

RESOLUTION 83-26

RESOLUTION OF THE CALIFORNIA HOUSING FINANCE
AGENCY CONCERNING THE ISSUANCE OF THE AGENCY'S
HOME OWNERSHIP AND HOME IMPROVEMENT
REVENUE BONDS, 1983 SERIES A

WHEREAS, the California Housing Finance Agency (herein called the "Agency") has from time to time issued various series of its Home Ownership and Home Improvement Revenue Bonds (herein called the "Bonds") to provide funds to finance its program (herein called the "Program") of making below-market-rate loans for the permanent financing of single-family residences;

WHEREAS, the Agency has determined that in order to reduce the level of prepayments of loans necessary to assure the timely payment of principal and interest on the currently outstanding Bonds it is desirable that the Agency issue an additional series of Bonds in order to refund certain Bonds which mature on February 1, 1984;

WHEREAS, pursuant to the Zenovich-Moscone-Chacon Housing and Home Finance Act (herein called the "Act"), the Agency has the authority to issue refunding bonds to refund any outstanding bonds issued pursuant to the Act and to apply the proceeds of such refunding bonds to the payment of principal, accrued interest and any redemption premium on the bonds being refunded, to the payment of interest on such refunding bonds and to pay expenses of the Agency incurred in connection with such refunding;

WHEREAS, the Financing Committee of this Board has approved the proposed issue of Home Ownership and Home Improvement Revenue Bonds;

WHEREAS, the Housing Bond Credit Committee in accordance with the Act has approved and has taken all other action required to be taken by it by the Act prior to the issuance of the Home Ownership and Home Improvement Revenue Bonds, 1983 Series A of the Agency; and

WHEREAS, pursuant to Resolution 82-20, the Agency has determined that its Home Ownership and Home Improvement Revenue Bonds, 1983 Series A are to be sold by a negotiated sale;

NOW THEREFORE, BE IT RESOLVED, by the California Housing Finance Agency as follows:

Section 1. The Agency is of the opinion and hereby determines that the issuance during calendar year 1983 of a series of Home Ownership and Home Improvement Revenue Bonds of the Agency designated as the "California Housing Finance Agency Home Ownership and Home Improvement Revenue Bonds, 1983 Series A" (herein called the "1983 Series A Bonds"), in an aggregate principal amount of not to exceed \$17,000,000, is necessary to provide sufficient funds to refund certain of the Bonds maturing on February 1, 1984, to fund appropriate reserve funds and to pay costs of issuance of the 1983 Series A Bonds.

Section 2. Pursuant to the Act, the 1983 Series A Bonds are authorized to be issued at such time on or before December 31, 1983, as the Executive Director of the Agency (herein called the "Executive Director") deems appropriate upon consultation with the Treasurer of the State of California (herein called the "Treasurer"). The 1983 Series A Bonds are to have the maturities and are to bear interest at the stated rates deemed appropriate by the Executive Director; provided that no 1983 Series A Bond shall have a term in excess of thirty years or bear interest at a stated rate in excess of fourteen percent (14%) per annum.

Section 3. The Executive Director of the Agency is hereby expressly authorized and directed, for and on behalf and in the name of the Agency to determine the maturities, the Sinking Fund Installments, the portion of the 1983 Series A Bonds which are to be Term Bonds, if any, the portion of the 1983 Series A Bonds which are to be Serial Bonds, if any, the Bond Reserve Account Requirement, the Loan Reserve Account Requirement, the amounts representing the portion of a Principal Installment anticipated to be paid from regularly scheduled payments of the principal of the Loans, the Permitted Amounts, the Loan Prepayment Principal Requirements and the Specified Rate of Interest for the 1983 Series A Bonds and upon consultation with the Agency's legal counsel, to approve a Supplemental Indenture containing such terms, such approval to be conclusively evidenced by the execution and delivery of such Supplemental Indenture by the authorized officers of the Agency. The Executive Director and the Secretary of the Board of Directors of the Agency (herein called the "Secretary") are hereby authorized and directed, for and on behalf and in the name of the Agency to execute, acknowledge and to deliver to the Trustee thereunder a Supplemental Indenture in form acceptable to them. The date, the maturity dates, interest payment dates, denominations, forms, registration privileges, terms and place(s) of payment, terms of redemption, security and other terms of the 1983 Series A Bonds shall be as provided in the Supplemental Indenture as finally executed (herein called the

"Supplemental Indenture") and in the Indenture dated as of January 1, 1978, between the Agency and said Trustee as heretofore or hereafter amended and supplemented. Payments to a bond reserve account in the California Housing Finance Fund established pursuant to said Indenture shall be made from the proceeds of the 1983 Series A Bonds in the amount and to the extent provided in such Indenture and in such Supplemental Indenture.

