

**RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A  
MASTER INSTALLMENT FINANCING AGREEMENT IN CONNECTION WITH THE  
FINANCING OF THE PURCHASE OF A FIRE TRUCK**

**Resolution No. FY 24-8**

A regular meeting of the Town Council for the Town of Hertford, North Carolina was held in the Horace Reid Community Center located at 305 W. Grubb Street, Hertford, North Carolina, the regular place of meeting, at 6:00 p.m. on September 25, 2023.

Present: Mayor Earnell Brown, Mayor Pro Tem Hodges, Councilwoman Brothers,

Councilman Mimlitsch

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Absent: Councilwoman Anderson

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Also Present: Town Manager Cole, Town Clerk Durante

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Town Manager Janice McKenzie Cole introduced the following resolution, the title of which was read and a copy of which had been previously distributed to each Council Member:

**RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF  
A MASTER INSTALLMENT FINANCING AGREEMENT IN  
CONNECTION WITH THE FINANCING OF THE PURCHASE OF A  
FIRE TRUCK FOR THE TOWN OF HERTFORD, NORTH CAROLINA**

BE IT RESOLVED by the Town Council (the “Council”) for the Town of Hertford, North Carolina (the “Town”):

Section 1. The Council does hereby find and determine as follows:

(a) There exists in the Town a need to finance the costs of acquiring a new Fire Truck to supplement and/or replace the existing fire truck(s) (the “Fire Truck”).

(b) The Council has determined that the most efficient manner of financing the Fire Truck will be through entering into a Master Installment Financing Agreement and related Schedule No. 1, to be dated the date of delivery thereof (collectively, the “Agreement”), between the Town of Hertford and Cogent Leasing and Financing, Inc. (the “Lender”), pursuant to which the Lender will advance to the Town an amount sufficient, together with any other available funds, to (i) pay the costs of the Fire Truck and (ii) pay the financing costs associated therewith, and the Town will repay the advancement in installments, with interest thereon (the “Installment Payments”).

(c) In order to secure the Town’s obligations under the Agreement, the Agreement will include a security agreement, from the Town for the benefit of the Lender and its successors and assigns, granting a security interest in the equipment comprising the Fire Truck.

(d) There has been presented to the Council at this meeting a draft of the Agreement.

Section 2. In order to provide for the financing of the Fire Truck and the payment of the financing costs associated therewith, the Town is hereby authorized to enter into the Agreement and receive an advancement pursuant thereto in the principal amount not to exceed \$350,000. The Town shall repay the advancement in installments due in the amounts and at the times set forth in the Agreement. The payments of the Installment Payments shall be designated as principal and interest as provided in the Agreement. The interest rate payable under the Agreement shall be 4.54% per annum (subject to adjustment in certain events as provided in the Agreement), and the final Installment Payment due under the Agreement shall not be later than December 31, 2033.

Section 3. The Council hereby approves the Agreement in substantially the form presented at this meeting. The Town Manager and the Finance Officer of the Town are each

hereby authorized to execute and deliver on behalf of the Town such documents in substantially the forms presented at this meeting, containing such modifications as the person executing such documents, with the advice of counsel, shall approve, such execution to be conclusive evidence of approval by the Council of any such changes. The Town Clerk or any Deputy or Assistant Town Clerk is hereby authorized and directed to affix the seal of the Town to each of such documents and to attest the same as may be required.

Section 4. No deficiency judgment may be rendered against the Town in any action for breach of any contractual obligation under the Agreement, and the taxing power of the Town is not and may not be pledged directly or indirectly to secure any moneys due under the Agreement.

Section 5. The Town Manager, the Finance Director, the Town Attorney and the Town Clerk or any Deputy or Assistant Town Clerk, and any other officers, agents and employees of the Town, are hereby authorized and directed to execute and deliver such other documents, instruments, closing certificates, opinions and other items of evidence and take such other actions as shall be deemed necessary or appropriate to consummate the transactions described above. Any such actions heretofore taken by such persons prior to the date hereof that is within the authority conferred herein is hereby ratified, confirmed and approved.

Section 6. This resolution shall take effect immediately upon its adoption.

Upon motion of Council Member Hodges, seconded by Council Member Brothers, the foregoing resolution entitled "RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER INSTALLMENT FINANCING AGREEMENT IN CONNECTION WITH THE FINANCING OF THE PURCHASE OF A FIRE TRUCK FOR THE TOWN OF HERTFORD, NORTH CAROLINA" was adopted by the following vote:

Ayes: Mayor Brown, Mayor Pro Tem Hodges, Councilwoman Brothers, Councilman Mimplitsch

Noes: \_\_\_\_\_

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I, Gina Durante, Town Clerk for the Town Council for the Town of Hertford, North Carolina, DO HEREBY CERTIFY that the foregoing is a true copy of so much of the proceedings of said Town Council for said Town at a regular meeting held on September 25, 2023, as it relates in any way to the adoption of the foregoing resolution and that said proceedings are to be recorded in the minutes of said Town Council.

I DO HEREBY FURTHER CERTIFY that proper notice of such regular meeting was given as required by North Carolina law.

WITNESS my hand and the official seal of said Town this 25th day of September, 2023.

Gina Durante  
Gina Durante, Town Clerk

