

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LONG BEACH AUTHORIZING THE ISSUANCE AND SALE, FROM TIME TO TIME, OF CITY OF LONG BEACH, CALIFORNIA SUBORDINATE GAS UTILITY REVENUE COMMERCIAL PAPER NOTES, SERIES A AND SERIES B (TAXABLE) IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$35,000,000; APPROVING A MASTER SUBORDINATE TRUST INDENTURE; A FIRST SUPPLEMENTAL SUBORDINATE TRUST INDENTURE, AN ISSUING AND PAYING AGENT AGREEMENT, A REIMBURSEMENT AGREEMENT, A BANK NOTE, A COMMERCIAL PAPER DEALER AGREEMENT, AN OFFERING MEMORANDUM AND RELATED DOCUMENTS, AUTHORIZING AND DIRECTING EXECUTION THEREOF AND AUTHORIZING ACTIONS RELATED THERETO.

WHEREAS, the City of Long Beach (the "City") is a city organized and existing under a charter duly and regularly adopted pursuant to the provisions of the Constitution of the State of California; and

WHEREAS, the City, by and through the Long Beach Energy Department (the "Department") owns and operates the Gas Utility Enterprise (the "Enterprise"); and

WHEREAS, pursuant to Section 1725(a) of Article XVII of said charter, the City is authorized to issue short-term revenue certificates for purposes of the City; and

WHEREAS, pursuant to Section 1725(b) of Article XVII of said charter, the City is authorized to arrange for bank credit as additional security for short-term revenue certificates issued pursuant to said Section and in connection therewith execute and deliver promissory notes to evidence advances made under such bank credit facilities; and

WHEREAS, the City has previously entered into that certain Indenture of Trust, dated as of February 1, 2005, (the "Second Lien Trust Indenture"), by and between the City and The Bank of New York Trust Company, N.A. (the "Second Lien Trustee"), for the purpose of refinancing certain improvements to the City's gas utility system, including a gas heating, ventilation and cooling system and related cooling towers, equipment and control systems; and

WHEREAS, pursuant to the Second Lien Trust Indenture the City has granted to the Second Lien Trustee a lien on and pledge of the "Revenues" which are defined in the Second Lien Trust Indenture, plus any additional sources of revenue which may be pledged from time to time under the Second Lien Trust Indenture; and

WHEREAS, under the terms of the Second Lien Trust Indenture, the City may issue or incur obligations payable from Revenues, on a basis subordinate to its obligations incurred under the Second Lien Trust Indenture, in such amounts as the City Council may determine; and

WHEREAS, public interest and necessity require the City to authorize the creation of an issue of short-term revenue certificates, which revenue certificates shall be secured by and payable from Subordinate Revenues (as defined in the hereinafter defined Master Subordinate Indenture) on a subordinate basis to the pledge of Revenues granted to the Second Lien Trustee; and

WHEREAS, the City Council has determined that it is in the best interests of the City to issue the short-term revenue certificates through the implementation of a commercial paper program through the issuance of Subordinate Gas Utility Revenue Commercial Paper Notes, Series A and Series B (Taxable) (the “Commercial Paper Notes”) in an aggregate principal amount not to exceed \$35,000,000 at any one time outstanding to finance and refinance ongoing capital maintenance, improvements, additions and rehabilitation to the Enterprise (as defined in the hereinafter defined Master Subordinate Indenture); and

WHEREAS, the Commercial Paper Notes will be issued in multiple series in order that the interest paid on the Series A Notes will be excluded from the gross income of the recipients thereof under the various provisions of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder or related thereto (collectively, the “Code”); and

WHEREAS, as part of such commercial paper program, the City Council has determined that it is appropriate and to the benefit of the City to provide credit enhancement in the form of an irrevocable direct-pay letter of Credit (the “Letter of Credit” to be issued initially by JPMorgan Chase Bank, N.A., (together with any other bank substituted or added as a party to the Letter of Credit, the “Bank”) pursuant to a Reimbursement Agreement (the “Reimbursement Agreement”) between the City and the Bank; and

