



CITY OF LONG BEACH

DEPARTMENT OF FINANCIAL MANAGEMENT

R-27

333 West Ocean Boulevard 6th Floor • Long Beach, CA 90802 • (562) 570-6169 • Fax (562) 570-5836

September 7, 2010

HONORABLE MAYOR AND CITY COUNCIL
City of Long Beach
California

RECOMMENDATION:

Adopt the attached Resolution to issue Water Revenue Bonds Series 2010A in an amount not to exceed \$26,000,000 acting through its Board of Water Commissioners (the Board) to refund certain Water Revenue Bonds Series 1997A, previously authorized by the City and issued by the Board, fund the Reserve Fund, and pay the cost of issuance for the Series 2010A Bonds. (Citywide)

DISCUSSION

The City of Long Beach Water Department proposes to issue Water Revenue Refunding Bonds Series 2010A (Series 2010A Bonds) in an aggregate principal amount not to exceed \$26,000,000, at a coupon rate not to exceed 5 percent, for the purpose of refunding a portion of Water Revenue Refunding Bonds Series 1997A (Series 1997A Bonds). The Series 2010A Bonds will be secured by and payable from the revenues of the Water Enterprise Fund. The objective of this debt restructuring is to reduce debt service costs as a result of lower interest rates.

The Series 1997A Bonds were issued on October 15, 1997, in the amount of \$46,945,000, with an average interest rate of 5.195 percent to refund outstanding 1994 Water Revenue Bonds issued to finance the design and construction of the groundwater treatment plant, and to refund the outstanding 1987 Water Revenue Refunding Bonds. The Water Department's Groundwater Treatment Plant construction was completed and went into operation on May 1, 1997.

Proceeds from the Series 2010A Bonds, together with monies released from the Series 1997A Debt Service Reserve Fund, will be used to refund \$24,290,000 aggregate principal of the Series 1997A Bonds, fund a reserve account, and pay the cost of issuing the Series 2010A Bonds. The Series 1997A Bonds include \$5,175,000 of non-callable bonds that will remain outstanding through their maturity in 2015. The net present value savings of this refinancing is approximately \$1,600,000.

HONORABLE MAYOR AND CITY COUNCIL

September 7, 2010

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These estimated savings could potentially be used for the development of water conservation and education programs between the Water Department and the Parks, Recreation & Marine Department; the details of such programs are under development. This refunding does not extend the term from the Series 1997A Bonds.

The Board of Water Commissioners approved Resolution WD-1272 on August 12, 2010, authorizing the issuance and sale of Water Revenue Refunding Bonds, Series 2010A (Attachment A).

This matter was reviewed by Assistant City Attorney Heather Mahood on August 23, 2010, and Budget Management Officer Victoria Bell on August 24, 2010.

TIMING CONSIDERATIONS

City Council action is requested on September 7, 2010 in order to facilitate processing of required documents and benefit from currently advantageous interest rates.

FISCAL IMPACT

There is no impact on the General Fund as this is an obligation of the Water Fund (EF 310) and will be repaid from net revenues of the Water Fund. There are no local jobs impacted by this action.

SUGGESTED ACTION:

Approve recommendation.

Respectfully submitted,



LORI ANN FARRELL
DIRECTOR OF FINANCIAL MANAGEMENT/CFO




KEVIN L. WATTIER
GENERAL MANAGER
WATER DEPARTMENT

LAF:KLW:PF:DN
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- Attachments: - Resolution - Water Revenue Refunding Bonds
- A - Water Department Resolution No. WD-1272

APPROVED:


