

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

638



FROM: Executive Office

SUBMITTAL DATE:
July 19, 2012

SUBJECT: Refunding of the County of Riverside Assessment District No. 168 (Rivercrest) Limited Obligation Improvement Bonds (the "AD 168 Bonds") (Vote on Separately)

RECOMMENDED MOTION: That the Board of Supervisors approve (1) Resolution No. 2012-175 Intention to issue refunding bonds and to levy reassessments as security; (2) Resolution No. 2012-178 (a) Approving and confirming the Reassessment Report, (b) Confirming and Levying the reassessments contained therein; (3) Resolution No. 2012-179 (a) Authorizing the issuance of Not-to-Exceed \$2,500,000 aggregate principal amount and (b) Authorizing the execution and delivery of the documents associated with the refunding of the County of Riverside Assessment District No. 168 (Rivercrest) Limited Obligation Improvement Bonds (the "AD 168 Bonds") to provide savings without extending the maturity of the bonds.

BACKGROUND: Assessment District No. 168 (Rivercrest) was formed on January 23, 2001, to fund public facilities within the district. On the same date, a property owner election was held, authorizing the levy of assessments.

Continued on page 2

Lani Sioson
Lani Sioson, Senior Management Analyst

FINANCIAL DATA	Current F.Y. Total Cost:	\$ 150,000	In Current Year Budget:	N/A
	Current F.Y. Net County Cost:	\$ N/A	Budget Adjustment:	No
	Annual Net County Cost:	\$ N/A	For Fiscal Year:	2012/2013

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

C.E.O. RECOMMENDATION:

APPROVE

BY: *Christopher M. Hans*
County Executive Office Signature Christopher M. Hans

FORM APPROVED COUNTY COUNSEL
BY: *Walter Gardner* 7/19/12
DATE
Departmental Concurrence
WALTER GARDNER

- Policy
- Policy
- Consent
- Consent

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

Prev. Agn. Ref.: | District: | Agenda Number:

3.6

BACKGROUND Continued: On August 2, 2001, bonds in the amount of \$3,620,000 were issued, with interest rates ranging from 4.10% to 6.70% and final maturity of September 2, 2026. The par amount of the AD 168 Bonds currently outstanding is \$2,495,000.

Current market conditions allow for a full refunding of the AD 168 Bonds through the issuance of County of Riverside Assessment District No. 168 (Rivercrest) Limited Obligation Improvement Refunding Bonds, Series 2012. This can provide the property owners in the assessment district with a total of at least \$290,000 in present value savings or 11% of the refunded par. This exceeds the Board Policy B-24 requirement of at least 3% net present value savings. In addition, this refunding will not extend the maturity date per that policy.

If approved, staff recommends issuing approximately \$2.0 million in fixed interest rate bonds. The savings will average about \$90,000 annually through the life of the bonds. The average annual debt service is anticipated to be about \$175,000.

The agreement for Bond Counsel Services provides the scope of services that are to be performed by counsel in order to assist the County with the issuance of the refunding bonds. Bond Counsel fees will be paid through the cost of issuance for the district after the bonds are sold and at the time of closing of the refunding when monies are disbursed.

The proposed sale and issuance of the Series 2012 Bonds has been reviewed and approved by the County's Debt Advisory Committee.

RESOLUTION NO. 2012-175

**A RESOLUTION OF THE BOARD OF SUPERVISORS OF
THE COUNTY OF RIVERSIDE OF INTENTION TO ISSUE
REFUNDING BONDS AND TO LEVY REASSESSMENTS
AS SECURITY THEREFOR**

WHEREAS, the Board of Supervisors (the "Board of Supervisors") of the County of Riverside (the "County") previously formed Assessment District No. 168 (Rivercrest) (the "Prior District") pursuant to the Municipal Improvement Act of 1913 (being Division 12 of the California Streets and Highways Code), for the purpose of financing certain public improvements (the "Improvements");

WHEREAS, in order to provide funds to finance the Improvements, the County previously issued its Assessment District No. 168 (Rivercrest) of the County of Riverside Limited Obligation Improvement Bonds (the "Prior Bonds"), in an aggregate principal amount of \$3,620,000, payable from the special assessments levied within the Prior District, pursuant to the Improvement Bond Act of 1915 (being Division 10 of the California Streets and Highways Code) (the "Bond Law");

WHEREAS, certain savings and efficiencies may be obtained by refunding the Prior Bonds ;

