

**LAKE WORTH BEACH
COMMUNITY REDEVELOPMENT AGENCY**

RESOLUTION NO. 2021-02

A RESOLUTION OF THE LAKE WORTH BEACH COMMUNITY REDEVELOPMENT AGENCY AUTHORIZING A LOAN IN THE FORM OF A NOTE IN THE AMOUNT OF UP TO \$3,265,000, SUBJECT TO THE CONDITIONS CONTAINED HEREIN; REQUESTING THE CITY COMMISSION OF THE CITY OF LAKE WORTH BEACH APPROVE THE LOAN IN THE FORM OF A NOTE; AUTHORIZING SUCH LOAN AND THE ISSUANCE OF A NOTE IN THE PRINCIPAL AMOUNT NOT TO EXCEED \$3,265,000 TO REFINANCE THE OUTSTANDING PRIOR LOANS OF THE LAKE WORTH BEACH COMMUNITY REDEVELOPMENT AGENCY AS DESCRIBED HEREIN; AWARDING THE NOTE ON A NEGOTIATED BASIS; APPROVING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT AND A NOTE IN CONNECTION WITH SUCH LOAN; PROVIDING A SEVERABILITY CLAUSE, A CONFLICTS CLAUSE AND AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

BE IT RESOLVED BY THE LAKE WORTH BEACH COMMUNITY REDEVELOPMENT AGENCY (THE “CRA”) AS FOLLOWS:

Section 1. Definitions. The following words and phrases shall have the following meanings when used herein:

“**Authorized Signatory**” means any one of the Authorized Signatories.

“**Authorized Signatories**” means Brendan Lynch, Chair, Mark Rickards, Vice-Chair, and/or Joan Oliva, Executive Director of the CRA.

“**Interest Rate**” means a fixed rate not to exceed 2.50%.

“**Loan**” means a loan to the CRA in an amount not to exceed the Loan Amount at a rate not to exceed the Interest Rate for the purpose of refinancing the Prior Loans to be evidenced by the Loan Agreement.

“**Loan Amount**” means up to \$3,265,000.

“**Prior Loans**” means collectively, the \$4,000,000 original principal amount of Lake Worth Community Redevelopment Agency Tax Increment Redevelopment Revenue Debenture, Series 2016, the \$1,500,000 original principal amount of Lake Worth Beach Community Redevelopment Agency Tax Increment Redevelopment Revenue Debenture, Series 2018 and the \$903,000 Convertible Line of Credit dated January 9, 2020, all with PNC Bank, National Association (the “**Bank**”).

Section 2. Authorization of Transaction; Negotiated Sale. In order to obtain funds to refinance the costs of the Prior Loans, and pay any cost of issuance, the CRA is authorized to enter into a Loan and to issue a Note (the “**Note**”) for the purchase by the Bank in the amount of up to the Loan Amount and for a rate not in excess of the Interest Rate. The Board of Commissioners of the CRA hereby finds that, due to the present volatility of the market for obligations such as the Note, and the complexity of the transaction relating to the Note and the refinancing of the Prior Loans, it is in the best interests of the CRA to award the Note to the Bank by a negotiated sale, rather than by public sale at a specified advertised date, in order to permit the CRA to obtain the best possible terms and conditions, including interest rate, for the Note.

Section 3. Acceptance of Terms for the Loan. The Preliminary Summary of Terms and Conditions for Loan Facilities from the Bank, dated March 3, 2021 and attached hereto as Exhibit “A” (the “**Terms Sheet Letter**”), is approved and the CRA hereby accepts the indicative Taxable Term Loan Rate, provided that such rate is not in excess of the Interest Rate at the time of issuance of the Note and accepts Option A with respect to prepayment of the Note. Any Authorized Signatory is authorized and directed to execute the Terms Sheet Letter on behalf of the CRA, subject to the adoption of a Resolution of the City of Lake Worth Beach approving the issuance of the Note.

Section 4. Loan Agreement and Note. The CRA is authorized to execute a Loan Agreement (the “**Loan Agreement**”) with the Bank and to make and deliver to the Bank a Note securing the Loan, both of which shall have substantially the terms and conditions consistent with the Terms Sheet Letter and the terms provided in Section 3 hereof. The final terms and conditions may be negotiated with the Bank by the Authorized Signatories. Any Authorized Signatory is authorized and directed to execute the Loan Agreement and Note with such provisions, consistent with the foregoing, as he or she may approve on behalf of the CRA, such approval to be conclusively evidenced by such execution.

Section 5. Application of the Proceeds of the Note. The proceeds derived from the sale of the Note shall be applied by the CRA to refinance the Prior Loans and pay any cost of issuance of the Note consistent with this Resolution and as set forth in the Loan Agreement.

Section 6. Conditions Precedent. Neither the Loan Agreement nor the Note shall be executed, and the Note shall not be issued, unless the City Commission of the City of Lake Worth Beach, Florida shall have first authorized the same by duly adopted resolution. Furthermore, at least fifteen days prior to the closing of the issuance of the Note, notice shall have been given as required by Section 163.346, Florida Statutes. In addition, the Bank shall deliver to the CRA a disclosure statement and truth-in-bonding statement required by Chapter 218, Florida Statutes, prior to the issuance of the Note. The Authorized Signatories are authorized and directed to request the City Commission to grant such approval and to cause such notice to be given the manner required by law.

Section 7. Nature of Note. The Note shall constitute “redevelopment revenue bonds” within the meaning of Section 163.385, Florida Statutes and shall have the terms, conditions and limitations set forth therein. Without limiting the generality of the foregoing, the Note shall be payable from and secured solely by the CRA's redevelopment trust fund and the increment revenue (as defined in Section 163.340(22)), Florida Statutes, required to be deposited therein.

Section 8. Severability. If any provision of this Resolution shall be held or deemed to be or shall, in fact, be illegal, inoperative or unenforceable in any context, the same shall not affect any other provisions herein or render any other provisions (or such provision in any other context) invalid, inoperative or unenforceable to any extent whatever.

Section 9. Applicable Provisions of Law. This Resolution shall be governed by and construed in accordance with the laws of the State of Florida.


Section 10. Authorizations. All officials and employees of the CRA are authorized and empowered, collectively or individually, to take all action and steps and to execute all instruments, documents, and contracts on behalf of the CRA that are necessary or desirable in connection with the completion of the Loan and issuance of the Note.

Section 11. Effective Date. This Resolution shall become effective immediately upon its passage.

(SIGNATURE PAGE TO FOLLOW)

PASSED AND ADOPTED BY THE BOARD OF COMMISSIONERS OF THE LAKE WORTH BEACH COMMUNITY REDEVELOPMENT AGENCY ON THE 16 DAY OF MARCH, 2021.

LAKE WORTH BEACH COMMUNITY
REDEVELOPMENT AGENCY

By: 
BRENDAN LYNCH, CHAIR OR
MARK RICKARDS, VICE-CHAIR

ATTEST:


JOAN OLIVA, EXECUTIVE DIRECTOR