

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE ORANGE COUNTY
TRANSPORTATION AUTHORITY AUTHORIZING THE ESTABLISHMENT OF A
SUBACCOUNT TO BE USED SOLELY TO PAY FOR THE INTERSTATE 405
IMPROVEMENT PROJECT**

WHEREAS, the Orange County Transportation Authority (OCTA) has established a custody account (Custody Account) with US Bank pursuant to Agreement No. C-9-1361 dated as of November 1, 2019 (Custody Account Agreement);

WHEREAS, the Custody Account Agreement authorizes OCTA to establish subaccounts under the Custody Account;

WHEREAS, the finance plan for the funding of the Interstate 405 Improvement Project (Project) includes the issuance of up to \$500 million of Measure M2 (M2) Sales Tax Revenue Bonds (M2 Bonds) to pay for Project costs;

WHEREAS, to demonstrate its commitment to issue the M2 Bonds to pay for Project costs, this Board of Directors (Board) deems it appropriate to authorize the establishment of one or more Project subaccounts under the Custody Account, subject to the terms and conditions set forth in this Resolution.

NOW, THEREFORE, the OCTA Board hereby finds and resolves as follows:

SECTION 1. The Board authorizes the OCTA Treasurer to establish one or more subaccounts pursuant to the Custody Account Agreement and to fund the subaccounts with M2 Sales Tax Revenues in the amount of \$500 million no later than June 28, 2021. No federal funds shall be used to fund the subaccounts.

SECTION 2. Amounts on deposit in the subaccounts shall only be used to pay or reimburse OCTA for costs related to the Project construction. Any amounts withdrawn to pay for Project costs shall reduce dollar for dollar the amount of M2 Bonds to be issued to pay or reimburse OCTA for construction costs related to the Project.

SECTION 3. This Resolution shall be effective as of the date of its adoption.

ADOPTED, SIGNED, AND APPROVED this 14th day of June 2021.

AYES:

NOES:

ABSTAIN:

ABSENT:

ATTEST:

Andrea West
Interim Clerk of the Board

Andrew Do, Chairman
Orange County Transportation Authority