

STATE OF ARIZONA)
)
COUNTY OF MARICOPA)

I, Pam Rieckhoff, the duly appointed and qualified Special Deputy City Clerk of the City of Phoenix, County of Maricopa, State of Arizona, do hereby certify and attest the attached to be a true and correct copy of Resolution No. PC-01 dated the 12th of December, 2018 on record in the office of the City Clerk.

WITNESS WHEREOF, I hereunto set my hand and caused the official seal of the City of Phoenix to be affixed hereunto this 3rd day of April 2019.



Pam Rieckhoff
SPECIAL DEPUTY CITY CLERK

RESOLUTION NO. PC-01

A RESOLUTION OF THE DISTRICT BOARD OF PARK CENTRAL COMMUNITY FACILITIES DISTRICT, TAKING CERTAIN ACTIONS WITH REGARD TO ORGANIZATION OF THE DISTRICT; APPROVING THE GENERAL PLAN FOR THE DISTRICT; AND APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY OF A DISTRICT DEVELOPMENT, FINANCING PARTICIPATION, WAIVER AND INTERGOVERNMENTAL AGREEMENT (PARK CENTRAL COMMUNITY FACILITIES DISTRICT); AND AUTHORIZING THE DISTRICT CONTROLLER TO ACCEPT AND DISBURSE FUNDS.

BE IT RESOLVED BY THE DISTRICT BOARD OF PARK CENTRAL COMMUNITY FACILITIES DISTRICT as follows:

SECTION 1. Findings.

- a. On August 29, 2018, the Mayor and Council of the City of Phoenix, Arizona (hereinafter called the "City"), adopted Resolution No. 21669 which, among other things, ordered and declared formation of Park Central Community Facilities District (hereinafter called the "District").
- b. The District is a special purpose district for purposes of Article IX, Section 19, Constitution of Arizona, a tax levying public improvement district for the purposes of Article XIII, Section 7, Constitution of Arizona, and a municipal corporation for all purposes of Title 35, Chapter 3, Articles 3, 3.1, 3.2, 4 and 5, Arizona Revised Statutes and, except as otherwise provided in Section 48-708(B), Arizona Revised Statutes, is considered to be a municipal corporation and political subdivision of the State of Arizona, separate and apart from the City.
- c. Certain matters relating to the organization of the District must be determined by the board of directors of the District (hereinafter referred to as the "District Board").
- d. There was included in the application for formation at the District the "general plan" for the District, which sets out a general description of the public infrastructure improvements for which the District was formed, the general areas to be improved within the District and the estimated

costs of construction or acquisition of the public infrastructure to be financed, constructed or acquired by the District (hereinafter referred to as the “General Plan”).

e. Pursuant to Title 48, Chapter 4, Article 6, Arizona Revised Statutes (hereinafter referred to as the “Act”), and Section 9-500.05, Arizona Revised Statutes, the City, the District, HPPC, LLP (hereinafter called “HPPC”) and HPPC II, LLC (hereinafter called “HPPC II”) are entering into a “development agreement” to specify, among other things, conditions, terms, restrictions and requirements for public infrastructure (as such term is defined in the Act) and the financing of public infrastructure and subsequent repayments over time.

f. Pursuant to the Act and Title 11, Chapter 7, Article 3, Arizona Revised Statutes, the District and the City may enter into an “intergovernmental agreement” with one another for joint or cooperative action for services and to jointly exercise any powers common to them and for the purposes of the planning, design, inspection, ownership, control, maintenance, operation or repair of public infrastructure.

g. In connection with the purposes described in paragraphs 1(e) through (f), the District proposes to enter into a District Development, Financing Participation, Waiver and Intergovernmental Agreement (Park Central Community Facilities District), (hereinafter referred to as the “Development Agreement”), by and among the City, the District, HPPC, and HPPC II, relating to, among other things, Assessment Bonds (as defined as the Development Agreement) and containing terms consistent with those appearing in Ordinance No. S-44953, adopted by the Mayor and Council of the City on August 29, 2018, relating to the District.

