

SECOND AMENDMENT TO JOINT EXERCISE OF POWERS AGREEMENT

SONOMA COUNTY PUBLIC FINANCING AUTHORITY

This Second Amendment to Joint Exercise of Powers Agreement (the “Second Amendment”) is by and between the County of Sonoma (the “County”), a political subdivision of the State of California, and the Sonoma County Community Development Commission (the “Commission”), organized under the laws of the State of California.

RECITALS

The County and the Commission have heretofore entered into a Joint Exercise of Powers Agreement dated December 2, 1997 (the “Joint Powers Agreement”), pursuant to which the Sonoma County Public Financing Authority (the “Authority”) was created. The Joint Powers Agreement was subsequently amended on October 21, 2008, to correct a discrepancy by specifying that the Board of the Authority would have five (5) members instead of seven (7) as specified in the Joint Powers Agreement as originally adopted.

The County and the Commission entered into the Joint Powers Agreement for the purposes stated therein. The Joint Powers Agreement prescribes the powers of the Authority. The County and the Commission wish to broaden the powers of the Authority by further amending the Joint Powers Agreement to authorize the Authority to issue bonds for any purpose permitted under the Marks-Roos Local Bond Pooling Act of 1985, as amended (Section 6584 et seq., California Government Code.)

NOW THEREFORE, in consideration of the mutual promises made in the Joint Powers Agreement and herein made, the parties agree as follows:

Section 1. The definition of “Public Capital Improvements” in Section 1.01 of the Joint Powers Agreement shall be amended to read as follows:

“Public Capital Improvements” shall have the same meaning as ascribed to such term in the Bond Law.

Section 2. Except as amended by this Second Amendment, the Joint Powers Agreement shall remain in full force and effect.

DATED: _____

County of Sonoma, a political subdivision
of the State of California

By: _____
Chairman

ATTEST:

By: _____
Clerk of the Board

Sonoma County Community Development
Commission

By: _____
Chairman

ATTEST:

By: _____
Clerk of the Commission