

Sample language for Missouri Fire Districts for preparing authorizing resolutions for participation in the MOCAAT Program. Each prospective participant should consider its own investment needs, governance requirements and applicable law when determining whether to participate in and invest in the Program and when preparing authorizing resolutions related to such participation and investment.



RESOLUTION FOR FIRE DISTRICTS

RESOLUTION AUTHORIZING PARTICIPATION IN THE MISSOURI CAPITAL ASSET ADVANTAGE TREASURY (MOCAAT) PROGRAM

A RESOLUTION FOR FORMAL APPROVAL BY THE [BOARD OF _____] OF THE ENTITY HEREIN NAMED OF SUCH ENTITY'S PARTICIPATION IN THE PROGRAM

WHEREAS this [Board of _____] (the "Board") deems it to be advisable and in the best interest of _____ (insert name of entity) (the "Participant") to participate in the Missouri Capital Asset Advantage Treasury (MOCAAT) program (the "Program"); and

WHEREAS, the Program is an authorized investment fund program established under the authority of Article VI, Section 16 of the Constitution of Missouri and Sections 70.210, to 70.320, Revised Statutes of Missouri ("RSMo"), as amended, which provides political subdivisions and municipalities, including the Participant, may cooperate under contract to provide a common service as provided by law so long as the subject and purpose of such contract are within the scope of the powers of each participating political subdivision and municipality; and

WHEREAS, the Participant is a Fire District within the State of Missouri and Section 321.220 empowers the Board of Fire Districts to, among other things, have the management, control and supervision of all business and affairs of such districts, and in furtherance of that authorization, the Board has adopted and implemented a policy for the investment of the Participant; and

WHEREAS, the Program is governed in accordance with the terms of the Intergovernmental Cooperation Agreement (the "ICA"), which contemplates political subdivisions and municipalities, such as the Participant, among others, entering into the ICA in order to participate in the Program; and

WHEREAS, the Board desires to become a party to the ICA which authorizes participation in the Program and its services; and

WHEREAS, this Board deems it to be necessary, desirable, advisable and in the best interest of the Participant to enter into the ICA as a Participant (as defined in the ICA) and participate in the Program by executing the Instrument of Adoption in substantially the form attached as Exhibit A;

WHEREAS, the Board deems it necessary, desirable, advisable and in the best interest of the Participant to invest such revenues in the Program and for its [Treasurer] to make use of, from time to time, the Program and its programs, including without limitation any series of the Program, a fixed rate investment program, and other Program services that may be offered in connection with the Program provided such programs remain in accordance with the ICA; and

WHEREAS, this Board deems it to be necessary, desirable, advisable and in the best interest of the Participant for its [Treasurer] to make use of, from time to time, PMA Financial Network, LLC, PMA Securities, LLC, and PMA Asset Management, LLC and/or their successors and assigns, in connection with the use of the Program and in accordance with the ICA; and

WHEREAS, various materials regarding the Program have been presented to this Board, including without limitation the ICA and the Information Statement, which are attached as Exhibit B:

NOW, THEREFORE, BE IT RESOLVED BY THIS BOARD:

- x That the Board has determined that the Participant is an Eligible Participant (as defined in the ICA) and authorizes the participation in the Program by the Participant as a Participant and such members and officers of the Participant as necessary or desirable to accomplish the purposes set forth in this Resolution and the ICA, including without limitation the [President of the Participant, the [Treasurer] of the Participant] and such other persons identified below as Authorized Officials; and
- x That the [Treasurer] or those acting on behalf of the [Treasurer] shall invest the governmental entity's available funds from time to time and withdraw such funds from time to time in accordance with the provisions of the ICA in series of the Program; and

