

**TULARE LOCAL HEALTH CARE DISTRICT**

**RESOLUTION NO. 885**

**RESOLUTION AUTHORIZING THE COMMENCEMENT OF PROCEEDINGS IN CONNECTION WITH THE PROPOSED ISSUANCE OF REFUNDING REVENUE BONDS AND RETAINING A FINANCIAL ADVISOR, BOND COUNSEL, A TRUSTEE AND A DISSEMINATION AGENT**

RESOLVED, by the Board of Directors (the "Board") of the Tulare Local Health Care District, a California local health care district (the "District"):

WHEREAS, the District has heretofore issued, on November 6, 2007, its Tulare Local Health Care District (Tulare County, California) Refunding Revenue Bonds, (the "2007 Bonds") to refund prior bonds issued in 1998 and 2002 to finance capital projects;

WHEREAS, the District has also entered into a Debtor-in-Possession Credit Agreement with the City of Tulare on February 19, 2019, to provide funds for working capital purposes (the "City Loan");

WHEREAS, pursuant to Articles 9 and 11 of Chapter 3 (commencing with section 53550) of Division 2 of Title 5 of the California Government Code (the "Act"), the District is empowered to issue refunding revenue bonds;

WHEREAS, the District has determined that it is in the best interests of the District at this time to issue its Tulare Local Health Care District (Tulare County, California) Refunding Revenue Bonds, Series 2020 to refund the 2007 Bonds and, if financially appropriate, to prepay all or a portion of the City Loan (the "Bonds");

WHEREAS, it is appropriate that the Board formally authorize commencement of proceedings, to appoint a financial advisor, bond counsel, a trustee and a dissemination agent and to approve certain preliminary actions in connection with the execution and delivery of the Bonds; and

NOW, THEREFORE, it is hereby DECLARED and ORDERED, as follows:

*Section 1.* The Board authorizes appropriate officers and officials of the District to proceed with the preparation of the necessary documents in connection with the issuance and sale of the Bonds, subject to the final approval thereof by the Board at a subsequent meeting.

*Section 2.* Wulff Hansen & Co. is hereby designated as financial advisor to the District in connection with the issuance and delivery of the Bonds.

*Section 3.* Quint & Thimmig LLP is hereby designated as bond counsel in connection with issuance and delivery of the Bonds.

*Section 4.* The Bank of New York Mellon Trust Company, N.A. is hereby designated as trustee in connection with issuance and delivery of the Bonds.

*Section 5.* Digital Assurance Certification (DAC) is hereby designated as dissemination agent in connection with issuance and delivery of the Bonds.

*Section 6.* All actions of the officers, agents and employees of the District that are in conformity with the purposes and intent of this resolution, whether taken before or after the adoption hereof, are hereby ratified, confirmed and adopted.

*Section 7.* The Board President, the Chief Executive Officer, the Chief Financial Officer and other appropriate officers and officials of the District are hereby authorized and directed to take such action and to execute such documents as may be necessary or desirable to effectuate the intent of this resolution.

*Section 8.* This resolution shall be in full force and effect immediately upon its adoption.

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I hereby certify that the foregoing resolution was duly adopted at a meeting of the Board of Directors of the Tulare Local Health Care District held on the \_\_\_\_ day of \_\_\_\_\_, 2020, by the following vote:

AYES, and in favor of, Board Members:

NOES, Board Members:

ABSENT, Board Members:

By \_\_\_\_\_  
Secretary