



Resolution 2018-29
Approving Financing Terms for 251 South Street

WHEREAS, The Town of Davidson (the “Town”) has previously determined to undertake a project for the purchase and improvement of facilities and related real property located at 251 South Street (the “Project”), and the Finance Officer has now presented a proposal for the financing of such Project.

NOW, THEREFORE, BE IT RESOLVED:

1. The Town hereby determines to finance the Project through Sterling National Bank (“SNB”), in accordance with the proposal dated November 6, 2018. The amount financed shall not exceed \$2,550,000.00, the annual interest rate (in the absence of default or change in tax status) shall not exceed 3.89%, and the financing term shall not exceed May 1, 2039, approximately 20 years from closing.
2. All financing contracts and all related documents for the closing of the financing, including an Installment Financing Contract and a Deed of Trust, Security Agreement and Fixture Filing (the “Financing Documents”) shall be consistent with the foregoing terms. The Mayor, the Town Manager and the Finance Director of the Town are hereby authorized and directed to execute and deliver any Financing Documents, and to take all such further action as they may consider necessary or desirable, to carry out the financing of the Project as contemplated by the proposal and this resolution.
3. The Finance Director is hereby authorized and directed to hold executed copies of the Financing Documents until the conditions for the delivery of the Financing Documents have been completed to such officer's satisfaction. The Finance Director is authorized to approve changes to any Financing Documents previously signed by Town officers or employees, provided that such changes shall not substantially alter the intent of such documents or certificates from the intent expressed in the forms executed by such officers. The Financing Documents shall be in such final forms as the Finance Director shall approve, with the Finance Director's release of any Financing Document for delivery constituting conclusive evidence of such officer's final approval of the Document's final form.
4. The Town shall not take or omit to take any action the taking or omission of which shall cause its interest payments on this financing to be includable in the gross income for federal income tax purposes of the registered owner of the interest payment obligations. The Town hereby designates its obligations to make principal and interest payments under the Financing Documents as "qualified tax-exempt obligations" for the purpose of Internal Revenue Code Section 265(b)(3).

5. The Town intends that the adoption of this resolution will be a declaration of the Town's official intent to reimburse expenditures for the project that is to be financed from the proceeds of the SNB financing described above. The Town intends that funds that have been advanced, or that may be advanced, from the Town's general fund, or any other Town fund related to the project, for project costs may be reimbursed from the financing proceeds.
6. All prior actions of Town officers in furtherance of the purposes of this resolution are hereby ratified, approved and confirmed. All other resolutions (or parts thereof) in conflict with this resolution are hereby repealed, to the extent of the conflict. This resolution shall take effect immediately.

Adopted on the 27th day of November, 2018.

Rusty Knox, Mayor

Attest:

Elizabeth K. Shores, Town Clerk

(SEAL)