

**RESOLUTION NO. 98-006**

ADOPTED BY THE SACRAMENTO CITY FINANCING AUTHORITY

ON DATE OF December 8, 1998

A RESOLUTION OF THE SACRAMENTO CITY FINANCING AUTHORITY AUTHORIZING THE EXECUTION OF A TRUST AGREEMENT PROVIDING FOR THE ISSUANCE OF THE SACRAMENTO CITY FINANCING AUTHORITY REVENUE BONDS (NORTH NATOMAS CFD NO. 2) SERIES A (1999), AND APPROVING THE FORMS OF AND AUTHORIZING THE EXECUTION OF A BOND PURCHASE CONTRACT AND AN OFFICIAL STATEMENT THEREFORE, AND AUTHORIZING NECESSARY ACTIONS AND THE EXECUTION OF OTHER DOCUMENTS IN CONNECTION THEREWITH

WHEREAS, the Sacramento City Financing Authority (the "Authority") is a joint exercise of powers entity duly organized and validly existing under the laws of the State of California; and

WHEREAS, the City of Sacramento (the "City") is a charter city and municipal corporation duly organized and existing under the Constitution and laws of the State of California; and

WHEREAS, the Authority is empowered to issue its bonds for the purpose of acquiring and purchasing local obligations issued by various local agencies, including the City; and

WHEREAS, pursuant to a Trust Agreement (the "Trust Agreement") by and among the Authority and the City and U.S. Bank Trust National Association, as Trustee, the Authority proposes to issue its Sacramento City Financing Authority Revenue Bonds (North Natomas CFD No. 2) Series A (1999) (the "Bonds") for the purpose of acquiring and purchasing the Local Obligations (as that term is defined in the Trust Agreement) of the City; and

---

**FOR CITY CLERK USE ONLY**

RESOLUTION NO. 98-006

DATE ADOPTED December 8, 1998

WHEREAS, the Authority has determined that the property to be leased to the City and the property to be financed for the City within the City of Sacramento North Natomas Community Facilities District No. 2 (both as provided in the Local Obligations) are located within the geographic boundaries of the City; and

WHEREAS, the Authority has determined that it is in the public interest, convenience and welfare and for the common benefit of the City for the Authority to assist the City in the foregoing by executing the Trust Agreement and approving the other documents and authorizing the other actions as hereinafter more particularly described; and

WHEREAS, the Authority has full legal right, power and authority under the Constitution and the laws of the State of California to enter into the transactions hereinafter authorized;

NOW, THEREFORE, BE IT RESOLVED by the Sacramento City Financing Authority, as follows:

Section 1. All of the recitals herein contained are true and correct and the Authority so finds and determines.

Section 2. The form of the Trust Agreement, on file with the Secretary of the Authority (the "Secretary"), is hereby approved, and the Chairman of the Authority (the "Chairman") is hereby authorized to execute and deliver the Trust Agreement in substantially such form, with such changes therein as may be approved by counsel to the Authority, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 3. The form of Bond Purchase Contract (the "Bond Purchase Contract") between Stone & Youngberg LLC, as underwriter (the "Underwriter"), and the Authority, presented to this meeting and on file with the Secretary, providing for the sale of the Bonds to the Underwriter, is hereby approved, and the Chairman is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver to the Underwriter the Bond Purchase Contract in substantially such form, with such changes thereto as such officer may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, that the principal amount of the Bonds shall not exceed twelve million dollars (\$12,000,000) and the net interest cost of the Bonds shall not exceed seven and one-half per cent (7.5%) per annum and the underwriter's discount for the purchase of the Bonds shall not exceed three per cent (3.0 %) of the principal amount thereof.

Section 4. The preliminary Official Statement relating to the Bonds (the "Official Statement"), in substantially the form submitted to this meeting and on file with the Secretary, is

-2-

---

**FOR CITY CLERK USE ONLY**

RESOLUTION NO. 98-006

DATE ADOPTED December 8, 1998

hereby approved, and the Treasurer of the Authority (the "Treasurer") is hereby authorized to approve the distribution of the Official Statement in substantially said form and to certify to the Underwriter on behalf of the Authority that the Official Statement in preliminary form was, as of its date, "deemed final" by the Authority within the meaning of Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (except for the omission of certain final pricing, rating and related information as permitted by said rule), and the Treasurer is hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver to the Underwriter the Official Statement in final form with such additions or changes in the Official Statement in preliminary form as the Treasurer or counsel to the Authority shall require or approve, such approval to be conclusively evidenced by the execution and delivery thereof, and the Underwriter is hereby authorized to distribute copies of the Official Statement in final form to persons who may be interested in the purchase of the Bonds, and the Underwriter is directed to deliver such copies to all actual purchasers of the Bonds.

Section 5. The Secretary is hereby authorized and directed to attest the signature of the Chairman and to affix and attest the seal of the Authority as may be required or appropriate in connection with the execution and delivery of the Trust Agreement.

Section 6. The officers of the Authority are hereby authorized and directed, jointly and severally, to do any and all things that they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of this resolution. The Chairman, the Treasurer, the Secretary and the officers of the Authority are hereby authorized and directed to execute and deliver any and all certificates and representations necessary and desirable to accomplish the transactions set forth above.

Section 7. This resolution shall take effect immediately upon its adoption.

---

**FOR CITY CLERK USE ONLY**

RESOLUTION NO. 98-006

DATE ADOPTED December 8, 1998

PASSED AND ADOPTED by the Sacramento City Financing Authority this 8th day of December, 1998, by the following vote:

AYES: Cohn, Fargo, Hammond, Kerth, Pannell, Waters, Yee and Serna

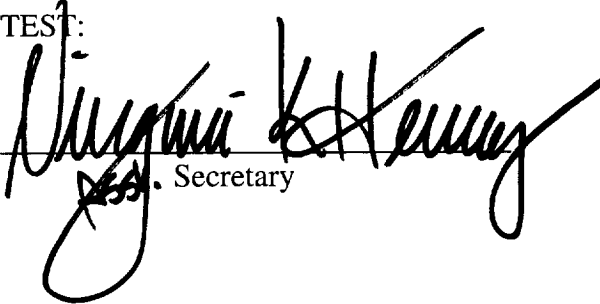
NOES: None

ABSENT: None

APPROVED:

  
Chairman

ATTEST:

  
Secretary

-4-

---

**FOR CITY CLERK USE ONLY**

RESOLUTION NO. 98-006

DATE ADOPTED December 8, 1998