

**Organizational Meeting
Staunton City Council
Council Chambers
July 2, 2018
12:00 p.m.**

Ceremonial Swearing-in of City Council Members by The Honorable Charles L. Ricketts, III, Chief Judge of the 25th Judicial Circuit of Virginia

Call to Order

AGENDA ITEMS

- A. Election of Mayor**
- B. Election of Vice Mayor**
- C. Consideration of a Resolution Establishing Dates for the Regular Meetings of the Council for the City of Staunton for the Period of July, 2018 through June, 2020**
- D. Reaffirmation of Council Procedure Memoranda 1 through 15**
- E. Consideration of SunTrust Bank Resolution Authorizing Signatures**
- F. Adjournment**

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**CITY OF STAUNTON, VIRGINIA
RESOLUTION ESTABLISHING DATES FOR
REGULAR MEETINGS OF THE
COUNCIL FOR THE CITY OF STAUNTON
FOR THE PERIOD OF
JULY, 2018 THROUGH
JUNE, 2020**

WHEREAS, Section 6 of Chapter II of the Charter for the City of Staunton provides that regular meetings of the Council must occur at least once per month and that Council meet at such times as prescribed by ordinance or resolution;

WHEREAS, Section 2.10.070 of the Staunton City Code provides that Council will hold regular meetings on the second and fourth Thursdays of each month at such hour as it may designate and at any other time to which it may be regularly adjourned or postponed; and

WHEREAS, for the months of November 2018 and November 2019, City Council has determined that it will not meet on the fourth Thursday due to the Thanksgiving holiday, which Council recognizes as a holiday observed by the City; and

WHEREAS, for the months of December 2018 and December 2019, City Council has determined that it will not meet on the fourth Thursday due to the Christmas holiday, which Council recognizes as a holiday observed by the City;

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Staunton, Virginia, that:

1. Regular meetings of the Council shall be held on the second and fourth Thursdays of each month for the period of July, 2018 through June, 2020, at City Hall, 116 West Beverley Street, Staunton, Virginia, at 7:30 p.m. or at such earlier or other time or place as may be designated by the published agenda for any meeting or session of Council, with the exception of the months of November and December, when Council shall only meet on the second Thursday of those months.

2. In the event the Mayor, or the Vice Mayor, if the Mayor is unable to act, finds and declares that weather or other conditions are such that it is hazardous for members of the Council to attend a regular meeting, such regular meeting shall be continued to the next Monday. Such finding and declaration shall be communicated to the members of the Council and the press as promptly as possible. All hearings and other matters previously advertised shall be conducted at the continued meeting and no further advertisement is required.

Adopted this 2nd day of July, 2018.

Mayor

ATTEST: _____
Clerk of Council

COUNCIL PROCEDURE MEMORANDA

Council Procedure Memorandum No. 1	Communication between City Council, the City Manager and staff
Council Procedure Memorandum No. 2	Boards and Commissions – Applications & Appointments
Council Procedure Memorandum No. 3	Agendas for City Council Meetings
Council Procedure Memorandum No. 4	Speakers appearing before Council during Regular Meetings and Public Hearings
Council Procedure Memorandum No. 5	Grant applications
Council Procedure Memorandum No. 6	Abstention from Casting Vote
Council Procedure Memorandum No. 7	Adoption of Ordinances
Council Procedure Memorandum No. 8	Procedure for Refusal or Reduction of Council Pay Increases
Council Procedure Memorandum No. 9	Non-budgeted Money Request
Council Procedure Memorandum No. 10	Travel by Council Members
Council Procedure Memorandum No. 11	Staff Liaison to Outside Agencies that receive Capital Improvement Appropriations from the Staunton City Council
Council Procedure Memorandum No. 12	Spending Authority for the Mayor
Council Procedure Memorandum No. 13	Requests for Funding Organizations
Council Procedure Memorandum No. 14	Naming of Public Facilities
Council Procedure Memorandum No. 15	Consent Agenda

COUNCIL PROCEDURE MEMORANDUM NO. 1

SUBJECT: Communication between City Council, the City Manager, and Staff

1. As provided in Sections 3, 14 and 15 of the Charter of the City, the government of the City is vested in the Council and its administration in the City Manager.
2. When the public duties of Council necessitate contact with the administrative officers or employees of government, the following procedure will apply:
 - a. The normal channel will be to the City Manager who will respond to the member of Council with information, explanation, or action as appropriate. The City Manager may determine that action should be taken, if at all, after formal consideration and vote of Council.
 - b. Since it is important that Council members show interest in the various departments of government, visits are encouraged to city offices for observation, familiarization and getting acquainted overall with City employees. However, such visits will only be made after notification to the office of the City Manager and will conform to paragraph c below.
 - c. No requirements of any kind or requests for information will be levied directly upon the various employees of city government, except to Council appointees, by any member of Council, including through written or electronic means. Requests, requirements or tasks desired by Council will be communicated directly to the City Manager and from the latter, as summarized and interpreted, to the appropriate office. It will be the City Manager's responsibility to assure that appropriate response is provided and that as to any matter of general application or interest, all members of Council are informed.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 2

