

**RESOLUTION NO. 20-082**

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CARSON, CALIFORNIA, APPROVING THE FORM OF PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH THE ISSUANCE OF THE CITY OF CARSON 2020 TAXABLE PENSION OBLIGATION BONDS AND APPROVING ADDITIONAL ACTIONS RELATED THERETO**

**WHEREAS**, on January 14, 2020, the City Council of the City of Carson (the “City”) adopted Resolution No. 20-015, which is incorporated herein by this reference (the “Authorizing Resolution”), approving the issuance of the “City of Carson 2020 Taxable Pension Obligation Bonds” (the “Bonds”) for the for the purpose of refunding all or part of the obligations of the City to the California Public Employees’ Retirement System (the “PERS Obligation”); and

**WHEREAS**, the PERS Obligation may be refunded pursuant to the provisions of Articles 10 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code, commencing with Section 53570 of said Code (the “Bond Law”); and

**WHEREAS**, the Authorizing Resolution and refunding pursuant to the Bond Law were the subject of a validation action filed by the City in connection with the issuance of the Bonds in the Superior Court of the United States, County of Los Angeles, South Central District, Case No. Case No. 20CMCV00028 (“Validation Action”); and

**WHEREAS**, a default judgment validating the Bonds and all the actions permitted under the Authorizing Resolution was entered on April 30, 2020; and

**WHEREAS**, in order to comply with Rule 15c2-12 of the Securities and Exchange Commission the Authorizing Resolution directed city staff to prepare and execute the Preliminary Official Statement (“Preliminary Official Statement”) and a Continuing Disclosure Certificate with respect to the Bonds to be acknowledged by the dissemination agent (the “Continuing Disclosure Certificate”); and

**WHEREAS**, the Successor Agency now wishes to approve the form of, the Continuing Disclosure Certificate and the Preliminary Official Statement; and

**WHEREAS**, the Authorizing Resolution remains in full force and effect.

**NOW, THEREFORE, BE IT RESOLVED** by the City Council of the City of Carson as follows:

**Section 1. Recitals.** The City Council does hereby find and declare that the above recitals are true and correct.

**Section 2. Approval of the Continuing Disclosure Certificate.** The form of the Continuing Disclosure Certificate, a copy of which is attached to the Preliminary Official Statement and is presented at this meeting, be and is hereby approved in substantially the form

thereof or with such changes as may be approved by an Authorized Officer (as defined in the Authorizing Resolution), said Authorized Officer's execution thereof to constitute conclusive evidence of said Authorized Officer's approval of all such changes, and each Authorized Officer be and is hereby authorized, together or alone, to execute and deliver said Continuing Disclosure Certificate.

**Section 3. Approval of the Preliminary Official Statement.** The form of the Preliminary Official Statement presented at this meeting describing the Bonds, the City finances, and certain other information deemed material to an informed investment decision relating to the Bonds, is hereby approved, with such changes as may be approved by an Authorized Officer. Any Authorized Officer is authorized to deem final the Preliminary Official Statement as of its date for the purpose of Rule 15c2-12 under the Securities Exchange Act of 1934 as amended. The Final Official Statement shall be in substantially the form of the Preliminary Official Statement with such changes, insertions and omissions as may be approved by an Authorized Officer, such approval to be conclusively evidenced by the delivery thereof. The Authorized Officers are each hereby authorized and directed, for and in the name of and on behalf of the City, to execute and deliver the final Official Statement and any supplement or amendment thereto to the underwriters for the Bonds.

**Section 4. Actions.** All actions heretofore taken by the Authorized Officers and by any other officers, employees or agents of the City with respect to the Bonds, the Continuing Disclosure Certificate and Preliminary Official Statement are hereby approved, confirmed and ratified.

**Section 5. Effective.** This Resolution shall be effective immediately upon its adoption.

**Section 6. Certification.** The City Clerk shall certify to the passage and adoption of this Resolution and enter it into the book of original Resolutions.

**PASSED, APPROVED AND ADOPTED** by the City Council of the City of Carson, California, at a meeting held on the \_\_\_\_\_ day of \_\_\_\_\_, 2020.

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Mayor, Albert Robles

**ATTEST:**

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City Clerk Donesia Gause-Aldana

**APPROVED AS TO FORM:**

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City Attorney Sunny K. Soltani



