

**SUBMITTAL TO THE BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

683



FROM: Executive Office

SUBMITTAL DATE:
September 24, 2008

SUBJECT: Remarketing and Broker-Dealer Agreements with Barclays Capital Inc.

RECOMMENDED MOTION: (1) Approve Resolution #2008-444 authorizing and approving the execution and delivery of a Broker-Dealer Agreement with Barclays Capital Inc. relating to the County's Certificates of Participation, 2007 Series B (Public Safety Communication Project), and (2) Authorize the County Executive Officer to execute Consent to Assumption Agreements with Barclays Capital Inc. to replace Lehman Brothers as remarketing agent provided terms remain unchanged from those in current agreements.

BACKGROUND: The County has remarketing agreements and a broker-dealer agreement with Lehman Brothers for the 1985 Riverside County Public Facilities Project, 1990 Monterey Avenue Project and the 2007 Series B Public Safety Communication Project financings. With Lehman's recent bankruptcy, and Barclay's subsequent purchase of Lehman's U.S. broker-dealer and investment-bank operations, it is necessary to enter into new Remarketing Agreements and Broker-Dealer Agreement with Barclay's to insure continued remarketing of the County's variable rate Certificates of Participation.

Dean Deines
Deputy County Executive Officer

FINANCIAL DATA	Current F.Y. Total Cost:	\$ N/A	In Current Year Budget:	N/A
	Current F.Y. Net County Cost:	\$ N/A	Budget Adjustment:	N/A
	Annual Net County Cost:	\$ N/A	For Fiscal Year:	N/A

SOURCE OF FUNDS: N/A	Positions To Be Deleted Per A-30	<input type="checkbox"/>
	Requires 4/5 Vote	<input type="checkbox"/>

C.E.O. RECOMMENDATION:

APPROVE

BY:
Jay E. Orr

County Executive Office Signature

FORM APPROVED COUNTY COUNSEL
BY:
DALE A. GARDNER
DATE: 9/29/08

Departmental Concurrence

- Policy
- Policy
- Consent
- Consent

Dept't Recomm.:
Per Exec. Ofc.:

Prev. Agn. Ref.: ATTACHMENTS FILED WITH THE CLERK OF THE BOARD District: All Agenda Number:

3.16

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2 **RESOLUTION NO. 2008-444**

3 RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF
4 RIVERSIDE AUTHORIZING AND APPROVING THE EXECUTION AND
5 DELIVERY OF A BROKER-DEALER AGREEMENT WITH BARCLAYS
6 CAPITAL INC. RELATING TO THE COUNTY'S CERTIFICATES OF
7 PARTICIPATION, 2007 SERIES B (PUBLIC SAFETY COMMUNICATION
8 PROJECT)

9 WHEREAS, the County of Riverside (the "County") has authorized and approved the
10 execution and delivery of its Certificates of Participation, 2007 Series A and 2007 Series B (Public
11 Safety Communication Project), the proceeds of which are being used by the County, among other
12 things, to pay the costs of acquisition, construction, installation and delivery of an 800 MHz public
13 safety radio communication system for the County and to refinance and prepay all or a portion of the
14 outstanding amount of the County's Certificates of Participation (1997 Lease Refunding Project)
15 dated September 15, 1997;

16 WHEREAS, the 2007 Series B Certificates were offered and remain as Auction Rate
17 Certificates in connection with which the County entered into Broker-Dealer Agreements dated as of
18 August 1, 2007 with Merrill Lynch, Pierce, Fenner & Smith Incorporated and Lehman Brothers Inc.
19 ("Lehman");

20 WHEREAS, Lehman is in the process of being liquidated and many of its functions,
21 including certain of its broker-dealer accounts, are being transferred to Barclays Capital Inc.
22 ("Barclays");

23 WHEREAS, the County desires to enter into a new Broker-Dealer Agreement with Barclays
24 to replace Lehman as one of the broker-dealers for the 2007 Series B Certificates;

25 WHEREAS, the County is authorized to undertake the above pursuant to the laws of the
26 State of California.

27 NOW, THEREFORE, the Board of Supervisors of the County of Riverside does hereby
28 resolve, determine and order as follows:

1 Section 1. The proposed form of Broker-Dealer Agreement (Public Safety Communication
2 Project 2007 Series B) (the "Broker-Dealer Agreement"), by and between the County, the Auction
3 Agent and Barclays Capital Inc., as Broker-Dealer, is hereby approved. The County Executive
4 Officer, the County Finance Director, the Deputy County Executive Officer and any other authorized
5 officers of the County acting on behalf of the County Executive Officer (each an "Authorized
6 Representative" and, collectively, the "Authorized Representatives") are, and each of them acting
7 alone is, hereby authorized and directed, for and in the name of and on behalf of the County, to
8 execute and deliver the Broker-Dealer Agreement in substantially the form on file with the Clerk of
9 the Board, with such changes therein as such Authorized Representative executing and delivering
10 such document may require or approve, such requirement or approval to be conclusively evidenced
11 by the execution and delivery thereof.

12 Section 2. All actions heretofore taken by any officer of the County with respect to the
13 negotiation, execution and delivery of the Broker-Dealer Agreement are hereby approved, confirmed
14 and ratified.

15 Section 3. The Authorized Representatives are, and each of them acting alone is, authorized
16 and directed to take any and all such actions, and to execute any and all such documents as may be
17 necessary or desirable to effectuate the purposes of this Resolution.

18 Section 4. The County Clerk shall certify to the passage of this Resolution and shall cause
19 the action of the Board of Supervisors in adopting the same to be entered in the official minutes of
20 this Board of Supervisors.
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2 **PASSED and ADOPTED** by the Board of Supervisors of the County of Riverside on the
3 30th day of September, 2008.

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Chairman of the Board of Supervisors

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9 (SEAL)

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11 ATTEST:

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13 FORM APPROVED COUNTY OF RIVERSIDE
14 BY: *Dale Gardner* 9/24/08
DALE A. GARDNER

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Clerk of the Board of Supervisors
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1 **CERTIFICATE OF CLERK**

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3 I, Nancy Romero, Clerk of the Board of Supervisors of the County of Riverside, do hereby
4 certify that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular
5 meeting of the Board of Supervisors of the County of Riverside duly and regularly held at the regular
6 meeting place thereof on September 30, 2008, of which meeting all of the members of said Board had
7 due notice.

8 AYES: Supervisors _____

9 NAYS: Supervisors _____

10 ABSENT: Supervisors _____

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12 I do hereby further certify that I have carefully compared the foregoing copy with the
13 original minutes of said meeting on file and of record in my office; that said copy is a full, true and
14 correct copy of the original resolution adopted at said meeting and entered in said minutes; and that
15 said resolution has not been amended, modified, rescinded or revoked in any manner since the date of
16 its adoption, and the same is now in full force and effect.

17 I do hereby further certify that an agenda for said meeting was posted at least seventy-two
18 (72) hours before said meeting at 4080 Lemon Street, Riverside, California, a location freely
19 accessible to members of the public, and a brief general description of said resolution appeared on
20 said agenda.

21 WITNESS my hand and the seal of the County of Riverside this _____ day of _____,
22 2008.

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24 _____
25 Clerk of the Board of Supervisors

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27 [SEAL]
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