

**Charlotte City Council**

**Resolution Authorizing Sale of Surplus Personal Property to Another Governmental Unit**

Whereas, North Carolina General Statutes 160A-274 authorizes the City to sell personal property belonging to the City of Charlotte to another governmental agency by private sale upon adoption of a resolution by the City of Charlotte Council Members to dispose of the property; and,

Whereas, City of Charlotte owns this 1986 Ford, RHM 13, Hazardous Materials Vehicle, proposed for sale which was acquired in 1986 for city use,

Whereas, the vehicle is no longer in fire department fleet service, and

Whereas the Lucia-Riverbend Volunteer Fire Department has offered to purchase this vehicle at a price of \$4,995.00; and

Whereas, the Charlotte City Manager has recommended that this hazardous materials truck be sold to the Lucia-Riverbend Volunteer Fire Department, Mount Holly, North Carolina at current market value. No therefore,

Be it resolved by the Charlotte City Council that the City Manager or her designee is authorized to sell at private sale to the Lucia-Riverbend Volunteer Fire Department, Mount Holly, North Carolina the surplus described on the attached Exhibit which is hereby declared to be surplus consisting of:

One item F55378, 1986 Ford Haz Mat Truck

Said surplus Property is to be sold in accordance with G.S. 160A-274 in compliance with the City of Charlotte policies.

Adopted on this 7th day of February, 2000.

**CERTIFICATION**

I, Nancy S. Gilbert, Deputy City Clerk of the City of Charlotte, North Carolina, DO HEREBY CERTIFY that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 7th day of Feb, 2000, the reference having been made in Minute Book 114, and recorded in full in Resolution Book 36, Page(s) 53.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 8th day of Feb, 2000.

  
Nancy S. Gilbert, CMC, Deputy City Clerk

Extract of Minutes of a regular meeting of the City Council of the City of Charlotte, North Carolina held in the Meeting Chamber at the Charlotte-Mecklenburg County Governmental Center, 600 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on February 7, 2000.

\* \* \*

A regular meeting of the City Council of the City of Charlotte, North Carolina (the "City Council") was held in the Meeting Chamber at the Charlotte-Mecklenburg County Governmental Center, 600 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on February 7, 2000 (the "Meeting"), after proper notice, and was called to order by the Mayor,\* and upon the roll being called, the following members of the City Council answered present: \* Mayor Pro Tem Susan Burgess, Councilmember

Autrey, Cannon, Carter, Castano, Graham, Lochman, Mitchell, Spencer, Wheeler, and White.

The following members of the City Council were absent: None, only Mayor Pat McCrory absent

Also present: Pamela A. Syfert, City Manager, DeWitt F McCarley, City Attorney, and Nancy S. Gilbert, Deputy City Clerk

Councilmember Autrey introduced the following resolution (the "Resolution"), a summary of which had been provided to each Council member, a copy of which was available with the City Clerk and which was read by title:

**RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA APPROVING AN AMENDMENT TO AN INSTALLMENT PURCHASE CONTRACT WITH NEW CHARLOTTE CORPORATION AND RELATED MATTERS**

*WHEREAS*, the City of Charlotte, North Carolina (the "City") is a municipal corporation validly existing under the Constitution, statutes and laws of the State (the "State");

*WHEREAS*, the City has the power, pursuant to North Carolina General Statutes, to (i) purchase real and personal property, (ii) enter into installment purchase contracts in order to finance the purchase of real and personal property used, or to be used, for public purposes, and (iii) grant a security interest in some or all of the property purchased to secure repayment of the purchase price;

*WHEREAS*, the City has previously entered into an Amended and Restated Installment Purchase Contract dated as of August 1, 1993 (the "1993 Contract") between the City and New Charlotte Corporation (the "Corporation") with respect to the New Charlotte Convention Center (the "Convention Center") and provided a security interest in the Convention Center and the site on which it is located through a Deed of Trust and Security Agreement dated as of June 1, 1991 (the "Deed of Trust") from the City to the deed of trust trustee named therein;

