

EXHIBIT B

Resolution of Governing Body

Extract of Minutes

The City Council of the City of Safford, Graham County, Arizona met in regular session at its regular meeting place in Safford, Arizona on October 13, 2014, with the following members of the Governing Body present:

	Wyn "Chris" Gibbs	Mayor
	Mary Bingham	Vice Mayor
	Kenneth Malloque	Councilmember
	Gene Seale	Councilmember
	Arnold Lopez	Councilmember
	Jim Howes	Councilmember
Absent:	Richard Ortega	Councilmember
Also Present:	Georgia Luster	City Clerk

After the meeting had been duly called to order and the minutes of the preceding meeting read and approved, the following resolution was introduced in written form, read in full, and pursuant to motion duly made by Councilman Howes and seconded by Councilman Malloque, was adopted unanimously by the following vote:

YEA: 6

Nay: 0

Resolution Number 14-037 was then signed by Wyn "Chris" Gibbs, Mayor, in open meeting and recorded by Georgia Luster, City Clerk. The resolution is as follows:

RESOLUTION NUMBER 14-037

A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF SAFFORD, GRAHAM COUNTY, ARIZONA, APPROVING THE FORM OF THE LEASE/PURCHASE AGREEMENT WITH ZIONS FIRST NATIONAL BANK, SALT LAKE CITY, UTAH AND AUTHORIZING THE EXECUTION AND DELIVERY THEREOF, AND AUTHORIZING THE MAYOR TO EXECUTE.

WHEREAS, the City Council of the City of Safford (the “Lessee”) has determined that the leasing of the property described in the Lease /Purchase Agreement (the “Lease/Purchase Agreement”) present at this meeting is for a valid public purpose and is essential to the operations of the Lessee; and,

WHEREAS, the Governing Body has reviewed the form of the Lease/Purchase Agreement and has found the terms and conditions thereof acceptable to the Lessee; and

WHEREAS, the Governing Body has taken the steps necessary to comply with the same with respect to the Lease/Purchase Agreement.

Be it resolved by the Governing Body of the City of Safford as follows:

SECTION 1. The terms of said Lease/Purchase Agreement are in the best interests of the Lessee for the leasing of the property described therein.

SECTION 2. The appropriate officers and officials of the Lessee are hereby authorized and directed to execute and deliver the Lease/Purchase Agreement in substantially the form presented to this meeting and any related documents and certificates necessary to the consummation of the transactions contemplated by the Lease/Purchase Agreement for and on behalf of the Lessee. The officers and officials of the Lessee may make such changes to the Lease/Purchase Agreement and related documents and certificates as such officers and officials deem necessary or desirable.

SECTION 3. The Officers and officials of the Governing Body and the Lessee are hereby authorized and directed to fulfill all obligations under the terms of the Lease/Purchase Agreement.

PASSED, ADOPTED AND APPROVED by the Mayor and City Council of the City of Safford, Graham County, Arizona this 13th day of October, 2014.

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Wyn "Chris" Gibbs, Mayor
City of Safford

ATTEST:

APPROVED AS TO FORM:

Georgia Luster, MMC
City Clerk

William J. Sims, III
Interim City Attorney

CERTIFICATION

State of Arizona)
) ss
County of Graham)

I, Georgia Luster hereby certify that I am the duly qualified City Clerk of the City of Safford, Graham County, Arizona.

I further certify that the above and foregoing Resolution Number 14-037 was duly passed and adopted by the Mayor and City Council of the City of Safford, Graham County, Arizona, at a Council Meeting held October 13, 2014. A quorum was present at the meeting.

In witness whereof, I have hereunto set my hand this 13th day of October, 2014.

Georgia Luster, MMC
City Clerk

Date: