

RESOLUTION OF THE TOWN COUNCIL OF  
THE TOWN OF FORT MYERS BEACH

RESOLUTION NUMBER 96 - 03

A RESOLUTION DESIGNATING NATIONSBANK OF FLORIDA AS A DEPOSITORY OF THE TOWN OF FORT MYERS BEACH; AUTHORIZING THE MAYOR, VICE-MAYOR, TOWN MANAGER, TOWN CLERK AND TOWN ATTORNEY TO EXECUTE A CORPORATE RESOLUTION; AND PROVIDING AN EFFECTIVE DATE.

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE TOWN OF FORT MYERS BEACH, FLORIDA as follows:

1. NationsBank of Florida is hereby designated as a depository of the Town of Fort Myers Beach.

2. The Mayor, Vice-Mayor, Town Manager, Town Clerk, and Town Attorney are hereby authorized to act on behalf of the Town and to execute the Corporate Resolution, a copy of which is attached hereto and incorporated herein.

3. This Resolution shall become effective immediately upon adoption.

The foregoing Resolution was adopted by the Town Council upon a motion by Council Member Ted FitzSimons and seconded by Council Member Rusty Isler and, upon being put to a vote, the result was as follows:

Anita T. Cereceda	<u>Aye</u>
Ted FitzSimons	<u>Aye</u>
William (Rusty) Isler	<u>Aye</u>
Garr Reynolds	<u>Aye</u>
Ray Murphy	<u>Aye</u>

DULY PASSED AND ADOPTED this 22nd day of January, 1996.

ATTEST:

TOWN OF FORT MYERS BEACH

By: William A. Mills  
William A. Mills, Town Clerk

By: Anita T. Cereceda  
Anita T. Cereceda, Mayor

Approved as to form by:

Richard V.S. Roosa  
Richard V.S. Roosa, Town Attorney

### Opening and Maintaining Deposit and Other Accounts and Services

Name of Corporation

Town of Fort Myers Beach

I, the undersigned, hereby certify to NationsBank of Florida, N.A. (the "Bank"), that I am the \_\_\_\_\_ Secretary of the Town of Ft. Myers Beach (the "Corporation") a corporation duly organized and existing under the laws of the State of Florida; that the following is a true copy of resolutions duly adopted by the Board of Directors of said Corporation and that such resolutions conform to the provisions of the bylaws of the Corporation, are not inconsistent with its charter, and are in full force and effect and have not been amended or rescinded.

**1. Resolved that** the Bank is hereby designated as a depository of the Corporation and that deposit accounts and/or certificates of deposit be opened and maintained in the name of this Corporation with said Bank in accordance with the applicable rules and regulations of Bank for such accounts and any one of the following officers or employees of this Corporation (designated by title only):

Mayor

Vice-Mayor

Town Manager (includes Acting & Interim)

Town Attorney (includes Acting & Interim)

is hereby authorized, on behalf of this Corporation and in its name, to execute on behalf of this Corporation any application, depository agreement, or signature card required by said Bank to open said accounts; to sign checks, drafts, notes, bills of exchange, acceptances, certificates of deposit or other orders for the payment of money; to endorse checks, notes, bills, certificates of deposit, or other instruments, owned or held by this Corporation for deposit with said Bank or for collection or discount by said Bank; to accept drafts, acceptances, and other instruments payable at said Bank; to place orders with said Bank for the purchase and sale of foreign currencies on behalf of this Corporation; to execute and deliver an electronic funds transfer agreement and to appoint and delegate, from time to time, such persons who may request transfers on behalf of the Corporation; to establish and maintain a night deposit relationship; to waive presentment, demand, protest, and notice of protest, for dishonor of any check, note, bill, draft, or other instrument made, drawn, or endorsed by this Corporation; and

**2. Further Resolved,** that the Bank be and is hereby authorized to honor, receive, or pay all instruments signed in accordance with the foregoing resolution even though drawn or endorsed to the order of any officer or employee signing the same or tendered by such officer or employee for cashing, or in payment of the individual obligation of such officer or employee, or for deposit to such officer's or employee's personal account, and said Bank shall not be required or be under any obligation to inquire as to the circumstances of the issuance or use of any instrument signed in accordance with the foregoing resolution or the application or disposition of such instrument or the proceeds thereof; and

