

OFFICE OF THE CITY ATTORNEY
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Long Beach, CA 90802-4664

RESOLUTION NO. RES-08-0134

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LONG BEACH AUTHORIZING THE ISSUANCE OF SPECIAL TAX BONDS FOR THE CITY OF LONG BEACH COMMUNITY FACILITIES DISTRICT NO. 2007-2 (BELMONT SHORE), AND APPROVING OTHER RELATED DOCUMENTS AND ACTIONS

WHEREAS, this City Council has conducted proceedings under and pursuant to the provisions of the Long Beach Special Tax Financing Improvement Law, Long Beach Municipal Code Section 3.52.511 et seq. (the "Law"), to form the City of Long Beach Community Facilities District No. 2007-2 (Belmont Shore) (the "District"), to authorize the levy of special taxes upon the land within the District, and to issue bonds secured by the special taxes the proceeds of which are to be used to fund the costs of certain parking facilities and improvements (the "Facilities") and to refinance certain outstanding bonds (the "1993 Bonds"); and

WHEREAS, on October 6, 2008 an election was held within the District and the then qualified electors approved the propositions of the incurrence of the bonded debt by the City of Long Beach (the "City") for the District, the establishment of an appropriations limit for the District and the levy of special taxes in the District by more than two-thirds of the votes cast at said special election; and

WHEREAS, there have been submitted to this City Council certain documents providing for the issuance of bonds of the City for the District and the use of the proceeds of those bonds to finance the Facilities and to refinance the 1993 Bonds and this City Council, with the aid of City staff, has reviewed said documents and found them to be in proper order; and

WHEREAS, on December 21, 1999, this City Council adopted Resolution

1 No. C-27626 approving Local Goals and Policies for Community Facilities Districts
2 Related to Commercial Development (the "Goals and Policies"); and

3 WHEREAS, the proposed bond financing program approved by this
4 Resolution is consistent with the Goals and Policies; and

5 WHEREAS, following the adoption of this Resolution, all conditions, things
6 and acts required to exist, to have happened and to have been performed precedent to
7 and in the issuance of said bonds and the levy of said special taxes as contemplated by
8 the Law, this Resolution and the documents referred to herein exist, will have happened
9 and will have been performed in due time, form and manner as required by the laws of
10 the State of California, including the Law.

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

13 Section 1. Pursuant to the Law, this Resolution and the Fiscal Agent
14 Agreement (hereafter defined), special tax bonds of the City for the District designated as
15 the "City of Long Beach Community Facilities District No. 2007-2 (Belmont Shore) 2008
16 Special Tax Bonds" in an aggregate principal amount not to exceed \$4,000,000 (the
17 "Series 2008 Bonds"), are hereby authorized to be issued and sold as provided below.
18 The Series 2008 Bonds shall be executed in the form set forth in and otherwise as
19 provided in the Fiscal Agent Agreement.

20 In connection with the authorization, sale and issuance of the Series 2008
21 Bonds, the City Council hereby makes the following determinations: (a) pursuant to the
22 Goals and Policies, (i) based upon the current assessed value of the parcels in the
23 District, satisfactory land value to lien ratios exist, (ii) the rate and method of
24 apportionment of special taxes for the District is in compliance with the Goals and
25 Policies, and (iii) the structure of the proposed financing is consistent with the applicable
26 sections of the Goals and Policies; (b) the proposed financing satisfies the requirements
27 of a minimum 3:1 value to lien ratio required by the Goals and Policies; and (c) the sale of
28 the Series 2008 Bonds at a negotiated sale as contemplated by the Purchase Contract

1 (defined below) will result in a lower overall cost.

2 Section 2. The fiscal agent agreement (the "Fiscal Agent Agreement")
3 with respect to the Bonds, in the form on file in the City Attorney's office, is hereby
4 approved. The City Manager, Director of Financial Management or City Treasurer (each
5 being a "Designated Officer" and, collectively, the "Designated Officers"), each acting
6 alone, are hereby authorized to execute and deliver the Fiscal Agent Agreement in said
7 form, together with such additions thereto or changes therein as are approved by the
8 Designated Officer executing such document upon consultation with the City Attorney
9 and Bond Counsel, including such additions or changes as are necessary or advisable in
10 accordance with Section 8 hereof, the approval of such additions or changes to be
11 conclusively evidenced by the execution and delivery of the Fiscal Agent Agreement by a
12 Designated Officer. The date, manner of payment, interest rate or rates, interest
13 payment dates, denominations, form, registration privileges, manner of execution, place
14 of payment, terms of redemption and other terms of the Series 2008 Bonds shall be as
15 provided in the Fiscal Agent Agreement as finally executed.

