

STATE OF COLORADO )  
 )  
COUNTY OF MOFFAT )  
 )  
CITY OF CRAIG )

The City Council of the City of Craig, Colorado, met in regular session in full conformity with law and the ordinances and rules of the City of Craig, at 300 W. 4th Street, Craig, Colorado, on Tuesday, the 8th day of January, 2019, at beginning at 6:30 p.m.

Upon roll call the following were present, constituting a quorum:

Mayor:	John Ponikvar
Mayor Pro Tem:	Derek Duran
Council Members:	Joe Bird
	Tony Bohrer
	Jared Ogden
	Andrea Camp
	Chris Nichols

Also present:

City Clerk: Liz White

Absent:

Thereupon Council Member \_\_\_\_\_ introduced, and as copies of the Resolution were available for the public, there was read by title only, the following Resolution:

### **RESOLUTION NO. 3 (2019)**

**A RESOLUTION OF THE CITY OF CRAIG, COLORADO ACTING BY AND THROUGH ITS CITY OF CRAIG WATER ACTIVITY ENTERPRISE APPROVING A LOAN BETWEEN THE COLORADO WATER RESOURCES AND POWER DEVELOPMENT AUTHORITY AND THE CITY OF CRAIG WATER ACTIVITY ENTERPRISE IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED \$300,000 FOR THE PURPOSE OF FINANCING UPGRADES TO THE EXISTING WATER TREATMENT PLANT AND DISTRIBUTION SYSTEM IMPROVEMENTS; AUTHORIZING THE FORM AND EXECUTION OF A LOAN AGREEMENT AND A GOVERNMENTAL AGENCY BOND EVIDENCING THE LOAN; AND PRESCRIBING OTHER DETAILS IN CONNECTION THEREWITH.**

WHEREAS, the City of Craig Water Activity Enterprise (the “Enterprise”) is a duly created water activity enterprise existing under the provisions of Title 37, Article 45.1, Colorado Revised Statutes (“Water Activity Law”); and

WHEREAS, the Enterprise has no authority to levy or collect or use in its operations taxes, whether sales taxes, use taxes or ad valorem taxes; and

WHEREAS, the City Council of the City of Craig (the “Council”) is acting hereunder as the governing body of the Enterprise; and

WHEREAS, the Enterprise is a government owned business authorized to issue its own revenue bonds and receiving under ten percent (10%) of annual revenue and grants from all Colorado state and local governments combined and it is hereby determined that the Enterprise is an enterprise within the meaning of Article X, Section 20 of the Colorado Constitution; and

WHEREAS, the City, acting by and through the Enterprise, has heretofore determined to make upgrades to the existing water treatment plant and make distribution system improvements. (the “Project”), said Project to be operated and maintained as part of the water treatment and distribution system of the Enterprise (the “System”); and

WHEREAS, the Enterprise is authorized by Title 37, Article 45.1, C.R.S., and Article X, Section 20 of the Colorado Constitution to issue its Governmental Agency Bond authorized by action of the Council without the approval of the electors of the City, such bond to be issued in the manner provided in Part 4 of Article 35 of Title 31, C.R.S.; and

WHEREAS, the Council, acting by and through the Enterprise, has determined and hereby determines that it is in the best interests of the City, and the residents thereof, to enter into a loan agreement (the “Loan Agreement”) with the Colorado Water Resource and Power Development Authority (the “CWRPDA”) pursuant to which the CWRPDA will loan to the Enterprise, an amount not to exceed \$300,000, to finance design and engineering expenses related to the Project which will be forgiven in accordance with the terms of the Loan Agreement; and

WHEREAS, none of the members of the Council have any potential conflicting interest in connection with the authorization, issuance, or sale of the bond, or the use of the proceeds thereof; and

WHEREAS, the Council desires to authorize the issuance and sale of the bond and the execution of the foregoing documents.

BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF CRAIG WATER ACTIVITY ENTERPRISE:

**Section 1. Definitions.** As used herein, the capitalized terms shall have the respective meanings set forth below, unless the context indicates otherwise, all other capitalized terms shall have the respective meanings set forth in the Loan Agreement.

**Bond:** the Governmental Agency Bond, dated as of the date of issuance, issued in the aggregate principal amount of not to exceed \$300,000, as authorized by this Resolution.

