

RESOLUTION 2024-017

AN AMENDING RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF SIERRA VISTA, COCHISE COUNTY, ARIZONA APPROVING CERTAIN CHANGES IN THE PROCEEDINGS OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF SIERRA VISTA REGARDING THE ISSUANCE OF ITS EDUCATION FACILITY REVENUE BONDS (CHAMPION SCHOOLS PROJECT), SERIES 2024 IN AN AMOUNT NOT TO EXCEED \$35,000,000; AUTHORIZING AND DIRECTING THE CITY MANAGER, CITY CLERK, CITY ATTORNEY AND/OR THEIR DULY AUTHORIZED OFFICERS AND AGENTS TO TAKE ALL STEPS NECESSARY TO CARRY OUT THE PURPOSES AND INTENT OF THIS RESOLUTION; AND DECLARING AN EMERGENCY

WHEREAS, The Industrial Development Authority of the City of Sierra Vista (the “*Authority*”) pursuant to the Industrial Development Financing Act, Title 35, Chapter 5, Arizona Revised Statutes, as amended (the “*Act*”), is authorized to issue and sell its Education Facility Revenue Bonds (Champion Schools Project), Series 2024 in one or more series or subseries (the “*Bonds*”), the proceeds of which are to be loaned to Fit Kids, Inc. dba Champion Schools (the “*Borrower*”), a duly organized and validly existing Arizona non-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, operating exclusively for charitable and educational purposes as a charter school under the Charter School Act, Arizona Revised Statutes Title 15, Chapter 1, Article 8, as amended, for the purposes of (i) financing or refinancing for the costs of the acquisition, construction, improvement, renovation, operation and equipping of land and charter school facilities located at (a) 7900 South Jesse Owens Parkway in Phoenix, Arizona, (b) 250 S. McQueen Road, Chandler, Arizona and (c) 1846 E. Bella Vista Road, San Tan Valley, Arizona (collectively, the “*Facilities*”), (ii) funding of any required reserves, (iii) paying capitalized interest, if any, on the Bonds and (iv) paying certain issuance expenses (collectively, the “*Project*”); and

WHEREAS, on August 7, 2023, the Authority resolved to issue the Bonds in one or more series or subseries and in an aggregate amount not to exceed \$35,000,000 (the “*Original Resolution*”), such issuance being conditioned upon, among other things, the granting of approval to the issuance of the Bonds by the Mayor and City Council of the City of Sierra Vista; and

WHEREAS, on August 10, 2023, the Mayor and City Council of the City of Sierra Vista approved the proceedings of the Authority regarding the issuance of the Bonds (the “*City Original Resolution*”); and

WHEREAS, the Borrower has requested that the Authority (a) change the Underwriter of the Bonds listed in the Original Resolution from RBC Capital Markets, LLC to

Herbert J. Sims & Co., Inc. and (b) change the series designation of the Facilities, the Project, and the Bonds from Series 2023 to Series 2024 (the “Changes”).

WHEREAS, on March 22, 2024, the Authority approved an amending resolution to its Original Resolution approving the Changes, including the form of a Bond Purchase Agreement (the “*Bond Purchase Agreement*”), among the Authority, the Borrower and Herbert J. Sims & Co., Inc., as underwriter and such other documents as may be required for the issuance of the Bonds (the “*Authority’s Amending Resolution*”); and

WHEREAS, the terms, maturities, provisions for redemption, security and sources of payment for the Bonds are not expected to change and will be set forth in the Indenture, the Loan Agreement and the form of the Bonds themselves; and

WHEREAS, copies of said documents have been made available to the Mayor and City Council of the City of Sierra Vista, together with the Authority’s Amending Resolution; and

WHEREAS, the Mayor and City Council of the City of Sierra Vista have been informed that said documents have been reviewed by competent Bond Counsel, Kutak Rock LLP, and said Bond Counsel has determined that said documents adequately meet the requirements of the Act and the Internal Revenue Code of 1986, as amended (the “*Code*”); and

