

**TULARE LOCAL HEALTHCARE DISTRICT**

**RESOLUTION NO. 878**

**RESOLUTION RETAINING PLACEMENT AGENTS/UNDERWRITERS IN CONNECTION WITH THE PROPOSED REFUNDING OF THE DISTRICT'S OUTSTANDING REVENUE BONDS AND GENERAL OBLIGATION BONDS AND DIRECTING CERTAIN ACTIONS WITH RESPECT THERETO**

RESOLVED, by the Board of Directors (the "Board") of the Tulare Local Healthcare District (the "District"):

WHEREAS, the District has heretofore issued, on August 21, 2007, its Tulare Local Health Care District (Tulare County, California) General Obligation Bonds, Election of 2005, Series A (2007) (the "2005A Bonds") to finance capital projects;

WHEREAS, the District has also heretofore issued, on September 10, 2009, its Tulare Local Health Care District (Tulare County, California) General Obligation Bonds, Election of 2005, Series B-2 (2009) (Federally Taxable – Direct Payment Build America Bonds) (the "2005B-2 Bonds") and its Tulare Local Health Care District (Tulare County, California) General Obligation Bonds, Election of 2005, Series B-1 (2009) (Tax-Exempt) (the "2005B-1 Bonds" and, with the 2005A Bonds and the 2005B-1 Bonds, the "2005 Bonds") to finance capital projects;

WHEREAS, the District has determined that it is in the best interests of the District at this time to issue its Tulare Local Health Care District (Tulare County, California) General Obligation Refunding Bonds to refund all outstanding 2005 Bonds;

WHEREAS, the District has also heretofore issued, on November 6, 2007, its Tulare Local Health Care District (Tulare County, California) Refunding Revenue Bonds, Series 2007 (the "2007 Bonds") to refinance certain revenue bonds previously issued by the District to finance capital project;

WHEREAS, the District has determined that it is in the best interests of the District at this time to issue its Tulare Local Health Care District (Tulare County, California) Refunding Revenue Bonds to refund all outstanding 2007 Bonds, including associated obligations;

WHEREAS, it is appropriate that the Board formally retain placement agents/underwriters to assist the District in connection such refunding bonds;

NOW, THEREFORE, it is hereby DECLARED and ORDERED, as follows:

*Section 1.* Piper Jaffray & Co. and Hilltop Securities, Inc. are hereby retained as placement agents to the District in connection with the issuance and sale of bonds to refund the 2005 Bonds, the compensation for such services to be as set forth in such firms' agreement for placement agent

services on file with the Secretary. If it is determined that a public offering of the bonds to refund the 2005 Bonds is in the best interest of the District, Piper Jaffray & Co., as senior managing underwriter, and Hilltop Securities, Inc., as co-manager, will purchase the bonds for re-sale to the public.

*Section 2.* Hilltop Securities, Inc. and Piper Jaffray & Co. are hereby retained as placement agents to the District in connection with the issuance and sale of bonds to refund the 2007 Bonds, including associated obligations, the compensation for such services to be as set forth in such firms' agreement for placement agent services on file with the Secretary. If it is determined that a public offering of the bonds to refund the 2007 Bonds including associated obligations is in the best interest of the District, Hilltop Securities, Inc., as senior managing underwriter, and Piper Jaffray & Co., as co-manager, will purchase the bonds for re-sale to the public.

*Section 3.* Appropriate officers and officials of the District are hereby authorized and directed to take such action and to execute such documents as may be necessary or desirable to effectuate the intent of this Resolution.

*Section 4.* This Resolution shall be in full force and effect immediately upon its adoption.

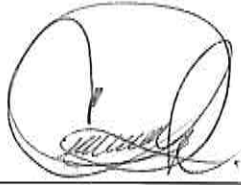
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I hereby certify that the foregoing resolution was duly adopted at a meeting of the District Board of Directors of the Tulare Local Healthcare District held on the 23rd day of October, 2019, by the following vote:

AYES, and in favor of, Board Members:

NOES, Board Members:

ABSENT, Board Members:

By  \_\_\_\_\_  
Senovia Gutierrez Secretary