

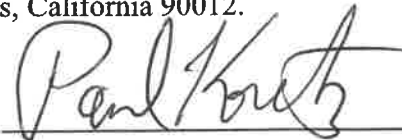
MOTION

Holocaust Museum LA, a California nonprofit public benefit corporation (the "Borrower") and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), has requested that the California Enterprise Development Authority ("CEDA") issue, from time to time, pursuant to a plan of finance, one or more series of its revenue bonds or other obligations pursuant to Section 145 of the Code in an aggregate principal amount not to exceed \$50,000,000 (the "Obligations") for the purpose of financing, refinancing and/or reimbursing the Borrower for the cost of the acquisition, construction, installation, renovation, expansion, equipping and furnishing of certain facilities of the Borrower, including, but not limited to, a new learning center pavilion, a theater, classrooms, special exhibit space, and a new Boxcar Pavilion all located at 100 The Grove Drive, Los Angeles, California 90036 (the "Facilities"). The Obligations may also be used for providing one or more debt service reserve funds, paying a portion of the interest to accrue on the Obligations, providing working capital and paying certain costs of issuance. The Facilities will be owned by the Borrower and will serve to perpetuate the memory of the Holocaust, commemorate those who perished, honor those who survived, educate citizens about the Holocaust and inspire a more dignified and humane world.

In accordance with the Tax Equity and Fiscal Responsibility Act of 1982 (TEFRA), a public hearing is required to move forward with the issuance of the Obligations. No City funds will be directed to the Facilities, as the Obligations are payable solely from revenues or other funds provided by the Borrower. The City does not incur liability for repayment of the Obligations. The City is required by federal law to review and approve all projects within its jurisdiction and conduct a public hearing. Nothing in this Motion precludes any approval otherwise required by the City. The Facilities will be funded primarily through the Obligations. Following the TEFRA public hearing, the Council should adopt the attached Resolution.

I THEREFORE MOVE that City Council adopt the attached Resolution approving the issuance of the Obligations by CEDA in an aggregate principal amount not to exceed \$50,000,000 for the purpose of financing, refinancing and/or reimbursing the Borrower for the cost of the acquisition, improvement, furnishing and equipping of the real property located at 100 The Grove Drive, Los Angeles, California 90036; and hold a TEFRA public hearing and adopt the attached Resolution at the City Council Meeting to be held on December 7, 2022 at 10:00 a.m. located at 200 North Spring Street, Room 340, Los Angeles, California 90012.

PRESENTED BY



Paul Koretz

Councilmember, 5th District

SECONDED BY



NOV 30 2022

PK

ORIGINAL

RESOLUTION

APPROVING THE ISSUANCE OF REVENUE BONDS OR OTHER OBLIGATIONS BY THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$50,000,000 FOR THE PURPOSE OF FINANCING, REFINANCING AND/OR REIMBURSING THE COST OF ACQUISITION, CONSTRUCTION, INSTALLATION, RENOVATION, EXPANSION, EQUIPPING AND FURNISHING OF FACILITIES FOR THE BENEFIT OF THE HOLOCAUST MUSEUM LA AND OTHER MATTERS RELATING THERETO HEREIN SPECIFIED

WHEREAS, Holocaust Museum LA, a nonprofit public benefit corporation, duly organized and existing under the laws of the State of California (the "Borrower"), has requested the California Enterprise Development Authority (the "Authority") to issue, from time to time, pursuant to a plan of finance, its tax-exempt revenue bonds or other obligations in an aggregate principal amount not to exceed \$50,000,000 (the "Obligations") for the benefit of the Borrower pursuant to Chapter 5 of Division 7 of Title 1 of the Government Code of the State (commencing with Section 6500) (the "Act"); and