WHEREAS, the commercial paper program, as herein authorized shall include the issuance from time to time of the Commercial Paper Notes in maturities not to exceed 270 days and incurrence of obligations to reimburse the Bank and to pay interest on the unreimbursed amounts, and to make other payments to the Bank (the “Payment Obligations”); and

WHEREAS, there have been presented to the City Council the following documents:

(a) a form of the Master Subordinate Trust Indenture (the “Master Subordinate Indenture”) by and between the City and Deutsche Bank National Trust Company, as trustee (the “Trustee”);

(b) a form of the First Supplemental Subordinate Trust Indenture (the “First Supplemental Subordinate Indenture”) by and between the City and the Trustee;

(c) a form of the Issuing and Paying Agent Agreement (the “Issuing and Paying Agent Agreement”) by and between the City and Deutsche Bank National Trust Company, as issuing and paying agent (the “Issuing and Paying Agent”);

(d) a form of the Reimbursement Agreement including therein a description of the obligations of the City constituting the Payment Obligations;

(e) a form of the Bank Note (the “Bank Note”) to be issued by the City in order to evidence the Payment Obligations;

(f) a form of the Commercial Paper Dealer Agreement (the “Dealer Agreement”) between the City and Lehman Brothers Inc., as dealer (the “Dealer”); and

(g) a form of the Offering Memorandum (the “Offering Memorandum”) relating to the offering and issuance of the Commercial Paper Notes;

WHEREAS, said documents will be modified and amended to reflect the various details applicable to the different series of Commercial Paper Notes and said documents are subject to completion to reflect the results of the individual sales of the various series; and

NOW, THEREFORE, the City Council of the City of Long Beach resolves as follows:

**Section 1.** That the above recitals are true and correct and are incorporated herein by reference.

**Section 2. Issuance of Commercial Paper Notes; Terms of Commercial Paper Notes.**

For the purposes set forth in the foregoing recitals, the City Council hereby authorizes the issuance, from time to time, of the Commercial Paper Notes, the issuance of the Bank Note and the incurrence of Payment Obligations due to the Bank under the Reimbursement Agreement and the First Supplemental Subordinate Indenture provided that the aggregate principal amount of the Commercial Paper Notes outstanding at any time shall not exceed \$35,000,000. The Commercial Paper Notes shall have maturities not exceeding 270 days and each Commercial Paper Note shall bear interest payable upon maturity at the rate set forth in the Instructions (as described and defined in the First Supplemental Subordinate Indenture and the Dealer Agreement) for such Commercial Paper Note which shall be a rate consistent with market conditions at the time of issuance of such Commercial Paper Note. Notwithstanding anything to the contrary in the previous sentence or the provisions of this Resolution, the Commercial Paper Notes shall not bear interest in excess of the lesser of (a) twelve percent (12%) per annum and (b) the maximum rate of interest permitted by applicable law. Except as provided in the following sentence, the Commercial Paper Notes (i) shall bear interest payable at maturity at an annual rate (calculated on the basis of a year consisting of 365/366 days and actual number of days elapsed), (ii) shall mature and become due and payable on such dates as the Dealer shall determine at the time of sale but in any event not more than 270 days after their respective dates or later than the Termination Date (as defined in the First Supplemental Subordinate Indenture), (iii) shall be sold at a price of not less than 100% of the principal amount thereof and (iv) shall mature on a Business Day (as defined in the First Supplemental Subordinate Indenture). The Series B Notes may be issued and sold at a price less than the principal amount thereof, as determined by the Dealer and approved by a Designated Representative (as described herein) at the time any Series B Notes are issued, and interest, if any, payable on Series B Notes shall accrue from their respective dates, and be payable at maturity, and shall be calculated on the basis of a 360-day year and actual number of days elapsed. The Commercial Paper Notes shall be available in minimum denominations of \$100,000 and integral multiples of \$1,000 in excess thereof and shall be dated the date of issuance. The Commercial Paper Notes shall not be subject to redemption prior to their respective maturities. The Commercial Paper Notes shall be payable,

both with respect to interest and principal as provided for in the First Supplemental Subordinate Indenture. The Commercial Paper Notes may be issued so that the interest thereon is excluded from gross income for federal income tax purposes or not excluded or part excluded and part not excluded in such combination as is acceptable to the Designated Representative authorizing the same. The Commercial Paper Notes shall be in fully registered form and may be issued in book-entry form as provided in the First Supplemental Subordinate Indenture.

