

RESOLUTION NUMBER R- 261883

ADOPTED ON NOV 5 1984

A RESOLUTION APPROVING PRELIMINARY OFFICIAL STATEMENT AND PURCHASE AGREEMENT, AND AUTHORIZING AND DIRECTING CERTAIN ACTIONS WITH RESPECT THERETO.

WHEREAS, The City of San Diego (the "City") has determined that it is necessary for the City to acquire by lease a police heavy vehicle maintenance center (the "Project"); and

WHEREAS, in connection therewith the City Council of the City did adopt Ordinance No. O- 16329 (New Series) entitled "AN ORDINANCE PURSUANT TO SECTION 99 OF THE CITY CHARTER AUTHORIZING A LEASE AGREEMENT (SAN DIEGO POLICE HEAVY VEHICLE MAINTENANCE CENTER) WITH RAUSCHER PIERCE REFSNES LEASING, INC., A TRUST AGREEMENT WITH BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION AND A FEE SCHEDULE FOR TRUST SERVICES RELATED TO THE ISSUANCE OF CERTIFICATES OF PARTICIPATION IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$5,220,000.00 FOR A TERM NOT EXCEEDING 30 YEARS" (the "Ordinance"); and

WHEREAS, pursuant to the Ordinance, the City Manager and City Clerk are authorized to execute a Lease Agreement and Trust Agreement in connection with the financing of the Project once a Purchase Agreement and Official Statement are approved by the City Council; and

WHEREAS, pursuant to the City's authorization, E.F. Hutton & Company, Inc. (the "Underwriter") has prepared and presented to

this City an Official Statement containing information material to the offering and sale of the Certificates, as well as a Certificate Purchase Agreement pursuant to which the Underwriter offers to purchase the Certificates of Participation from Bank of America National Trust and Savings Association (the "Trustee"); and

WHEREAS, the Certificate Purchase Agreement and Preliminary Official Statement have been filed with this City, and the members of the City Council, with the aid of its staff, have reviewed said Certificate Purchase Agreement and Preliminary Official Statement; NOW, THEREFORE,

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

Section 1. The Purchase Agreement relating to the Certificates of Participation is hereby approved, and the City Manager is hereby authorized to execute said Agreement, and the City Clerk is hereby authorized and directed to attest to the City Manager's signature; provided that said Purchase Agreement shall not be executed by the City Manager unless the Underwriter agrees to purchase the Certificates for not less than ninety-five percent (95%) of the face amount of such Certificates. The City Manager is hereby authorized to approve such modifications to the Purchase Agreement as will not, in the judgment of the City Manager, constitute substantive modifications thereof, such approval to be conclusively established by the City Manager's execution of said Purchase Agreement.

Section 2. The Mayor, City Manager, City Clerk and other officials of the City are hereby authorized to execute such other agreements, documents and certificates as may be necessary to effect the purposes of this resolution and the lease financing herein authorized.


Section 3. To the best of the City Council's knowledge, information and belief, the Preliminary Official Statement contains no untrue statement of a material fact with respect to the City or omits to state a material fact with respect to the City required to be stated where necessary to make a statement not misleading in the light of the circumstances under which it was made.

Section 4. The Preliminary Official Statement is approved for distribution in the offering and sale of Certificates of Participation evidencing proportionate interests of the owners thereof in Lease Payments to be made by the City under the Lease Agreement.

Section 5. The City Manager is authorized to approve corrections and additions to the Preliminary Official Statement by supplement or amendment thereto, or otherwise as appropriate, provided that any such corrections or additions shall be necessary to cause the information contained therein to conform with facts material to the Certificates, or to the proceedings of the City. The City Manager is hereby authorized to approve such modifications to the Preliminary Official Statement as will not, in the judgment of the City Manager, constitute substantive modifications thereof.

Section 6. The City Manager is authorized to cause the Preliminary Official Statement to be brought into the form of a Final Official Statement and to execute said Final Official Statement, dated as of the date of the sale of the Certificates, so long as the net interest cost resulting from the interest rates specified in the Final Official Statement and the discount on the Certificates does not exceed eleven and three-quarters percent (11-3/4%). The City Manager is further authorized to execute a statement that the facts contained in the Final Official Statement, and any supplement or amendment thereto (which shall be deemed an original part thereof for the purpose of such statement) were, at the time of sale of the Certificates, true and correct in all material respects and that the Final Official Statement did not, on the date of sale of the Certificates, and does not, as of the date of delivery of the Certificates, contain any untrue statement of a material fact with respect to the City or omit to state material facts with respect to the City required to be stated where necessary to make a statement not misleading in light of the circumstances under which it was made. The City Manager shall take such further actions prior to the signing of the statement as are deemed necessary or appropriate to verify the accuracy of the statement.

APPROVED: John W. Witt, City Attorney

By   
Harold O. Valderhaug  
Deputy City Attorney

HOV:ps:ta:277  
10/23/84  
REV. 11/2/84  
REV.2 11/5/84  
REV.3 11/5/84  
Or.Dept:Police  
R-85-732  
Form=r.none

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Passed and adopted by the Council of The City of San Diego on NOV 5 1984,  
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 Struikma	<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.

(Seal)

**CHARLES G. ABDELNOUR**

City Clerk of The City of San Diego, California.

By *June A. Blackwell*, Deputy.

Office of the City Clerk, San Diego, California	
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