*WHEREAS*, the City Council of the City of Charlotte, North Carolina (the "City Council"), has determined that it is in the best interests of the City to enter into (a) an amendment to the 1993 Contract with the Corporation in order to (1) acquire a parcel of land located on the corner bordered by Stonewall Street and Caldwell Street (the "Scott Parcel"), (2) acquire a parcel of land located on Second Street

between South Brevard Street and South Caldwell Street (the "ABC Parcel"), (3) construct certain meeting facilities and parking facilities for the benefit of the Convention Center on the south side of Stonewall Street (the "Meeting and Parking Facilities") and (4) construct certain improvements to the Convention Center, including a bridge across Stonewall Street and renovations to the Convention Center to accommodate light rail through it (the "Trolley Improvements" and, collectively with the Scott Parcel, the ABC Parcel and the Meeting and Parking Facilities, the "2000 Project"); and (b) a Notice of Extension of Deed of Trust to Additional Property given as of March 1, 2000 by the City to the deed of trustee named therein for the benefit of First Union National Bank (the "Notice of Extension"), so as to add the Scott Parcel and the ABC Parcel to the Deed of Trust;

WHEREAS, on November 8, 1999, the City Council adopted a resolution authorizing the City to enter into a Parking Facility Management Agreement dated as of March 1, 2000 (the "Parking Management Agreement") between the City and an entity to be created with respect to the parking facilities portion of the Meeting and Parking Facilities and authorized the City Manager to execute and deliver the Parking Management Agreement;

WHEREAS, the Corporation will execute and deliver Certificates of Participation (Convention Facility Project), Series 2000A, Evidencing Proportionate Undivided Interests in Rights to receive certain Revenues pursuant to the Contract between the Corporation and the City (the "2000A Certificates") and Taxable Certificates of Participation (Convention Facility Project), Series 2000B, Evidencing Proportionate Undivided Interests in Rights to receive certain Revenues pursuant to the Contract between the Corporation and the City (the "2000B Certificates" and together with the 2000A Certificates, the "Certificates");

WHEREAS, in connection with the sale of the Certificates by the Corporation to Banc of America Securities LLC, First Union Securities, Inc. and Wachovia Securities, Inc. (the "Underwriters"), the City desires to make certain representations and warranties to the Underwriter in the form of the City's Letter of Representations to the Underwriters (the "Letter of Representations");

WHEREAS, there has been described to the City Council the following documents (collectively, the "Instruments"), copies of which have been made available to the City Council, which the City Council proposes to approve, enter into and deliver, as applicable to effectuate the proposed installment purchase financing:

- (1) the form of Amendment Number One to the Amended and Restated Installment Purchase Contract dated as of March 1, 2000 between the Corporation and the City (the "Contract Amendment" and collectively with the 1993 Contract, the "Contract");
- (2) the form of the Letter of Representations;
- (3) the form of the Contract of Purchase to be dated on or about March 22, 2000 between the Corporation and the Underwriters (the "Purchase Contract"); and
- (4) the Notice of Extension.

WHEREAS, to make an offering and sale of the Certificates, there will be prepared a Preliminary Official Statement (the "Preliminary Official Statement"), a draft thereof having been presented to the City Council, and a final Official Statement (collectively with the Preliminary Official Statement, the "Official Statement") with respect to the Certificates, which Official Statement will contain certain information regarding the City;

*WHEREAS*, it appears that each of the Instruments and the Preliminary Official Statement is in an appropriate form and is an appropriate instrument for the purposes intended;

***NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CHARLOTTE, NORTH CAROLINA, AS FOLLOWS:***

*Section 1. Ratification of Instruments.* That all actions of the City, the City Manager, the City Director of Finance, the City Clerk, the City Attorney and their respective designees, whether previously or hereinafter taken, in effectuating the proposed financing are hereby approved, ratified and authorized pursuant to and in accordance with the transactions contemplated by the Instruments.

