



Lone Tree City Council Agenda Tuesday, March 1, 2016

Meeting Location: City Council Meeting Room, Lone Tree Civic Center, 8527 Lone Tree Parkway.

Meeting Procedure: The Lone Tree City Council and staff will meet in a public Study Session at 4:30pm. At 6:00pm and following the meeting, if necessary, the Council Meeting will adjourn and convene in Executive Session. If an Executive Session is not necessary, Council will recess for dinner. The Regular Session will be convened at 7:00pm. Study Sessions and Regular Sessions are open to the public, Executive Sessions are not. Comments from the public are welcome at these occasions: 1. Public Comment (brief comments on items not scheduled for a public hearing) 2. Public Hearings. Contact the City Clerk if special arrangements are needed to attend (at least 24 hours in advance).

4:30pm Study Session Agenda

1. Xcel Energy – Our Energy Future Presentation
 2. RidgeGate Filing 19, Lot 3 “Urban Villas” Preliminary Plan #SB15-98R
 3. Mobile Food Vending
 4. LTAC Public Art Request for Qualifications (RFQ) Review
 6. **Resolution 16-09, APPROVING AND ADOPTING THE “ORGANIZATION RESOLUTIONS AND AGREEMENT” DOCUMENT FOR ACCOUNTS WITH UMB BANK** (Current Agenda Item)
 7. Willow Creek / Promenade Park
-

6:00pm Executive Session Agenda - none

1. Roll Call
 2. Executive Session
-

7:00pm Regular Session Agenda

3. Opening of Regular Meeting/Pledge of Allegiance
 4. Amendments to the Agenda and Adoption of the Agenda
 5. Conflict of Interest Inquiry
 6. Public Comment
 7. Announcements
 8. Consent Agenda
 - a. Minutes of the February 16, 2016 Regular Meeting
 - b. Claims for the Period of January 25- February 8, 2016
 9. Public Works
 - a. **Public Hearing: Ordinance 16-01, AN ORDINANCE AMENDING THE CITY OF LONE TREE FLOOD PLAIN ORDINANCES (Second Reading)**
 10. Administrative Matters
 - a. **Resolution 16-09, APPROVING AND ADOPTING THE “ORGANIZATION RESOLUTIONS AND AGREEMENT” DOCUMENT FOR ACCOUNTS WITH UMB BANK** (Study Session Item)
 11. Council Comments
 12. Adjournment
-

City of Lone Tree Upcoming Events

More info available at www.cityoflonetree.com and www.lonetreeartscenter.org

- Lone Tree Transportation and Mobility Summit, Tuesday, March 15th, 7:30-9:30am
LTAC
- Arts in the Afternoon: Colcannon, Wednesday, March 9th, 1:30 pm, LTAC Main Stage
- GUGU Drum Group, Saturday, March 12th, 8:00 pm, LTAC Main Stage
- Douglas County Schools Art Show, Wednesday, March 9th – 13th, LTAC. An abbreviated version of this show will continue through April 3rd

**MINUTES OF A REGULAR MEETING
OF THE COUNCIL OF THE
CITY OF LONE TREE
HELD
February 16, 2016**

A regular meeting of the Council of the City of Lone Tree was held on Tuesday, February 16, 2016, at 7:00 p.m., at the Lone Tree City Council Chambers located at 8527 Lone Tree Parkway, Lone Tree, Colorado 80124.

Attendance

In attendance were:

James D. Gunning, Mayor
Jacqueline Millet, Mayor Pro Tem
Harold Anderson, Council Member
Kim Monson, Council Member
Susan Squyer, Council Member

Also in attendance were:

Seth Hoffman, City Manager
Jennifer Pettinger, City Clerk
Steve Hebert, Deputy City Manager
Torie Brazitis, Assistant to the City Manager
Jeff Holwell, Economic Development Director
Chief Jeffery Streeter, Lone Tree Police Department
Kristin Baumgartner, Finance Director
Kelly First, Community Development Director
Lisa Rigsby Peterson, Lone Tree Arts Center Director
Gary White, City Attorney, White, Bear and Ankele, P.C.
Neil Rutledge, Assistant City Attorney, White, Bear and Ankele, P.C.
John Cotten, Public Works Director, TTG Corp.

Call to Order

Mayor Gunning called the meeting to order at 7:00 p.m., and observed that a quorum was present.

Pledge of Allegiance

Mayor Gunning led those assembled in reciting the Pledge of Allegiance.

Amendments to the Agenda

There were no amendments to the agenda.

Conflict of Interest

There was no conflict of interest.