WHEREAS, the County is authorized by the Refunding Act of 1984 for 1915 Improvement Act Bonds (being Division 11.5 of the California Streets and Highways Code) (the "Refunding Act") to issue refunding bonds for the purpose of refunding the Prior Bonds and to provide for the levy and collection of reassessments as security for such refunding bonds;

WHEREAS, County desires to refund the Prior Bonds; and

WHEREAS, in order to provide a portion of the moneys required to refund the Prior Bonds, the County desires to provide for the issuance, pursuant to the Refunding Act, of the Reassessment District No. 168 (Rivercrest) of the County of Riverside Limited Obligation Improvement Bonds (the "Bonds");

NOW, THEREFORE, THE BOARD OF SUPERVISORS OF THE COUNTY OF RIVERSIDE, in regular session assembled on July 31, 2012, does hereby resolve, find, determine and order as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. The Board of Supervisors hereby determines that the public interest requires the refunding of the Prior Bonds and the Board of Supervisors hereby declares its intention to refund the Prior Bonds and to levy reassessments in and for the proposed Reassessment District No. 168 (Rivercrest) of the County of Riverside (the "District") as security for the Bonds, which are proposed to be issued to refund the Prior Bonds.

FORM APPROVED COUNTY COUNSEL
BY *Dale A. Gardner* DATE 7/19/12
DALE A. GARDNER DATE

Section 3. The proceedings for the issuance of the Bonds and the levy and collection of reassessments as security for the payment of the Bonds shall be conducted pursuant to the Refunding Act.

Section 4. The Board of Supervisors declares that it elects to establish a special reserve fund for the Bonds pursuant to Part 16 (commencing with Section 8880) of Division 10 of the California Streets and Highways Code and, therefore, the amount of such special reserve fund shall be included in the contemplated reassessment.

Section 5. Albert A. Webb Associates, a qualified person retained by the County pursuant to Section 9506 of the Refunding Act, is hereby directed to prepare and file with the Clerk of the Board of Supervisors (the "Clerk of the Board") a report in writing, containing the following:

(a) A schedule setting forth the unpaid principal and interest on the Prior Bonds to be refunded and the total amounts thereof;

(b) The total estimated principal amount of the reassessment and of the Bonds and the maximum interest rate thereon, together with an estimate of cost of the reassessment and of issuing the Bonds, including all costs of issuing the Bonds, as defined by subdivision (a) of Section 9600 of the Refunding Act;

(c) The auditor's record kept pursuant to Section 8682 of the California Streets and Highways Code showing the schedule of principal installments and interest on all unpaid original assessments for the Prior Bonds and the total amounts thereof;

(d) The estimated amount of each reassessment, identified by reassessment number corresponding to the reassessment number on the reassessment diagram, together with a proposed auditor's record for the reassessment prepared in the manner described in said Section 8682 of the California Streets and Highways Code; and

(e) A reassessment diagram showing the District and the boundaries and dimensions of the subdivisions of land within the District. Each subdivision, including each separate condominium interest as defined in Section 783 of the California Civil Code, shall be given a separate number upon the diagram.

Section 6. When the report provided for in Section 5 hereof is filed with the Clerk of the Board, the Clerk of the Board is directed to present said report to the Board of Supervisors for consideration, pursuant to Sections 9524 and 9525 of the Refunding Act.

Section 7. Notice is hereby given that the Bonds, representing the unpaid reassessments, in the form of serial and/or term bonds and bearing interest at rates not to exceed the maximum rate then permitted by applicable law, will be issued in these proceedings in the manner provided by the Refunding Act and the Bond Law, including Part 6.5 thereof, the last installment of which Bonds shall be no later than September 2, 2026. Pursuant to Section 8650.1 of the Bond Law, the Board of Supervisors hereby determines that the principal amount of the Bonds maturing or becoming subject to mandatory prior redemption each year may be other than an amount equal to an even annual proportion of the aggregate principal of the Bonds. Under the Bond Law, the

County will not obligate itself to advance available funds from the treasury of the County to cure any deficiency in the redemption fund to be created with respect to the Bonds; provided, however, that a determination not to obligate itself shall not prevent the County from, in its sole discretion, so advancing the funds.

Section 8. The provisions of Part 11.1 of Division 10 of the California Streets and Highways Code, providing for an alternative procedure for the advance payment of reassessments and the calling of bonds, shall apply to the Bonds issued under these proceedings.

