

**RESOLUTION NO. 22-04-01**

A RESOLUTION SUPPLEMENTING RESOLUTION NO. 20-10-01, ADOPTED BY THE LEHIGH ACRES FIRE CONTROL AND RESCUE DISTRICT (THE "DISTRICT") ON OCTOBER 27, 2020; PROVIDING FOR THE MARKETING AND SALE OF NOT TO EXCEED \$20,000,000 NON-AD VALOREM ASSESSMENT REVENUE BONDS, SERIES 2022; DELEGATING AUTHORITY TO APPROVE THE FORM OF THE PURCHASE CONTRACT, THE PRELIMINARY OFFICIAL STATEMENT AND THE CONTINUING DISCLOSURE CERTIFICATE; AUTHORIZING THE PROPER OFFICERS OF THE DISTRICT TO DETERMINE THE DETAILS OF THE SERIES 2022 BONDS; AUTHORIZING THE OFFICERS AND OFFICIALS OF THE DISTRICT TO EXECUTE AND DELIVER THE PURCHASE CONTRACT AND SUCH AGREEMENTS AND CERTIFICATES AS ARE NECESSARY AND DESIRABLE IN CONNECTION WITH THE MARKETING AND SALE OF THE SERIES 2022 BONDS; AND PROVIDING AN EFFECTIVE DATE.

BE IT RESOLVED BY BOARD OF SUPERVISORS OF THE LEHIGH ACRES FIRE CONTROL AND RESCUE DISTRICT:

**ARTICLE I**

**STATUTORY AUTHORITY, DEFINITIONS AND FINDINGS**

**SECTION 1.01 AUTHORITY FOR THIS RESOLUTION.** This resolution is adopted pursuant to Chapter 191, Florida Statutes, sometimes cited as the "Independent Special Fire Control District Act," and Chapter 2000-406, Laws of Florida, and other applicable provisions of law (collectively, the "Act"), and Resolution No. 20-10-01, adopted by the Board of Supervisors (the "Board") of the Lehigh Acres Fire Control and Rescue District (the "District"), on October 27, 2020 (herein the "Master Resolution").

**SECTION 1.02 DEFINITIONS.** Unless the context otherwise requires, capitalized terms used in this resolution shall have the meanings specified in this Section. Terms not otherwise defined in this Section shall have the meanings specified in the

32 Master Resolution. Words importing singular number shall include the plural number in  
33 each case and vice versa, and words importing persons shall include firms and  
34 corporations.

35 “Award Certificate” means a certificate of the proper officer executed in connection  
36 with the execution of the Purchase Contract and evidencing compliance with the  
37 conditions set forth in Section 2.03 hereof.

38 “Bond Counsel” means nationally recognized counsel selected by the District and  
39 experienced in matters relating to the validity of, and the exclusion from gross income for  
40 federal income tax purposes of interest on, obligations of states and their political  
41 subdivisions.

42 “Bond Resolution” means, collectively, the Master Resolution, this Resolution, and  
43 all resolutions amendatory hereof or thereof or supplemental hereto or thereto, as  
44 applicable.

45 “Continuing Disclosure Certificate” means the Continuing Disclosure Certificate, in  
46 such form as approved by the Fire Chief with the advice of the District Attorney and Bond  
47 Counsel.

48 “District Attorney” shall mean the District Attorney, or her or his designee or the  
49 person succeeding to her or his principal functions.

50 “Master Resolution” means Resolution No. 20-10-01, duly adopted by the District  
51 on October 27, 2020, as may be amended and supplemented from time to time.

52 “Paying Agent” and “Registrar” means Synovus Bank and its successors and  
53 assigns, who shall serve pursuant to the Bond Registrar and Paying Agent Agreement.

54           “Preliminary Official Statement” means the Preliminary Official Statement relating  
55 to the Series 2022 Bonds, in such form as approved by the Fire Chief with the advice of  
56 the District Attorney and Bond Counsel.

57           “Project” has the meaning set forth in the Master Resolution.

58           “Purchase Contract” means the contract between the District and the Underwriters  
59 setting forth the conditions upon which the Series 2022 Bonds will be sold by the District  
60 and purchased by the Underwriters and the details of the Series 2022 Bonds, in such  
61 form as approved by the Fire Chief with the advice of the District Attorney and Bond  
62 Counsel.

63           “Refunded Note” means the District's \$8,900,000 Promissory Note, Series 2019B  
64 (Fire Stations Loan), dated March 7, 2019 and currently outstanding in the principal  
65 amount of \$7,390,346.07.

