

**RESOLUTION NO. 2022 – 0222 (3)**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE FLORIDA PACE FUNDING AGENCY (THE “AGENCY”); ADOPTED TO AVOID THE INABILITY TO ACT WITH DISPATCH; PREPARED IN ANTICIPATION OF THE NECESSITY TO ENGAGE IN LITIGATION; PROVIDING FOR SPECIFIC PROCESS, LEARNED AND REDUNDANT REVIEW, AND CAREFULLY DELEGATED DIRECTION, AND ASSOCIATED DIRECTION AND AUTHORITY TO ACT ACCORDINGLY; AND PROVIDING FOR OTHER DIRECTION AND AUTHORITY TO CARRY OUT THE BUSINESS OF THE AGENCY; AND PROVIDING FOR AN EFFECTIVE DATE.**

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE FLORIDA PACE FUNDING AGENCY AS FOLLOWS:**

**SECTION 1. FINDINGS.** It is hereby ascertained, determined and declared that:

(A) The Agency has been created and established pursuant to that certain Restated Agreement Relating to the Establishment of the Florida Pace Funding Agency, as amended (the “Charter Agreement”). The Agency as a separate legal entity described in section 163.01(7)(g), Florida Statutes, is a body politic and properly classified as a Florida special purpose local government, and by statutory law was established to and has been defined, encouraged and authorized to levy and impose non-ad valorem assessments for qualifying improvements when voluntarily requested by private property owners pursuant to section 163.08, Florida Statutes.

(B) This Resolution is necessary to allow the business affairs of the Agency to be responsive and direct and properly delegate action with dispatch, if necessary, based upon fluid circumstances.

(C) The purpose of this Resolution is to promulgate, formally delegate, direct and substantiate the incumbency and authority of Agency officials described herein to authoritatively, conveniently and efficiently carry out direction and authority as provided by or delegated by the Board of Directors.

**SECTION 3. DIRECTION AND AUTHORITY.**

(A) This Resolution expressly provides direction and authorization for the Executive Director to give notice of, proceed to file, or participate in filing, intervening in,

or otherwise participating in any litigation necessary to determine the power, rights, or other authority of the Agency to conduct its affairs as a separate legal entity throughout Florida, and all matters reasonably associated therewith. The timing necessary to protect the rights of the State, the Agency and others, and to avoid the waste of public resources, confusion, or cause harm or business or other damages to the State, the Agency or others may dictate prompt, immediate and decisive action. Such action delegated and authorized herein shall, at a minimum, (i) be upon consultation with general counsel for the Agency, (ii) be reviewed by the Chair in a manner that creates a consensus between such person and the Executive Director that any particular act or action taken is reasonably consistent with this Resolution and the delegation and direction herein. Such action may include the verification of a complaint or other writing executed by either the Chair or the Executive Director under seal. Any such action may be, for convenience, confirmed or ratified at any subsequent meeting of the Board of Directors.

(B) The Executive Director and the officials, officers, attorneys and other agents or employees of the Agency, as applicable, are directed and authorized to do all acts and things required by them in this Resolution and the several resolutions of the Agency, necessary and required to carry out the directions and actions of the Board of Directors and the business of the Agency for the full, punctual and complete performance of the delegated actions provided for herein and any future resolutions; and, the Executive Director and each of the officials, officers, attorneys or other agents or employees are hereby authorized and directed to execute and deliver any and all certificates, papers and instruments, and to do and cause to be done all acts and things necessary or proper for carrying out the activities and actions contemplated by this Resolution.

**SECTION 4. EFFECTIVE DATE.** This Resolution shall take effect immediately upon adoption.

**PASSED AND DULY ADOPTED** at the meeting of the Board of Directors of the Florida PACE Funding Agency on the 22<sup>nd</sup> day of February 2022.



(Seal)

**BOARD OF DIRECTORS OF  
THE FLORIDA PACE FUNDING  
AGENCY**

By: Barbara Lewis  
Chair

ATTEST:

[Signature]  
Secretary