pay in a timely manner interest on the Outstanding Notes when due, whether at
24 maturity, upon a regularly scheduled payment date or upon prior redemption. The County may
25 provide such cash obligations from the proceeds of the sale of Bonds available for that purpose
26 or from any other funds legally available for such purpose. Notwithstanding the foregoing, if
27 the Delivery Date and the date on which the Outstanding Notes mature or are subject to
28 redemption are in different fiscal years, and moneys for the payment of the interest on the
29 Outstanding Notes have not been finally appropriated in the fiscal year in which the Bonds are
30 delivered, and if the Delivery Date is after the date on which the budget for the succeeding fiscal
31 year has been submitted to the County Council and provision for the payment of the interest on

1 such Outstanding Notes has been made in such budget, in lieu of the deposit of such cash or
 2 obligations for the payment of interest on the Outstanding Notes, the County Executive, the
 3 Director of Finance and/or the Chief Administrative Officer may deliver a certificate on the
 4 Delivery Date of the Bonds stating that funds sufficient to pay the interest on the Outstanding
 5 Notes have been included in the budget for the next succeeding fiscal year (it being provided by
 6 the Bond Anticipation Note Act that the Notes shall be payable from the first proceeds of the sale
 7 of the Bonds, or from the tax or other revenue which the County shall have previously
 8 determined to apply to the payment of the Bonds and the interest thereon). Upon the deposit
 9 with the paying agent for the Outstanding Notes, or a trustee or escrow agent, of cash and/or
 10 obligations sufficient to provide for the payment of the principal of and interest on such Notes
 11 when due, as described above, such Notes shall be deemed to be paid and no longer outstanding
 12 hereunder.

13 (6) With respect to the authorization, issuance, execution, sale, delivery and payment
 14 of and for any Notes, the County Executive may determine, approve, authorize or provide for:

- 15 (i) the identification of any series of Notes;
- 16 (ii) the form of any Notes;
- 17 (iii) the denominations of the Notes;
- 18 (iv) the maturity of any Notes;
- 19 (v) the manner of execution and authentication of any Notes;
- 20 (vi) the rate or rates of interest of any Notes or the manner for determining the
 21 same;
- 22 (vii) the interest payment dates of any Notes;
- 23 (viii) the redemption provisions applicable to any Notes;
- 24 (ix) the manner of sale of any Notes, which may be by private (negotiated) sale
 25 or at public sale, and the procedures to be followed in connection with any such sale;
- 26 (x) the form and manner of execution and delivery of documents necessary or
 27 deemed appropriate in connection with the authorization, issuance, execution, sale, delivery and
 28 payment of and for any Notes; and
- 29 (xi) such other matters not inconsistent with the provisions of this Act as are
 30 necessary or deemed appropriate to accomplishing the issuance and sale of Notes hereunder,
 31 including other matters specifically authorized by the Bond Anticipation Note Act.

1 (7) As determined by the County Executive, the Notes (or any portion of them, as
2 applicable) may be issued, sold and delivered as a single series of Notes or as two or more series
3 of Notes, or may be consolidated for issuance, sale and delivery with other notes of the County
4 (including notes sold for new money and/or refunding purposes) as contemplated by Md. Local
5 Government Code Ann. § 19-101, as amended, replaced or recodified from time to time.

6 (8) References to "Bonds" in Section 12 of this Act shall be deemed to include Notes.

7 (9) The authority conferred on the County Executive in Section 13 of this Act in
8 connection with the issuance of Bonds hereunder, with respect to the appointment of paying
9 agents and a registrar, may also be exercised with respect to the issuance and sale of Notes
10 hereunder.

11 (10) References to "Bonds authorized by this Act" in Section 14 of this Act shall be
12 deemed to include Notes, unless the context clearly requires otherwise.

13 (11) Pursuant to the Bond Anticipation Note Act, the County is hereby authorized to
14 issue the aforementioned Notes as notes in the nature of commercial paper and to establish a
15 commercial paper program. Accordingly, the County is hereby authorized to issue two or more
16 separate and distinct series of its Notes, which may include (1) a series of its Notes in the nature
17 of tax-exempt commercial paper (the "Commercial Paper Notes") and (2) a series of its Notes in
18 connection with a liquidity facility, such as a revolving loan agreement, or a series of its Notes in
19 connection with a credit facility, such as a letter of credit and related agreements (collectively,
20 the "Revolving Loan Notes") (the Commercial Paper Notes and the Revolving Loan Notes being
21 collectively referred to herein as the "Program Notes"). The word "Notes," as used in this Act,
22 includes Program Notes, and it is intended that the provisions of this Act applying to Notes shall
23 include Program Notes unless the context clearly requires a contrary meaning.

24 For the purposes of this Act, the term "principal amount," when used with respect to
25 the Program Notes, shall mean (i) in the case of Commercial Paper Notes, the face amount of
26 any such Commercial Paper Note, less any original issue discount on such Commercial Paper
27 Note, and (ii) in the case of Revolving Loan Notes, the principal amount actually advanced under
28 the applicable liquidity facility or credit facility that is evidenced by any such Revolving Loan
29 Note. Accordingly, it is contemplated by this Act that the aggregate face amount of the Program
30 Notes that may be outstanding from time to time hereunder, together with other Notes issued
31 hereunder and outstanding from time to time, may exceed the aggregate principal amount of

1 Notes authorized to be outstanding hereunder at any one time.

2 Without limiting the generality of other provisions of this Act, the County Executive
3 may determine, approve, authorize or provide for:

4 (i) procedures to facilitate the prompt determination and approval of matters in
5 connection with the authorization, issuance, execution, sale, delivery and payment of and for
6 Program Notes;

7 (ii) the form and manner of execution and delivery of documents necessary or
8 deemed appropriate in connection with the authorization, issuance, execution, sale, delivery and
9 payment of and for Program Notes;

10 (iii) the selection of any trustee, issuing agent, payment agent, commercial paper
11 dealer, credit or liquidity facility provider or other provider of financial or related services
12 necessary or deemed appropriate to the authorization, issuance, execution, sale, delivery and
13 payment of and for Program Notes; and

14 (iv) such other matters not inconsistent with this Act necessary or deemed
15 appropriate to accomplishing the authorization, issuance, execution, sale, delivery and payment
16 of and for Program Notes.

