

RESOLUTION NO. RES-19-0042

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LONG BEACH APPROVING PROCEEDINGS BY THE FINANCE AUTHORITY OF LONG BEACH FOR THE ISSUANCE AND SALE OF ITS FINANCE AUTHORITY OF LONG BEACH LEASE REVENUE BONDS, SERIES 2019A (PUBLIC SAFETY PARKING GARAGE FINANCING PROJECT) IN A PRINCIPAL AMOUNT NOT TO EXCEED \$13,300,000 TO FINANCE THE COSTS OF THE NEW PUBLIC SAFETY PARKING GARAGE, APPROVING THE FORM AND AUTHORIZING EXECUTION OF RELATED DOCUMENTS AND APPROVING RELATED OFFICIAL ACTIONS

WHEREAS, the City of Long Beach (the "City") proposes to provide financing the costs of the new Public Safety Parking Garage (the "Project"); and

WHEREAS, it is proposed that the Project will be financed from the proceeds of Finance Authority of Long Beach Lease Revenue Bonds, Series 2019A (Public Safety Parking Garage Financing Project) (the "Series A Bonds"), to be issued by the Authority under the provisions of Article 4 (commencing with section 6584) of the JPA Act (the "Bond Law") in an aggregate principal amount not to exceed \$13,300,000, such Series A Bonds to be issued pursuant to the terms of an indenture of trust, by and between the Authority and U.S. Bank National Association, as trustee (the "Indenture"); and

WHEREAS, in order to provide for the repayment of the Series A Bonds, the City will lease the General Office Building, located at 2400 East Spring Street, and the site thereof (the "property") to the Authority pursuant to a site and facility lease (the

1 "Site and Facility Lease") and the Authority will lease the Property back to the City
2 pursuant to a lease agreement (the "Lease Agreement") under which the City will agree
3 to make lease payments to the Authority from moneys in the City's General Fund and the
4 City will budget and appropriate sufficient amounts in each year to pay the lease
5 payments which will be equal to the scheduled principal of and interest on the Series A
6 Bonds; and

7 WHEREAS, the proposed form of a preliminary official statement (the
8 "Preliminary Official Statement") describing the Series A Bonds, to be used in connection
9 with the marketing of the Series A Bonds, has been prepared and has been presented to
10 the Authority; and

11 WHEREAS, the firm of Merrill Lynch, Pierce, Fenner & Smith Incorporated,
12 or a successor thereof (the "Underwriter"), has proposed to purchase and underwrite the
13 Series A Bonds and has presented to the Authority a form of bond purchase agreement
14 for the Series A Bonds, to be entered into among the Authority, the City and the
15 Underwriter (the "Bond Purchase Agreement"); and

16 WHEREAS, the City Council desires to make a finding of significant public
17 benefit pursuant to section 6586.5(a)(2) of the California Government Code and to
18 approve of the financing and the transactions contemplated by the Series A Bonds; and

19 WHEREAS, the City Council has duly considered such transactions and
20 wishes at this time to approve said transactions in the public interests of the City;

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

23 Section 1. Recitals True and Correct. The City Council hereby finds and
24 determines that the foregoing recitals are true and correct.

25 Section 2. Findings. The City Council hereby finds that significant public
26 benefits will arise from the financing contemplated by the Series A Bonds and the
27 documents related thereto, in accordance with section 6586 of the California Government
28 Code.

1 Section 3. Approval of Series A Bonds. The City Council hereby
2 approves the issuance of the Series A Bonds by the Authority for the purpose of
3 providing funds to finance the Project and to pay the costs of issuance of the Series A
4 Bonds.

5 Section 4. Approval of Site and Facility Lease. The City Council hereby
6 approves the Site and Facility Lease, in the form on file with the City Clerk, together with
7 any changes therein or additions thereto deemed advisable by the City Manager, the
8 Director of Financial Management or the City Treasurer (each, a "Designated Officer"),
9 and the execution of the Site and Facility Lease by a Designated Officer shall be
10 conclusive evidence of such approval. The Designated Officers, each acting alone, are
11 hereby authorized and directed for and in the name and on behalf of the City to execute
12 the final form of the Site and Facility Lease for and in the name of the City. The City
13 Council hereby authorizes the delivery and performance of the Site and Facility Lease.

