

GRAHAM COUNTY BOARD OF SUPERVISORS)

(SS.SAFFORD, AZ July 21, 2015

STATE OF ARIZONA, COUNTY OF GRAHAM)

The Graham County Board of Supervisors met in a regular session this date with the following present:

Danny Smith	Chairman
James A. Palmer	Vice-Chairman
Drew John	Member
Terry Cooper	Clerk
Judy Dickerson	Deputy Clerk

Chairman Smith called the meeting to order at 3:30 p.m. and led the Pledge of Allegiance.

Chairman Smith requested approval of Resolution 2015-09 approving and authorizing the execution and delivery of an Intergovernmental Agreement with the Graham County Jail District of Graham County, Arizona (the "Jail District"). Upon motion of Supervisor John, seconded by Supervisor Palmer, the request was unanimously approved.

#### **RESOLUTION 2015-09**

**RESOLUTION OF THE BOARD OF SUPERVISORS OF GRAHAM COUNTY, ARIZONA, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INTERGOVERNMENTAL AGREEMENT WITH THE GRAHAM COUNTY JAIL DISTRICT; AND AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION.**

**WHEREAS**, Graham County (the "*County*") desires to grant to the Graham County Jail District of Graham County, Arizona (the "*District*") certain real property and improvements (the "*Property*") for a new corrections facility (the "*Project*"), and the District desires to finance the Project through the sale and issuance of Pledged Revenue Obligations (the "*Obligations*"), evidencing proportionate interests of the owners thereof in a Lease-Purchase Agreement (the "*Lease-Purchase Agreement*"); and

**WHEREAS**, the Clerk of the Graham County Board of Supervisors (this "*Board*") has presented to this Board at this meeting a proposed form of an Intergovernmental Agreement by and between the County and the District (the "*Intergovernmental Agreement*").

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF GRAHAM COUNTY, ARIZONA, THAT:**

**Section 1.** It is hereby found and determined that the granting of the Property to the District and taking such other action in furtherance of the sale of not to exceed \$33,000,000 Graham County Jail District Pledged Revenue Obligations, Series 2015 (the "*Obligations*") as is reasonable and prudent, is in the best interest of, and in furtherance of, the purposes of the County and in the public interest.

**Section 2.** The form, terms and provisions of the Intergovernmental Agreement substantially in the form of such Intergovernmental Agreement (including the exhibits thereto) presented at this meeting are hereby approved, with such final provisions, insertions, deletions and changes as shall be approved by the Chairman, the execution of such Intergovernmental Agreement being conclusive evidence of such approval, and the Chairman and the Clerk are hereby authorized and directed to execute and deliver, where applicable, or approve the Intergovernmental Agreement.

**Section 3.** The Chairman and the Clerk of this Board and the County Manager and the other officers of the County, on behalf of the County, are each hereby authorized and directed, without further order of this Board, to execute and deliver such certificates, proceedings and agreements as may be necessary or convenient to be executed and delivered on behalf of the County, to evidence compliance with, or further the purposes of, all the terms and conditions of this resolution and the Intergovernmental Agreement.

**Section 4.** If any section, paragraph, clause or phrase of this resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or phrase shall not affect any of the remaining provisions of this resolution.

**Section 5.** All orders, resolutions and ordinances or parts thereof inconsistent herewith are hereby waived to the extent only of such inconsistency. This waiver shall not be construed as reviving any order, resolution or ordinance or any part thereof.

**PASSED AND ADOPTED** by the Board of Supervisors of Graham County, Arizona, this 21<sup>st</sup> day of July, 2015.

GRAHAM COUNTY BOARD OF SUPERVISORS

/s/: Danny Smith, Chairman

ATTEST:

/s/: Terry Cooper, Clerk

APPROVED AS TO FORM:

/s/: Kenneth Angle, County Attorney

Chairman Smith requested authorization to accept the designation as an “obligated person” with respect to pledged revenue obligations that may be issued by the Jail District and authorize the execution of a continuing disclosure certificate pertaining to pledged revenue certificates.

Special Council Fred Rosenfeld explained that “obligated person” means the person or entity who is obligated to repay the bonds and is required for the purposes of the securities and exchange act. He further indicated that the County should have policy and procedures in place for the actions the County needs to comply with the requirements for the continuing disclosure certificate. Upon motion of Supervisor Palmer, seconded by Supervisor John, the request was unanimously approved.

Chairman Smith requested authorization of the execution and delivery of a deed to approximately eleven (11) acres of land for the Jail District’s proposed jail. Upon motion of Supervisor John, seconded by Supervisor Palmer, the request was unanimously approved.

Chairman Smith adjourned the meeting at 3:50 p.m.

GRAHAM COUNTY BOARD OF SUPERVISORS

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Danny Smith, Chairman

ATTEST:

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Terry Cooper, Board Clerk