CITY OF CORDOVA, ALASKA
RESOLUTION 03-12-21

A RESOLUTION OF THE CITY OF CORDOVA, ALASKA, AUTHORIZING THE ESTABLISHMENT OF A LINE OF CREDIT WITH UBS BANK USA IN A PRINCIPAL AMOUNT OF NOT TO EXCEED $2,793,918.60 FOR THE PURPOSE OF BORROWING IN ANTICIPATION OF THE RECEIPT OF REVENUES OF THE CITY TO FINANCE PART OF THE COST OF THE CORDOVA CENTER PROJECT, AND PROVIDING FOR RELATED MATTERS.

WHEREAS, on January 4, 2012, the City adopted Substitute Ordinance 1091 authorizing the City to borrow in anticipation of the receipt of revenues of the City in an aggregate principal amount not exceeding $2,793,918.60 to finance part of the cost of the Cordova Center Project, with the terms and conditions of the borrowing to be determined by resolution; and

WHEREAS, the City has negotiated the terms and conditions of a line of credit with UBS Bank USA under the authority of Substitute Ordinance 1091, and a Credit Line Agreement (the "Agreement") stating those terms and conditions is now before this meeting; and

WHEREAS, it appears that the Agreement, which now is before this meeting, is appropriate in form and content and is an appropriate instrument for the purposes intended.

NOW, THEREFORE BE IT RESOLVED THAT

Section 1. The City hereby is authorized (i) to borrow, on the terms and conditions stated in the Agreement, the principal amount outstanding at any one time of not to exceed $2,793,918.60 to meet the appropriation from grant funds to be received from the Exxon Valdez Oil Spill Trustee Council to pay costs of the Cordova Center Project, (ii) to pledge and grant a security interest in the property of the City described in Section 8 of the Agreement as security for any liability of the City to UBS Bank USA, (iii) to establish one or more loan accounts at UBS Bank USA for the benefit of the City, and (iv) to enter into such other agreements or documents as may be necessary to implement or give effect to the Agreement.

Section 2. The form and content of the Agreement are in all respects authorized, approved and confirmed, and the City Manager or his designee hereby is authorized, empowered and directed to execute and deliver to the counterparty the Agreement on behalf of the City, in substantially the form and content now before this meeting but with such changes, modifications, additions and deletions therein as shall to him seem necessary, desirable or appropriate, the execution thereof to constitute conclusive evidence of approval of any and all changes, modifications, additions or deletions therein from the form and content of the Agreement now before this meeting, and from and after the execution and delivery of the Agreement, the City Manager and the City Clerk, and their respective designees, each hereby is authorized, empowered and directed to do all acts and things and to execute all agreements and documents as may be necessary to carry out and comply with the provisions of the Agreement as executed.

Section 3. The Mayor, Manager, Finance Director and Clerk or any other person authorized by the City each hereby is authorized, individually and without counter signature or co-signature, to execute and deliver for and on behalf of the City any and all additional agreements certificates, documents, opinions or other papers and perform all other acts as they may deem necessary or appropriate in order to implement and carry out the intent and purposes of this resolution.

Section 4. UBS Bank USA is authorized to rely upon the authority conferred by these resolutions until UBS Bank USA receives a certified copy of resolutions of the City Council revoking or modifying this resolution.

Section 5. This resolution shall take effect upon passage and approval.

PASSED AND APPROVED THIS 21st DAY OF MARCH 2012.

James Kallander, Mayor

ATTEST:

Susan Bourgeois, City Clerk

CITY OF CORDOVA CORPORATE SEAL JULY 8, 1909 ALASKA