

RESOLUTION NO. 2012-103

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROHNERT PARK APPROVING, AUTHORIZING, AND DIRECTING EXECUTION OF A RELEASE OF SUPPLEMENTAL REGULATORY AGREEMENT AND DECLARATION OF RESTRICTIVE COVENANTS RELATING TO THE RANCHO FELIZ MOBILE HOME PARK LOCATED IN THE CITY OF ROHNERT PARK

WHEREAS, the Rohnert Park Financing Authority (the "Authority") previously issued its Mobile Home Park Revenue Bonds (Rancho Feliz Mobilehome Park) Series 2003A and its Mobile Home Park Subordinate Revenue Bonds (Rancho Feliz Mobilehome Park) Series 2003B (together, the "Prior Rancho Feliz Bonds") and loaned the proceeds thereof to Millennium Housing Corporation, a California nonprofit public benefit corporation ("Millennium Housing"), in order to provide financing with respect to the acquisition and improvement of the Rancho Feliz Mobile Home Park (the "Rancho Feliz Project") located in the City; and

WHEREAS, in connection with the issuance of the Prior Rancho Feliz Bonds by the Authority, the Community Development Commission of the City of Rohnert Park (the "Commission") provided additional funds to assist Millennium Housing with the acquisition and renovation of the Rancho Feliz Project; and

WHEREAS, as a condition to receiving the Commission assistance, Millennium Housing entered into a Supplemental Regulatory Agreement and Declaration of Restrictive Covenants (the "Supplemental Regulatory Agreement") with the Commission whereby Millennium Housing agreed to restrict the use of the Rancho Feliz Project; and

WHEREAS, on June 28, 2011 the Governor of the State of California signed into law Assembly Bill No. 26 (the "Dissolution Act"), the constitutionality of which was subsequently challenged and upheld by the California Supreme Court in the matter of California Redevelopment Association et.al. v Ana Matosantos, et.al.; and

WHEREAS, the Supreme Court's decision in the Matosantos matter required the dissolution of all redevelopment agencies in California as of February 1, 2012; and

WHEREAS, Health and Safety Code Section 34176(a) allowed a city that authorized creation of a redevelopment agency to elect to retain the housing assets and functions previously performed by the redevelopment agency; and

WHEREAS, on January 10, 2012, the City Council of the City of Rohnert Park adopted Resolution No. 2012-10 to affirmatively elect, among other things, to retain the housing assets and functions previously performed by the Commission, including those related to the Supplemental Regulatory Agreement;

WHEREAS, the Independent Cities Finance Authority, a joint powers authority organized and existing under the laws of the State of California (the "ICFA"), proposes to issue its Mobile Home Park Revenue Refunding Bonds (Rancho Feliz and Las Casitas de Sonoma)

Series 2012A (the "Series A Bonds") and its Mobile Home Park Subordinate Revenue Refunding Bonds (Rancho Feliz and Las Casitas de Sonoma) Series 2012B (Federally Taxable) (the "Series B Bonds" and, together with the Series A Bonds, the "Bonds") and loan the proceeds thereof to Millennium Housing, LLC, a California limited liability company (the "Owner") to (i) refund the Prior Rancho Feliz Bonds, (ii) finance certain additional renovations and improvements to the Rancho Feliz Project, (iii) fund certain reserves and (iv) finance the costs of issuing the Bonds; and

WHEREAS, in connection with the refinancing of the Prior Rancho Feliz Bonds, ownership in the Rancho Feliz Project will be transferred to the Owner; and

WHEREAS, in connection with issuance of the Bonds, the Authority and the Owner will enter into a Regulatory Agreement and Declaration of Restrictive Covenants with respect to the Rancho Feliz Project setting forth certain covenants and agreements to restrict the use of the Rancho Feliz Project, including certain covenants necessary to maintain the tax-exempt status of the Series A Bonds; and

WHEREAS, in connection with the refunding of the Prior Rancho Feliz Bonds with the proceeds of the Bonds, the Owner has requested that the City of Rohnert Park, as the successor to the Commission, agree to release the Supplemental Regulatory Agreement recorded on the Rancho Feliz Project pursuant to a Release of Supplemental Regulatory Agreement and Declaration of Restrictive Covenants (the "Release of Supplemental Regulatory Agreement"), a form of which is now before the City Council; and

WHEREAS, following the pricing of the Bonds, a final version of the Release of Supplemental Regulatory Agreement, in substantially the form presented to the City Council on the date hereof, with such changes as are not inconsistent with the purposes of this Resolution, will be delivered to the Mayor or other proper officer for execution; and

WHEREAS, the City Council has previously determined that the issuance of the Bonds to refinance the Prior Rancho Feliz Bonds and to finance additional renovations to the Rancho Feliz Project will benefit the tenants residing therein and will benefit the City by improving the affordable housing available within the City.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ROHNERT PARK AS FOLLOWS:

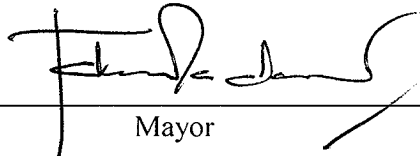
Section 1. The City Council hereby approves the execution of the Release of Supplemental Regulatory Agreement in substantially the form presented to the City Council, with such changes as are not inconsistent with the purposes of this Resolution. The Mayor, City Manager, City Clerk, and any other proper officers and officials of the City, are hereby authorized and directed to take all actions and do all things necessary or desirable hereunder with respect to the Release of Supplemental Regulatory Agreement including, but not limited to, the execution and delivery of any agreements, certificates, instruments and other documents which they, or any of them, may deem necessary or desirable and not inconsistent with the purposes of this Resolution.

Section 2. The adoption of this Resolution shall not obligate the City or any department thereof to (i) provide any additional financing with respect to the Rancho Feliz Project or (ii) approve any application or request for or take any other action in connection with any planning approval, permit or other action necessary for the operation of the Rancho Feliz Project.

Section 3. This Resolution shall take effect immediately upon its adoption.

I HEREBY CERTIFY that the above and foregoing resolution was passed and adopted by the City Council of the City of Rohnert Park at its meeting held on the 11th day of September, 2012, by the following vote:





Mayor

ATTEST:



City Clerk

AHANOTU: AYE BELFORTE: ABSTAIN CALLINAN: ABSTAIN STAFFORD: AYE MACKENZIE: AYE
AYES: (3) NOES: (0) ABSENT: (0) ABSTAIN: (2)