

**RESOLUTION NO. 21-11-01**

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE LEHIGH ACRES FIRE CONTROL AND RESCUE DISTRICT, LEE COUNTY, FLORIDA (“DISTRICT”), TO APPROVE THE FRAZER LANIER COMPANY, INCORPORATED AND SYNOVUS FOR SERVICES RELATED TO THE ISSUANCE OF THE DISTRICT’S SERIES 2021 REVENUE BONDS; TO APPROVE AKERMAN LLP AS BOND COUNSEL; TO APPROVE AKERMAN LLP AS DISCLOSURE COUNSEL; TO APPROVE REIMBURSEMENT OF CAPITAL IMPROVEMENT EXPENDITURES; PROVIDING FOR SCRIVENER’S ERRORS; PROVIDING FOR CONFLICTS; PROVIDING FOR LIBERAL CONSTRUCTION; PROVIDING FOR SEVERABILITY; PROVIDING AN EFFECTIVE DATE.**

WHEREAS, the Lehigh Acres Fire Control and Rescue District (“District”) is a legislatively created independent special fire control district located in Lee County, Florida, which has the power and authority described in Florida law, including the District’s enabling legislation; and,

WHEREAS, the District acquired judicial validation of the District’s issuance of revenue bonds in Case Number 20-CA-7432 in the Circuit Court of the Twentieth Judicial Circuit in and for Lee County, Florida; and,

WHEREAS, the District used a competitive selection process of requesting proposals (Proposal No. 210630) from qualified responders who were interested in providing services related to the issuance of the District’s Series 2021 Revenue Bonds; and,

WHEREAS, The Frazer Lanier Company, Incorporated and Synovus was one of the two responders who submitted a response to the District’s Proposal No. 210630; and,

WHEREAS, after a review of The Frazer Lanier Company’s and Synovus’ response and after receiving further information in the form of an oral presentation from The Frazer Lanier

Company and Synovus before the Board of Commissioners at a public meeting on October 11, 2021, the Board to official action to select The Frazer Lanier Company, Incorporated and Synovus as the responders who would best serve the District with regard to the issuance of the District's Series 2021 Revenue Bonds; and,

WHEREAS, the District is required to retain outside legal counsel to act as bond counsel in connection with the District's issuance of the Series 2021 Revenue Bonds; and,

WHEREAS, the Board of Commissioners has selected Akerman LLP as the District's bond counsel for purposes of the issuance of the District's Series 2021 Revenue Bonds; and,

WHEREAS, the District is required to retain outside legal counsel to act as disclosure counsel in connection with the District's issuance of the Series 2021 Revenue Bonds; and,

WHEREAS, the Board of Commissioners has selected Akerman LLP as disclosure counsel in connection with the issuance of the District's Series 2021 Revenue Bonds; and,

WHEREAS, it is appropriate for the Board to authorize the Chair of the Board of Commissioners, or their designee, and the Chief, or their designee, and the District's general legal counsel, together with The Frazer Lanier Company, Incorporated, Synovus, Akerman LLP and Akerman LLP to perform all of the necessary actions, including the execution of agreements and other documentation that is related to the issuance of the District's Series 2021 Revenue Bonds without additional further action of the Board; and,

WHEREAS, the Board of Commissioners has previously taken action to approve capital improvements for the District, including but not limited to the construction of multiple fire stations and the purchase of multiple emergency rescue service apparatus in anticipation of the District issuing new indebtedness, possibly in the form of revenue bonds, that would be used to reimburse the District's expenditures for the District's capital improvements.

NOW, THEREFORE, BE IT RESOLVED by the Lehigh Acres Fire Control and Rescue District Board of Commissioners, that:

**SECTION ONE: INCORPORATION OF RECITALS**

The recitals set forth above are true and correct and form a part of this Resolution.

**SECTION TWO: AUTHORITY**

The Board of Commissioners is authorized to adopt this Resolution by Florida law including Chapter 191, Florida Statutes.

**SECTION THREE: AUTHORIZATION TO APPROVE THE FRAZER LANIER COMPANY, INCORPORATED AND SYNOVUS TO PERFORM BOND ISSUANCE SERVICES**

The Board hereby authorizes and approves the District to enter into an agreement with The Frazer Lanier Company, Incorporated and Synovus for the provision of services related to the issuance of the District's Series 2021 Revenue Bonds, including but not limited to investment banker services and trustee services and other services that may be beneficial to the District in connection with the issuance of the District's Series 2021 Revenue Bonds. The Board authorizes the Chief, or their designee, and the District's general legal counsel to negotiate and prepare the necessary written agreement on behalf of the District to acquire the services from The Frazer Lanier Company, Incorporated and Synovus. The Board further approves and authorizes the Chair, or their designee, to execute the written agreement with The Frazer Lanier Company, Incorporated and Synovus for the provision of their services to the District in connection with the issuance of the Series 2021 Revenue Bonds without further action of the Board. As previously indicated by The Frazer Lanier Company, Incorporated and Synovus, in the event the District, in its sole discretion, elects not to proceed with the issuance of the District's Series 2021 Revenue Bonds, no fees or expenses shall be charged by The Frazer Lanier Company, Incorporated and

Synovus to the District.