66           “Series 2022 Bonds” means the District’s Non-Ad Valorem Assessment Revenue  
67 Bonds, Series 2022, to be marketed and sold pursuant to this Resolution.

68           “Underwriters” means The Frazer Lanier Company, Incorporated, and Synovus  
69 Bank, as the initial purchasers of the Series 2022 Bonds.

70           SECTION 1.03       FINDINGS. It is hereby ascertained, determined and declared  
71 that:

72           A.     In order to take advantage of the current long-term interest rates and to  
73 finance the costs of the Project and refinance the Refunded Note, the District finds it in  
74 the best interest of its inhabitants and property owners to borrow the moneys needed to  
75 re-finance the Refunded Note and to finance the Project through the issuance of its Series

76 2022 Bonds in an aggregate principal amount not to exceed \$20,000,000. The District is  
77 authorized pursuant to the provisions of the Act to undertake the issuance of the Series  
78 2022 Bonds.

79 B. A negotiated sale of the Series 2022 Bonds is in the best interest of the  
80 District and is found to be necessary for the following reasons, as to which the following  
81 specific findings are hereby made: (1) the District has not previously issued Bonds and it  
82 is necessary to utilize the structuring and marketing services of underwriters in order to  
83 achieve the lowest interest rate on the Series 2022 Bonds; and (2) it is more likely that  
84 the District will secure the market timing necessary to accomplish the lowest and best  
85 interest rate by sale through negotiation.

86 C. It is in the best interests of the District to authorize the proper officers of the  
87 Board to determine and approve the form of, and to authorize the execution and delivery  
88 of, the Purchase Contract for the sale of the Series 2022 Bonds on behalf of the District,  
89 subject to certain conditions, in order to enable the timely sale and award of the Series  
90 2022 Bonds.

91 D. It is necessary and desirable in connection with the marketing and sale of  
92 the Series 2022 Bonds: (1) to authorize the proper officers of the Board to determine and  
93 approve the form of the Preliminary Official Statement for the sale of the Series 2022  
94 Bonds and the form of the Continuing Disclosure Certificate attached thereto, (2) to  
95 authorize the execution and delivery of such agreements, documents, and certificates as  
96 are usual and customary in connection with the marketing and sale of the Series 2022  
97 Bonds, all upon the recommendation of the Fire Chief, with the advice of the District  
98 Attorney and Bond Counsel; and (3) to authorize the taking of such further action by the

99 Chair, Fire Chief, District Financial Manager, and others employed by or acting on behalf  
100 of the District as is necessary to effect the marketing and sale of the Series 2022 Bonds.

101 E. The District finds it is necessary for the continued preservation of the health,  
102 welfare, convenience and safety of the District and its inhabitants and in the best interests  
103 of the property owners within the jurisdiction of the District to acquire and construct the  
104 Project.

105 ARTICLE II

106 MARKETING AND SALE OF SERIES 2022 BONDS

107 SECTION 2.01 NEGOTIATED SALE OF BONDS. The District in compliance  
108 with Section 218.385(1)(a), Florida Statutes, as amended, hereby finds, determines and  
109 declares that, as set forth in the preambles hereto, a negotiated sale to the Underwriters  
110 of the Series 2022 Bonds is necessary and desirable and in the best interests of the  
111 District.

112 SECTION 2.02 DISCLOSURE STATEMENT. The disclosure statement  
113 required by Section 218.385(6), Florida Statutes, must be delivered by the Underwriters  
114 to the District upon or prior to the award of the Series 2022 Bonds and executing the  
115 Purchase Contract.

116 SECTION 2.03 DELEGATION OF AUTHORITY TO DETERMINE DATE OF  
117 SALE AND DETAILS OF SERIES 2022 BONDS, TO APPROVE FORM OF PURCHASE  
118 CONTRACT AND TO EXECUTE PURCHASE CONTRACT; CONDITIONS TO  
119 EXERCISE OF AUTHORITY; AWARD CERTIFICATE. The Chair and Fire Chief are  
120 hereby, subject to the conditions hereinafter set forth, authorized and empowered to

121 determine the date of sale, principal amount, maturity dates and amounts, interest rates,  
122 dated date, redemption provisions and other details of the Series 2022 Bonds, to approve  
123 the form of the Purchase Contract, to execute the Purchase Contract on behalf of the  
124 District, and to deliver an executed copy thereof to the Underwriters. This delegation of  
125 authority is expressly made subject to the following conditions, the failure of any of which  
126 shall render the Purchase Contract voidable at the option of the District prior to the  
127 issuance and delivery of the Series 2022 Bonds. The conditions to exercise the authority  
128 to execute the Purchase Contract are:

129       A.     The Purchase Contract shall be executed on behalf of the District by the  
130 proper officer on or before May 31, 2022, and shall be in such final form and with such  
131 provisions as shall be reasonable and customary for purchase contracts in the opinion of  
132 the District Attorney and Bond Counsel.

