

RESOLUTION NO. 08-30

RESOLUTION OF THE CALIFORNIA INFRASTRUCTURE AND ECONOMIC DEVELOPMENT BANK BOARD DELEGATING TO THE EXECUTIVE DIRECTOR THE AUTHORITY TO APPROVE AN ALTERNATE LETTER OF CREDIT TO SECURE THE BANK'S VARIABLE RATE DEMAND REVENUE BONDS, SERIES 2006 (LE LYCEE FRANCAIS DE LOS ANGELES PROJECT) AND TO EXECUTE CERTIFICATIONS AND REPRESENTATIONS IN RELATION THERETO.

WHEREAS, the California Infrastructure and Economic Development Bank (the "I-Bank") was established pursuant to the Bergeson-Peace Infrastructure and Economic Development Bank Act (California Government Code Section 63000 et seq.) (the "Act"), for the purpose of promoting economic development; and

WHEREAS, the I-Bank is authorized to issue revenue bonds pursuant to the Act to provide financing for economic development facilities (as defined in the Act) located in the State of California; and

WHEREAS, the I-Bank previously issued \$15,000,000 of its Variable Rate Demand Revenue Bonds, Series 2006 (Le Lycee Francais de Los Angeles Project) (the "Bonds") which were secured by an irrevocable direct-pay letter of credit issued by Mellon 1st Business Bank, N.A. (the "Mellon 1st LOC") and an irrevocable confirming letter of credit issued by Mellon Bank, N.A. (together with the Mellon 1st LOC, the "Mellon Letters of Credit"), and

WHEREAS, the terms of the Indenture and Loan Agreement pertaining to the Bonds permit the provision of an Alternate Letter of Credit (as defined in the Indenture) as a substitute for the Mellon Letters of Credit upon the approval of the Bank; and

WHEREAS, as the result of the purchase of the provider of the Mellon 1st LOC by U.S. Bank National Association ("US Bank"), the Mellon 1st LOC has become the obligation of US Bank and US Bank is willing to provide an Alternate Letter of Credit to secure the Bonds; and

WHEREAS, the provision of an Alternate Letter of Credit by US Bank will have no negative impact on the rating of the Bonds;

WHEREAS, Section 63023 of the Act authorizes the Board to delegate certain powers to the Executive Director of the I-Bank, and further finds that utilization of this authority will facilitate the efficient and effective administration, and direction of routine operations of the I-Bank; and

NOW THEREFORE, the Board of Directors of the California Infrastructure and Economic Development Bank does hereby resolve as follows:

Section 1. The recitals above are true and correct.

Section 2. The Executive Director of the I-Bank is hereby authorized to approve the provision of an Alternate Letter of Credit by US Bank in substitution for the Mellon Letters of Credit and to execute any necessary or beneficial certifications or representations in relation thereto.

Section 3. This resolution shall take effect from and after its adoption.

PASSED, APPROVED, AND ADOPTED at a meeting of the California Infrastructure and Economic Development Bank of October 28, 2008 by the following vote:

AYES: Bonner, Marin, Sheehy, Carroll, Rice

NOES: None

ABSENT: None

ABSTAIN: None



Stanton C. Hazelroth, Executive Director

ATTEST:



Roma Cristia-Plant, Secretary