17 SECTION 16. BE IT FURTHER ENACTED that it is hereby found and determined as
18 follows: (i) it is in the best interest of the County to be able to implement a flexible approach to
19 borrowing (that is, one which provides the ability to utilize variable rate demand obligations, tax-
20 exempt commercial paper and short-term municipal obligations [collectively, "Variable Rate
21 Demand Obligations"]); (ii) there is an expanding market for Variable Rate Demand Obligations,
22 which have varying and flexible maturities or redemption features, tender or purchase dates and
23 bear interest at variable rates established by a remarketing agent on the basis of current market
24 conditions, or combinations of such maturities or redemption, tender or purchase dates and rates
25 and to access this market the County must establish procedures consistent with market practices
26 for Variable Rate Demand Obligations; and (iii) existing practices in the market for Variable
27 Rate Demand Obligations and existing requirements of nationally recognized rating agencies
28 require that there be available to the issuer of Variable Rate Demand Obligations a supporting
29 credit or liquidity facility, such as a letter of credit, line of credit or revolving loan agreement,
30 pursuant to which an alternate source of borrowing will be available during any period in which
31 such obligations cannot be remarketed or sold.

1 Notes or Bonds are hereby authorized to be issued as short-term or demand obligations or
 2 commercial paper, defined above as Variable Rate Demand Obligations, including obligations
 3 that are required to be purchased or redeemed prior to stated maturity dates, bear interest at
 4 variable rates and mature on dates established from time to time by a remarketing agent on the
 5 basis of current market conditions. If any Bonds or Notes issued in accordance with this Section
 6 16 provide for the optional or mandatory redemption, tender or purchase thereof prior to stated
 7 maturity dates, the form of Bond or Note (as the case may be) may provide, to the extent
 8 permitted by law and determined by the County Executive that the full faith and credit and
 9 unlimited taxing power of the County are pledged to the payment of the purchase or redemption
 10 price on the due dates for such payments.

11 Without limiting the generality of other provisions of this Act, the County Executive may
 12 determine, approve, authorize or provide for:

13 (i) procedures for the determination of the interest rates, the interest payment dates,
 14 the maturities and any optional or mandatory redemption, tender or purchase dates of Bonds or
 15 Notes described in this Section 16 in order to implement the financing authorized hereby;

16 (ii) the form and manner of execution and delivery of documents necessary or
 17 deemed appropriate in connection with the authorization, issuance, execution, sale, delivery and
 18 payment of and for Variable Rate Demand Obligations;

19 (iii) the selection of any trustee, issuing agent, paying agent, tender agent, credit or
 20 liquidity facility provider or other provider of financial or related services necessary or deemed
 21 appropriate to the authorization, issuance, execution, sale, delivery and payment of and for
 22 Variable Rate Demand Obligations; and

23 (iv) such other matters not inconsistent with this Act necessary or deemed appropriate
 24 to accomplishing the authorization, issuance, execution, sale, delivery and payment of and for
 25 Variable Rate Demand Obligations.

26 SECTION 17. BE IT FURTHER ENACTED that Md. Local Government Code Ann. § 19-
 27 207, as amended, replaced or recodified from time to time (the "Refunding Act"), provides that
 28 refunding bonds may be issued by the County for certain public purposes specified in the
 29 Refunding Act, including realizing savings to the County in the aggregate cost of debt service on
 30 either a direct comparison or present value basis or debt restructuring that in the aggregate
 31 effects such a reduction in the cost of debt service. The County Council of Prince George's

1 County, Maryland, hereby finds and determines that the issuance of refunding bonds pursuant to
2 the terms and requirements of this Act in order to refund all or a portion of the outstanding
3 principal amount of the Bonds will effectuate and accomplish the public purpose of realizing
4 savings to the County in the aggregate cost of debt service on either a direct comparison or a
5 present value basis or of debt restructuring that in the aggregate effects such a reduction in the
6 cost of debt service.

7 SECTION 18. BE IT FURTHER ENACTED that, acting pursuant to the authority of the
8 Refunding Act , the County Charter, this Act and certain other authority pursuant to which the
9 Bonds will be issued, the issuance and sale of bonds (the "Refunding Bonds") of Prince George's
10 County, Maryland, which may be issued in one or more series from time to time as hereinafter
11 provided, are hereby authorized in an aggregate principal amount not to exceed 150% of the
12 aggregate outstanding principal amount of the Bonds to be refunded thereby (the "Refunded
13 Bonds") in order to provide funds sufficient (a) to purchase direct obligations of, or obligations
14 the timely payment of the principal of and interest on which is unconditionally guaranteed by,
15 the United States of America ("Government Obligations"), the principal of and interest on which
16 will be sufficient without reinvestment, together with any available cash, to pay in a timely
17 manner all or any part of the principal of and redemption premium, if any, and interest on the
18 Refunded Bonds, and (b) to pay any and all other costs permitted to be paid from the proceeds of
19 such Refunding Bonds under the Refunding Act, including (without limitation) funded interest,
20 the costs of issuance of such Refunding Bonds (including without limitation any bond insurance
21 premium payable by the County) and applicable underwriting fees.

