

SUCCESSOR AGENCY

RESOLUTION NO. _____

RESOLUTION OF THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF POMONA APPROVING THE FORM OF A PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH THE SUCCESSOR AGENCY'S 2018 TAX ALLOCATION REFUNDING BONDS, SERIES BI (FEDERALLY TAXABLE), AND AUTHORIZING CERTAIN OTHER ACTIONS IN CONNECTION THEREWITH

WHEREAS, by Resolution No. SA 2018-8 adopted on June 18, 2018 (the "Successor Agency Resolution"), the Successor Agency to the Redevelopment Agency of the City of Pomona (the "Successor Agency") approved the issuance of its 2018 Tax Allocation Refunding Bonds, Series BI (Federally Taxable) (the "Bonds") for the purpose of refunding certain obligations of the Redevelopment Agency of the City of Pomona (the "Prior Obligations"), and wishes at this time to approve a Preliminary Official Statement in connection with the marketing of the Bonds; and

WHEREAS, the Oversight Board to the Successor Agency to the Redevelopment Agency of the City of Pomona (the "Oversight Board") has approved the issuance of the Bonds by a resolution adopted at its meeting on June 21, 2018 (the "Oversight Board Action"); and

WHEREAS, the Oversight Board Action is under review by the California Department of Finance.

NOW THEREFORE, THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF POMONA, DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. The Preliminary Official Statement relating to the Bonds (the "Preliminary Official Statement"), in the form presented at this meeting and on file with the Secretary, is hereby approved. Each of the Executive Director and Finance Director, acting alone, is authorized to sign a certificate pursuant to Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 relating to said Preliminary Official Statement, and each of the Executive Director and Finance Director, acting alone, is further authorized and directed to execute, approve and deliver the final Official Statement in the form of the Preliminary Official Statement, with such changes, insertions and omissions as may be recommended by Successor Agency general counsel or Stradling Yocca Carlson & Rauth, a Professional Corporation ("Bond Counsel"), and approved by the officer executing the same, said execution being conclusive evidence of such approval. B.C. Ziegler and Company (the "Underwriter") is hereby authorized to distribute the Preliminary Official Statement to prospective purchasers of the Bonds and is directed to deliver copies of any final Official Statement to all actual purchasers of the Bonds.

Section 2. The Authorized Officers (defined in the Successor Agency Resolution) and all other officers of the Successor Agency are hereby authorized, jointly and severally, to execute and deliver any and all necessary documents and instruments and to take all actions which they deem

necessary or proper to effectuate the purposes of this Resolution and the Successor Agency Resolution and the issuance of the Bonds.

Section 3. This Resolution shall take effect immediately upon its adoption by the governing board of the Successor Agency, and the Secretary shall certify the vote adopting this Resolution.

PASSED AND ADOPTED by the Successor Agency to the Redevelopment Agency of the City of Pomona, this 10th day of September, 2018, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Chair

ATTESTED:

Secretary

I certify that the foregoing Resolution was passed and adopted by the Successor Agency to the Redevelopment Agency of the City of Pomona, at a regular meeting held on September 10, 2018 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAINED:

Chair

ATTESTED:

Secretary