PATRICK H. WEST
CITY MANAGER

RESOLUTION NO. WD-1272

A RESOLUTION OF THE BOARD OF WATER COMMISSIONERS OF THE CITY OF LONG BEACH AUTHORIZING THE ISSUANCE AND SALE OF CITY OF LONG BEACH, CALIFORNIA WATER REVENUE REFUNDING BONDS, SERIES 2010A, APPROVING THE INDENTURE OF TRUST, BOND PURCHASE AGREEMENT, ESCROW AGREEMENT, CONTINUING DISCLOSURE AGREEMENT, PRELIMINARY AND FINAL OFFICIAL STATEMENTS, AND RELATED DOCUMENTS, AUTHORIZING AND DIRECTING EXECUTION THEREOF AND AUTHORIZING ACTIONS RELATED THERETO

The Board of Water Commissioners of the City of Long Beach resolves as follows:

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 Board of Water Commissioners of the City (the "Board"), acting on its own behalf and on behalf of the City, under the City Charter (the "Charter") and Section 3.52.110 et seq. of the Long Beach Municipal Code (the "Bond Law"), may issue revenue bonds for the purposes of the Long Beach Water Department (the "Water Department"), with the approval of the City Council of the City (the "City Council") expressed by resolution; and

WHEREAS, the Board has determined that it is in the best interest of the Board to issue, from time to time, Parity Obligations (as defined in the hereinafter defined 1997 Indenture) for the purposes set forth in the Charter and the 1997 Indenture, and that

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

1 such Parity Obligations be payable from and secured by Net Revenues (as defined in the
2 1997 Indenture) and certain other funds pledged thereto; and

3 WHEREAS, the Board previously entered into that certain Indenture of
4 Trust, dated as of August 1, 1997 (the "1997 Indenture") by and between the Board,
5 acting on its own behalf and on behalf of the City, and the City Treasurer of the City, as
6 trustee, pursuant to which the Board issued the City of Long Beach Water Revenue
7 Refunding Bonds, 1997 Series A (the "Series 1997A Bonds"); and

8 WHEREAS, the Board, at a meeting dated July 9, 2009, previously
9 authorized replacing the City Treasurer of the City as trustee for the Series 1997A Bonds
10 with The Bank of New York Mellon Trust Company, N.A. (the "1997 Indenture Trustee");
11 and

12 WHEREAS, the Board has determined that it is in the best interests of the
13 Water Department to issue Water Revenue Refunding Bonds, Series 2010A in an
14 aggregate principal amount of not to exceed \$26,000,000 (the "Series 2010A Bonds") for
15 the purpose of refunding a portion of the Series 1997A Bonds (the "Refunded Bonds");
16 and

17 WHEREAS, there have been presented to the Board the following
18 documents:

19 (a) a form of the Indenture of Trust (the "2010 Indenture") by and
20 between the Board, acting on its own behalf and on behalf of the City, and The Bank of
21 New York Mellon Trust Company, N.A., as trustee (the "2010 Trustee");

22 (b) a form of the Bond Purchase Agreement (the "Bond Purchase
23 Agreement") by and between the Board, acting on its own behalf and on behalf of the
24 City, and E. J. De La Rosa & Co., Inc., as underwriter (the "Underwriter");

25 (c) a form of the Escrow Agreement (the "Escrow Agreement") by and
26 between the Board and The Bank of New York Mellon Trust Company, N.A., as trustee
27 and escrow agent;

28 (d) a form of the Continuing Disclosure Agreement (the "Continuing

1 Disclosure Agreement”) by and between the Board, acting on its own behalf and on
2 behalf of the City, and the Trustee;

3 (e) a form of the Preliminary Official Statement (the “Preliminary Official
4 Statement”) relating to the offering and issuance of the Series 2010A Bonds; and

5 WHEREAS, said documents will be modified and amended to reflect the
6 various details applicable to the Series 2010A Bonds and said documents are subject to
7 completion to reflect the results of the sale of the Series 2010A Bonds; and

8 WHEREAS, the Board wishes at this time to authorize all proceedings
9 relating to the issuance and sale of the Series 2010A Bonds and the execution and
10 delivery of all agreements and documents relating thereto;