Public Comment

Dave Jackson, South Metro Fire Board of Directors, spoke to Council about the redistricting. He shared the new seven member board was constituted on January 24; three members from Parker and four members from South Metro. Mr. Jackson shared that South Metro will retain their accreditation and there will not be any changes to the day to day operations.

Bill Roberts, 9278 E. Aspen Hill Place, thanked Mayor Gunning for the editorial in the last Timberlines and for his service.

Announcements

Patrick Britti, Youth Commissioner, gave Council an update on the Youth Commission.

Mayor Gunning announced upcoming events.

Consent Agenda

Mayor Gunning noted the following items on the Consent Agenda, which consisted of:

- *Minutes of the February 2, 2016 Regular Meeting*
- *Claims for the period of January 25 – February 8, 2016*
- *Treasurer's Report for December 2015*

Council Member Squyer moved, Council Member Monson seconded, to approve the Consent Agenda. The motion passed with a 5 to 0 vote.

Administrative Matters

The City Council convened the Local Liquor Licensing Authority, New License Division

Public Hearing: Tavern Liquor License Application for United Artists Theatre Circuit, Inc. d/b/a Meadows Stadium 12 (9355 Park Meadows Drive)

Mayor Gunning opened the public hearing at 7:10 p.m.

Jennifer Pettinger, City Clerk, noted the Authority was in receipt of a packet of information which contained copies of: the license application, individual history records, red-lined drawing of the premises and petition summary. She noted staff had reviewed all the documents including: the Articles of Amendment and

Restatement of United Artists Theater Circuit, Inc., Unanimous Omnibus Written Consent of the Boards of Directors, Boards Managers, Managing Members or Certain Subsidiaries of Regal Entertainment Group, Certificate of Good Standing, Third Amended and Restated Certificate of Incorporation of United Artists Theatre Company, Certificate of Good Standing issued by the Colorado Secretary of State, Lone Tree Business License Application, Affidavit of Posting, Affidavit of Publication and Petitions. She requested that information be made a part of the record. She also noted the information and documents had been reviewed and found to be in accordance with and in conformity with the City of Lone Tree Liquor and Fermented Malt Beverage Regulations and were accepted into evidence by the Authority.

Ms. Pettinger introduced Brian Proffitt, Applicant's Attorney, Jake Bishop, Vice President of Alcohol & Culinary Concepts and the Applicant representative, and Carol Johnson, petition circulator. Mr. Proffitt and Mr. Bishop spoke on behalf of the application and answered questions from Council.

Mayor Gunning opened the public hearing for comment at 7:43 p.m.

Dave Smith, Owner Go Putt Miniature Golf, said he did have some questions but he did not want his questions to be interpreted as opposition to the license. Mr. Smith asked what would prevent patrons from taking alcohol out of the theater at the end of the movie. Mr. Smith also asked what the Police Department procedures would be for compliance checks. Mr. Bishop said there will be signage instructing patrons to not leave with alcohol. Mr. Proffitt stated employees will also be checking at the end of the movie to ensure compliance. Chief Streeter explained the patrols and compliance checks.

Doug MacGregor, 7434 Indian Wells Cove, asked if beverages would be served more than one at a time. Mr. Bishop stated only one beverage at a time would be served.

The public hearing was closed at 7:51 p.m.

Following a brief discussion by the Authority, Member Millet moved, Member Anderson seconded, that the Local Liquor Licensing Authority, New License Division, having considered the evidence presented, 1) adopt the preliminary findings presented at this hearing; 2) find that all the criteria for issuance of the Liquor License have been met; 3) approve the application for a Tavern Liquor License for United Artists Theatre Circuit, Inc. d/b/a Meadows Stadium 12 located at 9355 Park Meadows Drive, conditional upon the applicant obtaining all necessary building permits and approvals; and 4) direct the Liquor License Administrator to prepare the required written documentation and submit the approved application to the State Licensing Authority in accordance with the law. The motion passed with a 5 to 0 vote.

The City Council reconvened as City Council.

Adjournment

There being no further business, Mayor Gunning adjourned the meeting at 8:09 p.m.

Respectfully submitted,

Jennifer Pettinger, CMC, City Clerk

DRAFT

**FINDINGS AND REPORT TO STATE LICENSING AUTHORITY BY THE
CITY COUNCIL OF LONE TREE ACTING AS THE
LOCAL LICENSING AUTHORITY ON THE APPLICATION FOR A
TAVERN LIQUOR LICENSE**

United Artists Theatre Circuit, Inc. d/b/a Meadows Stadium 12

A public hearing was held by the City Council of Lone Tree, State of Colorado, acting as Local Licensing Authority at approximately 7:00 p.m. on Tuesday, February 16, 2016 at 8527 Lone Tree Parkway, Lone Tree, Colorado, on the application of United Artists Theatre Circuit, Inc. d/b/a Meadows Stadium 12, 9355 Park Meadows Drive, Lone Tree, Colorado 80124.