**SECTION FOUR: AUTHORIZATION TO USE AKERMAN LLP AS BOND COUNSEL**

The Board hereby authorizes and approves the District to enter into an agreement with Akerman LLP to provide services to the District as bond counsel to the District in connection with the issuance of the District's Series 2021 Revenue Bonds. The Board authorizes the Chief, or their designee, and the District's general legal counsel to negotiate and prepare the necessary written agreement with Akerman LLP on behalf of the District. Further, the Board approves and authorizes the Chair, or their designee, to execute the written agreement with Akerman LLP as bond counsel without additional further action of the Board.

**SECTION FIVE: AUTHORIZATION TO USE AKERMAN LLP AS DISCLOSURE COUNSEL**

The Board of Commissioners hereby authorizes and approves the District to enter into an agreement with Akerman LLP to provide services to the District as disclosure counsel to the District in connection with the issuance of the District's Series 2021 Revenue Bonds. The Board authorizes the Chief, or their designee, and the District's general legal counsel to negotiate and prepare the necessary written agreement with Akerman LLP on behalf of the District. Further, the Board approves and authorizes the Chair, or their designee, to execute the written agreement with Akerman LLP as disclosure counsel without additional further action of the Board.

**SECTION SIX: AUTHORIZATION TO TAKE ACTION IN CONNECTION WITH THE ISSUANCE OF THE DISTRICT'S SERIES 2021 REVENUE BONDS**

The Board of Commissioners hereby approves and authorizes the Chair, or their designee, the Chief, or their designee, the District's general legal counsel, The Frazer Lanier Company, Incorporated, Synovus, Akerman LLP, and Akerman LLP to perform all actions that

are necessary, including the execution of documents in the future, related to the issuance of the District's Series 2021 Revenue Bonds without additional further action of the Board.

**SECTION SEVEN: REIMBURSEMENT OF DISTRICT FROM SERIES 2021 BOND REVENUE**

The Board hereby demonstrates its "official intent" to authorize and approve, and hereby authorizes and approves the reimbursement to the District of the District's expenditures made for the District's capital improvements with Series 2021 Revenue Bonds.

**SECTION EIGHT: SCRIVENER'S ERRORS**

The Board of Commissioners intends that all sections of this Resolution which contain typographical errors which do not affect the intent of this Resolution can be administratively corrected by the authorization of the Chief, or his designee, without the requirement of having a corrected Resolution adopted by the Board of Commissioners.

**SECTION NINE: CONFLICT**

Any provision of any District Resolution which is in conflict with the provisions of this Resolution is repealed prospectively to the extent of such conflict.

**SECTION TEN: LIBERAL CONSTRUCTION**

The terms and provisions of this Resolution shall be liberally construed to affect the purpose for which it is adopted.

**SECTION ELEVEN: SEVERABILITY.**

If any portion of this Resolution is for any reason held or declared to be unconstitutional, invalid or void, such holding shall not affect the remaining portions of this Resolution. If this

Resolution shall be held to be inapplicable to any person or circumstances, such holding shall not affect the applicability of this Resolution to any other person or circumstances.

**SECTION TWELVE: EFFECTIVE DATE.**

This Resolution shall take effect upon the adoption of this Resolution by the Board of Commissioners of the Lehigh Acres Fire Control and Rescue District.

The foregoing Resolution was offered by Commissioner Sherman, who moved its adoption. The motion was seconded by Commissioner Carter, and being put to a vote, the vote was as follows:

Commissioner Melissa Barry  
Commissioner Robert Bennett  
Commissioner Linda Carter  
Commissioner Debra Cunningham  
Commissioner Lucia Sherman

AYE MB  
AYE RTB  
AYE LRC  
AYE DC  
AYE JS

DULY PASSED AND ADOPTED on the 8<sup>th</sup> day of November, 2021.

**LEHIGH ACRES FIRE CONTROL  
AND RESCUE DISTRICT**

ATTEST:

Debra Cunningham  
Debra Cunningham, Chair

Melissa Barry  
Melissa Barry, Treasurer/Secretary