*Section 2. Authorization of the Official Statement.* That the form, terms and content of the Preliminary Official Statement dated on or about March 8, 2000 are in all respects authorized, approved and confirmed, and the use of the Preliminary Official Statement and of the final Official Statement to be dated on or about March 22, 2000 (the "Official Statement") by the Underwriters in connection with the sale of the Certificates is hereby in all respects authorized, approved and confirmed.

*Section 3. Authorization to Execute the Contract Amendment.* That the City approves the acquisition and construction of the 2000 Project in accordance with the terms of the Contract Amendment, which will be a valid, legal and binding obligation of the City in accordance with its terms. The form and content of the Contract Amendment shall be and the same hereby are in all respects authorized, approved and confirmed, and the City Manager and the City Clerk and their respective designees shall be and they hereby are authorized, empowered and directed to execute and deliver the Contract Amendment, including necessary counterparts, in substantially the form and content presented to the City Council, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of the City's approval of any and all changes, modifications, additions or deletions therein from the form and content of the Contract Amendment presented to the City Council, and that from and after the execution and delivery of the Contract Amendment, the City Manager, the City Director of Finance and the City Clerk are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Contract Amendment as executed.

*Section 4. Authorization to Execute the Notice of Extension.* The form and content of the Notice of Extension shall be and the same hereby are in all respects authorized, approved and confirmed, and the City Manager and the City Clerk and their respective designees shall be and they hereby are authorized, empowered and directed to execute and deliver the Notice of Extension, including necessary counterparts, in substantially the form and content presented to the City Council, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of the City's approval of any and all changes, modifications, additions or deletions therein from the form and content of the Notice of Extension presented to the City Council, and that from and after the execution and delivery of the Notice of Extension, the City Manager, the City Director of Finance and the City Clerk are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Notice of Extension as executed.

*Section 5. Letter of Representations; Purchase Contract.* That the form and content of the Purchase Contract shall be and the same hereby is in all respects approved, and the City Manager is authorized to execute the Letter of Representations for the purposes stated therein; and

**Section 6. City Representative.** That the City Manager, the City Director of Finance, the City Treasurer and the City Debt Manager are hereby designated as the City's Representatives to act on behalf of the City in connection with the transaction contemplated by the Instruments, the Parking Management Agreement and the Preliminary Official Statement, and each is authorized to proceed with the acquisition and construction of the 2000 Project in accordance with the Instruments and to seek opinions as a matter of law from the City Attorney, which the City Attorney is authorized to furnish on behalf of the City, and opinions of law from such other attorneys for all documents contemplated hereby. The City's Representative and/or designee or designees are in all respects authorized on behalf of the City to supply all information pertaining to the City as purchaser under the Contract for use in the Preliminary Official Statement and the transactions contemplated by the Instruments, the Parking Management Agreement or the Preliminary Official Statement, the City Manager, the City Clerk and the City Director of Finance of the City or their respective designees are hereby authorized, empowered and directed to do any and all other acts and to execute any and all other documents, which they, in their discretion, deem necessary and appropriate in order to consummate the transactions contemplated by the Instruments, the Parking Management Agreement or the Preliminary Official Statement or as they deem necessary or appropriate in order to implement and carry out the intent and purposes of this Resolution.

**Section 7. Severability.** That if any section, phrase or provision of this Resolution shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

**Section 8. Repealer.** That all motions, orders, resolutions and parts thereof, in conflict herewith are hereby repealed.

**Section 9. Effective Date.** This Resolution will take effect immediately on its adoption.

On motion of Councilmember Autrey, seconded by Councilmember Cannon, the foregoing resolution entitled "RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA APPROVING AN AMENDMENT TO AN INSTALLMENT PURCHASE CONTRACT WITH NEW CHARLOTTE CORPORATION AND RELATED MATTERS" was duly adopted by the following vote:

AYES: Unanimous

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NAYS: None

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CITY OF CHARLOTTE, NORTH CAROLINA

[SEAL]

By: Nancy S. Gilbert, CMC  
City Clerk

Nancy S. Gilbert, CMC, Deputy City Clerk