SUBJECT: Boards and Commissions — Applications and Appointments

1. The Nominations Committee will review periodically the Community Leadership Resource Bank form for the purpose of adding areas of interest and deleting those no longer applicable.
2. Application forms will be available in the Clerk of Council's office and on the City's website to any resident who wishes to be considered for appointment to a City board, commission or committee. Applications will be filed with the Clerk of Council and maintained in her office.
3. When an appointment is forthcoming on a board, commission, or committee, the Clerk's office will post a description of responsibilities approximately 60 days prior to the date of appointment on the City's website to encourage the submission of additional applications.
4. The Nominations Committee will review all applications as part of its deliberations in the process of selection of appointees. A report from the Nominations Committee will be sent to Council, under separate cover, prior to the Council meeting.
5. When possible, appointments will be made approximately 30 days prior to the expiration of the term of current members to permit orientation of new appointees and continuity of responsibilities.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 3

SUBJECT: Agendas for City Council Meetings

Anyone wishing to appear before City Council at a regularly scheduled meeting shall contact the City Manager to determine whether or not the item shall be placed on the agenda. If the Clerk of Council is contacted for this purpose, the Clerk shall relay the inquiry to the City Manager. The Manager will review all requests before deciding which items will be placed on the agenda. Each person shall be informed of the opportunity to appear before Council during "Matters from the Public."

At each work session meeting of Council, Council's agenda will include as the first item an "Invocation/Moment of Silence." Such an invocation or moment of silence will be on a rotating basis, with each Council member electing which to observe and whether to defer to the next Council member in the rotation. Any invocation will be directed to Council and be non-sectarian, non-proselytizing, non-advancing and make no direct or indirect reference to a specific deity. Any moment of silence may be introduced by the Council member with reference to a remembrance or thought of current or historic events.

Also, at each work session, the second agenda item will be "Approval of Agendas" for both the work session and the regular session meetings of Council. The Mayor or other presiding officer will entertain a motion for Council to approve the proposed work session and regular session agendas, with or without modification as identified in the motion. The Clerk of Council will poll each Council member on such vote and, if necessary, successive votes will be taken until there is Council approval of both agendas. With a vote for approval of modification, Council may amend its regular session agenda at the beginning of the regular session, again with the Clerk of Council conducting an individual poll on the vote of each member of Council.

There will be an agenda for each and every Council meeting, including work sessions, and no matters which are not on the approved agendas will be discussed unless deemed an emergency. Council members may contact the City Manager with any items desired to be on the agenda, if necessary. The proposed agenda items cut-off time will be at noon on the Friday two weeks preceding the Thursday City Council meeting, and the proposed agendas and back-up materials will be transmitted to Council members by Friday afternoon prior to the meeting, absent special circumstances.

Agenda materials shall be compiled and delivered to the Clerk of Council by 12 noon on the Friday preceding the scheduled Council meeting for duplication and distribution, by whatever means as determined by Council (i.e., paper copies, electronically, etc.)

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 4

SUBJECT: Speakers Appearing Before Council During Regular Meetings and Public Hearings

It shall be the policy of the City Council to require all speakers from the floor to come forward and speak into the microphone and give their names and addresses. Each speaker will be limited to 5 minutes. This announcement shall be made at the beginning of each Council meeting, when necessary.

Also, in a public hearing, the following procedure will be followed:

1. An applicant's presentation shall be limited to 5 minutes.
2. All persons speaking for or against shall be limited to 5 minutes and allowed to speak only if the point has not previously been made.
3. There shall only be one rebuttal by the applicant, limited to 5 minutes.
4. After the public hearing is closed, no person in the audience may speak again on the item.

