

A RESOLUTION NO. 23-01 OF THE JAMES ISLAND PUBLIC SERVICE DISTRICT, SOUTH CAROLINA TO AUTHORIZE A LEASE-PURCHASE FINANCING IN AN AMOUNT NOT EXCEEDING THREE MILLION FOUR HUNDRED THOUSAND DOLLARS (\$3,400,000), AND OTHER MATTERS RELATING THERETO

WHEREAS, the James Island Public Service District, South Carolina (the “*District*”) is a special purpose district created by Act No. 498 of the Acts and Joint Resolutions of the General Assembly of the State of South Carolina for the year 1961, as amended, located in Charleston County, South Carolina, and as such possesses all general powers granted to special purpose districts;

WHEREAS, the District has determined that the need exists to acquire various vehicles and equipment, all generally described on Exhibit A attached hereto (collectively, the “*Capital Items*”);

WHEREAS, the Capital Items are essential to the operations of the District;

WHEREAS, the Capital Items shall be acquired by and titled (as applicable) in the name of the District; and

WHEREAS, the District has determined to negotiate with financial institutions and receive proposals to finance the Capital Items.

BE IT THEREFORE RESOLVED, as follows:

1. The District hereby determines to finance the acquisition of the Capital Items (the “*Financing*”). The District hereby authorizes the District Manager (the “*District Manager*”) to negotiate the Financing with certain financial institutions and award the Financing to the lessor that the District Manager, in his sole discretion, determines. To the extent the District Manager has already begun such negotiations, all such actions associated therewith are ratified and approved in their entirety. The Financing may be separated into multiple series of obligations, which may be issued on tax-exempt and/or taxable basis as determined by legal counsel to the District. The amount of the Financing, including any costs of issuance associated therewith, shall not exceed \$3,400,000 (the “*Lease Amount*”) and the final Lease Amount, term, closing date, and other material terms for the Financing shall be determined by the District Manager. However, in no event shall the interest rate on the Financing exceed 6.00% per annum.

2. All financing contracts and all related documents for the closing of the Financing (the “*Financing Documents*”) shall be consistent with the foregoing terms. The District Manager is 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 as contemplated by the provisions of this resolution (this “*Resolution*”).

3. The District Manager is hereby directed and authorized to hold executed copies of the Financing Documents until the conditions for delivery of the Financing Documents have been completed to his satisfaction. 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 final form of any of the Financing Documents.

4. The District shall not take or omit to take any action the taking or omission of which shall cause its interest payments on the Financing to be includable in the gross income for federal tax purposes of the registered owners of the Financing. To the extent the District does not intend to issue more than \$10 million of tax-exempt obligations in calendar year 2023, the District hereby designates the Financing as a "qualified tax-exempt obligation" for the purpose of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

5. The District intends that the adoption of this Resolution will be a declaration of the District's official intent to reimburse expenditures for the Capital Items that are to be financed from the proceeds of monies received under the Financing.

6. The District understands that certain costs of issuance are associated with the Financing and the District covenants and agrees that all such costs will be timely paid upon the closing of the Financing Documents and may be included in the Lease Amount.

7. All prior actions of District officers or officials 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.

DONE, RATIFIED AND ADOPTED this 27th day of March 2023.



JAMES ISLAND PUBLIC SERVICE DISTRICT,
SOUTH CAROLINA

By: 
Chair
James Island Public Service District Commission


Attest:

Secretary
James Island Public Service District Commission

EXHIBIT A

Description of Capital Items

Dump Truck and Side Loader
Front End Loader
Fleet/F250 Ford Pickup Trucks
Ladder Truck and Equipment
Fire Department SCBAs
Camera Truck