CITY OF FAIRFIELD

RESOLUTION NO. 2024-222

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF FAIRFIELD CONSIDERING THE PROPOSED AMENDMENT AND RESTATEMENT OF THE RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX FOR IMPROVEMENT AREA NO. 1 OF THE CITY OF FAIRFIELD COMMUNITY FACILITIES DISTRICT NO. 2023-1 (ONE LAKE PLANNING AREA 5) AND AN INCREASE IN THE AMOUNT OF BONDED INDEBTEDNESS, APPROVING AN AMENDED AND RESTATED DEPOSIT AGREEMENT, AND APPROVING OTHER MATTERS RELATED THERETO

WHEREAS, the City Council of the City of Fairfield (City) previously conducted proceedings under and pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, Chapter 2.5 of Part 1 of Division 2 of Title 5 (commencing with Section 53311) of the California Government Code (Act), to form (i) "City of Fairfield Community Facilities District No. 2023-1 (One Lake Planning Area 5)" (CFD), (ii) "Improvement Area No. 1 of the City of Fairfield Community Facilities District No. 2023-1 (One Lake Planning Area 5)" (Improvement Area No. 1), and (iii) "City of Fairfield Community Facilities District No. 2023-1 (One Lake Planning Area 5) (Future Annexation Area)" (the "Future Annexation Area"); and

WHEREAS, all of the territory in the CFD as of the date hereof is located in Improvement Area No. 1; and

WHEREAS, in the council's Resolution No. 2023-31 adopted on February 21, 2023 (Resolution of Formation), the council, among other things, approved the boundaries of the CFD, Improvement Area No. 1 and the Future Annexation Area, as set forth in the map recorded in the Solano County Recorder's Office on February 7, 2023, at 3:11 p.m. in Book 26 of Maps of Assessment and Community Facilities Districts at Page 64, as Document No. 202300005079 (Boundary Map); and

WHEREAS, in the Resolution of Formation, the council, among other things, provided for the levy of special taxes upon the land within the CFD and the improvement areas therein to finance certain public facilities and services described in Exhibit A to the Resolution of Formation and approved a rate and method of apportionment of special taxes for Improvement Area No. 1 (Improvement Area No. 1 Rate and Method); and

WHEREAS, in the council's Resolution No. 2023-32 adopted on February 21, 2023 (Resolution Determining Necessity), the council determined the necessity for the City to incur bonded indebtedness in one or more series (i) on behalf of Improvement Area No. 1 in an aggregate amount not to exceed $90,000,000 (Improvement Area No. 1 Bonded Indebtedness Limit) and (ii) on behalf of those portions of the CFD that are not included in Improvement Area No. 1 in an aggregate amount of not to exceed $15,000,000 (Non-Improvement Area No. 1 Bonded Indebtedness Limit); and

WHEREAS, at an election of the qualified electors in Improvement Area No. 1 held on February 21, 2023, the qualified electors approved, among other things, the levy of special taxes according to the Improvement Area No. 1 Rate and Method and the Improvement Area No. 1 Bonded Indebtedness Limit; and

WHEREAS, a Notice of Special Tax Lien, which included the Improvement Area No. 1 Rate and Method as Exhibit B (Notice of Special Tax Lien), was recorded in the real property records of Solano County on March 6, 2023, as Document No. 202300009062; and

WHEREAS, pursuant to Ordinance No. 2023-05, introduced by the council on February 21, 2023, and adopted on March 21, 2023, the City Council levied special taxes in Improvement Area No. 1 according to the Improvement Area No. 1 Rate and Method; and

WHEREAS, pursuant to a petition received by the City, the City has been asked by the owner(s) of the required percentage of property in Improvement Area No. 1 to (i) amend the Improvement Area No. 1 Rate and Method to increase the rate of the special taxes, (ii) increase the Improvement Area No. 1 Bonded Indebtedness Limit from $90,000,000 to $100,000,000, and (iii) increase the Non-Improvement Area No. 1 Bonded Indebtedness Limit from $15,000,000 to $20,000,000; and

WHEREAS, the proposed amendment of the Improvement Area No. 1 Rate and Method must occur following a public hearing and must be approved by two-thirds of the votes cast on the proposition at an election of the qualified electors in Improvement Area No. 1.

NOW, THEREFORE, THE COUNCIL OF THE CITY OF FAIRFIELD HEREBY RESOLVES:

Section 1. Recitals Correct. The foregoing recitals are true and correct.

Section 2. Name and Description of the Affected Area. This Resolution relates to the property in the CFD and Improvement Area No. 1, as described in the Boundary Map.

Section 3. Amendment and Restatement of the Improvement Area No. 1 Rate and Method. The proposed amended and restated Improvement Area No. 1 Rate and Method (Amended and Restated Improvement Area No. 1 Rate and Method) in the form attached hereto as Exhibit A and incorporated herein by reference is hereby approved by this council, subject to approval by two-thirds of the votes cast on the proposition of amending and restating the Improvement Area No. 1 Rate and Method at an election of the qualified electors in Improvement Area No. 1.

