

RESOLUTION 2013-6

**A RESOLUTION OF THE CITY COUNCIL OF THE
CITY OF GLENWOOD SPRINGS, COLORADO,
AUTHORIZING THE ESTABLISHMENT AND
MAINTENANCE OF INVESTMENT ACCOUNTS.**

WHEREAS, the City of Glenwood Springs has determined it is in the best interests of the City to establish and maintain accounts with Multi-Bank Securities, Inc. and Pershing, LLC for the purpose of purchasing, investing in, or otherwise acquiring, selling, possessing, transferring, exchanging, pledging or otherwise disposing of or realizing upon and generally dealing in and with cash and margin transactions in securities; and

WHEREAS, the City Manager recommends that Michael J. Harman, Finance Director, and Yvette K. Gustad, Assistant Finance Director, be authorized to execute the foregoing transactions; and

WHEREAS, the City Manager recommends that the City Clerk be authorized to execute the Non-Corporate Resolution required by the investment company.


**NOW, THEREFORE, IT IS RESOLVED BY THE CITY COUNCIL OF THE
CITY OF GLENWOOD SPRINGS, COLORADO, THAT:**

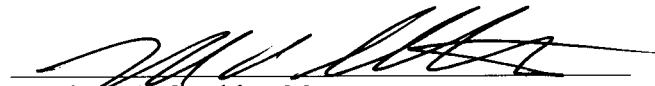
Michael J. Harman, Finance Director, and Yvette K. Gustad, Assistant Finance Director, are hereby authorized to execute any and all necessary documents to establish and maintain accounts for cash and margin transactions with Multi-Bank Securities, Inc. and Pershing, LLC, and the City Clerk is hereby authorized to execute the Non-Corporate Resolution, as more fully described in **Exhibit A** attached hereto and incorporated herein.

INTRODUCED, READ AND PASSED THIS 7th DAY OF FEBRUARY,
2013.

CITY OF GLENWOOD SPRINGS, COLORADO

ATTEST:


Robin S. Unsworth, City Clerk


Matthew A. Steckler, Mayor



NON-CORPORATE RESOLUTION FORM

I. IDENTIFICATION OF QUALIFIED INTERMEDIARY / WITHHOLDING ENTITY

LEGAL NAME OF ORGANIZATION: City of Glenwood Springs

TYPE OF ORGANIZATION: municipal government

ACCOUNT NUMBER: RMB024506

Be it resolved that each of the following has been duly elected or appointed and is now legally holding the title set opposite his/her name.

<u>Michael J. Harman</u> (Name of Authorized Person)	<u>Finance Director</u> (Title)
<u>Yvette K. Gustad</u> (Name of Authorized Person)	<u>Assistant Finance Director</u> (Title)
_____	_____
(Name of Authorized Person)	(Title)

II. CERTIFICATION

I, ROBIN UNSWORTH, CITY CLERK of _____
(Name and Title of Officer or Partner signing this Non-Corporate Resolution)

City of Glenwood Springs hereby certify that said organization is duly and legally
(Name of Organization)

organized and existing and that a quorum of the City Council
(Name of Governing Body of Organization)

of said Organization attended a meeting duly held on the 17th day of FEBRUARY, 2013

at which the following resolutions were duly adopted, and that such resolutions are in full force and effect on this date and do not conflict with the municipal charter + code of said organization.
(Name of Governing Rules)

I further certify that I have the authority to execute this Non-Corporate Resolution on behalf of said Organization, and that the City Council of the Organization which took the action called for by the resolutions annexed hereto has the power to take such action.
(Name of Governing Body of Organization)

*SIGNATUR Rob S. Unsworth DATE: 2/12/13
TITLE: CITY CLERK

*The signer should be someone other than one of the authorized person(s) named above. However, if signed by an authorized person named above, the Fed Wire Letter of Authorization and/or ACH Authorization Agreement must be signed by an authorized person other than the signer of this document.

III. RESOLUTIONS

Certified Copy Of Certain Resolutions by the Governing Body of Said Organization Whereby the Establishment and Maintenance of Accounts Have Been Authorized.

