



**NOTICE OF A SPECIAL MEETING  
THE BRENHAM CITY COUNCIL  
MONDAY, MARCH 13, 2017 AT 8:00 A.M.  
SECOND FLOOR CITY HALL  
COUNCIL CHAMBERS  
200 W. VULCAN  
BRENHAM, TEXAS**

**1. Call Meeting to Order**

**REGULAR SESSION**

**2. Discuss and Possibly Act Upon a Resolution and Declaration of Official Intent (Designated as Resolution No. R-17-004) Approving Financing with JPMorgan Chase Bank for the Lease-Purchase of Equipment for Various City Departments**

**Pages 1-3**

**Adjourn**

***CERTIFICATION***

I certify that a copy of the March 13, 2017 agenda of items to be considered by the City of Brenham City Council was posted to the City Hall bulletin board at 200 W. Vulcan, Brenham, Texas on March 9, 2017 at **3:15 PM**.

***Kacey A. Weiss***

Deputy City Secretary

**Disability Access Statement:** This meeting is wheelchair accessible. The accessible entrance is located at the Vulcan Street entrance to the City Administration Building. Accessible parking spaces are located adjoining the entrance. Auxiliary aids and services are available upon request (interpreters for the deaf must be requested twenty-four (24) hours before the meeting) by calling (979) 337-7567 for assistance.

I certify that the attached notice and agenda of items to be considered by the City Council was removed by me from the City Hall bulletin board on the \_\_\_\_\_ day of \_\_\_\_\_, 2017 at \_\_\_\_\_ AM PM.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Title



**AGENDA ITEM 2**

|  |   |  |
|--|---|--|
| <b>DATE OF MEETING:</b> March 13, 2017   |   | <b>DATE SUBMITTED:</b> March 9, 2017             |
| <b>DEPT. OF ORIGIN:</b> Finance  |   | <b>SUBMITTED BY:</b> Carolyn D. Miller           |
| <b>MEETING TYPE:</b>   | <b>CLASSIFICATION:</b>                      | <b>ORDINANCE:</b>                                |
| <input type="checkbox"/> REGULAR   | <input type="checkbox"/> PUBLIC HEARING     | <input type="checkbox"/> 1 <sup>ST</sup> READING |
| <input checked="" type="checkbox"/> SPECIAL  | <input type="checkbox"/> CONSENT            | <input type="checkbox"/> 2 <sup>ND</sup> READING |
| <input type="checkbox"/> EXECUTIVE SESSION   | <input checked="" type="checkbox"/> REGULAR | <input checked="" type="checkbox"/> RESOLUTION   |
|  | <input type="checkbox"/> WORK SESSION       |  |
| <b>AGENDA ITEM DESCRIPTION:</b> Discuss and Possibly Act Upon a Resolution and Declaration of Official Intent (Designated as Resolution No. R-17-004) Approving Financing with JPMorgan Chase Bank for the Lease-Purchase of Equipment for Various City Departments  |   |  |
| <b>SUMMARY STATEMENT:</b> In order to finalize the JPMorgan Chase Equipment lease transaction, a Resolution and Declaration of Intent must be approved by the governing body.<br><br>Unfortunately, we did not have this document from JPMorgan Chase when the Council approved the equipment financing proposal at the February 16, 2017 meeting. |   |  |
| <b>STAFF ANALYSIS (For Ordinances or Regular Agenda Items):</b><br><b>A. PROS:</b><br><b>B. CONS:</b>  |   |  |
| <b>ALTERNATIVES (In Suggested Order of Staff Preference):</b>  |   |  |
| <b>ATTACHMENTS:</b> (1) Resolution and Declaration of Intent (Resolution No. R-17-004)   |   |  |
| <b>FUNDING SOURCE (Where Applicable):</b>  |   |  |
| <b>RECOMMENDED ACTION:</b> Approve the Resolution and Declaration of Official Intent (Designated as Resolution No. R-17-004) Approving Financing with JPMorgan Chase Bank for the Lease-Purchase of Equipment for Various City Departments   |   |  |
| <b>APPROVALS:</b> Terry K. Roberts   |   |  |

# Resolution No. R-17-004

## RESOLUTION AND DECLARATION OF OFFICIAL INTENT

Lessee: CITY OF BRENHAM

Principal Amount Expected To Be Financed: \$1,918,082.00

WHEREAS, the above Lessee is a political subdivision of the State in which Lessee is located (the "State") and is duly organized and existing pursuant to the constitution and laws of the State.

