

RESOLUTION NUMBER R- 293709

ADOPTED ON AUG 15 2000

WHEREAS, the Institute for Effective Education [Corporation], a nonprofit public benefit corporation, has requested that the California Statewide Communities Development Authority [CSCDA] participate in an installment purchase financing [Financing] for the purpose of financing the acquisition, construction, improvement and equipping of educational facilities at 2255/2299 Camino del Rio South, San Diego, California and 4055 Camino del Rio South, San Diego, California [Facility] within the City of San Diego [City]; and

WHEREAS, in connection with the Financing, CSCDA and the Corporation will enter into an installment purchase agreement [Purchase Agreement] under which the Corporation will sell the Facility to CSCDA and CSCDA will agree to make payments [Installment Payments] to the Corporation for the purchase thereof; and

WHEREAS, simultaneously with such sale under the Purchase Agreement, CSCDA and the Corporation will enter into an installment sale agreement [Sale Agreement] under which CSCDA will sell, among other things, the Facility back to the Corporation and the Corporation will agree to make payments to CSCDA for the purchase thereof, with the result that title to the Facility will remain with the Corporation; and

WHEREAS, certificates of participation [Certificates] in an aggregate principal amount not to exceed \$3,700,000, each representing a proportionate undivided interest in the Installment Payments, will be executed, delivered and sold in connection with the Financing; and

WHEREAS, proceeds of the Certificates in an amount not to exceed \$3,700,000 are expected by the Corporation to be used for the acquisition, construction, improvement and equipping of the Facility; and

WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986 [Code] as amended, the Financing must be approved by the City because the Facility is located within the territorial limits of the City; and

WHEREAS, the City Council of the City [Council] is the elected legislative body of the City and is one of the applicable elected representatives required to approve the Financing under Section 147(f) of the Code; and

WHEREAS, CSCDA and the Corporation have requested that the Council approve the Financing in order to satisfy the public approval requirement of Section 147(f) of the Code and the requirements of Section 9 of the Joint Exercise of Powers Agreement [Agreement], dated as of June 1, 1988, among certain local agencies, including the City; and

WHEREAS, pursuant to Section 147(f) of the Code, the City has, following notice duly given, held a public hearing regarding the Financing, and now the City Council desires to approve the Financing; NOW, THEREFORE,

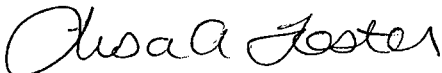
BE IT RESOLVED, by the Council of The City of San Diego, that the Council approves the Financing, and that it is the purpose and intent of the Council that this resolution constitute approval of the Financing (and the execution and delivery of the certificates of participation related thereto) for the purposes of (a) Section 147(f) of the Code by the applicable elected representative of the governmental unit having jurisdiction over the area in which the Facility is located, in accordance with said Section 147(f); and, (b) Section 9 of the Agreement;

BE IT FURTHER RESOLVED, that 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, certificates and other instruments which they deem necessary or advisable in order to carry out, give effect to and comply with the terms and intent of this resolution and the financing transaction approved hereby, and that any actions heretofore taken by such officers are hereby ratified and approved;

BE IT FURTHER RESOLVED, that the Certificates will be paid entirely from repayments by the Corporation, and that neither the full faith and credit nor the taxing power, if any, of the City, CSCDA and its members, the State of California [State] or any other political corporation, subdivision or agency of the State is pledged to the payment of the principal of premium, if any, or interest with respect to the Certificates, nor shall the City, CSCDA and its members, the State, or any other political corporation, subdivision or agency of the State be liable or obligated to pay the principal of, premium, if any, or interest with respect to the Certificates;

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately upon its passage.

APPROVED: CASEY GWINN, City Attorney

By 
Lisa A. Foster
Deputy City Attorney

LAF:jrl
07/26/2001
Or.Dept:
Aud.Cert:
R-2001-183
Form=r-t.frm