

ORDINANCE NUMBER O- 18747 (NEW SERIES)

ADOPTED ON JAN 31 2000

AN ORDINANCE OF THE COUNCIL OF THE CITY OF SAN DIEGO PURSUANT TO SECTION 99 OF THE CHARTER OF THE CITY OF SAN DIEGO APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF A SITE LEASE AND A BALLPARK FACILITY LEASE AND APPROVING AND AUTHORIZING THE EXECUTION, DELIVERY AND PERFORMANCE OF AN ASSIGNMENT AGREEMENT AND AN INDENTURE BY THE PUBLIC FACILITIES FINANCING AUTHORITY OF THE CITY OF SAN DIEGO AND APPROVING AND AUTHORIZING THE ISSUANCE AND SALE OF THE AUTHORITY'S LEASE REVENUE BONDS, SERIES 2000A AND APPROVING CERTAIN OTHER DOCUMENTS AND ACTIONS IN CONNECTION THEREWITH.

WHEREAS, on November 3, 1998, the electorate of the City of San Diego (the "City") approved Ordinance No. O-18613 (the "1998 Ordinance") which authorized the City and the Redevelopment Agency of The City of San Diego (the "Agency") to enter into a Memorandum of Understanding Concerning a Ballpark District, Construction of a Baseball Park, and a Redevelopment Project (the "MOU"), within the Centre City East (East Village) Redevelopment District of the Expansion Sub Area of the Centre City Redevelopment Project; and

WHEREAS, the 1998 Ordinance provided that it was the intent of the electorate that the 1998 Ordinance and the MOU constitute the legislative acts establishing policy for the City on those matters, and provided for the ways and means for the implementation of that policy by such administrative and non-legislative acts as may be necessary and appropriate to carry out the purpose and intent of the 1998 Ordinance; and

WHEREAS, the MOU has been executed by all parties thereto; and

WHEREAS, it is now fitting to consider such actions as may be necessary and appropriate to implement the purpose and intent of the 1998 Ordinance and MOU, consistent with both the City's and Agency's obligations under California law, and the discretion lawfully vested in the City Council acting on behalf of the City and Agency; and

WHEREAS, the Public Facilities Financing Authority of the City of San Diego (the "Authority") intends to authorize the issuance and sale of not to exceed Two Hundred Ninety-Nine Million Dollars (\$299,000,000) aggregate principal amount of the Authority's Lease Revenue Bonds, Series 2000A (the "2000A Bonds"), pursuant to an Indenture, tentatively dated as of March 1, 2000 (the "Indenture"), by and between the Authority and the trustee to be named therein (the "Trustee"), the proceeds of which will be used to, among other things, finance the acquisition, construction, and installation of a state-of-the-art baseball park (the "Ballpark"), a multi-story parking facility, and a public park to be located adjacent to the Ballpark (collectively, the "Project"); and

WHEREAS, the City intends to approve, by this ordinance, the issuance of not to exceed Two Hundred Ninety-Nine Million Dollars (\$299,000,000) aggregate principal amount of the 2000A Bonds by the Authority for the purpose of financing the Project; and

WHEREAS, the City and the Authority are entering into a Site Lease, tentatively dated as of March 1, 2000 (the "Site Lease"), by and between the City and the Authority, whereby the City will lease the Site (as defined in the Site Lease) to the Authority; and

WHEREAS, the Authority and the City are entering into a Ballpark Facility Lease, tentatively dated as of March 1, 2000 (the "Ballpark Facility Lease"), by and between the

Authority and the City, whereby the Authority has agreed to sublease to the City the Ballpark and the Site; and

WHEREAS, the City desires that the 2000A Bonds be issued, and certain actions be undertaken and documents be approved in connection therewith; and

WHEREAS, the City is authorized to undertake all of the above pursuant to its Charter and the Constitution and other applicable laws of the State of California; NOW, THEREFORE,

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

Section 1. All of the foregoing recitals are true and correct, and the Council so finds and determines.

Section 2. The City hereby requests the Authority to approve and authorize the issuance and sale of the 2000A Bonds in an amount not to exceed Two Hundred Ninety-Nine Million Dollars (\$299,000,000), to provide funds to finance the acquisition, construction, and installation of the Project and interest payable during construction, to fund any debt service reserve fund requirement and/or costs of a debt service reserve surety bond, to fund the costs of bond insurance or any other form of credit or liquidity enhancement which results in a lower true cost of borrowing, and to pay the costs of issuance for financing the Project, all as determined by the City and the Authority in consultation with the City's financial advisors with respect to the 2000A Bonds.

Section 3. The anticipated source of revenue for payment of the 2000A Bonds hereby authorized are the Base Rental Payments under and as defined in the Ballpark Facility Lease.

Section 4. To provide for the issuance and sale of the 2000A Bonds, the City hereby authorizes and approves the Authority's execution, delivery and performance of the Indenture, in substantially the form presented to and considered at this meeting as Exhibit "A," a copy of which

is on file in the office of the City Clerk as Document No. OO-18747-1. The 2000A Bonds will bear a fixed rate interest and may be supported by bond insurance or any other form of credit or liquidity enhancement.

