

**RESOLUTION NO. 21-85**

**RESOLUTION OF THE BOARD OF SUPERVISORS OF HUMBOLDT COUNTY APPROVING, AUTHORIZING AND DIRECTING EXECUTION OF A JOINT EXERCISE OF POWERS AGREEMENT RELATING TO THE CALIFORNIA MUNICIPAL FINANCE AUTHORITY AND APPROVING THE ISSUANCE OF REVENUE BONDS BY THE AUTHORITY IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$35,000,000 FOR THE PURPOSE OF FINANCING AND REFINANCING PROJECTS FOR OPEN DOOR COMMUNITY HEALTH CENTERS AND CERTAIN OTHER MATTERS RELATING HERETO**

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

**WHEREAS**, the County has determined that it is in the public interest and for the public benefit that the County become a Member of the Authority in order to facilitate the promotion of economic, cultural and community development activities in the County, including the financing of projects therefor by the Authority;

**WHEREAS**, there is now before this Board the form of the Agreement;

**WHEREAS**, the Agreement has been filed with the County, and the members of the Board, with the assistance of its staff, have reviewed said document;

**WHEREAS**, the Authority is authorized to issue and sell revenue bonds for the purpose, among others, of financing or refinancing the construction of capital projects;

**WHEREAS**, Open Door Community Health Centers, a nonprofit public benefit corporation as described in section 501(c)(3) of the Internal Revenue Code of 1986 (the "Borrower"), has requested that the Authority issue and sell revenue bonds in the maximum principal amount of \$35,000,000 (the "Bonds") for the purpose of making a loan to the Borrower, to enable the Borrower to:

- (a) finance the construction costs of a new 34,000 square foot, two story replacement community health center to be located at 1150 Foster Street, Arcata, California,
- (b) refinance a loan from the United States Department of Agriculture, made in 2018, to finance a community health center located at 3750 Rohnerville Rd, Fortuna, CA 95540, and
- (c) refinance a New Market Tax Credit Note issued in 2014 to finance a community health center located at 2200 Tydd Street and 2189 Tydd Street Eureka, California.

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**WHEREAS**, in order for the interest on the Bonds to be tax-exempt, section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), requires that an “applicable elected representative” of the governmental unit, the geographic jurisdiction of which contains the site of facilities to be financed with the proceeds of the Bonds, hold a public hearing on the issuance of the Bonds and approve the issuance of the Bonds following such hearing;

**WHEREAS**, the Authority has determined that the Board is an “applicable elected representative” for purposes of holding such hearing;

**WHEREAS**, the Authority has requested that the Board approve the issuance of the Bonds by the Authority in order to satisfy the public approval requirement of section 147(f) of the Code and, the requirements of Section 4 of the Agreement;

**WHEREAS**, notice of such public hearing has been duly given as required by the Code, and the Board has heretofore held such public hearing at which all interested persons were given an opportunity to be heard on all matters relative to the financing or refinancing of the Project and the Authority’s issuance of the Bonds therefor; and

**WHEREAS**, it is in the public interest and for the public benefit that the Board approve the issuance of the Bonds by the Authority for the aforesaid purposes;

**NOW, THEREFORE, BE IT RESOLVED** by the County of Humboldt Board of Supervisors, as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. The Agreement is hereby approved and the Chair of the Board, the County Administrative Officer or the designee thereof is hereby authorized and directed to execute said document, and the Clerk of the Board or such Clerk’s designee is hereby authorized and directed to attest thereto.

Section 3. The Board hereby approves the issuance of the Bonds by the Authority. It is the purpose and intent of the Board that this resolution constitutes approval of the issuance of the Bonds (a) by the “applicable elected representative” of the governmental unit having jurisdiction over the area in which the Project to be located in accordance with section 147(f) of the Code and (b) by the Board in accordance with Section 4 of the Agreement.

Section 4. The issuance of the Bonds shall be subject to the approval of the Authority of all financing documents relating thereto to which the Authority is a party. The County shall have no responsibility or liability whatsoever with respect to the Bonds.

Section 5. The adoption of this Resolution shall not obligate the County or any department thereof to (i) provide any financing to acquire or construct the Project or any refinancing of the Project; (ii) approve any application or request for or take any other action in connection with any planning approval, permit or other action necessary for the acquisition, construction, rehabilitation or operation of the Project; (iii) make any contribution or advance any funds whatsoever to the Authority; or (iv) take any further action with respect to the Authority or its membership therein.

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Section 6. The executing officers(s), the Clerk of the Board and all other proper officers and officials of the County are hereby authorized and directed to execute such other agreements, documents and certificates, and to perform such other acts and deeds, as may be necessary or convenient to affect the purposes of this Resolution and the transactions herein authorized.

Section 7. The Clerk shall forward a certified copy of this Resolution and an originally executed Agreement to the Authority in care of its counsel:

Ronald E. Lee, Esq.  
Jones Hall, APLC  
475 Sansome Street, Suite 1700  
San Francisco, CA 94111

Section 8. This Resolution shall take effect immediately upon its adoption.

Dated August 17, 2021

  
Virginia Bass, Chair  
Humboldt County Board of Supervisors

Adopted on motion by Supervisor Bohn, seconded by Supervisor Madrone and the following vote:

AYES: Supervisors Madrone, Bushnell, Bohn, Bass  
NAYS: Supervisors --  
ABSENT: Supervisors --  
ABSTAIN: Supervisors --

STATE OF CALIFORNIA )  
County of Humboldt )

I, KATHY HAYES, Clerk of the Board of Supervisors, County of Humboldt, State of California, do hereby certify the foregoing to be an original made in the above-entitled matter by said Board of Supervisors at a meeting held in Eureka, California.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Seal of said Board of Supervisors.

  
By TRACY D'AMICO  
Deputy Clerk of the Board of Supervisors of the County of Humboldt, State of California