At said hearing, the following Members of the Authority were present:

Mayor James D. Gunning
Mayor Pro Tem Jackie Millet
Council Member Harold Anderson
Council Member Kim Monson
Council Member Susan Squyer

Also present were:

Seth Hoffman, City Manager
Jennifer Pettinger, City Clerk
Brian Proffitt, Applicant's Attorney
Jake Bishop, Applicant's Representative
Carol Johnson, Petitioner

The Honorable Mayor James D. Gunning presided. The hearing was duly convened to consider the Application and conduct a public hearing thereon.

City Clerk, Jennifer Pettinger noted that the public hearing had been duly noticed and posted. She also noted Council was in receipt of a packet of information which contained copies of: the license application, individual history records, red-lined drawing of the premises, and summary of petitioning. She additionally noted that staff had reviewed those documents as well as the Articles of Amendment and Restatement of United Artists Theater Circuit, Inc., Unanimous Omnibus Written Consent of the Boards of Directors, Boards Managers, Managing Members or Certain Subsidiaries of Regal Entertainment Group, Certificate of Good Standing, Third Amended and Restated Certificate of Incorporation of United Artists Theatre Company, Certificate of Good Standing issued by the Colorado Secretary of State, Lone Tree Business License Application, Affidavit of Posting, Affidavit of Publication and Petitions. Ms. Pettinger noted the Applicant has demonstrated evidenced possession of the property through a lease agreement that expires on December 31, 2019. She directed the information be made a part of the record.

City Clerk, Jennifer Pettinger gave a brief presentation regarding the application and the criteria for approving or denying. Ms. Pettinger introduced Brian Proffitt, Applicant's Attorney, Jake Bishop, Applicant's Representative and Carol Johnson, Petitioner. Mr. Proffitt and Mr. Bishop spoke about the application.

The petitions supporting the application were reviewed and found to be in accordance with and in conformity with the City of Lone Tree Liquor and Fermented Malt Beverage Regulations and were accepted into evidence by the Authority.

Mayor Gunning opened the hearing for public testimony.

Dave Smith, Owner Go Putt Miniature Golf, said he did have some questions but he did not want his questions to be interpreted as opposition to the license. Mr. Smith asked what would prevent patrons from taking alcohol out of the theater at the end of the movie. Mr. Smith also asked what the Police Department procedures would be for compliance checks. Mr. Bishop said there will be signage instructing patrons to not leave with alcohol. Mr. Proffitt stated employees will also be checking at the end of the movie to ensure compliance. Chief Streeter explained the patrols and compliance checks.

Doug MacGregor, 7434 Indian Wells Cove, asked if beverages would be served more than one at a time. Mr. Bishop stated only one beverage at a time would be served.

Mayor Gunning closed the hearing to public testimony.

The City Council, acting as the Local Licensing Authority, having fully considered the application and testimony submitted by the Applicant, and the other evidence adduced at the hearing, NOW FINDS as follows:

United Artists theatre Circuit, Inc. d/b/a Meadows Stadium 12
Findings and Report to the State

1. The public hearing was held with respect to said Application on Tuesday, February 16, 2016 at approximately 7:00 p.m., was duly convened and the Council has jurisdiction to consider the Application as the Local Licensing Authority.
2. Applicant seeks approval of an application for a Tavern Liquor License at 9355 Park Meadows Drive, Lone Tree, Colorado 80124. The Application was submitted on a form prescribed by the State Licensing Authority pursuant to statute, and said application appears to be complete in all material respects. The required fees accompanied the application.
3. The premise was posted in accordance with the law, for a period of not less than ten consecutive days prior to the date of said public hearing on the application, and published notice was accomplished by publication in a newspaper of general circulation in Douglas County.
4. Petitions containing 136 valid signatures in favor of and 4 valid signature in opposition to the issuance of the license were presented to and considered by the Council.

5. Dave Smith, Owner Go Putt Miniature Golf, and Doug MacGregor, 7434 Indian Wells Cover, both spoke at the Public Hearing but neither were in opposition to the granting of the license.

6. The Authority adopts the preliminary findings presented at the hearing and finds that all the criteria for issuance of the Liquor License has been met. The Authority approves the application for a Tavern Liquor License for United Artists Theatre Circuit, Inc. d/b/a Meadows Stadium 12 located at 9355 Park Meadows Drive, conditional upon the applicant obtaining all necessary building permits and approvals;

Accordingly, the City Council hereby affirms its approval of the application of United Artists Theatre Circuit, Inc. d/b/a Meadows Stadium 12, 9355 Park Meadows Drive, Lone Tree, Colorado 80124.

