

1 RESOLUTION NO. 2017-R____

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3 RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CULVER
4 CITY APPROVING THE ISSUANCE OF THE CALIFORNIA
5 MUNICIPAL FINANCE AUTHORITY TAX-EXEMPT LOAN (THE
6 WILLOWS COMMUNITY SCHOOL PROJECT), SERIES 2017, IN AN
7 AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$25,500,000
8 FOR THE PURPOSE OF FINANCING AND/OR REFINANCING THE
9 ACQUISITION, CONSTRUCTION, IMPROVEMENT RENOVATION,
10 FURNISHING AND/OR EQUIPPING OF CERTAIN EDUCATIONAL
11 AND RELATED FACILITIES, INCLUDING ATHLETIC FACILITIES,
12 AND CERTAIN OTHER MATTERS RELATING THERETO.

13 WHEREAS, pursuant to Chapter 5 of Division 7 of Title 1 of the Government
14 Code of the State of California (the "Act"), certain public agencies (the "Members") have
15 entered into a Joint Exercise of Powers Agreement Relating to the California Municipal
16 Finance Authority, effective as of January 1, 2004 (the "Agreement"), in order to form the
17 California Municipal Finance Authority (the "Authority"), for the purpose of promoting
18 economic, cultural and community development, and in order to exercise any powers
19 common to the Members, including the issuance of bonds, notes or other evidences of
20 indebtedness; and

21 WHEREAS, the City of Culver City is a member of the Authority; and

22 WHEREAS, The Willows Community School, a California nonprofit public
23 benefit corporation and an organization described in Section 501(c)(3) of the Internal
24 Revenue Code of 1986, as amended (the "Borrower"), has requested that the Authority
25 participate in the issuance of a tax-exempt loan in an aggregate principal amount not to
26 exceed \$25,500,000 (the "Tax-Exempt Loan") pursuant to a plan of finance to (1) finance
27 and refinance the 2017 Project, as defined below; (2) refund all of the outstanding California
28 Municipal Finance Authority 2012 Tax-Exempt Loan (Willows Community School) (the "2012
Loan"), issued to finance or refinance the 2012 Project, as defined below; and (3) certain
expenses incurred in connection with the Tax-Exempt Loan; and

1 WHEREAS, the term "2017 Project" means financing the acquisition,
2 construction, improvement, renovation, furnishing and/or equipping of certain educational
3 and related facilities, including athletic facilities, located on property adjacent to the
4 Borrower's main campus in the City of Culver City at: 8525 Higuera Street, Culver City,
5 California 90232 and 8520 Warner Drive, Culver City, California 90232; and

6 WHEREAS, the term "2012 Project" means financing and refinancing the
7 acquisition, construction, improvement, renovation, furnishing and/or equipping of certain
8 educational, including related administrative and athletic facilities, site improvements, and
9 parking, located on the Borrower's main campus in the City of Culver City at: 8479, 8487 &
10 8509 Higuera Street, Culver City, California 90232; and 8476, 8490 & 8510 Warner Drive,
11 Culver City, California 90232; and

12 WHEREAS, the 2017 Project will be, and the 2012 Project is, owned and
13 operated by the Borrower, and will be or is used for the educational purposes thereof. The 2017
14 Project and 2012 Projects are located entirely within the territorial limits of the City of Culver
15 City, California (the "City"); and

16 WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986
17 (the "Code"), the issuance of the Tax-Exempt Loan by the Authority must be approved by the
18 City because the Project is or will be located within the territorial limits of the City; and

19 WHEREAS, the City Council of the City (the "City Council") is the elected
20 legislative body of the City and is one of the "applicable elected representatives" required to
21 approve the issuance of the Tax-Exempt Loan under Section 147(f) of the Code; and

22 WHEREAS, the Authority has requested that the City Council approve the
23 issuance of the Tax-Exempt Loan by the Authority in order to satisfy the public approval
24 requirement of Section 147(f) of the Code and the requirements of Section 4 of the
25 Agreement, among certain local agencies, including the City; and

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1 WHEREAS, pursuant to Section 147(f) of the Code, the City Council has,
2 following notice duly given, held a public hearing on June 26, 2017 regarding the issuance
3 of the Tax-Exempt Loan; and

4 WHEREAS, it is in the public interest and for the public benefit that the City
5 Council now desires to approve the issuance of the Tax-Exempt Loan by the Authority;

6 NOW, THEREFORE, the City Council of the City of Culver City, as follows:

7 1. The foregoing recitals are true and correct.

8 2. The City Council hereby approves the issuance of the Tax-Exempt Loan by
9 the Authority. It is the purpose and intent of the City Council that this resolution constitute
10 approval of the issuance of the Tax-Exempt Loan by the Authority for the purposes of:
11 (a) Section 147(f) of the Code, by the applicable elected representative of the governmental
12 unit having jurisdiction over the area in which the Project is to be located, in accordance with
13 said Section 147(f), and (b) Section 4 of the Agreement.

14 3. The issuance of the Tax-Exempt Loan shall be subject to the approval
15 of the Authority of all financing documents relating thereto to which the Authority is a party.
16 The City shall have no responsibility or liability whatsoever with respect to repayment or
17 administration of the Tax-Exempt Loan. The Tax-Exempt Loan shall not constitute an
18 obligation or indebtedness of the City and the assets and revenues of the City are not being
19 pledged as security for the payment of principal or interest on the Tax-Exempt Loan.

20 4. The adoption of this Resolution shall not obligate the City or any department
21 thereof to (i) provide any financing with respect to the Project; (ii) approve any application or
22 request for or take any other action in connection with any planning approval, permit or other
23 action necessary with respect to the Project; (iii) make any contribution or advance any funds
24 whatsoever to the Authority; or (iv) take any further action with respect to the Authority or its
25 membership therein.

26 5. The officers of the City are hereby authorized and directed, jointly and
27 severally, to do any and all things and to execute and deliver any and all documents which
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1 they deem necessary or advisable in order to carry out, give effect to and comply with the
2 terms and intent of this Resolution and the financing transaction approved hereby.

3 6. This resolution shall take effect immediately upon its adoption.

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5 APPROVED and ADOPTED this _____ day of _____ 2017.
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9 JEFFREY COOPER, MAYOR
City of Culver City, California

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11 ATTEST:

APPROVED AS TO FORM:

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13 _____
JEREMY GREEN, City Clerk

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15 _____
CAROL A. SCHWAB, City Attorney

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