

(R-83-1997)

RESOLUTION NUMBER R- 258653

Adopted on JUN 13 1983

RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF THE CITY OF SAN DIEGO HOSPITAL REVENUE BONDS (EQUIPMENT FINANCING PROGRAM), SERIES A, IN A PRINCIPAL AMOUNT NOT TO EXCEED \$20,000,000, THE EXECUTION AND DELIVERY OF AN INDENTURE OF TRUST, OFFICIAL STATEMENT, AND BOND PURCHASE CONTRACT AND CERTAIN OTHER ACTIONS IN CONNECTION THEREWITH.

WHEREAS, The City of San Diego (the "City") is a municipal corporation and charter city duly organized and existing under the freeholders' charter pursuant to which the City has the right and power to make and enforce all laws and regulations in respect to municipal affairs and certain other matters in accordance with and as more particularly provided in Sections 3, 5 and 7 of Article XI of the Constitution of the State of California and Section 2 of the Charter of the City (the "Charter"); and

WHEREAS, the City Council of the City (the "Council"), acting under and pursuant to the powers reserved to the City under Sections 3, 5 and 7 of Article XI of the Constitution of the State of California and Section 2 of the Charter, has by adoption of Ordinance No. 15074 (New Series) enacted the City of San Diego Health Facility Revenue Bond Law (the "Law") establishing a procedure for the authorization, issuance and sale of revenue bonds by the City for the purpose, inter alia, of providing financing for health facilities as specified

therein; and

WHEREAS, the City has determined to engage in a program of making loans to health facilities pursuant to the Law to finance, refinance or provide reimbursement for the cost of acquisition or installation of equipment and other personal property (the "Program"), and has determined to borrow money for such purpose by the issuance of revenue bonds as authorized by the Law; and

WHEREAS, the City has determined to issue an issue of such revenue bonds, designated "The City of San Diego Hospital Revenue Bonds (Equipment Financing Program), Series A" (the "Bonds"), in an aggregate principal amount not to exceed twenty million dollars (\$20,000,000) for the purpose of providing moneys for the Program; and

WHEREAS, the financing of the Program promotes the purposes of the Law, is in the public interest, serves a public purpose, promotes the health, welfare and safety of the citizens of the City, and constitutes a municipal affair; and

WHEREAS, all acts, conditions and things required by the Law, and by all other laws of the State of California, to exist, have happened and have been performed precedent to and in connection with the issuance of the Bonds exist, have happened, and have been performed in regular and due time, form and manner as required by law, and the City is now duly authorized and empowered, pursuant to each and every requirement of law, to issue the Bonds for the purpose, in the manner and upon the terms herein provided; NOW, THEREFORE,

BE IT RESOLVED, by the Council of The City of San Diego, as follows:

Section 1. The Council does hereby find and declare that the above recitals are true and correct and that the issuance of the Bonds is a municipal affair and a proper public purpose.

Section 2. Pursuant to the Law, the Bonds shall be issued in the aggregate principal amount not to exceed twenty million dollars (\$20,000,000).

Section 3. The proposed form of Indenture, between the City and Security Pacific National Bank, as Trustee, on file in the office of the City Clerk as Document No. ^{RR-}258653 -1, is hereby approved, and the City Manager, or his designated representative, is hereby authorized and directed, for and in the name and on behalf of the City, to execute, acknowledge and deliver to the Trustee an Indenture in substantially said form with such changes therein as the officers executing the same, with the advice of the City Attorney, may approve, such approval to be conclusively evidenced by the execution and delivery thereof. The date, maturity dates, interest rate or rates (which shall not exceed 10 percent), manner of execution, place or places of payment, terms of redemption and other terms of the Bonds shall be as provided in said Indenture, as finally executed.

Section 4. The proposed form of Bond Purchase Agreement between the City and Merrill Lynch Capital Markets (Merrill Lynch, Pierce, Fenner & Smith Incorporated) (the "Underwriter"), on file in the office of the City Clerk as Document No.

RR- 258653-2, is hereby approved. The City Manager, or his designated representative, is hereby authorized and directed, for and in the name and on behalf of the City, to approve the final terms of the sale of the Bonds (including an interest rate not to exceed 10 percent and an underwriting discount not to exceed 4 percent), and to evidence the City's acceptance of the offer made thereby by executing and delivering the Bond Purchase Agreement in substantially said form, with such changes therein as the officers executing the same, with the advice of the City Attorney, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 5. The proposed form of Equipment Loan Agreement by and between the City and certain participating health facilities (the "Borrowers") which receive loans from the Equipment Loan Fund established under the Indenture, attached as Exhibit A to the Indenture, is hereby approved. The City Manager, or his designated representative, is hereby authorized and directed, for and in the name and on behalf of the City, to execute and deliver Equipment Loan Agreements with Borrowers approved by such officers, with such changes therein as the officers executing the same, with the advice of the City Attorney, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 6. Bonds in an aggregate principal amount not to exceed twenty million dollars (\$20,000,000) shall be executed by the manual or facsimile signature of the Mayor, the seal of the City shall be affixed or imprinted thereon and attested by the

manual or facsimile signature of the City Clerk, in forms set forth in and otherwise in accordance with said Indenture. The seal of the City may be reproduced in facsimile form.

Section 7. The proposed form of Official Statement to be used in connection with the offer and sale of the Bonds, on file with the City Clerk as Document No. RR-258653-3, is hereby adopted and approved, and the City Manager, or his designated representative, is hereby authorized and directed, for and in the name and on behalf of the City, to execute and deliver the same with such changes therein as the officers executing the same, with the advice of the City Attorney, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof. The Underwriter is hereby authorized to distribute copies of the Official Statement in preliminary form to persons who may be interested in the purchase of the Bonds and is directed to deliver copies of said Official Statement in final form to all actual purchasers of the Bonds.

Section 8. The Bonds, when executed pursuant to Section 6 hereof, shall be delivered to the Trustee for authentication. The Trustee is hereby requested and directed to authenticate the Bonds by executing the Trustee's certificate and authentication appearing thereon, and to deliver the Bonds, when duly executed and authenticated, to the Underwriter, in accordance with written instructions executed on behalf of the City by the City Manager or his designated representative, which instructions said officers are hereby authorized and directed, for and in the

name and on behalf of the City, to execute and deliver to the Trustee. Said instructions shall provide for the delivery of the Bonds to the Underwriter, upon payment of the purchase price thereof.

Section 9. The officers of the City are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of this resolution.

Section 10. This resolution shall take effect immediately.

APPROVED: John W. Witt, City Attorney

By Stuart H. Swett
Stuart H. Swett
Chief Deputy City Attorney

SHS:rc:112.4
6/8/83
Or.Dept:Fin.Mgmt.
Form=r.none

Passed and adopted by the Council of The City of San Diego on JUN 13 1983,
 by the following vote:

Councilmen	Yeas	Nays	Not Present	Ineligible
Bill Mitchell	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Bill Cleator	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Gloria McColl	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
William Jones	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ed Struiksma	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mike Gotch	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dick Murphy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Uvaldo Martinez	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mayor Roger Hedgecock	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

AUTHENTICATED BY:

ROGER HEDGECOCK
 Mayor of The City of San Diego, California.

CHARLES G. ABDELNOUR
 City Clerk of The City of San Diego, California.

(Seal)

By Barbara Berridge, Deputy.

Office of the City Clerk, San Diego, California

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