

AUTHORIZING RESOLUTION

A RESOLUTION OF THE GOVERNING BODY OF Tucson Unified School District No. 1 of Pima County, Arizona,  
AUTHORIZING THE EXECUTION AND DELIVERY OF A MUNICIPAL LEASE PURCHASE AGREEMENT WITH RESPECT TO THE  
ACQUISITION, PURCHASE, FINANCING AND LEASING OF CERTAIN EQUIPMENT FOR THE PUBLIC BENEFIT; AUTHORIZING  
THE EXECUTION AND DELIVERY OF DOCUMENTS EQUIRED IN CONNECTION THEREWITH; AND AUTHORIZING THE TAKING  
OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS  
RESOLUTION.

WHEREAS, Tucson Unified School District No. 1 of Pima County, Arizona (the "Lessee"), a body politic and corporate duly  
organized and existing as a political subdivision, municipal corporation or similar public entity of the State of Arizona is  
authorized by the laws of the State of Arizona to purchase, acquire and lease personal property for the benefit of Lessee  
and its inhabitants and to enter into contracts with respect thereto ; and

WHEREAS, the Lessee desires to purchase, acquire and lease certain equipment constituting personal property necessary for  
the Lessee to perform essential governmental functions; and

WHEREAS, in order to acquire such equipment, Lessee proposes to enter into that certain Municipal Lease Purchase  
Agreement dated as July 27, 2017 (the "Lease") with Ally Bank and Ally Financial (the "Lessor"), the forms of which have  
been presented to the governing body of Lessee at this meeting; and

WHEREAS, the governing body of Lessee deems it for the benefit of Lessee and for the efficient and effective administration  
thereof to enter into the Lease for the purchase, acquisition and leasing of the equipment to be therein described on the  
terms and conditions therein provided:

Now, THEREFORE, BE IT AND IT IS HEREBY RESOLVED by the governing body of Lessee as follows:

Section 1. Approval of Documents. The form, terms and provisions of the Lease are hereby approved in substantially the  
forms presented at this meeting, with such insertions, omissions and changes as shall be approved by the  
Board President of Lessee or other members of the governing body of Lessee executing the same, the execution of such  
document being conclusive evidence of such approval; and the Director of Purchasing of the Lessee is hereby authorized and  
directed to execute, and the Purchasing Manager of Lessee is hereby authorized and directed to attest and countersign, the  
Lease and any related schedules, exhibits or annexes attached thereto and to deliver the Lease including such schedules,  
exhibits or annexes to the respective parties thereto and the Board Staff of Lessee is hereby authorized to affix the seal of  
Lessee to such documents.

Section 2. Other Actions Authorized. The officers and employees of Lessee shall take all action necessary or reasonable  
required by the parties to the Lease to carry out, give effect to and consummate the transactions contemplated thereby  
(including the execution and delivery of an acceptance certificate with respect to the Lease as contemplated therein) and to  
take all action in conformity therewith, including, without limitation, the execution and delivery of any closing and other  
documents required to be delivered in connection with the Lease.

Section 3. No General Liability. Nothing contained in this Resolution, the Lease or any other instrument shall be construed  
with respect to the Lessee as incurring a pecuniary liability or charge upon the general credit of Lessee or against its taxing  
power, nor shall the breach of any agreement contained in this Resolution, the Lease or any other instrument or document  
executed in connection therewith impose any pecuniary liability upon Lessee or any charge upon it general credit or against  
its taxing power, except to the extent that the rental payments payable under the Lease are special limited obligations of  
the Lessee as provided therein.

Section 4. Appointment of Authorized Lessee Representatives. The Director of Purchasing and Purchasing Manager of  
Lessee are each hereby designated to act as authorized representatives of Lessee for purposes of the Lease until such time  
as the governing body of Lessee shall designate any other or different authorized representative for purposes of the Lease.

Section 5. Severability. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be  
invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any  
of the remaining provisions of this Resolution.

Section 6. Repealer. All bylaws, orders and resolutions or parts thereof, inconsistent herewith, are hereby repealed to the  
extent only of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution or ordinance  
or part thereof.

Section 7. Effective Date. This Resolution shall be effective immediately upon its approval and adoption.

ADOPTED AND APPROVED by the governing body of Lessee this 12<sup>th</sup> day of September, 2017.

By adopting this resolution, we herby rescind the resolution previously adopted on May 9<sup>th</sup>, 2017.

Tucson Unified School District No. 1 of Pima County, Arizona, as Lessee      ATTEST:

By: \_\_\_\_\_

By: \_\_\_\_\_

Name: Michael Hicks

Name: \_\_\_\_\_

Title: Board President

Title: \_\_\_\_\_