WHEREAS, the proceeds of the Obligations will be used for the purpose of (a) financing, refinancing and/or reimbursing the Borrower for the cost of the acquisition, construction, installation, renovation, expansion, equipping and furnishing of certain facilities of the Borrower, including, but not limited to, a new learning center pavilion, a theater, classrooms, special exhibit space, and a new Boxcar Pavilion all located at 100 The Grove Drive, Los Angeles, California 90036 (the "Facilities"), and (b) funding one or more debt service reserve funds, paying a portion of the interest to accrue on the Obligations, providing working capital and paying certain costs of issuance of the Obligations; and

WHEREAS, the issuance of the Obligations must be approved by the governmental unit on behalf of which the Obligations are issued and a governmental unit having jurisdiction over the territorial limits in which the Facilities located pursuant to the public approval requirement of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, the Facilities are located within the territorial limits of City of Los Angeles (the "City") and the City Council of the City (the "City Council") is the elected legislative body of the City; and

WHEREAS, the Authority and the Borrower have requested that the City Council approve the issuance of the Obligations by the Authority and the financing, refinancing or reimbursing of the Borrower for the cost of the Facilities with the proceeds of the Obligations pursuant to Section 147(f) of the Code; and

WHEREAS, the Facilities provide significant benefits to the City's residents through the Borrower's mission to perpetuate the memory of the Holocaust, commemorate those who perished, honor those who survived, educate citizens about the Holocaust and inspire a more dignified and humane world; and

WHEREAS, the Authority's issuance of the Obligations will result in a more economical and efficient issuance process because of the Authority's expertise in the issuance of conduit revenue obligations; and

WHEREAS, it is intended that this Resolution shall comply with the public approval requirements of Section 147(f) of the Code; *provided, however*, that this Resolution is neither intended to nor shall it constitute an approval by the City Council of the Facilities for any other purpose; and

WHEREAS, pursuant to Section 147(f) of the Code, the City Council of the City, following notice duly given, held a public hearing regarding the issuance of the Obligations and now desires to approve the issuance of the Obligations by the Authority; and

WHEREAS, in recognition of the City's objective of addressing the needs of residents with disabilities, the Borrower has agreed that (a) any Facilities to be constructed with the proceeds of the Obligations will comply with the Americans with Disabilities Act, 42 U.S.C. Section 12101 *et seq.* and the 2010 ADA Standards, Chapter 11 of Title 24 of the California Code of Regulations, (b) the Borrower will not discriminate in its programs, services or activities on the basis of disability or on the basis of a person's relationship to, or association with, a person who has a disability and (c) the Borrower will provide reasonable accommodation upon request to ensure equal access and effective communication to its programs, services and activities.

NOW, THEREFORE, BE IT RESOLVED, DETERMINED AND ORDERED by the City Council of the City as follows:

Section 1. The City Council hereby finds and determines that all of the recitals are true and correct. The City Council finds that the Facilities will provide the significant benefits set forth in the recitals above. The City Council hereby approves the issuance of the Obligations by the Authority, which Obligations may be tax-exempt and/or taxable as approved by the Authority in its resolution, in an amount not to exceed \$50,000,000 to finance, refinance and/or reimburse the Borrower for the cost of the Facilities and to fund one or more debt service reserve funds, pay a portion of the interest to accrue on the Obligations, and pay certain costs of issuance of the Obligations. This resolution shall constitute approval of the issuance of the Obligations within the meaning of Section 147(f) of the Code and shall constitute the approval of the issuance of the Obligations within the meaning of the Act; *provided, however*, that this Resolution shall not constitute an approval by the City Council of the Facilities for any other purpose. The City shall not bear any responsibility for the tax-exempt status of the Obligations, the repayment of the Obligations or any other matter related to the Obligations.

Section 2. All actions heretofore taken by the officers, employees and agents of the City with respect to the approval of the Obligations are hereby approved, confirmed and ratified, and the officers and employees of the City and their authorized deputies and agents are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all certificates and documents which they or special counsel may deem necessary or advisable in order to consummate the Obligations and otherwise to effectuate the purposes of this Resolution.

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