The commercial paper program shall expire on July 1, 2020 unless such date has been extended by a subsequent resolution of the City Council.

A portion of the proceeds of each new issue of Commercial Paper Notes may, in accordance with the terms of the First Supplemental Subordinate Indenture, be used to make a deposit to pay interest on the Commercial Paper Notes.

The terms of the Commercial Paper Notes shall, consistent with this Resolution, be set forth in: (a) a Notice of Issuance of Commercial Paper Notes (as described and defined in the First Supplemental Subordinate Indenture) delivered to the Dealer by a Designated Representative, which Designated Representative is designated by Section 15 of this Resolution, (b) a Note Designation Certificate (as described and defined in the First Supplemental Subordinate Indenture and the Dealer Agreement) delivered to the Dealer by a Designated Representative, and (c) Instructions delivered to the Issuing and Paying Agent by the Dealer.

The City shall be obligated to reimburse the Bank for all amounts drawn under the Letter of Credit and to pay interest on the amounts drawn under the Letter of Credit until such amounts are reimbursed all in accordance with the terms of the Reimbursement Agreement, and the City Council authorizes the incurrence of the Payment Obligations being the obligation to repay advances, to pay interest thereon, and any other amounts owed to the Bank under the Reimbursement Agreement. The principal amount of each Payment Obligation shall bear interest at such rates as set forth in the Reimbursement Agreement, the Letter of Credit and the Bank Note. The Payment Obligations shall be subject to prepayment at any time in accordance with the terms of the Reimbursement Agreement.

**Section 3. Pledge to Secure the Commercial Paper Notes and the Payment Obligations.** The City Council hereby approves the pledge to secure the Commercial Paper Notes and the Payment Obligations as set forth in the Master Subordinate Indenture, the First Supplemental Subordinate Indenture and the Reimbursement Agreement.

**Section 4. Special Obligations.** The Commercial Paper Notes and the Payment Obligations shall be special obligations of the City, secured by, and payable from, Subordinate Revenues and from the funds and accounts held by the Trustee and the Issuing and Paying Agent under the Master Subordinate Indenture, the First Supplemental Subordinate Indenture and the Issuing and Paying Agent Agreement, as and to the extent therein described and from advances made to pay principal and interest on the Commercial Paper Notes pursuant to the Letter of Credit. The Commercial Paper Notes and the Payment Obligations shall also be secured by and be paid from such other sources as the City may hereafter provide that are available in the Enterprise Fund (as defined in the Master Subordinate Indenture), including, but not limited to, proceeds of additional borrowings for such purpose and any applicable state or federal grants

received by the City. The Commercial Paper Notes are not to be and shall not be secured by the taxing power of the City.

**Section 5. Forms of Commercial Paper Notes.** The Commercial Paper Notes and the Issuing and Paying Agent's Certificate of Authentication to appear thereon shall be in substantially the form set forth in Exhibits A-1, A-2 and E to the First Supplemental Subordinate Indenture with necessary or appropriate variations, omissions and insertions as permitted or required by the Master Subordinate Indenture or the First Supplemental Subordinate Indenture or as appropriate to adequately reflect the terms of each series of the Commercial Paper Notes and the obligation represented thereby.

**Section 6. Execution of the Commercial Paper Notes.** Each of the Commercial Paper Notes shall be executed on behalf of the City by either the City Manager, the Director of Financial Management, the City Treasurer or any other Authorized City Representative (as defined in the Master Subordinate Indenture) designated by the City Manager (each a "Designated Officer") and attested by the City Clerk. Any such signatures may be by manual or facsimile signature and the seal may be impressed or printed on the Commercial Paper Notes. Additionally, each of the Commercial Paper Notes shall be authenticated by the signature of the Issuing and Paying Agent or an agent of the Issuing and Paying Agent as required and permitted by the Master Subordinate Indenture. Any facsimile signature of such Designated Officer of the City shall be of the same force and effect as if such signature were manually placed on such Commercial Paper Notes.