Section 9. Reference is hereby made to proceedings heretofore had under Division 4 of the California Streets and Highways Code for the Prior Bonds, which are on file in the records of the County.

Section 10. The officers of the County are, and each of them is, hereby authorized and directed to do any and all things, and to execute and deliver any and all documents which said officers may deem necessary or advisable in order to accomplish the purposes of this Resolution and not inconsistent with the provisions hereof.

Section 11. This Resolution shall take effect immediately upon its adoption.

ADOPTED, SIGNED AND APPROVED this 31st day of July, 2012, by the Board of Supervisors of the County of Riverside.

Chairman of the Board of Supervisors

ATTEST:
Kecia Harper-Ihem
Clerk of the Board of Supervisors

By: _____
Deputy

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE) ss.

I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, California, do hereby certify that the foregoing Resolution No. 2012-175 was duly adopted by the Board of Supervisors of said County at a meeting of said Board held on the 31st day of July, 2012, and that it was so adopted by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

_____, Deputy
Clerk of the Board of Supervisors
of the County of Riverside

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE) ss.

I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, California, do hereby certify that the above and foregoing is a full, true and correct copy of Resolution No. 2012-175 of the Board of Supervisors of said County, and that the same has not been amended or repealed.

Dated: _____

_____, Deputy
Clerk of the Board of Supervisors
of the County of Riverside

RESOLUTION NO. 2012-178

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF RIVERSIDE APPROVING AND CONFIRMING THE REASSESSMENT REPORT FOR REASSESSMENT DISTRICT NO. 168 (RIVERCREST) OF THE COUNTY OF RIVERSIDE, CONFIRMING AND LEVYING THE REASSESSMENTS CONTAINED THEREIN AND DIRECTING ACTIONS WITH RESPECT THERETO

WHEREAS, the Board of Supervisors (the "Board of Supervisors") of the County of Riverside (the "County") previously formed Assessment District No. 168 (Rivercrest) (the "Prior District") pursuant to the Municipal Improvement Act of 1913 (being Division 12 of the California Streets and Highways Code), for the purpose of financing certain public improvements (the "Improvements");

WHEREAS, in order to provide funds to finance the Improvements, the County previously issued its Assessment District No. 168 (Rivercrest) of the County of Riverside Limited Obligation Improvement Bonds (the "Prior Bonds"), in an aggregate principal amount of \$3,620,000, payable from the special assessments levied within the Prior District, pursuant to the Improvement Bond Act of 1915 (being Division 10 of the California Streets and Highways Code);

WHEREAS, certain savings and efficiencies may be obtained by refunding the Prior Bonds;

WHEREAS, the County is authorized by the Refunding Act of 1984 for 1915 Improvement Act Bonds (being Division 11.5 of the California Streets and Highways Code) (the "Refunding Act") to issue refunding bonds for the purpose of refunding the Prior Bonds and to provide for the levy and collection of reassessments as security for such refunding bonds;

WHEREAS, the County has determined that it would be advantageous to refund the Prior Bonds;

WHEREAS, the Board of Supervisors, by a Resolution entitled "A Resolution of the Board of Supervisors of the County of Riverside of Intention To Issue Refunding Bonds and To Levy Reassessments As Security Therefor," adopted on this date (the "Resolution of Intention"), resolved its intention to refund the Prior Bonds and to levy reassessments in and for the proposed Reassessment District No. 168 (Rivercrest) of the County of Riverside (the "District") as security for the Reassessment District No. 168 (Rivercrest) of the County of Riverside Limited Obligation Improvement Bonds (the "Bonds") proposed to be issued to refund the Prior Bonds;

WHEREAS, the Board of Supervisors, in the Resolution of Intention, directed the preparation of a report in writing containing the matters specified in Section 9523 of the Refunding Act (the "Report") and the filing of the Report with the Clerk of the Board of Supervisors (the "Clerk of the Board"); and

FORM APPROVED COUNTY COUNSEL
BY: *Dale A. Gardner* DATE: 7/19/12
DALE A. GARDNER

WHEREAS, the Report was so prepared and filed and the Clerk of the Board has presented the Report to the Board of Supervisors for consideration;

NOW, THEREFORE, THE BOARD OF SUPERVISORS OF THE COUNTY OF RIVERSIDE, in regular session assembled on July 31, 2012, does hereby resolve, find, determine and order as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. Pursuant to Section 9525 of the Refunding Act, and based upon the Report, the Board of Supervisors hereby finds and determines that all of the following conditions are satisfied:

