



City Council Agenda Item Report

June, 2013

Contact – Sidonna Foust, Finance Manager, sfoust@ci.buda.tx.us 512-312-0084

SUBJECT: Approval of a resolution authorizing the revision of the Corporate Authorization Resolution to allow the Mayor, City Secretary, Finance Manager, and the City Manager to exercise certain powers of the resolution regarding all accounts held by the City.

1. BACKGROUND/HISTORY

The City of Buda currently holds five accounts with Falcon Bank. The list of authorized signatures for these accounts needs to be updated to remove Sarah Mangham and add Todd Ruge in the position of Mayor. The attached resolution establishes the rights and authorizations of each of the signatory's on the City's accounts.

2. FINDINGS/CURRENT ACTIVITY

The attached resolution authorizes the Mayor, City Secretary, Finance Manager, and City Manager to exercise certain rights and privileges over the City's accounts with Falcon Bank. The authorizations outlined in the resolution are the same as has been assigned to each signatory in the past. Current City Policy still requires two signatures to authorize any account activity.

3. FINANCIAL IMPACT

N/A

4. ACTION OPTIONS/RECOMMENDATION

Staff seeks City Council consideration of approval of this resolution.

RESOLUTION NO. 2013-

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF BUDA, TEXAS AUTHORIZING THE AMENDMENT OF THE CORPORATE AUTHORIZATION RESOLUTION REGARDING CERTAIN ACCOUNTS OF THE CITY HELD AT FALCON INTERNATIONAL BANK, TO AUTHORIZE THE MAYOR, CITY MANAGER, CITY SECRETARY AND FINANCE MANAGER TO EXERCISE CERTAIN POWERS OF THE CORPORATE AUTHORIZATION RESOLUTION.

WHEREAS, the City Council deems it necessary that the Mayor, City Manager, City Secretary, and Finance Manager exercise certain powers on the accounts held by the City with Falcon Bank International, which powers are listed in the Corporate Authorization Resolution attached as "Exhibit A" ;

NOW THEREFORE, IT IS HEREBY RESOLVED by the City Council of the City of Buda, Texas that:

Section 1. That the Mayor of the City of Buda, Todd Ruge, the City Manager of the City Buda, Kenneth R. Williams, the City Secretary of the City of Buda, Danny S. Batts II, and the Finance Manager of the City of Buda, Sidonna Foust, are authorized to execute the powers enumerated in the Corporate Authorization Resolution as described in the Corporate Authorization Resolution attached as Exhibit "A", in regards to the accounts held by the City with Falcon International Bank.

Section 2. Should any portion or part of this Resolution be held for any reason invalid or unenforceable by a court of competent jurisdiction, the same shall not be construed to affect any other valid portion hereof, but all valid portions hereof shall remain in full force and effect.

DULY PASSED and APPROVED, on the 4th day of June, 2013.

CITY OF BUDA, TEXAS

Todd Ruge, Mayor

ATTEST:

(seal)

Danny S. Batts II, City Secretary

EXHIBIT "A"

CORPORATE AUTHORIZATION RESOLUTION

Falcon International Bank
5219 McPherson Road
Laredo, TX 78041

By:

Referred to in this document as "Financial Institution"

Referred to in this document as "Corporation"

I, _____, certify that I am Secretary (clerk) of the above named corporation organized under the laws of _____, Federal Employer I.D. Number _____, engaged in business under the trade name of _____, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on _____ (date). These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

AGENTS Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

	Name and Title or Position	Signature	Facsimile Signature (if used)
A.	<u>Todd Ruge, Mayor</u>	X _____	X _____
B.	<u>Kenneth Williams, City Manager</u>	X _____	X _____
C.	<u>Sidonna Foust, Finance Manager</u>	X _____	X _____
D.	<u>Danny S. Batts II, City Secretary</u>	X _____	X _____
E.	_____	X _____	X _____
F.	_____	X _____	X _____

POWERS GRANTED (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate A, B, C, D, E, and/or F	Description of Power	Indicate number of signatures required
_____	(1) Exercise all of the powers listed in this resolution.	_____
_____	(2) Open any deposit or share account(s) in the name of the Corporation.	_____
<u>A,B,C,D</u>	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	_____
<u>B,C,D</u>	(4) Borrow money on behalf and in the name of the Corporation, sign, execute and deliver promissory notes or other evidences of indebtedness.	_____
_____	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Corporation as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	_____
_____	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	_____
_____	(7) Other _____	_____

LIMITATIONS ON POWERS The following are the Corporation's express limitations on the powers granted under this resolution.

EFFECT ON PREVIOUS RESOLUTIONS This resolution supersedes resolution dated _____. If not completed, all resolutions remain in effect.

CERTIFICATION OF AUTHORITY

I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions on page 2 and to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

If checked, the Corporation is a non-profit corporation.

In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on 01/26/2011 (date).

Attest by One Other Officer _____

Secretary _____

RESOLUTIONS

The Corporation named on this resolution resolves that,

- (1) The Financial Institution is designated as a depository for the funds of the Corporation and to provide other financial accommodations indicated in this resolution.
- (2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Board of Directors of the Corporation and certified to the Financial Institution as governing the operation of this corporation's account(s), are in full force and effect, until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.
- (3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation. Any Agent, so long as they act in a representative capacity as an Agent of the Corporation, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.
- (4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Corporation with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (5) The Corporation agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Corporation. The Corporation authorizes the Financial Institution, at any time, to charge the Corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.
- (6) The Corporation acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Corporation to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.
- (7) The Corporation acknowledges and agrees that the Financial Institution may rely on alternative signature and verification codes issued to or obtained from the Agent named on this resolution. The term "alternative signature and verification codes" includes, but is not limited to, facsimile signatures on file with the Financial Institution, personal identification numbers (PIN), and digital signatures. If a facsimile signature specimen has been provided on this resolution, (or that are filed separately by the Corporation with the Financial Institution from time to time) the Financial Institution is authorized to treat the facsimile signature as the signature of the Agent(s) regardless of by whom or by what means the facsimile signature may have been affixed so long as it resembles the facsimile signature specimen on file. The Corporation authorizes each Agent to have custody of the Corporation's private key used to create a digital signature and to request issuance of a certificate listing the corresponding public key. The Financial Institution shall have no responsibility or liability for unauthorized use of alternative signature and verification codes unless otherwise agreed in writing.

Pennsylvania. The designation of an Agent does not create a power of attorney; therefore, Agents are not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code) unless the agency was created by a separate power of attorney. Any provision that assigns Financial Institution rights to act on behalf of any person or entity is not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code).

FOR FINANCIAL INSTITUTION USE ONLY

Acknowledged and received on _____ (date) by _____ (initials) This resolution is superseded by resolution dated _____ .

Comments: