

RESOLUTION NO. 21-13

**CITY OF SPRING LAKE PARK
COUNTIES OF ANOKA AND RAMSEY
STATE OF MINNESOTA**

RESOLUTION AUTHORIZING EXECUTION OF AMENDMENT TO FUNDING LOAN AGREEMENT IN CONNECTION WITH THE MULTIFAMILY HOUSING REVENUE FUNDING NOTE, SERIES 2017A (LEGENDS OF SPRING LAKE PARK PROJECT) AND TAXABLE MULTIFAMILY HOUSING REVENUE FUNDING NOTE, SERIES 2017B (LEGENDS OF SPRING LAKE PARK PROJECT)

WHEREAS, the City of Spring Lake Park, Minnesota (the “City”), is a statutory city and political subdivision organized and existing under the Constitution and laws of the State of Minnesota;

WHEREAS, on July 11, 2017, the City Council of the City (the “Council”) issued and sold to Citibank, N.A. (the “Funding Lender”) its (i) Multifamily Housing Revenue Funding Note, Series 2017A (Legends of Spring Lake Park Project) in the original aggregate principal amount of \$22,242,684 and (ii) its Taxable Multifamily Housing Revenue Funding Note, Series 2017B (Legends of Spring Lake Park Project) in the original aggregate principal amount of \$10,770,000 (together, the “Funding Notes”), pursuant to Minnesota Statutes, Chapter 462C, as amended, and the terms of that certain Funding Loan Agreement dated as of July 1, 2017 (the “Original Funding Loan Agreement”), by and among the City, the Funding Lender, and U.S. Bank National Association, a national banking association (the “Fiscal Agent”);

WHEREAS, the City loaned the proceeds derived from the sale of the Funding Notes to Spring Lake Park Leased Housing Associates I, LLLP, a Minnesota limited liability limited partnership (the “Borrower”), pursuant to a Borrower Loan Agreement, dated as of July 1, 2017 (the “Borrower Loan Agreement”), between the City and the Borrower, to finance the costs of the acquisition, construction and equipping of a 194-unit multifamily housing residential rental project spread over four stories, with one level of underground parking, located at 1066 county Highway 10 in the City, and known as “Legends of Spring Lake Park;”

WHEREAS, the Funding Lender has begun to securitize portions of its affordable multifamily housing loan portfolio to free up capital for the origination of new affordable multifamily housing loans;

WHEREAS, in order to accommodate the structure of the Funding Lender’s securitization program, the Funding Lender has requested that the City approve an Amendment to Funding Loan Agreement (the “Amendment”), dated as of February 1, 2021, a form of which has been presented before the Council, to, among other things, modify the provisions related to securitization.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Spring Lake Park, Minnesota (“City”) as follows:

1. The City hereby approves the Amendment substantially in accordance with the terms set forth in the form presented to the Council, together with any related documents necessary in connection therewith, and hereby authorizes the Mayor and the City Administrator-Clerk-Treasurer of the City to negotiate the final terms thereof and, in their discretion and at such time as they may deem appropriate, to execute the Amendment on behalf of the City, and to carry out, on behalf of the City, the City's obligations thereunder

2. All of the provisions of the Amendment, when executed and delivered as authorized herein, shall be deemed to be a part of this resolution as fully and to the same extent as if incorporated verbatim herein and shall be in full force and effect from the date of execution and delivery thereof.

3. The approval hereby given to the Amendment includes approval of such additional details therein as may be necessary and appropriate and such modifications thereof, deletions therefrom and additions thereto as may be necessary and appropriate and approved by legal counsel to the City and by the officers authorized herein to execute said documents prior to their execution; and said officers are hereby authorized to approve said changes on behalf of the City. The execution of any instrument by the appropriate officers of the City herein authorized shall be conclusive evidence of the approval of such document in accordance with the terms hereof. In the event of absence or disability of the officers, any of the documents authorized by this Resolution to be executed may be executed without further act or authorization of the Council by any duly designated acting official, or by such other officer or officers of the City as, in the opinion of legal counsel to the City, may act in their behalf.

4. The authority to approve, execute and deliver future amendments to financing documents entered into by the City in connection with the Amendment is hereby delegated to the Mayor and the City Administrator-Clerk-Treasurer of the City, subject to the following conditions: (a) such amendments do not require the consent of the holders of the Funding Notes, or such consent has been provided; (b) such amendments do not materially adversely affect the interests of the City; (c) such amendments do not contravene or violate any policy of the City; (d) such amendments are acceptable in form and substance to the City Attorney or other counsel retained by the City to review such amendments; and (e) the City has received an opinion of bond counsel to the effect that the amendments will not adversely affect the tax-exempt character of interest on any of the Funding Notes. The authorization hereby given shall be further construed as authorization for the execution and delivery of such related items as may be required to demonstrate compliance with the agreements being amended and the terms of this Resolution. The execution of any instrument by the Mayor and the City Administrator-Clerk-Treasurer of the City shall be conclusive evidence of the approval of such instruments in accordance with the terms hereof. In the absence of the Mayor and the City Administrator-Clerk-Treasurer of the City, any instrument authorized by this paragraph to be executed and delivered may be executed by the officer of the City authorized to act in their place and stead

The foregoing Resolution was moved for adoption by councilmember _____.

Upon vote being taken thereon, the following voted in favor thereof:

And the following voted against the same:

Whereon the Mayor declared said Resolution duly passed and adopted the 5th day of April, 2021.

APPROVED BY:

Robert Nelson, Mayor

ATTEST:

Daniel R. Buchholtz, City Administrator-
Clerk-Treasurer

State of Minnesota)
Counties of Anoka and Ramsey)
City of Spring Lake Park)

I, Daniel R. Buchholtz, duly appointed and qualified City Administrator-Clerk-Treasurer in and for the City of Spring Lake Park, Anoka and Ramsey Counties, Minnesota, do hereby certify that the foregoing is a true and correct copy of Resolution No. 21-13, A Resolution Authorizing Execution of Amendment to Funding Loan Agreement in Connection with the Multifamily Housing Revenue Funding Note, Series 2017A (Legends of Spring Lake Park Project) and Taxable Multifamily Housing Revenue Funding Note, Series 2017B (Legends of Spring Lake Park Project), adopted by the City Council of the City of Spring Lake Park at their regular meeting on the 5th day of April, 2021.

(SEAL)

Daniel R. Buchholtz, City Administrator-Clerk-
Treasurer

Date