WHEREAS, in accordance with Section 35-721.B of the Act, the proceedings of the Authority under which the Bonds are to be issued, require the approval of the Mayor and City Council of the City of Sierra Vista of the issuance of the Bonds; and

WHEREAS, the Mayor and City Council of the City of Sierra Vista has had presented to it information regarding the Bonds and is further informed and advised with regard to the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF SIERRA VISTA, COCHISE COUNTY, ARIZONA, as follows:

Section 1. The policy of the City Council to support the Authority and its economic development mission in coordination with the City, and to approve the issuance of bonds of the Authority that are in the public interest in accordance with Arizona law is hereby restated and readopted.

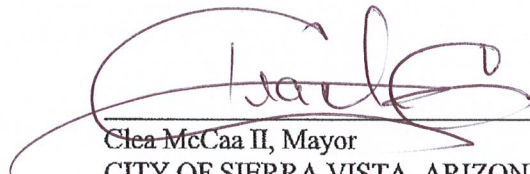
Section 2. Pursuant to Section 35-721.B of the Act, the Mayor and City Council of the City of Sierra Vista, as the governing body of the Authority, hereby approves the Bonds and the proceedings under which the Bonds are to be issued by the Authority, including specifically the Authority’s Original Resolution and the Authority’s Amending Resolution (collectively, the “*Authority Resolutions*”), the Bond Purchase Agreement, and all other related or appropriate documents;

Section 3. This Resolution shall be in full force and effect from and after its passage as provided by law, and any provisions of any previous resolutions in conflict with the provisions herein are hereby superseded;


Section 4. The City Manager, the City Clerk, and the City Attorney or any appropriate officers of the Mayor and City Council of the City of Sierra Vista are hereby authorized and directed to do all such things and to execute and deliver all such documents on behalf of the City of Sierra Vista as may be necessary or desirable to effectuate the intent of this Resolution and the Authority's Resolutions in connection with the issuance of the Bonds; and

Section 5. The immediate operation of the provisions of this resolution is necessary for the preservation of the public peace, health and safety, and therefore an emergency is hereby declared to exist. This resolution shall be in full force and effect from and after its passage, adoption and approval by the Mayor and City Council of the City of Sierra Vista, Arizona.

PASSED, ADOPTED AND APPROVED by the Mayor and City Council of the City of Sierra Vista, Arizona this ____ day of March, 2024.

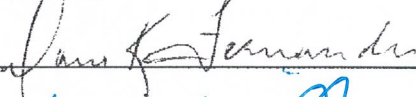

Clea McCaa II, Mayor
CITY OF SIERRA VISTA, ARIZONA

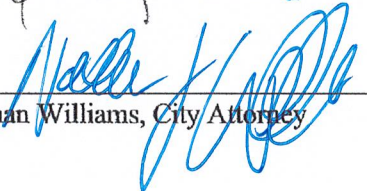
ATTEST:


Jill Adams, City Clerk
CITY OF SIERRA VISTA, ARIZONA

APPROVED AS TO FORM:

KUTAK ROCK LLP,
Bond Counsel

By: 


Nathan Williams, City Attorney

Section 4. The City Manager, the City Clerk, and the City Attorney or any appropriate officers of the Mayor and City Council of the City of Sierra Vista are hereby authorized and directed to do all such things and to execute and deliver all such documents on behalf of the City of Sierra Vista as may be necessary or desirable to effectuate the intent of this Resolution and the Authority's Resolutions in connection with the issuance of the Bonds; and

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PASSED, ADOPTED AND APPROVED by the Mayor and City Council of the City of Sierra Vista, Arizona this ____ day of March, 2024.

Clea McCaa II, Mayor
CITY OF SIERRA VISTA, ARIZONA

ATTEST:

Jill Adams, City Clerk
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APPROVED AS TO FORM:

KUTAK ROCK LLP,
Bond Counsel

By:  _____

Nathan Williams, City Attorney