

DEPARTMENT: Public Works

BY: James J. Petropulos
PHONE: 966-5356

RECOMMENDED ACTION AND JUSTIFICATION:

Adopt Resolution by the Board of Supervisors of the County of Mariposa ~~Public Financing Authority~~, Approving, Authorizing and Directing Execution of Certain Installment Sale Financing Documents and Authorizing and Directing Related Actions

Public Works is requesting the adoption of a resolution approving, authorizing and directing execution of certain installment sale financing documents and authorizing and directing related actions. This resolution authorizes financing and approves the forms of the listed legal documents (attached) on behalf of the County for the United States Department of Agriculture (USDA) loan for the composting project.

This action will also authorize County officials to complete our part of the paperwork. Staff recommends adoption of this resolution in order for the USDA loan to close December 11, 2003. Time is of the essence as the loan needs to be closed on December 11 in order to obtain the funding to complete the composting project on schedule.

BACKGROUND AND HISTORY OF BOARD ACTIONS:

The Board has taken several actions regarding the financing of the compost project including the acceptance of USDA funding and authorizing the legal services agreement with Bond Counsel October 14, 2003.

ALTERNATIVES AND CONSEQUENCES OF NEGATIVE ACTION:

Negative action will result in the delay of the loan closure and possibly jeopardize the finding of the project.

Financial Impact? (x) Yes () No	Current FY Cost: \$	Annual Recurring Cost: \$ 0
Budgeted In Current FY? (X) Yes () No () Partially Funded		
Amount in Budget: \$ _____		List Attachments, number pages consecutively
Additional Funding Needed: \$ _____		1. Resolution
Source:		2. Acquisition Agreement
Internal Transfer _____		3. Installment Sale Agreement
Unanticipated Revenue _____ 4/5's vote		4. Assignment Agreement
Transfer Between Funds _____ 4/5's vote		5. Trust Agreement
Contingency _____ 4/5's vote		
() General () Other		

CLERK'S USE ONLY:

Res. No.: 03-430 Ord. No. _____
Vote - Ayes: 5 Noes: _____
Absent: _____
AW Approved
(u) Minute Order Attached () No Action Necessary

COUNTY ADMINISTRATIVE OFFICER:

Requested Action Recommended
 No Opinion
Comments:

The foregoing instrument is a correct copy of the original on file in this office.

Date: _____
Attest: MARGIE WILLIAMS, Clerk of the Board
County of Mariposa, State of California
By: _____
Deputy

CAO: RKH

MARIPOSA COUNTY RESOLUTION NO. 03-430

**A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF MARIPOSA
APPROVING, AUTHORIZING AND DIRECTING EXECUTION OF CERTAIN
INSTALLMENT SALE FINANCING DOCUMENTS AND AUTHORIZING AND DIRECTING
RELATED ACTIONS**

RESOLVED, by the Board of Supervisors (the "Board") of the County of Mariposa (the "County"), State of California, that:

WHEREAS, the County of Mariposa (the "County") proposes to construct a new County solid waste composting facility and related structures, improvements and equipment (the "Project");

WHEREAS, the County, working together with the Mariposa County Public Financing Corporation (the "Corporation") is proposing to proceed with an installment sale financing in order to provide financing for the Project with the United States Department of Agriculture (the "USDA"); and

WHEREAS, the documents listed below have been filed with the County and the Board of Supervisors (the "Board"), with the aid of its staff, have reviewed such documents;

NOW, THEREFORE, BE IT DETERMINED AND ORDERED by the Board of Supervisors of Mariposa County, a political subdivision of the State of California, as follows:

Section 1. The documents listed below, all dated as of December 11, 2003 are hereby approved and the Chairman of the Board, the County Administrative Officer, the Director of Public Works, the County Auditor, the Clerk of the Board or an authorized representative of such persons (each a "County Representative") is hereby authorized and directed to execute, and the County Clerk is hereby authorized and directed to attest and affix the seal of the County to such documents in substantially the form of documents on file with the Clerk of the Board, together with any additions thereto or changes therein deemed necessary or advisable by the Authorized Official, upon consultation with bond counsel, and whose execution thereof shall be conclusive evidence of approval of any such additions or changes:

(a) the Acquisition Agreement, by and between the County and the Corporation;

(b) the Installment Sale Agreement by and between the Corporation and the County;

