

HOUSING AUTHORITY OF

THE CITY OF SAN DIEGO

RESOLUTION NO. 1378

DATE OF FINAL PASSAGE APR 29 2008

A RESOLUTION AUTHORIZING THE ISSUANCE OF MULTIFAMILY HOUSING REVENUE BONDS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$24,000,000 FOR THE PURPOSE OF FINANCING THE ACQUISITION AND CONSTRUCTION OF A MULTIFAMILY RENTAL HOUSING FACILITY TO CONSTITUTE THE SECOND THROUGH THE SEVENTH FLOORS OF A BUILDING TO BE CONSTRUCTED AT 1050 B STREET, AND APPROVING OTHER RELATED DOCUMENTS AND ACTIONS

WHEREAS, pursuant to Chapter 1 of Part 2 of Division 24 of the California Health and Safety Code, as amended [Act], the Housing Authority of the City of San Diego [Authority] is authorized to issue revenue bonds for the purpose of financing the acquisition, construction, refinancing or development of multifamily rental housing and for the provision of capital improvements in connection with and determined necessary to the multifamily rental housing; and

WHEREAS, Ten Fifty B Street, L.P., a California limited partnership [Borrower], has requested that the Authority issue revenue bonds to finance the acquisition and construction by the Borrower of a multifamily residential rental housing facility [Project] to be known as Ten Fifty B Apartments, to consist of 111 apartment units to be located in floors two through seven of a building to be constructed at 1050 B Street in the City of San Diego; and

WHEREAS, the Board of Commissioners of the Authority [Board] desires that a portion of the units in the Project be available for low and very low income persons or families, and in

order to accomplish such purpose it is desirable for the Authority to provide for the issuance of revenue bonds and financing of the Project; and

WHEREAS, the Authority intends to issue its Housing Authority of the City of San Diego Multifamily Housing Revenue Bonds (Ten Fifty B Apartments – Phase I), 2008 Series E [Bonds] in an aggregate principal amount not to exceed \$24,000,000, which Bonds are expected to be purchased by U.S. Bank National Association [Purchaser] in a private placement to the Purchaser; and

WHEREAS, the Authority will loan the proceeds of the Bonds to the Borrower [Mortgage Loan] and the Borrower will use the proceeds of the Bonds to finance costs of the acquisition, construction and equipping of the Project and the costs of issuing the Bonds; and

WHEREAS, the City Council of the City of San Diego approved the issuance by the Authority of the Bonds on October 9, 2007, after publication of a “TEFRA” notice and the holding of a “TEFRA” hearing as required by the Internal Revenue Code of 1986, as amended and applicable United States Treasury Regulations; and

WHEREAS, California Government Code Section 8869.85 requires a local agency to file an application with the California Debt Limit Allocation Committee [Committee] prior to the issuance of tax-exempt multifamily housing revenue bonds; and

WHEREAS, the Committee has allocated to the Project \$24,000,000 of the State of California 2008 State ceiling for private activity bonds under Section 146 of the Internal Revenue Code of 1986; and

WHEREAS, the following documents are presented for consideration;

(1) the form of Indenture [Indenture], by and between the Authority and U.S. Bank National Association, as bondowner representative [Bondowner Representative], including the related form of the Bonds; and

(2) the form of Loan Agreement [Loan Agreement], by and between the Authority and the Borrower; and

(3) the form of Regulatory Agreement and Declaration of Restrictive Covenants [Regulatory Agreement], by and between the Authority and the Borrower; and

(4) The form of Assignment of Deed of Trust and Related Documents [Assignment] by the Authority in favor of the Bondowner Representative; and

WHEREAS, it appears that each of the above-referenced documents is in appropriate form and is an appropriate instrument to be executed and delivered for the purposes intended; NOW, THEREFORE,

BE IT RESOLVED, by the Housing Authority of the City of San Diego, as follows:

Section 1. Finding and Determination. It is hereby found and determined that it is necessary and desirable for the Authority to provide for the financing of the acquisition and construction of the Project through the issuance and sale of the Bonds in order to assist persons of low and very low income within the City of San Diego in obtaining decent, safe and sanitary housing and to achieve certain other public purposes.

Section 2. Authorization of Bonds. For the purpose of financing the acquisition and construction of the Project, the Authority hereby approves the issuance of the Bonds in two series in an aggregate principal amount not to exceed \$24,000,000. Each series of the Bonds shall initially be issued, and shall bear interest and mature, as is provided in the Indenture. Each

series of the Bonds shall be in substantially the form set forth in the Indenture, with such appropriate variations, omissions, insertions and provisions as are required or permitted by the Indenture. The Bonds shall be special, limited obligations of the Authority and shall be payable as to principal and interest, and the obligations of the Authority under the Indenture shall be paid and satisfied, solely from the revenues, receipts and other moneys and assets pledged therefor under the Indenture.

Section 3. Execution and Delivery of the Bonds. The Bonds shall be executed on behalf of the Authority by the manual or facsimile signature of the Chairman of the Authority [Chairman], the Vice Chairman of the Authority [Vice Chairman], the Executive Director of the Authority [Executive Director], the Director of Housing Finance and Development of the San Diego Housing Commission [Director], or the Chief Operating Officer of the San Diego Housing Commission [Chief Operating Officer], and the official seal of the Authority, or a facsimile thereof, shall be impressed or imprinted thereon and attested with the manual or facsimile signature of the Secretary or a deputy Secretary of the Authority.

