

RESOLUTION NO. 7-21

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RICHMOND
AUTHORIZING THE EXECUTION OF A FIRST AMENDMENT TO REGULATORY
AGREEMENT AND DECLARATION OF RESTRICTIVE COVENANTS IN
CONNECTION WITH A MULTIFAMILY RENTAL HOUSING PROJECT KNOWN AS
BAYCLIFF APARTMENTS, DETERMINING AND PRESCRIBING CERTAIN
MATTERS RELATING THERETO, AND APPROVING AND AUTHORIZING THE
EXECUTION OF RELATED DOCUMENTS, AGREEMENTS AND ACTIONS

WHEREAS, the City of Richmond (the “City”) is authorized and empowered by the provisions of Chapter 7 of Part 5 of Division 31 of the California Health and Safety Code (the “Housing Law”) to issue and sell revenue bonds for the purpose of making loans or otherwise providing funds to finance the acquisition and rehabilitation of multifamily residential rental housing projects, including units for households meeting the income limits set forth in the Housing Law;

WHEREAS, FF Hills, LP, a California limited partnership (the “Borrower”), requested that the City issue and sell revenue bonds to assist in the financing of the acquisition and rehabilitation of a multifamily rental housing development located in the City, and generally known as the Baycliff Apartments (the “Project”);

WHEREAS, pursuant to the Housing Law, the City issued its Variable Rate Demand Multifamily Housing Revenue Bonds (Baycliff Apartments Project) Series 2004A (the “Series 2004A Bonds”) and its Variable Rate Demand Multifamily Housing Revenue Bonds (Baycliff Apartments Project) Taxable Series 2004A-T (the “Series 2004A-T Bonds” and, together with the Series 2004A Bonds, the “Bonds”) under a Trust Indenture, dated as of July 1, 2004 (the “Indenture”), by and between the City and Wells Fargo Bank, National Association, as Trustee (the “Trustee”) which financed the acquisition and rehabilitation the Project;

WHEREAS, in connection with the issuance of the Bonds, the City, the Trustee and the Borrower entered into a Regulatory Agreement and Declaration of Restrictive Covenants, dated as of July 1, 2004 (the “Regulatory Agreement”), which, among other things, contained an agreement by the Borrower to pay an annual fee to the City throughout the term of the Regulatory Agreement or prepay the present value thereof in certain circumstances, including in the event that the outstanding Bonds are redeemed and the Indenture discharged (the “Issuer Annual Fee”);

WHEREAS, the Series 2004A-T Bonds were redeemed in full prior to January 15, 2021 and the outstanding Series 2004A Bonds were redeemed and the Indenture discharged pursuant to the terms thereof on January 15, 2021 (the “Discharge Date”);

WHEREAS, in connection with the redemption of the outstanding Bonds and the discharge of the Indenture on the Discharge Date, the Borrower and the Issuer have determined to provide for payment of the Issuer Annual Fee on an annual basis rather than requiring a prepayment on the Discharge Date, and to memorialize such agreement by amending Section 20 of the Regulatory Agreement pursuant to a First Amendment to Regulatory Agreement and Declaration of Restrictive Covenants (the “First Amendment”) to be entered into between the City and the Borrower;

WHEREAS, there have been prepared and presented at this meeting the First Amendment, which is in substantial form and an appropriate instrument to be executed and delivered for the purposes intended.

WHEREAS, this CITY COUNCIL OF THE CITY OF RICHMOND, CALIFORNIA, hereby finds and declares that this resolution is being adopted pursuant to the powers granted by law;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

Section 1. The recitals set forth above are true and correct.

Section 2. The form, terms and provisions of the First Amendment in the form presented at this meeting are hereby approved and the City Manager or the City Finance Director (each, an “**Authorized Officer**”), acting alone, is authorized to execute and deliver the First Amendment with such changes and insertions therein as may be necessary to cause the same to carry out the intent of this Resolution and as are approved by counsel to the City, such approval to be conclusively evidenced by the delivery thereof.

Section 3. All actions heretofore taken by the officers and agents of the City with respect to the First Amendment are hereby approved, ratified and confirmed, and any Authorized Officer, acting alone, is hereby authorized and directed, for and in the name and on behalf of the City, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents, which they, or any of them, may deem necessary or advisable in order to effectuate the purposes thereof and of the documents herein approved in accordance with this resolution and resolutions heretofore adopted by the City with respect to the Project.

Section 4. This Resolution shall take effect immediately upon its adoption.

I certify that the foregoing resolution was passed and adopted by the Council of the City of Richmond at a regular meeting thereof held February 2, 2021, by the following vote:

AYES: Councilmembers Jimenez, Johnson, Martinez, McLaughlin, Willis, Vice Mayor Bates, and Mayor Butt.
NOES: None.
ABSTENTIONS: None.
ABSENT: None.

PAMELA CHRISTIAN
CLERK OF THE CITY OF RICHMOND
(SEAL)

Approved:

THOMAS K. BUTT
Mayor

Approved as to form:

TERESA STRICKER
City Attorney

State of California }
County of Contra Costa : ss.
City of Richmond }

I certify that the foregoing is a true copy of **Resolution No. 7-21**, finally passed and adopted by the City Council of the City of Richmond at a regular meeting held on February 2, 2021.



Pamela Christian, Clerk of the City of Richmond