

**CITY OF SAN ANTONIO, TEXAS
RESOLUTION AUTHORIZING**

**ACQUISITION OF PUBLIC SAFETY ANSWER POINT (PSAP) CENTER BY
THE CITY OF SAN ANTONIO, TEXAS; DIRECTIVE TO REDEEM “CITY OF
SAN ANTONIO, TEXAS MUNICIPAL FACILITIES CORPORATION LEASE
REVENUE BONDS, SERIES 2011” IN CONNECTION WITH SUCH
ACQUISITION; AMENDMENT, AS NECESSARY, TO THE FACILITY LEASE
AGREEMENT BETWEEN THE CORPORATION AND THE CITY TO
FACILITATE SUCH SALE AND REDEMPTION; AND OTHER NECESSARY
ACTIONS RELATED THERETO**

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WHEREAS, the CITY OF SAN ANTONIO, TEXAS MUNICIPAL FACILITIES CORPORATION (the *Corporation*), is a non-profit local government corporation created by the CITY OF SAN ANTONIO, TEXAS (the *City*) pursuant to the provisions of Subchapter D of Chapter 431, Texas Transportation Code, as amended, to aid and act on behalf of the City to acquire, construct, equip, finance, operate and maintain land and municipal facilities for the City at the request of the City Council; and

WHEREAS, the City, acting by and through the Corporation, has heretofore constructed and now operates a Fire and Police Emergency Dispatch Center consisting of a single story, approximately 40,000 square foot, state-of-the-art Communications/9-1-1 Dispatch Center to house the San Antonio Police Department and San Antonio Fire Department emergency dispatch services, and generally referred to as the “Public Safety Answering Point” (the *PSAP Center*) and a related parking lot (together with the PSAP Center, the *Project*); and

WHEREAS, the land on which the Project is located is owned by the City and thereby ground leased to the Corporation through the final maturity date of the hereinafter-defined Bonds (such ground lease, the *Ground Lease*); and

WHEREAS, pursuant to the terms of the Lease Agreement Relating to the City of San Antonio, Texas Public Safety Answering Point Center Project, dated as of July 1, 2011, by and between the Corporation and the City (the *Facilities Lease*), the Corporation agreed to construct the Project and, thereafter, lease it to the City, and the City agreed to lease the Project from the Corporation; and

WHEREAS, in conjunction with its entering into the Facilities with the City, the Corporation issued its CITY OF SAN ANTONIO, TEXAS MUNICIPAL FACILITIES CORPORATION LEASE REVENUE BONDS, SERIES 2011 (PUBLIC SAFETY ANSWERING POINT PROJECT) (the *Bonds*) for the purpose of financing a portion of the costs of the Project; and

WHEREAS, the Facilities Lease provides to the City the option to purchase the Project at a price not less than the principal amount of and the accrued but unpaid interest on the Bonds outstanding at the time of purchase, redemption premium on the Bonds (if any), and outstanding and unpaid fees and expenses, subject to the Corporation’s use of such purchase proceeds received from the City to redeem and retire the Bonds outstanding at such time of purchase (such option, the *Purchase Option*); and

WHEREAS, the City has determined to exercise its Purchase Option and deliver notice of such determination to the Corporation so that it may take such steps as are necessary to effectuate the City’s purchase of the Project by exercise of its Purchase Option and, in conjunction therewith, redeem the outstanding Bonds; and NOW, THEREFORE:

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO, TEXAS THAT:

SECTION 1. DECLARATION OF INTENT TO EXERCISE PURCHASE OPTION; NOTIFICATION TO THE CORPORATION. The City hereby determines to exercise its Purchase Option under the Facilities Lease. The City directs an Authorized Official (defined herein) to deliver notice of such determination to the Corporation in accordance with the applicable provisions of the Facilities Lease and directs each Authorized Official to take such action as is necessary and desirable to facilitate its purchase of the Project from the Corporation, to include transfer of title to and, upon retirement of the Bonds and satisfaction of any other liabilities, release of related liens on all or any part of the Project.

SECTION 2. REDEMPTION OF BONDS. Subject in all respects to the Corporation's receipt from the City of the Purchase Option Price (as defined in the Facilities Lease), the City hereby directs the Corporation to call the Bonds for redemption prior to stated maturity and to redeem the same in accordance with their provisions and the applicable provisions of the TRUST AGREEMENT RELATING TO THE CITY OF SAN ANTONIO, TEXAS PUBLIC SAFETY ANSWERING POINT PROJECT, dated as of July 1, 2011, between the Corporation and the trustee therein named (the *Trustee*), pursuant to which the Bonds were issued and now remain outstanding.

SECTION 3. MODIFICATION OF FACILITIES LEASE. The City Council hereby authorizes each Authorized Official to amend, modify, or supplement the Facilities Lease in any manner determined by an Authorized Official as necessary or desirable to most efficiently accomplish the City's purchase of the Project and the Corporation's redemption of the Bonds. Each Authorized Official is hereby authorized to execute any document memorializing such amendment, modification, or supplement to Facilities Lease as the act and deed of the Corporation, binding upon the Corporation in accordance with the terms of any such document.

SECTION 4. AUTHORIZING ALL NECESSARY ACTIONS. (a) The Mayor, Mayor Pro Tem, City Attorney, Chief Financial Officer, and Director of Finance (each, an *Authorized Official*) are hereby authorized to take any and all action necessary to implement the directives of this Resolution, including the execution of certificates, opinions, and the other documents necessary in connection therewith. In furtherance of such authorization, each Authorized Official is expressly authorized, empowered, and directed from time to time and at any time to do and perform all such acts and things and to execute, acknowledge, and deliver in the name and under the corporate seal and on behalf of the City all such instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Resolution. The foregoing includes, but is not limited to, termination and cancellation of any leases related to the Project to which the City is a party and other matters necessary and incidental to transfer of the Corporation's unencumbered interest in the Project to the City.

In case any officer whose signature shall appear on any of document herein identified (specifically or in general) shall cease to be such officer before the effectiveness of the subject document, such signature shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such date of effectiveness.

SECTION 5. ENFORCEABILITY OF RESOLUTION. If any section, paragraph, clause, or provision of this Resolution shall 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. In case any obligation of the City authorized or established by this Resolution is held to be in violation of law as applied to any person or any circumstance, such obligation shall be deemed to be the obligation of the City to the fullest extent permitted by law.

SECTION 6. INCORPORATION OF RECITALS. The City Council hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the City Council hereby incorporates such recitals as a part of this Resolution.

SECTION 7. COMPLIANCE WITH OPEN MEETINGS ACT. The City Council hereby officially finds and determines that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

SECTION 8. REPEAL OF CONFLICTING RESOLUTIONS. All resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Resolution are hereby repealed to the extent of such conflict, and the provisions of this Resolution shall be and remain controlling as to the matters resolved herein.

SECTION 9. GOVERNING LAW. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

SECTION 10. EFFECTIVE DATE. This Resolution shall become effective immediately upon its adoption.

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PASSED AND APPROVED this the 17th day of October, 2024.

CITY OF SAN ANTONIO, TEXAS

M A Y O R
Ron Nirenberg

ATTEST:

APPROVED AS TO FORM:

Debbie Racca-Sittre, City Clerk

Andrew Segovia, City Attorney

(SEAL)