RESOLUTION NO. 2026-09

RESOLUTION AUTHORIZING THE PURCHASE OF A RESIDENCE INORDER TO LOCALLY HOUSE THE FIRE CHIEF; AUTHORIZATION TO ENTER INTO A CONTRACT FOR THE PURCHASE AND SALE OF SUCH RESIDENCE; AUTHORIZATION OF THE ISSUANCE OF LEASE OBLIGATIONS FOR THE PURPOSE OF FINANCING THE PURCHASE AND ACQUISITION OF SUCH RESIDENCE, AS WELL AS AUTHORIZING THE EXECUTION OF LEASE DOCUMENTATION TO EFFECTUATE THE ISSUANCE OF SUCH LEASE OBLIGATIONS.

WHEREAS, the Upper Captiva Fire Protection and Rescue Service District, located in Lee County, Florida (the "Fire District"), a legislatively created Independent Fire Control District, as authorized by Florida law, especially Chapter 191, Florida Statutes, and Codification 2004-470, laws of Florida, previously determined it necessary to acquire a residence in order to locally house the Fire Chief (the "Project"); and

WHEREAS, the Fire District has selected the residence located at 4560 Hodgepodge Lane, Upper Captiva, FL (the "Property") to be purchased for the Project and now desires to enter into an agreement for the purchase of such Property; and

WHEREAS, the Fire District desires to issue lease obligations in a principal amount not to exceed $490,000 in order to finance the Project; and

WHEREAS, in order to finance the Project, the Fire District has determined that it is necessary and appropriate to undertake the lease financing as described herein, all in accordance with Chapter 191 of the Florida Annotated Statutes; and

WHEREAS, KS State Bank and Leasing 2, Inc. (collectively, the "Lender") submitted a term sheet, attached hereto as **Exhibit "A"** (the "Term Sheet"), containing a plan of finance that the Fire District has determined is most favorable to the Fire District;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners (the "Board") of the Upper Captiva Fire Protection and Rescue Service District, Upper Captiva, Florida, that:

1. It is hereby determined to be necessary and in the best interests of the residents of the Fire District, and the Fire District hereby authorizes the acquisition of the Project, all in accordance with the plan of lease financing described in this resolution.

2. The Board hereby authorizes the purchase of the Property. The Chairman and/or Commissioner William Fry (the "Treasurer") are hereby authorized and directed to negotiate, execute and deliver, on behalf of the Fire District, a contract for the purchase and sale of the Property upon such terms as are satisfactory to the Fire District and the its General Counsel.

3. In accordance with the Term Sheet proposed by the Lender, this Board hereby authorizes the Fire District to enter into a lease transaction with Lender whereby the Fire District may lease the Project to the Lender pursuant to a Ground Lease and a Lease-Purchase Agreement whereby the Fire District may grant the Lender a leasehold interest in and to the Property, all upon the hereby approved terms contained in the Term Sheet, attached hereto as **Exhibit "A"**.

4. The Lease-Purchase Agreement shall provide, among other things, for the payment of base rent from the Fire District to the Lender. Base rent shall be payable in an installment or installments over the term of each Lease-Purchase Agreement, in such amounts and at such times as shall be determined by the Chairman and/or the Treasurer of the Board, as conclusively evidenced by execution of the Lease-Purchase Agreement. The initial term of the Lease-Purchase Agreement shall be from the effective date of the Lease-Purchase Agreement to a date specified in the Lease-Purchase Agreement, subject to renewal terms, which initial term and subsequent renewal terms shall be subject to appropriation of the amounts due and owing under the Lease-Purchase Agreement. The Lease-Purchase Agreement shall provide for termination in the event the Fire District fails to appropriate funds adequate to pay rent due with respect to any renewal term. The Lease-Purchase Agreement may be subject to prepayment prior to the expiration of the initial term at the option of the Board in accordance with the terms of each Lease-Purchase Agreement, as conclusively evidenced by execution of each Lease-Purchase Agreement.

5. The Chairman and/or the Treasurer of this Board (or their designee, which designation shall be in writing), individually or collectively, are hereby authorized to execute and deliver a Ground Lease, a Lease-Purchase Agreement and such additional instruments, documents, agreements, certificates, and other papers as may be in the opinion of General Counsel to the Fire District necessary or appropriate in order to carry out the intent of this resolution in such forms as the official or officials executing the same may approve. The Chairman and/or the Treasurer are also authorized to execute or attest to a Ground Lease, a Lease-Purchase Agreement and such additional instruments, documents, agreements, certificates, and other papers as may be in the opinion of General Counsel to the Fire District necessary or appropriate in order to carry out the intent of this resolution and consummate/close the herein described transaction with the Lender in such forms as the official or officials executing the same may approve.

6. The Fire District agrees to execute and perform the duties and obligations specified within the Ground Lease and the Lease-Purchase Agreement in accordance with the terms thereof. The Fire District agrees to comply with the terms and conditions of such additional documents and agreements relating thereto as shall be deemed, by General Counsel to the Fire District, in her discretion, necessary or appropriate in connection with the financing herein

described. This Board recognizes that Bryant Miller Olive P.A. shall be retained by the Lender to prepare documentation required to complete the proposed lease financing.