**3. Further Resolved,** that the Bank be and is hereby requested, authorized, and directed to honor and treat as authorized, checks, drafts, or other orders for payment of money drawn or purportedly drawn in this Corporation's name, including those payable to the individual order of any person or persons whose name or names appear thereon as signer or signers thereof, when bearing or purporting to bear the facsimile signature of the foregoing officer or employee of the Corporation; and the Bank shall be entitled to honor and to charge this Corporation for such checks, drafts or other orders, regardless of by whom or by what means the actual or purported facsimile signature thereon may have been affixed thereto, if such signature resembles any facsimile specimen duly certified to or filed with the Bank by the Secretary or Assistant Secretary or other officer of this Corporation, or if such facsimile signature resembles any facsimile signature previously affixed to any check, draft or other order drawn in the Corporation's name, which check, draft or order was accepted and paid without timely objection by the Corporation, thereby ratifying use of such facsimile signature; and the Corporation hereby agrees to indemnify and hold Bank harmless against any and all loss, cost, damage or expense suffered or incurred by Bank arising out of the misuse or unlawful or unauthorized use by a person of such facsimile signature; and

**4.  Treasury Management.** If checked here, the following resolution applies:

Further Resolved, that any \_\_\_\_\_ of the following officers or employees of this Corporation (designate by title only):

is/are hereby authorized to enter into any agreements with the Bank for the provision by said Bank of various cash management services to this Corporation, as such officer(s) or employee(s) may determine in their sole discretion, and to sign any and all documents and take all actions required by said Bank relative to such cash management services or the performance of the Corporation's obligations thereunder, and that an such cash management agreement(s) shall remain in full force and effect until written notice to terminate given in accordance with the terms of any such agreement shall have been received by said Bank, and that such termination shall not affect any action taken by said Bank prior to such termination: and

**5.  Safe Deposit.** If checked here, the following resolution applies:

Further Resolved, a safe deposit box be leased from the said Bank, and the right to execute the lease, enter the said box, and terminate the lease shall be in the (designate by title only):

**6. Further Resolved,** that the Secretary or Assistant Secretary of this Corporation shall certify to said Bank the names of the persons who are at present authorized to act on behalf of this Corporation under the foregoing resolutions and shall from time to time hereafter, as changes in the personnel of said officers and employees are made, immediately certify such changes to said Bank, and said Bank shall be fully protected in relying on such certifications of the Secretary or Assistant Secretary and shall be indemnified and saved harmless from any claims, demands, expenses, losses, or damages resulting from, or growing out of, honoring the signature of any officer or employee so certified, or refusing to honor any signature not so certified; and

**7. Further Resolved,** that the foregoing resolutions shall remain in full force and effect until written notice of their amendment or rescission shall have been received by said Bank, and that receipt of such notice shall not affect any action taken by said Bank prior thereto; and

**8. Further Resolved,** that all transactions by any of the officers or employees of this Corporation on its behalf, in its name, with the Bank prior to the delivery to said Bank of a certified copy of the foregoing resolutions are, in all respects, hereby ratified, confirmed, approved and adopted; and

**9. Further Resolved,** that the Secretary or Assistant Secretary be, and hereby is, authorized and directed to certify these resolutions to the Bank and that the provisions hereof are in conformity with the Charter or Articles of Incorporation and Bylaws of this Corporation.

I further certify that the following are the names of the present officers of the Corporation:

Name Anita T. Cereceda

Title Mayor

Ted FitzSimons

Vice Mayor

William Mills

Acting Town Manager/Clerk

Richard Roosa

Acting Town Attorney

In Witness Whereof, I have hereunto subscribed by name and affixed the seal of this Corporation, on \_\_\_\_\_, 19\_\_\_\_.

Corporate Seal

Secretary

I hereby further certify that I am a director of the Corporation and that the foregoing is a correct copy of resolutions passed as therein set forth, and that the same are now in full force and effect.

To be signed by a director other than the Secretary, if any