22 SECTION 19. BE IT FURTHER ENACTED that the Refunding Bonds hereby authorized
23 may be sold for a price at, above, or below par, plus, if so determined by the County Executive,
24 accrued interest to the date of delivery. The Refunding Bonds shall be sold at private
25 (negotiated) sale, and such procedure is hereby determined to be in the public interest due to the
26 ability to negotiate flexible terms and achieve a beneficial interest rate or rates and the flexibility
27 to time the date of sale to maximum savings or achieve other public purposes permitted by the
28 Refunding Act. Notwithstanding the foregoing, if the County Executive subsequently
29 determines that it is in the best interests of the County to sell any or all of the Refunding Bonds
30 after first soliciting competitive bids at public sale, then the County Executive may provide for
31 the sale of such Refunding Bonds in such manner and in accordance with such procedures as he

1 or she shall deem appropriate; provided, however, that such procedures shall be substantially
 2 similar to the procedures for public sale with competitive bidding normally used by the County
 3 in connection with the sale of its general obligation bonds. Refunding Bonds issued hereunder
 4 are hereby specifically exempted from the provisions of Md. Local Government Code Ann. §§
 5 19-204 and 19-206, as amended, replaced or recodified.

6 SECTION 20. BE IT FURTHER ENACTED that as determined by the County Executive,
 7 the Refunding Bonds (or any portion of them, as applicable) may be issued, sold and delivered as
 8 a single series of Refunding Bonds or as two or more series of Refunding Bonds, or may be
 9 consolidated for issuance, sale and delivery with other bonds of the County (including bonds
 10 sold for new money and/or refunding purposes) as contemplated by Md. Local Government
 11 Code Ann. § 19-101, as amended, replaced or recodified from time to time. The Refunding
 12 Bonds of each series sold solely pursuant to the authority of this Act shall each be designated
 13 "Prince George's County, Maryland Stormwater Management Refunding Bonds, Series 20__
 14 ," and the Refunding Bonds of each series consolidated for issuance with other bonds of the
 15 County as authorized by this Section 20 shall each be designated "Prince George's County,
 16 Maryland Consolidated Stormwater Management Refunding Bonds, Series 20__", and, in the
 17 event any such Refunding Bonds are issued at more than one time, the County Executive may
 18 specify such additional designation as he or she shall deem appropriate. Moreover, the County
 19 Executive is hereby authorized to provide such other or alternative designation as he or she
 20 deems necessary or convenient.

21 Upon consolidation of any of the Refunding Bonds with general obligation bonds issued
 22 pursuant to Md. Local Government Code Ann. § 10-203, as amended, and determination of the
 23 County Executive, there shall be pledged to the payment of said Refunding Bonds the full faith
 24 and credit of the County and the power of the County to levy ad valorem taxes upon all the
 25 legally assessable property within the corporate limits of the County (in addition to the pledge
 26 and levy of taxes within the Stormwater Management District and the pledge of Clean Water Act
 27 Fees effected pursuant to Section 22 hereof).

28 SECTION 21. BE IT FURTHER ENACTED that pursuant to Section 23 of this Act, the
 29 County Executive shall determine (a) the principal amounts and maturities of each series of
 30 Refunding Bonds to be issued and (b) the portions of each series of Refunded Bonds to be
 31 refunded with the proceeds of each series of Refunding Bonds; provided, however, that the

1 issuance of any series of Refunding Bonds to refund all or any portion of one or more series of
2 Refunded Bonds will effectuate and accomplish the public purpose of realizing savings to the
3 County in the aggregate cost of debt service on either a direct comparison or a present value
4 basis with respect to the portion of any series of Refunded Bonds being refunded or debt
5 restructuring that in the aggregate effects such a reduction in the cost of debt service.

6 There may be printed on the reverse side of each series of Refunding Bonds issued
7 hereunder the text of the applicable approving legal opinion with respect thereto, and any such
8 text shall be duly certified by the manual or facsimile signature of the County Executive of the
9 County.

10 Each series of Refunding Bonds shall be in the form set forth in Attachment 2 attached to
11 and made a part of this Act with such changes in designation and purpose to reflect that such
12 Refunding Bonds are refunding bonds, and Refunding Bonds issued substantially in compliance
13 with such form, with appropriate insertions as therein indicated, when properly executed and
14 authenticated as described above, shall be deemed to constitute unconditional general obligations
15 of the County, to the payment of which, in accordance with the terms thereof, its full faith and
16 credit are pledged, and all the covenants and conditions contained in such Refunding Bonds shall
17 be deemed to be binding upon the County in accordance therewith. Authority is hereby
18 conferred on the County Executive to fill the blanks in such form with the required information,
19 to insert applicable paragraphs as indicated and to make such additions, deletions and
20 substitutions in such form, not inconsistent with this Act or the Refunding Act, as may be
21 necessary or desirable in the sale of any such series of Refunding Bonds, including (without
22 limitation) such changes as may be necessary to permit the establishment of a central depository
23 or book-entry system with respect to such series of Refunding Bonds.

24 SECTION 22. BE IT FURTHER ENACTED that, for the purpose of paying the interest
25 and redeeming and paying the Refunding Bonds, as they respectively mature or become subject
26 to mandatory redemption, the County shall include in the levy in each and every fiscal year
27 during which any of the Refunding Bonds are outstanding a direct ad valorem tax upon all
28 property assessed for tax purposes within the Stormwater Management District (except as
29 otherwise provided pursuant to Subtitle 6) at a rate required to produce the amount needed to
30 pay, in addition to the other costs of stormwater management to be paid for from amounts in the
31 Stormwater Management District Fund, for the interest on the Refunding Bonds payable during

1 such fiscal year and the principal of all of the Refunding Bonds maturing or becoming subject to
2 mandatory redemption in each such fiscal year; and in the event the proceeds from taxes so
3 levied in any such fiscal year shall prove insufficient for such purposes, additional taxes,
4 unlimited as to rate or amount, shall be levied within the Stormwater Management District in
5 succeeding fiscal years to make up such deficiency, all as authorized and provided for in Subtitle
6 6. The County may apply to the payment of the principal of and interest on the Refunding Bonds
7 any funds received by it from the State of Maryland, the United States of America, or any agency
8 or instrumentality thereof, or from any other source, if such funds are granted for the purpose of
9 assisting the County in obtaining public facilities of the class or classes of public facilities for
10 which the Refunded Bonds refunded with the proceeds of the Refunding Bonds issued pursuant
11 to this Act, or the respective portions of such Refunded Bonds, are authorized or may be
12 otherwise lawfully applied to such payment; to the extent that any such funds are applied to such
13 purposes in any fiscal year as provided herein, the taxes hereby required to be levied shall be
14 reduced proportionately.