A majority vote of Council may waive any of the limits set for the speakers.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 5

SUBJECT: Grant Applications

The City Manager or designee shall review all applications on behalf of the City for state, federal or private grants. The City Manager shall have the authority to approve and submit the grant application on behalf of the City without submitting the same for review and approval to City Council, except in the following cases:

1. Grants that require City funds or property to be contributed as a matching or percentage share, or
2. Grants that require a resolution, ordinance, or other authorization from City Council.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 6

SUBJECT: Abstention from Casting Vote

Section 2.10.120 of the Code of Staunton provides that every member of Council present shall vote upon all questions on which a vote must be taken, unless excused by the Council (unless the member has an immediate personal or financial interest in the matter). Requests by a member to abstain from voting or to announce the intention not to vote because of personal or other financial interest shall be made to the presiding officer of Council prior to the placing of the matter before Council for vote. Council need take no further action to allow the abstention in the case of a member's personal or other financial interest in the matter, consistent with the requirements of the Virginia State and Local Government Conflict of Interests Act, but Council shall consider the request for abstention for other reasons and may grant the request if a majority of the members present (excluding the member requesting) vote in favor of granting the request.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 7

SUBJECT: Adoption of Ordinances

It shall be the policy of the City Council that ordinances, subject to particular circumstances generally, shall be presented to Council for its consideration in the following manner:

1. The ordinance may be introduced at the Council meeting having such ordinance on the agenda. If the ordinance is so introduced it shall be placed on Council's next agenda (or a designated Council agenda at a subsequent meeting) for consideration for final adoption.
2. If a majority of the members of Council (four) support a motion to adopt an ordinance upon its introduction and such ordinance is not subject to other requirements before introduction and adoption as provided by the Code of Virginia, The Code of the City of Staunton or the Charter of the City of Staunton, the ordinance may be so adopted without the necessity of consideration at a subsequent meeting.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 8

SUBJECT: Procedure for Refusal or Reduction of Council Pay Increases

1. No City Council member shall be required to accept a pay increase in whole or in part if opposed to its enactment, morally opposed to accepting compensation for services, or feels the performance as a Council member does not justify that amount of compensation, or for any other reason.
2. If the Council member concerned does not desire to accept such an increase in whole or in part, the member shall:
 - a. Immediately notify the City Manager of the decision to refuse the pay increase or such part of it as he/she desires; and
 - b. Request continuance of the present pay or, if applicable, the amount of the pay increase to be accepted; and
 - c. Execute such waiver of increased compensation as may be required by law or deemed necessary by the City.
3. The waiver of pay increase or part thereof shall remain in effect from the time of its submission until it shall be revoked in writing by the Council member concerned. At such time, the revocation will be made available as public information.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 9

SUBJECT: Non-Budgeted Money Request

It shall be the policy of the City Council not to accept any request for money outside of the budget process, except those requests which could not reasonably be anticipated by the applicant during the budget process.

Requests for Staunton-based projects will be submitted to the Director of Finance in accordance with the City Manager's budget calendar each budget year. These requests will then be evaluated along with other requests during the budget review. Approved requests for sports, organizations, youth, etc. will only be paid after staff has been satisfied that the project has been or will be completed.

REAFFIRMED: July 2, 2018

1 **COUNCIL PROCEDURE MEMORANDUM NO. 10**

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4 **SUBJECT: Travel by Council Members**

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7 It shall be the policy of the City Council to approve travel by members of the Council at
8 City expense, prior to the conference, seminar, meetings (except VML appointed
9 committee meetings) or other event.

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11 The member of Council shall present the proposed travel to the majority of Council
12 during a work session or Council meeting and receive approval of Council prior to
13 making arrangements or incurring City expense.

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16 REAFFIRMED: July 2, 2018
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COUNCIL PROCEDURE MEMORANDUM NO. 11

SUBJECT: Staff Liaison to Outside Agencies that Receive Capital Improvement Appropriations from the Staunton City Council

It shall be the formal policy of Staunton City Council to consider each appropriation of capital and/or operating funds (where appropriate) to an outside agency (i.e., one that does not report to the City Manager) to determine if periodic and regular reports on the progress of this capital and/or operating funding are required. Should such a periodic reporting be appropriate, the Council will direct the City Manager to appoint a staff liaison to the outside agency. Such a staff liaison will be responsible to monitor the activities relating to this capital and/or operating appropriation and report to City Council on a periodic and regular basis. Council will review each appropriation to determine how often it requires such a report. The City Manager will be directed to provide that report during a Council meeting or work session in accordance with Council's requirements.

The City Manager will be responsible for the assignment of a staff liaison, if so directed, within thirty days of the approval of capital funding and/or operating funding for use by an outside agency. Status reports regarding these capital improvements and funds will be prepared in accordance with Council's direction at the discretion of the City Manager. Should for any reason Council require an additional report, the City Manager will be so directed and said report will be provided to Council at the earliest possible convenience.

REAFFIRMED: July 2, 2018

COUNCIL PROCEDURE MEMORANDUM NO. 12

SUBJECT: Spending Authority for the Mayor

1. It shall be the policy of City Council to authorize the Mayor to incur expenses up to \$250.00 per transaction on behalf of the City when in the Mayor's judgment the expense is in the City's best interest. Such expenses shall be incurred and contracted within the parameters of any applicable procurement laws and policies of the City. All such expenses will be charged to the operating budget of City Council.
2. Any expenses exceeding the \$250.00 limit established by Council shall require the approval of the majority of a quorum of Council prior to being incurred.

