

RESOLUTION NO. .

BOARD OF SUPERVISORS, COUNTY OF SAN MATEO, STATE OF CALIFORNIA

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RESOLUTION AUTHORIZING AGREEMENTS WITH CALIFORNIA FINANCIAL SERVICES FOR FINANCIAL ADVISORY SERVICES AND SIDLEY AUSTIN LLP FOR DISCLOSURE COUNSEL SERVICES RELATED TO THE REFINANCING OF THE 1997 AND 2004 COLMA CREEK FLOOD CONTROL ZONE CERTIFICATES OF PARTICIPATION AND THE REFUNDING OF ALL OUTSTANDING LEASE REVENUE BONDS (YOUTH SERVICES CENTER), 2008 SERIES A

RESOLVED, by the Board of Supervisors of the County of San Mateo, State of California, that

WHEREAS, the County desires the assistance of a financial advisor and disclosure counsel in connection with the refunding of all outstanding lease revenue bonds (Youth Services Center) 2008 Series A; and

WHEREAS, the issuance of such refunding bonds presents unique financial advisory and legal issues requiring specific expertise in bond financing and tax law and the disclosures to be made thereunder; and

WHEREAS, the County wishes to retain California Financial Services ("CFS") as its financial advisor and Sidley Austin, LLP, as disclosure counsel to provide such expertise and assistance, and a waiver of the RFP process for these services is in the County's best interests in light of these firms' experience and expertise in prior County financings; and

WHEREAS, the proposed agreement with CFS will cover payment for financial advisory services in connection with the refunding of all outstanding lease revenue bonds (Youth Services Center) 2008 Series A as well as the refinancing of the 1997 and

2004 Colma Creek Flood Control Zone Certificates of Participation, which work has already been completed; and

WHEREAS, proposed agreements with CFS and Sidley for financial advisory and disclosure counsel services have been presented to this Board of Supervisors for its consideration and acceptance, reference to which is hereby made for further particulars, and the Board has examined and approved such agreements as to both form and content and desires to enter into the same;

NOW THEREFORE, IT IS HEREBY DETERMINED AND ORDERED that the Request for Proposals process for the above-referenced services is hereby waived; and

BE IT FURTHER RESOLVED that the President of the Board of Supervisors is authorized and directed to execute the agreements with California Financial Services and Sidley Austin LLP, for and on behalf of the County of San Mateo, and the Clerk of the Board shall attest the President's signature thereto; and

BE IT FURTHER RESOLVED that the County Manager or his designee is authorized to execute contract amendments to each of the above-referenced agreements which modify the County's maximum fiscal obligation by no more than \$25,000 (in aggregate per contract), and/or modify the contract term and/or services so long as the modified term or services is/are within the current or revised fiscal provisions

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