

RESOLUTION NO. 2019-163

**RESOLUTION APPROVING, AUTHORIZING AND DIRECTING
EXECUTION OF A JOINT EXERCISE OF POWERS AGREEMENT
RELATING TO THE CALIFORNIA PUBLIC FINANCE AUTHORITY
AND APPROVING THE ISSUANCE OF REVENUE BONDS BY THE
AUTHORITY FOR THE PURPOSE OF FINANCING OR REFINANCING
THE ACQUISITION, CONSTRUCTION, IMPROVEMENT,
RENOVATION, AND EQUIPPING OF EDUCATIONAL AND RELATED
FACILITIES FOR THE BENEFIT OF NORTH CHURCH ST., LLC (OR
AN AFFILIATE THEREOF)**

On Tuesday, October 8, 2019, on motion of Supervisor Rutherford, duly seconded by Supervisor Hagman and carried, the following resolution is adopted by the Board of Supervisors of San Bernardino County, State of California.

WHEREAS, pursuant to Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California (the "Act"), certain public agencies (the "Members") have entered into a Joint Exercise of Powers Agreement Relating to the California Public Finance Authority, dated as of October 8, 2019 (the "Agreement") in order to form the California Public Finance Authority (the "Authority"), for the purpose of promoting economic, cultural and community development, and in order to exercise any powers common to the Members, including the issuance of bonds, notes or other evidences of indebtedness; and

WHEREAS, the County of San Bernardino, California (the "County"), has determined that it is in the public interest and for the public benefit that the County become a Member of the Authority in order to facilitate the promotion of economic, cultural and community development activities in the County, including the financing of projects therefor by the Authority; and

WHEREAS, the Authority is authorized to issue and sell revenue bonds for the purpose, among others, of financing or refinancing the construction of capital projects; and

WHEREAS, North Church St., LLC (the "Borrower"), the sole member of which is the EEC (the "Lessee"), a California nonprofit public benefit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), has requested that the Authority participate in a plan of finance involving the issuance of one or more series of education facility revenue bonds issued from time to time, in an aggregate principal amount not to exceed \$12,000,000 (the "Bonds") to finance or refinance the costs of: (a) the acquisition, construction, improvement, renovation, and equipping of educational and related facilities located at 1135-1145 North Church Street, Redlands, California 92374 (the "Facilities"); (b) reimbursing the Borrower for capital expenditures made in connection with Facilities; (c) funding a debt service reserve fund for the Bonds; (d) paying capitalized interest on the Bonds; and (e) paying certain Bond issuance expenses (the "Project"); and

WHEREAS, the Facilities will be leased to and operated by the Lessee; and

WHEREAS, in order for the interest on the Bonds to be tax-exempt, Section 147(f) of the Code, requires that an “applicable elected representative” of the governmental unit, the geographic jurisdiction of which contains the site of facilities to be financed with the proceeds of the Bonds, hold a public hearing on the issuance of the Bonds and approve the issuance of the Bonds following such hearing; and

WHEREAS, the Authority has determined that the County Board of Supervisors (the “Board”) is an “applicable elected representative” for purposes of holding such hearing; and

WHEREAS, the Authority has requested that the Board approve the issuance of the Bonds by the Authority in order to satisfy the public approval requirement of Section 147(f) of the Code and, the requirements of Section 4 of the Agreement; and

WHEREAS, notice of such public hearing has been duly given as required by the Code, and this Board has heretofore held such public hearing at which all interested persons were given an opportunity to be heard on all matters relative to the financing or refinancing of the Project and the Authority’s issuance of the Bonds therefor; and

WHEREAS, it is in the public interest and for the public benefit that the Board approve the issuance of the Bonds by the Authority for the aforesaid purposes;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD, AS FOLLOWS;

Section 1. The foregoing recitals are true and correct and incorporated herein by this reference.

Section 2. The Board hereby approves the Agreement in the form presented and authorizes and directs the Chairman of the Board to execute and deliver the Agreement to the Authority.

Section 2. The Board hereby approves the plan of financing and the issuance of the Bonds by the Authority. It is the purpose and intent of the Board that this resolution constitute approval of the issuance of the Bonds (a) by the “applicable elected representative” of the governmental unit having jurisdiction over the area in which the Project is located in accordance with Section 147(f) of the Code and; (b) by the Board in accordance with Section 4 of the Agreement.

Section 3. The issuance of the Bonds shall be subject to the approval of the Authority of all financing documents relating thereto to which the Authority is a party. The County shall have no responsibility or liability whatsoever with respect to the Bonds.

Section 4. The adoption of this Resolution shall not obligate the County or any department thereof to (i) provide any financing to acquire or construct the Project or any refinancing of the Project; (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 acquisition, rehabilitation or operation of the Project; (iii) make any contribution or advance any funds whatsoever to the Authority; or (iv) take any further action with respect to the Authority or its membership therein.

Section 5. The executing officers(s), the Clerk of the Board of Supervisors and all other proper officers and officials of the County are hereby authorized and directed to execute such other agreements, documents and certificates, and to perform such other acts and deeds, as may be necessary or convenient to effect the purposes of this Resolution and the transactions herein authorized.

Section 6. The Clerk shall forward a certified copy of this Resolution to the Authority in care of its counsel:

Dane K. Fernandes, Esq.
Kutak Rock LLP
8601 North Scottsdale Road, Suite 300
Scottsdale, Arizona 85253

Section 7. This resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED by the Board of Supervisors of the County of San Bernardino, State of California, by the following vote:

AYES: SUPERVISORS: Robert A. Lovingood, Janice Rutherford, Dawn Rowe
Curt Hagman, Josie Gonzales

NOES: SUPERVISORS: None

ABSENT: SUPERVISORS: None

* * * * *

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN BERNARDINO)

I, **LYNNA MONELL**, Clerk of the Board of Supervisors of the County of San Bernardino, State of California, hereby certify the foregoing to be a full, true and correct copy of the record of the action taken by the Board of Supervisors, by vote of the members present, as the same appears in the Official Minutes of said Board at its meeting of October 8, 2019.
Item #56 jll

LYNNA MONELL
Clerk of the Board of Supervisors

By 
Deputy