REAFFIRMED: July 2, 2018

1 **COUNCIL PROCEDURE MEMORANDUM NO. 13**

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4 **SUBJECT: Requests for Funding Organizations**

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7 It shall be the policy of City Council to require each organization requesting funds from
8 the City to furnish to the City Manager and City Council a financial statement and/or a
9 budget prior to Council acting upon the request. The purpose of this policy is to afford
10 Council a better understanding of the organizational needs prior to entertaining such
11 requests.

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14 **REAFFIRMED: July 2, 2018**
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COUNCIL PROCEDURE MEMORANDUM NO. 14

SUBJECT: Naming of Public Facilities

It shall be the policy of City Council to receive and approve requests to name public facilities as hereafter specified:

1. The naming of a public facility shall be in honor of an individual, group, business or organization that has made an exceptional contribution to the City of Staunton, the Commonwealth of Virginia or the United States. This would include:
 - A. Individuals, groups, businesses or organizations that have made a major donation of land or funds for the facility equal to at least 50% of the total cost of the project.
 - B. Individuals, still living, who have, through dedicated and unpaid service, made a significant contribution to the quality of life of Staunton residents.
 - C. Individuals who have been deceased at least two years and who have made significant contributions to the quality of life of Staunton residents, or significant contribution to the Commonwealth of Virginia or the United States.
2. A public facility shall include any building, park, place, street, trail, etc.
3. Generally, a facility shall be named in a manner that describes its function (e.g. Landes Park, Booker T. Washington Community Center).
4. Any individual, group, business or organization may petition the City Council to name a public facility.
5. A petition made to the City Council to name a public facility shall include the following information:
 - A. The full name of the individual, group, business or organization making the nomination.
 - B. The full name of the individual, group, business or organization being nominated.
 - C. If the nomination is for a deceased individual, the date of birth and death.

46 D. The association, if appropriate, with the public facility or place to be
47 named.

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49 E. A brief biography of the individual or a description of the group, business
50 or organization, including all other information relevant to the
51 nomination.

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53 F. Any recommendation for the installation of a permanent memorial or
54 plaque may be included with the above information.

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56 6. The City Council may, at its discretion, designate or change a name for a new or
57 existing public facility, consistent with the requirements of this policy, and may
58 withdraw the name or rename a facility at any time.

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60 7. Official names of facilities, places, parks, etc. shall be used in all City
61 communications, maps, plans, documents, signs and other means of identification.

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64 REAFFIRMED: July 2, 2018
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COUNCIL PROCEDURE MEMORANDUM NO. 15

SUBJECT: Consent Agendas

It shall be the policy of City Council to have the City Manager place routine, non-controversial items on a Consent Agenda. **A briefing for the Consent Agenda shall be prepared in the manner and format of regular business items on the agenda.** All matters listed under the consent agenda are considered to be routine and will be enacted by one motion. There will be no separate discussion of the items. If discussion is desired, the item may be removed from the Consent Agenda at the request of a member of City Council and considered separately.

The Consent Agenda shall be **adopted** by a motion “to approve the consent agenda **and listing each individual item included therein,**” and shall be considered by the Council as a single item. **Any business item so included on the consent agenda shall be described in sufficient detail in the Consent Agenda Briefing to provide the public with an appropriate understanding of such item.** Upon objection by any member of Council to including an item, that item shall be removed from the consent agenda and placed on the regular agenda for Council’s consideration.

Consent agenda items may include, but are not limited to:

- Minutes
- Nominations Committee Reports
- Resolutions
- Proclamations
- Financial Reports
- Application and acceptance of grant funds

REAFFIRMED: July 2, 2018

CITY COUNCIL



AGENDA BRIEFING

Staunton, VA

Meeting Date:	July 2, 2018	Staff Members: Richard R. Johnson Cameron S. McCormick Cynthia B. Fitzgerald
Item #	E	
Ordinance #		
Department:	Treasurer Finance	
Council Vision:	Responsive, Efficient Government	
Subject:	Deposit Account Resolution and Authorization Form for SunTrust Bank	

Background: Since March 1, 2014, SunTrust Bank has served as the City's master depository for all City funds and has provided additional accounts for the City and Schools clearing accounts for payroll, accounts payable checks, and ACH transactions for the self-funded health insurance account. The Chief Financial Officer has served as the contract administrator for the bank contract since March 2014. Due to a re-organization of the City Finance Department and to continue the City's efforts to implement and maintain efficient and effective internal control procedures, effective July 1, 2018, the City will need to authorize the appropriate finance and treasurer's office staff members to conduct banking business on behalf of the City with SunTrust Bank.

