

RESOLUTION NO. 21-002 OF THE
JAMES ISLAND PUBLIC SERVICE DISTRICT, SOUTH CAROLINA
APPROVING FINANCING TERMS FOR
VEHICLES AND EQUIPMENT; AND OTHER MATTERS RELATED THERETO

WHEREAS, the James Island Public Service District, South Carolina ("JIPSD") is a public body corporate and politic of the State of South Carolina created pursuant to the provisions of Act No. 498 of the Acts and Joint Resolutions of the General Assembly of the State of South Carolina, regular Session of 1961, as amended; and

WHEREAS, the JIPSD has previously expended funds necessary to acquire or intends to acquire [certain dump trucks, grapple loaders, a fire truck, operational vehicles, mobile equipment, office equipment, and IT equipment] (the "Equipment").

WHEREAS, the JIPSD acting through the James Island Public Service District Commission, as the governing body of JIPSD (the "Commission"), has determined to finance the acquisition of the Equipment (or reimburse itself, as applicable) through a Lease Purchase Financing with US Bancorp Government Leasing and Finance, Inc. ("USBGLF").

NOW, THEREFORE, BE IT RESOLVED by the Commission the in a meeting duly assembled, as follows:

1. The District hereby determines to finance the acquisition and reimbursement of the Equipment through USBGLF in accordance with the proposal dated [April 13], 2021 (the "Financing"). The amount of the Financing shall not exceed \$1,624,978 and the annual interest rate (in the absence of default or change in tax status) shall not exceed 2.099% for a term of seven (7) years. As necessary to minimize the interest costs paid by JIPSD through the Financing, JIPSD may enter into one or more Property Schedules for the Financing with USBGLF under the terms of the Master Lease Agreement dated November 20, 2015 (the "Master Lease"); on the advice of legal counsel, JIPSD may negotiate, execute and deliver certain amendments to the Master Lease. Further, respecting the Property Schedules, each such schedule may be issued on a taxable or tax-exempt basis, so long as (i) the aggregate par amount of the Property Schedules does not exceed \$1,609,266, (ii) the interest rate for each Property Schedule does not exceed 2.099%, and (iii) the term of each Property Schedule does not exceed seven years. In the discretion of the District Manager of JIPSD (the "District Manager"), any of the Property Schedules may be issued for an amount, interest rate and term that is less than the limits described in the foregoing sentence.

2. All contracts and related documents for the Financing (the "Financing Documents") shall be consistent with the foregoing terms. The District Manager 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 District Manager is authorized to approve changes to any Financing Documents previously signed by District officers or associates, 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 District Manager shall approve, with the District Manager's release of any Financing Document for delivery constituting conclusive evidence of such officer's final approval of the Document's final form. The financing documents shall include a Financing Agreement and a Project Fund Agreement as USBGLF may request.

3. To the extent any portion of the Financing or any Property Schedule is issued on a tax-exempt basis, the JIPSD shall not take or omit to take any action the taking or omission of which shall cause its interest payments on Financing to be includable in the gross income for federal income tax purposes of the registered owners of the interest payment obligations. To the extent any portion of the Financing or any Property Schedule is issued on a tax-exempt basis, the JIPSD 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).

4. Upon the adoption hereof, the provisions of this Resolution shall be in full force and effect and this Resolution shall amend, restate and replace Resolution No. 21-001 dated March 22, 2021 ("Resolution No. 21-001") in its entirety.

5. All prior actions of JIPSD officers in furtherance of the purposes of this Resolution are hereby ratified, approved and confirmed. All other resolutions (or parts thereof), specifically including Resolution No. 21-001, in conflict with this resolution are hereby repealed, to the extent of the conflict. This resolution shall take effect immediately upon its adoption.

ADOPTED, this 26th day of April 2021.

JAMES ISLAND PUBLIC SERVICE DISTRICT, SOUTH CAROLINA

Marilyn T. Chaff
Chair,

James Island Public Service District Commission

BR Wooley

Secretary,

James Island Public Service District Commission