16 Section 3. The bond purchase agreement for the Series 2008 Bonds (the
17 "Purchase Contract") between the City and E.J. De La Rosa & Co., Inc. (the
18 "Underwriter"), in the form on file in the City Attorney's office, is hereby approved. The
19 Designated Officers, each acting alone, are hereby authorized to accept the offer of the
20 Underwriter to purchase the Series 2008 Bonds contained in the Purchase Contract
21 (provided that the aggregate principal amount of the Series 2008 Bonds sold thereby is
22 not in excess of \$4,000,000, the net interest cost of the Series 2008 Bonds is not in
23 excess of 7.00%, and the underwriters discount is not in excess of 2.00% of the
24 aggregate principal amount of the Series 2008 Bonds), and to execute and deliver the
25 Purchase Contract in said form, with such additions thereto or changes therein as are
26 recommended or approved by the Designated Officer executing such document upon
27 consultation with the City Attorney and Bond Counsel, the approval of such additions or
28 changes to be conclusively evidenced by the execution and delivery of the Purchase

1 Contract by a Designated Officer.

2 Section 4. The official statement relating to the Series 2008 Bonds (the
3 "Official Statement"), in the form on file in the City Attorney's office, is hereby approved.
4 The Designated Officers each acting alone, are hereby authorized to execute the Official
5 Statement in said form, with such additions thereto or changes therein as are
6 recommended or approved by the Designated Officer executing such document upon
7 consultation with the City Attorney and Bond Counsel, the approval of such additions or
8 changes to be conclusively evidenced by the execution and delivery of said Official
9 Statement by a Designated Officer. The Underwriter is hereby authorized to distribute
10 copies of the Official Statement to persons who may be interested in the purchase of the
11 Series 2008 Bonds and is directed to deliver such copies to all actual purchasers of the
12 Series 2008 Bonds. Distribution of a preliminary official statement relating to the Series
13 2008 Bonds is hereby approved and authorized.

14 The Director of Financial Management and the City Treasurer, each acting
15 alone, are hereby authorized to execute a certificate or certificates to the effect that the
16 Official Statement and such preliminary official statement were deemed "final" as of their
17 respective dates for purposes of Rule 15c2-12 of the Securities Exchange Act of 1934, as
18 amended, and each are authorized to so deem such statements final.

19 Section 5. The Series 2008 Bonds, when executed by a Designated
20 Officer, each of which are hereby authorized to so execute the Series 2008 Bonds, shall
21 be delivered to the Fiscal Agent for authentication. The Fiscal Agent is hereby requested
22 and directed to authenticate the Series 2008 Bonds by executing the Fiscal Agent's
23 certificate of authentication and registration appearing thereon, and to deliver the Series
24 2008 Bonds, when duly executed and authenticated, to the Underwriter in accordance
25 with written instructions executed on behalf of the City by the Director of Financial
26 Management or the City Treasurer, which instructions each such officer is hereby
27 authorized to execute and deliver to the Fiscal Agent. Such instructions shall provide for
28 the delivery of the Series 2008 Bonds to the Underwriter upon payment of the purchase

1 price therefore as specified in the Purchase Contract.

2 Section 6. The Continuing Disclosure Agreement, in the form attached
3 as an appendix to the Preliminary Official Statement, is hereby approved. The
4 Designated Officers, each acting alone, are hereby authorized to execute and deliver the
5 Continuing Disclosure Agreement in said form, with such additions thereto or changes
6 therein as are deemed necessary, desirable or appropriate by the Designated Officer
7 executing such documents upon consultation with the City Attorney and Bond Counsel,
8 the approval of such changes to be conclusively evidenced by the execution and delivery
9 by a Designated Officer of the Continuing Disclosure Agreement.

10 Section 7. The City hereby covenants, for the benefit of the Bond
11 owners, to commence and diligently pursue to completion any foreclosure action
12 regarding delinquent installments of any amount levied as a special tax for the payment
13 of interest or principal of the Bonds, said foreclosure action to be commenced and
14 pursued as more completely set forth in the Fiscal Agent Agreement.

15 Section 8. The firm of NBS Government Finance Group ("NBS") is
16 hereby designated as administrator for the District. The City Manager or his designee is
17 hereby authorized and directed to execute an agreement with NBS for its services in
18 connection with the District, in the form on file with the City Treasurer.

19 Section 9. All actions heretofore taken by the officers and agents of the
20 City with respect to the establishment of the District and the sale and issuance of the
21 Series 2008 Bonds are hereby approved, confirmed and ratified, and the proper officers
22 of the City, including the Designated Officers, are hereby authorized and directed to do
23 any and all things and take any and all actions and execute any and all certificates,
24 agreements and other documents, which they, or any of them, may deem necessary or
25 advisable in order to consummate the lawful issuance and delivery of the Series 2008
26 Bonds in accordance with this Resolution and the Fiscal Agent Agreement, and any
27 certificate, agreement, and other document described in the documents herein approved.

28 Section 10. This resolution shall take effect immediately upon its adoption

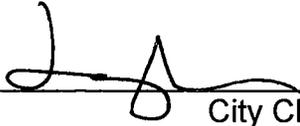
1 by the City Council, and the City Clerk shall certify the vote adopting this resolution.

2 I hereby certify that the foregoing resolution was adopted by the City
3 Council of the City of Long Beach at its meeting of October 21, 2008 by the
4 following vote:

5
6 Ayes: Councilmembers: S. Lowenthal, DeLong, O'Donnell,
7 Reyes Uranga, Gabelich, Lerch.

8
9
10 Noes: Councilmembers: None.

11
12 Absent: Councilmembers: B. Lowenthal, Schipske, Andrews.

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14
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16 
17 City Clerk