11 NOW, THEREFORE, the Board of Water Commissioners of the City of
12 Long Beach, California resolves as follows:

13 Section 1. Recitals. That the above recitals are true and correct and are
14 incorporated herein by reference.

15 Section 2. Issuance of the Series 2010A Bonds. For the purposes set
16 forth in the foregoing recitals, the Board, on behalf of the City, hereby authorizes and
17 approves the issuance of the Series 2010A Bonds in the aggregate principal amount of
18 not to exceed \$26,000,000 under and pursuant to the Charter, the Bond Law, the 1997
19 Indenture and the 2010 Indenture, subject to the approval of the City Council of such
20 issuance expressed by resolution of the City Council. The Series 2010A Bond proceeds,
21 and any other moneys made available in connection with the refunding of the Refunded
22 Bonds, may be used to pay the costs of issuance, fund a reserve fund for the Series
23 2010A Bonds and fund an escrow fund to pay the principal and premium of and interest
24 on the Refunded Bonds on the applicable redemption date.

25 The Series 2010A Bonds shall be dated, shall bear interest at the rates
26 (subject to the limitations provided herein), shall mature on the dates, shall be issued in
27 the form, shall be subject to redemption, and shall otherwise be issued on the terms and
28 conditions all as set forth in the 2010 Indenture and in accordance with this Resolution.

1 The Series 2010A Bonds shall bear interest at such rates with respect to the various
2 maturities such that the all-in true interest cost for the Series 2010A Bonds does not
3 exceed 5.00% per annum. The all-in true interest cost shall be that rate which, when
4 used in computing the present worth of all payments of principal and interest to be paid
5 on the Series 2010A Bonds (compounded on the first interest payment date, and
6 semiannually thereafter), produces an amount equal to the purchase price of the Series
7 2010A Bonds taking into account any original issue premium/discount, accrued interest,
8 underwriter's fees and any and all costs of issuance of the Series 2010A Bonds.

9 Section 3. Pledge to Secure the Series 2010A Bonds. Net Revenues
10 and the other security set forth in the 2010 Indenture are hereby irrevocably pledged in
11 accordance with the terms of the 2010 Indenture to secure the Series 2010A Bonds and
12 any additional bonds which may be subsequently issued under and secured by the terms
13 of the 2010 Indenture or the 1997 Indenture. Except for the Series 1997A Bonds, the
14 Board hereby confirms that is has not previously granted any prior or parity interest in the
15 Net Revenues. The Board hereby agrees that it will not, so long as the Series 2010A
16 Bonds remain outstanding, grant or attempt to grant any parity pledge, lien or other
17 interest in the Net Revenues to secure any other obligations of the City except as
18 permitted in the 2010 Indenture and the 1997 Indenture. The Board hereby approves the
19 pledge to secure the Series 2010A Bonds as set forth in the 2010 Indenture. The
20 General Manager of the Water Department (the "General Manager"), the Deputy General
21 Manager of Business of the Water Department (the "Deputy General Manager-
22 Business"), the Deputy General Manager of Operations of the Water Department (the
23 "Deputy General Manager-Operations"), or the Director of Finance of the Water
24 Department (the "Director of Finance") are hereby authorized and directed to institute
25 such accounting policies and modifications as the General Manager, the Deputy General
26 Manager-Business, the Deputy General Manager-Operations or the Director of Finance
27 deems necessary to provide for the accounting of revenues and expenses contemplated
28 by the 2010 Indenture.

1 Section 4. Special Obligations. The Series 2010A Bonds shall be
2 special obligations of the City, secured by, and payable from, Net Revenues and from the
3 funds and accounts held by the 2010 Trustee under the 2010 Indenture. The Series
4 2010A Bonds are not to be and shall not be secured by the taxing power of the City.

5 Section 5. Form of Series 2010A Bonds. The Series 2010A Bonds and
6 the Trustee's Certificate of Authentication to appear thereon shall be in substantially the
7 form set forth in Exhibits A to the 2010 Indenture with necessary or appropriate
8 variations, omissions and insertions as permitted or required by the 2010 Indenture or as
9 appropriate to adequately reflect the terms of the Series 2010A Bonds and the obligation
10 represented thereby.