WHEREAS, pursuant to applicable law, the governing body of the Lessee ("Governing Body") is authorized to acquire, dispose of and encumber real and personal property, including, without limitation, rights and interests in property, leases and easements necessary to the functions or operations of the Lessee.

WHEREAS, the Governing Body hereby finds and determines that the execution of one or more lease-purchase agreements ("Equipment Leases") in the principal amount not exceeding the amount stated above ("Principal Amount") for the purpose of acquiring the property generally described below ("Property") and to be described more specifically in the Equipment Leases is appropriate and necessary to the functions and operations of the Lessee.

**Brief Description Of Property:** See Attached Schedule A-1

WHEREAS, JPMorgan Chase Bank, N.A. ("Lessor") is expected to act as the lessor under the Equipment Leases.

WHEREAS, the Lessee may pay certain capital expenditures in connection with the Property prior to its receipt of proceeds of the Equipment Leases ("Lease Purchase Proceeds") for such expenditures and such expenditures are not expected to exceed the Principal Amount.

WHEREAS, the U.S. Treasury Department regulations do not allow the proceeds of a tax-exempt borrowing to be spent on working capital and the Lessee shall hereby declare its official intent to be reimbursed for any capital expenditures for Property from the Lease Purchase Proceeds.

NOW, THEREFORE, Be It Resolved by the Governing Body of the Lessee:

SECTION 1. Either one of the (insert title) Mayor OR the (insert title) Mayor Pro Tem (each an "Authorized Representative") acting on behalf of the Lessee is hereby authorized to negotiate, enter into, execute, and deliver one or more Equipment Leases in substantially the form set forth in the document presently before the Governing Body, which document is available for public inspection at the office of the Lessee. Each Authorized Representative acting on behalf of the Lessee is hereby authorized to negotiate, enter into, execute, and deliver such other documents relating to the Equipment Lease (including, but not limited to, escrow agreements) as the Authorized Representative deems necessary and appropriate. All other related contracts and agreements necessary and incidental to the Equipment Leases are hereby authorized.

SECTION 2. By a written instrument signed by any Authorized Representative, said Authorized Representative may designate specifically identified officers or employees of the Lessee to execute and deliver agreements and documents relating to the Equipment Leases on behalf of the Lessee.

SECTION 3. The aggregate original principal amount of the Equipment Leases shall not exceed the Principal Amount and shall bear interest as set forth in the Equipment Leases and the Equipment Leases shall contain such options to purchase by the Lessee as set forth therein.

SECTION 4. The Lessee's obligations under the Equipment Leases shall be subject to annual appropriation or renewal by the Governing Body as set forth in each Equipment Lease and the Lessee's obligations under the Equipment Leases shall not constitute a general obligations of the Lessee or indebtedness under the Constitution or laws of the State.

SECTION 5. The Governing Body of Lessee anticipates that the Lessee may pay certain capital expenditures in connection with the Property prior to the receipt of the Lease Purchase Proceeds for the Property. The Governing Body of Lessee hereby declares the Lessee's official intent to use the Lease Purchase Proceeds to reimburse itself for Property expenditures. This section of the Resolution is adopted by the Governing Body of Lessee for the purpose of establishing compliance with the requirements of Section 1.150-2 of Treasury Regulations. This section of the Resolution does not bind the Lessee to make any expenditure, incur any indebtedness, or proceed with the purchase of the Property.

**SECTION 6.** As to each Equipment Lease, Lessee hereby designates each Equipment Lease as a "qualified tax-exempt obligation" for the purposes of and within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended ("Code") and Lessee reasonably anticipates that the total amount of Section 265 Tax-Exempt Obligations to be issued during the current calendar year by Lessee, or by an entity controlled by Lessee or by another entity the proceeds of which are loaned to or allocated to Lessee for purposes of Section 265(b) of the Code will not exceed \$10,000,000. "Section 265 Tax-Exempt Obligations" are obligations the interest on which is excludable from gross income of the owners thereof under Section 103 of the Code, except for private activity bonds other than qualified 501(c)(3) bonds, both as defined in Section 141 of the Code.

**SECTION 7.** This Resolution shall take effect immediately upon its adoption and approval.

ADOPTED AND APPROVED on this March 13, 2017

The undersigned Secretary/Clerk of the above-named Lessee hereby certifies and attests that the undersigned has access to the official records of the Governing Body of the Lessee, that the foregoing resolutions were duly adopted by said Governing Body of the Lessee at a meeting of said Governing Body and that such resolutions have not been amended or altered and are in full force and effect on the date stated below.

\_\_\_\_\_  
Signature of Secretary/Clerk of Lessee

Print Name: Jeana Bellinger

Official Title: City Secretary

Date: 3/13/2017