

RESOLUTION NO. _____

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MILPITAS APPROVING
THE ISSUANCE OF THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY MULTIFAMILY
HOUSING REVENUE BONDS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$45,000,000
FOR THE PURPOSE OF REFINANCING THE ACQUISITION, CONSTRUCTION, IMPROVEMENT
AND EQUIPPING OF THE CROSSING AT MONTAGUE APARTMENTS AND CERTAIN
OTHER MATTERS RELATING THERETO**

WHEREAS, Montague Parkway Associates, LP, a California limited partnership (the “Borrower”), has requested that the California Municipal Finance Authority (the “Authority”) participate in a plan of financing providing for the issuance of one or more series of revenue bonds issued from time to time, including bonds issued to refund such revenue bonds in one or more series from time to time, in an aggregate principal amount not to exceed \$45,000,000 (the “Bonds”) to refinance the acquisition, construction, improvement and equipping of a 468-unit multifamily rental housing project located at 755 E. Capitol Avenue, Milpitas, California, generally known as The Crossing at Montague Apartments (the “Project”), to be owned by the Borrower and operated by Ray Douglas Ann & Patrick, Inc., dba RPM Company, a California corporation; and

WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986 (the “Code”), the issuance of the Bonds by the Authority must be approved by the City of Milpitas (the “City”) because the Project is located within the territorial limits of the City; and

WHEREAS, the City Council of the City (the “City Council”) is the elected legislative body of the City and is one of the “applicable elected representatives” required to approve the issuance of the Bonds under Section 147(f) of the Code; and

WHEREAS, the Authority has requested that the City Council approve the issuance of the Bonds by the Authority in order to satisfy the public approval requirement of Section 147(f) of the Code and the requirements of Section 4 of the Joint Exercise of Powers Agreement Relating to the California Municipal Finance Authority, dated as of January 1, 2004 (the “Agreement”), among certain local agencies, including the City; and

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

WHEREAS, the Project was initially financed through the issuance by the City of its Variable Rate Demand Multifamily Housing Revenue Bonds (The Crossing at Montague Apartments) 2000 Series A (the “Original Bonds”) and the refinancing of the Project is to be effected through the issuance of the Bonds to refund the Original Bonds; and

WHEREAS, Section 53583 of the Government Code of the State of California (the “Government Code”) authorizes a joint exercise of powers agency, such as the Authority, to issue revenue bonds to refund revenue bonds issued by a member of such joint exercise of powers agency upon the authorization by resolution of such member; and

WHEREAS, the Authority has requested that this City Council, by resolution, approve the issuance of the Bonds by the Authority to refund the Original Bonds.

NOW, THEREFORE, the City Council of the City of Milpitas hereby finds, determines, and resolves as follows:

1. The City Council has considered the full record before it, which may include but is not limited to such things as the staff report, testimony by staff and the public, and other materials and evidence submitted or provided to it. Furthermore, the recitals set forth above are found to be true and correct and are incorporated herein by reference.
2. The City Council hereby approves the issuance of the Bonds by the Authority. It is the purpose and intent of the City Council that this Resolution constitute approval of the issuance of the Bonds by the Authority, 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 Project is located, in accordance with said Section 147(f), (b) Section 53583 of the Government Code and (c) Section 4 of the Agreement.

3. The issuance of the Bonds shall be subject to the approval of the Authority of all financing documents relating thereto to which the Authority is a party. The City shall have no responsibility or liability whatsoever with respect to the Bonds.
4. The adoption of this Resolution shall not obligate the City or any department thereof to (i) provide any financing to acquire or construct the Project or any refinancing of the Project; (ii) approve any application or request for or take any other action in connection with any planning approval, permit or other action necessary for the acquisition, construction, rehabilitation, installation or operation of the Project; (iii) make any contribution or advance any funds whatsoever to the Authority; or (iv) take any further action with respect to the Authority or its membership therein.
5. 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 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.
6. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this _____ day of _____, 2015, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Mary Lavelle, City Clerk

Jose S. Esteves, Mayor

APPROVED AS TO FORM:

Michael J. Ogaz, City Attorney