**C.R.S.:** the Colorado Revised Statutes, as amended and supplemented as of the date hereof.

**Loan Agreement:** that loan agreement between the Colorado Water Resource and Power Development Authority and the City of Craig, Colorado acting by and through its City of Craig Water Activity Enterprise.

**Owner:** the owner of the Bond.

**Project:** the project consists of upgrades to the existing water treatment plant and distribution system improvements.

**Resolution or Bond Resolution:** this Resolution of the City of Craig Sewer Enterprise.

**System:** all of the City's water production and distribution facilities and properties, now owned or hereafter acquired, whether situated within or without the City boundaries, including all present or future improvements, extensions, enlargements, betterments, replacements, or additions thereof or thereto.

**Section 2. Approval of Loan Agreement.** That Loan Agreement in substantially the form presented herewith between the Colorado Water Resources and Power Development Authority and the City of Craig Water Activity Enterprise and evidencing a loan from the Colorado Water Resources and Power Development Authority to the City of Craig, Colorado, acting by and through its City of Craig Water Activity Enterprise to finance design and engineering expenses related to the Project is hereby approved and the Enterprise is authorized to undertake and complete the Project.

**Section 3. Authorization of Bond.** In accordance with the Constitution, Title 31, Article 35, Part 4, C.R.S.; Title 11, Article 57, Part 2, C.R.S.; Title 37, Article 45.1, C.R.S.; and all other laws of the State of Colorado and pursuant to the Loan Agreement, there shall be issued the "Governmental Agency Bond" of the Enterprise, in the aggregate principal amount of not to

exceed \$300,000, for the purpose of paying the costs of the Project (the “Project Costs”). The accomplishment of the Project is hereby authorized, approved, and ordered.

**Section 4. Election to Apply Supplemental Act.** Section 11-57-204 of the Supplemental Public Securities Act, constituting Title 11, Article 57, Part 2, C.R.S. (the “Supplemental Act”) provides that a public entity may elect in an act of issuance to apply all or any of the provisions of the Supplemental Act. The Council hereby elects to apply some of the provisions of the Supplemental Act to the Loan Agreement and the Bond.

**Section 5. Special Obligations.** The Bond shall not constitute a debt or an indebtedness of the City or the Enterprise within the meaning of Article XI, Section 6 of the Colorado Constitution or any statutory provision or limitation; nor shall it be considered or held to be a general obligation of the City.

**Section 6. Bond Details.** The Bond shall be in the principal amount of not to exceed \$300,000, which amount shall be forgiven in accordance with the Loan Agreement. The Enterprise shall execute and deliver to the Authority the Bond pursuant to the Loan Agreement. The Bond shall be substantially in the form set forth in the Loan Agreement.

**Section 7. Conclusive Recital.** Pursuant to Section 11-57-210 of the Supplemental Act, the Bond shall contain a recital that it is issued pursuant to the Supplemental Act. Such recital shall be conclusive evidence of the validity and the regularity of the issuance of the Bond after its delivery for value.

**Section 8. No Recourse Against Officers and Agents.** Pursuant to Section 11-57-209 of the Supplemental Act, if a member of the Council, or any officer or agent of the City or Enterprise acts in good faith, no civil recourse shall be available against such member, officer, or agent for payment of the principal, interest or prior redemption premiums on the Bond. Such recourse shall not be available either directly or indirectly through the Council, the City or the Enterprise, or otherwise whether by virtue of any constitution, statute, rule of law, enforcement of penalty, or otherwise. By the acceptance of the Bond and as part of the consideration of its sale or purchase, any person purchasing or selling such Bond specifically waives any such recourse.

**Section 9. Form and Execution of the Bond.** The Bond shall be executed with a facsimile or manual signature of the Mayor of the City, sealed with a facsimile or manual impression of the seal of the City, and attested by the facsimile or manual signature of the City Clerk. Should any officer whose facsimile or manual signature appear on the Bond cease to be such officer before delivery of the Bond to a purchaser, such facsimile or manual signature shall nevertheless be valid and sufficient for all purposes.

**Section 10. Disposition and Investment of Proceeds.** The Bond shall be issued and sold for the purpose of paying the Project Costs. The Owner shall not be responsible for the application or disposal by the City or any of its officers of the funds derived from the sale thereof.