City Council will need to adopt a Deposit Account Resolution and Authorization for Business Entities form authorizing Cameron S. McCormick, Interim Director of Finance, as the contract administrator for the SunTrust Bank contract. The Treasurer, Richard R. Johnson, and the Interim Director of Finance, will be the authorized signers on the City's Master Depository Account. The Treasurer and Assistant Director of Finance, Cynthia B. Fitzgerald, will be authorized as signers on the City's check clearing account for payroll and accounts payable checks. For the health insurance bank account, the Interim Director of Finance and Treasurer will be authorized as signers on the account. The Assistant Director of Finance will also be authorized to access all bank accounts for transactions, auditing and bank procedures for processing checks and other automated transactions. The Treasurer will continue to deposit all funds with SunTrust Bank. No signature changes are needed for the check clearing account for the Schools.

The Deposit Account Resolution and Authorization for Business Entities form is attached and completed with the appropriate names of City signers. The Business Account Signature Card forms are also completed with the appropriate signers for the City. (On all documents, account numbers and signatures have been removed for security purposes.)

City Manager's Recommendation: Recommend that City Council adopt the proposed resolution, as presented.

Suggested Motion: I move that Council adopt the SunTrust Deposit Account Resolution and Authorization for Business Entities effective July 1, 2018.

City Manager: Stephen F. Owen



Business Account Signature Card

Region Number 074	Account Number	
Account Title City of Staunton ZBA		
Organization Type PF SL	Tax ID Number 54-6001631	
Signer(s) on the above Account Number		
Name / Title		Signature
1. Cynthia B. Fitzgerald Assistant Director of Finance		
2. Richard R. Johnson Treasurer		
3.		
4.		
5.		
6.		
Date Opened 01/30/1995	Date Revised	Reason changing signers
Cost Center Number 4432200	Officer Number 15897	ID
Work Phone Number 434-847-2305	Prepared By Laura Grosvenor	Maintenance Type ☐ New ☒ Replacement ☐ Change

SunTrust Bank ("Bank")

It is agreed that all transactions between the Bank and the entity listed in the above Account Title ("Depositor") shall be governed by the rules and regulations for this account and the Authorized Signer signing at the bottom of this signature card appoints the above individual(s) as Additional Signatory(ies) of the Depositor for the above Account and hereby acknowledges receipt of such rules and regulations and the funds availability policy. The Depositor also acknowledges the funds availability policy has been explained. **(DOCUMENT EXECUTION INSTRUCTIONS: A signature of an Authorized Signer is required to appoint an Additional Signatory and must appear below regardless of whether or not a signature is required to satisfy IRS requirements, and regardless of whether or not the name and signature of such Authorized Signer also appears above as a signer on the Account.)**

Check appropriate box for federal tax classification; check only one of the following seven boxes:

- ☐ Individual/sole proprietor or single-member LLC ☐ C Corporation ☐ S Corporation ☐ Partnership ☐ Trust/Estate
☐ Limited liability Company
Enter the tax classification (C=C corporation, S=S corporation, P=partnership) _____

Note: Check the appropriate box in line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is **not** disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.

☒ Other (see instructions) PF SL

Exemptions: See instructions Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) ☐ N/A (Applies to accounts maintained outside the U.S.)

Certification—Under penalties of perjury, I, as authorized agent of the Depositor certify that:

- 54-6001631 is the correct taxpayer identification number for the Depositor (or the Depositor is waiting for a number to be issued); and
- The Depositor is not subject to backup withholding because: (a) the Depositor is exempt from backup withholding, or (b) the Depositor has not been notified by the Internal Revenue Service (IRS) that it is subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified the Depositor that it is no longer subject to backup withholding; and
- The Depositor is a U.S. citizen or other U.S. person (defined in the instructions); and
- The FATCA code(s) entered on this form (if any) indicating that the Depositor is exempt from FATCA reporting is correct.

Certification Instructions. You must cross out item 2 above if the depositor has been notified by the IRS that the depositor is currently subject to backup withholding because the depositor has failed to report all interest and dividends on the depositor's tax return.

The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to avoid backup withholding.