(a) Each of the estimated annual installments of principal and interest on the reassessment (other than amounts added to such annual installments due to delinquencies in the payment of the reassessments for the Prior Bonds), as set forth in the Report pursuant to subdivision (d) of Section 9523 of the Refunding Act, is less than the corresponding annual installment of principal and interest on the original assessment being superseded and supplanted, as set forth in the Report pursuant to subdivision (c) of Section 9523 of the Refunding Act, by the same percentage for all subdivisions of land with the District;

(b) The number of years to maturity of all Bonds proposed to be issued is not more than the number of years to the last maturity of the Prior Bonds; and

(c) The principal amount of the reassessment on each subdivision of land within the District (other than amounts added to such principal amount due to delinquencies in the payment of the reassessments for the Prior Bonds) is less than the unpaid principal amount of the portion of the original assessment being superseded and supplanted by the same percentage for each subdivision of land in the District.

Section 3. The Report is hereby approved and confirmed by the Board of Supervisors and the reassessments contained therein are hereby confirmed and levied by the Board of Supervisors and, upon making the necessary recordings and filings as required by the Refunding Act, such reassessments shall become a lien upon the various parcels of land reassessed in the District.

Section 4. The Clerk of the Board is hereby directed to (a) record the reassessment roll contained in the Report and the related reassessment diagram in the office of the Superintendent of Streets of the County, (b) record the reassessment diagram and notices thereof as required by Division 4.5 of the California Streets and Highways Code in the office of the County Recorder of the County, and (c) file copies of this Resolution with the Auditor of the County.

Section 5. The officers of the County are, and each of them is, hereby authorized and directed to do any and all things, and to execute and deliver any and all documents which said officers may deem necessary or advisable in order to accomplish the purposes of this Resolution and not inconsistent with the provisions hereof.

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

ADOPTED, SIGNED AND APPROVED this 31st day of July, 2012, by the Board of Supervisors of the County of Riverside.

Chairman of the Board of Supervisors

ATTEST:
Kecia Harper-Ihem
Clerk of the Board of Supervisors

By: _____
Deputy

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE) ss.

I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, California, do hereby certify that the foregoing Resolution No. 2012-178 was duly adopted by the Board of Supervisors of said County at a meeting of said Board held on the 31st day of July, 2012, and that it was so adopted by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

_____, Deputy
Clerk of the Board of Supervisors
of the County of Riverside

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE) ss.

I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, California, do hereby certify that the above and foregoing is a full, true and correct copy of Resolution No. 2012-178 of the Board of Supervisors of said County, and that the same has not been amended or repealed.

Dated: _____

_____, Deputy
Clerk of the Board of Supervisors
of the County of Riverside

RESOLUTION NO. 2012-179

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF RIVERSIDE AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,500,000 AGGREGATE PRINCIPAL AMOUNT OF REASSESSMENT DISTRICT NO. 168 (RIVERCREST) OF THE COUNTY OF RIVERSIDE LIMITED OBLIGATION IMPROVEMENT BONDS, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDENTURE, AN ESCROW AGREEMENT, A BOND PURCHASE AGREEMENT AND A CONTINUING DISCLOSURE AGREEMENT AND THE PREPARATION OF AN OFFICIAL STATEMENT AND OTHER MATTERS RELATED THERETO

WHEREAS, the Board of Supervisors (the "Board of Supervisors") of the County of Riverside (the "County") previously formed Assessment District No. 168 (Rivercrest) (the "Prior District") pursuant to the Municipal Improvement Act of 1913 (being Division 12 of the California Streets and Highways Code), for the purpose of financing certain public improvements (the "Improvements");

WHEREAS, in order to provide funds to finance the Improvements, the County previously issued its Assessment District No. 168 (Rivercrest) of the County of Riverside Limited Obligation Improvement Bonds (the "Prior Bonds"), in an aggregate principal amount of \$3,620,000, payable from the special assessments levied within the Prior District, pursuant to the Improvement Bond Act of 1915 (being Division 10 of the California Streets and Highways Code);

WHEREAS, certain savings and efficiencies may be obtained by refunding the Prior Bonds;

WHEREAS, the County is authorized by the Refunding Act of 1984 for 1915 Improvement Act Bonds (being Division 11.5 of the California Streets and Highways Code) (the "Refunding Act") to issue refunding bonds for the purpose of refunding the Prior Bonds and to provide for the levy and collection of reassessments as security for such refunding bonds;

