

RESOLUTION NO. 100966

A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF GAINESVILLE, FLORIDA, , APPROVING AND AUTHORIZING THE EXECUTION OF THE THIRD AMENDED AND RESTATED INTERLOCAL AGREEMENT TO BE EXECUTED AMONG THE MEMBERS OF FLORIDA GAS UTILITY; PROVIDING CERTAIN AUTHORIZATIONS; PROVIDING AN EFFECTIVE DATE; AND PROVIDING CERTAIN OTHER DETAILS WITH RESPECT THERETO.

WHEREAS, the City of Gainesville, Florida, has entered into an Interlocal Agreement dated September 1, 1989, as amended on June 1, 1992 and restated by the Second Amended and Restated Interlocal Agreement dated July 27, 1999 (the "Interlocal Agreement"), with other member cities, authorities and public agency ("Members") for the purpose of organizing Florida Gas Utility ("FGU") as a public body corporate and politic, for the purchase of natural gas and the performance of other activities; and

WHEREAS, the City has participated with FGU and the other Members with respect to the organization of FGU under the Florida Interlocal Corporation Act, Section 163.01, Florida Statutes, and the adoption of its policies and procedures, pursuant to which the City and the other Members are bound; and

WHEREAS, FGU has been duly organized pursuant to the Interlocal Agreement and has approved and provided its Members a Third Amended and Restated Interlocal Agreement in the form attached hereto as Exhibit A as it may be modified or amended as provided herein (the "Third Amended and Restated Interlocal Agreement") for consideration and execution among its Members, to be its governing document; and

WHEREAS, the Board of FGU, by resolution unanimously adopted at a meeting duly called and held on March 25, 2011, and at which Members holding 70% of the weighted voting rights were present and voting throughout, approved the form of the Third Amended and Restated Interlocal Agreement, subject to the execution thereof by all Members of FGU and the filing thereof with the Clerk of the Circuit Court of Alachua County, Florida;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF GAINESVILLE, FLORIDA, that:

Section 1. Authority. This Resolution is adopted pursuant to the Constitution and laws of the State of Florida, including, particularly, Section 163.01, Florida Statutes, and Chapter 166, Florida Statutes.

Section 2. Definitions. Unless the context otherwise requires, all terms used herein in capitalized form shall have the same meanings ascribed to such terms in the Third Amended and Restated Interlocal Agreement.

Section 3. Findings. It is hereby ascertained, determined and declared that the City is authorized under the authority cited above to approve the form and authorize the execution and delivery of the Third Amended and Restated Interlocal Agreement in the manner herein provided.

Section 4. Approval of Third Amended and Restated Interlocal Agreement. The Third Amended and Restated Interlocal Agreement, in substantially the form attached hereto as Exhibit A, is hereby approved, subject to such changes, insertions and omissions and filling in of blanks therein as may be approved and made to such form of Third Amended and Restated Interlocal Agreement by the officers of the City designated below executing the same and upon execution by all Members (together or in counterparts), shall be filed in the public records as required by law. The Third Amended and Restated Interlocal Agreement shall be dated as of March 25, 2011, the date of approval thereof by the FGU Board, and shall become effective upon the due execution by all Members of FGU and the filing thereof with the Clerk of the Circuit Court of Alachua County, Florida.

Section 5. Authorizations Concerning Third Amended and Restated Interlocal Agreement.

A. The Mayor or Mayor Pro Tem of the City and the City Clerk or any Deputy City Clerk of the City shall be and are hereby authorized to execute the Third Amended and Restated Interlocal Agreement for and on behalf of the City pursuant to the terms hereof, in substantially the forms attached hereto as Exhibit A with such changes, insertions and omissions and filling in of blanks therein as the Mayor or Mayor Pro Tem may approve, such approval to be conclusively evidenced by the execution thereof.

B. The Mayor or Mayor Pro Tem and Clerk or any Deputy Clerk of the City, the General Manager for Utilities, the Utilities Chief Financial Officer of the City, and such other officers and employees of the City as may be designated by the Mayor or Mayor Pro Tem, including the representatives of the City on the Board of Directors or Executive Committee of FGU, are each designated as agents of the City in connection with the issuance and delivery of the Third Amended and Restated Interlocal Agreement and 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 City that are necessary or desirable in connection with the execution and delivery thereof, and which are specifically authorized or are not inconsistent with the terms and provisions of this Resolution.

Section 6. Repeal of Inconsistent Resolutions. All resolutions or parts of resolutions in conflict herewith are hereby repealed.

Section 7. Effective Date. This Resolution shall become effective immediately upon its adoption.

Passed AND Adopted this ____ day of _____, 2011.

Craig Lowe, Mayor

ATTEST:

Kurt M. Lannon, Clerk of Commission

(SEAL)

Approved as to form and legality:

Marion J. Radson, City Attorney

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