Section 4. Approval of the Indenture. The Indenture, in the form on file in the Housing Commission offices, is hereby approved. The Chairman, the Vice Chairman, the Executive Director, the Director, the Chief Operating Officer and the Secretary or a Deputy Secretary of the Authority, or the designee of any such officer (such officers and any of his or her respective designees are hereinafter referred to as the "Designated Officers") are each hereby authorized to execute and deliver the Indenture in such form, together with such changes as may be approved by the Designated Officer executing the same, upon consultation with the General Counsel to the Authority, such execution thereof to constitute conclusive evidence of the approval of all changes from the form of the Indenture approved at this meeting.

Section 5. Approval of Loan Agreement. The Loan Agreement, in the form on file in the Housing Commission offices, is hereby approved. The Designated Officers are each hereby authorized to execute and deliver the Loan Agreement in such form, together with such changes as may be approved by the Designated Officer executing the same, upon consultation with the General Counsel to the Authority, such execution thereof to constitute conclusive evidence of the approval of all changes from the form of the Loan Agreement approved at this meeting.

Section 6. Approval of Regulatory Agreement. The Regulatory Agreement, in the form on file in the Housing Commission offices, is hereby approved. The Designated Officers are each hereby authorized to execute and deliver the Regulatory Agreement in such form, together with such changes as may be approved by the Designated Officer executing the same, upon consultation with the General Counsel to the Authority, such execution thereof to constitute conclusive evidence of the approval of all changes from the form of the Regulatory Agreement approved at this meeting.

Section 7. Approval of Assignment. The Assignment, in the form on file in the Housing Commission offices, is hereby approved. The Designated Officers are each hereby authorized to execute and deliver the Assignment in such form, together with such changes as maybe approved by the Designated Officer executing the same, upon consultation with the General Counsel to the Authority, such execution thereof to constitute conclusive evidence of the approval of all changes from the form of the Assignment approved at this meeting.

Section 8. Actions Ratified and Authorized. All actions heretofore taken by the officers, employees and agents of the Authority with respect to the issuance and sale of the Bonds are hereby approved, confirmed and ratified, and the Designated Officers are each hereby authorized, for and in the name and on behalf of the Authority, to do any and all things and take

any and all actions and execute and deliver any and all certificates, agreements (including one or more investment agreements and a tax agreement) and other documents, including but not limited to those described in any of the documents approved by this Resolution, which they, or any of them, may deem necessary or advisable in order to consummate the lawful issuance and delivery of the Bonds and the making of the Mortgage Loan in accordance with the Act and this Resolution.

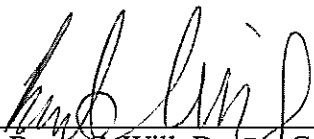
Section 9. Further Consents, Approvals and Other Actions. All consents, approvals, notices, orders, requests and other actions permitted or required by any of the documents authorized by this Resolution or otherwise appropriate in the administration of the Bonds and the lending program financed thereby, including without limitation any of the foregoing which may be necessary or desirable in connection with any amendment of such documents, any transfer of the Project, any substitution of security for the Bonds, or any redemption of the Bonds may be taken or given by any of the Designated Officers, without further authorization by the Board, and the Designated Officers are hereby authorized and directed to give any such consent, approval, notice, order or request and to take any such action which such officer may deem necessary or desirable to further the purposes of this Resolution.

Section 10. Conflicting Resolutions Repealed. All resolutions or parts thereto in conflict herewith are, to the extent of such conflict, hereby repealed.

Section 11. Severability. If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any remaining provisions of this Resolution.

Section 12. Effective Date. This resolution shall take effect immediately upon its adoption.

APPROVED: MICHAEL J. AGUIRRE, General Counsel

By:   
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Brant C. Will, Deputy General Counsel

BCW:jdf  
03/25/08  
Or.Dept: San Diego Housing Commission  
HA-2008-26

Passed and adopted by the Housing Authority of the City of San Diego on April 29, 2008 by the following vote:

	<b>Yeas</b>	<b>Nays</b>	<b>Excused</b>	<b>Not Present</b>
Scott Peters	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kevin Faulconer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Toni Atkins	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Anthony Young	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Brian Maienschein	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Donna Frye	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Jim Madaffer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ben Hueso	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**AUTHENTICATED BY:**

**Scott Peters**  
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 Chair of the Housing Authority  
 of the City of San Diego, California

[SEAL]

**Carrol Vaughan**  
 \_\_\_\_\_  
 Interim Executive Director of the Housing  
 Authority of the City of San Diego, California

I HEREBY CERTIFY that the above and foregoing is a full, true and correct copy of RESOLUTION NO. 1378 passed and adopted by the Housing Authority of the City of San Diego, California on April 29, 2008

By: \_\_\_\_\_  
**Angie Risotti**  
 Deputy Secretary of the Housing Authority  
 of the City of San Diego, California