**Section 7. Approval of Master Subordinate Indenture.** The Master Subordinate Indenture, in the form on file with the City Clerk, is hereby approved. Any one of the Designated Officers, each acting alone, are hereby authorized, empowered and directed to execute, acknowledge and deliver the Master Subordinate Indenture, including counterparts thereof, in the name and on behalf of the City. The Master Subordinate Indenture, as executed and delivered, shall be in substantially the form now before this meeting and hereby approved, or with such changes therein as shall be approved by the officer or officers executing such Master Subordinate Indenture, such execution to be conclusive evidence of the City Council's approval of any and all changes or revisions therein from the form of the Master Subordinate Indenture now before this meeting; and the City Clerk is hereby authorized and directed to attest and to affix the seal of the City thereto. The City Council hereby authorizes the delivery and performance of the Master Subordinate Indenture and from and after the execution and delivery of the Master Subordinate Indenture, the officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Master Subordinate Indenture.

**Section 8. Approval of First Supplemental Subordinate Indenture.** The First Supplemental Subordinate Indenture, in the form on file with the City Clerk, is hereby approved. Any one of the Designated Officers, each acting alone, are hereby authorized, empowered and directed to execute, acknowledge and deliver the First Supplemental Subordinate Indenture, including counterparts thereof, in the name and on behalf of the City. The First Supplemental Subordinate Indenture, as executed and delivered, shall be in substantially the form now before this meeting and hereby approved, or with such changes therein as shall be approved by the

officer or officers executing such First Supplemental Subordinate Indenture, such execution to be conclusive evidence of the City Council's approval of any and all changes or revisions therein from the form of the First Supplemental Subordinate Indenture now before this meeting; and the City Clerk is hereby authorized and directed to attest and to affix the seal of the City thereto. The City Council hereby authorizes the delivery and performance of the First Supplemental Subordinate Indenture and from and after the execution and delivery of the First Supplemental Subordinate Indenture, the officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the First Supplemental Subordinate Indenture.

**Section 9. Approval of Issuing and Paying Agent Agreement.** The Issuing and Paying Agent Agreement, in the form on file with the City Clerk, is hereby approved. Any one of the Designated Officers, each acting alone, are hereby authorized, empowered and directed to execute, acknowledge and deliver the Issuing and Paying Agent Agreement, including counterparts thereof, in the name and on behalf of the City. The Issuing and Paying Agent Agreement, as executed and delivered, shall be in substantially the form now before this meeting and hereby approved, or with such changes therein as shall be approved by the officer or officers executing such Issuing and Paying Agent Agreement, such execution to be conclusive evidence of the City Council's approval of any and all changes or revisions therein from the form of the Issuing and Paying Agent Agreement now before this meeting; and the City Clerk is hereby authorized and directed to attest and to affix the seal of the City thereto. The City Council hereby authorizes the delivery and performance of the Issuing and Paying Agent Agreement and from and after the execution and delivery of the Issuing and Paying Agent Agreement, the officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Issuing and Paying Agent Agreement.

**Section 10. Approval of Reimbursement Agreement and Bank Note.** The Reimbursement Agreement and the Bank Note, in the forms on file with the City Clerk, are hereby approved. Any one of the Designated Officers, each acting alone, are hereby authorized, empowered and directed to execute, acknowledge and deliver the Reimbursement Agreement and the Bank Note, including counterparts thereof, in the name and on behalf of the City. The Reimbursement Agreement and the Bank Note, as executed and delivered, shall be in substantially the forms now before this meeting and hereby approved, or with such changes therein as shall be approved by the officer or officers executing such Reimbursement Agreement and the Bank Note, such execution to be conclusive evidence of the City Council's approval of any and all changes or revisions therein from the form of the Reimbursement Agreement and the Bank Note now before this meeting; and the City Clerk is hereby authorized and directed to attest and to affix the seal of the City thereto. The City Council hereby authorizes the delivery and performance of the Reimbursement Agreement and the Bank Note and from and after the execution and delivery of the Reimbursement Agreement and the Bank Note, the officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Reimbursement Agreement and the Bank Note. The City Council hereby designates any obligation to the Bank under the Reimbursement Agreement and the Bank Note as a Subordinate Obligation under the Master Subordinate Indenture.

