



County of Sonoma

State of California

Date: August 11, 2020

Item Number: _____

Resolution Number: _____

4/5 Vote Required

**Resolution Of The Board Of Supervisors Of The County Of Sonoma, State Of California,
approving the issuance of revenue bonds by the California Municipal Finance Authority in an
aggregate principal amount not to exceed \$9,500,000 to finance certain facilities for West
County Health Centers, Inc. and certain other matters relating thereto**

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

Whereas, West County Health Centers, Inc., 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 finance the construction of a new 10,000 square foot clinic to replace the Russian River Health Center destroyed by fire in 2015, to be located at 16375 First Street, Guerneville, CA 95446 (the "Project");

Whereas, pursuant to Section 147(f) of the Internal Revenue Code of 1986 (the “Code”), the issuance of the Bonds by the Authority must be approved by the “applicable elected representative” required to approve the issuance of Bonds under Section 147(f) of the Code;

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, the Project will be located within the territorial limits of the County;

Whereas, the Board is the elected legislative body of the County and is one of the “applicable elected representatives” required to approve the issuance of the Bonds under Section 147(f) of the Code;

Whereas, pursuant to section 147(f) of the Code, the Board has, following notice duly given, held a public hearing regarding the issuance of the Bonds, and now desires to approve the issuance of the Bonds by the Authority;

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 Board of Supervisors of Sonoma County, as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. The Board hereby approves the issuance of the Bonds by the Authority. It is the purpose and intent of the Board that this resolution constitute 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 3. 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 4. 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.

Section 5. 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 effect the purposes of this Resolution and the transactions herein authorized.

Section 6. The Clerk shall forward a certified copy of this Resolution to the Authority in care of its counsel:

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

Resolution #20-

Date:

Page 4

Section 7. This Resolution shall take effect immediately upon its adoption.

Supervisors:

Rabbitt:

Zane:

Gore:

Hopkins:

Gorin:

Ayes:

Noes:

Absent:

Abstain:

So Ordered.