14 Section 5. Approval of Lease Agreement. The City Council hereby
15 approves the Lease Agreement, in the form on file with the City Clerk, together with any
16 changes therein or additions thereto deemed advisable by any of the Designated
17 Officers, and the execution of the Lease Agreement by a Designated Officer shall be
18 conclusive evidence of the approval of any such changes or additions, so long as the
19 term of the Lease Agreement (not including extensions, as permitted therein) does not
20 extend beyond August 1, 2039, and so long as the maximum annual lease payments to
21 be paid under the Lease Agreement do not exceed \$13,300,000. The Designated
22 Officers, each acting alone, are hereby authorized and directed for and in the name and
23 on behalf of the City to execute the final form of the Lease Agreement for and in the
24 name of the City. The City Council hereby authorizes the delivery and performance of the
25 Lease Agreement.

26 Section 6. Sale of Series A Bonds. The City Council hereby approves the
27 sale of the Series A Bonds by the Authority by negotiation with the Underwriter pursuant
28 to the Bond Purchase Agreement, in the form on file with the City Clerk, together with

1 such additions thereto and changes therein as any of the Designated Officers shall deem
2 necessary, desirable or appropriate, and the execution of which by a Designated Officer
3 shall be conclusive evidence of the approval of such additions and changes. The
4 Designated Officers, each acting alone, are hereby authorized and directed for and in the
5 name and on behalf of the City to execute the final form of the Bond Purchase
6 Agreement for and in the name of the City; provided that the amount of Underwriter's
7 discount for the Series A Bonds (excluding any original issue discount which does not
8 represent compensation to the Underwriter) shall be not more than 0.50% of the par
9 amount thereof.

10 Section 7. Official Statement. The City Council hereby approves, and
11 hereby deems nearly final within the meaning of Rule 15c2-12 of the Securities Exchange
12 Act of 1934 (the "Rule"), the Preliminary Official Statement, in the form on file with the
13 City Clerk. The Designated Officers, each acting alone, are hereby authorized and
14 directed to execute an appropriate certificate stating the City's determination that the
15 Preliminary Official Statement is nearly final within the meaning of the Rule. Distribution
16 of the Preliminary Official Statement in connection with the sale of the Series A Bonds is
17 hereby approved. The Designated Officers, each acting alone, are hereby authorized and
18 directed, upon consultation with Disclosure Counsel to the Authority for the Series A
19 Bonds and the City Attorney, to approve any changes in or additions to the Preliminary
20 Official Statement deemed necessary or desirable to bring it into the form of a final official
21 statement (the "Final Official Statement"), and the execution of the Final Official
22 Statement by any Designated Officer shall be conclusive evidence of approval of any
23 such changes and additions. The City Council hereby authorizes the distribution of the
24 Final Official Statement by the Underwriter. The Final Official Statement shall be
25 executed in the name and on behalf of the City by any of the Designated Officers.

26 Section 8. Official Actions. The Mayor, the City Manager, the Director of
27 Financial Management, the City Treasurer, the City Attorney, the City Clerk and all other
28 officers of the City are each authorized and directed in the name and on behalf of the City

1 to make any and all assignments, certificates, requisitions, agreements, notices,
2 consents, instruments of conveyance, warrants and other documents, which they or any
3 of them might deem necessary or appropriate in order to consummate any of the
4 transactions contemplated by the documents approved pursuant to this Resolution.
5 Whenever in this Resolution any officer of the City is authorized to execute or countersign
6 any document or take any action, such execution, countersigning or action may be taken
7 on behalf of such officer by any person designated by such officer to act on his or her
8 behalf in the case such officer shall be absent or unavailable.

9 Section 9. This resolution shall take effect immediately upon its adoption
10 by the City Council, and the City Clerk shall certify the vote adopting this resolution.

11 I hereby certify that the foregoing resolution was adopted by the City Council
12 of the City of Long Beach at its meeting of April 2, 2019 by the
13 following vote:

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15 Ayes: Councilmembers: Gonzalez, Pearce, Price, Supernaw,
16 Andrews, Uranga, Austin, Richardson.

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19 Noes: Councilmembers: None.

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21 Absent: Councilmembers: Mungo.

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26 City Clerk
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