7. Nothing in the Ground Lease, the Lease-Purchase Agreement, or any agreement or document relating thereto, shall constitute or be construed or deemed to constitute a debt or bonded indebtedness or a general obligation of this Board, the Fire District, any agency of the Fire District or political subdivision of the State of Florida. Neither the taxing power nor the full faith and credit of this Board, the Fire District, the State of Florida (or any political subdivision thereof) are pledged or shall be pledged for the payment or security of the lease obligations issued pursuant to the Lease-Purchase Agreement, or any other related agreement or document.

8. The Fire District hereby covenants that it will restrict the use of the proceeds of the lease obligations issued pursuant to the Lease-Purchase Agreement hereby authorized in such manner and to such extent, if any, as may be necessary after taking into account reasonable expectations at the time the respective obligations are incurred, so that they will not constitute "arbitrage bonds" under Sections 103(b)(2) and 148 of the Internal Revenue Code of 1986, as amended (the "Code") and the regulations prescribed thereunder and will, to the extent possible, comply with all other applicable provisions of the Code and the regulations thereunder to retain the Federal income tax exemption for interest on said lease obligations, including any expenditure requirements, investment limitations, rebate requirements or use restrictions. The Chairman and/or the Treasurer are authorized and directed to give an appropriate certificate on behalf of the Fire District, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to said Section 148 and the accompanying Regulations.

9. The lease obligations issued pursuant to any Lease-Purchase Agreement shall be designated "qualified tax-exempt obligations" for the purposes set forth in Section 265(b)(3) of the Code, as the Fire District does not anticipate issuing more than $10,000,000 in tax-exempt obligations in calendar year 2026.

10. There is hereby appropriated from the net proceeds of any lease obligations described herein, to the extent the same are available for the payment of costs of the Project, the respective sums necessary to pay the costs of the Project. In addition, there is hereby appropriated from legally available funds of the Fire District, the necessary sums identified (or to be identified) in the Lease-Purchase Agreement, representing base rent for the initial fiscal year (if any), which respective amount shall be applied toward base rent for the initial fiscal year (if any) to pay the cost of lease payments due or coming due under the Lease-Purchase Agreement for the initial term ending no later than August 15, 2027.

11. It is hereby found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements of Florida law.

12. This Resolution shall take effect immediately upon its adoption.

THE FOREGOING RESOLUTION WAS OFFERED BY COMMISSIONER Rosen WHO MOVED THE RESOLUTION'S ADOPTION. THE MOTION WAS SECONDED BY COMMISSIONER Yafchak AND, UPON BEING PUT TO A VOTE, THE VOTE WAS AS FOLLOWS:

Commissioner Duncan Rosen	YES
Commissioner Steve Holt	YES
Commissioner Van Hammond	YES
Commissioner Bill Fry	YES
Commissioner MJ Yafchak	YES

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PASSED AND ADOPTED IN OPEN AND REGULAR SESSION OF THE FIRE BOARD OF UPPER CAPTIVA FIRE PROTECTION AND RESCUE SERVICE DISTRICT, FLORIDA THIS 21st DAY OF AUGUST 2026.

UPPER CAPTIVA FIRE PROTECTION AND RESCUE SERVICE DISTRICT

By:______________________
Duncan Rosen, Chairman

ATTEST:

____
~~Steve Holt~~, ~~Vice Chairman~~
Van Hammond, Secretary

APPROVED AS TO FORM:

Maggie Mooney
____
Maggie Mooney, Esq., General Counsel for the Fire District

EXHIBIT "A"

TERM SHEET

Date:	August 20, 2026
Investor:	KS StateBank - Linda Tiers Keating
From:	Brad Meyers/ Leasing 2, Inc.
Phone:	813-258-9888 x12
Email:	bmeyers@leasing2.com
Notify of Approval:	Donna Womack x14 **Email:** dwomack@leasing2.com

CUSTOMER INFORMATION

Legal Name: Upper Captiva Fire Protection and Rescue Service District **Fed. I.D. #:** 65-0240995
Address: 4511 Hodgepodge Lane
City/State: North Captiva Island, FL
Contact/Title: Jesse Cottrell, Fire Chief
Phone: 239-961-0357 **Email:** cottrell@uppercaptivafire.org

EQUIPMENT INFORMATION

Description	Finance Amt	Delivery Date
Fire Chief Housing	$490,000	Closing

Buying the home on the island to provide easy access for the chief and alleviate the need for excessive overtime.

Escrow Funding Needed: No

TRANSACTION INFORMATION

Type Lease: Tax Exempt/Bank Qualified **Document Type:** Muni ____ Vol ____ FL _X_

Secured By:	Lien on Equipment
Subject to Approp.:	Yes ___X___ No ______________
Equip Cost:	$ 700,000.00
Down Payment:	$ 210,000.00
Finance Amount:	$ 490,000.00
Lease Term:	Fifteen(15) years
Structure:	Fifteen (15) annual payments of $52,831.61 due annually beginning August 15, 2027
Lessee Yield:	6.71%
Agreement Date:	TBD
Funding Date:	TBD