15 The full faith and credit of the County and the unlimited taxing power of the County are
16 hereby irrevocably pledged both to the punctual payment of the maturing principal of and
17 interest on the Refunding Bonds as and when such principal and interest respectively become
18 due, and to the levy and collection of the taxes hereinabove prescribed as and when such taxes
19 become necessary in order to provide sufficient funds to meet the debt service requirements of
20 the Refunding Bonds. The County hereby solemnly covenants with each of the registered
21 owners of any of the Refunding Bonds to take all action as may be appropriate from time to time
22 during the period that any of the Refunding Bonds remain outstanding and unpaid to provide the
23 funds necessary to make the principal and interest payments on the Refunding Bonds. The debt
24 service requirements of the Refunding Bonds shall have a first and prior claim on all moneys of
25 the Stormwater Management District Fund on a parity with the claim for moneys required for
26 payment of debt service on all other County general obligation stormwater management bonds
27 issued pursuant to the authority contained in Subtitle 6, whether issued prior to or after the
28 issuance of the Refunding Bonds, and the other purposes for which funds in the Stormwater
29 Management District Fund may be disbursed pursuant to Subtitle 6. The County further
30 covenants and agrees with each of the registered owners of any of the Refunding Bonds to levy
31 and collect the taxes hereinabove prescribed.

1 In addition, there is hereby pledged to the payment of the interest on and redeeming and
2 paying the Refunding Bonds, as they respectively mature or become subject to mandatory
3 redemption, the Clean Water Act Fees collected by the County in accordance with the
4 Stormwater Acts and deposited in the Local Watershed Protection and Restoration Fund. The
5 debt service requirements of the Refunding Bonds shall have a first and prior claim on all Clean
6 Water Act Fees on deposit in the Local Watershed Protection and Restoration Fund on a parity
7 with the claim for moneys required for payment of debt service on all other County general
8 obligation stormwater management bonds to which such Clean Water Act Fees shall be pledged,
9 and the other purposes for which funds in the Local Watershed Protection and Restoration Fund
10 may be disbursed pursuant to the Stormwater Acts.

11 SECTION 23. BE IT FURTHER ENACTED that, with respect to each series of Refunding
12 Bonds sold pursuant to this Act, authority is hereby conferred on the County Executive to take
13 the following actions and make the following commitments on behalf of the County:

14 (a) in the event any series of Refunding Bonds is sold at private (negotiated) sale as
15 authorized by this Act, to sell such series of Refunding Bonds issued under this Act upon such
16 terms as he or she deems favorable under the existing market conditions to one or more banks,
17 investment banking firms or other financial institutions that, in such official's judgment, offers to
18 purchase such series of Refunding Bonds on terms such official deems favorable to the County
19 under the existing market conditions;

20 (b) in the event any series of Refunding Bonds is sold at private (negotiated) sale as
21 authorized by this Act, to approve, execute and deliver, as a binding and enforceable obligation
22 of the County, an underwriting or purchase agreement for any series of Refunding Bonds issued
23 pursuant to this Act;

24 (c) after considering any recommendations of the financial advisor to the County, if any, to
25 fix and determine the date of any such series of Refunding Bonds, the schedule of annual
26 maturities and/or sinking fund installments of any such series, the amount of any such series, the
27 amounts and particular Refunded Bonds to be refunded with the proceeds of any such series of
28 Refunding Bonds, and the interest rate or rates to be paid by the County with respect to any such
29 series, including, without limitation, the payment dates for the payment of interest with respect to
30 each maturity of any such series and all matters relating to the provision of bond insurance, if
31 any, on all or any portion of the Refunding Bonds;

1 (d) to determine whether the principal of the Refunded Bonds shall be paid at maturity, at
2 the earliest redemption date pertaining thereto, or at some later redemption date;

3 (e) in the event that the County Executive determines that it is in the best interests of the
4 County to sell any such series of Refunding Bonds by soliciting competitive bids at public sale,
5 to determine the date, time and place when proposals for the purchase of any such series of
6 Refunding Bonds will be received, to publish and/or otherwise disseminate a suitable notice of
7 sale or a summary thereof in a manner substantially similar to the procedures for public sale at
8 competitive bidding normally used by the County in connection with the sale of its general
9 obligation bonds, and to award any series of Refunding Bonds for which a legally sufficient
10 proposal has been received to the best bidder;

11 (f) to select and approve the designation of a custodian for a central depository or all
12 matters relating to registration of the Refunding Bonds under a book-entry system;

13 (g) to select a trust company or other banking institution as trustee, to hold the trust fund
14 into which the proceeds of the sale of any Refunding Bonds issued hereunder may be deposited
15 under the Refunding Act, to determine the terms of any such trust fund, including any provisions
16 relating to the payment of costs related to such trust fund, and to approve and deliver as a
17 binding commitment of the County a trust or escrow agreement, pursuant to which such trust
18 fund is established;

19 (h) to determine the manner in which the proceeds of the sale of the Refunding Bonds shall
20 be applied and to provide for the redemption prior to maturity of any of the Refunded Bonds, as
21 applicable, not inconsistent with the provisions of this Act or the Refunding Act; and

22 (i) after considering any recommendations of the County's financial advisor, to reserve to
23 the County the option to redeem or to call for mandatory tender for purchase (and to sell, transfer
24 or convey any such option to call for mandatory tender for purchase) any such series of
25 Refunding Bonds in whole or in part, at such times and upon payment of such premiums as the
26 County's financial advisor may recommend.

