


OAKLAND CITY CLERK
OAKLAND
2020 JAN -2 AM 10:52

Approved as to Form and Legality


CITY ATTORNEY
Ravin Patel

OAKLAND CITY COUNCIL
RESOLUTION NO. 87989 C.M.S.

RESOLUTION APPROVING THE SALE OF CITY OF OAKLAND GENERAL OBLIGATION BONDS (MEASURE KK) AND CITY OF OAKLAND GENERAL OBLIGATION REFUNDING BONDS; APPROVING AN OFFICIAL NOTICE OF SALE AND CONTINUING DISCLOSURE CERTIFICATE; APPROVING A PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING THE DISTRIBUTION THEREOF; AND AUTHORIZING NECESSARY RELATED ACTIONS

WHEREAS, the City Council of the City of Oakland (the "City") authorized the issuance of its General Obligation Bonds (Measure KK), Series 2020B-1 (Tax-Exempt) (the "Series 2020B-1 Bonds"), General Obligation Bonds (Measure KK), Series 2020B-2 (Taxable) (the "Series 2020B-2 Bonds" and collectively with the Series 2020B-1 Bonds, the "Measure KK Bonds") and "General Obligation Refunding Bonds, Series 2020 (Taxable) (the "Refunding Bonds", and collectively with the Measure KK Bonds, the "Bonds") pursuant to Resolution No. 87980 C.M.S. adopted on December 10, 2019; and

WHEREAS, there have been submitted and are on file with the Clerk of this City Council (the "Clerk") proposed forms of an official notice of sale (the "Official Notice of Sale"), continuing disclosure certificate (the "Continuing Disclosure Certificate") and an official statement (the "Official Statement"), with respect to the sale of the Bonds; now, therefore, be it

RESOLVED: By the City Council of the City of Oakland as follows:

Section 1. Recitals. All of the above recitals are true and correct.

Section 2. Authorization of Sale and Award of Bid. The City Administrator is hereby authorized and directed to establish a date, time and place to receive bids for the purchase of the Bonds as described in and subject to the terms and conditions of the Official Notice of Sale (described below). The City Administrator is authorized to receive bids for the purchase of the Bonds, and to award the Bonds to the bidder(s) whose responsible bid for the Bonds results in the lowest true interest cost to the City (the "Original Purchasers"), all in accordance with and determined by the procedures described in the Official Notice of Sale, as approved by the City Administrator.

Section 3. Official Notice of Sale. The form of Official Notice of Sale, in substantially the form on file with the Clerk, is hereby approved and, with such other additions, changes or modifications therein as the City Administrator, or such other officers of the City designated by the City Administrator in writing (each being referred to herein as an "Authorized Representative"), upon consultation with legal counsel, may require or approve.

Section 4. Official Statement. The form of Official Statement relating to the Bonds, in substantially the form on file with the Clerk, is hereby approved, with such changes, additions and modifications therein as any Authorized Representative, upon consultation with legal counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof. Any Authorized Representative is hereby authorized to certify that the preliminary form of the Official Statement was deemed final as of its date within the meaning of Rule 15c2-12 (the "Rule") promulgated under the Securities Exchange Act of 1934 (except for the omission of certain final pricing, rating and related information as permitted by the Rule). Any Authorized Representative is hereby authorized and directed to sign the Official Statement in its final form, including the final pricing information, and to furnish the Original Purchasers with copies thereof, and the Original Purchasers are hereby authorized and directed to deliver copies of such Official Statement in final form to subsequent purchasers of the Bonds.

Section 5. Continuing Disclosure Certificate. The form of Continuing Disclosure Certificate, in substantially the form on file with the Clerk, is hereby approved, with such additions, changes or modifications therein as any Authorized Representative, upon consultation with legal counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof. The City hereby covenants and agrees that it will comply with and carry out all of the provisions of such Continuing Disclosure Certificate as finally executed and delivered.

Section 6. Authorization of Further Actions. The City Administrator has authority and direction to do any and all things that they may deem necessary or advisable in order to consummate the sale of the Bonds. The City Administrator may delegate any authority within their discretion pursuant to this Resolution as they deem reasonably necessary.

Section 7. Effective Date. This Resolution shall be effective immediately upon passage.

2881574v1
IN COUNCIL, OAKLAND, CALIFORNIA,

JAN 21 2020

PASSED BY THE FOLLOWING VOTE:

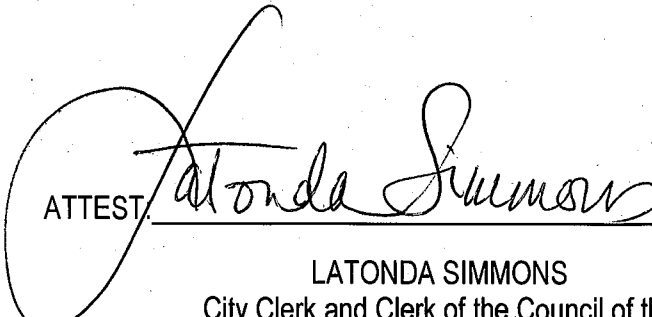
AYES - FORTUNATO BAS, GALLO, GIBSON MCELHANEY, KALB, REID, TAYLOR, THAO AND
PRESIDENT KAPLAN — 8

NOES - 0

ABSENT - 0

ABSTENTION - 0

ATTEST



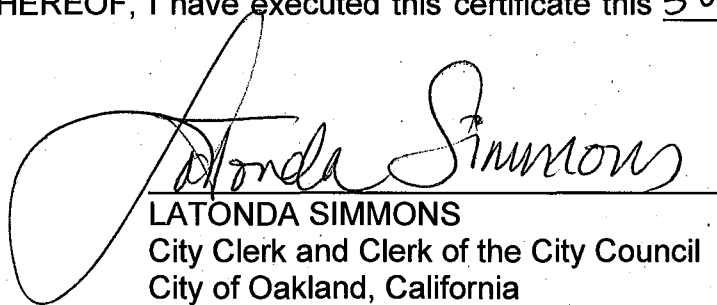
LATONDA SIMMONS
City Clerk and Clerk of the Council of the
City of Oakland, California

CERTIFICATE OF THE CITY CLERK

I, LaTonda Simmons, City Clerk and Clerk of the City Council of the City of Oakland (the "City"), hereby certify that the foregoing is a full, true and correct copy of Resolution No. ____, duly adopted at a meeting of the City Council of the City duly and regularly held on January 21, 2020, of which meeting all of said City Council had due notice.

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 true, complete and correct copy of the original resolution duly adopted at said meeting and entered in said minutes; and that said resolution has not been modified, amended, rescinded or revoked except as provided in such resolution in any manner since the date of their adoption, and the same is now in full force and effect.

IN WITNESS WHEREOF, I have executed this certificate this 30 day of January, 2020.


LATONDA SIMMONS
City Clerk and Clerk of the City Council
City of Oakland, California