Section 4. The 1983 Series A Bonds are hereby authorized to be sold at a negotiated sale. The selection of Merrill Lynch White Weld Capital Markets Group (Merrill Lynch, Pierce, Fenner & Smith Incorporated) and Shearson/American Express Incorporated, as senior managers (herein called the "Senior Managers") is hereby confirmed. The Executive Director is hereby authorized and directed, for and in the name and on behalf of the Agency, to execute and deliver a purchase contract relating to the 1983 Series A Bonds, by and among the Agency, the Treasurer, the Senior Managers and such other underwriters, if any, as the Executive Director may select, in such form as the Executive Director may approve upon consultation with the Agency's legal counsel, such approval to be conclusively evidenced by the execution and delivery of said purchase contract by the Executive Director.

Section 5. The Treasurer is hereby authorized and requested, without further action of this Board and unless instructed otherwise by this Board, to sell the 1983 Series A Bonds at the times and places and pursuant to the terms and conditions set forth in the purchase contract as finally executed. The Treasurer is hereby further authorized and requested to cash and deposit the proceeds of any good faith deposit check to be received by the Treasurer under the terms of said purchase contract in a special trust account for the benefit of the Agency, and the amount of said check shall be applied at the time of delivery of the 1983 Series A Bonds as part of the purchase price thereof or returned to the Underwriters as provided in said purchase contract.

Section 6. The Executive Director is further authorized to hold information meetings concerning the 1983 Series A Bonds and to distribute other information and material relating to the 1983 Series A Bonds.

Section 7. The Executive Director is hereby authorized and directed to execute, and the Secretary of the Board of Directors of the Agency is hereby authorized to attest, for and on behalf and in the name of the Agency and under its seal, the 1983 Series A Bonds, in an aggregate principal amount not to exceed \$17,000,000 in accordance with

the Indenture and said Supplemental Indenture, in fully registered form as set forth in the Supplemental Indenture.

Section 8. The 1983 Series A Bonds when so executed, shall be delivered to the Trustee under the Indenture and the Supplemental Indenture to be authenticated by or caused to be authenticated by said Trustee. Said Trustee is hereby requested and directed to authenticate the 1983 Series A Bonds by executing the Trustee's Certificate of Authentication appearing thereon, and to deliver or cause to be delivered the 1983 Series A Bonds when duly executed and authenticated to the purchaser or purchasers thereof in accordance with written instructions executed on behalf of the Agency by the Executive Director, which instructions said officer is hereby authorized and directed, for and on behalf and in the name of the Agency, to execute and deliver to said Trustee. Such instructions shall provide for the delivery of the 1983 Series A Bonds to the purchaser or purchasers thereof, as determined and confirmed by the Treasurer, upon payment of the purchase price thereof.

Section 9. The circulation of a Preliminary Official Statement relating to the Bonds having been previously approved by this Board and having occurred, the Executive Director is hereby authorized and directed to execute an Official Statement substantially in the form of the Preliminary Official Statement previously circulated to prospective purchasers of the Bonds, with such changes and insertions therein as he may approve upon consultation with counsel to the agency, such approval to be conclusively evidenced by the execution and delivery of said Official Statement by the Executive Director, and the circulation of said Official Statement to prospective and actual purchasers of the Bonds is hereby approved.

Section 10. The Treasurer and the officers of the Agency, or the duly authorized deputies thereof, are hereby authorized and directed, jointly and severally to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the issuance, sale and delivery of the Bonds and otherwise to effectuate the purposes of this resolution.

Section 11. In the Executive Director's absence or upon his written authorization, all actions by the Executive Director herein approved or authorized may be taken by the Director of Financing of the Agency.

Section 12. All actions previously taken by the officers of the Agency in connection with the issuance of the 1983 Series A Bonds are hereby approved and ratified.

Section 13. In the Secretary's absence or upon his authorization, all actions by the Secretary herein approved or authorized may be taken by the General Counsel of the Agency or by any of the staff attorneys of the Agency.

SECRETARY'S CERTIFICATE

I, Arthur Pakenham, Secretary of the Board of Directors of the California Housing Finance Agency, hereby certify that the foregoing is a full, true and correct copy of Resolution 83-26 duly adopted at a regular meeting of the Board of Directors of the California Housing Finance Agency duly called and held in Sacramento, California, on the 11th day of August, 1983, of which meeting all said directors had due notice; and that at said meeting said Resolution was adopted by the following vote:

AYES: Cantu, DeSantis (by Qualls), Kruer, Mazirow, Wilson, Frank

NOES: None

ABSTENTIONS: None

ABSENT: Hess, Lefkowitz, Ruffin, Unruh, West

I further certify that I have carefully compared the foregoing copy with the original minutes of said meeting on file and of record in my office; that said copy is a full, true and correct copy of the original Resolution adopted at said meeting and entered in said minutes; and that said Resolution has not been amended, modified or rescinded in any manner since the date of its adoption, and the same is now in full force and effect.

IN WITNESS WHEREOF, I have executed this certificate and affixed the seal of the Board of Directors of the California Housing Finance Agency hereto this 11th of August, 1983.



Arthur Pakenham
Secretary of the Board of
Directors of the California
Housing Finance Agency