

Agenda Item #: 301

PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS
AGENDA ITEM SUMMARY

Meeting Date: 1/12/2010

☒ Consent ☐ Regular
☐ Public Hearing

Department

Submitted By: COUNTY ATTORNEY

Submitted For:

I. EXECUTIVE BRIEF

Motion and Title: Staff recommends motion to receive and file: (a) copy of the Letter of Acknowledgement dated December 1, 2009 by Citibank attesting that Bond R-1 in the amount of \$35,075,000 for the Palm Beach County, Florida Public Improvement Revenue Bonds (Law Enforcement Information Technology Project) Series 2008 was assigned to Citibank by CitiCapital Municipal Finance, the original purchaser of the Bond and (b) a copy of the replacement Bond No. R-1A.

Summary: CitiCapital Municipal Finance, the original purchaser of the \$35,075,000 Bonds, assigned its interest in these Bonds to Citibank. The original bond No. R-1 has been replaced by replacement Bond No. R-1A. The attached documents should now be received and filed in the Board's official records. Countywide (PFK)

Background and Justification: The Minutes Department has requested that the attached copies of the letter from Citibank and the replacement bond No. R-1A be presented as "receive and file" for acceptance into the official records of the Board of County Commissioners of Palm Beach County.

Attachments:

1. Copy of Letter from CitiBank dated December 1, 2009
2. Copy of Replacement Bond No. R-1A

Recommended by: _____

Department Director

Date

12/16/09

Approved by: _____

N/A

II. FISCAL IMPACT ANALYSIS

A. Five Year Summary of Fiscal Impact:

Fiscal Years	2010	2011	2012	2013	2014
Capital Expenditures	<u>0</u>	—	—	—	—
Operating Costs	<u>0</u>	—	—	—	—
External Revenues	<u>0</u>	—	—	—	—
Program Income (County)	<u>0</u>	—	—	—	—
In-Kind Match (County)	<u>0</u>	—	—	—	—
NET FISCAL IMPACT	<u>0</u>	—	—	—	—
# ADDITIONAL FTE POSITIONS (Cumulative)	<u>0</u>	—	—	—	—

Is Item Included in Current Budget? Yes ___ No 0


Budget Account No.: Fund___ Department___ Unit___ Object___
Reporting Category___

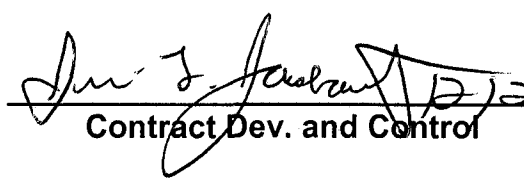
B. Recommended Sources of Funds/Summary of Fiscal Impact:

C. Departmental Fiscal Review: No fiscal impact.

III. REVIEW COMMENTS

A. OFMB Fiscal and/or Contract Dev. and Control Comments:


John A. Long 12/17/09
OFMB


Jim J. Jacobson 12/21/09
Contract Dev. and Control

B. Legal Sufficiency:


Paul F. Jacobson 12/16/09
Assistant County Attorney

C. Other Department Review:

Department Director

THIS SUMMARY IS NOT TO BE USED AS A BASIS FOR PAYMENT.

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*Citibank
750 Washington Blvd.
8th Floor
Stamford, CT 06901*

Board of County Commissioners
of Palm Beach County, Florida
West Palm Beach, Florida

Re: \$35,075,000 Palm Beach County, Florida, Public Improvement Revenue Bonds (Law Enforcement Information Technology Project), Series 2008 (the "Bonds")

Ladies and Gentlemen:

This letter is being provided in connection with the purchase of the above-referenced Bonds which were assigned to us by CitiCapital Municipal Finance, the original purchaser of the Bonds, as of the date hereof.

1. We are engaged in the business of investing in securities similar to the Bonds or the business of entering into loan transactions evidenced by securities similar to the Bonds.


2. We are purchasing the Bonds from Palm Beach County, Florida (the "County") for our own account (or those of our affiliates) for investment purposes and not for resale; provided, however, that the Bonds may be transferred or assigned in whole, but not in part, subject to the terms and conditions set forth in the Bonds.

3. We are a national banking association and we have sufficient knowledge and experience in financial and business matters, including the purchase and ownership of taxable and tax-exempt obligations, to be capable of evaluating the merits and risks of our investment in the Bonds.

