

RESOLUTION NO. \_\_\_\_\_

A RESOLUTION OF THE FRESNO JOINT POWERS FINANCING AUTHORITY AUTHORIZING THE RELEASE OF FACILITIES AND AMENDMENT OF THE MASTER FACILITIES LEASE AND MASTER FACILITIES SUBLEASE RELATING TO THE FRESNO JOINT POWERS FINANCING AUTHORITY LEASE REVENUE BONDS (MASTER LEASE PROJECTS) AND APPROVING THE TAKING OF ALL NECESSARY OR DESIRABLE ACTIONS IN CONNECTION THEREWITH

WHEREAS, the City of Fresno is a charter city organized and validly existing under the Constitution of the State of California (the "City"); and

WHEREAS, the Fresno Joint Powers Financing Authority (the "Authority") is a joint exercise of powers entity created pursuant to a Joint Exercise of Powers Agreement, dated as of October 25, 1998, as amended, between the City and the Redevelopment Agency of the City; and

WHEREAS, the Authority and the City entered into a Master Facilities Lease (the "Facilities Lease") and a Master Facilities Sublease (the "Sublease"), each dated as of April 1, 2008, as heretofore amended and supplemented (as amended and supplemented, the "Leases") in connection with the issuance of the Authority's Lease Revenue Bonds (Master Lease Projects) (the "Bonds"); and

WHEREAS, the Bonds were issued from time to time pursuant to the Master Trust Agreement (as amended and supplemented, the "Trust Agreement"), dated as of April 1, 2008, between the Authority and The Bank of New York Mellon Trust Company, N.A., as trustee (the "Trustee") for the Bonds; and

Date Adopted:

Date Approved:

Effective Date:

City Attorney Approval: 

Resolution No.

WHEREAS, Section 2.03 of the Sublease provides that Facilities may be released in accordance with the requirements of the Leases; and

WHEREAS, the City and the Authority desire to release the Municipal Services Center from the Leases pursuant to an Amendment to Master Facilities Lease and an Amendment to Master Facilities Sublease (the "Lease Amendments"), each by and between the City and the Authority; and

WHEREAS, the Authority has full legal right, power and authority under the laws of the State of California to enter into the agreements hereinafter authorized.

NOW THEREFORE, BE IT RESOLVED by the Governing Board of the Fresno Joint Powers Financing Authority, as follows:

**Section 1.** The foregoing recitals are true and correct and this Board hereby so finds and determines.

**Section 2.** The proposed forms of the Amendment to Master Facilities Lease and the Amendment to Master Facilities Sublease, by and between the City and the Authority, on file with the Secretary of the Authority, and delivered to the Board, are hereby approved. The Chairperson, Vice-Chairperson or Treasurer and Controller (the "Authorized Officers"), jointly and severally, or any such officer's designee, are each hereby authorized and directed, on behalf of the Authority, to execute and deliver the Amendment to Master Facilities Lease and the Amendment to Master Facilities Sublease in substantially said forms with such changes therein as such officer may require or approve, subject to review by the City Attorney's Office, such approval to be conclusively evidenced by the execution and delivery thereof.

**Section 3.** The Authorized Officers, each acting alone, are hereby authorized and directed 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 carry out, give effect to and comply with the terms and intent of this resolution, including without limitation the execution and delivery of termination agreements, releases and certificates required in connection with the Lease Amendments. Such actions heretofore taken by such officers are hereby ratified, confirmed and approved.

**Section 4.** This Resolution shall take effect upon its adoption.

\* \* \* \* \*

SECRETARY'S CERTIFICATE

STATE OF CALIFORNIA   )  
COUNTY OF FRESNO    ) ss.  
CITY OF FRESNO        )

I, TODD STERMER, Secretary of the Fresno Joint Powers Financing Authority (the "Authority") certify that the foregoing resolution was adopted by the Board of the Authority at a special meeting held on the 14<sup>th</sup> day of August, 2025.

AYES:  
NOES  
ABSENT:  
ABSTAIN:

TODD STERMER  
Secretary

By: \_\_\_\_\_

Deputy

APPROVED AS TO FORM  
ANDREW JANZ  
City Attorney

By: \_\_\_\_\_  
Brandon M. Collet                      Date  
Chief Assistant City Attorney