

Resolution No.

STOCKTON PUBLIC FINANCING AUTHORITY

RESOLUTION OF THE BOARD OF DIRECTORS OF THE STOCKTON PUBLIC FINANCING AUTHORITY AUTHORIZING A LEASE IN THE AMOUNT OF \$12,397,422.39 BETWEEN THE STOCKTON PUBLIC FINANCING AUTHORITY AND THE CITY OF STOCKTON IN CONNECTION WITH REFINANCING OF THE STEWART-EBERHARDT BUILDING (INCLUDING THE ADJACENT PARKING STRUCTURE) AND THE 2007, 2015, AND 2017 FIRE TRUCK LEASES (THE "FIRE TRUCK LEASES"), APPROVING THE RELATED ASSIGNMENT AGREEMENT AND SUBLEASES AND APPROVING CERTAIN ACTIONS IN CONNECTION THEREWITH

The Stockton Public Financing Authority (the "Authority") was formed pursuant to a Joint Exercise of Powers Agreement, dated as of June 18, 1990, by and between the City of Stockton (the "City") and the Redevelopment Agency of the City of Stockton and is authorized under said Agreement and under the laws of the State of California to finance the acquisition and construction of public capital improvements for the City; and

In 2006 to provide funds to refinance the Stewart-Eberhardt Building located at 22 East Weber Avenue and adjacent public parking facility located at 15 North El Dorado Street, the City leased the sites on which the Projects were to be constructed and various additional municipal properties to the Authority, under and pursuant to a Site Lease, dated as of March 1, 2006, by and between the City as lessor and the Authority as lessee, and leased the Leased Properties back from the Authority pursuant to a Lease Agreement, dated as of March 1, 2006; and

The City has also entered into three separate leases to finance the acquisition of Fire Trucks, Ladder Trucks, and an Emergency Rescue Vehicles (The "Prior Fire Truck Leases"), and together with the Stewart-Eberhardt Building Lease (The "Projects"); and

The Authority has determined that it is in the best interests of the City and desirable to refinance the Projects; and

To refinance the Projects, the City desires to secure the payment of the lease payments (the "Prior Lease Payments") as permitted pursuant to the Prior Lease Agreement and to exercise its option to prepay the Prior Certificates in whole on August 1, 2018, and to thereby also discharge the obligations represented by the Prior Certificates; and

The City requested the Authority to enter into a new lease facilitating the refinancing of the Projects, it is beneficial for the City to utilize interfund borrowing internally to refinance accomplish this refinancing and lease; now, therefore,

BE IT RESOLVED by the Board of the Stockton Public Financing Authority adopt as follows:

The Board hereby approves each of the following documents in substantially the respective forms on file with the Secretary, and attached as Exhibits 1, 2, and 3, together with such additions thereto and changes therein as The City Attorney shall deem necessary, desirable or appropriate, the execution of which by the Chairperson, the Vice Chairperson, the Executive Director, the Treasurer or such other officer of the Authority as designated by the Executive Director (each, an "Authorized Officer") shall be conclusive evidence of the approval of any such additions and changes:

- (1) Lease Agreement between the City and the Stockton Public Financing Authority
- (2) Assignment Agreement assigning its rights to other City for the duration of the Lease
- (3) Subleases covering four separate leases being refinanced through these actions

The Chairperson, the Vice Chairperson, the Executive Director, the Treasurer and any other Authorized Officer are hereby authorized and directed to execute, and the Secretary is hereby authorized and directed to attest to, the final form of each of the foregoing documents and agreements for and in the name and on behalf of the Authority.

Effective Date. This Resolution shall take effect from and after the date of its passage and adoption.

PASSED, APPROVED AND ADOPTED June 5, 2018.

KURT WILSON, Chairperson of the
Board of Directors

BRET HUNTER
Secretary of the Board of Directors