

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

872



FROM: Executive Office

SUBMITTAL DATE:
June 6, 2013

SUBJECT: Substitution of Real Property Relating to the County of Riverside's Certificates of Participation, 2007 Series A (Public Safety Communication and Refunding Projects)

RECOMMENDED MOTION: That Resolution 2013-134 authorizing and approving the substitution of one parcel of property for another through a Second Amendment to Site and Facilities Lease, Second Amendment to Sublease and Option to Purchase and a Second Amendment to Assignment Agreement relating to the County of Riverside Certificates of Participation, 2007 series B (Public Safety Communication and Refunding Projects) be approved.

BACKGROUND: On May 14, 2013 the Board of Supervisors approved a separate financing (2013 financing) to remodel the building located at 4075 Main Street, Riverside. This building will be occupied by the Public Defender's office and Probation. In 2007, this building was used as collateral for the financing of the Public Safety Communication and Refunding Projects (2007 financing). To complete the 2013 financing the building must be released from the 2007 financing. To accomplish this, the Indio Mental Health Clinic facilities located at 47-915, 815, & 923 Oasis Street, Indio and the Myers Mental Health facilities located at 3075 & 3125 Myers Street, Riverside will be used as substitute collateral. Resolution 2013-134 accomplishes the substitution.

Stephanie Persi
Stephanie Persi
Senior Management Analyst

FINANCIAL DATA	Current F.Y. Total Cost:	\$ 0	In Current Year Budget:	Yes
	Current F.Y. Net County Cost:	\$ 0	Budget Adjustment:	No
	Annual Net County Cost:	\$ 0	For Fiscal Year:	2013-14

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: *Ivan M. Chand* 6/11/2013
Ivan M. Chand

County Executive Office Signature

FORM APPROVED COUNTY COUNSEL
BY: *Dale A. Gardner* 6/16/13
DALE A. GARDNER
DATE
Departmental Concurrence

- Policy
- Consent
- Policy
- Consent

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

Prev. Agn. Ref.: 3.141 7/31/2007; **District:** All **Agenda Number:** 3-3
3-7 5/14/13

ATTACHMENTS FILED
WITH THE CLERK OF THE BOARD

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RESOLUTION NO. 2013-134

RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF RIVERSIDE AUTHORIZING AND APPROVING THE SUBSTITUTION OF REAL PROPERTY RELATING TO THE COUNTY'S CERTIFICATES OF PARTICIPATION, 2007 SERIES A (PUBLIC SAFETY COMMUNICATION AND REFUNDING PROJECTS) AND AUTHORIZING THE EXECUTION AND DELIVERY OF AMENDMENTS TO DOCUMENTS RELATED THERETO AND APPROVING ADDITIONAL ACTIONS WITH RESPECT THERETO

WHEREAS, the County of Riverside (the "County"), the County of Riverside Asset Leasing Corporation (the "Corporation") and Wells Fargo Bank, National Association, as trustee (the "Trustee") have entered into a Trust Agreement (Public Safety Communication and Refunding Projects 2007 Series A and 2007 Series B), dated as of August 1, 2007 (the "Trust Agreement"), pursuant to which the County provided for the execution and delivery by the Trustee of \$73,775,000 original aggregate principal amount of County of Riverside Certificates of Participation, 2007 Series A (Public Safety Communication and Refunding Projects) (the "2007 Series A Certificates"), \$49,280,000 of which are currently outstanding, and \$37,350,000 original aggregate principal amount of County of Riverside Certificates of Participation, 2007 Series B (Public Safety Communication and Refunding Projects) (the "2007 Series B Certificates" and, together with the 2007 Series A Certificates, the "2007 Certificates"); and

WHEREAS, the proceeds of the 2007 Certificates were used by the County to, among other things, pay the costs of acquisition, construction, installation and delivery of an 800 MHz public safety radio communication system for the County (the "Project"); and

WHEREAS, in connection with the financing of the Project and the issuance of the 2007 Certificates, the County and the Corporation entered into: (i) a Site and Facilities Lease (Public Safety Communication and Refunding Projects 2007 Series A and 2007 Series B), dated as of August 1, 2007 (the "Original Site Lease") pursuant to which the County leased to the Corporation real property, buildings and improvements (collectively, the "Original Leased Premises") and (ii) a Sublease and Option to Purchase (Public Safety Communication and Refunding Projects 2007 Series A and 2007 Series B), dated as of August 1, 2007 (the "Original Sublease"), pursuant to which the Corporation subleased the Original Leased Premises to the County in consideration for which the County agreed to make base rental payments ("Base Rental") and additional rental payments; and

FORM APPROVED COUNTY COUNSEL
BY: Dale A. Gardner 6/10/13
DALE A. GARDNER DATE

1 WHEREAS, the Corporation assigned and transferred certain of its rights, title and interests
2 in and to the Original Sublease to the Trustee pursuant to an Assignment Agreement (Public Safety
3 Communication and Refunding Projects 2007 Series A and 2007 Series B), dated as of August 1,
4 2007 (the “Original Assignment Agreement”); and