27 Subject to and in accordance with the provisions of this Act, the County Executive shall
28 determine for each and every series of Refunding Bonds issued pursuant to and in accordance
29 with this Act, the matters specified in paragraphs (c), (d), (f), (g), (h) and (i) above and, if a
30 determination is made to sell any such series of Refunding Bonds by soliciting competitive bids
31 at public sale, the matters specified in paragraph (e) above for such series of Refunding Bonds.

1 SECTION 24. BE IT FURTHER ENACTED that, to the extent applicable with respect to
2 any of the Authorized Projects, the County is hereby authorized pursuant to this Act and the
3 Maryland Water Quality Financing Administration Act, Sections 9-1601 to 9-1622, inclusive, of
4 the Environment Article of the Annotated Code of Maryland, as amended, replaced or recodified
5 (the "Water Quality Act"), to issue and sell by private sale to the Maryland Water Quality
6 Financing Administration (the "Water Quality Administration") any of the Bonds or Refunding
7 Bonds (or applicable portion thereof) authorized pursuant to this Act in order to evidence a loan
8 or loans (each, the "Loan") made by the Water Quality Administration to the County under one
9 or more loan agreements (each, the "Loan Agreement") between the County and the Water
10 Quality Administration with respect to any of the Authorized Projects. The County Executive is
11 hereby authorized to approve the terms and conditions of and execute and deliver the Loan
12 Agreement on behalf of the County in accordance with the provisions of the Water Quality Act.
13 As authorized by the Water Quality Act and if required by the Water Quality Administration, the
14 County hereby pledges any moneys that the County is entitled to receive from the State of
15 Maryland, including the County's share of the State income tax, to secure its obligations under the
16 Loan Agreement. Any such pledge shall be evidenced and detailed in the Loan Agreement. The
17 Loan Agreement and all the covenants and conditions set forth therein, including, without
18 limitation, the requirement to make payments to the Water Quality Administration of the annual
19 administrative fee, to pay interest at the default interest rate provided for therein, and, if so
20 required by the Water Quality Administration, to establish and maintain a debt service reserve
21 account shall be an obligation of the County in accordance with the provisions of Water Quality
22 Act.

23 SECTION 25. BE IT FURTHER ENACTED that (1) references to "Bonds" in Sections 4,
24 7, 12, 13 and 14 of this Act shall be deemed to include the Refunding Bonds and (2) references
25 to "Bonds authorized by this Act" in Section 14 of this Act shall be deemed to include the
26 Refunding Bonds, unless the context clearly indicates otherwise.

27 SECTION 26. BE IT FURTHER ENACTED that, pursuant to Md. Local Government
28 Code Ann. § 19-204, as amended, replaced or recodified from time to time (the "Registration
29 Statute"), the Bonds, the Notes or the Refunding Bonds issued hereunder may be issued in
30 "registered form" within the meaning of the Registration Statute, as may be determined by the
31 County Executive, who may determine, approve or authorize the selection of trustees, transfer

1 agents, registrars, paying or other agents, a custodian for a central depository or book-entry
2 system and appropriate agreements with any of the foregoing and such other matters not
3 inconsistent with this Act necessary or deemed appropriate in connection with the issuance of the
4 Bonds, the Notes or the Refunding Bonds in "registered form" within the meaning of the
5 Registration Statute.

6 SECTION 27. BE IT FURTHER ENACTED that, the County Executive is hereby
7 authorized, on behalf of the County, to make such undertakings, covenants or agreements for the
8 benefit of the holders of the Bonds, the Notes (including, without limitation, the Program Notes)
9 or the Refunding Bonds, as applicable, with regard to secondary market disclosure as shall be
10 necessary or appropriate to comply with the provisions of Securities and Exchange Commission
11 Rule 15c2-12, as amended, modified or replaced from time to time ("SEC Rule 15c2-12"). Such
12 authority shall include (without limitation) the power to approve and enter into continuing
13 disclosure or dissemination agreements with any third party; the power to amend or modify any
14 such undertakings, covenants, agreements, or continuing disclosure or dissemination agreements,
15 to the extent permitted by SEC Rule 15c2-12; and the power to provide for the insertion of a
16 description regarding any such secondary market disclosure covenants or agreements in any
17 applicable notice of sale, bond purchase agreement or other purchase contract, and any
18 preliminary or final official statement, offering circular, official circular or similar offering
19 document. Such undertakings, covenants or agreements shall be binding upon the County and
20 the County hereby covenants and agrees to abide by any such undertakings, covenants or
21 agreements made in accordance with this Section for the benefit of the holders of the Bonds, the
22 Notes or the Refunding Bonds, as applicable.

23 SECTION 28. BE IT FURTHER ENACTED that pursuant to the authority of Md. Local
24 Government Code Ann. § 19-236, as amended, replaced or recodified from time to time
25 ("Section 19-236"), the County may enter into one or more interest rate exchange agreements or
26 contracts providing for payments based on levels of or changes in interest rates, or combinations
27 of the foregoing, in order to improve the management of debt service or interest rate risks on all
28 or any portion of the Bonds, the Notes or the Refunding Bonds authorized hereby (the
29 "Obligations") or to reduce the cost of servicing all or any portion of such Obligations. Any such
30 interest rate exchange agreement or contract may be entered into in connection with, or
31 incidental to, all or any portion of the Obligations prior to, at the time of, or subsequent to, the

1 issuance of any such Obligations, and may apply to such Obligations and any other general
2 obligation bonds or notes, revenue bonds or notes, or other evidences of indebtedness by
3 whatever name known or funds secured, issued by the County. In connection with any such
4 interest rate exchange agreements or contracts, the County may appoint any agents necessary to
5 implement and administer such agreements or contracts. Unless contrary to the provisions of
6 Section 19-236 or other applicable law, the County Executive is hereby authorized to determine,
7 approve, authorize or provide for, after giving due consideration to the creditworthiness of the
8 counterparty or counterparties and after consulting with the Director of Finance of the County
9 and, if applicable, the financial advisor to the County: (1) the terms and conditions of the
10 transaction, the final form of the agreement or contract and the final terms and conditions of the
11 agreement or contract and (2) the appointment of any agents necessary to implement and
12 administer such agreements or contracts and the terms of compensation therefor. Nothing
13 contained in this Act shall be deemed to preclude the County Council by resolution from making
14 or providing for any of the determinations authorized by Section 19-236. The provisions of this
15 Section 28 shall be liberally construed to effectuate the provisions of Section 19-236.

