

RESOLUTION NO. URR 08-004

A RESOLUTION AUTHORIZING THE ISSUANCE OF URBAN RENEWAL BONDS; DELEGATING AUTHORITY TO NEGOTIATE AND EXECUTE ALL DOCUMENTS; AND RELATED MATTERS.

THE URBAN RENEWAL AGENCY OF THE CITY OF CANBY, OREGON FINDS:

The Urban Renewal Agency of the City of Canby, Oregon (the "Agency") finds it desirable to issue urban renewal bonds to finance the costs of certain urban renewal projects and expenses allowed under the Canby Urban Renewal Plan approved by Ordinance No. 1031 by the City of Canby on November 24, 1999, as amended (the "Plan"), to fund reserves, and to pay the costs of issuance of urban renewal bonds; and

The Plan establishes a maximum indebtedness of \$51,149,000 for the Canby Urban Renewal Area (the "Area"); and

The Agency has previously issued \$5,982,920 of borrowings that are subject to that limit; and

The Agency desires that the new urban renewal bonds be secured by tax increment revenues;

NOW, THEREFORE, BE IT RESOLVED BY THE URBAN RENEWAL AGENCY OF THE CITY OF CANBY, OREGON, AS FOLLOWS:

SECTION 1. Authorization. Pursuant to the authority of ORS Chapter 457, the Urban Renewal Agency of the City of Canby, Oregon is hereby authorized to finance the costs of urban renewal projects authorized by the Plan, including the Theater Parking Lot/2nd Ave Redevelopment (collectively, the "Projects"). To finance the Projects, fund reserves, and pay for costs of issuance the Agency is hereby authorized to issue bonds in one or more series in an aggregate principal amount of not to exceed \$1,950,000 (collectively, the "Bonds").

SECTION 2. Security. The Bonds shall not be general obligations of the City, the Agency or Clackamas County. The Bonds shall be payable solely from the tax increment revenues of the Area and reserves.

SECTION 3. Reimbursement. The Agency hereby declares its official intent to reimburse itself with the proceeds of tax-exempt obligations for any expenditures incurred by it to finance the Projects.

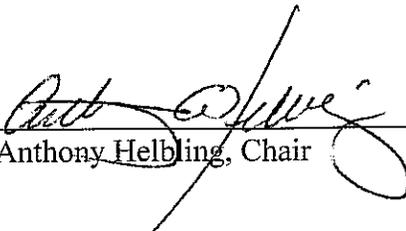
SECTION 4. Delegation. The City Administrator, Finance Director and City Recorder of the City of Canby (the "City") acting on behalf of the Agency (each of whom is referred to

herein as an "Authorized Representative") may, on behalf of the Agency and without further action by the Agency:

- (a) establish the dated date, interest rates, principal and interest payment dates, principal amounts, maturity schedule, redemption terms, denominations, and all other terms of the Bonds;
- (b) negotiate and enter into an agreement to sell the Bonds to one or more underwriters or purchasers;
- (c) establish the terms of, execute and deliver a bond purchase agreement or bond declaration, which shall pledge the tax increment revenues, reserves and related amounts to the Bonds, describe the terms of the Bonds, describe the terms under which future obligations may be issued on a parity with the Bonds, and make covenants to benefit owners, including covenants to limit the removal of property within the Area;
- (d) execute and deliver the Bonds;
- (e) enter into covenants regarding the use of the proceeds of the Bonds and the Projects;
- (f) determine the tax-exempt or taxable status of all or any portion of the Bonds;
- (g) designate the Bonds as a "qualified tax-exempt obligations" pursuant to Section 265 of the Internal Revenue Code of 1986, as amended, if applicable; and
- (h) execute and deliver a certificate specifying the action taken pursuant to this Section 4, and any other certificates, documents or agreements that the Authorized Representative determines are desirable to issue, sell and deliver the Bonds in accordance with this Resolution.

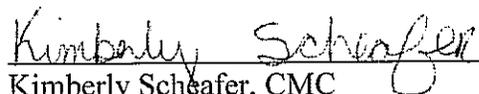
SECTION 5. Effective Date of Resolution. This Resolution shall take effect immediately upon its adoption.

ADOPTED BY THE URBAN RENEWAL AGENCY OF THE CITY OF CANBY, OREGON at a regular meeting thereof on July 2, 2008.



Anthony Helbling, Chair

ATTEST:



Kimberly Schaefer, CMC
City Recorder Pro-Tem