(c) the Trust Agreement by and among the Corporation, the County and the County Auditor, as Trust Administrator (the "Trust Administrator") relating to the financing, and the execution and delivery of a certificate of participation (the "Certificate of Participation") evidencing the direct, undivided fractional interests of the owners thereof in the lease payments to be made by the County under the Installment Sale Agreement

Section 2. The County Representative is hereby authorized and directed to accept for the County and upon receipt by the County of an offer to purchase the Certificate of Participation, submitted to the County by the USDA, which offer is hereby approved, so long as the aggregate principal amount of the Certificate of Participation does not exceed \$3,200,000. In connection with such offer, the County Representative is hereby authorized and directed to complete and execute for and as required by the USDA, RUS Bulletin 1780-25 "Loan Resolution (Public Bodies)", the terms of which are hereby incorporated herein by reference.

Section 3. The County Representatives and any duly authorized officers of the County, are hereby authorized and directed, for and in the name and on behalf of the County, to do any and all things and take any and all actions, including execution and delivery of any and all assignments, certificates, requisitions, agreements, notices, consents, instruments of conveyance, warrants and other documents, which they, or any of them, may deem necessary or advisable in order to effect the purposes of this Resolution and the financing of the Project.

Section 4. The County intends to issue the Certificate of Participation, which is an "Obligation" under United States Income Tax Regulations section 1.150-2 (the "Regulations"), in the maximum principal amount of approximately \$3,200,000 to finance all or a portion of the costs of the Project. The Board hereby declares that the County reasonably expects to use a portion of the proceeds of the Obligation for reimbursement of expenditures for the Project that are paid before the date of issuance of the Obligation. This section of this resolution shall be solely for the purpose of complying with the provisions of the Regulations and shall not be deemed an approval of all or any part of the Project or a commitment on the part of this Board to issue any or all of the Obligation or otherwise provide for financing.

Section 5. This Resolution shall take effect from and after the date of its passage and adoption.

* * * * *

PASSED and ADOPTED this 25th day of November, 2003, by the Board of Supervisors of Mariposa County, by the following vote:

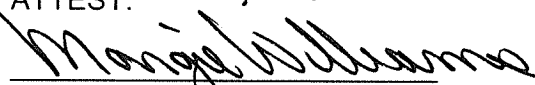
AYES: STETSON, BALMAIN, BIBBY, PARKER, PICKARD
NOES: NONE
ABSENT: NONE
ABSTAINED: NONE

COUNTY OF MARIPOSA



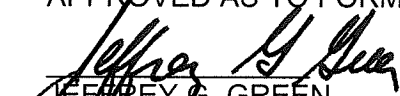
BOB PICKARD, Chairman
Board of Supervisors

ATTEST:



MARGIE WILLIAMS
Clerk, Board of Supervisors

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:



JEFFREY G. GREEN,
County Counsel



COUNTY of MARIPOSA

P.O. Box 784, Mariposa, CA 95338 (209) 966-3222

BOB PICKARD, CHAIR
GARRY R. PARKER, VICE-CHAIR
LEE STETSON
DOUG BALMAIN
JANET BIBBY

DISTRICT V
DISTRICT IV
DISTRICT I
DISTRICT II
DISTRICT III



MARIPOSA COUNTY BOARD OF SUPERVISORS

MINUTE ORDER

TO: JIM PETROPULOS, Public Works Director
FROM: MARGIE WILLIAMS, Clerk of the Board *MWJ*
SUBJECT: EXECUTION OF CERTAIN INSTALLMENT SALE FINANCING DOCUMENTS,
AND AUTHORIZATION AND DIRECTION RELATED ACTIONS FOR THE
COMPOSTING PROJECT
Resolution No. 03-430

THE BOARD OF SUPERVISORS OF MARIPOSA COUNTY, CALIFORNIA,

ADOPTED THIS Order on November 25, 2003

ACTION AND VOTE:

B) Adopt a Resolution by the Board of Supervisors of the County of Mariposa, Approving, Authorizing and Directing Execution of Certain Installment Sale Financing Documents, and Authorizing and Directing Related Actions for the Composting Project

BOARD ACTION: Discussion was held with Jim Petropulos, and it was noted that there are typographical errors that need to be corrected in the documents. (M)Parker, (S)Balmain, Res. 03-430 was adopted as recommended, subject to final review by County Counsel/Ayes: Unanimous.

cc: Jeff Green, County Counsel
Ken Hawkins, Auditor
Mary Hodson, Administrative Analyst
File