Signature of U.S. Person _____ Date _____

- Locations with DCOR scanning software submit with cover sheet via local scanner
- Locations without DCOR scanning software send to Output Review, FL-Orlando-7021
- *FATCA= Foreign Account Tax Compliance Act



Business Account Signature Card

Region Number		Account Number	
Account Title			
Organization Type		Tax ID Number	
Signer(s) on the above Account Number			
Name / Title		Signature	
1.			
2.			
3.			
4.			
5.			
6.			
Date Opened	Date Revised	Reason	
Cost Center Number	Officer Number	ID	
Work Phone Number	Prepared By	Maintenance Type ☐ New ☐ Replacement ☐ Change	

SunTrust Bank ("Bank")

It is agreed that all transactions between the Bank and the entity listed in the above Account Title ("Depositor") shall be governed by the rules and regulations for this account and the Authorized Signer signing at the bottom of this signature card appoints the above individual(s) as Additional Signatory(ies) of the Depositor for the above Account and hereby acknowledges receipt of such rules and regulations and the funds availability policy. The Depositor also acknowledges the funds availability policy has been explained. **(DOCUMENT EXECUTION INSTRUCTIONS: A signature of an Authorized Signer is required to appoint an Additional Signatory and must appear below regardless of whether or not a signature is required to satisfy IRS requirements, and regardless of whether or not the name and signature of such Authorized Signer also appears above as a signer on the Account.)**

Check appropriate box for federal tax classification; check only one of the following seven boxes:

- ☐ Individual/sole proprietor or single-member LLC ☐ C Corporation ☐ S Corporation ☐ Partnership ☐ Trust/Estate
☐ Limited liability Company

Enter the tax classification (C=C corporation, S=S corporation, P=partnership) _____

Note: Check the appropriate box in line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is **not** disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.

- ☐ Other (see instructions) _____

Exemptions: See instructions Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) ☐ N/A (Applies to accounts maintained outside the U.S.)

Certification—Under penalties of perjury, I, as authorized agent of the Depositor certify that:

1. _____ is the correct taxpayer identification number for the Depositor (or the Depositor is waiting for a number to be issued); and
2. The Depositor is not subject to backup withholding because: (a) the Depositor is exempt from backup withholding, or (b) the Depositor has not been notified by the Internal Revenue Service (IRS) that it is subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified the Depositor that it is no longer subject to backup withholding; and
3. The Depositor is a U.S. citizen or other U.S. person (defined in the instructions); and
4. The FATCA code(s) entered on this form (if any) indicating that the Depositor is exempt from FATCA reporting is correct.

Certification Instructions. You must cross out item 2 above if the depositor has been notified by the IRS that the depositor is currently subject to backup withholding because the depositor has failed to report all interest and dividends on the depositor's tax return.

The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to avoid backup withholding.

Signature of U.S. Person _____ Date _____

- Locations with DCOR scanning software submit with cover sheet via local scanner
- Locations without DCOR scanning software send to Output Review, FL-Orlando-7021
- *FATCA= Foreign Account Tax Compliance Act



Business Account Signature Card

Region Number		Account Number	
Account Title			
Organization Type		Tax ID Number	
Signer(s) on the above Account Number			
Name / Title		Signature	
1.			
2.			
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4.			
5.			
6.			
Date Opened	Date Revised	Reason	
Cost Center Number	Officer Number	ID	
Work Phone Number	Prepared By	Maintenance Type ☐ New ☐ Replacement ☐ Change	

SunTrust Bank ("Bank")

It is agreed that all transactions between the Bank and the entity listed in the above Account Title ("Depositor") shall be governed by the rules and regulations for this account and the Authorized Signer signing at the bottom of this signature card appoints the above individual(s) as Additional Signatory(ies) of the Depositor for the above Account and hereby acknowledges receipt of such rules and regulations and the funds availability policy. The Depositor also acknowledges the funds availability policy has been explained. **(DOCUMENT EXECUTION INSTRUCTIONS: A signature of an Authorized Signer is required to appoint an Additional Signatory and must appear below regardless of whether or not a signature is required to satisfy IRS requirements, and regardless of whether or not the name and signature of such Authorized Signer also appears above as a signer on the Account.)**

Check appropriate box for federal tax classification; check only one of the following seven boxes:

- ☐ Individual/sole proprietor or single-member LLC ☐ C Corporation ☐ S Corporation ☐ Partnership ☐ Trust/Estate
☐ Limited liability Company

Enter the tax classification (C=C corporation, S=S corporation, P=partnership) _____

Note: Check the appropriate box in line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is **not** disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.

- ☐ Other (see instructions) _____

Exemptions: See instructions Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) ☐ N/A (Applies to accounts maintained outside the U.S.)