WHEREAS, the Board of Supervisors, by a Resolution entitled "A Resolution of the Board of Supervisors of the County of Riverside of Intention To Issue Refunding Bonds and To Levy Reassessments As Security Therefor," adopted on this date (the "Resolution of Intention"), resolved its intention to refund the Prior Bonds and to levy reassessments in and for the proposed Reassessment District No. 168 (Rivercrest) of the County of Riverside (the "District") as security for the Reassessment District No. 168 (Rivercrest) of the County of Riverside Limited Obligation Improvement Bonds (the "Bonds") proposed to be issued to refund the Prior Bonds;

WHEREAS, the Board of Supervisors, in the Resolution of Intention, directed the preparation of a report in writing containing the matters specified in Section 9523 of the

FORM APPROVED COUNTY COUNSEL
BY: *Alex Gardner* DATE: 7/19/12
ALEX GARDNER

Refunding Act (the "Report") and the filing of the Report with the Clerk of the Board of Supervisors (the "Clerk of the Board"); and

WHEREAS, the Report was so prepared and filed and the Clerk of the Board presented the Report to the Board of Supervisors for consideration;

WHEREAS, the Board of Supervisors, by a Resolution entitled "A Resolution of the Board of Supervisors of the County of Riverside Approving and Confirming the Reassessment Report for Reassessment District No. 168 (Rivercrest) of the County of Riverside, Confirming and Levying the Reassessments Contained Therein and Directing Actions With Respect Thereto" adopted on this date, approved and confirmed the Report and confirmed and levied the reassessments contained therein (the "Reassessments");

WHEREAS, the County has determined that it would be advantageous to refund the Prior Bonds;

WHEREAS, in order to provide a portion of the moneys required to refund the Prior Bonds, the County desires to provide for the issuance of the Bonds, in the aggregate principal amount of not to exceed \$2,500,000;

WHEREAS, in order to provide for the authentication and delivery of the Bonds, to establish and declare the terms and conditions upon which the Bonds are to be issued and secured and to secure the payment of the principal thereof, premium, if any, and interest thereon, the County proposes to enter into an Indenture with U.S. Bank National Association, as trustee (the "Trustee") (such Indenture, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the "Indenture");

WHEREAS, the moneys to defease and redeem the Prior Bonds will be applied to such purpose pursuant to an Escrow Agreement by and between the County and U.S. Bank National Association, as prior fiscal agent and as escrow bank (such Escrow Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the "Escrow Agreement");

WHEREAS, E. J. De La Rosa & Co., Inc. (the "Underwriter"), has presented the County with a proposal, in the form of a Bond Purchase Agreement, to purchase the Bonds from the County (such Bond Purchase Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the "Purchase Agreement");

WHEREAS, Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 ("Rule 15c2-12") requires that, in order to be able to purchase or sell the Bonds, the underwriter thereof must have reasonably determined that the County has, or one or more appropriate obligated persons have, undertaken in a written agreement or contract for the benefit of the holders of the Bonds to provide disclosure of certain financial information and certain material events on an ongoing basis;

WHEREAS, in order to cause such requirement to be satisfied, the County desires to enter into a Continuing Disclosure Agreement with the Trustee (such Continuing Disclosure Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Continuing Disclosure Agreement”);

WHEREAS, a form of the Preliminary Official Statement to be distributed in connection with the public offering of the Bonds has been prepared (such Preliminary Official Statement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “Preliminary Official Statement”);

WHEREAS, there have been prepared and submitted to this meeting forms of:

- (a) the Indenture;
- (b) the Escrow Agreement;
- (c) the Purchase Agreement;
- (d) the Continuing Disclosure Agreement; and
- (e) the Preliminary Official Statement;

WHEREAS, the County desires to authorize the issuance of the Bonds and the execution of such documents and the performance of such acts as may be necessary or desirable to effect the issuance of the Bonds;

NOW, THEREFORE, THE BOARD OF SUPERVISORS OF THE COUNTY OF RIVERSIDE, in regular session assembled on July 31, 2012, does hereby resolve, find, determine and order as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. Subject to the provisions of Section 3 hereof, the issuance of the Bonds, in an aggregate principal amount of not to exceed \$2,500,000, on the terms and conditions set forth in, and subject to the limitations specified in, the Indenture, is hereby authorized and approved. The Bonds shall be dated, shall bear interest at the rates, shall mature on the dates, shall be subject to call and redemption, shall be issued in the form and shall be as otherwise provided in the Indenture, as the same shall be completed as provided in this Resolution.