5
6 WHEREAS, the County issued its Certificates of Participation (2009 Public Safety
7 Communication and Woodcrest Library Projects Refunding) (the “2009 Certificates”) to, among other
8 things, refund the 2007 Series B Certificates; and

9 WHEREAS, in connection with the refunding of the 2007 Series B Certificates and the
10 issuance of the 2009 Certificates, the County and the Corporation released certain of the Original
11 Leased Premises (the “2009 Released Property;” and the Original Leased Premises excluding the
12 2009 Released Property are collectively referred to herein as the “Leased Premises”) from the
13 Original Site Lease, the Original Sublease and the Original Assignment Agreement to serve as
14 security for the 2009 Certificates by entering into a First Amendment to Site and Facilities Lease
15 (Public Safety Communication and Refunding Projects 2007 Series A), dated as of December 1,
16 2009, a First Amendment to Sublease and Option to Purchase (Public Safety Communication and
17 Refunding Projects 2007 Series A), dated as of December 1, 2009, and a First Amendment to
18 Assignment Agreement (Public Safety Communication and Refunding Projects 2007 Series A), dated
19 as of December 1, 2009; and

20 WHEREAS, in connection with a separate financing for the District Attorney Building, the
21 County and the Corporation now desire to release the District Attorney Building from the Leased
22 Premises and substitute therefor one or more other real properties (the “Substitution”) and propose to
23 enter into a Second Amendment to Site and Facilities Lease (Public Safety Communication and
24 Refunding Projects 2007 Series A) (the “Second Amendment to Site Lease”) and a Second Amendment
25 to Sublease and Option to Purchase (Public Safety Communication and Refunding Projects 2007 Series
26 A) (the “Second Amendment to Sublease”); and

27 WHEREAS, the Corporation and the Trustee will enter into a Second Amendment to
28 Assignment Agreement (Public Safety Communication and Refunding Projects 2007 Series A) to
effectuate the Substitution; and

1 WHEREAS, the County is authorized to undertake all of the above pursuant to the laws of
2 the State of California.

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

5 Section 1. The proposed form of the Second Amendment to Site Lease, by and between the
6 County and Corporation, and in substantially the form on file with the Clerk of the Board, is hereby
7 approved. The Chairman of the Board, the County Executive Officer, the County Finance Director,
8 the County Deputy Executive Officer and any other authorized officers of the County acting on behalf
9 of the Chairman and the County Executive Officer (each an “Authorized Representative” and,
10 collectively, the “Authorized Representatives”) are, and each of them acting alone is, hereby
11 authorized and directed, for and in the name of and on behalf of the County, to execute and deliver
12 the Second Amendment to Site Lease in substantially the form on file with the Clerk of the Board,
13 with such changes therein as such Authorized Representative executing and delivering such document
14 may require or approve, such requirement or approval to be conclusively evidenced by the execution
and delivery thereof.

15 Section 2. The proposed form of the Second Amendment to Sublease, by and between the
16 Corporation and the County, and in substantially the form on file with the Clerk of the Board, is
17 hereby approved. The Authorized Representatives are, and each of them acting alone is, hereby
18 authorized and directed, for and in the name of and on behalf of the County, to execute and deliver
19 the Second Amendment to Sublease in substantially the form on file with the Clerk of the Board, with
20 such changes therein as such Authorized Representative executing and delivering such document may
21 require or approve, such requirement or approval to be conclusively evidenced by the execution and
22 delivery thereof.

23 Section 3. The Authorized Representatives are, and each of them acting alone is, authorized
24 and directed to take any and all such actions, including selection of one or more real properties for the
25 Substitution, and to execute any and all such documents or agreements to clean up title relating to the
26 Substitution and as may be necessary or desirable to effectuate the Substitution and the purposes of
27 this Resolution.
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1 Section 4. The County Clerk shall certify to the passage of this Resolution, shall transmit a
2 copy hereof to the Corporation, and shall cause the action of the Board of Supervisors in adopting the
3 same to be entered in the official minutes of 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 18th day of June, 2013.
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5 _____
6 Chairman of the Board of Supervisors

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8 (SEAL)
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10 ATTEST:
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13 _____
14 Clerk of the Board of Supervisors
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CERTIFICATE OF CLERK

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I, Kecia Harper-Ihem, Clerk of the Board of Supervisors of the County of Riverside, do hereby certify that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Supervisors of the County of Riverside duly and regularly held at the regular meeting place thereof on _____, 2013, of which meeting all of the members of said Board had due notice.

AYES: Supervisors _____

NAYS: Supervisors _____

ABSENT: Supervisors _____

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

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

WITNESS my hand and the seal of the County of Riverside this _____ day of _____, 2013.

Clerk of the Board of Supervisors

[SEAL]