The City Council hereby authorizes and directs the Liquor Licensing Administrator to submit the necessary report and approved application to the State Licensing Authority in accordance with the law.

BY ORDER OF THE CITY COUNCIL OF THE CITY OF LONE TREE, COLORADO, acting as Local Licensing Authority.

CITY OF LONE TREE:

By: _____/s/_____
Jennifer Pettinger
Liquor License Administrator

Date: February 16, 2016



CITY OF LONE TREE
STAFF REPORT

TO: Mayor Gunning and City Council

FROM: John P. Cotten, P.E.

DATE: January 26, 2016

FOR: March 1, 2016 Council Meeting

SUBJECT: Ordinance 16-01 - AN ORDINANCE AMENDING THE CITY OF LONE TREE FLOOD PLAIN ORDINANCES

Summary

Douglas County's Flood Insurance Study (FIS) and Flood Insurance Rate Map (FIRM), as adopted by the City of Lone Tree, has been updated, effective March 16, 2016. As a result, the City needs to amend its associated Flood Plain ordinances to reflect the new FIS and FIRM, in order to stay current with the FEMA National Flood Insurance Program (NFIP).

Cost

There is no cost associated with the Ordinance adoption.

Suggested Motion or Recommended Action

I move to approve Ordinance No. 16-01, AMENDING THE CITY OF LONE TREE FLOOD PLAIN ORDINANCE on second reading.

Background

The FIS and FIRM updates provide a better definition and delineation of the regulated floodplain limits within the City, based on more current and updated analysis. The resulting updates do not result in any additional properties within the City being within, or impacted directly by, the floodplain boundaries. There are no residential or commercial structures that fall within the floodplains in the City. As such, there are no properties specifically required to have Flood Insurance coverage. There are, however, several individuals who voluntarily have chosen to obtain flood insurance coverage for their properties. By maintaining NFIP compliance, the City makes it possible for property owners within Lone Tree to continue to be able to obtain Flood Insurance Coverage.

**ORDINANCE OF THE
CITY OF LONE TREE**

Series of 2016

Ordinance No. 16-01

**AN ORDINANCE AMENDING THE CITY OF LONE TREE
FLOOD PLAIN ORDINANCES.**

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LONE TREE,
COLORADO:**

ARTICLE 1 – AUTHORITY

The City of Lone Tree (the "City") is a home rule municipality operating under the Lone Tree Home Rule Charter (the "Charter") adopted on May 5, 1998 and a Municipal Code (the "Code"), codified and adopted on December 7, 2004. Pursuant to the Charter, the Municipal Code and the authority given home rule cities, the City may adopt and amend Ordinances.

ARTICLE 2 – DECLARATIONS OF POLICY

- A. The City Council recognizes the need to revise from time to time the legal underpinnings of the Public Works Department in its regulation, oversight and enforcement of flood damage protection within the City in order to promote and protect the public health, safety and welfare.
- B. The City Council wishes to ensure that the City continues to be in compliance with the Federal Emergency Management Agency's National Flood Insurance Program.
- C. Douglas County's Flood Insurance Study (FIS) and Flood Insurance Rate Map (FIRM), as adopted by the City of Lone Tree, has been updated, effective March 16, 2016. As a result, the City needs to amend its associated Flood Plain ordinances to reflect the new FIS and FIRM, in order to stay current with the FEMA National Flood Insurance Program (NFIP).

ARTICLE 3 – SAFETY CLAUSE

The City Council hereby finds, determines, and declares that this Ordinance is promulgated under the general police power of the City, that it is promulgated for the health, safety, and welfare of the public, and that this Ordinance is necessary for the preservation of health and safety and for the protection of public convenience and welfare.

ARTICLE 4 – ADOPTION

A. The first sentence of Section 15-3-50 of the Code is repealed and replaced by the following:

Sec. 15-3-50. Basis for establishing the Special Flood Hazard Areas; adoption by reference.

The Special Flood Hazard Areas (SFHAs) identified by the Federal Emergency Management Agency in a scientific and engineering report entitled "The Flood Insurance Study for Douglas County, Colorado and Incorporated Areas," dated March 16, 2016, as amended from time to time, with accompanying Flood Insurance Rate Maps (FIRMs), Digital Flood Rate Maps (DFIRMs) and Flood Boundary Floodway Maps (FBFM), and any revisions thereto, are hereby adopted by reference and declared to be a part of this Chapter.