11 Section 6. Execution of the Series 2010A Bonds. Each of the Series
12 2010A Bonds shall be executed on behalf of the City by the President of the Board (the
13 "President"), the General Manager, the Deputy General Manager-Business or the Deputy
14 General Manager-Operations and attested by the Secretary of the Board (the
15 "Secretary"). Any such signatures may be by manual or facsimile signature and the seal
16 may be impressed or printed on the Series 2010A Bonds. Additionally, each of the
17 Series 2010A Bonds shall be authenticated by the signature of the 2010 Trustee. Any
18 facsimile signature of the President, the General Manager, the Deputy General Manager-
19 Business, the Deputy General Manager-Operations and the Secretary shall be of the
20 same force and effect as if such signature were manually placed on such Series 2010A
21 Bonds.

22 Section 7. Approval of 2010 Indenture. The 2010 Indenture, in the form
23 on file with the Secretary, is hereby approved. The General Manager, the Deputy
24 General Manager-Business, the Deputy General Manager-Operations, the Director of
25 Finance or any other Authorized Board Representative (as defined in the 2010 Indenture)
26 designated by the General Manager (each a "Designated Officer"), each acting alone, are
27 hereby authorized and directed to execute and deliver the 2010 Indenture in such form
28 together with such changes, insertions and omissions as may be approved by the officer

1 executing such 2010 Indenture upon consultation with Bond Counsel (as defined in the
2 2010 Indenture”), such execution to be conclusive evidence of such approval. The Board
3 hereby authorizes the delivery and performances of the 2010 Indenture.

4 Section 8. Approval of the Bond Purchase Agreement. The Designated
5 Officers, each acting alone, are hereby authorized and directed to negotiate the Bond
6 Purchase Agreement for the Series 2010A Bonds with the Underwriter and to determine
7 the following matters with respect to the Series 2010A Bonds: (a) the aggregate principal
8 amount of the Series 2010A Bonds to be issued and sold under the 2010 Indenture and
9 pursuant thereto, but not to exceed \$26,000,000; (b) the respective maturity dates and
10 principal amounts of the Series 2010A Bonds of each maturity; (c) the sinking fund
11 installments, if any, with respect to any term Series 2010A Bonds; (d) the Underwriter’s
12 discount at which the Series 2010A Bonds are to be sold to the Underwriter, but not to
13 exceed 1.00% of the par amount thereof (exclusive of any original issue discount); and
14 (e) the respective rates of interest to be borne by the Series 2010A Bonds of each
15 maturity; provided that the all-in true interest cost of the Series 2010A Bonds shall not
16 exceed 5.00% per annum. The all-in true interest cost shall be that rate which, when
17 used in computing the present worth of all payments of principal and interest to be paid
18 on the Series 2010A Bonds (compounded on the first interest payment date, and
19 semiannually thereafter), produces an amount equal to the purchase price of the Series
20 2010A Bonds taking into account any original issue premium/discount, accrued interest,
21 underwriter’s fees and any and all costs of issuance of the Series 2010A Bonds.

22 The Bond Purchase Agreement, in the form on file with the Secretary, is
23 hereby approved. The Designated Officers, each acting alone, are hereby authorized
24 and directed to execute and deliver the Bond Purchase Agreement in such form together
25 with such changes, insertions and omissions as may be approved by the officer
26 executing such Bond Purchase Agreement upon consultation with Bond Counsel, such
27 execution to be conclusive evidence of such approval. The Board hereby approves the
28 negotiated sale of the Series 2010A Bonds to the Underwriter pursuant to the Bond

1 Purchase Agreement.

2 Section 9. Approval of the Escrow Agreement. The Escrow Agreement,
3 in the form on file with the Secretary, is hereby approved. The Designated Officers, each
4 acting alone, are hereby authorized and directed to execute and deliver the Escrow
5 Agreement in such form, together with such changes, insertions and omissions which are
6 approved by the officer executing such Escrow Agreement upon consultation with Bond
7 Counsel, such execution to be conclusive evidence of such approval, in connection with
8 the current refunding and defeasance of the Refunded Bonds. The Board hereby
9 approves the delivery and performance of the Escrow Agreement.

