



RESOLUTION NO. 2018-013

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROHNERT PARK APPROVING THE REFUNDING OF THE ROHNERT PARK FINANCING AUTHORITY LEASE REVENUE REFUNDING BONDS, SERIES 2003, AUTHORIZING AN APPROPRIATION IN CONNECTION THEREWITH, AND AUTHORIZING THE DELIVERY OF CERTAIN DOCUMENTS AND THE UNDERTAKING OF CERTAIN ACTIONS IN CONNECTION THEREWITH

WHEREAS, the Rohnert Park Financing Authority (the "Authority") issued its Lease Revenue Refunding Bonds, Series 2003 (the "2003 Bonds") pursuant to a Trust Agreement dated as of July 1, 2003 (the "Trust Agreement"), by and between the Authority and MUFG Union Bank, N.A., formerly known as Union Bank of California, N.A., as trustee (the "Trustee"); and

WHEREAS, the payments of principal of and interest on the 2003 Bonds are secured by (i) certain payments required to be made by the City of Rohnert Park, a municipal corporation (the "City"), under that certain instrument entitled "Facilities Lease" dated as of July 1, 2003, by and between Authority and the City (the "Facilities Lease"), and (ii) certain payments required to be made by the Successor Agency to the Community Development Commission of the City of Rohnert Park (the "Successor Agency") under that certain Second Amendment to Reimbursement Agreement, dated as of July 1, 2003 (the "2003 Loan Agreement"), by and between the City and the Community Development Commission of the City of Rohnert Park. Under the 2003 Loan Agreement, the Community Development Commission of the City of Rohnert Park was obligated to pay ninety percent (90%) of the amounts payable under the Facilities Lease (the "Successor Agency Portion"), with the remaining ten percent (10%) of amounts payable under the Facilities Lease (the "City Portion") payable by the City; and

WHEREAS, following the enactment of ABx1 26 (the "Dissolution Act") and in connection with the implementation of the Dissolution Act, the Community Development Commission of the City of Rohnert Park was dissolved and the Successor Agency became the successor thereto, thereby becoming responsible for the payment of the Successor Agency Portion; and

WHEREAS, the Successor Agency has determined to issue its Tax Allocation Refunding Bonds, Series 2018A and Tax Allocation Refunding Bonds, Series 2018B (Federally Taxable) (the "2018 Bonds") for the purpose of prepaying and defeasing the amounts payable under the Facilities Lease (which constitute the Successor Agency Portion), which (together with the City Portion to be appropriated and disbursed as authorized by this Resolution) will cause the redemption and defeasance of the 2003 Bonds and payment in full of the 2003 Bonds and any other amounts due under the Trust Agreement; and

WHEREAS, in order to effect prepayment and defeasance of the amounts payable under the Facilities Lease, which is necessary to effect the redemption and defeasance of the 2003 Bonds and accomplish payment in full of the 2003 Bonds and any other amounts due under the Trust Agreement, it is necessary that the City appropriate and disburse the City Portion to the Trustee; and

WHEREAS, the City Council approves the appropriation and disbursement of the City Portion to the Trustee and such actions as are necessary and convenient to the redemption and defeasance of the 2003 Bonds;

BE IT RESOLVED by the City Council of the City of Rohnert Park that it does hereby resolve as follows:

Section 1. **Recitals.** The recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

Section 2. **Approval of Prepayment of 2003 Loan Agreement, the Facilities Lease and the 2003 Bonds and Redemption or Payoff of Bonds.** The City Council approves the refunding of the 2003 Bonds and appropriates and authorizes disbursement of the City Portion, in an amount to be determined by the Finance Director/City Treasurer, to the Trustee in order to effectuate the defeasance and redemption of the 2003 Bonds. City staff is hereby directed and authorized to enter into any documents and undertake any actions required in order to effect the prepayment of the 2003 Loan Agreement and the Facilities Lease and the redemption or payoff of the 2003 Bonds consistent with the terms hereof. To this end, each of the Mayor, the City Manager, the Finance Director/City Treasurer and other appropriate officers of the City, acting alone, is authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents and contracts that they may deem necessary or advisable in order to accomplish the purposes of this Resolution, including the execution and delivery of an escrow agreement and/or redemption and defeasance instructions to the Trustee.

Section 3. **Treatment of 1990 Loan Agreement.** The City agrees that the payments due to the City under Amended and Restated Loan Agreement No. 2, dated February 27, 1990, by and between the City and the Successor Agency, as successor to the Community Development Agency of the City of Rohnert Park, shall be paid from tax increment revenues on a subordinate basis to the 2018 Bonds.

Section 4. **Effective Date.** This Resolution shall take effect immediately upon its adoption.

DULY AND REGULARLY ADOPTED this 23rd day of January, 2018.

CITY OF ROHNERT PARK


Pam Stafford, Mayor

ATTEST:


JoAnne Buergler, City Clerk

AHANOTU: Aye BELFORTE: Aye MACKENZIE: Aye CALLINAN: Aye STAFFORD: Aye
AYES: (5) NOES: (0) ABSENT: (0) ABSTAIN: (0)