B. The definition of FIS in Section 15-4-20 of the Code is repealed and replaced by the following:

FIS means the Flood Insurance Study for Douglas County, as amended from time to time, and the accompanying series of Flood Insurance Rate Maps (FIRM) and/or Digital Flood Insurance Rate Maps (DFIRMs) as amended and produced by FEMA.

C. Section 15-4-50(1)a. of the Code is repealed and replaced by the following:

Sec. 15-4-50. Boundary.

The Floodplain Overlay District is composed of the one-hundred-year floodplain and a subarea within the floodplain called the Floodway, which must be reserved in order to discharge the one-hundred-year flood without increasing the water surface elevation more than one-half ($\frac{1}{2}$) foot at any point.

(1) The boundary of the Floodplain Overly District shall be the boundary of the one-hundred-year floodplain. The extent of this area shall be based upon the best available information, including:

a. The Flood Insurance Study (FIS) for Douglas County dated March 16, 2016, as amended from time to time, and the accompanying series of Flood Insurance Rate Maps (FIRM) and/or Digital Flood Insurance Rate Maps (DFIRMs) as amended and produced by FEMA.

ARTICLE 5 - PROVISIONS EFFECTIVE

The provisions of this Ordinance shall go into effect on March 16, 2016.

ARTICLE 6 - SEVERABILITY

If any part or provision of this Ordinance, or its application to any person or circumstance is adjudged to be invalid or unenforceable, the invalidity or unenforceability of such part, provision or application shall not affect any of the remaining parts, provisions or applications of this Ordinance which can be given the effect without the invalid provision, part or application, and to this end the provisions and parts of this Ordinance are declared to be severable.

ARTICLE 7 - EFFECTIVE DATE

This Ordinance shall take effect thirty (30) days following publication after the first reading if no changes are made on second reading, or twenty (20) days after publication following second reading if changes are made upon second reading.

INTRODUCED READ AND ORDERED PUBLISHED ON FEBRUARY 2, 2016.

**PUBLISHED IN THE DOUGLAS COUNTY NEWS PRESS ON FEBRUARY 18, 2016,
LEGAL NOTICE NO. 928668.**

**APPROVED AND ADOPTED WITH NO CHANGES ON SECOND READING ON
MARCH 1, 2016.**

CITY OF LONE TREE:

James D. Gunning, Mayor

ATTEST:

(SEAL)

Jennifer Pettinger, CMC, City Clerk

STAFF REPORT

TO: Mayor Gunning and City Council

FROM: Kristin Baumgartner, Finance Director

DATE: February 24, 2016

FOR: March 1, 2016, Council Meeting

**SUBJECT: Resolution No. 16-09, APPROVING AND ADOPTING THE
“ORGANIZATION RESOLUTIONS AND AGREEMENT”
DOCUMENT FOR ACCOUNTS WITH UMB BANK**

Summary

The City went out with a Request for Proposal (RFP) for banking services in November 2015 as a result of the current contract with Wells Fargo expiring on April 1, 2016. City staff recommended and Council approved changing banks to UMB Bank at the January 5, 2016 City Council Meeting.

As part of the process of changing banks and establishing our relationship with UMB Bank, the City needs to adopt a resolution that establishes who at the City is able to establish and maintain bank accounts, sign checks, change those items with the bank, etc.

The attached resolution establishes the City Manager, Deputy City Manager, Mayor and Mayor Pro Tem to be those City officials.

Cost

N/A

Suggested Motion or Recommended Action

I move to approve Resolution No. 16-09, APPROVING AND ADOPTING THE “ORGANIZATION RESOLUTIONS AND AGREEMENT” DOCUMENT FOR ACCOUNTS WITH UMB BANK.

Background

On January 5, 2016, City Council approved to change the City’s banking service provider to UMB Bank for a five year term beginning April 1, 2016.

**CITY OF LONE TREE
RESOLUTION NO. 16-09**

**A RESOLUTION APPROVING AND ADOPTING THE
“ORGANIZATION RESOLUTIONS AND AGREEMENT” DOCUMENT
FOR ACCOUNTS WITH UMB BANK**

WHEREAS, the City of Lone Tree is legally empowered under Section 31-15-101 C.R.S. to enter into contracts with private entities; and

WHEREAS, UMB Bank, n.a., a national banking association, has held itself out as having the requisite expertise and experience to provide municipal banking services and products to the City; and

WHEREAS, the City desires to receive the banking services and products from UMB Bank; and

WHEREAS, as part of the procedures necessary to receive these banking services, UMB Bank requires that the City pass a Resolution adopting UMB Bank’s document “Organization Resolutions and Agreement,” which authorizes officers and employees of the City to establish and maintain accounts with UMB Bank and to sign for banking accounts on behalf of the City; and

