

RESOLUTION NO. _____

A RESOLUTION OF THE COUNCIL OF THE CITY OF FRESNO, CALIFORNIA, AUTHORIZING THE DIRECTOR OF PUBLIC UTILITIES OR DESIGNEE TO EXECUTE AND DELIVER AN INSTALLMENT PURCHASE AGREEMENT, AN ESCROW AGREEMENT, AND EQUIPMENT SCHEDULE

WHEREAS, the Council of the City of Fresno (Council) desires to cause the City of Fresno (Borrower) to purchase, acquire, construct, equip, and furnish certain improvements to its facility (Project) as deemed necessary and/or desirable by the Director of Public Utilities or designee; and

WHEREAS, the Council desires to cause Borrower to finance the Project in an amount not to exceed \$24,234,109.00 (Financed Amount); and

WHEREAS, in order to purchase the Project, the Borrower proposes to enter into one or more Installment Purchase Agreements (together with the Project Schedules and all related exhibits, schedules, and certificates attached thereto, the "Agreements") with Alliance Funding Solutions, Inc., a California corporation (Corporation) for the Financed Amount secured in part by the net revenues of the Borrower's Sewer Enterprise Fund, and by the funds being held pursuant to that certain Escrow Agreement (together the Disbursement/Payment Request Form and Acceptance Certificate, the "Escrow Agreement" and together with the Agreements and any other agreements or documents related thereto, the "Transaction Documents") with the Corporation and an escrow agent (approved by Corporation);

Date Adopted:

Date Approved:

Effective Date:

City Attorney Approval: 

Resolution No. _____

WHEREAS, the Council deems it for the benefit of the Borrower and for the efficient and effective administration thereof to enter into the Transaction Documents the purchase of the Project to be therein described on the terms and conditions therein provided;

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Fresno as follows:

1. RESOLVED, that the Council hereby authorizes and directs the Director of Public Utilities or designee to execute and deliver the Transaction Documents;

2. RESOLVED FURTHER, that the execution of the Transaction Documents by the Director of Public Utilities shall constitute conclusive evidence of such officer's and the governing body's approval of any such changes, insertions, revisions, corrections, or amendments to the Transaction Documents;

3. RESOLVED FURTHER, that the officers and employees of the Borrower shall take all action necessary or reasonably required by the Transaction Documents to carry out, give effect to, and consummate the transactions contemplated thereby and to take all action necessary in conformity therewith;

4. RESOLVED FURTHER, that the Director of Public Utilities and all other officers and employees of the Borrower 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 Project;

5. RESOLVED FURTHER, that nothing contained in this Resolution or the Transaction Documents shall be construed with respect to the Borrower as incurring a pecuniary liability or charge upon the general credit of the Borrower or against its taxing power, nor shall the breach of any provision contained in this Resolution or the

Transaction Documents impose any pecuniary liability upon the Borrower or any charge upon its general credit or against its taxing power, except to the extent that the installment payments payable under the Transaction Documents are special limited obligations of the Borrower as provided therein;

6. RESOLVED FURTHER, that the Director of Public Utilities is hereby designated to act as authorized representatives of the Borrower for purposes of the Transaction Documents until such time as the governing body of the Borrower shall remove such designation;

7. RESOLVED FURTHER, that any actions authorized pursuant to the authority given hereunder and heretofore taken by the Borrower, or Director of Public Utilities on behalf of the Borrower, in connection with the transactions contemplated by the foregoing resolutions be, and they hereby are, approved, ratified and confirmed in all respects

8. This Written Consent may be executed in multiple counterparts, and all such executed counterparts shall constitute the same instrument.

9. This resolution shall be effective upon final approval.

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STATE OF CALIFORNIA)
COUNTY OF FRESNO) ss.
CITY OF FRESNO)

I, TODD STERMER, City Clerk of the City of Fresno, certify that the foregoing resolution was adopted by the Council of the City of Fresno, at a regular meeting held on the _____ day of _____ 2023.

AYES :
NOES :
ABSENT :
ABSTAIN :

Mayor Approval: _____, 2023
Mayor Approval/No Return: _____, 2023
Mayor Veto: _____, 2023
Council Override Vote: _____, 2023

TODD STERMER, CMC
City Clerk

By: _____
Deputy Date

APPROVED AS TO FORM:
ANDREW JANZ
City Attorney

By: _____
Brandon M. Collet Date
Supervising Deputy City Attorney