All or any portion of the Bond Proceeds may be temporarily invested or reinvested, pending such use, in securities or obligations which are lawful investments.

**Section 11. Authorization to Execute Documents.** The Mayor and City Clerk shall and they are hereby authorized and directed to take all actions necessary or appropriate to effectuate the provisions of this Resolution, including, but not limited to, the execution of such certificates and affidavits as may be reasonably required. The execution by the Mayor of the City of any document authorized herein shall be conclusive proof of the approval by the City of the terms thereof.

**Section 12. Authorized Officer.** Bruce Nelson, Finance Director of the City of Craig or his successor, and Peter Brixius, City Manager of the City of Craig, or his successor, are hereby authorized to act as the “Authorized Officer” under the Loan Agreement (as such term is therein defined), and to furnish their names to the Authority in accordance with the Loan Agreement.

**Section 13. Costs and Expenses.** All costs and expenses incurred in connection with the issuance and payment of the Bond shall be paid either from the proceeds of the Bond or from legally available moneys of the Enterprise, or from a combination thereof.

**Section 14. Ratification and Approval of Prior Actions.** All actions heretofore taken by the officers of the City and the members of the Council, not inconsistent with the provisions of this Resolution, relating to the authorization, sale, issuance, and delivery of the Bond are hereby ratified, approved, and confirmed.

**Section 15. Resolution Irrepealable.** After the Bond has been issued, this Resolution shall constitute a contract between the Owner and the Enterprise, shall be and remain irrepealable until the Bond and the interest accruing thereon shall have been fully paid, satisfied, and discharged, as herein provided.

**Section 16. Repealer.** All orders, bylaws, resolutions of the Enterprise, or parts thereof inconsistent or in conflict with this Resolution are hereby repealed to the extent only of such inconsistency or conflict.

**Section 17. 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, the intent being that the same are severable.

**Section 18. Recording and Authentication.** Upon adoption hereof, this Resolution shall be recorded in a book kept for that purpose and shall be authenticated by the signatures of the Mayor and the City Clerk.

**Section 19. Effective Date.** This Resolution shall take effect immediately upon adoption.

INTRODUCED, READ AND PASSED AS A RESOLUTION at a regular meeting of the City Council acting as the governing body of the City of Craig Water Activity Enterprise on the 8th day of January, 2018.

---

John Ponikvar, Mayor

ATTESTED:

---

Liz White, City Clerk

It was thereupon moved by Council Member \_\_\_\_\_ and seconded by Council Member \_\_\_\_\_ that the foregoing Resolution, introduced at this meeting as aforesaid, be passed and adopted.

The question being upon the adoption of the motion, the roll was called with the following result:

Those voting YES: \_\_\_\_\_

Those voting NO: \_\_\_\_\_

\_\_\_\_\_ (\_\_\_\_) members of the City Council present having voted in favor of said motion, the presiding officer thereupon declared the motion carried and that the Resolution was passed and adopted.

Thereupon, after consideration of other business to come before the Council, the meeting was adjourned.

\_\_\_\_\_  
John Ponikvar, Mayor

ATTESTED:

\_\_\_\_\_  
Liz White, City Clerk

STATE OF COLORADO )  
 )  
COUNTY OF MOFFAT )  
 )  
CITY OF CRAIG )

I, Liz White, City Clerk of the City of Craig, Colorado, do hereby certify that the foregoing pages numbered 1 to 7, inclusive, constitute a full and correct copy of the record of the proceedings of the City Council of the City acting as the governing body of the City of Craig Sewer Enterprise, taken at a regular meeting thereof, held on Tuesday, the 8th day of January, 2019, at 300 W. 4th Street, in Craig, Colorado, so far as said minutes relate to a Resolution concerning approving a loan between the Colorado Water Resources and Power Development Authority and the City of Craig, Colorado, acting by and through its City of Craig Water Activity Enterprise for the purpose of financing improvements to the water production and distribution system; that said Resolution has been duly authenticated by the signatures of the presiding officer of the City Council and myself, as City Clerk of the City, sealed with the corporate seal of the City and the Resolution recorded in the Book kept for that purpose in my office.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the City, this \_\_\_\_ day of \_\_\_\_\_, 2019.

\_\_\_\_\_  
Liz White, City Clerk