10 Section 10. Approval of the Continuing Disclosure Agreement. The
11 Continuing Disclosure Agreement, in the form on file with the Secretary, is hereby
12 approved. The Designated Officers, each acting alone, are hereby authorized and
13 directed to execute and deliver the Continuing Disclosure Agreement in such form,
14 together with such changes, insertions and omissions which are approved by the officer
15 executing such Continuing Disclosure Agreement upon consultation with Bond Counsel,
16 such execution to be conclusive evidence of such approval. The Board hereby
17 authorizes the delivery and performance of the Continuing Disclosure Agreement.

18 Section 11. Approval of the Preliminary Official Statement. The Board
19 hereby approves the Preliminary Official Statement in the form on file with the Secretary,
20 together with any changes therein or additions thereto which are approved by the
21 General Manager, the Deputy General Manager-Business and/or the Deputy General
22 Manager-Operations upon consultation with Bond Counsel and Disclosure Counsel. The
23 Board approves, authorizes and ratifies the distribution (via printed format and/or
24 electronic means) by the Underwriter of said Preliminary Official Statement to prospective
25 purchasers of the Series 2010A Bonds. The Preliminary Official Statement shall be
26 distributed (via printed format and/or electronic means) for use in selling the Series
27 2010A Bonds at such time or times as the General Manager, the Deputy General
28 Manager-Business and/or the Deputy General Manager-Operations (after consultation

1 with the Board's financial advisor, Bond Counsel, Disclosure Counsel and such other
2 advisors the Board believes to be useful) shall determine that the Preliminary Official
3 Statement is "final" within the meaning of Securities Exchange Commission Rule 15c2-12
4 ("Rule 15c2-12"). The Underwriter is authorized to distribute (via printed format and/or
5 through electronic means) copies of the Water Department's most recent annual audited
6 financial statements and such other financial statements of the Water Department as the
7 Designated Officers, any one or more thereof, shall approve.

8 The General Manager, the Deputy General Manager-Business and the
9 Deputy General Manager-Operations are hereby authorized to execute a certificate or
10 certificates to the effect that the Preliminary Official Statement is deemed "final" as of its
11 date for purposes of Rule 15c2-12, and are authorized to so deem such Preliminary
12 Official Statement final.

13 Section 12. Approval of the Final Official Statement. Prior to the final
14 delivery of the Series 2010A Bonds, the General Manager, the Deputy General Manager-
15 Business and/or the Deputy General Manager-Operations shall provide for the
16 preparation, publication, execution and delivery of a final Official Statement relating to the
17 Series 2010A Bonds in substantially the form of the draft Preliminary Official Statement
18 presented to this meeting. The General Manager, the Deputy General Manager-
19 Business and/or the Deputy General Manager-Operations are hereby authorized and
20 directed to execute and deliver the final Official Statement in the name of and on behalf
21 of the Board, and to make any changes or revisions necessary to the Preliminary Official
22 Statement in order for the final Official Statement to meet the requirements of the Board
23 under the Bond Purchase Agreement. The execution thereof shall constitute conclusive
24 evidence of the Board's approval of any and all changes or revisions therein from the
25 form of the Preliminary Official Statement now before this meeting. The Official
26 Statement shall be distributed (via printed format and/or electronic means) for use in
27 selling the Series 2010A Bonds at such time or times as the General Manager, the
28 Deputy General Manager-Business and/or the Deputy General Manager-Operations

1 (after consultation with the Board's financial advisor, Bond Counsel and Disclosure
2 Counsel and such other advisors the Board believes to be useful) shall determine that the
3 Official Statement is a "final official statement" within the meaning of Rule 15c2-12. The
4 Underwriter is hereby authorized to distribute (via printed format and/or electronic means)
5 the Official Statement, in connection with the sale of the Series 2010A Bonds to the
6 public.