Section 5. The City hereby authorizes and approves of the Authority's execution, delivery and performance of the Assignment Agreement, tentatively dated as of March 1, 2000 (the "Assignment Agreement"), by and between the Authority and the Trustee in substantially the form presented to and considered at this meeting as Exhibit "B," a copy of which is on file in the office of the City Clerk as Document No. OO-18747-2.

Section 6. The City hereby authorizes and approves the form and content of the Site Lease, pursuant to which the Site will be leased to the Authority. A copy of the Site Lease is on file in the office of the City Clerk as Document No. OO-18747-3, a form of which Site Lease is presented to and considered at this meeting as Exhibit "C." The City Manager of the City and his specified designees, and each of them, are hereby authorized and directed, for and in the name of and on behalf of the City, to execute and deliver the Site Lease in substantially the form presented to and considered at this meeting, and the City Clerk of the City and his specified designees, and each of them, are authorized to attest thereto, with such additions and changes therein as the City Manager or his specified designees, or any one of them, shall approve as being in the best interests of the City, and as is approved as to form by the City Attorney or his specified designee, such approval to be conclusively evidenced by such officer's execution and delivery of said Site Lease.

Section 7. The City hereby authorizes and approves the form and content of the Ballpark Facility Lease pursuant to which the Ballpark and the Site will be leased to the City. A copy of the Ballpark Facility Lease is on file in the office of the City Clerk as Document No. OO-18747-4

a form of which Ballpark Facility Lease is presented to and considered at this meeting as Exhibit "D." The City Manager of the City and his specified designees, and each of them, are hereby authorized and directed, for and in the name of and on behalf of the City, to execute and deliver the Ballpark Facility Lease in substantially the form presented to and considered at this meeting, and the City Clerk of the City and his specified designees, and any one of them, are authorized to attest thereto, with such additions and changes therein as the City Manager or his specified designees, and each of them, shall approve as being in the best interests of the City, and as is approved as to form by the City Attorney or his specified designee, such approval to be conclusively evidenced by such officer's execution and delivery of said Ballpark Facility Lease.

Section 8. The City Manager of the City and his specified designees, and each of them, are hereby authorized and directed to take all actions and execute any and all documents necessary or advisable to arrange for the insuring of all or a portion of the 2000A Bonds or to obtain a debt service reserve fund surety bond, or to obtain any other form of credit or liquidity enhancement, if, upon the consultation and advice of the City's financial advisors with respect to the 2000A Bonds, such insurance, surety bond or other credit enhancement will result in a lower true interest cost.

Section 9. All actions heretofore taken by any officials, employees or agents of the City with respect to the issuance, delivery or sale of the 2000A Bonds, or in connection with or related to any of the agreements referenced herein or the financing of the Project, are hereby approved, confirmed and ratified; and such other officials, employees, and agents of the City as may be authorized by the City Manager are hereby authorized and directed, for and in the name and on behalf of the City, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents which they, or any of them, may deem

necessary or advisable in order to consummate the lawful issuance and delivery of the 2000A Bonds and the disbursement of proceeds thereof in accordance with this Ordinance.

Section 10. The City Clerk is hereby directed to cause publication of notice of the adoption of this Ordinance for five (5) consecutive days in the San Diego Daily Transcript and the Public Record Reporter, newspapers of general circulation published and circulated in the City/County of San Diego, as required by California Government Code section 6040.1 within fifteen (15) days from the passage hereof pursuant to California Government Code section 6547.2.

Section 11. This Ordinance is subject to the provisions of the San Diego Municipal Code and San Diego City Charter. Subject to those provisions, this Ordinance shall take effect and be in force thirty (30) days from and after the date of its adoption and, prior to the expiration of fifteen (15) days from the passage hereof, the City Clerk shall cause this Ordinance to be published at least once in the San Diego Daily Transcript and the Public Record Reporter, newspapers of general circulation, published and circulated in the City.

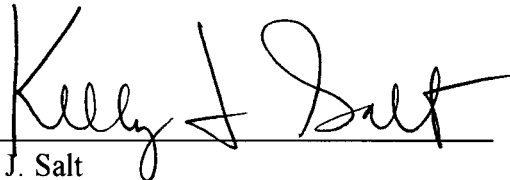
Section 12. The City Manager of the City and his specified designees, and each of them, are hereby authorized to make necessary arrangements with an appropriate title insurance company to issue a title insurance binder with respect to land that may become the subject of the Site Lease and the Ballpark Facility Lease and to execute any agreement required for retention of such title insurance company or companies.

Section 13. All actions heretofore taken by any officers, employees, or agents of the City with respect to the issuance, execution, delivery, or sale of the 2000A Bonds, or in connection with or related to any of the agreements or documents referenced herein, are hereby approved, confirmed and ratified.

Section 14. That a full reading of this ordinance is dispensed with prior to its final passage, a written or printed copy having been available to the City Council and the public a day prior to its final passage.

Section 15. That this ordinance shall take effect and be in force on the thirtieth day from and after its passage.

APPROVED: CASEY GWINN, City Attorney

By 
Kelly J. Salt
Deputy City Attorney

KJS:pev
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Or. Dept. Finl & Tech. Svcs.
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