4. We are able to bear the economic risk of our investment in the Bonds.

5. We acknowledge that the Bonds do not represent a general obligation of the County, the State of Florida or any political subdivision thereof and are not payable from taxes or any moneys provided by or to the County, other than those described in the Bonds, and we further acknowledge that no covenant, stipulation, obligation or agreement contained in any documents related to the issuance of the Bonds is or shall be deemed to be a covenant, agreement or obligation of any present or future board member, officer or employee of the County in his or her individual capacity.

6. We acknowledge and agree that the Bonds have not been and will not be registered under the Securities Act of 1933, as amended, or the securities or Blue Sky laws of any state and are not listed on any stock or securities exchange.

A member of  citigroup

7. We understand that no offering statement, prospectus, offering circular, official statement or other disclosure document containing material information with respect to the County and the Bonds is being or has been prepared, and that, with due diligence, we have made our own inquiry and analysis with respect to the County, the Bonds and the security therefor.

8. We have received all financial and other information regarding the Bonds that we have requested and which we consider relevant or necessary to make an informed decision to invest in the Bonds. We have made our own inquiry into the creditworthiness of the Bonds and the County, we have received all the information that we have requested from the County or any agents or representatives thereof, and we have been afforded a reasonable opportunity to ask questions about the terms and conditions of the offering of the Bonds and the security therefor, and the County, and have received, to the best of our knowledge, complete and satisfactory answers to all such questions.

Dated this 1st day of December, 2009.

Yours very truly,

Citibank, N.A.

By: _____

Title: _____


VICE PRESIDENT

No. R-1A

\$35,075,000

UNITED STATES OF AMERICA
STATE OF FLORIDA
PALM BEACH COUNTY, FLORIDA
PUBLIC IMPROVEMENT REVENUE BOND
(LAW ENFORCEMENT INFORMATION TECHNOLOGY PROJECT)
SERIES 2008

KNOW ALL MEN BY THESE PRESENTS that Palm Beach County, Florida (the "Issuer"), for value received, hereby promises to pay, in the manner provided herein, to Citibank, N.A., as registered owner, or registered assigns, the principal sum of

THIRTY-FIVE MILLION SEVENTY-FIVE THOUSAND DOLLARS

and to pay interest on the unpaid balance thereof from the date hereof. Interest shall be payable on the dates set forth below, at an annual rate equal to 3.038% per annum, computed based on a 360-day year comprised of twelve 30-day months, subject to adjustment as set forth below. The principal of this Bond shall be payable on February 1, 2009 and annually thereafter in the amounts set forth below on February 1 of each year, through and including February 1, 2014:

<u>Date</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
8/1/08		\$532,789.25	\$ 532,789.25
2/1/09	\$5,410,965.43	532,789.25	5,943,754.68
8/1/09		450,596.69	450,596.69
2/1/10	5,577,886.08	450,596.69	6,028,482.77
8/1/10		365,868.60	365,868.60
2/1/11	5,749,956.01	365,868.60	6,115,824.61
8/1/11		278,526.76	278,526.76
2/1/12	5,927,334.04	278,526.76	6,205,860.80
8/1/12		188,490.56	188,490.56
2/1/13	6,110,183.94	188,490.56	6,298,674.50
8/1/13		95,676.87	95,676.87
2/1/14	6,298,674.50	95,676.87	6,394,351.37

Interest shall be paid on each February 1 and August 1, commencing August 1, 2008, in an amount equal to the interest accrued and unpaid to such date.

Both principal of and interest on this Bond are payable in lawful money of the United States of America by check or draft of the Clerk of the Circuit Court, ex officio Clerk of the Board of County Commissioners of the Issuer to the owner of record as such owner shall appear in the registration books of the Issuer on the 15th day of the month prior to such payment date.

The final payment of principal of and interest on the Bonds shall be payable, upon presentation, at the office of the Clerk of the Circuit Court, ex officio Clerk of the Board of County Commissioners of the Issuer. If a payment date for this Bond is not a business day, such payment date shall be the next succeeding business day.

This Bond is issued for the principal purpose of providing moneys to finance the cost of the Project (as defined in the Resolution referred to below), under the authority of and in full compliance with the Constitution and laws of the State of Florida, particularly Section 125.01, et seq., Florida Statutes, the Charter of Palm Beach County, Florida, and other applicable provisions of law (the "Act") and Resolution No. R-2007-2313, adopted December 18, 2007, as amended, restated and supplemented (the "Resolution") and is subject to all the terms and conditions of the Resolution.

