

**COLORADO CITY METROPOLITAN DISTRICT  
RESOLUTION NO. 07-2019**

**RESOLUTION AUTHORIZING EQUIPMENT LEASE/PURCHASE AGREEMENT  
WITH NBH BANK AND AUTHORIZING THE FORM, EXECUTION, AND DELIVERY  
OF THE LEASE/PURCHASE AGREEMENT AND RELATED DOCUMENTS**

**RECITALS**

WHEREAS, Colorado City Metropolitan District (the “District”), in the County of Pueblo and State of Colorado, is duly organized and existing under the Constitution and the laws of the State of Colorado; and

WHEREAS, the District is a quasi-municipal corporation and a political subdivision of the State of Colorado, existing as a special district under the Constitution and laws of the State of Colorado and operating pursuant to Title 32, Article 1, Colorado Revised Statutes; and

WHEREAS, the members of the Board of Directors of the District (“Board”) have been duly elected or appointed and qualified; and

WHEREAS, the Board has determined the need to acquire a used 2007 Deere Grader for the District’s use in its governmental capacity (“Equipment”); and

WHEREAS, the Board has further determined that in order to finance the acquisition of the Equipment, it is necessary and advisable and in the best interests of the District to enter into an Equipment Lease/Purchase Agreement (“Lease/Purchase Agreement”) with NBH Bank (“NBH”), a Colorado state-chartered bank, in the principal amount of \$90,000, with non-default interest rate of 3.58%, pursuant to which NBH shall lease the Equipment to the District for renewable one-year terms with the option to purchase the Equipment on any Payment Date by paying the Option Purchase Price; and

WHEREAS, capitalized terms used but not otherwise defined have the meaning assigned to them in the Lease/Purchase Agreement; and

WHEREAS, the District may enter into contracts and agreements affecting the affairs of the District pursuant to § 32-1-1001(1)(d)(I), C.R.S.; and

WHEREAS, pursuant to § 32-1-1001(1)(f), C.R.S., the Board has the power “[t]o 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 the operation of the special district . . .”; and

WHEREAS, a form of the Lease/Purchase Agreement has been presented to the Board; and

WHEREAS, the Board desires to approve and authorize the acquisition of the Equipment, to approve the form of the Lease/Purchase Agreement, and to authorize the execution thereof.

## RESOLUTION

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS THAT:

Section 1. Approvals and Authorizations. The Board hereby approves and authorizes the lease and option to purchase the Equipment by the District under the terms of the Lease/Purchase Agreement. The form of the Lease/Purchase Agreement presented at this meeting and incorporated herein by reference is hereby approved. The District shall enter into and perform its obligations under the Lease/Purchase Agreement in the form of such document, with such changes as are not inconsistent herewith and as are hereafter approved by the Director of Finance of the District. The Director of Finance of the District and the Secretary of the District, and in their absence, the Manager of the District and/or any member of the Board of the District (collectively the "Authorized Officers"), are hereby authorized and directed to execute the Lease/Purchase Agreement and to affix the seal of the District thereto, and further to execute and authenticate such other documents or certificates as are deemed necessary or desirable in connection therewith. The Lease/Purchase Agreement shall be executed in substantially the form approved at this meeting.

The execution of any instrument or certificate or other document in connection with the matters referred to herein by the Director of Finance and the Secretary, and in their absence, the Manager of the District and/or any member of the Board of the District, shall be conclusive evidence of the approval by the District of such instrument.

Section 2. Direction to Take Authorizing Action. The Authorized Officers of the District and members of the Board are hereby authorized and directed to take all other actions necessary or appropriate to effectuate the provisions of this Resolution, including but not limited to completion and execution of such certificates and affidavits as may reasonably be required by NBH.

Section 3. Ratification and Approval of Prior Actions. All actions heretofore taken by the officers, District Manager or Director of Finance and members of the Board of the District not inconsistent with the provisions of this Resolution, relating to the Lease/Purchase Agreement or the lease of the Equipment, or actions to be taken in respect thereof, are hereby authorized, ratified, approved, and confirmed.

Section 4. Repealer. All acts, orders, ordinances, or resolutions, or parts thereof, in conflict herewith are hereby repealed to the extent of such conflict.

Section 5. Severability. Should any one or more sections or provisions of this Resolution be judicially determined invalid or unenforceable, such determination shall not affect, impair, or invalidate the remaining provisions hereof, the intention being that the various provisions hereof are severable.

Section 6. Record Keeping. This Resolution, as adopted by the Board, will be recorded in the District's official records.

Section 7. Effective Date. This Resolution is effective immediately upon adoption.

A motion was made and seconded, and, upon a majority vote, this Resolution was **ADOPTED AND APPROVED** by the Board this 26<sup>th</sup> day of March, 2019.

**COLORADO CITY METROPOLITAN  
DISTRICT**

By:  \_\_\_\_\_  
Terry Kraus, Chairperson

[SEAL]

ATTEST:

 \_\_\_\_\_  
Gregory Collins, Secretary

STATE OF COLORADO )  
 )  
 COUNTY OF PUEBLO ) SS.  
 )  
 COLORADO CITY METROPOLITAN )  
 DISTRICT ) )

I, Gregory Collins, the duly qualified and acting Secretary of Colorado City Metropolitan District, Pueblo County, Colorado (“District”), do hereby certify:

(a) The foregoing pages are a true and correct copy of a resolution (“Resolution”) passed and adopted by the Board of Directors (“Board”) of the District at a regular meeting held on March 26, 2019.

(b) The Resolution was duly moved, seconded and adopted at the regular meeting of March 26, 2019, by an affirmative vote of a majority of the members of the Board, as follows:

<u>Name</u>	<u>“Yes”</u>	<u>“No”</u>	<u>Absent</u>	<u>Abstain</u>
Terry Kraus, Chairman	X			
Gregory Collins, Secretary	X			
Harry Hochstetler, Treasurer	X			
Justin Hunter, Director				
Robert Cook, Director		X	X	

(c) The members of the Board were present at such meeting and voted on the passage of such Resolution as set forth above.

(d) The Resolution was approved and authenticated by the signature of the Chairman of the Board, sealed with the District seal, attested by the Secretary and recorded in the minutes of the Board.

(e) There are no bylaws, rules or regulations of the Board that might prohibit the adoption of said Resolution.

(f) Notice of the regular meeting of March 26, 2019, in the form attached hereto as **Exhibit A** was posted in at least three public places within the limits of the District, and, in addition, such notices were posted in the office of the Pueblo County Clerk and Recorder not less than 72 hours prior to the meetings in accordance with law.

2019. WITNESS my hand and the seal of said District affixed this 26th day of March,



(SEAL)

  
Secretary

**EXHIBIT A**

(Attach Notice of Meeting)

