

RESOLUTION NUMBER R18-018

304E CAT
Mini Excavator
4/23/18
adopted by Council
\$53,879.00

A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF SAFFORD COUNTY, ARIZONA, AUTHORIZING, PURSUANT TO THE ARIZONA REVISED STATUTES (COLLECTIVELY, "AUTHORIZING LAW"), THE INCURRING OF LEASE OBLIGATIONS IN AN AMOUNT NOT TO EXCEED \$48,783.31 TO BE EVIDENCED BY THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE-PURCHASE AGREEMENT, AN ESCROW AGREEMENT, AND AN EQUIPMENT SCHEDULE WITH RESPECT TO THE ACQUISITION, PURCHASE, FINANCING, LEASING OF CERTAIN EQUIPMENT FOR THE PUBLIC BENEFIT; AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AND AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION.

WHEREAS, the City of Safford (the "Lessee"), a body politic and corporate duly organized and existing as a political subdivision of the State of Arizona, is authorized by the laws of the State of Arizona to purchase, acquire, and lease personal property for the benefit of the Lessee and those it provides services to and to enter into contracts with respect thereto;

WHEREAS, the Lessee desires to purchase, acquire and lease certain equipment constituting personal property necessary for the Lessee to perform essential governmental functions; including without limitation a 2018 Caterpillar 304E2 Canopy Excavator purchased from Empire Cat and all other equipment Lessee or its Designated Officers may deem necessary and/or desirable (the "Equipment") in an amount not more than \$48,783.31, and the Lessee hereby finds and determines that the realistic estimated useful life of the Equipment is at least five years.

WHEREAS, the Lessee entered into a Master Equipment Lease Purchase Agreement dated as of November 30, 2017, (and proposes to enter into Equipment Schedule No. 002 dated as of May 1, 2018 and all related exhibits, schedules, and certificates attached thereto, the "Lease Agreement") with Signature Public Funding Corp. (the "Lessor") and one Escrow Agreement (together the Disbursement Request Form and Acceptance Certificate, the "Escrow Agreement", and together with the Lease Agreement, the "Transaction Documents") with the Lessor and Signature Bank, as escrow agent, the forms of which have been presented to the Governing Body of the Lessee at this meeting and Lessee desires to acquire such Equipment;

WHEREAS, the Governing Body of the Lessee deems it for the benefit of the Lessee and for the efficient and effective administration thereof to enter into the Transaction Documents for the purchase, acquisition, and leasing of the Equipment to be therein described on the terms and conditions therein provided;

NOW THEREFORE BE IT RESOLVED, by the Mayor and City Council of the City of Safford, Graham County, Arizona as follows:

Section 1. Approval of Documents. The Governing Body of the Lessee hereby approves the form, terms and provisions of the Transaction Documents in substantially the forms presented to this meeting and authorizes and directs Jason Kouts, the Mayor, Alma Flores, the Finance Director and Georgia Luster, the City Clerk, of the City of Safford, and such other persons as he/she/they may delegate (the "Designated Officers"), and each of them individually, for and in the name of and on behalf of the Lessee, to execute, attested, seal, and deliver the Transaction Documents, and any related Certificate, Exhibits, or other documents attached thereto substantially in such forms as presented herewith, together with such changes, modification, negotiations, insertions, revisions, corrections, or amendments as shall be approved by the officer executing them. The execution of the foregoing by a Designated Officer shall constitute conclusive evidence of such officer's and the Governing Body's approval of any such changes, insertions, revisions, corrections, negotiations, or amendments to the respective forms of agreements presented to this meeting.

Section 2. Other Actions Authorized. The officers and employees of the Lessee shall take all action necessary or reasonably required by the parties to the Transaction Documents to carry out, give effect to, and consummate the transactions contemplated thereby (including the execution and delivery of Certificates of Acceptance and Disbursement/Payment Requests, Notice and Acknowledgements of Assignments, and any tax certificate and agreement, each with respect to and as contemplated in the Agreement and/or Escrow Agreement) and to take all action necessary in conformity therewith, including, without limitation, the execution and delivery of any closing and other documents required to be delivered in connection with the Transaction Documents. The Designated Officers and all other officers and employees of the Lessee are hereby directed and authorized to take and shall take all action necessary or reasonably required in order to select, purchase, and take delivery of the Equipment. All actions

heretofore taken by officers, employees, and agents of the Lessee that are in conformity with the purposes and intent of this resolution are hereby approved, confirmed, and ratified.

Section 3. No General Liability. Nothing contained in this Resolution No. R18-018, the Transaction Documents, nor any other instrument shall be construed with respect to the Lessee as incurring a pecuniary liability or charge upon the general credit of the Lessee or against its taxing power, nor shall the breach of any agreement contained in this Resolution No. R18-018, the Transaction Documents, or any other instrument or document executed in connection therewith impose any pecuniary liability upon the Lessee or any charge upon its general credit or against its taxing power, as provided therein.

Section 4. Appointment of Authorized Lessee Representatives. The Designated Officers are each hereby designated to act as authorized representatives of the Lessee for purposes of the Transaction Documents until such time as the Governing Body of the Lessee shall designate any other or different authorized representative for purposes of the Transaction Documents.

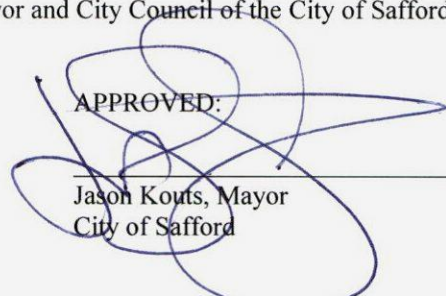
Section 5. Severability. If any section, paragraph, clause, or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution No. R18-018.

Section 6. Repealer. All bylaws, orders, and resolutions or parts thereof, inconsistent herewith, are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution, or ordinance or part thereof.

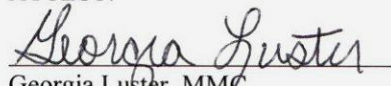
Section 7. Qualified Tax-Exempt Obligations. The Lessee, and its Governing Body, designate its obligations under the Lease Agreements as "qualified tax-exempt obligations" as defined in and for the purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

Section 8. Effective Date. This Resolution R18-018 shall be effective immediately upon its approval and adoption.


PASSED, ADOPTED, AND APPROVED by the Mayor and City Council of the City of Safford this 23rd day of April 2018.

APPROVED:


Jason Kouts, Mayor
City of Safford

ATTEST:


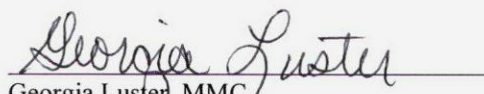
Georgia Luster, MMC
City Clerk

APPROVED AS TO FORM:


William J. Sims, II
City Attorney

CERTIFICATION

I HEREBY CERTIFY, that the foregoing Resolution Number R18-018 was duly passed and adopted by the Mayor and City Council of the City of Safford, Graham County, Arizona, at a council meeting held April 23, 2018 and that a quorum was present at the meeting.



Georgia Luster, MMC
City Clerk

April 23, 2018

Date: