

RESOLUTION NO. 2005-226

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ELK GROVE
AUTHORIZING THE EXECUTION AND DELIVERY OF FISCAL AGENT
AGREEMENTS, A BOND PURCHASE AGREEMENT, AND A CONTINUING
DISCLOSURE CERTIFICATE; AUTHORIZING THE ISSUANCE OF BONDS; AND
AUTHORIZING OTHER ACTIONS RELATED THERETO**

WHEREAS, the City Council duly established the East Franklin Community Facilities District No. 2002-1 ("CFD 2002-1") pursuant to the Mello-Roos Community Facilities Act of 1982 (Chapter 2.5, Part 1, Division 2, Title 5 (commencing with Section 53311) of the California Government Code) (the "Act");

WHEREAS, at an election held in CFD 2002-1 on May 15, 2002, the qualified electors therein duly authorized the issuance of one hundred twenty-five million dollars (\$125,000,000) principal amount of special tax bonds pursuant to the terms of the Act;

WHEREAS, on July 17, 2002, the City Council duly adopted its Resolution No. 2002-128 declaring that it would not issue more than \$75,000,000 aggregate principal amount of bonds (other than refunding bonds) for CFD 2002-1;

WHEREAS, pursuant to such authority the City has previously issued its East Franklin Community Facilities District No. 2002-1 Special Tax Bonds, Series 2002A (the "East Franklin Series 2002A Bonds"), in the aggregate principal amount of \$45,000,000, and its East Franklin Community Facilities District No. 2002-1 Special Tax Bonds, Series 2003 (the "East Franklin Series 2003 Bonds"), in the aggregate principal amount of \$7,460,000;

WHEREAS, the City Council has determined to issue a series of bonds to be designated its East Franklin Community Facilities District No. 2002-1 Special Tax Refunding Bonds, Series 2005 (the "East Franklin Series 2005 Bonds"), for the purpose of refunding the East Franklin Series 2002A Bonds and the East Franklin Series 2003 Bonds and financing additional public facilities;

WHEREAS, the conditions of California Government Code section 53362.7 with respect to that portion of the East Franklin Series 2005 Bonds used to refund the East Franklin Series 2002A Bonds and the East Franklin Series 2003 Bonds have been satisfied, such that the principal amount of the East Franklin Series 2005 Bonds used for that purpose will not reduce the authorized amount of bonds for CFD 2002-1 issued by the City;

WHEREAS, the City Council duly established Community Facilities District No. 2003-1 (Poppy Ridge) ("CFD 2003-1") pursuant to the Act;

WHEREAS, at an election held in CFD 2003-1 on January 15, 2003, the qualified electors therein duly authorized the issuance of fifty-five million dollars (\$55,000,000) principal amount of special tax bonds pursuant to the terms of the Act;

WHEREAS, pursuant to such authority the City has previously issued its Community Facilities District No. 2003-1 Special Tax Bonds, Series 2003 (the "Poppy Ridge Series 2003 Bonds"), in the aggregate principal amount of \$29,570,000;

WHEREAS, the City Council has determined to issue a series of bonds to be designated its Community Facilities District No. 2003-1 (Poppy Ridge) Special Tax Refunding Bonds, Series 2005 (the "Poppy Ridge Series 2005 Bonds"), for the purpose of refunding the Poppy Ridge Series 2003 Bonds and financing additional public facilities;

WHEREAS, the conditions of California Government Code section 53362.7 with respect to that portion of the Poppy Ridge Series 2005 Bonds used to refund the Poppy Ridge Series 2003 Bonds have been satisfied, such that the principal amount of the Poppy Ridge Series 2005 Bonds used for that purpose will not reduce the authorized amount of bonds for CFD 2003-1 issued by the City;

WHEREAS, the Elk Grove Finance Authority (the "Authority") is authorized and intends to issue bonds (the "Revenue Bonds") pursuant to Government Code section 6588 to finance the purchase of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds;

WHEREAS, the following documents and proposed agreements relating to the issuance, sale and delivery of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds by the City, which are incorporated herein by reference, have been presented to the City Council for its review and approval:

1. The Fiscal Agent Agreement (the "East Franklin Fiscal Agent Agreement") between U.S. Bank National Association, as fiscal agent, and the City, pursuant to which the City will issue the East Franklin Series 2005 Bonds;
2. The Fiscal Agent Agreement (the "Poppy Ridge Fiscal Agent Agreement") between U.S. Bank National Association, as fiscal agent, and the City, pursuant to which the City will issue the Poppy Ridge Series 2005 Bonds;
3. The Bond Purchase Agreement (the "Bond Purchase Agreement") by and between the City and the Authority, whereby the City will sell the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds to the Authority;
4. The Continuing Disclosure Certificate relating to the Revenue Bonds (the "Continuing Disclosure Certificate");

WHEREAS, all acts, conditions, and things required by law to exist, to have happened and to have been performed precedent to and in connection with the issuing of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds and the execution and entering into of the East Franklin Fiscal Agent Agreement and the

Poppy Ridge Fiscal Agent Agreement do exist, have happened, and have been performed in regular and due time, form and manner as required by law;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Elk Grove that:

1. **Recitals.** The foregoing recitals are true and correct and the City Council so finds and determines.

2. **Authorization of Officers to Execute and Deliver Documents.** The City Council hereby authorizes the Mayor, the City Manager, and the Finance Director (the "Designated Officers"), and each of them individually, for and in the name of the and on behalf of the City, to approve, execute, and deliver the following agreements and documents:

- (a) The East Franklin Fiscal Agent Agreement;
- (b) The Poppy Ridge Fiscal Agent Agreement;
- (c) The Bond Purchase Agreement; and
- (d) The Continuing Disclosure Certificate;

in substantially the form presented to the City Council at this meeting, which agreements and documents are hereby approved, with such changes, insertions, revisions, corrections, or amendments as shall be approved by the officer or officers executing the agreement or document for the City Council. The execution of the foregoing by a Designated Officer or Officers shall constitute conclusive evidence of such officer's or officers' and the City Council's approval of any such changes, insertions, revisions, corrections, or amendments to the respective forms of agreements and documents presented to the City Council at this meeting. The date, respective principal amounts of each maturity, the interest rates, interest payment dates, denominations, forms, registration privileges, place or places of payment, terms of redemption, and other terms of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds shall be as provided in the East Franklin Fiscal Agent Agreement and the Poppy Ridge Fiscal Agent Agreement, respectively, as finally executed.

3. **Authorization to Issue Bonds.** The City Council hereby authorizes the issuance of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds in accordance with the terms of the East Franklin Fiscal Agent Agreement and the Poppy Ridge Fiscal Agent Agreement, respectively, as finally executed.

4. **Authorization of Sale.** The City Council hereby authorizes the sale of not to exceed \$63,000,000 principal amount of East Franklin Series 2005 Bonds and not to exceed \$36,000,000 principal amount of Poppy Ridge Series 2005 Bonds to the Authority pursuant to the Bond Purchase Agreement. The City Council hereby determines that the sale of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds by negotiation would result in an overall lower cost.

5. **Execution of Bonds.** The Mayor and the City Clerk are hereby authorized and directed to execute each of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds on behalf of the City.

6. **General Authorization.** The City Council hereby authorizes and directs the Designated Officers, and each of them, for and in the name of and on behalf of the City, to do any and all things and to execute and deliver any and all documents that they may deem necessary or advisable in order to complete the sale, issuance, and delivery of the East Franklin Series 2005 Bonds and the Poppy Ridge Series 2005 Bonds and otherwise to carry out, give effect to, and comply with the terms and intent of this resolution. All actions heretofore taken by such officers and agents that are in conformity with the purposes and intent of this resolution are hereby ratified, confirmed and approved in all respects.

7. **Effective Date.** This resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED by the City Council of the City of Elk Grove on this 27th day of July 2005.

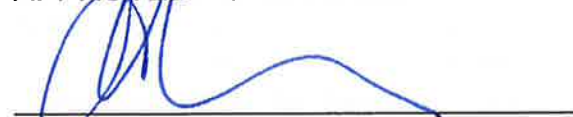
DANIEL BRIGGS, MAYOR of the CITY
OF ELK GROVE

ATTEST:



PEGGY E. JACKSON, CITY CLERK

APPROVED AS TO FORM:



ANTHONY B. MANZANETTI,
CITY ATTORNEY

**CERTIFICATION
ELK GROVE CITY COUNCIL RESOLUTION NO. 2005-226**

STATE OF CALIFORNIA)
COUNTY OF SACRAMENTO) ss
CITY OF ELK GROVE)

I, Peggy E. Jackson, City Clerk of the City of Elk Grove, California, do hereby certify that the foregoing resolution was duly introduced, approved, and adopted by the City Council of the City of Elk Grove at a regular meeting of said Council held on the 27th day of July, 2005 by the following vote:

**AYES 4: COUNCILMEMBERS: Scherman, Soares, Briggs, Cooper
NOES 0: COUNCILMEMBERS:**

ABSTAIN 0: COUNCILMEMBERS:

ABSENT 1: COUNCILMEMBERS: Leary





**Peggy E. Jackson, City Clerk
City of Elk Grove, California**