16 SECTION 29. BE IT FURTHER ENACTED that any and all determinations, approvals,
17 authorizations, decisions, undertakings, specifications, covenants, agreements or provisions (by
18 whatever terminology so specified) authorized to be made by the County Executive pursuant to
19 the provisions of this Act shall be made by order of the County Executive unless otherwise
20 expressly provided herein; provided that, unless contrary to the provisions of the County Charter
21 or other applicable law, the County Executive is hereby expressly authorized to delegate by order
22 to such official or officials designated in such order the power to make any such determinations,
23 approvals, authorizations, decisions, undertakings, specifications, covenants, agreements or
24 provisions or other matters and the manner in which to evidence the same. In addition, unless
25 contrary to the provisions of the County Charter or other applicable law, the County Executive is
26 hereby authorized by order to delegate to one or more appropriate County officials the authority
27 granted to the County Executive by this Act to sign any documents, certificates or instruments,
28 or to specify that one or more appropriate County officials in addition to the County Executive
29 shall sign any such documents, certificates or instruments.

30 SECTION 30. BE IT FURTHER ENACTED that if any one or more of the provisions of
31 this Act, including any covenants or agreements provided herein on the part of the County to be

1 performed, should be contrary to law, then such provision or provisions shall be null and void
2 and shall in no way affect the validity of the other provisions of this Act or of the Bonds, the
3 Notes or the Refunding Bonds.

4 SECTION 31. BE IT FURTHER ENACTED that the provisions of this Act are hereby
5 declared to be severable; and, in the event that any section, subsection, paragraph, subparagraph,
6 sentence, clause, phrase, or word of this Act is declared invalid or unconstitutional by a court of
7 competent jurisdiction, such invalidity or unconstitutionality shall not affect the remaining
8 words, phrases, clauses, sentences, subparagraphs, paragraphs, subsections, or sections of this
9 Act, since the same would have been enacted without the incorporation in this Act of any such
10 invalid or unconstitutional word, phrase, clause, sentence, subparagraph, subsection, or section.

11 SECTION 32. BE IT FURTHER ENACTED that this Act shall take effect forty-five (45)
12 calendar days after it becomes law.

Adopted this 14th day of November, 2017.

COUNTY COUNCIL OF PRINCE
GEORGE'S COUNTY, MARYLAND

BY: _____
Derrick Leon Davis
Chairman

ATTEST:

Redis C. Floyd
Clerk of the Council

APPROVED:

DATE: _____ BY: _____
Rushern L. Baker, III
County Executive

Note: Attachment 1 is attached as an Inclusion File

ATTACHMENT 2

FORM OF BOND

(Face of Registered Bond)

REGISTERED UNITED STATES OF AMERICA REGISTERED
STATE OF MARYLAND

No. R _____ \$ _____

PRINCE GEORGE'S COUNTY, MARYLAND

STORMWATER MANAGEMENT BOND, SERIES _____

Interest Rate Maturity Date Original Issue Date CUSIP
(per annum) _____, 20_ _____

Registered Owner: Cede & Co.

Principal Amount:

Prince George's County, Maryland (the "County"), a political subdivision and a body corporate and politic of the State of Maryland, hereby acknowledges itself indebted for value received and promises to pay to the Registered Owner shown above or registered assigns on the Maturity Date shown above the Principal Amount shown above or so much thereof as shall not have been paid upon prior redemption and to pay interest thereon at the Interest Rate shown above. Principal shall be paid upon presentment and surrender of this Bond on the date such principal is payable or if such date is not a County Business Day (hereinafter defined) then on the next succeeding County Business Day at the Office of _____ (the "Paying Agent"). The interest payable on this Bond, and punctually paid or duly provided for on any interest payment date, will be paid semiannually on the _____ day of _____ and _____ in each year to the person in whose name this Bond is registered on the registration books (the "Bond Register") maintained by the Bond Registrar (hereinafter named) as of the close of business on the Regular Record Date which shall be the [fifteenth day of the month immediately preceding such interest payment date/first day of the month in which such interest payment date occurs]. Payment of the interest on this Bond shall be by wire or check as determined by the County to such person's address as it appears on the Bond Register. Any such interest not punctually paid or duly provided for shall forthwith cease to be payable to the registered owner on such Regular Record Date, and may be paid to the person in whose name this Bond is registered as of the close of business on a date to be fixed by the Bond Registrar for the payment of such defaulted interest

(the "Special Record Date"), notice of such payment date and the Special Record Date therefor being given by letter mailed first class, postage prepaid, to the registered owner of such Bond not less than 10 days prior to such Special Record Date, at the address of such owner appearing on the Bond Register, or may be paid at any time in any other lawful manner not inconsistent with the requirements of any securities exchange on which the Bonds of this issue may be listed and upon such notice as may be required by such exchange. Interest will accrue from the most recent date to which interest has been paid or, if no interest has been paid, from the Original Issue Date shown above.

"County Business Day" means any date of the year on which (i) banking institutions in New York, New York or in Maryland are not authorized or obligated by law to remain closed or on which the New York Stock Exchange is not closed or (ii) the offices of the County are not authorized or obligated by law or required by an executive order of the County Executive to be closed.

All payments of the principal of, redemption price and interest on this Bond shall be in such coin or currency of the United States of America as at the time of payment is legal tender for payment of public and private debts.