**Section 11. Approval of Dealer Agreement.** The Dealer Agreement, in the form on file with the City Clerk, is hereby approved. Any one of the Designated Officers, each acting alone, are hereby authorized, empowered and directed to execute, acknowledge and deliver the Dealer Agreement, including counterparts thereof, in the name and on behalf of the City. The Dealer Agreement, as executed and delivered, shall be in substantially the form now before this meeting and hereby approved, or with such changes therein as shall be approved by the officer or officers executing such Dealer Agreement, such execution to be conclusive evidence of the City Council's approval of any and all changes or revisions therein from the form of the Dealer Agreement now before this meeting; and the City Clerk is hereby authorized and directed to attest and to affix the seal of the City thereto. The City Council hereby authorizes the delivery and performance of the Dealer Agreement and from and after the execution and delivery of the Dealer Agreement, the officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Dealer Agreement.

**Section 12. Approval of Offering Memorandum.** The Offering Memorandum, prepared by the City, is hereby approved in substantially the form presented to and considered at this meeting (a form of which is on file with the City Clerk), with such changes, additions or deletions which are approved by the Designated Officers. Each Offering Memorandum so distributed shall first be approved by a Designated Officer pursuant to the terms of the Dealer Agreement. The Dealer is hereby authorized to distribute the Offering Memorandum in final form to market the Commercial Paper Notes from time to time, and is hereby authorized to distribute copies of the Enterprise Fund's most recent annual audited financial statements and such other financial statements of the Enterprise Fund as the City Manager, the Director of Financial Management, the City Treasurer shall approve. The City Council further hereby authorizes, from time to time, the preparation, execution and delivery of one or more additional or supplemental offering memorandum in accordance with the terms of the hereinabove approved Dealer Agreement, the delivery of any such document by the City Manager, the Director of Financial Management, the City Treasurer to be conclusive evidence of the City Council's approval of such supplements, additions, deletions and changes.

**Section 13. Approval of Dealer.** The City Council hereby appoints Lehman Brothers Inc., as dealer for the Commercial Paper Notes under the First Supplemental Subordinate Indenture. Such appointment shall be effective upon adoption of this Resolution and shall remain in effect until the City Council shall, by supplemental agreement or by resolution, name a substitute(s) or successor(s) thereto. Execution and delivery of the Instruction by the Dealer pursuant to the Dealer Agreement containing the purchaser, the series designation, the program designation, the subseries designation, the principal amount, the purchase price, the date of issuance, the maturity date, the interest rate, and the price or yield for each Commercial Paper Note to be issued at such time, within the parameters set forth in this Resolution, the First Supplemental Subordinate Indenture and the Dealer Agreement, shall constitute conclusive evidence of the City Council's approval of such purchaser, series designation, program designation, subseries designation, principal amount, purchase price, date of issuance, maturity date, interest rate, and price or yield for such issue of Commercial Paper Notes.

**Section 14. Approval of Trustee, Issuing and Paying Agent and Registrar.** The City Council hereby appoints Deutsche Bank National Trust Company, as trustee and registrar, and

Deutsche Bank National Trust Company, as issuing and paying agent under the Master Subordinate Indenture, the First Supplemental Subordinate Indenture and the Issuing and Paying Agent Agreement. Such appointments shall be effective upon the issuance of the Commercial Paper Notes and shall remain in effect until the City Council shall, by supplemental agreement or by resolution, name a substitute or successor thereto.

**Section 15. Professional Services.** Inasmuch as the City shall require the services of certain professionals in connection with the issuance and sale of the Commercial Paper Notes, the City hereby appoints the firm of Kutak Rock LLP, as Bond Counsel, and Public Financial Management Inc., as Financial Advisor, on such terms as shall be favorable to the City and approved by the City Treasurer and City Attorney, respectively.