7 Section 13. Confirmation of Underwriter. The Board hereby confirms the
8 selection of E. J. De La Rosa & Co. Inc., as the Underwriter of the Series 2010A Bonds.

9 Section 14. Trustee, Paying Agent, Registrar and Dissemination Agent.
10 The Board hereby appoints The Bank of New York Mellon Trust Company, N.A., as
11 trustee, paying agent and registrar for the Series 2010A Bonds. The Board also hereby
12 appoints The Bank of New York Mellon Trust Company, N.A. as dissemination agent for
13 purposes of the Continuing Disclosure Agreement. Such appointments shall be effective
14 upon the issuance of the Series 2010A Bonds and shall remain in effect until the Board
15 shall, by supplemental agreement or by resolution, name a substitute or successor
16 thereto.

17 Section 15. Escrow Agent. The Board hereby appoints The Bank of New
18 York Mellon Trust Company, N.A., as escrow agent, in connection with the current
19 refunding and defeasance of the Refunded Bonds. Such appointment shall be effective
20 upon the execution and delivery of the Escrow Agreement and shall remain in effect until
21 the Escrow Agreement terminates pursuant to its terms or the Board shall, by resolution,
22 name a substitute or successor thereto.

23 Section 16. Financial Advisor. The Board hereby appoints Public
24 Financial Management to serve as Financial Advisor in connection with the issuance of
25 the Series 2010A Bonds.

26 Section 17. Bond and Disclosure Counsel. The Board hereby appoints
27 Kutak Rock LLP to serve as Bond Counsel and Disclosure Counsel in connection with
28 the issuance of the Series 2010A Bonds.

1 Section 18. Additional Authorization. The General Manager, the Deputy
2 General Manager-Business, the Deputy General Manager-Operations, the Director of
3 Finance, and all officers, agents and employees of the Water Department, for and on
4 behalf of the Board, be and they hereby are authorized and directed to do any and all
5 things necessary to effect the execution and delivery of the Series 2010A Bonds, the
6 2010 Indenture, the Bond Purchase Agreement, the Escrow Agreement, the Continuing
7 Disclosure Agreement, and the final Official Statement and to carry out the terms thereof.
8 The General Manager, the Deputy General Manager-Business, the Deputy General
9 Manager-Operations, the Director of Finance, and all officers, agents and employees of
10 the Water Department are further authorized and directed, for and on behalf of the Board,
11 to execute all papers, documents, certificates and other instruments, including but not
12 limited to a tax compliance certificate that may be required in order to carry out the
13 authority conferred by this Resolution or the 2010 Indenture or to evidence the same
14 authority and its exercise. The foregoing authorization includes, but is in no way limited
15 to, authorizing Water Department staff to pay costs of issuance of the Series 2010A
16 Bonds, fees and costs of the 2010 Trustee, and the Underwriter's fees; authorizing the
17 General Manager, the Deputy General Manager-Business, the Deputy General Manager-
18 Operations and/or the Director of Finance to direct the investment of the proceeds of the
19 Series 2010A Bonds in one or more of the permitted investments provided for under the
20 2010 Indenture, and authorizing the execution by the General Manager, the Deputy
21 General Manager-Business, and/or the Deputy General Manager-Operations, any one of
22 them, of any documents required by The Depository Trust Company in connection with
23 the issuing the Series 2010A Bonds in book-entry form.

24 Section 19. Costs of Issuance. The Board authorizes funds of the Water
25 Department, together with the proceeds of the Series 2010A Bonds, to be used to pay
26 costs of issuance of the Series 2010A Bonds, including, but not limited to, costs and
27 expenses of attorneys, accountants, financial advisors, the costs associated with rating
28 agencies, printing, publication and mailing expenses; and any related filing fees thereof.

