

June 11, 2024

MEMO TO: BFED-21(24) File

F R O M: Yuki Lei K. Sugimura, Chair *Yuki Lei K. Sugimura*
Budget, Finance, and Economic Development Committee

SUBJECT: **TRANSMITTAL OF INFORMATIONAL DOCUMENT RELATING TO
JOHNSON CONTROLS, INC. ENERGY PERFORMANCE
CONTRACT** (BFED-21(24))

The attached informational document pertains to Item 21(24) on the Committee's agenda.

bfed:ltr:021(24)afile04:jgk

Attachment

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2024 JUN 12 AM 8:22
OFFICE OF THE
COUNTY COUNCIL

CERTIFICATE OF AUTHORITY AND INCUMBENCY

TO: Bank of Hawaii
Equipment Finance
130 Merchant Street
Honolulu, Hawai'i 96813

I, the undersigned, hereby certify to **BANK OF HAWAII** (“**Lessor**”) that:

1. I am the Corporation Counsel for the **COUNTY OF MAUI** (the “**County**”), a political subdivision of the State of Hawai'i. In such capacity, I have access to the records of the County, am familiar with the matters contained in this Certificate, and am duly authorized and qualified to execute this Certificate on behalf of the County.

2. Scott Teruya and May-Anne Alibin are the duly appointed and qualified officers serving as the Director of Finance and Deputy Director of Finance, respectively, for the County (the “**Authorized Office(s)**”). In such capacity, a duly appointed and qualified Director of Finance has the authority to approve contracts for equipment purchases or equipment lease agreements on behalf of the County. A duly appointed and qualified Deputy Director has authority to approve contracts for equipment purchase or equipment lease agreements on behalf of the Director and the County.

3. In accordance with applicable laws, rules, regulations, codes, ordinances and guidelines of the County and the State of Hawai'i, the Authorized Officer approved Equipment Lease Agreement No. 1474, Exhibit 5461 attached thereto, and all other documents and agreements to be executed by the County in connection therewith, for the lease of equipment having an acquisition or capitalized cost not exceeding the principal sum of Twenty-Nine Million Four Hundred Twenty Thousand and No/100 Dollars (\$29,420,000) (the “**Transaction**”), it being understood that the total amount of lease rentals, fees, charges, expenses and other sums payable to the Lessor under such lease agreements may exceed this limitation on the acquisition or capitalized cost of any leased equipment.

4. The Authorized Officer has the authority to execute lease agreements, equipment lease schedules, equipment acceptance certificates, recourse agreements, assignments and such other Transaction related instruments, certificates, or agreements as the Lessor may require.

5. If the approval or consent of the County Council, or other County officers, division or department managers, or other staff is required to authorize the Transaction, such approval or consent has been duly obtained in accordance with applicable County laws, regulations, ordinances and codes and the constituent documents of the County.

6. Neither the execution and delivery by any authorized representative of the County of any of

the instruments or documents authorized in such resolutions, nor the consummation of the transactions therein contemplated, nor compliance with the terms and provisions thereof, will conflict with or result in a breach of any of the terms, conditions or provisions of the constituent documents of the County, or of any law, regulation, order, writ, injunction or decree of any court or governmental instrumentality, or of any agreement or instrument, known to me to which the County is a party or by which it is bound or to which it is subject, or constitute a default thereunder or result in the creation or imposition of any lien, charge or encumbrance of any nature whatsoever upon any property of the County pursuant to the terms of any such agreement or instrument.


7. All actions previously taken by the Authorized Officer in connection with the Transaction are hereby ratified and confirmed.

8. The following is the name and title of the Authorized Office referred to herein:

Name	Office
May-Anne Alibin	Deputy Director of Finance
Scott Teruya	Director of Finance

9. Lessor is entitled to act in reliance upon the matters contained in this Certificate until a certified final written notice of revocation of this Certificate has been received by Lessor.

Dated this 29 day of September, 2022.

By: 
MOANA LUTEY
Corporation Counsel