Certification—Under penalties of perjury, I, as authorized agent of the Depositor certify that:

1. _____ is the correct taxpayer identification number for the Depositor (or the Depositor is waiting for a number to be issued); and
2. The Depositor is not subject to backup withholding because: (a) the Depositor is exempt from backup withholding, or (b) the Depositor has not been notified by the Internal Revenue Service (IRS) that it is subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified the Depositor that it is no longer subject to backup withholding; and
3. The Depositor is a U.S. citizen or other U.S. person (defined in the instructions); and
4. The FATCA code(s) entered on this form (if any) indicating that the Depositor is exempt from FATCA reporting is correct.

Certification Instructions. You must cross out item 2 above if the depositor has been notified by the IRS that the depositor is currently subject to backup withholding because the depositor has failed to report all interest and dividends on the depositor's tax return.

The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to avoid backup withholding.

Signature of U.S. Person _____ Date _____

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- *FATCA= Foreign Account Tax Compliance Act



Deposit Account Resolution and Authorization for Business Entities ("DARA")

I. Business Entity Information

Name		Business Type
Governed By	Taxpayer ID Number	Date Resolution and Authorization Adopted

This DARA shall apply to **ALL** deposit account(s) (hereinafter "Account") currently open with the Bank or opened in the future in the name of the Business Entity. **This DARA supersedes and replaces any DARA, banking resolution, or other document for the Business Entity whose name appears in the name box above in this Section I and which addresses or deals with any of the types of banking authorities specified in Section II herein, for ALL of Business Entity's Accounts. The Authorized Signers listed in Section III will have full authority on ALL of the Business Entity's Accounts, even if they did not have such authority under previous documentation on file with the Bank.**

The person acting in the capacity of the Corporate Secretary or custodian of records of the Business Entity signing in Section VIII below certifies to SunTrust Bank ("Bank") that the above named Business Entity is organized under the laws of the _____ of _____ and is registered in the manner prescribed by applicable law and is currently in compliance with all requirements relating to its organization and continued existence.

This DARA shall remain in full force and effect until it is rescinded, modified or replaced in writing in a form acceptable to the Bank and the Bank has had a reasonable time to act on said change. Receipt of such notice shall not affect any action taken by Bank prior thereto. The Bank shall be held harmless for honoring the instructions of any individual authorized in this DARA, or refusing to honor instructions, if the Bank questions the authority of the person giving those instructions.

II. Authority to sign, act, give instructions, access information, use Bank's services, perform transactions, enter into agreements and delegate authority on behalf of Business Entity. Resolved, **First**, that Bank is designated a depository for the Business Entity; **Second**, that each individual named in Section III below is authorized individually on behalf of Business Entity to: a) give instructions to the Bank, b) access information, c) request use of and use any of the Bank's services upon execution of Bank documentation related to such services, d) perform transactions on behalf of Business Entity with respect to any Accounts of Business Entity upon execution of Bank documentation related to such transactions, e) enter into any of Bank's agreements related to any Account or service, and f) delegate to any other individual the authorities conferred in this section in documentation acceptable to the Bank; **Third**, that each Authorized Signer named in Section III is individually authorized to endorse for deposit any check, draft, certificates of deposit, savings certificate, item or other instrument or written order for the payment of money that is payable to the order of Business Entity, and to deposit any such items; **provided, however, an Authorized Signer shall not have any of the authorities of an Additional Signatory described in Section V unless such Authorized Signer is also listed with the additional signatories on the Business Account Signature Card for the relevant Account(s); Fourth**, that by execution and delivery of this DARA by the Corporate Secretary or other custodian of records (or by any Authorized Signer named in Section III below), the Business Entity is bound by the terms and conditions of the Bank's Rules and Regulations for Deposit Accounts, as now existing or as amended from time to time; and **Fifth**, all previous acts of or on behalf of the Business Entity that are authorized and contemplated by the above resolutions that may have been undertaken prior to the date of this DARA are hereby approved and ratified.

III. Authorized Signers Contemplated by Section II.

The full name, title, and signature of each person authorized by Section II are listed immediately below. If an Authorized Signer listed in Section III is an entity (e.g., a corporation, LLC, or partnership), the name of that entity must be entered in the column headed "Name", the applicable title of the entity showing the relationship to the entity named in Section I (e.g. Owner, General Partner, Member or Manager) must be entered in the column headed "Title", the name of the individual signing on behalf of that entity and individual's title or position must be entered in the column headed "Signature", and the individual must sign directly underneath his/her name and title. Where an entity is listed in Section III, the individual signing on behalf of that entity must provide a document (such as an incumbency certificate or current organizational document from that entity) reflecting the individual's current authority to sign on behalf of the entity. **ALL INDIVIDUALS** from the entity listed in Section III who are expected to be Authorized Signers for the entity named in Section I of this DARA must be listed in and sign Section III of this DARA.

