

RESOLUTION NUMBER R- 313344

DATE OF FINAL PASSAGE NOV 24 2020

A RESOLUTION OF THE COUNCIL OF THE CITY OF SAN DIEGO APPROVING AND AUTHORIZING THE ISSUANCE AND SALE OF A SECOND INSTALLMENT IN ONE OR MORE SERIES OF THE PUBLIC FACILITIES FINANCING AUTHORITY OF THE CITY OF SAN DIEGO'S LEASE REVENUE COMMERCIAL PAPER NOTES FROM TIME TO TIME ON A TAX-EXEMPT BASIS IN AN ADDITIONAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$88,500,000 OUTSTANDING AT ANY TIME; AND APPROVING CERTAIN OTHER DOCUMENTS AND ACTIONS IN CONNECTION THEREWITH.

WHEREAS, the Joint Exercise of Powers Agreement, dated as of May 14, 1991, as amended and restated as of January 11, 1999, further amended and restated on October 29, 2002, and further amended and restated as of January 1, 2013, by and among the City of San Diego, California (City), the City solely in its capacity as the designated Successor Agency to the former Redevelopment Agency of the City of San Diego and the Housing Authority of the City of San Diego (Housing Authority), established the Public Facilities Financing Authority of the City of San Diego (Authority), a California joint exercise of powers authority duly organized to provide financial assistance to the City; and

WHEREAS, on May 15, 2018 pursuant to Resolution No. R-311757, on August 14, 2018 pursuant to Resolution No. R-311956, and on October 30, 2018 pursuant to Resolution No. R-312033, the City authorized the issuance and sale of one or more series of the Authority's lease revenue commercial paper notes from time to time on a tax-exempt basis (Commercial Paper Notes) in an aggregate principal amount not to exceed \$88,500,000 outstanding at any time (Program) that are payable from Base Rental Payments (Base Rental Payments) to be made by the City pursuant to the Facilities Lease by and between the City and the Authority (Lease) to

(i) provide short-term financing for the acquisition, design, construction, installation, improvement, replacement, and equipping of various capital improvement projects related to the City, (ii) reimburse the City for eligible expenditures in accordance with applicable law, (iii) to pay principal of Commercial Paper Notes at maturity or to reimburse the related Credit Facility Provider (as defined in the Indenture herein referred to) for draws under the related Credit Facility (as defined in the Indenture herein referred to), and (iv) pay costs of issuance incurred in connection with the issuance of Commercial Paper Notes (collectively, the Projects); and

WHEREAS, on May 15, 2018 pursuant to Resolution No. FA-2018-5, and on October 30, 2018 pursuant to Resolution No. FA-2018-11, the Authority authorized the issuance and sale by the Authority of one or more series of its Commercial Paper Notes in the principal amount not to exceed in the aggregate \$88,500,000 outstanding at any time to provide funds for the Projects with the issuance of the Commercial Paper Notes from time to time; and

WHEREAS, outstanding principal of the Commercial Paper Notes is periodically paid down with long-term bonds, which then become the permanent financing source for the Projects initially funded by the Program, thereby resetting the total capacity of the Program to issue Commercial Paper Notes for new Projects; and

WHEREAS, the City desires to provide authorization for the issuance and sale of a second installment (Installment II) of Commercial Paper Notes in an additional aggregate principal amount not to exceed \$88,500,000 outstanding at any time that are payable from Base Rental Payments to be made by the City pursuant to the Lease to (i) provide short-term financing for the acquisition, design, construction, installation, improvement, replacement, and equipping of additional capital improvement projects related to the City, (ii) reimburse the City for eligible expenditures in accordance with applicable law, (iii) to pay principal of Commercial Paper Notes

at maturity or to reimburse the related Credit Facility Provider for draws under the related Credit Facility, and (iv) pay costs of issuance incurred in connection with the issuance of Commercial Paper Notes; and

WHEREAS, it is anticipated that various capital expenditures financed by the Commercial Paper Notes will be made prior to the issuance of the Commercial Paper Notes and in order to reimburse capital expenditures with proceeds of the Commercial Paper Notes, the City shall declare its intent to use proceeds of the Commercial Paper Notes to reimburse itself for eligible expenditures in accordance with section 1.150-2 of Treasury Regulations; and

WHEREAS, a notice of public hearing concerning the adoption of this Resolution was duly published once at least five (5) days prior to such hearing in a newspaper of general circulation in the County of San Diego; and

WHEREAS, the City is authorized to undertake the actions described in this Resolution pursuant to its Charter and the Constitution and applicable laws of the State of California; NOW, THEREFORE,

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

Section 1. The City Council hereby finds and determines that the statements set forth above in the recitals to this Resolution are true and correct. The City declares its intent to use proceeds of Installment II of the Commercial Paper Notes to reimburse itself for eligible expenditures of the capital improvement projects to be financed with the proceeds of Installment II of the Commercial Paper Notes in accordance with section 1.150-2 of Treasury Regulations.