RESOLVED –

FIRST: That the named Authorized Persons of this organization or _____ or _____ be and they hereby are, and each of them is, authorized and empowered, for and on behalf of this organization (herein called the “Organization”), to establish and maintain one or more accounts with Multi-Bank Securities, Inc. (herein called the “Brokers”) and Pershing LLC, its successors or assigns, and for the purpose of purchasing, investing in, or otherwise acquiring, selling, possessing, transferring, exchanging, pledging, or otherwise disposing of or realizing upon, and generally dealing in and with;

(a) THIS PARAGRAPH PERMITS CASH TRANSACTIONS IN SECURITIES

any and all forms of securities including, but not by way of limitation, shares, stocks, options, stock options, stock index options, foreign currency options and debt instrument options, bonds, debentures, notes, scrip, participation certificates, rights to subscribe, warrants, certificates of deposit, mortgages, chooses in action, evidence of indebtedness, commercial paper, certificates of indebtedness and certificates of interest of any and every kind and nature whatsoever, secured or unsecured, whether represented by trust, participating and/or other certificates or otherwise;

(b) THIS PARAGRAPH PERMITS CASH AND MARGIN TRANSACTIONS IN SECURITIES

any and all forms of securities including, but not by way of limitation, shares, stocks, options, stock options, stock index options, foreign currency options and debt instrument options, bonds, debentures, notes, scrip, participation certificates, rights to subscribe, warrants, certificates of deposit, mortgages, chooses in action, evidence of indebtedness, commercial paper, certificates of indebtedness and certificates of interest of any and every kind and nature whatsoever, secured or unsecured, whether represented by trust, participating and/or other certificates or otherwise; and margin transactions, including short sales;

The fullest authority at all times with respect to any such commitment or with respect to any transaction deemed by any of the said Authorized Persons and/or agents to be proper in connection therewith is hereby conferred, including authority (without limiting the generality of the foregoing) to give written or oral instructions to the Brokers with respect to said transactions; to bind and obligate the Organization to and for the carrying out of any contract, arrangement, or transaction, which shall be entered into by any such Authorized Persons and/or drafts drawn upon the funds of the Organization such sums as may be necessary in connection with any of the said accounts to deposit funds with the Brokers; to deliver securities and/or contracts to the Brokers; to order the transfer or delivery thereof to any other person whatsoever, and/or to order the transfer record of any securities, or contracts, or titles, to any name selected by any of the said Authorized Persons or agents; to affix the Organization’s seal to any documents or agreements, or otherwise; to endorse any securities and/or contracts in order to pass title thereto; to direct the sale or exercise of any rights with respect to any securities; to sign for the Organization all releases, powers of attorney and/or other documents in connection with any such account, and to agree to any terms or conditions to control any such account; to direct the Brokers to surrender any securities to the proper agent or party for the purpose of effecting any exchange or conversion, or for the purpose of deposit with any protective or similar committee, or otherwise; to accept delivery of any securities, to borrow money and securities, if applicable, and to secure repayment thereof with the property of the Organization; to appoint any other person or persons to do any and all things which any and all things which any of the said Authorized Persons and/or agents is hereby empowered to do, and generally to do and take all action necessary in connection with the account, or considered desirable by such Authorized Persons and/or agents with respect thereto.

SECOND: That the Brokers may deal with any and all of the persons directly or indirectly by the foregoing resolution empowered, as though they were dealing with the Organization directly.

THIRD: That the person signing this Non-corporate Resolution on behalf of the Organization be and hereby is authorized, empowered and directed to certify to the Brokers:

- (a) a true copy of these resolutions;
- (b) specimen signatures of each and every person by these resolutions empowered;
- (c) a certificate (which, if required by brokers, shall be supported by an opinion of the general counsel of the Organization, or other counsel satisfactory to the Brokers) that the Organization is duly organized and existing, that its governing rules empower it to transact the business by these resolutions defined, and that no limitation has been imposed upon such powers by the governing rules of the Organization or otherwise.

FOURTH: That the Brokers may rely upon the certified copy of the resolutions, specimen signatures, and certificate, as continuing fully effective unless and until the Brokers shall receive due written notice of change or rescission, and the dispatch or receipt of any other form of notice shall not constitute a waiver of this provision. nor shall the fact that any person hereby empowered ceases to be an Authorized Person of the Organization or becomes an Authorized Person under some title, in any way affect the powers hereby conferred, but the failure to supply any specimen signature shall not invalidate any transaction where the party authorizing the same has been actually empowered thereto by or in conformity with these resolutions.

FIFTH: That in the event of any change in the office of powers of persons hereby empowered, an Authorized Person shall certify such changes to the Brokers in writing in the manner herein above provided, which notification, when received, shall be adequate both to terminate the powers of the persons therefore authorized, and to empower the persons thereby substituted.

SIXTH: That the Authorized Persons of the Organization be, and hereby is, authorized and empowered to countersign items as aforesaid.

SEVENTH: That the foregoing resolutions and the certificates actually furnished to the Brokers by the Authorized Person of pursuant thereto, be and they hereby are made irrevocable until written notice of the revocation thereof shall have been received by the Brokers.