**Section 16. Designated Representatives.** The City Council hereby appoints the City Manager, the Director of Financial Management, the City Treasurer, and any other persons designated by the City Manager to serve as Designated Representatives of the City under the terms of this Resolution and the First Supplemental Subordinate Indenture. The Designated Representatives are, and each of them is, hereby authorized and are hereby directed to perform those duties set forth in the Master Subordinate Indenture, the First Supplemental Subordinate Indenture, the Issuing and Paying Agent Agreement, the Reimbursement Agreement, the Bank Note and the Dealer Agreement (collectively, the “Documents”) including, without limitation, the execution of Note Designation Certificates and Notices of Issuance of Commercial Paper Notes. The Designated Representatives are, and each of them is, also authorized to make representations, certifications and warranties concerning the Commercial Paper Notes and in connection with the issuance of Commercial Paper Notes as and when required in the Documents and the certifications and agreements relating to the federal tax exemption with regards to the Series A Notes.

**Section 17. Additional Authorization.** The City Manager, the Director of Financial Management, the City Treasurer, and all officers, agents and employees of the City, for and on behalf of the City, be and they hereby are authorized and directed to do any and all things necessary to effect the execution and delivery of the Commercial Paper Notes, the Documents, and the Offering Memorandum and to carry out the terms thereof. The City Manager, the Director of Financial Management, the City Treasurer and all other officers, agents and other employees of the City are further authorized and directed, for and on behalf of the City, to execute all papers, documents, certificates and other instruments that may be required in order to carry out the authority conferred by this Resolution, the Master Subordinate Indenture and the First Supplemental Subordinate Indenture or to evidence the same authority and its exercise. The foregoing authorization includes, but is in no way limited to, authorizing City staff to pay costs of issuance of the Commercial Paper Notes, fees and costs of the Bank, and the Dealer’s fees; authorizing the City Treasurer to direct the investment of the proceeds of the Commercial Paper Notes in one or more of the permitted investments provided for under the Master Subordinate Indenture, and authorizing the execution by the City Manager, the Director of Financial Management, the City Treasurer, any one of them, of a tax compliance certificate as required by the First Supplemental Subordinate Indenture for the purpose of complying with the rebate requirements of the Code, and any documents required by The Depository Trust Company in connection with the issuance of the Commercial Paper Notes in book-entry form.



**Section 18. Costs of Issuance.** The City Council authorizes funds of the Enterprise Fund, together with the proceeds of the Commercial Paper Notes, to be used to pay costs of issuance of the Commercial Paper Notes, including, but not limited to, costs and expenses of attorneys, accountants, financial advisors, the costs associated with rating agencies, costs and expenses of the Bank, printing publication and mailing expenses; and any related filing fees thereof.

**Section 19. Severability of Invalid Provisions.** If any one or more of the provisions contained in this Resolution shall for any reason be held to be invalid, illegal or unenforceable in any respect, then such provision or provisions shall be deemed severable from the remaining provisions contained in this Resolution and such invalidity, illegality or unenforceability shall not affect any other provision of this Resolution, and this Resolution shall be construed as if such invalid or illegal or unenforceable provision had never been contained herein. The City Council hereby declares that it would have adopted this Resolution and each and every Section, paragraph, sentence, clause or phrase hereof and authorized the issuance of the Commercial Paper Notes pursuant thereto irrespective of the fact that any one or more Sections, paragraphs, sentences, clauses or phrases of this Resolution may be held illegal, invalid or unenforceable.

**Section 20. Section Headings and References; Interpretation.** The headings or titles of the several Sections hereof, and any table of contents appended to copies hereof, shall be solely for convenience of reference and shall not affect the meaning, construction or effect of this Resolution.

All references herein to “Sections” and other subdivisions are to the corresponding Sections or subdivisions of this Resolution; the words “herein,” “hereof,” “hereby,” “hereunder” and other words of similar import refer to this Resolution as a whole and not to any particular Section or subdivision hereof; and words of the masculine gender shall mean and include words of the feminine and neuter genders.

**Section 21. Governing Law.** This Resolution shall be construed and governed in accordance with the laws of the State of California.

**Section 22. Effective Date of Resolution.** This resolution shall take effect immediately upon its adoption by the City Council, and the City Clerk shall certify the vote adopting this resolution.

I hereby certify that the foregoing resolution was adopted by the City Council of the City of Long Beach at its meeting of \_\_\_\_\_, 2005, by the following vote:

AYES: Councilmembers: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

NOES: Councilmembers: \_\_\_\_\_  
\_\_\_\_\_

ABSENT: Councilmembers: \_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
City Clerk