REFERENCE IS MADE TO THE FURTHER PROVISIONS OF THIS BOND SET FORTH ON THE REVERSE SIDE HEREOF WHICH SHALL FOR ALL PURPOSES HAVE THE SAME EFFECT AS THOUGH FULLY SET FORTH HEREIN.

The full faith and credit and unlimited taxing power of Prince George's County, Maryland are hereby irrevocably pledged to the payment of the principal of this Bond and of the interest payable hereon. To provide for the payment of this Bond, the County is empowered and directed to levy a direct ad valorem tax upon all property assessed for tax purposes within the stormwater management district (the "District") established by the County pursuant to the provisions of Subtitle 6 of Title 21 of Md. Local Government Code Ann., as amended ("Subtitle 6"), except as otherwise provided in Subtitle 6. In addition, Clean Water Act Fees collected by the County (the "Clean Water Act Fees") in accordance with Title 4 of the Environment Article of the Annotated Code of Maryland and Section 10-301 et seq. of the Prince George's County Code (collectively, the "Stormwater Acts") and deposited in the Local Watershed Protection and Restoration Fund have been pledged to the payment of this Bond.

The principal of and interest on this Bond are payable in the first instance from annual appropriations of the proceeds of a direct ad valorem tax which the County is empowered and directed to levy upon all property assessed for tax purposes within the District (except as otherwise provided in Subtitle 6) and to deposit in the Stormwater Management District Fund established in accordance with Subtitle 6 (the "Stormwater Management District Fund"). The County has covenanted to levy said ad valorem taxes at a rate required to produce the amount needed to pay, in addition to the other costs of stormwater management to be paid from the amounts in the Stormwater Management District Fund, for such principal and interest coming due during the ensuing fiscal year, and in the event the proceeds from taxes so levied in any such fiscal year shall prove insufficient for such payment, to levy additional taxes within the District in succeeding fiscal years to make up such deficiency.

It is hereby certified and recited that each and every act, condition and thing required to exist, to be done, to have happened, and to be performed precedent to and in the issuance of this

Bond, does exist, has been done, has happened and has been performed in full and strict compliance with the Constitution and laws of the State of Maryland, including without limitation Subtitle 6, and the Authorization Ordinance of the County referred to herein, and that the issue of Bonds, of which this Bond is one, together with all other indebtedness of the County, is within every debt and other limit prescribed by the Constitution and laws of the State of Maryland and the County.

This Bond shall not become obligatory for any purpose or be entitled to any benefit under the above-mentioned laws or the Authorization Ordinance until the Certificate of Authentication hereon shall have been signed by an authorized signatory of the Bond Registrar.

IN WITNESS WHEREOF, Prince George's County, Maryland, has caused this Bond to be signed in its name by the manual or facsimile signature of its County Executive and its corporate seal affixed or imprinted hereon manually or by facsimile, attested by the manual or facsimile signature of the Clerk of the County Council of the County; and it has caused this Bond to be authenticated by the manual signature of an authorized signatory of the Bond Registrar.

PRINCE GEORGE'S COUNTY, MARYLAND

BY _____
Rushern L. Baker, III
County Executive

(SEAL)

ATTEST:

Redis C. Floyd
Clerk of the County Council

CERTIFICATE OF AUTHENTICATION

Date of Authentication and Registration: _____

This is one of the registered bonds of Prince George's County, Maryland Stormwater Management Bonds, Series _____, of Prince George's County, Maryland.

as Bond Registrar

BY: _____
Authorized Officer

(Back of Registered Bond)

PRINCE GEORGE'S COUNTY, MARYLAND

STORMWATER MANAGEMENT BOND, SERIES _____

This Bond is one of a duly authorized issue of general obligation bonds of the County, designated "Prince George's County, Maryland Stormwater Management Bonds, Series _____", all dated _____, _____, and all of like tenor and effect, except as to numbers, interest rates, denominations, maturities and option of redemption. The Bonds are issued under the authority of Subtitle 6 of Title 21 of Md. Local Government Code Ann., as amended, replaced or recodified and Council Bill CB-__-_____, (the "Authorization Ordinance").

The Bonds maturing in any one year are issuable in fully registered form, in denominations of \$5,000 or any integral multiple thereof, not exceeding the aggregate principal amount maturing in such year.

When first issued, the Bonds of said issue will be numbered consecutively upward in the order of their maturities, but not necessarily consecutively, from No. 1 prefixed by the letter "R". Said Bonds bear interest at the following rates per annum, mature and are payable on _____ in the following years and aggregate amounts:

<u>Year of Maturity</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Year of Maturity</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2018	_____	%	2028	_____	%
2019	_____	%	2029	_____	%
2020	_____	%	2030	_____	%
2021	_____	%	2031	_____	%
2022	_____	%	2032	_____	%
2023	_____	%	2033	_____	%
2024	_____	%	2034	_____	%
2025	_____	%	2035	_____	%
2026	_____	%	2036	_____	%
2027	_____	%	2037	_____	%

[INSERT WHERE APPROPRIATE PROVISIONS REGARDING TERM BONDS, IF APPLICABLE.]

_____ will provide services as Bond Registrar to open books for the registration and for the transfer of registered Bonds. This Bond will be transferable only upon the Bond Register kept at the Office of _____ by the registered owner in person, or by

his or her attorney duly authorized in writing, upon surrender together with a written instrument of transfer in the form attached hereto and satisfactory to the Bond Registrar duly executed by the registered owner or duly authorized attorney.