1 Section 20. Approval of the City. The Board hereby requests the City
2 Council to approve the issuance of the Series 2010A Bonds.

3 Section 21. Severability of Invalid Provisions. If any one or more of the
4 provisions contained in this Resolution shall for any reason be held to be invalid, illegal or
5 unenforceable in any respect, then such provision or provisions shall be deemed
6 severable from the remaining provisions contained in this Resolution and such invalidity,
7 illegality or unenforceability shall not affect any other provision of this Resolution, and this
8 Resolution shall be construed as if such invalid or illegal or unenforceable provision had
9 never been contained herein. The Board hereby declares that it would have adopted this
10 Resolution and each and every Section, paragraph, sentence, clause or phrase hereof
11 and authorized the issuance of the Series 2010A Bonds pursuant thereto irrespective of
12 the fact that any one or more Sections, paragraphs, sentences, clauses or phrases of this
13 Resolution may be held illegal, invalid or unenforceable.

14 Section 22. Section Headings and References; Interpretation. The
15 headings or titles of the several Sections hereof, and any table of contents appended to
16 copies hereof, shall be solely for convenience of reference and shall not affect the
17 meaning, construction or effect of this Resolution.

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

23 Section 23. Governing Law. This Resolution shall be construed and
24 governed in accordance with the laws of the State of California.

25 Section 24. This Resolution shall take effect immediately upon its
26 adoption by the Board of Water Commissioners, and the Secretary of the Board shall
27 certify the vote adopting this Resolution.

28 I hereby certify that the foregoing resolution was adopted by the Board of

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

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Water Commissioners of the City of Long Beach, at its meeting of August 12, 2010, by the following vote:

Ayes: Commissioners: DALLMAN; CLARKE; ALLEN;
TOWNSEND; BLANCO

Noes: Commissioners: NONE

Absent: Commissioners: NONE

CERTIFIED AS A TRUE AND CORRECT COPY
.....
SECRETARY TO THE BOARD OF WATER COMMISSIONERS
CITY OF LONG BEACH, CALIFORNIA
BY: [Signature]
DATE: August 12, 2010

[Signature]
Secretary
BOARD OF WATER COMMISSIONERS

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

1 RESOLUTION NO.

2
3 A RESOLUTION OF THE CITY COUNCIL OF THE
4 CITY OF LONG BEACH APPROVING THE ISSUANCE OF
5 WATER REVENUE REFUNDING BONDS BY THE BOARD
6 OF WATER COMMISSIONERS, ON BEHALF OF THE CITY
7 OF LONG BEACH

8
9 WHEREAS, Section 3.52.110 *et al.* of the Long Beach Municipal Code
10 provides that revenue bonds may be issued and sold on behalf of the City of Long Beach
11 (the "City") by the board of commissioners of any department of the City, which has its
12 own board of commissioners, for the purposes of such department, with the approval of
13 the City Council expressed by resolution; and

14 WHEREAS, the Board of Water Commissioners of the City (the "Board")
15 proposes to issue Water Revenue Refunding Bonds, Series 2010A (the "Series 2010A
16 Bonds"), in an aggregate principal amount of not to exceed \$26,000,000 on behalf of the
17 City, to refund a portion of the outstanding City of Long Beach Water Revenue Refunding
18 Bonds, 1997 Series A; and

19 WHEREAS, the City Council now desires to approve the issuance of the
20 Series 2010A Bonds by the Board, on behalf of the City;

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

23 Section 1. That the issuance and sale of the Series 2010A Bonds by the
24 Board, on behalf of the City, in an aggregate principal amount not to exceed
25 \$26,000,000, is hereby approved.

26 Section 2. That the City Clerk is hereby authorized and directed to
27 forward to the Board, without delay, a certified copy of this resolution.

28 Section 3. 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 September 7, 2010, by the following
4 vote:

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Ayes: Councilmembers: _____

Noes: Councilmembers: _____

Absent: Councilmembers: _____

City Clerk

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
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Long Beach, CA 90802-4664