

HARDIN COUNTY FISCAL COURT  
RESOLUTION NO. 2023-153

RESOLUTION REGARDING SEC DISCLOSURE RULES

RESOLUTION OF THE COUNTY OF HARDIN,  
KENTUCKY, ADOPTING CERTAIN GUIDELINES AND  
PROCEDURES TO COMPLY WITH RULE 15c2-12 OF THE  
SECURITIES AND EXCHANGE COMMISSION

**RECITALS:**

1. In accordance with the requirements of Rule 15c2-12 (the "Rule") promulgated by the Securities and Exchange Commission (the "SEC"), the County of Hardin, Kentucky (the "County") is required to provide or cause to be provided, in a timely manner, to the Electronic Municipal Market Access system ("EMMA") at <http://www.emma.msrb.org>, annual financial information and/or audited financial statements (collectively the "Annual Report") of the County generally consistent with the information contained in Official Statements used in the marketing of bonds or other obligations (the "County's Bonds"), as well as material events as set forth in the Rule. Such Annual Report will be made available in accordance with the County's continuing disclosure certificates (collectively the "Disclosure Certificates") relating to the sale or underwriting of the County's Bonds.

2. To assure ongoing compliance with the Rule and the Disclosure Certificates, the County desires to adopt the Guidelines and Procedures (the "Procedures"), attached hereto as **Exhibit A**.

**NOW, THEREFORE, BE IT RESOLVED BY THE FISCAL COURT OF THE  
COUNTY OF HARDIN, KENTUCKY:**

**Section 1. Approval of Procedures.** The Procedures for SEC Rule 15c2-12 attached hereto as **Exhibit A** are hereby approved and incorporated into this section as if expressly set forth herein. The Fiscal Court hereby covenants that unless it receives an opinion of bond counsel to the effect that failure to comply with such Procedures will not cause a violation of the Rule and Disclosure Certificates, it will comply with the attached Procedures.

**Section 2. Amendment of Procedures.** The Fiscal Court hereby delegates to the County Judge/Executive, in consultation with legal counsel, the authority to amend the Procedures on a case-by-case basis, as deemed necessary.

**Section 3. Applicable Provisions of Law.** This Resolution shall be governed by and construed in accordance with the laws of the Commonwealth of Kentucky.

**Section 4. Authorizations.** All officials and employees of the County, including the County Judge/Executive, are authorized and empowered, collectively or individually, to take all other actions and steps as they shall deem necessary or desirable in connection with the adoption and compliance with the Procedures.

**Section 5. Effective Date.** This Resolution shall take effect immediately upon its adoption.

Introduced, read, adopted, and enacted by the Fiscal Court of the County of Hardin, Kentucky, at a duly convened meeting held on July 25, 2023, signed by the County Judge/Executive indicating approval, and attested by the County Clerk.

COUNTY OF HARDIN, KENTUCKY

  
\_\_\_\_\_  
Keith L. Taul  
Hardin County Judge/Executive

Attest:

  
\_\_\_\_\_  
Brian D. Smith  
Hardin County Clerk

CERTIFICATE OF COUNTY CLERK

I, the duly qualified and acting County Clerk of the County of Hardin, Kentucky, do hereby certify that the foregoing is a true, complete, and correct copy of a Resolution read, adopted and enacted by the Fiscal Court of the County on July 25, 2023, executed by the County Judge/Executive and attested by the County Clerk, and that said Resolution has been duly recorded in the official records of the County, as shown by the official records of said County in my custody and under my control.

IN TESTIMONY WHEREOF, witness my signature as County Clerk this July 25, 2023.

