

**RESOLUTION NO. 20-09**

**RESOLUTION OF THE CALIFORNIA SCHOOL FINANCE AUTHORITY AUTHORIZING THE  
ISSUANCE OF LEASE REVENUE BONDS TO FINANCE EDUCATIONAL FACILITIES FOR  
GROSSMONT UNION HIGH SCHOOL DISTRICT**

**MAY 4, 2020**

**WHEREAS**, the California School Finance Authority (the "Authority") is a public instrumentality of the State of California, created by the California School Finance Authority Act (constituting Chapter 18 (commencing with Section 17170) of Part 10 of Division 1 of Title 1 of the Education Code of the State of California) (as hereinafter in Section 1.01 further defined, the "Act") and is authorized to issue bonds for the purpose of financing the acquisition, construction, expansion, remodeling, renovation, improvement, furnishing and equipping of educational facilities (as defined in the Act) and to lease as lessee or lessor any project to be financed or refinanced under the Act;

**WHEREAS**, Grossmont Union High School District, a California school district (the "District"), has proposed to enter a leasing arrangement with the Authority in order to use proceeds of lease revenue bonds to finance (i) the acquisition, construction, expansion, remodeling, renovation, improvement and equipping of certain educational facilities (as more particularly described in Exhibit A hereto, the "Project"), and (ii) pay certain expenses incurred in connection with the issuance of the lease revenue bonds of the Authority; and

**WHEREAS**, pursuant to Section 5852.1 of the Government Code of the State of California, the Authority, as a conduit financing provider, has received certain representations and good faith estimates from the municipal advisor to the District, and has disclosed such good faith estimates pursuant to Section 5852.1;

**NOW, THEREFORE, BE IT RESOLVED** by the California School Finance Authority as follows:

**Section 1.** Pursuant to the Act, lease revenue bonds (the "Bonds") of the Authority, to be designated generally as the "California School Finance Authority Lease Revenue Bonds (Grossmont Union High School District Project), Series 2020" or such other name or names as may be designated in the applicable Trust Agreement hereinafter approved in Section 3, are authorized to be issued, in one or more series, in an aggregate principal amount not to exceed \$45,000,000. The Bonds may, at the option of the District, be secured by bond insurance, letter(s) of credit or other credit enhancement. The proceeds of the Bonds shall be used for any or all of the purposes set forth in the second recital above.

**Section 2.** The Treasurer of the State of California (the "Treasurer") is hereby authorized to sell the Bonds, at any time within twelve months of the adoption of this Resolution, at public sale, in such aggregate principal amount (not to exceed the aggregate principal amount set forth in Section 1), at such prices, at such interest rate or rates, with such maturity dates and such other terms and conditions as the Treasurer, with the consent of the District, may determine.

**Section 3.** The following documents:

- (a) the Trust Agreement (the “Trust Agreement”) relating to the Bonds, by and between the Authority and U.S. Bank National Association, as trustee (the “Trustee”);
- (b) the Facility Lease (the “Facility Lease”), between the District and the Authority;
- (c) the Facility Sublease (the “Facility Sublease”), between the Authority and the District;
- (d) the Bond Purchase Agreement (the “Bond Purchase Agreement”), among the Authority, the Treasurer and Stifel, Nicolaus & Company, Incorporated, as representative of itself and Citigroup Global Markets Inc., as underwriters (the “Underwriters”), and approved by the District; and
- (e) the Preliminary Official Statement relating to the Bonds (the “Preliminary Official Statement”);

are hereby approved in substantially the forms on file with the Authority prior to this meeting, with such insertions, deletions or changes therein (including, without limitation, insertions, deletions, or changes therein appropriate to reflect the form of credit or liquidity enhancement for any series of Bonds) as the officer(s) executing and/or delivering the same may require or approve, such approval to be conclusively evidenced by execution and delivery thereof in the case of the Trust Agreement, the Facility Lease, the Facility Sublease and the Bond Purchase Agreement and by delivery thereof in the case of the Preliminary Official Statement.

**Section 4.** The dated date, maturity dates, interest rates, interest payment dates, principal payment dates, redemption, denominations, forms, registration privileges, manner of execution, places of payment and other terms of the Bonds shall be as provided in the Trust Agreement as finally executed.

**Section 5.** The Underwriters are hereby authorized to distribute a Preliminary Official Statement in substantially said form in one document or in a separate document for each series of Bonds with such changes as the Underwriters may approve to persons who may be interested in the purchase of the Bonds offered in such issuance. The Underwriters are hereby directed to deliver a copy of said final official statement (as finally executed, the “Official Statement”) to all actual purchasers of each series of Bonds authorized hereby.

**Section 6.** The Bonds, when executed, shall be delivered to the Trustee for authentication. The Trustee is hereby requested and directed to authenticate the Bonds by executing the Trustee’s certificate of authentication appearing thereon and to deliver the Bonds, when duly executed and authenticated, to the Underwriters, in accordance with written instructions executed on behalf of the Authority, which instructions are hereby approved. Such instructions shall provide for the delivery of the Bonds to or upon the direction of the Underwriters, as determined and confirmed by the Treasurer, upon payment of the purchase price thereof.

**Section 7.** Each officer of the Authority is hereby authorized and directed to do any and all things which he or she may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of this

Resolution and the Trust Agreement, the Facility Lease, the Facility Sublease, the Bond Purchase Agreement, and the Official Statement. The Authority hereby approves any and all documents to be delivered in furtherance of the foregoing purposes, including without limitation: (a) certifications; (b) a tax certificate and agreement; and (c) any agreement or commitment letter with respect to the provisions of bond insurance, letter(s) of credit, surety bond(s) and/or a liquidity facility(ies) for the Bonds.

**Section 8.** The provisions of the Authority's Resolution No. 18-25 apply to the documents and actions approved in this Resolution.

**Section 9.** The Authority hereby approves and ratifies each and every action taken by its officers, agents, members and employees prior to the date hereof in furtherance of the purposes of this Resolution.

**Section 10.** This Resolution shall take effect from and after its adoption.

Dated: May 4, 2020

## **EXHIBIT A**

### **The Project**

The "Project" means the construction, expansion, remodeling, renovation, improvement and equipping of educational facilities within the Grossmont Union High School District, including but not limited to, the District's transportation and bus maintenance facilities.