- That the [Treasurer] or those acting on behalf of the [Treasurer] in the name of the Participant shall make use of, from time to time, fixed rate investments offered by the Program which are legal under Missouri investment statutes and also permitted by the Participant’s investment policy; and
- That monies of this entity may be invested at the discretion of the [Treasurer] or those acting on behalf of the [Treasurer] through the intermediaries PMA Securities, LLC, PMA Financial Network, LLC, and PMA Asset Management, LLC and/or their successors and assigns (collectively, the “PMA Entities”); and
- That the governmental entity may open depository accounts, make permitted investments, enter into wire transfer agreements, safekeeping agreements, third party surety agreements securing deposits, collateral agreements, letters of credit, and lockbox agreements with institutions participating in the Program and its investment options including any custodian for the Program, or its successor, or programs of PMA Securities, LLC and PMA Financial Network, LLC and that any depository institutions shall be deemed eligible depositories for the entity’s funds per Missouri statutes. Monies of this governmental entity may be deposited in financial institutions, from time to time in the discretion of the Authorized Officials (as defined below), pursuant to a fixed rate investment program available to participants of the Program through the intermediaries PMA Securities, LLC and PMA Network, LLC. PMA Securities, LLC and/or PMA Financial Network, LLC are authorized to act on behalf of the entity as its agent with respect to such accounts and agreements; and
- That the [Treasurer] or those acting on behalf of the [Treasurer] may execute documents, brokerage agreements, financial advisory contracts and other applicable agreements, as necessary, with PMA Financial Network, LLC, PMA Securities, LLC, and PMA Asset Management, LLC, and/or their successors; and
- That the following individuals, or their successors, currently holding the office or positions are designated as “Authorized Officials” with full power and authority to effectuate the investments and withdrawal of monies, contracts and agreements contemplated by this Resolution on behalf of the Participant and are hereby authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all such documents and agreements (including without limitation the ICA and any document or agreement contemplated by the ICA) as may in the discretion of even a single Authorized Official be deemed necessary or desirable in order to carry out or comply with the terms, provisions and/or purposes of this Resolution and such Authorized Official’s execution of such documents and agreements (including without limitation the ICA and any document or agreement contemplated by the ICA) shall be proof of the Board’s approval thereof. Such Authorized Officials are hereby further authorized, empowered and directed to and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments or other documents herein approved, authorized and confirmed which they may approve and the execution or taking of such action shall be taken as conclusive evidence of its necessity and advisability. All of the acts and undertakings of such Authorized Officials which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done shall be and the same are hereby in all respects, ratified, confirmed and approved by the Board; and

Authorized Officials:

Name: _____ Position: _____ Signature: _____

Name: _____ Position: _____ Signature: _____

Name: _____ Position: _____ Signature: _____

- That current and future members of the Board and officers of the Participant, including without limitation the [the officer positions identified above] and any business official or other managerial employee charged with responsibility for finance, are each hereby authorized to serve as directors of the Board of Directors of the Program, if elected or appointed under the provisions of the ICA; and
- That an executed copy of the ICA shall be filed with the Participant.

[Remainder of page intentionally blank]

* * * * *

It is hereby certified that the [Board of _____] of _____ **(insert name of entity)**, the [Treasurer] of which is _____, has passed and adopted this Resolution at a duly convened meeting held on the _____ day of _____, 20 __, and that such Resolution is in full force and effect, and that such Resolution has not been modified, amended, or rescinded since its passage and adoption.

[NAME OF ENTITY]

(SEAL)

Name:
Title:

ATTEST:

Name:
Title:

**EXHIBIT A
TO RESOLUTION AUTHORIZING PARTICIPATION IN THE
MISSOURI CAPITAL ASSET ADVANTAGE TREASURY (MOCAAT) PROGRAM**

INSTRUMENT OF ADOPTION

This Instrument of Adoption (this "Instrument of Adoption") is made as of the date written below by the Participant identified below (the "Joining Participant") in favor of and for the benefit of the Missouri Capital Asset Advantage Treasury ("MOCAAT") and the other parties to the Intergovernmental Agreement of MOCAAT, dated as of September 24, 2020, as amended (the "Intergovernmental Cooperation Agreement"). Capitalized terms used but not defined herein have the meanings given such terms in the Intergovernmental Cooperation Agreement.

The undersigned, on behalf of the Joining Participant, hereby acknowledges, agrees and confirms that, by execution of this Instrument of Adoption, the Joining Participant will be deemed to be a party to the Intergovernmental Cooperation Agreement and will have all of the rights and obligations applicable to the Joining Participant as a Participant under the Intergovernmental Cooperation Agreement. The Joining Participant hereby ratifies and agrees to be bound by, all of the terms, provisions and conditions contained in the Intergovernmental Cooperation Agreement.

IN WITNESS WHEREOF, the undersigned, on behalf of and duly authorized by the Joining Participant, has executed this Instrument of Adoption as of _____, 20__.

PARTICIPANT/JOINING PARTICIPANT: _____

Officer Title (to be signed by the President or similar officer):

Attest:

Officer Title (to be signed by the Secretary or similar officer):

EXHIBIT B
TO RESOLUTION AUTHORIZING PARTICIPATION IN THE
MISSOURI CAPITAL ASSET ADVANTAGE TREASURY (MOCAAT) PROGRAM

[See attached Intergovernmental Cooperation Agreement and Information Statement]