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RESOLUTION NO. C- 28391

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3 A RESOLUTION OF THE CITY COUNCIL OF THE
4 CITY OF LONG BEACH AUTHORIZING CITY AND
5 AIRPORT STAFF TO PROCEED WITH DOCUMENT
6 PREPARATION FOR THE ESTABLISHMENT OF A
7 COMMERCIAL PAPER PROGRAM FOR THE AIRPORT
8 ENTERPRISE FUND NOT TO EXCEED AN AGGREGATE
9 PRINCIPAL AMOUNT OF \$15 MILLION, THE SELECTION
10 OF ONE OR MORE BANKS TO PROVIDE ONE OR MORE
11 CREDIT FACILITIES FOR THE COMMERCIAL PAPER
12 PROGRAM, THE NEGOTIATION OF A REIMBURSEMENT
13 AGREEMENT OR OTHER AGREEMENT WITH SUCH
14 BANK, THE APPOINTMENT OF ONE OR MORE
15 COMMERCIAL PAPER DEALERS, THE APPOINTMENT
16 OF A TRUSTEE AND AN ISSUING AND PAYING AGENT
17 AND AUTHORIZING THE PUBLICATION OF A NOTICE
18 REGARDING A PUBLIC HEARING CONCERNING THE
19 ISSUANCE OF AIRPORT REVENUE COMMERCIAL
20 PAPER NOTES PURSUANT TO PLANS OF FINANCING
21 FOR CERTAIN AIRPORT PROJECTS AND APPROVING
22 AND AUTHORIZING RELATED DOCUMENTS, OFFICIAL
23 ACTIONS AND MATTERS

24
25 WHEREAS, the City of Long Beach (the "City") is a city organized and
26 existing under a charter duly and regularly adopted pursuant to the provisions of the
27 Constitution of the State of California; and

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1 WHEREAS, the City owns and operates the Long Beach Airport (the
2 "Airport"); and

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

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

11 WHEREAS, the City has determined that it is necessary and advisable to
12 establish a commercial paper program for the future financing and refinancing of the
13 needs of the Airport; and

14 WHEREAS, the City intends to issue and sell commercial paper notes
15 pursuant to the charter and a plan of financing for certain Airport projects (the
16 "Projects"), which Projects will be owned by the City; and

17 WHEREAS, the City has determined that it is in the best interests of the
18 City and the Airport to proceed with document preparation for the establishment of a
19 commercial paper program for the needs of the Airport, the selection of one or more
20 banks to provide credit support for the commercial paper program, the appointment of
21 one or more commercial paper dealers, the appointment of a trustee and an issuing
22 and paying agent and other matters associated with the establishment of a commercial
23 paper program for the Airport; and

24 WHEREAS, City staff estimates that the legal fees, financial advisor fees,
25 rating agency fees, bank fees and other costs of issuance that will be incurred in
26 connection with the establishment of such commercial paper program will not exceed
27 \$300,000; and

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1 WHEREAS, in order to comply with Section 147(f) of the Internal Revenue
2 Code of 1986, as amended, the City wishes to authorize publication of a Notice of
3 Public Hearing;

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

7 Section 1. Authorization. The City Manager or his designee, the City
8 Chief Financial Officer or his designee and the City Treasurer are hereby authorized,
9 empowered and directed to take such preliminary actions as they deem necessary and
10 appropriate with regards to the preparation of documents for the establishment of a
11 commercial paper program (which shall not exceed an aggregate principal amount of
12 \$15 million and shall be secured solely from Airport enterprise fund revenues) for the
13 purpose of financing the acquisition, construction, equipping and improving of the
14 Projects, including, but not limited to, the preparation of one or more master trust
15 indentures, one or more supplemental trust indentures, one or more offering
16 memoranda, negotiating with letter of credit banks and the application for bond ratings.

17 Sec. 2. Publication of Notice of Public Hearing. In order to comply
18 with Section 147(f) of the Internal Revenue Code of 1986, as amended, the City hereby
19 authorizes and directs City staff to provide for the publication of a Notice of Public
20 Hearing in one or more newspapers of general circulation available to the residents of
21 the City regarding the plan of financing involving the issuance of notes under the
22 commercial paper program, as may be approved by the City Manager or his designee,
23 the City Chief Financial Officer or his designee or the City Treasurer. Said public
24 hearing shall be held at such time as shall be determined by the City Manager or his
25 designee, the City Chief Financial Officer or his designee or the City Treasurer and
26 shall be conducted by the City Manager or his designee, the City Chief Financial Officer
27 or his designee or the City Treasurer or such other officer of the City as shall be
28 designated by the City Council.

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1 Sec. 3. Official Actions. The City Manager or his designee, the City
2 Chief Financial Officer or his designee, the City Treasurer, and the City Clerk and any
3 and all other officers of the City are hereby authorized and directed, for and in the name
4 and on behalf of the City, to do any and all things and take any and all actions,
5 including execution and delivery of any and all assignments, certificates, requisitions,
6 agreements, which they, or any of them, may deem necessary or advisable in order to
7 consummate the lawful establishment of a commercial paper program for the needs of
8 the Airport and the consummation of the transactions as described herein and
9 beneficial to the City otherwise to carry out, give effect to and comply with the terms
10 and intent of this resolution and the documents.

11 Sec. 4. Services. Inasmuch as the City shall require the services of
12 certain professionals in connection with the establishment of the commercial paper
13 program for the needs of the Airport, the City hereby appoints the law firm of Kutak
14 Rock LLP, as Bond Counsel, and Public Financial Management Inc., as Financial
15 Advisor, on such terms as shall be favorable to the City and approved by the City
16 Treasurer and the City Attorney, respectively.

17 Sec. 5. This resolution shall take effect immediately upon its
18 adoption by the City Council, and the City Clerk shall certify the vote adopting this
19 resolution.

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21 I hereby certify that the foregoing resolution was adopted by the City
22 Council of the City of Long Beach at its meeting of June 22 , 2004, by

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