SECTION 2. District Officers and Consultants; Insurance. The Mayor and the Vice Mayor of the City are hereby appointed “Chairperson” and “Vice Chairperson,” respectively, of the District Board; the City Clerk of the City is hereby appointed “District Clerk”; the Chief Financial Officer of the

City is hereby appointed “District Treasurer”; the City Manager of the City is hereby appointed “District Manager”; the City Attorney of the City is hereby appointed “District Counsel”; the City Superintendent of Streets is hereby appointed “District Superintendent of Streets”; and the City Controller is hereby appointed the “District Controller.” EPS Group is appointed to serve as District Engineer and District Assessment Engineer and the District Manager or his designee is hereby authorized to negotiate and execute a contract for such services. The District Manager or his designee is hereby further authorized to obtain appropriate and necessary insurance for the District and its activities.

SECTION 3. Posting of Notices. A statement directing where all public notices of the meetings of the District shall be posted, in substantially the form attached hereto and marked as Exhibit A, has been provided as indicated therein and is hereby approved and ratified for all purposes thereof.

SECTION 4. Approval of General Plan. The General Plan as previously submitted to the City Clerk of the City is hereby approved in all respects.

SECTION 5. Development Agreement.

a. *Approval of Development Agreement.* The Development Agreement is hereby approved, with such changes, additions, deletions, insertions and omissions, if any, as the District Manager and the District Counsel shall authorize, the execution and delivery of the Development Agreement to be conclusive evidence of the propriety of such document and the authority of the person or persons executing the same.

b. *Completion and Execution of Development Agreement.* The District Manager or his designee is hereby authorized and directed to complete the Development Agreement by including the appropriate materials as necessary therein and to execute, and the District Clerk to attest, the Development Agreement on behalf of the District.

SECTION 6. Authorization to Accept and Disburse Funds. The District Controller is authorized to receive and disburse funds related to this Resolution.

SECTION 7. No Liability of or for the City; Severability; Amendment; Effective Date.

a. Neither the City nor the State of Arizona or any political subdivision of either (other than the District) shall be directly, indirectly or morally liable or obligated for the payment or repayment of any indebtedness, liability, cost, expense or obligation of the District, and neither the credit nor the taxing power of the City, the State of Arizona or any political subdivision of either (other than the District) shall be pledged therefor.

b. 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.

c. This Resolution shall be effective immediately.

PASSED AND ADOPTED by the District Board of Park Central Community Facilities District on December 12, 2018.

Shelda Williams

Chairperson, District Board,
Park Central Community Facilities District

ATTEST:

Jessie Anderson
District Clerk

APPROVED AS TO FORM:

[Signature]
Acting District Attorney 165

REVIEWED BY:

[Signature]
District Manager



EXHIBIT A

TO

RESOLUTION NO. PC-01

**FORMS OF STATEMENTS REGARDING
POSTING OF PUBLIC MEETINGS**

**PARK CENTRAL COMMUNITY FACILITIES DISTRICT
C/O CITY OF PHOENIX, ARIZONA
251 WEST WASHINGTON STREET, 9TH FLOOR
PHOENIX, ARIZONA 85003**

December 12, 2018

**CERTIFIED MAIL –
RETURN RECEIPT REQUESTED**

Ms. Fran McCarroll
Board of Supervisors of Maricopa County
10th Floor 301 West Jefferson Street
Phoenix, Arizona 85003

TO: Clerk of the Board of Supervisors of Maricopa County, Arizona

Pursuant to A.R.S. Section 38-431.02, the District Board of Park Central Community Facilities District hereby states that all notices of its meetings will be posted on the official bulletin boards of the City of Phoenix, Arizona, for posting notices which are located at the City Hall of the City of Phoenix, Arizona (as well as on a separately indicated tab at the website for the City of Phoenix, Arizona) [which notices will be available for viewing by the public 24 hours a day]. Such notices will indicate the date, time and place of the meeting and will include an agenda or information concerning the manner in which the public may obtain an agenda for the meeting. If you have questions about the foregoing, please contact Rita Murphy at 602-495-7116 or rita.murphy@phoenix.com

**PARK CENTRAL COMMUNITY FACILITIES
DISTRICT**

By _____
Title