WHEREAS, this Resolution approves and adopts the “Organization Resolutions and Agreement” document, attached hereto and made part of this Resolution by reference, and designates the City Manager, the Deputy City Manager, the Mayor and the Mayor Pro Tem as “Authorized Signers,” with the authority to sign the referenced accounts and additional banking services with UMB Bank on behalf of the City; and

WHEREAS, the City desires to delegate to the then serving Mayor and City Manager the authority to designate and remove Authorized Signers in the future;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF LONE TREE, COLORADO:

1. The City Manager, the Deputy City Manager, the Mayor and the Mayor Pro Tem are authorized to sign the “Organization Resolutions and Agreement” as “Authorized Signers.”
2. The Mayor and City Manager are authorized to sign the attached “Organization Resolutions and Agreement,” certifying the Authorized Signers’ qualifications and signatures.
3. The “Organization Resolutions and Agreement” with UMB Bank, n.a. is hereby approved and adopted.

4. The authority to designate and remove Authorized Signers and to sign future recurring Organization Resolutions and Agreements is hereby delegated to the Mayor and City Manager serving at that time.

APPROVED AND ADOPTED THIS 1ST DAY OF MARCH, 2016.

CITY OF LONE TREE

By: _____
James D. Gunning, Mayor

ATTEST:

(SEAL)

Jennifer Pettinger, CMC, City Clerk

ORGANIZATION RESOLUTIONS AND AGREEMENT

UMB i1120001 (R 08/2015)

Commercial Deposit Accounts and Related Services; Borrowing

Full Legal Name of Organization: City Of Lone Tree (the "**Organization**")
 is a Government/Public Funds (*insert type of entity*) organized and existing under the laws of
 the State of Colorado.

The Federal Tax Identification Number of Organization is: 84-1348197.

The undersigned officer of the Organization certifies to UMB Bank, n. a. (the "**Bank**") as follows:

1. **Recordkeeper.** I am the Secretary or Assistant Secretary, or officer, partner, owner, principal, manager' member or other individual having lawful custody of the official records of the Organization. I am duly authorized by the official records of the Organization to provide and execute these Resolutions and Agreement to the Bank on behalf of the Organization.
2. **Resolution and Agreement.** At a meeting of the governing body of the Organization duly held on (*insert date*) 3/1, 2 016 and at which a quorum was present and acting throughout, or pursuant to the unanimous written consent of its members, the following Resolutions and Agreement were duly adopted and approved and are currently in full force and effect, and has not been amended or rescinded.
3. **Authorized Signers.** Each individual identified below is an officer and Authorized Signer of the Organization and is duly authorized to exercise the powers that are described either in section 4.A., and/or section 4.B., and/or section 4.C. below and granted as specified beside his/her specimen signature.

| NAME | TITLE OR POSITION | SPECIMEN SIGNATURE | POWERS GRANTED (A,B AND/OR C) |
|--------------|---------------------|--------------------|----------------------------------|
| See Attached | City Manager | | A, B |
| See Attached | Deputy City Manager | | A, B |
| See Attached | Mayor | | A, B |
| See Attached | Mayor Pro Tem | | A, B |
| | | | |
| | | | |

4. **Powers Granted.** The Organization has granted to each Authorized Signer one or more of the following powers specified in the **Powers Granted** space adjacent to the respective Authorized Signer's specimen signature above:

A. Establishing and Maintaining Deposit Accounts. This Authorized Signer is duly authorized and given the power by the Organization to establish and maintain with the Bank one or more checking, savings, and/or time deposit accounts denominated in the name of and owned by the Organization (each an "**Account**") as determined from time to time by this Authorized Signer. Each Account is governed by the terms and provisions of the Bank's deposit account agreement (and the documents referred to therein as "**Supplemental Disclosures**") as amended by the Bank from time to time.

Each Authorized Signer having this power to establish and maintain deposit accounts acting alone has the authority, on behalf of the Organization and in its name, to: (1) sign and deliver any application, signature card, or other document required by the Bank to establish or maintain any Account, and to close any Account; (2) sign or endorse for deposit or collection checks, drafts, acceptances, time deposit receipts, and any other orders for the payment of money by the Organization (and the Bank is hereby authorized and directed to honor the same, regardless of whether such items are payable to the order of the individual signing or countersigning the same, or

ORGANIZATION RESOLUTIONS AND AGREEMENT

whether such items are deposited to the credit of the individual signing or countersigning the same or to the credit of any officer, employee or other Authorized Signer); (3) issue stop payment orders with respect to any item drawn on any Account; (4) obtain from the Bank such services as may be available from time to time that provide electronic, telephonic, computer or other form of information access to any Account; and (5) obtain from the Bank one or more debit cards for the purpose of making electronic fund transfers to or from any Account that permits such access. Endorsements of items made payable to the Organization also may be made by typing, writing or stamping the name of the Organization without adding the name of any individual below that signature.