  
\_\_\_\_\_  
Brian D. Smith  
Hardin County Clerk

**EXHIBIT A**  
**COUNTY OF HARDIN, KENTUCKY**  
**GUIDELINES AND PROCEDURES**  
**RELATING TO COMPLIANCE WITH**  
**RULE 15c2-12 OF THE SECURITIES AND EXCHANGE COMMISSION**

**BACKGROUND**

In accordance with the requirements of Rule 15c2-12 (the “**Rule**”) promulgated by the Securities and Exchange Commission, the County of Hardin, Kentucky (the “**County**”) is required to provide or cause to be provided, in a timely manner, to the Electronic Municipal Market Access system (“**EMMA**”) at <http://www.emma.msrb.org>, annual financial information and/or audited financial statements (collectively the “**Annual Report**”) of the County generally consistent with the information contained in Official Statements used in the marketing of the County’s bonds or other obligations (the “**County’s Bonds**”), as well as material events as set forth in the Rule. Such Annual Report will be available in accordance with the County’s continuing disclosure certificates (collectively, the “**Disclosure Certificate**”) relating to the sale or underwriting of the County’s Bonds.

The County may engage, as appropriate, disclosure agents (collectively, the “**Disclosure Agent**”) with expertise in matters relating to the Rule. These Guidelines and Procedures (the “**Procedures**”) have been approved by the Fiscal Court.

The primary responsibility for compliance with the Procedures will rest with the Treasurer of the County (the “**Compliance Officer**”).

**GENERAL REQUIREMENTS, PROCEDURES AND RESPONSIBILITIES**

**Responsibility of Compliance Officer.** The Compliance Officer is responsible for coordinating compliance with the provisions of these Procedures, the Disclosure Certificate, and the Rule. The Compliance Officer will consult with the Disclosure Agent (if any) as necessary to effectuate compliance with these Procedures.

The Compliance Officer is the individual and officer responsible for complying or causing compliance with the filing requirements of the Rule. The Compliance Officer will:

- (i) be responsible for updating, compiling, and providing or causing the update and compilation of and to provide to the Disclosure Agent (if any) the information to be filed with EMMA;
- (ii) by **February 1** of each year consult with the independent auditor for the County to determine if the audited financial statements for the County will be completed on or before **March 31** of each year;
- (iii) within 15 business days of the receipt and completion of the Annual Report, file or cause to be filed the Annual Report with EMMA;

(iv) in the event that the Annual Report is not expected to be completed on or before **March 31** of any year, file or cause to be filed with EMMA a notice that the Annual Report will not be completed and filed with EMMA by **March 31**;

(v) create an internal tickler system to cause compliance with the reporting requirements of the Rule;

(vi) report on an annual basis to the Fiscal Court that the reporting requirements of the Rule have been met or if unable to be met the reasons therefor and the information reported to EMMA relating to the failure to meet the reporting requirements of the Rule; and

(vii) file or cause to be filed any in a timely manner not in excess of ten (10) business days after the occurrence of a “**Material Event**”, notice of each Material Event to EMMA. “Material Event” has the meaning provided in the Disclosure Certificate for the relevant bond issue of the County.

**Annual Report Availability.** The County agrees to make publicly available its Annual Report. Such information regarding the County can be obtained from the office of the Compliance Officer 150 North Provident Way, Elizabethtown, Kentucky 42701, telephone: (270) 982-8484.

It is the intention and expectation of the Fiscal Court that the Annual Report with respect to each fiscal year will be either transmitted to a Disclosure Agent with the request that the information be immediately filed with, or shall otherwise be filed directly with, EMMA, as required under the Rule and the Disclosure Certificate, no later than **March 31** of each calendar year for the fiscal year of the County ended June 30. If the Fiscal Court appoints a Disclosure Agent to undertake the filing requirements of the Rule and the Disclosure Certificate, the Compliance Officer shall request confirmation from the Disclosure Agent that the Annual Report has been timely and appropriately filed with EMMA, as required under the Rule and the Disclosure Certificate.

**Reporting Compliance.** As of the date of these Procedures, the County is in compliance with the reporting requirements of the Rule for all undertakings for which they are an “obligated person” as defined in the Rule.

These Procedures are dated July 25, 2023, the date of its approval by the Fiscal Court.