

# CALIFORNIA EDUCATIONAL FACILITIES AUTHORITY

## Resolution No. 2008-06

### **Authorizing the Appointment of Wells Fargo as Successor Trustee for California Educational Facilities Authority Revenue Bonds (University of Redlands) 2003 Series A, 2003 Series B, and 2005 Series A**

The Authority has received a request from the University of Redlands, pursuant to the indentures for each series of bonds, to remove Bank of New York Mellon Trust Company, National Association as Trustee on the 2003 Series A, 2003 Series B, and 2005 Series A bonds and appoint Wells Fargo Bank, N.A. as Successor Trustee on the 2003 Series A, 2003 Series B, and 2005 Series A bonds.

Section 9.09(e) of the indentures for the 2003 Series A and the 2003 Series B bonds provides as follows:

“If the Trustee shall resign, be removed or become incapable of acting, or if a vacancy shall occur in the office of Trustee for any cause, the Authority, by resolution, shall promptly appoint a successor trustee.”

Section 8.01 of the indenture for the 2005 Series A bonds provides that the Authority may remove the Trustee, and the Trustee may resign, at any time. That section further provides as follows:

“Upon receiving such notice of resignation, the Authority shall promptly appoint, with the consent of the Borrower (which consent shall not be unreasonably withheld), a successor trustee by an instrument in writing.”

Collectively, the indentures for each series of bonds require that a successor trustee (1) be organized and doing business in the United States, (2) have power to perform trustee duties in the State of California, (3) be authorized to exercise corporate trust powers, and (3) have combined capital and surplus of \$50 million. Wells Fargo Bank, National Association has provided documentation to the Authority establishing that it meets these qualifications listed in the indentures.

To effectuate the appointment of the successor trustee, the Executive Director, on behalf of the Authority, will execute an Instrument of Resignation, Appointment and Acceptance, among the Authority, the prior trustee, and the successor trustee.

**Staff Recommendation:** Staff recommends that the Authority approve a resolution authorizing the appointment of Wells Fargo Bank as Successor Trustee for California Educational Facilities Authority Revenue Bonds (University of Redlands) 2003 Series A, 2003 Series B, and 2005 Series A, as detailed in the attached Resolution.