



TOWN OF KNIGHTDALE

950 Steeple Square Court
Knightdale, NC 27545
KnightdaleNC.gov

RESOLUTION #23-04-19-002

A RESOLUTION OF THE TOWN OF KNIGHTDALE, NORTH CAROLINA, APPROVING AN INSTALLMENT FINANCING CONTRACT AND DELIVERY THEREOF AND PROVIDING FOR CERTAIN OTHER RELATED MATTERS

WHEREAS, the Town of Knightdale, North Carolina (the “*Town*”) is a municipal corporation validly existing as such under and by virtue of the constitution, statutes and laws of the State of North Carolina (the “*State*”);

WHEREAS, the Town has the power, pursuant to the General Statutes of North Carolina to (1) enter into installment contracts in order to purchase, or finance or refinance the purchase of, real or personal property and to finance or refinance the construction or repair of fixtures or improvements on real property and (2) create a security interest in some or all of the property financed or refinanced to secure repayment of the purchase price;

WHEREAS, the Town Council (the “*Town Council*”) hereby determines that it is in the best interests of the Town to receive an advance of funds in an aggregate principal amount of not more than \$3,700,000 by entering into an Installment Financing Contract (the “*Contract*”) with JPMorgan Chase Bank, N.A. (the “*Lender*”) to (1) finance the construction and equipping of a fire station in the Town (“*Forestville Rd. Fire Station*”) and the acquisition of two pumper trucks (collectively, the “*Project*”), and (2) pay the costs related to the execution and delivery of the Contract;

WHEREAS, the obligation of the Town to make Installment Payments under the Contract is a limited obligation of the Town payable solely from currently budgeted appropriations of the Town and does not constitute a pledge of the faith and credit of the Town within the meaning of any constitutional debt limitation;

WHEREAS, in order to provide security for the Town’s obligations under the Contract, the Town will grant to the Lender a security interest under a deed of trust, security agreement and fixture filing (the “*Deed of Trust*”) in the Town’s fee simple interest in the real property on which the Forestville Rd. Fire Station will be located, together with all improvements and fixtures located thereon;

WHEREAS, a public hearing on the Contract and the financing of the Project after publication of a notice with respect to such public hearing must be held and the Town Council conducted such public hearing at its March 15, 2023 meeting;

WHEREAS, there has been made available to the Town Council the form of the Contract and the Deed of Trust which the Town proposes to approve, enter into and deliver, as applicable, to effectuate the proposed financing; and

WHEREAS, it appears that each of the Contract and the Deed of Trust (collectively, the “*Instruments*”) is in appropriate form and is an appropriate instrument for the purposes intended.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF KNIGHTDALE, NORTH CAROLINA, AS FOLLOWS:

Section 1. *Approval, Authorization and Execution of Instruments.* The Town hereby approves the financing of the Project in accordance with the terms of the Instruments, which will be valid, legal and binding obligations of the Town in accordance with their respective terms. The Town hereby approves the amount to be advanced by the Lender to the Town pursuant to the Contract in an aggregate principal amount not to exceed \$3,700,000, such amount to be repaid by the Town to the Lender as provided in the Contract. The form, terms and content of the Instruments are in all respects authorized, approved and confirmed, and each of the Mayor, the Town Manager, the Finance Director, and the Town Clerk or their respective designees (individually and collectively, the “*Authorized Officers*”) are authorized, empowered and directed to execute and deliver the Instruments for and on behalf of the Town, including necessary counterparts, in substantially the forms presented to the Town Council, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of their approval of any and all such changes, modifications, additions or deletions, and that from and after the execution and delivery of the Instruments, each of the Authorized Officers is hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Instruments as executed.

Section 2. *Further Actions.* Each of the Authorized Officers is hereby designated as the Town’s representative to act on behalf of the Town in connection with the transactions contemplated by the Instruments, and each of the Authorized Officers is authorized and directed to proceed with the financing of the Project in accordance with the terms of the Instruments and to seek opinions on matters of law from the Town Attorney, which the Town Attorney is authorized to furnish on behalf of the Town, and opinions of law from such other attorneys for all documents contemplated hereby as required by law. Each of the Authorized Officers is hereby authorized to designate one or more employees of the Town to take all actions which each of the Authorized Officers is authorized to perform under this Resolution, and each of the Authorized Officers, including their designees, is in all respects authorized on behalf of the Town to supply all information pertaining to the transactions contemplated by the Instruments. Each of the Authorized Officers is authorized to execute and deliver for and on behalf of the Town any and all additional certificates, documents, opinions or other papers and perform all other acts as may be required by the Instruments or as they may deem necessary or appropriate in order to implement and carry out the intent and purposes of this Resolution. Any and all acts of the Authorized Officers may be done individually or collectively.

Section 3. *Related Actions.* All acts and doings of officers, employees and agents of the Town, whether taken prior to, on, or after the date of this Resolution, that are in conformity with and in furtherance of the purposes and intents of this Resolution as described above shall be, and the same hereby are, in all respects ratified, approved and confirmed.

Section 4. *Repealer.* All motions, orders, resolutions, ordinances and parts thereof, in conflict herewith are hereby repealed.

*Section 5. **Severability.*** If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

*Section 6. **Effective Date.*** That this Resolution is effective on the date of its adoption.

This the 19th day of April, 2023

BY: _____
Jessica Day, Mayor

ATTEST: _____
Heather M. Smith, Town Clerk