Section 4. Increase in Bonded Indebtedness Limit. The proposed increase in the Improvement Area No. 1 Bonded Indebtedness Limit to $100,000,000 is hereby approved by this council, subject to approval by two-thirds of the votes cast on the proposition of increasing the Improvement Area No. 1 Bonded indebtedness Limit at an election of the qualified electors in Improvement Area No. 1.

The proposed increase in the Non-Improvement Area No. 1 Bonded Indebtedness Limit to $20,000,000 is hereby approved by this council. As provided by the council in the Resolution Determining Necessity, the designation as an improvement area of any territory annexing to the CFD, the maximum amount of bonded indebtedness for such improvement area, the rate and method of apportionment of special tax for such improvement area and the appropriations limit for the CFD shall be specified and approved in the unanimous approval executed by property owners in connection with their annexation to the CFD, subject to the conditions set forth in the Resolution of Formation. In the event all or a portion of the Future Annexation Area is annexed as one or more Future Improvement Areas (as defined in the Resolution Determining Necessity), the maximum bonded indebtedness of each such Future Improvement Area shall be identified in the unanimous approval of the property owners of the property to be annexed at the time of the annexation, as set forth in the Resolution of Formation, and the amount of the maximum bonded indebtedness for the Future Improvement Area shall be subtracted from the Non-Improvement Area No. 1 Bonded Indebtedness Limit.

Section 5. Public Hearing. The council hereby sets October 15, 2024, at 6:00 p.m. (which date is at least 30 days and not more than 60 days after the date of this Resolution) or as soon thereafter as possible in the Harry T. Price Memorial Council Chamber, 1000 Webster Street, Fairfield, California, as the date, time and place for the public hearing on the question of the proposed Amended and Restated Improvement Area No. 1 Rate and Method and the increase of the Improvement Area No. 1 Bonded Indebtedness Limit to $100,000,000.

The city clerk is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the CFD. The publication shall be completed at least seven days before the date of the public hearing specified above. The notice shall comply with the provisions of Section 53335 of the Act.

Section 6. Amended and Restated Deposit and Reimbursement Agreement. The City and One Lake Holding LLC, a Delaware limited liability company (Developer) previously executed and delivered a Deposit and Reimbursement Agreement, dated as of January 1, 2023, pursuant to which the Developer agreed to advance funds related to formation of the CFD and issuance of bonds for the CFD, and the City agreed to reimburse the advances from any funds available from the CFD, if formed.

An Amended and Restated Deposit Agreement, in the form on file with the city clerk, is hereby approved, to provide for the advance by the Developer of funds to pay certain costs related to the proposed change proceedings initiated hereby. Each of the city manager and the director of finance of the City, acting alone, is hereby authorized and directed to accept from the Developer an additional advance to pay for the proposed change proceedings, and to use the Advances in the manner contemplated by the Deposit Agreement. Each of the city manager and the director of finance, acting alone, is hereby authorized and directed to execute the Amended and Restated Deposit Agreement for and on behalf of the City, and to take all actions necessary to implement the Amended and Restated Deposit Agreement.

Section 7. Appointment of Consultants. The council hereby appoints Jones Hall, a Professional Law Corporation, the bond and disclosure counsel to the City with respect to the

CFD, Public Financial Management, Inc., as municipal advisor to the City with respect to the CFD, and Goodwin Consulting Group, Inc., as special tax consultant to the City with respect to the CFD, to provide services in connection with the proposed change proceedings. Each of the city manager and the finance director, acting alone, is hereby authorized to execute agreements or amendments of existing agreements with Jones Hall, Public Financial Management, Inc. and Goodwin Consulting Group, Inc. as appropriate to accomplish the proposed change proceedings.

Section 8. Further Action. The mayor, city manager, finance director, city clerk and all other officers and agents of the City are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

Section 9. No Obligation. This Resolution shall in no way obligate the council to approve the proposed changes to the Improvement Area No. 1 Rate and Method, the increase of the Improvement Area No. 1 Bonded Indebtedness Limit to $100,000,000, and the increase of the Non-Improvement Area No. 1 Bonded Indebtedness Limit to $20,000,000. The proposed changes shall be subject to the approval of the council by resolution following the holding of the public hearing referred to above.

Section 10. Effective Date. This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED this 3rd day of September 2024, by the following vote:

AYES: MEMBERS: MOY/BERTANI/CARR/PANDURO/TONNESEN/VACCARO/WILLIAMS

NOES: MEMBERS: ______________________________

ABSENT: MEMBERS: ______________________________

ABSTAIN: MEMBERS: ______________________________

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MAYOR

ATTEST:

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CITY CLERK