The Authorized Signer also is duly authorized and given the power by the Organization to appoint and duly authorize one or more officers and/or employees of the Organization solely to issue and sign checks and drafts drawn on the Account on behalf of the Organization (each a "**Check Signer**"). The Bank is hereby requested, authorized and directed to honor checks, drafts or other orders for the payment of money drawn in the Organization's name when bearing or purporting to bear the facsimile signature of this Authorized Signer or of an individual identified as a Check Signer on the Organization's signature card for an Account, and the Bank also is entitled to honor all such checks, drafts or other orders, regardless of by whom or by what means the facsimile signature thereon may have been affixed, if such facsimile signature resembles the facsimile specimen(s) duly certified to or filed with the Bank by this Authorized Signer.

B. Additional Banking Services. As used in these Resolutions and Agreement, the term "**Additional Banking Services**" includes, *but is not limited to*: (a) wire transfer of funds services; (b) automated clearing house (ACH) services; (c) lockbox or remote deposit services; (d) obtaining one or more access devices issued by the Bank as a means of accessing the Account(s) including, but not limited to, any card, PIN, code, program or Additional Banking Service that will allow such access for the purpose of obtaining information or to initiate electronic funds transfers to or from an Account, and to request the Bank to issue such access devices to other representatives of the Organization whether or not such other representative is identified in section 3 above; (e) cash or vault services; (f) the purchase or sale of foreign currencies on behalf of the Organization; (g) the investment of funds from the Account(s) into such investments as the Authorized Signer deems appropriate, regardless of whether such investments are offered by the Bank or its affiliates, and whether or not the investments are FDIC-insured; and (h) such other Additional Banking Service(s) as the Bank may offer and the Authorized Signer may request from time to time.

This Authorized Signer is duly authorized and given the power (i) to engage in Additional Banking Services on behalf of the Organization and in its name, to enter into, sign, modify, amend or terminate agreements with the Bank (which may include master agreements) for Additional Banking Services in connection with any Account(s), and (ii) to take any actions or enter into any other agreements and provide whatever instructions or documents relating to any Additional Banking Service as the Bank may require, upon such terms and conditions as this Authorized Signer deems appropriate, and to approve the security procedures and other terms and conditions that become part of such agreement.

This Authorized Signer also is duly authorized and given the power to approve, execute, deliver, amend or cancel one or more service requests (each a "**Service Request**") specifying one or more Additional Banking Services requested by the Organization, authorizing one or more individuals as security administrators for the Organization with respect to an Additional Banking Service, each of such security administrators being authorized on behalf of the Organization to grant, modify and delete identification codes, authorization or access levels for any individual as service representative for the Organization who can access Account(s) and the functions that any such service representative may perform using such Additional Banking Service, to remove such security administrators as this Authorized Signer deems appropriate; and to name or remove one or more service representatives who are authorized to: (1) initiate, confirm, amend, and cancel payment orders or fund transfers (including automated clearing house transfers) as specified in the Service Request, whether or not the individual named in such Service Request is an Authorized Signer identified in section 3 above; and (2) issue or amend instructions related to any Additional Banking Service.

C. Borrowing Authority. Any ____ (____) of these Authorized Signers (*insert required number in print and numeral*) is/are duly authorized and given the power by the Organization to: (i) borrow sums of money from the Bank from time to time on behalf of and in the name of the Organization in such amounts, for such periods of

ORGANIZATION RESOLUTIONS AND AGREEMENT

time, and upon such terms as this/these Authorized Signer(s) may deem advisable; (ii) execute on behalf of the Organization any guaranty of the obligations of other persons or entities to the Bank; and to execute for and on behalf of the Organization promissory notes, bonds, debentures, other evidences of indebtedness, loan agreements, line of credit agreements, letter of credit agreements, or other similar agreements or guaranties in such form and text as this Authorized Signer may determine; (iii) pledge, hypothecate, mortgage or in any manner encumber or create a lien upon any property of the Organization; (iv) deliver such documents and property to the Bank, whether real or personal, tangible or intangible and including, but not limited to, shares of stock, bonds, debentures, promissory notes, accounts receivable, or other property, upon such terms and conditions as this Authorized Signer may deem advisable to secure payment of sums of money borrowed by the Organization from the Bank or to secure any such guaranty of the obligations of any third party executed on behalf of the Organization; and (v) amend or modify any of the authorities and documents described in clauses (i) through (iv).