Name	Title	Signature

Employee Name		Account Number	
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Name	Title	Signature

- IV. Facsimile Signatures.** Complete this section only if machine or facsimile stamped signatures are to be used on items. Resolved, that Bank is authorized to honor any check, draft, item or other written order on any Account of the Business Entity when bearing or purporting to bear the authorized machine or facsimile signature of any one of the above named Section III Authorized Signers whose signature is reproduced below, **if such Authorized Signer's name is also listed with the additional signatories on the Business Account Signature Card for such Account.** The Business Entity shall hold the Bank harmless for honoring the facsimile signature of any of such Authorized Signer whose name and facsimile signature is shown below, or for Bank's refusal to honor any facsimile signature not shown below.

Name of Authorized Signer Listed in Section III	Machine/Facsimile Stamped Signature of Authorized Signer

- V. Additional Signatories on Business Entity's Accounts.** Resolved, that certain individual(s) may be authorized to have limited authority to do **only the following things:** access information, sign any check, draft, or other written order for the payment of funds from an Account, or initiate a funds transfer payable by Business Entity from an Account by executing Bank's Funds Transfer Authorization form. Such authorities shall be Account specific and such individual's name and signature must appear on the Business Account Signature Card for each Account on which the individual is intended to be so authorized. **The tax classification and certification section at the bottom of each Business Account Signature Card must be executed by one of the Authorized Signers named in Section III above. Refer to the Business Account Signature Card(s) of the Account(s) for signatures of the Additional Signatories.**

- VI. Qualification Certification for Public Fund Organization, Political Organization, Homeowners and Condominium Owners Association or Corporation Not Operated for Profit to maintain a NOW account.**

Mark this section with an "X" only if Business Entity is eligible to maintain a NOW account.

☐ The individual acting in the capacity of Corporate Secretary or custodian of records of the Business Entity further certifies that the above named Business Entity is eligible to earn interest on a checking account (referred to as a Negotiable Order of Withdrawal or NOW Account) in compliance with Regulation D of the Federal Reserve Act (12CFR 204) as a Public Fund or a Non-Profit Organization that is operated primarily for Religious, Philanthropic, Charitable, Educational, Political or other similar purposes under one of the following sections: Organization – Section 501 (C) (3) through (13), and (19) of the Internal Revenue Code (26 USC (IRC 1954) 501 (C) (3) through (13) and (19). Political Organization – Section 527 of the Internal Revenue Code (26 USC (IRC 1954) 527). Homeowners and Condominium Owners Associations – Section 528 of the Internal Revenue Code (26 USC (IRC 1954) 528).

- VII. Power to Act.** The individual acting in the capacity of Corporate Secretary or custodian of records of the Business Entity who executes Section VIII below certifies that this DARA is not in conflict with the provisions of the Business Entity's organizational documents, which include its charter, bylaws, resolutions, operating agreements, partnership agreements, shareholders' agreements or similar agreements by which the Business Entity or the undersigned party may be bound, and that this DARA does not violate the provisions of any of such organizational documents.

- VIII. Certification.** I, the individual signing in this Section VIII, acting in the capacity of the Corporate Secretary or custodian of records of the Business Entity for purposes of such signature in this Section VIII, hereby certify to the Bank that the authorization of each individual whose name appears in Section III above is in full force and effect and has not been amended or rescinded and that the above resolutions are not inconsistent with any other resolutions or governance documents of such Business Entity.

In witness whereof, acting in my capacity as the Corporate Secretary or custodian of records of Business Entity, I have hereunto subscribed my name and affixed the seal of the Business Entity this ____ of _____, _____

(Affix Seal here, if available)

Authorized Signature

Name of person acting in capacity of Secretary, Assistant Secretary or other custodian of records, as designated in the Business Entity's organizational documents

Employee Name Account Number

IX. Inclusion and Certification Requirements and Instructions.

Corporations, Limited Liability Companies, Public Entities, Partnerships, Sole Proprietors, Unincorporated Organizations, Associations and other business entity types:

Each individual from the Business Entity who is expected to have the powers specified in Section II must be named in Section III if the Board of Directors or other governance body of the Business Entity intends such individual to be authorized to perform the functions specified in Section II.

Such individuals can include the President and other corporate officers such as the Treasurer, the Chief Financial Officer, and the Controller of the Business Entity, or any other individual that the entity wishes to designate.

Any of the individuals listed in Section III can execute the DARA under Section VIII if necessary, but only if the entity named in Section I has no employee who has been designated as its Corporate Secretary or custodian of records.

Note: This document will be returned to the Branch or other sending location if the signature block in Section VIII is not properly completed.

Bank Use Only

Bank Number 0175	Cost Center Number	Cost Center Name	
Prepared By	Phone Number		Date
Verification Method			

Employee Name Account Number

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