133       B.     The aggregate principal amount of the Series 2022 Bonds to be sold shall  
134 (exclusive of any original issue discount on the sale of the Series 2022 Bonds) not exceed  
135 \$20,000,000.

136       C.     The Series 2022 Bonds shall mature not later than June 1, 2047 and the  
137 Series 2022 Bonds shall be subject to optional redemption at par no later than June 1,  
138 2032. The true interest cost rate for the Series 2022 Bonds shall not exceed 4.00%.

139       In conjunction with the execution of the Purchase Contract, the proper officer shall  
140 execute and file with the records of the District an Award Certificate demonstrating  
141 compliance with the foregoing conditions. The taking of such further action by the Chair,  
142 Fire Chief, District Financial Manager, the District Attorney, and others employed by or

143 acting on behalf of the District, as is necessary to effect the sale of the Series 2022 Bonds  
144 is hereby authorized and approved.

145 SECTION 2.04 DELEGATION OF AUTHORITY TO APPROVE  
146 PRELIMINARY OFFICIAL STATEMENT AND CONTINUING DISCLOSURE  
147 CERTIFICATE. The Chair and Fire Chief are hereby authorized and empowered to  
148 determine and approve the final form of the Preliminary Official Statement (except for  
149 permitted omissions) and the form of the Continuing Disclosure Agreement attached as  
150 an appendix thereto, and the District hereby approves the distribution and use of that  
151 Preliminary Official Statement by the Underwriters, in connection with the offering for sale  
152 of the Series 2022 Bonds. The proper officers of the District and each of them are  
153 authorized and directed, on behalf of the District, in their official capacities, to finalize the  
154 Preliminary Official Statement upon the pricing of the Series 2022 Bonds by the  
155 Underwriters with the advice of the District Attorney and Bond Counsel with such  
156 modifications, changes and supplements as those officers shall approve or authorize for  
157 purposes of preparing and determining, and to certify and otherwise represent, that the  
158 Preliminary Official Statement as so completed is “final” for purposes of SEC Rule 15c2-  
159 12(b)(3) and (4).


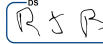


160 SECTION 2.05 SEVERABILITY OF INVALID PROVISIONS. If any one or  
161 more of the covenants, agreements or provisions of this resolution should be held to be  
162 contrary to any express provision of law or to be contrary to the policy of express law,  
163 though not expressly prohibited, or to be against public policy, or should for any reason  
164 whatsoever be held invalid, then such covenants, agreements, or provisions shall be null  
165 and void and shall be deemed separate from the remaining covenants, agreements, or

166 provisions of, and in no way affect the validity of, all the other provisions of the Master  
167 Resolution or this Resolution or of the Series 2022 Bonds.

168 SECTION 2.06 REPEALING CLAUSE. All resolutions of the District, or parts  
169 thereof, in conflict with the provisions of this Resolution are to the extent of such conflict  
170 hereby superseded and repealed.

171 SECTION 2.07 EFFECTIVE DATE. This Resolution shall become effective  
172 immediately upon its adoption.

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

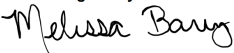
176	Commissioner Melissa Barry	AYE	
177	Commissioner Robert Bennett	AYE	
178	Commissioner Linda Carter	ABSENT	
179	Commissioner Debra Cunningham	AYE	
180	Commissioner Lucia Sherman	AYE	

181 DULY PASSED AND ADOPTED on the 13<sup>TH</sup> day of April, 2022.


182 **LEHIGH ACRES FIRE CONTROL AND**  
183 **RESCUE DISTRICT**

184  
185 DocuSigned by:  
186   
187 \_\_\_\_\_  
188 Debra Cunningham, Chair  
189

ATTESTED:

DocuSigned by:  
  
\_\_\_\_\_  
Melissa Barry, Secretary

APPROVED AS TO FORM  
AND LEGAL SUFFICIENCY:

DocuSigned by:  
  
\_\_\_\_\_  
Richard W. Pringle, Counsel to the District

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