Pursuant to the Resolution, the Issuer has covenanted to appropriate in its annual budget, by amendment, if necessary, such amounts of Non-Ad Valorem Revenues (as defined in the Resolution), which are not otherwise pledged, restricted or encumbered, as shall be necessary to pay principal of and interest on the Bonds when due. Such covenant to appropriate Non-Ad Valorem Revenues is not a pledge by the Issuer of such Non-Ad Valorem Revenues and is subject in all respects to the payment of obligations secured by a pledge of such Non-Ad Valorem Revenues heretofore or hereafter entered into (including the payment of debt service on bonds or other debt instruments) and also to the payment of services and programs which are for essential public purposes affecting the health, welfare and safety of the inhabitants of the Issuer or which are legally mandated by applicable law.

It is expressly agreed by the Registered Holder of this Bond that the full faith and credit of the Issuer, the State of Florida, or any political subdivision thereof is not pledged to the payment of the principal of, premium, if any, and interest on this Bond and that such Holder shall never have the right to require or compel the exercise of any taxing power of the Issuer, the State of Florida, or any political subdivision thereof, to the payment of such principal, premium, if any, and interest. This Bond and the obligation evidenced hereby shall not constitute a lien upon any property of the Issuer.

Neither the members of the Board of County Commissioners of the Issuer nor the Chairperson nor any person executing this Bond shall be liable personally hereon or be subject to any personal liability or accountability by reason of the issuance hereof.

The transfer of this Bond is registrable in accordance with the terms of the Resolution only upon the books of the Issuer kept for that purpose at the principal office of the Clerk and Comptroller by the registered owner hereof in person or by his attorney duly authorized in writing, upon the surrender of this Bond together with a written instrument of transfer satisfactory to the Clerk and Comptroller duly executed by the registered owner or his attorney duly authorized in writing, and thereupon a new Bond or Bonds in the same aggregate principal amount shall be issued to the transferee in exchange therefor, and upon the payment of the charges, if any, therein prescribed. The Bonds are issuable in fully registered form in the denomination of \$35,075,000. The Issuer and any paying agent may treat the registered Holder

of this Bond as the absolute owner hereof for all purposes, whether or not this Bond shall be overdue, and shall not be affected by any notice to the contrary.

The Bonds are not subject to redemption prior to the maturity thereof.

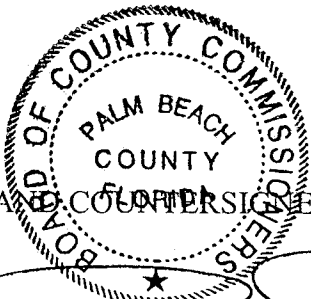
Reference to the Resolution and any and all resolutions supplemental thereto and modifications and amendments thereof and to the Act is made for a description of the pledge and covenants securing this Bond, the nature, manner and extent of enforcement of such pledge and covenants and the rights, duties, immunities and obligations of the Issuer.

It is hereby certified and recited that all acts, conditions and things required to exist, to happen and to be performed precedent to and in the issuance of this Bond, exist, have happened and have been performed, in regular and due form and time as required by the laws and Constitution of the State of Florida applicable thereto, and that the issuance of the Bonds does not violate any constitutional or statutory limitations or provisions.

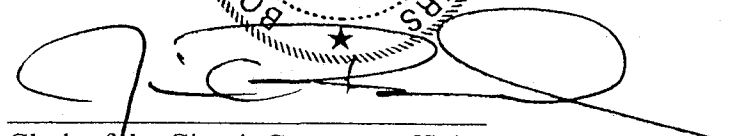
IN WITNESS WHEREOF, the Board of County Commissioners of Palm Beach County, Florida has issued this Bond and has caused the same to be executed by the manual or facsimile signature of its Chairperson, its official seal or a facsimile thereof to be affixed or reproduced hereon, and countersigned and attested to by the manual or facsimile signature of its Clerk and Comptroller, all as of the 24th day of January, 2008.

PALM BEACH COUNTY, FLORIDA

(SEAL)



ATTESTED AND COUNTERSIGNED:


Clerk of the Circuit Court, ex officio
Clerk of the Board of County Commissioners of
Palm Beach County, Florida


Chairperson, Board of County Commissioners

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

Insert Social Security or Other Identifying Number of Assignee

(Name and Address of Assignee)

the within Bond and does hereby irrevocably constitute and appoint _____, as attorneys to register the transfer of the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

Signature guaranteed: _____

NOTICE: Signature(s) must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

NOTICE: The signature to this assignment must correspond with the name of the Registered Holder as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever and the Social Security or other identifying number of such assignee must be supplied.