This Authorized Signer having borrowing authority, acting alone, also may delegate to any other representative of the Organization the power to borrow money on behalf of the Organization from time to time under any loan agreement, line of credit agreement, letter of credit agreement or other agreement previously approved in accordance with this authorization, even if the individual to whom such authority to borrow money is delegated is not named in these Resolutions and Agreement.

5. **Changes to Authorized Signer(s)**. The Organization agrees that the undersigned individual executing these Resolutions and Agreement on behalf of the Organization, or any individual designated in writing by the undersigned to the Bank, is authorized to certify the names and signatures of those individuals authorized to act on behalf of the Organization under the foregoing Resolutions and Agreement and, from time to time hereafter, to certify any change in the identity of said Authorized Signer(s) and/or Check Signer(s) or to add or delete any Authorized Signer and/or Check Signer, and the undersigned or such designee of the undersigned shall immediately report, furnish and certify such changes to the Bank and submit to the Bank a new signature card, incumbency certificate or other document on behalf of the Organization reflecting such changes as the Bank may require in order to make such change(s) effective.
6. **Bank's Right to Rely on These Resolutions and Agreement**. The undersigned further certifies that the foregoing Resolutions and Agreement are in conformity with the governing documents of the Organization, and the Bank is authorized to rely on and to continue to honor the instructions of and authorizations given by any Authorized Signer(s) identified herein or as subsequently certified to the Bank as described above until the Bank shall have been notified in writing by the undersigned or his/her designee of any amendment or revocation of such instruction or authorization and the Bank shall have had a reasonable period of time to act on such notification. The Organization agrees and acknowledges that neither the Federal Electronic Fund Transfer Act (15 U.S.C. Section 1693 and following) nor Regulation E (12 C.F.R. Part 205) are applicable to any debit card or other access device issued by the Bank to the Organization in connection with any Additional Banking Service. The Organization hereby indemnifies and holds the Bank harmless against any loss, cost, damage, or expense suffered or incurred by the Bank arising out of or in any way related to the Bank's reliance in good faith on the terms and provisions of these Resolutions and Agreement.
7. **Incumbency Certificate**. The undersigned "Recordkeeper" for the Organization certifies that each individual identified in section 3 above as an Authorized Signer is an employee or officer of the Organization and currently holds the office/title specified beside his/her name, and that the specimen signature adjacent thereto is the valid signature of such individual.

Guidelines for executing the following signature boxes for Organizations that are U.S. legal entities:

- **Corporation**: The undersigned **Recordkeeper** described in Section 1 above and executing these Resolutions and Agreement below in the **Recordkeeper** box should be the corporate secretary or assistant secretary of the corporation. The **Additional Officer** may be the Chairperson, President, Chief Executive Officer, Treasurer, Chief Financial Officer, or a Board member, and must execute these Resolutions and Agreement in the **Additional Officer** box.
- **Partnership, Limited Liability Partnership, Limited Liability Company, or Sole Proprietor**: All general partners, all members (if a limited liability company), or the sole proprietor must sign below, unless the Organization's governing documents specify that a

ORGANIZATION RESOLUTIONS AND AGREEMENT

manager, managing general partner, or other individual may so act. ***In any event, a second officer of the general partner or member*** (if a limited liability company) **must sign in the Additional Officer box**. Sole proprietorships or single member limited liability companies do not require a second signature.

- **Governmental Entity:** The Treasurer must sign these Resolutions and Agreement below in the **Recordkeeper** box, unless the Organization's charter specifies otherwise. The entity's Chairperson, Vice Chairperson, or equivalent officer, or in-house Legal Counsel must sign in the **Additional Officer** box.

SIGNATURE REQUIRED

SIGNATURE REQUIRED

| RECORDKEEPER | ADDITIONAL OFFICER |
|--|--|
| Name: <u>Seth Hoffman</u> (Type or print) | Name: <u>James D Gunning</u> (Type or print) |
| Signature: _____ | Signature: _____ |
| Title: <u>City Manager</u> | Title: <u>Mayor</u> |
| In witness whereof, I have signed my name to these Resolutions and Agreement as the Recordkeeper described in Section 1 above and, if appropriate and required, applied the seal of the Organization as of this _____ day of _____, 20___. | (Affix seal here if required by Organization's governing documents.) |

Additional Signatures of Members, Partners or Other Required Individuals

Each of the undersigned individuals, being a member, general partner, or other person required under the governing documents of the Organization to approve the foregoing Resolutions and Agreement, hereby consents to the adoption thereof.

| | |
|------------|------------|
| Signature | Signature |
| Print Name | Print Name |
| Title | Title |
| Signature | Signature |
| Print Name | Print Name |
| Title | Title |
| Signature | Signature |
| Print Name | Print Name |
| Title | Title |