Section 2. The City Council hereby finds that financing the Projects as described in the recitals to this Resolution will provide significant public benefits in accordance with the criteria specified in California Government Code section 6586.

Section 3. The City hereby authorizes and approves the Authority's issuance and sale of Installment II of its Commercial Paper Notes in an additional aggregate principal amount not to exceed \$88,500,000 outstanding at any time to provide funds for financing the Projects with the issuance of Commercial Paper Notes from time to time.

Section 4. All actions heretofore taken by any officers, employees, or agents of the City with respect to the additional authorization of the issuance, delivery, or sale of Installment II of the Commercial Paper Notes are hereby approved, confirmed and ratified. The Chief Operating Officer, the Chief Financial Officer, the Director of the Debt Management, the City Comptroller, the City Attorney and any such other officers, employees, or agents of the City as may be authorized by the Mayor of the City, the Chief Operating Officer or the Chief Financial Officer (each, a City Representative) are hereby authorized and directed, for and in the name of and on behalf of the City, to do any and all things and take any and all actions, including, without limitation, pay necessary and appropriate fees and expenses and to execute and deliver any and all certificates, agreements and other documents which they, or any of them, may deem necessary or desirable to consummate the transactions in accordance with this Resolution. Such other officials, employees, and agents of the City as may be authorized by the Mayor, the Chief Operating Officer of the City, the Chief Financial Officer of the City and their designees (each, an Authorized Signatory) are hereby each 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 issuance and sale in one or more series Installment II of the Authority's Commercial Paper Notes in an additional aggregate principal amount not to exceed \$88,500,000 outstanding at any time in connection therewith authorized by

this Resolution, and the disbursement of proceeds of Installment II of the Commercial Paper Notes in accordance with this Resolution.

Section 5. The Chief Financial Officer is authorized to establish one or more special interest-bearing account(s) to deposit proceeds of Installment II of the Commercial Paper Notes.

Section 6. This Resolution shall take effect immediately upon its adoption.

APPROVED: MARA W. ELLIOTT, City Attorney

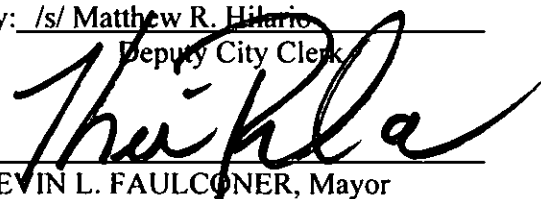
By: /s/ Bret A. Bartolotta
Bret A. Bartolotta
Deputy City Attorney

BAB:jdf
11/2/2020
Or. Dept.: Debt Management
Doc. No.: 2486109

I certify that the foregoing Resolution was passed by the City Council of the City of San Diego, at this meeting of November 17, 2020.

ELIZABETH S. MALAND
City Clerk

By: /s/ Matthew R. Hilario
Deputy City Clerk



KEVIN L. FAULCONER, Mayor

Approved: 11/23/20
(date)

Vetoed: _____
(date)

KEVIN L. FAULCONER, Mayor

Passed by the Council of The City of San Diego on 11/17/2020, by the following vote:

Councilmembers	Yeas	Nays	Not Present	Recused
Barbara Bry	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Jennifer Campbell	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Chris Ward	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Monica Montgomery	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mark Kersey	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Chris Cate	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Scott Sherman	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Vivian Moreno	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Georgette Gómez	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Date of final passage NOV 24 2020.

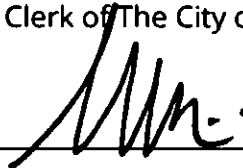
(Please note: When a resolution is approved by the Mayor, the date of final passage is the date the approved resolution was returned to the Office of the City Clerk.)

AUTHENTICATED BY:

KEVIN L. FAULCONER
Mayor of The City of San Diego, California.

(Seal)

ELIZABETH S. MALAND
City Clerk of The City of San Diego, California.

By , Deputy

Office of the City Clerk, San Diego, California
Resolution Number R- 313344