Section 3. The Indenture, in substantially the form submitted to this meeting and made a part hereof as though set forth herein, be and the same is hereby approved. Each of the Chairman of the Board of Supervisors, and such other members of the Board of Supervisors as the Chairman may designate, the County Executive Officer of the County, the Assistant County Executive Officer of the County and the Chief Deputy Executive Officer of the County, and such other officers of the County as the County Executive Officer may designate (the “Authorized Officers”) is hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the County, to execute and deliver the Indenture in the form submitted to this

meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Indenture by such Authorized Officer; provided, however, that such changes, insertions and omissions shall not authorize an aggregate principal amount of Bonds in excess of \$2,500,000, shall not result in a final maturity date of the Bonds later than September 2, 2026 and shall not result in a true interest cost for the Bonds in excess of 5.0%.

Section 4. The refunding of the Prior Bonds is hereby approved. Such refunding shall be accomplished by paying the interest due and payable on the Prior Bonds to and including September 2, 2012, paying the principal of the Prior Bonds due and payable on September 2, 2012 and redeeming the Prior Bonds on September 2, 2012 by paying the redemption price thereof.

Section 5. The Escrow Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth in full herein, be and the same is hereby approved. Each of the Authorized Officers is hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the County, to execute and deliver the Escrow Agreement in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Escrow Agreement by such Authorized Officer.

Section 6. The Purchase Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth in full herein, be and the same is hereby approved. Each of the Authorized Officers is hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the County, to execute and deliver the Purchase Agreement in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Purchase Agreement by such Authorized Officer; provided, however, that such changes, insertions and omissions shall not result in an aggregate underwriter's discount (not including any original issue discount) from the principal amount of the Bonds in excess of 2.0% of the aggregate principal amount of the Bonds.

Section 7. The Continuing Disclosure Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth in full herein, be and the same is hereby approved. Each of the Authorized Officers is hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the County, to execute and deliver the Continuing Disclosure Agreement in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Continuing Disclosure Agreement by such Authorized Officer.

Section 8. The Preliminary Official Statement, in substantially the form presented to this meeting and made a part hereof as though set forth in full herein, with such changes, insertions and omissions therein as may be approved by an Authorized Officer, be and the same is hereby approved, and the use of the Preliminary Official Statement in connection with the offering and sale of the Bonds is hereby authorized and approved. The Authorized Officers are each hereby

authorized to certify on behalf of the County that the Preliminary Official Statement is deemed final as of its date, within the meaning of Rule 15c2-12 (except for the omission of certain final pricing, rating and related information as permitted by Rule 15c2-12).

Section 9. The preparation and delivery of a final Official Statement (the “Official Statement”), and its use in connection with the offering and sale of the Bonds, be and the same is hereby authorized and approved. The Official Statement shall be in substantially the form of the Preliminary Official Statement, with such changes, insertions and omissions as may be approved by an Authorized Officer, such approval to be conclusively evidenced by the execution and delivery thereof. Each of the Authorized Officers is hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the County, to execute the final Official Statement and any amendment or supplement thereto.

Section 10. The officers of the County, acting *ex officio* on behalf of the County, are, and each of them is, hereby authorized and directed to do any and all things, and to execute and deliver any and all documents which said officers may deem necessary or advisable in order to accomplish the purposes of this Resolution and not inconsistent with the provisions hereof.

Section 11. This Resolution shall take effect immediately upon its adoption.

ADOPTED, SIGNED AND APPROVED this 31st day of July, 2012, by the Board of Supervisors of the County of Riverside.

Chairman of the Board of Supervisors

ATTEST:
Kecia Harper-Ihem
Clerk of the Board of Supervisors

By: _____
Deputy

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE) ss.

I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, California, do hereby certify that the foregoing Resolution No. 2012-179 was duly adopted by the Board of Supervisors of said County at a meeting of said Board held on the 31st day of July, 2012, and that it was so adopted by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

_____, Deputy
Clerk of the Board of Supervisors
of the County of Riverside

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE) ss.

I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, California, do hereby certify that the above and foregoing is a full, true and correct copy of Resolution No. 2012-179 of the Board of Supervisors of said County, and that the same has not been amended or repealed.

Dated: _____

_____, Deputy
Clerk of the Board of Supervisors
of the County of Riverside