

RESOLUTION No. R-023- 124

A RESOLUTION APPROVING THE EXECUTION AND DELIVERY OF A MUNICIPAL LEASE-PURCHASE AGREEMENT WITH RESPECT TO THE ACQUISITION, FINANCING AND LEASING OF CERTAIN EQUIPMENT FOR THE PUBLIC BENEFIT WITHIN THE TERMS PROVIDED HEREIN; 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 BETWEEN FINANCIAL PACIFIC LEASING, INC DBA UMPQUA BANK EQUIPMENT LEASING & FINANCE AND THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF DOUGLAS

WHEREAS, governmental entities are authorized to enter into a municipal lease-purchase agreement by the laws of the State of Colorado to acquire, finance and lease personal property for the benefit of Douglas County and its inhabitants and to enter into contracts with respect thereto; and

WHEREAS, the Board of County Commissioners of the County of Douglas on behalf of the Douglas County Sheriff's Office ("Douglas County") and Financial Pacific Leasing, Inc. dba Umpqua Bank Equipment Leasing & Finance ("Umpqua") desire to enter into a municipal lease-purchase agreement concerning financing and leasing of certain equipment for the public benefit; and

WHEREAS, Douglas County desires to acquire, finance and lease certain equipment with a cost not to exceed \$180,000 constituting personal property necessary for Douglas County to perform essential governmental functions ("Equipment"); and

WHEREAS, in order to acquire such Equipment, Douglas County proposes to enter into a Municipal Lease-Purchase Agreements (*Agreements*) with Umpqua in the form of which has been presented to the governing body of Douglas County the Lessee at this meeting; and

WHEREAS, Douglas County deems it for the benefit and for the efficient and effective administration thereof to enter into the Agreements and the other documentation relating to the acquisition, financing and leasing of the Equipment to be described on the terms and conditions therein and herein provided;

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NOW, THEREFORE, it is hereby resolved by the governing body as follows:

1. **FINDINGS AND DETERMINATIONS.** It is hereby found and determined that the terms of the Agreements, in the form presented to Douglas County at this BOCC Business Meeting, are in the best interests of Douglas County for the acquisition, financing and leasing of the Equipment.

2. **APPROVAL OF DOCUMENTS; DESIGNATION AS BANK QUALIFIED.** The form, terms and provisions of the Agreements are hereby approved in substantially the forms presented at this BOCC Business Meeting, with such insertions, omissions and changes as shall be approved the Douglas County Board of County Commissioners executing the same, the execution of such documents being conclusive evidence of such approval. The Agreements and any related Exhibits attached thereto and to deliver the Agreements (including such Exhibits) to the respective parties.

3. **OTHER ACTIONS AUTHORIZED.** Douglas County shall take all action necessary or reasonably required by the parties to the Agreements to carry out, give effect to and consummate the transactions contemplated thereby (including the execution and delivery of a Final Acceptance Certificate, escrow agreements, disbursement requests and any tax certificate and agreement, as contemplated in the Agreements) 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 Agreements, including designation of the Agreements as “qualified tax-exempt obligations” under Section 265(b)(3)(B) of the Internal Revenue Code of 1986, as amended, if requirements for such designation can be met.

4. **APPOINTMENT OF AUTHORIZED REPRESENTATIVES.** Douglas County is hereby designated to act as authorized representatives for purposes of the Agreements and any escrow agreements until such time as the governing body of Douglas County shall designate any other or different authorized representative for purposes of the Agreements or any escrow agreement.

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.


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

7. **EFFECTIVE DATE.** This Resolution shall be effective immediately upon its approval and adoption.

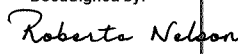
BE IT RESOLVED, BY THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF DOUGLAS, STATE OF COLORADO, that the municipal lease-purchase agreement between the Board of County Commissioners of the County of Douglas and Umpqua, is hereby approved, and the Chair of the Board is authorized to execute the agreement on behalf of Douglas County.

PASSED AND ADOPTED this 18th day of December, 2023, in Castle Rock, Douglas County, Colorado.

**BOARD OF COUNTY COMMISSIONERS
OF DOUGLAS COUNTY:**

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BY: _____
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Chair

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ATTEST:
DocuSigned by:


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Roberta Nelson
Clerk to the Board

