

City Attorney's Communication #2022-114 November 1, 2021

TO: Andrew Jean-Pierre, Finance Director

FROM: Mark E. Berman, City Attorney

RE: Resolution – John Knox Village Project

As requested in your e-mail dated November 1, 2021, I have formatted the attached Resolution captioned as follows:

A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF POMPANO BEACH, FLORIDA (THE "CITY") APPROVING THE ISSUANCE OF ITS NOT TO EXCEED \$160,000,000 REVENUE BONDS (JOHN KNOX VILLAGE PROJECT) (THE "SERIES 2021 BONDS")TO BE ISSUED IN ONE OR MORE TAX-EXEMPT SERIES, THE PROCEEDS OF WHICH WILL BE LOANED TO JOHN KNOX VILLAGE OF FLORIDA INC. (THE "BORROWER") AND APPLIED FOR THE PURPOSE OF FINANCING (INCLUDING THROUGH REIMBURSEMENT) THE COSTS OF THE RENOVATION, CONSTRUCTION, AND EQUIPPING OF CERTAIN CAPITAL IMPROVEMENTS TO THE SENIOR LIVING AND HEALTHCARE FACILITIES OF THE BORROWER LOCATED WITHIN THE CITY, AS MORE FULLY DESCRIBED HEREIN; FUNDING ANY NECESSARY RESERVES, FUNDING CAPITALIZED INTEREST, IF DESIRABLE, AND PAYING THE COSTS ASSOCIATED WITH THE THE SERIES 2021 BONDS; AUTHORIZING **ISSUANCE OF** DELEGATED NEGOTIATED SALE OF SUCH SERIES 2021 BONDS; APPROVING THE USE OF A PRELIMINARY OFFICIAL STATEMENT AND AN OFFICIAL STATEMENT IN CONNECTION WITH THE MARKETING AND SALE OF THE SERIES 2021 BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE TO SECURE THE SERIES 2021 BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT BETWEEN THE CITY AND THE BORROWER; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE CONTRACT AND OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE SERIES 2021 BONDS; APPOINTING U.S. BANK NATIONAL ASSOCIATION AS TRUSTEE FOR Andrew Jean-Pierre November 1, 2021 Page 2 of 2

THE SERIES 2021 BONDS; MAKING CERTAIN FINDINGS IN CONNECTION WITH THE ISSUANCE OF THE SERIES 2021 BONDS; PROVIDING FOR OTHER MATTERS AND GENERAL AUTHORIZATIONS IN CONNECTION WITH THE FOREGOING; PROVIDING A SEVERABILITY CLAUSE, PROVIDING A REPEALING CLAUSE; PROVIDING AN EFFECTIVE DATE.

Should you have any questions please feel free to contact me.

MARK E. BERMAN

MEB/jrm l:cor/finance/2022-114

Attachment