This Bond may be transferred or exchanged at the office of the Bond Registrar. Upon any such transfer or exchange, the County shall issue a new registered Bond or Bonds of any of the authorized denominations in aggregate principal amount equal to the principal amount of the Bond transferred or exchanged or the unredeemed portion thereof, and maturing on the same date and bearing interest at the same rate. In each case, the Bond Registrar may require payment by the owner of this Bond requesting exchange or transfer hereof of any tax, fee or other governmental charge, shipping charges and insurance that may be required to be paid with respect to such exchange or transfer, but otherwise no charge shall be made to the owner hereof for such exchange or transfer. Said new Bond or Bonds shall be delivered to the transferee only after due authentication thereof by an authorized signatory of the Bond Registrar. The Bond Registrar shall not be required to transfer or exchange any Bond during the period beginning fifteen (15) days before any selection of Bonds to be redeemed and ending on the day of publication and mailing of the notice of redemption or to transfer or exchange any Bond called or being called for redemption in whole or in part.

The County may deem and treat the person in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of or on account of the principal or redemption price hereof and interest due hereon and for all other purposes.

Bonds maturing on or after _____, 20__, are subject to redemption prior to their respective maturities in whole or in part on _____, 20__ or at any time thereafter, at the option of the County and in the order of maturity directed by the County, at the following redemption price expressed as a percentage of the principal amount of Bonds or portions thereof to be redeemed plus accrued interest thereon to the date fixed for redemption:

<u>Period During Which Redeemed</u>	<u>Redemption</u>
_____, 20__ and thereafter	<u>Price</u>
	_____%

If fewer than all of the Bonds of any maturity shall be called for redemption, the particular Bonds or portions of Bonds to be redeemed shall be selected by lot or in such manner as the Bond Registrar and Paying Agent, at its discretion, may deem proper.

When less than all of a registered Bond in a denomination in excess of \$5,000 shall be so redeemed, then, upon the surrender of such Bond, there may be issued to the registered owner thereof, without charge, for the unredeemed balance of the principal amount of such Bond, at the option of such owner, registered Bonds in any of the authorized denominations, the aggregate face amount of such Bonds not to exceed the unredeemed balance of the registered Bond so surrendered, and to bear the same interest rate and to mature on the same date as said unredeemed balance.

If, in accordance with the foregoing option, the County elects to redeem all outstanding

Bonds, or less than all, it will give notice described herein of its intention to redeem by letter mailed first class, postage prepaid, to the registered owners of such Bonds at least thirty (30) days prior to the redemption date, at the addresses of such owners appearing on the Bond Register kept by the Bond Registrar; provided, however, that the failure to mail such notice or any defect in the notice so mailed, or in the mailing thereof shall not affect the validity of the redemption proceeding for the Bonds for which notice was properly given. Said notice shall state for all Bonds being redeemed: the maturity date, certificate numbers, redemption date, redemption price, the address of the office of the Bond Registrar and Paying Agent with a contact person and telephone number, whether the Bonds are being redeemed in whole or in part and shall also state that the interest on the Bonds so called shall cease to accrue on the date fixed for redemption and shall require that the Bonds so called be presented for redemption and payment at the designated office of the Paying Agent.

From and after the date fixed for redemption, if due notice has been given as herein provided, and the funds sufficient for payment of the redemption price and accrued interest shall be available therefor on such date, the Bonds so designated for redemption shall cease to bear interest.

Upon presentment and surrender in compliance with said notice, the Bonds so called for redemption shall be paid by the Paying Agent at the redemption price plus any accrued interest. If not so paid on presentment thereof, said Bonds so called shall continue to bear interest at the rates expressed therein until paid. All Bonds redeemed and paid hereunder will be canceled.

Registration Under DTC Book-Entry Only System

Initially, the Bonds are to be delivered and registered under the book-entry only system maintained by The Depository Trust Company, New York, New York ("DTC"). Notwithstanding anything to the contrary contained in this Bond, for so long as the Bonds are registered under the book-entry only system maintained by DTC, all references to the Registered Owner or Owners of the Bonds shall mean DTC or its partnership nominee, Cede & Co., or any successor thereto, and the manner and timing for making payments, giving notices, voting and selecting Bonds for redemption shall be governed by agreement between DTC and the County. The County may determine to replace DTC with a replacement securities depository at any time, in which event such replacement securities depository or its nominee shall be deemed to be the Registered Owner or Owners of all the Bonds, and the manner and timing for making payments, giving notices, voting and selecting the Bonds for redemption shall be governed by agreement between such replacement securities depository and the County. In addition, DTC or such replacement securities depository may determine to discontinue its services as a securities depository or the County may determine to discontinue a system of book-entry only registration of the Bonds, in which event Bonds will be delivered in authorized denominations of \$5,000 and integral multiples thereof to or at the direction of the participants of the then existing securities depository.

(Legal Opinion Certificate)

The undersigned County Executive of Prince George's County, Maryland, hereby certifies that, upon the original delivery of the Bonds, of which this is one, Co-Bond Counsel for the County rendered an opinion to the County approving the legality of the Bonds. The executed original of said opinion and supporting documents relative to the Bonds, of which this Bond is one, may be examined at the office of the undersigned, Upper Marlboro, Maryland.

County Executive

(Assignment)

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

(Please Print or Type Name and Address including Zip Code of Assignee)

the within Bond and all rights thereunder, and does hereby irrevocably constitute and appoint _____ attorney to transfer the within Bond on the Bond Register therefor, with full power of substitution in the premises.

Dated: _____

(Please Insert Social Security or other Identifying Number of Assignee)

Signature Guaranteed:

Notice: Signatures must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

(Signature of Registered Owner)

Notice: The signature to this assignment must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

PAYMENT GRID

In the event of a partial redemption or similar transaction necessitating a reduction in the Principal Amount shown above (except in the case of final maturity, in which case this Bond must be presented to the County for payment), the Registered Owner shown above may make a notation on the payment grid below indicating the amount of such reduction in the Principal Amount shown above and the outstanding Principal Amount (the “Outstanding Principal Amount”); provided, however, that no such notation indicating the Outstanding Principal Amount hereunder shall be binding upon the County, whose obligation with respect to such Outstanding Principal Amount shall be determined by the payment record maintained by the County.

Date of Payment	Principal Amount Paid	Principal Amount Outstanding	Holder Signature