

RESOLUTION NO. 31-06

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RICHMOND DIRECTING STAFF TO PREPARE PROCEEDINGS IN CONNECTION WITH THE REFUNDING OF THE CITY'S WASTEWATER REVENUE BONDS, SERIES 1999 AND THE FINANCING OF CAPITAL IMPROVEMENTS TO THE CITY'S WASTEWATER SYSTEM AND APPOINTING AN UNDERWRITER, BOND AND DISCLOSURE COUNSEL, AND FINANCIAL ADVISORS

WHEREAS, the City of Richmond (the "City") has determined to explore the possibility of refunding the City's Wastewater Revenue Bonds, Series 1999 (the "Prior Bonds") for economic savings and to finance certain capital improvements to the City's Wastewater System (together with refunding the Prior Bonds, the "Financing Project"); and

WHEREAS, the completion of the Financing Project will involve the need for public financing through the issuance of the City's Wastewater Revenue Bonds, Series 2006 (the "Bonds"); and

WHEREAS, the City Council desires to direct staff to commence preparation of proceedings for the Bonds and to appoint a financing team for the Bonds;

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF RICHMOND HEREBY RESOLVES, AS FOLLOWS:

Section 1. The City Council hereby directs the City Manager, Director of Finance, and other appropriate officers and employees of the City to prepare or cause to be prepared legal proceedings and documents to issue the Bonds and to submit same to the City Council for consideration at the earliest practical opportunity.

Section 2. The firm of Stone & Youngberg LLC is hereby appointed Underwriter for the Bonds (the "Underwriter"). The proceedings and documents referred to in Section 1 will include a Bond Purchase Agreement pursuant to which the City will sell the Bonds to the Underwriter.

Section 3. to the extent that the Bonds are issued as synthetic fixed rate bonds, Stone & Youngberg Financial Services is hereby appointed Swap Counterparty for any interest rate swap or other similar hedging instrument entered into in connection with the Bonds. In the event that such an instrument is used for the Bonds, the proceedings and documents referred to in Section 1 will include an ISDA Master Agreement, and associated Schedules, pursuant to which the City will enter into such arrangements with the Swap Counterparty.

Section 4. The firm of Orrick, Herrington & Sutcliffe LLP is hereby appointed bond and disclosure counsel for the Bonds in accordance with that certain agreement on file with the Clerk and presented to this meeting (the "Bond Counsel Agreement"). The City Manager is hereby authorized and directed to execute and deliver the Bond Counsel Agreement in substantially the form on file, with such changes, additions, amendments or supplements approved by the City Manager in the interests of the City, such approval to be conclusively evidenced by such execution and delivery.

Section 5. The firm of Tamalpais Advisors, Inc. is hereby appointed Financial Advisor for the Bonds in accordance with that certain agreement on file with the Clerk and presented to this meeting (the "Financial Advisory Agreement"). The City Manager is hereby authorized and directed to execute and deliver the Financial Advisory Agreement in substantially the form on file, with such changes, additions, amendments or supplements approved by the City Manager in the interests of the City, such approval to be conclusively evidenced by such execution and delivery.

Section 6. To the extent that the Bonds are issued as synthetic fixed rate bonds, the firm of Bond Logistix LLC is hereby appointed advisor to the City for any interest rate swap agreement or other similar hedging agreement that may be entered into in connection with the Bonds in accordance with that certain agreement on file with the Clerk and presented to this meeting (the "Swap Advisory Agreement"). The City Manager is hereby authorized and directed to execute and deliver the Swap Advisory Agreement in substantially the form on file, with such changes, additions, amendments or supplements approved by the City Manager in the interests of the City, such approval to be conclusively evidenced by such execution and delivery..

Section 7. This resolution shall take effect immediately upon its passage.

I hereby certify that the foregoing resolution of the City Council of the City of Richmond, California duly passed and adopted at a meeting thereof held on April 4, 2006 by the following vote:

AYES:	Councilmembers Bates, Butt, Griffin, McLaughlin, Rogers, Thurmond, Viramontes, and Mayor Anderson
NOES:	None
ABSTENTIONS:	None
ABSENT:	Councilmember Marquez

DIANE HOLMES
Clerk of the City of Richmond

(SEAL)

APPROVED:

IRMA L. ANDERSON
Mayor

APPROVED AS TO FORM:

JOHN EASTMAN
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. 31-06, finally passed and adopted by the Council of the City of Richmond at a regular meeting held on April 4, 2006, and published in accordance with law.